



\$326,915,000 State of Connecticut General Obligation Bonds

\$162,870,000 General Obligation Bonds (2011 Series B)
\$ 89,045,000 Taxable General Obligation Bonds (2011 Series B)
\$ 75,000,000 General Obligation Bonds (2011 Series C) – SIFMA Index Bonds

Dated: **Date of Delivery**Due: **May 15**, as shown on inside front cover

The \$326,915,000 State of Connecticut General Obligation Bonds consist of \$162,870,000 General Obligation Bonds (2011 Series B) (the "Series B Tax-Exempt Bonds"), \$89,045,000 Taxable General Obligation Bonds (2011 Series B) (the "Series B Taxable Bonds") and \$75,000,000 General Obligation Bonds (2011 Series C) – SIFMA Index Bonds (the "Series C Tax-Exempt Bonds", and together with the Series B Tax-Exempt Bonds and the Series B Taxable Bonds, the "Bonds").

The Bonds will be general obligations of the State of Connecticut (the "State") and the full faith and credit of the State will be pledged for the payment of the principal of and interest on the Bonds as the same become due. See **THE BONDS - Nature of Obligation** herein. Interest on the Series B Tax-Exempt Bonds and the Series B Taxable Bonds will be payable on November 15, 2011 and semiannually thereafter on May 15 and November 15 in each year until maturity or earlier redemption. Interest is calculated on the basis of a 360-day year of twelve 30-day months at the annual rates set forth on the inside front cover. Interest on the Series C Tax-Exempt Bonds will be payable on the first business day of each month, commencing July 1, 2011, calculated on the basis of the actual number of days elapsed over a year of 365 or 366 days, as the case may be, at the annual rates described on the inside front cover. **The Series B Tax-Exempt Bonds are subject to optional redemption prior to maturity as more fully described herein. The Series B Taxable Bonds and the Series C Tax-Exempt Bonds are not subject to redemption prior to maturity.**

(See inside front cover for maturities, interest rates and prices or yields.)

The Bonds are issuable only as fully registered bonds, without interest coupons, in denominations of \$5,000 or any integral multiple thereof. When issued, the Bonds will be registered in the name of Cede & Co., as Bondowner and nominee for The Depository Trust Company ("DTC"), New York, New York. DTC will act as securities depository for the Bonds. Purchases of the Bonds will be made in book-entry form only. Purchasers will not receive certificates representing their interest in the Bonds. So long as Cede & Co. is the registered owner, as nominee of DTC, reference herein to the Bondowner or owner shall mean Cede & Co., as aforesaid, and shall not mean the Beneficial Owners (as defined herein) of the Bonds. See **THE BONDS - Book-Entry-Only System** herein. Principal of and interest on the Bonds will be paid directly to DTC by U.S. Bank National Association, as Paying Agent, at its corporate trust office in Hartford, Connecticut, so long as DTC or its nominee, Cede & Co., is the Bondowner. Disbursement of such payments to the DTC Participants is the responsibility of DTC and disbursement of such payments to the Beneficial Owners is the responsibility of the DTC Participants and the Indirect Participants, as more fully described herein.

*In the opinion of Bond Counsel and Tax Counsel, rendered in reliance upon and assuming the accuracy of and continuing compliance by the State with its representations and covenants relating to certain requirements of the Internal Revenue Code of 1986, as amended (the "Code"), under existing law, interest on the Series B Tax-Exempt Bonds and the Series C Tax-Exempt Bonds is not included in gross income for federal income tax purposes and is not an item of tax preference for purposes of the federal alternative minimum tax; however, with respect to certain corporations (as defined for federal income tax purposes) subject to the federal alternative minimum tax, such interest is taken into account in computing the federal alternative minimum tax, as described under **TAX EXEMPTION OF THE SERIES B TAX-EXEMPT BONDS** and **TAX EXEMPTION OF THE SERIES C TAX-EXEMPT BONDS** herein.*

*In the opinion of Bond Counsel and Tax Counsel, under existing law interest on the Series B Taxable Bonds is included in gross income for federal income tax purposes pursuant to the Code. See **TAX STATUS OF THE SERIES B TAXABLE BONDS** herein.*

*In the opinion of Bond Counsel and Tax Counsel, under existing statutes, interest on the Bonds is excluded from Connecticut taxable income for purposes of the Connecticut income tax on individuals, trusts and estates and is excluded from amounts on which the net Connecticut minimum tax is based in the case of individuals, trusts and estates required to pay the federal alternative minimum tax. See **TAX EXEMPTION OF THE SERIES B TAX-EXEMPT BONDS**, **TAX STATUS OF THE SERIES B TAXABLE BONDS** and **TAX EXEMPTION OF THE SERIES C TAX-EXEMPT BONDS** herein.*

The Bonds are offered when, as and if issued and received by the Underwriters, subject to approval as to legality by Bond Counsel and certain other conditions. Certain legal matters will be passed upon for the State by its Disclosure Counsel. Certain legal matters with respect to the Bonds will be passed upon for the State by its Tax Counsel. Certain legal matters will be passed upon for the Underwriters by Underwriters' Counsel. The Bonds are expected to be available for delivery through the facilities of DTC in New York, New York, on or about May 31, 2011.

Honorable Denise L. Nappier
Treasurer of the State of Connecticut

M.R. Beal & Company

BofA Merrill Lynch
Loop Capital Markets, LLC

Barclays Capital
Corby Capital Markets, Inc.
Morgan Stanley
RBC Capital Markets

Blaylock Robert Van, LLC
Goldman, Sachs & Co.
Prager, Sealy & Co., LLC
Roosevelt & Cross, Inc.

J.P. Morgan
Wells Fargo Bank, National Association

Citi
Melvin and Company LLC
Raymond James & Associates, Inc.
Siebert Brandford Shank & Co., L.L.C.

Dated: **May 18, 2011**

State of Connecticut
\$162,870,000 General Obligation Bonds (2011 Series B)

<u>Maturity</u>				
<u>May 15,</u>	<u>Amount</u>	<u>Interest Rate</u>	<u>Yield</u>	<u>CUSIP</u>
2019	\$3,855,000	2.30%	2.37%	20772JBA9
2019	6,080,000	3.00	2.37	20772JBF8
2020	4,040,000	2.50	2.61	20772JBB7
2020	4,105,000	3.00	2.61	20772JBG6
2020	6,920,000	5.00	2.61	20772JBL5
2021	3,860,000	3.00	2.80	20772JBC5
2021	1,620,000	3.50	2.80	20772JBH4
2021	12,500,000	4.50	2.80	20772JBM3
2021	32,020,000	5.00	2.80	20772JBQ4
2022	7,125,000	3.00	3.08	20772JBD3
2022	2,115,000	4.00	3.08*	20772JB10
2022	40,760,000	5.00	2.98*	20772JBN1
2023	3,715,000	3.25	3.26	20772JBE1
2023	4,165,000	4.00	3.26*	20772JBK7
2023	29,990,000	5.00	3.14*	20772JBP6

(plus accrued interest, if any)

- * Priced at the stated yield to the May 15, 2021 optional redemption date at a redemption price of 100%; however, any such redemption is at the optional election of the Treasurer. See **THE BONDS – Optional Redemption** herein.

State of Connecticut
\$89,045,000 Taxable General Obligation Bonds (2011 Series B)

<u>Maturity</u>				
<u>May 15,</u>	<u>Amount</u>	<u>Interest Rate</u>	<u>Yield</u>	<u>CUSIP</u>
2012	\$10,000,000	0.38%	0.38%	20772JBR2
2013	36,400,000	1.72	0.99	20772JBS0
2014	35,000,000	1.43	1.43	20772JBT8
2015	7,645,000	2.12	2.12	20772JBU5

(plus accrued interest, if any)

State of Connecticut
\$75,000,000 General Obligation Bonds (2011 Series C) – SIFMA Index Bonds

<u>Maturity</u>		<u>Interest Rate</u>		<u>CUSIP</u>
<u>May 15,</u>	<u>Amount</u>	<u>(variable)</u>	<u>Price</u>	
2016	\$50,000,000	SIFMA Rate plus 0.65% (65 basis points)	100%	20772JBV3
2019	25,000,000	SIFMA Rate plus 1.10% (110 basis points)	100	20772JBW1

(plus accrued interest, if any)

See **THE BONDS – Description of the Bonds** herein for a description of the SIFMA Rate, the Adjusted SIFMA Rate and the determination thereof.

This Official Statement is not to be construed as a contract or agreement between the State and the purchasers or holders of any of the Bonds. 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. Any statements in this Official Statement involving matters of opinion or estimates, whether or not expressly so stated, are intended as such and not as representations of fact. No representation is made that any of such statements will be realized. All quotations from and summaries and explanations of provisions of laws of the State contained in this Official Statement do not purport to be complete and are qualified in their entirety by reference to the official compilations thereof. All references to the Bonds and the resolutions and proceedings of the State Bond Commission relating thereto are qualified in their entirety by reference to the definitive forms of the Bonds and such resolutions. This Official Statement is submitted only in connection with the sale of the Bonds by the State and may not be reproduced or used in whole or in part for any other purpose, except as specifically authorized by the State. No dealer, broker, salesperson or other person has been authorized 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. This Official Statement does not constitute an offer to sell or the solicitation of an offer to buy nor shall there be any sale of the Bonds by any person in any jurisdiction in which it is unlawful for such person to make such offer, solicitation or sale.

IN CONNECTION WITH THIS OFFERING, THE UNDERWRITERS MAY OVER-ALLOT OR EFFECT TRANSACTIONS WHICH STABILIZE OR MAINTAIN THE MARKET PRICES OF THE BONDS AT LEVELS ABOVE THOSE WHICH MIGHT OTHERWISE PREVAIL IN THE OPEN MARKET. SUCH STABILIZING, IF COMMENCED, MAY BE DISCONTINUED AT ANY TIME.

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SUMMARY

This Summary does not constitute a part of the Official Statement for the issuance and sale by the State of Connecticut of its \$326,915,000 General Obligation Bonds consisting of \$162,870,000 General Obligation Bonds (2011 Series B) (the "Series B Tax-Exempt Bonds"), \$89,045,000 Taxable General Obligation Bonds (2011 Series B) (the "Series B Taxable Bonds") and \$75,000,000 General Obligation Bonds (2011 Series C) – SIFMA Index Bonds (the "Series C Tax-Exempt Bonds", and together with the Series B Tax-Exempt Bonds and the Series B Taxable Bonds, being herein called the "Bonds"). This Summary is for informational purposes only and is subject in all respects to a more complete discussion contained in the Official Statement.

Security	The Bonds will be general obligation bonds of the State of Connecticut, and the full faith and credit of the State will be pledged for the payment of the principal of and interest on the Bonds as the same become due.
Tax Exemption of the Series B Tax-Exempt Bonds and the Series C Tax-Exempt Bonds	In the opinion of Bond Counsel and Tax Counsel, rendered in reliance upon and assuming the accuracy of and continuing compliance by the State with its representations and covenants relating to certain requirements of the Internal Revenue Code of 1986, as amended (the "Code"), under existing law, interest on the Series B Tax-Exempt Bonds and the Series C Tax-Exempt Bonds is not included in gross income for federal income tax purposes and is not an item of tax preference for purposes of the federal alternative minimum tax; however, with respect to certain corporations (as defined for federal income tax purposes) subject to the federal alternative minimum tax, such interest is taken into account in computing the federal alternative minimum tax, as described under TAX EXEMPTION OF THE SERIES B TAX-EXEMPT BONDS and TAX EXEMPTION OF THE SERIES C TAX-EXEMPT BONDS herein.
Tax Status of the Series B Taxable Bonds	In the opinion of Bond Counsel and Tax Counsel, under existing law, interest on the Series B Taxable Bonds is included in gross income for federal income tax purposes pursuant to the Code. See TAX STATUS OF THE SERIES B TAXABLE BONDS herein.
State of Connecticut Tax Exemption of the Bonds	In the opinion of Bond Counsel and Tax Counsel, under existing statutes, interest on the Bonds is excluded from Connecticut taxable income for purposes of the Connecticut income tax on individuals, trusts and estates and is excluded from amounts on which the net Connecticut minimum tax is based in the case of individuals, trusts and estates required to pay the federal alternative minimum tax.
Interest Payment Dates	Interest on the Series B Tax-Exempt Bonds will be payable on November 15, 2011 and semiannually thereafter on May 15 and November 15 in each year until maturity or earlier redemption. Interest on the Series B Taxable Bonds will be payable on November 15, 2011 and semiannually thereafter on May 15 and November 15 in each year until maturity. Interest on the Series B Tax-Exempt Bonds and the Series B Taxable Bonds is calculated on the basis of a 360-day year of twelve 30-day months at the annual rates set forth on the inside front cover. Interest on the Series C Tax-Exempt Bonds will be payable on the first business day of each month, commencing July 1, 2011, and is calculated on the basis of the actual number of days elapsed over a year of 365 or 366 days, as the case may be, at the rates per annum in effect from time to time described on the inside front cover and Pages I-1 and I-2 .
Principal Payment Dates	Principal of the Bonds is payable on May 15 in the years and in the amounts shown on the inside front cover.
Denominations	The Bonds will be issued only in registered book-entry form, without coupons, in denominations of \$5,000, or any integral multiple thereof.
Redemption	The Series B Tax-Exempt Bonds are subject to optional redemption prior to maturity at the election of the Treasurer as specified in the final Official Statement. The Series B Taxable Bonds and the Series C Tax-Exempt Bonds are not subject to redemption prior to maturity. See THE BONDS – Optional Redemption .
Delivery and Clearance	The Bonds are expected to be available for delivery through the facilities of DTC in New York, New York, on or about May 31, 2011.
Paying Agent	U.S. Bank National Association, 225 Asylum Street, Hartford, Connecticut 06103, is the State's Paying Agent.
Legal Counsel	Day Pitney LLP of Hartford, Connecticut is Lead Bond Counsel; Day Pitney LLP, Pullman & Comley, LLC of Bridgeport, Connecticut, Lewis & Munday, A Professional Corporation of Washington, DC, Robinson & Cole LLP of Hartford, Connecticut, Shipman & Goodwin LLP of Hartford, Connecticut, and Squire, Sanders & Dempsey (US) LLP of New York, New York, are Bond Counsel with respect to certain series of the Bonds. Orrick, Herrington & Sutcliffe LLP of Washington, DC, and Gonzalez Saggio & Harlan LLP of Stamford, Connecticut, are Co-Underwriters' Counsel. Day Pitney LLP is Lead Disclosure Counsel and Finn Dixon & Herling LLP of Stamford, Connecticut and Soeder & Associates LLC of Hartford, Connecticut, are Co-Disclosure Counsel. Robinson & Cole LLP is Lead Tax Counsel and Finn Dixon & Herling LLP and Soeder & Associates LLC are Co-Tax Counsel.
Additional Information	Additional information may be obtained upon request to the Office of the State Treasurer, Denise L. Nappier, Attn: Sarah K. Sanders, Assistant Treasurer for Debt Management, 55 Elm Street, Hartford, Connecticut 06106, (860) 702-3288.

OFFICIAL STATEMENT
\$326,915,000
STATE OF CONNECTICUT
GENERAL OBLIGATION BONDS

\$162,870,000 General Obligation Bonds (2011 Series B)
\$89,045,000 Taxable General Obligation Bonds (2011 Series B)
\$75,000,000 General Obligation Bonds (2011 Series C) – SIFMA Index Bonds

INTRODUCTION

This Official Statement, including the cover and inside cover pages, this Introduction, Part I, Part II and Part III and the Appendices thereto, of the State of Connecticut (the “State”) is provided for the purpose of presenting certain information relating to the State in connection with the sale of \$162,870,000 aggregate principal amount of its General Obligation Bonds (2011 Series B) (the “Series B Tax-Exempt Bonds”), \$89,045,000 aggregate principal amount of its Taxable General Obligation Bonds (2011 Series B) (the “Series B Taxable Bonds”) and \$75,000,000 aggregate principal amount of its General Obligation Bonds (2011 Series C) – SIFMA Index Bonds (the “Series C Tax-Exempt Bonds”).

Part I of this Official Statement, including the cover and inside front cover page and the Appendices thereto, contains information relating to the Bonds. Part II of this Official Statement contains information which supplements, as of its date, certain information contained in the most recent Annual Information Statement of the State. Part III of this Official Statement, including the Appendices thereto, is the most recent Annual Information Statement of the State and contains certain information about the State as of its date. The cover page, inside cover page, this Introduction, and Parts I, II and III and the Appendices thereto should be read collectively and in their entirety.

PART I

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PART I
INFORMATION CONCERNING THE BONDS
\$326,915,000
STATE OF CONNECTICUT
GENERAL OBLIGATION BONDS
\$162,870,000 General Obligation Bonds (2011 Series B)
\$89,045,000 Taxable General Obligation Bonds (2011 Series B)
\$75,000,000 General Obligation Bonds (2011 Series C) – SIFMA Index Bonds

THE BONDS

Description of the Bonds

The State of Connecticut (the “State”) is issuing \$162,870,000 General Obligation Bonds (2011 Series B) (the “Series B Tax-Exempt Bonds”) comprised of the following issues:

- \$ 6,925,000 General Obligation Bonds (2011 Series B-1)
- \$106,235,000 General Obligation Bonds (2011 Series B-2)
- \$ 40,000,000 General Obligation Bonds (2011 Series B-3)
- \$ 2,210,000 General Obligation Bonds (2011 Series B-4)
- \$ 7,500,000 General Obligation Bonds (2011 Series B-5)

and \$89,045,000 Taxable General Obligation Bonds (2011 Series B) (the “Series B Taxable Bonds”) comprised of the following issues:

- \$ 13,245,000 Taxable General Obligation Bonds (2011 Series B-1)
- \$ 75,800,000 Taxable General Obligation Bonds (2011 Series B-2)

and \$75,000,000 General Obligation Bonds (2011 Series C) – SIFMA Index Bonds (the “Series C Tax-Exempt Bonds”, and together with the Series B Tax-Exempt Bonds and the Series B Taxable Bonds being herein called the “Bonds”) comprised of the following issues:

- \$ 13,095,000 General Obligation Bonds (2011 Series C-1)
- \$ 61,905,000 General Obligation Bonds (2011 Series C-2)

The Series B Tax-Exempt Bonds will be dated the date of delivery, and will bear interest from their date payable on November 15, 2011 and semiannually thereafter on May 15 and November 15 in each year, until maturity or earlier redemption, at the rate or rates indicated on the inside front cover page of this Official Statement.

The Series B Taxable Bonds will be dated the date of delivery, and will bear interest from their date payable on November 15, 2011 and semiannually thereafter on May 15 and November 15 in each year, until maturity, at the rate or rates indicated on the inside front cover page of this Official Statement.

Interest on the Series B Tax-Exempt Bonds and the Series B Taxable Bonds will be calculated on the basis of a 360-day year of twelve 30-day months and will be payable to the registered owner as of the close of business on the last business day of April and October in each year.

The Series C Tax-Exempt Bonds will be dated the date of delivery, and will bear interest from their date payable on the first Business Day of each month, commencing July 1, 2011, until maturity at the rates per annum described below. (Capitalized terms relating to the Series C Tax-Exempt Bonds are defined below.)

The Series C Tax-Exempt Bonds will bear interest at the Adjusted SIFMA Rate, which is the sum of the SIFMA Rate in effect from time to time, plus for each maturity of the Series C Tax-Exempt Bonds, the additional rate amount, as shown in the following table:

<u>Maturity</u>	<u>Additional Interest Rate</u>
<u>May 15,</u> 2016	SIFMA Rate plus 0.65% (65 basis points)
2019	SIFMA Rate plus 1.10% (110 basis points)

“SIFMA Rate” means for any day the level of the most recently effective index rate which is compiled from the weekly interest rate resets of tax-exempt variable rate issues included in a database maintained by Municipal Market Data which meet specific criteria established from time to time by the Securities Industry and Financial Markets Association (“SIFMA”) and is issued on Wednesday of each week, or if any Wednesday is not a U.S. Government Securities Business Day (defined below), the next succeeding U.S. Government Securities Business Day. If such index is no longer published or otherwise not available, the SIFMA Rate for any day will mean the level of the “S&P Weekly High Grade Index” (formerly the J.J. Kenny Index) maintained by Standard & Poor’s Securities Evaluations, Inc. for a 7-day maturity as published on the Adjustment Date (defined below) or most recently published prior to the Adjustment Date. If at any time neither such index is available, the Calculation Agent (defined below) shall use instead an index that the Calculation Agent, after consultation with the original underwriters of the Series C Tax-Exempt Bonds or their successors, determines most closely approximates the SIFMA index.

“Adjustment Date” shall be Wednesday of each week, or if such day is not a U.S. Government Securities Business Day, the next succeeding U.S. Government Securities Business Day.

“Business Day” means any day other than (1) a Saturday or a Sunday, (2) a day on which banking institutions in the city in which the corporate trust office of the Paying Agent is located or banking institutions in New York, New York, are authorized or required by law to be closed, or (3) a day on which the New York Stock Exchange is closed.

“Calculation Agent” means the entity appointed by the State from time to time to perform the duties described herein relating to the calculation of the interest rates on the Series C Tax-Exempt Bonds. The Paying Agent is acting as the initial Calculation Agent for the Series C Tax-Exempt Bonds.

“U.S. Government Securities Business Day” means any day other than (1) a Saturday or a Sunday, (2) any day on which SIFMA recommends that the fixed income departments of its members be closed for the entire day for purposes of trading in U.S. government securities, or (3) a day on which the Calculation Agent is required or permitted by law to close.

The Adjusted SIFMA Rate will be determined by the Calculation Agent; provided, however, the Adjusted SIFMA Rate shall not exceed 10% per annum. The Adjusted SIFMA Rate shall adjust on each Adjustment Date, based upon the SIFMA Rate published for such week, with the effective date for each adjustment of the Adjusted SIFMA Rate to be each Thursday. Upon determining the Adjusted SIFMA Rate for a given week, the Calculation Agent shall notify the State of such determination, which notice, if provided by telephone, shall be promptly confirmed in writing. Such notice shall be provided by not later than 3:00 P.M. Hartford time on the Adjustment Date. Interest on the Series C Tax-Exempt Bonds will be computed on the basis of the actual number of days elapsed over a year of 365 or 366 days, as the case may be, and will be payable to the registered owner as of the close of business on the fifteenth day of the month preceding such interest payment date, or the preceding business day if such fifteenth day is not a business day.

The determination of the Adjusted SIFMA Rate (absent manifest error) shall be conclusive and binding upon the State, the registered owners and the Beneficial Owners of the Series C Tax-Exempt Bonds. If for any reason the Adjusted SIFMA Rate shall not be established, the Series C Tax-Exempt Bonds shall bear interest at the Adjusted SIFMA Rate last in effect until such time as a new Adjusted SIFMA Rate shall be established pursuant to the terms of the Series C Tax-Exempt Bonds.

The Bonds are issuable only as fully registered bonds, without interest coupons, in denominations of \$5,000 or any integral multiple thereof.

The Bonds will be general obligation bonds 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 the Bonds as the same become due. The Bonds will be issued pursuant to the State general obligation bond procedure act (Section 3-20 of the General Statutes of Connecticut, as amended), resolutions adopted by the State Bond Commission, and other proceedings related thereto, including a Certificate of Determination of the Treasurer. See **Nature of Obligation** herein.

Principal of and interest on the Bonds will be paid directly to The Depository Trust Company (“DTC”) by U.S. Bank National Association, as Paying Agent, so long as DTC or its nominee, Cede & Co., is the Bondowner. See **Book-Entry-Only System** herein.

The Bonds will be general obligation bonds 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 the Bonds as the same become due. The Bonds will be issued pursuant to the State general obligation bond procedure act (Section 3-20 of the General Statutes of Connecticut, as amended), resolutions adopted by the State Bond Commission, and other proceedings related thereto, including a Certificate of Determination of the Treasurer. See **Nature of Obligation** herein.

Principal of and interest on the Bonds will be paid directly to The Depository Trust Company (“DTC”) by U.S. Bank National Association, as Paying Agent, so long as DTC or its nominee, Cede & Co., is the Bondowner. See **Book-Entry-Only System** herein.

The Series B Tax-Exempt Bonds are authorized by the bond acts listed in **Appendix I-A**. The 2011 Series B-1, 2011 Series B-2 and 2011 Series B-3 Tax-Exempt Bonds are being issued to retire a portion of \$228,160,000 outstanding bond anticipation notes issued for various projects and purposes. The 2011 Series B-4 and 2011 Series B-5 Tax-Exempt Bonds are being issued for various projects and purposes. Series B Tax-Exempt Bonds of each series will mature on May 15 in the years and in the principal amounts set forth in the following table:

\$162,870,000 Series B Tax-Exempt Bonds

<u>Maturity</u>	<u>Series</u>					<u>Total</u>
	<u>2011 B-1</u>	<u>2011 B-2</u>	<u>2011 B-3</u>	<u>2011 B-4</u>	<u>2011 B-5</u>	<u>2011 Series B</u>
May 15,						
2019	\$6,925,000	\$3,010,000				\$ 9,935,000
2020		15,065,000				15,065,000
2021		50,000,000				50,000,000
2022		38,160,000	\$11,840,000			50,000,000
2023			28,160,000	\$2,210,000	\$7,500,000	37,870,000
TOTAL	\$6,925,000	\$106,235,000	\$40,000,000	\$2,210,000	\$7,500,000	\$162,870,000

The Series B Taxable Bonds are being issued for various projects and purposes, and are authorized by the bond acts listed in **Appendix I-A**. Series B Taxable Bonds of each series will mature on May 15 in the years and in the principal amounts set forth in the following table:

\$89,045,000 Series B Taxable Bonds

<u>Maturity</u>	<u>Series</u>		<u>Total</u>
<u>May 15,</u>	<u>2011 B-1</u>	<u>2011 B-2</u>	<u>2011 Series B</u>
2012	\$10,000,000		\$10,000,000
2013	3,245,000	\$33,155,000	36,400,000
2014		35,000,000	35,000,000
2015		7,645,000	7,645,000
TOTAL	\$13,245,000	\$75,800,000	\$89,045,000

The Series C Tax-Exempt Bonds are authorized by the bond acts listed in **Appendix I-A**. The 2011 Series C Tax-Exempt Bonds are being issued to retire a portion of \$228,160,000 outstanding bond anticipation notes issued for various projects and purposes. Series C Tax-Exempt Bonds of each series will mature on May 15 in the years and in the principal amounts set forth in the following table:

\$75,000,000 Series C Tax-Exempt Bonds

<u>Maturity</u>	<u>Series</u>		<u>Total</u>
<u>May 15,</u>	<u>2011 C-1</u>	<u>2011 C-2</u>	<u>2011 Series C</u>
2016	\$13,095,000	\$36,905,000	\$50,000,000
2019		25,000,000	25,000,000
TOTAL	\$13,095,000	\$61,905,000	\$75,000,000

Optional Redemption

The Series B Tax-Exempt Bonds maturing after May 15, 2021 will be subject to redemption prior to maturity, at the election of the Treasurer, in whole or in part, at any time on or after May 15, 2021. The redeemed Series B Tax-Exempt Bonds may be in such amounts and in such order of maturity and in such Series and bear such interest rate or rates (but by lot among bonds bearing the same interest rate within a maturity of a Series) as the Treasurer may determine. The respective redemption prices (expressed as percentages of the principal amounts of bonds to be redeemed) are set forth in the following table, to which will be added interest accrued and unpaid to the redemption date:

<u>Redemption Date</u>	<u>Redemption Price</u>
From May 15, 2021 and thereafter	100%

Notice of Redemption. Notice of redemption shall be mailed not less than thirty (30) nor more than sixty (60) days prior to the redemption date to the registered owner of such Series B Tax-Exempt Bond at such Bondowner’s address as it appears on the registration books of the State. So long as Cede & Co., as nominee of DTC, is the registered owner of the Series B Tax-Exempt Bonds, all notices of redemption will be sent only to DTC.

The Series B Taxable Bonds and the Series C Tax-Exempt Bonds are **not** subject to redemption prior to maturity.

Book-Entry-Only System

The Depository Trust Company (“DTC”), New York, New York, 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 or more fully-registered Bond certificates will be issued for each maturity and interest rate of a given series of the Bonds in the aggregate principal amount of such maturity, and will be deposited with DTC.

DTC, the world's largest securities 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 3.5 million issues of U.S. and non-U.S. equity issues, corporate and municipal debt issues, and money market instruments (from over 100 countries) that DTC's participants ("Direct Participants") deposit with DTC. DTC also facilitates the post-trade settlement among Direct Participants of sales and other securities transactions in deposited securities, through electronic computerized book-entry transfers and pledges between Direct Participants' accounts. This eliminates the need for physical movement of securities certificates. Direct Participants include both U.S. and non-U.S. securities brokers and dealers, banks, trust companies, clearing corporations, and certain other organizations. DTC is a wholly-owned subsidiary of The Depository Trust & Clearing Corporation ("DTCC"). DTCC is the holding company for DTC, National Securities Clearing Corporation and Fixed Income Clearing Corporation all of which are registered clearing agencies. DTCC is owned by the users of its regulated subsidiaries. Access to the DTC system is also available to others such as both U.S. and non-U.S. securities brokers and dealers, banks, trust companies and clearing corporations that clear through or maintain a custodial relationship with a Direct Participant, either directly or indirectly ("Indirect Participants"). DTC has Standard & Poor's 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 and www.dtc.org.

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 ("Beneficial Owner") is in turn to be recorded on the Direct and Indirect Participants' records. Beneficial Owners will not receive written confirmations from DTC of their purchase. Beneficial Owners are, however, expected to receive written confirmation providing details of the transaction, as well as periodic statements of their holdings, from the Direct or Indirect Participant through which the Beneficial Owner entered into the transaction. Transfers of ownership interests in the Bonds are to be accomplished by entries made on the books of Direct and Indirect Participants acting on behalf of Beneficial Owners. Beneficial Owners will not receive certificates representing their ownership interests in 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 within an issue 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 MMI 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 and interest payments on, and redemption premium, if any, with respect to the Bonds will be made to Cede & Co., or such other nominee as may be requested by an authorized representative of DTC. DTC's practice is to credit Direct Participants' accounts upon DTC's receipt of funds and corresponding detail information from the State or the Paying Agent, on the 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 Paying Agent, or the State, subject to any statutory or regulatory requirements as may be in effect from time to time. Payment of principal and interest, and redemption premium, if any, to Cede & Co. (or such other nominee as may be requested by an authorized representative of DTC) is the responsibility of the State or the Paying Agent, disbursement of such payments to Direct Participants will be the responsibility of DTC, and disbursement of such payments to the Beneficial Owners will 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 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-only transfers through DTC (or a successor securities depository). In that event, bond certificates will be printed and delivered to DTC.

The information in this section concerning DTC and DTC's book-entry system has been provided by DTC. The State takes no responsibility for the accuracy thereof.

Nature of Obligation

Each Bond when duly issued and paid for will constitute a contract between the State and the owner thereof.

The State general obligation bond procedure act pursuant to which the Bonds are issued provides that the Bonds shall be general obligations of the State and that the full faith and credit of the State are pledged for the payment of the principal of and interest on said Bonds as the same become due. Such act further provides that, as part of the contract of the State with the owners of said Bonds, appropriation of all amounts necessary for the punctual payment of such principal and interest is made, and the Treasurer shall pay such principal and interest as the same become due.

The doctrine of governmental immunity (the right of a state not to be sued without its consent) applies to the State but legislation gives jurisdiction to the Connecticut courts to enter judgment against the State founded upon any express contract between the State and the purchasers and subsequent owners and transferees of bonds and notes issued by the State, including the Bonds, reserving to the State all legal defenses except governmental immunity.

In the opinion of Bond Counsel, the above provisions impose a clear legal duty on the Treasurer to pay principal of and interest on the Bonds when due and, in the event of failure by the State to make such payment when due, a bondowner may sue the Treasurer to compel such payment from any monies available.

For the payment of principal of or interest on the Bonds, the State, acting through the General Assembly, has the power to levy ad valorem taxes on all taxable property in the State without limitation as to rate or amount. The State does not presently levy such a tax.

The State has never defaulted in the punctual payment of principal or interest on any general obligation indebtedness and has never attempted to prevent or delay such required payments.

Sources and Uses of Bond Proceeds

Proceeds of the Bonds are to be applied as follows:

Sources:	<u>Series B</u> <u>Tax-Exempt</u>	<u>Series B</u> <u>Taxable</u>	<u>Series C</u> <u>Tax-Exempt</u>
Par Amount of Bonds.....	\$162,870,000.00	\$89,045,000.00	\$75,000,000.00
Net Original Issue Premium.....	21,897,374.85	513,240.00	0.00
Other Funds Available to State	<u>0.00</u>	<u>0.00</u>	<u>543,219.00</u>
Total Sources	<u>\$184,767,374.85</u>	<u>\$89,558,240.00</u>	<u>\$75,543,219.00</u>
Uses:			
Retirement of Bond Anticipation Notes.....	\$153,160,000.00	\$ 0.00	\$75,000,000.00
Other Monies Available to State	30,291,961.85 ¹	89,045,000.00	0.00
Costs of Issuance.....	398,562.00	247,904.00	183,534.00
Underwriters' Fee.....	<u>916,851.00</u>	<u>265,336.00</u>	<u>359,685.00</u>
Total Uses	<u>\$184,767,374.85</u>	<u>\$89,558,240.00</u>	<u>\$75,543,219.00</u>

¹ Includes capitalized interest, payment of costs of issuance and underwriters' fee on Series C Tax-Exempt Bonds and payment of certain costs of issuance and underwriters' fee on State's General Obligation Bonds (2011 Series A) – SIFMA Index Bonds.

LEGALITY FOR INVESTMENT

Under existing State law, the Bonds are legal investments for the State and for municipalities, regional school districts, fire districts, and any municipal corporation or authority authorized to issue bonds, notes or other obligations, State chartered or organized insurance companies, bank and trust companies, savings banks, savings and loan associations and credit unions, as well as executors, administrators, trustees and certain other fiduciaries. Subject to any contrary provisions in any agreement with noteholders or bondholders or other contract, the Bonds also are legal investments for virtually all public authorities in the State.

The Bonds may be accepted by the Comptroller as a substitution for amounts paid as retainage under any State contract or subcontract.

RATINGS

Moody's Investors Service ("Moody's"), Standard & Poor's Rating Services (a division of the McGraw-Hill Companies, Inc.) ("S&P") and Fitch Ratings ("Fitch") have assigned their municipal bond ratings of Aa2, AA and AA, respectively, to the Bonds. Moody's, S&P and Fitch have assigned a "stable" credit outlook on the State's general obligation debt.

The ratings assigned by Moody's and Fitch reflect their recalibration of U.S. public finance credit ratings to a single global scale rating system. Each such rating and credit outlook reflects only the views of the respective rating agency, and an explanation of the significance of such rating and credit outlook may be obtained from such rating agency. There is no assurance that such ratings will continue for any given period of time or that they will not be revised or withdrawn entirely by such rating agency if in the judgment of such rating agency circumstances so warrant. A downward revision or withdrawal of any such rating may have an adverse effect on the market prices of the Bonds.

TAX EXEMPTION OF THE SERIES B TAX-EXEMPT BONDS

Opinion of Bond Counsel and Tax Counsel - Federal Tax Exemption

In the opinion of Bond Counsel and Tax Counsel, under existing law, interest on the Series B Tax-Exempt Bonds is not included in gross income for federal income tax purposes and is not an item of tax preference for purposes of the federal alternative minimum tax; however, with respect to certain corporations (as defined for federal income tax purposes) subject to the federal alternative minimum tax, such interest is taken into account in computing the federal alternative minimum tax.

Bond Counsel's and Tax Counsel's opinions with respect to the Series B Tax-Exempt Bonds will be rendered in reliance upon and assuming the accuracy of and continuing compliance by the State with its representations and covenants relating to certain requirements of the Internal Revenue Code of 1986, as amended (the "Code"). The Code establishes certain requirements that must be met at and subsequent to the issuance of the Series B Tax-Exempt Bonds in order that interest on the Series B Tax-Exempt Bonds be and remain excluded from gross income of the owners thereof for federal income tax purposes. Failure to comply with the continuing requirements may cause interest on the Series B Tax-Exempt Bonds to be included in gross income for federal income tax purposes retroactively to the date of their issuance irrespective of the date on which such noncompliance occurs. In the Tax Compliance Agreement and the Tax Certificate, which will be delivered concurrently with the issuance of the Series B Tax-Exempt Bonds, the State will covenant to comply with certain provisions of the Code and will make certain representations designed to assure compliance with such requirements of the Code.

Pursuant to Section 3-20 of the General Statutes of the State, as amended, the State covenants that it will at all times comply with all requirements of the Code that must be satisfied subsequent to the issuance of the Series B Tax-Exempt Bonds to ensure that interest on the Series B Tax-Exempt Bonds will not be included in the gross income of the owners thereof for federal income tax purposes, including covenants regarding, among other matters, the use, expenditure and investment of the proceeds of the Series B Tax-Exempt Bonds and the timely payment to the United States of any arbitrage rebate amounts with respect to the Series B Tax-Exempt Bonds.

No other opinion is expressed by Bond Counsel or Tax Counsel regarding the federal tax consequences of the ownership of, or the receipt or accrual of interest on, the Series B Tax-Exempt Bonds.

Original Issue Discount

The initial public offering prices of the Series B Tax-Exempt Bonds of certain maturities (the "OID Series B Tax-Exempt Bonds") are less than their stated principal amounts. Under existing law, the difference between the stated principal amount and the initial offering price of each maturity of the OID Series B Tax-Exempt Bonds to the public (excluding bond houses and brokers) at which a substantial amount of such maturity of the OID Series B Tax-Exempt Bonds is sold will constitute original issue discount ("OID"). The offering prices relating to the yields set forth on the inside front cover page of this Official Statement for the OID Series B Tax-Exempt Bonds are expected to be the initial offering prices to the public at which a substantial amount of each maturity of the OID Series B Tax-Exempt Bonds are sold. Under existing law, OID on the Series B Tax-Exempt Bonds accrued and properly allocable to the owners thereof under the Code is not included in gross income for federal income tax purposes if interest on the Series B Tax-Exempt Bonds is not included in gross income for federal income tax purposes.

Under the Code, for purposes of determining an owner's adjusted basis in an OID Series B Tax-Exempt Bond, OID treated as having accrued while the owner holds the OID Series B Tax-Exempt Bond will be added to the owner's basis. OID will accrue on a constant-yield-to-maturity method based on regular compounding. The owner's adjusted basis will be used to determine taxable gain or loss upon the sale or other disposition (including redemption or payment at maturity) of an OID Series B Tax-Exempt Bond. For certain corporations (as defined for federal income tax purposes) a portion of the OID that accrues in each year to such an owner of an OID Series B Tax-Exempt Bond will be included in the calculation of the corporation's federal alternative minimum tax

liability. As a result, ownership of an OID Series B Tax-Exempt Bond by such a corporation may result in an alternative minimum tax liability even though such owner has not received a corresponding cash payment.

Prospective purchasers of OID Series B Tax-Exempt Bonds should consult their tax advisors regarding the calculation of accrued OID, the accrual of OID in the cases of owners of the OID Series B Tax-Exempt Bonds purchasing such Series B Tax-Exempt Bonds after the initial offering and sale, and the state and local tax consequences of owning or disposing of such OID Series B Tax-Exempt Bonds.

Original Issue Premium

The initial public offering prices of the Series B Tax-Exempt Bonds of certain maturities (the “OIP Series B Tax-Exempt Bonds”) are more than their stated principal amounts. An owner who purchases a Series B Tax-Exempt Bond at a premium to its principal amount must amortize bond premium as provided in applicable Treasury Regulations, and amortized premium reduces the owner’s basis in the Series B Tax-Exempt Bond for federal income tax purposes. Prospective purchasers of OIP Series B Tax-Exempt Bonds should consult their tax advisors regarding the amortization of premium and its effect upon basis.

Other Federal Tax Matters

In addition to the matters addressed above, prospective purchasers of the Series B Tax-Exempt Bonds should be aware that the ownership of tax-exempt obligations, such as the Series B Tax-Exempt Bonds, may result in collateral federal income tax consequences to certain taxpayers, including without limitation, taxpayers eligible for the earned income credit, certain S corporations and recipients of Social Security and certain Railroad Retirement benefits, taxpayers that may be deemed to have incurred or continued indebtedness to purchase or carry tax-exempt obligations, financial institutions, certain insurance companies, certain S corporations and foreign corporations subject to the branch profits tax. Prospective purchasers of the Series B Tax-Exempt Bonds should consult their tax advisors regarding the applicability and impact of such consequences. Prospective purchasers of the Series B Tax-Exempt Bonds may also wish to consult with their tax advisors with respect to the need to furnish certain taxpayer information in order to avoid backup withholding.

Legislation affecting the exclusion from gross income of interest on bonds is regularly under consideration by the United States Congress. No assurance can be given that legislation enacted or proposed after the date of issuance of the Series B Tax-Exempt Bonds will not have an adverse effect on the tax-exempt status or the market price of the Series B Tax-Exempt Bonds.

State Taxes

In the opinion of Bond Counsel and Tax Counsel, under existing statutes, interest on the Series B Tax-Exempt Bonds is excluded from Connecticut taxable income for purposes of the Connecticut income tax on individuals, trusts and estates and is excluded from amounts on which the net Connecticut minimum tax is based in the case of individuals, trusts and estates required to pay the federal alternative minimum tax.

Interest on the Series B Tax-Exempt Bonds is included in gross income for purposes of the Connecticut corporation business tax.

Accrued original issue discount on a Series B Tax-Exempt Bond is also excluded from Connecticut taxable income for purposes of the Connecticut income tax on individuals, trusts and estates and is excluded from amounts on which the net Connecticut minimum tax is based in the case of individuals, trusts and estates required to pay the federal alternative minimum tax.

Owners of OID Series B Tax-Exempt Bonds or OIP Series B Tax-Exempt Bonds should consult their tax advisors with respect to the determination for state and local income tax purposes of original issue discount or original issue premium accrued upon sale or redemption thereof, and with respect to the state and local tax consequences of owning or disposing of OID Series B Tax-Exempt Bonds or OIP Series B Tax-Exempt Bonds.

Owners of the Series B Tax-Exempt Bonds should consult their tax advisors with respect to other applicable state and local tax consequences of ownership of the Series B Tax-Exempt Bonds and the disposition thereof.

General

The opinions of Bond Counsel and Tax Counsel are rendered as of their date and Bond Counsel and Tax Counsel assume no obligation to update or supplement their opinions to reflect any facts or circumstances that may come to their attention or any changes in law or the interpretation thereof that may occur after the date of their opinions.

The discussion above does not purport to address all aspects of federal, state or local taxation that may be relevant to a particular owner of a Series B Tax-Exempt Bond. Prospective owners of the Series B Tax-Exempt Bonds, particularly those who may be subject to special rules, are advised to consult their tax advisors regarding the federal, state and local tax consequences of owning and disposing of the Series B Tax-Exempt Bonds.

TAX STATUS OF THE SERIES B TAXABLE BONDS

Circular 230 Disclosure and Disclaimer Regarding Federal Tax Discussion

Pursuant to federal regulations governing practice before the Internal Revenue Service (Circular 230), prospective owners of the Series B Taxable Bonds are hereby notified that any discussion of United States federal tax issues contained in this Official Statement (i) is written in connection with the promotion or marketing of the Series B Taxable Bonds and the transactions or matters addressed herein, and (ii) is not intended or written to be used, and cannot be used, by any taxpayer for the purpose of avoiding penalties that may be imposed under the Code. Each taxpayer should seek advice from an independent tax advisor based on the taxpayer's particular circumstances.

Federal Income Taxes

In the opinion of Bond Counsel and Tax Counsel, under existing law, interest on the Series B Taxable Bonds is included in gross income for federal income tax purposes pursuant to the Code.

United States Tax Consequences

The following is a summary of certain United States federal income tax consequences resulting from the beneficial ownership of the Series B Taxable Bonds by certain persons. This summary does not consider all possible federal income tax consequences of the purchase, ownership, or disposition of the Series B Taxable Bonds and is not intended to reflect the individual tax position of any beneficial owner. Moreover, except as expressly indicated, this summary is limited to those persons who purchase a Series B Taxable Bond at its issue price, which is the first price at which a substantial amount of the Series B Taxable Bonds is sold to the public, and who hold Series B Taxable Bonds as “capital assets” within the meaning of the Code (generally, property held for investment). This summary does not address beneficial owners that may be subject to special tax rules, such as banks, insurance companies, dealers in securities or currencies, purchasers that hold Series B Taxable Bonds as a hedge against currency risks or as part of a straddle with other investments or as part of a “synthetic security” or other integrated investment (including a “conversion transaction”) comprising a bond and one or more other investments, or United States Holders (as defined below) that have a “functional currency” other than the United States dollar (Special Taxpayers). This summary is applicable only to a person (United States Holder) who or which is the beneficial owner of Series B Taxable Bonds and is (a) an individual citizen or resident of the United States, (b) a corporation or partnership or other entity created or organized under the laws of the United States or any State (including the District of Columbia), or (c) a person otherwise subject to federal income taxation on its worldwide income. This summary is based on the United States tax laws and regulations currently in effect and as currently interpreted and does not take into account possible changes in the tax laws or interpretations thereof any

of which may be applied retroactively. Except as provided below, it does not discuss the tax laws of any state, local, or foreign governments.

United States Holders

Payments of Stated Interest. In general, for a beneficial owner who or which is a United States Holder, interest on a Series B Taxable Bond will be taxable as ordinary income at the time it is received or accrued, depending on the beneficial owner's method of accounting for tax purposes.

Series B Taxable Bonds Purchased at Original Issue Discount. The initial public offering price of certain maturities of the Series B Taxable Bonds may be less than the principal amount payable on such Series B Taxable Bonds at maturity. Under Section 1273 of the Code, the excess of the principal amount payable at maturity over the initial public offering price at which a substantial amount of these Series B Taxable Bonds are sold constitutes original issue discount unless the amount of such excess is less than a specified de minimis amount (generally equal to 0.25% of the stated redemption price at maturity multiplied by the number of complete years to maturity) in which case the original issue discount shall be treated as zero. The prices set forth on the inside cover page of the Official Statement may or may not reflect the prices at which a substantial amount of the Series B Taxable Bonds were ultimately sold to the public. A United States Holder of a Series B Taxable Bond having a maturity more than one year from its date of issue must include in federal gross income (for each day of the taxable year, or portion of the taxable year, in which such holder holds such Series B Taxable Bond) the daily portion of original issue discount, as it accrues (generally on a constant yield method) and regardless of the holder's method of accounting. A United States Holder may irrevocably elect to include in gross income all interest that accrues on a Series B Taxable Bond using the constant-yield method, subject to certain modifications.

Series B Taxable Bonds Purchased at Original Issue Premium. The initial public offering price of certain maturities of the Series B Taxable Bonds may be greater than the principal amount payable on such Series B Taxable Bonds at maturity. The excess of the initial public offering price at which a substantial amount of these Series B Taxable Bonds are sold over the principal amount payable at maturity constitutes original issue premium. The prices set forth on the inside cover page of this Official Statement may or may not reflect the prices at which a substantial amount of the Series B Taxable Bonds were ultimately sold to the public. Under Section 171 of the Code, a holder of a Series B Taxable Bond may elect to treat such excess as "amortizable bond premium", in which case the amount of interest required to be included in the taxpayer's income each year with respect to interest on the Series B Taxable Bond will be reduced by the amount of amortizable bond premium allocable (based on the Series B Taxable Bond's yield to maturity) to that year. If such an election is made, the amount of each reduction in interest income will result in a corresponding reduction in the taxpayer's tax basis in the Series B Taxable Bond. Any election to amortize bond premium is applicable to all taxable debt instruments held by the taxpayer at the beginning of the first taxable year to which the election applies or thereafter acquired by the taxpayer and may not be revoked without the consent of the Internal Revenue Service ("IRS").

Series B Taxable Bonds Purchased at a Market Discount. A Series B Taxable Bond will be treated as acquired at a market discount (market discount bond) if the amount for which a United States Holder purchased the Series B Taxable Bond is less than the Series B Taxable Bond's adjusted issue price, unless such difference is less than a specified de minimis amount. In general, any payment of principal or any gain recognized on the maturity or disposition of a market discount bond will be treated as ordinary income to the extent that such gain does not exceed the accrued market discount on the Series B Taxable Bond. Alternatively, a United States Holder of a market discount bond may elect to include market discount in income currently over the life of the market discount bond. That election applies to all debt instruments with market discount acquired by the electing United States Holder on or after the first day of the first taxable year to which the election applies and may not be revoked without the consent of the IRS. If an election is made to include market discount in income currently, the tax basis of the Series B Taxable Bond in the hands of the United States Holder will be increased by the market discount thereon as such discount is included in income.

Market discount generally accrues on a straight-line basis unless the United States Holder elected to accrue such discount on a constant yield-to-maturity basis. That election is applicable only to the market discount

bond with respect to which it is made and is irrevocable. A United States Holder of a market discount bond that does not elect to include market discount in income currently generally will be required to defer deductions for interest on borrowings allocable to the Series B Taxable Bond in an amount not exceeding the accrued market discount on such Series B Taxable Bond until maturity or disposition of the Series B Taxable Bond.

Purchase, Sale, Exchange, and Retirement of Series B Taxable Bonds. A United States Holder's tax basis in a Series B Taxable Bond generally will equal its cost, increased by any market discount and original issue discount included in the United States Holder's income with respect to the Series B Taxable Bond, and reduced by the amount of any amortizable bond premium applied to reduce interest on the Series B Taxable Bond. A United States Holder generally will recognize gain or loss on the sale, exchange, or retirement of a Series B Taxable Bond equal to the difference between the amount realized on the sale or retirement (not including any amount attributable to accrued but unpaid interest) and the United States Holder's tax adjusted basis in the Series B Taxable Bond. Except to the extent described above under *Series B Taxable Bonds Purchased at a Market Discount*, gain or loss recognized on the sale, exchange or retirement of a Series B Taxable Bond will be capital gain or loss and will be long-term capital gain or loss if the Series B Taxable Bond was held for more than one year.

Backup Withholding. United States Holders may be subject to backup withholding on payments of interest and, in some cases, disposition proceeds of the Series B Taxable Bonds, if they fail to provide an accurate Form W-9, "Request for Taxpayer Identification Number and Certification," or a valid substitute form, or have been notified by the IRS of a failure to report all interest and dividends, or otherwise fail to comply with the applicable requirements of backup withholding rules. Backup withholding is not an additional tax. Any amounts withheld under the backup withholding rules will be allowed as a credit against the United States Holder's United States federal income tax liability (or refund) provided the required information is timely furnished to the IRS. Prospective United States Holders should consult their tax advisors concerning the application of backup withholding rules.

Information Reporting

In general, information reporting requirements will apply with respect to payments to a United States Holder of principal and interest (and with respect to annual accruals of original issue discount) on the Series B Taxable Bonds, and with respect to payments to a United States Holder of any proceeds from a disposition of the Series B Taxable Bonds. This information reporting obligation, however, does not apply with respect to certain United States Holders including corporations, tax-exempt organizations, qualified pension and profit sharing trusts, and individual retirement accounts. In the event that a United States Holder subject to the reporting requirements described above fails to supply its correct taxpayer identification number in the manner required by applicable law or is notified by the IRS that it has failed properly to report payments of interest and dividends, a backup withholding tax (currently at a rate of 28%) generally will be imposed on the amount of any interest and principal and the amount of any sales proceeds received by the United States Holder on or with respect to the Series B Taxable Bonds.

Any payments of interest and original issue discount on the Series B Taxable Bonds to a Non-United States Holder generally will be reported to the IRS and to the Non-United States Holder, whether or not such interest or original issue discount is exempt from United States withholding tax pursuant to a tax treaty or the portfolio interest exemption. Copies of these information returns also may be made available under the provisions of a specific treaty or agreement to the tax authorities of the country in which the payee resides.

Information reporting requirements will apply to a payment of the proceeds of the disposition of a Series B Taxable Bond by or through (a) a foreign office of a custodian, nominee, other agent, or broker that is a United States person, (b) a foreign custodian, nominee, other agent, or broker that derives 50% or more of its gross income for certain periods from the conduct of a trade or business in the United States, (c) a foreign custodian, nominee, other agent, or broker that is a controlled foreign corporation for United States federal income tax purposes, or (d) a foreign partnership if at any time during its tax year one or more of its partners are United States persons who, in the aggregate, hold more than 50% of the income or capital interest of the partnership or if, at any

time during its taxable year, the partnership is engaged in the conduct of a trade or business within the United States, unless the custodian, nominee, other agent, broker, or foreign partnership has documentary evidence in its records that the beneficial owner is not a United States person and certain other conditions are met, or the beneficial owner otherwise establishes an exemption.

The federal income tax discussion set forth above is included for general information only and may not be applicable depending upon a beneficial owner's particular situation. Beneficial owners should consult their tax advisors with respect to the tax consequences to them of the purchase, ownership, and disposition of the Series B Taxable Bonds, including the tax consequences under state, local, foreign, and other tax laws and the possible effects of changes in federal or other tax laws.

State Taxes

In the opinion of Bond Counsel and Tax Counsel, under existing statutes, interest on the Series B Taxable Bonds is excluded from Connecticut taxable income for purposes of the Connecticut income tax on individuals, trusts and estates and is excluded from amounts on which the net Connecticut minimum tax is based in the case of individuals, trusts and estates required to pay the federal alternative minimum tax.

Interest on the Series B Taxable Bonds is included in gross income for purposes of the Connecticut corporation business tax.

Owners of the Series B Taxable Bonds should consult their tax advisors with respect to other applicable state and local tax consequences of ownership of the Series B Taxable Bonds and the disposition thereof, including the extent to which gains and losses from the sale or exchange of Series B Taxable Bonds held as capital assets reduce and increase, respectively, amounts taken into account in computing the Connecticut income tax on individuals, trusts and estates and the net Connecticut minimum tax on such taxpayers who are also required to pay the federal alternative minimum tax.

General

The opinions of Bond Counsel and Tax Counsel are rendered as of their date and Bond Counsel and Tax Counsel assume no obligation to update or supplement their opinions to reflect any facts or circumstances that may come to their attention or any changes in law or the interpretation thereof that may occur after the date of their opinions. The discussion above does not purport to address all aspects of federal, state or local taxation that may be relevant to a particular owner of a Series B Taxable Bond. Prospective owners of the Series B Taxable Bonds, particularly those who may be subject to special rules, are advised to consult their tax advisors regarding the federal, state and local tax consequences of owning and disposing of the Series B Taxable Bonds.

TAX EXEMPTION OF THE SERIES C TAX-EXEMPT BONDS

Opinion of Bond Counsel and Tax Counsel - Federal Tax Exemption

In the opinion of Bond Counsel and Tax Counsel, under existing law, interest on the Series C Tax-Exempt Bonds is not included in gross income for federal income tax purposes and is not an item of tax preference for purposes of the federal alternative minimum tax; however, with respect to certain corporations (as defined for federal income tax purposes) subject to the federal alternative minimum tax, such interest is taken into account in computing the federal alternative minimum tax.

Bond Counsel's and Tax Counsel's opinions with respect to the Series C Tax-Exempt Bonds will be rendered in reliance upon and assuming the accuracy of and continuing compliance by the State with its representations and covenants relating to certain requirements of the Internal Revenue Code of 1986, as amended (the "Code"). The Code establishes certain requirements that must be met at and subsequent to the issuance of the Series C Tax-Exempt Bonds in order that interest on the Series C Tax-Exempt Bonds be and remain excluded from gross income of the owners thereof for federal income tax purposes. Failure to comply with the continuing

requirements may cause interest on the Series C Tax-Exempt Bonds to be included in gross income for federal income tax purposes retroactively to the date of their issuance irrespective of the date on which such noncompliance occurs. In the Tax Compliance Agreement and the Tax Certificate, which will be delivered concurrently with the issuance of the Series C Tax-Exempt Bonds, the State will covenant to comply with certain provisions of the Code and will make certain representations designed to assure compliance with such requirements of the Code.

Pursuant to Section 3-20 of the General Statutes of the State, as amended, the State covenants that it will at all times comply with all requirements of the Code that must be satisfied subsequent to the issuance of the Series C Tax-Exempt Bonds to ensure that interest on the Series C Tax-Exempt Bonds will not be included in the gross income of the owners thereof for federal income tax purposes, including covenants regarding, among other matters, the use, expenditure and investment of the proceeds of the Series C Tax-Exempt Bonds and the timely payment to the United States of any arbitrage rebate amounts with respect to the Series C Tax-Exempt Bonds.

No other opinion is expressed by Bond Counsel or Tax Counsel regarding the federal tax consequences of the ownership of, or the receipt or accrual of interest on, the Series C Tax-Exempt Bonds.

Other Federal Tax Matters

In addition to the matters addressed above, prospective purchasers of the Series C Tax-Exempt Bonds should be aware that the ownership of tax-exempt obligations, such as the Series C Tax-Exempt Bonds, may result in collateral federal income tax consequences to certain taxpayers, including without limitation, taxpayers eligible for the earned income credit, certain S corporations and recipients of Social Security and certain Railroad Retirement benefits, taxpayers that may be deemed to have incurred or continued indebtedness to purchase or carry tax-exempt obligations, financial institutions, certain insurance companies, certain S corporations and foreign corporations subject to the branch profits tax. Prospective purchasers of the Series C Tax-Exempt Bonds should consult their tax advisors regarding the applicability and impact of such consequences. Prospective purchasers of the Series C Tax-Exempt Bonds may also wish to consult with their tax advisors with respect to the need to furnish certain taxpayer information in order to avoid backup withholding.

Legislation affecting the exclusion from gross income of interest on bonds is regularly under consideration by the United States Congress. No assurance can be given that legislation enacted or proposed after the date of issuance of the Series C Tax-Exempt Bonds will not have an adverse effect on the tax-exempt status or the market price of the Series C Tax-Exempt Bonds.

State Taxes

In the opinion of Bond Counsel and Tax Counsel, under existing statutes, interest on the Series C Tax-Exempt Bonds is excluded from Connecticut taxable income for purposes of the Connecticut income tax on individuals, trusts and estates and is excluded from amounts on which the net Connecticut minimum tax is based in the case of individuals, trusts and estates required to pay the federal alternative minimum tax.

Interest on the Series C Tax-Exempt Bonds is included in gross income for purposes of the Connecticut corporation business tax.

Owners of the Series C Tax-Exempt Bonds should consult their tax advisors with respect to other applicable state and local tax consequences of ownership of the Series C Tax-Exempt Bonds and the disposition thereof.

General

The opinions of Bond Counsel and Tax Counsel are rendered as of their date and Bond Counsel and Tax Counsel assume no obligation to update or supplement their opinions to reflect any facts or circumstances that may come to their attention or any changes in law or the interpretation thereof that may occur after the date of their opinions.

The discussion above does not purport to address all aspects of federal, state or local taxation that may be relevant to a particular owner of a Series C Tax-Exempt Bond. Prospective owners of the Series C Tax-Exempt Bonds, particularly those who may be subject to special rules, are advised to consult their tax advisors regarding the federal, state and local tax consequences of owning and disposing of the Series C Tax-Exempt Bonds.

CONTINUING DISCLOSURE AGREEMENT

The General Statutes of Connecticut give the State the specific authority to enter into continuing disclosure agreements in accordance with the requirements of Securities and Exchange Commission Rule 15c2-12 (the “Rule”).

The State has never defaulted in its obligation to provide annual financial information pursuant to a continuing disclosure agreement executed by the State in connection with the sale of any other general obligation bonds, except for (i) a failure to make a timely provision to the nationally recognized municipal securities information repositories (the “NRMSIRs”) by February 28, 2006 of audits of its financial statements and certain operating data comparing operating results and unreserved fund balances on a budgetary and GAAP basis for the fiscal year ending June 30, 2005, and (ii) failure to make a timely provision to the NRMSIRs by February 28, 2007 of the audit of its financial statements on a GAAP basis for the fiscal year ending June 30, 2006, as required under the State’s various continuing disclosure agreements in connection with certain of its prior bond issues. The State experienced delays in completing its financial statements due to implementation of a new financial management software system, which resulted in delays in completing its audits, as explained in **Part III** to this Official Statement. On or prior to February 28, 2006, the State filed with the NRMSIRs the preliminary estimated financial statements, which had not been audited but which the State believed to be accurate in all material respects, and certain operating data, in each case for the fiscal year ending June 30, 2005. Thereafter the State filed with the NRMSIRs its audited financial statements on a GAAP basis for the fiscal year ending June 30, 2005 promptly after they became available. On February 28, 2007, the State filed certain operating data, audited budgetary basis financial statements and unaudited GAAP basis financial statements, each for the fiscal year ending June 30, 2006. On May 4, 2007, the State filed its audited financial statements on a GAAP basis for the fiscal year ending June 30, 2006. The State complied with its annual information filing requirements for the fiscal years ended June 30, 2007, June 30, 2008, June 30, 2009 and June 30, 2010.

The State will enter into a Continuing Disclosure Agreement with respect to the Bonds for the benefit of the beneficial owners of the Bonds, substantially in the form attached as **Appendix I-C** to this Official Statement (the “Continuing Disclosure Agreement”), pursuant to which the State will agree to provide or cause to be provided, in accordance with the requirements of the Rule: (i) certain annual financial information and operating data, (ii) in a timely manner not in excess of ten business days after the occurrence of the event, notice of the occurrence of certain events with respect to the Bonds, and (iii) timely notice of a failure by the State to provide the required annual financial information on or before the date specified in the Continuing Disclosure Agreement. The Underwriters’ obligation to purchase the Bonds shall be conditioned upon their receiving, at or prior to the delivery of the Bonds, an executed copy of the Continuing Disclosure Agreement.

DOCUMENTS ACCOMPANYING DELIVERY OF THE BONDS

State Treasurer’s Certificate

Upon delivery of the Bonds, the State shall furnish a certificate of the Treasurer, dated the date of delivery of the Bonds, stating that the Official Statement, as of its date, did not contain any untrue statement of a material

fact or omit to state any material fact necessary to make the statements therein, in light of the circumstances under which they were made, not misleading and that there has been no material adverse change (other than in the ordinary course of the operations of the State) in the financial condition of the State from that set forth in or contemplated by the Official Statement. In providing such certificate, the Treasurer will state that she has not undertaken independently to verify information obtained or derived from various publications of agencies of the Federal government and presented in **Appendix III-B** to this Official Statement under the caption **STATE ECONOMY**.

Absence of Litigation

Upon delivery of the Bonds, the State shall furnish a certificate of the Attorney General of the State, dated the date of delivery of the Bonds, to the effect that there is no controversy or litigation of any nature pending or threatened to restrain or enjoin the issuance, sale, execution or delivery of the Bonds, or in any way contesting or affecting the validity of the Bonds or any of the proceedings taken with respect to the issuance and sale thereof or the application of monies to the payment of the Bonds. In addition, such certificate shall state that, except as disclosed in this Official Statement, there is no controversy or litigation of any nature now pending by or against the State which, in the opinion of the Attorney General, will be finally determined so as to result individually or in the aggregate in a final judgment against the State which would materially adversely affect its financial condition or the power of the State to levy, collect and enforce the collection of taxes or other revenues for the payment of its bonds.

Approving Opinions of Bond Counsel and Opinions of Disclosure Counsel, Tax Counsel and Underwriters' Counsel

The State Treasurer, with the approval of the Attorney General of the State of Connecticut, has appointed the following firms to serve as Bond Counsel with respect to the Series B Tax-Exempt Bonds, and delivery of the Series B Tax-Exempt Bonds will be subject to the approving opinions of Bond Counsel as follows:

- (a) Robinson & Cole LLP with respect to the \$6,925,000 General Obligation Bonds (2011 Series B-1);
- (b) Shipman & Goodwin LLP with respect to the \$106,235,000 General Obligation Bonds (2011 Series B-2);
- (c) Squire, Sanders & Dempsey (US) LLP with respect to the \$40,000,000 General Obligation Bonds (2011 Series B-3);
- (d) Robinson & Cole LLP with respect to the \$2,210,000 General Obligation Bonds (2011 Series B-4);
- (e) Shipman & Goodwin LLP with respect to the \$7,500,000 General Obligation Bonds (2011 Series B-5).

The State Treasurer, with the approval of the Attorney General of the State of Connecticut, has appointed the following firms to serve as Bond Counsel with respect to the Series B Taxable Bonds, and delivery of the Series B Taxable Bonds will be subject to the approving opinion of Bond Counsel as follows:

- (a) Day Pitney LLP with respect to the \$13,245,000 Taxable General Obligation Bonds (2011 Series B-1);
- (b) Pullman & Comley, LLC with respect to the \$75,800,000 Taxable General Obligation Bonds (2011 Series B-2).

The State Treasurer, with the approval of the Attorney General of the State of Connecticut, has appointed the following firms to serve as Bond Counsel with respect to the Series C Tax-Exempt Bonds, and delivery of the Series C Tax-Exempt Bonds will be subject to the approving opinions of Bond Counsel as follows:

- (a) Lewis & Munday, A Professional Corporation with respect to the \$13,095,000 General Obligation Bonds (2011 Series C-1) – SIFMA Index Bonds;

- (b) Robinson & Cole LLP with respect to the \$61,905,000 General Obligation Bonds (2011 Series C-2) – SIFMA Index Bonds.

The opinion of each Bond Counsel with respect to the series of the Bonds indicated above will be substantially in the form included as **Appendix I-B** to this Official Statement. Certain Bond Counsel have served as underwriters' counsel in connection with other State bond issues.

Certain legal matters will be passed upon for the State by its Disclosure Counsel, Day Pitney LLP of Hartford, Connecticut. In addition, the firms of Finn Dixon & Herling LLP of Stamford, Connecticut and Soeder & Associates LLC of Hartford, Connecticut, serve as Co-Disclosure Counsel.

Certain legal matters with respect to the Bonds will be passed upon for the State by its Tax Counsel, Robinson & Cole LLP of Hartford, Connecticut. In addition, the firms of Finn Dixon & Herling LLP and Soeder & Associates LLC serve as Co-Tax Counsel.

Certain legal matters will be passed upon for the Underwriters by their co-counsel, Orrick, Herrington & Sutcliffe LLP of Washington, DC, and Gonzalez Saggio & Harlan LLP of Stamford, Connecticut.

FINANCIAL ADVISOR

The State has appointed P.G. Corbin & Company, Inc. and Acacia Financial Group to serve as co-financial advisors to assist the State in the issuance of the Bonds.

UNDERWRITING

The aggregate initial offering price of the Series B Tax-Exempt Bonds to the public is \$184,767,374.85 plus accrued interest, if any. The Underwriters have jointly and severally agreed, subject to certain conditions precedent to closing, to purchase the Series B Tax-Exempt Bonds from the State at an aggregate purchase price of \$183,850,523.85, representing an underwriters' discount of \$916,851.00. The Underwriters will be obligated to purchase all the Series B Tax-Exempt Bonds, if any such Series B Tax-Exempt Bonds are purchased. The Series B Tax-Exempt Bonds may be offered and sold to certain dealers (including unit investment trusts and other affiliated portfolios of certain underwriters and other dealers depositing the Series B Tax-Exempt Bonds into investment trusts) at prices lower than such initial public offering prices, and such initial public offering prices may be changed, from time to time, by the Underwriters.

The aggregate initial offering price of the Series B Taxable Bonds to the public is \$89,558,240.00 plus accrued interest, if any. The Underwriters have jointly and severally agreed, subject to certain conditions precedent to closing, to purchase the Series B Taxable Bonds from the State at an aggregate purchase price of \$89,292,904.00, representing an underwriters' discount of \$265,336.00. The Underwriters will be obligated to purchase all the Series B Taxable Bonds, if any such Series B Taxable Bonds are purchased. The Series B Taxable Bonds may be offered and sold to certain dealers (including unit investment trusts and other affiliated portfolios of certain underwriters and other dealers depositing the Series B Taxable Bonds into investment trusts) at prices lower than such initial public offering prices, and such initial public offering prices may be changed, from time to time, by the Underwriters.

The aggregate initial offering price of the Series C Tax-Exempt Bonds to the public is \$75,000,000.00 plus accrued interest, if any. The Underwriters have jointly and severally agreed, subject to certain conditions precedent to closing, to purchase the Series C Tax-Exempt Bonds from the State at an aggregate purchase price of \$75,000,000.00. In lieu of an underwriters' discount, the State will pay the Underwriters a fee of \$359,685.00. The Underwriters will be obligated to purchase all the Series C Tax-Exempt Bonds, if any such Series C Tax-Exempt Bonds are purchased. The Series C Tax-Exempt Bonds may be offered and sold to certain dealers (including unit investment trusts and other affiliated portfolios of certain underwriters and other dealers depositing the Series C Tax-Exempt Bonds into investment trusts) at prices lower than such initial public offering prices, and such initial public offering prices may be changed, from time to time, by the Underwriters.

Morgan Stanley and Citigroup Inc., the respective parent companies of Morgan Stanley & Co. Incorporated and Citigroup Global Markets Inc., each an underwriter of the Bonds, have entered into a retail brokerage joint venture. As part of the joint venture each of Morgan Stanley & Co. Incorporated and Citigroup Global Markets Inc. will distribute municipal securities to retail investors through the financial advisor network of a new broker-dealer, Morgan Stanley Smith Barney LLC. This distribution arrangement became effective on June 1, 2009. As part of this arrangement, each of Morgan Stanley & Co. Incorporated and Citigroup Global Markets Inc. will compensate Morgan Stanley Smith Barney LLC for its selling efforts in connection with their respective allocations of Bonds.

ADDITIONAL INFORMATION

It is the present policy of the State to make available, upon request to the Office of the State Treasurer, copies of this Official Statement or parts hereof and subsequent official statements or parts thereof relating to the issuance of its general obligation bonds.

Additional information may be obtained upon request to the Office of the State Treasurer, Denise L. Nappier, Attn: Sarah K. Sanders, Assistant Treasurer for Debt Management, 55 Elm Street, Hartford, Connecticut 06106, (860) 702-3288.

STATE OF CONNECTICUT

Dated at Hartford, Connecticut
this 18th day of May, 2011

/s/ Denise L. Nappier
Denise L. Nappier
State Treasurer

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TABLE OF STATUTORY AUTHORIZATIONS FOR SERIES B TAX-EXEMPT BONDS

Each series of Series B Tax-Exempt Bonds includes the following authorizations, which have been consolidated for purposes of sale:

A.	\$ 6,925,000	General Obligation Bonds (2011 Series B-1)
1.	\$ 6,675,000	General State Purposes Bonds (2001 Act, Sections 2(a) through 2(h) and 2(k) through 2(n), Series K) authorized by Sections 2(a) through 2(h) and 2(k) through 2(n) of Special Act No. 01-2 of the General Assembly of the State of Connecticut, June 2001 Special Session, as amended.
2.	\$ 250,000	General State Purposes Bonds (2002 Act, Sections 17(a) through 17(d) and 17(g), 17(h) and 17(j), Series D) authorized by Sections 17(a) through 17(d) and 17(g), 17(h) and 17(j) of Special Act No. 02-1 of the General Assembly of the State of Connecticut, May 2002 Special Session, as amended.
B.	\$ 106,235,000	General Obligation Bonds (2011 Series B-2)
1.	\$ 1,748,273	General State Purposes Bonds (2001 Special Session Act, Section 2(i), Series H) authorized by Section 2(i) of Special Act No. 01-2 of the General Assembly of the State of Connecticut, June 2001 Special Session, as amended.
2.	\$ 782,000	General State Purposes Bonds (2001 Special Session Act, Section 2(j), Series I) authorized by Section 2(j) of Special Act No. 01-2 of the General Assembly of the State of Connecticut, June 2001 Special Session, as amended.
3.	\$ 20,000,000	General State Purposes Bonds (2002 Special Session Act, Section 17(e), Series E) authorized by Section 17(e) of Special Act No. 02-1 of the General Assembly of the State of Connecticut, May 2002 Special Session, as amended.
4.	\$ 373,190	General State Purposes Bonds (2001 Special Session Act, Section 17(f), Series E) authorized by Section 17(f) of Special Act No. 01-2 of the General Assembly of the State of Connecticut, June 2001 Special Session, as amended.
5.	\$ 3,523,283	General State Purposes Bonds (2004 Act, Section 2(b), Series F) authorized by Section 2(b) of Public Act No. 04-3 of the General Assembly of the State of Connecticut, February 2004 Session, as amended.
6.	\$ 37,660,000	General State Purposes Bonds (2007 Special Session Act, Section 105, Series B) authorized by Section 105 of Public Act No. 07-7 of the General Assembly of the State of Connecticut, June 2007 Special Session, as amended.

- 7. \$ 751,392 General State Purposes Bonds (2005 Special Session Act, Section 21(j), Series E) authorized by Section 21(j) of Special Act No. 05-1 of the General Assembly of the State of Connecticut, June 2005 Special Session, as amended.
- 8. \$ 3,201,473 General State Purposes Bonds (2007 Special Session Act, Section 2(s), Series C) authorized by Section 2(s) of Public Act No. 07-7 of the General Assembly of the State of Connecticut, June 2007 Special Session, as amended.
- 9. \$ 38,195,389 General State Purposes Bonds (2007 Special Session Act, Section 2(t), Series C) authorized by Section 2(t) of Public Act No. 07-7 of the General Assembly of the State of Connecticut, June 2007 Special Session, as amended.
- C. \$ 40,000,000 General Obligation Bonds (2011 Series B-3)
 - 1. \$ 30,000,000 Local Capital Improvement Fund Bonds (1987 Act, Sections 11 through 14, Series VV) authorized by Sections 11 through 14 of Public Act No. 87-584 of the General Assembly of the State of Connecticut, January 1987 Session, as amended.
 - 2. \$ 10,000,000 General State Purposes Bonds (2007 Special Session Act, Section 100, Series C) authorized by Section 100 of Public Act No. 07-7 of the General Assembly of the State of Connecticut, June 2007 Special Session, as amended.
- D. \$ 2,210,000 General Obligation Bonds (2011 Series B-4)
 - 1. \$ 2,210,000 General State Purposes Bonds (2009 Act, Sections 26 through 32, Series A) authorized by Sections 26 through 32 of Public Act No. 09-2 of the General Assembly of the State of Connecticut, September 2009 Special Session, as amended.
- E. \$ 7,500,000 General Obligation Bonds (2011 Series B-5)
 - 1. \$ 4,785,113 General State Purposes Bonds (2007 Special Session Act, Section 2(s), Series D) authorized by Section 2(s) of Public Act No. 07-7 of the General Assembly of the State of Connecticut, June 2007 Special Session, as amended.
 - 2. \$ 214,887 General State Purposes Bonds (2007 Special Session Act, Section 2(t), Series D) authorized by Section 2(t) of Public Act No. 07-7 of the General Assembly of the State of Connecticut, June 2007 Special Session, as amended.
 - 3. \$ 2,500,000 General State Purposes Bonds (2009 Act, Sections 27(a) through 27(e), Series A) authorized by Sections 27(a) through 27(e) of Public Act No. 09-2 of the General Assembly of the State of Connecticut, September 2009 Special Session, as amended.

TABLE OF STATUTORY AUTHORIZATIONS FOR SERIES B TAXABLE BONDS

Each series of Series B Taxable Bonds includes the following authorizations, which have been consolidated for purposes of sale:

- A. \$ 13,245,000 Taxable General Obligation Bonds (2011 Series B-1)
 - 1. \$ 159,200 Housing Development and Rehabilitation Bonds (1999 Act, Sections 27 to 30, Series D) authorized by Sections 27 through 30 of Public Act No. 99-242 of the General Assembly of the State of Connecticut, January 1999 Session, as amended.
 - 2. \$ 100,000 Housing Development and Rehabilitation Bonds (2001 Special Session Act, Sections 23 to 26, Series D) authorized by Sections 23 through 26 of Special Act No. 01-2 of the General Assembly of the State of Connecticut, June 2001 Special Session, as amended.
 - 3. \$ 966,144 Housing Development and Rehabilitation Bonds (2004 Special Session Act, Sections 8 through 11, Series E) authorized by Sections 8 through 11 of Special Act No. 04-2 of the General Assembly of the State of Connecticut, May 2004 Special Session, as amended.
 - 4. \$ 12,015,249 General State Purposes Bonds (June 2005 Special Session Act, Sections 27 to 30, Series A) authorized by Sections 27 to 30 of Special Act No. 05-1 of the General Assembly of the State of Connecticut, June 2005 Special Session, as amended.
 - 5. \$ 4,407 Housing Development and Rehabilitation Bonds (June 2007 Special Session Act, Sections 8 to 11, Series B) authorized by Sections 8 through 11 of Public Act No. 07-7 of the General Assembly of the State of Connecticut, June 2007 Special Session, as amended.

- B. \$ 75,800,000 Taxable General Obligation Bonds (2011 Series B-2)
 - 1. \$ 45,800,000 Economic Development and Manufacturing Assistance Bonds (1990 Act, Section 33, Series GG) authorized by Section 33 of Public Act No. 90-270 of the General Assembly of the State of Connecticut, as amended.
 - 2. \$ 30,000,000 Housing Trust Fund Bonds (2005 Act, Sections 17 through 20, Series C) authorized by Sections 17 of Public Act No. 05-5 of the General Assembly of the State of Connecticut, June 2005 Special Session.

TABLE OF STATUTORY AUTHORIZATIONS FOR SERIES C TAX-EXEMPT BONDS

Each series of Series C Tax-Exempt Bonds includes the following authorizations, which have been consolidated for purposes of sale:

A.	\$	13,095,000	General Obligation Bonds (2011 Series C-1) – SIFMA Index Bonds
1.	\$	10,000,000	General State Purposes Bonds (2005 Special Session Act, Section 37, Series A) authorized by Section 37 of Public Act No. 05-6 of the General Assembly of the State of Connecticut, June 2005 Special Session, as amended.
2.	\$	2,920,000	General State Purposes Bonds (2008 Act, Section 29(b), Series A) authorized by Section 29(b) of Public Act No. 08-169 of the General Assembly of the State of Connecticut, June 2008 Session, as amended.
3.	\$	175,000	General State Purposes Bonds (June 2005 Special Session Act, Section 21(i), Series B) authorized by Sections 20 through 26 and more particularly subsection 21(i) of Special Act No. 05-1 of the General Assembly of the State of Connecticut, June 2005 Special Session, as amended.
B.	\$	61,905,000	General Obligation Bonds (2011 Series C-2) – SIFMA Index Bonds
1.	\$	8,364,901	General State Purposes Bonds (2001 Act, Sections 2(a) through 2(h) and 2(k) through 2(n), Series L) authorized by Sections 2(a) through 2(h) and 2(k) through 2(n) of Special Act No. 01-2 of the General Assembly of the State of Connecticut, June 2001 Special Session, as amended.
2.	\$	5,077,975	General State Purposes Bonds (2002 Act, Sections 17(a) through 17(d) and 17(g), 17(h) and 17(j), Series E) authorized by Sections 17(a) through 17(d) and 17(g), 17(h) and 17(j) of Special Act No. 02-1 of the General Assembly of the State of Connecticut, May 2002 Special Session, as amended.
3.	\$	5,257,833	General State Purposes Bonds (2001 Act, Sections 17(a) through 17(e) and 17(h), Series G) authorized by Sections 17(a) through 17(e) and 17(h) of Special Act No. 01-2 of the General Assembly of the State of Connecticut, June 2001 Special Session, as amended.
4.	\$	1,598,477	General State Purposes Bonds (2002 Act, Sections 2(a) through 2(g), Series I) authorized by Sections 2(a) through 2(g) of Special Act No. 02-1 of the General Assembly of the State of Connecticut, May 2002 Special Session, as amended.
5.	\$	743,899	General State Purposes Bonds (2005 Act, Sections 21(a) through 21(h) and 21(l) through 21(n), Series C) authorized by Sections 21(a) through 21(h) and 21(l) through 21(n) of Special Act No. 05-1 of the General Assembly of the State of Connecticut, June 2005 Special Session, as amended.

6. \$ 40,861,915 General State Purposes Bonds (2007 Act, Sections 2(a) through 2(q), 2(u) through 2(w) and Section 13(a)(4), Series D) authorized by Sections 2(a) through 2(q), 2(u) through 2(w) and Section 13(a)(4) of Public Act No. 07-7 of the General Assembly of the State of Connecticut, June 2007 Special Session, as amended.

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FORM OF BOND COUNSEL OPINION – SERIES B TAX-EXEMPT BONDS

The opinion of each Bond Counsel with respect to the series of the Series B Tax-Exempt Bonds for which such firm has been appointed to serve as Bond Counsel will be dated the date of original issuance of the Series B Tax-Exempt Bonds and will be substantially in the following form:

Honorable Denise L. Nappier
Treasurer, State of Connecticut
Hartford, Connecticut

We have examined a record of proceedings relative to the issuance of \$_____ General Obligation Bonds (2011 Series B-) of the State of Connecticut (the “Bonds”). The Bonds are issued contemporaneously with other general obligation bonds of the State of Connecticut in the aggregate principal amount of \$_____.

The Bonds are dated as of the date of delivery, mature on May 15 in the years, in the principal amounts and bear interest from their dated date, payable on November 15, 2011 and semiannually thereafter on May 15 and November 15 in each year until maturity [or earlier redemption], at the rate or rates per annum, as follows:

<u>Year</u>	<u>Principal Amount</u>	<u>Interest Rate</u>
-------------	-------------------------	----------------------

The Bonds are payable as to principal [and redemption price, if any,] at the office of U.S. Bank National Association, in Hartford, Connecticut. Interest on the Bonds is payable to the person in whose name such bond is registered as of the close of business on the last business day of April and October in each year, by check mailed to such registered owner at such owner’s address as shown on the registration books kept by the State or its designated agent.

The Bonds are [not] subject to redemption prior to maturity [as therein provided].

The Bonds are comprised of the following issue[s] of bonds which were authorized by the following statutory provision[s and have been consolidated as a single issue]:

[HERE LIST COMPONENT BOND ISSUES WITH STATUTORY AUTHORIZATIONS]

The Bonds are issued under and pursuant to proceedings taken in accordance with Section 3-20 of the General Statutes of Connecticut, Revision of 1958, as amended, resolutions adopted by the State Bond Commission including resolutions adopted on [leave in for B-1, B-2, B-3: April 17, 2009,] March 16, 2010 and March 25, 2011 and proceedings taken in conformity therewith, including a Certificate of Determination executed by the State Treasurer and filed with the Secretary of the State Bond Commission and a Tax Certificate and a Tax Compliance Agreement.

The Bonds are issuable in the form of registered bonds without coupons in denominations of \$5,000 or any integral multiple of \$5,000, [except for any remaining odd amount,] not exceeding the aggregate principal amount of Bonds maturing in any year. The Bonds are originally registered in

the name of Cede & Co., as nominee of The Depository Trust Company, for the purpose of effecting a book-entry system for the ownership and transfer of the Bonds.

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

We have not been engaged or undertaken to review the accuracy, completeness or sufficiency of the Official Statement or other offering material relating to the Bonds and we express no opinion relating thereto (excepting only the matters set forth as our opinion in the Official Statement and certain matters which are the subject of a supplemental opinion provided by us to the State).

We are of the opinion that the Bonds, when duly certified by U.S. Bank National Association, will be valid and legally binding general obligations of the State of Connecticut for the payment of the principal of and interest on which the full faith and credit of the State are pledged, and that the State, acting through the General Assembly, has the power to levy ad valorem taxes upon all taxable property within the State without limitation as to rate or amount to pay the principal and interest thereof. We are further of the opinion that the Tax Compliance Agreement is a valid and binding agreement of the State and that the Tax Certificate and the Tax Compliance Agreement were duly authorized by the State.

The Internal Revenue Code of 1986, as amended (the "Code"), establishes certain requirements that must be met at and subsequent to the issuance and delivery of the Bonds in order that interest on the Bonds be excluded from gross income for federal income tax purposes. In the Tax Compliance Agreement and the Tax Certificate the State has made covenants and representations designed to assure compliance with such requirements of the Code. The State has covenanted in the Tax Compliance Agreement that it will at all times comply with all requirements of the Code that must be satisfied subsequent to the issuance of the Bonds to ensure that interest on the Bonds shall not be included in the gross income of the owners thereof for federal income tax purposes, retroactively to the date of issue or otherwise, including covenants regarding, among other matters, the use, expenditure and investment of the proceeds of the Bonds and the timely payment to the United States of any arbitrage rebate amounts with respect to the Bonds.

We are of the opinion that, under existing law, interest on the Bonds (a) is not included in gross income for federal income tax purposes, and (b) is not an item of tax preference for purposes of the federal alternative minimum tax imposed on individuals and corporations; however, with respect to certain corporations (as defined for federal income tax purposes) subject to the federal alternative minimum tax, such interest is taken into account in computing the federal alternative minimum tax.

In rendering the foregoing opinions regarding the federal income tax treatment of interest on the Bonds, we have relied upon and assumed (i) the material accuracy of the representations, statements of intention and reasonable expectations, and certifications of fact contained in the Tax Certificate and the Tax Compliance Agreement, and (ii) continuing compliance by the State with all requirements of the Code that must be satisfied subsequent to the issuance of the Bonds in order that the interest thereon be, or continues to be, excluded from gross income for federal income tax purposes, as provided in the covenants set forth in the Tax Compliance Agreement as to such matters. We also have relied, with no independent investigation, upon the approving opinions of bond counsel with respect to the other general obligation bonds of the State of Connecticut issued contemporaneously with the Bonds in the aggregate principal amount of \$_____ and issued recently in the aggregate principal amount of \$337,620,000 as to the validity and legality of such bonds and as to the exclusion of the interest thereon from gross income of the owners thereof for federal income tax purposes.

We are further of the opinion that, under existing statutes, interest on the Bonds is excluded from Connecticut taxable income for purposes of the Connecticut income tax on individuals, trusts and estates and is excluded from amounts on which the net Connecticut minimum tax is based in the case of individuals, trusts and estates required to pay the federal alternative minimum tax.

We express no opinion regarding other federal or state tax consequences of the ownership of or receipt or accrual of interest on the Bonds.

Respectfully yours,

FORM OF BOND COUNSEL OPINION - SERIES B TAXABLE BONDS

The opinion of each Bond Counsel with respect to the series of the Series B Taxable Bonds for which such firm has been appointed to serve as Bond Counsel will be dated the date of original issuance of the Series B Taxable Bonds and will be substantially in the following form:

Honorable Denise L. Nappier
 Treasurer, State of Connecticut
 Hartford, Connecticut

We have examined a record of proceedings relative to the issuance of \$_____ Taxable General Obligation Bonds (2011 Series B-) of the State of Connecticut (the “Bonds”). The Bonds are issued contemporaneously with other taxable general obligation bonds of the State of Connecticut in the aggregate principal amount of \$_____.

The Bonds are dated as of the date of delivery, mature on May 15 in the years, in the principal amounts and bear interest from their dated date, payable on November 15, 2011 and semiannually thereafter on May 15 and November 15 in each year until maturity, at the rate or rates per annum, as follows:

<u>Year</u>	<u>Principal Amount</u>	<u>Interest Rate</u>
\$		%

The Bonds are payable as to principal at the office of U.S. Bank National Association, in Hartford, Connecticut. Interest on the Bonds is payable to the person in whose name such bond is registered as of the close of business on the last business day of April and October in each year, by check mailed to such registered owner at such owner’s address as shown on the registration books kept by the State or its designated agent.

The Bonds are not subject to redemption prior to maturity.

The Bonds are comprised of the following issue[s] of bonds which were authorized by the following statutory provision[s and have been consolidated as a single issue]:

[HERE LIST COMPONENT BOND ISSUES WITH STATUTORY AUTHORIZATIONS]

The Bonds are issued under and pursuant to proceedings taken in accordance with Section 3-20 of the General Statutes of Connecticut, Revision of 1958, as amended, resolutions adopted by the State Bond Commission including resolutions adopted on March 16, 2010 and March 25, 2011 and proceedings taken in conformity therewith, including a Certificate of Determination executed by the State Treasurer and filed with the Secretary of the State Bond Commission and a Tax Regulatory Agreement.

The Bonds are issuable in the form of registered bonds without coupons in denominations of \$5,000 or any integral multiple of \$5,000, **[except for any remaining odd amount,]** not exceeding the aggregate principal amount of Bonds maturing in any year. The Bonds are originally registered in the name of Cede & Co., as nominee of The Depository Trust Company, for the purpose of effecting a book-entry system for the ownership and transfer of the Bonds.

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

We have not been engaged or undertaken to review the accuracy, completeness or sufficiency of the Official Statement or other offering material relating to the Bonds and we express no opinion relating thereto (excepting only the matters set forth as our opinion in the Official Statement and certain matters which are the subject of a supplemental opinion provided by us to the State).

We are of the opinion that the Bonds, when duly certified by U.S. Bank National Association, will be valid and legally binding general obligations of the State of Connecticut for the payment of the principal of and interest on which the full faith and credit of the State are pledged, and that the State, acting through the General Assembly, has the power to levy ad valorem taxes upon all taxable property within the State without limitation as to rate or amount to pay the principal and interest thereof.

We are of the opinion that, under existing law, interest on the Bonds is included in gross income for federal income tax purposes pursuant to the Internal Revenue Code of 1986, as amended. **This opinion is provided in connection with the promotion or marketing of the Bonds and is not intended or provided to be used and cannot be used, by an owner of the Bonds for the purposes of avoiding penalties that may be imposed under the Code.**

We are further of the opinion that, under existing statutes, interest on the Bonds is excluded from Connecticut taxable income for purposes of the Connecticut income tax on individuals, trusts and estates and is excluded from amounts on which the net Connecticut minimum tax is based in the case of individuals, trusts and estates required to pay the federal alternative minimum tax.

We express no opinion regarding other federal or state tax consequences of the ownership of or receipt or accrual of interest on the Bonds.

Respectfully yours,

FORM OF BOND COUNSEL OPINION - SERIES C TAX-EXEMPT BONDS

The opinion of each Bond Counsel with respect to the series of the Series C Tax-Exempt Bonds for which such firm has been appointed to serve as Bond Counsel will be dated the date of original issuance of the Series C Tax-Exempt Bonds and will be substantially in the following form:

Honorable Denise L. Nappier
 Treasurer, State of Connecticut
 Hartford, Connecticut

We have examined a record of proceedings relative to the issuance of \$ _____ General Obligation Bonds (2011 Series C-) – SIFMA Index Bonds of the State of Connecticut (the “Bonds”). The Bonds are issued contemporaneously with other general obligation bonds of the State of Connecticut in the aggregate principal amount of \$ _____.

The Bonds are dated as of the date of delivery, mature on May 15 in the years, in the principal amounts and bear interest from their dated date, payable on the first business day of each month, commencing July 1, 2011, until maturity or earlier redemption, at the rates per annum, as follows:

	<u>Interest Rate</u>
<u>Year</u>	<u>Principal Amount</u>
	<u>(variable)</u>
\$	SIFMA Rate plus __. __ %

The Bonds are payable as to principal at the office of U.S. Bank National Association, in Hartford, Connecticut. Interest on the Bonds is payable to the person in whose name such bond is registered as of the close of business on the fifteenth day of the month preceding such interest payment date, or the preceding business day if such fifteenth day is not a business day, by check mailed to such registered owner at such owner’s address as shown on the registration books kept by the State or its designated agent.

The Bonds are **not** subject to redemption prior to maturity.

The Bonds are comprised of the following issue[s] of bonds which were authorized by the following statutory provision[s and have been consolidated as a single issue]:

[HERE LIST COMPONENT BOND ISSUES WITH STATUTORY AUTHORIZATIONS]

The Bonds are issued under and pursuant to proceedings taken in accordance with Section 3-20 of the General Statutes of Connecticut, Revision of 1958, as amended, resolutions adopted by the State Bond Commission including a resolution adopted on April 17, 2009 and proceedings taken in conformity therewith, including a Certificate of Determination executed by the State Treasurer and filed with the Secretary of the State Bond Commission and a Tax Certificate and a Tax Compliance Agreement.

The Bonds are issuable in the form of registered bonds without coupons in denominations of \$5,000 or any integral multiple of \$5,000, **[except for any remaining odd amount,]** not exceeding the aggregate principal amount of Bonds maturing in any year. The Bonds are originally registered in the name of Cede & Co., as nominee of The Depository Trust Company, for the purpose of effecting a book-entry system for the ownership and transfer of the Bonds.

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

We have not been engaged or undertaken to review the accuracy, completeness or sufficiency of the Official Statement or other offering material relating to the Bonds and we express no opinion relating thereto (excepting only the matters set forth as our opinion in the Official Statement and certain matters which are the subject of a supplemental opinion provided by us to the State).

We are of the opinion that the Bonds, when duly certified by U.S. Bank National Association, will be valid and legally binding general obligations of the State of Connecticut for the payment of the principal of and interest on which the full faith and credit of the State are pledged, and that the State, acting through the General Assembly, has the power to levy ad valorem taxes upon all taxable property within the State without limitation as to rate or amount to pay the principal and interest thereof. We are further of the opinion that the Tax Compliance Agreement is a valid and binding agreement of the State and that the Tax Certificate and the Tax Compliance Agreement were duly authorized by the State.

The Internal Revenue Code of 1986, as amended (the "Code"), establishes certain requirements that must be met at and subsequent to the issuance and delivery of the Bonds in order that interest on the Bonds be excluded from gross income for federal income tax purposes. In the Tax Compliance Agreement and the Tax Certificate the State has made covenants and representations designed to assure compliance with such requirements of the Code. The State has covenanted in the Tax Compliance Agreement that it will at all times comply with all requirements of the Code that must be satisfied subsequent to the issuance of the Bonds to ensure that interest on the Bonds shall not be included in the gross income of the owners thereof for federal income tax purposes, retroactively to the date of issue or otherwise, including covenants regarding, among other matters, the use, expenditure and investment of the proceeds of the Bonds and the timely payment to the United States of any arbitrage rebate amounts with respect to the Bonds.

We are of the opinion that, under existing law, interest on the Bonds (a) is not included in gross income for federal income tax purposes, and (b) is not an item of tax preference for purposes of the federal alternative minimum tax imposed on individuals and corporations; however, with respect to certain corporations (as defined for federal income tax purposes) subject to the federal alternative minimum tax, such interest is taken into account in computing the federal alternative minimum tax.

In rendering the foregoing opinions regarding the federal income tax treatment of interest on the Bonds, we have relied upon and assumed (i) the material accuracy of the representations, statements of intention and reasonable expectations, and certifications of fact contained in the Tax Certificate and the Tax Compliance Agreement, and (ii) continuing compliance by the State with all requirements of the Code that must be satisfied subsequent to the issuance of the Bonds in order that the interest thereon be, or continues to be, excluded from gross income for federal income tax purposes, as provided in the covenants set forth in the Tax Compliance Agreement as to such matters. We also have relied, with no independent investigation, upon the approving opinions of bond counsel with respect to the other general obligation bonds of the State of Connecticut issued contemporaneously with the Bonds in the aggregate principal amount of \$_____ and issued recently in the aggregate principal amount of \$337,620,000 as to the validity and legality of such bonds and as to the exclusion of the interest thereon from gross income of the owners thereof for federal income tax purposes.

We are further of the opinion that, under existing statutes, interest on the Bonds is excluded from Connecticut taxable income for purposes of the Connecticut income tax on individuals, trusts

and estates and is excluded from amounts on which the net Connecticut minimum tax is based in the case of individuals, trusts and estates required to pay the federal alternative minimum tax.

We express no opinion regarding other federal or state tax consequences of the ownership of or receipt or accrual of interest on the Bonds.

Respectfully yours,

FORM OF CONTINUING DISCLOSURE AGREEMENT

In accordance with the requirements of Rule 15c2-12 promulgated by the Securities and Exchange Commission, the State will agree, pursuant to a Continuing Disclosure Agreement for the Bonds to be executed by the State substantially in the following form, to provide, or cause to be provided, (i) certain annual financial information and operating data, (ii) in a timely manner not in excess of ten business days after the occurrence of the event, notice of the occurrence of certain events with respect to the Bonds, and (iii) timely notice of a failure by the State to provide the required annual financial information on or before the date specified in the Continuing Disclosure Agreement for the Bonds.

Continuing Disclosure Agreement

This Continuing Disclosure Agreement (“Agreement”) is made as of the ___ day of May, 2011 by the State of Connecticut (the “State”) acting by its undersigned officer, duly authorized, in connection with the issuance of \$162,870,000 General Obligation Bonds (2011 Series B), \$89,045,000 Taxable General Obligation Bonds (2011 Series B) and \$75,000,000 General Obligation Bonds (2011 Series C) – SIFMA Index Bonds dated as of the date hereof (collectively, the “Bonds”), for the benefit of the beneficial owners from time to time of the Bonds.

Section 1. Definitions. For purposes of this Agreement, the following capitalized terms shall have the following meanings:

“Final Official Statement” means the official statement of the State dated May 18, 2011 prepared in connection with the Bonds.

“MSRB” means the Municipal Securities Rulemaking Board established under the Securities Exchange Act of 1934 as amended, or any successor thereto.

“Repository” means the MSRB or any other information repository established pursuant to the Rule as amended from time to time.

“Rule” means rule 15c2-12 under the Securities Exchange Act of 1934, as of the date of this Agreement.

“SEC” means the Securities and Exchange Commission of the United States, or any successor thereto.

Section 2. Annual Financial Information.

(a) The State agrees to provide or cause to be provided to each Repository, in accordance with the provisions of the Rule and of this Agreement, annual financial information and operating data (commencing with information and data for the fiscal year ending June 30, 2011) as follows:

(i) Financial statements of the State’s general fund, special revenue funds, debt service funds, capital projects funds, enterprise funds, internal service funds and trust and agency (fiduciary) funds and the general long-term debt account group for the prior fiscal year, which statements shall be prepared in accordance with generally accepted accounting principles or mandated state statutory principles as in effect from time to time. As of the date of this Agreement, the State is required to prepare financial statements of its various funds and accounts on a budgeted basis (i.e., on the basis of the modified cash method of accounting as described in Part III to the Final Official Statement, under the caption **FINANCIAL PROCEDURES - Accounting Procedures**). As of the date of this Agreement, the State also prepares its financial statements in accordance with generally accepted accounting principles but is not required to do so. The financial statements will be audited.

(ii) To the extent not included in the financial statements described in (i) above, the financial information and operating data within the meaning of the Rule described below (with references to the Final Official Statement); provided, however, that references to the Final Official Statement for the Bonds as a means of identifying such financial information and operating data shall not prevent the State from reorganizing such material in subsequent official statements or annual information reports:

1. Until such time as the State's only method of presenting its financial statements is substantially in accordance with generally accepted accounting principles ("GAAP"):
 - a. General Fund - Summary of Operating Results - Budgetary (Modified Cash) Basis (for most recent fiscal year) (See Table 2 and Appendices III-D-6 and III-D-7).
 - b. General Fund - Summary of Operating Results - Budgetary (Modified Cash) Basis vs. GAAP Basis (for most recent fiscal year) (See Table 3).
 - c. General Fund - Unreserved Fund Balance - Budgetary (Modified Cash) Basis as of the end of the most recent fiscal year) (See Table 4 and Appendices III-D-4 and III-D-5).
 - d. General Fund - Unreserved Fund Balance - Budgetary (Modified Cash) Basis vs. GAAP Basis (as of the end of the most recent fiscal year) (See Table 5).
2. Statutory Debt Limit (as of end of most recent fiscal year or a later date) (See Table 7).
3. Direct General Obligation Indebtedness - Principal Amount Outstanding (as of end of most recent fiscal year or a later date) (See Table 8).
4. Summary of Principal, Mandatory Sinking Fund Payments, and Interest on Long-Term Direct General Obligation Debt (as of end of most recent fiscal year or a later date) (See Table 10).
5. Outstanding Long-Term Direct General Obligation Debt (as of end of most recent fiscal year) (See Table 11).
6. Authorized But Unissued Direct General Obligation Debt (as of end of most recent fiscal year or a later date) (See Table 12).
7. Statutory General Obligation Bond Authorizations and Reductions (for recent fiscal years, if any legislative action) (See Table 13).
8. Special Capital Reserve Fund Debt (as of end of most recent fiscal year or a later date) (See Table 16).
9. Funding status of the State Employees' Retirement Fund and the Teachers' Retirement Fund.

(b) The financial statements and other financial information and operating data described above will be provided on or before the date eight months after the close of the fiscal year for which such information is being provided. The State's fiscal year currently ends on June 30.

(c) Annual financial information and operating data may be provided in whole or in part by cross-reference to other documents available to the public on the MSRB's Internet Web site referenced in the Rule as amended from time to time or filed with the SEC. All or a portion of the financial information and operating data may be provided in the form of a comprehensive annual financial report or an annual information statement of the State.

(d) The State reserves the right (i) to provide financial statements which are not audited if no longer required by law, (ii) to modify from time to time the format of the presentation of such information or data, and (iii) to modify the accounting principles it follows to the extent required by law, by changes in generally accepted accounting principles, or by changes in mandated state statutory principles as in effect from time to time; provided that the State agrees that the exercise of any such right will be done in a manner consistent with the Rule.

Section 3. Notice of Certain Events.

The State agrees to provide or cause to be provided, in a timely manner not in excess of ten business days after the occurrence of the event, to each Repository notice of the occurrence of any of the following events with respect to the Bonds:

- (a) principal and interest payment delinquencies;
- (b) non-payment related defaults, if material;
- (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, the issuance by the Internal Revenue Service of proposed or final determinations of taxability, Notices of Proposed Issue (IRS Form 5701-TEB) or other material notices or determinations with respect to the tax status of the bonds, or other material events affecting the tax status of the Bonds;
- (g) modifications to rights of holders of the Bonds, if material;
- (h) Bond calls, if material, and tender offers;
- (i) Bond defeasances;
- (j) release, substitution, or sale of property securing repayment of the Bonds, if material;
- (k) rating changes;
- (l) bankruptcy, insolvency, receivership or similar event of the State;
- (m) the consummation of a merger, consolidation, or acquisition involving the State or the sale of all or substantially all of the assets of the State, other than in the ordinary course of business, the entry into a definitive agreement to undertake such an action or the termination of a definitive agreement relating to any such actions, other than pursuant to its terms, if material; and
- (n) appointment of a successor or additional trustee or the change of name of a trustee, if material.

Section 4. Notice of Failure to Provide Annual Financial Information.

The State agrees to provide or cause to be provided, in a timely manner, to each Repository notice of any failure by the State to provide annual financial information as set forth in Section 2(a) hereof on or before the date set forth in Section 2(b) hereof.

Section 5. Use of Agents.

Annual financial information and operating data and notices to be provided pursuant to this Agreement may be provided by the State or by any agents which may be employed by the State for such purpose from time to time.

Section 6. Termination.

The obligations of the State under this Agreement shall terminate upon the earlier of (i) payment or legal defeasance, at maturity or otherwise, of all of the Bonds, or (ii) such time as the State ceases to be an obligated person with respect to the Bonds within the meaning of the Rule.

Section 7. Enforcement.

The State acknowledges that its undertakings set forth in this Agreement are intended to be for the benefit of, and enforceable by, the beneficial owners from time to time of the Bonds. In the event the State shall fail to perform its duties hereunder, the State shall have the option to cure such failure within a reasonable time (but not exceeding 30 days with respect to the undertakings set forth in Section 2 of this Agreement or five business days with respect to the undertakings set forth in Sections 3 and 4 of this Agreement) from the time the State's Assistant Treasurer for Debt Management, or a successor, receives written notice from any beneficial owner of the Bonds of such failure. The present address of the Assistant Treasurer for Debt Management is 55 Elm Street, 6th Floor, Hartford, Connecticut 06106.

In the event the State does not cure such failure within the time specified above, the beneficial owner of any Bonds shall be entitled only to the remedy of specific performance. The State expressly acknowledges and the beneficial owners are hereby deemed to expressly agree that no monetary damages shall arise or be payable hereunder nor shall any failure to comply with this Agreement constitute an event of default with respect to the Bonds.

Section 8. Miscellaneous.

(a) All documents provided by the State to a Repository pursuant to the State's undertakings set forth in Sections 2, 3 and 4 of this Agreement shall be in an electronic format as prescribed by the MSRB from time to time and shall be accompanied by identifying information as prescribed by the MSRB from time to time.

(b) The State shall have no obligation to provide any information, data or notices other than as set forth in this Agreement; provided however, nothing in this Agreement shall be construed as prohibiting the State from providing such additional information, data or notices from time to time as it deems appropriate in connection with the Bonds. If the State elects to provide any such additional information, data or notices, the State shall have no obligation under this Agreement to update or continue to provide further additional information, data or notices of the type so provided.

(c) This Agreement shall be governed by the laws of the State of Connecticut.

(d) Notwithstanding any other provision of this Agreement, the State may amend this Agreement, and any provision of this Agreement may be waived, if (i) such amendment or waiver is made in connection with a change of circumstances that arises from a change in legal requirements, a change in law, or a change in the identity, nature or status of the State, (ii) the provisions of the Agreement as so amended or waived would have complied with the requirements of the Rule, taking into account any amendments or interpretations of the Rule as well as any changes in circumstances, in each case as of the date of such amendment to the Agreement or waiver, and (iii) such amendment or waiver is supported by either an opinion of counsel expert in federal securities laws to the effect that such amendment or waiver would not materially adversely affect the beneficial owners of the Bonds or an approving vote by the holders of not less than 60% of the aggregate principal amount of the Bonds then outstanding. A copy of any such amendment or waiver will be filed in a timely manner with each Repository. The annual financial information provided on the first date following adoption of any such amendment or waiver will explain, in narrative form, the reasons for the amendment or waiver.

(e) This Agreement may be executed in any number of counterparts, each of which shall be deemed an original, but such counterparts shall together constitute but one and the same instrument.

STATE OF CONNECTICUT

By _____
Denise L. Nappier
Treasurer

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PART II
INFORMATION SUPPLEMENT
OF THE STATE OF CONNECTICUT

May 18, 2011

The Annual Information Statement of the State of Connecticut (the “State”), dated February 23, 2011, appears in this Official Statement as **Part III** and contains information through February 23, 2011. The State expects to provide an updating Information Supplement from time to time in the future, which will appear in this location as Part II of future Official Statements of the State.

This Information Supplement updates certain information in the February 23, 2011 Annual Information Statement through May 18, 2011. The information in this **Part II** and **Part III** is subject to change without notice, and investors should not assume that there has been no change in the affairs of the State since the date of this **Part II**.

COVER PAGE

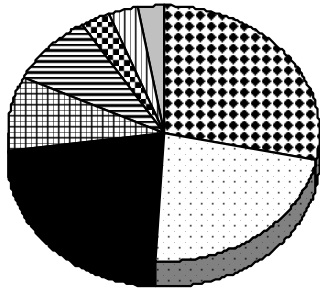
Page III-1. James P. Redeker was appointed to serve as Commissioner of Transportation as of March 8, 2011.

STATE GENERAL FUND

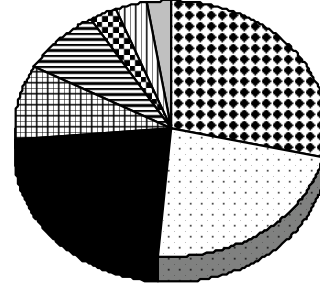
Page III-18. The percentages for the Appropriated Expenditures 2009-2010 have been corrected:









Appropriated General Fund Expenditures (In Millions)









Appropriated Expenditures 2009-2010
\$17,370.6^(a)



Appropriated Expenditures 2010-2011
\$17,667.2^(a)



	Human Services	\$ 5,066.5	28.4%
	Education, Libraries and Museums	4,023.4	22.6%
	Non-Functional	3,873.3	21.7%
	Health and Hospitals	1,705.5	9.6%
	Corrections	1,568.8	8.8%
	General Government	543.7	3.0%
	Judicial	561.0	3.1%
	Other Expenditures ^(b)	501.7	2.8%

	Human Services	\$ 5,161.0	28.7%
	Education, Libraries and Museums	4,080.6	22.7%
	Non-Functional	3,972.1	22.1%
	Health and Hospitals	1,723.0	9.6%
	Corrections	1,501.0	8.4%
	General Government	502.8	2.8%
	Judicial	552.5	3.1%
	Other Expenditures ^(b)	470.5	2.6%

(a) The pie charts reflect the total listed expenditures of \$17,843.9 million for fiscal year 2009-10 and \$17,963.5 million for fiscal year 2010-11, and do not reflect adjustments for unallocated lapses of \$473.3 million for fiscal year 2009-10 and \$296.3 million for fiscal year 2010-11. See **Appendix III-E** for anticipated adjustments to appropriated expenditures.

(b) Other expenditures are comprised of appropriations for Legislative, Regulation and Protection, Conservation and Development and Transportation.

SOURCE: Public Act No. 09-3 of the June 2009 Special Session; Public Act No. 09-8 of the September 2009 Special Session; Public Act No. 09-7 of the September 2009 Special Session; Public Act No. 09-5 of the September 2009 Special Session; Public Act No. 10-3 and Public Act No. 10-179 of the February Session; Public Act No. 10-1 of the June Special Session; and Public Act No. 10-2 of the June Special Session.

Page III-26. The following information is added after the information under the heading **Fiscal Year 2010-2011 Operations**:

Pursuant to Section 4-66 of the Connecticut General Statutes, the Office of Policy and Management provides estimates to the Comptroller by the twentieth day of each month of revenues and expenditures for the current fiscal year for use by the Comptroller in preparing the Comptroller's monthly report. In the monthly estimates provided by the Office of Policy and Management on March 21, 2011 for the General Fund for the 2010-11 fiscal year, as of the period ending February 28, 2011, General Fund revenues were estimated at \$18,111.9 million, General Fund expenditures and miscellaneous adjustments were estimated at \$17,995.5 million and the General Fund for the 2010-11 fiscal year was estimated to have a surplus of \$116.4 million. In the monthly estimates provided by the Office of Policy and Management on April 20, 2011 for the General Fund for the 2010-11 fiscal year, as of the period ending March 31, 2011, General Fund revenues were estimated at \$18,245.3 million, General Fund expenditures and miscellaneous adjustments were estimated at

\$18,017.2 million and the General Fund for the 2010-11 fiscal year was estimated to have a surplus of \$228.1 million. In the monthly estimates provided by the Office of Policy and Management on May 20, 2011 for the General Fund for the 2010-11 fiscal year, as of the period ending April 30, 2011, General Fund revenues were estimated at \$18,628.6 million, General Fund expenditures and miscellaneous adjustments were estimated at \$17,948.8 million and the General Fund for the 2010-11 fiscal year was estimated to have a surplus of \$679.8 million. This projection includes revenues from the assumed issuance of \$646.1 million of special obligation economic recovery revenue bonds, further discussed below. The Secretary of the Office of Policy and Management indicated in his letter that due to the projected fiscal year 2010-11 year-end balance, the Office of Policy and Management no longer foresees the need to issue such bonds and will be working with the State Treasurer and legislature to repeal the legislation authorizing such bonds. If such bonds are not issued, the projected surplus for fiscal year 2010-11 would be reduced accordingly. In addition, by State law and contract, any remaining balance will be applied to deposit to the trust fund for Other Post Employment Benefits and redemption of a portion of the economic recovery notes issued to finance the fiscal year 2008-09 deficit. The next monthly report of the Office of Policy and Management is expected on June 20, 2011 and no assurances can be given that the estimates in such report will match the Office of Policy and Management's prior estimates.

By statute, the State's fiscal position is reported monthly by the Comptroller. In the Comptroller's monthly report dated March 1, 2011, the Comptroller was in general agreement with the Office of Policy and Management's estimates as of the period ending January 31, 2011. In the Comptroller's monthly report dated April 1, 2011, the Comptroller was in general agreement with the Office of Policy and Management's estimates as of the period ending February 28, 2011. In the Comptroller's monthly report dated May 2, 2011, the Comptroller reported a General Fund surplus projection for the 2010-11 fiscal year of \$509.6 million, indicating his general agreement with the Office of Policy and Management's estimates as of the period ending March 31, 2011, as updated by the revised consensus revenue estimates issued on April 29, 2011 by the Office of Policy and Management and the legislature's Office of Fiscal Analysis (discussed below in this section under *Revised Consensus Revenues*). The next monthly report of the Comptroller is expected on June 1, 2011 for the period ending April 30, 2011, and no assurances can be given that the estimates in such report will match the Office of Policy and Management's estimates.

The above projections are only estimates and the information in the monthly letter of the Office of Policy and Management to the Comptroller and in the Comptroller's monthly report contain only estimates and no assurances can be given that future events will materialize as estimated or that subsequent estimates, adjustments or audit or actions of the General Assembly will not indicate changes in the final result of the fiscal year 2010-11 operations of the General Fund.

In 2010, the General Assembly authorized the issuance of special obligation economic recovery revenue bonds to finance a transfer to the General Fund of \$956 million. This amount has been reduced by \$309 million to \$647 million through use of fiscal year 2009-10 operating surplus. The bonds are to be secured by certain revenues collected through a non-bypassable charge imposed upon each customer of the electric utilities within the State. Such revenues are to be property of the State, pledged towards payment of debt service on the bonds and related costs, which pledge is to be a first priority lien on such revenues. The net proceeds of the bonds are to be deposited in the General Fund. As of May 18, 2011, the economic recovery revenue bonds have not been issued. Litigation involving the economic recovery revenue bonds discussed under the heading *Joe Markley v. Department of Public Utility Control, et al.* in the **LITIGATION** sections of this **Part II** and of **Part III** has been dismissed by the Connecticut Supreme Court. See discussion above regarding the Office of Policy and Management's intention to work with the State Treasurer and legislature to repeal the legislation authorizing such bonds. If the economic recovery revenue bonds are not issued, the net proceeds of such bonds would not be deposited in the General Fund as revenue for fiscal year 2010-2011 as budgeted.

Revised Consensus Revenues. The Office of Policy and Management and the legislature's Office of Fiscal Analysis issued on April 29, 2011, a consensus revision of their previous revenue estimates. The

General Fund revenue estimates for fiscal years ending June 30 of 2011, 2012, 2013 and 2014 are \$18,526.8 million, \$16,793.6 million, \$17,654.9 million, and \$18,884.4 million, respectively. The projections in the consensus revenue estimates are only estimates and no assurances can be given that future events will materialize as estimated or that subsequent estimates, adjustments or actions of the General Assembly will not result in changes to the final results of the fiscal years reported. The next consensus revenue estimate is expected on or about October 15, 2011.

Page III-28. The following information is added after the information under the heading **Governor's Recommended Budget for Fiscal Years 2011-2012 and 2012-2013:**

On May 3, 2011, the General Assembly passed Senate Bill No. 1239 as amended, An Act Concerning The Budget For The Biennium Ending June 30, 2013. The Governor signed the bill into law on May 4, 2011. This act makes general fund appropriations of \$18,350.3 million in fiscal year 2011-12 and \$18,781.8 million in fiscal year 2012-13. The budget is projected to result in a surplus of \$369.3 million in fiscal year 2011-12 and \$634.8 million in fiscal year 2012-13. The budget includes savings of \$1.0 billion annually from state employee concessions. On May 6, 2011, the Governor announced that a tentative agreement was reached with state employee union leaders. This agreement must now be ratified by the individual employee bargaining units and the legislature. The agreement, if ratified, is expected to result in savings of \$1.6 billion over the biennium. As this amount does not achieve the total savings contemplated in the budget, the Governor has stated that the remaining amount will be achieved with additional spending cuts, utilization of budgeted surpluses from the fiscal year 2011-13 biennium, or some combination thereof. Section 12 of the budget act requires the Governor to submit a plan by May 31, 2011 to the General Assembly with recommendations for budget adjustments to achieve the assumed savings, and also requires the General Assembly to enact legislation by June 8, 2011 to achieve such savings. The budget act does not apply any of the surplus expected for fiscal year 2010-11, and the General Assembly may consider changing the way that surplus would be applied under current law. In addition, several other significant pieces of legislation related to the budget have yet to be passed by the General Assembly, including deficiency legislation for fiscal year 2010-11, bond authorizations for the upcoming biennium, and various implementer bills related to the budget. No assurance can be made that any such legislation will not modify any part of the enacted budget. Litigation involving Senate Bill No. 1239 as amended is discussed under the heading **Roger Sherman Liberty Center, Inc., et al. v. Williams, et al.**, in the **LITIGATION** section of this Part II to the Annual Information Statement.

STATE DEBT

Page III-36, Table 7; page III-40, Table 8; page III-42, Table 10; page III-44, Table 12. The following information supplements the information included in such pages and tables:

In addition to this issuance of \$162,870,000 General Obligation Bonds (2011 Series B), \$89,045,000 Taxable General Obligation Bonds (2011 Series B) and \$75,000,000 General Obligation Bonds (2011 Series C) – SIFMA Index Bonds (collectively, the “2011 Series BC Bonds”), the State also plans to issue in May 2011 \$337,620,000 General Obligation Bonds (2011 Series A) and \$15,465,000 Taxable General Obligation Bonds (2011 Series A) (together, the “2011 Series A Bonds”). Both the 2011 Series A Bonds and the 2011 Series BC Bonds will be applied to retire outstanding bond anticipation notes, except for \$9,710,000 of the General Obligation Bonds (2011 Series B) and the \$89,045,000 Taxable General Obligation Bonds (2011 Series B), which are new money bonds. The \$337,620,000 General Obligation Bonds (2011 Series A) will mature in varying amounts between May 15, 2012 and May 15, 2018 and will bear interest at variable rates per annum ranging from the SIFMA index minus 0.01% (1 basis point) to the SIFMA index plus 0.92% (92 basis points). The \$15,465,000 Taxable General Obligation Bonds (2011 Series A) will mature on May 18, 2012 and will bear interest at the rate of 1.00% per annum.

OTHER FUNDS, DEBT AND LIABILITIES

Page III-50. The following information supplements the information under the caption *Bradley Airport* under the heading **Other Special Revenue Funds and Debt**:

In March 2011 the State issued \$91,430,000 Bradley International Airport General Airport Revenue Refunding Bonds, Series 2011A and \$60,950,000 Bradley International Airport General Airport Revenue Refunding Bonds, Series 2011B (the “2011 Bradley Bonds”). The proceeds of the 2011 Bradley Bonds were used on April 1, 2011 to refund all of the outstanding Bradley International Airport General Airport Revenue Bonds, Series 2001A (AMT). The forward starting interest rate swap agreements entered into in 2006 became effective on April 1, 2011 with respect to the 2011 Bradley Bonds. Any obligations of the State under the interest rate swap agreements and the 2011 Bradley Bonds are payable from all or a portion of the revenues generated at the Airport.

Page III-51. The following information supplements the information under the caption *Clean Water Fund* under the heading **Other Special Revenue Funds and Debt**:

In March 2011 the State issued \$182,935,000 State Revolving Fund General Revenue Bonds, 2011 Series A.

PENSION AND RETIREMENT SYSTEMS

Page III-68. The following information is added after **Table 18** as follows:

The Teachers’ Retirement Board received an experience study dated April 7, 2011 prepared by the actuaries for the Teachers’ Retirement Fund for the five-year period ending June 30, 2010, assessing the reasonability of the actuarial assumptions and valuation methods used by the retirement system. As a result of the study, the actuaries recommended that revised assumptions be adopted by the Teachers’ Retirement Board for future use, which assumptions the Board adopted at its meeting held April 6, 2011. The revised assumptions would be incorporated into the actuarial valuation to be completed as of June 30, 2012, to be used to calculate the State’s employer contribution requirements for the fiscal years ending June 30, 2014 and June 30, 2015. Generally, the current assumptions, including an 8.50% earnings assumption, were retained, with a change to the annual rate of real wage increase (from 1.00% to 0.75%), minor changes to the current service based rates, a change to the payroll growth assumption (from 4.00% to 3.75%), a minor change to the male rates of withdrawal from the system, and a change to the current assumption for early retirement. The actuaries’ analysis of the impact of the recommended changes if applied to the results of the November 2010 actuarial valuation as of June 30, 2010, would result in modest but favorable impacts on the normal cost rate, funded ratio, unfunded actuarial accrued liability and employer contribution rate.

The actuaries performed a statistical analysis of long-term expectations and analyzed the 25th and 75th percentile of long term return expectations consistent with Actuarial Standards of Practice. The current 8.5% return assumption was found to be in the reasonable range for investment return assumptions and no change was recommended. For comparative purposes, the actuaries also presented in the experience study the impact on the November 2010 actuarial valuation results of the recommended changes with the substitution of an 8.25% investment return assumption. Under this alternate scenario, the normal cost rate would increase by 0.33%, the funded ratio on an actuarial basis would be reduced by 1.3% reflecting a \$508.4 million increase in the unfunded actuarial accrued liability, and the employer contribution requirement would increase by 1.26%, with the expected employer contribution requirement for the fiscal year ending June 30, 2012 increasing by \$45.7 million.

LITIGATION

Page III-78. The following updates the status of the September 10, 2007 Court of Appeals decision to dismiss the appeal for *Indian Tribes*:

The Golden Hill Paugussett Tribe had until March 2011 to appeal the denial of its petition seeking federal recognition but no appeal was filed.

Page III-79. The last sentence under the discussion for *Pham v. Starkowski* is deleted and the following is added:

Oral argument before the Connecticut Supreme Court took place on November 30, 2010. In a decision officially released on April 5, 2011, the Court ruled in favor of DSS, reversing the trial court's decision and remanding for entry of judgment in favor of the State.

Page III-80. The ninth sentence under the discussion for *Joe Markley v. Department of Public Utility Control, et al.* is deleted and the following sentence is added in its place:

Oral argument before the Connecticut Supreme Court took place on March 23, 2011. On May 12, 2011 the Connecticut Supreme Court dismissed the action finding that the plaintiff's claims are barred by sovereign immunity.

Page III-80. The following paragraph is added as the last paragraph:

Roger Sherman Liberty Center, Inc., et al. v. Williams, et al., is an action filed on May 9, 2011 in Hartford Superior Court in which the plaintiffs challenge the constitutionality of Senate Bill No. 1239 as amended, An Act Concerning The Budget For The Biennium Ending June 30, 2013, claiming, among other things, that general budget expenditures impermissibly exceed estimated revenues by approximately \$2 billion. It is the position of the State that this action is without merit. No assurances can be given that this lawsuit, when and if ultimately decided, will not affect the validity of Senate Bill No. 1239 as amended. See also **STATE GENERAL FUND – Governor's Recommended Budget for Fiscal Years 2011-2012 and 2012-2013** in this Part II of the Annual Information Statement.

APPENDIX B

Page III-B-16. A footnote to **TABLE B-18** is added as follows:

TABLE B-18 Unemployment Rate

On a preliminary basis, Connecticut's average unemployment rate for March 2011 was 9.1% compared to the national average of 8.8% for the same period.

SOURCE: Connecticut State Labor Department

**PART III
ANNUAL INFORMATION STATEMENT
STATE OF CONNECTICUT**

FEBRUARY 23, 2011

This Annual Information Statement of the State of Connecticut (the "State") contains information through February 23, 2011. For information about the State after February 23, 2011, the State expects to provide an updating Information Supplement from time to time. The reader should refer to the Information Supplement, if any, set forth in this Official Statement immediately preceding this Annual Information Statement. This Annual Information Statement and the Information Supplement that precedes it, if any, and any appendices attached thereto, should be read collectively and in their entirety.

The State expects to revise this Annual Information Statement each year and expects to modify Annual Information Statements each year following the release of the State's audited GAAP based financial statements and audited legal accounting basis (modified cash) financial statements. This year, this Annual Information Statement contains the State's audited GAAP based financial statements and audited legal accounting basis (modified cash) financial statements. The State expects generally to prepare Information Supplements from time to time for the purpose of updating certain information contained in this Annual Information Statement. Such Information Supplements are expected to include certain interim financial information prepared on a modified cash basis, but are not expected to include interim financial information prepared in accordance with GAAP.

The Annual Information Statement and the most recent Information Supplement, if any, may be obtained, when prepared, by contacting the Office of the State Treasurer, Attn.: Assistant Treasurer for Debt Management, 55 Elm Street, Hartford, Connecticut 06106, (860) 702-3288.

Constitutional Elected Officers

* Governor	Dannel P. Malloy
Lieutenant Governor	Nancy S. Wyman
Secretary of the State	Denise W. Merrill
* Treasurer	Denise L. Nappier
* Comptroller	Kevin P. Lembo
* Attorney General	George C. Jepsen

Executive Branch Officers

* Secretary of the Office of Policy and Management	Benjamin Barnes
* Acting Commissioner of Public Works	Jonathan Holmes
Commissioner of Transportation	Jeffrey A. Parker

Legislative Branch Officers

President Pro Tempore of the Senate	Sen. Donald E. Williams, Jr.
Speaker of the House of Representatives	Rep. Christopher G. Donovan
* Co-chairpersons of the Joint Standing Committee on Finance, Revenue and Bonding	Sen. Eileen M. Daily Rep. Patricia M. Widlitz
* Ranking Minority Members of the Joint Standing Committee on Finance, Revenue and Bonding	Sen. Andrew W. Roraback Rep. Sean Williams
Auditors of Public Accounts	John C. Geragosian Robert M. Ward

* Denotes member of the State Bond Commission

PART III
February 23, 2011

ANNUAL INFORMATION STATEMENT OF THE STATE OF CONNECTICUT

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INTRODUCTION

This Annual Information Statement of the State of Connecticut (the “State”) contains certain information which a potential investor might consider material in reaching a decision to invest in securities of the State. All quotations from and summaries and explanations of provisions of laws of the State contained in this Annual Information Statement do not purport to be complete and are qualified in their entirety by reference to the official compilation thereof.

The information included in this Annual Information Statement is organized as follows:

The State of Connecticut comprises a brief introductory summary of the governmental organization of the State and the services it provides, as well as a historical overview of the State’s economic performance. A more detailed discussion of these topics, including additional information, is contained in **Appendices III-A and III-B** to this Annual Information Statement.

Financial Procedures discusses the legal and administrative processes, procedures and policies that generally apply to all State funds.

State General Fund discusses the State’s General Fund, which is the source of financing for most operating activity of the State. The discussion includes both prospective and historic information about the General Fund. Additional information regarding General Fund activity is included in **Appendices III-C, III-D and III-E** to this Annual Information Statement.

State Debt describes the procedures for the authorization of the State to incur debt and the various ways in which the State may borrow funds to finance State functions. This section provides both current and historical information about the State’s borrowing practices and State indebtedness.

Other Funds, Debt and Liabilities provides an overview of certain activities of the State which are not accounted for in the General Fund. These include the budget and debt of the Special Transportation Fund, certain special revenue funds and debt, contingent liability debt, and other debt service and contractual commitments. Certain additional information regarding these other funds, debt and liabilities of the State is included in **Appendix III-C** to this Annual Information Statement.

Pension and Retirement Systems describes the major pension and retirement systems of the State. Additional information regarding these systems is included in **Appendix III-C** to this Annual Information Statement.

Litigation comprises a summary of pending legal actions in which the fiscal impact of an adverse decision may not be determined at this time and the Attorney General is unable to opine that a final judgment against the State in such suits would not materially adversely affect the State’s financial position.

Appendices III-A through III-E to this Annual Information Statement contain detailed information relating to the information summarized in the Annual Information Statement and should be read in their entirety with the other information contained therein.

This Annual Information Statement will constitute **Part III** to Official Statements of the State prepared in connection with the offering of certain bonds of the State and should be read in its entirety together with **Part I** and **Part II**, if any, of such Official Statement. The Annual Information Statement speaks only as of its date. For more current information, potential investors should read **Part II - Information Supplement**, if any, or should contact the State directly as described in **Part I - Information Concerning the Bonds**, under the caption **ADDITIONAL INFORMATION**.

THE STATE OF CONNECTICUT

Governmental Organization and Services

The State Constitution divides the functions and powers of State government into three distinct branches, referred to in the Constitution as “departments”. The State government’s legislative, executive and judicial functions and powers are vested in the legislative department, the executive department and the judicial department, respectively.

In addition to the State government, a number of other governmental bodies exist in Connecticut. These bodies include: State-wide and regional special purpose authorities, districts and similar bodies, 169 cities and towns, and numerous local special purpose authorities, districts and similar bodies. County government was functionally abolished in Connecticut in 1960. Local governmental functions are generally performed by the 169 cities and towns, or by special purpose authorities, districts and similar bodies located within these cities and towns. In certain instances, regional bodies perform governmental functions that would otherwise be performed at the local level.

Services provided by the State or financed through State appropriations are classified under one of ten major government function headings or are classified as “non-functional”. The major function headings are: Human Services; Education, Libraries and Museums; Non-Functional (debt service and miscellaneous expenditures including fringe benefits); Health and Hospitals; Corrections; General Government; Judicial; Regulation and Protection; Conservation and Development; and Legislative. These function headings apply to the General Fund as well as to other funds of the State which are used to account for appropriated moneys. State expenditures for the Department of Transportation are primarily paid from the Transportation Fund, not the General Fund. For budgetary purposes, State agencies, boards, commissions and other bodies are each assigned to one of the function headings.

A detailed discussion of the organization of State government, including information on state employees, as well as services provided at the various levels of government in the State, is included as **Appendix III-A** to this Annual Information Statement.

State Economy

Connecticut is a highly developed and urbanized state. It is situated directly between the financial centers of Boston and New York. Connecticut is located on the northeast coast and is the southernmost of the New England States. It is bordered by Long Island Sound, New York, Massachusetts and Rhode Island. More than one-quarter of the total population of the United States and more than 50% of the Canadian population live within 500 miles of the State. The State’s population grew at a rate which exceeded the United States’ rate of population growth during the period 1940 to 1970, and slowed substantially during the past four decades. The State has extensive transportation and utility services to support its economy.

Connecticut’s economic performance is measured by personal income, which has been among the highest in the nation, and gross state product (the market value of all final goods and services produced by labor and property located within the State), which demonstrated slower growth in the early 2000s, but expanded at a healthy pace in 2004, surpassing the New England growth rates for the period from 2000 to 2009. Since then, Connecticut’s annual growth in gross state product has mostly performed better than the New England region, but mostly slower than the Nation. Connecticut’s nonagricultural employment reached a high in the first quarter of 2008 with 1,710,170 persons employed, but began declining with the onset of the recession falling to 1,612,000 jobs by the fourth quarter of 2009.

A detailed summary of economic resources including population information and services, and economic performance indicators, including personal income, gross state product and employment in the State is included as **Appendix III-B** to this Annual Information Statement.

FINANCIAL PROCEDURES

The Budgetary Process

Balanced Budget Requirement. In November 1992 electors approved an amendment to the State Constitution providing that the amount of general budget expenditures authorized for any fiscal year shall not exceed the estimated amount of revenue for such fiscal year. This amendment also provides a framework for a cap on budget expenditures. The General Assembly is precluded from authorizing an increase in general budget expenditures for any fiscal year above the amount of general budget expenditures authorized for the previous fiscal year by a percentage which exceeds the greater of the percentage increase in personal income or the percentage increase in inflation, unless the Governor declares an emergency or the existence of extraordinary circumstances and at least three-fifths of the members of each house of the General Assembly vote to exceed such limit for the purposes of such emergency or extraordinary circumstances. The constitutional limitation on general budget expenditures does not include expenditures for the payment of bonds, notes or other evidences of indebtedness. There is no statutory or constitutional prohibition against bonding for general budget expenditures.

The Supreme Court has ruled that the provisions of the constitutional budget cap require the passage of additional legislation by a three-fifths majority in each house of the General Assembly, which has not yet occurred. In the interim, the General Assembly has been following a provision of the General Statutes, which contains the same budget cap as the constitutional amendment. In addition to the exclusion of debt service from the budget cap, this statute also excludes statutory grants to distressed municipalities, expenditures to implement federal mandates and court orders in the first fiscal year in which such expenditures are authorized, and payments from surplus for certain debt retirement and additional state employee pension contributions.

Biennium Budget. The State's fiscal year begins on July 1 and ends June 30. The General Statutes require that the budgetary process be on a biennium basis. The Governor is required to transmit a budget document to the General Assembly in February of each odd-numbered year setting forth the financial program for the ensuing biennium with a separate budget for each of the two fiscal years and a report which sets forth estimated revenues and expenditures for the three fiscal years after the biennium to which the budget document relates. In each even-numbered year, the Governor must prepare a report on the status of the budget enacted in the previous year with any recommendations for adjustments and revisions, and a report, with revisions, if any, which sets forth estimated revenues and expenditures for the three fiscal years after the biennium in progress.

Budget Document. By statute the budget document consists of four parts. Part I is the Governor's budget message, and contains the Governor's program for meeting the expenditure needs of the State as well as financial statements detailing the condition of State debt, the financial position of all major State operating funds, recommended appropriations and State revenues on an actual basis for the last completed fiscal year and on an estimated basis for the fiscal year in progress and the fiscal years to which the budget relates. If a budget deficit or surplus is projected, the Governor will recommend the manner in which the deficit will be met or surplus used. The Governor's recommended appropriations from the General Fund and all special and agency funds comprise Part II of the budget document. Appropriations are set forth for meeting the cost of each major function and program. An accounting of federal funds and recommendations for the capital program are also included. Part III of the budget document is based on the consensus revenues described below under **Consensus Revenue Estimates** and consists of drafts of appropriations and revenue bills to carry out the Governor's budget recommendations. In Part IV of the budget, the Governor makes recommendations concerning the State's economy and analyzes the impact on the economy of the proposed spending and revenue programs.

Preparation of the Budget. Formulation of the budget document commences with the preparation of estimates of expenditure requirements for each fiscal year of the next biennium by the administrative head of each budgeted agency. These estimates are submitted on or before September 1 of each even-numbered year to the Office of Policy and Management ("OPM") and to the joint legislative standing committee on

appropriations and the committee having cognizance of matters relating to such budgeted agency. In odd-numbered years, each agency submits its recommended adjustments or revisions of such estimates. In addition, the administrative head of each budgeted agency transmits to the Office of Fiscal Analysis copies of the agency's monthly status reports relating to finances, personnel, and nonappropriated moneys. A detailed statement showing revenue and estimated revenue for the current fiscal year and estimated revenue for the next fiscal year, and in the even-numbered year, for the next biennium, must also be submitted by such agency heads to OPM on or before September 1 and the joint legislative standing committee on finance on or before November 15. Upon receipt of such agency reports, it is OPM's practice to prepare a preliminary budget report.

Adoption of the Budget. The budget document, as finally developed by the Governor with the assistance of OPM, is published and transmitted to the General Assembly in February of each odd-numbered year. A report summarizing recommended adjustments or revisions is submitted by the Governor to the General Assembly in even-numbered years. The Governor or a representative then appears before the appropriate committee of the General Assembly to explain and address questions concerning the budget document or reports. Prior to June 30 of each odd-numbered year, the General Assembly generally enacts one bill making all appropriations for the next two fiscal years and setting forth revenue estimates for those years. Subsequent appropriations or revenue bills are occasionally passed.

Line Item Veto. Under the State Constitution, the Governor has the power to veto any line of any itemized appropriations bill while at the same time approving the remainder of the bill. A statement identifying the items so disapproved and explaining the reasons therefor must be transmitted with the bill to the Secretary of the State and, when in session, the General Assembly. The General Assembly may separately reconsider and repass such disapproved appropriation items by a two-thirds vote of each house.

Consensus Revenue Estimates. Beginning October 15, 2009 the Office of Policy and Management and the legislature's Office of Fiscal Analysis are required by statute to issue consensus revenue estimates each year by October 15. The estimates must cover a five-year period that includes the current biennium and the three following fiscal years. It also requires the two offices, by January 15 and April 30 each year, to issue either (1) a consensus revision of their previous estimate or (2) a statement that no revision is needed. If the two agencies cannot arrive at a consensus estimate, they must issue separate ones. In such a case, the Comptroller must issue the consensus estimate based upon the separate estimates. The Comptroller's estimate must equal one of the separate estimates or fall between the two.

Fiscal Accountability Report. Beginning November 2005, by November fifteenth annually, the Secretary of the Office of Policy and Management and the director of the legislative Office of Fiscal Analysis each submit the following to the joint standing committees of the General Assembly having cognizance of matters relating to appropriations and the budgets of State agencies and to finance, revenue and bonding: (1) an estimate of State revenues, expenditures and ending balance for each fund, for the current biennium and the next ensuing three fiscal years, and the assumptions on which such estimates are based; (2) the projected tax credits to be used in the current biennium and the next ensuing three fiscal years, and the assumptions on which such projections are based; (3) a summary of any estimated deficiencies in the current fiscal year, the reasons for such deficiencies, and the assumptions upon which such estimates are based; (4) the projected balance in the Budget Reserve Fund at the end of each uncompleted fiscal year of the current biennium and the next ensuing three fiscal years; (5) the projected bond authorizations, allocations and issuances in each of the next ensuing five fiscal years and their impact on the debt service of the major funds of the State; (6) an analysis of revenue and expenditure trends and of the major cost drivers affecting State spending, including identification of any areas of concern and efforts undertaken to address such areas, including efforts to obtain federal funds; and (7) an analysis of possible uses of surplus funds, including the Budget Reserve Fund, debt retirement and funding of pension liabilities.

By November 30, annually, the legislative committees then meet with the Secretary of the Office of Policy and Management and the Director of the legislative Office of Fiscal Analysis to consider the submitted reports.

Financial Controls

Expenditures. The financial control procedures utilized by the State in the expenditure of State funds are described below and may be generally summarized as follows: initially, the legislature appropriates funds for a particular purpose; such funds must then be allotted for such purpose by the Governor; and thereafter such funds are encumbered by the Comptroller upon the request of the responsible State agency. Once this appropriation, allotment and encumbrance procedure (which may be modified as described below) has been completed, State funds are paid by the Treasurer only upon a warrant, draft or order of the Comptroller drawn at the request of the responsible agency. Certain receivables from the federal government or other sources do not require allotment by the Governor.

Governor's Role. Before an appropriation for a budgeted agency becomes available for expenditure the agency must submit to the Governor through the Secretary of OPM, not less than 20 days before the beginning of the fiscal year for which the appropriation is made, a requisition for the allotment of funds needed for each quarter of the fiscal year. Appropriations for capital outlays may be allotted in any manner the Governor deems advisable. The Governor may reduce the budget allotment request by not more than three percent of the total appropriation from any fund or not more than five percent of any appropriation under certain circumstances. Such allotments are subject to further modification by the Governor throughout the course of the fiscal year if conditions warrant. The Governor is not authorized to reduce allotment requisitions or allotments in force concerning aid to municipalities or any budgeted agency of the legislative or judicial branch, except that the Governor may propose an aggregate allotment reduction of a specified amount for the legislative or judicial branch.

Comptroller's Role. The Comptroller is responsible for keeping an account in connection with each appropriation. No warrant, draft or order may be issued by the Comptroller in excess of the available balance of the applicable account unless the General Assembly has passed a deficiency bill for the purpose or unless such appropriation has been increased by the Governor in the limited circumstances of emergency expenditures or allotment modifications as authorized by statute. The Comptroller is required to issue cumulative monthly financial reports concerning the State General Fund.

Treasurer's Role. Each warrant, draft or order upon the Treasurer must specify the particular appropriation against which it is drawn, and no money may be paid by the Treasurer absent such specification. The Treasurer is required to honor all warrants, drafts and orders properly drawn by the Comptroller. The Treasurer also has primary responsibility for the investment of State funds and the issuance of debt of the State.

By statute, the Treasurer may not pay compensation, expenses or fees or otherwise enter into contractual arrangements with any firm providing legal services, investment banking services, investment advisory services, underwriting services, financial advisory services or brokerage firm services if such firm, through its political committee or certain managerial level officers or employees, makes or solicits contributions to any committee established by a candidate for nomination or election to the Office of Treasurer of the State. The statute also prohibits the making or solicitation of contributions by such firms.

Use of Appropriations. No appropriation or part thereof may be used for any purpose other than for the purpose for which it was made, except with respect to certain transfers and revisions of appropriations permitted to be made by the Governor with the concurrence of the Finance Advisory Committee, composed of members of the executive and legislative departments. Civil sanctions may be imposed pursuant to statute upon persons who willfully expend or authorize the expenditure of State funds for any purpose in excess of the amount specifically appropriated for such purpose.

Unexpended Appropriations. All unexpended balances of appropriations for each fiscal year lapse on the last day of such fiscal year and revert to the unappropriated surplus of the fund from which the appropriations were made, except for certain continuing appropriations. Such continuing appropriations include those continued for a one-month period in the case of programs which were not renewed the succeeding year, those continued for the entire succeeding year in the case of highway and other capital construction projects, and limited amounts for certain special programs.

Unappropriated Surplus – Budget Reserve Fund. The State Constitution provides that any resulting unappropriated surplus shall be used to fund a budget reserve fund, to reduce bonded indebtedness or for any other purpose authorized by at least three-fifths of each house of the General Assembly. The General Statutes provide that the Treasurer shall transfer any unappropriated surplus in the General Fund to a budget reserve fund, unless otherwise directed by law. When the amount in the budget reserve fund in any fiscal year equals 10 % of the net General Fund appropriations, no further transfers shall be made by the Treasurer.

After the accounts for the fiscal year are closed, beginning with the fiscal year ending June 30, 2010, and each fiscal year thereafter, until and including the fiscal year ending June 30, 2017, if the Comptroller determines there exists an unappropriated surplus in the General Fund, the amount of any such surplus is first to be used for redeeming prior to maturity any outstanding economic recovery notes issued to fund the deficit in the General Fund for the fiscal year ending June 30, 2009, and any amount beyond that required to redeem such notes shall be used to reduce the obligations of the State under the financing plan to provide revenues for the fiscal year ending June 30, 2011. By statute, the Treasurer was directed to transfer (i) and did transfer, \$1,278.5 million from the budget reserve fund to the resources of the General Fund to be used as revenue for the fiscal year ending June 30, 2010 and (ii) \$103.2 million from the budget reserve fund to the resources of the General Fund to be used as revenue for the fiscal year ending June 30, 2011. These transfers reduced the budget reserve fund to \$0.0.

Revenues. The Treasurer superintends the collection and receipt of all taxes and revenues belonging to the State, and is authorized to deposit the same in any qualified public depository as defined by statute. Each State department, institution, board, commission or other State agency and any official or employee thereof that receives any money for revenue of the State must, within 24 hours of its receipt or within seven days of receipt for amounts less than \$500, account for and pay the same to the Treasurer or, with the approval of the Treasurer and the Comptroller, deposit the same in an account in a qualified public depository in the name of the State or in the name of the public official as such official. The Treasurer is authorized to make exceptions to the limitations on amounts and timing of payments or deposits of receipts provided the Treasurer files a written statement of such exception with the Comptroller and the State's Auditors of Public Accounts. Any public official who deposits funds or moneys in an account in the name of the State or in such official's name must submit a list of all such accounts as of the preceding June 30 to the Treasurer and the Comptroller not later than September 1 of each year.

Accounting Procedures

Financial statements of the State are prepared annually on a modified cash basis of accounting for all civil list funds. The Comptroller prepares the statements for submission to the Governor by September 1 of each year, unless extended by State law. The State's Auditors of Public Accounts must audit the books and accounts of the Treasurer and the Comptroller at least annually and have discretion to audit them at more frequent intervals.

At the present time the State is not required to prepare financial statements in accordance with generally accepted accounting principles ("GAAP") and does not prepare GAAP statements on an interim basis. However, since 1988 the State has issued comprehensive annual financial reports in accordance with the guidelines established by the Governmental Accounting Standards Board. These reports include audited annual financial statements prepared in accordance with GAAP. Effective with the fiscal year commencing July 1, 2008, the Comptroller, in the Comptroller's sole discretion, may initiate a process intended to result in

the implementation of GAAP as prescribed by the Governmental Accounting Standards Board, with respect to the preparation and maintenance of the annual financial statements of the State now prepared on a modified cash basis, by making incremental changes consistent with GAAP.

As specifically permitted by statute or decision of the Comptroller, the only present modifications from the cash basis in recording revenues under the modified cash method are: (1) the accrual of sales and use taxes to be received for the calendar quarter ending at the close of such fiscal year as estimated by the Secretary of OPM; (2) the accrual of cigarette tax revenue received by the Commissioner of Revenue Services no later than five business days after the last day of July immediately following the end of such fiscal year; (3) the accrual of alcoholic beverage tax revenue received by the Commissioner of Revenue Services no later than five business days after the last day of July immediately following the end of such fiscal year; (4) the accrual of motor fuels tax revenue and motor carrier road tax revenue on all fuel sold or used prior to the end of such fiscal year and received by the Commissioner of Revenue Services no later than five business days after the last day of July immediately following the end of such fiscal year; (5) the accrual of utility company tax revenue and tax revenue on gross earnings from the sale of petroleum products which is received by the Commissioner of Revenue Services no later than five business days after the last day of July immediately following the end of such fiscal year; (6) the accrual of corporation business tax revenue received by the Department of Revenue Services no later than five business days after the fifteenth day of August immediately following the end of such fiscal year through the 2006-07 fiscal year and, pursuant to the Comptroller's constitutional powers under Section 24, Article Fourth of the Connecticut State Constitution and her statutory powers under Public Act No. 08-111, the last day of July for fiscal year 2007-08 and thereafter; (7) the accrual of income tax revenue received by the Commissioner of Revenue Services no later than five business days after the last day of July immediately following the end of such fiscal year; (8) the accrual of nursing home provider tax received by the Commissioner of Revenue Services no later than five business days after the last day of July immediately following the end of such fiscal year; (9) the accrual of payments received from any Indian tribe, pursuant to a memorandum of understanding, received by the Treasurer no later than the last day of July immediately following the end of such fiscal year; (10) the accrual of real estate conveyance tax revenue received by the Commissioner of Revenue Services no later than five business days after the last day of July immediately following the end of such fiscal year; and (11) the recording as grants receivable of certain amounts of restricted grants for which the State has the contractual right to be reimbursed by the federal government or other parties.

Expenditures are recorded on a cash basis in the fiscal year in which they are made. Such expenditures are so recorded by the Comptroller when the Comptroller draws and serves a warrant on the Treasurer. Those instances in which warrants are drawn at the close of a fiscal year can, because of required processing time, result in disbursements made after the beginning of the following fiscal year. Certain appropriations which have not lapsed are reflected in the balance sheet through a reserve for continuing appropriations.

The modified cash basis of accounting used for statutory financial reporting and the modified accrual basis used for GAAP financial reporting are different and, as a result, often produce varying financial results, primarily because of differences in the recognition of revenues and expenditures. For example, for statutory reporting purposes, the State's bi-weekly payroll expenditures are recognized in the fiscal year in which employees are paid, while for GAAP purposes they are recognized in the fiscal year in which the services are performed, resulting in GAAP accrual of expenditures for work performed through June 30 but not paid until the following fiscal year. Similarly, the modified accrual basis used for GAAP financial reporting recognizes additional federal and other grant moneys as revenues which are not so recognized in the modified cash basis of accounting.

The Treasurer is required to submit to the Governor and the Investment Advisory Council, by December 31 of each year, audited financial statements of the State's combined investment funds, and financial statements of the Short Term Investment Fund, the Second Injury Fund, and the Tax Exempt Proceeds Fund for the prior fiscal year. The Treasurer is also required to submit a monthly report to certain

legislative members and the Office of Fiscal Analysis which includes among other items, a weekly list of the State's cash balance, a year to date total of authorized but unissued bonds, debt instruments or commercial paper of the State, and the amounts in the State's common cash fund.

In July 2003 the State implemented the first phase of a new, fully integrated, Internet based, financial management and human resources system called Core-CT. The system was rolled out in phases by applications over a period of time between July 2003 and July 2007. The new system provides a single point of entry for all State financial, human resources and payroll data. Core-CT was implemented coincident with an unanticipated and significant downsizing of the State's workforce between 2002 and 2003, resulting in significantly reduced staffing levels in State agency business and financial offices. This left the State with the task of implementing the most ambitious upgrade to its financial systems in history with a smaller and less experienced workforce. In addition, as with the implementation of any large-scale information technology system, Core-CT experienced some initial difficulties. Software anomalies were detected, certain application processing was slow, and some users did not fully understand the new coding conventions and accounting entries required for system processing. These problems were aggravated by technical complications relating to an interface to Core-CT from a new revenue management system implemented in January 2004 at the Department of Revenue Services. While this system is not part of Core-CT, it must interface effectively with Core-CT applications. The implementation problems with the Core-CT financial management software system caused a delay in the preparation of financial statements and reports for fiscal years 2004-05 and 2005-06. The initial Core-CT implementation problems outlined above have been resolved.

The audited legal accounting basis (modified cash) financial statements and the audited financial statements of the State prepared in accordance with generally accepted accounting principles (GAAP) for the fiscal year ending June 30, 2010 appear in **Parts III-C and III-D**.

Investment and Cash Management

Treasurer's Role. The Treasurer has the investment responsibility for all funds of the State and functions as the trustee of all State pension, retirement and trust funds. The Treasurer is authorized to invest or reinvest funds under the control of the Treasurer in United States government or agency obligations, shares or interests in an investment company or trust registered under the Investment Company Act of 1940, whose portfolio is limited to obligations of the United States, its agencies or instrumentalities, or repurchase agreements fully collateralized by such obligations, United States postal service obligations, certificates of deposit, commercial paper, savings accounts and bank acceptances. The Treasurer may also invest funds, excluding civil list funds, in the sale or acquisition of securities or obligations which the Treasurer is authorized to sell or acquire for purposes of any combined investment fund, subject to repurchase agreements with any securities dealer or bank included in the list of primary dealers prepared by the Federal Reserve Bank of New York. The Treasurer is also authorized to invest all or any part of any sinking fund in bonds in which savings banks may legally invest, provided such bonds mature prior to maturity of the bonds of the State which are outstanding. The Treasurer is required to report by December 31 annually to the Governor and the Investment Advisory Council as to the activities of the Office of the Treasurer for the preceding fiscal year.

Cash Management. The cash management system and the investment by the Treasurer of all State monies are based on the concept of available cash. The common cash pool, a component of the State's available cash, is comprised of the operating cash of most State funds, including the General Fund and the Budget Reserve Fund. All banks holding major account balances for the State Treasury report these balances daily, enabling the Treasurer to maintain adequate cash to meet anticipated demands and to keep unneeded balances fully invested.

Short Term Investment Fund. The Short Term Investment Fund ("STIF") is a combined investment pool of high quality, short term money market instruments which is the primary investment vehicle for the temporarily surplus cash of all funds of which the Treasurer is custodian and/or trustee, except certain bond funds, State pension funds and selected trust funds. All agencies, instrumentalities and political subdivisions

of the State are permitted to invest in STIF. The State is responsible to these governmental entities to manage their deposits and accumulated earnings in a prudent manner. Individual participants in STIF can add or withdraw monies on a daily basis with interest earned from date of deposit to date of withdrawal. The primary investment objectives of STIF are the preservation of principal and the provision of liquidity to meet participants' daily cash flow needs, while seeking to earn competitive yields. STIF is managed in accordance with the investment guidelines established by the Treasurer. These investment guidelines prohibit investment in derivative securities other than floating rate securities which vary in the same direction as individual short term money market indices, and limit the ability to enter into reverse repurchase agreements to amounts not to exceed five percent (5%) of the STIF's net assets at the time of execution. Shares of the Short Term Investment Fund are rated "AAAm" by Standard & Poor's.

Medium Term Investment Fund. A 1997 statute created the Medium-Term Investment Fund. The Treasurer may purchase participation units of the fund for all trusts and other funds for which the Treasurer has investment responsibility. The Treasurer may sell participation units in the Medium-Term Investment Fund to all agencies, authorities, instrumentalities and political subdivisions of the State. The Treasurer is authorized to invest and reinvest funds of the Medium-Term Investment Fund in obligations of the United States government and its agencies and instrumentalities, certificates of deposit, commercial paper, corporate debt securities, savings accounts and bankers' acceptances, repurchase agreements collateralized by such securities, and investment funds or pools comprised of securities in which the Medium-Term Investment Fund may directly invest. The Medium-Term Investment Fund was implemented in September 2006.

Other Funds. Up to \$100 million of the state's operating cash may be invested in certificates of deposit of community banks and credit unions, pursuant to CGS 3-24k. In addition, investments are made in individual securities pursuant to CGS 3-31a. Allowable investments under CGS 3-31a include United States government and agency obligations, shares or interests in an investment company or investment trust registered under the Investment Company Act of 1940, whose portfolio is limited to obligations of the United States, its agencies or instrumentalities, or repurchase agreements collateralized by such obligations, certificates of deposit, commercial paper, savings accounts, and bank acceptances. The Treasurer has adopted guidelines for investments made under CGS 3-31a, which specify credit and diversification standards, and limit individual security maturities to three years and the total amount invested to \$900 million.

Investment of Bond Proceeds. Proceeds of bonds are accounted for in various general obligation bond funds. All invested assets of the bond funds are invested in STIF or TEPF. Bond proceeds are expended in accordance with the authorization and allotment procedure of the State Bond Commission and the Governor, respectively. Assets of the bond funds may from time to time be released temporarily to the common cash pool in accordance with the State's overall cash flow needs. Under the State's accounting system, release of the assets of the bond funds to the common cash pool is reflected in the accounts of the bond funds as an uninvested cash balance. That accounting balance can be reduced only when an approved payment for an expenditure is charged to the bond funds. In no case does the release of bond fund assets to the common cash pool alter the timing or the extent of expenditures for the purposes for which the bonds were issued.

Tax Exempt Proceeds Fund. Under the terms of the General Statutes the Treasurer has facilitated the establishment of the Tax Exempt Proceeds Fund, Inc. ("TEPF"), a diversified, open-end management investment company, registered under the Investment Company Act of 1940, whose investment objectives are to provide its investors with high current interest income exempt from federal income taxes, preservation of capital and maintenance of liquidity. TEPF will only invest in securities that qualify as an investment in "tax-exempt bonds" as defined in Section 150(a)(6) of the Internal Revenue Code of 1986, as amended (the "Code") and amplified in Treasury Department Regulations. Therefore, shareholders of TEPF that are tax-exempt bond issuers are expected to be exempt from the arbitrage rebate provisions of the Code. TEPF seeks to achieve its objectives by investing primarily in a liquid money market portfolio of short-term, high quality, tax-exempt, fixed rate and variable rate obligations issued by states, municipal governments and by public authorities, and in participation interests therein issued by banks, insurance companies or other financial institutions that meet this federal income tax definition. The TEPF seeks to maintain a constant net asset value

of \$1.00 per share. TEPF's investment policies were developed for the particular federal income tax needs of entities that are issuers of tax-exempt state and local bonds, such as states and municipalities and their authorities, agencies, instrumentalities and subdivisions. All recipients of any grant or loan monies of the State funded from Connecticut tax-exempt bond proceeds must invest such monies in TEPF, unless the Treasurer waives this requirement upon a determination that a waiver will not adversely affect the tax-exempt status of State bonds, notes or other evidences of indebtedness. The State may, from time to time, deposit bond proceeds of the State in TEPF. Reich & Tang Asset Management, LLC acts as investment manager of TEPF and a Board of Directors is responsible for TEPF's overall management and supervision.

Investment Advisory Council. All trust fund investments by the Treasurer are reviewed by the Investment Advisory Council, comprised of the Treasurer and the Secretary of OPM as ex officio members, five members of the public with experience in investment matters, three representatives of the teachers' union and two representatives of the State employees' unions. The Treasurer, with the approval of the Council, adopts an Investment Policy Statement for trust funds. The Governor may direct the Treasurer to change any investments when in the judgment of the Council such action is in the best interest of the State. At the close of each fiscal year a report is submitted to the Governor on the value of all security investments of the State.

Investment of Pension Funds. Eleven investment funds serve as the investment medium for the various pension, retirement and trust funds of which the Treasurer is the trustee. They are the Mutual Equity Fund, the Developed Markets International Stock Fund, the Emerging Markets International Stock Fund, the Core Fixed Income Fund, the Inflation Linked Bond Fund, the Emerging Markets Debt Fund, the High Yield Debt Fund, the Private Investment Fund, the Real Estate Fund, the Liquidity Investment Fund and the Alternative Investment Fund. The pension, retirement and trust funds acquire units, in varying proportions depending on the investment policies of the funds, in one or more of the eleven investment funds. By statute no more than 60% of any of the State's trust funds may be invested in common stock and if market fluctuations cause this limit to be exceeded, after six months no more than 65% of the State's trust funds may remain invested in common stock. Other than these limits, the statutes of the State permit investment in securities under the "Prudent Investor" rule. See also **PENSION AND RETIREMENT SYSTEMS** herein.

STATE GENERAL FUND

The State finances most of its operations through its General Fund. However, certain State functions, such as the State's transportation budget, are financed through other State funds. See **OTHER FUNDS, DEBT AND LIABILITIES** herein. For budgetary purposes, the State's General Fund is accounted for on a modified cash basis of accounting (the "budgetary-basis"), which differs from generally accepted accounting principles ("GAAP"). For an explanation of the differences between the budgetary-basis and GAAP based accounting, see **FINANCIAL PROCEDURES — Accounting Procedures** herein. The State is not presently required to prepare GAAP financial statements, although it has prepared such statements annually since 1988. GAAP based audited financial statements for all civil list funds of the State for the fiscal year ending June 30, 2010 are included as **Appendix III-C** to this Annual Information Statement. The State gives no assurance that it will continue to prepare GAAP based financial statements in the future. Budgetary-basis financial statements for the General Fund audited for the fiscal years ending June 30, 2006 through June 30, 2010 are included in **Appendix III-D** to this Annual Information Statement. The revised adopted budget and audited final budgetary-basis results for the fiscal year ending June 30, 2010, the adopted and estimated (as of January 31, 2011) budgets for the fiscal year ending June 30, 2011 and the Governor's proposed budget for the fiscal years ending June 30, 2012 and June 30, 2013 are included as **Appendix III-E** to this Annual Information Statement. Unless otherwise stated, amounts set forth in the discussion which follows under this caption **STATE GENERAL FUND** refer to such amounts as calculated on the budgetary-basis of accounting.

General Fund Revenues

Forecasted, Adopted and Historical Revenues

Procedure For Forecasting Revenues. Revenue forecasting in Connecticut incorporates a blend of econometric modeling and economic advice obtained from an array of expert sources. Some of these major sources include: "Blue Chip Economic Indicators" which is a compilation of the consensus forecast for major national economic indicators from the top 50 economic and financial institutions; Moody's Economy.com, a nationally recognized econometric forecasting firm; and "The Connecticut Economy," a University of Connecticut quarterly review written and edited by widely known State economists.

Because of the vast number of variables that can impact the revenue forecast, the State considers forecasting to be a process and not a product. While the economic data from available sources is analyzed and used to anticipate overall direction and trends, the revenue forecast is generated through a consensus interpretation of all available data. Annual revenue estimates from the beginning of each year attempt to account for possible variations in economic activity during the year. Periodic economic data, such as seasonal adjustments to estimated personal income growth, or a monthly drop in employment, are analyzed on an on-going basis. Adjustments are made when the aggregate values of such changes deviate beyond tolerable levels from aggregate and historical estimates. The State believes that the process followed in developing Connecticut's revenue forecast is consistent with approaches taken in many other states.

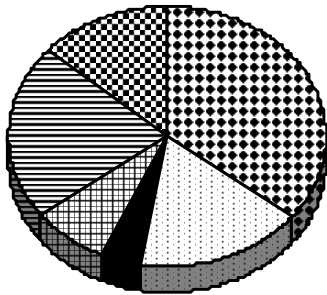
Fiscal Year 2009-2010 and 2010-2011 Adopted Revenues. General Fund revenues as forecasted at the adoption of the revised budget for the fiscal years ending June 30, 2010 and June 30, 2011 ("Adopted Revenues") are reflected in **Appendix III-E** to this Annual Information Statement. The State, as of the forecast date, expected to derive approximately 61.8 percent and 63.0 percent, respectively, of its General Fund revenues from taxes during the 2009-10 fiscal year and the 2010-11 fiscal year. The revised adopted budget and the final budgetary-basis results for the fiscal year ending June 30, 2010, the revised adopted budget and the estimated budgetary basis results (as of January 31, 2011) for the fiscal year ending June 30, 2011 are included in **Appendix III-E** to this Annual Information Statement.

General Fund revenues are derived primarily from the collection of State taxes, including the personal income tax, the sales and use tax and the corporation business tax. Miscellaneous fees, receipts, transfers and unrestricted Federal grants account for most of the other General Fund revenue. A summary of anticipated

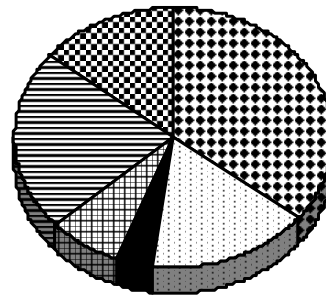
General Fund revenue sources based on the Adopted Revenues, for the fiscal years ending June 30, 2010 and June 30, 2011, are set forth below:







Adopted General Fund Revenues (In Millions)







Adopted Revenues 2009-2010
\$17,372.4^(a)



Adopted Revenues 2010-2011
\$17,667.4^(a)



	Personal Income Tax	\$ 6,630.7	35.6%
	Sales and Use Tax	3,166.7	17.0%
	Corporate Business Tax	721.6	3.9%
	Other Taxes ^(b)	1,498.5	8.1%
	Unrestricted Federal Grants	4,051.8	21.8%
	Other Non-Tax Revenues ^(c)	2,536.3	13.6%

	Personal Income Tax	\$ 6,682.5	35.4%
	Sales and Use Tax	3,164.9	16.8%
	Corporate Business Tax	662.9	3.5%
	Other Taxes ^(b)	1,431.2	7.6%
	Unrestricted Federal Grants	4,256.0	22.6%
	Other Non-Tax Revenues ^(c)	2,660.0	14.1%

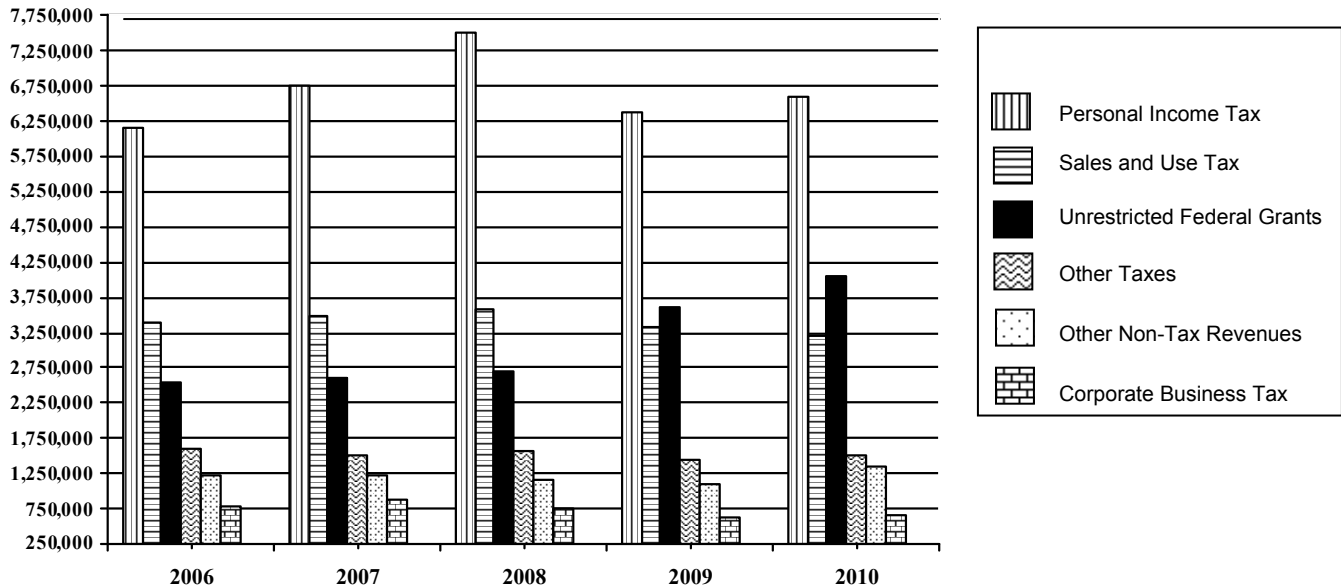
Note: Totals may not add to 100% due to rounding.

- (a) The pie charts reflect the total of the listed tax and revenue amounts of \$18,606.3 million for fiscal year 2009-10 and \$18,857.5 million for fiscal year 2010-11 and do not reflect tax refunds and transfers to other funds of \$1,233.9 million for fiscal year 2009-10 and \$1,190.1 million for fiscal year 2010-11. See **Appendix III-E** for anticipated adjustments to adopted tax revenues.
- (b) Other taxes are comprised of inheritance and estate taxes, taxes on gross receipts of public service corporations, on net direct premiums of insurance companies, on oil companies, on cigarettes and alcoholic beverages, on real estate transfers, on admissions and dues, on nursing home providers and other miscellaneous taxes. See **Appendix III-E**.
- (c) Other non-tax revenues are comprised of special revenue transfers, Indian gaming payments, licenses, permits and fees, sales of commodities and services, rents, fines and escheats, investment income, other miscellaneous revenues and designated Tobacco Settlement Revenues and special transfers to the resources of the General Fund. See **Appendix III-E**.

SOURCE: Public Act No. 09-3 of the June 2009 Special Session; Public Act No. 09-8 of the September 2009 Special Session; Public Act No. 09-7 of the September 2009 Special Session; Public Act No. 09-5 of the September 2009 Special Session; Public Act No. 10-3 and Public Act No. 10-179 of the February Session; Public Act No. 10-1 of the June Special Session; and Public Act No. 10-2 of the June Special Session.

Historical General Fund Revenues. Actual General Fund revenues for the fiscal years ending June 30, 2006 through 2010 are set forth in **Appendix III-D** to this Annual Information Statement. A summary of the composition of General Fund gross revenues for the last five fiscal years is illustrated below:

General Fund Revenues^(a)
Fiscal Year Ending June 30
(In Thousands)



	<u>2006</u>	<u>2007</u>	<u>2008</u>	<u>2009</u>	<u>2010</u>
Taxes:					
Personal Income Tax	\$ 6,156,373	\$ 6,749,462	\$ 7,512,688	\$ 6,385,856	\$ 6,586,099
Sales Tax	3,401,966	3,496,110	3,582,317	3,318,752	3,203,988
Corporate Business Tax	787,702	890,730	733,942 ^(e)	615,921	667,132
Other Taxes ^(b)	<u>1,606,746</u>	<u>1,517,553</u>	<u>1,558,511</u>	<u>1,448,448</u>	<u>1,507,283</u>
Subtotal	11,952,787	12,653,855	13,387,458	11,768,977	11,964,502
R & D Credit Exchange.....	(6,694)	(5,983)	(11,363)	(8,428)	(8,937)
Refunds of Taxes	<u>(730,850)</u>	<u>(746,539)</u>	<u>(852,184)</u>	<u>(1,052,286)</u>	<u>(1,061,433)</u>
Total Net Taxes	\$11,215,243	\$11,901,333	\$12,523,911	\$10,708,263	\$10,894,132
Other Revenue:					
Federal Grants					
(Unrestricted).....	\$ 2,549,577	\$ 2,602,774	\$ 2,701,603	\$ 3,619,490	\$ 4,066,314
Other Non-Tax Revenues ^(c)	1,230,801	1,224,753	1,164,272	1,105,217	1,363,385
Transfers to Other Funds	(86,300)	(86,300)	(86,300)	(86,300)	(61,800)
Transfers from Other Funds.....	<u>89,400</u>	<u>100,000</u>	<u>115,300</u>	<u>354,131^(d)</u>	<u>1,426,498^(f)</u>
Total Other Revenues	\$ 3,783,478	\$ 3,841,227	\$ 3,894,875	\$ 4,992,538	\$ 6,794,397
Total Revenues	\$14,998,721	\$15,742,560	\$16,418,786	\$15,700,801	\$17,688,529

(a) The bar graph reflects the total of the listed tax and revenue amounts and does not reflect the listed adjustments for tax refunds and transfers to or from other funds. See **Appendix III-D** for adjustments to revenues.

(b) Other taxes are comprised of inheritance and estate taxes, taxes on gross receipts of public service corporations, on net direct premiums of insurance companies, on oil companies, on cigarettes and alcoholic beverages, on real estate transfers, on admissions and dues, on nursing home providers and other miscellaneous taxes.

(c) Other non-tax revenues are comprised of special revenue transfers, Indian gaming payments, licenses, permits and fees, sales of commodities and services, rents, fines and escheats, investment income and other miscellaneous revenues less refunds of payments.

(d) For Fiscal Year 2009, \$179.4 million of reserved fund balance within the General Fund was released for Fiscal Year 2009 operations and was posted under the "Transfer from Other Funds" category.

(e) For Fiscal Year ending June 30, 2008, the Corporation Business Tax accrual date was changed to the last day of July from August 15th (as in the prior fiscal years). The Corporation Business Tax is now consistent with other tax accruals. The Comptroller's decision to make this change is within her constitutional powers under Section 24, Article Fourth of the Connecticut State Constitution and her statutory powers under Public Act No. 08-111.

(f) Includes numerous transfers from other funds of the State, the largest of which is \$1,278.5 million from the Budget Reserve Fund.

SOURCE: 2006, 2007, 2008, 2009 and 2010 Annual Reports of the State Comptroller.

Components of Revenue

Personal Income Tax. The State imposes a personal income tax on the income of residents of the State (including resident trusts and estates), part-year residents and certain non-residents who have taxable income derived from or connected with sources within Connecticut. The tax imposed is at the maximum rate of 6.5% on Connecticut taxable income. Depending on federal income tax filing status, the taxable year and Connecticut adjusted gross income, personal exemptions are available to taxpayers, ranging from \$12,000 to \$24,000, with the lower end of the range increasing annually to \$15,000 by taxable year 2015 for certain taxpayers. In addition, tax credits ranging from 1% to 75% of a taxpayer's Connecticut tax liability are also available depending upon federal income tax filing status, the taxable year and Connecticut adjusted gross income. Such exemptions and tax credits are phased out at certain higher income levels. Neither the personal exemption nor the tax credit described above is available to trusts or estates. Legislation enacted in 1995 effected a graduated rate structure beginning in tax year 1996 and revised for tax year 2009. Under this revised structure, the top rate remains at 6.5% with a rate of 3% applicable to taxable income up to certain amounts. The first \$20,000 of taxable income for a joint filer and the first \$10,000 of taxable income for a single filer is taxed at the 3% rate. In addition, an income tax credit for property taxes paid of \$350 per filer beginning with the tax year commencing January 1, 2003 was increased to \$500 per filer for tax years beginning on or after January 1, 2006. Taxpayers also are subject to a Connecticut minimum tax based on their liability, if any, for payment of the federal alternative minimum tax.

Sales and Use Taxes. The Sales Tax is imposed, subject to certain limitations, on the gross receipts from certain transactions within the State of persons engaged in business in the State, including (a) sales at retail of tangible personal property, (b) the rendering of certain services, (c) the leasing or rental of tangible personal property, (d) the production, fabrication, processing, printing, or imprinting of tangible personal property to special order or with materials furnished by the consumer, (e) the furnishing, preparation or serving of food, meals, or drinks, and (f) the transfer of occupancy of hotel or lodging house rooms for a period not exceeding thirty consecutive calendar days. The Use Tax is imposed, with certain exceptions, on the consideration paid for certain services or purchases or rentals of tangible personal property used within the State pursuant to a transaction not subject to the Sales Tax. The tax rate for the Sales and Use Taxes is 6%. A separate rate of 12% is charged on the occupancy of hotel rooms. Various exemptions from the Sales and Use Taxes are provided, based on the nature, use or price of the property or services involved or the identity of the purchaser. Tax returns and accompanying payments with respect to revenues from these taxes are generally due monthly on or before the last day of the month next succeeding the taxable month.

Corporation Business Tax. The Corporation Business Tax is imposed on any corporation, joint stock company or association, any dissolved corporation that continues to conduct business, any electric distribution company or fiduciary of any of the foregoing which carries on or has the right to carry on business within the State or owns or leases property or maintains an office within the State or is a general partner in a partnership or a limited partner in a limited partnership, except an investment partnership, that does business, owns or leases property or maintains an office within the State. Certain financial services companies and domestic insurance companies are exempt from this tax. The Corporation Business Tax provides for three methods of computation. The taxpayer's liability is the greatest amount computed under any of the three methods.

The first method of computation is a tax measured by the net income of a taxpayer (the "Income-Base Tax"). Net income means federal gross income with limited variations less certain deductions, most of which correspond to the deductions allowed under the Internal Revenue Code of 1986, as amended from time to time. The Income-Base Tax had been levied at the rate of 10.75% in 1996 and was phased down over subsequent years to 7.5% for taxable years commencing on and after January 1, 2000. The second method of computing the Corporation Business Tax is an alternative tax on capital. This alternative tax is determined either as a specific maximum dollar amount or at a flat rate on a defined base, usually related in whole or in part to its capital stock and balance sheet surplus, profit and deficit. The third method of computing the Corporation Business Tax is the minimum tax which is a flat \$250. Corporations must compute their tax liability under all three methods, determine which calculation produces the greatest tax, and pay that amount to the State. In

2002 the State limited corporation credits from reducing tax liability by more than 70%. The State imposed a one time corporation business tax surcharge of 20% for income year 2003, 25% for income year 2004, 20% for income year 2006. There was no corporation business tax surcharge for income year 2005, 2007 or 2008. For income year 2009, 2010 and 2011 a corporation business tax surcharge of 10% has been imposed for businesses with over \$100 million in federal adjusted gross income.

A \$250 charge is levied on LLCs, LLPs and S corporations. The tax extends to single-member LLCs that are not considered entities separate from their owners for federal tax purposes.

Other Taxes. Other tax revenues are derived from estate taxes, taxes on gross receipts of public service companies, taxes on net direct premiums of insurance companies, taxes on oil companies, cigarette and alcoholic beverage excise taxes, real estate conveyance taxes, taxes on admissions and dues, taxes on nursing home providers and other miscellaneous tax sources.

Federal Grants. Depending upon the particular program being funded, federal grants in aid are normally conditioned, to some degree, on resources provided by the State. Most unrestricted federal grant revenue is expenditure driven. The largest federal grants in fiscal year 2009-10 were made for the purposes of providing medical assistance payments to low income individuals and temporary assistance to needy families. The State also receives certain restricted federal grants which are not reflected in annual appropriations but which nonetheless are accounted for in the General Fund. The American Recovery and Reinvestment Act (ARRA) provides the State with increased Medicaid and Title IV-E grants as well as new funding for education, transportation, and other general government functions in fiscal years 2009, 2010 and 2011. In addition, the State receives certain federal grants which are not accounted for in the General Fund but are allocated to the Transportation Fund, various Capital Project Funds and other funds.

Other Non-Tax Revenues. Other non-tax revenues are derived from special revenue transfers; Indian gaming payments; licenses, permits and fees; sales of commodities and services; rents, fines and escheats; investment income; other miscellaneous revenue sources; and designated Tobacco Settlement Revenues.

General Fund Expenditures

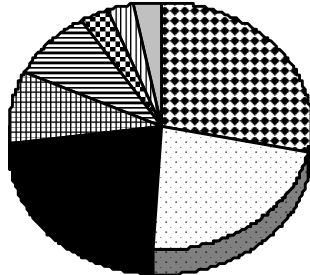
Appropriated and Historical Expenditures

Fiscal Year 2009-2010 and 2010-2011 Appropriated Expenditures. State expenditures are categorized for budget and appropriation purposes under ten functional headings, with expenditures by agency generally shown as subheadings in the following functional categories, listed in order of magnitude of expenditure for the current budget biennium: Human Services; Education, Libraries and Museums; Non-Functional (debt service and miscellaneous expenditures including fringe benefits); Health and Hospitals; Corrections; General Government; Judicial; Regulation and Protection of Persons and Property; Conservation and Development; and Legislative. State expenditures for Department of Transportation functions are generally paid from the Special Transportation Fund, not the General Fund. Occasionally, minor expenditures for transportation related expenditures are paid from the General Fund.

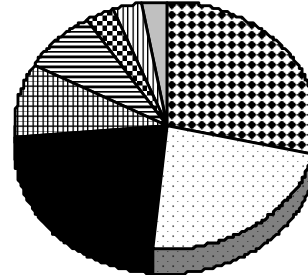
The revised adopted budget and audited final budgetary-basis results for the fiscal year ending June 30, 2010, the adopted and estimated (as of January 31, 2011) budgets for the fiscal year ending June 30, 2011 and the Governor's proposed budget for the fiscal years ending June 30, 2012 and June 30, 2013 are included as **Appendix III-E** to this Annual Information Statement. A summary of appropriated General Fund expenditures for the fiscal years ending June 30, 2010 and June 30, 2011 is set forth below.









Appropriated General Fund Expenditures (In Millions)









Appropriated Expenditures 2009-2010
\$17,370.6^(a)



Appropriated Expenditures 2010-2011
\$17,667.2^(a)



	Human Services	\$ 5,066.5	30.1%
	Education, Libraries and Museums	4,023.4	23.9%
	Non-Functional	3,873.3	23.0%
	Health and Hospitals	1,705.5	10.1%
	Corrections	1,568.8	9.3%
	General Government	543.7	3.2%
	Judicial	561.0	3.3%
	Other Expenditures ^(b)	501.7	3.0%

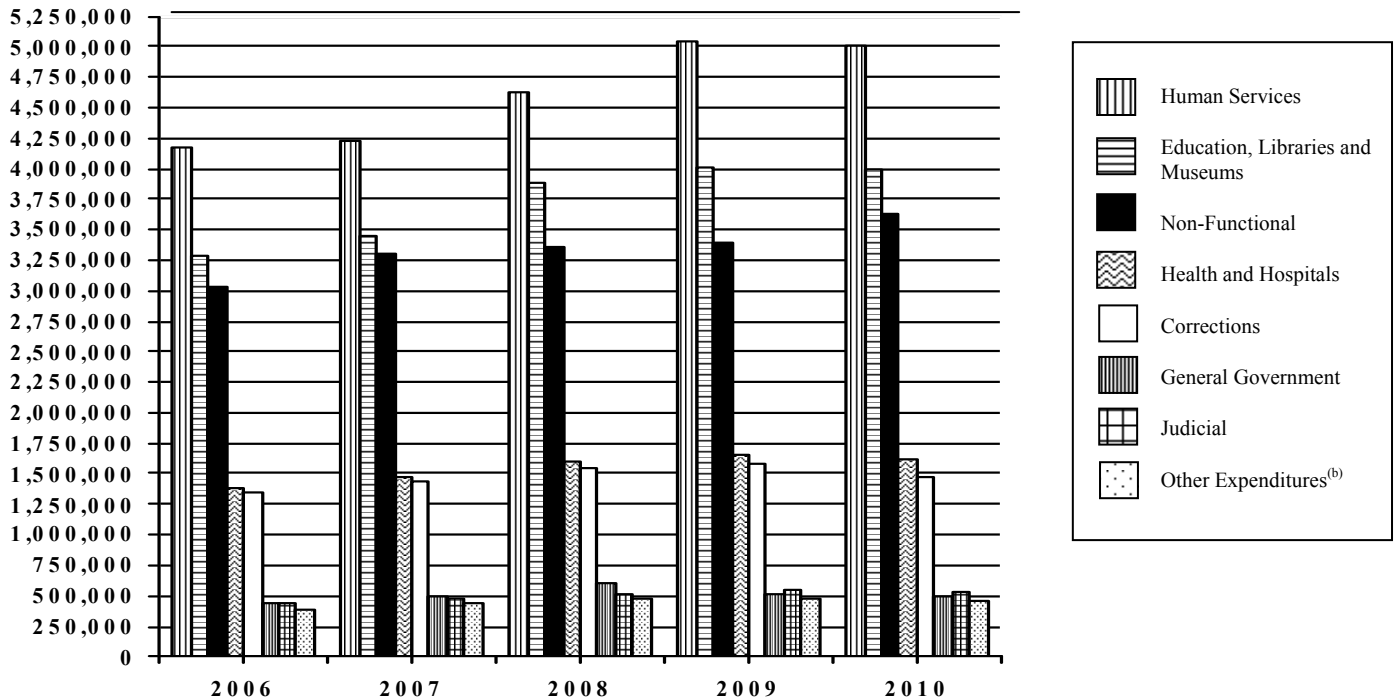
	Human Services	\$ 5,161.0	28.7%
	Education, Libraries and Museums	4,080.6	22.7%
	Non-Functional	3,972.1	22.1%
	Health and Hospitals	1,723.0	9.6%
	Corrections	1,501.0	8.4%
	General Government	502.8	2.8%
	Judicial	552.5	3.1%
	Other Expenditures ^(b)	470.5	2.6%

(a) The pie charts reflect the total listed expenditures of \$17,843.9 million for fiscal year 2009-10 and \$17,963.5 million for fiscal year 2010-11, and do not reflect adjustments for unallocated lapses of \$473.3 million for fiscal year 2009-10 and \$296.3 million for fiscal year 2010-11. See **Appendix III-E** for anticipated adjustments to appropriated expenditures.

(b) Other expenditures are comprised of appropriations for Legislative, Regulation and Protection, Conservation and Development and Transportation.

SOURCE: Public Act No. 09-3 of the June 2009 Special Session; Public Act No. 09-8 of the September 2009 Special Session; Public Act No. 09-7 of the September 2009 Special Session; Public Act No. 09-5 of the September 2009 Special Session; Public Act No. 10-3 and Public Act No. 10-179 of the February Session; Public Act No. 10-1 of the June Special Session; and Public Act No. 10-2 of the June Special Session.

Historical General Fund Expenditures. Actual General Fund expenditures for the fiscal years ending June 30, 2006 through 2010 are set forth in **Appendix III-D** to this Annual Information Statement. A summary of the composition of General Fund expenditures for the last five fiscal years is illustrated below:



General Fund Expenditures By Function^(a)
Fiscal Year Ending June 30
(In Thousands)

	<u>2006</u>	<u>2007</u>	<u>2008</u>	<u>2009</u>	<u>2010</u>
Human Services.....	\$ 4,181,893	\$ 4,221,641	\$ 4,629,658	\$ 5,041,515	\$ 5,012,333
Education, Libraries and Museums....	3,290,626	3,449,507	3,892,796	4,019,381	3,990,199
Non-Functional.....	3,022,667	3,311,597	3,356,538	3,399,404	3,633,977
Health and Hospitals	1,392,263	1,473,779	1,606,711	1,662,540	1,624,827
Corrections	1,339,289	1,430,316	1,549,792	1,577,167	1,475,769
General Government	442,518	500,641	602,849	520,115	486,318
Judicial.....	438,123	474,067	515,738	543,078	524,043
Other Expenditures ^(b)	<u>392,237</u>	<u>432,187</u>	<u>473,365</u>	<u>471,655</u>	<u>460,655</u>
Totals	\$ 14,499,616	\$ 15,293,735	\$ 16,627,447	\$ 17,234,855	\$ 17,208,021

(a) The bar graphs and amounts listed do not reflect expenditure of restricted federal and other grants. See **Appendix III-D**.

(b) Other expenditures are comprised of appropriations for Legislative, Regulation and Protection, Conservation and Development and Transportation.

SOURCE: 2006, 2007, 2008, 2009 and 2010 Annual Reports of the State Comptroller.

Components of Expenditures

Human Services. Virtually all of the State expenditures for Human Services are allocated to the Department of Social Services for various programs and services, including Medicaid payments, Temporary Assistance to Families, and General Assistance payments.

Education, Libraries and Museums. Based upon the adopted budget for the 2010-11 fiscal year, approximately 67% of the State expenditures for Education, Libraries and Museums is allocated to the Department of Education, the largest share of which consists of payments to local governments. The remaining 33% consists of expenditures for higher education (including the University of Connecticut, the Connecticut State University System and the Regional Community-Technical Colleges), the Teachers' Retirement Board, the State Library, and services for the blind and deaf.

Non-Functional. Non-Functional State expenditures consist of debt service payments, State employee fringe benefit accounts and other miscellaneous appropriations.

Health and Hospitals. State expenditures for Health and Hospitals are allocated primarily for programs and services provided by the State Departments of Public Health, Developmental Services, and Mental Health and Addiction Services.

Corrections. Appropriations to the State Department of Correction and the Department of Children and Families comprise the largest portion of State expenditures for Corrections.

General Government. State expenditures for General Government may be classified into three categories: executive, financial administration and legal, the largest of which is expenditures for financial administration. Such expenditures are primarily for salaries and other miscellaneous expenses of various State departments.

Judicial. Judicial expenditures are comprised of salaries, expenses and payments for special programs of the Judicial Department and the Public Defender Services Commission.

Regulation and Protection. State expenditures for Regulation and Protection consist primarily of appropriations for the Department of Public Safety for salaries, equipment, training and other services and expenses. Other agencies and programs for which appropriations are made include the Police Officer Standards and Training Council, the Board of Firearms Permit Examiners, the Military Department, the Commission on Fire Prevention and Control, the Department of Consumer Protection, the Department of Labor, the Commission on Human Rights and Opportunities, the Office of Protection and Advocacy for Persons with Disabilities, and the Office of the Child Advocate.

Conservation and Development. State expenditures for Conservation and Development fall into three general categories: agriculture; development of historical sites, commerce and industry; and environment, the latter accounting for approximately 58% of all appropriations for Conservation and Development based upon the adopted budget for the 2010-11 fiscal year.

Legislative. Legislative expenditures are comprised primarily of salaries, equipment and other expenses necessary for Legislative Management and the Auditors of Public Accounts.

Expenditures by Type

General Fund appropriations and the State expenditures to which they relate are divided for both administrative and budgetary purposes among appropriation account categories based on the type of appropriation. Appropriation account types may be grouped conceptually into two broad categories: payments to third parties and costs of State administration. Payments to third parties consist of two major appropriation account types: payments to local governments, and payments to parties other than local governments (which include debt service payments for purposes of **Table 1**; see footnote 3 to **Table 1** below). Such payments to third parties amount to approximately 63% of total General Fund appropriations under the adopted budget for the 2010-11 fiscal year. Costs of State administration consist of three major appropriation account types: personal services, equipment, and other expenses. These expenditures are used directly to operate the facilities and programs of State agencies and include such items as salaries, wages, pension and other benefits for State employees; utility and fuel costs; food; institutional and office supplies; equipment; rent for office space and other facilities; and other current expenses. Appropriations for costs of State administration represent approximately 37% of all General Fund appropriations under the revised adopted budget for the 2010-11 fiscal year.

Appropriations categorized as payments to third parties are generally referred to for budgetary purposes as “fixed charges.” Contractually required payments to third parties include debt service payments. Statutorily required payments to third parties include grants to local governments and individual beneficiaries under a wide variety of programs established by statute. The amount of such payments is generally either specifically set forth in the statutes in question or is calculated in accordance with a formula set forth in such statutes. Despite the characterization of these statutorily determined payments to third parties as “fixed charges,” the Governor’s budgetary recommendations routinely include proposed modifications in the amounts and formulas for calculating the amounts of such appropriations, and such modifications are often, in fact, adopted by the General Assembly. A summary of fixed charges is shown on **Table 1**. This summary includes a breakdown of total fixed charges into payments to local governments and total payments, as well as information as to the most significant types of expenditures in each category.

Table 1¹
Fixed Charges - General Fund
Summarized by Function of Government and Expenditure Category
Including Major Expenditure Items
(In Thousands of Dollars)

	<u>Fiscal Year 2008-09</u> <u>(Actual)</u>		<u>Fiscal Year 2009-10</u> <u>(Unaudited)</u>		<u>Fiscal Year 2010-11</u> <u>(Appropriated)</u>	
	<u>Total</u> <u>Payments</u>	<u>Payments</u> <u>to Local</u> <u>Governments</u>	<u>Total</u> <u>Payments</u>	<u>Payments</u> <u>to Local</u> <u>Governments</u>	<u>Total</u> <u>Payments</u>	<u>Payments</u> <u>to Local</u> <u>Governments</u>
LEGISLATIVE						
Total – Legislative.....	330	0	331	0	562	0
GENERAL GOVERNMENT						
Tax Relief for Elderly Renters.....	20,311	0	21,973	0	24,000	0
Property Tax Relief Elderly Circuit Breaker.....	20,506	20,506	20,506	20,506	20,506	20,506
P.I.L.O.T. - New Manufacturing Machinery and Equipment.....	57,348	57,348	57,348	57,348	47,895	47,895
Undesignated.....	52,641	24,103	41,269	16,967	42,597	17,780
Total – General Government.....	130,495	101,957	119,123	94,821	110,998	86,181

	<u>Fiscal Year 2008-09</u> <u>(Actual)</u>		<u>Fiscal Year 2009-10</u> <u>(Unaudited)</u>		<u>Fiscal Year 2010-11</u> <u>(Appropriated)</u>	
	<u>Total</u> <u>Payments</u>	<u>Payments</u> <u>to Local</u> <u>Governments</u>	<u>Total</u> <u>Payments</u>	<u>Payments</u> <u>to Local</u> <u>Governments</u>	<u>Total</u> <u>Payments</u>	<u>Payments</u> <u>to Local</u> <u>Governments</u>
REGULATION AND PROTECTION						
Total - Regulation and Protection	1,110	130	931	0	888	0
CONSERVATION AND DEVELOPMENT						
Total - Conservation and Development.....	34,983	17,785	27,638	12,767	30,145	13,098
HEALTH AND HOSPITALS						
Employment Opportunities and Day Services (Dept. of Developmental Services ²)	162,299	0	173,784	0	179,096	0
Community Residential Services (Dept. of Developmental Services ²)	395,022	0	379,343	0	406,938	0
Grants for Substance Abuse Services.....	26,045	0	25,018	0	25,278	0
Grants for Mental Health Services	79,339	0	76,084	0	76,394	0
Undesignated	52,795	15,961	46,703	14,268	47,718	14,900
Total - Health and Hospitals						
HUMAN SERVICES						
Medicaid	3,851,692	0	3,855,090	0	3,845,692	0
Old Age Assistance.....	58,942	0	35,263	0	34,956	0
Aid to the Disabled	58,942	0	60,407	0	61,575	0
Temporary Assistance to Families – TANF	112,605	0	119,103	0	130,358	0
Connecticut Pharmaceutical Assistance Contract to the Elderly.....	31,464	0	25,102	0	9,489	0
Medicaid - Disproportionate Share - Mental Health.....	105,935	0	105,935	0	105,935	0
Connecticut Home Care Program	69,106	0	67,251	0	74,850	0
Child Care Services - TANF/CCDBG	93,119	0	93,563	0	103,416	0
Housing/Homeless Services.....	40,495	0	41,119	0	50,399	0
Disproportionate Share - Medical Emergency Assistance.....	53,725	0	51,725	0	51,725	0
DSH - Urban Hospitals in Distressed Municipalities	31,550	0	31,550	0	31,550	0
State Administered General Assistance.....	203,186	0	197,382	0	323,265	0
Medicare Part D Supplemental Needs.....	25,264	0	5,008	0	0	0
Undesignated	57,944	6,453	64,408	6,220	70,249	7,018
Total - Human Services	4,793,969	6,453	4,752,906	6,220	4,893,459	7,018

	<u>Fiscal Year 2008-09</u> <u>(Actual)</u>		<u>Fiscal Year 2009-10</u> <u>(Unaudited)</u>		<u>Fiscal Year 2010-11</u> <u>(Appropriated)</u>	
	<u>Total</u> <u>Payments</u>	<u>Payments</u> <u>to Local</u> <u>Governments</u>	<u>Total</u> <u>Payments</u>	<u>Payments</u> <u>to Local</u> <u>Governments</u>	<u>Total</u> <u>Payments</u>	<u>Payments</u> <u>to Local</u> <u>Governments</u>
EDUCATION, LIBRARIES AND MUSEUMS						
Charter Schools.....	41,655	0	48,081	0	53,047	0
Adult Education	19,567	19,567	19,565	19,565	20,594	20,594
Transportation of School Children.....	47,974	47,974	28,729	28,729	28,650	28,650
Education Equalization Grants.....	1,882,944	1,882,944	1,883,944	1,883,944	1,889,609	1,889,609
Priority School Districts.....	114,417	114,417	115,509	115,509	117,237	117,237
Excess Cost - Student Based.....	140,045	140,045	139,821	139,821	139,806	139,806
Magnet Schools.....	128,613	128,613	155,033	155,033	174,131	174,131
Connecticut Independent College Student Grant	23,397	0	23,414	0	23,414	0
Connecticut Aid for Public College Students.....	30,208	0	30,208	0	30,208	0
Teachers' Retirement Contributions...	539,303	0	559,224	0	581,593	0
Undesignated	126,456	60,553	96,835	55,533	93,549	51,460
Total – Education.....	3,094,579	2,394,113	3,100,363	2,398,134	3,151,838	2,421,487
CORRECTIONS						
Community Support Services (Dept. of Correction).....	38,682	0	38,870	0	40,370	0
Board and Care for Children – Adoption.....	77,305	0	81,232	0	85,514	0
Board and Care for Children – Foster.....	107,635	0	102,520	0	117,007	0
Board and Care for Children – Residential.....	196,143	0	185,059	0	180,737	0
Community KidCare.....	23,233	0	25,104	0	24,244	0
Undesignated	90,997	0	92,578	0	101,214	0
Total – Corrections	533,995	0	525,363	0	549,086	0
NON FUNCTIONAL						
Debt Service (Including UConn 2000 and CHEFA Day Care Security and Teachers' Retirement Pension Obligation Bonds) ³	1,469,283	0	1,619,470	0	1,672,693	0
Reimbursement to Towns for Loss of Taxes on State Property	80,019	80,019	73,519	73,519	73,519	73,519
Reimbursement to Towns for Loss of Taxes on Private Tax-exempt Property.....	122,430	122,430	115,432	115,432	115,432	115,432
Undesignated	466	0	398	0	476	0
Total - Non Functional.....	1,672,198	202,449	1,808,819	188,951	1,862,120	188,951
Total – Fixed Charges.....	10,977,159	2,738,848	11,036,406	2,715,161	11,334,520	2,731,635

¹ Table 1 includes actual fixed charge expenditures for fiscal year 2008-09, unaudited fixed charge expenditures for Fiscal Year 2009-10, and appropriated fixed charge expenditures for fiscal year 2010-11.

² The Department of Developmental Services was formerly known as the Department of Mental Retardation.

³ Under the old coding system, Debt Service was considered a fixed charge – one of the Payments to Other Than Local Governments. Under the new coding system, Debt Service is coded as an Other Current Expense. Debt Service is included in this table for consistency with past presentation.

SOURCE: Office of Policy and Management

Budget for Fiscal Years 2009-2010 and 2010-2011

On June 3, 2009, the General Assembly adjourned its regular 2009 session without adopting a fiscal year 2009-2011 biennial budget. Prior to adjournment, the General Assembly passed resolutions calling for a special session to take up matters related to adoption of a budget. The special session was immediately convened at the conclusion of the regular session. During the special session, the General Assembly passed a General Fund budget for the 2009-10 and 2010-11 fiscal years which was subsequently vetoed by the Governor.

The State continued to run its operations pursuant to Executive Orders which were issued by the Governor. Authorization to pay debt service on the State's general obligation bonds remained unaffected. The Executive Orders directed all department heads and executive branch employees to limit purchases of goods and services and directed all department heads to utilize personnel and other resources in an effective and efficient manner, giving priority to programs that provide direct care services, administer justice and protect the public health and safety. The Executive Orders covered the months of July, August and the portion of September until the approval of an appropriation act for the fiscal year commencing July 1, 2009.

In a special session, the General Assembly passed the biennial budget for fiscal years 2009-10 and 2010-11 which subsequently became law on September 8, 2009. The enacted budget, Public Act No. 09-3 of June 2009 Special Session, for fiscal year 2009-10 included General Fund revenues of \$17,375.4 million and net appropriations of \$17,374.6 million, resulting in a projected surplus of \$0.8 million. The budget for fiscal year 2010-11 included General Fund revenues of \$17,591.9 million and net appropriations of \$17,591.0 million, resulting in a projected surplus of \$0.9 million.

The enacted biennial budget raised net revenues from three major resources: 1) Grants from the ARRA, 2) transfers from other State funds to the State's General Fund and securitizations, and 3) net increases in taxes and miscellaneous fees. Federal grants from the ARRA for human services, education, and other economic related stimulus programs totaled \$878.9 million in fiscal year 2009-10 and \$594.8 million in fiscal year 2010-11. Major revenues from transfers of other State funds to the State's General Fund and securitizations included (i) transferring Budget Reserve Funds by \$1,039.7 million in fiscal year 2009-10 and \$342.0 million in fiscal year 2010-11, and (ii) securitizing \$1,290.7 million in fiscal year 2010-11 as amended by Public Act No. 09-7 of the September 2009 Special Session. The significant tax changes included: (i) an increase in the highest income tax rate to 6.5% from 5% for those with taxable incomes over \$1 million for joint filers, \$800,000 for heads of households, and \$500,000 for single filers and married people filing separately, raising approximately \$594.0 million in fiscal year 2009-10 and \$400.0 million in fiscal year 2010-11; (ii) an imposition of a 10% corporation tax surcharge for the 2009, 2010, and 2011 income years on companies that have (1) \$100 million or more in annual gross income in those years and (2) tax liability that exceeds the \$250 minimum, raising approximately \$74.1 million in fiscal year 2009-10 and \$41.1 million in fiscal year 2010-11; (iii) an increase in the cigarette tax rate from \$2.00 per pack to \$3.00 per pack, raising approximately \$94.9 million in fiscal year 2009-10 and \$112.4 million in fiscal year 2010-11; (iv) changes in various fees, raising approximately a net total of \$108.5 million in fiscal year 2009-10 and \$105.9 million in fiscal year 2010-11, and (v) cuts in taxes, including (1) a reduction in the sales and use tax rate to 5.5% from 6%, and (2) a reduction in the estate and gift tax. The reduction of the sales and use tax rate effective January 1, 2010 was expected to result in a revenue loss of approximately \$129.5 million in fiscal year 2009-10 and \$268.0 million in fiscal year 2010-11. However, if any cumulative monthly financial statement issued by the Comptroller before January 1, 2010 indicated that the estimated gross tax revenue to the General Fund to the end of the fiscal year ending June 30, 2010 was at least 1% less than the adopted gross tax revenue to the General Fund for fiscal year 2009-10, the tax rate would remain at 6%. If any cumulative monthly financial statement issued after January 1, 2010, and on or before June 30, 2010, indicated that the estimated gross tax revenue to the General Fund to the end of the fiscal year ending June 30, 2010 was at least 1% less than the adopted gross tax revenue to the General Fund, the tax rate would remain at 6%. The sales tax remained at 6% as this first condition was met. On the estate and gift taxes, the enacted law (i) increased the threshold for the value of an estate or gift subject to the estate and gift taxes from \$2 million to \$3.5 million; (ii) reduced the

marginal tax rates by 25%; and (iii) eliminated the tax cliff. These three measures were expected to reduce revenues by approximately \$5.9 million in fiscal year 2009-10 and \$70.3 million in fiscal year 2010-11.

The significant changes in appropriations came from State employee personal services reductions, entitlement programs savings, and education grants reductions. Personal services reductions from concessions with a coalition of employee collective bargaining units included wage freezes and a Retirement Incentive Plan which were expected to save approximately \$191.0 million in fiscal year 2009-10 and \$193.7 million in fiscal year 2010-11. Savings from entitlement programs included (i) eliminating nursing home rate increases in reimbursement levels under Medicaid, saving approximately \$113.2 million in fiscal year 2009-10 and \$162.2 million in fiscal year 2010-11, (ii) reducing managed care organization capitation rates by 6% under both HUSKY A and HUSKY B, saving approximately \$50.1 million in fiscal year 2009-10 and \$51.8 million in fiscal year 2010-11, and (iii) managing services for aged, blind and disabled individuals who are currently receiving care under the Medicaid fee-for-service program, saving approximately \$27.8 million in fiscal year 2009-10 and \$80.0 million in fiscal year 2010-11. Education reductions included cuts of grants to (i) the Excess Cost program that reimburses funds to towns, saving approximately \$13.4 million each for both fiscal years 2009-10 and 2010-11, (ii) the Priority School District program that assists the neediest communities and funds School Readiness program, reduced \$6.9 million each for both fiscal years 2009-10 and 2010-11, and (iii) the Reading Success program designed to improve kindergarten through grade three reading was eliminated, saving the State \$2.4 million each for both fiscal years 2009-10 and 2010-11.

In addition, the budget for fiscal year 2010-11 required the Treasurer and the Secretary of the Office of Policy and Management to jointly develop a financing plan that would result in net proceeds of up to \$1,290.7 million to be used as general revenues of the State during such fiscal year, which may include securitizations as discussed above. The budget also required the Treasurer and the Secretary of the Office of Policy and Management to jointly develop a plan to sell assets of the State that would result in net proceeds of up to \$15 million to be used as general revenues of the State during the 2009-10 fiscal year and \$45 million to be used as general revenues of the State during the 2010-11 fiscal year. In addition, the budget for fiscal year 2009-10 required a reduction of \$473.3 million in expenses from budgeted amounts. The budget for fiscal year 2010-11 required a reduction of \$515.2 million of expenses from budgeted amounts. The biennial budget for fiscal years 2009-10 and 2010-11 (as revised by various acts in the June 2009 and September 2009 Special Sessions) has been outlined in **Appendix III-E** to this Annual Information Statement.

The budget was \$840.9 million below the expenditure cap in fiscal year 2009-10 and \$589.9 million below the expenditure cap in fiscal year 2010-11.

Fiscal Year 2009-2010 Operations

Pursuant to the Comptroller's audited financial statements provided on December 31, 2010, as of June 30, 2010, General Fund revenues were \$17,689 million, General Fund expenditures and net miscellaneous adjustments were \$17,239 million and the General Fund surplus for the 2009-10 fiscal year was \$449.9 million. Per Sections 45 and 139 of Public Act 10-179, \$140.0 million of the surplus shall be transferred for use in fiscal year 2010-11 and the remaining amount of the surplus shall be used to reduce the amount of Economic Recovery Revenue Bonds to be issued.

The audited results for the final fiscal year 2009-10 operations of the General Fund have been outlined in **Appendix III-D** to this Annual Information Statement.

Midterm Budget Adjustments

Per Section 4-71 of the Connecticut General Statutes, the Governor is required to submit a status report to the General Assembly on the biennial budget enacted in the previous year. The status report shall include any recommendations for adjustments and revisions to the enacted budget.

On February 3, 2010 the Governor submitted to the General Assembly a status report including detailed projections of expenditures and revenues and proposed Midterm Budget Adjustments for fiscal year 2010-11. The midterm budget adjustments incorporated the January 15th consensus revenue forecast as a baseline and anticipated additional revenue of \$422.3 million for total revenue collections of \$17,566.5 million. General Fund appropriations were reduced by \$28.6 million to \$17,566.1 million resulting in a projected budget surplus of \$0.4 million.

The General Assembly concluded its legislative session on May 5, 2010, which included mid-term budget adjustments for fiscal years 2009-10 and 2010-11. Pursuant to Public Act No. 10-179, as amended by Public Act No. 10-1 of the June Special Session and Public Act No. 10-2 of the June Special Session, the General Assembly projected General Fund revenues at \$17,667.4 million and appropriated \$17,667.2 million with an estimated surplus of \$0.2 million for the fiscal year ending June 30, 2011. The projected General Fund revenue of \$17,667.4 million was \$70.6 million higher than the originally enacted budget of \$17,596.8 million. This net increase in revenue includes: 1) a reduction of \$105.2 million in expenses resulting from the impact of the deficit mitigation plan enacted through Public Act No. 10-3; 2) a downward adjustment in projected revenue of \$75.8 million; and 3) an increase of \$251.6 million by adopting changes in certain policy measures consisting of (i) due to projected revenue improvement, a reduction of \$334.7 million from the originally planned securitization of \$1,290.7 million to be effectuated through Economic Recovery Revenue Bonds secured by non-General Fund electric charges; (ii) an increase of \$365.6 million in federal grants generated from an anticipated extension of the federal American Recovery and Reinvestment Act (ARRA) funding; (iii) a \$140 million transfer of revenue from the projected fiscal year 2009-10 surplus; and (iv) certain other transfers and increases. It should be noted that the ARRA funding was not approved by the U.S. Congress in the magnitude assumed in the adopted budget. The projected General Fund expenditure of \$17,667.2 million was \$72.5 million higher than the originally enacted budget of \$17,594.7 million. This net increase in expenditures is primarily due to an increase of \$357.9 million in estimated current services, which was partially offset by a reduction of \$120.4 million through the deficit mitigation plan and a reduction of \$165.1 million in policy measure changes, including a \$100 million deferral in the State's contribution to the State employees' pension fund. The mid-term budget adjustments have been reflected in **Appendix III-E** to this Annual Information Statement.

Fiscal Year 2010-2011 Operations

Pursuant to Section 4-66 of the Connecticut General Statutes, the Office of Policy and Management provides estimates to the Comptroller by the twentieth day of each month of revenues and expenditures for the current fiscal year for use by the Comptroller in preparing the Comptroller's monthly report. In the monthly estimate provided by the Office of Policy and Management on January 20, 2010 for the General Fund for the 2010-11 fiscal year, as of the period ending December 31, 2010, General Fund revenues were estimated at \$18,062.2 million, General Fund expenditures and miscellaneous adjustments were estimated at \$18,005.0 million and the General Fund for the 2010-11 fiscal year was estimated to have a surplus of \$57.2 million. In the monthly letter provided by the Office of Policy and Management on February 22, 2011 for the General Fund for the 2010-11 fiscal year, as of the period ending January 31, 2011, the estimates for General Fund revenues, General Fund expenditures and miscellaneous adjustments, and the General Fund surplus for the 2010-11 fiscal year did not change. The Governor's proposed budget for the next biennium proposes to allocate \$14.5 million of this surplus to the OPEB trust fund and per Section 511 of Public Act No. 09-3 of the June Special Session, the remaining amount of any such surplus shall be used to redeem prior to maturity any outstanding notes issued to finance the fiscal year 2008-09 deficit and any remaining amount is to be applied to reduce the amount of economic recovery revenue bonds to be issued to provide revenues for fiscal year 2010-11. See **Appendix III-E** for more details. The next monthly report of the Office of Policy and Management is expected on March 21, 2011 and no assurances can be given that the estimates in such report will match the Office of Policy and Management's prior estimates.

By statute, the State's fiscal position is reported monthly by the Comptroller. In the Comptroller's monthly report dated February 1, 2011, the Comptroller was in general agreement with the Office of Policy and Management's projections as of the period ending December 31, 2010. The next monthly report of the Comptroller is expected on March 1, 2011 and no assurances can be given that the estimates in such report will match the Office of Policy and Management's prior estimates.

The above projections are only estimates and the information in the monthly letter of the Office of Policy and Management to the Comptroller and in the Comptroller's monthly report contain only estimates and no assurances can be given that future events will materialize as estimated or that subsequent estimates, adjustments or audit or actions of the General Assembly will not indicate changes in the final result of the fiscal year 2010-11 operations of the General Fund.

In 2010, the General Assembly authorized the issuance of special obligation economic recovery revenue bonds to finance a transfer to the General Fund of \$956 million. This amount has been reduced by \$309 million to \$647 million through use of fiscal year 2009-10 operating surplus. The bonds are to be secured by certain revenues collected through a non-bypassable charge imposed upon each customer of the electric utilities within the State. Such revenues are to be property of the State, pledged towards payment of debt service on the bonds and related costs, which pledge is to be a first priority lien on such revenues. The net proceeds of the bonds are to be deposited in the General Fund. As of February 23, 2011, the economic recovery revenue bonds have not been issued. Litigation involving the economic recovery revenue bonds discussed under the heading *Joe Markley v. Department of Public Utility Control, et al.* in the **LITIGATION** section of this Annual Information Statement may continue to delay or interfere with the State's planned issuance of the economic recovery revenue bonds. If the issuance of the economic recovery revenue bonds is delayed too long or the results of the litigation prevent the issuance of the bonds, the net proceeds of such bonds may not be deposited in the General Fund as revenue for fiscal year 2010-2011 as budgeted.

Tentative Budget for 2011-2013 Biennium. Pursuant to statute, the Acting Secretary of the Office of Policy and Management transmitted a tentative budget for the 2011-2013 biennium to Governor-Elect Dannel P. Malloy on November 15, 2010. The tentative budget was a current services budget which reflected the anticipated cost of continuing the State operations if no changes were made to existing programs and accounted for increases for inflation, scheduled wage increases, replacement costs of essential equipment and similar considerations. The tentative General Fund budget for the 2011-12 fiscal year indicated a revenue forecast of \$16,392.6 million and estimated current services appropriations of \$19,761.5 million, resulting in a projected deficit of \$3,368.9 million. The tentative General Fund budget for the 2012-13 fiscal year indicated a revenue forecast of \$17,254.8 million and estimated current services appropriations of \$20,481.8 million, resulting in a projected deficit of \$3,227.0 million. According to the tentative budget, projected spending was forecast to be \$1.34 billion over the constitutional and statutory spending cap for the 2011-12 fiscal year and \$1.61 billion over the cap for fiscal year 2012-13. At a minimum, current services spending levels would need to be reduced by these amounts to remain under the cap. The tentative budget also provided several options for reducing the deficit, including eliminating funding for inflationary and rate increases, changing the statutory funding amounts for municipal grants, reducing employee wage and fringe benefit costs, restructuring debt and reducing annual bond issuances and reducing or eliminating programs, among others.

Fiscal Accountability Report. The Secretary of the Office of Policy and Management and the director of the legislative Office of Fiscal Analysis on November 15, 2010, each submitted a fiscal accountability report for the current biennium and the next ensuing three fiscal years. The Office of Fiscal Analysis projected General Fund deficits for fiscal years ending June 30 of 2011, 2012, 2013 and 2014 of \$83.0 million, \$3,673.3 million, \$3,574.3 million, and \$3,502.3 million, respectively. The Office of Policy and Management in its report projected a General Fund surplus of \$0.3 million for fiscal year ending June 30, 2011 and General Fund deficits for fiscal years ending June 30 of 2012, 2013 and 2014 of \$3,368.9 million, \$3,227.0 million, and \$3,126.5 million, respectively. The projections in each report were based on current services and certain other assumptions. The reports estimated general obligation bond authorizations, allocations, issuance and debt

service for the current fiscal year and succeeding four fiscal years. The reports estimated fairly stable general obligation bond issuances over the five-year period of between \$1.2 billion and \$1.4 billion, with the expenditure on debt service gradually increasing. The projections of the Office of Policy and Management and the Office of Fiscal Analysis are only estimates and the information in each of the fiscal accountability reports contain only estimates and no assurances can be given that future events will materialize as estimated or that subsequent estimates, adjustments or actions of the General Assembly will not indicate changes in the final result of such fiscal years.

Revised Consensus Revenues. The Office of Policy and Management and the legislature's Office of Fiscal Analysis issued on January 14, 2011, a consensus revision of their previous revenue estimates. The General Fund revenue estimates for fiscal years ending June 30 of 2011, 2012, 2013 and 2014 were \$18,062.2 million, \$16,511.4 million, \$17,399.9 million, and \$18,646.4 million, respectively. The projections in the consensus revenue estimates are only estimates and no assurances can be given that future events will materialize as estimated or that subsequent estimates, adjustments or actions of the General Assembly will not indicate changes in the final results of the fiscal years reported. The next consensus revenue estimate is expected on April 30, 2011.

Governor's Recommended Budget for Fiscal Years 2011-2012 and 2012-2013

On February 16, 2011, the Governor presented to the General Assembly his proposed budget for fiscal years 2011-12 and 2012-13. This proposal would close an estimated current services gap of \$3.2 billion in fiscal year 2011-12 and \$3.0 billion in fiscal year 2012-13. In broad terms this was achieved by proposed tax increases of \$1.5 billion, expenditure cuts of \$0.7 billion and an expected savings of \$1.0 billion from employee concessions. These figures do not include the revenues and expenditures from the proposed adoption of a health related provider tax that will yield approximately \$480 million in revenue annually and an increase in expenditures of approximately \$330 million annually. General Fund revenues are projected to be \$18,460.1 million for fiscal year 2011-12 and \$19,170.7 million for fiscal year 2012-13. General Fund appropriations total \$18,268.1 million for fiscal year 2011-12 and \$18,709.6 million for fiscal year 2012-13, resulting in projected surpluses of \$192.0 million in the first year and \$461.1 million in the second year. Although this budget was presented in accordance with the existing modified cash basis of accounting, the Governor's proposed budget assumes that a portion of the above surpluses are necessary in order for the State to also remain in balance utilizing Generally Accepted Accounting Principles (GAAP), \$72.8 million for fiscal year 2011-12 and \$47.5 million for fiscal year 2012-13. Surplus beyond the amounts required for GAAP would be utilized to reduce bonded indebtedness.

Currently the State's budget is on a modified cash basis of accounting. The Governor is recommending that the State implement Generally Accepted Accounting Principles (GAAP) for budgeting purposes. Although the proposed budget is not on a GAAP basis, in formulating his budget proposal the Governor directed that his proposed budget be balanced both on the existing modified cash basis of accounting and on GAAP basis. Projections made by the Office of Policy and Management indicate that in order to remain in balance on a GAAP basis, budgetary surpluses of \$72.8 million in fiscal year 2011-12 and \$47.5 million in fiscal year 2012-13 would be required.

The Governor's budget proposal includes \$1,948.7 million in revenue enhancements in fiscal year 2011-12 and \$1,770.8 million in fiscal year 2012-13. The significant revenue changes include: 1) Introduction of a more progressive income tax structure by the addition of five new tax brackets, anticipated to raise \$494.8 million in fiscal year 2011-12 and \$349.3 million in fiscal year 2012-13; 2) Elimination of the \$500 property tax credit, anticipated to raise \$365.0 million in fiscal year 2011-12 and \$368.7 million in fiscal year 2012-13; 3) Phasing-out of the lowest 3% income tax rate at higher income levels, anticipated to raise \$126.0 million in fiscal year 2011-12 and \$90.0 million in fiscal year 2012-13. These income tax changes are to be partially offset by the institution of an Earned Income Tax Credit (EITC) at 30% of the federal benefit. The EITC is anticipated to cost \$108.0 million in fiscal year 2011-12 and \$111.3 million in fiscal year 2012-13; 4) Numerous changes to the sales tax including raising the state tax rate from 6.0% to 6.25%, while repealing

several exemptions. These changes are anticipated to generate \$466.3 million in fiscal year 2011-12 and \$489.0 million in fiscal year 2012-13; 5) As part of an effort to garner additional federal funds, the Governor has proposed the establishment of a health provider tax on hospitals, intermediate care facilities for the mentally retarded, and increasing the existing provider tax on nursing homes. This program is anticipated to raise \$314.6 million in fiscal year 2011-12 and \$320.5 million in fiscal year 2012-13, not including additional federal revenue of \$162.6 million in the first year and \$169.8 million in the second year; 6) Establishing a tax on electric generation in the state of 0.2 cents per kilowatt hour which is anticipated to raise \$58.4 million annually; 7) Increasing the cigarette tax rate from \$3.00 a pack to \$3.40 along with increases to other tobacco related products, anticipated to raise \$54.3 million in fiscal year 2011-12 and \$40.7 million in fiscal year 2012-13; 8) Extension of a 10% surcharge on corporations along with the institution of an apportionment related "throw-back" rule, and miscellaneous other changes anticipated to raise a net \$44.0 million in fiscal year 2011-12 and \$61.0 million in fiscal year 2012-13; 9) Raising the insurance premiums tax from 1.75% to 1.95% and miscellaneous other changes, anticipated to raise a net \$31.4 million in fiscal year 2011-12 and \$28.0 million in fiscal year 2012-13; and 10) all other revenue changes net, anticipated to result in a \$62.7 million reduction in fiscal year 2011-12 and a \$99.3 million reduction in fiscal year 2012-13, primarily due to the loss of matching federal funds due to proposed expenditure changes outlined below.

The Governor's budget proposal assumes \$1,431.1 million in expenditure reductions from current services in fiscal year 2011-12 and \$1,643.5 million in expenditure reductions in fiscal year 2012-13. The significant reductions contained in the budget proposal include: 1) Savings from employees totaling \$1.0 billion in each year of the biennium; 2) Removing or limiting inflationary increases in accounts subject to such adjustments, expected to save \$93.4 million in fiscal year 2011-12 and \$200.3 million in fiscal year 2012-13; 3) Level funding education related grants, anticipated to save \$95.9 million in fiscal year 2011-12 and \$116.2 million in fiscal year 2012-13; 4) Elimination of disproportionate share hospital grants saving \$83.7 million annually; 5) Pharmaceutical bulk purchasing savings of \$76.3 million in fiscal year 2011-12 and \$82.7 million in fiscal year 2012-13; 6) Elimination of rate increases for nursing homes saving \$68.9 million in fiscal year 2011-12 and \$95.5 million in fiscal year 2012-13; 7) Reductions to the higher education block grant totaling \$72.5 million in fiscal year 2011-12 and \$71.0 million in fiscal 2012-13; and 8) Elimination of the manufacturing machinery and equipment payment to towns totaling \$47.9 million annually.

Article XXVIII of the Amendments to the Constitution of the State of Connecticut and Section 2-33a of the Connecticut General Statutes set out the State's expenditure cap. The Governor's budget proposal would be \$406.4 million below the expenditure cap for fiscal year 2011-12 and \$57.4 million below the expenditure cap for fiscal year 2012-13.

The Governor's proposed budget also includes a net increase in general obligation bond authorizations of \$1,075.0 million in fiscal year 2011-12 and \$1,116.6 million in fiscal year 2012-13. The Governor's recommendations also include \$233.4 million in additional clean water revenue bond authorizations in fiscal year 2011-12 and \$238.4 million in fiscal year 2012-13 and special transportation obligation bond authorizations of \$572.3 million in fiscal year 2011-12 and \$515.2 million in fiscal year 2012-13. For the University of Connecticut, general obligation bond authorizations of \$157.2 million will take effect in fiscal year 2011-12 and \$143.0 million will take effect in fiscal year 2012-13. For the Connecticut State University System, \$95.0 million general obligation bonds of the State would take effect in each of 2011-12 and 2012-13.

The Governor's budget proposal reduces the number of separately stated budgeted agencies from the current 81 to 57, a 30% reduction. Also, the Governor has proposed the creation of the First Five program for economic development and job creation. The program is designed to provide extraordinary incentives to entice business development that will generate a significant number of new jobs. These incentives will be targeted toward up to five business development projects over the upcoming two year period that bring 200 new jobs to the State. The Commissioner of the Department of Economic and Community Development will be authorized to augment and combine existing incentive and tax credit programs and will be given discretion, with the written consent of the Governor, to override statutory limitations on such incentives. As part of this program, the Governor is proposing to raise the total cap on credits issued under the Urban and Industrial Sites

Reinvestment Tax Credit program from \$500 million to \$750 million, raise the annual cap on the Job Creation Tax Credit program from \$11 million to \$20 million, and authorize an additional \$80 million in bonding for the Manufacturing Assistance Program.

Deliberations on the Governor’s budget recommendations are expected to continue throughout the legislative session with a scheduled adjournment date of June 8, 2011.

See **Appendix III-E** of this Annual Information Statement for more information regarding the Governor’s Proposed Budget for fiscal years 2011-12 and 2012-13.

General Fund Budget History

Table 2 summarizes the results of operation of the General Fund on the budgetary-basis. Summaries of actual revenues and expenditures on the budgetary (modified cash) basis for the fiscal years 2006 through 2010 are set forth in **Appendix III-D** to this Annual Information Statement.

TABLE 2
General Fund
Summary of Operating Results — Budgetary (Modified Cash) Basis
(In Millions)

Fiscal Years Ending June 30

	<u>2006</u>	<u>2007</u>	<u>2008</u>	<u>2009</u>	<u>2010</u>
Total General Fund Revenues ^(a)	\$14,998.7	\$ 15,742.6	\$16,418.8	\$15,700.8	\$17,688.5
Net Appropriations/Expenditures ^(b)	<u>14,552.2</u>	<u>15,473.4</u>	<u>16,319.4</u>	<u>16,648.4</u>	<u>17,238.6</u>
Operating Surplus/(Deficit)	<u>\$ 446.5</u> ^(c)	<u>\$ 269.2</u> ^(d)	<u>\$ 99.4</u> ^(e)	<u>\$ (947.6)</u> ^(f)	<u>\$ 449.9</u> ^(g)

- (a) Does not include Restricted Accounts and Federal and Other Grants. See **Appendix III-D-6**.
- (b) Does not include expenditures for Restricted Accounts and Federal and Other Grants. Includes Amounts Reserved for Prior Year Appropriations Less Appropriations Carried Forward and Other Adjustments. See **Appendix III-D**.
- (c) The entire surplus balance of \$446.6 million was reserved for transfer to the Budget Reserve Fund.
- (d) The entire surplus balance of \$269.2 million was reserved for transfer to the Budget Reserve Fund.
- (e) The entire surplus balance of \$99.4 million was reserved for spending in fiscal year 2008-09.
- (f) The State Treasurer was given authority to fund, and did fund, the Fiscal Year 2009 General Fund deficit through economic recovery notes.
- (g) The entire surplus balance of \$449.9 million was reserved for fiscal year 2010-11, \$140.0 for spending and the remaining \$309.9 million to reduce the amount of Economic Recovery Revenue Bonds to be issued.

SOURCE: Comptroller’s Office

Table 3 shows the reconciliation of the actual operations surplus (deficit) under the budgetary (modified cash) basis to the GAAP basis of accounting. Audited GAAP based financial statements for fiscal year 2010 are included in **Appendix III-C**.

TABLE 3
General Fund
Summary of Operating Results — Budgetary (Modified Cash) Basis vs. GAAP Basis
(In Millions)

	<u>2006</u>	<u>2007</u>	<u>2008</u>	<u>2009</u>	<u>2010</u>
Fiscal Years Ending June 30					
Modified Cash Basis Operating Surplus/(Deficit)	\$ 446.5	\$ 269.2	\$ --	\$ (947.6)	\$ 449.9
Adjustments:					
Increases (decreases) in revenue accruals:					
Governmental Receivables	10.5	(91.0)	63.5	284.0	(113.1)
Other Receivables.....	25.7	177.9	(302.0)	101.4	(42.6)
(Increases) decreases in expenditure accruals:					
Accounts Payable and Other Liabilities.....	(37.7)	45.2	60.3	(601.6)	(160.9)
Salaries and Fringe Benefits Payable.....	(22.3)	(90.0)	(14.0)	56.6	(7.8)
Increase (decrease) in Continuing					
Appropriations.....	8.4	128.2	(327.0)	(415.3)	32.7
Reclassification of equity adjustments	41.0	80.0	99.4	--	--
Proceeds of Recovery Notes.....	--	--	--	--	947.5
Transfer of restricted resources	--	--	--	--	(1,278.5)
Transfer of prior year surplus	(15.8)	(41.0)	--	(179.4)	--
GAAP Based Operating Surplus/(Deficit).....	<u>\$ 456.3</u>	<u>\$ 478.5</u>	<u>\$ (419.8)</u>	<u>\$ (1,701.9)</u>	<u>\$ (172.8)</u>

SOURCE: Comptroller's Office

Table 4 sets forth on the budgetary (modified cash) basis the actual cumulative unreserved fund balance (deficit) for the General Fund for the last five fiscal years.

TABLE 4
General Fund
Unreserved Fund Balance — Budgetary (Modified Cash) Basis
(In Millions)

	<u>2006</u>	<u>2007</u>	<u>2008</u>	<u>2009</u>	<u>2010</u>
Fiscal Years Ending June 30					
Operating Surplus/Deficit	\$ 446.5	\$ 269.2	\$ 99.4	\$ (947.6)	\$ 449.9
Fund Transfers and Reserves					
Transfers to Budget Reserve Fund.....	446.5	269.2	0.0	0.0	0.0
Transfers from Budget Reserve Fund.....	--	--	--	--	--
Economic Recovery Note Debt Retirement.....	--	--	--	--	--
Reserve for Fiscal Year 2011 Operations					140.0
Reserve to reduce economic recovery revenue bonds					309.9
Reserve for Transfers to Budget Reserve Fund.....	--	--	--	--	--
Reserve for Debt Service Appropriation.....	--	--	--	--	--
Reserve for Fiscal Year 2009 Operations	--	--	99.4	--	--
Reserve for Debt Avoidance.....	--	--	--	--	--
Total Transfers/Reserves.....	<u>446.5</u>	<u>269.2</u>	<u>99.4</u>	<u>(947.6)</u>	<u>449.9</u>
Unreserved Fund Balance					
Surplus/(deficit).....	<u>\$ 0.0</u>	<u>\$ 0.0</u>	<u>\$ 0.0</u>	<u>\$ (947.6)</u>	<u>\$ 0.0</u>

SOURCE: Comptroller's Office

Table 5 shows the reconciliation of the actual cumulative unreserved General Fund balance (deficit) under the budgetary (modified cash) basis to the GAAP basis of accounting for the last five fiscal years.

TABLE 5
General Fund

Unreserved Fund Balance — Budgetary (Modified Cash) Basis vs. GAAP Basis

(In Millions)

Fiscal Years Ending June 30

	<u>2006</u>	<u>2007</u>	<u>2008</u>	<u>2009</u>	<u>2010</u>
Unreserved Fund Balance (Deficit)					
Modified Cash Basis	\$ 0.0	\$ 0.0	\$ 0.0	\$ (947.6)	\$ 0.0
GAAP Based Adjustments					
Continuing Appropriations Available for GAAP Liabilities	--	--	--	--	--
Additional Assets					
Taxes Receivable					
Income Tax Accrual Reduction.....	(282.1)	(271.0)	(380.7)	(364.1)	(377.4)
Eliminate Corporation Accrual	(12.4)	(7.1)	(3.6)	(11.2)	(12.6)
Additional Taxes Receivable.....	<u>8.0</u>	<u>133.6</u>	<u>6.1</u>	<u>4.1</u>	<u>3.8</u>
Net Increase (Decrease) Taxes	(286.5)	(144.5)	(378.2)	(371.2)	(386.2)
Net Accounts Receivable	152.6	146.0	237.6	199.6	218.0
Federal and Other Grants Receivable ^(a)	501.9	410.9	474.5	758.5	645.4
Due From Other Funds.....	<u>22.2</u>	<u>22.7</u>	<u>20.3</u>	<u>27.1</u>	<u>24.8</u>
Total Additional Assets	\$ 390.2	\$ 435.1	\$ 354.2	\$ 614.0	\$ 502.0
Additional Liabilities					
Salaries and Fringe Payable	(195.0)	(285.0)	(299.1)	(242.5)	(250.3)
Accounts Payable—Department of					
Social Services	(718.4)	(628.1)	(508.0)	(585.0)	(573.0)
Accounts Payable—Trade & Other.....	(372.9)	(339.3)	(473.2)	(891.0)	(1,131.2)
Payable to Local Governments.....	-	-	-	-	-
Payable to Federal Government	(61.0)	(67.9)	(121.1)	(146.1)	(124.5)
Due to Other Funds	<u>(101.6)</u>	<u>(109.1)</u>	<u>(102.0)</u>	<u>(105.2)</u>	<u>(102.0)</u>
Total Additional Liabilities	\$ (1,448.9)	\$ (1,429.4)	\$ (1,503.4)	\$ (1,969.8)	\$ (2,181.0)
Unreserved Fund Balance (Deficit)					
GAAP Basis	<u>\$ (1,058.7)</u>	<u>\$ (994.3)</u>	<u>\$ (1,149.2)</u>	<u>\$ (2,303.4)</u>	<u>\$ (1,679.0)</u>

(a) Primarily reimbursement for additional liabilities accrued to federal grant accounts or programs with federal participation, e.g., Medicaid.

SOURCE: Comptroller's Office

Table 6 sets forth on a GAAP basis the components of the fund balance for the General Fund for the last five fiscal years.

TABLE 6
General Fund Fund Balances-GAAP Basis
(In Millions)
Fiscal Years Ending June 30

	<u>2006</u>	<u>2007</u>	<u>2008</u>	<u>2009</u>	<u>2010</u>
Reserved:					
Petty Cash	\$ 1.0	\$ 1.0	\$ 1.0	\$ 1.0	\$ 1.0
Budget Reserve	1,112.5	1,381.7	1,381.7	1,381.7	103.2
Loans & Advances to Other Funds	20.6	18.0	9.7	9.8	15.0
Restricted Purposes	41.0	80.0	179.4	-	449.9
Inventories	39.3	34.0	25.3	24.3	13.9
Continuing Appropriations	702.8	811.3	455.4	87.1	113.2
Debt Service	--	--	--	--	--
Total	<u>1,917.2</u>	<u>2,326.0</u>	<u>2,052.5</u>	<u>1,503.9</u>	<u>696.2</u>
Unreserved:	<u>(1,058.7)</u>	<u>(994.3)</u>	<u>(1,149.2)</u>	<u>(2,303.4)</u>	<u>(1,679.0)</u>
Total Fund Balance	<u>\$ 858.5</u>	<u>\$1,331.7</u>	<u>\$ 903.3</u>	<u>\$ (799.5)</u>	<u>\$ (982.8)</u>

SOURCE: Comptroller's Office

STATE DEBT

Constitutional Provisions

The State has no constitutional limit on its power to issue obligations or incur debt, except that it only may borrow for public purposes. There are no reported court decisions relating to State bonded debt other than two cases validating the legislative determination of the public purpose for improving employment opportunities and related activities. The State Constitution has never required a public referendum on the question of incurring debt. Therefore, State statutes govern the authorization and issuance of State debt, including the purpose, amount and nature thereof, the method and manner of the incurrence of such debt, the maturity and terms of repayment thereof, and other related matters.

Types of State Debt

Pursuant to various public and special acts the State has authorized a variety of types of debt. These types fall generally into the following categories: direct general obligation debt, which is payable from the State's General Fund; special tax obligation debt, which is payable from specified taxes and other funds which are maintained outside the State's General Fund; and special obligation and revenue debt, which is payable from specified revenues or other funds which are maintained outside the State's General Fund. In addition, the State provides annual appropriation support for, or is contingently liable on, the debt of certain State quasi-public agencies and political subdivisions. See **OTHER FUNDS, DEBT AND LIABILITIES** for information concerning debt and contingent liabilities on debt other than direct general obligation debt.

State Direct General Obligation Debt

General

Statutory Authorization and Security Provisions. In general, the State issues general obligation bonds pursuant to specific bond acts and Section 3-20 of the General Statutes, the State general obligation bond procedure act. That act provides that such bonds shall be general obligations of the State and that the full faith and credit of the State are pledged for the payment of the principal of and interest on such bonds as the same become due. Such act further provides that, as a part of the contract of the State with the owners of such bonds, appropriation of all amounts necessary for the punctual payment of principal and interest on such bonds is made, and the Treasurer shall pay such principal and interest as the same become due.

There are no State Constitutional provisions precluding the exercise of State power by statute to impose any taxes, including taxes on taxable property in the State or on income, in order to pay debt service on bonded debt now or hereafter incurred. The constitutional limit on increases in General Fund expenditures for any fiscal year does not include expenditures for the payment of bonds, notes or other evidences of indebtedness. There are also no constitutional or statutory provisions requiring or precluding the enactment of liens on or pledges of State General Fund revenues or taxes, or the establishment of priorities for payment of debt service on the State's general obligation bonds. There are no express statutory provisions establishing any priorities in favor of general obligation bondholders over other valid claims against the State.

Statutory Debt Limit. Section 3-21 of the General Statutes provides that no bonds, notes or other evidences of indebtedness for borrowed money payable from General Fund tax receipts of the State shall be authorized by the General Assembly or issued except as shall not cause the aggregate amount of (1) the total amount of bonds, notes or other evidences of indebtedness payable from General Fund tax receipts authorized by the General Assembly but which have not been issued and (2) the total amount of such indebtedness which has been issued and remains outstanding, to exceed 1.6 times the total estimated General Fund tax receipts of

the State for the fiscal year in which any such authorization will become effective or in which such indebtedness is issued, as estimated for such fiscal year by the joint standing committee of the General Assembly having cognizance of finance, revenue and bonding. However, in computing the aggregate amount of indebtedness at any time, there shall be excluded or deducted revenue anticipation notes having a maturity of one year or less, refunded indebtedness, bond anticipation notes, borrowings payable solely from the revenues of a particular project, the balances of debt retirement funds associated with indebtedness subject to the debt limit as certified by the Treasurer, the amount of federal grants certified by the Secretary of OPM as receivable to meet the principal of certain indebtedness, all authorized and issued indebtedness to fund any budget deficit of the State for any fiscal year ending on or before June 30, 1991 and for the fiscal years ending June 30, 2002, June 30 2003 and June 30, 2009, all authorized debt to fund the Connecticut Development Authority's tax increment bond program, any indebtedness represented by agreements entered into pursuant to certain provisions of the General Statutes, provided the indebtedness in connection with which such agreements were entered into shall be included in such aggregate amount of indebtedness, any indebtedness issued for the purpose of meeting cash flow needs, and any indebtedness issued for the purpose of covering emergency needs in times of natural disaster. For purposes of the debt limit statute, all bonds and notes issued or guaranteed by the State and payable from General Fund tax receipts are counted against the limit, except for the exclusions or deductions described above, and certain other debt specifically excluded by statute. In addition, the amount of authorized but unissued debt for the UConn 2000 program is limited to the amount permitted to be issued under the cap. See *Types of Direct General Obligation Debt — UConn 2000 Financing*.

Under the General Statutes, the Treasurer is required to compute the aggregate amount of indebtedness as of January 1 and July 1 each year and to certify the results of such computation to the Governor and the General Assembly. If the aggregate amount of indebtedness reaches 90% of the statutory debt limit, the Governor shall review each bond act for which no bonds, notes or other evidences of indebtedness have been issued, and recommend to the General Assembly priorities for repealing authorizations for remaining projects.

The total tax receipts for the fiscal year beginning July 1, 2010 as last estimated by the General Assembly's joint standing committee on finance, revenue and bonding, the calculation of the debt limit, the aggregate amount of outstanding debt and of authorized but unissued debt subject to such limit, and the debt incurring margin, all as of February 1, 2011, are described in the following table.

TABLE 7
Statutory Debt Limit
as of February 1, 2011

Total General Fund Tax Receipts	\$10,923,400,000	
Multiplier	<u>1.6</u>	
Debt Limit		\$17,477,440,000
Outstanding Debt ^(a)	\$10,934,913,708	
Guaranteed Debt ^(b)	\$ 854,115,000	
Authorized Debt ^(c)	<u>\$ 2,836,821,078</u>	
Total Subject to Debt Limit		\$14,625,849,786
Less Debt Retirement Funds ^(d)	\$ 17,643,691	
Aggregate Net Debt		\$14,608,206,094
Debt Incurring Margin		\$ 2,869,233,906

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- (a) See **Table 8**. Includes accreted value of capital appreciation bonds. Excludes \$915,795,000 General Obligation Notes (Economic Recovery 2009 Series A), Pension Obligation Bonds, UConn 2000 Bonds, tax increment financings, short term revenue anticipation notes, CCEDA Bonds, CHFA Supportive Housing Bonds and CHFA Emergency Mortgage Assistance Program Bonds, CHEFA Child Care Facilities Bonds and lease financings other than the Middletown Courthouse and the Juvenile Training School.
- (b) See **OTHER FUNDS, DEBT AND LIABILITIES – Contingent Liability Debt**. Includes only guarantees for certain outstanding debt of Southeastern Connecticut Water Authority and UConn 2000 Bonds. Excludes accreted value of UConn 2000 capital appreciation bonds.
- (c) Includes guarantee for UConn 2000 Bonds authorized but unissued under cap for 2010-11 fiscal year.
- (d) Includes debt service funds for self-liquidating debt issued to finance facilities at the University of Connecticut and Connecticut State University.

SOURCE: State Treasurer's Office

State Bond Commission. The general obligation bond procedure act establishes the State Bond Commission and empowers it to authorize the issuance of general obligation bonds for purposes and in amounts and subject to other limits established by the legislature in a bond act. The Commission consists of the Governor, the Treasurer, the Comptroller, the Attorney General, the Secretary of the Office of Policy and Management ("OPM"), the Commissioner of the Department of Public Works, and the Co-Chairpersons and Ranking Minority Members of the Joint Standing Committee on Finance, Revenue and Bonding of the General Assembly. The Secretary of OPM serves as secretary to the Commission.

Subject to satisfaction of certain conditions, the Commission may authorize the issuance of general obligation bonds by the approving vote of at least a majority of the Commission, upon a finding that such authorization will be in the best interest of the State. Upon authorization, the principal amount of bonds so authorized is deemed an appropriation of such amount for such purpose or project and, subject to allotment thereof by the Governor, contracts may be awarded and obligations incurred with respect to the project or purpose, in amounts not exceeding the authorized principal amount, notwithstanding the fact that the contracts and obligations may at a particular time exceed the amount of the proceeds from the sale of such bonds received by the State up to that time. The Commission also determines the terms and conditions of the bonds authorized or delegates such determination to the Treasurer. The Commission generally meets monthly in formal session.

Types of Direct General Obligation Debt

Bond Acts. Pursuant to various public or special bond acts, the General Assembly empowers the State Bond Commission to authorize bonds for a variety of projects or purposes. Each bond act is usually specific as to its projects or purposes and the amount of bonds to be issued therefor, although each bond act may contain several projects or purposes. Each bond act also usually sets forth a maximum maturity of the bonds.

The types of projects and purposes for which the State has authorized general obligation debt include the following: acquisition, construction, renovation and improvement of buildings and facilities for State departments and agencies, educational institutions, prisons, college and university facilities, library facilities and courthouses, acquisition of development rights to preserve open space and farmland, and the provision of grants and loans to promote economic development within the State. Some bonds authorized for university and college facilities are self-liquidating, and certain fees and charges collected by the college or university are set aside and used to service the debt on these bonds. Bonds are also authorized to fund a wide variety of grant programs. Such grants are made to local governments for local school construction projects or to finance a variety of local government, economic development, highway, bridge and other capital improvement projects. Certain bonds are authorized to finance grants and loans to local housing authorities and developers of affordable housing. Other general obligation debt finances grants and loans to municipalities for design and construction of water pollution control facilities, in addition to loans that are financed under the State's Clean Water revenue bond program.

Teachers' Retirement Fund Pension Obligation Bonds. Legislation passed in 2007 authorized the issuance of pension obligation bonds to fund up to \$2 billion of the unfunded accrued liability in the Teachers' Retirement Fund plus capitalized interest and issuance costs. In April 2008 the State issued \$2,277 million of such bonds. The public act also requires the State to appropriate annually the actuarially-determined annual required contribution to the Teachers' Retirement Fund, while the bonds are outstanding. The bonds are general obligations of the State, but do not count against the State's debt limit.

UConn 2000 Financing. In 1995 the General Assembly established the University of Connecticut as a separate corporate entity and instrumentality of the State empowered to issue bonds and construct the infrastructure improvements contemplated by the act for the University of Connecticut. The estimated costs of the infrastructure improvements as initially set forth in the act totaled \$1,250 million to be financed over a 10-year period. The General Assembly extended the UConn 2000 financing program several times and it now runs through June 30, 2018, with total estimated project costs of \$2,805 million. The legislation authorizes the University to borrow money to finance the UConn 2000 projects and to refund such financings. Such borrowings are to be general obligations of the University payable from any revenues or assets of the University and may be secured by pledges of the University's revenues or assets other than mortgages.

The UConn 2000 projects are to be financed by \$18 million general obligation bonds of the State and \$2,469 million bonds of the University which are secured by the State's debt service commitment, which is an annual amount for any debt service requirements when due and payable. The balance of the estimated cost of UConn 2000 projects may be met by the issuance of special obligation bonds of the University or from gifts or other revenue or borrowing resources of the University. Under the enabling legislation, appropriations of all amounts of the State's debt service commitment are made out of the resources of the State's General Fund and the State Treasurer is obligated to make such payments. For this reason, all general obligation borrowings by the University are treated as part of the State's general obligation debt. The amount of the University's bonds which are secured by the State's debt service commitment is capped for each fiscal year, but any amount not used may be carried forward to future fiscal years. The cap does not apply to bonds issued to finance any special capital reserve fund or other debt service reserve fund, costs of issuance or capitalized interest. The amount of bonds issued by the University and secured by the State's debt service commitment, except for the accreted value of any capital appreciation bonds, and the amount of bonds which are authorized to be issued in a fiscal year under the cap are counted against the State's debt limit.

The total amount of University bonds and State general obligation bonds authorized by the enabling legislation is approximately \$336.4 million less than the estimated costs of the infrastructure improvements set forth in the acts. This difference is expected to be addressed by capital cost reductions, deferring certain projects to a future date, and by securing additional funding sources, such as private fundraising and special obligation bonds. Special obligation bonds are to be secured by particular revenues of the University pledged therefore, are not subject to the cap on the University's general obligation bonds and are not counted against the State's debt limit.

The form of master resolution for bonds secured by the State's debt service commitment must be approved by the State Bond Commission, as must any substantive amendment thereto. Each resolution approved by the University to borrow money, including bonds secured by the State's debt service commitment, may be rejected by the Governor within thirty days of submission. All borrowing by the University is to be undertaken by the State Treasurer.

Lease Financing. The State has issued certificates of participation for the development of courthouse facilities and an energy facility at a juvenile training school, each based upon State rental payments under a lease purchase agreement between the State and the project developer. The State has treated this method of lease financing as general obligation debt. However, the State has entered into other leasing arrangements for the development of government facilities which are not treated as general obligation debt, most often in circumstances where the lease is a standard lease or the State is not a participant in the securitization of rental payments under the lease.

Tax Increment Financing. In 1992 the General Assembly authorized the Connecticut Development Authority to issue tax increment bonds for certain types of economic development projects. Under the program the amount of such bonds that may be issued is limited so that the debt service on the bonds may not exceed the estimated increases in the sales tax and the admissions, cabaret and dues taxes generated by the project and allocated by the Authority for debt service on the bonds. Under the General Statutes, debt service on the bonds is required to be paid from such tax receipts (whether or not the actual tax receipts equal or exceed the estimated amount) and is deemed appropriated from the General Fund. The State has classified such tax increment bonds as general obligation debt. No such tax increment bonds may be issued without the approval of the State Bond Commission and no commitments for new projects under this program may be approved by the Authority on or after July 1, 2012.

Supportive Housing Financing. In 2005 the General Assembly directed the Connecticut Housing Finance Authority ("CHFA") in conjunction with other state agencies to develop a collaborative plan to create affordable housing and support services for specified eligible persons and families up to a specified number of units. The program is to be funded in part through mortgages, tax credits and grants from CHFA and the Department of Economic and Community Development. CHFA is authorized to issue bonds in support of the program and the State Bond Commission has authorized the Treasurer and OPM to enter into a contract to provide State assistance and pay debt service on the bonds in the form of payments of principal, interest, interest swap payments, liquidity fees, letter of credit fees, trustee fees and other similar bond-related expenses. Bonds supported by such State assistance shall not exceed \$105 million in the aggregate. As of February 1, 2011, \$79.56 million of such bonds were outstanding. Any provision in the contract providing for the payment of annual debt service will constitute a full faith and credit obligation of the State, and any bonds for which the State provides assistance will be excluded from the State's debt limit.

Emergency Mortgage Assistance Program. In 2008 the General Assembly authorized CHFA to issue up to \$50 million of bonds to fund an Emergency Mortgage Assistance Program and required the Treasurer and the Office of Policy and Management to enter into a contract to provide State assistance to pay debt service on such bonds in the form of payments of principal, interest, interest swap payments, liquidity fees, letter of credit fees, trustee fees and similar bond-related expenses. As of February 1, 2011, \$30 million of such bonds were outstanding. Any provision in the contract providing for the payment of annual debt service

will constitute a full faith and credit obligation of the State, and any bonds for which the State provides assistance will be excluded from the State's debt limit.

Economic Recovery Notes. In 2009 the General Assembly authorized the Treasurer to issue notes to fund the State's budget deficit for the fiscal year ending June 30, 2009, to pay costs of issuance of such notes and certain interest payable or accrued on such notes and to exempt these notes from the overall limit on state debt. In December 2009, the State issued \$915,795,000 of such Economic Recovery Notes.

Certain Short-Term Borrowings. The General Statutes authorize the Treasurer, subject to the approval of the Governor, to borrow such funds, from time to time, as may be necessary, and to issue obligations of the State therefor, which shall be redeemed by the Treasurer whenever, in the opinion of the Treasurer, there are funds in the treasury available for such purpose. The State has established programs of temporary note issuances from time to time to cover periodic cash flow requirements. In 2009 the Treasurer arranged with a group of banks a 364-day revolving credit facility in the amount of \$580 million. The State did not seek to extend the 364-day revolving credit facility which expired on June 17, 2010. No temporary notes are outstanding and none have been issued since 1991.

Forms of Debt. In addition to the bonds, notes and lease financings described above, the State Treasurer has the authority to issue refunding bonds, bond anticipation notes, and capital appreciation bonds. The State general obligation bond procedure act provides that the Treasurer may issue temporary notes and any renewals thereof in anticipation of the proceeds from the sale of bonds whenever the State Bond Commission has adopted a resolution authorizing bonds. The Treasurer is also authorized by the State general obligation bond procedure act to issue refunding bonds whenever the Treasurer finds that the sale is in the best interests of the State and that the State reasonably expects to achieve net debt service savings as a result of such refunding. Certain of the State's general obligation bonds have been issued as capital appreciation bonds. Capital appreciation bonds are issued at a deep discount and interest on the bonds is compounded semi-annually and only paid at maturity. For purposes of the State's debt tables, the interest which has accrued on capital appreciation bonds up to the date of the table is added to the principal amount of the State's debt. Pursuant to State statute, accrued interest on UConn 2000 capital appreciation bonds is excluded from the calculation of the statutory debt limit.

Derivatives. The Treasurer, with the authorization of the State Bond Commission, has the power to enter into reimbursement and similar agreements in connection with liquidity or credit facilities and to pledge the full faith and credit of the State or other collateral to secure the State's payment obligations under any such agreement. The Treasurer, with the authorization of the State Bond Commission, has the power to enter into contracts to place the obligation of the State as represented by bonds or notes of the State, on such interest rate or cash flow basis as the Treasurer may determine, including swap agreements and other arrangements to manage interest rate risk. When any such arrangement is entered, the counter party to the arrangement must have a rating on its unsecured long-term obligations which is the same as or higher than the underlying rating of the State on the applicable bonds. The State Bond Commission may authorize the Treasurer to pledge the full faith and credit of the State and any other collateral pledged to secure the applicable bonds to also secure the State's payment obligations under any such contract.

The State has entered into swap agreements in connection with various bond issues. The swap agreements typically provide for early termination in certain events, and such "termination events" could result in the State being required to make unanticipated termination payments. Such payments, if any are due, may be substantial. In some cases the State has up to 270 days to make any such termination payments. The amounts payable to each swap provider under the respective swap agreement, including any termination payments, will be general obligations of the State. The State is obligated to make debt service payments on its bonds regardless of the performance of the swap provider of its obligations under the swap agreement. Listed below is a summary of the various swap agreements the State has entered into in connection with its general obligation bonds. See also **Appendix C, Note 19 – Derivative Financial Instruments.**

Swap Agreements

<u>Bond Issue</u>	<u>Notional Amount</u>	<u>Termination Date</u>	<u>Fixed Rate Paid by State</u>
2001 Series B	\$ 20,000,000	June 15, 2012	4.33%
2005 Series A	\$140,000,000	March 1, 2023*	3.392
2005 Series A	\$140,000,000	March 1, 2023*	3.401
2005 Series B	\$ 15,620,000	June 1, 2016	3.99
2005 Series B	\$ 20,000,000	June 1, 2017	5.07
2005 Series B	\$ 20,000,000	June 1, 2020	5.20

*Starting in 2015 the State has the option to terminate the then remaining portion of these swap agreements without making a termination payment.

Debt Statement

The following table shows all direct general obligation indebtedness (including the accreted value of capital appreciation bonds) as of February 1, 2011 for the payment of the principal and interest on which the State has pledged its full faith and credit or which is otherwise payable from the State's General Fund.

TABLE 8
Direct General Obligation Indebtedness^(a)
Principal Amount Outstanding as of February 1, 2011
(In Thousands)

General Obligation Bonds	\$ 11,245,194
Pension Obligation Bonds	2,308,857
UConn 2000 Bonds	852,715
Other ^(b)	<u>159,785</u>
Long Term General Obligation Debt Total	14,566,551
Short Term General Obligation Debt Total ^(c)	<u>581,245</u>
Gross Direct General Obligation Debt	15,147,796
Deduct:	
University Auxiliary Services ^(d)	<u>17,644</u>
Net Direct General Obligation Debt	<u><u>\$15,130,152</u></u>

(a) The table does not include refunded bonds for which escrow funds and investments are sufficient to pay all debt service. The table also does not include limited or contingent liabilities of the State or obligations of the State to towns for participation in the construction and alteration of school buildings. See **OTHER FUNDS, DEBT AND LIABILITIES**.

(b) "Other" includes lease financings, tax incremental financings and CHFA Supportive Housing Bonds and CHFA Emergency Mortgage Assistance Program Bonds. Does not include CCEDA Bonds or CHEFA Child Care Facilities Bonds. See **OTHER FUNDS, DEBT AND LIABILITIES – Other Debt Service and Contractual Commitments**.

(c) On April 29, 2009 the State issued \$228,160,000 General Obligation Bond Anticipation Notes (2009 Series B) maturing on June 1, 2011. On April 28, 2010 the State issued \$353,085,000 General Obligation Bond Anticipation Notes (2010 Series A) maturing on May 19, 2011.

(d) Considered self-liquidating. The proceeds of such bonds have been used to build facilities for the State University System and the University of Connecticut. Student fees, other than tuition, for use of such facilities, are deposited into enterprise funds and are used for the operation of such facilities and for deposit annually into a debt service fund maintained by the Treasurer for payment of the debt service on such bonds.

SOURCE: State Treasurer's Office

Debt Ratios

The following table sets forth certain ratios relating to the State's gross and net direct general obligation indebtedness:

TABLE 9
Debt Ratios - Long Term General Obligation Debt
(As of June 30)

	<u>2006</u>	<u>2007</u>	<u>2008</u>	<u>2009</u>	<u>2010</u>
Gross Direct Debt ^(a)	\$10,403,634	\$10,615,810	\$13,076,942	\$13,945,108	\$15,004,732
Net Direct Debt ^(a)	\$10,361,226	\$10,580,359	\$13,042,524	\$13,921,725	\$14,987,088
Ratio of Debt to Personal Income ^(b)					
Gross Direct Debt	5.65%	5.38%	6.52%	7.20%	7.75%
Net Direct Debt	5.63%	5.37%	6.50%	7.19%	7.74%
Ratio of Debt to Estimated Full Value ^(c)					
Gross Direct Debt	1.86%	1.79%	2.29%	2.37%	2.74%
Net Direct Debt	1.85%	1.79%	2.28%	2.36%	2.74%
Per Capita Debt ^(d)					
Gross Direct Debt	\$2,985	\$3,043	\$3,733	\$3,964	\$4,198
Net Direct Debt	\$2,973	\$3,032	\$3,723	\$3,957	\$4,193

(a) In thousands. Includes gross and net long-term direct general obligation bonded indebtedness as set out in **Table 11**. 2008 figures include \$2,278,382,011 Pension Obligation Bonds. 2009 figures include \$2,289,598,815 Pension Obligation Bonds. 2010 figures include \$2,301,522,318 Pension Obligation Bonds and \$915,795,000 Economy Recovery Notes.

(b) See **Appendix III-B, Table B-2**. Personal Income: 2006 — \$184.0 billion; 2007 — \$197.1 billion; 2008 — \$200.5 billion and 2009 — \$193.7 billion. The 2010 ratio uses 2009 data.

(c) Full value estimated by OPM. Uses final equalized net grand lists: 2004 — \$560.3 billion; 2005 — \$592.4 billion; 2006 — \$571.7 billion; 2007 — \$589.4 billion and 2008 — \$547.4 billion. Property is assessed as of October 1 in each year for the tax levy effective the following July 1. The 2006 ratio uses 2004 data; 2007 ratio uses 2005 data; 2008 ratio uses 2006 data; 2009 ratio uses 2007 data and 2010 ratio uses 2008 data.

(d) See **Appendix III-B, Table B-1**. State population 2006 — 3,485,000; 2007 — 3,489,000; 2008 — 3,503,000, 2009 — 3,518,000 and 2010 — 3,574,000.

Debt Service Schedule

The following table sets forth the principal, sinking fund and interest payments required on all outstanding long-term direct general obligation debt of the State, as of February 1, 2011. Although not specifically reflected as a result of combining all outstanding long-term direct debt, the State generally issues general obligation bonds maturing within twenty years. The exceptions include thirty-year Rental Housing Term Bonds and certain other bonds with maturities of less than twenty years where required by statute or in instances where the expected period of usefulness of the project or purpose financed does not warrant a maturity of twenty years.

TABLE 10
Summary of Principal, Mandatory Sinking Fund Payments,
and Interest on Long-Term Direct General Obligation Debt^(a)
as of February 1, 2011

<u>Fiscal Year</u>	<u>Principal Payments^(b)</u>	<u>Interest Payments^(b,c)</u>	<u>Total Debt Service</u>
2011	\$ 1,125,473,940	\$ 354,731,273	\$ 1,480,205,213
2012	1,119,336,696	663,618,688	1,782,955,384
2013	1,051,289,369	635,257,187	1,686,546,556
2014	1,028,715,017	573,131,169	1,601,846,186
2015	1,012,336,365	514,458,717	1,526,795,082
2016	973,720,061	467,889,904	1,441,609,965
2017	738,139,988	424,058,880	1,162,198,868
2018	722,927,299	391,475,822	1,114,403,120
2019	682,321,471	355,834,203	1,038,155,674
2020	584,410,614	326,149,327	910,559,941
2021	589,771,206	295,321,181	885,092,387
2022	573,609,111	318,033,167	891,642,278
2023-2031	<u>4,817,427,625</u>	<u>1,537,457,544</u>	<u>6,354,885,169</u>
Totals	\$ 15,019,478,762	\$ 6,857,417,059	\$ 21,876,895,822

- (a) Includes long-term general obligation debt as outlined in **Table 8**. The future principal payments (\$15,019,478,762), plus accreted interest (\$128,316,981), total the amount of such long-term debt (\$15,147,795,743) as shown in **Table 8**. See footnotes (b) and (c) for further explanation.
- (b) Principal payments include aggregate stated initial values of capital appreciation bonds. Interest payments include the difference between the aggregate stated initial values and the aggregate maturity amounts of capital appreciation bonds, including capital appreciation bonds issued pursuant to the College Savings Bond Program. Capital appreciation bonds mature in fiscal years 2011-2025.
- (c) Some of the State's direct debt pays interest at variable rates. The interest on such debt is calculated based on the following assumed average rates:

<u>Year Issued</u>	<u>Amount Issued</u>	<u>Amount Outstanding</u>	<u>Maturities</u>	<u>Interest Rate</u>
1997	\$ 100,000,000	\$ 40,000,000	2011-2014	4.25%
2001	100,000,000	100,000,000	2018-2021	3.50
2001*	20,000,000	20,000,000	2012	4.33
2003	77,700,000	26,800,000	2011-2013	5.50
2005*	300,000,000	280,000,000	2016-2023	4.50
2005*	15,620,000	15,620,000	2016	3.99
2005*	20,000,000	20,000,000	2017	5.07
2005*	20,000,000	20,000,000	2020	5.20
2008	50,000,000	25,000,000	2012	3.50

* Assumed average interest rate based on interest rate swap agreement(s), including projected basis risk.

SOURCE: State Treasurer's Office

Outstanding Long-Term Direct General Obligation Debt

The following table and graph sets forth the total long-term direct general obligation debt outstanding and the net long-term direct general obligation debt outstanding at the end of each of the last ten fiscal years. Net debt excludes bonds that are considered self-liquidating. See **Table 8**.

TABLE 11

Outstanding Long-Term Direct General Obligation Debt (As of June 30-In Thousands)

<u>Fiscal Year</u>	<u>Gross Debt</u>	<u>Net Debt</u>	<u>Fiscal Year</u>	<u>Gross Debt</u>	<u>Net Debt</u>
2001	\$ 7,925,186	\$ 7,800,440	2006	\$10,403,634 ^(d)	\$10,361,226 ^(d)
2002	8,623,009	8,496,151	2007	10,615,810	10,580,359
2003	9,513,380 ^(a)	9,463,962 ^(a)	2008	13,076,942 ^(e)	13,042,524 ^(e)
2004	9,940,945 ^(b)	9,895,717 ^(b)	2009	13,945,108 ^(f)	13,921,725 ^(f)
2005	10,168,006 ^(c)	10,121,035 ^(c)	2010	15,004,732 ^(g)	14,987,088 ^(g)

(a) Includes \$219,235,000 Economic Recovery Notes.

(b) Includes \$273,215,000 Economic Recovery Notes.

(c) Includes \$209,560,000 Economic Recovery Notes.

(d) Includes \$146,090,000 Economic Recovery Notes.

(e) Includes \$2,278,382,011 Pension Obligation Bonds.

(f) Includes \$2,289,598,815 Pension Obligation Bonds.

(g) Includes \$2,301,522,318 Pension Obligation Bonds and \$915,795,000 Economic Recovery Notes.

SOURCE: State Treasurer's Office

Future Issuance of Direct General Obligation Debt

Authorized But Unissued Direct General Obligation Debt. The General Assembly has empowered the State Bond Commission to authorize direct general obligation bonds pursuant to certain bond acts. The table below shows, as of February 1, 2011, the amount of bonds authorized by bond acts in effect, the amount the State Bond Commission has authorized, the amount of bonds issued pursuant to State Bond Commission authorizations, the balance remaining authorized but unissued and the balance available for authorization. The table shows the same information for UConn 2000 bonds secured by the State's debt service commitment authorized to be issued under the cap through June 30, 2011.

TABLE 12
Authorized but Unissued Direct General Obligation Debt
as of February 1, 2011
(In Thousands)

	State Direct Debt^(a)	Pension Obligation Bonds	UConn 2000^(b)	Tax Increment^(c)	Total
Bond Acts in Effect	\$24,968,685	\$2,276,578	\$1,557,862	\$52,750	\$28,855,875
Amount Authorized	23,275,061	2,276,578	1,557,862	52,750	27,162,252
Amount Issued	22,249,204	2,276,578	1,419,062	49,155	25,993,999
Authorized but Unissued	1,025,857	0	138,800	3,595	1,168,254
Available for Authorization	1,693,624	0	0	0	1,693,624

(a) Includes CHFA Supportive Housing Bonds and CHFA Emergency Mortgage Assistance Program Bonds, and excludes CCEDA Bonds, CHEFA Child Care Facilities Bonds, Economic Recovery Notes and lease financings.

(b) Includes bonds which may be issued under the cap in effect on the date of the table. The amount available for authorization does not include additional amounts which may exceed the cap to finance reserve funds, issuance costs and capitalized interest. The amount issued has been adjusted to reflect increases due to closing costs and decreases due to premiums.

(c) The amount of tax increment bonds authorized is based on the amount authorized by the State Bond Commission, since there is no statutory amount of authorization.

SOURCE: State Treasurer's Office; Office of Policy and Management

Bond Authorizations and Reductions. The General Assembly authorizes bonds in various public and special acts each year or each biennium. In addition to authorizing bonds for new projects and purposes, the General Assembly reviews prior authorizations and may repeal certain projects and bond authorizations or otherwise reduce prior bond authorizations. The table and graph below list the amount of new authorizations of general obligation debt which take effect during the fiscal year listed, and the net amount after subtracting prior bond authorizations which have been repealed or reduced. Pension obligation bonds and economic recovery notes are not included since they are not recurring authorizations.

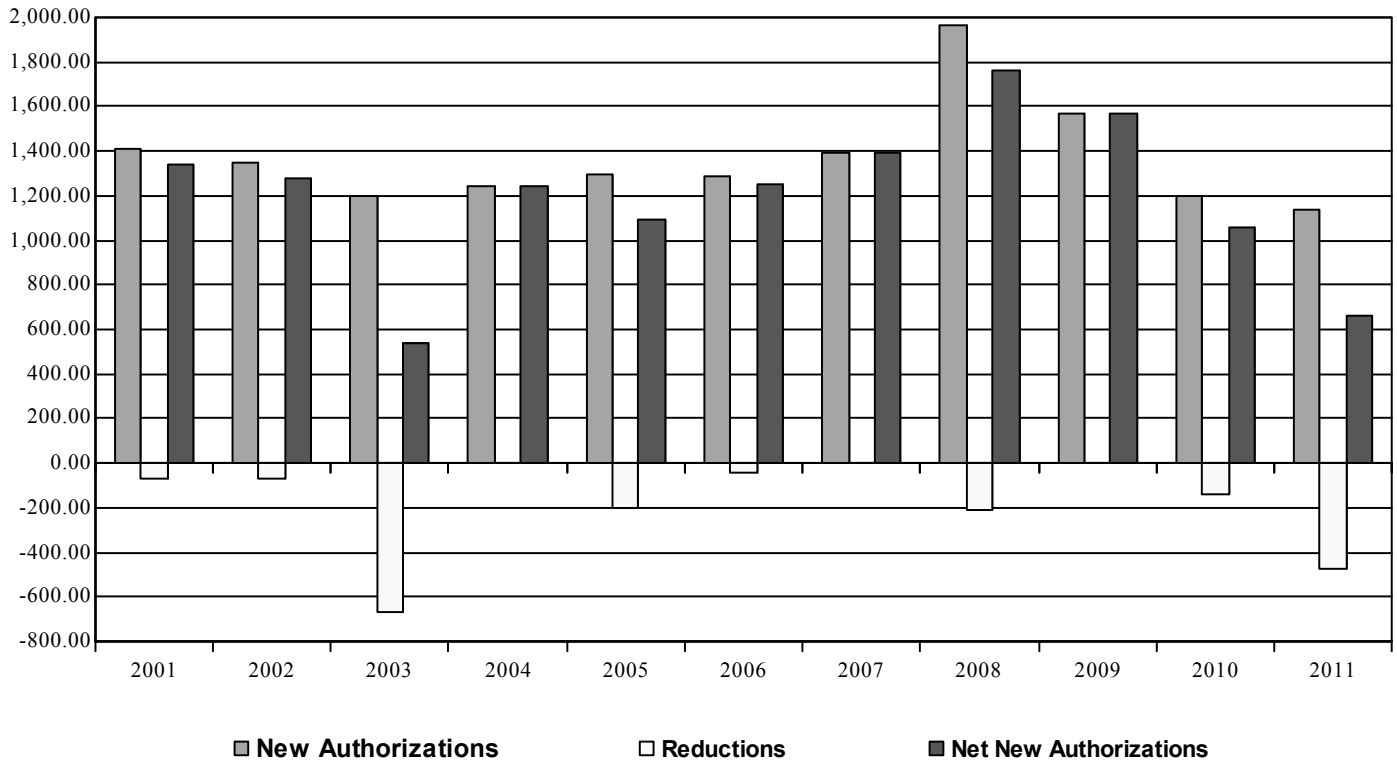
TABLE 13
Statutory General Obligation Bond Authorizations and Reductions^(a)
(In Millions)

	<u>2001</u>	<u>2002</u>	<u>2003</u>	<u>2004</u>	<u>2005</u>	<u>2006</u>	<u>2007</u>	<u>2008</u>	<u>2009</u>	<u>2010</u>	<u>2011</u>
New Authorizations	\$1,407.9	\$1,351.6	\$1,201.0	\$1,246.1	\$1,296.5	\$1,290.4	\$1,388.7	\$1,965.0	\$1,564.5	\$1,195.4	\$1,138.2
Reductions	<u>(70.1)</u>	<u>(69.9)</u>	<u>(663.6)</u>	<u>0.0</u>	<u>(200.3)</u>	<u>(41.3)</u>	<u>0.0</u>	<u>(206.9)</u>	<u>0.0</u>	<u>(140.5)</u>	<u>(474.6)</u>
Net New Authorizations	\$1,337.8	\$1,281.7	\$ 537.4	\$1,246.1	\$1,096.2	\$1,249.1	\$1,388.7	\$1,758.1	\$1,564.5	\$1,054.9	\$ 663.6

(a) Does not include Pension Obligation Bonds, Economic Recovery Notes, lease financings, tax increment or cash flow borrowings. Includes amount for UConn 2000 available under the cap for 1999 through 2009, as amended, but does not include additional amounts which may exceed the cap to finance reserve funds, issuance costs and capitalized interest. Amounts are listed in the fiscal year that the bond authorizations become effective. Does not include any authorizations which take effect after 2011. See Table 14.

SOURCE: Office of Policy and Management

Statutory Bond Authorizations and Reductions
(In Millions)



Purposes of Recent Bond Authorizations. The purposes for which the State issues its general obligation bonds include those described in the next table. The amounts authorized for each of these purposes for recent fiscal years is reflected in the following table, including amounts authorized for UConn 2000. The table does not reflect any statutory reductions of authorized items from prior years, nor are tax increment or cash flow borrowings, CHFA Supportive Housing Bonds and CHFA Emergency Mortgage Assistance Program Bonds, CHEFA Child Care Facilities Bonds, lease financings, economic recovery notes or pension obligation bonds included.

TABLE 14^(a)
New Agency Authorizations (Does Not Include Reductions)
(In Thousands)

Purpose	2005-2006	2006-2007	2007-2008	2008-2009	2009-2010^(d)	2010-2011^(d)
Policy & Management	\$ 167,399	\$ 143,549	\$ 136,900	\$ 106,500	\$ 85,000	\$ 117,500
Revenue Services	11,300	0	2,950	0	0	0
Comptroller	17,288	968	960	1,115	0	0
Special Revenue	0	0	220	0	0	0
Information and Technology...	5,000	4,800	12,910	6,311	0	0
Veterans Affairs	2,628	900	1,250	1,000	0	0
Public Works	12,500	12,500	53,200	30,600	2,500	2,500
Public Safety	6,375	4,655	18,385	11,965	0	0
Fire Prevention and Control	0	0	0	0	0	0
Public Utility Control	0	0	50,000	0	0	0
Motor Vehicles	10,000	0	14,000	0	3,000	0
Military	2,013	2,900	2,000	1,500	1,000	1,000
Emergency Mgmt. & Homeland Sec.	0	0	250	0	0	0
Agriculture	9,750	11,000	8,500	10,000	2,500	10,500
Environmental Protection	70,330	77,527	212,746	152,100	81,000	40,000
Labor	0	0	0	0	0	1,300
Economic and Community Development:						
Housing	21,000	15,000	11,000	9,000	0	0
Housing Trust Fund	20,000	20,000	20,000	30,000	20,000	0
Economic Development	5,000	5,000	59,100	63,000	0	0
Other	35,105	26,125	58,930	25,278	12,000	6,100
Ct Innovations Inc.	0	0	92,000	12,000	0	5,000
Public Health	8,000	8,250	46,779	0	7,000	0
Developmental Services	6,600	2,000	5,000	5,000	0	2,500
Mental Health and Addiction Services	6,000	1,000	12,100	6,000	0	0
Social Services	21,044	12,785	12,496	1,000	5,000	0
Education	630,000	694,400	746,550	658,900	694,300	646,200
State Library	4,300	5,425	10,428	8,500	0	0
Culture & Tourism	7,080	4,600	18,498	4,600	0	0
Agricultural Experiment Station	0	0	1,800	9,000	0	0
Charter Oak State College	50	0	0	0	2,500	0
Regional Community-Technical Colleges	62,214	99,898	53,681	70,719	3,366	56,129
State University	44,211	131,219	80,000	0	0	0
CSUS 2020 ^(c)	0	0	0	95,000	95,000	95,000
Legislative Management	300	0	6,810	1,450	0	0
Children & Families	19,225	10,180	24,232	22,415	32,700	0
Judicial	5,650	5,000	51,325	23,500	0	0
CPTV	1,000	0	2,500	0	0	0
Correction	0	0	11,000	42,095	0	0
UConn	0	0	0	0	0	0
UConn Health Center	0	0	0	0	0	0
UConn 2000 ^{(b)(c)}	79,000	89,000	115,000	140,000	140,500	146,500
Transportation	0	0	11,500	16,000	8,000	8,000
Totals	\$1,290,362	\$1,388,681	\$1,965,000	\$1,564,548	\$1,195,366	\$1,138,229

- (a) Does not include authorizations which take effect after fiscal year 2010-11. Does not include Pension Obligation Bonds, Economic Recovery Notes, tax increment or cash flow borrowings, CHFA Supportive Housing Bonds and CHFA Emergency Mortgage Assistance Program Bonds, CHEFA Child Care Facilities bonds, or lease financings.
- (b) To be issued by University of Connecticut based on cap for the year indicated prior to actual bond issuance. Does not include additional amounts which may exceed cap to finance reserve funds, issuance costs and capitalized interest.
- (c) The Connecticut State University Infrastructure Act authorizes \$95 million per year from FY 2008-09 through FY 2017-18.
- (d) Includes authorizations enacted in prior years that become effective during the biennium.

SOURCE: Office of Policy and Management

OTHER FUNDS, DEBT AND LIABILITIES

The State conducts certain of its operations through State funds other than the State General Fund and, pursuant to legislation, may issue debt secured by the special taxes or revenues pledged to certain of such funds. In addition, the State is contingently liable or has limited liability, from the resources of the State's General Fund, for payment of debt service on certain obligations of quasi-public State agencies and municipalities of the State. The State has committed to apply moneys for debt service on loans to finance child care facilities. The State has also made commitments to municipalities to make future grant payments for school construction projects, payable over a period of years, and has certain other contingent liabilities for future payments.

Transportation Fund and Debt

In 1984 the State adopted legislation establishing a transportation infrastructure program and authorizing special tax obligation ("STO") bonds to finance the program. The infrastructure program is a continuous program for planning, construction and improvement of State highways and bridges, projects on the interstate highway system, alternate highway projects in the interstate highway substitution program, waterway facilities, mass transportation and transit facilities, aeronautic facilities (excluding Bradley International Airport), the highway safety program, maintenance garages and administrative facilities of the Department of Transportation, payment of the State's share of the costs of the local bridge program established under the act, and payment of State contributions to the local bridge revolving fund established under the act. The infrastructure program is administered by the Department of Transportation.

The cost of the infrastructure program for State fiscal years 1985-2014, which will be met from federal, State, and local funds, is currently estimated at \$25.9 billion. The State's share of such cost, estimated at \$10.5 billion, is to be funded from transportation related taxes, fees and revenues deposited in the Special Transportation Fund, as described below, and from the proceeds of STO bonds. The portion of State program costs not financed by STO bonds is estimated at \$0.7 billion and includes the expenses of the infrastructure program which either are not sufficiently large or do not have a long enough life expectancy to justify the issuance of long-term bonds. Such expenses currently include liquid resurfacing, minor bridge repairs, highway maintenance activities, safety improvements, and other minor transportation improvements.

The State's share of the cost of the Infrastructure Program for State fiscal years 1985-2014 to be financed by STO bonds currently is estimated at \$9.8 billion. The actual amount may exceed \$9.8 billion to finance reserves and cost of issuance amounts. The issuance of such STO bonds has eliminated the need for the authorization of additional general obligation bonds of the State for surface transportation purposes. STO bonds may also be issued for the purpose of refunding general obligation bonds of the State issued for transportation infrastructure purposes.

During fiscal years 1985-2011, \$23.7 billion of the total infrastructure program was approved by the appropriate governmental authorities. The remaining \$2.2 billion is required for fiscal years 2012-2014. The \$2.2 billion of such infrastructure costs is anticipated to be funded by the issuance of \$666 million in STO bonds, \$37 million in anticipated revenues, and \$1.5 billion in anticipated federal funds.

The State has established the Special Transportation Fund for the purpose of budgeting and accounting for all transportation related taxes, fees and revenues credited to such Fund and securing the STO bonds. STO bonds are payable solely from revenues of the Special Transportation Fund. The aggregate of certain motor fuel taxes, motor vehicle receipts, motor vehicle related licenses, permits and fees, and portions of the oil companies tax and sales tax on motor vehicles and other transportation related revenue sources, including enacted adjustments to all the foregoing sources, and any direct pay federal interest subsidy received by the State in connection with the issue of any taxable STO bonds (Build America Bonds) are intended to cover the cost of the State's share of the infrastructure program, including debt service requirements. After providing for debt service requirements, the balance of the receipts from such revenue sources may be applied

to the payment of general obligation bonds of the State issued for transportation purposes and for the payment of annually budgeted expenses of the Department of Transportation and the Department of Motor Vehicles. Legislation enacted in 2009 permits the issuance of STO bonds to fund State grant payments to towns and cities for various road improvements.

The table below shows, as of February 1, 2011, the amount of STO bonds authorized by bond acts in effect, the amount the State Bond Commission has authorized, the amount of bonds issued pursuant to State Bond Commission authorizations, the balance remaining authorized but unissued, the balance available for authorization, and the amount outstanding. It is anticipated that additional STO bonds will be authorized by the General Assembly annually in an amount necessary to finance and to complete the infrastructure program. Such additional bonds may be issued on an equal rank with the outstanding bonds provided certain pledged revenue coverage requirements of the STO indentures controlling the issuance of such bonds are met. The State expects to continue to offer bonds for this program.

TABLE 15
Special Tax Obligation Bonds
As of February 1, 2011
(In Millions)

	<u>New Money</u>	<u>Refundings</u> ^(a)	<u>Total</u>
Bond Acts in Effect	\$ 9,823	N/A	\$ 9,823
Amount Authorized	8,974	N/A	8,974
Amount Issued	7,297	\$ 3,528	10,825
Authorized but Unissued	1,678	N/A	1,678
Available for Authorization	849	N/A	849
Amount Outstanding	2,303	1,054	3,358

(a) Refunding Bonds do not require legislative approval.

SOURCE: State Treasurer's Office

In addition to STO Bonds, the State has issued direct general obligation bonds for transportation purposes and the debt service on these bonds may be paid from resources of the Special Transportation Fund provided there is sufficient funding first to pay all STO debt service. For the year ended June 30, 2010 the Special Transportation Fund paid \$1.0 million of State direct general obligation transportation debt service payments. The amount budgeted by the Special Transportation Fund for State direct general obligation transportation debt service payments for fiscal year 2010-11 is \$1.0 million.

During the past several years the Fund's revenues and expenses have undergone a variety of legislative changes. In 2005 legislation increased the scheduled transfers to the Fund from the State's General Fund from Oil Companies Tax revenue by \$22.5 million in fiscal year 2005-06, \$30 million in fiscal year 2006-07, \$53 million in fiscal year 2007-08, \$79.9 million in each of fiscal years 2008-09 to 2012-13, and \$98 million in each fiscal year thereafter. In 2006, legislation again increased the scheduled transfers to the Fund from the State's General Fund from Oil Companies Tax revenue by \$80 million in each of fiscal years ending 2006-07 to 2009-10 and by \$100 million in fiscal year 2010-11 and thereafter. In July 2007 legislation increased the motor fuels tax on each gallon of diesel fuel from \$0.26 to \$0.37 for fiscal year 2007-08 and correspondingly exempted diesel fuel from the petroleum products gross earnings tax. The annual calculation prescribed by statute has set the motor fuels tax on each gallon of diesel fuel at \$0.434 for fiscal year 2008-09, \$0.451 for fiscal year 2009-10 and \$0.396 for fiscal year 2010-11. In 2009 legislation authorized additional transfers to the Fund from the State's General Fund in the amount of \$81.2 million in fiscal year 2009-10,

\$126.0 million in fiscal years 2010-11 and 2011-12 and \$172.8 million in fiscal year 2012-13 and annually thereafter. In 2010 legislation was adopted reducing the transfers to the Fund from the State's General Fund by \$10.0 million in fiscal year 2009-10, \$18.5 million in fiscal year 2010-11 and \$2.0 million in fiscal year 2011-12.

A fifteen member Transportation Strategy Board ("TSB") was established in 2001 to propose a transportation strategy, an implementation cost estimate and funding approaches to the Governor and General Assembly. The TSB's strategic goals are: 1) improve personal mobility within and through Connecticut; 2) improve the movement of goods and freight within and through Connecticut; 3) integrate transportation with economic, land use, environmental and quality of life issues; 4) develop policies and procedures that will integrate the state economy with regional, national and global economies; and 5) identify policies and sources that provide an adequate and reliable flow of funding necessary for a quality multi-modal transportation system. The TSB is required to report on a biennial basis to the Governor and the General Assembly. The most recent report was delivered in January 2011.

In order to implement the strategy-related projects submitted by TSB, legislation was passed in 2005 that established fixed transfers from the Special Transportation Fund to the TSB project accounts in the amounts of \$25.3 million in fiscal year 2005-06, \$20.3 million in fiscal year 2006-07, \$15.3 million in each of fiscal years 2007-08 through 2014-15 and \$.3 million in fiscal year 2015-16 and thereafter. In September 2007 legislation authorized the transfer of \$5.5 million on deposit in the Special Transportation Fund to the TSB's project account for various transportation related studies.

Public Acts in 2005 and 2006 authorized the issuance of more than \$2.1 billion of special tax obligation bonds for the ten-year period from 2005 to 2014 for transportation system improvements, many of which are TSB recommended projects. The entire \$2.1 billion authorization is included in **Table 15**.

Legislation passed in 2006 also authorized the issuance of \$1.3 billion in bonds in anticipation of future federal transportation funds and is not included in **Table 15**.

Other Special Revenue Funds and Debt

Bradley Airport

Bradley International Airport, located in Windsor Locks, Connecticut, is owned by the State and operated by the Bureau of Aviation and Ports in the State's Department of Transportation. The General Assembly has authorized the issuance of revenue bonds for improvements at Bradley International Airport, payable from all or a portion of the revenues generated at the Airport. Legislation passed in 2001 removed a \$294 million bond issuance cap for Bradley Airport but retained the requirement for State Bond Commission approval of any new bond issue. As of February 1, 2011, there were \$178.2 million of Bradley International Airport Revenue Bonds outstanding.

The 2001 legislation also established a Bradley Board of Directors to oversee the operation and development of Bradley Airport. The seven-member board includes five appointed members and the Commissioners of Transportation and Economic and Community Development. The Bradley Board is charged with a wide range of duties and responsibilities, including developing an organizational and management structure, approving the annual capital and operating budget, master plan, and community relations policies of the airport, and ensuring customer service standards and performance assessments.

Additional special obligation bonds to finance self-sustaining special facilities at Bradley International Airport payable solely from the revenues derived from such special facilities were authorized in 1993. In March 2000 the State issued \$53.8 million Bradley International Airport Special Obligation Parking Revenue Bonds to finance the construction of a five story parking garage facility at the airport and as of February 1, 2011 \$41.25 million of such bonds are outstanding.

The board of directors of Bradley Airport and the State Bond Commission approved a transaction authorizing the State Treasurer to refund Bradley International Airport General Airport Revenue Bonds, Series 2001A (AMT) for expected delivery during the first quarter of 2011 and to enter into a forward starting interest rate swap transaction for the purpose of locking in current market savings. Pursuant to such authorization the State entered into certain swap agreements in April 2006.

Clean Water Fund

The General Assembly has authorized the issue of revenue bonds for up to \$1,953.4 million, of which \$1,408.7 million have been issued for the purpose of funding various State and federally mandated water pollution control and drinking water projects. The revenue bonds are payable solely from the revenues or other receipts, funds or moneys of the Clean Water Fund. The proceeds of the revenue bonds are loaned primarily to Connecticut municipalities and public water systems to finance water pollution control and drinking water improvements, and the loan repayments by the municipalities and public water systems secure the revenue bonds. The loans are evidenced by interim funding obligations and project loan obligations of the municipalities and public water systems, pursuant to which either the full faith and credit of each such entity, or the revenues and other funds of a municipal sewer or public water system are pledged. As of February 1, 2011 \$762.63 million revenue bonds were outstanding (including refunding bonds).

Unemployment Compensation

The State pays unemployment compensation benefits from the State's Unemployment Compensation Fund, which is funded by unemployment compensation taxes collected from employers. To fund possible shortfalls, the State has reserved the authority to issue bonds in an aggregate amount outstanding at any time not in excess of \$1.0 billion, plus amounts for certain reserves and costs of issuance. In addition, the State may borrow from the Federal Unemployment Trust Fund to fund a deficit in the State's Unemployment Compensation Fund. As of February 1, 2011, the State had borrowed \$619.2 million from the Federal Unemployment Trust Fund and anticipates borrowing approximately \$1.0 billion by the end of calendar year 2011.

Second Injury Fund

The Second Injury Fund is a State-run workers' compensation insurance fund which pays lost wages and medical benefits to qualified injured workers. The State established the Second Injury Fund in 1945 to encourage the hiring of persons with pre-existing physical impairments, such as veterans and provide relief to employers when an injured worker, who already had a pre-existing injury or condition, was hurt on the job and the second injury was made worse by the existence of the first injury. In 1995 and 1996, the State enacted legislation to close the Second Injury Fund to future second injury claims. Those laws authorized the issuance of an amount not to exceed \$750 million in revenue bonds and notes outstanding at any one time to provide funds for paying past claims. No bonds or short term borrowings are currently outstanding. The State's management objective is to pay additional claims and settlements from current income and, if necessary, short term borrowings.

Rate Reduction Bonds and Economic Recovery Revenue Bonds

The General Assembly authorized the issuance of special obligation bonds to sustain funding of the conservation and load management and the renewable energy investment programs established under the general statutes. In 2004, the State issued \$205.3 million Special Obligation Rate Reduction Bonds (2004 Series A) secured by certain revenues collected through a non-bypassable charge imposed upon each customer of the electric utilities within the State. Such revenues are property of the State and are pledged towards payment of debt service on the bonds and related costs, which pledge is a first priority lien on such revenues. The net proceeds of the bonds were deposited in the General Fund. These bonds were defeased in 2008 and an irrevocable escrow was established to pay such bonds.

In 2010 the General Assembly authorized the issuance of special obligation economic recovery revenue bonds to finance a transfer to the General Fund of \$956 million. The bonds are to be secured by certain revenues collected through a non-bypassable charge imposed upon each customer of the electric utilities within the State. Such revenues are to be property of the State, pledged towards payment of debt service on the bonds and related costs, which pledge is to be a first priority lien on such revenues. The net proceeds of the bonds are to be deposited in the General Fund. As of February 1, 2011, no such bonds have been issued. See **State General Fund – Budget for Fiscal Years 2009-2010 and 2010-2011**.

Contingent Liability Debt

The General Assembly has the power to impose limited or contingent liabilities upon the State in such a manner as it may deem appropriate and as may serve a public purpose. This power has been used to support the efforts of quasi-public agencies, municipalities and other authorities formed to carry out essential public and governmental functions by authorizing these entities to issue indebtedness backed, partially or fully, by General Fund resources of the State. Not all entities that are authorized to issue such indebtedness have done so, and the description below of the State's limited or contingent liability is restricted only to specific indebtedness backed by the State.

Special Capital Reserve Funds

The primary vehicle through which the State has undertaken contingent or limited liability is the special capital reserve fund. A special capital reserve fund, if established, provides additional security for bonds issued by the entity authorized to establish such a reserve fund. Subject to exceptions in the legislation authorizing the establishment of a particular special capital reserve fund, monies held in and credited to a special capital reserve fund are intended to be used solely for the payment of the principal of bonds secured by such special capital reserve fund, the purchase of such bonds, the payment of interest on such bonds or the payment of any redemption premium required to be paid when such bonds are redeemed prior to maturity. The special capital reserve fund is frequently funded with bond proceeds to a specified amount (the minimum of which is often the maximum annual principal and interest payments due on the bonds). The State undertakes the obligation to restore a special capital reserve fund to its minimum level. The method for determining such required minimum capital reserve is set out in the legislation authorizing the special capital reserve fund. If the special capital reserve fund should fall below the required minimum capital reserve amount, an official of the authority or municipality which established the special capital reserve fund shall certify to the Secretary of the Office of Policy and Management or the State Treasurer or both the amount necessary to restore such special capital reserve fund to the required minimum capital reserve amount. On or before December 1, annually, there will be deemed to be appropriated from the State's General Fund such amount as specified in the certificate, which amount shall be allotted and paid to the entity that established the special capital reserve fund. On an annual basis, the State's liability under any special capital reserve fund mechanism is limited to its obligation to restore that fund to its minimum capital reserve amount.

Quasi-Public Agencies

The State has established by legislation several quasi-public agencies. These quasi-public agencies are not departments, institutions or agencies of the State. They are, however, bodies politic and corporate that constitute public instrumentalities and political subdivisions of the State and whose exercise of authority granted to them is deemed to be the performance of an essential public and governmental function. These organizations provide a wide range of services that might otherwise be provided directly by the State.

Among the public authorities are: the Connecticut Development Authority, the Connecticut Health and Educational Facilities Authority, the Connecticut Higher Education Supplemental Loan Authority, the Connecticut Housing Finance Authority, the Connecticut Resources Recovery Authority and the Capital City Economic Development Authority. Each of these public authorities is authorized to issue bonds in its own

name to facilitate its activities and each has issued bonds secured by a special capital reserve fund, or other contractual arrangement, for which the State has limited contingent liability.

Capital City Economic Development Authority (“CCEDA”). CCEDA was created in 1998 and was granted the power to issue revenue bonds for a convention center project in Hartford. The bonds are to be backed by State contractual assistance equal to annual debt service. In 2004 a public act authorized CCEDA to use a special capital reserve fund in connection with any such revenue bonds, but there are currently no plans for such an issue. CCEDA has issued revenue bonds backed by the State’s contract assistance agreement equal to annual debt service on the revenue bonds. See **Other Debt Service and Contractual Commitments - Capital City Economic Development Authority.**

The Board of Directors of CCEDA is comprised of seven members appointed jointly by the Governor, the speaker of the House of Representatives, the majority leader of the House of Representatives, the minority leader of the House of Representatives, the president pro tempore of the Senate, the majority leader of the Senate and the minority leader of the Senate, and includes members who have expertise in the fields of commercial and residential real estate construction or development and financial matters.

Connecticut Development Authority (“CDA”). The CDA was established in 1973 as a successor Authority. In order to discharge its responsibilities and fulfill its purposes, the CDA is authorized to offer various financing programs including The Mortgage Insurance and Loan Program (the “Insurance Fund”). As of February 1, 2011, \$20.45 million of State bonds have been authorized but remain unissued to fund the Insurance Fund and loans insured by the Insurance Fund totaled \$4.6 million. Other CDA programs include the Umbrella Bond Program, the Self-Sustaining Bond Program, the Connecticut Growth Fund, the Connecticut Works Fund, the Connecticut Works Guarantee Fund, the Connecticut Capital Access, the Environmental Assistance Revolving Loan Fund, the Tax Incremental Financing Program, the High-Technology Infrastructure Fund and the General Obligation Bond Program. Currently, the only outstanding CDA bonds secured by special capital reserve funds were issued pursuant to the General Obligation Bond Program. Although there remains legislative authority for the issue of bonds secured by special capital reserve funds under the Umbrella Bond Program, no loans have been initiated under that program since 1985, and the CDA does not anticipate a resumption of any lending activity under that program.

Under the General Obligation Bond Program, the CDA issues bonds to finance eligible economic development and information technology projects. General revenues of the CDA, which are not otherwise pledged, are made available to service the debt of bonds issued under the General Obligation Bond Program. Although such bonds may also be secured by a special capital reserve fund, to date only \$30.56 million 1993 Series A (Hartford Whalers Project) bonds have been secured by such a fund. As of February 1, 2011, \$4.57 million of such bonds remain outstanding.

The Board of Directors of the CDA is comprised of eleven members: the State Treasurer, the Commissioner of Economic and Community Development, the Secretary of the Office of Policy and Management, as *ex officio* members; four members appointed by the governor and experienced in the field of financial lending or the development of commerce, trade or business; and a member appointed by each of the President Pro Tempore of the State Senate, the minority leader of the State Senate, the Speaker of the State House of Representatives and the minority leader of the State House of Representatives.

Connecticut Health and Educational Facilities Authority (“CHEFA”). CHEFA was established to assist in the financing of facilities for educational or health care purposes, including colleges and universities, secondary schools, nursing homes, hospitals, child care facilities, and any other qualified non-profit institutions through the issuance of bonds and other obligations. Payments from institutions provide funds to service the debt on loans made pursuant to the issuance of bonds and other obligations by CHEFA. CHEFA is also authorized to issue tax-exempt and taxable revenue bonds secured by one or more special capital reserve funds solely to finance projects for “participating nursing homes,” or for housing, student centers, food service facilities and other auxiliary service facilities at public institutions of higher learning, including the

Connecticut State University system, or for clinical services projects for The University of Connecticut Health Center, and up to \$100.0 million to finance equipment acquisitions by hospitals.

Under CHEFA's nursing home program, loans are secured by mortgages on the nursing homes and pledges of gross receipts. Minimum debt service coverage ratios of 1.0 to 1.25 times annual debt service are required and restrictions are placed on the issuance of additional debt. Participating nursing homes are required to fund a debt service reserve fund in an amount equal to one year's maximum annual debt service and a working capital fund reserve account in an amount equal to 60 days of operating expenses or three year's maximum annual debt service. If a participating nursing home is in default or is likely to become in default under its loan agreement with CHEFA due to the failure to make any payment(s) required, CHEFA may request that the Commissioner of the Department of Social Services withhold any funds in the State's custody that are due and payable to the nursing home via a Medicaid intercept. Funds subject to withholding under this section include federal and state grants, contracts, allocations and appropriations.

The State Treasurer has applied appropriated funds and General Fund budget surplus to defease certain bonds for nursing homes in order to avoid any draw on the special capital reserve fund which secures such bonds. Legislation enacted in 1998 provides that no bonds secured by a special capital reserve fund are to be issued by CHEFA in the future for nursing homes, except for bonds that at least in part, refund, refinance, or otherwise restructure bonds under certain circumstances where the aggregate liability of the State with respect to such bonds will be less than the aggregate liability of the State with respect to the bonds being refunded, refinanced or restructured and that doing so is in the best interest of the State.

CHEFA is also allowed to issue revenue bonds to finance facility improvements for the Connecticut State University System (the "System") which are secured by one or more special capital reserve funds. The System has pledged University Student Fees and certain student parking fees as a source of funds for the payment of debt service on the bonds. The types of facilities of the System financed through CHEFA were financed in the past through self-liquidating general obligation bonds of the State, so implementation of this program should limit the need for the State to issue such bonds in the future.

Although CHEFA is authorized to issue bonds secured by a special capital reserve fund to finance equipment acquisitions by hospitals and clinical services projects for The University of Connecticut Health Center, these programs have not yet been implemented.

CHEFA also is authorized to issue bonds and loan the proceeds to various entities to finance child care facilities. The Department of Social Services is committed to pay a portion of the debt service on these loans, in amounts sufficient to cover a portion of the debt service on the bonds, subject to annual appropriation. See **Other Debt Service and Contractual Commitments - Connecticut Health and Educational Facilities Authority.**

The Board of Directors of CHEFA is comprised of ten members including the State Treasurer and Secretary of OPM, both serving *ex officio*, and eight members appointed by the governor based on their qualifications in the areas of health care, higher education, or public finance.

Connecticut Higher Education Supplemental Loan Authority ("CHESLA"). CHESLA provides financial assistance in the form of education loans to students in or from the State, their parents or others responsible for the cost of their education and provides an alternative method to enable institutions for higher education in the State to assist qualified students to attend such institutions. CHESLA is authorized to issue bonds the proceeds of which are used to fund education loans to applicants meeting certain eligibility requirements. The repayment of such loans service the debt on CHESLA bonds. CHESLA, in connection with the issuance of its bonds has made certain covenants with respect to such loans, including a covenant to do or cause to be done all such acts and things necessary to receive and collect all revenues due with respect to such loans. CHESLA bonds are further secured by a special capital reserve fund.

The Board of Directors of CHESLA is comprised of eight members including the State Treasurer, the Secretary of OPM and the Commissioner of Higher Education, serving ex officio, and five members appointed by the Governor based on their qualifications in the areas of higher education and/or public finance.

Connecticut Housing Finance Authority (“CHFA”). CHFA was established in 1969 to meet the needs of low and moderate income families and persons for decent housing and to encourage and assist the development and construction of multifamily housing by reducing the cost of mortgage financing therefor. CHFA is authorized to issue bonds the proceeds of which are used to fund mortgage loans to applicants meeting certain eligibility requirements including unrestricted statutory income limits in certain urban areas. The enabling act authorizes CHFA to make or purchase construction and permanent mortgage loans which are guaranteed or insured by the United States of America or any agency or instrumentality thereof, by the Federal Home Loan Mortgage Corporation, by a private mortgage insurance company or the State or the Authority itself without limitation as to amount and to make or purchase mortgage loans not so insured or guaranteed in an aggregate amount not to exceed \$1.5 billion. In order to finance these activities CHFA has established a Housing Mortgage Finance Program and has issued its general obligation bonds under a General Bond Resolution pursuant to which CHFA has pledged all revenues which it may receive in connection with the mortgages financed thereunder including its fees and charges therefor and any recoveries of principal therefrom from any source and any monies received from investments, as well as other mortgages specifically pledged. In addition, such General Bond Resolution provides for general covenants such as a covenant to do all things necessary with respect to the operation of such Housing Mortgage Finance Program in order to pay principal of and interest on its bonds and provides for certification as to self-sufficiency in order to issue any additional bonds. Bonds issued under CHFA’s General Bond Resolution are further secured by a special capital reserve fund.

CHFA has also established a Special Needs Housing Mortgage Finance Program (formerly known as the Group Home Mortgage Finance Program) and has issued and expects to issue additional Special Needs Housing Mortgage Finance Program Special Obligation Bonds under a separate indenture, including bonds for group homes, assisted living facilities, and residential care homes, which bonds are and will be secured by a special capital reserve fund. CHFA also issues bonds for supportive housing and emergency mortgage assistance for which the debt service is paid by the State pursuant to contracts for State assistance. See ***State Debt – Types of Direct General Obligation Debt – Supportive Housing Financing and Emergency Mortgage Assistance Program.***

The Board of Directors of CHFA is comprised of fifteen members: the Commissioner of Economic and Community Development, the Secretary of OPM, the Commissioner of Banking and the State Treasurer, serving ex officio; seven members appointed by the Governor; and a member appointed by each of the President Pro Tempore of the State Senate, the minority leader of the State Senate, the Speaker of the State House of Representatives and the minority leader of the State House of Representatives who among them are experienced in all aspects of housing design, development, finance, management and state and municipal finance.

Connecticut Resources Recovery Authority (“CRRA”). CRRA was created in 1973 to assist municipalities in meeting their solid waste disposal and recycling needs. To further its purpose CRRA develops, finances and supervises solid waste management facilities and contracts. CRRA has developed four integrated solid waste systems that serve over 100 municipalities in the State. CRRA bonds may be secured by a special capital reserve fund. CRRA bonds are generally secured by service agreements with participating municipalities under which the municipalities agree to deliver a minimum amount of waste to a specified facility each year or to pay the tipping fee for any amount that does not meet the minimum commitment. These service agreements are generally secured by the municipality’s full faith and credit. CRRA bonds are additionally secured by revenues from the sale of energy generated by the facility and waste from non-municipal sources.

The Board of Directors of CRRA is comprised of eleven members: three members appointed by the Governor; two members appointed by each of the president pro-tempore of the Senate, the speaker of the House of Representatives, the minority leader of the Senate, the minority leader of the House of Representatives. There is one vacancy. In addition, there are eight ad hoc members, two representing each of the four facilities. Such ad hoc members may only vote on matters pertaining to their respective facility. As of February 1, 2011, only six ad hoc seats were filled.

UConn 2000 Special Obligation Financing. The University of Connecticut may issue special obligation bonds which may be secured by a special capital reserve fund which the State undertakes to restore to its minimum level. Before issuing special obligation bonds secured by such a special capital reserve fund, the act requires the board of trustees of the University to determine that project revenues, other than those derived from the State's debt service commitment and the State's minimum operating provision, are estimated to be sufficient to pay the debt service on the special obligation bonds, to maintain reserves and to operate the physical infrastructure of the University. The act requires the Treasurer to confirm that such determination is not unreasonable or arbitrary. The University may also issue special obligation bonds which are not secured by such a special capital reserve fund.

Assistance to Municipalities

In addition to the limited or contingent liabilities that the State has undertaken in connection with the activities of its quasi-public agencies, the State has undertaken certain limited or contingent liabilities to assist municipalities. The State currently has limited or contingent liabilities outstanding in connection with bonds or other obligations issued by the City of Waterbury and the Southeastern Connecticut Water Authority. The State previously was obligated pursuant to the establishment of a special capital reserve fund to secure certain bonds issued by the City of Bridgeport to fund its past budget deficits; however such bonds were refunded by the City in 1996. The State previously had guaranteed debt service on bonds of the City West Haven, but an irrevocable escrow has been established to pay such bonds. Legislation also authorized distressed municipalities, in certain circumstances and subject to various conditions, to issue deficit funding obligations secured by a special capital reserve fund. There are no such obligations currently outstanding.

The City of Waterbury. In March and June 2001 the State adopted legislation to assist the City of Waterbury in financing its budget deficits. The legislation imposed certain financial controls on the City and created a Waterbury Financial Planning and Assistance Board. The legislation authorized the City, subject to approval of the Board and the State Treasurer, to issue bonds for the purpose of funding the City's past budget deficits. Payment of the bonds is serviced through the City's taxing authority. The legislation requires the City to direct certain of its tax revenues to a trustee through a tax intercept mechanism for the purpose of servicing the debt on its bonds. The legislation also provides for the establishment of a special capital reserve fund to further secure up to \$100 million bonds issued by the City to fund its budget deficits. The State is contingently obligated to restore the special capital reserve fund to its required minimum.

The Waterbury Financial Planning and Assistance Board was comprised of the Secretary of the Office of Policy and Management, the State Treasurer, the Mayor of the City, and four members appointed by the Governor, one affiliated with a business located in the City, one with expertise in finance, one resident of the City and one a representative of organized labor. On January 23, 2007, the Board determined that the City had met all of the legislation's requirements for the termination of the Board, and the Board by resolution discontinued its existence and its exercise of its powers, duties and functions.

Southeastern Connecticut Water Authority. The Southeastern Connecticut Water Authority was established for the purpose of developing a reliable water supply for southeastern Connecticut. The State Bond Commission is authorized to approve a State guarantee of obligations of the Southeastern Connecticut Water Authority. Amounts borrowed by the Authority are to be repaid by July 1, 2045.

State Treasurer's Role

By statute, CDA, CHEFA, CHFA, CHESLA, CRRA, and CCEDA may not owe any money or issue any bonds or notes which are guaranteed by the State of Connecticut or for which there is a special capital reserve fund of any kind which is in any way contributed to or guaranteed by the State until or unless such borrowing or issuance is approved by the State Treasurer or the Deputy State Treasurer. The approval shall be based on documentation provided by the authority that the authority anticipates receiving sufficient revenues to (1) pay the principal of and interest on the bonds and notes issued, (2) establish, increase and maintain any reserves deemed by the authority to be advisable to secure the payment of the principal of and interest on such bonds and notes, (3) pay the cost of maintaining, servicing and properly insuring the purpose for which the proceeds of the bonds and notes have been issued, if applicable, and (4) pay such other costs as may be required.

Similarly, no municipality may issue any obligation for which there is a special capital reserve fund of any kind which is in any way contributed to or guaranteed by the State unless and until such obligation and the agreement establishing the capital reserve fund are approved by the State Treasurer. The State Treasurer's approval shall be based upon factors delineated in the general statutes, including the establishment of a property tax intercept procedure to service the municipality's debt.

Outstanding Special Capital Reserve Fund Debt

The amount of outstanding debt which is secured by special capital reserve funds or State guarantees of municipal debt as described above is outlined in the following table.

TABLE 16
Special Capital Reserve Fund Debt
(In Millions)

	Authorized SCRF or Guaranteed Debt <u>As of 2/1/11</u>	Outstanding SCRF or Guaranteed Debt <u>As of 2/1/11</u>	Minimum Capital Reserve Requirement <u>As of 2/1/11</u>
Indebtedness Secured by Special Capital Reserve Funds or Guaranteed by State			
Connecticut Development Authority			
Umbrella Bond Program	\$ 300.0	\$ 0.0	\$ 0.0
General Obligation Bond Program	30.6	4.6	1.5
Connecticut Health and Educational Facilities Authority			
Nursing Home Program	(a)	17.0	2.6
Connecticut State University System.....	(a)	248.3	25.8
Hospital Equipment Program.....	100.0	0.0	0.0
UCONN Health Center Program	(a)	0.0	0.0
Connecticut Higher Education Supplemental Loan Authority	300.0	189.2	19.4
Connecticut Housing Finance Authority			
Housing Mortgage Finance Program	(a)	3,729.1	281.6
Special Needs Housing Mortgage Finance Program	(a)	66.4	4.6
Connecticut Resources Recovery Authority	725.0	35.8	10.9
University of Connecticut Student Fee Revenue Bonds.....	(a)	0.0	0.0
City of Waterbury Special Capital Reserve Fund Bonds	100.0	35.3	6.8
Southeastern Connecticut Water Authority.....	15.0	1.4	N.A.

(a) No statutory limit.

Other Debt Service and Contractual Commitments

Capital City Economic Development Authority. In December 2003 the State Bond Commission approved up to \$100 million of revenue bonds and other borrowings for the Hartford convention center project and in December 2004 approved an increase in the authorized amount to \$122.5 million. CCEDA has issued \$110 million of its revenue bonds backed by the State's contract assistance agreement equal to annual debt service on the revenue bonds, of which \$102.68 million was outstanding as of February 1, 2011. The State's obligation under the contract assistance agreement is limited to \$9.0 million per year, and the Authority's debt obligations are structured not to exceed this amount. An additional \$12.5 million of borrowing, not backed by the contract assistance agreement, has also been incurred. Debt service on the revenue bonds is payable from debt service appropriations in the General Fund and CCEDA is obligated to reimburse the State for such contract assistance payments from parking and energy fee revenues after payment of operating expenses of the parking garage and the energy facility. Under the agreement between CCEDA and the State, after completion of the convention center project CCEDA is required to maintain pledged revenues equal to 1.2 times debt service, after operating expenses. The State's obligation under the assistance agreement is not included in any of the debt calculations in **Tables 7, 8, 9, 10, 11, 12 or 16.**

The convention center portion of the project opened in June 2005. Other elements of the project include an adjacent parking structure which opened later in 2005, an adjacent parking structure underlying the Connecticut Science Center and a retail and entertainment district, including another parking structure. The entire project is not expected to be fully placed in service until 2017 at the earliest. Since June 2006, the delay in completion of the additional elements of the project, along with higher than anticipated startup expenses and operating expenses have resulted in insufficient parking revenues, after operating expenses, to fully reimburse the State for debt service payments. This situation is expected to continue at least until all elements of the project are completed and placed in service. As debt service on CCEDA's revenue bonds continues to be paid under the contract assistance agreement, CCEDA's reimbursement obligation will increase, and this reimbursement obligation will need to be satisfied before excess parking revenues are available to fund the operations of the convention center, which itself is partially funded by General Fund appropriations from the State to CCEDA.

Connecticut Health and Educational Facilities Authority. Legislation enacted in 1997 authorized CHEFA to issue bonds and loan the proceeds to various entities to finance child care facilities. The Department of Social Services may enter into commitments to apply monies for each such entity to pay the debt service on the loans in amounts sufficient to cover a portion of the debt service on CHEFA's Child Care Facilities Bonds. Legislation enacted in 1999 provided for the obligation of the Department of Social Services to make debt service payments to be made by the State Treasurer. Any obligation by the Department of Social Services or the State Treasurer to pay is subject to annual appropriation. CHEFA first issued special obligation bonds under this program in 1998. As of February 1, 2011 CHEFA had approximately \$66.6 million in Child Care Facilities Bonds outstanding under this program with annual debt service of approximately \$5.4 million, of which the Department of Social Services is committed to pay approximately \$4.4 million. The remaining portion of debt service is to be paid from Department of Education and Department of Social Services intercepts of revenues from providers. The State's obligation under the assistance agreement is not included in any of the debt calculations in **Tables 7, 8, 9, 10, 11, 12 or 16.**

Two other Child Care Facilities programs also authorize the Commissioner of the Department of Social Services to enter into guaranties of loans made to entities to finance the development of child care and child development centers or programs. CHEFA is administering this program on behalf of the Department, and is currently limiting the aggregate amount of guaranties to the balance of monies in the reserve funds for the respective programs. The State's obligations in connection with these programs are not included in any of the debt calculations in **Tables 7, 8, 9, 10, 11, 12 or 16.**

School Construction Grant Commitments. The State is obligated to various cities, towns and regional school districts under a grant-in-aid public school building program to fund certain of the costs of construction and alteration of school buildings or to support part of the debt service payments on municipal debt issued to fund the State's share of such school building projects. For certain school projects approved by the General Assembly, cities, towns and districts are ranked according to their adjusted equalized net grand list per capita and based on such rankings a percentage is assigned which determines the amount of grant money a town or regional school district is eligible to receive for a project or type of project authorized by the legislature and approved by the Commissioner of Education.

For school construction projects approved during the 1997 legislative session and thereafter, the State pays the costs of its share of construction projects on a progress payment basis during the construction period. Each year the legislature authorizes grant commitments which vary in amounts from year to year. The State has authorized new school construction grant commitments of approximately \$427.5 million which take effect in the 2010-11 fiscal year. As of June 30, 2010, the Commissioner estimates that current grant obligations under this program are approximately \$2,550 million which includes approximately \$7,450 million in grants approved as of such date less payments already made of \$4,900 million.

Prior to 1997 the grant program was conducted differently. For certain school projects grants for construction costs are paid to the cities, towns and districts in installments which correspond to the number and time of principal payments due on municipal bonds, or temporary notes renewed for a third or subsequent year, issued to finance project costs. If a project is fully paid from sources other than borrowing, such grants are paid in five annual installments. Grants in support of interest payments correspond to the number and time of such interest payments. As of June 30, 2010, under the grant program prior to 1997 the State is obligated to various cities, towns and regional school districts for approximately \$304 million in aggregate principal installment payments and \$54 million in aggregate interest subsidies, for a total of \$358 million. Funding for these payments may come from future State direct general obligation bond sales. No new grant commitment can be authorized under this program.

The legislature has authorized bonds for both grant programs based on the amount of grants that the Commissioner of Education estimates will be paid during each fiscal year. Since there is generally a lapse of one or more years from the time grant commitments are approved to the time grant payments are required to be made, the amount of unpaid grant commitments will be significantly greater than the amount of bonds authorized to fund the grant commitments.

Connecticut Lottery Corporation. The Connecticut Lottery Corporation (the "Corporation") was created in 1996 as a public instrumentality of the State to operate the State's lottery pursuant to the Connecticut Lottery Corporation Act (the "CLC Act"). The State and the Corporation purchase annuities under group contracts with insurance companies which provide payments corresponding to the obligation for payments to lottery prize winners. The State has transferred to the Corporation all annuities purchased by it and the Corporation has assumed responsibility for the collection of revenue generated from the lottery and for the payment of all lottery prizes. Under the CLC Act, the termination of the Corporation would not affect any outstanding contractual obligation of the Corporation and the State would succeed to the obligations of the Corporation under any such contract. As of June 30, 2010 the current and long term liabilities of the Corporation total \$228.4 million.

PENSION AND RETIREMENT SYSTEMS

The State sponsors several public employee retirement systems discussed below. Actuarial valuations are performed with respect to such systems at regular intervals. The purpose of the actuarial valuation is to calculate an actuarial accrued liability for each of the pension plans which estimates on the basis of demographic and economic assumptions the present value of accrued benefits the pension plan will pay to its retired members and active members upon retirement. The actuarial valuation compares the actuarial accrued liability with the actuarial value of assets and any excess of that liability over the assets forms an unfunded actuarial accrued liability. The actuarial valuations express the percentage the pension is funded through a “funded ratio” which represents the quotient obtained by dividing the actuarial value of assets of the pension plan by the actuarial accrued liability of the pension plan. The actuarial valuation also will state an actuarially recommended contribution which is the recommended payment of the State to the applicable pension plan. The actuarially recommended contribution consists of two components: (1) normal costs, which represents the portion of the present value of retirement benefits that are allocable to active members’ current year of service, and (2) an amortized portion of the unfunded actuarial accrued liability.

State Employees’ Retirement Fund

The State Employees’ Retirement Fund is one of the systems maintained by the State with approximately (i) 50,064 active members, consisting of 36,649 vested members and 13,415 non-vested members, (ii) 1,602 deferred vested members, and (iii) 41,782 retired members and beneficiaries as of June 30, 2010.

Since fiscal year ending June 30, 1979, payments into the State Employees’ Retirement Fund and investment income in each fiscal year, with the exception of fiscal years ending June 30, 2004, June 30, 2009 and June 30, 2010, have been sufficient to meet benefits paid from the fund in such year. Payments into the fund are made from employee contributions, General and Special Transportation Fund appropriations and grant reimbursements from Federal and other funds. State contributions to the fund are made monthly on the basis of transfers submitted by the Office of the State Comptroller.

Full actuarial valuations are performed as of June 30th of each even-numbered year. The actuarial valuation uses recognized actuarial methods to calculate the actuarial value of assets and the actuarial accrued liability of the State Employees’ Retirement Fund. The actuarial accrued liability is determined directly as the present value of benefits accrued to date, where the accrued benefits for each member is the pro-rata portion (based on service to date) of the projected benefit payable at death, disability, retirement or termination. The valuation uses an asset valuation method that smoothes the difference between the market value of assets and actuarial value of assets to prevent extreme fluctuations that may result from short-term or cyclical economic and market conditions. The actuarial value of assets is determined by first projecting the actuarial value forward from the beginning of the prior fiscal year based on the actual cash flow during the fiscal year and the assumed investment rate of return. One fifth of any difference between this expected actuarial value and the actual market value is added to or subtracted from the expected actuarial value to arrive at the actuarial value of assets in order to “smooth” year to year changes in market values. The unfunded actuarial liability is the actuarial accrued liability less the actuarial value of assets. The valuation includes a projection from the valuation date to future years based on certain key assumptions such as the investment return on the market value of assets, the active population count for hazardous and nonhazardous duty members, total payroll growth, age and salary distributions for new entrants, and actual plan experience with respect to terminations, retirement, mortality, and cost of living increases, among others.

The market value of the State Employees’ Retirement Fund’s investment assets, as reported in the actuarial valuation dated November 15, 2010, was \$7,322.6 million as of June 30, 2009 and \$7,791.3 million as of June 30, 2010. The market value of the fund’s investment assets is continually subject to change based on a variety of factors, including changes in the financial and credit markets and general economic conditions. The actuarial valuation also indicated that the State Employees’ Retirement Fund had assets with an actuarial

value of \$8,787.2 million as of June 30, 2009 and \$9,349.6 million as of June 30, 2010. The November 2010 actuarial valuation indicated that as of June 30, 2010, the State Employees' Retirement Fund had actuarial accrued liabilities of \$21,054.2 million and an unfunded actuarial accrued liability of \$11,704.6 million. Based on a market value of assets, the State Employees' Retirement Fund had a funded ratio of 37.0% as of June 30, 2010. The November 2010 actuarial valuation indicated that as of June 30, 2010 the State Employees' Retirement Fund had a funded ratio of 44.4% based on the actuarial value of the assets.

The November 2010 actuarial valuation was based upon an 8.25% earnings assumption, projected salary increases of 4% to 20%, cost-of-living adjustments of 2.7%-3.6%, a social security wage base of 3.5%, inflation at 4% and the impact of phasing in an approximately 4.9% negative return on plan assets for the fiscal year ending June 30, 2010. In addition, the valuation recalculated the actuarial value of assets for the past four valuations so that the actuarial value of assets recognizes 20% of the difference between the market value of assets and the expected actuarial value of assets. These recalculations are not reflected in **Table 17** below or in the notes to the June 30, 2010 Basic Financial Statements included as **Appendix III-C** hereto or in the required PERS Supplementary Information accompanying the Basic Financial Statements. Benefits for members retiring from service on or after the *Longley v. State Employees Retirement Commission* decision were assumed to increase by 0.084% as a result of the revised treatment of longevity pay. Retroactive application of *Longley* has been reflected in the valuation to the extent impacted retiree benefits have been recalculated. The valuation used an amortization period of 21 years.

The November 2010 actuarial valuation uses the projected unit credit actuarial cost method to calculate the annual amortization payments needed to amortize the State Employees' Retirement Fund's unfunded actuarial accrued liability ("UAAL"). Pursuant to the statutory provisions applicable to the State Employees' Retirement Fund and agreements between the State and the State Employees Bargaining Agent Coalition ("SEBAC"), the Fund's UAAL is amortized as a level percent of payroll over a declining period of years, beginning with 40 years as of July 1, 1991. The State is currently in year 19 of an initial 40 year amortization period. While this method of funding does lead to full funding by the end of the amortization period, the repayment of the UAAL is not level. Because of this, even if the State were to contribute the full amount of the actuarially recommended contributions and all other actuarial assumptions were met, the UAAL for the State Employee's Retirement Fund is not projected to be reduced significantly until the latter years of the amortization period. Following full amortization of the UAAL, the actuarially recommended contribution would decrease substantially as it would consist solely of the funding of normal costs representing the portion of the present value of retirement benefits that are allocable to active members' current year of service. Two collective bargaining agreements with the State Employees Bargaining Agency Coalition ("SEBAC") negotiated in 1996 and 1997 ("SEBAC IV" and "SEBAC V", respectively) designed to take advantage of sizable market gains in plan assets at the time, have the effect of extending the period that the UAAL is expected to increase.

For periods ending June 30, 2010, the Treasurer has realized annualized net returns on investment assets in the State Employees' Retirement Fund of 7.08% over the past twenty years, of 6.71% over the past fifteen years, of 2.89% over the past ten years and of 2.66% over the past five years. These annualized net returns reflect the impact of the negative return on investment assets resulting from the downturn in the financial markets during the Fall of 2008. The November 2010 actuarial valuation was based upon an 8.25% earnings assumption.

The actuarial valuation dated November 12, 2008 determined the following employer contribution requirements, based on a projected unit credit actuarial cost method and level percent-of-payroll contributions, which contributions are sufficient to meet Governmental Accounting Standards Board ("GASB") standards: (i) \$897.4 million for fiscal year ending June 30, 2010, and (ii) \$944.1 million for fiscal year ending June 30, 2011. The State contributed \$720.5 million to the State Employees' Retirement Fund in fiscal year ending June 30, 2010, meeting 80.3% of its annual contribution requirement for such year. To meet the State's annual contribution requirements for fiscal year ending June 30, 2011, \$745.8 million has been appropriated from the General and Special Transportation Funds. Based on projections by the Office of Policy and Management, it

is anticipated that contributions to the fund for fiscal year ending June 30, 2011 from grant reimbursements from Federal and other funds will be sufficient to meet all but \$20.0 million of the balance of the annual contribution requirement.

The November 2010 actuarial valuation determined the following employer contribution requirements, which contributions are sufficient to meet Governmental Accounting Standards Board (“GASB”) standards: (i) \$1,023.5 million for fiscal year ending June 30, 2012; (ii) 1,045.0 million for fiscal year ending June 30, 2013 and (iii) \$1,125.6 for fiscal year ending June 30, 2014. Such amounts have not yet been included in any adopted budgets by the State as the budgets for these years are not yet due. The proposed budget submitted by the Governor on February 16, 2011 for the 2011-2013 biennium contains appropriations sufficient, together with anticipated grant reimbursements from Federal and other funds, to fully fund the employer contribution requirements for fiscal years ending June 30, 2012 and 2013.

Set forth below are State contributions to the State Employees’ Retirement Fund, Federal grant programs, employee contributions, investment income, net realized gains and losses, net unrealized gains and losses, benefits paid, actuarial recommended contributions and market value of assets for each of the past five fiscal years, and the actuarial accrued liabilities, the actuarial values of fund assets, the resulting unfunded accrued liabilities and the funded ratios on an actuarial and market basis for the actuarial valuations as of June 30, 2006, June 30, 2008 and June 30, 2010.

TABLE 17
State Employees' Retirement Fund

	Year Ending June 30				
	2006	2007	2008	2009	2010
General Fund					
Contributions.....	\$ 447,209,748	\$ 477,219,351	\$ 481,878,589	\$ 454,805,009	\$ 478,096,904
Transportation Fund					
Contributions.....	60,055,000	63,819,000	67,058,000	71,426,000	70,413,000
Federal and other					
Reimbursements.....	115,797,984	122,892,384	162,618,685	173,538,851	172,016,675
Employee Contributions....	<u>55,234,913</u>	<u>61,794,719</u>	<u>67,389,585</u>	<u>70,808,970</u>	<u>65,662,494</u>
Total Contributions	\$ 678,297,645	\$ 725,725,454	\$ 778,944,859	\$ 770,578,830	\$ 786,189,073
Investment Income ^(a)	\$ 310,506,921	\$ 352,538,549	\$ 371,620,098	\$ 252,399,209	\$ 207,642,999
Net Realized Gains					
(Losses).....	\$ 14,036,602	\$ 300,610,772	\$ 323,533,563	\$ 12,284,308	\$ 346,416,872
Net Unrealized Gains					
(Losses)	<u>532,826,108</u>	<u>856,560,402</u>	<u>(1,171,995,109)</u>	<u>(1,973,178,423)</u>	<u>401,053,718</u>
Total Net Gains (Losses)...	\$ 546,862,710	\$ 1,157,171,174	\$ (848,461,546)	\$(1,960,894,115)	\$ 747,470,590
Benefits Paid	\$ 913,030,578	\$ 951,353,124	\$ 1,008,131,838	\$ 1,063,286,151	\$ 1,263,784,641
Actuarial Accrued					
Liabilities	\$16,830,349,168	\$17,888,065,116	\$19,243,372,754	N/A ^(b)	\$21,054,196,685
Actuarial Values					
of Assets.....	<u>8,951,392,914</u>	<u>9,584,970,345</u>	<u>9,990,247,212</u>	<u>8,787,160,426</u>	<u>9,349,604,896</u>
Unfunded Accrued					
Liabilities	\$ 7,879,019,254	\$ 8,303,094,771	\$ 9,253,125,542	N/A ^(b)	\$11,704,591,789
Actuarial Recommended					
Contribution.....	\$ 623,062,748	\$ 663,926,351	\$ 716,944,264	\$ 753,698,039	\$ 897,428,000
Market Value of Assets					
(as reported in					
Actuarial valuation).....	\$ 8,789,643,845	\$ 10,041,047,120	\$ 9,329,175,038	\$ 7,322,633,688	\$ 7,791,337,413 ^(c)
Funded Ratio					
(actuarial value).....	53%	54%	52%	N/A ^(b)	44%
Funded Ratio					
(market value).....	52%	56%	48%	N/A ^(b)	37%
Ratio of Actuarial Value					
of Assets to Market					
Value of Assets	101.8%	95.5%	107.1%	N/A ^(b)	120.0%

(a) Investment Income (exclusive of net realized gains and losses).

(b) Information not available in actuarial valuation.

(c) This amount includes \$2,087,879 of receivables as of the valuation date.

Generally, State employees hired before July 1, 1984 participate in the Tier I plan of the State Employees' Retirement Fund, which requires employee contributions. As of July 1, 2010 approximately 9% of the total work force was covered under the Tier I Plan. Other employees generally participate in the Tier II plan, which is non-contributory for certain members and provides somewhat lesser benefits. As of July 1, 2010, approximately 39% of the total workforce was covered under the Tier II plan. Employees hired after July 1, 1997 participate in the Tier IIA plan, which requires contributions from its employee members. As of July 1, 2010, approximately 52% of the total work force was covered under the Tier IIA Plan. Member contribution requirements vary by tier and plan, as follows: (i) Tier I - Hazardous: 4% of earnings up to the Social Security Taxable Wage Base plus 5% of earnings above that level; (ii) Tier I - Plan A or C: 5% of earnings; (iii) Tier I - Plan B: 2% of earnings up to Social Security Taxable Wage Base plus 5% of earnings above that level; (iv) Tier II – Hazardous: 4% of earnings; (v) all other Tier II: none; (vi) Tier IIA –

Hazardous: 5% of earnings; and (vii) all other Tier IIA: 2% of earnings. Eligibility for normal retirement benefits varies by tier and plan, as follows: (i) Tier I Hazardous: 20 years of hazardous duty credited service; (ii) all other Tier I: earliest of age 55 with 25 years of service, age 60 with 10 years of service, or age 70 with 5 years of service; (iii) Tier II and Tier IIA Hazardous: 20 years of hazardous duty credited service; and (iv) all other Tier II and IIA: earliest of age 62 with 10 years of vesting service (effective July 1, 1992), age 60 with 25 years of vesting service, age 70 with 5 years of vesting service, or age 62 with 5 years of actual state service for terminations on or after July 1, 1997. The normal retirement benefit is based on “final average earnings” (“FAE”) which is defined as the average salary of the three highest paid years of service, provided that, effective January 1, 1986, no one year's earnings can be greater than 130% of the average of the two preceding years for purposes of calculating the FAE. The normal retirement benefit varies by tier and plan, as follows: (i) Tier I Hazardous: 50% of FAE plus 2% for each year of service in excess of 20; (ii) Tier I Plans A or C: 2% of FAE times years of service, with a minimum benefit with 25 years of service of \$833.34 per month; (iii) Tier I Plan B: 2% of FAE times years of service up to age 65; for retirements after age 65, 1% of FAE up to \$4,800, plus 2% of FAE in excess of \$4,800 times years of service, with a minimum benefit with 25 years of service of \$833.34 per month; for retirements at or after age 70, the greater of 1.25% of FAE up to \$4,800 plus 2.5% of FAE in excess of \$4,800 times years of service (maximum 20 years) or 1.0% of FAE up to \$4,800 plus 2% of FAE in excess of \$4,800 times year of service; (iv) Tier II and IIA Hazardous: 2.5% of FAE times years of service up to 20 years plus 2.0% of FAE times years of service in excess of 20 years, if any, with a minimum benefit with 25 years of service of \$360 per month; and (v) all other Tier II and IIA: (a) 1.333% of FAE plus 0.50% of FAE in excess of the year's breakpoint (which breakpoint equals \$10,700 increased by 6% each year after 1982, rounded to nearest \$100 but not greater than Social Security Covered Compensation), times (b) years of service from October 1, 1982 up to 35 years, plus (c) 1.625% of FAE times any years of service in excess of 35 years, with a minimum benefit with 25 years of service of \$360 per month. The State Employees' Retirement Fund also provides disability and pre-retirement death benefits.

The State Employees' Retirement Fund provides cost-of-living allowances as follows: Annual adjustments each July 1 of a minimum of 3% up to 5% for retirements prior to July 1, 1980, and a fixed 3% for retirements after July 1, 1980 but before July 1, 1997. For members (and beneficiaries) not covered by Social Security and age 62 and over, the maximum increase is 6%. For employees retiring after June 30, 1999, the annual adjustment will be 60% of the increase in Consumer Price Index for Urban Wage Earners and Clerical Workers (“CPI”) up to 6% and 75% of the increase in the CPI over 6%. This adjustment will be no less than 2.5% and no greater than 6%. Employees retiring between July 1, 1997 and June 30, 1999 made an irrevocable choice between the above formula and the fixed 3% annual adjustment. An employee from Tier IIA must have at least 10 years of actual state service or directly make the transition into retirement in order to be eligible for annual adjustments. From time-to-time the State has instituted, and in the future may institute, early retirement incentive plans which may impact retirement plan eligibility and benefits.

Teachers' Retirement Fund

The Teachers' Retirement Fund, administered by the Teachers' Retirement Board, provides benefits for any teacher, principal, supervisor, superintendent or other eligible employee in the public school systems of the State, with certain exceptions. While establishing salary schedules for teachers, municipalities do not provide contributions to the maintenance of the fund. As of June 30, 2010, there were (i) 63,998 active and former employees, consisting of 51,368 active members, 1,315 inactive vested members and 11,315 inactive non-vested members, (ii) 30,219 retired members and beneficiaries, and (iii) 274 members on disability allowance.

Since fiscal year ending June 30, 2004, payments into the Teachers' Retirement Fund and investment income in each fiscal year, with the exception of fiscal year ending June 30, 2008, have been less than the benefits paid from the fund in such year. Contributions to the fund are made by employees and by General Fund appropriations from the State. State contributions to the fund are made quarterly on the basis of certifications submitted by the Teachers' Retirement Board and are funded with annual appropriations from the General Fund. State contributions to the Fund for fiscal year ending June 30, 2008 included \$2.0 billion of the

proceeds of the State's \$2,276,578,270.75 Taxable General Obligation Bonds (Teachers' Retirement Fund 2008 Series), as discussed below.

Actuarial valuations are performed as of June 30th of each even-numbered year. The actuarial valuation uses recognized actuarial methods to calculate the actuarial value of assets and the actuarial accrued liability of the Teachers' Retirement Fund. The actuarial accrued liability is determined using the entry age normal cost method as the portion of the present value of future benefits allocated to years of service prior to the valuation date. The valuation uses an asset valuation method of smoothing the difference between the market value of assets and actuarial value of assets to prevent extreme fluctuations that may result from short-term or cyclical economic and market conditions. The actuarial value of assets is determined by first projecting the actuarial value forward from the beginning of the prior fiscal year based on the actual cash flow during the fiscal year and the assumed investment rate of return. One fourth of any difference between this expected actuarial value and the actual market value is added to or subtracted from the expected actuarial value to arrive at the actuarial value of assets in order to "smooth" year to year changes in market values. The unfunded actuarial liability is the actuarial liability less the actuarial value of assets. The valuation includes a projection from the valuation date to future years based on certain key assumptions such as the investment return on the market value of assets, the rates of withdrawal of active members who leave covered employment before qualifying for any monthly benefit, the rates of mortality, the rates of disability, the rates of pay increases and the assumed age or ages at actual retirement.

The market value of the Teachers' Retirement Fund's investment assets, as reported in the actuarial valuation dated November 3, 2010, was \$11,397.1 million as of June 30, 2009 and \$12,273.6 million as of June 30, 2010. The market value of the fund's investment assets is continually subject to change based on a variety of factors, including changes in the financial and credit markets and general economic conditions. The actuarial valuation also indicated that the Teachers' Retirement Fund had assets with an actuarial value of \$14,875.4 million as of June 30, 2009 and \$14,430.2 million as of June 30, 2010. The November 2010 actuarial valuation indicated that as of June 30, 2010, the Teachers' Retirement Fund had actuarial accrued liabilities of \$23,495.9 million and an unfunded actuarial accrued liability of \$9,065.7 million. Based on a market value of assets, the Teachers' Retirement Fund had a funded ratio of 52.2% as of June 30, 2010. The November 2010 actuarial valuation indicated that as of June 30, 2010 the Teachers' Retirement Fund had a funded ratio of 61.4% based on the actuarial value of the assets.

The November 2010 actuarial valuation was based upon an 8.50% earnings assumption, and projected salary increases of 4% and cost-of-living adjustments of 3.0% annually for members retired before September 1992 and 2.0% for members retired on and after September 1, 1992. The November 2010 actuarial valuation uses an amortization method that calculates the amortization payment for the Teachers' Retirement Fund's unfunded actuarial accrued liability, that is included in the actuarially recommended employer contribution requirement rate of contribution based on a level percentage of payroll payments over a declining period of years, starting with 40 years as of July 1, 1991 for the contribution for the fiscal year beginning July 1, 1992. The net effective amortization period for the computed State contribution amounts for the fiscal years ending June 30, 2010 and June 30, 2011 is 25.3 years. While this method of funding does lead to full funding by the end of the amortization period, the repayment of the UAAL is not level. Because of this, even if the State were to contribute the full amount of the actuarially recommended contributions and all other actuarial assumptions were met, the UAAL for the Teachers' Retirement Fund is not anticipated to be reduced significantly until the latter years of the amortization period. Following full amortization of the UAAL, the actuarially recommended contribution would decrease substantially as it would consist solely of the funding of normal costs representing the portion of the present value of retirement benefits that are allocable to active members' current year of service.

For periods ending June 30, 2010, the Treasurer has realized annualized net returns on investment assets in the Teachers' Retirement Fund of 7.22% over the past twenty years, of 6.90% over the past fifteen years, of 3.10% over the past ten years and of 2.99% over the past five years. These annualized net returns incorporate the negative return on investment assets resulting from the general market downturn during the

Fall of 2008 through the Spring of 2009. The November 2010 actuarial valuation was based upon an 8.50% earnings assumption.

The actuarial valuation dated November 12, 2008 determined the following employer contribution requirements, based on an individual entry-age actuarial cost method and level percent-of-payroll contributions, which contributions are sufficient to meet GASB standards: (i) \$559.2 million for fiscal year ending June 30, 2010, and (ii) \$581.6 million for fiscal year ending June 30, 2011. To meet the State's annual contribution requirements for fiscal year ending June 30, 2010, \$559.2 million was appropriated and contributed to the Teachers' Retirement Fund. To meet the State's annual contribution requirements for fiscal year ending June 30, 2011, \$581.6 million has been appropriated.

The November 2010 actuarial valuation determined the following employer contribution requirements, based on an individual entry-age actuarial cost method and level percent-of-payroll contributions, which contributions are sufficient to meet GASB standards: (i) \$757.2 million for fiscal year ending June 30, 2012, and (ii) \$787.5 million for fiscal year ending June 30, 2013. Such amounts have not yet been included in adopted budgets by the State as budgets for these years are not yet due. The proposed budget submitted by the Governor on February 16, 2011 for the 2011-2013 biennium contains appropriations sufficient to fully fund the employer contribution requirements for these years.

Set forth below are State contributions to the Teachers' Retirement Fund, employee contributions, investment income, net realized gains and losses, net unrealized gains and losses, benefits paid, actuarial recommended contributions and market value of assets for each of the past five fiscal years, and the actuarial accrued liabilities, the actuarial values of fund assets, the resulting unfunded accrued liabilities and the funded ratios on an actuarial and market basis for the actuarial valuations as of June 30, 2006, June 30, 2008 and June 30, 2010.

TABLE 18
Teachers' Retirement Fund ^(a)

	Year Ending June 30				
	2006	2007	2008	2009	2010
General Fund					
Contributions.....	\$ 396,248,844	\$ 412,101,958	\$ 2,518,560,263 ^(b)	\$ 539,302,674	\$ 559,224,244
Employee					
Contributions ^(c)	<u>254,415,662</u>	<u>239,077,395</u>	<u>233,971,635</u>	<u>243,124,657</u>	<u>254,062,668</u>
Total Contributions.....	\$ 650,664,506	\$ 651,179,353	\$ 2,752,531,898	\$ 782,427,331	\$ 813,286,912
Investment Income ^(d)	\$ 372,811,689	\$ 482,745,492	\$ 519,183,177	\$ 393,748,965	\$ 321,398,381
Net Realized Gains					
(Losses).....	\$ 45,550,687	\$ 650,696,447	\$ 188,080,715	\$ 24,937,167	\$ 502,466,817
Net Unrealized Gains					
(Losses).....	<u>736,860,094</u>	<u>967,671,640</u>	<u>(1,414,057,911)</u>	<u>(2,958,832,005)</u>	<u>648,184,236</u>
Total Net Gains (Losses)...	\$ 782,410,781	\$ 1,618,368,087	\$ (1,225,977,196)	\$ (2,933,894,838)	\$ 1,150,651,053
Benefits Paid ^(e)	\$ 1,050,132,506	\$ 1,159,443,441	\$ 1,266,950,462	\$ 1,381,129,716	\$ 1,415,903,458
Actuarial Accrued					
Liabilities.....	\$18,703,792,895	N/A	\$21,801,020,991	N/A	\$23,495,916,000
Actuarial Values of					
Assets ^(f)	<u>11,781,338,002</u>	N/A	<u>15,271,012,785</u>	N/A	<u>14,430,187,000</u>
Unfunded Accrued					
Liabilities.....	\$ 6,922,454,893	N/A	\$ 6,530,008,206	N/A	\$ 9,065,729,000
Actuarial Recommended					
Contribution.....	\$ 396,248,625	\$ 412,098,510	\$ 518,560,263	\$ 539,302,674	\$ 559,224,000
Market Value of Assets					
(as reported in					
Actuarial Valuation).....	\$12,227,994,598	\$13,744,769,795	\$14,551,467,434	\$11,397,053,000	\$12,273,604,000
Funded Ratio					
(actuarial value).....	63%	N/A	70%	N/A	61%
Funded Ratio					
(market value).....	65%	N/A	67%	N/A	52%
Ratio of Actuarial Value					
of Assets to Market					
Value of Assets.....	96%	N/A	105%	N/A	117%

- (a) As actuarial valuations are performed every two years, not all of the data is available for each year.
- (b) In April 2008 the State issued \$2,276,578,270.75 Taxable General Obligation Bonds (Teachers' Retirement Fund 2008 Series) and \$2.0 billion of the proceeds of such bonds were deposited into the Teachers' Retirement Fund.
- (c) Includes municipal contributions under early retirement incentive programs (\$2,802,639 during fiscal year 2005-06, \$2,659,720 during fiscal year 2006-07, \$1,667,810 during fiscal year 2007-08, \$1,573,023 during fiscal year 2008-09 and \$857,420 during fiscal year 2009-10). Does not include employee contributions to the Teachers' Retirement Health Insurance Fund.
- (d) Investment Income (exclusive of net realized gains and losses).
- (e) Does not include refunds with respect to withdrawals of account balances by inactive members who terminate membership (\$10,823,529 during fiscal year 2005-06, \$6,212,663 during fiscal year 2006-07, \$16,314,549 during fiscal year 2007-08, \$14,691,011 during fiscal year 2008-09 and \$12,382,933 during fiscal year 2009-10).
- (f) For years prior to fiscal year 2007-2008, includes cost-of-living adjustment reserve account. As of June 30, 2007 the fund was dissolved and its assets combined with Teachers' Retirement Fund assets.

Public Act No. 07-186 authorized the issuance of general obligation bonds ("TRF Bonds") of the State in amounts sufficient to fund a \$2.0 billion deposit to the Teachers' Retirement Fund plus amounts required for costs of issuance and up to two years of capitalized interest. The Secretary of the Office of Policy and

Management and the State Treasurer subsequently determined that issuance of such bonds would be in the best interests of the State, and in April 2008 the State issued \$2,276,578,270.75 of such bonds.

Section 8 of Public Act No. 07-186 provides that in each fiscal year that any TRF Bonds (or any refunding bonds) are outstanding, there shall be deemed appropriated from the General Fund an amount equal to the annual required contribution to the Teachers' Retirement Fund, and such amount shall be deposited in the fund in such fiscal year. The amounts of the annual required contributions for each biennial budget shall be based on the actuarial valuation required to be completed by the December 1 prior to the beginning of the next biennial budget. Under Section 8 the State has pledged to and agreed with the holders of any TRF Bonds that, so long as the actuarial evaluation of the Teachers' Retirement Fund is completed and the certification of the annual contribution amounts is made as required by such Section, no public or special act of the General Assembly shall diminish such required contribution until such bonds, together with interest thereon, are fully met and discharged unless adequate provision is made by law for the protection of the holders of the bonds. Such contributions may be reduced in any biennium, however, if (i) the Governor declares an emergency or the existence of extraordinary circumstances (which may include changes in actuarial methods or accounting standards) in which the provisions of Section 4-85 of the Connecticut General Statutes is invoked, (ii) at least three-fifths of the members of each Chamber of the General Assembly vote to diminish such required contributions during the biennium for which the emergency or extraordinary circumstances are determined, and (iii) the funded ratio of the fund is at least equal to the funded ratio immediately after the sale of the bonds in accordance with the actuarial method used at the time. If such conditions are met, the funding of the annual required actuarial contribution may be diminished, but in no event shall such diminution result in a reduction of the funded ratio of the fund by more than 5% from the funded ratio which would otherwise have resulted had the State funded the full required contribution, or the funded ratio immediately after the sale of the bonds, whichever is greater.

Effective July 1, 1992, each member of the Teachers' Retirement Fund is required to contribute 6% of annual salary for the pension benefit. The State's contribution requirement is determined in accordance with Section 10-183z of the General Statutes, which requires the retirement system to be funded on an actuarial reserve basis. Eligibility for normal retirement benefits is available at age 60 for those with 20 years of credited service in Connecticut, or 35 years of credited service including at least 25 years of service in Connecticut. The normal retirement benefit is 2% of average annual salary received during three years of highest salary times years of credited service (maximum benefit is 75% of average annual salary received during three years of highest salary), provided that: (i) the maximum annual retirement benefit shall not exceed the maximum dollar limit in effect for the applicable limitation year under Section 415(b) of the Internal Revenue Code of 1986, as amended (the "Code"), as adjusted for increases in the cost-of-living pursuant to Section 415(d) of the Code; and (ii) for members who became members of the Teachers' Retirement System on or after January 1, 1996, the maximum annual compensation taken into account under the plan may not exceed the maximum earnings limitation of Section 401(a)17 of the Code. In addition, amounts derived from the accumulation of supplemental account contributions made prior to July 1, 1989 and voluntary contributions by the member are payable. Effective January 1, 1999, there is a minimum monthly retirement benefit of \$1,200 to members who retire under the normal retirement provisions and who have completed at least 25 years of full time Connecticut service at retirement. The plan also provides reduced early retirement and pro-ratable retirement benefit, disability retirement benefits, return with interest on certain contributions upon termination of employment, and pre-retirement death benefits for spouses and dependent children. The plan includes cost-of-living allowances as follows: For members who retired prior to September 1, 1992, pension benefit adjustments are made in accordance with increases in the Consumer Price Index, with a minimum increase of 3% and a maximum increase of 5% per annum. For members who were members of the Teachers' Retirement System before July 1, 2007, and retire on or after September 1, 1992, pension benefit adjustments are made that are consistent with those provided for Social Security benefits on January 1 of the year granted, with a maximum increase of 6% per annum. If the return on plan assets in the previous year was less than 8.5%, the maximum increase is 1.5%. For members who became members of the Teachers' Retirement System after July 1, 2007, pension benefit adjustments are made that are consistent with those provided for Social Security benefits on January 1 of the year granted, with a maximum increase of 5% per annum. If the return on assets in the previous year was less than 11.5%, the maximum increase is 3%, and if

the return on the assets in the previous year was less than 8.5%, the maximum increase is 1.0%. Based on the current cost-of-living allowances formulas no benefit adjustment for fiscal years ending June 30, 2010 and 2011 was granted for members retiring on or after September 1, 1992.

A local or regional board of education may establish a retirement incentive plan. Such plan is required to provide for the purchase of additional credited service by the board of education and a member of the system who chooses to participate in the plan, of additional credited service for such member and for payment by the board of education of not less than 50% of the entire cost of such total cost. Any such plan shall specify a maximum number of years to be purchased, not to exceed five. Members must have attained age 50 and be eligible for retirement with the additional purchased service. The amount of service purchased cannot exceed the lesser of five years or one-fifth of the member's credited service.

Investment of Pension Funds

Eleven investment funds serve as the investment medium for the State Employees' Retirement Fund and the Teachers' Retirement Fund. They are the Mutual Equity Fund, the Developed Markets International Stock Fund, the Emerging Markets International Stock Fund, the Core Fixed Income Fund, the Emerging Markets Debt Fund, the High Yield Debt Fund, the Inflation Linked Bond Fund, the Liquidity Investment Fund, the Real Estate Fund, the Private Investment Fund, and the Alternative Investment Fund. See also **FINANCIAL PROCEDURES** herein. Set forth below are the percentage allocation of holdings for the State Employees' Retirement Fund and the Teachers' Retirement Fund as of June 30, 2010 in each of these eleven funds.

TABLE 19
Pension Fund Investment Allocations
As of June 30, 2010

	<u>State Employees'</u> <u>Retirement Fund</u>	<u>Teachers'</u> <u>Retirement Fund</u>
Mutual Equity Fund	25.3%	24.3%
Developed Markets International Stock Fund	20.9%	20.7%
Emerging Markets International Stock Fund	9.7%	9.5%
Core Fixed Income Fund	11.8%	11.6%
Emerging Markets Debt Fund.....	5.4%	5.3%
High Yield Fund	3.2%	3.1%
Inflation Linked Bonds Fund.....	4.5%	4.5%
Liquidity Investment Fund.....	6.3%	8.0%
Real Estate Fund	3.6%	3.6%
Private Investment Fund	9.3%	9.3%
Alternative Investment Fund ^(a)	<u>0.0%</u>	<u>0.0%</u>
	100.0%	100.0% ^(b)

(a) As of June 30, 2010, the Alternative Investment Fund was in the process of being implemented, and therefore no retirement fund investments were held in that fund.

(b) Column does not add up due to rounding.

Other Retirement Systems

The other minor retirement systems funded by the State include the Judges, Family Support Magistrates and Compensation Commissioners Retirement System (the Judicial Retirement System), the General Assembly Pension System, the State Attorneys' Retirement Fund and the Public Defenders' Retirement Fund. As of June 30, 2010, there were approximately 217 active members of these plans and approximately 254 retired members.

Unclassified employees of the Connecticut State System of Higher Education and the central office staff of the Department of Higher Education are eligible to participate in the Connecticut Alternate Retirement Program. This program is a defined contribution program, and thus the State has no unfunded liability with respect to the program. All member contributions and State appropriations are held in a separate retirement fund by the third party administrator of the plan, who invests the fund's assets allocable to a member at the direction of such member in the investment funds available under the plan. A member may not withdraw funds from the plan unless such member has reached age 55 and has terminated from service, retired or died, provided that any member with less than five years of participation in the plan who is under the age of 55 and terminates from service may rollover such member's entire account into an eligible retirement plan.

The State is the administrator of the Connecticut Municipal Employees' Retirement System and the Connecticut Probate Judges and Employees' Retirement System. As the administrator of these systems the State owes a fiduciary obligation to these systems; however, the State has no direct financial liability to pay benefits under these systems.

Social Security and Other Post-Employment Benefits

State Police whose employment commenced after February 21, 1958 but before May 8, 1984 are not entitled to social security coverage; pursuant to a collective bargaining agreement, State Troopers hired on or after May 8, 1984 are entitled to Social Security coverage. Members of a retirement system other than the State Employees' Retirement Fund (and thus most teachers), whose employment commenced after February 21, 1958 are not entitled to social security coverage except that pursuant to a collective bargaining agreement, members of the Connecticut Alternate Retirement Program hired on or after July 13, 1990 are entitled to social security coverage and members hired prior to that date were provided with the one-time option to elect such coverage effective July 13, 1990. Other State employees are entitled to Social Security coverage. As of June 30, 2010, approximately 59,033 State employees were entitled to Social Security coverage. The amount expended by the State for Social Security coverage for fiscal year ending June 30, 2010 was \$290.6 million. Of this amount, \$216.7 million was paid from the General Fund and \$13.7 million was paid from the Special Transportation Fund. The State has appropriated \$255.7 million for Social Security coverage for fiscal year ending June 30, 2011. Of this amount, \$232.3 million has been appropriated from the General Fund and \$19.6 million has been appropriated from the Special Transportation Fund.

The State provides post-retirement health care and life insurance benefits to all employees who retire from State employment. The State currently finances the cost of such benefits on a pay-as-you-go basis. The State has established a trust for the accumulation of assets with which to pay post-retirement health care benefits in future years. All employees hired on or after July 1, 2009 are required to contribute 3% of salary through their tenth year of service, to be deposited into the post-retirement health care benefits trust. Commencing July 1, 2010, employees with less than five years of service will be required to contribute 3% of salary through their tenth year of service, to be deposited into the trust. It is anticipated that contributions to the trust in fiscal years ending June 30, 2010 and June 30, 2011 will be completely expended on current benefit expense and thus the State did not fully provide for post-retirement healthcare and life insurance benefits in these years. The State will need to make significant General Fund appropriations for post-retirement health care and life insurance benefits in upcoming fiscal years. For fiscal year ending June 30, 2010 \$482.9 million was appropriated. The State has not established any fund for the accumulation of assets with which to pay post-retirement life insurance benefits in future years.

Implementation of GASB Statement No. 45 regarding accounting and financial reporting for post-employment benefits other than pensions requires the State to obtain an analysis of the unfunded actuarial accrued liability of such post-retirement health care and life insurance benefits and to recognize the annual required contribution to fund that actuarial liability in its financial statements commencing with those for fiscal year ending June 30, 2008. The State received an actuarial report dated March 2007 with respect to the State's liability for post-retirement health care benefits for persons covered under the State Employees Retirement System and other State retirement systems, excluding the Teachers' Retirement System. The actuarial liability is determined directly as the present value of benefits accrued to date, where the accrued benefits for each member is the pro-rata portion (based on service to date) of the projected benefit payable. The report indicated an OPEB actuarial accrued liability as of April 1, 2006 estimated to range from \$11.4 billion to \$21.7 billion. The amounts depend upon various assumptions including those with respect to medical cost inflation rates, the establishment of a trust to fund those liabilities, the amount of initial and annual amounts deposited in such a trust and discount rates. The report used discount rates ranging from 4.5% to 8.5%. The amount of the annual required contribution under these various assumptions ranged from \$1.0 billion to \$1.6 billion for fiscal year ending June 30, 2007, based on a projected unit credit actuarial cost method and level percent-of-payroll contributions. Additional assumptions were also tested for sensitivity analysis which produced different results. The annual required contribution included the cost for both current eligible employees and retirees.

The State received an interim actuarial valuation dated February 16, 2009 with respect to the State's liability for post-retirement health care benefits (not including life insurance benefits) for persons covered under the State Employees Retirement System and other State retirement systems, excluding the Teachers' Retirement System, based upon the stated assumptions of the March 2007 actuarial report but reflecting actual increases in the State's medical and dental costs between April 1, 2006 and June 30, 2008. The report indicates an OPEB actuarial accrued liability as of June 30, 2007 of up to \$23.1 billion and a projected actuarial accrued liability as of June 30, 2008 of up to \$24.6 billion on an unfunded basis with no valuation assets available to offset the liabilities of the plan. The interim actuarial valuation determined an employer contribution requirement for fiscal year ending June 30, 2008 of up to \$1.66 billion on an unfunded basis, based on a projected unit credit actuarial cost method and level percent-of-payroll contributions.

In December 2010, the State received an actuarial valuation as of April 1, 2008 with respect to the State's liability for post-retirement health care benefits (not including life insurance benefits) for persons covered under the State Employees Retirement System and other State retirement systems, excluding the Teachers' Retirement System. Several assumptions were revised from the last actuarial valuation performed as of April 1, 2006. The December 2010 valuation indicates an OPEB actuarial accrued liability as of April 1, 2008 of \$26.6 billion on an unfunded basis and \$14.0 billion on a funded basis assuming the baseline medical inflation rate, which rate varies from 7.65% to 4.70% over time. The actuarial valuation determined the amount of the annual required contribution for fiscal year ending June 30, 2009, based on a projected unit credit actuarial cost method, level percent-of-payroll amortization over 30 years, to be \$1.94 billion on an unfunded basis, applying a 4.5% discount rate, and \$1.20 billion on a funded basis, applying an 8.25% discount rate. The annual required contribution included the cost for both current eligible employees and retirees. Additional assumptions were also tested for sensitivity analysis which produced different results. It should be noted that because of the April 1, 2008 valuation date these results do not reflect the impact of the 2009 retirement incentive program or the SEBAC 2009 mandatory OPEB contribution of 3% of salary by certain employees, as noted above. The next valuation will take these changes into account. The State anticipates receiving in Fall 2011 a new valuation as of June 30, 2010 with respect to the liability for post-retirement health care benefits for these retirement systems. The December 2010 valuation indicates that annual State payments for OPEB benefits are expected to rise sharply in coming years, both because medical and dental costs are expected to rise over time and because more employees will retire and receive State-paid OPEB benefits. The valuation projected State annual payments for OPEB benefits, net of any cost-sharing payments made by retirees, of \$661.1 million for fiscal year ending June 30, 2012, rising to \$1,179.0 million for fiscal year ending June 30, 2018, assuming the baseline medical inflation rate. The valuation also projected that the OPEB actuarial accrued liability is expected to grow over the ten fiscal year years ending June 30, 2008 through June 30, 2017, reaching approximately \$45 billion, assuming an unfunded scenario.

For fiscal years ending June 30, 2007 through June 20, 2010, the State paid \$458.4 million, \$498.2 million, \$521.9 million and \$525.5 million, respectively, for eligible employees' health care costs. For fiscal years ending June 30, 2007 through June 30, 2010, the State paid \$415.4 million, \$450.4 million, \$434.6 million and \$527.9 million, respectively, for retirees' health care costs. The State has appropriated \$490.6 million for eligible employees' and \$595.2 million for retirees' health care costs in fiscal year ending June 30, 2011.

Set forth below for each of the past five fiscal years are the number of employees retired from State employment eligible to receive post-retirement health care and life insurance benefits, the number of retirees, respectively, actually receiving health care benefits and life insurance benefits, and the amount of General Fund appropriations by the State for such coverage.

TABLE 20
State Employee Retirees Health Care And Life Insurance Benefits

	Year Ending June 30				
	2006	2007	2008	2009	2010
Retirees Eligible to Receive Benefits	38,065	37,506	38,917	38,736	42,556
Retirees Receiving Health Care Benefits	36,911	37,304	37,865	38,613	42,383
Retirees Receiving Life Insurance Benefits	25,943	25,565	25,581	25,368	27,694
General Fund Appropriations for Retiree Health Care and Life Insurance Benefits (millions)	\$395.0	\$435.5	\$472.0	\$458.0	\$541.0

The State is required to make General Fund appropriations to the Teachers' Retirement Board to cover one-third of retiree health insurance costs plus any portion of the balance of such costs which is not funded from the amounts available in the Teachers' Retirement Health Insurance Fund. Legislation which became effective July 1, 1998 generally requires the State to subsidize the health insurance costs of retired teachers who are not members of the Teachers' Retirement Board's health benefit plan in a manner consistent with its prior practice of subsidizing the health insurance costs of those retired teachers who were members of the Board's health benefit plan. Legislation which became effective July 1, 2008 generally requires the State to subsidize a portion of the health insurance costs of retired teachers who have attained normal retirement age, are ineligible to participate in Medicare Part A and pay to participate in local board of education retiree health benefit plans. No General Fund appropriations to the Teachers' Retirement Fund to cover retiree health insurance costs have been made for fiscal years ending June 30, 2010 and June 30, 2011. The Teachers' Retirement Board is monitoring the impact of the reduction in levels of State funding for fiscal years ending June 30, 2010 and June 30, 2011. The Teachers' Retirement Board has requested through the Office of Policy and Management that the State appropriate \$32.3 million and \$34.4 million for fiscal years ending June 30, 2012 and June 30, 2013, respectively, to subsidize the Teachers' Retirement Health Insurance Fund. The Teachers' Retirement Health Insurance Fund is invested in the Short Term Investment Fund. See also **FINANCIAL PROCEDURES** herein. Fund assets do not constitute plan assets for purposes of GASB Statements Nos. 43 and 45, and for actuarial valuation purposes fund assets are not treated as valuation assets available to offset the accrued liability of the plan. Since July 1, 1994, retiree health benefits have been self-insured.

Implementation of GASB Statement No. 45 requires the State to obtain an analysis of the unfunded actuarial accrued liability of such retiree health insurance benefits and to recognize the annual required contribution to fund that actuarial liability in its financial statements commencing with those for fiscal year ending June 30, 2010. The Teachers' Retirement Board has received an actuarial valuation dated November 3, 2010 of the State's liability with respect to post-retirement health care benefits for members of the Teachers'

Retirement Fund and for retired teachers who are not members of the Teachers' Retirement Board's health benefit plan. The actuarial liability is determined directly as the present value of benefits accrued to date, where the accrued benefits for each member is the pro-rata portion (based on service to date) of the projected benefit payable. The report indicates an actuarial accrued liability as of June 30, 2010 of \$2,997.9 million on an unfunded basis, based upon certain stated assumptions including a 4.5% earnings assumption and a 30 year amortization period and no valuation assets available to offset the liabilities of the plan. The actuarial valuation determined a \$177.1 million employer contribution requirement for fiscal year ending June 30, 2011 and \$184.1 million for fiscal year ending June 30, 2012, based on an individual entry-age actuarial cost method and level percent-of-payroll contributions.

Set forth below for each of the past five fiscal years are State contributions to the Teachers' Retirement Health Insurance Fund to cover retiree health insurance costs and the portions of such contribution attributable to post-retirement Medicare supplement health insurance and to the health insurance cost subsidy for retired teachers who are not members of the Board's health benefit plan, active and retired teacher's contributions, investment income, Federal drug subsidy receipts, the expenditures from the Fund, and the reported fund balance of the Fund as of June 30.

TABLE 21
Teachers' Retirement Health Insurance Fund

	Year Ending June 30				
	2006	2007	2008	2009	2010
General Fund Contribution Attributable To Post- Retirement Medicare Supplement Health Insurance.....	\$ 9,897,646	\$12,922,673	\$12,909,315	\$ 14,548,169	\$ 2,131,222 ^(a)
General Fund Contribution Attributable To Non- Board Health Insurance Cost Subsidy	<u>7,765,203</u>	<u>7,826,864</u>	<u>7,860,352</u>	<u>7,885,215</u>	<u>1,927,646^(a)</u>
Total General Fund Contributions.....	\$17,662,849	\$20,749,537	\$20,769,667	\$ 22,433,384	\$ 4,058,868 ^(a)
Teacher Contributions (Active and Retired).....	53,418,409	61,423,462	60,272,401	70,809,453	71,992,702
Investment Income	496,286	1,567,189	1,484,545	1,136,999	180,959
Federal Drug Subsidy.....	<u>0</u>	<u>0</u>	<u>4,089,580</u>	<u>7,061,830</u>	<u>8,049,190</u>
Total Receipts	\$71,577,544	\$83,740,188	\$86,616,193	\$101,441,666	\$84,281,719
Fund expenditures	<u>(\$63,061,127)</u>	<u>(\$62,251,292)</u>	<u>(\$71,111,961)</u>	<u>(\$ 85,195,057)</u>	<u>(\$91,944,607)</u>
Fund Balance as of June 30.....	\$20,545,453	\$42,034,349	\$57,538,581	\$ 73,785,190	\$66,072,302 ^(b)

(a) Correcting adjustment as to prior General Fund contributions; does not reflect an actual receipt.

(b) An administrative review of the Fund has determined that the reported fund balance as of June 30, 2010 is overstated by approximately \$2.0 million. A correcting adjustment will be made as of June 30, 2011.

October 2010 Report of the Connecticut State Post-Employment Benefits Commission

Former Governor M. Jodi Rell established the State Post-Employment Benefits Commission (the "Commission") pursuant to Executive Order, and charged the Commission with delivering a report that identifies the amount and extent of unfunded liabilities for pensions and other post-employment benefits, compares and evaluates advantages and disadvantages of various approaches for addressing unfunded pension liabilities and post-employment benefits, and proposes short and long-term plans for addressing unfunded pension liabilities and post-employment benefits. The Commission issued its Final Report (the "PEBC Report") on October 28, 2010. The PEBC Report projected the annual costs related to contributions to the State Employees' Retirement Fund and the Teachers' Retirement Fund, debt service on the approximately \$2.3

billion general obligation bonds issued in April 2008 to fund a \$2.0 billion deposit to the Teachers' Retirement Fund (collectively, "Non-OPEB Benefit Cost"), and pay-as-you-go basis cost of other post employment benefits ("OPEB Cost") to be 11.2% of State expenditures for fiscal year ending June 30, 2011. Using various assumptions and absent no plan changes, the PEBC Report projected these costs will account for an increasing percentage of total State expenditures in the future, rising to 13.7% percent of State expenditures for fiscal year ending June 30, 2021, and 19.0% of State expenditures for fiscal year ending June 30, 2032. The primary component of the projected increases was OPEB Cost, which the PEBC Report assumed would continue to be addressed on a pay-as-you-go basis and have average annual cost increases of 10%. Using the PEBC Report's assumptions, Non-OPEB Benefit Cost would be projected as 8.1% of State expenditures for fiscal year ending June 30, 2011, rising to 8.6% percent of State expenditures for fiscal year ending June 30, 2021, and 10.3% of State expenditures for fiscal year ending June 30, 2032. The PEBC Report reviewed various potential strategies to address pension and OPEB liabilities and costs, including but not limited to paying the full annual required contribution in each year with respect to pension and OPEB liabilities, various approaches to calculating such annual required contribution, the level of employee contributions with respect to benefits, the issuance of pension obligation bonds, plan design and benefit modification strategies, prefunding of OPEB costs in a trust fund, and healthcare cost benefit management.

Additional Information

The audited financial statements for fiscal year ending June 30, 2010, which are included as **Appendix III-C** hereto, and in particular notes 11 through 15 and note 17 and the required PERS Supplementary Information of the accompanying Basic Financial Statements, provide additional information about the foregoing retirement systems and their funding. In addition, paragraph B of note 26 of such financial statements identifies a contingent liability of the State to pay pension liabilities of certain persons who are not employees of the State.

The cumulative value of the annual differences between the State's contribution to a public employee pension or OPEB plan and the actuarially recommended contribution to the plan for that fiscal year constitutes the "net pension obligation" or "net OPEB obligation" of the State with respect to such plan, and is reported as a liability in the State's financial statements. The net pension obligation or net OPEB obligation of the State with respect to a plan is not the equivalent of the State's actuarial accrued liability with respect to such plan.

GASB requires actuarial valuations of pension or OPEB plans to be performed as of a date not more than two years prior to the date of financial statements in order for the results of the valuation to be reflected in those financial statements. Because as of June 30, 2010, the latest actuarial valuation with respect to the State's liability for post-retirement health care benefits for persons covered under the State Employees Retirement System and other State retirement systems, excluding the Teachers' Retirement System, was as of April 1, 2008 and not within such two year period, required disclosures for the plan on funded status, funding progress, and actuarial methods and assumptions could not be included in Note 14 of the June 30, 2010 Basic Financial Statements or in the required PERS Supplementary Information accompanying the Basic Financial Statements. Certain estimates were made to include the net OPEB obligation in the liabilities of the State's Basic Financial Statements in **Appendix III-C**.

LITIGATION

The State and its officers and employees are parties to numerous legal proceedings, many of which normally occur in government operations. The final outcomes of most of these legal proceedings are not, in the opinion of the Attorney General, either individually or in the aggregate likely to have a material adverse impact on the State's financial position.

There are, however, several legal proceedings which, if decided adversely against the State, either individually or in the aggregate may require the State to make material future expenditures or may impair revenue sources. It is not possible to determine the impact that the outcomes of these proceedings, either individually or in the aggregate, could have on the State's financial position. Among these proceedings, an adverse judgment in the matters described below, in the opinion of the Attorney General, individually could have a fiscal impact on the State of \$15 million or more.

Sheff v. O'Neill is a Superior Court action originally brought in 1989, on behalf of school children in the Hartford school district. In 1996, the State Supreme Court reversed a judgment the Superior Court had entered for the State, and remanded the case with direction to render a declaratory judgment in favor of the plaintiffs. The Court directed the legislature to develop appropriate measures to remedy the racial and ethnic segregation in the Hartford public schools. The Supreme Court also directed the Superior Court to retain jurisdiction of this matter. The 1997 General Assembly enacted P.A. 97-290, An Act Enhancing Educational Choices and Opportunities, in response to the Supreme Court decision.

In December 2000 the plaintiffs filed a motion seeking to have the Superior Court assess the State's compliance with the State Supreme Court's 1996 decision. Before the Court ruled upon that motion the parties reached a settlement agreement, which was deemed approved by the General Assembly and approved by the Superior Court on March 12, 2003. That agreement obliged the State over a four year period to, among other things, open two new magnet schools in the Hartford area each year, substantially increase the voluntary interdistrict busing program in the Hartford area, and work collaboratively with the plaintiffs in planning for the period after the four year duration of the proposed order. That agreement expired in June, 2007, and the anticipated costs of that agreement have been expended.

On August 23, 2006, the City of Hartford moved to intervene in the case, and on January 4, 2007, the Court granted that motion. On July 5, 2007 the plaintiffs filed a motion for an order to enforce the judgment and to order a remedy, alleging that the State remained in material non-compliance with the *Sheff* mandate. In November 2007 the Superior Court began a hearing on the plaintiffs' motion, and in January 2008 completed that hearing. A decision remained pending.

On April 4, 2008, a tentative settlement between the plaintiffs and the State requiring the State to comply with defined benchmarks over a period of time was presented to the legislature in accordance with Section 3-125a of the Connecticut General Statutes. The legislature approved the settlement on May 4, 2008 and the court approved it on June 12, 2008. Thereafter, the City of Hartford also agreed to settle with the parties. The court approved this settlement by stipulation on August 28, 2008. Under these settlements and court orders, the State has ongoing obligations to work toward certain enumerated goals aimed at reducing racial, ethnic and economic isolation in the Hartford public schools, as detailed in the orders themselves.

On December 9, 2009, the plaintiffs filed a motion for breach of the 2008 agreement claiming that the State failed to meet a benchmark for placement of students in reduced isolation educational settings. In light of this alleged breach, they sought appointment of a special master "to ensure prompt and complete compliance" with the stipulation. On February 23, 2010, the trial court denied the plaintiffs' motion. A motion for reconsideration of that ruling was denied.

State Employees Bargaining Agent Coalition v. Rowland is a Federal District Court case in which a purported class of laid off State employees have sued the Governor and the Secretary of the Office of Policy and Management alleging that they were laid off in violation of their constitutional rights. The plaintiffs claim back wages, damages, attorneys' fees and costs. The defendants moved to dismiss the action based on absolute immunity, and that motion was denied on January 18, 2005. The defendants appealed that decision to the U.S. Court of Appeals. On July 10, 2007 the U.S. Court of Appeals remanded the case back to the District Court for trial. The parties subsequently entered into a stipulation of facts and then filed cross-motions for summary judgment on all remaining claims. Those motions remain pending. The same purported class has brought related state law claims in State Court under the caption ***Conboy v. State of Connecticut***. On October 20, 2006 the Superior Court in ***Conboy v. State of Connecticut*** denied the State's motion to dismiss, and the State has appealed. The appeal has been denied and the case has been remanded to the trial court for further proceedings. By agreement of the parties, proceedings in the state court action have been stayed pending disposition of the federal court action.

State of Connecticut v. Philip Morris, Inc., et al., is the action that resulted in the 1998 Master Settlement Agreement ("MSA"), through which Connecticut and fifty-one other states and territories resolved their claims against the major domestic tobacco manufacturers. The Connecticut Superior Court retains continuing jurisdiction over disputes involving the MSA. From 2004 through 2008, the State was engaged in litigation against several tobacco companies that participate in the MSA regarding the calculation of the companies' payments to the State for the year 2003. The litigation focused on whether the parties' payment dispute must be decided by the state courts or by an arbitration panel. In December, 2008, the Connecticut Supreme Court sided with the tobacco companies and ruled that the MSA requires all aspects of the payment dispute to be arbitrated. If an arbitration results in a decision adverse to the State, that determination would likely reduce or eliminate the State's MSA payments for 2004 and possibly even subsequent years. A multi-state arbitration proceeding has commenced and is currently proceeding through the preliminary stages. It is not known when there will be a decision as to Connecticut or any other state.

In ***Connecticut Coalition for Justice in Education Funding et al. v. Rell, et al.***, brought in Hartford Superior Court, the plaintiffs are a non-profit coalition comprised of parents, teachers, school administrators and educational advocates, as well as several parents on behalf of their minor children who reside in selected rural, suburban and urban municipalities in the State. Purporting to represent a class of similarly situated students in selected school districts, plaintiffs claim the students' State constitutional rights to a free public education under Article VIII, Section 1, equality of rights under Article I, Section 1 and equal protection of the laws under Article I, Section 20 are being violated by the alleged inequitable and inadequate financing of their schools by the State. In particular, plaintiffs claim for a variety of reasons that the State's primary statutory mechanism for the distribution of State aid for public schools currently fails to ensure both substantially equal educational opportunities and a suitable education for these students, as purportedly reflected by both the educational challenges they face and their poor performance on state standardized measures. The action seeks a declaratory judgment from the Court, an injunction against the operation of the current system, an order that a new system be devised, the appointment of a special master to oversee such activities, continuing Court jurisdiction and attorney fees and costs under 42 United States Code Section 1983, on the grounds that minority students have been disproportionately impacted. The court ruled that the Coalition, as opposed to the other plaintiffs, lacks legal standing to pursue the claims. The plaintiffs sought to replead to overcome the impact of this ruling. The defendants moved to strike the plaintiffs' claims for a "suitable" education under the State Constitution. On September 17, 2007 the Superior Court issued a ruling granting the State's motion to strike three counts of the plaintiffs' complaint. After the Court's ruling, one count of the plaintiffs' complaint remained, alleging that the plaintiffs have been denied substantially equal education opportunity in violation of the State constitution. The State did not move to strike that count. The plaintiffs sought and obtained permission to appeal immediately to the Connecticut Supreme Court. On March 30, 2010 a plurality of the Supreme Court reversed the trial court, ruled that the State Constitution guarantees public school students a right to suitable educational opportunities and remanded the case for a determination of whether such opportunities are being provided. The Court has recently established a schedule for discovery and scheduled a trial to commence in 2014.

Since 1991, the State Department of Children and Families has been operating under the provisions of a federal court-ordered consent decree in the *Juan F. v. Weicker* case. In October 2003 the State entered into an agreement with the *Juan F.* Court Monitor and lawyers representing the plaintiff class of children in the child welfare system designed to end judicial oversight of the agency by November 2006. The agreement was approved and ordered by the court. The agreement included the establishment of a Transition Task Force, which included the *Juan F.* Court Monitor, who was given full and binding authority to develop an Exit Plan. The Court Monitor's Exit Plan includes an open-ended funding provision (virtually identical to that contained in the Consent Decree). The State has objected to this provision of the Exit Plan, which was adopted by the court in December 2003, claiming in part that the Exit Plan requires the State to provide open-ended funding to implement the plan which could violate the State's constitutional cap on spending. On February 10, 2004 the court denied the State's request to reconsider the funding provision. In 2005 the Court entered orders that ended the Transition Task Force and revised the monitoring order, but left in place the open-ended funding provision. The State is currently working to meet the requirements of the Exit Plan. By letter dated May 5, 2008, the plaintiffs notified the defendants and the Court Monitor of their view that the defendants "are in actual or likely noncompliance" with two provisions of the revised monitoring order. Pursuant to the order, the parties had to engage in a period of mediation, after which the Court, if there were no negotiated resolution, could make findings and issue orders. As a remedy, the plaintiffs requested the appointment of a limited receiver tailored to address the defendants' performance regarding the two identified provisions. On July 17, 2008 the Court approved a stipulation by the parties resolving the plaintiffs' claims of noncompliance with these two provisions. The State has continued to work with the plaintiffs and the Court Monitor to meet the requirements of the Exit Plan. On April 13, 2010, the State moved to vacate the Consent Decree and the Exit Plan, arguing that DCF had substantially complied with their provisions and that further judicial oversight is, therefore, unwarranted. That motion, which was opposed by plaintiffs and the Child Advocate, acting as amicus curiae, was denied on September 22, 2010. The Court directed the parties to meet with the Court Monitor to determine whether adjustments should be made to the methods of evaluating DCF's performance. On August 17, 2010, the Court ruled that children receiving voluntary services – a program permitting parents to obtain services for disabled children without relinquishing custody – are included in the *Juan F.* class and entered an order prohibiting cessation of new admissions to the program. A motion for reconsideration of that ruling was denied on December 22, 2010.

While the various cases described in this paragraph involving alleged *Indian Tribes* do not specify the monetary damages sought from the State, the cases are mentioned because they claim State land and/or sovereignty over land areas that are part of the State of Connecticut. Several suits have been filed since 1977 in the Federal District Court and the Connecticut Superior Court on behalf of alleged *Indian Tribes* in various parts of the State, claiming monetary recovery as well as ownership to land in issue. Some of these suits have been settled or dismissed. The plaintiff group in one of the remaining suits is the alleged Golden Hill Paugussett Tribe and the lands involved are generally located in Bridgeport, Trumbull and Orange. In June of 2004 the Federal Bureau of Indian Affairs denied recognition to the alleged Golden Hill Paugussett Tribe of Indians. The alleged Tribe filed an appeal with the United States Secretary of Interior, and that appeal was dismissed on March 18, 2005. On November 30, 2006 the federal district court dismissed the Golden Hill Paugussett's land claims. The Golden Hill Paugussett Tribe appealed the dismissal to the U.S. Court of Appeals for the Second Circuit, and on September 10, 2007 that appeal was dismissed. The Golden Hill Paugussett Tribe has not appealed the denial of its petition seeking federal recognition, but has until March 2011 to do so. An additional suit was filed by the alleged Schaghticoke Tribal Nation claiming ownership of privately and town held lands in the Town of Kent. The State is not a defendant to that action. In February 2004 the Federal Bureau of Indian Affairs issued a final determination granting federal recognition to the Schaghticoke Tribal Nation. The State appealed that decision to the Federal Department of Interior Board of Appeals, which on May 13, 2005 vacated the determination and remanded the matter to the Federal Bureau of Indian Affairs for reconsideration. On October 12, 2005 the Federal Bureau of Indian Affairs declined to acknowledge the Schaghticoke Tribal Nation, and the alleged Tribe appealed that decision to the United States District Court. The District Court dismissed the appeal on August 22, 2008, and the Schaghticoke Tribal Nation appealed that decision to the U.S. Court of Appeals for the Second Circuit. The land claims have been

stayed pending the resolution of the federal recognition matter. On October 19, 2009 the Court of Appeals denied the appeal and affirmed the District Court's ruling. The Schaghticoke Tribal Nation filed a petition for writ of certiorari with the U.S. Supreme Court seeking review of the Court of Appeals' decision, and on October 4, 2010, the petition was denied. In June 2002 the Federal Bureau of Indian Affairs issued a final determination granting federal recognition to the Historic Eastern Pequot tribe. The State appealed the decision to the Federal Department of the Interior Board of Appeals, which on May 13, 2005 vacated the determination and remanded the matter to the Federal Bureau of Indian Affairs for reconsideration. On October 12, 2005, the Federal Bureau of Indian Affairs declined to acknowledge this group as an Indian tribe. The Pequot Tribe has not appealed this decision, but has until October 2011 to do so. It is possible that other land claims could be brought by other Indian groups, who have petitioned the Federal Government for Federal recognition. In any of the land claims matters, irrespective of whether federal recognition is granted, denied or upheld, a particular tribe could institute or renew land claims against the State or others, or press the claims it has already asserted.

State of Connecticut Office of Protection and Advocacy for Persons with Disabilities v. The State of Connecticut, et al., is an action in Federal District Court brought in February of 2006, on behalf of individuals with mental illness in nursing facilities in the State. The plaintiffs claim that the State has violated the Americans with Disabilities Act by failing to provide services for the identified group in the most integrated setting appropriate to the needs of the qualified individuals. In September 2007 the Court dismissed the plaintiff's case for lack of standing, although it left open the ability for proper plaintiffs to replead. On September 8, 2008, the plaintiffs filed an amended complaint adding five nursing home residents as plaintiffs in addition to the Office of Protection and Advocacy for Persons with Disabilities. By ruling and order dated March 31, 2010, the Court denied the defendants' motions to dismiss the amended complaint and granted the plaintiffs' motion for class certification. The Court has recently established a schedule for discovery and anticipated trial date.

Pham v. Starkowski is a class action lawsuit which was filed in the Superior Court on November 30, 2009 seeking to enjoin the Department of Social Services (DSS) from terminating the State funded medical assistance for non-citizen's program (SMANC). The SMANC program was established pursuant to State legislative direction to continue providing medical assistance benefits to "qualified aliens" following the enactment of restrictions on eligibility of such aliens in the federal Medicaid program. As a result of budget difficulties, the State legislature directed DSS to substantially eliminate the program. The complaint challenged the section of the DSS budget implementer that substantially repealed the SMANC program and the section of the implementer that clarified the scope of individuals who could be eligible for the State Administered General Assistance medical program. The matter was certified by the court as a class action. The trial court struck down both challenged implementer provisions relying on the equal protection clause in the United States Constitution. The State filed the appeal and requested a stay of the injunction, which motion was denied by the trial court. DSS has estimated that the reinstatement of the program will cost approximately \$9.75 million annually. DSS has reinstated individuals onto the SMANC program and reopened the program to new applicants. Oral argument before the Connecticut Supreme Court took place on November 30, 2010, and a decision remains pending.

Connecticut Association of Health Care Facilities v. Rell. On January 28, 2010, a trade association representing for-profit nursing homes filed a lawsuit in federal court against Governor Rell. The lawsuit alleges that the nursing homes are systemically undercompensated under Connecticut's Medicaid payment system in violation of the federal Medicaid Act and State and federal constitutional guarantees against the taking of private property without just compensation. Although the lawsuit seeks only declaratory and injunctive relief, an adverse ruling requiring substantial modifications to the State's nursing home Medicaid reimbursement system could have a material fiscal impact on the State. The district court granted the defendants' motion to dismiss with the exception of one count of the complaint and denied the plaintiff's request for a preliminary injunction. The plaintiff appealed the denial of the preliminary injunction to the Court of Appeals. The Court of Appeals affirmed the district court's decision denying the preliminary

injunction. Plaintiff has moved for reconsideration and rehearing en banc, and that motion remains pending. Proceedings in the trial court on the remaining count are stayed pending the appellate proceedings.

Computers Plus Center, Inc. and Malapanis v. Department of Information Technology. On January 29, 2010, a State court jury returned a verdict against the Department of Information Technology (DOIT) in favor of counter-claim plaintiff Computers Plus Center (CPC) in the amount of \$18.3 million for breach of due process rights guaranteed by Article First, §10 of the Connecticut Constitution. DOIT alleged that CPC had failed to provide certain components required by a contract for the purchase of nearly 10,000 computers from CPC. CPC's counter-claim, essentially one for reputational harm to CPC's business, arises out of DOIT's termination of the contract and the denial of CPC's bids for other computer contracts, as well as press statements and other communications relating to the matter. The trial court reduced the verdict to \$1.83 million. Both sides have filed appeals that remain pending. The counter-claim plaintiff is challenging the reduction of the verdict, and DOIT is appealing the verdict and award of any damages against it.

Joe Markley v. Department of Public Utility Control, et al., is an action filed by a pro se litigant seeking to enjoin and declare invalid a financing order (the "Order") of the Department of Public Utility Control (the "DPUC") issued in connection with the issuance of the Economic Recovery Revenue Bonds (the "ERRBs"), the proceeds from the issuance of which were contemplated in the State's fiscal year 2010-11 budget and revenue projections. The Order imposes an assessment on electric consumers pursuant to Public Act 10-179, which specifically requires such assessments to be imposed and remitted to pay the costs of issuance and debt service in connection with the ERRBs. The plaintiff asserts that, as an electric customer, he is harmed by the DPUC carrying out the imposition of an assessment to be imposed on all customers of electric distribution companies. He claims that the DPUC's authority is limited to the regulation of public service companies and has no taxing authority. On the basis of these claims, the plaintiff seeks temporary and permanent orders in the nature of mandamus or injunction enjoining the defendants from enforcing the assessments. The defendants moved to dismiss the complaint and on December 21, 2010 the superior court dismissed the case for failure to exhaust administrative remedies. The plaintiff has filed an appeal of that dismissal, and the appeal is pending. The Connecticut Supreme Court has agreed to hear the appeal directly and to consider it on an expedited basis. No date has yet been set for argument, but the Court has established a schedule under which the briefing will be completed by March 18, 2011. No assurances can be given that this lawsuit will not further delay or interfere with the State's planned issuance of the ERRBs. See also **STATE GENERAL FUND – Fiscal Year 2010-2011 Operations** in this Annual Information Statement.

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GOVERNMENTAL ORGANIZATION AND SERVICES

Introduction

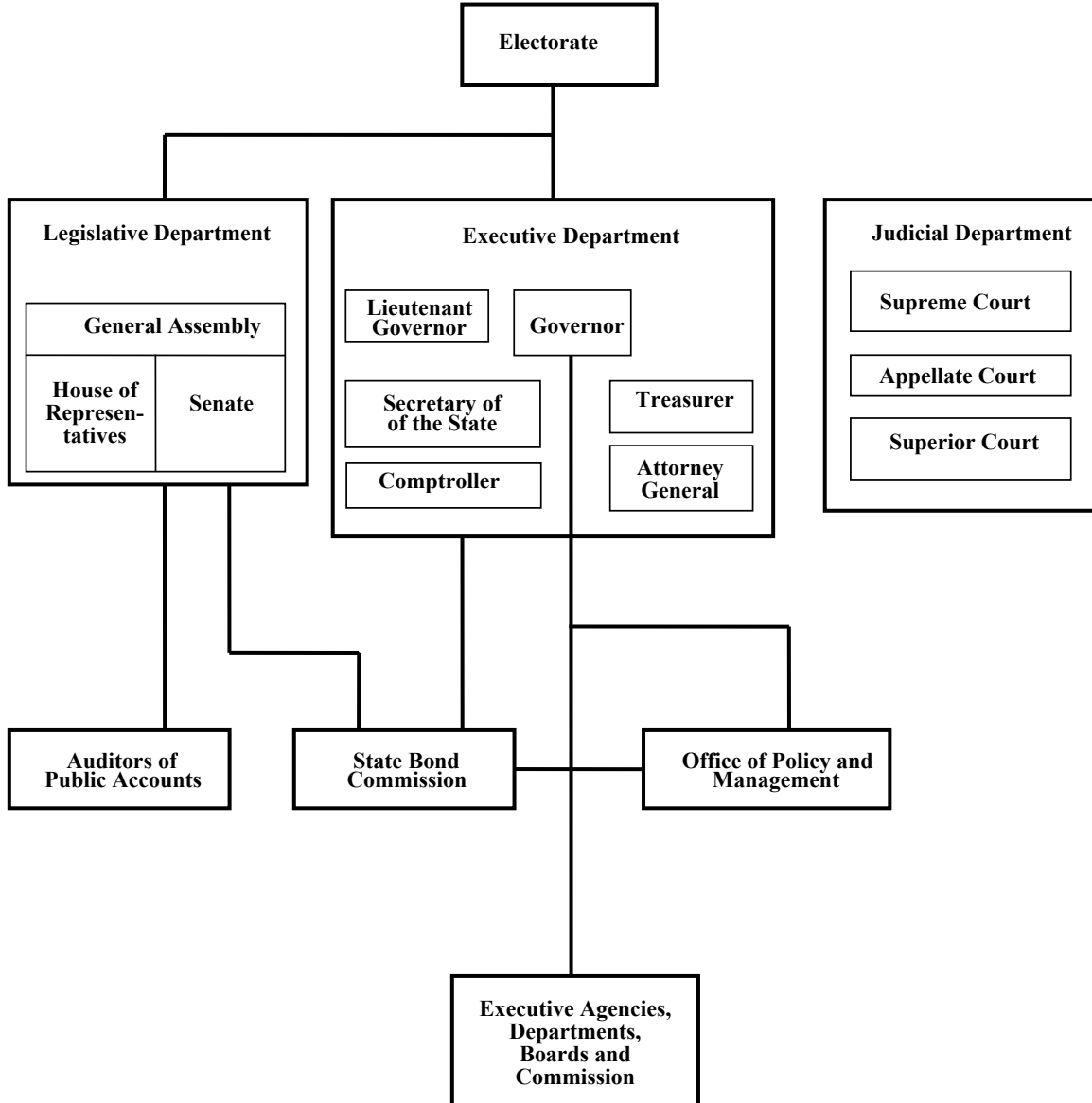
The components and structure of State governmental organization are laid out in the State's Constitution and the General Statutes of Connecticut. A number of State-wide and regional authorities and similar bodies are also created or provided for in the General Statutes or by Special Act of the General Assembly. County government was functionally abolished in Connecticut in 1960. Local governmental functions are generally performed by the 169 cities and towns, or by special purpose authorities, districts and similar bodies located within the cities and towns. A number of regional bodies exist to perform governmental functions that would otherwise be performed at the local level. Most of the State's 169 cities and towns were established or incorporated during the 18th and 19th centuries, and many are still governed under charters enacted by the General Assembly by Special Act. The State's Constitution grants home rule powers to cities and towns, within certain limitations. A large number of smaller municipalities lack charters, and the components and structure of these municipalities are determined directly by the General Statutes. The General Statutes also contain a variety of provisions pertaining to the organization and operation of all units of local government, including both those with charters and those without. In addition to the 169 cities and towns that are the basic units of local government in Connecticut, the General Statutes provide procedures for the creation of many types of local special purpose authorities, districts and similar bodies. These include, among others, local housing authorities, regional school districts, and a variety of special tax and service districts.

Under Connecticut law, all municipal governmental bodies have only the powers specifically granted to them by the State and the ancillary powers that are necessarily implied by powers explicitly granted. Municipalities which have the power to tax and to issue debt are explicitly denied the power by statute to file petitions to become debtors under Chapter Nine of Title 11 of the Federal Bankruptcy Code without the prior written consent of the Governor.

State Government Organization

Under the State Constitution, the legislative, executive and judicial functions and powers of State government are divided among three distinct branches referred to in the Constitution as "departments": the legislative department, the executive department and the judicial department. The following table shows the structure of the three departments.

TABLE A-1
Structure of State Government



Legislative Department. Legislative power is vested in the General Assembly, composed of the Senate and House of Representatives. Currently the Senate consists of 36 members, each representing a single senatorial district, and the House of Representatives consists of 151 members, each representing a single assembly district. Both the number of members and the boundaries of the legislative districts may vary in accordance with the requirements of the State's Constitution. The General Assembly is assisted by a full-time staff. General Assembly employees are included under the legislative function in **Tables A-2** and **A-3** below.

General Assembly members are elected biennially at the general election in November in even numbered years and take office in the January following their election. Elections for the General Assembly were held in November 2010, and the new members took office in January 2011.

A regular session of the General Assembly is held each year. These sessions run from January through June in odd-numbered years and February through May in even-numbered years. The General Assembly reconvenes for special sessions in general only in emergencies or to consider bills or appropriations vetoed by the Governor. Even-year sessions are supposed to be limited to budgetary, revenue and financial matters, bills and resolutions raised by committees of the General Assembly and certified emergencies.

Two Auditors of Public Accounts, who cannot be of the same political party, are appointed by the General Assembly to four-year terms. The State Auditors are required to make an annual audit of the accounts of the Treasurer and the Comptroller and, biennially or as frequently as they deem necessary, to audit the accounts of each officer, department, commission, board and court of the State government authorized to expend State appropriations. The Auditors are required to report unauthorized, illegal, irregular or unsafe handling or expenditure of State funds or any actual or contemplated breakdown in the safeguarding of any resources of the State promptly upon discovery to the Governor, the State Comptroller, the Attorney General and appropriate legislative agencies. Each budgeted agency of the State must keep its accounts in such form and by such methods as to exhibit facts required by the State Auditors. A full-time staff assists the State Auditors. Employees of the State Auditors are included under the legislative function in **Tables A-2** and **A-3** below.

Executive Department. The Governor, Lieutenant Governor, Secretary of the State, Treasurer, Comptroller and Attorney General, whose offices are mandated by the State's Constitution, were elected at the general election in November 2010 for terms beginning in January 2011. Elections for all of these offices are held every four years. The Governor and Lieutenant Governor are elected as a unit.

The supreme executive power of the State is vested in the Governor. The Governor has the constitutional responsibility for ensuring that the laws are faithfully executed, giving the General Assembly information on the state of the government, and recommending to the General Assembly such measures as the Governor may deem expedient. The Governor is empowered to veto bills and line items in appropriations bills, but the General Assembly may reconsider and repass such matters upon a two-thirds vote of each house, whereupon such bills or appropriations become law. Broad appointive and investigative powers are conferred upon the Governor by statute. The Lieutenant Governor serves as President of the Senate and becomes Governor in case of the inability of the Governor to exercise the powers and perform the duties of the office.

The Treasurer is primarily responsible for receiving and disbursing all monies belonging to the State, superintending the collection of State taxes and revenues and the investment of State funds, administering certain State trust funds and managing State property. Subject to the approval of the Governor, the Treasurer is authorized, when necessary, to make temporary borrowings evidenced by State obligations. In addition, the State Bond Commission may delegate to the Treasurer the responsibility for determining the terms and conditions and carrying out the issuance of State debt.

The Secretary of the State administers elections, has custody of all public records and documents, and certifies to the Treasurer and the Comptroller the amount and purpose of each appropriation made by the General Assembly.

The Comptroller's primary duties include adjusting and settling public accounts and demands and prescribing the method of keeping and rendering all public accounts. All warrants and orders for the disbursement of public money are registered with the Comptroller. The Comptroller also has authority to require reports from State agencies upon any matter of property or finance and to inspect all records in any public office, and is responsible for examining the amount of all debts and credits of the State. The Comptroller is required to issue monthly reports on the financial condition of the State, which are prepared on a modified cash basis and are not audited.

The Attorney General has general supervision over all legal matters in which the State is an interested party except those legal matters over which prosecuting officers have discretion. The duties of the office include giving advice and on request rendering legal opinions to the legislative and executive departments as to questions of law. Among the Attorney General's statutory duties concerning State financial matters are membership on the State Bond Commission, the approval of all State contracts or leases and appearing before any committee of the General Assembly to represent the State's best interests when any measure affecting the State Treasury is pending.

In addition to the constitutionally mandated offices, the General Statutes provide for a number of executive branch agencies, departments and commissions, each of which generally has its own agency head appointed by the Governor, in most cases with the advice and consent of one or both houses of the General Assembly. Of these statutorily established offices, the one most directly related to the fiscal operation and condition of the State is the Office of Policy and Management. The Secretary of the Office of Policy and Management is directly responsible to the Governor for policy development in four major areas: budget and financial management, policy development and planning, management and program evaluation, and intergovernmental policy. The Office of Policy and Management has significant responsibility in preparing the State budget, in assisting the Governor in policy development and in representing the State in most collective bargaining negotiations. It is the duty of the Office of Policy and Management to prepare and furnish to the General Assembly and Comptroller financial and accounting statements relating to the State's financial condition and general accounts, and to examine and assist in the organization, management and policies of departments and institutions supported by the State in order to improve their effectiveness. The Secretary of the Office of Policy and Management, like the Comptroller, is empowered to inspect the financial records and to require reports of State agencies.

Employees of the executive department are included in **Tables A-2** and **A-3** below under all function headings except the legislative and judicial functions. A list of the major executive branch agencies, departments and commissions, by function headings, is found in **Table A-5**.

Judicial Department. The State's judicial department consists of three principal trial and appellate courts: the Superior Court, the Appellate Court, and the Supreme Court.

The Superior Court is vested with original trial court jurisdiction over all civil and criminal matters. There are approximately 182 sitting Superior Court judges, each nominated by the Governor and appointed by the General Assembly to eight-year terms.

On July 1, 1983 the Appellate Court was created and the appellate session of the Superior Court was dissolved. The Appellate Court hears appeals from decisions of the Superior Court except for certain matters which are directly appealable to the Supreme Court. There are ten Appellate Court judges nominated by the Governor and appointed by the General Assembly to eight-year terms.

The Connecticut Supreme Court reviews decisions of the Appellate Court and, in certain cases, of the Superior Court. Except in cases where original jurisdiction exists in the Supreme Court, there is no right of review in the Supreme Court unless specifically provided by statute. The Supreme Court consists of seven Justices (one Chief Justice and six Associate Justices) nominated by the Governor and appointed by the General Assembly to eight-year terms.

In addition to the principal trial and appellate courts, there is a Court of Probate in each of 54 probate districts situated throughout the State.

Employees of the judicial department are shown in **Tables A-2** and **A-3** under the judicial function heading.

Quasi-Public Agencies. In addition to the budgeted components of State government provided for in the State's Constitution and the General Statutes, important State-wide governmental functions are performed by quasi-public agencies, authorities and similar bodies created under the General Statutes. A number of these entities receive significant funding from the State, although they are not budgeted agencies of the State. Each of these entities is governed by a board of directors chosen in accordance with its respective enabling statute. These boards generally include legislative appointees, gubernatorial appointees and ex officio directors holding certain executive branch offices.

State Employees

Employment Statistics. Statistics regarding approximate filled permanent full-time positions within budgeted components of State government are shown on the following two tables.

TABLE A-2
State Employees^(a)
By Function of Government

<u>Function Headings^(b)</u>	<u>2006</u>	<u>2007</u>	<u>2008</u>	<u>2009</u>	<u>2010</u>
Legislative	575	613	571	582	559
General Government	3,428	3,610	3,650	3,563	3,301
Regulation and Protection	4,279	4,360	4,338	4,325	4,044
Conservation and Development	1,267	1,299	1,325	1,321	1,226
Health and Hospitals	7,665	8,018	8,130	7,791	7,091
Transportation	3,035	3,220	3,318	3,191	3,064
Human Services.....	1,883	2,010	2,095	2,019	1,912
Education.....	15,446	16,055	16,453	16,720	16,309
Corrections	9,551	10,275	10,379	9,919	9,230
Judicial	<u>4,322</u>	<u>4,745</u>	<u>4,612</u>	<u>4,616</u>	<u>4,942</u>
Total.....	51,451	54,205	54,871	54,047	51,678

(a) Table shows approximate filled full-time positions as of June 30 in each of the listed years.

(b) A breakdown of the budgeted agencies, boards, commissions and similar bodies included in each of the listed government function headings is shown in **Table A-5**.

SOURCE: Office of Policy and Management

TABLE A-3
State Employees as of June 30, 2010^{(a)(b)}
By Function of Government and Fund Categories

<u>Function Headings</u>	<u>General Fund</u>	<u>Special Transportation Fund</u>	<u>Other Appropriated Funds</u>	<u>Special Funds – Non-Appropriated</u>	<u>Federal Funds</u>	<u>Private Contributions</u>	<u>TOTALS</u>
Legislative	559	0	0	0	0	0	559
General Government	2,966	0	12	169	13	141	3,301
Regulation and Protection	2,089	576	502	647	124	106	4,044
Conservation and Development	836	0	7	58	250	75	1,226
Health and Hospitals	6,753	0	0	9	324	5	7,091
Transportation	0	2,958	0	106	0	0	3,064
Human Services	1,610	0	9	1	268	24	1,912
Education	10,500	0	0	5,596	176	37	16,309
Corrections	9,127	0	0	78	24	1	9,230
Judicial	4,851	0	0	0	7	84	4,942
Total	39,291	3,534	530	6,664	1,186	473	51,678

(a) Table shows approximate filled full-time positions.

(b) Breakdown for 2010 reflects the funding breakdown on Core-CT chart of accounts coding. Some positions which in years prior to 2005 were designated as being paid out of private contributions are now coded as being paid out of special funds – non appropriated in order to properly reflect how they are coded on Core-CT.

SOURCE: Office of Policy and Management

Collective Bargaining Units and Process. The General Statutes guarantee State employees, other than elected or appointed officials and certain management employees and others with access to confidential information used in collective bargaining, the right to organize and participate in collective bargaining units. There are presently 32 such bargaining units representing State employees.

The General Statutes establish the general parameters of the collective bargaining process with respect to bargaining units representing State employees. At any given point in time, there are generally a number of collective bargaining units with agreements under negotiation. All collective bargaining agreements require approval of the General Assembly. The General Assembly may approve any such agreement as a whole by a majority vote of each house or may reject any such agreement as a whole by a majority vote of either house. Subject to certain parameters set forth in the General Statutes, if the State and the bargaining unit are unable to reach an agreement, one or both parties may initiate arbitration. The award of the arbitrator shall be final and binding upon the parties unless rejected by the legislature. An arbitration award may be rejected in whole by a two-thirds vote of either house of the General Assembly upon a determination that there are insufficient funds for full implementation of the award.

The General Statutes deny State employees the right to strike. Questions concerning employment or bargaining practices prohibited by the sections of the General Statutes governing collective bargaining with regard to State employees may generally be brought before the State Board of Labor Relations.

Information regarding employees participating in collective bargaining units and employees not covered by collective bargaining is shown on the following table:

TABLE A-4
Full-Time Work Force
Collective Bargaining Units and
Those Not Covered by Collective Bargaining

<u>Bargaining Unit/Status Group</u>	<u>Percentage of State Employees Represented^(a)</u>	<u>Contract Status, if any</u>
<u>Covered by Collective Bargaining</u>		
Correction Officers	8.57%	Contract in place through 6/30/2011
Administrative Clerical	7.28%	Contract in place through 6/30/2012
Maintenance and Service	6.88%	Contract in place through 6/30/2012
Health Care Non-Professionals	6.20%	Contract in place through 6/30/2012
Social and Human Services	6.75%	Contract in place through 6/30/2012
Administrative and Residual	5.40%	Contract in place through 6/30/2012
Health Care Professionals	5.31%	Contract in place through 6/30/2012
Engineering, Scientific and Technical	4.52%	Contract in place through 6/30/2012
University of Connecticut Faculty	4.71%	Contract in place through 6/30/2012
University Health Professionals (University of Connecticut Health Center)	3.64%	Contract in place through 6/30/2012
University of Connecticut Professional Employee Association	2.99%	Contract in place through 6/30/2012
Connecticut State University Faculty	2.49%	Contract in place through 6/30/2012
Judicial Employees	2.42%	Contract in place through 6/30/2012
Judicial Professionals	2.31%	Contract in place through 6/30/2012
Congress of Connecticut Community Colleges	2.21%	Contract in place through 6/30/2012
Vocational Technical School Faculty	2.01%	Contract in place through 6/30/2012
State Police	2.05%	Contract in place through 6/30/2012
Protective Services	1.46%	Contract in place through 6/30/2012
Education Professionals (Institutions)	1.30%	Contract in place through 6/30/2012
<u>Other Bargaining Units (13 units)</u>	<u>6.15%</u>	Varies by Unit
Total Covered by Collective Bargaining	84.65%	
<u>Not Covered by Collective Bargaining</u>		
Auditors of Public Accounts	0.21%	Not Applicable
Other Employees	15.14%	Not Applicable
Total Not Covered by Collective Bargaining	15.35%	
Total Full-Time Work Force	100.00%	

(a) Percentage expressed reflects approximately 51,678 filled full-time positions as of June 30, 2010.

SOURCE: Office of Policy and Management

Governmental Services

Services provided by the State or financed by State appropriations are classified under one of ten major government function headings or are classified as “non-functional”. These function headings are used for the State’s General Fund and for other funds of the State used to account for appropriated moneys. State agencies, boards, commissions and other bodies are each assigned to one of the function headings for budgeting purposes. The following table shows a breakdown of the government function headings according to the major agencies, boards, commissions and other bodies assigned to them.

TABLE A-5
Function of Government Headings ^{(a)(b)}

<p><u>Legislative</u> Legislative Management Auditors of Public Accounts Commission on Aging Commission on the Status of Women Commission on Children Latino and Puerto Rican Affairs Commission African-American Affairs Commission Asian Pacific American Affairs Commission</p> <p><u>General Government</u> Governor’s Office Lieutenant Governor’s Office Secretary of the State Elections Enforcement Commission Office of State Ethics Freedom of Information Commission Judicial Selection Commission Contracting Standards Board State Treasurer State Comptroller Department of Revenue Services Division of Special Revenue Office of Policy and Management Department of Veterans’ Affairs Office of Workforce Competitiveness Board of Accountancy Department of Administrative Services Department of Information Technology Department of Public Works Attorney General Division of Criminal Justice</p>	<p><u>Regulation and Protection</u> Department of Public Safety Department of Emergency Management and Homeland Security Police Officer Standards and Training Council Board of Firearms Permit Examiners Department of Motor Vehicles Military Department Commission on Fire Prevention and Control Department of Banking Insurance Department Office of Consumer Counsel Department of Public Utility Control Office of the Health Care Advocate Department of Consumer Protection Department of Labor Office of the Victim Advocate Commission on Human Rights and Opportunities Office of Protection and Advocacy for Persons with Disabilities Office of the Child Advocate Workers’ Compensation Commission</p> <p><u>Conservation and Development</u> Department of Agriculture Department of Environmental Protection Council on Environmental Quality Commission on Culture and Tourism Department of Economic and Community Development Agricultural Experiment Station</p> <p><u>Health and Hospitals</u> Department of Public Health Office of the Chief Medical Examiner Department of Developmental Services Department of Mental Health and Addiction Services Psychiatric Security Review Board</p>	<p><u>Transportation</u> Department of Transportation</p> <p><u>Human Services</u> Department of Social Services State Department on Aging Soldiers’, Sailors’, and Marines’ Fund</p> <p><u>Education, Libraries and Museums</u> Department of Education Regional Vocational-Technical School System Board of Education and Services for the Blind Commission on the Deaf and Hearing Impaired State Library Department of Higher Education University of Connecticut University of Connecticut Health Center Charter Oak State College Teachers’ Retirement Board Regional Community-Technical Colleges Connecticut State University</p> <p><u>Corrections</u> Department of Correction Department of Children and Families</p> <p><u>Judicial</u> Judicial Department Public Defender Services Commission Child Protection Commission</p>
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(a) In addition to the ten listed government function headings, the State also employs a “non-functional” heading under which are grouped various miscellaneous accounts including debt service and State employee fringe benefit accounts.

(b) Listing of agencies, boards, commissions and similar bodies is as of January 1, 2011.

SOURCE: Office of Policy and Management

In addition to services provided directly by the State, various State-wide and regional quasi-public agencies, authorities and similar bodies also provide services. Such entities principally assist in the financing of various types of facilities and projects. In addition to their own budgetary resources and the proceeds of their borrowings, a number of such entities have received substantial funding from the State, which the entities generally use to provide financial assistance to the general public and the private and nonprofit sectors.

Because Connecticut does not have an intermediate county level of government between State and local government, local entities provide all governmental services not provided by the State and quasi-public agencies. Such services are financed principally from property tax revenues, State funding of various types and federal funding.

Department of Emergency Management and Homeland Security. The Department of Emergency Management and Homeland Security was established in January 2005 to provide a coordinated and integrated program for statewide emergency management and homeland security. The mission of the Department is to direct and coordinate all available resources to protect the life and property of the citizens of Connecticut in the event of a disaster or crisis, through a collaborative program of prevention, planning, preparedness, response, recovery and public education. Among the Department's primary functions is the administration and management of federal grant funds related to emergency management and homeland security. The Department oversees the state Emergency Operations Center during emergencies. In addition, the Department's Commissioner directs the preparation of state emergency plans, which are submitted to the Governor for approval. For planning purposes with respect to events requiring mass evacuations and sheltering in the State, the Department has given priority for preparedness to the following potential scenarios: (i) a Category 3 hurricane hitting the State coast and all of New England, (ii) a large scale terrorist attack in New York City, and (iii) a release of contamination from the Millstone Power Plant. The State has been divided into five regions to facilitate planning, training and response.

Each year, in accordance with its statutory mandate, the Department reviews and approves local emergency operations plans, which are submitted to the Department after having been reviewed and approved by municipal officials. The Department continues to advance emergency planning for the State by bringing together multiple partners at the local, state and federal levels. Recent planning initiatives include: evacuation and shelter guides; commodity distribution; donations management; disaster recovery centers; and debris management. The Department continues to conduct and support many exercises around the state to test plans and first responder preparedness. The Department continues to support the training of emergency volunteers. The Department continues to be heavily invested in interoperable communications, including the distribution, testing and maintenance of numerous communications assets. The Department also operates the state fusion center – the Connecticut Intelligence Center, a multi-agency, multi-jurisdictional entity which collects, analyzes and disseminates intelligence information to law enforcement and other related groups. The Department, in conjunction with other State and local agencies, implements and maintains a statewide geospatial information systems program. The Department conducts and coordinates public education campaigns on a regular basis to increase the public's preparedness for emergencies, including the new, multi-year "See Something, Say Something" campaign. In cooperation with local government, the Department has also created five regional emergency planning teams (REPTs). Each REPT includes representatives from each of the municipalities or tribes within the region. The REPTs develop a regional spending plan for the Homeland Security grant funds for each region. Additionally, Intrastate Mutual Aid legislation creates a legal system whereby each municipality in the State can request aid from, or provide aid to, any other State municipality, regardless of whether a written mutual aid agreement exists between the municipalities. The Department also continues to codify its relationships with many key nongovernmental organizations including American Red Cross, Salvation Army, Civil Air Patrol and United Way. The agency continues to work with local towns by providing funding for, among other things, emergency management, including planning and response. The Department has implemented WEB EOC, a software program which allows all communities to communicate important information to the State during an emergency.

Pursuant to the Connecticut General Statutes, the Department is required to file an annual report each January to the joint standing committee of the General Assembly having cognizance of matters relating to public safety, which report specifies and evaluates statewide emergency management and homeland security activities during the preceding calendar year.

STATE ECONOMY

Connecticut is a highly developed and urbanized state. It is situated directly between the financial centers of Boston and New York. Connecticut is located on the northeast coast and is the southernmost of the New England States. It is bordered by Long Island Sound, New York, Massachusetts and Rhode Island. Over one quarter of the total population of the United States and more than 50% of the Canadian population live within a 500-mile radius of the State.

Economic Resources

Population Characteristics. Connecticut had a population count of 3,574,097 in April 2010, an increase of 168,532, or 4.9%, from the 3,405,565 figure of 2000. The State's population growth rate, which exceeded the United States' rate of population growth during the period from 1940 to 1970, slowed substantially and trailed the national average markedly during the past four decades. The following table presents the population trends of Connecticut, New England, and the United States since 1940. Connecticut's population increased 4.9% from 2000 to 2010 versus 3.7% in New England and 9.7% for the nation. The mid-2009 population in Connecticut was estimated at 3,518,288, up 0.4% from a year ago, compared to increases of 0.5% and 0.9% for New England and the United States, respectively. From 2000 to 2010, within New England, only New Hampshire experienced growth higher than Connecticut.

TABLE B-1

**Population
(In Thousands)**

<u>Calendar Year</u>	<u>Connecticut</u>		<u>New England</u>		<u>United States</u>	
	<u>Total</u>	<u>% Change</u>	<u>Total</u>	<u>% Change</u>	<u>Total</u>	<u>% Change</u>
1940 Census	1,709		8,437		132,165	
1950 Census	2,007	17.4%	9,314	10.4%	151,326	14.5%
1960 Census	2,535	26.3	10,509	12.8	179,323	18.5
1970 Census	3,032	19.6	11,847	12.7	203,302	13.4
1980 Census	3,108	2.5	12,349	4.2	226,542	11.4
1990 Census	3,287	5.8	13,207	6.9	248,710	9.8
2000 Census	3,406	3.6	13,923	5.4	281,422	13.2
2010 Census	3,574	4.9	14,445	3.7	308,746	9.7
2000....	3,412	0.7	13,953	0.8	282,172	1.1
2001....	3,428	0.5	14,052	0.7	285,082	1.0
2002....	3,448	0.6	14,135	0.6	287,804	1.0
2003....	3,468	0.6	14,192	0.4	290,326	0.9
2004....	3,475	0.2	14,216	0.2	293,046	0.9
2005....	3,477	0.1	14,227	0.1	295,753	0.9
2006....	3,485	0.2	14,259	0.2	298,593	1.0
2007....	3,489	0.1	14,298	0.3	301,580	1.0
2008....	3,503	0.4	14,363	0.5	304,375	0.9
2009....	3,518	0.4	14,430	0.5	307,007	0.9

Note: 1940-2010, April 1 Census. Figures are for census comparison purposes.

2000-2009, Mid-year estimates. Estimates for New England include the sum of six states – Connecticut, Massachusetts, New Hampshire, Rhode Island, Maine and Vermont.

SOURCE: United States Department of Commerce, Bureau of the Census

The State is highly urbanized with a 2010 population density of 738 persons per square mile, as compared with 87 for the United States as a whole. Of the eight counties in the State, according to the U.S. Bureau of Census for the 2000 Census count, 75% of the population resides within Fairfield (26%), Hartford (25%), and New Haven (24%) counties.

Transportation. Connecticut has an extensive network of expressways and major arterial highways which provide easy access to local and regional markets. Bradley International Airport, in Windsor Locks, currently offers 226 daily arrivals and departures to 31 non-stop destinations and is served by virtually all the major passenger and cargo air carriers. Frontier Airlines initiated non-stop service to Milwaukee on September 27, 2010 and JetBlue Airways initiated non-stop service to Ft. Lauderdale and Orlando on November 17, 2010.

Railroad freight service is provided to most major towns and cities in the State, and connections are provided with major eastern railroads as well as direct access to Canadian markets. In addition, Connecticut's proximity to the ports of New York and Boston provides it with access to European and South American export markets. The State's harbors at Bridgeport, New Haven, and New London can accommodate deep draft vessels.

The Connecticut Department of Transportation subsidizes and oversees the operations of both rail commuter services and bus services. The New Haven Line (including the Waterbury, Danbury and New Canaan branch lines) and Shore Line East Line provide commuter rail services for stations between New London and New York City for approximately 38 million passengers per year. The State supports urban transit, commuter express bus, rural transit and Americans with Disabilities Act paratransit services carrying approximately 37 million passengers per year. This service is provided by state-owned CT Transit services in 8 urbanized areas, and by 13 independent urban and rural transit districts. In addition, the Department supports carpooling, vanpooling, telecommuting and other transportation demand management programs statewide.

Utility Services. The power grid that supplies electricity to the entire State is owned and operated by both private and municipal electric companies. Transmission lines connect Connecticut with New York, Massachusetts and Rhode Island. These interconnections allow the companies serving Connecticut to meet large or unexpected electric load requirements from resources located outside of Connecticut's boundaries. All electric utilities in the State are members of the New England Power Pool and operate as part of the regional bulk power system, the Regional Transmission Organization (RTO) for New England. An independent system operator, ISO New England, Inc., operates this regional system.

Legislation passed in 1998 provided for the restructuring of the electric industry in Connecticut. Since July 2000 most consumers in Connecticut can choose an independent electric supplier as their provider of electricity. The electricity is delivered to the consumer over the wires of the regulated distribution companies (Connecticut Light & Power Company and The United Illuminating Company). Electric suppliers are not subject to rate regulation by the State Department of Public Utility Control (DPUC), but must receive a license issued by the DPUC before commencing service to consumers. In general, Connecticut consumers located in a municipally owned electric service territory are not subject to the 1998 restructuring legislation. These consumers continue to purchase and receive their electrical needs from the municipal electric company.

Natural gas is delivered to Connecticut through pipelines that traverse the State. Natural gas pipeline supplies are generally shipped to Connecticut from Canada and the Gulf of Mexico area. Connecticut also receives natural gas through the interstate pipelines from a terminal located in Boston, Massachusetts which is supplied by tanker ships. Natural gas service is provided to parts of the State through one municipal and three private gas distribution companies, including Yankee Gas Services Company, Connecticut Natural Gas Company, and Southern Connecticut Gas Company. Over the past few years, Energy East Corp. has acquired both Connecticut Natural Gas and Southern Connecticut Gas. Energy East is a New York-based regional utility holding company. Yankee Gas was acquired by Northeast Utilities.

Since 1996 the DPUC has allowed some competitive market forces to enter the natural gas industry in Connecticut. Commercial and industrial gas consumers can choose non-regulated suppliers for their natural gas requirements. The gas is delivered to the consumer using the local distribution company's mains and pipelines. This competitive market is not yet available to the residential consumer.

In addition to the electric and natural gas industries, telecommunications services are also in the process of being opened to competition. Local exchange telephone service is provided in the State by local exchange carriers (LECs) and competitive local exchange carriers (CLECs). Two LECs currently offer local telephone services in Connecticut. They are AT&T and Verizon New York, Inc. Connecticut also has approximately 105 CLECs certified to provide local exchange services including Comcast Phone of Connecticut, Inc., Cox Connecticut Telecommunication, LLC and Connecticut Telephone and Communications Systems, Inc.

Connecticut is dependent upon oil, including imported oil, for a portion of its energy requirements. This dependence is greatest in the transportation sector. Connecticut also relies on heating oils in both the residential and commercial sectors, and is reliant on residual oils and diesel fuels for the production of electricity. This petroleum dependence can make Connecticut particularly affected by developments in the oil commodity markets. Events that affect the international or domestic production of oil, the domestic and international refining capabilities, or the transportation of petroleum products within the United States or into the New England region can affect Connecticut's local oil markets.

Although Connecticut is heavily dependent upon petroleum, the State is ranked one of the most efficient states for energy consumption. According to the most recent available data from the Energy Information Administration, an independent agency within the U.S. Department of Energy that collects and analyzes energy data, Connecticut consumed 4.6 thousand British Thermal Units (BTU) per 2000 chained dollar of Gross State Product in 2008, the latest available data, ranking the second most efficient state among the 50 states and 46.5% less than the national average of 8.6 thousand BTU. When compared to the national per person average, Connecticut residents use a moderate amount of energy. Connecticut consumed 231.2 million BTU of energy per person in 2008, ranking it 46th among the 50 states and 29.2% less than the national average of 326.5 million BTU.

Connecticut energy prices, including gasoline, natural gas and heating oil, were high in most of 2010 compared to the previous year, due mainly to the slowly recovering economy. Higher energy prices impact consumer and investment spending and economic growth.

Economic Performance

Personal Income. Connecticut has a high level of personal income. Historically, the State's average per capita income has been among the highest in the nation. The high per capita income is due to the State's concentration of relatively high paying manufacturing jobs along with a higher portion of residents working in the non-manufacturing sector in such areas as finance, insurance, and real estate, as well as educational services. A concentration of major corporate headquarters located within the State also contributes to the high level of income. The following table shows total and per capita personal income for Connecticut residents during the period from 2000 to 2009 and compares Connecticut per capita personal income as a percentage of both New England and the United States.

TABLE B-2**Connecticut Personal Income by Place of Residence**

<u>Calendar Year</u>	<u>Connecticut</u>		<u>Connecticut Per Capita as Percent of</u>	
	<u>Total</u> (Millions of Dollars)	<u>Per Capita</u> (Dollars)	<u>New England</u>	<u>United States</u>
2000.....	\$143,021	\$41,920	116.1%	138.3%
2001.....	149,537	43,617	114.9	140.0
2002.....	149,567	43,373	113.9	137.9
2003.....	151,832	43,785	112.9	135.7
2004.....	161,428	46,459	113.8	137.1
2005.....	168,804	48,543	114.6	137.0
2006.....	184,049	52,809	115.8	140.1
2007.....	197,144	56,510	117.2	143.2
2008.....	200,536	57,248	116.0	140.8
2009.....	193,726	55,063	114.6	139.0

SOURCE: United States Department of Commerce, Bureau of Economic Analysis

The following table indicates the annual growth rate of personal income, on a current and constant dollar basis, of Connecticut, New England and the United States.

TABLE B-3**Annual Growth Rates in Personal Income By Place of Residence**

<u>Calendar Year</u>	<u>Conn.</u> (Current)	<u>New England</u> (Current)	<u>U.S.</u> (Current)	<u>Conn.</u> (Constant)	<u>New England</u> (Constant)	<u>U.S.</u> (Constant)
2000	9.1%	9.9%	8.2%	6.8%	7.6%	5.9%
2001	4.6	5.9	3.8	2.2	3.5	1.5
2002	0.0	0.9	2.0	(1.6)	(0.7)	0.4
2003	1.5	2.2	3.5	(0.6)	0.0	1.3
2004	6.3	5.4	6.0	3.4	2.5	3.1
2005	4.6	3.8	5.5	1.2	0.5	2.1
2006	9.0	7.9	7.4	5.6	4.5	4.1
2007	7.1	6.1	5.7	4.1	3.0	2.7
2008	1.7	2.8	4.0	(0.5)	0.6	1.8
2009	(3.4)	(2.2)	(1.7)	(4.3)	(3.0)	(2.6)

Note—Constant dollars are adjusted for inflation using the GDP deflator.

SOURCE: United States Department of Commerce, Bureau of Economic Analysis

The following table indicates the sources of personal income by place of residence for Connecticut and the United States in 2009.

TABLE B-4
Sources of Personal Income By Place of Residence
Calendar Year 2009
(In Millions)

	<u>Conn.</u>	<u>Percent of Total</u>	<u>U.S.</u>	<u>Percent of Total</u>
Wages in Non-manufacturing	\$ 87,997	45.42%	\$ 5,604,669	46.07%
Property Income (Div., Rents & Int.)	38,137	19.69	2,192,960	18.03
Wages in Manufacturing	12,538	6.47	661,512	5.44
Transfer Payments less Social Insurance Paid.....	12,910	6.66	1,163,061	9.56
Other Labor Income	25,512	13.17	1,522,272	12.51
Proprietor's Income.....	<u>16,632</u>	<u>8.59</u>	<u>1,021,000</u>	<u>8.39</u>
Personal Income—Total.....	<u>\$193,726</u>	<u>100.00%</u>	<u>\$12,165,474</u>	<u>100.00%</u>

Note—Columns may not add due to rounding.

SOURCE: United States Department of Commerce, Bureau of Economic Analysis

Gross State Product. The State's and the region's economic vitality are evidenced in the rate of growth of their respective Gross State Products. The State's Gross State Product is the current market value of all final goods and services produced by labor and property located within the State.

In 2009, the State produced \$227.4 billion worth of goods and services and \$205.7 billion worth of goods and services in 2005 chained dollars.

The following table shows the Gross State Product in current dollars for Connecticut, New England, and the United States.

TABLE B-5
Gross State Product
(In Millions of Dollars)

<u>Year</u>	<u>Connecticut</u>		<u>New England^(a)</u>		<u>United States^(b)</u>	
	<u>\$</u>	<u>Percent Growth</u>	<u>\$</u>	<u>Percent Growth</u>	<u>\$</u>	<u>Percent Growth</u>
2000	163,943		568,641		9,952	
2001	168,407	2.7%	587,914	3.4%	10,286	3.4%
2002	169,170	0.5	601,354	2.3	10,642	3.5
2003	174,295	3.0	622,881	3.6	11,142	4.7
2004	188,576	8.2	659,529	5.9	11,868	6.5
2005	197,055	4.5	686,539	4.1	12,638	6.5
2006	210,278	6.7	721,860	5.1	13,399	6.0
2007	222,801	6.0	755,636	4.7	14,062	4.9
2008	230,101	3.3	778,055	3.0	14,369	2.2
2009	227,405	(1.2)	776,556	(0.2)	14,119	(1.7)

(a) Sum of the New England States' Gross State Products.

(b) Denotes the Gross Domestic Product, which is the total market value of all final goods and services produced in the U.S.

SOURCE: United States Department of Commerce, Bureau of Economic Analysis

The following table shows the Gross State Product in 2005 chained dollars.

TABLE B-6
Gross State Product
(In Millions of 2005 Chained Dollars*)

Year	Connecticut		New England		United States	
	\$	Percent Growth	\$	Percent Growth	\$	Percent Growth
2000	185,265		635,283		11,226	
2001	186,643	0.7%	646,712	1.8%	11,347	1.1%
2002	183,640	(1.6)	648,583	0.3	11,553	1.8
2003	184,861	0.7	658,603	1.5	11,841	2.5
2004	194,588	5.3	679,760	3.2	12,264	3.6
2005	197,055	1.3	686,539	1.0	12,638	3.1
2006	204,181	3.6	700,951	2.1	12,976	2.7
2007	210,545	3.1	714,526	1.9	13,229	1.9
2008	212,419	0.9	720,854	0.9	13,229	0.0
2009	205,735	(3.1)	706,538	(2.0)	12,881	(2.6)

* 2005 chained dollar series are calculated as the product of the chain-type quantity index and the 2005 current-dollar value of the corresponding series, divided by 100.

SOURCE: United States Department of Commerce, Bureau of Economic Analysis

The table below shows the contribution to Connecticut's Gross State Product of the manufacturing and non-manufacturing sectors in the State's economy. The table shows that in 2009 Connecticut's production was concentrated in three areas: finance, insurance and real estate (FIRE), services and manufacturing. Production in these three industries accounted for 70.7% of total production in Connecticut compared to 59.7% for the nation in 2009 and 69.6% in 2000. This demonstrates that Connecticut's economy is more heavily concentrated in a few industries than the nation as a whole and that this concentration has changed little in recent years.

The output contribution of manufacturing, however, has been declining over time as the contributions of FIRE and services have been increasing. The share of production from the manufacturing sector decreased from 12.6% in 2000 to 11.4% in 2009 caused by increased competition with foreign countries and other states as well as generally declining and only recently rising defense expenditures during this period. The broadly defined services in the private sector, which excludes industries in agriculture and construction, wholesale and retail trades, but includes industries in information, professional and technical services, health care and education, FIRE, and other services, have increased slightly to 62.9% of the total GSP in 2009 from 60.4% in 2000. The broadly defined services in the private sector increased by 44.4% from 2000 to 2009 compared to 52.7% for the public sector during the comparable period. A stable service sector may help smooth the business cycle, reducing the span and depth of recessions and prolonging the length of expansions. Normally, activities in service sectors relative to manufacturing are less susceptible to pent-up demand, less subject to inventory-induced swings, less intensive in capital requirements, and somewhat less vulnerable to foreign competition. Therefore, this shift to the service sectors may serve to smooth output fluctuations.

TABLE B-7**Gross State Product by Industry in Connecticut
(In Millions of Dollars)**

Sector	<u>2002</u>	<u>2003</u>	<u>2004</u>	<u>2005</u>	<u>2006</u>	<u>2007</u>	<u>2008</u>	<u>2009</u>
Manufacturing	\$ 20,853	\$ 20,718	\$ 23,685	\$ 23,690	\$ 27,222	\$ 27,752	\$ 27,448	\$ 25,989
Construction ^(a)	5,722	5,857	6,480	7,048	7,542	7,765	7,145	6,422
Agriculture ^(b)	296	325	380	363	320	371	405	339
Utilities ^(c)	5,239	5,710	6,387	6,515	6,919	7,669	7,430	7,295
Wholesale Trade	8,855	9,037	9,656	10,480	11,306	11,891	11,933	11,540
Retail Trade	10,669	10,998	11,230	11,658	11,715	11,881	11,586	11,369
Information	6,362	6,645	7,302	7,802	7,729	8,308	8,206	8,254
Finance ^(d)	50,056	51,674	57,365	60,280	64,750	69,406	75,578	74,895
Services ^(e)	45,037	47,014	49,203	51,248	53,866	57,806	59,551	59,789
Government	<u>16,082</u>	<u>16,317</u>	<u>16,889</u>	<u>17,970</u>	<u>18,909</u>	<u>19,953</u>	<u>20,819</u>	<u>21,514</u>
Total GSP	\$169,170	\$174,295	\$188,576	\$197,055	\$210,278	\$222,801	\$230,101	\$227,405

Note—Columns may not add due to rounding.

(a) Includes mining.

(b) Includes forestry and fisheries.

(c) Includes transportation, communications, electric, gas, and sanitary services.

(d) Includes finance, insurance and real estate.

(e) Covers a variety of activities, including professional, business, education, health care and personal services.

SOURCE: United States Department of Commerce, Bureau of Economic Analysis

Employment

Non-agricultural employment includes all persons employed except federal military personnel, the self-employed, proprietors, unpaid workers, and farm and household domestic workers. The following table compares non-agricultural establishment employment for Connecticut, New England, and the United States between 1999 and 2009. Connecticut's nonagricultural employment reached a high in the first quarter of 2008 with 1,710,170 persons employed, but began declining with the onset of the recession falling to 1,612,000 jobs by the fourth quarter of 2009.

TABLE B-8
Non-agricultural Employment^(a)
(In Thousands)

Calendar Year	Connecticut		New England		United States	
	Employment	Percent Growth	Employment	Percent Growth	Employment	Percent Growth
1999	1,669.1		6,860.9		128,991.7	
2000	1,693.2	1.44%	7,023.2	2.37%	131,793.6	2.17%
2001	1,681.1	(0.71)	7,036.3	0.19	131,829.9	0.03
2002	1,664.9	(0.97)	6,927.4	(1.55)	130,340.4	(1.13)
2003	1,644.5	(1.22)	6,850.6	(1.11)	129,996.0	(0.26)
2004	1,649.8	0.32	6,874.1	0.36	131,419.2	1.09
2005	1,662.1	0.74	6,918.1	0.63	133,694.1	1.73
2006	1,680.5	1.11	6,983.4	0.94	136,085.7	1.79
2007	1,698.1	1.05	7,043.2	0.86	137,588.3	1.10
2008	1,699.0	0.05	7,041.9	(0.02)	136,776.6	(0.59)
2009	1,627.7	(4.20)	6,776.9	(3.76)	130,910.8	(4.29)

- (a) Non-agricultural employment excludes agricultural workers, proprietors, self-employed individuals, domestic workers, family workers and members of the armed forces.
- (b) According to statistics from the Connecticut Department of Labor, the average non-agricultural employment in Connecticut for the first six months of 2010 was 1,616,150.
- (c) In March 2009, the Connecticut Department of Labor revised and updated employment statistics back to 2004.

SOURCE: United States Department of Labor, Bureau of Labor Statistics

Composition of Employment. The following table shows the distribution of non-agricultural employment in Connecticut and the United States in 2009. The table shows that Connecticut has a larger share of employment in services, manufacturing, and finance than the nation as a whole.

TABLE B-9
Connecticut Non-agricultural Employment, 2009
(In Thousands)

	Connecticut		United States	
	Total	Percent	Total	Percent
Services ^(a)	685.9	42.1%	54,225.3	41.4%
Trade ^(b)	293.4	18.0	24,949.1	19.1
Manufacturing	171.8	10.6	11,883.8	9.1
Government	248.5	15.3	22,551.0	17.2
Finance ^(c)	137.7	8.5	7,757.9	5.9
Information ^(d)	35.1	2.2	2,807.5	2.1
Construction ^(e)	55.4	3.4	6,736.2	5.1
Total ^(f)	1,627.7	100.0%	130,910.8	100.0%

- (a) Covers a considerable variety of activities, including professional, business, education, health care and personal services.
- (b) Includes wholesale and retail trade, transportation, and utilities.
- (c) Includes finance, insurance, and real estate.
- (d) Includes publishing, broadcasting, telecommunications, internet providers, and data processing.
- (e) Includes natural resources and mining.
- (f) Totals may not equal sum of individual categories due to rounding and seasonal statistical data adjustments.

SOURCE: United States Department of Labor, Bureau of Labor Statistics

Recent trends in the State's non-agricultural employment are reflected in the following table. Throughout the last five decades, while manufacturing employment in Connecticut has been steadily declining, employment in non-manufacturing industries has surged. In calendar year 2009, approximately 89.4% of the State's workforce was employed in non-manufacturing jobs, up from roughly 50% in the early 1950s.

TABLE B-10

**Connecticut Non-agricultural Employment
(Annual Averages In Thousands)**

<u>Year</u>	<u>Manufacturing</u>	<u>Trade^(a)</u>	<u>Services^(b)</u>	<u>Government</u>	<u>Finance^(c)</u>	<u>Information^(d)</u>	<u>Construction^(e)</u>	<u>Total Non-agricultural Employment^(f)</u>
2000	235.69	317.53	643.27	241.90	143.04	46.41	65.34	1,693.19
2001	226.68	312.18	644.10	244.43	142.93	44.69	66.08	1,681.10
2002	211.17	309.22	647.38	249.29	142.62	41.02	64.17	1,664.87
2003	200.05	305.53	648.08	245.98	142.66	39.57	62.67	1,644.52
2004	197.18	307.90	655.86	242.83	140.67	38.99	66.43	1,649.84
2005	195.20	310.54	665.46	243.76	142.31	38.10	66.69	1,662.06
2006	193.45	310.89	680.21	245.87	144.28	37.92	67.90	1,680.52
2007	190.73	311.73	694.07	249.22	144.63	38.41	69.36	1,698.14
2008	187.26	309.98	702.07	252.45	143.41	37.80	66.07	1,699.03
2009	171.78	293.38	685.86	248.48	137.66	35.12	55.38	1,627.66

- (a) Includes wholesale and retail trade, transportation, and utilities.
- (b) Covers a considerable variety of activities, including professional, business, education, health care and personal services.
- (c) Includes finance, insurance, and real estate.
- (d) Includes publishing, broadcasting, telecommunications, internet providers, and data processing.
- (e) Includes natural resources and mining.
- (f) Totals may not equal sum of individual categories due to rounding and seasonal statistical adjustments.

SOURCE: United States Department of Labor, Bureau of Labor Statistics, Connecticut Labor Department

Manufacturing

The manufacturing industry, despite its continuing downward employment trend over the past five decades, has traditionally served as an economic base industry and has been of prime economic importance to Connecticut. Based on the level of personal income derived from this sector, Connecticut ranked 18th in the nation for its dependency on manufacturing wages in fiscal year 2010. Manufacturing has traditionally been of prime economic importance to Connecticut but has continued to trend down during the last decade. The following table provides a ten-year historical picture of manufacturing employment in Connecticut, the New England region and the United States. This downward movement in manufacturing employment levels is also reflected in the New England region and the nation. The transformation in the State's manufacturing base confirms that the State's employment share in the manufacturing sector is converging to the national average. Thus, Connecticut has been successful in diversifying itself away from dependence on just one type of industry. In calendar year 2009 approximately 10.6% of the State's workforce, versus 9.1% for the nation, was employed in the manufacturing sector, down from roughly 50% in the early 1950s.

TABLE B-11

**Manufacturing Employment
(In Thousands)**

Calendar Year	<u>Connecticut</u>		<u>New England</u>		<u>United States</u>	
	<u>Number</u>	<u>Percent Growth</u>	<u>Number</u>	<u>Percent Growth</u>	<u>Number</u>	<u>Percent Growth</u>
2000	235.7		938.4		17,265	
2001	226.7	(3.83)%	900.6	(4.03)%	16,440	(4.78)%
2002	211.2	(6.84)	815.8	(9.41)	15,257	(7.20)
2003	200.0	(5.26)	765.0	(6.23)	14,508	(4.90)
2004	197.2	(1.44)	747.0	(2.35)	14,315	(1.34)
2005	195.2	(1.00)	733.7	(1.78)	14,225	(0.62)
2006	193.4	(0.90)	720.3	(1.83)	14,157	(0.48)
2007	190.7	(1.40)	709.2	(1.54)	13,877	(1.97)
2008	187.3	(1.82)	691.3	(2.53)	13,401	(3.43)
2009	171.8	(8.27)	623.7	(9.77)	11,884	(11.32)

SOURCE: United States Department of Labor, Bureau of Labor Statistics, Connecticut State Labor Department

Connecticut has a diverse manufacturing sector, with the construction of transportation equipment (primarily aircraft engines and submarines) being the dominant industry. The State is also a leading producer of military and civilian helicopters. Employment in the transportation equipment sector is followed by fabricated metals, computer and electronics, and machinery for the total number employed in 2009.

TABLE B-12

**Manufacturing Employment
By Industry
(In Thousands)**

Calendar Year	<u>Transportation Equipment</u>	<u>Fabricated Metals</u>	<u>Computer & Electronics</u>	<u>Machinery</u>	<u>Other^(a)</u>	<u>Total Manufacturing Employment</u>
2000	46.92	50.00	35.47	23.71	79.59	235.69
2001	46.87	47.02	33.81	22.41	76.56	226.67
2002	45.33	43.23	29.45	20.27	72.88	211.16
2003	43.35	40.93	26.57	18.92	70.29	200.06
2004	43.17	41.14	25.86	18.48	68.53	197.18
2005	43.50	41.08	25.48	18.14	66.99	195.19
2006	43.59	41.13	24.90	18.05	65.78	193.45
2007	43.57	40.42	25.23	18.18	63.33	190.73
2008	44.28	40.06	25.29	17.71	59.91	187.25
2009	43.11	35.28	23.44	16.17	53.78	171.78

(a) Includes other industries such as wood products, furniture, glass/stone, primary metals, and instruments in the durable sector, as well as all industries such as chemicals, paper, and plastics in the nondurable sector.

SOURCE: United States Department of Labor, Bureau of Labor Statistics

During the past ten years, Connecticut's manufacturing employment was at its highest in 2000 at 235,690 workers. Since that year, employment in manufacturing continued on a downward trend. A number of factors, such as heightened foreign competition, outsourcing to offshore locations, and improved productivity played a significant role in affecting the overall level of manufacturing employment. Total manufacturing jobs in Connecticut continued to decline to a recent low of 171,780 in 2009. The total number of manufacturing jobs dropped 63,920, or 27.1%, from its decade high in 2000.

Exports. In Connecticut, the export sector of manufacturing has assumed an important role in overall economic growth. According to figures published by the United States Department of Commerce, which were adjusted and enhanced by the University of Massachusetts (MISER), exports of manufacturing products registered at \$14.0 billion in 2009, accounting for 6.6% of Gross State Product. From 2005 to 2009, the State's export of goods grew at an average annual rate of 10.9% versus 3.8% for the Gross State Product. The following table shows the growth in exports of manufacturing products.

TABLE B-13
Exports Originating in Connecticut
(In Millions)

	<u>2005</u>	<u>2006</u>	<u>2007</u>	<u>2008</u>	<u>2009</u>	<u>Percent of 2009 Total</u>	<u>Average Percent Growth 2005-2009</u>
A. Manufacturing Products							
Transportation Equipment	\$3,985.7	\$ 5,382.1	\$ 5,795.4	\$ 6,434.4	\$ 6,464.6	46.1%	15.9%
Computer & Electronics	886.8	1,077.1	1,312.5	1,301.6	1,049.8	7.5	6.6
Machinery, Except Electronics	1,132.9	1,387.1	1,618.5	1,555.6	1,439.2	10.3	5.9
Fabricated Metal Production	408.7	541.2	585.9	621.7	546.4	3.9	7.2
Chemicals	590.9	748.6	1,447.9	1,575.0	833.3	5.9	15.7
Misc. Manufacturing	562.4	286.2	229.5	272.0	290.4	2.1	(10.2)
Electrical Equipment	433.3	551.4	607.0	602.9	490.7	3.5	2.1
Plastics & Rubber	182.6	204.6	212.4	251.0	229.3	1.6	5.3
Paper	219.2	230.3	147.7	146.9	169.3	1.2	3.1
Primary Metal Mfg.	329.0	639.0	480.4	508.5	316.6	2.3	11.5
Others	<u>1,018.3</u>	<u>1,200.5</u>	<u>1,361.7</u>	<u>2,043.5</u>	<u>2,192.5</u>	<u>15.6</u>	<u>24.5</u>
Total	\$9,749.8	\$12,248.1	\$13,799.1	\$15,313.1	\$14,022.1	100.0%	10.9%
% Growth	13.7%	25.6%	12.7%	11.0%	(8.4)%		
B. Gross State Product^(a)	\$197,055	\$210,278	\$ 222,801	\$ 230,101	\$ 227,405		3.8%
Mfg Exports as a % of GSP	4.9%	5.8%	6.2%	6.7%	6.2%		

(a) In millions.

SOURCE: United States Department of Commerce, Bureau of Economic Analysis
Massachusetts Institute for Social and Economic Research, University of Massachusetts (MISER)

Defense Industry. One important component of the manufacturing sector in Connecticut is the defense industry. Approximately one quarter of the State's manufacturing employees are employed in defense related business. Nonetheless, this sector's significance in the State's economy has declined considerably since the early 1980s. Connecticut had witnessed a marked reduction in the amount of federal spending earmarked for defense related industries in the State; however, these amounts have been climbing most years since federal fiscal year 2001. In federal fiscal year 2009, Connecticut received \$12.0 billion of prime contract awards. These total awards accounted for 3.3% of national total awards and ranked 8th in total defense dollars awarded and 3rd in per capita dollars awarded among the 50 states. In fiscal year 2009, Connecticut had \$3,412 in per

capita defense awards, compared to the national average of \$1,181. As measured by a three year moving average of defense contract awards as a percent of Gross State Product, awards to Connecticut-based firms were 4.4% of Gross State Product in fiscal year 2009, up from 3.8% of Gross State Product in fiscal year 2008. Recent increases were primarily due to the procurement of helicopters and submarines.

Connecticut is a leading producer of aircraft engines and parts, submarines, and helicopters. The largest employers in these industries are United Technologies Corporation, including its Pratt and Whitney Aircraft Division with headquarters in East Hartford, and Sikorsky Aircraft Corporation in Stratford, as well as General Dynamics Corporation's Electric Boat Division in Groton.

The following table provides a historical perspective of defense contract awards for the past ten fiscal years. Defense contracts are awarded in their entirety and multi-year awards are credited in the year they are awarded, thus giving rise to some of the fluctuation.

TABLE B-14
Defense Contract Awards

<u>Federal Fiscal Year</u>	<u>Connecticut Total Contract Award (Thousands)</u>	<u>Connecticut Rank Among States Total Awards</u>	<u>Percent Change from Prior Year</u>	
			<u>Connecticut</u>	<u>U.S.</u>
1999-00	2,177,462	17 th	(31.3)%	7.3%
2000-01	4,269,536	10 th	96.1	9.7
2001-02	5,638,582	9 th	32.1	17.4
2002-03	8,064,794	5 th	43.0	20.5
2003-04	8,959,424	5 th	11.1	6.4
2004-05	8,753,063	7 th	(2.3)	16.5
2005-06	7,780,793	10 th	(11.1)	8.6
2006-07	8,601,359	9 th	10.5	22.6
2007-08	9,696,554	11 th	12.7	16.0
2008-09	12,004,528	8 th	23.8	(0.9)

SOURCE: United States Department of Defense

Non-manufacturing. The non-manufacturing sector is comprised of industries that primarily provide services. Services differ significantly from manufactured goods in that the output is generally intangible, it is produced and consumed concurrently, and it cannot be inventoried. Consumer demand for services is not as postponable as the purchase of goods, making the flow of demand for services more stable. An economy will therefore generally become more stable as it becomes more service oriented. Over the past several decades the non-manufacturing sector of the State's economy has risen in economic importance, from just over 50% of total State employment in 1950 to approximately 89.4% by 2009. This trend has diluted the State's dependence on manufacturing. From 2000 to 2009, Connecticut had a total loss of 65,500 jobs in non-agricultural employment. Of those total losses, only 1,580 jobs, or 2.4%, were in the non-manufacturing sector, versus a loss of 63,920, or 97.6%, in the manufacturing sector.

The table below provides a ten year profile of non-manufacturing employment in Connecticut, New England and the United States.

TABLE B-15
Non-manufacturing Employment
(In Thousands)

Calendar Year	Connecticut		New England		United States	
	Number	Percent Growth	Number	Percent Growth	Number	Percent Growth
2000	1,457.5		6,084.8		114,528.5	
2001	1,454.4	(0.21)%	6,135.7	0.84%	115,389.5	0.75%
2002	1,453.7	(0.05)	6,111.6	(0.39)	115,083.7	(0.27)
2003	1,444.5	(0.63)	6,085.6	(0.42)	115,487.6	0.35
2004	1,452.7	0.57	6,127.9	0.70	117,104.5	1.40
2005	1,466.9	0.98	6,184.4	0.92	119,468.8	2.02
2006	1,487.1	1.38	6,263.1	1.27	121,929.2	2.06
2007	1,507.4	1.37	6,334.0	1.13	123,711.3	1.46
2008	1,511.8	0.29	6,350.7	0.26	123,375.4	(0.27)
2009	1,455.9	(3.70)	6,153.2	(3.11)	119,027.0	(3.52)

SOURCE: United States Department of Labor, Bureau of Labor Statistics
Connecticut State Labor Department

Services, retail and wholesale trade, state and local government, as well as finance, insurance, and real estate (FIRE), collectively comprise approximately 90% of the State's employment in the non-manufacturing sector. Connecticut non-manufacturing employment for 2000, 2007, 2008 and 2009 is shown in the table below. Total non-manufacturing employment has been broken down by industry. Percent changes over the year and over the decade are also provided. Between 2000 and 2009, employment in the service industry and by state and local governments expanded by 42,580 workers and 8,920 jobs, respectively, amid a time when all non-manufacturing jobs registered a decrease of 1,620 jobs. Without these two expanding sectors, total non-manufacturing employment would have been down 53,120 jobs. The increase in the government line item over the ten-year period can be attributed to the Federal Government's decision to categorize all workers employed on Indian Reservations as state and local government employees. The State's two tribal casinos employ about 20,000 workers.

TABLE B-16
Connecticut Non-manufacturing Employment By Industry
(In Thousands)

<u>Industry</u>	<u>Calendar</u> <u>Year</u> <u>2000</u>	<u>Calendar</u> <u>Year</u> <u>2007</u>	<u>Calendar</u> <u>Year</u> <u>2008</u>	<u>Calendar</u> <u>Year</u> <u>2009</u>	<u>Percent</u> <u>Change</u> <u>2008-09</u>	<u>Percent</u> <u>Change</u> <u>2000-09</u>
Construction ^(a)	65.34	69.36	66.07	55.38	(16.17)%	(15.24)%
Information ^(b)	46.41	38.41	37.80	35.12	(7.10)	(24.33)
Trade ^(c)	317.53	311.73	309.98	293.38	(5.36)	(7.61)
Finance, Insurance & Real Estate	143.04	144.63	143.41	137.66	(4.01)	(3.76)
Services ^(d)	643.27	694.07	702.07	685.86	(2.31)	6.62
Federal Government	21.62	19.62	19.48	19.28	(1.03)	(10.79)
State and Local Government	<u>220.28</u>	<u>229.60</u>	<u>232.97</u>	<u>229.20</u>	<u>(1.62)</u>	<u>4.05</u>
Total Non-manufacturing Employment ^(d)	1,457.49	1,507.42	1,511.78	1,455.88	(53.12)	(0.11)

(a) Includes natural resources and mining.

(b) Covers a considerable variety of activities, including professional, business, education, health care and personal services.

(c) Includes wholesale & retail trade, transportation, and utilities.

(d) Totals may not agree with detail due to rounding and seasonal statistical data adjustments.

SOURCE: Connecticut State Labor Department

Retail Trade. Personal spending on goods and services generally accounts for two-thirds of the Gross Domestic Product. Approximately half of personal spending is generally done through retail stores. At the State level, retail trade therefore constitutes approximately one third of the State's economic activity, measured by Gross State Product. During the last decade, variations in retail trade closely matched variations in Gross State Product growth, making retail trade an important barometer of economic health.

The following table shows the major group in each North American Industry Classification System (NAICS) code as well as the State's retail trade history for the past four fiscal years. Connecticut retail trade in fiscal year 2010 totaled \$43.8 billion, a decrease of 3.73% from fiscal year 2009. Sales in the durable goods category, which were severely impacted during the recession, registered three consecutive yearly declines and recovered slightly in fiscal year 2010. Durable goods are mostly big ticket items such as appliances, furnishings, and automobiles.

TABLE B-17
Retail Trade In Connecticut^(a)
(In Millions)

NAICS		Percent of Fiscal Year		Percent of Fiscal Year		Percent of Fiscal Year		Percent of Fiscal Year		Percent of Fiscal Year		Average Percent Growth Fiscal Year 2006-2010
		Fiscal Year 2006	Fiscal Year 2006 Total	Fiscal Year 2007	Fiscal Year 2007 Total	Fiscal Year 2008	Fiscal Year 2008 Total	Fiscal Year 2009	Fiscal Year 2009 Total	Fiscal Year 2010	Fiscal Year 2010 Total	
441	Motor Vehicle and Parts Dealers	\$ 8,421	18.91%	\$ 8,602	18.53%	\$ 8,197	16.78%	\$ 6,475	14.25%	\$ 6,933	15.84%	(4.1)%
442	Furniture and Home Furnishings Stores	2,784	6.25	2,635	5.68	1,993	4.08	1,456	3.20	1,275	2.91	(17.3)
443	Electronics and Appliance Stores	1,646	3.70	1,627	3.50	1,686	3.45	1,595	3.51	1,450	3.31	(3.0)
444	Building Material and Garden Supply Stores	3,532	7.93	3,465	7.46	3,243	6.64	2,767	6.09	2,727	6.23	(6.1)
445	Food and Beverage Stores ^(b)	5,945	13.35	6,472	13.94	9,433	19.31	8,927	19.64	7,199	16.45	7.5
446	Health and Personal Care Stores	3,555	7.98	4,219	9.09	3,905	7.99	4,961	10.91	4,920	11.24	9.4
447	Gasoline Stations	3,050	6.85	3,073	6.62	3,403	6.97	2,868	6.31	2,974	6.80	(0.1)
448	Clothing and Clothing Accessories Stores	2,712	6.09	2,838	6.11	2,947	6.03	2,667	5.87	2,700	6.17	0.1
451	Sporting Goods, Hobby, Book and Music Stores	1,091	2.45	1,155	2.49	1,195	2.45	1,052	2.31	995	2.27	(2.0)
452	General Merchandise Stores	5,059	11.36	5,135	11.06	5,193	10.63	5,215	11.47	5,210	11.91	0.7
453	Miscellaneous Store Retailers	3,792	8.52	3,998	8.61	4,037	8.26	3,964	8.72	4,036	9.22	1.6
454	Nonstore Retailers	<u>2,933</u>	<u>6.59</u>	<u>3,209</u>	<u>6.91</u>	<u>3,616</u>	<u>7.40</u>	<u>3,508</u>	<u>7.72</u>	<u>3,338</u>	<u>7.63</u>	<u>3.6</u>
	Total^(a)	\$44,521	100.00%	\$46,428	100.00%	\$48,848	100.00%	\$45,455	100.00%	\$43,757	100.00%	
	Durables (NAICS 441, 442, 443, 444)	\$16,383	36.80%	\$16,329	35.17%	\$15,119	30.95%	\$12,293	27.04%	\$12,385	28.30%	(6.4)
	Non Durables (all other NAICS)	\$28,138	63.20%	\$30,099	64.83%	\$33,729	69.05%	\$33,162	72.96%	\$31,373	71.70%	3.0

(a) Totals may not agree with detail due to rounding.

(b) Please note that due to a discrepancy in reporting methodology, figures for Food and Beverage Stores from 2008-2010 filed by several large supermarkets appear inconsistent with past reporting practices and thus the above figures may not be reflective of actual trends.

SOURCE: Connecticut Department of Revenue Services

Unemployment Rates. The unemployment rate is the proportion of persons in the civilian labor force who do not have jobs but are actively looking for work. Unemployment rates tend to be high during economic slowdowns and low when the economy is expanding. The rate is widely utilized as a proxy for consumer confidence. In general, when the unemployment rate is high consumer spending is lower and vice versa.

After enjoying an extraordinary boom during the late 1990s, Connecticut, as well as the rest of the Northeast and the Nation, experienced an economic slowdown during the recession of the early 2000s. The unemployment rate in the State reached its low of 2.3% in 2000, compared to New England's average of 2.8% and the national average of 4.0%. After climbing to 5.5% in 2003, Connecticut's unemployment rate declined to 4.4% by 2006, but climbed to 8.2% in 2009. This current recession has seen Connecticut's average

unemployment rate rise to 9.0% for 2010, compared to the New England average of 8.7% and the national average of 9.6% for the same period.

The following table compares the unemployment rate averages of Connecticut, New England, and the United States between 2001 and 2010.

TABLE B-18
Unemployment Rate

<u>Year</u>	<u>Unemployment Rate</u>		
	<u>Connecticut</u>	<u>New England</u>	<u>United States</u>
2001	3.1	3.6	4.7
2002	4.4	4.8	5.8
2003	5.5	5.4	6.0
2004	4.9	4.9	5.5
2005	4.9	4.7	5.1
2006	4.4	4.5	4.6
2007	4.6	4.4	4.6
2008	5.6	5.4	5.8
2009	8.2	8.3	9.3
2010	9.0	8.7	9.6

SOURCE: Connecticut State Labor Department
Federal Reserve Bank of Boston
United States Department of Labor, Bureau of Labor Statistics

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STATE OF CONNECTICUT
OFFICE OF THE STATE COMPTROLLER
55 ELM STREET
HARTFORD, CONNECTICUT
06106-1775

Kevin Lembo
State Comptroller

Martha Carlson
Deputy Comptroller

January 28, 2011

The Honorable Denise L. Nappier
State Treasurer
55 Elm Street
Hartford, CT 06106

Dear Ms. Nappier

I have reviewed the accompanying general purpose financial statements of the State of Connecticut for the Fiscal Year ended June 30, 2010. The statements and the Independent Auditors' Report are incorporated within the Comprehensive Annual Report of the State of Connecticut, which is prepared by my office using the guidance of Generally Accepted Accounting Principles.

Sincerely,

A handwritten signature in cursive script that reads "Kevin Lembo".

Kevin Lembo
State Comptroller

STATE OF CONNECTICUT



AUDITORS OF PUBLIC ACCOUNTS

JOHN C. GERAGOSIAN

STATE CAPITOL
210 CAPITOL AVENUE
HARTFORD, CONNECTICUT 06106-1559

ROBERT M. WARD

INDEPENDENT AUDITORS' REPORT

Governor Dannel P. Malloy
Members of the General Assembly

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 Connecticut as of and for the year ended June 30, 2010, 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 of Connecticut's management. Our responsibility is to express opinions on these financial statements based on our audit. We did not audit:

Government-wide Financial Statements

- the financial statements of the Special Transportation Fund account within the Transportation Fund, the Transportation Special Tax Obligations account within the Debt Service Fund, and the Clean Energy Fund account within the Environmental Programs Fund, which in the aggregate, represent six percent of the assets and six percent of the revenues of the Governmental Activities;
- the financial statements of the John Dempsey Hospital account within the University of Connecticut and Health Center, the Connecticut State University, Connecticut Community-Technical Colleges, Bradley International Airport, Bradley International Airport Parking Facility, Connecticut Lottery Corporation, and the Federal accounts for the Clean Water Fund and Drinking Water Fund, which in the aggregate, represent 64 percent of the assets and 39 percent of the revenues of the Business Type Activities;
- the financial statements of the discretely presented component units;

Fund Financial Statements

- the financial statements of the Special Transportation Fund account, which represents 94 percent of the assets and 97 percent of the revenues of the Transportation Fund;
- the financial statements of the Transportation Special Tax Obligations account, which represents 100 percent of the assets and 100 percent of the revenues of the Debt Service Fund;
- the financial statements of the Clean Energy Fund account, which represents 57 percent of the assets and 75 percent of the revenues of the Environmental Programs Fund;
- the financial statements of the John Dempsey Hospital account within the University of Connecticut and Health Center, the Connecticut State University, the Connecticut

Community-Technical Colleges, Bradley International Airport, Bradley International Airport Parking Facility, the Connecticut Lottery Corporation, and the Federal accounts for the Clean Water Fund and Drinking Water Fund, which in the aggregate, represent 64 percent of the assets and 39 percent of the revenues of the Enterprise Funds;

Those financial statements were audited by other auditors whose reports thereon have been furnished to us, and our opinion, insofar as it relates to the amounts included for the aforementioned funds and accounts, is based on the reports of the other auditors. All of the aforementioned audits were conducted in accordance with auditing standards generally accepted in the United States of America. In addition, the audits of the Special Transportation Fund, Transportation Special Tax Obligations Fund, Drinking Water Fund, Clean Water Fund, Bradley International Airport, Bradley International Airport Parking Facility, Connecticut Development Authority, Capital City Economic Development Authority, Connecticut Lottery Corporation, Connecticut Resources Recovery Authority, Connecticut Health and Educational Facilities Authority, Connecticut Higher Education Supplemental Loan Authority, Connecticut Housing Finance Authority, and Connecticut Innovations Incorporated were conducted in accordance with standards applicable to financial audits contained in *Government Auditing Standards*, issued by the Comptroller General of the United States.

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. The audits of the John Dempsey Hospital, Connecticut State University, Connecticut Community-Technical Colleges and the University of Connecticut Foundation were not conducted in accordance with *Government Auditing Standards*. 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.

The State of Connecticut adopted the provisions of Governmental Accounting Standards Board ("GASB") Statement No. 45, *Accounting and Financial Reporting by Employers for Postemployment Benefits Other Than Pensions* (OPEB). This standard modifies the method that governments have reported the cost of providing such benefits, primarily retiree health care. It requires the systematic, accrual-basis measurement and recognition of OPEB cost (expense) over a period that approximates employees' years of service and the disclosure of information about the actuarial accrued liabilities associated with OPEB and whether and to what extent progress is being made in funding the plan. Our audit disclosed that the required actuarial valuation was not performed within the two year window permitted by GASB and the State of Connecticut did not present information pertaining to the Funded Status and Funding Progress, and Actuarial Methods and Assumptions for the State Employee OPEB Plan in Note 14 of the financial statements in compliance with GASB requirements.

In our opinion, except for the matter described in the preceding paragraph, based upon 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, for the State of Connecticut, as of June 30, 2010, and the respective budgetary comparison for the General Fund and the Transportation Fund, and the respective changes

in financial position and cash flows, where applicable, thereof for the year then ended in conformity with accounting principles generally accepted in the United States of America.

In accordance with *Government Auditing Standards*, we have also issued our report dated January 28, 2011, on our consideration of the State of Connecticut's internal control over financial reporting and on our tests of its compliance with certain provisions of laws, regulations, contracts and grant agreements and other matters. The purpose of that report is to describe the scope of our testing of internal control over financial reporting and compliance and the results of that testing, and not to provide an opinion on the internal control over financial reporting or on compliance. That report will be issued under separate cover in the State's Single Audit Report and is an integral part of an audit performed in accordance with *Government Auditing Standards* and should be considered in assessing the results of our audit.

The management's discussion and analysis on pages 15 through 25, and the schedules of funding progress for pension and other post-employment benefit plans and the schedules of employer contributions for pension and other post-employment benefit plans on pages 92 and 93, respectively, are not a required part of the basic financial statements but are supplementary information required by accounting principles generally accepted in the United States of America. We did not audit this information and do not express an opinion on it. However, we have applied certain limited procedures, which consisted principally of inquiries of management regarding the methods of measurement and presentation of the required supplementary information. As a result of such limited procedures, we found that the State of Connecticut has not presented data in the Schedule of Funding Progress and Schedule of Employer Contributions for the State Employee OPEB plan that accounting principles generally accepted in the United States of America have determined is necessary to supplement, although not required to be part of, the basic financial statements.

Our audit was conducted for the purpose of forming opinions on the financial statements that collectively comprise the State of Connecticut's basic financial statements. The introductory section, combining and individual nonmajor fund financial statements, and statistical tables are presented for purposes of additional analysis and are not a required part of the basic financial statements. The combining and individual nonmajor fund financial statements have been subjected to the auditing procedures applied in the audit of the basic financial statements and, in our opinion, are fairly stated, in all material respects in relation to the basic financial statements taken as a whole. The introductory section and statistical tables have not been subjected to the auditing procedures applied in the audit of the basic financial statements and, accordingly, we express no opinion on them.



John C. Geragosian
Auditor of Public Accounts



Robert M. Ward
Auditor of Public Accounts

January 28, 2011
State Capitol
Hartford, Connecticut

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MANAGEMENT'S DISCUSSION AND ANALYSIS (MDA)

The following discussion and analysis is intended to provide readers of the State's financial statements with a narrative overview and analysis of the financial activities of the State for the fiscal year ended June 30, 2010. The information provided here should be read in conjunction with additional information provided in the letter of transmittal and in the basic financial statements.

FINANCIAL HIGHLIGHTS

Government-wide:

As of June 30, 2010, the State had a combined net asset deficit of \$9.4 billion, an increase of \$3.4 billion when compared to the prior year ending deficit balance. This increase resulted mainly from an increase of \$3.2 billion in the net asset deficit of governmental activities.

Fund Level:

The governmental funds had a total fund balance of \$1.4 billion at year end. Of this amount, \$2.4 billion was reserved for various purposes, resulting in a total unreserved fund balance deficit of \$1.0 billion. The portion of the total unreserved fund balance deficit that pertains to the General Fund was a \$1.7 billion deficit. The General Fund had an actual budget surplus of \$0.4 billion this year.

The Enterprise funds had total net assets of \$4.3 billion, substantially all of which was invested in capital assets or restricted for various purposes.

Long-Term Debt:

Total long-term debt was \$26.1 billion for governmental activities, of which \$18.3 billion was bonded debt.

Total long-term debt was \$2.6 billion for business-type activities, of which \$1.5 billion was bonded debt.

OVERVIEW OF THE FINANCIAL STATEMENTS

This discussion and analysis is intended to serve as an introduction to the State's basic financial statements. The State's basic financial statements comprise 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 themselves.

Government-wide Financial Statements

The government-wide financial statements are designed to provide readers with a broad overview of the State's finances, in a manner similar to a private-sector business.

The statement of net assets presents information on all of the State's non-fiduciary assets and liabilities, with the difference between the two reported as net assets. Over time, increases or decreases in 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 State'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 the related cash flows. Thus, revenues and expenses are reported in this statement for some items that will result in cash flows in future fiscal periods (e.g., uncollected taxes and earned but unused vacation leave).

The government-wide financial statements are intended to distinguish functions of the State that are principally supported by taxes and intergovernmental revenues (governmental activities) from other

functions that are intended to recover all or a significant portion of their costs through user fees and charges (business-type activities). The governmental activities of the State include legislative, general government, regulation and protection, conservation and development, health and hospitals, transportation, human services, education, libraries, and museums, corrections, and judicial. The business-type activities of the State include the University of Connecticut and Health Center, State Universities, Bradley International Airport, Connecticut Lottery Corporation, Employment Security, and Clean Water, which are considered to be major funds, while the remaining business-type activities are combined into a single aggregate presentation.

The government-wide financial statements include not only the State itself (known as the primary government), but also the activities of eight legally separate Component Units for which the State is financially accountable: the Connecticut Housing Finance Authority, the Connecticut Health and Educational Facilities Authority, the Connecticut Development Authority, the Connecticut Higher Education Supplemental Loan Authority, the Connecticut Resources Recovery Authority, the Connecticut Innovations, Incorporated, the Capital City Economic Development Authority, and the University of Connecticut Foundation, Incorporated. Financial information for these Component Units is reported separately from the financial information presented for the primary government itself. Financial information of the individual component units can be found in the basic financial statements following the fund statements, and complete financial statements of the individual component units can be obtained from their respective administrative offices.

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. All of the funds of the State can be divided into three categories: governmental funds, proprietary funds, and fiduciary funds.

Governmental Funds

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

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

Information is presented separately in the governmental fund balance sheet and in the governmental fund statement of revenues, expenditures, and changes in fund balances for the General Fund, the Debt Service Fund, the Transportation Fund, and the Restricted Grants and Accounts Fund, all of which are considered to be major funds. Data from other governmental funds is combined into a single, aggregated presentation. Individual fund data for each of these nonmajor governmental funds is provided in the form of combining statements elsewhere in this report.

The State adopts a biennial budget for the General Fund, the Transportation Fund, and other Special Revenue funds. A budgetary comparison statement has been provided for the General Fund and the Transportation Fund to demonstrate compliance with the current fiscal year budgets.

Proprietary Funds

Proprietary funds (Enterprise funds and Internal Service funds) are used to show activities that operate more like those of commercial enterprises. Enterprise funds charge fees for services provided to outside customers. They are used to report the same functions presented as business-type activities in the government-wide financial statements. Internal Service funds are an accounting device used to accumulate and allocate costs internally among the State's various functions. The State uses Internal Service funds to account for correction industries, information technology, and administrative services. Because these services predominately benefit governmental rather than business-type functions, they have been included within governmental activities in the government-wide financial statements.

Fiduciary Funds

Fiduciary funds are used to account for resources held by the State in a trustee or agency capacity for others. Fiduciary funds are not included in the government-wide financial statements because the resources of those funds are not available to support the State's own programs. The accounting used for fiduciary funds is much like that used for proprietary funds.

Notes to the Financial Statements

The notes to the financial statements provide additional information that is essential to a full understanding of the data provided in the government-wide and fund financial statements.

Required Supplementary Information

The basic financial statements are followed by a section of required supplementary information that further explains and supports the information in the financial statements. The required supplementary information includes information regarding the State's progress on funding its obligation to provide pension and other postemployment benefits to its employees.

Other Information

In addition to the basic financial statements and accompanying notes, this report also contains the following information.

- Combining Fund Statements and Schedules – Nonmajor funds
- Statistical Section

FINANCIAL ANALYSIS OF THE GOVERNMENT AS A WHOLE

NET ASSETS

As noted earlier, net assets may serve over time as a useful indicator of the State's financial position. During the current fiscal year, the combined net asset deficit of the State increased 58 percent to \$9.4 billion. In comparison, last year the combined net asset deficit increased 121 percent.

**State Of Connecticut's Net Assets
(Expressed in Millions)**

	Governmental Activities		Business-Type Activities		Total Primary Government	
	2010	2009*	2010	2009	2010	2009*
ASSETS:						
Current and Other Assets	\$ 4,568	\$ 4,274	\$ 4,051	\$ 3,861	\$ 8,619	\$ 8,135
Capital Assets	<u>10,570</u>	<u>10,194</u>	<u>3,382</u>	<u>3,352</u>	<u>13,952</u>	<u>13,546</u>
Total Assets	<u>15,138</u>	<u>14,468</u>	<u>7,433</u>	<u>7,213</u>	<u>22,571</u>	<u>21,681</u>
LIABILITIES:						
Current Liabilities	4,417	3,346	792	733	5,209	4,079
Long-term Liabilities	<u>24,394</u>	<u>21,572</u>	<u>2,356</u>	<u>1,976</u>	<u>26,750</u>	<u>23,548</u>
Total Liabilities	<u>28,811</u>	<u>24,918</u>	<u>3,148</u>	<u>2,709</u>	<u>31,959</u>	<u>27,627</u>
NET ASSETS:						
Invested in Capital Assets, Net of Related Debt	4,910	4,619	2,671	2,612	7,581	7,231
Restricted	1,778	1,618	1,264	1,470	3,042	3,088
Unrestricted	<u>(20,361)</u>	<u>(16,687)</u>	<u>350</u>	<u>422</u>	<u>(20,011)</u>	<u>(16,265)</u>
Total Net Assets (Deficit)	<u>\$ (13,673)</u>	<u>\$ (10,450)</u>	<u>\$ 4,285</u>	<u>\$ 4,504</u>	<u>\$ (9,388)</u>	<u>\$ (5,946)</u>

* Restated for comparative purposes. See Note 23.

The net asset deficit of the State's governmental activities increased \$3.2 billion (30.8 percent) to \$13.7 billion during the current fiscal year. Of this amount, \$6.7 billion was invested in capital assets (buildings, roads, bridges, etc.) or was restricted for various purposes, resulting in an unrestricted net asset deficit of \$20.4 billion. This deficit is the result of having long-term obligations that are greater than currently available resources. Specifically, the State has recorded the following outstanding long-term obligations which contributed to the deficit; a) general obligation bonds in the amount of \$7.5 billion which were issued to finance various municipal grant programs (e.g., school construction) and a contribution to a pension trust fund, and b) other long-term obligations in the amount of \$7.8 billion (e.g., net pension obligation and compensated absences).

Net assets of the State's business-type activities decreased \$0.2 billion (4.9 percent) to \$4.3 billion during the current fiscal year. Of this amount, \$3.9 billion was invested in capital assets or was restricted for various purposes, resulting in unrestricted net assets of \$0.4 billion. These resources cannot be used to make up for the net asset deficit of the State's governmental activities. The State can only use these net assets to finance the ongoing operations of its Enterprise funds (such as the University of Connecticut and Health Center, Bradley International Airport, and others).

CHANGE IN NET ASSETS

Changes in net assets for the years ended June 30, 2010 and 2009 were as follows:

**State of Connecticut's Changes in Net Assets
(Expressed in Millions)**

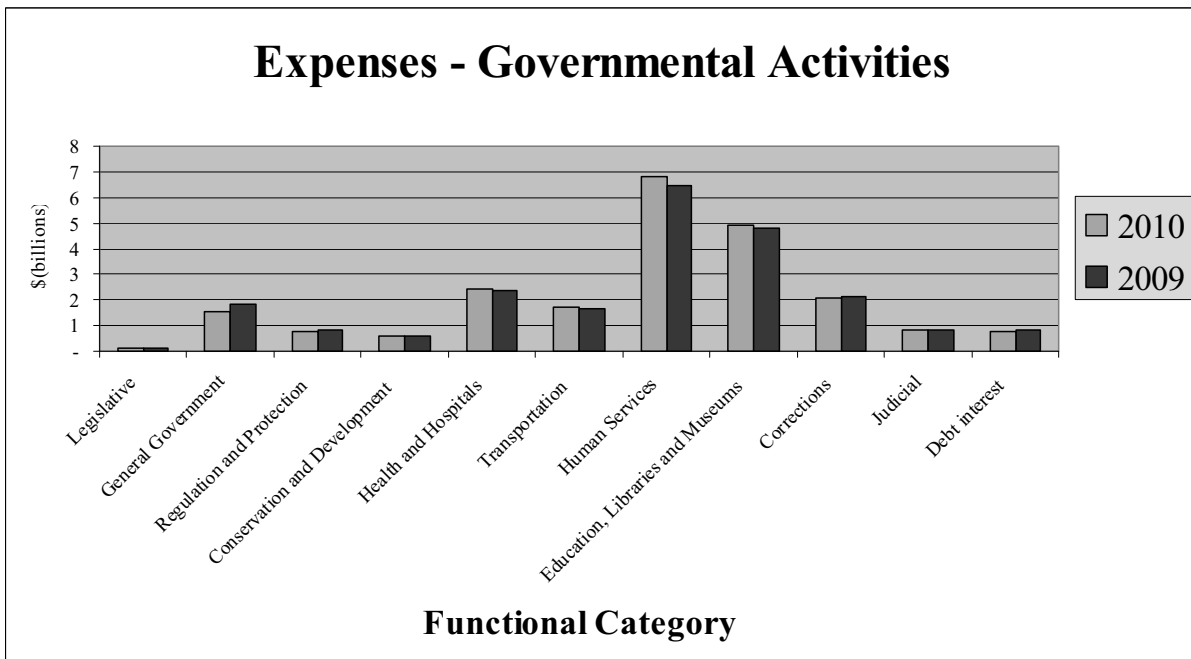
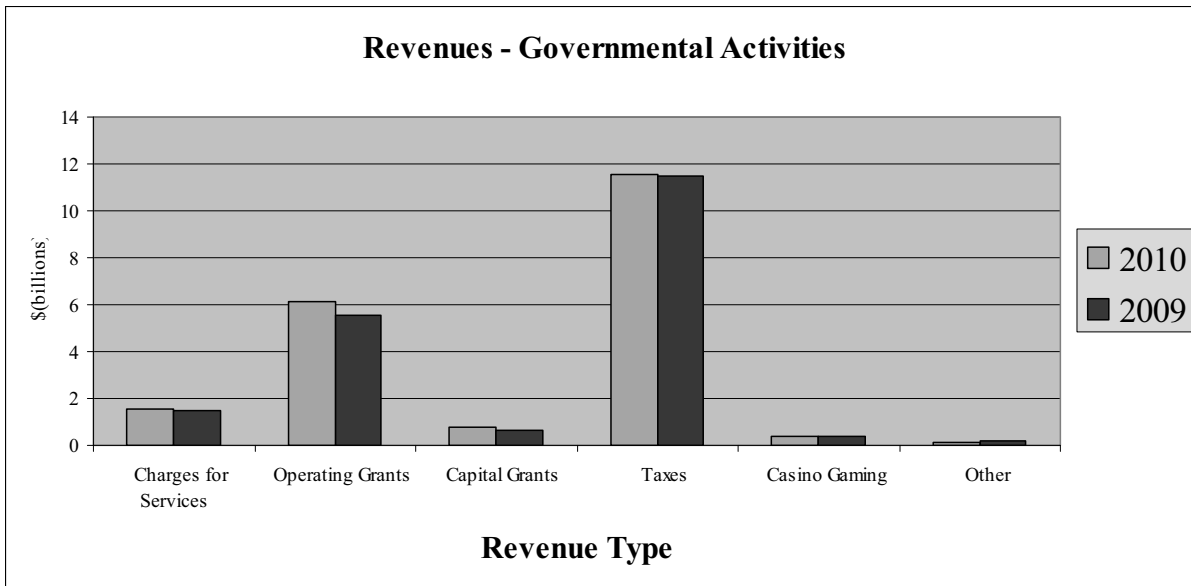
	Governmental Activities		Business-Type Activities		Total		%change 10-09
	2010	2009*	2010	2009	2010	2009*	
REVENUES							
Program Revenues							
Charges for Services	\$ 1,522	\$ 1,490	\$ 3,223	\$ 3,108	\$ 4,745	\$ 4,598	3.2%
Operating Grants and Contributions	6,113	5,553	1,885	907	7,998	6,460	23.8%
Capital Grants and Contributions	766	646	18	64	784	710	10.4%
General Revenues							
Taxes	11,550	11,491	-	-	11,550	11,491	0.5%
Casino Gaming Payments	384	378	-	-	384	378	1.6%
Other	156	197	40	76	196	273	-28.2%
Total Revenues	20,491	19,755	5,166	4,155	25,657	23,910	7.3%
EXPENSES							
Legislative	106	106	-	-	106	106	0.0%
General Government	1,566	1,816	-	-	1,566	1,816	-13.8%
Regulation and Protection	796	801	-	-	796	801	-0.6%
Conservation and Development	566	585	-	-	566	585	-3.2%
Health and Hospitals	2,443	2,376	-	-	2,443	2,376	2.8%
Transportation	1,741	1,640	-	-	1,741	1,640	6.2%
Human Services	6,830	6,483	-	-	6,830	6,483	5.4%
Education, Libraries and							
Museums	4,921	4,790	-	-	4,921	4,790	2.7%
Corrections	2,083	2,156	-	-	2,083	2,156	-3.4%
Judicial	828	827	-	-	828	827	0.1%
Interest and Fiscal Charges	793	810	-	-	793	810	-2.1%
University of Connecticut &							
Health Center	-	-	1,703	1,725	1,703	1,725	-1.3%
State Universities	-	-	650	639	650	639	1.7%
Bradley International Airport	-	-	69	68	69	68	1.5%
CT Lottery Corporation	-	-	723	723	723	723	0.0%
Employment Security	-	-	2,701	1,574	2,701	1,574	71.6%
Clean Water	-	-	53	31	53	31	71.0%
Other	-	-	527	512	527	512	2.9%
Total Expenses	22,673	22,390	6,426	5,272	29,099	27,662	5.2%
Excess (Deficiency)							
Before Transfers and Special Items	(2,182)	(2,635)	(1,260)	(1,117)	(3,442)	(3,752)	-8.3%
Special Items	21	13	(21)	85	-	-	0.0%
Transfers	(1,062)	(873)	1,062	873	-	-	0.0%
Increase (Decrease) in Net Assets	(3,223)	(3,495)	(219)	(159)	(3,442)	(3,654)	-5.8%
Net Assets (Deficit) -							
Beginning (as restated)	(10,450)	(6,955)	4,504	4,663	(5,946)	(2,292)	159.4%
Net Assets (Deficit) - Ending	\$ (13,673)	\$ (10,450)	\$ 4,285	\$ 4,504	\$ (9,388)	\$ (5,946)	57.9%

Restated for comparative purposes. See note 23.

Special Items are significant transactions or other activity within management's control that are either unusual in nature or infrequent in occurrence.

GOVERNMENTAL ACTIVITIES

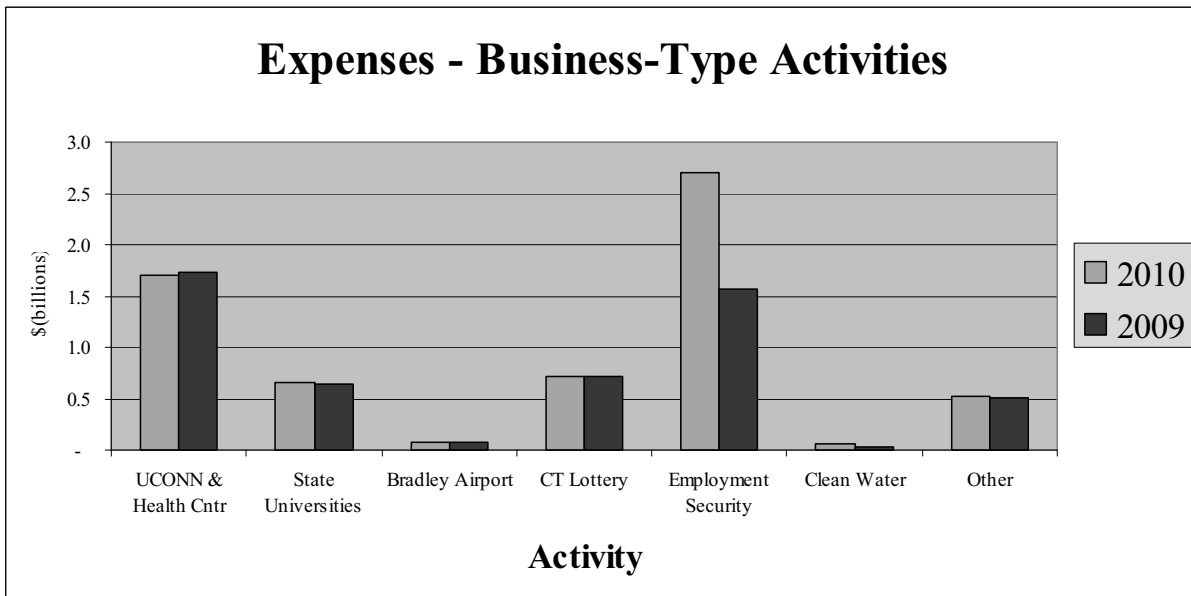
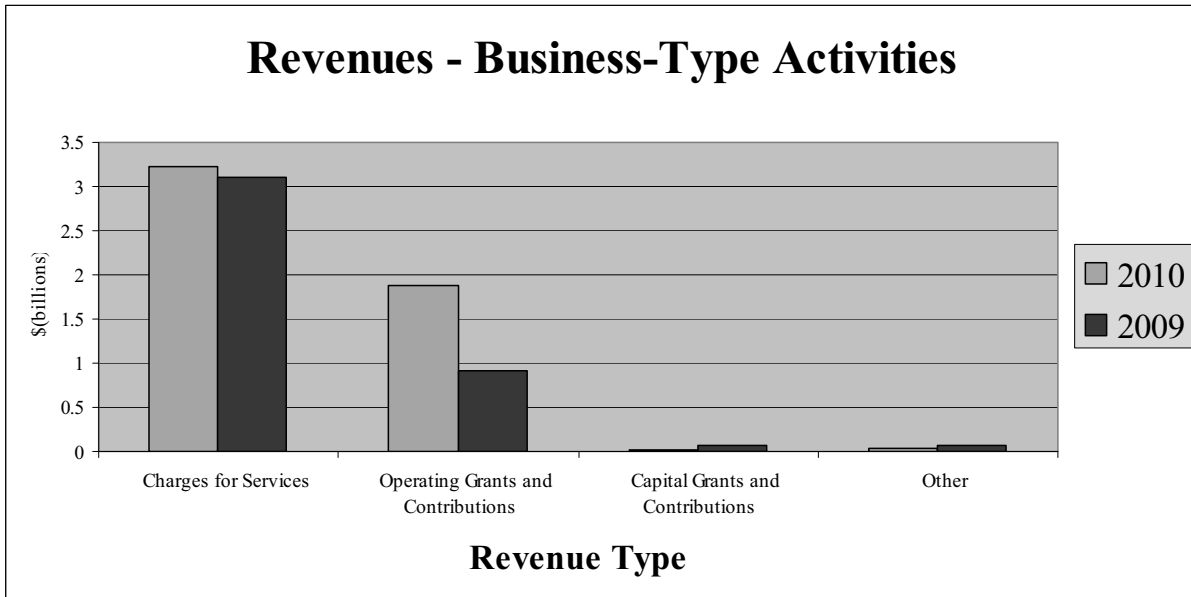
The following charts provide a two year comparison of governmental activities revenues and expenses.



During the year, total revenues of governmental activities increased 3.7 percent to \$20.5 billion, while total expenses increased 1.3 percent to \$22.7 billion. In comparison, last year total revenues and expenses increased 0.1 percent and 2.4 percent, respectively. The increase in total revenues was due mainly to an increase in operating grants and contributions of \$0.6 billion or 10.1 percent. Although, total expenses exceeded total revenues by \$2.2 billion, this excess was increased by transfers and special items of \$1.0 billion, resulting in a decrease in net assets of \$3.2 billion.

BUSINESS-TYPE ACTIVITIES

The following charts provide a two year comparison of business-type activities revenues and expenses.



During the year, total revenues of business-type increased 24.3 percent to \$5.2 billion, while total expenses increased 21.9 percent to \$6.4 billion. In comparison, last year total revenues and expenses increased 19.5 percent and 26.4 percent, respectively. The increase in total revenues was due mainly to an increase in operating grants and contributions of \$1.0 billion or 107.8 percent. The increase in total expenses was due mainly to an increase in Employment Security expenses of \$1.1 billion or 71.6 percent. Although, total expenses exceeded total revenues by \$1.2 billion, this excess was reduced by transfers of \$1.0 billion, resulting in a decrease in net assets of \$0.2 billion.

FINANCIAL ANALYSIS OF THE STATE'S FUNDS

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 serves as a useful measure of the State's net resources available for spending at the end of the fiscal year.

As of June 30, 2010, the State's governmental funds had fund balances of \$1.4 billion, remaining unchanged when compared to the prior year ending fund balances. Of the total governmental fund balances, \$2.4 billion represents reserved fund balance, meaning that this portion is not available for the new spending because it has already been committed for specific purposes. The remainder of fund balance is an unreserved deficit fund balance of \$1.0 billion.

General Fund

The General Fund is the chief operating fund of the State. As of June 30, 2010, the General Fund had a fund balance deficit of \$1.0 billion. Of this amount, \$0.7 billion was reserved for various purposes, leaving a deficit of \$1.7 billion in unreserved fund balance. Fund balance decreased by \$0.2 billion during the current fiscal year.

Debt Service Fund

As of June 30, 2010, the Debt Service Fund had a fund balance of \$688 million, all of which was reserved. Fund balance increased by \$8 million during the current fiscal year.

Transportation Fund

As of June 30, 2010, the Transportation Fund had a fund balance of \$164 million. Of this amount, \$70 million was reserved for various purposes, leaving \$94 million in unreserved fund balance. Fund balance increased by \$9 million during the current fiscal year.

Restricted Grants and Accounts Fund

As of June 30, 2010, the Restricted Grants and Accounts Fund had a fund balance of \$621 million, all of which was reserved. Fund balance increased by \$43 million during the fiscal year.

Proprietary Funds

The State's Proprietary funds provide the same type of information found in the government-wide financial statements, but in more detail. Accordingly, a discussion of the financial activities of the Proprietary funds has been provided in that section.

Fiduciary Funds

The State maintains Fiduciary funds for the assets of Pension and Other Employee Benefit Trust funds, an Investment Trust fund, and a Private-Purpose Trust fund. As of June 30, 2010, the net assets of the State's Fiduciary funds totaled \$22.8 billion, an increase of \$1.2 billion when compared to the prior year ending net asset balance.

Budgetary Highlights-General Fund

The General Fund had an estimated budget surplus of \$2 million at the start of the fiscal year. Although the State's economy started to improve slowly during the fiscal year, the estimated budget surplus turned into a budget deficit of \$515 million by the second quarter of the fiscal year. However, due to deficit reduction measures adopted by the State legislature, the Fund ended with an estimated budget surplus of \$397 million by the end of the fiscal year.

Although actual fund revenues exceeded expenditures by \$481 million, this excess was reduced by other financing uses of \$31 million, resulting in an actual budget surplus of \$450 million for the fiscal year.

Actual revenues were higher than originally budgeted by \$316 million for the fiscal year. This positive revenue variance resulted mainly from a positive transfer revenue variance of \$283 million.

Final budgeted appropriations were almost the same as originally budgeted for the fiscal year.

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, 2010 totaled \$14.0 billion (net of accumulated depreciation). This investment in capital assets includes land, buildings, improvements other than buildings, equipment, infrastructure, and construction in progress. The net increase in the State's investment in capital assets for the fiscal year was \$0.4 billion, due mainly to a 3.7 percent increase in governmental activities' capital assets.

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

- Additions to buildings and infrastructure of \$0.6 billion
- Depreciation expense of \$0.9 billion

The following table is a two year comparison of the investment in capital assets presented for both governmental and business-type activities:

State of Connecticut's Capital Assets (Net of Depreciation, in Millions)

	Governmental Activities		Business-Type Activities		Total Primary Government	
	2010	2009*	2010	2009	2010	2009*
Land	\$ 1,562	\$ 1,394	\$ 60	\$ 60	\$ 1,622	\$ 1,454
Buildings	1,453	1,209	2,530	2,493	3,983	3,702
Improvements Other than Buildings	201	222	254	252	455	474
Equipment	44	209	344	354	388	563
Infrastructure	5,591	5,809	-	-	5,591	5,809
Construction in Progress	1,719	1,353	194	193	1,913	1,546
Total	<u>\$ 10,570</u>	<u>\$ 10,194</u>	<u>\$ 3,382</u>	<u>\$ 3,352</u>	<u>\$ 13,952</u>	<u>\$ 13,546</u>

* Restated for comparative purposes. See Note 23.

Additional information on the State's capital assets can be found in Note 10 of this report.

**Long-Term Debt
Bonded Debt**

At the end of the current fiscal year, the State had total bonded debt of \$18.3 billion. Pursuant to various public and special acts, the State has authorized the issuance of the following types of debt: general obligation debt (payable from the General Fund), special tax obligation debt (payable from the Debt Service Fund), and revenue debt (payable from specific revenues of the Enterprise funds).

The following table is a two year comparison of bonded debt presented for both governmental and business-type activities:

State of Connecticut's Bonded Debt (in millions)

	Governmental Activities		Business-Type Activities		Total Primary Government	
	2010	2009	2010	2009	2010	2009
	General Obligation Bonds	\$ 13,593	\$ 13,444	\$ -	\$ -	\$ 13,593
Transportation Related Bonds	3,030	2,817	-	-	3,030	2,817
Revenue Bonds	-	-	1,498	1,602	1,498	1,602
Long-Term Notes	1,144	228	-	-	1,144	228.00
Premiums and deferred amounts	527	420	41	32	568	452
Total	\$ 18,294	\$ 16,909	\$ 1,539	\$ 1,634	\$ 19,833	\$ 18,543

The State's total bonded debt increased by \$1.3 billion (7.0 percent) during the current fiscal year. This increase resulted mainly from an increase in long-term notes of \$0.9 billion.

The State's General Obligation Bonds are rated Aa2, AA, and AA by Moody's Investor Service, Standard and Poor's Corporation, and Fitch Ratings, respectively. Special Tax Obligation Bonds are rated Aa3, AA, AA by Moody's Investor Service, Standard and Poor's Corporation, and Fitch Ratings, respectively.

Section 3-21 of the Connecticut General Statutes provides that the total amount of bonds, notes or other evidences of indebtedness payable from General Fund tax receipts authorized by the General Assembly but have not been issued and the total amount of such indebtedness which has been issued and remains outstanding shall not exceed 1.6 times the total estimated General Fund tax receipts of the State for the current fiscal year. In computing the indebtedness at any time, revenue anticipation notes, refunded indebtedness, bond anticipation notes, tax increment financing, budget deficit bonding, revenue bonding, balances in debt retirement funds and other indebtedness pursuant to certain provisions of the General Statutes shall be excluded from the calculation. As of February 2010, the State had a debt incurring margin of \$2.4 billion.

Other Long-Term Debt

State of Connecticut's Other Long - Term Debt (in Millions)

	Governmental Activities		Business-Type Activities		Total Primary Government	
	2010	2009	2010	2009	2010	2009
	Net Pension Obligation	\$ 2,262	\$ 2,021	\$ -	\$ -	\$ 2,262
Net OPEB Obligation	4,441	2,543	-	-	4,441	2,543
Compensated Absences	523	503	147	135	670	638
Workers Compensation	461	460	-	-	461	460
Lottery Prizes	-	-	181	204	181	204
Federal Loan Payable	-	-	499	-	499	-
Other	130	91	194	186	324	277
Total	\$ 7,817	\$ 5,618	\$ 1,021	\$ 525	\$ 8,838	\$ 6,143

The State's other long-term obligations increased by \$2.7 billion (43.9 percent) during the fiscal year. This increase was due mainly to an increase in the Net OPEB Obligation of \$1.9 billion (Governmental activities) and an increase in Federal loan payable of \$0.5 billion (Business-Type activities).

Additional information on the State's long-term debt can be found in Notes 17 and 18 of this report.

Economic Factors and Next Year's Budget

During the fiscal year, the State's economy improved while still in recession. The State lost 1,600 payroll jobs over the fiscal year, bringing the unemployment rate to 8.8 percent. New home permits and new auto registrations increased 28.3 percent and 2.4 percent over the fiscal year, respectively. Net business formation increased by 999 businesses as new business starts declined by 2.4 percent while business terminations decreased 19.3 percent over the fiscal year. Personal income increased 2.4 percent to \$199.4 billion for the fiscal year. Nationally, the economy showed signs of improvement by growing 2.0 percent in the third quarter of 2010, which is quite modest but it has exhibited an upward trend since June 2009 when the national recovery began. However, the unemployment rate held steady at 9.5 percent by the end of the third quarter of the year.

For fiscal year 2011, the budget for the General Fund was estimated to be in balance at the start of the fiscal year. Budgeted revenues were expected to increase 1.7 percent to \$17.7 billion, while budgeted appropriations were expected to increase 1.7 percent to \$17.7 billion. Because the economy continued to improve slowly during the fiscal year, the Fund's budget remained in balance as of the end of the first half of the fiscal year.

CONTACTING THE STATE'S OFFICES OF FINANCIAL MANAGEMENT

This financial report is designed to provide our citizens, taxpayers, customers, investors, and creditors with a general overview of the State's finances and to demonstrate the State's accountability for the money it receives. If you have any questions about this report, please contact the State Comptroller's Office at 1-860-702-3350.

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*Basic
Financial
Statements*

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Connecticut

Statement of Net Assets

June 30, 2010

(Expressed in Thousands)

	Primary Government			Component Units
	Governmental Activities	Business-Type Activities	Total	
Assets				
Current Assets:				
Cash and Cash Equivalents	\$ 631,340	\$ 750,398	\$ 1,381,738	\$ 160,413
Deposits with U.S. Treasury	-	204,190	204,190	-
Investments	790,103	49,553	839,656	314,731
Receivables, (Net of Allowances)	2,274,050	820,558	3,094,608	49,199
Due from Primary Government	-	-	-	13,019
Inventories	46,051	12,918	58,969	3,970
Restricted Assets	-	159,338	159,338	1,584,803
Internal Balances	(267,814)	267,814	-	-
Other Current Assets	24,303	16,187	40,490	4,622
Total Current Assets	<u>3,498,033</u>	<u>2,280,956</u>	<u>5,778,989</u>	<u>2,130,757</u>
Noncurrent Assets:				
Cash and Cash Equivalents	-	346,352	346,352	-
Due From Component Units	14,967	-	14,967	-
Investments	-	212,043	212,043	39,232
Receivables, (Net of Allowances)	253,757	620,007	873,764	174,467
Restricted Assets	691,201	542,449	1,233,650	4,339,732
Capital Assets, (Net of Accumulated Depreciation)	10,569,852	3,381,524	13,951,376	428,653
Other Noncurrent Assets	109,914	50,020	159,934	13,036
Total Noncurrent Assets	<u>11,639,691</u>	<u>5,152,395</u>	<u>16,792,086</u>	<u>4,995,120</u>
Total Assets	<u>15,137,724</u>	<u>7,433,351</u>	<u>22,571,075</u>	<u>7,125,877</u>
Liabilities				
Current Liabilities:				
Accounts Payable and Accrued Liabilities	811,819	291,798	1,103,617	64,377
Notes Payable	353,085	-	353,085	-
Due to Component Units	13,019	-	13,019	-
Due to Other Governments	125,961	918	126,879	-
Current Portion of Long-Term Obligations	1,716,298	203,846	1,920,144	188,879
Amount Held for Institutions	-	-	-	451,766
Deferred Revenue	14,700	225,504	240,204	-
Medicaid Liability	573,031	-	573,031	-
Liability for Escheated Property	532,762	-	532,762	-
Other Current Liabilities	275,870	70,386	346,256	28,274
Total Current Liabilities	<u>4,416,545</u>	<u>792,452</u>	<u>5,208,997</u>	<u>733,296</u>
Noncurrent Liabilities:				
Non-Current Portion of Long-Term Obligations	24,394,224	2,356,256	26,750,480	4,594,213
Total Noncurrent Liabilities	<u>24,394,224</u>	<u>2,356,256</u>	<u>26,750,480</u>	<u>4,594,213</u>
Total Liabilities	<u>28,810,769</u>	<u>3,148,708</u>	<u>31,959,477</u>	<u>5,327,509</u>
Net Assets				
Invested in Capital Assets, Net of Related Debt	4,910,178	2,671,350	7,581,528	286,142
Restricted For:				
Transportation	82,539	-	82,539	-
Debt Service	643,418	38,488	681,906	5,559
Federal Grants and Other Accounts	632,284	-	632,284	-
Capital Projects	227,823	211,913	439,736	-
Clean Water and Drinking Water Projects	-	729,588	729,588	-
Bond Indenture Requirements	-	2,120	2,120	877,749
Loans	-	5,808	5,808	-
Permanent Investments or Endowments:				
Expendable	2,190	-	2,190	79,812
Nonexpendable	93,193	12,017	105,210	258,498
Other Purposes	96,333	263,166	359,499	58,200
Unrestricted (Deficit)	(20,361,003)	350,193	(20,010,810)	232,408
Total Net Assets (Deficit)	<u>\$ (13,673,045)</u>	<u>\$ 4,284,643</u>	<u>\$ (9,388,402)</u>	<u>\$ 1,798,368</u>

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

Statement of Activities

For The Fiscal Year Ended June 30, 2010

(Expressed in Thousands)

<u>Functions/Programs</u>	Program Revenues			
	<u>Expenses</u>	Charges for Services, Fees, Fines , and Other	Operating Grants and Contributions	Capital Grants and Contributions
Primary Government				
Governmental Activities:				
Legislative	\$ 105,870	\$ 2,782	\$ 30	\$ -
General Government	1,565,653	515,852	41,717	-
Regulation and Protection	796,124	599,743	185,083	-
Conservation and Development	565,836	138,250	97,709	-
Health and Hospitals	2,443,119	65,592	189,708	-
Transportation	1,742,009	37,037	-	765,837
Human Services	6,829,916	25,075	4,586,457	-
Education, Libraries, and Museums	4,920,983	13,002	881,162	-
Corrections	2,082,743	6,596	122,951	-
Judicial	828,128	118,446	8,269	-
Interest and Fiscal Charges	792,950	-	-	-
Total Governmental Activities	22,673,331	1,522,375	6,113,086	765,837
Business-Type Activities:				
University of Connecticut & Health Center	1,703,104	921,293	210,998	2,396
State Universities	649,630	352,525	60,494	4,990
Bradley International Airport	69,471	55,303	-	10,150
Connecticut Lottery Corporation	723,572	997,023	-	-
Employment Security	2,700,797	718,128	1,480,063	-
Clean Water	52,761	21,782	25,975	-
Other	526,974	157,094	107,585	-
Total Business-Type Activities	6,426,309	3,223,148	1,885,115	17,536
Total Primary Government	\$ 29,099,640	\$ 4,745,523	\$ 7,998,201	\$ 783,373
Component Units				
Connecticut Housing Finance Authority (12-31-09)	\$ 238,891	\$ 179,067	\$ -	\$ -
Connecticut Health and Educational Facilities Authority	3,968	6,337	-	-
Other	251,036	189,719	6,185	1,309
Total Component Units	\$ 493,895	\$ 375,123	\$ 6,185	\$ 1,309
General Revenues:				
Taxes:				
Personal Income				
Corporate Income				
Sales and Use				
Other				
Restricted for Transportation Purposes:				
Motor Fuel				
Other				
Casino Gaming Payments				
Tobacco Settlement				
Unrestricted Investment Earnings				
Contributions to Endowments				
Special Item-Deficit Reduction Transfers				
Transfers-Internal Activities				
Total General Revenues, Contributions, Special Item, and Transfers				
Change in Net Assets				
Net Assets (Deficit)- Beginning (as restated)				
Net Assets (Deficit)- Ending				

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

Connecticut

Net (Expense) Revenue and Changes in Net Assets

Primary Government				Component Units
Governmental Activities	Business-Type Activities	Total	Total	
\$ (103,058)	\$ -	\$ (103,058)	\$ -	-
(1,008,084)	-	(1,008,084)	-	-
(11,298)	-	(11,298)	-	-
(329,877)	-	(329,877)	-	-
(2,187,819)	-	(2,187,819)	-	-
(939,135)	-	(939,135)	-	-
(2,218,384)	-	(2,218,384)	-	-
(4,026,819)	-	(4,026,819)	-	-
(1,953,196)	-	(1,953,196)	-	-
(701,413)	-	(701,413)	-	-
(792,950)	-	(792,950)	-	-
<u>(14,272,033)</u>	<u>-</u>	<u>(14,272,033)</u>	<u>-</u>	<u>-</u>
-	(568,417)	(568,417)	-	-
-	(231,621)	(231,621)	-	-
-	(4,018)	(4,018)	-	-
-	273,451	273,451	-	-
-	(502,606)	(502,606)	-	-
-	(5,004)	(5,004)	-	-
-	(262,295)	(262,295)	-	-
-	(1,300,510)	(1,300,510)	-	-
<u>(14,272,033)</u>	<u>(1,300,510)</u>	<u>(15,572,543)</u>	<u>-</u>	<u>-</u>
-	-	-	-	(59,824)
-	-	-	-	2,369
-	-	-	-	<u>(53,823)</u>
-	-	-	-	<u>(111,278)</u>
5,773,609	-	5,773,609	-	-
465,980	-	465,980	-	-
3,150,203	-	3,150,203	-	-
1,455,628	-	1,455,628	-	-
494,222	-	494,222	-	-
209,684	-	209,684	-	-
384,248	-	384,248	-	-
128,977	-	128,977	-	-
27,681	40,339	68,020	77,234	-
-	-	-	-	27,581
21,000	(21,000)	-	-	-
<u>(1,061,862)</u>	<u>1,061,862</u>	<u>-</u>	<u>-</u>	<u>-</u>
<u>11,049,370</u>	<u>1,081,201</u>	<u>12,130,571</u>	<u>104,815</u>	<u>104,815</u>
<u>(3,222,663)</u>	<u>(219,309)</u>	<u>(3,441,972)</u>	<u>(6,463)</u>	<u>(6,463)</u>
<u>(10,450,382)</u>	<u>4,503,952</u>	<u>(5,946,430)</u>	<u>1,804,831</u>	<u>1,804,831</u>
<u>\$ (13,673,045)</u>	<u>\$ 4,284,643</u>	<u>\$ (9,388,402)</u>	<u>\$ 1,798,368</u>	<u>\$ 1,798,368</u>

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Governmental Fund Financial Statements

Major Funds

General Fund:

This fund is the State's general operating fund. It accounts for the financial resources and transactions not accounted for in other funds.

Debt Service Fund:

This fund is used to account for the accumulation of resources for and the payment of, principal and interest on special tax obligation bonds of the Transportation fund.

Transportation Fund:

to account for motor vehicle taxes, receipts and transportation related federal revenues collected for the purposes of payment of debt service requirements and budgeted appropriations made to the Department of Transportation. The Department of Transportation is responsible for all aspects of the planning, development, maintenance, and improvement of transportation in the state.

Restricted Grants and Accounts Fund:

This fund is used to account for resources which are restricted by Federal and other providers to be spent for specific purposes.

Balance Sheet
Governmental Funds

June 30, 2010

(Expressed in Thousands)

	<u>General</u>	<u>Debt Service</u>	<u>Transportation</u>	<u>Restricted Grants & Accounts</u>	<u>Other Funds</u>	<u>Total Governmental Funds</u>
Assets						
Cash and Cash Equivalents	\$ -	\$ -	\$ 114,139	\$ -	\$ 508,910	\$ 623,049
Investments	689,020	-	-	-	101,083	790,103
Securities Lending Collateral	-	-	-	-	22,038	22,038
Receivables:						
Taxes, Net of Allowances	979,216	-	43,091	-	-	1,022,307
Accounts, Net of Allowances	220,942	-	11,745	9,336	16,688	258,711
Loans, Net of Allowances	-	-	-	-	253,757	253,757
From Other Governments	651,566	-	-	307,330	12,656	971,552
Interest	-	1,288	49	-	-	1,337
Due from Other Funds	24,761	-	1,288	514,735	734,730	1,275,514
Due from Component Units	14,967	-	-	-	-	14,967
Inventories	13,916	-	28,189	-	-	42,105
Restricted Assets	-	687,752	-	-	3,449	691,201
Other Assets	-	-	-	-	346	346
Total Assets	<u>\$ 2,594,388</u>	<u>\$ 689,040</u>	<u>\$ 198,501</u>	<u>\$ 831,401</u>	<u>\$ 1,653,657</u>	<u>\$ 5,966,987</u>
Liabilities and Fund Balances						
Liabilities						
Accounts Payable and Accrued Liabilities	\$ 372,290	\$ -	\$ 29,143	\$ 167,632	\$ 74,140	\$ 643,205
Notes Payable	-	-	-	-	353,085	353,085
Due to Other Funds	1,224,303	1,288	-	3,245	233,761	1,462,597
Due to Component Units	-	-	-	355	12,664	13,019
Due to Other Governments	124,488	-	-	1,473	-	125,961
Deferred Revenue	496,504	-	5,118	37,744	27,152	566,518
Medicaid Liability	573,031	-	-	-	-	573,031
Liability For Escheated Property	532,762	-	-	-	-	532,762
Securities Lending Obligation	-	-	-	-	22,038	22,038
Other Liabilities	253,832	-	-	-	-	253,832
Total Liabilities	<u>3,577,210</u>	<u>1,288</u>	<u>34,261</u>	<u>210,449</u>	<u>722,840</u>	<u>4,546,048</u>
Fund Balances						
Reserved For:						
Petty Cash	838	-	-	-	-	838
Inventories	13,916	-	28,189	-	-	42,105
Loans	14,967	-	-	-	253,757	268,724
Continuing Appropriations	113,285	-	41,977	-	115	155,377
Debt Service	-	687,752	-	-	-	687,752
Restricted Purposes	-	-	-	620,952	95,383	716,335
Surplus Transfer to FY 11	449,869	-	-	-	-	449,869
Budget Reserve Fund	103,274	-	-	-	-	103,274
Unreserved Reported In:						
General Fund	(1,678,971)	-	-	-	-	(1,678,971)
Transportation Fund	-	-	94,074	-	-	94,074
Special Revenue Funds	-	-	-	-	352,525	352,525
Capital Project Funds	-	-	-	-	229,037	229,037
Total Fund Balances	<u>(982,822)</u>	<u>687,752</u>	<u>164,240</u>	<u>620,952</u>	<u>930,817</u>	<u>1,420,939</u>
Total Liabilities and Fund Balances	<u>\$ 2,594,388</u>	<u>\$ 689,040</u>	<u>\$ 198,501</u>	<u>\$ 831,401</u>	<u>\$ 1,653,657</u>	<u>\$ 5,966,987</u>

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

Reconciliation of Governmental Funds Balance Sheet to the Statement of Net Assets

June 30, 2010

(Expressed in Thousands)

Total Fund Balance - Governmental Funds \$ 1,420,939

Net assets reported for governmental activities in the Statement of Net Assets
are different because:

Capital assets used in governmental activities are not financial resources
and therefore are not reported in the funds. These assets consist of:

Buildings	3,173,636	
Equipment	1,535,777	
Infrastructure	12,555,781	
Other Capital Assets	3,752,851	
Accumulated Depreciation	<u>(10,484,842)</u>	10,533,203

Debt issue costs are recorded as expenditures in the funds. However,
these costs are deferred (reported as other assets) and amortized over the
life of the bonds in the Statement of Net Assets. 82,097

Some of the state's revenues will be collected after year-end but are not
available soon enough to pay for the current period's expenditures
and therefore are deferred in the funds. 551,947

Internal service funds are used by management to charge the costs of
certain activities to individual funds. The assets and liabilities of the internal
service funds are included in governmental activities in the Statement of
Net Assets. (24,691)

Long-term liabilities are not due and payable in the current period and therefore
are not reported in the funds (Note 17).

Net Pension Obligation	(2,262,220)	
Net OPEB Obligation	(4,440,703)	
Worker's Compensation	(460,596)	
Capital Leases	(41,702)	
Compensated Absences	(520,284)	
Claims and Judgments	<u>(60,289)</u>	(7,785,794)

Long-term bonded debt is not due and payable in the current period and
therefore is not reported in the funds. Unamortized premiums, loss on
refundings, and interest payable are not reported in the funds. However,
these amounts are included in the Statement of Net Assets. This is the net
effect of these balances on the statement (Note 17).

Bonds Payable	(17,767,148)	
Unamortized Premiums	(720,536)	
Less: Deferred Loss on Refundings	193,958	
Accrued Interest Payable	<u>(157,020)</u>	<u>(18,450,746)</u>

Net Assets of Governmental Activities \$ (13,673,045)

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

Statement of Revenues, Expenditures and Changes in Fund Balances Governmental Funds

For The Fiscal Year Ended June 30, 2010
(Expressed in Thousands)

	<u>General</u>	<u>Debt Service</u>	<u>Transportation</u>	<u>Restricted Grants & Accounts</u>	<u>Other Funds</u>	<u>Total Governmental Funds</u>
Revenues						
Taxes	\$ 10,888,051	\$ -	\$ 705,858	\$ -	\$ 659	\$ 11,594,568
Assessments	-	-	-	-	27,268	27,268
Licenses, Permits and Fees	256,245	-	296,206	11,338	47,746	611,535
Tobacco Settlement	-	-	-	-	128,977	128,977
Federal Grants and Aid	4,562,714	-	3,002	2,264,230	96,451	6,926,397
Charges for Services	33,679	-	60,768	-	4,170	98,617
Fines, Forfeits and Rents	59,047	-	23,091	-	4,382	86,520
Casino Gaming Payments	384,248	-	-	-	-	384,248
Investment Earnings	3,987	5,741	831	1,575	15,424	27,558
Interest on Loans	-	-	-	-	283	283
Miscellaneous	133,782	-	5,453	454,174	110,736	704,145
Total Revenues	<u>16,321,753</u>	<u>5,741</u>	<u>1,095,209</u>	<u>2,731,317</u>	<u>436,096</u>	<u>20,590,116</u>
Expenditures						
Current:						
Legislative	96,040	-	-	2,296	-	98,336
General Government	1,087,026	-	2,080	245,613	102,926	1,437,645
Regulation and Protection	354,507	-	81,640	100,412	198,159	734,718
Conservation and Development	174,224	-	-	138,723	191,303	504,250
Health and Hospitals	1,980,057	-	-	223,390	11,694	2,215,141
Transportation	2,295	-	626,318	796,620	14,839	1,440,072
Human Services	5,662,013	-	-	504,007	9,112	6,175,132
Education, Libraries, and Museums	3,223,942	-	-	610,337	545,596	4,379,875
Corrections	1,875,326	-	-	24,414	3,726	1,903,466
Judicial	724,498	-	-	18,405	19,387	762,290
Capital Projects	-	-	-	-	435,288	435,288
Debt Service:						
Principal Retirement	952,740	285,315	-	-	-	1,238,055
Interest and Fiscal Charges	668,259	147,559	2,043	108,524	9,493	935,878
Total Expenditures	<u>16,800,927</u>	<u>432,874</u>	<u>712,081</u>	<u>2,772,741</u>	<u>1,541,523</u>	<u>22,260,146</u>
Excess (Deficiency) of Revenues Over Expenditures	<u>(479,174)</u>	<u>(427,133)</u>	<u>383,128</u>	<u>(41,424)</u>	<u>(1,105,427)</u>	<u>(1,670,030)</u>
Other Financing Sources (Uses)						
Bonds and Notes Issued	915,795	-	-	-	1,702,115	2,617,910
Premiums on Bonds and Notes Issued	80,587	36,961	-	-	71,921	189,469
Transfers In	399,505	439,642	5,801	121,963	90,763	1,057,674
Transfers Out	(1,131,560)	(6,192)	(451,400)	(1,559)	(532,180)	(2,122,891)
Refunding Bonds Issued	-	344,105	-	-	-	344,105
Payment to Refunded Bond Escrow Agent	-	(379,015)	-	-	-	(379,015)
Special Items:						
Transfer from Other State Funds	113,244	-	71,200	-	-	184,444
Transfer to General or Transportation Fund	(71,200)	-	-	(36,368)	(50,777)	(158,345)
Total Other Financing Sources (Uses)	<u>306,371</u>	<u>435,501</u>	<u>(374,399)</u>	<u>84,036</u>	<u>1,281,842</u>	<u>1,733,351</u>
Net Change in Fund Balances	<u>(172,803)</u>	<u>8,368</u>	<u>8,729</u>	<u>42,612</u>	<u>176,415</u>	<u>63,321</u>
Fund Balances (Deficit) - Beginning	(799,578)	679,384	154,178	578,340	754,402	1,366,726
Changes in Reserves for Inventories	(10,441)	-	1,333	-	-	(9,108)
Fund Balances (Deficit) - Ending	<u>\$ (982,822)</u>	<u>\$ 687,752</u>	<u>\$ 164,240</u>	<u>\$ 620,952</u>	<u>\$ 930,817</u>	<u>\$ 1,420,939</u>

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

Reconciliation of the Statement of Revenues, Expenditures and Changes in Fund Balances of Governmental Funds to the Statement of Activities

June 30, 2010

(Expressed in Thousands)

Net Change in Fund Balances - Total Governmental Funds	\$	63,321
<p>Amounts reported for governmental activities in the Statement of Activities are different because:</p>		
<p>Bond proceeds provide current financial resources to governmental funds. However, issuing debt increases long term-liabilities in the Statement of Net Assets. Bond proceeds were received this year from</p>		
Bonds Issued	(2,617,910)	
Refunding Bonds Issued	(344,105)	
Premium on Bonds Issued	<u>(189,469)</u>	(3,151,484)
<p>Repayment of long-term debt is an expenditure in the governmental funds, but the repayment reduces long-term liabilities in the Statement of Net Assets. Long-term debt repayments this year consisted of:</p>		
Principal Retirement	1,238,055	
Payments to Refunded Bond Escrow Agent	379,562	
Capital Lease Payments	<u>5,427</u>	1,623,044
<p>Capital outlays are reported as expenditures in the governmental funds. However, in the Statement of Activities the cost of those assets is allocated over their estimated useful lives and reported as depreciation expense. In the current period, these amounts and other reductions were as follows:</p>		
Capital Outlays	1,289,114	
Depreciation Expense	(888,234)	
Retirements	<u>(549)</u>	400,331
<p>Inventories are reported as expenditures in the governmental funds when purchased. However, in the Statement of Activities the cost of these assets is recognized when those assets are consumed. This is the amount by which consumption exceeded purchases of inventories.</p>		
		(9,108)
<p>Some expenses reported in the Statement of Activities do not require the use of current financial resources and therefore are not reported as expenditures in governmental funds. These activities consist of:</p>		
Increase in Accrued Interest	(13,675)	
Decrease in Interest Accreted on Capital Appreciation Debt	96,947	
Amortization of Bond Premium	78,377	
Amortization of Loss on Debt Refundings	(27,110)	
Increase in Compensated Absences Liability	(21,813)	
Increase in Workers Compensation Liability	(818)	
Increase in Claims and Judgments Liability	(16,599)	
Increase in Net Pension Obligation	(241,555)	
Increase in Net OPEB Obligation	<u>(1,897,745)</u>	(2,043,991)
<p>Because some revenues will not be collected for several months after the state's fiscal year ends, they are not considered "available" revenues and are deferred in the governmental funds. Deferred revenues decreased by this amount this year</p>		
		(98,586)
<p>Internal service funds are used by management to charge the costs of certain activities such as insurance and telecommunications, to individual funds. The net revenue (expense) of internal service funds is reported with the governmental activities</p>		
		(14,032)
<p>Debt issue costs are recorded as expenditures in the governmental funds. However, these costs are amortized over the life of the bonds in the Statement of Activities. In the current year, these amounts are</p>		
Debt Issue Costs Payments	15,450	
Amortization of Debt Issue Costs	<u>(7,608)</u>	<u>7,842</u>
Change in Net Assets of Governmental Activities	\$	<u><u>(3,222,663)</u></u>

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

Statement of Revenues, Expenditures, and Changes in Fund Balances
Budget and Actual - Non-GAAP Budgetary Basis
General and Transportation Funds

For the Fiscal Year Ended June 30, 2010

(Expressed in Thousands)

	General Fund			Variance with Final Budget positive (negative)
	Budget		Actual	
	Original	Final		
Revenues				
Budgeted:				
Taxes, Net of Refunds	\$ 10,927,600	\$ 10,838,500	\$ 10,894,132	\$ 55,632
Operating Transfers In	400,700	390,900	392,212	1,312
Casino Gaming Payments	384,100	384,300	384,248	(52)
Licenses, Permits, and Fees	281,500	262,900	257,569	(5,331)
Other	348,500	451,300	433,442	(17,858)
Federal Grants	4,051,800	4,047,500	4,066,314	18,814
Refunds of Payments	(700)	(1,200)	(1,188)	12
Operating Transfers Out	(61,800)	(61,800)	(61,800)	-
Transfer to the Resources of the General Fund	1,040,700	1,323,500	1,323,599	99
Transfer Out - Transportation Strategy Board	-	-	-	-
Total Revenues	<u>17,372,400</u>	<u>17,635,900</u>	<u>17,688,528</u>	<u>52,628</u>
Expenditures				
Budgeted:				
Legislative	79,321	79,346	66,288	13,058
General Government	556,840	555,091	486,318	68,773
Regulation and Protection	302,745	302,867	262,821	40,046
Conservation and Development	151,115	147,202	129,152	18,050
Health and Hospitals	1,706,334	1,707,055	1,624,827	82,228
Transportation	2,904	2,904	2,294	610
Human Services	5,080,456	5,081,192	5,012,333	68,859
Education, Libraries, and Museums	4,025,926	4,026,713	3,990,199	36,514
Corrections	1,573,652	1,578,155	1,475,769	102,386
Judicial	560,894	560,944	524,043	36,901
Non Functional	3,892,206	3,848,566	3,633,977	214,589
Total Expenditures	<u>17,932,393</u>	<u>17,890,035</u>	<u>17,208,021</u>	<u>682,014</u>
Appropriations Lapsed	<u>473,294</u>	<u>560,700</u>	<u>-</u>	<u>(560,700)</u>
Excess (Deficiency) of Revenues Over Expenditures	<u>(86,699)</u>	<u>306,565</u>	<u>480,507</u>	<u>173,942</u>
Other Financing Sources (Uses)				
Prior Year Appropriations Carried Forward	88,772	88,772	88,772	-
Appropriations Continued to Fiscal Year 2011			(121,475)	(121,475)
Miscellaneous Adjustments	-	2,065	2,065	-
Total Other Financing Sources (Uses)	<u>88,772</u>	<u>90,837</u>	<u>(30,638)</u>	<u>(121,475)</u>
Net Change in Fund Balance	<u>\$ 2,073</u>	<u>\$ 397,402</u>	<u>449,869</u>	<u>\$ 52,467</u>
Budgetary Fund Balances - July 1			(857,968)	
Changes in Reserves			<u>980,281</u>	
Budgetary Fund Balances - June 30			<u>\$ 572,182</u>	

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

Connecticut

Transportation Fund

<u>Budget</u>		<u>Actual</u>	Variance with Final Budget positive (negative)
<u>Original</u>	<u>Final</u>		
\$ 684,800	\$ 702,800	\$ 706,005	\$ 3,205
81,200	71,200	71,200	-
-	-	-	-
360,600	358,300	355,706	(2,594)
16,500	6,500	6,681	181
-	3,300	3,002	(298)
(2,600)	(2,900)	(2,906)	(6)
(9,500)	(6,500)	(6,500)	-
-	-	-	-
(15,300)	(15,300)	(15,300)	-
<u>1,115,700</u>	<u>1,117,400</u>	<u>1,117,888</u>	<u>488</u>
-	-	-	-
2,536	2,536	2,048	488
75,732	75,732	55,766	19,966
-	-	-	-
-	-	-	-
502,937	502,937	487,891	15,046
-	-	-	-
-	-	-	-
-	-	-	-
591,998	591,889	555,738	36,151
<u>1,173,203</u>	<u>1,173,094</u>	<u>1,101,443</u>	<u>71,651</u>
<u>21,228</u>	<u>28,600</u>	<u>-</u>	<u>(28,600)</u>
<u>(36,275)</u>	<u>(27,094)</u>	<u>16,445</u>	<u>43,539</u>
37,325	37,325	37,325	-
-	-	(41,977)	(41,977)
-	-	-	-
<u>37,325</u>	<u>37,325</u>	<u>(4,652)</u>	<u>(41,977)</u>
<u>\$ 1,050</u>	<u>\$ 10,231</u>	11,793	<u>\$ 1,562</u>
		130,895	
		<u>4,653</u>	
		<u>\$ 147,341</u>	

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Proprietary Fund Financial Statements

Major Funds

University of Connecticut and Health Center:

This fund is used to account for the operations of the University of Connecticut a comprehensive institution of higher education, which includes the University of Connecticut Health Center and John Dempsey Hospital.

State Universities:

This fund is used to account for the operations of the State University System which consist of four universities: Central, Eastern, Southern, and Western.

Bradley International Airport:

The airport is owned by the State of Connecticut and is operated by the Bureau of Aviation and Ports of the State of Connecticut, Department of Transportation and the Board of Directors of the Airport. In 1982, the State issued the Airport, 1982 series Revenue Bonds in the aggregate principal amount of \$100,000,000 and established the Airport as an enterprise fund. The State also donated in the same year capital assets having a net book value of \$33.3 million to the enterprise fund.

The Connecticut Lottery Corporation:

The Connecticut Lottery Corporation, a public instrumentality and political subdivision of the State of Connecticut was created on July 1, 1996 for the purpose of generating revenues for the State of Connecticut's General Fund through the operation of a lottery.

Employment Security:

to account for the collection of unemployment insurance premiums from employers and the payment of unemployment benefits to eligible claimants.

Clean Water:

to account for resources used to provide loans to municipalities to finance waste water treatment projects.

Statement of Net Assets

Proprietary Funds

June 30, 2010

(Expressed in Thousands)

	Business-Type Activities			
	Enterprise Funds			
	University of Connecticut & Health Center	State Universities	Bradley International Airport	Connecticut Lottery Corporation
Assets				
Current Assets:				
Cash and Cash Equivalents	\$ 358,203	\$ 170,121	\$ 48,134	\$ 18,270
Deposits with U.S. Treasury	-	-	-	-
Investments	5,602	13,705	-	30,246
Receivables:				
Accounts, Net of Allowances	99,776	166,529	5,366	22,564
Loans, Net of Allowances	2,269	1,520	-	-
Interest	-	-	-	5,173
From Other Governments	-	2,479	1,598	-
Due from Other Funds	54,837	35,303	-	-
Inventories	12,918	-	-	-
Restricted Assets	146,323	-	13,015	-
Other Current Assets	9,924	3,156	151	2,657
Total Current Assets	<u>689,852</u>	<u>392,813</u>	<u>68,264</u>	<u>78,910</u>
Noncurrent Assets:				
Cash and Cash Equivalents	1,473	105,352	-	-
Investments	9,799	25,760	-	149,323
Receivables:				
Loans, Net of Allowances	9,986	9,698	-	-
Restricted Assets	11,257	-	93,289	-
Capital Assets, Net of Accumulated Depreciation	1,674,642	846,946	309,025	2,667
Other Noncurrent Assets	2,064	1,910	21,467	4,942
Total Noncurrent Assets	<u>1,709,221</u>	<u>989,666</u>	<u>423,781</u>	<u>156,932</u>
Total Assets	<u>2,399,073</u>	<u>1,382,479</u>	<u>492,045</u>	<u>235,842</u>
Liabilities				
Current Liabilities:				
Accounts Payable and Accrued Liabilities	137,850	52,819	10,386	19,832
Due to Other Funds	15,625	3,218	1,666	-
Due to Other Governments	-	-	-	-
Current Portion of Long-Term Obligations	65,826	20,492	10,630	31,190
Deferred Revenue	36,788	183,247	1,585	592
Other Current Liabilities	23,435	19,863	-	26,857
Total Current Liabilities	<u>279,524</u>	<u>279,639</u>	<u>24,267</u>	<u>78,471</u>
Noncurrent Liabilities:				
Noncurrent Portion of Long-Term Obligations	306,539	307,729	195,045	149,954
Total Noncurrent Liabilities	<u>306,539</u>	<u>307,729</u>	<u>195,045</u>	<u>149,954</u>
Total Liabilities	<u>586,063</u>	<u>587,368</u>	<u>219,312</u>	<u>228,425</u>
Net Assets (Deficit)				
Invested in Capital Assets, Net of Related Debt	1,374,973	664,709	123,764	2,667
Restricted For:				
Debt Service	7,982	-	25,998	-
Clean and Drinking Water Projects	-	-	-	-
Capital Projects	141,487	-	70,426	-
Nonexpendable Purposes	11,122	875	-	-
Bond Indentures	-	-	2,120	-
Loans	5,808	-	-	-
Other Purposes	20,169	28,597	-	7,417
Unrestricted (Deficit)	251,469	100,930	50,425	(2,667)
Total Net Assets (Deficit)	<u>\$ 1,813,010</u>	<u>\$ 795,111</u>	<u>\$ 272,733</u>	<u>\$ 7,417</u>

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

Connecticut

	Business-Type Activities			Governmental
	Enterprise Funds			Activities
Employment Security	Clean Water	Other Funds	Total	Internal Service Funds
\$ -	\$ 4,421	\$ 151,249	\$ 750,398	\$ 8,291
204,190	-	-	204,190	-
-	-	-	49,553	-
169,070	-	13,622	476,927	244
-	291,256	8,021	303,066	-
-	11,757	470	17,400	-
9,646	9,001	441	23,165	-
1,533	-	223,441	315,114	357
-	-	-	12,918	3,946
-	-	-	159,338	-
-	-	299	16,187	1,919
<u>384,439</u>	<u>316,435</u>	<u>397,543</u>	<u>2,328,256</u>	<u>14,757</u>
-	196,612	42,915	346,352	-
-	26,928	233	212,043	-
-	538,410	61,913	620,007	-
-	373,763	64,140	542,449	-
-	-	548,244	3,381,524	36,649
-	17,590	2,047	50,020	-
-	1,153,303	719,492	5,152,395	36,649
<u>384,439</u>	<u>1,469,738</u>	<u>1,117,035</u>	<u>7,480,651</u>	<u>51,406</u>
25	9,363	61,523	291,798	5,852
26,791	-	-	47,300	66,931
918	-	-	918	-
-	67,310	8,398	203,846	118
-	-	3,292	225,504	129
-	-	231	70,386	-
<u>27,734</u>	<u>76,673</u>	<u>73,444</u>	<u>839,752</u>	<u>73,030</u>
<u>498,453</u>	<u>739,489</u>	<u>159,047</u>	<u>2,356,256</u>	<u>3,067</u>
<u>498,453</u>	<u>739,489</u>	<u>159,047</u>	<u>2,356,256</u>	<u>3,067</u>
<u>526,187</u>	<u>816,162</u>	<u>232,491</u>	<u>3,196,008</u>	<u>76,097</u>
-	-	505,237	2,671,350	36,649
-	-	4,508	38,488	-
-	634,562	95,026	729,588	-
-	-	-	211,913	-
-	-	20	12,017	-
-	-	-	2,120	-
-	-	-	5,808	-
-	-	206,983	263,166	-
(141,748)	19,014	72,770	350,193	(61,340)
<u>\$ (141,748)</u>	<u>\$ 653,576</u>	<u>\$ 884,544</u>	<u>\$ 4,284,643</u>	<u>\$ (24,691)</u>

Statement of Revenues, Expenses and Changes in Fund Net Assets Proprietary Funds

For The Fiscal Year Ended June 30, 2010

(Expressed in Thousands)

	Business-Type Activities			
	Enterprise Funds			
	University of Connecticut & Health Center	State Universities	Bradley International Airport	Connecticut Lottery Corporation
Operating Revenues				
Charges for Sales and Services	\$ 814,335	\$ 334,945	\$ 42,651	\$ 996,847
Assessments	-	-	-	-
Federal Grants, Contracts and Other Aid	169,379	41,761	-	-
State Grants, Contracts and Other Aid	26,086	16,025	-	-
Private Gifts and Grants	39,749	2,708	-	-
Interest on Loans	-	-	-	-
Other	63,317	17,580	-	173
Total Operating Revenues	1,112,866	413,019	42,651	997,020
Operating Expenses				
Salaries, Wages and Administrative	1,484,581	567,439	38,445	93,663
Lottery Prize Awards	-	-	-	608,755
Unemployment Compensation	-	-	-	-
Claims Paid	-	-	-	-
Depreciation and Amortization	118,167	49,838	21,670	465
Other	85,385	22,896	-	7,916
Total Operating Expenses	1,688,133	640,173	60,115	710,799
Operating Income (Loss)	(575,267)	(227,154)	(17,464)	286,221
Nonoperating Revenue (Expenses)				
Interest and Investment Income	3,864	1,562	1,214	12,871
Interest and Fiscal Charges	(14,971)	-	(9,356)	(12,773)
Other	19,425	(9,457)	12,652	3
Total Nonoperating Revenues (Expenses)	8,318	(7,895)	4,510	101
Income (Loss) Before Capital Contributions, Grants, Transfers, and Special Item	(566,949)	(235,049)	(12,954)	286,322
Capital Contributions	2,396	4,990	10,150	-
Federal Capitalization Grants	-	-	-	-
Transfers In	649,974	254,807	9,849	-
Transfers Out	-	-	-	(285,500)
Special Item: Transfer to General Fund	(18,000)	(2,000)	-	-
Change in Net Assets	67,421	22,748	7,045	822
Total Net Assets (Deficit) - Beginning	1,745,589	772,363	265,688	6,595
Total Net Assets (Deficit) - Ending	\$ 1,813,010	\$ 795,111	\$ 272,733	\$ 7,417

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

Connecticut

Business-Type Activities				Governmental
Enterprise Funds				Activities
Employment Security	Clean Water	Other Funds	Totals	Internal Service Funds
\$ -	\$ -	\$ 119,236	\$ 2,308,014	\$ 55,273
699,381	-	29,490	728,871	-
1,480,063	-	72,948	1,764,151	-
15,826	-	16,786	74,723	-
-	-	6,156	48,613	-
-	17,686	1,678	19,364	-
2,921	-	6,690	90,681	21
<u>2,198,191</u>	<u>17,686</u>	<u>252,984</u>	<u>5,034,417</u>	<u>55,294</u>
-	1,018	408,281	2,593,427	34,550
-	-	-	608,755	-
2,700,797	-	-	2,700,797	-
-	-	38,144	38,144	-
-	-	23,183	213,323	17,099
-	7,484	39,276	162,957	-
<u>2,700,797</u>	<u>8,502</u>	<u>508,884</u>	<u>6,317,403</u>	<u>51,649</u>
<u>(502,606)</u>	<u>9,184</u>	<u>(255,900)</u>	<u>(1,282,986)</u>	<u>3,645</u>
1,983	16,891	1,954	40,339	12
-	(44,259)	(6,269)	(87,628)	-
-	4,096	(11,821)	14,898	(13,204)
<u>1,983</u>	<u>(23,272)</u>	<u>(16,136)</u>	<u>(32,391)</u>	<u>(13,192)</u>
<u>(500,623)</u>	<u>(14,088)</u>	<u>(272,036)</u>	<u>(1,315,377)</u>	<u>(9,547)</u>
-	-	-	17,536	-
-	25,975	11,695	37,670	-
-	2,000	444,109	1,360,739	715
(3,528)	-	(9,849)	(298,877)	(100)
-	-	(1,000)	(21,000)	(5,100)
<u>(504,151)</u>	<u>13,887</u>	<u>172,919</u>	<u>(219,309)</u>	<u>(14,032)</u>
<u>362,403</u>	<u>639,689</u>	<u>711,625</u>	<u>4,503,952</u>	<u>(10,659)</u>
<u>\$ (141,748)</u>	<u>\$ 653,576</u>	<u>\$ 884,544</u>	<u>\$ 4,284,643</u>	<u>\$ (24,691)</u>

Statement of Cash Flows

Proprietary Funds

For the Fiscal Year Ended June 30, 2010

(Expressed in Thousands)

	Business-Type Activities			
	Enterprise Funds			
	University of Connecticut & Health Center	State Universities	Bradley International Airport	Connecticut Lottery Corporation
Cash Flows from Operating Activities				
Receipts from Customers	\$ 833,571	\$ 336,975	\$ 41,672	\$ 1,003,607
Payments to Suppliers	(516,953)	(199,818)	(26,391)	(21,175)
Payments to Employees	(1,026,434)	(391,689)	(14,479)	(14,095)
Other Receipts (Payments)	320,530	79,630	-	(671,744)
Net Cash Provided by (Used in) Operating Activities	<u>(389,286)</u>	<u>(174,902)</u>	<u>802</u>	<u>296,593</u>
Cash Flows from Noncapital Financing Activities				
Proceeds from Sale of Bonds	-	-	-	-
Retirement of Bonds and Annuities Payable	-	-	-	(35,049)
Interest on Bonds and Annuities Payable	-	-	-	(13,917)
Transfers In	462,767	243,014	9,849	-
Transfers Out	-	-	-	(285,500)
Other Receipts (Payments)	11,076	1,587	-	8,758
Net Cash Flows from Noncapital Financing Activities	<u>473,843</u>	<u>244,601</u>	<u>9,849</u>	<u>(325,708)</u>
Cash Flows from Capital and Related Financing Activities				
Additions to Property, Plant and Equipment	(128,335)	(30,148)	(29,148)	(347)
Proceeds from Capital Debt	105,000	-	-	-
Principal Paid on Capital Debt	(79,655)	(18,976)	(10,145)	-
Interest Paid on Capital Debt	(53,523)	-	(9,789)	-
Transfer In	134,588	19,739	-	-
Federal Grant	595	-	-	-
Capital Contributions	-	-	18,368	-
Other Receipts (Payments)	607	-	5,930	-
Net Cash Flows from Capital and Related Financing Activities	<u>(20,723)</u>	<u>(29,385)</u>	<u>(24,784)</u>	<u>(347)</u>
Cash Flows from Investing Activities				
Proceeds from Sales and Maturities of Investments	-	2,409	-	34,078
Purchase of Investment Securities	(52)	(1,694)	-	(10,658)
Interest on Investments	3,977	1,667	1,252	14,019
(Increase) Decrease in Restricted Assets	-	-	-	-
Other Receipts (Payments)	(739)	-	15,550	(13,127)
Net Cash Flows from Investing Activities	<u>3,186</u>	<u>2,382</u>	<u>16,802</u>	<u>24,312</u>
Net Increase (Decrease) in Cash and Cash Equivalents	67,020	42,696	2,669	(5,150)
Cash and Cash Equivalents - Beginning of Year	444,978	232,777	136,286	23,420
Cash and Cash Equivalents - End of Year	<u>\$ 511,998</u>	<u>\$ 275,473</u>	<u>\$ 138,955</u>	<u>\$ 18,270</u>
Reconciliation of Operating Income (Loss) to Net Cash Provided by (Used In) Operating Activities				
Operating Income (Loss)	\$ (575,267)	\$ (227,154)	\$ (17,464)	\$ 286,221
Adjustments not Affecting Cash:				
Depreciation and Amortization	118,167	49,838	21,670	465
Other	83,097	(140)	-	80
Change in Assets and Liabilities:				
(Increase) Decrease in Receivables, Net	6,315	(9,575)	(978)	6,809
(Increase) Decrease in Due from Other Funds	(31,239)	-	-	-
(Increase) Decrease in Inventories and Other Assets	2,567	(729)	-	846
Increase (Decrease) in Accounts Payables & Accrued Liabilities	7,074	12,875	(2,426)	2,172
Increase (Decrease) in Due to Other Funds	-	(17)	-	-
Total Adjustments	<u>185,981</u>	<u>52,252</u>	<u>18,266</u>	<u>10,372</u>
Net Cash Provided by (Used In) Operating Activities	<u>\$ (389,286)</u>	<u>\$ (174,902)</u>	<u>\$ 802</u>	<u>\$ 296,593</u>
Reconciliation of Cash and Cash Equivalents to the Statement of Net Assets				
Cash and Cash Equivalents - Current	\$ 358,203	\$ 170,121	\$ 48,134	
Cash and Cash Equivalents - Noncurrent	1,473	105,352	-	
Cash and Cash Equivalents - Restricted	152,322	-	90,821	
	<u>\$ 511,998</u>	<u>\$ 275,473</u>	<u>\$ 138,955</u>	

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

Connecticut

Business-Type Activities				Governmental
Enterprise Funds				Activities
Employment Security	Clean Water	Other	Totals	Internal Service Funds
\$ 676,222	\$ 74,985	\$ 152,144	\$ 3,119,176	\$ 57,837
-	(7,484)	(81,474)	(853,295)	(35,597)
-	(988)	(331,870)	(1,779,555)	(13,796)
<u>(1,173,131)</u>	<u>(108,977)</u>	<u>(116,978)</u>	<u>(1,670,670)</u>	<u>(5,765)</u>
<u>(496,909)</u>	<u>(42,464)</u>	<u>(378,178)</u>	<u>(1,184,344)</u>	<u>2,679</u>
-	115,835	-	115,835	-
-	(53,745)	(5,614)	(94,408)	-
-	(37,113)	(2,405)	(53,435)	-
-	2,000	242,857	960,487	-
(3,527)	-	(9,849)	(298,876)	-
<u>498,453</u>	<u>(64,430)</u>	<u>(3,578)</u>	<u>451,866</u>	<u>(13,205)</u>
<u>494,926</u>	<u>(37,453)</u>	<u>221,411</u>	<u>1,081,469</u>	<u>(13,205)</u>
-	-	(7,625)	(195,603)	(375)
-	-	-	105,000	-
-	-	-	(108,776)	-
-	-	(3,620)	(66,932)	-
-	-	202,412	356,739	-
-	16,998	11,568	29,161	-
-	-	-	18,368	-
-	-	(45,995)	(39,458)	8,116
-	<u>16,998</u>	<u>156,740</u>	<u>98,499</u>	<u>7,741</u>
-	-	-	36,487	-
-	-	-	(12,404)	-
1,983	17,066	2,041	42,005	12
-	7,703	1,507	9,210	-
-	<u>41,601</u>	<u>(4,779)</u>	<u>38,506</u>	<u>-</u>
<u>1,983</u>	<u>66,370</u>	<u>(1,231)</u>	<u>113,804</u>	<u>12</u>
-	3,451	(1,258)	109,428	(2,773)
-	970	152,507	990,938	11,064
<u>\$ -</u>	<u>\$ 4,421</u>	<u>\$ 151,249</u>	<u>\$ 1,100,366</u>	<u>\$ 8,291</u>
\$ (502,606)	\$ 9,184	\$ (255,900)	\$ (1,282,986)	\$ 3,645
-	-	23,183	213,323	17,099
-	-	(8,712)	74,325	(4,485)
(23,088)	(51,648)	(146,628)	(218,793)	(4)
264	-	-	(30,975)	2,568
39,438	-	3,963	46,085	(1,301)
3,753	-	5,916	29,364	(14,843)
<u>(14,670)</u>	<u>-</u>	<u>-</u>	<u>(14,687)</u>	<u>-</u>
<u>5,697</u>	<u>(51,648)</u>	<u>(122,278)</u>	<u>98,642</u>	<u>(966)</u>
<u>\$ (496,909)</u>	<u>\$ (42,464)</u>	<u>\$ (378,178)</u>	<u>\$ (1,184,344)</u>	<u>\$ 2,679</u>

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Fiduciary Fund Financial Statements

Investment Trust Fund

External Investment Pool:

to account for the portion of the Short-Term Investment Fund that belongs to participants that are not part of the State's financial reporting entity.

Private Purpose Trust Fund

Escheat Securities:

to account for securities that are held by the State Treasurer for individuals under escheat laws of the State.

Statement of Fiduciary Net Assets

Fiduciary Funds

June 30, 2010

(Expressed in Thousands)

	Pension & Other Employee Benefit Trust Funds	Investment Trust Fund External Investment Pool	Private- Purpose Trust Fund Escheat Securities	Agency Funds	Total
Assets					
Cash and Cash Equivalents	\$ 111,850	\$ -	\$ -	\$ 79,969	\$ 191,819
Receivables:					
Accounts, Net of Allowances	18,448	-	-	7,195	25,643
From Other Governments	2,219	-	-	-	2,219
From Other Funds	1,593	-	-	5,670	7,263
Interest	85	504	-	10	599
Investments	21,775,795	884,741	-	-	22,660,536
Inventories	-	-	-	17	17
Securities Lending Collateral	2,789,794	-	-	-	2,789,794
Other Assets	-	48	22,098	367,861	390,007
Total Assets	<u>24,699,784</u>	<u>885,293</u>	<u>22,098</u>	<u>\$ 460,722</u>	<u>26,067,897</u>
Liabilities					
Accounts Payable and Accrued Liabilities	9,930	200	-	\$ 8,537	18,667
Securities Lending Obligation	2,789,794	-	-	-	2,789,794
Due to Other Funds	2,009	-	-	19,411	21,420
Funds Held for Others	-	-	-	432,774	432,774
Total Liabilities	<u>2,801,733</u>	<u>200</u>	<u>-</u>	<u>\$ 460,722</u>	<u>3,262,655</u>
Net Assets					
Held in Trust For:					
Employees' Pension Benefits (Note 13)	21,776,447	-	-		21,776,447
Other Employee Benefits (Note 15)	121,604	-	-		121,604
Individuals, Organizations, and Other Governments	-	885,093	22,098		907,191
Total Net Assets	<u>\$ 21,898,051</u>	<u>\$ 885,093</u>	<u>\$ 22,098</u>		<u>\$ 22,805,242</u>

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

Statement of Changes in Fiduciary Net Assets

Fiduciary Funds

For the Fiscal Year Ended June 30, 2010

(Expressed in Thousands)

	<u>Pension & Other Employee Benefit Trust Funds</u>	<u>Investment Trust Fund External Investment Pool</u>	<u>Private- Purpose Trust Fund Escheat Securities</u>	<u>Total</u>
Additions				
Contributions:				
Plan Members	\$ 408,833	\$ -	\$ -	\$ 408,833
State	1,846,990	-	-	1,846,990
Municipalities	38,438	-	-	38,438
Total Contributions	2,294,261	-	-	2,294,261
Investment Income	2,730,497	4,466	-	2,734,963
Less: Investment Expense	(87,252)	(252)	-	(87,504)
Net Investment Income	2,643,245	4,214	-	2,647,459
Escheat Securities Received	-	-	87,980	87,980
Transfers In	2,740	-	-	2,740
Other	1,339	-	-	1,339
Total Additions	4,941,585	4,214	87,980	5,033,779
Deductions				
Administrative Expense	2,188	-	-	2,188
Benefit Payments and Refunds	3,444,847	-	-	3,444,847
Escheat Securities Returned or Sold	-	-	153,871	153,871
Distributions to Pool Participants	-	4,214	-	4,214
Pool's Share Transactions	-	222,575	-	222,575
Other	2,880	-	308	3,188
Total Deductions	3,449,915	226,789	154,179	3,830,883
Change in Net Assets Held In Trust For:				
Pension and Other Employee Benefits	1,491,670	-	-	1,491,670
Individuals, Organizations, and Other Governments	-	(222,575)	(66,199)	(288,774)
Net Assets - Beginning	20,406,381	1,107,668	88,297	21,602,346
Net Assets - Ending	\$ 21,898,051	\$ 885,093	\$ 22,098	\$ 22,805,242

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

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Component Unit Financial Statements

Major Component Units

Connecticut Housing Finance Authority:

the Connecticut Housing Finance Authority is a public instrumentality and political subdivision of the State created for the purpose of increasing the housing supply and encouraging and assisting in the purchase, development and construction of housing for low and moderate income families throughout the State.

Connecticut Health and Educational Facilities Authority:

the Connecticut Health and Educational Facilities Authority is a public instrumentality and political subdivision of the State. The Authority was created to assist certain health care institutions, institutions of higher education, and qualified for-profit and not-for-profit institutions in the financing and refinancing of projects to be undertaken in relation to programs for these institutions.

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Statement of Net Assets

Component Units

June 30, 2010

(Expressed in Thousands)

Assets	Connecticut Housing Finance Authority (12-31-09)	Connecticut Health and Educational Facilities Authority	Other Component Units	Total
Current Assets:				
Cash and Cash Equivalents	\$ -	\$ 356	\$ 160,057	\$ 160,413
Investments	-	5,427	309,304	314,731
Receivables:				
Accounts, Net of Allowances	-	191	28,711	28,902
Loans, Net of Allowances	-	-	19,133	19,133
Other	-	-	1,164	1,164
Due From Primary Government	-	-	13,019	13,019
Restricted Assets	1,052,284	451,766	80,753	1,584,803
Inventories	-	-	3,970	3,970
Other Current Assets	-	131	4,491	4,622
Total Current Assets	<u>1,052,284</u>	<u>457,871</u>	<u>620,602</u>	<u>2,130,757</u>
Noncurrent Assets:				
Investments	-	-	39,232	39,232
Accounts, Net of Allowances	-	-	16,584	16,584
Loans, Net of Allowances	-	-	157,883	157,883
Restricted Assets	4,263,301	10,040	66,391	4,339,732
Capital Assets, Net of Accumulated Depreciation	3,234	271	425,148	428,653
Other Noncurrent Assets	-	-	13,036	13,036
Total Noncurrent Assets	<u>4,266,535</u>	<u>10,311</u>	<u>718,274</u>	<u>4,995,120</u>
Total Assets	<u>5,318,819</u>	<u>468,182</u>	<u>1,338,876</u>	<u>7,125,877</u>
Liabilities				
Current Liabilities:				
Accounts Payable and Accrued Liabilities	33,882	1,007	29,488	64,377
Current Portion of Long-Term Obligations	156,953	-	31,926	188,879
Amount Held for Institutions	-	451,766	-	451,766
Other Liabilities	27,371	-	903	28,274
Total Current Liabilities	<u>218,206</u>	<u>452,773</u>	<u>62,317</u>	<u>733,296</u>
Noncurrent Liabilities:				
Noncurrent Portion of Long-Term Obligations	4,219,630	2,220	372,363	4,594,213
Total Noncurrent Liabilities	<u>4,219,630</u>	<u>2,220</u>	<u>372,363</u>	<u>4,594,213</u>
Total Liabilities	<u>4,437,836</u>	<u>454,993</u>	<u>434,680</u>	<u>5,327,509</u>
Net Assets				
Invested in Capital Assets, Net of Related Debt	3,234	271	282,637	286,142
Restricted:				
Debt Service	-	-	5,559	5,559
Bond Indentures	877,749	-	-	877,749
Expendable Endowments	-	-	79,812	79,812
Nonexpendable Endowments	-	-	258,498	258,498
Other Purposes	-	7,820	50,380	58,200
Unrestricted	-	5,098	227,310	232,408
Total Net Assets	<u>\$ 880,983</u>	<u>\$ 13,189</u>	<u>\$ 904,196</u>	<u>\$ 1,798,368</u>

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

Statement of Activities

Component Units

For The Fiscal Year Ended June 30, 2010

(Expressed in Thousands)

<u>Functions/Programs</u>	<u>Expenses</u>	<u>Program Revenues</u>		
		<u>Charges for Services</u>	<u>Operating Grants and Contributions</u>	<u>Capital Grants and Contributions</u>
Connecticut Housing Finance Authority (12/31/09)	\$ 238,891	\$ 179,067	\$ -	\$ -
Connecticut Health and Educational Facilities Authority	3,968	6,337	-	-
Other Component Units	<u>251,036</u>	<u>189,719</u>	<u>6,185</u>	<u>1,309</u>
Total Component Units	<u>\$ 493,895</u>	<u>\$ 375,123</u>	<u>\$ 6,185</u>	<u>\$ 1,309</u>

General Revenues:
 Investment Income (Loss)
 Contributions to Endowments
 Total General Revenues
 and Contributions
 Change in Net Assets
 Net Assets - Beginning
 Net Assets - Ending

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

**Net (Expense) Revenue and
Changes in Net Assets**

Connecticut Housing Finance Authority (12-31-09)	Connecticut Health & Educational Facilities Authority	Other Component Units	Totals
\$ (59,824)	\$ -	\$ -	\$ (59,824)
-	2,369	-	2,369
-	-	(53,823)	(53,823)
<u>(59,824)</u>	<u>2,369</u>	<u>(53,823)</u>	<u>(111,278)</u>
51,916	32	25,286	77,234
-	-	27,581	27,581
<u>51,916</u>	<u>32</u>	<u>52,867</u>	<u>104,815</u>
(7,908)	2,401	(956)	(6,463)
<u>888,891</u>	<u>10,788</u>	<u>905,152</u>	<u>1,804,831</u>
<u>\$ 880,983</u>	<u>\$ 13,189</u>	<u>\$ 904,196</u>	<u>\$ 1,798,368</u>

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Notes to the Financial Statements

June 30, 2010

Note 1 Summary of Significant Accounting Policies

a. Basis of Presentation

The accompanying financial statements of the State of Connecticut have been prepared in conformity with generally accepted accounting principles as prescribed in pronouncements of the Governmental Accounting Standards Board, except for the financial statements of the University of Connecticut Foundation, Incorporated (a component unit). Those statements are prepared according to generally accepted accounting principles as prescribed in pronouncements of the Financial Accounting Standards Board.

b. Reporting Entity

For financial reporting purposes, the State's reporting entity includes the "primary government" and its "component units." The primary government includes all funds, agencies, departments, bureaus, commissions, and component units that are considered an integral part of the State's legal entity. Component units are legally separate organizations for which the State is financially accountable. Financial accountability exists if (1) the State appoints a voting majority of the organization's governing board, and (2) the State is able to impose its will on the organization, or there is a potential for the organization to provide specific financial benefits to, or impose specific financial burdens on the State. The State also includes a nongovernmental nonprofit corporation as a component unit because it would be misleading to exclude the corporation from the reporting entity. Component units are reported in the financial statements in a separate column (discrete presentation), or as part of the primary government (blending presentation).

Discretely Presented Component Units

Discretely presented component units include legally separate organizations for which the State appoints a voting majority of the organization's governing board and is contingently liable for the organization's debt or provides funding for the organization's programs (applies only to the Connecticut Innovations, Incorporated and the Capital City Economic Development Authority). In addition, a nongovernmental nonprofit corporation is included as a discretely presented component unit because of the nature and significance of its relationship with the State are such that it would be misleading to exclude the corporation from the State's reporting entity. The following organizations are reported in separate columns and rows in the government-wide financial statements to emphasize that they are legally separate from the primary government:

Connecticut Development Authority

The Authority is a public instrumentality and political subdivision of the State. It was created to stimulate industrial and commercial development within the State through its Self-Sustaining Bond, Umbrella, and Insurance programs as well as other economic development programs.

Connecticut Housing Finance Authority

The Authority is a public instrumentality and political subdivision of the State. It was created for the purpose of increasing the housing supply and encouraging and assisting in the purchase, development, and construction of housing for low and moderate-income families and persons throughout the State. The Authority's fiscal year is for the period ending on December 31, 2009.

Connecticut Resources Recovery Authority

The Authority is a public instrumentality and political subdivision of the State. It is responsible for implementing the State Solid Waste Management Plan by determining the location of and constructing solid waste management projects; owning, operating, and maintaining waste management projects; or making provisions for operation and maintenance by contracting with private industry.

Connecticut Higher Education Supplemental Loan Authority

The Authority is a public instrumentality and political subdivision of the State. It was created to assist students, their parents, and institutions of higher education to finance the cost of higher education through its Bond funds.

Connecticut Health and Educational Facilities Authority

The Authority is a public instrumentality and political subdivision of the State. The purpose of the Authority is to assist certain health care institutions, institutions of higher education, and qualified for-profit and not-for-profit institutions in the financing and refinancing of projects to be undertaken in relation to programs for these institutions.

Connecticut Innovations, Incorporated

The Authority is a public instrumentality and political subdivision of the State. It was established to stimulate and promote technological innovation and application of technology within Connecticut and encourage the development of new products, innovations, and inventions or markets in Connecticut by providing financial and technical assistance.

Capital City Economic Development Authority

The Authority is a public instrumentality and political subdivision of the State. It was established in 1998 to stimulate new investment in Connecticut; to attract and service large conventions, tradeshow, exhibitions, conferences, and local consumer shows, and events; to encourage the diversification of the state economy; to strengthen Hartford's role as the region's major business and industry employment center and seat of government; to encourage residential housing development in downtown Hartford; and to construct, operate, maintain and market a convention center project in Hartford.

University of Connecticut Foundation, Incorporated

The University of Connecticut Foundation, Incorporated is a nongovernmental nonprofit corporation created exclusively to solicit, receive, and administer gifts and financial resources from private sources for the benefit of all campuses and programs of the University of Connecticut and Health Center, a major Enterprise fund.

Financial statements for the major component units are included in the accompanying financial statements after the fund

financial statements. Audited financial statements issued separately by each component unit can be obtained from their respective administrative offices.

Blended Component Units

Connecticut Lottery Corporation

The Connecticut Lottery Corporation is a legally separate organization for which the State appoints a voting majority of the Corporation's governing board and which provides a significant amount of revenues to the State. The corporation is reported as part of the primary government's business-type activities in the government-wide financial statements and as a major Enterprise fund in the fund financial statements.

c. Government-wide and Fund Financial Statements

Government-wide Financial Statements

The Statement of Net Assets and the Statement of Activities report information on all of the nonfiduciary activities of the primary government and its component units. These statements distinguish between the governmental and business-type activities of the primary government by using separate columns and rows. Governmental activities are generally financed through taxes and intergovernmental revenues. Business-type activities are financed in whole or in part by fees charged to external parties. For the most part, the effect of interfund activity has been removed from these statements.

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:

1. Invested in capital assets, net of related debt consists of capital assets, net of accumulated depreciation and reduced by outstanding balances of bonds issued to buy, construct, or improve those assets.
2. Restricted net assets result when constraints placed on net assets use are either externally imposed by creditors, grantors, contributors, and the like, or imposed by law through constitutional provisions or enabling legislation.
3. Unrestricted net assets consist of net assets that do not meet the definition of the two preceding categories.

The Statement of Activities demonstrates the degree to which the direct expenses of a given function or segment is offset by program revenues. Direct expenses are those that are clearly identifiable with a specific function or segment. Indirect expenses are not allocated to the various functions or segments. Program revenues include a) fees, fines, and charges paid by the recipients of goods or services offered by the functions or segments and b) grants and contributions that are restricted to meeting the operational or capital needs of a particular function or segment. Revenues that are not classified as program revenues, including all taxes, are reported as general revenues.

Fund Financial Statements

The fund financial statements provide information about the State's funds, including its fiduciary funds and blended component units. Separate statements for each fund category (governmental, proprietary, and fiduciary) are presented. The emphasis of fund financial statements is on major governmental and enterprise funds, each displayed in a separate column. All remaining governmental and enterprise funds are aggregated and reported as nonmajor funds.

The State reports the following major governmental funds:

General Fund - This is the State's primary operating fund. It is used to account for all financial resources which are not required to be accounted in other funds and which are spent for those services normally provided by the State (e.g., health, social assistance, education, etc.).

Debt Service - This fund is used to account for the resources accumulated and payments made for principal and interest on special tax obligation bonds of the Transportation fund.

Transportation - This fund is used to account for motor fuel taxes, vehicle registration and driver license fees, and other revenue collected for the purpose of payment of transportation related bonds and budgeted appropriations of the Department of Transportation. The Department of Transportation is responsible for all aspects of the planning, development, maintenance, and improvement of transportation in the State.

Restricted Grants and Accounts - This fund is used to account for resources which are restricted by Federal and other providers to be spent for specific purposes.

The State reports the following major enterprise funds:

University of Connecticut & Health Center - This fund is used to account for the operations of the University of Connecticut a comprehensive institution of higher education, which includes the University of Connecticut Health Center and John Dempsey Hospital.

State Universities - This fund is used to account for the operations of the State University System which consists of four universities: Central, Eastern, Southern, and Western.

Bradley International Airport - This fund is used to account for the financial activities of the Bradley International Airport, which is owned and operated by the State.

Connecticut Lottery Corporation - This fund is used to account for the financial activities of the State's lottery. The Corporation was created in 1996 for the purpose of generating revenues for the State's General Fund.

Employment Security - This fund is used to account for unemployment insurance premiums from employers and the payment of unemployment benefits to eligible claimants.

Clean Water - This fund is used to account for resources used to provide loans to municipalities to finance waste water treatment facilities.

In addition, the State reports the following fund types:

Internal Service Funds - These funds account for goods and services provided to other agencies of the State on a cost-reimbursement basis. These goods and services include prisoner-built office furnishings, information services support, telecommunications, printing, and other services.

Pension (and Other Employee Benefits) Trust Funds - These funds account for resources held in trust for the members and beneficiaries of the State's defined benefit pension plans and other employee benefits plans. These plans are discussed more fully in Notes 11, 12, and 14.

Investment Trust Fund - This fund accounts for the external portion of the State's Short-Term Investment Fund, an investment pool managed by the State Treasurer.

Private-Purpose Trust Fund - This fund accounts for escheat securities held in trust for individuals by the State Treasurer.

Agency Funds - These funds account for deposits, investments, and other assets held by the State as an agent for inmates and patients of State institutions, insurance companies, municipalities, and private organizations.

d. Measurement Focus and Basis of Accounting
Government-wide, Proprietary, and Fiduciary Fund Financial Statements

The government-wide, proprietary, and fiduciary fund financial statements are reported using the economic resources measurement focus and the accrual basis of accounting. Revenues are recorded when earned and expenses are recorded at the time the liabilities are incurred, regardless of when the related cash flows take place. Taxes and casino gaming payments are recognized as revenues in the period when the underlying exchange transaction has occurred. Grants and similar items are recognized as revenues in the period when all eligibility requirements imposed by the provider have been met.

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 State's enterprise and internal service funds are charges to customers for sales and services, assessments, and intergovernmental revenues. Operating expenses for enterprise and internal service funds include salaries, wages, and administrative expenses, unemployment compensation, claims paid, and depreciation expense. All revenues and expenses not meeting this definition are reported as nonoperating revenues and expenses.

Private-sector standards of accounting and financial reporting issued prior to December 1, 1989, generally are followed in both the government-wide and proprietary fund financial statements to the extent that those standards do not conflict with or contradict guidance of the Governmental Accounting Standards Board. Governments also have the option of following subsequent private-sector guidance for their business-type activities and enterprise funds, subject to the same limitation. This option is followed by the following component units of the State: the Connecticut Development Authority and the Connecticut Health and Educational Facilities Authority.

Governmental Fund Financial Statements

Governmental funds are reported using the current financial resources measurement focus and the modified accrual basis of accounting. Under this method, revenues are recognized when measurable and available. The State considers all revenues reported in the governmental funds to be available if the revenues are collected within 60 days after year-end. Sales and use taxes, personal income taxes, public service corporation taxes, special fuel taxes, federal grants, and casino gaming payments are considered to be susceptible to accrual. Licenses, permits, and fees are not considered to be susceptible to accrual and are recognized as revenues when the cash is collected. Expenditures are recorded when the related fund liability is incurred, except for principal and interest on general long-term debt, compensated absences, and claims and judgments, which are recognized as expenditures to the extent they have matured. General capital asset acquisitions are reported as expenditures in governmental funds. Proceeds of general-long term debt and acquisitions under capital leases are reported as other financing sources.

When both restricted and unrestricted resources are available for use, it is the State's policy to use unrestricted resources first, and then restricted resources, as they are needed.

e. Budgeting Process

By statute, the Governor must submit the State budget to the General Assembly in February of every other year. Prior to June 30, the General Assembly enacts the budget through the passage of appropriation acts for the next two fiscal years and sets forth revenue estimates for the same period for the following funds: the General Fund, the Transportation Fund, the Mashantucket Pequot Fund, the Workers' Compensation Administration Fund, the Banking Fund, the Consumer Counsel and Public Utility Control Fund, the Insurance Fund, the Criminal Injuries Fund, the Soldiers, Sailors, and Marines Fund and the Regional Market Operations Fund. Under the State Constitution, the Governor has the power to veto any part of the itemized appropriations bill and to accept the remainder of the bill. However, the General Assembly may separately reconsider and repass the disapproved items by a two-thirds majority vote of both the Senate and the House.

Budgetary control is maintained at the individual appropriation account level by agency as established in authorized appropriation bills and is reported in the Annual Report of the State Comptroller. A separate document is necessary because the level of legal control is more detailed than reflected in the

CAFR. Before an agency can utilize funds appropriated for a particular purpose, such funds must be allotted for the specific purpose by the Governor and encumbered by the Comptroller upon request by the agency. Such funds can then be expended by the Treasurer only upon a warrant, draft or order of the Comptroller drawn at the request of the responsible agency. The allotment process maintains expenditure control over special revenue, enterprise, and internal service funds that are not budgeted as part of the annual appropriation act.

The Governor has the power under Connecticut statute to modify budgetary allotment requests for the administration, operation and maintenance of a budgeted agency. However, the modification cannot exceed 3 percent of the fund or 5 percent of the appropriation amount. Modifications beyond those limits, but not in excess of 5 percent of the total funds require the approval of the Finance Advisory Committee. The Finance Advisory Committee is comprised of the Governor, the Lieutenant Governor, the Treasurer, the Comptroller, two senate members, not of the same political party, and three house members, not more than two of the same political party. Additional reductions of appropriations of more than 5 percent of the total appropriated fund can be made only with the approval of the General Assembly.

All funds, except fiduciary funds, use encumbrance accounting. Under this method of accounting, purchase orders, contracts, and other commitments for the expenditures of the fund are recorded in order to reserve that portion of the applicable appropriation. All encumbrances lapse at year-end and, generally, all appropriations lapse at year-end except for certain continuing appropriations (continuing appropriations are defined as carryforwards of spending authority from one fiscal budget into a subsequent budget). The continuing appropriations include: appropriations continued for a one-month period after year-end which are part of a program that was not renewed the succeeding year; appropriations continued the entire succeeding year, as in the case of highway and other capital construction projects; and appropriations continued for specified amounts for certain special programs. Carryforward appropriations are reported as reservations of the fund balance in the financial statements.

The budget is prepared on a “modified cash” basis of accounting under which revenues are recognized when received, except for certain taxes which are recognized when earned. Tax revenues recognized when earned include the following: sales and use, personal income, corporation, public service corporations, petroleum companies, cigarettes, alcoholic beverages, gasoline, special motor fuel, and motor carrier road. Under the modified cash basis, expenditures are recognized when paid. A comparison of actual results of operations recorded on this basis and the adopted budget is presented in the financial statements for the General and Transportation funds. During the 2010 fiscal year, the original adopted budget was adjusted by the General Assembly and the Finance Advisory Committee.

f. Assets and Liabilities

Cash and Cash Equivalents (see Note 4)

In addition to petty cash and bank accounts, this account includes cash equivalents – short-term, highly liquid

investments with original maturities of three months or less when purchased. Cash equivalents include investments in the Short-Term Investment Fund (“STIF”) and the Tax Exempt Proceeds Fund, Inc. (“TEPF”). TEPF is a short-term, tax-exempt money market fund reported under the Investment Company Act of 1940. Investments in STIF and TEPF are reported at the fund’s share price.

In the Statement of cash flows, certain Enterprise funds exclude from cash and cash equivalents investments in STIF reported as noncurrent or restricted assets.

Investments (see Note 4)

Investments include Equity in Combined Investment Funds and other investments. Equity in Combined Investment Funds is reported at fair value based on the funds’ current share price. Other investments are reported at fair value, except for the following investments which are reported at cost or amortized cost:

- Nonparticipating interest-earning investment contracts.
- Money market investments that mature within one year or less at the date of their acquisition.
- Investments of the External Investment Pool fund (an Investment Trust fund).

The fair value of other investments is determined based on quoted market prices except for:

- The fair value of State bonds held by the Clean Water and Drinking Water funds (Enterprise funds) which is estimated using a comparison of other State bonds.
- The fair value of equity and debt securities held by the Connecticut Innovations, Incorporated, a component unit. The fair value of these investments is determined by an independent valuation committee of the Corporation, after giving consideration to pertinent information about the companies comprising the investments, including but not limited to recent sales prices of the issuer’s securities, sales growth, progress toward business goals, and other operating data.

The State invests in derivatives. These investments are held by the Combined Investment Funds and are reported at fair value in each fund’s statement of net assets.

Inventories

Inventories are reported at cost. Cost is determined by the first-in first-out (FIFO) method. Inventories in the governmental funds consist of expendable supplies held for consumption whose cost was recorded as an expenditure at the time the individual inventory items were purchased. Reported inventories in these funds are offset by a fund balance reserve to indicate that they are unavailable for appropriation.

Capital Assets and Depreciation

Capital assets, which include property, plant, equipment, and infrastructure assets (e.g. roads, bridges, railways, and similar items), 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 \$1,000 and an estimated useful life in excess of one year. Such assets are recorded at historical cost or estimated fair market value at the date of donation.

Collections of historical documents, rare books and manuscripts, guns, paintings, and other items are not capitalized. These collections are held by the State Library for public exhibition, education, or research; and are kept protected, cared for, and preserved indefinitely. The costs of normal maintenance and repairs that do not add to the value of the asset or materially extend assets lives are also not capitalized.

Major outlays for capital assets and improvements are capitalized as projects are constructed. Interest incurred during the construction phase of capital assets of business-type activities is included as part of the capitalized value of the assets constructed.

Property, plant, and equipment of the primary government are depreciated using the straight line method over the following estimated useful lives:

Assets	Years
Buildings	40
Improvements Other than Buildings	10-20
Machinery and Equipment	5-30
Infrastructure	20-28

Securities Lending Transactions (see Note 4)

Assets, liabilities, income, and expenses arising from securities lending transactions of the Combined Investment Funds are allocated ratably to the participant funds based on their equity in the Combined Investment Funds.

Deferred Revenues

In the government-wide and fund financial statements, this liability represents resources that have been received, but not yet earned. In the fund financial statements, this liability also represents revenues considered measurable but not available during the current period.

Long-term Obligations

In the government-wide and proprietary fund financial statements, long-term debt and other long-term obligations are reported as liabilities in the applicable governmental activities, business-type activities, or proprietary fund statement of net assets. Bond premiums and issuance costs are deferred and amortized over the life of the bonds using the straight line method. Bonds payable are reported net of the applicable bond premium. Bond issuance costs are reported as deferred charges and amortized over the term of the related debt. Other long-term obligations include compensated absences, workers' compensation claims, capital leases, claims and judgments, annuities payable, and the net pension and OPEB obligations.

In the fund financial statements, governmental fund types recognize bond premiums and bond issuance costs during the current period. The face amount of debt issued is reported as other financing sources. Premiums received on debt issuances

are reported as other financing sources. Issuance costs, whether or not withheld from the actual debt proceeds received, are reported as debt service expenditures.

Capital Appreciation Bonds

Capital appreciation (deep-discount) bonds issued by the State, unlike most bonds, which pay interest semi-annually, do not pay interest until the maturity of the bonds. An investor who purchases a capital appreciation bond at its discounted price and holds it until maturity will receive an amount which equals the initial price plus an amount which has accrued over the life of the bond on a semiannual compounding basis. The net value of the bonds is accreted (the discount reduced), based on this semiannual compounding, over the life of the bonds. This deep-discount debt is reported in the government-wide statement of net assets at its net or accreted value rather than at face value.

Compensated Absences

The liability for compensated absences reported in the government-wide and proprietary fund statements consist of unpaid, accumulated vacation and sick leave balances. The liability has been calculated using the vesting method, in which leave amounts for both employees who currently are eligible to receive termination payments and other employees who are expected to become eligible in the future to receive such payments upon termination are included.

Vacation and sick policy is as follows: Employees hired on or before June 30, 1977, and managers regardless of date hired can accumulate up to a maximum of 120 vacation days. Employees hired after that date can accumulate up to a maximum of 60 days. Upon termination or death, the employee is entitled to be paid for the full amount of vacation days owed. No limit is placed on the number of sick days that an employee can accumulate. However, the employee is entitled to payment for accumulated sick time only upon retirement, or after ten years of service upon death, for an amount equal to one-fourth of his/her accrued sick leave up to a maximum payment equivalent to sixty days.

Pursuant to Special Act No. 09-06, the General Assembly enacted an Early Retirement Incentive Program in order to mitigate the deficit of the General Fund of the State. Under the provisions of this program, any employee participating in the program shall be eligible for payment of accrued sick days and for the balance of unused vacation leave in accordance with the existing rules as stated above, except for one modification. The modification provides that the balance of any compensated absences shall be paid in three equal annual installments beginning during fiscal year ending June 30, 2013.

g. Fund Balance

In the fund financial statements, governmental funds report reservations of fund balance for amounts that are not available for appropriation or are legally restricted by outside parties for use for a specific purpose.

h. Interest Rate Swap Agreements

The State has entered into interest rate swap agreements to modify interest rates on outstanding debt. These agreements

are considered to be derivative instruments and are discussed in more detail in Note No. 19.

i. Interfund Activities

In the fund financial statements, interfund activities are reported as follows:

Interfund receivables/payables - The current portion of interfund loans outstanding at the end of the fiscal year is reported as due from/to other funds; the noncurrent portion as advances to/from other funds. All other outstanding balances between funds are reported as due from/to other funds. Any residual balances outstanding between the governmental activities and business-type activities are reported in the government-wide financial statements as “internal balances.”

Interfund services provided and used - Sales and purchases of goods and services between funds for a price approximating their external exchange value. Interfund services provided and used are reported as revenues in seller funds and expenditures or expenses in purchaser funds. In the statement of activities, transactions between the primary government and its discretely presented component units are reported as revenues and expenses, unless they represent repayments of loans or similar activities.

Interfund transfers - Flows of assets without equivalent flows of assets in return and without a requirement for repayment. In governmental funds, transfers are reported as other financing uses in the funds making transfers and as other financing sources in the funds receiving transfers. In proprietary funds, transfers are reported after nonoperating revenues and expenses.

Interfund reimbursements - Repayments from the funds responsible for particular expenditures or expenses to the funds that initially paid for them. Reimbursements are not reported in the financial statements.

j. Food Stamps

Food stamps distributed to recipients during the year are recognized as both an expenditure and a revenue in the governmental fund financial statements.

k. External Investment Pool

Assets and liabilities of the Short-Term Investment Fund are allocated ratably to the External Investment Pool Fund based on its investment in the Short-Term Investment Fund (see Note 4). Pool income is determined based on distributions made to the pool’s participants.

l. Use of Estimates

The preparation of the financial statements in conformity with GAAP requires management to make estimates and assumptions that affect the reported amounts and disclosures in the financial statements. Actual results could differ from those estimates.

Note 2 Budgetary vs. GAAP Basis of Accounting

The following is a reconciliation of the net change in fund balances as reported in the budgetary and GAAP basis of

accounting statements of revenues, expenditures, and changes in fund balances (amounts in thousands):

	General Fund	Transportation Fund
Net change in fund balances (budgetary basis)	\$ 449,869	\$ 11,793
Adjustments:		
Increases (decreases) in revenue accruals:		
Receivables and Other Assets	(155,746)	1,077
(Increases) decreases in expenditure accruals:		
Accounts Payable and Other Liabilities	(160,928)	(5,257)
Salaries and Fringe Benefits Payable	(7,805)	(598)
Increase in Continuing Appropriations	32,704	4,653
Plus Long-Term Note Proceeds	947,578	-
Less Transfer From Budget Reserve Fund	(1,278,475)	-
Fund Reclassification-Bus Operations	-	(2,939)
Net change in fund balances (GAAP basis)	\$ (172,803)	\$ 8,729

The major differences between the budgetary (legal) and the GAAP (generally accepted accounting principles) basis of accounting as reconciled above are as follows:

1. Revenues are recorded when received in cash except for certain year-end accruals (budgetary basis) as opposed to revenues being recorded when they are susceptible to accrual (GAAP basis).
2. Expenditures are recorded when paid in cash (budgetary basis) as opposed to expenditures being recorded when the related fund liability is incurred (GAAP basis).
3. For budgetary reporting purposes, continuing appropriations are reported with other financing sources and uses in the determination of the budgetary surplus or deficit to more fully demonstrate compliance with authorized spending for the year. For GAAP purposes, continuing appropriations are excluded from operations and reported as reserved fund balance.

Note 3 Nonmajor Fund Deficits

The following funds have deficit fund/net assets balances at June 30, 2010, none of which constitutes a violation of statutory provisions (amounts in thousands).

<u>Special Revenue</u>	
Consumer Counsel Public Utility Control	\$ 2,188
<u>Enterprise</u>	
Bradley Parking Garage	\$ 23,789
<u>Internal Service</u>	
Administrative Services	\$ 32,732

Note 4 Cash Deposits and Investments

According to GASB Statement No. 40, “*Deposit and Investment Risk Disclosures*”, the State needs to make certain disclosures about deposit and investment risks that have the potential to result in losses. Thus, the following deposit and investment risks are discussed in this note:

Interest Rate Risk - the risk that changes in interest rates will adversely affect the fair value of an investment.

Credit Risk - the risk that an issuer or other counterparty to an investment will not fulfill its obligations.

Concentration of Credit Risk - the risk of loss attributed to the magnitude of an investment in a single issuer.

Custodial Credit Risk (deposits) - the risk that, in the event of a bank failure, the State's deposits may not be recovered.

Custodial Credit Risk (investments) - the risk that, in the event of a failure of the counterparty, the State will not be able to recover the value of investments or collateral securities that are in the possession of an outside party.

Foreign Currency Risk - the risk that changes in exchange rates will adversely affect the fair value of an investment or deposit.

Primary Government

The State Treasurer is the chief fiscal officer of State government and is responsible for the prudent management and investment of monies of State funds and agencies as well as monies of pension and other trust funds. The State Treasurer with the advice of the Investment Advisory Council, whose members include outside investment professionals and pension beneficiaries, establishes investment policies and guidelines. Currently, the State Treasurer manages one Short-Term Investment Fund, one Medium-Term Investment Fund, and eleven Combined Investment Funds.

Short-Term Investment Fund (STIF)

STIF is a money market investment pool in which the State, municipal entities, and political subdivisions of the State are eligible to invest. The State Treasurer is authorized to invest monies of STIF in United States government and agency obligations, certificates of deposit, commercial paper, corporate bonds, savings accounts, bankers' acceptances, repurchase agreements, asset-backed securities, and student loans. STIF's investments are reported at amortized cost (which approximates fair value) in the fund's statement of net assets.

For financial reporting purposes, STIF is considered to be a mixed investment pool – a pool having external and internal portions. The external portion of STIF (i.e. the portion that belongs to participants which are not part of the State's financial reporting entity) is reported as an investment trust fund (External Investment Pool fund) in the fiduciary fund financial statements. The internal portion of STIF (i.e., the portion that belongs to participants that are part of the State's financial reporting entity) is not reported in the accompanying financial statements. Instead, investments in the internal portion of STIF by participant funds are reported as cash equivalents in the government-wide and fund financial statements.

As of June 30, 2010, STIF had the following investments and maturities (amounts in thousands):

Investment Type	Short-Term Investment Fund		
	Amortized Cost	Investment Maturities (in years)	
		Less Than 1	1-5
Floating Rate Notes	\$ 35,323	\$ 35,323	\$ -
Federal Agency Securities	1,117,795	1,117,795	-
US Gov. Guaranteed Securities	187,521	177,422	10,099
Government Money Market Funds	450,000	450,000	-
Repurchase Agreements	459,126	459,126	-
Bank Commercial Paper	475,000	475,000	-
Total Investments	\$ 2,724,765	\$ 2,714,666	\$ 10,099

Interest Rate Risk

The STIF's policy for managing interest rate risk is to limit investment to a very short weighted average maturity, not to exceed 90 days, and to comply with Standard and Poor's requirement that the weighted average maturity not to exceed 60 days. As of June 30, 2010, the weighted average maturity of the STIF was 19 days. Additionally, STIF is allowed by policy to invest in floating-rate securities, and investments in such securities with maturities up to two years are limited to no more than 20 percent of the overall portfolio. For purposes of the fund's weighted average maturity calculation, variable-rate securities are calculated using their rate reset date. Because these securities reprice frequently to prevailing market rates, interest rate risk is substantially reduced. As of June 30, 2010, the amount of STIF's investments in variable-rate securities was \$919 million.

Credit Risk

The STIF's policy for managing credit risk is to invest in debt securities that fall within the highest short-term or long-term rating categories by nationally recognized rating organizations. As of June 30, 2010, STIF's investments were rated by Standard and Poor's as follows (amounts in thousands):

Investment Type	Short-Term Investment Fund			
	Amortized Cost	Quality Ratings		
		AAA	AA	Unrated
Floating Rate Notes	\$ 35,323	\$ -	\$ -	\$ 35,323
Federal Agency Securities	1,117,795	1,117,795	-	-
US Gov. Guaranteed and Insured Securities	187,521	187,521	-	-
Government Money Market Funds	450,000	450,000	-	-
Repurchase Agreements	459,126	-	459,126	-
Bank Commercial Paper	475,000	-	475,000	-
Total Investments	\$ 2,724,765	\$ 1,755,316	\$ 934,126	\$ 35,323

Concentration of Credit Risk

STIF reduces its exposure to this risk by requiring that not more than 10 percent of its portfolio be invested in securities of any one issuer, except for overnight or two-business day repurchase agreements and U.S. government and agency securities. As of June 30, 2010, STIF's investments in any one issuer that represents more than 5 percent of total investments were as follows (amounts in thousands):

Investment Issuer	Amortized Cost
US Bank	\$ 475,000
Federal Home Loan Bank	\$ 297,005
RBS Citizens Bank	\$ 359,126
Federal Farm Credit	\$ 337,924
Freddie Mac	\$ 401,748
Goldman Sacks	\$ 253,298
BlackRock	\$ 225,000

Custodial Credit Risk-Bank Deposits-Nonnegotiable Certificate of Deposits and NOW Accounts (amounts in thousands):

The STIF follows policy parameters that limit deposits in any one entity to a maximum of ten percent of assets. Further, the certificate of deposits must be issued from commercial banks

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whose short-term debt is rated at least A-1 by Standard and Poor's and F-1 by Fitch and whose long-term debt is rated at least A and its issuer rating is at least "C". As of June 30, 2010, \$1,854,000 of the bank balance of STIF's deposits of \$1,855,000 was exposed to custodial credit risk as follows:

Uninsured and uncollateralized	\$ 1,668,600
Uninsured and collateral held by trust department of either the pledging bank or another bank not in the name of the State	<u>185,400</u>
Total	<u>\$ 1,854,000</u>

Short-Term Plus Investment Fund (STIF Plus)

STIF Plus is a money market and short-term bond investment pool in which the State, municipal entities, and political subdivisions of the State are eligible to invest. The State Treasurer is authorized to invest monies of STIF Plus in U.S. government and agency obligations, certificates of deposit, commercial paper, corporate bonds, saving accounts, bankers' acceptance, repurchase agreements, and asset-backed securities. STIF Plus' investments are reported at fair value on the fund's statement of net assets.

For financial reporting purposes, STIF Plus is considered to be an internal investment pool and is not reported in the accompanying financial statements. Instead, investments in STIF Plus by participant funds are reported as other investments in the government-wide and fund financial statements.

As of June 30, 2010, STIF Plus had the following investments and maturities (amount in thousands):

Investment Type	Short-Term Plus Investment Fund		
	Fair Value	Investment Maturities (in years)	
		Less Than 1	1-5
Corporate Notes	\$ 44,478	\$ 44,478	\$ -
Asset Backed Securities	8,064	5,574	2,490
Total Investments	<u>\$ 52,542</u>	<u>\$ 50,052</u>	<u>\$ 2,490</u>

Interest Rate Risk

STIF Plus' policy for managing this risk is to perform, on a quarterly basis, an interest rate sensitivity analysis on the duration and the market value of the portfolio to determine the potential effect of a 200 basis point movement in interest rates. As of June 30, 2010, the weighted average maturity of STIF Plus was 105 days. In addition, STIF Plus is allowed to invest in floating-rate debt securities. For purposes of the fund's weighted average maturity calculation, variable-rate securities are calculated using their rate reset date. Because these securities reprise frequently to prevailing market rates, interest rate risk is substantially reduced. As of June 30, 2010, STIF Plus's investment in variable-rate securities was \$50 million.

Credit Risk

The STIF Plus manages its credit risk by investing only in debt securities that fall within the highest short-term or long-term rating categories by nationally recognized rating organizations. As of June 30, 2010, STIF Plus' investments were rated by Standard and Poor's as follows (amounts in thousands):

Investment Type	Short-Term Plus Investment Fund					
	Fair Value	Quality Ratings				
		AAA	AA	A	B	C
Corporate Notes	\$ 44,477	\$ -	\$ 17,992	\$ 26,485	\$ -	\$ -
Asset Backed Securities	8,065	5,267	-	-	1,585	1,213
Total	<u>\$ 52,542</u>	<u>\$ 5,267</u>	<u>\$ 17,992</u>	<u>\$ 26,485</u>	<u>\$ 1,585</u>	<u>\$ 1,213</u>

Concentration of Credit Risk

STIF Plus' policy for managing this risk is to limit the amount it may invest in any single corporate entity or federal agency to 5 percent and 15 percent, respectively, at the time of purchase. As of June 30, 2010, STIF Plus' investments in any one issuer that represents more than 5 percent of total investments were as follows (amounts in thousands):

Investment Issuer	Fair Value
GE Capital Corp	\$ 10,000
Goldman Sachs	\$ 9,831
Merrill Lynch	\$ 9,712
Wells Fargo	\$ 7,993
Citigroup	\$ 6,942

Combined Investment Funds (CIFS)

The CIFS are open-ended, unitized portfolios in which the State pension trust and permanent funds are eligible to invest. The State pension trust and permanent funds own the units of the CIFS. The State Treasurer is also authorized to invest monies of the CIFS in a broad range of fixed income and equity securities, as well as real estate properties, mortgages and private equity. CIFS' investments are reported at fair value in each fund's statement of net assets.

For financial reporting purposes, the CIFS are considered to be internal investment pools and are not reported in the accompanying financial statements. Instead, investments in the CIFS by participant funds are reported as equity in the CIFS in the government-wide and fund financial statements. As of June 30, 2010, the amount of equity in the CIFS reported in the financial statements was as follows (amounts in thousands):

	Primary Government		
	Governmental Activities	Business-Type Activities	Fiduciary Funds
	Equity in the CIFS	\$ 93,193	\$ 603
Other Investments	696,910	48,950	884,741
Total Investments-Current	<u>\$ 790,103</u>	<u>\$ 49,553</u>	<u>\$ 22,660,536</u>

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As of June 30, 2010, the CIFS had the following investments and maturities (amounts in thousands):

Combined Investment Funds

Investment Type	Fair Value	Investment Maturities (in Years)			
		Less Than 1	1 - 5	6 - 10	More Than 10
Cash Equivalents	\$ 1,640,653	\$ 1,476,783	\$ -	\$ -	\$ 163,870
Asset Backed Securities	91,299	1,442	83,312	6,545	-
Government Securities	2,823,711	284,301	968,336	712,400	858,674
Government Agency Securities	834,379	1,873	44,190	57,216	731,100
Mortgage Backed Securities	323,167	3,651	49,252	9,874	260,390
Corporate Debt	1,603,717	92,533	599,208	624,132	287,844
Convertible Debt	42,184	2,708	24,393	2,068	13,015
Mutual Fund	273,962	-	-	-	273,962
Total Debt Instruments	7,633,072	\$ 1,863,291	\$ 1,768,691	\$ 1,412,235	\$ 2,588,855
Common Stock	10,344,405				
Preferred Stock	68,897				
Real Estate Investment Trust	98,856				
Mutual Fund	736,370				
Limited Liability Corporation	4,239				
Trusts	2,709				
Limited Partnerships	2,896,391				
Total Investments	\$ 21,784,939				

Interest Rate Risk

CIFS' investment managers are given full discretion to manage their portion of CIFS' assets within their respective guidelines and constraints. The guidelines and constraints require each manager to maintain a diversified portfolio at all times. In addition, each core manager is required to maintain a target duration that is similar to its respective benchmark which is typically the Barclays Aggregate-an intermediate duration index.

Credit Risk

The CIFS minimizes exposure to this risk in accordance with a comprehensive investment policy statement, as developed by the Office of the Treasurer and the State's Investment Advisory Council, which provides policy guidelines for the CIFS and includes an asset allocation plan. The asset allocation plan's main objective is to maximize investment returns over the long term at an acceptable level of risk. As of June 30, 2010, CIFS' debt investments were rated by Moody's as follows (amounts in thousands):

Combined Investment Funds

	Fair Value	Asset							
		Cash Equivalents	Backed Securities	Government Securities	Government Agency Securities	Mortgage Backed Securities	Corporate Debt	Convertible Debt	Mutual Fund
Aaa	\$ 3,038,956	\$ -	\$ 55,094	\$ 1,921,763	\$ 738,171	\$ 191,445	\$ 132,483	\$ -	\$ -
Aa	300,391	35,700	7,834	70,879	-	9,628	176,350	-	-
A	410,861	44,000	271	129,918	-	3,955	232,355	362	-
Baa	558,753	-	1,199	236,443	-	14,137	306,877	97	-
Ba	304,201	-	-	133,776	-	5,885	162,782	1,758	-
B	330,843	-	-	42,516	-	203	281,022	7,102	-
Caa	139,359	-	-	-	-	6,814	130,146	2,399	-
Ca	7,252	-	-	1,748	-	-	5,504	-	-
C	1,469	-	-	-	-	877	592	-	-
MIG 1	8,259	-	-	8,259	-	-	-	-	-
Prime 1	345,685	314,245	1,440	-	-	-	30,000	-	-
Not Rated	2,187,044	1,246,709	25,461	278,409	96,208	90,222	145,606	30,467	273,962
Total	\$ 7,633,073	\$ 1,640,654	\$ 91,299	\$ 2,823,711	\$ 834,379	\$ 323,166	\$ 1,603,717	\$ 42,185	\$ 273,962

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Foreign Currency Risk

The CIFS manage exposure to this risk by utilizing a strategic hedge ratio of 50 percent for the developed market portion of the International Stock Fund (a Combined Investment Fund). This strategic hedge ratio represents the neutral stance or desired long-term exposure to currency for the ISF. To implement this policy, currency specialists actively manage the currency portfolio as an overlay strategy to the equity investment managers. These specialists may manage the portfolio passively or actively depending on opportunities in the market place. While managers within the fixed income portion of the portfolio are allowed to invest in non-U.S. denominated securities, managers are required to limit that investment to a portion of their respective portfolios. As of June 30, 2010, CIFS' foreign deposits and investments were as follows (amounts in thousands):

Foreign Currency	Combined Investment Funds										
	Fixed Income Securities							Equities			
	Total	Cash	Government Securities	Mutual Funds	Corporate Debt	Convertible Securities	Asset Backed	Mortgage Backed	Common Stock	Preferred Stock	Real Estate Investment Trust
Argentine Peso	\$ 1,084	\$ 77	\$ 1,007	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -
Australian Dollar	258,256	309	12,197	-	17,519	-	-	-	214,960	19.00	13,252
Brazilian Real	179,428	3,166	50,777	-	7,234	295	-	-	76,404	41,552	-
Canadian Dollar	100,682	442	8,160	-	-	-	-	-	92,080	-	-
Chilean Peso	1,084	1	-	-	582	-	-	-	345	156	-
Colombian Peso	16,603	-	7,619	-	8,984	-	-	-	-	-	-
Czech Koruna	15,382	211	-	-	-	-	-	-	15,171	-	-
Danish Krone	44,277	215	-	-	-	-	-	-	44,062	-	-
Egyptian Pound	21,263	239	5,989	-	-	-	-	-	15,035	-	-
Euro Currency	1,229,218	3,989	39,040	-	6,524	-	2,149	1,538	1,158,612	13,634	3,732
Ghana Cedi	240	-	240	-	-	-	-	-	-	-	-
Hong Kong Dollar	423,373	600	-	93	-	-	-	-	422,052	-	628
Hungarian Forint	39,427	366	8,177	-	-	-	-	-	30,884	-	-
Iceland Krona	2	2	-	-	-	-	-	-	-	-	-
Indian Rupee	238	-	-	-	238	-	-	-	-	-	-
Indonesian Rupiah	92,502	125	13,066	-	13,083	-	-	-	66,228	-	-
Israeli Shekel	336	-	-	-	-	-	-	-	336	-	-
Japanese Yen	889,509	4,767	4,160	-	-	362	-	-	878,277	-	1,943
Kazakhstan Tenge	2,063	-	-	-	2,063	-	-	-	-	-	-
Malaysian Ringgit	76,137	15	22,445	-	3,679	-	-	-	49,998	-	-
Mexican Peso	96,933	1,839	41,406	-	-	-	-	-	53,688	-	-
Moroccan Dirham	430	30	-	-	-	-	-	-	400	-	-
New Russian Rubel	3,622	70	-	-	3,552	-	-	-	-	-	-
New Taiwan Dollar	64,030	474	-	-	-	-	-	-	63,556	-	-
New Zealand Dollar	42,681	191	32,822	49	-	-	-	-	9,609	-	10
Nigerian Naria	3,934	-	-	-	3,934	-	-	-	-	-	-
Norwegian Krone	32,836	111	6,431	-	-	-	-	-	26,294	-	-
Pakistan Rupee	170	170	-	-	-	-	-	-	-	-	-
Peruvian Nouveau Sol	1,296	-	1,296	-	-	-	-	-	-	-	-
Philippine Peso	21,160	11	-	-	-	-	-	-	21,149	-	-
Polish Zloty	60,926	5	33,589	-	-	-	-	-	27,332	-	-
Pound Sterling	789,570	1,744	-	-	-	-	-	-	784,189	-	3,637
Singapore Dollar	79,385	513	-	-	-	-	-	-	74,600	-	4,272
South African Rand	115,933	982	26,425	-	96	-	-	-	88,430	-	-
South Korean Won	386,354	466	5,369	-	-	-	-	-	369,387	11,132	-
Sri Lanka Rupee	202	-	-	-	202	-	-	-	-	-	-
Swedish Krona	93,854	1,647	-	-	-	-	-	-	92,207	-	-
Swiss Franc	345,585	651	-	-	-	-	-	-	344,934	-	-
Thailand Baht	96,871	-	9,468	-	996	-	-	-	86,407	-	-
Turkish Lira	111,662	308	17,446	-	-	-	-	-	93,908	-	-
Zambian Kwacha	362	-	-	-	362	-	-	-	-	-	-
Total	\$ 5,738,900	\$ 23,736	\$ 347,129	\$ 142	\$ 69,048	\$ 657	\$ 2,149	\$ 1,538	\$ 5,200,534	\$ 66,493	\$ 27,474

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Derivatives

As of June 30, 2010, the CIFS held the following derivative investments:

Derivative Investments	Fair Value
Asset Backed Securities	\$ 74,806
Mortgage Backed Securities	109,747
Collateralized Mortgage Obligations	229,719
TBA's	101,398
Interest Only Securities	709
Options	942
Adjustable Rate Securities	1,110,057
Total	<u>\$ 1,627,378</u>

The CIFS invest in derivative investments for trading purposes and to enhance investment returns. The credit exposure resulting from these investments is limited to their fair value at year end.

The CIFS also invest in foreign currency contracts. Contracts to buy are used to acquire exposure to foreign currencies, while contracts to sell are used to hedge the CIFS' investments against currency fluctuations. Losses may arise from changes in the value of the foreign currency or failure of the counterparties to perform under the contracts' terms. As of June 30, 2010, the fair value of contracts to buy and contracts to sell was \$4,248 million and \$4,182 million, respectively.

Custodial Credit Risk-Bank Deposits

The CIFS minimize this risk by maintaining certain restrictions set forth in the Investment Policy Statement. The CIFS use a Liquidity Account which is a cash management pool investing in highly liquid money market securities. As of June 30, 2010, the CIFS had deposits with a bank balance of \$40.2 million which was uninsured and uncollateralized.

Complete financial information about the STIF, STIF Plus, and the CIFS can be obtained from financial statements issued by the Office of the State Treasurer.

Other Investments

As of June 30, 2010, the State had other investments and maturities as follows (amounts in thousands):

Investment Type	Other Investments				
	Fair Value	Investment Maturities (in years)			
		Less Than 1	1-5	6-10	More Than 10
Repurchase Agreements	\$ 4,999	\$ 4,999	\$ -	\$ -	\$ -
State Bonds	42,866	1,730	5,921	17,346	17,869
U.S. Government Securities	80,746	27,294	39,149	10,928	3,375
Guaranteed Investment Contracts	390,651	105,930	55,680	109,048	119,993
Tax Exempt Proceeds Fund	16,203	16,203	-	-	-
Money Market Funds	10,584	10,584	-	-	-
Total Debt Investments	<u>546,049</u>	<u>\$ 166,740</u>	<u>\$ 100,750</u>	<u>\$ 137,322</u>	<u>\$ 141,237</u>
Annuity Contracts	179,569				
Endowment Pool	9,649				
Limited Partnership	150				
Total Investments	<u>\$ 735,417</u>				

Credit Risk

As of June 30, 2010, other investments were rated by Standard and Poor's as follows (amounts in thousands):

Investment Type	Other Investments				
	Fair Value	AAA	AA	A	Unrated
Repurchase Agreements	\$ 4,999	\$ 4,999	\$ -	\$ -	\$ -
State Bonds	42,866	-	42,866	-	-
Guaranteed Investment Contracts	390,651	71,516	216,266	102,869	-
Tax Exempt Proceeds Fund	16,203	-	-	-	16,203
Money Market Funds	10,584	11	-	-	10,573
Total	<u>\$ 465,303</u>	<u>\$ 76,526</u>	<u>\$ 259,132</u>	<u>\$ 102,869</u>	<u>\$ 26,776</u>

Custodial Credit Risk-Bank Deposits (amounts in thousands):

The State maintains its deposits at qualified financial institutions located in the state to reduce its exposure to this risk. These institutions are required to maintain, segregated from its other assets, eligible collateral in an amount equal to 10 percent, 25 percent, 100 percent, or 120 percent of its public deposits. The collateral is held in the custody of the trust department of either the pledging bank or another bank in the name of the pledging bank. As of June 30, 2010, \$786,662 of the bank balance of the Primary Government of \$791,904 was exposed to custodial credit risk as follows:

Uninsured and uncollateralized	\$ 707,485
Uninsured and collateral held by trust department of either the pledging bank or another bank not in the name of the State	79,177
Total	<u>\$ 786,662</u>

Component Units

The Connecticut Housing Finance Authority (CHFA) and the Connecticut Health and Education Facilities Authority (CHEFA) reported the following investments and maturities as of 12-31-09 and 6-30-10, respectively (amounts in thousands):

Investment Type	Major Component Units			
	Fair Value	Investment Maturities (in years)		
		Less Than 1	1-5	More Than 10
Collateralized Mortgage Obligations	\$ 1,247	\$ -	\$ -	\$ 1,247
Corporate Finance Bonds	5,428	-	5,428	-
Federated Funds	868	868	-	-
Fidelity Tax Exempt Fund	17,773	17,773	-	-
GNMA Program Assets	936,829	-	-	936,829
Guaranteed Investment Contracts	36,241	-	36,241	-
Mortgage Backed Securities	2,403	-	413	1,990
Repurchase Agreements	4,555	-	-	4,555
U.S. Government Securities	2,262	1,496	-	766
Structured Securities	685	-	-	685
Money Market Funds	412,676	412,676	-	-
Total	<u>\$ 1,420,967</u>	<u>\$ 432,813</u>	<u>\$ 42,082</u>	<u>\$ 946,072</u>

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The CHFA and the CHEFA own 68.3 percent and 31.7 percent of the above investments, respectively. GNMA Program Assets represent securitized home mortgage loans of CHFA which are guaranteed by the Government National Mortgage Association.

Interest Rate Risk

CHFA

Exposure to declines in fair value is substantially limited to GNMA Program Assets. The Authority's investment policy requires diversification of its investment portfolio to eliminate the risk of loss resulting from, among other things, an over-concentration of assets in a specific maturity.

CHEFA

The Authority manages its exposure to this risk by designing its portfolio of unrestricted investments with the objective of regularly exceeding the average return of 90 day U.S. Treasury Bills. This is considered to be a benchmark for riskless investment transactions and therefore represents a minimum standard for the portfolio's rate of return. The Authority's policy as it relates to restricted investments provides that all restricted accounts be invested in strict accordance with the bond issue trust indentures, with the above policy and with applicable Connecticut State Law.

Credit Risk

CHFA

The Authority's investments are limited by state Statutes to United States Government obligations, including its agencies or instrumentalities, investments guaranteed by the state, investments in the CIFS, and other obligations which are legal investments for savings banks in the state. Repurchase agreements, certificate of deposits, and the Federated and Fidelity Funds are fully collateralized by obligations issued by the United States Government or its agencies. Mortgage Backed Securities are fully collateralized by the Federal National Mortgage Association, the Federal Home Loan Mortgage Corporation or the Government National Mortgage Association, and Collateralized Mortgage Obligations are fully collateralized by the United States Department of Housing and Urban Development mortgage pools.

CHEFA

The Authority has an investment policy that would further limit its investment choices beyond those limited by state statutes for both unrestricted and restricted investments. For example, investments that may be purchased by the Authority with the written approval of an officer, provided that the investment has a maturity of one year or less, are as follows: obligations issued or guaranteed by the U.S. Government, including FDIC; qualified money market funds investing in short-term securities as permitted by the Authority's enabling legislation; State's Short-Term Investment Fund (STIF) provided it maintains a "AAA" rating by Standard and Poor's; and qualified repurchase agreements secured by obligations issued or guaranteed by the U.S. Government.

CHFA's and CHEFA's investments were rated as of 12-31-09 and 6-30-10, respectively, as follows (amounts in thousands):

Investment Type	Component Units					
	Fair Value	AAA	AA	Quality Ratings		
				BBB	D	Unrated
Collateralized Mortgage Obligations	\$ 1,247	\$ -	\$ 1,247	\$ -	\$ -	\$ -
Corporate Finance Bonds	5,428	-	-	5,428	-	-
Federated Funds	868	-	-	-	-	868
Fidelity Tax Exempt Fund	17,773	-	-	-	-	17,773
GNMA Assets	936,829	-	-	-	-	936,829
Guaranteed Investment Contracts	36,241	-	36,241	-	-	-
Mortgage Backed Securities	2,403	-	-	-	-	2,403
Repurchase Agreements	4,555	-	-	-	-	4,555
Structured Securities	685	-	-	-	685	-
Money Market Funds	412,676	412,676	-	-	-	-
Total	\$ 1,418,705	\$ 412,676	\$ 37,488	\$ 5,428	\$ 685	\$ 962,428

Concentration of Credit Risk

CHFA

The Authority's investment policy requires diversification of its investment portfolio to eliminate the risk of loss resulting from, among other things, an over-concentration of assets with a specific issuer. As of December 31, 2010, the Authority had no investments in any one issuer that represents 5 percent or more of total investments, other than investments guaranteed by the U.S. Government (GNMA Program Assets).

CHEFA

For unrestricted investments, the Authority places limits on the amount of investment in any one issuer. No issuer other than the United States Treasury or the State's Short-Term Investment Fund shall constitute greater than 5 percent of unrestricted investments, except for qualified money market or mutual bond funds, none of which shall constitute greater than 50 percent of general fund investments. At year end, the Authority was in compliance with this policy. The Authority places no limit on the amount of investments in any one issuer for restricted investments. At year end, the Authority's guaranteed investment contracts with Trinity Funding LLC exceeded 5 percent of the Authority's portfolio.

Security Lending Transactions

Certain of the Combined Investment Funds are permitted by State Statute to engage in security lending transactions to provide incremental returns to the funds. The funds' master custodian is authorized to lend available securities to authorized broker-dealers and banks subject to a form loan agreement.

During the year, the master custodian lent certain securities and received cash or other collateral as indicated on the Securities Lending Authorization Agreement. The master custodian did not have the ability to pledge or sell collateral securities received absent a borrower default. Borrowers were required to deliver collateral for each loan equal to at least 100 percent of the market value of the loaned securities.

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According to the Agreement, the master custodian has an obligation to indemnify the funds in the event any borrower failed to return the loaned securities or pay distributions thereon. There were no such failures during the fiscal year that resulted in a declaration and notice of Default of the Borrower. During the fiscal year, the funds and the borrowers maintained the right to terminate all securities lending transactions upon notice. The cash collateral received on each loan was invested in an individual account known as the State of Connecticut Collateral Investment Trust. At year end, the funds had no credit exposure to borrowers because the value of the collateral held and the market value of securities on loan were \$2,830.3 million and \$2,751.0 million, respectively.

Under normal circumstances, the average duration of collateral investments is managed so that it will not exceed (a) 120 days or (b) the average duration of the loans by more than 45 days. If any of these limits is exceeded for any 3-day period, the Trustee shall take certain actions. At year end, the average duration of the collateral investments was 25.9 days; the average duration of the loans was unknown, although it is assumed to remain at 1 day.

Note 5 Receivables-Current

As of June 30, 2010, current receivables consisted of the following (amounts in thousands):

	Primary Government		
	Governmental Activities	Business-Type Activities	Component Units
Taxes	\$ 1,212,937	\$ -	\$ -
Accounts	1,019,504	567,175	29,099
Loans-Current Portion	-	303,066	21,327
Other Governments	971,554	23,165	-
Interest	1,337	12,679	618
Other (1)	19,898	4,721	546
Total Receivables	3,225,230	910,806	51,590
Allowance for Uncollectibles	(951,180)	(90,248)	(2,391)
Receivables, Net	\$ 2,274,050	\$ 820,558	\$ 49,199

(1) Includes a reconciling amount of \$19,898 from fund financial statements to government-wide financial statements.

Note 6 Taxes Receivable

Taxes receivable consisted of the following as of June 30, 2010 (amounts in thousands):

	Governmental Activities		
	General	Transportation	Total
	Fund	Fund	
Sales and Use	\$ 541,466	\$ -	\$ 541,466
Income Taxes	367,087	-	367,087
Corporations	39,522	-	39,522
Gasoline and Special Fuel	-	43,091	43,091
Various Other	221,771	-	221,771
Total Taxes Receivable	1,169,846	43,091	1,212,937
Allowance for Uncollectibles	(190,630)	-	(190,630)
Taxes Receivable, Net	\$ 979,216	\$ 43,091	\$ 1,022,307

Note 7 Receivables-Noncurrent

Noncurrent receivables for the primary government and its component units, as of June 30, 2010, consisted of the following (amounts in thousands):

	Primary Government		
	Governmental Activities	Business-Type Activities	Component Units
Accounts	\$ -	\$ -	\$ 16,584
Loans	256,463	622,817	169,174
Total Receivables	256,463	622,817	185,758
Allowance for Uncollectibles	(2,706)	(2,810)	(11,291)
Receivables, Net	\$ 253,757	\$ 620,007	\$ 174,467

The Clean Water fund (business-type activities) loans funds to qualified municipalities for planning, design, and construction of water quality projects. These loans are payable over a 20 year period at an annual interest rate of 2 percent and are secured by the full faith and credit or revenue pledges of the municipalities, or both. At year end, the noncurrent portion of loans receivable was \$538.4 million.

The Connecticut Higher Education Supplemental Loan Authority (a component unit) makes loans to individuals from the proceeds of bonds issued by the Authority. The loans bear interest rates ranging from 0 percent to 9.7 percent. At year end, the noncurrent portion of loans receivable was \$106.7 million.

Note 8 Restricted Assets

Restricted assets are defined as resources that are restricted by legal or contractual requirements. As of June 30, 2010, restricted assets were comprised of the following (amounts in thousands):

					Total
	Cash & Cash Equivalents	Investments	Loans, Net of Allowances	Other	Restricted Assets
Governmental Activities:					
Debt Service	\$ 687,752	\$ -	\$ -	\$ -	\$ 687,752
Environmental	3,449	-	-	-	3,449
Total-Governmental Activities	\$ 691,201	\$ -	\$ -	\$ -	\$ 691,201
Business-Type Activities:					
Bradley International Airport	\$ 90,821	\$ 13,258	\$ -	\$ 2,225	\$ 106,304
UConn/Health Center	152,322	-	-	5,258	157,580
Clean Water	67,543	306,220	-	-	373,763
Other Proprietary	37,838	26,302	-	-	64,140
Total-Business-Type Activities	\$ 348,524	\$ 345,780	\$ -	\$ 7,483	\$ 701,787
Component Units:					
CHFA	\$ 666,467	\$ 952,027	\$ 3,373,682	\$ 323,409	\$ 5,315,585
CHEFA	461,702	-	-	104	461,806
Other Component Units	113,316	25,115	-	8,713	147,144
Total-Component Units	\$ 1,241,485	\$ 977,142	\$ 3,373,682	\$ 332,226	\$ 5,924,535

Note 9 Current Liabilities

a. Accounts Payable and Accrued Liabilities

As of June 30, 2010, accounts payable and accrued liabilities consisted of the following (amounts in thousands):

	<u>Vendors</u>	<u>Salaries and Benefits</u>	<u>Interest</u>	<u>Other</u>	<u>Total Payables & Accrued Liabilities</u>
Governmental Activities:					
General	\$ 121,988	\$ 250,302	\$ -	\$ -	\$ 372,290
Transportation	15,376	13,767	-	-	29,143
Other Governmental	202,001	23,645	-	16,126	241,772
Internal Service	2,325	2,374	-	1,153	5,852
Reconciling amount from fund financial statements to government-wide financial statements	-	-	157,020	5,742	162,762
Total-Governmental Activities	<u>\$ 341,690</u>	<u>\$ 290,088</u>	<u>\$ 157,020</u>	<u>\$ 23,021</u>	<u>\$ 811,819</u>
Business-Type Activities:					
UConn/Health Center	\$ 30,448	\$ 79,275	\$ -	\$ 28,127	\$ 137,850
State Universities	9,993	40,909	1,917	-	52,819
Other Proprietary	20,162	31,011	19,055	30,901	101,129
Total-Business-Type Activities	<u>\$ 60,603</u>	<u>\$ 151,195</u>	<u>\$ 20,972</u>	<u>\$ 59,028</u>	<u>\$ 291,798</u>
Component Units:					
CHFA	\$ -	\$ -	\$ 22,617	\$ 11,265	\$ 33,882
Other Component Units	2,739	-	1,478	26,278	30,495
Total-Component Units	<u>\$ 2,739</u>	<u>\$ -</u>	<u>\$ 24,095</u>	<u>\$ 37,543</u>	<u>\$ 64,377</u>

b. Notes Payable

Notes payable consist of the short-term portion of Bond Anticipation Notes as described in Note 18. The activity for the notes for the year ended June 30, 2010 was as follows (amounts in thousands):

	<u>Beginning Balance</u>	<u>Additions</u>	<u>Reductions</u>	<u>Ending Balance</u>
Bond Anticipation Notes	\$ 353,085	\$ -	\$ -	\$ 353,085

Note 10 Capital Assets

Capital asset activity for the year was as follows (amounts in thousands):

	<u>Beginning Balance (1)</u>	<u>Additions</u>	<u>Retirements</u>	<u>Ending Balance</u>
Governmental Activities				
Capital Assets not being Depreciated:				
Land	\$ 1,393,950	\$ 168,649	\$ 549	\$ 1,562,050
Construction in Progress	1,352,502	865,112	498,237	1,719,377
Total Capital Assets not being Depreciated	2,746,452	1,033,761	498,786	3,281,427
Other Capital Assets:				
Buildings	2,882,181	323,408	31,070	3,174,519
Improvements Other than Buildings	470,170	3,020	1,766	471,424
Equipment	1,750,385	129,865	229,611	1,650,639
Infrastructure	12,266,463	289,318	-	12,555,781
Total Other Capital Assets at Historical Cost	17,369,199	745,611	262,447	17,852,363
Less: Accumulated Depreciation For:				
Buildings	1,673,310	79,363	31,070	1,721,603
Improvements Other than Buildings	248,286	23,750	1,766	270,270
Equipment	1,541,821	294,753	229,611	1,606,963
Infrastructure	6,457,874	507,228	-	6,965,102
Total Accumulated Depreciation	9,921,291	905,094 *	262,447	10,563,938
Other Capital Assets, Net	7,447,908	(159,483)	-	7,288,425
Governmental Activities, Capital Assets, Net	<u>\$10,194,360</u>	<u>\$ 874,278</u>	<u>\$ 498,786</u>	<u>\$ 10,569,852</u>

(1) Restated - See Note No. 23

* Depreciation expense was charged to functions as follows:

Governmental Activities:	
Legislative	\$ 5,879
General Government	49,749
Regulation and Protection	32,794
Conservation and Development	15,279
Health and Hospitals	14,656
Transportation	652,918
Human Services	2,207
Education, Libraries and Museums	41,731
Corrections	49,909
Judicial	23,111
Capital assets held by the government's internal service funds are charged to the various functions based on the usage of the assets	16,861
Total Depreciation Expense	<u>\$ 905,094</u>

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	Beginning Balance	Additions	Retirements	Ending Balance
Business-Type Activities				
Capital Assets not being Depreciated:				
Land	\$ 59,628	\$ -	\$ 1	\$ 59,627
Construction in Progress	193,135	99,765	98,760	194,140
Total Capital Assets not being Depreciated	252,763	99,765	98,761	253,767
Capital Assets being Depreciated:				
Buildings	3,783,753	161,517	1,579	3,943,691
Improvements Other Than Buildings	494,703	25,244	447	519,500
Equipment	939,157	58,901	39,840	958,218
Total Other Capital Assets at Historical Cost	5,217,613	245,662	41,866	5,421,409
Less: Accumulated Depreciation For:				
Buildings	1,291,005	123,917	823	1,414,099
Improvements Other Than Buildings	243,430	21,920	44	265,306
Equipment	584,386	68,100	38,239	614,247
Total Accumulated Depreciation	2,118,821	213,937	39,106	2,293,652
Other Capital Assets, Net	3,098,792	31,725	2,760	3,127,757
Business-Type Activities, Capital Assets, Net	<u>\$ 3,351,555</u>	<u>\$ 131,490</u>	<u>\$ 101,521</u>	<u>\$ 3,381,524</u>

Component Units

Capital assets of the component units consisted of the following as of June 30, 2010 (amounts in thousands):

Land	\$ 29,031
Buildings	320,700
Improvements other than Buildings	3,067
Machinery and Equipment	415,139
Construction in Progress	14,670
Total Capital Assets	782,607
Accumulated Depreciation	(353,954)
Capital Assets, net	<u>\$ 428,653</u>

Note 11 State Retirement Systems

The State sponsors three major public employee retirement systems: the State Employees' Retirement System (SERS)-consisting of Tier I (contributory), Tier II (noncontributory) and Tier IIA (contributory), the Teachers' Retirement System (TRS), and the Judicial Retirement System (JRS).

The State Comptroller's Retirement Division under the direction of the Connecticut State Employees Retirement Division administers SERS and JRS. The Teachers' Retirement Board administers TRS. None of the above mentioned systems issue stand-alone financial reports. However, financial statements for SERS, TRS, and JRS are presented in Note No. 13.

Plan Descriptions and Funding Policy

Membership of each plan consisted of the following at the date of the latest actuarial evaluation:

	SERS 6/30/2010	TRS 6/30/2010	JRS 6/30/2010
Retirees and beneficiaries receiving benefits	41,782	30,493	212
Terminated plan members entitled to but not yet receiving benefits	1,602	1,315	2
Active plan members	50,064	51,368	230
Total	<u>93,448</u>	<u>83,176</u>	<u>444</u>

State Employees' Retirement System

Plan Description

SERS is a single-employer defined-benefit pension plan covering substantially all of the State full-time employees who are not eligible for another State sponsored retirement plan. Plan benefits, cost-of-living adjustments, contribution requirements of plan members and the State, and other plan provisions are described in Sections 5-152 to 5-192 of the General Statutes. The plan provides retirement, disability, and death benefits, and annual cost-of-living adjustments to plan members and their beneficiaries.

Funding Policy

The contribution requirements of plan members and the State are established and may be amended by the State legislature. Tier I Plan B regular and Hazardous Duty members are required to contribute 2 percent and 4 percent of their annual salary, respectively, up to the Social Security Taxable Wage Base plus 5 percent above that level; Tier I Plan C members are required to contribute 5 percent of their annual salary; Tier II Plan Hazardous Duty members are required to contribute 4 percent of their annual salary; Tier IIA Plan regular and Hazardous Duty members are required to contribute 2 percent and 5 percent of their annual salary, respectively. The State is required to contribute at an actuarially determined rate. Administrative costs of the plan are funded by the State. During fiscal year 2010, the State reduced the annual required contribution to the plan by \$176.9 million to help reduce the deficit of the State's General fund.

Teachers' Retirement System

Plan Description

TRS is a single-employer defined-benefit pension plan covering any teacher, principal, superintendent, or supervisor engaged in service of public schools in the State. Plan benefits, cost-of-living allowances, required contributions of plan members and the State, and other plan provisions are described in Sections 10-183b to 10-183pp of the General Statutes. The plan provides retirement,

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disability, and death benefits, and annual cost-of-living adjustments to plan members and their beneficiaries.

Funding Policy

The contribution requirements of plan members and the State are established and may be amended by the State legislature. Plan members are required to contribute 6 percent of their annual salary. The State is required to contribute at an actuarially determined rate. Administrative costs of the plan are funded by the State.

Judicial Retirement System

Plan Description

JRS is a single-employer defined-benefit pension plan covering any appointed judge or compensation commissioner in the State. Plan benefits, cost-of-living allowances, required contributions of plan members and the State, and other plan provisions are described in Sections 51-49 to 51-51 of the General Statutes. The plan provides retirement, disability, and death benefits, and annual cost-of-living adjustments to plan members and their beneficiaries.

Funding Policy

The contribution requirements of plan members and the State are established and may be amended by the State legislature. Plan members are required to contribute 6 percent of their annual salary. The State is required to contribute at an actuarially determined rate. Administrative costs of the plan are funded by the State.

Annual Pension Cost and Net Pension Obligation

The State's annual pension cost and net pension obligation for each plan for the current year were as follows (amounts in thousands):

	SERS	TRS	JRS
Annual required contribution	\$ 897,428	\$ 559,224	\$ 15,399
Interest on net pension obligation	213,181	(41,428)	4
Adjustment to annual required contribution	(157,856)	35,358	(3)
Annual pension cost	952,753	553,154	15,400
Contributions made	720,527	559,224	-
Increase (decrease) in net pension obligation	232,226	(6,070)	15,400
Net pension obligation (asset) beginning of year	2,508,005	(487,390)	49
Net pension obligation (asset) end of year	\$ 2,740,231	\$ (493,460)	\$ 15,449

Three-year trend information for each plan is as follows (amounts in thousands):

	Fiscal Year	Annual Pension Cost (APC)	Percentage of APC Contributed	Net Pension Obligation/(asset)
SERS	2008	\$ 776,227	91.7%	\$ 2,396,999
	2009	\$ 810,776	86.3%	\$ 2,508,005
	2010	\$ 952,753	75.6%	\$ 2,740,231
TRS	2008	\$ 542,508	464.2%	\$ (480,510)
	2009	\$ 532,423	101.3%	\$ (487,390)
	2010	\$ 553,154	101.1%	\$ (493,460)
JRS	2008	\$ 13,435	100%	\$ 48
	2009	\$ 14,174	100%	\$ 49
	2010	\$ 15,400	0%	\$ 15,449

Funded Status and Funding Progress

The following is funded status information for each plan as of June 30, 2010 the most recent actuarial valuation date (amounts in millions):

	Actuarial Value of Assets	Actuarial Liability (AAL)	Unfunded AAL (UAAL)	Funded Ratio (a/b)	Covered Payroll (c)	UAAL as a Percentage of Covered Payroll ((b-a)/c)
	(a)	(b)	(b-a)	(a/b)	(c)	((b-a)/c)
SERF	9,349.6	21,054.2	11,704.6	44.4%	3,295.7	355.1%
TRF	14,430.2	23,495.9	9,065.7	61.4%	3,646.0	248.6%
JRF	179.7	276.8	97.1	64.9%	31.6	307.3%

The schedule of funding progress, presented as RSI following the notes to the financial statements, presents multi-year trend information about whether the actuarial value of plan assets is increasing or decreasing over time relative to the actuarial accrued liability for benefits.

Actuarial Methods and Assumptions

The following is information as of the most recent actuarial valuation:

	SERF	TRF	JRS
Valuation Date	6/30/2010	6/30/2010	6/30/10
Actuarial Cost Method	Projected unit credit	Entry Age	Projected unit credit
Amortization Method	Level percent of payroll, closed	Level percent closed	Level percent of payroll, closed
Remaining Amortization Period	21 Years	25.3 years	21 Years
Asset Valuation Method	5-year smoothed market	4-year smoothed market	5-year smoothed market
Actuarial Assumptions:			
Investment Rate of Return	8.25%	8.5%	8.25%
Projected Salary Increases	4.0%-20.0%	4.0%-7.5%	5.25%
Includes inflation at	4.0%	4.0%	0.00%
Cost-of-Living Adjustments	2.7%-3.6%	2.0%-3.0%	2.75-5.25%

Defined Contribution Plan

The State also sponsors the Connecticut Alternate Retirement Program (CARP), a defined contribution plan. CARP is administered by the State Comptroller's Retirement Office under the direction of the Connecticut State Employees Retirement Division. Plan provisions, including contribution requirements of plan members and the State, are described in Section 5-156 of the General Statutes.

Unclassified employees at any of the units of the Connecticut State System of Higher Education are eligible to participate in the plan. Plan members are required to contribute 5 percent of their annual salaries. The State is required to contribute 8 percent of covered salary. During the year, plan members and the State contributed \$35.5 million and \$24.6 million, respectively.

Note 12 Other Retirement Systems Administered by the State of Connecticut

The State acts solely as the administrator and custodian of the assets of the Connecticut Municipal Employees' Retirement System (CMERS) and the Connecticut Probate Judges and Employees Retirement System (CPJERS). The State makes no contribution to and has only a fiduciary responsibility for these funds. None of the above mentioned systems issue stand-alone financial reports. However,

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financial statements for CMERS and CPJERS are presented in Note No. 13.

Plan Descriptions and Contribution Information

Membership of each plan consisted of the following at the date of the latest actuarial valuation:

	CMERS <u>7/1/2010</u>	CPJERS <u>12/31/2009</u>
Retirees and beneficiaries		
receiving benefits	5,705	288
Terminated plan members entitled to but not receiving benefits	720	22
Active plan members	<u>8,579</u>	<u>412</u>
Total	<u>15,004</u>	<u>722</u>
Number of participating employers	186	1

Connecticut Municipal Employees' Retirement System

Plan Description

CMERS is a cost-sharing multiple-employer defined benefit pension plan that covers fire, police, and other personnel (except teachers) of participating municipalities in the State. Plan benefits, cost-of-living adjustments, contribution requirements of plan members and participating municipalities, and other plan provisions are described in Chapters 7-425 to 7-451 of the General Statutes. The plan provides retirement, disability, and death benefits, and

annual cost-of-living adjustments to plan members and their beneficiaries.

Contributions

Plan members are required to contribute 2.25 percent to 5.0 percent of their annual salary. Participating municipalities are required to contribute at an actuarial determined rate. The participating municipalities fund administrative costs of the plan.

Connecticut Probate Judges and Employees' Retirement System

Plan Description

CPJERS is a single-employer defined benefit pension plan that covers judges and employees of probate courts in the State. Plan benefits, cost-of-living adjustments, required contributions of plan members and the probate court system, and other plan provisions are described in Chapters 45a-34 to 45a-56 of the General statutes. The plan provides retirement, disability, and death benefits, and annual cost-of-living adjustments to plan members and their beneficiaries.

Contributions

Plan members are required to contribute 1.0 percent to 3.75 percent of their annual salary. The probate court system is required to contribute at an actuarial determined rate. Administrative costs of the plan are funded by the probate court system.

Note 13 Pension Trust Funds Financial Statements

The financial statements of the pension trust funds are prepared using the accrual basis of accounting. Plan member contributions are recognized in the period in which the contributions are due. State contributions are recognized in the period in which the contributions are appropriated. Benefits and refunds are recognized when due and payable in accordance with the terms of each plan. Investment income and related expenses of the Combined Investment Funds are allocated ratably to the pension trust funds based on each fund's equity in the Combined Investment Funds.

Statement of Fiduciary Net Assets (000's)

	State Employees'	State Teachers'	Judicial	Connecticut Municipal Employees'	Probate Judges'	Other	Total
Assets							
Cash and Cash Equivalents	\$ -	\$ 1,095	\$ 1	\$ -	\$ 33	\$ 234	\$ 1,363
Receivables:							
Accounts, Net of Allowances	2,088	8,939	7	7,409	5	-	18,448
From Other Governments	-	2,219	-	-	-	-	2,219
From Other Funds	(8)	(7)	-	1	-	-	(14)
Interest	28	49	1	7	-	-	85
Investments	7,789,607	12,273,555	149,775	1,470,621	71,821	991	21,756,370
Securities Lending Collateral	979,674	1,518,160	27,783	248,333	12,191	172	2,786,313
Total Assets	<u>8,771,389</u>	<u>13,804,010</u>	<u>177,567</u>	<u>1,726,371</u>	<u>84,050</u>	<u>1,397</u>	<u>24,564,784</u>
Liabilities							
Accounts Payable and Accrued Liabilities	15	-	-	-	-	-	15
Securities Lending Obligation	979,674	1,518,160	27,783	248,333	12,191	172	2,786,313
Due to Other Funds	358	1,520	-	131	-	-	2,009
Total Liabilities	<u>980,047</u>	<u>1,519,680</u>	<u>27,783</u>	<u>248,464</u>	<u>12,191</u>	<u>172</u>	<u>2,788,337</u>
Net Assets							
Held in Trust For Employee							
Pension Benefits	7,791,342	12,284,330	149,784	1,477,907	71,859	1,225	21,776,447
Total Net Assets	<u>\$ 7,791,342</u>	<u>\$ 12,284,330</u>	<u>\$ 149,784</u>	<u>\$ 1,477,907</u>	<u>\$ 71,859</u>	<u>\$ 1,225</u>	<u>\$ 21,776,447</u>

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Statement of Changes in Fiduciary Net Assets (000's)

	State Employees'	State Teachers'	Judicial	Connecticut Municipal Employees'	Probate Judges'	Other	Total
Additions							
Contributions:							
Plan Members	\$ 65,662	\$ 252,975	\$ 1,570	\$ 15,879	\$ 297	\$ 52	\$ 336,435
State	720,527	559,224	-	-	-	-	1,279,751
Municipalities	-	-	-	38,437	-	-	38,437
Total Contributions	786,189	812,199	1,570	54,316	297	52	1,654,623
Investment Income	986,656	1,538,815	19,350	174,508	8,577	93	2,727,999
Less: Investment Expenses	(31,745)	(48,923)	(623)	(5,614)	(276)	(2)	(87,183)
Net Investment Income	954,911	1,489,892	18,727	168,894	8,301	91	2,640,816
Transfers In	-	-	-	-	2,740	-	2,740
Other	-	201	-	989	149	-	1,339
Total Additions	1,741,100	2,302,292	20,297	224,199	11,487	143	4,299,518
Deductions							
Administrative Expense	417	-	-	-	-	-	417
Benefit Payments and Refunds	1,272,121	1,428,516	18,694	95,514	3,175	2	2,818,022
Other	-	126	-	3	2,751	-	2,880
Total Deductions	1,272,538	1,428,642	18,694	95,517	5,926	2	2,821,319
Changes in Net Assets	468,562	873,650	1,603	128,682	5,561	141	1,478,199
Net Assets Held in Trust For Employee Pension Benefits:							
Beginning of Year	7,322,780	11,410,680	148,181	1,349,225	66,298	1,084	20,298,248
End of Year	\$ 7,791,342	\$ 12,284,330	\$ 149,784	\$ 1,477,907	\$ 71,859	\$ 1,225	\$ 21,776,447

Note 14 Other Postemployment Benefits (OPEB)

The State sponsors two defined benefit OPEB plans: the State Employee OPEB Plan (SEOPEBP) and the Retired Teacher Healthcare Plan (RTHP). SEOPEBP is administered by the State Comptroller (Healthcare Policy and Benefit Division), and RTHP is administered by the Teachers' Retirement Board. None of these plans issues stand-alone financial statements. However, financial statements for these plans are presented in Note No. 15.

State Employee OPEB Plan

Plan Description

SEOPEBP is a single-employer defined benefit OPEB plan that covers retired employees of the State who are receiving benefits from any State-sponsored retirement system, except the Teachers' Retirement System and the Municipal Employees' Retirement System. The plan provides healthcare and life insurance benefits to eligible retirees and their spouses. Plan benefits, required contributions of plan participants and the State, and other plan provisions are described in Sections 5-257 and 5-259 of the General Statutes.

Plan Funding

The contribution requirements of the plan members and the State are established and may be amended by the State legislature, or by agreement between the State and employees unions, upon approval by the State legislature. The cost of providing plan benefits is financed approximately 100 percent by the State on a pay-as-you-go basis through an annual appropriation in the General fund. Administrative costs of the plan are financed by the State.

As of June 30, 2010, the latest actuarial valuation for the plan was dated April 1, 2008. This valuation disclosed that the plan had an unfunded accrued liability of \$26.6 billion as of that date. Because of the date of the actuarial valuation, required disclosures for the plan on funded status, funding progress, and actuarial methods and assumptions could not be made in this note.

Retired Teacher Healthcare Plan

Plan Description

RTHP is a single-employer defined benefit OPEB plan that covers retired teachers and administrators of public schools in the State who are receiving benefits from the Teachers' Retirement System. The plan provides healthcare insurance benefits to eligible retirees and their spouses. Plan benefits, required contributions of plan participants and the State, and other plan provisions are described in Section 10-183 of the General Statutes. As of June 30, 2010 (date of the latest actuarial valuation), the plan had 33,151 retirees and beneficiaries receiving benefits.

Plan Funding

The contribution requirements of plan members and the State are established and may be amended by the State legislature. The cost of providing plan benefits is financed on a pay-as-you-go basis as follows: active teachers pay for one third of plan costs through a contribution of 1.25 percent of their annual salaries, retired teachers pay for one third of plan costs through monthly premiums, and the State pays for one third of plan costs through an annual appropriation in the General Fund. Administrative costs of the plan are financed by the State.

Annual OPEB Cost and Net OPEB Obligation

The State's annual OPEB cost and the net OPEB obligation for each plan for the current fiscal year were as follows (amounts in thousands):

	SEOPEBP	RTHP
Annual Required Contribution	\$ 2,145,724	\$ 121,334
Interest on Net OPEB Obligation	12,719	897
Adjustment to Annual Required Contribution	191,220	(6,910)
Annual OPEB Cost	2,349,663	115,321
Contributions Made	555,131	12,108
Increase in net OPEB Obligation	1,794,532	103,213
Net OPEB Obligation - Beginning of Year	2,356,334	186,624
Net OPEB Obligation - End of Year	\$ 4,150,866	\$ 289,837

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In addition, other related information for each plan for the past three fiscal years was as follows:

	<u>Fiscal Year</u>	<u>Annual OPEB Cost</u>	<u>Percentage of Annual OPEB Cost Contributed</u>	<u>Net OPEB Obligation</u>
SEOPEBP	2010	\$ 2,349,663	23.6%	\$ 4,150,866
	2009	\$ 1,669,321	27.1%	\$ 2,356,334
	2008	\$ 1,602,739	28.9%	\$ 1,139,042
RTHP	2010	\$ 115,321	10.5%	\$ 289,837
	2009	\$ 113,704	19.7%	\$ 186,624
	2008	\$ 116,123	17.9%	\$ 95,353

Funded Status and Funding Progress

The following is funded status information for the RTHP as of June 30, 2010, date of the latest actuarial valuation (amounts in million):

	<u>Actuarial Value of Assets</u>	<u>Actuarial Accrued Liability (AAL)</u>	<u>Unfunded AAL (UAAL)</u>	<u>Funded Ratio</u>	<u>Covered Payroll</u>	<u>UAAL as a Percentage of Covered Payroll</u>
	(a)	(b)	(b-a)	(a/b)	(c)	((b-a)/c)
RTHP	\$0	\$ 2,997.8	\$ 2,997.8	0.0%	\$ 3,646.0	82.2%

Actuarial valuations of an ongoing plan involve estimates of the value of reported amounts and assumptions about the probability of occurrence of events far into the future. Examples include assumptions about future employment, mortality, and the healthcare cost trend. Amounts determined regarding the funded status of the plan and the annual required contributions of the employer are subject to continual revision as actual results are compared with past expectations and new estimates are made about the future. The schedule of funding in progress, presented as required supplementary information following the notes to the financial statements, present multi-year trend information about whether the actuarial value of plan assets is increasing or decreasing over time relative to the actuarial accrued liability for benefits.

Actuarial Methods and Assumptions

Projections of benefits for financial reporting purposes are based on the substantive plan (the plan as understood by the State and the plan members) and include the types of benefits provided at the time of each valuation and the historical pattern of sharing of benefit costs between the State and plan members to that point. The actuarial methods and assumptions used include techniques that are designed to reduce the effects of short-term volatility in actuarial accrued liabilities and the actuarial value of assets, consistent with the long-term perspective of the calculations. Significant methods and assumptions were as follows:

<u>RTHP</u>	
Actuarial Valuation Date	6-30-2010
Actuarial Cost Method	Individual Entry Age
Amortization Method	Level Percent Open
Remaining Amortization Period	29 Years
Asset Valuation Method	n/a
Actuarial Assumptions:	
Investment Rate of Return	4.50%
Projected Salary Increases	4.0%-7.5%
Healthcare Inflation Rate	9% Initial, 5% Ultimate

Other OPEB Plan

The State acts solely as the administrator and custodian of the assets of the Policemen and Firemen Survivors' Benefit Fund (PFSBF). The State makes no contribution to and has only a fiduciary responsibility for this fund. The fund does not issue stand-alone financial statements. However, financial statements for this fund are presented in Note No. 15.

Plan Description

PFSBF is a cost-sharing multiple-employer defined benefit OPEB plan that covers policemen and firemen of participating municipalities in the State. As of 6/30/10 there were 8 municipalities participating in the plan with a total membership of 610 active members. The plan provides survivor benefits upon the death of an active or retired member of the fund to his spouse and dependent children. Plan benefits, contribution requirements of plan members and participant municipalities, and other plan provisions are described in Sections 7-323a to 7-323i of the General Statutes.

Contributions

Plan members are required to contribute one percent of their annual salary. Participating municipalities are required to contribute at an actuarially determined rate. Administrative costs of the plan are financed by participating municipalities.

Note 15 OPEB Trust Fund Financial Statements

The financial statements of the OPEB trust funds are prepared using the accrual basis of accounting. Plan member and municipality contributions are recognized in the period in which they are due. State contributions are recognized in the period they are appropriated. Benefits are recognized when due and payable in accordance with the terms of each plan. Investment income and related investment expense of the Combined Investment Funds are allocated ratably to the PFSBF trust fund based on the fund's equity in the Combined Investment Funds.

Statement of Fiduciary Net Assets (000's)

	<u>State Employees'</u>	<u>Retired Teachers'</u>	<u>Policemen and Firemen</u>	<u>Total</u>
Assets				
Cash and Cash Equivalents	\$ 44,406	\$ 66,072	\$ 9	\$ 110,487
Receivables:				
From Other Funds	42	1,565	-	1,607
Investments	-	-	19,425	19,425
Securities Lending Collateral	-	-	3,481	3,481
Total Assets	<u>44,448</u>	<u>67,637</u>	<u>22,915</u>	<u>135,000</u>
Liabilities				
Accounts Payable and Accrued Liabilities	8,792	1,123	-	9,915
Securities Lending Obligation	-	-	3,481	3,481
Total Liabilities	<u>8,792</u>	<u>1,123</u>	<u>3,481</u>	<u>13,396</u>
Net Assets				
Held in Trust For Other				
Postemployment Benefits	35,656	66,514	19,434	121,604
Total Net Assets	<u>\$ 35,656</u>	<u>\$ 66,514</u>	<u>\$ 19,434</u>	<u>\$ 121,604</u>

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Statement of Changes in Fiduciary Net Assets (000's)

	State Employees'	Retired Teachers'	Policemen and Firemen	Total
Additions				
Contributions:				
Plan Members	\$ -	\$ 71,946	\$ 452	\$ 72,398
State	555,131	12,108	-	567,239
Municipalities	-	-	1	1
Total Contributions	555,131	84,054	453	639,638
Investment Income	177	181	2,140	2,498
Less: Investment Expenses	-	-	(69)	(69)
Net Investment Income	177	181	2,071	2,429
Other	-	-	-	-
Total Additions	555,308	84,235	2,524	642,067
Deductions				
Administrative Expense	-	1,771	-	1,771
Benefit Payments and Refunds	544,313	81,604	908	626,825
Total Deductions	544,313	83,375	908	628,596
Changes in Net Assets	10,995	860	1,616	13,471
Net Assets Held in Trust For				
Other Postemployment Benefits:				
Beginning of Year (as restated)	24,661	65,654	17,818	108,133
End of Year	\$ 35,656	\$ 66,514	\$ 19,434	\$ 121,604

Note 16 Capital and Operating Leases

State as Lessor

The State leases building space, land, and equipment to private individuals. The minimum future lease revenues for the next five years and thereafter are as follows (amounts in thousands):

2011	\$ 29,987
2012	19,119
2013	19,012
2014	19,142
2015	19,917
Thereafter	<u>106,691</u>
Total	<u>\$ 213,868</u>

Contingent revenues for the year ended June 30, 2010, were \$.3 million.

State as Lessee

Obligations under capital and operating leases as of June 30, 2010, were as follows (amounts in thousands):

	Noncancelable Operating Leases	Capital Leases
2011	\$ 77,403	\$ 7,855
2012	61,546	7,300
2013	47,758	7,168
2014	46,816	4,008
2015	32,522	3,157
2016-2020	69,382	14,537
2021-2025	3,440	6,135
2026-2030	-	6,103
2031-2035	-	1,215
Total minimum lease payments	<u>\$ 338,867</u>	57,478
Less: Amount representing interest costs		<u>15,776</u>
Present value of minimum lease payments		<u>\$ 41,702</u>

Minimum capital lease payments were discounted using an interest rate of approximately 6 percent.

Rental payments on noncancelable operating leases charged to expenses during the year ended June 30, 2010, were \$77.4 million.

Lease/Lease Back Transaction

On September 30, 2003 the State executed a U.S. Lease-to-Service Contract of Rolling Stock Agreement (Agreement) whereby the state entered into a head lease of certain rolling stock consisting of rail coaches and locomotives to statutory trusts established for the benefit of three equity investors. Simultaneously, the State executed sublease agreements to lease back the rolling stock in order to allow the State to have continued use of the property. The terms of the head leases are for periods ranging from 40 years to 67 years, expiring through March 2071, while the subleases have terms ranging from 18 years to 28 years, expiring through January 2032. At the end of the respective sublease terms, the State will have the option to purchase the statutory trusts' interest in the rolling stock for an aggregate fixed price.

Proceeds from the prepayment of the head lease rents were paid to debt payment undertakers and custodians in amounts sufficient, together with investment earning thereon, to provide for all future obligations of the State under the sublease agreements and the end of lease term purchase options. Although it is remote that the State will be required to make any additional payments under the sublease, the State is and shall remain liable for all of its obligations under the subleases. The aggregate remaining commitment under the subleases totaled approximately \$224 million at June 30, 2010.

The State is obligated to insure and maintain the rolling stock. In addition, if an equity investor suffers a loss of tax deductions or incurs additional taxable income as a result of certain circumstances, as defined in the Agreement, then the State must indemnify the equity investor for the additional tax incurred, including interest and penalties thereon. The State has the right to terminate the sublease early under certain circumstances and upon payment of a termination value to the equity investors. If the State chooses early termination, then the termination value would be paid from funds available from the debt payment undertakers and the custodians, and if such amounts are insufficient, then the State would be required to pay the difference.

Note 17 Long-Term Debt

The following is a summary of changes in long-term debt of the primary government for the year ended June 30, 2010, (amounts in thousands):

Governmental Activities	Balance June 30, 2009	Additions	Reductions	Balance June 30, 2010	Amounts due within one year
Bonds:					
General Obligation	\$ 13,443,525	\$ 1,496,445	\$ 1,347,262	\$ 13,592,708	\$ 1,001,780
Transportation	2,817,015	549,775	336,305	3,030,485	271,330
	16,260,540	2,046,220	1,683,567	16,623,193	1,273,110
Plus/(Less) premiums and deferred amounts	420,036	162,227	55,685	526,578	96,017
Total Bonds	16,680,576	2,208,447	1,739,252	17,149,771	1,369,127
Long-Term Notes	228,160	1,268,880	353,085	1,143,955	228,160
Other L/T Liabilities:					
Net Pension Obligation	2,020,664	1,521,306	1,279,750	2,262,220	-
Net OPEB Obligation	2,542,958	2,464,984	567,239	4,440,703	-
Compensated Absences	502,667	28,494	8,397	522,764	18,098
Workers' Compensation	459,778	109,601	108,783	460,596	96,598
Capital Leases	47,129	-	5,427	41,702	2,198
Claims and Judgments	43,690	18,745	2,146	60,289	2,117
Liability on Interest Rate Swaps	-	27,817	-	27,817	-
Contracts Payable & Other	705	-	-	705	-
Total Other Liabilities	5,617,591	4,170,947	1,971,742	7,816,796	119,011
Governmental Activities Long-Term Liabilities	\$ 22,526,327	\$ 7,648,274	\$ 4,064,079	\$ 26,110,522	\$ 1,716,298
In prior years, the General and Transportation funds have been used to liquidate other liabilities.					
Business-Type Activities					
Revenue Bonds	\$ 1,601,797	\$ 47,545	\$ 150,965	\$ 1,498,377	\$ 107,953
Plus/(Less) premiums, discounts and deferred amounts	32,282	8,410	(83)	40,775	163
Total Revenue Bonds	1,634,079	55,955	150,882	1,539,152	108,116
Lottery Prizes	203,967	10,714	33,537	181,144	31,190
Compensated Absences	134,649	34,090	21,299	147,440	41,736
Federal Loans Payable	-	498,453	-	498,453	-
Other	186,268	26,402	18,757	193,913	22,804
Total Other Liabilities	524,884	569,659	73,593	1,020,950	95,730
Business-Type Long-Term Liabilities	\$ 2,158,963	\$ 625,614	\$ 224,475	\$ 2,560,102	\$ 203,846

The liability for claims and judgments (Governmental Activities) includes a pollution remediation liability of approximately \$56.2 million. This liability represents the State's share of the cost of cleaning up certain polluted sites in the state under federal and state superfund regulations. The liability was estimated using the cash flow technique.

As of June 30, 2010, long-term debt of component units consisted of the following (amounts in thousands):

Long-Term Debt	Balance June 30, 2010	Amounts due within year
Bonds Payable	\$ 4,489,729	\$ 123,304
Escrow Deposits	193,105	54,437
Closure of Landfill	54,481	10,243
Due to State	14,967	-
Deferred Revenue	4,125	461
Other	26,685	434
Total	\$ 4,783,092	\$ 188,879

Note 18 Long-Term Notes and Bonded Debt

a. Bond Anticipation Notes

As of June 30, 2010, \$581.2 million in Bond Anticipation Notes bearing interest rates from 2% to 4% were outstanding. These notes mature on June 11, 2011. Of these notes, \$353.1 million were issued in fiscal year 2010 to refund prior year Bond Anticipation Notes in the same amount. These refunding notes are reported as short-term liabilities of Capital Projects and Special Revenue funds.

The \$228.1 million portion of the notes was issued in the prior fiscal year. Future amounts needed to pay principal and interest on the prior year bond anticipation notes outstanding at June 30, 2010, were as follows (amounts in thousands):

Year Ending	Principal	Interest	Total
June 30,			
2011	\$ 228,160	\$ 8,945	\$ 237,105
Total	\$ 228,160	\$ 8,945	\$ 237,105

b. Economic Recovery Notes

Public Act 09-2 authorized the issuance of \$915.8 million of General Obligation Economic Recovery Notes in December, 2009. The notes funded a major part of the deficit in the State's general fund as reported by the Comptroller to the Governor for the fiscal year ended June 30, 2009. The notes also funded interest due on the notes through June 30, 2011 and pertinent issue costs in accordance with Section 3-115 of the General Statutes.

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Economic recovery notes outstanding at June 30, 2010 were \$915.8 million. The notes mature on various dates through 2016 and bear interest rates from 2.0% to 5.0%.

Future amounts needed to pay principal and interest on economic recovery notes outstanding at June 30, 2010, were as follows:

Year Ending June 30,	Principal	Interest	Total
2011	\$ -	\$ 40,568	\$ 40,568
2012	167,860	40,568	208,428
2013	174,570	33,854	208,424
2014	182,705	25,724	208,429
2015	191,280	17,146	208,426
2016	199,380	9,044	208,424
Total	<u>\$ 915,795</u>	<u>\$ 166,904</u>	<u>\$ 1,082,699</u>

**c. Primary Government – Governmental Activities
General Obligation Bonds**

General Obligation bonds are those bonds that are paid out of the revenues of the General Fund and that are supported by the full faith and credit of the State. General obligation bonds outstanding and bonds authorized but unissued at June 30, 2010, were as follows (amounts in thousands):

Purpose of Bonds	Final Maturity Dates	Original Interest Rates	Amount Outstanding	Authorized But Unissued
Capital Improvements	2010-2030	2.00-7.352%	\$ 2,077,503	\$ 259,657
School Construction	2010-2029	1.50-6.777%	4,330,584	17,501
Municipal & Other				
Grants & Loans	2010-2029	2.00-7.000%	904,939	227,438
Elderly Housing	2011-2029	2.299-6.795%	89,550	25,994
Elimination of Water				
Pollution	2010-2023	3.00-6.753%	247,256	531,383
General Obligation				
Refunding	2010-2022	2.00-6.00%	3,389,581	-
Pension Obligation	2014-2032	4.20-6.27%	2,276,578	-
Miscellaneous	2010-2038	3.00-6.75%	126,790	535,246
			13,442,781	\$ 1,597,219
Accretion-Various Capital Appreciation Bonds			149,927	
			Total	\$ 13,592,708

Future amounts needed to pay principal and interest on general obligation bonds outstanding at June 30, 2010, were as follows (amounts in thousands):

Year Ending June 30,	Principal	Interest	Total
2011	\$ 1,000,144	\$ 700,250	\$ 1,700,394
2012	943,859	638,877	1,582,736
2013	870,851	577,032	1,447,883
2014	840,518	523,264	1,363,782
2015	818,719	473,223	1,291,942
2016-2020	3,499,297	1,833,025	5,332,322
2021-2025	2,784,078	1,361,458	4,145,536
2026-2030	1,989,330	514,101	2,503,431
2031-2035	689,330	64,008	753,338
2036-2040	6,655	652	7,307
Total	<u>\$ 13,442,781</u>	<u>\$ 6,685,890</u>	<u>\$ 20,128,671</u>

Transportation Related Bonds

Transportation related bonds include special tax obligation bonds and general obligation bonds that are paid out of revenues pledged or earned in the Transportation Fund. The revenue pledged or earned in the Transportation Fund to pay special tax obligation bonds is transferred to the Debt Service Fund for retirement of principal and interest.

Transportation related bonds outstanding and bonds authorized but unissued at June 30, 2010, were as follows (amounts in thousands):

Purpose of Bonds	Final Maturity Dates	Original Interest Rates	Amount Outstanding	Authorized But Unissued
Infrastructure				
Improvements	2010-2029	2.00-6.500%	\$ 3,030,485	\$ 1,626,232
			3,030,485	\$ 1,626,232
Accretion-Various Capital Appreciation Bonds			-	
			Total	\$ 3,030,485

Future amounts required to pay principal and interest on transportation related bonds outstanding at June 30, 2010, were as follows (amounts in thousands):

Year Ending June 30,	Principal	Interest	Total
2011	\$ 271,330	\$ 140,992	\$ 412,322
2012	256,030	128,292	384,322
2013	288,790	115,615	404,405
2014	242,200	103,446	345,646
2015	206,350	92,851	299,201
2016-2020	824,525	338,679	1,163,204
2021-2025	609,525	160,703	770,228
2026-2030	331,735	39,156	370,891
	<u>\$ 3,030,485</u>	<u>\$ 1,119,734</u>	<u>\$ 4,150,219</u>

Variable-Rate Demand Bonds

As of June 30, 2010, variable-rate demand bonds included in bonded debt were as follows (amounts in thousands).

Bond Type	Outstanding Principal	Issuance Year	Maturity Year
Special Tax Obligation	\$ 22,200	1990	2010
General Obligation	40,000	1997	2014
General Obligation	100,000	2001	2021
General Obligation	280,000	2005	2023
Total	<u>\$ 442,200</u>		

The State entered into various remarketing and standby bond purchase agreements with certain brokerage firms and banks upon the issuance of the bonds.

The bonds were issued bearing a weekly interest rate, which is determined by the State's remarketing agents. The State has the option of changing at any time the weekly interest rate on the bonds to another interest rate, such as a flexible rate or a daily rate. Bonds bearing interest at the weekly rate are subject to purchase at the option of the bondholder at a purchase price equal to principal plus accrued interest, if any, on a minimum seven days' notice of tender to the State's agent. In addition, the bonds are subject to mandatory purchase upon (1) conversion from the weekly interest rate to another interest rate and (2) substitution or expiration of the standby bond purchase agreements. The State's remarketing agent is responsible for using its best efforts to

remarket bonds properly tendered for purchase by bondholders from time to time. The State is required to pay the remarketing agents a quarterly fee of .05 percent per annum of the outstanding principal amount of the bonds.

The standby bond purchase agreements require the banks to purchase any unremarketed bonds bearing the weekly interest rate for a price not to exceed the amount of bond principal and accrued interest, if any. The State is required to pay the banks a quarterly fee ranging from .11 percent to .15 percent per annum of the outstanding principal amount of the bonds plus interest. These fees would be increased if the credit rating for the bond insurers were to be downgraded, suspended, or withdrawn. The standby bond purchase agreements expire as follows:

- 1990 STO expires in the year 2010,
- 1997 GO expires in the year 2014,
- 2001 GO expires in the year 2015, and
- 2005 GO expires in the year 2015.

These agreements could be terminated at an earlier date if certain termination events described in the agreements were to occur.

d. Primary Government – Business–Type Activities Revenue Bonds

Revenue bonds are those bonds that are paid out of resources pledged in the enterprise funds and component units.

Enterprise funds’ revenue bonds outstanding at June 30, 2010, were as follows (amounts in thousands):

Funds	Final Maturity Dates	Original Interest Rates	Amount Outstanding (000's)
Uconn	2011-2033	2.0-6.0%	\$ 168,167
State Universities	2011-2036	2-6.0%	276,471
Clean Water	2011-2028	2-5.5%	767,817
Drinking Water	2011-2027	2-5.5%	54,132
Bradley International Airport	2011-2033	2.5-5.25%	188,785
Bradley Parking Garage	2011-2024	6.125-6.6%	43,005
Total Revenue Bonds			1,498,377
Plus/(Less) premiums, discounts and deferred amounts:			
Uconn			(1,705)
State Universities			1,194
Clean Water			38,981
Bradley International Airport			143
Other			2,162
Revenue Bonds, net			\$ 1,539,152

The University of Connecticut has issued Student fee revenue bonds to finance the costs of buildings, improvements and renovations to certain revenue-generating capital projects. Revenues used for payments on the bonds are derived from various fees charged to students.

The Connecticut State University System has issued revenue bonds that finance the costs of auxiliary enterprise buildings, improvements and renovations to certain student housing related facilities. Revenues used for payments on the bonds are derived from various fees charged to students.

Bradley Airport has issued various revenue bonds to finance costs of improvements to the airport. As of June 30, 2010, the following bonds were outstanding:

- a) 2004 Airport Revenue Refunding Bonds in the amount of \$5.5 million. These bonds were issued in July, 2004,

to redeem the 1992 Airport Revenue Refunding Bonds, and are secured by and payable solely from the gross operating revenues generated by the State from the operations of the airport and other receipts, funds or monies pledged in the bond indenture.

- b) 2001 Bradley International Airport Revenue Bonds in the amount of \$166.3 million and 2001 Bradley International Airport Refunding Bonds in the amount of \$17.0 million. Both bond series are secured by and payable solely from the gross operating revenues generated by the state from the operation of the airport and other receipts, funds or monies pledged in the bond indenture.

In 1994, the State of Connecticut began issuing Clean Water Fund revenue bonds. The proceeds of these bonds are to be used to provide funds to make loans to Connecticut municipalities for use in connection with the financing or refinancing of wastewater treatment projects. Details on these agreements are disclosed under the separately issued audited financial statements of the fund.

In 2000, Bradley Parking Garage bonds were issued in the amount of \$53.8 million to build a parking garage at the airport.

Future amounts needed to pay principal and interest on revenue bonds outstanding at June 30, 2010, were as follows (amounts in thousands):

Year Ending	Principal	Interest	Total
June 30,			
2011	\$ 107,952	\$ 67,427	\$ 175,379
2012	108,387	63,498	171,885
2013	111,033	58,436	169,469
2014	97,652	53,702	151,354
2015	138,107	82,380	220,487
2016-2020	399,602	172,615	572,217
2021-2025	326,570	88,004	414,574
2026-2030	174,099	23,388	197,487
2031-2035	33,910	2,681	36,591
2036-2040	1,065	21	1,086
Total	\$ 1,498,377	\$ 612,152	\$ 2,110,529

e. Component Units

Component units’ revenue bonds outstanding at June 30, 2010, were as follows (amounts in thousands):

Component Unit	Final Maturity Date	Interest Rates	Amount Outstanding (000's)
CT Development Authority	2011-2020	4.10-5.250%	\$ 19,225
CT Housing Finance Authority	2011-2049	0.30-7.125%	4,189,023
CT Resources Recovery Authority	2011-2016	5.125-5.50%	16,200
CT Higher Education			
Supplemental Loan Authority	2011-2028	1.70-6.00%	157,035
Capital City Economic			
Development Authority	2011-2033	2.50-7.00%	102,681
UConn Foundation	2011-2029	3.875-5.00%	6,735
Total Revenue Bonds			4,490,899
Plus/(Less) premiums, discounts, and deferred amounts:			
CDA			10
CRRA			(256)
CCEDA			(327)
CHESLA			(597)
Revenue Bonds, net			\$ 4,489,729

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Revenue bonds issued by the component units do not constitute a liability or debt of the State. The State is only contingently liable for those bonds as discussed below.

Connecticut Development Authority's revenue bonds are issued to finance such projects as the acquisition of land or the construction of buildings, and the purchase and installation of machinery, equipment, and pollution control facilities. The Authority finances these projects through its Self-Sustaining Bond Program and Umbrella Program. As of June 30, 2010 no bonds were outstanding under the Umbrella Program. Bonds issued under the Self-Sustaining Bond Program are discussed in the no-commitment debt section of this note. In addition, the Authority had \$19.2 million in general obligation bonds outstanding at year-end. These bonds were issued to finance the lease of an entertainment/sports facility and the purchase of a hockey team.

Connecticut Housing Finance Authority's revenue bonds are issued to finance the purchase, development and construction of housing for low and moderate-income families and persons throughout the State. The Authority has issued bonds under a bond resolution dated 9/27/72 and an indenture dated 9/25/95. As of December 31, 2009, bonds outstanding under the bond resolution and the indenture were \$4,133.6 million and \$55.5 million, respectively. According to the bond resolution, the following assets of the Authority are pledged for the payment of the bond principal and interest (1) the proceeds from the sale of bonds, (2) all mortgage repayments with respect to long-term mortgage and construction loans financed from the Authority's general fund, and (3) all monies and securities of the Authority's general and capital reserve funds. The capital reserve fund is required to be maintained at an amount at least equal to the amount of principal, sinking fund installments, and interest maturing and becoming due in the next succeeding calendar year (\$287.6 million at 12/31/09) on all outstanding bonds. As of December 31, 2009, the Authority has entered into interest rate swap agreements for \$994.3 million of its variable rate bonds. Details on these agreements are disclosed under the separately issued audited financial statements of the Authority.

Connecticut Resources Recovery Authority's revenue bonds are issued to finance the design, development and construction of resources recovery and recycling facilities and landfills throughout the State. These bonds are paid solely from the revenues generated from the operations of the projects and other receipts, accounts and monies pledged in the bond indentures.

Connecticut Higher Education Supplemental Loan Authority's revenue bonds are issued to provide loans to students, their parents, and institutions of higher education to assist in the financing of the cost of higher education. These loans are issued through the Authority's Bond fund. According to the bond resolutions, the Authority internally accounts for each bond issue in separate funds, and additionally, the Bond fund includes individual funds and accounts as defined by each bond resolution.

Each Authority has established special capital reserve funds that secure all the outstanding bonds of the Authority at year-end, except as discussed next. These funds are usually maintained at an amount equal to next year's bond debt service requirements. The State may be contingently liable to restore any deficiencies that may exist in the funds in any one year in the event that the Authority is unable to do so. For the Connecticut Resources Recovery Authority, the amount of bonds outstanding at year-end that were secured by the special capital reserve funds was \$16.2 million.

The Capital City Economic Development Authority revenue bonds are issued to provide sufficient funds for carrying out its purposes. The bonds are not debt of the State of Connecticut. However, the Authority and the State have entered into a contract for financial assistance, pursuant to which the State will be obligated to pay principal and interest on the bonds in an amount not to exceed \$9.0 million in any calendar year. The bonds are secured by energy fees from the central utility plant and by parking fees subject to the Travelers Indemnity Company parking agreement.

Future amounts needed to pay principal and interest on revenue bonds outstanding at June 30, 2010, were as follows (amounts in thousands):

Year Ending June 30,	Principal	Interest	Total
2011	\$ 138,372	\$ 147,588	\$ 285,960
2012	132,399	141,943	274,342
2013	140,985	136,539	277,524
2014	122,592	148,871	271,463
2015	140,920	130,321	271,241
2016-2020	733,171	564,947	1,298,118
2021-2025	779,893	420,174	1,200,067
2026-2030	793,556	273,677	1,067,233
2031-2035	759,761	143,980	903,741
2036-2040	516,880	33,959	550,839
2041-2045	203,975	2,033	206,008
2046-2050	28,395	194	28,589
Total	\$ 4,490,899	\$ 2,144,226	\$ 6,635,125

No-commitment debt

Under the Self-Sustaining Bond program, the Connecticut Development Authority issues revenue bonds to finance such projects as described previously in the component unit section of this note. These bonds are paid solely from payments received from participating companies (or from proceeds of the sale of the specific projects in the event of default) and do not constitute a debt or liability of the Authority or the State. Thus, the balances are not included in the Authority's financial statements. Total bonds outstanding for the year ended June 30, 2010 were \$1,088.6 million.

The Connecticut Resources Recovery Authority has issued several bonds to fund the construction of waste processing facilities by independent contractors/operators. These bonds are payable from a pledge of revenues derived primarily under lease or loan arrangements between the Authority and the operators. Letters of credit secure some of these bonds. The Authority does not become involved in the construction activities or the repayment of the debt (other than the portion allocable to Authority purposes). In the event of a default, neither the authority nor the State guarantees payment of the debt, except for the State contingent liability discussed

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below Thus, the assets and liabilities that relate to these bond issues are not included in the Authority's financial statements. The amount of these bonds outstanding at June 30, 2010 were \$78.9 million. Of this amount, \$35.4 million was partially secured by a special capital reserve fund.

The Connecticut Health and Educational Facilities Authority has issued special obligation bonds for which the principal and interest are payable solely from the revenues of the institutions. Starting in 1999, the Authority elected to remove these bonds and related restricted assets from its financial statements, except for restricted assets for which the Authority has a fiduciary responsibility. Total special obligation bonds outstanding at June 30, 2010, were \$7,393.4 million, of which \$281.1 million was secured by special capital reserve funds.

The State may be contingently liable for those bonds that are secured by special capital reserve funds as discussed previously in this section.

e. Debt Refundings

During the year, the State issued \$344.1 million of general obligation and special tax obligation refunding bonds with an average interest rate of 3.89 percent to redeem \$40.9 million and to advance refund \$311.4 million of general obligation and special tax obligation bonds with an average interest rate of 4.96 percent. The reacquisition price exceeded the carrying amount of the old debt by \$27.2 million. This amount is being netted against the new debt

Objective and Terms of Hedging Derivative Instruments

The following table displays the objective and the terms of the States' hedging derivative instruments outstanding at June 30, 2010, along with the credit rating of the associated counterparty (amounts in thousands).

<u>Type</u>	<u>Objective</u>	<u>Notional Amounts (000's)</u>	<u>Effective Date</u>	<u>Maturity Date</u>	<u>Terms</u>	<u>Counterparty Credit Rating</u>
Pay-fixed interest rate swap	Hedge of changes in cash flows of the 2001 GO bonds	\$ 20,000	6/28/2001	6/15/2012	Pay 4.33% receive CPI plus 1.43%	A/A/A
Pay-fixed interest rate swap	Hedge of changes in cash flows of the 2005 GO bonds	140,000	3/24/2005	3/1/2023	Pay 3.392% receive 60% of LIBOR+30bp	Aa/AAA/nr
Pay-fixed interest rate swap	Hedge of changes in cash flows of the 2005 GO bonds	140,000	3/24/2005	3/1/2023	Pay 3.401% receive 60% of LIBOR+30bp	Aa/A/nr
Pay-fixed interest rate swap	Hedge of changes in cash flows of the 2005 GO bonds	15,620	4/27/2005	6/1/2016	Pay 3.99% receive CPI plus .65%	A/A/A
Pay-fixed interest rate swap	Hedge of changes in cash flows of the 2005 GO bonds	20,000	4/27/2005	6/1/2017	Pay 5.07% receive CPI plus 1.73%	A/A/A
Pay-fixed interest rate swap	Hedge of changes in cash flows of the 2005 GO bonds	20,000	4/27/2005	6/1/2020	Pay 5.2% receive CPI plus 1.79%	Aa/AA/AA
Total Notional Amount		<u>\$ 355,620</u>				

The fair values of interest rate swaps were estimated using the zero-coupon method. This method calculates the future net settlement payment required under the swaps, assuming that the current forward rates implied by the yield curve correctly anticipate future spot interest rates. These payments are then discounted using the spot rates implied by the current yield curve for hypothetical zero-coupon bonds due on the date each future net settlement on the swaps.

and amortized over the life of the new or old debt, whichever is shorter.

The State advanced refunded these bonds to reduce its total debt service payments over the next eleven years by \$12.1 million and to obtain an economic gain (difference between the present values of the debt service payments of the old and new bonds) of \$12.6 million. As of June 30, 2010, \$2,031.4 million of outstanding general obligation, special tax obligation, and revenue bonds had been advanced refunded and are, accordingly, considered defeased.

Note 19 - Derivative Financial Instruments

The fair value balances and notional amounts of the State's derivative instruments outstanding at June 30, 2010, classified by type, and the changes in fair value of such derivative instruments for the year then ended are as follows (amounts in thousands; debit(credit)):

		<u>Changes in Fair Value</u>		<u>Fair Value at Year End</u>		
	<u>Classification</u>	<u>Amount</u>	<u>Classification</u>	<u>Amount</u>	<u>Notional</u>	
Governmental activities						
Cash flow hedges:						
Pay-fixed interest rate swap	Other Non-current Assets	(6,804)	Non-current portion of LT Obligations	(27,817)	355,620	
Business-type activities						
Cash flow hedges:						
<u>Bradley Airport:</u>						
Pay-fixed interest rate swap	Other Non-current Assets	(8,542)	Non-current portion of LT Obligations	(16,747)	152,380	

Credit Risk

As of June 30, 2010, the State had no credit risk exposure on any of the swaps because the swaps had negative fair value. However, should interest rates change and the fair values of the swaps become positive, the State would be exposed to credit risk in the amount of the swaps' fair value.

Interest Rate Risk

The State is exposed to interest rate risk on its interest rate swaps. As the LIBOR or CPI swap index rate decreases, the State's net payment on the swap increases.

Basis Risk

The State's variable-rate bond interest payments are based on the Securities Industry and Financial Markets Association Municipal Swap (SIFMA) index rate, or the CPI floating rate. The State is exposed to basis risk on those swaps for which the State receives variable-rate payments that are based on the LIBOR swap index rate. As of June 30, 2010, the SIFMA rate was 0.25 percent, whereas 60 percent of LIBOR plus 30bp was 0.509 percent. The State recognizes this basis risk by including an amount for basis risk in its debt service budget. For fiscal year 2010, the budgeted amount for basis risk was \$1,500,000.

Termination Risk

The State or the counterparty may terminate any of the swaps if the other party fails to perform under the terms of the contract. If any swap is terminated, the associated variable-rate bonds would no longer carry synthetic interest rates. Also, if at the time of termination the swap has a negative fair value, the State would be liable to the counterparty for a payment equal to the swap's fair value. Under the 2005 swap agreements, the State has up to 270 days to fund any required termination payment.

Rollover Risk

Because all of the swap agreements terminate when the associated debt is fully paid, the State is only exposed to rollover risk if an early termination occurs. Upon an early termination, the State will not realize the synthetic rate offered by the swaps on the underlying debt issues.

Hedging Derivative Instrument Payments and Hedged Debt

As rates vary, variable-rate bond interest payments and net swap payments will vary. Using rates as of June 30, 2010, debt service requirements of the State's outstanding variable-rate bonds and net swap payments are as follows (amounts in thousands).

Fiscal Year Ending June 30,	Variable-Rate Bonds		Interest Rate		Total
	Principal	Interest	SWAP, Net		
2011	\$ -	\$ 1,777	\$ 10,833	\$ 12,610	
2012	20,000	1,778	10,832	32,610	
2013	-	1,170	10,575	11,745	
2014	-	1,170	10,575	11,745	
2015	-	1,751	16,804	18,555	
2016-2020	260,620	3,492	28,918	293,030	
2021-2023	75,000	337	2,780	78,117	
Total	\$ 355,620	\$ 11,475	\$ 91,317	\$ 458,412	

As of June 30, 2010, Bradley airport has entered into interest rate swap agreements for \$152.4 million of its variable rate bonds. Details on these agreements are disclosed under the separately issued audited financial statements of the fund.

Note 20 Risk Management

The risk financing and insurance program of the State is managed by the State Insurance and Risk Management Board. The Board is responsible mainly for determining the

method by which the State shall insure itself against losses by the purchase of insurance to obtain the broadest coverage at the most reasonable cost, determining whether deductible provisions should be included in the insurance contract, and whenever appropriate determining whether the State shall act as self-insurer. The schedule lists the risks of loss to which the State is exposed and the ways in which the State finances those risks.

Risk of Loss	Risk Financed by	
	Purchase of Commercial Insurance	Self-Insurance
Liability (Torts):		
-General (State buildings, parks, or grounds)		X
-Other	X	
Theft of, damage to, or destruction of assets	X	
Business interruptions	X	
Errors or omissions:		
-Professional liability	X	
-Medical malpractice (John Dempsey Hospital)		X
Injuries to employees		X
Natural disasters	X	

For the general liability risk, the State is self-insured because it has sovereign immunity. This means that the State cannot be sued for liability without its permission. For other liability risks, the State purchases commercial insurance only if the State can be held liable under a particular statute (e.g. per Statute the State can be held liable for injuries suffered by a person on a defective State highway), or if it is required by a contract.

For the risk of theft, of damage to, or destruction of assets (particularly in the automobile fleet), the State insures only leased cars and vehicles valued at more than \$100 thousand. When purchasing commercial insurance the State may retain some of the risk by assuming a deductible or self-insured retention amount in the insurance policy. This amount varies greatly because the State carries a large number of insurance policies covering various risks. The highest deductible or self-insured retention amount assumed by the State is \$25 million, which is carried in a railroad liability policy.

The State records its risk management activities related to the medical malpractice risk in the University of Connecticut and Health Center fund, an Enterprise fund. At year-end, liabilities for unpaid claims are recorded in the statement of net assets (government-wide and proprietary fund statements) when it is probable that a loss has occurred and the amount of the loss can be reasonably estimated. The liabilities are determined based on the ultimate cost of settling the claims, including an amount for claims that have been incurred but not reported and claim adjustment expenses. The liabilities are actuarially determined and the unpaid liability for medical malpractice is reported at its present value, using a discount rate of 5 percent. In the General Fund, the liability for unpaid claims is only recorded if the liability is due for payment at year-end.

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Settlements have not exceeded coverages for each of the past three fiscal years. Changes in the claims liabilities during the last two fiscal years were as follows (amounts in thousands):

	Governmental Activities Workers' Compensation	Business-Type Activities Medical Malpractice
Balance 6-30-08	\$ 412,619	\$ 21,290
Incurred claims	143,104	8,790
Paid claims	(95,945)	(4,856)
Balance 6-30-09	459,778	25,224
Incurred claims	109,601	3,800
Paid claims	(108,783)	(10,709)
Balance 6-30-10	<u>\$ 460,596</u>	<u>\$ 18,315</u>

Note 21 Interfund Receivables and Payables

Interfund receivable and payable balances at June 30, 2010, were as follows (amounts in thousands):

	Balance due to fund(s)											Total
	General	Transportation	Restricted Grants & Accounts	Other Governmental	UConn	State Universities	Other Proprietary	Employment Security	Internal Services	Fiduciary	Component Units	
Balance due from fund(s)												
General	\$ -	\$ -	\$ 509,123	\$ 612,478	\$ 54,327	\$ 21,579	\$ 19,165	\$ 1,533	\$ 357	\$ 5,741	\$ -	\$ 1,224,303
Debt Service	-	1,288	-	-	-	-	-	-	-	-	-	1,288
Restricted Grants & Accounts	3,245	-	-	-	-	-	-	-	-	-	355	3,600
Other Governmental	2,673	-	4,316	8,262	510	13,724	204,276	-	-	-	12,664	246,425
UConn	15,625	-	-	-	-	-	-	-	-	-	-	15,625
State Universities	3,218	-	-	-	-	-	-	-	-	-	-	3,218
Employment Security	-	-	-	26,791	-	-	-	-	-	-	-	26,791
Other Proprietary	-	-	1,296	370	-	-	-	-	-	-	-	1,666
Internal Services	-	-	-	66,931	-	-	-	-	-	-	-	66,931
Fiduciary	-	-	-	19,898	-	-	-	-	-	1,522	-	21,420
Component Units	14,967	-	-	-	-	-	-	-	-	-	-	14,967
Total	<u>\$ 39,728</u>	<u>\$ 1,288</u>	<u>\$ 514,735</u>	<u>\$ 734,730</u>	<u>\$ 54,837</u>	<u>\$ 35,303</u>	<u>\$ 223,441</u>	<u>\$ 1,533</u>	<u>\$ 357</u>	<u>\$ 7,263</u>	<u>\$ 13,019</u>	<u>\$ 1,626,234</u>

Interfund receivables and payables arose because of interfund loans and other interfund balances outstanding at year end.

Note 22 Interfund Transfers

Interfund transfers for the fiscal year ended June 30, 2010, consisted of the following (amounts in thousands):

	Amount transferred to fund(s)										Total
	General	Debt Service	Transportation	Restricted Grants & Accounts	Other Governmental	UConn	State Universities	Other Proprietary	Internal Services	Fiduciary	
Amount transferred from fund(s)											
General	\$ -	\$ -	\$ -	\$ -	\$ 72,512	\$ 543,946	\$ 242,054	\$ 272,333	\$ 715	\$ -	\$ 1,131,560
Debt Service	-	-	5,741	451	-	-	-	-	-	-	6,192
Transportation	-	439,642	-	5,300	6,458	-	-	-	-	-	451,400
Restricted Grants & Accounts	-	-	-	-	-	-	1,559	-	-	-	1,559
Other Governmental	114,005	-	60	116,112	8,288	106,028	12,753	172,194	-	2,740	532,180
Internal Service	-	-	-	100	-	-	-	-	-	-	100
Connecticut Lottery	285,500	-	-	-	-	-	-	-	-	-	285,500
Employment Security	-	-	-	-	3,505	-	-	23	-	-	3,528
Other Proprietary	-	-	-	-	-	-	-	9,849	-	-	9,849
Total	<u>\$ 399,505</u>	<u>\$ 439,642</u>	<u>\$ 5,801</u>	<u>\$ 121,963</u>	<u>\$ 90,763</u>	<u>\$ 649,974</u>	<u>\$ 254,807</u>	<u>\$ 455,958</u>	<u>\$ 715</u>	<u>\$ 2,740</u>	<u>\$ 2,421,868</u>

Transfers were made to (1) move revenues from the fund that budget or statute requires to collect them to the fund that budget or statute requires to expend them and (2) move receipts restricted to debt service from the funds collecting the receipts to the debt service fund as debt service payments become due.

Note 23 Restatement of Net Assets, Restricted Assets, and Special Items

As of June 30, 2010, the beginning net assets for the following activities was restated as follows (amounts in thousands):

	Balance 6-30-09 Previously Reported	Reclassification	Balance 6-30-09 as Restated
Governmental Activities			
Governmental Activities:			
Capital Assets	\$ 11,075,553	\$ (881,193)	\$ 10,194,360
Net Assets of Governmental Activities	\$ (9,569,189)	\$ (881,193)	\$ (10,450,382)

The beginning net asset balance of governmental activities was adjusted to correct a net overstatement in the balance of capital assets (mainly land) reported last year.

As of June 30, 2010, the government-wide statement of net assets reported \$3,041 of restricted net assets, of which \$478 million was restricted by enabling legislation.

Special Items

Special items are significant transactions within the control of management that are either unusual in nature or infrequent in occurrence. During the fiscal year, the state legislature mandated the transfer of funds from certain governmental and enterprise funds to the General and Transportation funds to help reduce budget deficits of these funds. In the Statement of Activities, only the transfers from enterprise funds to the General fund are reported.

Note 24 Related Organizations

The Community Economic Development Fund and the Connecticut Student Loan Foundation are legally separate organizations that are related to the State because the State appoints a voting majority of the organizations' governing board. However, the State's accountability for these organizations does not extend beyond making the appointments.

Note 25 New Accounting Pronouncements

In fiscal year 2010, the State implemented the following Statements issued by the Governmental Accounting Standards Board: Statement No. 51, "Accounting and Financial Reporting for Intangible Assets"; and Statement No. 53, "Accounting and Financial Reporting for Derivative Instruments".

Statement No. 51 establishes standards of accounting and financial reporting standards for intangible assets, which are assets that lack physical substance, are nonfinancial in nature, and have initial useful life extending beyond a single reporting period.

Statement No. 53 addresses the recognition, measurement, and disclosure of information regarding derivative instruments, which are complex financial arrangements used by governments to manage specific risks or to make investments. For example, interest rate swaps, options, forward contracts, etc..

Note 26 Commitments and Contingencies

A. Commitments

Primary Government

Commitments are defined as "existing arrangements to enter into future transactions or events, such as long-term contractual obligations with suppliers for future purchases at specified prices and sometimes at specified quantities." As of June 30, 2010, the Departments of Transportation and Public Works had contractual commitments of approximately \$2,873 million for infrastructure and other construction projects. Additionally, other commitments were approximately as follows:

School construction and alteration grant program \$2,908 million.

Clean and drinking water loan programs \$425 million.

Various programs and services \$1,998 million.

All commitments are expected to be funded by federal grants, bond proceeds, and other resources.

Component Units

As of December 31, 2009, the Connecticut Housing Finance Authority had mortgage loan commitments of approximately \$187 million.

B. Contingent Liabilities

The State entered into a contractual agreement with H.N.S. Management Company, Inc. and ATE Management and Service Company, Inc. to manage and operate the bus transportation system for the State. The State shall pay all expenses of the system including all past, present and future pension plan liabilities of the personnel employed by the system and any other fees as agreed upon. When the agreement is terminated the State shall assume or make arrangements for the assumption of all the existing obligations of the management companies including but not limited to all past, present and future pension plan liabilities and obligations.

In 2002 the City of Waterbury issued \$97.5 million of General Obligation Special Capital Reserve Fund Bonds. These bonds are secured by a Special Capital Reserve Fund for which the State may be contingently liable as explained previously in Note 18 – Component Units.

Grant amounts received or receivable by the State from federal agencies are subject to audit and adjustment by these agencies. Any disallowed claims, including amounts already collected, may constitute a liability of the applicable funds. The amount, if any, of expenditures that may be disallowed by the federal government cannot be determined at this time, although the State expects such amounts, if any, to be immaterial.

C. Litigation

The State, its units and employees are parties to numerous legal proceedings, many of which normally occur in government operations. Most of these legal proceedings are not, in the opinion of the Attorney General, likely to have a material adverse impact on the State's financial position.

There are, however, several legal proceedings which, if decided adversely against the State, may require the State to make material future expenditures for expanded services or capital facilities or may impair future revenue sources. It is neither possible to determine the outcome of these proceedings nor to estimate the possible effects adverse decisions may have on the future expenditures or revenue sources of the State.

obligated to pay the debt service requirements from the General fund.

Public Act 10-179 authorizes the State to issue “Economic Recovery Revenue Bonds” backed by the competitive transition adjustment and conservation charges currently imposed on electric bills. General Fund revenue for Fiscal Year 2011 anticipates \$646.6 million in receipts from the sale of such bonds. At the time of this report (January 28, 2011), the issuance of these bonds has been delayed by a lawsuit seeking to enjoin and declare invalid the financing order of the Department of Public Utility Control which imposed assessments on Connecticut Light and Power and United Illuminating utility bills that is intended to cover the cost of issuance and debt service for these bonds.

Note 27 Subsequent Events

In November 2010, the State issued \$440.4 million of Special Tax Obligation Transportation Infrastructure “Taxable Build America” bonds. The bonds will mature in years 2020 through 2030 and bear interest rates ranging from 4.126 percent to 5.459 percent.

In November 2010, the State issued \$199.6 million of Special Tax Obligation Transportation Infrastructure bonds. The bonds will mature in years 2011 through 2019 and bear interest ranging from 2.0 percent to 5.0 percent.

In November 2010, the State issued \$137.7 million of Special Tax Obligation “Build America” bonds. The bonds will mature in 2030 and bear an interest rate of 5.09 percent.

In October 2010, the State issued \$203.4 million of Taxable General Obligation “Qualified School Construction” bonds. The bonds will mature in 2029 and bear an interest rate of 5.305 percent.

In October 2010, the State issued \$22.2 million of Taxable General Obligation “Recovery Zone Economic Development” bonds. The bonds will mature in 2030 and bear an interest rate of 5.305 percent.

In October 2010, the State issued \$47.0 million of General Obligation refunding bonds. The bonds will mature in years 2011 through 2022 and bear interest rates ranging from 2.0 percent to 5.0 percent.

In October 2010, the State issued \$294.4 million of Taxable General Obligation “Build America” bonds. The bonds mature in 2030 and bear an interest rate of 5.09 percent.

In October 2010, the State issued \$78.9 million of Special Obligation Bonds revenue bonds. The bonds are limited obligations of the Connecticut Housing Finance Authority, a component unit. However, the State is contractually

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*Required
PERS
Supplementary
Information*

**Pension and Other Postemployment Benefit Plans
Required Supplementary Information
Schedules of Funding Progress**

(Expressed in Millions)

Actuarial Valuation Date	(a) Actuarial Value of Assets	(b) Actuarial Accrued Liability (AAL)	(b-a) Unfunded AAL (UAAL)	(a/b) Funded Ratio	(c) Covered Payroll	((b-a)/c) UAAL as a Percentage of Covered Payroll
<u>SERS</u>						
6/30/2005	\$8,517.7	\$15,987.5	\$7,469.8	53.3%	\$2,980.1	250.7%
6/30/2006	\$8,951.4	\$16,830.3	\$7,878.9	53.2%	\$3,107.9	253.5%
6/30/2007	\$9,585.1	\$17,888.1	\$8,303.0	53.6%	\$3,310.4	250.8%
6/30/2008	\$9,990.2	\$19,243.4	\$9,253.2	51.9%	\$3,497.4	264.6%
6/30/2009 *	\$-	\$-	\$-	0.0%	\$-	0.0%
6/30/2010	\$9,349.6	\$21,054.2	\$11,704.6	44.4%	\$3,295.7	355.1%

*No actuarial valuation was performed.

<u>TRS</u>						
6/30/2005 *	\$-	\$-	\$-	0.0%	\$-	0.0%
6/30/2006	\$10,190.3	\$17,112.8	\$6,922.5	59.5%	\$3,137.7	220.6%
6/30/2007 *	\$-	\$-	\$-	0.0%	\$-	0.0%
6/30/2008	\$15,271.0	\$21,801.0	\$6,530.0	70.0%	\$3,399.3	192.1%
6/30/2009 *	\$-	\$-	\$-	0.0%	\$-	0.0%
6/30/2010	\$14,430.2	\$23,495.9	\$9,065.7	61.4%	\$3,646.0	248.6%

*No actuarial valuation was performed.

<u>JRS</u>						
6/30/2005	\$160.3	\$235.0	\$74.7	68.2%	\$30.2	247.8%
6/30/2006	\$169.7	\$246.9	\$77.2	68.7%	\$31.8	242.8%
6/30/2007	\$182.4	\$261.2	\$78.8	69.8%	\$33.8	233.1%
6/30/2008	\$191.7	\$267.0	\$75.3	71.8%	\$34.0	221.5%
6/30/2009 *	\$-	\$-	\$-	0.0%	\$-	0.0%
6/30/2010	\$179.7	\$276.8	\$97.1	64.9%	\$31.6	307.3%

*No actuarial valuation was performed.

<u>RTHP</u>						
6/30/2008	\$-	\$2,318.8	\$2,318.8	0.0%	\$3,399.3	68.2%
6/30/2009 *	\$-	\$-	\$-	0.0%	\$-	0.0%
6/30/2010	\$-	\$2,997.8	\$2,997.8	0.0%	\$3,646.0	82.2%

*No actuarial valuation was performed.

Actuarial valuations for other postemployment benefit plans are required to be disclosed starting with fiscal year 2008.

**Pension and Other Postemployment Benefit Plans
Required Supplementary Information
Schedules of Employer Contributions**

(Expressed in Millions)

Fiscal Year	<u>SERS</u>		<u>TRS</u>		<u>JRS</u>		<u>RTHP</u>	
	Annual Required Contribution	Percentage Contributed	Annual Required Contribution	Percentage Contributed	Annual Required Contribution	Percentage Contributed	Annual Required Contribution	Percentage Contributed
2005	\$518.8	100.0%	\$281.4	65.8%	\$12.2	100.0%	\$0.0	0.0%
2006	\$623.1	100.0%	\$396.2	100.0%	\$11.7	100.0%	\$0.0	0.0%
2007	\$663.9	100.0%	\$416.0	99.0%	\$12.4	100.0%	\$0.0	0.0%
2008	\$716.9	99.2%	\$518.6	485.7%	\$13.4	100.0%	\$116.1	21.5%
2009	\$753.7	92.8%	\$539.3	100.0%	\$14.2	100.0%	\$116.7	25.3%
2010	\$897.4	80.3%	\$559.2	100.0%	\$15.4	0.0%	\$121.3	10.0%

Schedules of employer contributions for other postemployment benefit plans (RTPH) are required to be disclosed starting with fiscal year 2008.

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APPENDIX III-D



STATE OF CONNECTICUT
OFFICE OF THE STATE COMPTROLLER
55 ELM STREET
HARTFORD, CONNECTICUT
06106-1775

Kevin Lembo
State Comptroller

Martha Carlson
Deputy Comptroller

January 28, 2011

The Honorable Denise L. Nappier
State Treasurer
55 Elm Street
Hartford, CT 06106

Dear Ms. Nappier

I have reviewed the accompanying balance sheets of the General Fund of the State of Connecticut for the fiscal years ending June 30, 2006-2010. This review also covered the accompanying statements of unappropriated surplus, revenues and expenditures for the years ended on those dates. The statements are based on the annual report of the Office of the State Comptroller, which is prepared in compliance with Section 3-115 of the General Statutes, as well as reports of the Auditors of Public Accounts with respect to the balance sheets and related statements for the fiscal years ending June 30, 2006-2010.

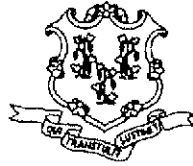
The statements have been prepared on a modified cash basis of accounting for appropriated funds and on a cash basis of accounting for all other funds. These methods of accounting have been applied consistently and in accordance with the governing statutory requirements for all periods shown.

Sincerely,

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

Kevin Lembo
State Comptroller

STATE OF CONNECTICUT



AUDITORS OF PUBLIC ACCOUNTS

JOHN C. GERAGOSIAN

STATE CAPITOL
210 CAPITOL AVENUE
HARTFORD, CONNECTICUT 06106-1559

ROBERT M. WARD

**INDEPENDENT AUDITORS' REPORT
CERTIFICATE OF AUDIT**

We have audited the accompanying balance sheet of the General Fund of the State of Connecticut as of June 30, 2006, 2007, 2008, 2009 and 2010 and the related statements of revenues, expenditures, and changes in unappropriated surplus for the years ended on those dates as shown in Appendices III-D-4, III-D-5, III-D-6 and III-D-7. These financial statements are the responsibility of the State's management. Our responsibility is to express an opinion on these financial statements based on our audit.

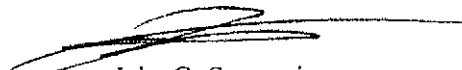
We conducted our audit in accordance with auditing standards generally accepted in the United States of America. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. An audit includes examining, 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 provides a reasonable basis for our opinion.

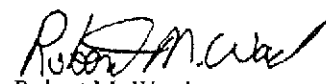
As discussed in Note (a) to Appendix III-D-4, the State of Connecticut prepares its financial statements on a modified cash basis, which is a comprehensive basis of accounting other than accounting principles generally accepted in the United States of America.

The financial statements referred to above present only the General Fund and do not purport to, and do not, present fairly the financial position of the State of Connecticut as of June 30, 2006, 2007, 2008, 2009 and 2010, and the results of its operations for the years then ended in conformity with accounting principles generally accepted in the United States of America.

In our opinion, the financial statements referred to above present fairly, in all material respects, the financial position – modified cash basis of the General Fund of the State of Connecticut as of June 30, 2006, 2007, 2008, 2009 and 2010, and the results of its operations – modified cash basis for the years then ended, in conformity with the basis of accounting described in Note (a) to Appendix III-D-4.

As discussed in the litigation section of the accompanying Official Statement, the State of Connecticut is a defendant in certain legal proceedings. The ultimate outcome of the litigation cannot presently be determined. Accordingly, no provision for any liability that may result upon adjudication has been made in the accompanying financial statements. However, as indicated in that section, an adverse judgement in any one of these cases could have a material fiscal impact on the State.


John C. Geragosian
Auditor of Public Accounts


Robert M. Ward
Auditor of Public Accounts

February 15, 2011
State Capitol
Hartford, Connecticut

GENERAL FUND^(a)

**Balance Sheet
As of June 30
(In Thousands)**

	<u>2006</u>	<u>2007</u>	<u>2008</u>	<u>2009</u>	<u>2010</u>
Assets					
Cash and Short-Term Investments	\$ 208,659	\$ 30,148	\$ --	\$ --	\$ --
Accrued Taxes Receivable	949,567	1,111,655	1,133,886	976,536	1,091,117
Accrued Accounts Receivable	35,289	36,080	32,874	29,913	28,975
Federal and Other Grants Receivable and Unexpended Balances	--	--	--	--	--
Investments	--	--	--	--	--
Due from Other Funds	--	--	--	--	--
Loans Receivable	<u>15,939</u>	<u>13,320</u>	<u>--</u>	<u>--</u>	<u>--</u>
Total Assets	<u>\$ 1,209,454</u>	<u>\$ 1,191,203</u>	<u>\$ 1,166,760</u>	<u>\$ 1,006,449</u>	<u>\$ 1,120,092</u>
Liabilities, Reserves and Surplus					
Liabilities					
Deficiency in Cash and Short-Term Investments	--	--	\$ 477,251	\$ 1,863,042	\$ 547,305
Accounts Payable	--	--	--	--	--
Deferred Restricted Accounts and Federal and Other Grant Revenue	--	--	--	--	--
Due to Other Funds	<u>\$ 18,198</u>	<u>\$ 9,975</u>	<u>\$ 5,103</u>	<u>\$ 1,374</u>	<u>\$ 605</u>
Total Liabilities	<u>\$ 18,198</u>	<u>\$ 9,975</u>	<u>\$ 482,354</u>	<u>\$ 1,864,416</u>	<u>\$ 547,910</u>
Reserves					
Petty Cash Funds	\$ 912	\$ 918	\$ 886	\$ 840	\$ 838
Statutory Surplus Reserves	446,490	269,240	179,420	--	449,869
Appropriations Continued to Following Year	<u>702,854</u>	<u>831,070</u>	<u>504,100</u>	<u>88,772</u>	<u>121,475</u>
Reserved FY 06 Surplus for FY 07 Operations	41,000	--	--	--	--
Reserved FY 07 Surplus for FY 08 Operations	<u>--</u>	<u>80,000</u>	<u>--</u>	<u>--</u>	<u>--</u>
Total Reserves	<u>\$ 1,191,256</u>	<u>\$ 1,181,228</u>	<u>\$ 684,406</u>	<u>\$ 89,612</u>	<u>\$ 572,182</u>
Unappropriated Surplus (Deficit)	<u>0</u>	<u>0</u>	<u>0</u>	<u>(947,579)^(b)</u>	<u>0</u>
Total Liabilities, Reserves and Surplus	<u>\$ 1,209,454</u>	<u>\$ 1,191,203</u>	<u>\$ 1,166,760</u>	<u>\$ 1,006,449</u>	<u>\$ 1,120,092</u>

(a) The State of Connecticut's policy, which was formulated in accordance with State fiscal statutes, is to prepare the accompanying financial statements on a prescribed basis of accounting that demonstrates compliance with the modified cash basis and budget laws of the State of Connecticut. The modified cash basis of accounting, as used by the State, records expenditures when they are paid and recognizes revenues when received, except for the accrual at June 30 of State collections in July and August of certain taxes levied, Indian gaming payments, and the accounting for restricted grants on an earned basis. Certain accrual dates for various revenues have been extended and may not reflect the same accrual date through the years reflected herein.

(b) Under the provisions of Public Act No. 09-2 of the June 2009 Special Session, the accumulated deficit as of June 30, 2009 was financed through the issuance of economic recovery notes.

GENERAL FUND

**Statement of Revenues, Expenditures and Changes in Unappropriated Surplus
Fiscal Year Ended June 30
(In Thousands)**

	<u>2006</u>	<u>2007</u>	<u>2008</u>	<u>2009</u>	<u>2010</u>
Unappropriated Surplus (Deficit), July 1	\$ -0-	\$ -0-	\$ -0-	\$ -0-	\$ (947,578)
Resources from Reserve for Debt Avoidance/ERN	--	--	--	--	947,578
Total Revenues (per Appendix III-D-6)	14,998,721	15,742,561	16,418,786	15,700,801	17,688,529
Total Expenditures (per Appendix III-D-7)	14,499,616 ^(a)	15,293,735 ^(b)	16,627,447 ^(c)	17,234,855 ^(d)	17,208,021 ^(e)
Operating Balance	499,105	448,826	(208,661)	(1,534,054)	480,508
Reserved for Prior Year Appropriations					
Less Appropriations Carried Forward	(8,432)	(128,216)	326,972	415,327	(32,704)
Transferred (Out) or Reserved for:					
Budget Reserve Fund	(446,490)	(269,240)	-0-	-0-	-0-
Reserve for Debt Retirement/Avoidance	(41,000)	(80,000)	(99,420)	-0-	-0-
Other Adjustments	(19,035)	(12,370)	(18,891)	(8,271)	2,065
Reserved for Fiscal Year 2011	-0-	-0-	-0-	-0-	-0-
Reserved from Prior Year	<u>15,852</u>	<u>41,000</u>	<u>-0-</u>	<u>179,420</u>	<u>-0-</u>
Subtotal	<u>-0-</u>	<u>-0-</u>	<u>-0-</u>	<u>(947,578)</u>	<u>449,869</u>
Transferred from Budget Reserve Fund	<u>--</u>	<u>--</u>	<u>--</u>	<u>--</u>	<u>--</u>
Unappropriated Surplus (Deficit), June 30	<u>\$ -0-</u>	<u>\$ -0-</u>	<u>\$ -0-</u>	<u>\$ (947,578)</u>	<u>\$ -0-</u>

- (a) Total Expenditures includes prior year appropriations less appropriations carried forward to the next fiscal year in the amount of (\$8,432).
- (b) Total Expenditures includes prior year appropriations less appropriations carried forward to the next fiscal year in the amount of (\$128,216).
- (c) Total Expenditures includes prior year appropriations less appropriations carried forward to the next fiscal year in the amount of \$326,972.
- (d) Total Expenditures includes prior year appropriations less appropriations carried forward to the next fiscal year in the amount of \$415,327.
- (e) Total Expenditures includes prior year appropriations less appropriations carried forward to the next fiscal year in the amount of \$(32,704).

GENERAL FUND
Statement of Revenues
Fiscal Year Ended June 30
(In Thousands)

	<u>2006</u>	<u>2007</u>	<u>2008</u>	<u>2009</u>	<u>2010</u>
Taxes:					
Personal Income	\$ 6,156,373	\$ 6,749,462	\$ 7,512,688	\$ 6,385,856	\$ 6,586,099
Sales and Use	3,401,966	3,496,110	3,582,317	3,318,752	3,203,988
Corporations	787,702	890,730	733,942 ^(c)	615,921	667,132
Insurance Companies	269,902	253,016	227,221	202,217	226,549
Inheritance and Estate	196,258	179,922	170,619	238,337	177,601
Alcoholic Beverages	45,998	46,007	47,077	47,065	48,196
Cigarettes	272,230	269,525	335,197	317,774	387,435
Admissions, Dues, Cabaret	35,367	33,439	37,277	36,040	34,379
Oil Companies	212,091	144,404	205,483	104,413	123,018
Public Service Corporations	225,263	235,502	237,113	268,495	267,946
Real Estate Conveyance	207,457	211,222	158,544	90,802	100,267
Miscellaneous	142,180	144,517	139,980	143,305	141,892
Refunds of Taxes	(730,849)	(746,539)	(852,184)	(1,052,286)	(1,061,433)
R&D Credit Exchange	(6,694)	(5,983)	(11,363)	(8,428)	(8,937)
Other Revenue:					
Licenses, Permits, Fees	157,400	151,738	171,739	162,474	257,569
Sales of Commodities and Services	34,612	35,529	30,066	32,558	33,678
Transfer – Special Revenue	289,946	283,808	287,604	287,195	289,314
Investment Income	53,702	83,610	63,943	18,806	4,062
Transfers — To Other Funds ^(a)	(86,300)	(86,300)	(86,300)	(86,300)	(61,800)
Fines, Escheats and Rents	91,456	51,782	59,922	64,018	252,792
Miscellaneous	176,595	188,324	140,089	163,023	142,910
Refunds of Payments	(438)	(514)	(501)	(662)	(1,189)
Federal Grants	2,549,577	2,602,774	2,701,603	3,619,490	4,066,314
Indian Gaming Payments	427,527	430,476	411,410	377,805	384,248
Statutory Transfers From Other Funds	89,400	100,000	115,300	354,131	1,426,497
Total Revenues^(b)	<u>\$ 14,998,721</u>	<u>\$ 15,742,561</u>	<u>\$ 16,418,786</u>	<u>\$ 15,700,801</u>	<u>\$ 17,688,528</u>

(a) Transfer to Pequot/Mohegan Fund.

(b) See Operating Balance on Appendix III-D-5 for surplus or deficit for each fiscal year.

(c) For Fiscal Year ending June 30, 2008, the Corporation Business Tax accrual date was changed to the last day of July from August 15th (as in the prior fiscal years). The Corporation Business Tax is now consistent with other tax accruals. The Comptroller's decision to make this change is within her constitutional powers under Section 24, Article Fourth of the Connecticut State Constitution and her statutory powers under Public Act No. 08-111.

GENERAL FUND
Statement of Expenditures
Fiscal Year Ended June 30
(In Thousands)

	<u>2006</u>	<u>2007</u>	<u>2008</u>	<u>2009</u>	<u>2010</u>
Legislative	\$ 62,159	\$ 68,141	\$ 72,488	\$ 71,555	\$ 66,288
General Government					
Executive	9,821	10,441	12,572	11,841	10,567
Financial Administration	361,310	414,664	499,320	424,610	400,369
Legal	<u>71,387</u>	<u>75,535</u>	<u>90,957</u>	<u>83,664</u>	<u>75,382</u>
Total General Government	<u>442,518</u>	<u>500,640</u>	<u>602,849</u>	<u>520,115</u>	<u>486,318</u>
Regulation and Protection of Persons and Property					
Public Safety	150,624	163,838	193,796	189,394	169,994
Regulative	<u>86,756</u>	<u>101,843</u>	<u>87,196</u>	<u>97,428</u>	<u>92,826</u>
Total Regulation and Protection	<u>237,380</u>	<u>265,681</u>	<u>280,992</u>	<u>286,822</u>	<u>262,820</u>
Conservation and Development					
Agriculture	10,765	11,557	15,960	12,276	20,423
Environment	35,215	36,477	39,965	39,038	69,174
Historical Sites, Commerce and Industry	<u>44,907</u>	<u>48,227</u>	<u>63,833</u>	<u>62,015</u>	<u>39,555</u>
Total Conservation and Development	<u>90,887</u>	<u>96,261</u>	<u>119,758</u>	<u>113,329</u>	<u>129,152</u>
Health and Hospitals					
Public Health	84,149	90,753	103,265	108,878	88,846
Mental Retardation	820,250	870,600	937,962	970,322	967,786
Mental Health	<u>487,864</u>	<u>512,426</u>	<u>565,484</u>	<u>583,339</u>	<u>568,195</u>
Total Health and Hospitals	<u>1,392,263</u>	<u>1,473,779</u>	<u>1,606,711</u>	<u>1,662,539</u>	<u>1,624,827</u>
Transportation	<u>1,810</u>	<u>2,103</u>	<u>127</u>	<u>(50)</u>	<u>2,295</u>
Human Services	<u>4,181,893</u>	<u>4,221,641</u>	<u>4,629,658</u>	<u>5,041,515</u>	<u>5,012,333</u>
Education, Libraries and Museums					
Department of Education	2,232,795	2,312,000	2,569,432	2,671,600	2,662,756
Education of the Blind and Deaf	14,339	13,864	15,337	13,537	11,598
University of Connecticut	205,807	222,567	234,481	234,058	233,011
Higher Education and the Arts	126,706	153,625	192,594	198,638	189,845
Libraries	11,188	11,795	13,248	13,100	10,911
Teachers Retirement	418,469	435,051	541,671	564,062	561,038
Community—Technical Colleges	135,802	145,503	161,778	161,451	158,523
State University	<u>145,520</u>	<u>155,102</u>	<u>164,254</u>	<u>162,935</u>	<u>162,517</u>
Total Education, Libraries and Museums	<u>3,290,626</u>	<u>3,449,507</u>	<u>3,892,795</u>	<u>4,019,381</u>	<u>3,990,199</u>
Corrections	<u>1,339,289</u>	<u>1,430,316</u>	<u>1,549,792</u>	<u>1,577,167</u>	<u>1,475,769</u>
Judicial	<u>438,123</u>	<u>474,067</u>	<u>515,738</u>	<u>543,078</u>	<u>524,043</u>
Non-Functional					
Debt Service	1,306,091	1,472,839	1,409,878	1,464,072	1,619,470
Miscellaneous	<u>1,716,576</u>	<u>1,838,760</u>	<u>1,946,661</u>	<u>1,935,332</u>	<u>2,014,507</u>
Total Non-Functional	<u>3,022,667</u>	<u>3,311,599</u>	<u>3,356,539</u>	<u>3,399,404</u>	<u>3,633,977</u>
Totals	<u>14,499,615</u>	<u>15,293,735</u>	<u>16,627,447</u>	<u>17,234,855</u>	<u>17,208,021</u>
Total Expenditures^(a)	<u>\$14,499,615</u>	<u>\$15,293,735</u>	<u>\$16,627,447</u>	<u>\$17,234,855</u>	<u>\$17,208,021</u>

(a) See Operating Balance on **Appendix III-D-5** for surplus or deficit for each fiscal year.

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APPENDIX III-E

**GENERAL FUND REVENUES AND EXPENDITURES
ADOPTED BUDGET AND AUDITED FINANCIAL RESULTS FOR FISCAL YEAR 2009-2010
ADOPTED AND ESTIMATED BUDGET FOR FISCAL YEAR 2010-2011
PROPOSED BIENNIAL BUDGET FOR FISCAL YEARS 2011-2012 AND 2012-2013**

(In Millions)

	Revised Adopted Budget 2009-10 ^(c)	Final Financial Results 2009-10 ^(f)	Revised Adopted Budget 2010-11 ^(h)	Estimated Budget 2010-11 ⁽ⁱ⁾	Governor's Proposed Budget 2011-12 ^(k)	Governor's Proposed Budget 2012-13 ^(k)
Revenues						
<u>Taxes</u>						
Personal Income Tax	\$ 6,630.7	\$ 6,586.1	\$ 6,682.5	\$ 6,893.5	\$ 8,336.3 ^(l)	\$ 8,811.4 ^(l)
Sales & Use	3,166.7	3,204.0	3,164.9	3,308.9	3,896.9 ^(m)	4,075.2 ^(m)
Corporation	721.6	667.1	662.9	660.5	693.4 ⁽ⁿ⁾	735.7 ⁽ⁿ⁾
Public Service	272.3	267.9	271.4	276.1	281.7	288.5
Inheritance & Estate	208.7	177.6	99.0	171.9	117.5	122.1
Insurance Companies	202.7	226.5	223.9	220.7	253.8 ^(o)	253.3 ^(o)
Cigarettes	392.6	387.4	386.5	409.8	453.1 ^(o)	428.6 ^(o)
Real Estate Conveyance	94.5	100.3	113.2	88.3	93.6	101.9
Oil Companies	98.9	123.0	107.7	113.1	91.0	92.2
Electric Generation Tax	--	--	--	--	58.4 ^(p)	58.4 ^(p)
Alcoholic Beverages	48.0	48.2	48.1	48.7	58.4 ^(o)	59.2 ^(o)
Admissions and Dues	37.1	34.4	36.5	35.1	43.6 ^(o)	44.2 ^(o)
Health Provider Tax	122.4	122.4	122.4	122.4	437.0 ^(q)	443.1 ^(q)
Miscellaneous	21.3	19.5	22.5	15.8	15.9	16.1
Total Taxes	\$12,017.5	\$11,964.5	\$11,941.5	\$12,364.8	\$14,830.6	\$15,529.9
Less Refunds of Taxes	(1,080.5)	(1,061.4)	(1,009.3)	(970.0)	(1,030.5)	(1,074.4)
Less R&D Credit Exchange	(9.4)	(8.9)	(10.5)	(9.1)	(10.0)	(10.5)
Net Taxes	\$10,927.6	\$10,894.1	\$10,921.7	\$11,385.7	\$13,790.1	\$14,445.0
<u>Other Revenues</u>						
Transfers- Special Revenues	293.4	289.3	295.1	291.0	292.6	293.9
Indian Gaming Payments	384.1	384.2	365.8	365.0	379.9	391.7
Licenses, Permits, Fees	281.8	257.6	235.4	241.5	273.0	254.7
Sales of Commodities & Services	33.2	33.7	34.3	35.8	36.4	37.3
Rents, Fines & Escheats	97.3	252.8	99.5	126.5	118.0	112.1
Investment Income	10.0	4.1	6.5	1.5	3.6	6.2
Miscellaneous	208.0	142.9	167.0	162.2	162.6	163.5
Less Refunds of Payments	(0.7)	(1.2)	(0.9)	(1.5)	(38.3) ^(r)	(22.6) ^(r)
Total Other Revenue	\$ 1,307.1	\$ 1,363.4	\$ 1,202.7	\$ 1,222.0	\$ 1,227.8	\$ 1,236.8
<u>Other Sources</u>						
Federal Grants	4,051.8 ^(d)	4,066.3 ^(d)	4,256.0 ^(d)	4,166.6 ^(d)	3,524.8 ^(d)	3,621.5 ^(d)
Transfers to the Resources of the General Fund	1,121.9 ^(e)	1,323.6 ^(e)	1,354.1 ^(e)	1,354.1 ^(e)	0.6	--
Transfers from Tobacco Settlement Funds	107.3	102.9	102.3	103.2	102.7	102.0
Transfers to Other Funds ^(a)	(143.3)	(61.8)	(169.4)	(169.4)	(185.9)	(234.6)
Total Other Sources	\$ 5,137.7	\$ 5,431.0	\$ 5,543.0	\$ 5,454.5	\$ 3,442.2	\$ 3,488.9
Total Budgeted Revenue ^(b)	\$17,372.4	\$17,688.5	\$17,667.4	\$18,062.2	\$18,460.1	\$19,170.7

	Revised Adopted Budget 2009-10 ^(c)	Final Financial Results 2009-10 ^(f)	Revised Adopted Budget 2010-11 ^(h)	Estimated Budget 2010-11 ⁽ⁱ⁾	Governor's Proposed Budget 2011-12 ^(k)	Governor's Proposed Budget 2012-13 ^(k)
Appropriations/Expenditures						
Legislative	\$ 79.3	\$ 66.4	\$ 80.4	\$ 80.4	\$ 84.9	\$ 86.8
General Government	543.7	479.5	502.8	509.6	475.4	466.7
Regulation & Protection	272.7	252.6	258.0	266.0	267.4	260.2
Conservation & Development	149.7	128.6	132.1	132.3	150.1	147.8
Health & Hospitals	1,705.5	1,626.3	1,723.0	1,784.7	1,891.8	1,916.8
Human Services	5,066.5	5,042.4	5,161.0	5,382.0	5,619.6 ^(s)	5,757.3 ^(s)
Education, Libraries & Museums	4,023.4	3,991.1	4,080.6	4,082.4	4,316.1	4,342.7
Corrections	1,568.8	1,473.2	1,501.0	1,512.0	1,607.9	1,588.5
Judicial	561.0	524.0	552.5	556.6	565.3	555.1
Non- Functional						
Debt Service	1,662.3	1,619.5	1,672.7	1,672.7	1,919.1	1,960.3
Miscellaneous	2,211.0	2,037.0	2,299.4	2,300.4	2,509.9	2,768.3
Subtotal	\$ 17,843.9	\$ 17,240.7	\$ 17,963.5	\$ 18,279.2	\$ 19,407.3	\$ 19,850.2
Other Reductions and Lapses	(473.3)	--	(296.3)	(334.2)	(1,139.2) ^(t)	(1,140.6) ^(t)
Net Appropriations/Expenditures	\$ 17,370.6	\$ 17,240.7	\$ 17,667.2	\$ 17,945.0	\$ 18,268.1	\$ 18,709.6
Surplus (or Deficit) from						
Operations	1.8	447.8	0.2	117.2	192.0	461.1
Miscellaneous Adjustments	--	2.1	--	(60.0)	--	--
Reserve for GAAP	--	--	--	--	(72.8)	(47.5)
Reduce Indebtedness	--	--	--	--	(119.2)	(413.6)
Balance^(b)	\$ 1.8	\$ 449.9 ^(g)	\$ 0.2	\$ 57.2 ^(j)	\$ 0.0	\$ 0.0

NOTE: Columns may not add due to rounding.

- (a) Includes transfers to the Mashantucket Pequot Fund for grants to towns and the Special Transportation Fund. The amounts for fiscal years 2011-12 and 2012-13 include transfers of \$61.8 million in each year to the Mashantucket Pequot Fund for grants to towns, and \$124.1 million in fiscal year 2011-12 and \$172.8 million in fiscal year 2012-13 to the Special Transportation Fund.
- (b) Does not include revenues or expenditures with respect to Restricted Accounts and Federal & Other Grants, which are not included in this Appendix. The amount of such expenditures is generally the same as the amount of grants received. Per Section 4-30a of the Connecticut General Statutes, as amended by Section 511 of Public Act No. 09-3 of the June 2009 Special Session, after the accounts for the fiscal year are closed, beginning with the fiscal year ending June 30, 2010, and each fiscal year thereafter, until and including the fiscal year ending June 30, 2017, if the Comptroller determines there exists an unappropriated surplus in the General Fund, the amount of any such surplus is first to be used for redeeming prior to maturity any outstanding notes issued under Section 2 Public Act No. 09-2 of the June 2009 Special Session, and any amount beyond that required to redeem such notes shall be used to reduce the amount of Economic Recovery Revenue Bonds to be issued.
- (c) Per Public Act No. 09-3 of the June 2009 Special Session, Public Act No. 09-8, Public Act No. 09-7, and Public Act No. 09-5, each of the September 2009 Special Session.
- (d) Includes ARRA funds of \$843.5 million for fiscal year 2009-10 and the revised adopted budget for fiscal year 2010 -11 assumed \$932.0 million, but this amount has been reduced to \$773.1 million in the estimated budget column. The Governor's proposed budget for fiscal years 2011-12 and 2012-13 reflects the loss of federal ARRA funds and other adjustments.
- (e) Pursuant to Public Act No. 10-3, as amended, includes transfers from the budget reserve fund of \$1,278.5 million for fiscal year 2009-10 and \$103.2 million for 2010-11. Pursuant to Public Act No. 10-179 includes the issuance of Economic Recovery Revenue Bonds (or use of portion of Balance from fiscal year 2009-10 – see footnote (g)) of \$956.0 million for fiscal year 2010-11 and \$140.0 million transferred from Balance for 2009-2010 to fiscal year 2010-11.
- (f) Per the Comptroller's audited financial results dated December 31, 2010, for the fiscal year ending June 30, 2010, as adjusted by the Office of Policy and Management to exclude expenditures of appropriations carried over from the prior fiscal year and to include expenditures of appropriations carried into the next fiscal year.

- (g) Pursuant to Sections 45 and 139 of Public Act No. 10-179, \$140.0 million shall be transferred for use in fiscal year 2010-11 and the remaining \$309.9 million shall be used to reduce the amount of Economic Recovery Revenue Bonds to be issued.
- (h) Per Public Act No. 09-3 of the June 2009 Special Session; Public Act No. 09-8, Public Act No. 09-7 and Public Act No. 09-5 of the September 2009 Special Session; Public Act No. 10-3 and Public Act No. 10-179 of the February Session; and Public Act No. 10-1 and Public Act No. 10-2 of the June Special Session. Pursuant to Public Act No. 10-179, any General Fund surplus in Fiscal Year 2009-10 shall be transferred to Fiscal Year 2010-11. See footnotes (e) and (g).
- (i) Per the Office of Policy and Management's letter to the Comptroller dated February 22, 2011 for the fiscal year ending June 30, 2011, as of the period ending January 31, 2011. The estimates are the same as in the January 20, 2011 letter from the Office of Policy and Management to the Comptroller. Per the Comptroller's monthly report dated February 1, 2011, the Comptroller stated he was in general agreement with the estimates of the Office of Policy and Management's January 20, 2011 letter to the Comptroller.
- (j) The Governor's proposed Biennial Budget dated February 16, 2011 for the periods ending June 30, 2012 and June 30, 2013 proposes to allocate \$14.5 million of this surplus to the OPEB account and the remaining \$42.7 million to the retirement of Economic Recovery Notes.
- (k) Per the Governor's proposed Biennial Budget dated February 16, 2011 for the fiscal years 2011-12 and 2012-13.
- (l) The Governor's proposed budget includes rate increases, elimination of the property tax credit, and enactment of an Earned Income Tax credit.
- (m) The Governor's proposed budget includes rate increases and elimination of exemptions.
- (n) The Governor's proposed budget includes extension of the tax surcharge and other miscellaneous changes.
- (o) The Governor's proposed budget includes rate increases and/or elimination of exemptions.
- (p) The Governor's proposed budget includes the imposition of a new tax on electric generators.
- (q) The Governor's proposed budget includes the imposition of a new provider tax on hospitals and intermediate care facilities along with an increase in the existing tax on nursing home providers, which were previously included within the miscellaneous tax category.
- (r) Consistent with the Consensus Revenue Forecast and per the Governor's proposed budget, certain refunds of escheated property will now be reported as Refunds of Payments, instead of a Miscellaneous Adjustment.
- (s) Pursuant to the Governor's proposed budget, includes additional appropriations related to the Health Provider Tax.
- (t) The Governor's proposed budget includes \$1,000.0 million in each of fiscal years 2011-12 and 2012-13 for labor concessions.

NOTE: The information in **Appendix III-E** of this **Annual Information Statement** contains projections and no assurances can be given that subsequent projections or adjustments will not result in changes in the items of revenue and expenditure and in the final result of the operations of the General Fund. Changes may also occur as the result of legislative action adjusting the budget or taking other actions which impact revenues or expenditures.

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