

**Mount Sterling Water and
Sewer Commission**

Independent Auditor's Report
and Basic Financial Statements
June 30, 2008 and 2007

Mount Sterling Water and Sewer Commission
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June 30, 2008 and 2007

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INDEPENDENT AUDITOR'S REPORT

Mount Sterling Water and
Sewer Commission and
the City Council
Mount Sterling, Kentucky 40353

We have audited the accompanying financial statements of the Mount Sterling Water and Sewer Commission of the City of Mount Sterling, Kentucky as of and for the years ended June 30, 2008 and 2007, as listed in the table of contents. These financial statements are the responsibility of the Mount Sterling Water and Sewer Commission's management. Our responsibility is to express an opinion on these financial statements based on our audits.

We conducted our audits in accordance with auditing standards generally accepted in the United States of America and the standards applicable to financial audits contained in *Government Auditing Standards*, issued by the Comptroller General of the United States. Those standards require that we plan and perform the audits to obtain reasonable assurance about whether the financial statements are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation. We believe that our audits provide a reasonable basis for our opinions.

As discussed in Note 1, the financial statements present only the Mount Sterling Water and Sewer Commission and are not intended to present fairly the financial position of the City of Mount Sterling, Kentucky, and the results of its operations in conformity with accounting principles generally accepted in the United States of America.

In our opinion, the financial statements referred to above present fairly, in all material respects, the respective financial position of the Mount Sterling Water and Sewer Commission of the City of Mount Sterling, Kentucky as of June 30, 2008 and 2007, and the respective changes in financial position and cash flows for the years then ended in conformity with accounting principles generally accepted in the United States of America.

In accordance with *Government Auditing Standards*, we have also issued our report dated October 17, 2008, on our consideration of the Mount Sterling Water and Sewer Commission's internal control over financial reporting and on our tests of its compliance with certain provisions of laws, regulations, contracts, and grant agreements and other matters. The purpose of that report is to describe the scope of our testing of internal control over financial reporting and compliance and the results of that testing and not to provide an opinion on the internal control over financial reporting or on compliance. That report is an integral part of an audit performed in accordance with *Government Auditing Standards* and important for assessing the results of our audit.

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The budgetary comparison information is not a required part of the basic financial statements but is supplementary information required by accounting principles generally accepted in the United States of America. We have applied certain limited procedures, which consisted principally of inquiries of management regarding the methods of measurement and presentation of the required supplementary information. However, we did not audit the information and express no opinion on it.

Our audits were conducted for the purpose of forming an opinion on the financial statements that collectively comprise the Mount Sterling Water and Sewer Commission's basic financial statements. The accompanying financial information listed as supplemental information in the table of contents is presented for purposes of additional analysis and is not a required part of the financial statements. Such information has been subjected to the auditing procedures applied in the audits of the basic financial statements and, in our opinion, is fairly stated in all material respects in relation to the basic financial statements taken as a whole.

Mount Sterling Water and Sewer Commission has not presented Management's Discussion & Analysis that accounting principles generally accepted in the United States have determined is necessary to supplement, although not required to be part of, the basic financial statements.

Faulkner, King, Romenesko & Wenz, PSC

October 17, 2008

Mount Sterling Water and Sewer Commission
Statements of Net Assets
June 30, 2008 and 2007

Assets	<u>2008</u>	<u>2007</u>
Current assets:		
Cash and investments	\$ 2,730,868	\$ 2,893,120
Accounts receivable, net	643,734	637,167
Interest receivable	2,213	2,794
Other receivables	15,799	17,088
Inventory	209,044	152,582
Prepaid expenses	10,901	9,322
Total current assets	<u>3,612,559</u>	<u>3,712,073</u>
Non-current assets:		
Restricted cash and cash equivalents	1,334,697	1,247,988
Capital Assets:		
Land and building	1,280,157	1,280,157
Water and sewer system	55,399,231	53,963,943
Equipment	1,116,894	1,091,676
Vehicles	293,476	293,127
Construction in progress	51,152	43,691
Less accumulated depreciation	(18,686,768)	(17,025,345)
Bond issue costs/discounts	74,389	81,662
Deferred amount on debt refunding, net	156,112	171,241
Total non-current assets	<u>41,019,340</u>	<u>41,148,140</u>
Total assets	<u>44,631,899</u>	<u>44,860,213</u>
Liabilities		
Current liabilities:		
Accounts payable	53,028	89,325
Other accrued liabilities	168,671	173,272
Accrued interest on bonds	24,423	27,377
Customer deposits	378,873	351,001
Notes payable	1,163,086	1,136,051
Total current liabilities	<u>1,788,081</u>	<u>1,777,026</u>
Non-current liabilities:		
Notes payable	14,437,992	15,601,078
Total non-current liabilities	<u>14,437,992</u>	<u>15,601,078</u>
Total liabilities	<u>16,226,073</u>	<u>17,378,104</u>
Net Assets		
Invested in capital assets, net of related debt	23,853,064	22,910,120
Restricted for debt service	955,824	896,988
Unrestricted	3,596,938	3,675,001
Total net assets	<u>\$ 28,405,826</u>	<u>\$ 27,482,109</u>

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

Mount Sterling Water and Sewer Commission
Statements of Revenues, Expenses And Changes in Net Assets
For the Years Ended June 30, 2008 and 2007

Operating revenues	<u>2008</u>	<u>2007</u>
Water sales	\$ 2,498,578	\$ 2,438,550
Sewer sales	1,988,035	1,981,183
Other income	65,452	61,344
Total operating revenues	<u>4,552,065</u>	<u>4,481,077</u>
Operating expenses		
Water	1,988,563	1,885,675
Sewer	1,406,591	1,338,863
General and administrative costs:		
Water	625,016	615,294
Sewer	343,459	336,841
Total operating expenses	<u>4,363,629</u>	<u>4,176,673</u>
Operating income	<u>188,436</u>	<u>304,404</u>
Nonoperating revenues (expenses)		
Interest income	185,398	187,369
Grants	132,112	309,388
Gain on sale of fixed assets	3,500	4,978
Other expense	(41,039)	(59,435)
Interest expense	(323,616)	(364,620)
Total net nonoperating revenues (expenses)	<u>(43,645)</u>	<u>77,680</u>
Income before contributions	144,791	382,084
Capital contributions	<u>778,926</u>	<u>358,100</u>
Change in net assets	<u>923,717</u>	<u>740,184</u>
Total net assets, beginning of year	<u>27,482,109</u>	<u>26,741,925</u>
Total net assets, end of year	<u>\$ 28,405,826</u>	<u>\$ 27,482,109</u>

Mount Sterling Water and Sewer Commission
Statements of Cash Flows
For the Years Ended June 30, 2008 and 2007

Cash Flows from Operating Activities	<u>2008</u>	<u>2007</u>
Cash received from customers	\$ 4,481,336	\$ 4,371,258
Other cash receipts	65,452	61,344
Cash payments to vendors for water services and supplies	(554,441)	(516,441)
Cash payments to vendors for sewer services and supplies	(371,645)	(329,704)
Cash payments to employees for services	(1,071,105)	(1,009,850)
Cash payments for water administrative costs	(502,917)	(468,039)
Cash payments for sewer administrative costs	(279,554)	(207,752)
Net cash provided by operating activities	<u>1,767,126</u>	<u>1,900,816</u>
Cash Flows from Capital and Related Financing Activities		
Acquisition and construction of capital assets	(703,601)	(800,947)
Proceeds from sale of assets	3,500	4,978
Interest paid on revenue bonds	(311,441)	(351,714)
Principal paid on debt	(1,136,051)	(1,161,024)
Acquisition of debt	0	137,500
Increase in customer deposits	27,872	20,419
Other expense	(41,039)	(59,435)
Grant contributions	132,112	309,388
Net cash used in capital and related financing activities	<u>(2,028,648)</u>	<u>(1,900,835)</u>
Cash Flows from Investing Activities		
Interest income from investments	185,979	187,042
Net cash provided by investing activities	<u>185,979</u>	<u>187,042</u>
Net (decrease) increase in cash and cash equivalents	(75,543)	187,023
Cash and cash equivalents, beginning of year	<u>4,141,108</u>	<u>3,954,085</u>
Total cash and cash equivalents, end of year	<u>\$ 4,065,565</u>	<u>\$ 4,141,108</u>
Restricted cash and cash equivalents	\$ 1,334,697	\$ 1,247,988
Unrestricted cash and cash equivalents	<u>2,730,868</u>	<u>2,893,120</u>
Total cash and cash equivalents, end of year	<u>\$ 4,065,565</u>	<u>\$ 4,141,108</u>

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

Mount Sterling Water and Sewer Commission
Statements of Cash Flows (continued)
For the Years Ended June 30, 2008 and 2007

Reconciliation of operating income to net cash provided by operating activities:	<u>2008</u>	<u>2007</u>
Operating income	<u>\$ 188,436</u>	<u>\$ 304,404</u>
Adjustments to reconcile operating income to net cash provided by operating activities:		
Depreciation	1,675,634	1,638,113
Amortization	7,273	7,272
Change in assets and liabilities:		
Increase in accounts receivable	(5,278)	(48,473)
Increase in inventories	(56,462)	(38,236)
Increase in prepaids	(1,579)	(185)
(Decrease) increase in accounts payable and accrued expenses	<u>(40,898)</u>	<u>37,921</u>
Total adjustments	<u>1,578,690</u>	<u>1,596,412</u>
Net cash provided by operating activities	<u><u>\$ 1,767,126</u></u>	<u><u>\$ 1,900,816</u></u>

Mount Sterling Water and Sewer Commission
Notes to the Financial Statements
June 30, 2008 and 2007

Note 1. Summary of Significant Accounting Policies

The accounting policies of the Mount Sterling Water and Sewer Commission (the Commission) conform to accounting principles generally accepted in the United States of America (GAAP). The Commission applies Financial Accounting Standards Board (FASB) pronouncements and Accounting Principles Board (APB) opinions issued on or before November 30, 1989, unless those pronouncements conflict with or contradict Governmental Accounting Standards Board (GASB) pronouncements, in which case, GASB prevails. The following is a summary of the more significant policies:

Basis of accounting

The Commission is an individual fund of the City of Mount Sterling, Kentucky and is accounted for as a governmental enterprise fund. It is financed and operated in a manner similar to a private business enterprise where the intent of the governing body is that costs (expenses, including depreciation) of providing goods or services to the general public on a continuing basis are financed primarily through user charges.

The accounts are maintained on the accrual basis of accounting. Under this method, revenues are recorded when earned and expenses are recorded at the time liabilities are incurred or prepaid amounts have been utilized.

Investments

Investments are carried at cost. Some of the investments are restricted as to use (Note 2). Funds of the Commission are required to be invested in accordance with the investment policy adopted by the Commission. The investment policy allows the Commission to invest in those instruments authorized by KRS 66.480. Bank deposits were substantially secured by FDIC insurance and collateral or invested in direct obligations of the United States at June 30, 2008 and 2007.

Custodial credit risks – Deposits

Custodial credit risk is the risk that in the event of a bank failure, the Commission's deposits may not be returned to it. The Commission does not have a deposit policy for custodial credit risk. As of June 30, 2008 \$2,865,309 of the Commission's bank balance of \$3,465,309 was exposed to custodial credit risk, detailed as follows:

Insured	\$ 600,000
Collateral held by pledging bank's trust department not in the Commission's name	<u>2,865,309</u>
Total bank deposits	<u>\$ 3,465,309</u>

Accounts receivable

Customer receivables are recorded as receivables and revenues at their original invoice amount. Management regularly reviews the customer receivable accounts and determines the allowance for doubtful accounts. A receivable is considered to be past due if any portion of the receivable balance is outstanding for more than 60 days. For the years ended June 30, 2008 and 2007, accounts receivable is stated less an allowance for doubtful accounts of \$53,594 and \$40,080, respectively.

Inventories

Inventories are stated at the lower of cost or market on the basis of "first-in, first-out" (FIFO) inventory method.

Mount Sterling Water and Sewer Commission
Notes to the Financial Statements
June 30, 2008 and 2007

Note 1. Summary of Significant Accounting Policies (Continued)

Budgets

In June of 2007, the Commission adopted the annual management budget in the amount of \$3,101,640 for the fiscal year ended June 30, 2008, detailed as follows:

Water	\$1,361,300
Sewer	752,360
General and administrative costs:	
Water	613,960
Sewer	<u>374,020</u>
Total operating expenses	<u>\$3,101,640</u>

Property, plant and equipment

Property, plant and equipment are stated at cost and depreciated over their estimated useful lives using the straight-line method. The range of useful lives used in computing depreciation is:

<u>Classification</u>	<u>Range of lives</u>
Buildings	20-40 years
Water plant	25-40 years
Water systems	10-30 years
Sewer system	10-40 years
Office equipment	7-10 years
Other equipment	7 years
Vehicles	5 years

Total depreciation expense was \$1,675,634 and \$1,638,113 for the years ended June 30, 2008 and 2007, respectively.

Unamortized debt discount and expense

These costs are being amortized as non-operating expenses over the life of the debt issue using the straight line method. Amortization expense was \$7,273 and \$7,272 for the years ended June 30, 2008 and 2007, respectively.

Cash and cash equivalents

All cash, unrestricted and restricted, is considered cash for the purposes of the statement of cash flows.

Estimates

The preparation of financial statements in conformity with generally accepted accounting principles requires management to make estimates and assumptions that affect the 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 differ from those estimates.

Mount Sterling Water and Sewer Commission
Notes to the Financial Statements
June 30, 2008 and 2007

Note 1. Summary of Significant Accounting Policies (Continued)

Capital and operating grants

Grants that are restricted to the purchase of property, plant and equipment are recorded as other income, per GASB 33. The Commission received \$132,112 and \$309,388 in grants of this type for the years ended June 30, 2008 and 2007.

Infrastructure assets constructed by outside entities then taken over by the Commission are also recorded as other income per GASB 33. The total amount of the assets taken over were \$778,926 and \$358,100 for the years ended June 30, 2008 and 2007, respectively. These amounts constitute noncash transactions.

Capitalized interest

The Commission follows the policy of capitalizing interest as a component of construction cost. For the year ended June 30, 2008, total interest cost incurred was \$323,616 of which \$0 was capitalized. For the year ended June 30, 2007, total interest cost incurred was \$364,620 of which \$0 was capitalized.

Note 2. Restricted Assets

The restricted assets in the accompanying financial statements are restricted as to use by ordinance (Note 5), external parties, or by board designation. A schedule of restricted assets at June 30, 2008, follows:

<u>Description</u>	<u>Cash</u>	<u>Investments at Cost</u>	<u>Total</u>
Assets restricted by grant agreement or bond ordinance:			
Customer deposits	\$ 378,873	\$ -0-	\$ 378,873
Reserve accounts	685,507	20,317	705,824
Depreciation accounts	<u>250,000</u>	<u>-0-</u>	<u>250,000</u>
	<u>\$1,314,380</u>	<u>\$ 20,317</u>	<u>\$1,334,697</u>

A schedule of restricted assets at June 30, 2007, follows:

<u>Description</u>	<u>Cash</u>	<u>Investments at Cost</u>	<u>Total</u>
Assets restricted by grant agreement or bond ordinance:			
Customer deposits	\$ 351,001	\$ -0-	\$ 351,001
Reserve accounts	625,049	21,938	646,987
Depreciation accounts	<u>250,000</u>	<u>-0-</u>	<u>250,000</u>
	<u>\$1,226,050</u>	<u>\$ 21,938</u>	<u>\$1,247,988</u>

Mount Sterling Water and Sewer Commission
Notes to the Financial Statements
June 30, 2008 and 2007

Note 3. Long-Term Debt

The Mount Sterling Water and Sewer Commission's bonded indebtedness and other long-term notes at June 30, 2008 and 2007, are summarized as follows:

	<u>Rate</u>	<u>Original Issue</u>	<u>2008</u>	<u>2007</u>
1998-B Bonds	4.30%	\$ 4,450,000	\$ 2,200,000	\$ 2,420,000
Kentucky Municipal League Pooled Lease Financing Program	3.00%	3,485,000	1,815,089	1,996,700
KIA Fund A	1.20%	1,055,969	506,542	559,531
KIA Fund B	1.50%	2,448,213	1,325,501	1,447,480
KIA Fund A Loan	1.00%	<u>13,202,540</u>	<u>9,753,946</u>	<u>10,313,418</u>
		<u>\$ 24,641,722</u>	15,601,078	16,737,129
Less current maturities			<u>(1,163,086)</u>	<u>(1,136,051)</u>
Total long term debt			<u>\$ 14,437,992</u>	<u>\$ 15,601,078</u>

- The original issue of the KIA Fund A Loan is \$13,202,540. As of June 30, 2008, the Commission had borrowed \$11,936,783 of this amount.

The Mount Sterling Water and Sewer Commission's bonded indebtedness and other long-term notes at June 30, 2008 and 2007, are detailed as follows:

	Balance June 30 2006			Balance June 30 2007			Balance June 30 2008
	2006	Advances	Repayments	2007	Advances	Repayments	2008
1998-B Bonds	\$2,685,000	\$0	(\$265,000)	\$ 2,420,000	\$0	\$ (220,000)	2,200,000
Kentucky Municipal League Pooled Lease Financing Program	2,169,724	0	(173,024)	1,996,700	0	\$ (181,611)	1,815,089
KIA Fund A	611,890	0	(52,359)	559,531	0	\$ (52,989)	506,542
KIA Fund B	1,567,649	0	(120,169)	1,447,480	0	\$ (121,979)	1,325,501
KIA Fund A Loan	10,726,390	137,500	(550,472)	10,313,418	0	\$ (559,472)	9,753,946
Total	<u>\$17,760,653</u>	<u>\$137,500</u>	<u>(\$1,161,024)</u>	<u>\$16,737,129</u>	<u>\$0</u>	<u>\$(1,136,051)</u>	<u>\$15,601,078</u>

Mount Sterling Water and Sewer Commission
Notes to the Financial Statements
June 30, 2008 and 2007

Note 3. Long-Term Debt (Continued)

	Balance	
	June 30, 2008	
	Current	Long-Term
1998-B Bonds	\$ 230,000	\$ 1,970,000
Kentucky Municipal League Pooled Lease Financing Program	190,563	1,624,526
KIA Fund A	53,627	452,915
KIA Fund B	123,815	1,201,686
KIA Fund A Loan	565,081	9,188,865
Total	<u>\$1,163,086</u>	<u>\$14,437,992</u>

The long-term debt service requirements are as follows:

<u>Fiscal Year</u>	<u>Principal</u>	<u>Interest</u>	<u>Total</u>
2008-2009	\$ 1,163,086	\$ 277,773	\$ 1,440,859
2009-2010	1,190,653	253,500	1,444,153
2010-2011	1,223,777	228,180	1,451,957
2011-2012	1,167,479	201,716	1,369,195
2012-2013	1,196,787	177,935	1,374,722
2013-2018	5,818,015	515,753	6,333,768
2018-2023	3,184,998	121,057	3,306,055
2023-2024	<u>656,283</u>	<u>4,926</u>	<u>661,209</u>
	<u>\$15,601,078</u>	<u>\$1,780,840</u>	<u>\$17,381,918</u>

Series 1998-B Bonds

On September 17, 1998, the Commission borrowed the aggregate principal amount of \$4,450,000 of certain obligations of the City of Danville, Kentucky designated as its Multi-City Lease Revenue Bonds (City of Mount Sterling, Kentucky Water and Sewer System Revenue Refunding & Improvement Project) Series 1998-B. The purpose of the issue was for the refunding in advance of the 1978 Bond Issue, the Multi-City Lease Revenue Bonds of 1991, and the Multi-City Lease Revenue Bonds of 1996. The bonds are secured by a pledge of revenues. The bonds are subject to optional and mandatory redemption prior to maturity.

Kentucky Municipal League Pooled Lease Financing Program

On July 31, 1996, the Commission borrowed the aggregate principal amount of \$3,485,000 as part of a pooled lease financing program. The debt is secured by a pledge of gross revenues from the operations of the water and sewer system. The purpose of obtaining the debt was to finance several projects including the transmission main project and the pump station project. The lease is subject to a variable rate, which is adjusted annually, based on the BMA index.

Mount Sterling Water and Sewer Commission
Notes to the Financial Statements
June 30, 2008 and 2007

Note 3. Long-Term Debt (Continued)

KIA Fund A and KIA Fund B

As of June 30, 2008 and 2007, the Commission had drawn on a KIA loan which was made to finance the construction of the water treatment plant sludge facilities. The loan is secured by a pledge of revenues, and has been drawn up to \$1,055,969. The loan bears an interest rate of 1.2% and has a life of 20 years and matures in 2017.

As of June 30, 2008 and 2007, the Commission had also drawn on a KIA loan which was made to finance the construction of ground storage tanks and a water strengthening main. The loan is secured by a pledge of revenues, and has been drawn up to \$2,448,213. The loan bears an interest rate of 1.5% and has a life of 20 years and matures in 2018.

Kentucky Infrastructure Authority - A02-01

The Commission had drawn \$11,936,783 as of June 30, 2008 and 2007, from the Kentucky Infrastructure Authority. The loan was made for the construction of a new trunk sewer and wastewater treatment plant. The loan is secured by a pledge of revenues and can be drawn up to \$13,202,540. The loan bears an interest rate of 1% and has a life of 20 years.

Defeasance of Debt

During 1999, the Commission issued \$4,450,000 of Revenue Bonds with interest rates ranging from 3.80% to 4.90%. The City issued the bonds to advance refund \$5,200,000 of the outstanding 1978 Bond Issue, the Multi-City Lease Revenue Bonds of 1991, and the Multi-City Lease Revenue Bonds of 1996 with interest rates ranging from 4.10% to 7.50%. The Commission used the net proceeds along with other resources to purchase U.S. Government Securities. These securities were deposited in an irrevocable trust to provide for all future debt service payments on the refunding portion of the various issues. As a result, the portion of the various issues are considered defeased, and the Commission has removed the liability from its accounts. This advanced refunding reduced total debt service payments over the next 19 years by \$288,123.

Note 4. Net Assets

GASB Statement No. 34 requires the delineation of Net Assets as Invested in Property, Plant and Equipment (Capital investments), Restricted and Unrestricted.

The balance of capital investments represents funds that have been used to acquire pump stations, storage facilities, meter stations, etc., constructed and operated by the Mount Sterling Water and Sewer Commission, net of outstanding debt. The balance was \$23,853,064 and \$22,910,120 at June 30, 2008 and 2007, respectively.

Mount Sterling Water and Sewer Commission
Notes to the Financial Statements
June 30, 2008 and 2007

Note 4. Net Assets (Continued)

The Commission has the following restricted net assets that are reserved in accordance with the Commission's various bond ordinances (Note 5) or Board designations:

	<u>2008</u>	<u>2007</u>
Operation and Maintenance	\$ 90,000	\$ 90,000
Replacement	138,523	102,375
Depreciation	250,000	250,000
Debt Service	435,814	413,060
Other	<u>41,487</u>	<u>41,552</u>
Total Restricted	<u>\$955,824</u>	<u>\$896,987</u>

The Commission has a balance of \$3,596,938 and \$3,675,001 for unrestricted net assets at June 30, 2008 and 2007, respectively.

Note 5. Compliance with Bond Ordinance

The Series 1998-B bond ordinance requires the Commission to maintain certain reserves and restricted assets as follows:

Operation and Maintenance Fund - This reserve is required to maintain a balance equal to one month's cost of operating, maintaining, and insuring the system. The balance of this reserve at June 30, 2008 and 2007, was \$90,000.

Depreciation Fund - This reserve is required to maintain a balance of \$250,000. Funds may be withdrawn only to pay the cost of making unusual or extraordinary maintenance, repairs, renewals, and/or replacements to the system not included in the annual budget of current expenses, or for the purpose of paying the cost of construction improvements. The balance of this reserve at June 30, 2008 and 2007 was \$250,000.

Debt Service Reserve - This reserve was established as security for the payment of principal, interest, and redemption price, if any, on the Series 1998-B bonds. The balance of this reserve was \$435,814 and \$413,060 at June 30, 2008 and 2007, respectively.

The Kentucky Infrastructure Authority requires the Commission to maintain certain reserves and restricted assets as follows:

Replacement Reserve - This reserve requires the Commission to deposit \$32,790 each December 1 into a separate account until the balance reaches \$327,900 and be maintained for the life of the loan. The balance of this reserve at June 30, 2008 and 2007, was \$138,523 and \$102,375, respectively.

Mount Sterling Water and Sewer Commission
Notes to the Financial Statements
June 30, 2008 and 2007

Note 6. Property, Plant and Equipment

A summary of changes in property, plant and equipment is as follows:

	Balance			Balance			Balance
	June 30, 2006	Additions	Disposals	June 30, 2007	Additions	Disposals	June 30, 2008
Land and building	\$1,235,157	\$45,000	\$0	\$1,280,157	\$0	\$0	\$1,280,157
Water and sewer system	52,925,998	1,037,945	0	53,963,943	1,435,288	0	55,399,231
Equipment	1,087,182	10,144	(5,650)	1,091,676	25,218	0	1,116,894
Construction in progress	0	43,691	0	43,691	51,152	(43,691)	51,152
Vehicles	282,501	23,679	(13,053)	293,127	14,560	(14,211)	293,476
	55,530,838	1,160,459	(18,703)	56,672,594	1,526,218	(57,902)	58,140,910
Accumulated depreciation	(15,404,523)	(1,638,113)	17,291	(17,025,345)	(1,675,634)	14,211	(18,686,768)
Total net property, plant and equipment	\$40,126,315	(\$477,654)	(\$1,412)	\$39,647,249	(\$149,416)	(\$43,691)	\$39,454,142

Note 7. Pension Plan

The Mount Sterling Water and Sewer Commission is a participating employer of the County Employees' Retirement System (CERS) which is a multi-employer defined benefit plan that covers substantially all regular full-time employees of county, school board, municipal and other local agencies electing to participate. Upon election to participate in the CERS, each employee has the option to participate. However, all subsequent employees must participate and the employer is required to continue participation.

The Mount Sterling Water and Sewer Commission had a total of 31 employees at June 30, 2008 and 2007, covered by the CERS who contributed 5.00%. The employer contributed 16.17% in 2008 and 13.19% in 2007. The Commission's contribution was \$167,585 and \$125,844, and the employees contributed \$51,820 and \$47,324 for the years ended June 30, 2008 and 2007, respectively.

The amount shown below as "actuarial accrued liability" is a standardized disclosure measure of the present value of pension benefits, adjusted for the effects of projected salary increases estimated to be payable in the future as a result of employee service to date. The measure is the actuarial present value of credited projected benefits and is intended to help users assess the System's funding status on a going-concern basis, assess progress made in accumulating sufficient assets to pay benefits when due, and make comparisons among public employee retirement systems (PERS). The measure is independent of the actuarial funding method used to determine contributions to the System. The System was fully funded according to the latest available audit report.

Vesting in a retirement benefit begins immediately upon entry into the System. The participant has a fully vested interest after the completion of sixty months of service, twelve of which are current service. At a minimum, terminated employees are refunded their contributions with credited interest at 3% compounded annually through June 30, 1981, 6% thereafter through June 30, 1986 and 4% thereafter. All required contributions were paid at year end or within thirty (30) days thereafter. The percentage of the Commission's contribution to total employers' contribution in the CERS for the year is not known.

The CERS total actuarial accrued liability was \$8,868,182,000 and net assets available for benefits were \$7,107,113,000 as of June 30, 2007, which is the latest information available.

Mount Sterling Water and Sewer Commission
Notes to the Financial Statements
June 30, 2008 and 2007

Note 8. Related Party Transactions

The Mount Sterling Water and Sewer Commission purchased machine labor from a company owned by an employee and equipment from a company owned by the manager of the Commission. The amount of labor purchased was \$0 and \$17,056 for the years ended June 30, 2008 and 2007, respectively. The amount of equipment purchased amounted to \$0 and \$5,751 for the years ended June 30, 2008 and 2007, respectively.

Note 9. Risk Management

The Mount Sterling Water and Sewer Commission is exposed to various risks of loss related to torts; theft of, damage to, and destruction of assets; errors and omissions; injuries to employees; and natural disasters. In addition to its general liability insurance, the Commission also carries commercial insurance for all other risks of loss such as workers' compensation and employee health and accident insurance. Settled claims resulting from these risks have not exceeded commercial insurance coverage in any of the past three fiscal years. The following is a schedule of insurance in force as of June 30, 2008:

<u>Coverage</u>	<u>Amount of Coverage</u>	<u>Premium</u>	<u>Policy Term</u>
Buildings & property	\$ 31,541,318	*	7/1/07 - 7/1/08
General liability	3,000,000	*	7/1/07 - 7/1/08
Public officials liability	3,000,000	*	7/1/07 - 7/1/08
Law enforcement liability	3,000,000	*	7/1/07 - 7/1/08
Automobile liability 3,000,000	* 7/1/07 - 7/1/08		
Automobile physical	Actual Value	*	7/1/07 - 7/1/08
Crime:			
Forgery or alteration	100,000	*	7/1/07 - 7/1/08
Theft-inside premises	100,000	*	7/1/07 - 7/1/08
Theft-outside premises	100,000	*	7/1/07 - 7/1/08
Public dishonesty	250,000	*	7/1/07 - 7/1/08
Counterfeit paper	100,000	*	7/1/07 - 7/1/08
Workers compensation insurance:			
Waterworks	538,159	*	7/1/07 - 7/1/08
Sewage	213,877	*	7/1/07 - 7/1/08
Clerical	272,965	*	7/1/07 - 7/1/08
Health & life insurance	Various	\$ 124,291	Monthly
Blanket coverage; total premium \$159,700.			

Note 10. Subsequent Events

On October 3, 2008, President Bush signed the Emergency Economic Stabilization Act of 2008, which temporarily increased FDIC insurance coverage from \$100,000 to \$250,000 per depositor. This change is effective immediately and is scheduled to expire December 31, 2009. This law change reduces the Commission's future custodial risk as disclosed in Note 1.

**Mount Sterling Water and Sewer Commission
Schedule of Revenues, Expenses And Changes
in Net Assets Budget and Actual
For the Year Ended June 30, 2008**

	Enacted Budget	Actual	Favorable (Unfavorable)
Operating revenues			
Water sales	\$ 2,455,200	\$ 2,498,578	\$ 43,378
Sewer sales	2,001,100	1,988,035	(13,065)
Other income	58,700	65,452	6,752
Total operating revenues	<u>4,515,000</u>	<u>4,552,065</u>	<u>37,065</u>
Operating expenses			
Water	1,361,300	1,988,563	(627,263)
Sewer	752,360	1,406,591	(654,231)
General and administrative costs:			
Water	613,960	625,016	(11,056)
Sewer	374,020	343,459	30,561
Total operating expenses	<u>3,101,640</u>	<u>4,363,629</u>	<u>(1,261,989)</u>
Operating income	<u>1,413,360</u>	<u>188,436</u>	<u>(1,224,924)</u>
Nonoperating revenues (expenses)			
Interest income	187,000	185,398	(1,602)
Grants	0	132,112	132,112
Gain on sale of fixed assets	0	3,500	3,500
Other expense	0	(41,039)	(41,039)
Interest expense	(3,600)	(323,616)	(320,016)
Total net nonoperating revenues (expenses)	<u>183,400</u>	<u>(43,645)</u>	<u>(227,045)</u>
Income before contributions	1,596,760	144,791	(1,451,969)
Capital contributions	0	778,926	778,926
Change in net assets	1,596,760	923,717	(673,043)
Total net assets, beginning of year	<u>27,482,109</u>	<u>27,482,109</u>	<u>0</u>
Total net assets, end of year	<u>\$ 29,078,869</u>	<u>\$ 28,405,826</u>	<u>\$ (673,043)</u>

Mount Sterling Water and Sewer Commission
Schedule of Debt Service Requirements
Kentucky Municipal League Pooled Lease Financing Program
June 30, 2008

<u>Fiscal Year Ending June 30</u>	<u>Principal Payments</u>	<u>Interest</u>	<u>Admin. Fees</u>	<u>Total Debt Requirements</u>	<u>Principal Outstanding at End of Year</u>
2009	\$ 190,563	\$ 51,770	\$ 16,175	\$ 258,508	\$ 1,624,526
2010	199,956	46,022	14,366	260,344	1,424,570
2011	209,811	39,889	12,451	262,151	1,214,759
2012	220,153	33,516	10,452	264,121	994,606
2013	231,004	26,652	8,326	265,982	763,602
2014	242,390	19,618	6,123	268,131	521,212
2015	254,338	12,184	3,802	270,324	266,874
2016	266,874	4,392	1,368	272,634	0
	<u>\$ 1,815,089</u>	<u>\$ 234,043</u>	<u>\$ 73,063</u>	<u>\$ 2,122,195</u>	

Mount Sterling Water and Sewer Commission
Schedule of Debt Service Requirements
Kentucky Infrastructure Authority Fund A
June 30, 2008

Fiscal Year Ending June 30	Principal Due Dec. 1 & June 1	Interest December 1	Interest June 1	Total Debt Requirements	Principal Outstanding at End of Year
2009	\$ 53,627	\$ 3,039	\$ 2,879	\$ 59,545	\$ 452,915
2010	54,272	2,717	2,556	59,545	398,643
2011	54,926	2,392	2,227	59,545	343,717
2012	55,587	2,062	1,896	59,545	288,130
2013	56,256	1,729	1,560	59,545	231,874
2014	56,933	1,391	1,221	59,545	174,941
2015	57,618	1,050	877	59,545	117,323
2016	58,311	704	530	59,545	59,012
2017	59,012	354	179	59,545	0
	<u>\$ 506,542</u>	<u>\$ 15,438</u>	<u>\$ 13,925</u>	<u>\$ 535,905</u>	

Mount Sterling Water and Sewer Commission
Schedule of Debt Service Requirements
Kentucky Infrastructure Authority Fund B
June 30, 2008

<u>Fiscal Year</u> <u>Ending June 30</u>	<u>Principal</u> <u>Due</u> <u>Dec. 1 &</u> <u>June 1</u>	<u>Interest</u>		<u>Total Debt</u> <u>Requirements</u>	<u>Principal</u> <u>Outstanding at</u> <u>End of Year</u>
		<u>December 1</u>	<u>June 1</u>		
2009	\$ 123,815	\$ 9,941	\$ 9,479	\$ 143,235	\$ 1,201,686
2010	125,680	9,012	8,543	143,235	1,076,006
2011	127,572	8,070	7,593	143,235	948,434
2012	129,493	7,113	6,629	143,235	818,941
2013	131,443	6,142	5,650	143,235	687,498
2014	133,421	5,156	4,658	143,235	554,077
2015	135,430	4,155	3,650	143,235	418,647
2016	137,469	3,140	2,626	143,235	281,178
2017	139,537	2,109	1,589	143,235	141,641
2018	141,641	1,062	534	143,237	0
	<u>\$ 1,325,501</u>	<u>\$ 55,900</u>	<u>\$ 50,951</u>	<u>\$ 1,432,352</u>	

Mount Sterling Water and Sewer Commission
Schedule of Debt Service Requirements
Refunding and Improvement Project, Series 1998B
June 30, 2008

<u>Fiscal Year Ending June 30</u>	<u>Principal Due June 1</u>	<u>Interest</u>		<u>Total Debt Requirements</u>	<u>Principal Outstanding at End of Year</u>
		<u>December 1</u>	<u>June 1</u>		
2009	\$ 230,000	\$ 52,268	\$ 52,268	\$ 334,536	\$ 1,970,000
2010	240,000	47,093	47,093	334,186	1,730,000
2011	255,000	41,633	41,633	338,266	1,475,000
2012	180,000	35,767	35,767	251,534	1,295,000
2013	190,000	31,537	31,537	253,074	1,105,000
2014	195,000	27,072	27,072	249,144	910,000
2015	210,000	22,295	22,295	254,590	700,000
2016	220,000	17,150	17,150	254,300	480,000
2017	235,000	11,760	11,760	258,520	245,000
2018	245,000	6,002	6,002	257,004	0
	<u>\$ 2,200,000</u>	<u>\$ 292,577</u>	<u>\$ 292,577</u>	<u>\$ 2,785,154</u>	

Mount Sterling Water and Sewer Commission
Schedule of Debt Service Requirements
Kentucky Infrastructure Authority A02-01
June 30, 2008

<u>Fiscal Year</u> <u>Ending June 30</u>	<u>Principal</u> <u>Due</u> <u>Dec. 1 &</u> <u>June 1</u>	<u>Interest</u> <u>Due</u> <u>Dec. 1 &</u> <u>June 1</u>	<u>Admin.</u> <u>Fees</u>	<u>Total Debt</u> <u>Requirements</u>	<u>Principal</u> <u>Outstanding at</u> <u>End of Year</u>
2009	\$ 565,081	\$ 96,130	\$ 19,226	\$ 680,437	\$ 9,188,865
2010	570,746	90,465	18,093	679,304	8,618,119
2011	576,467	84,744	16,948	678,159	8,041,652
2012	582,246	78,965	15,793	677,004	7,459,406
2013	588,083	73,128	14,626	675,837	6,871,323
2014	593,979	67,232	13,446	674,657	6,277,344
2015	599,934	61,277	12,255	673,466	5,677,410
2016	605,948	55,263	11,053	672,264	5,071,462
2017	612,022	49,188	9,838	671,048	4,459,440
2018	618,158	43,053	8,610	669,821	3,841,282
2019	624,355	36,856	7,372	668,583	3,216,927
2020	630,614	30,597	6,119	667,330	2,586,313
2021	636,936	24,275	4,855	666,066	1,949,377
2022	643,321	17,889	3,578	664,788	1,306,056
2023	649,771	11,440	2,288	663,499	656,285
2024	656,285	4,926	985	662,196	0
	<u>\$ 9,753,946</u>	<u>\$ 825,428</u>	<u>\$ 165,085</u>	<u>\$ 10,744,459</u>	

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

Mount Sterling Water and Sewer Commission
Mount Sterling, Kentucky

We have audited the financial statements of the Mount Sterling Water and Sewer Commission (the Commission) of the City of Mount Sterling, Kentucky, as of and for the year ended June 30, 2008, and have issued our report thereon dated October 17, 2008 which includes an explanatory paragraph regarding the omission of Management Discussion and Analysis. We conducted our audit in accordance with auditing standards generally accepted in the United States of America and the standards applicable to financial audits contained in *Government Auditing Standards*, issued by the Comptroller General of the United States.

Internal Control Over Financial Reporting

In planning and performing our audit, we considered the Commission's internal control over financial reporting as a basis for designing our auditing procedures for the purpose of expressing our opinion on the financial statements, but not for the purpose of expressing an opinion on the effectiveness of the Commission's internal control over financial reporting. Accordingly, we do not express an opinion on the effectiveness of the Commission's internal control over financial reporting.

Our consideration of internal control over financial reporting was for the limited purpose described in the preceding paragraph and would not necessarily identify all deficiencies in internal control over financial reporting that might be significant deficiencies or material weaknesses. However, as discussed below, we identified a certain deficiency in internal control over financial reporting that we consider to be a significant deficiency.

A control deficiency exists when the design or operation of a control does not allow management or employees, in the normal course of performing their assigned functions, to prevent or detect misstatements on a timely basis. A significant deficiency is a control deficiency, or a combination of control deficiencies, that adversely affects the Commission's ability to initiate, authorize, record, process, or report financial data reliably in accordance with generally accepted accounting principles such that there is more than a remote likelihood that a misstatement of the Commission's financial statements that is more than inconsequential will not be prevented or detected by the Commission's internal control. We consider the deficiency described below to be a significant deficiency in internal control over financial reporting.

- While management is certainly knowledgeable in regard to the numbers reported in the financial statements, identifying and applying new authoritative guidance in regard to elements reported in the notes to those statements is outside the scope of management.

A material weakness is a significant deficiency, or a combination of significant deficiencies, that results in more than a remote likelihood that a material misstatement of the financial statements will not be prevented or detected by the Commission's internal control.

Our consideration of the internal control over financial reporting was for the limited purpose described in the first paragraph of this section and would not necessarily identify all deficiencies in the internal control that might be significant deficiencies and, accordingly, would not necessarily disclose all significant deficiencies that are also considered to be material weaknesses. We believe that the significant deficiency described above is not a material weakness.

Compliance and Other Matters

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

This report is intended solely for the information and use of management, the Board of Directors, others within the Commission, and the Council of the City of Mount Sterling, Kentucky and is not intended to be and should not be used by anyone other than these specified parties.

Faulkner, King, Romenesko & Wenz, PSC

October 17, 2008