FREMONT SANITATION DISTRICT FINANCIAL STATEMENTS December 31, 2010 and 2009

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Board of Directors Fremont Sanitation District Canon City, Colorado

Independent Auditors' Report

We have audited the accompanying financial statements of Fremont Sanitation District (District), as of and for the years ended December 31, 2010 and 2009, as listed in the table of contents. These financial statements are the responsibility of the District's management. Our responsibility is to express an opinion on these financial statements based on our audits.

We conducted our audits in accordance with auditing standards generally accepted in the United States of America 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 audits to obtain reasonable assurance about whether the financial statements are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation. We believe our audits provide a reasonable basis for our opinion.

In our opinion, the financial statements referred to above present fairly, in all material respects, the financial position of the District, as of December 31, 2010 and 2009, and the changes in its financial position and its cash flows for the years then ended in conformity with accounting principles generally accepted in the United States of America.

In accordance with Government Auditing Standards, we have also issued our report dated March 14, 2010 on our consideration of the District's internal control over financial reporting and on our tests of its compliance with certain provisions of laws, regulations, contracts, and grant agreements and other matters. The purpose of that report is 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 and should be considered in assessing the results of our audits.

Board of Directors Fremont Sanitation District Page 2

The management's discussion and analysis, on pages i through ix, is not a required part of the basic financial statements, but is supplementary information required by accounting principles generally accepted in the United States of America. We have applied certain limited procedures, which consisted principally of inquiries of management regarding the methods of measurement and presentation of the required supplementary information. However, we did not audit the information and express no opinion on it.

Our audits were conducted for the purpose of forming an opinion on the financial statements that collectively comprise the District's basic financial statements. The schedule of expenditures of federal awards, required by OMB Circular A-133, on page 37, and the budgetary comparison schedules, on pages 25 through 30, are presented for purposes of additional analysis, and are not a required part of the basic financial statements. The schedule of expenditures of federal awards and the budgetary comparison schedules have been subjected to the auditing procedures applied in the audits of the basic financial statements and, in our opinion, are fairly stated in all material respects in relation to the basic financial statements taken as a whole.

March 14, 2011

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Fremont Sanitation District

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ANNUAL REPORT
YEAR ENDING DECEMBER 31, 2010

Overview of the Financial Statements

This annual report consists of the following parts: Management's Discussion and Analysis, Basic Financial Statements, and Other Required Supplementary Information. The Financial Statements include notes that explain in detail some of the information included in the basic financial statements.

FINANCIAL HIGHLIGHTS FOR FISCAL YEAR 2010

- Total Net Assets, after accumulated depreciation expense increased by \$1,602,539.
- Operating Fund balance increased by \$782,801 due to utilization of the Construction Crew on projects funded by System Development Fee transfers in the amount of \$288,391. Conversely, System Development Fee balances increased by the same amount. The focus on development of system upgrades, rather than strictly maintenance and repairs, resulted in an increase to the District's Capital Assets. This was in the form of pipeline expansion and upgrades of \$1,782,926, specifically relating to the South Cañon Trunk and North Cañon Project.

- Depreciation expense was in the amount of \$1,385,459
- Total Liabilities decreased by \$432,288.
- There was a reduction in Long Term Debt of \$430,260
- Operating Revenues increased \$182,961.

MANAGEMENT'S DISCUSSION AND ANALYSIS

The purpose of this section is to provide non-technical information, so that the average District "shareholder" can understand the financial condition of the District. This understanding can then be utilized when evaluating rate increases and the effectiveness and efficiency of the District's operations.

Who We Are

Fremont Sanitation District is a "Quasi-Private Public Entity" formed under Colorado Special District's Laws. This means that we are a public body which is overseen by an elected Board of Directors, similar to a City and City Council. Unlike a City however, we operate as a non-profit business commonly referred to as an "enterprise fund". All of the people living or who own property within our boundaries are the "shareholders". All of our "shareholders" are eligible to vote on who is to sit on the Board of Directors. Only "shareholders" who live within the District's boundaries are eligible to be elected to sit on the Board of Directors. The Board's primary responsibilities are to protect the public's health and its capital investment in treatment and collection systems, while meeting environmental protection laws.

We use the term shareholder here rather than citizen or customer, because "shareholder" more accurately depicts the working relationship between the Board of Directors and District employees on one hand with the citizen customer (shareholder) on the other. Each of our customers is part owner in the system, as well as a user. Therefore, they have a vested interest in

the proper maintenance and operation of the system. This relationship is different than what exist with most other utilities like telephone, gas, or electrical because their customers are not part "owners" of the system, they are merely, or more simply, just that - customers.

The District has approximately 150 miles of pipes and 1,800 manholes that make up the collection system. This system transports 1.5 billion gallons of wastewater to the treatment plant annually for treatment. Pipes range in size from 6-inch to 36-inch in diameter and are buried up to 40 feet in the ground.

As of December 31, 2010, we reported an increase of 164 new accounts (146 are for the North Canon Area Project) which translates to 164 Equivalent Residential Units (ERU's). Of those ERU's, 161 were strictly residential and 3 were commercial units. System Development Fees from these new accounts totaled \$421,800 (\$365,000 was from the North Canon Project). The District boundaries contain an estimated population (including inmates) of 36,000 people.

REQUIRED FINANCIAL STATEMENTS

The Financial Statements of the District report information utilizing the full accrual basis of accounting. The Statement of Net Assets (page 3) include information on the District's assets and liabilities and provide information about the nature and amounts of investments in resources (assets) and the obligations to District creditors (liabilities). The Statement of Revenues, Expenses and Changes in Net Assets (page 4) identifies the District's revenues and expenses for the fiscal year ended December 31, 2010. The third financial statement is the Statement of Cash Flows (page 5). This statement provides information on the District's cash receipts, cash payments and changes in cash resulting from operations, investments and financing activities. From the Statement of Cash Flows, the reader can obtain comparative information on the source and use of cash and the change in the cash and cash equivalents balance for the past fiscal year.

FINANCIAL ANALYSIS OF THE DISTRICT

When evaluating the financial condition of an entity the first thing to look at is the Statements of Net Assets and the Statements of Revenues, Expenses and Changes in Total Assets. For 2010 the District's current assets (cash and equivalent) shows an increase, while short term investments also shows an increase. Current Assets, which is considered to be an asset that consists of cash and other resources and is reasonably expected to be realized in cash or consumed within one year, increased by \$266,682. Total Assets, which is defined as the total resources owned by the District, increased by \$1,170,251. A large majority of total assets of the District resides within our system of pipelines, the Service Center and the Rainbow Park Regional Wastewater Treatment Plant. In order to maintain an acceptable accounting standard of reporting, the District annually makes an adjustment of "Accumulated Depreciation" for these types of assets. In 2010, the District had \$1,385,459 in accumulated depreciation adjustments. As a rule of thumb if Current Assets and Total Assets are increasing, everything is probably fine. If Current or Total Liabilities begin to increase more than the Current or Total Assets accounts are, then further assessment is warranted. Management has determined that the District will not be able to continue to expend System Development Fees for related growth projects, because the reserves are not being replenished due to the decrease in new construction. Management is aware that current operating revenues are not sufficient to cover operating costs.

REVENUES

District operations are funded from revenues received from the various fees charged for services, interest income, and capital recovery through connection fees.

Condensed Statement of Revenues

Revenue Source	2009	2010	Change <u>Gain/(Loss</u>)
Residential Customers	\$2,490,408	\$2,616,048	\$ 125,640
Commercial Customers	\$ 581,398	\$ 598,477	\$ 17,079
Institutional (Prisons)	\$1,121,140	\$1,118,990	(\$ 2,150)
Capital Recovery	\$ 687,800	\$1,987,597	\$ 1,299,797
Interest Income	\$ 3,310	\$ 188	(\$ 3,122)
Other Revenues	\$ 211,330	\$ 253,653	\$ 42,323
Total Revenues	\$5,095,386	<u>\$6,574,953</u>	<u>\$ 1,479,567</u>

Revenue for services increased by \$140,569 although both Commercial and Institutional revenues fell short of budget projections. The current economic slow-down has negatively affected revenue received from Commercial accounts. Revenue from Commercial accounts increased by 2.9% from 2009 to 2010, which included a 4% rate increase during this period. Likewise, revenue from Institutional (Prison) accounts did not keep pace with the imposed rate increase. Capital Recovery increased by \$1,299,797, which is attributed to receiving Community Development Block Grant Funds (CDBG) and American Reinvestment and Recovery Act Funds (ARRA) for the North Canon Project.

EXPENSES

Condensed Statement of Expenses

	2009	2010	Change Gain/(Loss)
Waste Transmission	\$ 667,174	\$ 883,128	\$ 215,954
Treatment Plant	\$1,250,340	\$1,136,933	(\$ 113,407)
District Administration	<u>\$3,018,685</u>	\$4,576,075	\$ 1,557,390
Total Expenses	\$4,936,199	\$6,596,136	\$ 1,659,937

CAPITAL ASSETS

As of December 31, 2010, the District had capital assets of \$20,249,833. The District received \$421,800 in System Development Fees during Budget Year 2010. In addition to the assets listed, the District has many miles of sanitary sewer mains, which while being fully depreciated and no longer carried on the books, are still operating and providing an economic benefit to the District.

Phase 2 of the South Canon Interceptor project was completed in 2010. The North Canon Project will be completed in 2011.

Condensed Statement of Net Assets

	2009	2010	Change Gain/(Loss)
Cash and Other Assets Capital Assets	\$ 5,887,573 \$19,734,463	\$ 6,542,454 \$20,249,833	\$ 654,881 \$ 515,370
Total Assets	\$25,622,036	\$26,792,287	\$1,170,251
Outstanding Long Term Deb	ot\$5,451,059	\$5,009,012	(\$ 442,047)
Current Liabilities	\$1,271,628	\$1,281,387	\$ 9,759
Total Liabilities	\$6,722,687	\$6,290,399	(\$ 432,288)
Net Assets			
Invested in Capital Assets			
Net of Related Debt	\$13,792,655	\$14,737,621	\$ 944,966
Restricted	\$ 146,500	\$ 142,000	(\$ 4,500)
Unrestricted	\$ 4,960,194	\$ 5,622,267	\$ 662,073
Total Net Assets	<u>\$18,899,349</u>	\$20,501,888	\$1,602,539

LONG-TERM DEBT

As of December 31, 2010, the District had \$5,519,349 in outstanding debt principal. This amount represents a reduction in the amount of \$430,260 as the result of payments during 2010. Of this outstanding debt principal amount, \$1,096,322 is for debt incurred to provide sanitary sewer service, to (2) Local Improvement Districts (LID). Those "LIDS" are responsible for funding the semi-annual debt retirement payments. Monthly fees are collected from accounts within these areas in addition to the standard monthly fee the Fremont Sanitation District charges

all of its customers. These are 40 year notes with varying ending dates. The remaining amount of debt is for work performed at the Treatment Plant and construction of the District's Service Center. This debt was a 20 year bond with an end date of 2019. The District has made certain covenants related to these bonds which are discussed in Note 6 on pages 19-20 of these financial statements.

Condensed Schedule of Revenues-Expenses Budget and Actual

	Budget	Budget	
	Original	Amended	Actual
	<u>2010</u>	2010	<u>2010</u>
Revenues	\$5,804,502	\$7,707,768	\$6,585,894
Expenses	\$5,294,510	\$6,605,736	\$5,908,728

ECONOMIC FACTORS AND NEXT YEARS BUDGET AND RATES

The District's Board of Directors adopted the 2011 Budget on December 21, 2010. The adopted budget contained a 2% rate increase for 2011.

The slow economy has significantly reduced housing and business starts during the previous two years and this trend is expected to continue throughout 2011. In such, Residential and Commercial System Development Fees have been modestly estimated at \$15,000 and \$10,000 respectively for the 2011 Budget. Additionally, the District will be negotiating a new Utilities Contract with the Federal Bureau of Prisons (BOP) during 2011 and it is anticipated that BOP will owe the District approximately \$450,000 in System Development Fees for currently housed inmates in excess of their allowable population.

Five Year Projection

The District entered into an Energy Performance Contract with Johnson Controls, Inc. in January 2011 in the sum of \$508,560. The goal of this contract is to significantly reduce the amount of electric, natural gas and water consumed by District facilities and thus return substantial long-

term operational savings over the next 20 years. It is anticipated that this contract will be completed by mid 2011.

The presence of Hydrogen Sulfide gas in the District's collection system is an issue that must also be addressed in the near future. Low levels of hydrogen sulfide gas in the collection system can result in the production of odors that may be detected by residents living near major sewer mains. At higher levels hydrogen sulfide gas within the collection system can lead to the generation of sulfuric acid which is highly corrosive to concrete mains and manholes. In 2009, the District rehabilitated a section of concrete interceptor sewer main that was damaged by the presence of sulfuric acid and an additional section of concrete interceptor sewer main damaged by sulfuric acid has been identified and will require repairs in 2011. Currently the District's Engineering Department is analyzing the situation and identifying potential solutions that would neutralize the hydrogen sulfide gas within the system. It is anticipated, that funds will be requested in the 2012 budget to correct this issue. Additionally, it is anticipated that funding will be requested in subsequent budgets to renovate damaged sections of the interceptor.

It is also anticipated that the District will need to undertake a comprehensive rate study and System Development Fee study within the next five years. The last rate study was performed in 2000 with the most recent System Development Fee study being completed in 2002.

While not specifically within the next five years, the District nonetheless will need to begin financial planning for potential wastewater treatment plant expansions, that would be required if flow or organic loading reach 80% of design capacity. Currently, the treatment plant operates at approximately 56% of flow design capacity (based on average daily flows) and approximately 45% of organic load design capacity (based on average daily loading of BOD). It was originally projected that 80% of design capacity for flow would be reached in 2018, but given the current economic slow-down and its affect on new construction, it is reasonable to expect this anticipated date to be later than originally anticipated.

Anyone having questions or comments regarding anything in this Audit Report should address them to the District's Board of Directors, at 107 Berry Parkway, Canon City, CO 81212. Comments can be made by phone at (719)269-9050, or by email at info@fremontsanitation.com.

STATEMENT OF NET ASSETS

December 31, 2010 and 2009

ASSETS	2010	2009
Current Assets:		
Cash and Cash Equivalents (Note 3)	\$ 1,649,566	\$ 2,273,292
Investments, Short-Term (Note 3)	2,812,693	1,977,886
Grants Receivable	252,390	169,652
Customer and Other Accounts Receivable (Note 2)	548,026	601,663
Notes Receivable, Current (Note 4)	861	950
Inventory - Consumable Supplies	95,822	66,979
Prepaid Expenses		2,254
Total Current Assets	5,359,358	5,092,676
Noncurrent Assets:		
Loan Savings Receivable	6,426	6,426
Restricted Cash and Investments (Note 3)	1,168,619	778,385
Notes Receivable, Long-Term (Note 4)	8,051	10,086
Total Noncurrent Assets	1,183,096	794,897
Capital Assets (Note 5):		
Non-Depreciable	1,053,508	1,092,802
Depreciable, Net of Accumulated Depreciation	19,196,325	18,641,661
Total Capital Assets	20,249,833	19,734,463
Total Assets	26,792,287	25,622,036
LIABILITIES		
Current Liabilities:		
Accounts Payable	299,245	262,956
Accrued Interest Payable	81,196	83,026
Long-Term Debt, Current (Note 6)	447,137	430,264
Accrued Salaries and Wages and Related Liabilities	33,156	93,989
Compensated Absences (Note 6)	117,709	109,392
Deferred Revenues - Customer User Charges	302,944	292,001
Total Current Liabilities	1,281,387	1,271,628
Non-Current Liabilities:		
Long-Term Debt, Net of Unamortized		
Discount and Issuance Costs (Note 6)	5,009,012	5,451,059
Total Liabilities	6,290,399	6,722,687
Net Assets		
Invested in Capital Assets, Net of Related Debt	14,737,621	13,792,655
Restricted (Note 9)	142,000	146,500
Unrestricted	5,622,267	4,960,194
Total Net Assets	\$ 20,501,888	\$ 18,899,349

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

STATEMENT OF REVENUES, EXPENSES AND CHANGES IN NET ASSETS

For the Years Ended December 31, 2010 and 2009

	2010		2009	
OPERATING REVENUES	(List)			
Customer Service Charges	\$	4,500,608	\$	4,342,097
Miscellaneous		86,055		61,605
Total Operating Revenues		4,586,663	e de la composition della comp	4,403,702
OPERATING EXPENSES				
Waste Collection and Transmission		1,179,258		1,168,081
Wastewater Treatment		1,053,585		1,079,800
Solids Processing		197,939		186,795
Buildings and Grounds - Plant		19,304		62,202
Buildings and Grounds - Service Center		92,122		103,152
Administration - Finance		429,427		482,091
Administration - Information Technology		194,555		
Administration - Management and General		175,850		247,283
Depreciation		1,385,459		1,369,851
Total Operating Expenses		4,727,499		4,699,255
OPERATING LOSS		(140,836)		(295,553)
NONOPERATING REVENUES (EXPENSES)				
Interest Income		50,340		86,238
Bond Interest Expense		(239,827)		(231,860)
Amortization Expense (Note 6)		(5,086)		(5,088)
Net Nonoperating Revenues (Expenses)		(194,573)		(150,710)
Loss Before Contributions		(335,409)		(446,263)
CAPITAL CONTRIBUTIONS				
Capital Grants		1,866,467		535,478
System Development Fees		71,481		69,966
Total Capital Contributions		1,937,948		605,444
CHANGE IN NET ASSETS		1,602,539		159,181
NET ASSETS, Beginning of Year		18,899,349		18,740,168
NET ASSETS, End of Year	\$	20,501,888	\$	18,899,349

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

STATEMENT OF CASH FLOWS

For the Years Ended December 31, 2010 and 2009

CASH FLOWS FROM OPERATING ACTIVITIES Receipts from Customers \$ 4,565,188 \$ 4,265,865 Payments to Suppliers (1,166,820) (863,838) Payments to Employees (1,1716,036) (2,455,392) Net Cash Provided by Operating Activities CASH FLOWS FROM CAPITAL AND RELATED FINANCING ACTIVITIES Collections on Notes Receivable Capital Grants Received Acquisition of Capital Assets Reclassification of Capital Assets Reclassification of Capital Assets Reclassification of Capital Assets Reclassification of Capital Assets Principal Payments Net Cash Used in Capital and Related Financing Activities CASH FLOWS FROM INVESTING ACTIVITIES Net Lowstment Activity Interest Received Net Cash Provided by (Used in) Investing Activities Net Cash Provided by (Used in) Investing Activities Net Cash Provided by (Used in) Investing Activities (233,492) INCREASE (DECREASE) IN CASH AND CASH EQUIVALENTS CASH AND CASH EQUIVALENTS, Beginning of Year CASH AND CASH EQUIVALENTS, Beginning of Year CASH AND CASH EQUIVALENTS, End of Year CASH AND CASH EQUIVALENTS, End of Year RECONCILIATION OF CASH AND CASH EQUIVALENTS Cash and Cash Equivalents Total Cash and		2010	2009
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Reclassification of Capital Assets			
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Interest Paid			4405 050
Contributions - System Development Fees 71,481 69,966 Net Cash Used in Capital and Related Financing Activities (715,412) (1,489,382) CASH FLOWS FROM INVESTING ACTIVITIES (834,807) 1,862,114 Interest Received 50,340 86,238 Net Cash Provided by (Used in) Investing Activities (784,467) 1,948,352 INCREASE (DECREASE) IN CASH AND CASH EQUIVALENTS (233,492) 1,466,210 CASH AND CASH EQUIVALENTS, Beginning of Year 3,051,677 1,585,467 CASH AND CASH EQUIVALENTS, End of Year 2,818,185 3,051,677 RECONCILIATION OF CASH AND CASH EQUIVALENTS 2,818,185 3,051,677 RECONCILIATION OF CASH AND CASH EQUIVALENTS 2,818,185 3,051,677 RECONCILIATION OF OPERATING LOSS TO 1,168,619 778,385 Total Cash and Cash Equivalents 1,649,566 2,273,292 RECONCILIATION OF OPERATING LOSS TO (140,836) (295,553) ADJUSTMENTS TO RECONCILE OPERATING (140,836) (295,553) ADJUSTMENTS TO RECONCILE OPERATING (140,836) (295,553) ADJUSTMENTS TO RECONCILE OPERATING (1,083,64) (295,			
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Net Investment Activity	Net Cash Used in Capital and Related Financing Activities	(715,412)	(1,489,382)
Interest Received 50,340 86,238 Net Cash Provided by (Used in) Investing Activities (784,467) 1,948,352 INCREASE (DECREASE) IN CASH AND CASH EQUIVALENTS (233,492) 1,466,210 CASH AND CASH EQUIVALENTS, Beginning of Year 3,051,677 1,585,467 CASH AND CASH EQUIVALENTS, End of Year 2,818,185 3,051,677 RECONCILIATION OF CASH AND CASH EQUIVALENTS (233,492) 1,469,566 Cash and Cash Equivalents 1,649,566 2,273,292 Restricted Cash and Cash Equivalents 1,168,619 778,385 Total Cash and Cash Equivalents 2,818,185 3,051,677 RECONCILIATION OF OPERATING LOSS TO (140,836) (295,553) RECONCILIATION OF OPERATING LOSS TO (140,836) (295,553) ADJUSTMENTS TO RECONCILE OPERATING (140,836) (295,553) LOSS TO NET CASH PROVIDED BY OPERATING (140,836) (295,553) Changes in Assets and Liabilities: (10,rease) Decrease in Accounts Receivable (53,637 (80,962) (16,726)			
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ACTIVITIES: 1,385,459 1,369,851 Changes in Assets and Liabilities: (Increase) Decrease in Accounts Receivable 53,637 (80,962) Increase in Loan Savings Receivable (6,426) Decrease in Prepaid Expenses 2,254 (Increase) Decrease in Inventory (28,843) 52,036 Increase in Accounts Payable 36,289 147,260 Increase (Decrease) in Accrued Compensated Absences 8,317 (189,349) Decrease in Wages and Related Liabilities (60,833) (773) Increase in Deferred Revenues 10,943 11,156			
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Increase in Deferred Revenues 10,943 11,156			
110t Cubit 110 tides by Operating 110ti titles	Net Cash Provided by Operating Activities	\$ 1,266,387	\$ 1,007,240

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

NOTES TO THE FINANCIAL STATEMENTS December 31, 2010 and 2009

NOTE 1: ORGANIZATION AND REPORTING ENTITY

Organization

The Fremont Sanitation District (District) was organized under the provisions of the Colorado Revised Statutes for the sole purpose of providing sewer utility service to the citizens of the District.

The District is governed by an elected, seven-member Board of Directors. Each member serves a four-year term; however, the members are not elected in the same year.

Reporting Entity

The District's financial statements include accounts only for District operations. The criteria for including organizations as component units within the District's reporting entity, as stated by the Governmental Accounting Standards Board (GASB) Statement Nos. 14 and 39, include whether:

The organization is legally separate (can sue or be sued in its own name). The District holds corporate powers of the organization. The District appoints a voting majority to the organization's board. The District is able to impose its will on the organization. The organization has the potential to impose a financial benefit/burden on the District. There is a fiscal dependency by the organization on the District.

Based on the above criteria, the District has no component units and is not considered a component unit of another entity.

NOTE 2: SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Basic Financial Statements

The basic financial statements of the District include fund financial statements for a proprietary fund. The District is a special purpose government engaged in only business-type activities. For these governments, only enterprise fund statements are presented.

NOTES TO THE FINANCIAL STATEMENTS (Continued) December 31, 2010 and 2009

NOTE 2: SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)

Basis of Presentation and Accounting

The District's basic financial statements are presented on the full accrual basis of accounting and conform to accounting principles generally accepted in the United States of America. The District has elected under GASB Statement No. 20, Accounting and Financial Reporting for Proprietary Funds and Other Governmental Activities That Use Proprietary Fund Accounting, to apply all applicable GASB pronouncements as well as any applicable pronouncements of the Financial Accounting Standards Board (FASB) Accounting Standards Codification (ASC), the Accounting Principles Board, or any Accounting Research Bulletins issued before, but not after, November 30, 1989, unless these pronouncements conflict with or contradict GASB pronouncements.

The accounts of the District are organized on the basis of a proprietary fund type, specifically an enterprise fund. The activities of this fund are accounted for with a separate set of self-balancing accounts that comprise the District's assets, liabilities, net assets, revenues and expenses. Enterprise funds account for activities that (i) are financed with debt that is secured solely by a pledge of the net revenues from fees and charges of the activity; or (ii) that are required by laws or regulations that the activity's costs of providing services, including capital costs, (such as depreciation or debt service), be recovered with fees and charges, rather than with taxes or similar revenues; or (iii) that the pricing policies of the activity establish fees and charges designed to recover its costs, including capital costs (such as depreciation or debt service).

The accounting and financial reporting treatment applied to the District is determined by its measurement focus. The transactions of the District are accounted for on a flow of economic resources measurement focus. With this measurement focus, all assets and all liabilities associated with the operations are included on the statement of net assets. Net assets (i.e. total assets net of total liabilities) are segregated into invested in capital assets, net of related debt; restricted; and unrestricted components.

Management of the District has made certain estimates and assumptions relating to the reporting of assets, liabilities, revenues and expenses to prepare these financial statements in conformity with generally accepted accounting principles. Actual results may differ from those estimates.

NOTES TO THE FINANCIAL STATEMENTS (Continued) December 31, 2010 and 2009

NOTE 2: SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)

Cash Equivalents and Investments

The District considers all highly liquid investments (including restricted cash equivalents) with maturities of three months or less when purchased to be cash equivalents.

Investments are presented at fair value. Long-term investments consist of monies that are not liquid, lasting for longer than a year. Short-term investments generally mature, or are otherwise available for withdrawal, in less than one year. This includes bank certificates of deposit.

Inventory

Inventory consists of consumable supplies stated at cost determined by the first-in, first-out method.

Property, Plant and Equipment

The cost of additions to buildings, treatment plant and transmission system, in addition to equipment, is capitalized. The District defines capital assets as assets with an initial, individual cost of \$5,000 or more and an estimated life greater than one year. The cost and accumulated depreciation of sold or retired assets is deducted from capital assets, and any profit or loss resulting from the disposal is credited or charged in the nonoperating section of the statement of revenues, expenses and changes in net assets. The cost of current repairs, maintenance, and minor replacements is charged to expense.

Depreciation has been provided over estimated useful lives of the assets using the straight-line method. The estimated useful lives are as follows:

Buildings, Treatment Plant, and Transmission System	20 - 50 Years
Improvements	10 - 25 Years
Equipment	3 - 30 Years

Long-Term Debt and Costs

Long-term debt is reported at face value, net of applicable discounts and unamortized bond issuance costs. Costs related to the issuance of debt are deferred and amortized over the lives of the various debt issues.

NOTES TO THE FINANCIAL STATEMENTS (Continued) December 31, 2010 and 2009

NOTE 2: SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)

Operating Revenues and Expenses

Operating revenues and expenses consist of those revenues that result from the ongoing principal operations of the District. Operating revenues consist primarily of charges for services. Nonoperating revenues and expenses consist of those revenues and expenses that are related to financing and investing-type activities, and the results from nonexchange transactions or ancillary activities. When an expense is incurred for purposes for which there are both restricted and unrestricted net assets available, it is the District's policy to apply those expenses to restricted net assets to the extent such are available and then to unrestricted net assets.

Net Assets

Net assets comprise the various net earnings from operating income, nonoperating revenues and expenses, and capital contributions. Net assets are classified in the following three components:

<u>Invested in capital assets</u>, net of related debt - This component of net assets consists of capital assets, net of accumulated depreciation, and reduced by the outstanding balances of any bonds, mortgages, notes or other borrowing 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 invested in capital assets, net of related debt. Rather, that portion of the debt is included in the same net assets component as the unspent proceeds.

<u>Restricted</u> - This component of net assets 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.

<u>Unrestricted net assets</u> - This component of net assets consist of net assets that do not meet the definition of "restricted" or "invested in capital assets, net of related debt." The District's Board of Directors designated \$180,040 and \$174,227 of its unrestricted net assets to be used for the purchase of equipment for 2010 and 2009 respectively.

NOTES TO THE FINANCIAL STATEMENTS (Continued) December 31, 2010 and 2009

NOTE 2: SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)

Compensated Absences

The Board of Directors has established the following policies regarding vacation and sick leave for the District's employees:

<u>Vacation</u> - Vacation time is accrued monthly, depending on an employee's term of service, and is payable upon termination, subject to restrictions set forth in the District's policy manual.

<u>Sick Leave</u> - Sick leave is accrued monthly and accumulations in excess of 240 hours are payable annually at the rate of 50% of such excess hours by December 1 of the current year. Employees separating from the District in good standing after 10 years or more of service shall be paid for any unused sick leave up to a maximum of 360 hours, at 50% of their current annual salary.

Budgetary Data

The District follows these procedures in establishing budgetary data reflected in the financial statements:

Prior to the December Board of Directors' meeting, the District Manager submits the budget to the Board of Directors at a planning session. In December, at a public hearing, the budget is legally enacted through passage of a resolution by the Board of Directors. Unused appropriations lapse at the end of the year. The level of control (level at which expenses may not exceed appropriations) is at the total fund level.

The Board of Directors may amend the budget at any time during the year. For 2010 the District amended the budget by \$1,903,266. For 2009, the District amended the budget by \$3,300,000.

Budgetary Basis

The District's budget is adopted on a basis consistent with generally accepted accounting principals (GAAP) with the following exceptions: Principal retired is budgeted as an expense, depreciation and amortization of debt issuance costs are not budgeted, capital outlays and debt issuance costs are treated as expenses for budget purposes, and deferred revenues are treated as collected revenues for budgetary purposes.

NOTES TO THE FINANCIAL STATEMENTS (Continued) December 31, 2010 and 2009

NOTE 2: SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)

Budgetary Basis (Continued)

Also, unrealized gain on investments is revenue for reporting purposes, but is not considered a source of budgetary resources, and interest expense is accrued for reporting purposes but, for budgetary purposes, is recorded as an expense when paid.

Receivables

Accounts receivable are for customer user charges and reimbursement of expenses. The 2010 balance of \$548,026 is comprised of customer user charges and expense reimbursements in the amount of \$547,344 and \$682, respectively. The 2009 balance of \$601,663 is comprised of customer user charges and expense reimbursements in the amount of \$601,486 and \$177, respectively. An allowance for doubtful accounts is not provided because the uncollectible amounts were determined to be immaterial by management.

Concentration of Customer Risk

The District receives substantial revenues from two main customers that account for about 25% of revenues in both 2010 and 2009. The Department of Corrections and the Federal Correction Center account for approximately 11% and 5%, respectively, of total service charge revenues in 2010 and 14% and 12%, respectively, in 2009. These entities account for approximately 11% and 5%, respectively, of accounts receivable in 2010 and 18% and 6%, respectively, in 2009.

NOTE 3: CASH DEPOSITS AND INVESTMENTS

Cash Deposits

The Colorado Public Depository Protection Act (PDPA) requires all units of local government deposit cash in eligible public depositories. Eligibility is determined by state regulators, and amounts on deposit in excess of federal insurance levels must be collateralized. The eligible collateral is specified by the PDPA. PDPA allows the institution to create a single collateral pool for all public funds. The pool is to be maintained by another institution or held in trust for all the uninsured public deposits as a group. The market value of the collateral must be at least equal to 102% of the uninsured deposits.

NOTES TO THE FINANCIAL STATEMENTS (Continued) December 31, 2010 and 2009

NOTE 3: CASH DEPOSITS AND INVESTMENTS (Continued)

Cash Deposits (Continued)

The State Regulatory Commissions for banks and savings and loan associations are required by statute to monitor the naming of eligible depositories and reporting of the uninsured deposits and assets maintained in the collateral pools.

Custodial credit risk is the risk that, in the event of a bank failure, the District's deposits may not be returned to it. As of December 31, 2010 and 2009, the District's deposits were not exposed to custodial credit risk, as all deposits were insured within various banking institutions by the Federal Deposit Insurance Commission (FDIC) or collateralized in accordance with PDPA.

At December 31, 2010 and 2009, the District had the following book and bank balances:

	20	10			200)9	
	Book	1910	Bank	STUD II	Book	I Y	Bank
Cash on Hand	\$ 800	\$		\$	800	\$	
Insured	1,766,088		1,766,088		1,058,092		1,058,092
Collateralized	3,863,990		4,297,448		3,970,671		4,107,909
Total Cash Deposits	\$ 5,630,878	\$	6,063,536	\$	5,029,563	\$	5,166,001

Investments

The District does not have a Board-adopted investment policy but, rather, follows the requirements of Colorado Revised Statutes. These statutes specify investment instruments meeting defined rating and risk criteria in which the District may invest:

- United States Treasury Obligations
- Federal Instrumentality Securities
- Time Certificates of Deposit
- Commercial Paper
- Money Market Mutual Funds
- Local Government Investment Pools

NOTES TO THE FINANCIAL STATEMENTS (Continued) December 31, 2010 and 2009

NOTE 3: CASH DEPOSITS AND INVESTMENTS (Continued)

Interest Rate Risk

Although the District has no formal policy regarding interest rate risk, District management limits the weighted average of maturity of its portfolios to no more than three years. Annually, the Board passes a resolution specifying which institutions may be used for investing.

Credit Risk

Despite not having a written investment policy, the District's practice is to apply the prudent person rule where investments are made as a prudent person would be expected to act. Through application of this rule, the District limits investments in fixed income securities to U.S. Treasury bills, notes, and bonds; certificates of deposit; commercial paper; and local government investment pools. In practice, the District also limits investments in commercial paper to that rated A-1 by Standard & Poor's.

As of December 31, 2010, the District had the following investments:

	Market Value	Maturities Up To One Year
Certificates of Deposit	\$ 2,812,693	\$ 2,812,693
Total Investments	\$ 2,812,693	\$ 2,812,693
	The state of the s	THE RESERVE OF THE PARTY OF THE

As of December 31, 2009, the District had the following investments:

	Market Value	Maturities Up To One Year
Certificates of Deposit	\$ 1,977,886	\$ 1,977,886
Total Investments	\$ 1,977,886	\$ 1,977,886

NOTES TO THE FINANCIAL STATEMENTS (Continued) December 31, 2010 and 2009

NOTE 3: CASH DEPOSITS AND INVESTMENTS (Continued)

Credit Risk (Continued)

As of December 31, 2010 and 2009, all investments have a maturity of less than one year and are, therefore, classified as short-term.

It is the intent of the District to diversify the investments within the portfolio to avoid incurring unreasonable risks inherent in over investing in specific instruments, individual financial institutions or maturities.

Cash deposits and investments, as reported on the accompanying statement of net assets, are as follows:

	es jiv	2010	2009
Cash and Cash Equivalents	\$	1,649,566	\$ 2,273,292
Restricted Cash and Cash Equivalents		1,168,619	778,385
Short-term Investments	1	2,812,693	1,977,886
Total	\$	5,630,878	\$ 5,029,563

The District's revenue bond indentures require the District to maintain special reserve accounts related to debt service. These restricted cash accounts are used to pay current and future interest and principal payments, as well as fund operational and maintenance expenses in the event there are insufficient funds available from current revenues.

NOTE 4: NOTES RECEIVABLE

Prior to 2008, the District expanded its service lines in Florence, Colorado. In order for homeowners to connect onto the service line, a charge of \$2,098 per connection for each residence was made. The charges are in the nature of notes receivable, which are collateralized and attached to the respective properties. The notes bear 5.0% simple interest, and monthly payments are \$11.26 for 30 years beginning in April 1994. Notes receivable at December 31, 2010 and 2009, amounted to \$8,912 and \$11,036, respectively. The current portion of notes receivable is approximately \$861 and \$950 as of December 31, 2010 and 2009, respectively.

NOTES TO THE FINANCIAL STATEMENTS (Continued) December 31, 2010 and 2009

NOTE 5: CAPITAL ASSETS

Capital asset activity for the year ending December 31, 2010, is summarized as follows:

		nuary 1, 2010 Balance	Additions/ Reclasses		etirements/ Reclasses	December 31, 2010 Balance		
Non-Depreciable Assets:	1 2 0		W 17 1 1 1 1 4 4			0.51		
Land, Right of Ways, and Water								
Rights	\$	1,050,944	\$ A	\$		\$	1,050,944	
Construction in Process		41,858	 2,564		(41,858)		2,564	
Total Non-Depreciable		1,092,802	2,564		(41,858)		1,053,508	
Depreciable Assets:								
Transmission System		20,877,419	2,040,812				22,918,231	
Treatment Plant		13,996,563			(289,788)		13,706,775	
Buildings and Improvements		5,374,867	70,017				5,444,884	
Transportation Equipment		370,972					370,972	
Equipment		1,526,553	110,305		(45,770)		1,591,088	
Total Cost		42,146,374	 2,221,134		(335,558)		44,031,950	
Accumulated Depreciation:								
Transmission System		(9,389,653)	(551,748)				(9,941,401)	
Treatment Plant		(9,802,158)	(1,527,532)				(11,329,690)	
Buildings and Improvements		(3,131,822)			848,346		(2,283,476)	
Transportation Equipment		(254,886)	(37,609)				(292,495)	
Equipment		(926,194)	(108,138)		45,769		(988,563)	
Total Accumulated Depreciation		(23,504,713)	(2,225,027)		894,115	1071	(24,835,625)	
Total Depreciable, Net		18,641,661	(3,893)	1	558,557		19,196,325	
Total Capital Assets, Net	\$	19,734,463	\$ (1,329)	\$	516,699	\$	20,249,833	

NOTES TO THE FINANCIAL STATEMENTS (Continued) December 31, 2010 and 2009

NOTE 5: CAPITAL ASSETS (Continued)

Capital asset activity for the year ending December 31, 2009, is summarized as follows:

Non-Depreciable Assets: Land, Right of Ways, and Water Rights Construction in Process		mary 1, 2009 Balance		Additions	Re	etirements	December 31, 2009 Balance		
		1,050,944 78,212	\$	107	\$	\$ 36,354		1,050,944 41,858	
Total Non-Depreciable		1,129,156				36,354		1,092,802	
Depreciable Assets:									
Transmission System		19,676,134		1,201,285				20,877,419	
Treatment Plant		13,956,728		39,834				13,996,562	
Buildings and Improvements		5,374,868						5,374,868	
Transportation Equipment		345,197		25,775				370,972	
Equipment	_	1,513,737		12,816				1,526,553	
Total Cost		40,866,664		1,279,710	You, FT Light			42,146,374	
Accumulated Depreciation:									
Transmission System		(8,839,750)		(549,902)				(9,389,652)	
Treatment Plant		(9,787,551)		(14,607)				(9,802,158)	
Buildings and Improvements		(2,437,565)		(694,258)				(3,131,823)	
Transportation Equipment		(217,522)		(37,364)				(254,886)	
Equipment		(852,474)	1000	(73,720)				(926,194)	
Total Accumulated Depreciation		(22,134,862)		(1,369,851)			Miles	(23,504,713)	
Total Depreciable, Net		18,731,802		(90,141)				18,641,661	
Total Capital Assets, Net	\$	19,860,958	\$	(90,141)	\$	36,354	\$	19,734,463	

NOTES TO THE FINANCIAL STATEMENTS (Continued) December 31, 2010 and 2009

NOTE 6: LONG-TERM DEBT

Outstanding debt, at December 31, 2010 and 2009, consisted of the following:

	2010	2009
Colorado Water Resource and Power Development Authority (CWRPDA) dated July 1, 1999 due in semi- annual installments through August 1, 2019 having an annual interst rate not to exceed 5.25%	\$ 4,423,027	\$ 4,836,342
Wastewater Enterprise Revenue Bond dated May 19, 1999, payable in semi-annual installments through May 19, 2039, having an annual interest rate of 4.5%	626,224	636,881
Wastewater Enterprise Revenue Bond dated May 19, 2003 due in semi-annual installments through May 19, 2043, having an annual interest rate of 4.5%	470,098	476,386
Total Bonds Payable	\$ 5,519,349	\$ 5,949,609

Restrictive Covenants

The CWRPDA note terms require the District to maintain an estimated cash reserve equivalent to three months of operating maintenance expenses, excluding depreciation of the system, as set forth in the annual budget, but in no event greater than \$1,250,000.

The Wastewater Enterprise Revenue Bond covenants require the District to maintain cash reserves for the related current and future debt service.

Pledged Revenue

The District has pledged "net revenues" as collateral for the CWRPDA loan. This amount is defined under the agreement as all revenues, income, rents, and receipts earned by the District from, or attributable to, the ownership and operation of the wastewater treatment system related to the loan, net of operating expenses which are related to the actual maintenance and cost of operating the system, not including depreciation. These funds are pledged through August 1, 2019.

NOTES TO THE FINANCIAL STATEMENTS (Continued) December 31, 2010 and 2009

NOTE 6: LONG-TERM DEBT (Continued)

Pledged Revenue (Continued)

Total pledged revenue for 2010 and 2009 was \$3,232,311 and \$1,765,980, respectively. Total principal and interest payments for 2010 and 2009 were \$600,202 and \$616,178, respectively.

Changes to the District's long-term debt for 2010 are as follows:

Long-term Debt	Dece	mber 31, 2009 Balance	A			December 31, 2010 Balance		Due With One Year		
CWRPDA Series 1999A Series 2003A	\$	4,836,342 636,881 476,386	\$		\$	(413,315) (10,657) (6,288)	\$	4,423,027 626,224 470,098	\$	429,420 11,142 6,575
Total Outstanding Debt		5,949,609				(430,260)		5,519,349		447,137
Unamortized Bond Discount Unamortized Bond Costs		(7,801) (60,485)				664 4,422		(7,137) (56,063)		
Principal Adjustments		(68,286)				5,086		(63,200)		
Compensated Absences Payable		109,392		41,154		(32,837)		117,709		117,709
Net Outstanding Debt	\$	5,990,715	\$	41,154	\$	(458,011)	\$	5,573,858	\$	564,846

Interest expense includes administration fees of \$64,757 for both 2010 and 2009.

The District's classification of compensated absences is dependent on employee usage of compensated absence balances. The District maintains the conservative approach of classifying the entire amount as current.

NOTES TO THE FINANCIAL STATEMENTS (Continued) December 31, 2010 and 2009

NOTE 6: LONG-TERM DEBT (Continued)

Future debt service payments, at December 31, 2010, are as follows:

Principal	Interest			Total
\$ 447,137	\$	\$ 229,208		676,345
458,679		216,492		675,171
475,625		203,422		679,047
487,241		120,034		607,275
504,266		106,289		610,555
2,268,299		306,929		2,575,228
151,402		182,868		334,270
189,132		139,052		328,184
236,264		98,006		334,270
235,770		40,412		276,182
65,534		4,530		70,064
\$ 5,519,349	\$	1,647,242	\$	7,166,591
\$	458,679 475,625 487,241 504,266 2,268,299 151,402 189,132 236,264 235,770	\$ 447,137 458,679 475,625 487,241 504,266 2,268,299 151,402 189,132 236,264 235,770 65,534	\$ 447,137 \$ 229,208 458,679 216,492 475,625 203,422 487,241 120,034 504,266 106,289 2,268,299 306,929 151,402 182,868 189,132 139,052 236,264 98,006 235,770 40,412 65,534 4,530	\$ 447,137 \$ 229,208 \$ 458,679

The District entered into an agreement with the CWRPDA on September 4, 2009 for a principal forgiveness loan of \$2,000,000. The funds will be used for installation of a transmission line and a centralized sanitary sewer collection system to serve the Fremont Sanitary Sewer Line Extension Local Improvement District. The loan is issued as a 100% Principal Forgiveness Loan pursuant to the American Recovery and Reinvestment Act, and the principal amount of the loan shall be forgiven at closing date. The loan term shall be from the date of loan execution until the date when the Water Quality Control Division of the Colorado Department of Health and Environment issues certification that the project is complete and the District has met all project and loan requirements.

NOTES TO THE FINANCIAL STATEMENTS (Continued) December 31, 2010 and 2009

NOTE 7: PENSION PLAN

Defined Benefit Pension Plan

Plan Description

The District contributes to the Local Government Division Trust Fund (LGDTF), a cost-sharing multiple-employer defined benefit pension plan administered by the Public Employees' Retirement Association of Colorado (PERA). The LGDTF provides retirement and disability, post-retirement annual increases, and death benefits for members or their beneficiaries. All employees of the District are members of the LGDTF. Title 24, Article 51, of the Colorado Revised Statutes (CRS), as amended, assigns the authority to establish benefit provisions to the state legislature. PERA issues a publicly available annual financial report that includes financial statements and required supplementary information for the LGDTF. That report may be obtained online at www.copera.org or by writing to Colorado PERA, 1300 Logan Street, Denver, Colorado 80203 or by calling PERA at 303-832-9550 or 1-800-759-PERA (7372).

Plan members vest after five years of service, and most are eligible for retirement benefits at age 50 with 30 years of service, age 60 with 20 years of service, or at age 65 with five years of service. Members are also eligible for retirement benefits, without a reduction for early retirement, if they are at least 55 and have a minimum of five years of service credit, and their age plus years of service equals 80 or more.

Monthly benefits are calculated as a percentage of highest average salary (HAS). HAS is one-twelfth of the average of the highest salaries on which contributions were paid, associated with three periods of 12 consecutive months of service credit.

Members disabled, who have five or more years of service credit, six months of which has been earned since the most recent period of membership, may receive retirement benefits if determined to be permanently disabled. If a member dies before retirement, his/her spouse or his/her eligible children under the age of 18 (23 if a full-time student) are entitled to monthly benefit payments. If there is no eligible spouse, financially dependent parents will receive a survivor's benefit.

NOTES TO THE FINANCIAL STATEMENTS (Continued) December 31, 2010 and 2009

NOTE 7: PENSION PLAN (Continued)

Defined Benefit Pension Plan (Continued)

Basis of Accounting

The financial statements of the LGDTF are prepared using the accrual basis of accounting. Member and employer contributions are recognized as revenues in the period in which the employer pays compensation to the member and the employer is statutorily committed to pay these contributions to the LGDTF. Benefits and refunds are recognized when due and payable in accordance with the terms of the plan. The LGDTF plan investments are presented at fair value except for short-term investments, which are recorded at cost, which approximates fair value.

Funding Policy

The District is required to contribute member and employer contributions to PERA at a rate set by statute. The contribution requirements of plan members and the District are established under Title 24, Article 51, Part 4, of the CRS, as amended. The contribution rate for members is 8.0%, and for the District, it is 11.9% of covered salary. If the District rehires a PERA retiree as an employee or under any other work arrangement, it is required to report and pay employer contributions on the amounts paid for the retiree; however, no member contributions are required. The District is also required to pay an amortization equalization disbursement equal to 2.2%, 1.8% and 1.4% of the total payroll for the calendar years 2010, 2009 and 2008, respectively. Additionally, the District is required to pay a supplemental amortization equalization disbursement equal to 1.5% and 1% of the total payroll for 2010 and 2009, respectively. For the years ending December 31, 2010, 2009, and 2008, the District's employer contributions to LGDTF were \$288,514, \$220,914, and \$192,667, respectively, equal to its required contributions for each year.

Salary subject to PERA contribution is gross earnings less any reduction in pay to offset employer contributions to the state sponsored IRC 125 plan established under Section 125 of the Internal Revenue Code. The contribution requirements of plan members and their employers are established, and may be amended, by the General Assembly.

NOTES TO THE FINANCIAL STATEMENTS (Continued) December 31, 2010 and 2009

NOTE 7: PENSION PLAN (Continued)

Voluntary Tax-Deferred Retirement Plans

Plan Description

Employees of the District who are members of the LGDTF may voluntarily contribute to the Voluntary Investment Program (401(k) Plan), an Internal Revenue Code Section 401(k) defined contribution plan administered by PERA. Plan participation is voluntary, and contributions are separate from others made to PERA. Title 24, Article 51, Part 14, of the CRS, as amended, assigns the authority to establish the 401(k) Plan provisions to the state legislature.

Funding Policy

The 401(k) Plan is funded by voluntary member contributions of up to a maximum limit set by the IRS (\$16,500 in 2010 and \$16,900 in 2009). The contribution requirements for the District are established under Title 24, Article 51, Section 1402, of the CRS, as amended. For the years ended December 31, 2010 and 2009, the 401(k) Plan member contributions from the District were \$60,373 and \$74,095, respectively.

NOTE 8: RISK MANAGEMENT

The District is exposed to various risks of loss related to torts; thefts of, damage to, or destruction of assets; errors or omissions; injuries to employees; natural disasters; or environmental liabilities due to the nature of its operations. The District maintains commercial insurance for all risks of loss through the Special Districts Insurance Pool (Pool). Settled claims have not exceeded the District's insurance coverage in any of the past three years.

The Pool agreement also gives the Board of Directors of the Pool the power to establish that additional contributions, at such times and in such amounts as the Board determines, are needed for the purposes of the Pool. The Board may decide to distribute surplus funds among members.

NOTES TO THE FINANCIAL STATEMENTS (Continued) December 31, 2010 and 2009

NOTE 8: RISK MANAGEMENT (Continued)

In addition, the District has completed a vulnerability assessment and updated the emergency response plan, as required by the Environmental Protection Agency of the United States government.

NOTE 9: TAX, SPENDING AND DEBT LIMITATIONS

In 1992, Colorado voters approved Amendment 1, commonly known as the Taxpayer's Bill of Rights (TABOR), which adds a new Section 20 to Article X of the Colorado Constitution. TABOR contains tax, spending, revenue and debt limitations which apply to the State of Colorado and all local governments.

Enterprises, defined as government-owned businesses authorized to issue revenue bonds and receiving less than 10% of annual revenue in grants from all state and local governments combined, are excluded from the provisions of TABOR.

TABOR establishes 1992 as the initial base for spending and revenue limits. Future spending and revenue limits can be adjusted for inflation and local growth without voter approval. TABOR requires the establishment of Emergency Reserves that must be at least 3% of spending (excluding bonded debt service). Excess funds within the spending and revenue limits can be reserved for general use, and when spent in subsequent years, are not subject to the spending limits mentioned above.

The District presents restricted net assets of \$142,000 and \$146,500 at December 31, 2010 and 2009, respectively, to be reserved in accordance with the provisions of TABOR.

TABOR requires, with certain exceptions, voter approval prior to imposing new taxes, increasing taxes or spending above the limits prescribed above, increasing a mill levy, or implementing a tax policy change directly causing a net tax revenue gain to any local government. Multiple-fiscal year debt requires voter approval except for bond refinancing at lower interest rates or adding employees to existing pension plans.

The District's management believes it is in compliance with the provisions of TABOR. However, TABOR is complex and many of the provisions, including the calculation of fiscal year spending limits, growth factors and qualifications as an Enterprise, as defined by TABOR, will require judicial interpretation.

NOTES TO THE FINANCIAL STATEMENTS (Continued) December 31, 2010 and 2009

NOTE 10: RELATED ORGANIZATION

The District's Board of Directors is responsible for appointing two of seven board members to the Fremont County Regional Geographical Information System (GIS) Authority Board (Authority). However, the District's accountability for the Authority does not extend beyond making these board appointments.

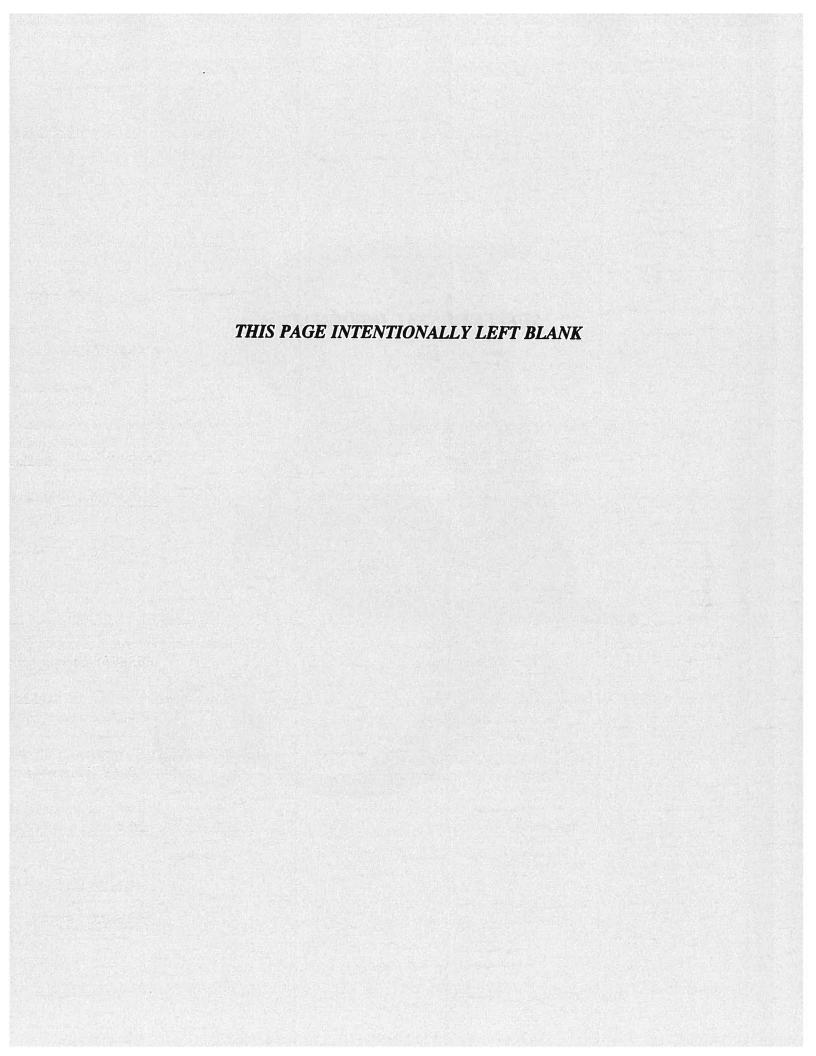
Although the District's management did consider the Authority for inclusion in the District's financial statements as a component unit, the Authority did not meet the criteria prescribed by GASB for component units and is not included in the District's basic financial statements.

NOTE 11: COMMITMENTS

At December 31, 2010 and 2009, the District had outstanding commitments totaling \$961,065 and \$1,457,422, respectively, for construction services related to the North Canon Project.

SUPPLEMENTAL INFORMATION





SCHEDULE OF REVENUES AND EXPENSES - BUDGET AND ACTUAL For the Year Ended December 31, 2010

	Original Budget	Amended Budget	Actual (Non-GAAP Basis)	Variance Positive (Negative)
REVENUES	Bucget	Duaget	Dusis)	(Tregative)
Operating				
Sewer Service Charges	\$ 4,408,710	\$ 4,408,710	\$ 4,511,551	\$ 102,841
Miscellaneous Income			86,055	86,055
Non-Operating				
Miscellaneous Income	881,230	881,230		(881,230)
Capital Grants		1,903,266	1,866,467	(36,799)
Interest Income	44,562	44,562	50,340	5,778
System Development Fees	470,000	470,000	71,481	(398,519)
TOTAL REVENUES	5,804,502	7,707,768	6,585,894	(1,121,874)
EXPENSES				
Plant Operations				
Construction				
Personnel Services	344,971	344,971	329,679	15,292
Operating Expenses	98,880	98,880	78,944	19,936
Capital Outlay	182,400	182,400		
Capital Outlay	102,400	182,400	183,566	(1,166)
Total Construction	626,251	626,251	592,189	34,062
Transmission				
Personnel Services	330,793	330,793	298,103	32,690
Operating Expenses	80,697	80,697	62,566	18,131
Capital Outlay and Construction	20,500	20,500	5,450	15,050
Total Transmission	431,990	431,990	366,119	65,871
Treatment Plant				
Personnel Services	582,183	582,183	520,240	61,943
Operating Expenses	355,876	355,876	345,272	10,604
Capital Outlay	145,000	145,000	15,082	129,918
Total Treatment Plant	1,083,059	1,083,059	880,594	202,465
				A CONTROL OF THE
Solids Processing				
Operating Expenses	171,339	171,339	197,939	(26,600)
Capital Outlay	STATE OF STA	AMERICAL PROCESSES	7,257	(7,257)
Total Solids Processing	171,339	171,339	205,196	(33,857)
Laboratory				
Personnel Services	73,517	73,517	71,049	2,468
Operating Expenses	43,925	43,925	28,506	15,419
Total Laboratory	117,442	117,442	99,555	17,887
Pretreatment				
Personnel Services	64,562	64,562	66,185	(1,623)
Operating Expenses	24,051	24,051	22,333	1,718
Total Pretreatment	\$ 88,613	\$ 88,613	\$ 88,518	\$ 95
				(Continued)

SCHEDULE OF REVENUES AND EXPENSES - BUDGET AND ACTUAL (Continued) For the Year Ended December 31, 2010

		Original Budget	Amended Budget		Act Amended (Non-6 Budget Ba			Variance Positive Negative)
EXPENSES (Cont'd)		Decigot		Dauget	70			()
Engineering								
Personnel Services	\$	451,259	\$	451,259	\$	388,359	\$	62,900
Operating Expenses	4.8.6	38,453		38,453		21,607		16,846
Total Engineering	A PROPERTY.	489,712		489,712		409,966		79,746
Total Plant Operations	A Section	3,008,406		3,008,406		2,642,137		366,269
Administration								
Buildings and Grounds - Plant								
Personnel Services		51,656		51,656		7,716		43,940
Operating Expenses		48,442		48,442		11,588		36,854
Total Buildings and Grounds		100,098	16	100,098		19,304		80,794
Buildings and Grounds - Service Center		A A A A A A A A A A A A A A A A A A A						
Personnel Services		14,248		14,248		54,492		(40,244)
Operating Expenses		24,387		24,387		37,630		(13,243)
Capital Outlay			Tê q			7,844	ll'6/	(7,844)
Total Buildings and Grounds		38,635		38,635	M	99,966	0.3	(61,331)
Board Services								
Personnel Services		12,928		12,928		15,205		(2,277)
Operating Expenses		12,363		12,363		6,374		5,989
Total Board Services		25,291		25,291	J.	21,579	ATT PORTS	3,712
Finance								
Personnel Services		325,272		325,272		286,359		38,913
Operating Expenses		156,886		156,886		143,068		13,818
Total Finance		482,158		482,158		429,427		52,731
District Management								
Personnel Services		128,774		128,774		124,067		4,707
Operating Expenses		38,761		38,761		30,204		8,557
Total District Management	15 7053	167,535		167,535		154,271		13,264
		107,555		107,555	-	134,271		13,204
Information Technology		76 860		76 860		02 424		(5 966)
Personnel Services		76,568		76,568		82,434		(5,866)
Operating Expenses		113,173		113,173		112,121		1,052
Capital Outlay	50	12,000		12,000	_	12,455	100	(455)
Total Information Technology		201,741	166	201,741		207,010	11-11	(5,269)
Total Administration		1,015,458		1,015,458	_	931,557		83,901
Capital Projects								
System and Plant Expansion		592,040		1,903,266		1,664,947		238,319
								S. AVERS
Debt Service								
Principal Debt Payments		430,263		430,263		430,260		3
Interest Payments and Fees		248,343		248,343		239,827	612	8,516
Total Debt Service		678,606	T	678,606		670,087	(F) (F)	8,519
TOTAL EXPENSES		5,294,510		6,605,736		5,908,728		697,008
INCREASE IN NET ASSETS	\$	509,992	\$	1,102,032	\$	677,166	\$	(424,866)

RECONCILIATION OF THE SCHEDULE OF REVENUES AND EXPENSES -BUDGET AND ACTUAL

For the Year Ended December 31, 2010

RECONCILIATION OF BUDGETARY BASIS ACCOUNTING TO GAAP BASIS ACCOUNTING

Explanation of differences between budgetary basis and GAAP basis	s:
REVENUES	

Differences - budget to GAAP: Deferred revenues are reported as a liability for reporting purposes but are considered a budgetary resource Deferred Revenues - 2009 Deferred Revenues - 2010

GAAP Basis Revenues 6,574,951

EXPENSES Actual (Non-GAAP basis) amount

Actual (Non-GAAP basis) Amount

Differences - budget to GAAP

RIDGETADY BACIC

Principal payments on bonds payable are expenses of budgetary resources, but are not considered expenses for reporting purposes

Depreciation is an expense for reporting purposes but is not a use of budgetary resources

Capital Outlay is an expense of budgetary resources, but is not considered an expense for reporting purposes

Amortization of bond issuance cost is an expense for reporting purposes but is not considered a use of budgetary resources

GAAP Basis Expenses

GAAP Basis Increase in Net Assets

292,001

(302,944)

(430, 260)

5,908,728

\$ 6,585,894

(10,943)

1,385,459

(1,896,601)

5,086

4,972,412

\$ 1,602,539

See accompanying independent auditors' report.

SCHEDULE OF REVENUES AND EXPENSES - BUDGET AND ACTUAL For the Year Ended December 31, 2009

	Original Budget	Amended Budget	Actual (Non-GAAP Basis)	Variance Positive (Negative)
REVENUES		Vote it is a second		
Operating				
Sewer Service Charges	\$ 4,259,032	\$ 4,259,032	\$ 4,353,253	\$ 94,221
Miscellaneous Income	185,040	185,040	61,605	(123,435)
Non-Operating				
Capital Grants		3,300,000	535,478	(2,764,522)
Interest Income	38,700	38,700	86,238	47,538
System Development Fees	260,000	260,000	69,966	(190,034)
TOTAL REVENUES	4,742,772	8,042,772	5,106,540	(2,936,232)
EXPENSES				
Plant Operations				
Construction				
Personnel Services	337,594	337,594	166,202	171,392
Operating Expenses	142,716	142,716	91,278	51,438
Capital Outlay	98,000	3,398,000		3,398,000
Total Construction	578,310	3,878,310	257,480	3,620,830
Transmission				
Personnel Services	378,532	378,532	349,964	28,568
Operating Expenses	84,538	84,538	59,730	24,808
Capital Outlay	30,000	30,000		30,000
Total Transmission	493,070	493,070	409,694	83,376
Treatment Plant				
Personnel Services	676,167	676,167	527,025	149,142
Operating Expenses	390,849	390,849	355,841	35,008
Capital Outlay	158,500	158,500		158,500
Total Treatment Plant	1,225,516	1,225,516	882,866	342,650
Solids Processing				
Personnel Services	33,000	33,000	31,357	1,643
Operating Expenses	187,890	187,890	155,438	32,452
Capital Outlay	54,500	54,500		54,500
Total Solids Processing	275,390	275,390	186,795	88,595
Laboratory				
Personnel Services	76,270	76,270	79,213	(2,943)
Operating Expenses	47,562	47,562	39,261	8,301
Total Laboratory	123,832	123,832	118,474	5,358
Pretreatment				
Personnel Services	67,736	67,736	52,091	15,645
Operating Expenses	35,431	35,431	26,369	9,062
Total Pretreatment	\$ 103,167	\$ 103,167	\$ 78,460	\$ 24,707
				(Continued)

See accompanying independent auditors' report.

SCHEDULE OF REVENUES AND EXPENSES - BUDGET AND ACTUAL (Continued) For the Year Ended December 31, 2009

		Original Budget	4	Amended Budget	(N	Actual ion-GAAP Basis)	I	Variance Positive Vegative)
EXPENSES (Cont'd)	i inst	20084		Deege.	90	2000)	1	A CONTRACT
Engineering								
Personnel Services	\$	483,008	\$	483,008	\$	420,611	\$	62,397
Operating Expenses	FUE	95,136		95,136		80,296	I Reli	14,840
Total Engineering		578,144	\	578,144	1	500,907	(C)	77,237
Total Plant Operations		3,377,429		6,677,429	:	2,434,676	4	,242,753
Administration								
Buildings and Grounds - Plant								
Personnel Services		14,526		14,526		42,059		(27,533)
Operating Expenses	30	40,123		40,123	_	20,143	-	19,980
Total Buildings and Grounds	1/2	54,649		54,649		62,202		(7,553)
Buildings and Grounds - Service Center								
Personnel Services		47,877		47,877		53,090		(5,213)
Operating Expenses		73,950		73,950		50,062		23,888
Capital Outlay		17,500		17,500			THE THE	17,500
Total Buildings and Grounds		139,327		139,327	V Os	103,152	is the	36,175
Board Services								
Personnel Services		12,171		12,171		11,965		206
Operating Expenses		14,959		14,959		6,959		8,000
Total Board Services		27,130		27,130		18,924	· ax	8,206
Finance								
Personnel Services		324,987		324,987		311,239		13,748
Operating Expenses	A	188,495		188,495		170,852		17,643
Total Finance	1	513,482		513,482	į.	482,091		31,391
District Management								
Personnel Services		134,265		134,265		166,088		(31,823)
Operating Expenses		65,735	H.S	65,735	. 4	62,271	PW IS	3,464
Total District Management	J and	200,000		200,000		228,359		(28,359)
Total Administration		934,588		934,588		894,728		39,860
Capital Projects								
System and Plant Expansion		1,374,000		1,374,000	1		1	,374,000
Debt Service								
Principal Debt Payments		418,789		418,789		407,276		11,513
Interest Payments and Fees	746	277,356		277,356		231,860		45,496
Total Debt Service		696,145		696,145		639,136		57,009
TOTAL EXPENSES		6,382,162		9,682,162		3,968,540	5	,713,622
INCREASE IN NET ASSETS	\$(1,639,390)	\$ ((1,639,390)	\$	1,138,000	\$ 2	,777,390

RECONCILIATION OF THE SCHEDULE OF REVENUES AND EXPENSES - BUDGET AND ACTUAL For the Year Ended December 31, 2009

RECONCILIATION OF BUDGETARY BASIS ACCOUNTING TO GAAP BASIS ACCOUNTING

R	IID	GET	ARY	RA	SIS
u	$\boldsymbol{\omega}$	ULI.	\mathbf{m}	10/1	

Explanation of differences between budgetary basis and GAAP basis:

REVENUES		•	5 105 510
Actual (Non-GAAP basis) Amount		\$	5,106,540
Differences - budget to GAAP:			
Deferred revenues are reported as a liability for reporting			
purposes but are considered a budgetary resource	000 045		
Deferred Revenues - 2008	\$ 280,845		(11.150
Deferred Revenues - 2009	(292,001)		(11,156)
GAAP Basis Revenues			5,095,384
EXPENSES			
Actual (Non-GAAP basis) amount			3,968,540
Differences - budget to GAAP			
Principal payments on bonds payable are expenses			
of budgetary resources, but are not considered expenses			
for reporting purposes			(407,276)
Depreciation is an expense for reporting purposes but is not			
a use of budgetary resources			1,369,851
Amortization of bond issuance cost is an expense for reporting			
purposes but is not considered a use of budgetary resources			5,088
GAAP Basis Expenses			4,936,203
GAAP Basis Increase in Net Assets		\$	159,181

See accompanying independent auditors' report.



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Board of Directors Fremont Sanitation District Canon City, Colorado

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

We have audited the financial statements of the Fremont Sanitation District (District), as of and for the year ended December 31, 2010, and have issued our report thereon dated March 14, 2011. 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.

Internal Control Over Financial Reporting

In planning and performing our audit, we considered the District's internal control over financial reporting as a basis for designing our auditing procedures 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 District's internal control over financial reporting. Accordingly, we do not express an opinion on the effectiveness of the District's internal control over financial reporting.

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 deficiency, or 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.

Our consideration of internal control over financial reporting was for the limited purpose described in the first paragraph of this section and was not designed to identify all deficiencies in internal control over financial reporting that might be deficiencies, significant deficiencies or material weaknesses. We did not identify any deficiencies in internal control over financial reporting that we consider to be material weaknesses, as defined above.

Board of Directors Fremont Sanitation District

Compliance and Other Matters

As part of obtaining reasonable assurance about whether the District'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 or other matters that are required to be reported under *Government Auditing Standards*.

We noted certain matters that we reported to management of the District in a separate letter dated February 17, 2011.

This report is intended solely for the information and use of management, the Board of Directors, others within the organization, and federal awarding agencies and pass-through entities and is not intended to be and should not be used by anyone other than these specified parties.

March 14, 2011



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Board of Directors Fremont Sanitation District Canon City, Colorado

Report on Compliance with Requirements that Could Have a Direct and Material Effect on Each Major Program and on Internal Control Over Compliance in Accordance with OMB Circular A-133

Compliance

We have audited Fremont Sanitation District's (District) compliance with the types of compliance requirements described in the *OMB Circular A-133 Compliance Supplement* that could have a direct and material effect on each of the District's major federal programs for the year ended December 31, 2010. The District's major federal programs are identified in the summary of auditors' results section of the accompanying schedule of findings and questioned costs. Compliance with the requirements of laws, regulations, contracts, and grants applicable to each of its major federal programs is the responsibility of the District's management. Our responsibility is to express an opinion on the District's compliance based on our audit.

We conducted our audit of compliance in accordance with auditing standards generally accepted in the United States of America; the standards applicable to financial audits contained in *Government Auditing Standards*, issued by the Comptroller General of the United States; and OMB Circular A-133. Those standards and OMB Circular A-133 require that we plan and perform the audit to obtain reasonable assurance about whether noncompliance with the types of compliance requirements referred to above that could have a direct and material effect on a major federal program occurred. An audit includes examining, on a test basis, evidence about the District's compliance with those requirements and performing such other procedures as we considered necessary in the circumstances. We believe that our audit provides a reasonable basis for our opinion. Our audit does not provide a legal determination of the District's compliance with those requirements.

In our opinion, the District complied, in all material respects, with the compliance requirements referred to above that could have a direct and material effect on each of its major federal programs for the year ended December 31, 2010.

Board of Directors Fremont Sanitation District

Internal Control Over Compliance

Management of the District is responsible for establishing and maintaining effective internal control over compliance with requirements of laws, regulations, contracts, and grants applicable to federal programs. In planning and performing our audit, we considered the District's internal control over compliance with requirements that could have a direct and material effect on a major federal program to determine the auditing procedures for the purpose of expressing our opinion on compliance and to test and report on internal control over compliance in accordance with OMB Circular A-133, but not for the purpose of expressing an opinion on the effectiveness of internal control over compliance. Accordingly, we do not express an opinion on the effectiveness of the District's internal control over compliance.

A deficiency in internal control over compliance exists when the design or operation of a control over compliance does not allow management or employees, in the normal course of performing their assigned functions, to prevent, or detect and correct, noncompliance with a type of compliance requirement of a federal program on a timely basis. A material weakness in internal control over compliance is a deficiency, or combination of deficiencies, in internal control over compliance, such that there is a reasonable possibility that material noncompliance with a type of compliance requirement of a federal program will not be prevented, or detected and corrected, on a timely basis.

Our consideration of internal control over compliance was for the limited purpose described in the first paragraph of this section and was not designed to identify all deficiencies in internal control over compliance that might be deficiencies, significant deficiencies or material weaknesses. We did not identify any deficiencies in internal control over compliance that we consider to be *material weaknesses*, as defined above.

This report is intended solely for the information and use of management, the Board of Directors, others within the organization, and federal awarding agencies and pass-through entities and is not intended to be and should not be used by anyone other than these specified parties.

March 14, 2011

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SCHEDULE OF FINDINGS AND QUESTIONED COSTS For the Year Ended December 31, 2010

Section I - Summary of Auditors' Results

Financial Statements				
Type of auditors' rep Internal control over		Unqual	ified	
Material weakness(es) identified?	yes	no	
Significant deficiend reported	cy(ies) identified?	yes	none	
Noncompliance material statements noted?	terial to financial	yes	no	
Federal Awards				
Internal control over	major programs:			
Material weakness(yes	no	
Significant deficience reported	cy(ies) identified?	yes	none	
Type of auditors' report for major programs:		Unqual	ified	
Any audit findings dis	closed that are required ordance with Section	yes	✓ no	
Identification of major	programs:			
CFDA Number(s) 14.228 66.458	Name of Federal Progr Community Developme Capitalization Grants for ARRA	ent Block Grant	ate Revolvin	g Funds
	to distinguish between			
Type A and Type B	programs:	\$300,0	00	
Auditee qualified as le	ow-risk auditee?	ves	✓ no	

SCHEDULE OF FINDINGS AND QUESTIONED COSTS (Continued) For the Year Ended December 31, 2010

Section II - Financial Statement Findings

There were no findings relating to the audit of Fremont Sanitation District's basic financial statements that are required to be reported under generally accepted government auditing standards.

Section III - Federal Award Findings and Questioned Costs

There were no federal award findings or questioned costs for the year ended December 31, 2010

Section IV - Prior Year Audit Findings

There were no prior year audit findings relating to Fremont Sanitation District's major federal awards programs or basic financial statements that were required to be reported under generally accepted government auditing standards.

SCHEDULE OF EXPENDITURES OF FEDERAL AWARDS

For the Year Ended December 31, 2010

Federal CFDA			
Number	Expenditures		
14.228	\$	496,833	
66.458		992,084	
	\$	1,488,917	
	CFDA Number	CFDA Number E	