

CITY OF MIDDLETOWN, KENTUCKY

FINANCIAL STATEMENTS

JUNE 30, 2024

Independent Auditor’s Report	1-3	
Management’s Discussion and Analysis	4-12	
Basic Financial Statements		
Government-Wide Financial Statements		
Statement of Net Position	13	
Statement of Activities.....	14	
Fund Financial Statements		
Balance Sheet – Governmental Funds.....	15	
Reconciliation of the Governmental Funds Balance Sheet to the Statement of Net Position	16	
Statement of Revenues, Expenditures and Changes in Fund Balances – Governmental Funds.....	17	
Reconciliation of the Governmental Funds Statement of Revenues, Expenditures, and Changes in Fund Balances to Statement of Activities	18	
Statement of Net Position – Proprietary Fund Balances	19	
Statement of Revenues, Expenses and Changes in Net Position – Proprietary Fund	20	
Statement of Cash Flows – Proprietary Fund	21	
Notes to the Financial Statements	22-32	
Required Supplementary Information		
Budgetary Comparison Schedule – General Fund.....	34	
Budgetary Comparison Schedule – Road Fund	35	
Notes to Required Supplementary Information.....	36	
Independent Auditor’s Report on Internal Control over Financial Reporting and on Compliance and Other Matters Based on and Audit of Financial Statements Performed in Accordance with <i>Government Auditing Standards</i>		37-38



INDEPENDENT AUDITOR'S REPORT

Members of City Commission
City of Middletown, Kentucky
Middletown, Kentucky

Report on the Audit of the Financial Statements

Opinions

We have audited the accompanying financial statements of the governmental activities, the business-type activities, and each major fund of the City of Middletown, Kentucky (City) as of and for the year ended June 30, 2024, and the related notes to the financial statements, which collectively comprise the City's basic financial statements as listed in the table of contents.

In our opinion, the financial statements referred to above present fairly, in all material respects, the respective financial position of the governmental activities, the business-type activities, and each major fund, of the City, as of June 30, 2024, and the respective changes in financial position and, where applicable, cash flows thereof for the year then ended in accordance with accounting principles generally accepted in the United States of America.

Basis of Opinions

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. Our responsibilities under those standards are further described in the Auditor's Responsibilities for the Audit of the Financial Statements section of our report. We are required to be independent of the City and to meet our other ethical responsibilities, in accordance with the relevant ethical requirements relating to our audit. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinions.

Responsibilities of Management for the Financial Statements

Management is responsible for the preparation and fair presentation of the financial statements in accordance with accounting principles generally accepted in the United States of America, and for 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.

In preparing the financial statements, management is required to evaluate whether there are conditions or events, considered in the aggregate, that raise substantial doubt about the City's ability to continue as a going concern for twelve months beyond the financial statement date, including any currently known information that may raise substantial doubt shortly thereafter.

Auditor's Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinions. Reasonable assurance is a high level of assurance but is not absolute assurance and therefore is not a guarantee that an audit conducted in accordance with auditing standards generally accepted in the United States of America and *Government Auditing Standards* will always detect a material misstatement when it exists. The risk of not detecting a material misstatement from fraud is higher than one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control. Misstatements are considered material if there is a substantial likelihood that, individually or in the aggregate, they would influence the judgment made by a reasonable user based on the financial statements.

In performing an audit in accordance with generally accepted auditing standards and *Government Auditing Standards*, we:

- Exercise professional judgement and maintain professional skepticism throughout the audit.
- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, and design and perform audit procedures responsive to those risks. Such procedures include examining, on a test basis, evidence regarding the amounts and disclosures in the financial statements.
- Obtain an understanding of internal control relevant to the audit 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 City's internal control. Accordingly, no such opinion is expressed.
- Evaluate the appropriateness of accounting policies used and the reasonableness of significant accounting estimates made by management, as well as evaluate the overall presentation of the financial statements.
- Conclude whether, in our judgement, there are conditions or events, considered in the aggregate, that raise substantial doubt about the City's ability to continue as a going concern for a reasonable period of time.

We are required to communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit, significant audit findings, and certain internal control related matters that we identified during the audit.

Required Supplementary Information

Accounting principles generally accepted in the United States of America require that the management's discussion and analysis and budgetary comparison information, as listed in the table of contents, be presented to supplement the basic financial statements. Such information is the responsibility of management and, 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 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 basic financial statements. We do not express an opinion or provide any assurance on the information because the limited procedures do not provide us with sufficient evidence to express an opinion or provide any assurance.

Other Reporting Required by Government Auditing Standards

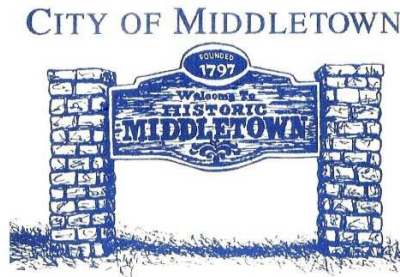
In accordance with *Government Auditing Standards*, we have also issued our report dated January 21, 2025, on our consideration of the City's internal control over financial reporting and on our tests of its compliance with certain provisions of laws, regulations, contracts, and grant agreements and other matters. The purpose of that report is solely 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 effectiveness of the City's 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 the City's internal control over financial reporting and compliance.

Maddox & Associates CPAs Inc.

Fort Thomas, Kentucky
January 21, 2025

Mayor
J. Byron Chapman

Commissioners
Paul Hayden
Amy Oliver
Mark Stigers
Ron Wolf



11803 Old Shelbyville Road
Middletown, Kentucky 40243
502-245-2762
Website: cityofmiddletownky.org
Email: clerk@cityofmiddletownky.org

As management of the City of Middletown, Kentucky (City) we offer readers of the City's financial statements this narrative overview and analysis of the financial activities of the City for the fiscal year ended June 30, 2024. We encourage readers to consider the information presented here in conjunction with the City's basic financial statements.

FINANCIAL HIGHLIGHTS

The assets of the City were more than the liabilities by \$13,522,237 at the close of the current fiscal year. The unrestricted net position, which represents the amounts available to meet the City's ongoing obligations to citizens and creditors, was \$4,152,544. The City's total net position decreased \$1,117,276.

At the close of the current fiscal year, the City's governmental funds reported combined fund balances of \$5,708,788, an increase of \$55,696 from the prior year. Of this amount, \$4,183,452 is available for spending at the City's discretion (unassigned fund balance).

At the close of the current fiscal year, the unassigned fund balance was approximately 79% of total fund expenditures.

OVERVIEW OF THE FINANCIAL STATEMENTS

The discussion and analysis provided here are intended to serve as an introduction to the City's basic financial statements. The City's basic financial statements consist of three components: (1) government-wide financial statements, (2) fund financial statements, and (3) the notes to the financial statements. This report also included supplementary information intended to furnish additional detail to support the basic financial statements themselves.

GOVERNMENT-WIDE FINANCIAL STATEMENTS

The government-wide financial statements are designed to provide readers with a broad overview of the City's finances, in a manner similar to a private-sector business.

The statement of net position presents financial information on all of the City's assets and liabilities with the difference reported as net position.

The statement of activities presents information showing how the City net position changed during the most recent fiscal year. All changes in net position are reported as soon as the underlying event giving rise to the change occurs, regardless of the timing of the related cash flows. Thus, revenues and expenses are reported for some items that will only result in cash flows in future fiscal periods (e.g., uncollected taxes and unused vacation leave).

The governmental activities of the City include general government, public safety, sanitation, public works, and community development. The business-type activities are cemetery operations.

The government-wide financial statements can be found on pages 13-14 of this report

FUND FINANCIAL STATEMENTS

A fund is a grouping of related accounts that is used to maintain control over resources that have been segregated for specific activities or objectives. The City, like other state and local governments, uses fund accounting to ensure and demonstrate compliance with finance-related legal requirements. Some funds are required to be established by State law. However, the City may establish other funds to help it control and manage money for particular purposes.

Governmental funds: Governmental funds are used to account for essentially the same functions reported in the governmental activities in the government-wide financial statements. However, unlike the government-wide financial statements, the governmental fund financial statements focus on near-term inflows and outflows of spendable resources, as well as balances of spendable resources available at the end of the fiscal year. Such information may be useful in assessing a government's near-term financial requirements.

Because the focus of governmental funds is narrower than that of government-wide financial statements, it is useful to compare the information presented for government funds with similar information presented for governmental activities in the government-wide financial statements. By doing so, readers may better understand the long-term impact of the government's near-term financing decisions. Both the governmental fund balance sheet and the governmental fund statement of revenues, expenditures, and changes in fund balances provide a reconciliation to facilitate this comparison between governmental funds and governmental activities.

The City maintains two individual governmental funds. Information is presented separately in the governmental fund balance sheet and in the governmental fund statement of revenues, expenditures, and changes in fund balances for the general fund and special revenue fund, which are considered to be major funds.

The City adopts an annual appropriated budget for each of the major funds. A budgetary comparison schedule has been provided for the general fund and special revenue fund to demonstrate compliance with this budget.

Proprietary fund: Proprietary funds are used to report the same functions presented as business-type activities in the government-wide financial statements. The City uses the proprietary fund to account for its cemetery activities.

The fund financial statements can be found on pages 15-21 of this report.

NOTES TO THE FINANCIAL STATEMENTS

The notes provide additional information that is necessary to acquire a full understanding of the data provided in the government-wide and fund financial statements. The notes to the financial statements can be found on pages 22-32 of this report.

OTHER INFORMATION

In addition to the basic financial statements and notes to the financial statements, this report also presents required supplementary information concerning the City's budgets. Required supplementary information can be found on pages 34-36 of this report.

GOVERNMENT-WIDE FINANCIAL ANALYSIS

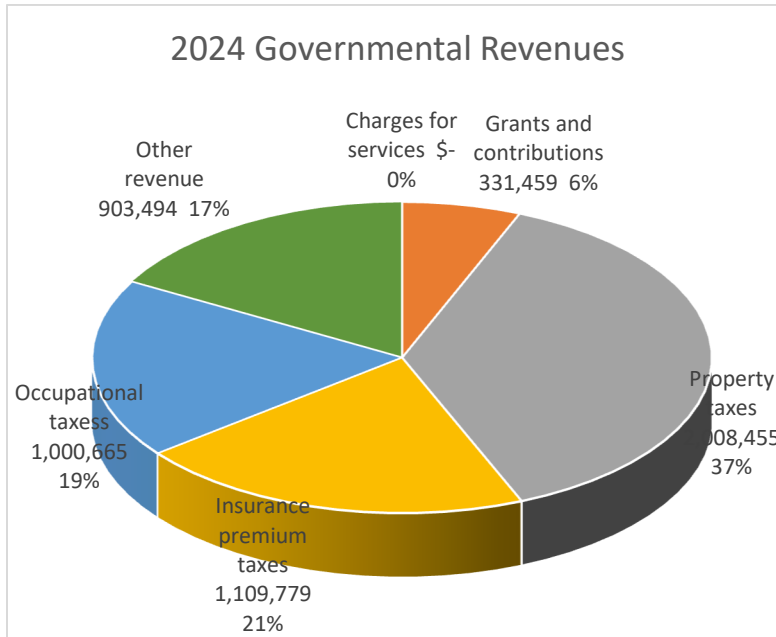
Net Position

	Governmental Activities		Business-Type Activities	
	2024	2023	2024	2023
Current and other assets	\$ 5,821,689	\$ 5,767,507	\$ 460,432	\$ 464,421
Capital assets, net of depreciation	7,888,689	8,076,168	9,337	9,337
Total assets	13,710,378	13,843,675	469,769	473,758
Current and other liabilities	188,141	189,654	-	-
Total liabilities	188,141	189,654	-	-
Net investment in capital assets	7,888,689	8,076,168		
Restricted	1,481,004	-		
Unrestricted	4,152,544	5,577,853	469,769	473,758
Total net position	\$ 13,522,237	\$ 13,654,021	\$ 469,769	\$ 473,758

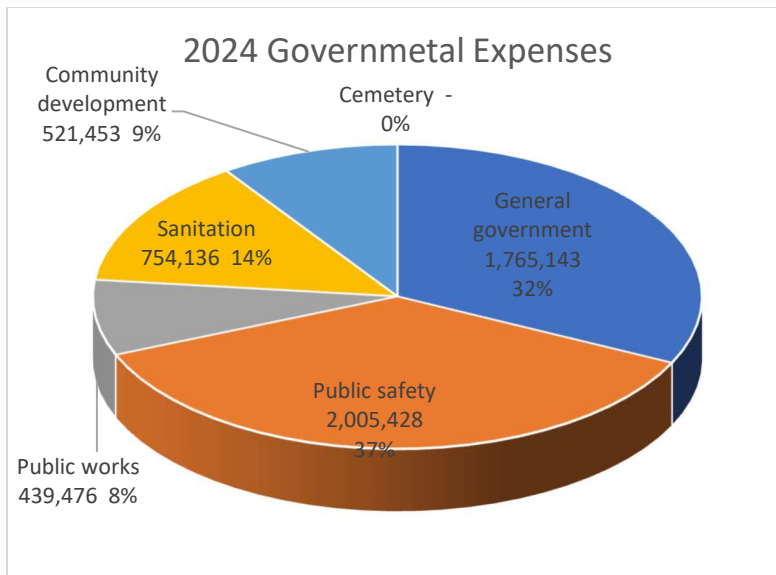
Statement of Activities

	Governmental Activities		Business-type Activities	
	2024	2023	2024	2023
Revenues				
Charges for services	\$ -	\$ 31,035	\$ 20,586	\$ 20,586
Grants and contributions	331,459	226,150	-	-
Property taxes	2,008,455	2,001,322	-	-
Insurance premium taxes	1,109,779	1,068,072	-	-
Occupational taxes	1,000,665	-		
Other revenue	903,494	819,646	7,710	20,586
Total revenues	5,353,852	4,146,225	28,296	41,172
Expenditures				
General government	1,765,143	1,668,392	-	-
Public safety	2,005,428	1,687,177	-	-
Public works	439,476	534,471	-	-
Sanitation	754,136	485,502	-	-
Community development	521,453	593,719	-	-
Cemetery	-	-	44,153	44,148
Total expenditures	5,485,636	4,969,261	44,153	44,148
Net change in fund balances	(131,784)	(823,036)	(15,857)	(2,976)
Fund balances - beginning	13,654,021	476,284	476,284	476,284
Fund balances - ending	\$ 13,522,237	\$ (346,752)	\$ 460,427	\$ 473,308

The major source for governmental revenue is property taxes and insurance premium taxes.

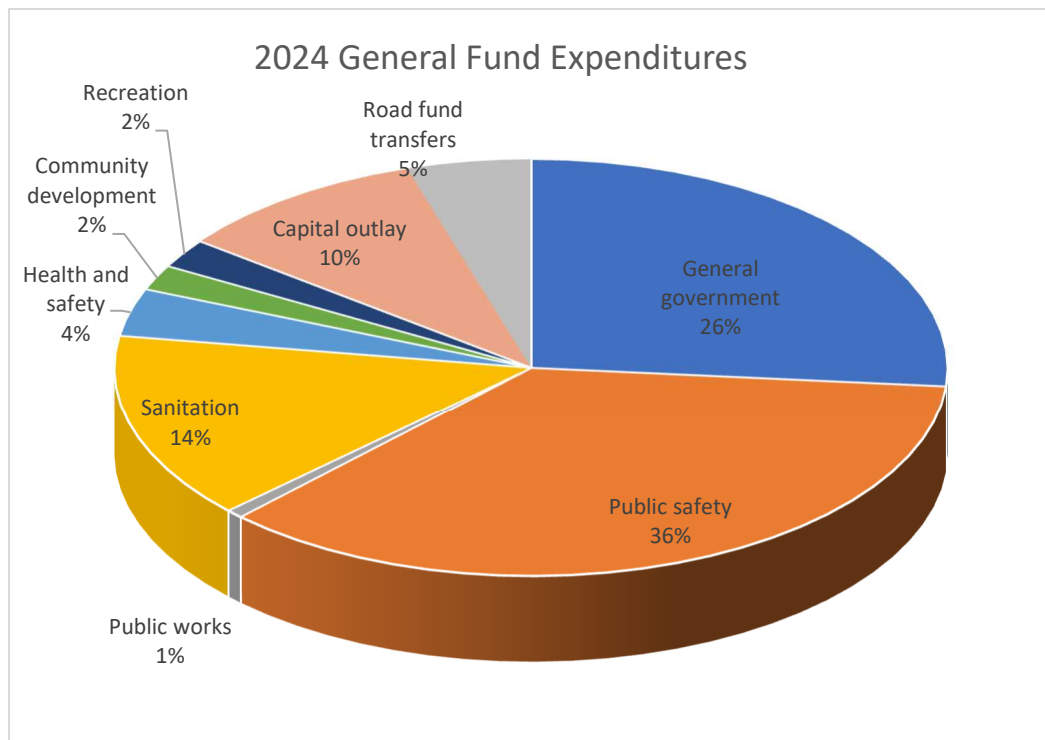
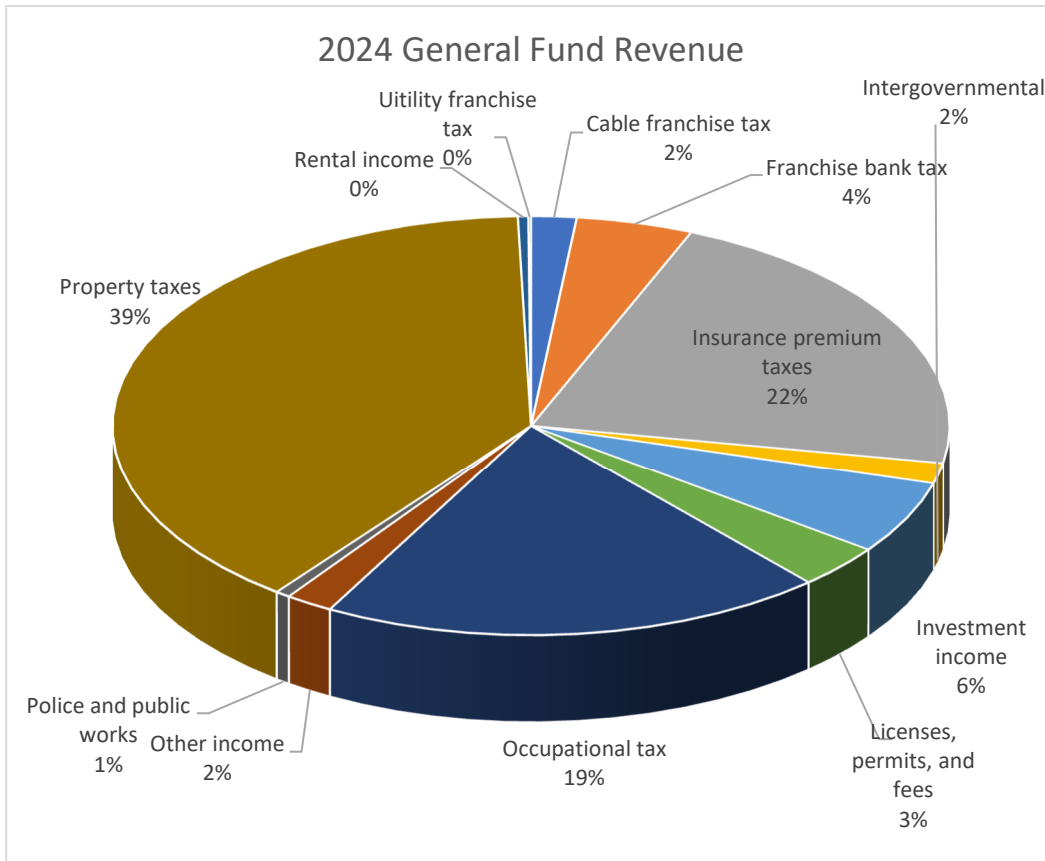


The major expenditures are general government and public safety.



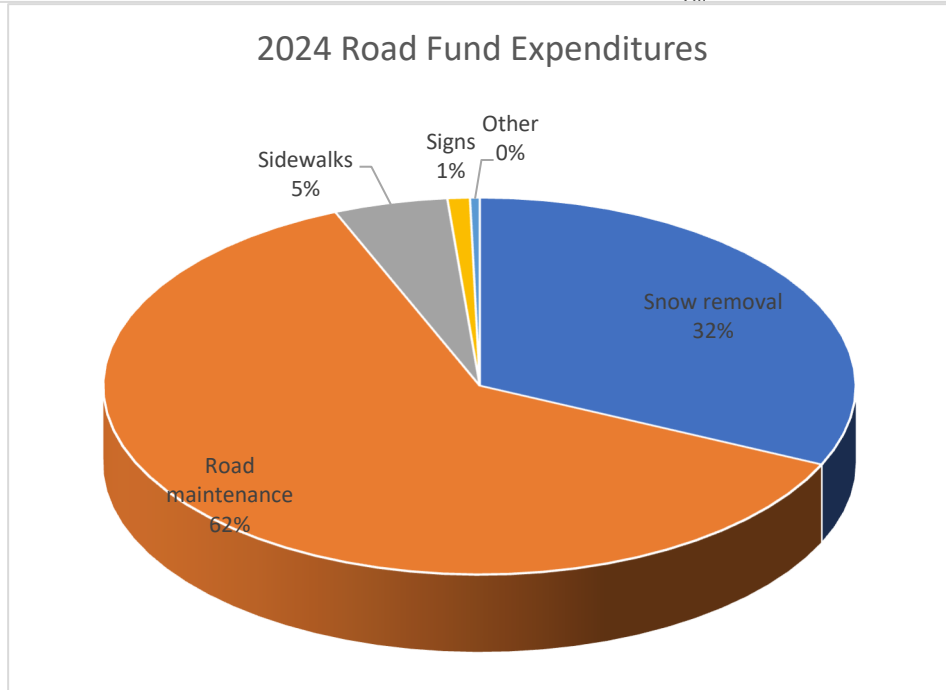
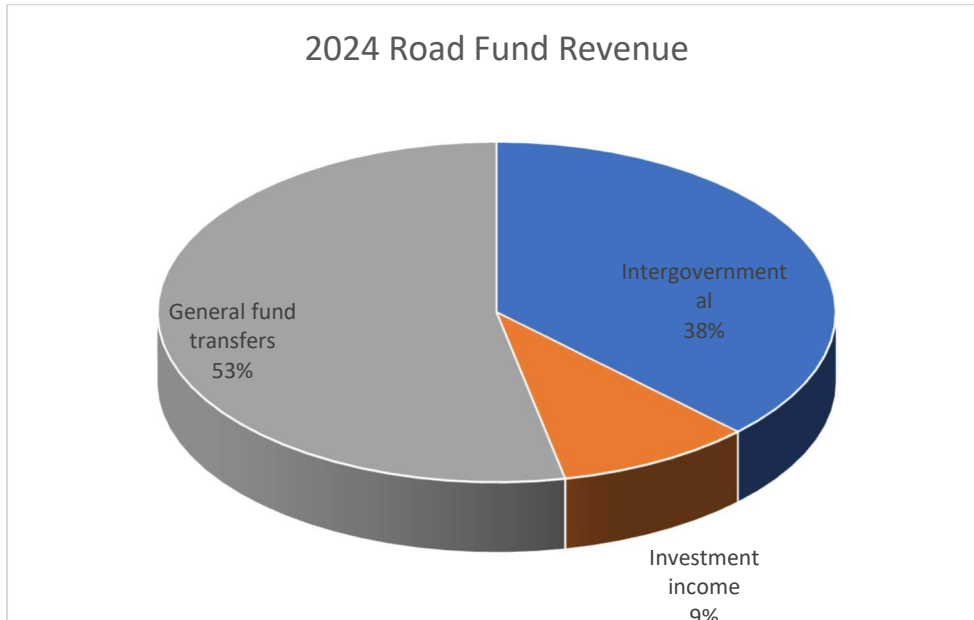
GENERAL FUND

The general fund is used to account for and report all financial resources not accounted for and reported in another fund. The general fund balance is available for any purpose provided it is expended or transferred according to the general laws of Kentucky. General fund revenues and expenditures are as follows:



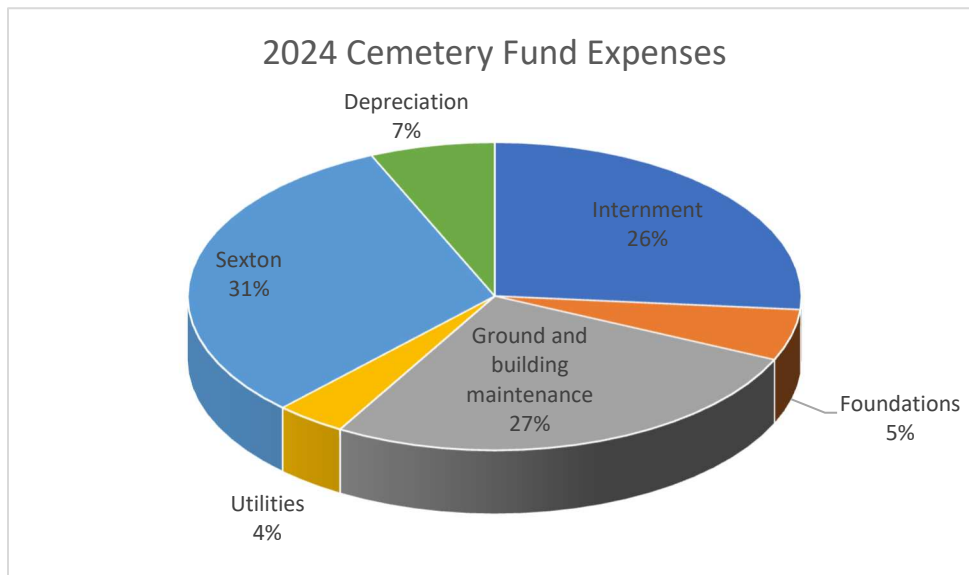
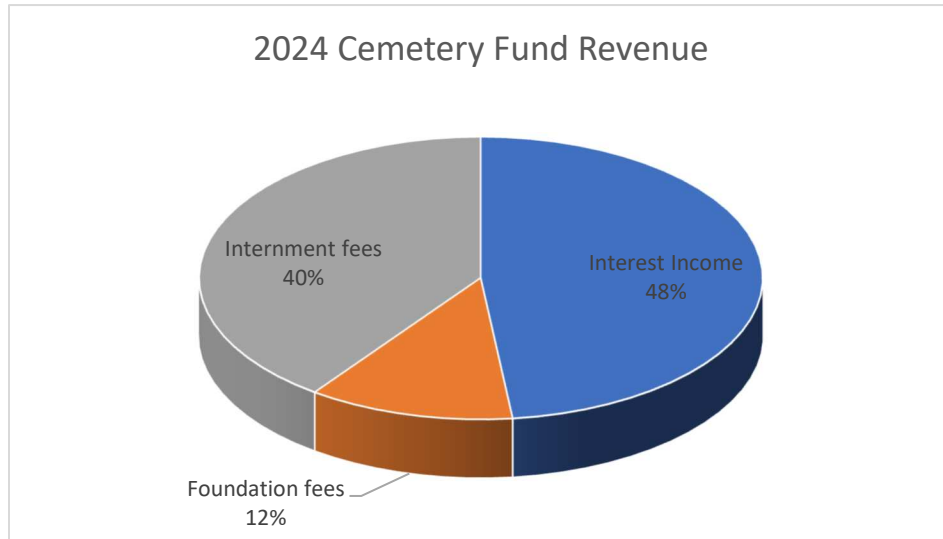
ROAD FUND

The municipal road aid fund accounts for the allocation of funds from the Commonwealth of Kentucky as provided in KRS 174 for design, right-of-way acquisitions, utilities, construction, and other municipal road aid expenditures.



CEMETERY FUND

The cemetery fund accounts for the revenues and expenses related to cemetery operations.



CAPITAL ASSETS

	Balance June 30, 2023	Additions	Retirements	Balance June 30, 2024
Governmental Activities				
Land	\$ 446,739	\$ -	\$ -	\$ 446,739
Buildings	5,394,608	35,925	-	5,430,533
Improvements	2,332,107	-	-	2,332,107
Infrastructure	9,827,504	473,970	-	10,301,474
Machinery & Equipment	170,372	-	-	170,372
Police Equipment	1,298,799	-	-	1,298,799
Furniture	25,931	-	-	25,931
Total capital assets	19,496,060	509,895	-	20,005,955
Less accumulated depreciation	11,419,892	697,374	-	12,117,266
Net governmental capital assets	\$ 8,076,168	\$ (187,479)	\$ -	\$ 7,888,689
Business-Type Activities				
Land	\$ 1,550	\$ -	\$ -	\$ 1,550
Improvements	37,895	-	-	37,895
Total capital assets	39,445	-	-	39,445
Less accumulated depreciation	30,108	2,526	-	32,634
Net business-type capital assets	\$ 9,337	\$ (2,526)	\$ -	\$ 6,811

DEBT ADMINISTRATION

The City had no outstanding debt during fiscal year 2024.

ECONOMIC FACTORS AND NEXT YEAR'S BUDGET

The local economy of the City remains strong. The City is experiencing consistent growth from incoming and continuing businesses.

In adopting the budget for fiscal year 2025, the City considered many factors in making decisions and estimates about the finances for the upcoming fiscal year. A primary objective of the City is to continue current service levels without increasing tax rates.

REQUESTS FOR INFORMATION

This financial report is designed to provide a general overview of the City finances for all those with an interest in the government's finances. Questions concerning any of the information provided in this report or requests for additional financial information should be addressed to the City Treasurer, 11803 Old Shelbyville Road, Louisville, KY 40243.

City of Middletown, Kentucky
Statement of Net Position
June 30, 2024

	Governmental Activities	Business-Type Activities	Total
Assets			
Cash and cash equivalents	\$ 865,651	\$ 210,291	\$ 1,075,942
Restricted cash	1,481,004	-	1,481,004
Certificates of deposit	276,916	261,203	538,119
Investments	2,626,481	-	2,626,481
Receivables	527,306	-	527,306
Prepaid expenses	44,331	-	44,331
Capital assets, net of depreciation	7,888,689	6,811	7,895,500
Total assets	13,710,378	478,305	14,188,683
Liabilities			
Accounts payable	39,045	2,700	41,745
Accrued liabilities	18,857	-	18,857
Escrow	55,000	-	55,000
Compensated absences	75,239	-	75,239
Total liabilities	188,141	2,700	190,841
Net position			
Net investment in capital assets	7,888,689	6,811	7,895,500
Restricted	1,481,004	-	1,481,004
Unrestricted	4,152,544	468,794	4,621,338
Total net position	\$ 13,522,237	\$ 475,605	\$ 13,997,842

See accompanying notes to financial statements.

City of Middletown, Kentucky
Statement of Activities
Year Ended June 30, 2024

	Expenses	Charges for Services	Grants and Contributions		Net Revenue (Expense)
			Operating	Capital	
Governmental activities					
General government	\$ 1,456,570	\$ -	\$ -	\$ 74,010	\$ (1,382,560)
Public safety	2,005,428	-	81,745	-	(1,923,683)
Public works	439,476	-	175,704	-	(263,772)
Sanitation	754,136	-	-	-	(754,136)
Health and safety	191,725	-	-	-	(191,725)
Community development	521,453	-	-	-	(521,453)
Recreation	116,848	-	-	-	(116,848)
Total governmental activities	5,485,636	-	257,449	74,010	(5,154,177)
Business-type activities					
Cemetery	38,345	25,138	-	-	(13,207)
Total business-type activities	38,345	25,138	-	-	(13,207)
Total primary government	\$ 5,523,981	\$ 25,138	\$ 257,449	74,010	\$ (5,167,384)

	Governmental Activities	Business-Type Activities	Total
Net revenue (expense)	(5,154,177)	(13,207)	(5,167,384)
General revenues			
Property and other taxes	2,008,455	-	2,008,455
Insurance premium tax	1,109,779	-	1,109,779
Occupational tax	1,000,665	-	1,000,665
Bank franchise tax	231,391	-	231,391
Cable franchise tax	89,920	-	89,920
Utility franchise	5,239	-	5,239
Licenses, permits, and fees	172,957	-	172,957
Police income	29,304	-	29,304
Investment income	333,629	23,380	357,009
Miscellaneous	41,054	5,000	46,054
Total general revenues	5,022,393	28,380	4,050,108
Change in net position	(131,784)	15,173	(1,117,276)
Net position - beginning	13,654,021	460,432	14,114,453
Net position - ending	\$ 13,522,237	\$ 475,605	\$ 12,997,177

See accompanying notes to financial statements.

City of Middletown, Kentucky
Balance Sheet – Governmental Funds
June 30, 2024

	General Fund	Road Fund	Total Governmental Funds
Assets			
Cash and cash equivalents	\$ 865,651	\$ -	\$ 865,651
Restricted cash	748,490	732,513	1,481,003
Certificates of deposit	276,916	-	276,916
Investments	2,626,481	-	2,626,481
Receivables	527,306	-	527,306
Prepaid expenses	44,333	-	44,333
Total assets	\$ 5,089,177	\$ 732,513	\$ 5,821,690
Liabilities			
Accounts payable	\$ 39,045	\$ -	\$ 39,045
Accrued liabilities	18,857	-	18,857
Escrow	55,000	-	55,000
Total liabilities	112,902	-	112,902
Fund balances			
Nonspendable	44,333	-	44,333
Restricted	748,490	732,513	1,481,003
Unassigned	4,183,452	-	4,183,452
Total fund balances	4,976,275	732,513	5,708,788
Total liabilities and fund balances	\$ 5,089,177	\$ 732,513	\$ 5,821,690

See accompanying notes to financial statements.

City of Middletown, Kentucky
Reconciliation of the Balance Sheet – Governmental Funds
to the Statement of Net Position
June 30, 2024

Total governmental fund balances \$ 5,708,788

Amounts reported for governmental activities in the statement of net position are different because:

Capital assets used in governmental activities are not financial resources 7,888,689
and, therefore, are not reported in the funds.

Long-term liabilities are not due and payable in the current period and, therefore, are not reported in the funds.
Compensated absences (75,240)

Net position of governmental activities \$13,522,237

See accompanying notes to financial statements.

City of Middletown, Kentucky
Reconciliation of Statement of Revenues, Expenditures and Changes in Fund
Balances – Governmental Funds to the Statement of Activities
June 30, 2024

	General Fund	Road Fund	Total Governmental Funds
Revenues			
Property taxes	\$ 2,008,455	\$ -	\$ 2,008,455
Insurance premium taxes	1,109,779	-	1,109,779
Occupational tax	1,000,665		1,000,665
Franchise bank tax	231,391	-	231,391
Cable franchise tax	89,920	-	89,920
Utility franchise tax	5,239	-	5,239
Licenses, permits, and fees	172,957	-	172,957
Intergovernmental	81,745	175,704	257,449
Police and public works	29,304	-	29,304
Rental income	20,689	-	20,689
Investment income	289,797	43,832	333,629
Other income	94,375	-	94,375
Total revenues	5,134,316	219,536	5,353,852
Expenditures			
General government	1,371,196	-	1,371,196
Public safety	1,859,260	-	1,859,260
Public works	34,807	358,587	393,394
Sanitation	754,136	-	754,136
Health and safety	191,725	-	191,725
Community development	101,702	-	101,702
Recreation	116,848	-	116,848
Capital outlay	509,895	-	509,895
Total expenditures	4,939,569	358,587	5,298,156
Deficiency of revenues over expenditures	194,747	(139,051)	55,696
Other financing sources			
Transfer in	-	250,000	250,000
Transfer out	(250,000)	-	(250,000)
Total other financing sources	(250,000)	250,000	-
Net change in fund balances	(55,253)	110,949	55,696
Fund balances - beginning	5,031,528	621,564	5,653,092
Fund balances - ending	\$ 4,976,275	\$ 732,513	\$ 5,708,788

See accompanying notes to financial statements.

City of Middletown, Kentucky
 Reconciliation of Statement of Revenues, Expenditures and Changes in Fund
 Balances – Governmental Funds to the Statement of Activities
 June 30, 2024

Net change in fund balances - total governmental funds \$ 55,696

Amounts reported for governmental activities in the statement of activities
 are difference because:

Governmental funds report capital outlays as expenditures. However, in the
 statement of activities, the cost of those assets is allocated over their
 estimated useful lives and reported as depreciation expense.

Capital outlay	509,894	
Depreciation expense	<u>(697,374)</u>	
Total capital asset activities		(187,480)

Compensated absence liabilities are not reported in the funds
 but are recorded in the statement of activities -

Change in net position of governmental activities	\$ (131,784)
---	--------------

See accompanying notes to financial statements.

City of Middletown, Kentucky
Statement of Revenues, Expenses, and Changes
in Net Position – Proprietary Fund
June 30, 2024

	Cemetery Fund
Assets	
Cash and cash equivalents	\$ 210,291
Certificates of deposit	261,203
Capital assets	6,811
Total assets	478,305
Liabilities	
Accounts payable	2,700
Total liabilities	2,700
Net position	
Net investment in capital assets	6,811
Unrestricted	468,794
Total net position	\$ 475,605

See accompanying notes to financial statements.

City of Middletown, Kentucky
Statement of Revenues, Expenses, and Changes
in Net Position – Proprietary Fund
June 30, 2024

	Cemetery Fund
Operating revenues	
Internment fees	\$ 19,400
Foundation fees	5,738
Total operating revenues	25,138
Operating expenses	
Internment	10,125
Foundations	2,061
Sexton	12,000
Ground and building maintenance	10,205
Utilities	1,428
Insurance	0
Depreciation	2,526
Total operating expenses	38,345
Operating loss	(13,207)
Non-operating revenues and (expenses):	
Grants	5,000
Interest Income	23,380
Total non-operating revenues and (expenses):	28,380
Change in net position	15,173
Net position - beginning	460,432
Net position - ending	\$ 475,605

See accompanying notes to financial statements.

City of Middletown, Kentucky
Statement of Revenues, Expenses, and Changes
in Net Position – Proprietary Fund
June 30, 2024

	Cemetery Fund
Cash flows from operating activities	
Receipts from customers	\$ 25,138
Payments to suppliers	(32,119)
<u>Net cash used by operating activities</u>	<u>(6,981)</u>
Cash flows from investing activities	
Grants received	5,000
Investment maturities	(13,333)
Interest received	23,380
<u>Net cash used by capital financing activities</u>	<u>15,047</u>
Net increase in cash	8,066
Cash - beginning	202,225
<u>Cash - ending</u>	<u>\$ 210,291</u>
Cash flows from perating activities	
Operating income	15,173
Adjustments to reconcile operating loss to net cash used in operating activities	
Change in accounts payable	(2,700)
Change in investments	(21,980)
Depreciation	2,526
<u>Net cash used in operating activities</u>	<u>(6,981)</u>

See accompanying notes to financial statements.

NOTE 1: ACCOUNTING POLICIES

Kentucky Revised Statutes and Ordinances of the City Commission of the City of Middletown, Kentucky (City) designate the purpose, function and restrictions of the various funds.

Reporting Entity

The City operates under a commission form of government. The City's major operations include public safety, public works, sanitation, cemetery operations, and general administrative services. The financial statements of the City include all of the funds for which the Commission is financially accountable. Financial accountability, as defined by Section 2100 of the GASB Codification of Governmental Accounting and Financial Reporting Standards was determined on the basis of the City's ability to significantly influence operations, select the governing authority, participate in fiscal management, and the scope of public services. The City has no component units or entities for which the government is considered to be financially accountable.

Basis of Presentation

The City's basic financial statements consist of government-wide statements, including a statement of net position and a statement of activities, and fund financial statements, which provide a more detailed level of financial information.

Government-Wide Financial Statements

The statement of net position and the statement of activities display information about the City as a whole. These statements include the financial activities of the primary government.

The statement of net position presents the financial condition of the governmental activities of the City at year end. The statement of activities presents a comparison between direct expenses and program revenues for each function or program of the City's governmental activities. Direct expenses are those that are specifically associated with a service, program, or department and are therefore clearly identifiable to a particular function.

Program revenues include charges paid by the recipient of the goods or services offered by the program and grants and contributions that are restricted to meeting the operational or capital requirements of a particular program. Revenues that are not classified as program revenues are presented as general revenues of the City, with certain limited exceptions. The comparison of direct expenses with program revenues identifies the extent to which each governmental function is self-financing or draws from the general revenues of the City.

Fund Financial Statements

During the year, the City segregates transactions related to certain City functions or activities in separate funds in order to aid financial management and to determine legal compliance. Fund financial statements are designed to present financial information of the City at this more detailed level. The focus of governmental fund financial statements is on major funds. Each major fund is presented in a separate column. Nonmajor funds, if any, are presented in a single column.

NOTE 1: ACCOUNTING POLICIES (CONTINUED)

Fund Accounting

The City uses funds to maintain its financial records during the year. A fund is defined as a fiscal and accounting entity with a self-balancing set of accounts.

Governmental Fund Types

Governmental funds are those through which most governmental functions typically are financed. Governmental fund reporting focuses on the sources, uses, and balances of current financial resources. Expendable assets are assigned to the various governmental funds according to the purposes for which they may or may not be used. Current liabilities are assigned to the fund from which they will be paid. The difference between governmental fund assets, deferred outflows, liabilities, and deferred inflows is reported as fund balance. The following are the City's major governmental funds:

General Fund - The general fund is used to account for and report all financial resources not accounted for and reported in another fund. The general fund balance is available for any purpose provided it is expended or transferred according to the general laws of Kentucky.

Special Revenue Fund – The municipal road aid fund accounts for the allocation of funds from the Commonwealth of Kentucky as provided in KRS 174 for design, right-of-way acquisitions, utilities, construction, and other municipal road aid expenditures.

Proprietary Fund Types

Proprietary funds distinguish operating revenue and expenses from nonoperating items. Operating revenues and expenses generally result from providing services or producing and delivering goods in connection with the proprietary fund's principal ongoing operation. The principal operating revenues for the city are charges for services. Operating expenses include personnel and other expenses. The following is the City's major proprietary fund:

Cemetery Fund - The cemetery fund is used to account for and report the operations of the cemetery.

Measurement Focus and Basis of Accounting

Government-wide Financial Statements

The government-wide financial statements are prepared using the economic resources measurement focus. All assets, deferred outflows, liabilities, and deferred inflows associated with the operation of the City are included in the statement of net position. The statement of activities presents increases (e.g., revenues) and decreases (e.g. expenses) in total net position.

NOTE 1: ACCOUNTING POLICIES (CONTINUED)

Fund Financial Statements

All governmental funds are accounted for using a flow of current financial resources measurement focus. With this measurement focus, only current assets and deferred outflows and current liabilities and deferred inflows are generally included on the balance sheet. The statement of revenues, expenditures, and changes in fund balances reports on the sources (e.g., revenues and other financing sources) and uses (e.g. expenditures and other financing uses) of current financial resources. This approach differs from the manner in which governmental activities of the government –wide financial statements are prepared. Governmental fund financial statements therefore include reconciliation with brief explanations to better identify the relationship between the government-wide financial statements and the financial statements for governmental funds.

Basis of Accounting

Basis of accounting determines when transactions are recorded in the financial records and reported on the financial statements. Government-wide financial statements are prepared using the accrual basis of accounting. Governmental funds use the modified accrual basis of accounting. Differences in the accrual and modified accrual basis of accounting arise in the recognition of revenue, the recording of deferred inflows and deferred outflows, and in the presentation of expenses versus expenditures.

Cash and Cash Equivalents

Cash and cash equivalents include amounts in demand deposits as well as short-term investments with an initial maturity date of ninety days or less.

Receivables

Receivables are recorded at gross amounts. Write-offs are recognized under the direct write-off method. The City believes all recorded receivables are fully collectible and, therefore, no allowance for doubtful accounts has been recorded

Investments

Investments of the City consist of the Kentucky League of Cities Investment Pool. Investments are reported at fair value.

Capital Assets

General capital assets are those assets not specifically related to activities reported in the proprietary funds. These assets generally result from expenditures in the governmental funds. These assets are reported in the governmental activities column of the government-wide statement of net position, but are not reported in the fund financial statements. The City's infrastructure consists of sidewalks, streets, and traffic signals. Infrastructure acquired prior to the implementation of GASB Statement No. 34 has been reported.

NOTE 1: ACCOUNTING POLICIES (CONTINUED)

All capital assets are capitalized at cost (or estimated historical cost) and updated for additions and disposals during the year. Donated capital assets are recorded at their fair market values as of the date received. The City maintains a capitalization threshold of \$1,000 with the exception of computers and real property for which there is no threshold. Improvements are capitalized; the cost of normal maintenance and repairs that do not add to the value to the asset or materially extend an asset's life are not.

All reported capital assets are depreciated except for land. Improvements are depreciated over the remaining useful lives of the related capital assets. Useful lives for infrastructure were estimated based on the City's historical records of necessary improvements and replacement. Depreciation is computed using the straight-line method over the following useful lives:

<u>Description</u>	<u>Estimated Lives</u>
Buildings	5 - 40 years
Improvements	5 - 40 years
Equipment	5 - 10 years
Infrastructure	15 - 40 years

Accrued Liabilities and Long-Term Obligations

All payables, accrued liabilities, and long-term obligations are reported on the government-wide financial statements.

In general, governmental fund payables and accrued liabilities that, once incurred, are paid in a timely manner and in full from current financial resources are reported as obligations of the funds. However, claims and judgments, compensated absences, and retirement incentives that will be paid from governmental funds are reported as liabilities on the fund financial statements only to the extent that they are due for payment during the current fiscal year. Bonds and capital lease obligations are recognized as a liability on the governmental fund financial statements when due.

Net Position

Net position represents the difference between assets and deferred outflows and liabilities and deferred inflows. The net investment in capital assets component of net position consists of capital assets, net of accumulated depreciation, reduced by outstanding balances of any borrowing used for the acquisition, construction, or improvement of those assets. Deferred outflows of resources and deferred inflows of resources that are attributable to the acquisition, construction, or improvement of those assets or related debt also should be included in this component of net position. Net position is reported as restricted when there are limitations imposed on its use either through enabling legislation or through external restrictions imposed by creditors, grantors, laws, or regulations of other governments. Net position restricted for other purposes consists primarily of programs to enhance the security of persons and property.

NOTE 1: ACCOUNTING POLICIES (CONTINUED)

Fund Balances

Fund balance is divided into five classifications based primarily on the extent to which the City is bound to observe constraints imposed upon the use of the resources in the governmental funds. The classifications are as follows:

Nonspendable - includes amounts that cannot be spent because they are not in spendable form or legally required to be maintained intact. The “not in spendable form” criterion includes items that are not expected to be converted to cash.

Restricted - is reported as restricted when constraints are placed on the use of resources that are either externally imposed by creditors (such as through debt covenants), grantors, contributors, or laws or regulations of other governments, or imposed by law through constitutional provisions or enabling legislation.

Committed - includes amounts that can be used only for the specific purposes imposed by formal action (ordinance) of City Commission (the highest level of decision making authority). Those committed amounts cannot be used for any other purpose unless City Commission removes or changes the specified use by taking the same type of action (ordinance) it employed to previously commit those amounts. Committed fund balance also incorporates contractual obligations to the extent that existing resources in the fund have been specifically committed for use in satisfying those contractual requirements.

Assigned - amounts are intended to be used by the City Commission for specific purposes but do not meet the criteria to be classified as restricted or committed. In governmental funds other than the general fund, assigned fund balance represents the remaining amount that is not restricted or committed. In the general fund, assigned amounts represent intended uses established by policies of City Commission.

Unassigned - the residual classification for the general fund and includes all spendable amounts not contained in other classifications. In other governmental funds, the unassigned classification is only used to report a deficit fund balance resulting from overspending for specific purposes for which amounts had been restricted, committed, or assigned.

The City applies restricted resources first when expenditures are incurred for purposes for which restricted and unrestricted (committed, assigned, and unassigned) fund balance is available. Similarly, within restricted fund balance, committed amounts are reduced first followed by assigned, and then unassigned amounts when expenditures are incurred for purposes for which amounts in any unrestricted fund balance classifications could be used.

NOTE 1: ACCOUNTING POLICIES (CONTINUED)

Revenues

Exchange and Nonexchange Transactions

Revenues resulting from exchange transactions, in which each party gives and receives essentially equal value, are recorded on the accrual basis when the exchange takes place. On the modified accrual basis, revenue is recorded in the fiscal year in which the resources are measurable and become available. Available means that the resources will be collected within the current fiscal year or are expected to be collected soon enough thereafter to be used to pay liabilities of the current fiscal year. For the City, available means expected to be received within thirty days of year end.

Nonexchange transactions

Transactions in which the City receives value without directly giving equal value in return, include property taxes, and grants. On the accrual basis, revenue from property taxes is recognized in the fiscal year for which the taxes are levied. Revenue from grants is recognized in the fiscal year in which all eligibility requirements have been satisfied. Eligibility requirements include timing requirements, which specify the year when the resources are required to be used or the fiscal year when use is first permitted, matching requirements, for which the City must provide local resources to be used for a specified purpose, and expenditure requirements, for which the resources are provided to the City on a reimbursement basis.

On the modified accrual basis, revenue from non-exchange transactions must also be available before it is recognized. Under the modified accrual basis, the following revenue sources are considered to be both measurable and available at year end: state-levied locally shared taxes.

Expenses/Expenditures

On the accrual basis of accounting, expenses are recognized at the time they are incurred. The measurement focus of governmental fund accounting is on the decreases in net financial resources (expenditures) rather than expenses. Expenditures are generally recognized in the accounting period in which the related fund liability is incurred, if measurable. Allocations of cost, such as depreciation, are not recognized in governmental funds.

Interfund Activity

Exchange transactions between funds are reported as revenues in the seller funds and as expenditures/expenses in the purchaser funds. Flows of cash or goods from one fund to another without a requirement for repayment are reported as interfund transfers. Interfund transfers are reported as other financing sources/uses in governmental funds and after nonoperating revenues/expenses in proprietary funds. Repayments from funds responsible for particular expenditures/expenses to the funds that initially paid for them are not presented on the basic financial statements.

NOTE 1: ACCOUNTING POLICIES (CONTINUED)

Interfund Balances

On fund financial statements, receivables and payables resulting from short-term interfund loans are classified as interfund receivables/payables. These amounts are eliminated in the governmental and business-type activities columns of the statement of net position, except for the net residual amounts due between governmental and business-type activities, where are presented as internal balances.

Extraordinary and Special Items

Extraordinary items are transactions or events that are both unusual in nature and infrequent in occurrence. Special items are transactions or events that are within the control of the City administration and that are either unusual in nature or infrequent in occurrence. Neither type of transaction occurred during the fiscal year.

Estimates

The preparation of financial statements in conformity with accounting principles generally accepted in the United States of America requires the City's management to make estimates and assumptions that affect the amounts reported in the basic financial statements and accompanying notes. Actual results could differ from those estimates.

Budgetary Process

Budgetary Basis of Accounting - The City's budgetary process accounts for certain transactions on a basis other than Generally Accepted Accounting Principles (GAAP). The major differences between the budgetary basis and GAAP basis are: (1) revenues are recorded when received in cash (budgetary) as opposed to when susceptible to accrual (GAAP); and (2) expenditures are recorded when paid in cash (budgetary) as opposed to when susceptible to accrual (GAAP).

Once the budget is approved, it can be amended. Amendments are presented to the Board at their regular meetings. Such amendments are made before the fact, are reflected in the official minutes of the Board, and are not made after fiscal year-end as dictated by law.

Each budget is prepared and controlled by the budget coordinator at the revenue and expenditure function/objective level. All budget appropriations lapse at year-end.

Expenditures may not legally exceed budgeted appropriations at the function level. Any revisions to the budget that would alter total revenues and expenditures of any fund must be approved by the City Commission.

Subsequent Events

The City evaluated subsequent events for potential recognition and disclosure through January 21, 2025 the date the financial statements were available to be issued.

NOTE 1: ACCOUNTING POLICIES (CONTINUED)

NOTE 2: CASH AND CASH EQUIVALENTS

At year-end, the carrying amount of the City’s cash and cash equivalents exceeded limits by Federal Deposit Insurance Corporation (FDIC). The City has not experienced any losses in its accounts and believes it is not exposed to any significant custodial credit risk or concentration of credit risk.

The City maintains the following accounts:

	Carrying Amount	Bank Balance
General checking	\$ 848,450	\$ 874,610
HRA/FSA checking	16,811	16,811
ARPA checking	748,490	748,490
Road fund checking	732,513	771,151
Cemetery checking	210,291	210,291
Petty cash	390	
	<u>\$ 2,556,945</u>	<u>\$ 2,621,353</u>

The carrying amounts are reported in the funds as follows:

Unrestricted	
General fund	\$ 865,651
Cemetery fund	210,291
<u>Total unrestricted</u>	<u>1,075,942</u>
Restricted	
General fund	748,490
Road fund	732,513
<u>Total restricted</u>	<u>1,481,003</u>
<u>Total cash</u>	<u>\$ 2,556,945</u>

NOTE 3: RECEIVABLES

Receivables at year end consist of the following:

	<u>Government</u>
Intergovernmental	\$ 6,954
Occupational tax	423,977
Insurance premium tax	96,375
Total governmental receivables	<u>\$ 527,306</u>

The City believes the receivables are fully collectible and, therefore, no allowance for doubtful accounts is recorded.

NOTE 4: CERTIFICATES OF DEPOSIT

The City has the following certificates of deposit:

	<u>Total</u>	<u>Maturity Less than One Year</u>
Certificates of Deposit	\$ 276,916	\$ 276,916

NOTE 5: INVESTMENTS

The City has the following investments at year end:

	<u>Cost</u>	<u>Fair Value</u>
KLC Dividend Focus Equity Pool	\$ 630,706	\$ 839,074
KLC Government Bond Fund	514,028	481,636
KLC Corporate Bond Fund	723,540	686,312
KLC Equity S&P 500 Index Fund	430	515
KLC Enhanced Income Fund	609,178	618,944
Total investments	<u>\$ 2,477,882</u>	<u>\$2,626,481</u>

SPACE LEFT INTENTIONALLY BLANK

NOTE 6: CAPITAL ASSETS

Capital assets activity for the year ended June 30, 2024, is summarized below:

	Balance June 30, 2023	Additions	Retirements	Balance June 30, 2024
Governmental Activities				
Land	\$ 446,739	\$ -	\$ -	\$ 446,739
Buildings	5,394,608	35,925	-	5,430,533
Improvements	2,332,107	-	-	2,332,107
Infrastructure	9,827,504	473,970	-	10,301,474
Machinery & Equipment	170,372	-	-	170,372
Police Equipment	1,298,799	-	-	1,298,799
Furniture	25,931	-	-	25,931
Total capital assets	19,496,060	509,895	-	20,005,955
Less accumulated depreciation	11,419,892	697,374	-	12,117,266
Net governmental capital assets	\$ 8,076,168	\$ (187,479)	\$ -	\$ 7,888,689
Business-Type Activities				
Land	\$ 1,550	\$ -	\$ -	\$ 1,550
Improvements	37,895	-	-	37,895
Total capital assets	39,445	-	-	39,445
Less accumulated depreciation	30,108	2,526	-	32,634
Net business-type capital assets	\$ 9,337	\$ (2,526)	\$ -	\$ 6,811

Depreciation was charged to following government funds:

Governmental		Business-type	
General government	\$ 85,373	Cemetery	\$ 2,526
Public safety	146,167		
Public works	46,083		
Community development	419,751		
Total depreciation	\$ 697,374	Total depreciation	\$ 2,526

NOTE 8: CONTINGENCIES

The City is party to various legal proceedings which normally occur in governmental operations. It is neither possible to determine the outcome of these proceedings nor possible to estimate the effects adverse decisions may have on the future expenditures or revenue sources of the City. In the opinion of City management, these legal proceedings are not likely to have a material adverse impact on the accompanying financial statements. Therefore, no provision for any liability that may result upon adjudication of this, and similar cases has been made in the accompanying financial statements

NOTE 9: RISK MANAGEMENT

The City is exposed to various risks of losses related to torts; theft of, damage to, and destruction of assets; errors and omissions; injuries to employees, and natural disasters. The City has obtained insurance coverage through a commercial insurance company. In addition, the City has effectively managed risk through various employee education and prevention programs. All risk general liability management activities are accounted for in the General Fund. Expenditures and claims are recognized when probable that a loss has occurred, and the amount of loss can be reasonably estimated.

Management estimates that the amount of actual or potential claims against the City as of June 30, 2024, will not materially affect the financial condition of the City. Therefore, the General Fund contains no provision for estimated claims. No claim has exceeded insurance coverage amounts in the past three fiscal years.

NOTE 10: FUND TRANSFERS

The following transfers were made during the year:

<u>Transfers From</u>	<u>Transfers To</u>	<u>Amount</u>
General fund	Road fund	\$ 250,000

REQUIRED SUPPLEMENTARY INFORMATION

City of Middletown, Kentucky
 Budgetary Comparison Schedule – General Fund
 Year Ended June 30, 2024

	Original Budget	Final Budget	Actual	Variance
Revenues				
Property taxes	\$ 1,994,271	\$ 1,994,271	\$ 2,008,455	\$ 14,184
Insurance premium taxes	1,125,000	1,125,000	1,109,779	(15,221)
Occupational tax		500,000	1,000,665	500,665
Franchise bank tax	260,000	260,000	231,391	(28,609)
Cable franchise tax	100,000	100,000	89,920	(10,080)
Utility franchise tax	5,000	5,000	5,239	239
Licenses, permits, and fees	92,000	157,000	172,957	15,957
Police and public works	103,800	103,800	81,745	(22,055)
Rental income	2,500	13,260	29,304	16,044
Grants and contributions	815,054	1,782,096	20,689	(1,761,407)
Investment income	40,000	40,001	289,797	249,796
Other income	31,160	31,160	94,375	63,215
Change in fair value of investments	-	1	-	(1)
Total revenues	4,568,785	6,111,589	5,134,316	(977,273)
Expenditures				
Appropriations	6,490,182	6,490,182	4,939,571	1,550,611
Total expenditures	6,490,182	6,490,182	4,939,571	1,550,611
Other financing sources				
Transfer out	-	-	(250,000)	250,000
Total other financing sources	-	-	(250,000)	250,000
Net change in fund balances	(1,921,397)	(378,593)	(55,255)	323,338
Fund balances - beginning	1,921,397	1,971,398	5,031,528	
Fund balances - ending	\$ -	\$ 1,592,805	\$ 4,976,273	

City of Middletown, Kentucky
 Budgetary Comparison Schedule – Road Fund
 Year Ended June 30, 2024

	Original Budget	Final Budget	Actual	Variance
Revenues				
Intergovernmental	\$ 143,000	\$ 143,000	\$ 175,704	\$ 32,704
Investment income	20,000	20,000	43,832	23,832
Total revenues	163,000	163,000	219,536	56,536
Expenditures				
Public works	510,600	403,601	358,587	45,014
Total expenditures	510,600	403,601	358,587	45,014
Other financing sources				
Transfer in	250,000	250,000	250,000	-
Total other financing sources	250,000	250,000	250,000	-
Net change in fund balances	(97,600)	9,399	110,949	
Fund balances - beginning	-	-	550,118	
Fund balances - ending	\$ (97,600)	\$ 9,399	\$ 661,067	

NOTE 1: BUDGETS AND BUDGETARY PROCESS

The City follows the procedures established pursuant to KRS 91A.030 in establishing the budgetary data included in the required supplementary information. Budgets are adopted on a basis consistent with accounting principles generally accepted in the United States of America.



Honorable Mayor
and Members of City Commission
City of Middletown, 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 governmental activities and each major fund of the City of Middletown, Kentucky (City) as of and for the year ended June 30, 2024 and the related notes to the financial statements, which collectively comprise the City basic financial statements and have issued our report thereon dated January 21, 2025.

Internal Control Over Financial Reporting

In planning and performing our audit, we considered the City's 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 the City's internal control. Accordingly, we do not express an opinion on the effectiveness of the City's District'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 preceding paragraph 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 the City'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.

Independent Auditor's Report on Internal Control over Financial Reporting
and on Compliance and Other Matters Based on and Audit of Financial
Statements Performed in Accordance with *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.

Maddox & Associates CPAs Inc.

Fort Thomas, Kentucky

January 21, 2025