

WAGONER COUNTY RURAL WATER DISTRICT NO. 2

WAGONER, OKLAHOMA

AUDITED FINANCIAL STATEMENTS AND NOTES
For the year ended December 31, 2013 and 2014

Audited by

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TABLE OF CONTENTS

INDEPENDENT AUDITOR'S REPORT	1
BALANCE SHEET	3
STATEMENT OF REVENUES, EXPENDITURES, AND CHANGES IN NET ASSETS	4
STATEMENT OF CASH FLOWS	5-6
NOTES TO FINANCIAL STATEMENTS	6-13
AUDITOR'S REPORT ON COMPLIANCE AND INTERNAL CONTROL	14
SCHEDULE OF FINDINGS AND QUESTIONED COSTS	16

**INDEPENDENT
AUDITOR'S
REPORTS**

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INDEPENDENT AUDITOR'S REPORT

To the Board of Directors
Wagoner County Rural Water District No. 2
Wagoner, OK

Report on the Financial Statements

We have audited the accompanying financial statements Wagoner County Rural Water District No. 2 as of December 31, 2013 and 2014, and the related notes to the financial statements, which collectively comprise the District's financial statements as listed in the table of contents.

Management's Responsibility for the Financial Statements

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

Auditor's Responsibility

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

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

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

Opinion

In our opinion, the financial statements referred to above present fairly, in all material respects, the financial position of Wagoner County Rural Water District No. 2 as of December 31, 2013 and 2014, and the respective changes in financial position and cash flows for the year then ended in conformity with accounting principles generally accepted in the United States of America.

Prior Period Financial Statements

The financial statements of Wagoner County Rural Water District No. 2, as of December 31, 2013, were audited by other auditors whose report dated February 12, 2014, expressed an unmodified opinion on those statements.

Other Matters

Required Supplementary Information

Wagoner County Rural Water District No. 2 has not presented the management discussion and analysis that accounting principles generally accepted in the United States has determined is necessary to supplement, although not required to be part of, the basic financial statements.

Other Reporting Required by Government Auditing Standards

In accordance with *Government Auditing Standards*, we have issued a report dated February 26, 2015, on our consideration of Wagoner County Rural Water District No. 2's internal controls over financial reporting and our tests of its compliance with certain provisions of laws, regulations, contracts and grants agreements and other matters. The purpose of that report is to describe the scope of our testing of internal control over financial reporting and compliance and the results of that testing, and not to provide an opinion on internal control over financial reporting or on compliance. That report is an integral part of an audit performed in accordance with *Government Auditing Standards* in considering Wagoner County Rural Water District No. 2's internal control over financial reporting and compliance.



Robert St. Pierre, C.P.A., P.C.
February 26, 2015

FINANCIAL
SECTION

WAGONER COUNTY RURAL WATER DISTRICT NO. 2

BALANCE SHEET DECEMBER 31, 2013 AND 2014

ASSETS	2014	2013
CURRENT ASSETS:		
Cash in Bank	221,632	238,802
Accounts Receivable (net of allowance) (Note B)	34,360	44,008
Prepaid Insurance	12,370	12,138
Inventory	55,880	
Refinance Costs	-	19,938
	<hr/>	<hr/>
TOTAL CURRENT ASSETS	324,242	314,886
RESTRICTED ASSETS:		
Debt Service Fund	120,799	120,799
Debt Service Reserve Fund	16,697	2
	<hr/>	<hr/>
TOTAL RESTRICTED ASSETS	137,496	120,801
FIXED ASSETS:		
Land (Note C)	65,000	65,000
Vehicles (Note C)	18,000	-
Buildings (Note C)	133,713	133,713
Office Furniture and Equipment (Note C)	162,530	162,530
Water System (Note C)	2,773,855	2,770,555
Accumulated Depreciation (Note C)	(1,315,626)	(1,230,569)
	<hr/>	<hr/>
NET FIXED ASSETS	1,837,472	1,901,229
	<hr/>	<hr/>
TOTAL ASSETS	2,299,210	2,336,916
	<hr/>	<hr/>
LIABILITIES AND FUND EQUITY		
CURRENT LIABILITIES		
Accounts Payable	9,325	1,473
Accrued Compensated Absences (Note E)	44,928	-
Payroll Taxes Payable	1,531	-
Current Portion of Long-Term Debt (Note D)	47,700	51,591
	<hr/>	<hr/>
TOTAL CURRENT LIABILITIES	103,484	53,064
	<hr/>	<hr/>
LONG TERM LIABILITIES		
Note Payables (Note D)	1,262,700	1,300,407
	<hr/>	<hr/>
TOTAL LIABILITIES	1,366,184	1,353,471
	<hr/>	<hr/>
NET ASSETS		
Invested in Capital Assets Net of Related Debt	527,072	600,821
Restricted for debt service	137,496	120,801
Unrestricted	268,458	261,823
	<hr/>	<hr/>
TOTAL NET ASSETS	933,026	983,445
	<hr/>	<hr/>
TOTAL LIABILITIES AND NET ASSETS	\$ 2,299,210	\$ 2,336,916
	<hr/>	<hr/>

WAGONER COUNTY RURAL WATER DISTRICT NO. 2
STATEMENT OF REVENUES, EXPENDITURES AND
CHANGES IN NET ASSETS
For the Year December 31, 2013 and 2014

	2014	2013
REVENUE:		
Water Sales	\$ 363,037	\$ 380,260
Late Charges	17,282	
Reconnect Fees	600	
	<u>380,919</u>	<u>380,260</u>
TOTAL OPERATING REVENUE	<u>380,919</u>	<u>380,260</u>
EXPENDITURES:		
Water Purchased	1,221	2,953
Chemicals	24,087	33,511
Plant Maintenance Supplies	66,502	41,204
Meters and Materials	-	-
Equipment Rental	3,000	3,000
Water Test	6,686	4,922
Insurance & Bonds	9,383	8,821
Utilities	19,133	19,842
Telephone	3,301	3,019
Travel	15,500	15,389
Operating Supplies	-	525
Accounting	20,132	22,294
Office Supplies	2,188	2,377
Dues, Fees and Licenses	9,865	7,217
Bank Charges	1,016	1,008
Postage	3,095	3,281
General and Administrative	37,458	13,189
Professional Fees	2,500	2,500
Wages	86,831	86,054
Employee Benefits	7,063	7,053
Payroll Taxes	7,017	6,985
Work Comp Insurance	4,282	3,381
Depreciation Expense	96,497	82,841
	<u>-</u>	<u>-</u>
TOTAL OPERATING EXPENDITURES	<u>426,757</u>	<u>371,366</u>
NET INCOME FROM OPERATIONS	<u>(45,838)</u>	<u>8,894</u>
OTHER INCOME (EXPENDITURES):		
Interest Income	934	1,001
Membership Income	15,800	5,000
Other Income	(120)	6,864
Interest Expense	(20,213)	(21,030)
	<u>(3,599)</u>	<u>(8,165)</u>
TOTAL OTHER INCOME AND EXPENSE	<u>(3,599)</u>	<u>(8,165)</u>
CHANGE IN NET ASSETS	(49,437)	729
PRIOR PERIOD ADJUSTMENT	(981)	-
NET ASSETS, BEGINNING OF THE YEAR	<u>983,444</u>	<u>982,715</u>
NET ASSETS, END OF THE YEAR	<u>\$ 933,026</u>	<u>\$ 983,444</u>

WAGONER COUNTY RURAL WATER DISTRICT NO. 2
STATEMENT OF CASH FLOWS
FOR THE YEAR ENDED DECEMBER 31, 2013 and 2014

	2014	2013
CASH FLOWS FROM OPERATING ACTIVITIES:		
Cash Inflows:		
Payments Received from Customers	398,083	383,504
Cash Outflows:		
Payments for Salaries & Wages	(61,234)	-
Payments to Suppliers for Goods and Services	<u>(275,360)</u>	<u>(310,696)</u>
Net Cash Provided (Used) by Operating Expenses	<u>61,489</u>	<u>72,808</u>
CASH FLOWS FROM FINANCING ACTIVITIES		
Purchase of Capital Assets	(21,300)	(7,700)
Capital Contributions-Grants	-	-
Principal Reduction of Long-Term Debt	(41,598)	(44,005)
Interest Payments on Notes	<u>-</u>	<u>(21,030)</u>
Net Cash Provided(Used) for Capital & Related Financing Activities	<u>(62,898)</u>	<u>(72,735)</u>
CASH FLOWS FROM INVESTING ACTIVITIES		
Miscellaneous Income	-	11,863
Interest Income	934	1,001
Net Cash Provided (Used) for Investing Activities	<u>934</u>	<u>12,864</u>
NET CASH INFLOW (OUTFLOW) FROM ALL ACTIVITIES	(475)	12,937
CASH AND CASH EQUIVALENTS BEGINNING OF THE YEAR	<u>359,603</u>	<u>346,666</u>
CASH AND CASH EQUIVALENTS END OF THE YEAR	<u><u>\$ 359,128</u></u>	<u><u>\$ 359,603</u></u>

WAGONER COUNTY RURAL WATER DISTRICT NO. 2
STATEMENT OF CASH FLOWS
FOR THE YEARS ENDED DECEMBER 31, 2013 AND 2014

	2014	2013
Reconciliation of Operating Income (Loss to Net Cash)		
Provided by Operating Activities:		
Operating Income	(45,838)	8,896
Depreciation and Amortization	96,497	82,841
(Increase) Decrease in:		
Accounts Receivable	9,648	3,245
Inventories	(55,880)	
Prepaid Insurance	(232)	1,916
(Increase) Decrease in:		
Accounts Payable	54,311	(24,090)
Accrued Expenses	2,983	
Payroll Taxes Payable	-	-
	<u>61,489</u>	<u>72,808</u>
Net Cash Provided (Used) by Operating Activities		

FINANCIAL

STATEMENT

NOTES

Wagoner County Rural Water District No. 2
Notes to Financial Statements
For the Year Ended December 31, 2014

The following notes to the financial statements are an integral part of the Wagoner County Rural Water District No. 2's financial statements.

I. Summary of Significant Accounting Policies

Wagoner County Rural Water District No. 2 was incorporated under the Rural Water District Act of Oklahoma, for the purpose of acquiring water rights, and to build and acquire pipelines and other facilities and to operate the same for the purpose of furnishing water to serve the need of owners and occupants of land located within the district. The District is exempt from federal and state income tax.

The accounting policies of the District conform to generally accepted accounting principles applicable to governmental units. The District complies with generally accepted accounting principles and applies all relevant Governmental Accounting Standards Board (GASB) pronouncements. In addition, the District applies Financial Accounting Standards Board (FASB) pronouncements and Accounting Principles Board (APB) opinions issued on or before November 30, 1989, unless those pronouncements conflict with or contradict GASB pronouncements, in which case, GASB prevails. The District has elected not to follow FASB pronouncements issued since that date.

The District adopted the provisions of GASB Statement No 34, "Basic Financial Statements—and Management's Discussion and Analysis—for State and Local Governments," in fiscal year 2004. Statement 34 established standards for external financial reporting for all state and local governmental entities which includes a management's discussion and analysis section, a statement of net assets, a statement of activities and changes in net assets and a statement of cash flows. It requires the classification of net assets into three components—invested in capital assets, net of related debt; restricted; and unrestricted.

The adoption of Statement No. 34 had no effect on the basic financial statements except for the classification of net assets, the reflection of capital contributions as a change in net assets and the inclusion of a Management's Discussion and Analysis (MD&A) section providing an analysis of the District's overall financial position and results of operations. The District has elected to not present the Management's Discussion and Analysis.

A. Financial Reporting Entity

The District complies with GASB Statement No 14., "The Financial Reporting Entity." This statement establishes standards for defining and reporting on the financial reporting entity. It defines component units as legally separate organizations for which the elected officials of the primary government are financially accountable and other organizations for which the nature and significance of their relationship with a primary government are such that exclusion would cause the reporting entity's financial statements to be misleading or incomplete.

The District considered all potential component units in determining what organizations should be included in the financial statements. Based on these criteria, there are no component units to include in the District's financial statements.

B. Basis of Presentation

The District's fund is an enterprise fund. Enterprise funds are proprietary funds used to account for business-like activities provided to the general public. These activities are financed primarily by user charges and the measurement of financial activity focuses on net income measurement similar to the private sector.

C. Measurement Focus and Basis of Accounting

Measurement focus is a term used to describe which transactions are recorded within the various financial statements. Basis of accounting refers to when transactions are recorded, regardless of the measurement focus applied.

The proprietary funds utilize an "economic resources" measurement focus. The accounting objectives of this measurement focus are the determination of operating income, changes in net assets (or cost recovery), financial position and cash flows. All assets and liabilities (whether current or non-current) associated with their activities are reported. Proprietary fund equity is classified as net assets.

All proprietary funds utilize 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 an economic asset is used.

Proprietary funds distinguish operating revenues and expenses from non-operating items. Operating revenues and expenses generally result from providing services in connection with a proprietary fund's principle ongoing operations. The principle operating revenues of the District's enterprise fund are charges to customers for sales and services. The District also recognizes as operating revenue the portion of tap fees intended to recover the cost of connecting new customers to the system. Operating expenses for enterprise funds include the cost of sales and services, administrative expenses, and depreciation of capital assets. All revenues and expenses not meeting this definition are reported as non-operating revenues and expenses.

D. Assets, Liabilities, and Net Assets

1. Cash and Cash Equivalents

For purposes of the Statement of Cash Flows, the District considers all cash on hand, demand deposits, and highly liquid investments, with a maturity of six months or less when purchased, to be cash and cash equivalents.

2. Investments

Investments consist of certificates of deposit maturing in three to six months with interest paid monthly at varying rates. At December 31, 2014 the district did not have any certificate of deposit.

3. Fair Value of Financial Instruments

The District's financial statements include cash and investments. The District's estimates of fair value of all financial instruments do not differ materially from the aggregate carrying values of its financial instruments recorded in the accompanying balance sheet. The carrying amount of these financial instruments approximates fair value because of the short maturity of these instruments.

4. Inventory

The District's inventory consist of water line parts and supplies as well as chemicals used to treat the water. The District maintains inventory on the first-in, first-out basis.

5. Accounts Receivable

Accounts receivable consists primarily of charges for water sales. Management has not established a provision for uncollectible accounts. Such amounts are written off the month in which management determines they are uncollectible.

6. Restricted Assets

The terms of the loan agreement with the Oklahoma Water Resources Board (OWRB) require that the District maintain funds for the use of servicing debt in The amount of 125% of the total annual payment. The deposits with the Bank of Oklahoma (BOK) trust accounts sufficient to fulfill this requirement.

7. Capital Assets

The water storage and delivery system and furniture and equipment are recorded at cost. Donated capital assets are reported at estimated fair market value at the date of donation. The cost of normal maintenance and repairs that do not add to the value of the asset or materially extend asset lives are not capitalized. All reported assets are depreciated on the straight-line basis over their estimated useful lives ranging from five to fifty years. All assets with a value of more than \$150 that benefit more than one period will be depreciated.

8. Equity Classifications

Equity is classified as net assets and displayed in three components:

- a. Invested in capital assets, net of related debt—Consists of capital assets including restricted capital assets, net of accumulated depreciation and reduced by the outstanding balances of any mortgages, notes, or other borrowings that are attributable to the acquisition, construction, or improvement of those assets.
- b. Restricted net assets—Consists of net assets with constraints placed on the use either by (1) external groups such as creditors, grantors, contributors, or laws or regulations of their governments; or (2) law through constitutional provisions or enabling legislation, or (3) elected restrictions by management concerning cash to be used for capital improvements.
- c. Unrestricted net assets—All other net assets that do not meet the definition of "restricted" or "invested in capital assets, net of related debt".

9. Use of Estimates

The preparation of financial statements in conformity with U.S. generally accepted accounting principles 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.

II. Detailed Notes Concerning the Funds

A. Deposits and Investments

State statutes govern the District's investment policy. Permissible investments include direct obligations of the United States Government and Agencies; certificates of deposit of savings and loan associations, and bank and trust companies; and savings accounts or savings certificates of

savings and loan associations and trust companies. Collateral is required for demand deposits and certificates of deposit for all amounts not covered by federal deposit insurance. Investments are stated at cost. The District has complied with this requirement.

B. Accounts Receivable

Following is an aged schedule of accounts receivable as of December 31, 2013 and 2014;

	Current	31-60 Days	90 Days	Prepayments	Total
2014	26,428	1,609	3,748	2,575	34,360
2013	38,646	5,140	2,045	(1,822)	44,009

C. Changes in Capital Assets

Capital asset activity for the year was as follows:

2014	Beginning of Year	Additions	Deletions	End of Year
Capital Assets				
Land	65,000	-	-	65,000
Distribution System	2,770,555	3,300	-	2,773,855
Buildings	133,713	-	-	133,713
Office Equipment & Equipment	162,530	-	-	162,530
Trucks	-	18,000	-	18,000
Total Capital Assets	3,131,798	21,300	-	3,153,098
Less: Accumulated Depreciation	(1,230,568)	(85,058)	-	(1,315,626)
Net Book Value	1,901,230	(63,758)	-	1,837,472

2013	Beginning of Year	Additions	Deletions	End of Year
Capital Assets				
Land	65,000	-	-	65,000
Distribution System	2,762,855	7,700	-	2,770,555
Buildings	133,713	-	-	133,713
Office Equipment & Equipment	162,530	-	-	162,530
Trucks	-	-	-	-
Total Capital Assets	3,124,098	7,700	-	3,131,798
Less: Accumulated Depreciation	(1,149,288)	(81,280)	-	(1,230,568)
Net Book Value	1,974,810	(73,580)	-	1,901,230

D. Long -Term Debt

Wagoner County Rural Water District No. 2 borrowed \$1,765,000 from the Oklahoma Water Resource Board, (OWRB). Substantially all fixed assets, accounts receivable, and assignment of revenues are pledged as security for the OWRB note. The note is subject to a variable interest rate adjusted semi-annually. This note will mature on March 15, 2032. Payments are made by the 15th day of each month to the trustee bank and placed into a restricted debt service account. A debt service reserve account as part of the loan agreement must maintain a minimum balance of 125% of the maximum annual amount required for debt service. Earnings from the debt service and debt service reserve accounts are placed into the debt service reserve fund. Semi-annual note payments are made each March 15th, and September 15th, from the debt service account.

Notes payable to Neosho River Ranch for and purchased is to be paid out over time as a credit offset to water charges incurred by the Neosho River Ranch, not to exceed \$6,000 annually. There is to be no interest charged on the note balance. The balance on December 31, 2013 and 2014 was \$7,548.00 and 4,378.00 respectively.

Annual debt service on these notes over the life of the loans is as follows:

Year Ended Dec. 31,	Principal	Interest
Current Portion	47,700	19,609
2016	50,300	18,940
2017	53,100	18,186
2018	56,100	17,389
2019	59,200	16,548
Thereafter	1,044,000	102,053
Total	1,310,400	192,725

E. Changes in General Long-Term Debt

Long-term debt consists of notes payable. The following is a summary of the changes in general long-term debt, including the current part, of the District for the fiscal year.

	Balance Beg. Of Year	Advances	Reduction	Balance End of Year
Notes Payable	1,351,998	-	41,598	1,310,400
Total	1,351,998	-	41,598	1,310,400

III. Other Information

A. Risk Management

The District is exposed to various risk of loss related to torts; theft of, damage to, and destruction of assets; errors and omissions; injuries to employees and natural disasters. The District purchases commercial insurance to cover these risks, including general and auto liability, property damage, and public officials liability. There were no significant reductions in insurance

coverage from the prior year. Settled claims from these risks have not exceeded commercial insurance coverage in any of the past three fiscal years.

B. Receivership / Lawsuit

The District is currently under the receivership direction of Mr. David Rhoades. A board of directors has been installed to manage the district and the duties of the receiver are limited to the following:

The remediation of the issues advanced by the Oklahoma Department of Environmental Equality that were ongoing during his term as receiver.

The issues involving any and all personnel matters.

Management of the litigation in this case.

The receiver as of the date of this audit report was relieved of duties of the day to day operations.

C. Prior Period Adjustments

Prior period adjustments are used to correct errors in previously issued financial statements that are considered to be material in nature and amount. For the year ended December 31, 2014 there were four items that required a prior period adjustment. The following is a summary of the errors that were corrected:

Inventory of chemicals, water pipe, meters, fittings etc.. are required to be carried on the books of the district as an asset until such time as they are used in the operations of the district. In prior years inventory was not carried on the books of the district. The amount of this prior period adjustment for inventory was 52,441.

Accrued compensated absences of employees are required to be reported on the financial statements once they are earned and payable to employees. The district has not reported accrued compensated absences in the past. The amount of this prior period adjustment was (44,928).

New GASB pronouncement No. 65 requires debt issuance costs to be expensed in the period incurred rather than deferred and amortized with retroactive application. This amounted of this prior period adjustment related to GASB 65 was (18,378).

The final prior period adjustment was to correct fixed assets for errors in the depreciation schedules of past years. The amount of this prior period adjustment was 9,879.

D. Arbitrage Agreement

The District should monitor their obligation related to the arbitrage agreement signed when they obtained their loan from the OWRB. The arbitrage calculations are normally due every five years.

E. Compensated Absences

The organization accrues a liability for compensated absences once the leave time is both earned and payable to the employees.

F. EVALUATION OF SUBSEQUENT EVENTS

The Company has evaluated subsequent events through February 26, 2015 the date which the financial statements were available to be issued.

G. COMMITMENTS AND CONTINGENCIES

Wagoner County Rural Water District No. 2 currently participates in various grant programs. These grants are subject to audit by the grantor agency or their representatives. Such audits could lead to requests for reimbursement to the grantor agency for services disallowed under the terms of the contract. Presently Wagoner County Rural Water District No. 2 is not aware of any pending requests, and in the opinion of management, any such amounts would not be considered material.

H. STEWARDSHIP, COMPLIANCE AND ACCOUNTABILITY

As a local government unit, the District is subject to various federal, state, and local laws and contractual regulations. In accordance with Government Auditing Standards, the auditor has issued a report on his consideration of the District's internal control over financial reporting and tested its compliance with certain provisions of laws, regulations, contracts and grants. That report is an integral part of an audit performed in compliance with Government Auditing Standards and should be read in conjunction with this report in considering the results of the audit.

I. FINANCE- RELATED LEGAL AND CONTRACTUAL PROVISIONS

The terms of the loan agreements require Reserve Accounts as shown in Note K. All of the requirements have been met.

J. DEFICIT FUND BALANCE OR RETAINED EARNINGS

As indicated in the financial statements, there are no fund balance or retained earnings deficits for the District for this fiscal year.

SUPPLEMENTARY

INFORMATION

ROBERT ST. PIERRE C.P.A., P.C.

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INDEPENDENT AUDITOR'S REPORT ON INTERNAL CONTROL OVER FINANCIAL AND ON COMPLIANCE AND OTHER MATTERS BASED ON AN AUDIT OF FINANCIAL STATEMENTS PERFORMED IN ACCORDANCE WITH GOVERNMENT AUDITING STANDARDS

To the Board of Directors
Wagoner County Rural Water District No. 2
Wagoner, OK

We have audited in accordance with the auditing standards generally accepted in the United States of America and the standards applicable to financial audits contained in Government Auditing Standards issued by the Comptroller General of the United States, the financial statements of Wagoner County Rural Water District No. 2 as of and for the year ended December 31, 2013 and 2014, and the related notes to the financial statements, which collectively comprise Wagoner County Rural Water District No. 2's basic financial statements and have issued our report thereon dated February 26, 2015.

Internal Control Over Financial Reporting

In planning and performing our audit, we considered Wagoner County Rural Water District No. 2's internal control over financial reporting (internal control) to determine the audit procedures that are appropriate in the circumstances for the purpose of expressing our opinions on the financial statements, but not for the purpose of expressing an opinion on the effectiveness of Wagoner County Rural Water District No. 2's internal control. Accordingly, we do not express an opinion on the effectiveness of Wagoner County Rural Water District No. 2's internal control.

A deficiency in internal control exists when the design or operation of a control does not allow management or employees, in the normal course of performing their assigned functions, to prevent, or detect and correct, misstatements on a timely basis. A material weakness is a deficiency, or a combination of deficiencies, in internal control such that there is a reasonable possibility that a material misstatement of the entity's financial statements will not be prevented, or detected and corrected on a timely basis. A significant deficiency is a deficiency, or a combination of deficiencies, in internal control that is less severe than a material weakness, yet important enough to merit attention by those charged with governance.

Our consideration of internal control was for the limited purpose described in the first paragraph of this section and was not designed to identify all deficiencies in internal control that might be material weaknesses or significant deficiencies and therefore, material weaknesses or significant deficiencies may exist that were not identified. Given these limitations, during our audit we did not identify any deficiencies in internal control that we consider to be material weaknesses. However, material weaknesses may exist that have not been identified. We did identify certain deficiencies in internal control, described in the accompanying schedule of findings and questioned cost that we consider to be significant deficiencies. 2014-1, 2014-2

Compliance and Other Matters

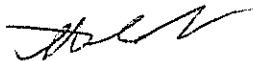
As part of obtaining reasonable assurance about whether Wagoner County Rural Water District No. 2's financial statements are free from material misstatement, we performed tests of its compliance with certain provisions of laws, regulations, contracts, and grant agreements, noncompliance with which could have a direct and material effect on the determination of financial statement amounts. However, providing an opinion on compliance with those provisions was not an objective of our audit, and accordingly, we do not express such an opinion. The results of our tests disclosed no instances of noncompliance or other matters that are required to be reported under Government Auditing Standards.

Wagoner County Rural Water District No. 2's Response to Findings

Wagoner County Rural Water District No. 2's response to the findings identified in our audit is described in the accompanying schedule of findings and questioned costs. Wagoner County Rural Water District No. 2's response was not subjected to the auditing procedures applied in the audit of the financial statements and, accordingly, we express no opinion on it.

Purpose of this Report

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



Robert St. Pierre, C.P.A., P.C.
February 26, 2015

SCHEDULE OF FINDINGS AND QUESTIONED COSTS

2014-1

The inherent limitation resulting from a small number of employees performing functions that would normally be divided among several employees were a larger number available presents a proper segregation of accounting functions deficiency. A much larger staff would be necessary in order to assure adequate internal accounting controls. This deficiency requires the board to remain actively involved in the day to day activities of the water district.

Management's Response

Management's response to the lack of segregation of duties is to use the services of a local accounting Firm to help ensure that financial statements are free of material errors or fraud. Management also remains committed to staying actively involved in the financial matters of the district and consulting with their Auditor whenever needed.

2014-2

During 2014 it was noted that the district purchased a truck for 18,000, this item was not properly listed on the agenda for the board meeting and could not be brought up under new business since it was discussed on prior meetings.

Management's Response

Management will take steps to ensure that all agenda items are correctly posted on the agenda prior to the meetings. Management will also ensure that only new items that were not known at the time of the posting of the agenda are discussed under new business.