

**FLEMING COUNTY
WATER ASSOCIATION, INC.**

AUDIT OF FINANCIAL STATEMENTS

For The Year Ended December 31, 2019

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Independent Auditor's Report

To the Board of Directors of
Fleming County Water Association, Inc.

Report on the Financial Statements

We have audited the accompanying financial statements of Fleming County Water Association, Inc. (a nonprofit organization), which comprise the statement of financial position as of December 31, 2019, and the related statements of activities, functional expenses, and cash flows for the year 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.

Auditor's Responsibility

Our responsibility is to express an opinion on these financial statements based on our audit. We conducted our audit in accordance with auditing standards generally accepted in the United States of America and the standards applicable to financial audits contained in *Government Auditing Standards*, issued by the Comptroller General of the United States. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free 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.

To the Board of Directors of
Fleming County Water Association, Inc.

Opinion

In our opinion, the financial statements referred to above present fairly, in all material respects, the financial position of Fleming County Water Association, Inc. as of December 31, 2019, and the changes in its net assets and its cash flows for the year then ended in accordance with accounting principles generally accepted in the United States of America.

Change in Accounting Principle

As described in Note A to the financial statements, in 2019, Fleming County Water Association, Inc. adopted new accounting guidance ASU 2016-14, *Not-for-Profit Entities (Topic 958): Presentation of Financial Statements of Not-for-Profit Entities*; ASU 2014-09, *Revenue from Contracts with Customers (Topic 606)*; and, ASU 2016-18, *Statement of Cash Flows (Topic 230): Restricted Cash*. Our opinion is not modified with respect to these matters.

Other Reporting Required by Government Auditing Standards

In accordance with *Government Auditing Standards*, we have also issued our report dated March 19, 2020, on our consideration of Fleming County 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 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 Fleming County Water Association, Inc.'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 Fleming County Water Association, Inc.'s internal control over financial reporting and compliance.

Morgan and Associates, LLC

Morgan and Associates, LLC
West Liberty, Kentucky

March 19, 2020

FLEMING COUNTY WATER ASSOCIATION, INC.
STATEMENT OF FINANCIAL POSITION
December 31, 2019

ASSETS

CURRENT ASSETS

Cash - Unrestricted	\$ 406,375
Cash - Restricted	282,159
Accounts Receivable	147,502
Unbilled Receivables	75,821
Inventory	96,167
Prepaid Insurance	<u>9,965</u>
 Total Current Assets	 1,017,989

NONCURRENT ASSETS

Cash - Restricted	<u>204,678</u>
 Total Noncurrent Assets	 204,678

PROPERTY AND EQUIPMENT

(Net of Accumulated Depreciation)

Land	54,273
Land Improvements	33,976
Buildings and Building Improvements	205,248
Machinery and Equipment	77,851
Vehicles	105,252
Tools, Shop and Garage Equipment	2,188
Communication Equipment	32,506
Office Furniture and Equipment	10,719
Water Lines	7,313,738
Tanks and Pumping Equipment	<u>917,711</u>
 Total Property and Equipment	 <u>8,753,462</u>

TOTAL ASSETS	<u><u>\$ 9,976,129</u></u>
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The accompanying notes are an integral part of the financial statements.

FLEMING COUNTY WATER ASSOCIATION, INC.
STATEMENT OF FINANCIAL POSITION
December 31, 2019

LIABILITIES AND NET ASSETS

CURRENT LIABILITIES

Accrued Payroll Taxes	\$	3,032
Accounts Payable		99,605
Accrued Wages		2,979
Accrued Retirement Expense		4,376
Unearned Revenues		10,129
Accrued School and Sales Tax		12,966
Accrued Interest		32,440
Loan Payable		<u>69,638</u>
 Total Current Liabilities		 235,165

LONG-TERM LIABILITIES

Compensated Absences		83,633
Loan Payable		2,235,905
Loan Origination Fees (Net of Accumulated Amortization of \$6,973)		<u>(25,321)</u>
 Total Long-Term Liabilities		 2,294,217

OTHER LIABILITIES

Customer Deposits		<u>120,390</u>
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TOTAL LIABILITIES 2,649,772

NET ASSETS

Without Donor Restrictions - General		6,839,520
With donor restrictions		<u>486,837</u>

TOTAL NET ASSETS 7,326,357

TOTAL LIABILITIES AND NET ASSETS \$ 9,976,129

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

FLEMING COUNTY WATER ASSOCIATION, INC.
STATEMENT OF ACTIVITIES
For The Year Ended December 31, 2019

OPERATING INCREASES IN NET ASSETS

WITHOUT DONOR RESTRICTIONS

Water Collection	\$ 1,850,473
Late Penalties	29,632
Member Dues	3,120
Tap-On Fees	70,924
Miscellaneous Services	52,426
	2,006,575

OPERATING DECREASES IN NET ASSETS

WITHOUT DONOR RESTRICTIONS

Salaries and Wages - Employees	447,561
Salaries and Wages - Directors	13,200
Employee Benefits	166,220
Purchased Water	637,107
Purchased Power	16,732
Taxes Other Than Income	8,408
Materials and Supplies	159,768
Contracted Services	62,571
Transportation Expense	28,015
Insurance	23,948
Miscellaneous Expenses	24,462
	1,587,992

TOTAL OPERATING DECREASES IN NET ASSETS

WITHOUT DONOR RESTRICTIONS

1,587,992

**OPERATING INCREASE IN NET ASSETS WITHOUT
DONOR RESTRICTIONS BEFORE DEPRECIATION**

418,583

Depreciation

(343,965)

OPERATING INCREASE (DECREASE) IN NET ASSETS

WITHOUT DONOR RESTRICTIONS

74,618

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

FLEMING COUNTY WATER ASSOCIATION, INC.
STATEMENT OF ACTIVITIES
For The Year Ended December 31, 2019

NONOPERATING INCREASES (DECREASES) IN	
NET ASSETS WITHOUT DONOR RESTRICTIONS	
Utility Relocation Reimbursement	12,502
Utility Relocation Expense	(9,592)
Interest Expense	(92,007)
Gain (Loss) on Disposal	6,000
Interest Income	1,181
	<u>(81,916)</u>
NET INCREASE (DECREASE) IN	
NET ASSETS WITHOUT DONOR RESTRICTIONS	(7,298)
CHANGE IN NET ASSETS WITH DONOR RESTRICTIONS:	
Interest Income	<u>644</u>
CHANGE IN NET ASSETS	(6,654)
Net Assets- Beginning	<u>7,333,011</u>
Total Net Assets - Ending	<u><u>\$ 7,326,357</u></u>

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

FLEMING COUNTY WATER ASSOCIATION, INC.
STATEMENT OF FUNCTIONAL EXPENSES
For The Year Ended December 31, 2019

EXPENSES	<u>Program Services</u>	<u>Management & General</u>	<u>Total</u>
Amortization Expense	1,468		1,468
Contracted Services	15,908	46,663	62,571
Depreciation	343,965		343,965
Employee Benefits	103,721	62,499	166,220
Insurance	15,327	8,621	23,948
Interest Expense	90,539		90,539
Materials and Supplies	159,768		159,768
Miscellaneous Expenses	12,231	12,231	24,462
Purchased Power	10,360	6,372	16,732
Purchased Water	637,107		637,107
Salaries and Wages - Directors		13,200	13,200
Salaries and Wages - Employees	279,344	168,217	447,561
Taxes Other Than Income	8,408		8,408
Transportation Expense	28,015		28,015
Waterline Relocation Expenses	9,592		9,592
TOTAL EXPENSES	<u>\$ 1,715,753</u>	<u>\$ 317,803</u>	<u>\$ 2,033,556</u>

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

FLEMING COUNTY WATER ASSOCIATION, INC.
STATEMENT OF CASH FLOWS
For The Year Ended December 31, 2019

CASH FLOWS FROM OPERATING ACTIVITIES

Operating Increase (Decrease) in Net Assets Without Donor Restrictions	\$ 74,618
Adjustments to Reconcile Operating Change in Net Assets Without Donor Restrictions to Net Cash Provided by Operating Activities:	
Depreciation Expense	343,965
Changes in Operating Assets and Liabilities:	
Accounts Receivable	247
Inventory	(18,206)
Accounts Payable	15,865
Accrued Payroll Taxes	4,072
Other Withholding Payables	4,112
Accrued School and Sales Tax	1,848
Customer Deposits	8,207

CASH PROVIDED BY OPERATING ACTIVITIES 434,728

CASH FLOWS FROM FINANCING ACTIVITIES

Additions to Capital Assets	(190,462)
Relocation Reimbursement	12,502
Relocation Expense	(9,592)
Proceeds from Sale of Capital Assets	6,000
Interest Paid on Capital Debt	(98,329)
Reduction in Notes Payable	(503,066)

CASH USED FOR FINANCING ACTIVITIES (782,947)

CASH FLOWS FROM INVESTING ACTIVITIES

Interest Income	1,825
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CASH PROVIDED BY INVESTING ACTIVITIES 1,825

NET INCREASE IN CASH, CASH EQUIVALENTS, AND RESTRICTED CASH (346,394)

**CASH, CASH EQUIVALENTS, AND RESTRICTED CASH
AT BEGINNING OF YEAR (RESTATED)** 1,239,606

**CASH, CASH EQUIVALENTS, AND RESTRICTED CASH
AT END OF YEAR** \$ 893,212

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

FLEMING COUNTY WATER ASSOCIATION, INC.
STATEMENT OF CASH FLOWS
For The Year Ended December 31, 2019

TOTAL CASH, CASH EQUIVALENTS, AND RESTRICTED CASH CONSIST OF

Cash and Cash Equivalents	\$ 406,375
Cash Restricted for Depreciation Reserve	282,159
Cash Restricted Due to Loan Covenants	204,678
	<u>\$ 893,212</u>

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

FLEMING COUNTY WATER ASSOCIATION, INC.
NOTES TO FINANCIAL STATEMENTS
December 31, 2019

NOTE A – SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

This summary of significant accounting policies of the Fleming County Water Association, Inc. (the Association) is presented to assist in understanding the Association's financial statements. The financial statements and notes are representations of the Association's management, who are responsible for their integrity and objectivity. These accounting policies, as applied to the aforementioned financial statements, conform to generally accepted accounting principles.

Organization & Activity

The Association was incorporated in the Commonwealth of Kentucky as a nonprofit corporation in 1969. The Association operates a public water distribution system serving residential, commercial and agricultural customers. As of December 31, 2019 the Association served approximately 4,000 customers. The Kentucky Public Service Commission regulates the Association.

Measurement Focus, Basis of Accounting and Financial Statement Presentation

The basic financial statements provide information about the Association's activities.

“Measurement Focus” is an accounting term used to describe which transaction and types of balances are recorded within the various financial statements. The expression, “Basis of Accounting”, refers to when transactions or events are recorded regardless of measurement focus applied.

Because of the “businesslike” characteristics of the Association's operations, the accompanying financial statements report uses the economic resources measurement focus and the accrual basis of accounting. The accounting objective of the “economic resources” measurement focus is the determination of operating income, changes in net assets (or cost recovery), financial position, and cash flows. All assets and liabilities (whether current or noncurrent) associated with their activities are reported.

Under full accrual accounting, revenues are recorded when earned and expenses are recorded when a liability is incurred or economic asset used, regardless of the timing of the related cash flows. Grants and similar items are recognized as revenue as soon as all eligibility requirements imposed by the provider have been met.

As the means for delivering services to its customers, the Association utilizes an office building, infrastructure, office equipment, equipment and vehicles. To provide the resources that are necessary to pay for water services and the related support functions, the Association charges its customers monthly user fees, which are based on the specific level of services that they are receiving. Because the operations of the Association closely mirror those of a typical, commercial company, its accounting records reflect a similar approach for measuring its business activity.

The Association distinguishes operating revenues and expenses from non-operating items. Operating revenues and expenses generally result from providing services and delivering goods in connection with the Association's ongoing operations. The principal operating revenues are charges to customers for sales and services that are provided to them. The Association also recognizes as operating revenue the portion of tap fees intended to recover the cost of connecting new customers to the water and sewer systems. Operating expenses include the cost of sales and services, administrative expenses, and depreciation on capital assets. All revenues and expenses not meeting this definition are reported as non-operating revenues and expenses.

FLEMING COUNTY WATER ASSOCIATION, INC.
NOTES TO FINANCIAL STATEMENTS
December 31, 2019

NOTE A – SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

Measurement Focus, Basis of Accounting and Financial Statement Presentation (Continued)

When both restricted and unrestricted resources are available for use, it is the Association's policy to use restricted resources first, and then unrestricted resources as they are needed.

The Association has presented its financial statements in accordance with generally accepted accounting principles for not-for-profit organizations. Under this guidance, the Association is required to report information regarding its financial position and activities according to three classes of net assets: net assets without donor restrictions – general; net assets without donor restrictions – contributed capital; and, net assets with donor restrictions.

Budgeting

The Association prepares annual operating budgets for the managerial control of expenditures and for the monitoring of cash flows during the fiscal year. Project-length budgets, which generally encompass more than one fiscal year, are also prepared for major construction projects. Both the operating and project-length expenditure plans are prepared on the cash basis of accounting, which significantly differs from the accrual basis of accounting that the Association uses in the preparation of its financial statements.

These managerial budgets that are prepared for operations each year or at the inception of a major construction project are not adopted by the Board as legally imposed restrictions on expenditures. Basically, the operating budgets provide management with a tool for estimating and monitoring cash flows in each fiscal period. Accordingly, budgetary comparisons are not presented in the accompanying financial statements.

Allowance for Doubtful Accounts

No allowance for doubtful accounts has been established. The Association considers all receivables to be fully collectible based on their strict cut-off policy. If amounts become uncollectible, the amounts due are offset by any customer deposit held and the balance charged to operations when that determination is made.

Accounts and Unbilled Receivables

Accounts receivable are stated at face amount. Unbilled receivables represent income earned during the current year, but not yet billed to the customer. The billing mailed in December 2019 was for customer usage from approximately November 15 through December 15, 2019. The entire amount is considered accounts receivable as of December 31, 2019. The billing mailed in January 2020 was for usage from approximately December 15, 2019 through January 15, 2020. Fifty percent of this billing is considered unbilled receivables at December 31, 2019.

Customer receivables are used as collateral for outstanding Rural Development debt.

Advertising Costs

The Association expenses advertising costs as incurred.

FLEMING COUNTY WATER ASSOCIATION, INC.
NOTES TO FINANCIAL STATEMENTS
December 31, 2019

NOTE A – SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

Property, Plant and Equipment

Capital assets, which include, property, plant, equipment, and infrastructure assets (e.g., water distribution systems, sewer collection systems and similar items) are reported as a component of noncurrent assets in the basic financial statement. Capital assets are generally defined by the Association as being those assets with an initial individual cost of more than \$750 and an estimated useful life in excess of one year. Such assets are recorded at historical cost or estimated historical cost if purchased or constructed. Donated capital assets are recorded at acquisition value.

	Capitalization Threshold	Useful Life (Years)
Land Improvements	\$ 5,000	20-50
Buildings and Building Improvements	\$ 5,000	35-40
Machinery and Equipment	\$ 4,000	7-10
Vehicles/Trailers	\$ 5,000	5-10
Tools, Shop & Garage Equipment	\$ 750	7-10
Communication Equipment	\$ 1,000	10-15
Office Furniture and Equipment	\$ 1,000	5-10
Water Lines - Meters/Mains/System Lines/ Plant/Radio Read	\$ 5,000	10-50
Tanks and Pumping Equipment	\$ 5,000	20-50

The reported value excludes the costs of normal maintenance and repairs that are essentially amounts spent in relation to capital assets that do not increase the capacity or efficiency of the item or extend its useful life beyond the original estimate.

Depreciation is charged as an expense against operations. Capital assets of the Association are depreciated using the straight-line method over their estimated useful lives in years.

The depreciation expense during the period ended December 31, 2019 is \$343,965.

Cash and Cash Equivalents

For the purpose of these financial statements, cash and cash equivalents consist of restricted and unrestricted cash on hand, demand and savings deposits and certificates of deposit.

Inventory and Prepaid Items

Included in inventory are materials and supplies to support maintenance work on the Association's infrastructure. All inventories maintained by the Association are valued at cost.

Certain payments to vendors reflect costs applicable to future accounting periods and are recorded as prepaid items. An example of a prepaid item for the Association is property and liability insurance premiums.

FLEMING COUNTY WATER ASSOCIATION, INC.
NOTES TO FINANCIAL STATEMENTS
December 31, 2019

NOTE A – SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

Federal Income Tax

Income of the Association is exempt from tax under Internal Revenue Code Section 501(c)(12). Accordingly, the financial statements include no provision for income taxes.

All significant tax positions have been considered by management. It has been determined that it is more likely than not that all tax positions would be sustained upon examination by taxing authorities. Federal tax returns are subject to examination by taxing authorities generally for three years after they are filed.

Use of Estimates

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

Change in Accounting Principles

During 2019, the Association adopted ASU 2016-18, “Statement of Cash Flows (Topic 230): Restricted Cash.” This guidance changes how entities present and disclose their restricted cash and cash equivalents. It is designed to improve the information provided by companies for better understanding of their operations.

Financial statement presentation follows the recommendations of the ASU 2016-14, adopted during 2019, (formerly Financial Accounting Standards (SFAS) No. 117, “Financial Statements of Not-for-Profit Organizations” and later known as ASC 958-205-05). Under ASU 2016-14, the Association is required to report information regarding its financial position and activities according to two classes of net assets: net assets with donor restrictions and net assets without donor restrictions. Net assets were previously reported according to three classes of net assets: unrestricted, temporarily restricted, and permanently restricted.

Accordingly, all net assets of the Association have been recorded as net assets with donor restrictions (formerly temporarily restricted net assets) or net assets without donor restrictions (formerly unrestricted net assets).

In May 2014, the Financial Accounting Standards Board (FASB) issued Accounting Standards Update (ASU) 2014-09, *Revenue from Contracts with Customers (Topic 606)*, requiring an entity to recognize the amount of revenue to which it expects to be entitled for the transfer of promised goods, or services to customers. The core principle of ASU 2014-09 is to recognize revenues when a customer obtains control of a good or service, in an amount that reflects the consideration to which an entity is expected to be entitled for those goods or services. In August 2015, the FASB issued ASU 2015-14, which deferred the effective date of ASU 2014-09 by one year.

Effective January 1, 2019, the Association adopted the requirements of ASU 2014-09 and all related amendments (the new revenue standard).

FLEMING COUNTY WATER ASSOCIATION, INC.
NOTES TO FINANCIAL STATEMENTS
December 31, 2019

NOTE A – SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

Change in Accounting Principles (Continued)

There was no adjustment necessary to the opening balance of net assets as a result of adopting the new revenue standard. For the year ended December 31, 2019, the Association has determined that there are no significant differences between the amounts reported for revenue and contract assets and liabilities using Topic 605 (previously in effect) and the accounting treatment used in accordance with the new revenue standard other than changing its former accounting method for tap-on fees to now include them as revenue in the Statement of Activities. The Statement of Activities and Changes in Net Assets for 2019 have been restated to reflect this change. Adoption of ASU 2014-09 had no other impact on the Association's 2019 financial statements.

NOTE B – RESTRICTIONS ON CASH

Sinking Funds

Deposits into Sinking Funds are required to be made monthly in order to accumulate funds for payment of loan principle and interest. At December 31, 2019, \$148,117 was required to be on deposit to meet payments of interest and principal due on loans for 2020. The balance in these accounts at December 31, 2019 was \$281,658.

Depreciation Reserve

The Depreciation Reserve Account is being maintained as required in various loan documents. The Association was required to deposit \$600 per month into the account. At December 31, 2019, \$97,650 was the required balance of the Depreciation Reserve account. The Association had \$204,678 in this account for the purpose of maintaining the water system.

Construction

The Construction Account is being maintained to record revenues and expenses associated with the 2012 Waterline Extension project. The balance in this account at December 31, 2019 was \$501.

NOTE C – CASH DEPOSITS WITH FINANCIAL INSTITUTIONS

The Association's funds are on deposit at a local financial institution. At December 31, 2019, the carrying amount of the Association's cash was \$893,212 and the bank balances were \$893,837. The difference between the carrying amount and the bank balances results from deposits in transit and outstanding checks. As of December 31, 2019, the bank balances were either insured by FDIC or covered by pledged collateral.

Deposits Covered by Federal Insurance	\$ 290,738
Deposits Collateralized with Repurchase Agreement	603,099
Total Bank Balance	<u>\$ 893,837</u>

FLEMING COUNTY WATER ASSOCIATION, INC.
NOTES TO FINANCIAL STATEMENTS
December 31, 2019

NOTE D – COMPENSATED ABSENCES

It is the Association's policy to permit its employees to accumulate earned but unused vacation and sick pay benefits. The unused vacation or annual leave is considered a vested employee benefit.

In recognition of the resulting obligation, the Association has accrued a liability for earned but unused vacation and sick leave, having determined that payment of such compensation is probable and having developed a reasonable estimate based upon current salary costs and annual leave balances as of December 31, 2019. The liability for compensated absences at December 31, 2019 was \$83,633.

NOTE E – INSURANCE COVERAGE

The Association is exposed to various risks of loss. The Association carries commercial insurance for risks of loss. As of December 31, 2019, there were no known losses for which an accrual was considered necessary and no estimated claims that have been incurred, but not reported. There have been no settlements that have exceeded insurance coverage for the current year or three prior years.

NOTE F – FAIR VALUE MEASUREMENT

GASB Statement No. 72, Fair Value Measurement and Application, became effective in fiscal year 2016 which requires the measurement of certain assets and liabilities at fair value using a consistent and more detailed definition of fair value and accepted valuation techniques.

The carrying amount of the following financial instruments approximate fair value because of the short maturity of the instruments: cash equivalents and accounts receivable.

NOTE G – RETIREMENT

401K

In July 1992, the Association elected to participate in a 457 Prototype Plan. The Association established the plan open to all eligible employees and later discovered that it was not a money purchase plan but was in fact an eligible deferred compensation plan under section 457(b) of the Code which could not include all its rank and file employees. The Association now holds all of the deferred compensation contributed by itself and its employees to the plan in trust for their exclusive benefit, in violation of the requirements of section 457(b)(6) that a plan be unfunded and that its assets remain part of the employer's general assets. To correct this violation the Association froze the plan on December 31, 2007 when it had \$633,446 in assets. There were withdrawals of \$33,729 during 2019 by employees due to retirement. As of December 31, 2019, the plan had a balance of \$767,406 including \$26,656 in earnings for the year.

In January 2008, the Association elected to participate in a 401(K) Retirement Saving Plan. The Association contributes 10% of the employees' salary to the plan. Employees may elect to contribute a portion of their compensation to the plan. Employees are eligible to participate in the plan when they attain the age of 21 and have completed 180 days of service to the Association. Benefits generally occur at an employee's normal (age 65) or early retirement date (age 55), unless they postpone their actual retirement. Upon termination employees will only be entitled to receive the vested percentage of their account balance.

The Association's contribution for the year ended December 31, 2019 was \$45,534.

FLEMING COUNTY WATER ASSOCIATION, INC.
NOTES TO FINANCIAL STATEMENTS
December 31, 2019

NOTE H – PROPERTY, PLANT AND EQUIPMENT

The Association's major classes of utility capital assets and accumulated depreciation are shown below:

	Reporting Entity			Ending Balance
	Beginning Balance	Increases	Decreases	
Capital Assets Not Being Depreciated:				
Land	\$ 54,273	\$	\$	\$ 54,273
Total Capital Assets Not Being Depreciated	54,273			54,273
Capital Assets, Being Depreciated:				
Land Improvements	53,767			53,767
Buildings and Improvements	323,928	17,906		341,834
Machinery and Equipment	232,061			232,061
Vehicles	185,277	30,851	(22,871)	193,257
Tools, Shop & Garage Equipment	30,148			30,148
Communication Equipment	32,345	18,053		50,398
Office Furniture and Equipment	133,438	7,275		140,713
Water Lines	11,705,880	36,417		11,742,297
Tanks and Pumping Equipment	1,125,124	79,960		1,205,084
Total Capital Assets Being Depreciated	13,821,968	190,462	(22,871)	13,989,559
Less Accumulated Depreciation for:				
Land Improvements	(17,383)	(2,408)		(19,791)
Buildings and Improvements	(127,825)	(8,761)		(136,586)
Machinery and Equipment	(131,555)	(22,655)		(154,210)
Vehicles	(84,812)	(26,064)	22,871	(88,005)
Tools, Shop & Garage Equipment	(26,838)	(1,122)		(27,960)
Communication Equipment	(14,415)	(3,477)		(17,892)
Office Furniture and Equipment	(125,792)	(4,202)		(129,994)
Water Lines	(4,179,547)	(249,012)		(4,428,559)
Tanks and Pumping Equipment	(261,109)	(26,264)		(287,373)
Total Accumulated Depreciation	(4,969,276)	(343,965)	22,871	(5,290,370)
Total Capital Assets, Being Depreciated, Net	8,852,692	(153,503)		8,699,189
Business-Type Activities Capital Assets, Net	\$ 8,906,965	\$ (153,503)	\$ 0	\$ 8,753,462

FLEMING COUNTY WATER ASSOCIATION, INC.
NOTES TO FINANCIAL STATEMENTS
December 31, 2019

NOTE I – LONG-TERM DEBT

1. On October 13, 1994 the Association entered into a promissory note agreement with Rural Development in the amount of \$700,000 for the purpose of providing a water distribution system. Annual principal and interest payments at a rate of 4.5% are required on October 13. As of December 31, 2019, the principal was paid in full.
2. On August 18, 2004 the Association entered into a promissory note agreement with Rural Development in the amount of \$554,000 for the purpose of providing water lines. Annual principal and interest payments at a rate of 4.5% are required on August 18. As of December 31, 2019, the principal balance outstanding was \$402,816. Debt service requirements for the year ending December 31, 2019, and thereafter are as follows:

Year Ended December 31	Scheduled Principal	Scheduled Interest
2020	\$ 12,572	\$ 18,126
2021	13,137	17,561
2022	13,728	16,970
2023	14,346	16,352
2024	14,991	15,707
2025-2029	85,704	67,786
2030-2034	106,804	46,686
2035-2039	133,096	20,394
2,040	8,438	380
Totals	\$ 402,816	\$ 219,962

3. On May 28, 2009 the Association entered into a promissory note agreement with Rural Development in the amount of \$375,000 for the purpose of providing potable water to rural areas of Fleming County, Kentucky. Annual principal and interest payments at a rate of 3.265% are required on May 28 each year. As of December 31, 2019, the principal balance outstanding was \$331,901. Debt service requirements for the year ending December 31, 2019, and thereafter are as follows:

Year Ended December 31	Scheduled Principal	Scheduled Interest
2020	\$ 6,303	\$ 12,031
2021	6,531	11,803
2022	6,768	11,566
2023	7,013	11,321
2024	7,267	11,067
2025-2029	40,485	51,185
2030-2034	48,374	43,296
2035-2039	57,801	33,869
2040-2044	69,065	22,605
2045-2049	82,294	9,146
Totals	\$ 331,901	\$ 217,889

FLEMING COUNTY WATER ASSOCIATION, INC.
NOTES TO FINANCIAL STATEMENTS
December 31, 2019

NOTE I – LONG-TERM DEBT (CONTINUED)

4. On November 7, 2012, the Association entered in a promissory note agreement with Rural Development in the amount of \$957,000 for the purpose of providing a portion of the cost of acquiring and constructing a water facility. The principal and interest shall be paid over 40 years with an interest rate not to exceed 2.75% with an interest only payment due in 2016 and principal and interest payment beginning in 2017. As of December 31, 2019, the principal balance outstanding was \$911,976. Debt service requirements for the year ending December 31, 2019, and thereafter are as follows:

Year Ended December 31	Scheduled Principal	Scheduled Interest
2020	\$ 15,763	\$ 25,149
2021	16,265	24,647
2022	16,713	24,199
2023	17,172	23,740
2024	17,581	23,331
2025-2029	95,705	108,855
2030-2034	109,613	94,947
2035-2039	125,543	79,017
2040-2044	143,759	60,801
2045-2049	164,694	39,866
2050-2054	189,168	15,930
Totals	<u>\$ 911,976</u>	<u>\$ 520,482</u>

5. On March 10, 2015, the Association entered into an assistance agreement with Kentucky Rural Water Finance Corporation in the amount of \$790,000 for the purpose of refunding an outstanding Promissory Note, dated July 14, 1992 in the original authorized principal amount of \$504,000 and Promissory Note, dated April 23, 1997, in the original authorized principal amount of \$529,000. The notes are being refunded in order to affect substantial debt service savings. Principal and interest payments are made monthly with a variable interest rate of 3.0% to 4.25% to be paid in full by January 2037. As of December 31, 2019, the principal balance outstanding was \$658,850. Debt service requirements for the year ending December 31, 2019, and thereafter are as follows:

Year Ended December 31	Scheduled Principal	Scheduled Interest
2020	35,000	\$ 23,173
2021	35,000	22,123
2022	35,000	21,073
2023	40,000	19,948
2024	40,000	18,748
2025-2029	210,000	72,635
2030-2034	190,000	31,031
2035-2037	73,850	4,732
Totals	<u>\$ 658,850</u>	<u>\$ 213,463</u>

FLEMING COUNTY WATER ASSOCIATION, INC.
NOTES TO FINANCIAL STATEMENTS
December 31, 2019

NOTE J – LONG TERM DEBT IN THE AGGREGATE

Year Ended December 31	Scheduled Principal	Scheduled Interest
2020	\$ 69,638	\$ 78,479
2021	70,933	76,134
2022	72,209	73,808
2023	78,531	71,361
2024	79,839	68,853
2025-2029	431,894	300,461
2030-2034	454,791	215,960
2035-2039	390,290	138,012
2040-2044	221,262	83,786
2045-2049	246,988	49,012
2050-2054	189,168	15,930
Totals	<u>\$ 2,305,543</u>	<u>\$ 1,171,796</u>

NOTE K – CHANGES IN LONG-TERM DEBT

	Beginning Balance	Additions	Reductions	Ending Balance	Due Within One Year
Business-type Activities:					
Refunding Note	\$ 693,850	\$	\$ 35,000	\$ 658,850	\$ 35,000
Promissory Notes	2,114,760		468,067	1,646,693	34,638
Business-type Activities					
Long-term Liabilities	<u>\$ 2,808,610</u>	<u>\$ 0</u>	<u>\$ 503,067</u>	<u>\$ 2,305,543</u>	<u>\$ 69,638</u>

NOTE L – SUBSEQUENT EVENTS

Subsequent events have been evaluated through March 19, 2020, which is the date the financial statements were available to be issued.

NOTE M - RELATED PARTY TRANSACTIONS

Two board members are directors of the depository where the Association's cash and investments are held.

FLEMING COUNTY WATER ASSOCIATION, INC.
NOTES TO FINANCIAL STATEMENTS
December 31, 2019

NOTE N – LIQUIDITY OF FINANCIAL ASSETS

The Association's financial assets available within one year of the balance sheet date for general expenditures are as follows:

Cash – Unrestricted	\$406,375
Accounts Receivable	147,502
Unbilled Receivables	<u>75,821</u>
	<u>\$629,698</u>

NOTE O – COST ALLOCATION

The statement of functional expenses report certain categories of expenses that are partially attributable to Program Services (water sales and distribution) as well as the Management and General function. Therefore, these expenses require allocation on a reasonable basis that is consistently applied. The expenses that are allocated include compensation and benefits for management and some office personnel, which are allocated based on estimates of time expended for each function. Additionally, some office and general expenses and cell phone expenses are allocated based on management's estimates.

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

To the Board of Directors of
Fleming County Water Association, Inc.

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 Fleming County Water Association, Inc. (a nonprofit organization), which comprise the statement of financial position as of December 31, 2019, and the related statements of activities, functional expenses, and cash flows for the year then ended, and the related notes to the financial statements, and have issued our report thereon dated March 19, 2020.

Internal Control Over Financial Reporting

In planning and performing our audit of the financial statements, we considered Fleming County 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 Fleming County Water Association, Inc.'s internal control. Accordingly, we do not express an opinion on the effectiveness of Fleming County 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 internal control was for the limited purpose described in the first paragraph of this section and was not designed to identify all deficiencies in internal control that might be material weaknesses or significant deficiencies. Given these limitations, during our audit we did not identify any deficiencies in internal control that we consider to be material weaknesses. However, material weaknesses may exist that have not been identified.

Independent Auditor's Report on Internal Control over Financial Reporting and on Compliance and Other Matters Based on an Audit of Financial Statements Performed in Accordance With *Government Auditing Standards*

Compliance and Other Matters

As part of obtaining reasonable assurance about whether Fleming County 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*.

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.

Morgan and Associates, LLC

Morgan and Associates, LLC
West Liberty, Kentucky
March 19, 2020