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COMMISSION**

NORTH MARSHALL WATER DISTRICT

**FINANCIAL STATEMENTS
AND SUPPLEMENTARY INFORMATION**

DECEMBER 31, 2012

NORTH MARSHALL WATER DISTRICT

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INTRODUCTORY SECTION

**NORTH MARSHALL WATER DISTRICT
DIRECTORY**

December 31, 2012

BOARD MEMBERS

Jerry Miller, Chairman
Kendra Capps
Billy Driskill
Joe Draffen
James Leonard

MANAGEMENT TEAM

Bobby Gifford, Interim Superintendent
Kimberly Smith, Bookkeeper

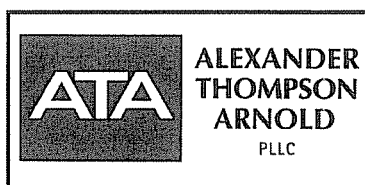
INDEPENDENT CERTIFIED PUBLIC ACCOUNTANTS

Alexander Thompson Arnold PLLC
Jackson, Tennessee

FINANCIAL SECTION

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AICPA Center for Public Company Audit Firms
AICPA Governmental Audit Quality Center
AICPA Employee Benefit Plan Audit Quality Center
Tennessee Society of Certified Public Accountants
Kentucky Society of Certified Public Accountants*



Certified Public Accountants
Offices in Tennessee & Kentucky

227 Oil Well Rd.
Jackson, TN 38305

Phone 731.427.8571
Fax 731.424.5701
www.atacpa.net

Independent Auditor's Report

Board of Commissioners
North Marshall Water District
Benton, Kentucky

Report on the Financial Statements

We have audited the accompanying financial statements of the North Marshall Water District (the District), as of and for the year ended December 31, 2012, and the related notes to the financial statements, which collectively comprise the District's financial statements as listed in the table of contents.

Management's Responsibility for the Financial Statements

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

Auditor's Responsibility

Our responsibility is to express opinions on these financial statements based on our audit. We conducted our audit in accordance with auditing standards generally accepted in the United States of America and the standards applicable to financial audits contained in *Government Auditing Standards*, issued by the Comptroller General of the United States. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free 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 District's preparation and fair presentation of the financial statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the entity's internal control. Accordingly, we express no such opinion. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of significant accounting estimates made by management, as well as evaluating the overall presentation of the financial statements.

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

Opinions

In our opinion, the financial statements referred to above present fairly, in all material respects, the respective financial position of the District, as of December 31, 2012, and the respective financial changes in financial position and, cash flows thereof for the year then ended in accordance with accounting principles generally accepted in the United States of America.

Other Matters

Required Supplementary Information

Accounting principles generally accepted in the United States of America require that the management's discussion and analysis on pages 5 through 9 be presented to supplement the basic financial statements. Such information, although not a part of the basic financial statements, is required by the Governmental Accounting Standards Board who considers it to be an essential part of financial reporting for placing the basic financial statements in an appropriate operational, economic, or historical context. We have applied certain limited procedures to the required supplementary information in accordance with auditing standards generally accepted in the United States of America, which consisted of inquiries of management about the methods of preparing the information and comparing the information for consistency with management's response 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 Information

Our audit was conducted for the purpose of forming opinions on the financial statements that collectively comprise the District's financial statements. The introductory section and other supplementary section are presented for purposes of additional analysis and are not a required part of the basic financial statements.

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

The introductory section has not been subjected to the auditing procedures applied in the audit of the basic financial statements, and accordingly, we do not express an opinion or provide any assurance on it.

Other Reporting Required by Government Auditing Standards

In accordance with *Government Auditing Standards*, we have also issued our report dated February 22, 2013 on our consideration of the District'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 the District's internal control over financial reporting and compliance.

Alexander Thompson Arnold PLLC

Jackson, Tennessee
February 22, 2013

MANAGEMENT'S DISCUSSION AND ANALYSIS

As management of the North Marshall Water District (the District), we offer readers of the District's financial statements this narrative overview and analysis of the financial activities of the District for the fiscal year ended December 31, 2012. All amounts, unless otherwise indicated, are expressed in actual dollars.

FINANCIAL HIGHLIGHTS

Management believes the District's financial condition is strong. The District is well within its more stringent financial policies and guidelines set by the Board and management. The following are key financial highlights.

- Total assets at year-end were \$5.09 million and exceeded liabilities in the amount of \$4.26 million (i.e. net position).
- Total assets decreased by \$348,729, mainly due to depreciation.
- Operating revenues were \$1.50 million, an increase from year 2011 in the amount of \$114,522 or 8.25%.
- Operating expenses were \$1.34 million, an increase from year 2011 in the amount of \$48,110 or 3.71%. Administrative and general expenses increased \$45,670 in 2012.
- The operating income for the year was \$159,447 as compared to \$93,035 in 2011. This increase was due to a rate increase in the middle of 2011.
- Ratios of operating income (loss) to total operating revenue were .106 and .067 for 2012, and 2011, respectively.

OVERVIEW OF THE FINANCIAL STATEMENTS AND SUPPLEMENTARY INFORMATION

Management's Discussion and Analysis (MD&A) serves as an introduction to, and should be read in conjunction with, the financial statements and supplementary information. The MD&A represents management's examination and analysis of the District's financial condition and performance. Summary financial statement data, key financial and operational indicators used in the District's strategic plan, budget, bond resolutions and other management tools were used for this analysis. The Financial Statements and Other Supplementary Information are made up of four sections: 1) the introductory section, 2) the financial section, 3) the other supplementary information section, 4) and the internal control and compliance section. The introductory section includes the District's directory. The financial section includes the MD&A, the independent auditor's report, and the financial statements with accompanying notes. The other supplementary information section includes selected financial and operational information. The internal control and compliance section includes the report on internal control and compliance. These sections make up the financial report presented here.

REQUIRED FINANCIAL STATEMENTS

A Proprietary Fund is used to account for the operations of the District, which is financed and operated in a manner similar to private business enterprises where the intent is that the costs of providing services to the general public on a continuing basis be financed or recovered primarily through user charges.

The financial statements report information about the District, using accounting methods similar to those used by private sector companies. These statements offer short- and long-term financial information about its activities

The *Statement of Net Position* includes all of the District's assets, liabilities, and deferred inflows/outflows of resources, with the difference reported as net position and provides information about the nature and amounts of investments in resources (assets) and the obligations to the District's creditors (liabilities). It also provides the basis for computing rate of return, evaluating the capital structure of the District, and assessing the liquidity and financial flexibility of the District.

The *Statement of Revenues, Expenses, and Changes in Net Position* presents the results of the business activities over the course of the fiscal year and information as to how the net position changed during the 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. This statement measures the success of the District's operations and can be used to determine whether the District has successfully recovered all of its costs. This statement also measures the District's profitability and credit worthiness.

The *Statement of Cash Flows* presents changes in cash and cash equivalents, resulting from operational, financing, and investing activities. This statement presents cash receipt and cash disbursement information, without consideration of the earnings event, when an obligation arises.

The *Notes to the Financial Statements* provide required disclosures and other information that are essential to a full understanding of material data provided in the statements. The notes present information about the District's accounting policies, significant account balances and activities, material risks, obligations, commitments, contingencies, and subsequent events, if any.

FINANCIAL ANALYSIS

One of the most important questions asked about the District's finances is "Is the District, as a whole, better off or worse off as a result of the year's activities?" The Statement of Net Position and the Statement of Revenues, Expenses, and Changes in Net Position report information about the District's activities in a way that will help answer this question. These two statements report the net position of the District, and the changes in the net position. Net position is one way to measure the financial health or financial position of the District. Over time, increases or decreases in the District's net position is an indicator of whether its financial health is improving or deteriorating. However, you will need to also consider other non-financial factors such as changes in economic conditions, customer growth, and legislative mandates. The District's total net position decreased by \$57,102 for the fiscal year ended December 31, 2012. The District's total net position increased by \$65,831 for the fiscal year ended December 31, 2011. The analysis below focuses on the District's net position (Table 1A & Table 1B) and changes in net position (Table 2) during the year.

Table 1A
CONDENSED STATEMENTS OF NET POSITION

	December 31, 2012	December 31, 2011	Increase (Decrease)	
			\$	%
Current and other assets	\$ 390,385	\$ 374,349	16,036	4.28%
Restricted noncurrent assets	50,862	45,834	5,028	10.97%
Capital assets	4,652,732	5,022,525	(369,793)	-7.36%
Total assets	5,093,979	5,442,708	(348,729)	-6.41%
Long-term liabilities	543,195	730,266	(187,071)	-25.62%
Other liabilities	289,945	394,501	(104,556)	-26.50%
Total liabilities	833,140	1,124,767	(291,627)	-25.93%
Invested in capital assets, net of related debt	3,923,711	4,113,374	(189,663)	-4.61%
Unrestricted	337,128	204,567	132,561	64.80%
Total net position	\$ 4,260,839	\$ 4,317,941	\$ (57,102)	-1.32%

Table 1B
CONDENSED STATEMENTS OF NET POSITION

	December 31, 2011	December 31, 2010	Increase (Decrease)	
			\$	%
Current and other assets	\$ 374,349	\$ 308,182	\$ 66,167	21.47%
Restricted noncurrent assets	45,834	42,792	3,042	7.11%
Capital assets	5,022,525	5,308,836	(286,311)	-5.39%
Total assets	5,442,708	5,659,810	(217,102)	-3.84%
Long-term liabilities	730,266	909,150	(178,884)	-19.68%
Other liabilities	394,501	498,550	(104,049)	-20.87%
Total liabilities	1,124,767	1,407,700	(282,933)	-20.10%
Invested in capital assets, net of related debt	4,113,374	4,230,100	(116,726)	-2.76%
Restricted for customer deposits	-	(509)	509	-100.00%
Unrestricted	204,567	22,519	182,048	808.42%
Total net position	\$ 4,317,941	\$ 4,252,110	\$ 65,831	1.55%

The decrease in capital assets in the current year was mainly due to depreciation expense of \$313,317. Total liabilities decreased during the current year due to current year debt payments.

Changes in the District's net position can be determined by reviewing the following condensed Statement of Revenues, Expense, and Changes in Net Position for the year.

Table 2A

CONDENSED STATEMENT OF REVENUES, EXPENSES, AND CHANGES IN NET POSITION

	December 31, 2012	December 31, 2011	Increase (Decrease)	
			\$	%
Operating revenues	\$ 1,503,174	\$ 1,388,652	\$ 114,522	8.25%
Non-operating revenues	344	366	(22)	-6.01%
Total revenues	1,503,518	1,389,018	114,500	8.24%
Costs of sales and services	170,057	193,790	(23,733)	-12.25%
Customer accounts expense	28,562	37,218	(8,656)	-23.26%
Administrative and general expense:	545,883	500,213	45,670	9.13%
Maintenance expense	285,908	241,219	44,689	18.53%
Provision for depreciation	313,317	323,177	(9,860)	-3.05%
Non-operating expenses	46,219	60,457	(14,238)	-23.55%
Total expenses	1,389,946	1,356,074	33,872	2.50%
Contributed capital	23,160	32,887	(9,727)	-29.58%
Change in net position	136,732	65,831	70,901	107.70%
Beginning net position	4,317,941	4,252,110	65,831	1.55%
Prior period adjustment	(193,834)	-	(193,834)	0.00%
Beginning net position - restated	4,124,107	4,252,110	(128,003)	-3.01%
Ending net position	\$ 4,260,839	\$ 4,317,941	\$ (57,102)	-1.32%

Table 2B

CONDENSED STATEMENT OF REVENUES, EXPENSES, AND CHANGES IN NET POSITION

	December 31, 2011	December 31, 2010	Increase (Decrease)	
			\$	%
Operating revenues	\$ 1,388,652	\$ 1,257,648	\$ 131,004	10.42%
Non-operating revenues	366	187	179	95.72%
Total revenues	1,389,018	1,257,835	131,183	10.43%
Costs of sales and services	193,790	227,112	(33,322)	-14.67%
Customer accounts expense	37,218	56,680	(19,462)	-34.34%
Administrative and general expense:	500,213	618,185	(117,972)	-19.08%
Maintenance expense	241,219	232,886	8,333	3.58%
Provision for depreciation	323,177	306,634	16,543	5.40%
Non-operating expenses	60,457	65,868	(5,411)	-8.21%
Total expenses	1,356,074	1,507,365	(151,291)	-10.04%
Change in net position	65,831	(198,679)	264,510	-133.13%
Beginning net position	4,252,110	4,450,789	(198,679)	-4.46%
Ending net position	\$ 4,317,941	\$ 4,252,110	\$ 65,831	1.55%

Operating revenues showed 8.25% and 10.42% increases in 2012 to 2011, respectively, which was a result of an increase in utility rates in the middle of 2011.

CAPITAL ASSETS AND DEBT ADMINISTRATION**Capital Assets**

At the end of fiscal year 2012 the system had \$4.70 million (net of accumulated depreciation) invested in a broad range of utility capital assets. This investment includes land, distribution systems and their related equipment, and various types of equipment. Based on the uses of the aforementioned assets, they are classified for financial purposes as land, utility plant in service, and construction in progress.

The following tables summarize the District's capital assets, net of accumulated depreciation, and changes therein, for the years ended December 31, 2012 and 2011. These changes are presented in detail in Note 3E to the financial statements.

Table 3A
CAPITAL ASSETS, NET OF ACCUMULATED DEPRECIATION

	December 31, 2012	December 31, 2011	Increase (Decrease)	
			\$	%
Land	\$ 129,096	\$ 129,096	\$ -	0.00%
Utility plant in service	9,698,242	9,948,927	(250,685)	-2.52%
Accumulated depreciation	(5,174,606)	(5,055,498)	(119,108)	2.36%
Total capital assets	<u>\$ 4,652,732</u>	<u>\$ 5,022,525</u>	<u>\$ (369,793)</u>	-7.36%

Table 3B
CAPITAL ASSETS, NET OF ACCUMULATED DEPRECIATION

	December 31, 2011	December 31, 2010	Increase (Decrease)	
			\$	%
Land	\$ 129,096	\$ 129,096	\$ -	0.00%
Utility plant in service	9,948,927	9,912,061	36,866	0.37%
Accumulated depreciation	(5,055,498)	(4,732,321)	(323,177)	6.83%
Total capital assets	<u>\$ 5,022,525</u>	<u>\$ 5,308,836</u>	<u>\$ (286,311)</u>	-5.39%

Debt Administration

The District has outstanding bonds and notes payable of \$729 and \$909 thousand as of December 31, 2012 and 2011, respectively. Principal payments are due in the upcoming fiscal year in the amount of \$188,471 with interest payments totaling \$32,014 also due. Details relating to the outstanding debt can be found in Note 3F. The District also has no current plans to issue new debt or refund outstanding debt.

ECONOMIC FACTORS AND NEXT YEAR'S BUDGET AND RATES

The District will continue to function under the current operations. Management will do everything possible to keep the customer costs as low as possible and continue to maintain the District's financial position. The District has no current plans to expand or increase costs to its customers.

CONTACTING THE AUTHORITY'S FINANCIAL MANAGEMENT

This financial report is designed to provide a general overview of the District's finances for all those with an interest in the District's finances and to demonstrate the District's accountability for the money it receives. Questions concerning any information provided in this report or requests for any additional information should be directed to the commissioners at the office located at 96 Carroll Road, Benton, Kentucky 42025, or by telephone at (270) 527-3208.

NORTH MARSHALL WATER DISTRICT
STATEMENTS OF NET POSITION
December 31, 2012

	<u>2012</u>	<u>2011</u>
ASSETS		
Current assets:		
Cash on hand	\$ 700	\$ 700
Cash in bank - unrestricted	123,196	120,448
Accounts receivable - customer (less allowance of \$36,759)	195,822	178,935
Inventory	50,671	50,671
Prepaid expenses	17,513	19,455
Total current assets	<u>387,902</u>	<u>370,209</u>
Noncurrent assets:		
Cash in bank - restricted	50,862	45,834
Total restricted cash accounts	<u>50,862</u>	<u>45,834</u>
 Capital assets:		
Land	129,096	129,096
Utility plant in service	9,698,242	9,948,927
Less: Provision for depreciation	<u>(5,174,606)</u>	<u>(5,055,498)</u>
Total capital assets	<u>4,652,732</u>	<u>5,022,525</u>
Total noncurrent assets	<u>4,703,594</u>	<u>5,068,359</u>
 Other assets:		
Unamortized debt issuance costs	2,483	4,140
Total other assets	<u>2,483</u>	<u>4,140</u>
 Total assets	 <u>5,093,979</u>	 <u>5,442,708</u>

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

NORTH MARSHALL WATER DISTRICT
STATEMENTS OF NET POSITION
December 31, 2012

	<u>2012</u>	<u>2011</u>
LIABILITIES		
Current liabilities (payable from current assets):		
Accounts payable	36,740	26,429
Other accrued liabilities	13,368	16,061
Line of credit payable	-	125,478
Current portion of bonds and notes payable	<u>188,471</u>	<u>180,133</u>
Total Current liabilities (payable from current assets)	<u>238,579</u>	<u>348,101</u>
 Current liabilities (payable from restricted assets):		
Customer deposits	<u>51,366</u>	<u>46,400</u>
Total Current liabilities	<u>289,945</u>	<u>394,501</u>
 Noncurrent liabilities:		
Accrued vacation	2,645	1,248
Bonds payable	<u>540,550</u>	<u>729,018</u>
Total noncurrent liabilities	<u>543,195</u>	<u>730,266</u>
 Total liabilities	<u>833,140</u>	<u>1,124,767</u>
 NET POSITION		
Invested in capital assets, net of related debt	3,923,711	4,113,374
Unrestricted	<u>337,128</u>	<u>204,567</u>
Total net position	<u>\$ 4,260,839</u>	<u>\$ 4,317,941</u>

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

NORTH MARSHALL WATER DISTRICT
STATEMENTS OF REVENUES, EXPENSES, AND CHANGES IN NET POSITION
December 31, 2012

	<u>2012</u>	<u>2011</u>
Operating revenues:		
Charges for sales and services	\$ 1,450,825	\$ 1,338,867
Other operating revenue	<u>52,349</u>	<u>49,785</u>
Total operating revenues	<u>1,503,174</u>	<u>1,388,652</u>
Operating expenses:		
Costs of sales and service	170,057	193,790
Maintenance	285,908	241,219
Customer accounts	28,562	37,218
Administrative and general expenses	545,883	500,213
Provision for depreciation	<u>313,317</u>	<u>323,177</u>
Total operating expenses	<u>1,343,727</u>	<u>1,295,617</u>
Operating income (loss)	<u>159,447</u>	<u>93,035</u>
Nonoperating revenues (expenses):		
Interest income	344	366
Interest expense	(44,562)	(58,800)
Provision for amortization	<u>(1,657)</u>	<u>(1,657)</u>
Total nonoperating revenues (expenses)	<u>(45,875)</u>	<u>(60,091)</u>
Income (loss) before contributed capital	113,572	32,944
Contributions from property owners	<u>23,160</u>	<u>32,887</u>
Change in net position	136,732	65,831
Net position - beginning	4,317,941	4,252,110
Prior period adjustment	<u>(193,834)</u>	<u>-</u>
Net position - beginning - restated	<u>4,124,107</u>	<u>4,252,110</u>
Net position - ending	<u>\$ 4,260,839</u>	<u>\$ 4,317,941</u>

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

NORTH MARSHALL WATER DISTRICT
STATEMENTS OF CASH FLOWS
December 31, 2012

	<u>2012</u>	<u>2011</u>
Cash flows from operating activities:		
Cash received from consumers	\$ 1,486,287	\$ 1,382,633
Cash paid to suppliers of goods and services	(666,855)	(664,566)
Cash paid to employees for services	(352,598)	(339,645)
Change in customer deposits	4,966	3,099
Net cash provided by (used in) operating activities	<u>471,800</u>	<u>381,521</u>
Cash flows from investing activities:		
Interest received from investments	<u>344</u>	<u>366</u>
Net cash provided by (used in) investing activities	<u>344</u>	<u>366</u>
Cash flows from capital and related financing activities:		
Payment on long-term debt	(180,130)	(169,585)
Payment on short-term debt	(125,478)	(100,246)
Construction and acquisition of plant	(138,198)	(36,866)
Loss on sale of assets	840	-
Contributed capital from grants and consumers	23,160	32,887
Interest and other non-operating expenses	<u>(44,562)</u>	<u>(58,800)</u>
Net cash provided by (used in) financing activities:	<u>(464,368)</u>	<u>(332,610)</u>
 Increase (decrease) in cash and cash equivalents	 7,776	 49,277
Cash and cash equivalents - beginning	<u>166,982</u>	<u>117,705</u>
Cash and cash equivalents - ending	<u>\$ 174,758</u>	<u>\$ 166,982</u>
 Cash and cash equivalents:		
Restricted cash in bank	\$ 50,862	\$ 45,834
Unrestricted cash on hand	700	700
Unrestricted cash in bank	<u>123,196</u>	<u>120,448</u>
Net cash and cash equivalents	<u>\$ 174,758</u>	<u>\$ 166,982</u>

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

NORTH MARSHALL WATER DISTRICT
STATEMENTS OF CASH FLOWS
December 31, 2012

	2012	2011
Reconciliation of operating income to net cash provided (used)		
by operating activities:		
Net operating income (loss)	\$ 159,447	\$ 93,035
Adjustments to reconcile net income to net cash		
provided by operating activities:		
Provision for depreciation	313,317	323,177
(Increase) decrease in current assets:		
Accounts receivable	(16,887)	(6,019)
Inventory	-	(4,299)
Prepaid expenses	1,942	(11,271)
Increase (decrease) in current liabilities:		
Accounts payable	10,311	(17,066)
Other current liabilities	(2,693)	(383)
Accrued vacation	1,397	1,248
Customer deposits	4,966	3,099
Net cash provided by (used in) operating activities	<u>\$ 471,800</u>	<u>\$ 381,521</u>

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

**NORTH MARSHALL WATER DISTRICT
NOTES TO FINANCIAL STATEMENTS
December 31, 2012**

NOTE 1 – SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

A. Reporting Entity

The financial statements of the North Marshall Water District have been prepared in conformity with generally accepted accounting principles (GAAP) as applied to the governmental units. The Governmental Accounting Standards Board (GASB) is the accepted standard-setting body for establishing governmental accounting and financial reporting principles. The more significant accounting policies of the District are described below.

The North Marshall Water District's general purpose financial statements include the accounts of all District operations. The criteria for including organizations as component units within the District's reporting entity, as set forth in Section 2100 of GASB's *Codification of Governmental Accounting and Financial Reporting Standards*, include whether:

- The organization is legally separate (can sue and be sued in their own name),
- The District holds the corporate powers of the organization,
- The District appoints a voting majority of the organization's board,
- The District is able to impose its will on the organization,
- The organization has the potential to impose a financial benefit/burden on the District, and
- There is fiscal dependency by the organization on the District.

Based on the aforementioned criteria, the North Marshall Water District has no component units.

B. Measurement Focus, Basis of Accounting, and Financial Statement Presentation

Proprietary fund financial statements include a Statement of Net Position, a Statement of Revenues, Expenses and Changes in Fund Net Position, and a Statement of Cash Flows.

The accounting and financial reporting treatment is determined by the applicable measurement focus and basis of accounting. Measurement focus indicates the type of resources being measured such as current financial or economic resources. The basis of accounting indicates the timing of transactions or events for recognition in the financial statements.

Proprietary funds are accounted for using the "economic resources" measurement focus and the accrual basis of accounting. Accordingly, all assets, deferred outflows of resources, liabilities (whether current or noncurrent), and deferred inflows of resources are included on the Statement of Net Position. The Statement of Revenues, Expenses and Changes in Fund Net Position presents increases (revenues) and decreases (expenses) in total net position. Under the accrual basis of accounting, revenues are recognized in the period in which they are earned while expenses are recognized in the period in which the liability is incurred, regardless of the timing of related cash flows.

Operating revenues in the proprietary funds are those revenues that are generated from the primary operations of the fund. All other revenues are reported as non-operating revenues. Operating expenses are those expenses

C. Assets, Liabilities, and Net Position

NORTH MARSHALL WATER DISTRICT
NOTES TO FINANCIAL STATEMENTS
December 31, 2012

Deposits and Investments

The District's cash and cash equivalents are considered to be cash on hand, demand deposits, and short-term investments with original maturities of three months or less from the date of acquisition.

State statutes authorize the District to invest in certificates of deposit, obligations of the U.S. Treasury, agencies and instrumentalities, obligations guaranteed by the U.S. government or its agencies, repurchase agreements and the state's investment pool.

Accounts Receivable

Trade receivables result from unpaid billings for water service to customers and from unpaid billings related to work performed for or materials sold to certain entities. All trade receivables are shown net of an allowance for uncollectible accounts. The allowance for uncollectible customer accounts recorded by the District is based on past history of uncollectible accounts and management's analysis of current accounts.

Inventories and Prepaid Items

All inventories are valued at the lower of average cost or market, using the first-in/first-out (FIFO) method at year end. Certain payments to vendors reflect costs applicable to future accounting periods and are recorded as prepaid items in the financial statements as of year end.

Restricted Assets

Certain cash accounts and investments are classified as restricted assets on the balance sheet because they are maintained in separate bank accounts and their use is limited by applicable bond covenants. The District elects to use restricted assets before unrestricted assets when the situation arises when either can be used.

Capital Assets

The property, plant, and equipment are stated at original cost including all direct cost of materials and labor during the construction period. All donated material is stated at the current fair market value.

The costs of replacements, normal maintenance, and repairs that do not add to the value of the asset or materially extend assets' lives are not capitalized. Major outlays for capital assets and improvements are capitalized as projects are constructed. Interest incurred during the construction phase of capital assets is included as part of the capitalized value of the assets constructed. Property, plant, and equipment of the District, with the exception of Land and Construction in Process, are depreciated, using the straight line method over the following useful lives:

Utility Plant	20 - 50 years
Office and other equipment	5 - 20 years
Vehicles	5 years

Accrued Vacation

It is the District's policy to permit employees to accumulate earned but unused vacation. All vacation pay has been accrued and the current year's is reflected as a current liability and the prior year's is reflected as a noncurrent liability on the financial statements.

Long-term Obligations

NORTH MARSHALL WATER DISTRICT
NOTES TO FINANCIAL STATEMENTS
December 31, 2012

Bond premiums and discounts, as well as issuance costs, are deferred and amortized over the life of the bonds using the effective interest method. Bonds payable are reported net of the applicable bond premium or discount. Bond issuance costs are reported as deferred charges and amortized over the term of the related debt.

Deferred outflows/inflows of resources

During the year ended December 31, 2012, the District adopted the provisions of GASB Statement No. 63, Financial Reporting of Deferred Outflows of Resources, Deferred Inflows of Resources, and Net Position. The objective of the statement is to provide financial reporting guidance for deferred outflows of resources and deferred inflows of resources.

In addition to assets, the statement of financial position will sometimes report a separate section for deferred outflows of resources. This separate financial statement element, *deferred outflows of resources*, represents a consumption of net position that applies to a future period(s) and so will *not* be recognized as an outflow of resources (expense/expenditure) until that time.

Net Position flow assumption

Sometimes the government will fund outlays for a particular purpose from both restricted (e.g., restricted bond or grant proceeds) and unrestricted resources. In order to calculate the amounts to report as restricted – net position and unrestricted – net position in the financial statements, a flow assumption must be made about the order in which the resources are considered to be applied. It is the District's policy to consider restricted – net position to have been depleted before unrestricted – net position is applied.

Net Position

Equity is classified as net assets and displayed in the following two components:

- Invested in capital assets, net of related debt - Consists of capital assets, net of accumulated depreciation and reduced by the outstanding balances of any bonds that are attributable to the acquisition, construction, or improvement of those assets; debt related to unspent proceeds or other restricted cash and investments is excluded from the determination.
- Unrestricted - All other net positions that do not meet the description of the above categories.

NOTE 2 – STEWARDSHIP, COMPLIANCE, AND ACCOUNTABILITY

Budgetary Information

The fiscal year 2012 budget was approved unanimously at the December 2011 Board meeting. The budget is not legally adopted but only used as a management tool.

NOTE 3 – DETAILED NOTES

A. Deposits and Investments

NORTH MARSHALL WATER DISTRICT
NOTES TO FINANCIAL STATEMENTS
December 31, 2012

Custodial Credit Risk

In the case of deposits, this is the risk that in the event of a bank failure, the District's deposits may not be returned to it. For an investment, this is the risk that, in the event of a failure of the counterpart, the District will not be able to recover the value of its investments or the collateral securities that are in the possession of an outside party.

The District's policies limit deposits and investments to those instruments allowed by applicable state laws and described in Note 1. State statute authorize the District to invest in obligations of the United States and its agencies and instrumentalities; bond or certificates of indebtedness of the Commonwealth of Kentucky and its agencies and municipalities; interest bearing deposit accounts in financial institutions chartered in the Commonwealth of Kentucky insured by an agency of the United States up to the amount thus insured and in larger amounts, provided such financial institutions pledge as security obligations of the United States having such value as may be satisfactory to the District. As of December 31, 2012, all bank deposits were fully covered by federal depository insurance.

B. Receivables

Receivables as of the fiscal year ends were made up of the following:

	2012	2011
Billed service for utility customers	\$ 232,581	\$ 208,100
Less: allowance for doubtful	(36,759)	(29,165)
Total	<u>\$ 195,822</u>	<u>\$ 178,935</u>

C. Restricted Assets

Restricted assets as of the fiscal year ends were made up of the following:

	2012	2011
Cash in bank - restricted	<u>\$ 50,862</u>	<u>\$ 45,834</u>

D. Net Position

Net Position represent the difference between assets, deferred outflows, liabilities, and deferred inflows. The restricted net asset amounts were as follows:

	2012	2011
Invested in capital assets, net of related liabilities		
Net property, plant and equipment	\$ 4,652,732	\$ 5,022,525
Less: Debt as disclosed in Note 3F	(729,021)	(909,151)
	<u>3,923,711</u>	<u>4,113,374</u>
Unrestricted	337,128	204,567
Total net position	<u>\$ 4,260,839</u>	<u>\$ 4,317,941</u>

E. Capital Assets

Capital asset activity during the year was as follows:

NORTH MARSHALL WATER DISTRICT
NOTES TO FINANCIAL STATEMENTS
December 31, 2012

Description	Balance at December 31, 2011	Additions	Disposals	Adjustments	Balance at December 31, 2012
Capital assets, not being depreciated					
Land	\$ 129,096	\$ -	\$ -	\$ -	\$ 129,096
Total capital assets not being depreciated	129,096	-	-	-	129,096
Capital assets, being depreciated					
Utility plant in service	9,948,927	138,198	(49,597)	(339,286)	9,698,242
Less accumulated depreciation for:					
Utility plant in service	5,055,498	313,317	(48,757)	(145,452)	5,174,606
Total capital assets, being depreciated, net	4,893,429	(175,119)	(840)	(193,834)	4,523,636
Total capital assets, net	\$ 5,022,525	\$ (175,119)	\$ (840)	\$ (193,834)	\$ 4,652,732

Description	Balance at December 31, 2010	Additions	Disposals	Adjustments	Balance at December 31, 2011
Capital assets, not being depreciated					
Land	\$ 129,096	\$ -	\$ -	\$ -	\$ 129,096
Total capital assets not being depreciated	129,096	-	-	-	129,096
Capital assets, being depreciated					
Utility plant in service	9,912,061	36,866	-	-	9,948,927
Less accumulated depreciation for:					
Utility plant in service	4,732,321	323,177	-	-	5,055,498
Total capital assets, being depreciated, net	5,179,740	(286,311)	-	-	4,893,429
Total capital assets, net	\$ 5,308,836	\$ (286,311)	\$ -	\$ -	\$ 5,022,525

Depreciation expense amounted to \$313,317 and \$323,177 for the fiscal years ended December 31, 2012 and 2011, respectively.

F. Long-term Debt

At year end, the District's long-term liabilities consisted of the following loans:

- (1) Kentucky Infrastructure Authority (KIA), which payable monthly at interest rates graduated from 2.25% to 5.29%. The balance of the loan at December 31, 2012 is \$170,000.
- (2) First Kentucky Bank, which is payable monthly at \$8,254 (including principal and interest) at an interest rate of 4.34%. The balance of the loan at December 31, 2012 was \$559,021.

The following is a summary of long-term debt transactions for the year ended December 31, 2012.

NORTH MARSHALL WATER DISTRICT
NOTES TO FINANCIAL STATEMENTS
December 31, 2012

	Balance 12/31/11	Issued	Retired	Balance 12/31/12	Due Within One Year
KIA Loan	277,500	-	107,500	170,000	112,500
First KY Bank	631,651	-	72,630	559,021	75,971
Total Long-Term Liabilities	<u>\$ 909,151</u>	<u>\$ -</u>	<u>\$ 180,130</u>	<u>\$ 729,021</u>	<u>\$ 188,471</u>

The scheduled annual requirements for long-term debt at December 31, 2012, including interest of \$96,769 is as follows:

Year Ended 12/31/2012	Total Principal	Total Interest	Total
2013	\$ 188,471	\$ 32,014	\$ 220,485
2014	136,883	22,707	159,590
2015	82,947	16,100	99,047
2016	86,633	12,414	99,047
2017	90,561	8,486	99,047
2018-2019	143,526	5,048	148,574
	<u>\$ 729,021</u>	<u>\$ 96,769</u>	<u>\$ 825,790</u>

NOTE 4 – OTHER INFORMATION

A. Risk Management

The District is exposed to various risks of loss related to torts; theft of, damage to, and destruction of assets; errors and omissions; and natural disasters. During the year ended December 31, 2012, the District purchased commercial insurance for all of the above risks. Settled claims have not exceeded this commercial coverage in any of the past three years and there has been no significant reduction in the amount of coverage provided.

B. Retirement Plan

The District's employees participate in the County Employees Retirement System (CERS) which is a cost-sharing, multiple-employer defined benefit public employee retirement system administered by the Kentucky Retirement System, an agency of the Commonwealth of Kentucky. The CERS provides for retirement, disability and death benefits to plan members and beneficiaries. The Kentucky Retirement System issues a publicly available financial report that includes financial statements and required supplemental information for the CERS. That report may be obtained by writing to the Kentucky Retirement System, 1260 Louisville Road, Frankfort, Kentucky 40601-6124.

Plan members are required to contribute 5% of creditable compensation and the District is required to contribute at an actuarially determined rate, which was 16.93% until July, 2011, at which time the rate was increased to 18.96%. Employees hired on or after September 1, 2008 pay an additional 1% of their salary to the medical insurance fund.

NORTH MARSHALL WATER DISTRICT
NOTES TO FINANCIAL STATEMENTS
December 31, 2012

The contribution requirements of plan members and the District are established and may be amended by the CERS Board of Trustees. The District's contributions to the CERS for the year ended December 31, 2012 was \$60,654, equal to the required contributions for the year.

C. Prior Period Adjustment

During the year, a prior period adjustment was made by the District. The restatement was made in order to adjust capital assets to actual at year-end. The client reviewed the listing of capital assets during the year and discovered that there were assets on the listing that were no longer in the use of the District. After adjusting off the asset and the accumulated depreciation, the net effect was a decrease in net position of \$193,834.

OTHER SUPPLEMENTARY INFORMATION SECTION

NORTH MARSHALL WATER DISTRICT
SCHEDULES OF OPERATING INCOME AND EXPENSES
December 31, 2012

	<u>2012</u>	<u>2011</u>
Operating revenues:		
Gross water sales	\$ 1,462,315	\$ 1,354,613
Less: Bad debt expense	(7,594)	(7,065)
Less: leak adjustments	(3,896)	(8,681)
Net water sales	<u>1,450,825</u>	<u>1,338,867</u>
 Fees:		
Connect and reconnect fees	23,512	37,290
Forfeited discounts	-	11,145
Other water revenues	<u>28,837</u>	<u>1,350</u>
	<u>52,349</u>	<u>49,785</u>
 Total operating revenues	<u>\$ 1,503,174</u>	<u>\$ 1,388,652</u>
Operating expenses:		
Cost of sales and services		
Purchased power	\$ 134,960	\$ 130,756
Salaries and wages	5,677	19,365
Treatment chemicals	18,534	22,573
Contractual services	<u>10,886</u>	<u>21,096</u>
	<u>170,057</u>	<u>193,790</u>
 Maintenance:		
Salaries and wages	174,921	131,750
Materials and supplies	45,280	42,972
Contractual services	<u>65,707</u>	<u>66,497</u>
	<u>285,908</u>	<u>241,219</u>
 Customer accounts expense:		
Meter reading	9,838	13,359
Accounting and collection	<u>18,724</u>	<u>23,859</u>
	<u>28,562</u>	<u>37,218</u>

See independent auditor's report.

NORTH MARSHALL WATER DISTRICT
SCHEDULES OF OPERATING INCOME AND EXPENSES
December 31, 2012

	<u>2012</u>	<u>2011</u>
Administrative and general expenses		
Salaries and wages	197,674	159,121
Employee benefits and payroll taxes	92,873	124,893
Employee pensions	60,654	54,383
Office supplies	23,331	29,489
Office and shop utilities	2,589	2,596
Insurance	38,764	38,472
Advertising	573	108
Professional fees	64,275	40,329
Educational and training	7,633	8,752
Transportation	33,853	24,036
Uniforms	4,180	2,801
Office phones	9,839	11,795
Rental	2,700	-
Miscellaneous	6,945	3,438
	<u>545,883</u>	<u>500,213</u>
 Provision for depreciation	 <u>313,317</u>	 <u>323,177</u>
 Total operating expense	 <u>\$ 1,343,727</u>	 <u>\$ 1,295,617</u>

See independent auditor's report

NORTH MARSHALL WATER DISTRICT
SCHEDULE OF LONG-TERM DEBT
December 31, 2012

Year Ended November 30,	KIA Loan		First KY Bank		Total	Total	
	Principal	Interest	Principal	Interest	Principal	Interest	Total
2013	\$ 112,500	\$ 8,938	\$ 75,971	\$ 23,076	\$ 188,471	\$ 32,014	\$ 220,485
2014	57,500	3,042	79,383	19,665	136,883	22,707	159,590
2015	-	-	82,947	16,100	82,947	16,100	99,047
2016	-	-	86,633	12,414	86,633	12,414	99,047
2017	-	-	90,561	8,486	90,561	8,486	99,047
2018	-	-	94,628	4,420	94,628	4,420	99,048
2019	-	-	48,898	628	48,898	628	49,526
	<u>\$ 170,000</u>	<u>\$ 11,980</u>	<u>\$ 559,021</u>	<u>\$ 84,789</u>	<u>\$ 729,021</u>	<u>\$ 96,769</u>	<u>\$ 825,790</u>

See independent auditor's report

NORTH MARSHALL WATER DISTRICT
WATER RATES IN FORCE
December 31, 2012

Water

\$2.64 per every 1,000 gallons of water plus a base charge

Residential Rate Schedule	Base
Residential 5/8"	\$12.94
Residential 1"	\$20.44
Residential 1 1/2"	\$32.95
Residential 2"	\$47.99
Residential 3"	\$83.03

Commercial Rate Schedule

Commerical 5/8"	\$12.94
Commercial 1"	\$20.44
Commercial 1 1/2"	\$32.95
Commercial 2"	\$47.99
Commercial 3"	\$83.03
Commercial 4"	\$133.12
Commercial 6"	\$258.30
4" Two-Meters	\$266.24
Reidland 4"	\$133.12

Sewer

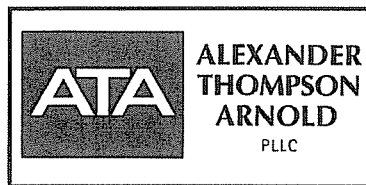
\$2.64 per every 1,000 gallons of sewer plus a base charge of \$60 dollars

See independent auditor's report.

INTERNAL CONTROL AND COMPLIANCE SECTION

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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**

Board of Commissioners
North Marshall Water District
Benton, 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 North Marshall Water District (the District) as of and for the year ended December 31, 2012, and the related notes to the financial statements, which collectively comprise the District's financial statements, and have issued our report thereon dated February 22, 2013.

Internal Control Over Financial Reporting

In planning and performing our audit of the financial statements, we considered the District'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 the District's internal control. Accordingly, we do not express an opinion on the effectiveness of the 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 in governance.

Our consideration of internal control was for the limited purpose described in the first paragraph of this section and was not designed to identify all deficiencies in internal control that might be material weaknesses or significant deficiencies 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. However, material weaknesses may exist that have not been identified. We did identify a certain deficiency in internal control, described in the accompanying summary of findings and recommendations as item 11-4 that we consider to be a significant deficiency.

Compliance and Other Matters

As part of obtaining reasonable assurance about whether the District'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*.

The District's response to the finding identified in our audit is described in the accompanying schedule of findings and recommendation. The District'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.

The purpose of this report is solely to describe the scope of our testing of internal control and compliance and the result 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.

This report is intended solely for the information and use of the Board of Commissioners, management, the Public Service Commission, and others within the organization and is not intended to be, and should not be used by anyone other than these specified parties.

A handwritten signature in cursive script, appearing to read "Alexander G. Boyd".

Jackson, Tennessee
February 22, 2013

NORTH MARSHALL WATER DISTRICT
SUMMARY OF FINDINGS AND RECOMMENDATIONS
December 31, 2012

11-4 Processing of Work Orders (Significant Deficiency)

Condition: During the audit of the Water District, it was noted that work orders are written up when a request is made by a current or new customer. However, the materials and related labor are not being charged out to plant at the completion of the jobs which has caused plant to be overstated and inventory to be misstated. Those work orders should be closed at the completion of service.

Criteria: Internal controls should be in place that provide for work orders for new service or repairs to contain more detail regarding the material used and amounts to be billed for customers.

Effect: Because of the lack of controls, services may be performed without proper billing to the customer. Also, it will cause a significant deficiency in attaching the correct materials to the work order and thus misstating inventory and work-in-process.

Recommendation: Procedures should be implemented requiring complete paperwork for work orders from the time the order for service is taken through the time the customer is billed and pays for the work.

Management Response: The District will continue to follow the new policies and procedures manual which created a sufficient internal control structure going forward.