CITY OF PERRYVILLE WATER AND SEWER DEPARTMENT
(A Proprietary Fund of the City of Perryville, Arkansas)

FINANCIAL STATEMENTS AND ADDITIONAL INFORMATION

DECEMBER 31, 2020 AND 2019

(With independent auditor's report thereon)

EGP PLLC

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Independent Auditor's Report

City Council
City of Perryville Water and Sewer Department

Report on the Financial Statements
We have audited the accompanying financial statements of the City of Perryville Water and Sewer Department ("the Department") (a proprietary fund of the City of Perryville, Arkansas), as of and for the years ended December 31, 2020 and 2019, and the related notes to the financial statements, which collectively comprise the Department's basic financial statements as listed in the table of contents.

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

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

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the 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 opinions.

Basis for Qualified Opinion
Because of the inadequacy of accounting records, we were unable to form an opinion regarding the amounts at which property, plant and equipment ($8,583,294 of the total $12,183,431 in 2020 and $8,583,294 of the total $12,183,431 in 2019) and accumulated depreciation ($5,116,432 of the total $6,004,615 in 2020 and $4,912,533 of the total $5,654,086 in 2019) are recorded in the accompanying Statement of Net Position at December 31, 2020 and 2019, or the amount of depreciation expense for the years then ended ($203,899 of the total $350,529 in 2020 and $203,899 of the total $344,222 in 2019).

3310 Main St. Ste. 100, Bryant, AR 72022 · Phone (501) 847-1568 · Fax (501) 274-1482 · www.egpcpas.com
P.O. Box 906, Bryant, AR 72089-9900

Qualified Opinion
In our opinion, except for the possible effects of the matter discussed in the Basis for Qualified Opinion paragraph, the financial statements referred to in the first paragraph present fairly, in all material respects, the respective financial position of the Department, as of December 31, 2020 and 2019, and the changes in financial position and its cash flows for the years then ended in accordance with accounting principles generally accepted in the United States of America.

Emphasis of Matter
As discussed in Note 1, the financial statements of the Department, are intended to present the financial position, and the changes in financial position and cash flows, where applicable, of only that portion of the government activities, the business-type activities, each major fund, and aggregate remaining fund information of the City of Perryville that is attributable to the transactions of the Department. They do not purport to, and do not, present fairly the financial position of the City of Perryville as of December 31, 2020 and 2019, and the changes in its financial position and its cash flows, where applicable, for the years then ended in accordance with accounting principles generally accepted in the United States of America.

Other Matters
Accounting principles generally accepted in the United States of America require that the budgetary comparison schedule and information for cost-sharing employer plans on pages 18 and 19 be presented to supplement the basic financial statements. Such information, although not a part of the basic financial statements, is required by the Governmental Accounting Standards Board, who considers it to be an essential part of financial reporting for placing the basic financial statements in an appropriate operational, economic, or historical context. We have applied certain limited procedures to the required supplementary information in accordance with auditing standards generally accepted in the United States of America, which consisted of inquiries of management about the methods of preparing the information and comparing the information for consistency with management's responses to our inquiries, the basic financial statements, and other knowledge we obtained during our audit of the basic financial statements. We do not express an opinion or provide any assurance on the information because the limited procedures do not provide us with sufficient evidence to express an opinion or provide any assurance.

Management has omitted management's discussion and analysis that accounting principles generally accepted in the United States of America require to be presented to supplement the basic financial statements. Such information, although not a part of the basic financial statements, is required by the Governmental Accounting Standards Board who considers it to be an essential part of financial reporting for placing the basic financial statements in an appropriate operational, economic, or historical context. Our opinion is not affected by this missing information.

Other Reporting Required by *Government Auditing Standards*
In accordance with *Government Auditing Standards*, we have also issued our report dated May 14, 2021, on our consideration of the Department's internal control over financial reporting and on our tests of its compliance with certain provisions of laws, regulations, contracts, and other matters. The purpose of that report is to describe the scope of our testing of internal control over financial reporting and compliance and the results of that testing, and not to provide an opinion on internal control over financial reporting or on compliance. That report is an integral part of an audit performed in accordance with *Government Auditing Standards* in considering the Department's internal control over financial reporting and compliance.

EGP, PLLC

May 14, 2021

Certified Public Accountants & Consultants
Bryant, Arkansas

City of Perryville Water and Sewer Department
(A Proprietary Fund of the City of Perryville, Arkansas)
Statement of Net Position
December 31, 2020 and 2019
(See independent auditor's report.)

Assets

	2020	2019
Current Assets		
Unrestricted cash	940,189	871,732
Cash, restricted	99,474	97,291
Certificates of deposit	267,256	262,367
Accounts receivable	109,407	87,805
Inventory	33,827	41,521
Prepaid expenses	18,604	15,604
Total Current Assets	1,468,757	1,376,320
Property, Plant and Equipment		
Equipment	457,519	413,711
Water and sewer system	11,433,820	11,433,820
Lake and dam	225,852	225,852
Land	110,048	110,048
	12,227,239	12,183,431
Less accumulated depreciation	(6,004,615)	(5,654,086)
Property, Plant and Equipment Net of Accumulated Depreciation	6,222,624	6,529,345
Deferred Outflows of Resources		
Deferred outflows related to pensions	111,959	68,503
Total Assets and Deferred Outflows of Resources	$ 7,803,340	7,974,168

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

Liabilities and Net Position

		2020	2019
Current Liabilities			
Accounts payable	$	29,453	29,047
Accrued payroll and taxes		-	10,631
Accrued sales tax		6,448	6,599
Accrued compensated absences		6,524	6,524
Accrued interest payable		183	4,795
Current maturities of long-term debt		7,374	14,291
Current maturities of revenue bonds payable		31,943	31,514
Total Current Liabilities		81,925	103,401
Non-Current Liabilities			
Long-term debt, net of current maturities		292,010	298,167
Revenue bonds payable, net of current maturities		812,036	861,972
Meter deposit payable		106,493	99,248
Pension liability		545,779	452,394
Total Non-Current Liabilities		1,756,318	1,711,781
Total Liabilities		1,838,243	1,815,182
Deferred Inflows of Resources			
Deferred inflows related to pensions		11,589	24,348
Total Liabilities and Deferred Inflows of Resources		1,849,832	1,839,530
Net Position			
Net investment in capital assets		5,079,261	5,323,401
Restricted net position		99,474	97,291
Unrestricted net position		774,773	713,946
Total Net Position		5,953,508	6,134,638
Total Liabilities, Deferred Inflows, and Net Position	$	7,803,340	7,974,168

City of Perryville Water and Sewer Department
(A Proprietary Fund of the City of Perryville, Arkansas)
Statement of Revenues, Expenses and Changes in Net Position
For the Years Ended December 31, 2020 and 2019
(See independent auditor's report.)

	2020	2019
Operating Revenues		
Water revenue	$ 1,100,147	1,066,640
Sewer revenue	101,512	98,508
Connection and service installation fees	11,200	9,000
Plumbing inspection fees	1,050	1,575
Total Operating Revenues	1,213,909	1,175,723
Operating Expenses		
Depreciation and amortization	350,529	344,222
Other operating expenses	1,190,079	1,144,484
Total Operating Expenses	1,540,608	1,488,706
Operating Income (Loss)	(326,699)	(312,983)
Non-Operating Revenues (Expenses)		
Sales tax revenue	152,883	139,002
Other income (expense)	27,510	8,565
Interest income	14,615	10,136
Interest expense	(49,439)	(56,570)
Total Non-Operating Revenues (Expenses)	145,569	101,133
Net Income (Loss)	(181,130)	(211,850)
Net Position, Beginning of Year	6,134,638	6,346,488
Net Position, End of Year	$ 5,953,508	6,134,638

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

City of Perryville Water and Sewer Department
(A Proprietary Fund of the City of Perryville, Arkansas)
Statement of Cash Flows
For the Years Ended December 31, 2020 and 2019
(See independent auditor's report.)

	2020	2019
Cash Flows from Operating Activities:		
Cash received from customers	$ 1,199,552	1,195,848
Cash payments to suppliers for goods and services	(310,957)	(276,845)
Cash payments to employees	(852,246)	(769,305)
Net Cash Provided by Operating Activities	36,349	149,698
Cash Flow from Noncapital Financing Activities:		
Sales tax revenue	152,883	139,002
Net Cash Provided by Noncapital Financing Activities	152,883	139,002
Cash Flow from Capital and Related Financing Activities:		
Principal payments on revenue bonds	(49,507)	(47,347)
Interest payments on revenue bonds	(49,439)	(56,570)
Repayments of long-term debt	(13,074)	(8,825)
Acquisition and construction of capital assets	(43,808)	(248,138)
Other receipts	27,510	8,565
Net Cash Provided (Required) by Capital and Related Financing Activities	(128,318)	(352,315)
Cash Flows from Investing Activities:		
Maturities of certificates of deposit	9,726	9,713
Net Cash Provided by Investing Activities	9,726	9,713
Increase (Decrease) in Cash and Cash Equivalents	70,640	(53,902)
Cash and cash equivalents - beginning of year	969,023	1,022,925
Cash and Cash Equivalents - End of Year	$ 1,039,663	969,023

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

	2020	2019
Reconciliation of Operating Income (Loss) to Net Cash Provided by Operating Activities:		
Operating income (loss)	$ (326,699)	(312,983)
Adjustments to reconcile operating income (loss) to net cash provided (required) by operating activities:		
Depreciation	350,529	344,222
Net change in pension liability, deferred inflows and deferred outflows	37,170	47,766
(Increase) decrease in assets:		
Accounts receivable	(21,602)	13,174
Prepaid assets	(3,000)	7,767
Inventory	7,694	28,688
Increase (decrease) in liabilities:		
Accounts payable	406	6,329
Payroll and other accruals	(15,394)	7,784
Meter deposit payable	7,245	6,951
Net Cash Provided by Operating Activities	$ 36,349	149,698
Reconciliation of Cash and Cash Equivalents		
Unrestricted cash	$ 940,189	871,732
Cash, restricted	99,474	97,291
	$ 1,039,663	969,023

1. Summary of Significant Accounting Policies

Nature of Operations

City of Perryville Water and Sewer Department (the "Department") (a proprietary fund of the City of Perryville, Arkansas) extends water service from the City of Perryville into an area of Perry County bordered by the towns of Houston on the east, Thornburg on the south, Cherry Hill on the west, and Harris Brake and Wye Mountain on the southwest. The Department derives its revenues primarily from fees charged for providing water service to residents in this service area and with wholesale contracts to the surrounding area.

The financial statements present only the City of Perryville Water and Sewer Deparment and do not purport to, and do not, present fairly the financial position of the City of Perryville, Arkansas, as of December 31, 2020 and 2019, the changes in its financial position, or, where applicable, its cash flows for the years then ended in accordance with accounting principles generally accepted in the United States of America.

The Department has adopted Government Accounting Standards Board ("GASB") Statement No. 62, *Codification of Accounting and Financial Reporting Guidance Contained in Pre-November 30, 1989 FASB and AICPA Pronouncements*, which incorporates Financial Accounting Standards Board ("FASB") pronouncements and Accounting Principles Board ("APB") opinions issued on or before November 30, 1989, unless those pronouncements conflict with or contradict GASB pronouncements, in which case, GASB prevails. Preparation of financial statements in accordance with accounting principles generally accepted in the United States of America requires the use of management's estimates. Actual results may differ from estimates.

Operating Revenues and Expenses

The Department recognizes revenue and expenses using the economic resources measurement and the accrual method of accounting. The Department distinguishes operating revenues and expenses from non-operating items. Operating revenues and expenses generally result from providing services and producing and delivering goods in connection with a proprietary fund's principal ongoing operations. Operating expenses for the proprietary funds include the cost of personnel, supplies, and depreciation on capital assets. All revenues and expenses not meeting this definition are reported as non-operating revenues and expenses.

Budgets and Budgetary Accounting

Budgeted revenues and expenses are also prepared using the economic resources measurement focus and the accrual basis of accounting. The original budgets adopted by the Department were not amended during the years ended December 31, 2020 and 2019.

Cash and Cash Equivalents

For purposes of the statement of cash flows, the Department considers certificates of deposit and all highly liquid cash investments with a maturity of three months or less to be cash equivalents.

Inventory

Inventory consists of materials and supplies valued at the lower of cost or market, using the first-in, first-out method.

City of Perryville Water and Sewer Department
(A Proprietary Fund of the City of Perryville, Arkansas)
Notes to Financial Statements
December 31, 2020 and 2019

Accounts Receivable

Sales of water and sewer services are made on open account to customers located in Perryville, Arkansas and the surrounding area and are collateralized to the extent of each customer's meter deposit. The Department utilizes the allowance method of accounting for uncollectible accounts receivable. The Department reviews its customer accounts on a periodic basis and records a reserve for specific amounts that management determines may not be collected. In addition, the Department evaluates the need to establish a general reserve for potential uncollectible accounts based on historical bad debts. Amounts are written off at the point when collection attempts have been exhausted, which is usually 120 days after the account is past due. Management uses significant judgment in estimating uncollectible amounts. In estimating uncollectible amounts, management considers factors such as current overall economic conditions, industry-specific economic conditions, historical customer performance and anticipated customer performance. While management believes the Department's processes effectively address its exposure to doubtful accounts, changes in economic, industry or specific customer conditions may require adjustment to the allowance recorded by the Department. At December 31, 2020 and 2019, no allowance was deemed necessary by management.

Property, Plant and Equipment

All property, plant and equipment is valued at cost. Maintenance and repair costs are charged to expense as incurred. Depreciation is computed on the straight line method for financial reporting purposes, based on the estimated useful lives of the assets which range from 5 to 40 years. Interest costs are capitalized when incurred on debt where proceeds were used to finance the construction of assets. The Department capitalizes all purchases over $1,000. Costs of repairs and maintenance that do not improve or extend the asset lives are expensed as incurred.

Compensated Absences

The Department's policies permit employees to earn time off benefits. The expense and related liability are recognized and accrued regardless of whether the employee is expected to realize the benefit. Compensated absences are computed using the regular pay rates in effect at December 31, 2020 and 2019.

Deferred Outflows/Inflows of Resources

Deferred outflows and inflows of resources are financial statement elements distinct from assets and liabilities and represent a consumption or production of net position that applies to future period and so will not be recognized as an outflow or inflow of resources until then. The Department's deferred outflows and inflows of resources consist of deferred outflows/inflows of resources related to the Department's pension plan activities, as further discussed in Note 6.

Restricted Assets

The Department restricts certain assets for the payment of debt service, capital improvements, and repairs and maintenance of the Department.

Net Position

Net positon comprises the various net earnings from operating income, non-operating revenues and expenses, and capital contributions. Net position is classified in the following three components:

Net investment in capital assets

This component of net position consists of capital assets, net of accumulated depreciation and reduced by the outstanding balances of any bonds, mortgages, notes or other borrowings that are attributable to the acquisition, construction or improvement of those assets. If there are significant unspent related debt proceeds at year-end, the portion of the debt attributable to the unspent proceeds is not included in the calculation of net investment in capital assets. Rather, that portion of the debt is included in the same net position component as the unspent proceeds.

Restricted net position
This component of net position consists of constraints imposed by creditors (such as through debt covenants), grantors, contributors, or laws or regulations of other governments or constraints imposed by law through constitutional provisions or enabling legislation.

Unrestricted
This component of net positon consists of net assets that do not meet the definition of “net investment in capital assets” or “restricted.”

When an expense is incurred for purposes for which there are both restricted and unrestricted net position available, it is the Department’s policy to apply those expenses to restricted net position to the extent such are available and then to unrestricted net position.

Long-Lived Assets
The Department reviews long-lived assets and certain identifiable intangibles held and used by the Department for impairment whenever events or changes in circumstances indicate that the carrying amount of an asset may not be recoverable. For the years ended December 31, 2020 and 2019, this review has not materially affected the Department’s reported earnings, financial position or results of operations.

Recently Adopted Accounting Standards
GASB Statement No. 88, *Certain Disclosures Related to Debt, including Direct Borrowings and Direct Placements*, provides guidance on debt information that is to be disclosed in the notes to governmental financial statements. The statement clarifies which liabilities are to be included in the disclosures and requires additional information to be disclosed. In addition, the statement requires information about debt incurred through direct borrowings or direct placements to be disclosed separately from other debt. The standard became effective for the Department in fiscal year 2019. GASB Statement No. 88 did not have a significant impact on the Department’s financial statements.

Recently Issued Accounting Standards
GASB Statement No. 87, *Leases*, provides a new framework for accounting for leases under the principle that leases are financings. No longer will leases be classified between capital and operating. Lessees will recognize an intangible asset and a corresponding liability. The liability will be based on the payments expected to be paid over the lease term, which includes an evaluation of the likelihood of exercising renewal or termination options in the lease. Lessors will recognize a lease receivable and related deferred inflow of resources. Lessors will not derecognize the underlying asset. An exception to the general model is provided for short-term leases that cannot last more than 12 months. Contracts that contain lease and nonlease components will need to be separated so each component is accounted for accordingly. This standard becomes effective for the Department in fiscal year 2022. Management of the Department has not yet determined the impact that adoption of this statement will have on the Department’s financial statements or related disclosures.

GASB Statement No. 89, *Accounting for Interest Cost Incurred before the End of a Construction Period*, established accounting requirements for interest cost incurred before the end of a construction period. The statement requires such interest cost be recognized as an expense in the period in which the cost is incurred in financial statements prepared using the economic resources measurement focus. Currently, GASB Statement No. 62 requires some interest costs to be included in the historical cost of a capital asset reported in an enterprise fund or business-type activity. When effective, this statement will no longer require interest cost to be included in historical cost. This standard becomes effective for the Department in fiscal year 2021. Management of the Department has not yet determined the impact that adoption of this statement will have on the Department's financial statements or related disclosures.

2. Cash and Certificates of Deposit

Interest rate risk is the risk that changes in interest rates will adversely affect the fair value of an investment. In accordance with its investment policy, the Department manages its exposure to declines in fair values by limiting investments to securities with a maturity of not more than five years from the date of purchase.

Custodial credit risk is the risk that in the event of a bank failure deposits may not be returned to the Department. At December 31, 2020 and 2019, the Department's deposits with financial institutions were fully insured and collateralized by securities with a fair market value totaling $1,784,000 and $1,821,554, respectively.

3. Property, Plant and Equipment

Property, plant and equipment consists of the following as of December 31:

	2019	Additions	Disposals	2020
Equipment	$ 413,711	43,808	-	457,519
Water and sewer system	11,433,820	-	-	11,433,820
Lake and dam	225,852	-	-	225,852
Land	110,048	-	-	110,048
	12,183,431	43,808	-	12,227,239
Less accumulated depreciation	(5,654,086)	(350,529)	-	(6,004,615)
	$ 6,529,345	(306,721)	-	6,222,624

	2018	Additions	Disposals	2019
Equipment	$ 372,061	56,125	(14,475)	413,711
Water and sewer system	11,241,807	192,013	-	11,433,820
Lake and dam	225,852	-	-	225,852
Land	110,048	-	-	110,048
	11,949,768	248,138	(14,475)	12,183,431
Less accumulated depreciation	(5,324,339)	(344,222)	14,475	(5,654,086)
	$ 6,625,429	(96,084)	-	6,529,345

4. Bonds Payable

The Thornburg Rural Development Bond was issued July 25, 2005 by the United States Department of Agriculture in the amount of $609,970 for the purpose of funding the acquisition of the Thornburg Water System by the City of Perryville Water and Sewer Department. The bond is payable solely from net revenues of the Thornburg Water System in monthly payments of $2,825, including interest at 4.125%, for thirty-three years, maturing in 2038. The balances owed at December 31, 2020 and 2019 totaled $422,164 and $438,284, respectively.

The Cherry Hill Bond 91-06 was issued by the United States Department of Agriculture and had a loan amount of $120,988 at the time that Cherry Hill merged with the Department. The bond is payable in monthly installments of $2,259, including interest at 5%, maturing in 2031. The balances owed at December 31, 2020 and 2019 totaled $32,184 and $57,006, respectively.

The Cherry Hill Bond 91-07 was issued by the United States Department of Agriculture and had a loan amount of $112,306 at the time that Cherry Hill merged with the Department. The bond is payable in monthly installments of $614, including interest at 4.5%, maturing in 2043. The balances owed at December 31, 2020 and 2019 totaled $102,624 and $105,308, respectively.

The Cherry Hill Bond 91-08 was issued by the United States Department of Agriculture and had a loan amount of $308,582 at the time that Cherry Hill merged with the Department. The bond is payable in monthly installments of $1,276, including interest at 3.25%, maturing in 2050. The balances owed at December 31, 2020 and 2019 totaled $287,007 and $292,888 respectively.

The Department has fixed and has covenanted and agreed to maintain rates for the services of the system sufficient to produce net revenues at least sufficient to provide the required deposits into the operations, depreciation fund and the debt service reserves; deposit all water and sewer revenues into a single bank account and pay all expenses from that same account; operate the water system separately from any other facility the Department may be operating; conduct annual audits by an independent certified public accountant for the lives of the bond and loan agreements and submit management reports with annual audit; purchase property, liability, workmen's compensation and fidelity bond coverage insurance for the lives of the bond and loan agreements.

City of Perryville Water and Sewer Department
(A Proprietary Fund of the City of Perryville, Arkansas)
Notes to Financial Statements
December 31, 2020 and 2019

Aggregate maturities of these bonds are as follows:

	Principal	Interest	Total Principal and Interest
2021	$ 31,943	35,034	66,977
2022	33,300	33,677	66,977
2023	34,717	32,261	66,978
2024	36,194	30,783	66,977
2025	34,653	29,242	63,895
2026-2030	168,987	113,358	282,345
2031-2035	206,085	76,260	282,345
2036-2040	162,667	35,239	197,906
2041-2045	76,104	15,564	91,668
2046-2050	59,329	4,190	63,519
	$ 843,979	405,608	1,249,587

The following is a summary of the bonds payable activity for the years ending December 31:

	2019	Payments	Advances	2020
Thornburg rural development bond	$ 438,284	(16,120)	-	422,164
Cherry Hill USDA loan 91-06	57,006	(24,822)	-	32,184
Cherry Hill USDA loan 91-07	105,308	(2,684)	-	102,624
Cherry Hill USDA loan 91-08	292,888	(5,881)	-	287,007
	$ 893,486	(49,507)	-	843,979

	2018	Payments	Advances	2019
Thornburg rural development bond	$ 453,766	(15,482)	-	438,284
Cherry Hill USDA loan 91-06	80,620	(23,614)	-	57,006
Cherry Hill USDA loan 91-07	107,874	(2,566)	-	105,308
Cherry Hill USDA loan 91-08	298,573	(5,685)	-	292,888
	$ 940,833	(47,347)	-	893,486

5. Restricted Cash

At December 31, 2020 and 2019, the Department had cash restricted for debt service requirements totaling $99,474 and $97,291.

6. Arkansas Public Employees Retirement System (APERS)

Plan Description

APERS is a cost-sharing, multiple-employer, defined benefit plan which covers all State employees who are not covered by another authorized plan. The plan was established by the authority of the Arkansas General Assembly with the passage of Act 177 of 1957. The costs of administering the plan are paid out of investment earnings. The general administration and responsibility for the proper operation of the System is vested in the nine members of the Board of Trustees of the Arkansas Public Employees Retirement System (the "Board"). Membership includes three state and three non-state employees, all appointed by the Governor, and three ex-officio trustees, including the Auditor of the State, the Treasurer of the State, and the Director of the Department of Finance and Administration.

The state of Arkansas issues an annual report that includes financial statements and required supplementary information for APERS. That report may be obtained by writing to Arkansas Public Employees Retirement System, One Union National Plaza, 124 West Capitol, Suite 400, Little Rock, Arkansas 72201 or from their website www.apers.org.

Benefits Provided

Benefit provisions are set forth in Arkansas Code Annotated, Title 24, Chapters 5 and 6 and may only be amended by the Arkansas General Assembly. APERS provides retirement, disability and death benefits. Retirement benefits are determined as a percentage of the member's highest 3-year average compensation times the member's years of service. The percentage used is based upon whether a member is contributory or non-contributory as follows:

Contributory, prior to 7/1/2005	2.07%
Contributory, on or after 7/1/2005, but prior to 7/1/2007	2.03%
Contributory, on or after 7/1/2007	2.00%
Non-Contributory	1.72%

Members are eligible to retire with a full benefit under benefit under the following conditions:

- at age 65 with 5 years of service,
- at any age with 28 years actual service,
- at age 60 with 20 years of actual service if under the old contributor plan (prior to July 1, 2005), or
- at age 55 with 35 years of credited service for elected or public safety officials.

Members may retire with a reduced benefit at age 55 with at least 5 years of actual service at age 55 or at any age with 25 years of service.

Members are eligible for disability benefits with 5 years of service. Disability benefits are computed as an age and service benefit, based on service and pay at disability. Death benefits are paid to a surviving spouse as if the member had 5 years of service and the monthly benefit is computed as if the member had retired and elected the Joint & 75% Survivor option. A cost-of-living adjustment of 3% of the current benefit is added each year.

Contributions

Contribution requirements are set forth in Arkansas Code Annotated, Title 24, Chapter 4. The contributions are expected to be sufficient to finance the costs of benefits earned by members during the year and make a level payment that, if paid annually over a reasonable period of future years, will fully cover the unfunded costs of benefit commitments for services previously rendered. Members who began service prior to July 1, 2005 are not required to make contributions to APERS. Members who began service on or after July 1, 2005 are required to contribute 5% of their salary. Employers are required to contribute at a rate established by the Board of Trustees of APERS based on an actuary's determination of a rate required to fund the plan. The Enterprise and Service Funds contributed 15.32% of applicable compensation for the fiscal year ended June 30, 2020 and 2019. In some cases, an additional 2.5% of member and employer contributions are required for elected officials. Contributions to the plan for the year ended December 31, 2020 and 2019, were $56,972 and $55,942, respectively.

<u>Pension Liabilities, Pension Expense, Deferred Outflows of Resources and Deferred Inflows of Resources to Pensions</u>

At December 31, 2020 and 2019, the Department fund reported a liability of $545,779 and $452,394, respectively. The net pension liability was measured as of June 30, 2020 and 2019, and the total pension liability used to calculate the Net Pension Liability was determined by an actual valuation as of that date. The APERS collective net pension liability at June 30, 2020 and 2019, was $2,863,584,487 and $2,412,528,796, respectively. Each employer's proportion of the Net Pension Liability was based on the employer's share of contributions to the pension plan relative to the total contributions of all participating employers. The Enterprise and Service Funds proportion was 0.019% at June 30, 2020 and 2019. Deferred outflows of resources and deferred inflows of resources related to pensions for the Enterprise and Service Funds are as follows:

	2020		2019	
	Deferred Outflows of Resources	Deferred Inflows of Resources	Deferred Outflows of Resources	Deferred Inflows of Resources
Differences between expected and actual experience	$ 7,245	(361)	12,312	(673)
Changes of assumptions	6,838	(9,351)	24,554	(17,391)
Changes in proportionate share of contributions	7,785	(1,877)	3,036	(2,848)
Contributions since actuarial calculation	32,340	-	28,601	-
Net difference between projected and actual earnings on plan investments	57,751	-	-	(3,436)
Total	$ 111,959	(11,589)	68,503	(24,348)

The amount reported as deferred outflows of resources related to contributions since the actuarial calculation will be recognized as a reduction of the net pension liability for the years ending December 31, 2020 and 2019, respectively.

Amounts reported as deferred outflows of resources and deferred inflows of resources related to pensions will be recognized in pension expense in the financial statements as follows for the year ended June 30:

2021	6,711
2022	18,246
2023	25,854
2024	17,219
2025	-
Thereafter	-

Actuarial Assumptions

The total pension liability in the June 30, 2020, actual valuation was determined using the following actuarial assumptions, applied to all periods included in the measurement:

Actuarial Cost Method	Entry Age Normal
Amortization Method	Level of Percent of Payroll, Closed
Remaining Amortization Period	26 years
Asset Valuation Method	4-year smoothed market, 25% corridor
Investment Rate of Return	7.15%
Inflation	3.25% wage inflation, 2.50% price inflation
Salary Increases	3.25 – 9.85% including inflation
Retirement Age	Experience-based table of rates that are specific to the type of eligibility condition
Mortality Table	Based on RP-2000 Combined Health mortality table, projected to 2020 using Projection Scale BB, set-forward 2 years for males and 1 year for females
Average Service Life of All Members	4.0486

A single discount rate of 7.15% was used to measure the total pension liability at June 30, 2020 and 2019. This single discount rate was based on the expected rate of return on pension plan investments of 7.15% at June 30, 2020 and 2019. The projection of cash flows used to determine this single discount rate assumed that plan member contributions will be made at the current contribution rate and that employer contributions will be made at rates equal to the difference between actuarially determined contribution rates and the member rate. Based on these assumptions, the pension plan's fiduciary net position was projected to be available to make all projected future benefit payments of current plan members. Therefore, the long-term expected rate of return on pension plan investments was applied to all periods of projected benefit payments to determine the total pension liability.

The long-term expected rate of return on pension plan investments was determined using a building-block method in which best-estimate ranges of expected future real rates of return (expected returns, net of pension plan investment expense and inflation) are developed for each major asset class. These ranges are combined to produce the long-term expected rate of return by weighting the expected future real rates of return by the target asset allocation percentage and by adding expected inflation. Best estimates of arithmetic real rates of return for each major asset class included in the Department's target asset allocation are summarized in the table below:

City of Perryville Water and Sewer Department
(A Proprietary Fund of the City of Perryville, Arkansas)
Notes to Financial Statements
December 31, 2020 and 2019

	2020		2019	
Asset Class	Target Allocation	Long-Term Expected Real Rate of Return	Target Allocation	Long-Term Expected Real Rate of Return
Broad Domestic Equity	37%	6.22%	37%	6.20%
Domestic Fixed Income	18%	0.57%	18%	1.54%
International Equity	24%	6.69%	24%	6.33%
Real Assets	16%	4.81%	16%	3.32%
Absolute Return	5%	3.05%	5%	3.56%
Total	100%		100%	

Sensitivity of the Proportionate Share of the Net Pension Liability to Changes in the Discount Rate
The following presents the proportionate share of the Net Pension Liability using the discount rate of 7.15%, as well as what the Net Pension Liability would be if it were calculated using a discount rate that is 1-percentage-point lower (6.15%) or 1-percentage-point higher (8.15%) than the current rate:

Sensitivity of Discount Rate

1% Lower 6.15%	Discount Rate 7.15%	1% Higher 8.15%
$831,262	$545,779	$310,191

7. Other Post Employment Benefits

Department employees may participate in an OPEB (other post employee benefit) plan (the "OPEB Plan") resulting from Arkansas statutes which provide that any municipal official or employee vested in any retirement plan that has 20 years of service and attains 55 years of age may continue to participate in the Department's healthcare plan after retirement provided that they pay 100% of the group premium. Stand alone financial statements are not issued for the OPEB Plan.

For the years ended December 31, 2020 and 2019, the Department had no former employees or history of former employees participating in the OPEB Plan. Therefore, there is no annual required contribution or net OPEB obligation. Therefore, there is no annual required contribution or OPEB obligation under GASB Statement No. 75, *Accounting and Financial Reporting for Postemployment Benefits Other than Pensions*.

8. Related Party

The General Fund of the City of Perryville paid the Department $152,883 and $139,002 of city sales tax revenues for the years ended December 31, 2020 and 2019, respectively.

The Department paid the General Fund of the City of Perryville $39,000 and $71,000 for rent on a month-to-month basis for each of the years ended December 31, 2020 and 2019, respectively.

9. Risk Management

The Department is exposed to various risks of loss related to torts; theft of, damage to, and destruction of assets; errors and omissions and natural disasters. The Department considers it to be more economically feasible to participate in a public entity risk pool as opposed to purchasing commercial insurance for workers' compensation, vehicle and legal defense insurance. As such, they participate in the Arkansas Municipal League Risk Management Pool "AML", which is a public entity risk pool consisting of member political subdivisions of the State of Arkansas. The Enterprise and Service Funds pay an annual premium to the AML pool for its workers' compensation, vehicle and legal defense insurance. The AML Risk Management Pool for workers' compensation, vehicle and legal defense insurance is totally self-insured and each political subdivision that has participated in the AML pool is not subject to assessment if the funds it paid as premiums are insufficient to meet the obligations of the AML pool.

The Department continues to carry commercial insurance for all other risk of loss. Settled claims resulting from these risks have not exceeded commercial insurance coverage in any of the past three fiscal years and there have been no significant reductions in coverage provided.

10. Water and Sewer Rates

Water and sewer rates are established by city ordinance. The current Ordinance #2007-04 effective January 1, 2008 established rates for the 2008 year. Further, Ordinance #2008-06 provides for an annual adjustment in the water rates of 2% for the first 1,000 gallons utilized and 3% for each 1,000 gallons thereafter, and an annual adjustment in the sewer rates of 3%.

Water and sewer rates in effect at December 31, 2020, are as follows:

Water Rates
Residential and Commercial

Gallons	Perryville	Thornburg	Harris Brake	Cherry Hill
First 1,000	19.47	18.84	19.47	25.30
Each 1,000 after	3.12	8.64	3.12	4.43

Sewer Rates
Residential and Commercial

Gallons	Perryville	Thornburg	Harris Brake	Harris Brake
First 1,000	8.35	Sewer service	Sewer service	Sewer service
Next 3,000	1.89	not provided	not provided	not provided
Over 4,000	1.66			

11. Long-Term Debt

The Department modified their line of credit used for the replacement of old sewer lines to an unsecured installment note with a financial institution on June 20, 2017.

Long-term debt consists of the following at December 31:

	2020	2019
Note payable to a financial institution, unsecured, due in monthly installments of $1,888, including interest at a rate of 2.75%, maturing in June of 2023	$ 299,384	312,458
Less current maturities	(7,374)	(14,291)
	$ 292,010	298,167

Future maturities of long-term debt at December 31, 2020, are as follows:

2021	$ 7,374
2022	14,613
2023	15,020
2024	262,377
2025	-
Thereafter	-
	$ 299,384

12. Uncertainty

During the year ending December 31, 2020, local, U.S., and world governments have encouraged self-isolation to curtail the spread of the global pandemic, coronavirus disease (COVID-19), by mandating temporary work stoppage in many sectors and imposing limitations on travel and size and duration of group meetings. Most industries are experiencing disruption to business operations and the impact of reduced consumer spending. There is unprecedented uncertainty surrounding the duration of the pandemic, its potential economic ramifications, and any government actions to mitigate them. Accordingly, while management cannot quantify the financial and other impact to the Department as of May 14, 2021, management believes that a material impact on the Department's financial position and results of future operations is reasonably possible.

City of Perryville Water and Sewer Department
(A Proprietary Fund of the City of Perryville, Arkansas)
Statement of Revenues, Expenses and Changes in Net Position
Budgetary Comparison Schedule
For the Year Ended December 31, 2020
(See independent auditor's report.)

	2020 Actual	Original and Final Budget	Favorable/ (Unfavorable) Variance
Operating Revenue			
Water and sewer revenue	$ 1,201,659	1,263,500	(61,841)
Connection, service installation and miscellaneous fees	12,250	12,000	250
Total Operating Revenues	1,213,909	1,275,500	(61,591)
Operating Expenses			
Salaries	523,644	540,000	16,356
Depreciation and amortization	350,529	-	(350,529)
System maintenance, parts and service	237,348	321,000	83,652
Administrative expense	148,036	141,100	(6,936)
Utilities	78,974	79,000	26
Chemicals	108,890	102,000	(6,890)
Rent	36,000	36,000	-
Payroll expenses	38,996	32,000	(6,996)
Insurance	18,191	26,000	7,809
Total Operating Expenses	1,540,608	1,277,100	(263,508)
Operating Income (Loss)	(326,699)	(1,600)	(325,099)
Non-Operating Income (Expense)			
Sales tax revenue	152,883	-	152,883
Other income (expense)	27,510	27,500	10
Interest income	14,615	7,000	7,615
Interest expense	(49,439)	-	(49,439)
Total Non-Operating Income (Expense)	145,569	34,500	111,069
Change in Net Position	(181,130)	32,900	(214,030)
Net position - beginning of year	6,134,638	6,134,638	-
Net Position - End of Year	$ 5,953,508	6,167,538	(214,030)

City of Perryville Water and Sewer Department
(A Proprietary Fund of the City of Perryville, Arkansas)
Required Supplementary Information for Cost-Sharing Employer Plans
For the Year Ended December 31, 2020
(See independent auditor's report.)

Schedule of Proportionate Share of the Net Pension Liability and Related Ratios

June 30:	Proportion of Net Pension Liability	Proportionate Share of Net Pension Liability	Covered - Employee Payroll	Proportionate Share of Net Pension Liability as a Percentage of its Covered-Employee Payroll	Plan Fiduciary Net Position as a Percentage of the Total Pension Liability
2020	0.01906%	$ 545,779	367,719	148.42%	75.38%
2019	0.01875%	452,394	363,044	124.61%	78.55%
2018	0.01877%	413,972	347,027	119.29%	79.59%
2017	0.01867%	482,525	333,879	144.52%	75.65%
2016	0.02072%	495,379	371,879	133.21%	75.50%
2015	0.01358%	250,149	237,465	105.34%	80.39%

Schedule of Required Contributions Last Fiscal Year

June 30:	Contractually Required Contribution	Contributions in Relation to the Contractually Required Contribution	Contribution Deficiency (Excess)	Organization's Covered-Employee Payroll	Contributions as a Percentage of Covered-Employee Payroll
2020	$ 56,335	(56,335)	-	367,719	15.32%
2019	55,618	(55,618)	-	363,044	15.32%
2018	50,319	(50,319)	-	347,027	14.50%
2017	49,281	(49,281)	-	333,879	14.76%
2016	53,922	(53,922)	-	371,879	14.50%
2015	35,050	(35,050)	-	237,465	14.76%

Note: Only the six fiscal years are presented because 10-year-data is not yet available.

EGP PLLC
CPAs & Consultants

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

To the City Council
City of Perryville Water and Sewer Department

We have audited, in accordance with the auditing standards generally accepted in the United States of America and the standards applicable to financial audits contained in *Government Auditing Standards* issued by the Comptroller General of the United States, the financial statements of the City of Perryville Water and Sewer Department (the "Department") (a proprietary fund of the City of Perryville, Arkansas), as of and for the years ended December 31, 2020 and 2019, and have issued our report thereon dated May 14, 2021.

<u>Internal Control Over Financial Reporting</u>
In planning and performing our audit, we considered the Department's internal control over financial reporting (internal control) to determine the audit procedures that are appropriate in the circumstances for the purpose of expressing our opinion on the financial statements, but not for the purpose of expressing an opinion on the effectiveness of the Department's internal control. Accordingly, we do not express an opinion on the effectiveness of the Department's internal control over financial reporting.

Our consideration of internal control was for the limited purpose described in the preceding paragraph and was not designed to identify all deficiencies in internal control over financial reporting that might be material weaknesses or significant deficiencies and therefore, material weaknesses or significant deficiencies may exist that were not identified. However, as described in the accompanying schedule of findings and questioned costs, we identified certain deficiencies in internal control that we consider to be material weaknesses and significant deficiencies.

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. We consider the deficiencies described in the accompanying schedule of findings and questioned costs as items 2020-1, 2020-2 and 2020-4 to be material weaknesses.

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. We consider the deficiencies described in the accompanying schedule of findings and questioned costs as item 2020-3 to be a significant deficiency.

Compliance and Other Matters

As part of obtaining reasonable assurance about whether the Department's financial statements are free of 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 that is required to be reported under *Government Auditing Standards.*

The Department's Response to Findings

The Department's response to the findings identified in our audit is described in the accompanying schedule of findings and questioned costs. The Department's response was not subjected to the auditing procedures applied in the audit of the financial statements and, accordingly, we express no opinion to 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 entity's internal control or on compliance. This report is an integral part of an audit performed in accordance with *Government Auditing Standards* in considering the entity's internal control and compliance. Accordingly, this communication is not suitable for any other purpose.

EGP, PLLC

May 14, 2021

Certified Public Accountants and Consultants
North Little Rock, Arkansas

City of Perryville Water and Sewer Department
(A Proprietary Fund of the City of Perryville, Arkansas)
Schedule of Findings and Questioned Costs
For the Year Ended December 31, 2020

Summary of Auditor's Results

The auditor's report expresses a qualified opinion on the financial statements of City of Perryville Water and Sewer Department (the "Department") (a proprietary fund of the City of Perryville, Arkansas).

Significant deficiencies and material weaknesses in internal control were disclosed by the audit of the financial statements and are reported in the Independent Auditor's Report on Internal Control over Financial Reporting and on Compliance and Other Matters Based on an Audit of Financial Statements Performed in Accordance with *Government Auditing Standards*.

All matters reported under Governmental Auditing Standards for the year ended December 31, 2019, are reported as current year findings.

Findings and Questioned Costs Required to be Reported by *Government Auditing Standards*

<u>2020-1 (Prior year finding # 2019-1)</u>
In the auditor's report for the year ending December 31, 2019, dated December 10, 2020, it was noted that the Department did not have proper segregation of duties. This condition is repeated as current year finding #2020-1.

Criteria:	Management is responsible for establishing and maintaining effective internal control over financial reporting.
Condition:	We noted several instances where the Department does not have proper segregation of duties.
Context:	While obtaining an understanding of internal control over financial reporting, it was noted that the same person has the ability to initiate, record, process and report financial data.
Effect:	Potentially material misstatements in the financial statements or material misappropriations of assets due to error or fraud could occur and not be prevented or detected in a timely manner.
Cause:	The Department has a limited number of employees and has not adequately segregated duties or implemented monitoring or other compensating controls.
Recommendation:	We recommend that management consider hiring additional staff or make alternative efforts to segregate certain functions related to initiating, recording, processing and reporting financial data.
Management's Response:	The Department believes the costs of hiring additional accounting personnel would outweigh the benefits derived.

City of Perryville Water and Sewer Department
(A Proprietary Fund of the City of Perryville, Arkansas)
Schedule of Findings and Questioned Costs
For the Year Ended December 31, 2020

2020-2 (Prior year finding # 2019-2)
In the auditor's report for the year ending December 31, 2019, dated December 10, 2020, it was noted that the Department expenses all of its fixed asset additions and debt payments and does not maintain an adequate listing of capital assets. This condition is repeated as current year finding #2020-2.

Criteria:	Management is responsible for ensuring that the financial statements are in accordance with accounting principles generally accepted in the United States of America.
Condition:	The Department had misstated property, plant and equipment and revenue bonds payable in its internal financial statements.
Context:	During the testing of the fixed assets and debt, it was determined that the client expensed all additions to property, plant and equipment and had reflected payments on its revenue bonds as an expense rather than reducing the balance of the revenue bond payable.
Effect:	Property, plant and equipment and revenue bonds payable were misstated in the Department's internal financial statements.
Cause:	The Department accounts for its additions to property, plant and equipment and payments related to its revenue bonds on the cash basis.
Recommendation:	We recommend that management capitalize their property, plant and equipment according to the Department's capitalization policy and properly allocate revenue bond payments between interest expense and its corresponding liability accounts.
Management's Response:	The Department and City Council prefer to operate on the cash basis of accounting and deem the cost of the change in this method to outweigh the benefit.

2020-3 (Prior year finding # 2019-3)
In the auditor's report for the year ending December 31, 2019, dated December 10, 2020, it was noted that the Department does not write-off old accounts from the billing system. This condition is repeated as current year finding #2020-3.

Criteria:	Management is responsible for ensuring that the financial statements are in accordance with accounting principles generally accepted in the United States of America.
Condition:	The Department had misstated accounts receivable in its internal financial statements.
Context:	The Department has past due amounts in the billing system over 10 years old which are uncollectible. There is no system in place for writing off these old accounts. As noted in finding 2017-4, the billing system and the

	general ledger are not integrated; therefore management must make significant manual adjustments to properly state accounts receivable.
Effect:	There are numerous old accounts that have not been written-off from the billing system and accounts receivable were misstated in the Department's internal financial statements.
Cause:	The Department does not write off uncollectible accounts receivable.
Recommendation:	We recommend that management write-off all old accounts that are deemed uncollectible.
Management's Response:	The Department intends to remove uncollectible accounts receivable from the billing software and adjust the remaining amounts to bad debts.

2020-4 (Prior year finding # 2019-4)

In the auditor's report for the year ending December 31, 2019, dated December 10, 2020, it was noted that the Department does not reconcile the billing system to the general ledger. This condition is repeated as current year finding #2020-4.

Criteria:	Management is responsible for ensuring that the financial statements are in accordance with accounting principles generally accepted in the United States of America.
Condition:	The Department should review and reconcile total sales, accounts receivable, collections and account adjustments from the billing system to the general ledger on a recurring, frequent basis.
Context:	In the billing cycle, management does not adequately reconcile the billing system to the general ledger.
Effect:	Potentially material misstatements in the financial statements or material misappropriations of assets due to error or fraud could occur and not be prevented or detected in a timely manner.
Cause:	The Department does not adequately review and reconcile the amounts in the billing system to the general ledger.
Recommendation:	We recommend that management begin reviewing and reconciling total sales, accounts receivable, collections and account adjustments from the billing system to the general ledger.
Management's Response:	The Department reviews the reasonableness of all amounts and determines them to be reasonable and properly stated.