

*Financial Statements*

***Arizona Department of Transportation  
Highway Expansion and Extension Loan  
Program Fund***

*Fiscal Year Ended June 30, 2022*

*Financial Statements*

**Arizona Department of  
Transportation Highway Expansion  
and Extension Loan Program Fund**  
*Fiscal Year Ended June 30, 2022*

**TABLE OF CONTENTS**

|   | <u>Page</u> |
|---|-------------|
| Independent Auditors' Report .....  | 1           |
| Management's Discussion and Analysis.....   | 4           |
| Basic Financial Statements:   |             |
| Statement of Net Position .....   | 7           |
| Statement of Revenues, Expenses, and Changes in Net Position .....  | 8           |
| Statement of Cash Flows .....   | 9           |
| Notes to Financial Statements.....  | 10          |
| Independent Auditors' Report on Internal Control Over Financial Reporting and on Compliance and Other Matters Based on an Audit in Accordance with <i>Government Auditing Standards</i> ..... | 13          |



## INDEPENDENT AUDITORS' REPORT

Director  
Arizona Department of Transportation  
Phoenix, Arizona

### Report on the Audit of the Financial Statements

#### ***Opinions***

We have audited the accompanying financial statements of the business-type activities of the Highway Expansion and Extension Loan Program Fund, an enterprise fund of the Arizona Department of Transportation (Fund), as of and for the year ended June 30, 2022, and the related notes to the financial statements, which collectively comprise the Fund's basic financial statements as listed in the table of contents.

In our opinion, the financial statements referred to above present fairly, in all material respects, the respective financial position of the business-type activities of the Highway Expansion and Extension Loan Program Fund, as of June 30, 2022, and the changes in financial position and its cash flows for the year then ended in accordance with accounting principles generally accepted in the United States of America.

#### ***Basis for Opinions***

We conducted our audit in accordance with auditing standards generally accepted in the United States of America (GAAS) and the standards applicable to financial audits contained in *Government Auditing Standards*, issued by the Comptroller General of the United States. Our responsibilities under those standards are further described in the Auditors' Responsibilities for the Audit of the Financial Statements section of our report. We are required to be independent of the Fund and to meet our other ethical responsibilities, in accordance with the relevant ethical requirements relating to our audit. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinions.

#### ***Emphasis of Matter***

As discussed in Note 1, the financial statements of the Highway Expansion and Extension Loan Program Fund are intended to present the financial position, and the changes in financial position and cash flows of only that portion of the business-type activities of the Arizona Department of Transportation, that is attributable to the Highway Expansion and Extension Loan Program. They do not purport to, and do not, present fairly the financial position of the Arizona Department of Transportation, as of June 30, 2022, and the changes in its financial position and its cash flows for the year then ended in conformity with accounting principles generally accepted in the United States of America. Our opinion is not modified with respect to this matter.

***Responsibilities of Management for the Financial Statements***

Management is responsible for the preparation and fair presentation of the financial statements in accordance with accounting principles generally accepted in the United States of America, and for the design, implementation, and maintenance of internal control relevant to the preparation and fair presentation of financial statements that are free from material misstatement, whether due to fraud or error.

***Auditors' Responsibilities for the Audit of the Financial Statements***

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditors' report that includes our opinions. Reasonable assurance is a high level of assurance but is not absolute assurance and therefore is not a guarantee that an audit conducted in accordance with GAAS and *Government Auditing Standards* will always detect a material misstatement when it exists. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control. Misstatements are considered material if there is a substantial likelihood that, individually or in the aggregate, they would influence the judgment made by a reasonable user based on the financial statements.

In performing an audit in accordance with GAAS and *Government Auditing Standards*, we:

- Exercise professional judgment and maintain professional skepticism throughout the audit.
- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, and design and perform audit procedures responsive to those risks. Such procedures include examining, on a test basis, evidence regarding the amounts and disclosures in the financial statements.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Highway Expansion and Extension Loan Program Fund's internal control. Accordingly, no such opinion is expressed.
- Evaluate the appropriateness of accounting policies used and the reasonableness of significant accounting estimates made by management, as well as evaluate the overall presentation of the financial statements.

We are required to communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit, significant audit findings, and certain internal control related matters that we identified during the audit.

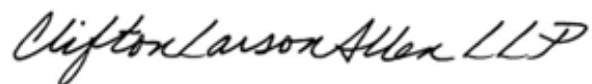
Director  
Arizona Department of Transportation

**Required Supplementary Information**

Accounting principles generally accepted in the United States of America require that the management's discussion and analysis be presented to supplement the basic financial statements. Such information is the responsibility of management and, although not a part of the basic financial statements, is required by the Governmental Accounting Standards Board who considers it to be an essential part of financial reporting for placing the basic financial statements in an appropriate operational, economic, or historical context. We have applied certain limited procedures to the required supplementary information in accordance with GAAS, which consisted of inquiries of management about the methods of preparing the information and comparing the information for consistency with management's responses to our inquiries, the basic financial statements, and other knowledge we obtained during our audit of the basic financial statements. We do not express an opinion or provide any assurance on the information because the limited procedures do not provide us with sufficient evidence to express an opinion or provide any assurance.

**Other Reporting Required by Government Auditing Standards**

In accordance with *Government Auditing Standards*, we have also issued our report dated January 12, 2023, on our consideration of the Highway Expansion and Extension Loan Program Fund'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 solely 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 effectiveness of the Highway Expansion and Extension Loan Program Fund's internal control over financial reporting or on compliance. That report is an integral part of an audit performed in accordance with *Government Auditing Standards* in considering the Highway Expansion and Extension Loan Program Fund's internal control over financial reporting and compliance.



**CliftonLarsonAllen LLP**

Phoenix, Arizona  
January 12, 2023

Arizona Department of Transportation  
Highway Expansion and Extension Loan Program Fund  
Management's Discussion and Analysis  
June 30, 2022

As management of the Arizona Department of Transportation, Highway Expansion and Extension Loan Program Fund (the Fund), we offer readers of the Fund's financial statements this narrative overview and analysis of the financial activities of the Fund for the fiscal year ended June 30, 2022. We encourage readers to consider the information presented here in conjunction with the Fund's financial statements and the accompanying notes to the basic financial statements.

### Financial Highlights

- The assets of the Fund exceeded its liabilities by \$3,686 at the end of fiscal year 2022 as compared to \$1,223,511 at fiscal year-end 2021.
- The Fund's total net position decreased by \$1,219,825 in fiscal year 2022 due to transfers to the State Highway Fund. The Fund will be closed in fiscal year 2023 and no financial statements will be issued subsequent to fiscal year 2022.
- There were no loan amounts disbursed in fiscal year 2022.
- House Bill 2144, Chapter 257, Sec. 6 (ARS 28-7675) exempts the State Transportation Board from the annual financial audit of the Highway Expansion and Extension Loan Program (HELP) if all of the following apply:
  1. The unexpended monies do not remain in the Fund except interest and investment earning deposited.
  2. There are no outstanding eligible project loans in the fund.
  3. All approved or pending eligible project loans or other financial assistance applications are disbursed and the Board does not expect additional financial assistance applications.
  4. There are no outstanding Board Funding Obligations (BFOs) due to the State Treasurer.

### Fund Financial Statements

**Fund accounting** - The operations of the Fund are accounted for with a separate set of self-balancing accounts that comprise its assets, liabilities, net position, revenues, and expenses. Government resources are allocated and accounted for based upon the purposes for which they are to be spent and the means by which spending activities are controlled. The various transactions are accounted for in one fund type as follows:

**Proprietary funds** - The Fund maintains one type of Proprietary Fund. Enterprise funds are used to report functions that are intended to recover all or a significant portion of their costs through user fees and charges (business-type activities). An enterprise fund is used by the Arizona Department of Transportation to account for the Fund's operations.

Arizona Department of Transportation  
 Highway Expansion and Extension Loan Program Fund  
 Management's Discussion and Analysis  
 June 30, 2022

**Financial Analysis**

In proprietary fund financial statements, net position may serve over time as a useful indicator of an entity's financial position. The Fund's net position decreased by \$1,219,825 in fiscal year 2022.

**Table 1**  
**Condensed Statements of Net Position**  
**For the Years Ended June 30, 2022**

|                | Business-type Activities |              |
|----------------|--------------------------|--------------|
|                | 2022                     | 2021         |
| Current assets | \$ 3,686                 | \$ 1,223,511 |
| Total assets   | 3,686                    | 1,223,511    |
| Net Position   |                          |              |
| Unrestricted   | 3,686                    | 1,223,511    |
| Net position   | \$ 3,686                 | \$ 1,223,511 |

The change in the Fund's current assets for fiscal year 2022 is due to transfers to the State Highway Fund. No new loans were initiated, approved or disbursed in fiscal year 2022, and no loans are outstanding. At the end of fiscal year 2022, the Fund reported a positive net position.

Arizona Department of Transportation  
Highway Expansion and Extension Loan Program Fund  
Management's Discussion and Analysis  
June 30, 2022

**Table 2**  
**Condensed Statements of Revenues, Expenses, and Changes in Net Position**  
**For the Years Ended June 30, 2022**

|                                     | Business-type Activities |              |
|-------------------------------------|--------------------------|--------------|
|                                     | 2022                     | 2021         |
| Non-operating revenues              |                          |              |
| Income from investments             | \$ 975                   | \$ 5,691     |
| Total revenues                      | 975                      | 5,691        |
| Transfers out to State Highway Fund | (1,220,800)              | -            |
| Change in net position              | (1,219,825)              | 5,691        |
| Net position - July 1               | 1,223,511                | 1,217,820    |
| Net position - June 30              | \$ 3,686                 | \$ 1,223,511 |

**Notes to the financial statements** The notes provide additional information that is essential to a full understanding of the data provided in the fund financial statements. The notes to the financial statements can be found beginning on page 9 of this report.

**Requests for information** This financial report is designed to provide our citizens, taxpayers, customers, investors, and creditors with an overview of the Fund's finances. Questions concerning any of the information provided in this report or requests for additional financial information should be addressed to the Controller, Arizona Department of Transportation, 206 S. 17<sup>th</sup> Ave, Mail Drop 202B, Phoenix, Arizona 85007, or by visiting our website at:

<https://azdot.gov/about/financial-management-services/transportation-funding/highway-expansion-and-extension-loan>



Arizona Department of Transportation  
Highway Expansion and Extension Loan Program Fund  
Statement of Net Position  
June 30, 2022

---

**Assets**

Current assets:

|   |              |
|---|--------------|
| Unrestricted cash on deposit with the State Treasurer (Note 1C) | \$ 3,686     |
| Total assets  | <u>3,686</u> |

**Net position**

|              |                 |
|--------------|-----------------|
| Unrestricted | <u>3,686</u>    |
| Net position | <u>\$ 3,686</u> |

*The notes to the financial statements are an integral part of this statement.*

Arizona Department of Transportation  
Highway Expansion and Extension Loan Program Fund  
Statement of Revenues, Expenses, and Changes in Net Position  
For the Year Ended June 30, 2022

---

|   |                        |
|---|------------------------|
| <b>Non-operating revenues (expenses):</b> |                        |
| Income from investments                   | \$ 975                 |
| Total non-operating revenues              | <u>975</u>             |
| Transfers out to State Highway Fund       | <u>(1,220,800)</u>     |
| Change in net position                    | (1,219,825)            |
| Net position - July 1                     | <u>1,223,511</u>       |
| <b>Net position - June 30</b>             | <u><u>\$ 3,686</u></u> |

*The notes to the financial statements are an integral part of this statement.*

Arizona Department of Transportation  
Highway Expansion and Extension Loan Program Fund  
Statement of Cash Flows  
For the Year Ended June 30, 2022

---

|  |                        |
|--|------------------------|
| <b>Cash flows from non-capital financing activities:</b> |                        |
| Transfers out to State Highway Fund                      | \$ (1,220,800)         |
| Net cash used by non-capital financing activities        | <u>(1,220,800)</u>     |
| <b>Cash flows from investing activities:</b>             |                        |
| Income from investments                                  | \$ 975                 |
| Net cash provided by investing activities                | <u>975</u>             |
| <br>   |                        |
| Net decrease in cash                                     | (1,219,825)            |
| <br>   |                        |
| Cash - July 1  | <u>1,223,511</u>       |
| <b>Cash - June 30</b>                                    | <u><u>\$ 3,686</u></u> |

---

*The notes to the financial statements are an integral part of this statement*

**NOTE 1—SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES**

**A. Reporting Entity**

The Arizona Department of Transportation (Department) was authorized in 1996 to administer a State Infrastructure Bank under a cooperative agreement with the Federal Highway Administration (FHWA), pursuant to Section 350 of the National Highway System Designation Act of 1995. The Highway Expansion and Extension Loan Program (HELP) was established as Arizona’s State Infrastructure Bank under Arizona Revised Statutes (ARS), Title 28, Chapter 21. The HELP Fund (Fund) was initially capitalized with grants from the FHWA and state matching funds.

The Fund is administered by the Department, which is charged with reviewing requests for loans and financial assistance, making recommendations to the Arizona State Transportation Board (Transportation Board) and submitting an annual report to the Governor and state legislature.

The Transportation Board may make loans or provide other financial assistance to qualified borrowers, including the Department, from monies in the Fund for eligible projects; enter into loan repayment agreements with recipients; and apply for, accept, and administer grants and other financial assistance from the United States and from other public and private sources that are made for deposit in the Fund. Qualified borrowers, which include any political subdivision, the State or its agencies, and Indian tribes, may submit loan applications to HELP for eligible projects. HELP does not increase the Transportation Board’s bonding authority.

The Department is a department of the State of Arizona and is not a legally separate entity. The Department has no component units. The Director of the Department serves as the Chief Administrative Officer and is directly responsible to the Governor. The Governor appoints a seven-member Transportation Board, which has responsibility for establishing a complete system of state highway routes and distributing monies for local airport facility projects through a grant program.

The financial statements present only the Fund and are not intended to present fairly the financial position or results of operations of the Department as a whole. The accounting policies of the Department conform to generally accepted accounting principles in the United States of America (GAAP) as applicable to governmental units.

**B. Measurement Focus, Basis of Accounting, and Financial Statement Presentation**

The economic resources measurement focus and the accrual basis of accounting are followed for reporting purposes. Under the accrual basis of accounting, revenues are recorded when earned and expenses are recorded when a liability is incurred, regardless of the timing of related cash flows. Federal grants and reimbursements are recognized as revenues as soon as all eligibility requirements imposed by the provider have been met.

The Department uses an enterprise fund to account for the Fund and for its loan distribution operation. The Fund can receive monies from the FHWA along with applicable state matching funds, State Transportation Board Funding Obligations, direct state appropriations, and other lawfully available sources. The Transportation Board may use monies in the Fund to make eligible project loans or provide other financial assistance to qualified borrowers, subsidize interest rates, provide other forms and methods of financial assistance, and pay the costs to administer the Fund.

**NOTE 1—SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)**

The preparation of these financial statements, in conformity with GAAP, requires management to make a number of estimates and assumptions that affect the amounts reported in the financial statements and accompanying notes. Actual results could differ from those estimates.

**C. Assets, Liabilities, and Net Position**

***Deposits and Investments***

The cash balance is on deposit with the State Treasurer for pooled investment purposes and is not evidenced by securities that exist in physical or book entry form in the Fund’s name. All investments are carried in the name of the State of Arizona. State statutes require the State Treasurer to invest these pooled funds in collateralized time certificates of deposit, repurchase agreements, obligations of the U.S. Government, and other permitted investments. All investments are carried at fair value. These balances are not subject to Governmental Accounting Standards Board (GASB) Statement No. 3, *Deposits with Financial Institutions, Investments (including Repurchase Agreements), and Reverse Repurchase Agreements*, and GASB Statement No. 40, *Deposit and Investment Risk Disclosures – an amendment of GASB Statement No. 3*, classification because they are included in the state’s investment pool.

The investment pool is not required to register (and is not registered) with the Securities and Exchange Commission under the 1940 Investment Advisors Act. The activity and performance of the pool is reviewed monthly by the State Board of Investment in accordance with ARS §35-311. The fair value of investments is measured on a monthly basis. Participant shares are purchased and sold based on the Net Asset Value (NAV) of the shares. The NAV is determined by dividing the fair value of the portfolio by the total shares outstanding. The State Treasurer does not contract with an outside insurer in order to guarantee the value of the portfolio or the price of shares redeemed. As of June 30, 2022, the State’s investment pool 3 was not rated. The weighted average maturity at year end for investment pool 3 was 0.67 years.

The Fund’s investments are included in the state investment pool and these investments are not shown in the Fund’s name. From the perspective of the Fund, the pool functions as both a cash management pool and a demand deposit account. Therefore, the Fund presents its equity in the internal pool as required in GASB Statement No. 31, *Accounting and Financial Reporting for Certain Investments and for External Investment Pools*, and carries the investments at amortized cost, which approximates fair value.

***Unrestricted Net Position***

The remaining resources as of June 30, 2022 have no external restrictions regarding their use and are, therefore, reported as unrestricted.

***Net Position***

The difference between assets and liabilities is reported as “Net Position” on the proprietary fund financial statements.

Arizona Department of Transportation  
Highway Expansion and Extension Loan Program Fund  
Notes to Financial Statements  
June 30, 2022

**NOTE 1—SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)**

**D. Revenues and Expenses**

Revenues and expenses of proprietary funds are classified as operating and non-operating and are sub-classified by natural classification (e.g., salaries, travel, interest on Board Funding Obligations, etc.). Operating revenues and expenses generally result from providing services and producing and delivering goods. All other revenues and expenses are reported as non-operating. Interfund transfers are reported immediately below non-operating revenues (expenses).

**NOTE 2—STEWARDSHIP, COMPLIANCE, AND ACCOUNTABILITY**

The expenses of the Fund are not governed by appropriations of the state legislature and, therefore, are not subject to the limitations of a legally adopted budget.

**NOTE 3—DETAILED NOTES**

**A. Loans Receivables**

Loans receivables represent loans made pursuant to Loan Repayment Agreements. There are no outstanding loans, pending loans, or pending loan applications as of June 30, 2022.

**NOTE 4—OTHER INFORMATION**

**A. Contingent Liabilities**

Amounts received or receivable from grant agencies are subject to audit and adjustment by grantor agencies, principally the federal government. Any disallowed claims, including amounts already collected, may constitute a liability of the applicable funds. Because the program operations have ceased, there are no expenses or claims to be disallowed.



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

Director  
Arizona Department of Transportation  
Phoenix, Arizona

We have audited, in accordance with the auditing standards generally accepted in the United States of America and the standards applicable to financial audits contained in *Government Auditing Standards* issued by the Comptroller General of the United States, the statement of net position of the Highway Expansion and Extension Loan Program Fund, an enterprise fund of the Arizona Department of Transportation, as of and for the year ended June 30, 2022, and the related statements of revenues, expenses, and changes in net position and cash flows for the year ended June 30, 2022, and the related notes to the financial statements, which collectively comprise Highway Expansion and Extension Loan Program Fund's basic financial statements, and have issued our report thereon dated January 12, 2023.

***Report on Internal Control Over Financial Reporting***

In planning and performing our audit of the financial statements, we considered Highway Expansion and Extension Loan Program Fund's internal control over financial reporting (internal control) as a basis for designing audit procedures that are appropriate in the circumstances for the purpose of expressing our opinions on the financial statements, but not for the purpose of expressing an opinion on the effectiveness of Highway Expansion and Extension Loan Program Fund's internal control. Accordingly, we do not express an opinion on the effectiveness of the Fund's internal control.

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

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

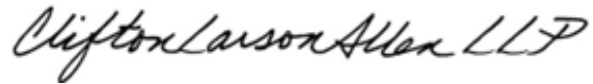
Director  
Arizona Department of Transportation

***Report on Compliance and Other Matters***

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

***Purpose of this Report***

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



**CliftonLarsonAllen LLP**

Phoenix, Arizona  
January 12, 2023