California Independent System Operator Corporation

Financial Statements

December 31, 2014 and 2013

California Independent System Operator Corporation
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December 31, 2014 and 2013

Independent Auditor's Report

To Members of the Board of Governors
California Independent System Operator Corporation

We have audited the accompanying financial statements of the California Independent System Operator Corporation, which comprise the statements of net position as of December 31, 2014 and 2013, and the related statements of revenues, expenses and changes in net position and of cash flows for the years then ended.

Management's Responsibility for the Financial Statements

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

Auditor's Responsibility

Our responsibility is to express an opinion on the financial statements based on our audits. We conducted our audits in accordance with auditing standards generally accepted in the United States of America. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on our judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, we consider internal control relevant to the Company's preparation and fair presentation of the financial statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control. Accordingly, we express no such opinion. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of significant accounting estimates made by management, as well as evaluating the overall presentation of the financial statements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

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Opinion

In our opinion, the financial statements referred to above present fairly, in all material respects, the financial position of the California Independent System Operator Corporation at December 31, 2014 and 2013, and the results of its operations and its cash flows for the years then ended in accordance with accounting principles generally accepted in the United States of America.

Other Matter

The accompanying management's discussion and analysis on pages 3 through 12 is required by accounting principles generally accepted in the United States of America to supplement the basic financial statements. Such information, although not a part of the basic financial statements, is required by the Governmental Accounting Standards Board who considers it to be an essential part of financial reporting for placing the basic financial statements in the appropriate operational, economic, or historical context. We have applied certain limited procedures to the required supplementary information in accordance with auditing standards generally accepted in the United States of America, which consisted of inquiries of management about the methods of preparing the information and comparing the information for consistency with management's responses to our inquiries, the basic financial statements, and other knowledge we obtained during our audits of the basic financial statements. We do not express an opinion or provide any assurance on the information because the limited procedures do not provide us with sufficient evidence to express an opinion or provide any assurance.

PricewaterhouseCoopers LLP

Sacramento, CA
April 10, 2015

The following discussion and analysis of the California Independent System Operator Corporation (the Company) provides an overview of the Company's financial activities for the years ended December 31, 2014 and 2013. This discussion and analysis should be read in conjunction with the Company's financial statements and accompanying notes, which follow this section.

Background

The Company is a nonprofit public benefit corporation incorporated in May 1997, and is responsible for the operation of long-distance, high-voltage power lines throughout most of California that also deliver power to and from neighboring control areas and states, along with Canada and Mexico. At present, the ISO controls the transmission systems owned by 16 entities that have contracted with the Company to operate them.

The Company's purpose is to ensure the efficient and reliable use of this transmission system. The Company offers open access to the transmission system through a market for electricity and related services. These services foster a competitive wholesale marketplace for electrical generation and related services. The Company operates pursuant to tariffs filed with the Federal Energy Regulatory Commission. The Board of Governors (the Board) of the Company is appointed by the California Governor and subject to confirmation by the California State Senate. A full Board is comprised of five members.

Financial Reporting

The Company's accounting records are maintained in accordance with generally accepted accounting principles for proprietary funds as prescribed by the Governmental Accounting Standards Board (GASB) and where not in conflict with GASB pronouncements, accounting principles prescribed by the Financial Accounting Standards Board (FASB).

Cash held by the Company on behalf of market participants is recorded in a restricted asset account with a corresponding liability due to market participants in the statements of net position. Except for the retention of restricted assets noted above, the financial statements reflect a net reporting of market activities wherein the financial statements do not include the revenues and expenses, cash flows, or assets and liabilities associated with the market transactions the Company facilitates.

Revenue and Rates

The Company charges a Grid Management Charge (GMC) to market participants to recover the Company's operating costs, capital expenditures, debt service costs, and to provide for an operating reserve.

The GMC is comprised of the following three service categories: market services, system operations and congestion revenue rights services.

The following table summarizes the pro forma bundled GMC rate based on the budgeted revenue requirement divided by the estimated control area transmission volume. As reflected below, the GMC rate has been stable for the past three years.

	2014	2013	2012
Revenue requirement (in millions)	$ 198.0	$ 196.0	$ 194.8
Estimated transmission volume (in millions of MWh)	247.3	244.8	242.4
Pro forma GMC rate per MWh	$ 0.80	$ 0.80	$ 0.80

Liquidity

The Company sets its annual revenue requirement at a level to cover three major expense groups: operations and maintenance, debt service, and capital projects. Those costs are offset by the revenues collected outside of the GMC.

Per the tariff, the revenue requirement contains an operating reserve, which is based on 15% of the current year's operating and maintenance budget. Furthermore, the tariff requires the collection of a 25% debt service reserve based on the debt service to be paid during the year. The Company's operating and debt service reserves were fully funded in 2014 and 2013.

In November 2013, the Company issued $191.8 million of fixed rate refunding revenue bonds, ("Series 2013 bonds") for the purpose of, together with other funds of the Company, providing funds to defease all of the Series 2009 bonds and pay costs of issuance of the Series 2013 bonds. Issuing the new bonds also allowed the Company to retire a reserve fund established to pay debt service on the Series 2009 bonds in the amount of $15.0 million. These funds have been transferred to the 2009 construction fund and will be used to fund future capital expenditures.

As of December 31, 2014, there are $13.2 million of bond proceeds in the construction fund, of which $2.8 million is due to the unrestricted fund for costs spent on capital projects.

The Market

The Company operates a day-ahead market for all twenty-four hours of the next operating day, and a real-time market that enables resources to schedule in 15 minute intervals with 5 minute dispatching. This market structure is the vehicle for providing open-access transmission service to users of the transmission grid. The market clears energy bids and offers short-term energy purchases and sales, thus enabling economic dispatch of generating resources to maintain continuous balance of supply and demand and management of congestion on the grid. The market also procures reserve capacity or ancillary services to maintain reliable operation under unexpected changes in grid conditions. In addition, the Company performs a settlement and clearing function by charging and collecting payments from users of these services and paying providers of such services.

The Company continues to develop market enhancements to increase reliability, efficiency and provide accuracy of market results in the future. The current market enables electricity to be priced for production and delivery at the point of its grid interconnection, which increases transparency by sending signals for competitive investments in transmission and generation. The market operates on an advanced and flexible platform helping to integrate renewable resources as well as demand response. These enhancements increase the functionality and flexibility of the market system to meet the on-going needs of market participants.

On November 1, 2014, the Company's Energy Imbalance Market (EIM) went into operation with PacifiCorp as its first participant. An EIM is an automated system that allows entities to balance supply and demand across a larger geographic area using the Company's existing state-of-the art systems. With EIM, the Company and its inter-regional partners bring significant reliability and renewable energy integration benefits to the West. The EIM is operating successfully and producing intended benefits. NV Energy is expected to begin participation in the EIM beginning October 2015.

Financial Highlights

Statements of Net Position, Statements of Revenues, Expenses and Changes in Net Position

In 2013, the Company implemented GASB Statement No. 65, *Items Previously Reported as Assets and Liabilities* (GASB 65) which was retroactively adopted in accordance with GASB implementation requirements. As a result, the affected 2012 amounts in the MD&A have been adjusted retroactively to reflect those changes. Additionally, all of the 2012 column headings have been labeled "as restated" whether or not the amounts reflected were changed from the pronouncement.

The financial statements provide both short-term and long-term information about the Company's financial status. The statements of net position include all of the Company's assets and liabilities, using the accrual method of accounting, and identify any assets which are restricted as a result of bond covenants or external commitments. The statements of net position provide information about the nature and amount of resources and obligations at specific points in time.

The statements of revenues, expenses and changes in net position report all of the Company's revenues and expenses during the year. The statements of cash flows report the cash provided and used during the year by operating activities, as well as other cash sources such as investment income and debt financing, and other cash uses such as payments for bond principal and capital additions.

Condensed Statements of Net Position (in millions)

	2014	2013	2012 As restated
Assets and Deferred Outflows			
Current assets	$ 510.2	$ 505.9	$ 421.4
Fixed assets, net	180.3	193.9	252.4
Other noncurrent assets	125.5	110.4	111.9
Deferred outflows	10.4	11.1	-
	$ 826.4	$ 821.3	$ 785.7
Liabilities and Net Position			
Current liabilities	$ 495.6	$ 486.0	$ 392.1
Long-term debt, net of current portion	197.2	202.3	218.5
Other noncurrent liabilities	22.1	22.1	21.8
Net position	111.5	110.9	153.3
	$ 826.4	$ 821.3	$ 785.7

Assets

Current Assets (in millions)

	2014	2013	2012 As restated
Cash and cash equivalents	$ 429.3	$ 416.0	$ 376.2
Short-term investments	63.9	62.4	27.8
Accounts receivable and other assets	17.0	27.5	17.4
	$ 510.2	$ 505.9	$ 421.4

2014 Compared to 2013
As of December 31, 2014, current assets amounted to $510.2 million reflecting an increase of $4.3million during the year. This increase is largely due to the increase in cash and cash equivalents of $13.3 million caused by increases in deposits from market participants for generator interconnection studies and to higher short-term investments of $1.5 million. This was offset by a decrease of $10.5 million in accounts receivable, primarily due to a reimbursement of $8.0 million from market funds for payment of regulatory fees made on behalf of the market.

2013 Compared to 2012
As of December 31, 2013, current assets amounted to $ 505.9 million reflecting an increase of $84.5 million during the year. It is normal for the Company's current assets to experience changes of this magnitude year over year due to the volatility of the balance of cash and investments that are held for the benefit of market participants. The $39.8 million increase in cash and cash equivalents in 2013 is due to an increase in security deposits from market participants of $84.1 million less general expenditures and amounts invested in long-term investments. The $34.6 million increase in short-term investments is primarily attributable to investments that have been transferred from long-term investments based on their current days to maturity.

Fixed Assets, Net (in millions)

	2014	2013	2012 As restated
Net assets in service	$ 176.2	$ 188.1	$ 247.8
Work-in-progress	4.1	5.8	4.6
	$ 180.3	$ 193.9	$ 252.4

2014 Compared to 2013
Total fixed assets, net of accumulated depreciation, decreased in 2014 by $13.6 million compared to 2013. The decrease is primarily due to the current year depreciation expense of $39.7 million, offset by new assets placed in service of $28.0 million. Work in-progress decreased by $1.7 million compared to 2013 due to the completion of capital projects during the year.

2013 Compared to 2012
Total fixed assets, net of accumulated depreciation, decreased in 2013 by $58.5 million compared to 2012. The decrease is primarily due to the current year depreciation expense of $74.6 million, offset by new assets placed in service of $15.7 million. Work in-progress increased by $1.2 million compared to 2012 due to new capital projects during the year.

Other Noncurrent Assets (in millions)

	2014	2013	2012 As restated
Long-term investments	$ 120.6	$ 105.7	$ 107.6
Other assets	4.9	4.7	4.3
	$ 125.5	$ 110.4	$ 111.9

2014 Compared to 2013
Other noncurrent assets increased by $15.1 million in 2014. This change is largely attributable to increased investments amounting to $14.9 million during the year due to transfers of cash and cash equivalents to long-term securities.

2013 Compared to 2012
Other noncurrent assets decreased by $1.5 million in 2013. Long-term investments decreased by $48.9 million due to transfers to short-term investments, offset by net purchases and sales of $47 million.

Deferred Outflows (in millions)

	2014	2013	2012 As restated
Unamortized loss on refunding of bonds	$ 10.4	$ 11.1	$ -
	$ 10.4	$ 11.1	$ -

2014 Compared to 2013
The decrease in the deferred outflows balance of $0.7 million is due to the current year amortization of the unamortized loss on refunding.

2013 Compared to 2012
The balance of deferred outflows at December 31, 2013 compared to 2012 is primarily due to the difference between the acquisition price of the Series 2013 bonds and the net carrying value of the Series 2009 bonds.

Liabilities

Current Liabilities (in millions)

	2014	2013	2012 As restated
Accounts payable and accrued expenses	$ 10.5	$ 14.2	$ 15.3
Accrued salaries and compensated absences	29.9	29.5	27.1
Current portion of long-term debt	4.4	23.4	39.6
Due to market participants	448.8	416.2	307.2
Generator noncompliance fines refund obligation	2.0	2.7	2.9
	$ 495.6	$ 486.0	$ 392.1

2014 Compared to 2013

Current liabilities at December 31, 2014 increased by $9.6 million during the year. This increase is primarily due to higher amounts held for generator interconnection study deposits of $32.6 million, as a result of new projects added during the year, and to an increase in forfeited funds remaining from deposits that are pending distribution in 2015, in accordance with new tariff requirements. These increases were offset by a lower liability amount for the current portion of long-term debt of $19.0 million and lower accounts payable of $3.7 million.

2013 Compared to 2012

Current liabilities at December 31, 2013 increased by $93.9 million during the year. This increase is primarily due to higher amounts of collateral held for market participants in the form of cash deposits rather than letters of credit and to increased market activity in December. These increases were offset by a lower liability amount for the current portion of long-term debt due to scheduled payments.

Long-Term Debt (in millions)

Summarized activity of long-term debt for the year ended December 31, 2014, is as follows:

	Beginning of Year	Issuances (Payments/ Amortization)	End of Year
CIEDB Revenue Bonds, Series 2008	$ 23.5	$ (23.5)	$ -
CIEDB Revenue Bonds, Series 2013	191.8	-	191.8
Unamortized net premium			
Series 2008 bonds	-	-	-
Series 2013 bonds	10.5	(.7)	9.8
Total long-term debt	$ 225.8	$ (24.2)	$ 201.6
Less: Current portion	23.5	$ (19.1)	4.4
Total long-term debt, net of current portion	$ 202.3	$ (5.1)	$ 197.2

Summarized activity of long-term debt for the year ended December 31, 2013, is as follows:

	Beginning of Year	Issuances (Payments/ Amortization)	End of Year
CIEDB Revenue Bonds, Series 2008	$ 59.5	$ (36.0)	$ 23.5
CIEDB Revenue Bonds, Series 2009	196.5	(196.5)	-
CIEDB Revenue Bonds, Series 2013	-	191.8	191.8
Unamortized net premium			
Series 2008 bonds	.4	(.4)	-
Series 2009 bonds	1.7	(1.7)	-
Series 2013 bonds	-	10.5	10.5
Total long-term debt	$ 258.1	$ (32.3)	$ 225.8
Less: Current portion	39.6	$ (16.1)	23.5
Total long-term debt, net of current portion	$ 218.5	$ (16.2)	$ 202.3

As of December 31, 2014, the Company had an underlying rating of A+ from S&P, A1 by Moody's and A+ by Fitch. Fitch rates the Company's outstanding Series 2013 bonds at AA- due to the additional support of the pledged deed of trust on the Company's primary building.

2014 Compared to 2013
At December 31, 2014 the Company had $191.8 million of outstanding bonds issued through the California Infrastructure and Economic Development Bank (CIEDB). The decrease in long-term debt is primarily attributable to scheduled debt payments on the Series 2008 bonds in the amount of $23.5 million in 2014.

2013 Compared to 2012
At December 31, 2013 the Company had $215.3 million of outstanding bonds issued through the California Infrastructure and Economic Development Bank (CIEDB) compared to $256.0 million at December 31, 2012. The decrease in outstanding debt is the net result of the payment of scheduled principal payments in 2013 and a refinancing transaction that was executed in November 2013.

In November 2013, the Company issued its Series 2013 bonds for the purpose of defeasing the Series 2009 bonds and paying for the costs of issuance. The refinancing provides a savings over the remaining term of the bonds of $30.5 million, or nearly $1.3 million per year due to lower interest rates.

Other Noncurrent Liabilities (in millions)

	2014	2013	2012 As restated
Employee retirement plan obligations	$ 22.1	$ 22.1	$ 21.8
	$ 22.1	$ 22.1	$ 21.8

2014 Compared to 2013
Other noncurrent liabilities at December 31, 2014 remained unchanged during the year. There were disbursements for retiree insurance premiums and trust account withdrawals, which were offset by contributions during the year.

2013 Compared to 2012
Other noncurrent liabilities at December 31, 2013 increased by $0.3 million during the year as a result of net increases in employee retirement plan obligations attributable to the excess of plan costs over current year funding.

Net Position (in millions):

	2014	2013	2012 As restated
Net investment in capital assets	$ 3.8	$ 15.4	$ 33.9
Unrestricted	107.7	95.5	119.4
Total net position	$ 111.5	$ 110.9	$ 153.3

2014 Compared to 2013
Net investment in capital assets at December 31, 2014 decreased by $11.6 million during the year. This change is primarily attributable to the depreciable lives of fixed assets being shorter than the repayment term of associated debt. The unrestricted component of the net position at December 31, 2014 increased by $12.1 million during the year primarily as a result of net cash flows from operations.

2013 Compared to 2012
Net investment in capital assets at December 31, 2013 decreased by $18.5 million during the year. This change is primarily attributable to the depreciable lives of fixed assets being shorter than the repayment term of associated debt. The unrestricted component of the net position at December 31, 2013 decreased by $23.9 million during the year primarily as a result of the annual debt service, partially offset by net cash flows from operations.

Changes in Net Position

Condensed Statement of Revenues, Expenses and Changes in Net Position (in millions):

	2014	2013	2012 As restated
Operating revenues	$ 213.7	$ 210.4	$ 209.1
Operating expenses	205.9	243.4	232.5
Operating income (loss)	7.8	(33.0)	(23.4)
Other expenses, net	(7.3)	(9.4)	(12.3)
Change in net position	$ .5	$ (42.4)	$ (35.7)

Operating Revenues

2014 Compared to 2013
Total operating revenues increased during the year by $3.3 million. This is primarily due to increased GMC revenues and other revenues associated with the implementation of the Energy Imbalance Market, which commenced in late 2014.

2013 Compared to 2012
Total operating revenues increased during the year by $1.3 million. This is primarily due to increased other revenues and a slight increase in GMC revenues.

Operating Expenses and Percentages (dollars in millions):

	2014	2013	2012 As restated
Salaries and related benefits	$ 109.0	$ 108.7	$ 105.4
Communication and technology costs	21.1	21.5	20.0
Legal and consulting costs	23.8	25.4	23.1
Leases, facilities and other administrative costs	12.3	11.0	10.7
Other	-	2.2	(.3)
Depreciation and amortization	39.7	74.6	73.6
	$ 205.9	$ 243.4	$ 232.5
Salaries and related benefits	53 %	45 %	45 %
Communication and technology costs	10	9	8
Legal and consulting costs	12	10	10
Leases, facilities and other administrative costs	6	5	5
Other	-	1	-
Depreciation and amortization	19	30	32
	100 %	100 %	100 %

2014 Compared to 2013
Operating expenses were $37.5 million lower for the year ended December 31, 2014, compared to the year ended December 31, 2013. This is primarily due to the decrease in depreciation expense of $34.9 million, as most of the market systems were fully depreciated as of April 2014. Legal and consulting costs decreased in 2014 by $1.6 due to lower consulting costs for generator interconnection studies compared to 2013. Other expenses decreased by $2.2 million in 2014 because there were no actual or estimated settlement costs in 2014 compared to 2013. These reduced costs were offset by increased leases, facilities and other administrative costs amounting to $1.3 million as a result of non-capitalizable software purchases in 2014.

2013 Compared to 2012
Operating expenses were $10.9 million higher for the year ended December 31, 2013, as compared to the year ended December 31, 2012. Total salaries and related benefit costs increased in 2013 by $3.3 million mostly due to annual performance-based merit increases. Legal and consulting costs increased by $2.3 million due to an increase in consulting costs for generator interconnection studies, communication and technology and other costs increased by $1.5 million due to required additional software maintenance contracts and depreciation expenses increased by $1.0 million. Additionally, the Company recorded $2.2 million in actual and estimated settlement costs during the year.

Other Income (Expense), Net (in millions):

	2014	2013	2012 As restated
Interest income	$ 1.2	$ 3.4	$ 2.9
Interest expense	(8.5)	(11.2)	(15.2)
Debt issuance expenses	-	(1.6)	-
Total	$ (7.3)	$ (9.4)	$ (12.3)

2014 Compared to 2013
Interest income at December 31, 2014 was lower by $2.2 million compared to December 31, 2013. The decrease is attributable to the recognition in 2013 of a one-time gain on the termination of a guaranteed investment contract, which did not occur in 2014. Interest expense decreased by $2.7 million due primarily to the defeasance of the Series 2009 bonds and the retirement of the Series 2008 bonds.

2013 Compared to 2012
Interest income at December 31, 2013 slightly increased by $0.5 million compared to December 31, 2012. Interest expense decreased by $4.0 million primarily due to lower interest expenses on long-term debt and the one-time recognition in 2012 of $2.2 million in additional interest associated with the refunds of generator noncompliance fines.

California Independent System Operator Corporation
Statements of Net Position
December 31, 2014 and 2013

(in thousands of dollars)

	2014	2013
Assets and deferred outflows		
Current assets		
Cash and cash equivalents, including restricted amounts	$ 429,324	$ 415,995
Accounts receivable	10,163	22,518
Short-term investments, including restricted amounts	63,919	62,366
Other current assets	6,787	5,026
Total current assets	510,193	505,905
Noncurrent assets		
Long-term investments, including restricted amounts	120,539	105,687
Fixed assets, net	180,296	193,853
Other assets	4,922	4,755
Total noncurrent assets	305,757	304,295
Total assets	815,950	810,200
Deferred outflows		
Unamortized loss on refunding of bonds	10,417	11,137
Total deferred outflows	10,417	11,137
Total assets and deferred outflows	$ 826,367	$ 821,337
Liabilities, deferred inflows and net position		
Current liabilities		
Accounts payable and accrued expenses	$ 10,524	$ 14,171
Accrued salaries and compensated absences	29,909	29,496
Current portion of long-term debt	4,415	23,465
Due to market participants	448,812	416,195
Generator noncompliance fines refund obligation	1,981	2,658
Total current liabilities	495,641	485,985
Noncurrent liabilities		
Long-term debt, net of current portion	197,202	202,325
Employee retirement plan obligations	22,073	22,117
Total noncurrent liabilities	219,275	224,442
Total liabilities	714,916	710,427
Deferred inflows	-	-
Net position		
Net investment in capital assets	3,812	15,374
Unrestricted	107,639	95,536
Total net position	111,451	110,910
Total liabilities, deferred inflows and net position	$ 826,367	$ 821,337

The accompanying notes are an integral part of these financial statements.

California Independent System Operator Corporation
Statements of Revenues, Expenses and Changes in Net Position
Years Ended December 31, 2014 and 2013

(in thousands of dollars)

	2014	2013
Operating revenues		
GMC revenue	$ 197,654	$ 195,309
Other revenues	16,060	15,086
Total operating revenues	213,714	210,395
Operating expenses		
Salaries and related benefits	109,039	108,656
Equipment leases and facility costs	2,834	3,216
Communications, technology and temporary staffing contracts	21,099	21,498
Legal and consulting services	23,795	25,402
Training, travel and professional dues	3,430	3,091
Insurance, administrative and other expenses	6,015	4,720
Lease termination, fines and loss on retirement of assets	35	2,212
Depreciation and amortization	39,654	74,615
Total operating expenses	205,901	243,410
Operating income/(loss) from operations	7,813	(33,015)
Other income (expense)		
Interest income	1,237	3,442
Interest expense	(8,509)	(11,217)
Debt issuance expenses	-	(1,634)
Total other expense, net	(7,272)	(9,409)
Change in net position	541	(42,424)
Net position		
Beginning of year	110,910	153,334
End of year	$ 111,451	$ 110,910

The accompanying notes are an integral part of these financial statements.

California Independent System Operator Corporation
Statements of Cash Flows
Years Ended December 31, 2014 and 2013

(in thousands of dollars)

	2014	2013
Cash flows from operating activities		
Receipts from scheduling coordinators for GMC	$ 200,296	$ 194,849
Other receipts	25,772	4,819
Payments to employees and to others for related benefits	(108,637)	(106,398)
Payments to vendors/others	(65,271)	(57,095)
Receipts from market participants	767,468	620,947
Payments to market participants	(734,850)	(511,962)
Net cash provided by operating activities	84,778	145,160
Cash flows from capital and related financing activities		
Proceeds from issuance of bonds	-	199,342
Repayment of bonds	(23,465)	(243,797)
Purchases and development of fixed assets	(26,017)	(15,733)
Interest on debt	(7,087)	(16,060)
Net cash used in capital financing activities	(56,569)	(76,248)
Cash flows from investing activities		
Purchases of investments	(113,825)	(79,323)
Sales and maturities of investments	97,420	46,695
Interest received	1,525	3,500
Net cash (used in) provided by investing activities	(14,880)	(29,128)
Net increase (decrease) in cash and cash equivalents, restricted and unrestricted	13,329	39,784
Cash and cash equivalents, restricted and unrestricted		
Beginning of year	415,995	376,211
End of year	$ 429,324	$ 415,995

The accompanying notes are an integral part of these financial statements.

California Independent System Operator Corporation
Statements of Cash Flows
Years Ended December 31, 2014 and 2013

(in thousands of dollars)

	2014	2013
Supplemental information		
Cash paid for interest for bonds	$ 7,087	$ 16,060
Reconciliation of income/(loss) from operations to net cash provided by operating activities		
Operating income/(loss) from operations	$ 7,813	$ (33,015)
Adjustments to reconcile income/(loss) from operations to net cash provided by operating activities		
Depreciation and amortization	39,654	74,615
Other	-	(158)
Changes in operating assets and liabilities		
Accounts receivable and other assets	10,139	(10,711)
Accounts payable and other accrued expenses	(5,445)	5,444
Due to market participants	32,617	108,985
Net cash provided by operating activities	$ 84,778	$ 145,160
Supplemental disclosure of noncash financing and investing activities		
Amortization of bond premium	$ 708	$ 588
Amortization of loss of refunding	(720)	(101)
Generator fines interest included in interest expense	331	193
Change in purchases and development of fixed assets included in accounts payable and accrued expenses	283	(44)

The accompanying notes are an integral part of these financial statements.

1. Organization and Operations

The Company is a nonprofit public benefit corporation incorporated in May 1997, and is responsible for the operation of long-distance, high-voltage power lines throughout most of California that also deliver power to and from neighboring control areas and states, along with Canada and Mexico. At present, the ISO controls the transmission systems owned by 16 entities that have contracted with the Company to operate them. The Company's purpose is to ensure the efficient and reliable use of this transmission system.

The Company charges a Grid Management Charge ("GMC") to market participants to recover the Company's costs and to provide an operating reserve. The Company operates pursuant to tariffs filed with the Federal Energy Regulatory Commission.

The Company operates a day-ahead market for all twenty-four hours of the next operating day, and a real-time market that enables resources to schedule in 15 minute intervals with 5 minute dispatching. This market structure is the vehicle for providing open-access transmission service to users of the transmission grid. The market clears energy bids and offers short-term energy purchases and sales, thus enabling economic dispatch of generating resources to maintain continuous balance of supply and demand and management of congestion on the grid. The market also procures reserve capacity or ancillary services to maintain reliable operation under unexpected changes in grid conditions. In addition, the Company also performs a settlement and clearing function by charging and collecting payments from users of these services and paying providers of such services. Cash held by the Company on behalf of market participants is recorded in a restricted asset account with a corresponding liability due market participants in the statements of net position. Except for the retention of restricted assets noted above, the Company's financial statements reflect a net reporting of market activities wherein the financial statements do not include the revenues and expenses, cash flows, or assets and liabilities associated with the market transactions it facilitates. GMC revenues have a priority claim against any market-related receipts. Any market defaults are allocated to market participants.

The Board of the Company is appointed by the California Governor and is subject to confirmation by the California State Senate. A full Board is comprised of five members.

2. Summary of Significant Accounting Policies

Method of Accounting

The accompanying financial statements have been prepared on an accrual basis of accounting in accordance with accounting principles for proprietary funds as prescribed by the Government Accounting Standards Board ("GASB"), and where not in conflict with GASB pronouncements, accounting principles prescribed by the Financial Accounting Standards Board ("FASB"). The Company uses the economic resources measurement focus and the accrual basis of accounting. Under this method, revenues are recorded when earned and expenses are recorded at the time liabilities are incurred.

Net Presentation of Market Activity

The Company is a central counterparty to the market transactions that it financially settles, with certain limited exceptions. The Company is a buyer to every seller and a seller to every buyer, but market participants are responsible for supplying electricity and other services to their customers. The Company's market participants are the primary obligors with respect to those obligations. In the event of a market default, the defaulted amount is allocated among market participants, in accordance with the tariff. Market participants continue to bear the credit risk associated with any financial defaults by other market participants. Accordingly, the Company's financial statements continue to reflect a net reporting of market activities and exclude the revenues and expenses, cash flows, and assets and liabilities associated with the market transactions the Company facilitates.

Use of Estimates
The preparation of the financial statements in conformity with accounting principles generally accepted in the United States of America requires management to make estimates and assumptions that affect reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements, and the reported amounts of revenues and expenses during the reporting period. Actual results could materially differ from those estimates.

Cash and Cash Equivalents
Cash and cash equivalents, restricted and unrestricted, include cash in bank accounts, money market funds, and other highly liquid investments with original maturities of three months or less. Cash and cash equivalents are unrestricted unless specifically restricted by bond indentures or the tariff.

Accounts Receivable and Revenue Recognition
The GMC is based on rates filed with the Federal Energy Regulatory Commission and is designed to recover the Company's operating costs, capital expenditures, debt service costs, and to provide for an operating reserve. The GMC billings are recognized as revenue. The initial billings are based on estimated meter data submitted by market participants and therefore may be subject to adjustment over time to reflect the difference between actual meter data and initial estimates.

The GMC is comprised of the following three service categories: market services, system operations and congestion revenue rights services.

The operating reserve is calculated separately for each GMC service category and accumulates until the reserve becomes fully funded (at 15 percent of budgeted annual operating costs for each rate service category). At December 31, 2014, the operating reserve for each service category was fully funded. In accordance with the tariff, any surplus operating reserve balance is applied as a reduction in revenue requirements in the following year. The tariff requires GMC rates to be adjusted not more than once per quarter based on the greater of a 2% difference in projected volumes used to set rates or $1.0 million in estimated annual GMC revenues. During 2014 and 2013, adjustments were made to certain GMC rates pursuant to these provisions.

Generator Interconnection Studies
The Company is responsible for conducting generator interconnection studies at the request of project sponsors who are developing generating plants to become connected to the transmission grid operated by the Company. The project sponsors are required to make a deposit before any studies are performed. Sponsors may withdraw their projects from the studies at any time.

In accordance with the tariff, the Company charges the project sponsors the actual costs of the studies. Related study costs include both internal costs and external costs and are recorded, when incurred, as operating expenses. As costs are incurred, the Company recognizes revenue for the same amount, which is recorded as a component of other revenues. The Company applies the deposits against the related receivable as costs are incurred. Certain deposits related to projects abandoned by the project sponsors are retained by the Company and distributed in accordance with the tariff. These distributions do not result in revenues or expenses recognized by the Company.

Generator Noncompliance Fines

From December 8, 2000 through June 30, 2001, the Company assessed noncompliance fines on participating generators that failed to fully comply with dispatch instructions when the Company was seeking to prevent an imminent or threatened system emergency. In accordance with the tariff, these fines are retained by the Company. The Company recorded the net realizable amount of such fines as revenue when the underlying noncompliance event occurred. However, this amount has changed over time in response to developments in the still ongoing litigation over the California electricity crisis. The Company adjusts such amounts in recognition of these developments, which affect the ultimate recognition of the fines charged and payments of the liability.

Investments

Investments include instruments with original maturities of greater than three months or, in the case there are instruments with no stated maturity, when the holding period is intended to be long-term in nature. These investments include U.S. government and agency securities, corporate bonds, and equity and fixed income mutual funds. Income on investments and the gain or loss on the fair value of investments is recorded as a component of interest income.

Fixed Assets

Fixed assets are recorded at cost. Depreciation is computed using the straight-line method over the estimated useful lives of assets. Most of the Company's investment in fixed assets consists of the headquarters building and related assets which are being depreciated over twenty to thirty years and information systems, which are being depreciated over three to seven years. The cost of improvements to or replacement of fixed assets is capitalized. Interest incurred during development is capitalized. When assets are retired or otherwise disposed of, the cost and related depreciation are removed from the accounts and any resulting gain or loss is reflected in the Company's statement of changes in revenues, expenses and changes in net position for the period. Repair and maintenance costs are expensed when incurred. The Company capitalizes direct costs of salaries and certain indirect costs to develop or obtain software for internal use. Costs related to software development during the preliminary stage of a project and training and maintenance costs are expensed as incurred. Costs related to abandoned projects are expensed when the decision to abandon is made.

Other Assets

Other assets include certain employee retirement plan trust accounts.

Compensated Absences

The Company accrues vacation leave when the employee becomes eligible for the benefit. The Company does not record sick leave or other leave as a liability since there are no cash payments for sick leave or other leave made when employees terminate or retire. At December 31, 2014 and 2013, the total accrued liability for vacation was $8.5 million and $7.8 million, respectively.

Income Taxes

The Company is exempt from federal income tax under Section 501(c) (3) of the U.S. Internal Revenue Service (IRS) Code and is exempt from California State franchise income taxes.

Net Position
The Company classifies its net position into three components:

- **Net Investment in capital assets** - This component consists of capital assets, net of accumulated depreciation reduced by the outstanding debt balances, net of unamortized debt expenses.

- **Restricted** - This component consists of net assets with constraints placed on their use. Constraints include those imposed by debt covenants (excluding amounts considered in net capital, above) and by the Company's tariff and agreements with external parties.

- **Unrestricted** - This component consists of net assets that do not meet the definition of "invested in capital, net of related debt" or "restricted".

The Company had no restricted component of the net position at December 31, 2014 or 2013.

Concentration of Credit Risk
Financial instruments that subject the Company to credit risk consist primarily of accounts receivable relating to GMC billings due from market participants and cash and cash equivalents and investments.

Most of the Company's receivables are due from entities in the energy industry, including utilities, generation owners and other electricity market participants. For the years ended December 31, 2014 and 2013, approximately 55 percent and 56 percent of GMC revenues, respectively, were from two market participants.

GMC revenues have a priority claim against any market-related receipts, which means that even if an entity defaults on an invoice containing a GMC charge, the Company receives the full GMC so long as sufficient funds were received on other market invoices.

The Company's concentration of credit risk related to cash and cash equivalents, and investments is described in Note 3.

3. Cash and Cash Equivalents and Investments

Investment Policy
The Company maintains an investment policy approved by its Board of Governors, which provides for the investment guidelines of the majority of the Company's unrestricted funds. The policy's guidelines address permissible investment types, credit risk, concentration of credit risk, interest rate risk, custodial credit risk and other investment portfolio parameters.

Restricted funds, such as bond proceeds and amounts due to market participants, are invested according to the Company's bond indentures and tariff, respectively, both of which are more restrictive than the investment policy. A portion of the Company's unrestricted funds, $11.5 million as of December 31, 2014, has been designated by the Company as assets related to the liabilities associated with the Company's Retiree Medical Plan. These assets are governed by a separate investment policy approved by the Board of Governors which is aligned with the Company's long-term pension obligations to fund postretirement health benefits.

Credit Risk
To mitigate the risk that an issuer of an investment will not fulfill its obligation to the holder of the investment, the Company limits purchases of investments to those rated at the time of purchase by at least two of the following nationally recognized statistical rating organizations: Standard & Poor's, Moody's, and Fitch. The investment must have a minimum rating of at least A-1 (or equivalent) for short-term obligations such as commercial paper and at least A- (or equivalent) for longer term obligations like corporate medium-term notes. In the event of split ratings, the lowest rating is considered the overall credit rating. Exceptions exist in the investment policy that allow the Company to invest in certificates of deposit issued by lower rated banks up to the FDIC insured limit and to hold investments that have been downgraded below the policy rating minimums if approved to do so by the Company's internal investment committee.

Concentration of Credit Risk
This is the risk of loss associated with the percentage of an entity's investment in a single issuer. The Company's investment policy limits investments in any single issuer to no more than 5% of the portfolio, with exceptions relating to obligations issued by or fully guaranteed as to principal and interest by the United States, federal agencies or United States government sponsored enterprises, pooled investments such as money market funds, and investments procured in connection with Company bond offerings. As of December 31, 2014, other than money market funds, the Company had no investments in any one issuer representing more than 5% of total cash and cash equivalents and investments.

Custodial Credit Risk
Custodial credit risk is the risk that, in the event of the failure of a depository financial institution or counterparty, the Company will not be able to recover the value of its deposits, investments or collateral securities that are in the possession of an outside party.

The Company may maintain balances in bank accounts exceeding the FDIC insured level of $250,000. In the event of a bank default, the Company's deposits may not be returned. The Company had unrestricted noninterest-bearing bank deposits in amounts of $35.8 million and $22.2 million at December 31, 2014 and 2013, respectively. Additionally, the Company had restricted noninterest-bearing bank deposits in amounts of $4.3 million and $24.6 million at December 31, 2014 and 2013, respectively. All other investments purchased by the Company, by policy, are held in custodial accounts by third-party custodians and are registered in the Company's name, thereby minimizing any custodial credit risk.

Interest Rate Risk
Changes in interest rates may adversely affect the fair value of the Company's investments and its cash flows. The nature of the Company's investment needs and cash flows requires the majority of its investments to have maturities of one year or less. The investment policy further limits the maximum maturity of any investment to five years with the exception of bond proceeds and the assets associated with the Retiree Medical Plan liabilities. The fair value of the resulting short-term investment portfolio is therefore, less affected by rising interest rates. The cash flows from short-term portfolios can be more affected by declining interest rates as maturing investments are reinvested at lower interest rates.

Summary of Balances

At December 31, 2014, the Company's cash, cash equivalents and investments consist of the following (in thousands):

		Remaining Maturities (in Years)			
Description	**Credit Rating***	**Less than 1**	**1 - 5**	**More than 5**	**Total**
Cash and cash equivalents - unrestricted					
Deposits		$ 33,717	$ -	$ -	$ 33,717
Money Market Funds	AAAm	182			182
		33,899	-	-	33,899
Cash and cash equivalents - restricted					
Deposits		4,324	-	-	4,324
Money Market Funds	AAAm	391,101	-		391,101
		395,425	-	-	395,425
Total cash and cash equivalents		429,324	-	-	429,324
Short term investments - unrestricted					
Certificate of Deposits	FDIC Insured	3,267	-	-	3,267
Government-sponsored Enterprises	AA+	6,034	-	-	6,034
U.S Treasury	AA+	12,026	-	-	12,026
Corporate Notes	AA+	1,009	-	-	1,009
Corporate Notes	A+	1,005	-	-	1,005
Corporate Notes	A-	2,729	-	-	2,729
		26,070	-	-	26,070
Short term investments - restricted					
Certicate of Deposits	FDIC Insured	30,985	-	-	30,985
Government-sponsored enterprises	AA+	2,863	-	-	2,863
U.S Treasury	AA+	4,001	-	-	4,001
		37,849	-	-	37,849
Total short-term investments		63,919	-	-	63,919
Long-term investments - unrestricted					
Affinity Insurance Ltd.	Unrated	-		37	37
Certificate of Deposits	FDIC Insured	-	4,123	-	4,123
Mutual Funds	Unrated	-	11,456	-	11,456
U.S. Treasury	AA+	-	26,087	-	26,087
Government-sponsored enterprises	AAA	-	1,997	-	1,997
Government-sponsored enterprises	AA+	-	30,031	-	30,031
Corporate Notes	AA	-	1,700	-	1,700
Corporate Notes	AA-	-	5,096	-	5,096
Corporate Notes	A+	-	4,780	-	4,780
Corporate Notes	A	-	3,368	-	3,368
Corporate Notes	A-	-	2,111	-	2,111
Corporate Notes	BBB+	-	1,016	-	1,016
Long-term investments - restricted					
Certificate of Deposits	FDIC Insured	-	28,737	-	28,737
Total long-term investments		-	120,502	37	120,539
Total cash, cash equivalents and investments		$ 493,243	$ 120,502	$ 37	$ 613,782

* Represents S&P rating.

At December 31, 2013, the Company's cash, cash equivalents and investments consist of the following (in thousands):

Description	Credit Rating*	Remaining Maturities (in Years) Less than 1	1 - 5	More than 5	Total
Cash and cash equivalents - unrestricted					
Deposits		$ 21,870	$ -	$ -	$ 21,870
Money Market Funds	AAAm	95	-	-	95
Money Market Funds	Unrated	2,861	-	-	2,861
		24,826	-	-	24,826
Cash and cash equivalents - restricted					
Deposits		24,575	-	-	24,575
Certificate of Deposits	FDIC Insured	867	-	-	867
Money Market Funds	AAAm	365,357	-	-	365,357
Money Market Funds	AAA	370	-	-	370
		391,169	-	-	391,169
Total cash and cash equivalents		415,995	-	-	415,995
Short term investments - unrestricted					
Certificate of Deposits	FDIC Insured	1,844	-	-	1,844
Government-sponsored enterprises	AA+	6,005	-	-	6,005
U.S Treasury	AA+	6,508	-	-	6,508
Municipal Bonds	AA+	2,255	-	-	2,255
Municipal Bonds	AA-	1,520	-	-	1,520
Corporate Notes	AAA	2,547	-	-	2,547
Corporate Notes	A	4,055	-	-	4,055
Corporate Notes	A-	1,519	-	-	1,519
Corporate Notes	BBB+	1,514	-	-	1,514
		27,767	-	-	27,767
Short term investments - restricted					
Certicate of Deposits	FDIC Insured	10,886	-	-	10,886
GIC - Morgan Stanley	AAA	19,698	-	-	19,698
Government-sponsored enterprises	AA+	2,014	-	-	2,014
Government-sponsored enterprises	AA-	2,001	-	-	2,001
		34,599	-	-	34,599
Total short-term investments		62,366	-	-	62,366
Long-term investments - unrestricted					
Affinity Insurance Ltd.	Unrated			37	37
Certificate of Deposits	FDIC Insured	-	3,045	-	3,045
Mutual Funds	Unrated	-	10,015	-	10,015
U.S. Treasury	AA+	-	24,187	-	24,187
Government-sponsored enterprises	AA+	-	21,536	-	21,536
Corporate Notes	AA+	-	1,027	-	1,027
Corporate Notes	AA-	-	4,232	-	4,232
Corporate Notes	A-1	-	81	-	81
Corporate Notes	A+	-	2,292	-	2,292
Corporate Notes	A	-	2,418	-	2,418
Corporate Notes	A-	-	1,236	-	1,236
Corporate Notes	BBB+	-	1,024	-	1,024
Corporate Notes	Unrated	-	22	-	22
Long-term investments - restricted					
Certificate of Deposits	FDIC Insured	-	34,489	-	34,489
Corporate Notes	A-1+	-	46	-	46
Total long-term investments		-	105,650	37	105,687
Total cash, cash equivalents and investments		$ 478,361	$ 105,650	$ 37	$ 584,048

* Represents S&P rating.

The Company's cash, cash equivalents and investments at December 31 consist of unrestricted and restricted funds as follows (in thousands):

	2014	2013
Unrestricted funds, operating account	$ 151,771	$ 123,745
Restricted funds		
Market participants	448,812	416,195
Bond proceeds	13,199	24,041
Debt service reserve fund	-	20,067
	$ 613,782	$ 584,048

Cash, cash equivalents and investments restricted for market participants consist of the following at December 31 (in thousands):

	2014	2013
Security deposits	$ 234,689	$ 207,120
Market funds pending settlement	92,631	105,215
Pass-through fees due to others	10,129	19,821
Generator interconnection study deposits	54,208	48,212
Forfeited deposits pending distribution	57,155	35,827
Total amounts restricted for market participants	$ 448,812	$ 416,195

Cash, cash equivalents and investments restricted for market participants consist of amounts held by the Company to be remitted to market participants or others on their behalf. Security deposits are amounts received from market participants who are required to post collateral for their transactions in the Company's markets. Market funds pending settlement consist of amounts collected during the settlement and clearing function that will pass-through to market participants in subsequent periods. Pass-through fees due to others consist of amounts collected from market participants that will be paid to market participants for summer reliability, startup costs and emission costs. Generator interconnection study deposits are amounts collected for future studies. Forfeited deposits consist of generator interconnection study amounts forfeited by project sponsors that are pending distribution in 2015 in accordance with new tariff requirements.

4. Fixed Assets

Changes in the Company's fixed assets for the year ended December 31, 2014, are as follows (in thousands):

	2013	Additions and Transfers In	Disposals and Transfers Out	2014
Nondepreciable fixed assets				
Land	$ 9,098	$ -	$ -	$ 9,098
Work-in-progress	5,822	26,132	(27,826)	4,128
	14,920	26,132	(27,826)	13,226
Depreciable fixed assets				
Regional transmission operator software	372,549	24,956	(7,900)	389,605
Regional transmission operator hardware	34,270	1,328	(6,506)	29,092
Communication equipment	8,593	1,073	(1,073)	8,593
ISO Facilities (HQ and Alhambra)	143,791	26	-	143,817
Furniture, fixtures and other	14,677	575	(300)	14,952
	573,880	27,958	(15,779)	586,059
Less: Accumulated depreciation	(394,947)	(39,654)	15,612	(418,989)
	178,933	(11,696)	(167)	167,070
Total fixed assets, net	$ 193,853	$ 14,436	$ (27,993)	$ 180,296

Changes in the Company's fixed assets for the year ended December 31, 2013, are as follows (in thousands):

	2012	Additions and Transfers In	Disposals and Transfers Out	2013
Nondepreciable fixed assets				
Land	$ 9,098	$ -	$ -	$ 9,098
Work-in-progress	4,643	16,062	(14,883)	5,822
	13,741	16,062	(14,883)	14,920
Depreciable fixed assets				
Regional transmission operator software	363,660	12,299	(3,410)	372,549
Regional transmission operator hardware	35,130	1,939	(2,799)	34,270
Communication equipment	8,390	1,036	(833)	8,593
ISO Facilities (HQ and Alhambra)	143,743	48	-	143,791
Furniture, fixtures and other	14,773	347	(443)	14,677
	565,696	15,669	(7,485)	573,880
Less: Accumulated depreciation	(327,031)	(74,615)	6,699	(394,947)
	238,665	(58,946)	(786)	178,933
Total fixed assets, net	$ 252,406	$ (42,884)	$ (15,669)	$ 193,853

The Company capitalized interest related to the development of fixed assets of $0.4 million and $0.3 million for the years ending December 31, 2014 and 2013, respectively.

In 2013, the Company determined that certain fixed assets had been under depreciated after being placed in service during 2011. The Company recorded an out-of-period adjustment in 2013 to correct this error, resulting in a decrease in net fixed assets in the statements of net position and an increase in depreciation expense of $3.6 million.

5. Generator Noncompliance Fines

In 2000 and 2001, the Company billed generator noncompliance fines to market participants totaling $122.1 million of which the Company collected $60.7 million. Generally, these fines were assessed at a rate corresponding to twice the highest price paid in the Company's markets for energy. Because the prices for this period are being adjusted as a result of the Federal Energy Regulatory Commission Refund Case, as described in Note 12, the amount of the fines to be retained by the Company is being reduced, with any surplus collections being refunded with interest to market participants. The Company accrues interest in accordance with Federal Energy Regulatory Commission rulings on the portion of fines collected in excess of the estimated realizable amount, which is to be refunded to market participants when the amounts are settled. The ultimate settlement of fines is expected after the conclusion of the proceedings in the Federal Energy Regulatory Commission Refund Case and the financial settlement of the California Power Exchange (Cal PX).

Based on estimates of the mitigated energy prices the Company recorded fine revenues between the years 2000 to 2004 totaling $29.5 million, resulting in a refund liability of $31.2 million. On December 31, 2010, in connection with a settlement agreement that was approved by the Federal Energy Regulatory Commission, the Company distributed $43.9 million to the settling parties thereby reducing its refund liability.

In 2012, the Company increased its estimated generator noncompliance liability based on updated information it obtained related to interest and other factors that will serve to reduce the estimated amount of generator fine proceeds the Company will ultimately retain, which consequently increases the generator fine collections that will be returned to market participants. The final settlement of generator noncompliance fines is expected to involve shortfalls in interest and principal in connection with prior settlements between the California Parties and suppliers. Based on current estimates obtained in 2014 from parties involved in these proceedings, the Company updated its estimate of the proportionate allocation of these shortfalls to the Company which resulted in an overall decrease in the estimated liability of $0.3 million and reduced interest expense in the same amount in 2014. Additionally, the liability was further reduced by $0.4 million as a result of a settlement with one of the parties in the refund case in 2014.

The Company estimates the remaining liability (including interest) related to generator noncompliance fines to be $2.0 million as of December 31, 2014.

There are significant uncertainties associated with the final settlement of generator noncompliance fines. While management's estimated liability at December 31, 2014 is based on the best information available, adjustments are likely to occur in the future to the estimated liability associated with interest and other shortfalls that will be incurred by the Cal PX, and allocated to the Company in connection with final disposition of the funds and obligations arising from the events of 2000 and 2001.

6. Long-term Debt and Related Agreements

Long-term debt consists of the following at December 31 (in thousands):

	2014	2013
CIEDB Revenue Bonds, Series 2013		
Fixed interest rates of 1.00% - 5.25% with maturities through 2039	$ 191,820	$ 191,820
CIEDB Revenue Bonds, Series 2008		
Fixed interest rates of 4.00% - 5.00% with maturities through 2014	-	23,465
Unamortized net premium		
Series 2013 bonds	9,797	10,474
Series 2008 bonds	-	31
Total long-term debt	201,617	225,790
Less: Current portion	(4,415)	(23,465)
Total long-term debt, net of current portion	$ 197,202	$ 202,325

Summarized activity of long-term debt for the year ended December 31, 2014, is as follows (in thousands):

	Beginning of Year	Issuances (Payments)	End of Year
CIEDB Revenue Bonds, Series 2013	$ 191,820	$ -	$ 191,820
CIEDB Revenue Bonds, Series 2008	23,465	(23,465)	-
Total long-term debt	$ 215,285	$ (23,465)	$ 191,820

Summarized activity of long-term debt for the year ended December 31, 2013, is as follows (in thousands):

	Beginning of Year	Issuances (Payments)	End of Year
CIEDB Revenue Bonds, Series 2013	$ -	$ 191,820	$ 191,820
CIEDB Revenue Bonds, Series 2009	196,545	(196,545)	-
CIEDB Revenue Bonds, Series 2008	59,490	(36,025)	23,465
Total long-term debt	$ 256,035	$ (40,750)	$ 215,285

Scheduled future debt service payments for these bonds as of December 31, 2014, are as follows (in thousands):

	Principal	Interest	Total
2015	$ 4,415	$ 9,062	$ 13,477
2016	4,500	8,957	13,457
2017	4,625	8,825	13,450
2018	4,765	8,655	13,420
2019	4,970	8,456	13,426
2020 –2039	168,545	97,705	266,250
	$ 191,820	$ 141,660	$ 333,480

In November 2013, the Company issued $191.8 million of fixed rate refunding revenue bonds (”Series 2013 bonds”) through the CIEDB, at a premium of $10.5 million to advance refund $197.8 million of outstanding Series 2009 bonds. The net proceeds of $201.9 million (after payment of $1.6 million in underwriting fees and other issuance costs) plus an additional $1.1 million of 2009 sinking fund monies, together with other funds of the Company, were used to purchase U.S. government securities. Those securities were deposited in an irrevocable trust with an escrow agent to provide for all future debt service payments on the Series 2009 bonds. As a result, the Series 2009 bonds are considered to be defeased and the liability for those bonds has been removed from the Statements of Net Position.

The debt defeasance transaction extinguished the outstanding debt related to the Series 2009 bonds. The recording of this transaction within the financial statements resulted in a net loss of $11.2 million in 2013 because the acquisition price of the Series 2013 bonds, together with other funds used in the transaction, was greater than the net carrying value of the 2009 debt. This loss is recognized as loss on refunding and is a deferred outflow of resources that will be expensed equitably over the term of the new debt.

Although the advance refunding resulted in the recognition of an accounting loss of $11.2 million for the year ended December 31, 2013, the Company in effect reduced its aggregate debt service payments by almost $30.5 million over the next 26 years and obtained an economic gain (difference between the present value of the old and new debt service payments) of $18.0 million.

Issuing the new bonds allowed the Company to retire a reserve fund established to pay debt service on the Series 2009 bonds in the amount of $15.0 million. These funds have been transferred to the 2009 construction fund and will be used to fund future capital expenditures.

The Series 2013 bonds are supported by a pledge of the Company’s revenues and operating reserves. In addition, the bonds are supported by a deed of trust on the Company’s headquarters building and land.

Interest expense recorded by the Company related to long-term debt includes interest paid on the bonds (net of interest capitalized to fixed assets) and amortization of the bond premium.

7. Derivative Financial Instrument – CRRs

As described in Note 2, the Company is the central counterparty to market participant transactions which includes Congestion Revenue Rights (CRRs). CRRs are financial instruments that enable market participants to reduce their congestion-related price risk when delivering or selling energy on the grid. A CRR provides an economic hedging mechanism against congestion charges that can be transacted by market participants separately from transmission service. These instruments are considered derivative financial instruments for accounting purposes, which would require presentation at fair value if they were recognized as assets and liabilities of the Company.

Consistent with its role in facilitating other market transactions, the Company facilitates the allocation, auctioning and ultimate settlement of CRRs in its market, but does not have economic risks and rewards associated with these financial instruments. Any market defaults are allocated to market participants. As such they are not recognized as assets and liabilities in the Company's statements of net position. However, unlike other market transactions administered by the Company, CRRs can be outstanding for extended periods of time. At December 31, 2014, the average life of the Company's CRRs was 3.2 years and there are a total of 79 CRR holders, compared to 3.2 years and 74 CRR holders at December 31, 2013. The estimated net fair value of both the CRR assets and liabilities as of December 31, 2014 was $877.0 million related to a total of 932,270 megawatts, which vary in length from one month to several years. This is compared to $850.8 million related to a total of 905,643 megawatts at December 31, 2013. The value of each megawatt of CRR is a function of numerous factors including the length of period the CRR covers.

While these amounts are not presented in the statements of net position, their estimated net fair value is disclosed for informational purposes given their longer term nature. Their fair value was determined based on several factors including actual auction prices transacted in the most recent annual and monthly auction processes, the Company's models which calculate the estimated value of all transmission constraints, net present value discounting and other factors. In addition to the high level of uncertainty associated with these inputs to the valuation calculation model, changes to actual or anticipated flows and constraints on the transmission system managed by the Company or in the value of electricity flowing on the transmission system create volatility that can significantly affect CRR values. Changes in generation, load, weather, and transmission outages are other factors that can have immediate and significant impact on CRR values.

The following is a summary of CRR megawatts, by type, outstanding at December 31, 2014

Type (in Megawatts)	
Monthly (January 2015)	125,995
Annual (February - December 2015)	504,733
Long Term (January 2015 - December 2024)	301,542
	932,270

The following is a summary of CRR megawatts, by type, outstanding at December 31, 2013

Type (in Megawatts)	
Monthly (January 2014)	86,013
Annual (February - December 2014)	474,913
Long Term (January 2014 - December 2023)	344,717
	905,643

8. Fair Value of Financial Instruments

The following valuation methods and assumptions were used as a basis for the fair value of each class of financial instrument:

Investments
The fair values of investments, including cash equivalents, except as noted below, are based upon quoted market prices. Fair value for the guaranteed investment contract is based on counterparty quotes.

Long-Term Debt
The fair value of fixed rate long-term debt, which includes the short-term portion, is based on current market quotes.

The fair values of the Company's financial instruments as of December 31, 2014, are presented below (in thousands):

	Recorded Value	Fair Value
Investments, including cash and cash equivalents	$ 613,782	$ 613,782
Long-term debt, including current portion	(201,617)	(218,034)

The fair values of the Company's financial instruments as of December 31, 2013, are presented below (in thousands):

	Recorded Value	Fair Value
Investments, including cash and cash equivalents	$ 584,048	$ 584,048
Long-term debt, including current portion	(225,790)	(225,112)

The carrying values reported in the statements of net position for current assets and liabilities approximate fair value.

9. Employee Benefit Plans

The Company maintains a number of employee benefit plans. A description of the plans and key provisions is included below. Obligations included in the Company's statements of net position related to these plans consist of the following at December 31 (in thousands):

	2014	2013
Post-employment medical benefit plan	$ 19,929	$ 19,940
Executive pension restoration plan	1,432	1,432
Executive savings plan	712	745
Total employee retirement plan obligations	$ 22,073	$ 22,117

Post-Employment Medical Benefit Plan

Plan Description

The Company sponsors the California ISO Retirees Medical Plan, a defined benefit plan, to provide post-employment health care benefits to all eligible employees who retire from the Company on or after attaining age 60. The required years of service to qualify for plan benefits is five years for employees hired prior to January 1, 2013 and ten years for employees hired on or after January 1, 2013. Depending on years of service, the Company pays between 60% and 70% of the premiums on the coverage elections made by the beneficiaries not to exceed $8,000 per year for individual retiree coverage and $16,000 per year for retiree plus spouse and/or dependent. Plan benefits are available to eligible retirees and to their spouses, domestic partners and eligible dependents, as provided for under the terms of the plan. Current plan coverage extends for the lifetime of the participants and their beneficiaries, except for dependents, which generally terminates at age 25. There are 40 active employees and 34 retirees eligible to receive benefits pursuant to the plan as of December 31, 2014.

Effective January 1, 2015, the Company amended the Plan for its post-65 retirees and their post-65 dependents. The post-65 retirees and their post-65 dependents will be transitioned from the active group coverage to individual Medicare Supplemental plan programs. The Plan will provide a fixed amount of $200 per month per post-65 retiree or $2,400 per year. The amount will be increased to $400 per month or $4,800 per year for a post retiree with an eligible post-65 dependent.

Funding and Investment Policy

The Company has established a trust for the purposes of funding the plan. The trust was established as a tax-exempt voluntary employees' beneficiary association. All assets of the trust are to be used for the exclusive benefit of the participants and beneficiaries of the plan. Although the Company has fiscal accountability for these assets and holds them in a fiduciary capacity, the assets are not considered assets of the Company and are therefore not included in the statements of net position of the Company. As of December 31, 2014 and 2013, the trust assets were $9.1 million and $8.8 million, respectively.

The Company's current funding policy is to annually contribute an amount such that the total amount in the trust approximates the actuarially determined liability attributable to retirees and their spouses and to active participants who are fully eligible to retire. The Company does not provide funding into the trust related to future obligations associated with employees who have not become eligible to retire, although any excess investment returns remain in the trust. As part of its rate structure, the Company collects annual amounts associated with the future obligations and those assets, while segregated, are reported in the Company's statements of net position.

The assets of both the trust and the Company's segregated funds are invested in accordance with the Board approved California ISO Retirees Medical Plan Investment Policy. In general, the assets are invested in a mix of equity and fixed income mutual funds.

Annual Other Post-Employment Benefits (OPEB) Cost and Net OPEB Obligation

The Company's annual OPEB cost for the California ISO Retirees Medical Plan is calculated based on the annual required contribution (ARC) of the employer, an amount actuarially determined in accordance with GASB Statement No. 45 "*Accounting and Financial Reporting by Employers for Postemployment Benefits Other Than Pensions".* The ARC represents a level of funding that, if paid on an ongoing basis, is projected to cover normal costs each year and to amortize any unfunded actuarial liabilities (or funding excess) over a period not to exceed 15 years (using the level dollar open method). The ARC is adjusted for the amortized amount of the discounted present value (ordinary annuity) of the balance of the net OPEB obligation at the beginning of the year.

The Company's annual OPEB cost at December 31, 2014 and 2013 and for the years then ended, is as follows (in thousands):

	2014	2013
Annual required contribution	$ 962	$ 3,034
Interest on net OPEB obligation	1,615	702
Adjustment to annual required contribution	(2,344)	(1,741)
Annual OPEB cost	233	1,995
Contributions made	(244)	(2,101)
Decrease in net OPEB obligation	(11)	(106)
Net OPEB obligation		
Beginning of year	19,940	20,046
End of year	$ 19,929	$ 19,940

The Company's annual OPEB cost, the percentage of annual OPEB cost contributed to the plan, and net OPEB obligation for the years ended December 31, 2014, 2013 and 2012 were as follows (in thousands):

Year Ended	Annual OPEB Cost	Percentage of Annual OPEB Cost Contributed	Net OPEB Obligation
2012	3,413	39 %	20,046
2013	1,995	105 %	19,940
2014	233	104 %	19,929

Actuarial Methods and Assumptions

Projections of benefits for financial reporting purposes are based on the substantive plan and include types of benefits provided at the time of each valuation and the historical pattern of sharing of benefit costs between the employer and plan members to that point. The methods and assumptions used include techniques that are designed to reduce the effects of short-term volatility in actuarial accrued liabilities and the actuarial value of assets, consistent with the long-term perspective of the calculations.

The following significant actuarial methods and assumptions were used in the calculation of annual OPEB cost for the year ending December 31, 2014.

Valuation date	January 1, 2014
Actuarial cost method	Projected unit credit
Amortization method	Level dollar, open
Remaining amortization period	15 years
Asset valuation method	Market
Investment rate of return	8.10%
Healthcare cost trend rate	7.0% initial, 5.0% ultimate
Morbidity	1.00%

The projection of future benefit payments for an ongoing plan involves estimates of the value of reported amounts and assumptions about the probability of occurrence of events far into the future. Examples include assumptions about future employment, mortality, and the healthcare cost trend. Amounts determined regarding the funded status of the plan and the annual required contributions of the employer are subject to continual revision as actual results are compared with past expectations and new estimates are made about the future.

The schedule below reflects multiyear trend information to show the status of funding based on the actuarial value of plan assets relative to the actuarial accrued liabilities. This information is required supplementary information (dollars in thousands):

Actuarial Valuation Date	Actuarial Value of Assets (a)	APBO (b)	Unfunded APBO (b - a)	Funded Ratio (a/b)
January 1, 2013	6,564	20,046	13,482	33%
January 1, 2014	8,773	10,650	1,877	82%
January 1, 2015	9,074	6,738	(2,336)	135%

The Accumulated Postretirement Benefit Obligation (APBO) decreased by $3.9 million between 2014 and 2015. This decrease is primarily the result of plan changes which reduced the obligation by $9.7 million. The reduction was offset by an increase in the obligation of $4.3 million as a result of assumption changes and increases of $1.5 million associated with the normal cost of the plan. The actuarial valuation as of January 1, 2015, incorporated changes to actuarial assumptions which are different from the assumptions used in the calculation of the annual pension costs for the year ending December 31, 2014. Such changes included a decrease in the investment rate of return from 8.1% to 6.25% based on future forecasted earnings that are projected to provide lower forward returns overall .and the full adoption of the latest industry mortality table based on 2014 scales. The 2015 plan amendment (described above) contributed to the majority of the decrease in the APBO, offset by a lower investment rate of return and the adoption of the new mortality table.

The actuarial valuation as of January 1, 2014, incorporated changes to actuarial assumptions which are different from the assumptions used in the calculation of the annual pension costs for the year ending December 31, 2013. Such changes included an increase in the investment rate of return from 3.5% to 8.1% based on revisions made to the plan's investment strategy under the new investment policy, projecting the mortality table to seven years for annuitants and 15 years for non-annuitants, revising the retirement age assumption to reflect the US trend and changing health plan migrations at retirement age. The change in the investment rate of return contributed to the majority of the decrease in the APBO.

Executive Pension Restoration Plan
The Company sponsors the Executive Pension Restoration Plan, a nonqualified defined contribution plan, which allows certain officers of the Company to make contributions and receive Company contributions in excess of the 401(k) contribution limits set forth by IRS regulations as described in the retirement savings benefits plan below.

The contributions and earnings thereon are held in a trust and the balances as of December 31, 2014 and 2013, were $1.4 million, respectively, and are included in Other Assets with a corresponding liability in Employee Retirement Plan Obligations. In connection with this plan, the Company recognized expenses for contributions of $150,000 and $132,000 in 2014 and 2013, respectively.

Executive Savings Plan

The Company sponsors the Executive Savings Plan, a nonqualified defined contribution plan under section 457(b) of the IRS Code. The Company contributes a percentage of each officer's annual base compensation to the plan. Officers may elect to make voluntary contributions, subject to statutory limitations. The contributions and earnings thereon are held in a trust and the balance as of December 31, 2014 and 2013 was $712,000 and $745,000, respectively, and are included in Other Assets, with a corresponding liability in Employee Retirement Plan Obligations. In connection with this plan, the Company recognized expenses of $ 113,000 and $115,000 in 2014 and 2013, respectively.

Retirement Savings Benefits Plan

The Company sponsors a defined contribution retirement plan, the California ISO Retirement Savings Benefits Plan (the Retirement Plan) that is subject to the provisions of the Employee Retirement Income Security Act of 1974 and covers substantially all employees. The Retirement Plan is administered by the Company with the assistance of a third party. The assets of the plan are held separately from Company assets and are not combined with the assets in the statements of net position.

Employees may elect to contribute up to fifty percent of their eligible compensation to the Retirement Plan, subject to statutory limitations. The Company matches contributions up to six percent of an employees' eligible compensation and an additional contribution equal to five percent of eligible compensation for employees with less than five years of service, or seven percent for employees who have at least five years but not more than ten years of service. An additional contribution of one percent of eligible compensation is also made by the Company for each five year increment of service after an employees' ten year anniversary.

Employee contributions to the Retirement Plan for 2014 and 2013 were $7.6 million and $7.4 million, respectively. The Company contributions to the Retirement Plan for 2014 and 2013 were $8.7 million and $8.4 million, respectively.

10. Insurance Programs and Claims

The Company is exposed to various risks of loss related to torts; theft, damage to, and destruction of assets; errors and omissions; nonperformance of duty; injuries to employees; and natural disasters. The Company maintains various commercial and mutual insurance plans that provide coverage for most claims in excess of specific dollar thresholds. Primary insurance policies have coverage limits set based on the Company's assessment of reasonable exposure within that risk category, with consideration of insurance types and coverage limits for comparable entities. Additionally, the Company maintains excess liability coverage that provides umbrella coverage for certain exposures. Losses incurred below insurance deductibles are expensed as incurred. In the last three years, the Company did not incur any claims in excess of the coverage described above.

The Company is a participant in a group captive insurance company for workers compensation insurance coverage. The Company's annual net insurance costs for such coverage vary based on claims incurred at the Company, and to a lesser extent, claims activity of other members of the captive insurance company. The Company's annual insurance expense is limited through reinsurance and risk sharing arrangements of the captive to an additional percentage of the initial base premium paid.

11. Lease and Contract Commitments

The Company has long-term operating leases and service contracts that expire at various times through 2030 including telecommunication equipment and services, information system equipment and services and systems infrastructure.

The following are the future minimum payments under these agreements as of December 31, 2014 (in thousands):

2015	$ 6,203
2016	6,204
2017	4,722
2018	480
2019	411
2020–2030	2,393
	$ 20,413

Lease and service contract costs of approximately $6.2 and $12.5 million were charged to operating expense in 2014 and 2013, respectively.

12. Contingencies

The Federal Energy Regulatory Commission Refund Case
In 2000 and 2001, the California energy markets, including those managed by the Company, experienced high prices, shortages of energy and reserves, rolling blackouts and liquidity problems for many market participants. Several of them, including the California Power Exchange (Cal PX), filed for bankruptcy.

Purchasers of energy during this period sought refunds at the Federal Energy Regulatory Commission. In a proceeding that is still ongoing, the Federal Energy Regulatory Commission has issued a series of orders related to mitigating the clearing prices in markets administered by the Company and the Cal PX for the period from October 2, 2000 through June 20, 2001 (the Federal Energy Regulatory Commission Refund Case). Several of the Company's market participants have settled their liability arising from the Federal Energy Regulatory Commission Refund Case and related proceedings. Management believes the ultimate outcome of the Federal Energy Regulatory Commission Refund Case will have no material financial impact on the Company as these refund amounts are funded and will ultimately be resettled among market participants, except for the Generator Noncompliance Fines, as described in Note 5.

Market Billing Disputes in Good Faith Negotiations
As part of the tariff and applicable contracts, the Company has dispute resolution processes for market participants to register disagreements regarding information reflected in the settlement statements or billing amounts for market activity.

Market disputes are addressed in the normal course of operations, some of which result in adjustments to previously issued settlement statements. When adjustments are made, the adjustment amounts are reallocated to market participants, with no net cost or credit being realized by the Company. With respect to pending market disputes at December 31, 2014, including those that have escalated to good faith negotiations, management believes that any settlements or market adjustments would be resettled against the market with no liability to the Company.

Indemnifications
The Company's bylaws require its annual financial statements to include disclosures about certain payments made by the Company related to indemnifications to or on behalf of officers and Board members. There were no such payments in 2014 or 2013.

Other Matters
The Company, during the ordinary course of its operations, has been involved in various lawsuits and claims. In addition, the Company is subject to compliance requirements of mandatory reliability standards promulgated by Federal Energy Regulatory Commission-approved mandatory reliability standards (i.e. NERC Reliability Standards), which if violated could result in penalties assessed to the Company.

There are several matters currently pending related to alleged violations of these standards. Management is of the opinion that none of these matters will have a material adverse impact on the financial position or results of the operations of the Company.

13. Subsequent Events

The Company evaluates events or transactions that occur after December 31, 2014, but before financial statements are issued for potential recognition or disclosure in the financial statements. The Company has evaluated all subsequent events through April 10, 2015, the date the financial statements were issued, and, other than disclosed below, no items were noted that need to be disclosed.

In March 2015, the Company purchased a parcel of vacant land in Lincoln, CA, which is the proposed site for the Company's new backup operations and data center. The new site would replace the existing leased facility in Alhambra, CA. The Company is currently in the process of soliciting proposals for the construction project. Once this process is completed, a special Board meeting will be held in June 2015, where final Board approval will be requested. Upon Board approval and the completion of the proposed project, the Company will restructure its labor force in Alhambra. The 24 individuals currently employed at the Alhambra facility will be offered a relocation package, or a severance package and a retention bonus for staying on until the Alhambra operations center is closed. The Alhambra operations center is projected to close in late 2016. The estimated employee restructuring costs are not material to the Company's financial statements. The Company plans to use existing capital reserves to finance this project and does not intend to use debt financing.