

**Mount Sterling Water and
Sewer Commission**

Independent Auditor's Report
and Basic Financial Statements
June 30, 2011 and 2010

Mount Sterling Water and Sewer Commission
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June 30, 2011 and 2010

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INDEPENDENT AUDITOR'S REPORT

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

We have audited the accompanying financial statements of the Mount Sterling Water and Sewer Commission of the City of Mount Sterling, Kentucky as of and for the years ended June 30, 2011 and 2010, as listed in the table of contents. These financial statements are the responsibility of the Mount Sterling Water and Sewer Commission's management. Our responsibility is to express an opinion on these financial statements based on our audits.

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

As discussed in Note 1, the financial statements present only the Mount Sterling Water and Sewer Commission and are not intended to, and do not, present fairly the financial position of the City of Mount Sterling, Kentucky, as of June 30, 2011 and 2010, and the changes in financial position, or its cash flows for the year then ended in conformity with accounting principles generally accepted in the United States of America.

In our opinion, the financial statements referred to above present fairly, in all material respects, the respective financial position of the Mount Sterling Water and Sewer Commission of the City of Mount Sterling, Kentucky as of June 30, 2011 and 2010, and the respective changes in financial position and cash flows for the years then ended in conformity with accounting principles generally accepted in the United States of America.

In accordance with *Government Auditing Standards*, we have also issued our report dated October 11, 2011, on our consideration of the Mount Sterling Water and Sewer Commission's internal control over financial reporting and on our tests of its compliance with certain provisions of laws, regulations, contracts, and grant agreements and other matters. The purpose of that report is to describe the scope of our testing of internal control over financial reporting and compliance and the results of that testing, and not to provide an opinion on the internal control over financial reporting or on compliance. That report is an integral part of an audit performed in accordance with *Government Auditing Standards* and should be considered in assessing the results of our audit.

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Our audits were conducted for the purpose of forming an opinion on the financial statements that collectively comprise the Mount Sterling Water and Sewer Commission's basic financial statements. The accompanying financial information listed as supplemental information in the table of contents is presented for purposes of additional analysis and is not a required part of the financial statements. We have applied certain limited procedures, to the budgetary comparison information, which consisted principally 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 basic financial statements. We do not express an opinion or provide assurance on the information because the limited procedures do not provide us with sufficient evidence to express an opinion or provide any assurance.

The Schedules of Debt Service Requirements are supplemental information which has been subjected to the auditing procedures applied in the audits 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 financial statements or to the financial statements themselves, and other additional procedures in accordance with auditing standards generally accepted in the United States of America. In our opinion, the information is fairly stated in all material respects in relation to the basic financial statements taken as a whole.

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

Faulkner, King & Wenz, PSC

October 11, 2011

Mount Sterling Water and Sewer Commission
Statements of Net Assets
June 30, 2011 and 2010

Assets	2011	2010
Current assets:		
Cash and investments	\$ 2,731,194	\$ 2,750,914
Accounts receivable, net	704,102	644,329
Interest receivable	486	460
Other receivables	36,024	34,506
Inventory	197,538	151,608
Prepaid expenses	11,909	12,451
Total current assets	3,681,253	3,594,268
Non-current assets:		
Restricted cash and cash equivalents	1,241,678	1,454,319
Capital Assets:		
Land and building	1,252,564	1,252,564
Water and sewer system	56,802,787	56,616,468
Equipment	752,612	780,195
Vehicles	291,756	268,256
Less accumulated depreciation	(23,221,019)	(21,524,762)
Bond issue costs/discounts	72,156	59,844
Deferred amount on debt refunding, net	0	125,854
Total non-current assets	37,192,534	39,032,738
 Total assets	 40,873,787	 42,627,006
Liabilities		
Current liabilities:		
Accounts payable	62,037	70,757
Other accrued liabilities	252,403	184,488
Accrued interest on bonds	13,376	20,002
Customer deposits	456,111	431,092
Notes payable	1,171,493	1,223,776
Total current liabilities	1,955,420	1,930,115
Non-current liabilities:		
Notes payable	10,450,644	12,023,564
Total non-current liabilities	10,450,644	12,023,564
 Total liabilities	 12,406,064	 13,953,679
Net Assets		
Invested in capital assets, net of related debt	24,256,563	24,145,381
Restricted for debt service	785,567	1,023,227
Unrestricted	3,425,593	3,504,719
Total net assets	\$ 28,467,723	\$ 28,673,327

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

Mount Sterling Water and Sewer Commission
Statements of Revenues, Expenses And Changes in Net Assets
For the Years Ended June 30, 2011 and 2010

Operating revenues	<u>2011</u>	<u>2010</u>
Water sales	\$ 2,545,285	\$ 2,532,779
Sewer sales	2,121,760	2,050,698
Other income	<u>164,492</u>	<u>168,258</u>
Total operating revenues	<u>4,831,537</u>	<u>4,751,735</u>
Operating expenses		
Water	2,130,723	2,142,841
Sewer	1,483,096	1,398,120
General and administrative costs:		
Water	681,662	711,503
Sewer	<u>352,239</u>	<u>363,759</u>
Total operating expenses	<u>4,647,720</u>	<u>4,616,223</u>
Operating income	<u>183,817</u>	<u>135,512</u>
Nonoperating revenues (expenses)		
Interest income	37,461	63,228
Grants	0	18,027
Loss on sale of fixed assets	(1,731)	(6,268)
Remaining unamortized cost on debt retired	(174,497)	0
Other expense	(46,028)	(35,127)
Interest expense	<u>(204,626)</u>	<u>(269,473)</u>
Total net nonoperating revenues (expenses)	<u>(389,421)</u>	<u>(229,613)</u>
Loss before contributions	(205,604)	(94,101)
Capital contributions	<u>0</u>	<u>0</u>
Change in net assets	<u>(205,604)</u>	<u>(94,101)</u>
Total net assets, beginning of year	<u>28,673,327</u>	<u>28,767,428</u>
Total net assets, end of year	<u>\$ 28,467,723</u>	<u>\$ 28,673,327</u>

Mount Sterling Water and Sewer Commission
Statements of Cash Flows
For the Years Ended June 30, 2011 and 2010

Cash Flows from Operating Activities	<u>2011</u>	<u>2010</u>
Cash received from customers	\$ 4,605,753	\$ 4,593,310
Other cash receipts	164,492	168,258
Cash payments to vendors for water services and supplies	(597,682)	(627,220)
Cash payments to vendors for sewer services and supplies	(363,308)	(308,139)
Cash payments to employees for services	(1,179,187)	(1,212,494)
Cash payments for water administrative costs	(501,634)	(478,320)
Cash payments for sewer administrative costs	<u>(232,781)</u>	<u>(206,863)</u>
Net cash provided by operating activities	<u>1,895,654</u>	<u>1,928,532</u>
Cash Flows from Capital and Related Financing Activities		
Acquisition and construction of capital assets	(237,001)	(380,468)
Interest paid on revenue bonds	(203,687)	(256,613)
Principal paid on debt	(4,385,203)	(1,190,653)
Acquisition of debt	2,760,000	0
Bond issue costs	(78,550)	0
Increase in customer deposits	25,019	24,963
Other expense	(46,028)	(35,127)
Grant contributions	<u>0</u>	<u>18,027</u>
Net cash used in capital and related financing activities	<u>(2,165,450)</u>	<u>(1,819,871)</u>
Cash Flows from Investing Activities		
Interest income from investments	<u>37,435</u>	<u>63,884</u>
Net cash provided by investing activities	<u>37,435</u>	<u>63,884</u>
Net change in cash and cash equivalents	(232,361)	172,545
Cash and cash equivalents, beginning of year	<u>4,205,233</u>	<u>4,032,688</u>
Total cash and cash equivalents, end of year	<u>\$ 3,972,872</u>	<u>\$ 4,205,233</u>
Restricted cash and cash equivalents	\$ 1,241,678	\$ 1,454,319
Unrestricted cash and cash equivalents	<u>2,731,194</u>	<u>2,750,914</u>
Total cash and cash equivalents, end of year	<u>\$ 3,972,872</u>	<u>\$ 4,205,233</u>

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

Mount Sterling Water and Sewer Commission
Statements of Cash Flows (continued)
For the Years Ended June 30, 2011 and 2010

Reconciliation of operating income to net cash provided by operating activities:	<u>2011</u>	<u>2010</u>
Operating income	\$ 183,817	\$ 135,512
Adjustments to reconcile operating income to net cash provided by operating activities:		
Depreciation	1,749,291	1,748,904
Amortization	10,030	7,273
Change in assets and liabilities:		
(Increase) decrease in accounts receivable	(61,291)	9,833
(Increase) decrease in inventories	(45,930)	9,758
Decrease in prepaids	542	309
Increase in accounts payable and accrued expenses	<u>59,195</u>	<u>16,943</u>
Total adjustments	<u>1,711,837</u>	<u>1,793,020</u>
Net cash provided by operating activities	<u><u>\$ 1,895,654</u></u>	<u><u>\$ 1,928,532</u></u>

Mount Sterling Water and Sewer Commission
Notes to the Financial Statements
June 30, 2011 and 2010

Note 1. Summary of Significant Accounting Policies

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

Basis of accounting

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

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

Investments

Investments are carried at cost. Some of the investments are restricted as to use (Note 2). Funds of the Commission are required to be invested in accordance with the investment policy adopted by the Commission. The investment policy allows the Commission to invest in those instruments authorized by KRS 66.480. Bank deposits were substantially secured by FDIC insurance and collateral or invested in direct obligations of the United States at June 30, 2011 and 2010.

Custodial credit risks – Deposits

Custodial credit risk is the risk that in the event of a bank failure, the Commission's deposits may not be returned to it. The Commission does not have a deposit policy for custodial credit risk. As of June 30, 2011 \$2,233,154 of the Commission's bank balance of \$3,968,620 was exposed to custodial credit risk, detailed as follows:

Insured	\$ 1,735,466
Collateral held by pledging bank's trust department in the Commission's name	<u>2,233,154</u>
Total bank deposits	<u>\$ 3,968,620</u>

Accounts receivable

Customer receivables are recorded as receivables and revenues at their original invoice amount. Management regularly reviews the customer receivable accounts and determines the allowance for doubtful accounts. A receivable is considered to be past due if any portion of the receivable balance is outstanding for more than 60 days. For the years ended June 30, 2011 and 2010, accounts receivable is stated less an allowance for doubtful accounts of \$90,255 and \$77,334, respectively.

Inventories

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

Mount Sterling Water and Sewer Commission
Notes to the Financial Statements
June 30, 2011 and 2010

Note 1. Summary of Significant Accounting Policies (Continued)

Budgets

In June of 2010, the Commission adopted the annual management budget in the amount of \$3,970,495 for the fiscal year ended June 30, 2011, detailed as follows:

Water	\$1,821,770
Sewer	1,085,160
General and administrative costs:	
Water	710,035
Sewer	<u>353,530</u>
Total operating expenses	<u>\$3,970,495</u>

Property, plant and equipment

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

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

Total depreciation expense was \$1,749,291 and \$1,748,904 for the years ended June 30, 2011 and 2010, respectively.

Unamortized debt discount and expense

These costs are being amortized as non-operating expenses over the life of the debt issue using the straight line method. Amortization expense was \$10,030 and \$7,273 for the years ended June 30, 2011 and 2010, respectively.

Cash and cash equivalents

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

Estimates

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

Mount Sterling Water and Sewer Commission
Notes to the Financial Statements
June 30, 2011 and 2010

Note 1. Summary of Significant Accounting Policies (Continued)

Capital and operating grants

Grants that are restricted to the purchase of property, plant and equipment are recorded as other income, per GASB 33. The Commission received \$0 and \$18,027 in grants of this type for the years ended June 30, 2011 and 2010.

Infrastructure assets constructed by outside entities then taken over by the Commission are also recorded as other income per GASB 33. The total amount of the assets taken over were \$0 for the years ended June 30, 2011 and 2010, respectively. These amounts constitute noncash transactions.

Capitalized interest

The Commission follows the policy of capitalizing interest as a component of construction cost. For the year ended June 30, 2011, total interest cost incurred was \$204,626 of which \$0 was capitalized. For the year ended June 30, 2010, total interest cost incurred was \$269,473 of which \$0 was capitalized.

Note 2. Restricted Assets

The restricted assets in the accompanying financial statements are restricted as to use by ordinance (Note 5), external parties, or by board designation. A schedule of restricted assets at June 30, 2011, follows:

<u>Description</u>	<u>Cash</u>	<u>Investments at Cost</u>	<u>Total</u>
Assets restricted by grant agreement or bond ordinance:			
Customer deposits	\$ 456,111	\$ -0-	\$ 456,111
Reserve accounts	535,567	-0-	535,567
Depreciation accounts	<u>250,000</u>	<u>-0-</u>	<u>250,000</u>
	<u>\$1,241,678</u>	<u>\$ -0-</u>	<u>\$1,241,678</u>

A schedule of restricted assets at June 30, 2010, follows:

<u>Description</u>	<u>Cash</u>	<u>Investments at Cost</u>	<u>Total</u>
Assets restricted by grant agreement or bond ordinance:			
Customer deposits	\$ 431,092	\$ -0-	\$ 431,092
Reserve accounts	773,227	-0-	773,227
Depreciation accounts	<u>250,000</u>	<u>-0-</u>	<u>250,000</u>
	<u>\$1,454,319</u>	<u>\$ -0-</u>	<u>\$1,454,319</u>

Mount Sterling Water and Sewer Commission
Notes to the Financial Statements
June 30, 2011 and 2010

Note 3. Long-Term Debt

The Mount Sterling Water and Sewer Commission's bonded indebtedness and other long-term notes at June 30, 2011 and 2010, are summarized as follows:

	<u>Rate</u>	<u>Original Issue</u>	<u>2011</u>	<u>2010</u>
1998-B Bonds	4.30%	\$ 4,450,000	\$0	\$ 1,730,000
Kentucky Municipal League Pooled Lease Financing Program	3.27%	3,485,000	0	1,424,571
Kentucky Bond Corporation 2010 Series C	2.70%	2,760,000	2,288,333	0
KIA Fund A	1.20%	1,055,969	343,717	398,643
KIA Fund B	1.50%	2,448,213	948,434	1,076,006
KIA Fund A Loan	1.00%	<u>13,202,540 *</u>	<u>8,041,653</u>	<u>8,618,120</u>
		<u>\$ 27,401,722</u>	11,622,137	13,247,340
Less current maturities			<u>(1,171,493)</u>	<u>(1,223,776)</u>
Total long term debt			<u>\$ 10,450,644</u>	<u>\$ 12,023,564</u>

- The original issue of the KIA Fund A Loan is \$13,202,540. As of June 30, 2011, the Commission had borrowed \$11,936,783 of this amount.

The Mount Sterling Water and Sewer Commission's bonded indebtedness and other long-term notes at June 30, 2011 and 2010, are detailed as follows:

	Balance June 30 2009			Balance June 30 2010			Balance June 30 2011
	Balance	Advances	Repayments	Balance	Advances	Repayments	Balance
1998-B Bonds	\$1,970,000	\$0	(\$240,000)	\$ 1,730,000	\$0	\$(1,730,000)	\$0
Kentucky Municipal League Pooled Lease Financing Program	1,624,527	0	(199,956)	1,424,571	0	\$(1,424,571)	0
Kentucky Bond Corporation							
2010 Series C	0	0	0	0	2,760,000	\$(471,667)	2,288,333
KIA Fund A	452,915	0	(54,272)	398,643	0	\$(54,926)	343,717
KIA Fund B	1,201,686	0	(125,680)	1,076,006	0	\$(127,572)	948,434
KIA Fund A Loan	9,188,865	0	(570,745)	8,618,120	0	\$(576,467)	8,041,653
Total	<u>\$14,437,993</u>	<u>\$0</u>	<u>(\$1,190,653)</u>	<u>\$13,247,340</u>	<u>\$2,760,000</u>	<u>\$(4,385,203)</u>	<u>\$11,622,137</u>

Mount Sterling Water and Sewer Commission
Notes to the Financial Statements
June 30, 2011 and 2010

Note 3. Long-Term Debt (Continued)

	Balance	
	Current	Long-Term
	June 30, 2011	
Kentucky Bond Corporation 2010 Series C	\$ 404,167	\$ 1,884,166
KIA Fund A	55,587	288,130
KIA Fund B	129,493	818,941
KIA Fund A Loan	582,246	7,459,407
	<u>582,246</u>	<u>7,459,407</u>
Total	<u>\$ 1,171,493</u>	<u>\$ 10,450,644</u>

The long-term debt service requirements are as follows:

<u>Fiscal Year</u>	<u>Principal</u>	<u>Interest</u>	<u>Total</u>
2011-2012	\$ 1,171,493	\$ 154,731	\$ 1,326,224
2012-2013	1,187,865	138,192	1,326,057
2013-2014	1,205,583	121,400	1,326,983
2014-2015	1,229,232	102,534	1,331,766
2015-2016	1,134,228	80,701	1,214,929
2016-2021	3,744,359	201,408	3,945,767
2021-2024	<u>1,949,377</u>	<u>34,256</u>	<u>1,983,633</u>
	<u>\$11,622,137</u>	<u>\$ 833,222</u>	<u>\$12,455,359</u>

Series 1998-B Bonds

On September 17, 1998, the Commission borrowed the aggregate principal amount of \$4,450,000 of certain obligations of the City of Danville, Kentucky designated as its Multi-City Lease Revenue Bonds (City of Mount Sterling, Kentucky Water and Sewer System Revenue Refunding & Improvement Project) Series 1998-B. The purpose of the issue was for the refunding in advance of the 1978 Bond Issue, the Multi-City Lease Revenue Bonds of 1991, and the Multi-City Lease Revenue Bonds of 1996. The bonds are secured by a pledge of revenues. The bonds are subject to optional and mandatory redemption prior to maturity. The bonds were refinanced in the current year into the Kentucky Bond Corporation 2010 Series C Bonds.

Kentucky Municipal League Pooled Lease Financing Program

On July 31, 1996, the Commission borrowed the aggregate principal amount of \$3,485,000 as part of a pooled lease financing program. The debt is secured by a pledge of gross revenues from the operations of the water and sewer system. The purpose of obtaining the debt was to finance several projects including the transmission main project and the pump station project. The lease is subject to a variable rate, which is adjusted annually, based on the BMA index. The lease was refinanced in the current year into the Kentucky Bond Corporation 2010 Series C Bonds.

**Mount Sterling Water and Sewer Commission
Notes to the Financial Statements
June 30, 2011 and 2010**

Note 3. Long-Term Debt (Continued)

KIA Fund A and KIA Fund B

As of June 30, 2011 and 2010, the Commission had drawn on a KIA loan which was made to finance the construction of the water treatment plant sludge facilities. The loan is secured by a pledge of revenues, and has been drawn up to \$1,055,969. The loan bears an interest rate of 1.2% and has a life of 20 years and matures in 2017.

As of June 30, 2011 and 2010, the Commission had also drawn on a KIA loan which was made to finance the construction of ground storage tanks and a water strengthening main. The loan is secured by a pledge of revenues, and has been drawn up to \$2,448,213. The loan bears an interest rate of 1.5% and has a life of 20 years and matures in 2018.

Kentucky Infrastructure Authority - A02-01

The Commission had drawn \$11,936,783 as of June 30, 2011 and 2010, from the Kentucky Infrastructure Authority. The loan was made for the construction of a new trunk sewer and wastewater treatment plant. The loan is secured by a pledge of revenues and can be drawn up to \$13,202,540. The loan bears an interest rate of 1% and has a life of 20 years.

Kentucky Bond Corporation 2010 Series C Bonds

On November 4, 2010, the Commission borrowed the aggregate principal amount of \$2,760,000 with the Kentucky Bond Corporation 2010 Series C Bonds. The purpose of the issue was for the refunding in advance of the obligations of the City of Danville, Kentucky designated as its Multi-City Lease Revenue Bonds (City of Mount Sterling, Kentucky Water and Sewer System Revenue Refunding & Improvement Project) Series 1998-B and the Kentucky Municipal League Pooled Lease Financing Program. The bonds are secured by a pledge of revenues. The bonds are subject to optional and mandatory redemption prior to maturity.

Defeasance of Debt

During 1999, the Commission issued \$4,450,000 of Revenue Bonds with interest rates ranging from 3.80% to 4.90%. The City issued the bonds to advance refund \$5,200,000 of the outstanding 1978 Bond Issue, the Multi-City Lease Revenue Bonds of 1991, and the Multi-City Lease Revenue Bonds of 1996 with interest rates ranging from 4.10% to 7.50%. The Commission used the net proceeds along with other resources to purchase U.S. Government Securities. These securities were deposited in an irrevocable trust to provide for all future debt service payments on the refunding portion of the various issues. As a result, the portion of the various issues are considered defeased, and the Commission has removed the liability from its accounts. This advanced refunding reduced total debt service payments over the next 19 years by \$288,123. These revenue bonds were refinanced in the current year into the Kentucky Bond Corporation 2010 Series C Bonds.

Note 4. Net Assets

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

The balance of capital investments represents funds that have been used to acquire pump stations, storage facilities, meter stations, etc., constructed and operated by the Mount Sterling Water and Sewer Commission, net of outstanding debt. The balance was \$24,256,563 and \$24,145,381 at June 30, 2011 and 2010, respectively.

Mount Sterling Water and Sewer Commission
Notes to the Financial Statements
June 30, 2011 and 2010

Note 4. Net Assets (Continued)

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

	<u>2011</u>	<u>2010</u>
Operation and Maintenance	\$270,000	\$ 90,000
Replacement	244,225	209,279
Depreciation	250,000	250,000
Debt Service	-	452,606
Other	<u>21,342</u>	<u>21,342</u>
Total Restricted	<u>\$785,567</u>	<u>\$1,023,227</u>

The Commission has a balance of \$3,112,567 and \$3,504,719 for unrestricted net assets at June 30, 2011 and 2010, respectively.

Note 5. Compliance with Bond Ordinance

The Kentucky Bond Corporation 2010 Series C bond ordinance requires the Commission to maintain certain reserves and restricted assets as follows:

Operation and Maintenance Fund - This reserve is required to maintain a balance equal to three month's cost of operating, maintaining, and insuring the system. The balance of this reserve at June 30, 2011 was \$270,000.

Depreciation Fund - This reserve is required for major repairs and replacements. Funds may be withdrawn only to pay the cost of making unusual or extraordinary maintenance, repairs, renewals, and/or replacements to the system not included in the annual budget of current expenses, or for the purpose of paying the cost of construction improvements. The balance of this reserve at June 30, 2011 was \$250,000.

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

Replacement Reserve - This reserve requires the Commission to deposit \$32,790 each December 1 into a separate account until the balance reaches \$327,900 and be maintained for the life of the loan. The balance of this reserve at June 30, 2011 and 2010, was \$244,225 and \$209,279, respectively.

Mount Sterling Water and Sewer Commission
Notes to the Financial Statements
June 30, 2011 and 2010

Note 6. Property, Plant and Equipment

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

	Balance			Balance			Balance		
	June 30, 2009	Additions	Disposals	June 30, 2010	Additions	Disposals	June 30, 2011		
Land and building	\$1,280,157	\$24,095	(\$51,688)	\$1,252,564	\$0	\$0	\$1,252,564		
Water and sewer system	56,385,853	337,416	(106,801)	56,616,468	186,319	0	56,802,787		
Equipment	1,215,376	18,957	(454,138)	780,195	27,182	(54,765)	752,612		
Construction in progress	0	0	0	0	0	0	0		
Vehicles	288,460	0	(20,204)	268,256	23,500	0	291,756		
	59,169,846	380,468	(632,831)	58,917,483	237,001	(54,765)	59,099,719		
Accumulated depreciation	(20,402,421)	(1,748,904)	626,563	(21,524,762)	(1,749,291)	53,034	(23,221,019)		
Total net property, plant and equipment	\$38,767,425	(\$1,368,436)	(\$6,268)	\$37,392,721	(\$1,512,290)	(\$1,731)	\$35,878,700		

Note 7. Pension Plan

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

The Mount Sterling Water and Sewer Commission had a total of 32 and 35 employees at June 30, 2011 and 2010, respectively, covered by the CERS who contributed 5.00%. The employer contributed 16.93% in 2011 and 16.16% in 2010. The Commission's contribution was \$191,103 and \$181,738, and the employees contributed \$56,501 and \$56,299 for the years ended June 30, 2011 and 2010, respectively.

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

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

The CERS total actuarial accrued liability was \$11,131,174,000 and net assets available for benefits were \$7,296,322,000 as of June 30, 2010, which is the latest information available.

Mount Sterling Water and Sewer Commission
Notes to the Financial Statements
June 30, 2011 and 2010

Note 8. Risk Management

The Mount Sterling Water and Sewer Commission is exposed to various risks of loss related to torts; theft of, damage to, and destruction of assets; errors and omissions; injuries to employees; and natural disasters. In addition to its general liability insurance, the Commission also carries commercial insurance for all other risks of loss such as workers' compensation and employee health and accident insurance. Settled claims resulting from these risks have not exceeded commercial insurance coverage in any of the past three fiscal years. The following is a schedule of insurance in force as of June 30, 2011:

<u>Coverage</u>	<u>Amount of Coverage</u>	<u>Premium</u>	<u>Policy Term</u>
Buildings & property	\$ 27,265,515	*	7/1/10 - 7/1/11
General liability	3,000,000	*	7/1/10 - 7/1/11
Public officials liability	3,000,000	*	7/1/10 - 7/1/11
Automobile liability	3,000,000	*	7/1/10 - 7/1/11
Automobile physical	Actual Value	*	7/1/10 - 7/1/11
Crime:			
Forgery or alteration	100,000	*	7/1/10 - 7/1/11
Theft-inside premises	100,000	*	7/1/10 - 7/1/11
Theft-outside premises	100,000	*	7/1/10 - 7/1/11
Public dishonesty	250,000	*	7/1/10 - 7/1/11
Counterfeit paper	100,000	*	7/1/10 - 7/1/11
Workers compensation insurance:			
Waterworks	593,114	*	7/1/10 - 7/1/11
Sewage	203,614	*	7/1/10 - 7/1/11
Clerical	314,978	*	7/1/10 - 7/1/11
Health & life insurance	Various	\$ 146,255	Monthly

*Blanket coverage; total premium \$147,324.

Note 9. Subsequent Events

Subsequent events for Mount Sterling Water and Sewer Commission have been evaluated through October 11, 2011, which is the date the financial statements were available to be issued.

**Mount Sterling Water and Sewer Commission
Schedule of Revenues, Expenses And Changes
in Net Assets Budget and Actual
For the Year Ended June 30, 2011**

	Enacted Budget	Actual	Favorable (Unfavorable)
Operating revenues			
Water sales	\$ 2,572,000	\$ 2,545,285	\$ (26,715)
Sewer sales	2,014,250	2,121,760	107,510
Other income	65,560	164,492	98,932
Total operating revenues	<u>4,651,810</u>	<u>4,831,537</u>	<u>179,727</u>
Operating expenses			
Water	1,821,770	2,130,723	(308,953)
Sewer	1,085,160	1,483,096	(397,936)
General and administrative costs:			
Water	710,035	681,662	28,373
Sewer	353,530	352,239	1,291
Total operating expenses	<u>3,970,495</u>	<u>4,647,720</u>	<u>(677,225)</u>
Operating income	<u>681,315</u>	<u>183,817</u>	<u>(497,498)</u>
Nonoperating revenues (expenses)			
Interest income	60,600	37,461	(23,139)
Grants	0	0	0
Loss on sale of fixed assets	0	(1,731)	(1,731)
Remaining unamortized cost on debt retired	0	(174,497)	(174,497)
Other expense	0	(46,028)	(46,028)
Interest expense	(3,270)	(204,626)	(201,356)
Total net nonoperating revenues (expenses)	<u>57,330</u>	<u>(389,421)</u>	<u>(446,751)</u>
Income before contributions	738,645	(205,604)	(944,249)
Capital contributions	<u>0</u>	<u>0</u>	<u>0</u>
Change in net assets	738,645	(205,604)	(944,249)
Total net assets, beginning of year	<u>28,673,327</u>	<u>28,673,327</u>	<u>0</u>
Total net assets, end of year	<u>\$ 29,411,972</u>	<u>\$ 28,467,723</u>	<u>\$ (944,249)</u>

Mount Sterling Water and Sewer Commission
Schedule of Debt Service Requirements
Kentucky Infrastructure Authority Fund A
June 30, 2011

Fiscal Year Ending June 30	Principal Due Dec. 1 & June 1	Interest December 1	Interest June 1	Total Debt Requirements	Principal Outstanding at End of Year
2012	\$ 55,587	\$ 2,062	\$ 1,896	\$ 59,545	\$ 288,130
2013	56,256	1,729	1,560	59,545	231,874
2014	56,933	1,391	1,221	59,545	174,941
2015	57,618	1,050	877	59,545	117,323
2016	58,311	704	530	59,545	59,012
2017	59,012	354	179	59,545	0
	<u>\$ 343,717</u>	<u>\$ 7,290</u>	<u>\$ 6,263</u>	<u>\$ 357,270</u>	

Mount Sterling Water and Sewer Commission
Schedule of Debt Service Requirements
Kentucky Infrastructure Authority Fund B
June 30, 2011

<u>Fiscal Year</u> <u>Ending June 30</u>	<u>Principal</u> <u>Due</u> <u>Dec. 1 &</u> <u>June 1</u>	<u>Interest</u> <u>December 1</u>	<u>Interest</u> <u>June 1</u>	<u>Total Debt</u> <u>Requirements</u>	<u>Principal</u> <u>Outstanding at</u> <u>End of Year</u>
2012	\$ 129,493	\$ 7,113	\$ 6,629	\$ 143,235	\$ 818,941
2013	131,443	6,142	5,650	143,235	687,498
2014	133,421	5,156	4,658	143,235	554,077
2015	135,430	4,155	3,650	143,235	418,647
2016	137,469	3,140	2,626	143,235	281,178
2017	139,537	2,109	1,589	143,235	141,641
2018	141,641	1,062	534	143,237	0
	<u>\$ 948,434</u>	<u>\$ 28,877</u>	<u>\$ 25,336</u>	<u>\$ 1,002,647</u>	

Mount Sterling Water and Sewer Commission
Schedule of Debt Service Requirements
Kentucky Infrastructure Authority A02-01
June 30, 2011

Fiscal Year Ending June 30	Principal Due Dec. 1 & June 1	Interest Due Dec. 1 & June 1	Admin. Fees	Total Debt Requirements	Principal Outstanding at End of Year
2011	\$ 582,246	\$ 78,965	\$ 15,793	\$ 677,004	\$ 7,459,407
2013	588,083	73,128	14,626	675,837	6,871,324
2014	593,979	67,232	13,446	674,657	6,277,345
2015	599,934	61,277	12,255	673,466	5,677,411
2016	605,948	55,263	11,053	672,264	5,071,463
2017	612,022	49,188	9,838	671,048	4,459,441
2018	618,158	43,053	8,610	669,821	3,841,283
2019	624,355	36,856	7,372	668,583	3,216,928
2020	630,614	30,597	6,119	667,330	2,586,314
2021	636,936	24,275	4,855	666,066	1,949,378
2022	643,321	17,889	3,578	664,788	1,306,057
2023	649,771	11,440	2,288	663,499	656,286
2024	656,286	4,925	985	662,196	0
	<u>\$ 8,041,653</u>	<u>\$ 554,088</u>	<u>\$ 110,818</u>	<u>\$ 8,706,559</u>	

Mount Sterling Water and Sewer Commission
Schedule of Debt Service Requirements
Kentucky Bond Corporation Financing Program Revenue Bonds 2010 First Series C
June 30, 2011

<u>Fiscal Year Ending June 30</u>	<u>Principal Payments</u>	<u>Interest</u>	<u>Admin. Fees</u>	<u>Total Debt Requirements</u>	<u>Principal Outstanding at End of Year</u>
2012	\$ 404,167	\$ 58,066	\$ 6,171	\$ 468,404	\$ 1,884,166
2013	412,083	49,983	5,161	467,227	1,472,083
2014	421,250	41,742	4,130	467,122	1,050,833
2015	436,250	31,525	3,077	470,852	614,583
2016	332,500	18,438	1,986	352,924	1,139,583
2017	177,083	8,463	1,155	186,701	873,750
2018	105,000	3,150	525	108,675	509,583
	<u>\$ 2,288,333</u>	<u>\$ 211,367</u>	<u>\$ 22,205</u>	<u>\$ 2,521,905</u>	

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

Mount Sterling Water and Sewer Commission
Mount Sterling, Kentucky

We have audited the financial statements of the Mount Sterling Water and Sewer Commission (the Commission) of the City of Mount Sterling, Kentucky, as of and for the year ended June 30, 2011, and have issued our report thereon dated October 11, 2011 which includes an explanatory paragraph regarding the omission of Management Discussion and Analysis. We conducted our audit in accordance with auditing standards generally accepted in the United States of America and the standards applicable to financial audits contained in *Government Auditing Standards*, issued by the Comptroller General of the United States.

Internal Control Over Financial Reporting

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

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 Commission's financial statements will not be prevented, or detected and corrected on a timely basis.

Our consideration of internal control over financial reporting was for the limited purpose described in the first paragraph of this section and was not designed to identify all deficiencies in internal control over financial reporting that might be deficiencies, significant deficiencies or material weaknesses. We did not identify any deficiencies in internal control over financial reporting that we consider to be material weaknesses, as defined above. However, we identified the deficiency described below that we consider to be a significant deficiency in internal control over financial reporting. 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.

Finding: 2011-1

- **Condition:** While management is knowledgeable in regard to the numbers reported in the financial statements, identifying and applying new authoritative guidance in regard to information reported in the notes to those statements is outside the scope of management's training and experience.
- **Management Response and Corrective Action Plan:** It does not appear that it would be economically feasible for our organization to enlarge its staff or contract an individual with appropriate skill and knowledge in applying new authoritative guidance. Thus, it is important that our Board provide oversight and independent review functions.

Mount Sterling Water and Sewer Commission
Mount Sterling, Kentucky
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Compliance and Other Matters

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

The Commission's response to the findings identified in our audit is described in the paragraphs above. We did not audit the Commission's response and, accordingly, we express no opinion on it.

We noted certain matters that we reported to management of the Commission, in a separate letter dated October 11, 2011.

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

Faulkner, King & Wenz, PSC

October 11, 2011