CARROLL COUNTY BOARD OF PUBLIC UTILITIES

FINANCIAL STATEMENTS AND

SUPPLEMENTARY INFORMATION

FOR THE FISCAL YEARS ENDED

JUNE 30, 2013 AND 2012

CARROLL COUNTY BOARD OF PUBLIC UTILITIES
TABLE OF CONTENTS

Introductory Section
Directory 1

Financial Section
Independent Auditor's Report 2
Management's Discussion and Analysis 5
Financial Statements:
  Statements of Net Position 11
  Statements of Revenues, Expenses and Changes in Net Position 13
  Statements of Cash Flows 14
  Notes to Financial Statements 16
Required Supplementary Information:
  Schedule of Funding Progress – Other Post Employment Benefit Plan 26

Supplementary and Other Information Section
Schedules of Operating Revenues and Expenses 27
Schedule of Long-term Debt 29
Schedule of Expenditures of Federal Awards 30
Electric Rates in Force 31
Other Supplementary Information – Unaudited 32

Internal Control and Compliance Section
Independent Auditor's Report on Internal Control Over Financial Reporting and on Compliance and Other Matters Based on an Audit of Financial Statements Performed in Accordance with *Government Auditing Standards* 33
Schedule of Findings and Recommendations 35

INTRODUCTORY SECTION

CARROLL COUNTY BOARD OF PUBLIC UTILITIES
DIRECTORY
June 30, 2013

BOARD MEMBERS

John A. Mann, Chairman
Jackie E. McGee., Secretary
Robert E. Rutledge, Treasurer
Dr. Jerry F. Atkins
Paul W. Moore

MANAGEMENT TEAM

Lynn Compton, General Manager
Mark Burden, Office Manager
Gary Hatch, Director of Operations
Gail Eubanks, Chief Accountant

COUNSEL

Robert Keeton, Jr.
Huntingdon, Tennessee

INDEPENDENT CERTIFIED PUBLIC ACCOUNTANTS

Alexander Thompson Arnold PLLC
Jackson, Tennessee

FINANCIAL SECTION

Members of:
American Institute of Certified Public Accountants
AICPA Center for Public Company Audit Firms
AICPA Governmental Audit Quality Center
AICPA Employee Benefit Plan Audit Quality Center
Tennessee Society of Certified Public Accountants
Kentucky Society of Certified Public Accountants

ATA ALEXANDER THOMPSON ARNOLD PLLC

Certified Public Accountants
Offices in Tennessee & Kentucky

227 Oil Well Rd.
Jackson, TN 38305

Phone 731.427.8571
Fax 731.424.5701
www.atacpa.net

Independent Auditor's Report

Board of Directors
Carroll County Board of Public Utilities
Huntingdon, Tennessee

Report on the Financial Statements

We have audited the accompanying financial statements of the Carroll County Board of Public Utilities (the System), an enterprise fund of Carroll County, Tennessee, as of and for the years ended June 30, 2013 and 2012, and the related notes to the financial statements, which collectively comprise the System's basic financial statements as listed in the table of contents.

Management's Responsibility for the Financial Statements

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

Auditor's Responsibility

Our responsibility is to express 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 audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the entity's preparation and fair presentation of the financial statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the entity's internal control. Accordingly, we express no such opinion. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of significant accounting estimates made by management, as well as evaluating the overall presentation of the financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

Board of Directors
Carroll County Board of Public Utilities
Huntingdon, Tennessee

Opinion

In our opinion, the financial statements referred to above present fairly, in all material respects, the financial position of Carroll County Board of Public Utilities, of Carroll County, Tennessee, as of June 30, 2013 and 2012, and the changes in financial position and cash flows thereof for the years then ended in accordance with accounting principles generally accepted in the United States of America.

Emphasis of Matter

As discussed in Note 1, the financial statements present only the Carroll County Board of Public Utilities enterprise fund and do not purport to, and do not, present fairly the financial position of Carroll County, Tennessee, as of June 30, 2013 and 2012, the changes in its financial position or, where applicable, its cash flows for the years then ended in accordance with accounting principles generally accepted in the United State of America. Our opinion is not modified with respect to this matter.

Other Matters

Required Supplementary Information

Accounting principles generally accepted in the United States of America require that the management's discussion and analysis, and other post employment benefits on pages 5-10 and 26 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.

Other Information

Our audit was conducted for the purpose of forming an opinion on the financial statements that collectively comprise the System's basic financial statements. The introductory section and supplementary and other information section are presented for purposes of additional analysis and are not a required part of the basic financial statements.

The supplementary and other information section as listed in the Table of Contents, except that which is marked unaudited is the responsibility of management and was derived from and relates directly to the underlying accounting and other records used to prepare the basic financial statements. Such information has been subjected to the auditing procedures applied in the audit of the basic financial statements and certain additional procedures, including comparing and reconciling such information directly to the underlying accounting and other records used to prepare the basic financial statements or to the basic financial statements themselves, and other additional procedures in accordance with auditing standards generally accepted in the United States of America. In our opinion, the other supplementary information section as listed in the Table of Contents, except that which has been marked unaudited, is fairly stated in all material respects in relation to the basic financial statements as a whole.

The introductory section and the information marked unaudited in the supplementary and other information section have not been subjected to the auditing procedures applied in the audit of the basic financial statements and, accordingly, we do not express an opinion or provide any assurance on them.

Board of Directors
Carroll County Board of Public Utilities
Huntingdon, Tennessee

Other Reporting Required by *Government Auditing Standards*

In accordance with *Government Auditing Standards*, we have also issued our report dated October 7, 2013, on our consideration of the System'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* in considering System's internal control over financial reporting and compliance.

Alexander Thompson Arnold PLLC

Jackson, Tennessee
October 7, 2013

MANAGEMENT'S DISCUSSION AND ANALYSIS

As management of the Carroll County Board of Public Utilities (the System), we offer readers of the System's financial statements this narrative overview and analysis of the financial activities of the System for the fiscal year ended June 30, 2013. All amounts, unless otherwise indicated, are expressed in actual dollars.

FINANCIAL HIGHLIGHTS

Management believes the System's financial condition is strong. The System is well within its debt covenants and the more stringent financial policies and guidelines set by the Board and management. The following are key financial highlights.

- Total assets at year-end were $33.5 million and exceeded liabilities in the amount of $26.8 million (i.e. net position). Total assets increased by $142 thousand due primarily to increase in construction in progress.
- Net position increased $259 thousand during the current year due to an operating profit. Unrestricted net position decreased by $540 thousand due primarily to decreases in investments.
- During fiscal year 2013, the System delivered 432.90 million kWh compared to 430.60 million kWh during the fiscal year 2012.
- Operating revenues were $38.6 million, an increase from year 2012 in the amount of $337 thousand or 0.88%.
- Operating expenses were $37.8 million, an increase from year 2012 in the amount of $316 thousand or 0.84%.
- The operating income for the year was $779 thousand as compared to a $759 thousand operating income during the 2012 fiscal year.
- Ratios of operating income to total operating revenue were 2.02, 1.98, and 1.72, for 2013, 2012, and 2011, respectively.

OVERVIEW OF THE ANNUAL FINANCIAL REPORT

Management's Discussion and Analysis (MD&A) serves as an introduction to, and should be read in conjunction with, the financial statements and supplementary and other information. The MD&A represents management's examination and analysis of the System's financial condition and performance. Summary financial statement data, key financial and operational indicators used in the System's strategic plan, budget, bond resolutions, and other management tools were used for this analysis. The Financial Statements and Supplementary Information is made up of four sections: 1) the introductory section, 2) the financial section, 3) the supplementary and other information section, and 4) the internal control and compliance section. The introductory section includes the System's directory. The financial section includes the MD&A, the independent auditor's report, the financial statements with accompanying notes, and the required supplementary information. The supplementary and other information section includes selected financial and operational information. The internal control and compliance section includes the report on internal control and compliance. These sections make up the financial report presented here.

REQUIRED FINANCIAL STATEMENTS

A Proprietary Fund is used to account for the operations of the System, which is financed and operated in a manner similar to private business enterprises where the intent is that the costs of providing services to the general public on a continuing basis be financed or recovered primarily through user charges.

MANAGEMENT'S DISCUSSION AND ANALYSIS

The financial statements report information about the System, using accounting methods similar to those used by private sector companies. These statements offer short- and long-term financial information about its activities.

The *Statement of Net Position* presents the financial position of the System on a full accrual historical cost basis. The statement includes all of the System's assets, liabilities and deferred inflows/outflows of resources with the difference reported as net position. It also provides the basis for computing rate of return, evaluating the capital structure of the System, and assessing the liquidity and financial flexibility of the System.

The *Statement of Revenues, Expenses and Changes in Net Position* presents the results of the business activities over the course of the fiscal year and information as to how the net position changed during the year. All changes in net position are reported as soon as the underlying event giving rise to the change occurs, regardless of the timing of the related cash flows. This statement measures the success of the System's operations and can be used to determine whether the System has successfully recovered all of its costs. This statement also measures the System's profitability and credit worthiness.

The *Statement of Cash Flows* presents changes in cash and cash equivalents, resulting from operational, financing, and investing activities. This statement presents cash receipt and cash disbursement information, without consideration of the earnings event, when an obligation arises.

The *Notes to the Financial Statements* provide required disclosures and other information that are essential to a full understanding of material data provided in the statements. The notes present information about the System's accounting policies, significant account balances and activities, material risks, obligations, commitments, contingencies and subsequent events, if any.

FINANCIAL ANALYSIS

One of the most important questions asked about the System's finances is "Is the System, as a whole, better off or worse off as a result of the year's activities?" The Statement of Net Position and the Statement of Revenues, Expenses, and Changes in Net Position report information about the System's activities in a way that will help answer this question. These two statements report the net position of the System, and the changes in the net position. Net position is one way to measure the financial health or financial position of the System. Over time, increases or decreases in the System's net position is an indicator of whether its financial health is improving or deteriorating. However, you will need to also consider other non-financial factors such as changes in economic conditions, customer growth, and legislative mandates.

REQUIRED FINANCIAL ANALYSIS

The System's total net position increased by $259 thousand and $303 thousand for the fiscal years ended June 30, 2013 and 2012, respectively. The analysis below focuses on the System's net position (Table 1) and changes in net position (Table 2) during the years.

MANAGEMENT'S DISCUSSION AND ANALYSIS

Table 1A
CONDENSED STATEMENT OF NET POSITION

	June 30, 2013	June 30, 2012	Increase (Decrease) $	%
Current and other assets	$ 12,794,914	$ 13,284,571	$ (489,657)	-3.69%
Capital assets	20,720,542	20,088,435	632,107	3.15%
Total assets	33,515,456	33,373,006	142,450	0.43%
Long-term liabilities	418,315	553,478	(135,163)	-24.42%
Other liabilities	6,304,006	6,284,995	19,011	0.30%
Total liabilities	6,722,321	6,838,473	(116,152)	-1.70%
Net investment in capital assets	20,224,651	19,440,136	784,515	4.04%
Restricted	410,275	395,858	14,417	3.64%
Unrestricted	6,158,209	6,698,539	(540,330)	-8.07%
Total net position	$ 26,793,135	$ 26,534,533	$ 258,602	0.97%

The increase in capital assets in 2013 was due primarily to a construction project to expand the System's substation in Clarksburg. The project was funded by the System's investments and, as a result, caused a decrease in current and other assets.

Table 1B
CONDENSED STATEMENT OF NET POSITION

	June 30, 2012	June 30, 2011	Increase (Decrease) $	%
Current and other assets	$ 13,284,571	$ 12,457,211	$ 827,360	6.64%
Capital assets	20,088,435	20,523,496	(435,061)	-2.12%
Total assets	33,373,006	32,980,707	392,299	1.19%
Long-term liabilities	553,478	683,680	(130,202)	-19.04%
Other liabilities	6,284,995	6,065,235	219,760	3.62%
Total liabilities	6,838,473	6,748,915	89,558	1.33%
Net investment in capital assets	19,440,136	19,727,665	(287,529)	-1.46%
Restricted	395,858	382,490	13,368	3.49%
Unrestricted	6,698,539	6,121,637	576,902	9.42%
Total net position	$ 26,534,533	$ 26,231,792	$ 302,741	1.15%

Changes in the System's net position can be determined by reviewing the following condensed Statement of Revenues, Expenses and Changes in Net Position for the years.

Table 2A

CONDENSED STATEMENT OF REVENUES, EXPENSES AND CHANGES IN NET POSITION

	June 30, 2013	June 30, 2012	Increase (Decrease) $	Increase (Decrease) %
Operating revenues	$ 38,618,972	$ 38,282,176	$ 336,796	0.88%
Non-operating revenues	46,629	67,534	(20,905)	-30.95%
Total revenues	38,665,601	38,349,710	315,891	0.82%
Cost of sales and service	31,903,637	31,849,409	54,228	0.17%
Operations expense	2,210,013	2,149,281	60,732	2.83%
Maintenance expense	1,193,070	1,167,114	25,956	2.22%
General and administrative expense	1,281,349	1,125,705	155,644	13.83%
Depreciation expense	1,043,574	1,032,505	11,069	1.07%
Transfer out - tax equivalent	532,876	482,324	50,552	10.48%
Other taxes	207,963	199,361	8,602	4.31%
Interest and amortization	34,517	41,270	(6,753)	-16.36%
Total expenses	38,406,999	38,046,969	360,030	0.95%
Change in net position	258,602	302,741	(44,139)	-14.58%
Beginning net position	26,534,533	26,231,792	302,741	1.15%
Ending net position	$ 26,793,135	$ 26,534,533	$ 258,602	0.97%

Table 2B

CONDENSED STATEMENT OF REVENUES, EXPENSES AND CHANGES IN NET POSITION

	June 30, 2012	June 30, 2011	Increase (Decrease) $	Increase (Decrease) %
Operating revenues	$ 38,282,176	$ 38,373,267	$ (91,091)	-0.24%
Non-operating revenues	67,534	94,947	(27,413)	-28.87%
Total revenues	38,349,710	38,468,214	(118,504)	-0.31%
Cost of sales and service	31,849,409	31,910,486	(61,077)	-0.19%
Operations expense	2,149,281	2,147,338	1,943	0.09%
Maintenance expense	1,167,114	1,344,362	(177,248)	-13.18%
General and administrative expense	1,125,705	1,089,378	36,327	3.33%
Depreciation expense	1,032,505	1,023,166	9,339	0.91%
Transfer out - tax equivalent	482,324	483,006	(682)	-0.14%
Other taxes	199,361	197,745	1,616	0.82%
Interest and amortization	41,270	47,433	(6,163)	-12.99%
Total expenses	38,046,969	38,242,914	(195,945)	-0.51%
Change in net position	302,741	225,300	77,441	34.37%
Beginning net position	26,231,792	26,006,492	225,300	0.87%
Ending net position	$ 26,534,533	$ 26,231,792	$ 302,741	1.15%

Operating revenues showed a (0.24%) decrease from 2011 to 2012 and a 0.88% increase from 2012 to 2013. Non-operating revenues decreased 28.87% from 2011 to 2012 and decreased 30.95% from 2012 to 2013 as the result of decreasing interest rates on certificates of deposits and savings accounts. Expenses increased 0.43% for the three year period as a result of fluctuation in cost of sales and service due to rate changes by TVA. Ending net position showed an increase of 2.14% over the 3 year period due to the above mentioned facts.

CAPITAL ASSETS AND DEBT ADMINISTRATION

Capital Assets

At the end of fiscal year 2013, the system had $20.72 million (net of accumulated depreciation) invested in a broad range of System capital assets. This investment includes land, land rights, distribution and transmission systems and their related equipment, and various types of equipment. Based on the uses of the aforementioned assets, they are classified for financial purposes as transmission plant, distribution plant, and general plant. This investment represents an overall increase (net of increases and decreases) of $632 thousand or 3.15% over last year. The following tables summarize the System's capital assets, net of accumulated depreciation, and changes therein, for the year ended June 30, 2013 and 2012. These changes are presented in detail in Note 3D to the financial statements.

Table 3A

CAPITAL ASSETS, NET OF ACCUMULATED DEPRECIATION

	June 30, 2013	June 30, 2012	Increase (Decrease) Amount	Increase (Decrease) Percent
Transmission plant	$ 730,303	$ 778,719	$ (48,416)	-6.22%
Distribution plant	17,498,303	17,532,390	(34,087)	-0.19%
General plant	1,746,238	1,670,517	75,721	4.53%
Construction in progress	745,698	106,809	638,889	598.16%
Total capital assets (net)	$ 20,720,542	$ 20,088,435	$ 632,107	3.15%

Table 3B

CAPITAL ASSETS, NET OF ACCUMULATED DEPRECIATION

	June 30, 2012	June 30, 2011	Increase (Decrease) Amount	Increase (Decrease) Percent
Transmission plant	$ 778,719	$ 820,743	$ (42,024)	-5.12%
Distribution plant	17,532,390	17,427,123	105,267	0.60%
General plant	1,670,517	1,794,901	(124,384)	-6.93%
Construction in progress	106,809	480,729	(373,920)	-77.78%
Total capital assets (net)	$ 20,088,435	$ 20,523,496	$ (435,061)	-2.12%

The major portion of the addition in 2013 took place in construction in progress as a result of the System's construction project of expanding the substation in Clarksburg. The System plans on using existing financial resources to keep upgrading existing systems and adding new systems where it sees fit.

Debt Administration

The System has outstanding Revenue Bonds of $505 thousand as of June 30, 2013. Principal payments are due in the upcoming fiscal year in the amount of $160 thousand with interest payments totaling approximately $24 thousand also due. Details relating to the outstanding debt can be found in Note 3E. The System is well within its debt covenants and foresees no problems in the future relating to outstanding debt. The System also has no current plans to issue new debt or refund outstanding debt.

ECONOMIC FACTORS AND NEXT YEAR'S RATES

During fiscal year 2013 economic conditions in the service territory still did not show signs of improvement. The System's total customer base continued to decrease with the most notable decrease in residential customers of 1.8%, which makes it the System's sixth consecutive annual decline for the residential class of service.

Additionally, in October 2012, the System's energy supplier and regulatory authority changed its wholesale billing structure to a Modified Time-of-Use rate design. Because of the new wholesale rate change which resulted in higher costs of sales, as well as the increases in payroll and employee benefit costs, the System has approved a 2.1% rate increase, effective October 2013, to recover the costs and to compensate for the revenue loss due to customer base decline.

CONTACTING THE AUTHORITY'S FINANCIAL MANAGEMENT

This financial report is designed to provide a general overview of the System's finances for all those with an interest in the System's finances and to demonstrate the System's accountability for the money it receives. Questions concerning any information provided in this report or requests for any additional information should be directed to the Office Manager of Carroll County Board of Public Utilities, P.O. Box 527, 103 West Paris Street, Huntingdon, TN 38344.

CARROLL COUNTY BOARD OF PUBLIC UTILITIES
STATEMENTS OF NET POSITION
June 30, 2013 and 2012

	2013	2012
Assets		
Current Assets		
Cash on hand	$ 3,650	$ 3,650
Cash and cash equivalents - general	2,802,884	2,803,549
Accounts receivable - trade (net of allowance for uncollectibles)	3,104,552	3,169,868
Accounts receivable - other	239,372	227,772
Materials and supplies	516,352	507,978
Prepayments and other current assets	327,409	98,706
Total current assets	6,994,219	6,811,523
Noncurrent assets		
Restricted cash, cash equivalents, and investments:		
Cash and cash equivalents	156,884	144,695
Investments	257,376	256,349
Total restricted assets	414,260	401,044
Investments	5,380,737	6,064,295
Other assets		
Unamortized debt expense	5,698	7,709
Capital assets, not being depreciated		
Transmission plant	65,819	65,819
Distribution plant	99,331	99,331
General plant	118,920	118,920
Construction in progress	745,698	106,809
Total capital assets, not being depreciated	1,029,768	390,879
Capital assets, net of accumulated depreciation		
Transmission plant	664,490	712,900
Distribution plant	17,398,965	17,433,059
General plant	1,627,319	1,551,597
Total capital assets (net of accumulated depreciation)	20,720,542	20,088,435
Total noncurrent assets	26,521,237	26,561,483
Total assets	**$ 33,515,456**	**$ 33,373,006**

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

CARROLL COUNTY BOARD OF PUBLIC UTILITIES
STATEMENTS OF NET POSITION
June 30, 2013 and 2012

	2013	2012
Liabilities		
Current liabilities		
Accounts payable	$ 3,177,802	$ 3,226,766
Other accrued expense	811,624	776,286
Customer deposits	908,203	927,023
Compensated absences	1,242,392	1,194,734
Total current liabilities	6,140,021	6,124,809
Current liabilities payable from restricted assets:		
Accrued interest	3,985	5,186
Current maturities of long-term debt	160,000	155,000
Total current liabilities payable from restricted assets	163,985	160,186
Noncurrent liabilities		
Bonds payable (less current maturities)	345,000	505,000
Unamortized discount on bonds payable	(9,109)	(11,701)
Other post employment benefits obligation	82,424	60,179
Total noncurrent liabilities	418,315	553,478
Total liabilities	**6,722,321**	**6,838,473**
Net Position		
Net investment in capital assets	20,224,651	19,440,136
Restricted for debt service	410,275	395,858
Unrestricted	6,158,209	6,698,539
Total net position	**$ 26,793,135**	**$ 26,534,533**

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

CARROLL COUNTY BOARD OF PUBLIC UTILITIES
STATEMENTS OF REVENUES, EXPENSES AND CHANGES IN NET POSITION
For the Years Ended June 30, 2013 and 2012

	2013	2012
Operating revenues		
Charges for sales and services	$ 37,815,704	$ 37,582,622
Other electric revenue	803,268	699,554
Total operating revenues	38,618,972	38,282,176
Operating expenses		
Cost of sales and services	31,903,637	31,849,409
Operations expense	2,210,013	2,149,281
Maintenance expense	1,193,070	1,167,114
Administrative expense	1,281,349	1,125,705
Provision for depreciation	1,043,574	1,032,505
Other taxes	207,963	199,361
Total operating expenses	37,839,606	37,523,375
Operating income (loss)	779,366	758,801
Nonoperating revenues (expenses)		
Interest income	46,629	67,534
Interest expense	(29,914)	(36,791)
Amortization of debt expense	(4,603)	(4,479)
Total nonoperating revenues (expenses)	12,112	26,264
Income before transfers	791,478	785,065
Transfers		
Transfer out - tax equivalents	(532,876)	(482,324)
Change in net position	258,602	302,741
Total net position - beginning	26,534,533	26,231,792
Total net position - ending	**$ 26,793,135**	**$ 26,534,533**

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

CARROLL COUNTY BOARD OF PUBLIC UTILITIES
STATEMENTS OF CASH FLOWS
For the Years Ended June 30, 2013 and 2012

	2013	2012
Cash flows from operating activities		
Receipts from customers and users	38,024,798	38,289,909
Payments to employees	(2,926,533)	(2,402,671)
Payments to suppliers	(34,050,299)	(33,659,897)
Customer deposits received	305,125	227,535
Customer deposits refunded	323,945	(186,584)
Amounts paid to others - tax equivalents	(532,876)	(482,324)
Net cash provided (used) by operating activities	1,144,160	1,785,968
Cash flows from capital and related financing activities		
Construction and acquisition of plant	(1,706,243)	(631,686)
Plant removal cost	(108,406)	(134,348)
Materials salvaged from retirements	138,968	168,590
Principal paid on bonds	(155,000)	(150,000)
Interest paid on bonds	(31,115)	(37,940)
Net cash provided (used) by capital and related financing activities	(1,861,796)	(785,384)
Cash flows from investing activities		
Purchase of investment	(16,544,897)	(17,563,573)
Proceeds from sale of investments	17,227,428	17,370,045
Interest earned	46,629	67,534
Net cash provided (used) by investing activities	729,160	(125,994)
Net increase (decrease) in cash and cash equivalents	**11,524**	**874,590**
Cash and cash equivalents - beginning of year	2,951,894	2,077,304
Cash and cash equivalents - end of year	2,963,418	2,951,894
Unrestricted cash on hand	3,650	3,650
Unrestricted cash and cash equivalents on deposit	2,802,884	2,803,549
Restricted cash and cash equivalents on deposit	156,884	144,695
Total cash and cash equivalents	2,963,418	2,951,894

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

CARROLL COUNTY BOARD OF PUBLIC UTILITIES
STATEMENTS OF CASH FLOWS
For the Years Ended June 30, 2013 and 2012

	2013	2012
Reconciliation of operating income (loss) to net cash provided (used) by operating activities		
Operating income (loss)	$ 779,366	$ 758,801
Adjustments to reconcile operating income (loss) to net cash provided (used) by operating activities:		
Depreciation expense	1,043,574	1,032,505
(Increase) decrease in accounts receivable	65,316	77,609
(Increase) decrease in materials and supplies	(8,374)	(18,658)
(Increase) decrease in prepayments and other current assets	(240,303)	179,795
Increase (decrease) in customer deposits	(18,820)	40,951
Increase (decrease) in accounts payable and accrued expenses	56,277	197,289
Net cash provided (used) by operating activities	$ 1,677,036	$ 2,268,292

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

NOTE 1 - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

A. Reporting Entity

These are proprietary fund financial statements and include only the financial activities of Carroll County Electric System (The System). The TCA code section 7-52-117(c) states "Subject to the provisions of section 7-52-132, the superintendent, with the approval of the supervisory body, may acquire and dispose of all property, real and personal, necessary to effectuate the purposes of this part. The title of such property shall be taken in the name of the municipality" (county); therefore, Carroll County Electric System does not possess sufficient corporate powers that distinguish it as a legally separate entity, and is considered a proprietary fund of Carroll County, Tennessee.

B. Measurement Focus, Basis of Accounting, and Financial Statement Presentation

The accounting and financial reporting treatment is determined by the applicable measurement focus and basis of accounting. Measurement focus indicates the type of resources being measured such as current financial resources or economic resources. The basis of accounting indicates the timing of transactions or events for recognition in the financial statements.

The System's financial statements are reported using the economic resources measurement focus and the full accrual basis of accounting in accordance with accounting principles generally accepted in the United States of America. Revenues are recorded when earned and expenses are recorded when a liability is incurred, regardless of the timing of related cash flows. The accounting policies of the System conform to applicable accounting principles generally accepted in the United States of America as defined by the *Governmental Accounting Standards Board* (GASB).

Proprietary funds distinguish operating revenues and expense from non-operating items. Operating revenues and expenses generally result from providing services and delivering goods in connection with the proprietary fund's principal ongoing operations. The principal operating revenues of the System are charges for sales to customers for sales and service. Operating expenses for the enterprise funds include the cost of sales and services, administrative expenses, and depreciation on capital assets. All revenues and expenses not meeting this definition are reported as non-operating revenues and expenses.

When both restricted and unrestricted resources are available for use, it is the System's policy to use restricted resources first, then unrestricted resources as they are needed.

C. Assets, Liabilities, and Equity

Deposits and Investments
The System's cash and cash equivalents are considered to be cash on hand, demand deposits, and short-term investments with original maturities of three months or less from the date of acquisition.

State statutes authorize the System to invest in certificates of deposit, obligations of the U.S. Treasury, agencies and instrumentalities, obligations guaranteed by the U.S. government or its agencies, repurchase agreements and the state's investment pool.

Accounts Receivable
Trade receivables result from unpaid billings for electric service to customers and from unpaid billings related to work performed for or materials sold to certain entities. All trade receivables are shown net of an allowance for uncollectible accounts. The allowance for uncollectible customer accounts recorded by the System is based on past history of uncollectible accounts and management's analysis of current accounts.

Inventories and Prepaid Items
All inventories are valued at the lower of average cost or market, using the first-in/first-out (FIFO) method. Certain payments to vendors reflect costs applicable to future accounting periods and are recorded as prepaid items in the financial statements.

Restricted Assets
Certain proceeds of the bond issues, as well as certain resources set aside for their repayment, are classified as restricted assets on the statement of net position because they are maintained in separate bank accounts and their use is limited by applicable bond covenants.

Capital Assets
Capital assets, which include property, plant, equipment, and construction in progress, are defined by the System as assets with an initial, individual cost of more than $500 and an estimated useful life in excess of five years. Such assets are recorded at historical cost or estimated historical cost if purchased or constructed. Assets acquired through contributions from developers or other customers are capitalized at their estimated fair market value at the date of donation.

The costs of normal maintenance and repairs that do not add to the value of the asset or materially extend assets' lives are not capitalized. Major outlays for capital assets and improvements are capitalized as projects are constructed. Interest incurred during the construction phase of capital assets is included as part of the capitalized value of the assets constructed.

Property, plant, and equipment of the System are depreciated using the straight line method over the following useful lives:

General plant	5 - 40 years
Transmission plant	28 - 33 years
Distribution plant	16 - 40 years

Compensated Absences
It is the System's policy to permit employees to accumulate earned but unused vacation and sick pay benefits. All vacation pay has been accrued and is reflected as a current liability on the financial statements. All sick leave has been accrued and is reflected as a current liability on the financial statements.

Long-term Obligations
Bond premiums and discounts, as well as issuance costs, are deferred and amortized over the life of the bonds using the effective interest method. Bonds payable are reported net of the applicable bond premium or discount. Bond issuance costs are reported as deferred charges and amortized over the term of the related debt.

Impact of Recently Issued Accounting Pronouncements

In December 2010, the GASB issued Statement 62, *Codification of Accounting and Financial Reporting Guidance Contained in Pre-November 30, 1989 FASB and AICPA Pronouncements.* GASB 62 incorporates into the GASB's authoritative literature certain accounting and financial reporting guidance that is included in non-governmental pronouncements issued on or before November 30, 1989, which does not conflict with or contradict GASB pronouncements. The adoption of GASB 62 had no impact on the System's financial statement.

In June 2011, the GASB issued Statement 63, *Financial Reporting of Deferred Outflows of Resources, Deferred Inflows of Resources, and Net Position.* GASB 63 provides guidance for reporting deferred outflows and inflows of resources, which are distinct from assets and liabilities, and also renames as net position, rather than net assets, the residual of all other elements presented in a statement of financial position. The provisions of this statement are effective for financial statements for periods beginning after December 15, 2011. As of June 30, 2013, the System had no deferred inflows or outflows for resources to report.

Net Position
Equity is classified as net position and displayed in the following three components:

- Net Investment in Capital Assets – Consists of capital assets, net of accumulated depreciation and reduced by the outstanding balances of any bonds that are attributable to the acquisition, construction, or improvement of those assets; debt related to unspent proceeds or other restricted cash and investments is excluded from the determination.
- Restricted for Debt Service – Consists of assets for which constraints are placed thereon by lenders less any related liabilities.
- Unrestricted – All other net position that does not meet the description of the above categories.

D. Use of Estimates
The preparation of financial statements in conformity with accounting principles generally accepted in the United States of America requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities, the disclosure of contingent amounts and liabilities at the date of the financial statements, and the reported amounts of revenues and expenses during the reporting period. Actual results could vary from the estimates that were used.

NOTE 2 – STEWARDSHIP, COMPLIANCE, AND ACCOUNTABILITY

Budgetary Information

No budget is required for Carroll County Board of Public Utilities, and therefore no budget is adopted.

NOTE 3 – DETAILED NOTES ON ALL FUNDS

A. Deposits and Investments

Investments were made up entirely of certificates of deposits with a maturity of greater than three months for the fiscal years ended June 30, 2013 and 2012.

Custodial Credit Risk

The System's policies limit deposits and investments to those instruments allowed by applicable state laws and described in Note 1. State statute required that all deposits with financial institutions must be collateralized by securities whose market value is equal to 105% of the value of uninsured deposits. The deposits must be collateralized by federal depository insurance or the Tennessee Bank Collateral Pool, by collateral held by the System's agent in the System's name, or by the Federal Reserve Banks acting as third party agents. State statutes also authorize the System to invest in bonds, notes or treasury bills of the United States or any of its agencies, certificates of deposit at Tennessee state chartered banks and savings and loan associations and federally chartered banks and savings and loan associations, repurchase agreements utilizing obligations of the United States or its agencies as the underlying securities, and the state pooled investment fund. Statutes also require that securities underlying repurchase agreements must have a market value of at least equal to the amount of funds invested in the repurchase transaction. As of June 30, 2013 and 2012, all bank deposits were fully collateralized or insured.

B. Receivables

Receivables as of the fiscal year ends were made up of the following:

	June 30,	
	2013	2012
Billed services for utility customers	$ 3,129,552	$ 3,189,868
Other receivables for utility service	239,372	227,772
Allowance for doubtful accounts	(25,000)	(20,000)
Total	$ 3,343,924	$ 3,397,640

C. Restricted Assets

All deposits required by the 2001 Electric Plant Revenue Bond have been made. Transactions in funds, other than the 2001 Electric Plant Revenue Bond Fund and other special funds set aside to repair and replace plant, are at the discretion of the Board of Directors and there are no applicable legal requirements or restrictions on these funds.

	June 30,	
	2013	2012
The restricted assets consist of the following:		
2001 Electric Plant Revenue Bond Fund		
Interest and sinking fund	$ 156,884	$ 144,695
The total funds are represented by:		
Certificates of deposit and savings accounts	$ 257,376	$ 256,349

D. Capital Assets

Capital asset activity during the years was as follows:

CARROLL COUNTY BOARD OF PUBLIC UTILITIES
NOTES TO FINANCIAL STATEMENTS
June 30, 2013 and 2012

Description	Balance at June 30, 2012	Additions	Disposals	Balance at June 30, 2013
Capital assets, not being depreciated				
Transmission plant	$ 65,819	$ -	$ -	$ 65,819
Distribution plant	99,331	-	-	99,331
General plant	118,920	-	-	118,920
Construction in progress	106,809	638,889	-	745,698
Total capital assets not being depreciated	390,879	638,889	-	1,029,768
Capital assets, being depreciated				
Transmission plant	1,438,315	2,190	285	1,440,220
Distribution plant	32,441,095	917,580	305,554	33,053,121
General plant	2,847,592	275,309	83,206	3,039,695
Total capital assets being depreciated	36,727,002	1,195,079	389,045	37,533,036
Less accumulated depreciation for:				
Transmission plant	725,415	50,803	488	775,730
Distribution plant	15,008,036	940,826	294,706	15,654,156
General plant	1,295,995	179,670	63,289	1,412,376
Total accumulated depreciation	17,029,446	1,171,299	358,483	17,842,262
Total capital assets, being depreciated, net	19,697,556	23,780	30,562	19,690,774
Total capital assets, net	$ 20,088,435	$ 662,669	$ 30,562	$ 20,720,542

Description	Balance at June 30, 2011	Additions	Disposals	Balance at June 30, 2012
Capital assets, not being depreciated				
Transmission plant	$ 65,819	$ -	$ -	$ 65,819
Distribution plant	99,331	-	-	99,331
General plant	118,920	-	-	118,920
Construction in progress	480,729	-	373,920	106,809
Total capital assets not being depreciated	764,799	-	373,920	390,879
Capital assets, being depreciated				
Transmission plant	1,429,796	8,519	-	1,438,315
Distribution plant	31,862,406	1,070,407	491,718	32,441,095
General plant	2,848,238	52,712	53,358	2,847,592
Total capital assets being depreciated	36,140,440	1,131,638	545,076	36,727,002
Less accumulated depreciation for:				
Transmission plant	674,872	50,543	-	725,415
Distribution plant	14,534,613	932,018	458,595	15,008,036
General plant	1,172,258	175,976	52,239	1,295,995
Total accumulated depreciation	16,381,743	1,158,537	510,834	17,029,446
Total capital assets, being depreciated, net	$ 19,758,697	$ (26,899)	$ 34,242	$ 19,697,556
Total capital assets, net	$ 20,523,496	$ (26,899)	$ 408,162	$ 20,088,435

Depreciation expense charged to operations amounted to $1,043,574 for the fiscal year ended June 30, 2013 and $1,032,505 for the fiscal year ended June 30, 2012.

E. Long-term Debt

Long-term debt is made up of the following:

	June 30, 2013	June 30, 2012
Revenue Bonds:		
Electric Plant Revenue Bonds, Series 2001, interest at 3.2% to 4.75% due serially through 2016	$ 505,000	$ 660,000
Total current portion of Revenue Bonds	$ 160,000	$ 155,000
Total long-term portion of Revenue Bonds	$ 345,000	$ 505,000

During 2001, Carroll County issued $2,000,000 Electric System Revenue Bonds, Series 2001, for the purpose of financing the construction and equipping of extensions and improvements to the system. The bonds bear interest at rates from 3.2% to 4.75% and mature serially in varying

amounts from $135,000 in fiscal year 2009 to $175,000 in fiscal year 2016. The bonds are secured by a pledge of revenues by the System. Expenses incurred in the issuance of the bonds are being amortized by equal charges to operations over the life of the bonds.

The following is a summary of long-term debt transactions for the years ended June 30, 2013 and 2012:

	Balance June 30, 2012	Additions	Retirements	Balance June 30, 2013	Due Within one year
Revenue bonds payable	$ 660,000	$ -	$ 155,000	$ 505,000	$ 160,000

	Balance June 30, 2011	Additions	Retirements	Balance June 30, 2012	Due Within one year
Revenue bonds payable	$ 810,000	$ -	$ 150,000	$ 660,000	$ 155,000

The scheduled annual requirements for long-term debt at June 30, 2013, are as follows:

Year Ending June 30,	Principal	Interest	Total
2014	160,000	23,908	183,908
2015	170,000	16,387	186,387
2016	175,000	8,313	183,313
	$ 505,000	$ 48,608	$ 553,608

Debt expense associated with the above bond issues was recorded as other assets and is being amortized on a straight-line basis over the life of the issue.

The System complied with all significant debt covenants and restrictions as set forth in the bond agreements.

F. Net Position

Net position represents the difference between assets and liabilities. The restricted net position amounts were as follows:

	June 30,	
	2013	2012
Net investment in capital assets		
Net property, plant, and equipment in services	$ 20,720,542	$ 20,088,435
Unamortized discount	9,109	11,701
Less: Debt as disclosed in Note 3	(505,000)	(660,000)
	$ 20,224,651	$ 19,440,136
Restricted for debt service:		
Restricted cash and cash equivalents	$ 156,884	$ 144,695
Restricted investments	257,376	256,349
Less: Accrued interest payable from restricted assets	(3,985)	(5,186)
	410,275	395,858
Unrestricted	6,158,209	6,698,539
Total net position	$ 26,793,135	$ 26,534,533

NOTE 4 – OTHER INFORMATION

A. Pension Plan

Effective on January 1, 1997 the System adopted a profit sharing plan titled the Carroll County Electrical Department Profit Sharing Plan. Participants of the Plan must meet the Plan's eligibility requirements. Once an employee becomes a Participant, the System will maintain an Individual Account for each employee. Each Plan Year, employee accounts will be adjusted to reflect contributions, gains, losses, etc. The percentage of each employee account to which an employee is entitled upon separation from the System depends on the Plan's vesting schedule. Participants will generally be vested in their Individual Account after three years of service. All contributions made to the Plan on an employee's behalf will be placed in a trust fund established to hold dollars for the benefit of all Participants. Each Participants Individual Account will be used to track their share in the total trust fund.

Each year, the managing body of the System will determine the amount, if any, which it will contribute to the Plan. Employer Contributions to a profit sharing plan in general can range from 1% to 15% of Participants' compensation each year. Compensation shall be determined as the Participant's wages excluding overtime, commissions and bonuses.

For the years ended June 30, 2013 and 2012, total employer contributions were $229,143 and $219,980 based on total covered wages of $2,411,234 and $2,311,586, respectively.

B. Power Contract

The System has a power contract with the Tennessee Valley Authority (TVA) whereby the electric system purchases all its electric power from TVA and is subject to certain restrictions and conditions as provided for in the power contract. Such restrictions include, but are not limited to, prohibitions against furnishings, advancing, lending, pledging or otherwise diverting System funds,

revenues or property to other operations of the county and the purchase or payment of, or providing security for indebtedness on other obligations applicable to such other operations.

C. Risk Management

The System is exposed to various risks of loss related to torts; theft of, damage to, and destruction of assets; errors and omissions; injuries to employees; and natural disasters. During the year ended June 30, 2013, the System purchased commercial insurance for all of the above risks. Settled claims have not exceeded this commercial coverage in any of the past three years and there has been no significant reduction in the amount of coverage provided.

D. OPEB Disclosure

Plan Description - Carroll County Electric System sponsors a single-employer post-retirement. The plan provides medical, prescription, and death benefits to eligible retirees and their spouses.

Funding Policy - The System intends to continue its policy of funding OPEB liabilities on a pay-go basis and to not pre-fund any unfunded annual required contribution as determined under GASB-45.

Annual OPEB Cost and Net OPEB Obligation - The System's annual other post-retirement benefit (OPEB) cost (expense) is calculated based on the annual required contribution of the employer (ARC), an amount actuarially determined in accordance with the parameters of GASB Statement 45. The ARC represents a level of funding that, if paid on an ongoing basis, is projected to cover normal cost each year and amortize any unfunded actuarial liabilities (or funding excess) over a period not to exceed 30 years. The following table shows the components of the System's annual OPEB cost for the year, the amount actually contributed to the plan, and changes in the System's net OPEB Obligation.

Components of Net OPEB Obligation

	2013	2012
Annual Required Contribution	$ 22,497	$ 22,497
Interest on Net OPEB Obligation	2,708	1,703
Adjustment to Annual Required Contribution	(2,960)	(1,870)
Annual OPEB Cost (Expense)	22,245	22,330
Contributions and Subsidy	-	-
Increase in Net Obligation	22,245	22,330
Net OPEB Obligation (BOY)	60,179	37,849
Net OPEB (Asset) Obligation (EOY)	$ 82,424	$ 60,179

The System's annual OPEB cost, the percentage of annual OPEB cost contributed to the plan, and the net OPEB obligation is as follows:

Fiscal Year Ended	Annual OPEB Cost	OPEB Cost Contributed	Net OPEB Obligation
June 30, 2013	$ 22,245	0.00%	$ 82,424
June 30, 2012	$ 22,330	0.00%	$ 60,179
June 30, 2011	$ 22,851	0.00%	$ 37,849
June 30, 2010	$ 22,078	8.20%	$ 14,998
June 30, 2009	$ 23,526	122.40%	$ (5,273)

Funded Status and Funding Progress - As of July 1, 2012, the most recent actuarial valuation date, the plan was 0% funded. The actuarial accrued liability for benefits was $218,430 and the actuarial value of assets was $0 resulting in an unfunded actuarial accrued liability (UAAL) of $218,430. The covered payroll (annual payroll of active employees covered by the plan) was $2,542,725 and the ratio of the UAAL to the covered payroll was 8.59%.

Actuarial valuations of an ongoing plan involve estimates of the value of reported amounts and assumptions about the probability of occurrence of events far into the future. Examples include assumptions about future employment, mortality, and the healthcare cost trend. Amounts determined regarding the funded status of the plan and the annual required contributions of the employer are subject to continual revision as actual results are compared with past expectations and new estimates are made about the future. The schedule of funding progress, presented as required supplementary information following the notes to the financial statements, presents multiyear trend information about whether the actuarial value of plan assets is increasing or decreasing over time relative to the actuarial accrued liabilities for benefits.

Actuarial Methods and Assumptions - Projections of benefits for financial reporting purposes are based on substantive plan (the plan as understood by the employer and the plan members) and includes the type of benefits provided at the time of each valuation and the historical pattern of sharing the benefit costs between the employer and plan members to that point. The actuarial methods and assumptions used include techniques that are designed to reduce the effects of short-term volatility in actuarial accrued liabilities and the actuarial value of assets, consistent with the long-term perspective of the calculations.

In the July 1, 2012 actuarial valuation, the projected unit credit actuarial cost method was used. The actuarial assumptions included a 4.5% investment rate of return (net of administrative expenses), which is a blended rate of the expected long-term investment returns on plan assets and on the employer's own investments calculated based on the funded level of the plan assets at the valuation date, and an annual healthcare cost trend rate of 8% initially, reduced by decrements to an ultimate rate of 5% after ten years. The actuarial value of assets was determined using a standard balanced portfolio expectation for retirement plan asset returns. The UAAL is being amortized as a level percentage of payroll on an open basis. The remaining amortization period at July 1, 2012 was 26 years.

REQUIRED SUPLEMENTARY INFORMATION

CARROLL COUNTY BOARD OF PUBLIC UTILITIES
SCHEDULE OF FUNDING PROGRESS - OTHER POST EMPLOYMENT BENEFITS
June 30, 2013

Actuarial Valuation Date	Actuarial Value of Assets (a)	Actuarial Accrued Liability (AAL) (b)	Unfunded AAL (UAAL) (b - a)	Funded Ratio (a/b)	Covered Payroll (c)	UAAL as a Percentage of Covered Payroll ((b - a) / c)
7/1/2012	$ -	$ 218,430	$ (218,430)	0.00%	$ 2,542,725	8.59%
7/1/2011	-	218,430	$ (218,430)	0.00%	2,409,347	9.07%
7/1/2010	-	231,249	$ (231,249)	0.00%	2,494,041	9.27%
7/1/2009	-	214,260	$ (214,260)	0.00%	2,494,041	8.59%
7/1/2008	-	225,844	$ (225,844)	0.00%	2,431,055	9.30%

The above information is for the year ended June 30, 2012 It is the most current information available.

The information above is presented for all years that information is available.

SUPPLEMENTARY AND OTHER INFORMATION SECTION

CARROLL COUNTY BOARD OF PUBLIC UTILITIES
SCHEDULES OF OPERATING REVENUES AND EXPENSES
For the Years Ended June 30, 2013 and 2012

	2013		2012	
	Actual	Percent	Actual	Percent
Operating revenues:				
Charges for sales and services:				
Residential sales	$ 18,321,103	47.44	$ 17,962,135	46.92
Small lighting and power sales	3,537,283	9.16	3,574,950	9.34
Large lighting and power sales	15,083,156	39.06	15,177,675	39.65
General power credit	(35,532)	(0.09)	(57,861)	(0.15)
Street and athletic lighting sales	372,610	0.96	375,642	0.98
Outdoor lighting	617,594	1.60	616,624	1.61
Uncollectible accounts	(80,510)	(0.21)	(66,543)	(0.17)
Total charges for sales and services	37,815,704	97.92	37,582,622	98.17
Other revenues				
Forfeited discounts	245,393	0.64	228,229	0.60
Miscellaneous service revenue	135,060	0.35	126,790	0.33
Rent from electric property	331,241	0.86	319,522	0.83
Other electric revenue	91,574	0.24	25,013	0.07
Total other revenues	803,268	2.08	699,554	1.83
Total operating revenues	$ 38,618,972	100.00	$ 38,282,176	100.00
Operating expenses:				
Cost of sales and services:				
Purchased power	$ 31,903,637	82.61	$ 31,849,409	83.20
Operations expenses:				
Distribution expenses:				
Supervision and engineering	173,174	0.45	170,389	0.45
Station expense	22,777	0.06	21,213	0.06
Overhead line expense	854,706	2.21	812,953	2.12
Underground line expense	3,466	0.01	3,680	0.01
Street lighting and signal system	4,703	0.01	4,152	0.01
Meter expense	84,505	0.22	93,719	0.24
Consumer installations	13,866	0.04	13,068	0.03
Rent expense	32,967	0.09	34,226	0.09
Miscellaneous expense	94,205	0.24	93,742	0.24
Total distribution expenses	1,284,369	3.33	1,247,142	3.26
Customer accounts expenses:				
Supervision	88,004	0.23	81,647	0.21
Meter reading	187,033	0.48	190,545	0.50
Consumer records and collection expense	625,963	1.62	605,303	1.58
Total customer accounts expenses	901,000	2.33	877,495	2.29

See independent auditor's report

CARROLL COUNTY BOARD OF PUBLIC UTILITIES
SCHEDULES OF OPERATING REVENUES AND EXPENSES
For the Years Ended June 30, 2013 and 2012

	2013		2012	
	Amount	Percent	Amount	Percent
Sales expenses:				
Customer assistance	$ 4,200	0.01	$ 4,200	0.01
Sales expense	20,444	0.05	20,444	0.05
Total sales expenses	24,644	0.06	24,644	0.06
Total operations expenses	2,210,013	5.72	2,149,281	5.61
Administrative expenses:				
Salaries	192,683	0.50	185,055	0.48
Office supplies and expense	28,946	0.07	25,640	0.07
Outside services	25,893	0.07	23,669	0.06
Property insurance	43,398	0.11	42,129	0.11
Injuries and damages	133,860	0.35	103,772	0.27
Duplicate charges	(14,890)	(0.04)	(14,212)	(0.04)
Employee benefits	758,073	1.96	707,739	1.85
Miscellaneous	113,386	0.29	51,913	0.14
Total administrative expenses	1,281,349	3.32	1,125,705	2.94
Maintenance expenses:				
Distribution expenses:				
Supervision and engineering	66,301	0.17	66,098	0.17
Station equipment	48,915	0.13	69,297	0.18
Overhead and underground lines	933,109	2.42	917,608	2.40
Line transformers	57,811	0.15	44,101	0.12
Street lighting and signal system	22,573	0.06	12,397	0.03
Meters	5,499	0.01	4,215	0.01
Miscellaneous	13,168	0.03	13,307	0.03
Security lights	17,743	0.05	18,165	0.05
Total distribution expenses	1,165,119	3.02	1,145,188	2.99
General plant and equipment	27,951	0.07	21,926	0.06
Total maintenance expenses	1,193,070	3.09	1,167,114	3.05
Depreciation and amortization	1,043,574	2.70	1,032,505	2.70
Other taxes	207,963	0.54	199,361	0.52
Total operating expenses	$ 37,839,606	97.98	$ 37,523,375	98.02

See independent auditor's report

CARROLL COUNTY BOARD OF PUBLIC UTILITIES
SCHEDULE OF LONG-TERM DEBT
June 30, 2013

	Series 2001 Electric System Revenue Bonds Dated May 1, 2001	
	Principal	Interest
2014	$ 160,000	$ 23,908
2015	170,000	16,387
2016	175,000	8,313
	$ 505,000	$ 48,608

See independent auditor's report

CARROLL COUNTY BOARD OF PUBLIC UTILITIES
SCHEDULE OF EXPENDITURES OF FEDERAL AWARDS
June 30, 2013

	Grant Number	Federal CFDA No.	Receivables Balance 7/1/2012	Receipts	Expenditures	Receivables Balance 6/30/2013
FEDERAL AWARDS						
United States Department of Homeland Security						
Federal Emergency Management Agency:						
Passed through the State of Tennessee Emergency Management Agency:						
Disaster Grants - Public Assistance (Presidentially Declared Disasters)	FEMA-1974-DR-TN	97.036	$ 58,197	$ -	$ -	$ 58,197
Disaster Grants - Public Assistance (Presidentially Declared Disasters)	FEMA-1979-DR-TN	97.036	30,133	-	-	30,133
Total Federal Awards			**$ 88,330**	**$ -**	**$ -**	**$ 88,330**

See independent auditor's report

CARROLL COUNTY BOARD OF PUBLIC UTILITIES
ELECTRIC RATES IN FORCE
June 30, 2013

Residential Rate Schedule		
Customer charge - per delivery point per month	$	15.90
Energy charge - cents per kWh - all kWh	$	0.08655
General Power Schedule		
GSA1 (Under 50 kW demand & less than 15,000 kWh)		
Customer charge - per delivery point per month	$	22.00
Energy charge - cents per kWh	$	0.09741
GSA2 (51-1000 kW demand or more than 15,000 kWh)		
Customer charge - per delivery point per month	$	100.00
Demand charges - per kW per month		
First 50 Kw	No charge	
Excess over 50 kW	$	12.33
Energy charge - cents per kWh		
First 15,000 kWh per month	$	0.09741
Additional kWh per month	$	0.06088
GSA3 (1000 - 5000 kW demand)		
Customer charge - per delivery point per month	$	300.00
Demand charges - per kW per month		
First 1000 kW	$	11.27
Excess over 1000 kW	$	11.08
Energy charge - cents per kWh	$	0.06347
Lighting (LS)		
Energy charge - cents per kWh		
All kWh - per kWh per month	$	0.06729
GSB (5001 - 15,000 KW demand)		
Customer charge - per delivery point per month	$	1,500.00
Administrative charge	$	350.00
Demand charge - per kW per month		
All kW - per kW per month	$	21.63
Energy charge - cents per kWh		
All kWh - per kWh per month	$	0.04972
GSC (15001 - 25,000 KW demand)		
Customer charge - per delivery point per month	$	1,500.00
Administrative charge	$	350.00
Demand charge - per kW per month		
All kW - per kW per month	$	21.12
Energy charge - cents per kWh		
All kWh - per kWh per month	$	0.04985
MSB Part 1 (1,000 - 5,000 KW demand)		
Customer charge - per delivery point per month	$	1,500.00
Administrative charge	$	350.00
Demand charge - per kW per month		
All kW - per kW per month	$	18.74
Energy charge - cents per kWh		
All kWh - per kWh per month	$	0.04206
MSC (15,001 - 25,000 KW demand)		
Customer charge - per delivery point per month	$	1,500.00
Administrative charge	$	350.00
Demand charge - per kW per month		
All kW - per kW per month	$	18.23
Energy charge - cents per kWh		
All kWh - per kWh per month	$	0.04175

See independent auditor's report

CARROLL COUNTY BOARD OF PUBLIC UTILITIES
OTHER SUPPLEMENTARY INFORMATION - UNAUDITED

	FOR THE FISCAL YEARS ENDED JUNE 30,				
	2013	2012	2011	2010	2009
Revenue					
Residential	$ 18,285,571	$ 17,904,274	$ 18,306,801	$ 16,692,188	$ 18,282,466
Commercial	3,537,283	3,574,950	3,589,616	3,289,097	3,503,573
Industrial	15,083,156	15,177,675	14,768,038	13,413,196	16,098,497
Street and outdoor lighting	990,204	992,266	1,000,738	911,361	1,012,799
Other operating	722,758	633,011	708,074	621,814	684,579
Interest and other revenue	46,629	67,534	94,947	123,893	194,645
	$ 38,665,601	$ 38,349,710	$ 38,468,214	$ 35,051,549	$ 39,776,559
Expense					
Electric power costs	$ 31,903,637	$ 31,849,409	$ 31,910,486	$ 28,106,049	$ 32,873,049
Other operating expenses	4,684,432	4,442,100	4,581,079	4,649,548	4,519,556
Provision for depreciation	1,043,574	1,032,505	1,023,166	1,062,501	1,063,537
Amortization of acquisition adjustment	-	-	-	-	(18,238)
Tax equivalents (including county portion	740,839	681,685	680,751	657,640	618,891
Interest and other expense	34,517	41,270	47,432	53,217	58,368
	$ 38,406,999	$ 38,046,969	$ 38,242,914	$ 34,528,955	$ 39,115,163
Net Income (Loss)	$ 258,602	$ 302,741	$ 225,300	$ 522,594	$ 661,396
Financial					
Plant in service (at original cost)	$ 38,562,804	$ 37,117,881	$ 36,905,239	$ 35,776,218	$ 35,001,139
Bonds outstanding	$ 505,000	$ 660,000	$ 810,000	$ 950,000	$ 1,085,000
Power in use - KWH					
Residential	190,109,225	185,448,737	204,843,626	198,522,575	195,034,851
Commercial	29,568,168	30,009,457	30,525,805	31,258,054	31,002,434
Industrial	203,890,442	205,666,605	205,091,212	204,983,674	210,093,591
Other Customers	9,332,209	9,472,226	9,661,316	9,768,418	9,844,953
Total	432,900,044	430,597,025	450,121,959	444,532,721	445,975,829
Number of customers					
Residential	12,264	12,489	12,507	12,596	12,612
Small commercial	2,842	2,707	2,781	2,740	2,756
Large commercial	213	208	211	196	194
Street and athletic	67	67	68	66	67
Outdoor lighting - Code 78	125	126	137	75	79
	15,511	15,597	15,704	15,673	15,708
Line Loss	4.59%	4.59%	4.19%	3.61%	4.80%

See independent auditor's report

INTERNAL CONTROL AND COMPLIANCE SECTION

Members of:
American Institute of Certified Public Accountants
AICPA Center for Public Company Audit Firms
AICPA Governmental Audit Quality Center
AICPA Employee Benefit Plan Audit Quality Center
Tennessee Society of Certified Public Accountants
Kentucky Society of Certified Public Accountants

ATA ALEXANDER THOMPSON ARNOLD PLLC

Certified Public Accountants
Offices in Tennessee & Kentucky

227 Oil Well Rd.
Jackson, TN 38305

Phone 731.427.8571
Fax 731.424.5701
www.atacpa.net

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

Board of Directors
Carroll County Board of Public Utilities
Huntingdon, Tennessee

We have audited, in accordance with the auditing standards generally accepted in the United States of America and the standards applicable to financial audits contained in *Government Auditing Standards* issued by the Comptroller General of the United States, the financial statements of the Carroll County Board of Public Utilities (the System), an enterprise fund of Carroll County, Tennessee, as of and for the year ended June 30, 2013, and the related notes to the financial statements, which collectively comprise the System's basic financial statements, and have issued our report thereon dated October 7, 2013.

Internal Control Over Financial Reporting

In planning and performing our audit of the financial statements, we considered the System's internal control over financial reporting (internal control) to determine the audit procedures that are appropriate in the circumstances for the purpose of expressing our opinions on the financial statements, but not for the purpose of expressing an opinion on the effectiveness of the System's internal control. Accordingly, we do not express an opinion on the effectiveness of the System's internal control.

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. 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.

Our consideration of internal control was for the limited purpose described in the first paragraph of this section and was not designed to identify all deficiencies in internal control that might be material weaknesses or significant deficiencies. Given these limitations, during our audit we did not identify any deficiencies in internal control that we consider to be material weaknesses. However, material weaknesses may exist that have not been identified.

Compliance and Other Matters

As part of obtaining reasonable assurance about whether the System's financial statements are free from 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*.

Purpose of this Report

The purpose of this report is solely to describe the scope of our testing of internal control and compliance and the results of that testing, and not to provide an opinion on the effectiveness of the entity's internal control or on compliance. This report is an integral part of an audit performed in accordance with *Government Auditing Standards* in considering the entity's internal control and compliance. Accordingly, this communication is not suitable for any other purpose.

Alexander Thompson Arnold PLLC

Jackson, Tennessee
October 7, 2013

CARROLL COUNTY BOARD OF PUBLIC UTILITIES
Schedule of Findings and Recommendations
June 30, 2013 and 2012

Financial Statement Findings

None reported for 2013 or 2012