STATE OF CONNECTICUT CLEAN WATER FUND -DRINKING WATER FEDERAL REVOLVING LOAN ACCOUNT (STATE REVOLVING FUND)

AUDIT REPORTS AND SCHEDULES IN ACCORDANCE WITH OMB CIRCULAR A-133

JUNE 30, 2005 AND 2004

STATE OF CONNECTICUT CLEAN WATER FUND – DRINKING WATER FEDERAL REVOLVING LOAN ACCOUNT (STATE REVOLVING FUND) JUNE 30, 2005 and 2004

TABLE OF CONTENTS

	Page_
INDEPENDENT AUDITORS' REPORT	1 - 2
MANAGEMENT'S DISCUSSION AND ANALYSIS	3 - 7
FINANCIAL STATEMENTS	
Balance Sheets	8
Statements of Revenues, Expenses and Changes in Fund Net Assets	9
Statements of Cash Flows	10
Notes to Financial Statements	11 - 22
REPORTS AND SCHEDULES REQUIRED BY OMB CIRCULAR A-133	
Independent Auditors' Report on Internal Control over Financial Reporting and on Compliance and Other Matters Based on an Audit of Financial Statements Performed in Accordance With <i>Government Auditing Standards</i>	23 - 24
Independent Auditors' Report on Compliance with Requirements Applicable to Each Major Program, on Internal Control over Compliance in Accordance with OMB Circular A-133, and on the Schedule of Expenditures of Federal Awards	25 - 26
Schedule of Expenditures of Federal Awards	27
Notes to Schedule of Expenditures of Federal Awards	28
Schedule of Federal Findings and Questioned Costs	29 - 30

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CERTIFIED PUBLIC ACCOUNTANTS 296 STATE STREET NORTH HAVEN, CONNECTICUT 06473-2165 (203) 248-9341 FAX (203) 248-5813

INDEPENDENT AUDITORS' REPORT

Ms. Denise L. Nappier, Treasurer

Mr. J. Robert Galvin, M.D., Commissioner, Department of Public Health

Ms. Gina McCarthy, Commissioner, Department of Environmental Protection, State of Connecticut

We have audited the accompanying financial statements of the State of Connecticut Clean Water Fund – Drinking Water Federal Revolving Loan Account (State Revolving Fund) (SRF) (an enterprise fund of the State of Connecticut) as of and for the years ended June 30, 2005 and 2004, as listed in the table of contents. These financial statements are the responsibility of the SRF's management. Our responsibility is to express an opinion on these financial statements based on our audits.

We conducted our audits in accordance with U.S. generally accepted auditing standards 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 includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation. We believe that our audits provide a reasonable basis for our opinion.

As discussed in Note 1, the financial statements present only the Clean Water Fund - Drinking Water Federal Revolving Loan Account and do not purport to, and do not, present fairly the financial statements of the State of Connecticut, as of June 30, 2005 and 2004, and the changes in its financial position and cash flows, where applicable, for the years then ended in conformity with U.S. generally accepted accounting principles.

In our opinion, the financial statements referred to above present fairly, in all material respects, the financial position of the State of Connecticut Clean Water Fund – Drinking Water Federal Revolving Loan Account - SRF as of June 30, 2005 and 2004, and the changes in financial position and cash flows thereof for the years then ended in conformity with U.S. generally accepted accounting principles.

In accordance with *Government Auditing Standards*, we have also issued our report dated August 26, 2005 on our consideration of the State of Connecticut Clean Water Fund – Drinking Water Federal Revolving Loan Account - SRF's internal control over financial reporting and on our tests of its compliance with certain provisions of laws, regulations, contracts and grant agreements and other matters. The purpose of that report is to describe the scope of our testing of internal control over financial reporting and compliance and the results of that testing and not to provide an opinion on the internal control over financial reporting or on compliance. That report is an integral part of an audit performed in accordance with *Government Auditing Standards* and should be considered in conjunction with this report in considering the results of our audit.

The management's discussion and analysis on pages 3 through 7 is not a required part of the basic financial statements but is supplementary information required by U.S. generally accepted accounting principles. We have applied certain limited procedures, which consisted principally of inquiries of management regarding the methods of measurement and presentation of the required supplementary information. However, we did not audit the information and express no opinion on it.

Seward and Monde

North Haven, Connecticut August 26, 2005

STATE OF CONNECTICUT OFFICE OF THE TREASURER STATE OF CONNECTICUT DRINKING WATER FUND FISCAL YEAR ENDED JUNE 30, 2005

MANAGEMENT'S DISCUSSION AND ANALYSIS

This is a narrative overview and analysis of the activities of the State of Connecticut Drinking Water Fund for the fiscal year ended June 30, 2005. Readers are encouraged to review it in conjunction with the Fund's financial statements that follow.

The Drinking Water Fund has implemented Governmental Accounting Standards Board (GASB) Statement No. 40 as required during the fiscal year ending June 30, 2005.

Financial Highlights

Changes in Net Assets - Fund net assets under management in the Drinking Water Fund at the close of fiscal year 2005 were \$59,326,083 (including assets of \$113,190,656 offset by liabilities of \$53,864,573) compared to fiscal year 2004 Fund net assets of \$57,979,060 (including assets of \$112,862,336 offset by liabilities of \$54,883,276). Fund net assets increased by \$1,347,023 or 2.32% primarily reflecting lower debt outstanding. The statement also shows restricted fund net assets of \$46,998,638 at the close of fiscal year 2005, an increase of \$1,919,105 or 4.26% above the 2004 balance

Statement of Cash Flows – The Statement of Cash Flows shows a reduction in cash for the year of \$223,554.

Bonds Outstanding – No new bonds were issued during the fiscal year. The Fund's total bonds outstanding decreased to \$49,571,570 from \$51,084,399 due to scheduled amortization.

Loans Receivable – Total loans receivable decreased by \$3,678,620 from \$52,995,470 to \$49,316,850 due to loan repayments. Two loan commitments were executed in June 2005 but no cash advances were made against them.

Capitalization Grants – During the year, drawdowns were \$1,694,186 compared to \$5,011,400 in fiscal year 2004 because capitalization grants were drawn only for the drinking water set asides. At June 30, 2005, \$46,452,217 has been drawn from the federal EPA against the total of \$67,596,000 in cumulative drinking water capitalization grant awards.

Overview of the Financial Statements

The Drinking Water Fund financial statements are reported by the Office of the Treasurer in conjunction with the Department of Public Health (DPH) and the Department of Environmental Protection (DEP). The Treasurer is responsible for the detailed financial information in the Drinking Water Fund financial statements.

The Drinking Water Fund is a part of the Clean Water Fund which is classified as an enterprise fund within the Proprietary Funds of the State of Connecticut. Proprietary Funds focus on the determination of the change in fund net assets, financial position, and cash flow for governmental activities that operate similar to a commercial enterprise. Proprietary funds use the accrual basis of accounting.

The Drinking Water Fund Balance Sheets, Statements of Revenues, Expenses and Changes in Fund Net Assets, and Statements of Cash Flows provide information about the activities of the Fund as a whole and present an overall view of the Fund's finances.

The Balance Sheets include all of the assets and liabilities of the Fund.

The Statements of Revenues, Expenses and Changes in Fund Net Assets divide the activities of the Fund into two categories:

- 1. Operating Activities, including the Drinking Water Loan program; and
- 2. Nonoperating Activities, including investment of funds and the Revenue Bond Program.

For the Drinking Water Loan Program activities, the statements indicate the amount of loans financed during the past year and the amount of capitalization grants remaining for future use. The statements indicate the amount of interest income generated by the investment of funds and describe the structure of the investments. For the Revenue Bond Program activities, these statements indicate the amount of the bonds retired during the year and the remaining amount of bonds to be repaid in the future. Fund financial statements also provide information about activities of the Fund as a recipient of federal capitalization grants. The Clean Water Fund issues revenue bonds and uses the proceeds to provide financing for Clean Water and Drinking Water projects. Where necessary, due to the issuance of bonds and investment activities for both the Clean Water Fund and Drinking Water Fund, interest income and expenses may be allocated between the Clean Water Fund and the Drinking Water Fund.

Net Assets

Net Assets of the Drinking Water Fund are categorized as follows:

Restricted – includes net assets that have been restricted in use in accordance with the terms of an award, agreement or by state law.

Unrestricted – includes all net assets not restricted and available for any program purpose of the Drinking Water Fund.

The Clean Water Fund has issued bonds under three bond resolutions since 1991. Since 2001, the proceeds of these bonds have been used for both clean water and drinking water projects. The issuance of bonds under the third general bond resolution resulted in the creation of three additional fund accounts within the Drinking Water Fund accounts. Two of these accounts, the Senior Sinking Fund and the Support Fund, are restricted accounts and the General Revenue Revolving Fund account is unrestricted. All three accounts are held by the Trustee.

Operating Activities

The Drinking Water Loan Program

Loans are made to public water systems, owned by both municipalities and private entities, for project funding. There are two categories of loans, construction loans or interim funding obligations (IFOs) which accrue interest during construction and the long-term permanent financing obligations (PLOs) which are signed after projects are completed. The PLOs have 20 year repayment terms and can be prepaid at any time. There are no state grants available to participants in this program.

There were no construction loan draws in 2005. There were two loan originations during the year. There are no delinquent loans in the Drinking Water loan program. Further details about the loans can be found in the Notes to the Financial Statements.

Loan repayment collection services are provided by the Trustee, US Bank. Repayments on all loans made by the DPH and DEP since 1998 are paid to the Drinking Water Fund account held at US Bank. These funds provide security for the Bonds and any new Bonds issued thereafter.

Non-Operating Activities

Investment of Funds

The federal capitalization grants and state matching funds are used to provide leveraged financing for eligible projects. Federal capitalization grants and state matching funds are held by the Trustee in the form of cash, permitted investments, or State general obligation bonds.

The State currently invests a significant portion of the funds in the accounts created under the general bond resolution in investment agreements with financial institutions. The investment agreements are with, or guaranteed by, institutions with ratings at least equal to the rating on the Bonds given by Standard & Poor's and Moody's Investors Service. Certain monies currently held in the debt service reserve funds are invested pursuant to investment agreements, collateralized with securities issued or guaranteed by the U.S. Government or agencies or instrumentalities thereof whose market value is at least 100% of the funds invested.

The Bond Program

The Connecticut Clean Water Fund has issued long-term debt obligations backed by the pledge of specific assets including loans, reserve funds and other program assets. There are three bond resolutions: the 1990 General Bond Resolution, the 1996 Subordinate Bond Resolution and the 2002 General Revenue Bond Resolution. Long-term debt obligations of the Fund are special obligations of the State which are payable only from the revenues or monies available in the Fund as provided in the Resolutions and the State Act. Since 2001, proceeds of these bonds have been used to fund loans to the Drinking Water Fund borrowers. Further information about outstanding bonds can be found in the notes to the financial statements. No bonds were issued in fiscal year 2005.

The program's Advisors are:

Bond Counsel - Nixon Peabody, LLP and Hardwick Law Firm, LLC Financial Advisors - Lamont Financial Services Corporation and P.G. Corbin & Co., Inc. General Counsel - Attorney General of the State of Connecticut Auditor - Seward & Monde CPAs Trustee - US Bank Loan Repayment Collection Services - US Bank

SELECTED FINANCIAL INFORMATION

	2005	2004	Increase (Decrease)
Change in Fund Net Assets	\$ 1,347,023	\$ (3,299,557)	\$ 4,646,580
Operating Revenues	\$ 1,422,669	\$ 1,216,304	\$ 206,365
Federal Capitalization Grants	\$ 2,482,179	\$ 5,898,420	\$ (3,416,241)
Interest on Investments	\$ 1,851,281	\$ 1,631,325	\$ 219,956
Operating Expenses	\$ 1,743,096	\$ 1,507,942	\$ 235,154
Interest Expense	\$ 2,130,066	\$ 1,906,285	\$ 223,781

ECONOMIC CONDITIONS AND OUTLOOK

During fiscal year 2005, the State's economic and financial situation improved over the prior year; employment remained stable or improved and the overall State Budget showed a surplus at the end of the fiscal year, part of which was deposited in the State's Budget Reserve Fund. While the news has generally been good for Connecticut's economy, there were fluctuations in economic conditions during the year including increasing short term interest rates and higher fuel costs. While employment improved, significant job losses in some sectors continued.

State and federal budget constraints have led to reduced authorizations for the program which could lead to a slow down in the initiation of drinking water projects. The DPH, the DEP and the Treasurer's Office will continue to monitor planning activities and will assist municipalities in determining the most cost effective and efficient way to meet their water quality needs. In addition, DPH is continuing to be proactive in identifying needs, setting priorities and working with municipalities to plan compliance with federal water quality laws.

REQUIRED SUPPLEMENTARY INFORMATION

The Drinking Water Fund does not separately report required supplementary information that contains budgetary comparison schedules, schedules presenting infrastructure assets or supplementary pension fund information because this information is recorded by the State of Connecticut. The State is in compliance with GASB Statement 34.

The Notes to the Financial Statements provide additional information that further explains and supports the information in the financial statements. The Notes provide additional information that is essential to a full understanding of the data provided in the Drinking Water Fund's financial statements.

CONTACTS

This financial report is designed to provide a general overview of the Drinking Water Fund's finances. Questions about this report or requests for additional information should be addressed to:

Drinking Water Fund Financial Administrator Connecticut State Treasurer's Office 55 Elm Street Hartford, CT 06106-1773 Telephone (860) 702-3134 www.state.ct.us/ott

Questions about the Drinking Water Fund and water quality in Connecticut should be addressed to:

Connecticut Department of Public Health 450 Capitol Avenue Hartford, CT 06106 Telephone (860) 509-7333 www.state.ct.us/dph

STATE OF CONNECTICUT CLEAN WATER FUND DRINKING WATER FEDERAL REVOLVING LOAN ACCOUNT (STATE REVOLVING FUND) BALANCE SHEETS

June 30, 2005 and 2004

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	2005	2004
ASSETS		
Current assets:		
Cash and cash equivalents	\$ -	\$ 223,554
Interest receivable - investments	322,582	330,100
Interest receivable - loans	11,608	105,864
Other assets	146,635	-
Grant receivable	1,238,087	449,850
Loans receivable	2,728,732	3,773,468
Total current assets	4,447,644	4,882,836
Noncurrent assets:		
Loans receivable	46,588,118	49,222,002
Revolving fund	13,013,662	12,839,336
Deferred loss on early retirement of bonds	882,600	967,769
Restricted assets:		
Loan fund	13,645,960	13,486,329
Debt service reserve fund	21,982,914	22,802,940
Debt service fund	6,725,963	2,987,693
Support fund	5,903,795	5,673,431
Total restricted assets	48,258,632	44,950,393
Total noncurrent assets	108,743,012	107,979,500
Total assets	\$ 113,190,656	\$ 112,862,336
LIABILITIES		
Current liabilities:		
Interest payable on revenue bonds	\$ 507,712	\$ 521,764
Due to other funds	714,481	Ψ 021,701
Revenue bonds payble	1,559,304	1,226,051
Refunding bonds payable	279,585	286,779
Total current liabilities	3,061,082	2,034,594
Noncurrent liabilities		
Noncurrent liabilities:	2 070 010	2 277 112
Premium on revenue and refunding bonds	3,070,810	3,277,113
Revenue bonds payable Refunding bonds payable	40,859,795	42,419,098
Total noncurrent liabilities	6,872,886	7,152,471
Total Honcurrent Habilities	50,803,491	52,848,682
Total liabilities	53,864,573	54,883,276
FUND NET ASSETS		
Unrestricted	12,327,445	12,899,527
Restricted for loans	46,998,638	45,079,533
Total fund net assets	59,326,083	57,979,060
Total liabilities and fund net assets	\$ 113,190,656	\$ 112,862,336

See notes to financial statements.

STATE OF CONNECTICUT CLEAN WATER FUND DRINKING WATER FEDERAL REVOLVING LOAN ACCOUNT (STATE REVOLVING FUND)

STATEMENTS OF REVENUES, EXPENSES AND CHANGES IN FUND NET ASSETS For the years ended June 30, 2005 and 2004

	2005	2004
OPERATING REVENUES		
Interest on loans	\$ 1,422,669	\$ 1,216,304
OPERATING EXPENSES		
Salaries	1,018,998	966,461
Employee benefits	491,754	433,056
Other	232,344	108,425
Total operating expenses	1,743,096	1,507,942
Operating loss	(320,427)	(291,638)
NONOPERATING REVENUES (EXPENSES)		
Interest on investments	1,851,281	1,631,325
Amortization of bond premium	206,303	460,458
Interest expense	(2,130,066)	(1,906,285)
Total nonoperating revenues (expenses)	(72,482)	185,498
Loss before federal capitalization		
grants and transfers	(392,909)	(106,140)
FEDERAL CAPITALIZATION GRANTS		
Project funds	-	4,040,617
Set-aside activities	2,482,179	1,857,803
Total federal capitalization grants	2,482,179	5,898,420
OPERATING TRANSFERS	(742,247)	(9,091,837)
Change in fund net assets	1,347,023	(3,299,557)
FUND NET ASSETS, beginning	57,979,060	61,278,617
FUND NET ASSETS, ending	\$ 59,326,083	\$ 57,979,060

See notes to financial statements.

STATE OF CONNECTICUT CLEAN WATER FUND DRINKING WATER FEDERAL REVOLVING LOAN ACCOUNT (STATE REVOLVING FUND) STATEMENTS OF CASH FLOWS

For the years ended June 30, 2005 and 2004

	2005	2004
CASH FLOWS FROM OPERATING ACTIVITIES		
Interest received on loans	¢ 1.516.025	¢ 1 270 021
Loan originations	\$ 1,516,925 (136,104)	\$ 1,370,031 (11,607,632)
ů	(136,104) 3,814,724	• • • • •
Principal paid on loans receivable		1,311,585
Payments to employees	(1,629,433)	(1,399,517)
Other payments Not each provided (used) by apprating activities	(232,344)	(108,425)
Net cash provided (used) by operating activities	3,333,768	(10,433,958)
CASH FLOWS FROM CAPITAL AND RELATED		
FINANCING ACTIVITIES		
Federal capitalization grants	1,694,186	5,011,400
CASH FLOWS FROM NONCAPITAL FINANCING ACTIVITIES		
Repayment of revenue bonds payable	(1,226,050)	(1,199,398)
Repayment of refunding bonds payable	(286,779)	(133,089)
Proceeds from revenue bonds payable	-	33,063,800
Proceeds from refunding bonds payable	-	7,572,339
Premium received on revenue and refunding bonds	-	3,292,267
Payment to refunded revenue bond escrow agent	-	(18,879,694)
Interest paid on revenue bonds	(2,058,949)	(1,656,189)
Operating transfers	(55,964)	(9,091,837)
Net cash provided (used) by noncapital financing activities	(3,627,742)	12,968,199
CASH FLOWS FROM INVESTING ACTIVITIES		
Interest received on investments	1,858,799	1,583,934
Increase in revolving fund	(174,326)	(12,839,336)
(Increase) decrease in restricted assets	(3,308,239)	2,788,462
Net cash used by investing activities	(1,623,766)	(8,466,940)
Net decrease in cash and cash equivalents	(223,554)	(921,299)
CASH AND CASH EQUIVALENTS, beginning	223,554	1,144,853
CASH AND CASH EQUIVALENTS, ending	¢	\$ 223,554
OAST AND GAST EQUIVALENTS, anding	<u> </u>	φ 223,334
RECONCILIATION OF OPERATING LOSS TO NET CASH		
PROVIDED (USED) BY OPERATING ACTIVITIES		
Operating loss	(\$ 320,427)	(\$ 291,638)
Adjustments to reconcile operating loss to net cash provided		
(used) by operating activities:		
Changes in assets and liabilities:		
Decrease in interest receivable - loans	94,256	258,827
Increase in other assets	(118,681)	=
(Increase) decrease in loans receivable	3,678,620	(10,401,147)
Net cash provided (used) by operating activities	\$ 3,333,768	(\$ 10,433,958)

See notes to financial statements.

STATE of CONNECTICUT CLEAN WATER FUND - DRINKING WATER FEDERAL REVOLVING LOAN ACCOUNT (STATE REVOLVING FUND) NOTES to FINANCIAL STATEMENTS

June 30, 2005 and 2004

1 - NATURE OF ORGANIZATION

The State of Connecticut Clean Water Fund - Drinking Water Federal Revolving Loan Account (State Revolving Fund) (SRF) (an enterprise fund of the State of Connecticut), established in 1998 pursuant to Connecticut General Statutes Section 22a-475 to 22a-483, provides assistance to the public water systems in Connecticut to finance the costs of infrastructure needed to achieve or maintain compliance with the Safe Drinking Water Act (SDWA). The SRF is funded through revenue bonds and federal grants as established under the SDWA, which requires the State of Connecticut (State) to match federal funds to the extent of 20% of federal funds received.

2 - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

The accounting policies of the SRF conform to U.S. generally accepted accounting principles as applicable to government enterprises. The following is a summary of the SRF's significant accounting policies:

Basis of Accounting

The financial statements are prepared using the accrual basis of accounting and the flow of economic resources as specified by the Governmental Accounting Standards Board's (GASB) requirements for an enterprise fund.

Under GASB Statement No. 20, *Accounting and Reporting for Proprietary Funds and other Governmental Entities that Use Proprietary Fund Accounting*, the SRF has elected to apply all Financial Accounting Standards Board Statements and Interpretations issued on or before November 30, 1989, except those that conflict with or contradict GASB pronouncements.

<u>Estimates</u>

The preparation of financial statements in conformity with U.S. generally accepted accounting principles requires management to make estimates and assumptions that affect certain reported amounts and disclosures. Accordingly, actual results could differ from those estimates.

Operating and Nonoperating Revenues and Expenses

The SRF's principal operation consists of making low interest loans to public water systems in Connecticut. Operating revenue consists of interest earned on those loans. Operating expenses consist of personnel and other expenses incurred in the initial approval, disbursement and ongoing servicing of those loans through maturity.

Nonoperating revenues include interest earned on investments and nonoperating expenses include interest expense on revenue and refunding bonds.

Revenue Recognition

Federal capitalization grants are reported as nonoperating revenue and are recognized as federal funds are loaned to public water systems and as the SRF expenditures for administration are made.

Cash and Cash Equivalents

For purposes of the statements of cash flows, the SRF considers all highly liquid investments with an original maturity of three months or less to be cash equivalents. However, the SRF's policy is to exclude restricted assets from cash and cash equivalents for purposes of the statements of cash flows due to the limitations imposed on their use by the Clean Water Fund Revenue Bond Program General Bond Resolutions, adopted by the State Bond Commission on December 15, 2000 as amended and supplemented on December 17, 2002 (collectively, the "Resolution"). The SRF had no cash equivalents as of June 30, 2005 and 2004, except as reflected in Note 6.

<u>Investments</u>

The SRF's policy is to present all investments at fair value except for money market investments and investment contracts, which the SRF has elected to report at amortized cost. The fair value of investments traded on public markets is determined using quoted market prices. The fair value of state general obligation bonds, which are not traded on a public market, is estimated using matrix pricing. The cost of the state general obligation bonds approximates their estimated fair value.

There were no material investment gains or losses for the years ended June 30, 2005 and 2004.

Loans, Allowance for Loan Losses and Credit Risk

The SRF makes loans to public water systems in the State of Connecticut to finance the costs of infrastructure needed to achieve or maintain compliance with the SDWA. Interest rates on the loans range from 2.1% to 4.68% and interest income is recognized as it is earned. The loans are secured by the full faith and credit or revenue pledges of

the public water systems, or both. No allowance for loan losses is considered necessary based on management's evaluation of the collectibility of the loans. The evaluation takes into consideration such factors as changes in the size of the public water system loans, overall quality, review of specific problem loans, and current economic conditions and trends that may affect the borrowers' ability to pay.

Restricted Assets

Restricted assets consist of investments, which are segregated into funds and accounts in accordance with the Resolution as previously described plus amounts determined to be prudent by management. The Resolution restricts investments to: a) the State Treasurer's Short-Term Investment Fund, b) Tax Exempt Proceeds Fund of the State, c) interest bearing time deposits held by the trustee, a member bank of the Federal Reserve System, or a bank which is insured by the Federal Deposit Insurance Corporation and d) Investment Obligations as defined in the Resolution.

Bond Premiums/Deferred Loss

The premiums on the revenue and refunding bonds are being amortized over the term of the bonds on a straight-line basis, which yields results equivalent to the interest method. The deferred loss on early retirement of bonds (Note 8) is being amortized using the outstanding bond method, which yields results equivalent to the interest method.

Revenue Bonds

The following funds and accounts have been established in accordance with the Resolution adopted December 15, 2000:

Fund / Account	Description and Use
Revenue Fund a. Pledged Receipts Account	Receives all pledged receipts including loan repayments from the municipalities. Out-flows include amounts transferred to the interest and principal accounts of the debt service fund for payment of current debt service.
b. Earnings Account	Receives all earnings on funds and investments in all funds and accounts. Out- flows include amounts transferred to the interest and principal accounts of the debt service fund for payment of current debt service.
Loan Fund	Received proceeds from the sale of revenue bonds as specified and determined by the Resolution. Funds expensed for purposes of the State Revolving Fund program, including the financing of loans to municipalities.
Debt Service Reserve Fund	Required to be funded in an amount equal to 50% of all outstanding bonds. The reserve is funded by federal capitalization grant payments drawn under the federal letter of credit and state general obligation bonds. Investment income is transferred to the revenue fund for debt service payments. Used for payment of principal and interest in the event of deficiencies in the revenue accounts.
Debt Service Fund a. Interest Account	Receives amounts from the revenue fund accounts sufficient to pay the interest portion due on each interest payment date. Pays interest on outstanding bonds.
b. Principal Account	Receives amounts from the revenue fund accounts sufficient to pay the principal or current sinking fund installments. Pays principal on outstanding bonds.
c. Redemption Account	Receives amounts from the interest and principal accounts for the redemption of bonds. Used for redemption of bonds.
d. Capitalized Interest Account	Receives any capitalized interest received by the trustee. Amounts in the account are transferred for payment of capitalized interest on outstanding bonds.
Interest Subsidy Fund	Established outside of the state revolving fund, principal and investment income is transferred to the revenue fund, then to the debt service fund for payment of debt service. Provides payment of principal and interest in the event of a deficiency in the debt service reserve fund.
Administrative Fund: Cost of Issuance Account	Established outside the SRF, receives a portion of the revenue bond proceeds. Investment income is transferred to the revenue fund for debt service payments. Used to pay issuance cost on revenue bonds.
Rebate Fund	Receives any earnings required to be rebated to the United States pursuant to the Tax Regulatory Agreement. Used for IRS obligations as required.

The following funds and accounts have been established in accordance with the Resolution adopted December 17, 2002:

Fund/Account	Description and Use	
Revolving Fund	The Revolving Fund from which the Bonds are repaid consists of amounts in the water pollution control federal revolving loan account and drinking water federal revolving loan account. The State will maintain the Revolving Fund in accordance with the Federal Act.	
Loan Fund	Received proceeds from the sale of revenue bonds as specified and determined by the Resolution. Funds expensed for purposes of financing loans to borrowers under the State Revolving Fund program and if other monies are not available, payment of principal and interest on bonds.	
Debt Service Fund	Receives amount from the Revolving Fund, Support Fund and Loan Fund sufficient to pay the debt service on the bonds. Pays principal and interest on outstanding bonds.	
Support Fund	The Support Fund, and accounts therein, shall be funded in the amounts and in the manner set forth in a Supplemental Resolution. Monies in the Support Fund shall be transferred to the Debt Service Fund to pay the interest, principal and Sinking Fund Installments and Redemption Price due on bonds, in accordance with the schedule set forth in the applicable Supplemental Resolution.	
Administrative Fund: Cost of Issuance Account	Established outside the SRF, receives a portion of the revenue bond proceeds. Investment income is transferred to the revenue fund for debt service payments. Used to pay issuance cost on revenue bonds.	
Rebate Fund	Receives any earnings required to be rebated to the United States pursuant to the Tax Regulatory Agreement. Used for IRS obligations as required.	

Fund Net Assets – Restricted for Loans

The fund net assets reserved for loans represents amounts accumulated from federal drawdowns, less set-aside activity expenses not exceeding 31% of the federal grant, transfers from the State representing the 20% match on federal funds and interest earned on public water system loans.

3 - CASH DEPOSITS AND INVESTMENTS

Cash Deposits

Cash deposits are classified in categories of custodial credit risk. This is the risk that, in the event of the failure of a depository financial institution, the SRF will not be able to recover deposits or will not be able to recover collateral securities that are in the possession of an outside party. Cash deposits of the SRF include funds held by the Connecticut State Comptroller and the Connecticut Short Term Investment Fund (STIF). As of June 30, 2005 funds held by the State Comptroller was \$645,998. These funds are pooled with other State of Connecticut accounts, and custodial credit risk cannot be determined at the SRF level. As of June 30, 2005 funds held by STIF were \$26,659,622, of which \$13,013,662 is included in the revolving fund and \$13,645,960 is included in the loan fund on the Balance Sheet. STIF is a money market investment pool, rated AAAm by Standard and Poor's, in which the State, municipal entities, and political subdivisions of the State are eligible to invest. The State is authorized to invest STIF funds in U.S. government and agency obligations, certificates of deposit, commercial paper, corporate bonds, savings accounts, bankers' acceptances, repurchase agreements, asset-backed securities, and student loans.

<u>Investments</u>

As of June 30, 2005, the SRF had the following investments and maturities:

Investment	Fair Investment Maturities (in years)									
Type	 Value		ess than 1	1	- 5	6 -	10	More	than 10	Rating
Federated Treasury										
Repurchase Agreements	\$ 6,725,963	\$	6,725,963	\$	-	\$	-	\$	-	AAA
Guaranteed Investment										
Contracts	18,339,668		-		-		-	18	,339,668	AAA
Connecticut General										
Obligation Bonds	 9,547,041							9	,547,041	AA
	 			,			<u>.</u>			
	\$ 34,612,672	\$	6,725,963	\$	-	\$	-	\$ 27	,886,709	

Interest Rate Risk

The maturity or redemption dates of investment shall coincide as nearly as practicable with the times at which funds will be required for purposes as established in the General Bond Resolutions.

4 - LOANS RECEIVABLE

The SRF loans funds to qualified public water systems. Principal and interest payments on loans are payable over a 20 year period in equal monthly installments commencing one month after the scheduled completion date, or in a single annual installment representing the first year's principal and interest not later than one year after the scheduled completion date and thereafter in monthly installments. Loans receivable by type are as follows as of June 30:

	2005	2004
Construction in process Completed projects	\$ 65,242 49,251,608	\$ 65,242 52,930,228
	\$ 49,316,850	\$ 52,995,470

Aggregate maturities of loans receivable in subsequent years for completed projects are as follows:

Year ending June 30	
2006	\$ 2,663,490
2007	2,785,229
2008	2,800,941
2009	2,817,140
2010	2,833,841
Thereafter	35,350,967
	\$ 49,251,608

5 - FEDERAL LETTER OF CREDIT

The following represents a summary of the funds available under the U.S. Environmental Protection Agency's letter of credit as of June 30:

	2005	2004
Awarded Requested	\$ 67,596,000 46,452,217	\$ 67,596,000 44,758,031
Available federal letter of credit	\$ 21,143,783	\$ 22,837,969

6 - RESTRICTED ASSETS

Restricted assets as of June 30 are comprised of the following:

	2005	2004
Cash equivalents:		
Money market funds	\$ 13,645,960	\$ 13,486,329
Investments:		
Federated Treasury Repurchase Agreements	6,725,963	2,987,693
Guaranteed Investment Contracts	18,339,668	18,498,824
Connecticut General Obligation Bonds	9,547,041	9,977,547
	\$ 48,258,632	\$ 44,950,393

7 - RELATED PARTY TRANSACTIONS

The SRF is one fund of many within the State of Connecticut financial reporting structure and as a result, certain transactions including operating transfers, loans receivable and allocation of expenses among funds are under the direction of management.

Allocation of Expenditures

Fringe benefit costs which are incurred at the State level are applied as a percentage of salaries to all State governmental units, including the SRF. For the years ended June 30, 2005 and 2004, the actual rates were 48.26% and 44.81%, respectively, of the SRF wages and the amounts charged aggregated \$491,754 and \$433,056, respectively.

<u>Investments</u>

The SRF holds State General Obligation Bonds as presented in Note 6.

8 - BONDS PAYABLE

A summary of changes in bonds payable during the year ended June 30, 2005 is as follows:

	 Balance June 30, 2004	 Principal Paydown	_	Balance June 30, 2005
Revenue bonds payable	\$ 43,645,149	\$ 1,226,050	Ç	\$ 42,419,099
Refunding bonds payable	7,439,250	 286,779	_	7,152,471
	\$ 51,084,399	\$ 1,512,829		\$ 49,571,570

A summary of changes in bonds payable during the year ended June 30, 2004 is as follows:

	Balance June 30, 2003	Additional Borrowings	Principal Paydown	Advance Refunding	Balance June 30, 2004
Revenue bonds payable	\$ 29,614,747	\$ 33,063,800	\$1,199,398	\$17,834,000	\$43,645,149
Refunding bonds payable		7,572,339	133,089		7,439,250
	\$ 29,614,747	\$ 40,636,139	\$1,332,487	\$17,834,000	\$51,084,399

Revenue Bonds

The State of Connecticut issued Clean Water Fund, Revenue Bonds 2001 series, dated May 24, 2001. The proceeds of these bonds are to be used to provide funds to make loans to Connecticut municipalities and public water systems, for use in connection with the financing or refinancing of waste water and drinking water treatment projects. These bonds are payable solely from funds pledged pursuant to the General Bond Resolution adopted December 15, 2000. In accordance with the State Clean Water Fund Revenue Bonds, 2001 Series Plan of Finance, the State allocated the proceeds between the SRF and the State of Connecticut Clean Water Fund - State Revolving Fund ("Clean Water Fund") (collectively, "The Obligated Group") with \$29,614,747 allocated to the SRF and \$70,385,253 allocated to the Clean Water Fund. The Clean Water Fund (an enterprise fund of the State of Connecticut) was also established pursuant to Connecticut General Statutes Section 22a-475 to 22a-483, and provides assistance to municipalities and public water systems of Connecticut for the planning, design and construction of water quality projects. Debt service on the 2001 series bonds is to be paid from pledged receipts, earnings on investments held in the debt service reserve funds and maturing principal and interest on investments held in the interest subsidy funds. "Pledged receipts" means payments of principal and interest on municipal obligations, including both timely and delinquent payments with late charges, if any, and includes any fees and charges, fines and penalties collected or held by the State. Pledged receipts include the repayments of loans made by the Obligated Group, including all loans previously funded as well as future loans. Although amounts attributable to the Obligated Group will be tracked separately for federal reporting purposes, all pledged receipts will secure all bonds of the Clean Water Fund Revenue Bond Program. The SDWA and the initial Resolution permit the pledging of assets of both the SRF and the Clean Water Fund SRF to secure these revenue bonds.

The State of Connecticut issued Clean Water Fund Revenue Bonds 2003 series dated July 10, 2003. In accordance with the State Clean Water Fund Revenue Bonds, 2003 Series Plan of Finance, the State allocated the proceeds of 2003 series between the SRF and the Clean Water Fund with \$33,063,800 allocated to the SRF and \$85,021,200 allocated to the Clean Water Fund. Debt service on the 2003 series bonds is to be paid from any available monies in the SRF and the Clean Water Fund. The State has pledged amounts in the loan fund, the support fund and the debt service fund pursuant to the General Bond Resolution dated December 17, 2002.

The SRF's revenue bonds payable are serial bonds, of which \$42,419,099 and \$43,645,149 was outstanding as of June 30, 2005 and 2004, respectively. The serial bonds mature on October 1, 2022 with interest rates ranging from 2.0% to 5.0%.

<u>Refunding Bonds – 2003 Series</u>

On July 10, 2003 the State of Connecticut issued \$115,785,000 of Clean Water Fund Refunding Bonds, 2003 Series B with interest rates of 2.0% to 5.9% to advance refund Clean Water Fund 2001 Series Revenue Bonds (Refunded Bonds) with a principal balance totaling \$17,834,000 and interest rates of 4.0% to 5.5%. The State allocated \$7,572,339 of the 2003 Series B Refunding Bonds to the SRF. The Refunded Bonds were to mature at various dates through October 1, 2022.

The net proceeds of the 2003 Series B Refunding Bonds of \$18,879,694 were used to purchase U.S. Government securities and those securities were placed in an irrevocable trust with an escrow agent to provide debt service payments until the Refunded Bonds are called on various dates through October 1, 2011. The advance refunding met the requirements of an in-substance defeasance and, accordingly, the Refunded Bonds with a principal balance of \$17,834,000 were removed from the SRF's balance sheet. As of June 30, 2005, the outstanding principal balance of the Refunded Bonds was \$17,834,000.

The difference of \$1,045,694 between the book value of the Refunded Bonds and the amount deposited to the irrevocable trust to fund their debt service represents a loss which has been deferred and is being recognized as an adjustment of interest expense over the life of the 2003 Series B Refunding Bonds using the outstanding bond method. Amortization of the deferred loss for the years ended June 30, 2005 and 2004 totaled \$85,169 and \$77,925, respectively.

Bond Maturities

Requirements at June 30, 2005 to retire the SRF's revenue and refunding bonds are as follows:

Year ending June 30,	Principal		 Interest
2006	\$	1,838,889	\$ 1,999,929
2007		3,209,474	1,924,110
2008		2,970,958	1,836,423
2009		3,176,655	1,748,530
2010		3,187,324	1,649,763
2011-2015		13,954,406	6,545,326
2016-2020		10,264,862	3,626,853
2021-2025		10,116,400	1,262,977
2026		852,602	 17,905
	\$	49,571,570	\$ 20,611,816

9 - FUND NET ASSETS

The following represents an analysis of fund net assets for the years ended June 30, 2005 and 2004.

		Restricted	
	Unrestricted	for Loans	Total
Balance at June 30, 2003	\$ 22,635,689	\$ 38,642,928	\$ 61,278,617
Change in fund net assets	(9,736,162)	6,436,605	(3,299,557)
Balance at June 30, 2004	12,899,527	45,079,533	57,979,060
Change in fund net assets	(572,082)	1,919,105	1,347,023
Balance at June 30, 2005	\$ 12,327,445	\$ 46,998,638	\$ 59,326,083

10 - OPERATING TRANSFERS

Operating transfers consist of the following for the years ended June 30:

		2005		2004	
Operating expenses transfer Transfers related to bond offerings Debt service payment to Clean Water Fund	(\$	742,247) - -	(\$ (349,859) 8,195,382) 546,596)	
	(\$	742,247)	(\$	9,091,837)	

11 - LOAN FUNDING COMMITMENTS

The operating agreements for the federal capitalization grants require that the SRF enter into binding commitments with local government units within one year of the receipt of each federal grant payment to provide assistance in an amount equal to 120% (including 20% state matching grants) of each federal capitalization grant.

The following represents a summary of loan commitments at June 30:

	2005	2004	
Total funds committed to public water systems Loan amount outstanding to public water systems	\$ 56,902,452 49,316,850	\$ 100,958,799 52,995,470	
Loan commitments outstanding	\$ 7,585,602	\$ 47,963,329	

12 - RISK MANAGEMENT

The State of Connecticut is responsible for risk management of the SRF activities through the use of commercial and self-insurance.

SEWARD AND MONDE

CERTIFIED PUBLIC ACCOUNTANTS 296 STATE STREET NORTH HAVEN, CONNECTICUT 06473-2165 (203) 248-9341 FAX (203) 248-5813

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

Ms. Denise L. Nappier, Treasurer

Mr. J. Robert Galvin, M.D., Commissioner, Department of Public Health

Ms. Gina McCarthy, Commissioner,
Department of Environmental Protection,
State of Connecticut

We have audited the financial statements of the State of Connecticut Clean Water Fund - Drinking Water Federal Revolving Loan Account (State Revolving Fund) (SRF) (an enterprise fund of the State of Connecticut) as of and for the year ended June 30, 2005, and have issued our report thereon dated August 26, 2005. We conducted our audit in accordance with U.S. generally accepted auditing standards and the standards applicable to financial audits contained in *Government Auditing Standards*, issued by the Comptroller General of the United States.

INTERNAL CONTROL OVER FINANCIAL REPORTING

In planning and performing our audit, we considered the SRF's internal control over financial reporting in order to determine our auditing procedures for the purpose of expressing our opinion on the financial statements and not to provide an opinion on the internal control over financial reporting. Our consideration of the internal control over financial reporting would not necessarily disclose all matters in the internal control that might be material weaknesses. A material weakness is a reportable condition in which the design or operation of one or more of the internal control components does not reduce to a relatively low level the risk that misstatements caused by error or fraud in amounts that would be material in relation to the financial statements being audited may occur and not be detected within a timely period by employees in the normal course of performing their assigned functions. We noted no matters involving the internal control over financial reporting and its operation that we consider to be material weaknesses.

COMPLIANCE AND OTHER MATTERS

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

This report is intended solely for the information and use of the management of the SRF and federal awarding agencies and is not intended to be and should not be used by anyone other than these specified parties.

Seward and Monde

North Haven, Connecticut August 26, 2005

SEWARD AND MONDE

CERTIFIED PUBLIC ACCOUNTANTS 296 STATE STREET NORTH HAVEN, CONNECTICUT 06473-2165 (203) 248-9341 FAX (203) 248-5813

INDEPENDENT AUDITORS' REPORT ON COMPLIANCE WITH REQUIREMENTS APPLICABLE TO EACH MAJOR PROGRAM, ON INTERNAL CONTROL OVER COMPLIANCE IN ACCORDANCE WITH OMB CIRCULAR A-133, AND ON THE SCHEDULE OF EXPENDITURES OF FEDERAL AWARDS

Ms. Denise L. Nappier, Treasurer

Mr. J. Robert Galvin, M.D., Commissioner, Department of Public Health

Ms. Gina McCarthy, Commissioner, Department of Environmental Protection, State of Connecticut

COMPLIANCE

We have audited the compliance of the State of Connecticut Clean Water Fund - Drinking Water Federal Revolving Loan Account (State Revolving Fund) (SRF) (an enterprise fund of the State of Connecticut) with the types of compliance requirements described in the *U.S. Office of Management and Budget (OMB) Circular A-133 Compliance Supplement* that are applicable to its major federal program for the year ended June 30, 2005. The SRF's major federal program is identified in the summary of auditors' results section of the accompanying schedule of federal findings and questioned costs. Compliance with the requirements of laws, regulations, contracts and grants applicable to its major federal program is the responsibility of the SRF's management. Our responsibility is to express an opinion on the SRF's compliance based on our audit.

We conducted our audit of compliance in accordance with U.S. generally accepted accounting standards; the standards applicable to financial audits contained in *Government Auditing Standards*, issued by the Comptroller General of the United States; and OMB Circular A-133, *Audits of States, Local Governments, and Non-Profit Organizations*. Those standards and OMB Circular A-133 require that we plan and perform the audit to obtain reasonable assurance about whether noncompliance with the types of compliance requirements referred to above that could have a direct and material effect on a major federal program occurred. An audit includes examining, on a test basis, evidence about the SRF's compliance with those requirements and performing such other procedures as we considered necessary in the circumstances. We believe that our audit provides a reasonable basis for our opinion. Our audit does not provide a legal determination on the SRF's compliance with those requirements.

In our opinion, the SRF complied, in all material respects, with the requirements referred to above that are applicable to its major federal program for the year ended June 30, 2005.

INTERNAL CONTROL OVER COMPLIANCE

The management of the SRF is responsible for establishing and maintaining effective internal control over compliance with requirements of laws, regulations, contracts and grants applicable to federal programs. In planning and performing our audit, we considered the SRF's internal control over compliance with requirements that could have a direct and material effect on a major federal program in order to determine our auditing procedures for the purpose of expressing our opinion on compliance and to test and report on internal control over compliance in accordance with OMB Circular A-133.

Our consideration of the internal control over compliance would not necessarily disclose all matters in the internal control that might be material weaknesses. A material weakness is a reportable condition in which the design or operation of one or more of the internal control components does not reduce to a relatively low level the risk that noncompliance with applicable requirements of laws, regulations, contracts and grants caused by error or fraud that would be material in relation to a major federal program being audited may occur and not be detected within a timely period by employees in the normal course of performing their assigned functions. We noted no matters involving the internal control over compliance and its operation that we consider to be material weaknesses.

SCHEDULE OF EXPENDITURES OF FEDERAL AWARDS

We have audited the financial statements of the SRF as of and for the year ended June 30, 2005, and have issued our report thereon dated August 26, 2005. Our audit was performed for the purpose of forming an opinion on the financial statements taken as a whole. The accompanying schedule of expenditures of federal awards is presented for purposes of additional analysis as required by OMB Circular A-133 and is not a required part of the financial statements. Such information has been subjected to the auditing procedures applied in the audit of the financial statements and, in our opinion, is fairly stated, in all material respects, in relation to the financial statements taken as a whole.

This report is intended solely for the information and use of the management of the SRF and federal awarding agencies and is not intended to be and should not be used by anyone other than these specified parties.

Seward and Monde

North Haven, Connecticut August 26, 2005

STATE OF CONNECTICUT CLEAN WATER FUND - DRINKING WATER FEDERAL REVOLVING LOAN ACCOUNT (STATE REVOLVING FUND) SCHEDULE OF EXPENDITURES OF FEDERAL AWARDS For the year ended June 30, 2005

Federal Grantor; Program Title	Federal CFDA Number	Expenditures
ENVIRONMENTAL PROTECTION AGENCY		
Direct:		
Capitalization Grants for Drinking Water State Revolving Fund	66.468	\$ 2,482,179

See notes to schedule.

STATE of CONNECTICUT CLEAN WATER FUND - DRINKING WATER FEDERAL REVOLVING LOAN ACCOUNT (STATE REVOLVING FUND) NOTES to SCHEDULE of EXPENDITURES of FEDERAL AWARDS For the year ended June 30, 2005

A - ACCOUNTING BASIS

The accompanying schedule of expenditures of federal awards includes the federal grant activity of the State of Connecticut Clean Water Fund - Drinking Water Federal Revolving Loan Account (State Revolving Fund) and is presented on the accrual basis of accounting. The information in this schedule is presented in accordance with the requirements of OMB Circular A-133, *Audits of States, Local Governments, and Non-Profit Organizations*. Therefore, some amounts presented in this schedule may differ from amounts presented in, or used in the preparation of the financial statements.

Revenues are recognized to the extent of expenditures. Expenditures have been recognized to the extent that administrative costs have been incurred by the SRF and charged to the grant and federal funds have been loaned to municipalities during the year.

B - MUNICIPAL LOANS

The balance of outstanding loans to public water systems totaled \$49,316,850 as of June 30, 2005.

STATE of CONNECTICUT CLEAN WATER FUND - DRINKING WATER FEDERAL REVOLVING LOAN ACCOUNT (STATE REVOLVING FUND) SCHEDULE of FEDERAL FINDINGS and QUESTIONED COSTS For the year ended June 30, 2005

SECTION I - SUMMARY OF AUDITORS' RESULTS

<u>Financial Statements</u>	
Type of auditors' report issued:	Unqualified
Internal control over financial reporting: Material weakness(es) identified? Reportable condition(s) identified not consid be material weaknesses?	YesXNo ered toYesXNone reported
Noncompliance material to financial statement	s noted? Yes X No
Federal Awards	
Internal control over major programs: Material weakness(es) identified? Reportable condition(s) identified not consid be material weaknesses?	YesXNo ered toYesX_None reported
Type of auditors' report issued on compliance program:	for major Unqualified
Any audit findings disclosed that are required to in accordance with Circular A-133, Section .5	•
Identification of Major Programs:	
CFDA Number	Name of Federal Program
66.468	Capitalization Grants for Drinking Water State Revolving Fund
Auditee qualified as low-risk auditee?	<u>X</u> _YesNo
Dollar threshold used to distinguish between type A and type B programs	<u>\$300,000</u>

SECTION II - FINANCIAL STATEMENT FINDINGS

No findings are reported.

SECTION III - FEDERAL AWARD FINDINGS AND QUESTIONED COSTS

No findings or questioned costs are reported.