

West Memphis Utility Department

FINANCIAL REPORT

December 31, 2008

CONTENTS

	<u>Page</u>
Independent Auditors' Report	3
Financial Statements	
Statements of net assets	5
Statements of revenue, expenses and changes in net assets	6
Statements of cash flows	7
Notes to financial statements	9
Supplementary Information	
Property, plant and equipment	15
Utility sales and customer data	16

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INDEPENDENT AUDITORS' REPORT

To the West Memphis Utility Commission
West Memphis, Arkansas

We have audited the accompanying statements of net assets of the West Memphis Utility Department, of the City of West Memphis, Arkansas, as of December 31, 2008 and 2007 and the related statements of revenue, expenses and changes in net assets and cash flows for the years then ended. These financial statements are the responsibility of the West Memphis Utility Department management. 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. Those standards require that we plan and perform the audits to obtain reasonable assurance about whether the financial statements are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation. We believe that our audits provide a reasonable basis for our opinion.

As discussed in Note A, the financial statements present only the West Memphis Utility Department and are not intended to represent fairly the financial position of the City of West Memphis, Arkansas, and the results of its operations and the cash flows of its proprietary and nonexpendable trust funds, in conformity with accounting principles generally accepted in the United States of America. Also, as discussed in Note A to the financial statements, the Department's investments in property, plant and equipment and the related reserves cannot presently be determined due to the insufficient historical records. The Department's records do not permit the application of adequate alternative procedures to verify the cost of property, plant and equipment.

In our opinion, except for the effect of such adjustments, if any, with respect to the investment in property, plant and equipment, and related allowances, had the records been auditable, the financial statements referred to above present fairly, in all material respects, the financial position of the West Memphis Utility Department as of December 31, 2008 and 2007, and the results of its operations and cash flows for the years then ended in conformity with accounting principles generally accepted in the United States of America.

Our audits of the financial statements of the West Memphis Utility Department, an entity of the City of West Memphis (an Arkansas Municipal Corporation) for the years ended December 31, 2008 and 2007 were intended primarily for the purpose of formulating an opinion on the basic financial statements taken as a whole. The additional information presented on pages 15 and 16 is presented for the purposes of additional analysis and is not a required part of the basic financial statements. Such information has not been subjected to the auditing procedures applied in the examination of the basic financial statements and, accordingly, we express no opinion on it.

West Memphis, Arkansas
July 23, 2009

Jackson, Howell & Associates, PLLC

**West Memphis Utility Department
STATEMENTS OF NET ASSETS
December 31**

ASSETS

	<u>2008</u>	<u>2007</u>
CURRENT ASSETS		
Cash and cash equivalents	\$ 6,199,426	\$ 5,093,192
Investments	14,495,647	15,346,377
Accounts receivable, net	4,434,443	4,789,400
Inventories	1,579,974	1,772,844
Interest receivable	251,670	61,483
Intergovernmental receivables	<u>1,665,242</u>	<u>1,752,425</u>
TOTAL CURRENT ASSETS	28,626,402	28,815,721
RESTRICTED ASSETS		
Cash and cash equivalents	501,136	917,532
Investments	1,053,765	1,031,215
Interest receivable	<u>20,267</u>	<u>-</u>
TOTAL RESTRICTED ASSETS	1,575,168	1,948,747
NON-CURRENT ASSETS		
Capital assets		
Land and improvements	1,502,432	1,060,681
Buildings and equipment	8,182,717	7,686,361
Electric plant	43,727,164	42,501,491
Water plant	16,838,749	16,103,283
Sewer plant	<u>26,228,534</u>	<u>25,624,454</u>
	96,479,596	92,976,270
Less accumulated depreciation	<u>68,755,453</u>	<u>66,480,519</u>
Net capital assets	<u>27,724,143</u>	<u>26,495,751</u>
TOTAL NON-CURRENT ASSETS	<u>27,724,143</u>	<u>26,495,751</u>
	<u>\$57,925,713</u>	<u>\$57,260,219</u>

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

LIABILITIES AND NET ASSETS

	<u>2008</u>	<u>2007</u>
CURRENT LIABILITIES		
Accounts payable and accrued expenses	\$ 1,464,123	\$ 1,117,904
Intergovernmental payable	<u>33,327</u>	<u>113,726</u>
TOTAL CURRENT LIABILITIES	1,497,450	1,231,630
LIABILITIES, PAYABLE FROM RESTRICTED ASSETS		
Accounts payable	<u>136,848</u>	<u>-</u>
TOTAL LIABILITIES, PAYABLE FROM RESTRICTED ASSETS	136,848	-
NON-CURRENT LIABILITIES		
Customer deposits	<u>1,162,070</u>	<u>1,150,750</u>
TOTAL NON-CURRENT LIABILITIES	<u>1,162,070</u>	<u>1,150,750</u>
TOTAL LIABILITIES	2,796,368	2,382,380
NET ASSETS		
Invested in capital assets, net of related debt	27,724,143	26,495,751
Restricted for capital projects	501,136	917,532
Unrestricted	<u>26,904,066</u>	<u>27,464,556</u>
TOTAL NET ASSETS	<u>55,129,345</u>	<u>54,877,839</u>
	<u>\$57,925,713</u>	<u>\$57,260,219</u>

**West Memphis Utility Department
STATEMENTS OF REVENUE, EXPENSES
AND CHANGES IN NET ASSETS
For the Years Ended December 31**

	<u>2008</u>	<u>2007</u>
OPERATING REVENUE		
Charges for services		
Electric	\$26,817,352	\$27,906,125
Water	1,503,300	1,660,279
Sewer	1,473,707	1,592,046
Other	<u>222,296</u>	<u>203,118</u>
	30,016,655	31,361,568
OPERATING EXPENSES		
Purchase power for resale	15,571,839	16,162,066
Transmission charges	1,494,010	1,541,916
General and administrative	6,208,068	5,713,561
Maintenance, operations, and contracted services	3,517,633	3,313,293
Payment in lieu of taxes	1,469,229	1,559,504
Depreciation	<u>2,274,934</u>	<u>2,252,893</u>
	<u>30,535,713</u>	<u>30,543,233</u>
OPERATING INCOME (LOSS)	(519,058)	818,335
NON-OPERATING REVENUE		
Investment income	<u>770,564</u>	<u>939,629</u>
	<u>770,564</u>	<u>939,629</u>
NET INCOME	251,506	1,757,964
NET ASSETS AT BEGINNING OF YEAR	<u>54,877,839</u>	<u>53,119,875</u>
NET ASSETS AT END OF YEAR	<u>\$55,129,345</u>	<u>\$54,877,839</u>

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

**West Memphis Utility Department
STATEMENTS OF CASH FLOWS
For the Years Ended December 31**

	<u>2008</u>	<u>2007</u>
CASH FLOWS FROM OPERATING ACTIVITIES:		
Receipts from customers	\$30,382,933	\$31,651,216
Payments to suppliers for goods and services	(24,226,777)	(26,068,485)
Payments to employees	<u>(3,358,066)</u>	<u>(3,244,885)</u>
NET CASH PROVIDED BY OPERATING ACTIVITIES	2,798,090	2,337,846
 CASH FLOWS FROM NON-CAPITAL FINANCING ACTIVITIES:		
Transfers from other funds	<u>6,784</u>	<u>131,573</u>
NET CASH PROVIDED BY NON-CAPITAL FINANCING ACTIVITIES	6,784	131,573
 CASH FLOWS FROM CAPITAL AND RELATED FINANCING ACTIVITIES:		
Acquisition of capital assets	(3,503,326)	(2,466,411)
Capital contributions	<u>-</u>	<u>77,468</u>
NET CASH USED IN CAPITAL AND RELATED FINANCING ACTIVITIES	(3,503,326)	(2,388,943)
 CASH FLOWS FROM INVESTING ACTIVITIES:		
Investment income	560,110	1,541,238
Sales of investments	<u>828,180</u>	<u>1,099,278</u>
NET CASH PROVIDED BY INVESTING ACTIVITIES	<u>1,388,290</u>	<u>2,640,516</u>
 NET INCREASE IN CASH	689,838	2,720,992
 CASH AND CASH EQUIVALENTS AT BEGINNING OF YEAR	<u>6,010,724</u>	<u>3,289,732</u>
 CASH AND CASH EQUIVALENTS AT END OF YEAR	<u>\$ 6,700,562</u>	<u>\$ 6,010,724</u>

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

West Memphis Utility Department
STATEMENTS OF CASH FLOWS - CONTINUED
For the Years Ended December 31

	<u>2008</u>	<u>2007</u>
RECONCILIATION OF OPERATING INCOME TO NET CASH PROVIDED BY OPERATING ACTIVITIES:		
Operating income (loss)	\$ (519,058)	\$ 818,335
Adjustments to reconcile operating income to net cash provided by operating activities		
Depreciation	2,274,934	2,252,893
Changes in assets and liabilities		
(Increase) decrease in accounts receivable	354,956	245,700
(Increase) decrease in inventory	192,870	(350,092)
Increase (decrease) in accounts payable	483,067	(672,938)
Increase (decrease) in other liabilities	<u>11,321</u>	<u>43,948</u>
Total adjustments	<u>3,317,148</u>	<u>1,519,511</u>
 NET CASH PROVIDED BY OPERATING ACTIVITIES	 <u>\$ 2,798,090</u>	 <u>\$ 2,337,846</u>

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

West Memphis Utility Department
NOTES TO FINANCIAL STATEMENTS

NOTE A - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Nature of the Business

The West Memphis Utility Department (the "Department") of the City of West Memphis, Arkansas provides electric, water and sewer services for the City. The current West Memphis Utility Commission has the authority to recommend electric, water and sewer rates to the City Council which has final authority for approving utility rates. The Department purchases 41% of its energy from Constellation Energy. The balance is from generating and replacement power from Entergy.

Basis of Accounting

The Department follows the accrual basis of accounting. Interfund items and transactions between the electric, water and sewer funds have been eliminated.

Allowance for Doubtful Accounts

An allowance for uncollectible accounts is estimated and recorded based on the Department's historical bad debt experience and on management's judgment. The allowance for uncollectible accounts was \$225,000 on December 31, 2008 and December 31, 2007.

Inventory

Inventory consists of materials and supplies for the following:

Electric Department	\$ 649,464
Water Department	53,320
Sewer Department	5,511
Pretreatment Department	1,645
Gas and Oil	33,631
Independence - Coal Stockpile	289,974
Independence - Materials and supplies	108,419
White Bluff - Coal Stockpile	280,083
White Bluff - Materials and supplies	<u>157,927</u>
Total	<u>\$1,579,974</u>

Inventories are stated at the lower of cost or market. Cost is determined using the average cost method.

West Memphis Utility Department
NOTES TO FINANCIAL STATEMENTS - CONTINUED

NOTE A - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES - CONTINUED

Property, Plant and Equipment

Property, plant and equipment are stated at cost. Expenditures for maintenance and repairs are expensed when incurred. Additions, major improvements and replacements of units are capitalized and depreciated on a straight-line basis over the estimated useful lives of the various classes as follows:

	<u>Years</u>
Buildings	40
Furniture, fixtures and equipment	8 - 10
Plant in service	20 - 40
Investment in electric generating plant	27 - 28

Costs and related allowances for depreciation of assets sold or otherwise retired are eliminated from the asset and accumulated depreciation accounts where detail property records are available.

The Department's detailed property, plant and equipment records do not provide sufficient historical detail to determine the cost of individual assets. Due to this inadequacy, it is not always possible to determine the historical cost of property, plant and equipment to be retired. Therefore, certain assets have not been removed from the books when retired.

Short-term Investments

Short-term investments are stated at cost unless there is an indication of permanent impairment of value, in which case the adjustment to market value is included in results of operations. Interest income is accrued as earned.

Revenues

Revenues are included in income as services are delivered. The Utility Department reads customers meter that will normally span a month; i.e., January 15, 2009 would include services delivered but not billed of 15 days in December. Included in the accounts receivable at December 31, 2008 and 2007 was an estimate for these unbilled services totaling \$1,328,824 and \$1,367,560, respectively.

Statements of Cash Flows - Cash Equivalents

For purposes of the statements of cash flows, the Department considers all liquid debt instruments purchased with a maturity of three months or less to be cash equivalents.

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 certain reported amounts and disclosures. Accordingly, actual amounts could differ from these estimates.

West Memphis Utility Department
NOTES TO FINANCIAL STATEMENTS - CONTINUED

NOTE A - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES - CONTINUED

Compensated Absences

Employees of the Department are entitled to pay for compensated absences depending on job classification, length of service, and other factors. It is the Department's policy to recognize the cost of compensated absences when actually paid to the employees.

NOTE B - INVESTMENT IN GENERATING PLANTS

In 1980, the Department entered into an Ownership Agreement with Entergy whereby it purchased a 1% interest in two fossil fuel electric generating plants in Arkansas, one at White Bluff and one in Independence County. Both generating plants include two fully operational generating power units. The Department financed these purchases through the issuance of revenue bonds (See Note E).

As a party to the Ownership Agreement, the Department was required to pay its 1% share of the construction costs of the plants, as incurred by Entergy and as defined in the Agreement. After commercial operation of the plants began, the Department was also responsible for its 1% share of additions or replacements at each plant. The amounts recorded (including capitalized interest), of \$10,742,896 and \$10,233,982 for White Bluff and Independence, respectively, represent the Department's 1% share of plant construction cost.

The Department is also a party to an Operating Agreement with Entergy whereby it has agreed to pay 1% of the operating costs (mainly operations and maintenance expenses, not including fuel) of the plants. Furthermore, the Department also pays for 1% of the coal purchased by the plants and this amount is included in inventory on the accompanying balance sheets.

These agreements entitle the Department to 1% of the net generating capacity and energy of the plants, which is delivered to West Memphis in accordance with a transmission agreement.

NOTE C - CASH AND SHORT-TERM INVESTMENTS

The Treasurer of West Memphis Utility Commission is authorized by the State of Arkansas Statutes to invest excess cash balances in short-term investments. At December 31, 2008, cash and short-term investments are listed below:

	<u>Restricted</u>	<u>Unrestricted</u>
CASH	\$ 501,136	\$ 6,199,426
INVESTMENTS:		
U.S. Government agencies	-	282,364
Certificates of Deposit	<u>1,053,765</u>	<u>14,213,283</u>
	<u>1,053,765</u>	<u>14,495,647</u>
	<u>\$1,554,901</u>	<u>\$20,695,073</u>

West Memphis Utility Department
NOTES TO FINANCIAL STATEMENTS - CONTINUED

NOTE C - CASH AND SHORT-TERM INVESTMENTS - CONTINUED

Custodial credit risk is the risk that in the event of a bank failure, a government's deposits may not be returned to it. The Department's deposit policy for custodial credit risk requires compliance with the provisions of state law.

State law requires collateralization of all deposits with federal depository insurance; a surety bond; U.S. Treasury and U.S. agencies and instrumentalities bonds or other obligations; bonds of the State of Arkansas or by bonds of a political subdivision thereof which has never defaulted on any of its obligations.

At December 31, 2008, none of the Department's bank balances of \$22,297,764 were exposed to custodial credit risk.

NOTE D - RESTRICTED ASSETS

Restricted assets represent deposits received from customers and a reserve for utility depreciation.

NOTE E - RELATIONSHIPS WITH THE CITY

The Department is one of a number of departments and/or funds of the City of West Memphis established for a specific purpose. General services, such as personnel, data processing, financial administration and legal services are provided to the Department by the City. The costs associated with providing these services are charged to the Department by the City. The City also charges the Department an amount in lieu of franchise taxes.

The Department, as a convenience to customers, includes the fees for city-provided garbage collection in its monthly customer billings. These fees are remitted to the Sanitation Department monthly and are not reflected in the accompanying financial statements.

NOTE F - CONTINGENCY

The City of West Memphis is involved in a number of lawsuits arising in the ordinary course of business. None of the lawsuits are directly related to the West Memphis Utility Department.

NOTE G - PENSION PLAN

On January 1, 1977, the City established a defined contribution pension plan for all non-uniformed employees. The City contributes 6% of each participant's annual salary, and employees can also contribute an amount between 2% and 10% of their salaries. Participants vest in employer's contribution at a rate of 20% per year. Eligibility commences one year from date of employment.

Employees have the option to invest the funds in their account. Employees are entitled only to the funds deposited by them and on their behalf; therefore, there is no unfunded liability.

West Memphis Utility Department
NOTES TO FINANCIAL STATEMENTS - CONTINUED

NOTE G - PENSION PLAN - CONTINUED

The amount contributed to the pension plan and expensed by the Department was \$189,920 and \$169,849 for the years ended December 31, 2008 and 2007, respectively.

SUPPLEMENTARY INFORMATION

**West Memphis Utility Department
PROPERTY, PLANT AND EQUIPMENT
December 31, 2008**

	COST			
	Balance January 1, 2008	Additions and Transfers	Disposals and Transfers	Balance December 31, 2008
UTILITY, PLANT IN SERVICE				
Electric	\$21,950,619	\$ 799,666	\$ -	\$22,750,285
Generating plants				
White Bluff	10,628,782	114,114	-	10,742,896
Independence	<u>9,922,090</u>	<u>311,893</u>	-	<u>10,233,983</u>
	42,501,491	1,225,673	-	43,727,164
Water	16,103,283	735,466	-	16,838,749
Sewer	<u>25,624,454</u>	<u>604,080</u>	-	<u>26,228,534</u>
	84,229,228	2,565,219	-	86,794,447
OTHER PROPERTY, PLANT AND EQUIPMENT				
Land	317,379	100,962	-	418,341
Buildings	669,458	-	-	669,458
Building improvements	743,302	340,789	-	1,084,091
Furniture and fixtures	330,708	24,336	-	355,044
Transportation equipment	3,641,285	371,633	-	4,012,918
Miscellaneous equipment	<u>3,044,910</u>	<u>100,387</u>	-	<u>3,145,297</u>
	8,747,042	938,107	-	9,685,149
CONTRIBUTION IN AID OF CONSTRUCTION				
	-	-	-	-
	<u>\$92,976,270</u>	<u>\$3,503,326</u>	<u>\$ -</u>	<u>\$96,479,596</u>

ACCUMULATED DEPRECIATION

Balance January 1, 2008	Current Provision	Other Additions	Balance December 31, 2008
\$11,433,190	\$ 454,770	\$ -	\$11,887,960
9,236,691	370,077	-	9,606,768
<u>7,877,926</u>	<u>359,574</u>	-	<u>8,237,500</u>
28,547,807	1,184,421	-	29,732,228
9,275,965	263,445	-	9,539,410
<u>17,474,311</u>	<u>443,672</u>	-	<u>17,917,983</u>
55,298,083	1,891,538	-	57,189,621
-	-	-	-
285,984	13,188	-	299,172
507,880	23,552	-	531,432
207,599	20,382	-	227,981
2,919,773	178,601	-	3,098,374
<u>2,294,114</u>	<u>147,673</u>	-	<u>2,441,787</u>
6,215,350	383,396	-	6,598,746
<u>4,967,086</u>	-	-	<u>4,967,086</u>
<u>\$66,480,519</u>	<u>\$2,274,934</u>	<u>\$ -</u>	<u>\$68,755,453</u>

**West Memphis Utility Department
UTILITY SALES AND CUSTOMER DATA
For the Years Ended December 31**

	Electric Sales (KWH)		Number of Metered	
	<u>In Thousands</u>		<u>Customers</u>	
	<u>2008</u>	<u>2007</u>	<u>2008</u>	<u>2007</u>
Residential	153,820	158,669	10,677	10,673
Commercial & industrial	211,557	221,953	1,536	1,555
Public authority	<u>13,689</u>	<u>14,241</u>	<u>124</u>	<u>121</u>
	<u>379,066</u>	<u>394,863</u>	<u>12,337</u>	<u>12,349</u>

	Water Sale		Number of Metered	
	<u>(Thousand of Gallons)</u>		<u>Customers</u>	
	<u>2008</u>	<u>2007</u>	<u>2008</u>	<u>2007</u>
Residential	774,520	891,372	8,728	8,738
Commercial & industrial	689,814	773,751	1,060	1,052
Public authority	<u>14,066</u>	<u>18,178</u>	<u>32</u>	<u>34</u>
	<u>1,478,400</u>	<u>1,683,301</u>	<u>9,820</u>	<u>9,824</u>