

# **State of Arkansas Construction Assistance Revolving Loan Fund Program**

Accountants' Report and Financial Statements

June 30, 2007 and 2006



**State of Arkansas Construction Assistance  
Revolving Loan Fund Program  
June 30, 2007 and 2006**

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## Independent Accountants' Report on Financial Statements and Supplementary Information

The Commissioners of the Arkansas Natural Resources Commission (ANRC)

The Board of Directors of Arkansas Development Finance Authority (ADFA)

We have audited the accompanying statements of net assets of the State of Arkansas Construction Assistance Revolving Loan Fund Program (the Program) as of June 30, 2007 and 2006, and the related statements of revenues, expenses and changes in net assets and cash flows for the years then ended. These financial statements are the responsibility of the Program's management. Our responsibility is to express an opinion on these financial statements based on our audits.

We conducted our audits in accordance with auditing standards generally accepted in the United States of America 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 of the Program are intended to present the financial position, and the results of its operations and cash flows, where applicable, of only that portion of the business-type activities of the State of Arkansas (the State) that is attributable to the transactions of the Program. They do not purport to, and do not, present fairly the financial position of the State as of June 30, 2007 and 2006, and the changes in its financial position and its cash flows, where applicable, for the years then ended in conformity with accounting principles generally accepted in the United States of America.

In our opinion, the financial statements referred to above present fairly, in all material respects, the financial position of the Program as of June 30, 2007 and 2006, and its changes in financial position and cash flows for the years then ended in conformity with accounting principles generally accepted in the United States of America.

The Commissioners of the Arkansas Natural  
Resources Commission (ANRC)

The Board of Directors of  
Arkansas Development Finance Authority (ADFA)  
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In accordance with *Government Auditing Standards*, we have also issued our report, dated October 24, 2007, on our consideration of the Program's internal control over financial reporting and 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 assessing the results of our audit.

The accompanying management's discussion and analysis is not a required part of the basic financial statements but is supplementary information required by the Governmental Accounting Standards Board. We have applied certain limited procedures, which consisted primarily 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.

Our audits were conducted for the purpose of forming an opinion on the basic financial statements taken as a whole. The accompanying supplementary information is presented for purposes of additional analysis and is not a required part of the basic financial statements. Such information has been subjected to the auditing procedures applied in the audit of the basic financial statements and, in our opinion, is fairly stated, in all material respects, in relation to the basic financial statements taken as a whole.

BKD, LLP

October 24, 2007

# State of Arkansas Construction Assistance Revolving Loan Fund Program Management's Discussion and Analysis

This discussion and analysis is designed to assist the reader in focusing on significant issues and activities and to identify any significant changes in the financial position of the Construction Assistance Revolving Loan Fund Program (the Program). Readers are encouraged to consider the information presented in conjunction with the financial statements and notes as a whole, which follow this section of the report.

## ***Discussion of Financial Statements***

The June 30, 2007 basic financial statements include three required statements: the statement of net assets, the statement of revenues, expenses and changes in net assets and the statement of cash flows. Comparative totals as of and for the years ended June 30, 2006 and 2005, are also presented. Although not required, these comparative totals are intended to facilitate an enhanced understanding of the Program's financial position and results of operations for the current fiscal year in comparison to the prior fiscal years. Additional information, following the *Notes to Financial Statements*, includes the combining statement of net assets, the combining statement of revenues, expenses and changes in net assets as well as the combining statement of cash flows. These combining statements detail the Revolving Loan Fund and the Fees and Expenses Fund, which comprise the Program.

## **Condensed Financial Information – Statement of Net Assets**

*(In thousands)*

|  | <b>2007</b>       | <b>2006</b>       | <b>2005</b>       |
|--|-------------------|-------------------|-------------------|
| Total assets   | \$ 317,437        | \$ 307,654        | \$ 295,522        |
| Current liabilities                                    | 6,640             | 5,957             | 5,589             |
| Noncurrent liabilities                                 | <u>74,283</u>     | <u>80,343</u>     | <u>85,785</u>     |
| Total liabilities                                      | <u>80,923</u>     | <u>86,300</u>     | <u>91,374</u>     |
| Total net assets – restricted for program requirements | \$ <u>236,514</u> | \$ <u>221,354</u> | \$ <u>204,148</u> |

The Program's total assets increased 3.2% to \$317.4 million at June 30, 2007 compared with \$307.7 million at June 30, 2006, which reflects a 4.1% increase over June 30, 2005. In fiscal year 2007, cash and cash equivalents decreased by \$4.7 million and investments decreased by \$5.7 million. In fiscal year 2006, cash and cash equivalents increased \$22.1 million and investments decreased \$23.2 million due to the maturing of investment of securities. In fiscal year 2005, investments increased \$44.0 million due to purchases of securities totaling \$54.8 million, offset by investment maturities of \$10.8 million. Cash and cash equivalents decreased \$34.9 million, attributable to the investment purchases, offset primarily by federal grant revenue receipts and net loan activity.

The following table reports loan activity for each year (in thousands).

|   | <u>2007</u>      | <u>2006</u>      | <u>2005</u>     |
|---|------------------|------------------|-----------------|
| Loan disbursements                          | \$ 34,433        | \$ 25,610        | \$ 16,159       |
| Loan repayments                             | <u>14,577</u>    | <u>12,026</u>    | <u>12,978</u>   |
| Net increase (decrease) in loans receivable | <u>\$ 19,856</u> | <u>\$ 13,584</u> | <u>\$ 3,181</u> |

The following table reflects the increase in the disbursement of funds to new and existing loan borrowers (in thousands):

|                                     | <u>2007</u> | <u>2006</u> | <u>2005</u> |
|-------------------------------------|-------------|-------------|-------------|
| New loans                           | \$ 2,300    | \$ 36,250   | \$ 13,000   |
| Loan disbursements -new loans       | 9           | 4,634       | 297         |
| Existing loans                      | 101,555     | 67,555      | 68,270      |
| Loan disbursements - existing loans | 34,424      | 20,976      | 15,862      |

The Program is continually making loans from federal and state matching funds and revolving Program funds. The table below reflects the amounts used from each funding source for fiscal years 2007, 2006 and 2005 as follows (in thousands):

|                         | <u>2007</u>      | <u>2006</u>      | <u>2005</u>      |
|-------------------------|------------------|------------------|------------------|
| Federal                 | \$ 8,161         | \$ 11,516        | \$ 13,264        |
| State matching          | 1,700            | 2,365            | 2,741            |
| Revolving Program funds | <u>24,572</u>    | <u>11,729</u>    | <u>154</u>       |
|                         | <u>\$ 34,433</u> | <u>\$ 25,610</u> | <u>\$ 16,159</u> |

The Program has utilized its cash within the Program as an additional funding source, essentially revolving the assets.

The remaining balance of federal grant awards at June 30, 2007 was \$4.0 million. Information regarding federal grant awards and available balances is as follows (in thousands):

| Federal Award Year | Beginning Balance | Amount Expended in |                  |                 |
|--------------------|-------------------|--------------------|------------------|-----------------|
|                    |                   | FY2005             | FY2006           | FY2007          |
| 2002               | \$ 8,163          | \$ 8,163           | \$ —             | \$ —            |
| 2003               | 8,306             | 5,101              | 3,205            | —               |
| 2004               | 8,311             | —                  | 8,311            | —               |
| 2005               | 6,739             | —                  | —                | 6,739           |
| 2006               | 5,459             | <u>—</u>           | <u>—</u>         | <u>1,422</u>    |
|                    |                   | <u>\$ 13,264</u>   | <u>\$ 11,516</u> | <u>\$ 8,161</u> |

The Federal fiscal year 2007 capitalization grant was awarded subsequent to June 30, 2007.

The Program's total liabilities decreased to \$80.9 million at June 30, 2007 from \$86.3 million at June 30, 2006 and from \$91.4 at June 30, 2005. The decrease is primarily attributed to scheduled bond redemptions of \$5.2 million and \$5.0 million, respectively, for fiscal years ending June 30, 2007 and 2006.

**Condensed Financial Information – Statement of Revenues, Expenses and Changes in Net Assets**

(In thousands)

|                                   | <u>2007</u>       | <u>2006</u>       | <u>2005</u>       |
|-----------------------------------|-------------------|-------------------|-------------------|
| Total interest income             | \$ 8,913          | \$ 8,196          | \$ 7,597          |
| Other income                      | <u>2,801</u>      | <u>2,406</u>      | <u>1,901</u>      |
| Total operating revenues          | <u>11,714</u>     | <u>10,602</u>     | <u>9,498</u>      |
| Total interest on bonds and notes | 3,875             | 4,077             | 4,240             |
| Total amortization expense        | 140               | 147               | 154               |
| Administrative expense            | <u>282</u>        | <u>283</u>        | <u>274</u>        |
| Total operating expenses          | <u>4,297</u>      | <u>4,507</u>      | <u>4,668</u>      |
| Operating income                  | 7,417             | 6,095             | 4,830             |
| Transfers out                     | (864)             | (888)             | (867)             |
| Federal grants                    | <u>8,607</u>      | <u>11,999</u>     | <u>13,756</u>     |
| Change in net assets              | 15,160            | 17,206            | 17,719            |
| Net assets                        |                   |                   |                   |
| Beginning of year                 | <u>221,354</u>    | <u>204,148</u>    | <u>186,429</u>    |
| End of year                       | <u>\$ 236,514</u> | <u>\$ 221,354</u> | <u>\$ 204,148</u> |

Total operating revenue has increased in the past three years. Of the increase of \$1.1 million in operating revenue for fiscal year 2007, \$426,000 is due to an increase in the interest on loans, \$291,000 is due to the increase in investment income and \$274,000 is due to the increase in financing fee income. In fiscal year 2007, federal grants declined by \$3.4 million primarily due to the decline in the amount of capitalization grants. The Program continues to fund loans from other revenue sources.

In fiscal year 2006, the change in operating revenue of \$1.1 million from fiscal year 2005 is primarily attributed to the increase in investment income of \$736,000 as well as an increase in the fair value of investment of \$448,000. Federal grants declined by \$1.8 million primarily due to the use of all available capitalization grants.

Revenues from investments were \$3.3 million, \$3.0 million and \$2.3 million for fiscal years ending June 30, 2007, 2006 and 2005, respectively. The average return on cash, cash equivalents and investments was 3.80%, 3.22% and 2.17% for years ending June 30, 2007, 2006 and 2005, respectively. The Program maintains liquidity to fund projects as needed.

Operating expenses and transfers out declined by \$234,000 during 2007 and \$140,000 during 2006. This is primarily attributed to the decline in bond interest expense to \$3.9 million for the year ended June 30, 2007 from \$4.1 million for the year ended June 30, 2006. Program administration expenses totaled \$282,000, \$283,000 and \$274,000 for the fiscal years ended June 30, 2007, 2006 and 2005, respectively. These expenses included amounts paid for audit expense, trustee fees and the administrative fee to the Arkansas Development Finance Authority (ADFA). The transfers out of \$864,000, \$888,000 and \$867,000 during 2007, 2006 and 2005 respectively, represented the administrative fee paid to the Arkansas Natural Resources Commission (ANRC) for administering the Program. The funding source for the administrative fee is 4% of the EPA capitalization grant along with funds from the Fees and Expense Fund.

The net assets of the Program increased \$32.4 million in the past three years. The bond resolutions and the Program restrict all of the net assets.

The overall financial position and results of operations of the Program have improved.

### ***Contact Regarding the Program***

This financial report is designed to provide bondholders, constituents and business partners with a general overview of the Program's finances and to show the Program's accountability for the funds it administers. Questions about this report and requests for additional financial information should be directed to the ADFA Vice President for Finance and Administration by telephoning 501.682.5900 or by contacting the ANRC Water Development Division Chief at 501.682.1611.

# State of Arkansas Construction Assistance Revolving Loan Fund Program

## Statements of Net Assets June 30, 2007 and 2006

*In thousands*

|  | 2007       | 2006       |
|--|------------|------------|
| <b>Current Assets</b>                                  |            |            |
| Cash and cash equivalents                              | \$ 59,902  | \$ 64,604  |
| Accrued interest receivable                            |            |            |
| Investments  | 400        | 330        |
| Loans  | 362        | 222        |
| Accounts receivable                                    |            |            |
| Environmental Protection Agency                        | 165        | —          |
| Borrowers  | 141        | 73         |
| Total current assets                                   | 60,970     | 65,229     |
| <b>Noncurrent Assets</b>                               |            |            |
| Investments – restricted                               | 33,428     | 39,115     |
| Loans receivable – restricted                          |            |            |
| Construction   | 222,108    | 202,252    |
| Wetlands Mitigation                                    | 200        | 200        |
| Other assets   | 731        | 858        |
| Total noncurrent assets                                | 256,467    | 242,425    |
| Total assets   | 317,437    | 307,654    |
| <b>Current Liabilities</b>                             |            |            |
| Accounts payable                                       | 520        | 447        |
| Accrued interest payable                               | 310        | 330        |
| Bonds payable - current portion                        | 5,810      | 5,180      |
| Total current liabilities                              | 6,640      | 5,957      |
| <b>Noncurrent Liabilities</b>                          |            |            |
| Deferred fees  | 1,517      | 1,794      |
| Bonds payable, net of unamortized premiums (discounts) | 72,766     | 78,549     |
| Total noncurrent liabilities                           | 74,283     | 80,343     |
| Total liabilities                                      | 80,923     | 86,300     |
| <b>Net Assets</b>                                      |            |            |
| Restricted for program requirements                    | \$ 236,514 | \$ 221,354 |

**State of Arkansas Construction Assistance  
Revolving Loan Fund Program  
Statements of Revenues, Expenses and Changes in Net Assets  
Years Ended June 30, 2007 and 2006**

*In thousands*

|   | <b>2007</b> | <b>2006</b> |
|---|-------------|-------------|
| <b>Operating Revenues</b>                     |             |             |
| Interest on investments                       | \$ 3,309    | \$ 3,018    |
| Interest on loans                             | 5,604       | 5,178       |
| Financing fees                                | 2,240       | 1,966       |
| Net increase in the fair value of investments | 561         | 440         |
| Total operating revenues                      | 11,714      | 10,602      |
| <b>Operating Expenses</b>                     |             |             |
| Program administration                        | 282         | 283         |
| Bond interest                                 | 3,875       | 4,077       |
| Amortization of bond issuance costs           | 113         | 119         |
| Amortization of bond discounts and premiums   | 27          | 28          |
| Total operating expenses                      | 4,297       | 4,507       |
| <b>Operating Income</b>                       | 7,417       | 6,095       |
| <b>Nonoperating Revenue</b>                   |             |             |
| Federal grants                                | 8,607       | 11,999      |
| <b>Income Before Transfers Out</b>            | 16,024      | 18,094      |
| <b>Transfers Out</b>                          | (864)       | (888)       |
| <b>Change in Net Assets</b>                   | 15,160      | 17,206      |
| <b>Net Assets, Beginning of Year</b>          | 221,354     | 204,148     |
| <b>Net Assets, End of Year</b>                | \$ 236,514  | \$ 221,354  |

**State of Arkansas Construction Assistance  
Revolving Loan Fund Program  
Statements of Cash Flows  
Years Ended June 30, 2007 and 2006**

*In thousands*

|   | <b>2007</b>      | <b>2006</b>      |
|---|------------------|------------------|
| <b>Operating Activities</b>                             |                  |                  |
| Interest received on investments                        | \$ 3,260         | \$ 3,178         |
| Interest received on loans                              | 5,464            | 5,189            |
| Financing fee income received                           | 1,895            | 1,675            |
| Loan disbursements                                      | (34,433)         | (25,610)         |
| Principal repayments on loans                           | 14,577           | 12,026           |
| Cash paid for interest                                  | (3,895)          | (4,092)          |
| Cash paid for program administration                    | <u>(215)</u>     | <u>(200)</u>     |
| Net cash used in operating activities                   | <u>(13,347)</u>  | <u>(7,834)</u>   |
| <b>Noncapital Financing Activities</b>                  |                  |                  |
| Repayment of long-term debt                             | (5,180)          | (4,955)          |
| Transfers out   | (864)            | (888)            |
| Nonoperating grants received                            | <u>8,441</u>     | <u>12,208</u>    |
| Net cash provided by noncapital financing activities    | <u>2,397</u>     | <u>6,365</u>     |
| <b>Investing Activities</b>                             |                  |                  |
| Proceeds from maturities of investments                 | 44,111           | 64,098           |
| Purchase of investments                                 | <u>(37,863)</u>  | <u>(40,492)</u>  |
| Net cash provided by investing activities               | <u>6,248</u>     | <u>23,606</u>    |
| <b>(Decrease) Increase in Cash and Cash Equivalents</b> | (4,702)          | 22,137           |
| <b>Cash and Cash Equivalents, Beginning of Year</b>     | <u>64,604</u>    | <u>42,467</u>    |
| <b>Cash and Cash Equivalents, End of Year</b>           | <u>\$ 59,902</u> | <u>\$ 64,604</u> |

**State of Arkansas Construction Assistance  
Revolving Loan Fund Program  
Statements of Cash Flows (Continued)  
Years Ended June 30, 2007 and 2006**

*In thousands*

|   | <b>2007</b> | <b>2006</b> |
|---|-------------|-------------|
| <b>Reconciliation of Operating Income to Net Cash Used In</b>   |             |             |
| <b>Operating Activities</b>                                     |             |             |
| Operating income  | \$ 7,417    | \$ 6,095    |
| Items not requiring (providing) operating activities cash flows |             |             |
| Amortization of bond issuance costs                             | 113         | 119         |
| Amortization of bond discounts and premiums                     | 27          | 28          |
| Amortization of deferred financing fees                         | (277)       | (291)       |
| Net appreciation of investments                                 | (561)       | (440)       |
| Changes in  |             |             |
| Accrued interest receivable                                     |             |             |
| Investments   | (70)        | 69          |
| Loans   | (140)       | 11          |
| Accounts receivable - borrowers                                 | (68)        | —           |
| Loans receivable  | (19,856)    | (13,584)    |
| Accounts payable  | 73          | 160         |
| Accrued interest payable  | (20)        | (15)        |
| Other assets  | 15          | 14          |
| Net cash used in operating activities                           | \$ (13,347) | \$ (7,834)  |

**State of Arkansas Construction Assistance  
Revolving Loan Fund Program  
Notes to Financial Statements  
June 30, 2007 and 2006**

**Note 1: Nature of Operations and Summary of Significant Accounting Policies**

***Nature of Operations and Reporting Entity***

The State of Arkansas Construction Assistance Revolving Loan Fund Program (the Program) was created pursuant to the 1987 Amendments (P.L.100-4) to the "Clean Water Act" (P.L.92-500) to provide a perpetual fund for financing the construction of wastewater treatment facilities for municipalities and other public entities. The Program is to be capitalized with federal grants and state matching funds on a ratio of five federal dollars to one state dollar.

As of July 2001, Arkansas Natural Resources Commission (ANRC), formerly known as Arkansas Soil and Water Conservation Commission, became the lead agency for the Program (previously led by Arkansas Department of Environmental Quality). As lead agency, ANRC is responsible for performing technical project reviews, monitoring construction, and coordinating the total management of the Program. Act 1243 of 2006 authorized the name change to ANRC, which has not had an impact on the Program. Arkansas Development Finance Authority (ADFA) serves as financial manager for the Program under an interagency agreement. ADFA is responsible for investing and disbursing funds as authorized by the lead agency, servicing loans, preparing and submitting monthly financial reports and annual financial statements, and procuring audit services. ADFA is reimbursed for Program administration costs through a calculation based on loans outstanding in accordance with the interagency agreement with ANRC. The amounts incurred to ADFA for administration costs for the years ending June 30, 2007 and 2006, were \$203,000 and \$194,000, respectively.

The Arkansas Agriculture Water Quality Loan Program (AAWQLP) is accounted for within the Program. Under the AAWQLP, ANRC establishes noninterest bearing cash accounts with financial institutions. In fiscal year 2007, an agreement was established with AgriBank in which AAWQLP would purchase a noninterest bearing bond in conjunction with loans made by Agribank under the AAWQLP guidelines. Loans are originated by the financial institution or Agribank and the farmers or property owners that provide for the installation of water quality, anti-pollution equipment. Interest income normally earned on these balances at the financial institutions or on the bond is used to reduce the interest rates applicable to the loans obtained by the farmers or other property owners. ANRC has established a Program contribution limit to AAWQLP in the amount of \$25 million. As of June 30, 2007, the AAWQLP had \$23.3 million in deposits and investments with various financial institutions.

***Use of Estimates***

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

**State of Arkansas Construction Assistance  
Revolving Loan Fund Program  
Notes to Financial Statements  
June 30, 2007 and 2006**

***Accounting Method***

The Program utilizes the proprietary fund method of accounting whereby operating revenues and expenses are distinguished from nonoperating items. Operating revenues and expenses generally result from providing services in connection with the principal ongoing operations. All revenues and expenses not meeting this definition are reported as nonoperating items. All revenues and expenses are recognized on the accrual basis. Pursuant to Governmental Accounting Standards Board (GASB) Statement No. 20, *Accounting and Financial Reporting for Proprietary Funds and Other Governmental Entities That Use Proprietary Fund Accounting*, the Program has elected not to apply the provisions of all relevant pronouncements of the Financial Accounting Standards Board (FASB) issued after November 30, 1989, unless the GASB specifically adopts such FASB Statements or Interpretations. The Program first applies restricted net assets when an expense or outlay is incurred for purposes for which both restricted and unrestricted net assets are available.

***Cash and Cash Equivalents***

The Program considers all liquid investments with original maturities of three months or less to be cash equivalents. At June 30, 2007 and 2006, cash equivalents of \$59.9 million and \$64.6 million, respectively, consisted primarily of money market mutual funds with variable interest rates.

Included in cash equivalents on the Program's balance sheet is the Fees and Expenses Fund with a balance of approximately \$7.0 million and \$4.0 million at June 30, 2007 and 2006, respectively. This account contains fees charged on loans of the Program, as allowed by the Environmental Protection Agency (EPA). These funds may be used at the discretion of ANRC to fund expenses of the Program.

***Investments***

Investments are carried at fair value. Fair value is determined using quoted market prices, if available.

***Bond Issuance Costs and Discounts and Premiums***

Costs related to issuing bonds and discounts and premiums on sales of bonds are capitalized and are amortized over the term of the bonds using the interest method. Early retirement of bonds results in the acceleration of amortization of bond issuance costs and discounts and premiums.

***Financing Fees***

The Program receives monthly financing fees from borrowers. Prior to 2000, the Program charged closing fees that were deferred and are currently being amortized into income ratably over the terms of the bonds outstanding.

# State of Arkansas Construction Assistance Revolving Loan Fund Program

## Notes to Financial Statements June 30, 2007 and 2006

### ***Net Assets Restricted by Bond Resolution and Program***

Net assets restricted by bond resolution and program represent funds restricted due to the specific provisions of the Program.

### ***Income Taxes***

As an essential government function of the State of Arkansas, the Program is exempt from income taxes under Section 115 of the Internal Revenue Code and a similar provision of state law.

## **Note 2: Deposits and Investments**

### ***Deposits***

Custodial credit risk is the risk that in the event of a bank failure, the Program's deposits may not be returned to it. The Program's deposit policy for custodial credit risk requires compliance with the provisions of state law and bond indentures. Deposits are collateralized for those amounts exceeding federal depository insurance, typically with obligations of the U.S. Treasury, U.S. agencies or instrumentalities or municipal bonds having an aggregate value at least equal to the amount of the deposits.

At June 30, 2007 and 2006, respectively, \$14.3 million and \$14.9 million of the Program's deposits of \$17.9 million and \$18.3 million were exposed to custodial credit risk as follows:

| <i>In thousands</i>  | <b>2007</b> | <b>2006</b> |
|--|-------------|-------------|
| Uninsured and uncollateralized   | \$ —        | \$ 9        |
| Uninsured and collateral held by pledging financial institution trust department or agent in other than the Program's name | 14,280      | 14,934      |
| Total  | \$ 14,280   | \$ 14,943   |

**State of Arkansas Construction Assistance  
Revolving Loan Fund Program  
Notes to Financial Statements  
June 30, 2007 and 2006**

**Investments**

Arkansas statutes and the Program's General Resolution authorizes the Program to invest in direct obligations of the U.S. Government; obligations on which the principal and interest are fully guaranteed, or are fully secured, insured, or covered by commitments or agreements to purchase by the U.S. Government; obligations of agencies and instrumentalities created by act of the United States Congress and authorized thereby to issue securities or evidence of indebtedness, regardless of guarantee of repayment by the U.S. Government; obligations of political subdivisions of the United States; certain obligations issued by the State Board of Education; short-term warrants of political subdivisions of the State of Arkansas and municipalities; the sale of federal funds with a maturity of not more than one business day; demand, savings or time deposits fully insured by a federal deposit insurance agency; repurchase agreements that are fully insured by obligations of the U.S. Government, any U.S. State or any political subdivision thereof; securities of, or other interest in, any open-end type investment company or investment trust registered under the Investment Company Act of 1940, and which is considered a money market fund, provided that the portfolio is limited principally to U.S. Government obligations and the investment company or trust takes delivery of collateral either directly or through an authorized custodian; guaranteed investment contracts; and bank certificates of deposit.

At June 30, 2007 and 2006, the Program had the following investments and maturities:

| <i>In thousands</i>             | <b>June 30, 2007</b> |                   |                            |                 |                 |
|---------------------------------|----------------------|-------------------|----------------------------|-----------------|-----------------|
|                                 | <b>Type</b>          | <b>Fair Value</b> | <b>Maturities in Years</b> |                 |                 |
|                                 |                      |                   | <b>Less than 1</b>         | <b>1-5</b>      | <b>6-10</b>     |
| U.S. Treasury obligations       | \$ 2,442             | \$ —              | \$ —                       | \$ 2,442        | \$ —            |
| U.S. agencies obligations       | 24,473               | 22,505            | 1,968                      | —               | —               |
| Money market mutual funds       | 41,979               | 41,979            | —                          | —               | —               |
| Guaranteed investment contracts | <u>6,513</u>         | <u>—</u>          | <u>—</u>                   | <u>3,640</u>    | <u>2,873</u>    |
|                                 | <u>\$ 75,407</u>     | <u>\$ 64,484</u>  | <u>\$ 1,968</u>            | <u>\$ 6,082</u> | <u>\$ 2,873</u> |

# State of Arkansas Construction Assistance Revolving Loan Fund Program

## Notes to Financial Statements June 30, 2007 and 2006

*In thousands*

| Type                            | June 30, 2006    |                     |                 |                 |                 |
|---------------------------------|------------------|---------------------|-----------------|-----------------|-----------------|
|                                 | Fair Value       | Maturities in Years |                 |                 |                 |
|                                 |                  | Less<br>than 1      | 1-5             | 6-10            | More<br>than 10 |
| U.S. Treasury obligations       | \$ 2,413         | \$ —                | \$ —            | \$ 2,413        | \$ —            |
| U.S. agencies obligations       | 28,094           | 26,168              | 1,926           | —               | —               |
| Money market mutual funds       | 46,268           | 46,268              | —               | —               | —               |
| Guaranteed investment contracts | 6,513            | —                   | —               | 3,640           | 2,873           |
| Municipal bonds                 | <u>2,095</u>     | <u>—</u>            | <u>2,095</u>    | <u>—</u>        | <u>—</u>        |
|                                 | <u>\$ 85,383</u> | <u>\$ 72,436</u>    | <u>\$ 4,021</u> | <u>\$ 6,053</u> | <u>\$ 2,873</u> |

*Interest Rate Risk* - As a means of limiting its exposure to fair value losses arising from rising interest rates, the Program's investments typically match the term of the corresponding bonds or limits the maturity to expected cash flow needs of the Program. The money market mutual funds are presented as an investment with a maturity of less than one year because they are redeemable in full immediately.

*Credit Risk* - Credit risk is the risk that the issuer or other counterparty to an investment will not fulfill its obligations. The Program's investments in U. S. agencies obligations not directly guaranteed by the U. S. government were rated "AAA" by Standard & Poor's and its investments in money market mutual funds were rated "AAAm" by Standard & Poor's and "Aaa" by Moody's Investors Service.

*Custodial Credit Risk* - For an investment, custodial credit risk is the risk that, in the event of the failure of the counterparty, the Program will not be able to recover the value of its investment or collateral securities that are in the possession of an outside party. The Program's investment in mutual funds and guaranteed investment contracts are not classified by custodial credit risk category as they are not evidenced by securities in physical or book entry form.

*Concentration of Credit Risk* - The Program places no limit on the amount that may be invested in any one issuer. Investments of the Program (not guaranteed by the U.S. government or considered mutual funds) representing 5% or more of total investments are as follows (in thousands):

| Issuer                                 | Fair Value | Percentage |
|--|------------|------------|
| Federal Home Loan Bank                 | \$ 10,994  | 15%        |
| Federal Home Loan Mortgage Corporation | 8,069      | 11%        |
| Federal Farm Credit Bank               | 5,410      | 7%         |

**State of Arkansas Construction Assistance  
Revolving Loan Fund Program  
Notes to Financial Statements  
June 30, 2007 and 2006**

**Summary of Carrying Values**

The carrying values of deposits and investments shown are included in the statements of net assets as follows:

| <i>In thousands</i>   | <b>2007</b>      | <b>2006</b>       |
|---|------------------|-------------------|
| Carrying value  |                  |                   |
| Deposits  | \$ 17,923        | \$ 18,336         |
| Investments   | <u>75,407</u>    | <u>85,383</u>     |
|   | <u>\$ 93,330</u> | <u>\$ 103,719</u> |
| <br>  |                  |                   |
| Included in the following statement of<br>net assets captions |                  |                   |
| Cash and cash equivalents                                     | \$ 59,902        | \$ 64,604         |
| Investments – restricted                                      | <u>33,428</u>    | <u>39,115</u>     |
|   | <u>\$ 93,330</u> | <u>\$ 103,719</u> |

**Note 3: Loans Receivable**

The Program originates loans with Arkansas municipalities, sewer improvement districts, and water facilities boards for financing the construction of wastewater treatment facilities. The loans are payable in semi-annual installments. At June 30, 2007 and 2006, such loans had a carrying value of approximately \$222.3 million and \$202.5 million, respectively, of which approximately \$51.5 million and \$46.1 million, respectively, are for projects still under construction. The loans bear interest ranging from 2.0% to 4.0%, and are collateralized by special assessments, by user charges, or by sales and use tax bonds issued by the municipalities, sewer improvement districts and water facilities board.

Through the years ended June 30, 2007 and 2006, \$369.9 million and \$367.6 million, respectively, in cumulative loans had been approved for funding. At June 30, 2007 and 2006, \$22.1 million and \$54.2 million, respectively, remained encumbered and awaiting disbursement to loan recipients.

**State of Arkansas Construction Assistance  
Revolving Loan Fund Program  
Notes to Financial Statements  
June 30, 2007 and 2006**

**Note 4: Bonds Payable**

Bonds payable was as follows at June 30:

| <i>In thousands</i> |                                    |                      |                  |      |                  |
|---------------------|------------------------------------|----------------------|------------------|------|------------------|
| Series              | Interest Rate Range                | Final Maturity Dates | 2007             | 2006 |                  |
| 1995-A              |                                    |                      |                  |      |                  |
| Serial              | 5.20% - 5.30%                      | 12/1/2007            | \$ 340           | \$   | 990              |
| 1996-A              |                                    |                      |                  |      |                  |
| Serial              | 5.20%                              | 12/1/2006            | —                |      | 350              |
| 1999-A              |                                    |                      |                  |      |                  |
| Serial              | 4.00% - 4.60%                      | 12/1/2013            | 5,860            |      | 6,590            |
| Term 1              | 4.88%                              | 6/1/2017             | 4,170            |      | 4,170            |
| Term 2              | 5.00%                              | 6/1/2022             | 6,155            |      | 6,155            |
| 2001-A              |                                    |                      |                  |      |                  |
| Serial              | 4.00% - 5.50%                      | 12/1/2017            | 18,350           |      | 19,555           |
| Term 1              | 5.50%                              | 12/1/2013            | 3,170            |      | 3,170            |
| Term 2              | 5.50%                              | 12/1/2014            | 3,360            |      | 3,360            |
| Term 3              | 5.50%                              | 12/1/2015            | 4,840            |      | 4,840            |
| Term 4              | 5.50%                              | 12/1/2018            | 1,750            |      | 1,750            |
| Term 5              | 5.50%                              | 12/1/2019            | 1,345            |      | 1,345            |
| 2005-A              |                                    |                      |                  |      |                  |
| Serial              | 3.00% - 5.00%                      | 6/1/2015             | 20,785           |      | 23,030           |
| Term 1              | 5.00%                              | 12/1/2012            | 3,435            |      | 3,435            |
| Term 2              | 5.00%                              | 12/1/2013            | 3,290            |      | 3,290            |
| Term 3              | 5.00%                              | 12/1/2014            | 1,925            |      | 1,925            |
|                     |                                    |                      | <u>78,775</u>    |      | <u>83,955</u>    |
|                     | Unamortized discounts and premiums |                      | <u>(199)</u>     |      | <u>(226)</u>     |
|                     |                                    |                      | <u>\$ 78,576</u> |      | <u>\$ 83,729</u> |

Activity in bonds payable for 2007 was as follows:

| <i>In thousands</i> | Beginning Balance | Additions   | Reductions        | Ending Balance   | Amount Due within One Year |
|---------------------|-------------------|-------------|-------------------|------------------|----------------------------|
| 1995-A              | \$ 990            | \$ —        | \$ (650)          | \$ 340           | \$ 340                     |
| 1996-A              | 350               | —           | (350)             | —                | —                          |
| 1999-A              | 16,915            | —           | (730)             | 16,185           | 770                        |
| 2001-A              | 34,020            | —           | (1,205)           | 32,815           | 1,980                      |
| 2005-A              | <u>31,680</u>     | <u>—</u>    | <u>(2,245)</u>    | <u>29,435</u>    | <u>2,720</u>               |
| Total bonds payable | <u>\$ 83,955</u>  | <u>\$ 0</u> | <u>\$ (5,180)</u> | <u>\$ 78,775</u> | <u>\$ 5,810</u>            |

# State of Arkansas Construction Assistance Revolving Loan Fund Program

## Notes to Financial Statements

June 30, 2007 and 2006

The principal amount shown above differs from the amount on the balance sheet due to unamortized discounts and premiums of approximately \$199,000.

Activity in bonds payable for 2006 was as follows:

| <i>In thousands</i> | <b>Beginning<br/>Balance</b> | <b>Additions</b> | <b>Reductions</b> | <b>Ending<br/>Balance</b> | <b>Amount Due<br/>within One<br/>Year</b> |
|---------------------|------------------------------|------------------|-------------------|---------------------------|---|
| 1995-A              | \$ 1,600                     | \$ —             | \$ (610)          | \$ 990                    | \$ 650                                    |
| 1996-A              | 1,020                        | —                | (670)             | 350                       | 350                                       |
| 1999-A              | 17,615                       | —                | (700)             | 16,915                    | 730                                       |
| 2001-A              | 34,825                       | —                | (805)             | 34,020                    | 1,205                                     |
| 2005-A              | <u>33,850</u>                | <u>—</u>         | <u>(2,170)</u>    | <u>31,680</u>             | <u>2,245</u>                              |
| Total bonds payable | <u>\$ 88,910</u>             | <u>\$ 0</u>      | <u>\$ (4,955)</u> | <u>\$ 83,955</u>          | <u>\$ 5,180</u>                           |

The principal amount shown above differs from the amount on the balance sheet due to unamortized discounts and premiums of approximately \$226,000.

Annual debt service requirements to maturity for bonds payable are as follows:

| <i>In thousands</i>                | <b>Principal</b> | <b>Interest</b>  |
|------------------------------------|------------------|------------------|
| 2008                               | \$ 5,810         | \$ 3,678         |
| 2009                               | 6,525            | 3,426            |
| 2010                               | 6,850            | 3,146            |
| 2011                               | 7,165            | 2,886            |
| 2012                               | 7,255            | 2,577            |
| 2013-2017                          | 34,845           | 7,096            |
| 2018-2022                          | <u>10,325</u>    | <u>1,136</u>     |
|                                    | 78,775           | 23,945           |
| Unamortized discounts and premiums | <u>(199)</u>     | <u>—</u>         |
|                                    | <u>\$ 78,576</u> | <u>\$ 23,945</u> |

**State of Arkansas Construction Assistance  
Revolving Loan Fund Program  
Notes to Financial Statements  
June 30, 2007 and 2006**

***Defeasances***

In prior years, the Program defeased certain bonds by placing proceeds of new bonds in irrevocable trusts to provide for all future debt service payments of old bonds. Accordingly, those trust account assets and the liability for the defeased bonds are not included in these financial statements. As of June 30, 2007, all defeased bonds had matured.

**Note 5: Significant Estimates and Concentrations**

Accounting principles generally accepted in the United States of America require disclosure of certain significant estimates and current vulnerabilities due to certain concentrations. Those matters include the following:

***Economic Dependency***

The Program is economically dependent upon revenue from the EPA. During 2007 and 2006, the Program received 42% and 53%, respectively, of total revenue in the form of federal grants.

***Contingency***

The Program is capitalized by state and federal grant programs, which are governed by various rules and regulations of the grantor agencies. Costs charged to the respective grant programs are subject to audit and adjustments by the grantor agencies; therefore, to the extent that the Program has not complied with the rules and regulations governing the grants, refunds of any money received may be required, and the collectibility of any related receivable at June 30, 2007 and 2006, may be impaired. In the opinion of the management of the Program, there are no significant contingent liabilities relating to compliance with the rules and regulations governing the respective grants; therefore, no provision has been recorded in the accompanying financial statements for such a contingency.

## **Supplementary Information**

**State of Arkansas Construction Assistance  
Revolving Loan Fund Program  
Combining Statement of Net Assets  
June 30, 2007**

| <i>In thousands</i>                                       | <u>Revolving<br/>Loan Fund</u> | <u>Fees and<br/>Expenses</u> | <u>Total</u>      |
|---|--------------------------------|------------------------------|-------------------|
| <b>Current Assets</b>                                     |                                |                              |                   |
| Cash and cash equivalents                                 | \$ 52,867                      | \$ 7,035                     | \$ 59,902         |
| Accrued interest receivable                               |                                |                              |                   |
| Investments   | 357                            | 43                           | 400               |
| Loans   | 362                            | —                            | 362               |
| Accounts receivable                                       |                                |                              |                   |
| Environmental Protection Agency                           | —                              | 165                          | 165               |
| Borrowers   | <u>—</u>                       | <u>141</u>                   | <u>141</u>        |
| Total current assets                                      | <u>53,586</u>                  | <u>7,384</u>                 | <u>60,970</u>     |
| <b>Noncurrent Assets</b>                                  |                                |                              |                   |
| Investments – restricted                                  | 31,460                         | 1,968                        | 33,428            |
| Loans receivable – restricted                             |                                |                              |                   |
| Construction  | 222,108                        | —                            | 222,108           |
| Wetlands Mitigation                                       | 200                            | —                            | 200               |
| Other assets  | <u>731</u>                     | <u>—</u>                     | <u>731</u>        |
| Total noncurrent assets                                   | <u>254,499</u>                 | <u>1,968</u>                 | <u>256,467</u>    |
| Total assets  | <u>308,085</u>                 | <u>9,352</u>                 | <u>317,437</u>    |
| <b>Current Liabilities</b>                                |                                |                              |                   |
| Accounts payable  | 318                            | 202                          | 520               |
| Accrued interest payable                                  | 310                            | —                            | 310               |
| Bonds payable - current portion                           | <u>5,810</u>                   | <u>—</u>                     | <u>5,810</u>      |
| Total current liabilities                                 | <u>6,438</u>                   | <u>202</u>                   | <u>6,640</u>      |
| <b>Noncurrent Liabilities</b>                             |                                |                              |                   |
| Deferred fees   | 93                             | 1,424                        | 1,517             |
| Bonds payable, net of unamortized premiums<br>(discounts) | <u>72,766</u>                  | <u>—</u>                     | <u>72,766</u>     |
| Total noncurrent liabilities                              | <u>72,859</u>                  | <u>1,424</u>                 | <u>74,283</u>     |
| Total liabilities   | <u>79,297</u>                  | <u>1,626</u>                 | <u>80,923</u>     |
| <b>Net Assets</b>   |                                |                              |                   |
| Restricted for program requirements                       | \$ <u>228,788</u>              | \$ <u>7,726</u>              | \$ <u>236,514</u> |

**State of Arkansas Construction Assistance  
Revolving Loan Fund Program  
Combining Statement of Revenues, Expenses and Changes in Net Assets  
Year Ended June 30, 2007**

| <i>In thousands</i>                           | <b>Revolving<br/>Loan Fund</b> | <b>Fees and<br/>Expenses</b> | <b>Total</b>      |
|---|--------------------------------|------------------------------|-------------------|
| <b>Operating Revenues</b>                     |                                |                              |                   |
| Interest on investments                       | \$ 2,883                       | \$ 426                       | \$ 3,309          |
| Interest on loans                             | 5,604                          | —                            | 5,604             |
| Financing fees                                | 30                             | 2,210                        | 2,240             |
| Net increase in the fair value of investments | <u>529</u>                     | <u>32</u>                    | <u>561</u>        |
| Total operating revenues                      | <u>9,046</u>                   | <u>2,668</u>                 | <u>11,714</u>     |
| <b>Operating Expenses</b>                     |                                |                              |                   |
| Program administration                        | 13                             | 269                          | 282               |
| Bond interest                                 | 3,875                          | —                            | 3,875             |
| Amortization of bond issuance costs           | 113                            | —                            | 113               |
| Amortization of bond discounts and premiums   | <u>27</u>                      | <u>—</u>                     | <u>27</u>         |
| Total operating expenses                      | <u>4,028</u>                   | <u>269</u>                   | <u>4,297</u>      |
| <b>Operating Income</b>                       | 5,018                          | 2,399                        | 7,417             |
| <b>Nonoperating Revenue</b>                   |                                |                              |                   |
| Federal grants                                | <u>8,161</u>                   | <u>446</u>                   | <u>8,607</u>      |
| <b>Income Before Transfers In (Out)</b>       | 13,179                         | 2,845                        | 16,024            |
| <b>Transfers In (Out)</b>                     | <u>1,945</u>                   | <u>(2,809)</u>               | <u>(864)</u>      |
| <b>Change in Net Assets</b>                   | 15,124                         | 36                           | 15,160            |
| <b>Net Assets, Beginning of Year</b>          | <u>213,664</u>                 | <u>7,690</u>                 | <u>221,354</u>    |
| <b>Net Assets, End of Year</b>                | <u>\$ 228,788</u>              | <u>\$ 7,726</u>              | <u>\$ 236,514</u> |

**State of Arkansas Construction Assistance  
Revolving Loan Fund Program  
Combining Statement of Cash Flows  
Year Ended June 30, 2007**

| <i>In thousands</i>  | <b>Revolving<br/>Loan Fund</b> | <b>Fees and<br/>Expenses</b> | <b>Total</b>     |
|--|--------------------------------|------------------------------|------------------|
| <b>Operating Activities</b>                                    |                                |                              |                  |
| Interest received on investments                               | \$ 2,798                       | \$ 462                       | \$ 3,260         |
| Interest received on loans                                     | 5,464                          | —                            | 5,464            |
| Financing fee income received                                  | —                              | 1,895                        | 1,895            |
| Loan disbursements   | (34,433)                       | —                            | (34,433)         |
| Principal repayments on loans                                  | 14,577                         | —                            | 14,577           |
| Cash paid for interest   | (3,895)                        | —                            | (3,895)          |
| Cash paid for program administration                           | <u>44</u>                      | <u>(259)</u>                 | <u>(215)</u>     |
| Net cash (used in) provided by operating activities            | <u>(15,445)</u>                | <u>2,098</u>                 | <u>(13,347)</u>  |
| <b>Noncapital Financing Activities</b>                         |                                |                              |                  |
| Repayment of long-term debt                                    | (5,180)                        | —                            | (5,180)          |
| Transfers in (out)   | 1,945                          | (2,809)                      | (864)            |
| Nonoperating grants received                                   | <u>8,162</u>                   | <u>279</u>                   | <u>8,441</u>     |
| Net cash provided by (used in) noncapital financing activities | <u>4,927</u>                   | <u>(2,530)</u>               | <u>2,397</u>     |
| <b>Investing Activities</b>                                    |                                |                              |                  |
| Proceeds from maturities of investments                        | 40,611                         | 3,500                        | 44,111           |
| Purchase of investments  | <u>(37,863)</u>                | <u>—</u>                     | <u>(37,863)</u>  |
| Net cash provided by investing activities                      | <u>2,748</u>                   | <u>3,500</u>                 | <u>6,248</u>     |
| <b>(Decrease) Increase in Cash and Cash<br/>Equivalents</b>    | <b>(7,770)</b>                 | <b>3,068</b>                 | <b>(4,702)</b>   |
| <b>Cash and Cash Equivalents, Beginning of Year</b>            | <u>60,637</u>                  | <u>3,967</u>                 | <u>64,604</u>    |
| <b>Cash and Cash Equivalents, End of Year</b>                  | <u>\$ 52,867</u>               | <u>\$ 7,035</u>              | <u>\$ 59,902</u> |

**State of Arkansas Construction Assistance  
Revolving Loan Fund Program  
Combining Statement of Cash Flows (Continued)  
Year Ended June 30, 2007**

| <i>In thousands</i>  | <b>Revolving<br/>Loan Fund</b> | <b>Fees and<br/>Expenses</b> | <b>Total</b> |
|--|--------------------------------|------------------------------|--------------|
| <b>Reconciliation of Operating Income to Net<br/>Cash Provided By (Used In) Operating<br/>Activities</b> |                                |                              |              |
| Operating income   | \$ 5,018                       | \$ 2,399                     | \$ 7,417     |
| Items not requiring (providing) operating<br>activities cash flows                                       |                                |                              |              |
| Amortization of bond issuance costs  | 113                            | —                            | 113          |
| Amortization of bond discounts and<br>premiums   | 27                             | —                            | 27           |
| Amortization of deferred financing fees  | (29)                           | (248)                        | (277)        |
| Net depreciation of investments  | (529)                          | (32)                         | (561)        |
| Changes in   |                                |                              |              |
| Accrued interest receivable  |                                |                              |              |
| Investments  | (106)                          | 36                           | (70)         |
| Loans  | (140)                          | —                            | (140)        |
| Accounts receivable – borrowers  | —                              | (68)                         | (68)         |
| Loans receivable   | (19,856)                       | —                            | (19,856)     |
| Accounts payable   | 64                             | 9                            | 73           |
| Accrued interest payable   | (20)                           | —                            | (20)         |
| Other assets   | 13                             | 2                            | 15           |
|  | \$ (15,445)                    | \$ 2,098                     | \$ (13,347)  |
| Net cash (used in) provided by<br>operating activities   | \$ (15,445)                    | \$ 2,098                     | \$ (13,347)  |