

**WINCHESTER MUNICIPAL UTILITIES
WINCHESTER, KENTUCKY**

AUDITED FINANCIAL STATEMENTS

YEARS ENDED JUNE 30, 2015 and 2014

**WINCHESTER MUNICIPAL UTILITIES
WINCHESTER, KENTUCKY
JUNE 30, 2015 and 2014**

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SUMMERS, MCCRARY & SPARKS, P.S.C.

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INDEPENDENT AUDITOR'S REPORT

To the Commissioners
Winchester Municipal Utilities
Winchester, KY

We have audited the accompanying financial statements of the business-type activities of Winchester Municipal Utilities, component unit of the City of Winchester, Kentucky, as of and for the years ended June 30, 2015 and 2014, and the related notes to the financial statements, which collectively comprise the Utilities' basic financial statements as listed in the table of contents.

Management's Responsibility for the Financial Statements

Management is responsible for the preparation and fair presentation of these 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 these financial statements based on our audit. 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. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's 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, the auditor considers internal control relevant to the entity'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 entity'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 opinions.

Opinions

In our opinion, the financial statements referred to above present fairly, in all material respects, the respective financial position of the business-type activities of Winchester Municipal Utilities, component unit of the City of Winchester, Kentucky, as of June 30, 2015 and 2014, and the respective changes in financial position and, where applicable cash flows thereof for the years then ended in conformity with accounting principles generally accepted in the United States of America.

Other Matters

Required Supplementary Information

Accounting principles generally accepted in the United States of America require that the management's discussion and analysis on pages 4 through 22 and the Schedule of Proportionate Share of Net Pension Liability and Schedule of Contributions on pages 49-50 be presented 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 an 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 audit of the 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.

Other Information

Our audit was conducted for the purpose of forming opinions on the financial statements that collectively comprise the Winchester Municipal Utilities', component unit of the City of Winchester, Kentucky, basic financial statements. The Department Expenses, Revenue Bond Debt Schedules are presented for purposes of additional analysis and are not a required part of the basic financial statements.

The Department Expenses, and the Revenue Bond Debt are the responsibility of management and were derived from and relate directly to the underlying accounting and other records used to prepare the basic financial statements. Such information has been subjected to the auditing procedures applied in the audit of the basic financial statements and certain additional procedures, including comparing and reconciling such information directly to the underlying accounting and other records used to prepare the basic financial statements or to the basic financial statements themselves, and other additional procedures in accordance with auditing standards generally accepted in the United States of America. In our opinion, the Department Expenses, and Revenue Bond Debt Schedules are fairly stated in all material respects in relation to the basic financial statements as a whole.

Other Reporting Required by *Government Auditing Standards*

In accordance with *Government Auditing Standards*, we have also issued our report dated November 9, 2015, on our consideration of Winchester Municipal Utilities', component unit of the City of Winchester, Kentucky, internal control over financial reporting and 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 internal control over financial reporting or on compliance. That report is an integral part of an audit performed in accordance with *Government Auditing Standards* in considering Winchester Municipal Utilities', component unit of the City of Winchester, Kentucky, internal control over financial reporting and compliance.

Summers, McCrary & Sparks, PSC

Summers, McCrary & Sparks, PSC
Winchester, Kentucky
November 9, 2015

**MANAGEMENT'S DISCUSSION AND ANALYSIS
WINCHESTER MUNICIPAL UTILITIES
JUNE 30, 2015**

UTILITY PROFILE

Winchester Municipal Utilities (WMU), an enterprise fund of the City of Winchester, Kentucky (City), was established in 1958 by ordinance of the City to provide water, sanitary sewer (wastewater) and solid waste services for the City and portions of Clark County. WMU is governed by a Board of Commissioners appointed by the Mayor with approval of the Board of Commissioners of the City. The Winchester Municipal Utilities Commission (WMUC) provides direction and oversight of the utility and its operations, adopts the budget, sets the operating policies, hires the General Manager and Counsel of the utility, and recommends to the City utility rates necessary to support the operations of the utility, repair and replacement of the utility's assets, and payment of the utility's debt service.

WMU has 11,670 water customers, 11,404 wastewater customers, and 8,588 solid waste customers.

Fiscal Year 2015/2016 budget reflects annual revenue of \$17,178,400 and annual debt service of \$5,218,093.

• **Water System**

WMU currently has two sources of raw water – Pool No. 10 of the Kentucky River and the Carroll Ecton Reservoir (Reservoir). WMU's primary source of water is Pool No. 10, a 25-mile pool of the river. WMU is the only water utility withdrawing water from this source. WMU is permitted to withdraw up to 15 million gallons per day (MGD) from pool No. 10 under normal river flow conditions, with restrictions being imposed during times of below normal river flow. The Reservoir impounds approximately 500,000,000 gallons of water on an unnamed tributary of Lower Howards Creek. WMU is permitted to withdraw up to 5.3 MGD from the Reservoir.

The water treatment plant under special provision is rated to produce 6.0 million gallons per day (MGD). Clearwell storage is 1,000,000 gallons; elevated storage totals 3,500,000 gallons. WMU maintains approximately 180.23 miles of water line in the distribution system.

Average day water production for FY 2014/2015 was 4.37 MGD. Peak day water production for FY 2014/2015 was 5.49 MGD. In addition to the provision of service to its retail customers, WMU provides water for resale to the East Clark County Water District (ECCWD) and the Kentucky American Water Company (KAWC).

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- **Wastewater System**

WMU maintains approximately 155.10 miles of gravity and force main sanitary sewers, eight (8) sewage-pumping stations (excluding the landfill pump stations), and two (2) wastewater treatment plants (WWTP). The Strodes Creek WWTP is rated at 7.2 MGD and the Lower Howards Creek WWTP is rated at 2.0 MGD. The Strodes Creek WWTP is designed to handle a biological load approximately four times greater than typical domestic sewage. The Lower Howards Creek WWTP is designed to handle typical domestic sewage. In addition, WMU operates solids processing facilities at both locations with the Strodes Creek WWTP producing and distributing for beneficial reuse Class A biosolids in compliance with 40 Code of Federal Regulations (CFR) §503.

Average day wastewater treatment for FY 2014/2015 at Strodes Creek was 3.93 MGD with a peak day wastewater treatment for FY 2014/2015 at 19.74. Average day wastewater treatment for FY 2014/2015 at Lower Howards Creek was 0.93 MGD with a peak day wastewater treatment for FY 2014/2015 at 8.89 MGD. For FY 2014/2015 701.50 tons of Class A biosolids were produced at the Strodes Creek WWTP. Due to equipment maintenance and other factors Class B biosolids were produced at Strodes Creek for a portion of FY 2014/2015. Total Class B biosolids produced at Lower Howards Creek was 54.40 dry tons.

- **Solid Waste System**

WMU is responsible for the daily collection of solid waste and recycling material (residential) generated within the City and transportation for ultimate disposal in a privately owned and permitted solid waste landfill and/or material recovery facility. In addition, WMU collects and grinds yard waste for beneficial reuse, operates and maintains a voluntary recycling operation for newspaper, white and mixed paper, cardboard, glass, plastics, tin, and aluminum, and maintains a 20-acre, non-operating landfill that is classified as *in post-closure care*.

Average day solid waste collection and disposal for FY 2014/2015 was 52.00 tons and average monthly yard waste collection for FY 2014/2015 was 107.66 tons.

SIGNIFICANT ISSUES

- **Water Supply, Treatment and Distribution**

Addressing the water supply, treatment, and distribution needs of the community continues to be at the forefront of priorities for the Utility. Normal growth pattern projections and water usage data have indicated the need for additional potable water capacity. The timeframe for that need may or may not be accelerated or become critical based upon the needs of the industrial community and projected growth rates being met. While plans to increase water demands at several local industries remain very much a reality, other industries have initiated production

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activities and will continue to play a significant role in water needs along with other large water users who plan on expanding their existing facilities. Recently, several lots within the Industrial Park, Phase VI development have been constructed, housing Amazon and the Rocky Mountain ATV facilities. Determination of the water requirements for the remaining lots will factor into defining the ultimate water needs.

As previously stated WMU's current permitted capacity is 6.0 million gallons per day (MGD) with current average day demand of 4.37 MGD and peak day demand of 5.49 MGD. WMU's average day production is up nearly 200,000 GPD from the previous fiscal year. Projections of WMU's 20-year demand are 12.0 MGD based upon normal growth patterns which can be skewed with the addition or loss of any significant industry or other large user. Normal and peak day average water production continues to rise. The most likely contributing factor for the most recent two fiscal years would be the extreme cold weather experienced during the winter months. Careful consideration must be given to all these factors when sizing a new water treatment plant (WTP) and associated infrastructure.

Discussions in 2008 between the WMU and City Commissions led to a decision to construct a new WTP. Construction was proposed to be phased with the initial capacity being 6.0 MGD to operate in concert with the existing WTP yielding an effective capacity of 8.0 – 9.0 MGD. A final determination on an initial capacity and operating scheme is still undecided. Several significant questions to be answered during the design phase include continued use of the existing WTP upon completion of the new WTP facilities and future use of the Reservoir for a back-up raw water supply. With design of a new WTP scheduled for 2015/2016 these are very important decisions for the near term. The final effective capacity of the new WTP will be determined by the Division of Water (DOW).

Over time, the existing WTP is proposed to be phased out of service and the planned WTP expanded to 12.0 MGD. The total estimated cost (preliminary engineering costs) of the initial phase of improvements ranges from \$24 - \$28 million dollars based on current information. The timetable for construction of the improvements ranges from 2017 through 2019. Preliminary grade work and siting of the new WTP facilities was constructed as part of the Lower Howards Creek Wastewater Treatment Plant project at a cost of \$2,189,500. In addition, raw water pump upgrades and raw and finished water transmission improvements are in the final stages of construction with a First Quarter 2016 completion timeframe which will insure the delivery of the additional capacity.

The finished water main improvements begin at WMU's Kentucky River Pump Station (1001 Ford Road) extend to the future site of the proposed WTP located at 7055 Boonesboro Road, interconnect with the existing WTP facilities at 365

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Water Works Road, and end with connection to the existing 12-inch water main near 550 Bypass Road. As previously mentioned construction is in the final phases and the water line has been placed in service.

The Kentucky River Pump Station improvements call for the addition of one (1) raw water vertical turbine pump, pump control valves, HVAC upgrades, electrical upgrades and other associated piping and valve improvements. Construction of the improvements is underway with an expected completion in the First Quarter of 2016.

• **Consent Decree**

Compliance with requirements of the Consent Decree remains a top priority for the utility. Much progress has been made since April of 2007 to comply with the requirements of this enforcement action. The Consent Decree is the settlement agreement between the United States Environmental Agency (EPA), the Kentucky Energy and Environment Cabinet (EEC, formerly known as the Environmental and Public Protection Cabinet), City and WMU detailing actions to be taken by City and WMU for violations of the Clean Water Act , 33 U.S.C. § 1319. The basic tenants of the Consent Decree call for the City and WMU to:

- Eliminate existing and recurring sanitary sewer overflows (SSOs)
- Reduce the potential for future SSOs

Such has been achieved through a defined capital program and structured operation and maintenance (O&M) programs.

Deadlines outlined in the Consent Decree for completion of capital projects to eliminate SSO’s are shown in the chart below:

Project	Project Area	Proposed Completion Date
Lower Howards Creek Sanitary Sewer Improvements	Snowfall Stoneybrook	January 31, 2013
Bel-Air Sanitary Sewer Improvements	Bel-Air Westside	July 31, 2013
Hampton Manor	(Bonnie Brook and Mockingbird Valley)	July 31, 2019
Madison, Flanagan, & East Washington Street	Madison, Flanagan, & East Washington Street	January 20, 2021
Other locations identified in Exhibit A of the Consent Decree	WMU Collection System	January 20, 2024

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The Lower Howards Creek Project involved a facilities plan update, construction of sanitary sewer interceptors, force main and construction of a new wastewater treatment plant. The Lower Howards Creek Project is complete and received final acceptance January 2, 2014. The Bel-Air Sanitary Sewer Improvements project involved construction of an interstate road bore and new interceptor sewer that eliminated two (2) sewage pumping stations. Construction of BelAir is complete and was formally accepted on June 20, 2013. The Hampton Manor Sanitary Sewer Improvements project is proposed to eliminate two (2) recurring SSOs in the Bonnie Brook and Mockingbird Valley area (MH's 14-76A and 14-51). Construction of the Madison, Flanagan, and East Washington Street project includes the rehabilitation of the East Interceptor Sewer coupled with construction of larger diameter sewers in the downtown area of Winchester to replace aging infrastructure. This project along with any other locations identified in Exhibit A of the Consent Decree will be designed upon completion of the necessary flow monitoring and updates to the Sewer Hydraulic Model as required.

Structured O&M programs have been developed, submitted, and reviewed/approved by the EPA. These programs are known as the Capacity, Management, Operation and Maintenance (CMOM) programs. WMU developed fourteen (14) required CMOM programs seven (7) of which were submitted, reviewed, and approved by EPA. A list of the CMOM Programs developed and submitted to EPA are as follows:

- Sewer Overflow Response Plan (SORP)
- Inter Jurisdictional Agreement Program
- Public Education Program
- Spill Impact Water Quality Monitoring Program
- Corrosion Control Program
- Routine Hydraulic Cleaning Program
- Root Control Program
- Capacity Assurance Program (CAP)
- Acquisition Consideration Program
- Infrastructure Rehabilitation Program (IRP)
- Sewer System Assessment Program (CSSAP)
- Sewer System Inventory Program
- Fats, Oils, and Grease Control Program (FOG)
- Financial and Cost Analysis Program

Additional requirements of the Consent Decree included a Supplemental Environmental Project (SEP). As a result, it was determined to be environmentally beneficial to the public to implement a SEP which would commission a study of the streams in the Lower Howards Creek Watershed

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(LHCW) and develop a Lower Howards Creek Watershed Management Plan (LHCWMP). The SEP Completion Report was submitted to the EPA and KDOW on November 20, 2012. On January 8, 2013 WMU received written confirmation that the SEP Completion Report in accordance with General Provision 4 of Exhibit D of the Consent Decree was approved by the EPA.

As would be expected the requirements of the Consent Decree have had a substantial fiscal effect on WMU ratepayers. In March of 2010 it was necessary for WMU and the City of Winchester to enact phased rate increases to provide the revenue and funds to comply with the requirements of the Consent Decree that included capital construction projects and CMOM activities. These changes have equated to a total adjustment of \$28.68/month for the average customer or an overall 132% increase for the average customer on the monthly utility bill for sewer.

Current and proposed expenditures for all Consent Decree work as noted above will amount to approximately \$85,884,369.33. This equates to approximately \$7,531.07 for each of WMU's 11,404 customers. WMU does not expect to see any relief from this financial burden for its customers with the addition of new customers. There has been very little growth even though the economy is showing signs of recovery.

- **Kentucky River Lock and Dam No. 10**

Construction of the Kentucky River Lock and Dam No. 10 were completed in 1905. The lock and dam were owned and operated by the United States Army Corps of Engineers (COE) until 1996 at which time ownership and the responsibility for maintenance and replacement of the lock and dam were transferred to the Commonwealth of Kentucky. The General Assembly created by statute the Kentucky River Authority (KRA) to oversee the operation, maintenance and replacement of the 14 locks and dams on the Kentucky River. Implicit in that charge of authority is the maintenance of the 14 pools of water for water supply. The Kentucky River supplies water to approximately 22% of Kentucky's population. WMU, like all other water utilities that withdraw water from the Kentucky River, pays a withdrawal fee for each gallon of water withdrawn from the Kentucky River and the Carroll Ecton Reservoir and passes that cost to its customers. The withdrawal fees are used by KRA for repair and replacement of the 14 locks and dams. The withdrawal fees were recently increased (July 2013) to help facilitate the repair and replacement of the aging infrastructure.

Dam No. 10 was built as a timber crib dam with a plain concrete face, i.e., the dam is a series of timber boxes, stacked and filled with large rock and covered with a concrete skin that has no reinforcement. The dam is over 100 years old and has had no substantial rehabilitation during its service life. The dam

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impounds Pool No. 10 which creates the water supply for Winchester and most of Clark County.

Pool No. 10 is the longest pool on the Kentucky River stretching nearly 25 miles along the 260 miles of the Kentucky River. The East Kentucky Power (EKP) Dale Generating Plant did withdraw cooling water for the power generating plant from this pool. EKP has since decommissioned the facility located at this location and is in the process of removing coal ash from the sedimentation ponds. With this decommissioning the WMU withdrawal is the only permitted withdrawal from Pool No. 10. The City of Richmond Utilities recently constructed a new wastewater treatment plant (WWTP) which discharges to Otter Creek in Madison County upstream from WMU's water intake in Pool No. 10. The permitted WWTP discharge meets the Kentucky, five-mile separation rule between a WWTP discharge and a WTP intake.

The Kentucky River is subject to wide variations in flow from 0 flows to 1 billion gallons per day. The wide variations in flow and resulting stress on the dam and scour below the dam make Dam No. 10 vulnerable to overturning. KRA has ranked replacement of Dam No. 10 as a top priority and has allocated funding in its budget to design and construct replacement facilities. The Board of the Kentucky River Authority has approved a six-year capital plan that included approximately \$2.5 million in the 2012-14 bienniums for design and \$46 million in the 2014-16 bienniums for construction of a new dam. KRA's capital plan which included this funding was approved by the Kentucky Legislature during the 2012 General Assembly. The KRA Board authorized KRA staff to move forward with design of improvements for Dam No. 10 at its regular meeting on August 26, 2014. Design of the improvements is underway and is expected to be complete in calendar year 2016. A failed dam would leave Winchester without its primary water supply and KRA has indicated their emergency action plan to repair a failed dam would place the burden on the water withdrawer for a minimum of 7-14 days until equipment could be mobilized. WMU's Carroll Ecton Reservoir would yield, without mandatory conservation measures, approximately a 30-45 day supply of water under normal weather patterns.

The Kentucky River is a non-protected watershed. It is subject to contamination from straight pipes (unauthorized sewer discharges), agricultural runoff (chemical contamination), chemical spills, and drought. Yet approximately one quarter of the state's population relies upon the river for water supply.

- **Carroll Ecton Reservoir**

The Carroll Ecton Reservoir currently serves as a secondary source of water supply for the City of Winchester and Clark County. As previously mentioned the Reservoir impounds approximately 500,000,000 gallons of water on an unnamed

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tributary in Lower Howards Creek. Excess raw water flow from the Kentucky River can be pumped to the Reservoir during normal operation. Over the years significant leakage has developed out of the hillside (rock face) just below the dam and an unknown amount of silt has accumulated within the body of water both of which effect storage volumes. With construction of a new WTP and the potential for phasing the existing WTP out of service, maintaining the Reservoir as a raw water source will require further consideration. As part of the design of the new WTP a technical memorandum will be completed to address raw water supply alternatives. Continued use of this secondary source of raw water supply will be a matter requiring direction prior to finalizing design of the new WTP plant facilities.

- **Solid Waste Enhancements**

The WMU Commission authorized a comprehensive solid waste study of the solid waste operations for WMU on May 31, 2012. The scope of services was comprised of four (4) phases of work that included 1) Compilation and review of existing information, 2) Cost and rate analysis, 3) Review of alternatives (optional), and 4) Reporting. The final report delivered in March of 2013 provided a comprehensive review of the operational and financial performance of WMU's solid waste services, including collection, recycling, and operation of the transfer station. The final report also included state and national benchmarking of municipal and solid waste management systems to gauge the "state of the industry" and to identify best practices for consideration by WMU. Key findings from the study included elimination of the mandatory commercial customer charge, establishment of a multi-family customer class, validation and implementation of several operational alternatives including integration of elderly/disabled collection into regular refuse routes; conversion of the second weekly refuse collection service to curbside recycling collection; consideration of a Pay As You Throw (PAYT) structure; and establishment of commercial collection for corrugated cardboard recycling. The final report developed rate structures for "full cost" and "revenue sufficiency".

Since completion of the final report WMU has implemented several of the recommendations and findings or variations thereof that include Residential Single Stream Curbside Recycling, Phases I (March 7, 2014) and II (October 2, 2014) and established a multi-family customer class with container rates. WMU continues to review recommendations that include opening of the transfer station for private solid waste collectors and curbside collection of commercial recycling.

WMU was the recipient of a 2015/2016 recycling grant from the Kentucky Pride Grant Funds in the amount of \$62,758.02. Upon award and receipt of the grant funds WMU completed installation of Transfer Station truck scales to allow for weighing of material being transported to the landfill and Recycling Recovery Facility. Installation of the scales will also allow for weighing of material brought

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to the Transfer Station by customers rather than trying to determine a volume which is the current mode of operation. Changes to the existing fee structure will require revisions to the ordinance and approval of the City Commission.

WMU completed installation of a new concrete recycling center driveway to match existing elevations currently in place at the Maple Street Recycling Drop-off Facility. The work also included installation of bollards and retaining structures necessary for the construction of the new driveway. The improvements addressed poor site conditions as well as enhanced the overall safety of the site.

- **Affordability**

Affordability of services continues to be a major concern of the City Commission, the Utility Commission and to management. The WMU service area population is approximately 27,000 – 30,000 of which 51% fall in the low to moderate income (LMI) level. While the economy continues to slowly recover a continued depressed world-wide economy and limited local development further impacts the affordability of WMU's services.

The primary costs in WMU's budget are capital costs including renewals and replacements. The cost of compliance with the Consent Decree and elimination of I/I (approximately \$72.5 million to-date), cost for upgrading and expanding WMU's water system capacity, and additional capital needs are expected to exceed \$100 million. Renewals and replacements exceed \$2,000,000 each year. The driving factors in WMU's operations and maintenance budget are power, fuel, chemical, and personnel costs.

The City and WMU Commissions, in concert with management, have continuously worked to reduce the financial burden of rate increases. Cost-effective decisions must be considered and made with respect to capital needs. Management is focused on cost-effective operations while taking into consideration the high level of service demanded by WMU's customers. One of the cost effective measures included in the budgeting process for the five-year capital plan includes setting aside monies in the Depreciation budget to fund new water system improvements. Total accumulated funds are expected to be nearly \$3 million within five (5) years.

The City and WMU Commissions passed rate increases that became effective in February 2010. Rates have been adjusted annually with the last increase implemented in January 2015. These rate increases were necessary despite a depressed economy, high unemployment, and a declining stock market. Implementation of the rate increases will allow WMU to comply with the Consent Decree, upgrade and improve WMU's water system, and contribute to replacement of WMU's aging water and wastewater infrastructure to ensure

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service to existing customers and to position the community to be able to attract and retain residential, commercial, and industrial development while balancing the affordability of providing a prescribed level of service.

Previously, the City and WMU Commissions passed an annual adjustment to the rate structure tied to the Consumer Price Index (CPI). This adjustment allows WMU to maintain its operating and maintenance budget current with the cost of living through annual adjustments to the rate versus the historical flat line approach with infrequent but significant adjustments. This approach was favored in a community survey by 73.5 % of the respondents.

The City and WMU Commissions, in concert with the Fiscal Court, have adopted legislation (Privilege Fee) that will ensure that the costs of growth for WMU’s sanitary sewer system are apportioned to all benefitted properties versus being solely supported by the existing customer base. The privilege fee approach is favored for its equity and for the benefit to the community by insuring that sanitary sewers are sized on a watershed basis versus the historical “first in, one size fits all approach”. The Privilege Fee Ordinance and Policies have been approved by the respective legislative bodies and WMU’s first Privilege Fee Agreement (PFA), located in the Strodes Creek, Basin B received final approval on September 21, 2014.

The City and WMU Commissions have secured grants and sought the best possible financing for WMU’s capital needs. The City and WMU received a \$36,600,000 low interest (2.2%; 20 years) loan for the Lower Howards Creek Wastewater System Improvements. The City and WMU received a \$750,000 Community Development Block Grant and \$750,000 Economic Development Grant to construct the Forest Park Sanitary Sewer Improvements project. Management applied for but did not receive grant funds to construct the Bel-Air Sanitary Sewer Improvements project. Funding for the Bel-Air project was secured via a low interest loan from the Kentucky Infrastructure Authority (2.2%; 20 years). Financing of the Water System Improvements is expected to be a combination of accumulated funds that include Depreciation funds as previously mentioned, System Development Charge funds, and the sale of revenue bonds in the range of 4-5% for 30 years.

BUSINESS FACTORS

• **Facilities Planning**

WMU is required by federal and state regulation to maintain a Facilities Plan that outlines the long-term plan for growth of the sanitary sewer system and treatment works. A Facilities Plan Update was completed and approved by the Energy and Environmental Cabinet (EEC) for the upgrade of the Strodes Creek Wastewater Treatment Plant. The last Facilities Plan with respect to the collection system was completed in 1973. The plan should be updated on a minimum 20-year

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cycle. The WMU Commission authorized a Facilities Plan Update for the sanitary sewer collection system in August 2008. The Facilities Plan Update was necessary to determine the recommended end-of-pipe sewage management plan for the Lower Howards Creek Sanitary Sewer Improvements which was a requirement of the Consent Decree. The Facilities Plan Update was completed at a cost of \$189,000, approved by the Kentucky Division of Water on August 11, 2010 and identifies and addresses sanitary sewer collection recommendations for WMU's 14 sub-watersheds listed below:

- Strodes Creek Basins A, B, C, and D
- Lower Howards Creek Basins A, B, and C
- Hancock Creek Basins A, B, and C
- Hoods Creek
- Four Mile Creek Basins A, B, and C

Conversely, there is no such mandate for the drinking water system with respect to planning. However, in November 2009 Hazen & Sawyer prepared a Water System Planning Study outlining recommendations for significant improvements needed to meet current and future needs for the utility. Recommendations included conceptual cost estimates for a new WTP, raw water pump station upgrades, raw water transmission main upgrades, finished water transmission upgrades, and reservoir improvements. The conceptual cost summary totaled \$58,700,000 of improvements excluding any reservoir improvements.

Since that time, WMU retained Bell Engineering (September 2013) to provide a third party review of existing studies and alternatives relative to the water supply, treatment, and transmission main infrastructure. Technical Memorandum No. 1 (TM 1) was completed and presented to the WMU Commission on March 6, 2014. TM 1 included evaluation and recommendations for raw water supply, raw water intake and pump station improvements, raw and finished water transmission main improvements, and an updated opinion of probable construction cost and schedule for the proposed new WTP. The conceptual cost summary from TM 1 which included improvements to maintain the Carroll Ecton Reservoir as a back-up water supply totaled \$42,370,000. The conceptual cost estimate has been further developed and as previously mentioned the initial phase of improvements ranges from \$24 - \$28 million dollars based on current information.

As mentioned in a previous section, construction contracts for raw water pump station upgrades and raw and finished water transmission improvements have been are under construction or have been completed. An engineering contract for design of the new WTP has been awarded and preliminary design is underway.

**MANAGEMENT'S DISCUSSION AND ANALYSIS
WINCHESTER MUNICIPAL UTILITIES
JUNE 30, 2015**

In response to initiatives identified in the Clark County Community (CCC) Action Plan, the Winchester Recycling Task Force (RTF) was established in 2009. In the same year, the RTF developed and coordinated a county-wide Recycling Survey mailed to approximately 12,000 customers of WMU, Rumpke, and S&G Sanitation within the December 2009 and January 2010 billing cycle. A total of 2,167 survey responses were received representing a response rate of 22 percent. Of the 2,167 respondents, 1,447 (67%) were WMU customers. Based on the survey results and research efforts of the RTF, the Winchester City Commission and WMU Commission implemented a Pilot Program for the Holiday Hills subdivision the week of August 1, 2011. Based upon positive results of the Pilot Program and recommendations from the Solid Waste Study it was proposed to implement Residential Single Stream Curbside Recycling for WMU customers in two phases. Phase I was implemented March 7, 2014 and Phase II October 2, 2014. Preliminary analysis of the recycling rates indicates that participation and volume are less than 15% of the total volume of material collected. This is below industry thresholds which indicate that 20-25% is an acceptable range for volume and participation.

- **Rate Studies**

The WMU Commission previously authorized rate studies of WMU's three utility functions. The rate studies proposed revenue sufficient rates to support WMU's operations, including the expanded operations as required by CMOM, the operations of the Strodes Creek WWTP and the planned WTP, the capital needs as required by the Consent Decree and the planned water system improvements. Results of the rate study are reflective of the rates recommended, approved, and implemented February 2010. Staff maintains an in-house Financial Model and updates as necessary to ensure the financial stability of the utility.

The WMU Commission authorized a wholesale cost of service study to support WMU's wholesale cost of service rate to its only wholesale customer, East Clark County Water District. The rate study has been completed and received Public Service Commission (PSC) approval on October 5, 2010 to increase the cost from \$1.62 to \$1.72 per hundred cubic feet of water sold. With completion of the large Water System Improvements projects the wholesale rate will be reviewed to determine the need for adjustment of this rate.

As part of the Solid Waste Study initiated in May 2012 a cost and rate analysis was conducted of WMU's current rates as well as expanded service rates. As previously mentioned a multi-family customer class was established with corresponding container rates as a result of the study. Implementation of any other recommendations will most likely result in impacts to future budgets.

**MANAGEMENT'S DISCUSSION AND ANALYSIS
WINCHESTER MUNICIPAL UTILITIES
JUNE 30, 2015**

- **Work Force**

Key issues that continue to face WMU with respect to workforce include *Baby Boomer* retirements, loss of institutional and industry knowledge, finding and attracting qualified replacement employees, paying competitive wages based on industry standards, and training of employees to meet the increasingly sophisticated needs of water, wastewater, and solid waste utility operations including customer service, finance, information systems, administrative services and engineering.

WMU has 82 budgeted staff positions of which 75 are filled and 7 part-time employees. The average age for WMU employees is 39 years. The number of eligible retirements at WMU over the next five years, due to age, years of service, or both, is five or 7% of the workforce. Since 2002, there have been 46 retirements which equates to a loss of 52% of the WMU workforce. Large scale retirement numbers often enable entities to renew and refresh operations, systems, and business philosophies. Transition planning has been successful for most key positions, however, such changeover carries the burden of losing institutional and industry knowledge, and challenges management to find, attract, train, and retain replacements particularly for supervisory positions. As WMU moves forward with construction of additional facilities for both water and wastewater, staffing of those facilities will be of concern. In an effort to screen and find quality employees WMU has acquired the help of a local temporary staffing service agency.

WMU's attractiveness as an employer continues to be its benefits package. Salaries average below the private sector and other government utilities. Training for utility operations is typically on-the-job. Certification in operations and driver's licensing (commercial) is a job requirement for all three utility functions. Support functions, customer service and vehicle maintenance, as well as engineering and finance, will require on-the-job training specific to WMU's business operations. Workforce development is key in maintaining the quality of service delivered by WMU and for compliance with enforcement and regulatory activities. Management continues to look for opportunities to improve salaries for competent and skilled employees.

- **Infrastructure Renewal**

A structured approach for infrastructure renewal spreads costs over the long-term and can increase the service life of assets. WMU continues to be a leader in Kentucky in the area of asset management and infrastructure renewal. WMU's infrastructure renewal program includes a prioritization methodology to maximize capital investment, and annual allocations for defined asset categories. WMU annually allocates an average of \$2,000,000 of its capital investment for this effort. Program elements include:

**MANAGEMENT'S DISCUSSION AND ANALYSIS
WINCHESTER MUNICIPAL UTILITIES
JUNE 30, 2015**

- Main Replacement Program – Water
- Fire hydrant Replacement
- Gate Valve Box Adjustment – Pavement Overlay
- Elevated Storage Tank Rehabilitation
- Meter Change Out
- Main Replacement Program – Sewer
- Private Sewer Replacement
- Manhole Grade Adjustment – Pavement Overlay
- Inflow and Inflow (I/I) Rehabilitation
- Curbit Replacement
- Container Replacement
- Vehicles
- Plant & Equipment Improvements

While WMU's program of infrastructure renewal is a model for other utilities and public works agencies in Kentucky, the program is limited in its scope by funding, especially with large water system improvements planned for the immediate future. Infrastructure renewal funding should be based upon a mathematical model that addresses asset category inventory and asset category service life. WMU's program is based upon funds available. As an example and simply stated, for the waterline asset category, funding for waterline replacement should be based upon the cost for replacing the number of miles of waterline divided by the service life of the pipe. In this example, if WMU owns and maintains 180 miles of waterline with the waterlines having a service life of 60 years, the allocation for waterline replacement should be the average cost of replacing 3 miles of waterline per year. At \$60 per foot for replacement of a waterline this calculates to an annual allocation of \$950,400. WMU typically allocates \$200,000 but only allocated \$100,000 for FY 2015/2016. Likewise, if WMU owns and maintains 155 miles of sanitary sewer lines having a service life of 60 years, the allocation for sewer line replacement should be the average cost of replacing 2.58 miles of sewer line per year. At \$70 per foot for replacement of a sewer line, the annual allocation calculates to be \$953,568. WMU typically allocates \$200,000 but only allocated \$100,000 for FY 2015/2016. Without adequate funding for infrastructure renewal WMU is susceptible to interruption of service to its customers and a reduced level of service provided to its customers.

- **Regulations**

WMU and its utility functions are highly regulated. Regulation is a necessary part of the utility business to ensure a service delivery level and to protect the public's safety, health, and welfare. Regulations serve to protect the environment for future generations. Regulations ensure conservation and protection of our natural resources.

**MANAGEMENT'S DISCUSSION AND ANALYSIS
WINCHESTER MUNICIPAL UTILITIES
JUNE 30, 2015**

Regulations are regularly considered and promulgated by state and federal governments. WMU staff is active in monitoring proposed regulations and the impacts such regulations have on a local basis. Comment and impact on the promulgation of regulations on a federal level is limited, however, WMU staff communicate with state and national industry organizations and through direct contact with federal officials elected from Kentucky. On a state level, WMU staff participates on numerous committees and task forces to provide a voice for city-owned water, wastewater, and solid waste utilities.

State regulations typically result as mandates on state regulatory agencies from federal legislation. Kentucky is a primacy state meaning that the state is responsible for implementing and enforcing federal regulation. Staff works to ensure that state regulations, when promulgated, are reasonable and practicable.

The most recent two (2) regulations that were enacted at the State level having a financial impact on WMU are the Kentucky wastewater laboratory certification program for wastewater treatment plants (401KAR 5:320) and the other being HB 1 which requires a special purpose governmental entity (SPGE) to register, pay fees, and submit financial disclosure statements each fiscal year to the Kentucky State Auditor. WMU has complied with each of the above-mentioned regulations and continues to monitor other regulations as they are promulgated.

- **Vulnerability**

The impacts of 9/11 and the resulting passage of the Bioterrorism Act in 2002 required utilities to consider their vulnerabilities as a primary consideration versus a secondary consideration. For mid-size and smaller utilities such as WMU the probability of an act of international violence or terrorism is extremely low.

However, WMU's vulnerabilities are real and must be considered. Planning must be in place to address catastrophic events, violence, or contamination. Potential threats to WMU include severe weather (tornado, lightning, ice or snow), earthquake, prolonged power outage, contamination of the raw or potable water supply, workplace or customer violence, hazardous chemical spills, contamination or contact, and regular job safety hazards including confined space, vehicular accidents, and personal injury accidents. Management continues to explore opportunities to reduce vulnerabilities of the utility through upgrades to its systems, allocating budget dollars to make its facilities as safe and secure as possible and provision of employee safety training on an annual basis. Security upgrades at the WMU Administration building and WTP were completed in FY 2013/2014. Upgrades included customer service area security enhancements for the Administration building as well as keyless entry access for both locations.

**MANAGEMENT’S DISCUSSION AND ANALYSIS
WINCHESTER MUNICIPAL UTILITIES
JUNE 30, 2015**

• **Growth**

It has been the policy of the WMU Commission to be neither pro nor con with respect to growth. Rather the Commission has placed as a part of its mission to accommodate growth as approved by the Planning Commission, the City Commission and the Fiscal Court with specified required levels of service. WMU and the City continue to examine and develop policies such as the Privilege Fee Ordinance and other policies that provide for growth and that protect the existing customer base from the costs of serving growth. Growth continues to be relatively nonexistent in this depressed economy with the exception of some recent industrial growth.

The Consent Decree requirements will impact future extensions to the sanitary sewer system, as a detailed, engineering-capacity analysis per the Capacity Assurance Program (CAP) will be required for each extension. The capacity analysis thus has become a defacto growth management tool.

WMU avails itself of every opportunity during the development process to add to and to strengthen the water transmission system and backbone sanitary sewer system taking into consideration long range growth needs.

UTILITY HIGHLIGHTS

• **Renewals and Replacements**

WMU began its program of infrastructure renewals in 1996 with emphasis on improving service delivery and ensuring that all customers are afforded a comparable level of service delivery. Historically, WMU never attempted these types of improvements without incurring new debt. The infrastructure renewal program has been implemented and managed without additional funding allocations or rate increases. Funding for the program was achieved through management of WMU’s depreciation funds. To date, this program has resulted in the following replacement totals:

• Waterline Replacements	55,570 feet
• Sanitary Sewer Replacements	95,680 feet
• Fire Hydrant Replacements	99
• Gate Valve Replacements	236
• Manhole Replacements	370
• Elevated Storage Tank Rehabilitations	5

UTILITY HIGHLIGHTS: FINANCIAL

Total Assets increased from \$136,477,211 June 30, 2014, to \$145,266,650 June 30, 2015, a net increase of \$8,789,439 or 6.44%. The construction of the raw and finished water transmission mains and raw water pump upgrades is the main contributing factor to the increase of total assets. The donated capital of

**MANAGEMENT'S DISCUSSION AND ANALYSIS
WINCHESTER MUNICIPAL UTILITIES
JUNE 30, 2015**

ownership and perpetual maintenance of system water and sewer lines and related appurtenances by developers also increased.

Operating Revenues increased from \$16,394,716, June 30, 2014, to \$16,914,013 June 30, 2015, a net increase of \$519,297 or 3.17%. The increase in revenues was attributable to a rate increase effective in January. This was the final increase of a phased process that had an adjustment every January until 2015.

Operating Expenses increased from \$12,720,158, June 30, 2014, to \$14,066,358, June 30, 2015, a net increase of \$1,346,200 or 10.58%. The increase is due to salaries and related benefit costs. Many open positions from prior year were filled in this fiscal year. The utility also experienced an increase in depreciation costs related to the completion of the Lower Howards Creek wastewater plant, outfall sewer, force main, preliminary work for the new planned water treatment plant, rehab of the raw water intake pumps and other Main Replacement Projects. The increase was offset by the adjustment required by GASB 68 for pension costs.

Net Income to Retained Earnings changed from \$2,498,684, June 30, 2014, to \$1,483,995, June 30, 2015, a net change of \$1,014,689 or 40.61%. This change in Net Income to Retained Earnings is due to the cost of service wastewater rate increase that was effective in January. This was the last of the phased rate increases that were implemented to pay for the increased debt that is expected with the long term capital needs.

• **Statement of Net Assets**

Condensed Statement of Net Assets - Assets

	2015	2014	Difference	Percent
Current Assets	\$13,411,296	\$17,374,962	\$-3,963,666	-22.81
Non-Current Assets	\$16,151,755	\$7,946,389	\$8,205,366	103.26
Property, Plant & Equip	\$115,202,201	\$111,155,860	\$4,046,341	3.64
Direct Pension Contribution	\$501,398	\$	\$501,398	
Total Assets & Def. Outflows	\$145,266,650	\$136,477,211	\$8,789,439	6.44

Condensed Statement of Net Position – Liabilities and Net Position

	2015	2014	Difference	Percent
Current Liabilities	\$4,400,197	\$4,532,550	\$-132,353	-2.92
Noncurrent Liab. & Deferred Inflows	\$73,649,260	\$63,675,852	\$9,973,408	15.66
Net Assets:				
Invested in Capital Assets, Net of Related Debt	\$42,267,073	\$44,606,010	\$-2,338,937	-5.24
Restricted Net Assets	\$16,357,217	\$12,582,091	\$3,775,126	30.00
Unrestricted Net Assets	\$8,176,703	\$11,080,708	\$-2,904,005	-26.21
Total Liabilities & Net Position	\$145,266,650	\$136,477,211	\$8,789,439	6.44

**MANAGEMENT'S DISCUSSION AND ANALYSIS
WINCHESTER MUNICIPAL UTILITIES
JUNE 30, 2015**

• **Statement of Revenues, Expenses and Changes in Net Assets**

Condensed Statement of Revenues, Expenses and Changes in Net Assets

	2015	2014	Difference	Percent
Operating Revenues				
Water	\$5,354,127	\$5,210,563	\$143,564	2.76
Wastewater	\$8,088,236	\$7,602,719	\$485,517	6.39
Solid waste	\$3,471,650	\$3,581,435	\$-109,785	-3.07
Other Income	\$0	\$0	\$	
Total Operating Revenues	\$16,914,013	\$16,394,716	\$519,297	3.17
Operating Expenses including Depreciation	\$14,066,358	\$12,720,158	\$1,346,200	10.58
Operating Income	\$2,847,655	\$3,674,558	\$-826,903	-22.50
Non-Operating Income	\$334,138	\$326,602	\$7,536	2.31
Interest Expense	\$-1,697,798	\$-1,502,476	\$-195,322	13.00
Net Income to Retained Earnings	\$1,483,995	\$2,498,684	\$-1,014,689	-40.61
Capital Grants and Contributions	\$267,713	\$757,271	\$-489,558	-64.65
Changes in Net Assets	\$1,751,708	\$3,255,955	\$-1,504,247	-46.20
Net Assets, Beginning of Year	\$68,268,809	\$65,172,584	\$3,096,225	4.75
Cumulative Effect of change in acct. prin	\$-3,219,524	\$-159,730	\$-3,059,794	95.0
Net Position, Beginning of Year, Restated	\$65,049,285	\$65,012,854	\$36,431	0.06
Net Assets, End of Year	\$66,800,993	\$68,268,809	\$-1,467,816	-2.15

• **Five-Year Capital Plan**

The WMU Commission maintains and annually updates a five-year capital plan that identifies and prioritizes the capital requirements of WMU necessary for customer service, regulatory compliance, and to accommodate growth. The five-year investment totals in excess of \$9,605,000. Of these planned expenditures, \$9,472,000 will be invested in infrastructure renewal and administrative support with the remaining \$133,000 allocated for one-time, and intermittent investments. Additionally \$275,000 is reserved for emergency and / or unexpected expenditures.

• **Debt Administration**

As of July 1, 2015, WMU maintained the following debt:

• Series 2011 Bonds	\$ 7,672,083
• Series 2012 Bonds	\$ 6,530,000
• Series 2014 Bonds	\$ 9,915,000
• KIA Strodes Creek	\$ 14,632,071
• KIA Vaught	\$ 225,893
• KIA Tank	\$ 275,106
• KIA LHC	\$ 33,560,168
• KIA BelAir	\$ 492,613

**MANAGEMENT'S DISCUSSION AND ANALYSIS
WINCHESTER MUNICIPAL UTILITIES
JUNE 30, 2015**

The Debt Service coverage factor for Bonds of 6.68 in FY 2014/2015 is favorable to the required 1.2 coverage limit. The Debt Service coverage factor for KIA debt of 1.72 in FY 2014/2015 is favorable to the required 1.0 coverage limit. Debt Service coverage is based upon the revenue of the combined utility functions – Water, Sewer, and Solid Waste.

• **FY 2015/2016 Budget Assumptions**

Total combined revenues for FY 2015/2016 are projected to increase from FY 2014/2015 revenues by 2.83%. No annual adjustment to rates based upon the CPI index is expected this year due to the minimal CPI changes over the last twelve months. In addition, the last wastewater rate increase was enacted in January 2015 based upon the approved rate ordinance passed by the City in 2010. Customers are conserving water from prior fiscal years resulting in decreased projected water revenues. Operating expenses excluding depreciation for FY 2015/2016 are projected to increase over budgeted FY 2014/2015 operating expenses by approximately 0.45%. Operating expenses will be impacted by increased employee salaries and related benefits including insurance and pension costs, and maintenance/repair of fixed assets in all departments.

The debt service coverage ratio is required to be 1.20 for bonds and 1.00 for KIA. Both formulas calculate by adding depreciation, a non-cash expense back to income available for debt service. The budgeted debt service coverage ratio is 4.36 for Bond debt and 1.47 for KIA debt.

CONTACTING THE COMPANY'S FINANCIAL MANAGEMENT

This report is designed to provide the WMU Commission, the City Commission, the customers of WMU, and WMU's creditors a general overview of WMU's finances and to demonstrate WMU's financial accountability. Questions should be addressed to:

Michael H. Flynn
General Manager

or

Jennifer Sparks
Director of Finance and Accounting

150 North Main Street
P.O. Box 4177
Winchester, KY 40392-4177
859-744-5434

WINCHESTER MUNICIPAL UTILITIES
STATEMENTS OF NET POSITION
JUNE 30, 2015 AND 2014

ASSETS	<u>2015</u>	<u>2014</u>
CURRENT ASSETS:		
Cash and Cash Equivalents	\$ 9,658,812	\$ 8,701,555
Cash and Cash Equivalents, Restricted	362,935	358,537
Investments, Restricted	-	4,437,759
Accrued Interest, Restricted	241	200
Accounts Receivable, Customers (Net of Allowance for Doubtful Accounts, 2015 and 2014, \$57,012 and \$47,372)	1,985,124	1,932,060
SDC Assessments Receivable	482,000	933,500
Other Accounts Receivable	49,075	147,974
Materials and Supplies	357,718	323,550
Prepaid Expenses	<u>515,391</u>	<u>539,826</u>
Total Current Assets	<u>13,411,296</u>	<u>17,374,962</u>
NONCURRENT ASSETS:		
Cash and Cash Equivalents, Restricted	16,151,755	7,946,389
Investments, Restricted	-	-
Property, Plant & Equipment:		
Utility Systems, Net of Depreciation	106,078,397	107,828,287
Land	1,519,050	1,519,050
Construction in Progress	<u>7,604,754</u>	<u>1,808,523</u>
Total Noncurrent Assets	<u>131,353,956</u>	<u>119,102,249</u>
TOTAL ASSETS	<u>144,765,252</u>	<u>136,477,211</u>
DEFERRED OUTFLOWS OF RESOURCES		
Pension Contributions Subsequent to the Measurement Date	\$ <u>501,398</u>	\$ <u>-</u>

**WINCHESTER MUNICIPAL UTILITIES
STATEMENTS OF NET POSITION (CONTINUED)
JUNE 30, 2015 AND 2014**

	2015	2013
LIABILITIES AND NET POSITION		
CURRENT LIABILITIES:		
Accounts Payable	\$ 491,261	\$ 796,906
Other Accrued Liabilities	162,595	248,874
Customer Deposits	147,969	148,951
Accrued Interest Payable	99,336	103,667
Current Portion of Long-Term Debt	3,499,036	3,234,152
Total Current Liabilities	4,400,197	4,532,550
NONCURRENT LIABILITIES:		
Compensated Absences	484,589	463,821
Noncurrent Portion of Long-Term Debt	69,436,092	63,212,031
Net Pension Liability	3,728,579	-
Total Noncurrent Liabilities	73,649,260	63,675,852
TOTAL LIABILITIES	78,049,457	68,208,402
DEFERRED INFLOWS OF RESOURCES		
Difference Between Projected and Actual Earnings On Pension Plan Investments	416,200	-
NET POSITION:		
Invested in Capital Assets, Net of Related Debt	42,267,073	44,606,010
Restricted for:		
Restricted for Capital Projects (Expendable)	14,709,500	11,582,804
Restricted for Debt Service (Expendable)	1,647,717	999,287
Unrestricted	8,176,703	11,080,708
TOTAL NET POSITION	66,800,993	68,268,809
TOTAL LIABILITIES AND NET POSITION	\$ 145,266,650	\$ 136,477,211

See Auditor's Report and Accompanying Notes

WINCHESTER MUNICIPAL UTILITIES
STATEMENTS OF REVENUES, EXPENSES, AND CHANGES IN FUND NET POSITION
FOR THE YEARS ENDED JUNE 30, 2015 AND 2014

	<u>2015</u>	<u>2014</u>
OPERATING REVENUES:		
Water	\$ 5,354,127	\$ 5,210,563
Wastewater	8,088,236	7,602,719
Solid Waste	3,413,874	3,545,845
Transfer Station	<u>57,776</u>	<u>35,590</u>
Total Operating Revenues	<u>16,914,013</u>	<u>16,394,716</u>
OPERATING EXPENSES:		
Administrative	2,236,944	2,103,908
Solid Waste	1,856,574	1,788,404
Water	3,330,581	3,247,634
Wastewater	6,480,855	5,437,282
Vehicle Maintenance	<u>161,404</u>	<u>142,930</u>
Total Operating Expenses	<u>14,066,358</u>	<u>12,720,158</u>
OPERATING INCOME (LOSS)	2,847,655	3,674,558
NONOPERATING REVENUES (EXPENSES):		
Interest Income	109,712	90,580
Interest Expense	(1,611,815)	(1,492,300)
Other Income	210,977	191,641
Investment Income (Loss)	-	(2,223)
Gain on Sale of Capital Assets	13,449	46,604
Amortization Expense of Bond Issue Costs & Bond Discount	(85,983)	(10,176)
Federal and State Grants	<u>62,758</u>	<u>145,811</u>
Total Nonoperating Revenues (Expenses)	<u>(1,300,902)</u>	<u>(1,030,063)</u>
NET INCOME (LOSS) BEFORE CONTRIBUTIONS	1,546,753	2,644,495
CAPITAL CONTRIBUTIONS	<u>204,955</u>	<u>611,460</u>
CHANGE IN NET POSITION	<u>1,751,708</u>	<u>3,255,955</u>
NET POSITION, BEGINNING OF YEAR	68,268,809	65,172,584
Cummulative Effect of change in accounting principle	<u>(3,219,524)</u>	<u>(159,730)</u>
NET POSITION, BEGINNING OF YEAR, Restated	<u>65,049,285</u>	<u>65,012,854</u>
NET POSITION, END OF YEAR	<u>\$ 66,800,993</u>	<u>\$ 68,268,809</u>

See Auditor's Report and Accompanying Notes

**WINCHESTER MUNICIPAL UTILITIES
STATEMENTS OF CASH FLOWS
FOR THE YEARS ENDED JUNE 30, 2015 AND 2014**

	2015	2014
CASH FLOWS FROM OPERATING ACTIVITIES:		
Receipts from Customers	\$ 17,312,207	\$ 16,181,639
Payments to Suppliers	(6,232,595)	(5,502,936)
Payments to Employees	(3,066,529)	(2,767,518)
Other Operating Receipts (Payments)	98,898	(137,246)
Net Cash Provided (Used) by Operating Activities	8,111,981	7,773,939
CASH PROVIDED (USED) BY CAPITAL AND RELATED FINANCING ACTIVITIES:		
Proceeds from Sale of Equipment	13,449	36,604
Proceeds from Long-Term Debt	9,915,000	1,059,091
Principal Payments	(3,220,664)	(3,177,800)
Interest Payments	(1,601,201)	(1,496,147)
Purchase of Property, Plant and Equipment	(9,077,704)	(4,665,643)
Proceeds from Federal and State Grants - Capital items	62,758	145,811
Contributed Capital Received	204,955	611,460
Cash from Other Income	210,977	191,641
Net Cash Provided (Used) by Capital and Related Financing Activities	(3,492,430)	(7,294,983)
CASH PROVIDED (USED) BY INVESTING ACTIVITIES:		
Proceeds from Sales and Maturities of Investments	4,437,759	289,886
Cash from Interest in Investments	109,712	90,580
Net Cash Provided (Used) by Investing Activities	4,547,471	380,466
NET INCREASE (DECREASE) IN CASH AND CASH EQUIVALENTS	9,167,022	859,422
CASH AND CASH EQUIVALENTS, BEGINNING OF YEAR	17,006,480	16,147,059
CASH AND CASH EQUIVALENTS, END OF YEAR	\$ 26,173,502	\$ 17,006,481
Reconciliation of Cash and Cash Equivalents to the Statement of Net Assets:		
Cash and Cash Equivalents - unrestricted	\$ 9,658,812	\$ 8,701,555
Cash and Cash Equivalents - restricted current	362,935	358,537
Cash and Cash Equivalents - restricted noncurrent	16,151,755	7,946,389
Cash and Cash Equivalents, End of Year	\$ 26,173,502	\$ 17,006,481

See Auditor's Report and Accompanying Notes

**WINCHESTER MUNICIPAL UTILITIES
STATEMENTS OF CASH FLOWS (CONTINUED)
FOR THE YEARS ENDED JUNE 30, 2015 AND 2014**

	<u>2015</u>	<u>2014</u>
RECONCILIATION OF OPERATING INCOME (LOSS) TO NET CASH PROVIDED (USED) BY OPERATING ACTIVITIES:		
Operating Income (Loss)	\$ 2,847,655	\$ 3,674,558
Adjustments to Reconcile Operating Income (Loss) to Net Cash Provided (Used) by Operating Activities:		
Depreciation/Amortization	4,810,202	3,809,825
(Increase) Decrease in Assets:		
Accounts Receivable, Customers	(53,064)	(213,544)
SDC Receivables	451,500	7,009
Other Accounts Receivable	98,899	(137,478)
Other Receivable	-	228
Material and Supplies	(34,168)	28,115
Prepaid Expenses	24,435	180,502
Deferred Outflows	(501,398)	-
Increase (Decrease) in Liabilities:		
Accounts Payable	(305,645)	426,896
Accounts Payable - Construction	-	(25,275)
Accrued Liabilities	(86,279)	(39,103)
Net Pension Liability	423,857	-
Accrued Vacation	20,768	68,745
Customer Deposits	(982)	(6,538)
Deferred Inflows	416,200	-
Net Cash Provided (Used) by Operating Activities	<u>\$ 8,111,981</u>	<u>\$ 7,773,940</u>
 NONCASH TRANSACTIONS AFFECTING FINANCIAL POSITION		
Capital assets were acquired through Contributions from Developers	\$ -	\$ -
	<u>\$ -</u>	<u>\$ -</u>

See Auditor's Report and Accompanying Notes

**WINCHESTER MUNICIPAL UTILITIES
NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEARS ENDED JUNE 30, 2015 AND 2014**

NOTE 1 – SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Introduction

Winchester Municipal Utilities (WMU) is a component unit of the City of Winchester, Kentucky and is accounted for as a governmental enterprise fund. The purpose of WMU is to operate the City's water, sewer and solid waste utility services. 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 financial statements are reported using the economic resources measurement focus and the accrual basis of accounting. The accounts are maintained on the accrual basis of accounting. Revenues are recognized when earned and expenses are recognized when incurred.

Cash and Cash Equivalents

For the purposes of the Statement of Cash Flows, WMU considers all short-term highly liquid investments with a maturity of three months or less when purchased to be cash equivalents.

Investments

All investments are stated at fair value. Investment fair values are based on quoted market prices. All investments are restricted as to use.

Accounts Receivable

Accounts receivable - Customers, are stated at the amount management expects to collect from outstanding balances. Management provides for probable uncollectible amounts through a provision for bad debt expense. An adjustment to an allowance for doubtful accounts is based on its assessment of the current status of individual accounts. Balances that are still outstanding after management has used reasonable collection efforts are written off through a charge to the valuation allowance and a credit to accounts receivable. As of June 30, 2015 and 2014, \$63,780 and \$72,914 were written off as uncollectible, respectively.

SDC assessments and other receivables are stated at the amount management expects to collect from outstanding balances and management expects to fully collect all of these receivables.

Materials and Supplies Inventory

Materials and supplies are stated at cost. Cost is determined using the "first-in, first-out" method.

Prepaid Expenses

Certain payments to vendors reflect costs applicable to future accounting periods and are recorded as prepaid expenses.

Restricted Assets

The use of certain assets of enterprise funds is restricted by specific provisions of bond resolutions and agreements with various parties. Assets so designated are identified as restricted assets on the statement of net position. When both restricted and unrestricted resources are available for use, it is WMU's policy to use restricted resources first, and then unrestricted resources as they are needed. Restricted assets are classified as noncurrent if they are for acquisition or construction of capital assets, for liquidation of long-term debt, or are for other current operations.

**WINCHESTER MUNICIPAL UTILITIES
NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEARS ENDED JUNE 30, 2015 AND 2014**

NOTE 1 – SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

Property, Plant and Equipment

Property, plant, and equipment are stated at cost and depreciated over their estimated useful lives using the straight-line method. Donated capital assets are recorded at estimated fair market value at the date of donation. WMU's capitalization policy is \$500.

Major outlays are capitalized when constructed assets are completed. Interest incurred during the construction phase of capital assets is included as part of the capitalized value of the assets constructed.

The costs of normal maintenance and repairs that do not add to the value of the asset or materially extend assets' lives are not capitalized

Assets under capitalized lease obligations are recorded at the discounted present value of the future minimum lease payments at the inception of the respective leases. The amounts capitalized are being amortized by the straight-line method over the lesser of the term of the lease or the estimated life of the asset. Amortization of these assets is included in depreciation expense.

Accrued Compensated Absences

Accumulated vacation, sick leave and compensatory time are recorded as an expense and liability as these benefits accrue to employees in accordance with the provisions of Statement No. 16 of the Governmental Accounting Standards Board.

Bond Premium and Discount Amortization

Bond premiums and discounts, are amortized over the life of the bonds. Bonds payable are reported net of the applicable bond premium or discount. Amortization expense for bond discount as of June 30, 2015 and 2014 was \$13,488 and \$10,176, respectively.

Interest

Interest is charged to expense as incurred except, WMU follows the policy of capitalizing interest as a component of construction in progress. For the years ended June 30, 2015 and 2014, total interest incurred and expensed was \$1,611,815 and \$1,492,300, respectively.

Pensions

For purposes of measuring the net pension liability, deferred outflows of resources and deferred inflows of resources related to pensions, and pension expense, information about the fiduciary net position of the County Employees Retirement System Non-Hazardous ("CERS") and additions to/deductions from fiduciary net position have been determined on the same basis as they are reported by the pensions. For this purpose, benefit payments (including refunds of employee contributions) are recognized when due and payable in accordance with the benefit terms. Investments are reported at fair value.

**WINCHESTER MUNICIPAL UTILITIES
NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEARS ENDED JUNE 30, 2015 AND 2014**

NOTE 1 – SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

Net Position

Net position represents the difference between assets and liabilities. Invested in capital assets, net of related debt; consists of capital assets, including restricted capital assets, net of accumulated depreciation and reduced by the outstanding balances of any bonds, mortgages, notes, or other borrowings that are attributable to the acquisition, construction, or improvement of those assets. If there are unspent related debt proceeds at year-end, the portion of the debt attributable to the unspent proceeds are not included in the calculation of invested in capital assets, net of related debt. Rather, that portion of the debt is included in the same net position component as the unspent proceeds. Net position is reported as restricted when constraints are placed on net positions use through external constraints imposed by creditors (example: debt covenants), grantors, contributors, or laws or regulations of other governments or constraints imposed by law through constitutional provisions or enabling legislation. Net positions that do not meet the definition of “restricted” or “invested in capital assets, net of related debt”, are considered unrestricted.

Operating and Nonoperating Revenues and Expenses

Revenues and expenses are distinguished between operating and non-operating items. Operating revenues generally result from providing services and producing, and delivering goods in connection with WMU’s principal ongoing operations. The principal operating revenues of WMU are charges to customers for sales and services. Operating expenses for enterprise funds include the cost of sales and services, administrative expenses, and depreciation on capital assets. All revenues and expenses not meeting this definition are reported as non-operating revenues and expenses.

Nonmonetary Transaction

WMU accepts utility installations built by contractors upon inspection. The utility installations are added to fixed assets and contributed capital at contractor’s cost.

Capital and Operating Grants and Subsidies

Operating grants and subsidies that may be used to pay operating expenses are recorded as other income. Grants that are restricted to the purchase of property, plant and equipment are recorded as contributed capital.

Tap Fees

Tap Fees are restricted by ordinance for the use of capital improvements.

System Development Charges

WMU assesses system development charges to developers as a means to help finance new construction of systems required to facilitate growth. The charges are restricted by policy for capital construction.

Basis of Estimates

The preparation of financial statements in conformity with generally accepted accounting principles requires management to make estimates and assumptions that affect certain reported amounts and disclosures. Accordingly, actual results could differ from those estimates.

**WINCHESTER MUNICIPAL UTILITIES
NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEARS ENDED JUNE 30, 2015 AND 2014**

NOTE 1 – SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

Joint Venture

A joint venture is a legal entity or other organization that results from a contractual agreement and that is owned, operated or governed by two or more participants as a separate and specific activity subject to joint control in which the participants retain (a) an ongoing financial interest or (b) an ongoing financial responsibility. WMU participates in the following joint venture:

Clark County Geographic Information System Consortium (CCGIS), is a governmental agency created by an inter-local agreement between the Clark County PVA, City of Winchester and WMU. CCGIS was created to provide a geographic system to serve the needs of Winchester and Clark County. The operations are funded by the City, WMU and the Clark County Fiscal Court. WMU provides management services for CCGIS. WMU contributed \$94,138 and \$80,249 for the years ended 2015 and 2014, respectively. CCGIS had accounts payables to WMU of \$0 and \$80,599 for the years ended 2015 and 2014, for reimbursements of payroll and other expenses. CCGIS had accounts receivable from WMU of \$0 and \$0 for the years ended 2015 and 2014, respectively, for excess reimbursements of payroll and other expenses. Complete financial statements for CCGIS can be obtained from WMU's Director of Finance.

New Accounting Pronouncements

GASB Statement No. 68, *Accounting and Financial Reporting for Pensions: an Amendment of GASB Statement No. 27* improves accounting and financial reporting by state and local governments for pensions. It also improves information provided by state and local governmental employers about financial support for pensions that is provided by other entities. This Statement results from a comprehensive review of the effectiveness of existing standards of accounting and financial reporting for pensions with regard to providing decision-useful information, supporting assessments of accountability and inter-period equity, and creating additional transparency. This Statement is effective for fiscal years beginning after June 15, 2014.

GASB Statement No. 71, *Pension Transition for Contributions Made Subsequent to the Measurement Date—an amendment of GASB Statement No. 68* addresses an issue regarding application of the transition provisions of Statement No. 68, *Accounting and Financial Reporting for Pensions*. The issue relates to amounts associated with contributions, if any, made by a state or local government employer or nonemployer contributing entity to a defined benefit pension plan after the measurement date of the government's beginning net pension liability. This Statement is effective for fiscal years beginning after June 15, 2014.

NOTE 2 – DEPOSITS AND INVESTMENTS

WMU's investment policy conforms to state statutes. WMU deposits its funds in banks insured by FDIC. Investments include short term cash securities and United States backed securities. Collateral is required for all deposits in excess of FDIC at 100% of the carrying amount at the bank. Collateral consists of obligations of the United States and Kentucky municipal bonds.

**WINCHESTER MUNICIPAL UTILITIES
NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEARS ENDED JUNE 30, 2015 AND 2014**

NOTE 2 – DEPOSITS AND INVESTMENTS (CONTINUED)

Interest rate Risk

This is the risk that changes in market interest rates will adversely affect the fair value of an investment. Generally, the longer the maturity of an investment, the greater the sensitivity of its fair value to changes in market interest rates. WMU does not have a formal investment policy that limits investment maturities as a means of managing its exposure to fair value losses arising from increasing interest rates. Information about the exposure of WMU's deposits and investments to this risk, using the segmented time distribution model is as follows:

06/30/15		Maturities (in Years)				
Type	Fair Value	< Than 1	1 - 5	6 - 10	> Than 10	
Cash and Cash Equivalents	\$ 21,173,502	\$ 21,173,502	\$ 0	\$ 0	\$ 0	\$ 0
U.S. Treasury Obligations	0	0	0	0	0	0
Total	<u>\$ 21,173,502</u>	<u>\$ 21,173,502</u>	<u>\$ 0</u>	<u>\$ 0</u>	<u>\$ 0</u>	<u>\$ 0</u>

06/30/14		Maturities (in Years)				
Type	Fair Value	< Than 1	1 - 5	6 - 10	> Than 10	
Cash and Cash Equivalents	\$ 17,006,481	\$ 17,006,481	\$ 0	\$ 0	\$ 0	\$ 0
U.S. Treasury Obligations	4,437,759	4,437,759	220,605	0	0	0
Total	<u>\$ 21,444,240</u>	<u>\$ 21,444,240</u>	<u>\$ 413,765</u>	<u>\$ 0</u>	<u>\$ 0</u>	<u>\$ 0</u>

Credit Risk

This risk is the risk that an issuer of a debt type investment will not fulfill its obligation to the holder of the investment. This is measured by assignment of a rating by a nationally recognized rating organization. U.S. Government securities or obligations explicitly guaranteed by the U.S. Government are not considered to have credit risk exposure. WMU has no formal policy on managing credit risk; however, Kentucky Revised Statutes authorize municipalities to invest in obligations of the United States and its agencies, obligations of the Commonwealth of Kentucky and its agencies and shares in savings and loan associations insured by federal agencies. Larger amounts can be deposited in savings and loan associations and banks provided such institutions pledge obligations of the United States government or its agencies as security. Presented below is the minimum rating required for each type of deposit and investment:

06/30/15		Ratings				
Type	Fair Value	AAA	AA	A	Unrated	
Cash and Cash Equivalents	\$ 21,173,502	\$ 0	\$ 0	\$ 0	\$ 21,173,502	
U.S. Treasury Obligations	0	0	0	0	0	
Total	<u>\$ 21,173,502</u>	<u>\$ 0</u>	<u>\$ 0</u>	<u>\$ 0</u>	<u>\$ 21,173,502</u>	

06/30/14		Ratings				
Type	Fair Value	AAA	AA	A	Unrated	
Cash and Cash Equivalents	\$ 17,006,481	\$ 0	\$ 0	\$ 0	\$ 17,006,481	
U.S. Treasury Obligations	4,437,759	4,437,759	0	0	0	
Total	<u>\$ 21,444,240</u>	<u>\$ 4,437,759</u>	<u>\$ 0</u>	<u>\$ 0</u>	<u>\$ 17,006,481</u>	

**WINCHESTER MUNICIPAL UTILITIES
NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEARS ENDED JUNE 30, 2015 AND 2014**

NOTE 2 – DEPOSITS AND INVESTMENTS (CONTINUED)

Custodial Credit Risk

Custodial credit risk is the risk that, in the event of the failure of the counterparty, WMU will not be able to recover the value of its deposits and investments that are in possession of an outside party. WMU has no formal policy for custodial credit risk; however, as of June 30, 2015 and 2014 all deposits and investments were either fully collateralized by federal depository insurance or by the pledging institution in WMU's name or were held in a bank's trust department in the City of Winchester's name, the primary government of the component unit, WMU.

NOTE 3 – CREATION OF ACCOUNTS AND RESTRICTED ASSETS

The Bond Ordinances require the creation of various separate deposit accounts designated for a specific purpose in accordance with the ordinance. A brief description of each required account is as follows:

Revenue Account

All income to WMU is deposited to the Revenue Account and then transferred to the other ordinance accounts as listed below.

Bond Redemption Account

The Bond Redemption Account was established to provide a source of funds for the payment of the bond principal and interest due within the current year. By the 20th day of each month funds equal to the total of one-sixth of the semiannual interest payment plus one-twelfth of the next annual bond principal payment are to be transferred to the account.

Reserve Account

The Reserve Account was established to provide funds for the payment of debt based on the least of three provisions: 1) maximum annual principal and interest, 2) 125% of the average annual principal and interest or 3) 10% of bond proceeds.

Depreciation Account

The Depreciation Account was established to provide funds for extraordinary repairs, improvements and expansion. WMU is required to fund 12% of the annual gross revenues or \$42,000 whichever is greater annually into the account.

Operation and Maintenance Account

The Operation and Maintenance Account was established to pay the reasonable necessary costs of operating, maintaining and repairing of the systems.

**WINCHESTER MUNICIPAL UTILITIES
NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEARS ENDED JUNE 30, 2015 AND 2014**

NOTE 3 – CREATION OF ACCOUNTS AND RESTRICTED ASSETS (CONTINUED)

The restricted assets in the accompanying financial statements are restricted as to use by bond ordinance or by external parties at June 30, 2015 and 2014 follows:

<u>06/30/15</u>	<u>Cash</u>	<u>Investments</u>	<u>Accrued Interest</u>	<u>Total</u>
Restricted by Ordinance:				
Bond Redemption Account	\$ 362,935	\$ 0	\$ 0	\$ 362,935
Reserve Accounts	1,077,385	0	0	1,077,385
Depreciation Account	1,936,553	0	0	1,936,553
Subtotal	<u>3,376,873</u>	<u>0</u>	<u>0</u>	<u>3,376,873</u>
Other Restricted Accounts:				
SDC Water Fund	2,703,365	0	0	2,703,365
SDC Wastewater Fund	127,524	0	0	127,524
Customer Deposits	157,473	0	0	157,473
KIA Reserve	207,396	0	0	207,396
Water Improvements	1,775,711	0	0	1,775,711
2014 Bond Funds	7,528,285	0	0	7,528,285
Capital Accum-Water	415,752	0	0	415,752
Capital Accum-Wastewater	222,311	0	0	222,311
Total	<u>\$ 16,514,690</u>	<u>\$ 0</u>	<u>\$ 0</u>	<u>\$ 16,514,690</u>

<u>06/30/14</u>	<u>Cash</u>	<u>Investments</u>	<u>Accrued Interest</u>	<u>Total</u>
Restricted by Ordinance:				
Bond Redemption Account	\$ 358,537	\$ 0	\$ 0	\$ 358,537
Reserve Accounts	532,063	0	0	532,063
Depreciation Account	2,517,779	0	0	2,517,779
Subtotal	<u>3,408,379</u>	<u>0</u>	<u>0</u>	<u>3,408,379</u>
Other Restricted Accounts:				
SDC Water Fund	2,694,649	0	0	2,694,649
SDC Wastewater Fund	88,561	0	0	88,561
Customer Deposits	160,593	0	0	160,593
KIA Reserve	108,688	0	0	108,688
Water Improvements	1,366,205	0	0	1,366,205
2011 Bond Funds	0	4,437,759	196	4,437,955
Capital Accum-Water	324,025	0	0	324,025
Capital Accum-Wastewater	153,824	0	0	153,824
Total	<u>\$ 8,304,925</u>	<u>\$ 4,437,759</u>	<u>\$ 196</u>	<u>\$ 12,742,879</u>

**WINCHESTER MUNICIPAL UTILITIES
NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEARS ENDED JUNE 30, 2015 AND 2014**

NOTE 4 – PROPERTY, PLANT AND EQUIPMENT

WMU's property, plant and equipment as of June 30, 2015 and 2014 is as follows:

<u>06/30/15</u>	<u>Beginning</u>	<u>Additions</u>	<u>Disposals</u>	<u>Ending</u>
Non-depreciable Assets:				
Land	\$ 1,519,050	\$ 0	\$ 0	\$ 1,519,050
Construction in Progress	1,808,523	5,796,231	0	7,604,754
Total Non-depreciable Assets	\$ 3,327,573	\$ 5,796,231	\$ 0	\$ 9,123,804
Depreciable Assets:				
Administrative	\$ 3,350,710	\$ 133,777	\$ (111,800)	\$ 3,344,838
Water System	44,257,340	4,965,853	(3,824,491)	45,398,702
Wastewater System	109,432,345	42,196,414	(40,900,015)	110,728,744
Solid Waste	6,718,911	1,231,581	(826,337)	7,124,154
Vehicle Maintenance	460,592	19,849	(17,325)	460,592
Equipment Capital Lease	81,279	0	0	81,279
Subtotal	164,301,180	48,547,475	(45,679,969)	168,659,885
Accumulated Depreciation:				
Administrative	(1,677,013)	(184,783)	49,106	(1,812,688)
Water System	(12,320,924)	(1,076,520)	21,982	(13,375,462)
Wastewater System	(21,281,586)	(3,144,870)	0	(24,426,456)
Solid Waste	(1,630,818)	(149,566)	395,798	(1,877,050)
Vehicle Maintenance	(331,796)	(8,231)	0	(340,027)
Prior Years Accumulated	(19,230,756)	0	0	(19,230,756)
Subtotal	(56,472,893)	(4,810,202)	220,654	(61,062,438)
Total Net Property, Plant and Equipment	\$ 107,828,287	\$ 43,737,273	\$ (45,459,315)	\$ 106,078,397
06/30/14				
Non-depreciable Assets:				
Land	\$ 1,051,011	\$ 468,039	\$ 0	\$ 1,519,050
Construction in Progress	43,084,130	792,713	(42,068,320)	1,808,523
Total Non-depreciable Assets	\$ 44,135,141	\$ 1,260,752	\$ (42,068,320)	\$ 3,327,573
Depreciable Assets:				
Administrative	\$ 3,260,817	\$ 287,032	\$ (197,139)	\$ 3,350,710
Water System	40,528,415	5,144,780	(1,415,855)	44,257,340
Wastewater System	68,657,286	44,289,657	(3,514,597)	109,432,345
Solid Waste	6,288,634	1,042,882	(612,604)	6,718,911
Vehicle Maintenance	443,268	19,613	(2,288)	460,592
Equipment Capital Lease	82,927	0	(1,648)	81,279
Subtotal	119,261,347	50,783,964	(5,744,131)	164,301,180
Accumulated Depreciation:				
Administrative	(1,503,790)	(175,518)	2,295	(1,677,013)
Water System	(11,399,445)	(995,484)	74,005	(12,320,924)
Wastewater System	(19,091,305)	(2,315,237)	124,957	(21,281,586)
Solid Waste	(1,558,772)	(316,641)	244,595	(1,630,818)
Vehicle Maintenance	(324,851)	(6,945)	0	(331,796)
Prior Years Accumulated	(19,230,756)	0	0	(19,230,756)
Subtotal	(53,108,919)	(3,809,825)	445,852	(56,472,893)
Total Net Property, Plant and Equipment	\$ 66,152,427	\$ 46,974,139	\$ (5,298,279)	\$ 107,828,287

**WINCHESTER MUNICIPAL UTILITIES
NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEARS ENDED JUNE 30, 2015 AND 2014**

NOTE 4 – PROPERTY, PLANT AND EQUIPMENT (CONTINUED)

Depreciation is recorded on a straight-line basis over the useful lives of the assets as follows:

Buildings and Concrete	40-50 years
Main Replacement Program	40 years
Equipment	2-7 years
Vehicles	5-10 years

Depreciation expense in total and by function follows:

Function	2015	2014
Administrative	\$ 184,783	\$ 175,518
Water System	1,076,520	995,484
Wastewater System	3,144,870	2,315,237
Solid Waste	395,798	316,640
Vehicle Maintenance	8,231	6,945
Total Depreciation Expense	\$ 4,810,202	\$ 3,809,825

The total invested in capital assets, net of related debt, at June 30, 2015 and 2014 is composed of the following elements:

	2015	2014
Capital Assets	\$ 115,202,201	\$ 111,155,860
Total Debt, gross	(72,935,128)	(66,568,266)
Invested in Capital Assets, Net of Related Debt	\$ 42,267,073	\$ 44,587,594

NOTE 5 – LONG-TERM DEBT

WMU issues revenue bonds to finance improvements and extensions to the water and sewer systems. The Winchester Municipal Utilities bonded indebtedness and other long-term notes at June 30, 2015 and 2014, are summarized as follows:

Description	Rate	Maturity	Original Issue	2015 Total	2014 Total
2011 Issue	5.27%	01/01/31	\$ 9,010,000	\$ 8,018,333	\$ 8,018,333
2012 Issue	2.00-3.75%	07/01/32	7,495,000	6,825,000	6,825,000
2014 Issue			9,915,000	9,915,000	0
Less: Unamortized Discount				(360,829)	(175,901)
Total Bonds				23,756,254	14,667,432
KIA Loan	1.00%	12/01/28 Estimate	21,000,000	14,632,071	15,639,554
KIA-Lower Howards Creek	2.00%	01/01/31 Estimate	36,600,000	33,560,075	35,095,163
KIA-Bel-Air	2.00%	01/01/31	1,000,000	492,612	515,146
KIA-Industrial Storage Tanks	2.00%	12/01/30	340,326	275,106	290,108
KIA-Vaught Court	2.00%	06/01/31	\$ 287,400	225,893	238,689
Total KIA Loans				49,185,758	51,778,660
Less: Current Maturities				(3,499,036)	(3,234,152)
Total Long Term				\$ 69,443,067	\$ 63,212,031

**WINCHESTER MUNICIPAL UTILITIES
NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEARS ENDED JUNE 30, 2015 AND 2014
NOTE 5 – LONG-TERM DEBT (CONTINUED)**

The annual bond and long-term debt service requirements, as of June 30, 2015, are as follows:

<u>Fiscal Year</u>	<u>Principal</u>	<u>Interest</u>	<u>Total</u>
2016	\$ 3,499,036	\$ 1,719,059	\$ 5,217,893
2017	3,561,540	1,655,478	5,217,019
2018	3,637,083	1,588,593	5,225,676
2019	3,706,313	1,518,451	5,224,764
2020	3,776,544	1,441,237	5,217,781
2021-2025	20,181,078	5,967,588	26,148,666
2026-2030	20,848,032	3,593,983	24,442,015
2031-2035	9,623,513	1,332,984	10,956,497
2036-2040	2,025,000	705,406	2,730,406
2041-2045	2,445,000	297,225	2,742,225
	<u>\$ 73,302,109</u>	<u>\$ 19,820,006</u>	<u>\$ 93,122,944</u>

The above schedule includes estimated future payments towards the KIA-Lower Howards Creek and KIA-Bel-Air financing. At year end, the related projects were not completed, but are expected to be completed in the subsequent period, and KIA has provided WMU with estimated payment amounts.

Series 2011 Bonds

On April 14, 2011, the City issued \$9,010,000 of utilities revenue bonds for WMU secured by a first and prior security interest in any and all right, title and interest of WMU in the portions of the Project (extensions and improvements of the System) that constitute personal property and in all additions, attachments, accessions, and substitutions thereto, and any proceeds therefrom. The 2011 bond issues financed the extensions and improvements to the combined and consolidated municipal waterworks, sanitary sewer and solid waste disposal system. The bonds carry an interest rate of 5.2656174% and mature on January 1, 2031. The interest and principal payments are to be made monthly.

Refunding, Series 2012 Bonds

On April 19, 2012, the City issued \$7,495,000 of utilities refunding revenue bonds for WMU to pay off the Series 2002 Bonds. The bonds were secured by a first pledge of a fixed portion of the gross revenues to be derived from the operation of the system, which fixed portion shall be sufficient to pay the principal and interest of the bonds. The 2002 bond issue financed the acquisition, construction and installation of major new municipal sanitary sewer (wastewater) facilities and paying and discharging the outstanding Utilities Revenue Bond Anticipation Note, Series 1997. The bonds carry interest rates of 2.0% to 3.75% and mature on July 1, 2021. The interest payments are to be made on July 1 and January 1 and the principal payments are to be made on July 1.

**WINCHESTER MUNICIPAL UTILITIES
NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEARS ENDED JUNE 30, 2015 AND 2014**

NOTE 5 – LONG-TERM DEBT (CONTINUED)

Series 2014 Bonds

On December 23, 2014, the City issued \$9,915,000 of utilities revenue bonds for WMU secured by a first and prior security interest in any and all right, title and interest of WMU in the portions of the Project (extensions and improvements of the System) that constitute personal property and in all additions, attachments, accessions, and substitutions thereto, and any proceeds therefrom. The 2014 bond issues financed the extensions and improvements to the combined and consolidated municipal waterworks, sanitary sewer and solid waste disposal system. The bonds carry an interest rate of 2% to 4% and mature on July 1, 2045. The interest and principal payments are to be made monthly.

KIA Loan

On July 1, 2005, Winchester Municipal Utilities entered into an “Assistance Agreement” with the Kentucky Infrastructure Authority (KIA), to provide funds for the construction of a new wastewater treatment plant, \$21,000,000. This agreement calls for interest to be paid every six months starting December 1, 2005 at the rate of 1% of the outstanding balance. The amount of interest due will vary from due date to due date based upon the amount of funds drawn down to fund construction of the wastewater treatment plant. Principal payments are due to be paid every December 1 and June 1 starting after the wastewater treatment plant goes online. The online date for the plant was July, 2008, with principal payments due to begin on June 1, 2009, and be due every December 1 and June 1 thereafter until maturity on December 1, 2028.

KIA – Vaught Court Loan

On December 1, 2009, Winchester Municipal Utilities entered into an “Assistance Agreement” with the Kentucky Infrastructure Authority (KIA), to provide funds for construction of the Vaught Court Outfall Sewer Project, \$600,000 with a principal forgiveness of \$312,600 and a loan amount of \$287,400. This agreement calls for interest payments to commence within six months from the first draw of funds estimated to be June 1, 2010 with full principal and interest payments to commence within one year of initiation of operation estimated to be June 1, 2011. During the year ended June 30, 2010, \$312,600 of principal was forgiven and \$69,320 of the loan amount was drawn down. During the year ended June 30, 2011, \$218,080 was drawn down, and the project was completed. The loan carries a 2.00% interest rate, with principal and interest payments due on December 1 and June 1 every year until maturity on June 1, 2030. The loan is required to establish a replacement reserve account where \$1,500 is to be added to the account each December 1 until the balance reaches \$15,000 and is to be maintained for the life of the loan.

KIA – Industrial Elevated Storage Tank

On December 1, 2009, Winchester Municipal Utilities entered into an “Assistance Agreement” with the Kentucky Infrastructure Authority (KIA), to provide funds for construction of an Elevated Storage Tank Rehabilitation, \$741,450 with a principal forgiveness of \$401,124 and a loan amount of \$340,326. This agreement calls for interest payments to commence within six months from the first draw of funds estimated to be June 1, 2010 with full principal and interest payments to commence within one year of initiation of operation estimated to be June 1, 2011. During the year ended June 30, 2010, \$401,124 of principal was forgiven. During the year ended June 30, 2011, \$340,326 was drawn down, and the project was completed. The loan carries a 2.00% interest rate, with principal and interest payments due on December 1 and June 1 every year until maturity on December 1, 2030. The loan is required to establish a replacement reserve account where \$2,000 is to be added to the account each December 1 until the balance reaches \$20,000 and is to be maintained for the life of the loan.

**WINCHESTER MUNICIPAL UTILITIES
NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEARS ENDED JUNE 30, 2015 AND 2014**

NOTE 5 – LONG-TERM DEBT (CONTINUED)

KIA – Lower Howards Creek

On February 5, 2010, Winchester Municipal Utilities entered into an “Assistance Agreement” with the Kentucky Infrastructure Authority (KIA), to provide funds for the Lower Howards Creek Wastewater project, \$36,600,000. This agreement calls for interest payments to commence within six months from the first draw of funds with full principal and interest payments to commence within one year of initiation of operation, which was on February 12, 2013. During the current year, the final draw of \$999,996 of the loan was drawn down. the loan will carry a 2.00% interest rate and mature in twenty years. The loan is required to establish a replacement reserve account where \$91,500 is to be added to the account each December 1 until the balance reaches \$915,000 and is to be maintained for the life of the loan.

The Kentucky Infrastructure Authority has made these loans inferior and subordinate to the security interest and source of payment for the Debt Obligations of Winchester Municipal Utilities payable from the revenues of the System outstanding at the time of the execution of the “Assistance Agreement”. The Agreement also further states that the Kentucky Infrastructure Authority must be notified no less than thirty days (30), in writing, prior to the issuance of any further debt obligations on parity with the current debt obligations.

KIA – Bel-Air Sanitary

On October 1, 2012, Winchester Municipal Utilities entered into an “Assistance Agreement” with the Kentucky Infrastructure Authority (KIA), to provide funds for the Bel-Air and Westside pump station projects, \$1,000,000. This agreement calls for interest payments to commence within six months from the first draw of funds with full principal and interest payments to commence within one year of initiation of operation estimated to be December 1, 2013. During the prior year, \$478,140 of the loan was drawn down. In the current year, the final draw of \$59,095 was drawn on the loan. The loan will carry a 2.00% interest rate and mature in twenty years. The loan is required to establish a replacement reserve account where \$2,500 is to be added to the account each December 1 until the balance reaches \$25,000 and is to be maintained for the life of the loan.

Long-Term Debt consists of bonds and other indebtedness for which the changes in the years ended June 30, 2015 and 2014 are as follows:

<u>Description</u>	<u>Beginning</u>	<u>Borrowings Additions</u>	<u>Repayments Reductions</u>	<u>2015 Ending</u>	<u>Current</u>
Compensated Absences	\$ 463,821	\$ 0	\$ 0	\$ 463,821	\$ 0
Bonds	14,667,432	9,716,584	641,250	23,756,254	847,367
KIA Loan	15,639,554	0	1,007,483	14,632,071	1,017,583
Capital Lease	0.00	0	0	0	0
KIA-Lower Howards	35,095,163	0	1,535,088	33,560,076	1,565,742
KIA-Bel-Air	515,146	0	22,532	492,613	22,533
KIA-Storage Tank	290,108	0	15,002	275,106	15,304
KIA-Vaught Court	238,689	0	12,544	238,689	12,796
Total Long-Term Debt	<u>\$ 66,909,913</u>	<u>\$ 9,915,000</u>	<u>\$ 3,177,801</u>	<u>\$ 66,909,913</u>	<u>\$ 3,234,152</u>

**WINCHESTER MUNICIPAL UTILITIES
NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEARS ENDED JUNE 30, 2015 AND 2014**

NOTE 5 – LONG-TERM DEBT (CONTINUED)

<u>Description</u>	<u>Beginning</u>	<u>Borrowings Additions</u>	<u>Repayments Reductions</u>	<u>2014 Ending</u>	<u>Current</u>
Compensated Absences	\$ 395,076	\$ 68,745	\$ 619,167	\$ 463,821	\$ 0
Bonds	15,281,423	5,176	997,483	14,667,432	628,651
KIA Loan	16,637,037	-	6,974.00	15,639,554	1,007,483
Capital Lease	6,974	-	1,504,837	0.00	0
KIA-Lower Howards	35,600,004	999,996	22,089	35,095,163	1,534,891
KIA-Bel-Air	478,140	59,095	14,707	515,146	22,533
KIA-Storage Tank	304,815	-	12,544	290,108	15,002
KIA-Vaught Court	251,233	0	3,177,801	238,689	12,796
Total Long-Term Debt	<u>\$ 68,954,700</u>	<u>1,133,012</u>	<u>619,167</u>	<u>66,909,913</u>	<u>3,234,152</u>

NOTE 6 – COMPLIANCE WITH COVENANTS

The bonds and KIA loan requires WMU to establish and maintain certain reserves and restricted assets as follows:

Bond Debt Service - Bonds

Monthly deposits equal to one-sixth of the next interest payment and one-twelfth of the next principal payment shall be set aside monthly so as to accumulate in the Bond Fund in order to pay interest and principal on the bonds. In addition, the Bond Ordinance requires that a specific amount be maintained in the Debt Service Reserve Account defined as the "Reserve Amount." The account is to be reviewed each year and funded based on the least of three factors: 1) maximum annual principal and interest requirement, 2) 125% of the average annual principal and interest requirement or 3) 10% of the outstanding loan proceeds. The first factor was applicable for June 30, 2015 and 2014, and required a balance of \$1,048,375.

Depreciation Reserve – Bonds and KIA Loan

The Winchester Municipal Utilities is required to transfer 12% of annual gross revenues or \$42,000, whichever is greater, in equal monthly installments to the Depreciation Fund. These funds are to be used for renewals, replacements and/or additions to property, plant and equipment.

Interest Coverage Ratio – Bonds and KIA Loan

On April 3, 2012, a new general bond ordinance was adopted that requires Winchester Municipal Utilities to maintain an interest coverage ratio of 1.2 times - annual debt service requirements for bonds and 1.0 times - annual debt service requirements for bonds and KIA loans. Other changes in coverage ratio are noted below in calculation of ratios as shown. The City of Winchester is required by bond ordinance to adjust rates as necessary to maintain such minimum coverage. Computed as follows:

Bonds:	<u>2015</u>	<u>2014</u>
Income Available for Debt Service	\$ 3,181,791	\$ 4,146,967
Add: Depreciation	4,810,202	3,809,825
Cash Available for Bond Debt Service	<u>\$ 7,991,993</u>	<u>\$ 7,956,792</u>
Annual Debt Service on Bonds	<u>1,196,844</u>	<u>1,205,004</u>
Coverage Ratio	<u>6.68</u>	<u>6.60</u>

**WINCHESTER MUNICIPAL UTILITIES
NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEARS ENDED JUNE 30, 2015 AND 2014**

NOTE 6 – COMPLIANCE WITH COVENANTS (CONTINUED)

KIA:	<u>2015</u>	<u>2014</u>
Income Available for Debt Service	\$ 3,181,791	\$ 4,146,967
Add: Depreciation	4,810,202	3,809,825
Cash Available for Debt Service	<u>\$ 7,991,993</u>	<u>\$ 7,956,792</u>
Annual Debt Service on all Debt	<u>4,658,525</u>	<u>4,633,676</u>
Coverage Ratio	<u>1.72</u>	<u>1.72</u>

Winchester Municipal Utilities is in compliance with all of the covenants of the bond ordinance and KIA loan agreement as of June 30, 2015 and 2014.

NOTE 7 – COUNTY EMPLOYEE RETIREMENT SYSTEM (CERS)

General information about the County Employees Retirement System Non-Hazardous (“CERS”)

Plan Description

Employees whose positions do not require a degree beyond a high school diploma are covered by the CERS, a cost-sharing multiple-employer defined benefit pension plan administered by the Kentucky Retirement System, an agency of the Commonwealth of Kentucky. Under the provisions of the Kentucky Revised Statute (“KRS”) Section 61.645, the Board of Trustees of the Kentucky Retirement System administers CERS and has the authority to establish and amend benefit provisions. The Kentucky Retirement System issues a publicly available financial report that includes financial statements and required supplementary information for CERS. That report may be obtained from <http://kyret.ky.gov/>.

Benefits provided

CERS provides retirement, health insurance, death and disability benefits to Plan employees and beneficiaries. Employees are vested in the plan after five years’ service. For retirement purposes, employees are grouped into three tiers, based on hire date:

Tier 1	Participation date	Before September 1, 2008
	Unreduced retirement	27 years service or 65 years old
	Reduced retirement	At least 5 years service and 55 years old At least 25 years service and any age
Tier 2	Participation date	September 1, 2008 - December 31, 2013
	Unreduced retirement	At least 5 years service and 65 years old Or age 57+ and sum of service years plus age equal 87
	Reduced retirement	At least 10 years service and 60 years old
Tier 3	Participation date	After December 31, 2013
	Unreduced retirement	At least 5 years service and 65 years old Or age 57+ and sum of service years plus age equal 87
	Reduced retirement	Not available

**WINCHESTER MUNICIPAL UTILITIES
NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEARS ENDED JUNE 30, 2015 AND 2014
NOTE 7 – COUNTY EMPLOYEE RETIREMENT SYSTEM (CERS) – (CONTINUED)**

Cost of living adjustments are provided at the discretion of the General Assembly. Retirement is based on a factor of the number of years' service and hire date multiplied by the average of the highest five years' earnings. Reduced benefits are based on factors of both of these components. Participating employees become eligible to receive the health insurance benefit after at least 180 months of service. Death benefits are provided for both death after retirement and death prior to retirement. Death benefits after retirement are \$5,000 in lump sum. Five years' service is required for death benefits prior to retirement and the employee must have suffered a duty-related death. The decedent's beneficiary will receive the higher of the normal death benefit and \$10,000 plus 25% of the decedent's monthly final rate of pay and any dependent child will receive 10% of the decedent's monthly final rate of pay up to 40% for all dependent children. Five years' service is required for nonservice-related disability benefits.

Contributions

Required contributions by the employee are based on the tier:

	<u>Required contribution</u>
Tier 1	5%
Tier 2	5% + 1% for insurance
Tier 3	5% + 1% for insurance

Pension Liabilities, Pension Expense, and Deferred Outflows of Resources and Deferred Inflows of Resources Related to Pensions

At June 30, 2015, WMU reported a liability for its proportionate share of the net pension liability for CERS. The amount recognized by WMU as its proportionate share of the net pension liability, the related Commonwealth support, and the total portion of the net pension liability that was associated with WMU were as follows:

WMU 's proportionate share of the net pension liability	\$ 3,728,580
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The net pension liability for each plan was measured as of June 30, 2014, and the total pension liability used to calculate the net pension liability was determined by an actuarial valuation as of that date.

The WMU's proportion of the net pension liability for CERS was based on the actual liability of the employees and former employees relative to the total liability of the System as determined by the actuary. At June 30, 2014, the WMU's proportion was 0.114924% percent.

**WINCHESTER MUNICIPAL UTILITIES
NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEARS ENDED JUNE 30, 2015 AND 2014**

NOTE 7 – COUNTY EMPLOYEE RETIREMENT SYSTEM (CERS) – (CONTINUED)

For the year ended June 30, 2015, the WMU recognized pension expense of \$523,886 related to CERS. At June 30, 2014, WMU reported deferred outflows of resources and deferred inflows of resources related to pensions from the following sources:

	Deferred Outflows of Resources	Deferred Inflows of Resources
Differences between expected and actual experience	\$ -	\$ -
Changes of assumptions	-	-
Net difference between projected and actual earnings on pension plan investments	-	416,200
Changes in proportion and differences between WMU's contributions and proportionate share of contributions	-	-
Contributions subsequent to the measurement date	501,398	-
 Total	\$ 501,398	\$ 416,200

\$501,398 reported as deferred outflows of resources related to pensions resulting from WMU contributions subsequent to the measurement date will be recognized as a reduction of the net pension liability in the year ended June 30, 2016. Other amounts reported as deferred outflows of resources and deferred inflows related to pensions will be recognized in pension expense as follows:

Year ended June 30:	
2016	100,280
2017	100,280
2018	100,280
2019	100,279
2020	100,279

Actuarial assumptions

The total pension liability in the June 30, 2014 actuarial valuation was determined using the following actuarial assumptions, applied to all periods included in the measurement:

	CERS
Inflation	3.50%
Projected salary increases	4.50%
Investment rate of return, net of investment expense & inflation	7.75%

**WINCHESTER MUNICIPAL UTILITIES
NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEARS ENDED JUNE 30, 2015 AND 2014**

NOTE 7 – COUNTY EMPLOYEE RETIREMENT SYSTEM (CERS) – (CONTINUED)

For CERS, Mortality rates for the period after service retirement are according to the 1983 Group Annuity Mortality Table for all retired employees and beneficiaries as of June 30, 2006 and the 1994 Group Annuity Mortality Table for all other employees. The Group Annuity Mortality Table set forward five years is used for the period after disability retirement.

For CERS, the long-term expected return on plan assets is reviewed as part of the regular experience studies prepared every five years. The most recent analysis, performed for the period covering fiscal years 2005 through 2008, is outlined in a report dated August 25, 2009. Several factors are considered in evaluating the long-term rate of return assumption including long-term historical data, estimates inherent in current market data, and a log-normal distribution analysis in which best-estimate ranges of expected future real rates of return (expected return, net of investment expense and inflation) were developed by the investment consultant for each major asset class. These ranges were combined to produce the long-term expected rate of return by weighting the expected future real rates of return by the target asset allocation percentage and then adding expected inflation. The capital market assumptions developed by the investment consultant are intended for use over a 10-year horizon and may not be useful in setting the long-term rate of return for funding pension plans which covers a longer timeframe. The assumption is intended to be a long-term assumption and is not expected to change absent a significant change in the asset allocation, a change in the inflation assumption, or a fundamental change in the market that alters expected returns in future years.

Discount rate

For CERS, the discount rate used to measure the total pension liability was 7.75%. The projection of cash flows used to determine the discount rate assumed that contributions from plan employees and employers will be made at statutory contribution rates. Projected inflows from investment earnings were calculated using the long-term assumed investment return of 7.75%. The long-term investment rate of return was applied to all periods of projected benefit payments to determine the total pension liability.

Sensitivity of CERS and KTRS proportionate share of net pension liability to changes in the discount rate—The following table presents the net pension liability of WMU, calculated using the discount rates selected by each pension system, as well as what WMU net pension liability would be if it were calculated using a discount rate that is 1-percentage-point lower or 1-percentage-point higher than the current rate :

	<u>1% Decrease</u>	<u>Current Discount Rate</u>	<u>1% Increase</u>
CERS	6.75%	7.75%	8.75%
WMU s proportionate share of net pension liability:			
Non-Hazardous	\$ 4,906,546	\$ 3,728,580	\$ 2,687,797

**WINCHESTER MUNICIPAL UTILITIES
NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEARS ENDED JUNE 30, 2015 AND 2014**

NOTE 7 – COUNTY EMPLOYEE RETIREMENT SYSTEM (CERS) – (CONTINUED)

Pension plan fiduciary net position

Detailed information about the pension plan's fiduciary net position is available in the separately issued financial reports of both CERS.

Other Pension Plans

WMU offers employees the option to participate in a defined contribution plan under Section 403(B) and 401(K) of the Internal Revenue Code. All regular full time and part time employees are eligible to participate and may contribute up to the maximum amount allowable by law.

Also, WMU offers its employees a deferred compensation plan created in accordance with Internal Revenue Code Section 457. The plan, available to all employees, permits them to defer a portion of their salary until future years. This deferred compensation is not available to employees until their termination, retirement, death or unforeseeable emergency.

GASB Statement No. 32, Accounting and Financial Reporting for Internal Revenue Code Section 457 Deferred Compensation Plans, allows entities with little or no administrative involvement and who do not perform the investing function for these plans to omit plan assets and related liabilities from their financial statements. WMU, therefore, does not report these assets and liabilities on its financial statements.

Employee contributions made to the 401k and 457 plans as of June 30, 2015 and 2014 were \$62,811 and \$26,668, respectively. WMU does not contribute to these plans.

NOTE 8 – ECONOMIC DEPENDENCY

WMU is economically dependent for water and wastewater revenues from the following four entities which account for 20% and 18%, respectively for the following years:

<u>Name</u>	<u>2015</u>	<u>2014</u>
Sekisui	\$ 846,392	\$ 861,431
Alltech	834,194	551,612
The Kroger Company	734,030	679,920
East Clark County WD	285,793	296,810
	<u>\$ 2,700,409</u>	<u>\$ 2,389,773</u>

NOTE 9 – RISK OF LOSS

WMU 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. WMU carries commercial insurance for the risks of loss, including worker's compensation, and property and casualty loss insurance.

**WINCHESTER MUNICIPAL UTILITIES
NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEARS ENDED JUNE 30, 2015 AND 2014**

NOTE 10 – LANDFILL POST-CLOSURE COSTS

In 1992, WMU discontinued its landfill operations and ceased accepting solid waste. Under 401 KAR 47:080, WMU presented a closure plan. The final cap, leachate collection systems, surface water drainage systems, gas vent systems and groundwater monitoring systems have been constructed. On June 4, 1998, the Clark County Fiscal Court entered into a lease agreement with WMU for the rental of county property upon which the County and WMU formerly operated landfills, the term of the lease was for 20 years at \$1 per year. The lease provides provision for the post-closure monitoring requirements of state and federal law to be provided by WMU. The post-closure costs are allocated 30% WMU and 70% Clark County Fiscal Court. The state and federal monitoring and maintenance regulations must be performed at the site for 30 years after closure. A liability was not recorded on WMU's general ledger in the year of closure; instead the actual post-closure expenses have been recorded in operations each year.

On October 16, 2008, WMU received notice from the Kentucky Division of Waste Management that the site had been released from groundwater monitoring. In applying GASB 18, WMU believes these costs were the most significant of the post-closure expenses. The effect of any remaining projected costs will be offset by the lease agreement with Clark County.

The Division of Waste Management has finished construction of a new wetlands treatment system for treating the landfill leachate at the WMU and Clark County Landfills. With construction of this treatment facility a new Kentucky Pollution Discharge Elimination System (KPDES) Permit was required. Laboratory testing/Monitoring required as part of the conditions of this permit were unexpectedly more stringent than the previous permit resulting in a higher monthly cost for operation.

NOTE 11 – UTILITY REVENUES PLEDGED

WMU has pledged future revenues from water, wastewater and solid waste to repay the 2011, 2012 and 2014 bonds and KIA outstanding debt referenced in Note 5. Proceeds from these debt obligations provided financing of the water and wastewater infrastructure, including a new wastewater treatment plant. The debt obligations will be repaid from the previously mentioned utility revenues through the year 2045.

**WINCHESTER MUNICIPAL UTILITIES
NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEARS ENDED JUNE 30, 2015 AND 2014**

NOTE 12 – FIVE YEAR CAPITAL CONSTRUCTION PLAN

Winchester Municipal Utilities' five year capital plan includes major capital construction of new wastewater treatment plant, pump station and force mains which are projected to be funded as follows:

Water Utility Improvements	\$	39,457,776
Wastewater Utility Improvements		21,916,000
Total projected financing requirement	\$	61,373,776

Winchester Municipal Utilities' five year capital plan of depreciation funded projects consists of the following annual allocations in addition to other specifically identified projects:

Finance and Administration:		
Copiers	\$	6,000
Upgrade/Renew Network Virus Protection		0
Upgrade Local Area Network		7,000
Replace Microcomputers		6,000
Engineering Software Upgrades		0
Field Operation Vehicles		465,000
Solid Waste Collection:		
Cubit Replacement		25,000
Container Replacement		50,000
Replace Compactor Ejector Box		10,000
Solid Waste Recycling		1,000
Water Treatment Plant Equipment Improvements		60,000
Water System Improvements		570,000
Water Distribution:		
Main Replacement		100,000
Fire Hydrant Replacement		12,000
Gate Value Box Adjustment – New Paving		0
Gate Value Replacement		10,000
Elevated Storage Tank Rehabilitation		100,000
Meter Change-Out/AMR Equipment		125,000
New Meter Services		30,000
Wastewater Collection:		
Main Replacement Program		100,000
Manhole Grade Adjustment – New Paving		0
I&I Rehabilitation		20,000
Rehabilitation of Private Sewers		20,000
Flow Meters		10,000
Infrastructure Rehabilitation Program		0
System Capacity Assurance Program		18,000
Routine Hydraulic Cleaning		60,000
Wastewater Treatment Plant:		
Replacement of Laboratory Equipment		2,000
WWTP Equipment Improvements		40,000
Solids Processing Improvements		70,000
Total Annual Allocations for Infrastructure Investment	\$	1,917,000

All annual allocation programs are funded in each year of the five year capital plan.

**WINCHESTER MUNICIPAL UTILITIES
NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEARS ENDED JUNE 30, 2015 AND 2014**

NOTE 13 - CHANGE IN ACCOUNTING PRINCIPLE AND RELATED CHANGES TO CERTAIN BEGINNING BALANCES

Effective July 1, 2014, WMU was required to adopt Governmental Accounting Standards Board (GASB) Statement no. 68, "Accounting and Financial Reporting for Pensions" (GASB 68). GASB 68 replaced the requirements of GASB 27, "Accounting for Pensions by State and Local Governmental Employers" and GASB 50, "Pension Disclosures", as they relate to governments that provide pensions through pension plans administered as trusts or similar arrangements that meet certain criteria. GASB 68 requires governments providing defined benefit pensions to recognize their long-term obligation for pension benefits as a liability to more comprehensively and comparably measure the annual costs of pension benefits. Cost-sharing governmental employers, such as WMU, are required to report a net pension liability, pension expense and pension-related assets and liabilities based on their proportionate share of the collective amounts for all governments in the plan.

GASB 68 required retrospective application. Since WMU only presents one year of financial information, the beginning net pension was adjusted to reflect the retrospective application. The adjustment resulted in a \$3,219,524 reduction in beginning net position on the Statement of Activities and an increase of \$416,200 of deferred inflows of resources – WMU contributions subsequent to the measurement date.

NOTE 14 – SUBSEQUENT EVENTS

The WMU has evaluated all subsequent events through November 9, 2015, the date the financial statements were available to be issued.

SUPPLEMENTAL INFORMATION

**WINCHESTER MUNICIPAL UTILITIES
 REQUIRED SUPPLEMENTARY INFORMATION
 SCHEDULE OF PROPORTIONATE SHARE OF THE NET PENSION LIABILITY
 FOR THE YEAR ENDED JUNE 30, 2015**

		Reporting Fiscal Year (Measurement Date)
		2015
		(2014)
COUNTY EMPLOYEES RETIREMENT SYSTEM:		
Non-Hazardous		
WMU's proportion of the net pension liability		0.114924%
WMU's proportionate share of the net pension liability	\$	3,728,580
WMU's covered-employee payroll	\$	2,837,568
WMU's proportionate share of the net pension liability as a percentage of its covered-employee payroll		131.401%
Plan fiduciary net position as a percentage of the total pension liability		66.80%

Note: Schedule is intended to show information for the last 10 fiscal years. Additional years will be displayed as they become available.

**WINCHESTER MUNICIPAL UTILITIES
 REQUIRED SUPPLEMENTARY INFORMATION
 SCHEDULE OF CONTRIBUTIONS
 FOR THE YEAR ENDED JUNE 30, 2015**

	2015
COUNTY EMPLOYEES RETIREMENT SYSTEM:	
Non-Hazardous	
Contractually required contribution	\$ 498,044
Contributions in relation to the contractually required contribution	498,044
Contribution deficiency (excess)	-
WMU's covered-employee payroll	\$ 2,837,568
WMU's proportionate share of the net pension liability as a percentage of its covered-employee payroll	17.55%

Note: Schedule is intended to show information for the last 10 fiscal years. Additional years will be displayed as they become available.

**WINCHESTER MUNICIPAL UTILITIES
NOTES TO REQUIRED SUPPLEMENTARY INFORMATION
FOR THE YEAR ENDED JUNE 30, 2015**

Changes of benefit terms - None

Changes os assumptions - None

**WINCHESTER MUNICIPAL UTILITIES
SCHEDULE I - DEPARTMENT EXPENSES
FOR THE YEARS ENDED JUNE 30, 2015 AND 2014**

	<u>2015</u>	<u>2014</u>
ADMINISTRATIVE		
Salaries	\$ 881,292	\$ 913,639
Employee Benefits	551,767	434,631
Repairs and Maintenance	142,876	141,710
Supplies	35,554	35,684
Small Tools	1,723	1,747
Utilities and Telephone	38,301	40,118
Property Insurance	51,960	61,211
Other	76,404	45,981
Postage and Freight	74,354	68,970
Bad Debts	61,200	61,299
Professional Fees	136,730	123,400
Depreciation/Amortization	184,783	175,518
	<u>2,236,944</u>	<u>2,103,908</u>
SOLID WASTE		
Salaries	507,240	487,096
Employee Benefits	350,775	318,650
Repairs and Maintenance	275,864	326,695
Supplies	34,224	22,343
Small Tools	4,838	3,873
Utilities and Telephone	20,477	18,329
Property Insurance	36,588	62,972
Other	9,622	10,258
Depreciation	395,798	316,640
Landfill Charges	221,149	221,547
	<u>1,856,575</u>	<u>1,788,404</u>
WATER		
Salaries	656,550	605,100
Employee Benefits	388,925	296,428
Repairs and Maintenance	195,447	217,270
Supplies	430,180	508,730
Small Tools	14,144	10,991
Utilities and Telephone	451,104	476,221
Property Insurance	73,774	93,192
Other	41,045	40,210
Postage	-	223
Depreciation/Amortization	1,076,520	995,484
New Services	2,891	3,785
	<u>3,330,580</u>	<u>3,247,634</u>
	\$	\$

**WINCHESTER MUNICIPAL UTILITIES
SCHEDULE I - DEPARTMENT EXPENSES (CONTINUED)
FOR THE YEARS ENDED JUNE 30, 2015 AND 2014**

	<u>2014</u>	<u>2014</u>
WASTEWATER		
Salaries	\$ 949,478	\$ 829,652
Employee Benefits	494,640	422,295
Repairs and Maintenance	416,022	358,310
Supplies	265,115	276,503
Small Tools	17,168	27,643
Utilities and Telephone	789,268	763,018
Property Insurance	106,777	119,360
Other	43,159	31,790
Postage	154	248
Professional Fees	253,699	293,043
Depreciation/Amortization	3,144,870	2,315,238
New Services	505	181
	<u>6,480,855</u>	<u>5,437,282</u>
 VEHICLE MAINTENANCE		
Salaries	29,267	22,710
Employee Benefits	80,250	67,738
Repairs and Maintenance	4,755	8,093
Supplies	5,930	3,574
Small Tools	2,688	1,534
Utilities and Telephone	21,396	20,122
Property Insurance	7,584	11,369
Other	1,303	845
Depreciation/Amortization	8,231	6,945
	<u>161,404</u>	<u>142,930</u>
 TOTAL OPERATING EXPENSES	 <u>\$ 14,066,358</u>	 <u>\$ 12,720,158</u>

**WINCHESTER MUNICIPAL UTILITIES
SCHEDULE II - REVENUE BOND DEBT SERVICES
FOR THE YEAR ENDED JUNE 30, 2015**

Maturity Date	2012 Issue		2011 Issue		Total	
	Principal	Interest	Principal	Interest	Principal	Interest
2015-2016	\$ 305,000	\$ 203,444	\$ 359,166	\$ 350,281	\$ 664,166	\$ 553,725
2016-2017	310,000	197,344	369,167	339,506	679,167	536,850
2017-2018	320,000	191,144	381,250	328,431	701,250	519,575
2018-2019	325,000	184,744	396,250	315,369	721,250	500,113
2019-2020	330,000	174,994	411,250	299,519	741,250	474,513
2020-2021	345,000	165,094	428,333	283,069	773,333	448,163
2021-2022	355,000	154,744	448,333	265,706	803,333	420,450
2022-2023	365,000	144,094	468,333	246,733	833,333	390,827
2023-2024	375,000	133,144	490,417	226,994	865,417	360,138
2024-2025	390,000	121,894	515,417	203,399	905,417	325,293
2025-2026	400,000	109,705	540,417	178,365	940,417	288,070
2026-2027	415,000	96,705	567,500	151,344	982,500	248,049
2027-2028	430,000	82,700	597,500	122,664	1,027,500	205,364
2028-2029	445,000	67,650	629,583	91,722	1,074,583	159,372
2029-2030	460,000	52,074	666,667	58,330	1,126,667	110,404
2030-2031	480,000	35,400	402,500	22,138	882,500	57,538
2031-2032	480,000	18,000	-	-	480,000	18,000
	<u>\$ 6,530,000</u>	<u>\$ 2,132,874</u>	<u>\$ 7,672,083</u>	<u>\$ 3,483,570</u>	<u>\$ 14,202,083</u>	<u>\$ 5,616,444</u>

SUMMERS, MCCRARY & SPARKS, P.S.C.
CERTIFIED PUBLIC ACCOUNTANTS

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**INDEPENDENT AUDITOR'S 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**

To the Commissioners
Winchester Municipal Utilities
Winchester, Kentucky

We have audited, in accordance with the auditing standards generally accepted in the United States of America and the standards applicable to financial audits contained in *Government Auditing Standards* issued by the Comptroller General of the United States, the financial statements of the business-type activities of Winchester Municipal Utilities', component unit of the City of Winchester, Kentucky, as of and for the year ended June 30, 2015, and the related notes to the financial statements, which collectively comprise the Utilities' basic financial statements, and have issued our report thereon dated November 9, 2015.

Internal Control over Financial Reporting

In planning and performing our audit of the financial statements, we considered Winchester Municipal Utilities', component unit of the City of Winchester, Kentucky internal control over financial reporting (internal control) to determine the audit procedures that are appropriate in the circumstances for the purpose of expressing our opinions on the financial statements, but not for the purpose of expressing an opinion on the effectiveness of Winchester Municipal Utilities', component unit of the City of Winchester, Kentucky internal control. Accordingly, we do not express an opinion on the effectiveness of Winchester Municipal Utilities', component unit of the City of Winchester, Kentucky's internal control.

A *deficiency in internal control* 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 and correct, misstatements on a timely basis. A *material weakness* is a deficiency, or a combination of deficiencies, in internal control, such that there is a reasonable possibility that a material misstatement of the entity's financial statements will not be prevented, or detected and corrected on a timely basis. A *significant deficiency* is a deficiency, or a combination of deficiencies, in internal control that is less severe than a material weakness, yet important enough to merit attention by those charged with governance.

Our consideration of internal control was for the limited purpose described in the first paragraph of this section and was not designed to identify all deficiencies in internal control that might be material weaknesses or, significant deficiencies. Given these limitations, during our audit we did not identify any deficiencies in internal control that we consider to be material weaknesses. However, material weaknesses may exist that have not been identified.

Compliance and Other Matters

As part of obtaining reasonable assurance about whether Winchester Municipal Utilities', component unit of the City of Winchester, Kentucky financial statements are free from 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*.

Purpose of this Report

The purpose of this report is solely to describe the scope of our testing of internal control and compliance and the results of that testing, and not to provide an opinion on the effectiveness of the entity's internal control or on compliance. This report is an integral part of an audit performed in accordance with *Government Auditing Standards* in considering the entity's internal control and compliance. Accordingly, this communication is not suitable for any other purpose.

Summers, McCrary & Sparks, PSC

Winchester, Kentucky
November 9, 2015