

MARION COUNTY RAILROAD AUTHORITY  
JASPER, TENNESSEE

AUDITED FINANCIAL STATEMENTS

June 30, 2012



**BEAN, RHOTON & KELLEY, PLLC**

CERTIFIED PUBLIC ACCOUNTANTS

300 SOUTH JEFFERSON STREET

WINCHESTER, TN 37398

Tel 931.967.0611

Fax 931.967.4784

[www.brkcpa.com](http://www.brkcpa.com)

**MARION COUNTY RAILROAD AUTHORITY  
 JASPER, TENNESSEE  
 TABLE OF CONTENTS  
 June 30, 2012**

Introductory Section - Unaudited	a
Management's Discussion and Authority - Unaudited	i-ii
Independent Auditors' Report	1-2
Basic Financial Statements:	
Government-Wide Financial Statements:	
Statement of Net Assets	3
Statement of Activities	4
Fund Financial Statements:	
Balance Sheet	5
Statement of Revenues, Expenditures, and Changes in Fund Balance	6
Notes to Financial Statements	7-9
Other Supplementary Information:	
Schedule of Expenditures of Federal Awards and State Financial Assistance	11
Report on Internal Control Over Financial Reporting and on Compliance and Other Matters Based on an Audit of Financial Statements Performed in Accordance with <i>Government Auditing Standards</i>	12-13
Schedule of Findings and Responses	14

**MARION COUNTY RAILROAD AUTHORITY  
JASPER, TENNESSEE  
INTRODUCTORY SECTION - UNAUDITED  
June 30, 2012**

Roster of Board Members

John Graham, Chairman  
Jasper, TN

Sheila Grider, Secretary - Treasurer  
Jasper, TN

Billy Simpson, Director  
Jasper, TN

David Jackson, Director  
Kimball, TN

Mike Killian, Director  
South Pittsburg, TN

Mark Myers, Director  
South Pittsburg, TN

**MARION COUNTY RAILROAD AUTHORITY  
JASPER, TENNESSEE  
MANAGEMENT'S DISCUSSION AND ANALYSIS - UNAUDITED  
YEAR ENDED JUNE 30, 2012**

As management of Marion County Railroad Authority ("Authority"), we offer readers of the Authority's financial statements this narrative overview and analysis of the financial activities of the Authority for the fiscal year ended June 30, 2012.

**Financial Highlights**

- The assets of the Authority exceeded the liabilities at the close of business on June 30, 2012, by \$6,402.99 (net assets). Of this amount, \$6,402.99 (unrestricted net assets) may be used to meet the Authority's ongoing obligations to citizens and creditors.
- During the fiscal year ended June 30, 2012, the Authority's total net assets decreased by \$103,808.00.
- At the end of the fiscal year ended June 30, 2012, unreserved fund balances totaled \$6,402.99.

**Overview of the Financial Statements**

This discussion and analysis are intended to serve as an introduction to the Authority's basic financial statements. The Authority's basic financial statements comprise three components: 1) government-wide financial statements, 2) fund financial statements, and 3) notes to financial statements. This report also contains supplementary information in addition to the basic financial statements themselves.

**Government-Wide Financial Statements** - The *government-wide financial statements* are designed to provide readers with a broad overview of the Authority's finances, in a manner similar to a private-sector business.

The *statement of net assets* presents information on all of the Authority's assets and liabilities, with the difference between the two reported as *net assets*. Over time, increases or decreases in net assets may serve as a useful indicator of whether the financial position of the Authority is improving or deteriorating.

The *statement of activities* presents information showing how the Authority's net assets changed during the most recent fiscal year. All changes in net assets are reported as soon as the underlying event giving rise to the change occurs, regardless of the timing of related cash flows. Thus, revenues and expenses are reported in this statement for some items that will only result in cash flows in future fiscal periods.

Both of the government-wide financial statements distinguish functions of the Authority that are principally supported by contracts with TDOT and subcontracts with railroad operators and vendors that are intended to recover all or a significant portion of their costs through a rebill and pass-through system of reimbursement for the Authority, operators and vendors.

**Fund financial statements** - A *fund* is a group of related accounts that is used to maintain control over resources that have been segregated for specific activities or objectives. The Authority, like other state and local government units, uses fund accounting to ensure and demonstrate compliance with finance-related legal requirements. All funds of the Authority are in the category of *government funds*.

**Governmental funds** - *Governmental funds* are used to account for essentially the same functions reported as *governmental activities* in the government-wide financial statements. However, unlike the government-wide financial statements, governmental fund financial statements focus on *near-term inflows and outflows of spendable resources*, as well as on *balances of spendable resources*, as well as on *balances of spendable resources* available at the end of the fiscal year. Such information may be useful in evaluating a government's near-term financing requirements.

Because the focus of governmental funds is narrower than that of the government-wide financial statements, it is useful to compare the information presented for *governmental funds* with similar information presented for *government activities* in the government-wide financial statements. By doing so, readers may better understand the long-term impact of the government's near-term financing decisions. Both the governmental fund balance sheet and the governmental fund statement of revenues, expenditures and changes in fund

balances provide a reconciliation to facilitate this comparison between *governmental funds* and *governmental activities*.

### Government-Wide Financial Analysis

As noted earlier, net assets may serve over time as a useful indicator of a government's financial position. In the case of the Authority, assets exceeded liabilities by \$6,402.99 at the close of the fiscal year ended June 30, 2012. The cash balance in the Authority's checking account is used for payment of the month-to-month operating expenses.

### Financial statements required as part of this document

Section 11b of the Governmental Accounting Standards Board Statement No. 34, *Basic Financial Statements and Management's Discussion and Analysis for State and Local Governments* states that the government must submit condensed financial information derived from government-wide financial statements, comparing the current year to the prior year. The Authority's condensed statements to meet this requirement are as follows:

#### Condensed Statement of Net Assets

	<u>June 30, 2011</u>	<u>June 30, 2012</u>
Current and other assets	\$ 7,549.39	\$ 6,402.99
Accounts receivable	<u>1,697.14</u>	<u>0.00</u>
Total assets	9,246.53	0.00
Short-term liabilities		
Accounts payable	<u>1,697.14</u>	<u>0.00</u>
Total liabilities	1,697.14	0.00
Net assets:		
Unrestricted	<u>7,549.39</u>	<u>6,402.99</u>
Total net assets	<u>\$ 7,549.39</u>	<u>\$ 6,402.99</u>

#### Condensed Statement of Activities

	<u>June 30, 2011</u>	<u>June 30, 2012</u>
Revenues:		
Program revenues:		
Operating grants	<u>\$ 153,157.93</u>	<u>\$ 136,808.00</u>
Total revenues	153,157.93	136,808.00
Expenses:		
Railroad rehabilitation	298,169.21	131,854.40
Other general government	<u>5,700.00</u>	<u>6,100.00</u>
Total expenses	303,869.21	137,954.40
Changes in net assets	(150,711.28)	(1,146.40)
Beginning net assets	<u>158,260.67</u>	<u>7,549.39</u>
Ending net assets	<u>\$ 7,549.39</u>	<u>\$ 6,402.99</u>

### Requests for Information

This financial report is designed to provide a general overview of the Authority's finances for all those with an interest in the government's finances. Questions concerning any of the information provided in this report or requests for additional financial information should be addressed to:

John P. Graham, Chairman  
Marion County Railroad Authority  
Marion County Courthouse  
Jasper, TN 37347

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Office: 931-967-0611

Fax: 931-967-4784

www.brkcpa.com

Members of American Institute of  
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Tennessee Society of CPA's,  
Association of Government Accountants

## INDEPENDENT AUDITORS' REPORT

To the Board of Directors  
Marion County Railroad Authority  
Jasper, Tennessee

We have audited the accompanying financial statements of the governmental activities and the major fund of the Marion County Railroad Authority, a jointly governed authority of Marion County, Tennessee and the municipalities of Jasper, Kimball, and South Pittsburg, as of and for the year ended June 30, 2012, which collectively comprise the Authority's basic financial statements as listed in the table of contents. These financial statements are the responsibility of the Authority's management. Our responsibility is to express an opinion on these financial statements based on our audit.

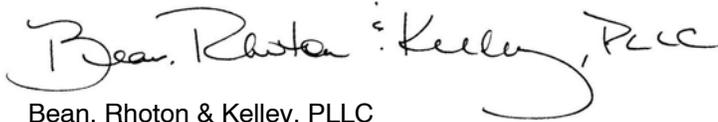
We conducted our audit in accordance with auditing standards generally accepted in the United States of America and the standards applicable to financial audits contained in Government Auditing Standards, issued by the Comptroller General of the United States. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free 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 the significant estimates made by management, as well as evaluating the overall financial statement presentation. We believe that our audit provides a reasonable basis for our opinions.

In our opinion, the financial statements referred to above present fairly, in all material respects, the respective financial position of the governmental activities and the major fund of the Marion County Railroad Authority, as of June 30, 2012, and the respective changes in financial position for the year 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 February 11, 2013, on our consideration of the Marion County Railroad Authority'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 audit.

Accounting principles generally accepted in the United States of America require that the management's discussion and analysis on pages i through ii 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.

Our audit was conducted for the purpose of forming an opinion on the financial statements that collectively comprise Marion County Railroad Authority's financial statements as a whole. The introductory section and Schedule of Expenditures of Federal Awards and State Financial Assistance are presented for additional analysis and are not a required part of the financial statements. The Schedule of Expenditures of Federal Awards and State Financial Assistance was subjected to the auditing procedures applied in the audit of the basic financial statements and certain limited procedures, including comparing and reconciling such information directly to the underlying accounting and other records used to prepare the financial statements or to the financial statements themselves, and other additional procedures in accordance with auditing standards generally accepted in the United States of America. In our opinion, the information is fairly stated in all material respects in relation to the financial statements as a whole. The introductory section has not been subjected to the auditing procedures applied in the audit of the basic financial statements and, accordingly, we express no opinion on it or provide any assurance on it.

A handwritten signature in cursive script that reads "Bean, Rhoton & Kelley, PLLC". The signature is written in dark ink and is positioned above the typed name of the firm.

Bean, Rhoton & Kelley, PLLC  
February 11, 2013

**MARION COUNTY RAILROAD AUTHORITY  
 JASPER, TENNESSEE  
 GOVERNMENT-WIDE STATEMENT OF NET ASSETS  
 June 30, 2012**

	<u>Governmental Activities</u>	<u>Total</u>
<b>ASSETS</b>		
Cash and cash equivalents	\$ 6,402.99	\$ 6,402.99
Total assets	<u>\$ 6,402.99</u>	<u>\$ 6,402.99</u>
<b>NET ASSETS</b>		
Unrestricted	\$ 6,402.99	\$ 6,402.99
Total net assets	<u>\$ 6,402.99</u>	<u>\$ 6,402.99</u>

There are no differences between net assets for governmental activities and total fund balances per fund financial statements.

**MARION COUNTY RAILROAD AUTHORITY  
 JASPER, TENNESSEE  
 GOVERNMENT-WIDE STATEMENT OF ACTIVITIES  
 Year ended June 30, 2012**

	<u>Total</u>	<u>Function/ Program:</u>	
		<u>Program</u>	<u>Administration</u>
Expenses:			
Engineering services	\$ 131,854.40	\$ 131,854.40	\$ 0.00
Administrative	6,100.00	0.00	6,100.00
Total expenses	<u>137,954.40</u>	<u>\$ 131,854.40</u>	<u>\$ 6,100.00</u>
Program Specific Operating Grants and Contributions:			
Contributions from State of Tennessee	<u>136,808.00</u>		
Total program specific operating revenues	<u>136,808.00</u>		
 Change in net assets	 (1,146.40)		
 Net assets - beginning	 <u>7,549.39</u>		
Net assets - ending	<u>\$ 6,402.99</u>		

There are no differences between change in net assets for governmental activities and change in total fund balances per fund financial statements.

The accompanying notes are an integral part of this statement.

**MARION COUNTY RAILROAD AUTHORITY  
 JASPER, TENNESSEE  
 BALANCE SHEET  
 June 30, 2012**

	<u>General</u>	<u>Total Governmental Funds</u>
<b>ASSETS</b>		
Cash and cash equivalents	\$ 6,402.99	\$ 6,402.99
Total assets	<u>\$ 6,402.99</u>	<u>\$ 6,402.99</u>
<b>LIABILITIES AND FUND BALANCES</b>		
Fund balances:		
Unassigned	<u>6,402.99</u>	<u>6,402.99</u>
Total fund balances	<u>6,402.99</u>	<u>6,402.99</u>
Total liabilities and fund balances	<u>\$ 6,402.99</u>	<u>\$ 6,402.99</u>

There are no differences between net assets for governmental activities and total fund balances per fund financial statements.

The accompanying notes are an integral part of this statement.

**MARION COUNTY RAILROAD AUTHORITY  
 JASPER, TENNESSEE  
 STATEMENT OF REVENUES, EXPENDITURES, AND CHANGES IN FUND BALANCE  
 Year Ended June 30, 2012**

	<u>General</u>	<u>Total Governmental Funds</u>
<b>REVENUES</b>		
Contributions from State of Tennessee	\$ 136,808.00	\$ 136,808.00
Total revenues	<u>136,808.00</u>	<u>136,808.00</u>
<b>EXPENDITURES</b>		
Engineering services	131,854.40	131,854.40
Administrative	6,100.00	6,100.00
Total expenditures	<u>137,954.40</u>	<u>137,954.40</u>
Excess of expenditures over revenues	<u>(1,146.40)</u>	<u>(1,146.40)</u>
Net change in fund balance	(1,146.40)	(1,146.40)
Fund balance - beginning	<u>7,549.39</u>	<u>7,549.39</u>
Fund balance - ending	<u>\$ 6,402.99</u>	<u>\$ 6,402.99</u>

There are no differences between change in net assets for governmental activities and change in total fund balances per fund financial statements.

The accompanying notes are an integral part of this statement.

**MARION COUNTY RAILROAD AUTHORITY  
JASPER, TENNESSEE  
NOTES TO FINANCIAL STATEMENTS  
June 30, 2012**

**NOTE 1 – SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES**

Business Activity

The Marion County Railroad Authority was created on September 28, 1998 by the Marion County Board of Commissioners in accordance with the provisions of T.C.A. 7-56-201. The primary purpose of the Authority is to provide for the continuation of rail service in Marion County. The Authority is a jointly governed authority operated by Marion County and the municipalities of South Pittsburg, Kimball, and Jasper, Tennessee. Marion County and the municipalities have no ongoing financial responsibility for the Authority. The Authority is a single purpose entity that does not have any component units and is not a component unit of any entity.

Management uses estimates and assumptions in preparing these financial statements in accordance with generally accepted accounting principles. Those estimates and assumptions affect the reported amounts of assets and liabilities, as well as the reported revenues and expenses. Actual results could vary from the estimates that were used.

The Authority's financial statements are prepared in accordance with generally accepted accounting principles (GAAP). The Governmental Accounting Standards Board (GASB) is responsible for establishing GAAP for state and local governments through its pronouncements (Statements and Interpretations). Governments are also required to follow the pronouncements of the Financial Accounting Standards Board (FASB) issued through November 30, 1989 that do not conflict with or contradict GASB pronouncements.

Basic Financial Statements-Government-Wide Statements

The Authority's basic financial statements include both government-wide reporting and fund financial statements. Both the government-wide and fund financial statements categorize primary activities as governmental or business type. The Authority's general administrative services are classified as governmental activities. There are no business-type activities.

In the government-wide Statement of Net Assets, the governmental activities are reported on a full accrual, economic resource basis, which recognizes all long-term assets and receivables as well as long-term debt and obligations. The Authority's net assets are reported in three parts-invested in capital assets, net of related debt; restricted net assets; and unrestricted net assets.

The government-wide Statement of Activities reports both the gross and the net cost of the Authority's functions. The functions are also supported by general government revenues. The Statement of Activities reduces gross expenses (including depreciation) by related program revenues, operating and capital grants. Program revenues must be directly associated with the function.

The net costs (by function) are normally covered by general revenue.

The Authority does not allocate indirect costs.

This government-wide focus is more on the sustainability of the Authority as an entity and the change in the Authority's net assets resulting from the current year's activities.

Basic Financial Statements-Fund Financial Statements

The financial transactions of the Authority are reported in individual funds in the fund financial statement. Each fund is accounted for by providing a separate set of self-balancing accounts that comprises its assets, liabilities, reserves, fund equity, revenues, and expenditures/expenses. The various funds are reported by generic classification within the financial statements.

**MARION COUNTY RAILROAD AUTHORITY  
JASPER, TENNESSEE  
NOTES TO FINANCIAL STATEMENTS  
June 30, 2012**

NOTE 1 – SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

The following fund types are used by the Authority:

Governmental Funds:

The focus of the governmental fund's measurement (in the fund statements) is upon determination of financial position and changes in financial position (sources, uses, and balances of financial resources) rather than upon net income. The following is a description of the governmental funds of the Authority:

General fund is the general operating fund of the Authority. It is used to account for all financial resources except those required to be accounted for in another fund.

As of these financial statements, the Authority has adopted GASB Statement No. 54, which redefined how fund balances of the governmental funds are presented in the financial statements. Fund balances are classified as follows:

Nonspendable - Amounts that cannot be spent either because they are not in a spendable form or because they are legally or contractually required to be maintained intact.

Restricted - Amounts that can be spent only for specific purposes because of the Authority's Charter, state or federal laws, or externally imposed conditions by grantors or creditors.

Committed - Amounts that can be used only for specific purposes determined by a formal action by the Authority Board's ordinance or resolution.

Assigned - Amounts that are designated by the Board for a specific purpose but are not spendable until a budget ordinance is passed by the Board.

Unassigned - All amounts not included in other spendable classifications.

The details of the fund balances are included in the Governmental Funds Balance Sheet (page 5). Any restricted funds are used first as appropriate. Assigned Funds are reduced to the extent that expenditure authority has been budgeted by the Board or the Assignment has been changed by the Board. Decreases to fund balance first reduce Unassigned Fund balance; in the event that Unassigned Fund Balance becomes zero, then Assigned and Committed Fund Balances are used in that order.

The Marion County Railroad Authority has Unassigned Fund Balance of \$6,402.99 at June 30, 2012.

Basis of Accounting

Basis of accounting refers to the point at which revenues or expenditures/expenses are recognized in the accounts and reported in the financial statements. It relates to the timing of the measurements made regardless of the measurement focus applied.

1. Accrual: Governmental activities in the government-wide financial statements are presented on the accrual basis of accounting. Revenues are recognized when earned and expenses are recognized when incurred.
2. Modified Accrual: The governmental fund financial statements are presented on the modified accrual basis of accounting. Under the modified accrual basis of accounting, revenues are recorded when susceptible to accrual; i.e., both measurable and available. "Available" means collectible within the current period or within 60 days after year-end. Expenditures are generally recognized under the modified accrual basis of accounting when the related liability is incurred. The exception to this general rule is that principal and interest on general obligation long-term debt, if any, is recognized when due.

**MARION COUNTY RAILROAD AUTHORITY  
JASPER, TENNESSEE  
NOTES TO FINANCIAL STATEMENTS  
June 30, 2012**

NOTE 1 – SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

Budgets

The Authority does not have a legal requirement to operate under an adopted budget. External approval or review of a budget is not mandated.

Capital Assets

The Authority does not have any infrastructure and does not retain title to any of the improvements made to the tracks and bridges. The Railroad Authority has no capital assets.

NOTE 2 – CASH DEPOSITS

The Authority is authorized to invest in the following types of securities and indebtedness, in accordance with governing statutes:

- (1) Bonds, notes, treasury bills or similar types of indebtedness to the United States.
- (2) Non-convertible debt including Federal Home Loan Bank, Federal National Mortgage Association, Federal Farm Credit Bank, and Student Loan Marketing Association.
- (3) Other obligations not specified above which provide guaranteed principal and interest by the United States or any of its agencies.
- (4) Repurchase agreements which involve obligations of the United States or its agencies provided the term of the repurchase agreement does not extend beyond the maturity date of the obligation and the market value of the security exceeds the cost of the security.
- (5) Money market funds invested in any of the aforementioned securities.

The carrying amount of total cash deposits (including petty cash) at June 30, 2012, is \$6,402.99. With the exception of petty cash, all cash deposits were entirely covered by federal depository insurance or by collateral held by the Authority's custodial banks in the Authority's name.

NOTE 3 – GRANTS

During the year ended June 30, 2012, the Authority received grants from the Tennessee Department of Transportation. These grants were for the rehabilitation of tracks and bridges for the short-line railroad that serves the Jasper, Kimball and South Pittsburg areas of Marion County. The grants included engineering services related to the rehabilitation. The tracks and bridges are not owned by the Authority or by the county and municipal governments involved. Accordingly, the Authority does not have legal title to the improvements. The grant receipts are recorded as revenues and the expenditures are recorded as expenditures and changes in fund balance.

NOTE 4 – RISK

Since the Authority does not retain legal title to the railroad improvements, liability, and casualty insurance is the responsibility of the various contractors and owner of the railroad. The Authority is named as additional insured on the policies.

**OTHER SUPPLEMENTARY INFORMATION**

**MARION COUNTY RAILROAD AUTHORITY  
 JASPER, TENNESSEE  
 SCHEDULE OF EXPENDITURES OF FEDERAL AWARDS AND STATE FINANCIAL ASSISTANCE  
 Year ended June 30, 2012**

<u>Grantor</u>	<u>CFDA Number</u>	<u>Contract Number</u>	<u>Beginning (Accrued) Deferred</u>	<u>Receipts</u>	<u>Expenditures</u>	<u>Ending (Accrued) Deferred</u>
Federal Awards	-	-	\$ 0.00	\$ 0.00	\$ 0.00	\$ 0.00
State Assistance -						
TN Department of Transportation	N/A	Z11RE2032	0.00	2,625.94	2,625.94	0.00
TN Department of Transportation	N/A	Z11RR1010	0.00	4,953.60	6,100.00	(1,146.40)
TN Department of Transportation	N/A	Z12RE1014	0.00	1,581.10	1,581.10	0.00
TN Department of Transportation	N/A	GG1030837	0.00	12,640.37	12,640.37	0.00
TN Department of Transportation	N/A	Z12RE1014	0.00	680.45	680.45	0.00
TN Department of Transportation	N/A	Z12RE1014	0.00	70,253.27	70,253.27	0.00
TN Department of Transportation	N/A	Z09213042	0.00	1,173.00	1,173.00	0.00
TN Department of Transportation	N/A	Z12RE1014	0.00	36,954.73	36,954.73	0.00
TN Department of Transportation	N/A	Z09213042	0.00	2,168.60	2,168.60	0.00
TN Department of Transportation	N/A	Z11RE2051	0.00	1,172.47	1,172.47	0.00
TN Department of Transportation	N/A	Z10220814	0.00	2,604.47	2,604.47	0.00
Total State Awards			0.00	136,808.00	137,954.40	(1,146.40)
Total State and Federal Awards			\$ 0.00	\$ 136,808.00	\$ 137,954.40	\$ 0.00

Basis of Presentation: The Schedule of Expenditures of Federal Awards and State Financial Assistance summarizes the expenditures of Marion County Railroad Authority for the year ended June 30, 2012. Schedule is presented using the accrual basis of accounting.

See Accompanying Independent Auditors' Report.

# BEAN, RHOTON & KELLEY, PLLC

CERTIFIED PUBLIC ACCOUNTANTS

300 SOUTH JEFFERSON STREET, WINCHESTER, TN 37398

Office: 931-967-0611

Fax: 931-967-4784

www.brkcpa.com

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Association of Government Accountants

## 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 Board of Directors  
Marion County Railroad Authority  
Jasper, Tennessee

We have audited the financial statements of the governmental activities and major fund of the Marion County Railroad Authority, a jointly governed authority of Marion County, Tennessee and the municipalities of Jasper, Kimball, and South Pittsburg, as of and for the year ended June 30, 2012, which collectively comprise the Marion County Railroad Authority's basic financial statements and have issued our report thereon dated February 11, 2013. 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

Management of the Marion County Railroad Authority, Tennessee, is responsible for establishing and maintaining effective internal control over financial reporting. In planning and performing our audit, we considered the Marion County Railroad Authority, Tennessee's internal control over financial reporting as a basis for designing our auditing procedures for the purpose of expressing our opinions on the financial statements, but not for the purpose of expressing an opinion on the effectiveness of the Marion County Railroad Authority, Tennessee's internal control over financial reporting. Accordingly, we do not express an opinion on the effectiveness of the Marion County Railroad Authority, Tennessee'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 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.

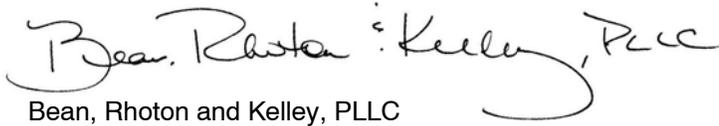
Our consideration of internal control over financial reporting was for the limited purpose described in the preceding paragraph and was not designed to identify all deficiencies in internal control over financial reporting that might be deficiencies, significant deficiencies, or material weaknesses. We did not identify any deficiencies in internal control over financial reporting that we consider to be material weaknesses, as defined above. However, we identified certain deficiencies in internal control over financial reporting, described in the accompanying schedule of findings and responses that we consider to be significant deficiencies in internal control over financial reporting [09-01]. 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.

### Compliance and Other Matters

As part of obtaining reasonable assurance about whether the Marion County Railroad Authority, Tennessee'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*.

Marion County Railroad Authority's responses to the findings identified in our audit is described in the accompanying schedule of findings and responses. We did not audit Marion County Railroad Authority's responses and, accordingly, we express no opinion on them.

This report is intended solely for the information and use of management, State of Tennessee, others within the entity, 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.

A handwritten signature in cursive script that reads "Bean, Rhoton & Kelley, PLLC". The signature is written in dark ink and is positioned above the printed name of the firm.

Bean, Rhoton and Kelley, PLLC  
February 11, 2013

**MARION COUNTY RAILROAD AUTHORITY  
JASPER, TENNESSEE  
SCHEDULE OF FINDINGS AND RESPONSES  
JUNE 30, 2012**

I. Summary of Auditors' Results

- A. The June 30, 2012 Auditors' Report expresses an unqualified opinion on the financial statements of the Marion County Railroad Authority.
- B. Significant deficiencies in internal control were disclosed by the audit and is discussed below in finding 09-01.
- C. There are no material weaknesses.

II. Findings Related to the Financial Statements, which are required to be reported in accordance with *Government Auditing Standards*.

(09-01) Segregation of Duties

In our review of the overall accounting controls of the Authority's accounting system, we found several areas where proper segregation of duties might be obtained.

Recommendation:

Due to the lack of office staff, we do not believe a complete segregation of duties is possible that would eliminate all weaknesses in the Authority's accounting system. However, a thorough study of the internal control aspect of the accounting system should be considered by the Authority. Certain additional procedures and segregation of proper duties could increase the control over the assets.

Authority's Comment:

Because we have no employees, segregation of duties is a rough task. However, as time permits we hope to add additional controls over the accounting system in the future.

Disposition:

This problem still exists.

(11-01) Dual signatures

In our review of disbursements, it was noted that dual signatures are not being used on all checks.

Disposition:

This problem no longer exists.