SOUTH LOGAN WATER ASSOCIATION, INC. $FINANCIAL\ STATEMENTS$ FOR THE YEARS ENDED DECEMBER 31, 2015 AND 2014

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Buckles, Travis, VanMeter & Hart, PLLC

Certified Public Accountants

DENNIS R. BUCKLES, CPA BRAD K. TRAVIS, CPA/PFS KAREN D. VANMETER, CPA ROBIN G. HART, CPA www.graysoncpas.com

211 West White Oak Street Post Office Box 4069 Leitchfield, KY 42755-4069 Phone 270-259-5604 Fax 270-259-5603

INDEPENDENT AUDITORS' REPORT

Commissioners South Logan Water Association, Inc. Adairville, Kentucky

Report on the Financial Statements

We have audited the accompanying financial statements of South Logan Water Association, Inc. (a nonprofit organization), which comprise the statements of financial position as of December 31, 2015 and 2014, and the related statements of activities and cash flows for the years then ended, and the related notes to the financial statements.

Management's Responsibility for the Financial Statements

Management is responsible for the preparation and fair presentation of these financial statements in accordance with accounting principles generally accepted in the United States of America; this includes the design, implementation, and maintenance of internal control relevant to the preparation and fair presentation of financial statements that are free from material misstatement, whether due to fraud or error.

Auditors' Responsibility

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 audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the entity's preparation and fair presentation of the financial statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the entity's internal control. Accordingly, we express no such opinion. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of significant accounting estimates made by management, as well as evaluating the overall presentation of the financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

Opinion

In our opinion, the financial statements referred to above present fairly, in all material respects, the financial position of South Logan Water Association, Inc. as of December 31, 2015 and 2014, and the changes in its net assets and its cash flows for the years then ended in accordance with accounting principles generally accepted in the United States of America.

Other Reporting Required by Government Auditing Standards

In accordance with *Government Auditing Standards*, we have also issued our report dated March 22, 2016, on our consideration of South Logan Water Association, Inc.'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 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 South Logan Water Association, Inc.'s internal control over financial reporting and compliance.

Respectfully submitted,

Buckles, Travis, Van Meter & Hart, PLLC

Buckles, Travis, VanMeter & Hart, PLLC Certified Public Accountants Leitchfield, Kentucky March 22, 2016

SOUTH LOGAN WATER ASSOCIATION, INC. STATEMENTS OF FINANCIAL POSITION DECEMBER 31, 2015 AND 2014

	DECEMBER 31,			
		2015		2014
ASSETS				
CURRENT ASSETS				
Cash	\$	262,719	\$	105,809
Restricted cash		571,627		581,825
Accounts receivable (net of allowance of \$43,305 for				
2015 and \$38,482 for 2014)		121,916		118,653
Inventory		54,923		64,180
Prepaid expenses		5,291		5,207
TOTAL CURRENT ASSETS		1,016,476		875,674
UTILITY PLANT, net		5,006,286		5,152,433
OTHER ASSETS		45		45
TOTAL ASSETS	\$	6,022,807	\$	6,028,152
LIABILITIES AND NET ASSETS CURRENT LIABILITIES				
Accounts payable	\$	51,112	\$	5,800
Current portion of long-term debt		51,797		31,987
Customer deposits		101,793		99,099
Accrued liabilities		7,090		10,738
Accrued interest		53,233		54,079
TOTAL CURRENT LIABILITIES		265,025		201,703
LONG-TERM DEBT, net of current portion		2,560,730		2,614,269
TOTAL LIABILITIES		2,825,755		2,815,972
NET ASSETS				
Contributions in aid of construction		2,163,499		2,169,764
Net assets		1,033,553		1,042,416
TOTAL NET ASSETS		3,197,052		3,212,180
TOTAL LIABILITIES AND NET ASSETS	\$	6,022,807	\$	6,028,152

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

SOUTH LOGAN WATER ASSOCIATION, INC. STATEMENTS OF ACTIVITIES FOR THE YEARS ENDED DECEMBER 31, 2015 AND 2014

	DECEMBER 31,	
	2015	2014
UNRESTRICTED REVENUES, GAINS AND OTHER SUPPORT		
Water service	\$1,181,975	\$1,166,684
Late charges	16,915	16,174
Other	12,202	12,194
TOTAL UNRESTRICTED REVENUES, GAINS AND		
OTHER SUPPORT	1,211,092	1,195,052
OPERATING EXPENSES		
Purchased water	589,608	611,790
Payroll	177,889	157,877
Payroll taxes	15,022	14,381
Directors fees	3,000	1,450
Retirement expense	909	3,268
Transmission and distribution	43,541	46,701
Repairs and maintenance	13,134	470
Vehicle expense	20,701	23,609
Contractual services	1,570	1,525
Utilities and telephone	16,348	15,697
Professional fees	8,050	8,161
Insurance	28,187	32,402
Taxes and licenses	2,908	2,085
Office supplies	37,439	33,855
Water tests	3,772	4,232
Depreciation	157,170	133,582
Bad debt	4,823	0
Miscellaneous	4,399	10,619
Advertising	2,821	2,322
TOTAL OPERATING EXPENSES	1,131,291	1,104,026
INCOME (LOSS) FROM OPERATIONS	79,801	91,026
•		
NON-OPERATING GAINS (LOSSES)	1.206	1 446
Interest income	1,286	1,446
Gain (loss) on sale of assets	10,000	0
PSC taxes	(2,272)	(2,151)
Interest expense	(97,678)	(98,873)
TOTAL NON-OPERATING GAINS (LOSSES)	(88,664)	(99,578)
EXCESS OF REVENUES OVER EXPENSES AND INCREASE		
(DECREASE) IN UNRESTRICTED NET ASSETS	\$ (8,863)	\$ (8,552)

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

SOUTH LOGAN WATER ASSOCIATION, INC. STATEMENTS OF CHANGES IN NET ASSETS FOR THE YEARS ENDED DECEMBER 31, 2015 AND 2014

	NET ASSETS	CONTRIBUTIONS IN AID OF CONSTRUCTION	TOTAL	
BALANCE, JANUARY 1, 2014	\$ 1,050,968	\$ 1,818,188	\$ 2,869,156	
Net income Capital contributions-KIA and Rural	(8,552)	0	(8,552)	
Development grants	0	391,544	391,544	
Depreciation on assets acquired by grant	0	(50,168)	(50,168)	
Capital contributions-Tap on fees	0	10,200	10,200	
BALANCE, DECEMBER 31, 2014	1,042,416	2,169,764	3,212,180	
Net income Capital contributions-KIA and Rural	(8,863)	0	(8,863)	
Development grants	0	46,080	46,080	
Depreciation on assets acquired by grant	0	(61,195)	(61,195)	
Capital contributions-Tap on fees	0	8,850	8,850	
BALANCE, DECEMBER 31, 2015	\$ 1,033,553	\$ 2,163,499	\$ 3,197,052	

SOUTH LOGAN WATER ASSOCIATION, INC. STATEMENTS OF CASH FLOWS FOR THE YEARS ENDED DECEMBER 31, 2015 AND 2014

	DECEMBER 31,	
	2015	2014
CASH FLOWS FROM OPERATING ACTIVITIES		
Operating income (loss)	\$ (8,863)	\$ (8,552)
Adjustments to reconcile net operating income (loss) to net cash provided (used) by		
operating activities:		
Depreciation expense	157,170	133,582
(Gain) loss on sale of assets	(10,000)	0
(Increase) decrease in restricted cash	10,198	230,770
Net (increase) decrease in accounts receivable	(3,263)	3,433
Net (increase) decrease in inventory	9,257	(2,857)
Net (increase) decrease in prepaid expenses	(84)	729
Net increase (decrease) in accounts payable	45,312	(66,498)
Net increase (decrease) in customer deposits	2,694	2,724
Net increase (decrease) in accrued interest	(846)	8,065
Net increase (decrease) in accrued liabilities	(3,648)	(7,743)
NET CASH PROVIDED (USED) BY OPERATING ACTIVITIES	197,927	293,653
CASH FLOWS FROM FINANCING ACTIVITIES		
Proceeds from long-term debt	0	122,253
Payments on long-term debt	(33,729)	(32,229)
Acquisition of utility plant	(72,217)	(742,760)
Proceeds from sale of assets	10,000	0
Contributions in aid of construction from customers and grants	54,930	401,744
Miscellaneous receipts (payments)	(1)	0
NET CASH PROVIDED (USED) BY FINANCING ACTIVITIES	(41,017)	(250,992)
CASH FLOWS FROM INVESTING ACTIVITIES		
NET CASH PROVIDED (USED) BY INVESTING ACTIVITIES	0	0
NET INCREASE (DECREASE) IN CASH	156,910	42,661
BALANCES-BEGINNING OF YEAR	105,809	63,148
BALANCES-END OF YEAR	\$ 262,719	\$ 105,809
SUPPLEMENTAL DISCLOSURE		
Interest paid	\$ 99,719	\$ 90,808

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

NOTE A – DESCRIPTION OF SIGNIFICANT ACCOUNTING POLICIES

1. Nature of Operations

The South Logan Water Association, Inc. (the "Association") was chartered on October 6, 1971. It is a distributor of water under the authority of the Public Service Commission of Kentucky. The Association provides water service to customers in a sector of Logan County, Kentucky.

2. Basis of Presentation

The accompanying financial statements of the Association are presented on the accrual basis of accounting.

3. Use of Estimates

The preparation of financial statements in conformity with accounting principles generally accepted in the United States of America 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.

4. Accounts Receivable and Other Receivables

Customer accounts receivable and other receivables are stated at the amount billed to customers. The Association's operating revenues are recognized on the basis of cycle billings rendered monthly. Accounts receivable are due on the 20th of each month. Accounts unpaid 10 days after the due date are considered delinquent and service is disconnected. An allowance is established for delinquent receivables and they are written off when deemed uncollectible. New service is denied until all outstanding balances have been settled.

5. Inventory

Inventory consists of operating supplies and is stated at the lower of cost or market. Cost is determined by the first-in, first-out method.

6. Utility Plant

Expenditures for utility plant with an original cost of \$500 or more are capitalized at cost, while maintenance and repairs are charged to operations when incurred. Depreciation is recorded on the straight-line method over the estimated useful lives of the assets. Interest costs for fixed asset construction are capitalized.

NOTE A – <u>DESCRIPTION OF SIGNIFICANT ACCOUNTING POLICIES (CONCLUDED)</u>

7. Contributions in Aid of Construction

Beginning January 1, 1997, the Association changed its method of accounting for tap on fees. Prior to 1997, tap on fees were recorded as other revenue. Effective January 1, 1997, tap on fees are recorded as contributions in aid of construction. The cumulative effect on retained earnings at the beginning of 1997 is undeterminable.

Federal and state capital grants and construction contributions are recorded as capital contributions when received.

8. Income Taxes

The Association may qualify for an exemption from federal income tax under the Internal Revenue Code as a not-for-profit organization. The Association has not filed for an exempt status with the Internal Revenue Service. See Note D.

9. Concentrations of Credit Risk

At year-end, the carrying amount of the Association's cash and investments was \$834,346 and the bank balance was \$842,549. Of the total bank balance, \$250,000 was covered by federal depository insurance and the remaining balance of \$592,549 would require collateralization. As of December 31, 2015, \$979,737 was pledged with securities held by the pledging banks' trust department but not in the Association's name.

10. Cash and Cash Equivalents

The Association has defined cash and cash equivalents to include all highly liquid investments (including restricted assets) with a maturity of three months or less when purchased to be cash equivalents.

11. Impairment of Long-Lived Assets

The Association reviews its property for impairment whenever events or changes in circumstances indicate that the carrying value of an asset may not be recoverable. For assets held and used, if the undiscounted cash flows estimated to be generated by those assets are less than the carrying amounts of the asset, an impairment loss has occurred. The amount of the impairment loss is equal to the excess of the asset's carrying value over its estimated fair value. No impairment loss has been recognized during the years ended December 31, 2015 and 2014.

NOTE B - RESTRICTED CASH

Restricted cash consists of the following at December 31, 2015 and 2014:

	2015	2014
System improvement project construction funds	\$ 261,503	\$ 271,089
Customer deposits	136,325	132,883
Debt service-Bonds	49,130	59,428
Cash reserves-Bonds	124,669	118,425
	\$ 571,627	\$ 581,825

The Association's bond agreements require certain debt and capital reserves. Capital project funds are restricted for the expansion project. Customer deposits are refundable after service has been terminated.

NOTE C – UTILITY PLANT

A summary of utility plant activity at December 31, 2015 and 2014 is as follows:

	2015	2014
Land and land improvements	\$ 36,719	\$ 36,719
Pumping equipment	44,627	44,627
Distribution reservoirs and standpipes	630,077	630,077
Transmission and distribution mains	6,221,216	6,221,216
Services	42,701	42,701
Meters and installations	718,182	702,283
Hydrants	68,328	59,624
Communication equipment	19,341	19,341
Vehicles	180,695	169,376
Building and improvements	94,685	94,685
Office equipment	37,176	37,176
Construction in progress	0	0
	8,093,747	8,057,825
Less: Accumulated depreciation	(3,087,461)	(2,905,392)
Utility Plant, Net	\$5,006,286	\$5,152,433

NOTE D – CONTINGENCY

The Association has been operating as a tax exempt, not-for-profit organization since its inception. However, no formal application has been made with the Internal Revenue Service to receive official tax exempt status. No provision has been made in the accompanying financial statements to reflect any uncertainty of this status, including potential income taxes.

NOTE E – LONG-TERM DEBT

Current year long-term debt activity is as follows:

Description	Beginning Balance	Increases	Decreases	Ending Balance	Due Within One Year
Note payable – FmHA, payable in annual installments of principal and interest of \$24,655, interest at 5.00%, maturing May 2033, secured by assignment and pledge of revenue	\$ 269,515	\$ 0	\$ 11,179	\$ 258,336	\$ 10,252
Note payable – FmHA, payable in annual installments of \$33,594, interest at 4.875%, maturing February 2038, secured by assignment and pledge of revenue	467,844	0	10,787	457,057	11,245
Note payable – Rural Development, payable in annual installments of principal and interest, interest at 4.125%, maturing September 2045, secured by substantially all assets and revenues of the Association	708,897	0	11,763	697,134	12,000
Note payable – Rural Development, payable in annual installments of \$51,300 principal and interest, interest at 2.75%, maturing September 2053, secured by assignment and pledge of revenue	1,200,000	0	0	1,200,000	18,300
	\$ 2,646,256	\$ 0	\$ 33,729	\$ 2,612,527	\$ 51,797

Annual debt service requirements to maturity are as follows:

Year	Principal	Interest	Total
2016	\$ 51,797	\$ 98,545	\$ 150,342
2017	53,862	96,486	150,348
2018	55,992	94,340	150,332
2019	58,691	92,084	150,775
2020	60,964	89,754	150,718
2021-2025	342,657	410,025	752,682
2026-2030	418,347	334,644	752,991
2031-2035	431,404	241,719	673,123
2036-2040	404,911	156,028	560,939
2041-2045	370,114	88,812	458,926
2046-2050	218,152	38,348	256,500
2051-2053	145,636	8,264	153,900
	\$ 2,612,527	\$ 1,749,049	\$ 4,361,576

NOTE F – RISK MANAGEMENT

The Association is exposed to various risks of loss related torts; theft of, damage to and destruction of assets; errors and omissions; injuries to employees; and natural disasters.

The Association carries insurance for all risks of loss, including worker's compensation, general liability and property loss insurance. Settled claims resulting from these risks have not exceeded insurance coverage in any of the past three years.

NOTE G – WATER AGREEMENT

The Association has entered into a water purchase contract with the Logan-Todd Regional Water Commission, whereas the contract requires the Commission to provide water to the Association and the rates the Association will be charged for the expected water usage are defined therein. The contract will extend for a term of 50 years beginning January 1, 2003. The agreement may be renewed or extended for such term or terms as may be agreed by the Commission and the Association. Under terms of the agreement, the Association may not produce or resell water to any other water system or water seller, nor may the Association add any customer to its system that would increase average daily water demand or peak water demand within the Association by over 25% without prior written approval from the Commission. The agreement was originally signed to begin from the earlier date of initial availability of water for delivery by the Commission or January 1, 2003. The Association began purchasing water from the Commission in April 2003; therefore, the Commission is the sole provider of water to the Association. The agreement does require the Association to purchase minimum levels of water from the Commission. If minimum levels are not met, the Commission may charge the Association for shortages.

NOTE H – FAIR VALUE OF FINANCIAL INSTRUMENTS

The following methods and assumptions were used by the Association in estimating the fair value of its financial instruments:

<u>Cash and cash equivalents</u> – The carrying amount reported in the statement of financial position approximates fair value because of the short maturity of those instruments.

<u>Accounts payable and accrued expenses</u> – The carrying value amount reported in the statement of financial position approximates its fair value.

Long-term debt – Fair value of the Association's debt is based on current traded value.

NOTE I – RETIREMENT PLAN

The Association began a SIMPLE IRA retirement plan in 2007 that covers all employees who meet the eligibility requirements. The Association's contributions to the plan have been determined by the Board of Commissioners. Contributions to the plan were \$909 and \$3,268 for 2015 and 2014, respectively.

NOTE J – SUBSEQUENT EVENTS

South Logan Water Association, Inc.'s management has evaluated and considered the need to recognize or disclose subsequent events through March 22, 2016, which represents the date that these financial statements were available to be issued. Subsequent events past this date, as they pertain to the fiscal year ended December 31, 2015, have not been evaluated by management.

NOTE K – RELATED PARTY TRANSACTIONS

During the year ended December 31, 2015, the Association sold a surplus truck for \$10,000 to a company whose principal is the spouse of the Association's general manager. The Association contracted for an equipment rental in the amount of \$725 with this company during the year ended December 31, 2014.

A substantial amount of the Association's insurance is purchased through a local agency, the principal of which is a commissioner. The total payments to the agency or to represented companies were \$16,691 and \$15,212 for the years ended December 31, 2015 and 2014, respectively.

NOTE L – LITIGATION

A claim was assessed against the Association during the prior year, for alleged home damages suffered due to high water pressure in the Association's water main lines. An Agreed Order of Dismissal was entered by Logan Circuit Court subsequent to year end.

Buckles, Travis, VanMeter & Hart, PLLC

Certified Public Accountants

DENNIS R. BUCKLES, CPA BRAD K. TRAVIS, CPA/PFS KAREN D. VANMETER, CPA ROBIN G. HART, CPA www.graysoncpas.com

211 West White Oak Street Post Office Box 4069 Leitchfield, KY 42755-4069 Phone 270-259-5604 Fax 270-259-5603

INDEPENDENT AUDITORS' 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

Commissioners
South Logan Water Association, Inc.
Adairville, 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 South Logan Water Association, Inc. (a nonprofit organization), which comprise the statement of financial position as of December 31, 2015, and the related statements of activities and cash flows for the year then ended, and the related notes to the financial statements, and have issued our report thereon dated March 22, 2016.

Internal Control Over Financial Reporting

In planning and performing our audit of the financial statements, we considered South Logan Water Association, Inc.'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 opinion on the financial statements, but not for the purpose of expressing an opinion on the effectiveness of South Logan Water Association, Inc.'s internal control. Accordingly, we do not express an opinion on the effectiveness of South Logan Water Association, Inc.'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 the internal control was for the limited purpose described in the first paragraph of this section and was not designed to identify all deficiencies in internal control that might be material weaknesses or significant deficiencies and therefore, material weaknesses or significant deficiencies may exist that were not identified. Given these limitations, during our audit we did not identify any deficiencies in internal control that we consider to be material weaknesses. We did identify certain deficiencies in internal control, described in the accompanying schedule of findings and responses as 2015-001 and 2015-002, that we consider to be significant deficiencies.

Compliance and Other Matters

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

South Logan Water Association, Inc.'s Response to Findings

South Logan Water Association, Inc.'s response to the findings identified in our audit is described in the accompanying schedule of findings and responses. South Logan Water Association, Inc.'s response was not subjected to the auditing procedures applied in the audit of the financial statements and, accordingly, we express no opinion on it.

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 organization'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 organization's internal control and compliance. Accordingly, this communication is not suitable for any other purpose.

Respectfully submitted,

Buckles, Travis, Van Meter & Hart, PLLC

Buckles, Travis, VanMeter & Hart, PLLC Certified Public Accountants Leitchfield, Kentucky March 22, 2016

SOUTH LOGAN WATER ASSOCIATION, INC. SCHEDULE OF FINDINGS AND RESPONSES FOR THE YEAR ENDED DECEMBER 31, 2015

SIGNIFICANT DEFICIENCIES

Reference
Number

Finding

2015-001

Condition: Accounting personnel responsible for the accounting and reporting function lacks the professional training and professional experience to apply generally accepted accounting principles in preparing the Association's financial statements.

Criteria: Deficiencies in the design of controls include the above mentioned condition.

Effect: The Association is unable to prepare and present properly adjusted financial statements with full note disclosures throughout the fiscal year and at year-end.

Cause: Budgetary constraints limit hiring individuals possessing the required technical knowledge.

Recommendation: The Association should consider obtaining the professional training and expertise to apply generally accepted accounting principles in preparing the Association's financial statements.

Response: The Association concurs with the recommendation; however, it is not feasible to obtain the training and expertise at this time.

2015-002

Condition: Due to the small staff size, the Association's bookkeeping lacks adequate segregation of duties. Two of its employees perform essentially all accounting functions, including maintenance of journals, ledgers, check preparation, and cash receipts and disbursements.

Criteria: Segregation of duties is an essential element of proper internal control.

Effect: Significant controls over transaction processing were absent.

Cause: Budgetary constraints limit hiring the number of employees sufficient to permit assignment of accounting functions to various individuals.

Recommendation: The Association should continue its efforts to distribute the accounting procedures over as many different individuals as practical, also considering realignment of duties.

Response: The Association believes that there will always be a risk involved in a small business with limited personnel. Policy whereby employees check each other could possibly be restricted and monitored more extensively, but they also feel that they have enough backup to prevent fraud or theft where deposits are concerned. The Association has implemented measures for the bank statements and reconciliations to be reviewed by the treasurer.