

NEW ISSUE/BOOK-ENTRY-ONLY

Ratings: *Moody's: Aaa*
Standard & Poor's: AAA
Fitch: AAA
 See "Ratings" herein
 (Insured)

In the opinion of Bond Counsel, under existing law, interest on the Series A Bonds and the Series B Bonds (collectively, the "Bonds") is excludable from gross income for federal income tax purposes and will not be treated as an item of tax preference for purposes of computing the alternative minimum tax imposed on corporations and taxpayers other than corporations. Interest on the Bonds will, however, be taken into account in determining adjusted current earnings for the purpose of computing the alternative minimum tax imposed upon certain corporations. In addition, the Bonds will be exempt from Rhode Island taxes although the Bonds and the interest thereon may be included in the measure of Rhode Island estate and gift taxes and certain business and corporate taxes. See "TAX STATUS" and "APPENDIX B -- Proposed Form of Legal Opinion" herein.

\$145,600,000

STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS

General Obligation Bonds

\$79,770,000 Consolidated Capital Development Loan of 2004, Series A

\$65,830,000 Consolidated Capital Development Loan of 2004, Refunding Series B

Dated: Date of Delivery

Due: As shown on inside cover

The Bonds will be issued as fully registered bonds and will be registered in the name of Cede & Co., as nominee for The Depository Trust Company ("DTC"), New York, New York. Purchases of the Bonds will be made in book-entry form only, in denominations of \$5,000 or any integral multiple thereof and no physical delivery of the Bonds will be made to purchasers. So long as Cede & Co. is the registered owner of the Bonds, principal and semiannual interest are payable to DTC by U.S. Bank National Association, Boston, Massachusetts as Paying Agent. Interest on the Bonds is payable on February 1 and August 1 commencing August 1, 2004. The Bonds constitute general obligations of the State for the payment of which the full faith and credit of the State will be pledged.

The Bonds are subject to redemption prior to maturity as described herein.

Payment of the principal of and interest on the Bonds when due will be guaranteed by a financial guaranty insurance policy (the "Policy") to be issued simultaneously with the delivery of the Bonds by MBIA Insurance Corporation, a stock insurance company incorporated under the laws of the State of New York (the "Insurer" or "MBIA").



The Bonds are offered when, as and if issued by the State and received by the original purchasers, subject to the approval of legality by Tillinghast Licht Perkins Smith & Cohen, LLP, Providence, Rhode Island, Bond Counsel, and certain other conditions. Certain legal matters will be passed upon for the State by its Disclosure Counsel, Partridge Snow & Hahn, LLP, Providence, Rhode Island. Certain matters will be passed upon for the Underwriters by their counsel, Taft & McSally LLP, Cranston, Rhode Island. First Southwest Company, Lincoln, Rhode Island, is serving as financial advisor for the State in this transaction. Delivery of the Bonds to DTC is expected in New York, New York on or about February 25, 2004.

UBS Financial Services Inc.

Citigroup

Goldman, Sachs & Co.

Merrill Lynch & Co.

Carolan & Co.

Quick & Reilly, Inc.

Roosevelt & Cross, Inc.

Division of Oppenheimer & Co. Inc.

February 6, 2004

\$79,770,000 Consolidated Capital Development Loan of 2004, Series A

<u>Maturity (February 1)</u>	<u>Amount</u>	<u>Rate</u>	<u>Price or Yield</u>	<u>CUSIPS</u>
2005	\$3,230,000	2.00%	1.13%	76222N FA4
2006	3,080,000	2.00	1.49	76222N FB2
2007	2,230,000	2.00	1.81	76222N FC0
2007	885,000	3.00	1.81	76222N FD8
2008	3,210,000	2.25	2.18	76222N FE6
2009	3,285,000	2.50	2.48	76222N FF3
2010	1,410,000	2.75	2.74	76222N FG1
2010	1,955,000	5.00	2.74	76222N FH9
2011	1,360,000	3.00	2.96	76222N FJ5
2011	2,140,000	5.00	2.96	76222N FK2
2012	860,000	3.25	3.24	76222N FL0
2012	2,790,000	5.00	3.24	76222N FM8
2013	100,000	3.50	3.42	76222N FN6
2013	3,715,000	5.00	3.42	76222N FP1
2014	705,000	3.50	3.61	76222N FQ9
2014	3,300,000	5.00	3.61	76222N FR7
2015	1,125,000	3.70	3.72	76222N FS5
2015	3,070,000	5.00	110.546	76222N FT3
2016	200,000	3.80	3.84	76222N FU0
2016	4,190,000	5.00	109.502	76222N FV8
2017	4,610,000	4.50	104.146	76222N FW6
2018	850,000	4.00	4.12	76222N FX4
2018	3,965,000	4.50	103.069	76222N FY2
2019	100,000	4.125	4.22	76222N FZ9
2019	4,930,000	4.50	102.250	76222N GA3
2020	200,000	4.20	4.31	76222N GB1
2020	5,055,000	4.50	101.519	76222N GC9
2021	200,000	4.30	4.38	76222N GD7
2021	5,290,000	4.50	100.955	76222N GE5
2022	5,735,000	4.50	100.315	76222N GF2
2023	5,995,000	4.50	4.53	76222N GG0

\$65,830,000 Consolidated Capital Development Loan of 2004, Refunding Series B

<u>Maturity (August 1)</u>	<u>Amount</u>	<u>Rate</u>	<u>Price or Yield</u>	<u>CUSIPS</u>
2004	\$ 430,000	2.00%	1.00%	76222N GH8
2005	360,000	2.00	1.10	76222N GJ4
2006	785,000	1.50	1.52	76222N GK1
2006	3,115,000	2.00	1.52	76222N GL9
2007	475,000	1.80	1.86	76222N GM7
2007	1,655,000	2.00	1.86	76222N GN5
2008	1,360,000	2.125	2.25	76222N GP0
2008	4,045,000	5.00	2.25	76222N GQ8
2009	405,000	2.375	2.55	76222N GR6
2009	3,110,000	2.75	2.55	76222N GS4
2010	65,000	2.70	2.79	76222N GT2
2011	60,000	2.875	3.03	76222N GU9
2011	7,475,000	5.00	3.03	76222N GV7
2012	21,250,000	5.00	3.24	76222N GW5
2013	8,695,000	5.00	3.44	76222N GX3
2014	9,190,000	5.00	3.61	76222N GY1
2015	3,355,000	5.00	110.982	76222N GZ8

The CUSIP numbers above have been assigned by an independent company not affiliated with the State and are included solely for the convenience of the holders of the Bonds. Neither the Underwriters nor the State is responsible for the selection or use of the CUSIP numbers, and no representation is made as to their correctness on the Bonds or as indicated above. The CUSIP number for a specific maturity is subject to being changed after the issuance of the Bonds as a result of various subsequent actions including, but not limited to, a refunding in whole or in part of such maturity or as to the procurement of secondary market portfolio insurance or other similar enhancement by investors that is applicable to all or a portion of certain maturities of the Bonds.

No dealer, broker, salesperson or other person has been authorized by the State or the original purchasers of the Bonds to give any information or to make any representations other than as contained in this Official Statement, and if given or made, such other information or representations must not be relied upon as having been authorized by either of the foregoing. This Official Statement does not constitute an offer to sell or a solicitation of an offer to buy nor shall there be any sale of the Bonds offered hereby by any person in any jurisdiction in which it is unlawful for such person to make such offer, solicitation or sale. The information set forth herein has been obtained from the State, and other sources that are deemed to be reliable but is not guaranteed as to accuracy or completeness by the original purchasers of the Bonds or, as to information from other sources, the State. The information and expressions of opinion herein are subject to change without notice, and neither the delivery of this Official Statement nor any sale made hereunder shall, under any circumstances, create any implication that there has been no change in the affairs of the State since the date hereof.

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**STATE OF RHODE ISLAND
AND PROVIDENCE PLANTATIONS**



CONSTITUTIONAL OFFICERS

Governor.....	Donald L. Carcieri
Lieutenant Governor.....	Charles J. Fogarty
General Treasurer.....	Paul J. Tavares
Attorney General.....	Patrick C. Lynch
Secretary of State.....	Matthew A. Brown

APPOINTED OFFICIALS

Acting Director of Administration	Beverly Najarian
Budget Officer	Rosemary Booth Gallogly
State Controller	Lawrence C. Franklin, Jr.
Auditor General	Ernest A. Almonte

BOND COUNSEL

Tillinghast Licht Perkins Smith & Cohen, LLP
Providence, Rhode Island

DISCLOSURE COUNSEL

Partridge Snow & Hahn, LLP
Providence, Rhode Island

FINANCIAL ADVISOR

First Southwest Company
Lincoln, Rhode Island

OFFICIAL STATEMENT

\$145,600,000

**State of Rhode Island and Providence Plantations
General Obligation Bonds**

**\$79,770,000 Consolidated Capital Development Loan of 2004, Series A
\$65,830,000 Consolidated Capital Development Loan of 2004, Refunding Series B**

INTRODUCTION

The purpose of this Official Statement, including the cover page and appendices hereto, is to set forth certain information concerning the State of Rhode Island and Providence Plantations (the "State" or "Rhode Island") its \$79,770,000 Consolidated Capital Development Loan of 2004, Series A Bonds (the "Series A Bonds") and its \$65,830,000 Consolidated Capital Development Loan of 2004, Refunding Series B (the "Series B Bonds" and collectively with the Series A Bonds, the "Bonds") both dated the date of delivery. The proceeds of the Series A Bonds will be used primarily to fund projects included in the State's fiscal year 2004 capital improvement program and the proceeds of the Series B Bonds will be used primarily to refund certain outstanding bonds of the State (the "Refunded Bonds"). See "DESCRIPTION OF THE BONDS - Plan of Finance" and "PLAN OF REFUNDING" herein.

SECURITY FOR THE BONDS

The Bonds when duly issued will constitute valid general obligations of the State and the full faith and credit of the State will be pledged for the payment of the principal of and interest on each of the Bonds as the same shall become due.

Each Bond when issued and paid for will constitute a contract between the State and the owner thereof. The general laws of Rhode Island provide that the General Treasurer may pay debt service on State debt without the need for an annual appropriation (as would be required for other payments from the State treasury). Moreover, each act under which the Bonds are issued expressly provides an appropriation from the treasury of a sum sufficient to pay the annual principal and interest due on the Bonds to the extent the same is not otherwise provided.

Enforcement of a claim for payment of principal of or interest on the Bonds may be subject to the provisions of federal or State statutes, if any, heretofore or hereafter enacted extending the time for payment or imposing other constraints upon enforcement insofar as the same may be constitutionally applied and to the exercise of judicial discretion in accordance with equitable principles.

SOURCES AND USES OF FUNDS

The following table sets forth estimated sources and uses of funds on the Series A Bonds.

Sources	
Par Amount of Bonds	\$79,770,000.00
Premium	<u>3,038,621.95</u>
Total Sources	\$82,808,621.95
Uses	
Deposit to Bond Capital Fund and Other State Accounts ⁽¹⁾	\$79,770,000.00
Costs of Issuance ⁽²⁾	551,376.06
Deposit to General Fund	2,427,068.07
Deposit to Revolving Fund and Clean Water Fund ⁽³⁾	<u>60,177.82</u>
Total Uses	\$82,808,621.95

(1) Includes \$730,000 Clean Water Environmental Trust Fund, \$1,200,000 R.I. Water Pollution Revolving Loan Fund and costs of issuance other than underwriters' discount and bond insurance premium.

(2) Underwriter's discount and bond insurance premium.

(3) Net Premium - Clean Water Environmental Trust Fund and R.I. Water Pollution Revolving Loan Fund.

The State consolidates all separate capital development bond funds, excluding those directed by statute to other funds (i.e. enterprise funds) created under acts of the legislature, in the Bond Capital Fund. However, the General Treasurer is directed to deposit the proceeds as described above in the Bond Capital Fund for each individual capital purpose for which bonds are issued. Accrued interest and premium, if any, received upon the sale of Series A Bonds, except Series A Bonds issued for the benefit of the Narragansett Bay Commission, will be applied to the general debt service charges of the State. Accrued interest and premium, if any, received upon the sale of Series A Bonds issued for the benefit of the Narragansett Bay Commission will be deposited in the Narragansett Bay Water Quality Management District Commission Fund. Expenses incurred in the issuance of the Series A Bonds will be paid from the proceeds of the Series A Bonds or from other available monies in the General Fund.

The following table sets forth estimated sources and uses of funds on the Series B Bonds.

Sources		
Par Amount of Bonds		\$65,830,000.00
Premium		<u>6,803,071.70</u>
Total Sources		\$72,633,071.70
Uses		
Refunding Trust Account Deposit		\$72,160,203.48
Costs of Issuance ¹		<u>472,868.22</u>
Total Uses		\$72,633,071.70

¹ Includes underwriters' discount and bond insurance premium.

PLAN OF REFUNDING

The State, upon delivery of the Series B Bonds, will enter into a refunding trust agreement (the "Refunding Trust Agreement") with a refunding trustee (the "Refunding Trustee") to be selected for the Refunded Bonds. The Refunding Trust Agreement will provide for the deposit of the net proceeds of the Series B Bonds with the Refunding Trustee in a separate account to be applied immediately upon receipt to purchase non-callable direct obligations of the United States of America (the "Government Obligations") and to fund, if needed, a cash deposit in such account. The Refunding Trust Agreement will require that maturing principal of and interest on the Government Obligations, plus any initial cash deposit, be held in trust in such accounts and be paid to the paying agent of the Refunded Bonds solely for the payment of the principal of and redemption premium, if any, and interest on the Refunded Bonds. According to the report described in "VERIFICATION OF MATHEMATICAL COMPUTATIONS," the Government Obligations will mature at such times and earn interest in such amounts that, together with any initial cash deposit, they will produce sufficient moneys to make such payments on the Refunded Bonds to and including their respective maturity or redemption dates. For a list of the outstanding bonds of the State to be refunded through the proceeds of the Series B Bonds, see "APPENDIX D - Table of Refunded Bonds" herein.

DESCRIPTION OF THE BONDS

General

Pursuant to Section 35-8-21 of the General Laws of the State, the Series A Bonds will constitute the Consolidated Capital Development Loan of 2004, Series A and the Series B Bonds will constitute the Consolidated Capital Development Loan of 2004, Refunding Series B.

The Bonds will be dated the date of delivery and will bear interest at the rates set forth on the cover page hereof. Interest will be payable on August 1, 2004 and semi-annually thereafter on February 1 and August 1 of each year in which the Bonds mature and will be paid to the Bondholders of record as of the close of business on the fifteenth day preceding such interest payment date or if such day is not a regular business day of the Paying Agent, the next preceding day which is a regular business day of the Paying Agent. So long as The Depository Trust Company ("DTC"), or its

nominee Cede & Co., is the Bondholder, such payments will be made directly to such Bondholder. Disbursement of such payments to Beneficial Owners will be the responsibility of the DTC Participants and Indirect Participants, as more fully described herein. Interest is computed on the basis of a 360-day year consisting of twelve 30-day months. Principal of the Series A Bonds will be payable on February 1 of each year and principal of the Series B Bonds will be payable on August 1 of each year as set forth on the cover page hereof.

Redemption

Series A Bonds

Optional Redemption. The Series A Bonds maturing on and before February 1, 2014 are not subject to redemption prior to their stated dates of maturity. The Bonds maturing on and after February 1, 2015 are subject to redemption prior to their stated dates of maturity on and after February 1, 2014, at the option of the State, as a whole or in part at any time (by lot by DTC), in any order of maturity designated by the State, at the redemption price of 100% of the principal amount of Bonds to be redeemed, together with interest accrued and unpaid to the redemption date.

Series B Bonds

Optional Redemption. The Series B Bonds maturing on and before August 1, 2014 are not subject to redemption prior to their stated dates of maturity. The Bonds maturing on and after August 1, 2015 are subject to redemption prior to their stated dates of maturity on and after August 1, 2014, at the option of the State, as a whole or in part at any time (by lot by DTC), in any order of maturity designated by the State, at the redemption price of 100% of the principal amount of Bonds to be redeemed, together with interest accrued and unpaid to the redemption date.

Notice of Redemption. Notice of redemption of Bonds, specifying the numbers and other designations of Bonds to be redeemed, shall be given not more than 60 days nor less than 30 days prior to the date set for redemption by mailing a copy of such notice to the Bondholders. Notice having been given as specified above, the Bonds so called for redemption shall be due and payable on the redemption date and interest from and after such date shall cease to accrue thereon. If any Bond is to be redeemed in part, upon such redemption the State will issue, at its expense, for the unredeemed balance of such Bond, a new Bond or Bonds of the same interest rate and maturity in any of the authorized denominations.

The State, so long as a book-entry system with DTC is used for determining beneficial ownership of the Bonds, shall send any notice of redemption to DTC, or its nominee, as registered owner of the Bonds (see "Book-Entry-Only System" below). Transfer of such notice to DTC's Participants is the responsibility of DTC. Transfer of such notice to Beneficial Owners by Participants is the responsibility of the Participants and other nominees of Beneficial Owners of the Bonds. Any failure of DTC to mail such notice to any Participant will not affect the validity of the redemption of the Bonds. The State can make no assurances that DTC, the Participants or other nominees of the Beneficial Owners of the Bonds will distribute such redemption notices to the Beneficial Owners of the Bonds, or that they will do so on a timely basis, or that DTC will act as described in this Official Statement.

Book-Entry-Only System

The information set forth in this section concerning DTC and DTC's book-entry system has been obtained from the office of General Counsel to DTC and has been described by DTC as accurately describing DTC, its methods of effecting book-entry transfers of securities distributed through DTC and certain related matters. No representation is made by any person, including the State, other than DTC as to the completeness or the accuracy of such information or as to the absence or material adverse changes in such information subsequent to the date hereof.

DTC will act as securities depository for the Bonds. The Bonds will be issued as fully-registered securities registered in the name of Cede & Co. (DTC's partnership nominee) or such other name as may be requested by an authorized representative of DTC. One fully registered Bond certificate will be issued for each maturity of each series of the Bonds, each in the aggregate principal amount of such maturity, will be deposited with DTC.

DTC, the world's largest depository, is a limited-purpose trust company organized under the New York Banking Law, a "banking organization" within the meaning of the New York Banking Law, a member of the Federal Reserve System, a "clearing corporation" within the meaning of the New York Uniform Commercial Code, and a "clearing agency" registered pursuant to the provisions of Section 17A of the Securities Exchange Act of 1934. DTC holds and provides asset servicing for over 2 million issues of U.S. and non-U.S. equity issues, corporate and municipal debt issues, and money market instruments from over 85 countries that DTC's participants ("Direct Participants") deposit with DTC. DTC also facilitates the post-trade settlement among Direct Participants of sales and other securities transactions in deposited securities, through electronic computerized book-entry transfers and pledges between Direct Participants' accounts. This eliminates the need for physical movement of securities certificates. Direct Participants include both U.S. and non-U.S. securities brokers and dealers, banks, trust companies, clearing corporations, and certain other organizations. DTC is a wholly-owned subsidiary of The Depository Trust & Clearing Corporation ("DTCC"). DTCC, in turn, is owned by a number of Direct Participants of DTC and Members of the National Securities Clearing Corporation, Government Securities Clearing Corporation, MBS Clearing Corporation, and Emerging Markets Clearing Corporation, (NSCC, GSCC, MBSCC, and EMCC, also subsidiaries of DTCC), as well as by the New York Stock Exchange, Inc., the American Stock Exchange LLC, and the National Association of Securities Dealers, Inc. Access to the DTC system is also available to others such as both U.S. and non-U.S. securities brokers and dealers, banks, trust companies, and clearing corporations that clear through or maintain a custodial relationship with a Direct Participant, either directly or indirectly ("Indirect Participants"). DTC has Standard & Poor's highest rating: AAA. The DTC Rules applicable to its Participants are on file with the Securities and Exchange Commission. More information about DTC can be found at www.dtcc.com.

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

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

Conveyance of notices and other communications by DTC to Direct Participants, by Direct Participants to Indirect Participants, and by Direct Participants and Indirect Participants to Beneficial Owners will be governed by arrangements among them, subject to any statutory or regulatory requirements as may be in effect from time to time.

Redemption notices shall be sent to DTC. If less than all of the Bonds issued are being redeemed, DTC's practice is to determine by lot the amount of the interest of each direct Participant in such issue to be redeemed.

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

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

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

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

THE INFORMATION IN THIS SECTION CONCERNING DTC AND DTC'S BOOK-ENTRY SYSTEM HAS BEEN OBTAINED FROM SOURCES THAT THE STATE BELIEVES TO BE RELIABLE, BUT THE STATE TAKES NO RESPONSIBILITY FOR THE ACCURACY THEREOF.

THE STATE, THE PAYING AGENT, THE UNDERWRITERS AND THE TRUSTEE WILL HAVE NO RESPONSIBILITY OR OBLIGATION TO SUCH DTC PARTICIPANTS OR THE PERSONS FOR WHOM THEY ACT AS NOMINEE WITH RESPECT TO THE PAYMENTS TO OR THE PROVIDING OF NOTICE FOR THE DTC PARTICIPANTS, OR THE INDIRECT PARTICIPANTS OR BENEFICIAL OWNERS.

SO LONG AS CEDE & CO. IS THE REGISTERED OWNER OF THE BONDS, AS NOMINEE OF DTC, REFERENCES HEREIN TO THE BOND OWNERS OR REGISTERED OWNERS OF THE BONDS SHALL MEAN CEDE & CO. AND SHALL NOT MEAN THE BENEFICIAL OWNERS OF THE BONDS.

Neither the State nor the Paying Agent shall have any responsibility or obligation with respect to: (i) the accuracy of the records of DTC or any Participant with respect to any beneficial ownership interest of the Bonds; (ii) the delivery to any Participant, Beneficial Owner of the Bonds or other person, other than DTC, of any notice with respect to the Bonds; (iii) the payment to any Participant, Beneficial Owner of the Bonds or other person, other than DTC of any amount with respect to the principal of, premium, if any, or interest on, the Bonds; (iv) any consent given by DTC as registered owner; or (v) the selection by DTC or any Participant of any Beneficial Owners to receive payment if the Bonds are redeemed in part.

Record Date

The record date for each payment of interest for the Bonds is the close of business on the fifteenth day preceding such interest payment date or if such day is not a regular business day of the Paying Agent, the next preceding day which is a regular business day of the Paying Agent.

Components of Each Issue By Authorization and Purpose for the Series A Bonds

The Series A Bonds are composed of ten separate loans. For the amortization schedule of each of said loans, see "APPENDIX C - Table of Loan Amortization Schedules" herein. The designation of the loans is specified by the various public laws of the State authorizing the issuance of the Bonds, but each loan is a general obligation of the State without distinction among them as to payment or security. See "SECURITY FOR THE BONDS" herein. Proceeds of the Bonds will be applied to the following individual loans, which in the aggregate reflect the issue amount of Bonds shown on the cover of this Official Statement:

<u>Amount</u>	<u>Loan</u>
\$730,000	Clean Water Environmental Trust Fund Bonds of 1986, Series M
3,415,000	Drinking Water Protection Bonds of 1987, Series E
35,000	Open Space and Recreational Area Bonds of 1987, Series K
2,035,000	State Capital Development Loan of 1989, Series M
5,340,000	State Capital Development Loan of 1990, Series M
385,000	State Capital Development Loan of 1994, Series H
9,845,000	State Capital Development Loan of 1996, Series J
1,805,000	State Capital Development Loan of 1998, Series G
20,080,000	State Capital Development Loan of 2000, Series C
<u>36,100,000</u>	State Capital Development Loan of 2002, Series A
\$79,770,000	

Plan of Finance

The Series A Bonds will be issued in the amounts, for the capital purposes and pursuant to statutory authorities (the "Acts") approved by the electorate of the State on the dates indicated in the following table:

<u>Amount</u>	<u>Purpose</u>	<u>Statute</u>	<u>Referendum</u>
\$ 730,000	Clean Water Act Environmental Trust Fund	Chapter 289 of the P.L. of 1986	November 4, 1986
3,415,000	Water Resources	Chapter 417 of the P.L. of 1987	November 3, 1987
35,000	Open Space	Chapter 425 of the P.L. of 1987	November 3, 1987
500,000	Mental Health, Retardation and Hospitals	Chapter 552 of the P.L. of 1989	November 7, 1989
1,535,000	Environmental Management	Chapter 552 of the P.L. of 1989	November 7, 1989
1,200,000	R.I. Water Pollution Revolving Loan Fund	Chapter 434 of the P.L. of 1990	November 6, 1990
4,140,000	Mental Health, Retardation and Hospitals	Chapter 434 of the P.L. of 1990	November 6, 1990
385,000	Elementary & Secondary Education	Chapter 70 of the P.L. of 1994	November 8, 1994
7,535,000	Quonset/Davisville	Chapter 100 of the P.L. of 1996	November 5, 1996
2,310,000	Higher Education Facilities	Chapter 100 of the P.L. of 1996	November 5, 1996
700,000	Transportation	Chapter 31 of the P.L. of 1998	November 3, 1998
1,105,000	Higher Education Facilities	Chapter 31 of the P.L. of 1998	November 3, 1998
9,335,000	Higher Education	Chapter 55 of the P.L. of 2000	November 7, 2000
8,405,000	Environmental Management	Chapter 55 of the P.L. of 2000	November 7, 2000
2,340,000	Transportation	Chapter 55 of the P.L. of 2000	November 7, 2000
30,900,000	Transportation	Chapter 65 of the P.L. of 2002	November 5, 2002
1,200,000	State Police Headquarters/Training Academy	Chapter 65 of the P.L. of 2002	November 5, 2002
<u>4,000,000</u>	Preservation, Recreation & Heritage	Chapter 65 of the P.L. of 2002	November 5, 2002
\$79,770,000			

Authorized But Unissued Direct and Guaranteed Debt

<u>Purpose</u>	<u>Statutory Authorization</u>	<u>Authorized But Unissued</u>	<u>Bonds Described Herein</u>	<u>Authorization After Issuance</u>
Direct Debt:				
Clean Water Act Environmental Trust Fund	Ch. 289-P.L. of 1986	\$3,374,627	\$730,000	\$2,644,627
Open Space	Ch. 425-P.L. of 1987	203,254	35,000	168,254
Water Resources	Ch. 417-P.L. of 1987	3,415,000	3,415,000	-
Environmental Management	Ch. 552-P.L. of 1989	1,736,010	1,535,000	201,010
Mental Health, Retardation and Hospitals	Ch. 552-P.L. of 1989	1,200,000	500,000	700,000
Mental Health, Retardation and Hospitals	Ch. 434-P.L. of 1990	8,500,000	4,140,000	4,360,000
R.I. Water Pollution Revolving Loan and Trust Fund	Ch. 238-P.L. of 1988 as amended by Ch. 303-P.L. of 1989 and Ch. 434-P.L. of 1990	12,000,000	1,200,000	10,800,000
Pawtuxet River -Narragansett Bay Commission re-allocation	Ch. 434-P.L. of 1990	995,000	-	995,000
Elementary & Secondary Education	Ch. 70-P.L. of 1994	1,350,000	385,000	965,000
Higher Education Facilities	Ch. 100-P.L. of 1996	2,313,485	2,310,000	3,485
Quonset Point/Davisville	Ch. 100-P.L. of 1996	15,185,000	7,535,000	7,650,000
Transportation	Ch. 31-P.L. of 1998	2,050,000	700,000	1,350,000
Environmental Management	Ch. 31-P.L. of 1998	4,280,000	-	4,280,000
Higher Education Facilities	Ch. 31-P.L. of 1998	8,645,000	1,105,000	7,540,000
Environmental Management	Ch. 55-P.L. of 2000	26,095,000	8,405,000	17,690,000
Transportation	Ch. 55-P.L. of 2000	2,340,000	2,340,000	-
Higher Education	Ch. 55-P.L. of 2000	12,315,000	9,335,000	2,980,000
Transportation	Ch. 65-P.L. of 2002	63,500,000	30,900,000	32,600,000
State Police Headquarters/Training Academy	Ch. 65-P.L. of 2002	55,000,000	1,200,000	53,800,000
Preservation, Recreation, Heritage	Ch. 65-P.L. of 2002	14,000,000	4,000,000	10,000,000
Total Direct and Guaranteed Debt		\$238,497,376	\$79,770,000	\$158,727,376

Source: State Budget Office

MUNICIPAL BOND INSURANCE

The following information has been furnished by MBIA Insurance Corporation ("MBIA") for use in this Official Statement. Reference is made to Appendix E for a specimen of MBIA's policy.

MBIA's policy unconditionally and irrevocably guarantees the full and complete payment required to be made by or on behalf of the Issuer to the Paying Agent or its successor of an amount equal to (i) the principal of (either at the stated maturity or by an advancement of maturity pursuant to a mandatory sinking fund payment) and interest on, the Bonds as such payments shall become due but shall not be so paid (except that in the event of any acceleration of the due date of such principal by reason of mandatory or optional redemption or acceleration resulting from default or otherwise, other than any advancement of maturity pursuant to a mandatory sinking fund payment, the payments guaranteed by MBIA's policy shall be made in such amounts and at such times as such payments of principal would have been due had there not been any such acceleration); and (ii) the reimbursement of any such payment which is subsequently recovered from any owner of the Bonds pursuant to a final judgment by a court of competent jurisdiction that such payment constitutes an avoidable preference to such owner within the meaning of any applicable bankruptcy law (a "Preference").

MBIA's policy does not insure against loss of any prepayment premium which may at any time be payable with respect to any Bonds. MBIA's policy does not, under any circumstance, insure against loss relating to: (i) optional or mandatory redemptions (other than mandatory sinking fund redemptions); (ii) any payments to be made on an accelerated basis; (iii) payments of the purchase price of Bonds upon tender by an owner thereof; or (iv) any Preference

relating to (i) through (iii) above. MBIA's policy also does not insure against nonpayment of principal of or interest on the Bonds resulting from the insolvency, negligence or any other act or omission of the Paying Agent or any other paying agent for the Bonds.

Upon receipt of telephonic or telegraphic notice, such notice subsequently confirmed in writing by registered or certified mail, or upon receipt of written notice by registered or certified mail, by MBIA from the Paying Agent or any owner of a Bond the payment of an insured amount for which is then due, that such required payment has not been made, MBIA on the due date of such payment or within one business day after receipt of notice of such nonpayment, whichever is later, will make a deposit of funds, in an account with U.S. Bank Trust National Association, in New York, New York, or its successor, sufficient for the payment of any such insured amounts which are then due. Upon presentment and surrender of such Bonds or presentment of such other proof of ownership of the Bonds, together with any appropriate instruments of assignment to evidence the assignment of the insured amounts due on the Bonds as are paid by MBIA, and appropriate instruments to effect the appointment of MBIA as agent for such owners of the Bonds in any legal proceeding related to payment of insured amounts on the Bonds, such instruments being in a form satisfactory to U.S. Bank Trust National Association, U.S. Bank Trust National Association shall disburse to such owners or the Paying Agent payment of the insured amounts due on such Bonds, less any amount held by the Paying Agent for the payment of such insured amounts and legally available therefor.

MBIA

MBIA Insurance Corporation ("MBIA") is the principal operating subsidiary of MBIA Inc., a New York Stock Exchange listed company (the "Company"). The Company is not obligated to pay the debts of or claims against MBIA. MBIA is domiciled in the State of New York and licensed to do business in and subject to regulation under the laws of all 50 states, the District of Columbia, the Commonwealth of Puerto Rico, the Commonwealth of the Northern Mariana Islands, the Virgin Islands of the United States and the Territory of Guam. MBIA has three branches, one in the Republic of France, one in the Republic of Singapore and one in the Kingdom of Spain. New York has laws prescribing minimum capital requirements, limiting classes and concentrations of investments and requiring the approval of policy rates and forms. State laws also regulate the amount of both the aggregate and individual risks that may be insured, the payment of dividends by MBIA, changes in control and transactions among affiliates. Additionally, MBIA is required to maintain contingency reserves on its liabilities in certain amounts and for certain periods of time.

MBIA does not accept any responsibility for the accuracy or completeness of this Official Statement or any information or disclosure contained herein, or omitted herefrom, other than with respect to the accuracy of the information regarding the policy and MBIA set forth under the heading "MUNICIPAL BOND INSURANCE". Additionally, MBIA makes no representation regarding the Bonds or the advisability of investing in the Bonds.

The Financial Guarantee Insurance Policies are not covered by the Property/Casualty Insurance Security Fund specified in Article 76 of the New York Insurance Law.

MBIA Information

The following documents filed by the Company with the Securities and Exchange Commission (the "SEC") are incorporated herein by reference:

- (1) The Company's Annual Report on Form 10-K for the year ended December 31, 2002; and
- (2) The Company's Quarterly Report on Form 10-Q for the quarter ended September 30, 2003.

Any documents filed by the Company pursuant to Sections 13(a), 13(c), 14 or 15(d) of the Exchange Act of 1934, as amended, after the date of this Official Statement and prior to the termination of the offering of the Bonds offered hereby shall be deemed to be incorporated by reference in this Official Statement and to be a part hereof. Any statement contained in a document incorporated or deemed to be incorporated by reference herein, or contained in this Official Statement, shall be deemed to be modified or superseded for purposes of this Official Statement to the extent that a statement contained herein or in any other subsequently filed document which also is or is deemed to be

incorporated by reference herein modifies or supersedes such statement. Any such statement so modified or superseded shall not be deemed, except as so modified or superseded, to constitute a part of this Official Statement.

The Company files annual, quarterly and special reports, information statements and other information with the SEC under File No. 1-9583. Copies of the SEC filings (including (1) the Company's Annual Report on Form 10-K for the year ended December 31, 2002, and (2) the Company's Quarterly Report on Form 10-Q for the quarter ended September 30, 2003, are available (i) over the Internet at the SEC's web site at <http://www.sec.gov>; (ii) at the SEC's public reference room in Washington D.C.; (iii) over the Internet at the Company's web site at <http://www.mbia.com>; and (iv) at no cost, upon request to MBIA Insurance Corporation, 113 King Street, Armonk, New York 10504. The telephone number of MBIA is (914) 273-4545.

As of December 31, 2002, MBIA had admitted assets of \$9.2 billion (audited), total liabilities of \$6.0 billion (audited), and total capital and surplus of \$3.2 billion (audited) determined in accordance with statutory accounting practices prescribed or permitted by insurance regulatory authorities. As of September 30, 2003 MBIA had admitted assets of \$9.9 billion (unaudited), total liabilities of \$6.4 billion (unaudited), and total capital and surplus of \$3.5 billion (unaudited) determined in accordance with statutory accounting practices prescribed or permitted by insurance regulatory authorities.

Financial Strength Ratings of MBIA

Moody's Investors Service, Inc. rates the financial strength of MBIA "Aaa."

Standard & Poor's, a division of The McGraw-Hill Companies, Inc. rates the financial strength of MBIA "AAA."

Fitch Ratings rates the financial strength of MBIA "AAA."

Each rating of MBIA should be evaluated independently. The ratings reflect the respective rating agency's current assessment of the creditworthiness of MBIA and its ability to pay claims on its policies of insurance. Any further explanation as to the significance of the above ratings may be obtained only from the applicable rating agency.

The above ratings are not recommendations to buy, sell or hold the Bonds, and such ratings may be subject to revision or withdrawal at any time by the rating agencies. Any downward revision or withdrawal of any of the above ratings may have an adverse effect on the market price of the Bonds. MBIA does not guaranty the market price of the Bonds nor does it guaranty that the ratings on the Bonds will not be revised or withdrawn.

RATINGS

The Bonds have been assigned ratings by Fitch Ratings ("Fitch"), Moody's Investors Service, Inc. ("Moody's") and Standard & Poor's, a division of the McGraw-Hill Companies, Inc. ("Standard & Poor's") (collectively, the "Rating Agencies"). The ratings assigned by Fitch, Moody's and Standard and Poor's are AAA, Aaa, and AAA, respectively, with the understanding that upon delivery of the Bonds, a policy insuring the payment when due of the principal of and the interest on the Bonds will be issued by MBIA Insurance Corporation.

The ratings reflect only the views of such organizations and an explanation of the significance of such ratings may be obtained from the Rating Agency furnishing the same. There is no assurance that the ratings given the Bonds by the Rating Agencies will be maintained for any given period of time or that they may not be revised downward or withdrawn entirely. Any such downward change in or withdrawal of such ratings may have an adverse effect on the market price of the Bonds.

LEGAL MATTERS

The legality of the Bonds will be approved by Tillinghast Licht Perkins Smith & Cohen, LLP, Providence, Rhode Island, Bond Counsel. A copy of the opinion of Bond Counsel in substantially the form to be delivered at closing is included herein as Appendix B. The State will be advised on certain legal matters by Partridge Snow & Hahn, LLP, Providence, Rhode Island, Disclosure Counsel. Certain matters will be passed upon for the Underwriters by their counsel, Taft & McSally LLP, Cranston, Rhode Island.

TAX STATUS

In the opinion of Tillinghast Licht Perkins Smith & Cohen, LLP, Bond Counsel, under existing law, interest on the Bonds is excludable from gross income for federal income tax purposes and will not be an item of tax preference for purposes of the federal alternative minimum tax imposed on individuals and corporations. Interest on the Bonds will be taken into account, however, in the calculation of adjusted current earnings for the purpose of computing the alternative minimum tax imposed on corporations. For purposes of this opinion, interest on the Bonds includes original issue discount, if any, properly allocable to the Bonds. (See "APPENDIX B - Proposed Form of Legal Opinion").

The Internal Revenue Code of 1986, as amended (the "Code"), establishes certain requirements regarding the use, expenditure and investment of bond and note proceeds and the payment of rebates to the United States which must be continuously satisfied subsequent to the issuance of the Bonds in order for interest on the Bonds to remain excludable from gross income for federal income tax purposes. Failure to comply with these requirements may cause inclusion of interest on the Bonds in gross income for federal income tax purposes retroactive to the date of issuance of the Bonds. The State will covenant to take all lawful action necessary to comply with all requirements of the Code that must be satisfied subsequent to the issuance of the Bonds in order that interest on the Bonds be or continue to be excludable from gross income for federal income tax purposes.

The foregoing analysis of the exclusion of interest from gross income for purposes of federal income taxation is limited to the initial issuance of the Bonds. Bondholders should consult their tax advisors with respect to any federal tax consequences of secondary market transactions.

Original Issue Discount

Certain of the Bonds (the "Discount Bonds") may be offered and sold to the public at an original issue discount (the "OID"). The OID is the excess of the stated redemption price at maturity (the face amount) over the "issue price" of such Bonds. The issue price of a Discount Bond is the initial offering price to the public (other than to bond houses, brokers or similar persons acting in the capacity of underwriters or wholesalers) at which a substantial amount of the Discount Bonds of the same maturity are sold pursuant to that offering. For federal income tax purposes, OID accrues to the holder of a Discount Bond over the period to maturity at a constant yield as described in Income Tax Regulation Section 1.1272-1(b). With respect to an initial purchaser of a Discount Bond at its issue price, the portion of OID that accrues during the period the purchaser owns the Discount Bond (i) is interest excludable from the purchaser's gross income for federal income tax purposes to the same extent and subject to the same considerations discussed above as other interest on the Bonds, and (ii) is added to the purchaser's tax basis for purposes of determining gain or loss on the maturity, redemption, prior sale or other disposition of that Discount Bond. Holders of Discount Bonds should consult their own tax advisors as to the determination for federal income tax purposes of the amount of OID properly accruable each year with respect to the Discount Bond, and as to other federal tax consequences and any state or local tax aspects of owning Discount Bonds.

Bond Premium

Under the Code, a purchaser (other than a purchaser who holds such Bond as inventory, stock in trade or for sale to customers in the ordinary course of business) who acquires a Bond (a "Premium Bond") for a price in excess of (i) in the case of a Discount Bond, its initial offering price plus accrued OID to the date of purchase (as described in the preceding paragraph) or (ii) in the case of any other non-callable Bond, its stated redemption value at maturity,

has acquired the Bond with "bond premium". In the case of Bonds that are callable at the Applicable Call Date (defined below) at a price less than the holder's acquisition price, the bond premium is the excess of the holder's acquisition price over the redemption price on the Applicable Call Date. The Applicable Call Date is the first date on which the Bond may be redeemed for a redemption price less than the holder's acquisition price.

Bond premium is amortized over the remaining term of the Premium Bond for federal income tax purposes. In the case of callable Premium Bonds acquired at a price in excess of par, the bond premium will be amortizable to the Applicable Call Date. For purposes of calculating amortizable bond premium only, a Bond not redeemed on the Applicable Call Date shall be treated as if sold and reacquired on such date at the optional redemption price. The purchaser of a Premium Bond is required to decrease his adjusted basis in the Premium Bond by the amount of amortizable bond premium attributable to each taxable year during the amortization period. The amount of amortizable bond premium attributable to each taxable year is determined actuarially at a constant interest rate. The amortizable bond premium attributable to a taxable year is not deductible for federal income tax purposes. Purchasers of Premium Bonds should consult their own tax advisors with respect to the precise determination for federal income tax purposes of the treatment of bond premium upon sale, redemption or other disposition of Premium Bonds and with respect to the state and local consequences of owning and disposing of Premium Bonds.

Ownership of tax-exempt obligations may result in collateral federal income tax consequences to certain taxpayers including, without limitation, corporations subject to the foreign branch profits tax, Subchapter S corporations, financial institutions, certain insurance companies, individual recipients of Social Security or railroad retirement benefits, and taxpayers who may be deemed to have incurred (or continued) indebtedness to purchase or carry tax-exempt obligations. In addition, taxpayers disposing of property, the acquisition of which is financed in whole or in part after 1990 with federally-subsidized indebtedness (qualified mortgage bonds or mortgage credit certificates) must take receipts or accruals of interest on the Bonds into account in determining what portion, if any, of the federally-subsidized amount is subject to recapture. Prospective purchasers of the Bonds should consult their tax advisors as to the applicability of any such collateral consequences.

In the opinion of Bond Counsel, the Bonds are exempt from Rhode Island taxes, although the Bonds and the interest thereon may be included in the measure of Rhode Island estate and gift taxes and certain business and corporate taxes.

LITIGATION

No litigation is pending or, to the knowledge of the Attorney General, threatened against or affecting the State seeking to restrain or enjoin the issuance, sale or delivery of the Bonds or in any way contesting or affecting the validity of the Bonds.

There are pending in courts within the State various suits in which the State is a defendant. In the opinion of State Officials, no litigation is pending or, to their knowledge, threatened which is likely to result, either individually or, in the aggregate, in final judgments against the State that would affect materially its financial position.

MISCELLANEOUS

Certification of the Bonds

The Bonds will be authenticated by U.S. Bank National Association, Boston, Massachusetts (the "Bank"), which certificate will appear on the Bonds. The Bank will also act as Paying Agent and as bond registrar in connection with the Bonds.

Financial Advisor

First Southwest Company is employed as Financial Advisor to the State in connection with the issuance of the Bonds. The Financial Advisor's fee for services rendered with respect to the sale of the Bonds is contingent upon the issuance and delivery of the Bonds, and receipt by the State of payment therefor.

The Financial Advisor to the State has provided the following sentence for inclusion in this Official Statement. The Financial Advisor has reviewed the information in this Official Statement in accordance with, and as part of, its responsibilities to the State and, as applicable, to investors under the federal securities laws as applied to the facts and circumstances of this transaction, but the Financial Advisor does not guarantee the accuracy or completeness of such information.

CONTINUING DISCLOSURE

Rule 15c2-12 under the Securities Exchange Act of 1934, as amended, and officially interpreted from time to time (the "Rule") provides that underwriters may not purchase or sell municipal securities unless the issuer of the municipal securities undertakes to provide continuing disclosure with respect to those securities, subject to certain exemptions. The State will covenant, at the time of the delivery of the Bonds, to provide continuing disclosure consistent with the terms of the Rule, as provided in a Continuing Disclosure Certificate to be dated as of the date of the Bonds and incorporated by reference therein.

Pursuant to the Continuing Disclosure Certificate, the State will covenant, agree and undertake to provide the following continuing disclosure with respect to the Bonds:

(1) The State will provide to each nationally recognized municipal securities information repository ("NRMSIR") and the appropriate state information depository for the State ("SID"), if any: (a) on or before the end of each calendar year, commencing December 31, 2004, financial information and operating data relating to the State for the preceding fiscal year of the type presented in the Official Statement prepared in connection with the Bonds regarding (i) revenues and expenditures relating to operating budgets, (ii) capital expenditures, (iii) fund balances, (iv) tax information, (v) outstanding direct and indirect indebtedness, (vi) pension obligations and (vii) such other financial information and operating data as may be required to comply with the Rule; and (b) promptly upon their public release, the audited financial statements of the State for the most recently ended fiscal year, to the extent such statements have been commissioned, prepared in accordance with generally accepted accounting principles, with certain exceptions permitted by Rhode Island law. The State reserves the right to modify from time to time the specific types of information provided under clause (a) above or the format of the presentation of such information, provided that any such modification will be done in a manner consistent with the Rule.

(2) The State will provide in a timely manner to each NRMSIR or to the Municipal Securities Rulemaking Board and to the SID, if any, notice of the occurrence of any of the following events with respect to the Bonds, if material: (a) principal and interest payment delinquencies; (b) nonpayment related defaults; (c) unscheduled draws on debt service reserves reflecting financial difficulties; (d) unscheduled draws on credit enhancements reflecting financial difficulties; (e) substitution of credit or liquidity providers or their failure to perform; (f) adverse tax opinions or events affecting the tax-exempt status of the Bonds; (g) modifications to rights of beneficial owners of the Bonds, (h) Bond calls; (i) defeasances; (j) release, substitution or sale of property securing repayment of the Bonds; or (k) rating changes to the Bonds by any nationally recognized credit agency which has rated the Bonds at the request of the State. The State from time to time may choose to provide notice of the occurrence of certain other events, in addition to those listed above, if, in the judgement of the State, such other event is material with respect to the Bonds, but the State does not undertake to commit to provide any such notice of the occurrence of any material event except those listed above.

(3) The State will provide, in a timely manner, to each NRMSIR or to the Municipal Securities Rulemaking Board and to the SID, if any, notice of a failure to satisfy the requirements of paragraph (1) above.

The provisions of the Continuing Disclosure Certificate may be amended by the State without the consent of, or notice to, any owners of the Bonds, (a) to comply with or conform to the provisions of the Rule or any amendments to the Rule or authoritative interpretations thereto by the Securities and Exchange Commission or its staff (whether required or optional), (b) to add a dissemination agent for the information required to be provided by such undertakings and to make necessary or desirable provisions with respect thereto, (c) to add to the covenants of the State for the benefit of the owners of the Bonds, (d) to modify the contents, presentation and format of the annual financial information from time to time as a result of a change in circumstances that arises from a change in legal requirements, or (e) to otherwise modify the undertakings in a manner consistent with the provisions of state legislation establishing a SID or otherwise responding to the requirements of the Rule concerning continuing disclosure; provided, however, that in the case of any amendment pursuant to clauses (d) and (e), (i) the undertaking, as amended, would have complied with the requirements of the Rule at the time of the offering of the Bonds, after taking into account any amendments or authoritative interpretations of the Rule, as well as any changes in circumstances, and (ii) the amendment does not materially impair the interests of the owners of the Bonds, as determined either by a party unaffiliated with the State, (such as bond counsel) or by a vote or consent of owners of a majority in outstanding principal amount of the Bonds affected thereby at or prior to the time of such amendment. The Continuing Disclosure Certificate will also state that to the extent the Rule no longer requires issuers such as the State to provide continuing disclosure with respect to securities such as the Bonds, the State's obligation to provide continuing disclosure shall terminate immediately.

The purpose of the State's undertaking is to conform to the requirements of the Rule and, except for creating the right on the part of the holders of the Bonds from time to time, to specifically enforce the State's obligations hereunder, not to create new contractual or other rights for the original purchasers of the Bonds, any registered owner or Beneficial Owner of the Bonds, any municipal securities broker or dealer, any potential purchaser of the Bonds, the Securities and Exchange Commission or any other person. The sole remedy in the event of any actual or alleged failure by the State to comply with any covenant of the Continuing Disclosure Certificate shall be an action for the specific performance of the State's obligations thereunder and not for money damages in any amount. Any failure by the State to comply with any provision of such undertaking shall not constitute an event of default with respect to the Bonds.

The State has never failed to comply, in all material respects, with any previous undertakings to provide annual reports or notices of material events in accordance with the Rule.

The State Budget Officer, or such official's designee from time to time, shall be the contact person on behalf of the State from whom the foregoing information, data and notices may be obtained. The name, address and telephone number of the initial contact person is Rosemary Booth Gallogly, State Budget Officer, State Administration Building, One Capitol Hill, Providence, Rhode Island, 02908, Telephone (401) 222-6300.

VERIFICATION OF MATHEMATICAL COMPUTATIONS

Causey Demgen & Moore Inc., Certified Public Accountants and Consultants, will verify from the information provided to them the mathematical accuracy as of the date of the closing on the Series B Bonds of (1) the computations contained in the provided schedules to determine that the anticipated receipts from the securities and cash deposited listed in such schedules, to be held in escrow, will be sufficient to pay, when due, the principal, interest and call premium payment requirements of the Refunded Bonds, and (2) the computations of yield on both the securities and the Series B Bonds contained in the provided schedules used by Bond Counsel in its determination that the interest on the Series B Bonds is not included in gross income for federal income tax purposes. Causey Demgen & Moore Inc. will express no opinion on the assumptions provided to them, nor as of the exclusion of interest on the Series B Bonds from gross income for federal income tax purposes.

UNDERWRITING

The Bonds are being purchased by UBS Financial Services Inc., as representative of the Underwriters listed on the cover page hereof (the "Underwriters"). The aggregate offering price of the Bonds to the public is \$155,441,693.65, and the Underwriters have jointly and severally agreed, subject to certain conditions, to purchase the Bonds from the State at a purchase price of \$154,804,543.65, and to reoffer the Bonds at no greater than the initial

**INFORMATION STATEMENT OF THE
STATE OF RHODE ISLAND AND
PROVIDENCE PLANTATIONS**

DATED: January 27, 2004

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STATE GOVERNMENT ORGANIZATION AND FINANCES

General Information

The State of Rhode Island is governed by its Constitution, the present form of which was adopted by the electorate in 1986 reflecting a comprehensive restatement to replace archaic language and to delete repealed provisions of the 1843 Constitution, as well as various other amendments.

Under the State Constitution, the powers of government are divided into three branches: legislative, executive and judicial. The legislative power of the government is vested in the General Assembly, which consists of a 38 member Senate and a 75 member House of Representatives. They are constituted on the basis of population and the representative districts shall be as nearly equal in population and as compact in territory as possible. All members of the General Assembly are elected biennially from senatorial and representative districts. The General Assembly meets annually beginning on the first Tuesday in January.

The chief executive power of the State is vested in the Governor and, by succession, the Lieutenant Governor. Each are elected for four (4) year terms. The Governor is primarily responsible for the faithful execution of laws enacted by the General Assembly and for the administration of State government through the Executive Department. The State Constitution also provides for the election of three additional general State Officers: the Attorney General, the Secretary of State and the General Treasurer. Under the State Constitution, the Governor is granted the power to veto any act adopted by the General Assembly, provided, however, that any such veto can be overridden by a 3/5 vote of the members present and voting of both houses of the General Assembly. The Governor does not have any power of line-item veto.

The judicial power of the State is vested in the Supreme Court and such lower courts as are established by the General Assembly. The Supreme Court, appointed by the Governor and confirmed by the Senate and the House of representatives, has final revisory and appellate jurisdiction upon all questions of law and equity. The General Assembly has also established a Superior Court, a Family Court, a District Court and certain municipal courts in various cities and towns in the State.

Municipalities

There are 39 cities and towns in Rhode Island that exercise the functions of local general government. There is no county governmental structure in the State of Rhode Island. Local executive power is generally placed in a mayor, or administrator/manager form of government, and legislative power is vested in either a city or town council. The State Constitution provides municipalities with the right of self-government in all local matters by adopting a "home rule" charter. Every city or town, however, has the power to levy, assess and collect taxes, or borrow money, only as specifically authorized by the General Assembly. Except for matters that are reserved exclusively to the General Assembly, such as taxation and elections, the State Constitution restricts the power of the General Assembly on actions relating to the property, affairs and government of any city or town which has adopted a "home rule" charter, to general laws which apply to all cities and towns, but which shall not affect the form of government of any city or town. The General Assembly has the power to act in relation to a particular home rule charter community, provided that such legislative action shall become effective only upon approval of a majority of the voters of the affected city or town. Section 44-35-10 of the General Laws requires every city and town to adopt a balanced budget for each fiscal year. Local governments rely principally upon general real and tangible personal property taxes and automobile excise taxes for provision of revenue.

Since 1985, cities and towns have been prohibited by Section 44-5-2 of the General Laws of the state from imposing a tax levy or tax rate, which increases by more than 5 ½ percent over the previous year. The statute does authorize tax levy or rate increases of greater than 5 ½ percent in the event that debt service costs on present and future general obligation debt increases at a rate greater than 5 ½ percent. The statute also provides for the certification by a State agency of the appropriate property tax base to be used in computations in any year when revaluation is being implemented. Provisions of section 44-5-2 also include authorization to exceed this limitation in the event of loss of non-property tax revenue, or when an emergency situation arises and is certified by the State Auditor General. In such an emergency situation, such levy in excess of a 5 ½ percent increase must be approved by a majority of the city or town

governing body or electors voting at the financial town meeting. The statute was amended to clarify that nothing in the tax levy cap provisions was intended to constrain the payment of obligations of cities and towns. The power of the cities and towns to pay their general obligations bonds and notes is unlimited and each city or town is required to levy *ad valorem* taxes upon all the taxable property for the payment of such bonds and notes and the interest thereon, without limitation as to rate or amount.

Local Tax Relief

In 1998, the General Assembly enacted measures designed to phase out, over a number of years, two separate components of the local property tax levy. One is the local levy on inventories. The phase out period will span ten years and will progressively eliminate ten percent of the tax levy each year. Local communities will be reimbursed for lost revenues through the State's General Revenue Sharing program, which will be increased from 1.0 percent of tax revenues in FY 1998 to 4.7 percent of tax revenues in FY 2010. Reductions in the levy on inventories have continued on this schedule.

The other local property tax levy to be reduced or eliminated is the local levy on motor vehicles and trailers. This tax may be phased out subject to annual review and appropriation by the General Assembly by providing increasing exemptions against the assessed value of all motor vehicles. Local communities are reimbursed on the value of the exempted amounts and assumed cumulative growth in the tax rate equal to the Consumer Price Index (CPI). Currently, the first \$4,500 in value of a vehicle is exempted from taxation and municipalities are prohibited from applying an excise tax rate higher than the rate applied in 1998. Municipalities are being reimbursed for the lost revenue resulting from the exemption. Beginning in FY 2004, however, there is no longer a CPI adjustment for an assumed growth in municipal tax rates.

State Aid to Local Communities

The largest category of State aid to cities and towns is assistance programs for school operations and school construction. The general school aid program disburses funding to communities on the basis of a number of factors including wealth of the community and the number of children eligible for free or reduced price meals. A number of legislative, executive, or collaborative efforts have been made to refine the commitment and strategy for financing local education into the future. Thus far, there has been no strategy confirmed by a statutory scheme specifying a precise method of determining entitlements in future years.

Over the last several years, however, the State has typically provided a guaranteed increase for all communities and a larger increase for "poorer" school districts. The final Fiscal Year 2004 budget provided aid that will ensure that each school district receive a minimum increase of one and three quarter percent over its FY 2003 allocation.

In addition to reimbursement of school operations costs, State school construction aid is provided at levels ranging from 30 percent to 88 percent of the construction cost of new facilities. The level is based upon the relationship between student enrollment and community wealth, and takes into consideration the relative weight of school debt in the particular city or town to its total debt. Beginning in FY 1997, the definition of reimbursable expenditures was expanded to include capital expenditures made through a capital lease or lease revenue bonds or from a municipality's capital reserve account. In FY 1997, disbursements to local school districts totaled \$18.1 million. The FY 2004 Enacted Budget provides \$40.7 million for this category of aid, an increase of 125 percent since FY 1997. A related program will provide approximately \$2.5 million in FY 2004 to cities and towns to provide aid in the construction of libraries.

Other local aid programs include the general revenue sharing and payment-in-lieu of taxes programs. Beginning in 1987 a variety of general state aid programs were consolidated into one general revenue sharing program which incorporated a distribution formula based upon relative population, tax effort and personal income of each city and town. The general revenue sharing program now also incorporates additional funding to compensate municipalities for the phased loss of the inventory tax. The FY 2004 Enacted Budget includes \$51.4 million for this program, and maintains the share dedicated at 2.7% of state tax revenues. This percentage will increase annually until it reaches 4.7% in FY 2010.

The payment-in-lieu of taxes program authorizes the General Assembly to appropriate and distribute to communities amounts not to exceed twenty-seven percent of the property taxes that would have been collected on tax exempt properties. Properties included in this program are non-profit educational institutions, non-profit or state-owned hospitals, veterans' residential facility, and correctional facilities. The FY 2004 Enacted Budget includes \$21.7 million for this program. Also, the state makes payments to communities identified as distressed based upon four different criteria. Appropriations of \$7.5 million were made for FY 2004 to fund entitlements for four communities. Of these four communities, Central Falls was determined to be especially distressed in 1991 and in Fiscal Year 1993 the state assumed full responsibility for funding education in Central Falls. Finally, Rhode Island distributes the proceeds of a statewide tax imposed on the tangible personal property of telephone, telegraph, cable, express and telecommunications companies. This aid is estimated at \$18.0 million for FY 2004.

Principal Governmental Services

Principal State government services are functionally divided into six major areas. They are administered and delivered by thirteen departments, the Board of Regents for Elementary and Secondary Education, the Board of Governors for Higher Education, and a number of commissions and small independent agencies. All expenditures by such State agencies, including those funded by federal and restricted use sources, are budgeted by the Governor and appropriated annually by the General Assembly. The following paragraphs describe the major functions of state government.

General Government

General Government includes those agencies that provide general administrative services to all other State agencies and those that carry out State licensure and regulatory functions. This function includes most elected officials; administrative agencies including the Department of Administration, the Department of Labor and Training, and the Board of Elections; and regulatory agencies including the Department of Business Regulation and the Public Utilities Commission.

The two major departments in the General Government function are the Department of Administration and the Department of Labor and Training.

Department of Administration. The Department of Administration is generally responsible for all central staff and auxiliary services for the State including planning, budgeting, taxation, motor vehicle registration, child support enforcement, personnel management, purchasing, information processing, accounting, auditing, building maintenance, property management, labor relations and public safety. The Department directs the accounting and fiscal control procedures and is responsible for the preparation of the State's annual fiscal plan and capital development program, supervising the assessment and collection of all State taxes and administering the statewide planning program for the comprehensive development of the social, economic and physical resources of the State. The Department also includes the State Bureau of Audits which examines the books of account of all State departments and agencies, required by law to be completed at least once every two years. The Department is also responsible for programs relating to State aid, tax equalization, and planning for municipalities, as well as building code administration.

Department of Labor and Training. The Department of Labor and Training is responsible for administering benefit payment programs, workforce development programs, workforce regulation and safety programs, and the Labor Relations Board. The Department is responsible for administering the Employment Security Act, which provides for the payment of benefits to qualified unemployed workers from taxes collected from Rhode Island employers. The Department also administers the Temporary Disability Insurance Act and the Worker's Compensation Act. The Temporary Disability Insurance Act provides for the payment of benefits to workers who are unemployed due to illness or non-work related injuries from taxes paid by all employees. The Worker's Compensation Act provides for the payment of benefits to workers who are unemployed due to work related injuries from insurance premiums paid by employers. The Department's workforce development programs include Employment Resource Centers located throughout the State, which provide job referral, job placement and counseling; and Job Training Partnership Act employment training and support services for adults and youths.

The workforce regulation and safety programs enforce wage, child labor, parental and family medical leave laws; examines, licenses and registers professions such as electricians, pipefitters, and refrigeration technicians; and inspects all state buildings, public buildings, and city and town educational facilities for compliance with building codes. The Department also has primary responsibility for the collection of data on employment and unemployment in Rhode Island.

Human Services

Human Services includes those agencies that provide services to individuals. Services provided include the nutrition programs of the Department of Elderly Affairs; care of the disabled by the Department of Mental Health, Retardation and Hospitals; child protective and social services provided by the Department of Children, Youth and Families; health programs at the Department of Health and the Department of Human Services; and financial assistance, health care and social services provided by the Department of Human Services.

The three major departments in the Human Services function include the Departments of Human Services, Children, Youth and Families, and Mental Health, Retardation and Hospitals.

Department of Human Services. The Department of Human Services operates as the principal State agency for the administration and coordination of local, State and federal programs for cash and medical assistance and social services. The responsibilities of the Department include supervision of the following programs: Medical Assistant Programs (Medicaid), the State Children's Health Insurance Program (SCHIP), vocational rehabilitation, supplemental security income, general public assistance, food stamps, family independence program, cash assistance, child care and training and social services. The Department also operates the Rhode Island Veterans' Home, the Veterans' cemetery, and administers vocational rehabilitative services and services for the blind and visually impaired.

Department of Children, Youth, and Families. The Department of Children, Youth, and Families is responsible for providing comprehensive, integrated services to children in the State in need of assistance. The Department was created to assure the consolidation of services to children and their families formerly provided by four other departments. The Department is responsible for providing services to children who are without families or whose families need help in meeting the children's basic needs. Major functions of the Department include investigation of child abuse, direct service delivery to children and their families in their own homes or foster homes, development and provision of alternative community-based living situations and the administrative operation of the juvenile corrections facilities and programs.

Department of Mental Health, Retardation and Hospitals. The Department of Mental Health, Retardation, and Hospitals provides services which may include hospitalization, housing, vocational programs, inpatient and outpatient treatment, counseling, rehabilitation, transportation, and hospital level care and treatment. The Department either provides these services directly through the Eleanor Slater Hospital system which operates at two sites, the Cranston Unit and the Zambarano Unit, and the Rhode Island Community Living and Supports System (RICLAS), or provides them through contracts with private, non-profit hospitals, and agencies. The Department organizes, sets standards, monitors and funds programs primarily according to the nature of a client's disability. Mental health services help people who have psychiatric disorders and severe mental illness such as manic depression or schizophrenia. Mental retardation and developmental disabilities services assist individuals whose handicap is often accompanied by disabilities like cerebral palsy, epilepsy, autism, behavioral problems and other physical and mental conditions. MHRH hospitals provide long term care for people who need medical treatment and nursing care for problems associated with chronic illness. The Department also provides substance abuse prevention and treatment services in addition to gambling addiction services.

Education

Education includes Elementary and Secondary Education and Higher Education, as well as arts funding, historic preservation and heritage support, educational television, and atomic energy commission activities.

Board of Regents for Elementary and Secondary Education. The Board of Regents for Elementary and Secondary Education is responsible for the formulation and implementation of statewide goals and objectives for elementary, secondary and special populations education and for the allocation and coordination of various educational functions among

the educational agencies of the State and local school districts. The Board also establishes State aid reimbursement payments to local school districts, operates the Rhode Island School for the Deaf, the Metropolitan Career and Technical School and William M. Davies Vocational-Technical School, and supervises the State's area vocational-technical schools. The Department also operates the Central Falls School District. The Board appoints a Commissioner of Elementary and Secondary Education to serve as its chief executive officer and the chief administrative officer of the Department of Elementary and Secondary Education.

Board of Governors for Higher Education. The Board of Governors for Higher Education is responsible for the formulation and implementation of broad goals and objectives for higher education in the State, including a comprehensive capital development program. In addition, the Board holds title to all public higher education institutions of the State, which are the University of Rhode Island, Rhode Island College, and the Community College of Rhode Island. While there is institutional autonomy, the Board is responsible for general supervision of public higher education, including adoption and submittal of the State higher education budget, allocation of appropriations, property acquisition and management and approval of organizational and curriculum structures. The Commissioner of Higher Education is appointed by the Board to serve as chief executive officer of the Board and chief administrative officer of the Office of Higher Education.

Public Safety

Public Safety includes those agencies responsible for the safety and security of the citizens of Rhode Island. The quality of life in Rhode Island is enhanced through the administration of the criminal justice system that provides law enforcement, adjudicates justice, protects life and property, and handles emergencies impacting the State's citizens. Agencies included in this function are the Department of Corrections, the Judicial Department, the State Police and the Attorney General's Office.

Department of Corrections. The Department of Corrections is responsible for the confinement of sentenced and pre-trial adult offenders, the provision of various programs to encourage and assist offenders in modifying their behavior, and the provision of custody and program services for offenders sentenced or otherwise placed in community supervision.

The Department of Corrections is made up of two main programmatic areas, Institutional Corrections and Community Corrections. The Adult Correctional Institutions (ACI) include eight separate facilities and associated support services. Within Community Corrections are Probation and Parole, the Home Confinement Unit, a Risk Assessment Unit and the Furlough Program. Also included in the Department of Corrections budget, but with independent decision-making authority, is the State Parole Board.

The Department also operates the Central Distribution Center which purchases and warehouses food and other supplies for redistribution to state agencies, and operates the Correctional Industries program which employs inmates to manufacture various products or provide services to state and local agencies and non-profit organizations.

Natural Resources

Natural Resources includes those agencies responsible for protecting the natural and physical resources of the State and regulating the use of those resources. Agencies included in this function are the Department of Environmental Management, the Coastal Resources Management Council, and the Water Resources Board.

Department of Environmental Management. The Department of Environmental Management has primary responsibility for environmental programs and bureaus of the State. The Department is charged with the preservation and management of the State's forests, parks, beaches, farms, fisheries and wildlife and with monitoring, controlling and abating air, land and water pollution. In addition, the Department plans, licenses and enforces laws regulating refuse and hazardous waste disposal, pesticides, individual sewage disposal systems, and non-coastal freshwater wetlands. The Department also works with the Coastal Resources Management Council to protect the State's coastline and with the Water Resources Board and Department of Health to protect watersheds and ensure sufficient drinking water supplies. The Department is responsible for operating all State parks, beaches, and recreation facilities including bathing areas, public

campsites, historical sites and more than 40,000 acres of public land. The Department also operates commercial fishing ports in Galilee and Newport that house the majority of the State's commercial fishing fleet. The Department administers grant and loan programs for municipal and non-profit organizations, anti-pollution, open space, and recreational development and farmland acquisition programs.

Transportation

Transportation is comprised of the road construction, road maintenance, mass transit, and planning activities of the Department of Transportation. Beginning in FY 1994, the State established the Intermodal Surface Transportation Fund, in partial fulfillment of a plan to join the remaining states in funding transportation expenditures from dedicated user-related revenue sources. This highway fund concept has the advantage of relating the funding of transportation projects to those who utilize the services provided by those projects, by means of financing mechanisms paid directly by those end-users. The concept is also intended to provide a fairly stable revenue stream to enable transportation projects to be eventually financed on a pay-as-you-go basis.

The Intermodal Surface Transportation Fund is supported by the State's 30 cents per gallon motor fuel tax. These receipts fund operating and debt service expenditures of the Department of Transportation, as well as specific portions of transportation-related expenditures of the Rhode Island Public Transit Authority (RIPTA) and the Department of Elderly Affairs. The 30 cents per gallon motor fuel tax is allocated as follows: 18.75 cents to the Department of Transportation; 2.0 cents to an indenture trustee to support debt service on motor fuel tax bonds; 6.85 cents to RIPTA; 1.0 cent to the Department of Elderly Affairs; and 1.4 cents to the General Fund.

Department of Transportation. The Department of Transportation is responsible for the integration of all modes of transportation into a single transportation system. The Department is organized to carry out its responsibilities for the construction and maintenance of all State roads, bridges, transportation facilities (other than those operated and maintained by the Rhode Island Turnpike and Bridge Authority), and the administration of State and Federal highway construction assistance programs. The Department's activities have substantially increased primarily due to the continued road funding resulting from passage of the 1998 Transportation Equity Act for the 21st Century (TEA-21). Major ongoing construction and rehabilitation projects include the Route 195 Relocation, reconstruction of the Washington Bridge, replacement of the Sakonnet River Bridge, the extension of Route 403 and the Freight Rail Improvement program. During the 2003 session of the General Assembly, the Rhode Island Department of Economic Development at the request of the Governor and Department of Transportation, received authority to issue bonds secured by future distributions of Federal Highway Trust funds and a dedicated portion of motor fuel tax revenues to speed completion of these projects. It is the State's expectation that such "GARVEE" financing will be completed in three series over a period of six years. The first series, in the amount of \$216,805,000, was issued on November 25, 2003.

State Fund Structure – Accounting Basis

The accounting system of the State, and that of most of the public authorities and corporations described herein, is organized and operated on a fund basis. Financial operations are recorded on a fiscal year basis (commencing July 1 and ending June 30). Individual funds have been established as separate fiscal and accounting entities to account for financial resources and related liabilities and equities. Financial statements of the State for each fiscal year are prepared in accordance with generally accepted accounting principles as prescribed by the Governmental Accounting Standards Board (GASB).

The State's financial statements were prepared, for the first time, in compliance with Governmental Accounting Standards Board (GASB) Statement 14, *Basic Financial States – and Management's Discussion and Analysis – for State and Local Governments*. The basic financial statements consist of the government-wide financial statements and the fund financial statements. The government-wide financial statements provide a broad view of the State's finances. The statements provide both short-term and long-term information about the State's financial position for governmental type activities, proprietary type activities and discretely presented component units, which assists in assessing the State's financial condition at the end of the year. They are prepared using the accrual basis of accounting, which recognizes all revenues and grants when earned and expenses at the time the related liabilities are incurred. The fund financial

statements focus on the State's major governmental and enterprise funds, including its blended component units, is a grouping of related accounts that is used to maintain control over resources that have been segregated for specific activities or objectives. The State uses fund accounting to ensure and demonstrate compliance with finance-related legal requirements. The fund financial statements focus on the individual parts of the State government, and report the State's operations in more detail than the government-wide financial statements. The State's funds are divided into three categories: governmental, proprietary and fiduciary.

Budget Procedures

The State budget of revenues and appropriations is adopted annually by the General Assembly and is prepared for submission to the General Assembly, under the supervision of the Governor, by the State Budget Officer within the Department of Administration. Preparation and submission of the budget is governed by both the State Constitution and the general laws of the State, which provide various limitations on the powers of the General Assembly and certain guidelines designed to maintain fiscal responsibility.

According to Article IX Section 16 of the Rhode Island Constitution and Rhode Island General Laws section 35-3-7, the Governor must present spending recommendations to the Legislature on or before the third Wednesday in February, unless extended by statute. The budget contains a complete plan of estimated revenues and proposed expenditures with a personnel supplement detailing number and titles of positions of each agency and estimates of personnel costs for the next fiscal year.

The budget as proposed by the Governor is considered by the General Assembly. Under State law, the General Assembly may increase, decrease, alter or strike out any items in the budget, provided that such action may not cause an excess of appropriations for revenue expenditures over expected revenue receipts. No appropriation in excess of budget recommendations may be made by the General Assembly unless it shall provide the necessary additional revenue to cover such appropriations. The Governor may veto legislative appropriations bills. However, the Rhode Island Governor does not have line-item veto authority. The Legislature may override any veto by a 3/5 vote of the members present and voting of both houses of the General Assembly. Supplemental appropriation measures shall be submitted by the Governor to the General Assembly on or before the second Tuesday in January. Supplemental appropriations by the General Assembly must be supported by additional revenues and are subject to the Constitutional limitation on State expenditures discussed below.

The General Laws of the State provide that, if the General Assembly fails to pass the annual appropriation bill, the same amounts as were appropriated in the prior fiscal year shall be automatically available for expenditure, subject to monthly or quarterly allotments as determined by the State Budget Officer. Expenditures for general obligation bond indebtedness of the State shall be made as required regardless of the passage of the annual budget or the amount provided for in the prior fiscal year.

The budget as submitted by the Governor is required to contain a statement of receipts and expenditures for the current fiscal year, the budget year (next fiscal year), and two prior fiscal years. Receipt estimates for the current year and budget year are those adopted by the State Consensus Revenue Estimating Conference, as adjusted by any change to rates recommended by the Governor.

The Consensus Revenue Estimating Conference was created in 1990 to provide the Governor and the Assembly with estimates of general revenues. The principals of the Revenue Estimating Conference are the State Budget Officer, the House Fiscal Advisor, and the Senate Fiscal Advisor, with the chair rotating among the three. It must meet at least twice a year (specifically November and May) but can be called at any other time by any member. The principals must reach consensus on revenues. In 1991 the Medical Assistance and Public Assistance Caseload Estimating Conference, similar to the Revenue Estimating Conference, was established to adopt welfare and medical assistance caseload estimates.

In addition to the preparation of the annual budget, the State Budget Officer is also authorized and directed by the general laws: (a) to exercise budgetary control over all State departments; (b) to operate an appropriation allotment system; (c) to develop long-term activity and financial programs, particularly capital improvement programs; (d) to

approve or disapprove all requests for new personnel; and (e) to prepare annually a five-year financial projection of anticipated general revenue receipts and expenditures, including detail of principal revenue sources and expenditures by major program areas which shall be included in the budget submitted to the General Assembly.

A budget reserve and cash stabilization account was created by statute in 1990 and the Rhode Island Constitution was amended in 1992 specifying that the reserves created could only be called upon in an emergency involving the health, safety, or welfare of the State or in the event of an unanticipated deficit caused by a shortfall in general revenue receipts. Such reserve account is capped at 3 percent of general fund revenues. The reserve account is funded by limiting annual appropriations to 98 percent of estimated revenues. The FY 2002 budget reserve account balance was \$82 million.

Financial Controls

Internal financial controls utilized by the State consist principally of statutory restrictions on the expenditure of funds in excess of appropriations, the supervisory powers and functions exercised by the Department of Administration and the accounting and audit controls maintained by the State Controller and the Bureau of Audits. Statutory restrictions include the requirement that all bills or resolutions introduced in the General Assembly which, if passed, would have an effect on State or local revenues or expenditures (unless the bill includes the appropriation of a specific dollar amount) must be accompanied by a "fiscal note", which sets forth such effect. Bills impacting upon State finances are forwarded to the State Budget Officer who determines the agency, or agencies, affected by the bill and is responsible, in cooperation with such agencies, for the preparation of the fiscal note. The Department of Administration's Office of Municipal Affairs is responsible for the preparation of fiscal notes for bills affecting cities and towns.

The Department of Administration is required by law to produce a quarterly report to be made public that incorporates actual expenditures, encumbrances, and revenues with the projected revenues and appropriations. The report also contains a projection of a year-end balance.

The State Controller is required by general law to administer a comprehensive accounting system which will classify the transactions of State departments in accordance with the budget plan, to prescribe a uniform financial, accounting and cost accounting system for State departments and to approve all orders for disbursement of funds from the State treasury. In addition to his or her other duties, the Controller is required to prepare monthly statements of receipts and disbursements in comparison with estimates of revenue and allotments of appropriations.

The General Treasurer is responsible for the deposit of cash receipts; the payment of sums, as may be required from time to time and upon due authorization from the State Controller; and as Chair of the State Investment Commission, the investment of all monies in the State fund structure, as directed by the State Investment Commission. Major emphasis is placed by the General Treasurer on cash management in order to insure that there is adequate cash on hand to meet the obligations of the State as they arise.

The General Treasurer is responsible for the investment of certain funds and accounts of the State on a day-to-day basis. The State treasury balance is determined daily. In addition, the General Treasurer is the custodian of certain other funds and accounts and, in conjunction with the State Investment Commission, invests the amounts on deposit in such funds and accounts, including but not limited to the State Employees' and Teachers' Retirement Trust Fund and the Municipal Employees' Retirement Trust Fund. The General Treasurer submits a report to the General Assembly at the close of each fiscal year on the performance of the State's investments.

The Finance Committee of the House of Representatives is required by law to provide for a complete post-audit of the financial transactions and accounts of the State on an annual basis, which must be performed by the Auditor General, who is appointed by the Joint Committee on Legislative Affairs of the General Assembly. This post-audit is performed traditionally on the basis of financial statements prepared by the State Controller in accordance with the requirements of the Governmental Accounting Standards Board with specific attention to the violation of laws within the scope of the audit, illegal or improper expenditures or accounting procedures and recommendations for accounting and fiscal controls. The Auditor General is additionally directed to review annually all capital development programs of the State to determine: (a) the status of such programs; (b) whether funds are being properly expended; (c) completion dates; and, (d) expended and

unexpended fund balances. The Auditor General also has the power, when directed by the Joint Committee, to make post-audits and performance audits of all State and local public bodies or any private entity receiving State funds.

GENERAL FUNDS REVENUES AND EXPENDITURES

The State draws nearly all of its revenue from a series of non-property related taxes and excises, principally the personal income tax and the sales and use tax, from federal assistance payments and grants-in aid, and from earnings and receipts from certain State-operated programs and facilities. The State additionally derives revenue from a variety of special purpose fees and charges that must be used for specific purposes as required by State law.

Major Sources of State Revenue

Tax Revenues: Approximately 69.3 percent of all taxes and departmental receipts in FY 2003 were derived from the Rhode Island personal income tax and the sales and use tax. They constituted 57.8 percent of all general revenues.

Personal Income Tax. Until July 1, 2001, State law provided for a personal income tax on residents and non-residents (including estates and trusts) equal to the percentage of the federal income tax liability attributable to the taxpayer's Rhode Island income ("piggyback tax"). In FY 2002 the tax structure was changed to impose a tax on Rhode Island taxable income in such a manner so as to compute the tax that would otherwise have been due under the "piggyback tax" if the federal government had not passed the rate and bracket changes in the Economic Growth and Tax Relief Reconciliation Act of 2001 ("EGTRRA"). A resident's Rhode Island taxable income is now equal to his or her federal taxable income, subject to specified modifications. The most significant modification provides for eliminating capital gains tax on assets held more than five years. Current law allows the Tax Administrator to modify income tax rates as necessary when the Assembly is not in session to adjust for federal tax law changes to ensure maintenance of the revenue base upon which appropriations are made.

A non-resident's Rhode Island income is equal to such non resident's income less deductions (including such taxpayer's share of the income and deductions of any partnership, trust, estate, electing small business corporations, or domestic international sales corporation), subject to specified modifications which are included in computing his or her federal adjusted gross income and are derived from or connected with any property located or deemed to be located in the State and any income producing activity or occupation carried on in the State.

For tax year 1998, the personal income tax rate was reduced from 27.5 percent of federal liability to 27.0 percent effective January 1, 1998; from 27.0 percent to 26.5 percent effective January 1, 1999; from 26.5 percent to 26.0 percent of federal liability effective January 1, 2000; from 26.0 percent to 25.5 percent effective January 1, 2001; and from 25.5 percent of federal tax liability to 25.0 percent of Rhode Island taxable income effective January 1, 2002. Also, the Investment Tax Credit was increased from 4.0 percent to 10.0 percent, and the Research and Development Tax Credit was increased from 5.0 percent to 22.5 percent effective January 1, 1998.

Under the new tax structure, Rhode Island income taxes range from 3.75 percent to 9.9 percent of Rhode Island taxable income (depending on income bracket) effective January 1, 2002.

For the tax year beginning January 1, 2003, several changes to the State's personal income tax were enacted in order to hold the State harmless relative to the passage at the federal level of the Job Creation and Worker Assistance Act of 2002 ("JCWAA"). In particular, a provision was enacted that "provides that the five (5) year carry back provision of a net operating loss provided by" the JCWA for federal tax purposes shall not be allowed for Rhode Island tax purposes. In addition, state legislative action eliminated the current two year carry back provision for net operating losses and allowed the use of net operating losses only "on a carry forward basis for the number of succeeding taxable years allowed under section 172 of Internal Revenue Code [26 U.S.C.]". These changes to the State's tax code primarily impact subchapter S Corporation filers.

In 2003, Article 7 of the 2004 Appropriations Act was enacted to hold the state's personal income tax harmless with respect to the provisions of the Federal Jobs and Growth Tax Relief Reconciliation Act of 2003 (JGTRRA). Under the legislation, Rhode Island's state tax code with respect to personal income does not allow for the Federal elimination of

the marriage penalty, the increase in exemptions for the alternative minimum tax, or the change in depreciation of assets under section 179 of the Internal Revenue Code or otherwise.

The Rhode Island personal income tax accounted for approximately \$813.3 million, or 29.6 percent, of the State's FY 2003 general revenues.

Sales and Use Tax. The State assesses a tax on all retail sales, subject to certain exemptions, on hotel and other public accommodation rentals, and on the storage, use or other consumption of tangible personal property in the State. Included as major exemptions from the tax are: (a) food (excluding food sold by restaurants, drive-ins or other eating places) for human consumption off the premises of the retailer; (b) clothing; (c) medicines sold on prescription; (d) fuel used in the heating of homes and residential premises; (e) domestic water usage; (f) gasoline and other motor fuels otherwise specifically taxed; (g) sales of tangible property and public utility services when the property or service becomes a component part of a manufactured product for resale, or when the property or service is consumed directly in the process of manufacturing or processing products for resale and such consumption occurs within one year from the date such property is first used in such production; (h) tools, dies and molds and machinery and equipment (including replacement parts thereof) used directly and exclusively in an industrial plant in the actual manufacture, conversion or processing of tangible personal property to be sold; (i) sales of air and water pollution control equipment for installation pursuant to an order by the state Director of Environmental Management; and (j) sales of boats or vessels. The sales and use tax rate is 7.0 percent and is imposed upon retailers' gross receipts from taxable sales. In the 2003 Session, the General Assembly passed a 1.0 percent local meals and beverage sales tax. These revenues accrue to the local governments and are not part of sales and use tax revenues reported here.

From the beginning of Fiscal Year 1992 until August of 2000, the State had dedicated six tenths of one cent of the sales tax to pay the debt service of the Rhode Island Depositors Economic Protection Corporation. Effective August 1, 2000, the Rhode Island Depositors Economic Protection Corporation (DEPCO) defeased its outstanding debt. As a result, since August 1, 2000, the State's general fund receives all sales and use tax revenues collected from the imposition of the 7.0 percent sales and use tax.

In May 2000 the Rhode Island Economic Development Corporation issued revenue note obligations in the amount of \$40,820,000 to finance a portion of the costs of the Providence Place Mall. This financing is to be supported by two-thirds of the sales tax revenues generated at the mall, subject to a cap of \$3.68 million in years 1-5, and \$3.56 million in years 6-20, as provided in the Mall Act (R.I.G.L. § 42-63.5-1 et. seq.) enacted by the 1996 General Assembly and Public Investment and HOV Agreement. It is expected that the sales tax revenues generated at the Mall will be sufficient to fully support the revenue note obligations. Sales tax revenues generated at the Mall are recorded as general revenues. The State is not obligated to fund the note payments if the sales tax revenues generated at the Mall are not sufficient.

The sales and use tax accounted for approximately \$777.9 million, or 28.3 percent, of the State's FY 2003 general revenues.

Business Corporation Tax. The business corporation tax is imposed on corporations deriving income from sources within the State or engaging in activities for the purpose of profit or gain. The tax has been set at a rate of 9 percent since July of 1989. In 1997 the tax was modified by providing for enhanced credits. Specifically, the Investment Tax Credit was increased from 4.0 percent to 10.0 percent for machinery and equipment expenditures and the Research and Development Tax Credit for qualified research expenses was increased from 5.0 percent to 22.5 percent, both effective January 1, 1998.

In 2002 legislation was enacted disallowing for Rhode Island tax purposes the bonus depreciation provided by the Job Creation and Worker Assistance Act of 2002 ("JCWAA"). In essence, the General Assembly de-coupled Rhode Island's asset depreciation schedule as provided for in Chapters 11, 13 and 30 of Title 44 from the federal asset depreciation schedule for purposes of applying the bonus depreciation mentioned above. The impact of this change primarily affects C Corporation and subchapter S Corporation tax filers. In 2003, legislation was again enacted as part of the annual appropriations act to disallow for Rhode Island tax purposes the change in the depreciation of assets provided by JGTRRA.

Corporations dealing in securities on their own behalf, whose gross receipts from such activities amount to at least 90.0 percent of their total gross receipts, have been exempt from the net worth computation but are required to pay the 9.0 percent income tax. Regulated investment companies and real estate investment trusts and personal holding companies pay a tax at the rate of 10 cents per \$100 of gross income or \$100, whichever is greater. Such corporate security dealers, investment companies, investment trusts and personal holding companies are allowed to deduct from net income 50.0 percent of the excess of capital gains over capital losses realized during the taxable year when computing the tax.

The business corporation tax accounted for approximately \$63.9 million, or 2.3 percent, of the State's FY 2003 general revenues.

Health Care Provider Assessment. The State levies a health care provider assessment on residential facilities for the mentally retarded. The levy has been set at 6.0 percent of gross revenues since 1994.

The State also levies tax on the gross revenues of nursing homes. In 2003, the gross revenue tax on nursing homes was increased from 4.75 percent to 6.0 percent. In addition, a 1.50 percent tax on gross revenues from freestanding Medicaid facilities not associated with hospitals is levied.

The health care provider assessment accounted for approximately \$28.1 million, or 1.0 percent, of the State's FY 2003 general revenues.

Taxes on Public Service Corporations. A tax ranging from 1.25 percent to 8.0 percent of gross earnings is assessed annually against any corporation enumerated in Title 44, Chapter 13 of the General Laws, incorporated under the laws of the State or doing business in Rhode Island and meeting the Public Service Corporations test. In the case of corporations whose principal business is manufacturing, selling or distributing currents of electricity, the rate of tax imposed is 4.0 percent. For those corporations manufacturing, selling or distributing illuminating or heating gas, the rate of tax imposed is 3.0 percent of gross earnings. Corporations providing telecommunications services are assessed at a rate of 5.0 percent. However, 100.0 percent of the amounts paid by a corporation to another corporation for connecting fees, switching charges and carrier access charges are excluded from the gross earnings of the paying company. The tangible personal property within the State of telegraph, cable, and telephone corporations used exclusively for the corporate business, is exempt from taxation, subject to certain exceptions.

In 2002 legislation was passed that provides for the apportionment of gross earnings from mobile telecommunication services to the State where the customer's primary place of use occurs, as determined in accordance with the federal Mobile Telecommunications Sourcing Act.

The public service corporation tax accounted for approximately \$75.1 million, or 2.7 percent, of the State's FY 2003 general revenues.

Tax on Insurance Companies. Each insurance company transacting business in Rhode Island must file a return each year on or before March 1 and pay a tax of 2.0 percent of its gross premiums. These are premiums on insurance contracts written during the preceding calendar year on Rhode Island businesses. The same tax applies to an out-of-state insurance company, but the tax cannot be less than that which would be levied by the State or foreign country on a similar Rhode Island insurance company or its agent doing business to the same extent there. Premiums from marine insurance issued in Rhode Island are exempt from the tax on gross premiums.

Insurance and surety companies are exempt from the business corporation tax and annual franchise tax, but they are subject to provisions concerning any estimated taxes that may be due. In 2002 legislation was passed making the insured liable for the 3.0 percent gross premiums tax on surplus lines of insurance if the insured purchases or renews surplus lines insurance coverage with an insurer not licensed in the State.

The insurance companies' tax accounted for approximately \$51.3 million, or 1.9 percent, of the State's FY 2003 general revenues.

Banking Institutions Excise Tax. For the privilege of existing as a banking institution during any part of the year, each State bank, trust company, or loan and investment company in the State must annually pay an excise tax measured by: (1) 9.0 percent of its net income of the preceding year, or (2) \$2.50 per \$10,000 or a fraction thereof of its authorized capital stock as of the last day of the preceding calendar year. The tax payable is the higher of the two. A national bank within the State must only pay the excise tax measured by option (1) above. The minimum tax payable is \$100. Mutual savings banks and building and loan associations are subject to tax, effective January 1, 1998. Refer also to discussion above under "Business Corporation Tax" for requirements relating to advance payments.

The banking institutions tax accounted for approximately \$9.8 million, or 0.4 percent, of the State's FY 2003 general revenues.

Banking Institutions Interest Bearing Deposits Tax. The bank deposit tax was eliminated for banks beginning January 1, 1998 and thereafter. A tax rate on deposits held by credit unions continues to apply with a rate of .0348 cents for each \$100 for institutions with over \$150 million in deposits and a rate of .0313 cents for each \$100 applying to credit unions with less than \$150 million in deposits.

The bank deposits tax accounted for approximately \$1.7 million, or 0.1 percent, of the State's FY 2003 general revenues.

Estate Tax. For decedents whose deaths occurred before January 1, 2002, the estate tax will equal the applicable credit allowable under federal estate tax law. For decedents whose deaths occur on or after January 1, 2002, the estate tax will equal the maximum credit allowed under federal estate tax law as it was in effect as of January 1, 2002. Also, the State acted to ensure that any increase in the unified credit provided by 26 U.S.C., subsection 2010 in effect on or after January 1, 2002 shall not apply for Rhode Island estate tax purposes. The time period for filing a return is nine months from date of death.

The estate tax accounted for approximately \$24.4 million, or 0.9 percent, of the State's FY 2003 general revenues.

Cigarette Tax. The cigarette tax has increased periodically over the last several years as follows: from a rate of 71 cents a pack applying from July 1, 1997 to July 1, 2001, the rate was increased to \$1.00 a pack on July 1, 2001, then to \$1.32 a pack effective May 1, 2002. Finally, effective July 1, 2003, the rate increased to \$1.71 a pack.

The cigarette tax accounted for approximately \$94.4 million, or 3.4 percent, of the State's FY 2003 general revenues.

Motor Fuel Tax. The tax is due and is not refundable on the sale of all fuels used or suitable for operating internal combustion engines other than fuel used: (a) for commercial fishing and other marine purposes other than operating pleasure craft; (b) in engines, tractors, or motor vehicles not registered for use or used on public highways by lumbermen, water well drillers and farmers; (c) for the operation of airplanes; (d) by manufacturers who use diesel engine fuel for the manufacture of power and who use fuels other than gasoline and diesel engine fuel as industrial raw material; and (e) for municipalities and sewer commissions using fuel in the operation of vehicles not registered for use on public highways.

The State has pursued a long-term plan to dedicate all of the motor fuel tax receipts to transportation-related projects and operations. Prior to the convening of the 2002 General Assembly, all motor fuel tax proceeds were to be allocated for transportation purposes in FY 2003. The 2002 General Assembly, in Article 29 of the FY 2003 Appropriations Act, however, delayed the transfer of the final 0.25 cents from the General Fund to the Department of Transportation until FY 2004. In addition, the General Assembly increased the State's motor fuel tax from \$0.28 a gallon to \$0.30 a gallon effective July 1, 2002. This 2.0 cents a gallon increase in the gas tax was to remain with the General Fund for all future tax years. The allocation of motor fuel revenues was changed again by action of the 2003 General Assembly (see Transportation) such that for FY 2004 1.4 cents of motor fuel revenues will be available for the General Fund.

The transfer of the motor fuel tax to the General Fund accounted for approximately \$25.5 million, or less than 0.9 percent, of the State's FY 2003 general revenues. Of this \$25.5 million, \$14.3 million represented the Department of Transportation's repayment of the debt service savings it reaped from the defeasance of some of its outstanding debt via the securitization of the State's future tobacco Master Settlement Agreement payments.

Other Taxes. In addition to the above described taxes, the State imposes various fees, taxes and excises for the sale of liquor and other alcoholic beverages, the registration of motor vehicles and the operation of pari-mutuel betting. Other taxes accounted for approximately \$72.9 million, or 2.7 percent, of the State's FY 2003 general revenues.

Departmental Receipts. The largest category of departmental receipts is the group defined as licenses and fees. This category's prominence in departmental receipts is due largely to the assessment of the hospital licensing fee beginning in FY 1995.

The hospital licensing fee was first enacted in 1994 and yielded \$77.3 million in FY 1995. The FY 1998, FY 1999, and FY 2000 Appropriations Acts each extended the fee for one year and changed the base year upon which the fee would be applied. In each fiscal year, the hospital licensing fee was assessed at the rate of 2.0 percent of gross patient service receipts in the hospitals' 1995 base year. These changes yielded revenues of \$37.4 million annually for FY 1998, FY 1999 and FY 2000. The FY 2001 Appropriations Act extended the fee for FY 2001 at the rate of 4.0 percent of net patient service receipts in the hospital's 1999 base year and retroactively increased the fee to 2.65 percent for FY 2000. The retroactive increase for FY 2000 was assessed as a one-time 0.65 percent surcharge on gross patient service receipts in the hospital's 1995 base year. The total impact of these changes was a revenue yield of \$65.7 million in FY 2001. The FY 2002 Appropriations Act extended the fee for FY 2002 at the rate of 4.25 percent of net patient service revenues in the hospital's 1999 base year, yielding \$56.2 million. The FY 2003 Appropriations Act extended the fee for FY 2003 at the rate of 4.35 percent of net patient service receipts in the hospital's 2000 base year. Finally, for FY 2004 the rate was set at 4.0 percent of net patient service revenues applicable to the 2001 base year. Other significant license and fees revenues are derived from the registration of securities, motor vehicle title fees and various professional licenses.

The second largest category of departmental receipts is sales and services, which includes disproportionate share revenues collected on behalf of the state hospitals as well as revenues derived from the sale of vanity license plates. A third category of departmental receipts are recorded as fines and penalties such as interest and penalties on overdue taxes. Lastly, the miscellaneous receipts category includes revenues from investment earnings on General Fund balances as well as Child Support payments. Departmental Receipts accounted for approximately \$283.4 million, or 10.3 percent, of the State's general revenue in FY 2003.

Other Sources. The largest component of Other Sources is the transfer from the Rhode Island Lottery Commission. The State Lottery Fund was created in 1974 for the receipt and disbursement of revenues of the State Lottery Commission from sales of lottery tickets and license fees. The monies in the fund are allotted for: (1) establishing a prize fund from which payments of the prize are disbursed to holders of winning lottery tickets, the total of which prize payments equals, as nearly as is practicable, 45 percent of the total revenue accruing from the sale of lottery tickets; (2) payment of expenses incurred by the Commission in the operation of the State lotteries; and (3) payment to the State's General Fund of all revenues remaining in the State Lottery fund, provided that the amount to be transferred into the General Fund must equal not less than 30 percent of the total revenue received and accrued from the sale of lottery tickets plus any other income earned from the lottery.

The FY 2001 Appropriations Act increased the allowable payout percentages for certain lottery and keno games, and also redistributed net terminal income (NTI) from video lottery games, resulting in a greater portion of net terminal income being retained by the State. The FY 2003 Appropriations Act further redistributed net terminal income from video lottery games. During the 2003 session, the General Assembly enacted legislation that increased the State's share of video lottery net terminal income by reducing the share of NTI paid to the pari-mutuel facilities that house the video lottery terminals (VLT), lowering the allocation of NTI to the dog kennel owners at Lincoln Park, and cutting the payments to the providers of the video lottery games. The Lottery Commission was also authorized to enter into incentive agreements with VLT providers based upon machine performance. Lottery transfers to the general fund totaled \$236.6 million in FY 2003, which accounted for 8.6 percent of the State's general revenues in FY 2003.

The next largest component of Other Sources is the Other Miscellaneous category. This category includes the State's tobacco Master Settlement Agreement (MSA) payments as well as operating transfers to the general fund from the proceeds of the State's securitization of its future tobacco MSA payments. The former totaled \$52.7 million and the later \$113.5 million for a total of \$166.2 million in tobacco settlement monies utilized in FY 2003. The total amount of Other Miscellaneous monies received in FY 2003 was approximately \$181.0 million, which accounted for 6.7% of the State's general revenues.

Also included in the Other Sources category is the motor fuel tax transfer from the Intermodal Surface Transportation Fund. Gasoline tax receipts not dedicated for use by transportation agencies become available to the general fund. As noted above this amount was \$25.5 million in FY 2003, including \$14.3 million transferred from the Department of Transportation to the general fund.

The Unclaimed Property Transfer reflects funds that have escheated to the State. They include unclaimed items such as bank deposits, funds held by life insurance companies, deposits and refunds held by utilities, dividends, and property held by courts and public agencies. The General Treasurer deposits escheated funds into the general fund, with deductions made for administrative costs. Unclaimed property transfers totaled \$8.5 million in FY 2003 and accounted for 0.3 percent of the State's general revenues for this period.

Restricted Receipts. In FY 2003, the State expended \$114.7 million that was received in restricted receipts, excluding transfers into the General Fund. These reflect various specialized fees and charges, interest on certain funds and accounts maintained by the State and private contributions and grants to certain State programs. Such receipts are restricted under law to offset State expenditures for the program under which such receipts are derived.

Federal Receipts: In FY 2003, the State expended \$1.587 billion of revenues from the federal government, representing grants-in-aid and reimbursements to the State for expenditures for various health, welfare and educational programs and distribution of various restricted or categorical grants-in-aid.

Federal grants-in-aid reimbursements are normally conditioned to some degree, depending on the particular program being funded, on matching resources by the State ranging from a 50 percent matching expenditure to in-kind contributions. The largest categories of federal grants and reimbursements are made for medical assistance payments for the indigent (Title XIX), Temporary Assistance to Needy Families (TANF), and State Children's Health Insurance Programs - SCHIP (Title XXI). The federal participatory rates for Titles XIX and XXI are recalculated annually, and the major determinant in the rate calculation is the relative wealth of the State. The federal match rate was 55.4 percent effective October 1, 2002 and was increased to 58.35 percent in April 2003 due to the passage of the Jobs and Growth Tax Relief Program. Effective October 1, 2003 to June 30, 2003, the rate is 58.98 percent.

ECONOMIC FORECAST

This section describes the economic forecast used as input for the Revenue Estimating Conference's consensus revenue estimates. For historical information, please refer to Exhibit B.

The statutes governing the Revenue Estimating Conference were amended during the 1997-1998 legislative session. Beginning in Fiscal Year 1999, the statute requires that the principal members (the Budget Officer, the House Fiscal Advisor, and the Senate Fiscal Advisor) "shall adopt a consensus forecast upon which to base revenue estimates" (R.I.G.L. § 35-16-5 (e)).

The Revenue Estimating Conference incorporates a range of economic forecasts and economic information in making revenue estimates. During its November 2003 meeting, forecasts were presented by *Economy.com* and *Global Insight* (formerly known as *DRI-WEFA*). The Rhode Island Department of Labor and Training (DLT) also presented current employment and labor force trends.

Due to the Rhode Island Division of Taxation's procurement of an updated personal income tax simulation model in 2001, additional economic variables needed to be forecast at the November 2001 Conference and all Revenue Estimating Conferences thereafter. Thus, at the November 2003 Revenue Estimating Conference, fiscal year forecasts for

the following economic variables were also agreed upon (all measures are for Rhode Island unless otherwise noted): total employment, total personal income, wage and salary income, farm income, non-farm business income, dividends, interest and rent, total transfer payments, the unemployment rate, the U.S. consumer price index, the interest rate for ten year U.S. Treasury notes, and the interest rate for three month U.S. Treasury bills. Furthermore, the forecast of these economic variables was expanded to include the relevant calendar years and extended to cover the period from 2001 through 2012.

During the November 2003 Conference, both consultants increased their estimates of Rhode Island non-farm employment growth for FY 2004 and reduced slightly or maintained their estimates of the same for FY 2005 as compared to the testimony provided at the May 2003 Revenue Estimating Conference. In addition, *Economy.com* raised their long-run steady state estimate for Rhode Island non-farm employment growth by twenty basis points, from 0.7 percent to 0.9 percent. *Economy.com* attributed this structural change in the Rhode Island labor market to the gains in population that Rhode Island has experienced since 1990. Both forecasters projected stronger Rhode Island employment growth in the FY 2006 through FY 2008 period as the national economic recovery picks up and brings the Rhode Island economy along with it.

As determined by the November 2003 Revenue Estimating Conference (REC), Rhode Island's recovery from recession will be modest, with total non-farm employment growing from 477.8 thousand jobs in FY 2002 to 479.6 thousand jobs in FY 2003, a gain of 1.8 thousand jobs. In addition, the November 2003 REC forecasted job growth in FY 2004 of 3.8 thousand jobs, or 0.8%, and forecasted job growth of 6.3 thousand jobs, or 1.3%, in non-farm employment in FY 2005. Rhode Island's long-run steady state non-farm employment growth rate is estimated at 0.8%. This employment refers to the number of Rhode Island residents working, as opposed to the number of jobs in Rhode Island establishments.

The November 2003 Conference forecasted that personal income will grow slowly over the FY 2004 – FY 2007 period, with growth in excess of inflation of at least 2.0 percent in each of these fiscal years. The November 2003 Conference forecasts consumer price inflation to remain at or below 2.5 percent for the entire forecast horizon. In addition, Rhode Island's unemployment rate is forecasted to decline slightly from 5.3 percent in FY 2003 to 5.2 percent in FY 2004. The State's unemployment rate is expected to fall further to 5.0 percent in FY 2005 and 4.8 percent in FY 2006, before attaining its steady state equilibrium of 4.6 percent in FY 2007 - FY 2010 and 4.5 percent in FY 2011 and 2012.

The consensus economic forecast for the fiscal years 2002 to 2005 agreed upon by the conferees at the November 2003 Revenue Estimating Conference is shown in the table below. This consensus economic forecast reflects the belief that the economic recovery in Rhode Island will be mixed with a more rapid recovery in employment and a slowdown in the growth of personal income than was predicted at the May 2003 Revenue Estimating Conference.

The November 2003 Consensus Economic Forecast				
Rates of Growth	FY 2002	FY 2003	FY 2004	FY 2005
Total Employment	-0.3%	0.4%	0.8%	1.3%
Personal Income	3.5%	4.0%	3.3%	3.9%
Wage and Salary Income	2.5%	3.9%	2.4%	4.7%
Farm Income	0.0%	0.0%	0.0%	0.0%
Non-Farm Business Income	4.3%	6.4%	7.5%	6.4%
Dividends, Interest and Rent	0.5%	0.4%	0.4%	2.1%
Total Transfer Payments	12.1%	8.3%	5.4%	2.2%
Nominal Levels				
U.S. CPI-U	1.8%	2.2%	1.3%	1.5%
Unemployment Rate	4.9%	5.3%	5.2%	5.0%
Ten Year Treasury Notes	5.0%	4.0%	4.4%	5.0%
Three Month Treasury Bills	1.8%	2.2%	1.3%	1.5%

REVENUE ESTIMATES

Revenue estimates are predicated upon the consensus arrived at the November 2003 Revenue Estimating Conference. The Consensus Revenue Estimating Conference is required by law to convene at least twice annually to forecast general revenues for the current year and the budget year, based upon current law, collection trends, and the Consensus Economic Forecast.

The November 2003 Revenue Estimating Conference estimated general revenues of \$2.785 billion in FY 2004. This revised FY 2004 estimate is a decrease of \$20.5 million, or 0.7 percent, from the General Assembly's estimated general revenues of \$2.805 billion that were included in the FY 2004 Enacted Budget. The annual estimated revenue growth for FY 2004 is 1.2 percent more than the preliminary determination of the general revenues collected in FY 2003.

FY 2004 Revised Revenue Estimate

The November 2003 Conference revised the enacted FY 2004 revenue estimate down by \$20.5 million. The decline in FY 2004 general revenues is comprised of a large decline in financial institutions tax collections and in the lottery transfer. These revenue declines were offset in part by positive revisions in sales and use tax collections, business corporations tax collections and cigarette tax collections.

The revised FY 2004 revenue estimate is a 0.7 percent decrease from the enacted estimate passed by the General Assembly in July 2003. Revised revenues for FY 2004 are predicated upon a \$110.0 million increase in tax collections over FY 2003, or growth of 5.5 percent. The increase in Departmental Receipts is estimated to be on the order of \$3.6 million over FY 2003 collections, an increase of 1.3 percent. Other Sources, on the other hand, are estimated to decline in FY 2004 by \$79.4 million, or -17.5 percent, from FY 2003 collections. Much of the decrease in revised FY 2004 Other Sources is due to the \$111.9 million decrease in the use of tobacco securitization proceeds between FY 2003 and FY2004. This decrease in the use of tobacco securitization proceeds in the FY 2004 revised revenue estimate is partially offset by the \$50.0 million in federal fiscal relief the State received as part of the Jobs and Growth Tax Relief Reconciliation Act of 2003. The State Lottery Fund's transfer to the general fund is anticipated to be \$46.5 million more in FY 2004 than in FY 2003. This is an increase of 19.6 percent. The increase in the lottery transfer is due in large part to the General Assembly's enactment of a change in the video lottery revenue sharing formula that is more favorable to the State. The general fund is scheduled to receive \$6.6 million in gas tax revenues, a decrease of 74.1 percent from FY 2003 collections.

The largest source of FY 2004 revised general revenues is personal income tax payments, which are estimated to remain on target at \$854.9 million, an increase of 5.1 percent over FY 2003 collections. Rhode Island's personal income tax rate remains unchanged from FY 2003 at 25.0 percent of Rhode Island taxable income. The increased Investment Tax Credit and Research and Development Tax Credits also continue to impact tax collections in FY 2004, as individuals and businesses continue to reap the benefits of an improved tax structure in Rhode Island. Personal income taxes are expected to comprise 30.7 percent of revised general revenues collected in FY 2004.

The Sales Tax is expected to show gains in revised FY 2004 collections of \$38.1 million over FY 2003 collections. Sales taxes represent 29.3 percent of revised general revenues in FY 2004. Rhode Island sales tax collections are expected to increase in FY 2004 due to the automobile industry's continued use of zero percent financing sales incentives, the buoyancy of the Rhode Island housing market, and continued strength in consumer spending. Revised collections for FY 2004 are \$816.0 million, reflecting a growth rate of 4.9 percent over FY 2003 collections and an increase of \$3.8 million from the enacted FY 2004 estimate passed by the General Assembly in July 2003.

Within the excise tax category, motor vehicle tax collections are revised to \$48.9 million in FY 2004, an increase of 3.9 percent over preliminary FY 2003 collections. The Motor Fuel tax estimate was revised up to \$0.7 million from the \$0.62 million enacted estimate. This revised value is significantly lower than preliminary FY 2003 receipts. The revised FY 2004 Cigarette tax estimate of \$121.4 million is an increase of \$2.2 million over the enacted FY 2004 estimate and is a sharp upward increase of \$27.0 million from preliminary FY 2003 collections. Both of these figures reflect the 2003 General Assembly's enactment of an increase in the cigarette tax from \$1.32 per pack to \$1.71 per pack effective July 1, 2003. The revised FY 2004 Cigarette tax estimate is an increase of 1.8 percent above the enacted FY 2004 estimate and 28.6 percent greater than preliminary FY 2003 collections.

The FY 2004 revised estimate of general business taxes projects positive growth over preliminary FY 2003 collections in nearly all categories, the exceptions being financial institutions and insurance companies taxes. The FY 2004 revised estimate for Business Corporations taxes is \$4.6 million, or 7.3 percent above preliminary FY 2003 collections. The Financial Institutions taxes estimate has been revised downward to -\$13.5 million in FY 2004, about \$15.0 million below the enacted FY 2004 estimate of \$1.5 million. The primary reason for the sharp downward revision in the Financial Institutions tax was the revelation that a large financial institution in the State has a total refund due it of \$21.5 million. At this time, this financial institution has taken \$10.8 million in an immediate refund for the 2002 tax year. The conferees prudently assumed that the remaining \$10.7 million will be taken as a refund for the 2003 tax year. The Public Utilities Gross Earnings Tax was left unchanged from the enacted FY 2004 estimate. The revised FY 2004 estimate for this tax is \$77.8 million. The revised FY 2004 estimate reflects modest growth of 3.6 percent preliminary FY 2003 collections. The Health Care Provider Tax is estimated to yield \$41.2 million in FY 2004, an increase of \$13.1 million, or 46.4 percent, from the \$28.1 million collected in FY 2003. The source of this increase is an expansion in the group homes provider tax base and an increase in the tax on nursing home gross patient revenues from 3.75 percent to 6.0 percent enacted by the General Assembly in July 2003.

Inheritance and Gift Taxes were revised downward in FY 2004 to \$28.5 million, \$2.2 million, or 7.2 percent, less than the enacted FY 2004 estimate and \$4.1 million, or 17.0 percent, greater than preliminary FY 2003 collection. This downward revision is due to the fact that preliminary actual FY 2003 collections were significantly below expectations in spite of the fact that collections were well above expectations for the first ten months of the fiscal year. Racing and Athletics Taxes were revised downward for FY 2003 by \$0.1 million from the enacted FY 2004 estimate. This downward revision was due primarily to Newport Grand's dropping of Jai Alai as a pari-mutuel activity. Realty Transfer Taxes were revised up by \$1.9 million in FY 2004 to \$10.8 million from an enacted FY 2004 estimate of \$8.9 million. This upward revision is attributable to the robust Rhode Island housing market, which has been one of the strongest markets in the country during the first three calendar quarters of 2003. The revised FY 2004 estimate is 13.9 percent greater than preliminary FY 2003 collections.

The revised FY 2004 estimate for Departmental Receipts is \$287.0 million, an increase of \$3.6 million, or 1.3%, from preliminary FY 2003 collections. The revised FY 2004 Departmental Receipts estimate is equal to the enacted FY 2004 estimate.

Other Miscellaneous Revenues were reduced by \$0.3 million from the FY 2004 Enacted Budget. Other Miscellaneous Revenues are expected to decrease by \$113.0 million from preliminary FY 2003 collections. The key difference between preliminary FY 2003 collections and the revised FY 2004 estimate is the decrease in the transfer of tobacco securitization proceeds into the general fund. In FY 2003, these transfers totaled \$113.5 million, while in FY 2004 they are estimated to be \$1.6 million, a decrease of 98.7%. In addition, the State will no longer receive its tobacco Master Settlement Agreement payments beginning on January 1, 2004. This is a decrease in revenue from preliminary FY 2003 collections of \$52.7 million. This decrease is offset in large part by the State's receipt of \$50.0 million in federal fiscal relief for FY 2004.

Other Sources receipts were revised to \$375.2 million in FY 2004 from an enacted estimate of \$392.6 million. The major components in this category include other miscellaneous revenues, as well as transfers from the State Lottery Fund, unclaimed property and gas tax transfers from the Intermodal Surface Transportation Fund (ISTF).

The remaining components of Other Sources are expected to increase in FY 2004 relative to preliminary FY 2003 collections. Transfers from the State Lottery Fund have been revised to increase by \$46.5 million in FY 2004 over preliminary FY 2003 transfers. The increase in State Lottery Fund transfers relative to preliminary FY 2003 collections is attributable to growth in all lottery components and a favorable change in the allocation of net terminal income to the State. With respect to the enacted FY 2004 lottery transfer estimate, the revised FY 2004 lottery transfer estimate is \$18.1 million less. The downward revision in the lottery transfer in FY 2004 from the enacted FY 2004 estimate is a result of current fiscal year collections growing at a significantly lower rate than anticipated in July 2003. Transfers from the ISTF are expected to be \$6.6 million in FY 2004, which is \$18.9 million less than in 2003 due to a one-time transfer of \$14.3 million and to the \$0.006 per gallon shift to public transportation purposes from the general fund's share of the State's \$0.30 per gallon motor fuel tax enacted by the 2003 General Assembly. Transfers from the Unclaimed Property fund

were revised to increase by \$6.0 million in FY 2004 over preliminary FY 2003 collections. This increase is due to a one-time, sizeable jump in revenue that the State's unclaimed property program expects to receive from non-Rhode Island sources and de-mutualization proceeds from insurance companies in FY 2004.

COMPARATIVE STATEMENTS OF REVENUES AND EXPENDITURES

The following tables set forth comparative summaries for all State General Revenues for fiscal years 2001 through 2004 and expenditures for the fiscal years 2001 through 2004. General Fund data for FY 2001 and FY 2002 is derived from the State's Comprehensive Annual Financial Report prepared by the State Controller, and post audited by the Auditor General. Expenditure data for fiscal year 2003 reflects preliminary estimates of actual expenditures derived the preliminary closing report of the State Controller, and adjusted by certain pending audit adjustments. Expenditures for fiscal year 2004 reflect enacted appropriations and spending authorizations adopted by the General Assembly, and adjusted by increased spending projected in the first quarter report issued by the State Budget Office on November 15, 2003. In addition, expenditures include other sources of funds outside the General Fund that are appropriated for budgetary purposes. These include all expenditures shown from other fund sources, as well as certain expenditures from Federal and Restricted Sources. The expenditure tables restate amounts classified by the Controller as "operating transfers", or amounts received by or transferred to other funds, as expenditures.

General Fund revenues for FY 2001 and FY 2002 reflect the audited actual revenues as reported by the State Controller. General Fund revenues for FY 2003 reflect preliminary estimates of actual revenues derived from preliminary closing statements of the State Controller. FY 2004 revenues are predicated upon consensus estimates of the Revenue Estimating Conferences in November 2003. These estimates are explained under the section above entitled *Revenue Estimates* and the subheading below entitled *Free Surplus*.

As shown in the free surplus table, the preliminary closing surplus for FY 2003 is \$44.0 million, with \$8.0 million of general revenues reappropriated to FY 2004. The State Budget Office projects that the \$20.5 million downward revision in revenues and projected the departmental spending which is forecasted to exceed appropriated levels by \$33.4 million and would result in a \$36.9 million deficit. The State is required by the constitution to maintain a balanced budget and will take such action as necessary to do so.

General Revenues

	FY 2001 Audited	FY 2002 Audited	FY 2003 Unaudited	FY 2004 Enacted	FY 2004 Revised
Personal Income Tax	\$913,805,718	\$808,076,953	\$813,342,788	\$853,310,000	\$854,900,000
General Business Taxes					
Business Corporations*	60,629,245	24,222,910	63,861,292	65,060,000	68,500,000
Franchise*	8,174,570	8,545,064		-	-
Public Utilities Gross Earnings	82,112,494	80,813,972	75,091,288	77,800,000	77,800,000
Financial Institutions	19,105,691	3,385,254	9,804,211	1,500,000	(13,500,000)
Insurance Companies	37,448,382	32,351,132	51,287,425	50,600,000	50,600,000
Bank Deposits	959,329	1,138,120	1,697,630	1,430,000	1,730,000
Health Care Provider Assessment	27,319,481	27,843,707	28,140,784	40,940,000	41,200,000
Sales and Use Taxes					
Sales and Use	712,596,610	745,908,753	777,875,408	812,205,533	816,000,000
Motor Vehicle	44,433,272	46,108,282	47,043,144	48,200,000	48,900,000
Motor Fuel	1,151,584	812,579	1,022,168	620,000	700,000
Cigarettes	60,067,612	85,478,817	94,379,288	119,220,000	121,400,000
Alcohol	9,203,779	10,039,097	10,059,398	10,300,000	10,300,000
Controlled Substances	4	-	-	-	-
Other Taxes					
Inheritance and Gift	26,912,400	22,244,911	24,351,448	30,700,000	28,500,000
Racing and Athletics	5,472,514	5,470,031	5,309,872	5,000,000	4,900,000
Realty Transfer	2,556,006	2,691,142	9,481,801	8,900,000	10,800,000
Total Taxes	2,011,948,690	1,905,130,724	2,012,747,945	2,125,785,533	2,122,730,000
Departmental Receipts	261,677,841	243,364,829	283,393,263	287,037,601	287,000,000
Taxes and Departmentals	2,273,626,531	2,148,495,553	2,296,141,208	2,412,823,134	2,409,730,000
Other Sources					
Gas Tax Transfer	8,538,414	553,531	25,506,330	6,608,000	6,608,000
Other Miscellaneous	97,011,236	232,339,319	184,014,133	71,341,582	71,037,227
Lottery	180,743,897	214,141,576	236,636,756	301,770,293	283,100,000
Unclaimed Property	4,460,535	7,419,763	8,458,048	12,900,000	14,490,000
Other Sources	290,754,082	454,454,189	454,615,267	392,619,875	375,235,227
Total General Revenues	\$2,564,380,613	\$2,602,949,742	\$2,750,756,475	\$2,805,443,009	\$2,784,965,227

* The Revenue Estimating Conference's principals agreed to combine Business Corporations and Franchise Taxes into a single estimate at the May 2003 Conference. Similarly, the principals agreed to combine all Departmental Receipts components into a single estimate at the November 2002 Conference.

Expenditures From All Funds

	FY 2001 Actual	FY 2002 Actual	FY 2003 Actual	FY 2004 Enacted
General Government				
Administration	470,310,503	515,415,898	472,337,029	518,917,505
Business Regulation	8,604,346	8,850,190	9,522,833	10,281,968
Labor and Training	354,106,068	443,918,521	492,010,929	425,351,549
Legislature	25,336,781	26,929,068	27,929,128	29,710,850
Lieutenant Governor	696,440	756,501	790,404	860,138
Secretary of State	5,663,544	4,997,096	6,384,689	13,440,070
General Treasurer	30,729,876	27,119,112	27,902,074	30,879,154
Boards for Design Professionals	357,428	347,865	437,247	391,338
Board of Elections	2,260,980	2,453,874	3,106,424	2,306,467
Rhode Island Ethics Commission	628,053	873,597	875,624	942,594
Governor's Office	4,013,707	4,525,550	6,178,510	4,277,878
Public Utilities Commission	4,429,026	4,315,014	4,526,002	5,887,186
Rhode Island Commission on Women	132,775	137,753	128,402	143,393
Subtotal - General Government	\$ 907,269,527	\$ 1,040,640,039	\$ 1,052,129,295	\$ 1,043,390,090
Human Services				
Children, Youth, and Families	209,117,240	227,311,304	235,627,463	234,579,613
Elderly Affairs	35,855,123	38,697,258	42,593,632	42,299,625
Health	83,030,889	90,289,770	102,092,534	109,017,762
Human Services	1,238,142,838	1,336,974,968	1,417,877,411	1,514,996,848
Mental Health, Retardation, & Hospitals	388,901,359	419,953,703	437,880,307	450,058,633
Office of the Child Advocate	886,636	835,387	880,250	462,844
Commission on Deaf & Hard of Hearing	233,790	165,141	215,334	285,014
RI Developmental Disabilities Council	408,971	406,272	497,722	548,888
Governor's Commission on Disabilities	327,828	328,536	524,158	1,232,288
Commission for Human Rights	1,061,926	1,225,200	1,151,072	1,166,128
Office of the Mental Health Advocate	233,966	290,718	307,243	317,656
Subtotal - Human Services	\$ 1,958,200,566	\$ 2,116,478,257	\$ 2,239,647,126	\$ 2,354,965,299
Education				
Elementary and Secondary	771,617,229	816,337,013	871,468,183	946,771,054
Higher Education - Board of Governors	510,098,383	543,522,588	578,426,870	586,323,956
RI Council on the Arts	1,935,602	2,198,247	2,212,388	3,210,229
RI Atomic Energy Commission	867,039	789,477	804,847	1,124,638
Higher Education Assistance Authority	12,418,667	12,879,955	14,380,467	22,445,052
Historical Preservation and Heritage Commiss	1,732,018	1,770,824	1,606,150	1,860,694
Public Telecommunications Authority	1,705,517	1,679,001	1,631,257	4,743,380
Subtotal - Education	\$ 1,300,374,455	\$ 1,379,177,105	\$ 1,470,530,162	\$ 1,566,479,003

Expenditures From All Funds

	FY 2001 Actual	FY 2002 Actual	FY 2003 Actual	FY 2004 Enacted
Public Safety				
Attorney General	15,875,699	16,385,077	17,696,225	18,636,473
Corrections	134,359,147	142,342,187	142,760,255	155,847,674
Judicial	64,133,462	72,732,817	73,273,311	78,878,767
Military Staff	9,060,016	10,971,209	12,988,141	38,756,725
E-911 Emergency Telephone System	3,566,286	3,893,219	3,935,390	4,365,704
Fire Safety Code Board of Appeal & Review	170,027	210,518	240,105	235,469
State Fire Marshal	1,441,527	1,606,579	1,497,690	2,024,653
Commission on Judicial Tenure & Discipline	110,287	101,764	111,692	113,455
Rhode Island Justice Commission	4,983,113	4,488,302	4,831,555	5,954,376
Municipal Police Training Academy	476,870	418,870	360,158	391,387
State Police	40,745,720	41,917,527	42,186,609	44,304,327
Office Of Public Defender	5,456,929	5,946,722	6,261,826	7,009,344
Sheriffs of Several Counties*	8,591,158	-	-	
Subtotal - Public Safety	\$ 288,970,241	\$ 301,014,791	\$ 306,142,957	\$ 356,518,354
Natural Resources				
Environmental Management	60,452,063	59,152,776	57,367,577	72,090,130
Coastal Resources Management Council	2,184,927	2,322,182	6,595,624	8,355,288
Water Resources Board	1,712,638	1,595,399	1,947,523	2,004,992
Subtotal - Natural Resources	\$ 64,349,628	\$ 63,070,357	\$ 65,910,724	\$ 82,450,410
Transportation				
Transportation	319,990,241	289,476,131	274,804,504	336,755,793
Subtotal - Transportation	\$ 319,990,241	\$ 289,476,131	\$ 274,804,504	\$ 336,755,793
Total	\$ 4,839,154,658	\$ 5,189,856,680	\$ 5,409,164,768	\$ 5,740,558,949

*The Sheriffs of the Several Counties were merged with the State Marshals and moved under the authority of the Department of Administration.

Expenditures from General Revenues

	FY2001 Actual	FY 2002 Actual	FY 2003 Actual	FY 2004 Enacted
General Government				
Administration	352,962,253	383,413,506	365,404,946	408,994,763
Business Regulation	8,308,629	8,609,251	9,120,775	9,680,905
Labor and Training	7,300,425	7,291,073	6,801,323	7,915,813
Legislature	24,351,032	26,037,482	26,672,594	27,326,547
Lieutenant Governor	696,440	756,501	790,404	860,138
Secretary of State	5,490,469	4,718,796	5,941,549	4,625,689
General Treasurer	4,901,629	5,079,346	3,451,764	2,845,289
Boards for Design Professionals	357,428	347,865	437,247	391,338
Board of Elections	2,260,980	2,453,874	3,106,424	1,365,467
Rhode Island Ethics Commission	628,053	873,597	875,624	942,594
Governor's Office	4,013,751	4,525,550	6,178,510	4,277,878
Public Utilities Commission	734,122	702,507	657,016	693,237
Rhode Island Commission on Women	132,775	137,753	128,402	143,393
Subtotal - General Government	\$ 412,137,986	\$ 444,947,101	\$ 429,566,578	\$ 470,063,051
Human Services				
Children, Youth, and Families	126,828,091	137,678,216	141,104,522	136,309,781
Elderly Affairs	22,463,072	25,363,463	27,296,583	27,694,995
Health	31,669,378	34,028,273	34,446,598	34,092,350
Human Services	549,716,347	603,152,771	602,799,235	623,274,918
Mental Health, Retardation, & Hospitals	205,993,804	221,123,456	219,909,933	209,567,910
Office of the Child Advocate	526,339	491,878	514,005	414,844
Commission on Deaf & Hard of Hearing	233,790	165,141	215,334	285,014
RI Developmental Disabilities Council	-	-	-	-
Governor's Commission on Disabilities	292,977	303,540	513,501	534,430
Commission for Human Rights	749,221	733,075	806,591	895,306
Office of the Mental Health Advocate	233,966	290,718	307,243	317,656
Subtotal - Human Services	\$ 938,706,985	\$ 1,023,330,531	\$ 1,027,913,545	\$ 1,033,387,204
Education				
Elementary and Secondary	668,807,060	707,302,342	742,377,641	776,579,071
Higher Education - Board of Governors	162,750,040	174,472,786	169,439,718	172,088,777
RI Council on the Arts	1,463,887	1,638,620	1,679,661	2,314,223
RI Atomic Energy Commission	629,357	631,147	664,107	646,012
Higher Education Assistance Authority	7,538,171	6,934,216	6,024,022	11,059,662
Historical Preservation and Heritage Commis	910,220	777,395	1,018,675	1,074,360
Public Telecommunications Authority	1,243,915	1,158,308	1,113,655	1,196,530
Subtotal - Education	\$ 843,342,650	\$ 892,914,814	\$ 922,317,479	\$ 964,958,635

Expenditures from General Revenues

	FY2001 Actual	FY 2002 Actual	FY 2003 Actual	FY 2004 Enacted
Public Safety				
Attorney General	14,307,795	14,673,107	15,471,318	16,567,098
Corrections	125,725,438	128,169,352	136,041,022	140,077,413
Judicial	55,804,452	60,688,095	63,812,515	67,767,761
Military Staff	2,620,057	2,460,657	2,190,828	2,796,720
E-911 Emergency Telephone System	3,213,003	3,893,219	3,935,390	4,365,704
Fire Safety Code Board of Appeal & Review	170,027	210,518	240,105	235,469
State Fire Marshal	1,306,700	1,471,137	1,346,179	1,739,123
Commission on Judicial Tenure and Disciplin	110,287	101,764	111,692	113,455
Rhode Island Justice Commission	180,185	177,298	165,173	163,492
Municipal Police Training Academy	426,616	359,824	341,623	356,387
State Police	36,480,855	37,999,881	38,198,641	40,575,638
Office Of Public Defender	5,247,635	5,544,192	5,888,550	6,567,522
Sheriffs of Several Counties*	8,591,158	-		
Subtotal - Public Safety	\$ 254,184,208	\$ 255,749,044	\$ 267,743,036	\$ 281,325,782
 Natural Resources				
Environmental Management	32,228,212	32,484,833	32,005,256	31,679,774
Coastal Resources Management Council	1,114,228	1,156,179	1,450,970	1,421,021
Water Resources Board	962,218	1,072,146	1,031,855	940,992
Subtotal - Natural Resources	\$ 34,304,658	\$ 34,713,158	\$ 34,488,081	\$ 34,041,787
 Transportation				
Transportation	-	-	-	-
Subtotal - Transportation	\$ -	\$ -	\$ -	\$ -
Total	\$ 2,482,676,487	\$ 2,651,654,648	\$ 2,682,028,719	\$ 2,783,776,459

*The Sheriffs of the Several Counties were merged with the State Marshals and moved under the authority of the Department of Administration.

Expenditures from Federal Funds

	FY 2001 Actual	FY 2002 Actual	FY 2003 Actual	FY 2004 Enacted
General Government				
Administration	37,267,720	29,252,557	32,429,416	38,463,699
Business Regulation	-	-	-	-
Labor and Training	36,853,984	33,591,666	35,584,044	31,814,489
Legislature	-	-	-	-
Lieutenant Governor	-	-	-	-
Secretary of State	31,262	17,236	28,638	8,260,870
General Treasurer	1,465,570	1,997,878	342,005	1,525,730
Boards for Design Professionals	-	-	-	-
Board of Elections	-	-	-	941,000
Rhode Island Ethics Commission	-	-	-	-
Governor's Office	(44)	-	-	-
Public Utilities Commission	54,845	36,638	64,116	70,277
Rhode Island Commission on Women	-	-	-	-
Subtotal - General Government	\$ 75,673,337	\$ 64,895,975	\$ 68,448,219	\$ 81,076,065
Human Services				
Children, Youth, and Families	80,732,390	88,177,105	91,894,382	96,233,612
Elderly Affairs	8,620,246	8,839,258	10,341,332	9,884,630
Health	44,416,573	49,253,249	59,027,502	64,221,207
Human Services	684,999,963	729,611,752	811,463,633	885,248,399
Mental Health, Retardation, & Hospitals	182,359,072	197,281,194	216,675,898	237,865,723
Office of the Child Advocate	360,297	343,509	366,245	48,000
Commission on Deaf & Hard of Hearing	-	-	-	-
RI Developmental Disabilities Council	408,971	406,272	497,722	548,888
Governor's Commission on Disabilities	27,690	10,180	1,405	147,040
Commission for Human Rights	312,705	492,125	344,481	270,822
Office of the Mental Health Advocate	-	-	-	-
Subtotal - Human Services	\$ 1,002,237,907	\$ 1,074,414,644	\$ 1,190,612,600	\$ 1,294,468,321
Education				
Elementary and Secondary	101,511,719	107,749,220	127,804,162	168,241,422
Higher Education - Board of Governors	1,591,191	2,550,660	2,829,215	3,021,462
RI Council on the Arts	475,015	519,827	575,300	696,006
RI Atomic Energy Commission	59,992	8,881	(2,558)	325,000
Higher Education Assistance Authority	4,635,552	4,782,837	4,988,960	7,322,593
Historical Preservation and Heritage Commiss	553,955	559,257	536,718	534,534
Public Telecommunications Authority	2,424	-	-	555,601
Subtotal - Education	\$ 108,829,848	\$ 116,170,682	\$ 136,731,797	\$ 180,696,618

Expenditures from Federal Funds

	FY 2001 Actual	FY 2002 Actual	FY 2003 Actual	FY 2004 Enacted
Public Safety				
Attorney General	999,534	1,174,112	1,649,252	1,438,636
Corrections	2,935,921	4,850,061	3,126,899	9,461,369
Judicial	2,116,326	2,550,317	2,869,173	3,749,716
Military Staff	6,179,898	8,001,637	10,626,043	34,794,348
E-911 Emergency Telephone System	-	-	-	-
Fire Safety Code Board of Appeal & Review	-	-	-	-
State Fire Marshal	134,827	135,442	151,511	285,530
Commission on Judicial Tenure & Discipline	-	-	-	-
Rhode Island Justice Commission	4,802,928	4,262,082	4,654,786	5,700,884
Municipal Police Training Academy	50,254	59,046	18,535	35,000
State Police	1,196,116	1,040,654	1,768,724	1,299,900
Office Of Public Defender	209,294	402,530	373,276	441,822
Sheriffs of Several Counties	-	-	-	-
Subtotal - Public Safety	\$ 18,625,098	\$ 22,475,881	\$ 25,238,199	\$ 57,207,205
Natural Resources				
Environmental Management	11,588,264	15,365,640	14,710,059	25,353,214
Coastal Resources Management Council	1,070,699	1,166,003	1,646,691	1,466,000
Water Resources Board	-	-	172,500	-
Subtotal - Natural Resources	\$ 12,658,963	\$ 16,531,643	\$ 16,529,250	\$ 26,819,214
Transportation				
Transportation	210,770,330	170,939,525	149,907,602	197,231,420
Subtotal - Transportation	\$ 210,770,330	\$ 170,939,525	\$ 149,907,602	\$ 197,231,420
Total	\$ 1,428,795,483	\$ 1,465,428,350	\$ 1,587,467,667	\$ 1,837,498,843

Expenditures From Restricted Receipts

	FY2001 Actual	FY 2002 Actual	FY 2003 Actual	FY 2004 Enacted
General Government				
Administration	8,136,681	6,295,231	9,624,326	9,136,693
Business Regulation	295,717	240,939	402,058	601,063
Labor and Training	19,536,096	22,076,440	20,315,829	25,103,688
Legislature	985,749	891,586	1,256,534	884,303
Lieutenant Governor	-	-	-	-
Secretary of State	141,813	261,064	414,502	553,511
General Treasurer	14,520,942	9,886,168	16,474,921	20,729,710
Boards for Design Professionals	-	-	-	-
Board of Elections	-	-	-	-
Rhode Island Ethics Commission	-	-	-	-
Governor's Office	-	-	-	-
Public Utilities Commission	3,640,059	3,575,869	3,804,870	5,123,672
Rhode Island Commission on Women	-	-	-	-
Subtotal - General Government	\$ 47,257,057	\$ 43,227,297	\$ 52,293,040	\$ 62,132,640
Human Services				
Children, Youth, and Families	1,540,682	1,253,356	2,494,922	2,011,220
Elderly Affairs	-	-	-	-
Health	6,828,084	6,802,105	8,577,588	10,630,779
Human Services	3,421,725	4,209,593	3,474,543	5,357,808
Mental Health, Retardation, & Hospitals	55,000	61,913	43,760	75,000
Office of the Child Advocate	-	-	-	-
Commission on Deaf & Hard of Hearing	-	-	-	-
RI Developmental Disabilities Council	-	-	-	-
Governor's Commission on Disabilities	7,161	14,816	9,252	50,818
Commission for Human Rights	-	-	-	-
Office of the Mental Health Advocate	-	-	-	-
Subtotal - Human Services	\$ 11,852,652	\$ 12,341,783	\$ 14,600,065	\$ 18,125,625
Education				
Elementary and Secondary	603,921	874,511	1,214,292	1,131,501
Higher Education - Board of Governors	-	-	-	-
RI Council on the Arts	(3,300)	39,800	(42,573)	200,000
RI Atomic Energy Commission	-	-	-	-
Higher Education Assistance Authority	99,800	-	-	-
Historical Preservation and Heritage Commissi	119,943	434,172	50,757	251,800
Public Telecommunications Authority	13,572	-	-	-
Subtotal - Education	\$ 833,936	\$ 1,348,483	\$ 1,222,476	\$ 1,583,301

Expenditures From Restricted Receipts

	FY2001 Actual	FY 2002 Actual	FY 2003 Actual	FY 2004 Enacted
Public Safety				
Attorney General	568,370	537,858	575,655	630,739
Corrections	3,361,490	5,367,901	2,456,374	2,737,500
Judicial	5,544,455	5,851,785	6,517,408	7,045,790
Military Staff	47,079	112,257	114,010	128,157
E-911 Emergency Telephone System	353,283	-	-	-
Fire Safety Code Board of Appeal & Review	-	-	-	-
State Fire Marshal	-	-	-	-
Commission on Judicial Tenure & Discipline	-	-	-	-
Rhode Island Justice Commission	-	48,922	11,596	90,000
Municipal Police Training Academy	-	-	-	-
State Police	771,322	239,326	193,184	223,468
Office Of Public Defender	-	-	-	-
Sheriffs of Several Counties	-	-	-	-
Subtotal - Public Safety	\$ 10,645,999	\$ 12,158,049	\$ 9,868,227	\$ 10,855,654
 Natural Resources				
Environmental Management	10,569,635	7,768,695	9,206,936	10,047,823
Coastal Resources Management Council	-	-	3,352,963	4,500,000
Water Resources Board	-	94,004	596,555	984,000
Subtotal - Natural Resources	\$ 10,569,635	\$ 7,862,699	\$ 13,156,454	\$ 15,531,823
 Transportation				
Transportation	15,347,350	15,800,030	23,114,599	36,407,911
Subtotal - Transportation	\$ 15,347,350	\$ 15,800,030	\$ 23,114,599	\$ 36,407,911
Total	\$ 96,506,629	\$ 92,738,341	\$ 114,254,861	\$ 144,636,954

Expenditures From Other Funds

	FY 2001 Actual	FY 2002 Actual	FY 2003 Actual	FY 2004 Enacted
General Government				
Administration	71,943,849	96,454,604	64,878,341	62,322,350
Business Regulation	-	-	-	-
Labor and Training	290,415,563	380,959,342	429,309,733	360,517,559
Legislature	-	-	-	1,500,000
Lieutenant Governor	-	-	-	-
Secretary of State	-	-	-	-
General Treasurer	9,841,735	10,155,720	7,633,384	5,778,425
Boards for Design Professionals	-	-	-	-
Board of Elections	-	-	-	-
Rhode Island Ethics Commission	-	-	-	-
Governor's Office	-	-	-	-
Public Utilities Commission	-	-	-	-
Rhode Island Commission on Women	-	-	-	-
Subtotal - General Government	\$ 372,201,147	\$ 487,569,666	\$ 501,821,458	\$ 430,118,334
Human Services				
Children, Youth, and Families	16,077	202,627	133,637	25,000
Elderly Affairs	4,771,805	4,494,537	4,955,717	4,720,000
Health	116,854	206,143	40,846	73,426
Human Services	4,803	852	140,000	1,115,723
Mental Health, Retardation, & Hospitals	493,483	1,487,140	1,250,716	2,550,000
Office of the Child Advocate	-	-	-	-
Commission on Deaf & Hard of Hearing	-	-	-	-
RI Developmental Disabilities Council	-	-	-	-
Governor's Commission on Disabilities	-	-	-	500,000
Commission for Human Rights	-	-	-	-
Office of the Mental Health Advocate	-	-	-	-
Subtotal - Human Services	\$ 5,403,022	\$ 6,391,299	\$ 6,520,916	\$ 8,984,149
Education				
Elementary and Secondary	694,529	410,940	72,088	819,060
Higher Education - Board of Governors	345,757,152	366,499,142	406,157,937	411,213,717
RI Council on the Arts	-	-	-	-
RI Atomic Energy Commission	177,690	149,449	143,298	153,626
Higher Education Assistance Authority	145,144	1,162,902	3,367,485	4,062,797
Historical Preservation and Heritage Commiss	147,900	-	-	-
Public Telecommunications Authority	445,606	520,693	517,602	2,991,249
Subtotal - Education	\$ 347,368,021	\$ 368,743,126	\$ 410,258,410	\$ 419,240,449

Expenditures From Other Funds

	FY 2001 Actual	FY 2002 Actual	FY 2003 Actual	FY 2004 Enacted
Public Safety				
Attorney General	-	-	-	-
Corrections	2,336,298	3,954,873	1,135,960	3,571,392
Judicial	668,229	3,642,620	74,215	315,500
Military Staff	212,982	396,658	57,260	1,037,500
E-911 Emergency Telephone System	-	-	-	-
Fire Safety Code Board of Appeal & Review	-	-	-	-
State Fire Marshal	-	-	-	-
Commission on Judicial Tenure & Discipline	-	-	-	-
Rhode Island Justice Commission	-	-	-	-
Municipal Police Training Academy	-	-	-	-
State Police	2,297,427	2,637,666	2,026,060	2,205,321
Office Of Public Defender	-	-	-	-
Sheriffs of Several Counties	-	-	-	-
Subtotal - Public Safety	\$ 5,514,936	\$ 10,631,817	\$ 3,293,495	\$ 7,129,713
Natural Resources				
Environmental Management	6,065,952	3,533,608	1,445,326	5,009,319
Coastal Resources Management Council	-	-	145,000	968,267
Water Resources Board	750,420	429,249	146,613	80,000
Subtotal - Natural Resources	\$ 6,816,372	\$ 3,962,857	\$ 1,736,939	\$ 6,057,586
Transportation				
Transportation	93,872,561	102,736,576	101,782,303	103,116,462
Subtotal - Transportation	\$ 93,872,561	\$ 102,736,576	\$ 101,782,303	\$ 103,116,462
Total	\$ 831,176,059	\$ 980,035,341	\$ 1,025,413,521	\$ 974,646,693

Free Surplus

State law provides that all unexpended or unencumbered balances of general revenue appropriations, whether regular or special, shall lapse to General Fund surplus at the end of each fiscal year, provided, however, that such balances may be reappropriated by the Governor in the ensuing fiscal year for the same purpose for which the monies were originally appropriated by the General Assembly. Free surplus is the amount available at the end of any fiscal year for future appropriation by the General Assembly. The table below summarizes the general revenue budgets for FY 2003 through FY 2004.

	FY 2003 Enacted⁽¹⁾ (In Millions)	FY 2003 Revised⁽²⁾ (In Millions)	FY 2003 Prelim. Actual⁽³⁾ (In Millions)	FY 2004 Enacted⁽⁴⁾ (In Millions)	FY 2004 Revised⁽⁵⁾ (In Millions)
Free Surplus	\$35.7	\$33.0	\$31.0	\$35.7	\$44.0
Reappropriated Surplus	<u>0.0</u>	<u>7.8</u>	<u>7.8</u>	<u>0.0</u>	<u>8.0</u>
Subtotal	\$35.7	\$40.7	\$38.9	\$35.7	\$51.9
Revenues and Transfers					
Revenues	2,291.0	2,292.7	2,296.2	2,412.8	2,409.7
Other Sources	<u>415.9</u>	<u>457.0</u>	<u>454.6</u>	<u>392.6</u>	<u>375.2</u>
Subtotal	2,707.0	2,749.7	2,750.8	2,805.4	2,785.0
Budget Reserve Fund Transfer	(54.4)	(55.7)	(55.6)	(56.8)	(56.6)
Total Available	\$2,664.8	\$2,734.7	\$2,734.0	\$2,784.3	\$2,780.3
Enacted/Actual Expenditures FY 2004 First Quarter Report Variance	2,664.5	2,699.0	2,682.0	2,783.8	2,783.8 33.4
Total Expenditures	2,664.5	2,699.0	2,682.0	2,783.8	2,817.2
Free Surplus	\$0.4	\$35.7	\$44.0	\$0.6	\$(36.9)
Reappropriations	0.0	0.0	8.0	0.0	0.0
Budget Balancing Plan					37.0
Total Ending Balances	\$0.4	\$35.7	\$51.9	\$0.6	\$0.1
Budget Reserve and Cash Stabilization Fund	\$81.6	\$83.5	\$83.5	\$85.2	\$84.9

⁽¹⁾Reflects originally enacted budget adopted by the General Assembly during the 2002 session of the General Assembly.

⁽²⁾Reflects revisions to revenue estimates and appropriations adopted during the 2003 session of the General Assembly.

⁽³⁾Reflects preliminary actual results for FY 2003 derived from the State Controller, and adjusted by certain pending audit adjustments.

⁽⁴⁾Reflects the FY 2004 budget adopted by the General Assembly.

⁽⁵⁾Reflects the FY 2004 budget revised by changes to adopted revenue estimates, changes in projected expenditure requirements contained in the State Budget Office's first quarter report, and preliminary closing surplus from FY 2003.

Due to the fiscal challenges facing the State, the budget has incorporated certain significant one-time resources. The enacted FY2002 and FY2003 budgets incorporated the use of the proceeds from the securitization of the tobacco settlement payments due the State under the Master Settlement Agreement (MSA) entered into by the Attorney General in November 1998. The tobacco securitization proceeds included in the budget as enacted are based on the actual sale of the

State's right to receive *all* of its tobacco settlement payments for the 2004–2043 period. The bonds were sold by the Tobacco Settlement Financing Corporation on June 27, 2002 in the amount of \$685.4 million. The net proceeds of the sale, after funding the costs of issuance, capitalized interest, and the debt service reserve account, totaled \$544.2 million.

The budget uses the net tobacco bond proceeds as follows: \$295.3 million was used in June 2002 to defease \$247.6 million of outstanding general obligation and certificate of participation debt (or \$295.5 million reflecting accreted value of capital appreciation bonds), and the remaining \$248.9 million was made available for operating budget expenditures in FY 2002–FY 2004. The debt defeasance resulted in debt service savings of \$51.6 million in FY 2003 and total debt service savings through FY 2012 of \$343.5 million. The legislatively enacted budgets used \$135.0 million of the net proceeds to finance operating expenditures in FY 2002, and allocated \$113.5 million of resources to finance FY 2003 budgeted expenditures. The revenue estimate for FY 2004 adopted in November 2003 includes the remaining \$1.6 million.

On May 28, 2003, President Bush signed into law the Jobs and Growth Tax Relief Reconciliation Act of 2003, which provides additional federal appropriation support of \$20 billion to the States. The aid is divided equally between a flexible grant and an enhancement to the federal medical assistance percentage (FMAP) for Medicaid for five calendar quarters. There will be approximately \$101.7 million provided to the State of Rhode Island over the span of the 2003 and 2004 fiscal years. It is estimated that \$51 million will come in the form of increased Medicaid funds and \$50 million in flexible funds. There is an estimated loss of approximately \$9.5 million in state tax revenues due to provisions of the federal tax act which will flow through to Rhode Island taxes if current law remains unchanged. Due to technical requirements concerning the recording of the local expenditure match for Medicaid distribution for special education, there is also a \$1.6 million reduction in departmental revenues over the two-year period attributable to the FMAP change.

The following table sets forth a comparative statement of General Fund free surplus for fiscal years 2001 through 2004. FY 2001 and FY 2002 data is derived from the State's Comprehensive Annual Financial Report prepared by the Office of the State Controller and post audited by the Auditor General. The unaudited results for FY 2003, derived from preliminary closing report of the State Controller and modified by certain pending audit adjustments, reveal an increase in available resources of \$0.7 million compared to revised estimates, and general revenue expenditures which were \$17.0 million less than enacted. The unaudited free surplus for FY 2003 is \$44.0 million, and there are \$8.0 million of reappropriations carried forward. The budget enacted by the General Assembly in July 2003 for FY 2004 was predicated upon available resources of \$2,784.3 billion net of reserve fund contributions, and expenditures of \$2,783.8 billion resulting in an estimated closing surplus of \$0.6 million. The current projections reflect an estimated deficit of \$36.9 million. These projections are based upon the preliminary closing FY 2003 surplus adjusted by certain pending audit adjustments and revenues estimated by the November 2003 Revenue Estimating Conference. Expenditures reflect the enacted FY 2004 appropriations, and estimated supplemental appropriations of \$33.4 million reflected in the State Budget Office's first quarter report issued November 15, 2003. Also included within the revenue and expenditure change are \$8.0 million of reappropriations from FY 2003.

The State is required to enact and maintain a balanced budget. In the event of a budgetary imbalance, the available free surplus will be reduced and/or additional resources (i.e. taxes, fines, fees, licenses, etc.) will be required and/or certain of the expenditure controls discussed under "State Government Organization and Finances – Budget Procedures" will be put into effect. A combination of these measures will be utilized by the State in order to maintain a balanced budget.

General Revenue Budget Surplus Statement

	FY2001	FY2002	FY2003	FY 2004	
	Actual	Actual	Unaudited	Enacted	Revised
Surplus					
Opening Surplus	\$ 91,921,860	\$ 131,182,473	\$ 31,038,882	\$ 35,708,894	\$ 43,950,895
Certain anticipated audit adjustments-reappropriation			42,024		
Reappropriated Surplus	21,738,956	11,056,417	7,770,428		7,991,948
Subtotal	113,660,816	142,238,890	38,851,334	35,708,894	51,942,843
General Taxes	2,011,948,691	1,905,130,724	2,013,020,329	2,125,785,533	2,125,785,533
Revenue estimators' revision	-	-	-	-	-
Certain anticipated audit adjustments			(272,383)		(3,055,533)
Subtotal	2,011,948,691	1,905,130,724	2,012,747,946	2,125,785,533	2,122,730,000
Departmental Revenues	261,677,841	243,364,829	283,308,490	287,037,601	287,037,601
Revenue estimators' revision	-	-	-	-	(37,601)
Certain anticipated audit adjustments			84,772		
Subtotal	261,677,841	243,364,829	283,393,262	287,037,601	287,000,000
Other Sources					
Gas Tax Transfers	8,538,413	553,531	25,506,330	6,608,000	6,608,000
Rev Estimators' revision-Gas Tax	-	-	-	-	-
Other Miscellaneous	97,011,234	232,339,319	184,014,133	71,341,582	71,341,582
Rev Estimators' revision-Miscellaneous	-	-	-	-	(304,355)
Lottery	180,743,897	214,141,576	236,636,756	301,770,293	301,770,293
Revenue Estimators' revision-Lottery	-	-	-	-	(18,670,293)
Unclaimed Property	4,460,535	7,419,763	8,458,048	12,900,000	12,900,000
Revenue Estimators' revision-Unclaimed	-	-	-	-	1,590,000
Subtotal	290,754,079	454,454,189	454,615,267	392,619,875	375,235,227
Total Revenues	\$ 2,564,380,611	\$ 2,602,949,742	\$ 2,750,756,475	\$ 2,805,443,009	\$ 2,784,965,227
Budget Stabilization	(53,126,049)	(54,682,648)	(55,636,748)	(56,823,039)	(56,578,323)
Total Available	\$ 2,624,915,377	\$ 2,690,505,984	\$ 2,733,971,062	\$ 2,784,328,865	\$ 2,780,329,747
Actual/Enacted Expenditures	\$ 2,482,676,487	\$ 2,651,654,648	\$ 2,682,753,219	\$ 2,783,776,459	\$ 2,783,776,459
Reappropriations	-	-	-	-	7,991,948
Certain anticipated audit adjustments			(725,000)		
Budget Balancing Plan					
Recommended changes to appropriations	-	-	-	-	25,457,026
Total Expenditures	\$ 2,482,676,487	\$ 2,651,654,648	\$ 2,682,028,219	\$ 2,783,776,459	\$ 2,817,225,433
Free Surplus	\$ 131,182,473	\$ 31,038,882	\$ 43,950,895	\$ 552,406	\$ (36,895,686)
Reappropriations	11,056,417	7,812,454	7,991,948	-	-
Anticipated Budget Balancing Plan					37,000,000
Total Ending Balances	\$ 142,238,890	\$ 38,851,336	\$ 51,942,843	\$ 552,406	\$ 104,314
Budget Reserve and Cash					
Stabilization Account	\$ 79,689,074	\$ 82,023,966	\$ 83,459,489	\$ 83,455,121	\$ 84,867,469

FY 2004 Budget Balancing Plan

The Governor submitted to the General Assembly on January 13, 2004, a supplemental budget that resolves the projected \$36.9 million deficit in the current year caused by a \$20.4 million revenue shortfall and increased state spending. Agency spending was projected to be \$33.4 million higher than the enacted \$2.783 billion budget. The Governor's budget plan trims agency spending by \$21.6 million from earlier projections, resulting in an \$11.8 million supplemental budget request to the General Assembly. This reflects the addition of \$8.0 million in unspent FY 2003 funds, brought forward into this year's budget for programs authorized by the General Assembly last year, plus a net addition of \$3.8 million in expenditures. Total state spending is recommended at \$2.795 billion. The budget package also accesses revenues available to the State from other sources totaling \$15.7 million, and leaves the State with a projected surplus of \$104,498.

The largest reductions in expenditures include: \$20.4 million in debt service expenditures, \$14.7 million of which will be transferred to Rhode Island Capital Plan funds made available by deferring capital projects and fully utilizing the fund's resources; \$3.4 million in debt service savings due to the delay of debt issues, and \$1.7 million in debt service covered by from revenues of the Convention Center; and \$3.8 million in net savings for cash assistance payments in the Department of Human Services as adopted by the November 2003 Caseload Conference, primarily reflecting increased availability of federal funds. These reductions are offset by increases of: \$6.6 million for Medicaid payments in the Department of Human Services as adopted by the November 2003 Caseload Conference; \$6.2 million in general revenue match to federal funds for the Department of Human Services in order to generate gross reimbursements of \$12.1 million; \$4.6 million for the Department of Children, Youth and Families for caseload related costs for staffing, overtime, contractors and providers; \$5.9 million in Department of Corrections for population related spending in overtime, medical and pharmaceutical costs, and \$5.3 million at MHRH for fuel, utilities, and Eleanor Slater hospital.

The supplemental budget request submitted takes into consideration the revenues projected by the November 2003 Consensus Revenue Estimating Conference of \$2.784.9 billion, plus additional resources of \$15.7 million. This \$15.7 million includes: \$10.0 million from enhanced uncompensated care revenues by exercising the federal option to reimburse MHRH for 175% of the uncompensated care costs incurred at Eleanor Slater Hospital instead of the usual 100% reimbursement; \$4.1 million from elimination of the dog kennel owners share of the net terminal income generated by the video lottery terminals at Lincoln Park effective February 1, 2004; \$0.7 million from increased pharmaceutical rebates expected as a result of increased utilization of higher cost prescription drugs and the expansion of enrollment in the Rhode Island Pharmacy Assistance to the Elderly (RIPAE) program; \$0.5 million from a shift of \$0.006 cents of Rhode Island Public Transit Authority's share of the gas tax allocation to general revenue to help fund the State's match for the Medicaid (Ritecare) transportation program; and \$0.4 million from discontinuance of the supplemental \$50 per month cash benefit paid to Family Independence Program (FIP) households from any child support collected for children present in the household.

The Governor's proposed supplemental budget is currently under consideration by the General Assembly.

Timing of Audited Financial Reports

The State's audited annual financial report has typically been completed approximately six to nine months after the close of a fiscal year. The report for the year ending June 30, 2002 was completed sixteen months after the close of that year. There are two primary reasons for this delay. First, the 2002 report was the first report required to comply with GASB Statement 34. Completing the inventory of fixed assets which is required in order to provide a complete report of the State entity in accordance with GASB 34 took longer than anticipated. Second, at the beginning of the year ending June 30, 2002, the State introduced a new accounting system. There have been a number of training and system problems with the new software package which have required adjustments to correct initial recording of expenditures or interfund transfers. The 2003 report has not yet been completed, and is not anticipated to be issued within the six to nine months timeframe due to the late start on the FY 2003 audit and some continuing issues with the reconciliation and fixed assets reporting.

STATE INDEBTEDNESS

Authorization and Debt Limits

Under the State Constitution, the General Assembly has no power to incur State debts in excess of \$50,000 without the consent of the people, except in the case of war, insurrection or invasion, or to pledge the faith of the State to the payment of obligations of others without such consent. By judicial interpretation, the limitation stated above has been judged to include all debts of the State for which its full faith and credit are pledged, including general obligation bonds and notes; bonds and notes guaranteed by the State; and debts or loans insured by agencies of the State, such as the Industrial-Recreational Building Authority. However, non-binding agreements of the State to appropriate monies in aid of obligations of a State agency, such as the provisions of law governing the capital reserve funds of the Port Authority and Economic Development Corporation, now known as the Rhode Island Economic Development Corporation, the Housing and Mortgage Finance Corporation, or to appropriate monies to pay rental obligations under State long-term leases, such as the State's lease agreements with the Convention Center Authority, are not subject to this limitation.

Public Finance Management Board

The nine-member Public Finance Management Board was created during the 1986 Session of the General Assembly for the purpose of providing advice and assistance, upon request, to issuers of tax-exempt debt in the State. The Board is charged with the responsibility of collecting, maintaining and providing information on State, municipal, and public or quasi-public corporation debt sold and outstanding, and serves as a statistical center for all State and municipal debt issues. The Chair of the Public Finance Management Board is the General Treasurer of the State, and personnel within the Treasurer's Office provide staffing.

The Board is also authorized to allocate the tax-exempt bond issuance capacity among all issuers in the State of Rhode Island, pursuant to Section 146 of the Internal Revenue Code of 1986. While all issuers of tax-exempt debt are required to give written notice to the Board of a proposed debt issuance, failure to do so does not affect the validity of the issuance of any bond or note. The lead underwriter or purchaser of any debt issue of the State, its departments, authorities, agencies, boards and commissions is required by the Rules and Regulations of the Board to pay an amount equal to one-fortieth of one percent of the principal amount of a new money issue as a fee.

Sinking Fund Commission

During the 1998 session of the General Assembly, legislation was enacted that reconstituted the Sinking Fund Commission, which shall have control and management of all sinking funds established for the redemption of any bonds or certificates of indebtedness issued by the State. To address the State's relatively high debt levels, the General Assembly appropriated general revenues of \$4.0 million in FY 1999, and \$865,245 in FY 2000 to be utilized by the Commission to defease or refund State debt. The Sinking Fund will also receive funds in an amount equal to the annual interest earnings on bond funds. During FY 2000, the Sinking Fund allocated a net \$5.5 million to defease debt associated with the Alpha Beta Corporation project financed by the Rhode Island Economic Development Corporation. The Commission executed a defeasance transaction on June 15, 2000 which reduced the State's general obligation debt by an estimated \$4.415 million.

Tax Anticipation Notes

Notwithstanding the limitations upon borrowing indicated above, the State Constitution permits the General Assembly to provide for certain short-term borrowings without the consent of the people. Thus, the State is authorized to borrow in any fiscal year without consent of the people an amount in anticipation of State tax receipts not in excess of 20.0 percent of the tax receipts for the prior fiscal year, and may borrow an additional amount in anticipation of all other non-tax receipts not in excess of 10.0 percent of such receipts in the prior fiscal year, provided the aggregate of all such borrowings must not exceed 30.0 percent of the actual tax receipts during the prior fiscal year. Any such borrowing must be repaid during the fiscal year in which such borrowing took place. No money shall be borrowed in anticipation of such receipts in any fiscal year until all money so borrowed in all previous fiscal years shall have been repaid. The maximum amount of borrowing is further constrained by statute such that the aggregate borrowing shall not be in excess of the

amount stipulated by the General Assembly by general law. During the 1997 Session, the General Assembly authorized the use of commercial paper as a means of short-term borrowing under these constitutional and statutory provisions.

The State has undertaken a series of measures to improve the timing of receipts and disbursements and to reduce the level of short-term borrowing. These measures include accelerating the collection of certain taxes, the partial restructuring of the State's disbursement pattern, and moving certain special revenue funds into the General Fund as accounts within the General Fund.

Since FY 1990, the State has utilized or is expected to utilize the powers described above in the following manner:

<u>Fiscal Year</u>	<u>Maximum Principal Amount Outstanding</u>	<u>Percent of Prior Year's Tax Receipts</u>
1990	70,000,000	6.0
1991	200,000,000	17.0
1992	240,000,000	20.0
1993	225,000,000	18.0
1994	150,000,000	11.0
1995	125,000,000	9.0
1996	100,000,000	8.0
1997	108,000,000	8.0
1998	0	0.0
1999	0	0.0
2000	0	0.0
2001	0	0.0
2002	90,000,000	4.4
2003	150,000,000	7.9
2004*	200,000,000	7.4

*\$200,000,000 issued as of January 27, 2004.

Net Tax Supported State Debt

The State has multiple categories of State debt, direct debt, guaranteed debt, and other obligations subject to annual appropriation. The following table shows these obligations.

The gross debt totals are adjusted for those obligations covered by revenue streams of the quasi-independent agencies. The intent of this presentation is to be consistent with rating agencies' practices.

As of January 1, 2004, authorized but unissued direct and guaranteed debt totaled \$238,497,376.

Net Tax Supported Debt Ratios
(in thousands)

	<u>Debt Outstanding June 30, 1999</u>	<u>Debt Outstanding June 30, 2000</u>	<u>Debt Outstanding June 30, 2001</u>	<u>Debt Outstanding June 30, 2002⁽¹⁾</u>	<u>Debt Outstanding June 30, 2003⁽¹⁾</u>
Direct Debt:					
Various Purpose Bonds Outstanding	\$753,544	\$816,268	\$822,485	\$654,879	\$ 694,933
Variable Rate General Obligations	36,500	64,790	31,365	28,165	27,965
Subtotal	\$790,044	\$881,058	\$853,850	\$683,044	\$722,898
Guaranteed Debt:					
Narragansett Bay District Commission Bonds	21,388	19,869	18,459	15,019	13,119
Subtotal	21,388	19,869	18,459	15,019	13,119
Other Debt Subject to Annual Appropriation:					
RI Depositors Economic Protection Corp.	107,990	41,725	-	-	-
RI Refunding Bond Authority Lease Rental Bonds	171,640	159,210	146,055	132,440	100,705
RI Refunding Bond Authority – Direct	2,615	1,955	1,300	650	-
RI Refunding Bond Auth. – Gurntd Narr. Bay	60	45	30	15	-
Convention Center Authority Outstanding	329,665	322,930	315,805	319,435	310,005
Certificates of Participation – Master Equipment Lease ⁽²⁾	-	9,843	11,015	7,995	8,865
Certificates of Participation – Intake Center	25,160	23,355	21,470	19,500	17,440
Certificates of Participation – Attorney General	4,065	3,905	3,740	2,795	2,795
Certificates of Participation – DLT Howard Complex	24,000	23,150	22,265	21,335	20,365
Certificates of Participation – Pastore Steam Plant	-	-	28,180	23,440	23,440
Certificates of Participation – Shepards Building	32,535	31,400	30,215	28,820	27,655
Certificates of Participation – Kent County Courthouse	-	-	-	-	-
Rhode Island Housing/Traveler’s Aid/NOP Program	-	-	-	12,550	12,550
Economic Development – Dow Chemical Corporation	-	25,000	25,000	25,000	25,000
Economic Development – URI Power Plant	16,395	16,395	15,859	15,304	14,729
Economic Development – Alpha Beta Corporation	28,675	-	-	-	-
Economic Development – McCoy Stadium	11,105	10,360	9,585	8,780	7,945
Subtotal	753,905	669,273	630,519	618,059	574,849
Performance Based Agreements⁽³⁾					
Economic Development – Fidelity Building I	25,000	24,579	24,116	23,615	23,071
Economic Development – Fidelity Building II	-	-	-	10,000	10,000
Economic Development – Fleet Bank Lease	10,890	10,770	10,640	10,500	10,350
Subtotal	35,890	35,349	34,756	44,115	43,421
Gross Debt	1,601,227	1,605,549	1,537,584	1,360,237	1,354,288
Less: Adjustments for Agency Payments:	(45,368)	(68,751)	(66,700)	(72,593)	(70,000)
Net Tax Supported Debt	\$1,555,859	\$1,536,798	\$1,470,884	\$1,287,644	\$1,280,933
Debt Ratios					
Personal Income	\$28,210,824	\$29,738,317	\$31,361,609	\$32,393,144	\$33,493,306
Debt as a Percent of Personal Income	5.52%	5.17%	4.7%	4.0%	3.82%

(1) Reflects defeasance with tobacco securitization proceeds of \$242,978,728 of general obligation bonds and \$4,650,000 of certificates of participation in June 2002.

(2) Includes non-certificated lease obligations in the master equipment lease category in the amount of \$318,000 as of June 30, 2000.

(3) Excludes contract for Providence Place Mall described under “State Revenues – Sales Tax”.

Direct debt is authorized by the voters as general obligation bonds and notes. Current interest bonds require the State to make annual payments of principal and semi-annual payments of interest on bonds outstanding, and the capital appreciation bonds of the State require the payment of principal and interest at maturity. As of June 30, 2003, the State had approximately \$722.9 million of bonds outstanding. Authorized but unissued direct debt totaled \$238.4 million as of January 1, 2004.

The following table sets forth the debt service requirements on general obligation bonds of the State issued as of June 30, 2003 which are supported by State revenues for FY 2004 through FY 2023.

Debt Service Schedule for General Obligation
Debt Issued as of June 30, 2003 *

<u>Fiscal Year</u>	<u>Principal</u>	<u>Interest</u>	<u>Total Debt Service</u>
2004	\$36,846,831	\$35,420,223	\$72,267,053
2005	45,106,243	33,287,362	78,393,605
2006	40,859,243	36,936,291	77,795,534
2007	37,107,653	33,629,333	70,736,986
2008	31,735,786	30,582,131	62,317,917
2009	37,258,740	25,786,084	63,044,824
2010	41,129,000	23,399,661	64,528,660
2011	39,590,000	21,346,610	60,936,610
2012	51,085,000	19,163,468	70,248,468
2013	57,980,000	16,233,279	74,213,279
2014	50,505,000	13,375,426	63,880,426
2015	45,540,000	10,826,134	56,366,134
2016	40,095,000	8,622,987	48,717,987
2017	38,210,000	6,557,193	44,767,193
2018	29,185,000	4,658,253	33,843,253
2019	27,205,000	3,171,393	30,376,393
2020	19,480,000	1,837,056	21,317,056
2021	15,715,000	939,681	16,654,681
2022	5,045,000	408,319	5,453,319
2023	5,255,000	137,944	5,392,944
Subtotal-Fixed Rate Debt	<u>\$694,933,495</u>	<u>\$326,318,825</u>	<u>\$1,021,252,322</u>
Subtotal-Variable Rate Debt**	27,965,000		
Total:	\$722,898,495		

* Reflects full fiscal year general obligation tax supported debt service for bonds issued as of June 30, 2003. Excludes guaranteed and contingent debt. Debt outstanding as of June 30, 2003 totaled \$722.9 million.

** Reflects multi-modal general obligation bonds which bear interest at variable rates. Reflects total principal outstanding as of June 30, 2003 in the amount of \$27,965,000.

In addition, the following table sets forth the amounts, purposes and statutory authorizations of authorized but unissued general obligation direct debt of the State as of January 1, 2004 which has been approved by referenda of the electors.

<u>Purpose</u>	<u>Statutory Authorization</u>	<u>Balance of Authority as of January 1, 2004</u>
Direct Debt:		
Clean Water Act Environmental Trust Fund	Ch. 289-P.L. of 1986	3,374,627
Open Space	Ch. 425-P.L. of 1987	203,254
Water Resources	Ch. 417-P.L. of 1987	3,415,000
Environmental Management	Ch. 552-P.L. of 1989	1,736,010
Mental Health, Retardation and Hospitals	Ch. 552-P.L. of 1989	1,200,000
Mental Health, Retardation and Hospitals	Ch. 434-P.L. of 1990	8,500,000
RI Water Pollution Revolving Loan Fund	Ch. 434-P.L. of 1990	12,000,000
Pawtuxet River District Commission	Ch. 434-P.L. of 1990	995,000
Elementary & Secondary Education	Ch. 70-P.L. of 1994	1,350,000
Higher Education Facilities	Ch. 100-P.L. of 1996	2,313,485
Quonset Point/Davisville	Ch. 100-P.L. of 1996	15,185,000
Transportation	Ch. 31-P.L. of 1998	2,050,000
Environmental Management	Ch. 31-P.L. of 1998	4,280,000
Higher Education Facilities	Ch. 31-P.L. of 1998	8,645,000
Higher Education	Ch. 55-P.L. of 2000	12,315,000
Transportation	Ch. 55-P.L. of 2000	2,340,000
Environmental Management	Ch. 55-P.L. of 2000	26,095,000
State Police Headquarters Facility and State Municipal Fire Academy	Ch. 65-P.L. of 2002	55,000,000
Preservation, Recreation & Heritage	Ch. 65-P.L. of 2002	14,000,000
Transportation	Ch. 65-P.L. of 2002	<u>63,500,000</u>
Total Direct and Guaranteed Debt		\$238,497,376

Source: State Budget Office

Guaranteed debt of the State includes bonds and notes issued by, or on behalf of, certain agencies, commissions and authorities created by the General Assembly and charged with enterprise undertakings, for the payment of which debt the full faith and credit of the State are pledged in the event that the revenues of such entities may at any time be insufficient. These include the Blackstone Valley District Commission, and the Narragansett Bay Commission. As of June 30, 2003, these entities had bonds constituting guaranteed debt outstanding of \$13,119,000 and no authorized but unissued debt.

Extinguishments of Debt Authorization

Chapter 438 of the Public Laws of 1988, which took effect on December 31, 1991, provides that any special act of the State which authorizes the issuance of general obligation bonds or notes of the State, which has a balance that remains unissued, and is seven (7) years old or older is invalid as to that portion which remains unissued. Notwithstanding, the General Assembly may, by special act, extend any authorization for a period of one (1) to five (5) years upon a petition of the Department of Administration. Such extension may be granted more than one (1) time. Upon a certification of the General Treasurer to the Governor as to debt authorizations described above the authorization shall not be deemed or counted toward the authorized but unissued debt of the State. Since then, the State has extinguished a total of \$21,092,389.99, which was previously reflected in the above table.

Obligations Carrying Moral Obligation of State. Certain agencies of the State have the ability to issue bonds which are also secured by a capital reserve fund. If at any time the capital reserve fund falls below its funding requirement, the agency is authorized to request the General Assembly to appropriate the amount of the deficiency. The General Assembly may, but is not obligated to, appropriate the amount of the deficiency. See “Rhode Island Economic Development Corporation” and “Rhode Island Housing and Mortgage Finance Corporation” below.

Other Obligations Subject to Annual Appropriation. The State has entered into certain contractual agreements which, although of a long-term nature, are subject to annual appropriation by the General Assembly. Certain of these obligations are contractual agreements with State Agencies or Authorities (See “State Agencies and Authorities”). A brief description of the most significant of other such commitments for which the State has or may appropriate funds is provided below.

In December 1995, the State entered into a lease agreement with a financial institution which issued \$4,500,000 in certificates of participation to finance acquisition and renovation of an office building to house the Office of the Attorney General. As of June 30, 2003, \$2,795,000 of these certificates were outstanding. This reflects the defeasance of \$775,000 of certificates of participation in June 2002 from the proceeds of the securitization of revenues from the State’s tobacco master settlement.

The State has also entered into a lease agreement with a financial institution that issued \$33,000,000 in certificates of participation to finance construction of an Intake Center for the Department of Corrections. These certificates were refunded in January 1997. As of June 30, 2003, \$17,440,000 was outstanding.

The State has also entered into a lease agreement with a financial institution which issued \$24.0 million in the certificates of participation in January 1997 to finance the renovation of a group of buildings at the State-owned John O. Pastore Center, formerly known as Howard Center in Cranston, Rhode Island for use as an office facility for the Department of Labor and Training. As of June 30, 2003, \$20,365,000 of such certificates were outstanding.

In November 1994 the State entered into a lease agreement with the Economic Development Corporation which issued \$34.07 million in long-term bonds for the renovation of the Shepard Building. During August 1997, the State of Rhode Island issued \$34,805,000 Certificates of Participation that were used to defease the Economic Development Corporation bonds. As of June 30, 2003, \$27,655,000 in Certificates of Participation were outstanding.

In January 1998, the Economic Development Corporation issued revenue bonds in the amount of \$11,825,000 to finance improvements to McCoy Stadium in Pawtucket. These bonds are supported by State lease payments subject to annual appropriations. As of June 30, 2003, \$7,945,000 was outstanding.

On June 29, 2000, the State entered into a lease agreement with a financial institution which issued \$9,525,000 of certificates of participation for the purchase and installation of telecommunications equipment, furnishings and vehicles and rolling stock. The State also privately placed \$318,000 of taxable certificates at that time. In June 2001, the State financed an additional \$3,150,000 of vehicles and rolling stock in this manner. In December 2002, the State financed an additional \$3,890,000 of vehicles and rolling stock. As of June 30, 2003, \$8,865,000 of certificates were outstanding.

In December 2000, Rhode Island entered into a lease agreement with a financial institution that issued \$28.18 million in certificates of participation to rehabilitate and upgrade the Central Power Plant at the Pastore Center Complex. As of June 30, 2003, there was \$23,440,000 of certificates outstanding. This reflects defeasance of \$3,875,000 in June 2002 from the proceeds of the securitization of revenues from the State’s tobacco master settlement.

In April 2002, the State entered into a loan agreement with the Rhode Island Housing and Mortgage Finance Corporation relating to the issuance of \$12,550,000 of debt to provide funds for the relocation of the Traveler’s Aid facility and for the Neighborhood Opportunities Program which provides affordable housing. As of June 30, 2003, there was \$12,550,000 outstanding.

In November 2003, the State entered into a payment agreement with the Rhode Island Economic Development Corporation relating to the issuance of \$53,030,000 of Motor Fuel Tax Revenue Bonds to provide funds for the State match for certain major Transportation projects funded by GARVEE bonds also issued by the Corporation such bonds are secured by two cents of the gas tax dedicated to the Department of Transportation, subject to annual appropriation.

Performance-based obligations of the Rhode Island Economic Development Corporation. In May 1996 the Economic Development Corporation issued \$25,000,000 of bonds to finance infrastructure for Fidelity Investments. These bonds carry a moral obligation of the State. If at any time, the amount in the capital reserve fund pledged for this bond issue falls below the capital reserve fund requirement as defined in the documents executed in connection with the transaction, a request will be made to the General Assembly to appropriate the amount of the deficiency. In addition, pursuant to the lease agreement the Economic Development Corporation and FMR Rhode Island, Inc. to secure the bonds, job rent credits are provided for lease payments if certain targeted new job goals are met for the financed project. Currently, it is projected that these job goals will be met. If the job goals are met, the Economic Development Corporation will credit FMR Rhode Island, Inc.'s lease payments and make annual requests to the General Assembly for appropriation which will be used to pay the debt service on this bond issue. In May 2002, an additional \$10 million of bonds with similar provisions were issued. As of June 30, 2003, \$33.017 million of Fidelity bonds were outstanding. Job rent credits are expected to result in a State obligation of \$1.1 million in 2004, and \$2.5 million when maximized.

In November 1997, the Economic Development Corporation entered into a similar agreement with Fleet Bank; bonds issued for that transaction totaled \$11.0 million. As of June 30, 2003, \$10.4 million of Fleet bonds were outstanding. Under the lease agreement with Fleet, debt service on only \$3.4 million of the total debt would be reimbursed through the applications of job rent credits. Job rent credits, if earned, are estimated to result in a State obligation of approximately \$.3 million per year.

State Agencies and Authorities

The General Assembly from time to time has authorized the creation of certain specialized independent authorities, districts and corporations to carry out specific governmental functions. In certain cases, bonds and other obligations issued by these entities have been guaranteed by the full faith and credit of the State; additionally, the State may provide significant financial assistance for their operations. In other cases, such entities, although empowered to issue bonds, may not pledge the full faith and credit of the State and, therefore, these bonds are not guaranteed by the State.

Rhode Island Turnpike and Bridge Authority. Originally created by an act of the General Assembly, Chapter 12, title 24, in 1954, the Rhode Island Turnpike and Bridge Authority has rights and obligations under agreements which secure its outstanding bonds. On August 21, 1997 the Authority issued \$42,985,000 Refunding Revenue Bonds Series 1997 providing escrowed funds to defease bond issues outstanding totaling \$41,355,000, (the original issues in 1965 and 1967 totaled \$61,000,000). The Authority voted to remove the tolls from the Mt. Hope Bridge on May 1, 1998. The Mt. Hope Bridge will continue to be maintained by the Authority. Tolls on the Claiborne Pell Bridge are the primary source of revenues and together with interest earned on investments are anticipated to be adequate to service debt and maintain the Authority's facilities. The outstanding balance of the 1997 issue of refunding bonds is \$35,650,000 at June 30, 2003.

Effective October 1, 1999, token purchases for \$10 (11 tokens) and \$50 (60 tokens) were authorized to provide savings to commuters as compared to the \$1.00 per axle cash fare.

Narragansett Bay Commission. The Commission is a public corporation of the State of Rhode Island, having a legal existence distinct from the State, and not constituting a part of State government, created in 1980 pursuant to Chapter 25 of title 46 of the General Laws of Rhode Island. The Act authorized the Commission to acquire, operate and upgrade the metropolitan Providence wastewater collection and treatment facilities. Full responsibility for the metropolitan Providence system was assumed on May 2, 1982.

In addition, certain general obligation bonds of the State were issued on behalf of the Commission, with certain user fees and charges dedicated to support debt service. Operating and maintenance expenses of the Commission also are funded with user charges. As of June 30, 2002, the State had issued \$92,425,000 of outstanding general obligation bonds on behalf

of the Commission. Of this amount, the Commission is responsible for paying debt service on \$13,485,000 from its user fee revenues. The total outstanding payable from user fees is \$5,249,332 as reflected in the financial statements as of June 30, 2003.

The State also has issued \$42,585,000 general obligation bonds on behalf of the Blackstone Valley District Commission. Bonds issued on behalf of the Blackstone Valley District Commission are supported by the rates and charges levied by the Commission for services provided to municipalities and other users of its facilities. On January 1, 1992, the Blackstone Valley District Commission was merged into the Commission. Outstanding bonds attributable to the Blackstone Valley District Commission as of June 30, 2003, totaled \$8,909,661 including the issuance of capital appreciation bonds in 1993.

Pursuant to the Narragansett Bay Commission Act, the Commission is authorized to accept advances or loans of funds of up to \$3.0 million from the General Fund of the State (a) in anticipation of the receipt of federal funds and (b) for the purpose of meeting debt service liabilities and providing for the construction, maintenance and operation for the project during such periods of time as the Narragansett Bay Commission Fund may be insufficient for any such purposes. The Commission currently has no outstanding advances from the State.

Rhode Island Industrial-Recreational Building Authority. The Rhode Island Industrial-Recreational Building Authority was created in 1987, pursuant to legislation under Chapter 34, title 42 of the General Laws of Rhode Island and subsequent voter referendum to merge the Recreational Building Authority and the Industrial Building Authority. The Industrial-Recreational Building Authority is a body corporate and politic and a public instrumentality of the State, consisting of five members appointed by the Governor. Voter approval enabled the Authority to pledge the State's full faith and credit up to \$80,000,000 for the following purposes: to insure eligible mortgages for new construction, acquisition, and rehabilitation or expansion of facilities used for manufacturing, processing, recreation, research, warehousing, retail, wholesale or office operations. New or used machinery, equipment, furniture, fixtures or pollution control equipment required in these facilities is also authorized for mortgage insurance. Mortgages insured by the Authority are limited to certain specified percentages of total project cost. The Authority is authorized to collect premiums for its insurance and to exercise rights of foreclosure and sale as to any project in default.

As of June 30, 2003, the Authority had outstanding mortgage agreements and other commitments for \$17,192,301 mainly in connection with revenue bonds issued by the Rhode Island Industrial Facilities Corporation. In accordance with State law, all premiums received by the Authority and all amounts realized upon foreclosure or other proceeds of defaulted mortgages are payable into the Industrial Recreational Building Mortgage Insurance Fund. All expenses of the Authority and all losses on insured mortgages are chargeable to this Fund. As of June 30, 2003, the Fund had a balance of \$2,420,298. The State has agreed to appropriate or borrow and pay to the Authority any amounts required to service insured loans that are in default should the Fund be insufficient. The State has never been called upon to replenish the Industrial-Recreational Building Mortgage Insurance Fund.

Rhode Island Refunding Bond Authority. The Authority was created in 1987 under Chapter 8.1, title 35 of the General Laws of Rhode Island, as a public corporation, having a distinct legal existence from the State and not constituting a department of State government. The Authority was created for the purpose of providing a legal means to advance refund two series of general obligation bonds of the State of Rhode Island. The Authority is authorized to issue bonds and notes, secured solely by its revenues, derived from payments pursuant to a loan and trust agreement with the State of Rhode Island, subject to annual appropriation. The payment of such loans by the State is subject to and dependent upon annual appropriations being made by the General Assembly.

Article 2 of the Fiscal Year 1998 Appropriations Act, effective July 1, 1997, transferred the functions, powers, rights, duties and liabilities of the Rhode Island Public Buildings Authority to the Rhode Island Refunding Bond Authority. Until this consolidation, the Rhode Island Public Buildings Authority, created by Chapter 14 of title 37 of the General Laws of Rhode Island, was a body corporate and politic which was generally authorized to acquire, construct, improve, equip, furnish, install, maintain and operate public facilities and public equipment through the use of public financing, for lease to federal, State, regional and municipal government branches, departments and agencies, in order to provide for the conduct of the executive, legislative and judicial functions of government. The various types of projects financed by the Public Buildings

Authority included judicial, administrative, educational, residential, rehabilitative, medical, correctional, recreational, transportation, sanitation, public water supply system and other projects.

The Public Buildings Authority had six series of bonds outstanding as of June 30, 1997, in the amount of \$202,750,000, which are payable solely from revenues derived from lease rentals pursuant to lease agreements between the Authority and the State. The State's payment of such lease rentals is subject to and dependent upon annual appropriations being made by the General Assembly. In June 1998, the Refunding Bond Authority refunded portions of four of these series of bonds with the issuance of the 1998 Series A Bond in the amount of \$39,875,000. The 1988 Series A Revenue Bonds were redeemed during the fiscal year ended June 30, 2003. In May 2003 the Authority issued \$67,625,000 State Public Projects Revenue Bonds, Series 2003 A dated April 1, 2003 to refund the outstanding principal of State Public Projects Revenue Bonds, 1993 Series A originally issued by the Rhode Island Public Buildings Authority. Total debt outstanding as of June 30, 2003 totals \$100,705,000.

Rhode Island Depositors Economic Protection Corporation. The Rhode Island Depositors Economic Protection Corporation (DEPCO) was created in 1991 under Chapter 116, title 42, as a public corporation, having a distinct legal existence from the State and not constituting a department of State government. DEPCO was created for the purpose of protecting depositors of certain credit unions and other financial institutions ("Eligible Institutions") in the State whose deposits were previously insured by the Rhode Island Share and Deposit Indemnity Corporation ("RISDIC"), a private deposit insurance fund which ceased operations and entered conservatorship on December 31, 1990. DEPCO is authorized to purchase assets and to assume liabilities including depositor liabilities of Eligible Institutions. DEPCO is also authorized to assist any Eligible Institutions in the acquisition of federal deposit insurance. The Corporation carried out a plan which included successfully paying substantially all depositors one hundred percent (100%) of their original deposit claims prior to October 31, 1993 through a combination of Corporation supported acquisitions and direct payments to depositors. The Corporation is authorized to issue general and/or special obligation bonds. Special obligation bonds are secured solely by a portion of the State sales and use tax receipts, subject to annual appropriation by the General Assembly or from other funds appropriated by the General Assembly for such purposes.

The Corporation issued special obligation bonds in the amount of \$149,996,923.60 in 1991. The Corporation also issued parity special obligation bonds in the principal amount of \$306,470,000 in 1992. In March 1993, DEPCO issued Special Obligation Refunding Bonds in the principal amount of \$138,835,000 to provide for the advance refunding of \$119,465,000 principal amount of the 1991 Special Obligation Bonds. In July 1993, the Corporation issued Special Obligation Refunding Bonds in the principal amount of \$206,635,000 to refund \$187,990,000 of the 1992 Special Obligation Bonds. As of August 3, 2000 all of the Special Obligation Bonds had been paid, cancelled, refunded or defeased. All other bonded debt of DEPCO was repaid on July 3, 1995.

Rhode Island Convention Center Authority. The Authority was created in 1987, under Chapter 99, title 42 of the General Laws of Rhode Island as a public corporation having a distinct legal existence from the State and not constituting a department of State government. The Authority was created for the purpose of acquiring, constructing, managing and operating a convention center and related facilities. Obligations issued by the Authority do not constitute a debt or liability or obligation of the State, but are secured solely from the pledged revenues or assets of the Authority. The Authority has issued \$182,395,000 of 1993 Series B Refunding Revenue Bonds (however during June 2003 all bonds maturing after 2015 in the amount of \$61,640,000 were in-substance defeased), \$56,755,000 of 1993 Series C Refunding Revenue Bonds, \$101,315,000 of 2001 Series A Refunding Revenue Bonds, \$58,285,000 of 2003 Series A Refunding Revenue Bonds. As of June 30, 2003, \$310,005,000 remains outstanding. After adjusting for unamortized bond premium, bond discount, and deferred loss on advanced refunding which is attributable to the issuance of refunding bonds, the outstanding principal totals \$290,129,100.

Pursuant to a Lease and Agreement dated as of November 1, 1991, between the Authority, as lessor, and the State, as lessee, the Authority leased the Convention Center facilities to the State. The State is obligated to make lease payments in an amount sufficient to pay the operating expenses of the Authority and the debt service on its obligations including, but not limited to, the bonds. The lease payments are subject to annual appropriation by the General Assembly.

Rhode Island Resource Recovery Corporation. The Rhode Island Resource Recovery Corporation (the Corporation), a quasi-public corporation and instrumentality of the State, was established in 1974 under Chapter 19, title 23

of the General Laws of Rhode Island, for the purpose of assisting municipalities in solving their waste disposal problems and for developing a more suitable alternative approach to the overall solid waste disposal problem through implementation of a resource recovery program. To accomplish its purposes, the Corporation has the power to issue negotiable notes and bonds subject to the provisions of Rhode Island General Law 35-18 and 23-19.

During January 2002, the Corporation issued Resource Recovery System Revenue Bonds, 2002 Series A (the Bonds), in the aggregate principal amount of \$19,945,000. The Bond proceeds were used to finance the construction and equipping of a tipping facility to receive and handle all commercial and municipal solid waste delivered to the facility. These bonds bear interest at rates that range from 3.5% to 5% and mature in varying installments beginning March 1, 2003 through March 1, 2022. The outstanding indebtedness is subject to optional and mandatory redemption provisions. Mandatory redemption is required on bonds over various years beginning in 2018 through 2022 at the principal amount of the bonds. The outstanding balance at June 30, 2003 totals \$18,970,291.

The outstanding indebtedness is collateralized by all revenues of the Corporation, certain restricted funds created pursuant to the Bonds issuance, and any revenues and property specifically conveyed, pledged, assigned or transferred by the Corporation as additional security for the Bonds. In addition, outstanding indebtedness is insured under a financial guaranty insurance policy.

The General Assembly approved legislation establishing a mechanism for a State subsidy in implementing a comprehensive waste disposal program during its 1986 session. The General Law defines the State's financial participation as a subsidy to the local "tipping fee" paid by municipalities, and establishes a formula for calculating the subsidy. The State provided the Corporation with a \$6,000,000 subsidy in FY 1994. Due to the improved financial condition of the Corporation, the General Assembly has required the Corporation to transfer the following annual amounts to the State's General Fund:

Fiscal Year	Amount
1995	\$ 6,000,000
1996	15,000,000
1997	0
1998	2,000,000
1999	4,000,000
2000	0
2001	3,115,000
2002	3,000,000
2003	<u>6,000,000</u>
	\$39,115,000

There is no provision in the State's FY 2004 budget that requires the Corporation to transfer funds to the State's General Fund.

In FY 1994, the General Assembly approved a municipal tip fee of \$32.00 per ton. Annually, the legislature has maintained the municipal tip fee at the FY 1994 level by reauthorizing the Corporation to charge \$32.00 per ton for municipal solid waste. A portion of the Corporation's landfill is a designated Superfund site. During 1996, the Corporation entered into a Consent Decree with the United States Environmental Protection Agency (EPA) concerning remedial actions taken by the Corporation for groundwater contamination. The Consent Decree requires the establishment of a trust in the amount of \$27,000,000 for remedial purposes. The Central Landfill Remediation Trust Fund Agreement was approved August 22, 1996 by the EPA. In accordance with the terms of the agreement, the Corporation has deposited approximately \$27,500,000 into the trust fund and has disbursed approximately \$5,100,000 for remediation expenses through June 30, 2003.

The cost of remedial actions may exceed the amount to be reserved. However, the Corporation projects that the amount reserved plus cash flow over the next five years will be adequate to fund the Superfund remedy. The Corporation would seek appropriations from the General Assembly to fund any shortfall. The State, virtually every municipality in the

State, and numerous businesses within and without the State are all potentially responsible parties ("PRPs") for the costs of remedial actions at the Corporation's Superfund site. Under federal law, PRPs are jointly and severally liable for all costs of remediation. EPA has agreed not to seek contributions from any other PRP as long as the Corporation is performing the remedy.

The Corporation has also established trust funds, in accordance with EPA requirements for a municipal solid waste landfill, for the closure and postclosure care costs related to Phases II, III and IV. At June 30, 2003, the Corporation had transferred approximately \$11,116,000 and \$5,706,000 into the trust funds to meet the financial requirements of closure and postclosure care costs related to Phases II & III and Phase IV, respectively. Future trust fund contributions will be made each year to enable the Corporation to satisfy these closure and postclosure care cost.

Rhode Island Clean Water Finance Agency. Pursuant to Chapter 12.2 of title 46 of the Rhode Island General Laws, the Rhode Island Clean Water Finance Agency (the Agency) is a body politic and corporate and a public instrumentality of the State, having distinct legal existence from the State and not constituting a department of the State government. The purpose of the Agency is to operate revolving loan funds capitalized by federal grants, proceeds of the 1986 and 1990 general obligation bond referenda, and other revenues and borrowing as authorized. Eligible applicants to the revolving loan fund include local government units for water pollution control facility capital improvements and drinking water capital improvements. Project selection will be determined according to federal EPA criteria, DEM and DOH prioritization, and Agency criteria as to security and fiscal soundness.

The Agency is empowered to issue revenue bonds and notes, which are not guaranteed by the State. As of June 30, 2003, the Agency has issued bonds in the aggregate amount of \$337,300,000 to fund \$362,517,555 in low-interest loans for various local wastewater pollution abatement projects, safe drinking water projects and the Cranston Privatization Issue. The outstanding bonded indebtedness of the Agency, as of June 30, 2003 is \$249,630,000 in the Clean Water State Revolving Fund (CWSRF wastewater projects), \$28,490,000 for the Cranston Privatization Issue and \$8,825,000 as a conduit financing for safe drinking water projects. Also, in years 1997 through 2003, the Agency made a total of \$36,580,000 in direct loans (loans issued without bond financing) out of the CWSRF. The Agency made a total of \$25,375,250 in Direct Loans (loans made without bond financing) cut out of the Drinking Water State Revolving Fund and \$58,095,000 out of the Rhode Island Water Pollution Control Revolving Fund.

Rhode Island Public Transit Authority. The Public Transit Authority was created under Chapter 18, title 39 of the General Laws of Rhode Island, by the General Assembly in 1964 as a body politic and corporate in response to the continuing financial difficulties being experienced by private bus transportation companies in the State resulting in the disruption of service. The Authority, with assistance from the State and with the proceeds of a federal loan, acquired the assets of the former United Transit Company and is authorized to acquire any other bus passenger systems or routes in the State which have filed with the Chairman of the State Public Utilities Commission a petition to discontinue service, and which the Authority deems necessary in the public interest. The Authority has expanded its operations statewide and operates a fleet of approximately 254 buses carrying approximately 18.7 million passengers annually.

The Authority is authorized to issue bonds and notes secured solely by its revenues. The Authority has no bonds or notes outstanding. Also, in order to increase the financial stability of the Authority, (1) the General Assembly authorized dedication of a portion of the State's gasoline tax receipts in support of appropriations to the Authority, and (2) the Authority increased its base fare from 70¢ to 75¢ to 85¢ to \$1.00 and then to \$1.25 in October 1998. The Authority, in an effort to build ridership, has maintained rates at a level that has necessitated State appropriations assistance to support its operations. In the fiscal year ended June 30, 2003, audited results of operations reveal that State-operating assistance to the Authority totaled \$29,054,641, operating revenues totaled \$17,878,368, and other revenues totaled \$19,443,868.

Rhode Island Economic Development Corporation. The Rhode Island Economic Development Corporation is a public corporation of the State for the purpose of stimulating the economic and industrial development of the State through assistance in financing of port, industrial, pollution control, recreational, solid waste and water supply facilities, and through the management of surplus properties acquired by the State from the federal government. The Corporation is generally authorized to acquire, contract and assist in the financing of its projects through the issuance of industrial development revenue bonds which do not constitute a debt or liability of the State.

The Corporation, which changed its name in 1995, was previously known as the Rhode Island Port Authority and Economic Development Corporation, created in 1974 under Chapter 64, title 42 of the General Laws of Rhode Island. The Economic Development Corporation continues the function of the Port Authority, but also incorporates other activities performed by the State Department of Economic Development and provides assistance to economic related agencies including the Rhode Island Airport Corporation and the Rhode Island Industrial Facilities Corporation. The new corporation provides a single State agency to deal with economic development for the State.

As of June 30, 2003, the Corporation had revenue bonds outstanding of \$396,026,242 including conduit debt of \$75,140,000 for the former Rhode Island Port Authority and Economic Development Corporation. Certain of the bonds of the Corporation can be secured, in addition to a pledge of revenues, by a capital reserve fund established by the Corporation for the applicable bond issue. In accordance with its enabling legislation, if at any time the balance in such capital reserve fund falls below its requirement, the Corporation is authorized to request the General Assembly to appropriate the amount of the deficiency. The General Assembly may, but is not obligated to, appropriate such amounts.

In February 1993, the Corporation issued \$30,000,000 in taxable revenue bonds on behalf of Alpha Beta Technology, Inc. for acquisition, construction and equipping of a new plant facility for the clinical and commercial manufacture of biopharmaceutical products. In January 1999, this issue was placed in default. These bonds were secured by a letter of credit that was secured in part by the Corporation's capital reserve fund. The bondholders were paid in full from a draw on the letter of credit. The Economic Development Corporation repaid the debt to the letter of credit bank and receivership costs by utilizing funds on hand in FY 2000, the proceeds from the sale of the facility, and state appropriations authorized during the 1999 General Assembly. The state appropriations, disbursed in the amount of \$5.8 million, were partially reimbursed as a result of additional receivership proceedings, resulting in net state support of \$5.4 million. As of June 30, 1999, the balance outstanding was \$28,675,000. As of January 1, 2000, there were no bonds outstanding for the original Alpha Beta debt. A new series of bonds in the amount of \$25.0 million were issued to finance the purchase of the building for Collaborative Smithfield Corporation. These bonds are also secured by the Corporation's capital reserve fund. On November 17, 2000, Dow Chemical Corp. assumed the bonds from Collaborative Smithfield Corp. At June 30, 2003, the outstanding balance was \$25,000,000.

In May 1996, Rhode Island Economic Development Corporation issued \$25,000,000 in revenue bonds on behalf of Fidelity Management Resources for development of infrastructure improvements at a site in Smithfield, Rhode Island to be utilized for Fidelity of Rhode Island, Inc. These bonds are also secured, in part, by the Corporation's capital reserve fund. In addition, pursuant to the lease, the Economic Development Corporation entered into an agreement with FMR Rhode Island, Inc., for the Fidelity Management Resources project described above, to secure those bonds, credits are provided for lease payments if certain targeted new job goals are met for the financed project. If the job goals are met, the Economic Development Corporation will credit FMR Rhode Island, Inc.'s lease payments and make annual requests to the General Assembly for appropriations which will be used to pay the debt service on this issue. In FY 2000, the State's expenditure for this purpose was \$222,176, reflecting approximately 9% of the total debt service. It is expected that within two years the full credits will be achieved. At June 30, 2003, the outstanding balance was \$23,071,242.

In May 2002, the Rhode Island Economic Development Corporation and Fidelity Management Resources entered into a Second Amendment to Ground Lease, to expand the premises to include additional lots at Fidelity Management Resources site in Smithfield, Rhode Island. In connection therewith, the Rhode Island Economic Development Corporation issued \$10,000,000 in revenue bonds on behalf of Fidelity Management Resources. These bonds are secured, in part by the Corporation's capital reserve fund. At June 30, 2003, the outstanding balance was \$10,000,000.

In November 1997, the Rhode Island Economic Development Corporation issued \$11,000,000 in revenue bonds on behalf of Fleet National Bank for development of infrastructure improvements at a site in Lincoln, Rhode Island to be utilized for Fleet National Bank. These bonds are also secured, in part, by the Corporation's capital reserve fund. In addition, the State has provided for credits if certain targeted new job goals are met. No expenditures have been made to date. At June 30, 2003, the outstanding balance was \$10,350,000.

Bonds secured by the Corporation's capital reserve fund (including bonds for the Dow Chemical Corporation, Fidelity Management Resources and Fleet National Bank projects described above) carry a moral obligation of the State. If at any time, certain reserve funds of the Economic Development Corporation pledged fall below their funding requirements, a request will be made to the General Assembly to appropriate the amount of the deficiency. The General Assembly may (but it is not obligated to) appropriate the amount of the deficiency.

In January 1998, the Economic Development Corporation issued revenue bonds in the amount of \$11,825,000 to finance improvements to McCoy Stadium in Pawtucket. These bonds are supported by State lease payments subject to annual appropriations.

In May 2000 the Rhode Island Economic Development Corporation issued revenue note obligations in the amount of \$40,820,000 to finance a portion of the costs of the Providence Place Mall. Such financing will be supported by two-thirds of the sales taxes generated at the mall (up to a cap of \$3.68 million in years 1-5, and \$3.56 million in years 6-20) as provided in the Mall Act (R.I.G.L. § 42-63.5-1 et. seq.) enacted by the General Assembly in 1996 and by Public Investment and HOV Agreement. It is expected that sales tax revenues generated at the Mall will be sufficient to fully support the revenue note obligations. Sales tax generated at the Mall are recorded as general revenues. The State is not obligated to fund the note payments if the sales tax generated is not sufficient.

On December 9, 1992, a subsidiary corporation of the Port Authority was established, known as the Rhode Island Airport Corporation. The Port Authority has since reorganized into the Economic Development Corporation (EDC). The Airport Corporation was established to oversee operations at Rhode Island's six airports and manage the process of designing and constructing a new passenger terminal facility, commonly known as the Airport Terminal Improvement Project, to replace the old terminal at T.F. Green Airport. The Airport Corporation's financial position and results of operations are presented in the financial statements by discrete presentation. This presentation involves reporting the Airport Corporation's financial position and results of operations in one column separate from the financial position of the Economic Development Corporation and its results of operations.

On July 1, 1993, properties of the State of Rhode Island Department of Transportation's (the State's) six airports (which include Theodore Francis Green, North Central, Newport, Block Island, Quonset and Westerly Airport) were transferred to the Airport Corporation under a lease and operating agreement dated June 25, 1993, by and between the State of Rhode Island, the Rhode Island Department of Transportation and the Airport Corporation. The Corporation is obligated under the lease agreement to reimburse the State for debt service on general obligation bonds issued to finance a portion of the improvement at the airports.

The Economic Development Corporation issued Airport Revenue Bonds of \$78,100,000 in 1993 and \$30,000,000 in 1994 to finance construction of a new terminal facility at T.F. Green Airport as well as other related capital improvement projects. On September 23, 1996 a new two level terminal facility was opened. The new terminal facility contains approximately 302,000 square feet and includes 17 hold rooms, 15 of which have access or can be accessed to aircraft by jet loading bridges. There are also four additional commuter aircraft parking positions.

In May 1998, four new gates were constructed at the terminal and were supported, in part, through the Economic Development Corporation (EDC) issuance of \$61,175,000 of Airport Revenue Bonds sold in June 1998. The terminal expansion of May 1998 resulted in five additional hold room facilities, one of which is for commuter use and the remaining four have access to aircraft jet loading bridges. The 1998 expansion gave T.F. Green terminal a capacity of 19 jet gates and two commuter gates for a total of 21 gates.

RIAC has entered into Airport Use & Lease Agreements (Airline Agreements) with the following signatory airlines: American Airlines, Continental Airlines, Delta Airlines, Northwest Airlines, Southwest Airlines, United Airlines, and US Airways.

The term of the Airline agreements extends through June 30, 2010, and establishes procedures for the annual adjustment of signatory airline terminal rates and aircraft landing fees collected for the use and occupancy of terminal and airfield facilities.

T.F. Green Airport ranked as the 57th busiest in the country for the federal fiscal year 2001 according to the latest published data in the "Terminal Area Forecast Summary" produced by the U.S. Department of Transportation, Federal Aviation Administration. This compares with rankings of 58th in federal fiscal years 2000 and 1999, 60th in federal fiscal year 1998, and 63rd in federal fiscal year 1997.

Since the inception of RIAC in 1992, there have been four (4) General Airport Revenue Bonds (GARBS) issued by the Rhode Island Economic Development Corporation (EDC), the parent of RIAC, to finance construction and other related costs for certain capital improvements at T.F. Green Airport. The bonds include the 1993 Series A Bonds (\$78,100,000), 1994 Series A Revenue Bonds (\$30,000,000), 1998 Series A&B Revenue Bonds (\$61,175,000), and the 2000 Series A&B Revenue Bonds (\$50,545,000). In October, 2003, RIAC refinanced \$31,725,000 of the outstanding 1993 Airport Revenue Bonds.

In November of 2003, the Corporation, acting pursuant to specific statutory authorization, issued \$216,805,000 in Grant Anticipation Bonds (GARVEE Bonds) on behalf of the Rhode Island Department of Transportation to finance four major transportation projects in the State. The bonds are secured by future Federal Highway Transportation appropriations. Simultaneously, the Corporation issued \$53,030,000 in Motor Fuel Tax Revenue Bonds to provide funds for the State match for these transportation projects. The Motor Fuel Tax Revenue Bonds are secured by two cents of the State's 30 cents motor fuel tax.

Rhode Island Industrial Facilities Corporation. The Rhode Island Industrial Facilities Corporation is a public body corporate and agency of the State established under Chapter 37.1, title 45 of the General Laws of Rhode Island. The Corporation is authorized to acquire, construct, finance and lease the following projects: (a) any land, building or other improvement, and all real and personal properties, including, but not limited to, machinery and equipment or any interest therein, whether or not in existence or under construction, which shall be suitable for manufacturing, warehousing, or other industrial or commercial purposes or suitable for pollution abatement or control, for the reconstruction, modernization or modification of existing industrial plants for the abatement or control of industrial pollution or suitable for solid waste disposal, or for any combination of such purposes including working capital, but shall not include raw materials, work in process or stock in trade; (b) any railroad rolling stock and vehicles for the transportation of freight; (c) the construction and/or acquisition costs of marine craft and necessary machinery, equipment and gear to be used primarily and continuously in the fishing industry; (d) the construction and/or acquisition costs and necessary machinery and equipment of any marine craft for research or other uses considered to be an integral part of any land-based industrial concern which would qualify for a loan guarantee through the Rhode Island Industrial-Recreational Building Authority; (e) acquisition costs of any existing building, machinery and equipment for any project which would otherwise qualify for a loan guarantee through the Rhode Island Industrial-Recreational Building Authority; and (f) any "recreational project" as described in Chapter 34 of title 42, relating to the loan guarantee program of the Rhode Island Industrial-Recreational Building Authority.

The Corporation is authorized to issue its revenue bonds and notes from time to time for any of its corporate purposes. All bonds and notes issued by the Corporation shall be payable solely out of the revenues and receipts derived from the leasing or sale by the Corporation of its projects, or from any other financing arrangement which may be designated in the proceedings of the Corporation under which the bonds or notes shall be authorized to be issued. As of June 30, 2003, the Corporation had an outstanding principal balance of conduit debt of \$67,424,744. Except for any obligations secured by mortgages which are insured by the Rhode Island Industrial-Recreational Building Authority, the State shall not be liable for the payment of the principal of or interest on any bonds or notes of the Corporation, or for the performance of any pledge, mortgage obligation or agreement of any kind whatsoever which may be undertaken by the Corporation nor shall such bonds and notes be construed to constitute an indebtedness of the State. Outstanding mortgage obligations of the Corporation which are insured by the Rhode Island Industrial-Recreational Building Authority totaled \$17,233,551 as of June 30, 2003.

Rhode Island Housing and Mortgage Finance Corporation. The Rhode Island Housing and Mortgage Finance Corporation is a public corporation and instrumentality of the State created in 1973 to assist in the construction and financing of low and moderate income housing and health care facilities in the State. In addition to its general powers, the Corporation is authorized to issue revenue bonds and to originate and make mortgage loans to low and moderate income persons and families, to purchase mortgage loans from and to make loans to private mortgage lenders in the State in order to increase the

amount of mortgage money generally available, and to make mortgage loans to contractors and developers of low and moderate single-family and multi-family housing developments and to acquire and operate, both solely and in conjunction with others, housing projects. The total outstanding indebtedness, including unamortized bond premium/discount, of the Corporation at June 30, 2003 was \$1,563,633,965 consisting of \$1,185,298,965 of long-term bonds and \$378,335,000 of short-term or convertible-option bonds. Included in the \$1,185,298,965 is \$209,862,722 in bonds, which are secured in part by capital reserve funds, which have aggregated to \$33,154,703 on June 30, 2003. Under provisions similar to those governing the Rhode Island Economic Development Corporation, the General Assembly may, but is not obligated to, provide appropriations for any deficiency in such reserve funds. The Corporation has never been required to request any such appropriations. Such reserve funds relate solely to multi-family issues of the Corporation. As of June 30, 2003, the Corporation had a combined total reserved and designated fund balance of approximately \$249,559,029.

Rhode Island Student Loan Authority. The Authority was created in 1981 under Chapter 62, title 16 of the General Laws, for the purpose of increasing the supply of loans made to students and their families to finance the cost of obtaining a post-secondary education. To achieve this purpose, one of the powers of the Authority is the ability to issue bonds and notes. Obligations of the Authority shall not constitute a debt, liability or obligation of the State or any political subdivision thereof, and shall be payable solely from the revenues or assets of the Authority. As of September 30, 2003, the Authority held \$689,178,585 Federal Family Education Loans that were insured by the Rhode Island Higher Education Assistance Authority and other Guarantors. The Authority also held on September 30, 2003, \$21,285,730.75 in Rhode Island Family Education Loans and \$98,240,340.65 in College Bound Loans. As of September 30, 2003, the Authority had \$883,585,000 of tax-exempt and taxable bonds outstanding.

Rhode Island Higher Education Assistance Authority. The Authority was created in 1977 under Chapter 57, title 16 of the General Laws as a public corporation of the State having a distinct legal existence from the State and not constituting a department of State government. It was created for the purpose of guaranteeing eligible loans to students and parents of students attending eligible institutions and of administering other programs of post-secondary student financial assistance assigned by law to the Authority (e.g. Rhode Island State Scholarship/Grant Program and College Bound Fund, Rhode Island's IRS Section 529 college savings program). Guarantees made by the Authority shall not constitute a pledge of the faith and credit of the State, but shall be payable solely from the revenues and assets of the Authority.

Rhode Island Water Resources Board Corporate. Pursuant to Chapter 15.1 of title 46 of the Rhode Island General Laws, the Water Resources Board Corporate is a body politic and corporate and a public instrumentality of the State having a distinct legal existence from the State. The purpose of the Board is to foster and guide the development of water resources including the establishment of water supply facilities and lease the same to cities, towns, districts and other municipal, quasi-municipal or private corporations or companies engaged in the water supply business in Rhode Island, contract for the use of the same by such parties, or sell to such parties the water derived from, carried by or processed in such facilities. The Board is authorized to issue revenue bonds which are payable solely from revenues generated by the lease of its facilities or the sale of water and the water surcharge (.01054). On July 13, 1989, the Board issued bonds for the benefit of the Providence Water Supply Board. On August 7, 1997 the Board issued refunding bonds in the amount of \$9,930,000 to advance refund the Providence Project Bonds which were redeemed on September 15, 1999. The amount of the Refunding Bonds outstanding as of June 30, 2003 was \$6,345,000.

On March 1, 1994, the Board issued revenue bonds for public drinking water protection in the amount of \$11,835,000. On November 15, 2002, the Board issued \$11,385,000 of revenue bonds. A portion of the proceeds refunded the 1994 series, which had \$7,705,000 outstanding as of June 30, 2003. The remaining proceeds will be used to fund Phase III of public drinking water protection projects. The amount of the Series 2002 refunding bonds outstanding as of June 30, 2003 was \$11,215,000.

Rhode Island Health and Educational Building Corporation. The Corporation was organized in 1966 as a Rhode Island non-business corporation with the name of Rhode Island Educational Building Corporation. In 1967, the Corporation was constituted as a public body corporate and an agency of the State by the Rhode Island General Assembly under Chapter 38.1, title 45 of the General Laws. The Corporation has broad powers to assist in providing educational facilities for colleges and universities operating in the State, to assist hospitals in the State in the financing of health care facilities, to assist students and families of students attending institutions for higher education in the State to finance the cost or a portion of the cost of

higher education, to assist in financing a broad range of non-profit health care providers, and to assist in financing non-profit secondary schools; child day care centers; adult day care centers; and free standing assisted living facilities; and to assist it in carrying out its powers, the Corporation may issue bonds and notes which are special obligations of the Corporation payable from revenues derived from the project financed or other monies of the participating educational institution or health care institution available for such purpose. The State is not liable for the payment of the principal, premium, if any, or interest on any bonds or notes of the Corporation, or for the performance of any pledge, mortgage, obligation or agreement of any kind whatsoever which may be undertaken by the Corporation, and none of the bonds or notes of the Corporation nor any of its agreements or obligations shall be construed to constitute an indebtedness of the State. As of June 30, 2003, the Corporation had \$1,304,676,331 of bonds and notes outstanding (excluding series secured by trust funds for future redemption).

Tobacco Settlement Financing Corporation. The Tobacco Settlement Financing Corporation (TSFC) was created in 2002 as a public corporation, having a distinct legal existence from the State and not constituting a department of state government. The TSFC was created to finance the acquisition from the State of the State's right, title and interest in the State's rights to receive the moneys due under and pursuant to (i) the Master Settlement Agreement, dated November 23, 1998, among the attorneys general of 46 states, the District of Columbia, the Commonwealth of Puerto Rico, Guam, the U.S. Virgin Islands, American Samoa and the Territory of the Northern Marianas and Philip Morris Incorporated, R.J. Reynolds Tobacco Company, Brown & Williamson Tobacco Corporation and Lorillard Tobacco Company and (ii) the Consent Decree and Final Judgment of the Rhode Island Superior Court for Providence County dated December 17, 1998, as the same has been and may be corrected, amended or modified, in the class action styled State of Rhode Island v. American Tobacco, Inc., et al. (Docket No. 97-3058), including without limitation, the rights of the State to receive the moneys due to it thereunder.

The Corporation issued \$685,390,000 of its Tobacco Settlement Asset-Backed Bonds, Series 2002A ("TSAC Bonds") in June 2002 to finance the costs of acquisition of the right, title and interest to one-hundred percent (100%) of the "state's tobacco receipts", as defined in the Act, after December 2003.

In accordance with the Act, the TASC bonds are payable both as to principal and interest solely out of the assets of the Corporation pledged for such purpose; and neither the faith and credit nor the taxing power of the State or any political subdivision thereof is pledged to the payment of the principal of or the interest on the TASC bonds. The TASC bonds do not constitute an indebtedness of or a general, legal or "moral" obligation the State or any political subdivision of the State.

EMPLOYEE RELATIONS

Under State law, all State employees, with certain exceptions, have the right to organize, to designate representatives for the purpose of collective bargaining and to negotiate with the Governor or his designee on matters pertaining to wages, hours and other conditions of employment, except the State employees' retirement system. State employees have all rights given to private employees under the State Labor Relations Act other than the right to strike. If the representatives of employee organizations and the State representatives are unable to reach agreement in collective bargaining negotiations, State law provides for the submission of unresolved issues to arbitration. The decision of the arbitrators is binding on the parties with respect to all issues and matters other than issues which involve wages for all bargaining units other than the State Police. With respect to the State Police, an arbitrator's decision involving wages is binding. For all other bargaining units, the arbitrators' decision on issues involving wages is advisory only, and subject to subsequent mutual agreement of the parties.

Below the level of State government, municipal employees, including uniformed and non-uniformed employees and teachers have rights similar to State employees to organize, engage in collective bargaining and submit unresolved issues to arbitration. State law or judicial interpretation forbids all such employees to engage in any work stoppage, slowdown or strike. Except as to teachers and non-uniformed employees, the decision of the arbitrators on contract term disputes is binding on the parties with respect to all matters, including those involving the expenditure of money. With respect to teachers and non-uniformed employees, the arbitrators' decision is binding on all unresolved issues other than those involving the expenditure of money, which matters remain subject to the subsequent mutual agreement of the parties.

As of October 8, 2002 the State had 13,307 employees organized in numerous unions represented by various collective bargaining units, the largest of which is the American Federation of State, County and Municipal Employees, Council 94. This union represents approximately 5,205 employees, or 39 percent of total organized State employees. Several other major bargaining groups are represented by the Rhode Island Alliance of Social Service Employees, Local 580 (1,082 employees); the Rhode Island Brotherhood of Correctional Officers (1,184 employees); the American Association of University Professors (680 employees); and the National Education Association (1,069 employees). In addition, there are 5,601 non-union employees.

STATE RETIREMENT SYSTEMS

Employees' Retirement System

The State of Rhode Island Employees' Retirement System (ERSRI) is a multiple employer, cost-sharing, public employee retirement system that acts as a common investment and administrative agent for pension benefits to be provided to State employees who meet eligibility requirements as well as teachers and certain other employees employed by local school districts in Rhode Island. A separate retirement program is maintained for members of the faculty of the State University and colleges and certain administrative employees in education and higher education. This program is provided through Teachers' Insurance and Annuity Association Plan (TIAA).

The System provides retirement, disability and death benefit coverage, as well as health insurance benefits for members retiring on or after July 1, 1989. Pension, disability and death benefits are funded (a) for State employees by contributions from the State and the employees and (b) for public school teachers by contributions from the teachers with employer contributions shared by the local education agencies (LEAs) and the State, except that, benefits under the Teachers' Survivors' Plan are financed by the LEAs and the teachers. The System's Actuary is currently Gabriel, Roeder, Smith & Company.

Financial Objectives and Funding Policy

The actuarial cost method and the amortization periods are set by statute. As of the June 30, 1999 valuation, Rhode Island General Laws 36-10-2 and 36-10-2.1 provide for a funding method of Entry Age Normal (EAN) and amortization of the Unfunded Actuarial Accrued Liability (UAAL) over a period not to exceed thirty (30) years as of June 30, 1999. Under this method, the actuarial gains (losses) are reflected as they occur in a decrease (increase) in the UAAL. The contribution rates are intended to be sufficient to pay normal cost and to amortize unfunded actuarial accrued liability (UAAL) in level payments over a fixed period of 27 years (30 years from June 30, 1999). The actuary considers the funding period reasonable.

Progress Toward Realization of Financing Objectives

The funded ratio (the ratio of the actuarial value of assets to the unfunded actuarial accrued liability) is a standard measure of a plan's funded status. In the absence of benefit improvements, it should increase over time, until it reaches 100%. For the State employees, the funded ratio decreased from 77.9% to 71.7% during the period July 1, 2001 to June 30, 2002, while for teachers the ratio decreased from 77.4% to 73.2% over the same period. These are based on the Entry Age Normal funding method effective June 30, 1999.

The fiscal year 2005 employer contribution rate will increase for state employees from 9.60% to 11.51% and for teachers, from 13.72% to 14.84%. The State contribution for teachers will be 6.12% with an additional 8.72% paid by LEAs. The fiscal year 2004 state contributions for teachers is 5.73% with an additional 7.99% paid by LEAs. Pursuant to Rhode Island General Laws, State employees contribute 8.75% and teachers contribute 9.50%.

GASB 25 and Funding Progress

Accounting requirements for ERSRI are set by Governmental Accounting Standards Board Statement No. 25 (GASB 25). The Schedule of Funding Progress shows a historical summary of the funded ratios and other information for

ERSRI. The notes to required supplementary information shows other information needed in connection with disclosure under GASB 25.

GASB 25 requires that plans calculate an Annual Required Contribution (ARC), and, if actual contributions received are less than the ARC, this must be disclosed. The ARC must be calculated in accordance with certain parameters. In particular, it must include a payment to amortize the UAAL. This amortization payment eventually will have to be computed using a funding period no greater than 30 years, but a 40-year maximum amortization period may be used during a ten-year transition period. Further, the amortization payment included in the ARC may be computed as a level amount, or it may be computed as an amount that increases with payroll. However, if payments are computed on a level-percent of payroll approach, the payroll growth assumption may not anticipate future membership growth.

The table below shows the calculated contribution rates. This is the ARC for State Employees and Teachers, respectively. The payroll growth rate used in the amortization calculations is set equal to the assumed inflation rate, and does not include any allowance for membership growth.

Development of Contribution Rates June 30, 2002

	State Employees	Teachers
1. Compensation		
(a) Supplied by ERSRI	\$ 563,002,274	\$ 735,288,788
(b) Adjusted for one-year's pay increase	586,888,745	792,015,577
2. Actuarial accrued liability	3,284,126,961	4,857,003,061
3. Actuarial value of assets	2,353,855,871	3,553,823,995
4. Unamortized accrued actuarial liability (UAAL) (2 -3)	930,271,090	1,303,179,066
5. Normal cost	51,134,407	97,766,488
6. Amortization of UAAL	69,681,839	96,506,223
7. Payroll projected for two-year delay	622,630,270	840,249,326
8. 2004-2005 normal cost	56,486,243	107,998,936
9. Total cost (6 + 8)	126,168,082	204,505,159
10. Employee contribution rate as percent of payroll	8.75%	9.50%
11. Employer contribution rate as percent of payroll		
(a) Normal cost (8 / 7 - 10)	0.32%	3.35%
(b) Amortization payments (6 / 7)	11.19%	11.49%
(c) Total (11(a) + 11(b))	11.51%	14.84%

Schedule of Funding Progress
(As required by GASB #25)

Valuation Date	Actuarial Value of Assets (AVA)	Actuarial Accrued Liability ²	Unfunded Actuarial Accrued Liability ³ (UAAL)	Funded Ratio	Annual Covered Payroll	UAAL as % of Payroll (4)/(6)
(1)	(2)	(3)	(3)-(2) (4)	(2)/(3) (5)	(6)	(7)
State Employees						
June 30, 1997	1,810,447,649	2,312,563,765	502,116,116	78.3%	443,709,290	113.2%
June 30, 1998	2,075,619,320	2,576,282,134	500,662,814	80.6%	477,319,627	104.9%
June 30, 1999 ¹	2,201,890,748	2,607,397,329	405,506,581	84.4%	494,815,513	82.0%
June 30, 2000	2,345,319,663	2,874,905,547	529,585,884	81.6%	517,632,152	102.3%
June 30, 2001	2,406,278,029	3,089,247,738	682,969,709	77.9%	539,015,218	126.7%
June 30, 2002	2,353,855,871	3,284,126,961	930,271,090	71.7%	586,888,745	158.5%
Teachers						
June 30, 1997	2,626,621,502	3,579,652,537	953,031,035	73.4%	604,076,573	157.8%
June 30, 1998	3,045,858,851	3,999,722,806	953,863,955	76.2%	636,246,593	149.9%
June 30, 1999 ¹	3,259,015,814	3,967,529,172	708,513,358	82.1%	673,484,467	105.2%
June 30, 2000	3,514,399,312	4,359,881,262	845,481,950	80.6%	703,201,056	105.2%
June 30, 2001	3,619,863,426	4,679,288,010	1,059,424,584	77.4%	748,460,527	120.2%
June 30, 2002	3,553,823,995	4,857,003,061	1,303,179,066	73.2%	792,015,577	164.5%

¹Restated numbers based on Entry Age Normal funding method

²Frozen Actuarial Liability for plan years 1998 and prior

³Unfunded Frozen Actuarial Liability for plan years 1998 and prior

**Schedules Of Contributions From The Employers
And Other Contributing Entity**

ERS						
Fiscal	<u>State Employees</u>		<u>Teachers (State)</u>		<u>Teachers (Employers)</u>	
Year Ended June 30	Annual Required Contribution	Percentage Contributed	Annual Required Contribution	Percentage Contributed	Annual Required Contribution	Percentage Contributed
2002	\$ 31,801,645	100%	\$ 30,763,337	100%	\$ 44,391,050	100%
2001	44,540,998	100%	35,365,234	100%	48,153,386	100%
2000	44,353,675	100%	40,719,407	100%	57,667,528	100%
1999	48,526,064	100%	30,202,943	100%	42,373,952	100%
1998	51,310,092	100%	35,005,382	100%	52,040,574	100%
1997	45,403,827	100%	34,871,679	100%	48,945,845	100%

**Notes to Required Supplementary Information
(as required by GASB #25)**

Item (1)	State Employees (2)	Teachers (3)
Valuation date	June 30, 2002	June 30, 2002
Actuarial cost method	Entry Age Normal	Entry Age Normal
Amortization method	Level percentage, closed	Level percentage, closed
Remaining amortization period	27 years	27 years
Asset valuation method	5-Yr Smoothed Market	5-Yr Smoothed Market
Actuarial assumptions:		
Investment rate of return *	8.25%	8.25%
Projected salary increase *	4.25% to 14.25%	4.25% to 16.75%
* Includes inflation at:	3.00%	3.00%
Cost of living adjustment	3.00%	3.00%

OTHER BENEFITS

In addition to benefits provided to State employees by the State Retirement System described above, State employees since 1956 have also been covered under the provisions of the Federal Old-Age and Survivor's Insurance Program (Title II of the Federal Social Security Act). Benefit rates, State, and member contributions are governed by federal law. The State is also subject to the unemployment compensation provisions of the federal employment security law. Contributions under this program by the State are made by annual appropriation of actual benefit costs incurred rather than a percentage of payroll.

LITIGATION

No litigation is pending or, to the knowledge of the Attorney General, threatened against or affecting the State seeking to restrain or enjoin the issuance, sale or delivery of the Bonds or in any way contesting or affecting the validity of the Bonds.

The State, its officers and employees are defendants in numerous lawsuits. With respect to any such litigation, State officials are of the opinion that the lawsuits are not likely to result either individually or in the aggregate in final judgments against the State that would materially affect its financial position. It should be noted, however, that litigation has been initiated against the State and the State's Fire Marshal arising out of a tragic fire at a nightclub in West Warwick, Rhode Island. The fire resulted in 100 deaths and injuries to approximately 200 people. Several suits have been served upon the State and its Fire Marshal, and according to press reports a number of others have been or are planned to be filed. There is no way to estimate the potential claims against the State and/or its employees. The State intends to contest any liability on its part or that of its employees. In any event, the Attorney General believes the State and its employees have immunity from suit based upon R.I. Gen. Laws § 23-28.2-17 of the State Fire Code. In addition, the Attorney General is of the view the State and its employees have immunity under the Public Duty Doctrine. Moreover, should total immunity not be available (which is denied), damages in any tort action against the State ought to be subject to the \$100,000 limitation contained in the State's Tort Claims Act.

FINANCIAL STATEMENTS

Attached are the combined financial statements and notes of the State for fiscal year ended June 30, 2001, and the report thereon by the Auditor General, a certified public account appointed by the Joint Committee on Legislative Services.

Exhibit A - Audited Financial Statements of the State for the Fiscal Year Ended June 30, 2002

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ERNEST A. ALMONTE, CPA, CFE
AUDITOR GENERAL
ernest.almonte@oag.ri.gov

STATE OF RHODE ISLAND and PROVIDENCE PLANTATIONS
GENERAL ASSEMBLY

OFFICE of the AUDITOR GENERAL

- ◆ INTEGRITY
- ◆ RELIABILITY
- ◆ INDEPENDENCE
- ◆ ACCOUNTABILITY

INDEPENDENT AUDITOR'S REPORT

Finance Committee of the House of Representatives and
Joint Committee on Legislative Services, General Assembly,
State of Rhode Island and Providence Plantations:

We have audited the accompanying financial statements of the governmental activities, the business-type activities, the aggregate discretely presented component units, each major fund, and the aggregate remaining fund information of the State of Rhode Island and Providence Plantations (the State) as of and for the year ended June 30, 2002, which collectively comprise the State's basic financial statements as listed in the Table of Contents. These financial statements are the responsibility of the State's management. Our responsibility is to express opinions on these financial statements based on our audit. We did not audit the financial statements of the Convention Center Authority enterprise fund; certain component units which represent 99% of the assets and revenues of the discretely presented component units; and 1% of the assets and revenues of the aggregate remaining fund information. Those financial statements were audited by other auditors whose reports thereon have been furnished to us, and our opinions, insofar as they relate to the amounts included for the Convention Center Authority, these component units, and the aggregate remaining fund information, are based solely on the reports of the other auditors.

Except as discussed in the following paragraph, 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 of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation. We believe that our audit and the reports of other auditors provide a reasonable basis for our opinion.

We were unable to obtain sufficient evidence regarding the completeness of the furniture and equipment, and building improvement categories of capital assets included in the State's basic financial statements at June 30, 2002. The State accumulated information regarding its investment in capital assets for inclusion in the government-wide financial statements at June 30, 2002, however, due to an insufficient number of physical inventories and weaknesses in accounting controls over the accumulation of such data, we were unable to satisfy ourselves as to the completeness of the carrying value of these categories of capital assets and the related depreciation expense by other auditing procedures. The furniture and equipment, and building improvement capital asset categories represent \$159 million or 17% of total governmental activities capital assets of \$927 million at June 30, 2002.

The liability for compensated absences included in the governmental activities section of the government-wide statement of net assets is understated by an undetermined amount because approximately 1,600 employees' accrued hours (representing 13% of total governmental activities employees) are not included within the State's payroll system which is used to determine this liability.

Certain fines and penalties receivable, as assessed by the Judicial branch, are not reported to the State Controller and consequently are not included as revenue and accounts receivable in the accompanying statements for the general fund and the governmental activities section of the government-wide statement of net assets and statement of activities. The effect of this omission on the general fund financial statements and the governmental activities section of the statement of net assets and statement of activities is not reasonably determinable.

Management has not presented encumbrances outstanding at June 30, 2002 as a reserved component of fund balance within the State's major governmental funds and aggregate remaining governmental funds or disclosed such amounts in the notes to the basic financial statements as required by generally accepted accounting principles. The amount by which this departure would affect the reserved and unreserved components of fund balance of the governmental funds is not reasonably determinable.

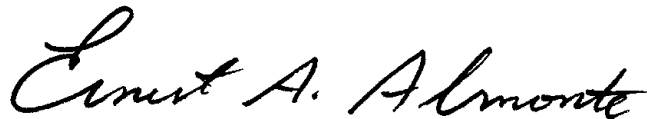
In our opinion, except for the effects of (1) such adjustments, if any, on the governmental activities included in the government-wide statement of net assets and the related statement of activities as might have been determined to be necessary had we been provided sufficient evidence regarding the completeness of the furniture and equipment, and building improvement components of capital assets, (2) the incomplete recording of the liability for compensated absences within governmental activities, (3) the omission of certain fines and penalties revenue and receivable from the governmental activities section of the statements of net assets and activities and the general fund financial statements, and (4) the omission of encumbrances outstanding at June 30, 2002 as a component of reserved fund balance of the governmental funds, based on our audit and the reports of other auditors, the financial statements referred to above present fairly, in all material respects, the respective financial position of the governmental activities, the business-type activities, the aggregate discretely presented component units, each major fund, and the aggregate remaining fund information of the State as of June 30, 2002, and the respective changes in financial position and cash flows, where applicable, thereof for the year then ended in accordance with accounting principles generally accepted in the United States of America.

As discussed in Note 1(R), the State has implemented a new financial reporting model as of June 30, 2002, as required by the provisions of GASB Statement No. 34, *Basic Financial Statements – and Management's Discussion and Analysis–for State and Local Governments*. Additionally, the State has implemented GASB Statement No. 35, *Basic Financial Statements – and Management's Discussion and Analysis – for Public Colleges and Universities*; Statement No. 37, *Basic Financial Statements – and Management's Discussion and Analysis-for State and Local Governments: Omnibus*; and Statement No. 38, *Certain Financial Statement Note Disclosures*. As required by these new standards, the State presents both government-wide

financial statements and fund-level financial statements. Additionally, as provided by Statement No. 34, the State has included only current year outlays for infrastructure as capital assets on the government-wide statement of net assets. Infrastructure outlays from prior years will be included in future financial statements.

In accordance with *Government Auditing Standards*, we have also issued our report dated October 17, 2003 on our consideration of the State's internal control over financial reporting and our tests of its compliance with certain provisions of laws, regulations, contracts, and grants. That report is an integral part of an audit performed in accordance with *Government Auditing Standards* and should be read in conjunction with this report in considering the results of our audit.

Our audit was performed for the purpose of forming opinions on the financial statements that collectively comprise the State's basic financial statements. The Schedules of Funding Progress, the major fund budgetary comparison schedules, and the Management's Discussion and Analysis as listed in the Table of Contents are not a required part of the basic financial statements but are supplementary information required by the Governmental Accounting Standards Board. We have applied certain limited procedures, which consisted principally of inquiries of management regarding the methods of measurement and presentation of the supplementary information. However, we did not audit the information and express no opinion on it.



Ernest A. Almonte, CPA, CFE
Auditor General

October 17, 2003

Management's Discussion and Analysis

The following is a discussion and analysis of the financial activities of the State of Rhode Island and Providence Plantations (the State) for the fiscal year ended June 30, 2002. Readers are encouraged to consider the information presented here in conjunction with the letter of transmittal, which can be found at the front of this report, and with the State's financial statements, which follow this section.

Fiscal year 2002 represents the first year in which the State is required to implement the provisions of Governmental Accounting Standards Board (GASB) Statement No. 34, *Basic Financial Statements - and Management's Discussion and Analysis for State and Local Governments*. Therefore, this discussion and analysis provides few comparisons with the previous fiscal year. Future reports are required to include extensive comparisons.

FINANCIAL HIGHLIGHTS - PRIMARY GOVERNMENT

Government-wide Highlights

- **Net Assets** The total assets of the State exceeded total liabilities at fiscal year ended June 30, 2002 by \$701.3 million. This amount is presented as "net assets" on the Statement of Net Assets for the Total Primary Government. Of this amount, (\$122.8) million was reported as unrestricted net assets, \$537.4 million was restricted net assets, and \$286.7 million was invested in capital assets net of related debt.
- **Changes in Net Assets** The State's total net assets increased by \$346.0 million, or 97.4%, in fiscal year 2002. Net assets of governmental activities increased by \$367.8 million, 482.4%, while net assets of the business-type activities showed a decrease of \$21.8 million.

Fund Highlights

- **Governmental Funds - Fund Balances** As of the close of fiscal year 2002, the State's governmental funds reported a combined ending fund balance of \$514.0 million, a decrease of \$40.8 million in comparison with the previous fiscal year. Included in the combined governmental fund balance is the activity of the State's General Fund. The General Fund ended the fiscal year with an unreserved, undesignated balance of \$31.0 million and the Budget Reserve Account ended the fiscal year with a balance of \$82.0 million.
- **Sale of rights to future tobacco settlement revenues** The State sold its rights to future tobacco settlement revenues to the Tobacco Settlement Financing Corporation for \$544 million. Of this amount \$295 million was used to defease long term debt and \$135 million was used to support general fund operations during fiscal 2002.

Management's Discussion and Analysis

Long-term Debt Highlights

- The State's long-term debt obligations (bonds and certificates of participation) decreased by \$233.5 million during the current fiscal year which represents the net difference between new issuances, payments and refundings of outstanding debt. The key factor contributing to this decrease was the defeasance during the fiscal year of \$277 million of bonds and certificates of participation. This defeasance was accomplished with the proceeds of the sale of the rights to future tobacco settlement revenues as described above.

OVERVIEW OF THE FINANCIAL STATEMENTS

This discussion and analysis are intended to serve as an introduction to the State's basic financial statements. The State's basic financial statements include three components:

1. Government-wide financial statements,
2. Fund financial statements, and
3. Notes to the financial statements

This report also contains other supplementary information in addition to the basic financial statements.

Government-wide Financial Statements

The government-wide financial statements provide a broad view of the State's finances. The statements provide both short-term and long-term information about the State's financial position, which assists in assessing the State's financial condition at the end of the year. They are prepared using the accrual basis of accounting, which recognizes all revenues and grants when earned and expenses at the time the related liabilities are incurred.

- The **Statement of Net Assets** presents all of the government's assets and liabilities, with the difference between the two reported as "net assets". Over time, increases and decreases in the government's net assets may serve as a useful indicator of whether the financial position of the State is improving or deteriorating.
- The **Statement of Activities** presents information showing how the government's net assets changed during the most recent fiscal year. All changes in net assets are reported as soon as the underlying event giving rise to the change occurs, regardless of the timing of related cash flows. Therefore, revenues and expenses are reported in this statement for some items that will not result in cash flows until future fiscal periods; for example, uncollected taxes and earned but unused vacation leave. This statement also presents a comparison between direct expenses and program revenues for each function of the government.

Management's Discussion and Analysis

Both of the government-wide financial statements have separate sections for three different types of government activities:

- **Governmental Activities:** The activities in this section represent most of the State's basic services and are generally supported by taxes, grants and intergovernmental revenues. The governmental activities of the State include general government, human services, education, public safety, natural resources, and transportation.
- **Business-type Activities:** These activities are normally intended to recover all or a significant portion of their costs through user fees and charges to external users of goods and services. These business-type activities of the State include the operations of the Lottery Commission, RI Convention Center Authority and the Employment Security Trust Fund.
- **Discretely Presented Component Units:** Component units are entities that are legally separate from the State, but for which the State is financially accountable. The State has 21 discretely presented component units. Financial information for these entities is presented separately from the financial information presented for the primary government.

Fund Financial Statements

A fund is a grouping of related accounts that is used to maintain control over resources that have been segregated for specific activities or objectives. The State uses fund accounting to ensure and demonstrate compliance with finance-related legal requirements. The fund financial statements focus on the individual parts of the State government, and report the State's operations in more detail than the government-wide financial statements. The State's funds are divided into three categories: governmental, proprietary and fiduciary.

- **Governmental funds:** Most of the State's basic services are financed through governmental funds. Governmental funds are used to account for essentially the same functions reported as governmental activities in the government-wide financial statements. However, unlike the government-wide financial statements, the governmental fund financial statements focus on near-term inflows and outflows of spendable resources, as well as on spendable resources available at the end of the fiscal year. Such information helps determine whether there are more or fewer financial resources that can be spent in the near future to finance the State's programs.

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

Management's Discussion and Analysis

Governmental funds include the General Fund and special revenue, capital projects, debt service and permanent funds. The State has several governmental funds, of which four are considered major individual funds. Those are the General Fund, the Intermodal Surface Transportation Fund, the Tobacco Settlement Trust Fund, and the Bond Capital Fund. Each of these major funds are presented in a separate column in the governmental fund statement of net assets and in the governmental statement of revenues, expenditures and changes in fund net assets. The remaining governmental funds are combined in a single aggregated column on the basic fund statements. Individual fund data for each of these nonmajor governmental funds can be found in the supplementary information section of this report.

- **Proprietary funds:** Services for which the State charges customers a fee are generally reported in proprietary funds. The State maintains two different types of proprietary funds, enterprise funds and internal service funds. Enterprise funds report activities that provide supplies and services to the general public. Internal service funds report activities that provide supplies and services for the State's other programs and activities. Like the government-wide statements, proprietary funds use the accrual basis of accounting. The State has three enterprise funds, the Lottery Fund, Convention Center Authority Fund and the Employment Security Trust Fund. These funds are each presented in separate columns on the basic proprietary fund financial statements. The State's internal service funds are reported as governmental activities on the government-wide statements, because the services they provide predominantly benefit governmental activities. The State's fourteen (14) internal service funds are reported on the basic proprietary fund financial statements in a single combined column. Individual fund data for these funds is provided in the form of combining statements and can be found in the supplementary information section of this report.
- **Fiduciary funds:** These funds are used to account resources held for the benefit of parties outside the State government. Fiduciary funds are not included in the government-wide financial statements because the resources of these funds are not available to support the State's programs. These funds, which include the pension trust, private-purpose trust and agency funds, are reported using accrual accounting. Individual fund data for fiduciary funds can be found in the supplementary information section of this report.

Notes to the Financial Statements

The notes provide additional information that is essential to a full understanding of the data provided in the government-wide and fund financial statements. The notes to the financial statements can be found immediately following the component units' financial statements.

Required Supplementary Information

The basic financial statements and accompanying notes are followed by a section of required supplementary information, including information concerning the State's progress in funding its

Management's Discussion and Analysis

obligation to provide pension benefits to its employees. This section also includes a budgetary comparison schedule for each of the State's major funds that have a legally-mandated budget.

Other Supplementary Information

Other supplementary information includes combining financial statements for nonmajor governmental internal service and fiduciary funds. These funds are added together, by fund type, and presented in single columns in the basic financial statements.

GOVERNMENT-WIDE FINANCIAL ANALYSIS

Net Assets

As noted earlier, net assets may serve over time as a useful indicator of a government's financial position. The State's combined net assets (governmental and business-type activities) totaled \$701.3 million at the end of fiscal year 2002, compared to \$355.3 million at the end of the prior fiscal year.

A portion of the State's net assets reflects its investment in capital assets such as land, buildings, equipment and infrastructure (roads, bridges, and other immovable assets) less any related debt outstanding that was needed to acquire or construct the assets. The State uses these capital assets to provide services to its citizens; consequently, these assets are not available for future spending. Although the State's investment in its capital assets is reported net of related debt, it should be noted that the resources needed to repay this debt must be provided from other sources.

Management's Discussion and Analysis

State of Rhode Island's Net Assets as of June 30, 2002 (Expressed in Thousands)			
	Governmental Activities	Business- Type Activities	Total Primary Government
Current and other assets	\$ 982,314	\$ 365,997	\$ 1,348,311
Capital assets	927,313	209,022	1,136,335
Total assets	1,909,627	575,019	2,484,646
Long-term liabilities outstanding	925,892	286,930	1,212,822
Other liabilities	539,639	30,836	570,475
Total liabilities	1,465,531	317,766	1,783,297
Net assets:			
Invested in capital assets, net of related debt	371,614	(84,909)	286,705
Restricted	196,913	340,512	537,425
Unrestricted	(124,431)	1,650	(122,781)
Total net assets	\$ 444,096	\$ 257,253	\$ 701,349

An additional portion of the State's net assets represents resources that are subject to external restrictions on how they may be used

Changes in Net Assets

The State's net assets increased by \$346.0 million, or 97.3%, during the current fiscal year. Total revenues of \$6.1 billion (including special items) were more than expenses (\$5.7) billion. Approximately 35.6% of the State's total revenue came from taxes, while 25.3% resulted from grants and contributions (including federal aid). Charges for various goods and services provided 27.1% of the total revenues. The State's expenses covered a range of services. The largest expenses were for human services (36.8%) and intergovernmental (15.6%) In 2002, governmental activity expenses exceeded program revenues, which resulted in the use of \$2.71 billion in general revenues (mostly taxes). On the other hand, net program revenues from business-type activities in 2002 exceeded expenses by \$148.4 million.

Management's Discussion and Analysis

State of Rhode Island's Changes in Net Assets			
For the Fiscal Year Ended June 30, 2002			
(Expressed in Thousands)			
	Governmental Activities	Business- Type Activities	Total Primary Government
Revenues:			
Program revenues:			
Charges for services	\$ 306,007	\$ 1,345,922	\$ 1,651,929
Operating grants and contributions	1,315,974	50,656	1,366,630
Capital grants and contributions	176,071		176,071
General revenues:			
Taxes	2,187,342		2,187,342
Interest	10,005	21,134	31,139
Other	153,947	7,615	161,562
Total revenues	4,149,346	1,425,327	5,574,673
Expenses:			
General government	455,489		455,489
Human services	2,115,220		2,115,220
Education	339,455		339,455
Public safety	288,291		288,291
Natural resources	138,287		138,287
Transportation	192,824		192,824
Intergovernmental	896,512		896,512
Grants	287		287
Interest	79,381		79,381
Lottery		958,626	958,626
Convention Center		57,900	57,900
Employment insurance		231,665	231,665
	4,505,746	1,248,191	5,753,937
Increase in net assets before transfers and special items	(356,400)	177,136	(179,264)
Transfers	198,969	(198,969)	0
Special items	525,276		525,276
Increase in net assets	367,845	(21,833)	346,012
Net assets - July 1, 2001	76,251	279,086	355,337
Net assets - June 30, 2002	\$ 444,096	\$ 257,253	\$ 701,349

FINANCIAL ANALYSIS OF THE STATE'S FUNDS

As noted earlier, the State uses fund accounting to ensure and demonstrate compliance with finance-related legal requirements.

Governmental Funds

The focus of the State's governmental funds is to provide information on near-term inflows, outflows, and balances of spendable resources. Such information is useful in assessing the State's financing requirements. In particular, unreserved fund balance may serve as a useful measure of the State's net resources available for spending at the end of the fiscal year.

Management's Discussion and Analysis

As of the end of the current fiscal year, the State's governmental funds reported a combined ending fund balance of \$514.1 million, a decrease of \$40.9 million. Reserved fund balances are not available for new spending because they have already been committed as follows: (1) \$82.0 million for a "rainy day" account, (2) \$50.7 million for continuing appropriations and (3) \$20.9 million principally to liquidate debt. Approximately 70.1% (\$360.4 million) of the ending fund balance is designated by the State's management consistent with the limitations of each fund.

The major governmental funds of the primary government are:

General Fund. The General Fund is the chief operating fund of the State. At the end of the current fiscal year, the unreserved fund balance of the General Fund was \$31.1 million, while total fund balance was \$163.8 million. As a measurement of the General Fund's liquidity, it may be useful to compare both unreserved fund balance and total fund balance to total fund expenditures. Unreserved fund balance represent less than 1% of total General Fund expenditures, while total fund balance represent 4% of the same amount.

The General Fund's total fund balance decreased by \$104.3 million during the current fiscal year. This decrease can be attributed to a draw down of opening fund balance and significant decrease in tax revenues, due in large part to the effects of a sluggish economy.

Intermodal Surface Transportation Fund. The Intermodal Surface Transportation Fund (ISTEA) accounts for the collection of the gasoline tax, federal grants, and bond proceeds that are used in maintenance, upgrading, and construction of the State's highway system. At the end of the current fiscal year, unreserved fund balance of the ISTEA fund was \$32.0 million, while the total fund balance was \$33.3 million. Total fund balance of the ISTEA fund decreased by a nominal \$.7 million during the current fiscal year.

Tobacco Settlement Trust Fund. The Tobacco Settlement Trust Fund (TSTF) accounts for the proceeds from the sale of the rights to future tobacco settlement revenues by the State to the Tobacco Settlement Finance Corporation. At the end of the current fiscal year, unreserved fund balance of the TSTF was \$113.9 million. This was the first year of operation for the TSTF.

Bond Capital Fund. The Bond Capital Fund (BCF) accounts for the proceeds of the bonds issued and the related capital expenditures not required to be accounted for in another capital projects fund. At the end of the current fiscal year, unreserved fund balance of the BCF fund was \$58.3 million. Fund balance of the BCF decreased by \$37.7 million during the current fiscal year.

GENERAL FUND BUDGETARY HIGHLIGHTS

During fiscal year 2002, the original budget was amended by supplemental appropriations and was modified to accommodate declining tax revenues. Differences between the original budget and the final enacted budget can be briefly summarized as follows:

- Decrease in taxes of \$165 million, with significant changes in personal income tax (decreased by \$141 million) and business corporations tax (decreased by \$50 million);
- Transfer of \$135 million from the Tobacco Settlement Trust Fund for general use;
- Increase of amount transferred from the Lottery Fund by \$23.8 million; and

Management's Discussion and Analysis

- Net general revenue appropriations increased by \$9.6 million, including a \$16.8 million supplemental appropriation for the Department of Human Services.

CAPITAL ASSETS AND DEBT ADMINISTRATION

Capital Assets. The State's investment in capital assets for its governmental and business-type activities as of June 30, 2002, amounts to \$1.1 billion, net of accumulated depreciation of \$395 million. This investment in capital assets includes land, buildings, improvements, equipment, infrastructure, and construction in progress. The total increase in the State's investment in capital assets for the current fiscal year was about 16.4% in terms of net book value. In accordance with GASB 34, the State has not recorded its investment in infrastructure prior to July 1, 2001. Such amounts will be included in future financial statements.

Actual expenditures to purchase or construct capital assets were \$208.2 million for the year. Of this amount, \$118.2 million was used to construct or reconstruct roads. Depreciation charges for the year totaled \$45 million.

State of Rhode Island's Capital Assets as of June 30, 2002 (Expressed in Thousands)			
	Governmental Activities	Business- Type Activities	Total Primary Government
Capital assets not being depreciated			
Land	\$ 373,185	\$ 38,032	\$ 411,217
Construction in progress	31,653	1,336	32,989
Total capital assets not being depreciated	404,838	39,368	444,206
Capital assets being depreciated			
Land improvements	3,209		3,209
Buildings	369,453	227,336	596,789
Buildings improvements	206,929		206,929
Equipment	143,716	18,466	162,182
Infrastructure	118,277		118,277
	841,584	245,802	1,087,386
Less: Accumulated depreciation	(319,109)	(76,148)	(395,257)
Total capital assets being depreciated	522,475	169,654	692,129
Total capital assets (net)	\$ 927,313	\$ 209,022	\$ 1,136,335

Additional information on the State's capital assets can be found in the notes to the financial statements of this report.

Debt Administration. Under the State's Constitution, the General Assembly has no power to incur State debts in excess of \$50,000 without the consent of the people (voters), except in the

Management's Discussion and Analysis

case of war, insurrection or invasion, or to pledge the faith of the State to the payment of obligations of others without such consent. At the end of the current fiscal year, the State's governmental activities had total bonded debt outstanding of \$820.6 million. The State's total bonded debt decreased by \$388.7 million (20%) during the current fiscal year. The key factor in this decrease was a cash defeasance of \$242.9 million that was funded by the proceeds from the sale of the rights to future tobacco settlement revenues. Additionally, the State has extended its credit through contractual agreements of a long-term nature which are subject to annual appropriations.

During the current fiscal year, the State issued \$135.4 million of general obligation bonds and \$39.8 of general obligation refunding bonds. These bonds have been assigned ratings by Fitch, Inc. (Fitch), Moody's Investors Service (Moody's) and Standard and Poor's Rating Services (Standard and Poor's). For the portion of the bonds that are insured, the ratings assigned by Fitch, Moody's, and Standard and Poor's are AAA, Aaa, and AAA, respectively. The ratings assigned by Fitch, Moody's, and Standard and Poor's to the bonds that are not insured are AA, Aa3, and AA-, respectively.

The State does not have any debt limitation. Bonds authorized by the voters, that remain unissued as of the end of the current fiscal year, amounted to \$183.1 million. Additional information on the State's long-term debt can be found in the notes to the financial statements of this report.

ECONOMIC FACTORS

The State's economy was one of only two economies in the northeastern United States that did not experience a downturn in employment growth from 2000 - 2002. This record of economic performance gives the State an unprecedented opportunity to further its economic development without having to first repair the damage from the national economic recession.

As of September 2003, year-over-year growth in the State's total employment, not seasonally adjusted, was 0.2% compared to a negative growth rate of -0.4% for the nation as a whole. With respect to year-over-year growth in personal income, in the second quarter of 2003, the State's personal income growth was 3.1%, compared to the United States as a whole's rate of 2.8%. Finally, the State's unemployment rate for September 2003 was 4.5% compared to 6.1% for the nation as a whole.

REQUESTS FOR INFORMATION

This financial report is designed to provide a general overview of Rhode Island's finances for all those with an interest in the State's finances. Questions concerning any of the information provided in this report or requests for additional information should be sent to finreport@mail.state.ri.us.

State of Rhode Island and Providence Plantations
Statement of Net Assets
June 30, 2002
(Expressed in Thousands)

	Primary Government			Component Units
	Governmental activities	Business - Type Activities	Totals	
Assets				
Current assets:				
Cash and cash equivalents	\$ 500,192	\$ 22,261	\$ 522,453	\$ 525,279
Funds on deposit with fiscal agent	24,431	277,188	301,619	
Investments	17,008	691	17,699	950,247
Receivables (net)	251,320	43,338	294,658	1,343,153
Due from primary government				4,476
Due from component units	5,215		5,215	
Internal balances	3,862	(3,862)		
Due from other governments and agencies	150,242	1,818	152,060	14,060
Inventories	2,303	886	3,189	6,635
Other assets	3,349	1,336	4,685	606,190
Total current assets	<u>957,922</u>	<u>343,656</u>	<u>1,301,578</u>	<u>3,450,040</u>
Noncurrent assets:				
Investments		17,494	17,494	91,208
Receivables (net)	1,022		1,022	909,636
Due from component units	23,361		23,361	
Capital assets - nondepreciable	404,838	39,368	444,206	282,397
Capital assets - depreciable (net)	522,475	169,654	692,129	858,842
Lease receivable				6,345
Other assets	9	4,847	4,856	164,709
Total noncurrent assets	<u>951,705</u>	<u>231,363</u>	<u>1,183,068</u>	<u>2,313,137</u>
Total assets	<u>1,909,627</u>	<u>575,019</u>	<u>2,484,646</u>	<u>5,763,177</u>
Liabilities				
Current Liabilities:				
Cash overdraft	4,525	212	4,737	373
Accounts payable	322,838	11,154	333,992	81,412
Due to primary government				2,793
Due to component units	4,476		4,476	
Due to other governments and agencies	2,430	1,563	3,993	2,112
Accrued expenses	58,433	3,737	62,170	64,479
Deferred revenue	11,854	854	12,708	16,204
Other current liabilities	32,668	425	33,093	7,765
Current portion of long-term debt	102,415	7,228	109,643	148,019
Obligation for unpaid prize awards		5,663	5,663	
Total current liabilities	<u>539,639</u>	<u>30,836</u>	<u>570,475</u>	<u>323,157</u>
Noncurrent Liabilities:				
Due to primary government				647
Due to other governments and agencies				4,486
Accrued liabilities				32,976
Deferred revenue				1,080
Notes payable				6,468
Loans payable				73,085
Obligations under capital lease	109,769		109,769	47,582
Compensated absences	19,430		19,430	22,519
Bonds payable	778,691	286,610	1,065,301	3,547,652
Other liabilities	18,002	320	18,322	307,025
Total noncurrent liabilities	<u>925,892</u>	<u>286,930</u>	<u>1,212,822</u>	<u>4,043,520</u>
Total liabilities	<u>1,465,531</u>	<u>317,766</u>	<u>1,783,297</u>	<u>4,366,677</u>
Net Assets				
Invested in capital assets, net of related debt	371,614	(84,909)	286,705	682,295
Restricted for:				
Budget Reserve	82,024		82,024	
State infrastructure bank	1,343		1,343	
Debt	19,544	28,194	47,738	568,763
Employment Insurance Programs	94,002	312,318	406,320	
Unrestricted	(124,431)	1,650	(122,781)	145,442
Total net assets	<u>\$ 444,096</u>	<u>\$ 257,253</u>	<u>\$ 701,349</u>	<u>\$ 1,396,500</u>

State of Rhode Island and Providence Plantations
Statement of Activities
For the Year Ended June 30, 2002
(Expressed in Thousands)

Functions/Programs	Program Revenues				Net (Expense) Revenue and Changes in Net Assets			Component Units
	Expenses	Charges for Services	Operating grants and contributions	Capital grants and contributions	Primary Government		Totals	
					Governmental Activities	Business-type activities		
Primary government:								
Governmental activities:								
General government	\$ 455,489	\$ 140,869	\$ 64,412	\$ 484	\$ (249,724)		\$ (249,724)	\$
Human services	2,115,220	98,789	1,074,576		(941,855)		(941,855)	
Education	339,455	2,744	111,618		(225,093)		(225,093)	
Public safety	288,291	30,230	22,476		(235,585)		(235,585)	
Natural resources	138,287	30,573	12,590	3,941	(91,183)		(91,183)	
Transportation	192,824	2,802	30,302	171,646	11,926		11,926	
Intergovernmental	896,512				(896,512)		(896,512)	
Grants	287				(287)		(287)	
Interest and other charges	79,381				(79,381)		(79,381)	
Total governmental activities	<u>4,505,746</u>	<u>306,007</u>	<u>1,315,974</u>	<u>176,071</u>	<u>(2,707,694)</u>		<u>(2,707,694)</u>	
Business-type activities:								
State lottery	958,626	1,170,860				212,234	212,234	
Convention Center	57,900	39,291				(18,609)	(18,609)	
Employment security	231,665	135,771	50,656			(45,238)	(45,238)	
Total business-type activities	<u>1,248,191</u>	<u>1,345,922</u>	<u>50,656</u>			<u>148,387</u>	<u>148,387</u>	
Total primary government	<u>\$ 5,753,937</u>	<u>\$ 1,651,929</u>	<u>\$ 1,366,630</u>	<u>\$ 176,071</u>	<u>(2,707,694)</u>	<u>148,387</u>	<u>(2,559,307)</u>	
Component units	<u>\$ 925,070</u>	<u>\$ 629,259</u>	<u>\$ 343,134</u>	<u>\$ 86,064</u>				133,387
General Revenues:								
Taxes					2,187,342		2,187,342	
Interest and investment earnings					10,005	21,134	31,139	47,805
Miscellaneous					153,947	7,615	161,562	(218)
Special items					525,276		525,276	(2,790)
Transfers					198,969	(198,969)		
Total general revenues, special items, and transfers					<u>3,075,539</u>	<u>(170,220)</u>	<u>2,905,319</u>	<u>44,797</u>
Change in net assets					367,845	(21,833)	346,012	178,184
Net assets - beginning					76,251	279,086	355,337	1,218,316
Net assets - ending					<u>\$ 444,096</u>	<u>\$ 257,253</u>	<u>\$ 701,349</u>	<u>\$ 1,396,500</u>

Exhibit A-15

State of Rhode Island and Providence Plantations
Balance Sheet
Governmental Funds
June 30, 2002
(Expressed in Thousands)

	General	Intermodal Surface Transportation	Bond Capital	Tobacco Settlement Trust	Other Governmental Funds	Total Governmental Funds
Assets						
Cash and cash equivalents	\$ 193,870	\$ 9,503	\$ 100,590	\$ 113,938	\$ 73,314	\$ 491,215
Funds on deposit with fiscal agent					24,431	24,431
Investments					17,008	17,008
Receivables (net)	196,134	11,365			39,620	247,119
Due from other funds	26,810	15,499	4		733	43,046
Due from component units	1,646	1,147				2,793
Due from other governments and agencies	117,788	28,358	4,095			150,241
Loans to other funds	5,791					5,791
Other assets	77	68			2,727	2,872
Total assets	542,116	65,940	104,689	113,938	157,833	984,516
Liabilities and Fund Balances						
Liabilities						
Accounts payable	285,817	20,677	9,158		1,234	316,886
Due to other funds	2,958		35,564		7,032	45,554
Due to component units	1,818	2,628	29			4,475
Due to other governments and agencies		2,431				2,431
Loans from other funds			1,458		1,523	2,981
Accrued expenses	43,172					43,172
Deferred revenue	17,176	5,043	66			22,285
Other liabilities	27,375	1,796	59		3,438	32,668
Total liabilities	378,316	32,575	46,334		13,227	470,452
Fund Balances						
Reserved for:						
Budget reserve	82,024					82,024
Appropriations carried forward	50,737					50,737
Debt					19,544	19,544
State infrastructure bank		1,343				1,343
Unreserved, reported in:						
General fund	31,039					31,039
Special revenue funds		32,022		113,938	95,501	241,461
Capital projects funds			58,355		28,775	87,130
Permanent fund					786	786
Total fund balances	163,800	33,365	58,355	113,938	144,606	514,064
Total liabilities and fund balances	\$ 542,116	\$ 65,940	\$ 104,689	\$ 113,938	\$ 157,833	\$ 984,516

State of Rhode Island and Providence Plantations
 Reconciliation of the Balance Sheet of the Governmental Funds
 to Statement of Net Assets for Governmental Activities
 June 30, 2002
 (Expressed in Thousands)

Fund Balance of Governmental Funds	\$	514,064
Amounts reported for governmental activities in the Statement of Net Assets are different because:		
Capital Assets used in the governmental activities are not financial resources and therefore are not reported in the funds.		923,392
Bond, notes, certificates of participation, and accrued interest are not due and payable in the current period and therefore are not recorded in the governmental funds.		(1,040,255)
Long-term receivables from component units that are not available to pay for current-period expenditures and therefore are not recorded in the fund financial statements.		25,783
Revenues in the Statement of Activities that do not provide current financial resources are not reported as revenues in the governmental funds.		10,439
Internal service funds are used by management to charge the costs of certain activities to individual funds. The net assets of the internal service funds is reported with governmental activities.		10,673
Net Assets - Governmental Activities	\$	444,096

State of Rhode Island and Providence Plantations
Statement of Revenues, Expenditures, and Changes in Fund Balances
Governmental Funds
For the Fiscal Year Ended June 30, 2002
(Expressed in Thousands)

	General	Intermodal Surface Transportation	Bond Capital	Tobacco Settlement Trust	Other Governmental Funds	Total Governmental Funds
Operating revenues:						
Taxes	\$ 1,905,131	\$ 130,000	\$	\$	\$ 146,825	\$ 2,181,956
Licenses, fines, sales, and services	186,927				11,810	198,737
Departmental restricted revenue	77,038	2,802				79,840
Federal grants	1,289,575	190,294	7,257			1,487,126
Income from investments	1,092	339	3,525		4,676	9,632
Net increase in the fair value of investments					182	182
Other revenues	55,346	970	3,698		674	60,688
Total operating revenues	3,515,109	324,405	14,480		164,167	4,018,161
Operating expenditures:						
Current:						
General government	273,966				154,918	428,884
Human services	2,103,198					2,103,198
Education	92,035					92,035
Public safety	288,363					288,363
Natural resources	56,220		3,698		4,650	64,568
Transportation		122,208				122,208
Capital outlays	37,153	133,548	24,929		8,099	203,729
Intergovernmental	892,172	832	3,453		56	896,513
Grants			287			287
Debt service:						
Principal	91,576					91,576
Interest and other charges	65,557				8,527	74,084
Total operating expenditures	3,900,240	256,588	32,367		176,250	4,365,445
Operating income (loss)	(385,131)	67,817	(17,887)		(12,083)	(347,284)
Nonoperating revenues (expenses)						
Bonds and notes issued			174,000		1,205	175,205
Premium and accrued interest			6,069		46	6,115
Operating transfers in	469,143	44,861	52,348		3,250	569,602
Operating transfers in from component units	26,721					26,721
Other	83,142					83,142
Payment to refunded bonds escrow agent			(40,239)	(295,300)		(335,539)
Operating transfers out	(72,567)	(50,872)	(100,502)	(135,000)	(1,602)	(360,543)
Operating transfers out to component units	(225,653)	(62,543)	(111,463)		(2,850)	(402,509)
Total nonoperating revenues (expenses)	280,786	(68,554)	(19,787)	(430,300)	49	(237,806)
Special item				544,238		544,238
Change in fund balances	(104,345)	(737)	(37,674)	113,938	(12,034)	(40,852)
Fund balances - beginning	268,145	34,102	96,029		156,640	554,916
Fund balances - ending	\$ 163,800	\$ 33,365	\$ 58,355	\$ 113,938	\$ 144,606	\$ 514,064

State of Rhode Island and Providence Plantations
 Reconciliation of the Statement of Revenues, Expenditures, and
 Changes in Fund Balances of Governmental Funds to the Statement of Activities
 For the Year Ended June 30, 2002
 (Expressed in Thousands)

Change in Fund Balance - Governmental Funds	\$ (40,852)
Amounts reported for governmental activities in the Statement of Activities are different because:	
Governmental funds report capital outlays as expenditures. However, in Statement of Activities the cost of those assets is allocated over their estimated useful lives and reported as depreciation expense. Current year acquisitions are therefore deducted from expenses on the Statement of Activities, less current year depreciation expense and revenue resulting from current year disposals.	166,266
Bond, notes, and certificates of participation proceeds provide current financial resources to governmental funds by issuing debt which increases long-term debt in the Statement of Net Assets. Repayments of bond principal is an expenditure in the governmental funds, but the repayment reduces long-term liabilities in the Statement of Net Assets.	229,249
Revenues in the Statement of Activities do not provide current financial resources and are therefore recorded as deferred revenue in the Governmental Funds Balance Sheet	10,439
Internal service funds are used by management to charge the costs of certain activities to individual funds. The change in net assets of the internal service funds is reported with governmental activities.	2,743
Change in Net Assets - Governmental Activities	<u><u>\$ 367,845</u></u>

State of Rhode Island and Providence Plantations
Statement of Net Assets
Proprietary Funds
June 30, 2002
(Expressed in Thousands)

	Business-type Activities-- Enterprise Funds			Governmental Activities	
	R.I. State Lottery	R.I. Convention Center	Employment Security	Totals	Internal Service Funds
Assets					
Current assets:					
Cash and cash equivalents	\$ 6,600	\$ 14,246	\$ 1,415	\$ 22,261	\$ 8,977
Funds on deposit with fiscal agent			277,188	277,188	
Investments	691			691	
Receivables (net)	7,594	2,223	33,521	43,338	4,201
Due from other funds					9,794
Due from other governments and agencies			1,818	1,818	
Inventories	886			886	2,304
Other assets	459	877		1,336	476
Total current assets	<u>16,230</u>	<u>17,346</u>	<u>313,942</u>	<u>347,518</u>	<u>25,752</u>
Noncurrent assets:					
Investments	320	17,174		17,494	
Capital assets - nondepreciable	751	38,617		39,368	
Capital assets - depreciable (net)	530	169,124		169,654	3,921
Other assets		4,847		4,847	1,022
Total noncurrent assets	<u>1,601</u>	<u>229,762</u>		<u>231,363</u>	<u>4,943</u>
Total assets	<u>17,831</u>	<u>247,108</u>	<u>313,942</u>	<u>578,881</u>	<u>30,695</u>
Liabilities					
Current Liabilities					
Cash overdraft	212			212	4,525
Accounts payable	8,877	2,277		11,154	5,953
Due to primary government					
Due to other funds	2,142	1,659	61	3,862	3,424
Due to component units					
Due to other governments and agencies			1,563	1,563	
Loans from other funds					2,810
Accrued expenses		3,737		3,737	
Deferred revenue	157	697		854	
Other current liabilities	425			425	2,044
Notes payable		1,153		1,153	
Bonds payable		6,075		6,075	
Obligations under capital lease					112
Obligation for unpaid prize awards	5,663			5,663	
Total current liabilities	<u>17,476</u>	<u>15,598</u>	<u>1,624</u>	<u>34,698</u>	<u>18,868</u>
Noncurrent Liabilities					
Obligations under capital lease					1,156
Bonds payable		286,610		286,610	
Notes payable					
Compensated absences					
Obligation for unpaid prize awards	320			320	
Total noncurrent liabilities	<u>320</u>	<u>286,610</u>		<u>286,930</u>	<u>1,156</u>
Total liabilities	<u>17,796</u>	<u>302,208</u>	<u>1,624</u>	<u>321,628</u>	<u>20,024</u>
Net Assets					
Invested in capital assets, net of related debt	35	(84,944)		(84,909)	2,423
Restricted for:					
Capital Projects					348
Debt		28,194		28,194	
Employment Insurance Programs			312,318	312,318	
Unrestricted		1,650		1,650	7,900
Total net assets	<u>\$ 35</u>	<u>\$ (55,100)</u>	<u>\$ 312,318</u>	<u>\$ 257,253</u>	<u>\$ 10,671</u>

State of Rhode Island and Providence Plantations
Statement of Revenues, Expenditures and Changes in Fund Net Assets
Proprietary Funds
For the Year Ended June 30, 2002
(Expressed in Thousands)

	Business-type Activities-- Enterprise Funds			Governmental Activities	
	R.I. State Lottery	R.I. Convention Center	Employment Security	Totals	Internal Service Funds
Operating revenues:					
Charges for services	\$ 1,170,860	\$ 38,686	\$ 134,468	\$ 1,344,014	\$ 98,901
Grants			50,656	50,656	
Miscellaneous		605	1,303	1,908	
Total operating revenues	1,170,860	39,291	186,427	1,396,578	98,901
Operating expenses:					
Personal services	3,194	14,727		17,921	13,196
Supplies, materials, and services	161,667	16,056		177,723	82,008
Prize awards	793,540			793,540	
Depreciation	225	9,584		9,809	756
Benefits Paid			225,641	225,641	
Total operating expenses	958,626	40,367	225,641	1,224,634	95,960
Operating income (loss)	212,234	(1,076)	(39,214)	171,944	2,941
Nonoperating revenues (expenses):					
Interest revenue	1,973	1,327	17,834	21,134	22
Other nonoperating revenue			7,615	7,615	
Interest expense		(17,533)		(17,533)	(76)
Other nonoperating expenses			(6,024)	(6,024)	
Total nonoperating revenue (expenses)	1,973	(16,206)	19,425	5,192	(54)
Net income (loss) before transfers	214,207	(17,282)	(19,789)	177,136	2,887
Transfers in		16,969		16,969	
Transfers out	(214,279)	(1,659)		(215,938)	(143)
Change in net assets	(72)	(1,972)	(19,789)	(21,833)	2,744
Total net assets - beginning	107	(53,128)	332,107	279,086	7,927
Total net assets - ending	\$ 35	\$ (55,100)	\$ 312,318	\$ 257,253	\$ 10,671

State of Rhode Island and Providence Plantations
Statement of Cash Flows
Proprietary Funds
For the Year Ended June 30, 2002
(Expressed in Thousands)

	Business-type Activities-- Enterprise Funds			Governmental Activities	
	R.I. State Lottery	R.I. Convention Center	Employment Security	Totals	Internal Service Funds
Cash flows from operating activities:					
Cash received from customers	\$ 1,177,258	\$ 38,899	\$ 138,285	\$ 1,354,442	\$ 50,807
Cash received from grants			22,917	22,917	
Cash payments to suppliers for goods and services	(3,368)	(15,208)		(18,576)	(78,492)
Cash payments to employees for services	(3,401)	(14,312)		(17,713)	(18,749)
Cash payments to prize winners	(799,985)			(799,985)	
Cash payments for commissions	(155,333)			(155,333)	
Cash payments for benefits			(225,608)	(225,608)	
Other operating revenue (expense)			479	479	(173)
Net cash provided by (used for) operating activities	<u>215,171</u>	<u>9,379</u>	<u>(63,927)</u>	<u>160,623</u>	<u>(46,607)</u>
Cash flows from noncapital financing activities:					
Loans from other funds					72,755
Loans to other funds					18,420
Repayment of loans to other funds					(42,794)
Operating transfers in		16,393	202,004	218,397	
Operating transfers out	(213,444)	(1,659)	(138,991)	(354,094)	
Negative cash balance implicitly financed	(221)			(221)	4,525
Other			1,006	1,006	
Net cash provided by (used for) noncapital financing activities	<u>(213,665)</u>	<u>14,734</u>	<u>64,019</u>	<u>(134,912)</u>	<u>52,906</u>
Cash flows from capital and related financing activities:					
Principal paid on capital obligations		(7,640)		(7,640)	(348)
Interest paid on capital obligations		(15,278)		(15,278)	(76)
Acquisition of capital assets	(1,064)	(3,356)		(4,420)	(215)
Proceeds from the disposition of capital assets					154
Proceeds from bonds		2,596		2,596	
Net cash provided by (used for) capital and related financing activities	<u>(1,064)</u>	<u>(23,678)</u>		<u>(24,742)</u>	<u>(485)</u>
Cash flows from investing activities:					
Proceeds from sale and maturity of investments	902	4,244		5,146	
Interest on investments	457	1,365		1,822	22
Net cash provided by (used for) investing activities	<u>1,359</u>	<u>5,609</u>		<u>6,968</u>	<u>22</u>
Net increase (decrease) in cash and cash equivalents	1,801	6,044	92	7,937	5,836
Cash and cash equivalents, July 1, 2001	4,799	8,202	1,323	14,324	3,141
Cash and cash equivalents, June 30, 2002	<u>\$ 6,600</u>	<u>\$ 14,246</u>	<u>\$ 1,415</u>	<u>\$ 22,261</u>	<u>\$ 8,977</u>
Reconciliation of operating income (loss) to net cash provided by (used for) operating activities:					
Operating income (loss)	212,234	(1,076)	(39,214)	171,944	2,941
Adjustments to reconcile operating income (loss) to net cash provided by (used for) operating activities:					
Depreciation	225	9,584		9,809	756
Other revenue (expense)					
Net changes in assets and liabilities:					
Receivables, net	(1,588)	(360)	2,933	985	(153,422)
Operating revenue deposited directly with the fiscal agent			(27,717)	(27,717)	
Inventory	(150)			(150)	(4)
Prepaid items	16	(50)		(34)	24
Other assets	516		(42)	474	
Other income / expenses					
Due to / due from transactions			113	113	
Accounts and other payables	3,125	763		3,888	102,855
Accrued expenses	(51)	543		492	243
Deferred revenue	16			16	
Prize awards payable	828			828	
Other liabilities		(25)		(25)	
Total adjustments	<u>2,937</u>	<u>10,455</u>	<u>(24,713)</u>	<u>(11,321)</u>	<u>(49,548)</u>
Net cash provided by (used for) operating activities	<u>\$ 215,171</u>	<u>\$ 9,379</u>	<u>\$ (63,927)</u>	<u>\$ 160,623</u>	<u>\$ (46,607)</u>

State of Rhode Island and Providence Plantations
Statement of Net Assets
Fiduciary Funds
June 30, 2002
(Expressed in Thousands)

	Pension Trust	Private Purpose	
		Touro Jewish Synagogue	Agency
Assets			
Cash and cash equivalents	\$ 4,794	\$ 107	\$ 15,177
Receivables			
Contributions	25,957		
Due from state for teachers	15,486		
Miscellaneous	2,514	3	
Total receivables	43,957	3	
Investments, at fair value			
Equity in Short-Term Investment Fund	193		
Equity in Pooled Trust	5,394,370		
Plan specific investments	23,072		
Other investments		1,852	69,127
Total investments before lending activities	5,417,635	1,852	69,127
Invested securities lending collateral	527,155		
Property and equipment, at cost, net of accumulated depreciation			
Line of Business System in Development	12,256		
Computer Equipment	458		
Total Property and Equipment	12,714		
Total assets	6,006,255	1,962	84,304
Liabilities			
Securities lending liability	527,156		
Accounts payable	4,841		
Deposits held for others			84,304
Total liabilities	531,997		84,304
Net assets held in trust for pension and other benefits	\$ 5,474,258	\$ 1,962	\$

State of Rhode Island and Providence Plantations
Statement of Changes in Fund Net Assets
Fiduciary Funds
June 30, 2002
(Expressed in Thousands)

	Pension Trust	Private Purpose Touro Jewish Synagogue
Additions		
Contributions		
Member contributions	\$ 141,715	\$
Employer contributions	88,750	
State contributions for teachers	30,763	
Interest on service credits purchased	546	
Total contributions	261,774	
Investment income		
Net depreciation in fair value of investments	(669,135)	(337)
Interest	117,549	62
Dividends	38,387	
Other investment income	19,738	
	(493,461)	(275)
Less investment expense	17,962	21
Net income from investing activities	(511,423)	(296)
Securities Lending		
Securities lending income	13,627	
Less securities lending expense	11,022	
Net securities lending income	2,605	
Total net investment income	(508,818)	(296)
Total additions	(247,044)	(296)
Deductions		
Benefits		
Retirement benefits	332,134	
Cost of living adjustment	75,596	
SRA Plus (option)	22,610	
Supplemental benefits	991	
Death benefits	3,250	
Total benefits	434,581	
Refund of contributions	5,674	
Administrative expense	3,965	
Distribution		52
Total deductions	444,220	52
Net increase (decrease)	(691,264)	(348)
Net assets held in trust for pension benefits		
Beginning of year	6,165,522	2,310
End of year	\$ 5,474,258	\$ 1,962

State of Rhode Island and Providence Plantations
Notes to the Basic Financial Statements
June 30, 2002

State of Rhode Island and Providence Plantations
Notes to the Basic Financial Statements
June 30, 2002

Note 1. Summary Of Significant Accounting Policies

A. Basis of Presentation

The accompanying basic financial statements of the State of Rhode Island and Providence Plantations (the State) and its component units have been prepared in conformance with generally accepted accounting principles (GAAP) for governments as prescribed by the Governmental Accounting Standards Board (GASB). GASB is the accepted standard setting body for establishing governmental accounting and financial reporting principles.

B. Reporting Entity

The accompanying financial statements include all funds of the State and its component units. GASB defines component units as legally separate entities for which a primary government (the State) is financially accountable or, if not financially accountable, their exclusion would cause the State's financial statements to be misleading. GASB has set forth criteria to be considered in determining financial accountability. These criteria include appointing a voting majority of an entity's governing body and (1) the ability of the State to impose its will on that entity or (2) the potential for the entity to provide specific financial benefits to, or impose specific financial burdens on the State. The State has considered all agencies, boards, commissions, public benefit authorities and corporations, the State university and colleges and the Central Falls School District as potential component units. Audited financial statements of the individual component units can be obtained from their respective administrative offices.

Blended Component Units

These component units are entities which are legally separate from the State, but are so intertwined with the State that they are in substance, the same as the State. They are reported as part of the State and blended into the appropriate funds.

State Lottery Fund (Lottery) - This fund is used to account for the revenues generated by the State Lottery Commission in conducting various lottery games. According to statute, earnings after allocation for prize awards and payment of expenses shall be transferred to the State's general fund. For more detailed information, a copy of the financial statements can be obtained by writing to the State Lottery Commission, 1425 Pontiac Avenue, Cranston, RI 02920.

Rhode Island Convention Center Authority (RICCA) - This Authority was created in 1987 to facilitate the construction and development of a convention center, parking garages and related facilities within the City of Providence. For more detailed information, a copy of the financial statements can be obtained by writing to the R.I. Convention Center Authority, One West Exchange Street, Providence, RI 02903.

Rhode Island Refunding Bond Authority (RIRBA) - This authority was created by law for the purpose of loaning money to the State to provide funds to pay, redeem, or retire certain general obligation bonds. In fiscal 1998, the State abolished the R.I. Public Buildings Authority (RIPBA) and assigned the responsibility for managing RIPBA's outstanding debt to the RIRBA. RIPBA was previously reported as a blended component unit. The RIRBA is

authorized to issue bonds. Even though it is legally separate, the RIRBA is reported as if it were part of the primary government because it provides services entirely to the primary government. For more detailed information, a copy of the financial statements can be obtained by writing to the R.I. Refunding Bond Authority, State House, Providence, RI 02903.

Rhode Island Economic Policy Council (RIEPC) - This council is a non-profit organization created by executive order in March 1995 and incorporated in January 1996. The purpose of the council is to work closely with State officials to identify issues facing the State's economy, to develop and recommend creative strategies and policies to address them, to advise the State legislature in policy matters relating to economic development, and to administer a program designed to foster private technology commercialization and plant and process modernization through research centers, higher education partnerships and cluster collaboratives. For more detailed information, a copy of the financial statements can be obtained by writing to the R.I. Economic Policy Council, 15 Westminster Street Suite 615, Providence, RI 02903-2417.

Discretely Presented Component Units

Discretely presented component units are reported in a separate column in the basic financial statements to emphasize that they are legally separate from the primary government. They are financially accountable to the primary government, or have relationships with the primary government such that exclusion would cause the reporting entity's financial statements to be misleading or incomplete. These discretely presented component units serve or benefit those outside of the primary government. Discretely presented component units are:

University and Colleges - The Board of Governors for Higher Education has oversight responsibility for the University of Rhode Island, Rhode Island College and Community College of Rhode Island. The Board is appointed by the Governor with approval of the Senate. The university and colleges are funded through State appropriations, tuition, federal grants, private donations and grants. For more detailed information, a copy of the financial statements can be obtained by writing to the University of Rhode Island, Carloti Administration Building, Kingston, RI 02881; Rhode Island College, Mount Pleasant Avenue, Providence, RI 02908; and Community College of Rhode Island, 400 East Avenue, Warwick, RI 02886-1805.

Central Falls School District - The Rhode Island General Assembly passed an act which provided for the State to assume an administrative takeover of the Central Falls School District. The Governor appointed a special State administrator who replaced the school committee. The State administrator reports to the Commissioner of Elementary and Secondary Education. The District's purpose is to provide elementary and secondary education to residents of the City of Central Falls. For more detailed information, a copy of the financial statements can be obtained by writing to the Central Falls School District, 21 Hadley Avenue, Central Falls, RI 02863.

Rhode Island Housing and Mortgage Finance Corporation (RIHMFC) - This Corporation, established in 1973, was created in order to expand the supply of housing available to persons of low and moderate income and to stimulate the construction and rehabilitation of housing and health care facilities in the State. It has the power to issue notes and bonds to achieve its corporate purpose. For more detailed information, a copy of the financial

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statements can be obtained by writing to the R.I. Housing and Mortgage Finance Corporation, 44 Washington Street, Providence, RI 02903-1721.

Rhode Island Student Loan Authority (RISLA) - This Authority, established in 1981, was created in order to provide a statewide student loan program through the acquisition of student loans. It has the power to issue bonds and notes, payable solely from its revenues. For more detailed information, a copy of the financial statements can be obtained by writing to the R.I. Student Loan Authority, 560 Jefferson Boulevard, Warwick, RI 02886.

Rhode Island Turnpike and Bridge Authority (RITBA) - This Authority was created by the General Assembly as a body corporate and politic, with powers to construct, acquire, maintain and operate bridge projects as defined by law. For more detailed information, a copy of the financial statements can be obtained by writing to the R.I. Turnpike and Bridge Authority, P.O. Box 437, Jamestown, RI 02835-0437.

Rhode Island Economic Development Corporation (RIEDC) - This Corporation was created in 1995 and its purpose is to promote and encourage the preservation, expansion, and sound development of new and existing industry, business, commerce, agriculture, tourism, and recreational facilities in the State, which will promote economic development. It has the power to issue tax-exempt industrial development bonds to accomplish its corporate purpose.

The RIEDC has a subsidiary corporation, the R. I. Airport Corporation, that manages the State's six airports. For more detailed information, a copy of the financial statements can be obtained by writing to the R.I. Economic Development Corporation, One West Exchange Street, Providence, RI 02903.

Narragansett Bay Commission (NBC) - This Commission was created for the purposes of acquiring, planning, constructing, extending, improving, operating and maintaining publicly owned wastewater treatment facilities. NBC receives contributed capital from the State to upgrade its facilities. For more detailed information, a copy of the financial statements can be obtained by writing to the Narragansett Bay Commission, One Service Road, Providence, RI 02905.

Rhode Island Health and Educational Building Corporation (RIHEBC) - This Corporation has the following purposes: (1) to assist in providing financing for education facilities for colleges and universities operating in the State; (2) to assist hospitals in the State in the financing of health care facilities; (3) to assist stand-alone, non-profit assisted-living and adult daycare facilities; (4) to assist in financing a broad range of non-profit health care providers; and (5) to assist in financing non-profit secondary schools and child care centers. RIHEBC issues bonds, notes and leases which are special obligations of RIHEBC payable from revenues derived from the projects financed or other moneys of the participating education institution or health care institution. The bonds, notes and leases do not constitute a debt or pledge of the faith and credit of RIHEBC or the State and accordingly have not been reported in the accompanying financial statements. For more detailed information, a copy of the financial statements can be obtained by writing to the R.I. Health and Educational Building Corporation, 170 Westminster Street, Suite 1200, Providence, RI 02903.

Rhode Island Resource Recovery Corporation (RIRRC) - This Corporation was established in 1974 in order to provide and/or coordinate solid waste management services to municipalities and persons within the State. RIRRC has the power to issue negotiable bonds and notes to

achieve its corporate purpose. For more detailed information, a copy of the financial statements can be obtained by writing to the R.I. Resource Recovery Corporation, 65 Shun Pike, Johnston, RI 02919.

Rhode Island Depositors Economic Protection Corporation (DEPCO) - This Corporation was created in 1991 to assist in protecting the interests of depositors of certain financial institutions in the State which had been closed when their private deposit insurer failed, thereby leaving those institutions without deposit insurance as required by statute. DEPCO is empowered to acquire all or a portion of the assets of the closed institutions thereby aiding the prompt repayment of the deposit liabilities of the closed institutions. DEPCO has the power to issue negotiable bonds and notes to achieve its corporate purpose. For more detailed information, a copy of the financial statements can be obtained by writing to the DEPCO, One Capitol Hill, Providence, R.I. 02903

Rhode Island Higher Education Assistance Authority (RIHEAA) - This Authority was created by law in 1977 for the dual purpose of guaranteeing loans to students in eligible institutions and administering other programs of post secondary student assistance. For more detailed information, a copy of the financial statements can be obtained by writing to the R.I. Higher Education Assistance Authority, 560 Jefferson Boulevard, Warwick, RI 02886.

Rhode Island Public Transit Authority (RIPTA) - This Authority was established in 1964 to acquire any mass motor bus transportation system if that system has previously filed a petition to discontinue its service and further, if RIPTA determines it is in the public interest to continue such service. Revenues of RIPTA include operating assistance grants from the federal and State governments. For more detailed information, a copy of their financial statements can be obtained by writing to the R.I. Public Transit Authority, 265 Melrose Street, Providence, RI 02907.

Rhode Island Industrial Facilities Corporation (RIIFC) - The purpose of this corporation is to issue revenue bonds, construction loan notes and equipment acquisition notes for the financing of projects which further industrial development in the State. All bonds and notes issued by RIIFC are payable solely from the revenues derived from leasing or sale by RIIFC of its projects. The bonds and notes do not constitute a debt or pledge of the faith and credit of RIIFC or the State and accordingly have not been reported in the accompanying financial statements. For more detailed information, a copy of the financial statements can be obtained by writing to the R.I. Industrial Facilities Corporation, One West Exchange Street, Providence, RI 02903.

Rhode Island Clean Water Finance Agency (RICWFA) - This Agency was established in 1991 for the purpose of providing financial assistance in the form of loans to municipalities, sewer commissions and waste water management districts in the State for the construction or upgrading of water pollution abatement projects. RICWFA receives capital grants from the State and federal governments and is authorized to issue revenue bonds and notes. For more detailed information, a copy of the financial statements can be obtained by writing to the R.I. Clean Water Finance Agency, 235 Promenade Street, Suite 119, Providence, RI 02908.

Rhode Island Industrial-Recreational Building Authority (RIIRBA) - This Authority is authorized to insure first mortgages and first security agreements granted by financial institutions and

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the Rhode Island Industrial Facilities Corporation for companies conducting business in the State. Any losses realized in excess of the fund balance would be funded by the State. For more detailed information, a copy of the financial statements can be obtained by writing to the R.I. Industrial-Recreational Building Authority, One West Exchange Street, Providence, RI 02903.

Rhode Island Water Resources Board Corporate (RIWRBC) - This Board was created by law to foster and guide the development of water resources including the establishment of water supply facilities and lease these facilities to cities, towns, districts, and other municipal, quasi-municipal or private corporations engaged in the water supply business in the State. RIWRBC is authorized to issue revenue bonds which are payable solely from revenues generated by the lease of its facilities or the sale of water. For more detailed information, a copy of the financial statements can be obtained by writing to the R.I. Water Resources Board Corporate, 100 North Main Street, Providence, RI 02903.

Rhode Island Public Telecommunications Authority (RIPTCA) - This Authority owns and operates a non-commercial educational television station in the State. For more detailed information, a copy of the financial statements can be obtained by writing to the R.I. Public Telecommunications Authority, 50 Park Lane, Providence, RI 02907-3124.

Rhode Island Children's Crusade for Higher Education (RICCHE) - This is a Rhode Island nonprofit corporation formed for the purpose of fostering the education of economically disadvantaged youth through scholarship awards, summer jobs programs, and mentoring programs for parents and students. For more detailed information, a copy of the financial statements can be obtained by writing to the R.I. Children's Crusade for Higher Education, The 134 Center, Suite 111, 134 Thurbers Avenue, Providence, RI 02905.

Tobacco Settlement Financing Corporation (TFSC) - This corporation was organized on June 13, 2002 as a public corporation by the State. TFSC is legally independent and separate from the State and there is no financial interdependency between the two entities. The purpose of the corporation is to purchase tobacco settlement revenues from the State. TFSC is authorized to issue bonds necessary to provide sufficient funds for carrying out its purpose.

For more detailed information, a copy of the financial statements can be obtained by writing to the Tobacco Settlement Financing Corporation, One Capitol Hill, Providence, RI 02903.

C. Government-wide and Fund Financial Statements

The government-wide financial statements (i.e., the Statement of Net Assets and the Statement of Activities) report information on all nonfiduciary activities of the primary government and its component units. For the most part, the effect of interfund activity has been removed from these statements. Governmental activities, which normally are supported by taxes and intergovernmental revenues, are reported separately from business-type activities, which rely to a significant extent on fees and charges for support. Likewise, the primary government is reported separately from certain legally separate component units for which the primary government is financially accountable.

The Statement of Net Assets presents the reporting entity's nonfiduciary assets and liabilities, with the difference reported as net assets. Net assets are reported in three categories:

Investment in capital assets, net of related debt. This category reflects the portion of net assets associated with capital assets, net of accumulated depreciation and reduced by outstanding bonds and other debt that are attributable to the acquisition, construction or improvement of those assets.

Restricted net assets. This category results when constraints are externally imposed on net assets use by creditors, grantors or contributors, or imposed by law through constitutional provisions or enabling legislation.

Unrestricted net assets. This category represents net assets that do not meet the definition of the two preceding categories. Unrestricted net assets often have constraints on resources that are imposed by management, but those constraints can be removed or modified.

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

Separate financial statements are provided for governmental funds, proprietary funds, and fiduciary funds, even though the latter are excluded from the government-wide financial statements. Major individual governmental funds and all enterprise funds are reported as separate columns in the fund financial statements, with nonmajor funds being combined into a single column.

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

The government-wide financial statements are reported using the economic resources measurement focus and the accrual basis of accounting, as are the proprietary fund and fiduciary fund financial statements. Revenues are recorded when earned and expenses are recorded when a liability is incurred, regardless of the timing of related cash flows. Grants and similar items are recognized as revenue as soon as all eligibility requirements imposed by the provider have been met.

Governmental fund financial statements are reported using the current financial resources measurement focus and the modified accrual basis of accounting. Revenues and related receivables are recognized as soon as they are both measurable and available, i.e., earned and collected within the next 12 months. Revenues are considered to be available when they are collectible within the current period or soon enough thereafter to pay liabilities of the current period. Expenditures generally are recorded when a liability is incurred, as under accrual accounting. However, debt service expenditures, as well as expenditures related to compensated absences, and claims and judgments, are recorded only when payment is due.

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The State reports the following major funds:

General Fund. This is the State's primary operating fund. It accounts for all financial resources of the general government, except those required to be accounted for in another fund.

Intermodal Surface Transportation Fund. This fund accounts for the collection of the gasoline tax, federal grants, and bond proceeds that are used in maintenance, upgrading, and construction of the State's highway system.

Tobacco Settlement Trust Fund. The Tobacco Settlement Trust Fund accounts for the proceeds from the sale of the rights to tobacco settlement revenues by the State to the Tobacco Settlement Finance Corporation.

Bond Capital Fund. The Bond Capital Fund (BCF) accounts for the proceeds of the bonds issued and the related capital expenditures not required to be accounted for in another capital projects fund

The State reports the following major proprietary funds:

State Lottery Fund. The State Lottery Fund operates games of chance for the purpose of generating resources for the State's General Fund.

Rhode Island Convention Center Authority (RICCA) - This Authority was created in 1987 to facilitate the construction and development of a convention center, parking garages and related facilities within the City of Providence on behalf of the State.

Employment Security Fund. This fund accounts for the State's unemployment compensation benefits. Revenues consist of taxes assessed on employers to pay benefits to qualified unemployed persons. Funds are also provided by the federal government and interest income.

Additionally, the State reports the following fund types:

Governmental Fund Types:

Special Revenue Funds. These funds account for the proceeds of specific revenue sources that are legally restricted to expenditures for specified purposes and where a separate fund is legally mandated.

Capital Projects Funds. These funds reflect transactions related to resources received and used for the acquisition, construction, or improvement of capital facilities of the State and its component units.

Debt Service Fund. This fund accounts for resources obtained and used for the payment of interest and principal on bonds that are funded primarily through taxes.

Permanent Fund. The Permanent School Fund accounts for certain appropriations and the earnings thereon, which are used for the promotion and support of public education.

Proprietary Fund Types:

Internal Service Funds. These funds account for fleet management, workers' compensation, unemployment compensation, industrial prison operations, computer and related data processing services, surplus property, telecommunications and other utilities, purchasing, and records maintenance.

Fiduciary Fund Types:

Pension Trust Funds. These funds account for the activities of the Employees' Retirement System, Municipal Employees' Retirement System, State Police Benefit Trust, and Judicial Benefit Trust, which accumulate resources for pension benefit payments to qualified employees.

Private Purpose Trust Fund. The Touro Jewish Synagogue Fund accounts for the earnings on monies bequeathed to the State for the purpose of maintaining the Touro Jewish Synagogue.

Agency Funds. These funds account for assets held by the State pending distribution to others.

In accordance with GASB Statement No. 20, *Accounting and Financial Reporting for Proprietary Fund Accounting*, in the absence of specific guidance from GASB pronouncements, pronouncements of the Financial Accounting Standards Board issued on or before November 30, 1989 have been followed.

Proprietary funds distinguish operating revenues and expenses from nonoperating items. Operating revenues and expenses generally result from providing services and producing and delivering goods in connection with a proprietary fund's principal ongoing operations. The principal operating revenues of the enterprise and internal service funds are charges to customers for sales and services. Operating expenses for enterprise and internal service funds include the cost of sales and services, administrative expenses and depreciation on capital assets. All revenues and expenses not meeting this definition are reported as nonoperating revenues and expenses.

E. Cash and Cash Equivalents

Cash represents amounts in demand deposit accounts with financial institutions. Cash equivalents are highly liquid investments with a maturity of three months or less at the time of purchase.

Except for certain internal service funds, the State does not pool its cash deposits. For those internal service funds that pool cash, each fund reports its share of the cash on the Statement of Net Assets. Cash overdrafts, if any, are reported as to due to other funds along with the applicable due from other funds.

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F. Funds on Deposit with Fiscal Agent

Funds on deposit with fiscal agent in the capital projects funds and enterprise fund are the unexpended portion of certificates of participation and funds held by the United States Treasury Department for the payment of unemployment benefits, respectively.

G. Investments

Investments are generally stated at fair value. Fair value is the amount at which a financial instrument could be exchanged in a current transaction between willing parties, other than a forced or liquidation sale. Short-term investments are stated at amortized cost, which approximates fair value.

The pension trust funds may enter into foreign currency exchange contracts to minimize the short-term impact of foreign currency fluctuations on the asset and liability positions of foreign investments. The gains or losses on these contracts are included in income in the period in which the exchange rates change. Gains and losses on contracts which hedge specific foreign currency denominated commitments are deferred and recognized in the period in which the transaction is completed. By policy, no more than 50% of actively managed foreign equity securities (at fair value) may be hedged into the base currency (U.S. dollars).

H. Receivables

Receivables are stated net of estimated allowances for uncollectible amounts, which are determined based upon past collection experience.

I. Due From Other Governments and Agencies

Due from other governments and agencies is primarily comprised of amounts due from the federal government for reimbursement-type grant programs.

J. Interfund Activity

In general, eliminations have been made to minimize the double counting of internal activity, including internal service fund type activity on the government-wide financial statements. However, interfund services, provided and used between different functional categories, have not been eliminated in order to avoid distorting the direct costs and program revenues of the applicable functions. Transfers between governmental and business-type activities are reported at the net amount on the government-wide financial statements.

In the fund financial statements, transactions for services rendered by one fund to another are treated as revenues of the recipient fund and expenditures/expenses of the disbursing fund. Reimbursements of expenditures/expenses made by one fund for another are recorded as expenditures/expenses in the reimbursing fund and as a reduction of expenditures/expenses in the reimbursed fund. Transfers represent flows of assets between funds of the primary government without equivalent flows of assets in return and without a requirement for payment.

K. Inventories

Inventory type items acquired by governmental funds are accounted for as expenditures at the time of purchase. Inventories of the proprietary funds are stated at cost. Inventories of university and colleges are stated at the lower of cost (first-in, first-out and retail inventory method) or market, and consist primarily of bookstore and dining, health and residential life services items. Inventories of all other component units are stated at cost.

L. Capital Assets

Capital assets, which include land, buildings, equipment and infrastructure assets (e.g., roads, bridges, and similar assets) are reported in the applicable governmental or business-type activities columns in the government-wide financial statements. Capital assets are defined by the State as assets with an initial, individual cost of more than \$5,000 (amount not rounded) and an estimated useful life of more than one year. Such assets are recorded at historical cost or estimated historical cost. Donated capital assets are recorded at estimated fair market value at the date of donation.

The estimates of historical costs of land, buildings, and improvements were derived by factoring price levels from the current period to the time of acquisition. In cases where the acquisition date was not determinable, the date of acquisition was estimated. Infrastructure constructed prior to July 1, 2001 has not been reported. This information will be included in future reports. The costs of normal maintenance and repairs that do not add to the value of the asset or materially extend assets lives are not capitalized. Interest incurred during the construction of capital facilities is not capitalized. However, certain component units, R.I. Economic Development Corporation, R.I. Resources Recovery Corporation, and Narragansett Bay Commission, have capitalized interest.

Capital assets utilized in the governmental funds are recorded as capital outlay expenditures in the governmental fund financial statements. Depreciation is recorded in the government-wide financial statements, as well as the proprietary funds and component units financial statements. Capital assets of the primary government and its component units are depreciated using the straight-line method over the assets' estimated useful life.

Capital assets of the primary government are depreciated over the following estimated useful lives:

Assets	Years
Buildings	20-50
Land improvements	20
Infrastructure	30
Leasehold improvements	Term of Lease
Leasehold land improvements	Term of Lease
Building renovations	10-20
Trailers	10
Furniture and equipment	3-10
Computer systems	5
Motor vehicles	3-10

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M. Bonds Payable

In governmental fund types, bond discounts/premiums and issuance costs are recognized in the current period; bond proceeds are recorded net of these amounts. Bond discounts, premiums and issuance costs for the government-wide financial statements and for proprietary fund types are generally deferred and amortized over the term of the bonds using the straight-line method for issuance costs and the interest method for discounts and premiums. Bond discounts and premiums are presented as an adjustment to the face amount of bonds payable.

The R.I. Convention Center Authority has entered into interest rate swap agreements to modify interest rates on outstanding debt. Other than the net interest expenditures resulting from these agreements, no amounts are recorded in the financial statements.

N. Obligations under Capital Leases

The construction and acquisition of certain State office buildings, campus facilities and other public facilities, as well as certain equipment acquisitions, have been financed through bonds and notes issued by the R.I. Refunding Bond Authority, the R.I. Economic Development Corporation, or by a trustee pursuant to a lease/purchase agreement with the State (See Note 7(D)).

O. Accrued Liabilities

Accrued liabilities generally represent accrued salary and fringe benefits in the governmental fund types and accrued interest payable, accrued salaries and accrued vacation and sick leave in the proprietary fund types.

P. Compensated Absences

Vacation pay may be discharged, subject to limitations as to carry-over from year to year, by future paid leave or by cash payment upon termination of service. Sick pay may be discharged by payment for an employee's future absence caused by illness or, to the extent of vested rights, by cash payment upon death or retirement. For governmental fund types, such obligations are recognized when paid and for proprietary fund types, they are recorded as fund liabilities.

Q. Fund Balances

Reserved fund balances represent amounts which are (1) not appropriable for expenditure or (2) legally segregated for a specific future use.

Designated fund balances represent amounts segregated to indicate management's tentative plans or intent for future use of financial resources.

R. New Accounting Pronouncements

The State implemented the following new accounting standards issued by the Governmental Accounting Standards Board (GASB) for the fiscal year ended June 30, 2002:

- Statement No. 34, Basic Financial Statements--and Management's Discussion and Analysis--for State and Local Governments,
- Statement No. 35, Basic Financial Statements--and Management's Discussion and Analysis--for Public Colleges and Universities,
- Statement No. 37, Basic Financial Statements--and Management's Discussion and Analysis--for State and Local Governments: Omnibus, and
- Statement No. 38, Certain Financial Statement Note Disclosures.

Statement No. 34, as amended by Statement No. 37, represents a significant change to the financial reporting model used by the State. Significant changes include the addition of entity-wide financial statements, which summarize information for governmental activities, business-type activities and discretely presented component units. These statements are prepared under the full accrual basis of accounting, as opposed to the modified accrual basis of accounting used in the governmental fund financial statements. Infrastructure assets are now required to be reported as capital assets on the entity-wide statement of net assets. Under the provisions of Statement No. 34, the State opted to report only the current year acquisitions. These assets were not previously required to be included in the financial statements. Assets previously reported in the general fixed asset account group are now reported as a reconciling item between the governmental fund financial statements and the entity-wide financial statements. Liabilities previously reported in the general long-term debt account group are similar reconciling items.

Under Statement No. 34, the focus in the fund financial statements is on major and nonmajor funds rather than on fund type. Statement No. 34 defines the general fund as a major fund and management determined that the intermodal surface transportation fund should be reported as a major fund. Other governmental funds and enterprise funds are evaluated on these criteria:

- Total assets, liabilities, revenues, or expenditures/expenses of that fund are at least 10% of the respective total for all funds of that type, and
- Total assets, liabilities, revenues, or expenditures/expenses of that fund are at least 5% of the same respective total for all funds being evaluated.

Statement No. 34 also reclassified certain funds or redefined some fund types. The following are the funds of the State that were affected:

<u>Fund Name</u>	<u>Fiscal Year 2001</u>	<u>Fiscal Year 2002</u>
Employment Security	Expendable Trust	Enterprise
Permanent School	Nonexpendable Trust	Permanent
Touro Jewish Synagogue	Nonexpendable Trust	Private Purpose Trust

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Statement No. 38; which was required to be implemented in conjunction with Statement No. 34; modifies, establishes or rescinds certain financial disclosure requirements.

S. Change in Presentation

The R.I. Convention Center Authority was reclassified from a discretely presented component unit to a proprietary type blended component unit. Certain beginning net assets on the Statements of Changes in Net Assets have been restated to conform to either GASB 34 or the State's change in presentation.

Note 2. Budgeting and Budgetary Control

An annual budget is adopted on a basis consistent with generally accepted accounting principles for the general fund and certain special revenue funds. Preparation and submission of the budget is governed by both the State Constitution and the Rhode Island General Laws. The budget, as enacted by the General Assembly and signed by the Governor, contains a complete plan of estimated revenues (general, federal and restricted), transfers in (general and restricted) and proposed expenditures.

The legal level of budgetary control, i.e. the lowest level at which management (executive branch) may not reassign resources without special approval (legislative branch) is the line item within the appropriation act. Management cannot reallocate any appropriations without special approval from the legislative branch. Federal grant appropriations may also be limited by the availability of matching funds and may also require special approval from a federal agency before reallocating resources among programs.

Internal administrative and accounting budgetary controls utilized by the State consist principally of statutory restrictions on the expenditure of funds in excess of appropriations and the supervisory powers and functions exercised by management. Management cannot reduce the budget without special approval.

Unexpended general revenue appropriations lapse at the end of the fiscal year, unless the department/agency directors identify unspent appropriations related to specific projects/purchases and request a reappropriation. If the requests are approved by the Governor, such amounts are reappropriated for the ensuing fiscal year and made immediately available for the same purposes as the former appropriations. Unexpended appropriations of the General Assembly and its legislative commissions and agencies may be reappropriated by the Joint Committee on Legislative Services. If the sum total of all departments and agencies general revenue expenditures exceeds the total general revenue appropriations, it is the policy of management to lapse all unexpended appropriations, except those of the legislative branch and the Justice Link program.

Note 3. Cash, Cash Equivalents and Investments

Cash

Primary Government

At June 30, 2002, the carrying amount of the State's cash deposits was \$163,180,000 and the bank balance was \$158,416,000. Of the bank balance, \$1,014,000 was covered by federal depository insurance. The remaining amount, \$157,402,000 was uninsured and uncollateralized. The carrying amount and bank balance include \$14,713,000 of certificates of deposit.

On February 13, 2002, the General Fund borrowed \$20,000,000 from the R.I. Temporary Disability Fund to cover a cash shortfall as permitted under RIGL 35-3-23. This loan was repaid in full as of June 30, 2002 with interest at the rate of 1.72%, which was based on the U.S. Treasury Bill rate.

During fiscal year 2002, the State issued \$90 million of tax anticipation notes at an interest rate of 2.250%. The notes were redeemed as of June 30, 2002.

Fiduciary Trust Funds

At June 30, 2002, the carrying amount of the fiduciary trust funds' cash deposits was \$4,000,000 and the bank balance was \$4,168,341. The bank balance was covered by federal depository insurance. The carrying amount and the bank balance include \$4,000,000 of certificates of deposit.

Component Units

At June 30, 2002, the carrying amount of the component units' cash deposits was \$272,305,000 and the bank balance was \$283,865,000. Of the bank balance, \$2,443,000 was covered by federal depository insurance and \$207,431,000 was collateralized with investments held by a bank in a component unit's name. The remaining amount, \$73,991,000 was uninsured and uncollateralized. The carrying amount and the bank balance include \$4,401,000 of certificates of deposit.

In accordance with Chapter 35-10.1 of the General Laws, depository institutions holding deposits of the State, its agencies or governmental subdivisions of the State, shall at a minimum, insure or pledge eligible collateral equal to one hundred percent of time deposits with maturities greater than 60 days. Any of these institutions which do not meet minimum capital standards prescribed by federal regulators shall insure or pledge eligible collateral equal to one hundred percent of deposits, regardless of maturity. None of the cash deposits of the primary government was required to be collateralized at June 30, 2002.

Investments

The State Investment Commission (Commission) is responsible for the investment of all State funds. Pursuant to Chapter 35-10 of the General Laws, the Commission may, in general,

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"invest in securities as would be acquired by prudent persons of discretion and intelligence in these matters who are seeking a reasonable income and the preservation of their capital."

Short-term cash equivalent type investments are made by the General Treasurer in accordance with guidelines established by the Commission. Investments of the pension trust funds are made by investment managers in accordance with the Commission's stated investment objectives and policies.

Investments of certain component units are not made at the direction of the Commission, but are governed by specific statutes or policies established by their governing body.

The State's investments (expressed in thousands) are categorized in the following table to give an indication of the level of risk assumed by the entity at June 30, 2002.

- Category 1: Insured or registered, or securities held by the State or its agent in the State's name.
- Category 2: Uninsured and unregistered, with securities held by the counterparty's trust department or agent in the State's name.
- Category 3: Uninsured and unregistered, with securities held by the counterparty, or by its trust department or agent but not in the State's name.

Primary Government	Category			Fair Value
	1	2	3	
U.S. Government and agency securities	\$ 126,593	\$	\$	\$ 126,593
Commercial Paper	16,788			16,788
Repurchase Agreements	34,653		19,434	53,987
	<u>\$ 177,934</u>	<u>\$</u>	<u>\$ 19,434</u>	<u>197,368</u>
Money Market Mutual Funds				182,025
Other				15,073
				<u>394,466</u>
Less amounts classified as cash equivalents				359,273
Investments				<u>\$ 35,193</u>

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Fiduciary Funds	Category			Fair Value
	1	2	3	
U.S. Government and agency securities				
Not on security loan	\$ 469,253	\$	\$	\$ 469,253
On loan for securities collateral	24,906			24,906
Repurchase Agreements	821			821
Corporate Bonds	708,159	106		708,265
Equity Securities				
Not on security loan	830,351	1,173		831,524
On loan for securities collateral	123,685			123,685
Foreign Securities				
Not on security loan	818,622			818,622
On loan for securities collateral	64,499			64,499
Unit Investment Trust	1,406,148			1,406,148
Other		29		29
	<u>\$ 4,444,444</u>	<u>\$ 1,308</u>	<u>\$</u>	<u>4,445,762</u>
Money Market Mutual Funds				165,927
Real Estate and Venture Capital Limited Partnerships				288,874
Investments held by broker-dealers under securities loans with cash collateral				515,306
Securities lending short-term collateral investment pool				527,158
Investments of Statutory Deposits Held in Trust				84,304
Other				4,526
				<u>6,031,847</u>
Less amounts classified as cash equivalents				16,078
Investments				<u>\$ 6,015,769</u>

Component Units	Category			Fair Value
	1	2	3	
U.S. Government and agency securities	\$ 128,052	\$ 180,267	\$ 8,034	\$ 316,353
Money Market			21,107	21,107
Commercial Paper	186,565			186,565
Repurchase Agreements	90,519	2,860	35,080	128,459
Corporate Bonds			957	957
Corporate Notes	348			348
Equity Securities		1,378	4,863	6,241
Investment Agreements	5,812			5,812
Other	200	650	150	1,000
	<u>\$ 411,496</u>	<u>\$ 185,155</u>	<u>\$ 70,191</u>	<u>666,842</u>
Money Market Mutual Funds				40,926
Investment Agreements				586,514
Other				147
				<u>1,294,429</u>
Less amounts classified as cash equivalents				252,974
Investments				<u>\$ 1,041,455</u>

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Derivatives and Other Similar Investments

Primary Government

Some of the State of Rhode Island Employees' Retirement System's (System) investment managers are allowed to invest in certain derivative type transactions, including forward foreign currency transactions, futures contracts and mortgage-backed securities. Through the Unit Investment Trusts (UIT), the System also indirectly holds derivative type instruments. Information on the extent of the use, and holdings of derivative securities by the UITs is not readily available.

Forward Foreign Currency Contracts – The System may enter into foreign currency exchange contracts to minimize the short-term impact of foreign currency fluctuations on foreign investments. These contracts involve risk in excess of the amount reflected in the System's Statements of Plan Net Assets. The face or contract amount in U.S. dollars reflects the total exposure the System has in that particular currency contract. By policy, no more than 50% of actively managed Foreign Equity securities (at fair value) may be hedged into the base currency (US Dollars). The U.S. dollar value of forward foreign currency contracts is determined using forward currency exchange rates supplied by a quotation service. Losses may arise due to changes in the value of the foreign currency or if the counterparty does not perform under the contract.

Futures contracts – The System may use futures to manage its exposure to the stock, money market, and bond markets and the fluctuations in interest rates and currency values. Buying futures tends to increase the System's exposure to the underlying instrument. Selling futures tends to decrease the System's exposure to the underlying instrument, or hedge other System investments. Losses may arise from changes in the value of the underlying instruments, if there is an illiquid secondary market for the contracts, or if the counterparties do not perform under the contract terms.

Mortgage-Backed Securities – The System invests in various mortgage-backed securities, such as collateralized mortgage obligations (CMO), interest-only and principal-only (PO) strips. They are reported in aggregate as U.S. Government and Agency Securities in the disclosure of custodial credit risk. CMO's are bonds that are collateralized by whole loan mortgages, mortgage pass-through securities or stripped mortgage-backed securities. Income is derived from payments and prepayments of principal and interest generated from collateral mortgages. Cash flows are distributed to different investment classes or tranches in accordance with the CMO's established payment order. Some CMO tranches have more stable cash flows relative to changes in interest rates while others are significantly sensitive to interest rate fluctuations. The System may invest in interest-only (IO) and principal-only strips (PO) in part to hedge against a rise in interest rates. Interest-only strips are based on cash flows from interest payments on underlying mortgages. Therefore, they are sensitive to pre-payments by mortgagees, which may result from a decline in interest rates. Principal-only strips receive principal cash flows from the underlying mortgages. In periods of rising interest rates, homeowners tend to make fewer mortgage prepayments.

Short Sales – The Unit Investment Trusts (UIT) may sell a security they do not own in anticipation of a decline in the fair value of that security. Short sales may increase the risk of loss to the UIT when the price of a security underlying the short sale increases and the UIT is subject to a higher cost to purchase the security in order to cover the position.

Securities Lending

Policies of the State Investment Commission permit use of investments to enter into securities lending transactions. The System has contracted with State Street Bank & Trust Company (SSB) as third party securities lending agent to lend the System's debt and equity securities for cash, securities and sovereign debt of foreign countries as collateral at 102% of the market value of the domestic securities on loan and 105% of the market value of the international securities on loan. There are no restrictions on the amount of loans that can be made. There have been no violations of the provisions of the contract. Securities on loan at year-end for cash collateral are presented as not categorized in the preceding table. Securities on loan for noncash collateral are classified according to the category for the collateral. The contract with the lending agent requires them to indemnify the System if the borrowers fail to return the securities. Either the System or the borrower can terminate all securities loans on demand. The cash collateral received on security loans was invested in the lending agent's short-term investment pool for an average duration of 69 days and a weighted average maturity of 144 days. Because the loans were terminable at will, their duration did not generally match the duration of the investments made with cash collateral. The System is not permitted to pledge or sell collateral securities received unless the borrower defaults. There were no losses during the fiscal year resulting from default of the borrower or lending agent.

At June 30, 2002, System's management believes the System has no credit risk exposure to borrowers because the amounts the System owes the borrowers do not exceed the amounts the borrowers owe the System. The securities on loan at year-end were \$540,400,489 (fair value), and the collateral received for those securities on loan was \$552,779,734 (fair value).

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Note 4. Receivables

Receivables at June 30, 2002 (expressed in thousands) consist of the following:

	Taxes	Accounts	Accrued Interest	Notes and Loans	Allowance for Uncollectibles	Total Receivables
Governmental Activities:						
General	\$ 232,246	\$ 11,033	\$	\$ 2,700	\$ (49,845)	\$ 186,134
Intermodal Surface Transportation	11,392	106			(133)	11,365
Bond Capital						
Other Governmental	27,193	15,545	4		(3,122)	39,620
Internal Service		4,201		1,022		5,223
Total - governmental activities	\$ 270,831	\$ 30,885	\$ 4	\$ 3,722	\$ (53,100)	\$ 252,342
Amounts not expected to be collected in the subsequent year and recorded as deferred revenue						
General	\$ 5,387					
Intermodal Surface Transportation		\$ 4,396				
Business-type activities:						
State Lottery		7,937			(343)	7,594
Convention Center		2,185	143		(105)	2,223
Employment Security	32,096	11,418			(9,893)	33,621
Total - business-type activities	\$ 32,096	\$ 21,540	\$ 143	\$	\$ (10,441)	\$ 43,338
Component Units	\$	\$ 110,730	\$ 34,058	\$ 2,153,876	\$ (45,875)	\$ 2,252,789

Component Units

Loans receivable of the R.I. Housing and Mortgage Finance Corporation are secured by a first lien on real and personal property and, in some instances, are federally insured. Loans receivable of the R.I. Student Loan Authority are insured by the R.I. Higher Education Assistance Authority, which in turn has a reinsurance agreement with the federal government. The R.I. Clean Water Finance Agency provides loans to municipalities, sewer commissions, or wastewater management districts in the State for constructing or upgrading water pollution abatement projects.

Note 5. Intra-Entity Receivables and Payables

Intra-entity receivables and payables, as of June 30, 2002, are the result of operations and expected to be reimbursed within the fiscal year. They are summarized below (expressed in thousands):

	Interfund Receivable	Interfund Payable
Governmental Funds		
Major Funds		
General Fund	\$ 26,810	\$ 2,958
Intermodal Surface Transportation Fund	15,499	0
Bond Capital	4	35,564
Other		
RI Underground Storage Tank Financial Responsibility	117	546
RI Temporary Disability Insurance		2,729
Providence River Relocation Project	204	205
Debt Service Fund	173	3,550
RI Clean Water Environmental Trust Fund	239	2
Total Other	733	7,032
Total Governmental	43,046	45,554
Proprietary Funds		
Enterprise		
RI Lottery		2,142
RI Convention Center Authority		1,659
Employment Security Trust Fund		61
Total Enterprise	0	3,862
Internal Service		
Assessed Fringe Benefits		2,932
Central Utilities	1,238	
Energy Revolving		39
Information Processing	3,548	294
Central Mail	455	1
Centrex		158
Howard Communications	63	
Central Pharmacy	1,472	
Central Laundry	105	
Automotive Maintenance	533	
Central Distribution Center	255	
Correctional Industries	2,028	
Records Center	97	
Total Internal Service	9,794	3,424
Totals	\$ 52,840	\$ 52,840

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Note 6. Capital Assets

The capital asset activity of the reporting entity consists of the following (expressed in thousands):

Primary Government Governmental	Beginning Balance	Increases	Decreases	Ending Balance
Capital assets not being depreciated:				
Land	\$ 345,120	\$ 28,065	\$	\$ 373,185
Construction in progress	10,680	20,973		31,653
Total capital assets not being depreciated	<u>355,800</u>	<u>49,038</u>		<u>404,838</u>
Capital assets being depreciated:				
Land improvements	3,209			3,209
Buildings	368,762	691		369,453
Building Improvements	188,868	18,061		206,929
Furniture and equipment	129,759	17,859	(3,702)	143,716
Infrastructure		118,277		118,277
Total capital assets being depreciated	<u>690,598</u>	<u>154,688</u>	<u>(3,702)</u>	<u>841,584</u>
Less accumulated depreciation for:				
Buildings	116,629	7,179		123,808
Building Improvements	80,196	9,884		90,080
Land improvements	1,648	160		1,808
Furniture and equipment	89,680	15,464	(3,702)	101,442
Infrastructure		1,971		1,971
Total accumulated depreciation	<u>288,153</u>	<u>34,658</u>	<u>(3,702)</u>	<u>319,109</u>
Total capital assets being depreciated, net	<u>402,445</u>	<u>120,030</u>		<u>522,475</u>
Governmental activities capital assets, net	<u>\$ 758,245</u>	<u>\$ 169,068</u>	<u>\$</u>	<u>\$ 927,313</u>

The current period depreciation was charged to the governmental functions on the Statement of Activities as follows:

General government	\$ 7,727
Human services	10,187
Education	1,300
Public safety	9,283
Natural resources	1,661
Transportation	4,520
Total depreciation expense - governmental activities	<u>\$ 34,658</u>

Business-type activities:

	Beginning Balance	Increases	Decreases	Ending Balance
Capital assets not being depreciated:				
Land	\$ 38,032	\$	\$	\$ 38,032
Construction in progress		1,336		1,336
Total capital assets not being depreciated	<u>38,032</u>	<u>1,336</u>		<u>39,368</u>
Capital assets being depreciated:				
Buildings	227,127	216	(7)	227,336
Machinery and equipment	15,571	2,895		18,466
Total capital assets being depreciated	<u>242,698</u>	<u>3,111</u>	<u>(7)</u>	<u>245,802</u>
Less accumulated depreciation for:				
Buildings	55,814	7,690	(3)	63,501
Machinery and equipment	10,836	1,811		12,647
Total accumulated depreciation	<u>66,650</u>	<u>9,501</u>	<u>(3)</u>	<u>76,148</u>
Total capital assets being depreciated, net	<u>176,048</u>	<u>(6,390)</u>	<u>(4)</u>	<u>169,654</u>
Business-type activities capital assets, net	<u>\$ 214,080</u>	<u>\$ (5,054)</u>	<u>\$ (4)</u>	<u>\$ 209,022</u>

Discretely Presented Component Units

	Beginning Balance	Increases	Decreases	Ending Balance
Capital assets not being depreciated:				
Land	\$ 68,133	\$ 7,954	\$ (2,063)	\$ 74,024
Construction in progress	139,813	136,678	(68,118)	208,373
Total capital assets not being depreciated	<u>207,946</u>	<u>144,632</u>	<u>(70,181)</u>	<u>282,397</u>
Capital assets being depreciated:				
Land improvements	70,961	4,702		75,663
Buildings	728,173	101,020	(612)	828,581
Machinery and equipment	190,675	30,361	(9,559)	211,477
Infrastructure	255,836	130		255,966
Total capital assets being depreciated	<u>1,245,635</u>	<u>136,213</u>	<u>(10,171)</u>	<u>1,371,677</u>
Less accumulated depreciation for:				
Buildings	255,475	26,160	(492)	281,143
Land improvements	35,075	7,075		42,150
Machinery and equipment	102,931	18,851	(9,442)	112,340
Infrastructure	71,850	5,352		77,202
Total accumulated depreciation	<u>465,331</u>	<u>57,438</u>	<u>(9,934)</u>	<u>512,835</u>
Total capital assets being depreciated, net	<u>780,304</u>	<u>78,775</u>	<u>(237)</u>	<u>858,842</u>
Total capital assets, net	<u>\$ 988,250</u>	<u>\$ 223,407</u>	<u>\$ (70,418)</u>	<u>\$ 1,141,239</u>

Note 7. Long-Term Obligations

Long-term obligations include bonds, notes and loans payable, obligations under capital leases, compensated absences, and other long-term liabilities.

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A. Bonds Payable

At June 30, 2002, future debt service requirements were as follows (expressed in thousands):

Fiscal Year Ending June 30	Primary Government				Component Units	
	Governmental Activities		Proprietary Type		Principal	Interest
	Principal	Interest	Principal	Interest		
2003	\$ 48,595	\$ 40,728	\$ 6,075	\$ 14,981	\$ 132,311	\$ 168,652
2004	52,292	37,778	7,885	14,690	203,809	168,416
2005	57,946	34,948	9,380	14,327	150,418	157,481
2006	54,414	37,899	9,825	13,887	85,776	151,613
2007	51,433	33,852	10,290	13,426	76,272	147,735
2008 - 2012	236,559	111,107	59,300	59,386	396,721	674,192
2013 - 2017	213,415	45,538	75,315	43,666	491,271	563,075
2018 - 2022	101,495	7,153	95,310	23,869	479,611	442,432
2023 - 2027			46,255	4,445	480,248	305,333
2028 - 2032					500,153	195,469
2033 - 2037					465,470	115,428
2038 - 2042					217,905	42,725
	<u>\$ 816,149</u>	<u>\$ 349,003</u>	<u>\$ 319,435</u>	<u>\$ 202,597</u>	<u>\$ 3,679,965</u>	<u>\$ 3,130,551</u>

Primary Government

Current interest bonds of the State are serial bonds with interest payable semi-annually and multi-modal variable rate demand bonds. Capital appreciation bonds are designated as College and University Savings Bonds. The accreted interest is recognized as a current year expense in the governmental activities on the statement of activities. These bonds mature from 2006 to 2009 with all interest payable at maturity.

Included in the current interest bonds is \$28,165,000 of general obligation multi-modal variable rate demand bonds maturing in fiscal year 2020. These bonds were initially issued in the weekly rate mode but can be changed by the issuer (the State) to a daily, commercial paper or term rate mode. The interest rate is determined either weekly or daily based on the mode; interest is paid monthly. The owners of the bonds in a weekly mode can require the State (acting through its remarketing and tender agents) to repurchase the bonds. The remarketing agent is authorized to use its best efforts to resell any purchased bonds by adjusting the interest rate offered. The State has entered into a standby bond purchase agreement (liquidity facility) with the tender agent and a commercial bank (the bank). The remarketing agent is required to offer for sale all bonds properly tendered for purchase. In the event the remarketing agent is unable to remarket tendered bonds, the standby bond purchase agreement provides that the bank agrees to purchase any bonds from time to time in an amount not to exceed the principal amount plus accrued interest up to 37 days at an interest rate not to exceed 12% per annum, subject to the terms and provisions of the liquidity facility. This agreement has been extended through July 2003. The State is required to pay the bank at an interest rate based on its prime lending rate or the federal funds rate plus 1/2 of 1 percent, whichever is higher. The standby bond purchase agreement remains in effect until the payment in full of the principal and interest on all bonds purchased by the bank.

Revenue bonds of the R.I. Refunding Bond Authority (RIRBA) are secured by lease rentals payable by the State pursuant to lease agreements relating to projects financed by the authority and leased to the State. Proceeds from the RIRBA bonds have been used (1) to loan funds to the State to effect the advance refunding of general obligation bonds issued by the State in 1984; (2) to finance construction and renovation of certain buildings, and (3) to finance acquisition of equipment used by various State agencies.

Revenue bonds of the R.I. Convention Center Authority (RICCA) were issued to (a) refund bonds and notes, (b) pay construction costs, (c) pay operating expenses, (d) pay interest on revenue bonds prior to completion of construction, (e) fund a debt service reserve and (f) pay costs of issuance. The revenue bonds are secured by all rents receivable, if any, under a lease and agreement between the RICCA and the State covering all property purchased by the RICCA. It also covers a mortgage on facilities and land financed by the proceeds of the revenue bonds and amounts held in various accounts into which bond proceeds were deposited.

Component Units

Revenue bonds of the University of Rhode Island (URI), Rhode Island College (RIC), and Community College of Rhode Island (CCRI) were issued under trust indentures and are collateralized by a pledge of revenues from the facilities financed. The facilities include housing, student union (including bookstores) and dining operations. Under terms of the trust indentures, certain net revenues from these operations must be transferred to the trustees for payment of interest, retirement of bonds, and maintenance of facilities. The bonds are payable in annual or semi-annual installments to various maturity dates. Revenue bonds also include amounts borrowed under a loan and trust agreement between the R.I. Health and Educational Building Corporation (RIHEBC) (a proprietary component unit) and the Board of Governors for Higher Education acting for URI, RIC, and CCRI. The agreement provides for RIHEBC's issuance of the bonds with a loan of the proceeds to the university and colleges and the payment by the university and colleges to RIHEBC of loan payments that are at least equal to debt service on the bonds. The bonds are secured by a pledge of revenues of the respective institutions.

Bonds of the R.I. Housing and Mortgage Finance Corporation (RIHMFC) are special obligations of RIHMFC, payable from the revenue, prepayments and all the funds and accounts pledged under the various bond resolutions to the holders of the bonds. The proceeds of the bonds were generally used to acquire mortgage loans which are secured principally by a first lien upon real property and improvements.

The R.I. Student Loan Authority issued tax exempt Student Loan Revenue Bonds that are secured by eligible student loans, the monies in restricted funds established by the trust indenture and all related income. The proceeds of the issuance and operating cash were used to refund bonds and to originate and purchase eligible student loans.

The R.I. Economic Development Corporation (RIEDC) has bonds outstanding referred to as Airport Revenue Bonds. They were issued to finance the construction and related costs of certain capital improvements at T.F. Green State Airport. The proceeds of the bonds were loaned to the R.I. Airport Corporation, a subsidiary and component unit of RIEDC. The remainder of bonds outstanding comprise the financing to purchase land and make land

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improvements at Island Woods Industrial Park in Smithfield, R.I. and to acquire land, make improvements and renovations of a building and parking lot (The Fleet National Bank Project).

The proceeds of the revenue bonds of the R.I. Clean Water Finance Agency provide funds to make low interest loans to municipalities in the State and quasi-state agencies to finance or refinance the costs of construction or rehabilitation of water pollution abatement projects.

Bonds of the Narragansett Bay Commission (NBC) represent the NBC's portion of the State's general obligation bonds. Debt service on NBC's portion is recovered through charges levied for services provided to users of its facilities. These bonds are guaranteed by the State.

Bonds of the R.I. Water Resources Board Corporate were issued to provide financing to various cities, towns, private corporations and companies engaged in the sale of potable water and the water supply business.

The Tobacco Settlement Financing Corporation (TSFC) issued \$685,390,000 of Tobacco Asset-Backed Bonds that were used to purchase the State's future rights in the Tobacco Settlement Revenues (TSR's) under the Master Settlement Agreement and the Consent Decree and Final Judgment (the "MSA").

A summary of general obligation bonds authorized by the voters and unissued (expressed in thousands) at June 30, 2002 is shown below.

	Authorized and Unissued July 1	Authorized	Issued	Extinguished	Authorized and Unissued June 30
General Obligation Bonds Supported by Taxes:					
Capital Development Plan - 1986	\$ 160	\$ -	\$ 155	\$ -	\$ 5
Capital Development Plan - 1988	970	-	505	-	465
Capital Development Plan - 1989	3,506	-	-	-	3,506
Capital Development Plan - 1990	18,390	-	5,070	-	13,320
Capital Development Plan - 1994	8,115	-	-	-	8,115
Capital Development Plan - 1996	27,053	-	2,990	-	24,063
Capital Development Plan - 1998	27,655	-	9,380	-	18,475
Capital Development Plan - 2000	193,460	-	100,475	-	92,985
R.I. Economic Development Fund	450	-	445	-	5
Underground Storage Tank Replacement Revolving Loan Fund					
Narragansett Bay Water Quality Management District Commission Fund	12,935	-	12,145	-	790
Clean Water Act Environmental Trust Fund	3,840	-	-	-	3,840
Open Space and Recreational Area Fund	4,438	-	4,235	-	203
Drinking Water Protection Fund	3,415	-	-	-	3,415
Clean Water Finance Agency - Water Pollution Revolving Loan Fund					
	13,960	-	-	-	13,960
General Obligation Bonds Supported by Taxes	318,547	-	135,400	-	183,147
R. I. Industrial-Recreational Building Authority					
	80,000	-	-	-	80,000
Total	\$ 398,547	\$ -	\$ 135,400	\$ -	\$ 263,147

In accordance with the General Laws, unissued bonds are subject to extinguishment seven years after the debt authorization was approved unless extended by the General Assembly.

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The amount of authorized bonds that may be issued by the R.I. Industrial-Recreational Building Authority is limited by mortgage balances that it has insured, \$20,861,114 at June 30, 2002 (See Note 21). The insured mortgages are guaranteed by the State.

See Note 12 for information concerning contingent liabilities relating to "Moral Obligation" bonds.

B. Notes Payable

Notes payable (expressed in thousands) at June 30, 2002 are as follows:

Component Units	
Rhode Island College note payable to the federal government with interest at 5.5% payable in semi-annual installments of principal and interest through 2024.	\$ 2,221
R.I. Housing and Mortgage Finance Corporation bank notes, 4.375% to 6.71% interest, payable through 2008.	5,013
R.I. Economic Development Corporation (R.I. Airport Corporation) note payable at 6.75% interest, payable through 2005	301
	<u>7,535</u>
Less: current payable	(1,067)
	<u>\$ 6,468</u>

C. Loans Payable

Component Units

Loans payable represent liabilities of the Narragansett Bay Commission (NBC) to the R.I. Clean Water Finance Agency (RICWFA) (\$75,748,995) and to the R.I. Refunding Bond Authority (\$15,000). The loans payable to the RICWFA are for projects financed by that agency. The University of Rhode Island (URI) has an outstanding \$544,604 loan from the Board of Governors for Higher Education to purchase certain high technology equipment and one from the Rhode Island State Energy Office for \$251,340 to finance the installation of energy conservation measurers in various buildings. It also includes Community College of Rhode Island's (CCRI) loan in the amount of \$400,000 from the Energy Revolving Loan Fund (an internal service fund).

D. Obligations Under Capital Leases

Primary Government

The State has entered into capital lease agreements with financial institutions. These financing arrangements have been used by the State to acquire, construct or renovate facilities and acquire other fixed assets.

The State's obligation under capital leases at June 30, 2002 consists of the present value of future minimum lease payments less any funds available in debt service reserve funds.

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Obligation of the State to make payments under lease agreements is subject to and dependent upon annual appropriations being made by the General Assembly.

The following is a summary of material future minimum lease payments (expressed in thousands) required under capital leases that have initial or remaining noncancelable lease terms in excess of one year as of June 30, 2002.

Fiscal Year Ending June 30	COPS	Other	Total
2003	\$ 13,360	\$ 1,211	\$ 14,571
2004	13,271	1,211	14,482
2005	12,134	1,212	13,346
2006	10,134	1,211	11,345
2007	11,455		11,455
2008 - 2012	50,900		50,900
2013 - 2017	37,817		37,817
2018 - 2022	9,022		9,022
2023 - 2027			0
Total future minimum lease payments	158,093	4,845	162,938
Amount representing interest	(45,429)	(580)	(46,009)
Present value of future minimum lease payments	\$ 112,664	\$ 4,265	\$ 116,929

Component Units

The University of Rhode Island (URI), Rhode Island College (RIC), Community College of Rhode Island (CCRI), and R.I. Public Telecommunications Authority (RIPTCA) obligations under capital leases consist, primarily, of construction of facilities and equipment acquisitions financed by the R.I. Refunding Bond Authority, a blended component unit.

Capital lease obligations of the R.I. Airport Corporation (RIAC), a subsidiary and component unit of the R.I. Economic Development Corporation (RIEDC), are for annual payments to the State equal to the principal and interest for airport related general obligation bonds issued by the State.

The following is a summary of the material future minimum lease payments (expressed in thousands) required under capital leases that have initial or remaining noncancelable lease terms in excess of one year as of June 30, 2002.

Fiscal Year Ending June 30	URI	RIC	CCRI	CFSD	RIEDC	RIPTCA	NBC
2003	\$ 1,686	\$ 64	\$ 156	\$ 9	\$ 5,353	\$ 827	\$ 134
2004	1,551	64	156		4,309	820	100
2005	1,463	64	156		3,334	806	73
2006	1,300	64	156		3,568	806	27
2007	1,279	64	156		3,404	807	
2008 - 2012	6,363	105	781		11,954	3,265	
2013 - 2017	6,327		782		5,360		
2018 - 2020	3,775		782		159		
2023 - 2027			313				
Total future minimum lease payments	23,844	425	3,438	9	38,081	7,361	334
Amount representing interest	(7,631)	(116)	(1,633)	0	(9,389)	(1,581)	(37)
Present value of future minimum lease payments	\$ 16,213	\$ 309	\$ 1,805	\$ 9	\$ 28,692	\$ 5,780	\$ 297

E. Compensated Absences

State employees are granted vacation and sick leave in varying amounts based upon years of service. At the termination of service, the employee is paid for accumulated unused vacation leave. Also, the employee is entitled to payment of a percentage of accumulated sick leave at retirement. Payment is calculated at their then-current rate of pay. For the fiscal year ended June 30, 2002, the State calculated the liability for accrued sick leave for only those employees that are eligible for retirement (vested). Therefore, the July 1 balance was reduced by approximately \$15 million to reflect this change.

F. Other Long-Term Liabilities

Income on invested general obligation bond proceeds, determined to be arbitrage earnings in accordance with federal regulations, has been included in the general long-term debt account group. These amounts are generally payable to the federal government five years after the bond issuance date.

The long-term debt portion of violent crimes' claims is included in the general long-term debt account group. Also included is an advance from the Federal Highway Authority Right of Way Revolving Fund that will be used to acquire land and rights-of-way for the Quonset access road project. The amount included for negotiated settlements represents the amount due to correctional officers and is payable over three years. Retainage payable is also included in other long-term debt since the related construction projects are not expected to be completed in the subsequent fiscal period. Finally, an amount due to the federal government is being reported as long-term debt because the payment schedule coincides with the repayment of a long-term loan issued to a private employer.

G. Changes in Long-Term Debt

During the fiscal year ended June 30, 2002, the following changes (expressed in thousands) occurred in long-term debt:

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Primary Government

	Balance July 1	Additions	Reductions	Balance June 30	Amounts Due Within One Year	Amounts Due Thereafter
Governmental activities						
General obligation bonds payable:						
Current interest bonds	\$ 829,034	\$ 186,990	\$ (315,590)	\$ 682,434	\$ 33,481	\$ 648,953
Capital appreciation bonds	24,916		(24,206)	610		610
Accrued interest on capital appreciation bonds	34,154	4,904	(34,857)	4,411		4,411
Revenue bonds - RIRBA	147,355		(14,280)	133,105	14,885	118,220
Deferred costs		6,497		6,497		6,497
Bonds payable	1,035,359	190,391	(388,733)	827,057	48,366	779,691
Certificates of Participation (COP)	126,470		(13,805)	112,665	8,050	104,615
Other capital leases	8,122	314	(1,631)	6,805	1,651	5,154
Obligations under capital leases	134,592	314	(15,436)	119,470	6,701	109,769
Compensated absences	50,074	45,454	(40,881)	54,647	35,217	19,435
Other long-term liabilities	36,177	1,365	(10,409)	27,133	9,131	18,002
	<u>\$ 1,256,242</u>	<u>\$ 227,524</u>	<u>\$ (455,459)</u>	<u>\$ 1,028,307</u>	<u>\$ 102,415</u>	<u>\$ 925,892</u>
Business type activities						
Revenue bonds	\$ 315,805	\$ 101,315	\$ (97,685)	\$ 319,435	\$ 6,075	\$ 313,360
Less: deferred amounts						
Issuance discounts	(6,696)		505	(6,191)		(5,191)
On refunding	(14,067)	(6,462)		(20,529)		(20,529)
Bonds payable	295,012	94,853	(97,180)	292,685	6,075	286,610
Other long-term liabilities	2,053		(900)	1,153		
	<u>\$ 297,065</u>	<u>\$ 94,853</u>	<u>\$ (98,080)</u>	<u>\$ 293,838</u>	<u>\$ 7,228</u>	<u>\$ 286,810</u>

H. Defeased Debt

In prior years, the State and its component units defeased certain general obligation bonds, revenue bonds and certificates of participation (COP) by placing the proceeds of the new bonds or COP, or other sources, in irrevocable trusts to provide for all future debt service payments on the old bonds or COP. Accordingly, the trust account assets and the liabilities for the defeased bonds or COP are not included in the basic financial statements. On June 30, 2002, the following bonds outstanding (expressed in thousands) are considered defeased:

	Amount
Primary government:	
General Obligation Bonds	
(includes \$1,370,000 of NBC)	\$ 364,250
Component Units:	
R.I. Clean Water Finance Agency	14,935
R.I. Depositors Economic Protection Corporation	550,305
R.I. Economic Development Corporation	28,820
R.I. Turnpike And Bridge Authority	40,600

In March 2002, the State issued \$39,805,000 Consolidated Capital Development Loan of 2002, Refunding Series A, with interest rates ranging from 2.45% to 3.85%, maturing from 2003 through 2007. The proceeds were used to advance refund \$38,410,000 of 1992 General Obligation Refunding Bonds, Series A. The net proceeds from the sale of the refunding bonds were used to purchase U. S. Government securities which were deposited in an irrevocable trust with an escrow agent to provide for all future debt service of the refunded bonds. The advance refunding met the requirements of an in-substance debt defeasance and the refunded bonds were removed from long-term obligations. The refunding

decreased total debt service payments over the next 7 years by \$2,082,685 and resulted in an economic gain (difference between the present values of the debt service payments on the old and new debt) of \$1,552,630.

The above amounts include \$6,215,000 of refunding bonds issued on behalf of Narragansett Bay Commission (NBC), a component unit, to advance refund \$5,974,000 of outstanding bonds. This advance refunding decreased NBC's total debt service payments over the next 7 years by \$432,704 and resulted in an economic gain of \$328,269.

On June 27, 2002 the State used Tobacco Settlement Asset-Backed Bonds to defease \$295,505,000 in debt maturities which included \$4,650,000 of Certificates of Participation. Over the next 19 years, the State will reduce its interest payments by \$47,945,895.

I. Conduit Debt

The R.I. Industrial Facilities Corporation, the R.I. Health and Educational Building Corporation and the R.I. Economic Development Corporation issue revenue bonds, equipment acquisition notes, and construction loan notes to finance various capital expenditures for Rhode Island business entities. The bonds and notes issued by the corporations are not general obligations of the corporations and are payable solely from the revenues derived from the related projects. They neither constitute nor give rise to a pecuniary liability for the corporations nor do they represent a charge against their general credit. Under the terms of the various indentures and related loan and lease agreements, the business entities make loan and lease payments directly to the trustees of the related bond and note issues in amounts equal to interest and principal payments due on the respective issues. The payments are not shown as receipts and disbursements of the corporations, nor are the related assets and obligations included in the financial statements. The amount of conduit debt outstanding on June 30, 2002 was \$120,000,000, \$1,178,526,861 and \$360,225,000, respectively.

Note 8. Net Assets

Governmental-Wide Unrestricted Net Assets

	Governmental Activities (in thousands)	
Deficit	\$ (449,831)	
General Revenue	31,039	Unrestricted balance
Appropriations carried forward:		
General Revenues	7,312	General revenues carried forward for original purpose
Restricted Revenues	38,230	Restricted revenues carried forward for original purpose
Other	6,645	Principally capital accounts carried forward for original purpose
Special Revenue	147,459	ISTEA, Tobacco Settlement Fund, Underground Storage Fund, RI Economic Policy Council
Capital Projects Fund	87,132	Committed for capital projects
Permanent Fund	786	Permanent School
Internal Service Funds	8,247	Unrestricted balance of all Internal Service Funds
Unrestricted Net Assets	<u>\$ (124,431)</u>	

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Changes in General Fund Reserved Fund Balances

The State maintains certain reserves within the General Fund in accordance with the General Laws. These reserves accumulate in the General Fund until withdrawn by statute or used for the intended purposes pursuant to the enabling legislation.

The State maintains a budget reserve in the general fund. Annually, 2% of general revenues and opening surplus are set aside in this reserve account. Amounts in excess of 3% of the total general revenues and opening surplus are transferred to the bond capital fund to be used for capital projects, debt reduction or debt service. The reserve account, or any portion thereof, may be appropriated in the event of an emergency involving the health, safety or welfare of the citizens of the State or in the event of an unanticipated deficit in any given fiscal year. Such appropriations must be approved by a majority of each chamber of the General Assembly.

Appropriations carried forward can only be used for the same purpose as intended in the original budget as enacted by the General Assembly.

The following table summarizes the activity (expressed in thousands) of these reserve accounts for the fiscal year ended June 30, 2002:

	Reserved Fund Balance July 1, as restated	Additions	Reductions	Reserved Fund Balance June 30
State Budget Reserve Account	\$ 79,669	\$ 54,893	\$ (52,348)	\$ 82,214
Appropriations carried forward				
General revenue	11,056	7,812	(11,056)	7,812
Departmental restricted revenue	34,621	36,280	(34,521)	36,280
Operating transfers in	11,697	6,645	(11,697)	6,645
Total	<u>\$ 136,993</u>	<u>\$ 105,420</u>	<u>\$ (109,622)</u>	<u>\$ 132,791</u>

Note 9. Taxes

Tax revenue reported on the Statement of Activities is reported net of the allowance for uncollectible amounts. Tax revenue on the Statement of Revenues, Expenditures and Fund Balances – Governmental Funds is reported net of the uncollectible amount and the amount that will not be collected within one year (unavailable). The unavailable amount is reported as deferred revenue. The detail of the general revenue taxes as stated on the Statement of Activities is presented below (expressed in thousands):

	Taxes
General Fund	
Personal Income Tax	\$ 811,076
General Business Taxes:	
Business Corporation Tax	24,441
Non-resident Contractor Tax	88
Franchise Tax	8,545
Gross Earnings Tax-Public Utilities	80,859
Income Tax-Financial Institutions	3,385
Tax on Insurance Companies	32,534
Tax on Deposits-Banking Institutions	1,138
Health Care Provider Assessment	8,010
Nursing Facilities Provider Assessments	20,336
Sub-total - General Business Taxes	<u>179,336</u>
Sales and Use Taxes:	
Sales and Use Tax	736,543
Providence Place Sales Tax	10,637
Motor Vehicle Tax	43,432
Rental Vehicle Surcharge	2,682
Fuel Use Tax on Motor Carriers	831
Cigarette Tax	79,445
Cigarette Floor Stock Tax	4,304
Smokeless Tobacco Tax	1,765
Alcoholic Beverage Import Fees	10,004
Tax on Mfg. of Beers, Liquors, etc.	35
Sub-total - Sales and Use Taxes	<u>889,678</u>
Other Taxes:	
Inheritance Tax	22,265
Simulcast Wagering	3,183
Jai Alai - Pari-mutuel Betting	72
Jai Alai - Tax on Breakage	2
Dog Racing - Pari-mutuel Betting	2,200
Dog Racing - Tax on Breakage	34
Realty Transfer Tax	2,679
Mobile Home Conveyance Tax	13
Sub-total - Other Taxes	<u>30,428</u>
Total - General Fund	<u>1,910,617</u>
R.I. Temporary Disability Fund	146,826
Intermodal Surface Transportation Fund	
Gasoline	130,000
Total Taxes	<u>\$ 2,187,342</u>

Note 10. Operating Transfers

Operating transfers for the fiscal year ended June 30, 2002 are presented below (expressed in thousands):

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Fund Financial Statements

	Transfers	Description
Governmental activities		
General Fund		
Major Funds		
Intermodal Surface Transportation	\$ 50,872	Debt service
Bond Capital	55,641	Debt service
Tobacco Settlement Trust	135,000	Debt service
Lottery	214,279	Net income
Convention Center	1,659	Excess debt service
Other governmental funds		
Temporary Disability	828	Net income
Debt Service	775	Debt service
Internal Service		
Energy Revolving	143	Net income
Fiduciary Funds		
Employees' Retirement System	8,658	Fund administrative expenses
State Police Benefit Trust	15	Fund administrative expenses
Municipal Employees' Retirement system	1,263	Fund administrative expenses
Judicial Benefit Trust	10	Fund administrative expenses
ISTEA Fund		
Nonmajor Funds		
Capital Projects	44,881	Infrastructure
Bond Capital		
General Fund	52,348	Debt service
Economic Policy Council		
General Fund	3,250	Operating assistance
Total Governmental Activities	569,602	
Business-Type Activities		
Convention Center	16,969	Debt service
Total operating transfers	\$ 586,571	

Fiscal Year Ending June 30	\$
2003	12,540
2004	11,964
2005	11,373
2006	8,628
2007	5,092
2008 - 2012	16,711
2013 - 2017	8,738
2018 - 2022	3,941
Total	\$ 78,987

The minimum payments shown above have not been reduced by any sublease receipts.

Note 12. Commitments

Encumbrances outstanding for the governmental funds were not available at fiscal year end.

The R.I. Economic Development Corporation (RIEDC) entered into several agreements with Providence Place Group Limited Partnership (PPG). The agreements state the terms by which the State shall perform with regard to a shopping mall, parking garage and related offsite improvements developed by PPG. The authority to enter into these agreements was provided in legislation passed by the General Assembly and signed by the Governor. This legislation further provided for payments to the developer, during the first 20 years only, of an amount equal to the lesser of (a) two-thirds of the amount of sales tax generated from retail transactions occurring at or within the mall or (b) \$3,600,000 in the first five years and \$3,560,000 in years 6 through 20.

The Employees' Retirement System of Rhode Island has contracted with a systems integration firm to design and build a new pension administration system. The total cost to the System is estimated at \$17.8 million, of which \$12.7 million has been expended through June 30, 2002. The remaining cost is estimated at \$5.1 million. Full implementation is expected by the second quarter of fiscal 2004. This will be financed in the same manner as other administrative expenses of the System.

The R.I. Convention Center Authority (RICCA) has entered into management contracts with vendors under which these vendors will provide various services relating to the operation of the convention center, parking garages, and hotel. In addition, RICCA has entered into a licensing agreement with a major hotel chain that permits the hotel to use its name, trademark, reservation system and other services.

Component Units

The R.I. Airport Corporation (RIAC), a subsidiary and component unit of RIEDC, was obligated for completion of certain airport improvements under commitments of approximately \$10,438,000 which is expected to be funded from current available resources and future operations.

Note 11. Operating Lease Commitments

The primary government is committed under numerous operating leases covering real property. Operating lease expenditures totaled approximately \$12,938,404 for the fiscal year ended June 30, 2002.

Most of the operating leases contain an option allowing the State, at the end of the initial lease term, to renew its lease at the then fair rental value. In most cases, it is expected that these leases will be renewed or replaced by other leases.

The following is a summary of material future minimum rental payments (expressed in thousands) required under operating leases that have initial or remaining lease terms in excess of one year as of June 30, 2002:

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The Narragansett Bay Commission has entered into various engineering and construction contracts for the design and improvement of its facilities as part of a capital improvement program. Commitments under these contracts aggregated approximately \$256,180,000 at June 30, 2002.

The R.I. Resource Recovery Corporation's (RIRRC) currently licensed landfill consists of areas known as Phases II, III, and IV. The capacity of Phase I was reached in May 1993. Phases II and III encompass 34 acres adjoining Phase I. Phase II consists of two areas, referred to as Area I and Area II. Waste disposal commenced on Area II in April 1993 and on Area I in March 1995. Phase III commenced in June 1997. Approximately \$10,621,000 in costs relating to Phase II and \$5,303,000 relating to Phase III have been incurred as of June 30, 2002, and are included in land and improvements in the financial statements. Phase IV consists of four eleven acre cells of which two cells began accepting refuse in September 2000. To date, \$25,672,059 has been expended on legal fees, permitting and engineering costs related to Phase IV, and other costs associated with readying the area for use, including relocation of a brook.

The Environmental Protection Agency (EPA) established closure and postclosure care requirements for municipal solid waste landfills as a condition for the right to operate a landfill in the current period. Based on RIRRC's engineers and independent engineering studies, it is estimated that these costs of closure and postclosure activities for Phase I, II and III will be approximately \$39,854,000. The liability at June 30, 2002 is approximately \$31,166,000, with \$8,201,000 remaining to be recognized. RIRRC recognizes an expense and a liability for these costs based on landfill capacity used to date. Based on the estimates of RIRRC's engineers, approximately 98% of landfill capacity for Phase II and III, which has approximately six months of estimated life remaining, has been used to date and approximately 43% of capacity of Phase IV has been used to date which has approximately two years of estimated life remaining. Amounts provided for closure and postclosure are based on current costs. These costs may be adjusted each year due to changes in the closure and postclosure care plan, inflation or deflation, technology, or applicable laws and regulations. RIRRC has designated investments in the amount of \$13,200,567 to meet the financial requirements of closure and postclosure costs, and plans to increase these designated investments each year to enable it to pay the costs as they are incurred.

In prior years, the EPA issued administrative orders requiring the RIRRC to conduct environmental studies of the landfill and undertake various plans of action. Additionally, in 1986, the landfill was named to the EPA's Superfund National Priorities List. The majority of the studies were completed and were submitted to the EPA for review. During 1996, the RIRRC entered into a consent decree with the EPA concerning remedial actions taken by the RIRRC for groundwater contamination. The consent decree, which was approved by the U.S. District Court on October 2, 1996, requires the establishment of a trust fund in the amount of \$27,000,000 for remedial purposes. The trust is included in restricted assets held in trust on RIRRC's balance sheet. As of June 30, 2002, the market value of the trust was \$25,356,139. The present value of the estimated remaining total expenditures relating to groundwater contamination that will be required as a result of the consent decree is estimated to be approximately \$17,930,000 and is recorded in the financial statements, net of the amount included in the trust fund.

RIRRC is required by the R.I. Department of Environmental Management to restore certain wetlands which are located at the Central Landfill. Total costs for this project are estimated to be approximately \$6,100,000. As of June 30, 2002, the corporation has incurred approximately \$436,000 of engineering and subcontracting costs and estimates that it will incur \$5,570,000 for the project during the fiscal year ending June 30, 2003.

RIRRC is committed, under various contracts and agreements, for a materials recovery facility and a methane gas collection-flare system.

In addition, RIRRC is required to grant funds to municipalities to assist them in organizing source separation and recycling programs in their communities.

RIRRC has entered into an agreement with the City of Cranston to furnish sewer and water services to RIRRC's Johnston facilities in exchange for payments by RIRRC.

The R.I. Housing and Mortgage Finance Corporation had loan commitments of \$19,649,000 under various loan programs at June 30, 2002.

The R.I. Turnpike and Bridge Authority has entered into various contracts for maintenance of its bridges. At June 30, 2002 remaining commitments on these contracts approximated \$1,200,000.

The R.I. Public Transit Authority is committed under construction contracts in the amount of \$2,645,962 at June 30, 2002.

The R.I. Higher Education Assistance Authority is required to return to the federal government \$4,310,909 in student loan reserve funds over a period of five years, such that the total is returned by September 1, 2002. The entire amount was returned on August 30, 2002.

The University of Rhode Island, Rhode Island College and Community College of Rhode Island have begun a technology modernization of core administration systems. This is being accomplished system wide through the Office of Higher Education and will be financed over a seven-year period beginning in fiscal year 2000 at a cost of \$3,700,000, \$2,200,000, and \$2,500,000, respectively.

Note 13. Contingencies

Primary Government

The State is involved in various civil lawsuits which could result in monetary loss to the State. The lawsuits are in various developmental stages, some to the point that a favorable decision, with no or minimal loss is anticipated, others, where the outcome and amount of loss, if any, cannot be determined and others which are still in the discovery stage.

Federal Grants

The State receives significant amounts of federal financial assistance under grant agreements which specify the purpose of the grant and conditions under which the funds may be used.

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Generally, these grants are subject to audit. Any disallowances as a result of these audits become a liability of the State. Although such audits could generate expenditure disallowances under terms of the grants, it is believed that any required reimbursements will not be material.

Moral Obligation Bonds

Some component units issue bonds with bond indentures requiring capital reserve funds. Moneys in the capital reserve fund are to be utilized by the trustee in the event scheduled payments of principal and interest by the component unit are insufficient to pay the bond holder(s). These bonds are considered "moral obligations" of the State when the General Laws require the executive director to submit to the Governor the amount needed to restore each capital reserve fund to its minimum funding requirement and the Governor is required to include the amount in the annual budget. At June 30, 2002 the R.I. Housing and Mortgage Finance Corporation and the R.I. Economic Development Corporation (RIEDC) had \$195,409,054 and \$59,115,000 respectively, in "moral obligation" bonds outstanding. Certain of the RIEDC bonds are economic development revenue bonds whereby the State will assume the debt if the employer reaches and maintains a specified level of full-time equivalent employees. The participating employers have certified that the employment level has been exceeded, thereby triggering credits toward the debt. As a result, the State anticipates paying approximately \$1,680,000 of the debt on the related economic development revenue bonds in fiscal year 2003.

Component Units

Tobacco Settlement Financing Corporation

In June 2002, the Corporation issued revenue bonds that are the sole obligation of the Corporation. The bonds are asset-backed instruments that are secured solely by the Tobacco Settlement Revenues (TSR's) receivable by the Corporation. The State sold to the Corporation its future rights in the (TSR's) under the Master Settlement Agreement and the Consent Decree and Final Judgement (the MSA). When the Corporation's obligations with the bonds have been fulfilled, the TSR's will revert back to the State.

The Corporation's rights to receive TSR's are expected to produce funding for its obligations. The TSR payments are dependent on a variety of factors, which include:

- the financial capability of the participating cigarette manufacturers to pay TSR's;
- future cigarette consumption which impacts the TSR payment; and
- future legal and legislative challenges against the tobacco manufacturers and the master settlement agreement that provides for the TSR payments.

Litigation has been filed against tobacco manufacturers as well as certain states and public entities. The lawsuits allege, among other claims, that the Master Settlement Agreement (MSA) violates provisions of the U.S. Constitution, state constitutions, federal antitrust and civil rights laws, state consumer protection laws; these actions, if ultimately successful, could result in a determination that the MSA is void or unenforceable. The lawsuits seek to prevent the states from collecting any monies under the MSA, and/or a determination that prevents the tobacco manufacturers from collecting MSA payments through price increases

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to cigarette consumers. In addition, class action lawsuits have been filed in jurisdictions alleging violations of state Medicaid agreements. To date, no such lawsuits have been successful. The enforcement of the terms of the MSA may continue to be challenged in the future. In the event of an adverse court ruling, the corporation may not have adequate financial resources to service its debt obligations.

R.I. Student Loan Authority

The R.I. Student Loan Authority (RISLA) maintains letters of credit in the original stated amount of \$31,940,000 on its January 1995 weekly adjustable interest rate bonds and the originally stated amount of \$69,203,000 on its April 1996 Series I, II and III variable rate bonds. The letters of credit obligate the letter of credit provider to pay to the trustee an amount equal to principal and interest on the bonds when the same becomes due and payable (whether by reason of redemption, acceleration, maturity or otherwise) and to pay the purchase price of the bonds tendered or deemed tendered for purchase but not remarketed. The RISLA also maintains a standby letter of credit in the original stated amount of \$30,000,000 on its March 2000 issue. The letters of credit will expire on the earliest to occur: a) July 28, 2004, for the January 1995 and April 1996 issue, and March 15, 2003 for the March 2000 issue; b) the date the letter of credit is surrendered to the letter of credit provider; c) when an alternative facility is substituted for the letter of credit; d) when the bonds commence bearing interest at a fixed rate; e) when an event of default has occurred or f) when no amount becomes available to the trustee under the letter of credit.

The RISLA also has an available \$20,000,000 line of credit. Interest is based upon one month London Inter-Bank Offer Rate (LIBOR) plus thirty basis points adjusted weekly. The line of credit is secured by eligible loans of RISLA. Minimum drawdowns on the line of credit are \$100,000 and all proceeds are to be used to purchase or originate eligible student loans. As of June 30, 2002, there was no outstanding balance.

R.I. Public Transit Authority

The R.I. Public Transit Authority has a \$2,000,000 line of credit with a financial institution. The line of credit is due on demand with interest payable at a floating rate at the financial institution's base rate or fixed rate options at the financial institution's cost of funds plus 2.00%. No amount was due under this line of credit at June 30, 2002.

R.I. Children's Crusade for Higher Education

The R.I. Children's Crusade for Higher Education has a \$500,000 line of credit agreement that matures on December 31, 2003. Interest is payable monthly at the prime rate. There was no outstanding balance at June 30, 2002.

Note 14. Employer Pension Plans

Plan Descriptions

The State, through the Employees' Retirement System (System), administers four defined benefit pension plans. Three of these plans; the Employees' Retirement System (ERS), a

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cost-sharing multiple-employer defined benefit pension plan and the Judicial Retirement Benefits Trust (JRBT) and the State Police Retirement Benefits Trust (SPRBT), single-employer defined benefit pension plans; cover most State employees. The State does not contribute to the Municipal Employees' Retirement System, an agent multiple-employer defined benefit pension plan. The System provides retirement and disability benefits, annual cost-of-living adjustments, and death benefits to plan members and beneficiaries. The level of benefits provided to State employees, which is subject to amendment by the general assembly, is established by the General Laws as listed below. In addition to the State, there are 40 local public school entities that are members of the ERS. The System issues a publicly available financial report that includes financial statements and required supplementary information for the plans. The report may be obtained by writing to the Employees' Retirement System, 40 Fountain Street, Providence, RI 02903.

Summary of Significant Accounting Policies

Basis of Accounting

The financial statements of the System are prepared on the accrual basis of accounting. Under this method, revenues are recorded when earned and expenses are recorded when incurred. Plan member contributions are recognized in the period in which the contributions are due. Employer contributions to each plan are recognized when due and the employer has made a formal commitment to provide the contributions. Benefits and refunds are recognized when due and payable in accordance with the terms of each plan. Dividend income is recorded on the ex-dividend date. The gains or losses on foreign currency exchange contracts are included in income in the period in which the exchange rates change. Gains and losses on contracts which hedge specific foreign currency denominated commitments are deferred and recognized in the period in which the transaction is completed. Investment transactions are recorded on a trade date basis.

Method Used to Value Investments

Investments are recorded in the financial statements at fair value. Fair value is the amount that a plan can reasonably expect to receive for an investment in a current sale between a willing buyer and a willing seller - that is, other than a forced liquidation sale. The fair value of fixed income and domestic and international stocks are generally based on published market prices and quotations from national security exchanges and securities pricing services. Real estate is primarily valued on appraisals by independent appraisers or as adjusted by the general partner. Other securities and investments, which are not traded on a national security exchange, are valued by the respective fund manager. Short-term investments are stated at cost, which approximates fair value. Unit Investment Trusts (UIT) consist primarily of domestic and international institutional funds. The fair value of the UITs are based on the reported share value of the respective fund. Futures contracts are valued at the settlement price established each day by the board of trade or exchange on which they are traded.

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Funding Policy and Annual Pension Cost

The State's annual pension cost (expressed in thousands) for the current year and related information for each plan is listed below. The most recent actuarial information may be found in the separately issued audit report referred to above.

	Employees' Retirement System	State Police Retirement Benefits Trust	Judicial Retirement Benefits Trust	
Contribution rates:				
State	5.59%	27.10%	30.66%	
Plan members - state employees	8.75%	8.75%	8.75%	
State contribution for teachers	3.67% and 4.22%			
Annual pension cost	\$92,565	\$2,405	\$1,458	
Contributions made - state employees	\$31,802	\$2,405	\$1,458	
Contributions made - teachers	\$30,763			
Actuarial valuation date	June 30, 1999	June 30, 1999	June 30, 1999	
Actuarial cost method	Frozen Entry Age	Frozen Entry Age	Frozen Entry Age	
Amortization method	Level Percent of Payroll - Closed	Level Percent of Payroll - Closed	Level Percent of Payroll - Closed	
	15 years	23 years	28 years	
Equivalent Single Remaining Amortization Period				
Asset valuation method	5 Year Smoothed Market	5 Year Smoothed Market	5 Year Smoothed Market	
Actuarial Assumptions:				
Investment rate of return	8.25%	8.25%	8.25%	
Projected salary increases	4.75% to 8.75%	5% to 15.00%	5.00%	
Inflation	3.50%	3.50%	3.50%	
Cost-of-living adjustments	3% compounded annually	\$1,500 per annum	3% of original retirement, compounding varies	
Level of benefits established by:				
General Law(s)	36-8 to 10	42-28-22.1	8-3-16, 8-8-10.1, 8-8-2-7 and 28-30-19.1	
Three-Year Trend Information				
	Year Ending	Annual Pension Cost (APC) (In Thousands)	Percentage of APC Contributed	Net Pension Obligation
Employees' Retirement System	6/30/00	\$ 85,073	100%	\$ 0
	6/30/01	79,905	100%	0
	6/30/02	62,958	100%	
State Police Retirement Benefits Trust	6/30/00	1,508	100%	0
	6/30/01	1,820	100%	0
	6/30/02	2,405	100%	
Judicial Retirement Benefits Trust	6/30/00	1,008	100%	0
	6/30/01	1,164	100%	0
	6/30/02	1,458	100%	

Other

Certain employees of the University of Rhode Island, Rhode Island College, and the Community College of Rhode Island (principally faculty and administrative personnel) are covered by individual annuity contracts with the Teachers' Insurance and Annuity Association. Total expenditures by the institutions for such annuity contracts amounted to \$11,421,826 during the year ended June 30, 2002.

The R.I. Public Transit Authority has two pension plans that cover employees meeting certain eligibility requirements. Employer contribution paid in fiscal year 2002 was \$2,567,799. At January 1, 2002, the most recent valuation date, the total pension benefit obligation was \$40,368,420 and net assets available for benefits were \$19,114,761.

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Certain other component units have defined contribution pension and savings plans. For information regarding these pension and savings plans, please refer to the component units' separately issued financial reports.

Note 15. Postemployment Benefits

In accordance with the General Laws, postretirement health care benefits are provided to State employees who retire on or after July 1, 1989. The benefits in general cover medical and hospitalization costs for pre-Medicare retirees and a Medicare supplement for Medicare-eligible retirees. The State's share varies with years of service and ranges from 50% for retirees with 10-15 years of service to 100% for retirees with 35 years of service. During fiscal year 2002, the State contributed 0.95% of covered payroll for postretirement healthcare benefits. The contribution rates are not actuarially determined. Postretirement health care expenses for the fiscal year ended June 30, 2002 were \$5,004,743 net of retirees' contributions for the 3756 retirees receiving benefits.

In addition to the pension benefits described above, expenditures of \$908,098 were recognized for postretirement benefits provided under early retirement incentive programs (an average of \$937 for each of the 969 retirees covered by the plans).

The above plans are financed on a pay-as-you-go basis.

Note 16. Deferred Compensation

The State offers its employees a deferred compensation plan created in accordance with Internal Revenue Code (IRC) Section 457. The Department of Administration pursuant to Chapter 36-13 of the General Laws administers the plan. The Department of Administration contracts with private corporations to provide investment products related to the management of the deferred compensation plan. Benefit payments are not available to employees earlier than the calendar year in which the participant attains age 70½ termination, retirement, death or "unforeseeable emergency".

Current Internal Revenue Service regulations require that amounts deferred under a Section 457 plan be held in trust for the exclusive benefit of participating employees and not be accessible by the government or its creditors. The plan assets also may be held in annuity contracts or custodial accounts, which are treated as trusts.

The State does not serve in a trustee capacity. Accordingly, the plan assets are not included in the financial statements.

Note 17. Fund Deficits

The R.I. Convention Center Authority, a blended component unit and major enterprise fund, has a deficit of \$55,100,000. This consists primarily of the negative \$84,944,000 investment in capital assets net of related debt. The deficit will be reduced by a combination of debt reduction and future increases in net assets.

Note 18. Condensed Financial Statement Information

The condensed financial statement information for the discretely presented component units is presented (expressed in thousands) in the following schedules:

	RHMFPC	RISLA	RTBA	RIEDC	NBC
Other assets	\$ 2,038,763	\$ 860,854	\$ 40,285	\$ 192,857	\$ 36,020
Capital assets - nondepreciable			6,799	77,291	80,371
Capital assets - depreciable (net)		702	46,424	256,633	193,542
Due from primary government				585	17
Long term debt	1,570,039	792,405	37,240	282,053	91,080
Other liabilities	228,086	24,490	4,343	20,259	14,573
Due to primary government					
Net assets:					
Invested in capital assets, net of related debt	16,875	702	14,203	140,168	172,560
Restricted	205,741	51,899	5,515	64,122	45
Unrestricted	18,041	2,061	32,207	23,764	21,692
Operating expenses	108,894	38,369	3,714	41,855	23,952
Depreciation, depletion, and amortization	2,819	614	962	14,961	5,849
Program revenue	90,973	41,799	11,874	50,068	36,710
Net program (expense) revenue	(20,739)	2,816	7,199	(6,718)	6,909
Interest revenue	29,287	3,684	2,402	4,999	245
Gain (loss) on sale of assets			7	(234)	
Net increase in fair value of investments	1,237	(4)			
Miscellaneous					
Transfers from primary government				13,059	
Transfers (to) primary government					
Special and extraordinary items	(2,799)				
Change in net assets	6,975	6,496	7,685	8,857	13,340
Beginning net assets	233,683	48,165	44,240	219,197	180,957
Ending net assets	240,658	54,661	51,925	228,054	194,297

	RHEBC	RRRC	DEPCO	RHEAA	RIPTA	RFC
Other assets	\$ 10,486	\$ 98,263	\$ 9,106	\$ 14,325	\$ 14,955	\$ 1,179
Capital assets - nondepreciable		17,550		194	20,143	
Capital assets - depreciable (net)	8	53,474		1,228	73,583	
Due from primary government					2,481	
Long term debt		19,845				
Other liabilities	112	56,811	466	1,277	17,284	562
Due to primary government					1,147	
Net assets:						
Invested in capital assets, net of related debt	8	51,485		1,422	83,728	
Restricted		(8,294)	6,640	5,234		
Unrestricted	10,376	37,540		4,814	(995)	617
Operating expenses	970	38,356	960	12,323	58,952	33
Depreciation, depletion, and amortization	3	11,369		203	6,854	
Program revenue	1,281	52,642	7,422	9,171	31,148	177
Net program (expense) revenue	316	2,917	6,442	(3,355)	(34,709)	144
Interest revenue	187	385	271	441	158	6
Gain (loss) on sale of assets		109			(100)	
Net increase in fair value of investments						
Miscellaneous						
Transfers from primary government				6,851	29,053	
Transfers (to) primary government		(3,000)	(17,509)		(783)	
Special and extraordinary items						
Change in net assets	505	23	(10,796)	4,081	17,562	152
Beginning net assets	6,879	80,739	19,436	10,436	75,168	465
Ending net assets	10,384	80,731	6,640	14,470	92,731	617

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	RICWFA	RIRDA	RWRBC	RIPTCA	RICHE
Other assets	\$ 428,373	\$ 3,412	\$ 16,346	\$ 2,243	\$ 59,748
Capital assets - nondepreciable		181		621	
Capital assets - depreciable (net)	31	439		3,636	80
Due from primary government			76		
Long term debt	203,145		15,345	6,031	
Other liabilities	10,206	1,765	1,459	256	65,144
Due to primary government			1,144	5	
Net assets:					
Invested in capital assets, net of related debt	31	620		(1,324)	50
Restricted	210,774		(2,121)		
Unrestricted	4,248	1,647	696	1,732	(5,398)
Operating expenses	11,627	148	17	3,245	7,398
Depreciation, depletion, and amortization	101	14	113	717	51
Program revenue	35,606	243	1,489	2,851	(2,729)
Net program (expense) revenue	23,978	81	1,359	(1,011)	(10,178)
Interest revenue		73	330		285
Gain (loss) on sale of assets					
Net increase in fair value of investments			32	(213)	
Miscellaneous					
Transfers from primary government	62,810			1,158	1,752
Transfers (to) primary government					
Special and extraordinary items					
Change in net assets	86,586	154	868	(347)	(8,131)
Beginning net assets	128,485	2,113	(2,394)	755	2,825
Ending net assets	215,053	2,267	(1,526)	408	(5,306)

State of Rhode Island and Providence Plantations
Notes to the Basic Financial Statements
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Significant transactions between primary government and component units

	Revenue		Description
	(Expenses)		
Governmental activities			
General Fund			
R.I. Depositors Economic Protection Corporation	\$ 17,500		Surplus
R.I. Higher Education Assistance Authority	(6,834)		Operating assistance
R.I. Economic Development Corporation	(13,068)		
University of Rhode Island	(85,148)		Educational assistance
Rhode Island College	(43,583)		Educational assistance
Community College of Rhode Island	(40,743)		Educational assistance
Central Falls School District	(93,288)		Educational assistance
ISTEA Fund			
R.I. Public Transit Corporation	(62,543)		Operating assistance
Capital Projects			
R.I. Economic Development Corporation	(5,521)		Construction, improvement or purchase of assets
Narragansett Bay Commission	(9,143)		Construction or purchase of assets and premium on bonds
R.I. Clean Water Finance Agency	(56,760)		Bond proceeds
University of Rhode Island	(25,444)		Construction, improvement or purchase of assets
Rhode Island College	(5,586)		Construction, improvement or purchase of assets
Total Governmental Activities	\$ (373,219)		

Exhibit A-46

	TBFC	URI	RIC	CCRI	CFSD	Totals
Other assets	\$ 666,702	\$ 75,759	\$ 23,766	\$ 9,336	\$ 6,066	\$ 4,617,466
Capital assets - nondepreciable		74,821	2,441	1,886		282,397
Capital assets - depreciable (net)		152,669	48,089	33,989	1,296	858,842
Due from primary government					1,336	4,475
Long term debt	665,360	118,805	20,861	11,553	1,433	3,845,326
Other liabilities		48,781	14,550		4,087	517,912
Due to primary government				1,144		3,440
Net assets:						
Invested in capital assets, net of related debt		124,198	33,859	32,255	1,295	682,285
Restricted	1,312	(12,543)	8,202	621	1,331	568,703
Unrestricted		(1,222)	(3,326)	(4,570)	1,817	145,442
Operating expenses		267,812	94,806	74,289	39,017	815,978
Depreciation, depletion, and amortization		9,943	4,993	2,275	93	51,333
Program revenue		196,586	46,276	34,563	7,553	656,943
Net program (expense) revenue		(80,667)	(43,322)	(41,881)	(31,557)	(221,966)
Interest revenue	1,312				131	44,167
Gain (loss) on sale of assets						(218)
Net increase in fair value of investments		2,566				3,616
Miscellaneous						
Transfers from primary government		84,267	43,583	40,743	33,274	318,449
Transfers (to) primary government		(2,642)	(816)	(27)		(24,779)
Special and extraordinary items						(2,790)
Change in net assets	1,312	32,517	8,763	1,782	1,848	178,184
Beginning net assets		102,992	32,112	26,724	2,366	1,218,316
Ending net assets	1,312	135,509	38,875	28,506	4,214	1,396,500

Note 19. Risk Management

The State is exposed to various risks of loss related to torts; theft of, damage to and destruction of assets; errors and omissions; employee injury; and natural disasters.

The State has entered into agreements with commercial insurance companies for comprehensive insurance coverage on State property to protect the State against loss from fire and other risks. Furthermore, the State is required by the General Laws to provide insurance coverage on all motor vehicles owned by the State and operated by State employees in the sum of \$100,000 per person and \$300,000 per accident for personal injury and \$20,000 for property damage. The State also contracts with various insurance carriers and health maintenance organizations to provide health care benefits to employees.

The State is self-insured for risks of loss related to torts. Tort claims are defended by the State's Attorney General and, when necessary, appropriations are provided to pay claims.

The State is self-insured for various risks of loss related to work related injuries of State employees. The State maintains the Assessed Fringe Benefits Fund, an internal service fund that services, among other things, workers' compensation claims. Funding is provided through a fringe benefit rate applied to State payrolls on a pay-as-you-go basis.

There are no funds reserved for pending claims or incurred but not reported liabilities.

Note 20. Extraordinary and Special Items

In June 2002, the State sold to the Tobacco Settlement Financing Corporation (a discretely presented component unit) its future rights in the Tobacco Settlement Revenues (TSR's) under the master Settlement Agreement and the Consent Decree and Final Judgement (the

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MSA). The amount received by the State (\$544,238,410) is included as a special item on the government-wide statement of activities and fund financial statements.

During fiscal 2002 the State used \$295 million of cash to defease \$ 277 million (carrying amount) of bonds and certificates of participation. As a result of this transaction, the State incurred a loss of \$18 million which is included in special items. The cash used to defease the bonds and certificates of participation was provided by the State's sales of its rights to future tobacco settlement revenues as described above.

The R.I. Housing and Mortgage Finance Corporation periodically retires bonds prior to the redemption date. Deferred bond issuance costs, along with any premium paid on the call, in the amount of \$2,789,666 were reported as an extraordinary loss in fiscal year 2002.

Note 21. Related Party Transactions

The State sold its future rights in the Tobacco Settlement Revenues (TSR's) under the Master Settlement Agreement and the consent Decree and Final Judgment to the Tobacco Settlement Financing Corporation for \$544,238,410. The Tobacco Settlement Financing Corporation issued \$685,390,000 of its Tobacco Settlement Asset Backed Bonds in June 2002 to finance the costs of acquisition of the rights to the "state's tobacco receipts". The Corporation's bonds are payable both as to principal and interest solely out of the assets of the corporation pledged for such purpose; and neither the faith and credit nor the taxing power of the State or any political subdivision thereof is pledged to payment of the principal on the bonds. The bonds of the corporation do not constitute an indebtedness of or a general, legal or "moral" obligation of the State or any political subdivision of the State. The Corporation is included as a discretely presented component unit.

Funds held by the University of Rhode Island Foundation for the future use of the university and its faculty and students are not reflected in the accompanying financial statements. Funds held at June 30, 2002 amounted to \$68,728,573. Distributions of \$13,601,375 during the fiscal year ended June 30, 2002 are included in private and capital gift revenue of the university.

Funds held by the Rhode Island College Foundation for the future use of the college and its faculty and students are not reflected in the accompanying financial statements. Funds held at June 30, 2002 amounted to approximately \$7,748,605. Distributions of \$595,841 during the fiscal year ended June 30, 2002 are included in private and capital gift revenue of the university.

The R.I. Industrial-Recreational Building Authority is authorized to insure mortgages and first security agreements for companies conducting business in the State, granted by financial institutions and the R.I. Industrial Facilities Corporation.

The State entered into a lease and operating agreement (the agreement) with the R.I. Airport Corporation (RIAC) a subsidiary of the R.I. Economic Development Corporation providing for the lease and/or transfer from the State to the RIAC all real, personal, and tangible property; intangible property, including accounts receivable, contract rights, choices in action, licenses, permits, grants, and entitlements; and all other assets of the State used or used primarily in

connection with the administration, maintenance, management, regulation, operation, improvement, development or use of the State's six airports and other air facilities. RIAC agrees to reimburse the State for principal and interest payments for certain airport related General Obligation Bonds. The term of the agreement is 35 years beginning July 1, 1993, with annual rent of \$1.00.

Note 22. Subsequent Events

Primary Government – Governmental Activities

In November 2002, the State issued \$77,140,000 of general obligation bonds. The interest rate on these bonds ranged from 4.00 to 5.25% with maturities from 2003 to 2022.

In November 2002, the voters authorized the State to issue an additional \$132,500,000 of general obligation bonds.

In December 2002, the State issued \$62,765,000 of general obligation bonds. The interest rate on these bonds ranged from 3.00 to 5.25% with maturities from 2003 to 2013.

In December 2002, the State issued \$150,000,000 of general obligation tax anticipation notes. The interest rate on these notes is 2.5% and are due on June 30, 2003.

In December 2002, the State issued \$3,890,000 of certificates of participation to finance the purchase of state vehicles.

Primary Government - Business-Type Activities

In June 2003, the R.I. Convention Center Authority issued refunding revenue bonds in the amount of \$58,285,000. As a result of this in-substance defeasance, total debt service requirements were reduced by approximately \$6,000,000.

Component Units

In September and December 2002, the R.I. Housing and Mortgage Finance Corporation (RIHMFC) issued bonds in the amount of \$78,250,000 and \$75,335,000, respectively. In February and March 2003, the Corporation issued bonds in the amount of \$37,765,000 and \$72,165,000 respectively. In October 2002, RIHMFC also called \$71,315,000 of bonds outstanding at June 30, 2002. In June 2003, RIHMFC issued \$45,000,000 Homeownership Opportunity Bonds and Notes. In August 2003, RIHMFC issued \$33,460,000 Housing Bonds.

In October 2002 and May 2003, the R.I. Clean Water Finance Agency issued refunding revenue bonds in the amount of \$76,035,000 and \$14,870,000, respectively.

In November 2002, the R.I. Water Resources Board Corporation issued refunding revenue bonds in the amount of \$11,835,000 to refund \$7,705,000 of Series 1994 revenue bonds.

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In February 2003, the R.I. Student Loan Authority issued revenue bonds in the amount of \$140,000,000. In addition, in April 2003, \$30,000,000 of refunding revenue bonds were issued to refund \$30,000,000 of the March 2000 bonds outstanding.

In May 2003, the R.I. Refunding Bond Authority issued refunding revenue bonds in the amount of \$67,625,000, which together with amounts available in debt service reserve funds were used to refund \$84,910,000 of outstanding bonds.

In July 2003, the R.I. Turnpike and Bridge Authority issued taxable refunding revenue bonds in the amount of \$35,765,000 to refund Series 1997 revenue bonds.

Since June 30, 2002, the R.I. Health and Educational Building Corporation has issued various conduit debt obligations which are not obligations of RIHEBC or the State and are therefore not reported in the financial statements.

Component units

In early 2003, the Tobacco Settlement Financing Corporation's debt obligations, along with all other tobacco securitization debts of other jurisdictions, were placed on rating watch by the three major credit rating agencies. In addition, the ratings assigned to the corporation's debt obligations were uniformly downgraded by each of the three rating agencies. These actions by the agencies reflect the potential result of heightened litigation risks facing cigarette manufacturers, increasing competition from discounted brands, and the expectation of continuing declines in domestic cigarette consumption, as well as other factors.

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State of Rhode Island and Providence Plantations
 Schedule of Revenues, Expenditures, and Changes
 in Fund Balance - Budget and Actual

General Fund

For the Fiscal Year Ended June 30, 2002

(Expressed in thousands)

	Original Budget	Final Budget	Actual Amounts	Variance with Final Budget
Revenues:				
Taxes	\$ 2,056,900	\$ 1,892,050	\$ 1,905,131	\$ 13,081
Licenses, fines, sales, and services	182,256	186,200	186,927	727
Departmental restricted revenue	108,992	79,649	77,038	(2,611)
Federal grants	1,531,711	1,600,500	1,289,575	(310,925)
Other revenues	55,094	54,500	56,438	1,938
Total revenues	3,934,953	3,812,899	3,515,109	(297,790)
Other financing sources:				
Operating transfers in	189,475	348,600	469,143	120,543
Operating transfers from component units		20,500	26,721	6,221
Other	90,232	82,833	83,142	309
Total revenues and other financing sources	4,214,660	4,264,832	4,094,115	(170,717)
Expenditures:				
DEPARTMENT OF ADMINISTRATION				
<i>Central Management</i>				
General Revenue Total	1,835	1,904	1,984	(80)
Federal Funds Total	205	207	93	114
Total - Central Management	2,040	2,110	2,077	34
<i>Accounts & Control</i>				
General Revenue	4,747	5,811	5,717	94
RI e-Government Fund- RI - SAIL	2,000	2,065	2,012	53
Total - Accounts & Control	6,747	7,876	7,730	147
<i>Budgeting</i>				
General Revenue Total	2,107	2,101	2,049	52
Total - Budgeting	2,107	2,101	2,049	52
<i>Municipal Affairs</i>				
General Revenue Total	1,236	1,136	1,175	(39)
Federal Funds Total	7,500	8,618	4,918	3,700
Total - Municipal Affairs	8,737	9,754	6,092	3,661
<i>Purchasing</i>				
General Revenue Total	2,101	2,165	1,978	187
Total - Purchasing	2,101	2,165	1,978	187
<i>Auditing</i>				
General Revenue Total	1,510	1,542	1,513	29
Total - Auditing	1,510	1,542	1,513	29

State of Rhode Island and Providence Plantations
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General Fund

For the Fiscal Year Ended June 30, 2002

(Expressed in thousands)

	Original Budget	Final Budget	Actual Amounts	Variance with Final Budget
Human Resources				
General Revenue Total	6,481	6,791	6,836	(45)
Federal Funds Total		14	14	
Total - Human Resources	6,481	6,805	6,850	(45)
Personnel Appeal Board				
General Revenue Total	131	112	106	6
Total - Personnel Appeal Board	131	112	106	6
Taxation				
Motor Fuel Tax Evasion Program	90	91	57	34
Temporary Disability Insurance	642	584	404	180
General Revenue	14,814	15,948	16,615	(667)
Federal Funds Total	1,306	1,189	328	861
Restricted Receipts Total	335	490	1,995	(1,505)
Total - Taxation	17,188	18,301	19,399	(1,097)
Registry of Motor Vehicles				
Auto Emission CMAQ	11		55	(55)
Registration Denial Program		110		110
General Revenue	13,794	14,152	14,199	(47)
RI e-Government Fund - OLIS Support - RMV Sys	350	200	200	
RI e-Government Fund - Digital License System	150	300		300
Federal Funds Total		394	146	248
Restricted Receipts Total	16	16	14	2
Total - Registry of Motor Vehicles	14,321	15,172	14,615	558
Child Support				
General Revenue Total	3,193	3,173	2,348	825
Federal Funds Total	7,268	7,093	6,897	196
Total - Child Support	10,461	10,266	9,244	1,021
Central Services				
Lighting Conservation	661	661	143	518
General Revenue	11,912	11,708	12,192	(484)
Energy Office Grants	381	1,284	766	518
Federal Funds Total	18,544	18,250	13,925	4,325
Restricted Receipts Total	1,050	1,317	443	874
Total - Central Services	32,548	33,221	27,469	5,751
Office of Library & Information Services				
Federal Highway - PL Systems Planning	851	921	577	344
Federal Highway - T2 Systems Planning	118	128	147	(19)
Air Quality Modeling	20	20	6	14
General Revenue Total	2,606	2,566	2,429	137

State of Rhode Island and Providence Plantations
 Schedule of Revenues, Expenditures, and Changes
 in Fund Balance - Budget and Actual

General Fund

For the Fiscal Year Ended June 30, 2002

(Expressed in thousands)

State of Rhode Island and Providence Plantations
 Schedule of Revenues, Expenditures, and Changes
 in Fund Balance - Budget and Actual

General Fund

For the Fiscal Year Ended June 30, 2002

(Expressed in thousands)

	Original Budget	Final Budget	Actual Amounts	Variance with Final Budget
Federal Funds Total	1,357	1,219	1,031	188
Restricted Receipts Total	11	10	5	5
Total - Office of Library & Information Services	4,964	4,864	4,195	669
General				
RICAP - State House Renovations (Phase 1)		100	45	55
RICAP - A-Building Stabilization - Pastore Center	100			
RICAP - State House Skylights and Roof Repairs	1,733	3,246	2,662	584
RICAP - State House Terrace/South Stairs	2,903	2,163	1,860	303
RICAP - Chapin Health Laboratory	300	116	147	(31)
RICAP - Cranston Street Armory	1,000	795	942	(147)
RICAP - Cannon Building	150	288	214	74
RICAP House & Senate Chambers Renovations			9	(9)
RICAP - Second State House Elevator		12		12
RICAP - Ladd Center - Infrastructure		974	600	374
RICAP - Old State House	35	50		50
RICAP - State Office Building	200	110	13	97
RICAP - Veterans Office Building		73	24	49
RICAP - State Information Operations Center	200			
RICAP - Old Colony House	200	200	83	117
RICAP - Court Buildings - HVAC	362			
RICAP - Asset Inventory	50	300	133	167
RICAP - Washington County Government Center	395	77	78	(1)
RICAP - State House Renovations - Phase II	593	76	30	46
RICAP - Board of Elections Building	50	25	2	23
RICAP - Environmental Compliance	900	750	315	435
RICAP - Fox Point Hurricane Barrier	50	50	50	
General Revenue	11,419	10,259	10,147	112
Contingency Fund		1,771	350	1,421
Economic Development Corporation	7,827	7,827	7,822	5
Centers of Excellence	3,000	3,000	3,000	
Housing Resources Commission	8,652	3,651	3,586	65
Race and Police Community Relations Commission	300	300	295	5
Motor Vehicle Excise Tax Payment	97,203	99,565	99,467	98
Property Valuation	1,073	1,120	1,015	105
General Revenue Sharing Program	43,621	43,621	43,621	
Payment in Lieu of Tax Exempt Properties	18,152	18,152	18,134	18
Distressed Communities Relief Program	7,400	7,500	7,638	(138)
Resource Sharing and State Library Aid	6,319	6,319	6,287	32
Library Construction Aid	2,281	2,046	2,047	(1)
Federal Funds	700	700	484	216

	Original Budget	Final Budget	Actual Amounts	Variance with Final Budget
Restricted Receipts Total	566	1,266	932	334
Total - General	217,733	216,502	212,033	4,470
Debt Service Payments				
DEM - Narragansett Bay Commission	5,067	5,045	4,917	128
DEM - Clean Water Finance Agency	3,834	1,759	1,759	
DEM - Wastewater Treatment	6,099	9,830	9,789	41
DEM Debt Service - Recreation		5,339	5,763	(424)
RIPTA Debt Service	772	783	783	
MHRH Com Services		6,777	6,597	180
MHRH Comm. Mental Health		2,749	2,676	73
Transportation Debt Service	42,085	42,075	41,088	987
RIRBA - DLT Temporary Disability Insurance	60	60	38	22
COPS - DLT Building - Other	360	384	340	44
COPS - Center General - Furniture - TDI	2	2	21	(19)
COPS - Pastore Center Telecomm - TDI	20	20	19	1
Debt - URI Education and General	963	1,088	1,089	(1)
Debt - URI Housing Loan Funds	1,846	1,889	1,752	137
Debt - URI Dining Services	265	267	267	
Debt - URI Health Services	125	126	126	
Debt - W. Alton Jones Services	111	112	113	(1)
Debt - URI Memorial Union	98	98	98	
Debt - URI Sponsored Research (Indirect Cost)	101	101	101	
Debt - RIC Education and General	297	296	296	
Debt - RIC Housing	568	561	561	
Debt - RIC Student Center and Dining	178	178	178	
Debt - RIC Student Union	255	197	197	
Debt - CCRI Bookstore	177	177	177	
Debt Service Special Accounts			9,112	(9,112)
Debt Service Payments	115,959	93,330	96,041	(2,711)
Federal Funds	1,632	1,561	1,418	143
Restricted Receipts Total	5,962	5,892	2,906	2,986
Total - Debt Service Payments	186,837	180,699	188,222	(7,526)
Sheriffs				
General Revenue Total	12,246	12,094	11,844	250
Total - Sheriffs	12,246	12,094	11,844	250
Total - DEPARTMENT OF ADMINISTRATION	526,150	523,584	515,416	8,167
DEPARTMENT OF BUSINESS REGULATION				
Central Management				
General Revenue Total	1,434	1,505	1,518	(13)

State of Rhode Island and Providence Plantations
 Schedule of Revenues, Expenditures, and Changes
 in Fund Balance - Budget and Actual

General Fund

For the Fiscal Year Ended June 30, 2002

(Expressed in thousands)

	Original Budget	Final Budget	Actual Amounts	Variance with Final Budget
<i>Total - Central Management</i>	1,434	1,505	1,518	(13)
Banking Regulation				
General Revenue Total	1,470	1,355	1,339	16
<i>Total - Banking Regulation</i>	1,470	1,355	1,339	16
Securities Regulation				
General Revenue Total	665	645	643	2
<i>Total - Securities Regulation</i>	665	645	643	2
Commercial Licensing and Regulation				
General Revenue Total	916	1,015	1,002	13
Restricted Receipts Total	100	100	10	90
<i>Total - Commercial Licensing and Regulation</i>	1,016	1,115	1,012	103
Racing and Athletics				
General Revenue Total	685	668	665	3
<i>Total - Racing and Athletics</i>	685	668	665	3
Insurance Regulation				
General Revenue	3,503	3,429	3,302	127
Gramm, Leach, Bliley Act		489		489
Restricted Receipts Total	357	480	231	249
<i>Total - Insurance Regulation</i>	3,861	4,398	3,533	865
Board of Accountancy				
General Revenue Total	189	167	139	28
<i>Total - Board of Accountancy</i>	189	167	139	28
Total - DEPARTMENT OF BUSINESS REGULATION	9,319	9,854	8,850	1,004
DEPARTMENT OF LABOR AND TRAINING				
Central Management				
General Revenue Total	280	386	320	66
Director of Workers' Compensation	471	775	680	95
<i>Total - Central Management</i>	751	1,161	999	161
Workforce Development Services				
Federal Funds Total	20,406	24,444	18,128	6,316
ES - Reemployment Program	1,127	1,018	633	385
Human Resource Investment Council	9,113	9,183	9,411	(228)
Reed Act-Rapid Job Entry		289		289
Job Development Fund DLT Admin	267	40	77	(37)
HRIC - Supportive Work/Rapid Job Entry		1,711	1,873	(162)
<i>Total - Workforce Development Services</i>	30,913	36,685	30,122	6,563
Workforce Regulation and Safety				

State of Rhode Island and Providence Plantations
 Schedule of Revenues, Expenditures, and Changes
 in Fund Balance - Budget and Actual

General Fund

For the Fiscal Year Ended June 30, 2002

(Expressed in thousands)

	Original Budget	Final Budget	Actual Amounts	Variance with Final Budget
General Revenue Total	3,688	3,801	3,737	64
<i>Total - Workforce Regulation and Safety</i>	3,688	3,801	3,737	64
Income Support				
General Revenue Total	2,654	2,701	2,880	(179)
Federal Funds Total	18,227	18,535	15,464	3,071
Restricted Receipt Total	1,990	705	484	221
<i>Total - Income Support</i>	22,871	21,941	18,828	3,113
Injured Workers Services				
Restricted Receipts Total	9,307	8,962	8,918	44
<i>Total - Injured Workers Services</i>	9,307	8,962	8,918	44
Labor Relations Board				
General Revenue Total	339	357	354	3
<i>Total - Labor Relations Board</i>	339	357	354	3
Total - DEPARTMENT OF LABOR AND TRAINING	67,869	72,907	62,959	9,948
GENERAL ASSEMBLY				
General Assembly				
General Revenue Total	24,887	28,389	26,037	2,352
Restricted Receipts Total	757	759	892	(133)
<i>Total - General Assembly</i>	25,644	29,148	26,929	2,219
<i>Total - GENERAL ASSEMBLY</i>	25,644	29,148	26,929	2,219
OFFICE OF THE LIEUTENANT GOVERNOR				
Lt. Governor's Office - General				
General Revenue Total	765	760	757	3
<i>Total - Lt. Governor's Office - General</i>	765	760	757	3
Total - OFFICE OF THE LIEUTENANT GOVERNOR	765	760	757	3
DEPARTMENT OF STATE				
Administration				
General Revenue Total	1,166	1,252	1,139	113
<i>Total - Administration</i>	1,166	1,252	1,139	113
Corporations				
General Revenue	1,427	1,434	1,475	(41)
RI e-Gov Fund - UCC Automated System	250	250	111	139
<i>Total - Corporations</i>	1,677	1,684	1,586	98
State Archives				
General Revenue Total	281	280	307	(27)
Federal Funds Total	19	24	17	7

State of Rhode Island and Providence Plantations
 Schedule of Revenues, Expenditures, and Changes
 in Fund Balance - Budget and Actual

General Fund

For the Fiscal Year Ended June 30, 2002

(Expressed in thousands)

	Original Budget	Final Budget	Actual Amounts	Variance with Final Budget
Restricted Receipts Total	193	190	261	(71)
<i>Total - State Archives</i>	493	493	585	(91)
<i>Elections</i>				
General Revenue Total	468	466	465	1
<i>Total - Elections</i>	468	466	465	1
<i>State Library</i>				
General Revenue Total	704	705	701	4
<i>Total - State Library</i>	704	705	701	4
<i>Office of Public Information</i>				
General Revenue Total	481	481	520	(39)
<i>Total - Office of Public Information</i>	481	481	520	(39)
Total - DEPARTMENT OF STATE	4,988	5,083	4,997	86
TREASURY DEPARTMENT				
<i>Treasury</i>				
General Revenue Total	2,584	2,643	2,627	16
Federal Funds Total	265	214	185	29
Restricted Receipts Total	16	11	11	
<i>Total - Treasury</i>	2,865	2,868	2,823	45
<i>State Retirement System</i>				
Administrative Expenses - State Retirement System	11,148	11,220	9,427	1,793
Retirement-Treasury Investment Operations	542	567	516	51
<i>Total - State Retirement System</i>	11,690	11,788	9,943	1,844
<i>Unclaimed Property</i>				
Restricted Receipts Total	9,383	9,080	8,256	824
<i>Total - Unclaimed Property</i>	9,383	9,080	8,256	824
<i>RI Refunding Bond Authority</i>				
General Revenue Total	68	82	55	27
<i>Total - RI Refunding Bond Authority</i>	68	82	55	27
<i>Crime Victim Compensation Program</i>				
General Revenue Total	2,420	2,399	2,398	1
Federal Funds Total	1,497	1,500	1,813	(313)
Restricted Receipts Total	1,728	1,740	1,619	121
<i>Total - Crime Victim Compensation Program</i>	5,645	5,639	5,830	(191)
Total - TREASURY DEPARTMENT	29,651	29,456	26,907	2,549
BOARD FOR DESIGN PROFESSIONALS				
<i>Boards For Professional Design</i>				
General Revenue Total	350	363	348	15
<i>Total - Boards For Professional Design</i>	350	363	348	15

State of Rhode Island and Providence Plantations
 Schedule of Revenues, Expenditures, and Changes
 in Fund Balance - Budget and Actual

General Fund

For the Fiscal Year Ended June 30, 2002

(Expressed in thousands)

	Original Budget	Final Budget	Actual Amounts	Variance with Final Budget
Total - BOARD FOR DESIGN PROFESSIONALS	350	363	348	15
BOARD OF ELECTIONS				
<i>Board Of Elections</i>				
General Revenues	2,120	2,151	2,190	(39)
RI e-Gov Fund - Electronic Campaign Finance Syst	330	330	264	66
<i>Total - Board Of Elections</i>	2,450	2,481	2,454	27
Total - BOARD OF ELECTIONS	2,450	2,481	2,454	27
RHODE ISLAND ETHICS COMMISSION				
<i>RI Ethics Commission</i>				
General Revenue Total	847	905	874	31
<i>Total - RI Ethics Commission</i>	847	905	874	31
Total - RHODE ISLAND ETHICS COMMISSION	847	905	874	31
EXECUTIVE DEPARTMENT				
<i>Office Of Governor</i>				
General Revenue Total	5,682	5,611	4,526	1,085
<i>Total - Office Of Governor</i>	5,682	5,611	4,526	1,085
Total - EXECUTIVE DEPARTMENT	5,682	5,611	4,526	1,085
PUBLIC UTILITIES COMMISSION				
<i>Public Utilities Commission</i>				
General Revenue Total	731	711	703	8
Federal Funds Total	62	62	37	25
Restricted Receipts Total	4,663	4,684	3,576	1,108
<i>Total - Public Utilities Commission</i>	5,456	5,456	4,315	1,141
Total - PUBLIC UTILITIES COMMISSION	5,456	5,456	4,315	1,141
RHODE ISLAND COMMISSION ON WOMEN				
<i>Rhode Island Commission on Women</i>				
General Revenue Total	139	140	138	2
<i>Total - Rhode Island Commission on Women</i>	139	140	138	2
Total - RHODE ISLAND COMMISSION ON WOMEN	139	140	138	2
DEPARTMENT OF CHILDREN, YOUTH, AND FAMIL				
<i>Central Management</i>				
General Revenue Total	7,829	7,814	7,849	(35)
Federal Funds Total	5,117	4,807	4,048	759
<i>Total - Central Management</i>	12,946	12,621	11,897	724

State of Rhode Island and Providence Plantations
 Schedule of Revenues, Expenditures, and Changes
 in Fund Balance - Budget and Actual

General Fund

For the Fiscal Year Ended June 30, 2002

(Expressed in thousands)

	Original Budget	Final Budget	Actual Amounts	Variance with Final Budget
<i>Children's Behavioral Health Services</i>				
RICAP - Grodin Center	80		3	(3)
RICAP - Spurwink/RI	199	183	69	114
General Revenue Total	21,620	22,130	20,863	1,267
Federal Funds Total	19,732	20,545	19,691	854
Total - Children's Behavioral Health Services	41,631	42,858	40,626	2,232
<i>Juvenile Correctional Services</i>				
RICAP - RI Training School Bathroom Renovation	100	100	131	(31)
General Revenue Total	24,424	24,660	24,779	(119)
Federal Funds Total	2,856	3,651	3,290	361
Restricted Receipts Total	8	508	508	
Total - Juvenile Correctional Services	27,387	28,920	28,200	719
<i>Child Welfare</i>				
Children's Trust Fund	56	56	27	29
General Revenues	78,957	84,685	83,965	720
Federal Funds Total	55,628	60,185	61,149	(964)
Restricted Receipts Total	1,387	1,022	1,253	(231)
Total - Child Welfare	136,027	145,947	146,393	(446)
<i>Higher Education Incentive Grants</i>				
General Revenue Total	150	204	195	9
Total - Higher Education Incentive Grants	150	204	195	9
Total - DEPARTMENT OF CHILDREN, YOUTH, AND FAMILIES	218,142	230,549	227,311	3,238
DEPARTMENT OF ELDERLY AFFAIRS				
<i>Elderly Affairs</i>				
Intermodal Surface Transportation Fund	4,700	4,495	4,495	
General Revenues	13,478	13,495	13,227	268
Safety and Care of the Elderly	1	1	1	
RIPAE	10,281	11,913	12,135	(222)
Federal Funds Total	8,660	9,527	8,839	688
Total - Elderly Affairs	37,119	39,430	38,697	734
Total - DEPARTMENT OF ELDERLY AFFAIRS	37,119	39,430	38,697	734
DEPARTMENT OF HEALTH				
<i>Central Management</i>				
Trauma Registry	228	170	164	6
General Revenues	2,609	2,572	2,682	(110)
RI e-Gov Fund - Automated Vital Records System	300	300	304	(4)
Federal Funds Total	3,062	2,296	2,025	271

State of Rhode Island and Providence Plantations
 Schedule of Revenues, Expenditures, and Changes
 in Fund Balance - Budget and Actual

General Fund

For the Fiscal Year Ended June 30, 2002

(Expressed in thousands)

	Original Budget	Final Budget	Actual Amounts	Variance with Final Budget
Restricted Receipts Total	1,729	1,753	2,122	(369)
Total - Central Management	7,928	7,091	7,297	(206)
<i>State Medical Examiner</i>				
General Revenue Total	1,679	1,657	1,518	139
Total - State Medical Examiner	1,679	1,657	1,518	139
<i>Family Health</i>				
General Revenues	8,465	8,997	9,089	(92)
Poison Control Center	250	250	256	(6)
Federal Funds Total	27,386	29,749	29,372	377
Restricted Receipts Total	3,460	3,868	3,083	785
Total - Family Health	39,561	42,863	41,801	1,064
<i>Health Services Regulation</i>				
General Revenues	4,376	4,416	4,475	(59)
Hospital Care Consultant Report	292	291	192	99
Federal Funds Total	1,963	2,153	2,353	(200)
Restricted Receipts Total	465	494	454	40
Total - Health Services Regulation	7,096	7,355	7,473	(120)
<i>Environmental Health</i>				
General Revenue Total	4,157	4,038	4,155	(117)
Federal Funds Total	2,217	2,661	3,042	(381)
Restricted Receipts Total	670	1,068	1,101	(33)
Total - Environmental Health	7,045	7,768	8,299	(531)
<i>Health Laboratories</i>				
General Revenue Total	5,638	5,991	5,854	137
Federal Funds Total	795	704	897	(193)
Total - Health Laboratories	6,433	6,695	6,750	(56)
<i>Disease Prevention and Control</i>				
General Revenue	5,220	5,300	5,106	194
Smoking Cessation	1,000	300	397	(97)
Federal Funds Total	11,657	11,822	11,565	257
Restricted Receipts Total	80	876	41	835
Child Safety Program		20	42	(22)
Walkable Communities Initiative		80		80
Total - Disease Prevention and Control	17,957	18,398	17,151	1,247
Total - DEPARTMENT OF HEALTH	87,698	91,828	90,290	1,537
DEPARTMENT OF HUMAN SERVICES				
<i>Central Management</i>				
General Revenue Total	7,089	6,914	5,998	916
Federal Funds Total	3,673	3,883	3,731	152

State of Rhode Island and Providence Plantations
 Schedule of Revenues, Expenditures, and Changes
 in Fund Balance - Budget and Actual

General Fund

For the Fiscal Year Ended June 30, 2002

(Expressed in thousands)

State of Rhode Island and Providence Plantations
 Schedule of Revenues, Expenditures, and Changes
 in Fund Balance - Budget and Actual

General Fund

For the Fiscal Year Ended June 30, 2002

(Expressed in thousands)

Exhibit A-54

	Original Budget	Final Budget	Actual Amounts	Variance with Final Budget
Restricted Receipts Total	1,787	1,975	2,217	(242)
Total - Central Management	12,550	12,772	11,946	826
Individual and Family Support				
RICAP Veterans' Home Roof	60			
RICAP Forand Building Exterior Doors and Windo	135			
RICAP Forand Building Soffits Replacement	85			
RICAP Forand Building Exterior Window Panels	349	5	1	4
General Revenue Total	20,700	20,309	20,051	258
Federal Funds Total	50,995	51,389	45,978	5,411
Restricted Receipts Total	74	74	46	28
Total - Individual and Family Support	72,398	71,776	66,076	5,701
Veterans' Affairs				
General Revenue Total	13,406	14,148	14,173	(25)
Federal Funds Total	5,605	6,672	6,365	307
Restricted Receipts Total	1,086	2,087	1,655	432
Total - Veterans' Affairs	20,097	22,906	22,192	714
Health Care Quality, Financing & Purchase				
General Revenue Total	22,250	22,459	21,905	554
Federal Funds Total	30,378	31,901	31,279	622
Restricted Receipts Total	330	495	285	210
Total - Health Care Quality, Financing & Purchase	52,958	54,855	53,469	1,386
Medical Benefits				
General Revenues - Managed Care	114,429	118,200	117,800	400
General Revenues - Hospitals	87,084	95,884	96,497	(613)
General Revenues - Other	86,732	86,473	87,958	(1,485)
General Revenues - Special Education	9,494	13,943	14,807	(864)
General Revenues - Nursing Facilities	121,332	123,200	120,888	2,312
Federal Funds - Managed Care	132,790	137,300	139,540	(2,240)
Federal Funds - Hospitals	95,167	104,116	104,149	(33)
Federal Funds - Nursing Facilities	135,743	137,800	134,257	3,543
Federal Funds - Other	98,136	96,727	95,470	1,257
Federal Funds - Special Education	11,006	15,557	16,479	(922)
Restricted Receipts Total	15	15	7	8
Total - Medical Benefits	891,928	929,215	927,852	1,363
Supplemental Security Income Program				
General Revenue Total	28,267	28,175	27,950	225
Total - Supplemental Security Income Program	28,267	28,175	27,950	225
Family Independence Program				

	Original Budget	Final Budget	Actual Amounts	Variance with Final Budget
TANF/Families Independence Program	18,000	16,167	16,167	
Child Care	53,609	52,656	52,656	
Federal Funds Total	82,403	87,907	88,737	(830)
Total - Family Independence Program	154,012	156,730	157,560	(830)
State Funded Programs				
General Public Assistance	2,074	2,562	2,745	(183)
Food Stamp Replacement for Legal Immigrants	1,619	1,795	1,787	8
Weatherization One-Time Payment	1,579	1,640	1,671	(31)
Citizen Participation Program	100	100	100	
Federal Funds Total	59,026	64,356	63,628	728
Total - State Funded Programs	64,399	70,454	69,930	522
Total - DEPARTMENT OF HUMAN SERVICES	1,296,609	1,346,883	1,336,975	9,907
DEPARTMENT OF MENTAL HEALTH, RETARDATIC				
Central Management				
General Revenue Total	1,703	1,973	1,686	287
Total - Central Management	1,703	1,973	1,686	287
Hospital & Community System Support				
RICAP - Utilities Upgrade	400	510	440	70
RICAP - Medical Center Rehabilitation	665	250	159	91
RICAP - Utility Systems Water Tanks and Pipes	350	111	221	(110)
RICAP - Central Power Plant Rehabilitation		360	551	(191)
RICAP - Environmental Mandates	550			
General Revenue Total	19,946	22,640	23,723	(1,083)
Total - Hospital & Community System Support	21,911	23,871	25,094	(1,223)
Service for the Developmentally Disabled				
General Revenue	98,549	96,852	97,066	(214)
Pirovano Trust		261	113	148
Federal Funds Total	111,725	110,317	102,593	7,724
Total - Service for the Developmentally Disabled	210,274	207,430	199,772	7,658
Integrated Mental Health Services				
General Revenue Total	30,348	30,709	32,113	(1,404)
Federal Funds Total	28,172	28,574	29,541	(967)
Total - Integrated Mental Health Services	58,520	59,283	61,653	(2,371)
Hospital & Community Rehabilitation Svcs				
RICAP - Zambarano Buildings and Utilities	405	100	3	97
General Revenue Total	50,524	51,682	51,634	48
Federal Funds Total	52,382	53,334	55,626	(2,292)

State of Rhode Island and Providence Plantations
 Schedule of Revenues, Expenditures, and Changes
 in Fund Balance - Budget and Actual

General Fund

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(Expressed in thousands)

	Original Budget	Final Budget	Actual Amounts	Variance with Final Budget
<i>Total - Hospital & Community Rehabilitation Svcs</i>	103,311	105,116	107,263	(2,147)
<i>Substance Abuse</i>				
RICAP - Asset Protection	100	113	113	
General Revenues	14,830	15,294	14,789	505
Providence Community Action	213			
Federal Funds Total	9,943	10,515	9,521	994
Restricted Receipts Total	55	65	62	3
<i>Total - Substance Abuse</i>	25,141	25,987	24,486	1,502
Total - DEPARTMENT OF MENTAL HEALTH, RETARDATION AND HOSPITALS	420,859	423,661	419,954	3,706
OFFICE OF THE CHILD ADVOCATE				
<i>Office of the Child Advocate</i>				
General Revenue Total	523	522	492	30
Federal Funds Total	343	359	344	15
<i>Total - Office of the Child Advocate</i>	866	882	835	45
Total - OFFICE OF THE CHILD ADVOCATE	866	882	835	45
RHODE ISLAND COMMISSION ON THE DEAF & HA				
<i>Commission On Deaf and Hard Of Hearing</i>				
General Revenue Total	258	196	165	31
<i>Total - Commission On Deaf and Hard Of Hearing</i>	258	196	165	31
Total - RHODE ISLAND COMMISSION ON THE DEAF & HARD OF HEARING	258	196	165	31
STATE COUNCIL ON DEVELOPMENTAL DISABILIT.				
<i>RI Developmental Disabilities Council</i>				
Federal Funds Total	409	420	406	14
<i>Total - RI Developmental Disabilities Council</i>	409	420	406	14
Total - STATE COUNCIL ON DEVELOPMENTAL DISABILITIES	409	420	406	14
GOVERNOR'S COMMISSION ON DISABILITIES				
<i>Governor's Commission on Disabilities</i>				
General Revenue Total	305	304	304	
Federal Funds Total	28	25	10	15
Restricted Receipts Total	1	38	15	23
<i>Total - Governor's Commission on Disabilities</i>	335	367	329	38

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 Schedule of Revenues, Expenditures, and Changes
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General Fund

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(Expressed in thousands)

	Original Budget	Final Budget	Actual Amounts	Variance with Final Budget
Total - GOVERNOR'S COMMISSION ON DISABILITIES	335	367	329	38
RHODE ISLAND COMMISSION FOR HUMAN RIGHT				
<i>Commission For Human Rights</i>				
General Revenue Total	783	735	733	2
Federal Funds Total	426	416	492	(76)
<i>Total - Commission For Human Rights</i>	1,209	1,151	1,225	(74)
Total - RHODE ISLAND COMMISSION FOR HUMAN RIGHTS	1,209	1,151	1,225	(74)
OFFICE OF THE MENTAL HEALTH ADVOCATE				
<i>Office of the Mental Health Advocate</i>				
General Revenue Total	295	283	291	(8)
<i>Total - Office of the Mental Health Advocate</i>	295	283	291	(8)
Total - OFFICE OF THE MENTAL HEALTH ADVOCATE	295	283	291	(8)
DEPARTMENT OF ELEMENTARY AND SECONDARY				
<i>State Aid</i>				
State Support Local School Operations	575,846	576,381	576,235	146
Federal Funds		2,536	647	1,889
<i>Total - State Aid</i>	575,846	578,917	576,882	2,035
<i>School Housing Aid</i>				
General Revenue Total	30,776	33,222	33,222	
<i>Total - School Housing Aid</i>	30,776	33,222	33,222	
<i>Teacher's Retirement</i>				
General Revenue Total	37,244	31,224	31,264	(40)
<i>Total - Teacher's Retirement</i>	37,244	31,224	31,264	(40)
RI School for the Deaf				
RICAP - School for the Deaf - Physical Education F	268	33	11	22
General Revenue Total	5,681	5,382	5,801	(419)
Federal Funds Total	947	1,246	1,083	163
Restricted Receipts Total		1	1	
<i>Total - RI School for the Deaf</i>	6,897	6,662	6,895	(233)
Central Falls School District				
General Revenue Total	33,266	33,266	33,266	
<i>Total - Central Falls School District</i>	33,266	33,266	33,266	
Davies Career and Technical School				
General Revenue Total	10,612	10,328	9,842	486

State of Rhode Island and Providence Plantations
 Schedule of Revenues, Expenditures, and Changes
 in Fund Balance - Budget and Actual

General Fund

For the Fiscal Year Ended June 30, 2002

(Expressed in thousands)

	Original Budget	Final Budget	Actual Amounts	Variance with Final Budget
RICAP - Davies Roof Repair	450			
Federal Funds Total	797	1,030	1,067	(37)
Restricted Receipts Total	25	195	21	174
Total - Davies Career and Technical School	11,884	11,553	10,931	623
Metropolitan Career & Technical School				
General Revenue Total	2,155	2,155	2,155	
Total - Metropolitan Career & Technical School	2,155	2,155	2,155	
Program Operations				
RICAP - Woonsocket Vocational HVAC		10	3	7
RICAP - East Providence Vocational HVAC	141	10	5	5
RICAP - Hanley - HVAC	125	217	152	65
RICAP - State-Owned Schools - Fire Alarm System	100	78	34	44
RICAP - Hazardous Materials Storage/Dust		206	206	
General Revenue Total	15,388	15,163	15,518	(355)
Federal Funds Total	111,817	128,942	104,951	23,991
Restricted Receipts Total	664	1,046	853	193
Total - Program Operations	128,454	145,671	121,722	23,950
ELEMENTARY AND SECONDARY EDUCATION				
	826,521	842,670	816,337	26,335
BOARD OF GOVERNORS FOR HIGHER EDUCATION				
Board of Governors				
General Revenue Total	174,894	174,474	174,473	1
Federal Fund Total	2,040	2,321	2,420	(99)
Total - Board of Governors	176,934	176,794	176,893	(98)
Total - BOARD OF GOVERNORS FOR HIGHER EDUCATION				
	176,934	176,794	176,893	(98)
RHODE ISLAND STATE COUNCIL ON THE ARTS				
RI State Council On The Arts				
Operating Support	359	364	368	(4)
Grants	1,925	1,918	1,270	648
Federal Funds Total	554	597	520	77
Restricted Receipts Total	250	255	40	215
Total - RI State Council On The Arts	3,087	3,134	2,198	936
Total - RHODE ISLAND STATE COUNCIL ON THE ARTS				
	3,087	3,134	2,198	936
RHODE ISLAND ATOMIC ENERGY COMMISSION				
Atomic Energy Commission				
URI Sponsored Research	130	130	131	(1)

State of Rhode Island and Providence Plantations
 Schedule of Revenues, Expenditures, and Changes
 in Fund Balance - Budget and Actual

General Fund

For the Fiscal Year Ended June 30, 2002

(Expressed in thousands)

	Original Budget	Final Budget	Actual Amounts	Variance with Final Budget
RICAP - Paint Interior Reactor Building Walls	50			
RICAP - Roof Replacement - North Bunker	21	21	19	2
General Revenue Total	649	645	631	14
Federal Funds Total	753	703	9	694
Total - Atomic Energy Commission	1,604	1,499	789	709
Total - RHODE ISLAND ATOMIC ENERGY COMMISSION				
	1,604	1,499	789	709
RHODE ISLAND HIGHER EDUCATION ASSISTANCE				
Higher Education Assistance Authority				
Needs Based Grants and Work Opportunities	6,397	5,897	5,949	(52)
Authority Operations and Other Grants	1,039	1,037	986	51
Total - Higher Education Assistance Authority	7,436	6,934	6,934	(1)
EDUCATION ASSISTANCE AUTHORITY				
	7,436	6,934	6,934	(1)
HISTORICAL PRESERVATION AND HERITAGE COM.				
Historical Preservation Commission				
General Revenue Total	751	784	777	7
Federal Funds Total	541	535	559	(24)
Restricted Receipts Total	332	328	434	(106)
Total - Historical Preservation Commission	1,624	1,646	1,771	(123)
Total - HISTORICAL PRESERVATION AND HERITAGE COMMISSION				
	1,624	1,646	1,771	(123)
RHODE ISLAND PUBLIC TELECOMMUNICATIONS				
R.I Public Telecommunications Authority				
General Revenue Total	1,358	1,267	1,158	109
Total - R.I Public Telecommunications Authority	1,358	1,267	1,158	109
Total - RHODE ISLAND PUBLIC TELECOMMUNICATIONS AUTHORITY				
	1,358	1,267	1,158	109
DEPARTMENT OF ATTORNEY GENERAL				
Criminal				
General Revenue Total	9,255	9,503	9,277	226
Federal Funds Total	1,191	1,267	1,093	174
Restricted Receipts Total	179	163	156	7
Total - Criminal	10,625	10,932	10,526	407
Civil				
General Revenue Total	3,484	3,358	3,289	69

State of Rhode Island and Providence Plantations
 Schedule of Revenues, Expenditures, and Changes
 in Fund Balance - Budget and Actual
 General Fund
 For the Fiscal Year Ended June 30, 2002
 (Expressed in thousands)

State of Rhode Island and Providence Plantations
 Schedule of Revenues, Expenditures, and Changes
 in Fund Balance - Budget and Actual
 General Fund
 For the Fiscal Year Ended June 30, 2002
 (Expressed in thousands)

	Original Budget	Final Budget	Actual Amounts	Variance with Final Budget
Federal Funds Total	75	68		68
Restricted Receipts Total	409	417	381	36
Total - Civil	3,968	3,843	3,671	173
Bureau of Criminal Identification				
General Revenue Total	606	623	601	22
Federal Funds Total		225	81	144
Total - Bureau of Criminal Identification	606	848	682	166
General				
General Revenue Total	1,470	1,523	1,506	17
Total - General	1,470	1,523	1,506	17
Total - DEPARTMENT OF ATTORNEY GENERAL	16,669	17,146	16,385	763
DEPARTMENT OF CORRECTIONS				
Central Management				
General Revenue Total	9,510	9,236	8,645	591
Federal Funds Total		188	188	
Total - Central Management	9,510	9,424	8,833	591
Parole Board				
General Revenue Total	853	890	861	29
Federal Funds Total	8			
Total - Parole Board	861	890	861	29
Institutional Corrections				
RICAP - Fire Code Safety Improvements	1,000	1,374	1,025	349
RICAP - Security Camera Installation	417	773	860	(87)
RICAP - HVAC Renovations - Maximum		19	19	
RICAP - Window Replacement - Women's	350	666	574	92
RICAP - Dix Expansion - Phase II		35	16	19
RICAP - Reintegration Center State Match		171	18	153
RICAP - Dix Expansion - State Match		43	1	42
RICAP - General Renovations - Maximum	450	327	74	253
RICAP - Roof/Masonry Renovations - Women's	105	130	102	28
RICAP - High Security Fire Alarm HVAC	172	79	48	31
RICAP - Aquidneck & Prudence Cellblock Roofs	220	741	680	61
RICAP - Perimeter/Security Upgrades	1,765	687	555	132
General Revenue Total	110,827	109,521	109,015	506
Federal Funds Total	6,337	7,349	4,390	2,959
Restricted Receipts Total	3,877	5,367	5,368	(1)
Total - Institutional Corrections	125,521	127,284	122,728	4,556
Community Corrections				
General Revenue Total	10,298	10,265	9,648	617

	Original Budget	Final Budget	Actual Amounts	Variance with Final Budget
Federal Funds Total	339	302	272	30
Total - Community Corrections	10,637	10,567	9,920	647
Total - DEPARTMENT OF CORRECTIONS	146,528	148,164	142,342	5,823
JUDICIAL DEPARTMENT				
Supreme Court				
RICAP - Garrahy Judicial Complex Renovation	1,976	3,160	3,156	4
RICAP - Garrahy Complex Roof Repair		323	322	1
RICAP - Licht Exterior/Interior Refurbishment		130	129	1
RICAP - Fogarty Judicial Annex	95	35	35	
General Revenue	17,666	18,957	19,258	(301)
Defense of Indigents	1,550	1,550	1,745	(195)
Federal Funds Total	150	180	164	16
Restricted Receipts Total	763	891	769	122
Total - Supreme Court	22,199	25,225	25,578	(352)
Superior Court				
Federal Funds Total		120	1	119
General Revenue Total	14,673	15,080	14,786	294
Total - Superior Court	14,673	15,200	14,787	413
Family Court				
General Revenue Total	10,818	10,883	10,773	110
Federal Funds Total	1,679	2,400	2,274	126
Restricted Receipts Total	234	248	132	116
Total - Family Court	12,730	13,531	13,179	352
District Court				
General Revenue Total	6,866	6,796	6,761	35
Federal Funds Total	250	172	111	61
Restricted Receipts Total	70	139	75	64
Total - District Court	7,186	7,107	6,947	160
Traffic Tribunal				
General Revenue Total	5,495	5,476	5,453	23
Total - Traffic Tribunal	5,495	5,476	5,453	23
Worker's Compensation Court				
Restricted Receipts Total	4,793	5,148	4,876	272
Total - Worker's Compensation Court	4,793	5,148	4,876	272
Justice Link				
General Revenue Total	1,582	2,478	1,912	566
Total - Justice Link	1,582	2,478	1,912	566
Total - JUDICIAL DEPARTMENT	68,659	74,165	72,733	1,434

Exhibit A-57

State of Rhode Island and Providence Plantations
 Schedule of Revenues, Expenditures, and Changes
 in Fund Balance - Budget and Actual

General Fund

For the Fiscal Year Ended June 30, 2002

(Expressed in thousands)

	Original Budget	Final Budget	Actual Amounts	Variance with Final Budget
MILITIA OF THE STATE				
<i>National Guard</i>				
Rails to Trails	292		1	(1)
RICAP - Bristol Armory Rehabilitation	200	190	190	
RICAP - Benefit St. Arsenal Rehabilitation	71	22	22	
RICAP - Schofield Armory Rehabilitation	110	20		20
RICAP - US Property and Finance Office - HVAC	50	5	5	
RICAP - Warren Armory	100	154	130	24
RICAP - Vehicle Exhaust Vent System	50	50	49	1
General Revenue	1,734	2,054	2,000	54
RI e-Government Fund - Distributed Tech. Training	100	50	16	34
Federal Funds Total	6,299	7,054	5,548	1,506
Total - National Guard	9,005	9,599	7,962	1,638
<i>Emergency Management</i>				
General Revenue Total	399	475	444	31
Federal Funds Total	2,945	2,896	2,453	443
Restricted Receipts Total	111	111	112	(1)
Total - Emergency Management	3,455	3,481	3,010	473
Total - MILITIA OF THE STATE	12,461	13,081	10,971	2,111
E-911 UNIFORM EMERGENCY TELEPHONE SYSTEM				
<i>E-911</i>				
General Revenue	3,136	3,318	3,393	(75)
RI e-Government Fund - GIS Database Development	500	500	500	
Total - E-911	3,636	3,818	3,893	(75)
Total - E-911 UNIFORM EMERGENCY TELEPHONE SYSTEM DIVISION	3,636	3,818	3,893	(75)
FIRE SAFETY CODE BOARD OF APPEAL & REVIEW				
<i>Fire Code Commission</i>				
General Revenue Total	210	207	211	(4)
Total - Fire Code Commission	210	207	211	(4)
Total - FIRE SAFETY CODE BOARD OF APPEAL & REVIEW	210	207	211	(4)
DIVISION OF FIRE SAFETY				
<i>Fire Safety & Training Academy</i>				
General Revenue Total	1,309	1,330	1,471	(141)
Federal Funds Total	55	261	135	126
Total - Fire Safety & Training Academy	1,364	1,591	1,607	(15)
Total - DIVISION OF FIRE SAFETY	1,364	1,591	1,607	(15)

State of Rhode Island and Providence Plantations
 Schedule of Revenues, Expenditures, and Changes
 in Fund Balance - Budget and Actual

General Fund

For the Fiscal Year Ended June 30, 2002

(Expressed in thousands)

	Original Budget	Final Budget	Actual Amounts	Variance with Final Budget
COMMISSION ON JUDICIAL TENURE & DISCIPLINE				
<i>Commission on Judicial Tenure and Discipline</i>				
General Revenue Total	100	109	102	7
Total - Commission on Judicial Tenure and Discipline	100	109	102	7
Total - COMMISSION ON JUDICIAL TENURE & DISCIPLINE	100	109	102	7
RHODE ISLAND JUSTICE COMMISSION				
<i>Rhode Island Justice Commission</i>				
General Revenue Total	178	177	177	
Federal Funds Total	4,790	5,264	4,262	1,002
Restricted Receipts Total		90	49	41
Total - Rhode Island Justice Commission	4,968	5,532	4,488	1,043
Total - RHODE ISLAND JUSTICE COMMISSION	4,968	5,532	4,488	1,043
MUNICIPAL POLICE TRAINING SCHOOL				
<i>Municipal Police Academy</i>				
General Revenue Total	322	371	360	11
Federal Funds Total	50	66	59	7
Total - Municipal Police Academy	372	437	419	18
Total - MUNICIPAL POLICE TRAINING SCHOOL	372	437	419	18
RHODE ISLAND STATE POLICE				
<i>State Police</i>				
RICAP - Barracks and Training Headquarters	100			
RICAP - Headquarters Repair/Renovation	325	435	435	
RICAP - Parking Area Improvements	71			
Traffic Enforcement - Municipal Training	121	226	55	171
Lottery Commission Assistance	105	106	113	(7)
Road Construction Reimbursement	2,320	2,290	2,035	255
General Revenue Total	37,111	37,958	38,000	(42)
Federal Funds Total	700	3,102	1,041	2,061
Restricted Receipts Total	218	282	239	43
Total - State Police	41,071	44,400	41,918	2,481
Total - RHODE ISLAND STATE POLICE	41,071	44,400	41,918	2,481
OFFICE OF PUBLIC DEFENDER				
<i>Public Defenders Office</i>				
General Revenue Total	5,585	5,568	5,544	24

State of Rhode Island and Providence Plantations
 Schedule of Revenues, Expenditures, and Changes
 in Fund Balance - Budget and Actual

General Fund

For the Fiscal Year Ended June 30, 2002

(Expressed in thousands)

	Original Budget	Final Budget	Actual Amounts	Variance with Final Budget
Federal Funds Total	313	503	403	100
Total - Public Defenders Office	5,899	6,070	5,947	124
Total - OFFICE OF PUBLIC DEFENDER	5,899	6,070	5,947	124
DEPARTMENT OF ENVIRONMENTAL MANAGEMENT				
<i>Policy and Administration</i>				
DOT Recreational Projects	26	26	21	5
Blackstone Bikepath Design	1,298	1,298	471	827
RICAP - Dam Repair	700	839	753	86
General Revenue Total	7,540	8,231	8,335	(104)
Federal Funds Total	1,998	2,472	1,835	637
Restricted Receipts Total	6,708	6,310	2,702	3,608
Total - Policy and Administration	18,269	19,176	14,117	5,059
<i>Natural Resources</i>				
RICAP - Westerly Boat Ramp	87	87	86	1
RICAP - Fort Adams Rehabilitation	350	350	350	
RICAP - Recreational Facilities Improvement	516	75	12	63
RICAP - Fish and Wildlife Office/Laboratory	731	829	829	
RICAP - Wickford Marine Facility	50			
RICAP - Galilee Piers	909	328	98	230
RICAP - Newport Piers	1,800	1,407	913	494
RICAP - Boyd's Marsh Habitat Restoration	70	70		70
General Revenue Total	14,495	14,452	15,326	(874)
Federal Funds Total	12,829	13,151	7,797	5,354
Restricted Receipts Total	3,011	2,979	2,601	378
Total - Natural Resources	34,848	33,728	28,012	5,716
<i>Environmental Protection</i>				
Aquafund	55	57		57
General Revenue Total	9,150	8,917	8,824	93
Federal Funds Total	7,307	7,482	5,734	1,748
Restricted Receipts Total	2,026	2,295	2,466	(171)
Total - Environmental Protection	18,537	18,751	17,025	1,727
Total - DEPARTMENT OF ENVIRONMENTAL MANAGEMENT	71,654	71,655	59,153	12,502
COASTAL RESOURCES MANAGEMENT COUNCIL				
<i>Coastal Resources Management Council</i>				
General Revenue Total	1,438	1,392	1,156	236
RICAP - South Coast Restoration Project	145			
RICAP - Habitat Restoration - Allin's Cove	172			
Federal Funds Total	1,056	1,600	1,166	434

State of Rhode Island and Providence Plantations
 Schedule of Revenues, Expenditures, and Changes
 in Fund Balance - Budget and Actual

General Fund

For the Fiscal Year Ended June 30, 2002

(Expressed in thousands)

	Original Budget	Final Budget	Actual Amounts	Variance with Final Budget
Total - Coastal Resources Management Council	2,810	2,992	2,322	670
Total - COASTAL RESOURCES MANAGEMENT COUNCIL	2,810	2,992	2,322	670
WATER RESOURCES BOARD				
<i>State Water Resources Board</i>				
RICAP - Big River Management Area	80	76	82	(6)
RICAP - Groundwater Protection/Acquisition	44	10	14	(4)
RICAP - Water Allocation Plan	400	270	278	(8)
RICAP - Supplemental Water Supplies Development	300	94	54	40
General Revenue Total	1,022	1,093	1,072	21
Restricted Receipts Total		133	94	39
Total - State Water Resources Board	1,845	1,676	1,595	82
Total - WATER RESOURCES BOARD	1,845	1,676	1,595	82
Total Expenditures	4,139,919	4,246,385	4,146,114	100,271
Other financing uses:				
Transfers to other funds	52,478	52,530	52,348	182
Total expenditures and other financing uses	4,192,397	4,298,915	4,198,462	100,453
Net change in fund balance	22,263	(34,083)	(104,347)	(70,264)
Fund balance, July 1, 2001	256,830	268,145	268,145	
Fund balance, June 30, 2002	\$ 279,093	\$ 234,062	\$ 163,798	\$ (70,264)
General revenue funds total				
	\$ 2,650,768	\$ 2,660,381	\$ 2,651,655	\$ 8,726
Federal grants funds total				
	1,292,229	1,368,012	1,289,575	78,437
Restricted Funds total				
	82,228	89,164	76,939	12,225
Other funds total				
	114,694	128,828	127,945	883
Statewide Grand Total	\$ 4,139,919	\$ 4,246,385	\$ 4,146,114	\$ 100,271

State of Rhode Island and Providence Plantations
Schedule of Revenues, Expenditures, and Changes in Fund Balance

Budget and Actual

Intermodal Surface Transportation Fund

For the Fiscal Year Ended June 30, 2002

(Expressed in Thousands)

	Original Budget	Final Budget	Actual Amounts	Variance with Final Budget
Revenues:				
Taxes	\$ 131,600	\$ 125,800	\$ 130,000	\$ 4,200
Departmental restricted revenue	62,285	26,006	2,802	(23,204)
Federal grants	232,283	225,174	190,294	(34,880)
Other revenues	8,000	8,000	1,309	(6,691)
Total revenues	434,168	384,980	324,405	(60,575)
Other financing sources:				
Operating transfers in			44,861	44,861
Total revenues and other financing sources	434,168	384,980	369,266	(15,714)
Expenditures:				
Central Management				
Gasoline Tax	3,103	2,919	2,938	(19)
Federal Funds Total	4,310	4,304	1,305	2,999
Total - Central Management	7,413	7,223	4,243	2,980
Management and Budget				
Gasoline Tax	1,955	1,804	1,405	399
Total - Management and Budget	1,955	1,804	1,405	399
Infrastructure - Engineering				
Gasoline Tax	41,654	40,182	43,985	(3,803)
RICAP - RIPTA Land and Buildings	360	360		360
State Infrastructure Bank	1,000	1,000		1,000
State Match - Bond Funds			25,393	(25,393)
Land Sale Revenue	8,000	8,000	2,527	5,473
Federal Funds Total	227,973	220,871	188,989	31,882
Restricted Receipts Total	61,285	25,006	18,513	6,493
Total - Infrastructure - Engineering	340,272	295,419	279,407	16,012
Infrastructure - Maintenance				
Gasoline Tax	36,156	35,287	35,160	127
Total - Infrastructure - Maintenance	36,156	35,287	35,160	127
Total Expenditures	385,796	339,733	320,215	19,518
Other financing uses:				
Transfers to other funds			49,787	(49,787)
Total expenditures and other financing uses	385,796	339,733	370,002	(30,269)
Net change in fund balance	48,372	45,247	(736)	(45,983)
Fund balance, beginning			34,102	34,102
Fund balance, ending	\$ 48,372	\$ 45,247	\$ 33,366	\$ (11,881)

State of Rhode Island and Providence Plantations
Required Supplementary Information

Schedules of Funding Progress

June 30, 2002

(Expressed in thousands)

Employees' Retirement System

Actuarial Valuation Date	Actuarial Value of Assets (a)	Unfunded Frozen Actuarial Liability (UFAL) (b)	Frozen Initial Liability (c) = (a + b)	Funded Ratio (a / c)	Covered Payroll (d)	Excess as a Percentage of Covered Payroll (b / d)
6/30/1999	5,460,907	1,114,020	6,574,927	83.1%	1,168,300	95.4%
6/30/2000	5,859,719	1,375,068	7,234,787	81.0%	1,220,833	112.6%
6/30/2001	6,026,141	1,742,393	7,768,534	77.6%	1,267,476	135.3%

State Police Retirement Benefits Trust

Actuarial Valuation Date	Actuarial Value of Assets (a)	Unfunded Frozen Actuarial Liability (UFAL) (b)	Frozen Initial Liability (c) = (a + b)	Funded Ratio (a / c)	Covered Payroll (d)	Excess as a Percentage of Covered Payroll (b / d)
6/30/1999	8,481	2,361	10,842	78.2%	7,502	31.5%
6/30/2000	11,337	2,581	13,918	81.5%	8,917	28.9%
6/30/2001	14,386	2,264	16,650	86.4%	9,139	24.8%

Judicial Retirement Benefits Trust

Actuarial Valuation Date	Actuarial Value of Assets (a)	Unfunded Frozen Actuarial Liability (UFAL) (b)	Frozen Initial Liability (c) = (a + b)	Funded Ratio (a / c)	Covered Payroll (d)	Excess as a Percentage of Covered Payroll (b / d)
6/30/1999	5,522	1,894	7,416	74.5%	3,169	59.8%
6/30/2000	7,375	2,345	9,720	75.9%	3,533	66.4%
6/30/2001	9,190	2,836	12,026	76.4%	4,092	69.3%

State of Rhode Island and Providence Plantations
Notes to Required Supplementary Information
June 30, 2002

An annual budget is adopted on a basis consistent with generally accepted accounting principles for the general fund and certain special revenue funds. Preparation and submission of the budget is governed by both the State Constitution and the Rhode Island General Laws. The budget, as enacted by the General Assembly and signed by the Governor, contains a complete plan of estimated revenues (general, federal and restricted), transfers in (general and restricted) and proposed expenditures.

The legal level of budgetary control, i.e. the lowest level at which management (executive branch) may not reassign resources without special approval (legislative branch) is the line item within the appropriation act. Management cannot reallocate any appropriations without special approval from the legislative branch. Federal grant appropriations may also be limited by the availability of matching funds and may also require special approval from a federal agency before reallocating resources among programs.

Internal administrative and accounting budgetary controls utilized by the State consist principally of statutory restrictions on the expenditure of funds in excess of appropriations and the supervisory powers and functions exercised by management. Management cannot reduce the budget without special approval.

Unexpended general revenue appropriations lapse at the end of the fiscal year, unless the department/agency directors identify unspent appropriations related to specific projects/purchases and request a reappropriation. If the requests are approved by the Governor, such amounts are reappropriated for the ensuing fiscal year and made immediately available for the same purposes as the former appropriations. Unexpended appropriations of the General Assembly and its legislative commissions and agencies may be reappropriated by the Joint Committee on Legislative Services. If the sum total of all departments and agencies general revenue expenditures exceeds the total general revenue appropriations, it is the policy of management to lapse all unexpended appropriations, except those of the legislative branch and the Justice Link program.

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Exhibit B - State Economic Information

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Economic Information

The information contained herein was developed from reports provided by Federal and State agencies which is believed to be reliable and may be relevant in evaluating the economic and financial condition and prospects of the State of Rhode Island. The demographic information and statistical data, which have been obtained from the sources indicated, do not necessarily present all factors that may have a bearing on the State's fiscal and economic affairs. All information is presented on a calendar-year basis unless otherwise indicated. Sources of information are indicated in the text or immediately following the charts and tables. Although the State considers the sources to be reliable, the State has made no independent verification of the information presented herein and does not warrant its accuracy.

Overview

Population Characteristics. Rhode Island experienced modest population increases between 1986 and 2002. The 2000 United States census count for Rhode Island was 1,048,319 or 4.5 percent more than the 1,005,995 counted in 1990. In contrast, the total United States population increased by 13.1 percent between 1990 and 2000. The U.S. Census Bureau estimates that Rhode Island's population has grown to 1,069,725 as of July 1, 2002.

Personal Income and Poverty. Per capita personal income levels in Rhode Island have been consistent with those in the United States since 1986. In 2002, Rhode Island per capita income was \$31,107 vs. U.S. per capita income of \$30,832. In addition, Rhode Island has maintained a poverty rate below the national average. Over the 2000 – 2002 period, Rhode Island's poverty rate was 10.3 percent vs. a U.S. poverty rate of 11.7 percent.

Employment. According to the U.S. Bureau of Labor Statistics, total Rhode Island non-farm employment grew at a rate of 2.4 percent in 2000, 0.4 percent in 2001 and 0.1 percent in 2002. For the U.S. as a whole, total non-farm employment growth was 2.2 percent in 2000, 0.0 percent in 2001, and –1.1 percent in 2002. This three year period was the first time in the past ten years in which Rhode Island employment growth exceeded that of the U.S.

Economic Base and Performance. Rhode Island has a diversified economic base that includes traditional manufacturing, high technology, and service industries. A substantial portion of products produced by these and other sectors is exported. Like most other historically industrial states, Rhode Island has seen a shift in employment from labor-intensive manufacturing industries to technology and service-based industries.

Human Resources. Skilled human capital is the foundation of economic strength in Rhode Island. It provides the basis for a technologically dynamic and industrially diverse regional economy. The Rhode Island population is well educated with 21.3 percent of its residents over the age of 25 having received a Bachelor's degree or a Graduate or Professional degree according to the Current Population Report of April 2001 from the Bureau of the Census. In addition, per pupil spending on public elementary and secondary education in Rhode Island has been significantly higher than the national average since the 1989-90 academic year. For 2000-01 Rhode Island spent 28.1 percent more per pupil than the national average.

Population Characteristics

Rhode Island is the second most densely populated state in the country, exceeded only by New Jersey. The population density of Rhode Island increased from 960.3 persons per square mile in 1990 to 1,003.2 persons in 2000. The density factor for the United States also increased during the last decade, from 70.3 persons per square mile in 1990 to 79.6 persons in 2000. Rhode Island's major metropolitan communities are located within Providence County. Recording an increase in population over the past ten years, residents of Providence County also represent a larger percentage of the State's total population, from 58.0 percent in 1990 to 59.3 percent in 2000. The Capital City of Providence experienced an 8.0 percent increase in population over the last decade of the twentieth century, significantly higher than the 4.5 increase recorded statewide.

Between 1992 and 2002 Rhode Island's population increased by 5.6 percent, compared to a 6.6 percent increase for the New England region, and a 12.4 percent increase for the United States. As the following chart indicates, the percentage change in Rhode Island's population from 1993 to 1998 has lagged that of the New England region. The growth rate of Rhode Island's population was 1.6 percent for that period compared to New England's growth rate of 3.0 percent. From 1999 through 2002, however, Rhode Island's population growth rate was higher than that of the New England region, at 2.9 percent compared to 2.2 percent for New England as a whole. With respect to the United States, Rhode Island's population growth has been both lower and more erratic than that of the United States. Over the 1986 to 2002 period, the United States' average annual population growth rate was 1.2 percent, or twice that of Rhode Island.

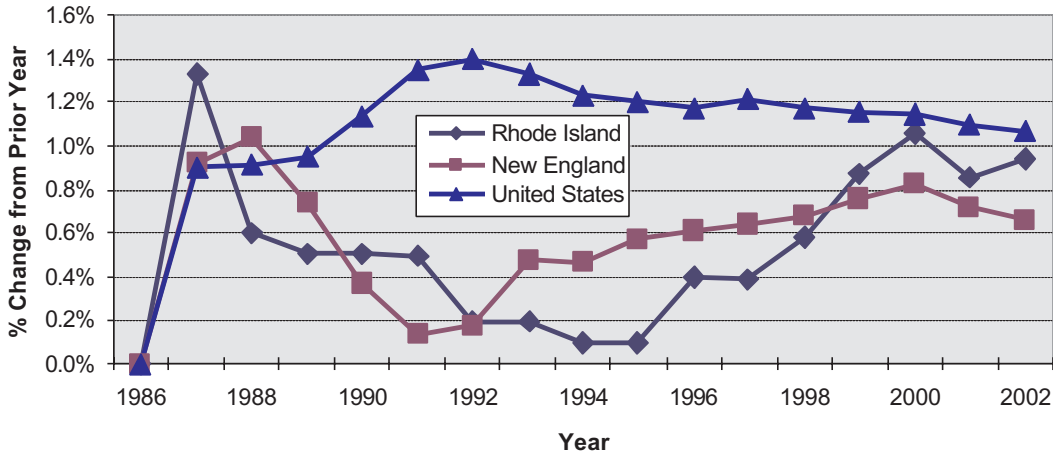
Population, 1986 - 2002 (in thousands)

Year	Rhode Island		New England		United States	
	Total	% Change	Total	% Change	Total	% Change
1986	977	-	12,833	-	240,133	-
1987	990	1.3%	12,951	0.9%	242,289	0.9%
1988	996	0.6%	13,085	1.0%	244,499	0.9%
1989	1,001	0.5%	13,182	0.7%	246,819	0.9%
1990	1,006	0.5%	13,230	0.4%	249,623	1.1%
1991	1,011	0.5%	13,248	0.1%	252,981	1.3%
1992	1,013	0.2%	13,271	0.2%	256,514	1.4%
1993	1,015	0.2%	13,334	0.5%	259,919	1.3%
1994	1,016	0.1%	13,396	0.5%	263,126	1.2%
1995	1,017	0.1%	13,473	0.6%	266,278	1.2%
1996	1,021	0.4%	13,555	0.6%	269,394	1.2%
1997	1,025	0.4%	13,642	0.6%	272,647	1.2%
1998	1,031	0.6%	13,734	0.7%	275,854	1.2%
1999	1,040	0.9%	13,838	0.8%	279,040	1.2%
2000	1,051	1.1%	13,952	0.8%	282,224	1.1%
2001	1,060	0.9%	14,052	0.7%	285,318	1.1%
2002	1,070	0.9%	14,144	0.7%	288,369	1.1%

U.S. Department of Commerce. Bureau of Economic Analysis

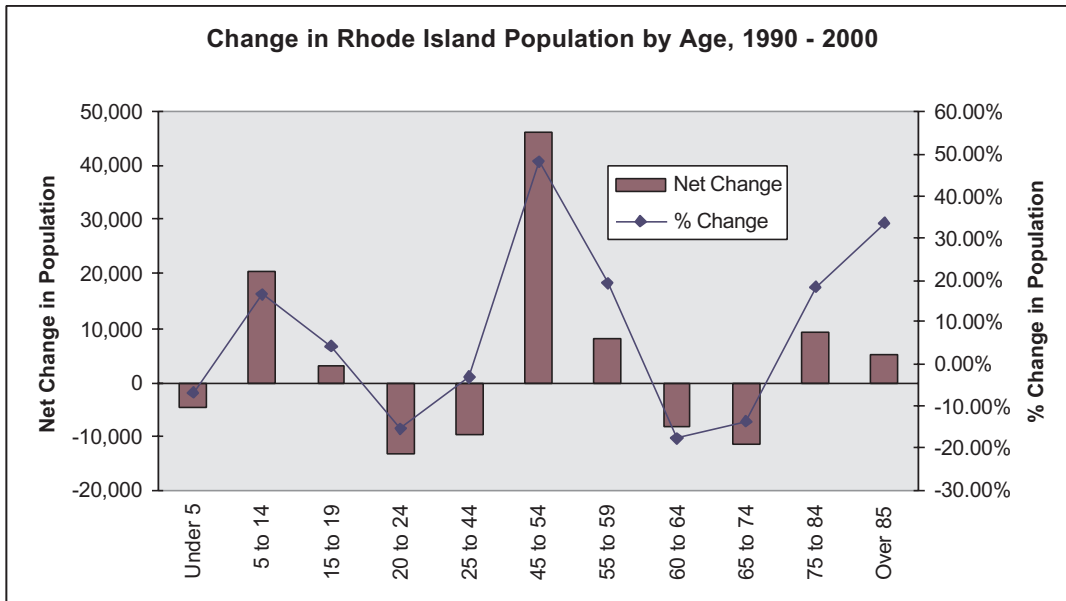
The chart below displays the growth rate changes shown in the table above. Note the volatility in the population growth rate for Rhode Island as compared to the New England region and the United States.

Percentage Change in Total Population, 1986 - 2002



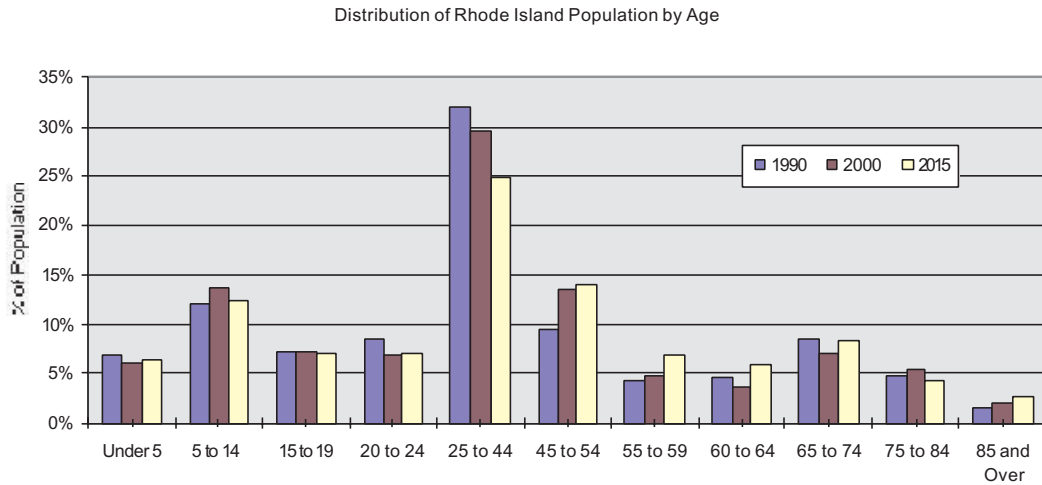
The following chart shows the net change in Rhode Island’s population between 1990 and 2000 by age group. Note that, like the rest of the country, Rhode Island has seen a sharp change in the age distribution of its population in accordance with the chronological advancement of the “baby boom” generation. The upswing in Rhode Islanders in the “5 to 14” age group is a reflection of the “baby boom echo” generation.

Change in Rhode Island Population by Age, 1990 - 2000



The U.S. Census Bureau projects that the next fifteen years will bring about a considerable change in the age distribution of the Rhode Island population. As the “baby boom” generation continues to age, the State should see a sizeable increase in its middle aged to older population (i.e., 45 to 64). In addition, the State should experience a decline in its young adult population (i.e., 20 to 44) and stability in its youth population (i.e., under 5 to 19).

The chart below shows the projected graying of the Rhode Island population in 2015. In 2015, Rhode Island's population is projected to be distributed more heavily in the "45 - 54" age group. At the same time, the percentage of people in the "15 - 44" age group is anticipated to decline. In addition, the percentage of the population 85 and over is expected to rise. The median age for Rhode Islanders in 1990 was 33.8 years and rose to 36.7 years in 2000. By 2015, the median age for Rhode Islanders should rise further.



Personal Income, Consumer Prices, and Poverty

Personal Income. The table below shows nominal and real per capita personal income for Rhode Island, New England, and the United States. Rhode Island's per capita personal income has tracked that of the United States throughout the 1986 – 2002 period. In general, Rhode Island's per capita personal income exceeded that of the United States from 1986 to 1997, with the exception of 1994. Over this period, Rhode Island per capita nominal personal income averaged \$325 more than United States per capita nominal personal income. From 1998 to 2001 this relationship was reversed with United States per capita nominal personal income exceeding that of Rhode Island by an average of \$238. In 2002, Rhode Island per capita nominal personal income again exceeded that of the U.S. as a whole by \$275. Note that Rhode Island per capita nominal personal income has trailed that of the New England region throughout the entire period 1986 – 2002 by an average \$4,017. In fact, the gap between Rhode Island per capita nominal personal income and New England per capita nominal personal income has grown sharply over this time period peaking at \$6,938 in 2000. In 2002, the gap had fallen 7.9 percent to \$6,387.

Between 1986 and 1989, per capita real income levels in Rhode Island grew at an annual rate higher than that for the United States. This trend was reversed in 1990 – 1992 as Rhode Island slipped into a recession that was compounded by the banking crisis of 1990. From 1993 to 1998, the relationship between per capita real income growth in Rhode Island alternately exceeded and trailed that of the United States. In 1998 – 2000, Rhode Island per capita real income growth once again trailed that of the United States. In 2001 - 2002, this pattern again reversed itself as the national economy slid into recession. With respect to New England, Rhode Island per capita real income growth has generally lagged that of the region. In fact, over the sixteen-year period from 1986 to 2002, Rhode Island per capita real income growth has exceeded that of New England as a whole on only six occasions, 1988 – 1989, 1993, 1995, and 2001 - 2002.

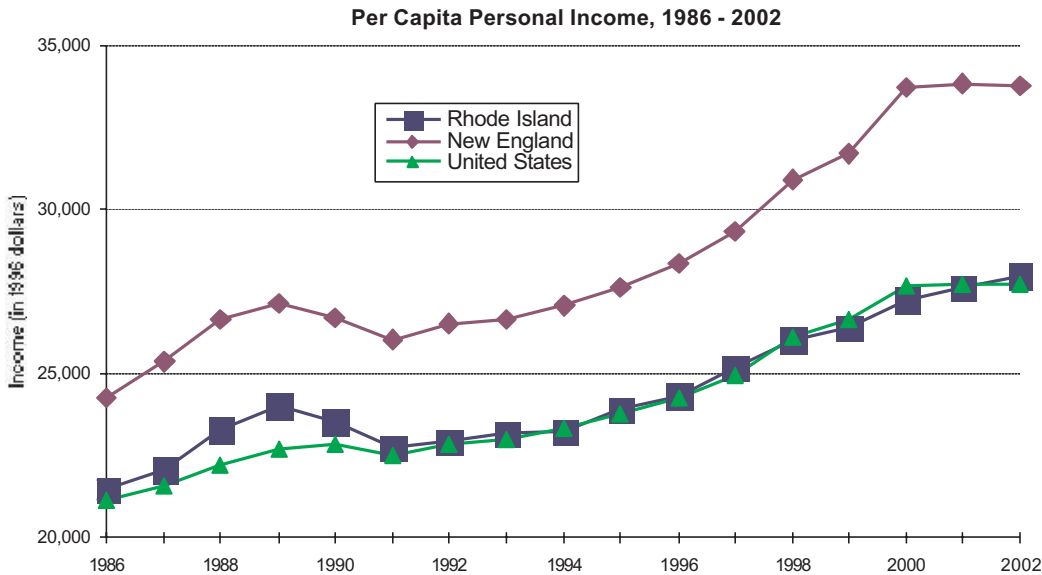
The chart below the table shows real per capita personal income in Rhode Island, New England and the United States since 1986. As is clear from the graph, Rhode Island real per capita personal income tracks closely with that of the United States but consistently lags that of the New England region.

Per Capita Personal Income, 1986 – 2002

Year	Nominal Income (in current dollars)			1996 Deflator	Real Income (in 1996 dollars)			Percentage Change in Real Income		
	R.I.	N.E.	U.S.		R.I.	N.E.	U.S.	R.I.	N.E.	U.S.
1986	15,587	17,638	15,397	72.72%	21,434	24,255	21,173	-	-	-
1987	16,651	19,156	16,284	75.49%	22,057	25,376	21,571	2.9%	4.6%	1.9%
1988	18,271	20,915	17,403	78.43%	23,296	26,667	22,189	5.6%	5.1%	2.9%
1989	19,657	22,200	18,566	81.86%	24,013	27,119	22,680	3.1%	1.7%	2.2%
1990	20,167	22,884	19,572	85.63%	23,551	26,724	22,856	-1.9%	-1.5%	0.8%
1991	20,228	23,175	20,023	88.91%	22,751	26,066	22,521	-3.4%	-2.5%	-1.5%
1992	21,005	24,299	20,960	91.62%	22,926	26,522	22,877	0.8%	1.7%	1.6%
1993	21,761	24,984	21,539	93.81%	23,197	26,633	22,960	1.2%	0.4%	0.4%
1994	22,257	25,928	22,340	95.70%	23,257	27,093	23,344	0.3%	1.7%	1.7%
1995	23,389	27,040	23,255	97.90%	23,891	27,620	23,754	2.7%	1.9%	1.8%
1996	24,310	28,340	24,270	100.00%	24,310	28,340	24,270	1.8%	2.6%	2.2%
1997	25,643	29,924	25,412	101.94%	25,155	29,355	24,928	3.5%	3.6%	2.7%
1998	26,837	31,829	26,893	103.03%	26,048	30,893	26,102	3.5%	5.2%	4.7%
1999	27,645	33,227	27,880	104.73%	26,396	31,726	26,621	1.3%	2.7%	2.0%
2000	29,257	36,195	29,760	107.39%	27,244	33,704	27,712	3.2%	6.2%	4.1%
2001	30,256	37,096	30,413	109.56%	27,616	33,859	27,759	1.4%	0.5%	0.2%
2002	31,107	37,494	30,832	111.07%	28,007	33,757	27,759	1.4%	-0.3%	0.0%

U.S. Department of Commerce. Bureau of Economic Analysis

Note: The 1996 "Real Income" figures are based on national implicit price deflators for personal consumption expenditures.

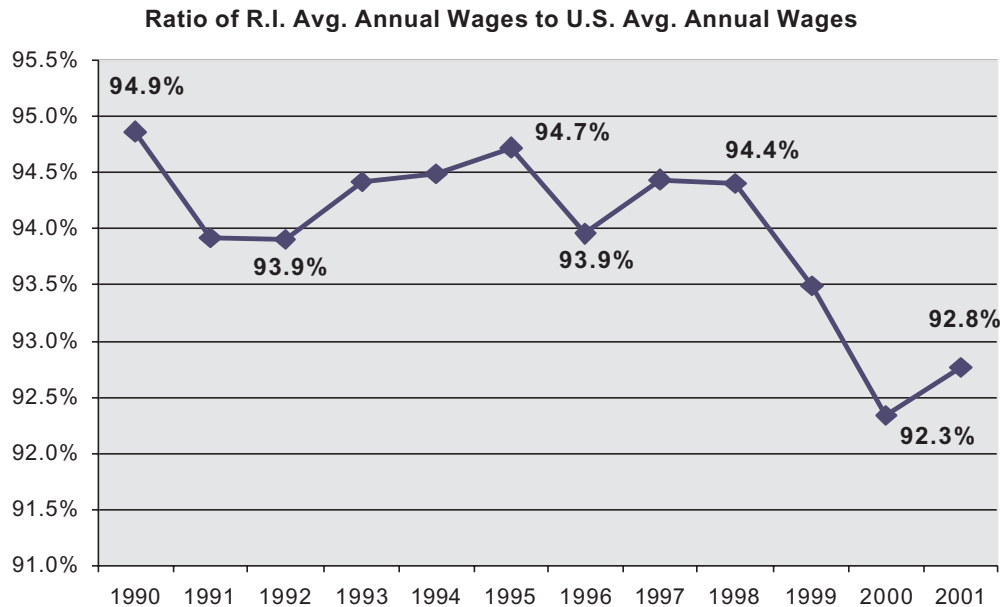


Average Annual Pay. Although the growth in Rhode Island per capita personal income has fluctuated, annual pay has grown steadily in Rhode Island over the past eleven years. Average annual pay is computed by dividing total annual payrolls of employees covered by unemployment insurance programs by the average monthly number of these employees. Although average annual pay has increased consistently for the last eleven years, the ratio of pay levels in Rhode Island to the United States has been on a downward trend. In 1990 average annual pay in Rhode Island was 94.9 percent of the national average. By 2001 the ratio had fallen to 92.8 percent. For 2001, average annual pay in Rhode Island was \$33,592 versus \$36,214 in the United States.

Average Annual Pay, 1990 - 2001
(In current dollars)

Year	Annual Pay		Ratio R.I./U.S.	Percentage Change	
	R.I.	U.S.		R.I.	U.S.
1990	22,387	23,602	94.9%	-	-
1991	23,082	24,578	93.9%	3.1%	4.1%
1992	24,315	25,897	93.9%	5.3%	5.4%
1993	24,889	26,361	94.4%	2.4%	1.8%
1994	25,454	26,939	94.5%	2.3%	2.2%
1995	26,375	27,846	94.7%	3.6%	3.4%
1996	27,194	28,946	93.9%	3.1%	4.0%
1997	28,662	30,353	94.4%	5.4%	4.9%
1998	30,156	31,945	94.4%	5.2%	5.2%
1999	31,169	33,340	93.5%	3.4%	4.4%
2000	32,615	35,320	92.3%	4.6%	5.9%
2001	33,592	36,214	92.8%	3.0%	2.5%

U.S. Department of Labor. Bureau of Labor Statistics



Consumer Prices. The following table presents consumer price index trends for the Northeast region and the United States for the period between 1986 and 2002. The data for each year is the Consumer Price Index for all urban consumers (CPI-U) within the designated area and the percentage change in the CPI-U

from the previous year. From 1987 to 1992, consumer price inflation in the Northeast consistently exceeded that for the United States by at least 0.3 percent. From 1993 to 2001, consumer price inflation in the Northeast has been on average equal to that of the United States. During this period, consumer price inflation in the Northeast region has been less than for the United States in each of the following years (1993-1996, 1998 and 1999). In 2002, consumer price inflation in the Northeast region exceeded that of the United States by 0.5 percent while, in 2000 and 2001, consumer price inflation in the Northeast region was equal to that of the United States.

Consumer Price Index for All Urban Consumers (CPI-U), 1986 – 2002
(1982 – 1984 = 100)

Year	CPI-U		Ratio Northeast/U.S.	Pct. Change	
	Northeast	U.S.		Northeast	U.S.
1986	111.1	109.6	101.4%	-	-
1987	116.0	113.6	102.1%	4.4%	3.6%
1988	121.8	118.3	103.0%	5.0%	4.1%
1989	128.6	124.0	103.7%	5.6%	4.8%
1990	136.3	130.7	104.3%	6.0%	5.4%
1991	142.5	136.2	104.6%	4.5%	4.2%
1992	147.3	140.3	105.0%	3.4%	3.0%
1993	151.4	144.5	104.8%	2.8%	3.0%
1994	155.1	148.2	104.7%	2.4%	2.6%
1995	159.1	152.4	104.4%	2.6%	2.8%
1996	163.6	156.9	104.3%	2.8%	3.0%
1997	167.6	160.5	104.4%	2.4%	2.3%
1998	170.0	163.0	104.3%	1.4%	1.6%
1999	173.5	166.6	104.1%	2.1%	2.2%
2000	179.4	172.2	104.2%	3.4%	3.4%
2001	184.4	177.1	104.1%	2.8%	2.8%
2002	188.2	179.9	104.6%	2.1%	1.6%

U.S. Department of Labor. Bureau of Labor Statistics

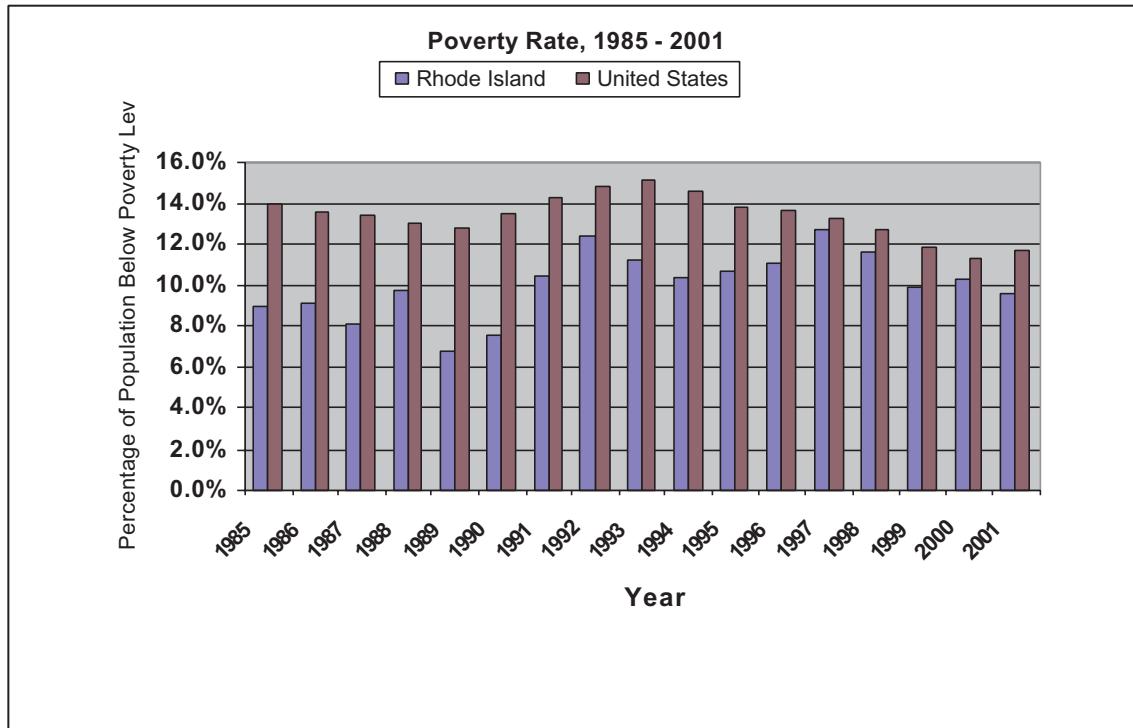
Poverty. The Rhode Island poverty rate is significantly below the national average. Between 1986 and 2001, the percentage of the Rhode Island population below the federal poverty line has varied from a low of 6.7 percent in 1989 to a high of 12.7 percent in 1997. During the same time, the national poverty rate varied from a low of 11.3 percent in 2000 to a high of 15.1 percent in 1993. Interestingly, in 2001, the poverty rate in Rhode Island was 9.6 percent while the poverty rate in the United States was 11.7 percent. These official poverty statistics are not adjusted for regional differences in the cost of living. The following chart and table illustrate the lower poverty rates in Rhode Island compared with the national average from 1986 through 2002.

Poverty Rate 1986 - 2002

Year	Poverty Rate		Ratio R.I./U.S.	Percentage Change	
	R.I.	U.S.		R.I.	U.S.
1986	9.1	13.6	66.9%	-	-
1987	8.1	13.4	60.4%	-11.0%	-1.5%
1988	9.8	13.0	75.4%	21.0%	-3.0%
1989	6.7	12.8	52.3%	-31.6%	-1.5%
1990	7.5	13.5	55.6%	11.9%	5.5%
1991	10.4	14.2	73.2%	38.7%	5.2%
1992	12.4	14.8	83.8%	19.2%	4.2%
1993	11.2	15.1	74.2%	-9.7%	2.0%
1994	10.3	14.5	71.0%	-8.0%	-4.0%
1995	10.6	13.8	76.8%	2.9%	-4.8%
1996	11.0	13.7	80.3%	3.8%	-0.7%
1997	12.7	13.3	95.5%	15.5%	-2.9%
1998	11.6	12.7	91.3%	-8.7%	-4.5%
1999	9.9	11.8	83.9%	-14.7%	-7.1%
2000	10.2	11.3	90.3%	3.0%	-4.2%
2001	9.6	11.7	82.1%	-5.9%	3.5%
2002	11.1	12.2	91.0%	15.6%	4.3%

U.S. Census Bureau

The bar chart below plots the data from the above table and demonstrates the jump in the base level of the poverty rate in Rhode Island between the 1980s and the 1990s. It also illustrates the downward trend in the United States poverty rate over the course of the 1990s.



Employment

The table below shows Rhode Island Nonfarm Employment for the 1990 to 2002 period. The table below reflects the new North American Industrial Classification System (NAICS) composition of employment.

Rhode Island Non-Farm by Industry, 1990 – 2002

Year	Construction, Natural Resources & Mining		Manufacturing		Trade, Transportation & Utilities		Information, Financial Activities, & Business Services		Educational & Health Services		Leisure, Hospitality & Other Services		Government		Total Nonfarm Employment	
	Number Employed	Percent Change	Number Employed	Percent Change	Number Employed	Percent Change	Number Employed	Percent Change	Number Employed	Percent Change	Number Employed	Percent Change	Number Employed	Percent Change	Number Employed	Percent Change
1990	18,700	-	95,100	-	77,500	-	79,500	-	66,200	-	51,900	-	62,500	-	451,200	-
1991	13,700	-26.7%	87,500	-8.0%	71,000	-8.4%	73,100	-8.1%	66,800	0.9%	48,600	-6.4%	60,900	-2.6%	421,500	-6.6%
1992	12,500	-8.8%	84,800	-3.1%	71,100	0.1%	72,300	-1.1%	72,100	7.9%	50,900	4.7%	61,200	0.5%	424,800	0.8%
1993	12,800	2.4%	83,600	-1.4%	71,200	0.1%	74,700	3.3%	74,200	2.9%	52,100	2.4%	61,400	0.3%	430,000	1.2%
1994	13,300	3.9%	82,600	-1.2%	72,400	1.7%	76,200	2.0%	75,000	1.1%	53,100	1.9%	61,700	0.5%	434,200	1.0%
1995	13,600	2.3%	80,300	-2.8%	75,600	4.4%	77,600	1.8%	77,200	2.9%	54,600	2.8%	61,300	-0.6%	440,100	1.4%
1996	14,200	4.4%	77,400	-3.6%	73,600	-2.6%	78,300	0.9%	79,200	2.6%	57,700	5.7%	61,300	0.0%	441,600	0.3%
1997	14,800	4.2%	76,200	-1.6%	72,900	-1.0%	82,500	5.4%	80,700	1.9%	59,600	3.3%	63,200	3.1%	450,000	1.9%
1998	16,200	9.5%	74,900	-1.7%	74,700	2.5%	86,800	5.2%	81,600	1.1%	61,000	2.3%	62,900	-0.5%	458,000	1.8%
1999	18,000	11.1%	72,200	-3.6%	75,700	1.3%	90,000	3.7%	82,300	0.9%	64,000	4.9%	63,400	0.8%	465,500	1.6%
2000	18,400	2.2%	71,200	-1.4%	79,600	5.2%	92,900	3.2%	83,200	1.1%	67,100	4.8%	64,400	1.6%	476,700	2.4%
2001	19,200	4.3%	67,800	-4.8%	79,300	-0.4%	94,000	1.2%	84,900	2.0%	68,000	1.3%	65,200	1.2%	478,400	0.4%
2002	19,600	2.1%	62,400	-8.0%	80,600	1.6%	92,700	-1.4%	87,500	3.1%	70,000	2.9%	66,200	1.5%	478,900	0.1%

R.I. Department of Labor and Training, Labor Market Information

As is evident from the table, between 1990 and 1991, total nonfarm employment in Rhode Island declined 6.6 percent. During this time all sectors experienced declines, with the exception of Educational and Health Services, which increased by 0.9 percent. These decreases in employment were a result of the recession that gripped the State and the nation during this time. The economic recovery took hold in Rhode Island in 1992 with nonfarm employment growing by 0.8 percent. This growth in total employment was followed by strong gains in 1993, 1994 and 1995 of 1.2 percent, 1.0 percent and 1.4 percent respectively. Employment growth slowed again in 1996 to a 0.3 percent rate and then rebounded sharply over the 1997 to 2000 period during which time Rhode Island total nonfarm employment growth averaged 1.9 percent. Finally, Rhode Island employment growth moderated to a rate of 0.4 percent with the onset of a national recession in March 2001 and further weakened to a rate of 0.1 percent in 2002 as the “jobless” recovery commenced in early 2002.

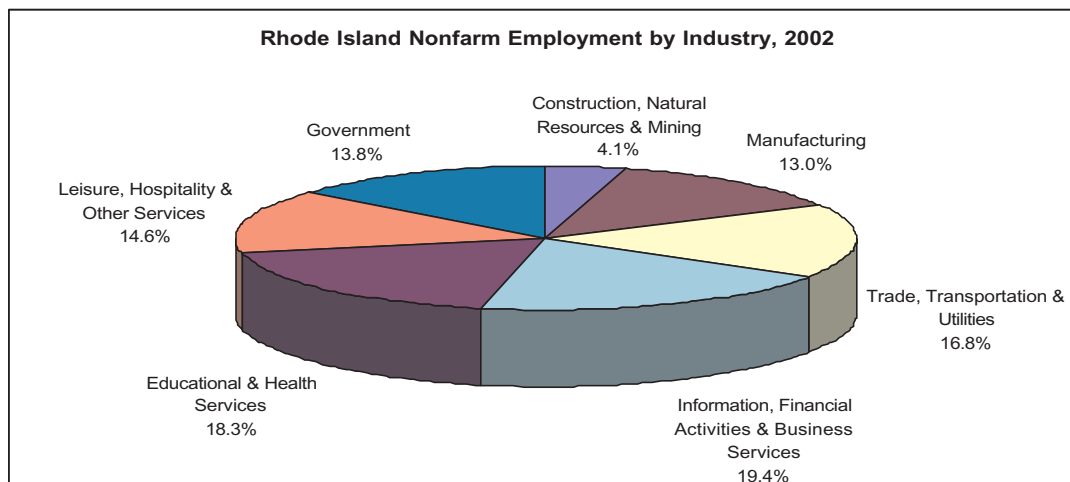
Non-farm Employment by Industry. The table below summarizes the changes in Rhode Island employment by sector from 1992 to 2002. Total nonfarm employment increased by 12.7 percent during this period, but the composition of this total employment changed markedly. As is evident from the table, manufacturing employment decreased by 26.4 percent during this time period while average employment growth for all other sectors excluding government was 31.5 percent. The biggest gaining sector during this period was Construction, Natural Resources and Mining, which grew by 56.8%. Clearly, the Rhode Island economy underwent a significant restructuring during the 1992 to 2002 period, transforming from a manufacturing based economy to service based economy.

Rhode Island Non-Farm Employment by Industry, 1992 & 2002

Employment Sector	1992	% of Total	2002	% of Total	% Change 1992-2002
Construction, Natural Resources & Mining	12,500	2.9%	19,600	4.1%	56.8%
Manufacturing	84,800	20.0%	62,400	13.0%	-26.4%
Trade, Transportation & Utilities	71,100	16.7%	80,600	16.8%	13.4%
Information, Financial Activities & Business Services	72,300	17.0%	92,700	19.4%	28.2%
Educational & Health Services	72,100	17.0%	87,500	18.3%	21.4%
Leisure, Hospitality & Other Services	50,900	12.0%	70,000	14.6%	37.5%
Government	61,200	14.4%	66,200	13.8%	8.2%
Total Employment	424,800	100.0%	478,900	100.0%	12.7%

R.I. Department of Labor and Training. Labor Market Information

The pie chart illustrates the composition of Rhode Island employment after the restructuring of the State’s economy during the 1990s. The Information, Financial Activities and Business Services sector, with 19.4 percent of the nonfarm work force in 2002, is the largest employment sector in the Rhode Island economy, followed by Educational and Health Services (18.3 percent), Trade, Transportation and Utilities (16.8 percent), and Leisure, Hospitality and Other Services employment (14.6 percent).



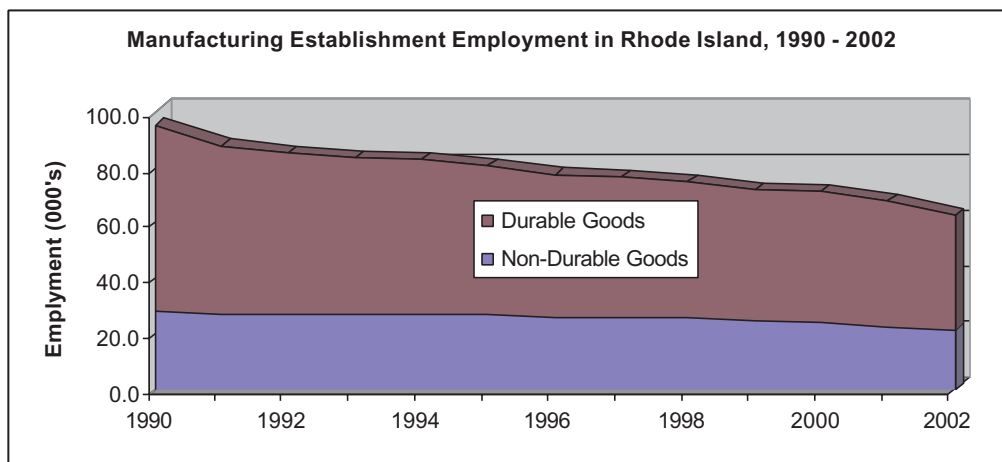
Manufacturing Employment. Like many industrial states, Rhode Island has seen a steady diminution of its manufacturing jobs base over the last decade. Total employment in the manufacturing sector declined in every year between 1990 and 2002, falling a total of 34.4 percent over this period. The rate of decline in manufacturing employment began to slow with the end of the recession and the beginning of recovery in 1992. For example, in 1991 manufacturing employment fell 8.0 percent and another 3.1 percent in 1992. By 2000, this rate of decline had slowed to 1.4 percent before ticking back up to 4.8 percent in 2001 and 8.0 percent in 2002.

Manufacturing Establishment Employment in Rhode Island, 1990 - 2002
(In Thousands)

	1990	1991	1992	1993	1994	1995	1996	1997	1998	1999	2000	2001	2002
Non-Durable Goods	28.6	27.1	26.6	26.9	26.9	26.7	26.3	26.4	25.9	24.8	24.1	22.6	21.4
Percentage Change	-	-5.2%	-1.8%	1.1%	0.0%	-0.7%	-1.5%	0.4%	-1.9%	-4.2%	-2.8%	-6.2%	-5.3%
Durable Goods	66.6	60.4	58.2	56.7	55.7	53.7	51.1	49.8	49.0	47.3	47.1	45.2	41.0
Percentage Change	-	-9.3%	-3.6%	-2.6%	-1.8%	-3.6%	-4.8%	-2.5%	-1.6%	-3.5%	-0.4%	-4.0%	-9.3%
Total Manufacturing Employment	95.1	87.5	84.8	83.6	82.6	80.3	77.4	76.2	74.9	72.2	71.2	67.8	62.4
Percentage Change	-	-8.0%	-3.1%	-1.4%	-1.2%	-2.8%	-3.6%	-1.6%	-1.7%	-3.6%	-1.4%	-4.8%	-8.0%

RI. Department of Labor and Training. Labor Market Information

Employment in the manufacture of non-durable goods, which had declined or remained even in every year since 1990, grew in 1993 and 1997 (at rates of 1.1 percent and 0.4 percent, respectively). Despite a decline in employment, the manufacturing sector continues to be a significant component in Gross State Product (See “Economic Base and Performance” below), as evidenced by its production in terms of dollars.



Largest Employers in Rhode Island. The following table lists, in descending order by employment, the largest employers in Rhode Island for 2003. Together, the top 50 employers employ 170,475, or over 35 percent of the total nonfarm wage and salary employment in Rhode Island.

Rhode Island's Largest Employers

Employed	Employer	Primary Business Activity
16,304	State of Rhode Island	Government
10,300	U.S. Government (excluding military)	Government
10,082	Lifespan	Hospital
6,500	City of Providence	Government
5,630	Diocese of Providence	Catholic Church
5,622	CVS Corporation	Pharmacies
5,608	Care New England	Hospital
4,555	Stop & Shop Supermarket Co.	Grocery Stores
4,450	Brown University	University
4,100	Royal Bank of Scotland	Bank
3,967	Fleet Financial Corp.	Bank
3,465	The Jan Companies	Eating Places
2,900	City of Warwick	Government
2,800	City of Cranston	Government
2,383	RIARC	Association for Retarded Citizens
2,200	City of Pawtucket	Government
2,100	Shaw's Super Market	Grocery Stores
2,075	General Dynamics Corp.	Ship & Boat Building Mfg.
2,000	Metropolitan Life Insurance Co.	Insurance
1,875	WAL-Mart	Retail
1,749	Raytheon Company	Nautical Systems & Equipment Mfg.
1,653	Memorial Hospital of Rhode Island	Hospital
1,605	St. Joseph Health Services of Rhode Island	Hospital
1,600	Blue Cross & Blue Shield	Medical Insurance
1,600	Fidelity Investments	Investment Services
1,581	Amica Mutual Insurance Co.	Insurance
1,500	City of East Providence	Government
1,435	Verizon	Communications
1,340	Roger Williams Medical Center	Hospital
1,300	American Power Conversion	Uninterruptible Power Supplies & Access.
1,300	Town of Coventry	Government
1,300	City of Woonsocket	Government
1,270	Johnson & Wales University	University
1,250	Sovereign BankCorp	Bank
1,250	The Home Depot	Building Supplies
1,200	Town of North Kingstown	Government
1,180	Leviton Manufacturing Co., Inc.	Household Wiring Devices and Switches
1,175	Landmark Health System	Hospital
1,170	Cox Communications	Communications
1,125	A.H. Belo Company	Publishing
1,120	GTECH Corporation	Lottery Systems
1,050	South County Hospital Healthcare	Hospital
1,050	Securitas, AB	Security Services
1,025	Hasbro, Inc.	Toy Manufacturing
1,000	United Parcel Service	Package Delivery
1,000	Town of North Providence	Government
1,000	Town of West Warwick	Government
930	Providence College	College
910	Chelo's	Eating Places
900	National Grid	Power Generation

R.I. Economic Development Corporation, Research Division.

Unemployment. From 1986 to 1989, the Rhode Island unemployment rate was lower than the national unemployment rate. With the onset of recession in 1990, this pattern was reversed and remained that way until 1996 when once again the unemployment rate in Rhode Island was less than that for the United States. From 1996 to 2002, Rhode Island's unemployment rate tracked closely with that of the United States. In 2002, the United States unemployment rate again rose above Rhode Island's. The following table compares the annual civilian labor force, the number unemployed, and the unemployment rate averages of Rhode Island, New England, and the United States between 1986 and 2002.

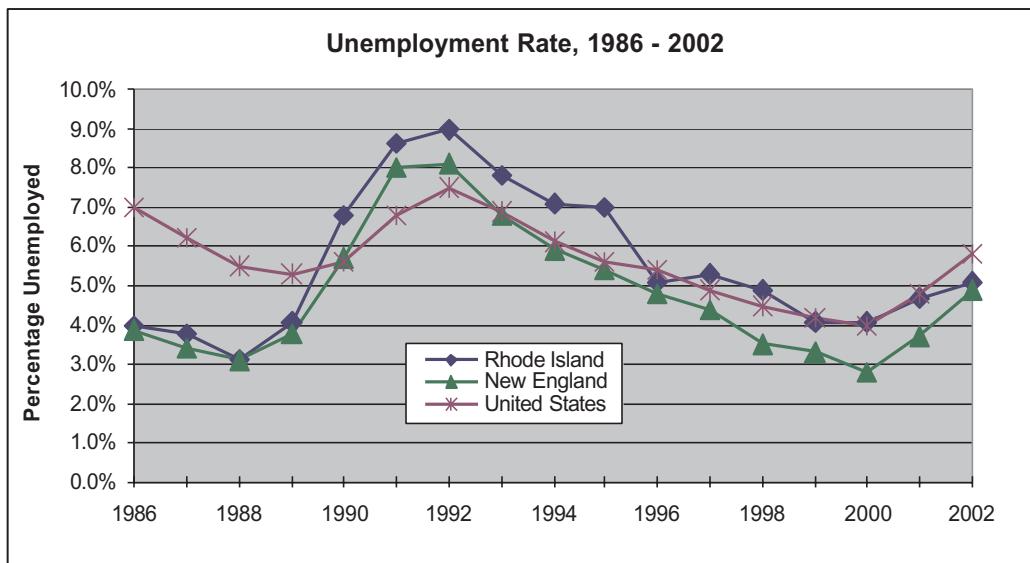
Annual Average Civilian Labor Force and Unemployment, 1986 – 2002
(In Thousands)

Year	Civilian Labor Force			Unemployed			Unemployment Rate			R.I. Rate as a % of U.S.
	R.I.	N.E.	U.S.	R.I.	N.E.	U.S.	R.I.	N.E.	U.S.	
1986	509	6,721	117,834	21	265	8,237	4.0%	3.9%	7.0%	57.1%
1987	519	6,829	119,865	20	229	7,425	3.8%	3.4%	6.2%	61.3%
1988	525	6,914	121,669	16	216	6,701	3.1%	3.1%	5.5%	56.4%
1989	525	6,998	123,869	21	269	6,528	4.1%	3.8%	5.3%	77.4%
1990	519	7,147	125,840	35	408	7,047	6.8%	5.7%	5.6%	121.4%
1991	512	7,082	126,346	44	569	8,628	8.6%	8.0%	6.8%	126.5%
1992	521	7,057	128,105	47	568	9,613	9.0%	8.1%	7.5%	120.0%
1993	512	7,024	129,200	40	479	8,940	7.8%	6.8%	6.9%	113.0%
1994	501	6,964	131,056	35	412	7,996	7.1%	5.9%	6.1%	116.4%
1995	487	6,955	132,304	34	373	7,404	7.0%	5.4%	5.6%	125.0%
1996	494	6,996	133,943	25	335	7,236	5.1%	4.8%	5.4%	94.4%
1997	502	7,121	136,297	27	314	6,739	5.3%	4.4%	4.9%	108.2%
1998	498	7,113	137,673	24	250	6,210	4.9%	3.5%	4.5%	108.9%
1999	504	7,171	139,368	21	236	5,880	4.1%	3.3%	4.2%	97.6%
2000(b)	543	7,358	140,863	22	203	5,655	4.1%	2.8%	4.0%	102.5%
2001(b)	548	7,422	141,815	26	272	6,742	4.7%	3.7%	4.8%	97.9%
2002(b)	556	7,556	142,535	28	367	8,266	5.1%	4.9%	5.8%	87.9%

U.S. Department of Labor. Bureau of Labor Statistics

(b) Newly benchmarked

The chart below graphs the unemployment rates for Rhode Island, New England, and the United States over the 1986-2002 period. This graph portrays Rhode Island's laggard status with respect to the rest of New England. This relationship between the Rhode Island unemployment rate and that for the New England region has been consistent over an extended period of time.



Unemployment Compensation Trust Fund. The unemployment insurance system is a federal-state cooperative program established by the Social Security Act and the Federal Unemployment Tax Act to provide benefits for eligible individuals when they are unemployed through no fault of their own. Benefits are paid from the Rhode Island Unemployment Compensation Trust Fund and financed through employer contributions.

Economic Base and Performance

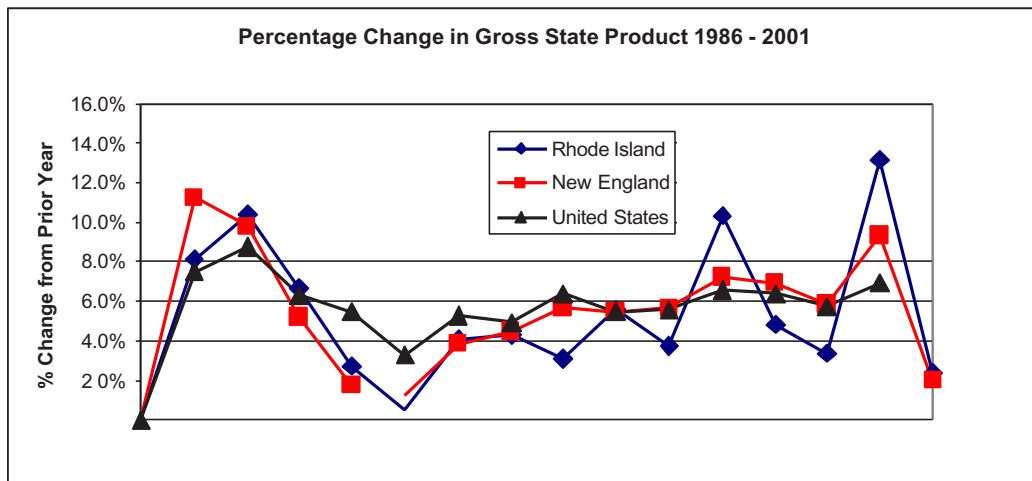
Between 1986 and 1988, the economies of Rhode Island and New England were among the strongest performers in the nation, with growth rates considerably higher than those for the national economy as a whole. The onset of recession in 1990 reversed this relationship with both Rhode Island and New England experiencing growth rates significantly below the national average for the 1990-1994 period. From 1995 - 2000, growth in New England Gross State Product (GSP) equaled or exceeded that for the United States. Over this same period, growth in Rhode Island GSP exceeded 10 percent on two occasions, 1997 and 2000. The table below gives the Gross State Product and the annual growth rates for Rhode Island, New England, and the United States over the 1986 – 2001 period.

Gross State Product, 1986 – 2001
(Millions of Current Dollars)

Year	Rhode Island		New England		United States	
	GSP	Change	GSP	Change	GSP	Change
1986	16,521	-	259,916	-	4,355,877	-
1987	17,866	8.1%	289,060	11.2%	4,683,245	7.5%
1988	19,728	10.4%	317,217	9.7%	5,092,174	8.7%
1989	21,050	6.7%	333,763	5.2%	5,411,353	6.3%
1990	21,632	2.8%	339,683	1.8%	5,706,658	5.5%
1991	21,758	0.6%	344,025	1.3%	5,895,430	3.3%
1992	22,656	4.1%	357,145	3.8%	6,209,096	5.3%
1993	23,627	4.3%	373,298	4.5%	6,513,026	4.9%
1994	24,352	3.1%	394,406	5.7%	6,930,791	6.4%
1995	25,703	5.5%	416,166	5.5%	7,309,516	5.5%
1996	26,656	3.7%	439,596	5.6%	7,715,901	5.6%
1997	29,409	10.3%	471,336	7.2%	8,224,960	6.6%
1998	30,838	4.9%	503,940	6.9%	8,750,174	6.4%
1999	31,895	3.4%	533,324	5.8%	9,251,541	5.7%
2000	36,086	13.1%	582,874	9.3%	9,891,187	6.9%
2001	36,939	2.4%	594,686	2.0%	10,137,190	2.5%

U.S. Department of Commerce. Bureau of Economic Analysis

The graph below plots the percentage change in GSP for Rhode Island, New England, and the United States over the 1986-2001 period. In general, growth in Rhode Island Gross State Product has been more volatile than that of either New England or the United States. This has been especially true since 1993. The large swings in the growth of Rhode Island GSP have been attributed in part to large gains in productivity of the State's labor force. Some of this productivity gain has been the result of the restructuring of the State's economy away from low value-added manufacturing to higher value-added services, such as those associated with the Finance, Insurance and Real Estate sector.



Economic Base and Performance -- Sector Detail. The economy of Rhode Island is well diversified. The table below shows the contribution to the Rhode Island real Gross State Product (GSP) of several industrial and non-industrial sectors.

Gross State Product by Industry in Rhode Island, 1990 – 2001
(Millions of Dollars)

Industrial Sector	1990	1991	1992	1993	1994	1995	1996	1997	1998	1999	2000	2001
Finance, Insurance & Real Estate	4,635	4,943	4,975	5,145	5,342	5,770	5,910	7,576	8,096	8,185	10,828	10,934
Services	4,326	4,457	4,793	5,037	5,303	5,614	5,922	6,328	6,757	7,088	7,394	7,951
Manufacturing	4,292	4,272	4,194	4,329	4,205	4,230	4,270	4,311	4,213	4,140	4,244	4,105
Government	2,700	2,741	2,939	3,029	3,020	3,249	3,393	3,609	3,697	3,876	4,198	4,352
Retail Trade	1,988	1,917	2,027	2,100	2,170	2,212	2,266	2,494	2,632	2,829	3,177	3,312
Transportation and Public Utilities	1,337	1,361	1,607	1,770	1,837	1,974	2,107	2,084	2,154	2,115	2,242	2,285
Wholesale Trade	1,154	1,103	1,166	1,207	1,326	1,440	1,447	1,517	1,603	1,711	1,903	1,830
Construction	998	772	760	800	950	1,019	1,146	1,291	1,479	1,733	1,870	1,922
Agriculture	191	183	182	197	183	180	185	185	196	207	221	234
Farms	51	50	57	47	47	41	44	33	31	29	29	29
Total GSP	21,632	21,758	22,656	23,627	24,352	25,703	26,656	29,409	30,838	31,895	36,086	36,939

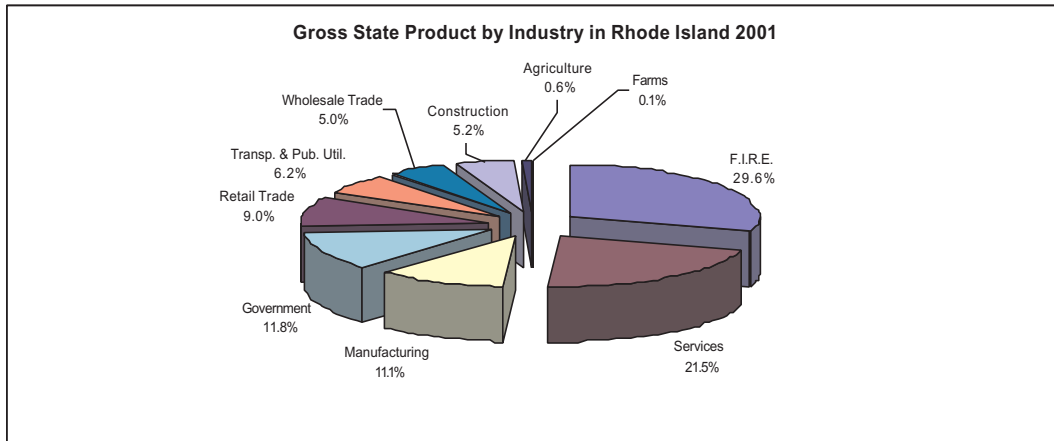
U.S. Department of Commerce, Bureau of Economic Analysis

As is apparent from the table, Rhode Island has experienced strong growth in the Finance, Insurance and Real Estate (FIRE), Services, and Construction sectors. Between 1990 and 2001, the FIRE and Construction sectors have more than doubled in value contributed to Gross State Product, while Services has nearly doubled in value contributed to Gross State Product. During this same period, the value Manufacturing has contributed to GSP has been flat while that of Farms has fallen considerably.

Gross State Product by Industry in Rhode Island

The pie chart below shows the share of total Gross State Product in 2001 attributable to each of the industry sectors noted above.

Finance, Insurance and Real Estate. This is the largest sector in the economy of Rhode Island in terms of number of dollars. In 2001 FIRE accounted for \$10.9 billion or 29.6 percent of total gross state product. For the period 1999 – 2001 this sector expanded by a respectable 33.6 percent.



Services. The second most important sector at 21.5 percent of GSP is Services. It has recorded steady growth in every year from 1990 – 2001. In 2001 Services produced \$7.95 billion, an increase of 6.2 percent from the previous year.

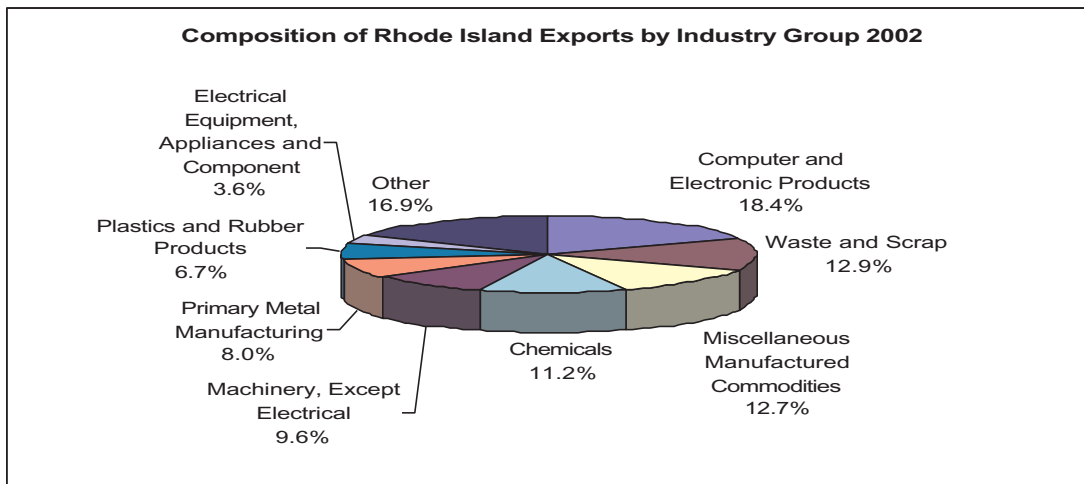
Retail Trade. Production in Retail Trade declined during 1990 and 1991 but has grown steadily since.

Retail Trade, in 2001, was the fifth largest sector in Rhode Island at \$3.3 billion or 9.0 percent of the total. This sector increased by 4.2 percent from the 2000 level.

Construction. The construction industry declined by 19.8 percent from 1990 – 1993. Since 1993, with the return to general growth in the Rhode Island economy, construction has rebounded with growth rates of 17.2 percent in 1999, 7.9 percent in 2000 and 2.8 percent in 2001. Construction activity, in 2001, contributed 5.2 percent of the Rhode Island Gross State Product.

International Trade and the Rhode Island Economy

Rhode Island products are exported throughout the United States and the world. The total value of all international shipments from Rhode Island in 2001 was \$1.3 billion. This represented 3.4 percent of Rhode Island Gross State Product of \$36.9 billion. In 2002, Rhode Island's exports declined to \$1.1 billion.



The most important exports, as shown in the pie chart above, were computer and electronic products (18.4%), waste and scrap (12.9%); miscellaneous manufactured commodities (12.7%), chemicals (11.2%), and machinery, except electrical (9.6%).

The table below provides greater detail of Rhode Island exports by industry for the 1998-2002 period.

Rhode Island Exports by Industry, 1998 - 2002
(in thousands)

	1998	1999	2000	2001	2002
Total All Industries	1,101,850	1,116,324	1,185,571	1,268,612	1,121,005
Computer and Electronic Products	244,640	261,943	285,166	264,960	205,962
Waste and Scrap	82,976	78,464	115,679	141,148	144,788
Miscellaneous Manufactured Commodities	132,687	131,522	165,854	163,733	141,823
Chemicals	88,159	86,461	88,424	88,708	126,029
Machinery, Except Electrical	104,000	118,194	141,633	236,207	107,672
Primary Metal Manufacturing	74,511	106,013	93,045	82,420	89,841
Plastics and Rubber Products	46,025	54,455	52,345	61,175	75,055
Electrical Equipment, Appliances and Component	117,044	67,324	44,145	38,075	40,686
Fabricated Metal Products, NESOI	42,533	38,655	40,191	34,050	34,200
Textiles and Fabrics	29,365	28,018	26,071	27,495	31,929
Paper	23,944	25,141	20,422	24,950	23,090
Transportation Equipment	31,028	28,818	31,920	25,791	20,624
Fish - Fresh, Chilled or Frozen & Other Marine Products	14,376	16,388	13,063	13,236	16,772
Nonmetallic Mineral Products	19,258	23,333	20,684	21,334	13,997
Special Classification Provisions, NESOI	16,997	14,845	13,076	9,738	9,129
Food and Kindred Products	3,544	4,346	3,834	4,285	8,831
Textile Mill Products	6,063	7,553	7,481	8,405	7,451
Printing, Publishing and Similar Products	5,262	4,765	5,521	5,661	6,965
Furniture and Fixtures	1,781	2,716	3,915	3,124	3,217
Apparel and Accessories	2,476	1,922	2,167	3,062	2,819
Leather and Allied Products	2,807	2,537	2,056	2,368	2,624
Goods Returned to Canada (Exports Only); U.S. Goods	6,606	7,572	4,684	3,732	2,397
Used or Second-Hand Merchandise	1,066	495	503	1,270	1,706
Forestry Products, NESOI	354	1,085	652	607	973
Agricultural Products	766	905	894	558	805
Wood Products	2,382	2,017	659	1,171	716
Petroleum and Coal Products	204	395	298	228	466
Minerals and Ores	467	224	959	271	356
Livestock and Livestock Products	375	214	220	552	82
Beverages and Tobacco Products	154	4	10	298	0

Retail Sales

According to the Economy.com, nominal retail sales for Rhode Island, New England, and the United States have increased each year. The table below shows the annual retail sales activity from 1984 - 2002. Note that Rhode Island's retail sales were stronger than those of New England and the United States in 2001 and 2002.

Retail Sales, 1984 – 2002
(Millions of Current Dollars, SAAR)

Year	Rhode Island		New England		United States	
	Sales	% Change	Sales	% Change	Sales	% Change
1984	4,502	-	77,900	-	1,344,098	-
1985	4,812	6.9%	85,827	10.2%	1,441,613	7.3%
1986	5,021	4.3%	93,746	9.2%	1,519,426	5.4%
1987	5,311	5.8%	101,632	8.4%	1,618,107	6.5%
1988	5,487	3.3%	104,242	2.6%	1,722,152	6.4%
1989	5,850	6.6%	105,946	1.6%	1,852,025	7.5%
1990	6,224	6.4%	107,391	1.4%	1,947,515	5.2%
1991	6,279	0.9%	108,970	1.5%	1,978,481	1.6%
1992	6,502	3.6%	111,407	2.2%	2,047,868	3.5%
1993	6,933	6.6%	113,723	2.1%	2,192,068	7.0%
1994	7,285	5.1%	126,907	11.6%	2,370,825	8.2%
1995	7,599	4.3%	133,561	5.2%	2,495,225	5.2%
1996	7,884	3.8%	141,256	5.8%	2,638,630	5.7%
1997	8,189	3.9%	148,245	4.9%	2,769,533	5.0%
1998	8,719	6.5%	160,330	8.2%	2,907,358	5.0%
1999	9,427	8.1%	174,155	8.6%	3,151,005	8.4%
2000	9,965	5.7%	189,465	8.8%	3,360,755	6.7%
2001	10,349	3.9%	196,475	3.7%	3,487,440	3.8%
2002	10,711	3.5%	199,066	1.3%	3,582,000	2.7%

Economy.com estimates including Food Services. Estimates based on U.S. Census Bureau Data.

Housing

The following table shows the number of housing permits authorized on an annual basis in Rhode Island, New England, and the United States. Between 1985 and 1986, both Rhode Island and New England experienced explosive growth in the number of housing permits authorized. This period of strong growth was followed by a decline between 1986 and 1991 during which the number of housing permits authorized in Rhode Island declined by 63.2 percent. In 2002, the number of housing permits authorized increased by 7.3 percent in Rhode Island, compared to an increase of 10.2 percent for New England and an increase of 6.8 percent for the United States.

Housing Permits Authorized, 1985 - 2002
(Seasonally Adjusted)

Year	Rhode Island		New England		United States	
	Total Permits	Percent Change	Total Permits	Percent Change	Total Permits	Percent Change
1985	5,415	-	96,080	-	1,733,000	-
1986	6,948	28.3%	107,805	12.2%	1,773,000	2.3%
1987	6,612	-4.8%	101,599	-5.8%	1,542,000	-13.0%
1988	5,717	-13.5%	82,768	-18.5%	1,450,000	-6.0%
1989	4,205	-26.4%	54,129	-34.6%	1,347,000	-7.1%
1990	3,177	-24.4%	38,148	-29.5%	1,127,000	-16.3%
1991	2,557	-19.5%	30,396	-20.3%	954,000	-15.4%
1992	2,644	3.4%	37,000	21.7%	1,106,000	15.9%
1993	2,618	-1.0%	39,765	7.5%	1,211,000	9.5%
1994	2,534	-3.2%	40,027	0.7%	1,367,000	12.9%
1995	2,314	-8.7%	37,690	-5.8%	1,337,000	-2.2%
1996	2,357	1.9%	40,031	6.2%	1,420,000	6.2%
1997	2,730	15.8%	42,356	5.8%	1,442,000	1.5%
1998	2,660	-2.6%	47,947	13.2%	1,619,000	12.3%
1999	3,246	22.0%	47,425	-1.1%	1,662,000	2.7%
2000	2,659	-18.1%	43,702	-7.9%	1,600,000	-3.7%
2001	2,410	-9.4%	42,965	-1.7%	1,639,000	2.4%
2002	2,587	7.3%	47,363	10.2%	1,750,000	6.8%

U.S. Department of Commerce. Construction Statistics Division

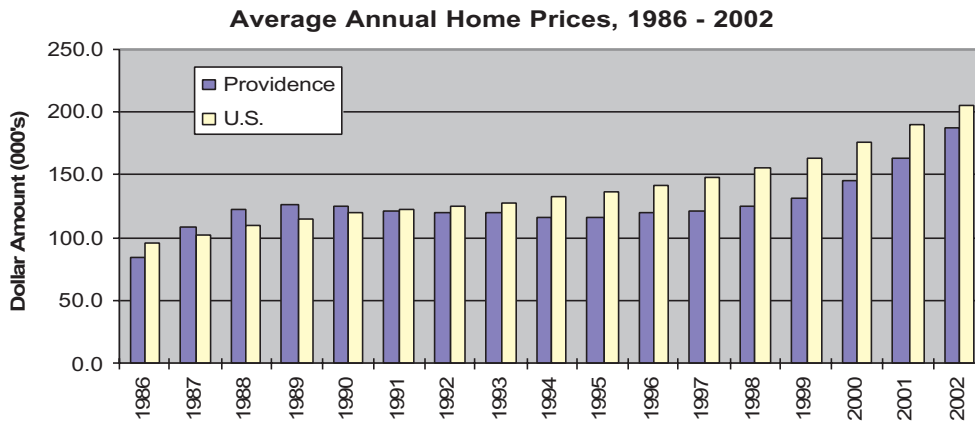
Perhaps the strongest sector of the state's economy has been housing. Significant declines in existing home sales in Rhode Island in 1990 and 1991 (of -13.4 percent and -5.2 percent, respectively) were followed by rapid sales growth for 1992 and 1993, when existing home sales in Rhode Island increased at yearly rates higher than the national average. The current boom in housing in Rhode Island commenced in 1996 and was sustained up to 2000. Over this period, existing home sales in Rhode Island grew at a minimum annual rate of 8.2 percent. In 1998 alone, they shot up 19.5 percent. Following this period of rapid growth, existing home sales moderated decreasing by 5.8 percent in 2000, increasing 2.6 percent in 2001 before recording another decrease of 1.5 percent in 2002.

Existing Home Sales, 1986 - 2002
(In Thousands, SAAR)

Year	Rhode Island		New England		United States	
	Sales	Percent Change	Sales	Percent Change	Sales	Percent Change
1986	10.6	-	169.2	-	3,772.5	-
1987	10.5	-0.9%	174.5	3.1%	3,767.5	-0.1%
1988	11.0	4.8%	178.5	2.3%	3,882.5	3.1%
1989	11.2	1.8%	163.0	-8.7%	3,672.0	-5.4%
1990	9.7	-13.4%	134.0	-17.8%	3,603.5	-1.9%
1991	9.2	-5.2%	140.5	4.9%	3,533.3	-1.9%
1992	11.9	29.3%	170.6	21.4%	3,889.5	10.1%
1993	13.0	9.2%	193.8	13.6%	4,220.3	8.5%
1994	13.1	0.8%	200.3	3.4%	4,409.8	4.5%
1995	13.5	3.1%	185.7	-7.3%	4,342.3	-1.5%
1996	14.7	8.9%	200.7	8.1%	4,705.3	8.4%
1997	15.9	8.2%	219.4	9.3%	4,908.8	4.3%
1998	19.0	19.5%	248.3	13.2%	5,585.3	13.8%
1999	20.7	8.9%	253.3	2.0%	5,922.8	6.0%
2000	19.5	-5.8%	242.0	-4.5%	5,831.8	-1.5%
2001	20.0	2.6%	239.6	-1.0%	6,026.3	3.3%
2002	19.7	-1.5%	183.4	-23.5%	6,418.3	6.5%

National Association of Realtors
Federal Reserve Bank of Boston

On a seasonally adjusted annual rate basis, existing home sales for Rhode Island, New England, and the United States appear in the table above. Note that Rhode Island's housing market has fared well with respect to the New England region over this period when it typically experienced higher growth in existing home sales during years of gains and declines.



Single family home prices for the Providence Metropolitan area (not seasonally adjusted) appear in the above chart. While Providence housing prices were 12.1 percent higher than the US average in 1988, by 2002 they had fallen below the rest of the country at 91.9 percent of the national average.

Military Contracts

Following a peak in the value of Department of Defense contracts awarded to Rhode Island firms in 1990 of \$554 million, defense related contracts declined 29.6 percent by 1993 to \$390 million. By 1994, the value of defense related contracts had rebounded to \$422 million, up 8.2 percent from 1993. From 1995 to 1999, contracts again declined as the country cashed in the “peace dividend” from the end of the Cold War. In 2002 contracts had risen again to \$365 million, up 29.0 percent from the previous year. The relationship of the defense industry to the Rhode Island economy is reflected in the following table, which shows the value of Department of Defense contract awards between 1990 and 2002. Since 1990, Rhode Island’s share of New England contract awards has decreased from 3.9 percent to 2.8 percent of such awards in 2002.

Department of Defense Contract Awards, 1990 – 2002
(In Millions)

Fiscal Year	R.I.	N.E.	U.S.	R.I. Percentage of New England	R.I. Percentage of U.S.
1990	554	14,271	121,254	3.9%	0.5%
1991	413	13,889	124,119	3.0%	0.3%
1992	455	11,033	112,285	4.1%	0.4%
1993	390	10,789	114,145	3.6%	0.3%
1994	422	9,329	110,316	4.5%	0.4%
1995	388	9,374	109,004	4.1%	0.4%
1996	334	9,237	109,408	3.6%	0.3%
1997	275	9,152	106,561	3.0%	0.3%
1998	217	9,284	109,386	2.3%	0.2%
1999	312	9,456	114,875	3.3%	0.3%
2000	418	8,745	123,295	4.8%	0.3%
2001	283	11,094	135,225	2.6%	0.2%
2002	365	13,029	158,737	2.8%	0.2%

Department of Defense

Travel and Tourism

According to the May, 2003 Rhode Island Travel and Tourism Research Report from the University of Rhode Island and the Rhode Island Economic Development Corporation, travel and tourism revenue broke the four billion-dollar mark, at \$4.5 billion in 2002. This generated 57,900 jobs (9.9% of the State total) and 1.0 billion in employee compensation (4.9% of the State total).

In 2002 an estimated 15.8 million travelers visited Rhode Island for business, conventions or leisure. Of these, 10.7 million spent the day in the State. Of these 10.7 million day trippers, nearly half, or 5.1 million stayed overnight. An additional 22.5 million travelers “passed through” the State en route to other destinations.

The highest daily expenditures in 2002 were by overnight convention visitors (\$222.71 per day), overnight business visitors (\$219.47 per day), and leisure visitors who stayed in hotels and motels (\$150.59).

Visitor indicators for 2002 were down, with one exception. The Newport Bridge Traffic was up 3.8%. Lodgings Tax revenues decreased by 1.8%. Visits to the Preservation Society of Newport County were

down 2.9%; commercial air passengers arriving and departing through T.F. Green Airport were down 2.5% and the I-95 Welcome Center Visitors declined by 9.2%.

Sales revenues in the travel and tourism industry declined by 3.5% in 2002. The services sector had the largest percentage drop in 2002 with a 5.1% decrease in sales revenues. The transportation sector receipts decreased by 3.7% and the retail trade sector receipts decreased by 2.5%. The equivalent number of firms in the tourism industry grew by 1.2% in 2002, while wages increased by 1.4% and the number of employees decreased by 0.1%.

Human Resources

The availability of a skilled and well-educated population is an important resource for Rhode Island. The level of education reached by the population of Rhode Island compares favorably with the United States as a whole, as the following chart demonstrates. Although spending on education is not necessarily an indication of results, it is important to note that Rhode Island spends more per pupil than the national average on primary and secondary education. In fact, per pupil spending in Rhode Island has been significantly higher than the national average since 1989. The ratio of Rhode Island spending to the national average has varied from 120.6 percent in 1990-91 to a high of 130.5 percent in 1999-00. For the 2000-01 academic year Rhode Island spent 28.1 percent more on public elementary and secondary education than the United States average: \$10,116 per student compared to a national average of \$7,898 per student. The following table shows expenditures per pupil for Rhode Island and the United States since the 1989-90 academic year. For the 2000-01 academic year, Rhode Island per pupil expenditures were the fifth highest in the nation.

Per Pupil Expenditure in Public Elementary and Secondary Schools
Academic Years 1989-90 – 2000-01
 (Based on Average Daily Attendance)

Academic Year	Rhode Island	United States	Ratio (R.I./U.S.)
1989-90	\$6,368	\$4,980	127.9%
1990-91	\$6,343	\$5,258	120.6%
1991-92	\$6,546	\$5,421	120.8%
1992-93	\$6,938	\$5,584	124.2%
1993-94	\$7,333	\$5,767	127.2%
1994-95	\$7,715	\$5,989	128.8%
1995-96	\$7,936	\$6,147	129.1%
1996-97	\$8,307	\$6,393	129.9%
1997-98	\$8,627	\$6,676	129.2%
1998-99	\$9,049	\$7,013	129.0%
1999-00	\$9,646	\$7,394	130.5%
2000-01	\$10,116	\$7,898	128.1%

U.S. Department of Education, National Center for Education Statistics

According to the June 2003 report by the Rhode Island Office of Higher Education, in fall 2002, the total enrollment in Rhode Island institutions of higher education was 77,417 students, up from the 77,008 students reported in fall 2001. Enrollment decreased 0.7 percent in the public sector (-282 students) and increased in the independent sector (+691 students).

From July 1, 2001 to June 30, 2002, Rhode Island institutions of higher education conferred 15,733 degrees and certificates, an increase of 7.9 percent over the 14,587 awards of the previous year. In 2001-2002 public institutions of higher education conferred 5,453 degrees and certificates, or 34.7 percent of all awards, while independent institutions awarded 10,255 degrees and certificates, or 65.2 percent of the total. The number of awards at public institutions increased by 5.8 percent, while awards at independent institutions increased by 9.0 percent.

APPENDIX B - Proposed Form of Legal Opinion

Date of Closing

State of Rhode Island and
Providence Plantations
State House
Providence, Rhode Island

Re: State of Rhode Island and Providence Plantations \$79,770,000 General Obligation Bonds, Consolidated Capital Development Loan of 2004, Series A (the "Series A Bonds") and \$65,830,000 Consolidated Capital Development Loan of 2004, Refunding Series B (the "Series B Bonds")

Ladies and Gentlemen:

We have acted as bond counsel to the State of Rhode Island and Providence Plantations (the "State") in connection with its issuance of the above-referenced Series A Bonds and Series B Bonds (collectively, the "Bonds"), representing various loans authorized by various acts of the General Assembly of the State and consolidated for issuance pursuant to Section 35-8-21 of the General Laws of the State. In that capacity, we have examined and are familiar with originals or copies, certified or otherwise identified to our satisfaction, of such records of the State, certificates of officials of the State and other documents and instruments, and have made such other investigation of facts and examination of Rhode Island and federal law, as we have deemed necessary or proper for the purpose of rendering this opinion. Capitalized terms used herein shall, unless otherwise specified, have the meanings set forth in the Certificate of Determination of the General Treasurer including Approval of Governor and Acknowledgment of Approval by the Secretary of State dated February [], 2004 (the "Certificate of Determination").

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

Based upon the foregoing, we are further of the opinion that, under existing law:

1. The Bonds are valid and binding general obligations of the State and the full faith and credit of the State is pledged for the payment of the principal of and interest on the Bonds as the same shall come due.
2. The interest on the Bonds is excludable from gross income for federal income tax purposes and will not be treated as an item of tax preference for the purposes of the federal alternative minimum tax imposed on individuals and corporations. Interest on the Bonds will, however, be included in the calculation of adjusted current earnings for the purpose of computing the alternative minimum tax imposed on corporations. For purposes of this opinion, interest on the Bonds includes original issue discount, if any, properly allocable to the Bonds.

We call your attention to the fact that interest on the Bonds may become taxable retroactively to their date of issuance if the requirements of the Internal Revenue Code of 1986, as amended (the "Code"), relating to the use of bond-financed facilities and the investment, expenditure and use of Bond proceeds and certain other amounts and to payments to the United States, are not met. The State has covenanted to take all lawful action necessary under the Code to ensure that interest on the Bonds will remain exempt from federal income taxes, to the extent provided in the Code,

and to refrain from taking any action which would cause interest on the Bonds to become subject to federal income taxes.

We express no opinion regarding other federal tax consequences arising with respect to the Bonds.

3. The Bonds are exempt from Rhode Island taxes, although the Bonds and the interest thereon may be included in the measure of Rhode Island estate and gift taxes and certain business and corporate taxes.

It is to be understood that the rights of the holders of the Bonds and the enforceability thereof may be subject to bankruptcy, insolvency, reorganization, moratorium and other similar laws affecting creditors' rights heretofore or hereafter enacted to the extent constitutionally applicable and that their enforcement may also be subject to the exercise of judicial discretion in appropriate cases.

Very truly yours,

APPENDIX C - Table of Loan Amortization Schedules

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Table of Loan Amortization Schedules - Series A Bonds

RI Clean Water Environmental Trust Fund Bonds of 1986	Drinking Water Protection Bonds of 1987	Open Space and Recreation area Bonds of 1987	State Capital Development Loan of 1989,	State Capital Development Loan of 1990,	State Capital Development Loan of 1994,	State Capital Development Loan of 1996,	State Capital Development Loan of 1998,	State Capital Development Loan of 2000,	State Capital Development Loan of 2002,	Total Issue	
<u>Maturity</u>	<u>Series M</u>	<u>Series E</u>	<u>Series K</u>	<u>Series M</u>	<u>Series M</u>	<u>Series H</u>	<u>Series J</u>	<u>Series G</u>	<u>Series C</u>	<u>Series A</u>	<u>Issue</u>
February 1											
2005	\$25,000	\$110,000	\$5,000	\$65,000	\$175,000	\$15,000	\$325,000	\$60,000	\$660,000	\$1,790,000	\$3,230,000
2006	25,000	120,000	5,000	70,000	185,000	15,000	340,000	60,000	690,000	1,570,000	3,080,000
2007	25,000	125,000	5,000	75,000	195,000	15,000	355,000	65,000	725,000	1,530,000	3,115,000
2008	30,000	130,000	5,000	75,000	200,000	15,000	375,000	70,000	760,000	1,550,000	3,210,000
2009	30,000	135,000	5,000	80,000	210,000	15,000	390,000	70,000	800,000	1,550,000	3,285,000
2010	30,000	145,000	5,000	85,000	225,000	15,000	410,000	75,000	840,000	1,535,000	3,365,000
2011	30,000	150,000	5,000	90,000	235,000	15,000	430,000	80,000	880,000	1,585,000	3,500,000
2012	35,000	155,000	0	95,000	245,000	20,000	455,000	85,000	925,000	1,635,000	3,650,000
2013	35,000	165,000	0	100,000	260,000	20,000	475,000	90,000	970,000	1,700,000	3,815,000
2014	35,000	175,000	0	105,000	270,000	20,000	500,000	90,000	1,020,000	1,790,000	4,005,000
2015	40,000	180,000	0	110,000	285,000	20,000	525,000	95,000	1,070,000	1,870,000	4,195,000
2016	40,000	190,000	0	115,000	300,000	20,000	550,000	100,000	1,125,000	1,950,000	4,390,000
2017	45,000	200,000	0	120,000	315,000	20,000	580,000	105,000	1,180,000	2,045,000	4,610,000
2018	45,000	210,000	0	125,000	330,000	25,000	605,000	110,000	1,240,000	2,125,000	4,815,000
2019	45,000	220,000	0	130,000	345,000	25,000	640,000	115,000	1,300,000	2,210,000	5,030,000
2020	50,000	235,000	0	140,000	365,000	25,000	670,000	125,000	1,365,000	2,280,000	5,255,000
2021	50,000	245,000	0	145,000	380,000	25,000	705,000	130,000	1,435,000	2,375,000	5,490,000
2022	55,000	255,000	0	150,000	400,000	30,000	740,000	135,000	1,510,000	2,460,000	5,735,000
2023	60,000	270,000	0	160,000	420,000	30,000	775,000	145,000	1,585,000	2,550,000	5,995,000
	<u>\$730,000</u>	<u>\$3,415,000</u>	<u>\$35,000</u>	<u>\$2,035,000</u>	<u>\$5,340,000</u>	<u>\$385,000</u>	<u>\$9,845,000</u>	<u>\$1,805,000</u>	<u>\$20,080,000</u>	<u>\$36,100,000</u>	<u>\$79,770,000</u>

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APPENDIX D - Table of Refunded Bonds

**State of Rhode Island and Providence Plantations
General Obligation Bonds
Consolidated Capital Development Loan of 2004, Refunding Series B
Summary of Bonds Refunded**

	Maturity Date	Interest Rate	Par Amount	Call Date	Call Price
1992A	8/1/2005	5.400%	\$ 120,000	8/1/2004	101
1992A	8/1/2006	5.400	130,000	8/1/2004	101
1992A	8/1/2007	5.500	140,000	8/1/2004	101
1992A	8/1/2008	5.500	145,000	8/1/2004	101
1992A	8/1/2009	5.500	155,000	8/1/2004	101
1992A	8/1/2010	5.500	160,000	8/1/2004	101
1992A	8/1/2011	5.000	180,000	8/1/2004	101
1992A	8/1/2012	5.000	10,355,000	8/1/2004	101
1994A	7/15/2006	5.300	3,595,000	7/15/2004	102
1995A	8/1/2007	5.300	1,910,000	8/1/2005	101
1995A	8/1/2008	5.400	2,020,000	8/1/2005	101
1995A	8/1/2009	5.500	15,000	8/1/2005	101
1995A	8/1/2010	5.600	20,000	8/1/2005	101
1995A	8/1/2011	5.600	20,000	8/1/2005	101
1995A	8/1/2012	5.600	20,000	8/1/2005	101
1995A	8/1/2013	5.625	20,000	8/1/2005	101
1995A	8/1/2014	5.700	20,000	8/1/2005	101
1996A	8/1/2008	5.400	3,220,000	8/1/2006	101
1996A	8/1/2009	5.400	3,405,000	8/1/2006	101
1997A	8/1/2011	5.000	4,910,000	8/1/2007	101
1997A	8/1/2012	5.125	5,230,000	8/1/2007	101
1997A	8/1/2013	5.250	5,575,000	8/1/2007	101
1997A	8/1/2014	5.250	5,940,000	8/1/2007	101
1998A	9/1/2011	5.000	2,545,000	9/1/2008	101
1998A	9/1/2012	5.000	2,665,000	9/1/2008	101
1999A	9/1/2012	5.125	3,115,000	9/1/2009	101
1999A	9/1/2013	5.750	3,265,000	9/1/2009	101
1999A	9/1/2014	5.400	3,440,000	9/1/2009	101
1999A	9/1/2015	5.500	<u>3,600,000</u>	9/1/2009	101
			\$65,935,000		

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APPENDIX E - Specimen Financial Guaranty Insurance Policy

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FINANCIAL GUARANTY INSURANCE POLICY

MBIA Insurance Corporation Armonk, New York 10504

Policy No. [NUMBER]

MBIA Insurance Corporation (the "Insurer"), in consideration of the payment of the premium and subject to the terms of this policy, hereby unconditionally and irrevocably guarantees to any owner, as hereinafter defined, of the following described obligations, the full and complete payment required to be made by or on behalf of the Issuer to [PAYING AGENT/TRUSTEE] or its successor (the "Paying Agent") of an amount equal to (i) the principal of (either at the stated maturity or by any advancement of maturity pursuant to a mandatory sinking fund payment) and interest on, the Obligations (as that term is defined below) as such payments shall become due but shall not be so paid (except that in the event of any acceleration of the due date of such principal by reason of mandatory or optional redemption or acceleration resulting from default or otherwise, other than any advancement of maturity pursuant to a mandatory sinking fund payment, the payments guaranteed hereby shall be made in such amounts and at such times as such payments of principal would have been due had there not been any such acceleration); and (ii) the reimbursement of any such payment which is subsequently recovered from any owner pursuant to a final judgment by a court of competent jurisdiction that such payment constitutes an avoidable preference to such owner within the meaning of any applicable bankruptcy law. The amounts referred to in clauses (i) and (ii) of the preceding sentence shall be referred to herein collectively as the "Insured Amounts." "Obligations" shall mean:

[PAR]
[LEGAL NAME OF ISSUE]

Upon receipt of telephonic or telegraphic notice, such notice subsequently confirmed in writing by registered or certified mail, or upon receipt of written notice by registered or certified mail, by the Insurer from the Paying Agent or any owner of an Obligation the payment of an Insured Amount for which is then due, that such required payment has not been made, the Insurer on the due date of such payment or within one business day after receipt of notice of such nonpayment, whichever is later, will make a deposit of funds, in an account with U.S. Bank Trust National Association, in New York, New York, or its successor, sufficient for the payment of any such Insured Amounts which are then due. Upon presentment and surrender of such Obligations or presentment of such other proof of ownership of the Obligations, together with any appropriate instruments of assignment to evidence the assignment of the Insured Amounts due on the Obligations as are paid by the Insurer, and appropriate instruments to effect the appointment of the Insurer as agent for such owners of the Obligations in any legal proceeding related to payment of Insured Amounts on the Obligations, such instruments being in a form satisfactory to U.S. Bank Trust National Association, U.S. Bank Trust National Association shall disburse to such owners, or the Paying Agent payment of the Insured Amounts due on such Obligations, less any amount held by the Paying Agent for the payment of such Insured Amounts and legally available therefor. This policy does not insure against loss of any prepayment premium which may at any time be payable with respect to any Obligation.

As used herein, the term "owner" shall mean the registered owner of any Obligation as indicated in the books maintained by the Paying Agent, the Issuer, or any designee of the Issuer for such purpose. The term owner shall not include the Issuer or any party whose agreement with the Issuer constitutes the underlying security for the Obligations.

Any service of process on the Insurer may be made to the Insurer at its offices located at 113 King Street, Armonk, New York 10504 and such service of process shall be valid and binding.

This policy is non-cancellable for any reason. The premium on this policy is not refundable for any reason including the payment prior to maturity of the Obligations.

IN WITNESS WHEREOF, the Insurer has caused this policy to be executed in facsimile on its behalf by its duly authorized officers, this [DAY] day of [MONTH, YEAR].

MBIA Insurance Corporation

President

Attest:

Assistant Secretary

STD-R-6
4/95

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