

MUNICIPAL SERVICES COMMISSION
(A COMPONENT UNIT OF THE CITY OF
NEW CASTLE, DELAWARE)

FINANCIAL STATEMENTS
SUPPLEMENTARY INFORMATION
AND
INDEPENDENT AUDITOR'S REPORT

MARCH 31, 2012 AND 2011

MUNICIPAL SERVICES COMMISSION
(A COMPONENT UNIT OF THE CITY OF NEW CASTLE, DELAWARE)

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MARCH 31, 2012 AND 2011

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Board of Commissioners
Municipal Services Commission
(A Component Unit of the City
of New Castle, Delaware)
New Castle, Delaware

Independent Auditor's Report

We have audited the accompanying statements of net assets of Municipal Services Commission (a Component Unit of the City of New Castle, Delaware) as of March 31, 2012 and 2011, and the related statements of changes in net assets, revenues and expenses and cash flows for the years then ended. These financial statements are the responsibility of the management of Municipal Services Commission. 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 audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and 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.

In our opinion, the financial statements referred to above present fairly, in all material respects, the financial position of Municipal Services Commission as of March 31, 2012 and 2011 and the results of its operations and its cash flows for the years then ended in conformity with accounting principles generally accepted in the United States of America.

The Municipal Services Commission presents its financial statements in accordance with Governmental Accounting Standards Board Statement No. 34, Basic Financial Statements and Management's Discussion and Analysis for State and Local Governments. The Municipal Services Commission has not presented the Management's Discussion and Analysis that the Government Accounting Standards Board has determined is necessary to supplement, although not required to be a part of, the basic financial statements.

Our audits were conducted for the purpose of forming an opinion on the financial statements as a whole. The supplementary information 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 audits 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 as a whole.



Wilmington, Delaware
July 13, 2012

MUNICIPAL SERVICES COMMISSION
(A COMPONENT UNIT OF THE CITY OF NEW CASTLE, DELAWARE)

STATEMENTS OF NET ASSETS

ASSETS

	March 31,	
	2012	2011
<u>Current Assets:</u>		
Cash	\$ 2,303,710	\$ 2,085,568
Investments	521,593	508,904
Accounts Receivable (Net of Allowance for Doubtful Accounts of \$22,073 and \$23,933 at March 31, 2012 and 2011, Respectively)	933,253	999,534
Inventory	464,250	493,292
Dividends Receivable	4,000	984
Prepayments	39,605	32,879
Other Receivables	403,664	113,315
<u>Total Current Assets</u>	4,670,075	4,234,476
<u>Property, Plant and Equipment:</u>		
Property, Plant and Equipment	17,944,743	16,312,517
Construction in Progress	89,408	1,430,557
	18,034,151	17,743,074
<u>Less:</u> Accumulated Depreciation	9,809,377	9,855,298
<u>Net Property and Equipment</u>	8,224,774	7,887,776
 <u>Total Assets</u>	 \$ 12,894,849	 \$ 12,122,252

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

LIABILITIES AND NET ASSETS

	<u>March 31,</u>	
	<u>2012</u>	<u>2011</u>
<u>Current Liabilities:</u>		
Accounts Payable	\$ 815,143	\$ 683,311
Utility Taxes Payable	16,974	23,140
Payroll Withholdings Payable	4,355	11,368
Accrued Wages	24,558	44,613
Developer Deposits	300	34,604
Other Liabilities	45,815	8,027
Accrued Compensated Absences	<u>278,131</u>	<u>289,663</u>
<u>Total Current Liabilities</u>	1,185,276	1,094,726
<u>Long-Term Liability:</u>		
Customer Deposits	<u>153,408</u>	<u>123,455</u>
<u>Total Liabilities</u>	<u>1,338,684</u>	<u>1,218,181</u>
<u>Net Assets:</u>		
Contributed Capital:		
Capital Grant	943,000	943,000
<u>Less: Accumulated Amortization</u>	<u>612,950</u>	<u>594,090</u>
<u>Net Capital Grant</u>	330,050	348,910
Private Developer Contributions	<u>1,399,067</u>	<u>1,342,456</u>
<u>Total Contributed Capital</u>	1,729,117	1,691,366
Unrestricted Net Assets	<u>9,827,048</u>	<u>9,212,705</u>
<u>Total Net Assets</u>	<u>11,556,165</u>	<u>10,904,071</u>
<u>Total Liabilities and Net Assets</u>	<u>\$ 12,894,849</u>	<u>\$ 12,122,252</u>

MUNICIPAL SERVICES COMMISSION
(A COMPONENT UNIT OF THE CITY OF NEW CASTLE, DELAWARE)

STATEMENTS OF CHANGES IN NET ASSETS

YEAR ENDED MARCH 31, 2012 AND 2011

	<u>Contributed Capital</u>				<u>Total Contributed Capital</u>	<u>Unrestricted Net Assets</u>	<u>Total Net Assets</u>
	<u>Capital Grant</u>	<u>Capital Grant Accumulated Amortization</u>	<u>Net Capital Grant</u>	<u>Private Developer Contributions</u>			
<u>Balance - March 31, 2010</u>	\$ 943,000	(\$ 575,230)	\$ 367,770	\$ 1,247,377	\$ 1,615,147	\$ 8,577,505	\$ 10,192,652
<u>Amortization of Capital Grant</u>		(18,860)	(18,860)		(18,860)	18,860	-0-
<u>Change in Net Assets</u>				95,079	95,079	616,340	711,419
<u>Balance - March 31, 2011</u>	943,000	(594,090)	348,910	1,342,456	1,691,366	9,212,705	10,904,071
<u>Amortization of Capital Grant</u>		(18,860)	(18,860)		(18,860)	18,860	-0-
<u>Change in Net Assets</u>				56,611	56,611	595,483	652,094
<u>Balance - March 31, 2012</u>	\$ 943,000	(\$ 612,950)	\$ 330,050	\$ 1,399,067	\$ 1,729,117	\$ 9,827,048	\$ 11,556,165

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

MUNICIPAL SERVICES COMMISSION
(A COMPONENT UNIT OF THE CITY OF NEW CASTLE, DELAWARE)

STATEMENTS OF REVENUES AND EXPENSES

	<u>Year Ended March 31,</u>	
	<u>2012</u>	<u>2011</u>
<u>Operating Revenues:</u>		
User Charges	\$ 11,571,544	\$ 12,079,317
City Service Charges	85,244	92,309
Miscellaneous	<u>62,745</u>	<u>121,701</u>
<u>Total Operating Revenues</u>	11,719,533	12,293,327
<u>Less: Free Service</u>	<u>25,750</u>	<u>26,742</u>
<u>Net Operating Revenues</u>	11,693,783	12,266,585
<u>Purchase of Power and Water</u>	7,679,582	8,646,874
<u>Operating Expenses</u>	1,884,354	1,575,461
<u>General and Administrative Expenses</u>	<u>962,898</u>	<u>896,921</u>
<u>Operating Income</u>	<u>1,166,949</u>	<u>1,147,329</u>
<u>Nonoperating Revenues (Expenses):</u>		
Investment Income	39,155	30,402
Gain on Sale of Property and Equipment	29,778	
Private Developer Contributions	56,611	95,079
Appropriations to the Mayor and Council of New Castle:		
Ordinary	(537,500)	(462,500)
City Services	(85,244)	(92,309)
Special	(30,344)	(10,707)
Net Increase in the Fair Value of Investments	<u>12,689</u>	<u>4,125</u>
<u>Total Nonoperating Revenues (Expenses)</u>	(514,855)	(435,910)
<u>Change in Net Assets</u>	<u>\$ 652,094</u>	<u>\$ 711,419</u>

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

MUNICIPAL SERVICES COMMISSION
(A COMPONENT UNIT OF THE CITY OF NEW CASTLE, DELAWARE)

STATEMENTS OF CASH FLOWS

	<u>Year Ended March 31,</u>	
	<u>2012</u>	<u>2011</u>
<u>Cash Flows From Operating Activities:</u>		
Change in Net Assets	\$ 652,094	\$ 711,419
<u>Adjustments to Reconcile Change in Net Assets to</u>		
<u>Net Cash Provided By Operating Activities:</u>		
Bad Debts	14,345	15,205
Depreciation	546,326	462,282
Gain on Sale of Property and Equipment	(29,778)	
Net Increase in the Fair Value of Investments	(12,689)	(4,125)
Private Developer Contributions	(56,611)	(95,079)
Appropriations to the Mayor and Council of New Castle	567,844	473,207
(Increase) Decrease in:		
Accounts Receivable	51,936	(16,588)
Inventory	29,042	28,773
Dividends Receivable	(3,016)	2,567
Prepayments	(6,726)	14,935
Other Receivables	(290,349)	(79,602)
Increase (Decrease) in:		
Accounts Payable	131,832	(20,787)
Utility Taxes Payable	(6,166)	899
Payroll Withholdings Payable	(7,013)	1,151
Accrued Wages	(20,055)	5,462
Developer Deposits	(34,304)	9,684
Accrued Compensated Absences	(11,532)	20,847
Customer Deposits	29,953	19,000
Other Liabilities	37,788	8,027
<u>Net Cash Provided By Operating Activities</u>	<u>1,582,921</u>	<u>1,557,277</u>
<u>Cash Flows From Noncapital Financing Activities:</u>		
Appropriations to the Mayor and Council of New Castle	(567,844)	(473,207)

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

	<u>Year Ended March 31,</u>	
	<u>2012</u>	<u>2011</u>
<u>Cash Flows From Capital and Related Financing</u>		
<u>Activities:</u>		
Acquisition and Construction of Property and Equipment	(\$ 2,195,849)	(\$ 1,576,378)
Construction in Progress	1,341,149	(814,031)
Proceeds from Sale of Property and Equipment	<u>57,765</u>	<u> </u>
<u>Net Cash Used For Capital and Related Financing Activities</u>	<u>(796,935)</u>	<u>(2,390,409)</u>
<u>Cash Flows From Investing Activities:</u>		
Proceeds from Redemption of Investments		<u>169,948</u>
<u>Net Change in Cash</u>	218,142	(1,136,391)
<u>Cash:</u>		
Beginning of year	<u>2,085,568</u>	<u>3,221,959</u>
End of year	<u>\$ 2,303,710</u>	<u>\$ 2,085,568</u>

Supplemental Disclosure of Noncash Noncapital Financing Activities

During the years ended March 31, 2012 and 2011, the Commission earned revenue from electric and water services in the amount of \$85,244 and \$92,309, respectively, from the Mayor and Council of New Castle. This amount was appropriated to the Mayor and Council of New Castle.

Supplemental Disclosure of Noncash Capital and Related Financing Activities

During the years ended March 31, 2012 and 2011, the Commission received contributions of infrastructure from third parties in the amount of \$56,611 and \$95,079, respectively.

MUNICIPAL SERVICES COMMISSION
(A COMPONENT UNIT OF THE CITY OF NEW CASTLE, DELAWARE)

NOTES TO FINANCIAL STATEMENTS

MARCH 31, 2012 AND 2011

Note 1 - Nature of Activities

Organized under a charter adopted on March 1, 1921 and amended throughout the years, the Municipal Services Commission (Commission) of the City of New Castle, Delaware, operates under a Board of Commissioners and provides water and electric as authorized by its charter. Although the Commission is legally separate from the City of New Castle, it is a component unit of the City.

The Municipal Services Commission is governed by a three-member board, appointed one each by the City Council of the City of New Castle, the Mayor of the City of New Castle and the Trustees of New Castle Common.

Note 2 - Summary of Significant Accounting Policies

Basis of Accounting

The Commission's policy is to prepare its financial statements on the accrual basis of accounting; consequently, revenue is recognized when earned and expenses when incurred. As permitted by accounting principles generally accepted in the United States of America, the Commission has elected to apply only applicable FASB Statements and Interpretations issued before November 30, 1989 in accordance with Governmental Accounting Standards Board Statement No. 20, Accounting and Financial Reporting for Proprietary Funds and Other Governmental Entities that use proprietary fund accounting.

Cash

For purposes of the statements of cash flows, the Commission considers all highly liquid debt instruments purchased with a maturity of three months or less to be cash equivalents.

Accounts Receivable

The Commission carries its accounts receivable at gross realizable value less an allowance for doubtful accounts. On a periodic basis, the Commission evaluates its electric accounts receivable and establishes an allowance for doubtful accounts, when deemed necessary, based on its analysis of the aged receivables. The Commission does not provide an allowance for doubtful accounts on its water accounts receivable because of its ability to file a lien on the property. The Commission may eventually write off a doubtful account as uncollectible when collections efforts fail over a period of time.

MUNICIPAL SERVICES COMMISSION
(A COMPONENT UNIT OF THE CITY OF NEW CASTLE, DELAWARE)

NOTES TO FINANCIAL STATEMENTS

MARCH 31, 2012 AND 2011

Note 2 - Summary of Significant Accounting Policies (Continued)

Inventory

Inventory consists of materials, parts and supplies used by the Commission to provide water and electric to its customers. Inventory is carried at the lower of cost or market, with cost being determined on the first-in, first-out (FIFO) basis.

Property, Plant and Equipment

Property, plant and equipment is valued at historical cost or estimated historical cost, if actual historical cost is not available.

The Commission follows the practice of capitalizing costs for property, plant and equipment in excess of \$1,000; the fair value of donated property and equipment is similarly capitalized.

Depreciation of all exhaustible property, plant and equipment is charged as an expense against operations. Depreciation has been provided for using the straight-line method over the estimated useful lives, which range from three to seventy-seven years. Depreciation expense is \$546,326 and \$462,282 for the years ended March 31, 2012 and 2011, respectively.

Impairment of Long-Lived Assets

The Commission evaluates impairment of its long-lived assets other than goodwill, as required by authoritative guidance. The carrying value of long-lived assets held-and-used is evaluated when events or changes in circumstances indicate the carrying-value may not be recoverable. The carrying value of a long-lived asset is considered impaired when the total projected undiscounted cash flows from such asset is separately identifiable and is less than the carrying value. In that event, a loss is recognized based on the amount by which the carrying value exceeds the fair value of the long-lived asset. Fair value is determined primarily using the projected cash flows from the asset discounted at a rate commensurate with the risk involved. No impairment loss was recognized during the years ended March 31, 2012 and 2011.

MUNICIPAL SERVICES COMMISSION
(A COMPONENT UNIT OF THE CITY OF NEW CASTLE, DELAWARE)

NOTES TO FINANCIAL STATEMENTS

MARCH 31, 2012 AND 2011

Note 2 - Summary of Significant Accounting Policies (Continued)

Liability for Compensated Absences

A ceiling of 280 hours has been established regarding the maximum number of hours of vacation that may be accumulated by each employee. Sick leave may be accumulated up to 2,080 hours by each employee. The Commission follows a policy which indicates all accumulated hours of sick leave are forfeited upon the resignation or termination of each employee. Any employee entering retirement, however, will be paid for all accumulated hours of sick leave up to a maximum of 720 hours. Accumulated hours of vacation are paid regardless of whether the employee resigns, is terminated or retires. The Commission accrues a liability for compensated absences which meet the following criteria:

- The Commission's obligation relating to employees' rights to receive compensation for future absences is attributable to employees' services already rendered.
- The obligation relates to rights that vest or accumulate.
- Payment of the compensation amount is probable.
- The amount can be reasonably estimated.

Contributed Capital

The Commission received a \$943,000 grant in 1978 from the Economic Development Administration for the improvement of the Commission's water distribution system. The contributed capital portion of the constructed water tower is being amortized using the straight-line method over 50 years. The unamortized portion of the water tower for the years ended March 31, 2012 and 2011 is \$330,050 and \$348,910, respectively.

Private Developer Contributions

From time to time, the Commission receives contributions of infrastructure from third parties. The Commission takes possession of the infrastructure received. These contributions are recorded at fair value at the date of contribution. If the fair value of the contributed asset is not known, then the Commission will estimate the fair value. For the years ended March 31, 2012 and 2011, the Commission received contributed infrastructure of \$56,611 and \$95,079, respectively. The Commission depreciates these assets over their useful life.

MUNICIPAL SERVICES COMMISSION
(A COMPONENT UNIT OF THE CITY OF NEW CASTLE, DELAWARE)

NOTES TO FINANCIAL STATEMENTS

MARCH 31, 2012 AND 2011

Note 2 - Summary of Significant Accounting Policies (Continued)

Revenue Recognition

The Commission recognizes revenue from its customers when billed. Charges for electric and water services are billed monthly. All charges are based on actual usage of electric and water determined from meter readings.

Use of Estimates in the Preparation of Financial Statements

The preparation of financial statements in conformity with accounting principles generally accepted in the United States of America requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities as of the date of the financial statements and reported amounts of revenues and expenses during the reporting period. Actual results could differ from those estimates. Significant items subject to such estimates and assumptions included the estimation of net realization of accounts receivable, long-lived asset impairment and depreciation and amortization.

Fair Value of Financial Instruments

Unless otherwise indicated, the fair values of all reported assets and liabilities which represent financial instruments (none of which are held for trading purposes) approximate the carrying values of such amounts.

Note 3 - Accounts Receivable

The Commission's policy is to maintain an allowance for doubtful accounts equal to 2.6% of the outstanding electric receivables at the end of the year. The net trade receivable consists of the following:

	<u>March 31,</u>	
	<u>2012</u>	<u>2011</u>
Electric Receivables	\$848,941	\$ 920,509
Water Receivables	<u>106,385</u>	<u>102,958</u>
	955,326	1,023,467
<u>Less: Allowance for Doubtful Accounts</u>	<u>22,073</u>	<u>23,933</u>
<u>Total</u>	<u>\$933,253</u>	<u>\$ 999,534</u>

MUNICIPAL SERVICES COMMISSION
(A COMPONENT UNIT OF THE CITY OF NEW CASTLE, DELAWARE)

NOTES TO FINANCIAL STATEMENTS

MARCH 31, 2012 AND 2011

Note 4 - Inventory

The Commission's inventory consists of the following two major categories:

	March 31,	
	2012	2011
Electric Inventory	\$366,397	\$382,079
Water Inventory	97,853	111,213
<u>Total</u>	<u>\$464,250</u>	<u>\$493,292</u>

Note 5 - Investments

The Commission's investments consist of one mutual fund. Investments are presented in the financial statements at fair value. Realized gains and losses on the disposition of investments are determined by comparing the net proceeds to the carrying value of the disposed investments, which is determined using the specific identification or average cost methods. The following is a summary of the cost and fair value of the Commission's investments:

	March 31, 2012		March 31, 2011	
	<u>Cost</u>	<u>Fair Value</u>	<u>Cost</u>	<u>Fair Value</u>
Mutual Fund	<u>\$493,217</u>	<u>\$521,593</u>	<u>\$493,217</u>	<u>\$508,904</u>

During the years ended March 31, 2012 and 2011, the Commission recognized an unrealized gain on investments of \$12,689 and \$4,125, respectively.

Custodial credit risk for an investment is the risk that in the event of the failure of the counterparty, the Commission will not be able to recover the value of its investments or collateral securities that are in the possession of an outside party. The Commission does not have an investment policy for managing custodial credit risk. The Commission's investment in a mutual fund is exempt from risk categorization because the Commission does not own any identifiable securities, but is a shareholder of a percentage of the mutual fund. There are no amounts held in uninsured and unregistered investments for which the securities are held by the counterparty, or by its safekeeping department or agent.

MUNICIPAL SERVICES COMMISSION
(A COMPONENT UNIT OF THE CITY OF NEW CASTLE, DELAWARE)

NOTES TO FINANCIAL STATEMENTS

MARCH 31, 2012 AND 2011

Note 6 - Property, Plant and Equipment and Accumulated Depreciation

A summary of property, plant and equipment and accumulated depreciation during the year ended March 31, 2012 is as follows:

	Property, Plant and Equipment			
	March 31, 2011	Additions	Deletions	March 31, 2012
<u>Nondepreciable Asset:</u>				
Land	\$ 45,386			\$ 45,386
<u>Depreciable Assets:</u>				
Building Structures	787,579	\$ 7,150		794,729
Water Department	5,392,366	2,118,138		7,510,504
Electric Department	8,358,112	79,528	\$516,105	7,921,535
Common Assets	<u>1,729,074</u>	<u>47,644</u>	<u>104,129</u>	<u>1,672,589</u>
	<u>16,267,131</u>	<u>2,252,460</u>	<u>620,234</u>	<u>17,899,357</u>
<u>Total</u>	<u>\$16,312,517</u>	<u>\$2,252,460</u>	<u>\$620,234</u>	<u>\$17,944,743</u>
<u>Accumulated Depreciation</u>				
	March 31, 2011	Additions	Deletions	March 31, 2012
<u>Depreciable Assets:</u>				
Building Structures	\$ 542,846	\$ 8,426		\$ 551,272
Water Department	2,373,858	218,213		2,592,071
Electric Department	5,464,919	243,761	\$488,118	5,220,562
Common Assets	<u>1,473,675</u>	<u>75,926</u>	<u>104,129</u>	<u>1,445,472</u>
<u>Total</u>	<u>\$9,855,298</u>	<u>\$546,326</u>	<u>\$592,247</u>	<u>\$9,809,377</u>

MUNICIPAL SERVICES COMMISSION
(A COMPONENT UNIT OF THE CITY OF NEW CASTLE, DELAWARE)

NOTES TO FINANCIAL STATEMENTS

MARCH 31, 2012 AND 2011

Note 6 - Property, Plant and Equipment and Accumulated Depreciation (Continued)

A summary of property, plant and equipment and accumulated depreciation during the year ended March 31, 2011 is as follows:

	Property, Plant and Equipment			
	March 31, 2010	<u>Additions</u>	<u>Deletions</u>	March 31, 2011
<u>Nondepreciable Asset:</u>				
Land	\$ 45,386			\$ 45,386
<u>Depreciable Assets:</u>				
Building Structures	787,579			787,579
Water Department	4,054,015	\$1,338,351		5,392,366
Electric Department	8,031,709	326,403		8,358,112
Common Assets	<u>1,722,371</u>	<u>6,703</u>		<u>1,729,074</u>
	<u>14,595,674</u>	<u>1,671,457</u>		<u>16,267,131</u>
<u>Total</u>	<u>\$14,641,060</u>	<u>\$1,671,457</u>	<u>\$ -0-</u>	<u>\$16,312,517</u>
<u>Accumulated Depreciation</u>				
	March 31, 2010	<u>Additions</u>	<u>Deletions</u>	March 31, 2011
<u>Depreciable Assets:</u>				
Building Structures	\$ 534,449	\$ 8,397		\$ 542,846
Water Department	2,276,348	97,510		2,373,858
Electric Department	5,207,808	257,111		5,464,919
Common Assets	<u>1,374,411</u>	<u>99,264</u>		<u>1,473,675</u>
<u>Total</u>	<u>\$9,393,016</u>	<u>\$462,282</u>	<u>\$ -0 -</u>	<u>\$9,855,298</u>

MUNICIPAL SERVICES COMMISSION
(A COMPONENT UNIT OF THE CITY OF NEW CASTLE, DELAWARE)

NOTES TO FINANCIAL STATEMENTS

MARCH 31, 2012 AND 2011

Note 7 - Pension Plan

The Commission has a defined benefit pension plan (Plan) which covers all of its employees. The Plan is administered by independent administrators, and the Commission's account is funded entirely through a contribution by the Commission. For the years ended December 31, 2011 and 2010, the dollar amount of current payroll used in the determination of the minimal contribution at the beginning of the year is \$1,181,296 and \$1,095,864, respectively. Total payroll for the years ended March 31, 2012 and 2011 is \$1,325,684 and \$1,315,952, respectively.

All full-time Commission employees are eligible to participate in the Plan upon employment. Benefits do not vest until the completion of five years of service, at which time, the employee is 100% vested. The Commission amended the Normal Retirement Benefit effective July 1, 2000. Non-union participants hired prior to July 1, 2000 are entitled to the benefit computation resulting in the greater benefit calculated under option A or B. Non-union participants hired after July 1, 2000 are entitled to the benefit computed under option B. For union employees, benefits are calculated under option A only. The full-time Commission employees who retire at or after age 65 with five years of credited service are entitled to benefits calculated under the applicable formula as follows:

- A. 2.0% of final average compensation (average of 60 months) multiplied by years of service with a maximum monthly benefit of \$2,400.
- B. 1.67% of final average compensation multiplied by years of service to the nearest twelfth of a year but not more than 75% of final average compensation minus Social Security benefits payable at age 62, the result multiplied by years of service (maximum 30) divided by 30.

The Plan has an early retirement provision for option A, age 55 and 10 years of service and for option B, age 55 and 15 years of service.

Upon the death of an active member who is eligible for retirement or of an active or terminated vested member, the surviving spouse is entitled to 50% of the benefit the member was receiving or would have been receiving had he retired at the date of death. The benefits are computed as life annuities.

MUNICIPAL SERVICES COMMISSION
(A COMPONENT UNIT OF THE CITY OF NEW CASTLE, DELAWARE)

NOTES TO FINANCIAL STATEMENTS

MARCH 31, 2012 AND 2011

Note 7 - Pension Plan (Continued)

The actuarially-determined Present Value of Accrued Benefits, based on valuations performed on January 1, 2012 and 2011 are as follows:

	<u>January 1, 2012</u>	<u>January 1, 2011</u>
Vested Benefits - Active Participants	\$1,473,154	\$1,251,667
- Terminated Participants	138,523	128,161
- Retired Participants	1,061,776	1,085,983
Non-vested Benefits	<u>32,357</u>	<u>27,302</u>
<u>Total Accrued Benefits</u>	<u>\$2,705,810</u>	<u>\$2,493,113</u>
<u>Market Value of Assets</u>	<u>\$1,973,224</u>	<u>\$1,938,564</u>
<u>Accrued Benefit Ratio</u>	<u>73%</u>	<u>78%</u>

Funding Status and Progress – The amount shown as the “accrued benefits” is a standardized disclosure measure of the present value of pension benefits, adjusted for the effects of projected salary increases and step-rate benefits, estimated to be payable in the future as a result of employee service to date. The measure is intended to help users assess the funding status of the Plan on a going-concern basis, assess progress made in accumulating sufficient assets to pay benefits when due and make comparisons among employers.

The Present Value of Accrued Benefits was computed as part of an actuarial valuation performed as of January 1, 2012 and 2011. Significant actuarial assumptions used in the valuation include:

- A rate of return on the investment of present and future assets of 7.0 percent a year compounded annually;
- Projected salary increases of 5.5 percent annually;
- No additional projected salary increases attributable to seniority/merit, and
- No postretirement benefit increases.

There was no unfunded accrued liability for the portion of the present value of benefits allocated to service rendered by plan participants in the Plan to the valuation date as of January 1, 2012 and 2011.

MUNICIPAL SERVICES COMMISSION
(A COMPONENT UNIT OF THE CITY OF NEW CASTLE, DELAWARE)

NOTES TO FINANCIAL STATEMENTS

MARCH 31, 2012 AND 2011

Note 7 - Pension Plan (Continued)

Actuarially Determined Contributions Requirements and Contributions Made – The Plan’s funding policy provides for actuarially determined periodic contributions, at rates that, for individual employees, increase gradually so that sufficient assets will be available to pay benefits when due. The rate for the Commission’s employee group as a whole has tended to remain level as a percentage of annual covered payroll. The contribution rate for normal cost is determined using the Aggregate Funding method. The Plan used the Aggregate Funding method to amortize the unfunded liability over a period of ten years. The significant actuarial assumptions used to compute the actuarially determined contributions requirements are the same as those used to compute the pension benefit obligation as described in the funding status and progress.

The contributions to the Plan for the years ended March 31, 2012 and 2011 are made in accordance with actuarially determined requirements computed through the actuarial valuation performed as of January 1, 2011 and 2010, respectively. Contributions for the year ended March 31, 2013 will be made in accordance with the actuarially determined requirements computed through the actuarial valuation performed as of January 1, 2012.

	<u>January 1, 2012</u>	<u>January 1, 2011</u>	<u>January 1, 2010</u>
Normal Cost	\$142,374	\$144,352	\$132,754
Fees	- 0 -	- 0 -	5,000
Interest to End of Year	<u>9,966</u>	<u>10,105</u>	<u>9,643</u>
<u>Total Actuarially Determined Contributions Required</u>	<u>\$152,340</u>	<u>\$154,457</u>	<u>\$147,397</u>
<u>Contributions Made</u>			
Fiscal Year Ended March 31, 2012	\$38,614	\$115,843	
Fiscal Year Ended March 31, 2011		38,614	\$ 98,191
Fiscal Year Ended March 31, 2010	<u> </u>	<u> </u>	<u>49,206</u>
	<u>\$38,614</u>	<u>\$154,457</u>	<u>\$147,397</u>
Contributions Made as a Percentage of Current Calendar Year Covered Payroll	<u>3.3%</u>	<u>14.1%</u>	<u>14.5%</u>

MUNICIPAL SERVICES COMMISSION
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NOTES TO FINANCIAL STATEMENTS

MARCH 31, 2012 AND 2011

Note 8 - Appropriations to the Mayor and Council of New Castle

Ordinary – During the years ended March 31, 2012 and 2011, the Commission appropriated \$537,500 and \$462,500, respectively, to the Mayor and Council of New Castle.

City Services – The Commission reflects the cost of city electric and water usage as a City Services appropriation on its financial statements. The City Services appropriation totaled \$85,244 and \$92,309 for the years ended March 31, 2012 and 2011, respectively. Of this amount, \$19,833 and \$20,204 represented water usage and \$65,411 and \$72,105 represented electric usage for the years ended March 31, 2012 and 2011, respectively.

Special – During the years ended March 31, 2012 and 2011, the Commission also approved special appropriations totaling \$30,344 and \$10,707 respectively, to the Mayor and Council of New Castle.

Note 9 - Commitments

Leases – On April 7, 2003, the Commission, the Trustees of New Castle Common (Trustees) and the Mayor and Council of New Castle entered into a ten-year lease for various buildings in New Castle, Delaware. The Commission's portion of the lease only relates to the building located at 100 Municipal Boulevard, New Castle, Delaware.

The Commission's annual rental payment is due to the Trustees of New Castle Common and is \$50,000 per year for the period April 1, 2003 through March 31, 2013. The building and other leasehold improvements on the land located at 100 Municipal Boulevard shall be owned by the Trustees until the termination date of this lease. Upon termination, the Trustees shall sign a bill of sale to convey the building to the Mayor and Council of New Castle for no additional costs.

As of March 31, 2012, future minimum rental payments under the noncancellable operating lease is \$50,000 for the year ending March 31, 2013.

MUNICIPAL SERVICES COMMISSION
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NOTES TO FINANCIAL STATEMENTS

MARCH 31, 2012 AND 2011

Note 9 - Commitments (Continued)

Other Commitments – The Commission has entered into an agreement with the Delaware Municipal Electric Corporation, Inc. (DEMEC) to act as its agent for the purchase of electric capacity and energy. This agreement was effective January 1, 2000 through December 31, 2003 and is automatically extended for succeeding periods of one year, except that it may be terminated at any time during any of the succeeding periods upon 60 days written notice by either party.

Under the agreement DEMEC is authorized to act as agent for the Commission in all matters relating to the acquisition and delivery of its wholesale power supply. DEMEC may enter into power supply management agreements with other entities for the purpose of efficiently managing energy cost risk.

The Commission has a separate power sales contract with DEMEC to purchase capacity from an electric power plant owned by DEMEC. On May 1, 2011, the Commission entered into another power sales contract with DEMEC to purchase additional capacity from a new electric power plant that DEMEC will build and own. The Commission is contractually bound to pay debt service and other costs through the contracts. The Commission's share, in the projects, corresponds to its share of load, which is the amount of debt service for which they are responsible. The power sales contracts run as long as there are bonds outstanding on the projects. If the Commission or any other participant defaults on their payment obligation, the remaining participants must pay their respective pro rata share of the defaulted amounts, not to exceed 125% of their initial pro rata share.

In January 2008 the Commissioners unanimously voted to build a second substation on the south westerly side of the city to meet current and future electric demands. The Commissioners amended their full power purchase agreement with DEMEC to allow DEMEC to build the substation and sell to the Commission transformation services from the new substation. The Commission is required to purchase these services until the bonds DEMEC issued to finance the project are retired. The bonds, which were issued in December 2008, are in the amount of \$7 million, they have a term of ten years and at the end of the bond term, there is a balloon payment of \$2,728,825 of principal and interest which can be refinanced or paid. Upon retirement of the bonds, the substation will be turned over to the City of New Castle. During the fiscal years ending March 31, 2012 and 2011, the Commission has incurred \$634,644 and \$634,644, respectively, in operational costs related to the substation which is recorded in purchase of power and water on the statements of revenues and expenses. The monthly payment is currently \$52,887 through May 2019 with a final balloon payment of \$2,728,825 due June 2019. Construction on the substation, named the Dobbinsville Substation, began in the spring of 2010 and was completed and placed in service on February 8, 2011. The Commission continues to do modifications on the Wilmington Road substation which was also financed through the bond issuance.

MUNICIPAL SERVICES COMMISSION
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NOTES TO FINANCIAL STATEMENTS

MARCH 31, 2012 AND 2011

Note 9 - Commitments (Continued)

Future minimum payments under the amended full power purchase agreement as it relates to the new substation are as follows:

<u>Year Ending March 31,</u>	
2013	\$ 634,642
2014	634,642
2015	634,642
2016	634,642
2017	634,642
Thereafter	<u>4,103,881</u>
<u>Total</u>	<u>\$7,277,091</u>

During the years ended March 31, 2012 and 2011, the expense related to the purchase of power under the full power purchase agreement with DEMEC is \$7,374,457 and \$7,826,584, respectively. The amount payable as of March 31, 2012 and 2011 is \$583,038 and \$661,359, respectively. At times the Commission may be required to provide advances to DEMEC to cover cash collateral calls as a result of forward power purchase positions. There were no such advances for the years ended March 31, 2012 and 2011.

Assessment of additional amounts payable by the Commission to DEMEC may be required by virtue of the Commission's various agreements with DEMEC.

In May 2010, the Commission contracted for renovations and improvements of the School Lane Water Treatment Facility (Project) which includes system wide electrical improvements with a bid amount of \$719,962. The initial estimated cost to complete the entire Project, excluding internal labor and a Supervisory Control And Data Acquisition (SCADA) system, was approximately \$1,500,000. The Project consists of major renovations and improvements to the Commission's existing water treatment facility located along School Lane which includes electrical improvements and introductions of a SCADA system in the amount of \$229,000 at all the Commission's water storage, production and treatment facilities. These improvements will allow the Commission to monitor and regulate the water supply and better serve their customers. Work began in the summer of 2010 and portions of the project were completed and placed in service on January 20, 2011 which amounted to \$901,454. The remaining portions of the project were completed during the summer of 2011 in the amount of \$979,307 which includes internal labor and SCADA.

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NOTES TO FINANCIAL STATEMENTS

MARCH 31, 2012 AND 2011

Note 9 - Commitments (Continued)

In June 2010, the Commission contracted for rehabilitation of the Gray Street Tank and Million Gallon Tank, which consists of interior and exterior cleaning and painting of the tanks at an estimated cost of \$853,400. In addition, the Commission contracted to have the painting work inspected by a third party at a cost of \$47,500. Work began in July 2010. The Gray Street Tank was completed and placed back in service on October 6, 2010 at a cost of \$383,984. The rehabilitation of the Million Gallon Tank began the end of calendar year 2010 and was completed in June 2011 in the amount of \$585,598.

Note 10 - Regulatory Issues

This note relates to transmission which is regulated by the Federal Energy Regulatory Commission (FERC).

Delmarva provides transmission services to the Commission through an interconnection agreement which controls the tap of Delmarva's 138,000-volt transmission line by the Commission. When/if Delmarva wants to change its tariff or the interconnection agreement, Delmarva must get approval from FERC. DEMEC represents the Commission's interest when changes are presented to FERC.

Note 11 - Concentrations

Uninsured Balances in Cash – Custodial credit risk is the risk that, in the event of a bank failure, the Commission's deposits may not be returned to it. The Commission does not have a deposit policy for managing custodial credit risk. As of March 31, 2012 and 2011, the Commission's deposits with financial institutions had a bank balance of \$2,849,151 and \$2,226,196, respectively. Of the bank balances, \$500,000 and \$500,000, respectively, were covered by Federal Depository Insurance. As of March 31, 2012 and 2011, \$1,827,558 and \$1,726,196 of the Commission's bank balances were exposed to custodial credit risk as follows:

	<u>March 31,</u>	
	<u>2012</u>	<u>2011</u>
Uninsured and uncollateralized	\$ 470,814	\$1,262,080
Uninsured and collateralized with securities held by the pledging bank's trust department or agent but not in the Commission's name	<u>1,356,744</u>	<u>464,116</u>
<u>Total</u>	<u>\$1,827,558</u>	<u>\$1,726,196</u>

MUNICIPAL SERVICES COMMISSION
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NOTES TO FINANCIAL STATEMENTS

MARCH 31, 2012 AND 2011

Note 11 - Concentrations (Continued)

Labor Force – The Commission’s labor force is comprised of a portion of union employees, who are employed under the terms of a collectively bargained compensation agreement which lasts for three years. The collective bargaining agreement covers approximately 41% and 39% of the Commission’s workforce for the years ended March 31, 2012 and 2011, respectively. The current agreement is set to expire on March 31, 2013.

Note 12 - Environmental Issues

The Commission is subject to laws and regulations relating to the protection of the environment. The Commission’s policy is to accrue environmental and cleanup related costs of a non-capital nature when it is both probable that a liability has been incurred and when the amount can be reasonably estimated. Although it is not possible to quantify with any degree of certainty the potential financial impact of the Commission’s continuing compliance efforts, management believes any future remediation or other compliance related costs will not have a material adverse effect on the financial condition or reported results or operations of the Commission. Based on the Commission’s analysis of its current operations, it believes there are no pending environmental issues as of March 31, 2012 and 2011.

Note 13 - Deferred Compensation Plan

The Commission offers its employees a deferred compensation plan (Plan) in accordance with Internal Revenue Code (IRC) Section 457. The Plan is administered by the National Association of Counties (NACO), with Public Employees Benefit Services Corporation (PEBSCo.) acting as its agent in fulfilling certain of the administrative and marketing requirements. The Plan, available to all employees of the Commission, permits them to defer a portion of their salary until future years. The deferred compensation, including related income, is not available to employees until termination, retirement, death or unforeseeable emergency. In accordance with the provisions of IRC Section 457, the Commission does not own the amounts deferred by employees, including the related income on those amounts.

Note 14 - Contingencies

The Commission is the subject of a matter which has arisen in the normal course of business. In the opinion of management, after consultation with legal counsel, the outcome of this matter will not have a significant effect on the Commission’s financial position or results of operations.

MUNICIPAL SERVICES COMMISSION
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NOTES TO FINANCIAL STATEMENTS

MARCH 31, 2012 AND 2011

Note 15 - Subsequent Event

In June 2012, the State Legislature passed Senate Bill 176 which amended the Commission's Charter Chapter 121, Volume 32, Laws of Delaware. The amendment related to redesignating the governing body of the Municipal Services Commission of the City of New Castle from "Board" to "Commission", clarified that the Commission can obtain private property within city limits for supplying and distributing electricity, removed the position of superintendent and replaced with supervisors, delineated the power of the Commission to borrow money through the issuance of revenue bonds or other debt obligations with a resolution of City Council and to have control over such money, changing the date of the requirement to publish financial reports from July to December and handing over possession for the money to be used for the city's water and light systems from the City Treasurer to the Treasurer of the Commission.

SUPPLEMENTARY INFORMATION

MUNICIPAL SERVICES COMMISSION
(A COMPONENT UNIT OF THE CITY OF NEW CASTLE, DELAWARE)

COMBINING SCHEDULES OF REVENUES AND EXPENSES BY DEPARTMENT

YEAR ENDED MARCH 31, 2012 AND 2011

	<u>Water Department</u>		<u>Electric Department</u>		<u>Total</u>	
	<u>2012</u>	<u>2011</u>	<u>2012</u>	<u>2011</u>	<u>2012</u>	<u>2011</u>
<u>Operating Revenues:</u>						
User Charges	\$ 1,183,076	\$ 1,186,884	\$ 10,388,468	\$ 10,892,433	\$ 11,571,544	\$ 12,079,317
City Service Charges	19,833	20,204	65,411	72,105	85,244	92,309
Miscellaneous	19,177	35,691	43,568	86,010	62,745	121,701
	<u>1,222,086</u>	<u>1,242,779</u>	<u>10,497,447</u>	<u>11,050,548</u>	<u>11,719,533</u>	<u>12,293,327</u>
<u>Total Operating Revenues</u>						
Less: Free Service	<u>1,982</u>	<u>1,578</u>	<u>23,768</u>	<u>25,164</u>	<u>25,750</u>	<u>26,742</u>
<u>Net Operating Revenues</u>	<u>1,220,104</u>	<u>1,241,201</u>	<u>10,473,679</u>	<u>11,025,384</u>	<u>11,693,783</u>	<u>12,266,585</u>
<u>Purchase of Power and Water</u>	20,481	185,646	7,659,101	8,461,228	7,679,582	8,646,874
<u>Operating Expenses</u>	855,216	686,383	1,029,138	889,078	1,884,354	1,575,461
<u>General and Administrative Expenses</u>	<u>311,918</u>	<u>272,549</u>	<u>650,980</u>	<u>624,372</u>	<u>962,898</u>	<u>896,921</u>
<u>Operating Income</u>	<u>32,489</u>	<u>96,623</u>	<u>1,134,460</u>	<u>1,050,706</u>	<u>1,166,949</u>	<u>1,147,329</u>
<u>Nonoperating Revenues (Expenses):</u>						
Investment Income	3,852	3,035	35,303	27,367	39,155	30,402
Gain on Sale of Property and Equipment			29,778		29,778	
Private Developer Contributions	4,150	48,785	52,461	46,294	56,611	95,079
Appropriations to the City of New Castle:						
Ordinary			(537,500)	(462,500)	(537,500)	(462,500)
City Services	(19,833)	(20,204)	(65,411)	(72,105)	(85,244)	(92,309)
Special	(4,853)	(2,943)	(25,491)	(7,764)	(30,344)	(10,707)
Net Increase in the Fair Value of Investments	<u>1,269</u>	<u>413</u>	<u>11,420</u>	<u>3,712</u>	<u>12,689</u>	<u>4,125</u>
<u>Total Nonoperating Revenues (Expenses)</u>	<u>(15,415)</u>	<u>29,086</u>	<u>(499,440)</u>	<u>(464,996)</u>	<u>(514,855)</u>	<u>(435,910)</u>
<u>Change in Net Assets</u>	<u>\$ 17,074</u>	<u>\$ 125,709</u>	<u>\$ 635,020</u>	<u>\$ 585,710</u>	<u>\$ 652,094</u>	<u>\$ 711,419</u>

MUNICIPAL SERVICES COMMISSION
(A COMPONENT UNIT OF THE CITY OF NEW CASTLE, DELAWARE)

COMBINING SCHEDULES OF OPERATING EXPENSES BY DEPARTMENT

YEAR ENDED MARCH 31, 2012 AND 2011

	<u>Water Department</u>		<u>Electric Department</u>		<u>Total</u>	
	<u>2012</u>	<u>2011</u>	<u>2012</u>	<u>2011</u>	<u>2012</u>	<u>2011</u>
Clothing Allowance	\$ 2,211	\$ 2,448	\$ 7,146	\$ 5,395	\$ 9,357	\$ 7,843
Depreciation:						
Plant and Equipment	246,723	127,504	235,149	250,313	481,872	377,817
Trucks and Autos	21,455	21,455	14,874	30,237	36,329	51,692
Electric Current	8,433	18,812			8,433	18,812
Employee Benefits	43,773	38,182	42,221	35,248	85,994	73,430
Fuel - Heating	1,126	1,679	1,342	2,052	2,468	3,731
Insurance	36,199	42,064	31,355	38,677	67,554	80,741
Payroll Taxes	28,822	24,501	38,963	30,059	67,785	54,560
Pension Expense	48,036	46,390	58,277	56,279	106,313	102,669
Plant Materials and Supplies	3	31	110	38	113	69
Professional Fees			950		950	
Repairs and Maintenance:						
Buildings and Grounds	7,631	5,480	9,094	6,566	16,725	12,046
Hydrants, Mains and Valves	1,547				1,547	
Lines and Poles			4,723	852	4,723	852
Meters and Services	4,508	10,159	5,852	4,951	10,360	15,110
Pumping Stations	23,630	11,675			23,630	11,675
Storm Damage			428	27	428	27
Street Lights			5,220	3,638	5,220	3,638
Substations			12,016	4,789	12,016	4,789
Salaries and Wages	343,284	311,078	464,062	386,113	807,346	697,191
Sampling and Testing	2,438	2,593	1,177	146	3,615	2,739
Seminars/Training	4,660	3,239	11,096	5,867	15,756	9,106
Supplies	14,408	4,418	33,147	6,194	47,555	10,612
Truck Expense	16,329	14,675	51,936	21,637	68,265	36,312
<u>Total Operating Expenses</u>	<u>\$ 855,216</u>	<u>\$ 686,383</u>	<u>\$ 1,029,138</u>	<u>\$ 889,078</u>	<u>\$ 1,884,354</u>	<u>\$ 1,575,461</u>

MUNICIPAL SERVICES COMMISSION
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COMBINING SCHEDULES OF GENERAL AND ADMINISTRATIVE EXPENSES BY DEPARTMENT

YEAR ENDED MARCH 31, 2012 AND 2011

	<u>Water Department</u>		<u>Electric Department</u>		<u>Total</u>	
	<u>2012</u>	<u>2011</u>	<u>2012</u>	<u>2011</u>	<u>2012</u>	<u>2011</u>
Administrative	\$ 13,692	\$ 9,898	\$ 16,840	\$ 13,040	\$ 30,532	\$ 22,938
Bad Debts			14,345	15,205	14,345	15,205
Depreciation - Furniture and Fixtures	12,656	14,748	15,469	18,025	28,125	32,773
Dues and Subscriptions	2,724	2,299	1,751	987	4,475	3,286
Employee Benefits	24,677	24,723	68,039	64,286	92,716	89,009
Insurance	10,257	13,125	11,714	15,476	21,971	28,601
New Castle Cares Fund			5,000	5,000	5,000	5,000
Office Salaries	99,647	95,155	308,766	313,465	408,413	408,620
Office Supplies	15,708	19,543	20,639	25,577	36,347	45,120
Payroll Taxes	8,366	7,517	25,924	26,289	34,290	33,806
Pension Expense	11,244	10,859	36,900	35,635	48,144	46,494
Professional Fees	66,303	31,751	68,804	38,849	135,107	70,600
Rent	22,543	22,500	28,321	28,238	50,864	50,738
Repairs and Maintenance - Equipment	6,761	5,473	9,736	6,591	16,497	12,064
Security System	1,440	1,374	2,480	1,680	3,920	3,054
Telephone	12,574	9,991	13,844	12,178	26,418	22,169
Training - Administrative	3,113	3,393	2,147	3,606	5,260	6,999
Utilities	213	200	261	245	474	445
	<u> </u>	<u> </u>	<u> </u>	<u> </u>	<u> </u>	<u> </u>
<u>Total General and Administrative Expenses</u>	<u>\$ 311,918</u>	<u>\$ 272,549</u>	<u>\$ 650,980</u>	<u>\$ 624,372</u>	<u>\$ 962,898</u>	<u>\$ 896,921</u>