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#### INDEPENDENT AUDITORS' REPORT

The Auditor General of the State of Arizona

The Honorable Mayor and Members of the City Council City of Tempe, Arizona

We have audited the accompanying Annual Expenditure Limitation Report of the City of Tempe, Arizona, for the year ended June 30, 2011. This report is the responsibility of the City of Tempe's management. Our responsibility is to express an opinion on this report based on our audit.

We conducted our audit 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 report is free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the report. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall report presentation. We believe that our audit provides a reasonable basis for our opinion.

The accompanying Annual Expenditure Limitation Report was prepared for the purpose of complying with the uniform expenditure reporting system as discussed in Note 1, and is not intended to be a presentation in conformity with accounting principles generally accepted in the United States of America.

In our opinion, the Annual Expenditure Limitation Report of the City of Tempe, Arizona, for the year ended June 30, 2011, referred to above presents fairly, in all material respects, the information required by the uniform expenditure reporting system on the basis of accounting described in Note 1.

This report is intended solely for the information and use of management, and for filing with the Auditor General of the State of Arizona, and is not intended to be and should not be used by anyone other than these specified parties.

HEINFELD, MEECH & CO., P.C.

Heinfeld, melch & Co., P.C.

Certified Public Accountants

November 30, 2011

#### CITY OF TEMPE, ARIZONA ANNUAL EXPENDITURE LIMITATION REPORT - PART I YEAR ENDED JUNE 30, 2011

1.	Economic Estimates Commission expenditure limitation	\$305,391,699	
2.	Voter-approved alternative expenditure limitation (Approved - N/A)		
3.	Enter applicable amount from line 1 or 2	,	\$305,391,699
4.	Amount subject to the expenditure limitation (total amount from Part II, Line C)	264,867,731	
5.	Board-authorized expenditures necessitated by a disaster declared by the Governor and not approved by the voters (Article IX, section 20 [2] [a], Arizona Constitution)	-	
6.	Board-authorized expenditures necessitated by a disaster not declared by the Governor (Article IX, section 20 [2] [b], Arizona Constitution)	-	
7.	Prior-year voter-approved expenditures to exceed the expenditure limitation for the reporting fiscal year (Article IX, section 20 [2] [c], Arizona Constitution)		
8.	Subtotal	264,867,731	
9.	Board-authorized excess expenditures for the previous fiscal year necessitated by a disaster not declared by the Governor and not approved by the voters (Article IX, section 20 [2] [b], Arizona Constitution)		
10.	Total adjusted amount subject to the expenditure limitation		264,867,731
11.	Amount under (in excess of) the expenditure limitation (if excess expenditures are reported, provide an explanation)		\$40,523,968
	eby certify, to the best of my knowledge and belief, that rate and in accordance with the requirements of the un		
	Name and Title: Kenneth Jones Finance and Technology (480) 350-8504 Date: November 3		

## CITY OF TEMPE, ARIZONA ANNUAL EXPENDITURE LIMITATION REPORT - PART II YEAR ENDED JUNE 30, 2011

		Description	Governmental Funds	_	Enterprise Funds	Internal Service Funds	Total
A.		Amounts reported on the					
		Reconciliation, Line D	332,941,448	\$	120,758,895	\$ 28,878,586 \$	482,578,929
В.		Less exclusions claimed:					
	1.	(a) Bond proceeds (Note 2)	4,890,968		34,130,000		39,020,968
		(b) Debt service requirements on bond					
		indebtedness (Note 3)	72,988,491		26,717,929		99,706,420
		(c) Proceeds from other long-term					
		obligations (Note 14)			2,656,596		2,656,596
		(d) Debt service requirements on other					
		long-term obligations (Note 4)	38,074				38,074
	2.	Dividends, interest and gains on the sale					
		or redemption of investment					
		securities (Note 2)					
	3.	Grants and aid from the federal					
		government (Note 12)	24,745,645				24,745,645
	4.	Amounts received from the					
		state (Note 5)	344,911				344,911
	5.	Quasi-external interfund					
		transactions (Note 6)			2,243,051	28,878,586	31,121,637
	6.	Highway user revenues in excess					
		of those received in fiscal year					
	_	1979-80 (Note 7)	6,064,734				6,064,734
	7.	Contracts with other political					
	0	subdivisions (Note 8)	9,778,938		757,733		10,536,671
	8.	Reimbursements (Note 9)	570,690		40,656		611,346
	9.	Prior years' carryforward (Notes 2 and 13)	2,801,018	_	63,178		2,864,196
	10.	Total exclusions claimed	122,223,469	_	66,609,143	28,878,586	217,711,198
C.		Amount subject to expenditure limitation	210,717,979	\$_	54,149,752	\$ - \$	264,867,731

## CITY OF TEMPE, ARIZONA ANNUAL EXPENDITURE LIMITATION REPORT - RECONCILIATION YEAR ENDED JUNE 30, 2011

	Description	Governmental Funds	_	Enterprise Funds	Internal Service Funds	. <u>-</u>	Total
A.	Total expenditures/expenses reported within the fund-based financial statements	\$ 334,223,154	\$	89,040,647	\$ 28,878,586	\$	452,142,387
B. 1.	Subtractions: Items not requiring the use of working capital:						
2	Depreciation Loss on Joint Venture			17,876,850 6,203,880			17,876,850 6,203,880
	Expenditures of separate legal entity established under Arizona Revised Statutes (Note 10)	1,281,706					1,281,706
3.	OPEB expense (Note 11)		_	1,189,213			1,189,213
4.	Total subtractions	1,281,706	_	25,269,943		-	26,551,649
C. 1. 2. 3. 4.	Additions: Principal payments on long-term debt Acquisition of capital assets Investment in joint venture Other postemployment benefits paid in the current year but reported as			16,911,908 33,187,806 6,071,378			16,911,908 33,187,806 6,071,378
	expenses in the prior year (Note 11)		_	817,099		· -	817,099
5.	Total additions		_	56,988,191			56,988,191
D.	Amounts reported on Part II, Line A	\$ 332,941,448	\$ _	120,758,895	\$ 28,878,586	\$	482,578,929

#### NOTE 1 - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

The Annual Expenditure Limitation Report (AELR) is presented on the basis of accounting prescribed by the *Uniform Expenditure Reporting System* (UERS), as required by Arizona Revised Statutes §41-1279.07, which excludes expenditures, expenses, or deductions of certain revenues specified in the Arizona Constitution, Article IX, §20 from the total expenditures, expenses, or deductions reported in the fund-based financial statements.

In accordance with the UERS requirements, a note to the AELR is presented below for any exclusion claimed on Part II and each subtraction or addition in the Reconciliation that cannot be traced directly to an amount reported in the fund financial statements. All references to financial statement amounts in the following notes refer to the *Statement of Revenues*, *Expenditures and Changes in Fund Balances for the Governmental Funds, the Combining Statement of Revenues, Expenditures and Changes in Fund Balances for the Non-major Governmental Funds, the Statement of Revenues, Expenses and Changes in Fund Net Assets for the Proprietary Funds* or the Statement of Cash Flows for the Proprietary Funds.

**NOTE 2** - Bond proceeds and interest earnings are claimed as exclusions in the year the expenditure occurs and any unused amounts are carried forward for future years. The rollforward of carryforward exclusions is as follows:

	Governmental	Enterprise
Carryforward exclusions as of 6/30/10	\$ 8,520,774	\$ 77,480
Current year bond proceeds and premium	13,146,000	34,130,000
Prior year bond proceeds utilized	(2,801,018)	(63,178)
Current year bond proceeds and premium utilized	(4,890,968)	(34,130,000)
Bond proceeds carryforward exclusions adjustment	(6,210,579)	-
Bond proceeds transferred to Debt Service	-	(14,302)
Carryforward exclusions as of 6/30/11	\$ 7,764,209	\$ -
	Governmental	Enterprise
Carryforward interest exclusions as of 6/30/10	\$ 48,981,270	\$ 16,505,150
Current year interest earnings	1,229,966	459,759
Current year interest earnings utilized	-	-
Prior year interest earnings utilized		-
Carryforward interest exclusions as of 6/30/11	\$ 50,211,236	\$ 16,964,909

Of the \$34,130,000 in current year bond proceeds and premium in the Enterprise Funds, \$31,354,000 is included in "Proceeds from Sale of Bonds" and \$2,776,000 is included in "Interest and Fiscal Fees" on the *Statement of Cash Flows – Proprietary Funds*.

NOTE 3 - The exclusions claimed for debt service requirements on bonded indebtedness in the Governmental Funds consisted of principal retirement, interest and fiscal fees, and payment to refunded bond escrow agent.

The exclusion claimed for debt service requirements on bonded indebtedness in the Enterprise funds was comprised of the following:

Interest and fiscal fees	\$ 9,806,021
Principal paid on bonds	16,911,908
	\$ 26,717,929

- NOTE 4 The \$38,074 of exclusions claimed for debt service requirements on other long-term obligations relate to capital leases. \$6,994 relates to exercise equipment which was charged to the fire department and \$31,080 relates to a copier which was charged to the finance and technology department.
- **NOTE 5** The amounts received from the State is calculated as follows:

State grants-Governmental funds	\$ 344,911
	\$ 344,911

NOTE 6 - The exclusion of \$2,243,051 claimed for quasi-external interfund transactions in the Enterprise Funds relate to charges to other divisions of the City for water, refuse and sewer services. The exclusion of \$28,878,586 in the Internal Service Funds relates to charges for services paid to the Internal Service Funds for risk management and employee health self-insurance services. The interfund charges are included in "Charges for Services" in the Enterprise and Internal Service Funds and as a current expenditure in various departments in the Governmental Funds.

NOTE 7 - The highway user revenue earned in excess of the amounts received in fiscal year 1979-80 was \$7,740,339 and is included in "State Sales Tax". Of the \$7,740,339 earned as exclusions in 2010-11, \$6,064,734 was used for the current year exclusion and the remainder will be carried forward to future years.

	Governmental
Carryforward HURF funds as of 6/30/10	\$ 13,003,298
Current year HURF funds received	7,740,339
Current year HURF funds utilized	(6,064,734)
Prior year HURF funds utilized	
Carryforward HURF funds as of 6/30/11	\$ 14,678,903

- NOTE 8 The exclusions claimed for the contracts with other political subdivisions in the Enterprise Funds of \$757,733 relates to charges to the Town of Guadalupe for water and sewer services. These charges are included in "Charges for Services". In addition, the City had \$9,778,938 of excludable revenue in the Governmental Funds related to bus services. These revenues are included in the Transit Special Revenue Fund's "Charges for Services" revenue.
- **NOTE 9** The following reimbursements are included in Governmental Funds "Other Entities' Participation".

Transit Capital Improvements	\$ 25,060
Rio Salado Capital Improvements	250,000
Parks and Recreation Capital Improvements	103,033
Community Development Capital Improvements	98,407
Signal Capital Improvements	94,190
Total Reimbursements	\$ 570,690

The \$40,656 of reimbursements from other government entities in the Enterprise Funds is included in "Capital Contributions" on the *Statement of Revenues, Expenses and Changes in Fund Net Assets – Proprietary Funds*.

NOTE 10 - On February 20, 1997 the Rio Salado Community Facilities District (CFD) was organized under the laws of the State of Arizona to facilitate development of the Rio Salado Town Lake project. The CFD is a separate legal entity established under the Arizona Revised Statutes and therefore the expenditures are deductible. The City is 44.15% owner in the CFD and its portion of the expenditures are not deductible.

Total CFD expenditures as reported on the Combining Statement of Revenues, Expenditures and Changes in Fund Balance	\$ 5,356,184
Debt service expenditures	(3,061,276)
City's portion of expenditure (not deductible)	(1,013,202)
Total expenditure deducted as a separate legal entity (Line B2)	\$ 1,281,706

- NOTE 11 The subtraction for OPEB expense of \$1,189,213 in the Enterprise Funds was reported as water and wastewater, solid waste, golf course and cemetery operating expenses. The addition for OPEB paid in the current year but reported as expenses in previous years of \$817,099 was reported as personnel services expenses.
- **NOTE 12** Of the \$25,570,594 in federal grants, \$24,745,645 was used for the current year exclusion and the remainder will be carried forward to future years.
- **NOTE 13** Prior years' carryforward exclusions for the governmental funds consists of the following:

	Governmental
Bond Proceeds	\$ 2,801,018
Total exclusions used as of 06/30/11	\$ 2,801,018

Enterprise prior years' carryforward exclusions of \$63,178 were bond proceeds.

NOTE 14 - The exclusions claimed for the proceeds from other long-term obligations in the Enterprise Funds of \$2,656,596 relates to the two Water Infrastructure Finance Authority (WIFA) loans the City received in September 2009. These charges are included in "Proceeds from Loan Payable" on the Statement of Cash Flows-Proprietary Funds.