SOUTH LOGAN WATER ASSOCIATION, INC.

FINANCIAL STATEMENTS

FOR THE YEARS ENDED DECEMBER 31, 2017 AND 2016

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INDEPENDENT AUDITORS' REPORT

Commissioners South Logan Water Association, Inc. Adairville, Kentucky

Report on the Financial Statements

We have audited the accompanying financial statements of South Logan Water Association, Inc. (a nonprofit organization), which comprise the statements of financial position as of December 31, 2017 and 2016, and the related statements of activities and cash flows for the years then ended, and the related notes to the financial statements.

Management's Responsibility for the Financial Statements

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

Auditors' Responsibility

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

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

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

Opinion

In our opinion, the financial statements referred to above present fairly, in all material respects, the financial position of South Logan Water Association, Inc. as of December 31, 2017 and 2016, and the changes in its net assets and its cash flows for the years then ended in accordance with accounting principles generally accepted in the United States of America.

Other Reporting Required by Government Auditing Standards

In accordance with *Government Auditing Standards*, we have also issued our report dated March 26, 2018, on our consideration of South Logan Water Association, Inc.'s internal control over financial reporting and on our tests of its compliance with certain provisions of laws, regulations, contracts, and grant agreements and other matters. The purpose of that report is 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 South Logan 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 South Logan Water Association, Inc.'s internal control over financial reporting and compliance.

Respectfully submitted,

Buckles, Travís & Hart, PLLC

Buckles, Travis & Hart, PLLC Certified Public Accountants Leitchfield, Kentucky March 26, 2018

SOUTH LOGAN WATER ASSOCIATION, INC. STATEMENTS OF FINANCIAL POSITION DECEMBER 31, 2017 AND 2016

	DECEMBER 31,			1.	
		2017	2016		
ASSETS					
CURRENT ASSETS					
Cash	\$	267,442	\$	242,139	
Restricted cash		501,388		492,708	
Accounts receivable (net of allowance of \$40,048 for					
2017 and \$45,290 for 2016)		136,523		130,625	
Inventory		68,364		73,512	
Prepaid expenses		4,870		4,123	
TOTAL CURRENT ASSETS		978,587		943,107	
UTILITY PLANT, net		4,838,595		4,957,679	
OTHER ASSETS		45		45	
TOTAL ASSETS	\$	5,817,227	\$	5,900,831	
LIABILITIES AND NET ASSETS					
CURRENT LIABILITIES					
Accounts payable	\$	44,643	\$	64,917	
Current portion of long-term debt		55,992		53,862	
Customer deposits		107,546		104,032	
Accrued liabilities		5,992		6,107	
Accrued interest		50,917		52,096	
Unearned revenue		2,799		933	
TOTAL CURRENT LIABILITIES		267,889		281,947	
LONG-TERM DEBT, net of current portion		2,447,191		2,505,066	
TOTAL LIABILITIES		2,715,080		2,787,013	
NET ASSETS					
Contributions in aid of construction		2,134,718		2,174,894	
Net assets		967,429		938,924	
TOTAL NET ASSETS		3,102,147		3,113,818	
TOTAL LIABILITIES AND NET ASSETS	\$	5,817,227	\$	5,900,831	

SOUTH LOGAN WATER ASSOCIATION, INC. STATEMENTS OF ACTIVITIES FOR THE YEARS ENDED DECEMBER 31, 2017 AND 2016

	DECEMBER 31,		
	2017	2016	
UNRESTRICTED REVENUES, GAINS AND OTHER SUPPORT			
Water service	\$1,180,242	\$1,181,461	
Late charges	18,478	17,250	
Other	12,899	18,805	
TOTAL UNRESTRICTED REVENUES, GAINS AND			
OTHER SUPPORT	1,211,619	1,217,516	
OPERATING EXPENSES			
Purchased water	553,081	607,321	
Payroll	182,724	190,095	
Payroll taxes	13,453	15,824	
Directors fees	3,561	2,600	
Retirement expense	0	550	
Transmission and distribution	51,077	86,565	
Repairs and maintenance	3,792	13,404	
Vehicle expense	15,853	14,305	
Contractual services	1,666	1,617	
Utilities and telephone	13,226	18,383	
Professional fees	8,170	10,998	
Insurance	27,751	28,051	
Taxes and licenses	1,090	1,207	
Office supplies	35,474	42,499	
Water tests	5,010	4,711	
Depreciation	164,624	159,708	
Bad debt	0	2,005	
Miscellaneous	6,805	7,589	
Advertising	401	1,323	
TOTAL OPERATING EXPENSES	1,087,758	1,208,755	
INCOME (LOSS) FROM OPERATIONS	123,861	8,761	
NON-OPERATING GAINS (LOSSES)			
Interest income	1,210	1,281	
Gain (loss) on sale of assets	(506)	0	
PSC taxes	(2,430)	(2,351)	
Interest expense	(93,630)	(95,818)	
Line relocation revenue	0	169,187	
Line relocation expense	0	(175,689)	
TOTAL NON-OPERATING GAINS (LOSSES)	(95,356)	(103,390)	
EXCESS OF REVENUES OVER EXPENSES AND INCREASE			
(DECREASE) IN UNRESTRICTED NET ASSETS	\$ 28,505	\$ (94,629)	

SOUTH LOGAN WATER ASSOCIATION, INC. STATEMENTS OF CHANGES IN NET ASSETS FOR THE YEARS ENDED DECEMBER 31, 2017 AND 2016

	NET ASSETS		1	TRIBUTIONS IN AID OF ISTRUCTION	 TOTAL
BALANCE, JANUARY 1, 2016	\$	1,033,553	\$	2,163,499	\$ 3,197,052
Net income (loss) Capital contributions-KIA and Rural		(94,629)		0	(94,629)
Development grants		0		58,696	58,696
Depreciation on assets acquired by grant		0		(66,301)	(66,301)
Capital contributions-Tap on fees		0		19,000	 19,000
BALANCE, DECEMBER 31, 2016		938,924		2,174,894	3,113,818
Net income		28,505		0	28,505
Capital contributions-Customer		0		2,714	2,714
Depreciation on assets acquired by grant		0		(61,090)	(61,090)
Capital contributions-Tap on fees		0		18,200	 18,200
BALANCE, DECEMBER 31, 2017	\$	967,429	\$	2,134,718	\$ 3,102,147

SOUTH LOGAN WATER ASSOCIATION, INC. STATEMENTS OF CASH FLOWS FOR THE YEARS ENDED DECEMBER 31, 2017 AND 2016

	DECEMBER 31,		
	2017	2016	
CASH FLOWS FROM OPERATING ACTIVITIES			
Operating income (loss)	\$ 28,505	5 \$ (94,629)	
Adjustments to reconcile net operating income (loss) to net cash provided (used) by			
operating activities:			
Depreciation expense	164,624	4 159,708	
(Gain) loss on sale of assets	506	5 0	
(Increase) decrease in restricted cash	(8,680)) 78,919	
Net (increase) decrease in accounts receivable	(5,898) (8,709)	
Net (increase) decrease in inventory	5,148	3 (18,589)	
Net (increase) decrease in prepaid expenses	(747)) 1,168	
Net increase (decrease) in accounts payable	(20,274) 13,805	
Net increase (decrease) in customer deposits	3,514	4 2,239	
Net increase (decrease) in accrued interest	(1,179)) (1,137)	
Net increase (decrease) in accrued liabilities	(115) (983)	
Net increase (decrease) in unearned revenue	1,860	5 933	
NET CASH PROVIDED (USED) BY OPERATING ACTIVITIES	167,270) 132,725	
CASH FLOWS FROM FINANCING ACTIVITIES			
Payments on long-term debt	(55,745) (53,599)	
Acquisition of utility plant	(107,135) (177,402)	
Proceeds from sale of assets	() 0	
Contributions in aid of construction from customers and grants	20,914	1 77,696	
Miscellaneous receipts (payments)	(1) 0	
NET CASH PROVIDED (USED) BY FINANCING ACTIVITIES	(141,967) (153,305)	
CASH FLOWS FROM INVESTING ACTIVITIES			
NET CASH PROVIDED (USED) BY INVESTING ACTIVITIES	() 0	
NET INCREASE (DECREASE) IN CASH	25,303	3 (20,580)	
BALANCES-BEGINNING OF YEAR	242,139	262,719	
BALANCES-END OF YEAR	\$ 267,442	2 \$ 242,139	
SUPPLEMENTAL DISCLOSURE			
Interest paid	\$ 94,809	9 \$ 96,955	

NOTE A – DESCRIPTION OF SIGNIFICANT ACCOUNTING POLICIES

1. Nature of Operations

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

2. Basis of Presentation

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

3. Use of Estimates

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

4. Accounts Receivable and Other Receivables

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

5. Inventory

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

6. Utility Plant

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

NOTE A – DESCRIPTION OF SIGNIFICANT ACCOUNTING POLICIES (CONCLUDED)

7. Contributions in Aid of Construction

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

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

8. Income Taxes

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

9. Concentrations of Credit Risk

At year-end, the carrying amount of the Association's cash and investments was \$768,830 and the bank balance was \$770,180. Of the total bank balance, \$250,000 was covered by federal depository insurance and the remaining balance of \$520,180 would require collateralization. As of December 31, 2017, \$525,955 was pledged with securities held by the pledging banks' trust department but not in the Association's name.

10. Cash and Cash Equivalents

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

11. Impairment of Long-Lived Assets

The Association reviews its property for impairment whenever events or changes in circumstances indicate that the carrying value of an asset may not be recoverable. For assets held and used, if the undiscounted cash flows estimated to be generated by those assets are less than the carrying amounts of the asset, an impairment loss has occurred. The amount of the impairment loss is equal to the excess of the asset's carrying value over its estimated fair value. No impairment loss has been recognized during the years ended December 31, 2017 and 2016.

NOTE B – RESTRICTED CASH

Restricted cash consists of the following at December 31, 2017 and 2016:

	2017	2016
System improvement project construction funds	\$ 160,145	\$ 159,905
Customer deposits	143,167	139,866
Debt service-Bonds	37,583	50,512
Cash reserves-Bonds	142,971	130,925
Short-lived assets	17,522	11,500
	\$ 501,388	\$ 492,708

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

NOTE C – UTILITY PLANT

A summary of utility plant activity at December 31, 2017 and 2016 is as follows:

	2017	2016
Land and land improvements	\$ 36,719	\$ 36,719
Pumping equipment	44,627	44,627
Distribution reservoirs and standpipes	630,077	630,077
Transmission and distribution mains	6,363,772	6,358,345
Services	42,701	42,701
Meters and installations	645,984	631,287
Hydrants	68,328	68,328
Communication equipment	19,341	19,341
Vehicles	180,695	180,695
Building and improvements	94,685	94,685
Office equipment	38,995	39,076
Construction in progress	0	0
	8,165,924	8,145,881
Less: Accumulated depreciation	(3,327,329)	(3,188,202)
Utility Plant, Net	\$4,838,595	\$4,957,679

NOTE D – CONTINGENCY

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

NOTE E – LONG-TERM DEBT

Current year long-term debt activity is as follows:

Description	0	nning ance	Incre	eases	De	creases	Ending Balance	V	Due Vithin 1e Year
Note payable – FmHA, payable in annual installments of principal and interest of \$24,655, interest at 5.00%, maturing May 2033, secured by assignment and pledge of revenue	\$ 2	246,598	\$	0	\$	12,325	\$ 234,273	\$	11,303
Note payable – FmHA, payable in annual installments of \$33,594, interest at 4.875%, maturing February 2038, secured by assignment and pledge of revenue	4	45,745		0		11,864	433,881		12,369
Note payable – Rural Development, payable in annual installments of principal and interest, interest at 4.125%, maturing September 2045, secured by substantially all assets and revenues of the Association	6	584,885		0		12,753	672,132		13,000
Note payable – Rural Development, payable in annual installments of \$51,300 principal and interest, interest at 2.75%, maturing September 2053, secured by assignment and pledge of revenue	1,1	81,700		0		18,803	1,162,897		19,320
		58,928	\$	0	\$	55,745	\$ 2,503,183	\$	55,992

Annual debt service requirements to maturity are as follows:

Year	Principal	Interest	Total
2018	\$ 55,992	\$ 94,340	\$ 150,332
2019	58,691	92,084	150,775
2020	60,964	89,754	150,718
2021	63,311	87,309	150,620
2022	65,737	84,764	150,501
2023-2027	371,095	381,760	752,855
2028-2032	443,706	299,778	743,484
2033-2037	425,037	205,051	630,088
2038-2042	366,857	126,758	493,615
2043-2047	311,733	64,681	376,414
2048-2052	230,315	26,185	256,500
2053	49,745	1,554	51,299
	\$ 2,503,183	\$ 1,554,018	\$ 4,057,201

NOTE F – RISK MANAGEMENT

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

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

NOTE G – WATER AGREEMENT

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

<u>NOTE H – FAIR VALUE OF FINANCIAL INSTRUMENTS</u>

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

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

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

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

NOTE I – RETIREMENT PLAN

The Association began a SIMPLE IRA retirement plan in 2007 that covers all employees who meet the eligibility requirements. The Association's contributions to the plan have been determined by the Board of Commissioners. Contributions to the plan were \$0 and \$550 for 2017 and 2016, respectively.

<u>NOTE J – SUBSEQUENT EVENTS</u>

South Logan Water Association, Inc.'s management has evaluated and considered the need to recognize or disclose subsequent events through March 26, 2018, which represents the date that these financial statements were available to be issued. Subsequent events past this date, as they pertain to the fiscal year ended December 31, 2017, have not been evaluated by management.

NOTE K – RELATED PARTY TRANSACTIONS

A portion of the Association's insurance is purchased through a local agency, the principal of which is a commissioner. The total payments to the agency or to represented companies were \$458 and \$1,127 for the years ended December 31, 2017 and 2016, respectively.

<u>NOTE L – LITIGATION</u>

A claim was assessed against the Association during 2014, for alleged home damages suffered due to high water pressure in the Association's water main lines. An Agreed Order of Dismissal was entered by Logan Circuit Court during the prior year.

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

Commissioners South Logan Water Association, Inc. Adairville, Kentucky

We have audited, in accordance with the auditing standards generally accepted in the United States of America and the standards applicable to financial audits contained in *Government Auditing Standards* issued by the Comptroller General of the United States, the financial statements of South Logan Water Association, Inc. (a nonprofit organization), which comprise the statement of financial position as of December 31, 2017, and the related statements of activities and cash flows for the year then ended, and the related notes to the financial statements, and have issued our report thereon dated March 26, 2018.

Internal Control Over Financial Reporting

In planning and performing our audit of the financial statements, we considered South Logan Water Association, Inc.'s internal control over financial reporting (internal control) to determine the audit procedures that are appropriate in the circumstances for the purpose of expressing our opinion on the financial statements, but not for the purpose of expressing an opinion on the effectiveness of South Logan Water Association, Inc.'s internal control. Accordingly, we do not express an opinion on the effectiveness of South Logan Water Association, Inc.'s internal control.

A *deficiency in internal control* exists when the design or operation of a control does not allow management or employees, in the normal course of performing their assigned functions, to prevent, or detect and correct, misstatements on a timely basis. A *material weakness* is a deficiency, or a combination of deficiencies, in internal control such that there is a reasonable possibility that a material misstatement of the entity's financial statements will not be prevented, or detected and corrected on a timely basis. A *significant deficiency* is a deficiency, or a combination of deficiencies, in internal control that is less severe than a material weakness, yet important enough to merit attention by those charged with governance.

Our consideration of the internal control was for the limited purpose described in the first paragraph of this section and was not designed to identify all deficiencies in internal control that might be material weaknesses or significant deficiencies and therefore, material weaknesses or significant deficiencies may exist that have not been identified. Given these limitations, during our audit we did not identify any deficiencies in internal control that we consider to be material weaknesses. We did identify certain deficiencies in internal control, described in the accompanying schedule of findings and responses as 2017-001 and 2017-002, that we consider to be significant deficiencies.

Compliance and Other Matters

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

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

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

Purpose of this Report

The purpose of this report is solely to describe the scope of our testing of internal control and compliance and the results of that testing, and not to provide an opinion on the effectiveness of the organization's internal control or on compliance. This report is an integral part of an audit performed in accordance with *Government Auditing Standards* in considering the organization's internal control and compliance. Accordingly, this communication is not suitable for any other purpose.

Respectfully submitted,

Buckles, Travís & Hart, PLLC

Buckles, Travis & Hart, PLLC Certified Public Accountants Leitchfield, Kentucky March 26, 2018

SOUTH LOGAN WATER ASSOCIATION, INC. SCHEDULE OF FINDINGS AND RESPONSES FOR THE YEAR ENDED DECEMBER 31, 2017

SIGNIFICANT DEFICIENCIES

Reference <u>Number</u>

Finding

2017-001 Condition: Accounting personnel responsible for the accounting and reporting function lacks the professional training and professional experience to apply generally accepted accounting principles in preparing the Association's financial statements.

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

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

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

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

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

2017-002 Condition: Due to the small staff size, the Association's bookkeeping lacks adequate segregation of duties. Two of its employees perform essentially all accounting functions, including maintenance of journals, ledgers, check preparation, and cash receipts and disbursements.

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

Effect: Significant controls over transaction processing were absent.

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

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

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