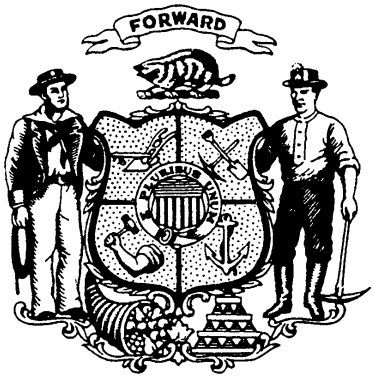
WISCONSIN

General Purpose External Financial Statements



For the fiscal year ended June 30, 2010

STATE OF
WISCONSIN

General Purpose External Financial Statements

For the fiscal year ended June 30, 2010

Jim Doyle, Governor

Department of Administration
Daniel J. Schooff, Secretary
Stephen J. Censky, State Controller

Prepared by the State Controller's Office DOA-6082AP (R12/10)

Table of Contents

	Page
Letter of Transmittal	1
Auditor's Report	2
General Purpose External Financial Statements:	
Management's Discussion and Analysis	5
Basic Financial Statements:	
Statement of Net Assets	23
Statement of Activities	24
Balance Sheet - Governmental Funds	26
Statement of Revenues, Expenditures and Changes in Fund Balances - Governmental Funds	28
Balance Sheet - Proprietary Funds	30
Statement of Revenues, Expenses and Changes in Fund Equity - Proprietary Funds	32
Statement of Cash Flows - Proprietary Funds	34
Statement of Fiduciary Net Assets	38
Statement of Changes in Fiduciary Net Assets	39
Notes to the Financial Statements Index	40
Notes to the Financial Statements	42
Required Supplementary Information:	
Postemployment Benefits - State Health Insurance Program	142
Infrastructure Assets Reported Using the Modified Approach	143
Budgetary Comparison Schedule - General Fund	145
Budgetary Comparison Schedule - Transportation Fund	146
Notes to Required Supplementary Information	147

WISCONSIN DEPARTMENT OF
ADMINISTRATION

JIM DOYLE
GOVERNOR
DANIEL J. SCHOOFF
SECRETARY
Office of the Secretary
Post Office Box 7864
Madison, WI 53707-7864
Voice (608) 266-1741
Fax (608) 267-3842

December 10, 2010

The Honorable Jim Doyle
The Honorable Members of the Legislature
Citizens of the State of Wisconsin

We are pleased to submit the General Purpose External Financial Statements of the State of Wisconsin for the fiscal year ended June 30, 2010. They are part of the audited Comprehensive Annual Financial Report and present financial information in conformity with generally accepted accounting principles.

The General Purpose External Financial Statements include management's discussion and analysis (MD&A), the basic financial statements, and required supplementary information (RSI).

- MD&A presents a discussion and analysis of the State's financial performance during the fiscal year.
- The basic financial statements include an overview of the government as a whole (excluding the State's fiduciary activities) as well as detailed information on all governmental, proprietary, and fiduciary fund activity. Notes, which are considered part of the basic financial statements, provide additional information and should be used in conjunction with the financial statements.
- RSI includes information on post-employment health insurance benefits, infrastructure and the budgetary comparison schedule with accompanying notes.

The General Purpose External Financial Statements, as well as the Comprehensive Annual Financial Report, are on file at the office of the State Controller and will benefit users requiring summary information about our State's finances. The Comprehensive Annual Financial Report is available on the Department of Administration's website at: http://www.doa.state.wi.us/debf under the "financial reporting" category.

Sincerely,

Daniel J. Schooff
Secretary

Stephen J. Censky, CPA
State Controller

STATE OF WISCONSIN
Legislative Audit Bureau

22 East Mifflin Street, Suite 500
Madison, Wisconsin 53703
(608) 266-2818
Fax (608) 267-0410
www.legis.wisconsin.gov/lab

Janice Mueller
State Auditor

INDEPENDENT AUDITOR'S REPORT

Honorable Members of the Legislature The Honorable James Doyle, Governor

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 Wisconsin 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 Wisconsin's management. Our responsibility is to express opinions on these financial statements based on our audit. We did not audit the financial statements for the following: the Wisconsin Department of Transportation Revenue Bond Program and Commercial Paper Program, which represent 11 percent of the liabilities of the governmental activities and 3 percent of the liabilities of the aggregate remaining fund information; the Environmental Improvement Fund, which is a major fund and represents 21 percent of the assets and 15 percent of the liabilities of the business-type activities; or the College Savings Program Trust, which represents 3 percent of the assets of the aggregate remaining fund information. Those financial statements were audited by other auditors whose reports thereon have been furnished to us, and our opinions, insofar as they relate to the amounts audited by others, are based solely upon their reports. In addition, we did not audit the financial statements of the discretely presented component units. Those financial statements were audited by other auditors. Our opinion on the aggregate discretely presented component units is based upon the audit reports of the Wisconsin Housing and Economic Development Authority, the University of Wisconsin Hospitals and Clinics Authority, and the University of Wisconsin Foundation.

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. The following financial statements, which were audited by other auditors, were also audited in accordance with these standards: the Wisconsin Department of Transportation Revenue Bond Program and Commercial Paper Program, the Environmental Improvement Fund, the College Savings Program Trust, and the Wisconsin Housing and Economic Development Authority. The financial statements of the other entities that were audited by other auditors upon whose reports we are relying were audited in accordance with auditing standards generally accepted in the United States of America, but not in accordance with *Government Auditing Standards*. Auditing standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation. We believe that our audit and the reports of other auditors provide a reasonable basis for our opinions.

In our opinion, based on our audit and the reports of other auditors, the financial statements referred to in the first paragraph present fairly, in all material respects, the respective financial position of the governmental activities, the business-type activities, the aggregate discretely presented component units, each major fund, and the aggregate remaining fund information of the State of Wisconsin as of June 30, 2010, and the respective changes in financial position and cash flows, where applicable, for the year then ended in conformity with accounting principles generally accepted in the United States of America.

As discussed in Note 1D to the financial statements, for fiscal year 2009-10, the State implemented Governmental Accounting Standards Board Statement Number 53, *Accounting and Financial Reporting for Derivative Instruments*, which modifies financial reporting and note disclosure requirements for derivative instruments. The State also implemented Statement Number 51, *Accounting and Financial Reporting for Intangible Assets*, to include reportable intangible assets in the applicable financial statements and note disclosures.

As discussed in Note 20A(3) to the financial statements, the Injured Patients and Families Compensation Fund's loss liabilities are estimates based on recommendations of a consulting actuary. The Injured Patients and Families Compensation Fund's Board of Governors and management believe the estimated loss liabilities are reasonable and represent the most probable estimate of the losses the Fund will pay for the claims incurred to date. However, uncertainties inherent in projecting the frequency and severity of large medical malpractice claims because of the Fund's unlimited liability coverage and extended reporting and settlement periods make it likely that amounts paid will ultimately differ from the reported estimated liabilities. These differences cannot be quantified.

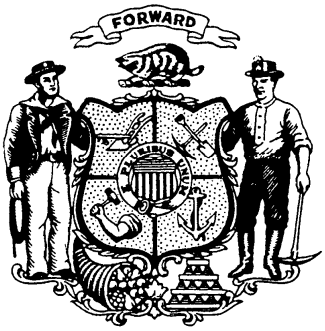
Management's discussion and analysis, the schedule of funding progress for the state retiree health insurance other postemployment benefit plan, the infrastructure narrative, and the budgetary comparison schedule with related notes, as listed in the table of contents, are not required parts of the basic financial statements of the State of Wisconsin but are supplementary information required by accounting principles generally accepted in the United States of America. 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. However, we did not audit the information and express no opinion on it.

In accordance with *Government Auditing Standards*, we have also issued our report dated December 10, 2010, on our consideration of the State's internal control over financial reporting; 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 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.

LEGISLATIVE AUDIT BUREAU

December 10, 2010 by

Janice Mueller
State Auditor


FORWARD

MANAGEMENT'S DISCUSSION AND ANALYSIS

The *Management's Discussion and Analysis* of the State of Wisconsin's Comprehensive Annual Financial Report (CAFR) presents a discussion and analysis of the State's financial performance during the fiscal year that ended June 30, 2010. It should be read in conjunction with the transmittal letter located at the front of this CAFR, and the State's financial statements, including the note disclosures which are an integral part of the statements, that follow this part of the CAFR.

FINANCIAL HIGHLIGHTS -- PRIMARY GOVERNMENT

The State of Wisconsin, like the rest of the nation, experienced an economic decline that persisted from Fiscal Year 2009 in to Fiscal Year 2010. To assist in stimulating the economy, the federal 2009 American Recovery and Reinvestment Act (ARRA) provided tax relief and additional funding for approximately 132 federal programs administered by at least 16 different state agencies. Both events impacted the financial results reported for the State.

Government-wide (Tables 2 and 3 on Pages 8 and 9)

- *Net Assets.* The assets of the State of Wisconsin exceeded its liabilities at the close of Fiscal Year 2010 by $11.7 billion (reported as "net assets"). Of this amount, $(9.9) billion was reported as "unrestricted net assets". A positive balance in unrestricted net assets would represent the amount available to be used to meet a government's ongoing obligations to citizens and creditors.
- *Changes in Net Assets.* The State's total net assets decreased by $29.3 million in Fiscal Year 2010. Net assets of governmental activities increased by $31.7 million or 0.6 percent, while net assets of the business-type activities showed a decrease of $61.0 million or 1.0 percent.
- *Excess of Revenues over (under) Expenses -- Governmental Activities.* During Fiscal Year 2010, the State's total revenues for governmental activities of $26.2 billion were $1.3 billion more than total expenses (excluding transfers) for governmental activities of $24.9 billion. Of these expenses, $12.6 billion were covered by program revenues. General revenues, generated primarily from various taxes, totaled $13.6 billion.

Fund

- *Governmental Funds -- Fund Balances.* As of the close of Fiscal Year 2010, the State's governmental funds reported combined ending fund balances of $(1,863.2) million, an increase of $85.0 million in comparison with the prior year. Of this total amount, $(4,208.1) million represents the "unreserved fund balances".
- *General Fund -- Fund Balance*. At the end of the current fiscal year, total fund balance was $(2,943.3) million, a change of $(166.1) million from $(2,777.2) million reported in the prior year. The unreserved fund deficit for the General Fund was $(3,453.4) million, or (16.2) percent of total General Fund expenditures.

Additional information regarding individual funds begins on Page 13.

Long-term Debt

- The State's total long-term debt obligations (bonds and notes payable) increased by $805.2 million during the current fiscal year which represents the net difference between new issuances, payments and refundings of outstanding debt. The key factors contributing to this increase are the issuance during the fiscal year of $1,016.5 million of general obligation bonds and $172.6 million of revenue bond obligations, and the refunding of general obligation and revenue bonds. Additional detail regarding these activities begins on Page 18.

OVERVIEW OF THE FINANCIAL STATEMENTS

The Financial Section of this CAFR consists of four parts: (1) **management's discussion and analysis** (this section), (2) **basic financial statements**, (3) additional **required supplementary information,** and (4) optional **other supplementary information.** Parts (2), (3), and (4) are briefly described on the following pages:

Basic Financial Statements

The basic financial statements include two sets of statements that present different views of the State -- the ***government-wide financial statements*** and the ***fund financial statements***. These financial statements also include notes that explain some of the information in the financial statements and provide more detail.

- The *government-wide financial statements* provide a broad view of the State's operations. The statements provide both short-term and long-term information about the State's financial status, which assists in assessing the State's financial condition at the end of the fiscal year.

- The *fund financial statements* focus on individual parts of the State government, reporting the State's operations in greater detail than the government-wide statements. The basic fund financial statements provide more detailed information on the State's most significant funds.

Table 1, below, summarizes the major features of the financial statements.

Table 1

Major Features of State of Wisconsin's Government-wide and Fund Financial Statements

	GOVERNMENT-WIDE STATEMENTS	FUND STATEMENTS		
		Governmental Funds	**Proprietary Funds**	**Fiduciary Funds**
Scope	Entire State government (except fiduciary funds) and the State's component units, reported as follows: • *Governmental Activities* – Most services generally associated with State government fall into this category, including commerce, education, transportation, environmental resources, human relations and resources, general executive, judicial and legislative. • *Business-Type Activities* – Those operations for which a fee is charged to external users for goods and services are reported in this category. • *Discretely Presented Component Units* – These are operations for which the State has financial accountability but that have certain independent qualities. The State's discretely presented component units are discussed in Note 1-B to the financial statements.	These funds report activities of the State that are not proprietary or fiduciary in nature. Most of the basic services provided by the State, which are primarily financed through taxes, intergovernmental revenues, and other nonexchange revenues, are reported as governmental funds. Examples of the State's governmental funds (including the State's three major governmental funds), as reported within their respective fund types, follow: • *General Fund* (a major fund) • *Special Revenue:* -- Transportation (a major fund) • *Debt Service:* -- Bond Security and Redemption • *Capital Projects:* -- Capital Improvement • *Permanent:* -- Common School (a major fund)	The activities the State operates similar to private business. These funds are used to show activities that operate more like those of commercial enterprises. Fees are charged for services provided, both to outside customers and to other units of the State. Examples of the State's proprietary funds, including the State's four major enterprise funds, follow: • *Enterprise:* -- Injured Patients and Families Compensation (a major fund) -- Environmental Improvement (a major fund) -- University of Wisconsin System (a major fund) -- Unemployment Reserve (a major fund) -- Lottery • *Internal services:* -- Technology Services -- Facilities Operations and Maintenance	These funds are used to show assets held by the State as trustee or agent for others and cannot be used to support the State's own programs. Examples of the State's fiduciary funds, as reported within their respective fund types, follow: • *Pension and Other Employee Benefit Trust Funds:* -- Wisconsin Retirement System • *Investment Trust:* -- Local Government Pooled Investment • *Private Purpose Trust:* -- College Savings Program Trust • *Agency:* -- Support Collection Trust
Required financial statements	• Statement of net assets – Presents all of the government's assets and liabilities, with the difference between the two reported as "net assets". Over time, increases or decreases in the state's net assets are an indicator of whether its financial health is improving or weakening, respectively. • Statement of activities – Presents a comparison between direct expenses and program revenues for each function of the State's governmental activities and for different identifiable business-type activities of the State.	• Balance sheet • Statement of revenues, expenditures, and changes in fund balances	• Balance sheet • Statement of revenues, expenses and changes in fund equity • Statement of cash flows	• Statement of fiduciary net assets • Statement of changes in fiduciary net assets Because the State can not use these assets to finance its operations, fiduciary funds are not included in the government-wide financial statements discussed in the left column.

(Table 1, continued)

Table 1 (Continued)
Major Features of State of Wisconsin's Government-wide and Fund Financial Statements

	GOVERNMENT-WIDE STATEMENTS	FUND STATEMENTS		
		Governmental Funds	Proprietary Funds	Fiduciary Funds
Accounting basis and measurement focus	Accrual accounting and economic resource focus The accrual basis of accounting, which is similar to the methods used by most businesses, takes into account all revenues and expenses associated with the fiscal year even if cash involved has not been received or paid.	Modified accrual accounting and current financial resource focus These statements provide a detailed short-term view of the State's finances that assists in determining whether there will be adequate financial resources available to meet the current needs of the State. Because this information does not encompass the long-term focus of the government-wide statements, reconciliations are provided on the subsequent page of the governmental fund statements.	Accrual accounting and economic resources focus	Accrual accounting and economic resources focus
Type of asset/liability information	All assets and liabilities, both financial and capital, and short-term and long-term	Only assets expected to be used up and liabilities that come due during the year or soon thereafter; no capital assets included	All assets and liabilities, both financial and capital, and short-term and long-term	All assets and liabilities, both short-term and long-term
Type of inflow-outflow information	All revenues and expenses during the year, regardless of when cash is received or paid	• Revenues for which cash is received during or soon after the end of the year • Expenditures when goods or services have been received and payment is due during the year or soon thereafter	All revenues and expenses during the year, regardless of when cash is received or paid	All revenues and expenses during the year, regardless of when cash is received or paid

Additional Required Supplementary Information

In addition to this Management's Discussion and Analysis, which is required supplementary information, the basic financial statements are followed by a section of required supplemental information that further explains and supports the information in the financial statements. The required supplementary information includes (1) post-employment benefits - state health insurance program, (2) condition and maintenance data regarding the State's infrastructure, and (3) a budgetary comparison schedule of the General and the Transportation funds, including reconciliations between the statutory and GAAP fund balances at fiscal year-end.

Other Supplementary Information

The Other Supplementary Information includes combining financial statements for nonmajor governmental funds, nonmajor enterprise funds, internal service funds and fiduciary funds, each of which are added together and presented in single columns in the basic financial statements.

FINANCIAL ANALYSIS OF THE STATE AS A WHOLE

Tables 2 and 3 present summary information of the State's net assets and changes in net assets.

Net Assets

As presented in Table 2, total assets of the State on June 30, 2010 were $34.1 billion, while total liabilities were $22.4 billion, resulting in combined net assets (government and business-type activities) of $11.7 billion. The largest component of the State's total net assets, $17.8 billion or approximately 152.6 percent, reflects its investment in capital assets (i.e., land, buildings, equipment, infrastructure, and others), less any related debt outstanding that was needed to acquire or construct the assets. Approximately $3.8 billion of net assets were restricted by external sources or the State Constitution or Statutes, and were not available to finance the day-to-day operations of the State.

The unrestricted net assets, which, if positive, could be used at the State's discretion, showed a negative balance of $(9.9) billion. Therefore, based on this measurement, no funds were available for discretionary purposes. A contributing factor to the negative balance is that governments recognize a liability on the government-wide statement of net assets as soon as an obligation is incurred. While financing focuses on when a liability will be paid, accounting is primarily concerned with when a liability is incurred. Accordingly, the State recognizes long-term liabilities (such as general obligation debt, compensated absences, and future benefits and loss liabilities – listed in Note 10 to the financial statements) on the statement of net assets. In addition to the effect of reporting long-term liabilities when incurred, the General Fund's total deficit fund balance of $(2.9) billion at year-end, as discussed on Page 13, also contributed to the deficit unrestricted net assets reported in the statement of net assets.

During Fiscal Year 2010, the State issued $1,016.5 million of general obligation bonds, primarily for the acquisition or improvement of land, water, property, highways, buildings, and equipment. General obligation bonds outstanding at June 30, 2010 totaled $6.0 billion. Outstanding annual appropriation bonds were $3.4 billion at June 30, 2010. Outstanding revenue bonds, which are not considered general obligation debt of the State, totaled $2.7 billion at June 30, 2010.

Table 2
Net Assets
(in millions)

	Governmental Activities		Business-type Activities		Total		Total Percentage Change
	2010	2009	2010	2009	2010	2009	2010-2009
Current and Other Assets	$ 4,731.5	$ 4,627.5	$ 6,915.9	$ 6,170.3	$ 11,647.4	$ 10,797.8	7.9 %
Capital Assets	17,496.8	16,826.2	4,991.1	4,628.7	22,487.9	21,454.9	4.8
Total Assets	22,228.3	21,453.7	11,906.9	10,799.0	34,135.2	32,252.7	5.8
Long-term Liabilities	10,382.8	9,707.9	3,475.9	3,267.7	13,858.7	12,975.7	6.8
Other Liabilities	6,262.3	6,194.3	2,320.8	1,360.1	8,583.2	7,554.4	13.6
Total Liabilities	16,645.2	15,902.2	5,796.7	4,627.8	22,441.9	20,530.0	9.3
Net Assets:							
Invested in Capital Assets Net of Related Debt	13,914.4	13,492.0	3,932.8	3,649.8	17,847.2	17,141.8	4.1
Restricted	1,125.0	1,105.2	2,668.6	2,494.5	3,793.6	3,599.7	5.4
Unrestricted (deficit)	(9,456.2)	(9,045.8)	(491.2)	26.9	(9,947.4)	(9,018.9)	10.3
Total Net Assets	$ 5,583.2	$ 5,551.5	$ 6,110.2	$ 6,171.2	$ 11,693.4	$ 11,722.7	(0.2)

Changes in Net Assets

The revenues and expenses information, as shown in Table 3, was derived from the government-wide statement of activities and reflects how the State's net assets changed during the fiscal year. The State earned program revenues of $21.2 billion and general revenues of $13.6 billion for total revenues of $34.8 billion during Fiscal Year 2010. Expenses for the State during Fiscal Year 2010 were $34.9 billion. As a result of the excess of expenses over revenues, the total net assets of the State decreased $29.3 million, net of contributions and transfers.

Table 3
Changes in Net Assets
(in millions)

	Governmental Activities		Business-type Activities		Total Primary Government		Total Percentage Change
	2010	2009	2010	2009	2010	2009	2010-2009
Program Revenues:							
Charges for Goods and Services	$ 2,199.1	$ 1,965.9	$ 6,244.2	$ 5,598.2	$ 8,443.3	$ 7,564.2	11.6 %
Operating Grants and Contributions	9,289.0	7,901.6	2,264.0	743.1	11,552.9	8,644.6	33.6
Capital Grants and Contributions	1,109.4	862.0	109.8	126.3	1,219.3	988.3	23.4
General Revenues:							
Income Taxes	6,798.7	6,809.7	-	-	6,798.7	6,809.7	(0.2)
Sales and Excise Taxes	4,700.3	4,755.2	-	-	4,700.3	4,755.2	(1.2)
Public Utility Taxes	310.0	307.6	-	-	310.0	307.6	0.8
Motor Fuel Taxes	1,008.0	1,001.9	-	-	1,008.0	1,001.9	0.6
Other Taxes	403.4	425.7	-	-	403.4	425.7	(5.2)
Other General Revenues	393.3	443.9	15.7	8.5	409.0	452.4	(9.6)
Total Revenues	26,211.2	24,473.4	8,633.7	6,476.1	34,844.8	30,949.6	12.6
Program Expenses:							
Commerce	330.0	298.9	-	-	330.0	298.9	10.4
Education	6,662.8	6,707.7	-	-	6,662.8	6,707.7	(0.7)
Transportation	2,281.6	2,094.3	-	-	2,281.6	2,094.3	8.9
Environmental Resources	487.4	534.8	-	-	487.4	534.8	(8.9)
Human Relations and Resources	11,539.5	10,398.5	-	-	11,539.5	10,398.5	11.0
General Executive	650.2	551.4	-	-	650.2	551.4	17.9
Judicial	129.8	130.9	-	-	129.8	130.9	(0.9)
Legislative	65.2	65.6	-	-	65.2	65.6	(0.6)
Tax Relief and Other General Expenditures	1,288.2	1,274.9	-	-	1,288.2	1,274.9	1.0
Intergovernmental - Shared Revenue	1,032.2	1,035.1	-	-	1,032.2	1,035.1	(0.3)
Interest on Long-term Debt	467.9	665.4	-	-	467.9	665.4	(29.7)
Injured Patients and Families Compensation	-	-	58.5	(58.2)	58.5	(58.2)	200.5
Environmental Improvement	-	-	148.6	48.5	148.6	48.5	206.5
University of Wisconsin System	-	-	4,195.4	4,016.5	4,195.4	4,016.5	4.5
Unemployment Reserve	-	-	3,416.9	2,215.3	3,416.9	2,215.3	54.2
Lottery	-	-	452.4	465.6	452.4	465.6	(2.8)
Health insurance	-	-	1,176.7	1,086.5	1,176.7	1,086.5	8.3
Care and Treatment Facilities	-	-	351.5	361.6	351.5	361.6	(2.8)
Other Business-type	-	0.1	158.6	143.4	158.6	143.5	10.5
Total Expenses	24,934.6	23,757.8	9,958.6	8,279.1	34,893.3	32,036.9	8.9
Excess (deficiency) before Contributions and Transfers	1,276.5	715.7	(1,325.0)	(1,803.0)	(48.5)	(1,087.3)	
Contributions to Term and Permanent Endowments	-	-	1.2	0.7	1.2	0.7	
Contributions to Permanent Fund Principal	18.5	22.6	-	-	18.5	22.6	
Transfers	(1,263.3)	(1,051.6)	1,262.7	1,052.2	(0.6)	0.6	
Special Items - Sale of Future Tobacco Settlement Revenues	-	1,518.0	-	-	-	1,518.0	
Special Items - Purchase of Future Tobacco Settlement Revenues	-	(1,518.0)	-	-	-	(1,518.0)	
Increase (decrease) in Net Assets	31.7	(313.3)	(61.0)	(750.1)	(29.3)	(1,063.4)	
Net Assets - Beginning (Restated)	5,551.5	5,864.7	6,171.2	6,921.3	11,722.7	12,786.0	
Net Assets - Ending	$ 5,583.2	$ 5,551.5	$ 6,110.2	$ 6,171.2	$ 11,693.4	$ 11,722.7	(0.2)

Governmental Activities

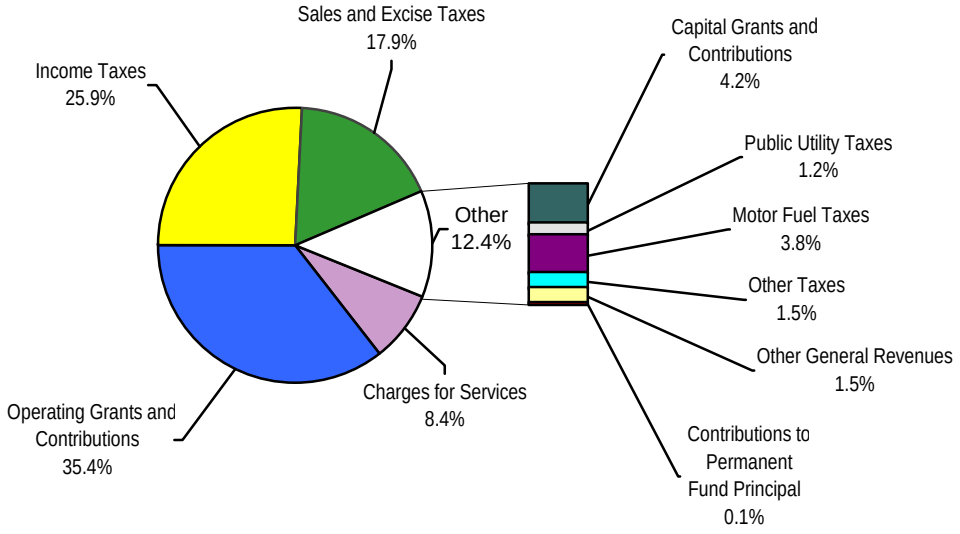
The net assets of governmental activities remained steady in Fiscal Year 2010. Revenues for the governmental activities (including contributions to permanent fund principal) totaled $26.2 billion, while expenses and net transfers also totaled $26.2 billion in 2010.

General and program revenues of governmental activities increased $1.7 billion during this fiscal year. Operating grants and contributions increased by $1.4 billion as a result of the enactment of the federal American Recovery and Reinvestment Act (ARRA) of 2009. During the same period, total tax revenues declined by $79.7 million primarily due to a reduction of $11.0 million in income tax and $54.9 million in sales and use taxes, respectively.

The State's governmental activities program expenses increased $1.2 billion during Fiscal Year 2010. Human relations and resources expenditures increased $1.1 billion. Expenditure increases for the Medical Assistance program were a primary contributor to this rise. In addition, transportation expenditures increased $187.3 million. However, education expenditures declined by $44.9 million after increasing by $230.5 million as a result of increased state aid payments to schools in Fiscal Year 2009. Environmental expenditures also declined by $47.4 million.

As shown in Table 4, below, approximately 50.4 percent of revenues from all sources earned came from taxes (sales and excise, income, public utility, motor fuel, and other taxes). Operating grants and contributions represent amounts received from other governments/entities – primarily the federal government. Operating grants and contributions for non-capital purposes provided 35.4 percent of total revenues. Capital grants provided 4.2 percent, charges for services contributed 8.4 percent, and various other revenues provided 1.6 percent of the remaining governmental activity revenue sources.

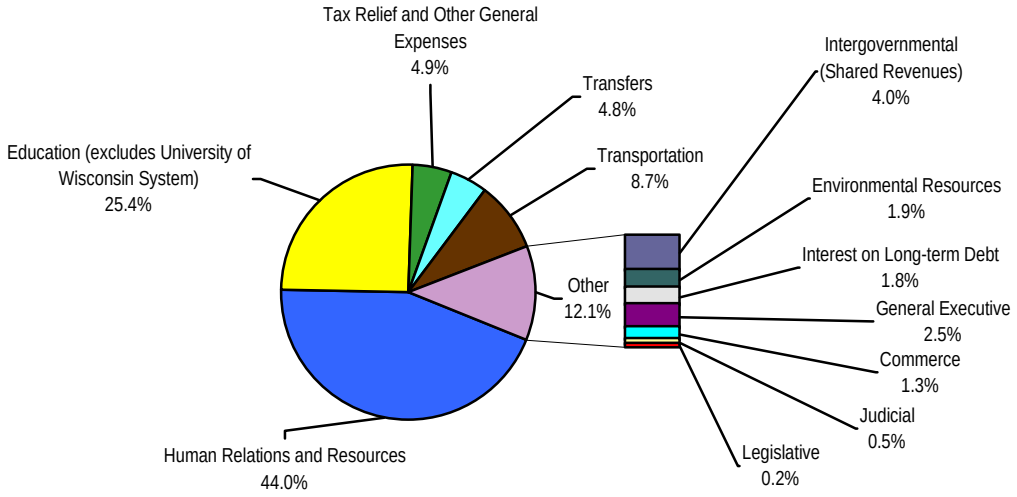
Table 4
Governmental Activities - 2010 Revenues



As shown in Table 5, below, expenses for human relations and resources programs make up the largest portion – 44.0 percent – of total governmental expenses and transfers. Included in this cost function are programs such as Medical Assistance and Temporary Assistance for Needy Families as well as costs for state correctional facilities and services.

Educational expenses, which include various school aids but exclude expenses of the University of Wisconsin System, make up 25.4 percent of total expenses. Tax relief and other general expenses and the municipal and county shared revenue program represent 8.9 percent of the total, while transportation expenses represent 8.7 percent. Net transfers to business-type activities, which include a general purpose revenue subsidy to the University of Wisconsin System, make up 4.8 percent of the total expenses and transfers. The interest on long-term debt and remaining functional expenses total 8.2 percent.

Table 5
Governmental Activities - 2010 Expenses



Business-Type Activities

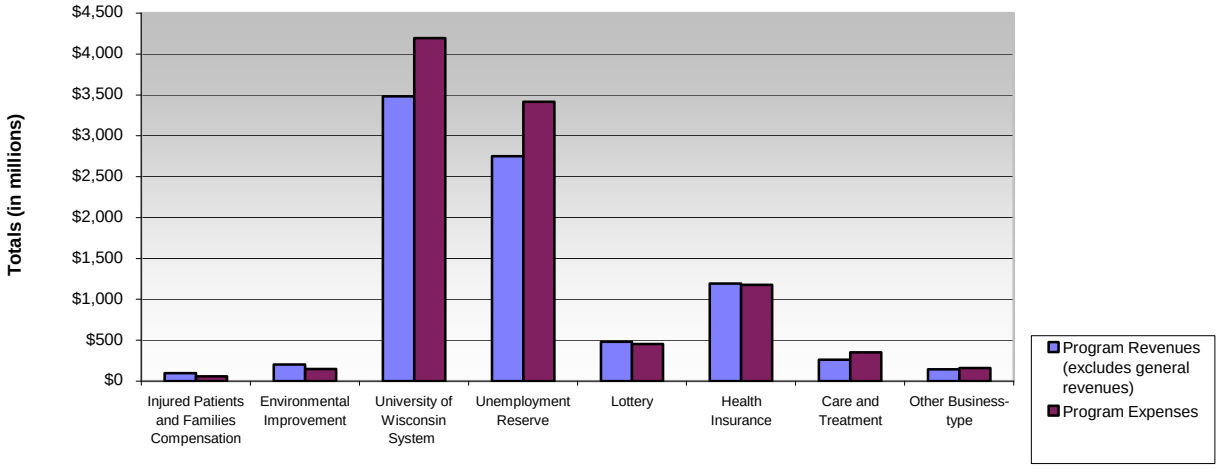
Net assets of the State's business-type activities decreased $61.0 million in Fiscal Year 2010. Total business-type program revenues increased $2,150.4 million. Unemployment Reserve Fund operating revenues increased $1,364.3 million primarily due to an increase of $1,134.5 million in federal aid and an increase in employer contributions of $193.5 million or 30.5%. University of Wisconsin System operating revenues increased $235.0 million due primarily to increases in net student tuition and fees revenue (7.8 percent), federal grants and contracts (12.5 percent), local and private grants and contracts (22.7 percent), and sales and services of auxiliary enterprises (3.0 percent). Finally, participant contributions for non-major funds increased by $108.8 million during Fiscal Year 2010 primarily as the result of increased contributions reported in the Health Insurance Fund.

Program expenses of business-type activities increased $1,679.5 million from Fiscal Year 2009 to 2010. The largest increase in program expenses, $1,201.7 million, related to increased benefit expenses for the Unemployment Reserve Fund. Benefit expenses of the Injured Patients and Families Compensation Fund increased by $118.8 million while the University of Wisconsin System program expenses increased by $74.1 million. Finally, non-major business-type activities reported an increase of $92.2 million.

Revenues of business-type activities totaled $8.6 billion for Fiscal Year 2010. Program revenues consisted of $6.2 billion of charges for services, $2.3 billion of operating grants and contributions, and $109.8 million of capital grants and contributions. General revenues, contributions to endowments and permanent fund principal and net transfers totaled $15.7 million, $1.2 million, and $1,262.7 million, respectively. The total expenses for business-type activities were $10.0 billion.

Table 6, below, compares the program revenues and program expenses of the various State business-type activities. This table does not include the transfer in (subsidy) from the General Fund to the University of Wisconsin System or other business-type activities.

Table 6
Fiscal Year 2010
Business-Type Activities
Comparison of Program Revenues to Program Expenses



FINANCIAL ANALYSIS OF THE STATE'S INDIVIDUAL FUNDS

Governmental Funds

At the end of Fiscal Year 2010, the State's governmental funds reported a negative combined fund balance of $(1,863.2) million. Funds with significant changes in fund balance are discussed below:

General Fund

The General Fund is the chief operating fund of the State. In Fiscal Year 2010, the continuing downturn in the economy, and the receipt of additional funds under ARRA had significant impacts on the activity reported in the General Fund. At June 30, 2010, the State's General Fund reported a total fund deficit of $(2,943.3) million. The net change in fund balance during Fiscal Year 2010 was $(166.1) million, in contrast to $(274.7) million in Fiscal Year 2009. Major revenue, expenditure and other sources/uses contributing to the change in fund balance are as follows:

Revenues

Revenues of the General Fund totaled $22,478.5 million in Fiscal Year 2010, an increase of $1,366.3 million from Fiscal Year 2009. Factors contributing to this change included the following:

- Intergovernmental revenues (i.e., federal assistance) increased $1,341.6 million in Fiscal Year 2010, primarily due to an increase in costs that were eligible for federal reimbursement. The most significant change occurred in human relations and resources programs (e.g., Medical Assistance), which increased $1,333.5 million partially because of the higher federal Medical Assistance (MA) reimbursement rate allowed under ARRA.
- License and permits revenue increased $123.5 million. The commerce function reported increased revenue of $56.4 million principally due to regulatory fee increases for the securities and insurance industries. The human relations and resources function also reported a $73.3 million increase due primarily to the levying of higher hospital assessment fees (a $42.6 million increase from Fiscal Year 2009) and increased licensed bed assessments.
- Miscellaneous revenue decreased $76.7 million in Fiscal Year 2010, primarily due to a decrease in tobacco settlement revenues, from $223.3 million in Fiscal Year 2009 to $136.8 million in Fiscal Year 2010.
- Revenues from taxes decreased $18.1 million from Fiscal Year 2009 to Fiscal Year 2010. The most significant decrease relates to income tax, which decreased $17.7 million or 0.3 percent from Fiscal Year 2009 collections. Estate tax collections decreased 95.7 percent in Fiscal Year 2010 due to statutory provisions that effectively eliminated the estate tax for deaths that occurred on or after January 1, 2008.
- Other revenues, such as fines and forfeitures, gifts and donations, and investment income decreased $4.1 million.

Expenditures

Expenditures of the General Fund totaled $21,368.8 million in Fiscal Year 2010, an increase of $1,116.6 million from Fiscal Year 2009. The factors contributing to the change included the following:

- Human relations and resources expenditures increased substantially ($1,113.7 million) in Fiscal Year 2010 with MA program costs a primary contributor. MA enrollment increased significantly due to economic conditions and program expansion. As noted earlier, a higher federal MA reimbursement percentage covered a larger share of those costs during Fiscal Year 2010. In addition to MA cost increases, food stamp costs also increased as a result of increased participants and an increase in the benefit level.
- The increase in general executive expenditures of $83.3 million was largely attributable to the increase in federal assistance provided through ARRA.
- Intergovernmental expenditures of the General Fund (i.e., shared revenue) decreased $69.1 million in Fiscal Year 2010. This decrease in General Fund expenditures was partially offset by shared revenue expenditures reported in two special revenue funds [Police and Fire Protection ($46.2 million) and Wireless 911 ($20.0 million)].
- Other expenditures, including the commerce, education, environmental resources, and judicial functions, increased by $6.3 million in Fiscal Year 2010, while capital outlay expenditures decreased by $20.5 million between Fiscal Years 2009 and 2010.

Other Financing Sources and Uses

Other financing sources/uses and increases/decreases totaled a net $(1,275.8) million in Fiscal Year 2010, a change of $(1,659.2) million from the prior year. The components of this change included the following:

- In Fiscal Year 2009, appropriation bonds were issued to finance the purchase of the rights to receive future tobacco settlement revenues. The amount of debt issued totaled $1,527.7 million. No appropriation bonds were issued in Fiscal Year 2010.
- Transfers in to the General Fund decreased by $145.6 million (from $474.3 million in Fiscal Year 2009 to $328.6 million in Fiscal Year 2010). In Fiscal Year 2009, the Badger Tobacco Asset Securitization Fund transferred $155.1 million of residual assets to the General Fund. No similar transfers occurred in Fiscal Year 2010.
- Transfers out of the General Fund totaled $1,612.4 million, a decrease of $25.7 million from the prior year. The majority of this change relates to reduced general purpose revenue supplements to other funds of $38.6 million.
- Other financing sources/uses and increases/decreases resulted in a net decrease to fund balance of $11.6 million from the prior Fiscal Year.

Special Items

- No special items are reported In Fiscal Year 2010. This contrasts to Fiscal Year 2009, which included a special item of $1,518.0 million relating to the State's purchase of the rights to receive future revenue streams of the tobacco settlement agreement. The revenue streams were purchased with the proceeds of the appropriation bonds issued.

As of June 30, 2010, the General Fund reported an unreserved fund balance deficit of $(3,453.4) million. This compares to a General Fund unreserved fund balance deficit of $(3,187.0) million as of June 30, 2009. A deficit unreserved fund balance represents the excess of the liabilities of the General Fund over its assets and reserved fund balance accounts. Reservations of fund balances of governmental funds represent amounts that are not available for appropriation. Examples of fund balance reservations reported in the General Fund include reserves for encumbrances, inventories, prepaid items, and the Budget Stabilization Fund.

General Fund Budgetary Highlights

Differences between the original budget and the final amended budget were significant and included a $2.7 billion increase in appropriations. The receipt of funds under ARRA was a significant factor that contributed to appropriation changes during the fiscal year. Also contributing to the variance is the fact that several of the State's programs and various transfers (including Food Stamps - see the items denoted with *, below) are not included in the original budget. In addition, numerous adjustments to spending estimates were needed as the year progressed because of changing circumstances (spending needs can change dramatically over a one-year period). The largest variances occurred in the following appropriations (in millions):

Program	Variance
Commerce, Federal Aids; Individuals & Organizations	$ 160.6
Public Instruction, Federal Aids; Local Aids	125.3
UW-System, Academic Student Fees (part of the statutory General Fund)	130.6
Medical Assistance Program Benefits	220.9
Federal Aid, Medical Assistance	600.1
Food Stamps, Electronic Benefit Transfer	928.1 *

Actual charges to appropriations (expenditures) were $2.6 billion below the final budgeted estimates. Large positive expenditure variances were reported in the Commerce, Federal Aids; Individuals & Organizations ($151.0 million) and the Administration, Federal Aids ($123.8 million) appropriations.

During the past fiscal year, the budgetary-based fund balance increased by $389.3 million for the statutory General Fund, in part, because of the receipt of ARRA monies, but also due to the increased lapse/transfer of monies from other statutory funds (net transfers totaled $220.2 million in Fiscal Year 2010 compared to net transfers of $37.3 in Fiscal Year 2009).

Transportation Fund

In Fiscal Year 2010, the Transportation Fund reported a net increase in fund balance of $143.4 million. This compares to a $84.6 million increase in fund balance in Fiscal Year 2009. This increase resulted primarily from the following factors:

- Revenues of this fund increased $238.3 million, to a total of $2,729.5 million, primarily relating to the ARRA increase in federal funding from the U.S. Department of Transportation and Federal Aviation Administration. For Fiscal Year 2009 and 2010, ARRA provided a total of $529.5 million in federal funding for highway projects. ARRA-funded adjusted expenditures for highway projects totaled $312.4 million in Fiscal Year 2010 and $179.2 million in Fiscal Year 2009. Expenditures of the fund totaled $2,472.2 million in Fiscal Year 2010 compared to $2,369.3 million in Fiscal Year 2009 (an increase of $102.9 million).

- Transfers out of the Transportation Fund increased $70.6 million from Fiscal Year 2009 to 2010. Under 2009 Wisconsin Act 28, $84.8 million was transferred to the General Fund in Fiscal Year 2010. This compares to 2007 Wisconsin Act 20 and 2009 Wisconsin Act 2 transfers to the General Fund totaling $6.8 million reported in Fiscal Year 2009 (an increase of $78.0 million). At the same time, transfers in to the fund more than doubled in Fiscal Year 2010 to $19.0 million, primarily because of a legislatively mandated transfer of $10.0 million from the Petroleum Inspection Fund.

Capital outlay expenditures funded with general obligation bonds and reported in the Capital Improvement Fund (a capital projects fund) rather than the Transportation Fund, totaled $210.1 million in Fiscal Year 2010, an increase of $126.2 million from Fiscal Year 2009. In addition, capital outlay expenditures of $367.5 million were reported in the Transportation Fund in Fiscal Year 2010, an increase of $2.8 million from Fiscal Year 2009.

Common School Fund

The Common School Fund, a permanent fund, provides low cost loans to municipalities and school districts for public purposes. Earnings of the fund are primarily distributed to local school districts as library aids. This fund reported a net increase of $34.3 million in fund balance for the year. This compares to a $33.0 million increase in fund balance in Fiscal Year 2009. Significant changes to the accounts of this fund include:

- Outstanding loans to local governments showed a substantial increase of $98.4 million in Fiscal Year 2010 (from $555.4 million in Fiscal Year 2009 to $653.8 million in the current year). This represents a 17.7 percent increase in loans over the prior year.

- Investments of the fund decreased $13.9 million or approximately 22.4 percent in Fiscal Year 2010, from $62.0 million in Fiscal Year 2009 to $48.1 million in Fiscal Year 2010. This reduction was due to a call of outstanding bonds.

Proprietary Funds

The State's proprietary funds provide the same type of information found in the government-wide financial statements but in more detail. Significant changes to balances of proprietary funds from Fiscal Year 2009 to Fiscal Year 2010 include the following:

Injured Patients and Families Compensation

Fund equity of the Injured Patients and Families Compensation Fund increased by $241.8 million from $(109.0) million to $132.8 million at June 30, 2010 principally because of the establishment of a $202.6 million receivable from the General Fund after the Wisconsin Supreme Court ruled in July 2010 that the $200 million in transfers made from the Injured Patients and Families Compensation Fund pursuant to 2007 Wisconsin Act 20 were unconstitutional. In addition, investment and interest income increased by $71.5 million to $68.0 million in Fiscal Year 2010 primarily due to unrealized market gains on investments. In contrast, investment losses of $(3.5) million were reported in the prior year. Operating revenues increased by $3.4 million from $26.3 million to $29.7 million in Fiscal Year 2010. However, the Fund's benefits expense also increased by $118.8 million from $(61.1) million to $57.7 million and the future benefits and loss liability reserves increased by $45.7 million. Both increases were the result of actuarial analysis of prior years' experience and the addition of another benefit year.

Unemployment Reserve

Fund equity of the Unemployment Reserve Fund decreased by $672.4 million during Fiscal Year 2010 from $(247.9) million at June 30, 2009 to $(920.3) million at June 30, 2010. Benefit expenses increased from $2,215.3 million in Fiscal Year 2009 to $3,416.9 million in Fiscal Year 2010, an increase of $1,201.6 million (54.2 percent). The increase in benefits is the result of the average unemployment rate increasing from 6.8 percent during Fiscal Year 2009 to 8.5 percent during Fiscal Year 2010. In addition, benefit periods were extended from a possible 80 weeks to a possible 99 weeks.

Total operating revenues increased by $1,346.3 million from $1,295.5 million in Fiscal Year 2009 to $2,659.8 million in Fiscal Year 2010. Federal aids for the unemployment program increased by $1,134.5 million to $1,711.5 million in Fiscal Year 2010. Employer contributions also increased 30.5 percent from $635.2 million in Fiscal Year 2009 to $828.6 million in Fiscal Year 2010, an increase of $193.5 million. The increase in employer contributions is primarily due to the higher tax rates imposed under the rate schedule that took effect in calendar year 2010. Because the Fund's balance as of June 30, 2009, was below the statutory index of $300 million, the highest rate schedule took effect as of January 1, 2010.

In order to pay benefits, the fund continued to borrow from the federal government through April 2010. As a result, the advance from the federal government increased from $435.5 million at June 30, 2009 to $1,424.8 million at June 30, 2010, an increase of $989.3 million. Starting in 2011 the Fund will incur approximately 4.0 percent annual interest on the amount borrowed and the federal government can begin recovering the loan from employers by incrementally reducing the employers' federal unemployment tax credit beginning with the tax due for 2011. The Fund can avoid these credit reductions for employers by voluntarily repaying certain portions of the loan and meeting other federal requirements.

University of Wisconsin System

In Fiscal Year 2010, operating revenues of the University of Wisconsin System increased $235.0 million or approximately 8.2 percent. Revenue was enhanced by an increase in federal grants and contracts of $101.5 million (12.5 percent) and local and private grants and contracts, which increased by $42.5 million (22.7 percent). Sales and services of educational activities and auxiliary enterprises increased by $5.7 million (2.1 percent) and $10.4 million (3.0 percent), respectively. Finally, increased student tuition and fees revenue of $73.1 million (7.8 percent) were reported. The net increase in student tuition and fees is primarily due to an increase in tuition rates approved by the Board of Regents. Fiscal Year 2010 operating expenses increased $74.1 million or 1.8 percent from Fiscal Year 2009. The increase is due primarily to an increase of personal services, scholarships and fellowships, and depreciation expenses of $52.8 million, $41.0 million, and $10.9 million, respectively. Offsetting those increases was a decrease of $31.1 million in supplies and services expense.

Environmental Improvement

The Environmental Improvement Fund issued revenue bonds of $131.2 million in Fiscal Year 2010, of which $14.1 million was used to refund previous bond issues. The new revenue bonds contributed to a net increase of the fund's liabilities of $54.1 million or approximately 6.5 percent over Fiscal Year 2009. A primary purpose of this fund is to provide loans to local governments for environmental purposes (e.g., clean water projects), therefore loans receivable reported a corresponding increase of $25.6 million or 1.4 percent. The Fund was awarded $103.7 million in Clean Water ARRA funds of which $74.7 million had been disbursed to municipalities as of June 30, 2010. Additionally, $37.8 million of Safe Drinking Water ARRA funds were awarded in Fiscal Year 2010 of which $26.7 million have been disbursed as of June 30, 2010.

Lottery

The Lottery Fund reported an increase in operating revenues of $7.4 million, or 1.6 percent, in Fiscal Year 2010. The increase is attributable to sales of Mega Millions, a national lotto game added January 31, 2010. Operating expenses decreased by $6.7 million or 2.0 percent primarily due to a 2.4 percent decrease in lottery prize awards. The property tax credit, which serves to provide property tax relief through application of net proceeds from the Wisconsin Lottery, totaled $114.3 million in Fiscal Year 2010 in contrast to $120.8 million in Fiscal Year 2009, reflecting a decrease of $6.5 million or 5.4 percent. The amount of the credit is determined and distributed before the end of the fiscal year and based upon the prior year's balance carryover and the current year's estimated performance. Therefore, it is possible that increases or decreases in the property tax credit will differ from the increases and decreases in revenue reported for the current fiscal year.

GOVERNMENT-WIDE CAPITAL ASSET AND DEBT ADMINISTRATION

Capital Assets

At the close of Fiscal Year 2010, the State had $22.5 billion invested in capital assets, net of accumulated depreciation of $4.2 billion. This represents an increase of $1,016.4 million, or 4.7 percent, from Fiscal Year 2009. Depreciation charges totaled $110.2 million and $213.1 million for governmental and business-type activities, respectively, in Fiscal Year 2010. The details of these assets are presented in Table 7, below. Additional information about the State's capital assets is presented in Note 7 to the financial statements.

Table 7
Capital Assets, Net of Depreciation, as of June 30
(in millions)

	Governmental Activities		Business-Type Activities		Total Primary Government	
	2010	2009	2010	2009	2010	2009
Land and Land Improvements	$ 2,183	$ 2,060	$ 137	$ 135	$ 2,321	$ 2,195
Buildings and Improvements	1,369	1,332	2,974	2,899	4,342	4,232
Library Holdings	83	82	1,107	1,088	1,189	1,170
Machinery and Equipment	318	299	277	268	595	567
Infrastructure	12,375	12,219	-	-	12,375	12,219
Construction in Progress	1,170	851	497	239	1,667	1,090
Totals	$ 17,497	$ 16,843	$ 4,991	$ 4,629	$ 22,488	$ 21,471

The major capital asset additions completed or acquired during Fiscal Year 2010 included the:

- 21 North Park Street purchase ($39.0 million),
- Jarvis Science Wing Renovation – UW-Stout ($37.5 million),
- Campus Utility Upgrade – UW-Madison ($28.7 million),
- Rothwell Student Center – UW-Superior ($23.6 million),
- Madison Crime Lab Remodeling ($15.0 million), and
- State Fair Park – Exposition Center purchase ($13.9 million).

In addition to these completed projects, construction in progress as of June 30, 2010 for governmental and business-type activities totaled $1,169.7 million and $497.1 million, respectively. A list of construction in progress projects is provided in Note 7. The State's continuing or proposed major capital projects for Fiscal Year 2010 through 2018 include:

- Wisconsin Institute for Discovery (2005-2015) – UW-Madison (estimated budget of $150 million),
- Academic Buildings (2008-2010) – UW-La Crosse, Oshkosh, Parkside and Superior (estimated budget of $160.0 million),
- Union South Replacement (2008-2011) – UW-Madison (estimated budget of $85.7 million),
- Davies Center Addition (2008-2011) – UW-Eau Claire (estimated budget of $31.4 million),
- Sand Ridge Secure Treatment Center (2007-2011) Mauston – (estimated budget of $25.0 million),
- Wisconsin Energy Institute – Madison (estimated cost $100 million),
- Wisconsin Institutes for Medical Research – Center Tower – Madison (estimated cost $135 million),
- UW Milwaukee Facilities Master Plan ($240 million for various projects),
- Renovation and Remodeling of the Charter Street Heating Plant (estimated cost $251 million),
- I-94 North South Freeway Project (completion in 2016) $1,912 million,
- US 41 Winnebago and Brown Counties (completion in 2018) $1,515 million,
- Highway 26 Janesville to Watertown (completion in 2014) $469 million,
- US 51/STH 29 Corridor Wausau (completion in 2011) $228 million,
- Highway 12 Lake Delton to Sauk City (completion in 2018) $225 million, and
- Highway 41 Oconto to Peshtigo (completion in 2011) $175 million.

Debt Administration

The State of Wisconsin Building Commission, an agency of the State, is empowered by law to consider, act upon, authorize, issue and sell all debt obligations of the State. The total general obligation debt outstanding for the State as of June 30, 2010 was $6.0 billion, as shown in Table 8. During Fiscal Year 2010, $1,016.5 million of general obligation bonds were issued to provide for the acquisition or improvement of land, water, property, highways, buildings, equipment, or facilities for public purposes or to refund outstanding bonds. Of the bonds issued in the current year, $303.8 million was to be used for University of Wisconsin System academic and self-amortizing facilities; $244.7 million for transportation projects, $65.9 million for the Stewardship Program, $41.7 for environmental programs, and $104.8 million for various other projects. In addition, bond proceeds of $255.5 million were used to refund outstanding general obligation bonds which resulted in an increase in total debt service payments of $48.6 million.

In Fiscal Year 2004, the State issued $1.8 billion of annual appropriation bonds to pay the State's unfunded accrued prior service (pension) liability and its unfunded accrued liability for sick leave conversion credits. In Fiscal Year 2009, the State issued $1.5 billion of annual appropriation bonds to purchase the future right, title, and interest in the Tobacco Settlement Revenues (TSRs) from Badger Tobacco Asset Securitization Corporation (BTASC) as well as pay any issuance expenses. As of June 30, 2010, $3.4 billion of these bonds were outstanding.

Chapter 18 of the Wisconsin Statutes authorizes the State to issue revenue obligations. These obligations, which are not general obligation debt of the State, are secured by a pledge of revenues or property derived from the operations of a program funded by the issuance of the obligations. Revenue bonds of the primary government totaled $2.7 billion outstanding at June 30, 2010, as shown in Table 8. These bonds included $1,671.3 million of Transportation Revenue Bonds, $129.9 million of Petroleum Inspection Revenue Bonds, and $882.2 million of Environmental Improvement Revenue Bonds.

Table 8
Outstanding Debt as of June 30, 2010 and 2009
(in millions)

	Governmental Activities		Business-Type Activities		Total	
	2010	**2009**	**2010**	**2009**	**2010**	**2009**
General obligation bonds	$4,779.7	$4,244.7	$1,235.4	$1,117.2	$ 6,015.1	$ 5,361.9
Annual appropriation bonds	3,357.7	3,378.3	--	--	3,357.7	3,378.3
Revenue bonds	1,801.1	1,681.4	882.2	829.3	2,683.3	2,510.7
Totals	$9,938.5	$9,304.4	$2,117.6	$1,946.5	$12,056.1	$11,250.9

Article VIII of the Wisconsin Constitution and Wis. Stat. Sec. 18.05 limit the amount of general obligation bond debt the State can contract in total and in any calendar year. In total, debt cannot exceed five percent of the value of all taxable property in the State. The amount of debt contracted in any calendar year is limited to the lesser of three-quarters of one percent of the aggregate value of taxable property or five percent of the aggregate value of taxable property less net indebtedness at January 1.

At June 30, 2010, State of Wisconsin general obligation fixed rate bonds had a rating of Aa2 from Moody's Investors Services, AA from Standard and Poor's Rating Services, and AA from Fitch Ratings. General obligation variable notes had a rating of P-1 from Moody's, A-1+ from Standard and Poor's Corporation, and F1+ from Fitch Investors Services, L.P.

Detailed information about the State's long-term debt activity is presented in Note 11 to the financial statements.

INFRASTRUCTURE -- MODIFIED APPROACH

The State reports infrastructure (i.e., roads, bridges, and buildings considered an ancillary part of roads) as capital assets. The State has elected to report its infrastructure assets (11,200 centerline miles of roads and 5,000 bridges with a combined value of $12.4 billion), using the modified approach. Under this method, infrastructure assets are not required to be depreciated if the State manages its eligible infrastructure assets using an asset management system designed to maintain and preserve these assets at a condition level established and disclosed by the State.

All infrastructure assets constructed prior to July 1, 2000 have been recorded at estimated historical cost. Historical cost was determined by calculating current costs of a similar asset and deflating that cost, using a price-index, to the estimated average construction date. Infrastructure costs, which exclude right of way, are expressed in 2000 dollars and deflated back to the average construction date using the Federal Highway Administration's composite index for federal-aid highway construction.

In order to adequately serve the traveling public and support the State economy, it is the State's policy to ensure at least 85 percent of the state-owned roads and bridges are in good or fair condition. As of June 30, 2010, 90.7 percent of the roads and 95.9 percent of bridges were in good or fair condition, consistent with State policies.

For the fiscal year ended June 30, 2010, actual maintenance and preservation costs for the State's road network were $669.1 million or $8.4 million less than the estimated amount. On that same date, actual maintenance and preservation costs for the State's bridge network were $93.0 million or $1.3 million more than the estimated amount. In developing estimated costs at the beginning of the fiscal year it is difficult to predict the types of projects that will actually incur costs during the year. In addition, the State of Wisconsin, Department of Transportation's multi-year contracting process, allowing encumbrances to carry forward, makes a comparison of actual to estimated amounts difficult since expenditures for the current year may have been budgeted and committed to a project in prior years.

ECONOMIC FACTORS

In calendar year 2009, the Wisconsin economy was significantly affected by the global recession.

Wisconsin employment declined significantly in 2009. Wisconsin employment increased by 0.6 percent in 2007 and decreased by 0.2 percent in 2008 and 4.5 percent in 2009. Wisconsin's employment growth has been comparable to the nation's growth. Nationally, employment increased by 1.1 percent in 2007, and decreased by 0.6 percent in 2008 and by 4.3 percent in 2009.

The changes in employment performance affected income growth. Wisconsin personal income increased 3.9 percent in 2007 and 3.4 percent in 2008 but fell 0.9 percent in 2009. Nationally, personal income increased 5.7 percent in 2007 and 4.0 percent in 2008 but fell 1.7 percent in 2009. On a per capita basis, Wisconsin's performance is also similar to the nation's. Per capita income in Wisconsin increased 3.4 percent in 2007 and 2.9 percent in 2008, but fell 1.4 percent in 2009. This compares to 4.7 percent, 3.1 percent, and (2.6) percent nationally. Relative to the national average, Wisconsin per capita income increased to 94.4 percent of the national average in 2009, up from 93.2 percent in 2008.

Wisconsin and the nation are recovering from the recession. Between December 2009 and October 2010, Wisconsin employment has increased 0.8 percent. Nationally, employment is up 0.7 percent over the same period. Wisconsin's seasonally adjusted unemployment rate in October was 7.8 percent compared to 9.6 percent nationally.

Wisconsin's property values reflect the slowing economy. In 2009, real property values declined 0.5 percent, primarily due to a reduction of 1.3 percent in residential real estate values. Commercial real estate values increased by 2.4 percent in 2009. In 2010, real property values declined 3.2 percent with residential real estate values falling 3.5 percent. Commercial real estate values decreased by 2.4 percent in 2010.

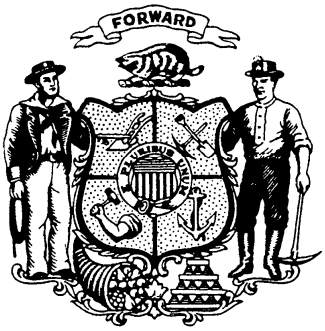
CONTACTING THE STATE'S FINANCIAL MANAGEMENT

This financial report is designed to provide Wisconsin's 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. Questions about this report or requests for additional financial information should be addressed to: State of Wisconsin, State Controller's Office, 101 E. Wilson Street, 5th Floor, Madison, WI 53707.

Some state agencies, such as Department of Employee Trust Funds, issue stand-alone audited financial statements for certain state funds. The information contained in those statements may vary from this document due to scope and application of generally accepted accounting principles. Questions about how to obtain the separately issued financial statements should be directed to individual agencies or to the State Controller's Office.

The State's component units issue their own separate audited financial statements. These statements may be obtained by directly contacting the component unit through their administrative offices identified in Note 1-B.

* * * *


FORWARD

State of Wisconsin

Statement of Net Assets
June 30, 2010

(In Thousands)

	Primary Government			
	Governmental Activities	Business-Type Activities	Totals	Component Units
Assets and Deferred Outflows				
Cash and Cash Equivalents	$ 908,472	$ 1,778,453	$ 2,686,926	$ 908,643
Investments	69,252	1,323,135	1,392,387	296,880
Cash and Investments with Other Component Units	-	-	-	248,233
Receivables (net of allowance)	3,576,119	2,993,991	6,570,110	2,828,770
Internal Balances	(500,006)	500,006	-	-
Inventories	32,905	50,287	83,192	8,645
Prepaid Items	192,572	80,018	272,590	7,597
Capital Leases Receivable - Component Units	-	5,868	5,868	-
Restricted and Limited Use Assets:				
Cash and Cash Equivalents	108,239	164,474	272,713	210,842
Investments	110,824	-	110,824	2,075,889
Deferred Charges	78,306	13,245	91,550	9,678
Other Assets	24,078	6,385	30,463	104,240
Capital Assets:				
Depreciable	1,595,813	3,251,634	4,847,447	391,548
Nondepreciable:				
Infrastructure	12,374,551	-	12,374,551	-
Other	3,526,461	1,739,416	5,265,877	23,523
Deferred Outflows of Resources	130,745	-	130,745	117,179
Total Assets and Deferred Outflows	22,228,330	11,906,912	34,135,242	7,231,667
Liabilities				
Accounts Payable and Other Accrued Liabilities	1,172,071	475,033	1,647,104	172,205
Due to Other Governments	2,214,479	27,291	2,241,770	10,991
Tax Refunds Payable	1,375,743	-	1,375,743	-
Tax and Other Deposits	64,323	26,795	91,118	74,863
Amounts Held in Trust by Component Unit for Other Component Units	-	-	-	215,773
Amounts Held in Trust by Component Unit for Others	-	-	-	22,922
Unearned Revenue	406,523	303,047	709,570	1,421
Interest Payable	108,113	13,460	121,573	32,660
Short-term Notes Payable	790,320	50,444	840,764	-
Other Liabilities	130,745	-	130,745	129,428
Advance from Federal Government	-	1,424,769	1,424,769	-
Long-term Liabilities:				
Current Portion	539,664	327,425	867,089	107,161
Noncurrent Portion	9,843,171	3,148,465	12,991,636	3,198,983
Total Liabilities	16,645,151	5,796,729	22,441,880	3,966,407
Net Assets				
Invested in Capital Assets, Net of Related Debt	13,914,376	3,932,783	17,847,159	160,898
Restricted for:				
Transportation Programs	6,431	-	6,431	-
Conservation Related	64,694	-	64,694	-
Capital Projects	21,382	-	21,382	-
Debt Service	89,344	-	89,344	-
Environmental Improvement	-	1,534,833	1,534,833	-
Permanent Trusts:				
Expendable	10,510	239,986	250,496	7,135
Nonexpendable	844,332	133,671	978,003	1,280
Future Benefits	-	358,762	358,762	27,357
Other Purposes	88,323	401,356	489,680	2,470,883
Unrestricted	(9,456,213)	(491,209)	(9,947,422)	597,708
Total Net Assets	$ 5,583,179	$ 6,110,183	$ 11,693,362	$ 3,265,261

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

Statement of Activities
For the Fiscal Year Ended June 30, 2010

(In Thousands)

Functions/Programs	Expenses	Program Revenues: Charges for Services	Program Revenues: Operating Grants, Contributions and Restricted Interest	Program Revenues: Capital Grants, Contributions and Restricted Interest
Primary Government:				
Governmental Activities:				
Commerce	$ 329,954	$ 253,713	$ 116,541	$ -
Education	6,662,846	21,586	1,233,756	-
Transportation	2,281,649	684,360	116,795	1,080,417
Environmental Resources	487,361	214,332	81,395	7,950
Human Relations and Resources	11,539,481	634,789	7,357,236	21,070
General Executive	650,196	275,349	280,533	-
Judicial	129,753	66,881	514	-
Legislative	65,232	1,983	4	-
Tax Relief and Other General Expenses	1,288,156	-	26,043	-
Intergovernmental - Shared Revenue	1,032,162	46,090	76,139	-
Interest on Debt	467,850	-	-	-
Total Governmental Activities	24,934,639	2,199,083	9,288,956	1,109,437
Business-type Activities:				
Injured Patients and Families Compensation	58,515	29,730	67,995	-
Environmental Improvement	148,594	48,351	155,133	-
University of Wisconsin System	4,195,430	3,098,677	273,660	108,637
Unemployment Reserve	3,416,939	1,037,608	1,711,458	-
Lottery	452,350	481,188	1,604	-
Health Insurance	1,176,704	1,183,544	10,683	-
Care and Treatment Facilities	351,549	262,009	518	1,192
Other Business-type	158,568	103,096	42,910	-
Total Business-type Activities	9,958,649	6,244,202	2,263,961	109,829
Total Primary Government	$ 34,893,287	$ 8,443,286	$ 11,552,917	$ 1,219,267
Component Units:				
Housing and Economic Development Authority	$ 335,459	$ 172,980	$ 176,772	$ -
Health Care Liability Insurance Plan	21,411	5,934	3,727	-
University Hospitals and Clinics Authority	959,881	1,018,618	519	1,091
University of Wisconsin Foundation	280,469	267,464	156,119	-
State Fair Park Exposition Center, Inc.	5,108	9,330	-	-
Total Component Units	$ 1,602,327	$ 1,474,325	$ 337,137	$ 1,091

General Revenues:
- Dedicated for General Purposes:
  - Income Taxes
  - Sales and Excise Taxes
  - Public Utility Taxes
  - Other Taxes
- Motor Fuel/Other Taxes Dedicated for Transportation
- Other Dedicated Taxes
- Interest and Investment Earnings
- Miscellaneous

Contributions to Term and Permanent Endowments
Contributions to Permanent Fund Principal
Transfers

Total General Revenues, Contributions, and Transfers

Change in Net Assets
Net Assets - Beginning

Net Assets - Ending

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

Net (Expense) Revenue and Changes in Net Assets			
Primary Government			
Governmental Activities	Business-Type Activities	Total	Component Units
$ 40,300		$ 40,300	
(5,407,504)		(5,407,504)	
(400,076)		(400,076)	
(183,683)		(183,683)	
(3,526,387)		(3,526,387)	
(94,314)		(94,314)	
(62,358)		(62,358)	
(63,245)		(63,245)	
(1,262,113)		(1,262,113)	
(909,933)		(909,933)	
(467,850)		(467,850)	
(12,337,163)		(12,337,163)	
	$ 39,210	39,210	
	54,890	54,890	
	(714,456)	(714,456)	
	(667,874)	(667,874)	
	30,442	30,442	
	17,523	17,523	
	(87,829)	(87,829)	
	(12,563)	(12,563)	
-	(1,340,656)	(1,340,656)	
(12,337,163)	(1,340,656)	(13,677,818)	
			$ 14,293
			(11,750)
			60,347
			143,114
			4,222
			210,226
6,798,690	-	6,798,690	-
4,700,287	-	4,700,287	-
309,983	-	309,983	-
217,488	-	217,488	-
1,008,047	-	1,008,047	-
185,881	-	185,881	-
4,847	15,664	20,512	17,957
388,473	4	388,477	-
-	1,232	1,232	111
18,498	-	18,498	-
(1,263,325)	1,262,747	(577)	-
12,368,869	1,279,648	13,648,517	18,068
31,706	(61,008)	(29,301)	228,294
5,551,473	6,171,190	11,722,663	3,036,967
$ 5,583,179	$ 6,110,183	$ 11,693,362	$ 3,265,261

Balance Sheet - Governmental Funds
June 30, 2010

(In Thousands)

	General	Transportation	Common School	Nonmajor Governmental	Total Governmental
Assets					
Cash and Cash Equivalents	$ 9,415	$ 576,218	$ 109,840	$ 206,518	$ 901,991
Investments	731	-	48,055	20,465	69,252
Receivables (net of allowance):					
Taxes	1,063,407	96,299	-	29,273	1,188,978
Loans to Local Governments	2,195	-	653,771	21,410	677,377
Other Loans Receivable	25,819	24,093	-	6	49,917
Other Receivables	378,618	8,813	396	50,264	438,091
Due from Other Funds	218,956	50,534	869	91,423	361,782
Due from Component Units	231	-	-	-	231
Due from Other Governments	813,678	318,845	9,254	5,647	1,147,424
Inventories	10,373	13,330	-	3,067	26,771
Prepaid Items	170,579	4,046	-	17,323	191,948
Advances to Other Funds	167	-	-	-	167
Restricted and Limited Use Assets:					
Cash and Cash Equivalents	-	-	-	108,239	108,239
Investments	-	-	-	110,824	110,824
Other Assets	24,078	-	-	-	24,078
Total Assets	$ 2,718,249	$ 1,092,178	$ 822,185	$ 664,459	$ 5,297,071
Liabilities and Fund Balances					
Liabilities:					
Accounts Payable and Other Accrued Liabilities	$ 863,468	$ 224,761	$ -	$ 36,535	$ 1,124,764
Due to Other Funds	180,071	79,194	1,706	63,011	323,982
Interfund Payables	231,962	-	-	15,390	247,352
Due to Other Governments	2,106,874	102,345	-	5,260	2,214,479
Tax Refunds Payable	1,369,558	5,978	-	206	1,375,743
Tax and Other Deposits	53,364	508	-	10,452	64,323
Unearned Revenue	371,544	28,721	-	5,305	405,570
Deferred Revenue	281,466	523	-	8,099	290,087
Interest Payable	-	-	-	45,689	45,689
Advances from Other Funds	203,245	-	-	5,266	208,512
Short-term Notes Payable	-	-	-	782,608	782,608
Revenue Bonds and Notes Payable	-	-	-	77,195	77,195
Total Liabilities	5,661,551	442,030	1,706	1,055,016	7,160,304
Fund Balances:					
Reserved for Encumbrances	374,270	862,439	-	298,134	1,534,843
Reserved for Inventories	10,373	13,330	-	3,067	26,771
Reserved for Prepaid Items	105,876	4,046	-	17,323	127,245
Reserved for Budget Stabilization Fund	1,684	-	-	-	1,684
Reserved for Restricted Funds	17,712	-	144	26,372	44,229
Reserved for Long-term Receivables	-	-	589,706	20,225	609,931
Reserved for Advances to Other Funds	167	-	-	-	167
Unreserved, Reported In:					
General Fund	(3,453,386)	-	-	-	(3,453,386)
Special Revenue Funds	-	(229,667)	-	51,868	(177,799)
Debt Service Funds	-	-	-	80,780	80,780
Capital Projects Funds	-	-	-	(904,840)	(904,840)
Permanent Funds	-	-	230,628	16,513	247,142
Total Fund Balances	(2,943,303)	650,148	820,479	(390,557)	(1,863,233)
Total Liabilities and Fund Balances	$ 2,718,249	$ 1,092,178	$ 822,185	$ 664,459	$ 5,297,071

(Continued)

Balance Sheet - Governmental Funds
June 30, 2010

(Continued)

			Total Governmental
Reconciliation to the Statement of Net Assets:			
Total Fund Balances - Governmental Funds (from previous page)		$	(1,863,233)
Capital assets used in governmental activities are not financial resources and, therefore, are not reported in the funds:			
Infrastructure	12,374,551		
Other Capital Assets	5,855,345		
Accumulated Depreciation	(1,019,087)		
			17,210,809
Other long-term assets that are not available to pay for current period expenditures and, therefore, are deferred in the funds.			81,385
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.			289,135
Internal service funds are used by management to charge the costs of certain activities, such as telecommunications and insurance, to individual funds. The assets and liabilities of the internal service funds are included in governmental activities in the Statement of Net Assets.			(21,368)
Long-term liabilities, including bonds payable, are not due and payable in the current period and, therefore, are not reported in the fund statements. These liabilities, however, are included in the Statement of Net Assets.			
Revenue Bonds Payable	(1,723,938)		
Appropriation Bonds Payable	(3,357,795)		
General Obligation Bonds Payable	(4,628,075)		
Accrued Interest on Bonds	(62,424)		
Capital Leases	(30,551)		
Installment Contracts	(729)		
Compensated Absences	(156,087)		
Pollution Remediation	(13,991)		
Claims and Judgments	(3,220)		
Other Postemployment Benefits Liability	(136,738)		
			(10,113,549)
Net Assets of Governmental Activities as reported on the Statement of Net Assets (See page 23)		$	5,583,179

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

Statement of Revenues, Expenditures, and Changes in Fund Balances - Governmental Funds
For the Fiscal Year Ended June 30, 2010

(In Thousands)

	General	Transportation	Common School	Nonmajor Governmental	Total Governmental
Revenues:					
Taxes	$ 12,031,186	$ 1,008,400	$ -	$ 186,023	$ 13,225,609
Intergovernmental	8,992,280	1,194,594	-	71,977	10,258,850
Licenses and Permits	751,862	490,535	-	577,597	1,819,994
Charges for Goods and Services	289,559	20,102	19	20,833	330,513
Investment and Interest Income	1,451	1,091	34,352	3,518	40,413
Fines and Forfeitures	41,694	455	18,495	5,496	66,140
Gifts and Donations	5,296	20	-	13,980	19,295
Miscellaneous:					
Tobacco Settlement	136,841	-	-	-	136,841
Other	228,287	14,320	78	7,454	250,139
Total Revenues	22,478,455	2,729,516	52,946	886,878	26,147,794
Expenditures:					
Current Operating:					
Commerce	279,971	-	-	53,316	333,287
Education	6,583,807	-	32,000	8,690	6,624,497
Transportation	7,014	2,104,767	-	132,297	2,244,078
Environmental Resources	102,369	-	-	374,244	476,613
Human Relations and Resources	11,378,068	-	-	39,568	11,417,637
General Executive	539,000	-	-	98,175	637,175
Judicial	125,522	-	-	280	125,803
Legislative	64,071	-	-	-	64,071
Tax Relief and Other General Expenditures	1,285,206	-	-	4,059	1,289,265
Intergovernmental - Shared Revenue	965,924	-	-	66,238	1,032,162
Capital Outlay	37,814	367,468	-	375,043	780,325
Debt Service:					
Principal	-	-	-	117,568	117,568
Interest	-	-	-	481,173	481,173
Other Expenditures	-	-	-	6,680	6,680
Total Expenditures	21,368,766	2,472,235	32,000	1,757,332	25,630,333
Excess of Revenues Over (Under) Expenditures	1,109,689	257,281	20,946	(870,454)	517,462
Other Financing Sources (Uses):					
Long-term Debt Issued	-	-	-	725,132	725,132
Long-term Debt Issued - Refunding Bonds	-	-	-	372,980	372,980
Payments for Refunded Bonds	-	-	-	(349,907)	(349,907)
Discount on Bonds	-	-	-	(932)	(932)
Premium on Bonds	-	-	-	63,317	63,317
Transfers In	328,649	19,023	15,000	488,100	850,773
Transfers Out	(1,612,427)	(125,581)	(1,666)	(356,252)	(2,095,926)
Capital Lease Acquisitions	10,044	-	-	-	10,044
Installment Purchase Acquisitions	119	-	-	1,309	1,428
Total Other Financing Sources (Uses)	(1,273,615)	(106,557)	13,334	943,747	(423,092)
Net Change in Fund Balances	(163,926)	150,724	34,279	73,293	94,370
Fund Balances, Beginning of Year	(2,777,230)	506,745	786,199	(463,971)	(1,948,257)
Increase (Decrease) in Reserve for Inventories	(2,147)	(7,320)	-	121	(9,346)
Fund Balances, End of Year	$ (2,943,303)	$ 650,148	$ 820,479	$ (390,557)	$ (1,863,233)

(Continued)

Statement of Revenues, Expenditures, and Changes in Fund Balances - Governmental Funds
For the Fiscal Year Ended June 30, 2010

(Continued)

			Total Governmental
Reconciliation to the Statement of Activities:			
Net Change in Fund Balances (from previous page)		$	94,370
Inventories, which are recorded under the purchases method for governmental fund reporting, are reported under the consumption approach on the Statement of Activities. As a result of this change, the Increase (Decrease) in Reserve for Inventories on the fund statement has been reclassified as functional expenses on the government-wide statement.			(9,346)
Governmental funds report the acquisition or construction of capital assets as expenditures, while governmental activities report depreciation expense to allocate the cost of these assets over their estimated useful life. Donated assets are set up at fair value with a corresponding amount of revenue recognized. In the current period, these amounts are:			
Capital Outlay/Functional Expenditures	778,721		
Depreciation Expense	(93,145)		
Grants and Contributions (Donated Assets)	8,745		
			694,321
Transfers of capital assets between governmental and business-type activities results in the movement of those assets on the Statement of Net Assets and corresponding recognition of the related transfer in/out on the Statement of Activites.			(66)
In the Statement of Activities, only the gain/(loss) on the sale/disposal of capital assets is reported, while in the governmental funds, any proceeds from the sale increases financial resources. Thus, the change in net assets differs from the change in fund balance by the cost of the capital assets sold/disposed.			(24,630)
Revenues in the Statement of Activities that do not provide current financial resources are not reported as revenues in the funds.			(6,460)
Bond proceeds provide current financial resources to governmental funds, but issuing debt increases long-term liabilities in the Statement of Net Assets. Repayment of bond principal is reported as an expenditure in the governmental funds, but the repayment reduces long-term liabilities in the Statement of Net Assets.			
Bonds Issued	(1,098,112)		
Payments for Refunded Bonds	349,907		
Repayment of Bond Principal	117,568		
Bond Premium	(63,317)		
Bonds Discount	932		
Bond Issuance Costs (Amortization)	4,484		
			(688,537)
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.			
Net Decrease (increase) in Accrued Interest	25,722		
Decrease (increase) in Capital Leases	1,261		
Decrease (increase) in Installment Contracts	(254)		
Decrease (increase) in Compensated Absences	(12,258)		
Decrease (increase) in Pollution Remediation Liabilities	1,619		
Decrease (increase) in Claims and Judgments	(2,033)		
Decrease (increase) in Postemployment Benefit Liabilities	(35,826)		
			(21,769)
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 the internal service funds is reported with governmental activities.			(6,177)
Changes in Net Assets of Governmental Activities as reported on the Statement of Activities (See page 25)		$	31,706

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

State of Wisconsin

Balance Sheet
Proprietary Funds
June 30, 2010

(In Thousands)

	Business-type Activities - Enterprise Funds			
	Injured Patients and Families Compensation	Environmental Improvement	University of Wisconsin System	Unemployment Reserve
Assets				
Current Assets:				
Cash and Cash Equivalents	$ 18,365	$ 291,786	$ 613,115	$ 183,072
Investments	35,682	47,734	-	-
Loans to Local Governments (net of allowance)	-	160,649	-	-
Other Loans Receivable (net of allowance)	-	-	32,067	-
Other Receivables (net of allowance)	7,181	615	143,283	238,119
Due from Other Funds	-	204	44,688	518
Due from Component Units	-	-	4,018	-
Interfund Receivables	-	-	391,956	-
Due from Other Governments	-	9,008	91,421	99,606
Inventories	3	-	40,932	-
Prepaid Items	8	23	47,143	-
Advances to Other Funds	-	-	-	-
Capital Leases Receivable - Component Units	-	-	1,713	-
Deferred Charges	-	-	7,415	-
Other Assets	-	-	-	-
Total Current Assets	61,239	510,018	1,417,751	521,315
Noncurrent Assets:				
Investments	555,906	163,850	339,084	-
Loans to Local Governments (net of allowance)	-	1,658,817	-	-
Other Loans Receivable (net of allowance)	-	-	162,003	-
Other Receivables	-	-	4,713	64,579
Prepaid Items	-	218	-	-
Advances to Other Funds	202,588	2,477	-	-
Capital Leases Receivable - Component Units	-	-	4,155	-
Restricted and Limited Use Assets:				
Cash and Cash Equivalents	35,059	106,528	-	22,887
Deferred Charges	-	3,522	-	-
Other Assets	-	-	-	-
Depreciable Capital Assets (net of accumulated depreciation)	257	9	3,063,686	-
Nondepreciable Capital Assets	70	-	1,718,975	-
Total Noncurrent Assets	793,881	1,935,422	5,292,616	87,466
Total Assets	$ 855,120	$ 2,445,440	$ 6,710,367	$ 608,781
Liabilities and Fund Equity				
Current Liabilities:				
Accounts Payable and Other Accrued Liabilities	$ 430	$ 177	$ 270,075	$ 75,502
Due to Other Funds	21	2,071	63,294	7,944
Due to Component Units	-	-	1,420	-
Interfund Payables	-	-	-	-
Due to Other Governments	-	168	4,241	20,918
Tax and Other Deposits	-	-	1,824	-
Unearned Revenue	719	-	185,566	-
Interest Payable	-	3,551	7,391	-
Short-term Notes Payable	-	-	48,879	-
Current Portion of Long-term Liabilities:				
Future Benefits and Loss Liabilities	86,335	-	-	-
Capital Leases	-	-	5,888	-
Compensated Absences	1	1	68,516	-
General Obligation Bonds Payable	-	-	32,389	-
Revenue Bonds and Notes Payable	-	70,690	-	-
Total Current Liabilities	87,505	76,658	689,483	104,364
Noncurrent Liabilities:				
Accounts Payable and Other Accrued Liabilities	-	-	-	-
Due to Other Governments	-	1,200	-	-
Advance from Federal Government	-	-	-	1,424,769
Noncurrent Portion of Long-term Liabilities:				
Future Benefits and Loss Liabilities	634,736	-	-	-
Capital Leases	-	-	27,616	-
Compensated Absences	49	84	64,192	-
Other Postemployment Benefits	32	22	131,302	-
General Obligation Bonds Payable	-	-	903,758	-
Revenue Bonds and Notes Payable	-	811,477	-	-
Total Noncurrent Liabilities	634,817	812,784	1,126,869	1,424,769
Total Liabilities	722,322	889,442	1,816,352	1,529,133
Fund Equity:				
Invested in Capital Assets, Net of Related Debt	328	-	3,764,130	-
Restricted for Environmental Improvement	-	1,534,833	-	-
Restricted for Expendable Trusts	-	-	239,986	-
Restricted for Nonexpendable Trusts	-	-	133,671	-
Restricted for Future Benefits	132,471	-	-	-
Restricted for Other Purposes	-	-	336,822	-
Unrestricted	-	21,165	419,407	(920,352)
Total Fund Equity	132,798	1,555,998	4,894,016	(920,352)
Total Liabilities and Fund Equity	$ 855,120	$ 2,445,440	$ 6,710,367	$ 608,781

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

Business-type Activities - Enterprise Funds		Governmental Activities - Internal Service Funds
Nonmajor Enterprise	Totals	
$ 672,116	$ 1,778,453	$ 6,481
17,771	101,187	-
326	160,975	-
9,482	41,548	-
62,004	451,202	1,377
15,788	61,198	46,594
-	4,018	97
-	391,956	-
7,138	207,172	386
9,352	50,287	5,181
32,627	79,800	624
-	0	25
-	1,713	-
183	7,598	99
1,291	1,291	-
828,076	3,338,400	60,863
163,108	1,221,948	-
1,648	1,660,465	-
237,242	399,245	-
70	69,362	-
-	218	-
657	205,723	2,764
-	4,155	-
-	164,474	-
2,125	5,646	464
5,094	5,094	-
187,682	3,251,634	259,304
20,370	1,739,416	26,712
617,996	8,727,381	289,244
$ 1,446,072	$ 12,065,780	$ 350,107
$ 61,355	$ 407,539	$ 11,995
53,420	126,749	4,435
-	1,420	-
57,463	57,463	87,141
765	26,092	103
24,971	26,795	-
116,763	303,047	-
2,518	13,460	1,224
1,565	50,444	7,712
52,492	138,827	32,428
306	6,194	237
164	68,681	101
10,644	43,033	10,162
-	70,690	-
382,424	1,340,435	155,538
45,080	45,080	-
-	1,200	-
-	1,424,769	
253,891	888,627	62,418
1,029	28,645	784
11,429	75,754	4,190
20,228	151,584	2,704
288,619	1,192,377	141,490
-	811,477	-
620,276	4,619,513	211,586
1,002,700	5,959,948	367,124
168,326	3,932,783	126,191
-	1,534,833	-
-	239,986	-
-	133,671	-
226,281	358,752	-
64,534	401,356	-
(15,769)	(495,549)	(143,208)
443,372	6,105,832	(17,017)
$ 1,446,072	$ 12,065,780	$ 350,107
Total Fund Equity Reported Above	$ 6,105,832	
Adjustment to Reflect the Consolidation of Internal Service Activities Related to Enterprise Funds	4,351	
Net Assets of Business-type Activities	$ 6,110,183	

Statement of Revenues, Expenses, and Changes in Fund Equity - Proprietary Funds For the Fiscal Year Ended June 30, 2010

(In Thousands)

	Business-type Activities - Enterprise Funds			
	Injured Patients and Families Compensation	Environmental Improvement	University of Wisconsin System	Unemployment Reserve
Operating Revenues:				
Charges for Goods and Services	$ 29,727	$ -	$ -	$ -
Participant and Employer Contributions	-	-	-	828,643
Tuition and Fees	-	-	1,007,912	-
Federal Grants and Contracts	-	-	912,176	-
Local and Private Grants and Contracts	-	-	229,892	-
Sales and Services of Educational Activities	-	-	285,243	-
Sales and Services of Auxiliary Enterprises	-	-	350,677	-
Sales and Services to UW Hospital Authority	-	-	55,469	-
Investment and Interest Income	-	28,417	-	-
Interest Income Used as Security for Revenue Bonds	-	19,885	-	-
Miscellaneous:				
Federal Aid for Unemployment Insurance Program	-	-	-	1,711,458
Reimbursing Financing Revenue	-	-	-	109,652
Other	-	48	239,249	10,024
Total Operating Revenues	29,727	48,351	3,080,618	2,659,776
Operating Expenses:				
Personal Services	508	4,491	2,793,586	-
Supplies and Services	247	1,966	1,006,863	-
Lottery Prize Awards	-	-	-	-
Scholarships and Fellowships	-	-	140,529	-
Depreciation	4	2	200,220	-
Benefit Expense	57,692	-	-	3,416,939
Interest Expense	-	39,387	-	-
Other Expenses	-	-	5,046	-
Total Operating Expenses	58,451	45,847	4,146,244	3,416,939
Operating Income (Loss)	(28,724)	2,504	(1,065,626)	(757,163)
Nonoperating Revenues (Expenses):				
Operating Grants	-	140,550	-	-
Investment and Interest Income	67,995	719	40,673	-
Investment Income Used as Security for Revenue Bonds	-	14,097	-	-
Gain (Loss) on Disposal of Capital Assets	-	-	(13,160)	-
Interest Expense	(68)	-	(39,795)	-
Gifts and Donations	-	-	233,698	-
Miscellaneous Revenues	4	-	18,058	89,289
Other Expenses:				
Property Tax Credits	-	-	-	-
Grants Disbursed	-	(102,747)	-	-
Federal Settlement	-	-	-	-
Other	-	-	-	-
Total Nonoperating Revenues (Expenses)	67,931	52,620	239,474	89,289
Income (Loss) Before Contributions and Transfers	39,206	55,124	(826,152)	(667,874)
Capital Contributions	-	-	108,637	-
Additions to Endowments	-	-	1,232	-
Transfers In	202,588	23,687	1,171,726	-
Transfers Out	(14)	(15,098)	(161,153)	(4,558)
Net Change in Fund Equity	241,780	63,714	294,290	(672,432)
Total Fund Equity, Beginning of Year	(108,982)	1,492,284	4,599,726	(247,920)
Total Fund Equity, End of Year	$ 132,798	$ 1,555,998	$ 4,894,016	$ (920,352)

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

Business-type Activities - Enterprise Funds		Governmental Activities - Internal Service Funds
Nonmajor Enterprise	Totals	
$ 792,441	$ 822,167	$ 258,323
1,198,935	2,027,578	-
-	1,007,912	-
-	912,176	-
-	229,892	-
-	285,243	-
-	350,677	-
-	55,469	-
16,412	44,829	-
-	19,885	-
-	1,711,458	-
-	109,652	-
1,121	250,442	231
2,008,909	7,827,381	258,554
303,668	3,102,254	53,385
159,764	1,168,839	139,651
273,008	273,008	-
-	140,529	-
12,854	213,080	17,115
1,232,660	4,707,291	20,048
15,728	55,115	-
23,491	28,537	-
2,021,172	9,688,653	230,198
(12,263)	(1,861,272)	28,356
1,562	142,112	-
68,007	177,394	24
-	14,097	-
(536)	(13,695)	(338)
(1,823)	(41,687)	(7,114)
563	234,261	-
21,232	128,583	5,000
(114,330)	(114,330)	-
(3,636)	(106,384)	-
-	0	(8,226)
(41)	(41)	-
(29,004)	420,310	(10,654)
(41,267)	(1,440,962)	17,701
1,289	109,926	-
-	1,232	-
79,829	1,477,830	7,157
(34,330)	(215,153)	(24,916)
5,521	(67,127)	(57)
437,851	6,172,959	(16,960)
$ 443,372	$ 6,105,832	$ (17,017)

Total Net Change in Fund Equity Reported Above	$ (67,127)
Consolidation Adjustment of Internal Services Activities Related to Enterprise Funds	6,119
Change in Net Assets of Business-Type Activities	$ (61,008)

Statement of Cash Flows - Proprietary Funds
For the Fiscal Year Ended June 30, 2010

(In Thousands)

	Business-type Activities - Enterprise Funds			
	Injured Patients and Families Compensation	Environmental Improvement	University of Wisconsin System	Unemployment Reserve
Cash Flows from Operating Activities:				
Cash Receipts from Customers	$ 29,115	$ -	$ -	$ 757,688
Cash Payments to Suppliers for Goods and Services	(232)	(2,791)	(993,735)	-
Cash Payments to Employees for Services	(496)	(3,561)	(2,735,054)	-
Tuition and Fees	-	-	1,016,565	-
Grants and Contracts	-	-	1,147,261	-
Cash Payments for Lottery Prizes	-	-	-	-
Cash Payments for Loans Originated	-	-	(21,145)	-
Collection of Loans	-	-	22,470	-
Interest Income	-	-	-	-
Cash Payments for Benefits	(12,027)	-	-	(3,421,468)
Sales and Services of Educational Activities	-	-	284,192	-
Sales and Services of Auxiliary Enterprises	-	-	342,722	-
Sales and Services to UW Hospital Authority	-	-	52,970	-
Scholarships and Fellowships	-	-	(140,529)	-
Other Operating Revenues	-	48	238,008	1,806,024
Other Operating Expenses	-	-	-	-
Other Sources of Cash	4	-	-	-
Other Uses of Cash	-	-	-	-
Net Cash Provided (Used) by Operating Activities	16,364	(6,304)	(786,274)	(857,755)
Cash Flows from Noncapital Financing Activities:				
Operating Grants Receipts	-	140,090	-	-
Grants Disbursed	-	(102,747)	-	-
Proceeds from Issuance of Debt	-	139,159	-	-
Repayment of Bonds and Notes	-	(81,855)	-	-
Interest Payments	(68)	(43,012)	-	-
Property Tax Credit Payments	-	-	-	-
Noncapital Gifts and Grants	-	-	234,930	-
Interfund Loans Received	-	-	-	-
Interfund Loans Repaid	(76,832)	-	-	-
Repayment of Interfund Borrowings	-	-	172,579	-
Interfund Advances Collected	-	-	-	-
Transfers In	-	23,687	1,062,916	-
Transfers Out	(14)	(15,098)	(161,153)	(3,109)
Student Direct Lending Receipts	-	-	117,344	-
Student Direct Lending Disbursements	-	-	(119,172)	-
Other Cash Inflows from Noncapital Financing Activities	-	-	12,661	1,040,212
Other Cash Outflows from Noncapital Financing Activities	-	(2,477)	(229)	-
Net Cash Provided (Used) by Noncapital Financing Activities	(76,914)	57,747	1,319,875	1,037,103
Cash Flows from Capital and Related Financing Activities:				
Proceeds from Issuance of Debt	-	-	196,348	-
Capital Contributions	-	-	157,553	-
Repayment of Bonds and Notes	-	-	(44,537)	-
Interest Payments	-	-	(96,715)	-
Transfers In	-	-	-	-
Capital Lease Obligations	-	-	-	-
Proceeds from Sale of Capital Assets	-	-	-	-
Payments for Purchase of Capital Assets	(332)	(11)	(547,733)	-
Other Cash Inflows from Capital Financing Activities	-	-	79,022	-
Other Cash Outflows from Capital Financing Activities	-	-	-	-
Net Cash Provided (Used) by Capital and Related Financing Activities	(332)	(11)	(256,063)	-
Cash Flows from Investing Activities:				
Proceeds from Sale and Maturities of Investment Securities	90,414	110,426	123,386	-
Purchase of Investment Securities	(5,404)	(112,897)	(123,748)	-
Cash Payments for Loans Originated	-	(180,324)	-	-
Collection of Loans	-	154,731	-	-
Investment and Interest Receipts	29,297	60,134	8,911	-
Net Cash Provided (Used) by Investing Activities	114,307	32,071	8,550	-
Net Increase (Decrease) in Cash and Cash Equivalents	53,424	83,503	286,088	179,348
Cash and Cash Equivalents, Beginning of Year	-	314,811	327,027	26,610
Cash and Cash Equivalents, End of Year	$ 53,424	$ 398,314	$ 613,115	$ 205,958

Business-type Activities - Enterprise Funds		Governmental Activities -
Nonmajor Enterprise	Totals	Internal Service Funds
$ 2,036,093	$ 2,822,896	$ 257,755
(128,248)	(1,125,006)	(151,792)
(312,384)	(3,051,496)	(52,188)
-	1,016,565	-
-	1,147,261	-
(287,667)	(287,667)	-
(14,227)	(35,372)	-
50,740	73,211	-
17,470	17,470	-
(1,216,234)	(4,649,729)	(28,320)
-	284,192	-
-	342,722	-
-	52,970	-
-	(140,529)	-
3,946	2,048,026	-
(46,454)	(46,454)	-
10,192	10,195	5,160
(4,619)	(4,619)	(8,226)
108,607	(1,525,362)	22,389
1,347	141,437	-
(3,585)	(106,332)	-
-	139,159	-
(44,790)	(126,645)	-
(15,366)	(58,446)	(1)
(112,786)	(112,786)	-
-	234,930	-
7,222	7,222	27,010
(22,740)	(99,572)	(497)
-	172,579	-
-	-	25
79,536	1,166,140	7,075
(23,736)	(203,111)	(25,008)
-	117,344	-
-	(119,172)	-
2,069	1,054,943	-
-	(2,707)	-
(132,829)	2,204,983	8,604
60	196,408	7,673
1,192	158,746	-
(2,780)	(47,317)	(12,877)
(1,924)	(98,639)	(7,423)
97	97	-
(287)	(287)	(197)
2	2	590
(27,818)	(575,894)	(20,986)
18,093	97,115	145
(15)	(15)	-
(13,379)	(269,785)	(33,075)
18,839	343,066	-
(9,179)	(251,228)	-
(266)	(180,590)	-
249	154,980	-
57,176	155,519	-
66,818	221,746	-
29,218	631,582	(2,081)
642,898	1,311,346	8,563
$ 672,116	$ 1,942,927	$ 6,481

(Continued)

Statement of Cash Flows - Proprietary Funds
For the Fiscal Year Ended June 30, 2010

(Continued)

	Business-type Activities - Enterprise Funds			
	Injured Patients and Families Compensation	Environmental Improvement	University of Wisconsin System	Unemployment Reserve
Reconciliation of Operating Income (Loss) to Net Cash Provided (Used) by Operations:				
Operating Income (Loss)	$ (28,724)	$ 2,504	$ (1,065,626)	$ (757,163)
Adjustment to Reconcile Operating Income (Loss) to Net Cash Provided (Used) by Operating Activities:				
Depreciation	4	2	200,220	-
Amortization		(2,798)	-	-
Provision for Uncollectible Accounts	-	-	-	16,019
Operating Income (Investment Income) Classified as Investing Activity	-	(48,302)	-	-
Operating Expense (Interest Expense) Classified as Noncapital Financing Activity	-	42,023	-	-
Miscellaneous Nonoperating Income (Expense)	4	-	-	-
Changes in Assets and Liabilities:				
Decrease (Increase) in Receivables	55	384	(22,012)	(102,209)
Decrease (Increase) in Due from Other Funds	-	545	(62)	95
Decrease (Increase) in Due from Component Units	-	-	(2,499)	-
Decrease (Increase) in Due from Other Governments	-	-	14,462	36,275
Decrease (Increase) in Inventories	(1)	-	(824)	-
Decrease (Increase) in Prepaid Items	(1)	16	(7,923)	-
Decrease (Increase) in Other Assets	-	-	-	-
Decrease (Increase) in Deferred Charges	-	(934)	315	-
Increase (Decrease) in Accounts Payable and Other Accrued Liabilities	36	56	34,672	32,167
Increase (Decrease) in Due to Other Funds	(20)	11	(1,153)	2,558
Increase (Decrease) in Due to Component Units	-	-	(1,146)	-
Increase (Decrease) in Due to Other Governments	-	23	1,206	(85,498)
Increase (Decrease) in Tax and Other Deposits	-	-	-	-
Increase (Decrease) in Unearned Revenue	(667)	-	15,753	-
Increase (Decrease) in Interest Payable	-	162	-	-
Increase (Decrease) in Compensated Absences	5	-	13,588	-
Increase (Decrease) in Postemployment Benefits	8	4	34,752	-
Increase (Decrease) in Future Benefits and Loss Liabilities	45,665	-	-	-
Total Adjustments	45,088	(8,808)	279,352	(100,592)
Net Cash Provided (Used) by Operating Activities	$ 16,364	$ (6,304)	$ (786,274)	$ (857,755)
Noncash Investing, Capital and Financing Activities:				
Assets Acquired through Capital Leases	$ -	$ -	$ 2,719	$ -
Contributions/Transfer In (Out) of Noncash Assets and Liabilities from/to Other Funds	-	-	-	-
Lottery Prize Annuity Investment Liability	-	-	-	-
Net Change in Unrealized Gains and Losses	40,879	-	38,397	-
Other	(949)	-	41,587	-

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

Business-type Activities - Enterprise Funds		Governmental Activities - Internal Service Funds
Nonmajor Enterprise	Totals	
$ (12,263)	$ (1,861,272)	$ 28,356
12,854	213,080	17,115
-	(2,798)	-
1,205	17,224	-
(262)	(48,565)	-
15,728	57,751	-
(7,064)	(7,060)	(3,226)
69,058	(54,724)	(1,109)
135	713	573
-	(2,499)	182
4,220	54,958	348
(53)	(878)	(1,211)
3,946	(3,961)	(26)
12	12	-
424	(194)	-
(16,903)	50,028	(8,543)
961	2,357	(2,668)
-	(1,146)	-
(95)	(84,364)	23
7,260	7,260	-
11,087	26,173	-
-	162	-
442	14,036	136
6,250	41,013	712
11,666	57,331	(8,272)
120,871	335,910	(5,966)
$ 108,607	$ (1,525,362)	$ 22,389
$ 160	$ 2,878	$ 768
85	85	-
3,839	3,839	-
11,079	90,355	-
13,226	53,864	(6)

Statement of Fiduciary Net Assets
June 30, 2010

(In Thousands)

	Pension and Other Employee Benefit Trust	Investment Trust	Private-Purpose Trust	Agency
Assets				
Cash and Cash Equivalents	$ 1,978,783	$ 2,606,744	$ 228,413	$ 22,910
Securities Lending Collateral	5,352,727	-	-	-
Prepaid Items	21,180	-	771	-
Receivables (net of allowance):				
Loans Receivable	-	-	126	-
Prior Service Contributions Receivable	180,764	-	-	-
Benefits Overpayment Receivable	3,612	-	-	-
Due from Other Funds	54,265	-	-	1,106
Due from Component Units	3,816	-	-	-
Interfund Receivables	154,370	-	-	-
Due from Other Governments	139,223	-	6,185	-
Due from Employers	-	-	-	1,910
Interest and Dividends Receivable	209,852	-	-	-
Investment Sales Receivable	391,109	-	-	-
Other Receivables	4,087	-	4,405	4,442
Total Receivables	1,141,097	-	10,716	7,458
Investments:				
Fixed Income	20,769,425	-	-	-
Stocks	37,863,165	-	-	-
Options	(3,904)	-	-	-
Limited Partnerships	6,446,075	-	-	-
Preferred Securities	95,194	-	-	-
Convertible Securities	68,291	-	-	-
Mortgages	44,841	-	-	-
Real Estate	337,274	-	-	-
Investments of Private Purpose Trust Funds	-	-	2,045,517	-
Investments of Agency Funds	-	-	-	740
Multi-asset Investments	1,073,264	-	-	-
External Investment Pool	579,374	-	-	-
Total Investments	67,273,000	-	2,045,517	740
Inventories	127	-	-	-
Capital Assets	2,558	-	3	-
Other Assets	-	-	-	303,730
Total Assets	75,769,472	2,606,744	2,285,419	$ 334,837
Liabilities				
Accounts Payable and Other Accrued Liabilities	161,034	-	48	$ 12,668
Securities Lending Collateral Liability	5,352,727	-	-	-
Annuities Payable	263,917	-	-	-
Advance Contributions	167	-	-	-
Due to Other Funds	69,273	347	161	-
Interfund Payables	154,370	-	-	-
Due to Other Governments	32,877	-	-	-
Tax and Other Deposits	-	-	-	322,170
Future Benefits and Loss Liabilities	-	-	5,010	-
Financial Futures Contracts	137,394	-	-	-
Investment Payable	463,571	-	-	-
Unearned Revenue	431	-	14,351	-
Advances from Other Funds	-	-	167	-
Compensated Absences Payable	2,195,709	-	-	-
Other Postemployment Benefits	846	-	-	-
Total Liabilities	8,832,315	347	19,738	$ 334,837
Net Assets				
Held in Trust for Pension Benefits, Pool Participants and Other Purposes	$ 66,937,157	$ 2,606,398	$ 2,265,681	

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

Statement of Changes in Fiduciary Net Assets
For the Fiscal Year Ended June 30, 2010

(In Thousands)

	Pension and Other Employee Benefit Trust	Investment Trust	Private-Purpose Trust
Additions			
Contributions:			
Employer Contributions	$ 737,476	$ -	$ -
Employee Contributions	790,131	-	-
Other	-	-	85
Total Contributions	1,527,607	-	85
Deposits	-	10,124,021	282,683
Premiums			178,357
Federal Subsidy			12,896
Investment Income:			
Net Appreciation (Depreciation) in Fair Value of Investments	7,152,017	-	-
Interest	570,553	-	-
Dividends	676,767	-	-
Securities Lending Income	21,765	-	-
Other	79,454	-	-
Investment Income of Investment, Private Purpose, and Other Employee Benefit Trust Funds	285,827	23,581	261,295
Less:			
Investment Expense	(240,765)	(679)	(5,926)
Securities Lending Rebates and Fees	(1,071)	-	-
Investment Income Distributed to Other Funds	(322,816)	-	-
Net Investment Income	8,221,731	22,902	255,368
Interest on Prior Service Receivable	13,986	-	-
Miscellaneous Income	380	-	2
Total Additions	9,763,704	10,146,924	729,390
Deductions			
Retirement Benefits and Refunds:			
Retirement, Disability, and Beneficiary	3,814,863	-	-
Separations	26,752	-	-
Total Retirement Benefits and Refunds	3,841,616	-	-
Distributions	24,403	10,877,829	193,556
Other Benefit Expense	179,001	-	187,754
Administrative Expense	19,242	344	10,810
Miscellaneous Expense	98	-	-
Transfers Out	337	-	6
Total Deductions	4,064,697	10,878,173	392,125
Net Increase (Decrease)	5,699,007	(731,249)	337,265
Net Assets - Beginning of Year	61,238,150	3,337,647	1,928,416
Net Assets - End of Year	$ 66,937,157	$ 2,606,398	$ 2,265,681

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

Notes To The Financial Statements

Index

Page

Summary of Significant Accounting Policies

Note 1. Summary of Significant Accounting Policies…… 42
- A. Basis of Presentation…… 42
- B. Financial Reporting Entity…… 42
- C. Government-wide and Fund Financial Statements…… 45
- D. Measurement Focus, Basis of Accounting, and Financial Statement Presentation…… 45
- E. Assets, Liabilities, and Net Assets/Fund Balances/Fund Equity…… 47
  - 1. Cash and Cash Equivalents…… 47
  - 2. Investments…… 47
  - 3. Mortgage and Other Loans…… 48
  - 4. Forestation State Tax…… 48
  - 5. Interfund Assets/Liabilities…… 49
  - 6. Inventories and Prepaid Items…… 49
  - 7. Capital Assets…… 49
  - 8. Restricted and Limited Use Assets…… 50
  - 9. Local Assistance Aids…… 50
  - 10. Long-term Debt Obligations…… 51
  - 11. Compensated Absences…… 52
  - 12. Unearned and Deferred Revenue…… 52
  - 13. Self-Insurance…… 52
  - 14. Fund Balance Reserves and Restricted Net Assets/Fund Equity…… 53

Explanation of Certain Differences Between Governmental Fund Statements and Government-Wide Statements

Note 2. Detailed Reconciliation of the Government-wide and Fund Statements…… 54
- A. Explanation of Differences Between the Balance Sheet - Governmental Funds and the Statement of Net Assets…… 54
- B. Explanation of Differences Between the Statement of Revenues, Expenditures, and Changes in Fund Balances - Governmental Funds and the Statement of Activities…… 56

Stewardship and Compliance

Note 3. Budgetary Control…… 58

Note 4. Deficit Fund Balance/Fund Equity and Restricted Net Assets…… 58

Detailed Disclosures Regarding Assets and Revenues

Note 5. Deposits and Investments…… 59
- A. Deposits…… 59
  - 1. Primary Government…… 59
  - 2. Component Units…… 59
- B. Investments…… 60
  - 1. Primary Government…… 60
  - 2. Component Units…… 73
  - 3. State Investment Fund…… 77
  - 4. Lottery Investments and Related Future Prize Obligations…… 79

Note 6. Receivables and Net Revenues…… 80
- A. Receivables…… 80
- B. Net Revenues…… 80

Note 7. Capital Assets…… 81

Note 8. Endowments…… 84

Note 9. Interfund Receivables, Payables, and Transfers…… 88
- A. Due from/to Other Funds…… 88
- B. Due from/to Component Units…… 89
- C. Interfund Receivables/Payables…… 89
- D. Advances to/from Other Funds…… 89
- E. Interfund Transfers…… 90

Page

Detailed Disclosures Regarding Liabilities and Expenses/Expenditures

Note 10. Changes in Long-term Liabilities..... 91

Note 11. Bonds, Notes and Other Debt Obligations..... 93
- A. General Obligation Bonds..... 93
- B. Annual Appropriation Bonds..... 96
- C. Revenue Bonds..... 99
- D. Refundings, Exchanges and Early Extinguishments..... 109
- E. Short-term Financing..... 110
- F. Certificates of Participation..... 112
- G. Arbitrage Rebate..... 112
- H. Moral Obligation Debt..... 112
- I. Credit Agreements..... 113

Note 12. Lease Commitments and Installment Purchases..... 114
- A. Capital Leases..... 114
- B. Operating Leases..... 115
- C. Installment Purchases..... 115

Note 13. Pollution Remediation Obligations..... 116

Note 14. Retirment Plan..... 117

Note 15. Milwaukee Retirement System..... 118

Note 16. Postemployment Benefits - State Health Insurance Program..... 119

Note 17. Other Postemployment Benefits (OPEB) Plans 121

Note 18. Public Entity Risk Pools Administered by the Department of Employee Trust Funds..... 124
- A. Description of Funds..... 124
- B. Accounting Policies for Risk Pools..... 124
- C. Unpaid Claims Liabilities..... 125
- D. Trend Information..... 125

Note 19. Self-Insurance..... 126

Note 20. Insurance Funds..... 127
- A. Primary Government..... 127
  - 1. Local Government Property Insurance Fund..... 127
  - 2. State Life Insurance Fund..... 129
  - 3. Injured Patients and Families Compensation Fund..... 130
- B. Component Units..... 131
  - Wisconsin Health Care Liability Insurance Plan..... 131

Other Note Disclosures

Note 21. Segment Information and Condensed Financial Data..... 133

Note 22. Component Units - Condensed Financial Information..... 134

Note 23. Restatements of Beginning Fund Balances/Fund Equity/Net Assets and Other Changes..... 135
- A. Fund Statements - Governmental Funds..... 135
- B. Fund Statements - Proprietary Funds..... 135
- C. Fund Statements - Fiduciary Funds..... 136
- D. Government-wide Statements..... 136

Note 24. Litigation, Contingencies and Commitments..... 137
- A. Litigation and Contingencies 137
- B. Commitments..... 138

Note 25. Subsequent Events 139

NOTE 1. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

A. Basis of Presentation

The accompanying basic financial statements have been prepared in conformity with generally accepted accounting principles (GAAP) for governments as prescribed by the Governmental Accounting Standards Board (GASB).

B. Financial Reporting Entity

For GAAP purposes, the State of Wisconsin includes all funds, elected offices, departments and agencies of the State, as well as boards, commissions, authorities and universities. The State has also considered all potential "component units" for which it is financially accountable, and other affiliated organizations for which the nature and significance of their relationship, including their ongoing financial support, with the State are such that exclusion would cause the State's financial statements to be misleading or incomplete.

The decision to include a potential component unit in the State's reporting entity is based on the criteria set forth in GASB Statement No. 14, *The Financial Reporting Entity,* and GASB Statement No. 39*, Determining Whether Certain Organizations Are Component Units, an amendment of GASB Statement No. 14*. GASB Statement No. 14 criteria include the ability to appoint a voting majority of an organization's governing body and (1) the ability of the State to impose its will on that organization or (2) the potential for the organization to provide specific financial benefits to, or impose specific financial burdens on, the State. GASB Statement No. 39 provisions relate to separately legal, tax-exempt organizations and include: (1) the economic resources received or held are entirely or almost entirely for the direct benefit of the State, (2) the State is entitled to, or has the ability to otherwise access, a majority of the economic resources received or held by the separate organization, and (3) the economic resources received or held by an individual organization that the State is entitled to, or has the ability to otherwise access, are significant to the State.

In addition, GASB Technical Bulletin No. 2004-1 (TB), *Tobacco Settlement Recognition and Financial Reporting Entity Issues*, clarified guidance on whether a Tobacco Settlement Authority (TSA) that is created to obtain the rights to all or a portion of future tobacco settlement resources is a component unit of the government that created it. This guidance resulted in the Badger Tobacco Asset Securitization Corporation (BTASC) to be reported as a blended component unit in the primary government in a debt service fund. The State has no legal liability for the obligations of BTASC.

Based upon the application of the criteria contained in GASB Statement No. 14, as amended by GASB Statement No. 39 and clarified by GASB Technical Bulletin No. 2004-1, the Wisconsin Public Broadcasting Foundation, Inc., Celebrate Children Foundation, Inc., and the Badger Tobacco Asset Securitization Corporation are reported as blended component units; and the Wisconsin Housing and Economic Development Authority, the Wisconsin Health Care Liability Insurance Plan, the University of Wisconsin Hospitals and Clinics Authority, the University of Wisconsin Foundation and the State Fair Park Exposition Center, Inc., are presented as discrete component units, as discussed below.

Complete financial statements of the individual component units that issue separate statements can be obtained from their respective administrative offices:

Wisconsin Public Broadcasting Foundation Inc.
Wisconsin Educational Communications Board
3319 West Beltline Highway
Madison, WI 53702

Celebrate Children Foundation, Inc.
110 East Main Street, Suite 614
Madison, WI 53703

Badger Tobacco Asset Securitization Corporation
10 East Doty Street, Suite 800
Madison, WI 53703

Wisconsin Housing and Economic Development Authority
201 West Washington Avenue, Suite 700
Madison, WI 53702

Wisconsin Health Care Liability Insurance Plan
Office of the Commissioner of Insurance
125 South Webster Street
Madison, WI 53702

University of Wisconsin Hospitals and Clinics Authority
635 Science Drive, Room 310
Madison, WI 53711

University of Wisconsin Foundation
Attn: Finance
PO Box 8860
Madison, WI 53708-8860

State Fair Park Exposition Center, Inc.
8200 West Greenfield Avenue
West Allis, WI 53214

Blended Component Units

Blended component units are entities that are legally separate from the State, but are so intertwined with the State that they are, in substance, the same as the State. The blended component unit serves or benefits the primary government. They are reported as part of the State and blended into the appropriate funds.

Wisconsin Public Broadcasting Foundation, Inc. – The Wisconsin Public Broadcasting Foundation, Inc. (Foundation), created in 1983 by the Wisconsin Legislature, is a private, nonstock, nonprofit Wisconsin Corporation, wholly owned by the Wisconsin Educational Communications Board (ECB), a unit of the State. The Foundation solicits funds in the name of, and with the approval of, the ECB. The Foundation's funds are managed by a five-member board of trustees consisting of the executive director of the ECB and four members of the ECB board. The Foundation is reported as a special revenue fund.

Celebrate Children Foundation, Inc. (CCF) – The Celebrate Children Foundation, Inc., was organized as a nonstock, nonprofit corporation for the exclusive purposes of soliciting and accepting contributions, grants, gifts and bequests for the State's Children's Trust Fund or for deposit into a fund maintained by the CCF. The Child Abuse and Neglect Prevention Board administer the Children's Trust Fund, a statutory fund included in the State's CAFR as a special revenue fund. In addition to the State appointing a voting majority of the CCF, the State is able to impose its will on the CCF and a financial benefit/burden relationship exists. The CCF is reported as a special revenue fund.

Badger Tobacco Asset Securitization Corporation (BTASC) – A nonstock public corporate entity created under Chapter 181 of the Wisconsin Statutes was created for the purpose of making a one-time purchase of Tobacco Settlement Revenues (TSRs) from the State. In May 2002, BTASC issued bonds to provide sufficient funds for carrying out its purpose. Bonds issued by the BTASC are the sole obligation of the BTASC. The State is not legally liable for payment of principal and interest on these bonds nor is the debt dependent upon any dedicated stream of revenue generated by the State. Directors of the corporation are appointed by the Secretary of Administration for staggered three-year terms. Once appointed, directors can only be removed for cause. At least one of the directors must be determined to be "independent" for federal bankruptcy law purposes. The State appoints the BTASC board and a financial benefit exists. BTASC reports on a fiscal year ended May 31. BTASC is reported as a debt service fund (Badger Tobacco Asset Securitization).

Pursuant to a Purchase and Sale Agreement with the State, BTASC acquired all of the State's right, title, and interest in the TSRs under the Master Settlement Agreement and the Consent Decree and Final Judgment (MSA). The MSA was entered into on November 23, 1998, among the attorneys general of 46 states, the District of Columbia, the Commonwealth of Puerto Rico, Guam, the U.S. Virgin Islands, American Samoa and the Commonwealth of the Northern Mariana Islands (the "Settling States") and the four largest United States tobacco manufacturers.

On May 23, 2002 the State sold the TSRs to BTASC for $1.3 billion and a residual certificate. Upon discharge of BTASC's obligations under its May 1, 2002 bond indenture, all subsequent TSRs are owned by the State pursuant to the residual certificate.

In April, 2009, BTASC legally defeased its outstanding bonds as a result of a sale of its TSRs to the State. BTASC will remain active to pay remaining costs associated with the defeased bonds held until 2012 when the bonds are scheduled to be paid in full by the trust.

Discretely Presented Component Units

Discretely presented component units are entities which are legally separate from the State, but are financially accountable to the State, whose relationship with the State is such that exclusion would cause the State's financial statements to be misleading or incomplete. The Wisconsin Housing and Economic Development Authority, the Wisconsin Health Care Liability Insurance Plan, the University of Wisconsin Hospitals and Clinics Authority, the University of Wisconsin Foundation and the State Fair Park Exposition Center, Inc., are reported in a separate column and in separate rows in the government-wide statements to emphasize that they are legally separate.

Wisconsin Housing and Economic Development Authority – The Wisconsin Housing and Economic Development Authority (Authority) was established by the Wisconsin Legislature in 1972 to help meet the housing needs of Wisconsin's low and moderate income citizens. The State has significantly expanded the scope of services of the Authority by adding programs that include financing for farmers and for economic development projects.

While the Authority receives no State tax dollars for its bond-supported programs and the State is not liable on bonds the Authority issues, the State has the ability to impose its will on the Authority through legislation. The State appoints the Authority's Board. The Authority reports on a June 30 fiscal year-end.

Wisconsin Health Care Liability Insurance Plan – The Wisconsin Health Care Liability Insurance Plan (Plan) was established by rule of the Commissioner of Insurance of the State of Wisconsin to provide health care liability insurance and liability coverage normally incidental to health care liability insurance to eligible health care providers in the State. Eight out of 13 members of the Board of Directors are appointed by the Governor, and the State has the ability to impose its will upon the Plan. The Plan reports on a fiscal year ended December 31.

University of Wisconsin Hospitals and Clinics Authority – The University of Wisconsin Hospitals and Clinics Authority (Hospital) is a not-for-profit academic medical center. The Hospital operates an acute-care hospital with approximately 480 available beds, numerous specialty clinics, and seven ambulatory facilities providing comprehensive health care to patients, education programs, research and community service to residents of southern Wisconsin. Prior to June 1996, the Hospital was a unit of the University of Wisconsin-Madison. In June 1996, in accordance with legislation enacted by the State Legislature, the Hospital was restructured as a Public Authority, a public body corporate and politic created by State statutes. The State appoints a majority of the Hospital's Board of Directors and a financial benefit/burden relationship exists between the Hospital and the State. The Hospital reports on a June 30 fiscal year-end.

The legislation that created the Hospital Authority also provided, among other things, for the Board of Regents of the University of Wisconsin System to execute various agreements with the Hospital. These agreements include an Affiliation Agreement, a Lease Agreement, a Conveyance Agreement and a Contractual Services Agreement and Operating and Service Agreement.

The Affiliation Agreement requires the Hospital to continue to support the educational, research and clinical activities of the University of Wisconsin-Madison, which are administered by the Hospital. Under the terms of a Lease Agreement, the Hospital leases facilities, which were occupied by the Hospital as of June 29, 1996 (see Note 12A to the financial statements). Under a Conveyance Agreement, certain assets and liabilities related to the Hospital were identified and transferred to the Hospital effective July 1, 1996. Subject to the Contractual Services Agreement and Operating and Service Agreement between the Board of Regents and the Hospital, the two parties have entered into contracts for the continuation of services in support of programs and operations.

University of Wisconsin Foundation – The University of Wisconsin Foundation (the Foundation) is a legally separate, tax-exempt component unit of the State. The Foundation acts primarily as a fund-raising organization to supplement the resources that are available to the University of Wisconsin-Madison and several other units of the University of Wisconsin System (a fund of the State) in support of its programs. These include scientific, literary, athletic and educational program purposes. Although the State does not control the timing or amount of receipts from the Foundation, the majority of resources, or income thereon, that the Foundation holds and invests, are restricted to the activities of the University of Wisconsin-Madison and other units of the University of Wisconsin System by the donors. Because these restricted resources held by the Foundation can only be used by, or for the benefit of, the University of Wisconsin-Madison and several other units of the University of Wisconsin System, the Foundation is considered a component unit of the State. The Foundation reports on a fiscal year ended December 31.

State Fair Park Exposition Center, Inc. – In October 2000, the State Fair Park Exposition Center, Inc. (the Center) was organized by the State of Wisconsin State Fair Park as a nonstock, not-for-profit corporation under the Internal Revenue Code 501(c)(3). Authorization for the Center's organization is found under Chapter 42, Wis. Stats. The Center has broad general powers that include approving the sale, lease, or purchase of any real estate and obtaining financing through loans or other methods. The board of the Center includes the chairperson of the State Fair Park Board, and three members appointed by the Center's Board. In addition to the State appointing a voting majority of the Center, the State is able to impose its will on the Center, and a financial benefit relationship exists. The Center reports on a fiscal year ended December 31.

Related Organizations

These related organizations are excluded from the reporting entity because the State's accountability does not extend beyond appointing a voting majority of the organization's board members. Financial statements are available from the respective organizations.

Wisconsin Health and Educational Facilities Authority – a public body politic and corporate that provides financing for capital expenditures and refinancing of indebtedness for Wisconsin health care and educational institutions.

Bradley Center Sports and Entertainment Corporation – a public body politic and corporate that operates the Bradley Center.

Fox River Navigational System Authority – created under Chapter 237 as a public body corporate and politic to oversee the navigational system on the Fox River after the federal government (the U.S. Army Corps of Engineers) transferred the system to the State.

Health Insurance Risk-Sharing Plan Authority – created under 2005 Wisconsin Act 74, Chapter 149, to assume all responsibilities for administration of the health insurance risk-sharing plan.

Wisconsin Quality Home Care Authority – created under Wis. Stat. Section 52.05(1) as a public body corporate and politic to establish and maintain one or more registries of home care providers, and provide referral and matching services for consumers in need of home care.

C. Government-wide and Fund Financial Statements

The *government-wide* financial statements consist of the statement of net assets and the statement of activities.

These statements report information on all activities, except for fiduciary activities, of the primary government and its component units. The statement of net assets and the statement of activities distinguish between the governmental and business-type activities of the State. Governmental activities are generally financed through taxes, intergovernmental revenues and other nonexchange revenues. Business-type activities are generally financed in whole or in part by fees charged to external parties for goods and services. The focus of the government-wide statements is the primary government. A separate column on the statement of net assets and the statement of activities reports activities for all discretely presented component units.

The *fund* financial statements provide detailed information on all governmental, proprietary and fiduciary funds. Separate columns are presented for all major governmental and enterprise funds. Nonmajor governmental and enterprise funds are aggregated and presented as a single column on the respective governmental or proprietary statements. Internal service funds are exempt from the major fund reporting requirements and are aggregated and ultimately reported as a single column on the proprietary statement. Fiduciary funds are also exempt from major fund reporting and are aggregated by fund type and ultimately reported as single columns on the fiduciary statements.

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

The *government-wide* statement of net assets and statement of activities, as well as the *proprietary and fiduciary fund* statements, are reported using the economic resources measurement focus and the accrual basis of accounting. With this measurement focus, all assets and liabilities associated with the operation of these funds are included on the balance sheet. Under the accrual basis, revenues are recorded when earned and expenses are recorded when the related liability is incurred.

In the University of Wisconsin System's enterprise fund, revenues and expenses of an academic term that spans two fiscal years are recognized in two years based on a proration of summer session days.

In reporting the financial activity of its enterprise funds and business-type activities, the State applies all applicable GASB pronouncements as well as the following pronouncements issued on or before November 30, 1989, unless these pronouncements conflict with or contradict GASB pronouncements: Financial Accounting Standards Board (FASB) Statements and Interpretations, Accounting Principles Board Opinions, and Accounting Research Bulletins of the Committee on Accounting Procedure. Further, except for the State Life Insurance Fund, the State has elected not to apply the provisions of relevant pronouncements of FASB issued after November 30, 1989 for its enterprise funds and business-type activities. The State Life Insurance Fund is reported as an insurance enterprise fund and, accordingly, applies the provisions of relevant pronouncements of FASB, including those issued after November 30, 1989.

The University of Wisconsin Foundation, Wisconsin Health Care Liability Insurance Plan (Plan) and the State Fair Park Exposition Center, Inc. (the Center) are reported as component units, and in applying GAAP, have elected to apply the provisions of relevant pronouncements of FASB including those issued after November 30, 1989.

Governmental fund financial statements are accounted for using the current financial resources measurement focus. With this measurement focus, only current assets and current liabilities generally are included on the balance sheet. Operating statements of these funds present increases (i.e., revenues and other financing sources) and decreases (i.e., expenditures and other financing uses) in net available financial resources.

Governmental funds are reported on the modified accrual basis of accounting. This basis of accounting recognizes revenues generally when they become measurable and available to pay current reporting period liabilities. For this purpose, the State considers tax revenues to be available if they are collected within 60 days of the end of the current fiscal year end. Other revenues are considered to be available if received within one year after the fiscal year end except for tobacco settlement revenues for which just one-half of revenues expected to be received within one year are recognized. Material revenue sources susceptible to accrual include individual and corporate income taxes, sales taxes, public utility taxes, motor fuel taxes and federal revenues.

Expenditures and related liabilities are recognized when obligations are incurred as a result of the receipt of goods and services. However, expenditures related to debt service, compensated absences, and claims and judgments, are recorded only when payment is due.

The State reports the following major funds:

Major Governmental Funds

- *General Fund* – the primary operating fund of the State, accounts for all financial transactions except those required to be accounted for in another fund.

- *Transportation Fund* – a special revenue fund, accounts for the proceeds from motor fuel taxes, vehicle registrations, licensing fees, and federal and local governments which are used to supply and support safe, efficient and effective transportation in Wisconsin.

- *Common School Fund* – a permanent fund, accounts for revenues received from the sale of federally granted land, fines and forfeitures from penal law branches, and the disposal of escheated property. These moneys are used for public purpose loans to municipalities and school districts. Earnings of this fund are distributed to local school districts and to cover administrative costs incurred by the Public Lands Commission.

Major Enterprise Funds

- *Injured Patients and Families Compensation Fund* – accounts for the program to provide excess medical malpractice insurance for Wisconsin health care providers. The revenues to finance this insurance are primarily derived from assessments against health care providers.

- *Environmental Improvement Fund* – accounts for financial resources generated and used for clean water projects. Federal capitalization grants, interest earnings, revenue bond proceeds, and general obligation bond proceeds are its primary funding sources.

- *University of Wisconsin System Fund* – accounts for the 13 universities, 13 two-year colleges, the University of Wisconsin Extension and System Administration.

- *Unemployment Reserve Fund* – accounts for unemployment contributions made by employers, federal program receipts, benefit payment recoveries and unemployment benefits paid to laid off workers in the State.

In addition, the State reports the following fund types:

Governmental Funds

- *Special Revenue Funds* – account for the proceeds of specific revenue sources (other than for major capital projects) that are legally restricted to expenditure for specified purposes. Examples include the Conservation Fund and the Petroleum Inspection Fund.

- *Debt Service Funds* – account for the accumulation of resources for, and the payment of, general long-term debt principal and interest.

- *Capital Projects Funds* – account for financial resources to be used for the acquisition or construction of major capital facilities (other than those financed by proprietary funds).

- *Permanent Funds* – account for resources that are legally restricted to the extent that only earnings and not principal, may be used for purposes that support the State's programs.

Proprietary Funds

- *Enterprise Funds* – account for the activities for which fees are charged to external users for goods or services. Examples include the Lottery Fund and the Veterans Trust Fund.

- *Internal Service Funds* – account for the operations of State agencies which provide goods or services to other State units or other governments on a cost-reimbursement basis. These services include technology, fleet management, financial, facilities management, and risk management. Additional goods and services are provided by the inmate work experience program, Badger State Industries.

Fiduciary Funds

- *Pension and Other Employee Benefit Trust Funds* – account for the Wisconsin Retirement System as well as other employee benefit programs including accumulated sick leave, duty disability, employee reimbursement accounts, life insurance, and retiree life insurance.

- *Investment Trust Funds* – account for the local government investment pool managed by the State Treasurer and the Milwaukee Retirement System.

- *Private-purpose Trust Funds* – account for the State-sponsored college savings programs and the BadgerRx for Individuals Fund.

- *Agency Funds* – account for the assets of liquidated insurance companies to insure payments to claimants, transactions of the retiree health insurance program, assets held by the State for inmates and residents of state facilities, deposits of bank and insurance companies doing business in the state, and the collection and disbursement of court-ordered support payments.

Amounts reported as program revenues on the government-wide statement of activities include (a) charges for services – amounts received from customers or applicants who purchase, use or directly benefit from the goods, services or privileges provided by the State; including interest earnings from various loan funds/ component units, (b) program-specific operating grants, contributions, and restricted interest, and (c) program-specific capital grants, contributions, and restricted interest. General revenues consist of taxes and all other revenues that do not meet the definition of program revenues. Special items, if any, are significant transactions or events within the control of management that are either unusual in nature or infrequent in occurrence.

As a general rule, the effect of interfund activity has been eliminated from the government-wide financial statements. This includes all internal service fund activity, as well as, other internal allocations. Exceptions to this general rule are certain charges between various functions of the government, whose elimination would distort the direct costs and program revenues reported for the various functions concerned.

The revenues and expenses shown on the proprietary fund statements are identified as either operating or nonoperating. Operating revenues and expenses generally result from providing goods and services in connection with a proprietary fund's primary mission. The State's enterprise funds are involved in many diverse fields including patient care, insurance programs, loan programs, the University of Wisconsin System, employee benefit plans, and the lottery. The internal service funds provide services and goods to other State agencies and departments.

A significant portion of operating revenues for the proprietary funds is recorded under charges for goods and services. In the case of the State's loan program enterprise funds, investment and interest income is an important component of operating revenue. Operating revenues of the University of Wisconsin include tuition and fees, certain grants and contracts resulting from exchange transactions, and sales and services of educational activities and auxiliary enterprises. In regards to the employee benefit plans, the primary operating revenue source is participant and employer contributions. Operating expenses for the proprietary funds include the costs of sales and services, benefit expenses, administration expenses and depreciation on capital assets. All revenues and expenses not related to a fund's primary purpose are reported as nonoperating.

Deferred outflow of resources is a consumption of net assets that is applicable to a future reporting period, while a deferred inflow of resources is an acquisition of net assets that is applicable to a future reporting period. Deferred outflows and inflows are reported on the government-wide statement of net assets and the balance sheet of proprietary funds, as applicable, but are not considered either assets or liabilities.

GASB Statement No. 53, *Accounting and Financial Reporting for Derivative Instruments*, requires that all derivative instruments be measured at fair value and reported on the State's financial statements. The change in the fair value of derivative instruments classified as effective hedges are presented as a deferred outflow or inflow of resources with an off-setting asset or liability, as applicable, on the government-wide statement of net assets or balance sheet of proprietary funds. If an effective hedge is subsequently classified as ineffective, it is considered an investment derivative instrument. At that time, the change in fair value is no longer deferred but rather is reported as investment revenue in the government-wide statement of activities or as non-operating investment revenue in proprietary statements.

When both restricted and unrestricted resources are available for use, it is the State's policy to use restricted resources first, then unrestricted resources as they are needed.

E. Assets, Liabilities, and Net Assets/Fund Balances/Fund Equity

1. Cash and Cash Equivalents

Cash balances of most funds are deposited with the Department of Administration where the available balances beyond immediate needs are pooled in the State Investment Fund for short-term investment purposes. Balances pooled are restricted to legally stipulated investments valued consistent with GASB Statement No. 31, *Accounting and Financial Reporting for Certain Investments and for External Investment Pools*. Cash balances not controlled by the Department of Administration may be invested where permitted by statute.

Cash and cash equivalents, reported on the balance sheet and statement of cash flows, include bank accounts, petty cash, cash in transit, short-term investments with an original maturity of three months or less such as certificates of deposit, money market certificates and repurchase agreements and individual funds' shares in the State Investment Fund.

GASB Statement No. 40, *Deposit and Investment Risk Disclosures*, requires disclosure of risks associated with deposit and investment balances and the policies applied to mitigate such risks. Specific disclosures are included in Note 5, Deposits and Investments.

2. Investments

Primary Government

The State may invest in direct obligations of the United States and Canada, securities guaranteed by the United States, certificates of deposit issued by banks in the United States and solvent financial institutions in the State, commercial paper and

nonsecured corporate notes and bonds, bankers acceptances, participation agreements, privately placed bonds and mortgages, common and preferred stock and other securities approved by applicable sections of the Wisconsin Statutes, bond resolutions, and various trust indentures (see Note 5 to the financial statements).

Generally, investments of the primary government are reported at fair value consistent with the provisions of GASB Statement No. 31, *Accounting and Financial Reporting for Certain Investments and for External Investment Pools*. Typically, fair value information is determined using quoted market prices. However, when quoted market prices are not available for certain securities, fair values are estimated through techniques such as discounted future cash flows, matrix pricing and multi-tiers.

There are a certain number of securities carried at cost. Certain non-public or closely held stocks are carried at cost since no independent quotation is available to price these securities. Further, certain investment agreements are reported on a cost basis because the State cannot readily determine whether these agreements meet the definition of interest-earning investment contracts as defined by GASB Statement No. 31. However, the impact on the financial statements is immaterial.

Under Wisconsin Statutes, the investment earnings of certain Permanent Funds are assigned to other funds. The following table shows the funds earning the investment income and the ultimate recipients of that income:

Fund Generating Investment Income	Fund Receiving Investment Income
Agricultural College	University of Wisconsin System
Normal School	General and University of Wisconsin System
University	University of Wisconsin System
Benevolent	General

Component Units

Investments (reported as cash equivalents) of the Badger Tobacco Asset Securitization Corporation, a blended component unit, are reported at fair value.

Investments of the Wisconsin Housing and Economic Development Authority (the Authority) are reported at fair value based on quoted market prices. Collateralized and uncollateralized investment agreements are not transferable and are considered nonparticipating contracts. As such, both types of investment agreements are reported at contract value.

Investments of the University of Wisconsin Hospitals and Clinics Authority (the Hospital) in equity securities with readily determinable fair values and all investments in debt securities are reported at fair value based on quoted market prices.

Certain investments of the Wisconsin Health Care Liability Insurance Plan are reported on a cost basis; however, the impact on the financial statements is not material.

Investments of the University of Wisconsin Foundation are reported at fair value.

3. Mortgage and Other Loans

Mortgage loans of the Wisconsin Housing and Economic Development Authority, a component unit, are carried at their unpaid principal balance, less allowance for possible loan losses. Loan origination fees and associated costs are deferred and recognized as income or expenses over the projected life of the loan.

Mortgage loans of the Veterans Mortgage Loan Repayment Fund and the Veterans Trust Fund programs, business-type activities, are stated at the outstanding loan balance less an allowance for doubtful accounts.

4. Forestation State Tax

The State levies an annual tax of two-tenths of one mill for each dollar of the assessed valuation of the property in the State, as described in Wis. Stat. Sec. 70.58. This tax is levied for the purpose of acquiring, preserving and developing the forests of the state; for forest crop law and county forest law administration and aid payments; and for the acquisition, purchase and development of forests. The proceeds of the tax are paid to the Conservation Fund.

This tax, the only property tax levied by the State, is levied to each county on or before the fourth Monday in August of each year on assessed valuation as of January 1 of that year. The tax is due and payable January 31 or on the due dates established through an installment option permitted under Wis. Stat. Sec. 74.12.

Consistent with the requirements of GASB Interpretation No. 5, *Property Tax Revenue Recognition in Governmental Funds,* collections received July 1 through August 31 that were due but unpaid at June 30 are accrued.

5. Interfund Assets/Liabilities

During the course of operations, numerous transactions occur between individual funds for goods provided or services rendered. The balance sheet classifies these receivables and payables as "Due from Other Funds" or "Due to Other Funds." Short-term interfund loans are classified as "Interfund Receivables" or "Interfund Payables."

Long-term interfund loans are classified as "Advances to Other Funds" and "Advances from Other Funds." Advances to Other Funds, as reported in the governmental fund financial statements, are offset with a fund balance reserve to indicate that they are neither available for appropriation nor expendable available financial resources.

Balances that exist between the primary government and component units are classified as "Due to/from Primary Government" and, correspondingly, "Due to/from Component Units". Further, cash and investments invested by one component unit with another component unit are reported on the statement of net assets as "Cash and Investments with Other Component Units" and "Amounts Held in Trust by Component Units for Other Component Units".

Amounts reported in the funds as interfund assets/liabilities are eliminated in the governmental and business-type columns of the Statement of Net Assets, except for the net residual amount due between governmental and business-type activities which is shown as internal balances.

6. Inventories and Prepaid Items

Inventories of governmental and proprietary funds are valued at cost, which approximates market, using the first-in/first-out, last in/first out, or weighted-average method. The costs of governmental fund-type inventories are recorded as expenditures when purchased rather than when consumed.

Inventories of the University of Wisconsin System held by central stores are valued at average cost, fuels are valued at market, and other inventories held by individual institutional cost centers are valued using a variety of cost flow assumptions that, for each type of inventory, are consistently applied from year to year.

Prepaid items reflect payments for costs applicable to future accounting periods.

The fund balances of governmental funds are reserved for inventories and prepaid items, except in cases where prepaid items are offset by unearned revenues, to indicate that these accounts do not represent expendable available financial resources.

7. Capital Assets

Capital assets, which include property, plant, equipment, intangibles, land and infrastructure assets (roads, bridges, and buildings considered an ancillary part of roads), are reported in the applicable governmental or business-type activities columns in the government-wide financial statements. Assets of the primary government, other than infrastructure and land purchased for the construction of infrastructure assets, are capitalized when they have a unit cost of $5,000 or more (except for a collection of library resources that must have a cumulative value equal to or greater than $5.0 million) and a useful life of two or more years. In addition, internally generated intangible assets are capitalized only if costs equal to or are greater than $1.0 million. Assets of the discretely presented component units are capitalized when they have a unit cost of $5,000 or more, except for the University of Wisconsin Foundation, which capitalizes assets greater than $2,500, and the State Fair Park Exposition Center, Inc., which capitalizes assets greater than $500.

Purchased or constructed capital assets are valued at cost or estimated historical cost if actual historical cost is not practicably determinable. Donated capital assets are recorded at their fair value at the time received.

The State has elected to report infrastructure assets (roads, bridges and buildings considered an ancillary part of roads) using the modified approach. Under this method infrastructure assets are not required to be depreciated if the State manages its eligible infrastructure assets using an asset management system designed to maintain and preserve its infrastructure assets at a condition level established and disclosed by the State. All infrastructure assets constructed prior to July 1, 2000 have been recorded at estimated historical cost. The estimated historical cost was determined by calculating current cost of a similar asset and deflating that cost through the use of a price-index to the estimated average construction date. Costs are expressed in 2000 dollars and deflated back to the average construction date using the Federal Highway Administration's composite index for federal-aid highway construction. The costs of maintenance and preservation that do not add to the asset's capacity or efficiency are not capitalized. Interest incurred during construction is not capitalized.

Exhaustible capital assets of the primary government and the component units generally are depreciated on the straight-line method over the asset's useful life. Select buildings of the University of Wisconsin System are depreciated using the componentized method over the estimated useful life of the related assets. Depreciation expense is recorded in the government-wide financial statements, as well as the proprietary funds and component units. There is no depreciation recorded for land, construction in process, infrastructure, and certain other capital assets including the State Capitol and Executive Residence and associated furnishings, defined as inexhaustible. Generally, estimated useful lives are as follows:

Buildings and improvements	2 - 40 years
Equipment, machinery and furnishings	2 - 40 years

Collections of works of art, historical treasures, and similar assets, which are on public display, used in furtherance of historical education, or involved in advancement of artistic or historical research, are not capitalized unless these collections were already capitalized at June 30, 1999. Collections range from memorabilia on display in the Wisconsin Veterans Museum, the Wisconsin Historical Society Museum and other museums to buildings such as the Villa Louis Mansion and the Fur Trade Museum located at the Villa Louis historical site. In addition, works of art or historical treasures on display in the various State office buildings, as well as statues on display outside the State Capitol, also are not capitalized.

8. Restricted and Limited Use Assets

Governmental fund and proprietary fund assets required to be held and/or used as specified in bond indentures, bond resolutions, trustee agreements, board resolutions, and donor specifications have been reported as Restricted and Limited Use Assets. Likewise, assets of the Wisconsin Housing and Economic Development Authority, the University of Wisconsin Hospitals and Clinics Authority, and the University of Wisconsin Foundation (discretely presented component units) that meet similar criteria have been reported as Restricted and Limited Use Assets. These assets are classified into four categories: Cash and Cash Equivalents, Investments, Cash and Investments with Other Component Units, and Other Restricted Assets.

9. Local Assistance Aids

Municipal and County Shared Revenue Program

Through the Municipal and County Shared Revenue Program, the State distributes general revenues collected from general State tax sources to municipal and county governments to be used for providing local government services. State statutes require that payment to local governments be made during July and November.

At June 30, 2010, the State was liable to various local governments for unpaid shared revenue aid. To measure the amount of the program allocable to the State's fiscal year, the amount is prorated over portions of recipient local governments' calendar fiscal years that are within the State's fiscal year. The result is that a liability of $474.1 million representing one-half of the total appropriated amount is reported at June 30, 2010 as Due to Other Governments.

State Property Tax Credit Program

At June 30, 2010, the State was liable to various taxing jurisdictions for the school levy, the first dollar, and the lottery property tax credits paid through the State Property Tax Credit Program.

The school levy tax credit provides property tax relief in the form of State credits on individual property tax bills.

The first dollar tax credit was first established for property taxes levied in 2008, and payable in 2009. This credit is allowed on every taxable real estate parcel containing an improvement in the state.

Under the lottery property tax credit, owners of property used as a primary residence receive a tax credit equal to the school property tax on a portion of the dwelling's value.

State statutes require that payment to local taxing jurisdictions for the school levy and first dollar tax credits be made during July. Although the state property tax credit is calculated on the property tax levy for school purposes, the State's July payment is paid to an administering municipality who treats the payment the same as other tax collections and distributes the collections to the various tax levying jurisdictions (e.g., cities, towns, and school districts).

The portion of the liability payable to school districts for the school levy and first dollar tax credits represents the amount of the July payment earned over the school districts' previous fiscal year ended June 30. Since the entire school districts' portion of the July payment occurs within the State's fiscal year, 100 percent of the July payment relating to the school taxing jurisdictions' levy is reported as a liability at June 30, 2010.

The portion of the liability payable to general government for the school levy and first dollar tax credits represents the amount of the July payment prorated over the portion of the local governments' calendar year which is within the State's fiscal year. The result is that 50 percent of the July payment based on the general government taxing jurisdictions' levy is reported as a liability at June 30, 2010.

The aggregated State Property Tax Credit Program liability of $677.1 million is reported in the General Fund as Due to Other Governments. Of that amount, $569.0 million relates to the school levy tax credit and $108.1 million relates to the first dollar tax credit. Beginning with the State's fiscal year 2010, a portion of the school tax credit of $11.3 million is funded by the Lottery Fund.

The lottery tax credit is accounted for in the Lottery Fund, an enterprise fund that records revenues and expenses on the accrual basis. The State pays municipal treasurers for lottery credits who distribute the moneys to the various taxing jurisdictions. For credits reducing the calendar year 2010 property tax bills, the State made this payment in March 2010. A portion of the State's March payment distributed to the general government taxing jurisdictions applies to their fiscal year that

ends on December 31. Therefore, part of the March distribution represents an expense of the State in Fiscal Year 2010, while the remaining portion represents a prepaid item. The resulting prepaid item reported within the Lottery Fund totals $26.9 million at June 30, 2010.

State Aid for Exempt Computers

The Aid for Exempt Computers compensates local governments for tax base lost due to the property tax exemption for computers, software and related equipment. Aid payments are calculated using a procedure that results in an aid amount equal to the amount of taxes that would be paid if the property were taxable. Payments to local governments are made on the fourth Monday in July.

At June 30, 2010, the State was liable to various local governments and other taxing jurisdictions for unpaid exempt computer aid payments of $54.1 million.

10. Long-term Debt Obligations

In the government-wide financial statements, and proprietary fund types in the fund financial statements, long-term debt is reported as a liability. Bond premiums and discounts, as well as issuance costs, are deferred and amortized using the effective interest rate method on a prospective basis beginning in Fiscal Year 2004, except for the annual appropriation bonds that are amortized ratably over the life of the obligations to which they relate. Bonds payable are reported net of the applicable bond premium or discount. Bond issuance costs are reported as deferred charges.

In the fund financial statements, governmental fund types recognize bond premiums and discounts, as well as bond issuance costs, during the current period. The face amount of debt issued is reported as other financing sources. Premiums and discounts on debt issuances are reported as other financing sources and other financing uses, respectively.

Debt issuance costs, as well as bond premiums and discounts, relating to revenue obligations of the Environmental Improvement Fund, an enterprise fund, were deferred and are being amortized using the effective interest rate method.

Debt issuance costs relating to general obligation bonds of the University of Wisconsin System Fund and the Veterans Mortgage Loan Repayment Fund, both enterprise funds, are amortized using the effective interest method. On the government-wide financial statements, bond premiums and discounts, as well as issuance costs, related to the Transportation Revenue Bonds and the Petroleum Inspection Fee Obligation Revenue Bonds (which finance programs in a capital projects fund and a special revenue fund, respectively) are also amortized ratably over the life of the obligations to which they relate. Results from the use of this method do not vary materially from those that would be obtained by use of the effective interest rate method.

Debt issuance costs, and bond premiums and discounts, of the Wisconsin Housing and Economic Development Authority and the University of Wisconsin Hospitals and Clinics Authority, both discretely presented component units, are amortized ratably over the life of the obligations to which they relate.

11. Compensated Absences

Consistent with the compensated absences reporting standards of GASB Statement No. 16, *Accounting for Compensated Absences,* an accrual for certain salary-related payments associated with annual leave and an accrual for sick leave is included in the compensated absences liability at year end.

Annual Leave

Full-time employees' annual leave days are credited on January 1 of each calendar year in general at a minimum of 15 or 13 days per year, depending on Fair Labor Standards Act (FLSA) status. There is no requirement to use annual leave. However, unused leave is lost unless approval to carry over the unused portion is obtained from the employing agency. Generally, compensatory time accumulates for eligible employees for hours worked in excess of forty hours per week. In general, each full-time employee is eligible for four and one-half personal holidays each calendar year, provided the employee is in pay status for at least one day in the year. If a holiday occurs on a Saturday, employees receive leave time proportional to their working status to use at their discretion.

The State's compensated absence liability at June 30 consists of accumulated unpaid annual leave, compensatory time, personal holiday hours, and Saturday/legal hours earned and vested during January through June. The liability is reported in the government-wide, proprietary fund types and fiduciary funds.

Sick Leave

Full-time employees earn sick leave at a rate of five hours per pay period. Unused sick leave is accumulated from year to year without limit until termination or retirement. Accumulated sick leave is not paid. However, at employee retirement the accumulated sick leave may be converted to pay for the retiree's health insurance premiums. The State accumulates resources to pay for the expected health insurance premiums of retired employees. The portion of the health insurance obligation funded through the sick leave conversion and accumulated resources are presented in the Accumulated Sick Leave Fund, a pension and other employee benefit trust fund.

12. Unearned and Deferred Revenue

In both the government-wide and fund financial statements unearned revenue represents amounts for which asset recognition criteria have been met, but not revenue recognition criteria. Unearned revenue arises when resources are received by the State before it has a legal claim to them, as when grant moneys are received prior to the incurrence of qualifying expenditures. In subsequent periods, when both revenue recognition criteria are met, or when the State has a legal claim to the resources, the liability for unearned revenue is removed and revenue is recognized.

Unearned revenue of the University of Wisconsin System consists of payments received but not earned at June 30, 2010, primarily for summer session tuition, tuition and room deposits for the next fall term, advance ticket sales for upcoming intercollegiate athletic events, and amounts received from grant and contract sponsors that have not yet been earned under the terms of the agreement.

Deferred revenue, reported in the governmental fund statements, represents revenues that are unavailable and consequently not susceptible to accrual. Primarily, this relates to items like long-term receivables, which represent amounts owed to the State that will not be collectible for many years. That is, under modified accrual accounting, revenue is not recognized until it is both measurable and available to finance expenditures of the current period.

13. Self-Insurance

Consistent with the requirements of GASB Statement No. 10, *Accounting and Financial Reporting for Risk Financing and Related Insurance Issues,* the State's risk management activities are reported in an internal service fund, and the claims liabilities associated with that fund are reported therein.

The State's policy is generally not to purchase commercial insurance for the risk of losses to which it is exposed. Instead, State management believes it is more economical to manage its own risks internally. The Risk Management Fund, an internal service fund, is used to pay for losses incurred by any State agency and for administrative costs incurred to manage a state-wide risk management program. These losses include damage to property owned by the agencies, personal injury or property damage liabilities incurred by a State officer, agent or employee, and worker's compensation costs for State employees. A limited amount of insurance is purchased to limit the exposure to catastrophic losses. Annually, a charge is allocated to each agency for its proportionate share of the estimated cost attributable to the program per Wis. Stat. Sec. 16.865(8).

14. Fund Balance Reserves and Restricted Net Assets/Fund Equity

Fund Balance Reserves

Reservations of fund balances of governmental funds represent amounts that are not available for appropriation. Examples of fund balance reservations include reserves for encumbrances, inventories, and prepaid items.

Restricted Net Assets/Fund Equity

Restricted Net Assets (presented in the government-wide statement of net assets) and Restricted Fund Equity (presented in the balance sheet of proprietary funds) are reported when constraints placed on net assets or fund equity use are either (1) externally imposed by creditors (such as through debt covenants), grantors, contributors, or laws or regulations of other governments, or (2) imposed by law through constitutional provisions or enabling legislation. Enabling legislation authorizes the government to assess, levy, charge, or otherwise mandate payment of resources (from external resource providers) and includes a legally enforceable requirement that those resources be used only for the specific purposes stipulated in the legislation. Unrestricted net assets or fund equity may be used at the State's discretion but often have limitations on use based on State statutes.

NOTE 2. DETAILED RECONCILIATION OF THE GOVERNMENT-WIDE AND FUND STATEMENTS

A. Explanation of Differences Between the Balance Sheet – Governmental Funds and the Statement of Net Assets

During the year ended June 30, 2010, the following adjustments and reclassifications were necessary to reconcile the information from the fund-based Balance Sheet – Governmental Funds to the amounts presented in the governmental section of the Statement of Net Assets (in thousands). The differences result primarily from the long-term economic focus of the Statement of Net Assets compared to the current financial focus of the Balance Sheet – Governmental Funds.

	Total Governmental Funds	Long-term Assets and Liabilities (1)	Internal Service Funds (2)	Reclassifications and Eliminations (3)	Total Amount for Statement of Net Assets
Assets:					
Cash and Cash Equivalents	$ 901,991	$ -	$ 6,481	$ -	$ 908,472
Investments	69,252	-	-	-	69,252
Receivables (net of allowance):					
Taxes	1,188,978	-	-	(1,188,978)	-
Loans to Local Governments	677,377	-	-	(677,377)	-
Other Loans Receivable	49,917	-	-	(49,917)	-
Other Receivables	438,091	2,689	1,860	3,133,479	3,576,119
Due from Other Funds	361,782	-	49,383	(411,165)	-
Due from Component Units	231	-	-	(231)	-
Due from Other Governments	1,147,424	-	-	(1,147,424)	-
Internal Balances	-	-	(4,351)	(495,655)	(500,006)
Inventories	26,771	953	5,181	-	32,905
Prepaid Items	191,948	-	624	-	192,572
Advances to Other Funds	167	-	-	(167)	-
Restricted Assets:					
Cash and Cash Equivalents	108,239	-	-	-	108,239
Investments	110,824	-	-	-	110,824
Deferred Charges	-	77,743	563	-	78,306
Other Assets	24,078	-	-	-	24,078
Depreciable Capital Assets	-	1,336,509	259,304	-	1,595,813
Infrastructure	-	12,374,551	-	-	12,374,551
Other Non-depreciable Capital Assets	-	3,499,749	26,712	-	3,526,461
Other Deferred Outflows	-	130,745	-	-	130,745
Total Assets	$ 5,297,071	$ 17,422,939	$ 345,757	$ (837,436)	$ 22,228,330
Liabilities:					
Accounts Payable and Other Accrued Liabilities	$ 1,124,764	$ -	$ 13,322	$ 33,985	$ 1,172,071
Due to Other Funds	323,982	-	91,576	(415,558)	-
Interfund Payables	247,352	-	-	(247,352)	-
Due to Other Governments	2,214,479	-	-	-	2,214,479
Tax Refunds Payable	1,375,743	-	-	-	1,375,743
Tax and Other Deposits	64,323	-	-	-	64,323
Unearned Revenue/Deferred Revenue	695,657	(289,135)	-	-	406,523
Interest Payable	45,689	62,424	-	-	108,113
Advances from Other Funds	208,512	-	-	(208,512)	-
Short-term Notes Payable	782,608	-	7,712	-	790,320
Other Liabilities	-	130,745	-	-	130,745
Long-term Liabilities:					
Current Portion	77,195	419,540	42,929	-	539,664
Noncurrent Portion	-	9,631,585	211,586	-	9,843,171
Total Liabilities	7,160,304	9,955,159	367,124	(837,436)	16,645,151
Fund Balances/Net Assets	(1,863,233)	7,467,780	(21,368)	-	5,583,179
Total Liabilities and Fund Balances/Net Assets	$ 5,297,071	$ 17,422,939	$ 345,757	$ (837,436)	$ 22,228,330

(1) Long-term asset and liability differences arise because governmental funds focus only on short-term financing (that is, resources that will be available to pay for current period expenditures). In contrast, the Statement of Net Assets has a long-term economic focus and reports on all capital and financial resources.

(2) The adjustment for internal service funds reflects the reclassification of these funds for the government-wide statement. The assets and liabilities of these funds are reported as proprietary activities on the fund statements, but are included as governmental activities on the Statement of Net Assets

(3) Various reclassifications are necessary due to the differing level of detail needed on each of the statements. Eliminations are done on the Statement of Net Assets to minimize the grossing-up effect on assets and liabilities within the governmental and business-type activities columns of the primary government. The net residual amounts due between governmental and business-type activities are shown as internal balances.

B. Explanation of Differences Between the Statement of Revenues, Expenditures, and Changes in Fund Balances – Governmental Funds and the Statement of Activities

During the year ended June 30, 2010, the following adjustments and reclassifications were necessary to reconcile the information from the fund-based Statement of Revenues, Expenditures, and Changes in Fund Balances – Governmental Funds to the amounts presented in the governmental section of the Statement of Activities (in thousands). The differences result primarily from the long-term economic focus of the Statement of Activities compared to the current financial focus of the Statement of Revenues, Expenditures, Changes in Fund Balance – Governmental Funds.

	Total Governmental Funds	Long-term Revenues and Expenses (1)	Capital-Related Items (2)
Revenues:			
Taxes	$ 13,225,609	$ -	$ -
Income Taxes	-	21,132	-
Sales & Excise Taxes	-	(25,689)	-
Public Utility Taxes	-	-	-
Other Taxes	-	(182)	-
Motor Fuel (Transportation) Taxes	-	(352)	-
Other Dedicated Taxes	-	(143)	-
Intergovernmental	10,258,850	-	-
Operating Grants	-	-	750
Capital Grants	-	-	7,995
Licenses and Permits	1,819,994	-	-
Charges for Goods and Services	330,513	(4,990)	-
Investment and Interest Income	40,413	-	-
Fines and Forfeitures/Contributions to Permanent Fund	66,140	-	-
Gifts and Donations	19,295	-	-
Miscellaneous:		3,764	(2,613)
Tobacco Settlement	136,841	-	-
Other	250,139	-	-
Total Revenues	26,147,794	(6,460)	6,132
Expenditures/Expenses:			
Current Operating:			
Commerce	333,287	2,290	809
Education	6,624,497	1,421	3,370
Transportation	2,244,078	4,270	28,400
Environmental Resources	476,613	3,934	10,607
Human Relations and Resources	11,417,637	22,658	63,224
General Executive	637,175	(3,110)	7,377
Judicial	125,803	1,559	2,608
Legislative	64,071	688	371
Tax Relief and Other General Expenditures	1,289,265	-	-
Intergovernmental - Shared Revenue	1,032,162	-	-
Capital Outlay	780,325	-	(780,325)
Debt Service:			
Principal	117,568	-	-
Interest and Other Charges	487,852	1,619	-
Total Expenditures/Expenses	25,630,333	35,329	(663,559)
Excess of Revenues Over (Under) Expenditures/Expenses	517,462	(41,789)	669,691
Other Financing Sources (Uses):			
Net Transfers	(1,245,153)	-	(66)
Long-term Debt Issued	1,098,112	-	-
Premium/Discount on Bonds	62,385	-	-
Payments for Refunded Bonds	(349,907)	-	-
Capital Lease Acquisitions	10,044	(10,044)	-
Installment Purchase Acquisitions	1,428	(1,428)	-
Total Other Financing Sources (Uses)	(423,092)	(11,472)	(66)
Net Change in Fund Balance	94,370	$ (53,261)	$ 669,625
Change in Reserve for Inventories	(9,346)		
Net Change for the Year	$ 85,024		

(1) Long-term revenue differences arise because governmental funds report revenues only when they are considered "available," while government-wide statements report revenues when earned. Long-term expense differences arise because governmental funds report operating expenses (including interest) using the modified accrual basis of accounting, while government-wide statements report using the accrual basis of accounting.

(2) Capital-related adjustments consist of the difference between proceeds for the sales of capital assets and the gain or loss from the sales of capital assets, and from the difference between capital outlay expenditures recorded in the governmental funds and depreciation expense recorded in the government-wide statements.

(3) The adjustment for internal service funds reflects the elimination of these funds from the government-wide statement, which is accomplished by charging/refunding additional amounts to participating governmental activities to completely offset the internal service funds' cost for the year.

Internal Service Funds (3)	Long-term Debt Transactions (4)	Eliminations (5)	Revenue/Expense Reclassifications (6)	Total Amount for Statement of Activities
$ -	$ -	$ -	$ (13,225,609)	$ -
-	-	-	6,777,558	6,798,690
-	-	-	4,725,976	4,700,287
-	-	-	309,983	309,983
-	-	-	217,669	217,488
-	-	-	1,008,400	1,008,047
-	-	-	186,023	185,881
-	-	-	(10,258,850)	-
-	-	75,915	9,212,290	9,288,956
-	-	-	1,101,442	1,109,437
-	-	-	(1,819,994)	-
21,277	-	(15,356)	1,867,639	2,199,083
24	-	-	(35,589)	4,847
-	-	-	(47,643)	18,498
-	-	-	(19,295)	-
-	-	-	387,322	388,473
-	-	-	(136,841)	-
-	-	-	(250,139)	-
21,301	-	60,560	342	26,229,670
(1,310)	-	(5,669)	547	329,954
(750)	-	34,264	44	6,662,846
(2,536)	209	-	7,228	2,281,649
(1,770)	(1,943)	(38)	(42)	487,361
(9,025)	2,033	41,651	1,304	11,539,481
18,393	-	(9,649)	10	650,196
(217)	-	-	-	129,753
(175)	277	-	-	65,232
(5)	2,310	-	(3,415)	1,288,156
-	-	-	-	1,032,162
-	-	-	-	-
-	(117,568)	-	-	-
7,114	(32,401)	-	3,666	467,850
9,719	(147,084)	60,560	9,342	24,934,639
11,582	147,084	-	(9,000)	1,295,031
(17,759)	-	-	(346)	(1,263,325)
-	(1,098,112)	-	-	-
-	(62,385)	-	-	-
-	349,907	-	-	-
-	-	-	-	-
-	-	-	-	-
(17,759)	(810,590)	-	(346)	(1,263,325)
$ (6,177)	$ (663,506)	$ 0	(9,346)	31,706
			9,346	-
			$ 0	$ 31,706

(4) Long-term debt transaction differences consist of bond proceeds and principal repayments reported as other financing sources and expenditures in governmental funds, but as increases and decreases in liabilities in the government-wide statements.

(5) Intra-entity activity within the same function is eliminated to remove the grossing up of both direct expenses and program revenues within that category.

(6) Revenue and expense reclassifications are necessary due to the differing level of detail needed on each of the statements. In addition, the Statement of Activities focuses on program revenue, which has been redefined from the traditional revenue source categories.

NOTE 3. BUDGETARY CONTROL

The legal level of budgetary control for Wisconsin is at the function, agency, program, appropriation-level. Supplemental appropriations require the approval of the Joint Finance Committee of the Legislature. Routine adjustments, such as pay plan supplements and rent increases, are distributed by the Division of Executive Budget and Finance from non-agency specific appropriations authorized by the Legislature. Various supplemental appropriations were approved during the year and have been incorporated into the budget figures.

The budgetary comparison schedule and related disclosures for the General and Transportation funds are reported as Required Supplementary Information. This schedule presents the original budget, the final budget and actual data of the current period. The related disclosures describe the budgetary practices of the State, as well as, provide a detailed reconciliation between the General and Transportation funds' equity balance on the budgetary basis compared to the GAAP basis as shown on the governmental fund statements.

NOTE 4. DEFICIT FUND BALANCE/FUND EQUITY AND RESTRICTED NET ASSETS

A. Deficit Fund Balance/Fund Equity

In addition to the General Fund, funds reporting a deficit fund balance, fund equity, or net assets position at June 30, 2010 are (in thousands):

Special Revenue:		
Petroleum Inspection	$	68,597
Dry Cleaner Environmental Response		2,158
Police and Fire Protection		252
VendorNet		2,789
Capital Projects:		
Capital Improvement		527,822
Transportation Revenue Bonds		160,955
Enterprise:		
Unemployment Reserve		920,352
Winnebago Mental Health Institute		334
Northern Developmental Disabilities Center		17,341
Southern Developmental Disabilities Center		12,627
Life Insurance		306
Internal Service:		
Technology Services		21,708
Risk Management		86,176
Pension and Other Employee Benefit Trust:		
Accumulated Sick Leave		393,157

B. Restricted Net Assets

GASB Statement No. 46, *Net Assets Restricted by Enabling Legislation*, which amends GASB Statement No. 34, *Basic Financial Statements – and Management's Discussion and Analysis – for State and Local Governments,* provides guidance in determining when net assets have been restricted to a particular use by the passage of enabling legislation and how those net assets should be reported in financial statements when there are changes in the circumstances surrounding such legislation. Net assets restricted (1) by external parties or for constitutional purposes or (2) by enabling legislation were as follows on June 30, 2010 (in thousands):

Governmental Activities:		
Net Assets Restricted by External Parties or for Constitutional Purposes	$	1,026,781
Net Assets Restricted by Enabling Legislation		98,235
Business-type Activities:		
Net Assets Restricted by External Parties or for Constitutional Purposes		2,432,900
Net Assets Restricted by Enabling Legislation		235,708

NOTE 5. DEPOSITS AND INVESTMENTS

The State maintains a short-term investment "pool", the State Investment Fund, for the State, its agencies and departments, and certain other public institutions which elect to participate. The investment "pool" is managed by the State of Wisconsin Investment Board (the Board) which is further authorized to carry out investment activities for certain enterprise, trust and agency funds. A small number of State agencies and the University of Wisconsin System also carry out investment activities separate from the Board.

A. Deposits

Deposits include cash and cash equivalents on deposit in banks or other financial institutions, and nonnegotiable certificates of deposit. The majority of the State's deposits are under the control of the Department of Administration. The Department of Administration maintains multiple accounts with an agreement with the bank that allows an overdraft in one account if the overdraft is offset by balances in other accounts.

Custodial credit risk is the risk that in the event of a bank failure, the government's deposits may not be returned to it. The State's policy regarding custodial credit risk is detailed in Chapter 34 of the State Statutes. In brief, any federal or state bank, credit union or savings bank may be designated a public depository. A surety bond may be required. The State's insured deposits are covered by the Federal Deposit Insurance Corporation (FDIC) and an appropriation for losses on public deposits. In the event of loss, the division of banking makes payments up to $400,000 per depositor for the excess of the payments made by the Federal Deposit Insurance Corporation or the Wisconsin Credit Union Savings Insurance Corporation. Payments are made, until the funds available in the appropriation are exhausted, in the order in which satisfactory proofs of loss are received by the State's Department of Financial Institutions.

1. Primary Government

As of June 30, 2010, $192.0 million of the primary government's bank balance of $217.4 million (excluding two bank overdrafts totaling $2.3 thousand in bank accounts that are covered by compensating balances in other accounts) was exposed to custodial credit risk as follows (in millions):

Uninsured and uncollateralized	$	192.0

Foreign currency risk is the risk that changes in exchange rates will adversely affect the fair value of a deposit. Deposits in foreign currency at June 30, 2010 are immaterial. The primary government does not have a formal policy specifically related to foreign currency risk.

The State's Unemployment Reserve Fund had $232.4 million on deposit with the U.S. Treasury. This amount is presented as Cash and Cash Equivalents and is not included in the carrying amount of deposits nor is it categorized according to risk because it is neither a deposit with a financial institution nor an investment.

2. Component Units

The bank balance of deposits of the Wisconsin Housing and Economic Development Authority at June 30, 2010, the Wisconsin Health Care Liability Insurance Plan at December 31, 2009, the University of Wisconsin Hospitals and Clinics Authority at June 30, 2010, the University of Wisconsin Foundation at December 31, 2009, and the State Fair Park Exposition Center, Inc. at December 31, 2009 was $263.6 million.

As of their fiscal year end, $260.8 million of the component units' bank balance of $263.6 million was exposed to custodial credit risk as follows (in millions):

Uninsured and uncollateralized	$	260.8

B. Investments

1. Primary Government

Wisconsin Statutes, program policy provisions, appropriate governing boards, and general resolutions contained in revenue bond indenture documents define the types of securities authorized as appropriate investments and the conditions for making investment transactions.

Investments of the State are managed by various portfolios. For disclosure purposes, the following investment portfolios are discussed separately:

- Primary government, excluding the University of Wisconsin System, the Wisconsin Retirement System and the State Investment Fund. The primary government portfolios include various funds managed by the State of Wisconsin Investment Board consisting of the following:
  -- Local Government Property Insurance Fund (LGPIF)
  -- State Life Insurance Fund (SLF)
  -- Injured Patients and Families Compensation Fund (IPFCF)
  -- Historical Society Fund
  -- Tuition Trust Fund
- University of Wisconsin System (UWS)
- Wisconsin Retirement System (WRS)
- State Investment Fund (SIF) -- functions as the State's cash management fund by "pooling" the idle cash balances of all State funds and other public institutions. Investments of the SIF are discussed in section B 3 of this note disclosure.

Primary Government *(excluding the University of Wisconsin System (UWS), the Wisconsin Retirement System (WRS), and the State Investment Fund (SIF))*

For the primary government, except for the various funds discussed later, permitted investments include: direct general obligations of the United States of America and obligations (including obligations of any federal agency or corporation) for which the payment of the principal and interest are unconditionally guaranteed by the full faith and credit of the United States; bonds or other obligations of any state or the United States of America or of any agency, instrumentality or local governmental unit of any such state including the State of Wisconsin; bonds, debentures, participation certificates, notes or similar evidences of indebtedness of any of the Federal Financing Bank, Federal Home Loan Bank System, Federal Farm Credit Bank, Federal National Mortgage Association, Federal Home Loan Mortgage Corporation, Resolution Funding Corporation, Government National Mortgage Association, Student Loan Marketing Association or Tennessee Valley Authority; public housing bonds issued by public agencies or municipalities; commercial paper; interest-bearing time deposits, certificates of deposit or other similar banking arrangements; shares of a diversified open-end management investment company; repurchase agreements; common and preferred stock; bankers acceptances; corporate commercial paper; bonds issued by a local district created under Wisconsin Act 229; and investment agreements with a bank, bank holding company, insurance company or other financial institution.

The State of Wisconsin Investment Board (the Board) has exclusive control over the investments of the Local Government Property Insurance Fund (LGPIF), the State Life Insurance Fund (SLF), the Injured Patients and Families Compensation Fund (IPFCF), the Historical Society Fund, and the Tuition Trust Fund, which are collectively known as the “various funds”.

Wisconsin Statutes allows investments of the LGPIF in direct obligations of the United States and Canada, securities guaranteed by the United States, unsecured notes of financial and industrial issuers, Yankee/Euro dollar issues, and certificates of deposit issued by banks in the United States, and solvent financial institutions in this State.

Permitted classes of investments of the SLF and the IPFCF include bonds of government units or of private corporations, loans secured by mortgages, preferred or common stocks, real property and other investments not specifically prohibited by statutes.

Funds available for the Historical Society Fund are authorized to be invested in every kind of property, real, personal or mixed, and every kind of investment specifically including but not limited to bonds, debentures and other corporate obligations, preferred or common stocks, and shares of investment companies and investment trusts.

The Board is directed to invest moneys held in the Tuition Trust Fund in investments with maturities and liquidity that are appropriate for the needs of the fund as reported by the State Treasurer.

University of Wisconsin System (UWS)

The University of Wisconsin System (UWS) investment policies and guidelines are governed and authorized by the Board of Regents. The current approved asset allocation policy for long-term funds sets a general target of 24.5 percent marketable equities, 16.5 percent fixed income, 34.0 percent alternatives, and 25.0 percent tactical strategies. The approved asset allocation for intermediate term funds is 15.0 percent marketable equities, 65.0 percent fixed income, 10.0 percent alternatives and 10.0 percent cash. These target allocations were last affirmed/approved in December 2009.

Wisconsin Retirement System (WRS)

All assets of the WRS are invested by the State of Wisconsin Investment Board (the Board). The WRS consists of shares in the core retirement trust fund and the variable retirement trust fund.

The investments of the core retirement trust fund consist of a highly diversified portfolio of securities. Wis. Stat. Sec. 25.182 authorizes the Board to manage the core retirement trust fund in accordance with "prudent investor" standard of responsibility as described in Wis. Stat. Sec. 25.15(2) which requires that the Board manage the funds with the diligence, skill and care that a prudent person acting in a similar capacity and with the same resources would use in managing a large public pension fund.

Investments of the variable retirement trust fund are authorized under Wis. Stat. Sec. 25.14 and 25.17. Wis. Stat. Sec. 25.17(5) states assets of the variable retirement trust fund shall be invested primarily in equity securities which shall include common stocks, real estate or other recognized forms of equities whether or not subject to indebtedness, including securities convertible into common stocks and securities of corporations in the venture capital stage. The variable retirement trust fund consists primarily of common stock and bonds convertible into common stock, although, because of existing conditions in the securities market, there may temporarily be other types of investments.

Custodial Credit Risk

Custodial credit risk is the risk that, in the event of a failure of the counterparty, the State will not be able to recover the value of the investment or collateral securities that are in the possession of an outside party.

Primary Government *(excluding the University of Wisconsin System (UWS), the Wisconsin Retirement System (WRS), and the State Investment Fund (SIF))*

At June 30, 2010, the reported amount of investments of the primary government, including the various funds, was $4,403.7 million, of which $286.9 million is reported as cash equivalents and $327.0 million is reported as "Other Assets". The primary government, including the various funds, does not have an investment policy specifically for custodial credit risk, however, at June 30, 2010, the primary government had no custodial credit risk exposure for these investments.

University of Wisconsin System (UWS)

At June 30, 2010, the UWS investments were $365.8 million, of which $26.7 million is reported as cash equivalents. The UWS's investments are registered in the name of the UWS and the UWS does not participate in any securities lending programs through its custodian bank. Investment securities underlying the UWS's investment in shares of external investment pools or funds are in custody at those funds. The shares owned in these external investment pools are registered in the name of the UWS.

Wisconsin Retirement System (WRS)

At June 30, 2010, the WRS investments were $66.6 billion. The WRS does not have a formal policy for custodial credit risk. As of June 30, 2010, the WRS held eighteen tri-party repurchase agreements totaling $787.0 million. The securities lending collateral account and cash management account participate in repurchase agreement pools, purchasing only a portion of a repurchase agreement in which the manager of these accounts is the buyer-lender. Since the manager that purchased the repurchase agreements is the counterparty, the securities are not held in the WRS's name. They are held in the counterparty's name and held by the counterparty's agent.

Interest Rate Risk

Interest rate risk is the risk that changes in interest rates of debt investments will adversely affect the fair value of an investment.

Primary Government *(excluding the University of Wisconsin System (UWS), the Wisconsin Retirement System (WRS), and the State Investment Fund (SIF))*

Although the primary government, except for the various funds discussed later, does not have a formal policy on limiting the exposure to changes in interest rates, it is the primary government's policy to comply with the provisions contained within the general resolutions of revenue bond indentures and other program policy investment criteria. For example, the Lottery Fund acquires investments with maturity dates that significantly coincide with scheduled payment dates of prize annuities. Investments are held to maturity unless an annuitant requests premature termination of an annuity, then any loss or gain due to market fluctuations are passed through to the redeeming annuitant. Therefore, the Lottery Fund has minimal interest rate risk exposure. Further, as a means of limiting its exposure to interest rate risks, certain funds are required to limit at least half of the fund's investment portfolio to maturities of less than one year. In addition, interest rate risk of certain other funds such as the Retiree Life Insurance Fund is minimized by maintaining a diversified portfolio of investments and monitoring cash flow patterns in order to approximately match the expected maturity of liabilities.

The following table provides information about the interest rate risks associated with the primary government's investments, except those of the various funds. The investments include certain short-term cash equivalents, and various long-term items.

At June 30, 2010, the primary government's investments were (in millions):

Primary Government (excluding Badger Tobacco Securitization Corporation, the various funds, UWS, WRS, SIF, and investments in an external investment pool)

	Investment Maturities				
Investment Type	**Less Than 1 Year**	**1 to 5 Years**	**6 to 10 years**	**More Than 10 Years**	**Fair Value**
U.S. Government and U.S. agency holdings	$ 132.1	$ 26.0	$ 21.2	$ 7.8	$ 187.1
State and municipal bonds and notes	25.7	49.4	55.4	85.7	216.2
Negotiable certificates of deposit	.7	--	--	--	.7
Repurchase agreements	7.6	--	--	--	7.6
Forward delivery agreements	47.7	--	--	--	47.7
Guaranteed investment agreements	21.8	--	--	--	21.8
Money market funds	204.1	--	--	--	204.1
Mutual funds – open ended	35.1	615.4	1.6	.3	652.4
Total	$ 474.9	$ 690.8	$ 78.2	$ 93.8	$ 1,337.6

External Investment Pool

Investments of the Retiree Life Insurance Fund and the Life Insurance Fund (reported as pension and other employee benefit trust funds) are held in an external investment pool with the investment objective of maintaining levels in its general account sufficient to guarantee principal amounts of reserves. The interest rate exposure of this pool expressed in terms of duration and the weighted average life is 4.5 and 5.73 years respectively.

As of May 31, 2010, the Badger Tobacco Asset Securitization Corporation's investments were as follows (in millions):

Investment	**Fair Value**	**Weighted Average Maturity (Years)**
Dreyfus Cash Mgmt 288 Inst'l	$ 6.8	0.08
Federated Tax-free Obligations Fund 15	1.6	0.02
Total Fair Value	$ 8.4	
Portfolio weighted average maturity		0.10

The various funds, which are managed by the Board, use the duration method to identify and manage interest rate risk. Three of the various funds have investment guidelines relating to interest rate risk. The LGPIF guidelines provide that a bond's maturity must not exceed ten years. The SLF guidelines provide the weighted average maturity (WAM), including cash, shall be a minimum of ten years. The IPFCF guidelines provide that the average duration of the aggregate bond portfolio shall be less than ten years.

As of June 30, 2010, the various funds had interest rate risk statistics as detailed below (in millions):

Various Funds
Duration for Fixed Income Securities (in years)

	LGPIF		SLF		IPFCF		Historical Society		Tuition Trust	
	Fair Value	Duration	Fair Value	WAM	Fair Value	Duration	Fair Value	Duration	Fair Value	Duration
Government/ Agency	$ 10.2	.95	$ 38.3	15.66	$ 195.7	4.72	$ --	--	$ 6.1	4.42
Corporate	10.7	1.58	57.6	17.48	294.2	5.43	--	--	0.7	4.90
Bond Funds	--	--	--	--	--	--	2.3	5.50	--	--
Total/Average	$ 20.9	1.28	$ 95.9	16.75	$ 489.9	5.15	$ 2.3	5.50	$ 6.8	4.47

University of Wisconsin System (UWS)

The UWS uses the option adjusted duration method to analyze interest rate risk.

As of June 30, 2010, the UWS had interest rate risk statistics as detailed below (in millions):

UWS

Fixed Income Sector	Fair Value	Modified Duration
Corporate and other credit	$ 11.8	4.56
Government	9.2	5.02
Collateralized mortgage obligations: U. S. Agencies	11.3	1.91
U.S. private placements	4.5	3.38
Asset backed securities	3.1	.40
Collateralized mortgage obligations: Corporate	3.1	2.24
U.S. Agencies	3.8	2.65
Commercial mortgage backed securities	.9	1.18
Treasury inflation protected securities	26.9	5.16
Total	$ 74.7	
Fixed Income Commingled		
Seix Advisors High Yield Fund	$ 19.1	4.74

Wisconsin Retirement System (WRS)

Generally, analysis of long or intermediate term portfolios' interest rate risk is performed using various duration calculations. Modified duration, which is stated in years, is the measure of price sensitivity of a fixed income security to an interest rate change of 100 basis points. The calculation is based on the weighted average of present values for all cash flows. Some pooled investments are analyzed using an option adjusted duration calculation which is similar to the modified duration method. Option adjusted duration incorporates the duration shortening effect of any embedded call provisions in the securities.

On the other hand, short term portfolios use the weighted average maturity to analyze interest rate risk. Weighted average maturity is the maturity of each position in a portfolio weighted by the dollar value of the position to compute an average maturity for the portfolio as a whole. This measure indicates a portfolio's sensitivity to interest rate changes: a longer average weighted maturity implies greater volatility in response to interest rate changes. SWIB's investment guidelines related to interest rate risk vary by portfolio. Some fixed income portfolios are required to be managed within a range of a targeted duration, while others are required to maintain a weighted average maturity at or below a specified number of days or years.

Interest rate risk exposure as of June 30, 2010, stated in terms of modified duration and weighted average maturity, is presented below (in millions):

WRS

Investment Type	Fair Value*	Modified Duration (Years)
Asset Backed Securities	$ 51.0	3.30
Asset Backed Securities	11.6	N/A
Certificates of Deposit	4.5	0.08
Commercial Paper	76.9	0.18
Corporate Bonds/Private Placements	4,920.6	4.90
Corporate Bonds/Private Placements	30.6	N/A
Futures Contracts	(544.7)	6.73
Futures Contracts	2.5	N/A
Government Agency	485.6	2.88
Commercial Mortgages	44.8	2.24
Municipal Bonds	47.3	13.02
Repurchase Agreements	49.7	0.00
Sovereign Debt	3,053.7	7.09
United States Treasury Securities	4,060.5	7.33
	$12,294.6	

Intermediate and Long Term Collective Trust Funds	Fair Value	Modified Duration (Years)
Emerging Market Fixed Income	$ 257.5	8.03
Global Fixed Income	526.7	5.79
Domestic Fixed Income	7,528.6	5.34
	$8,312.8	

	Fair Value	Weighted Average Maturity (days)
Short Term Collective Trust Funds	$ 55.2	38

Securities Lending Collateral Pool	Fair Value	Weighted Average Maturity (days)
Asset Backed Securities	$ 164.7	36
Certificates of Deposit	1,070.6	40
Commercial Paper	1,352.4	34
Corporate Bonds	1,653.6	35
Repurchase Agreements	737.3	1
	$4,978.6	

*Notional amount presented for futures contracts

Credit Quality Risk

Credit risk is the risk that an issuer or other counterparty to an investment will not fulfill its obligations.

Primary Government *(excluding the University of Wisconsin System (UWS), the Wisconsin Retirement System (WRS), and the State Investment Fund (SIF)*

The primary government, except for the various funds discussed later, follows Wisconsin Statutes, program policy provisions, appropriate governing boards, and general resolutions contained in revenue bond indenture documents limits investments in public housing bonds issued by public agencies or municipalities, the State of Wisconsin, interest-bearing time deposits, certificates of deposit or other similar banking arrangement, shares of a diversified open-end management investment company repurchase agreements and investment agreements to a rating no lower than the rating assigned to the bonds. Investments in all other permitted debt securities are required to bear the highest rating available from each nationally recognized rating agency. In addition, credit risk of certain funds such as the Retiree Life Insurance Fund is minimized by monitoring portfolio diversification by asset class, creditor and industry and by complying with investment limitations governed by insurance laws and regulations.

As of June 30, 2010, the above mentioned investments for the primary government including the various funds were rated by Standard and Poor's, Moody's Investors Service, and Fitch Ratings and the ratings are presented below using the Standard and Poor's rating scale (in millions):

Primary Government
(excluding the various funds, UWS, WRS and SIF)

Credit Quality Ratings	Fair Value
AAA	$ 217.1
AA	565.0
A	187.5
B	.1
Not Rated	639.9
Total	$ 1,609.6

The various funds' (except for the Tuition Trust Fund) investments guidelines provide that issues be rated "A-" or better at the time of purchase based on the minimum credit ratings as issued by nationally recognized rating agencies. IPFCF guidelines provide that at the time of purchase at least 80 percent of the bond portfolio must be rated "A3/A1-" or better. The Tuition Trust Fund guidelines do not specifically list a minimum credit quality.

The following schedule displays the credit ratings at June 30, 2010, for the various funds (in millions):

	Various Funds				
	LGPIF	SLF	IPFCF	Historical Society	Tuition Trust
	Fair Value	Fair Value	Fair Value	Fair Value	Fair Value
AAA	$ 20.9	$ 39.4	$ 204.7	$ --	$ 6.1
AA	--	4.6	16.4	--	.1
A	--	31.6	154.7	--	.4
BBB	--	18.7	91.4	--	--
BB	--	1.0	19.4	--	.2
B	--	.6	3.3	--	--
CCC	--	--	--	--	--
Not rated	--	--	--	2.3	--
Totals	$ 20.9	$ 95.9	$ 489.9	$ 2.3	$ 6.8

University of Wisconsin System (UWS)

Credit Risk is the risk that an issuer or other counterparty to an investment will not fulfill its obligations. For the Long Term Fund, fund-level asset allocation constraints limit exposure to below investment grade debt securities to no more than 10.0 percent; for the Intermediate Term Fund, exposure is limited to 6.0 percent. The UWS currently holds below investment grade securities within commingled vehicles representing 5.5 percent of total assets of the Long Term Fund and 4.3 percent of total assets of the Intermediate Term Fund. In addition, actively-managed, investment grade fixed income separate accounts must maintain an average portfolio quality of AA by Standard & Poor's and/or Aa by Moody's, and hold only securities rated BBB- by Standard & Poor's and/or Baa3 by Moody's or higher. Credit risk guidelines for all mutual or commingled funds used are carefully reviewed and monitored. As of June 30, 2010, the actively-managed, investment grade fixed income separate accounts held a Windsor Financing, LLC security in the amount of $84 thousand rated Ba3 by Moody's and B+ by Standard & Poor's and a Keystone Owner Trust security in the amount of $10 thousand rated Caa1 by Moody's and unrated by Standard & Poor's.

The following schedule displays the credit rating as provided by Moody's Investor Service on debt securities held as of June 30, 2010 (in millions). Obligations of the United States and obligations explicitly guaranteed by the U.S. government have been included in the AAA rating below although they are considered to be without credit risk.

UWS	
Ratings	Fair Value
Aaa	$ 69.0
Aa1	.2
Aa2	1.6
Aa3	1.8
A1	2.0
A2	1.3
A3	3.5
Baa1	1.6
Baa2	4.0
Baa3	.6
Ba2	6.5
Ba3	.1
B2	10.5
Caa2	.9
Unrated and Unrated Pooled Cash	30.0
Total	$ 133.6

Wisconsin Retirement System (WRS)

With the exception of derivative instrument credit risk, there are no fund-wide or system-wide investment guidelines related to credit risk exposures for investments of the WRS. Fixed income credit risk investment guidelines spell out the minimum ratings at the time of purchase by individual portfolios or groups of portfolios based on the portfolios' investment objectives. In addition, some fixed income portfolios are required to carry a minimum weighted average rating at all times.

The following schedule displays the lowest credit rating available as rated by several nationally recognized statistical rating organizations on debt securities held as of June 30, 2010 (in millions). Obligations of the United States and obligations explicitly guaranteed by the U.S. government have been included in the AAA rating below although they are considered to be without credit risk.

WRS Ratings	Fair Value
P-1 or A-1	$ 2,469.5
Aaa or AAA	6,436.7
Aa3 to Aa1 or AA- to AA+	2,364.6
A3 to A1 or A- to A+	2,467.8
Baa3 to Baa1 or BBB- to BBB+	1,507.5
Ba3 to Ba1 or BB- to BB+	449.2
B3 to B1 or B- to B+	529.6
Caa1 to Caa3 or CCC- to CCC+	193.7
Ca1 to Ca3 or CC- to CC+	21.6
C	7.8
Commingled or pooled	10,232.9
Not rated	1,367.4
Total	$ 28,048.3

Reverse Repurchase Agreements

SWIB had $107.5 million reverse repurchase agreements outstanding at June 30, 2010. Investment guidelines permit certain portfolios to enter into reverse repurchase agreements, that is, a sale of securities with a simultaneous agreement to repurchase the exact securities in the future at the same price plus a stated rate of interest. The market value of the securities underlying reverse repurchase agreements exceeds the cash received, providing the dealers a margin against a decline in market value of the securities. If the dealers default on their obligations to resell these securities or providing cash equal value, SWIB would suffer an economic loss equal to the difference between the market value plus accrued interest of the underlying securities and the agreement obligation, including accrued interest. This credit exposure at year-end was $3.1 million.

Since the proceeds from reverse repurchase agreements are used for short-term financings, the maturities of the purchases made with the proceeds of reverse repurchase agreements are not matched to the maturities of the agreements. The repurchase agreement transactions as of June 30, 2010, had underlying collateral with fair values of approximately 103 percent of the cost of the repurchase agreements. The agreed-upon yields were between .24 percent and .28 percent with maturity dates through August 5, 2010.

Concentration of Credit Risk

Concentration of credit risk is the risk of loss attributed to the magnitude of a government's investment in a single issuer.

Primary Government *(excluding the University of Wisconsin System (UWS), the Wisconsin Retirement System (WRS), and the State Investment Fund (SIF)*

Although the primary government, except for the various funds discussed later, does not have a formal policy on limiting the exposure to concentrations of credit risk, it is the primary government's policy to comply with the provisions contained within the general resolutions of revenue bond indentures and other program policy investment criteria. For example, the College Savings Program Trust Fund's exposure to a particular industry is limited to no more than double that industry's percentage in the ML All Corporate Index (COAO).

The primary government's, except for the various funds, largest concentration by a single issuer is the State of Wisconsin Global Certificates with approximately 4.5 percent and State of Wisconsin general obligation bonds with approximately 1.4 percent of investments.

With the exception of the Tuition Trust Fund, the various funds investment guidelines limit concentrations of credit risk by establishing maximum issuer and/or sector exposure limits. Generally, the guidelines provide that no single issuer may exceed 5 percent of the fund investments, with the exception of U.S. Government and its agencies, which may be unlimited. The LGPIF further limits AAA-rated mortgage-backed, AAA-rated asset-backed and individual corporate issuers to 3 percent of the market value of the fund investments.

Excluding investments issued or explicitly guaranteed by the U.S. Government, as of June 30, 2010, none of the various funds had more than five percent of their total investments in a single issuer.

University of Wisconsin System (UWS)

Concentration of credit risk is the risk of loss attributed to the magnitude of an organization's investment in a single issuer. Actively-managed, fixed income separate accounts are limited to holding no more than 7.0 percent in any one issuer (U.S. Government/Agencies are exempted). Credit concentration guidelines for all mutual or commingled funds used are carefully reviewed and monitored. During fiscal year 2010, the largest concentration by a non-U.S. Government/Agency was New Valley Generation with 0.5 percent of total Trust Funds assets.

Wisconsin Retirement System (WRS)

For investments of the WRS, concentration of credit risk is limited by establishing investment guidelines for individual portfolios or groups of portfolios that generally restrict issuer concentrations in any one company or Rule 144A securities below 5 percent of assets.

Foreign Currency Risk

Foreign currency risk is the risk that changes in exchange rates will adversely affect the fair value of an investment.

Primary Government *(excluding the University of Wisconsin System (UWS), the Wisconsin Retirement System (WRS), and the State Investment Fund (SIF)*

The primary government, except for the various funds discussed later, does not have a formal policy to limit foreign currency risk, however, certain funds such as the Environmental Improvement Fund are not permitted to invest in foreign currency based on provisions contained in its bond indenture general resolution. However, foreign currency risk of the Retiree Life Insurance Fund is minimized by utilizing short-duration spot forward contracts to minimize the adverse impact of foreign currency exchange rate risks inherent in the elapsed time between trade processing and trade settlement.

At June 30, 2010, the primary government, except for the various funds, did not own any issues denominated in a foreign currency.

The various fund's investment guidelines do not specifically address foreign currency risk with the exception that SLF only allows investments in U.S. dollar denominated instruments. As of June 30, 2010, the various funds did not own any issues denominated in a foreign currency.

University of Wisconsin System (UWS)

Foreign currency risk is the risk that changes in exchange rates will adversely affect the fair value of an investment. As of June 30, 2010, the Long Term and Intermediate Term Funds held equity securities denominated in foreign currencies within pooled investment vehicles only, with market values totaling $87.3 million and $4.6 million, respectively, compared to prior fiscal year amounts of $76.0 million and $4.2 million, respectively. Some of the trades for such foreign positions will not settle in foreign currencies until after the fiscal year end. For the Long Term and Intermediate Term Funds, it is generally expected and desired that foreign currency exposure is not hedged, as this enhances the diversification benefits from non-U.S. investments. Foreign currency management practices and policies for mutual or commingled funds used are carefully reviewed and monitored.

Wisconsin Retirement System (WRS)

The WRS held foreign currency denominated cash and securities directly in designated actively managed portfolios and indirectly through its investment in certain commingled invest funds.

As of June 30, 2010, the following assets were denominated in the following currencies (in millions):

Currency Exposure by Investment Type

Currency	Cash and Cash Equivalents	Commercial Mortgages	Convert-ible Securities	Options	Stocks	Fixed Income	Financial Futures	Multi-Asset	Preferred Securities	Limited Partner-ships	Real Estate	Total
Australian Dollar	.9	--	--	--	434.3	36.1	(8.8)	--	--	--	--	462.5
Brazil Real	2.4	--	--	--	34.2	29.2	--	--	65.4	--	--	131.2
British Pound Sterling	2.7	--	--	--	1,860.5	200.5	(20.7)	--	--	86.7	--	2,129.7
Canadian Dollar	3.6	--	--	--	600.8	89.3	(5.3)	--	--	32.9	--	721.3
Columbian Peso	--	--	--	--	--	8.8	--	--	--	--	--	8.8
Czech Koruna	--	--	--	--	12.1	--	--	--	--	--	--	12.1
Danish Krone	.4	--	--	--	72.6	25.6	--	--	--	--	--	98.6
Euro Currency Unit	63.8	--	--	--	2,526.8	1,075.6	(19.3)	--	9.3	604.2	--	4,260.4
Hong Kong Dollar	1.2	--	--	--	371.3	--	--	--	--	--	--	372.5
Hungarian Forint	.4	--	--	--	1.3	4.8	--	--	--	--	--	6.5
Indian Rupee	.7	--	--	--	163.9	--	--	--	--	--	--	164.6
Indonesian Rupian	--	--	--	--	14.3	21.4	--	--	--	--	--	35.7
Israeli Shekel	.4	--	--	--	5.4	--	--	--	--	--	--	5.8
Japanese Yen	19.2	--	--	--	1,764.6	1,012.7	(8.2)	--	--	--	--	2,788.3
Malaysian Ringgit	.7	--	--	--	55.0	45.7	--	--	--	--	--	101.4
Mexican New Peso	.7	--	--	--	43.1	31.0	--	--	--	--	--	74.8
Moroccan Dirham	--	--	--	--	1.8	--	--	--	--	--	--	1.8
New Taiwan Dollar	1.9	--	--	--	178.7	--	--	--	--	--	--	180.6
New Turkish Lira	.3	--	--	--	47.1	--	--	--	--	--	--	47.4
New Zealand Dollar	--	--	--	--	.7	9.7	--	--	--	--	--	10.4
Norwegian Krone	.2	--	--	--	34.4	15.9	--	--	--	--	--	50.5
Peruvian Nuevo Sol	--	--	--	--	--	5.2	--	--	--	--	--	5.2
Philippines Peso	.3	--	--	--	3.7	--	--	--	--	--	--	4.0
Polish Zloty	.5	--	--	--	24.7	30.8	--	--	--	--	--	56.0
Russian Rubel	--	--	--	--	--	1.0	--	--	--	--	--	1.0
South African Rand	1.2	--	--	--	36.5	11.0	--	--	--	--	--	48.7
Singapore Dollar	.4	--	--	--	111.1	--	--	--	--	--	--	111.5
South Korean Won	.3	--	--	--	208.9	8.8	--	--	5.2	--	--	223.2
Swedish Krona	.4	--	--	--	87.7	30.6	--	--	--	4.0	--	122.7
Swiss Franc	.5	--	--	--	497.0	--	--	--	--	--	--	497.5
Thailand Baht	.1	--	--	--	67.5	--	--	--	--	--	--	67.6
United States Dollar	634.2	44.8	68.3	(3.9)	28,603.3	18,069.3	(75.2)	1,073.3	15.3	5,718.2	337.3	54,484.9
Uruguayan Peso	--	--	--	--	--	8.3	--	--	--	--	--	8.3
Total Investments by Currency Exposure	737.4	44.8	68.3	(3.9)	37,863.0	20,771.4	(137.5)	1,073.3	95.2	6,446.0	337.3	67,295.5

Securities Lending Transactions

Wisconsin Retirement System (WRS)

Securities Lending Transactions – State statutes and Board policies permit the use of investments of the WRS to enter into securities lending transactions. These transactions involve the lending of securities to broker-dealers and other entities for collateral, in the form of cash or securities, with the simultaneous agreement to return the collateral for the same securities in the future. The securities custodian is an agent in lending the domestic and international securities. When domestic securities are delivered to a borrower as part of a securities lending agreement, the borrower is required to place collateral equal to 102 percent of the loaned securities' fair value, including interest accrued, as of the delivery date with the lending agent. In the event that foreign securities are loaned, the borrower is required to place collateral totaling 105 percent of the loaned securities' fair value, including interest accrued, as of the delivery date with the lending agent. Collateral is marked to market daily and adjusted as needed to maintain the required minimum level.

The cash collateral is reinvested by the lending agent or its affiliate in accordance with the contractual investment guidelines, which are designed to insure the safety of principal and obtain a moderate rate of return. The investment guidelines include very high credit quality standards and also allow for a portion of the collateral investments to be invested with short-term securities. The earnings generated from the collateral investments, less the amount of rebates paid to the dealers and fees paid to agents, results in the gross earnings from lending activities, which is then split on a percentage basis with the lending agent.

In accordance with money market mutual fund industry standards, the cash collateral reinvestment pools are valued at amortized cost. The amortized or book value of a fund's assets and underlying fair market value of the assets may differ based on market conditions. The pools' market value relative to its amortized cost is expressed as net asset value (NAV) and is derived by dividing total market value by amortized cost. During Fiscal Year 2010, the securities lending reinvestment pools' NAVs were below the typical money market fund market floor of 99.5 percent. The NAVs improved by the end of the fiscal year. As of June 30, 2010, the U.S. dollar cash collateral reinvestment pools' NAV was 99.60 percent while the foreign reinvestment pool had a NAV of 99.82 percent.

At year end, no credit risk exposure to borrowers existed because the amounts owed the borrowers exceeded the amounts the borrowers owed. The contract with the lending agent requires it to indemnify if the borrowers fail to return the loaned securities and the collateral is inadequate to replace the securities lent. Losses resulting from violations of investment guidelines are also indemnified.

The majority of securities loans can be terminated on demand. The average term of the loans is approximately three days, which is shorter than the weighted average maturity of 28 days for investments made with the U.S. dollar cash collateral and the weighted average maturity of 20 days for investments made with foreign cash collateral.

Pledging or selling collateral securities cannot be done without a borrower default. The quantity of dollar value of securities lending contracts entered into is not restricted.

Derivative Financial Instruments

Various Funds

Interest Only Strips — Interest only strips are securities that derive cash flow from the payment of interest on underlying debt securities. The Tuition Trust Fund held several interest only strips for yield enhancing purposes. Because the underlying securities are United States Treasury obligations, the credit risk is low. On the other hand, interest only strips are more volatile in terms of pricing, and thus the market risk is higher than traditional United States Treasury obligations.

As of June 30, 2010 the Tuition Trust Fund held interest only strips valued at $6.6 million representing approximately 72.9 percent of portfolio investments.

Wisconsin Retirement System (WRS)

Derivatives may be used to implement investment strategies for the Core and Variable Funds. All derivative instruments are subjected to risk analysis and monitoring processes at the portfolio, asset class and fund levels.

Investment guidelines define allowable derivative activity for each portfolio and are based on the investment objectives which have been approved by the Board. Where derivatives are permitted, guidelines stipulate allowable instruments and the manner in which they are to be used.

Investment guidelines have been established which provide minimum credit ratings for counterparties. Additionally, policies have been established which, where possible, seek to provide master netting arrangements with counterparties to over-the-counter derivative transactions.

Gains and losses for all derivative instruments are reported in the Statement of Changes in Fiduciary Net Assets.

Foreign Currency Spot and Forward Contracts — Currency exposure management is permitted through the use of exchange traded currency instruments, and through the use of over-the-

counter spot and forward contracts in foreign currencies. Direct hedging of currency exposure back to the U. S. dollar is permitted when consistent with the strategy of the portfolio. Cross-currency exposure management to transfer out of an exposed currency and into a benchmark currency is permitted. In some portfolios, currencies of non-benchmark countries may be held through the use of forward contracts, provided that the notional value of any single non-benchmark currency does not exceed 5 percent of the market value of the portfolio.

No cash is exchanged when a foreign exchange spot or forward contract is initiated. Collateral postings are not required for foreign currency spot or forward contract counterparties. Net amounts due are paid or received on the contracted settle date. The net receivable or payable for spot and forward contracts is included in Other Receivables on the Statement of Fiduciary Net Assets. Losses may arise from future changes in the value of the underlying currency, or if the counterparties do not perform under the terms of the contract. Spot and forward contracts are valued daily with the changes in fair value included in the Net Appreciation (Depreciation) in Fair Value of Investments on the Statement of Changes in Fiduciary Net Assets.

Discretionary currency overlay strategies at the total fund level may be employed when currency market conditions suggest such strategies are warranted. Only the currencies of developed market countries in the MSCI ex US Index may be used to implement the currency overlay. Exchange-traded currency instruments and over-the-counter spot and forward contracts in foreign currencies are used to execute these strategies.

During the fiscal year currency exposure management involved the use of foreign currency spot and forward contracts. The following table presents the fair value of foreign currency spot and forward contract assets and liabilities held as of June 30, 2010 (in millions).

Foreign Currency Spot and Forward Contracts

Currency	Notional (local currency)	Fair Value of Foreign Currency Contracts Receivable ($US)
Foreign Exchange Contracts Sold		
AUSTRALIAN DOLLAR	347.1	$ (6.1)
BRAZIL REAL	2.2	--
BRITISH POUND STER.	308.2	1.7
CANADIAN DOLLAR	313.2	(8.8)
DANISH KRONE	85.4	(.1)
EURO CURRENCY UNIT	408.7	(7.8)
HONG KONG DOLLAR	159.2	(5.5)
HUNGARIAN FORINT	155.5	--
INDONESIAN RUPIAN	6,779.7	-
ISRAELI SHEKEL	9.7	
JAPANESE YEN	49,409.1	15.8
MALAYSIAN RINGGIT	26.2	.1
MEXICAN NEW PESO	26.9	(.1)
NEW ZEALAND DOLLAR	77.5	.2
NORWEGIAN KRONE	448.9	.4
PHILIPPINES PESO	156.3	--
POLISH ZLOTY	7.5	--
SINGAPORE DOLLAR	14.2	(.1)
SWEDISH KRONA	808.6	(1.1)
SWISS FRANC	105.4	2.8
THAILAND BAHT	24.8	--
		$ (8.5)

Currency	Notional (local currency)	Fair Value of Foreign Currency Contracts Payable* ($US)
Foreign Exchange Contracts Purchased		
AUSTRALIAN DOLLAR	(67.2)	$ 2.5
BRAZIL REAL	(21.0)	(.3)
BRITISH POUND STER.	(81.2)	(.3)
CANADIAN DOLLAR	(53.2)	1.5
COLOMBIAN PESO	(4,876.5)	--
DANISH KRONE	(.1)	--
EURO CURRENCY UNIT	(562.1)	10.0
HONG KONG DOLLAR	(163.0)	(.3)
HUNGARIAN FORINT	(736.5)	.2
INDIAN RUPEE	(20.8)	--
INDONESIAN RUPIAN	(12,675.1)	--
ISRAELI SHEKEL	(9.1)	--
JAPANESE YEN	(42,010.9)	(5.5)
MALAYSIAN RINGGIT	(2.4)	--
MEXICAN NEW PESO	(32.5)	--
NEW TAIWAN DOLLAR	(60.5)	--
NEW TURKISH LIRA	(2.1)	--
PERUVIAN NUEVO SOL	(23.4)	(.1)
S AFRICAN COMM RAND	(79.5)	.2
SINGAPORE DOLLAR	(6.9)	--
SOUTH KOREAN WON	(75.6)	--
SWEDISH KRONA	(71.8)	.1
SWISS FRANC	(17.7)	(.3)
THAILAND BAHT	(7.7)	--
		$ 7.8
Net Foreign Exchange Currency Spot and Forward Contracts		$ (.7)

* Net effect of cross currency contracts is reflected in the "Foreign Exchange Contracts Purchased" section.

Foreign exchange spot and forward positions are over-the-counter contracts, entered into with various counterparties. Guidelines have been established which provide minimum credit ratings for counterparties. Additionally, policies have been established which, where possible, seek to implement master netting arrangements with counterparties to over-the-counter derivative transactions.

The table below details the exposures by counterparties with whom SWIB has entered into foreign exchange spot and forward contracts as of June 30, 2010 (in millions).

	Exposure			
Counterparty	Payable	Receivable	Net	Counterparty Credit Rating
Bank of America Corp	$ (497.1)	$ 484.9	$(12.2)	A
Bank of New York Mellon Corp/The	(546.3)	548.7	2.5	AA-
Barclays Bank PLC	(.7)	.7	-	AA-
BlackRock Inc	(22.1)	22.6	.4	A+
BNP Paribas	(9.5)	9.5	.1	AA
Brown Brothers Harriman & Co	(.4)	.4	--	A+
Citigroup Inc	(81.1)	80.7	(.4)	A
Credit Suisse Group AG	(.3)	.3	-	A
Deutsche Bank AG	(28.5)	28.2	(.4)	A+
Goldman Sachs Group Inc/The	(15.2)	15.1	--	AA-
HSBC Holdings PLC	(60.5)	62.2	1.7	A+
JPMorgan Chase & Co	(459.2)	464.6	5.4	A
Morgan Stanley	(12.7)	12.8	.2	AA-
Royal Bank of Canada	(729.3)	720.2	(9.1)	A
Standard Chartered PLC	(1.9)	1.9	-	A+
State Street Corp	(134.8)	134.7	(.1)	A+
Toronto Dominion Bank	(5.5)	5.4	(.1)	AA-
UBS AG	(1,189.4)	1,202.5	13.1	A+
United Kingdom of Great Britain and Northern Ireland	(22.0)	22.3	.4	AAA
Westpac Banking Corp	(179.4)	177.2	(2.1)	AA
Total	$(3,995.8)	$3,995.1	$ (.7)	

Futures Contracts – A financial futures contract is an exchange traded agreement to buy or sell a financial instrument at an agreed upon price and time in the future. Upon entering into a futures contract, collateral is deposited with the broker, in SWIB's name, in accordance with initial margin requirements. Futures contracts are marked to market daily, based upon the closing market price of the contract at the board of trade or exchange on which they are traded. The resulting gain/loss is typically received/paid the following day until the contract expires.

The fair value of futures contracts represents the unrealized gain/loss on the contract and is reflected as Financial Futures Contracts on the Statement of Fiduciary Net Assets. Gains and losses as a result of investments in futures contracts are included in the Net Appreciation (Depreciation) in the Fair Value of Investments on the Statement of Changes in Fiduciary Net Assets.

Futures contracts involve, to varying degrees, risk of loss in excess of the variation margin disclosed in the Statement of Fiduciary Net Assets. Losses may arise from future changes in the value of the underlying instrument.

Financial futures contracts may be entered into for the following objectives: facilitate asset class rebalancing, protect portfolios against the risk of changing asset values or interest rates, enhance liquidity, aid in cash flow management, manage interest rate exposure, adjust duration, equitize cash and receivable positions or as a substitute for cash market transactions. Futures contracts are secured by collateral deposited with brokers which can be in the form of cash, U.S. Treasuries and equity securities.

The following table presents the investments in futures contracts as of June 30, 2010 (in millions).

Description	Futures Contracts Expiration Date	Notional Amount	Unrealized Appreciation (Depreciation)*
Interest Rate Future:			
3MO EUROYEN TIFF FUTURE (TFX)	12/13/2010 - 9/16/2011	$ 1.9	$ --
90DAY STERLING LIBOR FUT (LIF)	12/15/2010 - 9/21/2011	3.3	--
Fixed Income Futures:			
AUSTRALIAN 10YR BOND FUT (SFE)	9/15/2010	34.6	.8
AUSTRALIAN 3YR BOND FUR (SFE)	9/15/2010	1.1	-
CANADA 10YR BOND FUTURE (MSE)	9/21/2010	26.7	.6
EURO BUXL 30 YR BOND FUT (EUX)	9/8/2010	.3	--
EURO-BOBL FUTURE (EUX)	9/8/2010	6.5	--
EURO-BUND FUTURE (EUX)	9/8/2010	7.1	--
EURO-SCHATZ FUTURE (EUX)	9/8/2010	12.2	--
JAPAN 10YR MINI BD FUTURE(SGX)	9/8/2010	17.3	.2
UK LONG GILT FUTURE (LIF)	9/28/2010	(43.3)	(.6)
US TREAS BD FUTURE (CBT)	9/21/2010	3.3	.1
US ULTRA BOND (CBT)	9/21/2010	4.3	.1
US 10YR NOTE FUTURE (CBT)	9/21/2010	(553.4)	(9.8)
US 2YR TREAS NTS FUT (CBT)	9/30/2010	128.2	.4
US 5YR TREAS NTS FUT(CBT)	9/30/2010	(192.6)	(2.6)
Equity Futures:			
DJ EURO STOXX 50 FUTURE (EUX)	9/17/2010	383.2	(19.3)
DOW JONES MINI FUTURE (CBT)	9/17/2010	.8	--
FTSE 100 INDEX FUTURE (LIF)	9/17/2010	310.5	(20.1)
MSCI EAFE EMINI INDEX FUT (CME)	9/17/2010	2.4	(.2)
RUSSELL 2000 MINI IND FUT(NYF)	9/17/2010	318.4	(23.9)
S&P 500 EMINI INDEX FUT (CME)	9/17/2010	538.5	(36.9)
S & P MID 400 EMINI (CME)	9/17/2010	46.6	(2.3)
S&P/TSE 60 INDEX FUTURES (MSE)	9/16/2010	164.3	(5.9)
SPI 200 INDEX FUTURE (SFE)	9/16/2010	158.5	(9.6)
TOPIX INDEX FUTURE (TSE)	9/9/2010	304.1	(8.3)
Total		$1,684.9	$(137.4)

* Unrealized appreciation (depreciation) includes foreign currency gains and losses.

Options – Option contracts give the purchaser of the contract the right to buy (call) or sell (put) the security or index underlying the contract at an agreed upon price on or before the expiration of the option contract. The seller of the contract is subject to market risk, while the purchaser is subject to credit risk and market risk to the extent of the premium paid to enter into the contract.

Rebalancing policies and portfolio investment guidelines permit the use of exchange traded options. Options may be used to improve the efficiency or to enhance the expected return of strategic rebalancing procedures. Exchange traded options may be purchased or sold in conjunction with managing asset class exposure if the exercise of the options will move the asset allocation closer to the target established by the Board. The aggregate notional value of the options is limited to 2 percent of the market value of the trust fund at the date of purchase. The term of options used for this purpose may not exceed one year.

The fair value of option contracts is based upon the closing market price of the contract and reflected as Options on the Statement of Fiduciary Net Assets. Gains and losses as a result of investments in option contracts are included in the Net Appreciation (Depreciation) in the Fair Value of Investments on the Statement of Changes in Fiduciary Net Assets. The table below presents the fair value of option contracts held as of June 30, 2010.

Option Contracts

Security Description	Contract Type	Maturity	Number of Contracts	Cost	Market Value	Unrealized Gain (Loss)
AMERICAN INTL GROUP INC COM	CALL	JUL 10	1,000	$ 187,000	$ 25,000	$ (162,000)
FIDELITY NATL INFORMATION SVCS	CALL	AUG 10	2,770	10,969	2,770	(8,199)
FIDELITY NATL INFORMATION SVCS	CALL	JUL 10	1,550	7,750	7,750	-
AIRGAS INC	PUT	AUG 10	(212)	(11,720)	(11,660)	60
AIRGAS INC	PUT	JUL 10	(744)	(60,776)	(11,160)	49,616
AMERICAN INTL GROUP INC COM	PUT	JUL 10	(1,000)	(706,000)	(555,000)	151,000
FIDELITY NATL INFORMATION SVCS	PUT	AUG 10	(2,770)	(2,310,762)	(2,354,500)	(43,738)
FIDELITY NATL INFORMATION SVCS	PUT	JUL 10	(736)	(557,152)	(592,480)	(35,328)
MILLIPORE CORP COM	PUT	JUL 10	(600)	(30,000)	(3,000)	27,000
RUSSELL 1000 INDEX	PUT	JUL 10	(120)	(24,600)	(24,000)	600
S&P 500 EOM OPTION SEP 10	PUT	JUL 10	(186)	(283,650)	(372,000)	(88,350)
SYBASE INC	PUT	JUL 10	(275)	(9,625)	(3,438)	6,187
SYBASE INC	PUT	SEP 10	(340)	(25,670)	(11,850)	13,820
Total				$ (3,814,236)	$ (3,903,568)	$ (89,332)

Unfunded Capital Commitments

University of Wisconsin System (UWS)

The UWS has unfunded limited partnership commitments of $30.9 million for the fiscal year ending June 30, 2010.

Wisconsin Retirement System (WRS)

The Board has committed to fund various limited partnerships and side-by-side agreements related to its private equity and real estate holdings. Commitments that have not been funded as of June 30, 2010 totaled $5.2 billion.

2. Component Units

Component Units *except for the Wisconsin Health Care Liability Insurance Plan and the University of Wisconsin Foundation (Other Component Units)*

Wisconsin Housing and Economic Development Authority (Authority) – The Authority is required by statute to invest at least fifty percent of its General Fund funds in obligations of the State, of the United States, or of agencies or instrumentalities of the United States, or obligations, the principal and interest of which are guaranteed by the United States, or agencies or instrumentalities of the United States. Each investment portfolio specifies what constitutes a permitted investment and such investments may include obligations of the U.S. government and agencies securities; corporate bonds and notes; money market mutual funds; commercial paper; and repurchase agreements and investment agreements.

The Authority enters into collateralized investment contracts with various financial institutions. The investment contracts are generally collateralized by obligations of the United States government.

The Authority is also authorized to invest its funds in the State Investment Fund.

The Authority's aggregate investments at June 30, 2010 were $1,023.7 million of which $843.8 million are reported as cash equivalents.

University of Wisconsin Hospital and Clinics Authority – The University of Wisconsin Hospitals and Clinics Authority's (the Hospital) aggregate investments at June 30, 2010 were $375.6 million of which $248.2 million (invested with the University of Wisconsin Foundation, see investment disclosure discussion for the University Wisconsin Foundation) are reported as "Cash and Investments with Other Component Units." The board of directors has authorized management to invest in debt and equity securities.

State Fair Park Exposition Center, Inc. – The aggregate investments at December 31, 2009 were $ .2 million consisting of money market funds reported as cash equivalents.

Custodial Credit Risk

The component units do not have a formal policy for custodial credit risk. At fiscal year end, the reported amount of investments was $ 1,151.3 million, of which $844.0 million are reported as cash and cash equivalents.

Interest Rate Risk

It is the component units' policy to comply with the provisions contained within the general resolutions of revenue bond indentures and other program policy investment criteria. For example, investment maturities will coincide with the anticipated debt service payment dates and cash flow obligations associated with the life of bonds outstanding. Market conditions, rates of return, interest rate spreads within and across asset classes, and other factors will influence maturity selection for all funds in excess of those required to meet the projected cash flow obligations. No investment will mature after the final bond maturity of the issue.

The following table provides information about the interest rate risks associated with the component units' investments. The investments include certain short-term cash equivalents, and various long-term items. As of fiscal year end, the component units had the following debt investments and maturities (in millions):

	Investment Maturities				
Investment Type	Less Than 1 Year	1 to 5 Years	6 to 10 years	More Than 10 Years	Fair Value
U.S. Government and U.S. agency holdings	$ 97.3	$ 4.5	$ 4.7	$ --	$ 106.5
Corporate notes and bonds	.7	--	--	--	.7
Money market funds	971.3	--	--	--	971.3
Noncollateralized investment contracts	--	11.5	--	--	11.5
Mortgage-backed securities	1.2	--	9.0	16.6	26.8
Collateralized investment contracts	20.7	--	.6	1.9	23.2
Negotiable certificates of deposit	11.3	--	--	--	11.3
Total	$ 1,102.5	$ 16.0	$ 14.3	$ 18.5	$ 1,151.3

Credit Quality Risk

The component units have established different investment policies for different investment types that generally include minimum rating requirements. For example, corporate bonds and notes are limited to U.S. domestic corporations having been rated not less than AA category or its equivalent as to investment quality by two or more nationally recognized investment rating firms. At least one rating must be in the top two short- or long-term rating categories and all other ratings must be in the top three rating categories. Further, money market funds are limited to AAA rated money market mutual funds and non-rated funds with portfolios restricted to only those investments specifically authorized by the policy. Money market funds are regulated by the Securities & Exchange Commission and have a dollar weighted-average portfolio maturity of 90 days or less that fully invest dollar-for-dollar all funds without sales commissions or loads. The Authority invests in money market mutual funds whose investment objectives include seeking to maintain a stable net asset value of $1 per share. The Authority may not invest funds under its control in an amount that exceeds 10 percent of total assets of any individual money market mutual fund. The following table presents the component units' ratings at fiscal year end (in millions):

		Credit Quality Ratings				
Investment Type	Fair Value	AAA	AA	A	BBB	Unrated
Corporate notes and bonds	$ .7	$ --	$ .7	$ --	$ --	$ --
Money market funds	971.4	843.8	.2	--	--	127.4
Noncollateralized investment contracts	11.5	--	11.5	--	--	--
Negotiable certificates of deposit	11.3	--	--	--	--	11.3
Mortgage-backed securities	10.2	10.2	--	--	--	--
Collateralized investment contracts	23.1	--	--	23.1	--	--

Concentration of Credit Risk

Investment policies generally limit the concentration of credit risk with an issuer to a predetermined dollar value and/or percent. For example, the investment policy outlined in a general resolution requires that for funds not invested in government securities or money market mutual funds, no more than 5 percent of total portfolio market value can be invested with any issuer or secured by any one guarantor, and not more than 15 percent of the portfolio's market value will be invested in any municipal or industry sector, and no more than 25 percent of the total portfolio's value will be invested in bank certificates of deposit. There were no non-government investments that exceeded 5 percent of the total portfolio.

Foreign Currency Risk

The component units' policy generally prohibits investments traded in foreign currencies. Although trading in foreign currencies may be acceptable for a limited number of portfolios, no exposure to foreign currency existed at fiscal year end.

Securities Lending

The Wisconsin Housing and Economic Development Authority's (Authority) Finance committee approved the use of a security-lending program with the trust department of a bank acting as an agent. As of June 30, 2010 the Authority had $7.0 million of securities on loan to broker-dealers for a fee.

Security lending transactions involve the lending of securities to broker-dealers and other entities for collateral, in the form of cash or securities, with the simultaneous agreement to return the collateral for the same securities in the future. The securities custodian is an agent in lending the domestic and international securities for collateral of 102 percent and 105 percent, respectively, of the loaned securities' market value. The lending agent in accordance with contractual investment guidelines, which are designed to insure the safety of principal and obtain a moderate rate of return, reinvests the collateral. The investment guidelines include very high credit quality standards and also allow for a portion of the collateral investments to be invested with short-term securities. The Authority has the following types of securities on loan: U.S. agency securities, U.S. government securities and corporate notes. The Authority receives cash collateral for securities lent. The fair value of the investment securities loaned was $7.2 million as of June 30, 2010, and the fair value of the collateral received was $4.6 million. The Authority may request the bank to terminate any loan of securities for any reason at any time.

As of June 30, 2010, no credit risk exposure to borrowers existed because the amounts owed the borrowers exceeded the amounts the borrowers owed. The contract with the lending agent states that in the event that a borrower fails to return the lent security, the bank will indemnify the Authority for the following amounts: a) The difference between the closing market value of security on the date it should have been returned to the account and the cash collateral substituted for the lent securities, or b) In the case of collateral received in kind, the difference between the closing market value of the security on the date it should have been returned to the account and the closing market value of the collateral in kind on the same date.

The Authority assumes all risk of loss arising out of collateral investment loss and any resulting collateral deficiencies. The bank expressly assumes the risk of loss arising from negligent or fraudulent operations of its securities lending program. The bank operates the securities lending program as a business trust investment pool with open and matched components. In the matched portion of the investment pool, the maturities of the securities lent and collateral are the same. The open portions of the pool maintain a weighted average maturity of the portfolio at approximately 15 days, with a range from one day to 25 days. The open portions of the pool generally have a 15-day mismatch between the portfolio coverage maturity and the open loans. As of June 30, 2010 approximately 100 percent of the securities lent were in the open portion of the investment pool. No restrictions on the amount of the loans exist or can be made. The earnings generated from the securities lending program is reported as other income. During the year ended June 30, 2010, the Authority received $22 thousand of income related to security lending transactions.

Other Component Units

Wisconsin Health Care Liability Insurance Plan (WHCLIP) – Aggregate investments of the WHCLIP were $72.0 million, of which $13.2 million are money market and other highly liquid debt instruments reported as cash equivalents.

The board of governors is responsible for and establishment of appropriate investment policies relating to the investment of the WHCLIP's assets. The following investment guidelines are established: a minimum of 30 percent of the loss reserves must be invested in U.S. treasuries or agency securities and AAA rated CMOs, investments must be in the form of marketable debt issues, at the time of purchase all bonds must be rated no lower than A by a major rating bond agency, at least 80 percent of the bond portfolio must be rated A or better, adequate corporate diversification by issuer and sector must be maintained (the securities of any issuer should not exceed 1.5 percent of the bond portfolio based on market value at the time of purchase, excluding government or government agency securities), the average duration of the aggregate bond portfolio shall be less than

10 years, as deemed appropriate by the investment manager(s) and is not permitted to invest in common stock.

Excluded investments include: bonds rated below A by a major rating service at the time of purchase, foreign bonds not denominated in U.S. currency, futures transactions, short selling, use of margin, derivatives and hedge funds.

The investments of the WHCLIP at December 31, 2010 were $58.9 million consisting of the following (in millions):

Investment Type	Amortized Cost	Estimated Fair Value
U.S. Treasury securities and obligations of the U.S. government corporations and agencies	$ 9.2	$ 10.1
Debt securities issued by foreign governments and corporations	3.0	3.2
Industrial and miscellaneous	23.7	25.5
Loan-backed securities	23.0	24.2
Total	$ 58.9	$ 63.0

The custodial credit risk for investments is the risk that in the event of the failure of the counterparty to a transaction, the component units will not be able to recover the value of investments or collateral securities that are in the possession of an outside party. Investments are exposed to custodial credit risk if the securities are uninsured and unregistered and are either held by the counterparty, or by the counterparty's trust department or agent but not in the name of the WHCLIP. The WHCLIP had no custodial credit risk exposure for these investments.

The amortized cost and estimated fair value of bonds at December 31, 2009, by contractual maturity are presented in the table below (in millions):

	Amortized Cost	Estimated Fair Value
1 Year or Less	$ 6.7	$ 6.8
1 to 5 Years	10.3	11.1
6 to 10 Years	14.4	15.8
More Than 10 Years	4.5	5.0
	35.9	38.7
Loan-backed securities	23.0	24.2
Total	$ 58.9	$ 62.9

Mortgage-backed securities (includes residential and commercial MBS) consist of the following (in millions):

Pass-through securities:	
Issued by FNMA and FHLMC	23.0

The WHCLIP does not hold investments in any one issuer that exceeds 5 percent of total assets.

As of December 31, 2009, the WHCLIP did not own any issues denominated in a foreign currency.

University of Wisconsin Foundation (the Foundation) - Aggregate investments of the Foundation are $2,006.6 million.

The following table summarizes the types of investments of the Foundation at December 31, 2009 (in millions):

Investment Type	Fair Value
Bond and debentures	$ 455.5
Stocks	512.2
Bond funds	106.0
Stock funds	25.5
Hedge funds	478.4
Limited partnerships	278.6
Real asset funds	146.2
Other funds	4.2
Total	$ 2,006.6

Custodial Credit Risk

At December 31, 2009, the reported amount of investments was $2,006.6 million. The Foundation had no custodial credit risk exposure for these investments.

Securities Lending

The Foundation participates in securities lending through a program run by its custodial bank. Under the terms of its securities lending agreement, the program requires brokers who borrow securities from the Foundation to provide collateral of a value at least equal to 102 percent of the then fair value of the loaned securities and accrued interest, if any. This collateral is then reinvested on behalf of the Foundation by the custodial bank.

The prime considerations of the collateral pool in which the collateral has been reinvested are liquidity and principal preservation. However, given the recent stressed fixed income market environment, and the fact that all of the securities are held in the pool are subject to credit risk, the value of the collateral pool has declined. In addition, certain securities in the pool have

defaulted and the collateral backing said securities has been placed in a liquidating trust. While the Foundation is still receiving cash flows from this trust, the value of the collateral comprising the trust has incurred significant mark-to-market price declines. This, in conjunction with the general price declines of other securities held in the collateral pool, leaves the Foundation with an outstanding collateral deficiency liability of approximately $2.4 million as of December 31, 2009. The ultimate realized loss will depend on the terminal value of the securities held in the liquidation trust.

Valuations of the collateral pool are provided to the Foundation by the custodial bank. For purposes of determining the value of collateral investments reflected on a balance sheet, the custodial bank uses financial models, third-party pricing services, or other inputs where quoted prices in an active market are not available. Such calculations reflect hypothetical transactions, are subject to uncertainties, and accordingly do not reflect the amount that would be realized in a current sale. In addition, in light of the judgment involved in the fair value decisions by the custodial bank, and given the current market conditions, the illiquidity of certain of the securities in the collateral pool, and the credit risk associated with securities in the collateral pool, there can be no assurance that a fair value assigned to a particular security by the custodial bank is accurate.

At December 31, 2009, the Foundation had equity and fixed income securities with fair values of $17.7 million on loan. The Foundation reflects the collateral received for securities on loan as an asset and its obligation to return the collateral as a liability. As of December 31, 2009 and an asset of $17.7 million and the related liability representing the obligation to return collateral received of $18.5 million are reported.

Income from securities lending for the year ended December 31, 2009 was approximately $79 thousand.

3. State Investment Fund

The State Investment Fund (SIF) functions as the State's cash management fund by "pooling" the idle cash balances of all State funds and other public institutions. In the State's Comprehensive Annual Financial Report, the SIF is not reported as a separate fund; rather, each State fund's share in the "pool" is reported on the balance sheet as "Cash and Cash Equivalents." Shares of the SIF belonging to other participating public institutions are presented in the Local Government Pooled Investment Fund, an investment trust fund.

Wis. Stat. Secs. 25.17(3)(b), (ba), (bd) and (dg) enumerate the various types of securities in which the SIF can invest, which include direct obligations of the United States or its agencies, corporations wholly owned by the Untied States or chartered by an act of Congress, securities guaranteed by the United States, unsecured notes of financial and industrial issuers, direct obligations of or guaranteed by the government of Canada, certificates of deposit issued by banks in the United States and solvent financial institutions in Wisconsin, and bankers acceptances. Other prudent investments may be approved by the State of Wisconsin Investment Board's (the Board) Board of Trustees.

Investments are valued at fair value for financial statement purposes and amortized cost for purposes of calculating income to participants. The custodial bank has compiled fair value information for all securities by utilizing third party pricing services. The fair value of investments is determined at the end of each month. Government and agency securities and commercial paper are priced using matrix pricing. This method estimates a security's fair value by using quoted market prices for securities with similar interest rates, maturities, and credit ratings. Short-term debt investments with remaining maturities of up to 90 days are valued using amortized costs to estimate fair value, provided that the fair value of those investments is not significantly affected by the impairment of the credit standing of the issuer or by other factors. Repurchase agreements and nonnegotiable certificates of deposit are valued at cost because they are nonparticipating contracts that do not capture interest rate changes in their value. In addition, a bond issued by another State agency having a par value of $21.2 thousand is valued at par, which management believes approximates fair value.

For purposes of calculating earnings to each participant, all investments are valued at amortized cost. Specifically, income is distributed to pool participants monthly based on their average daily share balance. Distributed income includes realized investment gains and losses calculated on an amortized cost basis, interest income based on stated rates (both paid and accrued), amortization of discounts and premiums on a straight-line basis, and investment and administrative expenses. This method differs from the fair value method used to value investments because the amortized cost method is not designed to distribute to participants all unrealized gains and losses in the fair values of the pool's investments.

Custodial Credit Risk

The custodial credit risk for investments is the risk that, in the event of the failure of the counterparty to a transaction, the Board will not be able to recover the value of investments or collateral securities that are in the possession of an outside party. Investments are exposed to custodial credit risk if the securities are uninsured and unregistered and are either held by the counterparty or by the counterparty's trust department or agent but not in the name of the Board.

At June 30, 2010, the reported amount of investments was $6,603.9 million. The SIF had no custodial credit risk exposure for these investments.

Interest Rate Risk

Interest rate risk is defined as the risk that changes in interest rates will adversely affect the fair value of investments. The weighted average maturity method is used to analyze interest rate risk and investment guidelines mandate that the weighted average maturity for the entire portfolio will not exceed one year. At June 30, 2010, the following table shows the investments by investment type, amount and the weighted average maturities (in millions):

Investment	Fair Value	Weighted Average Maturity (Days)
Bank NOW account deposits	$ 755.6	0
Repurchase agreements	1,249.0	1
Government and agency	4,599.0	112
Certificates of deposit	.3	15
Mortgage backed securities	--	331
Total	$ 6,603.9	
Portfolio weighted average maturity		78

Credit Quality Risk

Credit risk is the risk that an issuer or other counterparty to an investment will not fulfill its obligations. This credit risk is measured by the credit quality ratings of investments in debt securities as described by nationally recognized rating agencies such as Standard and Poor's, Moody's Investors Service, and Fitch Ratings. Investment guidelines establish numerous, very specific maximum exposure limits based on the minimum credit ratings as issued by a nationally recognized rating agency.

The following table presents the SIF's ratings as of June 30, 2010 (in millions):

	Ratings	Fair Value	Percent
Bank NOW Account Deposits	NR	$ 755.6	11.4
Repurchase agreements (collateral):			
U.S. government debt	AAA	937.0	14.2
Government sponsored entity U.S agency	AAA to A	312.0	4.7
U.S. Treasury	AAA	650.1	9.8
Federal Home Loan Board	A-1+/AAA	1,352.7	20.5
Federal Home Loan Mortgage Corporation	A-1+/AAA	1,278.3	19.4
Federal National Mortgage Association	A-1+	1,317.9	20.0
Certificates of deposit:			
Nonnegotiable (Var Wis Banks)	N/R	.3	--
Totals		$ 6,603.9	100.0%

Concentration of Credit Risk

Concentration of credit risk is the risk of loss that may occur due to the amount of investments in a single issuer. The SIF's investment guidelines limit concentrations of credit risk by establishing numerous maximum issuer and/or issue exposure limits based on credit rating. These guidelines do not place a limit on maximum exposure for any U.S. treasury or agency securities. As of June 30, 2010 the SIF has more than five percent of its investments in a Fifth Third Bank NOW account deposit (6.1 percent), FHLB (20.5 percent), FHLMC (19.4 percent), FNMA (20.0 percent), and repurchase agreement collateral consisting of various securities issued by these same three U.S. agencies (4.7 percent). Since the repurchase agreements mature each day, new collateral, consisting of a different blend of U.S. Treasury and agency securities, is assigned each night.

Foreign Currency Risk

Foreign currency risk is the risk that changes in exchange rates will adversely affect the fair value of an investment. The SIF is permitted to invest in Canadian or Euro denominated issues provided they are fully hedged against foreign currency risk. At

June 30, 2010 the SIF did not own any issues denominated in foreign currency.

Copies of the separately issued financial report that includes financial statements and other supplementary information for the SIF may be obtained at **www.swib.state.wi.us** or by writing to:

State of Wisconsin Investment Board
PO Box 7842
Madison, WI 53707-7842

4. Lottery Investments and Related Future Prize Obligations

Investments of the State Lottery Fund totaling $64.0 million are held to finance grand prizes payable over a 20-year or 25-year period. The investments in prize annuities are debt obligations of the U.S. government and backed by its full faith and credit as to both principal and interest. Liabilities related to the future prize obligations are presented at their present value and included as Accounts Payable and Other Accrued Liabilities. The following is a schedule of future prize obligations (in thousands):

Fiscal Year	Amount
2011	$ 9,747
2012	7,284
2013	7,351
2014	6,305
2015	6,274
Thereafter	38,924
Total future value	75,885
Less: Present value adjustment	(21,300)
Present value of payments	$ 54,585

NOTE 6. RECEIVABLES AND NET REVENUES

A. Receivables

Receivables at June 30, 2010 were as follows (in thousands):

	Taxes	Loans to Local Governments	Other Loans Receivable: Student Loans	Other Loans Receivable: Veterans Loans	Other Loans Receivable: Mortgage Loans	Other Loans Receivable: Other Loans	Other Receivables	Due From Other Governments	Due From Component Units	Total Receivables
Governmental Activities:										
General	$ 1,063,407	$ 2,195	$ -	$ -	$ -	$ 25,819	$ 378,618	$ 813,678	$ 231	$ 2,283,949
Transportation	96,299	-	-	-	-	24,093	8,813	318,845	-	448,050
Common School	-	653,771	-	-	-	-	396	9,254	-	663,421
Nonmajor Governmental	29,273	21,410	-	-	-	6	50,264	5,647	-	106,599
Total Governmental:	1,188,978	677,377	-	-	-	49,917	438,091	1,147,424	231	3,502,018
Government-wide Adjustments:										
Internal Service Funds	-	-	-	-	-	-	1,377	386	97	1,860
Accrual Adjustments	-	-	-	-	-	-	2,689	-	-	2,689
Fiduciary Receivables	-	-	-	-	-	-	69,552	-	-	69,552
Total – Governmental Activities	$ 1,188,978	$ 677,377	$ 0	$ 0	$ 0	$ 49,917	$ 511,709	$ 1,147,810	$ 328	$ 3,576,119
Related revenue deferral because the receivable does not meet the availability criteria	$ 223,506	$ 0	$ 0	$ 0	$ 0	$ 0	$ 48,694	$ 0	$ 0	$ 272,200
Business-type Activities:										
Current:										
Injured Patients and Families Compensation	$ -	$ -	$ -	$ -	$ -	$ -	$ 7,181	$ -	$ -	$ 7,181
Environmental Improvement	-	160,649	-	-	-	-	615	9,008	-	170,272
University of Wisconsin System	-	-	32,067	-	-	-	143,283	91,421	4,018	270,788
Unemployment Reserve	-	-	-	-	-	-	238,119	99,606	-	337,726
Nonmajor Enterprise	-	326	-	3,899	5,583	-	62,004	7,138	-	78,949
Total Current:	-	160,975	32,067	3,899	5,583	-	451,202	207,172	4,018	864,916
Noncurrent:										
Environmental Improvement	-	1,658,817	-	-	-	-	-	-	-	1,658,817
University of Wisconsin System	-	-	162,003	-	-	-	4,713	-	-	166,716
Unemployment Reserve	-	-	-	-	-	-	64,579	-	-	64,579
Nonmajor Enterprise	-	1,648	-	11,824	221,533	3,885	70	-	-	238,960
Total Noncurrent	-	1,660,465	162,003	11,824	221,533	3,885	69,362	-	-	2,129,072
Government-wide Adjustments:										
Fiduciary Receivables	-	-	-	-	-	-	3	-	-	3
Total – Business-type Activities	$ 0	$ 1,821,439	$ 194,070	$ 15,723	$ 227,116	$ 3,885	$ 520,568	$ 207,172	$ 4,018	$ 2,993,991

B. Net Revenues

Certain revenues of the University of Wisconsin System are reported net of scholarship allowances. For Fiscal Year 2010, these scholarship allowances totaled as follows (in thousands):

Student Tuition and Fees	$ 126,534,787
Sales and Services of Auxiliary Enterprises	22,795,679
Total	$ 149,330,466

NOTE 7. CAPITAL ASSETS

Primary Government

Capital asset activity for the fiscal year ended June 30, 2010 was as follows (in thousands):

Primary Government	Beginning Balance	Increases	Decreases	Ending Balance
Governmental activities:				
Capital assets, not being depreciated:				
Land and Land Improvements	$ 1,994,491	$ 115,520	$ (62)	$ 2,109,948
Buildings and Improvements	160,952	2,616	-	163,568
Library Holdings	81,586	992	(2)	82,576
Equipment	652	-	-	652
Construction and Software in Progress	834,593	596,465	(261,341)	1,169,717
Infrastructure	12,218,692	177,616	(21,758)	12,374,551
Total capital assets, not being depreciated	15,290,966	893,209	(283,163)	15,901,012
Capital assets, being depreciated:				
Land Improvements	120,789	13,845	(363)	134,271
Buildings and Improvements	1,871,669	85,862	(187)	1,957,344
Equipment	738,067	75,371	(35,869)	777,569
Totals	2,730,526	175,078	(36,419)	2,869,184
Less accumulated depreciation for:				
Land Improvements	54,967	6,165	(246)	60,887
Buildings and Improvements	702,687	49,659	(125)	752,221
Equipment	437,562	54,428	(31,726)	460,264
Totals	1,195,216	110,252	(32,096)	1,273,372
Total Capital Assets, being depreciated, net	1,535,310	64,826	(4,323)	1,595,813
Governmental activities capital assets, net	$ 16,826,276	$ 958,035	$ (287,486)	$ 17,496,825
Business-type activities:				
Capital assets, not being depreciated:				
Land and Land Improvements	$ 133,347	$ 2,471	$ (15)	$ 135,804
Library Holdings	1,088,150	23,420	(5,031)	1,106,539
Construction and Software in Progress	238,523	376,371	(117,821)	497,073
Total Capital Assets, not being depreciated	1,460,020	402,263	(122,867)	1,739,416
Capital assets, being depreciated:				
Land Improvements	9,492	33	(5)	9,520
Buildings	4,934,315	298,557	(86,997)	5,145,875
Equipment	951,576	82,584	(25,802)	1,008,358
Totals	5,895,382	381,175	(112,805)	6,163,753
Less accumulated depreciation for:				
Land Improvements	7,835	195	(5)	8,024
Buildings	2,034,760	150,785	(13,218)	2,172,327
Equipment	684,136	69,115	(21,483)	731,768
Totals	2,726,731	220,094	(34,707)	2,912,118
Total Capital Assets, being depreciated, net	3,168,651	161,081	(78,098)	3,251,634
Business-type activities capital assets, net	$ 4,628,671	$ 563,344	$ (200,965)	$ 4,991,050

In addition to the capital assets reported by governmental and business-type activities, the fiduciary funds reported gross capital assets of $5,793 thousand at June 30, 2010, with accumulated depreciation totaling $3,232 thousand.

Depreciation Expense

Depreciation expense was charged to the primary government as follows (in thousands):

Governmental Activities		
Commerce	$	807
Education		3,013
Transportation		7,564
Environmental Resources		10,115
Human Relations and Resources		61,275
General Executive		7,298
Judicial		2,599
Legislative		399
Internal Service Funds		17,115
Total depreciation expense - governmental activities	$	110,185

Business-type Activities		
University of Wisconsin System	$	200,220
Lottery		48
Veterans Mortgage Loan Repayment		30
Injured Patients and Families Compensation		4
Environmental Improvement		2
Other Business-Type		12,775
Total depreciation expense - business-type activities	$	213,080

Construction and Software in Progress

Construction and software in progress of the primary government reported in the government-wide statement of net assets at June 30, 2010 included the following projects (in thousands):

	Allotments	Expended to June 30, 2010	Encumbrances Outstanding	Unencumbered Allotment Balance
Governmental Activities:				
Reported through capital projects funds:				
Interstate 94 North and South Corridor Reconstruction	$ 110,399	$ 110,399	$ -	$ -
High Speed Rail	47,500	4,599	42,890	11
Armed Forces Reserve Center	45,599	16,061	15,785	13,753
State Highway Rehabilitation	28,111	28,111	-	-
Capital Heating Power Plant – Facility Renovate and Upgrade	19,202	3,072	-	16,131
Wisconsin Resource Center – Female Treatment Center	19,030	5,348	7,367	6,315
Major Highway Projects	14,586	14,586	-	-
Winnebago Corrections Facility Replacement	13,900	1,440	7,946	4,515
Other projects with allotments totaling less than $10 million		44,074		
Subtotal		227,690		
Projects funded through sources other than capital projects funds:				
Transportation-related		914,706		
Department of Natural Resources		11,841		
Department of Administration		6,789		
Department of Health Services		5,129		
Other agency projects		3,562		
Total construction and software in progress – governmental activities		$ 1,169,717		
Business-type Activities:				
Reported through capital projects funds - University of Wisconsin System:				
Charter Heating Plant Rebuild – Madison	244,267	9,379	4,688	230,200
Biochemistry II Building – Madison	112,450	53,834	44,027	14,589
Union South Replacement – Madison	94,675	49,939	39,566	5,170
School of Human Ecology Building and Renovation	52,950	7,287	31,729	13,934
Institute for Discovery – Madison	50,188	39,657	-	10,531
Davies Center Redevelopment – Eau Claire	48,802	3,102	-	45,700
Lakeshore Hall and Food Service – Madison	48,170	1,928	-	46,242
Academic Building – Oshkosh	45,449	17,392	20,671	7,386
Chazen Museum of Art Addition – Madison	43,799	15,960	17,168	10,670
New Residence Hall – La Crosse	38,418	6,843	21,950	9,625
New Academic Building – La Crosse	38,380	19,274	11,461	7,645
New Residence Hall – Whitewater	36,960	32,708	1,545	2,707
Communication Arts Renovate and Addition – Parkside	34,156	8,599	20,605	4,952
Education Building Renovation – Madison	33,837	28,134	2,876	2,827
Gordon Commons Redevelopment – Madison	33,056	1,172	-	31,884
New Residence Hall – Oshkosh	31,500	1,484	1,271	28,745
New Academic Building – Superior	26,780	13,507	10,853	2,420
Suite Style Residence Hall – Stevens Point	25,550	8,986	12,495	4,069
South Forks Suite Addition – River Falls	18,935	639	-	18,296
Sterling Hall Renovation – Madison	18,873	16,835	219	1,818
Chadbourne & Barnard Hall – Madison	13,724	12,317	1,371	36
Hovlid Hall Renovation – Stout	13,600	11,793	1,675	132
Fischer and Weller Renovation – Whitewater	10,505	357	185	9,963
Multi-Building Energy Conservation – Milwaukee	10,319	5,386	4,236	697
Projects with allotments totaling less than $10 million:				
University of Wisconsin System		80,941		
Other		15,516		
Subtotal		462,969		
UW software funded through sources other than capital projects funds		28,279		
Total construction and software in progress – business-type activities		$ 491,248		

Construction and software in progress of the University of Wisconsin System and of the other business-type activities as reported in the financial statements totaled $481.5 million and $15.6 million as of June 30, 2010, respectively.

Component Units

Capital Assets balance of the Wisconsin Housing and Economic Development Authority at June 30, 2010, the University of Wisconsin Hospitals and Clinics Authority at June 30, 2010, the University of Wisconsin Foundation at December 31, 2009, and the State Fair Park Exposition Center, Inc. at December 31, 2009 were as follows (in thousands)

	Amount
Capital Assets, not being depreciated:	
Land and Land Improvements	$ 18,735
Construction in Progress	4,788
Total Capital Assets, not being depreciated	23,523
Capital Assets, being depreciated:	
Buildings	529,002
Equipment	251,236
Totals	780,238
Less accumulated depreciation for:	
Buildings	212,798
Equipment	175,892
Totals	388,690
Total Capital Assets, being depreciated, net	391,548
Component Units Capital Assets, net	$ 415,071

NOTE 8. ENDOWMENTS

Primary Government

University of Wisconsin System

The University of Wisconsin System invests its trust funds, principally gifts and bequests designated as endowments or quasi-endowments, in two of its own investment pools: the Long Term Fund and the Intermediate Term Fund. Benefiting University of Wisconsin System entities receive quarterly distributions from the Long Term Fund, principally endowed assets, based on an annual spending rate applied to a 12-quarter moving average market value of the fund. The annual spending rate is currently 4.0 percent. Distributions from the Intermediate Term Fund, principally quasi-endowments and unspent income distributions, consist of interest earnings distributed quarterly. Spending rate and interest distributions from both of these funds are transferred to the State Investment Fund, pending near-term expenditures. At June 30, 2010, net appreciation of $13.7 million was available to be spent.

For University of Wisconsin System-controlled, donor-restricted endowments, the Uniform Prudent Management of Institutional Funds Act as adopted, permits the Board of Regents of the University of Wisconsin System to appropriate for current spending, an amount of realized and unrealized endowment appreciation as they determine to be prudent. Realized and unrealized appreciation in excess of that amount appropriated for current spending is retained by the endowments.

University of Wisconsin System investment policies and guidelines for the Long Term Fund and Intermediate Term Fund are governed and authorized by the Board of Regents. The approved asset allocation policy for the Long Term Fund sets a general target of 24.5 percent marketable equities, 16.5 percent fixed income, 34.0 percent alternatives, and 25.0 percent tactical strategies. The approved asset allocation for the Intermediate Term Fund is 15.0 percent marketable equities, 65.0 percent fixed income, 10.0 percent alternatives, and 10.0 percent cash.

The fair value of Endowments as of June 30, 2010 was $370.7 million including an unrealized gain of $38.4 million when fair values as of June 30, 2010 are compared to asset acquisition costs. This compares to a fair value as of June 30, 2009 of $336.9 million. The net increase in fund balance during 2009-10 was $33.8 million.

The calculation of realized gains and losses is independent of a calculation of the net change in the fair value of investments since realized gains and losses are based on the difference between the selling price and the acquisition cost of the asset. Therefore, when assets are reported at fair value much of the realized gain or loss may have already been included in prior years as part of the overall change in the fair value of investments.

At June 30, 2010, the book value and fair value of principal funds under control of the University of Wisconsin System was (in millions):

Original Contributions and Distributed Net Gains	$ 156.5
Realized Gains – Undistributed	180.4
Book Value	336.9
Unrealized Net Gains/Losses - Undistributed	33.8
Fair Value	$ 370.7

On June 30, 2010, the portfolio at market, for the Long Term Fund, contained 38.4 percent in common stock and convertible securities, 14.7 percent in bonds and preferred stock, 19.4 percent in alternative assets, 19.4 percent in tactical allocation strategies, and 8.1 percent in short-term investments. The total return on the principal Long Term Fund including capital appreciation was 12.0 percent.

On June 30, 2010, the portfolio at market, for the Intermediate Fund, contained 12.6 percent in common stock and convertible securities, 83.0 percent in bonds and preferred stock, and 4.4 percent in short-term investments. The total return on the principal Intermediate Fund including capital appreciation was 12.0 percent.

External investment counsel was furnished for funds representing 84.7 percent of market value principal.

Component Unit

University of Wisconsin Foundation

The University of Wisconsin Foundation's (the Foundation) endowment consists of 3,067 individual funds established for a variety of purposes. Its endowment includes both donor-restricted endowment funds and funds designated by the Board of Directors to function as endowments. Net assets associated with endowment funds, including funds designated by the Board of Directors to function as endowments, are classified and reported based on the existence or absence of donor-imposed restrictions.

The Board of Directors has interpreted the Uniform Management of Institutional Funds Act (UPMIFA) as requiring the preservation of fair value of the original gift as of the gift date of the donor-restricted endowment funds absent explicit donor stipulations to the contrary. As a result of this interpretation, the Foundation classifies as permanently-restricted net assets (a) the original value of gifts donated to the permanent endowment, (b) the original value of subsequent gifts to the permanent endowment, and (c) accumulations to the permanent endowment made in accordance with the direction of applicable donor gift instrument at the time the accumulation is added to the fund. The remaining portion of the donor-restricted endowment fund that is not classified in permanently-restricted net assets is classified as temporarily-restricted net assets until those amounts are appropriated for expenditure by the organization in a manner consistent with the standard of prudence prescribed by UPMIFA. In accordance with UPMIFA, the organization considers the following factors in making a determination to appropriate or accumulate donor-restricted endowment funds:

- The duration and preservation of the fund
- The purpose of the Foundation and the donor-restricted endowment fund
- General economic conditions
- The possible effect of inflation and deflation
- The expected total return from income and the appreciation of investments
- Other resources of the Foundation
- The investment policies of the Foundation

Endowment Net Asset Composition by Type of Fund as of December 31, 2009 (in millions):

	Unrestricted	Temporarily Restricted	Permanently Restricted	Total
Donor-restricted	$(38.2)	$175.0	$749.5	$886.3

Endowment Related Activities by Type of Fund as of December 31, 2009 (in millions):

	Un-restricted	Temporarily Restricted	Permanently Restricted	Total
Beginning net assets	$ (72.8)	$179.2	$ 714.1	$820.6
Reclassification of assets per change in law	(1.1)	1.1	--	--
Net assets after reclassification	$(73.8)	$180.3	$714.1	$820.6
Investment return	35.7	47.1	--	82.8
Contributions	--	--	29.8	29.8
Appropriation of assets for expenditure	--	(48.7)	--	(48.7)
Transfers in for matching	--	--	2.2	2.2
Net transfers and adjusting entries	--	(3.6)	3.3	(.3)
Ending net assets	$(38.2)	$175.0	$749.4	$886.3

Funds with Deficiencies

From time to time, the fair value of assets associated with individual donor-restricted endowment funds may fall below the level that the donor or UPMIFA requires the Foundation to retain as a fund of perpetual duration. Deficiencies of this nature that are reported in unrestricted net assets were $38.2 million as of December 31, 2009. These deficiencies resulted from unfavorable market fluctuations that occurred after the investment of permanently restricted contributions and continued appropriation for certain programs that was deemed prudent by the Board of Directors.

Return Objectives and Risk Parameters

The Foundation has adopted investment and spending policies for endowment assets that attempt to provide a predictable stream of funding to programs supported by its endowment while seeking to maintain the purchasing power of the endowment assets. Endowment assets include those assets of donor-restricted funds that the organization must hold in perpetuity or for a donor-specified period(s) as well as board-designated funds. Under this policy, as approved by the Board of Directors, the endowment assets are invested in a manner that is intended to produce results that exceed the price and yield results of a diversified equity-related benchmark while assuming a moderate level of investment risk. The Foundation expects its endowment funds, over time, to provide an average rate of return that outpaces spending, inflation, and expenses annually. Actual returns in any given year will vary.

Strategies Employed for Achieving Objectives

To satisfy its long-term rate-of-return objectives, the Foundation relies on a total return strategy in which investment returns are achieved through both capital appreciation (realized and unrealized) and current yield (interest and dividends). The Foundation targets a diversified asset allocation that places a great emphasis on equity-based investments to achieve its long-term return objectives within prudent risk constraints.

Spending Policy and How the Investment Objectives Relate to Spending Policy

The Foundation has a policy of appropriating for distribution each year 4.75 percent of its endowment fund's average fair value over the prior twelve quarters through the quarter-end preceding the quarter in which the distribution is planned. In establishing this policy, the Foundation considered the long-term expected return on its endowment. Accordingly, over the long term, the Foundation expects the current spending policy to allow its endowment to grow at an average of 3.0 percent annually. This is consistent with the organization's objective to maintain the purchasing power of the endowment assets held in perpetuity or for a specified term as well as to provide additional real growth through new gifts and investment return.

The Foundation amended its spending policy effective July 1, 2010. Under the amended policy, the distribution rate will be 4.5 percent of its endowment fund's average fair value over the 16 quarters through the quarter-end preceding the quarter in which the distribution is planned. The additional number of quarters used in calculating the average value will be transitioned in over a one-year period beginning on the effective date of the amended policy.

Celebrate Children Foundation, Inc

The Celebrate Children Foundation Inc., (CCF) endowment includes both donor-restricted funds and funds designated by the Board of Directors to function as endowments. As required by generally accepted accounting principles, net assets associated with endowment funds, including funds designated by the Board of Directors to function as endowments, are classified and reported based on the existence or absence of donor-imposed restrictions. The Board of Directors of the CCF has interpreted the State Prudent Management of Institutional Funds Act (SPMIFA) as requiring the preservation of the fair value of the original gift as of the gift date of the donor-restricted endowment funds absent explicit donor stipulations to the contrary. As a result of this interpretation, the CCF classifies as permanently restricted net assets (a) the original value of gifts donated to the permanent endowment, (b) the original value of subsequent gifts to the permanent endowment, and (c) accumulations to the permanent endowment made in accordance with the direction of the applicable donor gift instrument at the time the accumulation is added to the fund. In accordance with SPMIFA, the CCF considers the following factors in making a determination to appropriate or accumulate donor-restricted endowment funds: (1) the duration and preservation of the various funds, (2) the purposes of the donor-restricted endowment funds, (3) general economic conditions, (4) the possible effect of inflation and deflation, (5) the expected total return from income and the appreciation of investments, (6) other resources of the CCF, and (7) the CCF's investment policies.

Investment Return Objectives, Risk Parameters and Strategies

The CCF has adopted investment and spending policies, approved by the Board of Directors, for endowment assets that attempt to provide a predictable stream of funding to programs supported by its endowment funds while also maintaining the purchasing power of those endowment assets over the long-term. Accordingly, the investment process seeks to achieve an after-cost total real rate of return, including investment income as well as capital appreciation, which exceeds the annual distribution with acceptable levels of risk. Endowment assets are invested in a well diversified asset mix, which includes equity and debt

securities, that is intended to result in a consistent inflation-protected rate of return that has sufficient liquidity to make an annual distribution of 5 percent once the assets in the board designated fund reach $5.0 million, while growing the funds if possible. Therefore, the CCF expects its endowment assets, over time, to produce an average rate of return of approximately 8 percent annually. Actual returns in any given year may vary from this amount. Investment risk is measured in terms of the total endowment fund; investment assets and allocation between asset classes and strategies are managed to not expose the fund to unacceptable levels of risk.

Spending Policy

In accordance with the donor's stipulations, investment return from the permanently restricted endowment assets is unrestricted revenue to the CCF. The CCF chose to place the investment return earned from the permanently restricted assets in a board designated endowment fund. The CCF's spending policy for its board designated endowment indicates that no funds will be spent until the board designated endowment reaches $5.0 million. Thereafter, no more than 5 percent of the interest accumulated annually may be spent. In establishing this policy, the CCF considered the long-term expected return on its investment assets, the nature and duration of the endowment funds, some of which must be maintained in perpetuity because of donor-restrictions, and the possible effects of inflation. The CCF expects the current spending policy to allow its endowment funds to grow at a nominal average rate of 3 percent annually. This is consistent with the CCF's objective to maintain the purchasing power of the endowment assets as well as to provide additional real growth through new gifts and investment return.

Endowment net asset composition as of June 30, 2010:

	Unrestricted	Permanently Restricted	Total
Donor-restricted	$ --	$1,083,214	$1,083,214
Unrestricted			
Board-designated	(14,812)	--	(14,812)
Total	$(14,812)	$1,083,214	$1,068,402

Changes in endowment net assets as of June 30, 2010 are:

	Permanently Restricted	Board-Designated	Total
Balance July 1, 2009	$977,239	$(121,042)	$856,197
Contributions	105,975	--	105,975
Investment return:			
Interest and dividends	--	22,348	22,348
Unrealized gain	--	88,278	88,278
Realized loss	--	(4,396)	(4,396)
End of Year	$1,083,214	$(14,812)	$1,068,402

NOTE 9. INTERFUND RECEIVABLES, PAYABLES AND TRANSFERS

Interfund balances as of or for the year ended June 30, 2010 consist of the following (in thousands):

A. Due from/to Other Funds:

Due from Other Funds and the Due to Other Funds represent short-term interfund accounts receivable and payable. The balances in these accounts at June 30, 2010 were as follows (in thousands):

	Due to Other Funds:											
Due from Other Funds:	General	Trans-portation	Common School	Nonmajor Govern-mental	Injured Patients and Families Compensation	Environ-mental Improve-ment	University of Wisconsin System	Unemploy-ment Reserve	Nonmajor Enterprise	Internal Service	Fiduciary	**Total**
General	$ -	$ 55,029	$ 1,417	$ 10,602	$ 10	$ 369	$ 43,703	$ 7,944	$ 30,037	$ 1,673	$ 68,173	$ 218,956
Transportation	15,831	-	-	34,295	-	-	388	-	-	20	-	50,534
Common School	725	-	-	144	-	-	-	-	-	-	-	869
Nonmajor Governmental	45,290	15,460	275	7,415	-	1,665	186	-	19,498	1,635	-	91,423
Environmental Improvement	-	-	-	204	-	-	-	-	-	-	-	204
University of Wisconsin System	41,724	1,693	14	1,215	-	-	-	-	7	36	-	44,688
Unemployment Reserve	518	-	-	-	-	-	-	-	-	-	-	518
Nonmajor Enterprise	13,019	54	-	2,304	-	-	-	-	361	48	3	15,788
Internal Service	36,339	2,767	-	4,290	6	30	1,056	-	495	398	1,212	46,594
Fiduciary	26,627	4,193	-	2,541	5	6	17,961	-	3,022	624	393	55,372
Total	$ 180,071	$ 79,194	$ 1,706	$ 63,011	$ 21	$ 2,071	$ 63,294	$ 7,944	$ 53,420	$ 4,435	$ 69,781	$ 524,946

The balances in the Due from Other Funds and Due to Other Funds accounts typically result from the time lag between the dates that

(1) interfund goods and services were provided and when the payments occurred, and

(2) interfund transfers were accrued and when the liquidations occurred.

B. Due from/to Component Units

Receivables and payables between funds and component units at June 30, 2010 were as follows (in thousands);

	Due from Component Unit				Due from Primary Government	
	General	University of Wisconsin System	Internal Service	Fiduciary	University of Wisconsin Hospitals and Clinics Authority	Total
Due to Primary Government:						
University of Wisconsin Hospitals and Clinics Authority	$ 6	$ 4,018	$ 97	$ 3,816	$ -	$ 7,936
Wisconsin Housing and Economic Development Authority	225	-	-	-	-	225
Due to Component Unit:						
University of Wisconsin System	-	-	-	-	1,420	1,420
Total	$ 231	$ 4,018	$ 97	$ 3,816	$ 1,420	$ 9,582

C. Interfund Receivables/Payables

Interfund Receivables/Payables represent short-term loans from one fund to another to cover cash overdrafts. Interfund receivables/payables at June 30, 2010 were as follows (in thousands):

	University of Wisconsin System	Fiduciary	Total
Interfund Payables:			
General	$ 231,962	$ -	$ 231,962
Nonmajor Governmental	15,390	-	15,390
Nonmajor Enterprise	57,463	-	57,463
Internal Service	87,141	-	87,141
Fiduciary	-	154,370	154,370
Total	$ 391,956	$ 154,370	$ 546,326

D. Advances to/from Other Funds

Advances to/from Other Funds represent long-term loans to one fund from another fund. Advances at June 30, 2010 were as follows (in thousands):

	Advances from Other Funds (liability):			
	General	Nonmajor Governmental	Fiduciary	Total
Advances to Other Funds (asset):				
General	$ -	$ -	$ 167	$ 167
Injured Patients and Families Compensation	202,588	-	-	202,588
Environmental Improvement	-	2,477	-	2,477
Nonmajor Enterprise	657	-	-	657
Internal Service	-	2,789	-	2,789
Total	$ 203,245	$ 5,266	$ 167	$ 208,679

E. Interfund Transfers

Interfund Transfers in and out that occurred during Fiscal Year 2010 were as follows (in thousands):

	Transfers in:									
	General	Trans-portation	Common School	Nonmajor Governmental	Injured Patients and Families Compensation	Environmental Improvement	University of Wisconsin System	Nonmajor Enterprise	Internal Service	**Total**
Transfers out:										
General	$ -	$ 2,765	$ 15,000	$ 310,117	$ 202,588	$ -	$ 1,004,783	$ 71,465	$ 5,708	$ 1,612,427
Transportation	85,314	-	-	40,266	-	-	-	-	-	125,581
Common School	1,392	-	-	275	-	-	-	-	-	1,666
Nonmajor Governmental	75,281	16,259	-	65,402	-	23,687	166,934	8,150	539	356,252
Injured Patients and Families Compensation	-	-	-	14	-	-	-	-	-	14
Environmental Improvement	-	-	-	15,098	-	-	-	-	-	15,098
University of Wisconsin System	111,392	-	-	49,756	-	-	-	-	5	161,153
Unemployment Reserve	4,558	-	-	-	-	-	-	-	-	4,558
Nonmajor Enterprise	27,678	-	-	6,076	-	-	-	213	362	34,330
Internal Service	23,034	-	-	1,340	-	-	9	-	534	24,916
Fiduciary	-	-	-	333	-	-	-	-	9	342
Timing Difference due to Different Fiscal Year-ends	-	-	-	(577)	-	-	-	-	-	(577)
Total	$ 328,649	$ 19,023	$ 15,000	$ 488,100	$ 202,588	$ 23,687	$ 1,171,726	$ 79,829	$ 7,157	$ 2,335,761

Transfers are typically used to move: (1) revenues from the fund that statute or budget requires to collect them to the fund that statute or budget requires to expend them, (2) receipts restricted to debt service from the funds collecting the receipts to the debt service fund as debt service payments become due, (3) unrestricted revenues collected in one fund to finance various programs accounted for in other funds in accordance with statute or budgetary authorizations, and (4) accumulated surpluses from other funds to the General Fund when authorized by statute.

Nonroutine and Other Transfers

In the fiscal year ended June 30, 2010, transfers considered non-routine or inconsistent with the fund making the transfer included the following (in thousands):

Transfers in to the General Fund:

Funds Reporting the Transfer Out	Amount
University Wisconsin System	$ 85,385
Transportation	84,770
Recycling	25,925
Petroleum Inspection	21,973
Environmental	14,590
Technology Services	8,200
Fleet Services	4,700
Facilities Operations and Maintenance	3,600
Risk Management	3,000
Financial Services	1,800
Agrichemical Management	1,555
Homes for Veterans	1,239
Universal Service	1,237
Agricultural Chemical Cleanup	1,144
Other Funds	1,063

Transfer out from the General Fund:

Fund Reporting the Transfer In	Amount
Environmental	12,864

Transfers out from the Petroleum Inspection Fund:

Funds Reporting the Transfer In	Amount
Transportation	10,000
Recycling	2,000
Environmental	230

Transfer out from the General Fund in response to Supreme Court decision:

Fund Reporting the Transfer In	Amount
Injured Patients and Families Compensation	202,588

NOTE 10. CHANGES IN LONG-TERM LIABILITIES

During the year ended June 30, 2010, the following changes occurred in long-term liabilities (in thousands):

Primary Government

Governmental Activities	Balance July 1, 2009	Additions	Reductions	Balance June 30, 2010	Amounts Due Within One Year
Bonds Payable:					
General Obligation Bonds for Governmental Funds	$ 3,984,813	$ 815,652	$ 316,284	$ 4,484,181	$ 325,543
General Obligation Bonds for Internal Services Funds	150,247	7,692	9,151	148,788	10,162
Annual Appropriation Bonds	3,379,710	-	20,020	3,359,690	25,835
Revenue Bonds	1,599,874	282,460	168,134	1,714,200	86,219
Less Deferred Amounts:					
Issuance Premiums and Discounts	246,514	59,607	36,373	268,778	-
Refundings	(43,280)	696	(5,602)	(36,982)	-
Total Bonds Payable	9,317,880	1,166,107	544,361	9,938,655	447,759
Other Liabilities:					
Future Benefits and Loss Liability	103,119	21,376	29,648	94,847	32,428
Capital Leases	32,263	10,720	11,410	31,572	995
Installment Contracts	475	1,428	1,174	729	690
Compensated Absences	147,984	62,500	50,107	160,378	57,093
Other Postemployment Benefits	102,903	36,539	-	139,441	-
Claims, Judgments and Commitments	1,188	2,033	-	3,220	-
Pollution Remediation Obligations	15,610	-	1,619	13,991	700
Total Governmental Activities Long-term Liabilities	$ 9,721,421	$ 1,300,702	$ 638,318	$ 10,382,835	$ 539,664

Repayment of the general obligation bonds is made from the Bond Security and Redemption Fund. The amount presented in this fund represents the liability to be paid from resources accumulated to provide debt service payments in Fiscal Year 2010. Repayment of the revenue bonds principal and interest is made from the appropriate debt service fund with payments secured by registration and inspection fees collected by the appropriate program. The compensated absences liability will be liquidated by the State's governmental and internal service funds. Long-term liabilities for claims, judgments and commitments are generally liquidated with resources of the governmental activities.

Business-type Activities	Balance July 1, 2009	Additions	Reductions	Balance June 30, 2010	Amounts Due Within One Year
Bonds Payable:					
General Obligation Bonds	$ 1,098,038	$ 193,140	$ 75,744	$ 1,215,433	$ 43,033
Revenue Bonds	805,305	131,175	81,855	854,625	70,690
Less Deferred Amounts:					
Issuance Premiums and Discounts	59,836	11,811	8,973	62,675	-
Refundings	(16,663)	-	(1,508)	(15,156)	-
Total Bonds Payable	1,946,517	336,125	165,064	2,117,578	113,723
Other Liabilities:					
Future Benefits and Loss Liability	970,123	194,779	137,448	1,027,454	138,827
Capital Leases	110,110	2,878	78,149	34,839	6,194
Compensated Absences	130,399	17,783	3,748	144,435	68,681
Other Postemployment Benefits	110,571	41,013	-	151,584	-
Total Business-type Activities Long-term Liabilities	$ 3,267,720	$ 592,580	$ 384,409	$ 3,475,891	$ 327,425

Component Units

The following table presents the changes in long-term liabilities of the Wisconsin Housing and Economic Development Authority at June 30, 2010, the Wisconsin Health Care Liability Insurance Plan at December 31, 2009, the University of Wisconsin Hospitals and Clinics Authority at June 30, 2010, the University of Wisconsin Foundation at December 31, 2009, and the State Fair Park Exposition Center, Inc. at December 31, 2009:

	Balance July 1, 2009	Additions	Reductions	Balance June 30, 2010	Amounts Due Within One Year
Revenue Bonds and Notes	$ 3,211,632	$ 368,070	$ 422,556	$ 3,157,146	$ 87,004
Future Benefits and Loss Liability	17,612	4,394	401	21,605	4,505
Capital Leases	7,953	--	2,084	5,869	1,711
Compensated Absences	8,732	8,600	8,197	9,135	9,135
Split-interest Agreement	33,221	2,540	--	35,761	--
Other Post Employment Benefits	7,654	4,541	--	12,195	--
Pension Related	65,119	1,940	2,627	64,432	4,805
Total Component Units Long-term Liabilities	$ 3,351,923	$ 390,085	$ 435,865	$ 3,306,143	$ 107,160

NOTE 11. BONDS, NOTES AND OTHER DEBT OBLIGATIONS

The following schedule summarizes outstanding long-term bonds and notes payable at June 30, 2010 (in thousands):

Primary Government	
Governmental Activities:	
General Obligation Bonds	$ 4,779,727
Annual Appropriation Bonds	3,357,795
Revenue Bonds:	
Transportation	1,671,255
Petroleum Inspection	129,878
Total Governmental Activities	9,938,655
Business-type Activities:	
General Obligation Bonds:	
University of Wisconsin System	936,147
Other Business-type	299,263
Revenue Bonds:	
Environmental Improvement	882,167
Total Business-type Activities	2,117,577
Total Primary Government	12,056,232
Component Units:	
Wisconsin Housing and Economic Development Authority Revenue Bonds	2,915,353
University of Wisconsin Hospitals And Clinics Authority Revenue Bonds	237,291
University of Wisconsin Foundation Note Payable	4,503
Total Component Units	3,157,147
Total at June 30, 2010	$15,213,379

A. General Obligation Bonds

Primary Government

The State of Wisconsin Building Commission, an agency of the State, is empowered by law to consider, act upon, authorize, issue and sell all debt obligations of the State. To date, the Commission has authorized and issued general obligation bonds primarily to provide funds for the acquisition or improvement of land, water, property, highways, buildings, equipment or facilities for public purposes. Occasionally, general obligation bonds are also issued for the purpose of providing funds for veterans housing loans and to refund general obligation bonds. All general obligation bonds authorized and issued by the State are secured by a pledge of the full faith, credit and taxing power of the State of Wisconsin and are customarily repaid over a period of twenty to thirty years.

Article VIII of the Wisconsin Constitution and Wis. Stat. Section 18.05 set limits on the amount of debt that the State can contract in total and in any calendar year. In total, debt outstanding cannot exceed five percent of the value of all taxable property in the State. Annual debt issued cannot exceed the lesser of three-quarters of one percent or five percent of the value of all taxable property in the State less net indebtedness at January 1.

At June 30, 2010, $5,424.3 million of general obligation bonds were authorized but unissued.

General obligation bonds issued and outstanding as of June 30, 2010 were as follows (in thousands):

Fiscal Year Issued	Series	Dates	Interest Rates	Maturity Through	Amount Issued	Amount Outstanding
1991	1991 Series B	5/91	6.85	5/11	117,136	6,921
1992	1992 Refunding Issue	3/92	6.25	5/15	448,935	8,810
1993	1992 2;	10/92;	5.2 to 6.5	5/15	143,505	44,880
	1993 2	3/93				
1994	1993 Refunding Issue 3	8/93	5.3	11/12	302,050	50,130
1998	1997 D;	9/97	6.95 to 7.25	11/28	79,005	12,450
	1998 C	5/98				
1999	1998 Series 1, E and F;	8/98; 10/98; 10/98	4.75 to 7.25	11/30	274,525	101,610
	1999 Series 1, and B	5/99; 5/99				
2000	1999 D	11/99	7.7	11/30	65,000	7,095
2001	2000 Series B and E;	7/00;11/00;	4.5 to 8.05	11/31	259,030	24,845
	2001 Series A, B, C and D	2/01; 4/01; 6/01; 6/01				
2002	2001 Series 1, E, F;	10/01; 10/01; 10/01;	4.0 to 6.96	5/33	819,545	330,015
	2002 Series 1, A, B, C, D	3/02; 3/02; 3/02; 6/02; 6/02				
2003	2002 Series E, F, G and H;	9/02; 9/02; 10/02; 12/02;	3.8 to 5.25	5/33	415,190	172,645
	2003 Series 1, 2, and A	4/03; 4/03; 5/03				
2004	2003 B, C, and 3;	7/03; 10/03;10/03;	0 to 5.25	5/34	1,305,096	866,528
	2004 1, 2, A, 3 and CWGBC	1/04; 1/04; 3/04; 6/04; 4/04				
2005	2004 Series 4, B, C, D and E;	7/04; 8/04; 8/04; 8/04; 10/04;	3.0 to 5.65	5/35	1,079,440	913,540
	2005 Series 1, A, B and C	2/05; 2/05; 4/05; 4/05				
2006	2005 Series D and E;	8/05; 12/05;	4.0 to 5.25	5/26	662,910	568,630
	2006 Series 1 and A	1/06; 3/06				
2007	2006 Series B, C and D;	7/06; 8/06; 9/06;	4.25 to 5.76	5/37	867,570	848,581
	2007 Series AW, BW and 1;	2/07; 2/07; 2/07;				
	2007 Series A and B	2/07; 6/07				
2008	2007 Series 2,3 and C;	10/07; 10/07;12/07	2.65 to 6.26	5/38	389,315	364,735
	2008 Series 1, A, AW, B and BW	6/08; 4/08;3/08; 5/08; 6/08				
2009	2008 Series C and D	9/08;12/08;	2.0 to 6.2	5/30	521,875	510,505
	2009 Series AW, A and B	1/09;6/09;609				
2010	2009 Series C, D and 1;	9.09;9/09;9/09;	2.0 to 5.9	5/40		
	2010 Series1, A, B and AW	3/10;4/10;4/10;4/10			1,016,483	1,016,483
Total					8,766,610	5,848,403
Premiums/Discounts					--	212,173
Deferred Amount on Refunding					--	(45,438)
Total General Obligation Bonds					$ 8,766,610	$ 6,015,138

As of June 30, 2010, general obligation bond debt service requirements for principal and interest for governmental activities and business - type activities are as follows (in thousands):

Fiscal Year	Governmental Activities		Business-Type Activities	
Ended June 30	Principal	Interest	Principal	Interest
2011	$ 307,471	$ 221,662	$ 39,920	$ 60,379
2012	358,500	205,798	49,077	58,191
2013	353,401	189,533	51,247	55,899
2014	344,706	173,295	50,449	53,504
2015	357,027	157,008	49,606	51,122
2016-2020	1,477,476	554,999	316,525	213,054
2021-2025	964,893	252,670	325,055	134,166
2026-2030	461,781	64,372	235,644	56,601
2031-2035	7,715	442	65,060	18,810
2036-2040	--	--	32,850	5,175
Total	4,632,969	1,819,780	1,215,433	706,899
Premiums/Discounts	183,740	--	28,433	--
Deferred Amount on Refunding	(36,982)	--	(8,457)	--
Total	$ 4,779,727	$ 1,819,780	$ 1,235,410	$ 706,899

Zero Coupon Bonds

The general obligation bonds of 1991, Series B, are zero coupon bonds recorded in the amount of $6.9 million. The bonds mature on May 1 through the year 2011.

Qualified Build America Bonds

The State has issued three series of general obligation bonds, in the aggregate amount of $459.4 million, that are “qualified Build America Bonds” pursuant to Section 54AA of the Internal Revenue Code of 1986, as amended (Code). Based on the credit allowed for “qualified Build America Bonds”, the State has elected to receive from the United States Treasury on each payment date a direct payment in the amount of 35 percent of the interest payable by the State with respect to such date, and the credit will not be allowed to the taxpayers holding the bonds.

- The interest rates on the 2009 Series B bonds, in the amount of $54.5 million, range from 5.15 percent to 5.40 percent payable semiannually on May 1 and November 1 beginning with the first interest payment date of November 1, 2009. These bonds are callable at par on May 1, 2019 or any date thereafter. The bonds mature beginning May 1, 2023 through 2030.

- The interest rates on the 2009 Series D bonds, in the amount of $225.8 million, range from 4.9 percent to 5.9 percent payable semiannually on May 1 and November 1 beginning with the first interest payment date of May 1, 2010. These bonds are callable at par on May 1, 2020 or any date thereafter. The bonds mature beginning May 1, 2023 through 2040.

- The interest rates on the 2010 Series B bonds, in the amount of $179.1 million, range from 4.3 percent to 5.65 percent payable semiannually on May 1 and November 1 beginning with the first interest payment date of November 1, 2010. These bonds are callable at par on May 1, 2020 or any date thereafter. The bonds mature beginning May 1, 2020 through 2030.

B. Annual Appropriation Bonds

2003 Annual Appropriation Bonds

In December 2003, the State issued $1.8 billion of General Fund Annual Appropriation Bonds consisting of Series A (Taxable Fixed Rate) and Series B (Taxable Auction Rate Certificates). These appropriation obligations were authorized by Wisconsin Statutes to obtain proceeds to pay the State's anticipated unfunded accrued prior service (pension) liability under Wis. Stat. Section 40.05(2)(b) and its unfunded accrued liability for sick leave conversion credits under Wis. Stat. Section 40.05(4)(b), (bc), and (bw) and Subchapter IX of Chapter 40. In April and June 2008, the State issued $1.0 billion of General Fund Annual Appropriation Refunding Bonds to refund the Series B (Taxable Auction Rate Certificates) that were issued in 2003. The 2008 issuance consisted of Series A (Taxable Fixed Rate) and Series B and C (Taxable Floating Rate Notes).

These appropriation obligations are not general obligations of the State, and do not constitute "public debt" of the State as that term is used in the Constitution and in the State Statutes. The payment of the principal of, and premium, if any, and interest on the obligations is subject to annual appropriation; that is, payments due in any fiscal year of the State will be made only to the extent sufficient amounts are appropriated by the Legislature. The State is not legally obligated to appropriate any amounts for payment of debt service. The Legislature, recognizing its moral obligation to make timely appropriations from the General Fund sufficient to pay debt service on such obligations, expresses in Wis. Stat. Section 16.527(10) its expectation and aspiration that it will do so. The Legislature's recognition of a moral obligation, however, does not create a legally enforceable obligation.

The General Fund Annual Appropriation Bonds, Series A (Taxable Fixed Rate) in the outstanding principal amount of $850.0 million ("2003 Series A Bonds"), bear interest at rates from 4.80 percent to 5.70 percent computed on the basis of a 30 day month and a 360-day year, payable semiannually on each May 1 and November 1 until their maturity dates.

The General Fund Annual Appropriation Refunding Bonds of 2008, Series A (Taxable Fixed Rate) in the outstanding principal amount of $481.4 million ("2008 Series A Bonds"), bear interest at rates from 3.479 percent to 5.238 percent computed on the basis of a 30-day month and a 360-day year, payable semiannually on each May 1 and November 1 until their maturity dates.

The General Fund Annual Appropriation Bonds of 2008, Series B (Taxable Floating Rate Notes), ("2008 Series B Bonds"), in the outstanding principal amount of $300.0 million, bear interest at rates 120 basis points over the one-month LIBOR, computed on the basis of a 360-day year and for the number of days actually elapsed, payable monthly on the first business day of the month.

The General Fund Annual Appropriation Bonds of 2008, Series C (Taxable Floating Rate Notes), ("2008 Series C Bonds") in the outstanding principal amount of $205.4 million, bear interest at rates 110 basis points over the one-month LIBOR computed on the basis of a 360-day year and for the number of days actually elapsed, payable monthly on the first business day of the month.

As of June 30, 2010, the debt service requirements for principal and interest on these bonds are as follows (in millions):

Fiscal Year Ended June 30	Principal	Interest
2011	$ 20.1	$ 101.8
2012	26.9	101.0
2013	286.5	99.8
2014	72.8	86.3
2015	10.4	83.0
2016 - 2020	527.9	361.6
2021 - 2025	353.8	244.9
2026 - 2030	428.4	103.0
2031 - 2035	110.0	8.4
Total	1,836.8	1,189.8
Unamortized Prem./Discount	(1.6)	--
Total, net	$ 1,835.2	$ 1,189.8

Derivatives

The State has entered into interest rate exchange agreements, or swap agreements, to modify interest rates for nearly all of the 2008 Series B bonds and 2008 Series C bonds. All interest rate agreements at June 30, 2010, are classified as effective cash flow hedges. Since the interest rate exchange agreements qualify as an effective hedge, changes to fair value are not reported in the statement of activities, and, therefore, no restatement of beginning net assets is necessary as a result of implementation of GASB Statement No. 53 in Fiscal Year 2010. The State has contracted with a third party advisor to provide estimates of the fair value of the aggregate swap agreements as of June 30, 2010.

Objective – In December 2003, the State entered into four interest rate exchange agreements with four different counterparties in order to reduce the interest rate risk in connection with $595.2 million of the Series B (Taxable Auction Rate Certificates) issued in 2003. In June 2005, the State entered into four additional interest rate exchange agreements with three counterparties in order to reduce the interest rate risk on the balance of the Series B (Taxable Auction Rate Certificates) issued in 2003, ($349.7 million). In April and June 2008, the State issued $509 million of annual appropriation refunding bonds as floating rate notes having variable interest rate set every month (2008 Series B Bonds and 2008 Series C Bonds). In conjunction with issuance in April 2008, at its option the State terminated and made corresponding termination payments in the aggregate amount of $40.0 million on some, and a portion of other, interest rate exchange agreements previously entered into in December 2003 and June 2005. As of June 30, 2010, interest rate

exchange agreements remain to reduce the interest rate risk in connection with $496 million in floating rate notes.

Terms – Nearly all of the outstanding 2008 Series B Bonds and 2008 Series C Bonds are subject to the interest rate exchange agreements with a notional amount totaling $496.4 million as of June 30, 2010. 2008 Series Bond B and Series C Bonds mature and a related notional amount of the related interest rate exchange agreements decline from May 1, 2011 through 2032. Based on the interest rate exchange agreements, the State owes to the counterparties an amount calculated at fixed rates ranging from 4.661 percent to 5.47 percent and the counterparties owe the State interest on an amount based on a variable rate, which is the one-month LIBOR. The net amount is paid monthly.

Fair Value – As of June 30, 2010, the aggregate fair value of the interest exchange agreements was negative $130.7 million, a decrease of $40.0 million compared to the aggregate fair value of negative $90.7 million reported as of June 30, 2009. Since the interest rate exchange agreements qualify as effective cash flow hedges, a deferred outflow of resources and a liability are reported in the statement of net assets for the fair value of the swap agreements. Changes in the fair value are not reported in the statement of activities. The fair value was valued by a third party consultant based on information contained in the broker Interest Rate Swap Confirmations supplied by the three counterparties -- JP Morgan Chase, Citigroup N.A. New York, and UBS AG. The fair value takes into consideration the prevailing interest rate environment and the specific terms and conditions of the interest rate exchange agreement. The fair value was estimated using the zero-coupon discounting method. This method calculates the future payments required by the interest rate exchange agreements, assuming that the current forward rates implied by the yield curve are the market's best estimate of future spot interest rates. These payments are then discounted using the spot rates implied by the current yield curve for a hypothetical zero-coupon rate bond due on the date of each future net settlement payment on the interest rate exchange agreements. The fair value may vary throughout the life of the swap agreements due to any changes in fixed swap interest rates and swap market conditions.

Associated Debt – Using rates as of June 30, 2010, debt service requirements are presented for the 2008 Series B Bonds and 2008 Series C Bonds that are subject to the interest rate exchange agreements and the net swap payments assuming that interest rates remain the same for their term. As rates vary, interest payments on the floating rate notes and net swap payments will vary.

(in millions)

Fiscal Year Ended June 30	Principal	Interest	Interest Rate Swaps, Net	Totals
2011	$ 3.4	$ 7.6	$ 24.8	$ 35.8
2012	4.6	7.5	24.7	36.8
2013	5.9	7.4	24.5	37.8
2014	1.1	7.4	24.2	32.7
2015	1.1	7.4	24.2	32.7
2016 - 2020	5.5	36.6	120.2	162.3
2021 - 2025	48.9	34.8	115.1	198.8
2026 - 2030	316.9	22.3	74.3	413.5
2031 - 2035	109.0	2.0	6.5	117.5
	$ 496.4	$ 133.0	$ 438.5	$ 1,067.9

Interest Rate Risk – Currently, the State does not have interest rate risk because it is paying a fixed-rate of interest on the interest rate exchange agreements. However, if for some unforeseen reason any of the swaps agreements are terminated prior to maturity, the State will have interest rate risk associated with the outstanding 2008 Series B Bonds and 2008 Series C Bonds until their maturity.

Credit Risk – As of June 30, 2010, the State was exposed to only a minimal amount of credit risk, as the fair values of all of the four interest rate exchange agreements were negative. Should rates change, the State could have increased exposure in the future. The State has entered into four interest rate agreements with three different counterparties. The lowest rating assigned to these counterparties is, as of June 30, 2010, A1 by Moody's, A+ by Standard & Poor's, and A+ by Fitch Ratings. Under the interest rate exchange agreements and to mitigate the potential for credit risk, if any of the counterparties' credit quality falls below A3 by Moody's Investors Service or A- by either Standard & Poor's or Fitch Ratings, the fair value of the interest rate exchange agreement for that respective counterparty will be fully collateralized by that counterparty. In addition, an event of termination occurs if any of the counterparties' credit quality falls below Baa2 by Moody's investors service or BBB by either Standard & Poor's or Fitch Ratings.

Basis Risk – The interest rate exchange agreements expose the State to basis risk (i.e., a shortfall or surplus between the variable interest rate received on the interest rate exchange agreements and the interest rate paid on the floating rate notes), however this risk is fixed at the spreads for the respective series.

Termination Risk – The interest rate exchange agreements may be terminated by the State, upon two business days written notice, designating to the counterparty the termination date. In addition, the State or the counterparties may terminate the interest rate exchange agreements if the other party fails to perform under the terms of the interest rate exchange agreements or if other various events occur. As of June 30, 2010, there have

not been any such events. If any interest rate exchange agreement is terminated, the State would be unhedged and exposed to additional interest rate risk on the 2008 Series B Bonds and the 2008 Series C Bonds. In addition, if the interest rate exchange agreement has a negative fair value at the time of termination, the State would incur a loss and would be required to make a settlement payment to the related counterparty. Actual termination payments, if required to be made, can be made, at the State's discretion, from the Stabilization Fund, or delayed until funds are available in the Subordinated Payment Obligations Fund or until the next biennium when appropriations can be made in the biennial budget for the termination payments.

Market-access Risk and Rollover Risk – The State's swap agreements are for the term (maturity) of the 2008 Series B Bonds and the 2008 Series C Bonds and, therefore, there is no market-access risk or rollover risk.

Foreign Currency Risk – The State's swap agreements are not subject to foreign currency risk.

2009 Annual Appropriation Bonds

In April 2009, the State issued $1.5 billion of General Fund Annual Appropriation Bonds. These appropriation obligations were authorized by Wisconsin Statutes for the purpose of purchasing the tobacco settlement revenues that had been sold by the Secretary of Administration to the Badger Tobacco Asset Securitization Corporation pursuant to Wis. Stat. Section 16.63. The 2009 General Fund Annual Appropriation Bonds bear interest rates from 3.00 percent to 6.25 percent computed on the basis of a 30-day month and a 360-day year, payable semiannually on each May 1 and November 1, until their maturity dates.

These appropriation obligations are not general obligations of the State, and do not constitute "public debt" of the State as that term is used in the Constitution and in the State Statutes. The payment of the principal of, and premium, if any, and interest on the obligations is subject to annual appropriation; that is, payments due in any fiscal year of the State will be made only to the extent sufficient amounts are appropriated by the Legislature. The State is not legally obligated to appropriate any amounts for payment of debt service. The Legislature, recognizing its moral obligation to make timely appropriations from the General Fund sufficient to pay debt service on such obligations, expresses in Wis. Stat. Section 16.527(10) its expectation and aspiration that it will do so. The Legislature's recognition of a moral obligation, however, does not create a legally enforceable obligation.

As of June 30, 2010, the debt service requirements for principal and interest on these bonds are as follows (in millions):

Fiscal Year Ended June 30	Principal	Interest
2011	$ 5.8	$ 86.8
2012	5.9	86.6
2013	6.6	86.4
2014	7.5	86.2
2015	18.3	85.9
2016 - 2020	136.0	412.3
2021 - 2025	187.5	374.4
2026 - 2030	302.5	312.8
2031 - 2035	568.8	193.3
2036 - 2040	284.0	26.3
Total	1,522.9	1,751.0
Unamortized Premium/Discount	(.3)	--
Total, net	$ 1,522.6	$ 1,751.0

C. Revenue Bonds

Primary Government

Chapter 18, Wisconsin Statutes, authorizes the State to issue revenue obligations secured by a pledge of revenues or property derived from the operation of a program funded by the issuance of these obligations. The resulting bond obligations are not general obligations of the State.

Transportation Revenue Bonds

Transportation Revenue Bonds are issued to finance part of the costs of certain transportation facilities and major highway projects. Chapter 18, Subchapter II of the Wisconsin Statutes as amended, Wis. Stat. Sec. 84.59 and a general bond resolution and series resolutions authorize the issuance of these bonds.

The Department of Transportation is authorized to issue a total of $3,009.8 million of revenue bonds. Presently, there are fifteen issues of Transportation Revenue Bonds totaling $1,596.7 million. Debt service payments are secured by driver and vehicle registration fees and also a reserve fund, which will be used in the event that a deficiency exists in the redemption fund.

The Transportation Revenue Bonds issued and outstanding as of June 30, 2010 were as follows (in thousands):

Issue	Issue Date	Interest Rates	Maturity Through	Issued	Outstanding
2009B	10/09	3.5 to 5.8	7/30	$ 147,130	$ 147,130
2009A	10/09	3.5 to 4.0	7/14	17,870	17,870
2008A	8/08	5.0	7/29	185,000	185,000
2007A	3/07	4.25 to 5.0	7/27	148,710	148,710
20071	3/07	4.35 to 5.0	7/22	206,900	206,900
2005B	9/05	4.0 to 5.0	7/25	158,400	136,205
2005A	3/05	3.0 to 5.25	7/25	235,585	234,205
2004 1	9/04	5.25	7/17	95,905	70,920
2003A	11/03	5.0	7/24	166,230	124,455
2002A	10/02	4.6 to 5.0	7/23	119,785	78,645
2002 1& 2	4/02	4.1 to 5.75	7/15 & 7/19	200,080	95,620
2001A	11/01	4.0 to 5.0	7/22	106,450	43,620
1998A	8/98	5.5	7/16	130,590	86,605
1993A	9/93	4.75 to 5.0	7/12	116,450	20,855
				2,035,085	1,596,740
Unamortized Premium				--	74,515
Total				$2,035,085	$1,671,255

Petroleum Inspection Fee Revenue Bonds

Petroleum Inspection Fee (PIF) Revenue Bonds are issued to finance claims made under the Petroleum Environmental Cleanup Fund Award (PECFA) Program for reimbursement of cleanup costs to soil and groundwater contamination. The program reimburses owners for 75 percent to 99 percent of cleanup costs associated with soil and groundwater contamination.

As of June 30, 2010, PIF Bonds outstanding are $117.5 million. Debt service payments are secured by petroleum inspection fees.

The PIF revenue bonds issued and outstanding as of June 30, 2010 were as follows (in thousands):

Issue	Issue Date	Interest Rates	Maturity Through	Issued	Outstanding
2009-1	10.09	2.5 to 5.0	7/17	$ 117,460	$ 117,460
Unamortized Premium				--	12,418
Total				$ 117,460	$ 129,878

Clean Water Revenue Bonds

The Environmental Improvement Fund (the Fund) provides loans and grants to local municipalities to finance wastewater treatment planning and construction. The Fund is authorized to issue up to $2,363.3 million in Revenue Bonds. At June 30, 2010, there were fifteen issues of Revenue Bonds outstanding totaling $882.2 million. These bonds are secured by payments on program loans and earnings of investments.

Bonds issued and outstanding for the Environmental Improvement Fund as of June 30, 2010 were as follows (in thousands):

Issue	Issue Date	Interest Rates	Maturity Through	Issued	Outstanding
2010-3	2/10	3.0 to 5.0	6/25	$ 49,690	$ 49,690
2010-2	2/10	5.0	6/21	14,070	14,070
2010-1	2/10	3.95 to 5.44	6/31	67,415	67,415
2008-3	12/08	3.0 to 5.5	6/26	92,210	89,225
2008-2	2/08	5.0	6/18	27,335	27,335
2008-1	2/08	4.0 to 5.0	6/28	100,000	93,885
2006-2	11/06	4.0 to 5.0	6/27	100,000	90,465
2006-1	3/06	3.5 to 5.0	6/27	80,000	72,375
2004-2	1/05	3.25 to 5.25	6/20	107,025	94,590
2004-1	3/04	4.0 to 5.0	6/24	116,795	81,070
2002-2	8/02	3.0 to 5.5	6/16	85,575	34,905
2002-1	5/02	4.0 to 5.25	6/23	100,000	48,005
2001-1	4/01	4.5 to 5.25	6/21	70,000	3,265
1998-2	8/99	4.0 to 5.5	6/17	104,360	67,895
1991-1	4/91	5.4 to 6.9	6/11	225,000	20,435
				1,339,475	854,625
Unamortized Premium				--	34,241
Less: Unamortized discount and Charge					(6,699)
Total, net of discount, charge and premium				$1,339,475	$ 882,167

As of June 30, 2010, revenue bond debt service requirements for principal and interest for governmental activities and business-type activities are as follows (in thousands):

	Governmental Activities				Business-Type Activities	
	Transportation Revenue Bonds		Petroleum Inspection Fee Revenue Bonds		Clean Water Revenue Bonds	
Fiscal Year Ended June 30	Principal	Interest	Principal	Interest	Principal	Interest
2011	$ 77,195	$ 79,500	$ --	$ 6,700	$ 70,690	$ 42,614
2012	81,200	73,353	--	5,597	54,465	38,874
2013	88,665	69,014	--	5,597	55,355	36,230
2014	93,315	64,367	24,165	5,007	52,280	33,574
2015	97,940	59,431	25,345	3,817	52,765	30,851
2016-2020	484,430	225,454	67,950	4,148	262,810	114,340
2021-2025	470,915	103,975	--	--	203,765	54,770
2026-2030	189,795	24,684	--	--	102,495	13,129
2031-2035	13,285	388	--	--	--	--
Total	1,596,740	700,166	117,460	30,866	854,625	364,382
Unamortized Premium	74,515	--	12,418	--	34,461	--
Unamortized Discount/Charge	--	--	--	--	(6,919)	--
Total, net	$ 1,671,255	$ 700,166	$ 129,878	$ 30,866	$ 882,167	$ 364,382

Qualified Build America Bonds

The 2009 Series B (taxable) Transportation Revenue Bonds in the amount of $147.3 million, are "qualified Build America Bonds" pursuant to Section 54AA of the Internal Revenue Code of 1986, as amended (Code). Based on the credit allowed for "qualified Build America Bonds", the State has elected to receive from the United States Treasury on each payment date a direct payment in the amount of 35 percent of the interest payable by the State with respect to such date, and the credit will not be allowed to the taxpayers holding the bonds. The interest rates on the bonds range from 3.5 percent to 5.8 percent payable semiannually on January 1 and July 1 beginning with the first interest payment date of July 1, 2010. These bonds are callable at par on July 1, 2019 or any date thereafter. The bonds mature beginning July 1, 2015 through 2030.

The 2010 Clean Water Revenue, Series 3 bonds in the amount of $49.7 million, are "qualified Build America Bonds" pursuant to Section 54AA of the Internal Revenue Code of 1986, as amended (Code). Based on the credit allowed for "qualified Build America Bonds", the State has elected to receive from the United States Treasury on each payment date a direct payment in the amount of 35 percent of the interest payable by the State with respect to such date, and the credit will not be allowed to the taxpayers holding the bonds. The interest rates on the bonds range from 3.957 percent to 5.441 percent payable semiannually on June 1 and December 1 beginning with the first interest payment date of June 1, 2010. These bonds are callable at par on June 1, 2020 or any date thereafter. The bonds mature beginning June 1, 2017 through 2025.

Component Units – Discrete Presentation

Wisconsin Housing and Economic Development Authority

Bonds and notes payable at June 30, 2010 of the Wisconsin Housing and Economic Development Authority (Authority) consisted of the following (in thousands):

Revenue bonds and notes	$	2,914,544
Special obligation and subordinated special obligation		3,410
Total		2,917,954
Less: Deferred amount on refunding		(2,601)
Total, net	$	2,915,353

Authority's Revenue Bonds and Notes

The Authority's revenue bonds and notes are collateralized by the revenues and assets of the Authority, subject to the provisions of resolutions and note agreements which pledge particular revenues or assets to specific bonds or notes. The bonds are subject to mandatory sinking fund requirements and may be redeemed at the Authority's option at various dates and at prices ranging from 100 percent to 108 percent of par value. Any particular series contains both term bonds and serial bonds which mature at various dates. The Authority's revenue bonds and notes outstanding at June 30, 2010 consisted of the following (in thousands):

Series/ Issue	Date	Rates	Maturity Through	Outstanding
Housing Revenue Bonds:				
1998 A,B&C	2/98	5.3 to 6.88	2032	$ 13,410
1999 A&B	10/99	5.45 to 6.18	2031	23,765
2002 A,B&C	5/02	4.5 to 5.6	2033	34,320
2003 A&B	12/03	Variable	2034	5,850
2003 C	12/03	3.7 to 5.25	2043	13,185
2003 D&E	12/03	Variable	2044	19,545
2005 A,B&C	12/05	3.2	2035	9,390
2005 D&E	12/05	3.7 to 5.15	2045	38,335
2005 F	12/05	4.31	2030	115,980
2006 A&B	12/06	3.5 to 4.75	2047	16,860
2006 C&D	12/06	Variable	2037	8,625
2007 A&B	12/07	Variable	2042	17,330
2007 C,D&E	12/07	Variable	2038	8,415
2007 F&G	12/07	Variable	2042	16,125
2008 A,B,C,D, E, F&G	6/08	Variable	2033	47,215
2009 A	12/09	Variable	2042	14,035
				402,385
Home Ownership Revenue Bonds:				
1998 D&E	6/98	5.35	2028	11,535
1999 C,D&E	4/99	4.75 to 5.0	2017	3,955
1999 F,G&H	7/99	5.65	2024	4,245
2000 A,B&C	3/00	5.75 to 5.8	2013	745
2000 D,E&F	6/00	5.75 to 7.91	2029	3,235
2000 F	7/00	Variable	2015	2,265
2000 H	11/00	Variable	2024	8,595
2000 G & H	11/00	7.21	2031	965
2001 A,B&C	5/01	5.65 to 6.4	2032	10,050
2002 A&C	2/02	4.55 to 5.45	2022	25,735
2002 B	2/02	Variable	2032	5,905
2002 C	2/02	Variable	2016	4,185
2002 E&G	3/03	4.05 to 4.85	2017	17,815
2002 I	10/02	3.8 to 4.85	2022	9,600
2002 E & F	7/02	Variable	2032	31,010
2002 I	10/02	Variable	2032	34,750
2003 A	4/03	Variable	2033	57,365
2003 B	7/03	Variable	2034	59,815
2003 C	11/03	Variable	2034	51,285
2003 D	11/03	Variable	2028	12,105
2004 A	4/04	Variable	2035	75,170
2004 A	4/04	3.7 to 3.95	2011	1,535
2004 C&D	7/04	3.65 to 5.1	2024	9,245
2004 D	7/04	Variable	2035	94,185
2004 E	11/04	Variable	2035	72,270
2005 A	4/05	4.0 to 4.95	2025	8,200
2005 A	4/05	Variable	2036	89,825
2005 C	6/05	Variable	2033	139,325
2005 C	6/05	4.875	2036	28,100
2005 D	9/05	4.875	2036	18,220
2005 D&E	9/05	Variable	2036	100,690
2006 A&B	1/06	Variable	2037	172,500
2006 C&D	5/06	4.85 to 6.0	2037	173,245
2006 E&F	10/06	4.7 to 5.727	2037	139,180
2007 A&B	4/07	4.65 to 5.75	2038	115,960
2007 B	4/07	Variable	2026	28,785
2007 C&D	4/07	Variable	2038	145,050
2007 C&D	4/07	5.125 to 5.2	2038	41,485
2007 E&F	12/07	4.43 to 6.0	2038	73,910
2007 E&F	12/07	Variable	2038	39,240
2008 A&B	5/08	Variable	2038	101,815
2008 A&B	5/08	5.3 to 5.625	2031	59,555
2009 A	12/09	Variable	2041	255,970
				2,338,620
Business Development Bonds:				
1995 2,6, & 7	Various	Variable	2015	965
				965
Multifamily Housing Bonds:				
2006 A&B	7/06	Variable	2036	7,200
2007 A&B	6/07	Variable	2040	11,520
2007 C	8/07	Variable	2048	6,290
2008 A&B	8/08	Variable	2046	13,810
2009 A	6/09	1.5 to3.5	2018	4,115
2009 A	6/09	Variable	2035	15,885
2009 B	12/09	Variable	2043	69,030
				127,850
Notes Payable	Various	Variable	Various	32,059
Fac. Refunding	6/09	Variable	2017	12,665
Authority's Total Revenue Bonds and Notes				$2,914,544

Authority's Special Obligation Bonds

The Authority's Special Obligation Bonds are special limited obligations of the Authority and are collateralized by the revenues and assets of each bond resolution.

Special obligation bonds at June 30, 2010 consist of the following (in thousands):

Series/ Issue	Date	Rates	Maturity Through	Outstanding
Home Ownership Revenue Bonds:				
1998 F&G	10/98	4.75 to 5.2	2018	$ 3,410
Total Special Obligation Bonds				$ 3,410

Debt service requirements for principal and interest for the Authority at June 30, 2010 are as follows (in thousands):

Fiscal Year Ended	Principal	Interest
2011	$ 80,479	$ 53,469
2012	51,230	50,948
2013	44,975	49,627
2014	41,645	48,835
2015	44,780	48,184
2016 - 2020	333,940	225,757
2021 - 2025	430,740	183,038
2026 - 2030	610,595	125,078
2031 - 2035	645,210	66,644
2036 - 2040	264,735	11,655
2041 - 2045	348,985	939
Thereafter	20,640	134
Total	2,917,954	864,308
Deferred Amount on Refunding	(2,601)	--
Total	$ 2,915,353	$ 864,308

Under a Business Development Program and a Beginning Farmer Program, revenue bonds are issued which do not constitute indebtedness of the Authority within the meaning of any provision or limitation of the Constitution or Statutes of the State of Wisconsin. They do not constitute or give rise to a pecuniary liability of the Authority or a charge against its general credit. They are payable solely out of the revenues derived pursuant to the loan agreement, or in the event of default of the loan agreement, out of any revenues derived from the sale, releasing or other disposition of the mortgaged property. Therefore, the bonds are not reflected in the financial statements. As of June 30, 2010 the Authority had issued 83 series of such bonds in an aggregate principal amount of $73.9 million for economic projects in Wisconsin.

A Construction Plus line of credit bears interest at the rate of 2.58 percent at June 30, 2010. Both line of credit rates are based on the 30 day Eurodollar rate.

Derivatives

The Authority has entered into various interest rate swap agreements. The agreements provide the Authority with synthetic fixed interest rates on a portion of its debt. During the term of the swap agreements, the Authority expects to effectively pay a fixed rate on the debt. In return, the counterparty pays interest based on a contractually agreed upon variable rate. The Authority will be exposed to variable rates on the outstanding bonds if the counterparty to the swap defaults, the swap is terminated such that the bonds outstanding is greater than the swap notional value or the effective interest rate, determined by the remarketing agent used for bond holder payments, increases over the variable rate index used for calculating the interest received from the counterparty. All interest rate swap agreements at June 30, 2010 are classified as effective cash flow hedges. The Authority does not intend to terminate these agreements other than at par and for purposes of maintaining a match between bonds outstanding and the swap notional value prior to their maturity.

Using rates as of June 30, 2010, debt service requirements of the Authority outstanding variable rate debt and net swap payments, assuming current interest rates remain the same for their term, are as follows (in thousands). As rates vary, variable rate bond interest payments and net swap payments will vary.

Fiscal Year Ended	Principal	Interest	Interest Rate Swaps, Net	Total
2011	$ 52,815	$ 4,874	$ 52,806	$ 110,495
2012	49,885	4,655	50,812	105,352
2013	48,985	4,456	49,109	102,550
2014	59,395	4,275	47,352	111,022
2015	59,035	4,077	45,004	108,116
2016 - 2020	281,235	17,244	191,990	490,469
2021 - 2025	211,120	12,964	146,713	370,797
2026 - 2030	286,235	8,839	99,456	394,530
2031 - 2035	301,750	3,891	41,418	347,059
2036 - 2040	78,390	558	5,872	84,820
2041 - 2045	4,695	26	336	5,057
Totals	$1,433,540	$ 65,859	$ 730,868	$2,230,267

The following table outlines information related to agreements in place as of June 30, 2010 (in thousands):

Program and Bond Issue	Notional Value at 6/30/10	Effective Date	Swap Termination Date	Counterparty Credit Rating	Percent Fixed Rate Paid	Variable Rate/Index Received	Swap Termination Market Value at 6/30/10
Housing Revenue Bonds							
2008 Series G	$ 21,920	5/21/2002	11/1/2033	A/A2	4.68	70% of one month London Interbank Offered Rate (LIBOR)	$ (1,510)
2003 Series D	8,430	1/5/2005	5/1/2044	AA-/Aa1	4.21	65% of one month LIBOR + 25 basis points	(766)
2003 Series E	11,205	1/5/2005	5/1/2043	AA-/Aa1	4.05	63.5% of one month LIBOR + 20 basis points	(1,004)
2005 Series F	77,000	1/17/2006	11/1/2030	AA-/Aa1	5.21	One month LIBOR	(15,710)
2006 Series C	3,740	12/14/2006	11/1/2016	AA-/Aa1	3.64	SIFMA + 2 Basis Points	(344)
2006 Series D	4,885	12/14/2006	11/1/2016	AA-/Aa1	3.64	SIFMA + 2 Basis Points	(449)
2007 Series A	10,110	12/19/2007	11/1/2042	AA-/Aa1	4.72	SIFMA + 6 Basis Points	(135)
2007 Series B	7,220	12/19/2007	11/01/2039	AA-/Aa1	4.58	SIFMA + 2 Basis Points	(97)
2007 Series F	10,950	12/19/2007	11/01/2025	AA-/Aa1	4.01	SIFMA + 2 Basis Points	(1,245)
2007 Series G	5,175	12/19/2007	11/01/2025	AA-/Aa1	4.01	SIFMA + 6 Basis Points	(589)
							(21,849)
Multifamily Housing Bonds							
2006 Series A&B	7,200	7/19/2006	10/1/2013	AA-/Aa1	4.21	SIFMA + 2 Basis Points	(678)
2007 Series A	7,580	6/29/2007	10/1/2022	AA-/Aa1	4.43	SIFMA + 6 Basis Points	(1,181)
2007 Series B	3,940	6/29/2007	10/1/2022	AA-/Aa1	5.9	SIFMA + 2 Basis Points	(1,087)
2007 Series C	6,290	8/2/2007	10/1/2024	AA-/Aa1	4.33	SIFMA + 2 Basis Points	(955)
2008 Series A	6,870	8/28/2008	10/1/2026	AA-/Aa2	3.89	SIFMA + 7 Basis Points	(758)
2008 Series A	4,415	8/28/2008	10/1/2026	AA-/Aa2	3.89	SIFMA + 7 Basis Points	(488)
2008 Series B	2,525	8/28/2008	10/1/2026	AA-/Aa2	5.08	SIFMA + 7 Basis Points	(523)
							(5,670)
1987 Home Ownership Revenue Bonds							
2002 Series B	5,905	2/6/2002	3/1/2020	AA-/Aa1	5.88	One month LIBOR + 35 Basis Points	(677)
2002 Series C	4,185	2/6/2002	9/1/2012	AA-/Aa1	3.69	67 percent of one month LIBOR	(129)
2002 Series I	34,750	10/17/2002	9/1/2032	A+/Aa3	4.07	70 percent of one month LIBOR	(1,918)
2003 Series B	59,815	7/29/2003	9/1/2034	AA-/Aa1	3.94	65 percent of one month LIBOR + 25 Basis Points	(4,872)
2004 Series A	31,020	4/29/2004	9/1/2022	AA-/Aa1	4.47	SIFMA + 8 basis points	(3,024)
2004 Series A	9,720	4/29/2004	9/1/2012	AA-/Aa1	2.87	65 percent of one month LIBOR + 25 Basis Points	(231)
2004 Series A	34,430	4/29/2004	3/1/2035	AA-/Aa1	4.27	65 percent of one month LIBOR + 25 Basis Points	(3,350)
2005 Series A	89,825	4/12/2005	3/1/2036	A/A2	3.79	65 percent of one month LIBOR + 25 Basis Points	(5,945)
2005 Series D	81,030	9/29/2005	9/1/2036	AAA/Aa3	3.70	65 percent of one month LIBOR + 25 Basis Points	(4,928)
2007 Series B	28,785	4/10/2007	9/1/2026	AAA/Aa3	5.20	One month LIBOR + 35 Basis Points	(4,387)
2007 Series E	27,980	12/18/2007	9/1/2038	AAA/Aa3	3.96	62 percent of one month LIBOR + 38 Basis Points	(2,811)
2007 Series F	11,260	12/18/2007	9/1/2014	AAA/Aa3	4.43	One month LIBOR	(1,093)
							(33,365)
1988 Home Ownership Revenue Bonds							
2002 Series E	2,310	7/11/2002	3/1/2011	AA-/Aa1	3.24	70 percent of one month LIBOR	(25)
2002 Series E	23,890	7/11/2002	9/1/2032	AA-/Aa1	4.67	70 percent of one month LIBOR	(230)
2002 Series F	4,810	7/11/2002	9/1/2014	AA-/Aa1	5.20	Three months LIBOR + 40 Basis Points	(265)
2003 Series A	13,335	4/3/2003	9/1/2014	A/A2	2.98	65 percent one month LIBOR + 25 Basis Points	(483)
2003 Series A	26,110	4/3/2003	9/1/2030	A/A2	4.26	65 percent one month LIBOR + 25 Basis Points	(238)
2003 Series A	17,920	4/3/2003	9/1/2033	A/A2	4.17	65 percent one month LIBOR + 25 Basis Points	(171)
2003 Series C	34,560	11/4/2003	3/1/2034	A/A2	4.08	65 percent one month LIBOR + 25 Basis Points	(1,544)
2003 Series C	16,725	11/4,2003	3/1/2019	A/A2	3.32	65 percent one month LIBOR + 25 Basis Points	(781)
2004 Series D	94,185	7/27/2004	9/1/2035	A/A2	3.84	65 percent one month LIBOR + 25 Basis Points	(5,975)
2004 Series E	72,270	7/27/2004	9/1/2035	AA-/Aa1	3.99	65 percent one month LIBOR + 25 Basis Points	(7,578)
2005 Series C	76,635	8/3/2005	3/1/2024	AA-/Aa1	3.34	65 percent one month LIBOR + 25 Basis Points	(5,150)
2005 Series C	62,690	8/3/2005	9/1/2033	AA-/Aa1	4.07	65 percent one month LIBOR + 25 Basis Points	(2,446)
2006 Series A	86,660	1/19/2006	3/1/2029	AA-/Aa1	3.65	65 percent one month LIBOR + 25 Basis Points	(7,262)
2006 Series A	52,480	1/9/2006	9/1/2037	AA-/Aa1	4.27	65 percent one month LIBOR + 25 Basis Points	(2,742)
2007 Series C	20,860	6/28/2007	9/1/2017	AA-/Aa1	4.32	SIFMA + 8 Basis Points	(825)

(continued)

(continued)

Program and Bond Issue	Notional Value at 6/30/10	Effective Date	Swap Termination Date	Counterparty Credit Rating	Percent Fixed Rate Paid	Variable Rate/Index Received	Swap Termination Market Value at 6/30/10
2007 Series C	22,575	6/28/2007	9/1/2023	AA-/Aa1	4.63	SIFMA + 8 Basis Points	(2,416)
2007 Series C	37,270	6/28/2007	9/1/2016	AA-/Aa1	4.11	SIFMA + 8 Basis Points	(2,710)
2007 Series D	23,760	6/28/2007	9/1/2027	AA-/Aa1	6.48	100 percent of one month LIBOR	(2,825)
2007 Series D	21,855	6/28/2007	9/1/2016	AA-/Aa1	5.62	100 percent of one month LIBOR	(2,445)
2007 Series D	18,730	6/28/2007	9/1/2028	AA-/Aa1	6.01	100 percent of one month LIBOR	(4,212)
2008 Series A	33,815	5/15/2008	3/1/2019	AA/Aa2	3.35	SIFMA + 8 Basis Points	(2,712)
2008 Series A	52,025	5/15/2008	9/1/2038	AAA/Aa1	3.86	62 percent of one month LIBOR + 38 Basis Points	(3,260)
							(56,295)
						Total Swap Termination Market Value	($117,179)

Swap Valuation — The Swap Termination Market Values presented above were estimated by either the Authority's counterparties to the swap agreements or by a third-party consultant, using proprietary valuation models based on industry valuation methodology, including the use of forward yield curves, zero curve rates, and market implied volatility assumptions. The synthetic instrument method and the regression analysis method were used to determine whether the derivative was hedgeable or not based on criteria provided by GASB Statement No. 53 "Accounting and Financial Reporting for Derivative Instruments". The fair values of the hedgeable derivatives are presented in the Statements of Revenue, Expenses and Changes in Fund Net Assets. The market values in the table above represent the termination payments that would have been due had the swaps terminated on June 30, 2010. A positive value represents money due to the Authority by the counterparty upon termination while a negative value represents money payable by the Authority.

Termination Risk — Counterparties to the Authority's swap agreements have ordinary termination rights that require a settlement payment by the Authority or the counterparty based on the market value of the swap agreement at the time of termination. As of June 30, 2010, no termination events have occurred.

Credit Risk — The Authority is exposed to credit risk, the risk that the counterparty fails to perform according to its contractual obligations, on all swap agreements. To mitigate this risk, the Authority has entered into swap agreements with highly rated counterparties. As of June 30, 2010, the counterparty or counterparty guarantor in 58 percent of the outstanding swaps were rated AA-/Aa1, 22 percent were rated A/A2, 14 percent were rated AAA/Aa3, and the remaining counterparties were rated AA/Aa2 and A+/Aa3 by S&P and Moody's, respectively. A collateral agreement has been entered into with all but one of the swap counterparties, to help reduce the Authority's exposure to credit risk. Collateral is required based on the counterparty's credit rating and the allowed threshold under each credit rating level. As of June 30, 2010, the counterparty rated AA-/Aa1, has collateral requirements starting at BBB+/Baa1 and a posting threshold of $500,000. The counterparty rated A/A2 has collateral requirements starting at AA-/Aa3 and a posting threshold of $50.0 million. Based on the current rating of A/A2 the posting threshold level is lowered to $40.0 million. The counterparty rating of AA/Aa2 has collateral requirements starting at A+/A1 and a posting threshold of $10.0 million. The counterparty rating of A+/Aa3 has collateral requirements starting at BBB+/Baa1 and a posting threshold of $500,000. The counterparty rated AAA/Aa3 does not have a collateral agreement with the Authority. Based on the fair values as of June 30, 2010, no collateral is required from any counterparty.

Basis and Interest Rate Risk — This risk arises when the amount that is paid by the swap counterparty is different than the variable rate interest payment due to the bondholders. For the Authority, this can happen when the swap counterparty payment is based on a taxable index (LIBOR) while the underlying bonds are traded in the tax exempt market. Based on market conditions, the relationship between taxable and tax exempt rates may vary. To minimize this risk, the Authority has chosen to use the formula that best represents the relationship between the taxable index and the Authority's historical bond rates. In addition, even when the swap counterparty payment is based on a tax exempt index (SIFMA) and the underlying bonds are tax exempt, or the swap counterparty payment is based on a taxable index (LIBOR) and the underlying bonds are taxable, the Authority's variable rate bonds may be traded differently from the market indices.

Rollover Risk — The Authority is exposed to rollover risk only on swaps that mature or may be terminated at the counterparty's option prior to the maturity of the associated bond. The Authority's swap agreements have limited rollover risk. For HORB issues, the swap agreements contain scheduled reductions to the notional amounts that are expected to follow the scheduled and anticipated reductions in the associated bonds under a wide range of mortgage prepayment speeds. In the case of the HRB and MHB issues, the underlying mortgages will adjust at the swap termination date to current market conditions.

The following swaps expose the Authority to rollover risk:

Associated Debt Issuance	Bond Maturity Date	Swap Termination Date
1987 HORB 2002 Series B	9/1/2032	3/1/2020
1987 HORB 2002 Series C	9/1/2016	9/1/2012
1987 HORB 2004 Series A	9/1/2028	9/1/2012
1987 HORB 2007 Series F	9/1/2018	9/1/2014
1988 HORB 2002 Series E	3/1/2028	3/1/2011
1988 HORB 2002 Series F	9/1/2032	9/1/2014
1988 HORB 2003 Series A	3/1/2029	9/1/2014
1988 HORB 2003 Series C	9/1/2033	3/1/2019
1988 HORB 2005 Series C	3/1/2028	3/1/2024
1988 HORB 2006 Series A	9/1/2030	3/1/2029
1988 HORB 2007 Series C	9/1/2035	9/1/2016
1988 HORB 2007 Series D	3/1/2034	9/1/2016
1988 HORB 2007 Series D	3/1/2038	9/1/2028
1988 HORB 2008 Series A	9/1/2038	3/1/2019
1974 HRB 2006 Series C&D	5/1/2037	11/1/2016
1974 HRB 2007 Series F&G	5/1/2042	11/1/2025
2006 MHB 2006 Series A&B	10/1/2036	10/1/2013
2006 MHB 2007 Series A&B	10/1/2040	10/1/2022
2006 MHB 2007 Series C	10/1/2048	9/1/2024
2006 MHB 2008 Series A&B	4/1/2046	10/1/2026

University of Wisconsin Hospitals and Clinics Authority (the Hospital)

In March 2000, the Hospital issued $56.5 million of Hospital Revenue Bonds, Series 2000 ("Series 2000 Bonds"). In September 2005, the Hospital refunded $52.5 million of the outstanding bonds with variable Rate Demand Hospital Revenue Bonds, Series 2005. Principal payments on the remaining Series 2000 Bonds are due semiannually in April 2009 through April 2010. Interest rates range from 5.35 percent to 5.50 percent and interest is payable semiannually on April 1 and October 1 of each year. The effective annual interest rate was 5.5 percent and 5.7 percent in 2010 and 2009, respectively.

In October 2002, the Hospital issued $68.5 million of Hospital Revenue Bonds, Series 2002 (Series 2002 Bonds) consisting of $55.6 million Series 2002A Short-term Adjustable Securities and $12.9 million Series 2002B Fixed Interest Rate Bonds. The bond proceeds are designated to finance qualified capital projects. In July 2008, the Hospital exercised its option to convert the interest rate on the Series 2002A Bonds from auction rates to a weekly variable rate mode, secured by a commercial bank Standby Bond Purchase Agreement. Interest on the Bond Issue Series 2002A was payable at the end of each Rate Period. In March 2009, the Hospital refunded $55.6 million of the outstanding Series 2002A bonds with Variable Rate Demand Revenue Bonds, Series 2009A. The refunding of the Series 2002A bonds resulted in the recognition of a loss of $1.7 million due to the unamortized insurance premium and recognition of a deferred loss of $641 thousand for other unamortized deferred costs of the Series 2002A. Principal payments on the Series 2002B Bonds range from $1.6 million to $1.9 million due annually commencing in April 2011 through April 2013. Interest rates for the Series 2002B Bonds range from 5.25 percent to 5.50 percent and interest is payable semiannually on April 1 and October 1 of each year beginning April 1, 2003. The effective annual interest rate of the Series 2002A Bonds was 2.5 percent in 2009. The effective annual interest rate was 5.9 percent in 2010 and 5.5 percent in 2009.

In October 2002, the Hospital entered into an interest rate swap in order to convert a portion of the Series 2002A Short-term Adjustable Rate Securities to fixed rates. The notional amount of this swap agreement was $21.4 million at June 30, 2010 which matures on April 1, 2022. The terms of the swap agreement are for the Hospital to pay the counterparty a fixed rate of 3.85 percent per annum, payable semiannually, and the Hospital to receive a floating rate of 70.0 percent of one-month LIBOR per annum, payable monthly. As of June 30, 2010 the interest rate received by the Hospital was .2 percent. The Hospital will be exposed to variable rates if the counterparty to the swap defaults or if the swap is terminated. The swap exposes the Hospital to credit risk should the relationship between LIBOR and auction rate converge, changing the synthetic rate on the bonds. The Hospital does not intend to terminate this agreement. The fair value of the swap is $(2.9) million at June 30, 2010. At June 30, 2010 the Hospital was not exposed to credit risk because the swap had a negative fair value. However, should interest rates change and the fair value of the swap becomes positive, the Hospital would be exposed to credit risk in the amount of the swap's fair value. Under the swap provision, either party has the option, but not the obligation, to terminate the swap transaction if the other party gets downgraded below BBB- by S&P or below Baa by Moody's. At June 30, 2010, the Hospital's rating is A+ from S&P and A1 from Moody's and the counterparty's rating is AA- from S&P and Aa1 from Moody's. The Hospital elected to classify the swap agreement as ineffective and reports the change in fair value as nonoperating revenue.

In November 2004, the Hospital entered into an interest rate swap in order to convert a portion of the Series 1997 Variable Rate Demand Bonds to fixed rates. The notional amount of this swap agreement was $26.5 million at June 30, 2010, which matures on April 1, 2021. The terms of the swap agreement are for the Hospital to pay the counterparty a fixed rate of 3.45 percent per annum, payable semiannually, and the Hospital to receive a floating rate of 70.0 percent of one-month LIBOR per annum, payable monthly. In 2010, the effective interest rate received by the Hospital was .2 percent. The Hospital will be exposed to variable rates if the counterparty to the swap defaults or if the swap is terminated. The swap exposes the Hospital to basis risk should the relationship between LIBOR and auction rate converge, changing the synthetic rate on the bonds. The Hospital does not intend to terminate this agreement. The fair value of the swap was

$(2.8) million at June 30, 2010. Under the swap provision, either party has the option, but not the obligation, to terminate the swap transaction if the other party gets downgraded below BBB- by S&P or below Baa by Moody's. At June 30, 2010, the Hospital's rating is A+ from S&P and A1 from Moody's and the counterparty's rating is AA- from S&P and Aa1 from Moody's. The Hospital elected to classify the swap agreement as ineffective and reports the change in fair value as nonoperating revenue.

In September 2005, the Hospital issued $59.8 million of Variable Rate Demand Hospital Revenue Bonds, Series 2005 ("Series 2005 Bonds"). The bond proceeds were designated to refund a portion of the Series 2000 Bonds. Principal payments on the Series 2005 Bonds, ranging from $495 thousand to $8.1 million are due annually in April 2009 through April 2029. Series 2005 Bonds bear interest at a weekly rate determined by a remarketing agent. Interest is payable monthly. The effective interest rate was 3.1 percent in 2009. In March 2009, the Hospital refunded $58.1 million of the outstanding Series 2005 bonds with Variable Rate Demand Hospital Revenue Bonds, Series 2009B and transferred the April 2009 principal payment of $495 thousand into escrow. The refunding of the Series 2005 Bonds resulted in the recognition of a loss of $889 thousand due to the unamortized insurance premium and recognition of a deferred loss of $423 thousand for other unamortized deferred costs of the Series 2005 Bonds.

In September 2005, the Hospital entered into an interest rate swap in order to convert the Series 2005 Variable Rate Demand Hospital Revenue Bonds to fixed rates. This swap has been applied to the Series 2009B with the refunding of the Series 2005 Bonds. The notional amount of the swap agreement was $59.8 million at June 30, 2010, which matures on April 1, 2029. The terms of the swap agreement are for the Hospital to pay the counterparty a fixed rate of 3.31 percent per annum, payable monthly, and the Hospital will receive a floating rate of 58.3 percent of one-month LIBOR per annum plus 0.36 percent payable monthly. The effective interest rate received by the Hospital was .5 percent in 2010. The Hospital will be exposed to variable rates if the counterparty to the swap defaults or if the swap is terminated. Under the swap provision, either party has the option, but not the obligation, to terminate the swap transaction if the other party gets downgraded below BBB- by S&P or below Baa by Moody's. At June 30, 2010, the Hospital's rating is A+ from S&P and A1 from Moody's and the counterparty's rating is AA- from S&P and Aa1 from Moody's. The Hospital does not intend to terminate the agreement. The swap exposes the hospital to basis risk should the relationship between LIBOR and variable rate coverage, changing the synthetic rate on the bonds. The fair value of the swap agreement was $(6.4) million at June 30, 2010. As of June 30, 2010, the Hospital was not exposed to credit risk because the swap had a negative fair value. However, should interest rates change and the fair value of the swap becomes positive, the Hospital would be exposed to credit risk in the amount of the swap's fair value. The Hospital elected to classify the swap agreement as ineffective and reports the change in fair value as nonoperating revenue

In March 2009, insurance on the 2005 swap agreement was removed and the collateral posting provisions of the swap agreement became effective. The collateral amount required is determined based on the fair value of the swap, less the applicable threshold of $7.0 million at the Hospital's current rating. Collateral valuations are performed daily, based on the official market closing curve. While the counterparty holds the collateral, the funds will earn the overnight Federal Funds interest rate, payable monthly.

In May 2008, the Hospital issued $50.4 million of Fixed Rate Bonds, Series 2008A ("Series 2008A Bonds") through a private placement. The bond proceeds were used to refund $50.0 million of Variable Rate Demand Hospital Revenue Bonds, Series 1997. Principal payments on the Series 2008 A Bonds, ranging from $515 thousand to $5.2 million are due annually in April 2011 through April 2026. Interest is payable semi-annually. In 2010, the effective interest rate was 5.3 percent.

In June 2008, the Hospital issued $61.0 million of Variable Rate Demand Revenue Refunding Bonds, Series 2008B ("2008B Bonds"). The bonds proceeds were used to refund $60.0 million of Hospital Revenue Bonds consisting of Short-term Adjustable Rate Securities, Series 2004. Principal payments on the Series 2008B Bonds, ranging from $9.95 million to $15.275 million are due annually in April 2030 through April 2034. Series 2008B Bonds bear interest at a daily rate determined by a remarketing agent. Interest is payable monthly. In 2010, the effective interest rate was .2 percent.

In September 2008, the Hospital entered into an equipment financing agreement with GE Government Finance, Inc., in the amount of $9.3 million. Principal and interest payments are made monthly commencing on November 1, 2008, for seven years. In 2010, the effective interest rate was 4.5 percent.

In March 2009, the Hospital issued $57.1 million of Variable Rate Demand Revenue Refunding Bonds, Series 2009A ("Series 2009A Bonds"), secured by an irrevocable transferable direct-pay letter of credit issued by a commercial bank. The bond proceeds were used to refund $55.6 million of Hospital Revenue Bonds consisting of Short-Term Adjustable Rate Securities, Series 2002A. Principal payments on the Series 2009A Bonds, ranging from $500 thousand to $4.0 million, are due annually in April 2013 through April 2032. Series 2009A Bonds bear interest at a weekly rate determined by a remarketing agent. Interest is payable monthly. In 2010, the effective interest rate was 0.2 percent.

In March 2009, the Hospital issued $59.3 million of Variable Rate Demand Revenue Refunding Bonds, Series 2009B ("Series 2009B Bonds"). The bond proceeds were used to refund $58.1 million of Variable Rate Demand Revenue Refunding

Bonds, Series 2005. Principal payments on the Series 2009B Bonds ranging from $1.96 million to $8.2 million, are due annually in April 2011 through April 2029. Series 2009B Bonds bear interest at a weekly rate determined by a remarketing agent. Interest is payable monthly. In 2010, the effective interest rate was 0.2 percent.

In June 2009, the Hospital issued $5.3 million of Fixed Rate Hospital Revenue Bonds, Series 2009C ("Series 2009C Bonds") through a private placement. The bond proceeds were designated to finance qualified capital projects. Principal payments on the Series 2009C Bonds, ranging from $248 thousand to $478 thousand, are due bi-annually beginning in April 2011 through October 2024. Series 2009C Bonds bear interest from June 30, 2009 through October 1, 2012, at the initial fixed rate of 5.07 percent per annum. The interest rate will be reset every three years and is payable bi-annually. In 2010, the effective interest rate was 5.1 percent.

The Series 2000 Bonds, Series 2002 Bonds, Series 2008A Bonds, Series 2008B, 2009A and 2009B are collateralized by a security interest in substantially all of the Hospital's revenue. The borrowing agreements contain various covenants and restrictions, including compliance with the terms and conditions of a Lease Agreement and provisions limiting the amount of additional indebtedness that may be incurred. The borrowing agreements also require the establishment and maintenance of certain funds under the control of a trustee. The Hospital is in compliance with all debt covenants at June 30, 2010.

The Series 2008B, Series 2009A Bonds, and Series 2009B Bonds with variable interest rates are secured by irrevocable transferable direct-pay letters of credit issued by a commercial bank. The initial letter of credit agreements have stated expiration dates of five (5) years. The letter of credit securing the 2008B bonds requires draws to be repaid on the earliest of the following dates to occur: (A) the date the bond is remarketed; (B) the date sixty (60) months from the date of the draw; or (C) the stated expiration date of the letter of credit. The letters of credit securing the 2009A and 2009B bonds do not require any principal payments within the first year of the draw; interest payments are due monthly. Outstanding principal payments under the letters of credit would revert to a Term Out Loan after the first year. Any obligations under the Term Out Loans are repayable in equal quarterly installments based on a four year straight-line amortization commencing on the 367th day after the draw with final payments of the outstanding balances on the earliest to occur of: (A) the date on which the letter of credit is replaced or substituted; (B) five (5) years following the date of the draw preceding such Term Out Loan; (C) the date the bonds are successfully remarketed; or (D) the date on which all amounts due have been accelerated pursuant to the letters of credit. At June 30, 2010, there were no amounts outstanding under the letters of credit.

Legislation which had limited the Hospital's total borrowings, exclusive of amounts payable to the State, to 235.0 million, with limited exceptions, was amended in April 2008. The statute now requires the Hospital to obtain approval of additional bond issuance from its Board of Directors, maintain an unenhanced bond rating in the category of "A" or better from Standard and Poor's Corporation and Moody's Investor service, Inc., and notify the State Joint Committee on Finance.

Scheduled principal and interest repayments on all of the Hospital's long-term debt, including the effect of the swaps based on the effective interest rate, are as follows (in thousands):

Fiscal Year Ended	Principal	Interest	Interest Rate Swap, Net	Total
2011	$ 7,481	$ 4,107	$ 3,147	$ 14,735
2012	7,840	3,817	3,076	14,733
2013	8,190	3,528	2,995	14,713
2014	8,562	3,247	2,882	14,691
2015	8,931	3,038	2,685	14,654
2016-2020	41,955	12,266	9,922	64,143
2021-2025	49,863	6,694	4,360	60,917
2026-2030	58,700	1,261	1,222	61,183
2031-2034	58,985	287	--	59,272
Deferred loss on refunding of 2000 Bonds	(5,856)	--	--	(5,856)
Deferred loss on refunding of 1997 Bonds	(242)	--	--	(242)
Deferred loss on refunding of 2004 Bonds	(428)	--	--	(428)
Deferred loss on refunding of 2002A Bonds	(605)	--	--	(605)
Deferred loss on refunding of 2005 Bonds	(395)	--	--	(395)
Premium on 2002B Bonds	177	--	--	177
	$243,158	$ 38,245	$ 30,289	$311,692

The revenue bonds of the Hospital do not constitute debt of the State nor is the State liable on those bonds.

Debt service requirements for principal and interest for the Hospital's revenue bonds at June 30, 2010 are as follows (in thousands):

Fiscal Year Ended	Principal	Interest
2011	$ 5,770	$ 6,980
2012	6,199	6,709
2013	6,903	6,410
2014	7,899	6,075
2015	8,654	5,694
2016-2020	41,735	22,145
2021-2025	49,795	11,048
2026-2030	58,700	2,483
2031-2034	58,985	287
Total	244,640	67,831
Deferred loss on refunding	(7,526)	--
Premium/Discount	177	--
Total	$ 237,291	$ 67,831

University of Wisconsin Foundation

Long-term debt of the University of Wisconsin Foundation consists of two notes payable. One of the notes is payable in accreting monthly principal installments with a final balloon payment due February 2010. The note is collateralized by certain investments equal to the outstanding loan balance. The outstanding balance as of December 31, 2009 is $1.8 million.

Interest of one-month LIBOR plus 1.25 percent (effective rate of 1.48 percent at December 31, 2009) is payable on the entire outstanding principal amount. In addition, the notional amount $1.1 million and amortizing thereafter (representing the "notional amount") is subject to an interest rate swap, converting the floating interest rate to a fixed rate. Interest on the notional amount of the swap effectively changes the one-month LIBOR plus 1.25 percent floating rate to a fixed rate of 5.24 percent. The fair value of the interest rate swap is an unrealized loss of $5,977 as of December 31, 2009.

ASC 815, *Derivatives and Hedging*, requires a not-for-profit organization to recognize all derivative contracts on its statement of financial position at their fair value, and changes in the fair value of all derivatives are reported as a change in temporarily restricted net assets on its statement of activities in the period of change.

The note was amended in February 2010. The amended note is payable in monthly installments of $19,738, including interest of 5.18 percent, with a balloon payment due in February 2015.

The second note is payable in five annual installments of $532,731, with a final payment due in January 2014. All payments on the note apply to principal. The balance outstanding as of December 31, 2009 is $2.7 million.

Future maturities of long-term debt as of December 31, 2009 are as follows:

Year ended December 31	Total Principal
2010	$ 755,748
2011	769,591
2012	769,591
2013	769,591
2014	769,591
Thereafter	669,143
Total	$ 4,503,255

D. Refundings, Exchanges and Early Extinguishments

Refunding Provisions of GASB Statement No. 23

The State implemented the provisions of GASB Statement No. 23. *Accounting and Financial Reporting for Refunding of Debt Reported by Proprietary Activities* beginning with Fiscal Year 1996. This Statement requires proprietary activities to adopt certain accounting and reporting changes for both current refunding and advance refunding resulting in defeasance of debt. GASB Statement No. 23 permits, but does not require, retroactive application of its provisions. The State has chosen not to apply the provisions retroactively to previously issued financial statements.

Current Year Refundings/General Obligation Bonds

In September 2009, the State issued $54.3 million of general obligation refunding bonds (2009 Series 1), the proceeds of which were used to current refund on November 1, 2009 principal of various general obligation bonds in the amount of $56.9 million. The refunding resulted in an increase in total debt service payments by $5.0 million and an economic gain or loss was not incurred.

In March 2010, the State issued $201.2 million of general obligation refunding bonds (2010 Series 1), the proceeds of which were used to current refund on May 1, 2010 principal of various general obligation bonds in the amount of $226.1 million. The refunding resulted in an increase in total debt service payments by $43.6 million and an economic gain or loss was not incurred.

Current Year Refundings/Revenue Bonds

In October, 2009, the Petroleum Inspection Fee Revenue Bonds issued $117.5 million of 2009 Series 1 revenue bonds. A portion of the proceeds, plus $14.3 million of original issue premium, net of the underwriter's discount, were used to fund previously issued extendible municipal commercial paper and a portion of the proceeds were deposited with the Trustee to provide for the current refunding of various outstanding petroleum inspection revenue bonds and refunding bonds. The refunding resulted in an economic gain of $1.1 million. This analysis does not address or include the bond proceeds used to fund previously issued extendible municipal commercial paper.

Prior Year Refundings/General Obligation Bonds

Government Accounting Standards Board Statement No. 7 *Advance Refundings Resulting in Defeasance of Debt*, provides that refunded debt and assets placed in escrow for the payment of related debt service be excluded from the financial statements. At June 30, 2010, approximately $749.3 million of general obligation bond principal have been defeased.

Prior Year Refundings/Revenue Bonds

For financial reporting purposes, the following primary government revenue bonds have been defeased, and therefore, removed as a liability from the balance sheet:

- Environmental Improvement Fund revenue bonds – At June 30, 2010, revenue bonds outstanding of $247.2 million have been defeased.
- Transportation revenue bonds – At June 30, 2010, revenue bonds outstanding of $442.8 million have been defeased.

Prior Year Refundings/Component Units

Badger Tobacco Asset Securitization Corporation

In April, 2009, the Badger Tobacco Asset Securitization Corporation's (BTASC) deposited securities in an irrevocable trust with an escrow agent to provide for all future debt service payments on the BTASC bonds. As a result, the $1.3 billion of BTASC bonds are considered to be legally defeased and the liability for those bonds has been removed from the financial statements. Any gain or loss on the refunding has not been determined as the future cash flows of the old debt are not estimable due to the uncertainty of future Tobacco Settlement Revenues (TSRs).

Wisconsin Housing and Economic Development Authority

In 1990 the Wisconsin Housing and Economic Development Authority (the Authority) defeased $48.4 million of Insured Mortgage Revenue Bonds, as of June 30, 2010, the remaining outstanding defeased debt is $20.6 million.

University of Wisconsin Hospital and Clinics Authority (the Hospital)

On September 20, 2005, the Hospital issued $59.8 million in Variable Rate Demand Revenue Refunding Bonds, Series 2005 with an initial interest rate of 2.69 percent per annum at the time of issuance to advance refund $52.5 million of outstanding Bond Issue Series 2000 with an interest rate range of 5.6 percent to 5.85 percent. The net proceeds of $58.2 million (after payment of $1.6 million in issuance costs) were used to purchase state and local government securities. Those securities were deposited in an irrevocable trust with an escrow agent to provide for all future debt service payments on the refunded portion of the Fixed Rate Serial and Term Hospital Revenue Bonds, Series 2000 with maturity dates on or after April 1, 2011. As a result, the refunded portion of the Bond Issue Series 2000 is considered to be defeased and the liability for those bonds has been removed from the balance sheet. The amount outstanding related to the

defeased portion of the 2000 Series Bond is $.0 million at June 30, 2010.

Early Extinguishments/Redemptions

Component Units

Wisconsin Housing and Economic Development Authority

During 2010, the Wisconsin Housing and Economic Development Authority (the Authority) redeemed early various outstanding bonds according to the redemption provisions in the bond resolutions. None of these redemptions resulted in extraordinary losses due to the write-off of remaining unamortized deferred debt financing costs.

A summary of these early redemptions follows (in thousands):

Bond Issue	Redemptions 2010
Home Ownership Revenue Bond Resolutions:	
1987	$ 123,610
1988	159,960
All Other	6,070
Facility Refunding Bonds	2,635
Housing Revenue Bonds	2,010
Multifamily Housing Bonds	130
General Fund	1,725

E. Short-term Financing

The State of Wisconsin Building Commission, an agency of the State, is empowered by law to consider, authorize, issue, and sell debt obligations of the State. To date, the Commission has authorized the issuance of notes. When this short-term debt does not meet long-term financing criteria, it is classified among fund liabilities.

General Obligation Commercial Paper Notes

The State has authorized General Obligation Commercial Paper Notes for the acquisition, construction, development, extension, enlargement, or improvement of land, waters, property, highway, buildings, equipment or facilities. Periodically, additional commercial paper notes are issued to pay for maturing commercial paper notes.

The State intends to make annual May 1 payments on the outstanding commercial paper notes that reflect principal amortization of the notes. The State also intends to make regular deposits to the issuing and paying agent that will be used to pay interest due on maturing notes. At June 30, 2010, the amount of general obligation commercial paper notes outstanding was $193.5 million which had interest rates ranging from .24 percent to .37 percent and maturities ranging from July 1, 2010 to October 8, 2010.

Short-term debt activity for the year ended June 30, 2010 for the general obligation commercial paper notes was as follows (in millions):

Balance July 1, 2009	Additions	Reductions	Balance June 30, 2010
$ 198.6	$ --	$ 5.1	$ 193.5

General Obligation Extendible Municipal Commercial Paper

The State has authorized general obligation extendible municipal commercial paper for the acquisition, construction, development, extension, enlargement, or improvement of land, waters, property, highway, buildings, equipment or facilities. Periodically, additional extendible municipal commercial papers are issued to pay for maturing extendible municipal commercial paper. The State intends to make annual May 1 payments on the outstanding extendible commercial paper that reflect principal amortization of the paper. The State also intends to make regular deposits to the issuing and paying agent that will be used to pay interest due on maturing notes. At June 30, 2010, the amount of the general obligation extendible municipal commercial paper outstanding was $413.6 million which had interest rates ranging from .35 percent to .50 percent and maturities ranging from July 8, 2010, to October 8, 2010.

Short-term debt activity for the year ended June 30, 2010 for the general obligation extendible municipal commercial paper was as follows (in millions):

Balance July 1, 2009	Additions	Reductions	Balance June 30, 2010
$ 422.2	$ --	$ 8.6	$ 413.6

Petroleum Inspection Fee Revenue Extendible Municipal Commercial Paper

The State has authorized petroleum inspection fee revenue extendible municipal commercial paper to pay the costs of claims under the Petroleum Environmental Cleanup Fund Award (PECFA) Program. Periodically, additional extendible municipal commercial paper is issued to pay for maturing paper. The State may periodically deposit money into the Junior Subordinate Principal Account, which represents principal payments to be made on the extendible municipal commercial paper. The State also intends to make regular deposits to the issuing and paying agent that will be used to pay interest due on maturing paper. At June 30, 2010, the amount of petroleum inspection fee revenue extendible commercial paper outstanding was $71.2 million which had interest rates ranging from .38 percent to .44 percent and maturities ranging from July 8, 2010 to September 10, 2010.

Short-term debt activity for the year ended June 30, 2010 for the petroleum inspection fee revenue extendible municipal commercial paper was as follows (in millions):

Balance July 1, 2009	Additions	Reductions	Balance June 30, 2010
$ 142.3	$ --	$ 71.2	$ 71.2

Transportation Revenue Commercial Paper Notes

The State authorized transportation revenue commercial paper notes to pay the costs of major highway projects and certain State transportation facilities. Periodically, additional commercial paper notes are issued to pay for maturing commercial paper notes. The State intends to make annual July 1 payments on the commercial paper notes that reflect principal amortization of the notes. The State also intends to make regular deposits to the issuing and paying agent that will be used to pay interest due on maturing notes. At June 30, 2010, the amount of transportation revenue commercial paper notes outstanding was $162.5 million which had interest rates ranging from .33 percent to .34 percent and maturities ranging from July 8 to October 8, 2010.

Short-term debt activity for the year ended June 30, 2010 for the transportation revenue commercial paper notes was as follows (in millions):

Balance July 1, 2009	Additions	Reductions	Balance June 30, 2010
$ 177.6	$ --	$ 15.1	$ 162.5

F. Certificates of Participation

The State established a facility in 1992 that provides lease purchase financing for property and certain service items acquired by State agencies. This facility is the Third Amended and Restated Master Lease 1992-1. Pursuant to the terms and conditions of this agreement, the trustee for the facility issues parity Master Lease certificates of participation that evidence proportionate interest of the owners thereof in lease payments. A common pool of collateral ratably secures all Master Lease certificates. Title in the property and service items purchased under the facility remains with the State and the State grants to the Trustee, for the benefit of all Master Lease certificate holders, a first security interest in the leased items. At June 30, 2010, the following parity Master Lease certificates were outstanding:

- Master Lease Certificates of Participation of 2006, Series A, in the amount of $29.3 million. This series of Master Lease certificates has interest rates ranging from 4.0 percent to 5.0 percent and matures semi-annually through September 1, 2016.

- Master Lease Certificates of Participation of 2010, Series A (Revolving Credit Agreement – Taxable) in the amount of $25.2 million. This Master Lease certificate evidences the State's obligation to repay advances under a Revolving Credit Agreement, dated June 22, 2007, as amended between U.S. Bank National Association (as trustee), the State of Wisconsin, acting by and through its Department of Administration, as lessee, and Dexia Credit Local. The scheduled termination date under the Revolving Credit Agreement, as amended, is September 1, 2013. This Master Lease certificate shall bear interest at the rates and mature on the dates provided for in the Revolving Credit Agreement. The balance of this Master Lease certificate may include some accrued interest that will be payable at the next semi-annual interest payment date.

- Master Lease Certificates of Participation of 2007, Series B and Master Lease Certificates of Participation of 2008 Series A (Revolving Credit Agreement-Tax Exempt) in the amount of $9.6 million. These Master Lease certificates of participation evidence the State's obligation to repay certain advances under a Revolving Credit Agreement, dated June 22, 2007, as amended between U.S. Bank National Association, as trustee, the State of Wisconsin, acting by and through its Department of Administration, as lessee, and Dexia Credit Local, as amended. The scheduled termination date under the revolving credit agreement is September 1, 2013. This master lease certificates of participation shall bear interest at the rates and mature on the dates provided for in the Revolving Credit Agreement.

The Third Amended and Restated Master Lease 1992-1 provides that certain lease schedules to the facility can be terminated if the State deposits with the Trustee an amount that is equal to the outstanding amount of the lease schedule, or in amounts that are sufficient to purchase investments that mature on dates and in amounts to make the lease payments when due. At June 30, 2010, the State has not deposited with the Trustee amounts, that when invested, will terminate lease schedules.

G. Arbitrage Rebate

The Tax Reform Act of 1986 requires that governmental entities issuing tax-exempt debt subsequent to August 1986, calculate and rebate arbitrage earnings to the federal government. Specifically, the excess of the aggregated amount earned on investments purchased with bond proceeds over the amount that would have been earned if the proceeds were invested at a rate equal to the bond yield, is to be rebated to the federal government. As of June 30, 2010, a liability for arbitrage rebate did not exist.

H. Moral Obligation Debt

Through legislation enacted in 1999, the State authorized the creation of local districts. These districts (Wisconsin Center District, Southeast Wisconsin Professional Baseball Park District, and the Green Bay/Brown County Professional Football Stadium District) are authorized to issue bonds for their respective purpose, and if the State determines that certain conditions are satisfied, the State may have a moral obligation to appropriate moneys to make up deficiencies in the districts' special debt service reserve funds. To date, the Wisconsin Center District has the authority to issue up to $200.0 million and has issued $125.8 million of bonds that are subject to the moral obligation. The two other local districts each have authority to issue $160.0 million of revenue obligations that, subject to the Secretary of Administration's determination that certain conditions have been met, could carry a moral obligation of the State. All of the districts have issued revenue obligations that do not carry the moral obligation of the State.

Through legislation enacted in 1999, the State authorized the issuance of up to $170.0 million principal amount of bonds to finance the development or redevelopment of sites and facilities to be used for public schools. If certain conditions are satisfied, and if a special debt service reserve fund is created for the bonds, the State will provide a moral obligation pledge, which would restore the special debt reserve fund established for the bonds to an amount not to exceed the maximum annual debt service on the bonds. Three bond issues with an aggregate outstanding balance of $100.8 million have been issued that have a special debt service reserve fund secured by the State's moral obligation.

I. Credit Agreements

Primary Government

The State has, as part of the working bank contract, a letter of credit agreement with the US Bank National Association under which the Bank has agreed to provide to the State an open line of credit in the amount of $50.0 million. The agreement provides for advances in anticipation of bond issuance proceeds. As of June 30, 2010, $50.0 million was unused and available.

The State has entered into a credit agreement to provide a line of credit for liquidity support for up to $233.0 million of general obligation commercial paper notes. The line of credit expires in March, 2013, but is subject to renewal as provided for in the credit agreement. The cost of this line of credit is 0.095 percent per year.

Also, the State has entered into a credit agreement to provide a line of credit for liquidity support for its transportation revenue commercial paper program. The amount of the line of credit is $207.0 million. This line of credit expires in April, 2013, but is subject to termination and renewal as provided for in the credit agreement. The cost of this line of credit is 0.100 percent per year.

NOTE 12. LEASE COMMITMENTS AND INSTALLMENT PURCHASES

The State leases office buildings, space, and equipment under a variety of agreements that vary in lease term, many of which are subject to appropriation from the State Legislature to continue the lease commitment. If such funding, i.e., through legislative appropriation, is judged to be assured, and the likelihood of cancellation through exercise of the fiscal funding clause is remote, leases are considered noncancelable and reported as either a capital lease or an operating lease.

A. Capital Leases

Primary Government

Capital lease commitments in the government-wide and proprietary funds statements are reported as liabilities at lease inception. The related assets along with the depreciation are also reported at that time. Lease payments are reported as a reduction of the liability.

For capital leases in governmental funds, "Other Financing Sources - Capital Lease Acquisitions" and expenditures are recorded at lease inception. Lease payments are recorded as expenditures.

The following is an analysis of the gross minimum lease payments along with the present value of the minimum lease payments as of June 30, 2010 for capital leases (in thousands):

Fiscal Year	Governmental Activities	Business-type Activities
2011	$ 10,580	$ 7,808
2012	9,731	7,417
2013	7,701	6,928
2014	6,360	6,529
2015	1,965	5,664
2016 - 2020	684	5,722
2021 - 2025	-	-
2026 - 2030	-	-
2031 - 2035	-	-
2036 - 2040	-	-
Total minimum future payments	37,022	40,067
Less: Interest	(5,449)	(5,227)
Present value of net minimum lease payments	$ 31,572	$ 34,839

Assets acquired through capital leases are valued at the lower of fair market value or the present value of minimum lease payments at the inception of the lease. The following is an analysis of capital assets recorded under capital leases as of June 30, 2010 (in thousands):

Fiscal Year	Governmental Activities	Business-type Activities
Land and Land Improvements	$ 376	$ -
Buildings and Improvements	1,000	70,950
Machinery and Improvements	100,712	9,539
Less: Accumulated Depreciation	(36,166)	(32,998)
Carrying Amount	$ 65,922	$ 47,491

Master Lease Program

The State established a facility in 1992 that provides lease purchase financing for property and certain service items acquired by state agencies. This facility is the Third Amended and Restated Master Lease between the State acting by and through the Department of Administration and U.S. Bank National Association. Lease purchase obligations under the Master Lease are not general obligations of the State, but are payable from appropriations of State agencies participating in the Master Lease Program, subject to annual appropriation. The interest component of each lease/purchase payment is subject to a separate determination. Pursuant to terms of the Master Lease, the Trustee for the facility issues parity Master Lease certificates of participation that evidence proportionate interest of the owners thereof in lease payments. The outstanding balance as of June 30, 2010 was as follows:

Balance Due	Average Life (Weighted Term)
$64,204,149	2.5 Years

Component Unit

University of Wisconsin Hospital and Clinics Authority

Under the terms of a lease agreement, the University of Wisconsin Hospitals and Clinics Authority (the Hospital) leases facilities which were occupied by the Hospital as of June, 1996 (see Note 1B to the financial statements). The initial term of the lease is 30 years to be renewed annually with automatic extensions of one additional year on each July 1 until action is taken to stop the extensions. Included in the consideration for the lease is an amount equal to the debt service during the term of the lease agreement on all outstanding bonds issued by the State for the purpose of financing the acquisition, construction or improvement of the leased facilities. The balance at June 30, 2010 for amounts related to this agreement was $5.9 million.

B. Operating Leases

Operating leases, those leases not recorded as capital leases as required by FASB Statement No. 13, are not recorded in the statement of net assets. These leases contain various renewal options, the effect of which are reflected in the minimum lease payments only if it is considered that the option will be exercised. Certain other operating leases contain escalation clauses and contingent rentals which are not included in the calculation of the future minimum lease payments. The State has adopted the operating lease scheduled rent increase provisions of FASB Statement No. 13. Operating lease expenditures/expenses are recognized as incurred or paid over the lease term.

Governmental and business-type activities and fiduciary funds rental expenses under operating leases for Fiscal Year 2010 were $66.0 million. Of this amount, $65.4 million relates to minimum rental payments stipulated in lease agreements, $600 thousand relates to contingent rentals, and $206 thousand relates to sublease rental payments received. Component unit rental expenses under operating leases were $18.7 million, of which $18.6 million relates to minimum rental payments stipulated in lease agreements.

The following is an analysis of the future minimum rental payments due under operating leases (in thousands):

Fiscal Year	Govern-mental Activities	Business-type Activities	Fiduciary Funds	Com-ponent Units
2011	$ 46,911	$ 24,886	$ 135	$ 12,231
2012	38,567	14,652	34	5,734
2013	32,794	10,633	12	2,800
2014	27,287	9,686	3	1,470
2015	22,256	7,840	-	1,221
2016 - 2020	49,263	33,229	-	4,483
2021 - 2025	9,192	29,904	-	-
2026 - 2030	436	30,143	-	-
2031 - 2035	375	15,179	-	-
2036 - 2040	385	-	-	-
2041 - 2045	331	-	-	-
2046 - 2050	342	-	-	-
Thereafter	252	-	-	-
Minimum lease payments	$ 228,392	$ 176,152	$ 185	$ 27,939

C. Installment Purchases

The State has entered into installment purchase agreements. The following is an analysis of the gross minimum installment payments, along with the present value of the minimum installment payments, as of June 30, 2010 for installment purchases (in thousands):

Fiscal Year	Governmental Activities
2011	$ 696
2012	40
Total minimum future payments	736
Less: Interest	(7)
Present value of net minimum installment payments	$ 729

NOTE 13. POLLUTION REMEDIATION OBLIGATIONS

The State implemented the Governmental Accounting Standards Board (GASB) Statement No. 49, *Accounting and Financial Reporting for Pollution Remediation Obligations* in Fiscal Year 2009. This Statement establishes accounting and financial reporting standards for pollution remediation obligations, which are obligations to address the current or potential detrimental effects of existing pollution by participating in pollution remediation activities such as site assessments and cleanups. The scope of the standard excludes pollution prevention or control obligations with respect to current operations, and future pollution remediation obligations that are required upon retirement of an asset, such as landfill closure and post closure care and nuclear power plant decommissioning.

Measurement of Obligations

GASB 49 requires the State to calculate pollution remediation obligations using the expected cash flow technique. These estimates are subject to change over time. Costs may vary due to price fluctuations, changes in technology, changes in potential responsible parties, results of environmental studies, changes to statutes or regulations and other factors. Recoveries from other responsible parties may reduce the State's obligation. In accordance with the standard, if the State cannot reasonably estimate a pollution remediation obligation, it does not report a liability. Under specific circumstances capital assets may be created when pollution remediation is performed. The State has adopted a minimum reporting threshold of $1.0 million. Therefore, only remediation sites with outlays estimated to meet or exceed that amount are reported in the financial statements.

During fiscal year 2010, the State did not recognize additional estimated liabilities for pollution remediation. The State expended $1.6 million to clean up sites in FY 2010, therefore, the beginning liability of $15.6 million was reduced to $14.0 million. There were no recoveries received from other responsible parties during fiscal year 2010 and none are expected for the identified obligations.

Identified Remediation Obligations:

Pollution remediation liabilities are updated annually and are based on engineering studies and the judgment of agency officials. The following table shows liabilities included in the Statement of Net Assets as of June 30, 2010 (in millions):

Nature and Source of Pollution	Estimated Liability	Estimated Recovery
Contract agreement with EPA to clean up Superfund site of former wood treatment facility	$ .5	--
Voluntary commencement by the State to clean up heavy metal contamination of canal near former industrial site	7.0	--
State agreement with EPA to clean up PCB sediments in Milwaukee's Lincoln Park	6.5	--
Total estimated obligations	$14.0	--

In addition to the liability reported in the table above, the State expects to incur estimated costs of $27,000 per year indefinitely to pump and treat contamination at a former chrome plating facility. The State also expects to incur estimated costs of $70,000 per year indefinitely to operate and maintain a closed landfill. Both are Superfund sites and estimated total remediation costs for them cannot be reasonably determined. Therefore, a liability has not been reported in the Statement of Net Assets for either site.

NOTE 14. RETIREMENT PLAN

The Wisconsin Retirement System (WRS) was established and is administered by the State of Wisconsin to provide pension benefits for State and local government public employees. The WRS consists of the Core Retirement Investment Trust, the Variable Retirement Investment Trust, and the Police and Firefighters Trust. Although separated for accounting purposes, the assets of these trust funds can be used to pay benefits for any member of the WRS, and are reported as one pension plan.

The WRS is considered part of the State of Wisconsin's financial reporting entity. Copies of the separately issued financial report that includes financial statements and required supplementary information for the year ending December 31, 2009, is available at www.etf.wi.gov or may be obtained upon request from:

Department of Employee Trust Funds
801 West Badger Road
P.O. Box 7931
Madison, WI 53707-7931.

Plan Description

The WRS, governed by Chapter 40 of the Wisconsin Statutes, is a cost-sharing multiple-employer defined benefit pension plan. It provides coverage to all eligible State of Wisconsin, local government and other public employees. Any employee of a participating employer who is expected to work at least 600 hours per year (440 hours per year for teachers) for at least one year must be covered by the WRS. As of December 31, 2009, the number of participating employers was:

State Agencies	59
Cities	152
Counties	71
4th Class Cities	36
Villages	256
Towns	232
School Districts	427
Wisconsin Technical College System Board Districts	16
Cooperative Educational Service Agencies	12
Other	208
Total Employers	1,469

For employees beginning participation on or after January 1, 1990 and no longer actively employed on or after April 24, 1998, creditable service in each of five years is required for eligibility for a retirement annuity. Participants employed prior to 1990 and on or after April 24, 1998 are immediately vested. Employees who retire at or after age 65 (55 for protective occupation employees, 62 for elected officials and State executive participants) are entitled to receive an unreduced retirement benefit. The factors influencing the benefit are: (1) final average earnings, (2) years of creditable service, and (3) a formula factor.

Final average earnings is the average of the participant's three highest years' earnings. Creditable service is the creditable current and prior service expressed in years or decimal equivalents of partial years for which a participant receives earnings and makes contributions as required. The formula factor is a standard percentage based on employment category.

Employees may retire at age 55 (50 for protective occupation employees) and receive reduced benefits. Employees terminating covered employment before becoming eligible for a retirement benefit may withdraw their contributions and forfeit all rights to any subsequent benefits. The WRS also provides death and disability benefits for employees.

Accounting Policies and Plan Asset Matters

The financial statements of the WRS have been prepared in accordance with generally accepted accounting principles, using the flow of economic resources measurement focus and a full accrual basis of accounting. Under the accrual basis of accounting, revenues are recorded when earned and expenses are recorded at the time the liabilities are incurred. Plan member contributions are recognized in the period in which contributions are due. Employer contributions to the plan are recognized when due and the employer has made a formal commitment to provide contributions. Benefits and refunds are recognized when due and payable in accordance with the terms of the plan.

All assets of the WRS are invested by the State of Wisconsin Investment Board. The retirement fund assets consist of shares in the Variable Retirement Investment Trust and the Core Retirement Investment Trust. The Variable Retirement Investment Trust consists primarily of equity securities. The Core Retirement Investment Trust is a balanced investment fund made up of fixed income securities and equity securities. Shares in the Core Retirement Investment Trust are purchased as funds are made available from retirement contributions and investment income, and sold when funds for benefit payments and other expenses are needed.

The assets of the Core and Variable Retirement Investment Trusts are carried at fair value with all market value adjustments recognized in current operations. Investments are revalued monthly to current market value. The resulting valuation gains or losses are recognized as income, although revenue has not been realized through a market-place transaction.

The WRS does not have any investments (other than those issued or guaranteed by the U.S. Government) in any one organization that represent 5.0 percent or more of plan net assets.

State Contributions Required and Contributions Made

Covered State employees in the General/Teacher category are required by statute to contribute 5.0 percent of their salary (3.2 percent for Executives and Elected Officials, 5.5 percent for Protective Occupations with Social Security, and 3.9 percent for Protective Occupations without Social Security) to the plan as of June 30, 2010. Employers may make these contributions to the plan on behalf of employees.

Employers are required to contribute an actuarially determined amount necessary to fund the remaining projected cost of future benefits. State contributions made for the years ended December 31, 2009, 2008, and 2007 were as follows (in millions):

	2009	2008	2007
Employer current service	$ 192.5	$ 196.2	$ 182.9
Percent of payroll	5.0%	5.1%	5.1%
Employer prior service	$ 3.2	$ 3.1	$ 2.8
Percent of payroll	0.1%	0.1%	0.1%
Employee required	$ 191.1	$ 191.2	$ 178.4
Percent of payroll	5.0%	5.0%	5.0%
Benefit adjustment contributions	$ 30.0	$ 33.2	$ 31.0
Percent of payroll	0.8%	0.9%	0.9%
Percent of Required Contributions	100%	100%	100%

The WRS uses the "Entry Age Normal with Frozen Initial Liability" actuarial method in establishing employer contribution rates. Under this method, the unfunded actuarial accrued liability (UAAL) is generally affected only by the monthly amortization payments, compound interest, the added liability created by new employer units, and any liabilities caused by changes in benefit provisions. The UAAL is being amortized over a 40 year period beginning January 1, 1990 for employers in the WRS prior to 2009. Liabilities for employers joining the WRS effective April 5, 2008, are amortized over 30 years. However, periodically, the Employee Trust Funds Board has reviewed and, when appropriate, adjusted the actuarial assumptions used to determine this liability. Changes in the assumptions may affect the UAAL, and the resulting actuarial gains or losses are credited or charged to employers' unfunded liability accounts.

All actuarial gains or losses arising from the difference between actual and assumed experience are reflected in the determination of the normal cost.

As of June 30, 2010 and 2009, the WRS's unfunded actuarial accrued liability was $0.2 billion and $0.2 billion, respectively. These amounts are presented as Prior Service Contributions Receivable on the financial statements. New prior service liabilities resulting from employers entering the WRS or increasing their prior service coverage are recognized as contributions in the year service is granted and are added to the Prior Service Contributions Receivable. Employer contributions for prior service reduce the receivable. The receivable is increased as of calendar year end with interest at the assumed interest rate of 7.8 percent.

NOTE 15. MILWAUKEE RETIREMENT SYSTEM

The Milwaukee Retirement System (MRS) is reported as an Investment Trust Fund. MRS participants provide assets to the State of Wisconsin, Department of Employee Trust Funds (DETF) for investing in its Core Retirement Investment Trust (CRIT) and the Variable Retirement Investment Trust (VRIT), funds of the Wisconsin Retirement System (WRS). Participation of the MRS in the CRIT and VRIT is described in the DETF Administrative Code, Chapter 10.12. The State of Wisconsin Investment Board (SWIB) manages the CRIT and VRIT with oversight by a Board of Trustees as authorized in Wis. Stat. 25.14 and 25.17. SWIB is not registered with the Securities and Exchange Commission as an investment company.

The investments of the CRIT and VRIT consist of a highly diversified portfolio of securities. Wis. Stat. 25.17(3)(a) allows investments in loans, securities and any other investments as authorized by Wis. Stat. 620.22. Permitted classes of investments include bonds of governmental units or of private corporations, loans secured by mortgages, preferred or common stock, real property and other investments not specifically prohibited by statute.

Investments are revalued monthly to fair value, with unrealized gains and losses reflected in income.

Monthly, the DETF distributes a pro-rata share of the total CRIT and VRIT earnings less administrative expenses to the MRS accounts. The MRS accounts are adjusted to fair value and gains/losses are recorded directly in the accounts per DETF Administrative Code, Chapter 10.12(2). Neither State statute, a legal provision nor a legally binding guarantee exists to support the value of shares.

Copies of the separately issued financial report that includes financial statements along with the accompanying footnote disclosures and supplementary information for the CRIT and the VRIT is available at www.swib.state.wi.us or may be obtained upon request from:

State of Wisconsin Investment Board
P.O. Box 7842
Madison, Wisconsin 53707-7842

NOTE 16. POSTEMPLOYMENT BENEFITS – STATE HEALTH INSURANCE PROGRAM

Effective Fiscal Year 2008, the State implemented the Governmental Accounting Standards Board (GASB) Statement No. 45, *Accounting and Financial Reporting by Employers for Postemployment Benefits Other Than Pensions*. This Statement establishes standards for the measurement, recognition, and display of other postemployment benefit expense/expenditures and related liabilities (assets), note disclosures, and, if applicable, required supplementary information in financial reports of state and local governmental employers.

Plan Description

The State's Health Insurance Program, a cost-sharing multiple employer, defined benefit plan, is an employer-sponsored program (not administered as a trust) offering group medical coverage to eligible employees and retirees of State and participating local government employers. Created under Chapter 40, of the Wisconsin Statutes, the State Department of Employee Trust Funds and the Group Insurance Board have program administration and oversight responsibilities under Wis. Stat. Sections 15.165(2) and 40.03(6). As of January 2009 (most recent actuarial valuation date), there were 54,598 active, and 20,592 retirees and beneficiaries participating in the plan.

Under this plan, retired employees of the State are allowed to pay the same healthcare premium as active employees, creating an implicit rate subsidy for retirees. This implicit rate subsidy, which is calculated to cover pre-age 65 retirees (since at age 65 retirees are required to enroll in Medicare when eligible), is treated as an other postemployment benefit (OPEB).

The Department of Employee Trust Funds issues a publicly available financial report. That report is available at www.etf.wi.gov or may be obtained upon request from:

The Department of Employee Trust Funds
801 West Badger Road
P.O. Box 7931
Madison, Wisconsin 53707-7931

Funding Policy

The health insurance plan is currently funded on a "pay-as-you-go" basis. GASB Statement No. 45 does not require funding of the OPEB expense and the State does not currently intend to prefund the OPEB obligation. Under this plan, retirees contribute premiums directly to the plan either through "out-of-pocket" or from unused accumulated sick leave conversion credits. The value of the sick leave benefit is defined as compensated absences and reported under the provisions of GASB Statement No. 16, *Accounting for Compensated Absences*.

Contribution requirements are established and may be amended by the Group Insurance Board. For retirees that participate in the health insurance plan, premiums, for non-Medicare retirees, are based on an effective rate structure for the health care service provider selected. Rates range from $564.50 to $1,074.00 for single coverage and $1,407.50 to $2,681.60 for family coverage.

The annual required contribution of the employer (ARC) is an amount actuarially determined in accordance with the parameters of GASB Statement No. 45. The ARC represents a level of funding that, if paid on an ongoing basis, is projected to cover normal cost each year and amortize any unfunded actuarial liabilities (or funding excess) over a period not to exceed thirty years. At June 30, 2010, the ARC was $130.5 million while the employer contributions were $46.5 million, and the ARC adjustment, with interest, was $14.7 million.

Annual OPEB Cost

As of January 1, 2009 (most recent actuarial valuation date), the State's annual OPEB cost, the percentage of annual OPEB costs contributed to the plan, and the net OPEB obligation were as follows (in thousands):

Year	Annual OPEB Cost	Employer Contributions	Percentage of Annual OPEB Cost Contributed	Net OPEB Obligation
2010	$124,294	$46,487	37.4%	$291,875
2009	158,699	48,795	30.8	214,068
2008	148,497	44,333	29.9	104,164

Interest on the net OPEB obligation was $8.6 million while the net OPEB obligation increased $77.8 million.

Funded Status and Funding Progress

The funded status of the plan as of January 1, 2009 (most recent actuarial valuation date) was as follows (in thousands):

Actuarial accrued liability (AAL)	$1,329,526
Actuarial value of plan assets	0
Unfunded actuarial accrued liability (UAAL)	$1,329,526
Funded ratio (actuarial value of plan assets/AAL)	0.0%
Covered payroll (active plan members)	$3,053,972
UAAL as a percentage of covered payroll	43.5%

The actuarial accrued liability calculation considers the retiree drug subsidy (RDS) provisions of Medicare Part D as a separate transaction. Therefore, the actuarial accrued liability, the annual

required contribution of the employer (ARC), and the annual OPEB costs are determined without reduction of RDS payments. At January 1, 2009, (most recent actuarial valuation date) the Medicare part D portion included in the actuarial accrued liability is $497.4 million.

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.

Actuarial Methods and Assumptions

Projections of benefits for financial reporting purposes are based on the substantive plan (the plan as understood by the employer and 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 employer and plan members to that point. The actuarial methods and assumptions used include techniques that are designed to reduce short-term volatility in actuarial accrued liabilities and the actuarial value of assets, consistent with the long-term perspective of the calculations.

In the January 1, 2009 actuarial valuation, the entry age normal actuarial cost method was used. Actuarial assumptions included a discount rate of 4.0 percent, determined using an underlying assumption of 3.0 percent for inflation plus 1.0 percent for high quality investments with durations of one year or less, and a 4.1 percent assumed annual payroll growth. The projected annual healthcare cost trend rate is 9.07 percent initially, reduced by decrements to an ultimate rate of 5.0 percent. Other assumptions used, such as mortality, disability and retirement rates for active members, are consistent with an actuarial valuation on the Wisconsin Retirement Plan dated December 31, 2008. In addition, a 30 year, level percent of pay, closed amortization period was used for the initial UAAL, while a 15 year, level percent of pay, closed amortization period was used for any future gains and losses.

Currently, the health insurance plan is not funded by assets held in a separate trust. The discount rate (discussed above) was based on the State's general assets not earmarked for certain uses, such as building funds. The State's general assets are held in short-term fixed income investments. Therefore, the discount rate reflects that type of investment policy.

A Schedule of Funding Progress, presented as required supplementary information following the notes to the financial statements, is designed to present multiyear trend information about whether the actuarial value of plan assets is increasing or decreasing over time relative to the actuarial accrued liability for benefits.

NOTE 17. OTHER POSTEMPLOYMENT BENEFIT (OPEB) PLANS

The State of Wisconsin, Department of Employee Trust Funds (DETF), administers three postemployment benefit plans other than pension plans – the State Retiree Health Insurance Fund, the Duty Disability Fund, and the Retiree Life Insurance Fund.

Plan Descriptions

State Retiree Health Insurance Fund

The State *Retiree Health Insurance Fund* is a multiple-employer defined benefit OPEB plan offering group health insurance. Disclosures relating to the plan are provided in Note 16 – *Postemployment Benefits of the State Other Than Pensions – Health Insurance Program*.

Duty Disability Fund

The *Duty Disability Fund* is a cost-sharing multiple-employer defined benefit OPEB plan. The plan offers special disability insurance for state and local participants in protective occupations. The plan is self-insured, and risk is shared between the State and local government employers in the plan. The plan is administered under Wis. Stat. Section 40.65. The plan is reported as a pension and other employee benefit trust fund.

Contributions are actuarially determined in accordance with Wis. Stats. Section 40.05 (2)(ar). All contributions are employer paid based on a graduated, experienced-rated formula. During Calendar Year 2009 contribution rates ranged from 1.9 percent to 6.6 percent of covered payroll based on employer experience.

Eligibility for program benefits is based upon whether a duty-related injury or disease is likely to be permanent, which causes a protective occupation participant to retire, accept reduced pay or light duty assignment, or in some cases, that impairs promotional opportunities. Benefits approximate 80 percent of salary (75 percent if partially disabled and not a State Employee), less certain offsets such as; social security, unemployment compensation, worker's compensation and other retirement benefits. Survivor benefits are also offset by certain benefits based on program requirements.

Retiree Life Insurance Fund

The *Retiree Life Insurance Fund* is a cost-sharing multiple-employer defined benefit OPEB plan. The plan provides post-employment life insurance coverage to all eligible employees. The plan is administered under Wis. Stats. Section 40.70. The plan is reported as a pension and other employee benefit trust fund.

Generally, members may enroll during a 30-day enrollment period once they satisfy a six-month waiting period. They may enroll after the initial 30-day enrollment period with evidence of insurability. Members under evidence of insurability enrollment must enroll in group life insurance coverage before age 55 to be eligible for Basic or Supplemental coverage.

Employers are required to pay the following contributions for active members to provide them with basic coverage after age 65. There are no employer contributions for pre-65 annuitant coverage. All contributions are actuarially determined.

	State	Local
50 percent post retirement coverage	28 percent of the employee premium	40 percent of employee premium
25 percent post retirement coverage	N/A	20 percent of employee premium

At retirement, the member must have active group life insurance coverage and satisfy one of the following:

- Wisconsin Retirement System (WRS) coverage prior to January 1, 1989, or
- At least one month of group life insurance coverage in each of five calendar years after 1989 and one of the following:
- Eligible for an immediate WRS benefit, or
- At least 20 years from their WRS creditable service as of January 1, 1990, plus their years of group life insurance coverage after 1989, or
- At least 20 years on the payroll of their last employer.

In addition, terminating members and retirees must continue to pay the employee premiums until age 65 (age 70 if active).

After retirement, basic coverage is continued for life in amounts for the insurance in force before retirement. Additional coverage may be continued until age 65 at 100 percent of the amount of the insurance in force before retirement at the employee's expense, and spouse and dependent coverage benefits is terminated.

Summary of Significant Accounting Policies

Basis of Accounting

The OPEB plans are reported in accordance with GASB 43, *Financial Reporting for Postemployment Benefit Plans Other Than Pension Plans*, and accounted for using the flow of economic resources measurement focus and the accrual basis of accounting. Revenues are recorded when earned and expenses are recorded at the time liabilities are incurred.

Method Used to Value Investments

Duty Disability Fund

Investments for the *Duty Disability Fund* are invested in the Core Retirement Investment Trust, which is managed by the State of Wisconsin Investment Board (SWIB). These investments are valued at fair value. Generally, fair value information represents actual bid prices or the quoted yield equivalent at the end of the year for securities of comparable maturity, quality, and type, as obtained from one or more major investment brokers. If quoted market prices are not available, a variety of third-party pricing methods are used, including appraisals, certifications, pricing models, and other methods deemed acceptable by industry standards.

Retiree Life Insurance Fund

Investments for the *Retiree Life Insurance Fund* are held with the insurance carrier (the Company). The Retiree Life Insurance Fund's investment is a share in the investment pool.

Fixed maturity securities, which may be sold prior to maturity, including fixed maturities on loan, are classified as available-for-sale and are carried at fair value. Premiums and discounts are amortized or accreted over the estimated lives of the securities based on the interest yield method.

The Company uses book value as cost for applying the retrospective adjustment method to loan-backed fixed maturity securities purchased. Prepayment assumptions for single class and multi-class mortgage-backed securities were obtained from broker/dealer survey values or internal estimates.

Marketable equity securities are classified as available-for-sale and are carried at fair value. Mutual funds and exchange traded fund investments in select asset classes that are sub-advised are carried at the fair value of the underlying net assets of the funds.

Available-for-sale securities are stated at fair value.

Mortgage loans are carried at amortized cost less any valuation allowances. Premiums and discounts are amortized or accreted over the terms of the mortgage loans based on the effective interest yield method.

Private equity investments in limited partnerships are carried at the amount invested, adjusted to recognize the Company's ownership share of the earnings or losses of the investee after the date of the acquisition, adjusted for any distributions received (equity method accounting).

Investments in partnerships, which represent minority interests owned in certain general agencies, are carried at the amount invested, adjusted to recognize the Company's ownership share of the earnings or losses of the investee after acquisition adjusted for any distributions received (equity method accounting).

Fair values of fixed maturity securities are based on quoted market prices where available. Fair values of marketable equity securities are based on quoted market prices. Fair values of private equity investments are obtained from the financial statement valuations of the underlying fund or independent broker bids. For fixed maturity securities not based on quoted market prices, generally private placement securities, securities that do not trade regularly, and embedded derivatives, an internally developed pricing model using a commercial software application is most often used. The internally developed pricing model is developed by obtaining spreads versus the U.S. Treasury yield for corporate securities with varying weighted average lives and bond ratings.

Real estate is carried at cost less accumulated depreciation.

The Company's derivative instrument holdings are carried at fair value. All derivatives are recorded as non-hedge transactions. Derivative instrument fair values are based on quoted market prices or dealer quotes. If a quoted market price is not available, fair value is estimated using current market assumptions and modeling techniques, which are then compared with quotes from counterparties.

For mortgage-backed securities of high credit quality, excluding interest-only securities, the Company recognizes income using a constant effective yield method based on prepayment assumptions obtained from an outside service provider or upon analyst review of the underlying collateral and the estimated economic life of the securities.

Policy loans are carried at the unpaid principal balance.

Cash and cash equivalents are carried at cost, which approximates fair value. The Company considers all money market funds and commercial paper with original maturity dates of less than three months to be cash equivalents.

Finance receivables that management has the intent and ability to hold for the foreseeable future or until maturity or payoffs are reported at their outstanding unpaid principal balances reduced by any charge-offs.

The Company holds "To-Be-Announced" (TBA) Government National Mortgage Association forward contracts that require the Company to take delivery of a mortgage-backed security at a settlement date in the future. Most of the TBAs are settled at the first available period allowed under the contract. However, the deliveries of some of the Company's TBA securities happen at a later date, thus extending the forward contract date. These securities are reported at fair value as derivative instruments with the changes in fair value reported in net realized investment gains and losses on the consolidated statements of operations.

Required Supplementary Information

Required Supplementary Information about the OPEB plans is presented in the Department of Employee Trust Funds audited financial statements. The December 31, 2009 financial report is available at www.etf.wi.gov and on request from:

The Department of Employee Trust Funds
801 West Badger Road
P.O. Box 7931
Madison, Wisconsin 53707-7931

NOTE 18. PUBLIC ENTITY RISK POOLS ADMINISTERED BY THE DEPARTMENT OF EMPLOYEE TRUST FUNDS

The Department of Employee Trust Funds operates four public entity risk pools: group health insurance, group income continuation insurance, long-term disability insurance, and pharmacy benefits. The information provided in this note applies to the period ending December 31, 2009.

A. Description of Funds

The Health Insurance Fund offers group health insurance for current employees of the State government and of participating local public employers. All public employers in the State are eligible to participate. Approximately 372 local employers plus the State currently participate. The State and local government portions of the fund are accounted for separately and have separate contribution rates, benefits, and actuarial valuations. The fund includes both a self-insured, fee-for-service plan as well as various prepaid plans, primarily Health Maintenance Organizations (HMO's) and a self-insured plan that provides for pharmacy benefits of covered members.

The Income Continuation Insurance Fund offers disability wage continuation insurance for current employees of the State government and of participating local public employers. All public employers in the State are eligible to participate. Approximately 187 local employers plus the State currently participate. The State and local government portions of the fund are accounted for separately and have separate contribution rates, benefits, and actuarial valuations. The plan is self-insured.

The Long-term Disability Insurance Fund offers long-term disability benefits to participants in the Wisconsin Retirement System (WRS). The long-term disability benefits provided by this program are an alternative coverage to that currently provided by the WRS. All new WRS participants on or after October 15, 1992, are eligible only for the long-term disability insurance coverage, while participating employees active prior to October 15, 1992, may elect coverage through WRS or the long-term disability insurance program.

B. Accounting Policies for Risk Pools

Basis of Accounting - All Public Entity Risk Pools are accounted for in enterprise funds using the full accrual basis of accounting and the flow of economic resources measurement focus.

Valuation of Investments - Assets of the Health Insurance Fund Income Continuation Insurance and Long-term Disability Insurance funds are invested in the Core Retirement Investment Trust. Investments are valued at fair value.

Unpaid Claims Liabilities - Claims liabilities are based on estimates of the ultimate cost of claims that have been reported but not settled, and of claims that have been incurred but not reported. The estimate includes the effects of inflation and other societal and economic factors. Adjustments to claims liabilities are charged or credited to expense in the periods in which they are made. Unpaid claims liability is presented at face value and is not discounted for health insurance. It is discounted using an interest rate of 7.8 percent for income continuation and long-term disability insurance. The liabilities for income continuation, long-term disability, and health insurance were determined by actuarial methods.

Administrative Expenses - All maintenance expenses are expensed in the period in which they are incurred. Acquisition costs are immaterial and are treated as maintenance expenses. Premium deficiencies are not calculated because acquisition costs are immaterial. Claim adjustment expenses are also immaterial.

Reinsurance - Health insurance plans provided by HMO's and health insurance for local government annuitants are fully insured by outside insurers. All remaining risk is self-insured with no reinsurance coverage.

Risk Transfer - Participating employers are not subject to supplemental assessments in the event of deficiencies. If the assets of the fund were exhausted, participating employers would not be responsible for the fund's liabilities.

Premium Setting - Premiums are established by the Group Insurance Board in consultation with actuaries.

C. Unpaid Claims Liabilities

As discussed in Section B of this Note, each fund establishes a liability for both reported and unreported insured events, which is an estimate of future payments of losses. The following represents changes in those aggregate liabilities for the nonreinsured portion of each fund during Calendar Year 2009 (in millions):

	Health Insurance		Income Continuation Insurance		Long-term Disability Insurance		Pharmacy Benefits	
	2009	2008*	2009	2008	2009	2008	2009	2008*
Unpaid claims at beginning of the calendar year	$ 4.9	$ 3.5**	$ 76.7	$ 68.7	$ 138.6	$ 135.8	$ (2.3)	$ (1.1)
Incurred claims:								
Provision for insured events of the current calendar year	25.9	30.5	33.4	22.4	50.2	31.1	134.8	124.0
Changes in provision for insured events of prior calendar years	(2.3)	(0.3)	(21.8)	0.5	(8.9)	(7.9)	(0.1)	2.5
Total incurred claims	23.6	30.2	11.6	22.9	41.3	23.2	134.7	126.5
Payments:								
Claims and claim adjustment expenses attributable to insured events of the current calendar year	21.6	25.7	5.5	5.1	1.7	1.1	139.1	126.3
Claims and claim adjustment expenses attributable to insured events of prior calendar years	2.6	3.1	10.0	9.8	21.9	19.3	(2.4)	1.4
Total payments	24.2	28.8	15.5	14.9	23.6	20.4	136.7	127.7
Total unpaid claims expenses at end of the calendar year	$ 4.3	$ 4.9	$ 72.8	$ 76.7	$ 156.3	$ 138.6	$ (4.3)***	$ (2.3)***

* Starting in 2006, in accordance with GASB 43, the local retiree health program and the state retiree health program are reported separately in an agency fund and in a private-purpose trust fund respectively, and are not included with the active health information in this table.
** Due to a prior period adjustment the unpaid claims at the beginning of 2008 do not match the total unpaid claims at the end of 2007.
*** Total unpaid claims at the end of 2009 is the net of $3.9 million in unpaid claims and $8.2 million in rebates due from pharmaceutical companies; total unpaid claims at the end of 2008 is the net of $5.5 million in unpaid claims and $7.8 million in rebates due from pharmaceutical companies.

D. Trend Information

Historical trend information showing revenue and claims development information is presented in the Department of Employee Trust Funds audited financial statements. The separately issued financial report for the year ended December 31, 2009 is available at www.etf.wi.gov and on request from:

The Department of Employee Trust Funds
801 West Badger Road
P.O. Box 7931
Madison, Wisconsin 53707-7931

NOTE 19. SELF-INSURANCE

It is the general policy of the State not to purchase commercial insurance for the risks of losses to which it is exposed. Instead, the State believes it is more economical to manage its risks internally and set aside assets for claim settlement in its internal service fund, the Risk Management Fund. The fund services most claims for risk of loss to which the State is exposed, including damage to State owned property, liability for property damages and injuries to third parties, and worker's compensation. All funds and agencies of the State participate in the Risk Management Fund.

State Property Damage

Property damages to State-owned properties are covered by the State's self-funded property program up to $3.0 million per occurrence and $3.2 million annual aggregate. When claims, which exceed $25,000 per occurrence, total $3.2 million, the State's private insurance becomes available. Losses to property occurring after the threshold are first subject to a $25,000 deductible. The amount of loss in excess of $25,000 is covered by the State's private insurance company. During Fiscal Year 2010, the excess insurance limits were written to $300 million.

The liabilities for State property damage are reported when it is probable that a loss has occurred and the amount of that loss can be reasonably estimated. The estimate for future benefits and loss liabilities is based on the reserves on open claims and paid claims. Losses incurred but not reported are expected to be immaterial. Claims incurred but not paid as of June 30, 2010 are estimated to total $3.3 million.

Property Damages and Bodily Injuries to Third Parties

The State is self-funded for third party liability to a level of $4 million per occurrence and purchases insurance in excess of this self-funded retention. The policy limit during Fiscal Year 2010 was $49 million.

The liabilities for property damages and injuries to third parties are reported when it is probable that a loss has occurred and the amount of that loss can be reasonably estimated. The estimate for future benefits and loss liabilities for the prior fiscal year was the reserves on open claims. The estimate for future benefits and loss liabilities is calculated by an actuary based on the reserves on open claims and prior experience. No liability is reported for environmental impairment liability claims either incurred or incurred but not reported because existing case law makes it unlikely the State would be held liable for material amounts. Because actual claims liabilities depend upon complex factors such as inflation, changes in legal doctrines, and damage awards, the process used in computing claims liability does not necessarily result in an exact amount. Immaterial non-incremental claims adjustment expenses are not included as part of the liability. Claims incurred but not paid as of June 30, 2010 are estimated to total $21.2 million.

Worker's Compensation

The Worker's Compensation Program was created by Wisconsin Statutes Chapter 102 to provide benefits to workers injured on the job. All employees of the State are included in the program. An injury is covered under worker's compensation if it is caused by an accident that arose out of and in the course of employment.

The responsibility for claiming compensation is on the employee. A claim must be filed with the program within two years from the date of injury; otherwise the claim is not allowable.

The worker's compensation liability has been determined by an actuary using paid claims and current claims reserves. Liabilities include an amount for claims that have been incurred but not reported. Because actual claims liabilities are affected by external factors, the process used in computing claims liabilities does not necessarily result in an exact amount. Claims incurred but not paid as of June 30, 2010 are estimated to total $71.7 million.

Changes in the balances of claims liability for the Risk Management Fund during the current and prior fiscal years are as follows (in thousands):

	2010	2009
Beginning of fiscal year liability	$ 103,119	$ 95,000
Current year claims and changes in estimates	21,376	41,508
Claim payments	(28,278)	(28,089)
	96,217	108,419
Excess insurance reimbursable	(1,370)	(5,300)
Balance at fiscal year-end	$ 94,847	$ 103,119

Settlements have not exceeded coverages for each of the past three fiscal years.

Annuity Contracts

The Risk Management Fund purchased annuity contracts in various claimants' names to satisfy claim liabilities. The likelihood that the fund will be required to make future payments on those claims is remote and, therefore, the fund is considered to have satisfied its primary liability to the claimants. Accordingly, the annuity contracts are not reported in, and the related liabilities are removed from, the fund's balance sheet. The aggregate outstanding amount of liabilities removed from the financial statements at June 30, 2010 is $8.3 million.

NOTE 20. INSURANCE FUNDS

A. Primary Government

1. Local Government Property Insurance Fund

Created by the Legislature in 1911, the purpose of the Local Government Property Insurance Fund is to provide property insurance coverage to tax-supported local government units such as counties, towns, villages, cities, school districts and library boards. Property insured includes government buildings, schools, libraries and motor vehicles. Coverage is available on an optional basis. As of June 30, 2010 the Local Government Property Insurance Fund insured 1,108 local governmental units. The total amount of insurance in force as of June 30, 2010 was $49.9 billion.

Valuation of Cash Equivalents and Investments - All investments of the Local Government Property Insurance Fund are managed by the State of Wisconsin Investment Board, as discussed in Note 5-B to the financial statements. At June 30, 2010, the fund had $26.3 million of shares in the State Investment Fund which are considered cash equivalents.

Premium - Unearned premium reported as deferred revenue represents the daily pro rata portion of premium written which is applicable to the unexpired terms of the insurance policies in force. Policies are generally written for annual terms.

Unpaid Loss Liabilities - The Local Government Property Insurance Fund establishes the unpaid loss liability titled future benefits and loss liabilities on the financial statements based on estimates of the ultimate cost of losses (including future loss adjustment expenses) that have been reported but not settled, and of losses that have been incurred but not reported. Estimated amounts of excess-of-loss insurance recoverable on unpaid losses are deducted from the liability for unpaid losses. Loss liabilities are recomputed periodically to produce current estimates that reflect recent settlements, loss frequency, and other economic factors. Adjustments to future benefits and loss liabilities are charged or credited to expense in the periods in which they are made.

Policy Acquisition Costs - Since the Local Government Property Insurance Fund has no marketing staff and incurs no sales commissions, acquisition costs are minimal and charged to operations as incurred.

Excess-of-Loss Insurance Coverage - The Local Government Property Insurance Fund purchases excess-of-loss insurance coverage, the operation of which is analogous to “reinsurance,” to reduce its exposure to large losses on all types of insured events. Excess-of-loss insurance permits recovery of a portion of losses from the excess-of-loss insurers, although it does not discharge the primary liability of the fund as direct insurer of the risks reinsured. The fund does not report excess-of-loss insured risks as liabilities unless it is probable that those risks will not be covered by excess-of-loss insurers. As of June 30, 2010 the fund had $425.0 million of per occurrence excess of loss reinsurance in force with a $2.0 million combined single limit retention for each occurrence, and an annual aggregate reinsurance contract with a $22.0 million annual aggregate retention plus a per claim retention of $5 thousand once the aggregate is met, as respects occurrences for the term of the agreement. Premiums ceded to excess-of-loss insurers, which is netted against premium revenue (charges for goods and services in the financial statements), amounted to $5.2 million during the fiscal year. Excess-of-loss and adjusting expense recoveries earned would typically reduce claims paid (benefit expense on the financial statements); however, during the fiscal year the Local Government Property Insurance Fund did not earn any excess-of-loss insurance recoveries, which increased claims paid.

Unpaid Loss Liabilities

As discussed above, the Local Government Property Insurance Fund establishes a liability for both reported and unreported insured events, which includes estimates of both future payments of losses and related loss expenses. The following represents changes in those aggregate liabilities for the fund during the past two fiscal years (in thousands):

	2010	2009
Unpaid loss liabilities at beginning of the year	$9,506	$18,118
Less: Excess-of-loss insurance recoverable	(2,716)	(5,088)
Net unpaid loss liabilities at beginning of year	6,790	13,030
Incurred losses and loss expenses:		
Provision for insured events of the current year	12,113	11,372
Increase (decrease) in provision for insured events of prior years	4	254
Total incurred losses and loss expenses	12,117	11,626
Payments:		
Losses and loss expenses attributable to insured events of the current year	6,228	6,896
Losses and loss expenses attributable to insured events prior years	6,404	10,970
Total payments	12,632	17,866
Net unpaid loss liabilities at end of year	6,275	6,790
Plus: Excess-of-loss liabilities recoverable	--	2,716
Total unpaid loss liabilities at end of year	$6,275	$9,506

Trend Information

Historical trend information showing revenue and claims development information is presented in the Office of the Commissioner of Insurance June 30, 2010 financial statements. Copies of these statements may be requested from:

Office of the Commissioner of Insurance
125 South Webster Street
Madison, Wisconsin 53702

2. State Life Insurance Fund

The State Life Insurance Fund was created under Chapter 607, Wisconsin Statutes, to offer life insurance to residents of Wisconsin in a manner similar to private insurers. This fund functions much like a mutual life insurance company and is subject to the same regulatory requirements as any life insurance company licensed to operate in Wisconsin.

Premiums are reported as earned when due. Benefits and expenses are associated with earned premiums so as to result in recognition of profits over the life of the contracts. This association is accomplished by means of the provision for liabilities for future benefits and the amortization of acquisition costs.

The costs of policy issuance and underwriting, all of which vary with, and are primarily related to, the production of new business, have been deferred. These deferred acquisition costs are amortized over a forty year period, considered representative of the life of the contract. The amortization is in proportion to the ratio of annual in-force business to the amount of business issued. Such anticipated in-force business was estimated using similar assumptions to those used for computing liabilities for future policy benefits.

Deferred Acquisition Cost Assumptions

Issue Years	Interest Rate	Lapse Rate	Mortality
1913-1966	3.0%	2.0%	None
1967-1976	3.0	2.0	None
1977-1985	4.0	2.0	None
1986-1994	5.0	2.0	None
1995+	4.0	2.0	None

The State Life Insurance Fund does not pay commissions nor does it incur agent expenses.

Future benefits and loss liabilities have been computed by the net level premium method based upon estimated future investment yield and mortality. The composition of liabilities and the more material assumptions pertinent thereto are presented below (in thousands):

Issue Year	Ordinary Life Insurance in Force	Amount of Policy Liability
1913-1966	$ 9,773	$ 7,290
1967-1976	31,663	16,482
1977-1985	75,090	23,460
1986-1994	50,741	8,531
1995-2008	41,629	5,163
2009+	2,249	113
	$ 211,145	$ 61,039

Bases of Assumptions

Issue Year	Interest Rate	Mortality
1913-1966	3.0%	American Experience, ANB*
1967-1976	3.0	1958 CSO, ALB, Unisex
1977-1985	4.0	1958 CSO, ALB, Female Setback 3 years
1986-1994	5.0	1980 CSO, ALB, Aggregate
1995-2008	4.0	1980 CSO, ALB, Aggregate
2009+	4.0	2001 CSO, ALB, Aggregate

* Age Next Birthday

All of the State Life Insurance Fund's life insurance in force is participating. This fund is required by statute to maintain surplus at a level between 7 percent and 10 percent of statutory admitted assets as far as practicably possible. All excess surplus is to be returned to the policyholders in the form of policyholder dividends. Policyholder dividends are declared each year in order to achieve the required level of surplus.

The statutory assets at December 31, 2009 were $89.6 million and the statutory capital and surplus was $7.3 million, and the fund equity at June 30, 2010 was $20.2 million.

3. Injured Patients and Families Compensation Fund

The Injured Patients and Families Compensation Fund was created in 1975 for the purpose of providing excess medical malpractice claims exceeding the legal primary insurance limits prescribed in Wis. Stat. Section 655.23(4), or the maximum liability limit for which the health care provided is insured, whichever limit is greater. Management of the Injured Patients and Families Compensation Fund is vested with a 13-member Board of Governors, which is chaired by the Commissioner of Insurance. Most health care providers permanently practicing or operating in the State of Wisconsin are required to pay Injured Patients and Families Compensation Fund operating fees. Risk of loss is retained by the fund.

The Future Benefits and Loss Liability account includes individual case estimates for reported losses and estimates for incurred but not reported losses based upon the projected ultimate losses recommended by a consulting actuary. Individual case estimates of the liability for reported losses and net losses paid from inception of the Injured Patients and Families Compensation Fund are deducted from the projected ultimate loss liabilities to determine the liability for incurred but not reported losses as of June 30, 2010 as follows (in thousands):

Projected ultimate loss liability	$ 1,484,313
Less: Net loss paid from inception	(772,632)
Less: Liability for reported losses	(56,028)
Liability for incurred but not reported losses	$ 655,653

The Future Benefits and Loss Liability account also includes a provision for the estimated future payment of the costs to settle claims. The actuary estimates the ultimate loss adjustment expense (LAE) using data available through September 30 of the fiscal year. The actuary estimates LAE at 18 percent of the estimated unpaid loss liabilities as of June 30, 2010. Since the actuary estimate occurs before the end of the fiscal year and are based on an estimate of the cumulative payments, the percentage used by the actuary in determining LAE will differ slightly from the percentages used in financial statements since actual LAE payments are used for financial reporting. The LAE paid from the inception of the Injured Patients and Families Compensation Fund are deducted from the projected ultimate loss adjustment expenses provision to determine the liability for loss adjustment expenses as of June 30, 2010 as follows (in thousands):

Projected ultimate loss adjustment expense liability	$ 194,767
Less: Loss adjustment expense paid from inception	(69,848)
Liability for loss adjustment expense	$ 124,919

In accordance with Section Ins. 17.27(3), Wis. Adm. Code, the liability for reported losses, liability for incurred but not reported losses, and liability for loss adjustment expense are maintained on a present value basis with the difference from full value being reported as a contra account to these estimated loss liabilities. These estimated loss liabilities are discounted only to the extent that they are matched by cash and invested assets. Using the actuarially determined discount factor of 0.820, which is based on an investment yield assumption of 5.5 percent approved by the Board of Governors, the discounted loss liability would be as follows as of June 30, 2010 (in thousands):

Estimated liability for Incurred But Not Reported (IBNR)	$ 655,653
Estimated liability for reported losses	56,028
Estimated unpaid loss adjustment expense	124,919
Total estimated loss liabilities	836,600
Less: Amount representing interest	(150,588)
Discounted loss liabilities	$ 686,012

Included in the above estimates of loss liabilities, both undiscounted and discounted, is a 25 percent risk margin, which was recommended by the actuary and approved by the Board of Governors.

Once every three years, the Office of the Commissioner of Insurance contracts for an actuarial audit of the Injured Patients and Families Compensation Fund. This audit includes a review by another actuary of the reasonableness of the actuarial methodology and assumptions used in developing estimates of the Fund's liabilities. The actuarial audits have concluded that the Fund's loss liability estimates are reasonable, although conservative. The Fund's contracted actuary has considered the recommendations made in the actuarial audits and appropriately incorporated any necessary changes based on those recommendations into the actuarial methodology and assumptions used to calculate the Fiscal Year 2010 liabilities estimate.

In addition to discounted loss liabilities, the Future Benefit and Loss Liabilities account also includes a future medical expenses liability and a contributions being held liability. The future medical expenses liability consists of those accounts required by Wis. Stat. Sec. 655.015 to be established if a settlement or judgment provides for future medical expense payments in excess of $100,000. The accounts are managed by the Fund and earn a proportionate share of the Fund's interest. Any account balance remaining when a claimant dies reverts back the Fund. The contributions being held liability consists of nonrefundable payments, generally in amounts equal to the primary coverage in effect for related claims, that primary insurers have voluntarily presented to the fund and which are negotiable with the fund in exchange for a release of payment for any future defense costs

that may be incurred on the claim. This amount is held as a liability to the Fund until a payment on the claim is made.

The breakdown of Future Benefit and Loss Liabilities, including the portions that are estimated as current and noncurrent as of June 30, 2010 (in thousands), is as follows:

Discounted loss liabilities	$ 686,012
Future medical expense liability	35,059
Contributions being held liability	--
Total estimated loss liabilities	721,071
Current portion	(86,335)
Noncurrent portion	$ 634,736

The uncertainties inherent in projecting the frequency and severity of large claims because of the Injured Patients and Families Compensation Fund's unlimited liability coverage and extended reporting and settlement periods makes it likely that the amounts ultimately paid will differ from the recorded estimated loss liabilities. These differences cannot be quantified.

The estimated amounts included in the balance of Future Benefits and Loss Liabilities are continually reviewed and adjusted as the Injured Patients and Families Compensation Fund gains additional experience. Such adjustments are reflected in current operations. Because of the changes in these estimates, the benefit expense for the fiscal year is not necessarily indicative of the loss experience for the year.

The following is a reconciliation of the change in the balance of Future Benefits and Loss Liabilities during FY 2010 (in thousands):

Liability at the beginning of the year	$ 675,407
Incurred claims and related expenses for the current year and the change in estimated amounts for claims incurred in prior years	49,205
Less: current year payments attributable to claims incurred in current and prior years	(3,541)
Liability at the end of the year	$ 721,071

B. Component Units

Wisconsin Health Care Liability Insurance Plan

The Wisconsin Health Care Liability Insurance Plan (the Plan) is a statutory unincorporated association established by rule of the Commissioner of Insurance of the State of Wisconsin as mandated by the State of Wisconsin legislature. The Plan provides health care liability insurance and liability coverages normally incidental to health care liability insurance to eligible health care providers in the State of Wisconsin calling for payment of premium prior to the effective date of the policy. All insurers authorized to write personal injury liability insurance in the State of Wisconsin, with certain minor exceptions, are required to be members of the Plan.

The Plan generates its premium written revenue by selling medical malpractice insurance. Rates are calculated in accordance with generally accepted actuarial principles. The rates are set so that the Plan will be self-supporting. Profit is not the intent of the Plan.

Since the inception of the Plan in 1975, the health care liability coverage limits have increased from $200 thousand per occurrence and $600 thousand annual aggregate to the current limits of $1.0 million per occurrence and $3.0 million annual aggregate. A general liability coverage is also available to participating health care providers with limits of $1.0 million per occurrence and $3.0 million annual aggregate. The Plan is not covered under any reinsurance contracts.

In the event that sufficient funds are not available for the sound financial operation of the Plan, all members shall, on a temporary basis, contribute to the financial needs of the Plan. Members shall participate in the contributions in the proportion of their respective premiums to the aggregate premiums written by all members of the Plan. Such assessments shall be recouped by rate increases applied prospectively. There were no assessments for the year ended December 31, 2009.

The future benefits and loss liability includes amounts determined from individual reported losses (case reserves) and an amount, based on past experience, for losses incurred but not reported. Such liabilities are necessarily based on estimates and, while management believes that the amounts are adequate, the ultimate liability will differ from the amounts provided. The methods for making such estimates and for establishing the resulting liability are annually reviewed, and any adjustments are reflected in income currently. Specific account balances as of December 31, 2008, and December 31, 2009, are as follows (in thousands):

	2009	2008
Balance at January 1	$ 17,612	$ 37,122
Incurred related to:		
Current year	4,594	4,502
Prior years	630	(21,877)
Total Incurred	5,224	(17,375)
Paid related to:		
Current year	89	108
Prior years	1,141	2,027
Total paid	1,230	2,135
Balance at December 31	$ 21,606	$ 17,612

There is inherent uncertainty in medical malpractice claims when establishing the estimates of unpaid losses and unpaid loss adjustment expenses. In 2008, the Plan decreased its estimates of unpaid losses and unpaid loss adjustment expenses related to insured events of prior years. These decreases were greater than the estimated losses incurred for the current year, causing negative incurred losses and loss adjustment expenses.

NOTE 21. SEGMENT INFORMATION AND CONDENSED FINANCIAL DATA

Primary Government

The State issues revenue bonds to finance the Leveraged Loan Program, which is accounted for as part of the Environmental Improvement Fund. Investors in those bonds rely solely on the revenue generated within the Leveraged Loan Program. Assets of this program are used primarily for loans for Wisconsin municipal waste water projects. Condensed financial statement information of the Leveraged Loan Program as of and for the year ended June 30, 2010 is presented below (in thousands):

Condensed Balance Sheet

Assets:		
Current Assets	$	162,393
Other Assets		945,395
Total Assets	$	1,107,788
Liabilities:		
Due to Other Funds	$	1,500
Other Current Liabilities (Including Current Portion of Long-term Debt)		74,242
Noncurrent Liabilities		812,677
Total Liabilities		888,419
Fund Equity:		
Restricted		219,369
Total Fund Equity		219,369
Total Liabilities and Fund Equity	$	1,107,788

Condensed Statement of Revenues, Expenses and Changes in Fund Equity

Operating Revenues (Expenses):		
Interest Income used as Security for Revenue Bonds	$	19,885
Interest Expense		(39,387)
Other Operating Expenses		(1,603)
Operating Income (Loss)		(21,105)
Nonoperating Revenues (Expenses):		
Investment Income		14,318
Income (Loss) before Transfers		(6,787)
Transfers In (Out)		15,243
Change in Fund Equity		8,456
Beginning Fund Equity		210,913
Ending Fund Equity	$	219,369

Condensed Statement of Cash Flows

Net Cash Provided (Used) by :		
Operating Activities	$	(3,254)
Noncapital Financing Activities		29,535
Investing Activities		4,486
Net Increase (Decrease)		30,767
Beginning Cash and Cash Equivalents		118,045
Ending Cash and Cash Equivalents	$	148,812

NOTE 22. COMPONENT UNITS – CONDENSED FINANCIAL INFORMATION

Significant financial data for the State's five discretely presented component units for the year ended December 31, 2009 or June 30, 2010 is presented below (in thousands):

	Wisconsin Housing and Economic Development Authority	Wisconsin Health Care Liability Insurance Plan	University of Wisconsin Hospitals and Clinics Authority*	University of Wisconsin Foundation	State Fair Park Exposition Center	Total
Condensed Balance Sheet						
Assets and Deferred Outflows:						
Cash, Investments and Other Assets	$ 3,589,284	$ 73,142	$ 376,877	$ 2,410,222	$ 240	$ 6,449,764
Due from Primary Governments	-	-	1,420	-	-	1,420
Cash and Investments with Other Component Units	-	-	248,233	-	-	248,233
Capital Assets, net	15,808	-	392,004	7,251	7	415,071
Deferred Outflows of Resources	117,179	-	-	-	-	117,179
Total Assets and Deferred Outflows	$ 3,722,271	$ 73,142	$ 1,018,534	$ 2,417,473	$ 247	$ 7,231,667
Liabilities:						
Accounts Payable and Other Current Liabilities	$ 137,624	$ 24,179	$ 96,038	$ 48,847	$ 213	$ 306,901
Due to Primary Government	225	-	7,936	-	-	8,161
Amounts Held for Other Component Units	-	-	-	215,773	-	215,773
Other Liabilities	117,179	-	12,249	-	-	129,428
Long-term Liabilities (Current and Noncurrent portions)	2,915,885	21,606	328,388	40,264	-	3,306,143
Total Liabilities	3,170,913	45,785	444,611	304,885	213	3,966,407
Fund Equity:						
Invested in Capital Assets, Net of Related Debt	3,143	-	150,496	7,251	7	160,898
Restricted	543,809	27,357	8,415	1,927,074	-	2,506,655
Unrestricted	4,406	-	415,012	178,263	26	597,708
Total Fund Equity	551,358	27,357	573,923	2,112,588	34	3,265,261
Total Liabilities and Fund Equity	$ 3,722,271	$ 73,142	$ 1,018,534	$ 2,417,473	$ 247	$ 7,231,667
Condensed Statement of Revenues, Expenses and Changes in Fund Equity						
Program Expenses:						
Depreciation	$ 7,505	$ -	$ 48,874	$ 467	$ 934	$ 57,780
Payments to Primary Government	-	-	2,640	250,985	-	253,625
Other	327,954	21,411	908,367	29,017	4,174	1,290,922
Total Program Expenses:	335,459	21,411	959,881	280,469	5,108	1,602,327
Program Revenues:						
Charges for Goods and Services	6,372	5,756	1,002,272	-	3,881	1,018,281
Investment and Interest Income	152,791	3,727	-	267,057	-	423,576
Operating Grants and Contributions	176,772	-	519	156,119	-	333,410
Capital Grants and Contributions	-	-	1,091	-	-	1,091
Miscellaneous	13,817	178	16,346	406	5,448	36,196
Total Program Revenues	349,752	9,661	1,020,228	423,583	9,330	1,812,553
Net Program Revenue/(Expense)	14,293	(11,750)	60,347	143,114	4,222	210,226
General Revenues:						
Interest and Investment Earnings	9,653	-	8,151	-	153	17,957
Miscellaneous	-	-	-	-	-	-
Loss on Unamortized Bond Insurance Premium			-			-
Contributions to Endowments	-	-	111	-	-	111
Change in Fund Equity	23,946	(11,750)	68,609	143,114	4,375	228,294
Fund Equity, Beginning of Year	527,412	39,107	505,314	1,969,475	(4,341)	3,036,967
Fund Equity, End of Year	$ 551,358	$ 27,357	$ 573,923	$ 2,112,588	$ 34	$ 3,265,261

* The University of Wisconsin Hospital and Clinics Authority adjusted beginning net assets by $(8.3) million due to a change in method of accounting for derivative instruments.

NOTE 23. RESTATEMENTS OF BEGINNING FUND BALANCES/FUND EQUITY/NET ASSETS AND OTHER CHANGES

The reconciliations that follow summarize restatements of the end-of-year fund balance/fund equity/net assets as reported in the 2009 Comprehensive Annual Financial Report to the beginning-of-year fund balances/fund equity/net assets reported for Fiscal Year 2010 (in thousands):

A. Fund Statements – Governmental Funds

	Major Funds				
	General	Transportation	Common School	Nonmajor Funds	Total Governmental
Fund Balances June 30, 2009 as reported in the 2009 Comprehensive Annual Financial Report	$ (2,711,626)	$ 531,592	$ 786,199	$ (463,971)	$ (1,857,805)
Correction of accrual for tobacco settlement receivable	(71,643)	-	-	-	(71,643)
Correction of accrual for due to other governments	-	(24,847)	-	-	(24,847)
Other adjustments of assets and liabilities as of June 30, 2009	6,038	-	-	-	6,038
Fund Balances July 1, 2009 as restated	$ (2,777,230)	$ 506,745	$ 786,199	$ (463,971)	$ (1,948,257)
Effect of prior period adjustments on the amount of excess revenues and other sources over expenditures and other uses of Fiscal Year 2009	$ (65,291)	$ (24,847)	$ -	$ -	$ (90,138)

B. Fund Statements – Proprietary Funds

	Major Funds						
	Injured Patients and Families Compensation	Environmental Improvement	University of Wisconsin System	Unemployment Reserve	Nonmajor Funds	Total Enterprise	Internal Service Funds
Fund Equity June 30, 2009 as reported in the 2009 Comprehensive Annual Financial Report	$ (108,982)	$ 1,492,284	$ 4,599,726	$ (247,920)	$ 439,672	$ 6,174,780	$ (17,250)
Other adjustments of assets and liabilities as of June 30, 2009	-	-	-	-	(1,822)	(1,822)	290
Fund Equity July 1, 2009 as restated	$ (108,982)	$ 1,492,284	$ 4,599,726	$ (247,920)	$ 437,851	$ 6,172,959	$ (16,960)
Effect of prior period adjustments on the amount of net change in fund equity of Fiscal Year 2009	$ -	$ -	$ -	$ -	$ (1,882)	$ (1,882)	$ 290

C. Fund Statements – Fiduciary Funds

	Pension and Other Employee Benefit Trust	Investment Trust	Private Purpose Trust	Total Fiduciary
Net Assets June 30, 2009 as reported in the 2009 Comprehensive Annual Financial Report	$ 61,237,935	$ 3,337,647	$ 1,928,416	$ 66,503,998
Other adjustments of assets and liabilities as of June 30, 2009	215	-	-	215
Net Assets July 1, 2009 as restated	$ 61,238,150	$ 3,337,647	$ 1,928,416	$ 66,504,213
Effect of prior period adjustments on the amount of net increase (decrease) in net assets of Fiscal Year 2009	$ (49)	$ -	$ -	$ (49)

D. Government-wide Statements

	Primary Government			
	Governmental Activities	Business-type Activities	Totals	Component Units
Net Assets June 30, 2009 as reported in the 2009 Comprehensive Annual Financial Report	$ 5,658,256	$ 6,173,012	$ 11,831,268	$ 3,045,312
Correction of accrual for tobacco settlement receivable	(71,643)	-	(71,643)	-
Correction of accrual for due to other governments	(24,847)	-	(24,847)	-
Department of Transportation restatement of capital assets and infrastructure	(16,005)	-	(16,005)	-
Cumulative effect of change in method of accounting for derivative instruments for implementation of GASB 53	-	-	-	(8,345)
Other adjustments of assets and liabilities as of June 30, 2009	5,713	(1,822)	3,891	-
Net Assets July 1, 2009 as restated	$ 5,551,473	$ 6,171,190	$ 11,722,663	$ 3,036,967
Effect of prior period adjustments on the amount of net increase (decrease) in net assets of Fiscal Year 2009	$ (90,258)	$ (1,882)	$ (92,140)	$ -

NOTE 24. LITIGATION, CONTINGENCIES AND COMMITMENTS

A. Litigation and Contingencies

The State is a defendant in various legal proceedings pertaining to matters incidental to the performance of routine governmental operations.

Claims and Judgments Reported in Governmental Activities

The State accrues liabilities related to legal proceedings, if a loss is probable and reasonably estimable. Such losses, totaling $3.7 million on June 30, 2010 reported in the governmental activities, are discussed below:

Other Claims -- Work Injury Supplemental Benefits - The Work Injury Supplemental Benefit Fund, administered by the Department of Workforce Development, provides compensatory payments to survivors of fatally injured employees or disabled employees with work-related injuries. The liability for annuities to be paid totaled $.9 million at June 30, 2010.

The U.S. Department of Agriculture (USDA) determined that certain costs of services for the Supplemental Nutrition Assistance Program (SNAP), administered by the State of Wisconsin Department of Health Services, were not eligible for participation in that program. Therefore, a liability for $2.8 million is reported at June 30, 2010, $2.3 million as a claims and judgments in the government-wide statements and $.5 million as a "Due to Other Governments" in the General Fund.

Other Claims, Judgments, and Contingencies

The State is also named as a party in other legal proceedings where the ultimate disposition and consequence are not presently determinable. The potential liability amount relating to an unfavorable outcome for certain of these proceedings could not be reasonably determined at this time. However, the ultimate dispositions and consequences of any single legal proceeding or all legal proceedings collectively should not have a material adverse effect on the State's financial position.

Notice of Transferee Liability – In September 2008, the Internal Revenue Service (IRS) provided the State of Wisconsin Investment Board (SWIB) a Notice of Transferee Liability. This claim seeks taxes, penalties and interest relating to the sale of Shockley Communications Corporation (SCC) stock in 2001.

The IRS asserts that the shareholders' sale of SCC stock in 2001 should have been characterized as a sale of assets by SCC, on which SCC should have paid income taxes. The IRS asserts that the former SCC shareholders, including SWIB, would be liable for those taxes, plus penalties and interest. The SWIB's liability, as a putative transferee of SCC assets, would be limited to $28.3 million plus interest.

The SWIB believes that the loss, if any, resulting from the claim being upheld will not have a material impact on net investment assets or net income in future years. Due to uncertainty in predicting an outcome, a liability has not been recorded.

Child Support Disallowances - In November 2008, the Federal Government notified the State that it had disallowed certain costs that were not reimbursed in accordance with federal requirements. The State is disputing these findings and currently awaiting a final decision. Because a fiscal impact cannot be readily determined and due to uncertainty in predicting an outcome if appeals were to proceed, a liability has not been recorded.

Taxability of Custom Software - In July 2008, the Wisconsin Supreme Court decided in favor of the Menasha Corporation in the case regarding the taxability of custom software. While it was initially estimated that the State could potentially receive requests for refund claims in excess of $270.0 million, actual refunds paid in Fiscal Year 2009 and Fiscal Year 2010 totaled $37.2 million. The State estimates that it will pay out an additional $4.3 million in claims during Fiscal Year 2011; therefore, a liability for $4.3 million is reported at June 30, 2010, in the General Fund as a tax refund payable. Refund claims not yet received, or remaining to be settled could reach up to $7.7 million, however, a liability for this amount is not reported.

Transfer from Injured Patients and Families Compensation Fund – 2007 Wisconsin Act 20, which was signed into law October 2007, required a transfer of $200 million from the Injured Patients and Families Compensation Fund to the General Fund. The transfer consisted of $71.5 million, which was transferred in October 2007, and an additional $128.5 million which was transferred in July 2008. Subsequent to the signing of this legislation and the initial transfer, the Wisconsin Medical Society filed a lawsuit on behalf of their members challenging the transfer as unconstitutional. After being dismissed in December 2008, the case was appealed to the Wisconsin Supreme Court. In July, 2010, the Wisconsin Supreme Court ruled that the plaintiffs had a property interest in the transferred funds, and that the transfer therefore, constituted an unlawful taking under the Wisconsin Constitution. The Court ruling requires that the $200 million, plus interest and lost earnings, be returned to the Injured Patients and Families Compensation Fund. The matter has been remanded to the Circuit Court to determine the amount of interest and lost earnings due. A liability of $202.6 million is reported as an "Advance from Other Funds" in the General Fund. The amount reported does not include lost earnings, which have yet to be determined.

B. Commitments

Primary Government

In addition to legal proceedings, the State is party to commitments which normally occur in governmental operations. In addition to the amount of encumbrances outstanding at June 30, 2010, reported as Fund Balance - Reserved for Encumbrances, additional obligations at June 30, 2010 representing multi-year, long-term commitments included (in thousands):

Transportation Fund	$ 482,759
Transportation Revenue Bonds Capital Projects Fund	54,813
General Fund – Department of Commerce programs, including economic and community development programs	49,897
Environmental	3,289

The Environmental Improvement Fund (the Fund) was established to administer the Clean Water Fund Loan Program. Loans are made to local units of government for wastewater treatment projects for terms of up to 20 years. These loans are made at a number of prescribed interest rates based on environmental priority. The loans contractually are revenue obligations or general obligations of the local governmental unit. Additionally, various statutory provisions exist which provide further security for payment. The Fund has made financial assistance commitments of $270.1 million as of June 30, 2010. These loan commitments are expected to be met through additional federal grants and proceeds from issuance of revenue obligations.

In addition, the revenue obligation bonds of the Leveraged Loan Program in the Fund are collateralized by a security interest in all the assets of the Leveraged Loan Program. Neither the full faith and credit nor the taxing power of the State is pledged for the payment of the Fund's revenue obligation bonds. However, as the loans granted to local units of government are at an interest rate less than the revenue bond rate, the State is obligated by the Fund's General Resolution to fund, at the time each loan is made, a reserve which subsidizes the Leveraged Loan Program in an amount which offsets this interest disparity.

The *Injured Patients and Families Compensation Fund* may be required to purchase an annuity as a result of a claim settlement. Under specific annuity arrangements, the fund may have ultimate responsibility for annuity payments if the annuity company defaults on annuity payments. One of the fund's annuity providers defaulted on $100 thousand in annuity payments through June 30, 2010, which the fund subsequently paid. The annuity provider is currently making the majority of these annuity payments, but the fund continues to make monthly annuity payments to cover defaulted payments. The fund has received reimbursement for these payments, including interest of $93 thousand through June 30, 2010. It is unclear when the annuity provider will be able to make the remaining annuity payments and whether the fund will be able to recover the remaining annuity payments made on the behalf of the annuity provider. The total estimated replacement value of the fund's annuities as of June 30, 2010 was $32.8 million. The replacement value calculation includes only annuities where the Fund remains the owner. Annuities with qualified assignments are no longer included. The fund reserves the right to pursue collection from State guarantee funds.

State Public Deposit Guarantee - As required by Wis. Stat. Sec. 34.08, the State is to make payments to public depositors for proofs of loss (e.g., loss resulting from a bank failure) up to $400 thousand per depositor above the amount of federal insurance. This statutory requirement guarantees that the State will make payments in favor of the public depositor that has submitted a proof of loss. Payments would be made in the order in which satisfactory proofs of loss are received by the State's Department of Financial Institutions, until the designated appropriation is exhausted. At June 30, 2010, the appropriation available totaled $43.0 million. Losses become fixed as of the date of the loss. A public depositor experiencing a loss must assign its interest in the deposit, to the extent of the amount paid, to the Department of Financial Institutions. Any recovery made by the Department of Financial Institutions under the assignment is to be repaid to the appropriation. The possibility of a material loss resulting from payments to and recovery from public depositors is remote.

Component Units

The Wisconsin Housing and Economic Development Authority's mission was expanded since its creation to include administration of the Agricultural and Business Programs. These programs administer funds that are legislatively appropriated to subsidize interest and provide guarantees of principal balances of qualifying loans. At June 30, 2010, outstanding loan guarantees totaled $30.4 million.

In April 2003, the Authority approved the Neighborhood Business Revitalization Guarantee program. The guarantee program will provide up to $12.0 million in loan guarantees for revitalization in targeted urban commercial communities with populations greater than 35,000. As of June 30, 2010, $6.4 million of loan guarantees had been approved with outstanding loan guarantees of $6.2 million.

NOTE 25. SUBSEQUENT EVENTS

Primary Government

Short-term Debt

Operating Notes – In July 2010, the State issued $800.0 million of operating notes. The proceeds of the notes were to be used within six months to fund local assistance payments to the State's municipalities and school districts, and finance day-to-day operations in anticipation of revenue received later in the fiscal year. The notes were issued because of an imbalance between the timing of payments disbursed and receipts collected. The imbalance exists because a greater percentage of receipts are received in the second half of the fiscal year, primarily January, March and April. The notes will be paid at maturity on June 15, 2011.

Long-term Debt

General Obligation Bonds - In September 2010, the State issued $146.7 million of 2010 Series C general obligation bonds to be used for the acquisition, construction, development, extension, enlargement, or improvement of land, water, property, highways, buildings, equipment, or facilities for public purposes. The interest rates ranged from 4.0 percent to 5.0 percent payable semiannually, beginning May 1, 2011.

In September 2010, the State issued $309.7 million of 2010 Series D general obligation bonds to be used for the acquisition, construction, development, extension, enlargement, or improvement of land, water, property, highways, buildings, equipment, or facilities for public purposes. The interest rates ranged from 3.5 percent to 5.1 percent payable semiannually, beginning May 1, 2011. The bonds mature May 1 of the years 2022 through 2041. These bonds are "qualified Build America Bonds" pursuant to Section 54AA of the Internal Revenue Code of 1986, as amended. The State will receive 35 percent of the interest payable to bondholders from the United States Treasury.

In December 2010, the State will issue $15.0 million of general obligation bonds to the State of Wisconsin Environmental Improvement Fund, the debt service of which is used to address the difference between loan repayments received in the Clean Water Fund Program's leveraged loan portfolio and the debt service due on revenue obligations issued to fund loans from this Clean Water Fund Program portfolio. The interest rate is 5.955 percent payable semiannually beginning May 1, 2011. The bonds mature May 1 of the years 2030 and 2031.

Revenue Bonds - In November 2010, the State issued Clean Water Revenue Bonds, 2010 Series 4 in the amount of $116.3 million. The interest rates ranged from 2.0 percent to 5.0 percent, interest is payable semiannually. The bonds mature June 1 of the years 2012 through 2031. The bonds are being used to make loans to municipalities primarily for construction or improvement of their wastewater treatment facilities. In November 2010, the State issued Clean Water Revenue Refunding Bonds, 2010 Series 5 in the amount of $36.8 million. The interest rates are 5.0 percent, interest is payable semiannually. The bonds mature June 1 of the years 2018 through 2023. The bonds are being used for the advance refunding of bonds previously issued to make loans to municipalities primarily for construction or improvement of their wastewater treatment facilities.

In December 2010, the State will issue 2010 Series A Transportation Revenue Bonds in the amount of $76.1 million. The fixed interest rate is 5.0 percent payable semiannually. The bonds are due in various maturities beginning in 2012, with final maturity in 2021. The proceeds will be used to finance certain State transportation facilities and highway projects and to pay costs of issuance.

In December 2010, the State will issue 2010 Series B taxable Transportation Revenue Bonds in the amount of $123.9 million. The 2010 Series B bonds are "qualified Build America Bonds" pursuant to Section 54AA of the Internal Revenue Code of 1986, as amended. The State will receive 35 percent of the interest payable to bondholders from the United States Treasury. Fixed interest rates range from 4.7 percent to 6.0 percent payable semiannually. The bonds are due in various maturities beginning in 2022, with final maturity in 2031. The proceeds will be used to finance certain State transportation facilities and highway projects and to pay costs of issuance.

Component Units

Wisconsin Housing and Economic Development Authority (the Authority) – Subsequent to June 30, 2010, the Authority redeemed the following bonds (in thousands):

Program/Bond Resolution	Amount Redeemed
Home Ownership Revenue Bonds:	
1999 Series F, G, H & I	$ 270
1998 Series F & G	2,085

In addition, subsequent to June 30, 2010, the Authority early retired the following bonds (in thousands):

Program/Bond Resolution	Redemptions Amount Retired
Home Ownership Revenue Bonds:	
1987	$ 55,180
1988	65,400
All Other	4,740
Housing Revenue Bonds	3,590
Multifamily Stand Alone Bonds	175
Line of Credit – Mortgage Financing	23,858
Facility Refunding Bond	12,665
BDB Bonds	75

In addition, subsequent to June 30, 2010, the Authority issued the following bonds (in thousands):

Program/Bond Resolution	Issuances
Home Ownership Revenue Bonds:	
2009	$ 40,000
Line of Credit – Mortgage Financing	63,561
Facility Refunding Bond	12,665

Required Supplementary Information

Postemployment Benefits - State Health Insurance Program

The funding progress for the State of Wisconsin Health Insurance Plan is provided below (in thousands):

Actuarial Valuation Date	Actuarial Valuation Of Assets (a)	Actuarial Accrued Liability (AAL) – Entry Age (b)	Unfunded AAL (UAAL) (b – a)	Funded Ratio (a / b)	Covered Payroll (c)	UAAL as a Percentage of Covered Payroll ((b – a) / c)
1/1/2009	$ 0	$ 1,329,526	$ 1,329,526	0.0%	$ 3,053,972	43.5%
1/1/2007	$ 0	$ 1,472,774	$ 1,472,774	0.0%	$ 2,842,917	51.8%

Infrastructure Assets Reported Using the Modified Approach

The State has adopted the modified approach for reporting infrastructure assets. Under the modified approach, infrastructure assets are not depreciated as long as the State can demonstrate that these assets are properly managed and are being preserved at or above an established condition level. Instead of depreciation, the costs to maintain and preserve infrastructure assets are expensed, while additions and improvements are capitalized. The State owns approximately 11,200 centerline miles of roads and 5,000 bridges.

Road Network

Condition assessments are completed on a two-year cycle with the most current results reported for each State road. Numerous measures are used to assess the condition of the State's road network. The State has adopted the International Roughness Index (IRI), as defined by the Federal Highway Administration, as its primary condition measure. IRI is measured on a scale of 0 to 5, with an IRI of 2.69 or greater being defined as a "poor" ride. Roads with a "poor" IRI assessment cause negative impacts for the traveling public by decreasing driver comfort and increasing the damage to vehicles and goods. It is the State's policy to ensure no more than 15 percent of its roads receive a "poor" IRI assessment.

Recent condition assessment results are as follows:

Year Ended June 30	Miles of Road	Percent Rated "Poor"	Established Percent	Variance Favorable/ (Unfavorable)
2010	11,200	9.3*	15.0	5.7
2009	11,200	6.9	15.0	8.1
2008	11,200	6.9	15.0	8.1
2007	11,200	6.4	15.0	8.6
2006	11,200	5.4	15.0	9.6
2005	11,200	5.8	15.0	9.2
2004	11,200	6.1	15.0	8.9
2003	11,200	4.3	15.0	10.7
2002	11,200	4.6	15.0	10.4

*The increase in the percentage of roads rated poorly is partially attributable to the use of new equipment used in assessing the IRI. DOT officials believe the current data collection methods provide a more accurate view of existing ride quality because of improvements in equipment and methodology.

Each year the State estimates the costs to maintain and preserve the road network at, or above, the established condition level. Actual maintenance/preservation costs compare to estimates as follows:

Year Ended June 30	Estimated Costs (In millions)	Actual Costs (In millions)	Variance (In millions) Favorable/ (Unfavorable)
2010	$ 660.7	$ 669.1	$ (8.4)
2009	647.7	624.4	23.3
2008	531.8	537.3	(5.5)
2007	501.8	441.6	60.2
2006	495.7	367.5	128.2
2005	366.6	333.8	32.8
2004	450.8	341.1	109.7
2003	420.9	336.7	84.2
2002	470.7	437.6	33.1

Estimated costs are developed at the beginning of the fiscal year based on projects planned for the current and future years. The types of projects ultimately contracted and incurring costs during the year are often very different. In addition, the State of Wisconsin, Department of Transportation's multi-year contracting process, allowing encumbrances to carry forward, makes a comparison of actual to estimated amounts difficult since expenditures for the current year may have been budgeted and committed to a project in prior years. Estimated costs for 2005 and actual costs for 2005 through 2008 have been restated from amounts reported in prior years due to an error in classification of costs on a capital project as maintenance/preservation costs.

Bridge Network

Condition assessments are completed on a two-year cycle, with more frequent inspections completed if warranted. The most current assessment results are reported for each State bridge, making the overall assessment a blend of measures completed in the current fiscal year and those completed in the prior year.

The structural condition rating is a broad measure of the condition of a bridge. Each bridge is rated using three National Bridge Inventory (NBI) condition codes and two NBI appraisal ratings. The three NBI condition codes are Deck Condition, Superstructure Condition, and Substructure Condition. The two

NBI appraisal ratings are Structural Evaluation and Waterway Adequacy. The NBI uses a 10-point scale for condition codes and appraisal ratings. A bridge is considered "structurally deficient" if any condition code is 4 or less, or if either appraisal code is 2 or less.

"Structurally deficient" bridges cause negative impacts for the public by increasing the likelihood that heavy loads will need to be rerouted to less efficient routes, thus increasing logistic costs for State businesses. It is the State's policy to ensure no more than 15 percent of its bridges are "structurally deficient".

Recent condition assessment results are as follows:

Year Ended June 30	Number of Bridges	Percent Structurally Deficient	Established Percent	Variance Favorable/ (Unfavorable)
2010	5,000	4.1	15.0	10.9
2009	5,000	3.8	15.0	11.2
2008	4,900	4.5	15.0	10.5
2007	4,900	4.1	15.0	10.9
2006	4,900	4.3	15.0	10.7
2005	4,900	5.1	15.0	9.9
2004	4,900	5.4	15.0	9.6
2003	4,900	6.2	15.0	8.8
2002	4,900	7.6	15.0	7.4

Each year the State estimates the costs to maintain and preserve the bridge network at, or above, the established condition level. Actual maintenance/preservation costs compare to estimates as follows:

Year Ended June 30	Estimated Costs (In millions)	Actual Costs (In millions)	Variance (In millions) Favorable/ (Unfavorable)
2010	$ 91.7	$ 93.0	$ (1.3)
2009	55.9	56.9	(1.0)
2008	61.0	46.2	14.8
2007	36.0	46.9	(10.9)
2006	42.4	31.3	11.1
2005	28.3	38.6	(10.3)
2004	47.8	52.3	(4.5)
2003	46.4	45.7	0.7
2002	33.6	38.4	(4.8)

Estimated costs are developed at the beginning of the fiscal year based on projects planned for the current and future years. The types of projects ultimately contracted and incurring costs during the year are often very different. The State of Wisconsin, Department of Transportation's multi-year contracting process, allowing encumbrances to carry forward, makes a comparison of actual to estimated amounts difficult since expenditures for the current year may have been budgeted and committed to a project in prior years.

Budgetary Comparison Schedule
General Fund
For the Fiscal Year Ended June 30, 2010

(In Thousands)

	Original Budget	Final Budget	Actual Amounts
Unexpended Budgetary Fund Balances, Beginning of Year			$ 505,075
Revenues and Transfers (Inflows):			
Taxes	$ 12,371,404	$ 12,156,781	12,156,840
Departmental:			
Tribal Gaming	19,477	19,227	25,095
Other	15,149,589 (A)	15,237,792 (A)	14,736,145
Transfers from:			
Transportation Fund	(A)	(A)	84,770
Nonmajor Governmental Funds	(A)	(A)	158,916
Nonmajor Enterprise Funds	(A)	(A)	317
Total Revenues and Transfers (Inflows)	27,540,470	27,413,799	27,162,082
Amounts Available for Appropriation			27,667,157
Appropriations (Outflows):			
Commerce	385,294	615,987	303,822
Education	11,577,970	11,884,855	11,217,390
Environmental Resources	343,640	205,000	169,044
Human Relations and Resources	10,450,988	12,671,856	11,539,870
General Executive	1,347,977	1,482,742	1,030,803
Judicial	136,256	132,470	130,341
Legislative	73,818	65,998	65,930
Tax Relief and Other General	2,351,994	2,319,622	2,291,777
Transfers to:			
Nonmajor Governmental Funds	23,800	23,800	23,800
Total Appropriations (Outflows)	$ 26,691,736	$ 29,402,330	26,772,777
Fund Balances, End of Year			894,380
Less Encumbrances Outstanding at June 30, 2010			(716,009)
Fund Balances, End of Year Budgetary Basis			$ 178,371

Reconciliation of the End of Year, Budgetary Basis, Fund Balance to the Detail Reported in the Annual Fiscal Report:	
General Purpose:	
Designated	$ 78,496
Undesignated	70,980
Total General Purpose	149,476
Program Revenue	28,895
Fund Balances, End of Year Budgetary Basis	$ 178,371

(A) Interfund transfers to the General Fund were budgeted under departmental revenue during Fiscal Year 2010.

Budgetary Comparison Schedule
Transportation Fund
For the Fiscal Year Ended June 30, 2010

(In Thousands)

	Original Budget	Final Budget	Actual Amounts
Unexpended Budgetary Fund Balances, Beginning of Year			$ 418,581
Revenues (Inflows):			
Taxes	$ 1,008,681	$ 1,008,681	1,008,681
Departmental	1,907,041	1,907,041	1,907,041
Transfers from:			
Nonmajor Governmental Funds	10,000	10,000	10,000
Total Revenues (Inflows)	2,925,722	2,925,722	2,925,722
Amounts Available for Appropriation			3,344,303
Appropriations and Transfers (Outflows):			
Environmental Resources	4,200,128	5,870,385	2,680,892
General Executive	1,990	1,936	1,509
Tax Relief and Other General	24,399	21,862	22,821
Transfers to:			
General Fund	45,370	84,770	84,770
Total Appropriations and Transfers (Outflows)	$ 4,271,887	$ 5,978,952	2,789,992
Fund Balances, End of Year			554,311
Less Encumbrances Outstanding at June 30, 2010			(1,603,381)
Fund Balances, End of Year Budgetary Basis			$ (1,049,070)

Notes To Required Supplementary Information

NOTE 1. BUDGETARY INFORMATION

A. Budgetary – GAAP Reporting Reconciliation

The accompanying Budgetary Comparison Schedule compares the legally adopted budget (more fully described in RSI Note 1-B) with actual data on a budgetary basis. Because accounting principles applied for purposes of developing data on the budgetary basis differ significantly from those used to present financial statements in conformity with generally accepted accounting principles (GAAP), a reconciliation of basis and perspective differences as of June 30, 2010 is presented below (in thousands):

	General Fund	Transportation Fund
Fund balance June 30, 2010 (budgetary basis – budgetary fund structure):		
General Purpose Revenue – fund balance per budgetary basis *Annual Fiscal Report*		
Undesignated fund balance	$ 70,980	
Designated fund balance	78,496	
Total General Purpose Revenue fund balance	149,476	
Program Revenue – fund balance per budgetary basis *Annual Fiscal Report*	28,895	
Fund balance June 30, 2010 (budgetary basis – budgetary fund structure) As reported on the budgetary comparison schedule	178,371	$(1,049,070)
Reclassifications:		
To eliminate the effect of encumbrances that were reported as expenditures under budgetary reporting (*basis difference*)	716,009	1,603,381
To reclassify activities of the Medical Assistance Trust, Hospital Assessment, Budget Stabilization, and Permanent Endowment Funds (reported as special revenue funds under budgetary reporting) as part of the General Fund (*perspective difference*)	40,818	--
To reclassify activities reported in another GAAP fund type (*perspective differences*):		
Enterprise funds (except for the University of Wisconsin System)	55,232	--
University of Wisconsin System	(658,719)	--
Internal Service funds	50,017	--
Fiduciary funds	(653)	--
Transportation Revenue Bonds capital project fund	--	3,353
Fund balance June 30, 2010 (GAAP fund structure – budgetary basis, excluding encumbrances treated as expenditures at year end)	381,075	557,664
Adjustments (*basis differences*):		
To accrue receivables and establish payables for individual income taxes (net)	(990,462)	--
To defer revenues for gross receipts public utility taxes	(240,560)	--
To adjust revenues and expenditures for tax-related items and other tax credit/aid programs (net)	(414,404)	(10,557)
To adjust expenditures for the municipal and county shared revenue program	(528,177)	--
To adjust expenditures for State property tax credit program	(677,023)	--
To record a loan for the monies received in prior years from the Injured Patients and Families Compensation Fund	(202,588)	--
To accrue unpaid Medicaid payments to providers (net of receivable from federal government)	(171,269)	--
To adjust revenues and expenditures for certain major Health Services, and Children and Families human services payments to local governments	(93,543)	--
To recognize the tobacco settlement revenue receivable	72,159	--
To accrue State educational aids payments deferred until the subsequent year	(75,000)	--
To adjust revenues and expenditures for other items (net)	(3,512)	103,041
Fund balance June 30, 2010 (GAAP fund structure – GAAP basis) as reported on the governmental fund statements	$(2,943,303)	$ 650,148

B. Budgetary Basis of Accounting

The State's biennial budget is prepared using a modified cash basis of accounting. The final budget is primarily a general purpose revenue and expenditure budget. General purpose revenues consist of general taxes and miscellaneous receipts which are paid into the General Fund, lose their identity, and are then available for appropriation by the Legislature. The remaining revenues consist of program revenues, which are credited by law to an appropriation to finance a specified program or State agency, and segregated revenues which are paid into separate identifiable funds.

While State departments and agencies are required to submit estimates of expected revenues for program revenue and segregated revenue categories, these estimates are not formally incorporated into the adopted budget except for revenue estimates of the Lottery Fund. As a result, legally budgeted revenues for these categories are not available and, consequently, actual amounts are reported in the budget column of the Budgetary Comparison Schedules.

Expenditure budgeting differs for the various types of appropriations. For most appropriations, budgeted expenditures equal the amount from the adopted budget plus any subsequent legislative or administrative revisions. Various supplemental appropriations were approved during the year and have been incorporated into the budget figures.

While State statutes prohibit spending beyond budgetary authority, a provision is made to include the value of accounts receivable, inventories and work in process in identifying available revenues. The State also utilizes nonbudget accounts for which no budget is established but expenditures may be incurred. As a result, actual expenditures may exceed budgeted amounts in certain categories.

The budgetary basis of accounting required by State law differs materially from the basis used to report revenues and expenditures in accordance with GAAP. Other variances arise because the State's biennial budget is developed according to the statutory required fund structure which differs extensively from the fund structure used in the GAAP basis financial statements. This difference is primarily caused by the elimination of the University of Wisconsin System, and various fiduciary, proprietary and other governmental fund activity from the statutory General and Transportation funds. In addition, the Medical Assistance Trust, Hospital Assessment, Budget Stabilization and Permanent Endowment Funds, special revenue funds under statutory reporting, are included as part of the General Fund under GAAP reporting. As a consequence of these differences, a reconciliation between budgetary basis and GAAP basis is provided in Note 1-A of the notes to the required supplementary information.

The Budgetary Comparison Schedules for the General and the Transportation Fund present both the original and final appropriated budgets, as well as the actual inflows, outflows, and fund balance on the budgetary basis. The supplementary budget comparison schedule provides this same information (with the exception of the original budget data) for the nonmajor governmental funds with annual budgets. The capital project and debt service funds are excluded from this schedule because no comprehensive budget is approved for these funds. Two special revenue funds, the Wisconsin Public Broadcasting Foundation and the Celebrate Children Foundation, have been excluded from reporting because they are blended component units that are neither budgeted nor included under statutory reporting. Of the permanent funds, only the Historical Society Fund and a portion of the Common School and Normal School funds are budgeted.

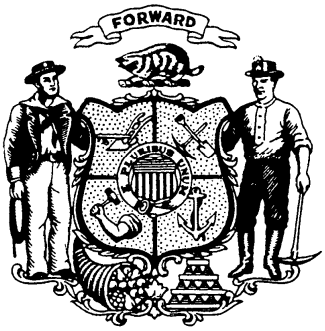
The State's biennial budget was enacted and published on June 29, 2009. This legislation is recognized by State officials as the original budget and is treated as such on the Budgetary Comparison Schedules.

While the legal level of budgetary control for the reported funds is maintained at the appropriation line as specified by the Legislature in Chapter 20 of the Wisconsin Statutes, this level of detail is impractical for inclusion in the Comprehensive Annual Financial Report. Accordingly, a supplementary report is available upon request which provides budgetary comparisons at the legal level of control.

Appropriation unexpended balances lapse at year-end or forward to the subsequent fiscal year depending on the type of appropriation involved:

- *Continuing* - unexpended balances automatically forward to ensuing years until fully depleted or repealed by subsequent action of the Legislature.
- *Annual*:
  - *General Purpose Revenue* - unencumbered balances lapse at year end.
  - *Program Revenue* - unexpended cash balances may be forwarded to the next fiscal year.
- *Biennial* - unexpended balances or deficits automatically forward to the second year. At the end of the second year all unencumbered general purpose revenue balances lapse.
- *Sum sufficient* - moneys are appropriated and expended in the amounts necessary to accomplish the purpose specified.

Encumbrances may be carried over to the next fiscal year as a revision to the budgetary appropriation with Department of Administration approval. Under budgetary reporting, encumbrances are treated like expenditures and are shown as a reduction of fund balance. Under GAAP reporting, encumbrances outstanding at year end for purchase orders and contracts expected to be honored in the following year are reported as reservations of fund balance since they do not constitute expenditures or liabilities.


FORWARD