PROPRIETARY FUNDS STATEMENT OF NET ASSETS

SEPTEMBER 30, 2008 (in thousands)

Business-type Activities - Enterprise Funds Transit Solid Waste **Aviation** Management Department Agency Seaport Assets: Current assets: \$ 317 852 \$ Cash and cash equivalents \$ 29,526 \$ 176,885 Investments 104,187 268 45,180 Accounts receivable, net 345 13,020 9,372 37,133 Due from other funds 6,660 1,518 28,034 Due from other governments 23,403 378 39,327 3,840 Inventories 1,846 Other current assets 2,020 9 592 4,159 148,638 14,924 Total unrestricted assets 72,072 293,237 Restricted assets: Cash and cash equivalents 316 13,595 7,502 165.615 26,351 14,678 192,387 Investments 320 Due from other governments 1,882 Other restricted assets 8,210 49,195 24,062 407,197 Total restricted assets 26,667 22,125 98,739 38,986 700,434 Total current assets 170,763 Non current assets: Capital assets: Land 226,349 57,586 198,659 88,836 Buildings and building improvements, net 789,095 52,272 285,150 2,458,826 Machinery and equipment, net 262,442 91,489 25,135 147,178 Infrastructure, net 8,999 209,263 669,888 Construction in progress 173,749 10,387 15,185 1,783,441 Total capital assets, net 1,451,635 220,733 733,392 5,148,169 Other non current assets: Restricted cash and cash equivalents 64,654 20,991 296,249 Restricted long-term investments 310,440 114,557 2,292 Deferred charges and other non-current assets 6,621 7,477 2,216 71,678 5,516,096 737,900 Total non current assets 1,833,350 363,758

(Continued)

1,932,089

534,521

776,886

6,216,530

Total assets

		Bu	siness-type Activit	ies - Ente	erprise Funds Other				ernmental		
Water and Sewer				and Health			onmajor) nterprise Funds	E	Total Interprise Funds	Self	Insurance nal Service Fund
\$	24,487	\$	125,304	\$	5,179	\$	362,550	\$	36,413		
	55,327		24,308		13,689		242,959		131,930		
	83,818		282,005		1,160		426,853		1,198		
	5,353		48,029		25		89,619		14,890		
	5		43,211				66,997		754		
	29,433		30,752		34		105,232				
	0		5,292		167		12,239				
	198,423		558,901		20,254		1,306,449		185,185		
	109,633		16,805		3,721		317,187				
			5,617				239,353				
							1,882				
			6,081		1,625		65,111				
	109,633		28,503		5,346		623,533				
	308,056		587,404		25,600		1,929,982		185,185		
	37.671		36,635		4,278		650,014				
	0.,0		209,738		31,135		3,826,216				
	229,937		133,952		4,315		894,448				
	2,280,524		9,863		21,447		3,199,984				
	426,471		81,592		2,181		2,493,006				
	2,974,603		471,780		63,356		11,063,668				
	9,926						391,820				
	514,561		231,356				1,173,206				
	99,101		8,581		12		195,686				
	3,598,191		711,717		63,368		12,824,380				
	3,906,247		1,299,121		88,968		14,754,362		185,185		

(Continued)

PROPRIETARY FUNDS STATEMENT OF NET ASSETS

SEPTEMBER 30, 2008 (in thousands)

Business-type Activities - Enterprise Funds

		business-type Activities	s - Enterprise runus	
	Transit	Solid Waste		Aviation
Liabilities:	Agency	Management	Seaport	Department
Current liabilities payable from current assets:	2/ 017	17.50/	2 1 4 2	24.020
Accounts payable and accrued liabilities	36,917	17,506	3,142	24,030
Current portion of bonds, loans and notes payable	14,386		3,500	4.200
Current portion of lease agreements	5.000		1,562	4,298
Accrued interest payable	5,200		856	
Compensated absences	13,087	3,811	1,546	7,313
Estimated claims payable				
Environmental remediation liability				7,365
Liability for closure and postclosure care costs		6,583		
Due to other funds	88,726	5,880	10,331	9,826
Due to other governments	427			
Unearned revenue and other current liabilities	2,238	582	83	9,716
Total current liabilities payable from current assets	160,981	34,362	21,020	62,548
Current liabilities payable from restricted assets:				
Accounts payable, accrued expenses and deferred credits	316	24	7,677	185,307
Current portion of bonds, loans and notes payable		17,987	7,595	64,730
Accrued interest payable		4,114	5,306	107,965
Estimated claims payable		,	.,	,,,,,,
Lease agreements	26,351			
Unearned revenue	20,001		455	
Total current liabilities payable from restricted assets	26,667	22,125	21,033	358,002
Total current liabilities	187,648	56,487	42,053	420,550
Long-term liabilities:	107,040	30,107	42,000	120,330
Bonds, loans and notes payable, net	403,110	196,666	515,870	4,485,568
· ·	403,110	170,000	313,070	4,400,000
Estimated claims payable	22.074	11 110	4 200	10.004
Compensated absences	22,976	11,112	4,289	19,886
Environmental remediation liability		407.000	3,146	84,855
Liability for closure and postclosure care costs		106,920		
Lease agreements	310,440		2,821	8,994
Long-term advances due to other funds	169,408			
Other long-term liabilities	12,436	1,604	602	4,697
Total long-term liabilities	918,370	316,302	526,728	4,604,000
Total liabilities	1,106,018	372,789	568,781	5,024,550
Net Assets:				
Invested in capital assets, net of related debt	997,859	39,864	204,261	597,870
Restricted for:				
Debt service		16,831	19,078	165,340
Capital projects				`
Grants and other purposes		102,104		244,834
Unrestricted (deficit)	(171,788)	2,933	(15,234)	183,936
Total net assets	\$ 826,071	\$ 161,732	\$ 208,105	\$ 1,191,980

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

(Continued)

	Business-type Activit	ies - Enterprise Funds	terprise Funds Other					
Water and Sewer	Public Health Trust	(Nonmajor) Enterprise Funds	Total Enterprise Funds	Activities- Self-Insurance Internal Service Fund				
21,543	187,480	3,039	293,657	1,344				
6,955	4,910	859	30,610	,				
	·		5,860					
	4,729	102	10,887					
11,688	101,920	372	139,737					
,	5,870		5,870	63,37				
	-,		7,365					
			6,583					
9,748	33,444	0	157,955					
13,429	78,690	0	92,546					
30,199	40,296	1,626	84,740					
93,562	457,339	5,998	835,810	64,72				
73,302	407,339	5,770	033,010	04,72				
25,557	8,314	85	227,280					
43,468			133,780					
30,277			147,662					
1,474			1,474					
.,			26,351					
5,401		354	6,210					
106,177	8,314	439	542,757					
199,739	465,653	6,437	1,378,567	64,72				
1,509,647	292,949	8,289	7,412,099					
2,185	25,247		27,432	143,37				
23,919		1,017	83,199					
			88,001					
			106,920					
			322,255					
			169,408					
31,258	16,446		67,043					
1,567,009	334,642	9,306	8,276,357	143,37				
1,766,748	800,295	15,743	9,654,924	208,09				
1,396,153	301,329	54,210	3,591,546					
111,767		3,232	316,248					
286,036			286,036					
	530	1,674	349,142					
345,543	196,967	14,109	556,466	(22,90				
2,139,499	\$ 498,826	\$ 73,225	5,099,438	\$ (22,90				
istment to reflect th	e allocation of internal service							
	nse) to business-type activities	6	(4,667)					
assets of business			\$ 5,094,771					
	21							

(Concluded)

PROPRIETARY FUNDS STATEMENT OF REVENUES, EXPENSES AND

CHANGES IN FUND NET ASSETS

FOR THE FISCAL YEAR ENDED SEPTEMBER 30, 2008 (in thousands)

			Busin	ess-type Activit	ies - Eı	nterprise Funds	i	
		Transit Agency		Solid Waste lanagement		Seaport		Aviation epartment
Operating revenues:								
Charges for services	\$	97,560	\$	270,259	\$	94,698	\$	561,940
Operating expenses:								
Personnel costs		294,137		72,596		31,020		172,825
Contractual services		49,921		100,456		8,449		127,900
Material and supplies		89,422		14,470		2,521		15,948
Claims and policy payments								
Other		76,769		53,668		19,589		66,251
Operating expenses before depreciation and assumption of closure and postclosure								
care costs for inactive landfills		510,249		241,190		61,579		382,924
Depreciation expense		(71,940)		(35,284)		(19,863)		(138,117)
Assumption of closure and postclosure		(, , , , , ,		(,,		(,,,,,,,		(, ,
care costs for inactive landfills				(2,803)				
Operating income (loss)		(484,629)		(9,018)		13,256		40,899
Non-operating revenues (expenses):	-			<u>, , , , , , , , , , , , , , , , , , , </u>		·		
Investment income		1,427		8,971		960		18,138
Interest expense		(13,272)		(10,166)		(22,409)		(154,575)
Intergovernmental subsidies		40,411		(10,100)		(==,,		(10.70.0)
Other, net		8,169		(1,430)		2,733		84,625
Total non-operating revenues (expenses)		36,735		(2,625)		(18,716)		(51,812)
Income (loss) before transfers and contributions		(447,894)		(11,643)		(5,460)		(10,913)
Transfers in		263,099		2,582		(-,,		(- , ,
Capital contributions		95,118		216		7,212		44,547
Change in net assets		(89,677)		(8,845)		1,752		33,634
Total net assets (deficit) beginning, restated (Note 11)		915,748		170,577		206,353		1,158,346
Total net assets (deficit) ending	\$	826,071	\$	161,732	\$	208,105	\$	1,191,980

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

Water and Sewer	Public Health Trust	(N	nterprise Fund Other Ionmajor) nterprise Funds	To Ente	otal rprise nds	Ad Self- Interr	ernmental ctivities- Insurance nal Service Fund
\$ 437,476	\$ 1,435,60)2 \$	21,969	\$	2,919,504	\$	459,343
180,212	1,010,2	15	7,845		1,768,850		
70,274	499,13	31	8,191		864,322		
42,189	240,00	00	444		404,994		
0							432,021
29,289	62,09	95	2,290		309,951		
321,964	1,811,44	ļ1	18,770		3,348,117		432,021
(154,881)	(50,44		(3,142)		(473,674)		·
					(2,803)		
(39,369)	(426,28	36)	57		(905,090)		27,322
28,489	12,39	91	432		70,808		4,970
(66,320)	(15,02	29)	(205)		(281,976)		
0			321		40,732		
36,517	44,13		85		174,834		
(1,314)	41,49		633		4,398		4,970
(40,683)	(384,78	•	690		(900,692)		32,292
26,761	410,46	08	335		676,484		
/n /n i	25,6	70	1,025		173,854 (50,354)		32,292
		7	72,200		(50,554)		(55,198)
(13,922) 2,153,421	473,14	17	// ////				

PROPRIETARY FUNDS STATEMENT OF CASH FLOWS

FOR THE YEAR ENDED SEPTEMBER 30, 2008 (in thousands)

			Busine	ss-type Activiti	es - Ente	erprise Funds		
	Transit Agency			Solid Waste Management		Seaport		Aviation epartment
Cash flows from operating activities:								
Cash received from customers and tenants	\$	98,384	\$	274,780	\$	91,608	\$	557,218
Cash received for premiums								
Cash paid to suppliers		(213,405)		(118,748)		(8,524)		(134,128)
Cash paid to other County departments		(10,200)		(43,851)		(20,281)		(73,151)
Cash paid to employees for services		(289,727)		(70,733)		(29,623)		(169,578)
Cash paid for claims								
Cash paid for policies								
Net cash provided (used) by operating activities		(414,948)		41,448		33,180		180,361
Cash flows from non-capital financing activities:								
Operating grants received		164,467		(1,090)				11,221
Transfers in from other funds		263,099						
Net cash provided (used) by non-capital financing activities		427,566		(1,090)				11,221
Cash flows from capital and related financing activities:								
Issuance of long-term debt and commercial paper notes		222,915						1,346,472
Principal payments - bonds, loans, notes payable		(93,923)		(19,066)		(10,620)		(889,326)
Bond premium/(discount)		, ,		, ,				(18,479)
Interest paid		(14,269)		(8,898)		(25,321)		(201,427)
Proceeds from sale of assets		2,626		2,135				,
Capital advances to other governments								
Proceeds from environmental reimbursements								1,902
Purchase of capital and intangible assets						(31,853)		(520,727)
Payments/receipts related to lease agreements		2,958				, ,		, ,
Acquisition and construction		(101,803)		(5,990)		625		
Capital contributed by federal, state and local governments		16,863		, ,		5,727		36,168
Passenger facility charges								67,531
Net cash provided (used) by capital and related financing activities		35,367		(31,819)		(61,442)		(177,886)
Cash flows from investing activities:				(= , = ,		(* , * *)		(,,,,,,
Purchase of investment securities				(219,064)		(17,291)		(980,767)
Proceeds from sale and maturities of investment securities				139,468		23,314		901,533
Interest and dividends on investments		1,427		8,971		1,014		20,328
Net cash provided (used) by investing activities		1,427		(70,625)		7,037		(58,906)
Net increase (decrease) in cash and cash equivalents		49,412		(62,086)		(21,225)		(45,210)
Cash and cash equivalents at beginning of year		15,875		126,198		29,579		683,959
Cash and cash equivalents at end of year	\$	65,287	\$	64,112	\$	8,354	\$	638,749

(Continued)

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

		Bus	iness-type Activ					/ernmental
V	Nater and Sewer		Public Health Trust	Other (Nonmajor) Total Enterprise Enterprise Funds Funds		Self	ctivities- -Insurance nal Service Fund	
\$	482,456	\$	1,430,170	\$	21,964	\$ 2,956,580		
							\$	479,673
	(80,601)		(786,248)		(8,456)	(1,350,110)		
	(57,081)		(512)		0	(205,076)		
	(180,582)		(987,312)		(8,498)	(1,736,053)		
								(233,412)
								(219,528)
	164,192		(343,902)		5,010	(334,659)		26,733
	103		29,135		412	204,248		
			410,468		335	673,902		
	103		439,603		747	878,150		
	442,855				6,214	2,018,456		
	(464,228)		(4,745)		(1,009)	(1,482,917)		
	24,464		(4,743)		(1,007)	5,985		
	(150,381)		(14,419)		(223)	(414,938)		
	347		(11,117)		(220)	5,108		
					(25)	(25)		
					()	1,902		
			(74,926)		(652)	(628,158)		
			, ,		, ,	2,958		
	(162,104)				(1,812)	(271,084)		
	0				0	58,758		
						67,531		
	(309,047)		(94,090)		2,493	(636,424)		
	(1,006,987)		(60,345)		(13,717)	(2,298,171)		(131,930)
	1,065,697		98,940		4,778	2,233,730		70,358
	34,173		12,391		432	78,736		4,970
	92,883		50,986		(8,507)	14,295		(56,602)
	(51,869)		52,597		(257)	(78,638)		(29,869)
	195,915		89,512		9,157	1,150,195		66,282
\$	144,046	\$	142,109	\$	8,900	\$ 1,071,557	\$	36,413

(Continued)

PROPRIETARY FUNDS STATEMENT OF CASH FLOWS

FOR THE YEAR ENDED SEPTEMBER 30, 2008

(in thousands)

	_	Business-type Activities - Enterprise Funds						
		Transit Agency		lid Waste nagement	S	Seaport		Aviation partment
Reconciliation of operating income (loss) to								
net cash provided (used) by operating activities:								
Operating income (loss)	\$	(484,629)	\$	(9,018)	\$	13,256	\$	40,899
Adjustments to reconcile operating income (loss) to								
net cash provided (used) by operating activities:								
Depreciation expense		71,940		35,284		19,863		138,117
Provision for uncollectible accounts								(1,044)
Other - net				7,788				
(Increase) decrease in assets:								
Accounts receivable, net		824		4,342		(1,598)		3,856
Inventories		(2,947)						
Other current assets		186		467		(44)		473
Deferred charges and other assets				801				
Due from other funds								2,257
Due from other governments				683				
Increase (decrease) in liabilities:								
Accounts payable and accrued expenses		(6,471)		3,505		(2,364)		10,794
Due to other funds				(602)		2,686		(8,275)
Due to other governments								
Unearned revenue and other current liabilities				(23)		(80)		526
Compensated absences		5,877		811		1,271		
Estimated claims payable								(1,153)
Liability for closure and postclosure care costs				(3,003)				
Other long-term liabilities		272		413		190		(6,089)
Net cash provided (used) by operating activities	\$	(414,948)	\$	41,448	\$	33,180	\$	180,361
Noncash Investing, Capital and Financing Activities:								
Deferred loss on loan refinancing					\$	(2,160)		
· · · · · · · · · · · · · · · · · · ·					Ф	,		
Change in construction and related liabilities			¢	г		10,885	¢	(2.100)
(Decrease) increase in the fair value of investments			\$	5			\$	(2,190)
Increase in construction in progress accrual								49,163
(Decrease) increase in other restricted assets	(0-	atinuod)						(20,183)
	(C01	ntinued)						

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

		Bus	siness-type Activ	ities - En	terprise Funds	5		Gov	ernmental
				(Other			Α	ctivities-
			Public (Nonmajor) Total			-Insurance			
W	later and		Health		terprise		Enterprise	Inter	nal Service
	Sewer		Trust		unds		Funds		Fund
\$	(39,369)	\$	(426,286)	\$	57	\$	(905,090)	\$	27,322
	154,881		50,447		3,142		473,674		
	1,458		232,346				232,760		
	38,795						46,583		
	7,962		(258,888)		(134)		(243,636)		1,677
	(2,713)		(5,796)		2		(11,454)		
	10		(76)		(73)		943		
	329						1,130		
			(2,365)		(3)		(111)		18,391
							683		262
	(2,539)		40,250		1,545		44,720		(19,654)
			(8,064)				(14,255)		
			9,582				9,582		
			15,361		195		15,979		
	2,568				279		10,806		
	(421)		(5,112)				(6,686)		(1,265)
							(3,003)		
	3,231	•	14,699	•	F 040		12,716		0/ 700
\$	164,192	\$	(343,902)	\$	5,010	\$	(334,659)	\$	26,733

(Concluded)