

STATE OF WISCONSIN CONTINUING DISCLOSURE ANNUAL REPORT

FILED PURSUANT TO UNDERTAKINGS PROVIDED TO PERMIT COMPLIANCE WITH
SECURITIES EXCHANGE COMMISSION RULE 15C2-12

GENERAL OBLIGATIONS

(Base CUSIPs 977055, 977056, and 97705L)

MASTER LEASE CERTIFICATES OF PARTICIPATION

(Base CUSIP 977087)

TRANSPORTATION REVENUE OBLIGATIONS

(Base CUSIP 977123)

CLEAN WATER REVENUE BONDS

(Base CUSIP 977092)

PETROLEUM INSPECTION FEE REVENUE OBLIGATIONS

(Base CUSIP 977109)

GENERAL FUND ANNUAL APPROPRIATION BONDS

(Base CUSIP 977100)

DECEMBER 26, 2014



SCOTT WALKER
GOVERNOR

MIKE HUEBSCH
SECRETARY

Division of Executive Budget and Finance
Capital Finance Office
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December 26, 2014

Thank you for your interest in the State of Wisconsin.

This is the Continuing Disclosure Annual Report for the fiscal year ending June 30, 2014 (**2014 Annual Report**).

The 2014 Annual Report provides information on different securities that the State issues and is provided under the State's continuing disclosure undertakings. These undertakings of the State are intended to help dealers and brokers comply with Rule 15c2-12 under the Securities Exchange Act of 1934. As of this date, the State has filed the 2014 Annual Report with the Municipal Securities Rulemaking Board (**MSRB**) through its Electronic Municipal Market Access (**EMMA**) system. EMMA receives, and makes available to the public, continuing disclosure documents and related information that is provided by issuers and obligated persons.

Official Statements for securities that the State issues during calendar year 2014 may incorporate parts of this 2014 Annual Report by reference.

Organization of the 2014 Annual Report

The 2014 Annual Report is divided into eight parts. The first two parts present general information.

- **Part I** presents the **State's continuing disclosure undertakings**. A Master Agreement on Continuing Disclosure (Amended and Restated December 1, 2010) establishes a general framework. Separate addenda describe the information to be provided for specific types of securities.
- **Part II** presents **general information about the State**, including its operations and financial results. This part includes the General Purpose External Financial Statements portion of the audited Comprehensive Annual Financial Report for the fiscal year ending June 30, 2014. This part also provides information on the 2013-15 biennial budget and the results of the 2013-14 fiscal year.

The remaining parts present information about different types of securities that the State issues.

- **Part III – General obligations (including bonds, commercial paper, and extendible municipal commercial paper)**
- **Part IV – Master lease certificates of participation**

- **Part V – Transportation revenue obligations (including bonds and commercial paper)**
- **Part VI – Clean water revenue bonds**
- **Part VII – Petroleum inspection fee revenue obligations (including bonds and extendible municipal commercial paper)**
- **Part VIII – General fund annual appropriation bonds (including bonds and variable rate notes)**

Ratings on the State's Securities

The following chart presents a summary of the long-term ratings currently assigned to different types of securities that the State issues.

<u>Security</u>	<u>Fitch Ratings</u>	<u>Kroll Bond Rating Agency, Inc.</u>	<u>Moody's Investors Service, Inc.</u>	<u>Standard & Poor's Ratings Services</u>
General Obligations	AA	AA	Aa2*	AA
Master Lease Certificates of Participation	AA-	AA-	Aa3*	AA-
Transportation Revenue Bonds	AA+	AAA	Aa2	AA+
Clean Water Revenue Bonds	AA+	—	Aa1	AA+
Petroleum Inspection Fee Revenue Bonds	AA	—	Aa2	AA
General Fund Annual Appropriation Bonds	AA-	—	Aa3*	AA-

* On November 19, 2014 Moody's Investors Service, Inc. changed the outlook on the State's general obligations and appropriation credits from "stable" to "positive" along with affirming its current rating on those respective obligations.

How to Get Additional Information

If you are interested in information about securities that the State issues, please contact the Capital Finance Office; *the Capital Finance Office is the only party authorized to speak on the State's behalf about the State's securities.*

The Capital Finance Office maintains a web site that provides access to both disclosure and non disclosure information. The Capital Finance Office posts to this web site general fund cash flow reports and all event and additional (voluntary) filings that it makes through MSRB's EMMA system.

www.doa.wi.gov/capitalfinance

We welcome your comments or suggestions about the 2014 Annual Report. I can be reached at (608) 266-2305 or DOACapitalFinanceOffice@wisconsin.gov.

Sincerely,

/s/ KEVIN D. TAYLOR

Kevin D. Taylor
Capital Finance Director

**SUMMARY OF OUTSTANDING STATE OF WISCONSIN OBLIGATIONS
AS OF DECEMBER 15, 2014**

	<u>Principal Balance 12/15/2013</u>	<u>Principal Issued 12/15/2013 - 12/15/14</u>	<u>Principal Matured, Redeemed, or Defeased 12/15/2013 - 12/15/14</u>	<u>Principal Balance 12/15/2014</u>
<u>GENERAL OBLIGATIONS^(a)</u>				
Total	\$8,027,531,244	\$1,297,615,000	\$1,468,460,642	\$7,856,685,602
General Purpose Revenue (GPR)	5,208,529,003	655,368,442	978,131,117	4,885,766,328
Self-Amortizing: Veterans	85,925,000	—	20,080,000	65,845,000
Self-Amortizing: Other	2,733,077,241	642,246,558	470,249,525	2,905,074,274
<u>MASTER LEASE CERTIFICATES OF PARTICIPATION</u>				
Total	\$ 66,795,540	\$ 44,070,953	\$ 18,763,271	\$ 92,103,222
<u>TRANSPORTATION REVENUE OBLIGATIONS^(a)</u>				
Total	\$1,872,903,000	\$ 433,875,000	\$ 271,795,000	\$2,034,983,000
<u>CLEAN WATER REVENUE BONDS</u>				
Total	\$ 822,940,000	—	\$ 58,195,000	\$ 764,745,000
<u>PETROLEUM INSPECTION FEE REVENUE OBLIGATIONS^(a)</u>				
Total	\$ 164,445,000	—	\$ 25,345,000	\$ 139,100,000
<u>GENERAL FUND ANNUAL APPROPRIATION BONDS^(a)</u>				
Total	\$3,259,490,000	—	\$80,260,000	\$3,179,230,000

(a) This table also includes variable rate obligations that have been issued by the State.

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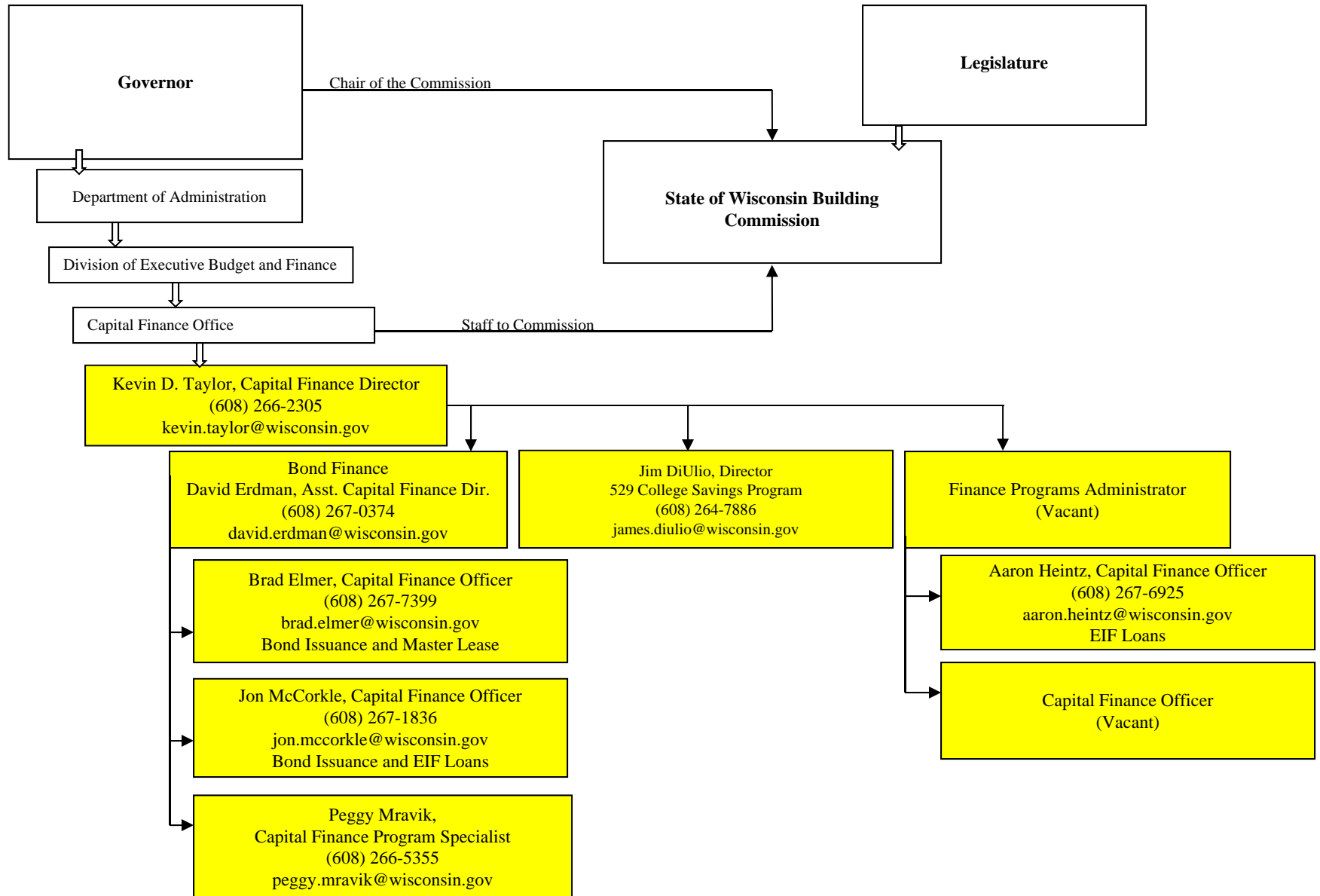
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Capital Finance Office Staff (December 15, 2014)



STATE OFFICIALS PARTICIPATING IN ISSUANCE AND SALE OF BONDS AND NOTES

BUILDING COMMISSION MEMBERS^(a)

Voting Members	Term of Office Expires^(b)
Governor Scott Walker, Chairperson	January 5, 2015
Representative Dean Kaufert, Vice-Chairperson	January 5, 2015
Senator Scott Fitzgerald	January 5, 2015
Senator Terry Moulton	January 5, 2015
Senator Fred Risser	January 2, 2017
Representative Joan Ballweg	January 5, 2015
Representative Gordon Hintz	January 5, 2015
Mr. Robert Brandherm, Citizen Member	At the pleasure of the Governor

Nonvoting, Advisory Members

Vacant, State Chief Engineer Department of Administration	_____
Mr. Daniel J. Stephans, State Ranking Architect Department of Administration	_____

Building Commission Secretary

Ms. Summer R. Strand, Administrator Division of Facilities Development Department of Administration	At the pleasure of the Building Commission and the Secretary of Administration
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OTHER PARTICIPANTS

Mr. J.B. Van Hollen State Attorney General	January 5, 2015
Mr. Mike Huebsch, Secretary Department of Administration	At the pleasure of the Governor

DEBT MANAGEMENT AND DISCLOSURE

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^(a) The Building Commission is composed of eight voting members. The Governor serves as the chairperson. Each house of the Wisconsin State Legislature appoints three members. State law provides for the two major political parties to be represented in the membership from each house. One citizen member is appointed by the Governor and serves at the Governor's pleasure.

^(b) As a result of the November 4, 2014 General Election, an inauguration of elected officials will occur on January 5, 2015. Governor Scott Walker was re-elected for another four-year term and the new Attorney General will be Brad D. Schimel. Other changes to the voting members of the Building Commission are also expected to occur.

PART III

GENERAL OBLIGATIONS

Part III of the 2014 Annual Report provides information about general obligations issued by the State of Wisconsin (**State**) in the form of bonds, notes, commercial paper notes (**CP Notes**), and extendible municipal commercial paper (**EMCP**). Selected information is provided in this introduction for the convenience of the readers; however, all information presented in this Part III of the 2014 Annual Report should be reviewed to make an informed investment decision.

Total Outstanding Balance (12/15/2014)	\$7,856,685,602
Amount Outstanding of Fixed-Rate Obligations	7,054,098,602
Amount Outstanding of Variable-Rate Obligations	802,587,000
Percentage of Outstanding Obligations in the form of Variable-Rate Obligations	10.22%
Ratings ^(a) (Fitch/Kroll/Moody's ^(b) /Standard & Poor's)	
Bonds	AA/AA/Aa2/AA
CP Notes/EMCP	F1+/K1+/P-1/A-1+
Authority	Chapters 18 and 20, Wisconsin Statutes
Registrar/Paying Agent	The Secretary of Administration is the registrar and paying agent for all outstanding fixed-rate general obligations. U.S. Bank National Association serves as issuing and paying agent for the CP Notes and EMCP.
Security	The Wisconsin Constitution pledges the full faith, credit, and taxing power of the State to its general obligations and requires the Legislature to provide for their payment by appropriation. The Wisconsin Statutes establish additional protections, provide for the repayment of all general obligations, and establish, as security for the payment of all debt service on general obligations, an irrevocable appropriation as a first charge on all revenues of the State.
^(a) The ratings presented are the ratings assigned to the State's general obligations without regard to any bond insurance policy. No information is provided in the 2014 Annual Report about any rating assigned to any general obligations based on any bond insurance policy.	
^(b) On November 19, 2014, Moody's Investors Service, Inc. changed the outlook on the State's general obligations from "stable" to "positive" along with affirming its current rating of Aa2 on those obligations.	

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The State of Wisconsin Building Commission (**Commission**) supervises all matters concerning the State's issuance of general obligations. The Capital Finance Office, which is part of the Division of Executive Budget and Finance within the State of Wisconsin Department of Administration (**Department of Administration**), is responsible for managing the State's borrowing programs. The law firm of Foley

& Lardner LLP has provided bond counsel services in connection with the issuance of the outstanding general obligations. Requests for additional information about general obligations of the State may be directed to the Capital Finance Office.

All outstanding fixed-rate general obligations have been issued in book-entry-only form.

The final maturity dates for the following two series of general obligation bonds were May 1, 2011 and May 1, 2012, respectively. These bonds were issued in fully-registered form and U.S. Bank National Association is the registrar and paying agent. Any holder that has not presented these bonds for payment should contact the State or U.S. Bank National Association for information on redeeming such bonds.

<u>Name of Obligation</u>	<u>Registrar/Paying Agent Contact</u>
General Obligation Bonds of 1990, Series D (Higher Education Bonds)	U.S. Bank National Association Attn: Registered Payments EP-MN-WS2N 60 Livingston Avenue
General Obligation Bonds of 1991, Series B (Higher Education Bonds)	St. Paul, MN 55107-2292 U.S. Bank Bondholders Communications Customer Service: 800-934-6802

General obligations issued by the State have been issued as both tax-exempt obligations and taxable obligations, with some of the taxable obligations being “qualified build America bonds” pursuant to Section 54AA of the Internal Revenue Code of 1986, as amended (**Code**).

On January 16, 2014, the State of Wisconsin entered into a Term Loan Agreement with JPMorgan Chase Bank, National Association. Provided that the terms and conditions of such agreement are met, the State expects on or after February 1, 2015 to draw proceeds of loans that will be applied on May 1, 2015 to refund certain general obligation bonds. The State has issued its general obligation refunding notes to JPMorgan Chase Bank, National Association to evidence its obligation to repay amounts borrowed under such agreement. Quarles & Brady LLP provided bond counsel services with respect to this Term Loan Agreement.

The 2014 Annual Report includes information and defined terms for different types of securities issued by the State. The context or meaning of terms used in one part of the 2014 Annual Report may differ from those of the same terms used in another part, and the total amount shown in a table may vary from the related sum due to rounding. No information or resource referred to in the 2014 Annual Report is part of the report unless expressly incorporated by reference.

Certain statements in Part III of the 2014 Annual Report may be forward-looking statements that are based on expectations, estimates, projections, or assumptions. Any forward-looking statements are made as of the date of the 2014 Annual Report, and the State undertakes no obligation to update such statements to reflect subsequent events or circumstances. Actual results could differ materially from the anticipated results.

SECURITY PROVISIONS FOR GENERAL OBLIGATIONS

Security

The Wisconsin Constitution pledges the full faith, credit, and taxing power of the State to its general obligations and requires the Legislature to provide for their payment by appropriation.

The Wisconsin Statutes establish additional protections and provide for the repayment of all general obligations. The Wisconsin Statutes establish, as security for the payment of all debt service on general obligations, a first charge on all revenues of the State. Further, a sufficient amount of those revenues is irrevocably appropriated, so that no subsequent legislative action is required to release such revenues, and those amounts are held in segregated funds or accounts.

The Wisconsin Statutes also provide that the validity of general obligations shall not be affected by any defect in their contracting, that all instruments evidencing general obligations are valid and incontestable,

and that any legislative, judicial, or administrative determination that proceeds of general obligations may not be spent shall not affect their validity.

The State has never defaulted in the punctual payment of principal or interest on any general obligation and has never attempted to prevent or delay a required payment. The State has reserved no right to reduce or modify any terms affecting the security or source of payment of its general obligations.

In the event of default, the Wisconsin Constitution guarantees recourse by allowing suit to be brought against the State to compel payment. Statutory provisions expedite the bringing of suit. Further, in the event of a final judgment against the State, payment will be made as specifically provided, together with interest at a rate of 10% per annum until the date of payment. The venue for all actions in which the sole defendant is the State, any State board or commission, or any State officer, employee, or agent in an official capacity shall be the county designated by the plaintiff unless another venue is specifically authorized by law.

The Wisconsin Statutes also provide that, if payment has been made or duly provided for by the date that a general obligation becomes due for payment, then interest ceases to accrue, and the general obligation is no longer outstanding. If any general obligation is not presented for payment, then the money held for its payment shall be administered under the unclaimed property statutory provisions.

Flow of Funds to Pay Debt Service on General Obligations

The General Fund stands behind the payment of debt service on all general obligations. Should the General Fund have insufficient resources to pay debt service, there is a single irrevocable and unlimited appropriation from all revenues of the State for timely payment on all general obligations. It is this appropriation, which pledges all revenues of the State for payment of debt service, that enables the State to issue a general obligation that is undifferentiated by the purpose for which proceeds are used.

For budgetary control purposes, different internal funds flows apply to general obligations, depending on whether they are issued as bonds or notes, and in some cases depending on the purpose for which they are issued.

With respect to general obligation bonds, all funds necessary for timely payment of principal and interest are deposited in the statutorily created Bond Security and Redemption Fund at least 15 days in advance of the due date. Furthermore, if operating notes are outstanding, no impoundment payments required in connection with operating notes may be made until the amounts required to be paid into the State's Bond Security and Redemption Fund during the ensuing 30 days have been so deposited.

With respect to general obligation notes, funds for the payment of principal and interest are deposited in a separate and distinct account within the statutorily created Capital Improvement Fund for the repayment of notes. Proceeds of general obligations may also be used to retire notes. The Wisconsin Statutes specifically provide that if, at any time, there is not on hand in the Capital Improvement Fund sufficient money for the payment of principal and interest on general obligation notes, then the Department of Administration shall transfer to the Capital Improvement Fund, from an irrevocable and unlimited appropriation as a first charge upon all revenues of the State, the amount necessary to pay the principal of, and interest on, general obligation notes when due.

Interest on the outstanding CP Notes and EMCP is paid when due. It is collected in the same manner as other general obligation notes and is deposited by the State with the respective issuing and paying agent. The State's practice is to make deposits at regular intervals, chosen at its discretion.

Purposes of General Obligations

The Wisconsin Constitution provides that the State may issue general obligations for three categories of borrowing. The first is to acquire, construct, develop, extend, enlarge, or improve land, waters, property, highways, railways, buildings, equipment, or facilities for public purposes. The second is to make funds available for veterans housing loans. The third is to fund or refund any outstanding State general obligations. Subject to constitutional limitations about purposes and amounts, procedures governing the

use of the borrowing authority are to be established by the Legislature. There is no constitutional requirement that the issuance of general obligations receive the direct approval of the electorate.

Limitations on Issuance of General Obligations

All general obligations issued by the State fall within a debt limit set forth in the Wisconsin Constitution and the Wisconsin Statutes. There is an annual limit of three-quarters of one percent, and a cumulative limit of five percent, of the aggregate value of all taxable property in the State. Currently, the annual limit is \$3,596,099,766, and the aggregate limit is \$23,973,998,440. A funding or refunding bond issue does not count for purposes of the annual debt limit, and a funded or refunded bond issue does not count for purposes of the cumulative debt limit. Accrued interest on any general obligation that is not paid during the fiscal year in which it accrues is treated as debt and taken into account for purposes of the debt limitations. See [Table III-5](#) in “DEBT INFORMATION”.

Authorization of General Obligations

Within prescribed limitations, the Wisconsin Constitution assigns to the Legislature, acting by vote of a majority of the members elected to each of the two houses, all matters relating to the issuance of general obligations. The quorum in such votes is 60% of the membership. Among these assigned powers is the authority to establish the purposes (uses) and fix the amounts for which general obligations may be issued.

To date, the Legislature has authorized the issuance of general obligations for 108 distinct borrowing purposes and has limited the amount of general obligations that may be issued for each purpose. In practice, as a part of the budget, these amounts are adjusted to accommodate newly budgeted activity. As of the date of the 2014 Annual Report, 38 of the distinct borrowing purposes essentially have no remaining borrowing authority or statutory restrictions that keep it from being used. The Legislature has delegated to the Commission responsibility to establish the form and terms of the issuance and sale of these general obligations. [Table III-1](#) describes, as of December 15, 2014, the amounts authorized, issued, and credited to the Capital Improvement Fund for each borrowing purpose.

Table III-1

GENERAL OBLIGATION ISSUANCE STATUS REPORT
(December 15, 2014)

Program Purpose	Legislative Authorization	General Obligations Issued to Date	Credit to Capital Improvement Fund		Total Authorized Unissued Debt
			Interest Earnings ^(a)	Premium ^(a)	
University of Wisconsin; academic facilities.....	\$ 2,255,401,100	\$ 1,834,613,976	\$ 13,072,507	\$ 24,355,922	\$ 383,358,695
University of Wisconsin; self-amortizing facilities.....	2,718,606,300	1,999,494,333	2,911,822	21,713,165	694,486,980
Natural resources; Warren Knowles - Gaylord Nelson stewardship 2000 program.....	1,134,500,000	743,244,473	405,319	8,316,718	382,533,490
Natural resources; municipal clean drinking water grants.....	9,800,000	9,518,744	141,818		139,438
Clean water fund program.....	740,843,200	624,296,959		2,191,602	114,354,639
Safe drinking water loan program.....	60,200,000	58,086,908		772,171	1,340,921
Natural resources; nonpoint source grants.....	94,310,400	93,951,531	190,043	165,054	3,772
Natural resources; nonpoint source	32,000,000	17,960,728	1,454	596,664	13,441,154
Natural resources; environmental repair.....	57,000,000	47,789,230	203,594	42,746	8,964,430
Natural resources; urban nonpoint source cost-sharing.....	46,900,000	35,886,386	30,671	514,187	10,468,756
Natural resources; contaminated sediment removal.....	32,000,000	19,695,083		379,449	11,925,468
Natural resources; environmental segregated fund supported administrative facilities.....	19,969,200	10,304,144	143	83,423	9,581,490
Natural resources; segregated revenue supported dam safety projects.....	6,600,000	6,571,582	617	27,795	6
Natural resources; pollution abatement and sewage collection facilities, ORAP funding.....	145,060,325	145,010,325	50,000		
Natural resources; pollution abatement and sewage collection facilities.....	893,493,400	874,927,239	18,513,077		53,084
Natural resources; pollution abatement and sewage collection facilities; combined sewer overflow.....	200,600,000	194,312,599	6,287,401		
Natural resources; recreation projects.....	56,055,000	56,053,994	1,006		
Natural resources; local parks land acquisition and development.....	2,490,000	2,447,741	42,259		
Natural resources; recreation development.....	23,061,500	22,919,742	141,325	68	364
Natural resources; land acquisition.....	45,608,600	45,116,929	491,671		
Natural resources; Wisconsin natural areas heritage program.....	2,500,000	2,445,793	17,174		37,032
Natural resources; segregated revenue supported facilities.....	102,365,300	67,570,882	93,544	319,274	34,381,600

Table III-1 — Continued
GENERAL OBLIGATION ISSUANCE STATUS REPORT
(December 15, 2014)

<u>Program Purpose</u>	<u>Legislative Authorization</u>	<u>General Obligations Issued to Date</u>	<u>Credit to Capital Improvement Fund</u>		<u>Total Authorized Unissued Debt</u>
			<u>Interest Earnings^(a)</u>	<u>Premium^(a)</u>	
Natural resources; general fund supported administrative facilities.....	\$ 16,514,100	\$ 11,262,807	\$ 21,753	\$ 94	\$ 5,229,445
Natural resources; ice age trail.....	750,000	750,000			
Natural resources; dam safety projects.....	17,500,000	11,112,282	49,701	301,473	6,036,544
Natural resources; segregated revenue supported land acquisition.....	2,500,000	2,500,000			
Natural resources; Warren Knowles - Gaylord Nelson stewardship program.....	231,000,000	228,673,994	1,306,849	36,251	982,906
Transportation; administrative facilities.....	8,890,400	8,759,479	33,943		96,978
Transportation; accelerated bridge improvements.....	46,849,800	46,849,800			
Transportation; major interstate bridge construction.....	225,000,000	90,277,964		9,586,494	125,135,542
Transportation; rail passenger route development.....	122,000,000	51,529,513	3,016	584,531	69,882,940
Transportation; accelerated highway improvements.....	185,000,000	185,000,000			
Transportation; connecting highway improvements.....	15,000,000	15,000,000			
Transportation; federally aided highway facilities.....	10,000,000	10,000,000			
Transportation; highway projects.....	41,000,000	41,000,000			
Transportation; major highway and rehabilitation projects.....	565,480,400	565,480,400			
Transportation; Southeast rehabilitation projects, southeast megaprojects, and high- cost bridge projects.....	1,011,750,000	792,018,784	3,018,078	28,263,638	188,449,500
Transportation; state highway rehabilitation projects.....	820,063,700	608,836,045	1,182,897	10,041,752	200,003,006
Transportation; major highway projects.....	100,000,000	98,948,179		1,051,496	325
Transportation; state highway rehabilitation, certain projects.....	141,000,000	134,901,461		6,072,437	26,102
Transportation; harbor improvements.....	92,700,000	75,287,677	234,581	2,479,582	14,698,160
Transportation; rail acquisitions and improvements.....	208,500,000	95,055,123	5,187	2,169,418	111,270,272
Transportation; local roads for job preservation, state funds.....	2,000,000	2,000,000	-		-
Corrections; correctional facilities.....	875,075,600	816,896,067	11,467,562	1,554,064	45,157,907
Corrections; self-amortizing facilities and equipment.....	7,337,000	2,115,438	99		5,221,463

Table III-1 — Continued
GENERAL OBLIGATION ISSUANCE STATUS REPORT
(December 15, 2014)

<u>Program Purpose</u>	Legislative Authorization	General Obligations Issued to Date	Credit to Capital Improvement Fund		Total Authorized Unissued Debt
			Interest Earnings ^(a)	Premium ^(a)	
Corrections; juvenile correctional facilities.....	\$ 28,984,500	\$ 28,535,951	\$ 108,861	\$ 598	\$ 339,090
Health services; mental health and secure treatment facilities.....	181,108,800	164,792,341	895,124	733,045	14,688,290
Agriculture; soil and water.....	54,075,000	46,698,829	3,025	839,764	6,533,382
Agriculture; conservation reserve enhancement.....	28,000,000	13,120,095		44,146	14,835,759
Administration; Black Point Estate.....	1,600,000	1,598,655	445		900
Administration; energy conservation projects; capital improvement fund.....	200,000,000	121,848,233		4,030,512	74,121,255
Building commission; previous lease rental authority.....	143,071,600	143,068,654			2,946
Building commission; refunding tax-supported general obligation debt.....	2,102,086,430	2,102,086,530			
Building commission; refunding self-amortizing general obligation debt.....	272,863,033	272,863,033			
Building commission; refunding tax-supported and self-amortizing general obligation debt incurred before June 30, 2005.....	250,000,000	250,000,000			
Building commission; refunding tax-supported and self-amortizing general obligation debt incurred before July 1, 2011.....	474,000,000	473,651,084			348,916
Building commission; refunding tax-supported and self-amortizing general obligation debt incurred before July 1, 2013.....	264,200,000	263,420,000			780,000
Building commission; refunding tax-supported and self-amortizing general obligation debt.....	3,785,000,000	2,874,573,916 ^(b)			910,426,084 ^(b)
Building commission; housing state departments and agencies.....	820,767,100	527,118,771	2,356,097	3,537,528	287,754,704
Building commission; 1 West Wilson street parking ramp.....	15,100,000	14,805,521	294,479		
Building commission; project contingencies.....	47,961,200	46,618,745	64,761	55,855	1,221,839
Building commission; capital equipment acquisition.....	126,335,000	122,889,620	740,327	191,882	2,513,171
Building commission; discount sale of debt.....	90,000,000	72,869,266			17,130,734
Building commission; discount sale of debt (higher education bonds).....	100,000,000	99,988,833 ^(c)			11,167
Building commission; other public purposes.....	2,484,671,700	2,154,171,691	8,728,268	22,784,156	298,987,585
Medical College of Wisconsin, Inc.; basic science education and health information technology facilities.....	10,000,000	10,000,000			

Table III-1 — Continued
GENERAL OBLIGATION ISSUANCE STATUS REPORT
(December 15, 2014)

Program Purpose	Legislative Authorization	General Obligations Issued to Date	Credit to Capital Improvement Fund		Total Authorized Unissued Debt
			Interest Earnings^(a)	Premium^(a)	
Norskedalen Nature and Heritage Center.....	\$ 1,048,300				\$ 1,048,300
Bond Health Center.....	1,000,000	\$ 983,307		\$ 16,682	10
Lac du Flambeau Indian Tribal Center.....	250,000				250,000
Dane County Livestock Facilities.....	9,000,000				9,000,000
K I Convention Center.....	2,000,000				2,000,000
HR Academy, Inc.....	1,500,000	1,500,000			
Medical College of Wisconsin, Inc.; biomedical research and technology incubator.....	35,000,000	30,565,576		304,039	4,130,385
AIDS Resource Center of Wisconsin, Inc.....	800,000	800,000			
Bradley Center Sports and Entertainment Corporation.....	5,000,000	4,869,792		130,053	155
Medical College of Wisconsin, Inc.; Community medical education facilities.....	7,384,300				7,384,300
Children's Hospital of Wisconsin; Family Justice Center.....	10,625,000				10,625,000
Marquette University; dental clinic and education facility.....	23,000,000	22,040,856	\$ 818	746,661	211,665
Civil War exhibit at the Kenosha Public Museums.....	500,000	500,000			
AIDS Network, Inc.....	300,000	300,000			
Swiss cultural center.....	1,000,000				1,000,000
Wisconsin Maritime Center of Excellence....	5,000,000				5,000,000
Hmong cultural centers.....	2,250,000	250,000			2,000,000
Milwaukee Police Athletic League; youth activities center.....	1,000,000	1,000,000			
Children's research institute.....	10,000,000	10,000,000			
Domestic Abuse Intervention Center.....	560,000.00				560,000
Administration; school educational technology infrastructure financial assistance.....	71,911,300	71,480,216	431,066		18
Myrick Hixon EcoPark, Inc.....	500,000	500,000			
Madison Children's Museum.....	250,000	250,000			
Marshfield Clinic.....	10,000,000				10,000,000
Administration; public library educational technology infrastructure financial assistance.....	269,000	268,918	42		41
Educational communications board; educational communications facilities.....	24,503,200	24,112,683	38,515	11,925	340,077
Grand Opera House in Oshkosh.....	500,000	500,000			
Aldo Leopold climate change classroom and interactive laboratory.....	500,000	485,000		14,992	8
Historical society; self-amortizing facilities.....	1,157,000	1,029,156	3,896		123,947
Historical society; historic records.....	26,650,000	2,123,626		70,929	24,455,445

Table III-1 — Continued
GENERAL OBLIGATION ISSUANCE STATUS REPORT
(December 15, 2014)

<u>Program Purpose</u>	<u>Legislative Authorization</u>	<u>General Obligations Issued to Date</u>	<u>Credit to Capital Improvement Fund</u>		<u>Total Authorized Unissued Debt</u>
			<u>Interest Earnings^(a)</u>	<u>Premium^(a)</u>	
Historical society; historic sites.....	\$ 10,067,800	\$ 9,005,965	\$ 847	\$ 282,410	\$ 778,578
Historical society; museum facility.....	19,384,400	4,362,469			15,021,931
Historical society; Wisconsin history center.....	20,000,000				20,000,000
Public instruction; state school, state center and library facilities.....	12,350,600	11,758,495	32,509	451,291	108,305
Military affairs; armories and military facilities.....	46,272,700	30,190,389	195,308	77,719	15,809,284
Veterans affairs; veterans facilities.....	10,090,100	9,405,485	50,593		634,021
Veterans affairs; self-amortizing mortgage loans.....	2,400,840,000	2,122,542,395			278,297,605
Veterans affairs; refunding bonds.....	1,015,000,000	761,594,245			253,405,755
Veterans affairs; self-amortizing facilities.....	51,347,100	23,994,216	1,613	585,749	26,765,522
State fair park board; board facilities.....	14,787,100	14,769,363	1		17,736
State fair park board; housing facilities.....	11,000,000	10,999,985	15		
State fair park board; self-amortizing facilities.....	53,687,100	52,698,530	22,401	13,470	952,699
Total.....	\$28,823,384,688^(d)	\$23,836,074,770^(d)	\$73,888,124	\$156,542,876	\$4,756,879,019

^(a) Amounts previously credited to the Capital Improvement Fund (which include interest earnings and may include sale proceeds representing purchase premium) reduce issuance authority by the same amount.

^(b) Does not reflect the \$257,415,000 State of Wisconsin General Obligation Refunding Bonds of 2014, Series 4, which were sold on December 10, 2014 with closing and delivery expected on or about January 15, 2015.

^(c) Accrued interest on any obligation that is not paid during the fiscal year in which it accrues is treated as debt and taken into account for purposes of the statutory authority to issue debt.

^(d) The enacted budget for the 2013-15 biennium (2013 Wisconsin Act 20) provides that the Building Commission shall not issue, until July 1, 2015, \$250 million of general obligations that are otherwise statutorily authorized in such enacted biennial budget.

Source: Department of Administration.

DEBT INFORMATION

Table III-2 shows general obligations that have outstanding balances as of December 15, 2014 and history of other issuances during the past 20 years. If payment has been made or duly provided for by the date that a general obligation becomes due for payment, then interest ceases to accrue, and the general obligation is no longer outstanding for purposes of the following tables.

Table III-2

OUTSTANDING GENERAL OBLIGATIONS BY ISSUE (As of December 15, 2014)

<u>Financing</u>	<u>Date of Financing</u>	<u>Maturity</u>	<u>Amount of Issuance</u>	<u>Amount Outstanding</u>
<i>Fixed-Rate General Obligations</i>				
1992- Bonds Series A	3/1/92	1993-2012	\$ 219,040,000	-0-
Refunding Bonds	3/1/92	1994-2015	448,935,000	\$ 305,000
Bonds Series B	6/1/92			
Serial Bonds		1993-2008	7,780,000	-0-
Accelerated Term Bonds		2012	4,000,000	-0-
Term Bonds		2022	18,220,000	-0-
Loan Series B	10/2/92	1995	5,330,000	-0-
Refunding Bonds Series 2	10/15/92	1994-2015	5,975,000	475,000
Bonds Series C	11/1/92	1994-2013	173,285,000	-0-
1993- Refunding Bonds Series 1	1/1/93	1994-2009	280,060,000	-0-
Refunding Bonds Series 2	3/1/93	1993-2011	137,530,000	-0-
Bonds Series A	5/1/93	1994-2013	124,325,000	-0-
Refunding Bonds Series 3	8/1/93	1995-2012	302,050,000	-0-
Refunding Bonds Series 6	10/15/93			
Serial Bonds		1994-2006	5,510,000	-0-
Term Bonds		2010	2,125,000	-0-
Term Bonds		2013	2,150,000	-0-
Term Bonds		2016	10,215,000	-0-
Refunding Bonds Series 4	12/1/93	1994-2006	77,575,000	-0-
Refunding Bonds Series 5	12/1/93			
Serial Bonds		1994-2006	113,550,000	-0-
Term Bonds		2010	14,770,000	-0-
Term Bonds		2013	1,190,000	-0-
Term Bonds		2016	1,405,000	-0-
Term Bonds		2023	4,340,000	-0-
1994- Bonds Series A	1/1/94	1995-2014	119,810,000	-0-
Refunding Bonds Series 1	3/1/94	1995-2002	106,610,000	-0-
Refunding Bonds Series 2	3/1/94			
Serial Bonds		1999-2009	52,050,000	-0-
Term Bonds		2014	1,700,000	-0-
Term Bonds		2024	4,775,000	-0-
Bonds Series B	6/1/94	1995-2014	110,000,000	-0-
Refunding Bonds Series 3	9/15/94	1995-2008	10,400,000	-0-
1994- Bonds Series C	9/15/94			
Serial Bonds		1998-2013	17,135,000	-0-
Term Bonds		2016	5,135,000	-0-
Term Bonds		2020	8,535,000	-0-
Term Bonds		2025	14,195,000	-0-
1995- Bonds Series A	1/15/95	1996-2015	231,315,000	-0-

Table III-2 – Continued
OUTSTANDING GENERAL OBLIGATIONS BY ISSUE
(As of December 15, 2014)

<u>Financing</u>	<u>Date of Financing</u>	<u>Maturity</u>	<u>Amount of Issuance</u>	<u>Amount Outstanding</u>
1995- Refunding Bonds Series 1	2/15/95			
Serial Bonds		1999-2000	\$ 4,350,000	-0-
Serial Bonds		2004	860,000	-0-
Serial Bonds		2007-15	10,525,000	-0-
Bonds Series B	2/15/95			
Term Bonds		2016	4,215,000	-0-
Term Bonds		2020	7,920,000	-0-
Term Bonds		2025	17,130,000	-0-
Note, Series B	7/6/95	2005	361,623	-0-
Bonds Series C	9/15/95	1997-2016	97,480,000	-0-
Refunding Bonds Series 2	10/15/95			
Serial Bonds		1997-2000	5,780,000	-0-
Serial Bonds		2004-05	2,715,000	-0-
Serial Bonds		2007-15	34,355,000	-0-
1996- Bonds Series A	1/15/96	1997-2016	158,080,000	-0-
Refunding Bonds Series 1	2/15/96	1996-2015	104,765,000	-0-
Bonds Series B	5/15/96			
Serial Bonds		1998-99	4,215,000	-0-
Serial Bonds		2007-14	16,550,000	-0-
Term Bonds		2021	10,305,000	-0-
Term Bonds		2026	13,930,000	-0-
Bonds Series C	9/1/96	1998-2017	115,230,000	-0-
Bonds Series D	10/15/96			
Serial Bonds		2007-09	8,550,000	-0-
Term Bonds		2014	3,700,000	-0-
Term Bonds		2020	6,405,000	-0-
Term Bonds		2027	11,345,000	-0-
1997- Bonds Series 1	3/15/97			
Serial Bonds		2006-15	17,880,000	-0-
Serial Bonds		2017	5,760,000	-0-
Bonds Series A	3/15/97			
Term Bonds		2021	8,065,000	-0-
Term Bonds		2028	13,295,000	-0-
Bonds Series B	7/15/97	1999-2018	101,010,000	-0-
Bonds Series C	9/15/97			
Serial Bonds		2000-01	520,000	-0-
Serial Bonds		2003-13	22,755,000	-0-
Term Bonds		2017	7,850,000	-0-
Term Bonds		2023	10,580,000	-0-
Term Bonds		2026	3,295,000	-0-
Bonds Series D (Taxable)	9/15/97			
Serial Bonds		1999-2012	13,385,000	-0-
Term Bonds		2017	6,760,000	-0-
Term Bonds		2028	24,855,000	-0-
1998- Bonds Series A	3/1/98	1999-2018	156,185,000	-0-

Table III-2 – Continued
OUTSTANDING GENERAL OBLIGATIONS BY ISSUE
(As of December 15, 2014)

<u>Financing</u>	<u>Date of Financing</u>	<u>Maturity</u>	<u>Amount of Issuance</u>	<u>Amount Outstanding</u>
1998- Bonds Series B.....	5/15/98			
Serial Bonds		2007-08	\$ 2,865,000	-0-
Term Bonds		2010	4,775,000	-0-
Term Bonds		2018	2,865,000	-0-
Term Bonds		2023	8,670,000	-0-
Term Bonds		2028	11,390,000	-0-
Bonds Series C (Taxable)	5/15/98			
Serial Bonds		1999-2008	6,245,000	-0-
Term Bonds		2028	27,760,000	-0-
Refunding Bonds Series 1	8/15/98			
Serial Bonds		1999	2,820,000	-0-
Serial Bonds		2004-16	154,760,000	\$ 16,205,000
Refunding Bonds Series 2	9/15/98			
Serial Bonds		1999-2001	17,095,000	-0-
Serial Bonds		2004-09	77,155,000	-0-
Bonds Series D	9/1/98	2000-19	74,840,000	-0-
Bonds Series E.....	10/15/98	2012-17	6,155,000	940,000
Bonds Series F (Taxable).....	10/15/98			
Serial Bonds		1999-2009	9,410,000	-0-
Term Bonds		2029	45,590,000	-0-
1999- Bonds Series A	2/1/99	2000-19	147,060,000	-0-
Refunding Bonds Series 1	5/1/99			
Serial Bonds		2008-12	4,905,000	-0-
Term Bonds		2015	3,880,000	0-
Term Bonds		2020	7,005,000	-0-
Bonds Series B (Taxable)	5/1/99			
Serial Bonds		2000-10	6,370,000	-0-
Term Bonds		2013	2,620,000	-0-
Term Bonds		2016	3,180,000	-0-
Term Bonds		2030	27,830,000	-0-
Bonds Series C.....	10/15/99	2001-20	100,000,000	-0-
Bonds Series D (Taxable).....	11/1/99			
Term Bonds		2010	9,465,000	-0-
Term Bonds		2030	55,535,000	-0-
2000- Bonds Series A	3/15/2000			
Serial Bonds		2001-18	128,875,000	-0-
Term Bonds		2020	21,125,000	-0-
Bonds Series B (Taxable)	7/1/2000			
Term Bonds		2010	4,625,000	-0-
Term Bonds		2030	30,375,000	-0-
Bonds Series C.....	7/15/2000	2012-21	87,715,000	-0-
Bonds Series D	11/1/2000	2012-21	199,965,000	-0-
Bonds Series E (Taxable)	11/7/2000			
Term Bonds		2016	5,000,000	280,000
2001- Bonds Series A (Taxable)	2/21/01			
Term Bonds		2031	15,000,000	1,675,000
Bonds Series B.....	4/1/01	2012-21	91,620,000	-0-
Bonds Series C.....	6/1/01	2002-11	92,410,000	-0-

Table III-2 – Continued
OUTSTANDING GENERAL OBLIGATIONS BY ISSUE
(As of December 15, 2014)

<u>Financing</u>	<u>Date of Financing</u>	<u>Maturity</u>	<u>Amount of Issuance</u>	<u>Amount Outstanding</u>
2001- Bonds Series D (Taxable).....	6/15/01			
Serial Bonds		2002-08	\$ 2,060,000	-0-
Term Bonds		2011	1,110,000	-0-
Term Bonds		2016	2,390,000	-0-
Term Bonds		2021	3,305,000	-0-
Term Bonds		2031	11,135,000	-0-
Loan Series A	8/24/01		50,000,000	-0-
Bonds Series F	10/1/01	2003-22	186,615,000	-0-
Refunding Bonds Series 1	10/1/01			
Serial Bonds		2005	4,230,000	-0-
Serial Bonds		2007-15	242,875,000	\$ 40,425,000
Bonds Series E (Taxable)	10/1/01			
Term Bonds		2017	6,210,000	-0-
Term Bonds		2021	2,730,000	-0-
Term Bonds		2031	11,060,000	-0-
2002- Bonds Series A	3/1/02	2003-22	112,280,000	-0-
Refunding Bonds Series 1	3/1/02	2004-20	75,000,000	-0-
Bonds Series B (Taxable)	3/26/02			
Term Bonds		2032	15,000,000	1,480,000
Bonds Series C.....	6/1/02	2003-22	143,545,000	-0-
Bonds Series D (Taxable).....	6/12/02			
Term Bonds		2033	20,000,000	2,085,000
Bonds Series E (Taxable)	9/26/02			
Term Bonds		2018	2,000,000	240,000
Bonds Series F (Taxable).....	9/26/02			
Term Bonds		2033	13,000,000	1,880,000
Bonds Series G	10/15/02	2004-23	190,550,000	-0-
Bonds Series H	12/30/02			
Term Bonds		2033	15,000,000	2,560,000
2003- Refunding Bonds Series 1 (Taxable)	4/3/03	2019	7,000,000	-0-
Refunding Bonds Series 2	4/1/03			
Serial Bonds		2007-21	10,650,000	3,470,000
Term Bonds		2024	3,090,000	-0-
Bonds Series A	5/1/03	2004-23	173,900,000	-0-
Bonds Series B (Taxable)	7/24/03	2033	30,000,000	5,125,000
Bonds Series C.....	10/15/03		285,130,000	
Serial Bonds		2005-24	251,865,000	-0-
Term Bonds		2026	5,420,000	-0-
Term Bonds		2029	9,190,000	-0-
Term Bonds		2034	18,655,000	-0-
Refunding Bonds Series 3	10/30/03			
Serial Bonds		2004-07	9,495,000	-0-
Term Bonds		2013	16,210,000	-0-
Term Bonds		2025	13,000,000	-0-
Term Bonds		2026	29,185,000	11,540,000
2004- Refunding Bonds Series 1	1/28/04	2006-19	146,970,000	-0-
Refunding Bonds Series 2	1/28/04	2006-20	175,830,000	-0-
Refunding Notes Series 1	3/16/04	2004	175,000,000	-0-

Table III-2 – Continued
OUTSTANDING GENERAL OBLIGATIONS BY ISSUE
(As of December 15, 2014)

<u>Financing</u>	<u>Date of Financing</u>	<u>Maturity</u>	<u>Amount of Issuance</u>	<u>Amount Outstanding</u>
2004- Bonds Series A	4/14/04	2005-24	\$ 307,435,000	-0-
Bonds CWF Global Certificate	5/1/04	2009-24	116,840,688	\$ 59,230,086
Refunding Bonds Series 3	6/15/04	2006-22	175,000,000	-0-
Refunding Bonds Series 4	7/29/04	2006-20	117,200,000	-0-
Bonds Series B (Taxable)	8/12/04			
Term Bonds		2014	1,000,000	-0-
Bonds Series C (Taxable)	8/12/04			
Term Bonds		2019	1,000,000	115,000
Bonds Series D (Taxable)	8/26/04			
Term Bonds		2034	20,000,000	1,960,000
Bonds Series E	10/21/04	2006-25	225,000,000	16,355,000 ^(a)
2005- Bonds Series A	2/10/05	2016-25	131,485,000	-0- ^(a)
Refunding Bonds Series 1	2/10/05	2006-21	430,240,000	396,020,000
Bonds Series B	4/20/05	2006-15	148,515,000	18,260,000
Bonds Series C (Taxable)	4/7/05			
Term Bonds		2035	5,000,000	810,000
Bonds Series D	8/11/05	2007-25	186,640,000	21,345,000 ^(a)
Bonds Series E	12/8/05	2007-11	48,275,000	-0-
2006- Refunding Bonds Series 1	1/31/06	2007-15	96,780,000	16,030,000
Bonds Series A	3/28/06	2015-26	331,215,000	83,130,000 ^(a)
Bonds Series B (Taxable)	7/7/06			
Term Bonds		2037	2,000,000	285,000
Bonds Series C	8/2/06	2008-37	61,685,000	18,685,000
Bonds Series D	9/13/06	2018-26	176,490,000	78,495,000
2007- Bonds Series A	2/1/07	2016-27	158,390,000	-0- ^(a)
Refunding Bonds Series 1	2/1/07	2014-20	299,005,000	291,720,000
Bonds CWF Series A	2/1/07	2026	13,148,554	8,934,070
Bonds CWF Series B	2/1/07	2027	6,851,446	6,851,446
Bonds Series B	6/27/07	2008-27	150,000,000	6,490,000 ^(a)
Refunding Bonds Series 2	10/31/07			
Serial Bonds		2008-2017	13,905,000	1,770,000
Term Bonds		2022	2,510,000	2,475,000
Term Bonds		2027	4,155,000	4,095,000
Refunding Bonds Series 3	10/31/07	2026	3,835,000	-0-
Bonds Series C	12/5/07	2009-28	154,890,000	85,715,000 ^(a)
2008- Bonds Series A	4/30/08	2009-28	164,535,000	90,495,000 ^(a)
Bonds Series B (Taxable)	5/30/08			
Term Bonds		2038	4,445,000	1,325,000
Bonds CWF Series B	6/17/08	2026-28	16,600,000	16,600,000
Refunding Bonds Series 1	6/26/08			
Serial Bonds		2009-18	3,120,000	850,000
Term Bonds		2018	14,680,000	2,200,000
Serial Bond		2023	175,000	-0-
Refunding Bonds Series 2	6/26/08			
Term Bonds		2020	1,880,000	-0-
Bonds Series C	9/4/08	2010-29	302,200,000	185,300,000 ^(a)
Bonds, Series D	12/23/08	2012-30	100,000,000	31,550,000 ^(a)

Table III-2 – Continued
OUTSTANDING GENERAL OBLIGATIONS BY ISSUE
(As of December 15, 2014)

<u>Financing</u>	<u>Date of Financing</u>	<u>Maturity</u>	<u>Amount of Issuance</u>	<u>Amount Outstanding</u>
2009- Bonds CWF Series A.....	1/27/09	2016-26	\$ 17,700,000	\$ 17,700,000
Bonds Series A	6/18/09	2012-22	47,440,000	36,915,000
Bonds Series B (Taxable)	6/18/09			
Serial Bonds		2023-26	24,610,000	24,610,000
Term Bonds		2030	29,925,000	29,925,000
Bonds Series C.....	9/3/09	2012-22	197,265,000	150,040,000
Bonds Series D (Taxable).....	9/3/09			
Serial Bonds		2023-30	182,890,000	182,890,000
Term Bonds		2034	13,990,000	13,990,000
Term Bonds		2040	28,945,000	28,945,000
Refunding Bonds Series 1	9/15/09	2011-16	54,355,000	12,925,000
2010- Refunding Bonds Series 1	3/3/10	2012-29	201,165,000	134,295,000
Bonds Series A	4/7/10	2012-19	143,525,000	96,140,000
Bonds Series B (Taxable)	4/7/10	2020-30	179,105,000	179,105,000
Bonds CWF Series A.....	4/13/10	2025-31	15,243,000	15,243,000
Bonds Series C.....	9/2/10	2012-19	146,680,000	98,250,000
Bonds Series D (Taxable).....	9/2/10			
Serial Bonds		2020-26	155,835,000	155,835,000
Term Bonds		2032	118,025,000	118,025,000
Term Bonds		2041	35,880,000	35,880,000
Bonds CWF Series B.....	12/7/10	2030-31	15,000,000	15,000,000
2011- Bonds Series A	2/11/11	2012-31	428,740,000	380,380,000
Refunding Bonds Series 1	6/2/11	2013-22	275,375,000	230,775,000
Bonds Series B.....	8/4/11	2013-32	329,260,000	307,750,000
Refunding Bonds Series 2	10/31/11	2013-22	316,070,000	313,620,000
Bonds Series C.....	12/22/11	2023-32	138,260,000	138,260,000
2012- Refunding Bonds Series 1	3/20/12	2014-31	221,460,000	166,280,000
Bonds CWF Series A.....	4/24/12	2014-30	12,300,000	11,900,000
Refunding Bonds Series 2	5/1/12	2018-29	143,555,000	143,555,000
Bonds Series A	6/5/12			
Serial Bonds		2022-35	167,475,000	167,475,000
Term Bonds		2037	7,960,000	7,960,000
Term Bonds		2042	23,580,000	23,580,000
Bonds Series B.....	11/1/12	2022-33	293,070,000	293,070,000
2013- Bonds Series A	5/9/13	2014-33	410,250,000	390,895,000
Refunding Bonds Series 1	11/7/13	2016-33	405,470,000	405,470,000
2014- Refunding Bonds Series 1	2/4/14	2015-20	181,595,000	181,595,000
Bonds Series A	2/13/14	2015-34	231,405,000	231,405,000
Bonds CWF Series A.....	4/17/14	2014-33	10,700,000	9,800,000
Refunding Bonds Series 2	4/24/14	2015-34	241,985,000	241,985,000
Bonds Series B.....	7/29/14	2016-31	250,990,000	250,990,000
Refunding Bonds Series 3	9/3/14	2020-29	275,865,000	<u>275,865,000</u>
<i>Total Fixed-Rate General Obligations</i>				<u>\$7,054,098,602</u>
<i>Variable-Rate General Obligations</i>				
2005- CP Notes Series A.....	12/14/05		\$ 100,350,000	\$ 27,958,000
EMCP Series A (AMT).....	12/29/05		61,000,000	-0-
2006- EMCP Series A	2/9/06		161,905,000	-0-

(a)

<u>Financing</u>	<u>Date of Financing</u>	<u>Maturity</u>	<u>Amount of Issuance</u>	<u>Amount Outstanding</u>
2006- CP Notes Series A	8/2/06		123,510,000	\$ 68,319,000
EMCP Series B	12/1/06		91,720,000	-0-
EMCP Series C (AMT).....	12/1/06		4,445,000	-0-
2008- EMCP Program	Various		452,189,000	637,185,000
Bonds CWF Series A.....	3/18/08		10,300,000	10,300,000
2013- CP Notes Series A	12/10/13		58,825,000	<u>58,825,000</u>
<i>Total Variable-Rate General Obligations</i>				<u>\$ 802,587,000</u>

TOTAL OUTSTANDING GENERAL OBLIGATIONS \$7,856,685,602

^(a) Pursuant to a refunding escrow agreement, the principal of, and interest on, all or a portion of the bonds will be paid as it comes due or will be called for redemption prior to maturity. The principal amount of bonds for which payment is provided is not treated as outstanding for purposes of this table.

On January 16, 2014, the State of Wisconsin entered into a Term Loan Agreement with JPMorgan Chase Bank, National Association. Provided that the terms and conditions of the agreement are met, the State expects on or after February 1, 2015 to draw proceeds of loans that will be applied on May 1, 2015 to refund certain general obligation bonds. The above table, and other tables in this Part III of the 2014 Annual Report, does not reflect this Term Loan Agreement, the pending draw of loan proceeds, or the refunding resulting from such draw.

On December 10, 2014, the State of Wisconsin sold its \$257,415,000 General Obligation Refunding Bonds of 2014, Series 4, for delivery on or about January 15, 2015. The above table, and other tables in this Part III of the 2014 Annual Report, does not reflect the issuance of these bonds or the refunding resulting from such issuance.

Table III-3 provides a historical view of the amount of outstanding general obligations as of December 15th for the previous ten years.

Table III-3

HISTORICAL SUMMARY OF OUTSTANDING GENERAL OBLIGATIONS

<u>Year</u> <u>(December 15)</u>	<u>Outstanding General</u> <u>Obligations</u>
2004	\$ 4,876,460,340
2005	5,092,347,688
2006	5,697,308,688
2007	5,781,428,689
2008	5,939,381,431
2009	6,222,792,743
2010	6,822,771,981
2011	7,378,610,318
2012	8,014,705,521
2013	8,027,531,244

Table III-4

PER CAPITA STATE GENERAL OBLIGATION DEBT

Year Ending December 31	Outstanding Indebtedness^(a) (Amounts in Thousands)	Debt Per Capita	Debt Per Capita as % of Per Capita Income
2004.....	\$ 5,116,439	\$ 929.59	2.92%
2005.....	5,445,615	983.67	2.96
2006.....	5,898,647	1,061.48	3.09
2007.....	5,893,590	1,052.05	2.91
2008.....	6,146,978	1,092.21	2.91
2009.....	6,481,078	1,146.08	2.97
2010.....	7,407,431	1,302.52	3.40
2011.....	7,878,628	1,379.55	3.58
2012.....	8,385,972	1,464.54	3.60
2013.....	8,344,530	1,453.24	3.43

^(a) Includes obligations of nonstock, nonprofit building corporations

**Sources: Legislative Audit Bureau
Tables II-30 and II-33 in Part II of the 2014 Annual Report**

Table III-5

LIMITATION ON ANNUAL AGGREGATE PUBLIC DEBT THAT MAY BE CONTRACTED

The State Constitution provides that the aggregate debt contracted by the State in calendar year 2014 shall not exceed the lesser of (a) or (b):

(a)	3/4 of 1% x \$479,479,968,800		\$ 3,596,099,766
(b)	5% x \$479,479,968,800	\$23,973,998,440	
	Deduct: Net Indebtedness 1/1/2014	<u>(8,344,530,662)</u>	
			\$15,629,467,778

The amount of \$479,479,968,800 shown above is the aggregate full market value of all taxable property in the State for the year 2014 as certified by the Department of Revenue.

The amount of \$8,344,530,662 shown above is the net indebtedness as of January 1, 2014 as certified by the Legislative Audit Bureau.

The lesser of (a) or (b) is \$3,596,099,766. Aggregate debt contracted by the State in calendar year 2014 shall not exceed this amount.

Source: Department of Administration

Table III-6

**ANNUAL DEBT LIMIT COMPARED
TO ACTUAL BORROWING**

<u>Calendar Year</u>	<u>Annual Debt Limitation</u>	<u>Actual Borrowing</u>	<u>Borrowing as Percentage of Limitation</u>
2005	\$ 3,209,501,715	\$ 571,990,000	17.8%
2006	3,517,373,999	891,285,000	25.3
2007	3,734,402,615	483,280,000	12.9
2008	3,857,954,728	493,635,000	12.8
2009	3,839,339,873	542,765,000	14.1
2010	3,719,281,442	809,293,000	21.8
2011	3,651,481,746	896,260,000	24.6
2012	3,533,193,969	735,585,000	20.8
2013	3,506,269,230	642,295,000	18.3
2014	3,596,099,766	598,170,000	16.6

Source: Department of Administration

Table III-7

**DEBT STATEMENT
(December 15, 2014)**

	<u>Tax-Supported Debt</u>		<u>Revenue-Supported Debt^(a)</u>		<u>Total</u>
	<u>General Fund</u>	<u>Segregated Funds^(b)</u>	<u>Veterans Housing</u>	<u>Other^(c)</u>	
General Obligations	<u>\$4,885,766,328</u>	<u>\$1,145,413,786</u>	<u>\$65,845,000</u>	<u>\$1,759,660,488</u>	<u>\$7,856,685,602</u>
Total Outstanding					
Indebtedness	<u>\$4,885,766,328</u>	<u>\$1,145,413,786</u>	<u>\$65,845,000</u>	<u>\$1,759,660,488</u>	<u>\$7,856,685,602</u>

- (a) Revenue-Supported Debt represents general obligation debt of the State issued to fund particular programs and facilities with the initial expectation that revenues and other proceeds derived from the operation of the programs and facilities will amortize the allocable debt without recourse to the General Fund.
- (b) Includes the Transportation Fund and certain administrative facilities for the Department of Natural Resources.
- (c) Includes university dormitories, food service, intercollegiate athletic facilities, certain facilities on the State Fair grounds, and capital equipment acquisition.

Source: Department of Administration

**Table III-8
COMPARISON OF OUTSTANDING
INDEBTEDNESS TO EQUALIZED VALUATION
OF PROPERTY**

<u>Calendar Year</u>	<u>Value of Taxable Property (Amounts in Thousands)</u>	<u>Outstanding Indebtedness^(a) (Amounts in Thousands)</u>	<u>Debt as Percentage of Equalized Value</u>
2004.....	\$ 391,187,815	\$ 5,116,439	1.31%
2005.....	427,933,562	5,445,615	1.27
2006.....	468,983,200	5,898,647	1.26
2007.....	497,920,349	5,893,590	1.18
2008.....	514,393,964	6,146,978	1.19
2009.....	511,911,983	6,481,078	1.27
2010.....	495,904,192	7,407,431	1.49
2011.....	486,864,233	7,878,628	1.62
2012.....	471,092,529	8,385,972	1.78
2013.....	467,502,564	8,344,530	1.78

^(a) As of December 31.

Sources: Department of Revenue and Wisconsin Legislative Audit Bureau

**Table III-9
DEBT SERVICE PAYMENT HISTORY:
AMOUNT PAID ON GENERAL
OBLIGATIONS**

<u>Fiscal Year</u>	<u>Principal</u>	<u>Interest</u>	<u>Total Debt Service</u>
To June 30, 1995	\$2,632,788,430	\$2,424,726,973	\$5,057,515,376
1995-96.....	199,622,231	159,090,781	358,713,012
1996-97.....	205,112,886	167,659,261	372,772,147
1997-98.....	217,184,565	171,783,741	388,968,306
1998-99.....	236,344,072	173,743,794	410,087,867
1999-2000.....	244,211,911	183,158,974	427,370,884
2000-01.....	285,088,311	209,230,800	494,319,110
2001-02.....	273,060,055	202,386,510	475,446,565
2002-03.....	270,544,076	216,328,685	486,872,762
2003-04.....	310,843,832	183,991,355	494,835,186
2004-05.....	361,327,888	185,242,899	546,570,787
2005-06.....	349,172,670	216,358,460	565,531,131
2006-07.....	379,470,000	233,687,100	613,157,100
2007-08.....	350,005,000	268,124,600	618,129,600
2008-09.....	397,266,258	255,994,695	653,260,953
2009-10.....	119,029,189	251,749,918	370,779,107
2010-11.....	222,253,398	263,514,405	485,767,804
2011-12.....	159,343,712	262,202,521	421,546,232
2012-13.....	626,021,930	300,123,248	926,145,178
2013-14.....	736,319,021	322,918,374	1,059,237,395
7/1/2014-12/15/2014...	<u>33,363,274</u>	<u>156,635,855</u>	<u>189,999,129</u>
Totals.....	<u>\$8,608,372,709</u>	<u>\$6,808,652,949</u>	<u>\$15,417,025,658</u>

Source: Department of Administration

Table III-10

**DEBT SERVICE MATURITY SCHEDULE:
AMOUNT DUE ANNUALLY ON GENERAL OBLIGATION BONDS
(Issued to December 15, 2014)**

Fiscal Year (Ending June 30)	Principal	Interest	Total Debt Service
2015 ^(u)	\$ 476,870,006	\$ 165,092,672	\$ 641,962,677
2016.....	514,726,289	309,123,992	823,850,281
2017.....	470,995,350	283,992,320	754,987,670
2018.....	495,529,630	261,914,955	757,444,585
2019.....	493,527,162	238,107,254	731,634,416
2020.....	479,107,905	214,542,624	693,650,529
2021.....	423,278,476	190,111,973	613,390,448
2022.....	392,262,142	170,455,520	562,717,662
2023.....	405,404,552	152,004,100	557,408,652
2024.....	373,310,831	133,546,856	506,857,687
2025.....	355,087,120	116,997,156	472,084,276
2026.....	332,478,316	99,341,697	431,820,013
2027.....	355,351,824	84,250,124	439,601,948
2028.....	272,350,000	68,224,623	340,574,623
2029.....	268,376,000	55,371,869	323,747,869
2030.....	258,183,000	42,590,601	300,773,601
2031.....	248,820,000	30,439,246	279,259,246
2032.....	171,455,000	18,990,025	190,445,025
2033.....	138,570,000	11,551,056	150,121,056
2034.....	32,665,000	6,246,985	38,911,985
2035.....	12,285,000	4,683,556	16,968,556
2036.....	12,785,000	4,087,035	16,872,035
2037.....	13,275,000	3,453,418	16,728,418
2038.....	13,440,000	2,794,935	16,234,935
2039.....	14,115,000	2,116,950	16,231,950
2040.....	14,910,000	1,404,165	16,314,165
2041.....	9,750,000	650,510	10,400,510
2042.....	5,190,000	207,600	5,397,600
TOTALS.....	<u>\$ 7,054,098,602</u>	<u>\$ 2,672,293,816</u>	<u>\$ 9,726,392,419</u>

^(a) For the fiscal year ending June 30, 2015, the table includes debt service amounts for the period December 15, 2014 through June 30, 2015.

Table III-11

**EXPECTED AMORTIZATION SCHEDULE:
GENERAL OBLIGATION VARIABLE RATE OBLIGATIONS^(a)
(Issued to December 15, 2014)**

<u>(Year Ending June 30)</u>	<u>Principal</u>
2015.....	\$ 141,808,129
2016.....	131,736,263
2017.....	90,424,149
2018.....	73,378,793
2019.....	55,631,937
2020.....	60,393,822
2021.....	84,592,052
2022.....	46,535,265
2023.....	1,322,239
2024.....	1,389,351
2025.....	-
2026.....	-
2027.....	-
2028.....	-
2029.....	-
2030 ^(b)	10,300,000
2031.....	-
2032.....	24,380,000
2033.....	25,600,000
2034.....	26,875,000
2035.....	28,220,000
	<u>\$ 802,587,000</u>

^(a) In general, the State has treated each general obligation variable rate issue as if it were a long-term bond issue by making annual principal payments on May 1; in prior fiscal years, certain principal amounts that were scheduled to be due were re-amortized.

^(b) This amount reflects a General Obligation Bond sold to the State Environmental Improvement Fund with a stated maturity date of June 1, 2008; however, at the option of the purchaser, the maturity date may be extended for six-month periods (for all or a portion of the outstanding amount) with such extensions not extending beyond December 1, 2029.

Source: Department of Administration

Table III-12

**SOURCE OF DEBT SERVICE PAYMENTS
ON GENERAL OBLIGATIONS
(June 30, 2014)**

	<u>2013-14</u>	<u>%</u>	<u>2012-13</u>	<u>%</u>	<u>2011-12</u>	<u>%</u>
Tax-Supported Debt						
General Fund ^(a)	\$ 767,398,851	72.4	\$648,491,375	70.0	\$180,883,436	42.9
Segregated Funds	<u>87,358,882</u>	<u>8.2</u>	<u>83,902,639</u>	<u>9.1</u>	<u>69,478,714</u>	<u>16.5</u>
Subtotal.....	854,757,733	80.7	732,394,014	79.1	250,362,150	59.4
Revenue-Supported Debt						
Veterans.....	25,733,808	2.4	52,466,387	5.6	49,533,450	11.8
University of Wisconsin.....	148,962,359	14.1	112,850,823	12.2	93,777,922	22.2
State Fair Park	3,675,626	0.3	4,474,477	0.5	4,301,653	1.0
Historical	2,363	0.0	6,870	0.0	8,323	0.0
Housing State Depts./Other....	<u>26,105,507</u>	<u>2.5</u>	<u>23,952,607</u>	<u>2.6</u>	<u>23,562,735</u>	<u>5.7</u>
Subtotal.....	<u>204,479,663</u>	<u>19.3</u>	<u>193,751,164</u>	<u>20.9</u>	<u>171,184,082</u>	<u>40.6</u>
Total Debt Service.....	<u>\$1,059,237,395</u>	<u>100.0</u>	<u>\$926,145,178</u>	<u>100.0</u>	<u>\$421,546,232</u>	<u>100.0</u>

(a) The amount for “Tax-Supported Debt; General Fund” in the 2011-12 fiscal year reflects a refunding transaction in which the State issued general obligation refunding obligations to pay for certain general obligations maturing during that 2011-12 fiscal year.

Source: Department of Administration

VARIABLE RATE OBLIGATIONS

The State has issued, and there currently remain outstanding, both general obligation CP Notes and EMCP.

Commercial Paper Notes

The State has appointed, to serve as **Dealers** of CP Notes, Goldman, Sachs & Co., J.P. Morgan Securities LLC, and Merrill Lynch, Pierce, Fenner & Smith Incorporated. The State has appointed U.S. Bank National Association, as successor to Deutsche Bank Trust Company Americas, to serve as **Issuing and Paying Agent** for the CP Notes, and The Depository Trust Company (DTC) serves as **Depository** for the CP Notes.

The State has obtained a **Liquidity Facility** in the form of a line of credit, which is provided through a **Credit Agreement** between the State and The Bank of New York Mellon (**Liquidity Facility Provider**). The principal portion of the Credit Agreement is currently \$200 million.

Table III-13 summarizes, for each authorized and outstanding series of CP Notes, the principal amount initially issued, the date of initial issuance, and the principal amount outstanding as of December 15, 2014.

Table III-13

**SUMMARY OF OUTSTANDING GENERAL OBLIGATION CP NOTES
(December 15, 2014)**

<u>Series of CP Notes</u>	<u>Amount Issued</u>	<u>Date of Initial Issuance</u>	<u>Amount Outstanding</u>
2005 Series A	\$100,350,000	December 14, 2005	\$ 27,958,000
2006 Series A	123,510,000	August 2, 2006	68,319,000
2013 Series A	58,825,000	December 10, 2013	<u>58,825,000</u>
			\$ 155,102,000

Additional CP Notes may be issued pursuant to action of the Commission, but the aggregate amount of CP Notes outstanding may not exceed the principal amount of the Liquidity Facility.

Description of CP Notes

Each CP Note is dated the date it is issued. It is issued as an interest-bearing obligation in a denomination of \$100,000 or increments of \$1,000 above \$100,000.

The CP Notes are not callable prior to maturity.

Each CP Note matures from 1 to 270 days from its issue date. Also, no CP Note may be issued with a maturity date later than the expiration date of the Liquidity Facility, including any substitute Liquidity Facility.

Each CP Note bears interest from its date of issuance, at the rate determined at the date of issuance, payable at maturity. Interest is computed on the basis of a year having 365 or 366 days and the actual number of days elapsed. Payment of each CP Note is made to the Depository and then distributed by the Depository.

Liquidity Facility

To provide liquidity for the payment of the principal of maturing CP Notes, the State entered into the Credit Agreement with the Liquidity Facility Provider. Payment of interest on the Notes cannot be made from the line of credit established by the Credit Agreement.

Pursuant to the Credit Agreement, the Liquidity Facility Provider is obligated, subject to certain conditions, to make **Advances** from time to time on any business day during the term of the Credit Agreement, only for providing funds to pay the principal of the CP Notes on the maturity date thereof to the extent that proceeds of other CP Notes or other moneys on deposit in the Note Fund for the CP Notes are not available. The aggregate principal amount of all Advances made on any date may not exceed the principal portion of the Credit Agreement (currently \$200 million), as such amount may be increased or decreased from time to time. Also, the principal portion of the Credit Agreement cannot be less than the sum of the outstanding CP Notes plus the aggregate principal amount of all outstanding Advances provided by the Liquidity Facility Provider.

The Credit Agreement currently terminates on March 19, 2016. The Credit Agreement provides that the termination date may be extended, if the parties agree. Alternatively, the State is permitted to replace the Credit Agreement with another comparable agreement or agreements with any other liquidity facility provider provided that such substitution meets all required qualifications, including, but not limited to, written evidence from each rating agency which, at the request of the State, is then rating the CP Notes and which is then also rating the provider (or its guarantor) of the proposed substitute liquidity facility, to the effect that the substitution of the Liquidity Facility will not by itself result in a withdrawal, suspension, or reduction of its ratings of the CP Notes from those which then prevail.

The State has delivered a promissory note (**Promissory Note**) to the Liquidity Facility Provider, evidencing its obligation to repay all Advances. The Promissory Note is a general obligation of the State. Likewise, new Promissory Notes would be issued to the providers of any substitute Liquidity Facility.

The State will notify the Dealers of any change in the Liquidity Facility. The State will also notify the Municipal Securities Rulemaking Board (**MSRB**) through its Electronic Municipal Market Access (**EMMA**) system of any change in the Liquidity Facility.

Description of the Liquidity Facility Provider

The following information concerning the Liquidity Facility Provider has been provided by representatives of the Liquidity Facility Provider and has not been independently confirmed or verified by the State. No representation is made herein as to the accuracy or adequacy of such information or as to the absence of material adverse changes in such information subsequent to the date hereof, or that the information given below is correct as of any time subsequent to its date.

The Bank of New York Mellon (**BNY Mellon**) is a global investments company dedicated to helping clients manage and service their financial assets throughout the investment lifecycle. Whether providing

financial services for institutions, corporations, or individual investors, BNY Mellon delivers informed investment management and investment services in 35 countries and more than 100 markets.

As of September 30, 2014, BNY Mellon had \$28.3 trillion in assets under custody and/or administration and \$1.6 trillion in assets under management. BNY Mellon can act as a single point of contact for clients looking to create trade, hold, manage service, distribute, or restructure investments. BNY Mellon is the corporate brand of The Bank of New York Mellon Corporation (NYSE: BK). Additional information is available at www.bnymellon.com; this web site is not incorporated by reference into this Part III of the 2014 Annual Report.

The Credit Agreement is an obligation of the Liquidity Facility Provider. BNY Mellon has no obligation under the Credit Agreement or otherwise with respect to the Notes.

Extendible Municipal Commercial Paper

General obligation EMCP is similar to CP Notes; however, rather than liquidity being provided by a bank or credit facility, the maturity date is extended in case there is a disruption in market liquidity for the EMCP. The State has appointed, to serve as **Dealers** of EMCP, Goldman, Sachs & Co. and Merrill Lynch, Pierce, Fenner & Smith, Incorporated. The State has appointed U.S. Bank National Association to serve as Issuing and Paying Agent for the EMCP, and DTC serves as Depository for the EMCP.

On February 1, 2008, the State issued a single series of EMCP that replaced multiple series of outstanding EMCP that had been issued between calendar years 2000-2006. The total amount of EMCP authorized to be outstanding at any given time, pursuant to the program resolution, is \$950 million. The State may increase the principal amount of EMCP outstanding, upon adoption by the Commission of one or more authorizing resolutions, to fund various general governmental purposes or veterans housing loans. With respect to an initial issuance, specific instructions must be provided to the Issuing and Paying Agent before a Dealer may increase the principal amount of EMCP outstanding. This has occurred five times since 2008 for an aggregate par increase of \$530 million, with the last increase occurring on December 2, 2014 in the par amount of \$105 million. EMCP is not given a series designation based on any initial issuance date.

Table III-14 summarizes, for each authorized and outstanding program under this single series of EMCP, the principal amount outstanding as of December 15, 2014.

Table III-14
SUMMARY OF OUTSTANDING GENERAL OBLIGATION EMCP
(December 15, 2014)

<u>Series of EMCP</u>	<u>Amount Outstanding</u>
Tax-Exempt Notes	\$ 637,185,000
Tax-Exempt AMT Notes	<u>-0-</u>
	\$ 637,185,000

Description of EMCP

Each EMCP note is dated the date it is issued and is issued as an interest-bearing obligation in a denomination of \$100,000 or increments of \$1,000 above \$100,000. Interest is computed on the basis of a year having 365 or 366 days and the actual number of days elapsed. Payment of principal of, and interest on, each EMCP note is made to the Depository and then distributed by the Depository.

Each EMCP note matures on its **Original Maturity Date**, which may range from 1 day to 180 days from its original issue date, unless the State exercises its option to extend the maturity date. In that case the EMCP note will mature on its **Extended Maturity Date**, which will be the date that is 270 days after its original issue date.

If the State exercises its option to extend the maturity date, notice of the extension must be provided to the Depository in accordance with the Depository's operational requirements.

Each EMCP note bears interest from its original issue date until the Original Maturity Date at the rate determined on the original issue date, payable on the Original Maturity Date, unless the maturity date is extended, in which case interest will be paid on the date described below. If the State exercises its option to extend the maturity date of an EMCP note, then the extended EMCP note will bear interest after the Original Maturity Date at the **Reset Rate** and be payable on the dates described below.

If the maturity date of an EMCP note is extended, accrued but unpaid interest to the Original Maturity Date will not be paid on the Original Maturity Date but will be payable on the following date (or any earlier redemption date):

- (1) if the Original Maturity Date is before the 15th day of the month, then interest will next be payable on the first **Business Day** (which is a day on which banks located in Madison, Wisconsin and in each of the cities where the principal office of the Issuing and Paying Agent and Dealers are located are not required or authorized by law or executive order to close for business and on which the New York Stock Exchange is not closed) of the next month, or
- (2) if the Original Maturity Date is on or after the 15th day of the month, then interest will next be payable on the first Business Day of the second succeeding month after the Original Maturity Date.

For example, if the Original Maturity Date is November 14th, interest will be first payable on the first Business Day of December, and if the Original Maturity Date is November 15th, interest will be first payable on the first Business Day of January.

Each EMCP note bears interest from the Original Maturity Date at the Reset Rate and is payable first on the date described above and thereafter on the first Business Day of each month and on any redemption date or the Extended Maturity Date.

The Reset Rate will be a rate of interest per annum determined by the following formula:

$$(1.35 \times BMA) + E$$

As used in the formula, the *BMA* variable will be Securities Industry and Financial Markets Association Index, or SIFMA Index (which previously was referred to as The Bond Market Association Municipal Swap Index, or BMA Index). This index is calculated weekly and released each Wednesday afternoon, effective Thursday. The *E* variable will be a fixed percentage rate expressed in basis points that is determined based on the ratings assigned to the EMCP (**Prevailing Ratings**), as follows:

Prevailing Ratings			
<u>Fitch</u>	<u>Moody's Investors Service, Inc.</u>	<u>Standard & Poor's Ratings Services</u>	<u>E Variable (basis points)</u>
F1+	P-1	A-1+	100
F1	-	A-1	150
F2	P-2	A-2	200
F3	P-3	A-3	300
Lower than F3 (or rating discontinued)	Lower than P-3 (or rating discontinued)	Lower than A-3 (or rating discontinued)	400

If at any time any rating agency announces that a lower rating is under consideration for the EMCP, then the Prevailing Rating from such rating agency will not be the rating then assigned to the EMCP; rather, it will be the next lower rating of such rating agency. If the Prevailing Ratings would indicate different *E* variables as a result of split ratings assigned to the EMCP, then the *E* variable will be the arithmetic average of those indicated by the Prevailing Ratings.

The Reset Rate applicable to any EMCP note will be determined weekly by the Issuing and Paying Agent based on the *BMA* variable and the Prevailing Ratings as of 11:00 a.m. (New York time) on its Original Maturity Date and each Thursday thereafter and will apply through the following Wednesday.

REVENUE-SUPPORTED GENERAL OBLIGATION DEBT

General

Although all general obligations issued by the State are supported by its full faith, credit, and taxing power, a portion of these general obligations are issued with the expectation that debt service payments will not impose a direct burden on the State's taxpayers and its general revenue sources. Beneficiaries and users of revenue-supported programs and facilities pay fees and other amounts that are estimated to be at least sufficient to pay or reimburse the General Fund for the amount paid for debt service related to these revenue-supported programs and facilities.

Table III-7 identifies the amount of outstanding general obligations designated as revenue supported. The programs and facilities funded with these general obligations support debt service payments on approximately \$1.826 billion of State general obligations outstanding on December 15, 2014. Furthermore, **Table III-12** shows that revenue-supported debt service payments were approximately 19.3% of the total debt service cost for the fiscal year ending June 30, 2014. The percentage for the fiscal year ending June 30, 2012 is higher than other fiscal years; in that fiscal year the State issued general obligation refunding obligations for certain maturing general obligations that related to tax-supported debt service payments. This resulted in a decrease in the percentage of tax-supported debt service payments and a corresponding increase in the percentage of revenue-supported debt service payments.

Veterans Housing Loan Program

The veterans housing loan program, operated by the State of Wisconsin Department of Veterans Affairs (**DVA** or **Department of Veterans Affairs**), is one of the revenue-supported general obligation bonding programs of the State. Lending activities under the veterans housing loan program began in 1974. The program is currently funded by general obligations that are either **Tax-Exempt Veterans Mortgage Bonds** or **Taxable Veterans Mortgage Bonds**, collectively referred to as **Veterans Mortgage Bonds**. The repayment of veterans housing loans funded with proceeds of the Veterans Mortgage Bonds are estimated to be at least sufficient to pay or reimburse the General Fund for the amount paid for debt service related to the Veterans Mortgage Bonds.

Approximately \$66 million in aggregate principal amount of Veterans Mortgage Bonds remain outstanding on December 15, 2014. As outlined later in this section, there are different special redemption provisions for the Tax-Exempt Veterans Mortgage Bonds and each series of Taxable Veterans Mortgage Bonds. Due to market conditions and other factors resulting in private mortgage rates being lower than mortgage rates that could be obtained through Veterans Mortgage Bonds, the State has not issued any general obligations for this purpose since 2008, and the Department of Veterans Affairs has not made any new mortgages or loans under this program since June 2010. Furthermore, the 2013-15 biennial budget for the Department of Veterans Affairs makes the assumption that no new mortgages or loans under this program will be made; however, the State makes no forecast regarding future mortgage activity under the veterans housing loan program or future general obligation issuances. **Tables III-19 through III-22** in Part III of the 2014 Annual Report include other unaudited information and notes for the Veterans Mortgage Bonds and the veterans housing loan program.

Default Risks and Other Information

No prepayments have been assumed in the nominal amortization of outstanding Veterans Mortgage Bonds. Based on asset and liability balances as of July 1, 2013 and DVA assumptions, the cash flow of the mortgages on October 9, 2014 was sufficient to meet future debt service payments. A loan under the veterans housing loan program may be assumed only by another qualifying veteran.

After deducting a servicing charge (.375% per annum), the participating lender deposits the veteran's monthly loan repayments and any prepayments into the Veterans Mortgage Loan Repayment Fund of the veterans housing loan program, a segregated statutory fund. An irrevocable appropriation is provided by law as a first charge on assets of the Veterans Mortgage Loan Repayment Fund in a sum sufficient to provide for the repayment of principal of, premium, if any, and interest on, State general obligations issued to fund the program.

Program loans financed with Veterans Mortgage Bonds are not required to be insured or guaranteed (casualty insurance coverage is, however, required). Instead, the default risk with respect to such loans is borne by the program. The ability of DVA to dispose of defaulted properties and realize the amount of the outstanding principal balances of the related loans has varied in recent years depending upon the location of the properties within the State and their physical condition upon foreclosure. Although DVA expects that it will continue to experience liquidation losses, it also expects that such losses will not require recourse to the State's General Fund but rather will be covered by the Insurance Reserve Account within the Veterans Mortgage Loan Repayment Fund. As of October 31, 2014, of the 772 outstanding primary mortgage housing loans financed by the veterans housing loan program, there were 17 loans in an aggregate principal amount of approximately \$1.6 million had payments that were 60 days or longer past due. The insurance reserve requirement (4% of the principal amount of outstanding loans) is currently satisfied. See [Table III-19](#) for more complete details concerning delinquencies.

Special Redemption; Tax-Exempt Veterans Mortgage Bonds

As of December 15, 2014, approximately \$46 million of Tax-Exempt Veterans Mortgage Bonds were outstanding. All Tax-Exempt Veterans Mortgage Bonds are subject to special redemption before maturity (even if not subject to optional redemption), at the option of the Commission, on any date, in whole or in part, at a redemption price equal to par (100% of the principal amount to be redeemed), plus accrued interest to the date of redemption, from:

- Prepayments of veterans housing loans funded from, or attributed to, *any* series of Tax-Exempt Veterans Mortgage Bonds.
- Payments on veterans housing loans, or interest or income on investments in certain accounts, including money available from the Insurance Reserve Account, in excess of amounts required to meet scheduled debt service on all Tax-Exempt Veterans Mortgage Bonds and other costs associated with the veterans housing loan program.

The redemption provisions described above are commonly referred to as a "cross-call". In addition, other special redemption provisions (such as allowing redemptions funded from unexpended proceeds) may apply to certain series of Tax-Exempt Veterans Mortgage Bonds. In the event of a partial redemption, the Capital Finance Director is authorized to direct the maturities and amounts of the Tax-Exempt Veterans Mortgage Bonds to be redeemed.

Prepayments of mortgages originated with, or attributed to, any series of Taxable Veterans Mortgage Bonds may not be used for special redemption of Tax-Exempt Veterans Mortgage Bonds, and prepayments of mortgages originated with, or attributed to, any series of Tax-Exempt Veterans Mortgage Bonds may not be used for special redemption of Taxable Veterans Mortgage Bonds.

Table III-15 presents a summary of the outstanding Tax-Exempt Veterans Mortgage Bonds as of December 15, 2014. [Table III-21](#) presents further detailed information on outstanding Tax-Exempt Veterans Mortgage Bonds that are subject to special redemption.

Table III-15

**SUMMARY OF OUTSTANDING
TAX-EXEMPT VETERANS MORTGAGE BONDS SUBJECT TO SPECIAL REDEMPTION
(December 15, 2014)**

<u>Series</u>	<u>Dated Date</u>	<u>Original Principal Amount Subject to Special Redemption</u>	<u>Outstanding Principal Amount Subject to Special Redemption</u>	<u>Range of Interest Rates on Outstanding Bonds</u>
1998 Series E	10/15/98	\$ 6,155,000	\$ 940,000	4.75%
2003 Series 2	04/01/03	13,740,000	3,470,000	4.25-4.65
2003 Series 3	10/30/03	67,890,000	11,540,000	5.00
2006 Series C	08/02/06	61,685,000	18,685,000	4.50-5.00
2007 Series 2	10/31/07	16,735,000	8,340,000	4.05-4.50
2008 Series 1	6/26/08	17,975,000	<u>3,050,000</u>	3.875-4.750
			<u>\$ 46,025,000</u>	

The State has historically received, and expects to continue to receive, prepayments of veterans housing loans funded with Tax-Exempt Veterans Mortgage Bonds. See [Table III-22](#) for a summary of the prepayments received over the past three years. The State previously from time to time used veterans housing loan prepayments to make new veterans housing loans. However, for the past three years the State has determined that it was not feasible to make new veterans housing loans, and the State used these prepayments to purchase or redeem Tax-Exempt Veterans Mortgage Bonds, as determined by the Commission. It is likely that State will continue to use future veterans housing loan prepayments to purchase or redeem Tax-Exempt Veterans Mortgage Bonds; however, the State continues to reserve the right use such prepayments to make new veterans housing loans.

Prior to calendar year 2002, it had been the working policy of the Department of Administration, on behalf of the Commission, to call Tax-Exempt Veterans Mortgage Bonds for special redemption based on the highest estimated market price, while taking into consideration the Legislature’s mandate that the veterans housing loan program be self-amortizing. Since that time, this working policy has been modified from time to time to address both (1) the impact special redemption cross-calls have on the cash flow that supports all Veterans Mortgage Bonds and (2) compliance with applicable federal tax law restrictions. This working policy is subject to change at any time. While the Tax-Exempt Veterans Mortgage Bonds that were called for special redemption in the year 2009 were those with the highest interest rates, the Tax-Exempt Veterans Mortgage Bonds called for special redemption in the years 2010, 2011, 2012, 2013, and 2014 reflect the more recent working policy outlined above.

A special redemption of Tax-Exempt Veterans Mortgage Bonds occurred on November 17, 2014, as summarized in [Table III-16](#). This special redemption used prepayments of veterans housing loans funded with Tax-Exempt Veterans Mortgage Bonds. In addition, this special redemption used money available from the Insurance Reserve Account and other allowable funds and accounts that were in excess of amounts required to meet scheduled debt service requirements.

Table III-16

**NOVEMBER 17, 2014 SPECIAL REDEMPTION
TAX-EXEMPT VETERANS MORTGAGE BONDS**

<u>Bond Issue</u>	<u>Maturity Date</u>	<u>Coupon</u>	<u>Redemption Amount</u>
2006 Series C	2037	5.00%	\$ 3,630,000

During calendar year 2014, other special redemptions of Tax-Exempt Veterans Mortgage Bonds using prepayments of veterans housing loans and using other allowable sources including money available from the Insurance Reserve Account in excess of amounts required to meet scheduled debt service

requirements. These special redemptions occurred on February 1 (aggregate of approximately \$4 million), on May 1 (aggregate of nearly \$5 million), and on August 1 (aggregate of nearly \$3 million).

Special Redemption; Taxable Veterans Mortgage Bonds

As of December 15, 2014, approximately \$20 million of Taxable Veterans Mortgage Bonds were outstanding.

In addition to optional redemption provisions, the Taxable Veterans Mortgage Bonds are subject to special redemption prior to maturity, at the option of the Commission, on any date, in whole or in part at a redemption price equal to 100% of the principal amount to be redeemed, plus accrued interest to the date of redemption, from:

- Unexpended proceeds from only that series of Taxable Veterans Mortgage Bonds, as provided in the respective authorizing resolution.
- Prepayments of veterans housing loans or home improvement loan program (HILP) loans, or interest or income on investments in certain accounts, funded from or attributed to only that series of Taxable Veterans Mortgage Bonds, as provided in the respective authorizing resolution.

In the event of a partial redemption, the Commission shall direct the maturities of the Taxable Veterans Mortgage Bonds and the amounts thereof so to be redeemed; however, the Commission has stated in the respective Official Statements that it intends to apply amounts from these sources as a *pro rata* redemption on all applicable outstanding maturities of the Taxable Veterans Mortgage Bonds, subject to rounding, to reflect approximately the unexpended proceeds or prepayment from either veterans housing loans or HILP loans.

Prepayments of veterans housing loans or HILP loans originated with, or attributed to, a series of Taxable Veterans Mortgage Bonds may not be used for special redemption of any other series of Taxable Veterans Mortgage Bonds. Prepayments of mortgage loans or loans originated with, or attributed to, any series of Tax-Exempt Veterans Mortgage Bonds may not be used for special redemption of Taxable Veterans Mortgage Bonds.

The State has historically received, and expects to continue to receive, prepayments of veterans housing loans and HILP loans funded with Taxable Veterans Mortgage Bonds. See [Table III-22](#) for a summary of these prepayments received over the past three years. The State may use prepayments of veterans housing loans and HILP loans funded with Taxable Veterans Mortgage Bonds to make new veterans housing loans and HILP loans. If the State determines that it is not feasible to make new veterans housing loans or HILP loans, then the State intends to use these prepayments to purchase or redeem Taxable Veterans Mortgage Bonds, as determined by the Commission.

The Commission has made several special redemptions of Taxable Veterans Mortgage Bonds from these prepayments. A special redemption of Taxable Veterans Mortgage Bonds occurred on November 17, 2014. The redemption is summarized in [Table III-17](#).

Table III-17

**NOVEMBER 17, 2014 SPECIAL REDEMPTION
TAXABLE VETERANS MORTGAGE BONDS**

<u>Bond Issue</u>	<u>Maturity Date</u>	<u>Interest Rate</u>	<u>Redemption Amount</u>
2002 Series B	2032	6.25%	\$ 10,000
2002 Series H	2033	5.25	40,000
2003 Series B	2033	4.35	80,000
2005 Series C	2035	5.40	165,000
2008 Series B	2038	4.90	85,000

During calendar year 2014, other special redemptions of Taxable Veterans Mortgage Bonds were combined on some occasions with optional redemptions of certain Taxable Veterans Mortgage Bonds using money available from certain funds and accounts that were in excess of amounts required to meet scheduled debt service requirements. These other special and optional redemptions occurred on February 1 (aggregate of approximately \$1 million), on May 1 (aggregate of approximately \$0.5 million), and August 1 (aggregate of approximately \$1 million).

See [Table III-18](#) for an aggregate summary of special redemptions (from prepayments and unexpended proceeds) and optional redemptions (from allowable funds available from the veterans housing loan program) that have occurred on Taxable Veterans Mortgage Bonds for the past ten years.

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Table III-18

**SUMMARY OF SPECIAL AND OPTIONAL REDEMPTIONS
TAXABLE VETERANS MORTGAGE BONDS
(As of December 15, 2014)**

Bond Issue	Dated Date	Maturity Date	Original Issue Amount	Special Redemption; Calendar Year 2005	Special Redemption; Calendar Year 2006	Special Redemption; Calendar Year 2007	Special Redemption; Calendar Year 2008	Special Redemption; Calendar Year 2009	Special Redemption; Calendar Year 2010	Special Redemption; Calendar Year 2011	Special Redemption; Calendar Year 2012	Special Redemption; Calendar Year 2013	Special Redemption; Calendar Year 2014	Sinking Fund and Other Optional Redemption Payments Made	Outstanding Par Amount	Coupon
1997 Series D	9/15/1997	11/1/1999	\$ 620,000												-	6.15%
		11/1/2000	655,000												-	6.15%
		11/1/2001	695,000												-	6.25%
		11/1/2002	740,000												-	6.30%
		11/1/2003	785,000												-	6.40%
		11/1/2004	840,000												-	6.50%
		11/1/2005	895,000	\$ 20,000											-	6.55%
		11/1/2006	950,000	25,000	\$ 15,000										-	6.60%
		11/1/2007	1,010,000	25,000	25,000	\$ 40,000									-	6.65%
		11/1/2008	1,080,000	30,000	20,000	40,000									-	6.70%
		11/1/2009	1,155,000	30,000	25,000	45,000									-	6.80%
		11/1/2010	1,230,000	25,000	30,000	50,000		\$ 10,000	\$ 10,000						-	6.85%
		11/1/2011	1,320,000	40,000	25,000	55,000		5,000	25,000						-	6.90%
		11/1/2012	1,410,000	35,000	30,000	50,000		10,000	20,000		\$ 400,000				-	6.90%
		11/1/2017	6,760,000	215,000	185,000	200,000		55,000	145,000			1,370,000			-	7.15%
11/1/2028	24,855,000	830,000	705,000	680,000		225,000	560,000	\$ 4,530,000		-			-	7.25%		
	Subtotal		45,000,000	1,275,000	1,060,000	1,160,000	-	305,000	760,000	4,530,000	1,770,000	-	-	-	-	
1998 Series C	5/15/1998	5/1/1999	495,000												-	5.80%
		5/1/2000	495,000												-	5.85%
		5/1/2001	525,000												-	5.90%
		5/1/2002	550,000												-	6.05%
		5/1/2003	595,000												-	6.05%
		5/1/2004	625,000												-	6.10%
		5/1/2005	675,000												-	6.15%
		5/1/2006	710,000	20,000											-	6.20%
		5/1/2007	760,000	20,000	5,000										-	6.25%
		5/1/2008	815,000	30,000	10,000	10,000									-	6.30%
		5/1/2028	27,760,000	870,000	185,000	550,000	180,000	360,000	300,000	165,000	4,495,000			\$ 680,000	-	6.95%
			Subtotal		34,005,000	940,000	200,000	560,000	180,000	360,000	300,000	165,000	4,495,000	-	-	680,000

Table III-18 — Continued
SUMMARY OF SPECIAL AND OPTIONAL REDEMPTIONS
TAXABLE VETERANS MORTGAGE BONDS
(As of December 15, 2014)

Bond Issue	Dated Date	Maturity Date	Original Issue Amount	Special Redemption; Calendar Year 2005	Special Redemption; Calendar Year 2006	Special Redemption; Calendar Year 2007	Special Redemption; Calendar Year 2008	Special Redemption; Calendar Year 2009	Special Redemption; Calendar Year 2010	Special Redemption; Calendar Year 2011	Special Redemption; Calendar Year 2012	Special Redemption; Calendar Year 2013	Special Redemption; Calendar Year 2014	Sinking Fund and Other Optional Redemption Payments Made	Outstanding Par Amount	Coupon		
1998 Series F	10/15/1998	11/1/1999	\$ 355,000												-	-		
		11/1/2000	725,000													-	5.00%	
		11/1/2001	760,000													-	5.10%	
		11/1/2002	790,000													-	5.20%	
		11/1/2003	830,000													-	5.35%	
		11/1/2004	870,000													-	5.45%	
		11/1/2005	915,000	\$ 30,000												-	5.55%	
		11/1/2006	960,000	35,000	\$ 5,000											-	5.55%	
		11/1/2007	1,015,000	35,000	10,000	\$ 30,000										-	5.60%	
		11/1/2008	1,065,000	40,000	15,000	30,000										-	5.65%	
		11/1/2009	1,125,000	40,000	10,000	35,000		\$ 20,000								-	5.75%	
		11/1/2029	45,590,000	1,665,000	460,000	1,405,000		1,395,000	\$ 585,000	\$ 425,000	\$ 3,995,000	\$ 210,000			\$ 2,945,000	-	6.40%	
		Subtotal			55,000,000	1,845,000	500,000	1,500,000	-	1,415,000	585,000	425,000	3,995,000	210,000	-	2,945,000	-	
		1999 Series B	5/1/1999	11/1/2000	420,000												-	5.35%
				11/1/2001	450,000												-	5.60%
11/1/2002	480,000														-	5.80%		
11/1/2003	500,000														-	6.00%		
11/1/2004	535,000														-	6.20%		
11/1/2005	570,000			10,000												-	6.25%	
11/1/2006	600,000			10,000												-	6.25%	
11/1/2007	640,000			10,000	5,000	5,000										-	6.30%	
11/1/2008	680,000			10,000		10,000										-	6.35%	
11/1/2009	725,000			15,000	5,000	15,000			5,000							-	6.40%	
11/1/2010	770,000			10,000	5,000	10,000	5,000	5,000								-	6.40%	
11/1/2013	2,620,000			45,000	10,000	40,000	5,000	10,000	15,000			255,000			120,000	-	6.50%	
11/1/2016	3,180,000			55,000	15,000	50,000	10,000	15,000	20,000			450,000				-	7.00%	
11/1/2030	27,830,000			480,000	140,000	420,000	70,000	145,000	165,000	2,375,000	1,570,000					-	7.25%	
Subtotal					40,000,000	645,000	180,000	550,000	90,000	180,000	200,000	2,375,000	2,275,000	-	-	120,000	-	

Table III-18 — Continued
SUMMARY OF SPECIAL AND OPTIONAL REDEMPTIONS
TAXABLE VETERANS MORTGAGE BONDS
(As of December 15, 2014)

Bond Issue	Dated Date	Maturity Date	Original Issue Amount	Special Redemption; Calendar Year 2005	Special Redemption; Calendar Year 2006	Special Redemption; Calendar Year 2007	Special Redemption; Calendar Year 2008	Special Redemption; Calendar Year 2009	Special Redemption; Calendar Year 2010	Special Redemption; Calendar Year 2011	Special Redemption; Calendar Year 2012	Special Redemption; Calendar Year 2013	Special Redemption; Calendar Year 2014	Sinking Fund and Other Optional Redemption Payments Made	Outstanding Par Amount	Coupon	
1999 Series D	11/1/1999	11/1/2010	\$ 9,465,000	\$ 75,000							\$ -			\$ 2,340,000	-	7.70%	
		11/1/2030	55,535,000	755,000							\$ 3,935,000				2,990,000	-	7.70%
		Subtotal	65,000,000	830,000	-	-	-	-	-	-	3,935,000	-	-	-	5,330,000	-	
2000 Series B	7/1/2000	11/1/2010	4,625,000	10,000	\$ 5,000	\$ 5,000								1,130,000	-	7.50%	
		11/1/2030	30,375,000	100,000	75,000	135,000									3,175,000	-	8.05%
		Subtotal	35,000,000	110,000	80,000	140,000	-	-	-	-	-	-	-	-	4,305,000	-	
2000 Series E	11/7/2000	11/1/2016	5,000,000	165,000	40,000	150,000								1,170,000	\$ 280,000	7.00%	
2001 Series A	2/21/2001	5/1/2031	15,000,000	255,000	340,000	280,000	\$ 170,000	\$ 530,000	\$ 20,000	40,000		\$ 15,000	\$ 15,000	890,000	1,675,000	7.00%	
2001 Series D	6/15/2001	11/1/2002	320,000												-	4.50%	
2001 Series D	6/15/2001	11/1/2003	255,000												-	5.00%	
2001 Series D	6/15/2001	11/1/2004	265,000												-	5.30%	
2001 Series D	6/15/2001	11/1/2005	280,000												-	5.50%	
2001 Series D	6/15/2001	11/1/2006	295,000												-	5.60%	
2001 Series D	6/15/2001	11/1/2007	315,000			5,000									-	5.75%	
2001 Series D	6/15/2001	11/1/2008	330,000			10,000									-	5.90%	
2001 Series D	6/15/2001	11/1/2011	1,110,000			25,000		5,000	10,000					155,000	-	6.20%	
2001 Series D	6/15/2001	11/1/2016	2,390,000	5,000	5,000	60,000		20,000	30,000		300,000				-	6.60%	
2001 Series D	6/15/2001	11/1/2021	3,305,000	5,000	10,000	85,000	5,000	25,000	50,000		395,000				-	6.90%	
2001 Series D	6/15/2001	11/1/2031	11,135,000	20,000	25,000	275,000	15,000	90,000	175,000		1,340,000				-	7.05%	
		Subtotal	20,000,000	30,000	40,000	460,000	20,000	140,000	265,000	-	2,035,000	-	-	-	-	-	
2001 Series E	10/1/2001	11/1/2017	6,210,000	180,000	265,000	205,000		305,000			125,000	160,000		1,295,000	-	6.12%	
2001 Series E	10/1/2001	11/1/2021	2,730,000	90,000	145,000	115,000		210,000	5,000	15,000	425,000				-	6.71%	
2001 Series E	10/1/2001	11/1/2031	11,060,000	375,000	580,000	470,000		835,000	15,000	40,000	1,750,000				-	6.96%	
		Subtotal	20,000,000	645,000	990,000	790,000	-	1,350,000	20,000	55,000	2,300,000	160,000	-	1,295,000	-		

Table III-18 — Continued
SUMMARY OF SPECIAL AND OPTIONAL REDEMPTIONS
TAXABLE VETERANS MORTGAGE BONDS
(As of December 15, 2014)

Bond Issue	Dated Date	Maturity Date	Original Issue Amount	Special Redemption; Calendar Year 2005	Special Redemption; Calendar Year 2006	Special Redemption; Calendar Year 2007	Special Redemption; Calendar Year 2008	Special Redemption; Calendar Year 2009	Special Redemption; Calendar Year 2010	Special Redemption; Calendar Year 2011	Special Redemption; Calendar Year 2012	Special Redemption; Calendar Year 2013	Special Redemption; Calendar Year 2014	Sinking Fund and Other Optional Redemption Payments Made	Outstanding Par Amount	Coupon
2002 Series B	3/26/2002	11/1/2032	15,000,000	\$ 860,000	\$ 1,040,000	\$ 1,060,000	\$ 160,000	\$ 1,385,000	\$ 350,000	\$ 160,000	\$ 270,000	\$ 165,000	\$ 25,000	\$ 935,000	\$ 1,480,000	6.25%
2002 Series D	6/12/2002	5/1/2033	20,000,000	330,000	830,000	850,000	130,000	1,110,000	750,000	330,000	760,000	205,000	170,000	1,080,000	2,085,000	6.25%
2002 Series E	9/26/2002	5/1/2018	2,000,000	-	470,000	-	220,000	110,000	15,000	50,000	35,000	10,000	-	785,000	240,000	4.80%
2002 Series F	9/26/2002	5/1/2033	13,000,000	660,000	-	-	430,000	2,270,000	985,000	1,440,000	1,045,000	540,000	700,000	1,670,000	1,880,000	5.25%
2002 Series H	12/30/2002	5/1/2033	15,000,000	1,125,000	-	230,000	660,000	2,170,000	990,000	1,225,000	1,295,000	435,000	345,000	1,885,000	2,560,000	5.25%
2003 Series I	4/3/2003	11/1/2019	7,000,000	370,000	230,000	-	510,000	160,000	75,000	60,000	5,000	30,000	-	3,645,000	-	4.85%
2003 Series B	7/24/2003	11/1/2033	30,000,000	1,760,000	-	60,000	-	5,000,000	3,280,000	4,630,000	2,690,000	1,640,000	1,180,000	4,635,000	5,125,000	4.35%
2004 Series B	8/12/2004	11/1/2014	1,000,000	-	-	5,000	40,000	190,000	115,000	20,000	15,000	-	-	615,000	-	4.50%
2004 Series C	8/12/2004	11/1/2019	1,000,000	-	-	70,000	40,000	290,000	35,000	25,000	30,000	10,000	20,000	365,000	115,000	5.15%
2004 Series D	8/26/2004	11/1/2034	20,000,000	13,500,000	-	175,000	160,000	1,315,000	510,000	135,000	770,000	325,000	310,000	840,000	1,960,000	5.65%
2005 Series C	4/7/2005	5/1/2035	5,000,000	N/A	-	5,000	280,000	70,000	860,000	520,000	950,000	630,000	295,000	580,000	810,000	5.40%
2006 Series B	7/7/2006	11/1/2021	2,000,000	N/A	N/A	20,000	-	700,000	170,000	85,000	105,000	-	125,000	510,000	285,000	5.65%
2008 Series B	5/30/2008	5/1/2038	4,445,000	N/A	N/A	N/A	-	400,000	230,000	945,000	465,000	630,000	120,000	330,000	1,325,000	4.90%
Totals			\$ 469,450,000	\$ 25,345,000	\$ 6,000,000	\$ 8,065,000	\$ 3,090,000	\$ 19,450,000	\$ 10,515,000	\$ 21,150,000	\$ 25,305,000	\$ 5,005,000	\$ 3,305,000	\$ 34,610,000	\$ 19,820,000	

Note: The total original issue amount less all the special redemptions and sinking fund payment amounts does not equal the total outstanding par amount since the table does not include serial bonds that matured prior to the date of this 2014 Annual Report. In addition, certain optional redemptions that have been completed using allowable funds available from the veterans housing loan program are included within the above "special redemption" amounts.

Other Information

The following unaudited information and notes relate to certain facets of the veterans housing loan program. Veterans Mortgage Bonds issued to fund the program are general obligations; the bondholders have no special pledge or lien on revenues derived from this program. In light of the declining outstanding principal balance of the Veterans Mortgage Bonds, the following is a subset of financial and statistical information that has been provided in previous continuing disclosure annual reports.

Table III-19

**VETERANS HOUSING LOAN PROGRAM^(a)
60+ DAY LOAN DELINQUENCIES**

	<u>Month Ending</u>	<u>Principal Amount Outstanding</u>	<u>Number of Loans Outstanding</u>	<u>60+ Day Delinquent Loans</u>	<u>Percent of Total</u>
2011	July	121,267,591	1,296	33	2.55
	August.....	118,273,507	1,268	31	2.44
	September.....	113,926,577	1,234	34	2.76
	October	109,163,281	1,191	38	3.19
	November.....	152,368,303	1,576	37	2.35
	December.....	149,298,778	1,547	37	2.39
2012	January.....	145,191,075	1,513	36	2.38
	February.....	141,577,777	1,484	31	2.09
	March.....	136,217,409	1,430	33	2.31
	April.....	133,084,756	1,395	36	2.58
	May.....	128,408,338	1,361	35	2.57
	June.....	124,659,024	1,327	33	2.49
	July	121,267,591	1,296	33	2.55
	August.....	118,273,507	1,268	31	2.44
	September.....	113,926,577	1,234	34	2.76
	October	109,163,281	1,191	38	3.19
	November.....	106,878,784	1,166	34	2.92
	December.....	104,431,422	1,143	32	2.80
2013	January.....	101,771,512	1,119	35	3.13
	February.....	99,689,776	1,098	38	3.46
	March.....	97,455,544	1,075	36	3.35
	April.....	94,645,081	1,052	38	3.61
	May.....	91,592,742	1,030	36	3.50
	June.....	89,650,372	1,009	33	3.27
	July	87,151,033	983	38	3.87
	August.....	84,892,783	965	37	3.83
	September.....	83,302,504	946	36	3.81
	October	81,628,083	929	31	3.34
	November.....	79,547,239	913	31	3.40
	December.....	77,994,335	898	30	3.34
2014	January.....	77,146,328	890	28	3.15
	February.....	75,844,732	879	26	2.96
	March.....	74,486,913	866	28	3.23
	April.....	73,291,194	856	24	2.80
	May.....	72,257,773	844	22	2.61
	June.....	70,366,570	827	17	2.06
	July	68,833,897	815	21	2.58
	August.....	66,715,539	798	24	3.01
	September.....	65,504,141	787	26	3.30
	October	64,016,602	772	17	2.20

^(a) Does not include information on outstanding HILP loans.

Source: Department of Veterans Affairs.

Table III-20

**DEBT SERVICE SCHEDULE ON STATE GENERAL OBLIGATION BONDS ISSUED TO FUND
VETERANS HOUSING AND HILP LOANS
(December 15, 2014)**

<u>Fiscal Year (Ending June 30)</u>	<u>Principal</u>	<u>Interest</u>	<u>Total Debt Service</u>
2015 ^(a)	\$ 385,000	\$ 1,626,788	\$ 2,011,788
2016.....	4,480,000	3,207,700	7,687,700
2017.....	5,200,000	2,991,251	8,191,251
2018.....	4,825,000	2,759,184	7,584,184
2019.....	3,790,000	2,534,426	6,324,426
2020.....	2,645,000	2,332,455	4,977,455
2021.....	2,535,000	2,197,561	4,732,561
2022.....	2,650,000	2,068,995	4,718,995
2023.....	2,715,000	1,935,748	4,650,748
2024.....	3,040,000	1,792,266	4,832,266
2025.....	3,020,000	1,641,594	4,661,594
2026.....	5,475,000	1,486,701	6,961,701
2027.....	7,365,000	1,193,560	8,558,560
2028.....	2,695,000	891,055	3,586,055
2029.....	2,470,000	760,386	3,230,386
2030.....	2,640,000	630,705	3,270,705
2031.....	2,730,000	491,336	3,221,336
2032.....	1,825,000	348,379	2,173,379
2033.....	1,740,000	255,261	1,995,261
2034.....	1,265,000	168,385	1,433,385
2035.....	910,000	114,891	1,024,891
2036.....	775,000	72,015	847,015
2037.....	600,000	33,340	633,340
2038.....	70,000	3,430	73,430
TOTALS.....	\$ 65,845,000	\$ 31,537,412	\$ 97,382,412

^(a) For the fiscal year ending June 30, 2015, the table includes debt service amounts for the period December 15, 2014 through June 30, 2015.

Source: Department of Administration

Table III-21

**OUTSTANDING TAX-EXEMPT VETERANS MORTGAGE BONDS
SUBJECT TO SPECIAL REDEMPTION
(As of December 15, 2014)^(a)**

<u>Series</u>	<u>Dated Date</u>	<u>Maturities</u>	<u>Original Par Amount</u>		<u>Par Amount Outstanding</u>		<u>Interest Rate</u>
			<u>May</u>	<u>November</u>	<u>May</u>	<u>November</u>	
1998 Series E	10/15/98	2015	\$ 1,050,000				4.75%
		2016	1,100,000		\$ 940,000		4.75
		2017	1,155,000				4.80
2003 Series 2	04/01/03	2015	720,000				4.15
		2016	750,000		750,000		4.25
		2017	785,000		785,000		4.35
		2018	815,000		815,000		4.50
		2019	855,000		855,000		4.60
		2020	890,000		265,000		4.65
		2021	935,000				4.80
		2024	3,090,000				5.00
2003 Series 3	10/30/03	2025		\$ 13,000,000			5.00
		2026		29,185,000	\$ 11,540,000		5.00
2006 Series C	08/02/06	2015	1,145,000				4.50
		2016	1,220,000		1,050,000		4.50
		2017	1,300,000		1,300,000		4.60
		2018	1,375,000		1,375,000		4.60
		2019	1,470,000		1,470,000		4.60
		2020	1,555,000				5.00
		2021	1,660,000				5.00
		2022	1,770,000				5.00
		2023	1,880,000				5.00
		2024	2,000,000				5.00
		2025	2,120,000				5.00
		2027	4,670,000			4,670,000	4.80
		2031	11,260,000			5,190,000	5.00
		2037	21,740,000			3,630,000	5.00
2007 Series 2	10/31/07	2015	180,000	570,000		565,000	4.05
		2016	195,000	6,715,000	190,000	605,000	4.13
		2017	205,000	210,000	205,000	205,000	4.25
		2022		2,510,000		2,475,000	4.38
		2027		4,155,000		4,095,000	4.50
2008 Series 1	06/26/08	2015	250,000				3.75
		2016	100,000		100,000		3.88
		2017	175,000		175,000		4.00
		2018	400,000		400,000		4.13
		2018	14,680,000		2,200,000		4.75
		2023		175,000		175,000	4.75

Source: Department of Administration

Table III-22

SUMMARY OF PREPAYMENTS ON VETERANS HOUSING AND HILP LOANS
FUNDED WITH VETERANS MORTGAGE BONDS

Prepayments October 2011-September 2014							
Mortgage Pool	Interest Rate Charged to Veterans	October 2011 - March 2012	April 2012 - September 2013	October 2012 - March 2013	April 2013 - September 2013	October 2013 - March 2014	April 2014 - September 2014
Tax-Exempt Veterans Mortgage Bond							
1993 Series 6	5.25						
1993 Series 5	5.25						
1994 Series C	7.25						
1994 Series 1	6.00						
1994 Series 3							
1995 Series B	7.45						
1995 Series 1	7.45						
1995 Series 2	6.55						
1996 Series B	7.00						
1996 Series D	6.90						
1997 Series A	6.90						
1997 Series 1	6.90						
1997 Series C	6.40						
1998 Series B	6.65						
1998 Series E	6.50	\$ 34,552	\$ 37,410	\$ 45,753	\$ 5	\$ 6,108	
1999 Series 1	N/A						
2003 Series 2	5.75	302,570	98,105	37,595	71,912	74,111	\$ 51,160
2003 Series 3	5.30	1,406,677	1,083,005	1,053,977	662,469	622,260	424,891
2006 Series C	6.00/6.25	4,275,900	4,593,603	3,507,429	1,686,266	1,733,336	2,046,404
2007 Series 2	5.65/6.00	1,809,725	1,377,051	910,099	1,109,829	290,125	843,454
2007 Series 3	5.65/6.00	369,299	281,006	185,718	226,475	59,204	172,118
2008 Series 1	5.75	1,335,218	1,426,000	595,360	924,597	256,554	467,692
2008 Series 2	5.75	129,045	149,151	1,455,077	1,123,583	830,925	609,624
Equity Pool	N/A	7,069,475	4,855,312	2,203,324	2,969,592	1,907,762	1,407,825
Subtotal:		\$ 16,732,461	\$ 13,900,643	\$ 9,994,333	\$ 8,774,728	\$ 5,780,386	\$ 6,023,168
Taxable Veterans Mortgage Bonds							
1997 Series D	6.40%	\$ 260,007	\$ 37,343				
1998 Series C	6.65	152,695	40,737				
1998 Series F	6.50	127,566	252,716	\$ 280,023	\$ 179,809	\$ 72,844	\$ 98,064
1999 Series B	6.85	98,676	68,228	103,150	294,879	1,354	41,422
1999 Series D	7.80						
2000 Series B	7.90						
2000 Series E	6.80	4,488	313	4,674	5,939	6,908	8,763
2001 Series A	7.00	56,540	41,279	4,811	5,762	6,212	3,402
2001 Series D	7.00	227,669	172,885	121,162	37	46,645	-
2001 Series E	6.80	121,309	48,943	73,018	289,038	950	921
2002 Series B	6.50	190,733	161,871	83,526	187,129	495	211,899
2002 Series D	6.50	401,534	472,766	252,272	108,860	178,363	1,794
2002 Series E	5.65	33,645	18,489	7,200	14,880	17,228	42
2002 Series F	5.65	368,014	675,868	397,567	456,868	420,661	14,193
2002 Series H	5.75	674,815	326,727	342,670	202,979	239,555	120,076
2003 Series 1	N/A	1,116	1,709	26,715	7,034	527	580
2003 Series B	5.35/5.75/5.30	1,586,686	774,704	1,057,981	977,506	308,866	442,949
2004 Series B	5.35	11,507		-	68	7,805	3,075
2004 Series C	5.65	16,373	4,064	27,178	-	4,954	
2004 Series D	6.15	246,603	616,263	238,926	216,632	167,435	134,007
2005 Series C	5.99	376,077	594,143	675,513	117,160	4,215	198,155
2006 Series B	6.75/7.25	3,146			53,879	322	21,263
2008 Series B	6.00	131,735	336,616	481,633	193,196	1,260	121,387
Subtotal:		\$ 5,090,935	\$ 4,645,664	\$ 4,178,019	\$ 3,311,655	\$ 1,486,599	\$ 1,421,992
Total:		\$ 21,823,397	\$ 18,546,307	\$ 14,172,352	\$ 12,086,383	\$ 7,266,985	\$ 7,445,160

Source: Department of Veterans Affairs.