DRAFT STOUGHTON UTILITIES COMMITTEE REGULAR MEETING MINUTES

Monday, May 14, 2012 – 5:00 p.m. Stoughton, WI Page No. 3

Stoughton Utilities Audit Report And Management Letter: Stoughton Utilities Finance and Administrative Manager Kim Jennings and Stoughton Utilities Director Robert Kardasz introduced Baker Tilly Virchow Krause LLP Manager Jodi Dobson. A presentation of the Stoughton Utilities Audit Report and Management Letter followed. Discussion followed. Motion by Citizen Member David Erdman, the motion seconded by Alderperson Eric Hohol, to approve the Stoughton Utilities Audit and Management Letter and recommend their approval and the adoption of the corresponding resolution to the Stoughton Common Council on May 22, 2012. The motion carried unanimously.



600 South Fourth Street P.O. Box 383 Stoughton, WI 53589-0383

Serving Electric, Water & Wastewater Since 1886

Date: May 8, 2012

To: Stoughton Utilities Committee

From: Kim M. Jennings, CPA

Stoughton Utilities Finance and Administrative Manager

Robert P. Kardasz, P.E. Stoughton Utilities Director

Subject: Stoughton Utilities Audit Report And Management Letter.

The Stoughton Utilities Audit Reports and Management Letter will be presented at the May 14, 2012 Stoughton Utilities Committee meeting. Ms. Jodi Dobson of Baker Tilly Virchow Krause, LLP is scheduled to present the information. Please review the attached information and contact us if you have any questions prior to the meeting.

We are requesting that the Utilities Committee accept the Stoughton Utilities Audit Report and Management Letter and recommend the acceptance of the audit report and the management letter and the adoption of the corresponding resolution to the Stoughton Common Council on May 22, 2012.

Encl.

cc: John C. Andres, CPA, Partner - Baker Tilly Virchow Krause, LLP

Jodi Dobson, CPA, Manager - Baker Tilly Virchow Krause, LLP

Brian G. Erickson - Stoughton Utilities Wastewater System Supervisor

Brian R. Hoops - Stoughton Utilities Office and Information Systems Supervisor

Sean O Grady - Stoughton Utilities Operations Superintendent

Laurie Sullivan - City of Stoughton Finance Director

Roger M. Thorson - Stoughton Utilities Water System Supervisor



Baker Tilly Virchow Krause, LLP Ten Terrace Ct, PO Box 7398 Madison, WI 53707-7398 tel 608 249 6622 fax 608 249 8532 bakertilly.com

March 16, 2012

To Stoughton Utilities Committee 600 South Fourth Street Stoughton, WI 53589

Dear Committee Members:

We are presenting for your consideration our comments and recommendations that are intended to improve the system of internal control or promote other operating efficiencies. These matters came to our attention during our audit of the financial statements of Stoughton Utilities (utilities) for the year ended December 31, 2011 which we reported upon on March16, 2012.

This letter, by its nature, focuses on improvements and does not comment on the many strong areas of the utilities' systems and procedures. The comments and suggestions in this letter are not intended to reflect in any way on the integrity or ability of the personnel responsible for the utilities' operations. They are made solely in the interest of establishing sound internal control practices and improving the utilities' operations.

ELECTRIC UTILITY OPERATING RESULTS

The electric utility's operating income increased in 2011 to \$1,007,000 compared to \$798,000 in 2010. Total kWh sold were up by about 1.4% in 2011. The primary reason for the increase in operating income is due to a rate increase effective January 3, 2011. The electric utility's rate of return was 6.2% in 2011 compared to a rate of return of 4.8% in 2010.

WATER UTILITY OPERATING RESULTS

The water utility's operating income increased in 2011 to \$604,000 compared to \$506,000 in 2010. Revenues were up as the result of an 8% increase in the volume sold, primarily to industrial usage.

The water utility's rate of return was 5.8% in 2011 compared to an authorized rate of return of 6.50%.

WASTEWATER UTILITY OPERATING RESULTS

The wastewater utility's operating income increased in 2011 to \$538,000 compared to \$519,000 in 2010. Revenues were constant from 2010 to 2011. Sewer rates have not changed since 2007. We understand that the sufficiency of revenues is reviewed as part of the annual budget process, but given the usage patterns that could have changed in the last five years we recommend management complete a detailed sewer rate review in the near future.



March 16, 2012 Page 2

CURRENT YEAR COMMENTS

STRATEGIC PLANNING INCLUDES SUCCESSION PLANNING

Operating a successful utility requires technical skills, knowledge of regulatory requirements, financial planning, staff management and other skills. Many utilities experience relatively low turnover which allows staff to gain an in-depth understanding of the local community and build a vast knowledge of the systems and operations at that utility. Stoughton Utilities is not unlike other utilities in having several team members who have been with the utility for a number of years. Unfortunately, when a senior team member decides to retire it can leave a significant knowledge void within the organization. We recommend that management work to establish plans for cross training as well as the development of management skills in the future leaders of the utility in order to allow a smooth transition in these situations. We understand that roughly 20% of the Stoughton Utilities current workforce is eligible for retirement which results in an increased need for proactive planning.

Managements' Response:

Stoughton Utilities has been annually reviewing its succession plan over the last nine years. All employees are cross-trained and seven employees have been registered in the Municipal Electric Utilities of Wisconsin two-year Utility Management Program.

PRIOR YEAR COMMENTS

ACCOUNTABILITY FOR MATERIALS INVENTORY

As part of the annual audit process we complete a physical inspection of a sample of the materials and supplies inventory items. By verifying a sample of the items on the inventory report to the physical items on hand we can gain assurance that the inventory systems and process are operating correctly. During the 2010 physical inventory count we noted small variances between the physical count list and the financial records. Although the amount that was unaccounted for was insignificant it creates a concern over other variances that may exist. Given the current market value of copper and other metals we felt it important to make management and the committee aware of this. We recommend that management review the processes and procedures related to charging out inventory and the year end physical count to ensure that there are no gaps which would allow materials to be used or taken out of the storeroom without being properly documented and charged to the project.

Status 12/31/11: No significant variances were noted during the 2011 audit. We consider this point cleared.

INCORPORATING AN ALLOWANCE FOR FUNDS USED DURING CONSTRUCTION (AFUDC) INTO THE PROJECT ACCOUNTING PROCESS

The utilities annually complete various capital projects, some of which take a significant amount of time and resources. Generally accepted accounting principles and regulatory accounting allow the utility to calculate the financing costs associated with such projects and include this as a portion of the project costs recoverable through rates. There are two methods for calculating the allowance for funds used during construction (AFUDC), one which applies when there is a specific tax exempt borrowing for that project and one which applies the weighted average interest rate on outstanding debt to the project costs during the construction period. The theory is that the utilities could choose to borrow funds to complete the project and use funds on hand to pay down existing debt, therefore there is always a financing cost to such projects.

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PRIOR YEAR COMMENTS (cont.)

INCORPORATING AN ALLOWANCE FOR FUNDS USED DURING CONSTRUCTION (AFUDC) INTO THE PROJECT ACCOUNTING PROCESS (cont.)

We recommend that management develop criteria for the types of projects that will include AFUDC, possibly based on the cost of the project or the duration of the project, and then implement a process to calculate and apply the financing charge to the projects prior to closing. We would be happy to provide management with additional information on the two methods mentioned above.

Status 12/31/11: Management has developed a policy for capitalizing the cost of financing during construction which was followed during 2011. We consider this point cleared.

REVIEWING CUSTOMER ACCOUNTS

The utilities have complex revenue reporting based on customer type, location, meter type or size, usage patterns, etc. It is imperative for accurate financial reporting that each customer account is assigned to the appropriate billing rates as well as reporting categories. Management noted during the year end reconciliations that certain customers who had shifted between electric reporting categories had been updated to the proper billing rates but not the revenue classifications within the general ledger. Although the impact was not material, and it does not change revenues overall, it emphasizes the need for a second review on any new customer accounts or changes to existing accounts to ensure that all billing rates and revenue classifications are consistent and appropriate.

Status 12/31/11: Management has continued to review customer classifications during 2011. All customer accounts with demand meters are reviewed quarterly. This is done as accounts are identified through normal billing processes as well as by periodic analysis of certain classes of customers. We commend management for these efforts and encourage them to continue the ongoing reviews. We consider this point cleared.

MONITORING OF RESTRICTED ASSETS

The utilities maintain several special investment accounts as required by the bond resolutions and the Wisconsin Department of Natural Resources. During the 2010 audit we noted that the amounts maintained in individual investment accounts at the LGIP or with brokers do not always equate on a one to one basis with the restricted funds. As such it is necessary for management to reconcile where the investments are held with the purpose for which they are held. For the December 31, 2010 financial statements management did reclassify certain investments for reporting as DNR replacement funds based on their purpose, not where they are held. The water and electric reserve accounts were overfunded at year end, however we understand these resources are maintained in these investments to maximize returns. We note management calculates the required balances in each of the restricted accounts and that the utilities have sufficient funds on hand to meet all of their current required funding obligations. We recommend that management consider additional reclassifications in the future

Status 12/31/11: During 2011 management has reallocated funds as investments have matured and thus reduced the excess funding within the restricted accounts. We consider this point cleared.

March 16, 2012 Page 4

PRIOR YEAR COMMENTS (cont.)

TREATMENT OF EXCESS SEWER VOLUMES

An analysis of volumes billed for sewer treatment and the total volume treated at the plant revealed that for 2008 the infiltration/inflow (I/I) level was at 38%. Although this was an improvement over the 39% I/I for 2007 this is still a significant level. We realize that 2008 was a very unusual year with the record snowfalls and heavy rains, but we recommend management begin to monitor this on a regular basis to identify when the differences occur and work to eliminate any significant leaks in the system.

Status 12/31/11: The overall I/I level was reduced to 19% in 2011 as a result of ongoing monitoring and the sewer lining program. We commend management for these efforts and anticipate continued improvements in the future.

COMMITMENT TO COMMUNITY PROGRAM

The electric utility retains the commitment to community program funds at the local level for both the conservation and low income programs. We noted that the program spending during 2008 was slightly higher than collections, which indicates that customers are utilizing these programs. However we also noted that the accumulated balance of \$72,000 is still a significant amount of unspent program funds, primarily in energy conservation funds. We encourage management to investigate additional programs for using these funds or promote current programs in the community for increased participation.

Status 12/31/11: During 2011 management worked to utilized the existing funds on hand on several projects including upgrades to energy efficient lighting in several municipal buildings. We consider this point cleared.

TWO WAY COMMUNICATION REGARDING YOUR AUDIT

As part of our audit of your financial statements, we are providing communications to you throughout the audit process. Auditing requirements provide for two-way communication and are important in assisting the auditor and you with more information relevant to the audit.

As this past audit is concluded, we use what we have learned to begin the planning process for next year's audit. It is important that you understand the following points about the scope and timing of our next audit:

- We address the significant risks or material misstatements, whether due to fraud or error, through our detailed audit procedures.
- b. We will obtain an understanding of the five components of internal control sufficient to assess the risk of material misstatements to the financial statements whether due to error or fraud, and to design the nature, timing, and extent of further audit procedures. We will obtain a sufficient understanding by performing risk assessment procedures to evaluate the design of controls relevant to an audit of the federal and state awards and to determine whether they have been implemented. We will use such knowledge to:
 - > Identify types of potential misstatements.
 - > Consider factors that affect the risks of material misstatements.
 - > Design tests of controls, when applicable, and other audit procedures.

We will not express an opinion on the effectiveness of internal control over financial reporting or compliance with laws, regulations, and provisions of contracts or grant programs.

March 16, 2012 Page 5

TWO WAY COMMUNICATION REGARDING YOUR AUDIT (cont.)

c. The concept of materiality recognizes that some matters, either individually or in the aggregate, are important for reporting material misstatements while other matters are not important. In performing the audit, we are concerned with matters that, either individually or in the aggregate, could be material to the entity's financial statements. Our responsibility is to plan and perform the audit to obtain reasonable assurance that material misstatements, whether caused by error or fraud, is detected.

We are very interested in your views regarding certain matters. Those matters are listed here:

- a. We typically will communicate with your top level of management unless you tell us otherwise.
- b. We understand that the utilities committee has the responsibility to oversee the strategic direction of your organization, as well as the overall accountability of the entity. Management has the responsibility for achieving the objectives of the entity.
- c. We need to know your views about your organization's objectives and strategies, and the related business risks that may result in material misstatements.
- d. Which matters do you consider warrant particular attention during the audit, and are there any areas where you request additional procedures to be undertaken?
- e. Have you had any significant communications with regulators or grantor agencies?
- f. Are there other matters that you believe are relevant to the audit of the financial statements or the federal or state awards?

Also, is there anything that we need to know about the attitudes, awareness, and actions of the utilities concerning:

- a. The utilities' internal control and its importance in the entity, including how those charged with governance oversee the effectiveness of internal control?
- b. The detection or the possibility of fraud?

We also need to know if you have taken actions in response to developments in financial reporting, laws, accounting standards, governance practices, or other related matters, or in response to previous communications with us.

With regard to the timing of our audit, here is some general information. If necessary, we may do preliminary financial audit work during the fall. Our final financial fieldwork is scheduled during January to best coincide with your readiness and report deadlines. After fieldwork, we wrap up our financial audit procedures at our office and may issue drafts of our report for your review. Final copies of our report and other communications are issued after approval by your staff. This is typically 6-12 weeks after final fieldwork, but may vary depending on a number of factors. We typically perform much of the single audit fieldwork during the financial audit. After single audit fieldwork, we wrap up our single audit procedures at our office and then issue drafts of our report for your review. Final copies of our Report on Federal Awards are issued after approval by your staff. This will be after both the utilities and the city audits are complete, but may vary depending upon a number of factors.

Keep in mind that while this communication may assist us with planning the scope and timing of the audit, it does not change the auditor's sole responsibility to determine the overall audit strategy and the audit plan, including the nature, timing, and extent of procedures necessary to obtain sufficient appropriate audit evidence.

We realize that you may have questions on what this all means, or wish to provide other feedback. We welcome the opportunity to hear from you.

March 16, 2012 Page 6

INTERNAL CONTROLS

In planning and performing our audit of the financial statements of the Stoughton Utilities as of and for the year ended December 31, 2011, in accordance with auditing standards generally accepted in the United States of America, we considered its internal control over financial reporting (internal control) as a basis for designing our auditing procedures for the purpose of expressing our opinion on the financial statements, but not for the purpose of expressing an opinion on the effectiveness of its internal control. Accordingly, we do not express an opinion on the effectiveness of its internal control.

Our consideration of internal control was for the limited purpose described in the preceding paragraph and was not designed to identify all deficiencies in internal control that might be significant deficiencies or material weaknesses and, therefore, there can be no assurance that all such deficiencies have been identified.

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 combination of deficiencies in internal control, such that there is a reasonable possibility that a material misstatement of the entity's financial statements will not be prevented, or detected and corrected on a timely basis. We did not identify any deficiencies in internal control that we consider to be material weaknesses.

COMPLETE SEGREGATION OF DUTIES NOT FEASIBLE

Our review of internal control disclosed a control deficiency in that segregation of duties is not feasible due to the limited number of staff in the office. For example, many reconciliations are prepared by a person who is also involved in the day to day transactions. Although we do not feel this is a material weakness or significant deficiency we do believe it is important that the Committee is aware of this fact.

This situation necessitates an increased amount of management involvement in the day-to-day operation of the system. This is not unusual in utilities of your size, but management should continue to be aware of this condition and realize that the concentration of duties and responsibilities in a limited number of individuals is not desirable from a control point of view.

Procedures, designed to improve controls, have been established by management including:

- > Authorization of official depository.
- > Review and acceptance of the audit report and management letter.
- > Authorization of capital expenditures.
- > Approval of annual budgets.
- > Cross training of personnel and rotation of duties entailing custody of certain liquid assets.

These procedures are helpful in assuring that management is knowledgeable of and involved with the day-to-day system operations.

Although the above items are beneficial, you should be aware that the following additional controls have not been implemented:

- > Review of the year end accrued payroll
- > Reviews of the monthly receivable reconciliations
- > Review of the reconciliation of open work orders to the construction balance in the ledger
- > Review of the monthly or yearend financial statements.

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COMMUNICATIONS TO UTILITIES COMMITTEE

We have completed our audit of the financial statements of Stoughton Utilities for the year ended December 31, 2011 and have issued our report thereon dated March 16, 2012. This letter presents communications required by our professional standards.

OUR RESPONSIBILITY UNDER AUDITING STANDARDS GENERALLY ACCEPTED IN THE UNITED STATES OF AMERICA AND GOVERNMENT AUDITING STANDARDS

The objective of a financial statement audit is the expression of an opinion on the financial statements. We conducted the audit in accordance with auditing standards generally accepted in the United States of America and *Government Auditing Standards*. These standards require that we plan and perform our audit to obtain reasonable, rather than absolute, assurance about whether the financial statements prepared by management with your oversight are free of material misstatement, whether caused by error or fraud. Our audit included examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements, assessing accounting principles used and significant estimates made by management, and evaluating the overall financial statement presentation. Our audit does not relieve management or the Utilities Committee of their responsibilities.

As part of the audit we obtained an understanding of the entity and its environment, including internal control, sufficient to assess the risks of material misstatement of the financial state ments and to design the nature, timing and extent of further audit procedures. The audit was not designed to provide assurance on internal control or to identify deficiencies in internal control.

As part of obtaining reasonable assurance about whether the financial statements are free of material misstatement, we performed tests of Stoughton Utilities' compliance with certain provisions of laws, regulations, contracts, and grants. However, the objective of our tests was not to provide an opinion on compliance with such provisions.

OTHER INFORMATION IN DOCUMENTS CONTAINING AUDITED FINANCIAL STATEMENTS

Our responsibility does not extend beyond the audited financial statements identified in this report. We do not have any obligation to and have not performed any procedures to corroborate other information contained in client prepared documents, such as official statements related to debt issues.

PLANNED SCOPE AND TIMING OF THE AUDIT

We performed the audit according to the planned scope and timing previously communicated to you in our city-wide letter about planning matters.

QUALITATIVE ASPECTS OF THE ENTITY'S SIGNIFICANT ACCOUNTING PRACTICES

Accounting Policies

Management has the responsibility for selection and use of appropriate accounting policies. In accordance with the terms of our engagement letter, we will advise management about the appropriateness of accounting policies and their application. The significant accounting policies used by the utilities are described in Note 1 to the financial statements. We noted no transactions entered into by the utilities during the year that were both significant and unusual, and of which, under professional standards, we are required to inform you, or transactions for which there is a lack of authoritative guidance or consensus.

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COMMUNICATIONS TO UTILITIES COMMITTEE (cont.)

QUALITATIVE ASPECTS OF THE ENTITY'S SIGNIFICANT ACCOUNTING PRACTICES (cont.)

Accounting Estimates

Accounting estimates are an integral part of the financial statements prepared by management and are based on management's knowledge and experience about past and current events and assumptions about future events. Certain accounting estimates are particularly sensitive because of their significance to the financial statements and because of the possibility that future events affecting them may differ significantly from those expected. The most sensitive estimate affecting the financial statements were the accrual of compensated absences and fair value of the ATC investment. We have reviewed managements' assumptions and methodologies for these estimates.

Financial Statement Disclosures

The disclosures in the financial statements are neutral, consistent, and clear.

DIFFICULTIES ENCOUNTERED IN PERFORMING THE AUDIT

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

AUDIT ADJUSTMENTS

Professional standards require us to accumulate all known and likely misstatement identified during the audit, other than those that are trivial, and communicate them to the appropriate level of management.

For purposes of this letter, professional standards define an audit adjustment as a proposed correction of the financial statements that, in our judgment, may not have been detected except through our auditing procedures. An audit adjustment may or may not indicate matters that could have a significant effect on the utilities' financial reporting process. Matters underlying adjustments proposed by the auditor could potentially cause future financial statements to be materially misstated. We did not have audit adjustments to the financial statements.

DISAGREEMENTS WITH MANAGEMENT

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

CONSULTATIONS WITH OTHER INDEPENDENT ACCOUNTANTS

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

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COMMUNICATIONS TO UTILITIES COMMITTEE (cont.)

MANAGEMENT REPRESENTATIONS

We have requested certain representations from management that are included in the management representation letter. This letter is attached.

INDEPENDENCE

We are not aware of any relationships between Baker Tilly Virchow Krause, LLP that, in our professional judgment, may reasonably be thought to bear on our independence.

Relating to our audit of the financial statements of for the year ended December 31, 2011, Baker Tilly Virchow Krause, LLP hereby confirms in accordance with the Code of Professional Conduct issued by the American Institute of Certified Public Accountants, that we are, in our professional judgment, independent with respect to the Stoughton Utilities and provided no services to the utilities other than audit services provided in connection with the audit of the current year's financial statements.

OTHER AUDIT FINDINGS OR ISSUES

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

This information is intended solely for the use of the Utilities Committee and management and is not intended to be, and should not be, used by anyone other than the specified parties.

We welcome the opportunity to discuss the information included in this letter and any other matters. Thank you for allowing us to serve you.

Sincerely,

BAKER TILLY VIRCHOW KRAUSE, LLP

Baker Telly Vinclan Kraus, LLP



600 South Fourth Street P.O. Box 383 Stoughton, WI 53589-0383

Serving Electric, Water & Wastewater Needs Since 1886

February 2, 2011

Baker Tilly Virchow Krause, LLP Ten Terrace Court P.O. Box 7398 Madison, WI 53707

Dear Auditors:

We are providing this letter in connection with your audit of the financial statements of the Stoughton Municipal Utilities as of December 31, 2011 and 2010 and for the years then ended for the purpose of expressing an opinion as to whether the financial statements present fairly, in all material respects, the respective financial position, results of operations, and cash flows of the Stoughton Municipal Utilities in conformity with accounting principles generally accepted in the United States of America. We confirm that we are responsible for the fair presentation in the financial statements of financial position, results of operations and cash flows in conformity with accounting principles generally accepted in the United States of America.

Certain representations in this letter are described as being limited to matters that are material. Items are considered material regardless of size, if they involve an omission or misstatement of accounting information that, in the light of surrounding circumstances, makes it probable that the judgment of a reasonable person relying on the information would be changed or influenced by the omission or misstatement.

We confirm, to the best of our knowledge and belief, the following representations made to you during your audit.

- 1. The financial statements referred to above are fairly presented in conformity with accounting principles generally accepted in the United States of America.
- 2. We have made available to you all
 - a. Financial records and related data.
 - b. Minutes of the meetings of our governing body and summaries of actions of recent meetings for which minutes have not yet been prepared.
- 3. There have been no communications from regulatory agencies concerning noncompliance with, or deficiencies in, financial reporting practices.



Office 608-873-3379
Fax 608-873-4878
stoughtonutilities.com

- 4. There are no material transactions that have not been properly recorded in the accounting records underlying the financial statements.
- 5. All yearend adjustments have been included in the financial statements. We believe the effects of the prior year uncorrected inventory variance was immaterial, both individually and in the aggregate, to the financial statements taken as a whole for the current year.
- 6. We acknowledge our responsibility for the design and implementation of programs and controls to prevent and detect fraud.
- 7. We have no knowledge of any fraud or suspected fraud affecting the entity involving:
 - a. Management,
 - b. Employees who have significant roles in internal control, or
 - c. Others where the fraud could have a material effect on the financial statements.
- 8. We have no knowledge of any allegations of fraud or suspected fraud affecting the entity received in communications from employees, former employees, analysts, regulators, or others.
- 9. We have no plans or intentions that may materially affect the carrying value or classification of assets, liabilities or fund equity.
- 10. The following, if any, have been properly recorded or disclosed in the financial statements:
 - a. Joint ventures
 - b. Related party transactions, including revenues, expenses, loans, transfers, leasing arrangements, and guarantees, and amounts receivable from or payable to related parties.
 - c. Collateralization agreements with financial institutions.
 - d. Guarantees, whether written or oral, under which the utility is contingently liable.
 - e. All accounting estimates that could be material to the financial statements, including the key factors and significant assumptions underlying those estimates, and we believe the estimates are reasonable in the circumstances.
- 11. We are responsible for compliance with the laws, regulations, and provisions of contracts and grant agreements applicable to us, including debt contracts and debt covenants; and we have identified and disclosed to you all laws, regulations and provisions of contracts and grant agreements that we believe have a direct and material effect on the determination of financial statement amounts, including legal and contractual provisions for reporting specific activities in separate funds.

12. There are no -

- a. Violations or possible violations of budget ordinances, provisions of contracts and grant agreements, laws or regulations and any related debt covenants whose effects should be considered for disclosure in the financial statements or as a basis for recording a loss contingency.
- b. Rates being charged to customers other than the rates as authorized by the applicable authoritative body.
- c. Violations of restrictions placed on revenues as a result of a bond resolution covenants such as revenue distribution, or debt service funding.

- d. Unasserted claims, assessments or pending lawsuits that our lawyer has advised us are probable of assertion and must be disclosed in accordance with Financial Accounting Standards Board (FASB) Statement No. 5, Accounting for Contingencies.
- e. Other material liabilities or gain or loss contingencies that are required to be accrued or disclosed by Statement of Financial Accounting Standards No. 5.
- 13. Provision, when material, has been made to reduce excess or obsolete inventories to their estimated net realizable value.
- 14. We have satisfactory title to all owned assets, and there are no liens or encumbrances on such assets nor has any asset been pledged as collateral other than liens created by our revenue debt.
- 15. We have complied with all aspects of contractual agreements that would have a material effect on the financial statement in the event of noncompliance.
- 16. Net asset components (invested in capital assets, net of related debt; restricted; and unrestricted) are properly classified.
- 17. Provisions for uncollectible receivables have been properly identified and recorded.
- 18. Interfund activity and balances have been appropriately classified and reported.
- 19. Deposits and investment securities are properly classified in category of custodial credit risk.
- 20. The investment in ATC is properly valued and all activity has been recorded.
- 21. Capital assets are properly capitalized and depreciated. Any known impairments have been disclosed and recorded.
- 22. We acknowledge our responsibility for the required supplementary information (RSI). The RSI is measured and presented within prescribed guidelines and the methods of measurement and presentation have not changed from those used in the prior period. We have disclosed to you any significant assumptions and interpretations underlying the measurement and presentation of the RSI.
- 23. With regards to the Commitment to Community report, we are responsible for the preparation of the report including its accuracy, completeness and timely filing with the PSCW. We believe this report to be complete and accurate as prepared by WPPI.
- 24. We understand that, as part of your audit, you prepared and acknowledge that we have reviewed and approved those entries and understand the impact on the financial statements.

To the best of our knowledge and belief, no events, including instances of noncompliance, have occurred subsequent to December 31, 2011 and through the date of this letter that would require adjustment to, or disclosure in, the aforementioned financial statements.

Baker Tilly Virchow Krause, LLP

February 2, 2012 Page 4

Title/Date: UTILLTIES PIRECTOR 2/10/12

Signed: Kinly 7

Title/Date: Finance Manager 212 112

Enterprise Funds of the City of Stoughton, Wisconsin

FINANCIAL STATEMENTS

December 31, 2011 and 2010

STOUGHTON UTILITIESEnterprise Funds of the City of Stoughton, Wisconsin

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Baker Tilly Virchow Krause, LLP Ten Terrace Ct, PO Box 7398 Madison, W1 53707-7398 tel 608 249 6622 fax 608 249 8532 bakertilly.com

INDEPENDENT AUDITORS' REPORT

To the Utilities Committee Stoughton Utilities Stoughton, Wisconsin

We have audited the accompanying statements of net assets of Stoughton Utilities, enterprise funds of the City of Stoughton, Wisconsin, as of December 31, 2011 and 2010, and the related statements of revenues, expenses and changes in net assets and cash flows for the years then ended. These financial statements are the responsibility of the utilities' management. Our responsibility is to express an opinion on these financial statements based on our audits.

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

As discussed in Note 1, the financial statements present only the Stoughton Utilities enterprise funds and are not intended to present fairly the financial position of the City of Stoughton, Wisconsin, and the changes in its financial position and its cash flows in conformity with accounting principles generally accepted in the United States of America.

In our opinion, the financial statements referred to above present fairly, in all material respects, the financial position of Stoughton Utilities as of December 31, 2011 and 2010, and the changes in its financial position and its cash flows for the years then ended, in conformity with accounting principles generally accepted in the United States of America.

Accounting principles generally accepted in the United States of American require that the Management's Discussion and Analysis as listed in the table of contents be presented to supplement the financial statements. Such information, although not part of the financial statements, is required by the Governmental Accounting Standards Board who considers it to be an essential part of financial reporting for placing the financial statements in an appropriate operational, economical, or historical context. The management discussion and analysis does not include a discussion of changes in financial position between 2009 and 2010. 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 financial statements, and other knowledge we obtained during our audit of the 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.



To the Utilities Committee Stoughton Utilities

Our audits were conducted for the purpose of forming opinions on the financial statements taken as a whole. The supplemental information as identified in the table of contents is presented for purposes of additional analysis and is not a required part of the financial statements. Such information is the responsibility of management and was derived from and relates directly to the underlying accounting and other records used to prepare the financial statements. The information has been subjected to the auditing procedures applied in the audit of the financial statements and certain additional 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 taken as a whole.

Madison, Wisconsin March 16, 2012

Bakar Telly Viralan Kraus, LLP

MANAGEMENT'S DISCUSSION AND ANALYSIS

STOUGHTON UTILITIES

MANAGEMENT'S DISCUSSION AND ANALYSIS December 31, 2011 and 2010

The management of the Stoughton Utilities (utilities) offers all persons interested in the financial position of the utilities an objective, easy to read overview and analysis of the utilities' financial performance during the years ending December 31, 2011, 2010 and 2009. You are invited to read this narrative in conjunction with the utilities' financial statements.

FINANCIAL HIGHLIGHTS

ELECTRIC:

- Installed automatic fuse protection at our north and south substations.
- The electric division's net assets increased by \$508,609 from the prior year.
- Revenues increased in 2011 by 6.47%. The increase was due to an increase in sales and a retail rate increase effective on January 1, 2011.
- Financed nearly \$1 million dollars of capital improvements to improve operations and electric system reliability.
- Provided a loan of \$555,000 to the City of Stoughton for payment of the Wisconsin Retirement System Unfunded Actuarial Accrued Liability. The loan will be repaid over a period of ten years with 3.0% interest. The combined utilities portion of the liability was \$185,000.

WATER:

- Completed water main replacements on a section of Main Street on the City's east side.
- The water division's net assets increased by \$214,709 from the prior year.
- Revenues from water sales increased by 11.42% in 2011. A two-phase increase in retail rates was effective on October 1, 2009 and September 1, 2010. Water consumption also increased 8.5% in 2011.
- Started planning for water and sewer main replacement on Eighth Street in 2012.

WASTEWATER:

- Financed \$540,000 of sewer projects which included both main upgrades and slip lining of sewer mains to extend the life of the existing mains.
- Completed sewer main replacements on a section of Main Street on the City's east side.
- The wastewater division's net assets increased by \$432,926 from the prior year.
- Operating revenue and sales volume remained constant in 2011.

MANAGEMENT'S DISCUSSION AND ANALYSIS December 31, 2011 and 2010

OVERVIEW OF THE FINANCIAL STATEMENTS

The utilities are self-supporting entities and separate enterprise funds of the City of Stoughton (city). The utilities provide electric, water, and wastewater service to properties within the city and also provide electric service to the following Townships: Dunkirk, Dunn, Pleasant Springs, Porter and Rutland.

The water and electric utilities are managed by a Utility Committee and operate under service rules and rates that are established by the Public Service Commission of Wisconsin (PSCW). The accounting records are maintained in accordance with the Uniform System of Accounts prescribed by the PSCW, and in accordance with the Governmental Accounting Standards Board.

The Utility Committee also manages the wastewater utility. The Utility Committee establishes rates and service rules. Accounting records are maintained in accordance with the Governmental Accounting Standards Board.

This annual report consists of two parts: Management's Discussion and Analysis, and the basic financial statements, including the independent auditor's report.

An analysis of the utilities' financial position begins with a review of the Statement of Net Assets, and the Statement of Revenues, Expenses and Changes in Net Assets. These two statements report the utilities' net assets and changes therein. The utilities' net assets – 'the difference between assets and liabilities' is key to measuring the financial health of the utilities. Over time, increases or decreases in the net asset value are an indicator of whether the financial position is improving or deteriorating. However, it should be noted that the financial position may also be affected by other non-financial factors, including economic conditions, customer growth, climate conditions and new regulations.

UTILITY FINANCIAL ANALYSIS

The Statement of Net Assets includes all of the utilities' assets and liabilities and provides information about the nature and amount of investments in resources and the obligations to creditors. This statement provides the basis for evaluating the capital structure and assessing the liquidity and financial flexibility of the utilities.

A summary of the utilities' Statements of Net Assets is presented below in Tables 1 through 3.

MANAGEMENT'S DISCUSSION AND ANALYSIS December 31, 2011 and 2010

UTILITY FINANCIAL ANALYSIS (cont.)

Table 1
Condensed Statement of Net Assets – Electric Utility

	onoca Glatomont		oouro oumiy	
				2011-2010
	2011	2010	2009	Change
Current and Other Assets	\$ 8,982,799	\$ 9,143,906	\$ 8,923,948	\$ (161,107)
Capital Assets	15,310,259	15,303,719	15,005,746	6,540
Total Assets	24,293,058	24,447,625	23,929,694	(154,567)
Long-Term Debt Outstanding	5,905,000	6,280,000	6,630,000	(375,000)
Other Liabilities	2,264,789	2,552,965	2,337,956	(288,176)
Total Liabilities	8,169,789	8,832,965	8,967,956	(663,176)
Invested in Capital Assets				
Net of Related Debt	8,677,595	8,321,055	7,851,580	356,540
-Restricted	1,016,417	1,336,158	1,264,843	(319,741)
-Unrestricted	6,429,257	5,957,447	5,845,315	471,810
Total Net Assets	\$16,123,269	\$15,614,660	\$ 14,961,738	\$ 508,609

In 2011, the electric utility net assets increased \$508,609, an increase of 3.26%. The increase was slightly less than anticipated due to an increase in operation and maintenance expense for payoff of the Wisconsin Retirement System Unfunded Actuarial Accrued Liability in the amount of \$101,700.

MANAGEMENT'S DISCUSSION AND ANALYSIS December 31, 2011 and 2010

UTILITY FINANCIAL ANALYSIS (cont.)

Table 2
Condensed Statement of Net Assets – Water Utility

				2011-2010
	2011	2010	2009	Change
Current and Other Assets	\$ 1,759,183	\$ 1,904,584	\$ 1,677,119	\$ (145,401)
Capital Assets	12,341,715	12,076,405	10,979,317	265,310
Total Assets	14,100,898	13,980,989	12,656,436	119,909
Long-Term Debt Outstanding	2,262,123	2,441,386	2,035,000	(179,263)
Other Liabilities	638,518	554,055	454,010	84,463
Total Liabilities	2,900,641	2,995,441	2,489,010	(94,800)
Invested in Capital Assets				
Net of Related Debt	9,900,329	9,466,387	8,829,317	433,942
-Restricted	427,587	469,062	342,153	(41,475)
-Unrestricted	872,341	1,050,099	995,956	(177,758)
Total Net Assets	\$11,200,257	\$10,985,548	\$ 10,167,426	\$ 214,709

In 2011, the water utility net assets increased \$214,709, an increase of 1.95%. The water utility portion of the payoff of the Wisconsin Retirement System Unfunded Actuarial Accrued Liability was \$37,000.

MANAGEMENT'S DISCUSSION AND ANALYSIS December 31, 2011 and 2010

UTILITY FINANCIAL ANALYSIS (cont.)

Table 3 Condensed Statements of Net Assets – Wastewater Utility

					2011-2010
		2011	2010	2009	Change
Current an	nd Other Assets	\$ 3,222,504	\$ 3,536,403	\$ 3,224,003	\$ (313,899)
Capital As	sets	14,847,485	14,639,909	15,043,459	207,576
	Total Assets	18,069,989	18,176,312	18,267,462	(106,323)
Long-Term	Debt Outstanding	3,553,191	4,183,666	4,795,455	(630,475)
Other Liab	oilities	891,302	800,076	716,375	91,226
	Total Liabilities	4,444,493	4,983,742	5,511,830	(539,249)
Invested in	n Capital Assets				
Net of	Related Debt	10,663,942	9,844,578	9,654,470	819,364
-Rest	tricted	1,479,173	1,475,695	1,217,299	3,478
-Unre	estricted	1,482,381	1,872,297	1,883,863	(389,916)
	Total Net Assets	\$13,625,496	\$13,192,570	\$ 12,755,632	\$ 432,926

In 2011, wastewater net assets increased \$432,926 or 3.28%. The wastewater utility portion of the payoff of the Wisconsin Retirement System Unfunded Actuarial Accrued Liability was \$46,300.

The restricted portion of net assets includes accounts that are limited by bond covenants. Listed below are restricted assets:

Redemption – Used for debt service payments.

Reserve – Used for any deficiencies in the redemption account.

Depreciation - Used to restore deficiencies in the redemption and reserve accounts, and for funding

plant replacements.

Construction - Bond issue proceeds used only for the restricted construction project(s).

Replacement – Used for plant replacement.

The specific nature or source of these changes becomes more evident in the Statement of Revenues, Expenses and Changes in Net Assets as shown in Tables 4 through 6.

MANAGEMENT'S DISCUSSION AND ANALYSIS December 31, 2011 and 2010

UTILITY FINANCIAL ANALYSIS (cont.)

The Statement of Revenues, Expenses, and Changes in Net Assets provides an indication of the utilities' financial health.

Table 4
Condensed Statement of Revenues,
Expenses and Changes in Net Assets Electric Utility

				2011-2010
	2011	2010	2009	Change
Operating Revenues	\$ 15,055,468	\$ 14,140,673	\$ 12,547,681	\$ 914,795
Non-Operating Revenues	117,555	208,297	369,993	(90,742)
Total Revenues	15,173,023	14,348,970	12,917,674	824,053
Depreciation Expense	912,530	865,950	792,269	46,580
Other Operating Expense	13,136,259	12,476,782	10,888,022	659,477
Non-Operating Expenses	289,363	298,565	335,160	(9,202)
Total Expenses	14,338,152	13,641,297	12,015,451	696,855
Income Before Capital				
Contributions and Transfers	834,871	707,673	902,223	127,198
Capital Contributions	17,407	267,667	38,002	(250,260)
Transfers - Tax Equivalent	(322,881)	(291,922)	(258,797)	(30,959)
Transfers	(20,788)	(30,496)	(32,442)	9,708
Changes in Net Assets	508,609	652,922	648,986	(144,313)
Beginning Net Assets	15,614,660	14,961,738	14,312,752	652,922
Total Net Assets-Ending	\$ 16,123,269	\$ 15,614,660	\$ 14,961,738	\$ 508,609

MANAGEMENT'S DISCUSSION AND ANALYSIS December 31, 2011 and 2010

UTILITY FINANCIAL ANALYSIS (cont.)

Table 5 Condensed Statement of Revenues, Expenses and Changes in Net Assets Water Utility

				2011-2010
	2011	2010	2009	Change
Operating Revenues	\$ 1,734,825	\$ 1,558,841	\$ 1,320,413	\$ 175,984
Non-Operating Revenues	11,297	68,129	134,766	(56,832)
Total Revenues	1,746,122	1,626,970	1,455,179	119,152
Depreciation Expense	342,667	327,160	321,225	15,507
Other Operating Expense	788,488	725,930	708,094	62,558
Non-Operating Expenses	175,123	102,724	100,013	72,399
Total Expenses	1,306,278	1,155,814	1,129,332	150,464
Income Before Capital				
Contributions and Transfers	439,844	471,156	325,847	(31,312)
Capital Contributions	86,600	612,176	3,421	(525,576)
Transfers - Tax Equivalent	(301,135)	(259,162)	(228,514)	(41,973)
Transfers	(10,600)	(6,048)	(5,256)	(4,552)
Changes in Net Assets	214,709	818,122	95,498	(603,413)
Beginning Net Assets	10,985,548	10,167,426	10,071,928	818,122
Total Net Assets-Ending	\$ 11,200,257	\$ 10,985,548	\$ 10,167,426	\$ 214,709

MANAGEMENT'S DISCUSSION AND ANALYSIS December 31, 2011 and 2010

UTILITY FINANCIAL ANALYSIS (cont.)

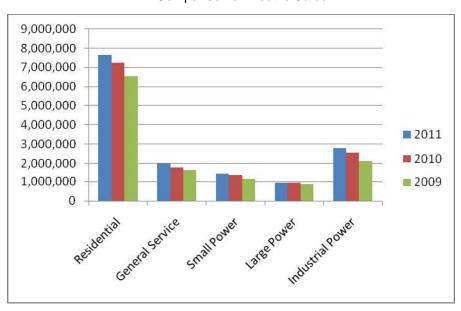
Table 6 Condensed Statement of Revenues, Expenses and Changes in Net Assets -Wastewater Utility

		T				2	2011-2010
	2011		201	200		Chang	
		L					
Operating Revenues	\$ 2,073,764		\$ 2,070,720		\$ 2,198,566	\$	3,04
Non-Operating Revenues	19,13		60,77		23,85		(41,634
Total Revenues	2,092,902		2,131,492		2,222,418		(38,590
		1		4			
Depreciation Expense	630,35	1	649,40	4	636,27		(19,048
Other Operating Expense	905,61		902,64		920,30		2,97
Non-Operating Expenses	124,00		142,51		160,78		(18,504
Total	1,659,976		1,694,554		1,717,362		(34,578
Income Before Capital		t					
Contributions and Transfers	432,92	436,93		505,05			(4,012
Capital Contributions	-	ļ	-		-		-
Changes in Net Assets	432,92	t	436,93	+	505,05		(4,012
Beginning Net Assets	13,192,570		12,755,632		12,250,576		436,93
Total Net Assets-Ending	\$ 13,625,496		\$ 13,192,570		\$ 12,755,632	\$	432,92

MANAGEMENT'S DISCUSSION AND ANALYSIS December 31, 2011 and 2010

UTILITY FINANCIAL ANALYSIS (cont.)

Comparison of Electric Sales



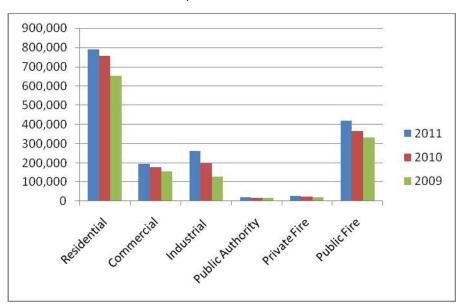
Increasing electric sales, a retail rate increase effective January 1, 2011 and a wholesale power cost adjustment resulted in an increase in total sales of \$906,143, or 6.47% in 2011.

	2011	2010	2009
Residential	\$ 7,652,332	\$ 7,262,312	\$ 6,536,235
General Service	1,966,989	1,779,438	1,652,891
Small Power	1,410,706	1,340,462	1,137,138
Large Power	956,963	944,496	864,748
Industrial Power	2,781,578	2,554,604	2,100,050
Public Lighting	150,044	131,157	129,151
Total Electric Sales	\$ 14,918,612	\$ 14,012,469	\$ 12,420,213

MANAGEMENT'S DISCUSSION AND ANALYSIS December 31, 2011 and 2010

UTILITY FINANCIAL ANALYSIS (cont.)

Comparison of Water Sales



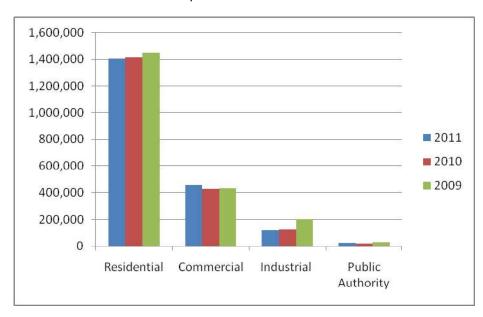
Sales increased \$175,329 or 11.42% in 2011. A retail rate increase was implemented in two phases on October 1, 2009 and September 1, 2010.

		 2011	 2010	 2009
Residential		\$ 792,642	\$ 756,725	\$ 650,463
Commercial		193,971	178,491	152,687
Industrial		263,376	199,210	126,679
Public Authority		17,828	15,828	15,857
Private Fire		25,417	20,999	19,394
Public Fire		417,354	364,006	333,370
Total Wate	r Sales	\$ 1,710,588	\$ 1,535,259	\$ 1,298,450

MANAGEMENT'S DISCUSSION AND ANALYSIS December 31, 2011 and 2010

UTILITY FINANCIAL ANALYSIS (cont.)

Comparison of Wastewater Sales



The utility experienced an increase in revenues of \$10,056 or 0.50% in 2011. Overall, consumption remained constant in 2011.

	 2011	 2010	_	2009
Residential	\$ 1,403,877	\$ 1,415,649	\$	1,446,074
Commercial	456,246	429,388		432,652
Industrial	120,473	127,345		201,249
Public Authority	24,129	22,287	_	30,517
Total Wastewater Sales	\$ 2,004,725	\$ 1,994,669	\$	2,110,492

MANAGEMENT'S DISCUSSION AND ANALYSIS December 31, 2011 and 2010

UTILITY FINANCIAL ANALYSIS (cont.)

The Statement of Cash Flows reports the cash provided and used by operating activities, as well as other cash sources such as investment income and cash payments for repayment of bonds and capital additions.

Table 7
Condensed Statements of Cash Flows
Electric Utility

					2011-2010
		2011	201	200	Chang
Cash Flows					
Operating activi	ties	\$ 1,941,440	\$ 1,782,162	\$ 1,606,464	\$ 159,27
Non-capital fina	ncing activities	(867,454	(289,293)	(269,856	(578,161
Capital and rela	ted financing				
activities		(1,717,639)	(1,689,114)	(2,065,190)	(28,525
Investing activiti	ies	(733,924	1,377,387	649,49	(2,111,311)
Net Change in	Cash and				
Cash Equiva	alents	(1,377,577)	1,181,142	(79,090	(2,558,719)
Cash and Cash Eq	uivalents				
Beginning of Yea	ır	3,400,049	2,218,907	2,297,997	1,181,142
Cash and Cash Eq	uivalents				
End of Year		\$ 2,022,472	\$ 3,400,049	\$ 2,218,907	\$ (1,377,577)

During 2011, several long term investments that matured just prior to the end of 2010 were reinvested which results in a decrease in cash and cash equivalents of \$1,377,577 in 2011.

MANAGEMENT'S DISCUSSION AND ANALYSIS December 31, 2011 and 2010

UTILITY FINANCIAL ANALYSIS (cont.)

Table 8 Condensed Statements of Cash Flows Water Utility

						2011-2010
	2011		2010	2009		Change
Cash Flows From:						
Operating activites	\$ 1,017,676		\$ 853,199	\$ 597,831		\$ 164,477
Non-Capital financing activities	(269,762))	(234,562)	(216,966)	Τ	(35,200)
Capital and related financing		Т			Τ	
activities	(888,548))	(476,129)	(1,008,698)	Τ	(412,419)
Investing activities	485,432		197,668	568,304	L	287,764
Net Change in Cash and		\vdash			+	
Cash Equivalents	344,798	F	340,176	(59,529)	F	4,622
Cash and Cash Equivalents					+	
Beginning of Year	357,558		17,382	76,911	L	340,176
Cash and Cash Equivalents						
End of Year	\$ 702,356		\$ 357,558	\$ 17,382	3	\$ 344,798

The water utility experienced an increase in cash and cash equivalents of \$344,798 in 2011. The increase is due to the maturity of four Certificates of Deposit during 2011.

MANAGEMENT'S DISCUSSION AND ANALYSIS December 31, 2011 and 2010

UTILITY FINANCIAL ANALYSIS (cont.)

Table 9 Condensed Statements of Cash Flows Wastewater Utility

				2011-2010
	2011	2010	2009	Change
Cash Flows From:				
Operating activities	\$ 1,256,322	\$ 1,235,599	\$ 1,282,933	\$ 20,723
Capital and related financing				
activities	(1,574,558)	(953,733	(1,547,719)	(620,825)
Investing activities	177,730	293,327	(346,598)	(115,597)
Net Change in Cash and				
Cash Equivalents	(140,506	575,193	(611,384)	(715,699)
Cash and Cash Equivalents				
Beginning of Year	2,383,238	1,808,045	2,419,429	575,193
Cash and Cash Equivalents				
End of Year	\$ 2,242,732	\$ 2,383,238	\$ 1,808,045	\$ (140,506)

The utility experienced a decrease in cash and cash equivalents of \$140,506 in 2011. Nearly \$900,000 of capital improvements and work in progress were financed by the wastewater utility without acquiring new debt.

MANAGEMENT'S DISCUSSION AND ANALYSIS December 31, 2011 and 2010

UTILITY FINANCIAL ANALYSIS (cont.)

Table 10 Capital Assets – Electric Utility

				2011-2010
	2011	2010	2009	Change
Capital Assets				
Transmission and distribution	\$21,002,881	\$20,274,337	\$ 19,735,559	\$ 728,544
General	4,312,988	4,258,484	3,816,851	54,504
Total Capital Assets	25,315,869	24,532,821	23,552,410	783,048
Less: Accumulated depreciation	(10,038,045)	(9,255,784)	(8,597,069)	(782,261)
Construction in progress	32,435	26,682	50,405	5,753
Net Capital Assets	\$15,310,259	\$15,303,719	\$ 15,005,746	\$ 6,540

MANAGEMENT'S DISCUSSION AND ANALYSIS December 31, 2011 and 2010

UTILITY FINANCIAL ANALYSIS (cont.)

Table 11 Capital Assets – Water Utility

pply	\$ 581,758	2010 \$ 575,629	2009 \$ 575,629	Change
pply	\$ 581,758	\$ 575.629	¢ 575 620	
pply	\$ 581,758	\$ 575.629	\$ 575 620	
pply	\$ 581,758	\$ 575.629	¢ 575 620	
		7 5.0,0=0	φ 5/5,629	\$ 6,129
	1,407,274	1,526,063	1,506,362	(118,789)
ent	90,763	90,763	90,763	-
and distribution	13,904,420	13,426,711	11,828,361	477,709
	914,078	913,082	907,307	996
tal Assets	16,898,293	16,532,248	14,908,422	366,045
ted depreciation	(4,785,085)	(4,501,174)	(4,169,917)	(283,911)
rogress	228,507	45,331	240,812	183,176
apital Assets	\$12,341,715	\$12,076,405	\$ 10,979,317	\$ 265,310
it It	and distribution tal Assets ted depreciation rogress	and distribution 13,904,420 914,078 tal Assets 16,898,293 ted depreciation (4,785,085) rogress 228,507	and distribution 13,904,420 13,426,711 914,078 913,082 16,532,248	and distribution 13,904,420 13,426,711 11,828,361 914,078 913,082 907,307 tal Assets 16,898,293 16,532,248 14,908,422 ted depreciation (4,785,085) (4,501,174) (4,169,917) rogress 228,507 45,331 240,812

MANAGEMENT'S DISCUSSION AND ANALYSIS December 31, 2011 and 2010

UTILITY FINANCIAL ANALYSIS (cont.)

Table 12 Capital Assets – Wastewater Utility

				2011-2010
	2011	2010	2009	Change
Capital Assets				
Collection system	\$ 8,277,782	\$ 7,822,109	\$ 7,684,151	\$ 455,673
Collection system pumping	397,412	397,412	389,554	-
Treatment and disposal	12,786,069	12,757,388	12,735,749	28,681
General	841,480	846,036	836,829	(4,556)
Total Capital Assets	22,302,743	21,822,945	21,646,283	479,798
Less: Accumulated depreciation	(7,816,519)	(7,246,797)	(6,605,232)	(569,722)
Construction in progress	361,261	63,761	2,408	297,500
Net Capital Assets	\$14,847,485	\$14,639,909	\$ 15,043,459	\$ 207,576

LONG-TERM DEBT

As of December 31, 2011, the electric utility had total mortgage revenue bond debt outstanding of \$6,280,000 payable from and secured by a pledge of income and revenue to be derived from the operation of the electric utility. These issues were issued for electric system improvements, the construction of new substation, an east substation transformer, and costs associated with the implementation of automated meter reading (AMR).

As of December 31, 2011, the water utility had total mortgage revenue bond debt outstanding of \$2,441,386 payable from and secured by a pledge of income and revenue to be derived from the operation of the water utility. These issues were primarily for additions and improvements to the water system, street improvement projects, AMR implementation and a new tower.

The wastewater utility had \$4,183,666 of clean water fund loans outstanding as of December 31, 2011. These bonds were issued for a series of wastewater treatment plant upgrade and expansion projects.

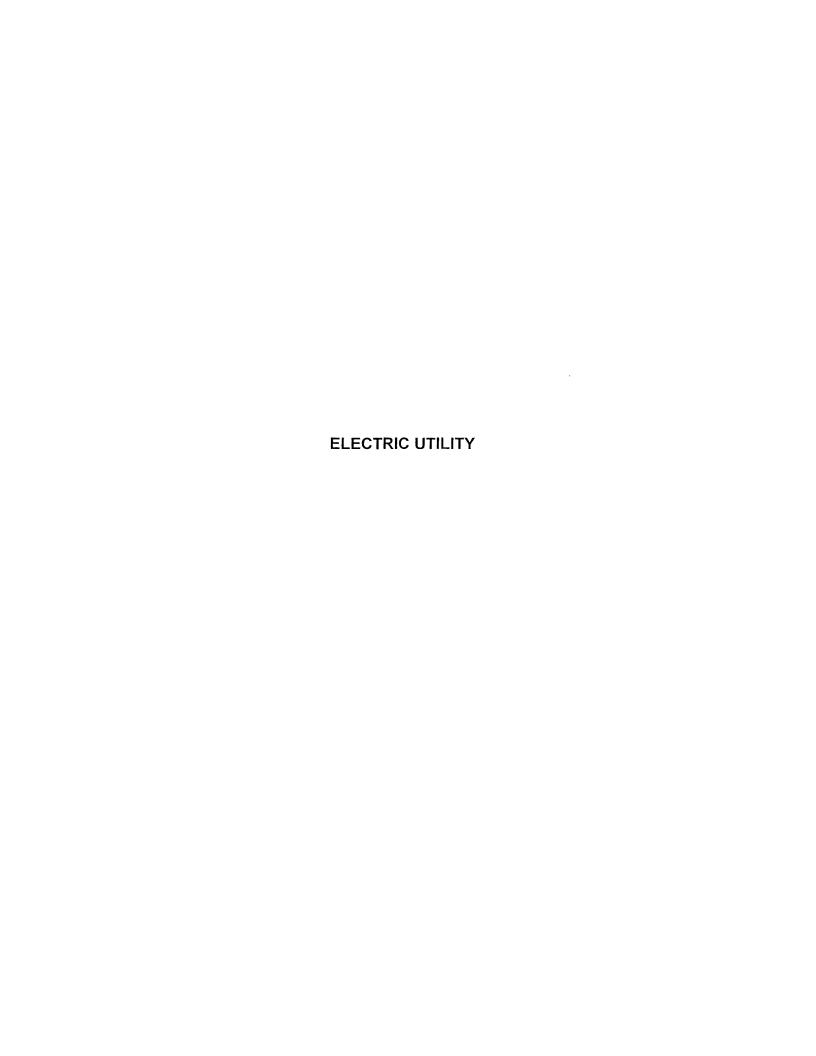
Tables of separate bond issues are included in note 7 of this audit report.

MANAGEMENT'S DISCUSSION AND ANALYSIS
December 31, 2011 and 2010

CONTACTING UTILITY MANAGEMENT

This financial report is designed to provide our customers, investors and creditors with a general overview of the utilities' finances. If you have questions about this report, or need additional financial information, contact the Finance and Administrative Manager, Stoughton Utilities, 600 South Fourth Street, P.O. Box 383, Stoughton, WI 53589.

General information relating to the Stoughton Utilities can be found at the utilities' web site at www.stoughtonutilities.com.



STOUGHTON ELECTRIC UTILITY

STATEMENTS OF NET ASSETS December 31, 2011 and 2010

ASSETS		2011	2010		
CURRENT ASSETS	·				
Cash and investments	\$	5,035,976	\$	5,318,499	
Interest receivable		25,142		22,889	
Restricted Assets					
Redemption account		358,057		339,705	
Customer accounts receivable		1,491,484		1,611,101	
Other accounts receivable		34,666		114,436	
Due from municipality		25,630		32,918	
Current portion of advance to municipality		41,569		-	
Materials and supplies		135,057		124,597	
Prepayments		25,277		27,043	
Total Current Assets		7,172,858		7,591,188	
NON-CURRENT ASSETS					
Restricted Assets		704700		4 0 40 00 4	
Reserve account		704,728		1,046,094	
Depreciation account		25,000		25,000	
Other Assets		100.000		100 717	
Electric plant and maintenance reserve account		103,860		103,717	
Sick leave reserve account		170,916		97,000	
Advance to municipality		513,175		-	
Investment in ATC		259,669		244,654	
Non-utility property (net)		32,593		36,253	
Capital Assets		0.4.000.005		0.4.400.457	
Plant in service		24,963,205		24,180,157	
Accumulated depreciation		(10,038,045)		(9,255,784)	
Property held for future use		352,664		352,664	
Construction work in progress		32,435		26,682	
Total Non-Current Assets		17,120,200		16,856,437	
Total Assets		24,293,058		24,447,625	

LIABILITIES		2011	2010
CURRENT LIABILITIES			
Accounts payable	\$	1,009,395	\$ 1,298,931
Due to municipality		322,881	291,922
Customer deposits		125,914	118,128
Accrued wages		14,656	15,083
Accrued interest		2,135	4,314
Accrued liabilities		106,485	104,199
Commitment to community		56,599	129,683
Current Liabilities Payable from Restricted Assets			
Current portion of revenue bonds		375,000	350,000
Accrued interest		71,368	74,641
Total Current Liabilities	-	2,084,433	2,386,901
NON-CURRENT LIABILITIES			
Revenue bonds		5,905,000	6,280,000
Accrued sick leave		170,916	163,637
Customer advances for construction		9,440	2,427
Total Non-Current Liabilities		6,085,356	 6,446,064
Total Liabilities		8,169,789	 8,832,965
NET ASSETS			
Net assets invested in capital assets, net of related debt		8,677,595	8,321,055
Restricted		1,016,417	1,336,158
Unrestricted		6,429,258	 5,957,447
TOTAL NET ASSETS	\$	16,123,269	\$ 15,614,660

STOUGHTON ELECTRIC UTILITY

STATEMENTS OF REVENUES, EXPENSES AND CHANGES IN NET ASSETS Years Ended December 31, 2011 and 2010

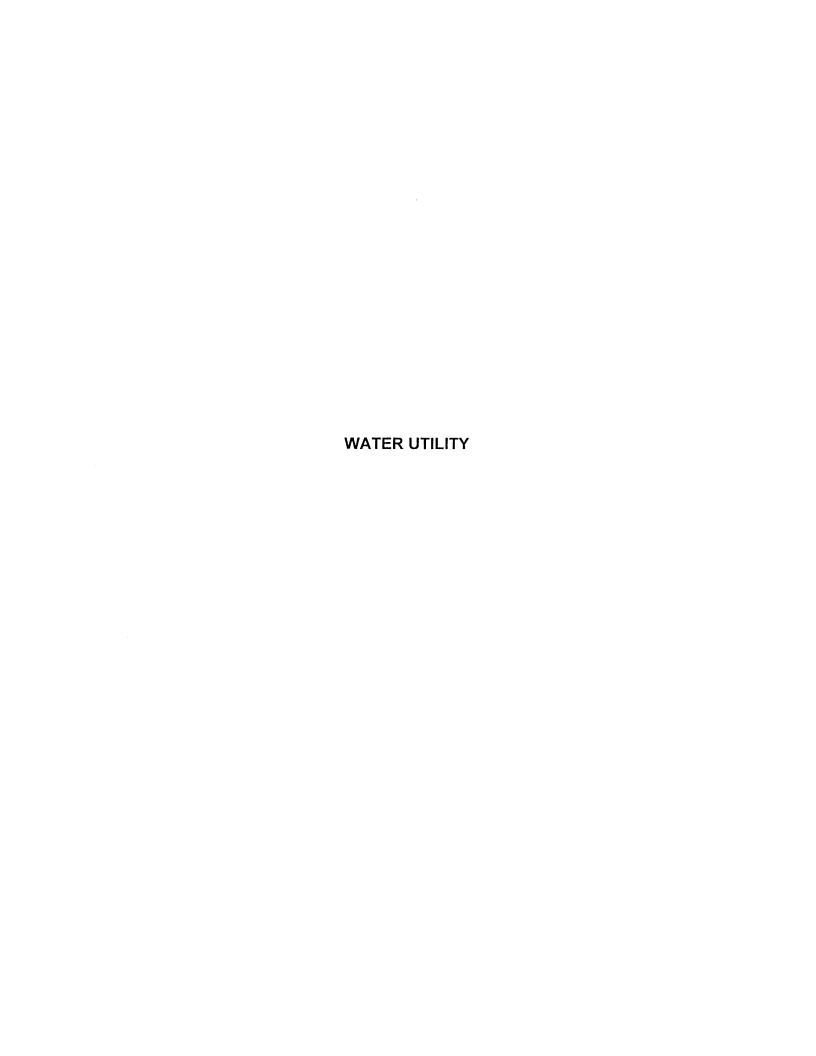
	2011	2010
OPERATING REVENUES		
Sales of electricity	\$ 14,918,612	\$ 14,012,469
Other	136,856	128,204
Total Operating Revenues	15,055,468	14,140,673
OPERATING EXPENSES		
Operation and maintenance	13,136,259	12,476,782
Depreciation	912,530	865,950
Total Operating Expenses	14,048,789	13,342,732
OPERATING INCOME	1,006,679	797,941
NON-OPERATING REVENUES (EXPENSES)		
Investment income	117,555	208,297
Interest expense	(288,750)	(303,054)
Amortization of debt issuance costs	· -	(5,834)
Miscellaneous revenues (expenses)	(613)	10,323
Total Non-Operating Revenues (Expenses)	(171,808)	(90,268)
Income Before Contributions and Transfers	834,871	707,673
CAPITAL CONTRIBUTIONS	17,407	267,667
TRANSFER IN (OUT)	(20,788)	(30,496)
TRANSFERS - TAX EQUIVALENT	(322,881)	(291,922)
CHANGE IN NET ASSETS	508,609	652,922
NET ASSETS - Beginning of Year	15,614,660	14,961,738
NET ASSETS - END OF YEAR	\$ 16,123,269	\$ 15,614,660

STOUGHTON ELECTRIC UTILITY

STATEMENTS OF CASH FLOWS Years Ended December 31, 2011 and 2010

	2011	2010
CASH FLOWS FROM OPERATING ACTIVITIES	45.400.040	
Received from customers	\$ 15,129,043	\$ 13,914,342
Received for street lighting	140,379	131,157
Paid to suppliers for goods and services	(12,398,852)	(11,506,180)
Paid to employees for operating payroll	(936,916)	(846,254)
Customer deposit	7,786	89,097
Net Cash Flows From Operating Activities	1,941,440	1,782,162
CASH FLOWS FROM NONCAPITAL FINANCING ACTIVITIES		
Paid to municipality for tax equivalent	(291,922)	(258,797)
Advanced to municipality for Wisconsin Retirement UAAL	(554,744)	-
Transfers to other funds	(20,788)	(30,496)
Net Cash Flows From Noncapital Financing Activities	(867,454)	(289,293)
CASH FLOWS FROM CAPITAL AND RELATED FINANCING ACTIVITIES		
Acquisition and construction of capital assets	(1,209,483)	(1,039,935)
Received from the sale of capital assets	9,917	23,753
Capital contributions received	123,920	164,635
Debt retired	(350,000)	(530,000)
Interest paid	(291,993)	(307,567)
Net Cash Flows From Capital and Related Financing Activities	(1,717,639)	(1,689,114)
CASH FLOWS FROM INVESTING ACTIVITIES		
Investments purchased	(2,693,190)	(642,000)
Investments sold and matured	1,800,800	1,821,212
Dividends/(Investment) in ATC	13,996	15,087
Investment income	144,470	183,088
Net Cash Flows From Investing Activities	(733,924)	1,377,387
Net Change in Cash and Cash Equivalents	(1,377,577)	1,181,142
CASH AND CASH EQUIVALENTS - Beginning of Year	3,400,049	2,218,907
CASH AND CASH EQUIVALENTS - END OF YEAR	\$ 2,022,472	\$ 3,400,049
NONCASH CAPITAL AND RELATED FINANCING ACTIVITIES		
Unrealized gain (loss) on investments	\$ (46,291)	\$ 25,209
Capital grant accrued	\$ -	\$ 99,500
	τ	

	2011	2010
RECONCILIATION OF OPERATING INCOME TO NET CASH		
FLOWS FROM OPERATING ACTIVITIES		
Operating income	\$ 1,006,679	\$ 797,941
Nonoperating revenue (expense)	(613)	10,323
Noncash items in operating income		
Depreciation	912,530	865,950
Depreciation charged to clearing and other utilities	39,600	39,600
Changes in assets and liabilities		
Customer accounts receivable	119,617	(122,224
Other account receivable	79,770	23,062
Due from municipality	7,288	(1,110
Materials and supplies	(10,460)	6,791
Prepayments	1,766	422
Accounts payable	(158,577)	16,939
Customer deposits	7,786	89,097
Accrued sick leave	7,279	5,098
Other current liabilities	1,859	27,040
Commitment to community	 (73,084)	 23,233
NET CASH FLOWS FROM OPERATING ACTIVITIES	\$ 1,941,440	\$ 1,782,162
RECONCILIATION OF CASH AND CASH EQUIVALENTS TO STATEMENT OF NET ASSETS ACCOUNTS		
Cash and investments	\$ 5,035,976	\$ 5,318,499
Redemption account	358,057	339,705
Reserve account	704,728	1,046,094
Depreciation account	25,000	25,000
Electric plant and maintenance reserve account	103,860	103,717
Sick leave reserve account	170,916	97,000
Total Cash and Investments	 6,398,537	 6,930,015
Less: Noncash equivalents	 (4,376,065)	 (3,529,966
CASH AND CASH EQUIVALENTS	\$ 2,022,472	\$ 3,400,049



STOUGHTON WATER UTILITY

STATEMENTS OF NET ASSETS December 31, 2011 and 2010

. ASSETS	 2011	 2010
CURRENT ASSETS	 	
Cash and investments	\$ 600,438	\$ 675,467
Interest receivable	4,491	5,178
Restricted Assets		
Redemption account	145,061	111,922
Customer accounts receivable	185,762	193,105
Other accounts receivable	4,457	4,413
Materials and supplies	23,257	27,101
Prepayments	 8,828	 9,470
Total Current Assets	 972,294	 1,026,656
NON-CURRENT ASSETS		
Restricted Assets		
Reserve account	274,005	349,660
Depreciation account	25,000	25,000
Other Assets		
Water plant and maintenance reserve account	347,214	367,089
Sick leave reserve account	88,632	79,861
Non-utility property (net)	52,038	56,318
Capital Assets		
Plant in service	16,898,293	16,532,248
Accumulated depreciation	(4,785,085)	(4,501,174)
Construction work in progress	228,507	45,331
Total Non-Current Assets	 13,128,604	 12,954,333
Total Assets	 14,100,898	 13,980,989

LIABILITIES		2011	 2010
CURRENT LIABILITIES			
Accounts payable	\$	37,814	\$ 9,832
Due to municipality		301,135	259,162
Customer deposits		353	_
Accrued wages		14,842	13,218
Current Liabilities Payable from Restricted Assets			
Current portion of revenue bonds		179,263	168,632
Accrued interest		16,479	17,520
Total Current Liabilities		549,886	 468,364
NON-CURRENT LIABILITIES			
Revenue bonds		2,262,123	2,441,386
Accrued sick leave		88,632	85,691
Total Non-Current Liabilities		2,350,755	 2,527,077
Total Liabilities		2,900,641	 2,995,441
NET ASSETS			
Net assets invested in capital assets, net of related debt		9,900,329	9,466,387
Restricted		427,587	469,062
Unrestricted		872,341	 1,050,099
TOTAL NET ASSETS	_\$	11,200,257	\$ 10,985,548

STOUGHTON WATER UTILITY

STATEMENTS OF REVENUES, EXPENSES AND CHANGES IN NET ASSETS Years Ended December 31, 2011 and 2010

		2011		2010
OPERATING REVENUES	•	1 710 500	•	4 505 050
Sales of water	\$	1,710,588	\$	1,535,259
Other		24,237		23,582
Total Operating Revenues		1,734,825		1,558,841
OPERATING EXPENSES				
Operation and maintenance		788,488		725,930
Depreciation		342,667		327,160
Total Operating Expenses		1,131,155		1,053,090
OPERATING INCOME		603,670		505,751
NON-OPERATING REVENUES (EXPENSES)				
Investment income		11,297		68,129
Interest expense		(100,680)		(98,444)
Loss on disposal of assets		(73,663)		-
Miscellaneous expenses		(780)		(4,280)
Total Non-Operating Revenues (Expenses)		(163,826)		(34,595)
Income Before Contributions and Transfers		439,844		471,156
CAPITAL CONTRIBUTIONS		86,600		612,176
TRANSFER IN (OUT)		(10,600)		(6,048)
TRANSFERS - TAX EQUIVALENT		(301,135)	-	(259,162)
CHANGE IN NET ASSETS		214,709		818,122
NET ASSETS - Beginning of Year		10,985,548		10,167,426
NET ASSETS - END OF YEAR	\$	11,200,257	\$	10,985,548

STOUGHTON WATER UTILITY

STATEMENTS OF CASH FLOWS Years Ended December 31, 2011 and 2010

,	2011	2010
CASH FLOWS FROM OPERATING ACTIVITIES		
Received from customers	\$ 1,742,124	\$ 1,531,506
Paid to suppliers for goods and services	(458,315)	(425,528)
Paid to employees for operating payroll	(266, 133)	(252,779)
Net Cash Flows From Operating Activities	1,017,676	 853,199
CASH FLOWS FROM NONCAPITAL FINANCING ACTIVITIES		
Paid to municipality for tax equivalent	(259, 162)	(228,514)
Transfers to other funds	(10,600)	(6,048)
Net Cash Flows From Noncapital Financing Activities	 (269,762)	 (234,562)
CASH FLOWS FROM CAPITAL AND RELATED FINANCING ACTIVITIES		
Acquisition and construction of capital assets	(704,722)	(1,453,311)
Received from the sale of capital assets	. ,	1,706
Capital contributions received	86,600	612,176
Debt proceeds	-	575,018
Debt retired	(168,632)	(115,000)
Interest paid	(101,794)	(96,718)
Net Cash Flows From Capital and Related Financing Activities	 (888,548)	(476,129)
CASH FLOWS FROM INVESTING ACTIVITIES		
Investments purchased	(206,517)	_
Investments sold and matured	644,057	136,126
Investment income	47,892	61,542
Net Cash Flows From Investing Activities	 485,432	197,668
Net Change in Cash and Cash Equivalents	344,798	340,176
CASH AND CASH EQUIVALENTS - Beginning of Year	 357,558	 17,382
CASH AND CASH EQUIVALENTS - END OF YEAR	\$ 702,356	\$ 357,558
NONCASH CAPITAL AND RELATED FINANCING ACTIVITIES		
Unrealized gain (loss) on investments	\$ (35,908)	\$ 6,377

		2011		2010
RECONCILIATION OF OPERATING INCOME TO NET CASH				
FLOWS FROM OPERATING ACTIVITIES	•	000 070	•	505 754
Operating income	\$	603,670	\$	505,751
Noncash items in operating income		0.40.007		007.400
Depreciation		342,667		327,160
Depreciation charged to clearing and other utilities		27,007		27,357
Changes in assets and liabilities		7.040		(0= 0==)
Customer accounts receivable		7,343		(27,377)
Other account receivable		(44)		42
Materials and supplies		3,844		6,074
Prepayments		642		153
Accounts payable		27,982		268
Accrued wages		1,624		1,752
Accrued sick leave		2,941		12,019
NET CASH FLOWS FROM OPERATING ACTIVITIES	\$	1,017,676	\$	853,199
RECONCILIATION OF CASH AND CASH EQUIVALENTS TO				
STATEMENT OF NET ASSETS ACCOUNTS				
Cash and investments	\$	600,438	\$	675,467
Redemption account		145,061		111,922
Reserve account		274,005		349,660
Depreciation account		25,000		25,000
Water plant and maintenance reserve account		347,214		367,089
Sick leave reserve account		88,632		79,861
Total Cash and Investments		1,480,350		1,608,999
Less: Noncash equivalents		(777,994)		(1,251,441)
CASH AND CASH EQUIVALENTS	\$	702,356	\$	357,558



STOUGHTON WASTEWATER UTILITY

STATEMENTS OF NET ASSETS December 31, 2011 and 2010

ASSETS	2011	2010
CURRENT ASSETS		
Cash and investments	\$ 1,387,496	\$ 1,726,300
Interest receivable	3,081	2,471
Restricted Assets		
Redemption account	438,483	427,323
Customer accounts receivable	222,634	234,352
Other accounts receivable	1,547	1,547
Prepayments	11,035	11,838
Total Current Assets	2,064,276	2,403,831
NON-CURRENT ASSETS		
Restricted Assets	ř	
Depreciation account	33,283	33,283
Replacement account	1,027,040	1,037,836
Construction account	123	123
Other Assets		
Sick leave reserve account	97,782	61,330
Capital Assets		
Plant in service	22,302,743	21,822,945
Accumulated depreciation	(7,816,519)	(7,246,797)
Construction work in progress	361,261	63,761
Total Non-Current Assets	16,005,713	15,772,481
Total Assets	18,069,989	18,176,312

LIABILITIES		2011	2010
CURRENT LIABILITIES	\ <u>\</u>		
Accounts payable	\$	125,728	\$ 56,722
Accrued wages		17,684	15,488
Current Liabilities Payable from Restricted Assets			
Current portion of revenue bonds		630,475	611,788
Accrued interest		19,633	22,747
Total Current Liabilities		793,520	 706,745
NON-CURRENT LIABILITIES			
Revenue bonds		3,553,191	4,183,666
Accrued sick leave		97,782	93,331
Total Non-Current Liabilities		3,650,973	 4,276,997
Total Liabilities		4,444,493	 4,983,742
NET ASSETS			
Net assets invested in capital assets, net of related debt		10,663,942	9,844,578
Restricted		1,479,173	1,475,695
Unrestricted		1,482,381	 1,872,297
TOTAL NET ASSETS	\$	13,625,496	\$ 13,192,570

STOUGHTON WASTEWATER UTILITY

STATEMENTS OF REVENUES, EXPENSES AND CHANGES IN NET ASSETS Years Ended December 31, 2011 and 2010

	 2011	2010
OPERATING REVENUES		
Treatment charges	\$ 2,004,725	\$ 1,994,669
Other	 69,039	 76,051
Total Operating Revenues	 2,073,764	 2,070,720
OPERATING EXPENSES		
Operation and maintenance	905,616	902,642
Depreciation	630,352	649,400
Total Operating Expenses	1,535,968	 1,552,042
OPERATING INCOME	 537,796	 518,678
NON-OPERATING REVENUES (EXPENSES)		
Investment income	15,638	60,772
Interest expense	(124,008)	(142,512)
Miscellaneous revenues	3,500	-
Total Non-Operating Revenues (Expenses)	(104,870)	(81,740)
CHANGE IN NET ASSETS	432,926	436,938
NET ASSETS - Beginning of Year	 13,192,570	 12,755,632
NET ASSETS - END OF YEAR	\$ 13,625,496	\$ 13,192,570

STOUGHTON WASTEWATER UTILITY

STATEMENTS OF CASH FLOWS Years Ended December 31, 2011 and 2010

		2011		2010
CASH FLOWS FROM OPERATING ACTIVITIES Received from customers	æ	0.005.400	¢.	2 400 920
	\$	2,085,482	\$	2,100,839
Paid to suppliers for goods and services Paid to employees for operating payroll		(501,764)		(541,818)
Net Cash Flows From Operating Activities		(327,396) 1,256,322		(323,422) 1,235,599
iver cash flows from Operating Activities		1,230,322		1,233,399
CASH FLOWS FROM CAPITAL AND RELATED FINANCING ACTIVITIES				
Acquisition and construction of capital assets		(835,648)		(214,544)
Debt retired		(611,788)		(593,658)
Interest paid		(127,122)		(145,531)
Net Cash Flows From Capital and Related Financing Activities		(1,574,558)		(953,733)
CASH FLOWS FROM INVESTING ACTIVITIES Investments purchased		(199,750)		(247,000)
Investments sold and matured		341,629		500,000
Investment income		35,851		40,327
Net Cash Flows From Investing Activities	-	177,730		293,327
Net Change in Cash and Cash Equivalents		(140,506)		575,193
CASH AND CASH EQUIVALENTS - Beginning of Year		2,383,238		1,808,045
CASH AND CASH EQUIVALENTS - END OF YEAR	\$	2,242,732	\$	2,383,238
NONCASH CAPITAL AND RELATED FINANCING ACTIVITIES				
Unrealized gain (loss) on investments	\$	(19,603)	\$	20,446

		2011		2010
RECONCILIATION OF OPERATING INCOME TO NET CASH			_	
FLOWS FROM OPERATING ACTIVITIES	•	F07 700	•	5.40.0m0
Operating income	\$	537,796	\$	518,678
Noncash items in operating income		000.050		0.40.400
Depreciation		630,352		649,400
Changes in assets and liabilities				
Customer accounts receivable		11,718		30,071
Other account receivable		-		48
Prepayments		803		191
Accounts payable		69,006		29,190
Accrued sick leave		4,451		11,040
Other current liabilities		2,196		(3,019)
NET CASH FLOWS FROM OPERATING ACTIVITIES	\$	1,256,322	\$	1,235,599
RECONCILIATION OF CASH AND CASH EQUIVALENTS TO				
STATEMENT OF NET ASSETS ACCOUNTS				
Cash and investments	\$	1,387,496	\$	1,726,300
Redemption account		438,483		427,323
Depreciation account		33,283		33,283
Replacement account		1,027,040		1,037,836
Construction account		123		123
Sick leave reserve account		97,782		61,330
Total Cash and Investments		2,984,207		3,286,195
Less: Noncash equivalents		(741,475)		(902,957)
CASH AND CASH EQUIVALENTS	\$	2,242,732	\$	2,383,238

NOTES TO FINANCIAL STATEMENTS December 31, 2011 and 2010

NOTE 1 - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

The financial statements of Stoughton Utilities (utilities) have been prepared in conformity with accounting principles generally accepted in the United States of America as applied to enterprise funds of governmental units. The Governmental Accounting Standards Board (GASB) is the accepted standard-setting body for establishing governmental accounting and financial reporting principles.

The significant accounting principles and policies utilized by the utilities are described below.

REPORTING ENTITY

The utilities are separate enterprise funds of the City of Stoughton (municipality). The utilities are managed by a utilities committee. The utilities provide electric, water and wastewater service to properties within the municipality. The utilities also provide electric service to the Townships of Dunkirk, Dunn, Pleasant Springs, Porter and Rutland.

The electric and water utilities operate under service rules and rates established by the Public Service Commission of Wisconsin (PSCW). The wastewater utility operates under rules and rates established by the utilities committee. The utilities are also regulated by the Wisconsin Department of Natural Resources.

MEASUREMENT FOCUS, BASIS OF ACCOUNTING AND FINANCIAL STATEMENT PRESENTATION

The utilities are presented as enterprise funds of the municipality. Enterprise funds are used to account for operations that are financed and operated in a manner similar to private business or where the governing body has decided that the determination of revenues earned, costs incurred and net income is necessary for management accountability.

The financial statements are reported using the economic resources measurement focus and the accrual basis of accounting. Under the accrual basis of accounting, revenues are recognized when earned and expenses are recorded when the liability is incurred or economic asset used. Revenues, expenses, gains, losses, assets and liabilities resulting from exchange and exchange-like transactions are recognized when the exchange takes place.

Private-sector standards of accounting and financial reporting issued prior to December 1, 1989, generally are followed in the utilities' financial statements to the extent that those standards do not conflict with or contradict guidance of the Governmental Accounting Standards Board. Utilities also have the option of following subsequent private-sector guidance subject to this same limitation. The utilities have elected not to follow subsequent private-sector guidance.

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 and disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenues and expenses during the reporting period. Actual results could differ from those estimates.

NOTES TO FINANCIAL STATEMENTS December 31, 2011 and 2010

NOTE 1 - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (cont.)

ASSETS, LIABILITIES AND NET ASSETS

Deposits and Investments

For purposes of the statement of cash flows, cash and cash equivalents have original maturities of three months or less from the date of acquisition.

Investment of utilities' funds are restricted by state statutes. Investments are limited to:

- 1. Time deposits in any credit union, bank, savings bank or trust company maturing in three years or less.
- 2. Bonds or securities of any county, city, drainage district, technical college district, village, town, or school district of the state. Also, bonds issued by a local exposition district, local professional baseball park district, local professional football stadium district, local cultural arts district or by the University of Wisconsin Hospitals and Clinics Authority.
- 3. Bonds or securities issued or guaranteed by the federal government.
- 4. The local government investment pool.
- 5. Any security maturing in seven years or less and having the highest or second highest rating category of a nationally recognized rating agency.
- 6. Securities of an open end management investment company or investment trust, subject to various conditions and investment options.
- 7. Repurchase agreements with public depositories, with certain conditions.

The utilities have adopted an investment policy. That policy follows the state statute for allowable investments.

Investments are stated at fair value, which is the amount at which an investment could be exchanged in a current transaction between willing parties. Fair values are based on quoted market prices. No investments are reported at amortized cost. Adjustments necessary to record investments at fair value are recorded in the operating statement as increases or decreases in investment income. Market values may have changed significantly after year end.

Receivables/Payables

Transactions between the utilities and other funds of the municipality that are representative of lending/borrowing arrangements outstanding at year end are referred to as advances to/from other funds. All other outstanding balances between the utilities and other funds of the municipality are reported as due to/from other funds.

The utilities have the right under Wisconsin statutes to place delinquent electric, water and wastewater bills on the tax roll for collection for properties within the municipality. As such, no allowance for uncollectible customer accounts is considered necessary.

NOTES TO FINANCIAL STATEMENTS December 31, 2011 and 2010

NOTE 1 - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (cont.)

ASSETS, LIABILITIES AND NET ASSETS (cont.)

Materials and Supplies

Materials and supplies are generally used for construction, operation and maintenance work, not for resale. They are valued at the lower of cost or market utilizing the average cost method and charged to construction or expense when used.

Restricted Assets

Mandatory segregations of assets are presented as restricted assets. Such segregations are required by bond agreements and other external parties. Current liabilities payable from these restricted assets are so classified.

Investment in American Transmission Company (ATC)

The electric utility is a member of ATC. ATC was formed by approximately 25 utilities to plan, construct, maintain, monitor and own electric transmission facilities in Wisconsin. The utility owns less than 1/2 of 1 percent of ATC.

The investment earns dividends quarterly, some of which are paid in cash and some of which are required to be reinvested. From time to time, the utility has the option to contribute additional funds to maintain their proportionate share of ownership. The asset is valued at original cost plus additional contributions and reinvested dividends.

Sick Leave Reserve Account

Upon retirement, these funds are used for insurance coverage for utility employees.

Plant and Maintenance Reserve Account

These accounts are utilized to segregate funds for the future repairs and replacements of electric and water utility capital assets as designated by the committee.

Non-Utility Property

Electric utility non-utility property consists of the city dam with a balance of \$84,212 and leasehold rental property with a balance of \$91,458 at December 31, 2011 and 2010. Water utility non-utility property consists of a park shelter with a balance of \$107,000 at December 31, 2011 and 2010. The costs are being amortized on a straight-line basis over their useful life.

Capital Assets

Capital assets are generally defined by the utilities as assets with an initial, individual cost of more than \$1,500 and an estimated useful life in excess of one year.

Capital assets of the utilities are recorded at cost or the fair market value at the time of contribution to the utilities. Major outlays for utilities plant are capitalized as projects are constructed. Interest incurred during the construction phase is reflected in the capitalized value of the capital assets constructed, net of interest earned on the invested proceeds over the same period. Capital assets in service are depreciated using the straight-line method over the following useful lives:

NOTES TO FINANCIAL STATEMENTS December 31, 2011 and 2010

NOTE 1 - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (cont.)

ASSETS, LIABILITIES AND NET ASSETS (cont.)

Capital Assets (cont.)

	Years
Electric Plant	
Transmission	33
Distribution	25 - 54
General	5 - 30
Water Plant	
Source of supply	34
Pumping	23 - 31
Water treatment	30 - 31
Transmission and distribution	18 - 77
General	4 - 34
Wastewater Plant	
Collecting system	100
Collecting system pumping	25 - 50
Treatment and disposal	15 - 40
General	5 - 20

Accrued Vacation and Sick Leave

Under terms of employment, employees are granted sick leave and vacations in varying amounts. Only benefits considered to be vested are disclosed in these statements. Vested vacation and sick leave pay is accrued when earned in the financial statements. The liability is liquidated from general operating revenues of the utilities.

Customer Advances for Construction

The balance represents fees collected for future capital improvements. The fees may be refundable based on rules filed with the PSCW or statutory requirements.

Commitment to Community

The electric utility charges fees to all customers as required by the 1999 Energy Reliability Act and 2005 Act 141. Revenues generated from the fees are used to fund energy conservation and low-income energy assistance ("Commitment to Community") programs. The utility is acting as an agent administering the low income program fees so revenues and expenses associated with the low income program are recorded as a current liability on the statement of net assets.

Customer Deposits

This account represents amounts deposited with the utilities by customers as security for payment of bills.

Accrued Liabilities

The balance represents collections of various payroll and sales taxes due to the state and federal government.

NOTES TO FINANCIAL STATEMENTS December 31, 2011 and 2010

NOTE 1 - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (cont.)

ASSETS, LIABILITIES AND NET ASSETS (cont.)

Long-Term Obligations

Long-term debt and other obligations are reported as utilities liabilities. Bond premiums and discounts, as well as issuance costs, are deferred and amortized over the life of the bonds using the effective interest method. Gains or losses on prior refundings are amortized over the remaining life of the old debt or the life of the new debt, whichever is shorter.

REVENUES AND EXPENSES

The utilities distinguish operating revenues and expenses from nonoperating items. Operating revenues and expenses generally result from providing services and producing and delivering goods in connection with the utilities' principal ongoing operations. The principal operating revenues of the utilities are charges to customers for sales and services. Operating expenses for 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 nonoperating revenues and expenses.

Charges for Services

Billings are rendered and recorded monthly based on metered usage. The utilities do accrue revenues beyond billing dates.

Current electric rates were approved by the PSCW on January 3, 2011. The rates are designed to provide a 6.5% return on rate base

Current water rates were approved by the PSCW effective September 1, 2010. The rates are designed to earn a 6.5% return on rate base

Current wastewater rates were approved by the utilities committee effective July 5, 2007.

Capital Contributions

Cash and capital assets are contributed to the utilities from customers, the municipality or external parties. The value of property contributed to the utilities are reported as revenue on the statements of revenues, expenses and changes in net assets.

Transfers

Transfers include the payment in lieu of taxes to the municipality and other operating transfers.

EFFECT OF NEW ACCOUNTING STANDARDS ON CURRENT PERIOD FINANCIAL STATEMENTS

The Governmental Accounting Standards Board (GASB) has approved GASB Statement No. 60, Eggsyrxmrk\$erh\$Jmrergmep\$Vitsvamrk\$jsv\$Wivzmgi\$Gsrgiwwsr\$Evverkiqirw and Statement No. 61, Xli Jmrergmep\$Vitsvamrk\$Irxm}\$Sqrmfyw\$Statement No. 62\$Gshmjmexsr\$sj\$Eggsyrxmrk\$erh\$Jmrergmep\$Vitsvamrk\$Kymhergi\$Gsrzemrih\$mr\$TvilRsziqfiv\$74\$5=<=\$JEWF\$erh\$EMGTE\$Tvsrsyrgiqirxw\$Statement No. 63\$Jmrergmep\$Vitsvamrk\$sj\$Hijivih\$Syxjms{w\$sj\$Viwsywgiw\$Hijivih\$Mrjms{w\$sj\$Viwsywgiw\$Hijivih\$Mrjms{w\$sj\$Viwsywgiw\$erh\$Rix\$Tswmmsr\$and Statement No. 64\$Hivmzexmzi\$Mrwxyqirxw\$Ettpmyexmsr\$sj\$Lihki\$Eggsyrxmrk\$Xivqmrexmsr\$Tvszmwsrw\$\$er\$eqirhqirx\$sj\$KEWF\$Wexiqirx\$Rs\$97. Application of these standards may restate portions of these financial statements.

NOTES TO FINANCIAL STATEMENTS December 31, 2011 and 2010

NOTE 1 - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (cont.)

COMPARATIVE DATA

Certain amounts presented in the prior year data may have been reclassified in order to be consistent with the current year's presentation.

NOTE 2 - DEPOSITS AND INVESTMENTS

		Carrying \ Decem		
	_	2011	 2010	Risks
Checking and Savings LGIP	\$	3,305,285 1,662,455	\$ 4,521,297 1,618,798	Custodial credit risk Credit and interest rate risks
Negotiable Certificates of Deposit		1,754,441	2,670,519	Custodial credit, credit, concentration, and interest rate risks
U.S. Agency Securities		3,115,073	1,965,500	Custodial credit, credit, concentration and interest rate risks
Corporate Bonds		1,025,090	1,048,345	
Petty Cash		750	 750	Tate Hone
Totals	\$	10,863,094	\$ 11,825,209	

Deposits in each local and area bank are insured by the FDIC in the amount of \$250,000 for time and savings accounts (including NOW accounts), \$250,000 for interest bearing demand deposit accounts, and unlimited amounts for non-interest bearing transaction accounts as of December 31, 2011. Coverage as of December 31, 2010 included \$250,000 for interest bearing accounts and unlimited amounts for non-interest bearing accounts.

Bank accounts are also insured by the State Deposit Guarantee Fund (SDGF) in the amount of \$400,000.

The utilities may also maintain separate cash and investment accounts at the same financial institutions utilized by the municipality. Federal depository insurance and the SDGF apply to all municipal accounts, and accordingly, the amount of insured funds is not determinable for the utilities alone. Therefore, coverage for the utilities may be reduced. Investment income on commingled investments of the entire municipality is allocated based on average investment balances.

NOTES TO FINANCIAL STATEMENTS December 31, 2011 and 2010

NOTE 2 - DEPOSITS AND INVESTMENTS (cont.)

\$500,000 of the utilities' investments have coverage from the Securities Investor Protection Corporation (SIPC).

In addition, the utilities, with the city, have collateral or depository insurance agreements in the amount of \$3,920,512 at December 31, 2011 and \$4,389,470 at December 31, 2010.

The Wisconsin Local Government Investment Pool (LGIP) is part of the State Investment Fund (SIF), and is managed by the State of Wisconsin Investment Board. The SIF is not registered with the Securities and Exchange Commission, but operates under the statutory authority of Wisconsin Chapter 25. The SIF reports the fair value of its underlying assets annually. Participants in the LGIP have the right to withdraw their funds in total on one day's notice. At December 31, 2011 and 2010, the fair value of the LGIP's assets were substantially equal to the utilities' share.

Custodial Credit Risk

Deposits

Custodial credit risk is the risk that in the event of a financial institution failure, the utilities' deposits may not be returned to the utilities.

The utilities maintain certain deposits at the same institutions as the municipality. The custodial credit risk pertaining specifically to the utilities' resources at these institutions cannot be determined individually for those accounts. The following is a summary of the utilities' total deposit balances at these institutions.

	20)11	201	10
	Bank Carrying Balance Value		Bank Carrying Bank Balance Value Balance	
	Balarios	74.40	Balarios	Value
Wells Fargo	\$ 3,347,697	\$ 3,304,357	\$ 4,056,266	\$ 4,023,157
Wells Fargo Brokerage	928	928	928	928
Ameriprise Financial			497,212	497,212
Deposits Exposed to Custodial				
Credit Risk	\$ 3,348,625	\$ 3,305,285	\$ 4,554,406	\$ 4,521,297

The utilities' investment policy does not address this risk.

Investments

For an investment, custodial credit risk is the risk that, in the event of the failure of the counterparty, the utilities will not be able to recover the value of its investments or collateral securities that are in the possession of an outside party.

NOTES TO FINANCIAL STATEMENTS December 31, 2011 and 2010

NOTE 2 - DEPOSITS AND INVESTMENTS (cont.)

Custodial Credit Risk (cont.)

Investments (cont.)

As of December 31, 2011 and 2010 the utilities' investments were exposed to custodial credit risk as follows:

U.S. Agencies - Implicitly Guaranteed	2011	2010
Neither insured nor registered and held by counterparty	\$ 3,115,073	\$ 1,965,500
Corporate Bonds	-	
Neither insured nor registered and held by counterparty	\$ 1,025,090	\$ 1,048,345
Negotiable Certificates of Deposit	-	
Neither insured nor registered and held by counterparty	<u>\$ 1,754,441</u>	\$ 2,670,519

The utilities' investment policy does not address this risk.

Credit Risk

Credit risk is the risk an issuer or other counterparty to an investment will not fulfill its obligations.

As of December 31, 2011, the utilities' investments were rated as follows:

Investment Type	Standard & Poors	Moody's Investors Services
U.S. Agencies - Implicitly Guaranteed Corporate Bonds Negotiable Certificates of Deposit	AAA AA+ not rated	Aa Aa2

As of December 31, 2010, the utilities' investments were rated as follows:

Investment Type	Standard & Poors	Moody's Investors Services
U.S. Agencies - Implicitly Guaranteed Corporate Bonds Negotiable Certificates of Deposit	AAA AA+ not rated	Aaa Aa2

NOTES TO FINANCIAL STATEMENTS December 31, 2011 and 2010

NOTE 2 - DEPOSITS AND INVESTMENTS (cont.)

Credit Risk (cont.)

The utilities held investments in the Local Government Investment Pool which is an external pool that is not rated.

The utilities' investment policy follows state statutes.

Concentration of Credit Risk

Concentration of credit risk is the risk of loss attributed to the magnitude of a government's investment in a single issuer.

At December 31, 2011 and 2010, the utilities' investment portfolio was concentrated as follows:

		Percentage of Portfolio		
Issuer	Investment Type	2011	2010	
FHLMC	U.S. Agencies - Implicitly Guaranteed	4.26%	-%	
Ginnie Mae	U.S. Agencies - Implicitly Guaranteed	20.84%	16.62%	
GE Capital	Corporate bond	9.44%	8.87%	

The utilities' investment policy does not address this risk.

Interest Rate Risk

Interest rate risk is the risk changes in interest rates will adversely affect the fair value of an investment.

As of December 31, 2011, the utilities' investments were as follows:

	Maturity (In Years)									
Investment Type		Fair Value		Less than 1		1-3		3 or more		
U.S. Agencies - Implicitly Guaranteed Corporate Bonds Negotiable Certificates of Deposit	\$	3,115,073 1,025,090 1,754,441	\$	- 501,650 1,004,977	\$	523,440 253,760	\$	3,115,073 - 495,704		
Totals	<u>\$</u>	5,894,604	\$	1,506,627	\$	777,200	\$	3,610,777		

NOTES TO FINANCIAL STATEMENTS December 31, 2011 and 2010

NOTE 2 - DEPOSITS AND INVESTMENTS (cont.)

Investment Type

Interest Rate Risk (cont.)

Weighted Average Maturity (Years)

External investment pools

\$ 1,662,455

Fair Value

<u>.27</u>

As of December 31, 2010, the utilities' investments were as follows:

	Maturity (In Years)						
Investment Type	Fair Value	Less than 1	1 - 3	3 or more			
U.S. Agencies - Implicitly Guaranteed Corporate Bonds Negotiable Certificates of Deposit	\$ 1,965,500 1,048,345 2,670,519	\$ - - 1,386,000	\$ - 1,048,345 1,284,519	\$ 1,965,500 - -			
Totals	\$ 5,684,364	\$ 1,386,000	\$ 2,332,864	\$ 1,965,500			
Investment Type	Fair Value	Weighted Average Maturity (Years)					
External investment pools	<u>\$ 1,618,798</u>	<u>.20</u>					

The utilities' investment policy does not address this risk.

NOTE 3 - INTERFUND RECEIVABLES/PAYABLES AND TRANSFERS

The following is a schedule of interfund balances for the years ending December 31, 2011 and 2010:

			2011		2010
Due To	Due From	 Amount	Principal Purpose	 Amount	Principal Purpose
Municipality	Water utility	\$ 301,135	Payment in lieu of taxes	\$ 259,162	Payment in lieu of taxes
Electric utility	Municipality	25,630	Operating	32,918	Operating
Municipality	Electric utility	322,881	Payment in lieu of taxes	291,922	Payment in lieu of taxes

NOTES TO FINANCIAL STATEMENTS December 31, 2011 and 2010

NOTE 3 - INTERFUND RECEIVABLES/PAYABLES AND TRANSFERS (cont.)

The following is a schedule of transfer balances for the years ending December 31, 2011 and 2010:

			2011		2010	
To	From	 Amount	Principal Purpose		Amount	Principal Purpose
Municipality	Electric utility	\$ 20,788	Operating	\$	30,496	Operating
Municipality	Electric utility	322,881	Payment in lieu of taxes		291,922	Payment in lieu of taxes
Municipality	Water utility	10,600	Operating		6,048	Operating
Municipality	Water utility	301,135	Payment in lieu of taxes		259,162	Payment in lieu of taxes

NOTE 4 – ADVANCE RECEIVABLE

In December 2011, the Electric Utility provided an advance to the General Fund in the amount of \$554,744 for the purpose of full payment of the Wisconsin Retirement System Unfunded Actuarial Accrued Liability. The General Fund will repay the Electric Utility over a period of fourteen years at 3.0% annual interest. The amount outstanding at December 31, 2011 is \$554,744. Repayment requirements to maturity follow:

Year Ending					
December 31		Principal	Interest	_	Total
2012	\$	41,569	\$ 4,161	\$	45,730
2013		31,250	15,395		46,645
2014		33,119	14,458		47,577
2015		35,065	13,464		48,529
2016		37,088	12,412		49,500
2017 - 2021		218,677	44,073		262,750
2022 - 2025		157,97 <u>6</u>	9,726		167,702
Totals	<u>\$</u>	554,744	\$ 113,689	\$	668,433

NOTE 5 - RESTRICTED ASSETS

Restricted Accounts

Certain proceeds of the utilities' debt, as well as certain resources set aside for their repayment, are classified as restricted assets on the statement of net assets because their use is limited. The following accounts are reported as restricted assets:

Redemption	-	Used to segregate resources accumulated for debt service payments

over the next twelve months.

Reserve - Used to report resources set aside to make up potential future

deficiencies in the redemption account.

Depreciation - Used to report resources set aside to fund plant renewals and

replacement or make up potential future deficiencies in the

redemption account.

Construction - Used to report debt proceeds restricted for use in construction.

Replacement Account

As a condition of receiving state and federal funds for wastewater plant construction, the utilities have established an account for replacement of certain mechanical equipment.

NOTES TO FINANCIAL STATEMENTS December 31, 2011 and 2010

NOTE 5 - RESTRICTED ASSETS (cont.)

Restricted Net Assets

The following calculation supports the amount of electric restricted net assets:

		2011		2010
Restricted Assets				
Redemption account	\$	358,057	\$	339,705
Reserve account		704,728		1,046,094
Depreciation account		25,000		25,000
Total Restricted Assets		1,087,785		1,410,799
Current Liabilities Payable From Restricted Assets		(71,368)	_	(74,641)
Total Restricted Net Assets as Calculated	\$	1,016,417	\$	<u>1,336,158</u>
owing calculation supports the amount of water restricts	ed net	assets.		

The following calculation supports the amount of water restricted net assets:

	 2011	 2010
Restricted Assets Redemption account Reserve account Depreciation account Total Restricted Assets	\$ 145,061 274,005 25,000 444,066	\$ 111,922 349,660 25,000 486,582
Current Liabilities Payable From Restricted Assets	 (16,479)	 (17,520)
Total Restricted Net Assets as Calculated	\$ 427,587	\$ 469,062

NOTES TO FINANCIAL STATEMENTS December 31, 2011 and 2010

NOTE 5 - RESTRICTED ASSETS (cont.)

Restricted Net Assets (cont.)

The following calculation supports the amount of wastewater restricted net assets:

		2011		2010
Restricted Assets				
Redemption account	\$	438,483	\$	427,323
Depreciation account		33,283		33,283
Replacement account		1,027,040		1,037,836
Construction account		123		123
Total Restricted Assets		1,498,929		1,498,565
Less: Restricted Assets Not Funded by Revenues		(400)		(4.22)
Construction account		(123)		(123)
Current Liabilities Payable From Restricted Assets	_	(19,633)	_	(22,747)
Total Restricted Net Assets as Calculated	\$	1,479,173	\$	1,475,695

NOTE 6 - CHANGES IN CAPITAL ASSETS

Electric Utility

A summary of changes in electric capital assets for 2011 follows:

Conital assets not being depresented	Balance 01/01/11	Increases	Decreases	Balance 12/31/11
Capital assets, not being depreciated Land and land rights	\$ 573,461	\$ -	\$ -	\$ 573,461
Capital assets being depreciated Transmission Distribution	15,019 20,038,521	- 865,364	- 136,820	15,019 20,767,065
General Total Capital Assets Being Depreciated	3,905,820 23,959,360	80,373 945,737	<u>25,869</u> 162,689	3,960,324 24,742,408
Total Capital Assets	24,532,821	945,737	162,689	25,315,869
Less: Accumulated depreciation Transmission	(10.266)			(10.266)
Distribution General	(19,366) (7,395,206) (1,841,212)	(747,186) (214,860)	153,916 25,869	(19,366) (7,988,476) (2,030,203)
Total Accumulated Depreciation	(9,255,784)	(962,046)	179,785	(10,038,045)
Construction in progress	26,682	957,329	951,576	32,435
Net Capital Assets	\$ 15,303,719			\$ 15,310,259

NOTES TO FINANCIAL STATEMENTS December 31, 2011 and 2010

NOTE 6 - CHANGES IN CAPITAL ASSETS (cont.)

Electric Utility (cont.)

A summary of changes in electric capital assets for 2010 follows:

	Balance 01/01/10		Increases		Decreases		Balance 12/31/10
Capital assets, not being depreciated Land and land rights	\$ 573,461	\$		\$		\$	573,461
Capital assets being depreciated Transmission Distribution General Total Capital Assets Being Depreciated	 15,019 19,499,743 3,464,187 22,978,949		614,512 622,152 1,236,664	_	75,734 180,519 256,253	_	15,019 20,038,521 3,905,820 23,959,360
Total Capital Assets	 23,552,410		1,236,664		256,253		24,532,821
Less: Accumulated depreciation Transmission Distribution General Total Accumulated Depreciation	 (19,366) (6,758,531) (1,819,172) (8,597,069)	_	(726,744) (202,559) (929,303)	_	90,069 180,519 270,588		(19,366) (7,395,206) (1,841,212) (9,255,784)
Construction in progress	 50,405		851,018		874,741		26,682
Net Capital Assets	\$ 15,005,746					\$	15,303,719

NOTES TO FINANCIAL STATEMENTS December 31, 2011 and 2010

NOTE 6 - CHANGES IN CAPITAL ASSETS (cont.)

Water Utility

A summary of changes in water capital assets for 2011 follows:

	Balance 01/01/11	Increases	Decreases	Balance 12/31/11
Capital assets, not being depreciated Land and land rights	\$ 24,841	\$ -	\$ -	\$ 24,841
Capital assets being depreciated				
Source of supply	563,994	6,729	600	570,123
Pumping	1,526,064	-	118,789	1,407,275
Water treatment	90,763	-	-	90,763
Transmission and distribution	13,413,504	484,810	7,101	13,891,213
General	913,082	33,932	32,936	914,078
Total Capital Assets Being				
Depreciated	16,507,407	<u>525,471</u>	<u>159,426</u>	16,873,452
Total Capital Assets	16,532,248	525,471	<u>159,426</u>	16,898,293
Less: Accumulated depreciation				
Source of supply	(270,085)	(16,445)	600	(285,930)
Pumping	(978,830)	(55,004)	45,126	(988,708)
Water treatment	(82,595)	(2,981)	-, -	(85,576)
Transmission and distribution	(2,693,862)	(253,012)	7,101	(2,939,773)
General	(475,802)	(42,232)	32,936	(485,098)
Total Accumulated				· · · · · · · · · · · · · · · · · · ·
Depreciation	(4,501,174)	(369,674)	85,763	(4,785,085)
Construction in progress	45,331	641,306	458,130	228,507
Net Capital Assets	\$ 12,076,405			<u>\$ 12,341,715</u>

NOTES TO FINANCIAL STATEMENTS December 31, 2011 and 2010

NOTE 6 - CHANGES IN CAPITAL ASSETS (cont.)

Water Utility (cont.)

A summary of changes in water capital assets for 2010 follows:

	Balance 01/01/10	Increases	Decreases	Balance 12/31/10
Capital assets, not being depreciated Land and land rights	\$ 24,841	\$ -	\$ -	\$ 24,841
Capital assets being depreciated Source of supply Pumping Water treatment Transmission and distribution General Total Capital Assets Being Depreciated	563,994 1,506,363 90,763 11,815,154 907,307	19,701 - 1,607,620 21,471 	9,270 15,696 24,966	563,994 1,526,064 90,763 13,413,504 913,082 16,507,407
Total Capital Assets	14,908,422	1,648,792	24,966	16,532,248
Less: Accumulated depreciation Source of supply Pumping Water treatment Transmission and distribution General Total Accumulated Depreciation	(253,729) (919,032) (79,614) (2,469,153) (448,389) (4,169,917)	(16,356) (59,798) (2,981) (233,979) (43,109) (356,223)	9,270 15,696 24,966	(270,085) (978,830) (82,595) (2,693,862) (475,802) (4,501,174)
Construction in progress	240,812	1,468,382	1,663,863	45,331
Net Capital Assets	<u>\$ 10,979,317</u>			<u>\$ 12,076,405</u>

NOTES TO FINANCIAL STATEMENTS December 31, 2011 and 2010

NOTE 6 - CHANGES IN CAPITAL ASSETS (cont.)

Wastewater Utility

A summary of changes in wastewater capital assets for 2011 follows:

	Balance 01/01/11	Increases	Decreases	Balance 12/31/11
Capital assets, not being depreciated Land and land rights	<u>\$ 100</u>	\$ -	\$ -	\$ 100
Capital assets being depreciated Collecting system Collecting system pumping	7,822,009 397,412	457,490 -	1,817 -	8,277,682 397,412
Treatment and disposal General	12,757,388 846,036	58,271 24,668	29,590 29,224	12,786,069 841,480
Total Capital Assets Being Depreciated	21,822,845	540,429	60,631	22,302,643
Total Capital Assets	21,822,945	540,429	60,631	22,302,743
Less: Accumulated depreciation	(7,246,797)	(630,353)	60,631	(7,816,519)
Construction in progress	63,761	850,982	553,482	361,261
Net Capital Assets	<u>\$ 14,639,909</u>			<u>\$ 14,847,485</u>
A summary of changes in wastewater ca	pital assets for 2	010 follows:		
	Balance 01/01/10	Increases	Decreases	Balance 12/31/10
Capital assets, not being depreciated Land and land rights	\$ 100	<u>\$</u> _	<u>\$</u> _	\$ 100
Capital assets being depreciated Collecting system Collecting system pumping Treatment and disposal General Total Capital Assets Being	7,684,051 389,554 12,735,749 836,829	137,958 9,993 27,339 9,207	2,135 5,700	7,822,009 397,412 12,757,388 846,036
Depreciated	21,646,183	184,497	7,835	21,822,845
Total Capital Assets	21,646,283	184,497	7,835	21,822,945
Less: Accumulated depreciation	(6,605,232)	(649,400)	7,835	(7,246,797)
Construction in progress				
	2,408	233,536	172,183	63,761

NOTES TO FINANCIAL STATEMENTS December 31, 2011 and 2010

NOTE 7 - LONG-TERM OBLIGATIONS

Revenue Bonds - Electric

The following bonds have been issued:

Date	Purpose	Final Maturity	Interest Rate	Original Amount	_	Outstanding Amount 12/31/11
April 1, 2003	Electric system improvements	April 1, 2023	2.25 - 5.10%	\$ 4,580,000	\$	3,880,000
November 15, 2006	Electric system improvements	April 1, 2023	4.00 - 4.50	2,550,000		2,400,000

Revenue bonds debt service requirements to maturity follows:

Year Ending <u>December 31</u>		Principal	 Interest	 Total		
2012	\$	375,000	\$ 278,243	\$ 653,243		
2013		400,000	263,368	663,368		
2014		450,000	246,968	696,968		
2015		450,000	227,868	677,868		
2016		475,000	206,124	681,124		
2017 - 2021		2,805,000	650,160	3,455,160		
2022 - 2023		1,325,000	 60,938	1,385,938		
Totals	<u>\$</u>	6,280,000	\$ 1,933,669	\$ 8,213,669		

All utilities' revenues net of specified operating expenses are pledged as security of the above revenue bonds until the bonds are defeased. Principal and interest paid for 2011 and 2010 were \$641,993 and \$837,567, respectively. Total gross revenues as defined for the same periods were \$15,173,023 and \$14,348,970, respectively. Annual principal and interest payments are expected to require 4.3% of gross revenues.

NOTES TO FINANCIAL STATEMENTS December 31, 2011 and 2010

NOTE 7 - LONG-TERM OBLIGATIONS (cont.)

Revenue Bonds - Water

The following bonds have been issued:

Date	Purpose	Final <u>Maturity</u>	Interest Rate	. <u>.</u>	Original Amount	_	Outstanding Amount 12/31/11
March 25, 2003	Additions and improvements	May 1, 2013	3.50 - 4.80%	\$	520,000	\$	165,000
November 15, 2006	Additions and improvements	May 1, 2023	4.00 - 4.50		1,925,000		1,725,000
January 27, 2010	Additions and improvements	May 1, 2029	2.668%		575,018		551,386

Revenue bonds debt service requirements to maturity follows:

Year Ending			
December 31	 Principal	Interest	 Total
2012	\$ 179,263	\$ 94,742	\$ 274,005
2013	184,910	87,146	272,056
2014	150,575	80,277	230,852
2015	151,257	74,273	225,530
2016	176,958	67,719	244,677
2017-2021	945,968	224,704	1,170,672
2022-2026	541,507	43,578	585,085
2027-2029	 110,948	4,492	115,440
Totals	\$ 2,441,386	\$ 676,931	\$ 3,118,317

All utilities' revenues net of specified operating expenses are pledged as security of the above revenue bonds until the bonds are defeased. Principal and interest paid for 2011 and 2010 were \$270,426 and \$211,718, respectively. Total gross revenues as defined for the same periods were \$1,746,122 and \$1,626,970, respectively. Annual principal and interest payments are expected to require 15.7% of gross revenues.

NOTES TO FINANCIAL STATEMENTS December 31, 2011 and 2010

NOTE 7 - LONG-TERM OBLIGATIONS (cont.)

Revenue Bonds - Wastewater

The following bonds have been issued:

Date	Purpose	Final Maturity	Interest Rate	Original Amount	_	Outstanding Amount 12/31/11
March 9, 1994	WWTP improvements	May 1, 2013	3.224%	\$ 5,472,357	\$	787,431
December 22, 1999	Wastewater interceptor	May 1, 2019	3.049	623,465		298,312
July 12, 2000	WWTP improvements	May 1, 2020	3.049	1,116,259		587,863
September 10, 2003	WWTP improvements	May 1, 2023	2.766	1,670,624		1,116,332
June 27, 2007	WWTP improvements	May 1, 2027	2.475	1,539,762		1,393,728

Revenue bonds debt service requirements to maturity follows:

Year Ending December 31		Principal	Interest		Total
2012 2013 2014 2015 2016 2017-2021 2022-2026	\$	630,475 649,737 256,735 263,891 271,247 1,311,870 695,734	\$ 108,150 88,589 75,084 67,829 60,369 186,185 49,276	\$	738,625 738,326 331,819 331,720 331,616 1,498,055 745,010
2027		103,977	 1,287	_	105,264
Totals	<u>\$</u>	4,183,666	\$ 636,769	\$	4,820,435

All utilities' revenues net of specified operating expenses are pledged as security of the above revenue bonds until the bonds are defeased. Principal and interest paid for 2011 and 2010 were \$738,910 and \$739,189, respectively. Total gross revenues as defined for the same periods were \$2,089,402 and \$2,131,492, respectively. Annual principal and interest payments are expected to require 35% of gross revenues.

NOTES TO FINANCIAL STATEMENTS December 31, 2011 and 2010

NOTE 7 - LONG-TERM OBLIGATIONS (cont.)

Long-Term Obligations Summary - Electric

Long-term obligation activity for the year ended December 31, 2011 is as follows:

	01/01/11 <u>Balance</u>			Additions	 Reductions	12/31/11 Balance			Due Within One Year	
Revenue bonds Accrued sick leave Customer advances	\$	6,630,000 163,637	\$	- 34,757	\$ 350,000 27,478	\$	6,280,000 170,916	\$	375,000 -	
for construction		2,427	_	32,138	 25,125		9,440			
Totals	\$	6,796,064	\$	66,895	\$ 402,603	\$	6,460,356	\$	375,000	

Long-term obligation activity for the year ended December 31, 2010 is as follows:

	 01/01/10 Balance		Additions		Reductions		12/31/10 Balance	_	Due Within One Year
Revenue bonds Accrued sick leave Customer advances	\$ 7,160,000 158,539	\$	- 24,317	\$	530,000 19,219	\$	6,630,000 163,637	\$	350,000
for construction	 5,959	_	61,552	_	65,084	_	2,427	_	<u>-</u>
Totals	\$ 7,324,498	\$	85,869	\$	614,303	\$	6,796,064	\$	350,000

Long-Term Obligations Summary - Water

Long-term obligation activity for the year ended December 31, 2011 is as follows:

		01/01/11 <u>Balance</u>		Additions		Reductions		12/31/11 Balance	Due Within One Year	
Revenue bonds Accrued sick leave	\$	2,610,018 85,691	\$	- 9,472	\$	168,632 6,531	\$	2,441,386 88,632	\$	179,263
Totals	<u>\$</u>	2,695,709	\$	9,472	\$	175,163	\$	2,530,018	\$	179,263

Long-term obligation activity for the year ended December 31, 2010 is as follows:

	 01/01/10 Balance	Additions	Reductions	12/31/10 Balance	-	Due Within One Year
Revenue bonds Accrued sick leave	\$ 2,150,000 73,672	\$ 575,018 17,405	\$ 115,000 5,386	\$ 2,610,018 85,691	\$	168,632
Totals	\$ 2,223,672	\$ 592,423	\$ 120,386	\$ 2,695,709	\$	168,632

NOTES TO FINANCIAL STATEMENTS December 31, 2011 and 2010

NOTE 7 - LONG-TERM OBLIGATIONS (cont.)

Long-Term Obligations Summary - Wastewater

Long-term obligation activity for the year ended December 31, 2011 is as follows:

	_	01/01/11 Balance	Additions		Reductions		12/31/11 Balance		Due Within One Year	
Revenue bonds Accrued sick leave	\$	4,795,454 93,331	\$	- 12,932	\$	611,788 8,481	\$	4,183,666 97,782	\$	630,475
Totals	<u>\$</u>	4,888,785	\$	12,932	\$	620,269	\$	4,281,448	\$	630,475

Long-term obligation activity for the year ended December 31, 2010 is as follows:

	_	01/01/10 Balance	Additions		Reductions		12/31/10 Balance		Due Within One Year	
Revenue bonds Accrued sick leave	\$	5,389,112 82,291	\$	- 17,390	\$	593,658 6,350	\$	4,795,454 93,331	\$	611,788 <u>-</u>
Totals	\$	5,471,403	\$	17,390	\$	600,008	\$	4,888,785	\$	611,788

Bond Covenant Disclosures

The following information is provided in compliance with the resolutions creating the utilities' revenue bonds:

Insurance

The utilities are exposed to various risks of loss related to torts, theft of, damage to, or destruction of assets, errors and omissions, workers compensation, and health care of its employees. These risks are covered through the purchase of commercial insurance, with minimal deductibles. Settled claims have not exceeded coverage in any of the last three years. There were no significant reductions in coverage compared to the prior year.

NOTES TO FINANCIAL STATEMENTS December 31, 2011 and 2010

NOTE 7 - LONG-TERM OBLIGATIONS (cont.)

Bond Covenant Disclosures (cont.)

Insurance (cont.)

The utilities are covered under the following insurance policies at December 31, 2011:

Type		Coverage				
Austria	Φ 5000000	OVANO O O IK I a serve il Data all'a	4/4/40			
Automobile		CVMIC & Self-Insured Retention	1/1/12			
Excess Liability	5,000,000	CVMIC & Self-Insured Retention	1/1/12			
Workers Compensation	5,000,000	CVMIC & Self-Insured Retention	1/1/12			
	1,000,000	CVMIC & Self-Insured Retention	1/1/12			
Boiler Insurance	100,000,000	CVMIC & Self-Insured Retention	1/1/12			
Property	44,396,060	Wisconsin Local	2/1/12			
		Property Insurance				
		Fund				

Debt Coverage - Electric

Under terms of the resolutions providing for the issue of revenue bonds, revenues less operating expenses excluding depreciation (defined net earnings) must exceed 1.3 times the highest annual debt service of the bonds. The coverage only includes revenue debt and does not include general obligation or other debt. The coverage requirement was met in 2011 and 2010 as follows:

	2011	2010
Operating revenues Investment income Less: Operation and maintenance expenses	\$ 15,055,468 117,555 (13,136,259)	208,297
Net Defined Earnings	\$ 2,036,764	\$ 1,872,188
Minimum Required Earnings per Resolution: Highest annual debt service Coverage factor	\$ 704,728 1.30	\$ 704,728 1.30
Minimum Required Earnings	<u>\$ 916,146</u>	\$ 916,146
Actual Debt Coverage	2.89	2.66

NOTES TO FINANCIAL STATEMENTS December 31, 2011 and 2010

NOTE 7 - LONG-TERM OBLIGATIONS (cont.)

Bond Covenant Disclosures (cont.)

Debt Coverage - Water

Under terms of the resolutions providing for the issue of revenue bonds, revenues less operating expenses excluding depreciation (defined net earnings) must exceed 1.3 times the highest annual debt service of the bonds. The coverage only includes revenue debt and does not include general obligation or other debt. The coverage requirement was met in 2011 and 2010 as follows:

	2011			2010	
Operating revenues Investment income Less: Operation and maintenance expenses	\$	1,734,825 11,297 (788,488)	\$	1,558,841 68,129 (725,930)	
Net Defined Earnings	\$	957,634	\$	901,040	
Minimum Required Earnings per Resolution: Highest annual debt service Coverage factor	\$	274,005 1.30	\$	274,005 1.30	
Minimum Required Earnings	\$	356,207	\$	356,207	
Actual Debt Coverage	_	3.49		3.04	

Debt Coverage - Wastewater

Under terms of the resolutions providing for the issue of revenue bonds, revenues less operating expenses excluding depreciation (defined net earnings) must exceed 1.1 times the highest annual debt service of the bonds. The coverage only includes revenue debt and does not include general obligation or other debt. The coverage requirement was in 2011 and 2010 as follows:

	_	2011		2010
Operating revenues Investment income Less: Operation and maintenance expenses	\$	2,073,764 15,638 (905,616)	\$	2,070,720 60,772 (902,642)
Net Defined Earnings	\$	1,183,786	\$	1,228,850
Minimum Required Earnings per Resolution: Highest annual debt service Coverage factor	\$	738,622 1.10	\$	738,910 1.10
Minimum Required Earnings	<u>\$</u>	812,484	<u>\$</u>	812,801
Actual Debt Coverage		1.60		1.66

NOTES TO FINANCIAL STATEMENTS December 31, 2011 and 2010

NOTE 7 - LONG-TERM OBLIGATIONS (cont.)

Bond Covenant Disclosures (cont.)

Number of Customers - Electric

The utility has the following number of customers and billed volumes for 2011 and 2010:

	Custon	ners	Sales (000 kWh)		
	2011	2010	2011	2010	
Residential	7,596	7,585	65,811	66,538	
General	785	774	17,478	17,895	
Small power	47	50	14,460	14,071	
Large power	8	9	9,959	9,663	
Industrial	6	7	31,251	28,994	
Street and highway lighting	6	6	1,004	935	
Totals	8,448	8,431	139,963	138,096	

Number of Customers - Water

The utility has the following number of customers and billed volumes for 2011 and 2010:

	Custon	ners	Sales (00	0 gals)
	2011	2010	2011	2010
Residential	4,401	4,370	216,334	219,210
Commercial	416	424	80,246	78,293
Industrial	21	21	186,533	148,088
Public authority	47	36	6,228	5,740
Interdepartmental	3	2	534	45
Totals	4,888	4,853	489,875	<u>451,376</u>

Number of Customers - Wastewater

The utility has the following number of customers and billed volumes for 2011 and 2010:

	Custom	ners	Sales (00	0 gals)
	2011	2010	2011	2010
Residential	4,360	4,365	216,279	219,059
Commercial	384	388	81,661	77,612
Industrial	16	17	23,667	25,046
Public authority	33	24	3,981	3,709
Interdepartmental	2	2	67	45
Totals	4,795	4,796	325,655	325,471

NOTES TO FINANCIAL STATEMENTS December 31, 2011 and 2010

NOTE 7 - LONG-TERM OBLIGATIONS (cont.)

Bond Covenant Disclosures (cont.)

Utilities Budget

The 2011 and 2010 utilities' budgets were prepared and approved as required by the bond resolutions.

NOTE 8 - NET ASSETS

GASB No. 34 requires the classification of net assets into three components - invested in capital assets, net of related debt; restricted; and unrestricted. These classifications are defined as follows:

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

Restricted - This component of net assets consists of constraints placed on net asset use through external constraints imposed by creditors (such as through debt covenants), grantors, contributors, or laws or regulations of other governments or constraints imposed by law through constitutional provisions or enabling legislation.

Unrestricted net assets - The component of net asset consist of net assets that do not meet the definition of "restricted" or "invested in capital assets, net of related debt."

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

NOTES TO FINANCIAL STATEMENTS December 31, 2011 and 2010

NOTE 8 - NET ASSETS (cont.)

The following calculation supports the electric net assets invested in capital assets, net of related debt:

		,		
	_	2011		2010
Plant in service Accumulated depreciation Construction work in progress Sub-Totals	\$	24,963,205 (10,038,045) 32,435 14,957,595	\$	24,180,157 (9,255,784) 26,682 14,951,055
Less: Capital related debt Current portion of capital related long-term debt Long-term portion of capital related long-term debt Unamortized debt issuance costs Sub-Totals	_	375,000 5,905,000 - 6,280,000		350,000 6,280,000 - 6,630,000
Total Net Assets Invested in Capital Assets, Net of Related Debt	<u>\$</u>	8,677,595	<u>\$</u>	8,321,055
The following calculation supports the water net assets invested in capital	ıl as	ssets, net of re	elat	ed debt:
	_	2011		2010
Plant in service Accumulated depreciation Construction work in progress Sub-Totals	\$	16,898,293 (4,785,085) 228,507 12,341,715	\$	16,532,248 (4,501,174) 45,331 12,076,405
Less: Capital related debt Current portion of capital related long-term debt Long-term portion of capital related long-term debt Unamortized debt issuance costs Sub-Totals		179,263 2,262,123 - 2,441,386	_	168,632 2,441,386 - 2,610,018
Total Net Assets Invested in Capital Assets, Net of Related Debt	<u>\$</u>	9,900,329	\$	9,466,387

NOTES TO FINANCIAL STATEMENTS December 31, 2011 and 2010

NOTE 8 - NET ASSETS (cont.)

The following calculation supports the wastewater net assets invested in capital assets, net of related debt:

	2011	2010
Plant in service Accumulated depreciation Construction work in progress Sub-Totals	\$ 22,302,743 (7,816,519) 361,261 14,847,485	
Less: Capital related debt Current portion of capital related long-term debt Long-term portion of capital related long-term debt Sub-Totals	630,475 3,553,191 4,183,666	611,788 4,183,666 4,795,454
Add: Unspent debt proceeds Construction funds	123	123
Total Net Assets Invested in Capital Assets, Net of Related Debt	<u>\$ 10,663,942</u>	\$ 9,844,578

NOTE 9 - EMPLOYEES RETIREMENT SYSTEM

All eligible employees of the utilities participate in the Wisconsin Retirement System (System), a cost-sharing multiple-employer defined benefit public employee retirement system (PERS). All permanent employees expected to work over 600 hours a year (1,200 hours for employees hired on or after July 1, 2011) are eligible to participate in the System. Covered employees in the General category were required by statute to contribute 6.2% of their salary in 2010, 6.5% of their salary through June 28, 2011 and 5.8% of their salary beginning June 29, 2011. Employers generally make these contributions to the plan on behalf of employees through June 28, 2011. Thereafter, employees are required to fund their contribution, subject to terms of employment contracts and which employee group they are a member of. Employers are required to contribute an actuarially determined amount necessary to fund the remaining projected cost of future benefits. Covered payroll listed below is substantially the same as total payroll.

Electric

	Year Ended December 31							
		2011		2010	2009			
Total Covered Employee Payroll Total Required Contributions Total Required Contributions	\$ \$	985,805 126,183 12.8%	<u>\$</u>	846,254 103,243 12.2%	<u>\$</u>	815,578 94,607 11.6%		

NOTES TO FINANCIAL STATEMENTS December 31, 2011 and 2010

NOTE 9 - EMPLOYEES RETIREMENT SYSTEM (cont.)

Water		Year Ended December 31					
			2011		2010		2009
	Total Covered Employee Payroll Total Required Contributions Total Required Contributions	<u>\$</u>	240,336 30,763 12.8%	\$ \$	252,779 30,839 12.2%	\$ \$	244,957 28,415 11.6%
Wastew	vater		Year	End	led Decemb	er 31	1
			2011		2010		2009
	Total Covered Employee Payroll Total Required Contributions Total Required Contributions	<u>\$</u>	299,570 38,345 12.8%	<u>\$</u> \$	323,422 39,458 12.2%	<u>\$</u> \$	339,224 39,350 11.6%

Details of the plan are disclosed in the basic financial statements of the City of Stoughton.

NOTE 10 - COMMITMENTS AND CONTINGENCIES

Long-Term Contracts - WPPI Energy

The electric utility is one of 51 WPPI Energy member municipalities located throughout the States of Wisconsin, Iowa and Michigan. On December 1, 1989, each initial WPPI Energy member commenced purchasing electric service from WPPI Energy under a long-term Power Supply Contract for Participating Members (long-term contract). Under the long-term contract, WPPI Energy is obligated to provide and sell, and each member is obligated to take and pay for, the electric power and energy required for the operation of each member's electric utility.

The long-term contract requires all WPPI Energy members to pay for power and energy requirements supplied or made available by WPPI Energy at rates sufficient to cover WPPI Energy's revenue requirement including power supply costs, administrative expenses and debt service. WPPI Energy's subsequent year's operating budget and rates are approved annually by its Board of Directors, consisting of representatives from each member. The members have agreed to charge rates to retail customers sufficient to meet their WPPI Energy obligations. The long-term contract provides that all payments to WPPI Energy constitute operating expenses of the utility payable from any operating and maintenance fund established for that system.

In 2002, all WPPI Energy members ratified a thirteen year extension to their original thirty-five year contracts. The new contract expires at midnight on December 31, 2037.

WPPI Energy's outstanding debt service obligation to be paid by its members through their wholesale power charges through the remainder of the long-term contract is \$402 million as of December 31, 2010.

Claims and Judgments

From time to time, the utilities are party to various pending claims and legal proceedings. Although the outcome of such matters cannot be forecasted with certainty, it is the opinion of management and the utilities' legal counsel that the likelihood is remote that any such claims or proceedings will have a material adverse effect on the utilities' financial position or results of operations.

NOTES TO FINANCIAL STATEMENTS December 31, 2011 and 2010

NOTE 11 - RISK MANAGEMENT

Wisconsin Municipal Insurance Commission (WMIC)
Cities and Villages Mutual Insurance Company (CVMIC)

The WMIC is an intergovernmental cooperation commission created by contract under Section 66.30 of the Wisconsin Statutes. It was created in August, 1987 for the purpose of facilitating the organization, establishment and capitalization of the CVMIC, and has numerous municipalities as members.

The CVMIC is a municipal mutual insurance company established on September 19, 1987 under Section 611.23 of the Wisconsin Statutes. The CVMIC provides liability insurance coverage to the municipalities which make up the membership of the WMIC.

The CVMIC is self-insured up to a maximum of \$2,000,000 of each insurance risk. Losses paid by CVMIC plus administrative expenses will be recovered through premiums to the participating pool of municipalities. The municipality's share of such losses is less than 1%.

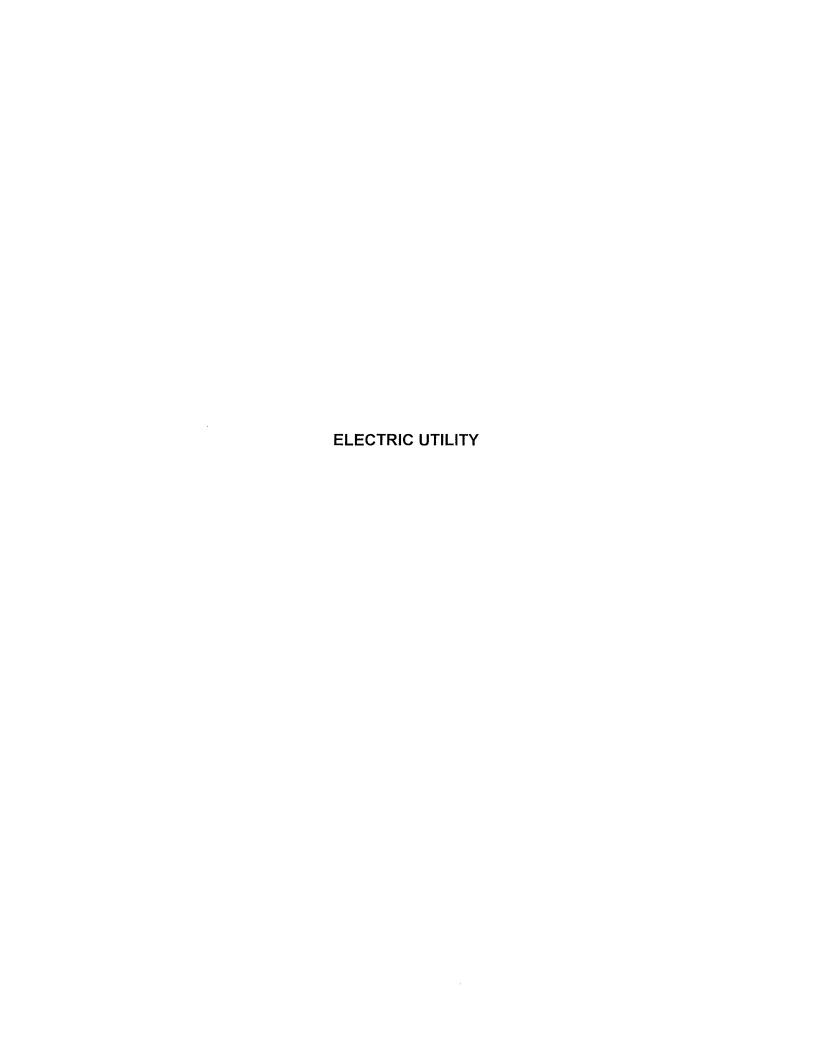
Management of each organization consists of a board of directors or officers comprised of representatives elected by each of three classes of participants based on population. The municipality does not exercise any control over the activities of the agencies beyond the election of the officers and board.

Financial statements of WMIC and CVMIC are available directly from: Cities and Village Mutual Insurance Company, 1250 South Sunnyslope Road, Suite 105, Brookfield, WI 53005.

NOTE 12 - SELF INSURANCE

The utilities are part of the municipality's self-funded health insurance program with claims processed by an administrative firm on behalf of the municipality. A separate fund has been established into which deposits are made and actual claims are paid out. As part of the plan, a reinsurance policy has been purchased which covers claims in excess of \$45,000 per individual up to a maximum of \$1,000,000. Deposits to the self-insured fund in excess of the claims and other costs paid are retained by the municipality. The utilities' total contributions to the program during the years 2011 and 2010 were \$318,389 and \$283,197, respectively. Details of the plan can be found in the basic financial statements of the City of Stoughton.





ELECTRIC UTILITY PLANT December 31, 2011

	Balance 1/1/2011	Additions	Retirements	Balance 12/31/2011
TRANSMISSION			_	
Land and land rights	\$ 1	\$ -	\$ -	\$ 1
Poles and fixtures	5,035	-	-	5,035
Overhead conductors and devices	9,984	-	-	9,984
Total Transmission	15,020		_	15,020
DISTRIBUTION				
Land and land rights	220,796	-	-	220,796
Structures and improvements	44,389	_	-	44,389
Station equipment	4,018,351	251,643	19,485	4,250,509
Poles, towers and fixtures	2,831,178	55,022	27,979	2,858,221
Overhead conductors and devices	4,857,788	400,943	55,146	5,203,585
Underground conduit	313,632	29,806	1,955	341,483
Underground conductors and devices	2,471,162	40,797	567	2,511,392
Line transformers	2,779,365	39,111	16,336	2,802,140
Services	1,583,597	36,693	5,197	1,615,093
Meters	626,906	3,149	-	630,055
Street lighting and signal systems	512,153	8,200	10,155	510,198
Total Distribution	20,259,317	865,364	136,820	20,987,861
GENERAL				
Structures and improvements	1,635,949	_	_	1,635,949
Office furniture and equipment	187,465	1,450	-	188,915
Computer equipment	173,274	5,074	-	178,348
Transportation equipment	240,998	73,849	25,869	288,978
Stores equipment	9,984	-	-	9,984
Tools, shop and garage equipment	64,576	-	••	64,576
Laboratory equipment	50,236	-	-	50,236
Power-operated equipment	1,200,625	-	-	1,200,625
Communication equipment	58,270	-	-	58,270
SCADA equipment	279,453	-	-	279,453
Miscellaneous equipment	4,990	-	_	4,990
Total General	3,905,820	80,373	25,869	3,960,324
TOTAL ELECTRIC UTILITY PLANT	\$ 24,180,157	\$ 945,737	\$ 162,689	\$ 24,963,205

ELECTRIC UTILITY OPERATING REVENUES AND EXPENSES Years Ended December 31, 2011 and 2010

OPERATING REVENUES	2011	2010
Sales of Electricity		
Residential	\$ 5,187,083	\$ 4,915,645
Rural	2,876,794	2,721,581
General service	1,542,501	1,404,524
Large commercial and industrial	1,270,052	1,248,510
Large power	956,963	944,496
Industrial	2,781,578	2,554,604
Public street and highway lighting	140,379	131,157
Interdepartmental	163,262	91,952
Total Sales of Electricity	 14,918,612	 14,012,469
Other Operating Revenues	 	
Forfeited discounts	45,508	43,067
Other	91,348	85,137
Total Operating Revenues	15,055,468	14,140,673
OPERATING EXPENSES		
Operation and Maintenance		
Other Power Supply		
Purchased power	 11,563,743	 10,952,336
Transmission		
Operating supervision and engineering	5,502	7,250
Station	38,993	1,664
Overhead lines	72,853	79,318
Underground lines	 31,438	 39,282
Total Transmission	148,786	127,514
Distribution	 	
Street lighting and signal system	5,194	19,660
Meter	34,567	14,076
Customer installations	375	24,313
Miscellaneous	4,577	6,602
Maintenance	·	·
Structures	-	_
Station equipment	20,050	58,175
Overhead lines	191,236	239,230
Underground lines	17,598	23,731
Line transformers	3,491	1,603
Street lighting and signal system	971	3,461
Meters	547	726
Miscellaneous	-	
Total Distribution	 278,606	 391,577
Customer Accounts	 2.0,000	 551,517
Meter reading	7,076	5,738
Accounting and collecting labor	213,762	186,828
Miscellaneous	16,402	13,790
Total Water Treatment	 237,240	 206,356
Total VVater Treatment	 231,240	 200,300

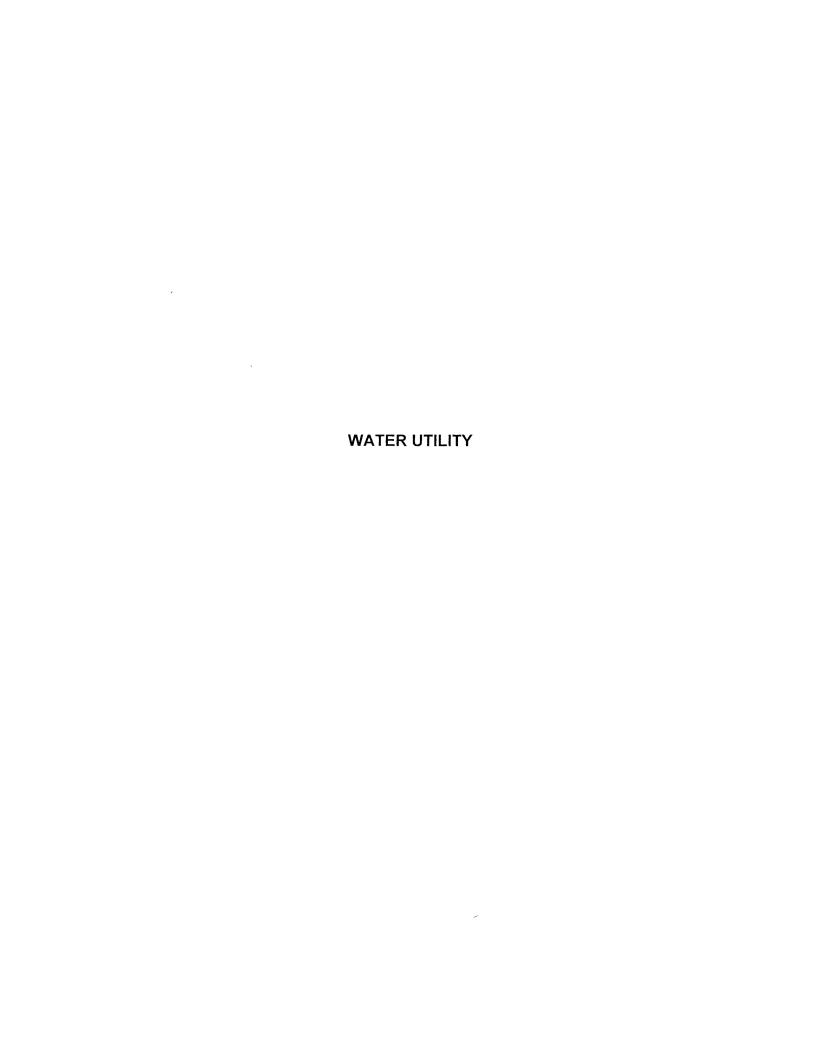
ELECTRIC UTILITY OPERATING REVENUES AND EXPENSES Years Ended December 31, 2011 and 2010

OPERATING EXPENSES (cont'd)		27M/11		
Operation and Maintenance (cont'd)				
Administrative and General				
Salaries	\$	216,789	\$	224.262
	Φ	•	Φ	224,263
Office supplies		48,675		35,303
Outside services employed		19,526		53,692
Property insurance		18,637		9,059
Injuries and damages		24,736		25,597
Employee pensions and benefits		333,997		193,240
Regulatory commission		46		7,262
Miscellaneous		16,462		10,701
Rents		10,673		10,673
Maintenance		45,703		77,509
Total Administrative and General		735,244		647,299
Taxes		172,640		151,700
Total Operation and Maintenance		13,136,259		12,476,782
Depreciation		912,530		865,950
Total Operating Expenses		14,048,789		13,342,732
OPERATING INCOME	\$	1,006,679	\$	797,941

RATE OF RETURN - REGULATORY BASIS December 31, 2011 and 2010

2011 21,630,993 22,421,815 22,026,404	\$ 20,901,724 21,630,993 21,266,359
22,421,815	21,630,993
22,421,815	21,630,993
22,026,404	21,266,359
(8,653,406)	(8,075,447)
(9,353,662)	(8,653,406)
(9,003,534)	(8,364,427)
124,597	131,388
135,057	124,597
129,827	127,993
(288,084)	(310,244)
(265,924)	(288,084)
(277,004)	(299,164)
(2,427)	(5,959)
(9,440)	(2,427)
(5,934)	(4,193)
12,869,759	\$ 12,726,568
791,512	\$ 603,164
6.15	4.74
	(9,353,662) (9,003,534) 124,597 135,057 129,827 (288,084) (265,924) (277,004) (2,427) (9,440) (5,934) 12,869,759 791,512

This schedule is computed based on Public Service Commission of Wisconsin regulatory accounting which differs from accounting principles generally accepted in the United States of America due to GASB No. 34 as well as PSC order 05-US-105.



WATER UTILITY PLANT December 31, 2011

		Balance					E	Balance
		1/1/2011	Ad	ditions	Reti	rements		/31/2011
SOURCE OF SUPPLY						***************************************		
Land and land rights	\$	11,635	\$	-	\$	-	\$	11,635
Wells and springs		563,994		6,729		600		570,123
Total Source of Supply		575,629		6,729		600		581,758
PUMPING								
Structures and improvements		576,342		_		_		576,342
Other power production equipment		246,036		-		-		246,036
Electric pumping equipment		584,896		_		_		584,896
Other pumping equipment		118,789		_	1	18,789		-
Total Pumping	***	1,526,063				18,789		1,407,274
. •						· · · · · · · · · · · · · · · · · · ·		······································
WATER TREATMENT								
Structures and improvements		13,671		-		-		13,671
Water treatment equipment		77,092				-		77,092
Total Water Treatment		90,763						90,763
TRANSMISSION AND DISTRIBUTION								
Land and land rights		13,206		-		-		13,206
Structures and improvements		1,611		_		-		1,611
Distribution reservoirs and standpipes		1,919,253		_		-	•	1,919,253
Transmission and distribution mains		8,050,746	3	363,852		2,605	8	3,411,993
Services		1,803,534		94,354		662	•	1,897,226
Meters		584,598		-		-		584,598
Hydrants		1,052,790		26,604		3,834		1,075,560
Other transmission and distribution plant		973		-		_		973
Total Transmission and Distribution		13,426,711		84,810		7,101	1;	3,904,420
GENERAL								
Land and land rights		405,290		_		_		405,290
Office furniture and equipment		54,749		528		-		55,277
Computer equipment		75,320		1,845		17,240		59,925
Transportation equipment		43,722		-		15,696		28,026
Stores equipment		2,187		-		-		2,187
Tools, shop and garage equipment		35,109		-		-		35,109
Power-operated equipment		102,034		-		-		102,034
Communication equipment		35,668		-		-		35,668
SCADA equipment		158,914		31,559		-		190,473
Miscellaneous equipment		89		_				89
Total General		913,082		33,932		32,936		914,078
TOTAL WATER UTILITY PLANT	\$	16,532,248	\$ 5	525,471	\$ 1	59,426	\$ 16	5,898,293

WATER UTILITY OPERATING REVENUES AND EXPENSES Years Ended December 31, 2011 and 2010

		2011	2010
OPERATING REVENUES			
Sales of Water			
Metered			
Residential	\$	792,642	\$ 756,725
Commercial		192,504	178,173
Industrial		263,376	199,210
Public authorities		17,828	15,828
Interdepartmental		1,467	318
Total Metered Sales		1,267,817	 1,150,254
Private fire protection	-	25,417	20,999
Public fire protection		417,354	364,006
Total Sales of Water		1,710,588	1,535,259
Other Operating Revenues			
Forfeited discounts		5,701	4,607
Other		18,536	18,975
Total Operating Revenues		1,734,825	 1,558,841
OPERATING EXPENSES			
Operation and Maintenance			
Source of Supply		4.4	407
Operation labor		44	407
Maintenance			222
Wells and springs			 833
Total Source of Supply		44	 1,240
Pumping		400 000	105 500
Fuel or purchased power for pumping		120,322	105,529
Pumping labor		2,258	1,332
Miscellaneous		68	18,419
Maintenance		0.570	004
Structures and improvements		2,572	681
Pumping equipment		8,275	 15,125
Total Pumping	-	133,495	 141,086
Water Treatment			4
Chemicals		16,541	14,676
Operation labor		19,435	5,355
Miscellaneous		99	336
Maintenance			
Structures and improvements		1,625	1,550
Water treatment equipment		2,204	 4,558
Total Water Treatment		39,904	 26,475

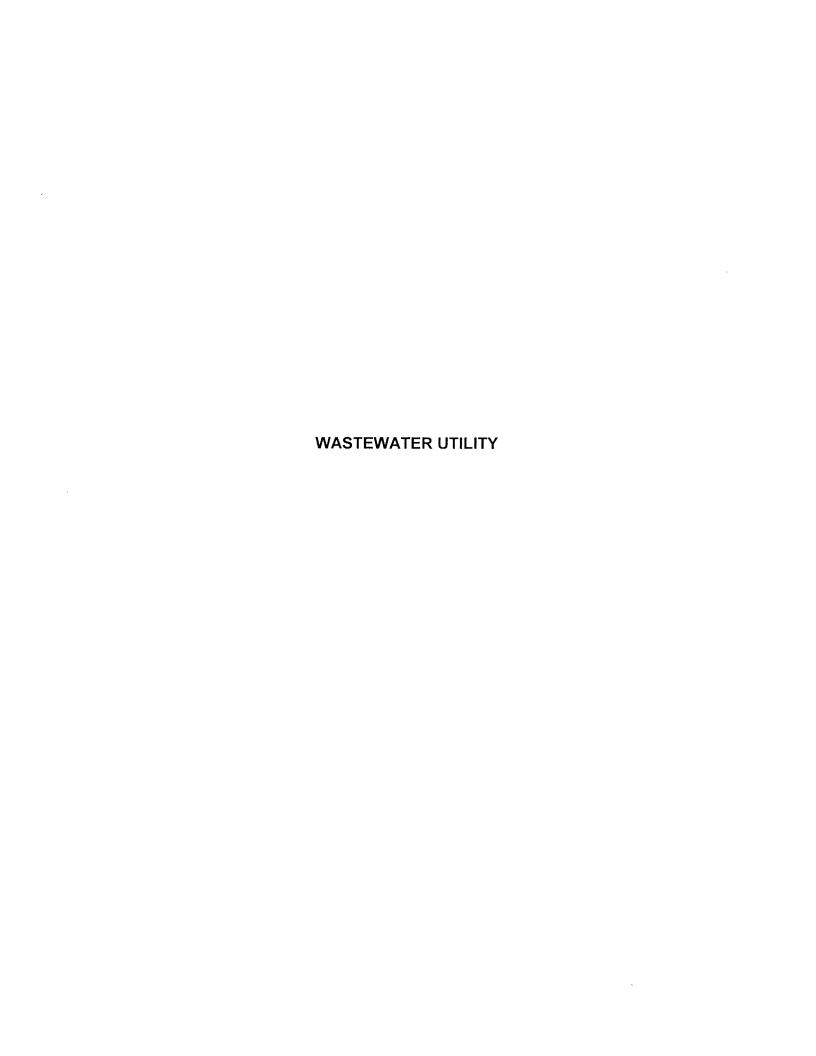
WATER UTILITY OPERATING REVENUES AND EXPENSES Years Ended December 31, 2011 and 2010

OPERATING EXPENSES (cont'd)				
Operation and Maintenance (cont'd)		•		
Transmission and Distribution		47.007	•	0.050
Transmission and distribution lines	\$	17,997	\$	3,252
Meters		3,749		7,811
Miscellaneous		12,384		19,884
Maintenance				
Reservoirs and standpipes		62,047		45,089
Mains		73,543		50,903
Services		14,158		28,028
Meters		-		4,961
Hydrants		5,022		17,244
Miscellaneous		4,997		1,695
Total Transmission and Distribution		193,897		178,867
Customer Accounts				
Meter reading		3,252		3,697
Accounting and collecting labor		75,070		63,943
Total Customer Accounts		78,322		67,640
Administrative and General				
Salaries		156,014		155,042
Office supplies		15,835		11,657
Outside services employed		8,590		4,189
Property insurance		6,781		3,295
Injuries and damages		9,732		10,718
Employee pensions and benefits		121,798		102,052
Regulatory commission		125		-
Rents		3,881		3,881
Maintenance		4,168		4,234
Total Administrative and General	-	326,924		295,068
Taxes		15,902		15,554
Total Operation and Maintenance		788,488		725,930
Depreciation		342,667		327,160
Total Operating Expenses		1,131,155		1,053,090
OPERATING INCOME	\$	603,670	\$	505,751

RATE OF RETURN - REGULATORY BASIS December 31, 2011 and 2010

	2011	2010
Utility Plant in Service		
Beginning of year	\$ 10,512,396	\$ 9,502,316
End of year	10,791,839	10,512,396
Average	10,652,117	10,007,356
Accumulated Depreciation		
Beginning of year	(3,188,937)	(2,902,806)
End of year	(3,319,808)	(3,188,937)
Average	(3,254,373)	(3,045,872)
Materials and Supplies		
Beginning of year	27,101	33,175
End of year	23,257	27,101
Average	25,179	30,138
Regulatory Liability		
Beginning of year	(444,968)	(479,196)
End of year	(410,740)	(444,968)
Average	(427,854)	(462,082)
AVERAGE NET RATE BASE	\$ 6,995,069	\$ 6,529,540
OPERATING INCOME - REGULATORY BASIS	\$ 404,895	\$ 342,394
RATE OF RETURN (PERCENT)	5.79	5.24

This schedule is computed based on Public Service Commission of Wisconsin regulatory accounting which differs from accounting principles generally accepted in the United States of America due to GASB No. 34 as well as PSC order 05-US-105.



WASTEWATER UTILITY PLANT December 31, 2011

	Balance 1/1/2011	Additions	Retirements	Balance 12/31/2011
COLLECTING SYSTEM	1/1/2011	Additions	Tettrements	12/3/1/2011
Land and land rights	\$ 100	\$ -	\$ -	\$ 100
Collecting mains	5,969,848	457,490	1,817	6,425,521
Interceptor mains	1,803,210	-	-	1,803,210
Force mains	48,951	_	_	48,951
Total Collecting System	7,822,109	457,490	1,817	8,277,782
COLLECTING SYSTEM PUMPING				
Structures and improvements	67,382	_	-	67,382
Electric pumping equipment	308,631	-	-	308,631
Other pumping equipment	21,399	_	-	21,399
Total Collecting System Pumping	397,412	-	-	397,412
TREATMENT AND DISPOSAL				
Structures and improvements	3,249,743	••	-	3,249,743
Preliminary treatment equipment	1,259,171	-	-	1,259,171
Primary treatment equipment	1,147,165	_	-	1,147,165
Secondary treatment equipment	529,291	-	-	529,291
Advanced treatment equipment	1,930,493	-	-	1,930,493
Chlorination equipment	366,162	-	-	366,162
Sludge treatment and disposal equipment	3,530,109	58,271	29,590	3,558,790
Plant site pumping	685,498	-	-	685,498
Flow metering and monitoring equipment	25,166	-	-	25,166
Other treatment and disposal equipment	34,590			34,590
Total Treatment and Disposal	12,757,388	58,271	29,590	12,786,069
GENERAL				
Structures and improvements	232,233	-	-	232,233
Office furniture and equipment	55,215	-	-	55,215
Computer equipment	110,021	_	-	110,021
Transportation equipment	404,517	21,703	29,224	396,996
Communication equipment	14,442	2,965	-	17,407
Other general equipment	29,608			29,608
Total General	846,036	24,668	29,224	841,480
TOTAL WASTEWATER UTILITY PLANT	\$ 21,822,945	\$ 540,429	\$ 60,631	\$ 22,302,743

WASTEWATER UTILITY OPERATING REVENUES AND EXPENSES Years Ended December 31, 2011 and 2010

		2011		2010
OPERATING REVENUES				
Wastewater Revenues				
Residential	\$	1,403,877	\$	1,415,649
Commercial		455,766		428,949
Industrial		120,473		127,345
Public authorities		24,129		22,287
Interdepartmental		480		439
Total Wastewater Revenues		2,004,725		1,994,669
Other Operating Revenues				
Forfeited discounts		6,380		6,491
Miscellaneous		62,659		69,560
Total Operating Revenues	***************************************	2,073,764		2,070,720
OPERATING EXPENSES				
Operation and Maintenance				
Operation				
Supervision and labor		169		1,205
Power and fuel for pumping		98,861		92,294
Sludge conditioning chemicals		9,839		12,686
Other operating supplies		13,299		23,946
Transportation		-		
Total Operation		122,168		130,131
Maintenance	-			
Collection system		77,700		83,331
Treatment and disposal plant equipment		107,513		116,797
General plant structures and equipment		57,975		68,753
Total Maintenance		243,188		268,881
Customer Accounts				
Accounting and collecting		131,264		135,558
Administrative and General				100,000
Salaries		82,934		74,617
Office supplies		20,596		15,561
Outside services employed		19,153		32,593
Insurance		18,925		14,777
Employee pensions and benefits		164,652		128,865
Miscellaneous		20,885		18,140
Rents		57,644		58,293
Total Administrative and General		384,789		342,846
Taxes		24,207		25,226
Total Operation and Maintenance		905,616		902,642
Depreciation		630,352		649,400
Total Operating Expenses		1,535,968		1,552,042
	***************************************		<u></u>	
OPERATING INCOME	\$	537,796	\$	518,678