Management Report

for

City of Plymouth, Minnesota

December 31, 2014



PRINCIPALS



Thomas M. Montague, CPA
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To the City Council and Management City of Plymouth, Minnesota

We have prepared this management report in conjunction with our audit of the City of Plymouth, Minnesota's (the City) financial statements for the year ended December 31, 2014. The purpose of this report is to provide comments resulting from our audit process and to communicate information relevant to city finances in Minnesota. We have organized this report into the following sections:

- Audit Summary
- Governmental Funds Overview
- Enterprise Funds Overview
- Government-Wide Financial Statements
- Legislative Updates
- Accounting and Auditing Updates

We would be pleased to further discuss any of the information contained in this report or any other concerns that you would like us to address. We would also like to express our thanks for the courtesy and assistance extended to us during the course of our audit.

The purpose of this report is solely to provide those charged with governance of the City, management, and those who have responsibility for oversight of the financial reporting process comments resulting from our audit process and information relevant to city finances in Minnesota. Accordingly, this report is not suitable for any other purpose.

Malloy, Montague, Karnowski, Radosewich & Co., P. A.

Minneapolis, Minnesota

June 5, 2015



AUDIT SUMMARY

The following is a summary of our audit work, key conclusions, and other information that we consider important or that is required to be communicated to the City Council, administration, or those charged with governance of the City.

OUR RESPONSIBILITY UNDER AUDITING STANDARDS GENERALLY ACCEPTED IN THE UNITED STATES OF AMERICA, *GOVERNMENT AUDITING STANDARDS*, AND THE U.S. OFFICE OF MANAGEMENT AND BUDGET (OMB) CIRCULAR A-133

We have audited the financial statements of the governmental activities, the business-type activities, the discretely presented component unit, each major fund, and the aggregate remaining fund information of the City as of and for the year ended December 31, 2014, and the related notes to the financial statements. Professional standards require that we provide you with information about our responsibilities under auditing standards generally accepted in the United States of America, *Government Auditing Standards*, and OMB Circular A-133, as well as certain information related to the planned scope and timing of our audit. We have communicated such information to you verbally and in our audit engagement letter. Professional standards also require that we communicate the following information related to our audit.

PLANNED SCOPE AND TIMING OF THE AUDIT

We performed the audit according to the planned scope and timing previously discussed and coordinated in order to obtain sufficient audit evidence and complete an effective audit.

AUDIT OPINION AND FINDINGS

Based on our audit of the City's financial statements for the year ended December 31, 2014:

- We have issued an unmodified opinion on the City's basic financial statements.
- We reported no deficiencies in the City's internal control over financial reporting that we considered to be material weaknesses.
- The results of our testing disclosed no instances of noncompliance required to be reported under *Government Auditing Standards*.
- We reported that the Schedule of Expenditures of Federal Awards is fairly stated, in all material respects, in relation to the basic financial statements.
- The results of our tests indicate that the City has complied, in all material respects, with the types
 of compliance requirements that could have a direct and material effect on each of its major
 federal programs.
- We reported no deficiencies in the City's internal controls over compliance with the types of
 compliance requirements that could have a direct and material effect on each of its major federal
 programs.
- We reported no findings based on our testing of the City's compliance with Minnesota laws and regulations.

SIGNIFICANT ACCOUNTING POLICIES

Management is responsible for the selection and use of appropriate accounting policies. The significant accounting policies used by the City are described in Note 1 of the notes to basic financial statements. No new accounting policies were adopted and the application of existing policies was not changed during the fiscal year ended December 31, 2014.

We noted no transactions entered into by the City during the year for which there is a lack of authoritative guidance or consensus. All significant transactions have been recognized in the financial statements in the proper period.

ACCOUNTING ESTIMATES AND MANAGEMENT JUDGMENTS

Accounting estimates are an integral part of the financial statements prepared by management and are based on management's knowledge and experience about past and current events and assumptions about future events. Certain accounting estimates are particularly sensitive because of their significance to the financial statements and because of the possibility that future events affecting them may differ significantly from those expected. The most sensitive estimates affecting the financial statements were:

- **Depreciation** Management's estimates of depreciation expense are based on the estimated useful lives of the assets.
- Net Other Post-Employment Benefit (OPEB) Liabilities Actuarial estimates of the net OPEB obligation is based on eligible participants, estimated future health insurance premiums, and estimated retirement dates.
- **Compensated Absences** Management's estimate is based on current rates of pay and sick leave balances.
- **Self-Insurance Reserves** Management's estimates of self-insurance reserves are based on the estimated liability for incurred but not reported claims.

We evaluated the key factors and assumptions used by management to develop these estimates in determining that they are reasonable in relation to the basic financial statements taken as a whole.

The financial statement disclosures are neutral, consistent, and clear.

CORRECTED AND UNCORRECTED MISSTATEMENTS

Professional standards require us to accumulate all known and likely misstatements identified during the audit, other than those that are trivial, and communicate them to the appropriate level of management. Where applicable, management has corrected all such misstatements. In addition, none of the misstatements detected as a result of audit procedures and corrected by management, when applicable, were material, either individually or in the aggregate, to each opinion unit's financial statements taken as a whole.

DIFFICULTIES ENCOUNTERED IN PERFORMING THE AUDIT

We encountered no significant difficulties in dealing with management in performing and completing our audit.

DISAGREEMENTS WITH MANAGEMENT

For purposes of this report, professional standards define a disagreement with management as a financial accounting, reporting, or auditing matter, whether or not resolved to our satisfaction, that could be significant to the financial statements or the auditor's report. We are pleased to report that no such disagreements arose during the course of our audit.

MANAGEMENT REPRESENTATIONS

We have requested certain representations from management that are included in the management representation letter dated June 5, 2015.

MANAGEMENT CONSULTATIONS WITH OTHER INDEPENDENT ACCOUNTANTS

In some cases, management may decide to consult with other accountants about auditing and accounting matters, similar to obtaining a "second opinion" on certain situations. If a consultation involves application of an accounting principle to the City's financial statements or a determination of the type of auditor's opinion that may be expressed on those statements, our professional standards require the consulting accountant to check with us to determine that the consultant has all the relevant facts. To our knowledge, there were no such consultations with other accountants.

OTHER AUDIT FINDINGS OR ISSUES

We generally discuss a variety of matters, including the application of accounting principles and auditing standards, with management each year prior to retention as the City's auditors. However, these discussions occurred in the normal course of our professional relationship and our responses were not a condition to our retention.

OTHER MATTERS

We applied certain limited procedures to Management's Discussion and Analysis and the Schedules of Funding Progress for the Plymouth Firefighters' Relief Association Pension Plan and Other Postemployment Benefits Plan, which are required supplementary information (RSI) that supplements the basic financial statements. Our procedures consisted of inquiries of management regarding the methods of preparing the information and comparing the information for consistency with management's responses to our inquiries, the basic financial statements, and other knowledge we obtained during our audit of the basic financial statements. We did not audit the RSI and do not express an opinion or provide any assurance on the RSI.

We were engaged to report on the supplementary information accompanying the financial statements and the separately issued Schedule of Expenditures of Federal Awards which are not RSI. With respect to this information, we made certain inquiries of management and evaluated the form, content, and methods of preparing the information to determine that the information complies with accounting principles generally accepted in the United States of America, the method of preparing it has not changed from the prior period, and the information is appropriate and complete in relation to our audit of the financial statements. We compared and reconciled the supplementary information and Schedule of Expenditures of Federal Awards to the underlying accounting records used to prepare the financial statements or to the financial statements themselves.

We were not engaged to report on the introductory and statistical sections which accompany the financial statements but are not RSI. We did not audit or perform other procedures on this other information and we do not express an opinion or provide any assurance on them.

GOVERNMENTAL FUNDS OVERVIEW

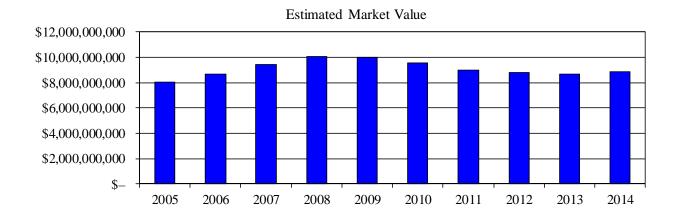
This section of the report provides you with an overview of the financial trends and activities of the City's governmental funds, which includes the General, special revenue, debt service, and capital project funds. These funds are used to account for the basic services the City provides to all of its citizens, which are financed primarily with property taxes. The governmental fund information in the City's financial statements focuses on budgetary compliance, and the sufficiency of each governmental fund's current assets to finance its current liabilities.

PROPERTY TAXES

Minnesota cities rely heavily on local property tax levies to support their governmental fund activities. For the 2013 fiscal year, local property tax levies provided 41.1 percent of the total governmental fund revenues for cities over 2,500 in population, and 35.5 percent for cities under 2,500 in population. Property tax levies certified by Minnesota cities for 2014 increased about 1.6 percent over 2013, compared to an increase of 2.3 percent the prior year. This moderate increase was due in part to a one-year levy limit for 2014 imposed on cities over 2,500 in population.

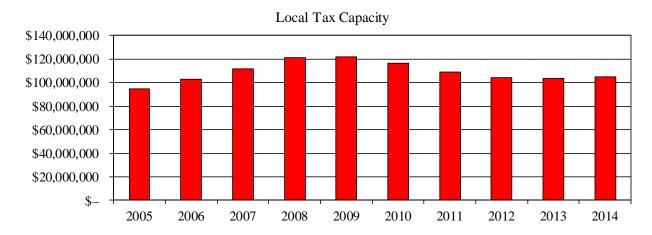
The total market value of Minnesota cities increased about 1.1 percent for the 2014 levy year, ending a four-year trend of declining market values that began in 2010 and peaked with a state-wide decline of about 8.8 percent for levy year 2012. Market values showed modest increases in all property categories for 2014, with the largest gains in agricultural and non-homestead residential properties. Because the assessed valuation used for levying property taxes is based on values from the previous fiscal year (e.g. the market value for taxes payable in 2014 is based on estimated values as of January 1, 2013), market value improvement has lagged behind recent upturns in the housing market and the economy in general.

The City's taxable market value decreased 1.1 percent for taxes payable in 2013 and increased 1.9 percent for taxes payable in 2014. The following graph shows the City's changes in taxable market value over the past 10 years:



Tax capacity is considered the actual base available for taxation. It is calculated by applying the state's property classification system to each property's market value. Each property classification, such as commercial or residential, has a different calculation and uses different rates. Consequently, a city's total tax capacity will change at a different rate than its total market value, as tax capacity is affected by the proportion of the City's tax base that is in each property classification from year-to-year, as well as legislative changes to tax rates. The City's tax capacity decreased 0.4 percent for taxes payable in 2013 and increased 1.6 percent for taxes payable in 2014.

The following graph shows the City's change in tax capacities over the past 10 years:



The following table presents the average tax rates applied to city residents for each of the last two levy years, along with comparative state-wide and metro area rates.

		All Cities State-Wide		County Area	City Plym	
	2013	2014	2013	2014	2013	2014
Average tax rate						
City	48.8	48.8	46.1	46.0	29.2	29.6
County	48.5	47.6	47.1	46.6	49.5	49.9
School	28.5	28.9	30.3	30.9	27.1	27.5
Special taxing	7.2	7.3	9.4	9.5	11.5	11.9

As the table displays, the City's average tax rate is significantly lower than state-wide averages. The City's lower than average tax rate has resulted in a total tax rate that is below both averages presented in the table above.

GOVERNMENTAL FUND BALANCES

The following table summarizes the changes in the fund balances of the City's governmental funds during the years ended December 31, 2014 and 2013, presented both by fund balance classification and by fund:

Governmental Funds Change in Fund Balance									
	Fund B as of Dece 2014		Increase (Decrease)						
Fund balances of governmental funds									
Total by classification									
Nonspendable	\$ 534,329	\$ 88,547	\$ 445,782						
Restricted	16,233,238	20,226,915	(3,993,677)						
Assigned	49,589,834	44,478,921	5,110,913						
Unassigned	11,697,439	12,233,785	(536,346)						
Total governmental funds	\$ 78,054,840	\$ 77,028,168	\$ 1,026,672						
Total by fund									
General	\$ 13,403,296	\$ 12,788,508	\$ 614,788						
Transit System	5,073,561	3,933,642	1,139,919						
General Capital Projects	7,865,655	6,121,001	1,744,654						
Improvement Projects	9,710,555	7,849,761	1,860,794						
Infrastructure Replacement	16,981,867	14,249,070	2,732,797						
Minnesota State Aid	(542,556)	1,813,883	(2,356,439)						
Park Replacement	4,091,511	4,278,232	(186,721)						
Nonmajor funds	21,470,951	25,994,071	(4,523,120)						
Total governmental funds	\$ 78,054,840	\$ 77,028,168	\$ 1,026,672						

In total, the fund balances of the City's governmental funds increased \$1,026,672 during the year ended December 31, 2014.

The City's current year use of funds restricted for highway/street improvements and park construction contributed to the decrease restricted fund balance. At year-end the City had an increase in amounts assigned for infrastructure improvements and other capital projects and improvements, contributing to the increase in this fund balance component.

GOVERNMENTAL FUNDS REVENUE AND EXPENDITURES

The following table presents the per capita revenue of the City's governmental funds for the past three years, along with state-wide averages.

We have included the most recent comparative state-wide averages available from the Office of the State Auditor to provide a benchmark for interpreting the City's data. The amounts received from the typical major sources of governmental fund revenue will naturally vary between cities based on factors such as the City's stage of development, location, size and density of its population, property values, services it provides, and other attributes. It will also differ from year-to-year due to the effect of inflation and changes in the City's operation. Also, certain data on these tables may be classified differently than how they appear on the City's financial statements in order to be more comparable to the state-wide information, particularly in separating capital expenditures from current expenditures.

We have designed this section of our management report using per capita data in order to better identify unique or unusual trends and activities of your city. We intend for this type of comparative and trend information to complement, rather than duplicate, information in the Management's Discussion and Analysis. An inherent difficulty in presenting per capita information is the accuracy of the population count, which for most years is based on estimates.

				e venue per by Populat	_					
		State	-Wide			C	ity of	Plymou	ıth	
Year		Decembe	er 31, 20	13	2	012	2	013	2	014
Population	10,000	0-20,000	20,000	-100,000	7 1	,644	72	2,969	73	3,518
Property taxes	\$	388	\$	423	\$	395	\$	393	\$	392
Tax increments		42		40		15		15		16
Franchise fees and other taxes		39		34		_		_		_
Special assessments		58		72		1		1		1
Licenses and permits		26		38		55		58		69
Intergovernmental revenues		268		148		69		78		179
Charges for services		84		91		59		61		77
Other		33		30		39		27		64
Total revenue	\$	938	\$	876	\$	633	\$	633	\$	798

The City's governmental funds have typically generated less revenue per capita in total than other Minnesota cities in its population class. A city's stage of development, along with the way a city finances various capital projects, will impact the mix of revenue sources.

Total revenues for the City's governmental funds for 2014 were \$58,762,014, an increase of \$12,584,601 (27.3 percent) from the prior year. On a per capita basis, the City's governmental funds revenue for 2014 was \$798, an increase of \$165. The most significant change was in intergovernmental revenues, which were \$101 per capita more than the prior year. This increase was due to the City receiving more Minnesota State Aid construction funds in the current year on qualifying construction projects. The other significant change occurred in other revenues, which were \$37 per capita more than the prior year. This increase was caused by the unrealized gain on recording investments to market at year-end in accordance with Governmental Accounting Standards Board standards.

The expenditures of governmental funds will also vary from state-wide averages and from year-to-year, based on the City's circumstances. Expenditures are classified into three types as follows:

- **Current** These are typically the general operating type expenditures occurring on an annual basis, and are primarily funded by general sources such as taxes and intergovernmental revenues.
- Capital Outlay and Construction These expenditures do not occur on a consistent basis, more typically fluctuating significantly from year-to-year. Many of these expenditures are project-oriented, and are often funded by specific sources that have benefited from the expenditure, such as special assessment improvement projects.
- **Debt Service** Although the expenditures for debt service may be relatively consistent over the term of the respective debt, the funding source is the important factor. Some debt may be repaid through specific sources such as special assessments or redevelopment funding, while other debt may be repaid with general property taxes.

The City's expenditures per capita of its governmental funds for the past three years, together with state-wide averages, are presented in the following table:

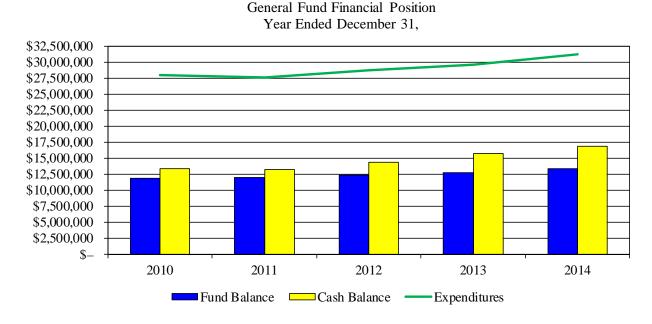
	Wit	th State-Wie	de Avera	ges by Pop	ulation	Class					
		State	-Wide			(City of 1	Plymout	th		
Year		13	2	012	2013		2014				
Population	10,00	00–20,000	20,000	-100,000	71	,644	72	,969	73	73,518	
Current											
General government	\$	100	\$	83	\$	65	\$	63	\$	61	
Public safety		235		239		198		206		216	
Streets and highways		121		91		68		71		73	
Culture and recreation		99		85		95		93		99	
All other		73		91		60		62		64	
		628		589		486		495		513	
Capital outlay and construction		288		219		115		107		322	
Debt service											
Principal		133		102		27		18		18	
Interest and fiscal		43		39	•	9		10		9	
		176		141		36		28		27	
Total expenditures	\$	1.092	\$	949	\$	637	\$	630	\$	862	

The City's governmental funds current per capita expenditures are lower than state-wide averages for cities in the same population class. The City's per capita expenditures for debt service are also much lower than state-wide averages.

Total expenditures for the City's governmental funds for 2014, were \$63,492,555, an increase of \$17,523,506 (38.1 percent) from the prior year. The City's per capita governmental funds expenditures for 2014 were \$862, an increase of \$232 per capita from the prior year. Capital outlay and construction costs increased \$215 per capita, with a significant increase in park improvement and street capital projects throughout the year with many projects still in progress at year-end.

GENERAL FUND

The City's General Fund accounts for the financial activity of the basic services provided to the community. The primary services included within this fund are the administration of the municipal operation, police and fire protection, building inspection, streets and highway maintenance, and parks and recreation. The graph below illustrates the change in the General Fund financial position over the last five years. We have also included a line representing annual expenditures to reflect the change in the size of the General Fund operation over the same period.



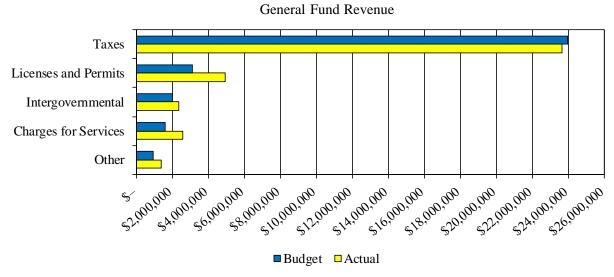
The City's General Fund cash and investments balance at December 31, 2014 was \$16,905,413, an increase of \$1,201,310. Total fund balance at December 31, 2014 was \$13,403,296, which is an increase of \$614,788 from the prior year, after a year-end transfer of \$3,372,397 to the General Capital Projects Fund, in accordance with the fund balance policy of the City for the General Fund.

As the graph illustrates, the City has generally been able to maintain healthy cash and fund balance levels as the volume of financial activity has grown. This is an important factor because a government, like any organization, requires a certain amount of equity to operate. A healthy financial position allows the City to avoid volatility in tax rates; helps minimize the impact of state funding changes; allows for the adequate and consistent funding of services, repairs, and unexpected costs; and is a factor in determining the City's bond rating and resulting interest costs. Maintaining an adequate fund balance has become increasingly important given the fluctuations in state funding for cities in recent years.

A trend that is typical to Minnesota local governments, especially the General Fund of cities, is the unusual cash flow experienced throughout the year. The City's General Fund cash disbursements are made fairly consistently during the year other than the impact of seasonal services such as snowplowing, street maintenance, and park activities. Cash receipts of the General Fund are quite a different story. Taxes comprise about 68 percent of the fund's total annual revenue. Approximately half of these revenues are received by the City in July and the rest in December. Consequently, the City needs to have adequate cash reserves to finance its everyday operations between these payments.

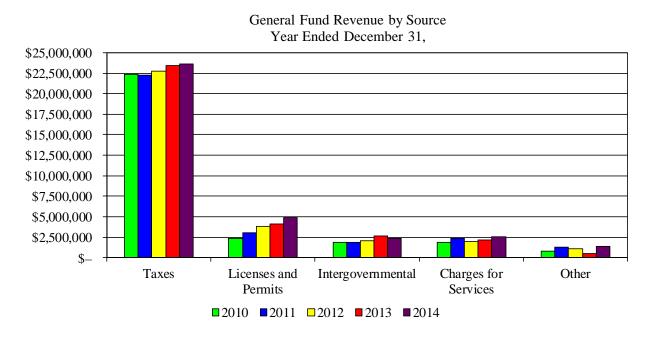
In accordance with the City's fund balance policy, the General Fund balance at the end of the 2014 fiscal year represents 40 percent of subsequent year's budgeted expenditures and transfers out.

The following graph illustrates the City's General Fund revenue sources for 2014 compared to budget:



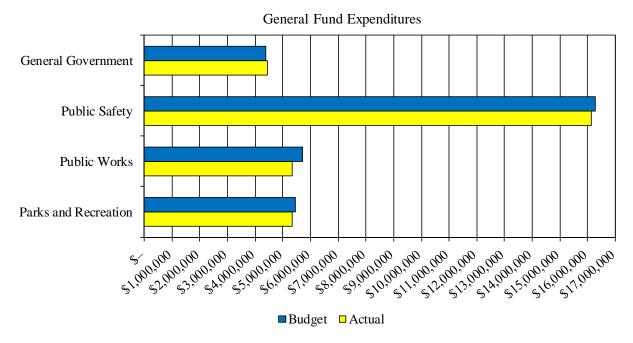
Total General Fund revenues for 2014 were \$34,905,630, which were \$3,237,650 (10.2 percent) more than budgeted. Licenses and permits revenue and charges for services were over budget \$1,818,648 and \$953,437, respectively, mainly due to elevated development activity and conservative budgeting for customer activity in 2014.

The following graph presents the City's General Fund revenue by source for the last five years. The graph reflects the City's reliance on property taxes in recent years.



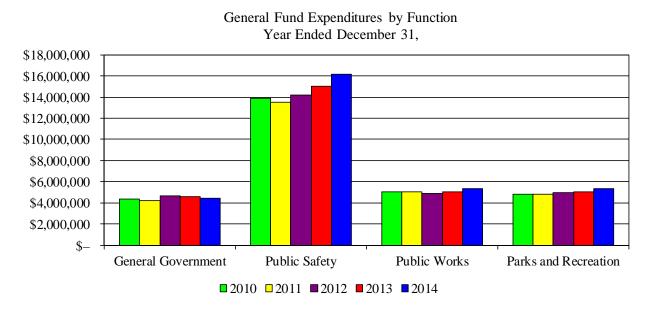
Total General Fund revenue for 2014 was \$1,915,326 (5.8 percent) higher than last year. Licenses and permits revenue increased by \$809,053 due to the elevated development activity as discussed above. Charges for services increased by \$400,920 due to administrative fee charges for the significant increase in projects over the prior year. Other revenues increased \$846,771 primarily due to the increase for the market value adjustment on investments as previously discussed.

The following graph illustrates the components of General Fund spending for 2014 compared to budget:



Total General Fund expenditures for 2014 were \$31,252,734, which was \$584,036 (1.8 percent) under the final budget. The largest variance was in public works, which experienced savings of \$387,291 due in part to contractual services savings due to project timing. Overall savings in personal services costs due to attrition and cost restraints shared by all departments contributed to the favorable expenditure variance in the General Fund.

The following graph presents the City's General Fund expenditures by function for the last five years:



Total General Fund expenditures for 2014 increased \$1,592,649 (5.4 percent) over the prior year. Public safety and parks and recreation expenditures increased by \$1,121,007 and \$309,809, respectively, over the prior year, mainly due to an increase in police department personal services and contractual services in the parks and recreation department.

ENTERPRISE FUNDS OVERVIEW

The City maintains several enterprise funds to account for services the City provides that are financed primarily through fees charged to those utilizing the service. This section of the report provides you with an overview of the financial trends and activities of the City's enterprise funds, which includes the Water Sewer Utility, Ice Center, Water Resources, Solid Waste Management, and Field House funds.

The utility funds comprise a considerable portion of the City's activities. These funds significantly help to defray overhead and administrative costs and provide additional support to general government operations by way of annual transfers. We understand that the City is proactive in reviewing these activities on an ongoing basis and we want to reiterate the importance of continually monitoring these operations. Over the years, we have emphasized to our city clients the importance of these utility operations being self-sustaining, preventing additional burdens on general government funds. This would include the accumulation of net position for future capital improvements and to provide a cushion in the event of a negative trend in operations.

ENTERPRISE FUNDS FINANCIAL POSITION

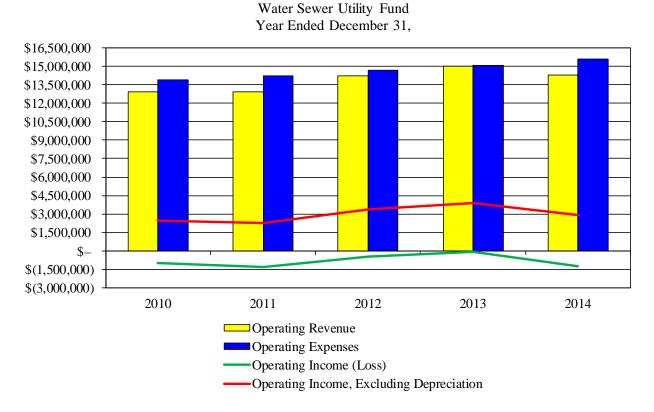
The following table summarizes the changes in the financial position of the City's enterprise funds during the years ended December 31, 2014 and 2013, presented both by classification and by fund:

Enterprise 1	Funds Cl	nange in Financ	cial P	osition	
	_	Net Pe as of Dec 2014			 Increase (Decrease)
Net position of enterprise funds					
Total by classification					
Net investment in capital assets	\$	108,738,537	\$	106,156,499	\$ 2,582,038
Restricted		27,742,879		26,905,624	837,255
Unrestricted		8,400,009		9,546,344	 (1,146,335)
Total enterprise funds	\$	144,881,425	\$	142,608,467	\$ 2,272,958
Total by fund					
Water Sewer Utility	\$	117,023,591	\$	116,101,659	\$ 921,932
Ice Center		9,313,262		9,506,349	(193,087)
Nonmajor funds					, , ,
Water Resources		14,020,313		12,401,958	1,618,355
Solid Waste Management		2,247,743		2,416,044	(168,301)
Field House		2,276,516		2,182,457	94,059
Total enterprise funds	\$	144,881,425	\$	142,608,467	\$ 2,272,958

In total, the net position of the City's enterprise funds increased by \$2,272,958 during the year ended December 31, 2014. The City's net investment in capital assets increased by \$2,582,038 due to city investment and capital contributions from developers in the Water Sewer Utility and Water Resources funds. The restricted portion of net position increased \$837,255 for utility trunk. The decrease in unrestricted net position reflects the use of equity to invest in capital asset infrastructure of the City.

WATER SEWER UTILITY FUND

The following graph presents five years of comparative operating results for the City's Water Sewer Utility Fund:



The Water Sewer Utility Fund ended 2014 with a total net position of \$117,023,591, an increase of \$921,932 from the prior year. Of this, \$87,968,661 represents the net investment in capital assets, and \$24,516,313 is restricted, leaving \$4,538,617 of unrestricted net position.

Water Sewer Utility Fund operating revenue was \$14,326,361 for 2014, a decrease of \$695,214 (4.6 percent), due to a decrease in water consumption, which was partially offset by an increase in utility rates in 2014.

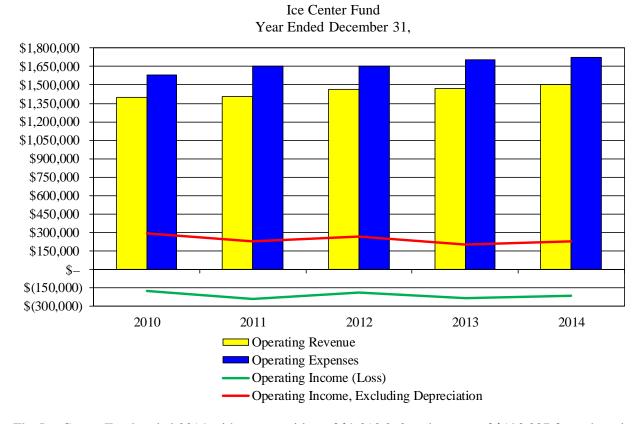
Operating expenses (including depreciation of \$4,195,144) were \$15,603,119, an increase of \$513,312 (3.4 percent); the increase was mainly due to an increase in municipal wastewater charges and depreciation on capital assets.

As seen in the above table, this fund has experienced losses from operations in each of the past five years. It is important to note that a portion of the operating expenses in this fund is depreciation on assets paid for and contributed to the City by developers. In general, the City's utility rates have not been designed to fully recover depreciation costs on such assets. Utility rates are normally designed to cover current operating expenses and to provide for future repairs and replacement of these assets.

These operating losses, however, have generally been more than offset by amounts in other revenues and contributions over the same time period. Other revenues and contributions include a number of revenue sources that are normally one-time or inconsistent from year-to-year. It includes such things as interest income, grants, contributions from developers and residents, special assessments, and income from sales of assets.

ICE CENTER FUND

The following graph presents five years of comparative operating results for the City's Ice Center Fund:



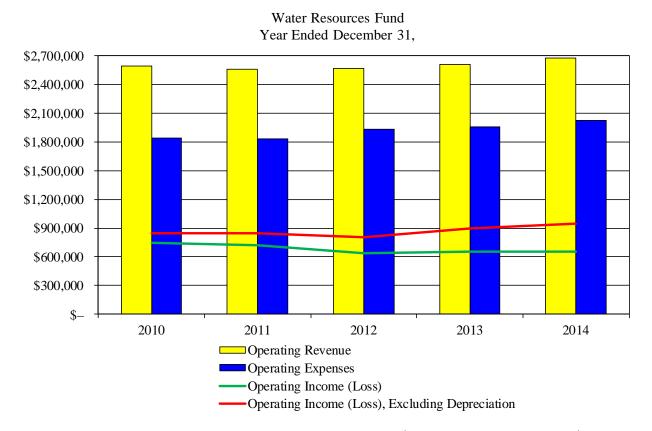
The Ice Center Fund ended 2014 with a net position of \$9,313,262, a decrease of \$193,087 from the prior year. Of this, \$9,047,995 represents the net investment in capital assets, leaving an unrestricted net position of \$265,267.

Operating revenue in the Ice Center Fund was \$1,505,603, an increase of \$36,498 from the prior year. Operating expenses for 2014 were \$1,721,458, an increase of \$15,643 from the previous year.

It is important to note that a significant portion of the operating expenses in this fund is depreciation on capital assets already funded. The fees charged in this fund are developed to cover operating expenses, repairs, and betterment of the ice center facilities.

WATER RESOURCES FUND

The following graph presents five years of comparative operating results for the City's Water Resources Fund:

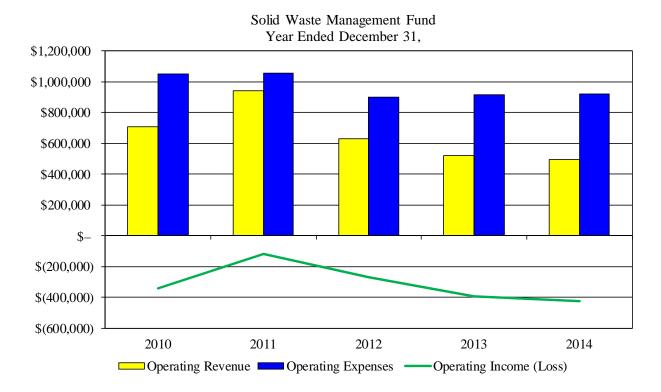


The Water Resources Fund ended 2014 with a net position of \$14,020,313, an increase of \$1,618,355 from the prior year. Of this, \$10,793,747 represents the net investment in capital assets, while the remaining \$3,226,566 is considered restricted.

Overall, activity of the Water Resources Fund was similar to operations experienced in the past couple of years. Operating revenues were \$2,678,916, an increase of \$65,652 (2.5 percent) from the previous year. Operating expenses for 2014 were \$2,026,216, an increase of \$65,980 (3.4 percent) over the previous year.

SOLID WASTE MANAGEMENT FUND

The following graph presents five years of comparative operating results for the City's Solid Waste Fund:

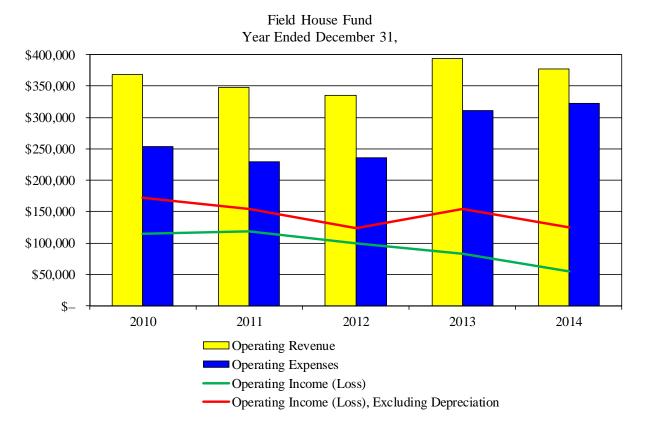


The Solid Waste Management Fund ended 2014 with a net position of \$2,247,743, a decrease of \$168,301 from the prior year. Of this, \$77,441 represents the net investment in capital assets, leaving \$2,170,302 of unrestricted net position.

Operating revenues in the Solid Waste Management Fund were \$497,520, a decrease of \$25,197 from the prior year. A factor contributing to the change in operating revenue and resulting operations to consider is the impact of changes in the market for recyclable materials, which significantly impacts the shared revenue received. Operating expenses for 2014 were \$921,431, an increase of \$3,992 (0.4 percent) from the prior year.

FIELD HOUSE FUND

The following graph presents five years of comparative operating results for the City's Field House Fund:



The Field House Fund ended 2014 with a net position of \$2,276,516, an increase of \$94,059 from the prior year. Of this, \$850,693 represents the net investment in capital assets, leaving \$1,425,823 of unrestricted net position.

As presented in the graph above, the Field House Fund experienced positive operating income for all years displayed. Total operating revenue in the Field House Fund was \$377,821, a decrease of \$15,514 from the previous year. The fees charged in this fund are developed to cover operating expenses, repairs, and betterment of field house facilities. Field House Fund operating expenses for 2014 were \$322,994, an increase of \$12,126 from the previous year.

GOVERNMENT-WIDE FINANCIAL STATEMENTS

In addition to fund-based information, the current reporting model for governmental entities also requires the inclusion of two government-wide financial statements designed to present a clear picture of the City as a single, unified entity. These government-wide financial statements provide information on the total cost of delivering services, including capital assets and long-term liabilities.

STATEMENT OF NET POSITION

The Statement of Net Position essentially tells you what your city owns and owes at a given point in time, the last day of the fiscal year. Theoretically, net position represents the resources the City has leftover to use for providing services after its debts are settled. However, those resources are not always in spendable form, or there may be restrictions on how some of those resources can be used. Therefore, net position is divided into three components: net investment in capital assets, restricted, and unrestricted.

The following table presents the components of the City's net position as of December 31, 2014 and 2013, for governmental activities, business-type activities, and the Housing and Redevelopment Authority (HRA) component unit:

	As of Dec	emb	er 31,	Increase
	2014		2013	(Decrease)
Net position				
Governmental activities				
Net investment in capital assets	\$ 188,059,959	\$	166,354,418	\$ 21,705,541
Restricted	13,365,323		17,234,146	(3,868,823
Unrestricted	88,807,582		83,006,617	5,800,965
Total governmental activities	 290,232,864		266,595,181	23,637,683
Business-type activities				
Net investment in capital assets	108,738,537		106,156,499	2,582,038
Restricted	27,846,032		26,905,624	940,408
Unrestricted	8,230,658		9,381,807	(1,151,149
Total business-type activities	 144,815,227		142,443,930	2,371,297
Housing and Redevelopment Authority				
Net investment in capital assets	(1,751,043)		(1,459,159)	(291,884
Restricted	4,442,428		4,358,473	83,955
Unrestricted	1,564,291		1,404,931	159,360
Total Housing and				
Redevelopment Authority	 4,255,676		4,304,245	 (48,569
Total net position	\$ 439,303,767	\$	413,343,356	\$ 25,960,411

The City (including the HRA) ended 2014 with combined total net position of \$439,303,767, an increase of \$25,960,411 from the prior year. Several factors contributed to this increase as discussed earlier in the report. Significant capital contributions recognized from grantors and developers in the current year with continued development activity also contributed to the increase over the prior year.

At the end of the fiscal year, the City is able to present positive balances in all three categories of net position for the governmental activities and business-type activities. The same situation held true for the prior fiscal year.

STATEMENT OF ACTIVITIES

The Statement of Activities tracks the City's yearly revenues and expenses, as well as any other transactions that increase or reduce total net positions. These amounts represent the full cost of providing services. The Statement of Activities provides a more comprehensive measure than just the amount of cash that changed hands, as reflected in the fund-based financial statements. This statement includes the cost of supplies used, depreciation of long-lived capital assets, and other accrual-based expenses.

The following table presents the change in net position of the City and the HRA for the years ended December 31, 2014 and 2013:

		2014		2013
		Program		
	Expenses	Revenues	Net Change	Net Change
Net (expense) revenue				
Governmental activities				
General government	\$ 4,743,106	\$ 605,110	\$ (4,137,996)	\$ (3,579,893)
Economic development	653,177	_	(653,177)	(345,562)
Parks and recreation	8,427,054	6,287,010	(2,140,044)	(3,032,147)
Public safety	16,111,132	6,772,237	(9,338,895)	(8,871,228)
Public service	4,131,078	5,043,068	911,990	(547,842)
Public works	12,700,181	16,411,757	3,711,576	(6,256,902)
Interest on long-term debt	592,027	_	(592,027)	(624,018)
Business-type activities				
Water sewer utility	15,664,025	17,244,784	1,580,759	851,220
Ice center	1,707,923	1,511,035	(196,888)	(250,646)
Water resources	1,996,278	3,910,932	1,914,654	1,574,351
Solid waste management	921,443	695,753	(225,690)	(119,142)
Field house	324,335	377,821	53,486	541,642
Housing and Redevelopment Authority	5,689,111	4,931,483	(757,628)	(791,887)
Total net (expense) revenue	\$ 73,660,870	\$ 63,790,990	(9,869,880)	(21,452,054)
General revenues				
Property taxes			30,568,466	30,222,566
Investment earnings (loss)			4,776,621	(1,649,327)
Gain on sale of capital assets			159,720	91,181
Other			325,484	328,618
Total general revenues			35,830,291	28,993,038
Change in net position			\$ 25,960,411	\$ 7,540,984

One of the goals of this statement is to provide a side-by-side comparison to illustrate the difference in the way the City's governmental and business-type operations are financed. The table clearly illustrates the dependence of the City's governmental operations on general revenues, such as property taxes and other general sources. It also shows that, for the most part, the City's business-type activities are generating sufficient program revenues (service charges and program-specific grants) to cover expenses. This is critical given the current downward pressures on the general revenue sources.

LEGISLATIVE UPDATES

The 2014 legislative session began with a projected budget excess for the remainder of the biennium of \$1.09 billion, later revised upward to a projected excess of \$1.23 billion in the February 2014 economic forecast. The Legislature utilized a portion of the projected excess to bolster the state's financial condition; repaying \$246 million "borrowed" from K-12 education through previous financing shifts, and using \$150 million to replenish the state "Rainy Day Fund" budget reserve. The Legislature also approved increases to future funding for local government aid, and expanded the sales tax exemption approved for cities in 2013 to include joint powers entities and other instrumentalities of local government.

The following is a summary of recent legislation affecting Minnesota cities in 2014 and into the future:

Local Government Aid (LGA) – The Legislature completely overhauled the LGA formula for fiscal year 2014 and thereafter, creating a three-tiered formula that includes separate "need factor" calculations for cities with populations under 2,500, between 2,500 and 10,000, or over 10,000. The new formula simplified the LGA calculation, and reduced the volatility of the LGA distribution by limiting the amount it may decline in a given year. Under the new formula, the minimum LGA 2014 distribution for each city was an amount equal to their 2013 LGA. Beginning in 2015, any reduction to a city's calculated LGA distribution will be limited to the lesser of \$10 per capita, or 5 percent of their previous year net tax levy. For cities that gain under the new formula, the increases will be distributed proportionate to their unmet need, as determined by the new "need factor" calculations. The state-wide LGA appropriation was \$507.6 million for fiscal 2014, \$516.9 million for 2015, and \$519.4 million for fiscal 2016 and thereafter.

Sales Tax Exemption – Cities are exempted from paying sales tax on qualifying purchases, effective for purchases made on or after January 1, 2014. Purchases of goods or services by an exempt local government for a publically provided liquor store, gas or electric utility, golf course, marina, campground, café, laundromat, solid waste hauling or recycling operation, or landfill will remain taxable. The definition of "cities" for this statute include both home-rule and statutory cities.

The 2014 Legislature extended the definition of tax exempt local government to include all special district; city, county, or township instrumentalities; economic development authorities; housing and redevelopment authorities; and all joint power boards or organizations. However, this expanded exemption list is not effective until January 1, 2016.

Proposed Property Tax Levy Certification Date – The deadline for cities to certify their proposed annual tax levies was extended from September 15 to September 30.

Agricultural Homestead Market Value Credit – The rate of agricultural homestead market value was increased to a maximum of \$490 at a market value of \$270,000 and over.

Capital Investment Act Requirements – The Legislature approved capital improvement projects totaling about \$1.1 billion under two separate capital investment (bonding) acts. Both require that, to the extent practicable, a public entity receiving an appropriation of public money for a project under these acts must assure those facilities are built with American-made steel.

Authority to Inspect Public Buildings and State-Licensed Facilities – A formal delegation process was established that must be used by the state Department of Labor and Industry (DLI) when delegating the authority to inspect public buildings and state-licensed facilities to local building officials. The new provisions did not alter the circumstances under which the DLI is required to delegate this authority in most circumstances, only the process to be followed. However, for certain smaller construction projects designated as "reserved projects," the DLI is now required to delegate inspection authority to any municipality with a designated building official without going through the formal delegation process.

Open Meeting Law – A change was made to the Open Meeting Law to clarify that the use of social media by members of a public body does not violate the Open Meeting Law if the use is limited to exchanges open to the public. The new statute specifically excludes email but does not otherwise define the term social media.

Deputy Registrar Residency – The statutory requirement that an individual appointed as deputy registrar for a statutory or home-rule charter city be a resident of the county in which the city is located was repealed.

Local Campaign Finance – Changes were made to increase the campaign contribution limits for local elections. For candidates in a territory with a population of 100,000 or less, the contribution limits were raised to \$600 in an election year and \$250 in a non-election year. For candidates in a territory with a population over 100,000, the limits were raised to \$1,000 in an election year and \$250 in a non-election year. In addition, all campaign finance reports required to be filed with a local government must now be published on the local government's website, if the local government maintains a website.

Data Practices – Several changes were made to address unauthorized access of private data by public employees, requiring local governments to: establish security measures to help ensure private data is only accessible to public employees whose work assignment reasonably requires access to the data, and that the data is only being accessed by those individuals for the purposes of their work assignment; follow the data breach reporting requirements that were previously only applicable to state agencies; and perform annual security assessments of personal information maintained by the entity. The statute also states that accessing private data without authorization is a misdemeanor, and willful violation by a public employee constitutes just cause for suspension without pay or dismissal.

Part-Time Peace Officers – A change in the statutes now prohibits law enforcement agencies from hiring new part-time peace officers, existing part-time peace officers from transferring to new agencies, and the Peace Officer Standards and Training Board from licensing new part-time peace officers. Part-time peace officers that are currently employed may continue to serve indefinitely with their current employer, but must turn in their license upon leaving their current place of employment or otherwise becoming unemployed.

Responsible Contractor Requirement — Contractors who bid on public contracts in excess of \$50,000 are now required to certify that they are a "responsible bidder" in order to be awarded a contract as the lowest responsible bidder or best value alternative. A responsible contractor must be in compliance with various state and federal requirements for income tax, workers' compensation, unemployment insurance, minimum wage, and safety. City solicitations for bid must include: the definition of "responsible contractor," which may include criteria in addition to the statutory requirements established by the city, or reference to the statutory definition; a statement that a contractor failing to meet the criteria or verify compliance is ineligible to be awarded or perform work on the contract; a statement that submitting a false verification renders the contractor ineligible and can result in termination of the contract; and a statement requiring the contractor to provide copies of verification forms for all subcontractors upon request. Cities are not obligated to verify any of the information in the contractor verification; and have no liability if reasonably relying on the certification when awarding the contract, or declining to award the contract based on a reasonable determination that a contractor failed to verify compliance.

Disaster Assistance Contingency Fund – A new state account was created to provide emergency cash flow for local governments located in counties declared federal disaster areas. The fund may be used to meet non-federal fund matching requirements to speed the availability of federal funds.

Pensions – A number of changes to the Public Employees Retirement Association (PERA) General Plan were adopted, including:

- The minimum salary threshold for inclusion into the PERA General Plan was changed from \$425 in any one month to \$5,100 on any year for non-school employees or \$3,800 in any year for school employees.
- Employers are required to provide written notice to any employee excluded from membership in the PERA General Plan within two weeks of the determination on a form prescribed by the PERA executive director.
- PERA contribution rates for both employees and employers were increased by 0.25 percent of salary effective January 1, 2015.

ACCOUNTING AND AUDITING UPDATES

GASB STATEMENT NO. 68 – ACCOUNTING AND FINANCIAL REPORTING FOR PENSIONS—AN AMENDMENT OF GASB STATEMENT NOS. 27 AND 50

The primary objective of this statement is to improve accounting and financial reporting by state and local governments for pensions. This statement replaces the requirements of GASB Statement Nos. 27 and No. 50, as they relate to pensions that are provided through pension plans administered as trusts or equivalent arrangements that meet certain criteria. The requirements of GASB Statement Nos. 27 and No. 50 remain applicable for pensions that are not covered by the scope of this statement.

This statement establishes standards for measuring and recognizing liabilities, deferred outflows of resources, deferred inflows of resources, and expenses/expenditures. In addition, this statement details the recognition and disclosure requirements for employers with liabilities (payables) to a defined benefit pension plan and for employers whose employees are provided with defined contribution pensions. This statement also addresses circumstances in which a non-employer entity has a legal requirement to make contributions directly to a pension plan. This statement is effective for financial statements for fiscal years beginning after June 15, 2014. Earlier application is encouraged.

Included in this statement are major changes in how employers that participate in cost-sharing pension plans, such as the Teachers' Retirement Association (TRA) and PERA, account for pension benefit expenses and liabilities. In financial statements prepared using the economic resources measurement focus and accrual basis of accounting (government-wide and proprietary funds), a cost-sharing employer that does not have a special funding situation is required to recognize a liability for its proportionate share of the net pension liability of all employers with benefits provided through the pension plan. A cost-sharing employer is required to recognize pension expense and report deferred outflows of resources and deferred inflows of resources related to pensions for its proportionate share of collective pension expense and collective deferred outflows of resources and deferred inflows of resources related to pensions. In addition, the effects of (1) a change in the employer's proportion of the collective net pension liability and (2) differences during the measurement period between the employer's contributions and its proportionate share of the total of contributions from employers included in the collective net pension liability are required to be determined. These effects are required to be recognized in the employer's pension expense in a systematic and rational manner over a closed period equal to the average of the expected remaining service lives of all active and inactive employees that are provided with pensions through the pension plan.

GASB STATEMENT NO. 72 – FAIR VALUE MEASURE AND APPLICATION

GASB Statement No. 72 addresses accounting and financial reporting issues related to fair value measurements. The requirements of this statement are intended to enhance comparability among government financial statements by requiring certain assets and liabilities be reported at fair value, using a consistent definition of fair value and accepted valuation techniques. The requirements of this statement are effective for financial statements for periods beginning after June 15, 2015, with earlier application encouraged.

GASB Statement No. 72 defines fair value as the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. Fair value measurements are generally assumed to take place in the government's principal or most advantageous market, taking into account the highest and best use for a nonfinancial asset, and assuming market participants would act in their economic best interest. The statement requires a government to use measurement techniques that are appropriate under the circumstances and for which sufficient data are available to measure fair value; consistent with a market, (replacement) cost, or income approach. It also establishes a hierarchy of inputs to be used in valuation techniques.

The statement establishes or clarifies the applicability of fair value measurement for certain assets and liabilities. Fair value is generally required for investments, defined as securities or other assets held primarily for the purpose of generating income, or which have a present service capacity based solely on their ability to generate cash. The statement requires measurement at acquisition value for donated capital assets, donated works of art, historical treasures, and capital assets received through a service concession arrangement. The statement also outlines the required financial statement disclosures about fair value measurements, valuation techniques, and the hierarchy of inputs used for valuation.

CHANGES TO REQUIREMENTS FOR FEDERAL GRANTS

In December 2013, the OMB issued *Uniform Administrative Requirements, Cost Principles, and Audit Requirements for Federal Audits*, which supersedes all or parts of eight OMB circulars; consolidating federal cost principles, administrative principles, and audit requirements in one document. The "Super Circular" includes a number of significant changes to the federal Single Audit process, including: an increase in dollar threshold for requiring a Single Audit from \$500,000 to \$750,000; changes to the thresholds and process used for determining major programs; reductions in the percentages of expenditures required to be covered by a Single Audit from 50 percent to 40 percent for high-risk auditees and from 25 percent to 20 percent for low-risk auditees; revised criteria for determining low-risk auditees; and an increase in the threshold for reporting questioned costs from \$10,000 to \$25,000. Auditees are required to implement the administrative requirements of the new "Super Circular" by December 26, 2014. The revised audit requirements will be effective for fiscal year 2015 city audits, with an optional one-year grace period for implementing the new procurement standards included in this guidance.

COSO INTERNAL CONTROL FRAMEWORK

The clarified auditing standards applicable to governmental audits incorporate a definition of internal control that is based on the internal control integrated framework developed and issued in 1992 by the Committee of Sponsoring Organizations of the Treadway Commission (COSO). In May 2013, COSO issued an updated framework which supersedes the original after December 15, 2014. The new COSO framework retains the basic definition of internal control and its five components established in its original framework, along with the fundamental requirements to consider these five components and to use judgment when assessing and evaluating the effectiveness of a system of internal controls. The new COSO framework enhances and clarifies a number of concepts from the original framework to make it easier to use and apply. One of the more significant enhancements was the establishment of 17 principles, associated with the 5 components of internal control, intended to assist users in understanding the requirements of effective internal control and designing effective systems of internal control.

The 5 components of internal control and 17 underlying principles are as follows:

Control Environment –

- 1. Organization demonstrates a commitment to integrity and ethical values.
- 2. Governing body is independent from management and exercises oversight control.
- 3. Management establishes structure, reporting lines, authority, and responsibilities.
- 4. Organization demonstrates a commitment to the competence of individuals involved with internal control.
- 5. Organization holds individuals accountable for internal control responsibilities.

Risk Assessment -

- 6. Organization specifies clear objectives for the identification and assessment of risks.
- 7. Organization identifies and analyzes risk.
- 8. Organization assesses the potential for fraud risks.
- 9. Organization identifies and assesses significant changes that could impact internal control.

Control Activities -

- 10. Organization selects and develops control activities to mitigate risks.
- 11. Organization selects and develops general IT controls.
- 12. Organization establishes and implements control policies and procedures.

Information and Communication -

- 13. Organization uses relevant, quality information to support internal control.
- 14. Organization communicates internal control information internally.
- 15. Organization communicates internal control information externally.

Monitoring -

- 16. Organization conducts ongoing and/or separate internal control evaluations.
- 17. Organization evaluates and communicates deficiencies to responsible parties for corrective action.

COSO defines an effective system of internal control as one that reduces to an acceptable level the risk of failing to achieve an organizational objective in the areas of operations, compliance, or reporting. According to the new framework, an organization can achieve effective internal control by applying all of the principles listed above. To achieve this, each of these five components and the relevant principles must be present and functioning, and the five components must operate in an integrated manner. Local governments should be reviewing their internal control systems to assure these principles have been incorporated and implemented.

