THE TOWN OF LEESBURG, VIRGINIA

COMPREHENSIVE ANNUAL FINANCIAL REPORT YEAR ENDED JUNE 30, 2012

Prepared by the Department of Finance

TOWN OF LEESBURG, VIRGINIA

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INTRODUCTORY SECTION



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December 14, 2012

Honorable Mayor, Members of Town Council, and Residents of the Town of Leesburg:

We are pleased to present the Comprehensive Annual Financial Report (CAFR) for the Town of Leesburg (the Town) for the fiscal year ended June 30, 2012. This report is designed to present fairly the financial position of the governmental activities, the business-type activities, and each major fund of the Town in all material respects and to demonstrate compliance with applicable finance-related legal and contractual provisions. The CAFR includes all disclosures necessary to enable the reader to gain the maximum understanding of the financial affairs of the Town. The management's discussion and analysis (MD&A) summarizes the Town's financial position and activities for the fiscal year ended June 30, 2012.

The Department of Finance has prepared this report in accordance with the following standards:

- Accounting principles generally accepted in the United States of America (GAAP), which are uniform minimum standards and guidelines for financial accounting and reporting;
- Governmental accounting and financial reporting statements, interpretations and technical bulletins issued by the Governmental Accounting Standards Board (GASB) and;
- Uniform financial reporting standards for counties, cities, and towns issued by the Commonwealth of Virginia's Auditor of Public Accounts (APA).

Responsibility for the accuracy of the data and the completeness and fairness of the information presented in the CAFR, including disclosures, rests with Town management. To the best of our knowledge and belief, the enclosed financial statements, schedules, and tables are complete and accurate in all material respects.

Profile of the Town

The Town is located in the Virginia Piedmont between the foothills of the Blue Ridge Mountains and the Potomac River, 35 miles northwest of Washington, D.C. The Town covers approximately 12 square miles, with elevations ranging from 275 feet to 425 feet above sea level.

Established in 1758, Leesburg is the seat of government for Loudoun County. The Town's rich history spans three centuries. Originally, a settlement called George Town in honor of the reigning monarch of Great Britain, the Town was renamed to honor the influential Lee family of Virginia.

During the War of 1812, the Town served as the temporary capital of the United States when valuable papers of the federal government including the Declaration of Independence and the

the Civil War Battle of Ball's Bluff fought on the banks of the Potomac River. The 1861 battle claimed the life of Col. Edward Baker, a close friend of President Lincoln, and spawned a congressional committee to investigate the conduct of the war. The battlefield is marked by one of America's smallest national cemeteries.

In the 20th century, the Town was the home of World War II general, and later U. S. Secretary of State, George C. Marshall, architect of the famous Marshall Plan that re-built Europe after the war. Radio personality Arthur Godfrey, who donated land for the Town's first airport, also called Leesburg home.

Today, the Town continues to serve as the center of government and commerce for Loudoun County. The Old and Historic District was placed on the National Registry of Historic Places in 1970 and cited as one of the best preserved and most picturesque downtowns in Virginia. In the September 2011 edition of Money magazine, the Town of Leesburg was listed as one of the "best places to live in America."

Overview of Town Government

The Town has operated under the council-manager form of government since 1962. The Town Council is the governing body of the Town and is empowered by the Town Charter to make Town policy. Six of the seven Town Council members are elected at large for four-year overlapping terms and the Mayor, also a member of Council, is elected for a two-year term.

The Council appoints the Town Manager who is the chief executive officer of the Town. The Town Manager serves at the pleasure of Council, carries out its policies, directs business procedures, and has the power of appointment and removal of all Town employees. Duties and responsibilities of the Town Manager include preparation, submission and administration of the operating and capital budgets, advising Council on the affairs of the Town, enforcement of the Town Charter and laws of the Town, and direction and supervision of all departments.

The Town Council in its legislative role as the governing body adopts ordinances and resolutions and establishes the general policies of the Town. The Council also sets tax rates and adopts the operating and capital budgets.

The Town has eleven operating departments: finance; police; public works; planning and zoning; plan review; parks and recreation; utilities; information technology; human resources; capital projects management; and airport operations. Each department has a director or manager who reports to the Town Manager.

Local Economy Condition and Outlook

The Town's economy is not immune from the economic challenges; however, the fiscal state of the Town remains strong. The Town faces these challenges with confidence, based on a proven financial track record. The Town's successes are shared accomplishments combining skill, experience and dedication from elected officials, appointed officials, employees, and citizens.

Faced with changing resources, especially in federal spending, taxation, and state assistance, the Town must continue to plan and manage its funding sources carefully.

Falling within the Washington, D.C. metropolitan area, the Town's economic and demographic conditions reflect the prevailing conditions of the region. Though the unemployment rate for the Town has remained rather stable, only decreasing slightly, over the last two years from 4.7% to 3.8%, the Town continues to be well below the Virginia and national rates of unemployment. This can be attributed in large part to Leesburg's location in Northern Virginia and its close proximity to Washington, D.C. and the federal government.

Looking realistically to the future, it is evident that the economic recovery appears modest at best. Residential property values have stabilized and have increased slightly; revenues from consumer spending are beginning to trend upward; investment earnings are almost nonexistent; and federal and state revenues have declined and are uncertain. In planning for a future based on this new economic reality, the Town needs to be able to tell residents, the business community, and the workforce the following: 1) how it is going to operate in the future; 2) what services will be provided and at what levels; and 3) what type of organization we will be. The FY 2013 budget answered these questions by establishing a long-range budget plan that balanced services and capital investments with taxpayer affordability.

The FY 2013 budget was adopted based on the Town Council's established strategic goal to achieve long-term budget sustainability in addition to its established Strategic Focus Areas of

- Economic Development and Downtown Improvements
- Operational Efficiency and Fiscal Management
- Community Safety/Quality of Life
- Land Development Process Improvements
- Capital Infrastructure
- Legislative Initiatives

The importance of long-term budget sustainability was evident in light of the effects of the severe recession on our residents and its ripple impacts on the federal, state, and county governments. The Town of Leesburg under the Council's direction has worked its way through the past few years with strategic reductions in costs, increased staff efficiency, and deferral of certain costs while providing Town employees with modest pay increases. During this time, the Council has provided the policy leadership that has allowed the Town to maintain most services with limited service level impacts and stabilized real estate tax bills while maintaining a healthy financial position in accordance with our fiscal policies.

Financial Condition

The Town government continues to be in very sound financial condition as demonstrated by the financial statements and schedules included in this CAFR. Within the context of a fiscally prudent budget, the Town has maintained the level of services provided to residents and taxpayers, achieved many of the programmatic goals and enhanced the quality of life of the residents of the Town.

The need to moderate real estate tax rates continued to exert pressure on maintaining services at existing levels and to maintain the capital promises to the residents. Keeping existing programs funded and addressing the continuing demands of the community also put a strain on the budgeting process. The Town Council adopted a strategic plan to ensure focus was maintained on Town priorities. The six priority areas that reflect the key issues of interest and concern facing the community are:

- promote financial stability by establishing clear, concise and consistent guidelines;
- direct attention to the total financial picture of the Town rather than to single issues;
- promote the view of linking long-term financial planning with day-to-day operations;
- provide the Town Council, Town Manager, residents and taxpayers with a framework for measuring the impact of services against established fiscal guidelines;
- contribute significantly to the Town's ability to shield itself from fiscal crises; and
- enhance short- and long-term credit availability by helping to achieve and maintain the highest credit and bond ratings possible.

The Town's investment policy is limited by the Virginia Security for Public Deposits Act in utilizing depositories that have been qualified for investments by the Commonwealth of Virginia. Accordingly, deposits were either insured by federal depository insurance or highly collateralized. Funds are invested in cash and cash equivalents with maturities planned to coincide with cash needs. Idle funds available for longer periods of time are invested in the State-maintained Local Government Investment Pool and the State Non-Arbitrage Pool.

Budgetary Accounting and Internal Controls

The Town's budget is prepared on the basis of funds, which are fiscal and accounting entities with a self-balancing set of accounts recording eash and other financial resources, together with all related liabilities and residual equities or balances, and changes therein. The funds are segregated for the purpose of carrying on specific activities in accordance with special regulations, restrictions and limitations.

The types of funds used by the Town include governmental funds (general fund and capital projects fund) and a proprietary fund (utilities fund). All funds are subject to appropriation by the Town Council. The Town maintains budgetary controls designed to monitor compliance with expenditure limitations contained in annual budget appropriations approved by the Town Council. The level of budgetary control (the level at which expenditures cannot legally exceed the appropriated amount) is established by department within the General Fund. The Town Manager has authority to amend or transfer appropriations between departments. The Town also maintains an encumbrance recording system as one technique for accomplishing budgetary control. Open encumbrances for the General Fund are reported as assigned on the fund balance at the end of the year. Capital Projects fund balance is committed for scheduled projects and has been reported as committed on the fund balance at the end of the fiscal year.

Town management is responsible for establishing and maintaining internal controls designed to ensure that the assets of the Town are protected from loss, theft or misuse. Internal controls are intended to provide reasonable, but not absolute, assurance that these objectives are met. The

Department of Finance is always reviewing and assessing the soundness and adequacy of the Town's financial systems and internal controls to ensure the strongest possible structure has been established and maintained.

Other Information

Independent Audit. Section 2-161 of the Town Code requires an annual audit of the financial affairs of the Town by a qualified and competent certified accountant. Further, 15.2-2511 of the Code of Virginia requires an annual audit be performed by independent certified public accountants. Audits must be performed in accordance with auditing standards generally accepted in the United States of America and the standards set forth in the Government Accountability Office's Government Auditing Standards. In addition, the auditor must conduct the compliance examinations required by the Single Audit Act Amendments of 1996, the related U.S. Office of Management and Budget's Circular A-133, and the Specifications for Audits of Counties, Cities and Towns issued by the Auditor of Public Accounts of the Commonwealth of Virginia. The Town Council has selected the accounting firm of PBGH, LLP to perform these audit services. The accounting firm's reports are presented in the financial section and the compliance section of this report.

Certificate of Achievement for Excellence. The Government Finance Officers Association of the United States and Canada (GFOA) awarded the Town a Certificate of Achievement for Excellence in Financial Reporting to the Town for its Comprehensive Annual Financial Report for the fiscal year ended June 30, 2011. The GFOA awards a certificate to governmental units that exemplify excellence in financial reporting and conform to stringent reporting requirements promulgated by that association and various authoritative bodies.

To earn a Certificate of Achievement, a CAFR must be clear, thorough and understandable. The report must be efficiently organized, employ certain standardized terminology and formatting conventions, minimize ambiguities and potentials for misleading inference, enhance understanding of current generally accepted accounting theory, and demonstrate a constructive "spirit of full disclosure".

A Certificate of Achievement is valid for a period of one year only. We believe our current report continues the 25-year tradition of conforming to the Certificate of Achievement Program requirements and standards. We are submitting this CAFR to GFOA to determine its eligibility for another certificate for fiscal year 2012.

Acknowledgements. This report was prepared by the professional staff of the Department of Finance. The staff's hard work, dedication and continuing efforts to improve the quality of this report directly benefit all who read and use it. Special recognition goes to Kim Williams, deputy director of finance/controller; Kathleen Ault, accounting manager; and Carrie Curry, staff accountant, for their technical expertise, review and dedicated service in the preparation of this CAFR.

This Comprehensive Annual Financial Report reflects the commitment of the Town Council and administration to the residents and taxpayers of Leesburg and the financial community to provide information in conformance with the highest standards of financial accountability.

Sincerely,

John Wells Town Manager

Norman D. Butts Director of Finance

Man Dath

Certificate of Achievement for Excellence in Financial Reporting

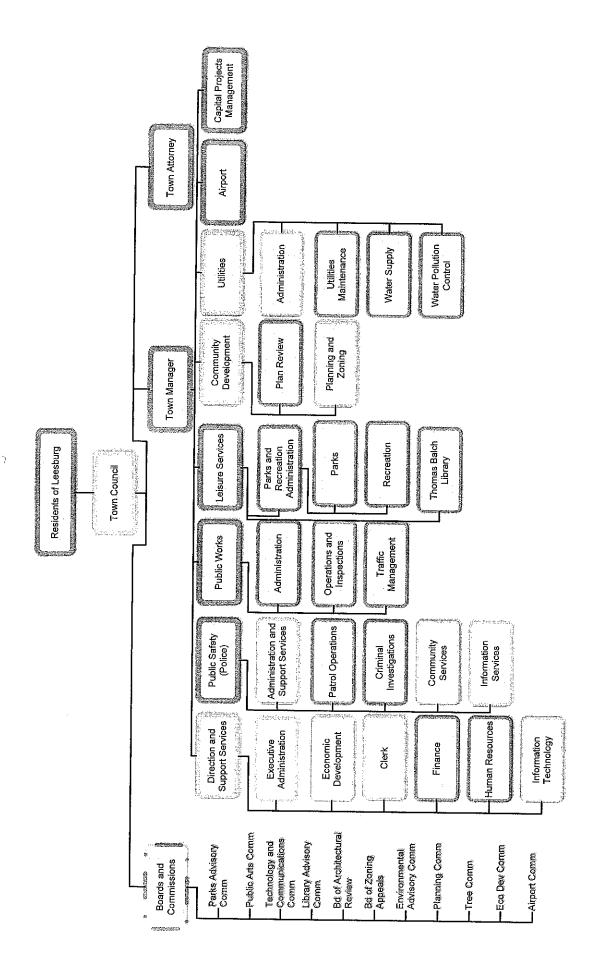
Presented to

Town of Leesburg Virginia

For its Comprehensive Annual
Financial Report
for the Fiscal Year Ended
June 30, 2011

A Certificate of Achievement for Excellence in Financial Reporting is presented by the Government Finance Officers Association of the United States and Canada to government units and public employee retirement systems whose comprehensive annual financial reports (CAFRs) achieve the highest standards in government accounting and financial reporting.





TOWN OF LEESBURG, VIRGINIA

LIST OF PRINCIPAL OFFICIALS June 30, 2012

TOWN COUNCIL

Kristen C. Umstattd, Mayor Kevin D. Wright, Vice Mayor Kelly Burk David S. Butler Thomas S. Dunn, II Katie Sheldon Hammler Fernando "Marty" Martinez

TOWN OFFICIALS

John Wells, Town Manager
Kaj Dentler, Deputy Town Manager
Norman D. Butts, Director of Finance
Jeanette Irby, Town Attorney
Lee Ann Green, Clerk of Council
Thomas A. Mason, Director of Public Works
Susan Berry-Hill, Director of Planning and Zoning
Amy Wyks, Director of Utilities
Rich Williams, Director of Parks and Recreation
Nancy Fixx, Director of Human Resources
Annie Carlson, Information Technology Manager
Joseph R. Price, Police Chief
William Ackman, Director of Plan Review
Scott Coffman, Airport Manager



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FINANCIAL SECTION



INDEPENDENT AUDITOR'S REPORT

To the Honorable Mayor and Members of Council Town of Leesburg, Virginia Leesburg, Virginia

We have audited the accompanying financial statements of the governmental activities, the business-type activities and each major fund of the Town of Leesburg, Virginia, (Town) as of and for the year ended June 30, 2012, which collectively comprise the Town's basic financial statements as listed in the table of contents. These financial statements are the responsibility of the Town's management. Our responsibility is to express opinions on these financial statements based on our audit.

We conducted our audit in accordance with auditing standards generally accepted in the United States of America; the standards applicable to financial audits contained in *Government Auditing Standards*, issued by the Comptroller General of the United States; and *Specifications for Audits of Counties, Cities and Towns*, issued by the Auditor of Public Accounts of the Commonwealth of Virginia. Those standards and specifications 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 consideration of internal control over financial reporting as a basis for designing audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Town's internal control over financial reporting. Accordingly, we express no such opinion. 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 audit provides a reasonable basis for our opinions.

In our opinion, the financial statements referred to above present fairly, in all material respects, the respective financial position of the governmental activities, the business-type activities, each major fund, and the budgetary comparison for the General Fund of the Town, as of June 30, 2012, and the respective changes in financial position and cash flows, where applicable, thereof for the year then ended in conformity with accounting principles generally accepted in the United States of America.

In accordance with *Government Auditing Standards*, we have also issued our report dated December 14, 2012 on our consideration of the Town'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.

Accounting principles generally accepted in the United States of America require that the Management's Discussion and Analysis and the required supplementary information on pages 12-29 and 76 be presented to supplement the basic financial statements. Such information, although not a part of the basic financial statements, is required by the Governmental Accounting Standards Board who considers it to be an essential part of financial reporting for placing the basic financial statements in an appropriate operational, economic, or historical context. We have applied certain limited procedures to the required supplementary information in accordance with auditing standards generally accepted in the United States of America, which consisted of inquiries of management about the methods of preparing the information and comparing the information for consistency with management's repsonses to our inquiries, the basic financial statements, and other knowledge we obtained during our audit of the basic financial statements. We do not express an opinion or provide any assurance on the information because the limited procedures do not provide us with sufficient evidence to express an opinion or provide any assurance.

Our audit was conducted for the purpose of forming opinions on the financial statements that collectively comprise the Town's basic financial statements. The accompanying Schedule of Expenditures of Federal Awards is presented for purposes of additional analysis, as required by the U.S. Office of Management and Budget Circular A-133, Audits of States, Local Government, and Non-Profit Organizations, and is not a required part of the basic financial statements. The accompanying schedules listed in the table of contents as supplemental schedules are presented for purposes of additional analysis and are not a required part of the basic financial statements. Such information is the responsibility of management and was derived from and relates directly to the underlying accounting and other records used to prepare the financial statements. The information has been subjected to the auditing procedures applied in the audit of the basic financial statements and certain additional procedures, including comparing and reconciling such information directly to the underlying accounting and other records used to prepare the financial statements or to the financial statements themselves, and other additional procedures in accordance with auditing standards generally accepted in the United States of America. In our opinion, the information is fairly stated in all material respects in relation to the basic financial statements as a whole.

Our audit was conducted for the purpose of forming opinons on the Town's basic financial statements. The accompanying introductory and statistical sections, as listed in the table of contents, are presented for purposes of additional analysis and are not a required part of the basic financial statements. Such information has not been subjected to the auditing procedures applied to the audit of the basic financial statements and, accordingly, we do not express an opinion or provide any assurance on it.

PBGH, LLP

Harrisonburg, Virginia December 14, 2012

MANAGEMENT'S DISCUSSION AND ANALYSIS

The Town of Leesburg, Virginia (Town) presents the following management discussion and analysis (MD&A) as an overview of the Town's financial position and activities for the fiscal year ending June 30, 2012. We encourage readers to read this discussion and analysis in conjunction with the letter of transmittal from the Town Manager and the Director of Finance and the Town's basic financial statements and related notes, which are also contained in this Comprehensive Annual Financial Report (CAFR).

USING THE FINANCIAL SECTION OF THIS CAFR REPORT

This Comprehensive Annual Financial Report consists of four sections: introductory, financial, statistical, and compliance. As the following chart shows, the financial section of this report has four components – management's discussion and analysis (this section), basic financial statements, required supplementary information and other supplementary information.

Components of the Financial Section

Required Basic Other Management's Supplementary Financial Supplementary Discussion & Information Information Analysis Statements Notes to the Government-wide Fund **Financial** Financial Financial Statements **Statements** Statements

The Town's financial statements present two perspectives of the Town's finances, one for the Town as a whole (government-wide) and the fund financial statements. The government-wide financial statements provide information on an accrual basis and focus on both long-term and short-term information about the Town's overall financial condition. The fund financial statements provide information on a current financial resource basis only and focus on the individual parts of the Town government, reporting the Town's operations in more detail than in the government-wide statements. Both perspectives (government-wide and individual funds) allow the user to address relevant financial questions, broaden the basis of comparison (year to year or government to government) and enhance the Town's accountability.

GOVERNMENT-WIDE STATEMENTS

The government-wide statements report information about the Town as a whole using accounting methods similar to private-sector companies. Specifically, the Statement of Net Assets (Exhibit 1) and the Statement of Activities (Exhibit 2), report information about the Town's assets, liabilities and its activities using the accrual basis of accounting. Revenues are recorded and presented in these financial statements in the year in which they are earned, and expenses are recognized in the period in which they were incurred, regardless of when cash is received or paid.

Revenues and expenses are the principal factors affecting the change in the Town's net assets as shown in Exhibit 2, while the Town's total net assets cumulated over time are presented in Exhibit 1 as the difference between the Town's total assets and liabilities. At June 30, 2012, this statement presents the Town's net position as of a snapshot in time. The Town's net position is one way to measure the Town's financial health over time, as increases or decreases in the Town's net assets are one indicator of whether its financial position is improving or declining. Other nonfinancial factors need to be considered, however, such as changes in the Town's property tax base and the condition of the Town's infrastructure, to assess the overall financial health of the Town.

The Statement of Net Assets and the Statement of Activities include the following:

Governmental activities: Most of the Town's basic services are reported in the General Fund including general government; public safety; community development; parks and recreation; library services; and public works. Combined with capital improvement projects that are accounted for in the Capital Projects Fund, these two funds comprise the governmental funds. These types of activities are financed primarily by property taxes, other local taxes, charges for services, and federal and state grants.

<u>Business-type activities</u>: The Town charges fees to users to cover all, or a significant portion, of the costs associated with the provision of certain services. These business-type activities are intended to be self-supporting and included both the Airport Fund and the Utilities Fund through June 29, 2012, on which date the activities of the Airport Fund were transferred to the General Fund.

FUND FINANCIAL STATEMENTS

The fund financial statements provide additional information about the Town's most significant funds – not the Town as a whole. The basis of accounting and the related statements required for presentation in the CAFR are based upon the type of fund.

The Town has three types of funds:

Governmental Funds – The Town has two major governmental funds, the General Fund and the Capital Projects Fund. Including the basic governmental services, the General Fund functions as the main operating fund of the Town, and, therefore, it is the largest of the governmental funds. The Capital Projects Fund accounts for the daily operations of the Office of Capital Projects Management including the design, architecture and construction of major capital projects and helps provide control over the resources that have been segregated for capital projects.

Individual governmental funds are accounted for under the current financial resource basis of accounting which focuses on (1) how cash and other financial assets can readily be converted to cash flow and (2) how the balances remaining at year-end are available for expenditures. Consequently, the governmental funds' statements provide a detailed short-term view that helps the reader understand the financial resources available to be spent in the near future to finance the Town's operations.

Because the Balance Sheet (Exhibit 3) and the Statement of Revenues, Expenditures and Changes in Fund Balances (Exhibit 5) do not encompass the long-term focus, additional information is presented in the form of reconciliations (Exhibits 4 and 6) to help explain the differences between the individual governmental fund statements and the government-wide statements. In these reconciliations, information related to noncurrent assets and noncurrent liabilities such as bonds payable, compensated absences, other postemployment benefits, deferred activities, and the changes in these balances are presented.

<u>Proprietary Funds</u> – The Town's proprietary funds consist of two enterprise funds, the Airport Fund and the Utilities Fund, which operate in a manner similar to private business enterprises, where costs are recovered primarily through user charges or fees. Proprietary fund financial statements provide both short-term and long-term financial information in the Statement of Net Assets (Exhibits 8), the Statement of Revenues, Expenses and Changes in Fund Net Assets (Exhibits 9) along with the Statement of Cash Flows (Exhibit 10) as required when using the accrual basis of accounting.

Because these proprietary fund statements are stated on the same basis of accounting as the governmental-wide statements, no additional information is needed for reconciliation to the government-wide statements. Instead, the totals of assets, liabilities and net assets from Exhibits 8 and 9 are presented in the business type column on the Statement of Net Assets (Exhibit 1), and the proprietary fund revenues and expenditures are similarly summarized on the Statement of Activities (Exhibit 2).

<u>Fiduciary Funds</u> – The Town's fiduciary funds consist of the Other Postemployment Benefits Trust Fund, which account for activities of the Town's other postemployment benefits. The fund accumulates resources for health insurance costs for retired employees. Fiduciary fund financial statements encompass all of the economic resources associated with the operations of the fund in the Statement of Fiduciary Net Assets (Exhibit 11) and the Statement of Changes in Fiduciary Net Assets (Exhibit 12). Unlike the proprietary funds, fiduciary funds are not required to report a statement of cash flows.

FINANCIAL HIGHLIGHTS FOR FY 2012

The Town's fiscal policy provides a framework for measuring the impact of services against fiscal guidelines established by the Town Council and Town Manager. These guidelines for accounting, financial reporting, asset, revenue, budget, debt, cash and the reserve funds management are designed to promote the fiscal well-being of the Town and to link long-term financial planning with day-to-day operations. Fiscal policy thereby serves as a tool to increase the Town's ability to shield itself from fiscal crises and to enhance short and long-term credit availability while helping to achieve and maintain the highest credit and bond ratings possible.

The Town's total net assets, on a government-wide basis totaled \$402.8 million, of which \$28.6 million is unrestricted at June 30, 2012 (Exhibit 1). The Statement of Activities (Exhibit 2) presents all the factors attributed to the \$6.7 million, or 1.7 percent, increase in the Town's net assets from \$396.2 million in 2011 as a function of governmental and business type activities. Excluding the \$28.7 million transferred between governmental activities and business type activities, the \$6.7 million increase in net assets is comprised of the following factors: \$35.1 million in general revenues, less net expenditures of \$30.4 million, plus a net of \$2 million from business type activities (Exhibit 2). The \$6.7 million increase is further categorized as \$33.4 million governmental-wide net asset increase offset by a \$26.8 million decrease in business-type net assets, including the \$26.5 million fund transfer of the Airport Fund between the two fund types. Correspondingly, net assets remaining in the business type activities include \$128.6 million attributable only to the Utilities Fund which is further detailed in Exhibit 9.

Town Council resolutions that were adopted in fiscal year 2012 amended that part of fiscal policy affecting the Town's individual funds by increasing the capital asset replacement reserve, establishing a debt service reserve, and restructuring long-term debt service in an effort to reduce the impact on real estate tax rates for the anticipated level of governmental services over the next 5 to 10 years. Effective June 29, 2012, the activity of the Airport Fund was transferred from a business type activity to a governmental activity eliminating approximately \$3 million in intra-governmental fund loans between the General Fund and the Airport Fund with no impact on the Town's overall financial condition.

The General Fund reported a \$5.3 million decrease in fund balance (Exhibit 5), of which the most significant factor was a \$5 million increase in debt service expenditures related to the 2007 Bond Anticipation Note payoff. Other contributing factors included increases in general governmental revenues by approximately \$793 thousand, and a decrease in total expenditures of \$1.1 million. Of these total expenditures, governmental services increased in the areas of public safety, library, and public works, from fiscal year 2011 and decreased in the areas of parks and recreation and town administrative departmental activities.

The Capital Projects Fund's fund balance increased \$3.4 million for fiscal year 2012 (Exhibit 5). Intergovernmental funding of \$4.6 million is the largest component of \$5.1 million in revenue. The other factors contributing to the overall increase in the fund balance included expenditures of \$9.9 million offset by other funding sources of \$19.9 million in bond proceeds and premiums on issuance of debt, net of an \$11 million bond refunding and net transfers-out of \$861 thousand.

FINANCIAL ANALYSIS OF THE TOWN AS A WHOLE

Statement of Net Assets

Table 1 below summarizes and compares the Statements of Net Assets for the Town as of June 30, 2012 and 2011.

Table 1.

Summary of Net Assets June 30, 2012 and 2011 (\$ In Thousands)

•		Governmental Activities			Business-ty	Activities	Total Reporting Entity			
	_	2012		2011	 2012		2011	2012		2011
Assets:										
Current and other assets	\$	41,505	\$	44,418	\$ 22,572	\$	15,828 \$	64,077	\$	60,246
Capital assets, net		314,044		273,400	177,850		213,157	491,894		486,557
Total assets		355,549		317,818	200,422		228,985	555,971		546,803
Liabilities:										
Current liabilities		18,345		19,119	2,916		3,311	21,261		22,430
Long-term liabilities		63,025		57,958	68,858		70,263	131,883		128,221
Total liabilities		81,370		77,077	 71,774		73,574	153,144		150,651
Net Assets: Invested in capital assets,										
net of related debt		262,170		223,911	111,238		145,743	373,408		369,654
Restricted		827		5,852	_		-	827		5,852
Unrestricted		11,181		10,978	17,411		9,668	28,592		20,646
Total net assets	\$	274,178	\$	240,741	\$ 128,649	\$	155,411 \$	402,827	\$	396,152

Total net assets for the Town's governmental activities increased approximately \$34 million (14 percent), to \$274 million primarily due to a \$41 million increase in capital assets net of related debt. Airport assets net of related debt transferred from business type to governmental type funds account for approximately \$33.5 million of this increase, and corresponding part of the \$35.3 million decrease in business-type activities invested in capital assets net of related debt.

The Governmental Activities restricted net assets decreased \$5 million in 2012 because the Town paid off the 2007 Bond Anticipation Note that was issued specifically for parks and recreation capital projects.

The above balances presented in Table 1 for fiscal year 2011 were not restated to reflect the Airport Fund activity that was transferred to the Town's Governmental Activities in fiscal year 2012.

Statement of Activities

Table 2 summarizes and compares the Statements of Activities for the Town for the years ended June 30, 2012 and 2011.

Table 2.

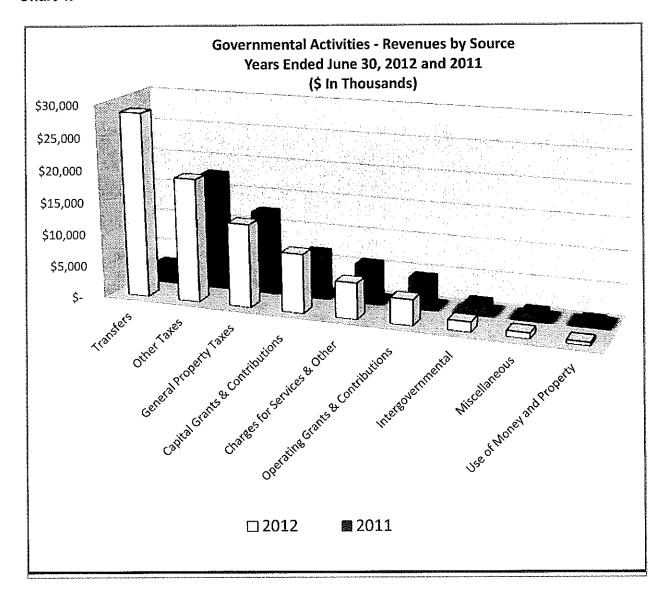
Summary of Changes in Net Assets Years Ended June 30, 2012 and 2011 (\$ In Thousands)

		Governmental A	Activities	Business-type	Activities	Total Reporting Entity		
	_	2012	2011	2012	2011	2012	2011	
Revenues:								
Program revenues:								
Charges for services	\$	5,607 \$	5,805 \$	16,236 \$	15,885 \$	21,843 \$	21,690	
Operating grants and	•	-, +	7, 4		, +	, +	,	
contributions		3,982	4,510	135	146	4,117	4,656	
Capital grants and						,	ŕ	
contributions		9,171	6,855	4,701	6,434	13,872	13,289	
General revenues:								
Property taxes		12,944	12,536	-	<u></u>	12,944	12,536	
Other local taxes		19,190	17,840	-	-	19,190	17,840	
Other		2,978	3,347	605	413	3,583	3,760	
Total revenues	-	53,872	50,893	21,677	22,878	75,549	73,771	
Operating Expenses:								
Legislative		2,242	1,930	-	_	2,242	1,930	
Executive		3,710	4,193	_	-	3,710	4,193	
Legal		416	405	-	-	416	405	
Planning and zoning		1,396	1,914	-	_	1,396	1,914	
Plan Review		1,217	1,570	-	-	1,217	1,570	
Finance		2,082	2,262	_	-	2,082	2,262	
Public safety		11,701	11,365	-	-	11,701	11,365	
Parks and recreation		7,722	8,003	-	-	7,722	8,003	
Balch library		597	628	-	-	597	628	
Public works		15,319	15,522	-	-	15,319	15,522	
Interest		2,747	2,519	-	=	2,747	2,519	
Airport		2	-	1,660	1,804	1,662	1,804	
Water and sewer		_	-	18,064	17,888	18,064	17,888	
Total expenses		49,151	50,311	19,724	19,692	68,875	70,003	
Increase in net assets								
before transfers		4,721	582	1,953	3,186	6,674	3,768	
Transfers in (out)		28,716	2,696	(28,716)	(2,696)	-		
Increase in net assets		33,437	3,278	(26,763)	490	6,674	3,768	
Net assets, beginning		240,741	237,463	155,411	154,921	396,152	392,384	
Net assets, ending	\$	274,178 \$	240,741 \$	128,648 \$	155,411 \$	402,826 \$	396,152	

Governmental Activities

Total revenues for the Town's governmental activities was \$53.9 million for fiscal year 2012 compared to \$50.9 million for fiscal year 2011 (Table 2). In addition to this revenue, transfers of \$28.7 are shown in Chart 1 below. This \$28.7 million is compared to \$2.7 million in 2011. This significant increase in transfers for fiscal year 2012 was caused by the transfer of the Airport Fund to the general government on June 29, 2012. Transfers and all governmental sources of revenue for fiscal years 2012 and 2011 are comprised of the following items:

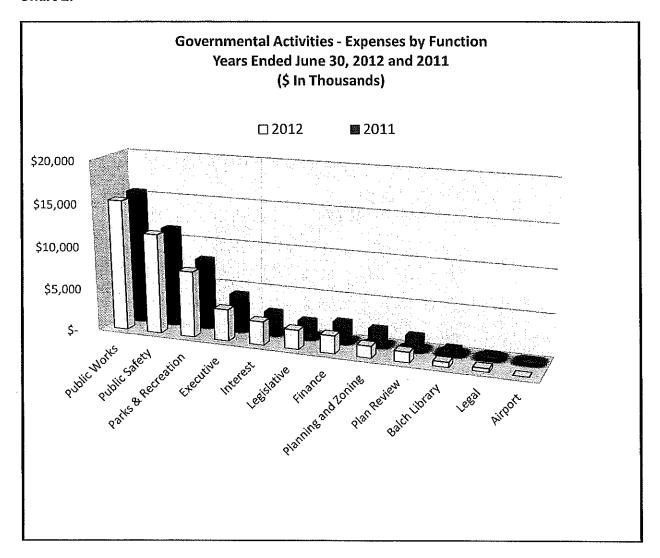
Chart 1.



Taxes constitute the largest source of Town revenue, with general property taxes of \$12.9 million in 2012, compared to \$12.5 million in 2011 (Table 2). The slight increase in general property tax revenue is attributed to increased assessed values for residential property within the Town. Other local taxes, \$19.2 million in 2012 and \$17.8 million in 2011, are generated through business and occupational licenses and consumption based taxes such as taxes on meals, sales and use, cigarettes and utilities.

As shown in Table 2, total expenses for governmental activities for fiscal year 2012 were \$49.2 million, compared to \$50.3 million in fiscal year 2011. Table 2 and the following chart illustrate total expenses by function. Public works continues to be the Town's largest function with the Town's cost of service totaling \$15.3 million or 30.1 percent of total expenses. Public safety expenses, which total \$11.7 million, or 22.6 percent, represent the second largest expense category for governmental activities.

Chart 2.



General revenue, primarily in the form of taxes and state aid, is essential to providing support for the services offered by the Town. In addition, as illustrated in Table 3, governmental activities generate revenue that helps offset the cost of these services. The table presents the total cost of services and the net costs after fees generated by the activities and allowances for program-specific governmental aid as an integral part of the Town's governmental activities. The Town generates charges for services primarily from fees for parks and recreation memberships and classes, public safety fees, zoning fees and permits. The Town obtains grants and contributions primarily for public safety and public works. After recognizing the total revenue from these fees, grants, and contributions of \$18.8 million in 2012, the net cost of governmental activities was \$30.4 million, compared to total costs of \$49.2 million.

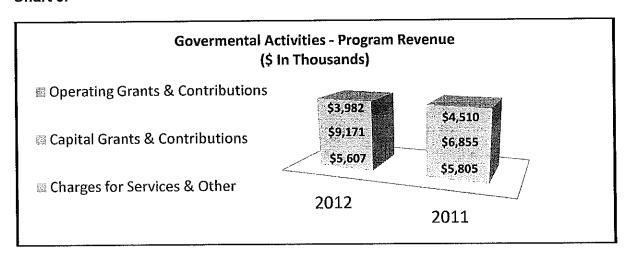
Table 3.

Net Cost of Governmental Activities Years Ended June 30, 2012 and 2011 (\$ In Thousands)

	 Total Cost of Se	Net Cost of Services			
	2012	2011	2012	2011	
Legislative	\$ 2,242 \$	1,930 \$	2,242 \$	1,930	
Executive	3,710	4,193	3,710	4,193	
Legal	416	405	416	405	
Planning and zoning	1,396	1,914	1,113	1,653	
Plan Review	1,217	1,570	1,217	1,570	
Finance	2,082	2,262	2,082	2,262	
Public safety	11,701	11,365	10,214	9,685	
Parks and recreation	7,722	8,003	3,043	3,158	
Balch library	597	628	591	255	
Public Works	15,319	15,522	3,014	5,511	
Airport	2	-	2	Bed.	
Interest	2,747	2,519	2,747	2,519	
Total	\$ 49,151 \$	50,311 \$	30,391 \$	33,141	

The change in program revenues including charges for services, contributions and grants is illustrated in Chart 3. Revenue charged for services declined \$200 thousand in 2012. Other program revenue for operating grants and contributions decreased \$528 thousand to \$4 million in fiscal year 2012. The decrease is attributed to a one-time donation in 2011 of \$368 thousand received from a benefactor to be used specifically for the Balch Library. Capital grants and contributions increased \$2.3 million to \$9.2 million in 2012. The increase in capital grants and contributions was primarily from increased Virginia Department of Transportation funding for streets and highways.

Chart 3.



Business-type Activities

Business-type activities are generally intended to be self-supporting as fees are established to recover the cost associated with providing the service. The Airport Fund was established to account for the Leesburg Executive Airport as an enterprise fund by Town Council ordinance on June 21, 1965. Historically, the Airport Fund revenues and grants have been insufficient to pay for daily operations and the debt service for capital projects to maintain and improve airport infrastructure. The ordinance to establish the Airport Fund was repealed and a new ordinance passed, effective June 29, 2012, to move future airport appropriations and revenues for operations to the General Fund and appropriations and revenues collected for airport capital projects to the Capital Projects Fund.

The Airport Fund transfer is apparent upon review of the basic financial statements as the fund was eliminated from the proprietary funds Statement of Net Assets (Exhibit 8) and its noncurrent assets, accumulated depreciation and amortization, noncurrent liabilities and net assets transferred to the governmental-wide Statement of Net Assets (Exhibit 1). However, the current year activity through June 29, 2012 for the airport is presented in the Statement of Revenues, Expenses and Changes in Fund Net Assets for the proprietary funds (Exhibit 9).

Accordingly, Table 2 summarizes the business-type activities for 2012 including both the Airport Fund and the Utilities Fund. These activities increased the Town's net assets by \$2 million before net transfers. Revenues totaled \$21.7 million of which 75 percent was generated by charges for services (including user fees) totaling \$16.2 million. The total expenses were \$19.7 million, of which 92 percent was associated with the Utilities Fund. Expenses for both the Utilities and Airport Funds remained relatively equivalent to 2011.

Exhibit 8 presents the Statement of Net Assets for the Utilities Fund. In fiscal year 2012, the Utilities Fund's total assets and liabilities were \$200.4 million and \$72 million, respectively. Total net assets in fiscal year 2012 were \$128.7, a decrease of approximately \$226 thousand. Of the total net assets, \$17.4 million is unrestricted. Airport Fund assets are not presented in Exhibit 8, because all Airport Fund assets were transferred to the general government on June 29, 2012.

The Statement of Revenues, Expenses and Changes in Fund Net Assets (Exhibit 9) shows total Utilities Fund revenues of \$15.4 million, an increase of \$262 thousand in charges for services from fiscal year 2011. Total operating expenses increased \$238 thousand to \$15.3 million, leaving an operating profit of \$122 thousand for fiscal year 2012. Non-operating revenues and expenses for interest, installation and connection charges resulted in a net decrease of \$1 million. Finally, the change in net assets includes developer donated assets of \$2.4 million and transfers out of \$1.8 million used in noncapital and related financing activities. The Airport Fund's \$1.2 million in revenue for fiscal year 2012 was derived solely from charges for services, remaining stable from 2011. Total operating expenses were \$1.5 million, a decrease of \$111 thousand from prior year, resulting in an operating loss of \$300 thousand.

FINANCIAL ANALYSIS OF THE TOWN'S FUNDS

The Town uses fund accounting on a current financial resources basis to ensure compliance with finance-related legal requirements. As a result, the focus of the Town's governmental funds is to provide information on near-term inflows, outflows, and balances of expendable resources. Such information is useful in assessing the Town's financing requirements.

The Town has two governmental funds, the General Fund and the Capital Projects Fund. Their fund balances are classified as non-spendable, restricted, committed, assigned, and unassigned. These fund classifications are designed for better management of the governmental funds' current resources whereas net assets within the government wide financial statements include both current and noncurrent assets and liabilities. Table 4 is an excerpt from the Balance Sheet (Exhibit 3) and illustrates the components of the Town's governmental fund balances as of June 30, 2012 and 2011.

The General Fund is the main operating fund of the Town, and its fund balance decreased \$5.3 million to \$17.1 million for fiscal year 2012 (Exhibit 5). Of this total, unassigned fund balance was \$9.4 million (Exhibit 3) and equal to 18.8 percent of the General Fund's total expenditures. In comparison, at the end of fiscal year 2011, the unassigned fund balance was \$9.1 million representing 19.7 percent of the General Fund's total expenditures.

The Capital Projects Fund accounts for financial resources to be used for the acquisition or construction of Town infrastructure including facilities, streets, curbs sidewalks, and other capital projects other than those financed by the Utilities Fund. As of June 30, 2012 the Capital Projects Fund balance was \$6.3 million (Exhibit 3) compared to \$2.9 million in 2011. This increase is a result of bonds issued in 2012. The Capital Projects Fund balance will be used to begin, continue and complete projects that are included in the six-year capital improvement plan.

Table 4.

Governmental Fund Balances As of June 30, 2012 and 2011 (\$ in Thousands)

	2012	2011	C	hange
Nonspendable			_	(400)
Prepaid expense	\$ 151	\$ 284	\$	(133)
Due from other funds	-	3,082		(3,082)
Restricted				_
Baich Library	730	725		5
Parks and Recreation	51	5,083		(5,032)
Police	47	44		3
Committed				
Revenue stabilization	_	1,400		(1,400)
Capital projects - streets and highways	5,300	2,878		2,422
Assigned				
Debt service reserve	3,400	-		3,400
Capital asset reserve	1,971	1,196		775
Expenditures designated for future years	2,349	1,522		827
Unassigned	9,396	 9,103		293
Total fund balances	\$ 23,395	\$ 25,317	\$	(1,922)

The five categories of fund balance changed significantly with the adoption of new resolutions. One resolution established a \$3.4 million debt service reserve by transferring \$2 million from unassigned fund balance and \$1.4 million from revenue stabilization. Other resolutions increased the capital asset replacement reserve by \$1.5 million and gave approval to spend funds for the replacement or repair of vehicles, heavy equipment and other assets, resulting in a net increase of \$775 thousand.

Non-spendable funds decreased \$3 million due to the transfer of the Airport Fund to the general government. The unassigned fund balance increased \$293 thousand to \$9.3 million.

The restricted fund balance for use at the Balch Library, parks and recreation, and police decreased \$5 million due to the payment of the 2007 Bond Anticipation Note.

The committed category of fund balance, increased in total by \$1 million from prior year. This change was a result of a Council resolution moving the \$1.4 million revenue stabilization reserve to the capital asset replacement reserve. Further, an additional \$2.4 million was committed to capital projects for streets and highways.

The unassigned fund balance remained stable from the prior year. The ending fiscal year 2012 governmental fund balance was \$23.4 million, a decrease of \$1.9 million from fiscal year 2011.

BUDGETARY HIGHLIGHTS

General Fund

Table 5 provides a comparison of original budget, final amended budget, and actual revenues and expenditures of the General Fund.

Table 5.

Condensed Budgetary Comparison General Fund Year Ended June 30, 2012 (\$ In Thousands)

	 Original Budget	_	Amended Budget	 Actual
Revenues:				
Taxes	\$ 28,596	\$	28,596	\$ 29,836
Other	7,027		7,027	6,839
Intergovernmental	8,014		8,014	7,752
Total revenues	 43,637		43,637	44,427
Expenditures: Expenditures	 46,269		48,278	49,936
Deficiency of revenues under expenditures	(2,632)		(4,641)	(5,509)
Other financing sources: Transfers (net)	 861		861	220
Change in fund balance	\$ (1,771)	\$	(3,780)	\$ (5,289)

Taxes received were greater than the amended budget with a positive variance of \$1.2 million. This increase is attributed to meals tax and sales and use tax which exceeded the budget by \$950 thousand and \$462 thousand, respectively. Other financing sources (net of other financing uses) did not meet budget expectations, a variance of \$641 thousand. See Exhibit B-2 for a detailed schedule comparing budgeted revenues to actual revenues.

Once the original budget is adopted by the Town Council, the operating expenditure budget can be amended in one of two ways: First, the Town Manager has the authority to move money within a fund. Second, the Town Council must authorize any changes to a fund's overall budget once it has been approved. During the year, budget amendments could be classified in the following key categories:

- Amendments for operating and capital projects that were incomplete in the prior fiscal year, and subsequently reappropriated in the new fiscal year.
- Amendments for supplemental appropriation for new projects, and/or change orders for prior approved projects.
- Amendments for transfers and adjustments to support revised priorities and account code restructuring.

The original budgeted expenditures increased by \$2 million for the fiscal year (Exhibit B-3). This increase is a result of supplemental appropriations throughout the year. The most significant supplemental appropriations by department included \$320 thousand for economic development, \$219 thousand for public safety, \$829 thousand for public works, \$159 thousand for parks and recreation, and \$229 thousand for plan review. The details for these and other changes to the original budget as compared to actual expenditures are presented in Exhibit B-3. The budget for any 2012 uncompleted contractual services will be carried forward and the expenditures will occur in fiscal year 2013.

CAPITAL ASSETS AND LONG-TERM DEBT

Capital Assets

Table 6 provides information on the changes in the capital assets of the governmental activities and the business-type activities as of June 30, 2012 and 2011.

Table 6.

Capital Assets June 30, 2012 and 2011 (\$ In Thousands)

	Govern	nmental Activit	ties	Busine	ss-Type Activiti	es	
-	2012	2011 Change		2012	2011	Change	
Land	\$ 53,146 \$	41,710 \$	11,436	\$ 1,586 \$		(10,619)	
Buildings and improvements	75,000	68,567	6,433	-	8,904	(8,904)	
Water and sewer plant	· <u>-</u>	_		115,749	125,334	(9,585)	
Water and sewer lines	_	_	-	111,693	98,920	12,773	
Equipment	8,120	5,834	2,286	1,108	5,676	(4,568)	
Vehicles	4,694	4,161	533	2,401	-	2,401	
	6,057	-,	6,057	-	6,057	(6,057)	
Hangars	15,620	_	15,620	-	15,620	(15,620)	
Runway Infrastructure	216,984	206,135	10,849	-		-	
Construction in progress	15,708	10,967	4,741	943	845	98	
Accumulated depreciation and amortization	(81,285)	(63,974)	(17,311)	(55,630)	(60,404)	4,774	
Total Capital Assets, net	\$ 314,044	\$ 273,400	\$ 40,644	\$ 177,850	\$ 213,157	\$ (35,307 <u>)</u>	
, oto, oup							

The Town's governmental investment in capital assets (net of accumulated depreciation and amortization) as of June 30, 2012 and 2011 amounted to approximately \$ 314 million and \$273 million, respectively. The net increase in capital assets (including additions, retirements, depreciation and amortization) was \$40.6 million in total governmental activities including \$33.5 million in assets transferred from the Airport Fund. The additional \$7 million increase is attributed to developer contributions of streets, sidewalks, gutters, and storm drainage.

The business-type activities investment in capital assets (net of accumulated depreciation and amortization) as of June 30, 2012 amounted to approximately \$178 million for the Utilities Fund compared to \$213.2 million in 2011, which also included the airport assets. The \$35 million net decrease in business type capital assets (including additions, retirements, depreciation and amortization) was due to the transfer of airport assets to the general government, and a \$12.8 million increase in water and sewer lines.

The Town's fiscal year 2012 – 2017 Capital Improvement Program (CIP), approved by Town Council, sets forth a six-year, \$63.6 million program of public improvements for the Town. This six year plan includes \$13.1 million in water and sewer projects and \$50.5 million in governmental activity projects including \$1.9 million in storm drainage, \$32.8 million in streets and highways, \$8.7 million in airport projects, and \$7 million in general projects such as downtown improvements and lighting and police station renovation and expansion. Additional information pertaining to the Town's capital assets can be found in Note 6 of the notes to the financial statements.

Long-term Debt

The Town's current bond ratings are as follows:

	Moody's Investors Services, Inc.	Aa1
•	Standard and Poor's	AA+
	Fitch Credit Rating Services	AA+

The Town's legal limit for outstanding general obligation debt is 10 percent of total assessed real property within the Town, which was \$5.9 billion in 2012 and \$5.7 billion in 2011. The Town's total long-term obligations of \$126.9 million as of June 30, 2012 and \$124.3 million as of June 30, 2011, are well within the limits set by the Constitution of the Commonwealth of Virginia. Revenue bonds are not included in calculating the legal limit.

Table 7.

Outstanding Long-Term Bonded Debt June 30, 2012 and 2011 (\$ In Thousands)

	Governmental Activities						Business-Type Activities								
	 2012		2011	Change		Change		11 Change			2012		2011		Change
General obligation bonds Revenue bonds	\$ 59,916	\$	55,684	\$	4,232	\$	62,809 4,205	\$	62,361 6,283	\$	448 (2,078)				
Total	\$ 59,916	\$	55,684	\$	4,232	\$	67,014	\$	68,644	\$	(1,630)				

In the governmental activities, total long-term bonded debt as of June 30, 2012 and 2011 was \$59.9 million and \$55.7 million, respectively. Outstanding long-term bonded debt for business activities decreased from \$68.6 million as of June 30, 2011 to \$67.0 million as of June 30, 2012. The increase in general obligation bonds for governmental activities is due to a general obligation refunding issuance in August 2011 for \$30.8 million. The general obligation bond was issued to fund various construction projects and to refund portions of the Series 2001, 2003, 2005, 2006, 2006B, 1999 Utility Revenue Bonds, and the remaining 2000 bond.

In making debt decisions, the Town uses the following practices:

• The Town will not fund current operations from the proceeds of borrowed funds and will confine long-term borrowing and capital leases to capital improvement projects, or equipment that cannot be financed from current financial resources.

- The goal of the Town is to finance at least 25 percent of the current portion of construction cost of capital improvements (in excess of proffers) from current financial resources. The amount provided in current resources may be applied equally to all projects or only to specific projects.
- The Town will, when financing capital improvements or other projects or equipment by issuing bonds or entering capital leases, repay the debt within a period not to exceed the expected useful life of the project or equipment. Debt related to equipment ancillary to a construction project may be amortized over a period less than that of the primary project.
- The Town is cognizant of its higher than average debt burden and will continue to offset its impact through rapid payback. An average payback of at least 60 percent in ten years will be maintained, except for projects with a known revenue stream.
- The Town will annually calculate target debt ratios. The Town's debt capacity will be maintained within the following primary goals:
 - Debt service expenditures as a percentage of governmental fund expenditures will not exceed 15 percent.
 - Bonded debt of the Town will not exceed 1.5 percent of the total assessed value of taxable property in the Town.
- The Town will follow a policy of full disclosure in every annual financial report and financing official statement/offering document.
- The Town will maintain good communications about its financial condition with bond holders and credit rating institutions.

Additional information relative to the Town's long-term debt can be found in Note 8 of the notes to the financial statements.

ECONOMIC FACTORS AND NEXT YEAR'S BUDGET AND RATES

Economic Factors

- The average unemployment rate for the County of Loudoun, in which the Town of Leesburg lies, declined to 3.8 percent in June 2012 compared to 4.2 percent in 2011.
 This compares favorably to the State's rate of 5.7 percent and the national rate of 8.2 percent.
- The Town's population was estimated to be 43,556, and slightly increasing each year. Population estimates for the last ten years are provided in the statistical section of this report at Table 15.
- Per capita personal income is not kept on a Town basis. However, the County of Loudoun's per capita personal income was \$55,468, as reported by the U.S. Department of Commerce Bureau of Economic Analysis. Loudoun County is considered one of "the wealthiest" counties in the nation.
- The Town government's full-time equivalency (FTE) employment decreased in fiscal year 2012 by 30.4 FTE positions, or 6.9 percent, and affected many departments.
 Workforce numbers by department for the last ten years are provided in the statistical section of this report at Table 17.

Fiscal Year 2013 Budget and Rates

- For fiscal year 2013, the adopted budget for the General Fund is \$47.6 million, consistent with fiscal year 2012 expenditures. Revenues are comprised primarily of general taxes at 28 percent, other local taxes 24.7 percent, charges for services 10.3 percent, donations and transfers 5.3 percent, intergovernmental assistance 26.2 percent and other revenues at 5.4 percent.
- In fiscal year 2013, the Town continues to prioritize its services. The police department accounts for \$12.2 million or 25.7 percent of the budgeted expenditures. The public works department is a close second, accounting for \$11 million or 23.2 percent of budgeted expenditures.
- Tax rate for real property remained at \$0.195 per \$100 of assessed value for fiscal year 2012. The personal property tax rate remained unchanged at \$1.00 per \$100 of assessed value. Detail on the tax rates is provided in the statistical section of this report.

REQUESTS FOR INFORMATION

This financial report is designed to provide our elected officials, residents, taxpayers, customers, investors, and creditors with a general overview of the Town's finances and to demonstrate the Town's accountability for the money it receives. Questions concerning this report or requests for additional information, should be directed to the Director of Finance, 25 West Market Street, Leesburg, VA 20176, telephone (703) 771-2720, or visit the Town's web site at www.leesburgva.gov.



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BASIC FINANCIAL STATEMENTS

STATEMENT OF NET ASSETS June 30, 2012

	Governmental Activities	Business-type Activities	Totals
ASSETS			
Cash, cash equivalents and temporary			
cash investments	\$ 19,811,512	\$ 16,975,140	\$ 36,786,652
Receivables, net:			
Property taxes, including penalties	6,483,480	~	6,483,480
Utility taxes	121,782	-	121,782
Local taxes	1,451,437	-	1,451,437
Trade and other accounts	245,533	3,545,722	3,791,255
Accrued interest	28,065	-	28,065
Inventory	-	285,082	285,082
Prepaid expense	151,402	-	151,402
Due from other governments	3,083,918	-	3,083,918
Restricted cash	9,433,010	1,376,295	10,809,305
Deferred charges, net	694,328	389,639	1,083,967
Capital assets:			
Land	53,146,767	1,586,356	54,733,123
Construction in progress	15,707,939	942,863	16,650,802
Buildings and improvements	74,999,841	-	74,999,841
Water and sewer plant	-	115,748,497	115,748,497
Water and sewer lines	-	111,693,346	111,693,346
Furniture, equipment and software	5,635,552	1,108,044	6,743,596
Computer equipment and software	2,483,636	· · ·	2,483,636
Vehicles	4,693,754	2,401,438	7,095,192
Infrastructure	210,306,149	-	210,306,149
Hangars	6,057,289		6,057,289
Runway	15,619,842	_	15,619,842
Terminals	6,677,993	_	6,677,993
Less: accumulated depreciation and amortization	(81,284,616)	(55,630,398)	(136,915,014)
Total assets	355,548,613	200,422,024	555,970,637
		200,422,024	333,310,031
LIABILITIES			
Accounts payable	1,727,715	603,736	2,331,451
Accrued payroll	731,146	207,868	939,014
Other accrued liabilities	178,503	-	178,503
Accrued interest	1,069,390	1,209,231	2,278,621
Arbitrage payable	382,346	-	382,346
Retainage payable	60,895	48,567	109,462
Customer deposits and contingent charges	1,734,211	846,102	2,580,313
Reserve for proffers	5,376,042	,	5,376,042
Unearned revenue	7,085,134	_	7,085,134
Noncurrent liabilities:	.,000,10,		,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,
Due within one year			
Compensated absences	1,652,632	452,657	2,105,289
Bonds payable	3,025,619	625,000	3,650,619
Due in more than one year	0,020,010	020,000	3,030,018
Other postemployment benefits	1,123,655	367,163	1,490,818
Compensated absences	250,991	98,179	
Bonds payable	•	-	349,170
Total liabilities	56,972,108 81,370,387	67,315,258	124,287,366
	01,370,387	71,773,761	153,144,148
NET ASSETS			
Invested in capital assets, net of related debt	262,169,923	111,237,616	373,407,539
Restricted			
Balch Library	729,481	-	729,481
Parks and recreation (Symmington)	50,521	-	50,521
Police	47,450	-	47,450
Unrestricted	11,180,851	17,410,647	28,591,498
Total net assets	\$ 274,178,226	\$ 128,648,263	\$ 402,826,489

TOWN OF LEESBURG, VIRGINIA

STATEMENT OF ACTIVITIES Year Ended June 30, 2012

		1.	Program Revenues Operating	es Capital	O	Changes in Net Assets	sts
Functions/Programs	Expenses	Charges for Services	Grants and Contributions	Grants and Contributions	Governmental Activities	Business-type Activities	Totals
Primary Government: Governmental activities:							
Legislative	\$ 2,242,274	, \$	- ↔	, ()	\$ (2,242,274)	· ·	\$ (2,242,274)
Executive	3,709,476	1	•	•	(3,709,476)	•	(3,709,476)
Legal	416,116	1	ľ	ι	(416,116)	•	(416,116)
Planning and zoning	1,395,917	283,241	1	1	(1,112,676)	1	(1,112,676)
Plan review	1,216,828	1	ı	•	(1,216,828)		(1,216,828
Finance	2,082,232	1	•	•	(2,082,232)		(2,082,232)
Public safety	11,701,344	498,411	988,734	•	(10,214,199)	•	(10,214,199)
Parks and recreation	7,721,607	4,670,693	•	8,000	(3,042,914)	•	(3,042,914)
Balch Library	596,845	,	5,500		(591,345)	•	(591,345)
Public works	15,319,444	154,495	2,987,613	9,163,209	(3,014,127)		(3,014,127
Airport	2,444	,	ı	•	(2,444)	1	(2,444)
Interest	2,746,447	- !	,	1	(2,746,447)	-	(2,746,447
Total governmental activities	49,150,974	5,606,840	3,981,847	9,171,209	(30,391,078)	ı	(30,391,078)
Business-type activities:							
Airport Utilities	1,660,120 18,063,523	1,182,366 15,053,935	65,443 69,245	633,503 4,066,836		221,192 1,126,493	221,192 1,126,493
Total business-type activities	19,723,643	16,236,301	134,688	4,700,339	1	1,347,685	1,347,685
Total government	\$ 68,874,617	\$ 21,843,141	\$ 4,116,535	\$ 13,871,548	(30,391,078)	1,347,685	(29,043,393)
	General Revenues:	.se:					
	Jakes: General pro	Xes: General proporty taxon including penalties	luding panalties		10 0/3 5/8	ı	12 013 508
	Other local taxes:	perty taxes, inc taxes:	adding penalics		000,046,21	•	000,040,21
	Commur	Communication sales and use	nd use		6,717,220	•	6,717,220
	Meals				4,418,067	1	4,418,067
	Busines	Business and occupational licenses	nal licenses		2,860,659		2,860,659
	Utility	•			1,495,345	ı	1,495,345
	Cigarette	as.			1,133,071	1	1,133,071
	Other				2,565,675	•	2,565,675
	Intergovernme	Intergovernmental, non-categorical aid	orical aid		1,562,312	ı	1,562,312
	Use of money and property	and property			514,491	254,237	768,728
	Miscellaneous				901,963	350,704 (28 715 628)	1,252,667
	2000				20,01	(22,5,5,5,2)	
	Total general revenues and transfers, net	enues and trans	fers, net		63,827,939	(28,110,687)	35,717,252
	Chang Net assets, beginning	Change in net assets ginning	sets		33,436,861 240,741,365	(26,763,002) 155,411,265	6,673,859 396,152,630
	Net assets, ending	D			\$ 274,178,226	\$ 128,648,263 \$	402,826,489
One Meteor to Cionesia Otetamente		n.					

BALANCE SHEET GOVERNMENTAL FUNDS June 30, 2012

	General	Capital Projects	Total Governmental Funds
ASSETS			,
Cash, cash equivalents, and temporary			
cash investments	\$ 15,961,08	3 \$ 3,850,424	\$ 19,811,512
Receivables, net	,	, , ,	, , ,
Property taxes, including penalties	6,483,486	-	6,483,480
Utility taxes	121,78		121,782
Local taxes	1,451,43	7 -	1,451,437
Accounts	220,53		245,533
Accrued interest	28,06		28,065
Due from other governments	2,007,78		3,083,918
Prepaid expense	151,40		151,402
Restricted cash	863,86		9,433,010
Total assets	\$ 27,289,43	5 \$ 13,520,703	\$ 40,810,139
LIABILITIES			
Accounts payable	\$ 878,96	4 \$ 848,751	\$ 1,727,715
Accrued payroll	651,64		731,146
Other accrued liabilities	178,50		178,503
Retainage payable	-	60,895	60,895
Customer deposits and contingent charges	1,734,21	·	1,734,211
Reserve for proffers	-,,	5,376,042	5,376,042
Deferred revenues	6,696,57		7,606,876
Total liabilities	10,139,89	2 7 ,275,496	17,415,388
FUND BALANCES			
Nonspendable			
Prepaid expense	151,40	2 -	151,402
Restricted			
Balch Library	729,48		729,481
Parks and recreation (Symmington)	50,52		50,521
Police	47,45	0 -	47,450
Committed			
Capital projects - streets and highways	-	5,299,780	5,299,780
Assigned			
Debt service reserve	3,400,00		3,400,000
Capital asset reserve	1,971,37		1,971,375
Expenditures designated for future years	1,403,38	•	2,348,809
Unassigned	9,395,93	3 -	9,395,933
Total fund balances	17,149,54	4 6,245,207	23,394,751
Total liabilities and fund balances	\$ 27,289,43	6 \$ 13,520,703	\$ 40,810,139

\$ 274,178,226

RECONCILIATION OF THE BALANCE SHEET OF THE GOVERNMENTAL FUNDS TO THE STATEMENT OF NET ASSETS June 30, 2012

	\$	23,394,751
\$ 395,328,762 (81,284,616)	3	14,044,146
		521,742
		52.11.12
		694,328
(59,997,727) (1,903,623) (1,123,655) (382,346) (1,069,390)	1	(64,476,741)
	(59,997,727) (1,903,623) (1,123,655) (382,346)	\$ 395,328,762 (81,284,616) (59,997,727) (1,903,623) (1,123,655) (382,346) (1,069,390)

Net assets of governmental activities

STATEMENT OF REVENUES, EXPENDITURES AND CHANGES IN FUND BALANCES GOVERNMENTAL FUNDS Year Ended June 30, 2012

		0 1	_		Go	Total overnmental
		General	Cap	ital Projects		Funds
Revenues: General property taxes	\$	12,854,369	\$		\$	12,854,369
Other local taxes	Ψ	16,981,945	Ψ	_	Ψ	16,981,945
Permits, fees and licenses		435,554				435,554
Fines and forfeitures		482,049		m		482,049
Use of money and property		330,208		184,283		514,491
Charges for services		4,689,237		,—		4,689,237
Contributions and proffers		8,500		334,239		342,739
Miscellaneous		893,025		8,938		901,963
Intergovernmental		7,751,751		4,603,113		12,354,864
Total revenues		44,426,638		5,130,573		49,557,211
Expenditures: Current:						
Legislative		960,836		-		960,836
Executive		3,127,240		_		3,127,240
Legal		412,454		_		412,454
Planning and zoning		1,382,400		_		1,382,400
Plan review		1,248,341		-		1,248,341
Finance		2,073,242		_		2,073,242
Public safety		11,262,769		_		11,262,769
Parks and recreation		6,916,341				6,916,341
Balch Library		454,610		_		454,610
Public works		11,590,650		-		11,590,650
Airport		2,444		-		2,444
Capital projects		_		9,673,741		9,673,741
Debt service:						
Principal		8,184,465		-		8,184,465
Interest and fiscal charges		2,319,700		224,704		2,544,404
Total expenditures		49,935,492		9,898,445		59,833,937
Revenues under expenditures		(5,508,854)	(4,767,872)		(10,276,726)
Other Financing Sources (Uses):						
Proceeds from issuance of debt		-		8,253,567		8,253,567
Proceeds from refunding of debt		-		10,251,077		10,251,077
Premiums on Issuance of debt		~		1,388,795		1,388,795
Payment to refunded bond escrow agent		-		(10,980,442)		(10,980,442)
Transfers in		2,564,883		83,244		2,648,127
Transfers out		(2,345,026)	(861,232)		(3,206,258)
Other financing sources, net		219,857		8,135,009		8,354,866
Net change in fund balances		(5,288,997)	3,367,137		(1,921,860)
Fund balances, beginning		22,438,541		2,878,070		25,316,611
Fund balances, ending	\$	17,149,544	\$	6,245,207	\$	23,394,751

RECONCILIATION OF THE STATEMENT OF REVENUES, EXPENDITURES AND CHANGES IN FUND BALANCES OF GOVERNMENTAL FUNDS TO THE STATEMENT OF ACTIVITIES Year Ended June 30, 2012

	Governi Fun		al
Net change in fund balances - total governmental funds		\$	(1,921,860)
Reconciliation of amounts reported for governmental activities in the Statement of Activities:			
Governmental funds report capital outlays as expenditures. However, in the Statement of Activities, the cost of those assets is allocated over their estimated useful lives and reported as depreciation and amortization expense. This is the amount by which capital outlays exceeded depreciation and amortization in the current period. Expenditure for capital assets Less: depreciation and amortization expense Excess of capital outlay over depreciation and amortization	\$ 9,801,397 (6,885,704)		2,915,693
The net effect of various miscellaneous transactions involving capital assets. (i.e. donations, disposals and transfers)			37,727,762
The net effect of various miscellaneous transactions involving noncurrent liabilities.			(4,238,474)
Revenues in the Statement of Activities that do not provide current financial resources are not reported as revenues in the funds. Change in deferred revenue			89,139
governmental funds, but issuing debt increases long-term liabilities in the Statement of Net Assets. Repayment of bond principal is an expenditure in the governmental funds, but the repayment reduces long-term liabilities in the Statement of Net Assets. This is the amount by which proceeds were greater than repayments.			
Debt issued or incurred: Bonds payable Premiums on bonds payable Principal repayments: General obligation debt Payment to refunded bond escrow agent	(18,504,644) (1,388,795) 8,184,465 10,980,442		
Some expenses reported in the Statement of Activities do not require the use of current financial resources and, therefore, are not reported as expenditures in governmental funds. Accrued interest Arbitrage Compensated absences Other postemployment benefits Debt issuance costs Amortization of premiums Amortization of deferred gains Amortization of issuance cost	(125,733) (273,108) (207,595) 2,771 224,704 121,122 (100,607) (48,421)		(728,532)
Amortization of issuance cost	(40,42.1)	_	(406,867)
Change in net assets of governmental activities		\$	33,436,861

STATEMENT OF REVENUES, EXPENDITURES AND CHANGES IN FUND BALANCES - BUDGET AND ACTUAL - GENERAL FUND Year Ended June 30, 2012

		Budgeted Original	l An	nounts Final	-	Actual Amounts		ariance with inal Budget Over (Under)
Revenues:		erigiiia.		7 11104		7 1110 41710		(0.100.)
General property taxes	\$	13,169,723	\$	13,169,723	\$	12,854,369	\$	(315,354)
Other local taxes	Ψ	15,426,130	Ψ	15,426,130	Ψ	16,981,945	Ψ	1,555,815
Permits, fees and licenses		550,000		550,000		435,554		(114,446)
Fines and forfeitures		383,000		383,000		482,049		99,049
Use of money and property		290,000		290,000		330,208		40,208
Charges for services		5,002,612		5,002,612		4,689,237		(313,375)
Contributions		7,000		7,000		8,500		1,500
Miscellaneous		793,796		793,796		893,025		99,229
Intergovernmental		8,014,375		8,014,375		7,751,751		(262,624)
mergovermientai		0,014,373		0,014,373		7,751,751		(202,024)
Total revenues		43,636,636		43,636,636		44,426,638		790,002
Expenditures:								
Current:								
Legislative		917,862		984,283		960,836		(23,447)
Executive		3,415,746		3,793,514		3,127,240		(666,274)
Legal		426,501		473,421		412,454		(60,967)
Finance		2,118,063		2,140,259		2,073,242		(67,017)
Public safety		11,698,404		11,916,665		11,262,769		(653,896)
Public works		11,395,189		12,223,992		11,590,650		(633,342)
Parks and recreation		6,986,548		7,146,198		6,916,341		(229,857)
Balch library		435,265		469,987		454,610		(15,377)
Planning and zoning		1,414,724		1,439,933		1,382,400		(57,533)
Plan review		1,245,604		1,474,640		1,248,341		(226,299)
Airport		1,240,004		1,777,070		2,444		2,444
Debt service:		_		_		۷,444		2,444
Principal		3,244,452		3,244,452		8,184,465		4,940,013
Interest and fiscal charges		2,970,247		2,970,247		2,319,700		(650,547)
interest and fiscal charges		2,910,241		2,910,241		2,319,700		(650,547)
Total expenditures		46,268,605		48,277,591		49,935,492		1,657,901
Revenues under expenditures		(2,631,969)		(4,640,955)	l	(5,508,854)		(867,899)
Other Eineneing Sources (Hess)								
Other Financing Sources (Uses):		064 000		964 939		0.504.000		4 700 654
Transfers in		861,232		861,232		2,564,883		1,703,651
Transfers out		•••		-		(2,345,026)		(2,345,026)
Other financing sources, net		861,232	••	861,232		219,857		(641,375)
Net change in fund balance		(1,770,737)		(3,779,723))	(5,288,997)		(1,509,274)
Fund Balance, beginning		1,770,737		3,779,723		22,438,541		18,658,818
Fund Balance, ending	\$		\$	-	\$	17,149,544	\$	17,149,544

STATEMENT OF NET ASSETS PROPRIETARY FUND June 30, 2012

June 30, 2012	Business-type
	_ Activities -
	Enterprise Fund Utilities
ASSETS	Ountes
Current Assets:	
Cash, cash equivalents, and temporary cash investments	\$ 16,975,140
Accounts receivables, net	3,545,722
Inventory	285,082
Restricted cash	1,376,295
Total current assets	22,182,239
Noncurrent Assets:	
Deferred charges	389,639
Capital assets:	,
Land	1,586,356
Water and sewer plant	115,748,497
Water and sewer lines	111,693,346
Furniture, equipment and software	1,108,044
Vehicles	2,401,438
Construction in progress	942,863
Less: accumulated depreciation and amortization	(55,630,398)
Total capital assets, net	177,850,146
Total noncurrent assets	178,239,785
Total assets	200,422,024
LIABILITIES	
Current Liabilities:	
Accounts payable	602 726
Accounts payable Accrued payroll	603,736
Accrued interest	207,868
Compensated absences	1,209,231
Retainage payable	452,657 48,567
Bonds payable	48,567 625,000
Customer deposits and contingent charges	846,102
	040,102
Total current liabilities	3,993,161
Noncurrent Liabilities:	
Compensated absences	98,179
Other postemployment benefits	367,163
Bonds payable	67,315,258
Total noncurrent liabilities	67,780,600
Total liabilities	71,773,761
NET ASSETS	
Invested in capital assets, net of related debt	144 007 646
Unrestricted	111,237,616
Oncouloted	17,410,647
Total net assets	\$ 128,648,263
	Ψ 120,040,203
See Notes to Financial Statements 27	

STATEMENT OF REVENUES, EXPENSES AND CHANGES IN FUND NET ASSETS PROPRIETARY FUNDS Year Ended June 30, 2012

	Business-ty	pe A	ctivities - Ente	rpri	se Funds
	Airport	,	Utilities	,	Totals
Operation Development					
Operating Revenues: Charges for services	\$ 1,182,366	\$	15,053,935	\$	16,236,301
Other	\$ 1,102,300	Ф		Φ	
Other			350,704		350,704
Total operating revenues	1,182,366		15,404,639		16,587,005
Operating Expenses:					
Personnel service	247,721		6,968,938		7,216,659
Contractual services	226,251		626,022		852,273
Depreciation and amortization	895,998		4,999,350		5,895,348
Materials and supplies	22,904		1,231,961		1,254,865
Continuous charges	89,196		1,293,173		1,382,369
Claims and settlements	-		1,181		1,181
Capital outlay	-		161,613		161,613
Total operating expenses	1,482,070		15,282,238		16,764,308
Operating income (loss)	(299,704))	122,401		(177,303)
Nonoperating Revenue (Expenses):					
Commonwealth of Virginia grants	18,668		_		18,668
Federal grants	-		69,245		69,245
Contributions	46,775		00,210		46,775
Interest on investments	206,882		47,355		254,237
Installation and connection charges	200,002		1,658,836		1,658,836
	(470 050				
Interest and fiscal charges	(178,050	!	(2,781,285)		(2,959,335)
Total nonoperating revenues (expenses), net	94,275		(1,005,849)		(911,574)
Loss before capital grants, assistance and transfers	(205,429)	(883,448)		(1,088,877)
Capital Grants, Assistance and Transfers:					
Commonwealth of Virginia grants	180,911		_		180,911
Federal grants	452,592		_		452,592
Developer donated assets	- 1 02,002		2,408,000		2,408,000
Transfers out	(36,378	١	(1,750,517)		(1,786,895)
Hanslers out	(30,310	<u>, </u>	(1,730,517)		(1,700,000)
Total capital grants, assistance and transfers, net					
before extraordinary items	597,125		657,483		1,254,608
Extraordinary Items:					
Contribution of all assets and liabilities to the general government	(26,928,733)	-		(26,928,733)
		,		<u></u>	
Change in net assets	(26,537,037)	(225,965)		(26,763,002)
Net assets, beginning					
	26,537,037		128,874,228		155,411,265
Net assets, ending	\$ -	\$	128,648,263	\$	128,648,263
•		7	,_,_		,

STATEMENT OF CASH FLOWS PROPRIETARY FUNDS Year Ended June 30, 2012

	Business-type Activities - Enterprise Funds				
		Airport	Utilities	Totals	
Cash Flows From Operating Activities:					
Receipts from customers	\$	1,147,417	\$ 15,142,903	\$ 16,290,320	
Payments to suppliers for goods and services	Ψ	(334,096)	(3,276,450)	(3,610,546)	
Payments to employees for services		(280,275)	(7,038,453)	(7,318,728)	
Other receipts		(200,213)	350,704	350,704	
Other receipts			330,704	330,7.04	
Net cash provided by operating activities		533,046	5,178,704	5,711,750	
Cash Flows From Noncapital and Related Financing Activities:					
Operating grants		18,668	81,275	99,943	
Contributions		46,775	-	46,775	
Transfers out		(36,378)	(1,750,517)	(1,786,895)	
Net cash provided by (used in) noncapital and					
related financing activities		29,065	(1,669,242)	(1,640,177)	
Cash Flows From Capital and Related Financing Activities:					
Installation and connection charges		_	1,658,836	1,658,836	
Repayment of advances from other funds		(664,317)		(664,317)	
Capital grant revenue		533,028	_	533,028	
Acquisition and construction of capital assets		(503,154)	(1,062,195)	·	
Interest and fiscal charges		(280,297)			
Principal paid on bonds		(60,000)			
Proceeds and premiums from debt issuance		205,747	5,699,514	5,905,261	
Net cash provided by (used in) capital and				-,,-	
related financing activities		(768,993)	452,127	(316,866)	
Cash Flows From Investing Activities:					
Interest on investments		206,882	50,066	256,948	
Net cash provided by investing activities		206,882	50,066	256,948	
Matinguage in each					
Net increase in cash and cash equivalents		-	4,011,655	4,011,655	
Cash and Cash Equivalents					
Beginning		-	14,339,780	14,339,780	
Ending	\$	-	\$ 18,351,435	\$ 18,351,435	

STATEMENT OF CASH FLOWS PROPRIETARY FUNDS Year Ended June 30, 2012

	Business-type Activities - Enterprise Funds					
		Airport		Utilities		Totals
Reconciliation of Operating Income (Loss) to Net Cash Provided By Operating Activities: Operating income (loss)	\$	(299,704)	\$	122,401	\$	(177,303)
Adjustments to reconcile operating income (loss) to net cash provided by operating activities:	4	•	•	·		•
Depreciation and amortization Changes in assets and liabilities:		895,998		4,999,350		5,895,348
Decrease (increase) in accounts receivable Increase (decrease) in:		(19,453)		91,020		71,567
Accounts payable		44,459		13,173		57,632
Accrued liabilities		(38,321)		(218,094)		(256,415)
Prepaids		3,658		59,152		62,810
Inventory		· -		24,327		24,327
Unearned revenue		(18,338)		· •		(18,338)
Due to other funds		(40,204)		_		(40,204)
Compensated absences		2,109		89,427		91,536
Customer deposits and contingent charges		2,842		(2,052)		790
Net cash provided by operating activities	_\$_	533,046	\$	5,178,704	\$	5,711,750
Supplemental Disclosure of Noncash Capital and Related Financing Activities:				- 400 000	•	0.400.000
Developer donated capital improvements			\$	2,408,000	<u> </u>	2,408,000
Capital assets acquired through incurrence of accounts and retainage payable	\$	_	\$	86,640	\$	86,640
and retainage payable	<u> </u>		Ψ.		<u> </u>	
Capital assets transferred to the governmental activities, net	\$:	33,512,233	\$	_	\$	33,512,233
Noncurrent liabilities transferred to governmental activities, net	\$	4,238,474	\$	-	\$	4,238,474
Current assets and liabilities transferred to the General Fund, net	\$	2,345,026	\$	-	\$	2,345,026

Exhibit 11

STATEMENT OF NET ASSETS FIDUCIARY FUND June 30, 2012

	OPEB Trust Fund
ASSETS	
Cash and cash equivalents	\$ 3,843,268
Total assets	3,843,268_
NET ASSETS	
Held in trust for other postemployment benefits (OPEB)	\$ 3,843,268

Exhibit 12

STATEMENT OF CHANGES IN FIDUCIARY NET ASSETS FIDUCIARY FUND

June 30, 2012

	OPEB Trust Fund
Additions:	
Contributions	\$ 1,471,031
Total contributions	1,471,031
Investment Income:	
From investment activities:	
Realized gain on sale of investments	293
Interest and dividends earned on investments	9
Net increase in fair value of investments	26,663
Total income from investment activities	26,965
Deductions:	
Administrative fees	3,733
Total deductions	3,733
Change in net assets	1,494,263
Net Assets, beginning	2,349,005
Net Assets, ending	\$ 3,843,268

NOTES TO FINANCIAL STATEMENTS

Note 1. Summary of Significant Accounting Policies

The financial statements of the Town of Leesburg, Virginia (the Town) have been prepared in conformity with accounting principles generally accepted in the United States of America as applied to government units promulgated by the Governmental Accounting Standards Board (GASB). The more significant of the Town's accounting policies are described below.

A. Reporting Entity

The Town of Leesburg, Virginia is located in the County of Loudoun, Virginia and was incorporated in 1758 under the provisions of the Constitution and general statutes of the Commonwealth of Virginia.

The Town is an incorporated municipal government governed by an elected mayor and six-member council. As required by accounting principles generally accepted in the United States of America, these financial statements present the Town and any potential component units, entities for which the Town is considered to be financially accountable. Financial accountability is defined as appointment of a voting majority of the component unit's board and either (a) the ability to impose its will on the component unit, or (b) the possibility that the component unit will provide a financial benefit to or impose a financial burden on the primary government.

Based upon the above, all potential component units were evaluated for inclusion in the reporting entity and it was determined there are no component units requiring inclusion in the Town's reporting.

B. Government-Wide and Fund Financial Statements

Government-Wide Financial Statements

The Statement of Net Assets and the Statement of Activities display information on all of the activities of the Town. Governmental activities, which normally are supported by taxes and intergovernmental revenues, are reported separately from business-type activities, which rely to a significant extent on fees and charges for support. Eliminations have been made to minimize the double-counting of internal activities.

The Statement of Activities demonstrates the degree to which the direct expenses of a given function or segment are offset by program revenues. Direct expenses are those that are clearly identifiable with a specific function or segment. Program revenues include 1) charges to customers or applicants who purchase, use, or directly benefit from goods, services, or privileges provided by a given function or segment and 2) grants and contributions that are restricted to meeting the operational or capital requirements or a particular function or segment. Taxes and other items not properly included among program revenues are reported instead as general revenues.

Fund Financial Statements

Separate financial statements are provided for governmental funds and proprietary funds. Major individual governmental funds and major individual enterprise funds are reported as separate columns in the fund financial statements.

NOTES TO FINANCIAL STATEMENTS

Note 1. Summary of Significant Accounting Policies (Continued)

C. Basis of Presentation - Fund Accounting

The accounts of the Town are organized on the basis of funds which are considered to be a separate accounting entity. The operations of each fund are accounted for by providing a separate set of self-balancing accounts which comprise its assets, liabilities, fund balance/net assets, revenues and expenditures or expenses, as appropriate. The various funds of the Town are included in the financial statements as follows:

1. Governmental Funds are those funds through which most governmental functions typically are financed. Governmental fund reporting focuses on the sources, uses and balances of current financial resources. Expendable assets are assigned to the various governmental funds according to the purposes for which they may or must be used; current liabilities are assigned to the fund from which they are paid; and the difference between governmental fund assets and liabilities, the fund equity, is referred to as "fund balance." The measurement focus is upon determination of changes in financial position, rather than upon net income determination. The following comprise the Town's major governmental funds:

General Fund – The General Fund is the general operating fund of the Town. All general tax revenues and other receipts that are not allocated by law or contractual agreement to some other fund are accounted for in this fund. Many important activities of the Town, including operation of the Town's general service departments, street and highway maintenance, public safety, parks and recreation, and library are accounted for in this fund.

<u>Capital Projects Fund</u> – The Capital Projects Fund is used to account for all resources used in the acquisition and construction of capital facilities and other capital assets, unless financed through proprietary funds.

2. Proprietary Fund types are used to account for activities which are similar to those often found in the private sector. All assets, liabilities, equities, revenues, expenses and transfers related to the Town's business activities are accounted for through proprietary funds. The measurement focus is on income determination, financial position, and cash flows. In accordance with GASB Statement No. 20, Accounting and Financial Reporting for Proprietary Funds and Other Governmental Entities that Use Proprietary Fund Accounting, the Town has elected to apply all applicable FASB pronouncements, including those issued on or before November 30, 1989, except for those pronouncements which conflict with or contradict GASB pronouncements. Governments also have the option of following subsequent private-sector guidance for their business-type activities and enterprise funds, subject to this same limitation. The Town has elected not to follow subsequent private-sector guidance.

NOTES TO FINANCIAL STATEMENTS

Note 1. Summary of Significant Accounting Policies (Continued)

C. Basis of Presentation - Fund Accounting (Continued)

<u>Enterprise Funds</u> – Enterprise funds are used to finance and account for the acquisition, operation and maintenance of the Town's facilities and services, which are supported primarily by user charges. The following comprise the Town's major enterprise funds:

Airport Fund – This fund is used to account for the operation and maintenance of the Town's airport. The Airport Fund also receives funding through State and Federal grants. Effective June 29, 2012, Town Council elected to eliminate the Airport Fund and account for airport activity as part of the general government.

<u>Utilities Fund</u> – This fund is used to account for the operation and maintenance of the Town's water system and sanitary sewer system.

<u>Fiduciary Fund</u> – Fiduciary funds (trust and agency funds) account for assets held by the Town in a trustee capacity or as an agent for individuals, private organizations, other governmental units, or other funds. These funds utilize the accrual basis of accounting. Fiduciary funds are not included in the government-wide financial statements. The Town's sole fiduciary fund is the Other Postemployment Benefits (OPEB) Trust Fund which accounts for activities of the Town's other postemployment benefits. This fund accumulates resources for health insurance for retired employees.

D. Measurement Focus and Basis of Accounting

The government-wide financial statements are reported using the economic resources measurement focus and the *accrual* basis of accounting, as are the proprietary fund financial statements. Revenues are recorded when earned and expenses are recorded when a liability is incurred, regardless of the timing of related cash flows. Property taxes are recognized as revenues in the year for which they are levied. Grants and similar items are recognized as revenue as soon as all eligibility requirements imposed by the provider have been met.

Governmental fund financial statements are reported using the current financial resources measurement focus and the *modified* accrual basis of accounting. Revenues are recognized as soon as they are both measurable and available. Revenues are considered to be available when they are collectible within the current period or soon enough thereafter to pay liabilities of the current period. For this purpose, the Town considers revenues to be available if they are collected within 75 days of the end of the current fiscal period except for property taxes which are recognized as revenue if they have been collected within 45 days after year end. Expenditures generally are recorded when a liability is incurred, as under accrual accounting. However, debt service expenditures, expenditures related to compensated absences, and claims and judgments are recorded only when payment is due.

NOTES TO FINANCIAL STATEMENTS

Note 1. Summary of Significant Accounting Policies (Continued)

D. Measurement Focus and Basis of Accounting (Continued)

Under the terms of grant agreements, the Town funds certain programs by a combination of specific cost-reimbursement grants and general revenues. Thus, when program expenses are incurred, there are both restricted and unrestricted net assets available to finance the program. It is the Town's policy to first apply cost-reimbursement grant resources to such programs, and then general revenues to fund the program.

In applying the susceptible to accrual concept to intergovernmental revenues, the legal and contractual requirements of the numerous individual programs are used as guidance. There are, however, essentially two types of these revenues. In one, monies must be expended on the specific purpose or project before any amounts will be paid to the Town; therefore, revenues are recognized based upon the expenditures recorded and the availability criteria. In the other, monies are virtually unrestricted as to purpose of expenditure, and are usually revocable only for failure to comply with prescribed requirements. These resources are reflected as revenues at the time of receipt, or earlier if the susceptible to accrual criteria are met.

Licenses and permits, fines and forfeitures, charges for sales and services (other than utility) and miscellaneous revenues are generally recorded as revenue when received because they are generally not measurable until actually received. In the category of use of money and property, property rentals are recorded as revenue when received, but investment earnings are recorded as earned, since they are measurable and available.

Amounts reported as program revenues include 1) charges to customers or applicants for goods, services, or privileges provided, 2) operating grants and contributions, and 3) capital grants and contributions, including special assessments. Internally dedicated resources are reported as general revenues rather than as program revenues. Likewise, general revenues include all taxes.

Proprietary funds distinguish operating revenues and expenses from nonoperating items. Operating revenues and expenses generally result from providing services and producing and delivering goods in connection with a proprietary fund's principal ongoing operations. The principal operating revenues of the Town's enterprise funds are charges to customers for commodities and services. Operating expenses for enterprise funds include the cost of commodities and services, administrative expenses and depreciation and amortization on capital assets. All revenues and expenses not meeting this definition are reported as nonoperating revenues and expenses.

E. Budgetary Data

Budgets are adopted and maintained on the modified accrual basis adjusted for encumbrances. Annual appropriated budgets are adopted for the General Fund. All annual appropriations lapse at fiscal year-end to the extent they have not been expended or lawfully encumbered. Project-length financial plans are adopted for the Capital Projects Fund. Budgets for enterprise funds serve as a spending guide for the Town and do not constitute legally binding limitations.

NOTES TO FINANCIAL STATEMENTS

Note 1. Summary of Significant Accounting Policies (Continued)

E. <u>Budgetary Data</u> (Continued)

Each year all departments of the government submit requests for appropriation to the Town Manager so that a budget may be prepared. The budget is prepared by fund, department, activity, and expenditure and includes information on the past, current year estimates, and requested appropriations for the next fiscal year.

Before April 1, the proposed budget is presented to the Town's Council for review. The Town Council holds public hearings and may add to, subtract from, or change appropriations, but may not change the form of the budget. Any changes in the budget must be within the revenues and reserves estimated as available by the Town Manager or the revenue estimates must be changed by an affirmative vote of a majority of the Town Council.

Expenditures may not legally exceed budgeted appropriations at the department level. The Town Manager has authority to amend or transfer appropriations within the department level. During the year ended June 30, 2012, General Fund supplemental appropriations totaling \$2,008,986 were authorized by Town Council.

F. Other Significant Accounting Policies

1. Cash and Cash Equivalents

The Town considers all highly liquid investments purchased with a maturity of three months or less to be cash equivalents.

Cash of individual funds are combined to form a pool of cash and investments. The pool consists primarily of government obligations and a local government investment pool. The government securities are stated at fair value based on quoted market prices and the investment in the local government investment pool (a 2a7-like pool) is reported at the pool's share price. Interest earned as a result of pooling is distributed to the appropriate funds utilizing a formula based on month-end balances.

Restricted Cash

Restricted cash of \$9,433,010 and \$1,376,295 for governmental activities and business-type activities, respectively, at June 30, 2012, are comprised of unspent debt proceeds, proffer reserves, performance bonds, police forfeitures, and funds to be used for Balch Library.

3. Investments

Investments are stated at fair value based on quoted market prices.

NOTES TO FINANCIAL STATEMENTS

Note 1. Summary of Significant Accounting Policies (Continued)

F. Other Significant Accounting Policies (Continued)

4. Property Taxes

Real estate and personal property taxes are assessed annually by Loudoun County, Virginia (County), for all property of record as of January 1. The Town bills and collects its property taxes based on the assessed values provided by the County. Real estate taxes are levied annually on January 1 and are due in semi-annual installments on June 5 and December 5. Personal property taxes are levied annually on January 1 and are due October 5 with pro-ration of personal property taxes throughout the year. Prorated personal property taxes levied after June 15 are due March 15.

Collections of real estate and personal property taxes between July 1 and August 15 of the subsequent fiscal year, classified as delinquent at June 30, are recorded as revenue for the fiscal year then ended. Liens attach to the property when the tax remains unpaid after July 1 of the following year. The billings are considered past due after the respective tax billing date at which time the applicable property is subject to a 10% penalty and interest is assessed 30 days therefrom.

Prepaid Items

Certain payments to vendors reflect costs applicable to future accounting periods and are recorded as prepaid items in both the government-wide and fund financial statements using the consumption method.

6. Inventory

Inventories are stated at cost using the first-in, first-out method. Inventories of business-type activities are recorded as expenditures when consumed rather than when purchased.

7. Capital Assets

Capital assets, which include property and equipment and infrastructure assets (e.g., roads, bridges, sidewalks, and similar items), are reported in the applicable governmental or business-type activities columns in the government-wide financial statements or the appropriate enterprise fund within the proprietary statements. Capital assets are defined by the government as assets with an initial, individual cost of more than \$5,000 (\$50,000 or more for infrastructure) and an estimated useful life in excess of two years. Such assets are recorded at historical cost or estimated historical cost if purchased or constructed. Donated capital assets are recorded at estimated fair market value at the date of donation. In implementing GASB 34, the Town identified and included infrastructure assets obtained prior to June 30, 1980.

NOTES TO FINANCIAL STATEMENTS

Note 1. Summary of Significant Accounting Policies (Continued)

F. Other Significant Accounting Policies (Continued)

7. <u>Capital Assets</u> (Continued)

The cost of normal maintenance and repairs that do not add to the value of the asset or materially extend asset lives are not capitalized.

Major outlays for capital assets and improvements are capitalized as projects are constructed. Interest incurred during the construction phase of capital assets of business-type activities is included as part of the capitalized value of the assets constructed.

Capital assets of the government are depreciated and amortized using the straight-line method over the following estimated useful lives:

	<u>Years</u>
Buildings and improvements	15 50
Infrastructure	50
Hangars and runways	10 – 50
Vehicles	5 – 12
Furniture, equipment and software	5 – 25
Computer equipment and software	5 10
Water and sewer plant	10 – 100
Water and sewer lines	10 – 100

The Town's Balch Library contains reference material and library books that are not capitalized. Many of these items are irreplaceable and only available for educational and research purposes to be completed at the library.

8. Deferred Revenue

Deferred revenue in the governmental funds represents amounts due, which are measurable but not available.

NOTES TO FINANCIAL STATEMENTS

Note 1. Summary of Significant Accounting Policies (Continued)

F. Other Significant Accounting Policies (Continued)

9. Inter-fund Transactions

Transactions among Town funds that would be treated as revenues and expenditures or expenses if they involved organizations external to the Town government are accounted for as revenues and expenditures or expenses in the funds involved.

Transactions, which constitute reimbursements to a fund for expenditures initially made from it, which are properly applicable to another fund, are recorded as expenditures in the reimbursing fund and as reductions of expenditures in the reimbursed fund.

Transactions, which constitute the transfer of resources from a fund receiving revenues to a fund through which the revenues are to be expended, are separately reported in the respective funds' operating statements.

10. Compensated Absences

It is the Town's policy to permit employees to accumulate earned but unused vacation and sick pay benefits. No liability is reported for unpaid accumulated sick leave. All vacation pay is accrued when earned in government-wide and proprietary financial statements. For governmental fund types, the amount of accumulated unpaid vacation leave which is payable from available resources is recorded as a liability of the respective fund only if they have matured, for example, as a result of employee retirements and resignations. The General Fund is responsible for paying the liability for compensated absences for general government employees and has been used in prior years to liquidate the governmental funds' liability.

11. Long-Term Obligations

In the government-wide financial statements, and proprietary fund types in the fund financial statements, long-term debt and other long-term obligations are reported as liabilities in the applicable governmental activities, business-type activities or proprietary fund type Statement of Net Assets. Bonds payable are reported net of the applicable premium, discount, or losses on refundings.

In the fund financial statements, governmental fund types recognize bond premiums and discounts, as well as issuance costs, during the current period. The face amount of debt issued is reported as other financing sources. Premiums received on debt issuances are reported as other financing sources while discounts are reported as other financing uses. Issuance costs, whether or not withheld from the actual debt proceeds received, are reported as debt service expenditures.

NOTES TO FINANCIAL STATEMENTS

Note 1. Summary of Significant Accounting Policies (Continued)

F. Other Significant Accounting Policies (Continued)

12. Bond Premiums, Discounts, Deferred Losses on Refundings, and Issuance Costs

Bond premiums, discounts, deferred losses on refundings and issuance costs are deferred and amortized over the life of the bonds using a method which approximates the effective interest method. Bond discounts, net of amortization, as well as deferred losses on refundings, net of amortization, are presented as reductions to the face amount of bonds payable on the accompanying Statement of Net Assets. Bond premiums, net of amortization, are presented as an increase to the face amount of bonds payable on the accompanying Statements of Net Assets. Issuance costs, net of amortization, are presented as non-current assets on the accompanying Statements of Net Assets. The actual amounts of each of these items are presented in the schedule in Note 8, Long-Term Debt.

13. Performance Bonds

In the fund financial statements, the General Fund reports approximately \$1.5 million reserve for performance bonds in customer deposits and contingent charges. The Town requires contractors or developers to provide the Town with a performance bond (safety bond) in order to guarantee that the value of the work will not be lost in the case of an event that permits the contractor/developer from completing the project. Upon completion of the work and satisfactory inspection, the performance bond is refunded to the contractor/developer.

14. Reserve for Proffers

In the fund financial statements, the Capital Projects Fund reports a reserve for proffers of approximately \$5.4 million. The Commonwealth of Virginia grants localities the ability to seek voluntary proffers from developers to off-set costs for infrastructure and public services generated by development through the rezoning process. The Town's most common proffered cash contributions are those to off set future capital costs associated with schools, fire and rescue, parks and recreation, specific transportation improvements, and/or general transportation improvements.

NOTES TO FINANCIAL STATEMENTS

Note 1. Summary of Significant Accounting Policies (Continued)

F. Other Significant Accounting Policies (Continued)

15. Fund Equity

In the fund financial statements, governmental funds report classifications of fund balance as follows:

Nonspendable fund balance – amounts that are not in a spendable form or are required to be maintained intact (such as prepaid items, inventory, and the principal of a permanent fund that is legally or contractually required to be maintained intact).

Restricted fund balance – amounts constrained to specific purposes by their providers (such as grantors, creditors, or laws and regulations of other governments), or by law through constitutional provisions or enabling legislation.

Committed fund balance – amounts constrained to specific purposes by the Town Council. To be reported as committed, amounts cannot be used for any other purpose unless the Town Council adopts an ordinance to add, remove or change the constraint.

Assigned fund balance – amounts constrained by the Town's intent to be used for specific purposes but are neither restricted nor committed. Amounts can be assigned by the Town Manager or Director of Finance.

Unassigned fund balance – residual balance of the General Fund that has not been restricted, committed, or assigned to specific purposes within the General Fund.

The Town will consider the use of restricted, committed, or assigned funds prior to the use of unassigned fund balance.

Encumbrances represent commitments related to unperformed contracts for goods or services. Encumbrance accounting, under which purchase orders, contracts and other commitments for the expenditure of resources are recorded to reserve that portion of the applicable appropriation, is employed as an extension of formal budgetary integration in the General Fund. Encumbrances outstanding at year-end are reported as reservations in the appropriate category of fund balances and do not constitute expenditures or liabilities because the commitments will be honored during the subsequent year. General Fund encumbrances totaling approximately \$1.4 million have been classified as assigned under fund balance. Capital Projects Fund encumbrances totaling approximately \$5.3 million have been classified as committed under fund balance.

NOTES TO FINANCIAL STATEMENTS

Note 1. Summary of Significant Accounting Policies (Continued)

F. Other Significant Accounting Policies (Continued)

16. Net Assets

Net assets represent the difference between assets and liabilities. The caption net assets "invested in capital assets, net of related debt" consists of capital assets, net of accumulated depreciation and amortization, reduced by the outstanding balances of any borrowings used for the acquisition, construction or improvement of those assets. Net assets invested in capital assets, net of related debt, excludes unspent debt proceeds. Net assets are reported as restricted when there are limitations imposed on their use either through the enabling legislation adopted by the Town or through external restrictions imposed by creditors, grantors or laws or regulations of other governments.

The Town first applies restricted resources when an expense is incurred for purposes for which both restricted and unrestricted net assets are available.

17. 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 the disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenues and expenditures/expenses during the reporting period. Actual results could differ from those estimates.

Note 2. Deposits and Investments

<u>Deposits</u>: Deposits with banks are covered by the Federal Deposit Insurance Corporation (FDIC) and collateralized in accordance with the Virginia Security for Public Deposits Act (the "Act"), Section 2.2-4400 et., seq. of the *Code of Virginia*. Under the Act, banks and savings institutions holding public deposits in excess of the amount insured by the FDIC must pledge collateral to the Commonwealth of Virginia Treasury Board. Financial institutions may choose between two collateralization methodologies and depending upon that choice, will pledge collateral that ranges in the amounts from 50% to 130% of excess deposits. Accordingly, all deposits are considered fully collateralized.

NOTES TO FINANCIAL STATEMENTS

Note 2. Deposits and Investments (Continued)

<u>Investments</u>: Statutes authorize local governments and other public bodies to invest in obligations of the United States or its agencies thereof, obligations of the Commonwealth of Virginia or political subdivisions thereof, obligations of the International Bank for Reconstruction and Development (World Bank), the Asian Development Bank, the African Development Bank, "prime quality" commercial paper and certain corporate notes; bankers' acceptances, repurchase agreements and the State Treasurer's Local Government Investment Pool (LGIP).

<u>Custodial Credit Risk (Deposits)</u>: This is the risk that in the event of a bank failure, the Town's deposits may not be returned to the Town. The Town requires all deposits to comply with the Virginia Security for Public Deposits Act. At year-end, none of the Town's deposits are exposed to custodial credit risk.

Investment Policy:

<u>Investments</u>: The Town's investment policy targets the following objectives, in order of priority: legality, safety, liquidity and yield. The Director of Finance for the Town is responsible for administering its investments and ensuring compliance with the Town's policies and statutory requirements.

In accordance with the laws of the Commonwealth and Town policy, investments authorized to be held by the Town are:

1. Treasury Securities

Bonds, notes and bills issued by the United States Treasury maturing within five years of the date of purchase, or certificates representing ownership of treasury bond principal or coupons payable within five years.

2. Agency Securities

Fixed rate obligations issued and guaranteed as to principal and interest by the Federal Home Loan Bank, the Federal National Mortgage Association, the Federal Farm Credit Bank, or the Federal Home Loan Mortgage Corporation, maturing within five years of the date of purchase.

3. Prime Commercial Paper

Commercial paper maturing within 270 days of the day of purchase rated P-1 or higher by Moody's and A-1 or higher by Standard & Poor's, provided that the issuing corporation has a net worth of at least \$50 million and its long-term debt is rated A or better by Moody's and Standard & Poor's.

4. Certificates of Deposit

Certificates of deposit maturing within one year and issued by domestic banks rated P-1 by Moody's and A-1 by Standard & Poor's.

NOTES TO FINANCIAL STATEMENTS

Note 2. Deposits and Investments (Continued)

Investment Policy: (Continued)

5. Bankers' Acceptances

Bankers' acceptances maturing within 180 days rated P-1 or higher by Moody's and A-1 or higher by Standard & Poor's, provided the issuer is a major domestic bank or the domestic office of an international bank rated AA or higher by Moody's and Standard & Poor's.

6. Commonwealth of Virginia and Virginia Local Government Obligations

General obligations, insured obligations or revenue bonds secured by debt service reserve funds not subject to annual appropriation rated AA or higher by Moody's or Standard & Poor's.

7. Repurchase Agreements

Repurchase agreements collateralized by securities approved for investment herein, provided that the counterparty is rated A or better by Moody's and Standard & Poor's and the collateral is held by an independent third party.

8. Open-End Investment Funds

Open-end investment funds registered under the Securities Act of the Commonwealth or the Federal Investment Company Act of 1940, provided that they invest only in securities approved for investment herein.

9. Virginia Local Government Investment Pool (LGIP)

The LGIP is a professionally managed money market fund which invests in qualifying obligations and securities as permitted by Virginia statutes. Pursuant to Section 2.2-4605 Code of Virginia, the Treasury Board of the Commonwealth sponsors the LGIP and has delegated certain functions to the State Treasurer. The LGIP reports to the Treasury Board at their regularly scheduled monthly meetings. The fair value of the position of the LGIP is the same as the value of the pool shares, i.e., the LGIP maintains a stable net asset value of \$1 per share. The LGIP has been assigned an "AAAm" rating by Standard & Poor's.

NOTES TO FINANCIAL STATEMENTS

Note 2. Deposits and Investments (Continued)

Investment Policy: (Continued)

10. Virginia State Non-Arbitrage Program (SNAP)

Investment in the Virginia State Non-Arbitrage Program (SNAP) is used to assist in avoiding arbitrage penalties enacted with the Tax Reform Act of 1986. Sections 2.2-4700 through 2.2-4705 of the *Code of Virginia*, the Government Non-Arbitrage Investment Act authorizes the Virginia Treasury Board to provide assistance to the Commonwealth of Virginia, counties, cities, and towns in the Commonwealth, and to their agencies, institutions and authorities of any combination of the foregoing ("Virginia governments") in the management of and accounting for their bond funds, including, without limitation, bond proceeds, reserves, and sinking funds, and the investment thereof. The Virginia SNAP has been assigned an "AAAm" rating by Standard & Poor's. The SNAP Fund is managed to maintain a dollar-weighted average portfolio maturity of 90 days or less and seeks to maintain a constant net value (NAV) per share of \$1.00. The Commonwealth of Virginia's Treasury Board has contracted with PFM Asset Management, LLC, Wells Fargo, N.A., U.S. Bank, N.A., and the Bank of New York Mellon Corporation to provide professional services and regulating oversight to the SNAP Program.

11. Federally Insured Certificates of Deposit (CDARS)

Federally insured certificates of deposit issued through the Certificates of Deposit Account Registry Service (CDARS) by financial institutions located in the United States, provided that:

- a. The funds are initially invested by the Town through a financial institution that is participating in CDARS and that is located and doing business in Virginia.
- b. The financial institution in Virginia receives reciprocal deposits from customers of other financial institutions in an amount equal to the funds initially invested by the Town; and
- c. Each such certificate of deposit is issued in an amount that is eligible for full FDIC insurance coverage for up to a maximum total of \$50 million in qualified investments held.

NOTES TO FINANCIAL STATEMENTS

Note 2. Deposits and Investments (Continued)

Investment Policy: (Continued)

12. Virginia Municipal League and Virginia Association of Counties (VML/VACo) – OPEB Trust Fund

Investments in VML/VACo are used for funding Other Post-Employment Benefits (OPEB). The VML/VACo Trust is the only pooled OPEB trust offered in Virginia. Trust participants receive professional investment management on par with the services provided by major pension funds. Investment decisions are made by the Board of Trustees.

The Town currently has \$3,843,268 invested with VML/VACo OPEB Trust. The trust has not been assigned a rating as of June 30, 2012.

Credit Risk:

Credit risk is defined as the risk that an issuer or other counterparty to an investment will not fulfill its obligations. As of June 30, 2012, 78% of the Town's investments were invested in "AAAm" rated Money Market Funds. All credit ratings presented in this paragraph are Standard & Poor's ratings.

Interest Rate Risk:

Interest rate risk is defined as the risk that changes in interest rates will adversely affect the fair value of an investment. As a means of limiting exposure to fair value losses arising from increasing interest rates and to comply with the laws of the Commonwealth, the Town's policy limits the investment of funds to investments with a stated maturity of no more than five years from the date of purchase.

	Fair Value	Less Than 1 Year
LGIP Certificates of deposit SNAP	\$ 10,567,320 6,777,033 14,056,106	\$ 10,567,320 6,777,033 14,056,106

Note 3. Estimated Unbilled Revenue

Utilities Fund revenues are estimated at year-end for unbilled services rendered. The amounts are determined by estimating services rendered based on past services provided. At June 30, 2012, estimated unbilled services included in accounts receivable and revenue amounted to approximately \$2.6 million.

NOTES TO FINANCIAL STATEMENTS

Note 4. Receivables

Receivables at June 30, 2012 for the Town's individual major funds, including the applicable allowances for uncollectible accounts, are as follows:

	-	eneral Fund	 Capital Projects Fund	 Utilities Fund	 Totals
Property taxes Utility taxes Local taxes Accounts	1,4	733,480 121,782 151,437 236,633	\$ - - - 25,000	\$ - - - 3,620,722	\$ 6,733,480 121,782 1,451,437 3,882,355
Gross receivables	8,8	543,332	25,000	3,620,722	12,189,054
Less allowance for uncollectible accounts	(2	266,100)	 -	 (75,000)	 (341,100)
Net receivables	\$ 8,2	277,232	\$ 25,000	\$ 3,545,722	\$ 11,847,954

Governmental funds report deferred revenue in connection with receivables for revenues that are not considered to be available to liquidate liabilities of the current period. Governmental funds also defer revenue recognition in connection with resources that have been received, but not yet earned. At the end of the current fiscal year, the various components of deferred revenue and unearned revenue reported in the General Fund were as follows:

	l	Jnavailable	 Unearned
Delinquent property taxes receivable Advance collection of 2012-2013 taxes 2012-2013 property taxes receivable Lease revenue Business licenses receivable Motor vehicle decal receivable Capital projects	\$	521,742 - - - - - -	\$ 85,638 5,609,230 94,109 55,877 329,976 910,304
	<u>\$</u>	521,742	\$ 7,085,134
	-		

The Capital Projects Fund reported unearned revenue of \$910,304 in connection with contributions received in advance from Loudoun County for the County's share of capital projects undertaken by the Town.

The Town leases a portion of the Town's property at the airport to the federal government for the FAA/Automated Flight Services Station. In 2004, the FAA advanced the Town approximately \$236,000 to assist with capital improvements of the facilities. The advance is being amortized over the remaining lease through April 2018, in which the Town is recognizing approximately \$18,300 in income annually.

NOTES TO FINANCIAL STATEMENTS

Note 5. Due From Other Governments

At June 30, 2012, amounts due from other governments were as follows:

General Fund: Commonwealth of Virginia: Local sales tax Other taxes and grants Car rental tax Communication sales and use Department of Aviation Federal government: Federal Aviation Administration Department of Justice	\$ 1,344,854 25,088 10,584 377,107 12,860 1,770,493 87,615 26,599 114,214
Northern Virginia Cigarette Tax Board	97,216
Other governments	25,859
Total General Fund	\$ 2,007,782
Capital Projects Fund: Virginia Department of Transportation	\$ 1,076,136

NOTES TO FINANCIAL STATEMENTS

Note 6. Capital Assets

Capital asset activity for the year ended June 30, 2012 is as follows:

· ·	Beginning Balance	Transfers/ Increases	(Deletions)/ Reclassifications	Ending Balance
Governmental activities:				
Capital assets, not being depreciated or amortized:				
Land	\$ 41,709,729 \$	11,437,038	\$ - \$	53,146,767
Construction in progress	10,966,704	8,127,615	(3,386,380)	15,70 <u>7,</u> 939
Total capital assets, not being			(2.222.222)	00.054.706
depreciated or amortized	52,676,433	19,564,653	(3,386,380)	68,854,706
Capital assets, being depreciated				
or amortized:	00 500 500	3,046,895	3,386,380	74,999,841
Buildings and improvements	68,566,566	2,228,030	(13,534)	5,635,552
Furniture, equipment and software	3,421,056 2,414,378	100,358	(31,100)	2,483,636
Computer equipment and software	4,160,818	721,165	(188,229)	4,693,754
Vehicles	206,135,101	4,171,048		210,306,149
Infrastructure	200,100,101	6,057,289	-	6,057,289
Hangers	<u></u>	15,619,842	-	15,619,842
Runways Terminals	-	6,677,993	_	6,677,993
Total capital assets being				
depreciated or amortized	284,697,919	38,622,620	3,153,517	326,474,056
uopi oolutou oi saasa				
Less accumulated depreciation				
and amortization for:	(17,648,877)	(2,311,065		(19,959,942)
Buildings and improvements	(2,379,060)	(1,148,335		(3,513,861)
Furniture, equipment and software	(1,370,781)	(369,402	,	(1,709,083)
Computer equipment and software	(2,753,050)	(687,100	7	(3,262,249)
Vehicles Infrastructure	(39,821,893)	(4,188,107		(44,010,000)
• • • • • • • • • • • • • • • • • • • •	-	(1,623,259		(1,623,259)
Hangers Runway	-	(5,095,986	3) -	(5,095,986)
Terminals	-	(2,110,236	3) -	(2,110,236)
Total accumulated depreciation				(04 004 646)
and amortization	(63,973,661)	(17,533,490)) 222,535	(81,284,616)
Total capital assets being				5.15.400.440
depreciated or amortized, net	220,724,258	21,089,130	3,376,052	245,189,440
Governmental activities capital assets, net	\$ 273,400,691	\$ 40,653,78	3 \$ (10,328)	\$ 314,044,146
Guvernmental activities capital associo, not	1 1			

On June 29, 2012, the Airport Fund capital assets were transferred to the general government. As a result, assets with a net book value of \$33,512,233 (cost basis of \$44,160,019 and accumulated depreciation of \$10,647,786) were transferred to the general government.

NOTES TO FINANCIAL STATEMENTS

Note 6. Capital Assets (Continued)

Depreciation and amortization expense was charged to functions/programs of the governmental activities as follows:

Governmental activities: Legislative Executive			\$	8,867 511,371 3,469
Finance				658,614
Public safety			1	841,775
Parks and recreation				177,218
Balch Library				2,699
Planning and zoning Public works				4,681,691
Total depreciation and amortization e	ynense - governn	nental activiti	es \$	6,885,704
Total depreciation and amortization c	Wholies Bereim			
			Transfers	
	Beginning		(Deletions)/	Ending
	Balance	Increases F	Reclassifications	Balance
Business-type activities:				
Capital assets, not being depreciated				
or amortized:				
Land \$	12,205,242 \$	- \$	(10,618,886) \$	1,586,356
Construction in progress	844,958	871,649	(773,744)	942,863
Total capital assets, not being				
depreciated or amortized	13,050,200	871,649	(11,392,630)	2,529,219
•				
Capital assets, being depreciated				
or amortized:	405 000 004		(0 EDE 407)	445 740 407
Water and sewer plant	125,333,684	- 400 400	(9,585,187)	115,748,497
Water and sewer lines	98,919,990	3,188,169	9,585,187	111,693,346 1,108,044
Furniture, equipment and software	5,676,292	10,000 30,743	(4,578,248) 2,370,695	2,401,438
Vehicles	C 057 200	30,143	(6,057,289)	2,401,430
Hangars	6,057,289 15,619,842	_	(15,619,842)	_
Runway	8,903,752	_	(8,903,752)	
Buildings and improvements Total capital assets being	0,900,702		(0,000,102)	
depreciated or amortized	260,510,849	3,228,912	(32,788,436)	230,951,325
depreciated or amortized	200,010,010	0,220,0	(,,	
Less accumulated depreciation and amortization for:				
Water and sewer plant	(23,073,546)	(2,314,952)	601,887	(24,786,611)
Water and sewer lines	(24,775,303)	(2,538,586)	(601,887)	(27,915,776)
Furniture, equipment and software	(3,843,944)	(99,476)	2,918,933	(1,024,487)
Vehicles	-	(108,830)	(1,794,694)	(1,903,524)
Hangars	(1,445,600)	(177,659)	1,623,259	-
Runway	(4,794,723)	(301,263)	5,095,986	-
Buildings and improvements	(2,470,767)	(354,582)	2,825,349	
Total accumulated depreciation	(60 403 003)	(5 905 249)	10,668,833	(55,630,398)
and amortization	(60,403,883)	(5,895,348)	10,000,000	(00,000,000)
Total capital assets being depreciated and amortized, net	200,106,966	(2,666,436)	(22,119,603)	175,320,927
•				
Business-type activities capital assets, net	\$ 213,157,166 \$	(1,794,787)	\$ (33,512,233)	\$ 177,850,146

NOTES TO FINANCIAL STATEMENTS

Note 6. Capital Assets (Continued)

On June 29, 2012, the Airport Fund capital assets were transferred to the general government. As a result, assets with a net book value of \$33,512,233 (cost basis of \$44,160,019 and accumulated depreciation of \$10,647,786) were transferred to the general government.

Depreciation and amortization expense was charged to functions/programs of the business-type activities as follows:

Business-type activities: Airport	\$ 895,998 4,999,350
Utilities Total depreciation and amortization expense - business-type activities	\$ 5,895,348

Note 7. Interfund Assets/Liabilities

The Airport Fund has not had sufficient cash flow from operations to meet all of its operating expenses and debt service costs. As a result, the General Fund has made operating cash advances to the Airport Fund to provide working capital and cover the annual cash deficits. The airport agreed to lease office space to the General Fund for a term of five years commencing in December 2009 in monthly installments of \$3,222 through December 2014 at which time the lease agreement will automatically renew for an additional five year term unless either party cancels the agreement. On June 29, 2012, advances made to the Airport Fund from the General Fund totaling \$3,041,970 were written off by the Town.

Note 8. Long-Term Debt

General Obligation Bonds

The Town issues general obligation bonds to provide funds for the acquisition and construction of major capital facilities and for refunding of general obligation bonds. General obligation bonds have been issued for both general government and proprietary activities. These bonds are reported in the proprietary funds if they are expected to be repaid from proprietary fund revenues. General obligation bonds are direct obligations and pledge the full faith and credit of the Town.

NOTES TO FINANCIAL STATEMENTS

Note 8. Long-Term Debt (Continued)

Total bonded debt

Outstanding long-term debt at June 30, 2012 includes the following bond issues:

General Obligation Bonds:

\$1,350,000, 2003 General Obligation Bonds, due in semi-annual installments of \$49,442 through January 2013; including	_	00.070
interest at 3.60%	\$	96,278
\$9,190,000, 2005 General Obligation Bonds, due in annual principal payments of \$385,000 to \$665 000 through January 2026; plus interest at 4.00% to 5.00%		5,915,000
\$20,035,000, 2006 General Obligation Refunding Bond Series B, due in annual installments of \$300,000 to \$2,295,000 through September 2026; plus interest at 4.00% to 5.00%		13,655,000
\$55,660,000, 2006 "Double Barrel" General Obligation Public Utility Bonds, due in annual installments of \$505,000 to \$3,030,000 through July 2036; plus interest at 3.75% to 5.00%		46,590,000
\$21,695,000, 2009 Build America Bonds (BABS) Taxable, due in annual installments of \$210,000 to \$1,300,000 through February 2039, plus interest at 2.56% to 6.31%		20,693,934
\$6,320,000 2009 Build America Bonds (BABS) Tax-Exempt Refunding, due in annual installments of \$850,000 to \$1,355,000 through February 2017, plus interest at 3.00% to 4.00%		4,905,000
\$26,990,000 2011 Series A General Obligation Tax-Exempt, due in annual installments of \$90,000 to \$4,040,000 through January 2041, plus interest at 2.00% to 5.00%		26,990,000
\$3,880,000 2011 Series B General Obligation Taxable, due in annual installments of \$695,000 to \$1,250,000 through January 2020, plus interest at 2.585% to 3.721%		3,880,000
Revenue Bonds:		
\$11,000,000, VRA 1999 Utility System Revenue Bonds; due in semi-annual installments of \$391,534 through September 2020; including interest at 3.50%		4,204,897
		126,930,109 1,007,876
Plus unamortized premiums, discounts and deferred losses, net	-	127.937.985

\$ 127,937,985

NOTES TO FINANCIAL STATEMENTS

Note 8. Long-Term Debt (Continued)

The Town also issues bonds where the Town pledges income derived from the acquired or constructed assets to pay debt service.

The Revenue Bonds constitute special obligations of the Town solely secured by a lien on and pledge of the net revenues of the water and sewer system. The revenue of the water and sewer system and the various special funds established by the bond covenants collateralizes the bonds. The covenants provide that the revenue of the system is to be used first to pay operating and maintenance expenses of the system and second to establish and maintain the revenue bond funds. Any remaining revenues may then be retained in a surplus account. The covenants also contain certain provisions, which require the Town to maintain revenues, as defined in the covenants of at least 1.25 times the annual debt service requirements. For fiscal year 2012, all revenue bond covenants were met.

The Double Barrel Bonds are secured by the Town's general obligation pledge as well as a pledge of utility revenues.

The allocation of debt to business-type and governmental activities net of premium, discount, and deferred loss is as follows:

Description	Business- Type Activities	Governmental Activities	,	Totals
Bonded Long-term Debt: 1999 VRA utility revenue 2003 General obligation 2005 General obligation 2006 General obligation, Series B 2006 General obligation, Public Utility 2009 BABS, taxable 2009 BABS, tax-exempt 2011 Series A General obligation 2011 Series B General obligation Total bonds payable	\$ 4,204,897 - - 46,590,000 5,009,593 - 11,210,000 - 67,014,490	\$ 96,278 5,915,000 13,655,000 15,684,341 4,905,000 15,780,000 3,880,000 59,915,619	\$	4,204,897 96,278 5,915,000 13,655,000 46,590,000 20,693,934 4,905,000 26,990,000 3,880,000 126,930,109
Plus: unamortized premiums Less: deferred loss Compensated absences	\$ 1,362,525 (436,757) 550,836 68,491,094	 2,429,215 (2,347,107) 1,903,623 61,901,350	\$	3,791,740 (2,783,864) 2,454,459 130,392,444

NOTES TO FINANCIAL STATEMENTS

Note 8. Long-Term Debt (Continued)

The following is a summary of long-term liability activity of the Town for the year ended June 30, 2012:

	 Beginning Balance	Transfers/ Additions	Retirements	Ending Balance	 Due Within One Year
Governmental activities: Bonds payable Unamortized premiums Deferred loss Compensated absences	\$ 55,683,926 1,227,237 (1,735,944) 1,678,849	\$ 22,667,235 1,476,862 (850,580) 1,693,309	\$ (18,435,542) \$ (274,884) 239,417 (1,468,535)	59,915,619 2,429,215 (2,347,107) 1,903,623	3,025,619 - - 1,652,632
Governmental activities long-term activities	\$ 56,854,068	\$ 24,986,826	\$ (19,939,544) \$	61,901,350	\$ 4,678,251

Annual requirements to amortize long-term debt and related interest payments are as follows:

Year Endin	ıa		Bonded Obligations							
June 30,	-			Principal		Interest		Totals		
2042			\$	3,025,619 \$		2,698,500	\$	5,724,119		
2013		•	Φ		,		Ψ	, ,		
2014				1,800,000		2,611,059		4,411,059		
2015				1,885,000		2,557,119		4,442,119		
2016				1,740,000		2,488,951		4,228,951		
2017				4,400,000		2,384,101		6,784,101		
2018-202	2			23,875,000		8,875,027		32,750,027		
2023-202				16,625,000		3,785,537		20,410,537		
2028-203				6,565,000		732,806		7,297,806		
2020 2001		•								
			\$	59,915,619	\$	26,133,100	\$	86,048,719		
		Beginning Balance		Additions		Transfers/ Retirements		Ending Balance		Due Within One Year
Business-type activities: Bonds payable Unamortized premiums	\$	68,643,958 757,198 (122,912)		11,210,000 928,034 (526,806)	\$	(12,839,468) (322,707) 212,961	\$	67,014,490 1,362,525 (436,757)	\$	625,000 - -
Deferred loss Compensated absences		476,479		481,259		(406,902)		550,836		452,657
Business-type activities	\$	69,754,723	\$		\$		\$			1,077,657
long-term liabilities	Φ	03,104,123	ψ	12,032,701	Ψ	(10,000,110)	Ψ	30,101,001	<u> </u>	.10.1144.

On June 29, 2012, long-term debt instruments of the Airport Fund were transferred to the general government. Bonds payable of \$4,162,589, unamortized premiums of \$170,702, deferred losses of \$153,858 and compensated absences totaling \$17,179 were transferred to the general government.

NOTES TO FINANCIAL STATEMENTS

Note 8. Long-Term Debt (Continued)

Annual requirements to amortize long-term debt are as follows:

Year Ending	Bonded Ob	ations		
June 30,	Principal		Interest	 Totals
	 •			
2013	\$ 625,000 \$		2,718,585	\$ 3,343,585
2014	785,000		2,976,992	3,761,992
2015	1,102,948		2,948,744	4,051,692
2016	3,117,686		2,869,555	5,987,241
2017	3,495,730		2,747,911	6,243,641
2018-2022	18,303,533		11,459,805	29,763,338
2023-2027	15,080,000		7,690,798	22,770,798
2028-2032	10,075,000		4,752,611	14,827,611
2033-2037	12,590,000		2,090,323	14,680,323
2038-2041	1,839,593		251,016	2,090,609
•	\$ 67,014,490 \$		40,506,340	\$ 107,520,830

Advanced Refunding

The Town refunded its 2000 public improvement bond, portions of its 2001, 2003, 2005, 2006 general obligation bonds, and portions of its 2006B general obligation and refunding bond. The refunding reduced the Town's total debt service over the next 14 years by approximately \$5.9 million and resulted in an economic gain of \$883,630.

As a result of the refunding noted above, the Town placed proceeds totaling approximately \$13.1 million in escrow to repay the refunded debt.

The legal debt margin for the Town mandated by the Commonwealth of Virginia is \$590.9 million, which is computed based upon 10% of the assessed value on real estate subject to taxation less applicable bonded debt.

Note 9. Interfund Transfers

	General	Capital Projects	Airport	General Government	Total Transferred Out
Transfer from fund: Governmental activities: General	\$ -	\$ -	\$ 2,345,026	\$ - 5	\$ 2,345,026
Capital Projects Business-type activities: Airport	861,232	36,378	- -	- 29,273,759	861,232 29,310,137
Utilities	 1,703,651	 46,866	 -	-	1,750,517
Total transferred in	\$ 2,564,883	\$ 83,244	\$ 2,345,026	\$ 29,273,759	\$ 34,266,912

NOTES TO FINANCIAL STATEMENTS

Note 9. Interfund Transfers (Continued)

The transfer from the General Fund to the Airport Fund is for the airport activity assumed by the General Fund as a result of the Airport Fund being eliminated by the Town.

The transfer from the Airport Fund to the Capital Projects Fund is for project administrative services performed by the capital projects office.

The transfer from the Utilities Fund to the General Fund is for general administrative services performed by the general government.

The transfer from the Airport Fund to the General Government is for the airport activity assumed by the general government as a result of the Airport Fund being eliminated by the Town.

The transfer from the Utilities Fund to the Capital Projects Fund is for project administrative services performed by the capital projects office.

The transfer from the Capital Projects Fund to the General Fund is to reimburse the General Fund for capital outlay expenditures and for general administrative services performed by the general government.

Note 10. Commitments and Contingent Liabilities

Federal and State-Assisted Programs

The Town has received proceeds from several federal and state grant programs. Periodic audits of these grants are required and certain costs may be questioned as not being appropriate expenditures under the grant agreements. Such audits could result in the refund of grant monies to the grantor agencies. Management believes that any required refunds will be immaterial. Based on past experience, no provision has been made in the accompanying financial statements for the refund of grant monies.

At June 30, 2012, the Town was contractually obligated for \$3.6 million to complete various construction projects within the Town. The funds for these improvements are expected to come from net asset reserves, the issuance of debt and state funding.

NOTES TO FINANCIAL STATEMENTS

Note 11. Other Postemployment Benefits

Plan Description: The Town participates in the Retiree Healthcare and Life Insurance Benefit Programs which is a single employer benefit plan. Other postemployment benefits provided by the Town include Medicare health care benefits to retired employees and their dependents provided they satisfy one of the following requirements:

- General and Utilities Employees: Age 65 with 5 or more years of service and retired under the Virginia Retirement System
- Police Officers and Firefighters: Age 60 (or more) and have 5 years (or more) of Creditable Service, is no longer in service as a Police Officer or Firefighter and retired under the Virginia Retirement System
- Medically disabled and totally and permanently unable to work

The Town also provides healthcare benefits to the survivors of deceased employees and retired members.

Funding Policy: The Town establishes employer contribution rates for plan participants and determines how the Town's contribution will be funded as part of the budgetary process each year. Employees retiring under the state retirement system with a minimum of 10 years of Town service shall be eligible for supplemental Medicare insurance, in compliance with all state and federal law. Employees who retire with 20 or more years, at least 15 but less than 20 years, and at least 10 but less than 15 years of service will pay 10%, 50% and 75%, respectively, of the monthly health insurance premiums and supplemental Medicare insurance. Retired employees participating in the plan shall pay all additional premiums for spouse or dependent coverage requested. Employees retiring prior to December 31, 2002, with 20 or more years of service have 100% of their monthly health insurance premiums and supplemental medicare insurance paid by the Town. For employees hired after June 30, 2008, the health insurance costs are capped. This will require the Town to pay for increased premium costs for eligible retirees for the next 20 years. However, after that, new retirees will be responsible for all increases in premiums, shifting the cost of the premiums from the Town to the retiree.

The Town will pay between 25% and 90% of the premium for retirees based on years of service.

Annual OPEB cost and Net OPEB Obligation: In 2012, the Town had an actuarial valuation of post employment benefits performed as of July 1, 2011. The annual cost of the OPEB under GASB Statement No. 45 is called the annual required contribution or ARC. The phase-in of full funding cost for OPEB benefits is \$1,677,100 and the annual benefit cost is \$1,703,759 for 2012. The percentage of the annual OPEB cost contributed is 100.51%.

GASB Statement No. 45 does not require pre-funding of the OPEB liability. The Town has elected not to pre-fund all of the OPEB liability at this time. The difference between the OPEB annual expense and cash payments for OPEB benefits is treated as a liability in the financial statements when the liability is not pre-funded. At June 30, 2012 the Town has recorded a liability of \$1,490,818 on the Statement of Net Assets and enterprise fund statements.

NOTES TO FINANCIAL STATEMENTS

Note 11. Other Postemployment Benefits (Continued)

The Town is required to contribute the ARC of the employer, an amount actuarially determined in accordance with the parameter of GASB Statement No. 45. The ARC represents a level of funding that, if paid on an on-going basis, is projected to cover normal cost each year and amortize any unfunded actuarial liabilities (or funding excess) over a period not to exceed thirty years. The following table shows a calculation of the net OPEB obligation at June 30, 2012:

	General	Utilities	Airport	Totals
ARC	\$ 1,309,126 \$	355,751 \$	12,223 \$	1,677,100
Interest on net OPEB obligation	87,787	23,856	820	112,463
Adjustment to ARC	(66,978)	(18,201)	(625)	(85,804)
Annual OPEB cost	1,329,935	361,406	12,418	1,703,759
Contributions made	(1,332,706)	(369,008)	(10,721)	(1,712,435)
Increase (decrease) in net OPEB obligation Net OPEB obligation, beginning of year Transfer to General Government	(2,771) 1,103,716 22,710	(7,602) 374,765 -	1,697 21,013 (22,710)	(8,676) 1,499,494
Net OPEB obligation, end of year	\$ 1,123,655 \$	367,163 \$	- \$	1,490,818

Trend Information

Three-year trend information is as follows:

_	Fiscal Year Ended	Annual OPEB Costs		Percentage of Annual OPEB Cost Contributed	 Net OPEB Obligation
	June 30, 2012	\$	1,703,759	100.51%	\$ 1,490,818
	June 30, 2011		1,505,128	88.15%	1,499,494
	June 30, 2010		1,424,005	63.22%	1,321,185

NOTES TO FINANCIAL STATEMENTS

Note 11. Other Postemployment Benefits (Continued)

Funding Status and Funding Process: As of July 1, 2011, the most recent actuarial valuation date, the plan was partially funded. The actuarial value of the assets was \$2,371,258 resulting in an unfunded actuarial accrued liability (UAAL) of \$12,057,242.

Actuarial valuations of an on-going plan involve estimates of the value of reported amounts and assumptions about the probability of occurrence of events far into the future. Examples include assumptions about future employment, mortality and healthcare cost trend. Amounts determined regarding the funded status of the plan and the annual required contributions of the employer are subject to continual revisions as actual results are compared with past expectations and new estimates are made for the future. The schedule of funding progress, presented in the required supplementary information following the notes to the financial statements, present trend information that shows whether the actuarial value of the plan assets is increasing or decreasing over time relative to the actuarial accrued liabilities for benefits.

The following table shows the funding progress for the Town.

Actuarial Valuation Date	Actuarial Value of Assets	Actuarial Accrued Liability	Unfunded Actuarial Accrued Liability	Funded Ratio	Annual Covered Payroll	Unfunded Actuarial Accrued Liability as a Percentage of Covered Payroll	
July 1, 2007	\$ •	\$ 11,225,000 \$	11,225,000	0.00%	\$ 18,743,000	59.9%	
July 1, 2009	213,704	12,996,203	12,782,499	1.6%	20,939,368	61.0%	
July 1, 2011	2,371,258	14,428,500	12,057,242	16.4%	22,735,100	53.0%	

Actuarial Methods and Assumptions: Projections of benefits for financial reporting purposes are based on the substantive plan (plan as understood by the employer and the plan members) and include the types of benefits provided at the time of each valuation and the historical pattern of sharing of benefit costs between the employer and the plan members at that point. The actuarial methods and assumptions used include techniques that are designed to reduce the effects of short-term volatility in actuarial accrued liabilities and the actuarial value of assets, consistent with long-term perspective of the calculations.

The 2011 actuarial valuation determined the OPEB liability based on the entry age normal cost method. The actuarial assumptions include a discount rate of 7.5%, salary increases comprised of a wage inflation component of 3.75% and a seniority and merit component of .5% and an ultimate healthcare and dental trend rate of 5.0%. The unfunded liability is amortized over a period of 30 years as a level percentage of payroll on an open basis.

NOTES TO FINANCIAL STATEMENTS

Note 12. Defined Benefit Pension Plan

Plan Description

Name of Plan: Virginia Retirement System (VRS)

Identification of Plan: Agent and Cost-Sharing Multiple-Employer Defined Benefit Pension Plan

Administering Entity: Virginia Retirement System (System)

All full-time, salaried permanent (professional) employees of public school divisions and employees of participating employers are automatically covered by VRS upon employment. Benefits vest after five years of service credit. Members earn one month of service credit for each month they are employed and their employer is paying into the VRS. Members are eligible to purchase prior public service, active duty military service, certain periods of leave and previously refunded VRS service as credit in their plan.

VRS administers two defined benefit plans for local government employees – Plan 1 and Plan 2:

- Members hired before July 1, 2010 and who have service credits before July 1, 2010 are
 covered under Plan 1. Non-hazardous duty members are eligible for an unreduced
 retirement benefit beginning at age 65 with at least five years of service credit or age 50
 with at least 30 years of service credit. They may retire with a reduced benefit early at
 age 55 with at least five years of service credit or age 50 with at least 10 years of service
 credit.
- Members hired or rehired on or after July 1, 2010 and who have no service credits before July 1, 2010 are covered under Plan 2. Non-hazardous duty members are eligible for an unreduced benefit beginning at their normal social security retirement age with at least five years of service credit or when the sum of their age and service equals 90. They may retire with a reduced benefit as early as age 60 with at least five years of service credit.
- Eligible hazardous duty members in Plan 1 and Plan 2 are eligible for an unreduced benefit beginning at age 60 with at least 5 years of service credit or age 50 with at least 25 years of service credit. These members include sheriffs, deputy sheriffs and hazardous duty employees of political subdivisions that have elected to provide enhanced coverage for hazardous duty service. They may retire with a reduced benefit as early as age 50 with at least five years of service credit. All other provisions of the member's plan apply.

NOTES TO FINANCIAL STATEMENTS

Note 12. Defined Benefit Pension Plan (Continued)

Plan Description (Continued)

The VRS Basic Benefit is a lifetime monthly benefit based on a retirement multiplier as a percentage of the member's average final compensation multiplied by the member's total service credit. Under Plan 1, average final compensation is the average of the member's 36 consecutive months of highest compensation. Under Plan 2, average final compensation is the average of the member's 60 consecutive months of highest compensation. The retirement multiplier for non-hazardous duty members is 1.70%. The retirement multiplier for sheriffs and regional jail superintendents is 1.85%. The retirement multiplier for eligible political subdivision hazardous duty employees other than sheriffs and jail superintendents is 1.70% or 1.85% as elected by the employer. At retirement, members can elect the Basic Benefit, the Survivor Option, a Partial Lump-Sum Option Payment (PLOP) or the Advance Pension Option. A retirement reduction factor is applied to the Basic Benefit amount for members electing the Survivor Option, PLOP or Advance Pension Option or those retiring with a reduced benefit.

Retirees are eligible for an annual cost-of-living adjustment (COLA) effective July 1 of the second calendar year of retirement. Under Plan 1, the COLA cannot exceed 5.00%; under Plan 2, the COLA cannot exceed 6.00%. During years of no inflation or deflation, the COLA is 0.00%. The VRS also provides death and disability benefits. Title 51.1 of the *Code of Virginia* (1950), as amended, assigns the authority to establish and amend benefit provisions to the General Assembly of Virginia.

The system issues a publicly available comprehensive annual financial report that includes financial statements and required supplementary information for VRS. A copy of the most recent report may be obtained from the VRS website at http://www.varetire.org/Pdf/Publications/2011-annual-report.pdf or by writing to the System's Chief Financial Officer at P.O. Box 2500, Richmond, VA, 23218-2500.

Funding Policy

Plan members are required by Title 51.1 of the *Code of Virginia* (1950), as amended, to contribute 5% of their compensation toward their retirement. This 5% member contribution has been assumed by the Town. In addition, the Town is required to contribute the remaining amounts necessary to fund its participation in the VRS using the actuarial basis specified by the *Code of Virginia* and approved by the VRS Board of Trustees. The Town's contribution rate for the fiscal year ended June 30, 2012 was 13% of annual covered payroll.

NOTES TO FINANCIAL STATEMENTS

Note 12. Defined Benefit Pension Plan (Continued)

Annual Pension Cost (APC)

For fiscal year 2012, the Town's annual pension cost of \$2,680,338 was equal to the Town's required and actual contributions.

Three-year trend information for the Town is as follows:

 Fiscal Year Ended	 nual Pension Cost (APC)	Percentage of APC Contributed	Net Pension Obligation
June 30, 2010	\$ 2,926,912	100%	\$ _
June 30, 2011	2,872,482	100%	-
June 30, 2012	2,680,338	100%	-

The fiscal year 2012 required contribution was determined as part of the June 30, 2009 actuarial valuation using the entry age actuarial cost method. The actuarial assumptions at June 30, 2009 included (a) an investment rate of return (net of administrative expenses) of 7.50%, (b) projected salary increases ranging from 3.75% to 5.60% per year for general government employees and 3.50% to 4.75% for employees eligible for enhanced benefits available to law enforcement officers, firefighters, and sheriffs, and (c) a cost-of-living adjustment of 2.5% per year. Both the investment rate of return and the projected salary increases include an inflation component of 2.50%. The actuarial value of the Town's assets is equal to the modified market value of assets. This method uses techniques that smooth the effects of short-term volatility in the market value of assets over a five-year period. The Town's unfunded actuarial accrued liability is being amortized as a level percentage of projected payrolls on an open basis. The remaining amortization period at June 30, 2009 for the Unfunded Actuarial Accrued Liability (UAAL) was 20 years.

Funded Status and Funding Progress

As of June 30, 2011, the most recent actuarial valuation date, the plan was 77.50% funded. The actuarial accrued liability for benefits was \$68,374,294 and the actuarial value of assets was \$52,990,905 resulting in an unfunded actuarial accrued liability (UAAL) of \$15,383,389. The covered payroll (annual payroll of active employees covered by the plan) was \$21,930,184, and ratio of the UAAL to the covered payroll was 70.15%.

The Schedule of Funding Progress, presented as required supplementary information following the notes to the financial statements, presents multi-year trend information about whether the actuarial value of plan assets is increasing or decreasing over time relative to the actuarial accrued liability for benefits.

NOTES TO FINANCIAL STATEMENTS

Note 13. Risk Management

The Town is exposed to various risks of losses related to torts; theft of, damage to, and destruction of assets; errors and omissions; injuries to employees; and natural disasters. To reduce insurance costs and the need for self-insurance, the Town has joined with other municipalities in the Commonwealth of Virginia in several public entity risk pools that operate as common risk management and insurance programs for member municipalities. Settled claims from these risks did not exceed coverage in the three most recent fiscal years.

The Town also has coverage with the Virginia Association of Counties (VACO) for workers' compensation. Each Association member jointly and severally agrees to assume, pay and discharge any liability. The Town pays VACO contributions and assessments based upon classifications and rates into a designated cash reserve fund out of which expenses of the Association and claims and awards are to be paid. In the case for both pools, if the event of a loss deficit and depletion of all available excess insurance, the pools may assess all members in the proportion which the premium of each bears to the total premiums of all members in the year in which such deficit occurs.

The Town participates in the Virginia Municipal League (VML), which is a public entity risk pool that provides commercial general liability, property, automobile, and other types of insurance coverage to Virginia localities.

Note 14. Operating Rental Income Lease

The Town leases various owned airport properties under non-cancelable operating leases. The leases provide for annual rental increases and pass-through of certain maintenance costs. The Town was contracted at June 30, 2012 with four significant leases, two expiring in June 2014, one in April 2018, and one in January 2026.

Year Ending June 30,		Rental Income
2013	\$	155,899
2014		161,579
2015		97,149
2016		97,149
2017		103,398
2018-2022		183,097
2023-2026		79,966
	\$_	878,237

NOTES TO FINANCIAL STATEMENTS

Note 15. Pending GASB Statements

At June 30, 2012, the Governmental Accounting Standards Board (GASB) had issued the following statements not yet implemented by the Town. The statements which might impact the Town are as follows:

GASB Statement No. 62, Codification of Accounting and Financial Reporting Guidance Contained in Pre-November 30, 1989 FASB and AICPA Pronouncements, improves financial reporting by contributing to the GASB's efforts to codify all sources of generally accepted accounting principles for state and local governments so that they derive from a single source. Statement No. 62 will be effective for periods beginning after December 15, 2011.

GASB Statement No. 63, Financial Reporting of Deferred Outflows of Resources, Deferred Inflows of Resources, and Net Position, will improve financial reporting by standardizing the presentation of deferred outflows of resources and deferred inflows of resources and their effects on a government's net position. Statement No. 63 will be effective for periods beginning after December 15, 2011.

GASB Statement No. 65, *Items Previously Reported as Assets and Liabilities*, establishes accounting and financial reporting standards that reclassify, as deferred outflows of resources or deferred inflows of resources, certain items that were previously reported as assets and liabilities and recognizes, as outflows of resources or inflows of resources, certain items that were previously reported as assets and liabilities. This Statement also provides other financial reporting guidance related to the impact of the financial statement elements deferred outflows of resources and deferred inflows of resources, such as changes in the determination of the major fund calculations and limiting the use of the term deferred in financial statement presentations. Statement No. 65 will be effective for periods beginning after December 15, 2012.

GASB Statement No. 66, *Technical Corrections – 2012*, will improve accounting and financial reporting for a governmental financial reporting entity by resolving conflicting guidance that resulted from the issuance of two pronouncements, Statements No. 54, *Fund Balance Reporting and Governmental Fund Type Definitions* and No. 62, *Codification of Accounting and Financial Reporting Guidance Contained in Pre-November 30, 1989 FASB and AICPA Pronouncements*. Statement No. 66 will be effective for periods beginning after December 15, 2012.

GASB Statement No. 67, Financial Reporting for Pension Plans, an amendment of GASB Statement No. 25, will improve financial reporting by state and local government pension plans. Statement No. 67 will be effective for fiscal years beginning after June 15, 2013.

GASB Statement No. 68, Accounting and Financial Reporting for Pensions, will improve accounting and financial reporting by state and local governments for pensions. It also improves information provided by state and local governmental employers about financial support for pensions that is provided by other entities. Statement No. 68 will be effective for fiscal years beginning after June 15, 2014.

The Town has reviewed these statements and is in the process of determing the full effect these GASB Statements will have on its financial statements.



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REQUIRED SUPPLEMENTARY INFORMATION

SCHEDULE OF FUNDING PROGRESS - VIRGINIA RETIREMENT SYSTEM

Actuarial Valuation Date	Actuarial Value of Assets	Actuarial Accrued Liability	Unfunded Actuarial Accrued Liability	Funded Ratio	Covered Payroll	Unfunded Actuarial Accrued Liability as a Percentage of Covered Payroll
June 30, 2011	\$ 52,990,905	\$ 68,374,294	\$ 15,383,389	77.50%	\$ 21,930,184	70.15%
June 30, 2010	49,891,563	63,664,902	13,773,339	78.37%	22,483,508	61.26%
June 30, 2009	46,921,071	53,958,657	7,037,586	86.96%	22,550,312	31.21%

SCHEDULE OF FUNDING PROGRESS - OTHER POSTEMPLOYMENT BENEFITS

Actuarial Valuation Date	Actuarial Value of Assets	Actuarial Accrued Liability	Unfunded Actuarial Accrued Liability	Funded Ratio	Covered Payroll	Unfunded Actuarial Accrued Liability as a Percentage of Covered Payroll
July 1, 2007	\$ -	\$ 11,225,000	\$ 11,225,000	0.00%	\$ 18,743,000	59.9%
July 1, 2009	213,704	12,996,203	12,782,499	1.6%	20,939,368	61.0%
July 1, 2011	2,371,258	14,428,500	12,057,242	16.4%	22,735,100	53.0%

SCHEDULE OF EMPLOYER CONTRIBUTIONS - OTHER POSTEMPLOYMENT BENEFITS

Fiscal Year Ended June 30,	Annual Required Contribution	Percentage Contributed
2010	\$ 1,420,320	63.39%
2011	1,485,844	89.30%
2012	1,677,100	102.11%

SUPPLEMENTAL SCHEDULES



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GENERAL FUND COMPARATIVE BALANCE SHEETS June 30, 2012 (With Comparative Totals for 2011)

		2012		2011
ASSETS				
Cash, cash equivalents, and temporary cash investments Receivables, net:	\$	15,961,088	\$	14,541,624
Property taxes, including penalties		6,483,480		6,328,945
Utility taxes		121,782		132,471
Local taxes		1,451,437		1,430,782
Accounts		220,533		81,482
Accrued interest		28,065		31,737
Advances to other funds		-		3,082,174
Due from other governments		2,007,782		1,316,905
Prepaid health insurance and other		151,402		283,699
Restricted cash		863,867		5,888,438
Restricted Cash				
Total assets	\$	27,289,436	\$	33,118,257
LIABILITIES				
Accounts payable	\$	878,964	\$	743,745
Accrued payroll	•	651,642	•	1,821,604
Other accrued liabilities		178,503		101,862
Customer deposits and contingent charges		1,734,211		1,675,224
Deferred revenues		6,696,572		6,337,281
Total liabilities		10,139,892		10,679,716
FUND BALANCE		<u> </u>		
Nonspendable				
Lease deposit		151,402		_
Prepaid health insurance		-		283,699
Due from other funds		_		3,082,174
Restricted				0,002,777
Balch Library		729,481		724,949
Parks and recreation (Symmington)		50,521		5,083,483
Police		47,450		43,646
Committed		47,400		-10,010
Revenue stabilization		_		1,400,000
				1,400,000
Assigned Debt convice reserve		3,400,000		_
Debt service reserve		1,971,375		1,195,637
Capital asset reserve		1,403,382		1,195,637
Expenditures designated for future years		9,395,933		9,103,329
Unassigned	<u> </u>	<i>შ</i> ,შშშ,შშპ		3,103,323
Total fund balance		17,149,544		22,438,541
Total liabilities and fund balance	\$	27,289,436	\$	33,118,257

	D	Budgeted Amounts						ariance with nal Budget Over
	Origin		Fir		-	Actual Amounts		(Under)
Revenue from local sources:	Ong.	<u> </u>				7 11/10/21/10		(0)1001)
General property taxes:								
Real estate taxes:								
Current	\$ 11,21	4 723	\$ 11,2	14,723	\$	10,762,468	\$	(452,255)
Delinquent		0,000		00,000	Ψ.	61,117	*	(38,883)
Personal property taxes:	10	3,000		00,000		31,111		(00,000)
Current	1.46	3,000	1 /	68,000		1,602,122		134,122
		0,000		60,000		105,115		45,115
Delinquent				27,000		221,488		(5,512)
Public service corporation taxes		7,000						
Penalties and interest	10	0,000		00,000		102,059		2,059
Total general property taxes	13,16	9,723	13,1	69,723		12,854,369		(315,354)
Other local taxes:								
Utility	1 47	0,000	1 4	70,000		1,495,345		25,345
· · · · · · · · · · · · · · · · · · ·		7,230		17,230		7,099		(10,131)
Daily rental				-		155,894		51,894
Cable TV franchise		4,000		04,000		4,418,067		
Meals	•	7,720		67,720				950,347
Bank franchise		5,000		65,000		791,656		26,656
Telecommunication		0,000		50,000		136,224		(13,776)
Cigarette		0,000	-	50,000		1,133,071		(16,929)
Sales and use		7,180		47,180		4,509,128		461,948
Business and occupational licenses		0,000		000,000		2,860,659		(39,341)
Motor vehicle licenses	78	0,000		'80,000		812,863		32,863
Transient occupancy	57	5,000	ŧ	75,000		661,939		86,939
Total other local taxes	15,42	6,130	15,4	26,130		16,981,945		1,555,815
Permits, fees and licenses:								
Zoning, subdivision and development fees	55	0,000	E	50,000		308,991		(241,009)
Permits	55	0,000	`	-		126,563		126,563
Permits						120,000		120,000
Total permits, fees and licenses	55	0,000		550,000		435,554		(114,446)
Fines and forfeitures:								
Police forfeiture		_		_		8,003		8,003
Traffic fines	30	0,000		300,000		354,231		54,231
Parking fines		3,000	`	83,000		119,815		36,815
raiking lines		0,000	•	03,000		119,010		30,010
Total fines and forfeitures	38	3,000		883,000		482,049		99,049
Use of money and property:								
Interest	10	0,000		100,000		99,304		(696)
Parking meters		0,000		60,000		59,412		(588
Sales of surplus property		0,000		30,000		74,972		44,972
Parking facility revenues		0,000		100,000		96,520		(3,480
raining lacility revenues	······································	υ,υ υ υ		.00,000		30,020		(0,700
Total use of money and property	29	0,000	:	290,000		330,208		40,208

		Budgeted	nounts		Actual		Variance with Final Budget Over		
		Original		Final		Amounts		(Under)	
Revenue from local sources: (Continued)									
Charges for services:				4.000	•	0.400	•	(4.040)	
Publications	\$	4,000	\$	4,000	\$	2,182	\$	(1,818)	
Fingerprinting		4,500		4,500		4,410		(90)	
Extradition		5,000		5,000		11,952		6,952	
Parks and recreation user fees		4,989,112		4,989,112		4,670,693		(318,419)	
Total charges for services		5,002,612		5,002,612		4,689,237		(313,375)	
Contributions		7,000		7,000		8,500		1,500	
Miscellaneous		793,796		793,796		893,025		99,229	
Total revenues from local sources	_	35,622,261		35,622,261		36,674,887		1,052,626	
Intergovernmental:									
Revenue from the Commonwealth:									
Non-categorical aid:									
Motor vehicles tax		_		146		520		520	
Rental car tax		97,000		97,000		92,246		(4,754)	
Mobile home titling tax		-		_		605		605	
Personal property tax relief		1,468,941		1,468,941		1,468,941		-	
Communication sales and use		2,265,000		2,265,000		2,208,092		(56,908)	
Total non-categorical aid		3,830,941		3,830,941		3,770,404		(60,537)	
Categorical aid:									
State fire programs funds		80,000		80,000		113,922		33,922	
Law enforcement assistance		829,288		829,288		829,288		-	
Highway maintenance		2,822,586		2,822,586		2,927,336		104,750	
Disaster Grant - Public Assistance		25,000		25,000		15,066		(9,934)	
Total categorical aid		3,756,874		3,756,874		3,885,612		128,738	
Total revenue from the Commonwealth		7,587,815		7,587,815		7,656,016		68,201	
Revenue from the federal government:									
Categorical aid:									
VA Commission for the Arts		5,000		5,000		5,000			
Bulletproof Vest Grant		-		-		2,102		2,102	
Disaster Grant - Public Assistance		-		-		45,211 31,486		45,211	
Gang Officer		90,000		90,000		•		(58,514) (299,560)	
Homeland Security		299,560 32,000		299,560 32,000		-		(32,000)	
Violence Against Women		32,000		32,000		11,936		11,936	
Byrne Formula Grant	_					11,900		11,330	
Total categorical aid		426,560		426,560		95,735		(330,825)	
Total revenue from									
the federal government		426,560		426,560	1	95,735		(330,825)	
Total intergovernmental		8,014,375		8,014,375	<u> </u>	7,751,751		(262,624)	
Total revenues	_	43,636,636	<u> </u>	43,636,636	<u> </u>	44,426,638	-	790,002	

	Budgeted Amounts				•	Actual		ariance with inal Budget Over
	Original Final			Amounts		(Under)		
Other financing sources:					-			
Transfers in		861,232	\$	861,232	\$	2,564,883	\$	1,703,651
Total other financing sources		861,232		861,232		2,564,883		1,703,651
Total General Fund revenues and other financing sources	_\$_	44,497,868	\$	44,497,868	\$	46,991,521	\$	2,493,653

		Budgeted	i Am	ounts	Actual		riance with nal Budget Over
		Original		Final	Amounts		(Under)
Legislative:							
Town council:							
Personnel services	\$	60,820	\$	60,820	\$ 58,651	\$	(2,169)
Contractual services		102,914		163,414	151,654		(11,760)
Materials and supplies		1,200		1,700	1,327		(373)
Transfer payments		620,098		620,098	620,098		-
Continuous charges		23,900		23,400	14,654		(8,746)
Total town council		808,932		869,432	 846,384		(23,048)
Clerk of council:							
Personnel services		102,910		105,410	105,449		39
Contractual services		3,119		6,340	6,245		(95)
Materials and supplies		1,500		1,800	1,647		(153)
Continuous charges		1,401		1,301	1,111		(190)
Total clerk of council		108,930		114,851	 114,452		(399)
Total legislative		917,862		984,283	 960,836		(23,447)
Executive:							
Town manager:							
Personnel services		905,058		905,058	865,290		(39,768)
Contractual services		33,612		129,312	112,627		(16,685)
Materials and supplies		7,776		10,266	10,133		(133)
Transfer payments		20,232		5,560	_		(5,560)
Continuous charges		11,347		10,247	9,613		(634)
Total town manager		978,025		1,060,443	 997,663		(62,780)
Public arts commission:							
Personnel services		4,520		4,520	4,092		(428)
Contractual services		1,850		1,850	770		(1,080)
Materials and supplies		150		1,150	1,000		(150)
Total public arts commission	-	6,520		7,520	 5,862	***************************************	(1,658)
Human rangurage							
Human resources: Personnel services		390,779		395,779	396,997		1,218
		88,690		94,328	396,997 75,104		1,216 (19,224)
Contractual services		4,341		94,326 5,187	4,703		
Materials and supplies				•	•		(484)
Continuous charges		5,885 489,695		5,885	 4,730 481,534		(1,155)
Total human resources		<u>40</u> 9,095		501,179	 401,034		(19,645)

		Budgeted	l An	aounto		Actual		ariance with inal Budget Over
		Original	All	Final	-	Amounts		(Under)
Executive: (Continued)		Original		I IIIai		Amounts		(Onder)
Information technology operations:								
Personnel services	\$	612,774	\$	500,384	\$	474,991	\$	(25,393)
Contractual services	•	364,837	*	564,167	*	529,462	*	(34,705)
Materials and supplies		18,800		13,800		9,464		(4,336)
Continuous charges		3,116		2,416		2,148		(268)
Capital outlay		4,460		75,261		75,139		(122)
Total information technology operations		1,003,987		1,156,028		1,091,204		(64,824)
Information technology commission:								
Personnel services		4,520		6,220		6,083		(137)
Contractual services		1,900		1,900		1,118		(782)
Materials and supplies		100		100		· <u>-</u>		(100)
Total information technology commission		6,520		8,220		7,201		(1,019)
Economic development operations:								
Personnel services		182,955		185,955		187,067		1,112
Contractual services		96,646		111,303		73,496		(37,807)
Materials and supplies		17,400		16,400		14,901		(1,499)
Continuous charges		3,800		277,118		239,770		(37,348)
Capital outlay		-		29,651		25,418		(4,233)
Total economic development operations		300,801		620,427		540,652		(79,775)
Economic development commission:								
Personnel services		4,520		4,520		2,515		(2,005)
Contractual services		1,200		1,200		609		(591)
Total economic development commission	.	5,720		5,720		3,124		(2,596)
Non-departmental								
Salary savings		624,478		433,977		<u> </u>		(433,977)
Total non-departmental		624,478		433,977		-		(433,977)
Total executive		3,415,746		3,793,514		3,127,240		(666,274)
Legal:								
Town attorney:								
Personnel services		380,062		380,062		380,512		450
Contractual services		39,181		84,001		24,281		(59,720)
Materials and supplies		4,500		6,600		5,416		(1,184)
Continuous charges		2,758		2,758		2,245		(513)
Total legal	_	426,501		473,421		412,454		(60,967)
Finance:								
Personnel services		1,658,733		1,698,733		1,691,444		(7,289)
Contractual services		415,714		396,833		354,301		(42,532)
Materials and supplies		28,650		29,454		15,431		(14,023)
Continuous charges		14,966		15,139		12,036		(3,103)
Capital outlay		-		100		30		(70)
Total finance		2,118,063		2,140,259		2,073,242		(67,017)

								riance with nal Budget
		Budgeted	l An		_	Actual		Over
		Original		Final		Amounts		(Under)
Public Safety:								
Administrative support:								
Personnel services	\$	917,288	\$	897,288	\$	823,633	\$	(73,655)
Contractual services		413,542		443,334		375,286		(68,048)
Materials and supplies		77,550		102,871		75,811		(27,060)
Continuous charges		180,875		185,681		183,095		(2,586)
Capital outlay		212,500		402,453		317,615		(84,838)
Total administrative support		1,801,755		2,031,627		1,775,440		(256,187)
Patrol operations:								
Personnel services		5,146,358		5,115,038		4,995,917		(119,121)
Contractual services		15,860		24,919		22,739		(2,180)
Materials and supplies		115,850		96,023		56,494		(39,529)
Capital outlay		_		40,467		26,475		(13,992)
Total patrol operations		5,278,068		5,276,447		5,101,625		(174,822)
Criminal investigations:								
Personnel services		1,417,997		1,389,107		1,279,476		(109,631)
Contractual services		16,810		16,885		14,403		(2,482)
Materials and supplies		14,500		14,500		2,758		(11,742)
Continuous charges		50,652		50,652		30,918		(19,734)
Capital outlay		-		· -		9,405		9,405
Total criminal investigations		1,499,959		1,471,144		1,336,960		(134,184)
Community services:								
Personnel services		1,550,108		1,566,108		1,572,023		5,915
Contractual services		7,300		9,285		4,972		(4,313)
Materials and supplies		24,950		25,553		15,102		(10,451)
Continuous charges		48,588		48,588		45,255		(3,333)
Total community services	_	1,630,946		1,649,534		1,637,352		(12,182)
Information services:								
Personnel services		1,211,289		1,211,289		1,174,888		(36,401)
Contractual services		158,230		158,467		141,711		(16,756)
Materials and supplies		9,650		9,650		2,884		(6,766)
Continuous charges		20,064		20,064		7,432		(12,632)
Capital outlay		4,250		4,250		814		(3,436)
Total information services		1,403,483		1,403,720		1,327,729	-	(75,991)
i Otal linoithanon sei vices		1,700,700		1,700,120		1,021,128		(10,001)

		Budasta	I A		Antrol		ariance with inal Budget Over
		Budgeted Original	ı Ar	Final	Actual Amounts	(Under)	
Public Safety: (Continued)		Original					<u> </u>
Citizens' support team:							
Contractual services	\$	1,060	\$. 1,060	\$ 830	\$	(230)
Materials and supplies		1,545		620	320		(300)
Continuous charges		1,588		2,513	 2,513		
Total citizens' support team		4,193		4,193	3,663		(530)
Fire and rescue:							
Transfer payments		80,000		80,000	80,000		
Total fire and rescue		80,000		80,000	80,000		-
Total public safety	<u></u>	11,698,404		11,916,665	 11,262,769	· · · · -	(653,896)
Public works:							
Public works administration:							
Personnel services		521,469		521,469	523,590		2,121
Contractual services		6,838		7,298	5,019		(2,279)
Materials and supplies		2,900		2,900	730		(2,170)
Continuous charges		23,108		20,108	15,133		(4,975)
Public works administration	-	554,315		551,775	 544,472		(7,303)
Engineering and inspections:				504.050	504.050		00
Personnel services		498,758		504,258	504,350		92
Contractual services		46,228		133,474	26,025		(107,449)
Materials and supplies		4,935		5,264	4,673		(591)
Capital outlay				1,480	 1,207		(273)
Total engineering and inspections		549,921		644,476	 536,255		(108,221)
Streets and grounds maintenance:		0.404.400		0.404.400	0.405.047		4.057
Personnel services		2,164,160		2,194,160	2,195,217		1,057
Contractual services		1,096,029		1,149,760	1,077,606		(72,154)
Materials and supplies		198,405		166,566	148,160		(18,406)
Continuous charges		115,480		24,880	21,925 455,671		(2,955)
Capital outlay	-	435,400		455,685	 		(14)
Total streets and grounds maintenance		4,009,474		3,991,051	3,898,579		(92,472)
Building maintenance:		000 000		000 000	050.040		(7.040)
Personnel services		366,829		366,829	359,810		(7,019)
Contractual services		377,805		314,361	232,494		(81,867)
Materials and supplies		51,100		130,190	115,273		(14,917)
Continuous charges		149,340		158,321	150,268		(8,053) (131,344)
Capital outlay	_	20,000		700,590	 569,246		
Total building maintenance	_	965,074		1,670,291	1,427,091		(243,200)

		Pudanton	I A .~.	aausta		Actual	nriance with
	·	Budgeted Original	МП	Final	•	Actual	Over (Under)
Public works: (Continued)		o riginal		7 111011		T II I G G I I G	
Fleet maintenance:							
Personnel services	\$	628,130	\$	640,130	\$	640,664	\$ 534
Contractual services		38,859		44,888		42,160	(2,728)
Materials and supplies		186,810		213,810		212,865	(945)
Claims and settlements		10,000		10,000		7,885	(2,115)
Continuous charges		616,436		604,436		447,344	(157,092)
Total fleet maintenance		1,480,235		1,513,264		1,350,918	(162,346)
Refuse collection and recycling:							
Contractual services		2,679,684		2,664,684		2,657,880	(6,804)
Materials and supplies		9,000		9,000		8,991	(9)
Total refuse collection and recycling		2,688,684		2,673,684		2,666,871	(6,813)
Street lighting:							
Personnel services		324,267		328,867		330,573	1,706
Contractual services		71,451		71,768		66,333	(5,435)
Materials and supplies		29,300		40,108		34,384	(5,724)
Continuous charges		446,919		461,919		465,325	3,406
Capital outlay		46,000		47,240		40,300	(6,940)
Total street lighting		917,937		949,902		936,915	 (12,987)
Regional transportation:							
Grants and contributions		229,549		229,549		229,549	-
Total regional transportation		229,549		229,549		229,549	 -
Total public works		11,395,189		12,223,992		11,590,650	(633,342)
Parks and recreation:							
Parks and recreation administration:							
Personnel services		522,317		565,637		565,628	(9)
Contractual services		16,126		62,664		56,577	(6,087)
Materials and supplies		4,000		1,850		2,115	265
Continuous charges		31,855		29,855		24,840	(5,015)
Total parks and recreation administration		574,298		660,006		649,160	(10,846)

		Budgeted	d Am	nounts		Actual		riance with nal Budget Over
		Original		Final	•	Amounts		(Under)
Parks and recreation: (Continued)								
Parks:								
Personnel services	\$	761,123	\$	697,803	\$	686,853	\$	(10,950)
Contractual services		66,123		41,634		29,319		(12,315)
Materials and supplies		128,820		99,278		99,827		549
Continuous charges		145,000		189,370		181,769		(7,601)
Capital outlay		22,000		104,806		82,924		(21,882)
Total parks		1,123,066		1,132,891		1,080,692		(52,199)
Recreation programs administration:								
Personnel services		191,572		198,572		197,684		(888)
Contractual services		84,006		84,006		75,328		(8,678)
Materials and supplies		2,000		500		218		(282)
Total recreation programs administration		277,578		283,078		273,230		(9,848)
Ida Lee recreation center:								
Personnel services		1,135,138		1,103,138		1,083,357		(19,781)
Contractual services		325,055		256,761		227,890		(28,871)
Materials and supplies		57,100		69,828		63,680		(6,148)
Continuous charges		317,995		320,245		260,945		(59,300)
Capital outlay		_		27,537		27,537		
Total Ida Lee recreation center	_	1,835,288		1,777,509		1,663,409		(114,100)
Fitness programs:								
Personnel services		326,658		376,658		414,456		37,798
Contractual services		31,127		26,267		20,417		(5,850)
Materials and supplies		6,600		7,500		8,223		723
Capital outlay		-		3,960				(3,960
Total fitness programs		364,385		414,385		443,096		28,711
Community outreach:								
Personnel services		147,647		147,647		137,521		(10,126
Contractual services		16,291		18,760		13,098		(5,662)
Materials and supplies		5,500		5,271		4,399		(872
Total community outreach	_	169,438		171,678		155,018		(16,660
Aquatics:								
Personnel services		1,017,393		1,051,393		1,070,390		18,997
Contractual services		9,691		14,786		14,230		(556
Materials and supplies		47,130		52,115		48,456	<u> </u>	(3,659
Total aquatics		1,074,214		1,118,294		1,133,076		14,782

	Budgeted	1 Δm	nounts		Actual		riance with nal Budget Over
	 Original	3 7 A 11 E	Final	•	Amounts		(Under)
Parks and recreation: (Continued)	ongina.		- I II (G)		7 III Our II		(Grider)
Sport programs:							
Personnel services	\$ 131,351	\$	121,351	\$	113,673	\$	(7,678)
Contractual services	464	-	1,054		1,031	·	(23)
Materials and supplies	14,500		14,500		13,603		(897)
Total sport programs	 146,315		136,905		128,307		(8,598)
Recreation classes:							
Personnel services	78,571		113,571		114,189		618
Contractual services	5,439		8,849		8,664		(185)
Materials and supplies	7,125		6,944		6,979		35
Total recreation classes	91,135		129,364	_	129,832		468
Special events:							
Personnel services	80,483		80,483		80,720		237
Contractual services	192,763		225,564		177,614		(47,950)
Materials and supplies	40,879		44,617		42,778		(1,839)
Total special events	314,125		350,664		301,112		(49,552)
Tennis court complex:							
Personnel services	291,136		321,636		347,763		26,127
Contractual services	18,215		26,065		23,951		(2,114)
Materials and supplies	19,800		17,950		15,281		(2,669)
Continuous charges	 64,000		64,000		46,301		(17,699)
Total tennis court complex	 393,151		429,651		433,296		3,645
Camp programs:							
Personnel services	99,535		79,035		83,802		4,767
Contractual services	15,200		15,305		14,953		(352)
Materials and supplies	 7,500		7,500		7,415		(85)
Total camp programs	 122,235		101,840		106,170		4,330
Preschool childcare programs:							
Personnel services	92,989		92,989		86,973		(6,016)
Contractual services	2,014		2,089		1,542		(547)
Materials and supplies	 3,500		3,500		3,098		(402)
Total preschool childcare programs	 98,503		98,578		91,613		(6,965)

								riance with
		5 , ,				A . (l	I *1	nal Budget
		Budgeted	1 An		•	Actual		Over
		Original		Final		Amounts	····	(Under)
Parks and recreation: (Continued)								
Outdoor pool:	٨	047.004	Φ.	000 004	Φ	050 440	φ	(7.70E)
Personnel services	\$	317,881	\$	263,881	\$	256,116	Ф	(7,765)
Contractual services		21,416		14,614		16,176		1,562
Materials and supplies		34,000		33,340		27,351		(5,989)
Continuous charges		25,000		25,000		24,995		(5)
Total outdoor pool		398,297		336,835		324,638		(12,197)
Parks and recreation commission:								
Personnel services		4,520		4,520		3,692		(828)
Total parks and recreation commission		4,520		4,520		3,692		(828)
Total parks and recreation		6,986,548		7,146,198		6,916,341		(229,857)
Balch Library:								
Library operations:								
Personnel services		327,377		327,377		324,995		(2,382)
Contractual services		39,243		40,025		36,270		(3,755)
Materials and supplies		39,172		39,612		34,241		(5,371)
Continuous charges		23,603		23,603		21,162		(2,441)
		23,003		33,500		33,375		(125)
Capital outlay	-	420.205		464,117				
Total library operations		429,395		404,117		450,043		(14,074)
Library advisory commission:								
Personnel services		4,520		4,520		3,692		(828)
Contractual services		1,000		1,000		875		(125)
Materials and supplies		350		350		-		(350)
Total library advisory commission		5,870		5,870		4,567		(1,303)
Total Balch library		435,265		469,987		454,610		(15,377)
Planning and zoning:								
Planning and zoning operations:								
Personnel services		1,295,818		1,295,818		1,293,274		(2,544)
Contractual services		28,715		39,867		19,696		(20,171)
Materials and supplies		7,255		9,862		5,986		(3,876)
Continuous charges		11,366		10,866		8,300		(2,566)
Capital outlay		-		11,950		_		(11,950)
Total planning and zoning operations		1,343,154		1,368,363		1,327,256		(41,107)
Total planning and 2011ing operations		1,010,101		1,000,000		1,021,1200		(11,1,51)
Planning commission:								
Personnel services		22,775		22,775		21,741		(1,034)
Contractual services		3,000		3,000		1,430		(1,570)
Materials and supplies		250		250		. 99		(151)
Total planning commission		26,025		26,025		23,270		(2,755)
•				,				

Planning and zoning: (Continued) Board of zoning appeals: Personnel services \$ 3.230 \$ 3.230 \$ 2.368 \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$	s.		Budgeted	d An	nounts	Actual	riance with nal Budget Over
Personnel services							(Under)
Personnel services	Planning and zoning: (Continued)						 ***************************************
Contractual services 500 500 249 Total board of zoning appeals 3,730 3,730 2,617 (1)	Board of zoning appeals:						
Total board of zoning appeals	Personnel services	\$	3,230	\$	3,230	\$ 2,368	\$ (862)
Board of architectural review: Personnel services 22,775 22,775 19,169 (3) Contractual services 2,000 2,000 - (2) Materials and supplies 500 500 461 Total board of architectural review 25,275 25,275 19,630 (5) Tree commission: Personnel services 4,520 4,520 3,130 (5) Contractual services 5,000 5,000 1,888 (3) Contractual services 5,000 5,000 1,888 (3) Contractual services 4,520 9,520 5,018 (4) Environmental advisory commission: Personnel services 4,520 4,520 2,515 (2) Contractual services 5,000 5,000 6,08 Total planning and zoning 1,414,724 1,439,933 1,382,400 (5) Total planning and zoning 1,414,724 1,439,933 1,382,400 (5) Pian review: Personnel services 1,170,457 1,180,957 1,185,305 (2) Continuous charges 56,165 277,876 51,566 (2) Materials and supplies 5,430 5,156 3,352 (1) Continuous charges 9,552 9,051 6,755 (2) Continuous charges 9,552 9,051 6,755 (2) Continuous charges 9,552 9,051 6,755 (2) Capital outlay 1,000 1,600 1,363 Total plan review 1,245,604 1,474,640 1,248,341 (2) Personnel services 2,444 1,440 Total plan review 1,245,604 1,474,640 1,248,341 (2) Personnel services 2,444 1,440 Total plan review 1,245,604 1,474,640 1,248,341 (2) Continuous charges 2,970,247 2,970,247 2,319,700 (6) Total plan review 1,245,604 1,474,640 1,248,341 (2) Personnel services 2,444 1,440 Total plan review 1,245,604 1,474,640 1,248,341 (2) Contractual services 1,244,625 3,244,452 3,184,465 4,944 Interest and fi	Contractual services		500		500	249	(251)
Personnel services	Total board of zoning appeals		3,730		3,730	2,617	 (1,113)
Contractual services	Board of architectural review:						
Materials and supplies 500 500 461 Total board of architectural review 25,275 25,275 19,630 (5 Tree commission: Personnel services 4,520 4,520 3,130 (1 Contractual services 5,000 5,000 1,888 (6 Total tree commission 9,520 9,520 5,018 (6 Environmental advisory commission: Personnel services 4,520 4,520 2,515 (6 Contractual services 2,000 2,000 2,515 (6 Contractual services 2,000 2,000 2,026 8 Total planning and zoning 1,414,724 1,439,933 1,382,400 (5 Plan review: Personnel services 5,165 277,876 5,1566 (20 Materials and supplies 8,430 5,156 3,352 (7 Continactual services 9,652 9,051 6,755 (6 Capital outlay 1,000 1,600 1,363	Personnel services		22,775		22,775	19,169	(3,606)
Total board of architectural review 25,275 25,275 19,630 (5 Tree commission: Personnel services 4,520 4,520 3,130 (1 Contractual services 5,000 5,000 1,888 (2 Total tree commission 9,520 9,520 5,018 (2 Environmental advisory commission: Personnel services 4,520 4,520 2,515 (2 Contractual services 2,000 3,000 3,000 3,000 3,0	Contractual services		2,000		2,000	-	(2,000)
Personnel services	Materials and supplies		500		500	461	(39)
Personnel services 4,520 4,520 3,130 (1) Contractual services 5,000 5,000 1,888 (3) Total tree commission 9,520 9,520 5,018 (4) Environmental advisory commission: Very contractual services 2,000 2,000 2,515 (2) Contractual services 2,000 2,000 2,026 4,520 4,520 4,609 (2) Materials and supplies 500 500 68 65 68 68 65 66 62 62 62 62 62 62 62 62 6	Total board of architectural review		25,275		25,275	 19,630	(5,645)
Contractual services 5,000 5,000 1,888 (3) Total tree commission 9,520 9,520 5,018 (4) Environmental advisory commission: 4,520 4,520 2,515 (2) Personnel services 2,000 2,000 2,026 68 Contractual services 500 500 68 Materials and supplies 500 7,020 4,609 (2) Total planning and zoning 1,414,724 1,439,933 1,382,400 (5) Plan review: Personnel services 1,170,457 1,180,957 1,185,305 4 Contractual services 56,165 277,876 51,566 (226 Materials and supplies 8,430 5,156 3,382 (1) Contractual services 9,552 9,051 6,765 (26 Materials and supplies 8,430 5,156 3,382 (1) Capital outlay 1,000 1,600 1,363 (2) Total plan review 1,245,604 1,474,64	Tree commission:						
Contractual services	Personnel services		4,520		4,520	3,130	(1,390)
Total tree commission 9,520 9,520 5,018 64	Contractual services						(3,112)
Personnel services 4,520 4,520 2,515 (2 Contractual services 2,000 2,000 2,026 A Materials and supplies 500 500 68 Total environmental advisory commission 7,020 7,020 4,609 (2 Plan review: Personnel services 1,414,724 1,439,933 1,382,400 (5 Personnel services 1,170,457 1,180,957 1,185,305 4 Contractual services 56,165 277,876 51,566 (22 Materials and supplies 8,430 5,156 3,352 (7 Continuous charges 9,652 9,051 6,755 (7 Capital outlay 1,000 1,600 1,363 Total plan review 1,245,604 1,474,640 1,248,341 (22 Airport Personnel services - - 2,444 2 Total Airport - - 2,444 2 Principal 3,244,452 3,244,45						 	(4,502)
Personnel services 4,520 4,520 2,515 (2 Contractual services 2,000 2,000 2,026 A Materials and supplies 500 500 68 B Total environmental advisory commission 7,020 7,020 4,609 (2 Personnel services 1,414,724 1,439,933 1,382,400 (5 Personnel services 1,170,457 1,180,957 1,185,305 4 Contractual services 56,165 277,876 51,566 (22 Materials and supplies 8,430 5,156 3,352 (7 Continuous charges 9,552 9,051 6,755 (7 Capital outlay 1,000 1,600 1,363 Total plan review 1,245,604 1,474,640 1,248,341 (22 Airport Personnel services - - 2,444 2 Personnel services - - 2,444 2 Total Airport - - 2,444 2 <	Environmental advisory commission:						
Contractual services 2,000 2,000 2,026 Materials and supplies 500 500 68 Total environmental advisory commission 7,020 7,020 4,609 (2 Total planning and zoning 1,414,724 1,439,933 1,382,400 (57 Plan review: Personnel services 1,170,457 1,180,957 1,185,305 4 Contractual services 56,165 277,876 51,566 (226 Materials and supplies 8,430 5,156 3,352 (7 Continuous charges 9,552 9,051 6,755 (2 Capital outlay 1,000 1,600 1,363 Total plan review 1,245,604 1,474,640 1,248,341 (226 Airport Personnel services - - - 2,444 2 Principal 3,244,452 3,244,452 8,184,465 4,944 Interest and fiscal charges 2,970,247 2,970,247 2,319,700 (666 Total expenditures 46,268,60			4 520		4 520	2 515	(2,005)
Materials and supplies 500 500 68 Total environmental advisory commission 7,020 7,020 4,609 (2 Total planning and zoning 1,414,724 1,439,933 1,382,400 (5) Plan review: Personnel services Personnel services 1,170,457 1,180,957 1,185,305 4 Contractual services 56,165 277,876 51,566 (226 Materials and supplies 8,430 5,156 3,352 (7 Continuous charges 9,552 9,051 6,755 (2 Capital outlay 1,000 1,600 1,363 1 Total plan review 1,245,604 1,474,640 1,248,341 (226 Airport Personnel services - - - 2,444 2 Debt service: Principal 3,244,452 3,244,452 8,184,465 4,944 Interest and fiscal charges 2,970,247 2,970,247 2,319,700 (65 Total expenditures 46,268,605					· · · · · · · · · · · · · · · · · · ·	-	26
Total environmental advisory commission 7,020 7,020 4,609 (2 Total planning and zoning 1,414,724 1,439,933 1,382,400 (57 Plan review: Personnel services 1,170,457 1,180,957 1,185,305 2 Contractual services 56,165 277,876 51,566 (226 Materials and supplies 8,430 5,156 3,352 (2 Continuous charges 9,552 9,051 6,755 (2 Capital outlay 1,000 1,600 1,363 1 Total plan review 1,245,604 1,474,640 1,248,341 (226 Airport - - - 2,444 1 Personnel services - - - 2,444 1 Total Airport - - - 2,444 1 Debt service: Principal 3,244,452 3,244,452 8,184,465 4,944 Interest and fiscal charges 2,970,247 2,970,247 2,319,700 (650						•	(432)
Total planning and zoning							(2,411)
Plan review: 1,170,457 1,180,957 1,185,305 4 Contractual services 56,165 277,876 51,566 (226 Materials and supplies 8,430 5,156 3,352 (0 Continuous charges 9,552 9,051 6,755 (3 Capital outlay 1,000 1,600 1,363 Total plan review 1,245,604 1,474,640 1,248,341 (226 Airport Personnel services - - 2,444 3 Total Airport - - 2,444 3 Debt service: Principal 3,244,452 3,244,452 8,184,465 4,944 Interest and fiscal charges 2,970,247 2,970,247 2,319,700 (650 Total debt service 6,214,699 6,214,699 10,504,165 4,280 Other financing uses: - - - 2,345,026 2,34 Other financing uses: - - - 2,345,026 2,34	·		•		7,020	 7,003	(2,411)
Personnel services	Total planning and zoning		1,414,724		1,439,933	 1,382,400	(57,533)
Contractual services 56,165 277,876 51,566 (226 Materials and supplies 8,430 5,156 3,352 (7 Continuous charges 9,552 9,051 6,755 (2 Capital outlay 1,000 1,600 1,363 1 Total plan review 1,245,604 1,474,640 1,248,341 (226 Airport - - - 2,444 7 Debt services Principal 3,244,452 3,244,452 8,184,465 4,946 Interest and fiscal charges 2,970,247 2,970,247 2,319,700 (65 Total debt service 6,214,699 6,214,699 10,504,165 4,286 Total expenditures 46,268,605 48,277,591 49,935,492 1,65 Other financing uses: Transfers out - - - 2,345,026 2,34	Plan review:						
Materials and supplies 8,430 5,156 3,352 () Continuous charges 9,552 9,051 6,755 () Capital outlay 1,000 1,600 1,363 Total plan review 1,245,604 1,474,640 1,248,341 (226 Airport Personnel services - - - 2,444 2 Total Airport - - 2,444 2 Debt service: Principal 3,244,452 3,244,452 8,184,465 4,946 Interest and fiscal charges 2,970,247 2,970,247 2,319,700 (656) Total debt service 6,214,699 6,214,699 10,504,165 4,286 Total expenditures 46,268,605 48,277,591 49,935,492 1,65 Other financing uses: Transfers out - - - 2,345,026 2,34	Personnel services		1,170,457		1,180,957	1,185,305	4,348
Continuous charges 9,552 9,051 6,755 (2) Capital outlay 1,000 1,600 1,363 Total plan review 1,245,604 1,474,640 1,248,341 (226) Airport Personnel services - - - 2,444	Contractual services		56,165		277,876	51,566	(226,310)
Capital outlay 1,000 1,600 1,363 Total plan review 1,245,604 1,474,640 1,248,341 (226) Airport Personnel services - - - 2,444 2 Total Airport - - - 2,444 2 Debt service: Principal 3,244,452 3,244,452 8,184,465 4,946 Interest and fiscal charges 2,970,247 2,970,247 2,319,700 (650) Total debt service 6,214,699 6,214,699 10,504,165 4,286 Other financing uses: 46,268,605 48,277,591 49,935,492 1,65 Other financing uses: - - - 2,345,026 2,344	Materials and supplies		8,430		5,156	3,352	(1,804)
Total plan review 1,245,604 1,474,640 1,248,341 (226 Airport Personnel services - - - 2,444 2 Total Airport - - - 2,444 2 Debt service: Principal 3,244,452 3,244,452 8,184,465 4,946 Interest and fiscal charges 2,970,247 2,970,247 2,319,700 (656 Total debt service 6,214,699 6,214,699 10,504,165 4,289 Total expenditures 46,268,605 48,277,591 49,935,492 1,65 Other financing uses: - - - 2,345,026 2,34	Continuous charges		9,552		9,051	6,755	(2,296)
Airport Personnel services	Capital outlay				1,600	1,363	(237)
Personnel services	Total plan review		1,245,604		1,474,640	 1,248,341	(226,299)
Total Airport - - 2,444 2 Debt service: Principal 3,244,452 3,244,452 8,184,465 4,946 Interest and fiscal charges 2,970,247 2,970,247 2,319,700 (656 Total expenditures 46,268,605 48,277,591 49,935,492 1,65 Other financing uses: Transfers out - - 2,345,026 2,345	Airport						
Debt service: 3,244,452 3,244,452 8,184,465 4,944 Interest and fiscal charges 2,970,247 2,970,247 2,319,700 (656 Total debt service 6,214,699 6,214,699 10,504,165 4,289 Total expenditures 46,268,605 48,277,591 49,935,492 1,657 Other financing uses: - - 2,345,026 2,348	Personnel services		_		-	2,444	2,444
Principal 3,244,452 3,244,452 8,184,465 4,944 Interest and fiscal charges 2,970,247 2,970,247 2,319,700 (656 Total debt service 6,214,699 6,214,699 10,504,165 4,289 Total expenditures 46,268,605 48,277,591 49,935,492 1,65 Other financing uses: - - - 2,345,026 2,345	Total Airport		-		**	 2,444	 2,444
Interest and fiscal charges 2,970,247 2,970,247 2,319,700 (656 Total debt service 6,214,699 6,214,699 10,504,165 4,289 Total expenditures 46,268,605 48,277,591 49,935,492 1,657 Other financing uses: - - - 2,345,026 2,345 Transfers out - - 2,345,026 2,345	Debt service:						
Interest and fiscal charges 2,970,247 2,970,247 2,319,700 (656 Total debt service 6,214,699 6,214,699 10,504,165 4,289 Total expenditures 46,268,605 48,277,591 49,935,492 1,657 Other financing uses: - - - 2,345,026 2,345 Transfers out - - 2,345,026 2,345	Principal		3,244,452		3,244,452	8,184,465	4,940,013
Total debt service 6,214,699 6,214,699 10,504,165 4,289 Total expenditures 46,268,605 48,277,591 49,935,492 1,657 Other financing uses: - - - 2,345,026 2,349	Interest and fiscal charges						(650,547)
Other financing uses: Transfers out 2,345,026 2,34	Total debt service	_				 	 4,289,466
Transfers out 2,345,026 2,34	Total expenditures		46,268,605		48,277,591	49,935,492	1,657,901
Total other financing uses 2,345,026 2,34			-		-	2,345,026	 2,345,026
	Total other financing uses		-		-	 2,345,026	 2,345,026
Total General Fund expenditures and other financing uses \$ 46,268,605 \$ 48,277,591 \$ 52,280,518 \$ 4,000		\$	46,268,605	\$	48,277,591	\$ 52,280,518	\$ 4,002,927

AIRPORT FUND COMPARATIVE STATEMENTS OF REVENUES, EXPENSES AND CHANGES IN NET ASSETS Year Ended June 30, 2012 (With Comparative Totals for 2011)

		2012	2011
Operating Revenues:			
Charges for services	_\$	1,182,366 \$	1,092,572
Total operating revenues		1,182,366	1,092,572
Operating Expenses:			
Personnel services		247,721	422,715
Contractual services		226,251	156,536
Depreciation and amortization		895,998	900,207
Materials and supplies		22,904	17,773
Continuous charges		89,196	95,606
Total operating expenses		1,482,070	1,592,837
Operating loss		(299,704)	(500,265)
Nonoperating Revenues (Expenses):			
Commonwealth of Virginia grants		18,668	23,398
Federal grants		_	4,217
Contributions		46,775	42,048
Interest on investments		206,882	35,757
Interest and fiscal charges	,	(178,050)	(211,110)
Total nonoperating revenues (expenses), net		94,275	(105,690)
Loss before capital grants, assistance and transfers	_	(205,429)	(605,955)
Capital grants, assistance and transfers:			
Commonwealth of Virginia grants		180,911	36,687
Federal grants		452,592	116,163
Transfers out		(36,378)	(255,443)
Total capital grants, assistance and transfers, net			
before extraordinary items		597,125	(102,593)
Extraordinary item:			
Contribution of all assets and liabilities to the general government		(26,928,733)	-
Change in net assets		(26,537,037)	(708,548)
Net assets, beginning		26,537,037	27,245,585
Net assets, ending	\$	- :	\$ 26,537,037

AIRPORT FUND COMPARATIVE STATEMENTS OF CASH FLOWS Year Ended June 30, 2012 (With Comparative Totals for 2011)

		2012		2011
Cash Flows From Operating Activities:				
Receipts from customers	\$	1,147,417	\$	1,077,138
Payments to suppliers for goods and services		(334,096)	•	(308,732)
Payments to employees for services		(280,275)		(405,408)
Net cash provided by operating activities		533,046		362,998
Cash Flows From Noncapital and Related Financing Activities:				
Operating grants		18,668		27,615
Contributions		46,775		42,048
Transfers out		(36,378)		(255,443)
Net cash provided by (used in) noncapital and related financing activities		29,065		(185,780)
Cash Flows From Capital and Related Financing Activities:				
Capital grant revenue		533,028		645,636
Repayment of advances from other funds		(664,317)		(635,302)
Acquisition and construction of capital assets		(503,154)	((1,056,617)
Interest and fiscal charges		(280,297)		(229,874)
Proceeds and premiums from debt issuance		205,747		-
Principal paid on bonds		(60,000)		(338,700)
Net cash used in capital and related financing activities		(768,993)	((1,614,857)
Cash Flows From Investing Activities:				
Interest on investments	_	206,882		35,757
Net cash provided by investing activities		206,882		35,757
Net change in cash and cash equivalents		•	((1,401,882)
Cash and Cash Equivalents Beginning		_		1,401,882
Ending	\$		\$	1,101,002
-			Ψ	
Reconciliation of Operating Loss to Net Cash Provided By Operating Activities:	_			
Operating loss	\$	(299,704)	\$	(500,265)
Adjustments to reconcile operating loss to net cash				
provided by operating activities:				
Depreciation and amortization		895,998		900,207
Changes in assets and liabilities:				
Decrease (increase) in accounts receivable		(19,453)		16,891
Increase (decrease) in:				
Accounts payable		44,459		(165)
Accrued liabilities		(38,321)		27,214
Prepaids		3,658		(3,658)
Due to other funds		(40,204)		(38,664)
Unearned revenue		(18,338)		(36,675)
Compensated absences		2,109		(6,237)
Customer deposits and contingent charges		2,842		4,350
Net cash provided by operating activities		533,046	\$	362,998
Supplemental Disclosure of Noncash Capital and Related Financing Activities:				
Capital assets acquired through incurrence of accounts and retainage payable	\$_		\$	7,827
Capital assets transferred to governmental activities, net	<u>\$</u>	33,512,233	\$	-
Noncurrent liabilities transferred to governmental activities, net	\$	4,238,474	\$	
Current goods and linkilities transformed to the Control I		2,345,026	\$	
Current assets and liabilities transferred to the General Fund, net	\$	Z.543.07h		-

UTILITIES FUND COMPARATIVE STATEMENTS OF NET ASSETS June 30, 2012 (With Comparative Totals for 2011)

		2012	2011	
ASSETS		**		
Current Assets:				
Cash, cash equivalents, and temporary cash investments	\$	16,975,140	\$ 12,44	7,357
Accounts receivable, net		3,545,722	3,636	6,742
Inventory		285,082	309	9,409
Prepaid health insurance	, , , , , , , , , , , , , , , , , , ,		59	9,152
Accrued interest		-		2,711
Due from other governments				2,030
Restricted cash		1,376,295		2,423
Total current assets		22,182,239	18,35	9,824
Noncurrent Assets:				
Deferred charges	•	389,639	39	4,156
Capital assets:		•		•
Land		1,586,356	1.58	6,356
Water and sewer plant		115,748,497	125,33	
Water and sewer lines		111,693,346	98,91	
Furniture, equipment and software		1,108,044		6,029
Vehicles		2,401,438		0,695
		942,863		4,367
Construction in progress		•		
Less: accumulated depreciation and amortization	-	(55,630,398)	(50,63	9,034)
Total capital assets, net		177,850,146	179,25	2,087
Total noncurrent assets		178,239,785	179,64	6,243
Total assets		200,422,024	198,00	6,067
LIABILITIES				
Current Liabilities:				
Accounts payable		603,736	48	3,636
Accrued payroll		207,868		8,360
Accrued interest		1,209,231		0,863
Compensated absences		452,657		7,073
Retainage payable		48,567		8,280
Bonds payable		625,000		8,106
Customer deposits and contingent charges		846,102		8,154
Total current liabilities		3,993,161	6,15	4,472
Noncurrent Liabilities:				
Compensated absences		98,179	a	4,336
·		367,163		4,765
Other postemployment benefits				
Bonds payable, net		67,315,258		8,266
Total noncurrent liabilities		67,780,600	62,97	7,367
Total liabilities		71,773,761	69,13	1,839
NET ASSETS				
Invested in capital assets, net of related debt		111,237,616	115,95	9,858
Unrestricted		17,410,647		4,370
Total net assets	\$	128,648,263	\$ 128,87	4,228

UTILITIES FUND COMPARATIVE STATEMENTS OF REVENUES, EXPENSES AND CHANGES IN NET ASSETS Year Ended June 30, 2012 (With Comparative Totals for 2011)

	 2012	2011
Operating Revenues:		
Charges for services	\$ 15,053,935 \$	14,792,146
Other	 350,704	328,773
Total operating revenues	 15,404,639	15,120,919
Operating Expenses:		
Personnel services	6,968,938	7,015,947
Contractual services	626,022	688,245
Depreciation and amortization	4,999,350	4,904,115
Materials and supplies	1,231,961	1,044,372
Continuous charges	1,293,173	1,282,754
Claims and settlements	1,181	10,61 4
Capital outlay	 161,613	98,246
Total operating expenses	 15,282,238	15,044,293
Operating income	 122,401	76,626
Nonoperating Revenues (Expenses):		
Commonwealth of Virginia grants	PA	2,968
Federal grants	69,245	115,688
Interest on investments	47,355	49,080
Interest and fiscal charges	(2,781,285)	(2,844,170)
Installation and connection charges	 1,658,836	1,264,881
Total nonoperating expenses, net	 (1,005,849)	(1,411,553)
Loss before capital grants, assistance and transfers	 (883,448)	(1,334,927)
Capital grants, assistance and transfers:		
Developer donated assets	2,408,000	4,974,665
Capital assets contributed to general government activities	_,,	(679,843)
Transfers out	 (1,750,517)	(1,760,975)
Total capital grants, assistance and transfers, net	 657,483	2,533,847
Change in net assets	(225,965)	1,198,920
Net assets, beginning	128,874,228	127,675,308
Net assets, ending	\$ 128,648,263 \$	128,874,228

UTILITIES FUND COMPARATIVE STATEMENTS OF CASH FLOWS Year Ended June 30, 2012 (With Comparative Totals for 2011)

		2012		2011
Cash Flows From Operating Activities:	\$	15,142,903	\$	14,961,946
Receipts from customers	Ψ	(3,276,450)	Ψ	(3,314,979)
Payments to suppliers for goods and services		(7,038,453)		(6,937,194)
Payments to employees for services		350,704		328,773
Other receipts Net cash provided by operating activities		5,178,704		5,038,546
Cash Flows From Noncapital and Related Financing Activities:				
Operating grants		81,275		106,626
Transfers out		(1,750,517)		(1,760,975)
Net cash used in noncapital and related financing activities		(1,669,242)		(1,654,349)
Cash Flows From Capital and Related Financing Activities:				4 004 004
Installation and connection charges		1,658,836		1,264,881
Acquisition and construction of capital assets		(1,062,195)		(2,303,451)
Interest and fiscal charges		(3,794,028)		(2,901,031)
Principal paid on bonds		(2,050,000)		(2,606,022)
Proceeds and premiums from debt issuance Net cash provided by (used in) capital and related financing activities		5,699,514 452,127		(6,545,623)
		· · · · · · · · · · · · · · · · · · ·		
Cash Flows From Investing Activities: Interest on investments		50,066		91,295
Net cash provided by investing activities		50,066		91,295
Net increase (decrease) in cash and cash equivalents		4,011,655		(3,070,131)
Cash and Cash Equivalents:		14,339,780		17,409,911
Beginning				
Ending		18,351,435	\$	14,339,780
Reconciliation of Operating Income to Net Cash Provided by Operating Activities:	•	402.404	¢.	76,626
Operating income	\$	122,401	\$	10,020
Adjustments to reconcile operating income to net				
cash provided by operating activities:		4,999,350		4,904,115
Depreciation and amortization		4,000,000		1,001,110
- 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1				
Changes in assets and liabilities:		91,020		173,126
Decrease (increase) in accounts receivable		91,020		173,126
Decrease (increase) in accounts receivable Increase (decrease) in:		91,020 13,173		
Decrease (increase) in accounts receivable Increase (decrease) in: Accounts payable		-		(178,358) 141,601
Decrease (increase) in accounts receivable Increase (decrease) in: Accounts payable Accrued liabilities		13,173 (218,094) 59,152		(178,358) 141,601 (59,152)
Decrease (increase) in accounts receivable Increase (decrease) in: Accounts payable Accrued liabilities Prepaids		13,173 (218,094) 59,152 24,327		(178,358) 141,601 (59,152) (13,131)
Decrease (increase) in accounts receivable Increase (decrease) in: Accounts payable Accrued liabilities Prepaids Inventory		13,173 (218,094) 59,152 24,327 89,427		(178,358) 141,601 (59,152) (13,131) (2,955)
Decrease (increase) in accounts receivable Increase (decrease) in: Accounts payable Accrued liabilities Prepaids Inventory Compensated absences		13,173 (218,094) 59,152 24,327 89,427 (2,052))	(178,358) 141,601 (59,152) (13,131) (2,955) (3,326)
Decrease (increase) in accounts receivable Increase (decrease) in: Accounts payable Accrued liabilities Prepaids Inventory	\$	13,173 (218,094) 59,152 24,327 89,427 (2,052))	(178,358) 141,601 (59,152) (13,131) (2,955) (3,326)
Decrease (increase) in accounts receivable Increase (decrease) in: Accounts payable Accrued liabilities Prepaids Inventory Compensated absences Customer deposits and contingent charges Net cash provided by operating activities Supplemental Disclosure of Noncash Capital and Related Financing Activities:		13,173 (218,094) 59,152 24,327 89,427 (2,052) 5,178,704	\$	(178,358) 141,601 (59,152) (13,131) (2,955) (3,326) 5,038,546
Decrease (increase) in accounts receivable Increase (decrease) in: Accounts payable Accrued liabilities Prepaids Inventory Compensated absences Customer deposits and contingent charges Net cash provided by operating activities Supplemental Disclosure of Noncash Capital and Related Financing Activities: Developer donated capital improvements	\$	13,173 (218,094) 59,152 24,327 89,427 (2,052) 5,178,704	\$	(178,358) 141,601 (59,152) (13,131) (2,955) (3,326) 5,038,546
Decrease (increase) in accounts receivable Increase (decrease) in: Accounts payable Accrued liabilities Prepaids Inventory Compensated absences Customer deposits and contingent charges Net cash provided by operating activities Supplemental Disclosure of Noncash Capital and Related Financing Activities:		13,173 (218,094) 59,152 24,327 89,427 (2,052) 5,178,704	\$	(178,358) 141,601 (59,152) (13,131) (2,955) (3,326) 5,038,546

STATISTICAL SECTION



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STATISTICAL SECTION TABLE OF CONTENTS

The statistical section of the Town's comprehensive annual financial report presents detailed information as a context for understanding what the information presented in the financial statements, note disclosures and required supplementary information say about the Town's overall financial health. This information has not been audited by the independent auditor.

Contents	Tables
Financial Trends These tables contain trend information to help the reader understand how the Town's financial performance and well being have changed over time.	1 - 5
Revenue Capacity These tables contain information to help the reader assess the Town's most significant local revenue sources, the property tax, as well as other revenue sources.	6 - 10
Debt Capacity These tables present information to help the reader assess the affordability of the Town's current level of outstanding debt and the Town's ability to issue additional debt in the future.	11 - 14
Demographic and Economic Information These tables offer demographic and economic indicators to help the reader understand the environment within which the Town's financial activities take place.	15 - 16
Operating Information These tables contain service and infrastructure data to help the reader understand how the information in the Town's financial report relates to the services the Town provides and the activities it performs.	17 - 19

Sources: Unless otherwise noted, the information in these tables is derived from the comprehensive annual financial report for the relevant year.



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NET ASSETS BY COMPONENT Last Ten Fiscal Years (accrual basis of accounting) (Unaudited)

						riscal Year June 30,	June 50,				***************************************
		2003	2004	2005	2006	2007	2008	2009	2010	2011	2012
•	- AND THE PROPERTY OF THE PROP										
	Governmental activities:	\$ 92 944 B22	92 944 622 \$ 105 994 731	\$ 115,237,852	\$ 130.206.071	\$ 136.614.229	\$ 149,797,357	\$ 162,651,222	\$ 219,771,450 \$ 223,911,574	\$ 223,911,574	\$ 262,169,923
	Filested III depiral assets, liet of Telatod door Postricted	· · · · ·	42,535	54,245	54,245	9,905,713	53,499	32,228	32,228	5,852,078	827,452
	Unrestricted	13,411,700	16,771,086	28,123,822	32,303,535	26,195,217	35,468,057	21,508,860	17,659,597	10,977,713	11,180,851
	Total covernmental artivities net assets	\$ 106.356.322	\$ 106.356.322 \$ 122.808.352 \$ 143.415.919 \$ 162.563.851	\$ 143.415,919	\$ 162,563,851	\$ 172,715,159	\$ 185,318,913	\$ 184,192,310	\$ 172,715,159 \$ 185,318,913 \$ 184,192,310 \$ 237,463,275 \$ 240,741,365 \$ 274,178,226	\$ 240,741,365	\$ 274,178,226
	Business-type activities:	\$ 88 842 242	88 842 212 \$ 94 484 042 \$ 106 396 589	\$ 106.396.589	\$ 126.737.856	\$ 128.737.856 \$ 134.115.046 \$ 133.010.793 \$ 136.681,741 \$ 144,847,942	\$ 133,010,793	\$ 136,681,741	\$ 144,847,942	\$ 145,743,065 \$ 111,237,616	\$ 111,237,616
	Hivested III capital assets, Het of related debt. Uhrestricted	41,536,355	43,621,981	39,110,889	21,919,538	15,350,403	17,058,242	16,968,255	10,072,951	9,668,200	17,410,647
	3								000	100	0400000
	Total business type activities net assets	\$ 130,378,567	\$ 138,106,023	\$ 145,507,478	\$ 148,657,394	\$ 149,465,449	\$ 150,069,035	\$ 153,649,996	\$ 130,378,567 \$ 138,106,023 \$ 145,507,478 \$ 148,657,394 \$ 149,465,449 \$ 150,069,035 \$ 153,649,986 \$ 154,920,893 \$ 155,411,255 \$ 128,648,253	\$ 155,411,265	\$ 128,648,263
-	Primary government: Invested in central assets not of related debt	\$ 181 786.834	\$ 181 786.834 \$ 200.478.773	\$ 221,634,441		\$ 256,943,927 \$ 270,729,275 \$ 277,106,871 \$ 299,332,963 \$ 364,619,392	\$ 277,106,871	\$ 299,332,963	\$ 364,619,392	\$ 369,654,639	\$ 373,407,539
	Restricted	-	42,535	54,245		9,905,713	53,499	32,228	32,228	5,852,078	827,452
_	Unrestricted	54,948,055	60,393,067	67,234,711	54,223,073	41,545,620	52,526,299	38,477,115	27,732,548	20,645,913	28,591,498
_	1	4 000 704 000	\$ 260 044 27E	© 288 023 307	\$ 341 221 245	\$ 322 180 608	\$ 329,686,669	\$ 337 842 306	# 402,828,489 \$ 337,847,306 \$ 399,384,168 \$ 396,152,630 \$ 402,828,489	\$ 396,152,630	\$ 402,826,489
	lotai primary government net assets	\$ 230,134,003	COC,415,002	# 200,32,032	OT-7,1.22,1.0 0	\$ 024, 100,000	20010001000				

TOWN OF LEESBURG, VIRGINIA

CHANGES IN NET ASSETS
Last Ten Fiscal Years
(accrual basis of accounting)
(Unaudited)

					Fiscal Year June 30,	ne 30,				
	2003	2004	2005	2006	2007	2008	2009	2010	2011	2012
Expenses:										
Governmental activities:										
Legislative	\$ 231,213 \$	266,719 \$	418,924	\$ 1,164,044	\$ 1,136,512	\$ 1,106,290	\$ 1,047,565	\$ 1,108,873	\$ 1,929,726	\$ 2,242,274
Executive	2,736,232	2,772,493	4,102,665	4,372,185	3,351,521	5,148,154	5,056,434	5,214,847	4,193,418	3,709,476
Legal	193,460	192,841	278,430	385,981	390,433	388,672	375,101	423,836	405,086	416,116
Planning and zoning	1,422,467	1,641,747	1,850,246	1,992,843	3,351,224	2,525,842	1,699,231	1,773,789	1,914,347	1,395,917
Plan review	•	1	•	ı			1,799,399	1,697,742	1,569,932	1,216,828
Finance	1,654,638	1,806,230	1,925,483	1,935,299	2,191,973	2,194,675	2,411,130	2,379,609	2,262,397	2,082,232
Public safety	6,664,907	7,109,226	7,783,515	8,102,218	8,772,457	9,297,712	10,344,403	11,040,678	11,365,062	11,701,344
Parks and recreation	4,968,397	4,946,786	5,252,179	5,639,649	6,139,620	7,418,433	7,885,338	7,875,032	8,002,606	7,721,607
Balch Library	533,222	503,146	597,816	561,907	643,858	628,177	705,512	641 171	627 711	596,845
Public works	9,481,451	10,593,496	10,627,982	12,182,219	15,129,697	11,515,670	14,366,433	15,021,938	15,522,536	15,319,444
Airport			,	1	•	•		•	•	2,444
Interest	1,859,616	1,845,700	1,790,383	1,942,055	1,896,697	2,174,525	2,052,703	2,438,740	2,518,659	2,746,447
Total governmental activities	29,745,603	31,678,384	34,637,623	38,278,400	43,003,992	42,398,150	47,743,249	49,616,255	50,311,480	49,150,974
Business-type activities:	4 077 756	000	770 000	1 400 677	4 640 207	4 564 969	900	4 700 794	770000	000 4
	1,117,100	1,009,049	73 744 306	1,400,00.7	1,042,091	1,004,000	000,000,1	1,709,704	1,000,947	021,000,1
Cumbs Total business fone activities	13.362.749	12,102,437	14 191 086	12,927,004	15,076,064	18,010,033	10,776,026	17,007,140	17,888,463	18,003,523
	OF 1200101	200 000 07	7000 100	77 047 404	10,010,101	20,010,000	27 040 000	200,000,00	200000	00,071,010
lotal government	43,108,352	45,209,930	48,828,709	55,645,161	59,622,453	50,417,848	67,213,935	68,933,185	70,003,890	68,8/4,61/
Program revenue:										
Governmental activities:										
Charges for services:										
Planning and zoning	204,288	413,206	277,283	477,892	332,876	260,438	351,994	262,270	261,447	283,241
Public safety	266,971	297,076	282,206	413,979	422,635	334,960	372,441	408,032	595,640	498,411
Parks and recreation	2,332,896	2,770,756	2,944,816	3,317,117	3,426,736	3,772,767	4,427,429	4,871,682	4,772,869	4,670,693
Balch Library	5,865	Ł	•	ı	•		•	•		1
Public works	192,257	398,304	260,551	431,453	217,220	158,446	153,094	177,294	175,474	154,495
Operating grants and contributions:										
Legislative	•	•	•		•	•		23,606		•
Planning and zoning			,	,	28,661	13,411				
Public safety	1,142,060	862,441	1,053,679	1,291,841	1,253,886	1,282,416	1,107,204	1,167,353	1,084,691	988,734
Parks and recreation	•					,	99,425	,	•	•
Balch Library	15,500	17,000			,	,	15,500	5,000	372,994	5,500
Public works	5,586,049	1,763,768	1,906,536	2,117,122	2,201,552	2,478,332	2,502,346	2,633,224	3,052,260	2,987,613
Capital grants and contributions:										
Public safety	216,843	117,780	•		•		1			,
Balch Library		•	•		•		,	250,000	•	•
Parks and recreation		100,000	,		•	•	1	2,000	71,625	8,000
Public works	1,268,640	13,813,758	17,665,453	16,289,090	8,944,313	1,443,698	h	58,817,099	6,783,738	9,163,209
Total governmental activities program revenue	11,231,369	20,554,089	24,390,524	24,338,494	16,827,879	9,744,468	9,029,433	68,620,560	17,170,738	18,759,896

TOWN OF LEESBURG, VIRGINIA

CHANGES IN NET ASSETS (CONTINUED)
Last Ten Fiscal Years
(accrual basis of accounting)
(Unaudited)

					Fiscal Year June 30,	June 30,				
	2003	2004	2005	2006	2007	2008	2009	2010	2011	2012
Business-type activities: Charges for services: Airport Inities	\$ 848,521 7,809,012	\$ 867,016 \$ 8,707,079	\$ 908,819 \$ 9,017,952	913,391 10,016,939	\$ 866,255 \$ 11,624,143	977,572 \$	920,322 \$	716,920 \$ 13,517,737	1,092,572 14,792,146	\$ 1,182,366 15,053,935
Operating grants and contributions: Airport		1 1	т т		r			504,350 514,154	27,615 118,656	65,443 69,245
Control Grants and contributions: Airport Utilities Total business-type activities program revenues Total government program revenues	1,426,346 12,118,022 22,201,901 33,433,270	1,736,596 11,635,342 22,946,033 43,500,122	1,357,505 10,788,837 22,073,113 46,463,637	3,528,284 5,910,107 20,368,721 44,707,215	437,514 3,683,638 16,611,550 33,439,429	152,703 5,472,516 19,037,981 28,782,449	1,618,548 9,325,270 24,565,211 33,594,644	1,282,262 5,899,418 22,434,841 91,055,401	194,898 6,239,546 22,465,433 39,636,171	633,503 4,066,836 21,071,328 39,831,224
Net (expense) revenue: Governmental activities Business-type activities Total government net expense	(18,514,234) 8,839,152 (9,675,082)	(11,124,295) 9,414,487 (1,709,808)	(10,247,099) 7,882,027 (2,365,072)	(13,939,906) 3,001,960 (10,937,946)	(26,176,113) (6,911) (26,183,024)	(32,653,682) 1,018,283 (31,635,399)	(38,713,816) 5,094,525 (33,619,291)	19,004,305 3,117,911 22,122,216	(33,140,742) 2,773,023 (30,367,719)	(30,391,078) 1,347,685 (29,043,393)
General revenues and other changes in net assets: Governmental activities: Taxes: General property Communication sales and use Meals Business and occupational licenses Utility Cigarette Other Intergovernmental, other than grants Use of money and property Miscellaneous Transfers Total governmental activities	8,658,468 2,934,346 2,145,346 2,145,080 1,985,080 1,985,268 1,953,268 1,385,750 4,356 1,813,548 1,813,548	9,869,334 3,530,722 2,473,345 2,087,754 1,998,824 1,065,875 2,143,587 1,565,877 1,565,877 1,565,771 331,183 575,930 1,943,000	11,282,736 3,781,317 2,767,277 2,402,667 2,067,512 1,045,229 1,977,744 1,537,744 1,538,060 680,601 3,284,109 1,591,465 32,418,717	12,835,332 3,832,615 2,900,835 2,462,835 2,152,796 1,017,042 2,465,589 1,557,573 1,651,024 566,905 1,645,295 33,087,838	13,985,380 4,993,043 3,189,314 2,395,850 1,841,456 925,725 2,377,995 1,596,492 2,670,151 540,478 1,821,537 36,327,421	13,215,669 6,568,099 3,198,750 2,544,890 1,452,715 871,299 2,106,535 1,543,813 2,261,267 3,783,391 2,009,729	12,982,666 6,228,472 3,327,374 2,669,812 1,487,280 860,595 2,187,760 1,556,515 1,156,355 2,904,824 2,204,824 2,204,824 2,204,824	12,196,527 6,107,069 3,326,332 2,708,180 1,489,727 805,288 2,429,978 1,567,285 440,731 993,681 2,207,852 34,286,600	12,536,096 6,412,866 3,672,760 2,880,044 1,54597 872,047 2,459,485 1,573,674 686,183 1,086,819 2,696,261 36,418,832	12,943,508 6,717,220 4,418,067 2,860,659 1,495,345 1,133,071 2,565,675 1,562,312 514,491 901,963 28,715,939

CHANGES IN NET ASSETS (CONTINUED)
Last Ten Fiscal Years
(accrual basis of accounting)
(Unaudited)

					Fiscal Year June 30,	une 30,				
	2003	2004	2005	2006	2007	2008	2009	2010	2011	2012
Total Line Control										
General revenues and other changes in net assets: (Continued)								٠		
Business-type activities:	¢ 865 283	188 239	\$ 1,003,846	\$ 1.182.818 \$	\$ 2,306,958	\$ 1,238,869	\$ 404,523	\$ 59,215	\$ 84,837	\$ 254,237
Use of money and property	77 854	67 730	107.047	,	329,545	356,163	307,473	295,623	328,773	350,704
Miscellaneous	#C0'-1	2	(4 591 465)	(1.645,295)	(1.821.537)	(2,009,729)	(2,225,560)	(2,201,852)	(2,696,261)	(28,715,628)
Transfers	(1,013,040)	15	(480,572)	147 956	814.966	(414,697)	(1,513,564)	(1,847,014)	(2,282,651)	(28,110,687)
Total business-type activities	(1,4,0,0,1)	1	- N. C.		100 077 10	00 444 000	25 072 B/B	32 419 646	34 136 181	35,717,252
Total primary government	22,954,984	25,889,294	31,938,145	33,235,794	37,142,367	08,141,400	00,010,00	OF0,517,20	21,001,10	
Changes in net assets:	7.	46.452.030	22 171 618	19 147 932	10,151,308	6,902,475	(1,126,603)	53,270,965	3,278,090	33,436,861
Governmental activities	7269 744	7 727 456	7 401 455	3 149.916	808.055	603,586	3,580,961	1,270,897	490,372	(26,763,002)
Business-type activities	42,000,141	\$ 24 470 A86	\$ 29 573 073	\$ 22 297 848	\$ 24 770 486 \$ 29 573 073 \$ 22 297 848 \$ 10.959.363 \$ 7,506,061	\$ 7,506,061	\$ 2,454,358	2,454,358 \$ 54,541,862 \$ 3,768,462 \$ 6,673,859	\$ 3,768,462	\$ 6,673,859
Total primary government	700,017,0) T () T ()				1				

Note:

function or program is supported with its own fees and program-specific grants versus its reliance upon funding from taxes and other general revenues. Numbers in a parentheses are net expenses indicating that expenses were greater than program revenues and, therefore, general revenues were needed to finance that function or program. Numbers without parentheses are net revenues, demonstrating that program revenues were more than sufficient to cover expenses. (1) Net (expense) revenue is the difference between the expenses and program revenues. This difference indicates the degree to which a

TOWN OF LEESBURG, VIRGINIA

PROGRAM REVENUES BY FUNCTION/PROGRAM Last Ten Fiscal Years (accrual basis of accounting) (Unaudited)

					Fiscal Year June 30,	r June 30,				
Function/Program	2003	2004	2005	2006	2007	2008	2009	2010	2011	2012
Governmental activities:										
Legislative	69	ر ج		·	\$, € ?	· 69	\$ 23,606	· •>	, ↔
Planning and zoning	204,288	413,206	277,283	477,892	361,537	273,849	351,994	262,270	261,447	283,241
Public safety	1.625,874	1,277,297	1,335,885	1,705,820	1,676,521	1,617,376	1,479,645	1,575,385	1,680,331	1,487,145
Parks and recreation	2,332,896	2,870,756	2,944,816	ന	3,426,736	3,772,767	4,526,854	4,876,682	4,844,494	4,678,693
Balch Library	21,365	17,000	. '		•	•	15,500	255,000	372,994	5,500
Public works	7,046,946	15,975,830	19,832,540	18,837,665	11,363,085	4,080,476	2,655,440	61,627,617	10,011,472	12,305,317
Total governmental activities	11,231,369	20,554,089	24,390,524	24,338,494	16,827,879	9,744,468	9,029,433	68,620,560	17,170,738	18,759,896
Rusiness-tyne activities										
Airort	2.274.867	2,603,612	2,266,324	4,441,675	1,303,769	1,130,275	2,538,870	2,503,532	1,315,085	1,881,312
Utilities	19,927,034	20,342,421	19,806,789	_	15,307,781	17,907,706	22,026,341	19,931,309	21,150,348	19,190,016
Total business-type activities	22,201,901	22,946,033	22,073,113	20,368,721	16,611,550	19,037,981	24,565,211	22,434,841	22,465,433	21,071,328
Total government	\$ 33,433,270 \$ 43,500,122		\$ 46,463,637	\$ 46,463,637 \$ 44,707,215 \$ 33,439,429 \$ 28,782,449 \$ 33,594,644 \$ 91,055,401 \$ 39,636,171 \$ 39,831,224	\$ 33,439,429	\$ 28,782,449	\$ 33,594,644	\$ 91,055,401	\$ 39,636,171	\$ 39,831,224

FUND BALANCES, GOVERNMENTAL FUNDS Last Ten Fiscal Years (modified accrual basis of accounting) (Unaudited)

		Fi	iscal Year June	30,	
	2003	2004	2005	2006	2007
General Fund: Reserved Unreserved Total general fund	\$ 1,769,740 5,567,239 \$ 7,336,979	\$ 2,455,054 7,964,324 \$ 10,419,378	\$ 2,674,514 9,612,504 \$ 12,287,018	\$ 2,037,545 13,609,805 \$ 15,647,350	\$ 1,591,499 15,726,628 \$ 17,318,127
All Other Governmental Funds: Unreserved, reported in: Capital projects fund Special revenue funds Total all other government funds	\$ 4,916,177 1,900,925 \$ 6,817,102		3,971,380	\$ 14,101,892 3,960,862 \$ 18,062,754	4,088,949

*		Fi	scal Year June 3	30,	V
	2008	2009	2010	2011	2012
General Fund:					
Reserved	\$ 2,232,532	\$ 2,129,964	\$ -	\$ -	\$ -
Unreserved	14,675,549	15,868,848	-	-	-
Nonspendable	· · · · · · · · · · · · · · · · · · ·	· · · · · -	3,756,141	3,365,873	151,402
Restricted	_	-	5,711,725	5,852,078	827,452
Committed		-	1,400,000	1,400,000	-
Assigned	_	_	2,059,742	2,717,261	6,774,757
Unassigned	_	_	8,529,064	9,103,329	9,395,933
Total general fund	\$ 16,908,081	\$ 17,998,812	\$ 21,456,672	\$ 22,438,541	\$ 17,149,544
Total general fand	Ψ 10,000,000				
All Other Governmental Funds:					
Unreserved, reported in:					
Capital projects fund	\$ 13,684,106	\$ 17,946	\$ -	\$ -	\$ -
Special revenue funds	6,697,221	6,065,247	-	-	-
Committed, reported in:					
Capital projects fund	-	_	12,939,512	2,878,070	5,299,780
Assigned, reported in:					
Capital projects fund	-	-	-		945,427
Total all other government funds	\$ 20,381,327	\$ 6,083,193	\$ 12,939,512	\$ 2,878,070	\$ 6,245,207

Note:

⁽¹⁾ In fiscal year 2011, The Town implemented GASB 54, Fund Balance Reporting and Governmental Fund Type Definitions, which effectively changed the classifications used to report fund balances. The terms reserved and unreserved are no longer used to describe fund balance. Fund balance is now classified as nonspendable, restricted, committed, assigned or unassigned. Adoption of this pronouncement also resulted in special revenue funds now being accounted for as part of the Town's General Fund.

CHANGES IN FUND BALANCE, GOVERNMENTAL FUNDS Last Ten Fiscal Years (modified accrual basis of accounting) (Unaudited)

				F	isc	al Year June 3	Ю.			
		2003		2004		2005	,	2006		2007
Revenues:										
General property taxes	\$	8,722,873	\$	9,936,500	\$	11,282,678	\$	13,056,041	\$	13,527,146
Other local taxes		8,784,696		13,300,107		14,041,746	•	14,831,709	•	15,723,383
Permits, fees and licenses		3,049,254		804,774		528,334		904,354		544,017
Fines and forfeitures		246,496		295,941		276,772		408,909		414,413
Use of money and property		461,603		331,183		680,601		1,651,024		2,670,151
Charges for services		2,336,501		2,778,627		2,959,750		3,327,178		3,441,037
Contributions and proffers		-						-		0,711,007
Miscellaneous		519,356		575,930		3,284,109		566,905		540,478
Intergovernmental		5,988,544		6,226,911		6,050,709		9,985,690		6,316,664
Total revenues		30,109,323		34,249,973		39,104,699		44,731,810		43,177,289
Expenditures:										· · · · · · · · · · · · · · · · · · ·
Legislative		001.010								
Executive		231,213		267,332		416,139		1,160,599		1,136,512
Legal		2,441,878		2,477,650		3,801,866		4,047,661		3,037,734
		187,628		192,706		299,025		379,431		387,754
Planning and zoning		1,429,837		1,616,587		1,808,797		1,929,431		2,430,327
Plan review				-		-		-		-
Finance		1,630,812		1,796,403		1,880,370		1,929,461		2,231,605
Public safety		6,851,092		6,858,428		7,626,031		7,920,259		8,810,930
Parks and recreation		4,137,677		4,471,020		4,820,263		5,174,870		5,881,329
Balch Library		346,935		314,349		456,790		389,536		469,278
Public works		7,700,347		8,617,698		8,732,078		9,889,450		10,862,879
Airport		-		-				-		-
Capital projects		7,491,861		2,883,035		2,461,344		4,398,391		9,327,869
Debt service:				. ,		,		.,,		0,027,000
Principal		4,825,475		2,674,443		2,873,315		2,675,299		2,969,395
Interest and fiscal charges		2,103,052		1,784,228		1,930,130		1,862,562		2,000,143
Total expenditures		39,377,807		33,953,879		37,106,148		41,756,950		49,545,755
Evenes of various and										
Excess of revenues over										
(under) expenditures		(9,268,484)		296,094		1,998,551		2,974,860		(6,368,466)
Other financing sources (uses):										
Transfers in		14,050,077		2 746 000		0.440.500				
Transfers out				2,716,900		2,446,596		2,208,225		3,359,800
Issuance of debt		(12,236,529)		(773,900)		(855,131)		(562,930)		(1,538,263)
Proceeds of refunding bonds		E 000 540				9,190,000		-		17,850,025
Proceeds to refunded bond escrow agent		5,606,510		4,008,329		-		-		1,103,977
Premium on issuance debt		(5,780,087)		(2,633,814)		-		-		(11,022,011)
(Formatil of Issuance dept		248,788		-		106,294				-
Total other financing sources (uses), net		1,888,759		3,317,515		10,887,759		1,645,295		9,753,528
Not absence to \$ 11.1										0,100,020
Net changes in fund balances	\$	(7,379,725)	\$	3,613,609	\$	12,886,310	\$	4,620,155	\$	3,385,062
Debt service as a percentage of noncapital expenditures:									_	
Total debt service		6,928,527	\$	4,458,671	\$	4,803,445	\$	4,537,861	\$	4,969,538
Total expenditures	\$	39,377,807	\$	33,953,879	ø	27 100 440	Φ.	44 750 050	_	
Less: capital outlay	Ψ	(7,111,053)	Ψ		\$	37,106,148	\$	41,756,950	\$	49,545,755
		(7,111,053)		(3,150,882)		(3,159,233)		(4,890,383)		(7,762,053)
Noncapital expenditures	\$	32,266,754	\$	30,802,997	\$	33,946,915	\$	36,866,567	\$	41,783,702
Dobt coming as										
Debt service as a percentage of noncapital expenditures		04 1704								
or noncapital expellutures		21.47%		14.47%		14.15%		12.31%		11.89%

Table 5 Page 2

		Fiso	:al `	Year June 30,			
	2008	2009		2010		2011	2012
	40.447.007. (40.000.005	ተ	10 060 461	¢	12 502 008	\$ 12,854,369
\$	· · · · · · · · · · · · · · · · · · ·		•		\$	12,503,998 15,585,903	16,981,945
	16,742,288	16,761,293		16,866,584		432,971	435,554
	413,676	500,858		437,125		576,328	482,049
	326,047	364,573		402,164		686,183	514,491
	2,261,267	1,156,355		440,731			4,689,237
	3,786,888	4,439,527		4,879,989		4,796,131	
		18,500		2,139,318		1,853,390	342,739
	3,783,391	2,902,824		993,681		1,086,819	901,963
	6,761,670	5,264,490		9,170,344		8,715,734	12,354,864
	47,492,494	44,331,255		47,693,397		46,237,457	49,557,211
	1,106,290	1,039,363		1,103,242		919,953	960,836
	3,406,632	3,543,409		3,395,350		3,431,910	3,127,240
	400,430	364,257		411,839		401,794	412,454
	2,393,972	1,541,570		1,720,029		1,938,591	1,382,400
	2,000,012	1,757,767		1,679,684		1,566,111	1,248,341
	2,341,358	2,388,845		2,360,863		2,252,013	2,073,242
	9,623,503	10,186,786		11,140,380		10,883,307	11,262,769
	6,557,497	7,065,803		7,418,434		7,321,436	6,916,341
	488,190	517,850		457,606		449,682	454,610
	11,367,908	11,377,958		11,456,058		11,385,261	11,590,650
	11,307,300	11,011,500				-	2,444
	11,259,727	14,724,486		8,458,203		11,072,955	9,673,741
	3,224,456	3,207,919		3,156,627		3,187,341	8,184,465
	2,138,018	2,048,205		2,256,417		2,523,094	2,544,404
	54,307,981	59,764,218		55,014,732		57,333,448	59,833,937
	34,007,001	00,701,210					
_	(6,815,487)	(15,432,963)		(7,321,335)		(11,095,991)	(10,276,726)
	3 660 720	2,887,982		2,730,718		3,687,699	2,648,127
	3,660,720			(528,866)		(1,671,281)	(3,206,258)
	(1,650,991)	(662,422)		22,540,000		(1,011,1,001)	8,253,567
	5,000,000	-		22,010,000		-	10,251,077
	•	-		(7 428 000)		_	(10,980,442)
	-	•		(7,428,090) 321,752		_	1,388,795
-				02 1,7 02			1,000,120
	7,009,729	2,225,560		17,635,514		2,016,418	8,354,866
_				40.044.470		(0 070 F79)	m (4 004 060)
\$	194,242	\$ (13,207,403)	\$	10,314,179	5	(9,079,573)	\$ (1,921,860)
c		¢ 5 256 12 <i>A</i>	æ	5,413,044	\$	5,710,435	\$ 10,728,869
_9	5 5,362,474	\$ 5,256,124	Ψ	J, 13,074	Ψ	0,1 10,100	+ 101.201000
9	54,307,981	\$ 59,764,218	\$	55,014,732	\$	57,333,448	\$ 59,833,937
_	(13,349,968)	(14,847,451)		(8,290,088)		(10,821,569)	(9,801,397)
-	40,958,013	\$ 44,916,767	<u>\$</u>	46,724,644	\$	46,511,879	\$ 50,032,540
	13.09%	11.70%		11.58%		12.28%	21.44%
=							

Table 5 Page 3

CHANGES IN FUND BALANCES, GOVERNMENTAL FUNDS (CONTINUED)
Last Ten Fiscal Years
(modified accrual basis of accounting)
(Unaudited)

Notes:

- (1) For the year 2003, the amount used for capital outlay was obtained from the increase to the General Fixed Asset Account Group, which is no longer used under the new reporting model. For fiscal years 2004 through 2012, the amounts used for capital outlay were obtained from the Reconciliation of the Statement of Revenues, Expenditures, and Changes in Fund Balance of Governmental Funds to the Statement of Activities.
- (2) Prior to the adoption of GASB Statement No. 34, the Town did not capitalize additions to or major repairs of infrastructure assets. Therefore, for fiscal year 2003, additions to infrastructure were not subtracted from total expenditures to calculate the debt service as a percentage of noncapital expenditures.

TOWN OF LEESBURG, VIRGINIA

TAX REVENUES BY SOURCE, GOVERNMENTAL FUNDS Last Ten Fiscal Years (modified accrual basis of accounting) (Unaudited)

			- 1													
			Totals	000 000	4 ZU,UD 1,003	23,231,607	25,324,424	27,887,750	29,250,529	30,159,555	29,684,128	29,230,045	30,343,797	32,044,406	60 73%	20:00
			Other	41	4 1/0,039	206,108	162,628	173,469	166,904	164,250	160,276	213,782	167,538	143,323	48. 4.0%	20.170
	Motor	Vehicle	Licenses	FC0 FC0	4071104	696,918	477,593	751,405	695,848	754,651	779,781	781,127	792,369	812,863	24 40%	21.17
	Business and	Occupational	Licenses	0 0 0	1,303,000	2,087,754	2,402,667	2,462,835	2,395,850	2,544,890	2,669,812	2,708,180	2,880,044	2,860,659	707	44.11.0
		Transient	Occupancy	÷ 44.1	007,114	556,151	675,205	678,470	803,554	681,540	595,434	567,223	628,452	661,939	58 8.40/	0.000
			Meals		970,041,7	2,473,345	2,767,277	2,900,832	3,189,314	3,198,750	3,327,374	3,326,332	3,672,760	4,418,067	70 10 10 10	100.9
			Cigarette		/0C,10C +	1,065,875	1,045,229	1,017,042	925,725	871,299	860,595	805,298	872,047	1,133,071	7000	94.0370
		Bank	Franchise	6	₩ 323,900	357,555	376,799	527,109	523,776	464,023	575,105	763,421	734,655	791,656	400	123.0376
	Communication	Sales and	Use	ŧ	, D	,	τ	•	1,064,590	2,482,642	2,255,703	2,265,108	2,253,896	2,208,092	404	107.41%
	_	Sales	and Use	0 7 0 0	4 7,534,340	3,530,722	3,781,317	3,832,615	3,928,453	4,085,457	3,972,769	3,841,961	4,158,970	4,509,128	/878 63	23.07%
		Cable TV	Franchise	0000	4 230,039	321,855	285,519	335,136	187,913	42,071	77,164	104,425	136,471	155,894	94	-34.0.1%
			Utility		1,841,121	1,998,824	2,067,512	2,152,796	1,841,456	1,452,715	1,487,280	1,489,727	1,542,597	1,495,345	7000	- 10.70
General	Property	Including Interest	and Penalty	010	8,122,813	9,936,500	11,282,678	13,056,041	13,527,146	13,417,267	12,922,835	12,363,461	12,503,998	12,854,369	900	47.35%
		Fiscal Year In	June 30,		2003	2004	2005	2006	2007	2008	2009	2010	2011	2012	Change	2003-2012
			•													

Note:

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Effective January 1, 2007, Cable TV Franchise Tax and Consumer Utility Tax from telephone services are remitted to the VA Department of Taxation and then distributed to the Town on a monthly basis. Revenue received after January 1, 2007 for these revenue sources are recognized in "other." Beginning in fiscal year 2011, this tax is now accounted for as state intergovernmental revenue. Ξ

TOWN OF LEESBURG, VIRGINIA

ASSESSED VALUE AND ESTIMATED ACTUAL VALUE OF TAXABLE REAL PROPERTY Last Ten Tax Years (Unaudited)

2003 \$ 3,444,254,600 726,891,900 81,52 2004 4,352,319,759 856,160,300 78,88 2005 5,795,382,450 1,069,788,100 92,22 2007 5,511,505,030 1,208,117,300 10,46 2008 5,131,033,763 1,385,297,600 106,30 2009 4,178,757,280 1,450,034,838 108,15 2010 4,099,937,100 1,450,675,2200 109,69 2011 4,225,241,300 1,450,475,800 109,44		Assessed Value	Assessed Value	Percent Change	Total Direct Tax Rate	Taxable Value	Value as a Percentage of Actual Value
3,444,254,600 726,891,900 4,352,319,759 856,160,300 5,795,382,450 1,069,788,100 5,511,505,030 1,208,117,300 1 5,131,033,763 1,385,297,600 1 4,178,757,280 1,450,034,838 1 4,099,937,100 1,457,252,200 1 4,225,241,300 1,457,800 1 4,344,339,200 1,458,178,700 1	φ,	\$ 3.661.931.906	\$ 3.661.931.906	15.4%	\$ 0.22	\$ 3 661 931 906	100%
4,352,319,759 856,160,300 5,795,382,450 1,069,788,100 5,511,505,030 1,208,117,300 1,31,033,763 1,385,297,600 1,4178,757,280 1,450,034,838 14,099,937,100 1,457,252,200 1,4525,241,300 1,456,475,800 1,4344,339,200 1,458,178,700 11	81,530,419 479,727,000	4,732,403,919	4,252,676,919			4.252.676.919	100%
5,795,382,450 1,069,788,100 5,511,505,030 1,208,117,300 1 5,131,033,763 1,385,297,600 1 4,178,757,280 1,450,034,838 1 4,099,937,100 1,457,252,200 1 4,225,241,300 1,457,258,800 1 4,344,339,200 1,458,178,700 1	78,883,670 490,852,500	5,778,216,229	5,287,363,729	24.3%	0.21	5,287,363,729	100%
5,511,505,030 1,208,117,300 1 5,131,033,763 1,385,297,600 1 4,178,757,280 1,450,034,838 1 4,099,937,100 1,457,252,200 1 4,225,241,300 1,457,265,200 1 4,344,339,200 1,458,178,700 11	92,228,313 573,376,500	7,530,775,363	6,957,398,863	31.6%	0.18	6,957,398,863	100%
5,131,033,763 1,385,297,600 1 4,178,757,280 1,450,034,838 1 4,099,937,100 1,457,252,200 1 4,225,241,300 1,450,475,800 1 4,344,339,200 1,458,178,700 1	01,465,225 685,382,800	7,506,470,355	6,821,087,555	-2.0%	0.18	6,821,087,555	100%
4,178,757,280 1,450,034,838 11 4,099,937,100 1,457,252,200 11 4,225,241,300 1,450,475,800 11 4,344,339,200 1,458,178,700 11	06,302,605 746,271,100	7,368,905,068	6,622,633,968	-2.9%	0.18	6,622,633,968	100%
4,099,937,100 1,457,252,200 11 4,225,241,300 1,450,475,800 11 4,344,339,200 1,458,178,700 11	08,156,220 777,473,500	6,514,421,838	5,736,948,338	-13.4%	0.195	5,736,948,338	100%
4,225,241,300 1,450,475,800 11 4,344,339,200 1,458,178,700 11	09,697,434 725,232,500	6,392,119,234	5,666,886,734	-1.2%	0.195	5,666,886,734	100%
4,344,339,200 1,458,178,700 10	09,444,884 817,713,100	6,602,875,084	5,785,161,984	2.1%	0.195	5,785,161,984	100%
	06,547,458 811,703,300	6,720,768,658	5,909,065,358	2.1%	0.195	5,909,065,358	100%
Notes:							

(3) The tax rate presented here is for real property only, as personal property assessments are not a major revenue source.

(1) Real and personal property tax assessments are made by the Loudoun County Assessor's Office and the Commissioner of the Revenue for the County of Loudoun, Virginia for current use of the County and Town property. Real and personal property taxes of public service corporations are assessed by the State Corporation Commission.

DIRECT AND OVERLAPPING PROPERTY TAX RATES Last Ten Tax Years (Unaudited)

			Tax Rate	s - To	wn	T	ax Rates	s - Co	unty	Tax	x Rates -	Comi	oined
		F	Real	Per	sonal	F	Real	Pe	rsonal	F	Real	Per	sonal
_	Tax Year	Pro	operty	Pro	perty	Pro	perty	Pro	operty	Pro	perty	Pro	perty
				_		_		_		_			
	2003	\$	0.22	\$	1.00	\$	1.11	\$	4.20	\$	1.33	\$	5.20
	2004		0.22		1.00		1.11		4.20		1.33		5.20
	2005		0.21		1.00		1.04		4.20		1.25		5.20
	2006		0.18		1.00		0.97		4.20		1.15		5.20
	2007		0.18		1.00		0.96		4.20		1.14		5.20
	2008		0.18		1.00		1.14		4.20		1.32		5.20
	2009		0.195		1.00		1.245		4.20		1.44		5.20
	2010		0.195		1.00		1.300		4.20		1.50		5.20
	2011		0.195		1.00		1.285		4.20		1.48		5.20
	2012		0.195		1.00		1.235		4.20		1.43		5.20

Notes:

- (1) These rates are per \$100.00 of assessed value for real estate and personal property.
- (2) The Commonwealth of Virginia has no limitations on local tax rates.
- (3) Real property taxes are due in semi-annual installments by June 5 and December 5, and become delinquent thereafter.
- (4) No discounts are allowed for early payment.
- (5) Residents of incorporated towns in the Commonwealth of Virginia are subject to real property and personal property taxes levied by the town and the county where they reside.
- (6) The assessed values of all real estate components are taxed at the same rate.

TOWN OF LEESBURG, VIRGINIA

PRINCIPAL PROPERTY TAXPAYERS Current Year and Nine Years Ago (Unaudited)

		2012				2003	
			Percentage of Total Town				Percentage of Total Town
	Taxable		Taxable		Taxable		Taxable
	Assessed		Assessed		Assessed		Assessed
Taxpayer	Value	Rank	Value		Value	Rank	Value
Carlyle/Cypress Leesburg LLC	\$ 137,770,300	-	2.33%	69	ı		,
Chelsea GSA Realty	131,365,500	7	2.22%		73,266,400	-	2.00%
Battlefield FE LP	49,073,100	က	0.83%				•
Windsor at Fieldstone Ltd Partnership	45,705,400	4	0.77%		28,423,400	4	0.78%
C H Realty III/Battlefield LLC	44,919,300	ιΩ	0.76%		1		1
F R Leesburg Plaza LP	39,214,700	9	%99.0		ı		•
Fund IX CB Leesburg LLC	34,255,300	7	0.58%		•		•
NA Properties Inc	31,197,200	∞	0.53%		1		1
Potomac Station (E&A) LLC	28,856,600	თ	0.49%		ı		,
Fort Evans Plaza Ltmd Partnership	26,738,900	10	0.45%		19,264,900	6	0.53%
Verizon	•		,		34,459,427	7	0.94%
Dominion Virginia Power	r		,		33,016,269	က	%06.0
Edwards Ferry LP	•		•		25,457,800	2	0.70%
Arcadia Development	ŀ		•		22,107,800	ပ	%09.0
GRK Battlefield LLC	•		1		22,103,800	7	%09.0
A S N Multifamily LP	•		•		21,166,300	∞	0.58%
Leesburg Plaza	E .		1		19,898,300	တ	0.54%
Total	\$ 569,096,300		9.63%	မှ	299,164,396		8.17%

Note:

(1) 2012 Taxable Assessed Value is calculated for the tax year. However, 2003 is calculated on the fiscal year.

REAL PROPERTY TAX LEVIES AND COLLECTIONS Last Ten Calendar Years (Unaudited)

Collected Within the

				Calendar Yea	r of the Levy				Total Collecti	ons to Date
Calendar Year		Taxes Levied for the Calendar Year		Amount	Percentage of Levy		llections in ubsequent Years		Amount	Percentage of Levy
2003		\$ 7,795,387	\$	7,289,322	93.51%	\$	506,065	\$	7,795,387	100.00%
2004		9,007,103	Ψ	8,598,753	95.47%	Ψ	408,538	Ψ	9.007.291	100.00%
2005		10,819,039		10,118,996	93.53%		700,043		10,819,039	100.00%
2006		12,057,479		11,869,671	98.44%		187,808	•	12,057,479	100.00%
2007		11,691,741		11,459,214	98.01%		232,146		11,691,360	100.00%
2008		11,290,166		11,149,611	98.76%		140,555		11,290,166	100.00%
2009		10,538,879		10,449,784	99.15%		87,105		10,536,889	99.98%
2010		10,452,500		10,310,140	98.64%		134,060		10,444,200	99.92%
2011		10,739,348		10,524,694	98.00%		167,262		10,691,956	99.56%
2012	(1)	11,037,430		5,541,034	50.20%		-		5,541,034	50.20%

Note:

⁽¹⁾ The amounts for 2012 reflect only the first half of the collections. The second half is due December 5.

TOWN OF LEESBURG, VIRGINIA

RATIOS OF OUTSTANDING DEBT BY TYPE AND GENERAL BONDED DEBT OUTSTANDING Last Ten Fiscal Years

(Unaudited)

General	Bonded	Debt	Outstanding	Debt	Per	Capita	\$ 1.429	1 325	220,1	1,458	2,783	2,880	2,863	2,758	3,162	2,720	2,818	
			Percentage of	Actual Taxable	Value of	Property	1.31%	1 08%	200:	0.98%	1.51%	1.60%	1.65%	1.83%	2.16%	2.04%	2.08%	
General	Bonded	Debt	Outstanding	General	Obligation	Bonds	\$ 47.836.125	46.079.753	20.00	52,079,305	105,151,324	109,458,728	109,295,096	104,853,887	122,583,640	118,045,309	122,725,212	
				Debt	Per	Capita	\$ 2.369	2216	017,7	2,308	3,217	3,195	3,148	2,983	3,065	2,864	2,914	
			Percentage of	Per Capita	Personal	Income	5.88%	5 23%	0.52.0	4.93%	6.26%	5.94%	5.61%	5.39%	5.77%	5.29%	5.25%	
				Total	Primary	Government	\$ 79.295.227	77 051 078	0.0'-00'-	82,437,672	117,482,319	121,418,196	120,168,365	114,260,212	130,459,947	124,327,884	126,930,109	
		ness-Type	ties	General	Obligation	Bonds	\$ 8.266.007	7.616.010	0.000	6,951,618	62,668,859	61,995,928	60,451,545	59,218,255	63,712,373	62,361,383	62,809,593	
		Busines	Activities		Revenue	Bonds	\$ 31.059.421	30 751 402	104.101.00	30,358,367	12,330,995	11,959,468	10,873,269	9,406,325	7,876,307	6,282,575	4,204,897	
					Capital	Leases	\$ 359,681	170.833	200,0		t	1	1	ı	,	,	F	
		Governmental	Activities		Note	Payable	\$ 40.000	000007	40,00	,	•	,	,	•	•		•	
		g		General	Obligation	Bonds	\$ 39.570.118	38 462 843	040/104,00	45,127,687	42,482,465	47,462,800	48,843,551	45,635,632	58,871,267	55,683,926	59,915,619	
			•	1	Fiscal Year	June 30,	2003	5007	4007	2005	2006	2007	2008	2009	2010	2011	2012	_

Notes:

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(1) Details regarding the Town's outstanding debt may be found in the notes to the financial statements.

(2) Population and personal income data can be found in Table 15.

(3) See Table 7 for property value data.

(4) The outstanding amounts of the bonds are presented exclusive of any premiums, discounts and losses due to refundings.

DIRECT AND OVERLAPPING GOVERNMENTAL ACTIVITIES DEBT Year Ended June 30, 2012 (Unaudited)

Governmental Unit	Debt Outstanding	Estimated Percentage Applicable	Estimated Share of Overlapping Debt
Loudoun County, Virginia	\$ 1,036,939,281	10.33%	\$ 107,115,828
Town Direct Debt			59,915,619
Total direct and overlapping debt			\$ 167,031,447

Notes:

- (1) Overlapping debt is not bonded debt of the Town on either a direct or contingent basis, but represents the share of debt of overlapping governmental entities which the residents of the Town are obligated to pay through direct tax levies and charges for services of these respective governmental entities. The debt of Loudoun County, Virginia is a direct general obligation debt of the County which provides facilities that benefit all County residents including those of incorporated towns.
- (2) The percentage of overlapping debt applicable is estimated using taxable assessed real property values. Applicable percentages were estimated by determining the portion of the Town's taxable assessed value that is within the government's boundaries and dividing it by the County's taxable assessed value.

LEGAL DEBT MARGIN INFORMATION Last Ten Fiscal Years (Unaudited)

						Fiscal Year June 30,	June 30,				
		2003	2004	2005	2006	2007	2008	2009	2010	2011	2012
Debt limit	↔	366,193,191	366,193,191 \$ 413,188,582	\$ 525,204,154	\$ 698,592,661	\$ 682,108,756	\$ 662,263,397	\$ 573,694,834	\$ 525,204,154 \$ 698,592,661 \$ 682,108,756 \$ 662,263,397 \$ 573,694,834 \$ 566,688,673 \$ 578,516,198 \$ 590,906,536	\$ 578,516,198	\$ 590,906,536
Total net debt applicable to limit		39,570,118	38,462,843	45,127,687	42,482,465	47,462,800	48,843,551	45,635,632	58,871,267	55,683,926	59,915,619
Available legal debt margin	()	326,623,073	326,623,073 \$ 374,725,739	\$ 480,076,467	\$ 656,110,196	\$ 634,645,956	\$ 613,419,846	\$ 528,059,202	\$ 480,076,467 \$ 656,110,196 \$ 634,645,956 \$ 613,419,846 \$ 528,059,202 \$ 507,817,406 \$ 522,832,272 \$ 530,990,917	\$ 522,832,272	\$ 530,990,917
Total net debt applicable to the limit as a percentage of debt limit		10.81%	9.31%	8.59%	6.08%	6.96%	7.38%	7.95%	10.39%	9.63%	10.14%
Legal debt margin calculation for fiscal year 2012 Assessed value of real estate		\$ 5,909,065,358			Summary of outstanding debt: Gross bonded debt	nding debt:	\$ 126,930,109				
Debt limit (10% of assessed value)	₩,	590,906,536			Less: enterprise debt	<u>.</u>	67,014,490				
Debt applicable to limit: Net direct debt outstanding		59,915,619		٠	General obligation debt	debt	\$ 59,915,619				
4 Available legal debt margin	69	\$ 530,990,917									

Note:

(1) Section 15.1-176 of 1950 Code of Virginia, as amended, limits to 10% the assessed valuation of the real estate subject to taxation as the amount of debt which can be issued by the Town. Debt includes any bonds or other interest bearing obligations including existing indebtedness. Excluded from the debt margin calculation are bonds payable from enterprise funds issued under Article VII Section 10(a)(2) of the Constitution of Virginia.

547,952

227,270

209,252

167,270

0.73

2.62

TOWN OF LEESBURG, VIRGINIA

BOND COVERAGE Last Ten Fiscal Years (Unaudited)

2011

2012

						A	irpo	rt Fund				
Fiscal Year June 30,		Airport Service Charges		perating xpenses		Net Available Revenue		Principal	De	ebt Service	 Total	Coverage
Julie 30,		Onarges		хропосо		KOVONGO		moipai			 	
2003	\$	868,311	\$	442,950	\$	425,361	\$	171,777	\$	262,527	\$ 434,304	0.98
2004	•	867,739	•	549,155	·	318,584		203,075		228,476	431,551	0.74
2005		912,585		593,997		318,588		205,713		235,680	441,393	0.72
2006		913,391		558,475		354,916		229,088		217,737	446,825	0.79
2007		866,255		715,744		150,511		214,417		165,427	379,844	0.40
2008		977,572		713,682		263,890		260,396		192,786	453,182	0.58
2009		920,322		784,219		136,103		192,513		179,348	371,861	0.37
2010		716,920		652,983		63,937		191,795		198,935	390,730	0.16

399,942

596,294

692,630

586,072

1,092,572

1,182,366

338,700

60,000

				U	tilities Fund			
	-	Utility	_	Net		D-140i		
Fiscal Year		Service	Operating	Available		Debt Service		
June 30,		Charges	Expenses	Revenue	Principal	Interest	Total	Coverage
2003	\$	19,538,112	\$ 7,675,843	\$ 11,862,269	\$ 1,467,401	\$ 1,745,030	\$ 3,212,431	3.69
2004		19,335,408	7,709,490	11,625,918	879,899	1,776,894	2,656,793	4.38
2005		17,011,225	8,170,669	8,840,556	975,918	1,743,788	2,719,706	3.25
2006		14,807,353	8,972,607	5,834,746	1,757,438	2,321,601	4,079,039	1.43
2007		16,001,587	9,148,988	6,852,599	936,674	2,960,168	3,896,842	1.76
2008		16,308,332	10,395,918	5,912,414	1,960,097	2,900,936	4,861,033	1.22
2009		20,036,243	10,604,076	9,432,167	2,507,721	2,795,787	5,303,508	1.78
2010		15,878,286	10,278,205	5,600,081	2,665,601	2,751,430	5,417,031	1.03
2011		16,434,880	10,140,178	6,294,702	2,606,022	2,851,913	5,457,935	1.15
2012		17,110,830	10,282,888	6,827,942	2,050,000	2,705,326	4,755,326	1.44

Notes:

- (1) Utility service charges include all revenues of the fund except gains on sales of capital assets, developer donated assets, capital grants, and transfers in.
- (2) Airport service charges include all revenues of the fund except gains on sales of capital assets, developer donated assets, capital grants, and transfers in.
- (3) Operating expenses are exclusive of depreciation and amortization, interest expense, losses on sales of capital assets, and transfers out.
- (4) In 2006, the Utilities Fund principal payments do not include outstanding principal paid for defeasance of debt of \$17.585 million. The fund does not include the principal payment of \$870,000 paid at June 30 that was due July 1, 2006. Interest does not include the deferred loss written off during the year.

DEMOGRAPHIC AND ECONOMIC STATISTICS Last Ten Fiscal Years (Unaudited)

				(2)	
		(2)	١	Per Capita	(3)
Fiscal Year	(1)	Personal		Personal	Unemployment
 June 30,	Population	 Income		Income	Rate
2003	35,512	\$ 1,347,414,070	\$	37,943	3.80%
2004	37,390	1,472,434,890		39,380	3.10%
2005	39,265	1,671,990,737		42,582	2.50%
2006	40,447	1,876,259,965		46,388	2.20%
2007	41,188	2,043,223,260		49,607	2.00%
2008	41,366	2,141,657,995		51,773	2.80%
2009	41,796	2,118,670,354		50,691	4.80%
2010	42,616	2,262,270,360		53,085	4.70%
2011	43,406	2,351,742,775		54,180	4.20%
2012	43,556	2,415,994,049		55,468	3.80%

Notes:

- (1) Population numbers came from the Loudoun County Department of Management and Financial Services, October 2010 estimate series and US Census Bureau Census 2000.
- (2) Per capita and personal Income information is not maintained for towns in Virginia. The amounts used here are for the County of Loudoun, Virginia, which the Town lies within. Information for per capita personal income is sourced from the Bureau of Economic Analysis' April 25, 2012 release for 2000 to 2010 and the Loudoun County Department of Management and Financial Services forecasts for 2011 to 2012. Personal income is sourced from the Loudoun County Department of Management and Financial Services.
- (3) Unemployment rates are available for some towns in Virginia., including Leesburg. The information provided is sourced from the Bureau of Labor Statistics, Local Area Unemployment Statistics, November 2, 2012, month of June each year.

PRINCIPAL EMPLOYERS Current Year and Six Years Ago (Unaudited)

	2012			2006 (1)
Employer	Employees	Rank	Percentage of Total Employment	Employees	Rank
Loudoun County Government	2,000-2,500	1	12%	1,000-1,500	2
Loudoun County Public Schools	1,500-2,000	2	9%	1,500-2,000	1
Federal Aviation Administration	500-1,000	3	3%	500-1,000	3
Town of Leesburg	500-1,000	4	3%	250-500	4
Mastec Services	250-500	5	2%	-	-
Wegmans	250-500	6	2%	-	
Target	250-500	7	1%	-	-
Costco	100-250	8	1%	250-500	5
K2M	100-250	9	1%	-	-
Home Depot	100-250	10	1%	-	-
Walmart	-	-		100-250	10
Giant Food	-	-		100-250	7
Southern Electric	-	-		250-500	6
Draper & Goldberg	-	-		100-250	8
Tuscarora Title	-	-		100-250	9

Note:

(1) Information was not maintained for towns prior to 2006 and percentage of total employment for 2006.

Sources: Town of Leesburg Economic Development Department

TOWN OF LEESBURG, VIRGINIA

FULL-TIME EQUIVALENT TOWN GOVERNMENT EMPLOYEES
BY FUNCTION/PROGRAM

Last Ten Fiscal Years (Unaudited)

				Fisca	Fiscal Year June 30	30,				
Function/Program	2003	2004	2005	2006	2007	2008	2009	2010	2011	2012
enislative:										
Clerk of council	2.0	2.0	2.0	2.0	2.0	2.0	1.5	7.5	1.0	1.0
Executive:							,	1	•	(
Town manager	0.9	6.0	6.0	6.0	6.0	0.9	6.5	8.5	9.0	6.0
Human resources	5.0	0.9	7.0	8.0	8.0	10.5	9.5	7.5	6.5	4.0
Information technology	5.0	5.0	5.0	5.0	5.0	6.0	0.9	0.0	6.0	5.0
Fronomic development	3.0	3.0	3.0	3.0	3.0	3.0	4.0	2.0	2.0	2.0
Capital projects management	1		6.5	7.0	9.0	9.0	10.0	11.0	10.0	10.6
Legal:							,	1	((
Town attorney	2.0	1.5	1.5	1.5	2.0	2.0	2.6	3.0	3.0	3.0
Community Development:								•	9	Ċ
Plan review	•		1	ı	,	ı	13.0	14.0	12.0	9.0
Planning & zoning	21.0	20.0	21.0	23.0	23.0	23.0	16.0	16.0	16.0	11.0
Finance	17.0	16.0	19.0	20.0	19.5	19.5	19.5	19.5	19.5	17.8
Public safety	77.0	80.0	85.0	92.0	93.0	95.0	0.96	98.0	101.0	101.0
Engineering and public works:										
Engineering	18.0	18.0	15.0	16.0	13.0	13.0	7.0	6.0	6.0	4.0
Administration	5.0	5.0	4.5	5.0	5.0	5.0	4.0	4.0	4.0	4.0
Traffic management and street lights	•	•	1	,	3.0	3.0	3.0	3.0	3.0	3.0
Street maintenance	26.0	26.0	30.0	30.0	30.0	30.0	30.0	30.0	30.0	28.0
Parking meters and lots	1.0	1.0	r	•	•	•	ı	•		,
Building maintenance	3.0	3.0	3.0	4.0	4.0	4.0	4.0	4.0	4.0	4.0
Fourier maintenance	5.0	5.0	5.0	6.0	6.0	6.0	6.0	0.9	6.0	6.0
Parks, recreation and cultural	72.25	74.15	74.15	91.6	95.1	96.8	109.8	112.2	111.0	105.1
Balch Library	4.93	4.93	4.93	5.6	6.0	6.0	6.2	6.2	6.2	5.2
Utilities:								i	ļ	,
Administration	7.0	7.0	7.0	7.0	7.0	7.0	7.0	7.0	0.7	0.
Utility lines (maintenance)	27.0	29.0	31.0	31.0	31.0	31.0	35.0	35.0	35.0	33.0
Water supply	15.0	16.6	17.6	17.6	17.0	17.0	17.0	17.0	15.5	15.5
Iffility maintenance	4.0	4.0	5.0	5.0	5.0	5.0	•	•		1
Water nollution control	23.0	25.0	27.0	27.0	26.0	26.0	26.0	25.0	23.0	22.0
Airnort	4.0	5.0	5.0	5.0	5.0	4.0	4.0	4.0	4.0	3.0
Total	353.2	363.2	385.2	418.3	423.6	429.8	443.6	446.4	440.7	410.3

Source: Town of Leesburg Fiscal Year Budgets

Note:

(1) Plan review department established in fiscal year 2009. Employees were transferred from planning and zoning and public works.

TOWN OF LEESBURG, VIRGINIA

OPERATING INDICATORS BY FUNCTION/PROGRAM Last Ten Calendar Years (Unaudited)

Function/Program	2003	2004	2005	2006	2007	2008	2009	2010	2011	(1) 2012
Police: Calls for service Adult arrest Juvenile arrest Speeding citations only Traffic citations	49,749 1,448 405 1,469 3,473	52,298 1,664 339 1,395 3,531	52,039 1,669 339 1,396 4,038	56,682 1,562 342 1,660 6,244	54,438 1,510 289 1,433 5,547	56,786 1,400 155 1,525 6,238	54,235 1,324 220 1,570 5,751	45,236 1,302 286 1,636 7,328	50,832 1,468 319 1,662 6,795	38,170 994 202 1,354 4,892
Administration: Applications processed (full and part-time) Positions advertised (full and part-time) New hires (full and part-time) Reportable accidents All town training sessions	2,432 161 148 -	2,607 175 141	2,300 49 200 -	1,745 50 115 37 22	2,262 44 187 55 20	2,106 49 165 24 45	1,983 9 98 25 27	1,244 16 133 76	1,712 42 130 37 20	1,607 70 137 50 30
Public service: Garbage collected (ton) Recycle collected (ton)	13,462 4,738	16,883 5,631	19,880 7,624	20,039 7,956	20,662 6,460	21,105 7,096	17,407	16,829 8,396	18,024 9,776	14,834 8,371
Parks and recreation: Recreation program attendance Aquatics program attendance	1 1	1 1	1 1	9,324 5,492	12,968 6,374	18,682 5,989	13,901 7,915	15,161	23,306 9,902	17,218 8,154
Utilities: New water connections New wastewater connections Average daily water consumption (mgd) Average daily sewage treatment (mgd)	917 917 3.80 4.15	896 896 4.07 3.58	606 606 4.40 3.70	513 513 4.40 3.59	90 90 4.64 3.71	100 100 4.21 4.99	93 93 4.22 4.40	67 67 4 5	99 85 4.3 88	94 89 4.4 94.9
Airport: Number of hangers rented Number of tiedowns rented Number of incidents on airport property	51 146 11	51 3 3	146 2	51 146 2	50 146 -	40 108 3	125	122	57 120 1	57 120 1

Note:

(1) Through October 15.

Source: Various Town departments

TOWN OF LEESBURG, VIRGINIA

CAPITAL ASSET STATISTICS BY FUNCTION/PROGRAM Last Ten Fiscal Years

(Unaudited)

•			1000	Fisca	Fiscal Year June 30	2008	2009	2010	2011	2012
Function/Program	2003	2004	5002	SUUS	7007	2000	2007			
Police protection:	•	*	**	•	-	•	τ	Ψ-		-
Number of stations	-	-	wa.	-	-	•				
Streets:	,	*	Ç	5	5	£.	4	<u>1</u>	15	15
Primary (miles)	11	- :	7 6	4 c	- 1 6	9 6	6	9	9	92
Secondary (miles)	75	98	ğ	0	8 6	2 5	- 5	. נ	ŭ	52
Traffic signals	58	32	34 8	32	36	4.2	D 4 1	2	2 10 0	2 200
Number of street lights	1,809	1,855	1,905	1,970	2,070	2,179	2,479	2,614	7,034	2,700
Dorke and recreation:								6	Č	264
rains and recipeation.	361	361	361	361	361	361	361	361	30	100
Farks - number of acres	- u	265	265	265	265	265	265	265	265	765
Major parks - number of acres	207	3 %	2 2	90	96	96	96	96	96	96
Neighborhood parks - number of acres	S '	S, «	8 6	9 4	3 (4	. "	Œ	9	ထ	9
Baseball/softball diamonds	ගු	œ	ο ·	ο·	0 0) r	. "	er.	m
Societ/football fields	4	4	4	4	מי	ή,	· •	7 -	> <	> <
Occupation Courts	4	4	4	4	4	4	₹	4 ;	+ ;	t ;
Basketball coults		7	7	7	7	7	-	_	~	11
Tennis courts	- 1	~ ₹	- *	. •		6	ന	က	ო	ന
Swimming pools		- 1	- 1	- 1	į	1 (4	ı LC	ıc	ťΩ	ιΩ
Parks with playground equipment	S	S.	Ω	n	ο (9 0	`	> <	. 4	4
Displications	4	4	ιO	ιΩ	Q	Q	4	† ,	t v	•
	~	•	τ-	_		•	-	-	-	-
Community centers	•	•								
Balch Library:	•	•	•	*	•	τ-	•	Ψ-	~	-
Facilities		-	- !	- 6	- 0	71.	27 404	700 11	59 423	61 377
Volumes	9,109	10,006	11,268	28,380	30,029	4/4/5	57,134	1.77	1	
14/24011									•	•
אַלְּמִוּטוֹי,	C.	m	~	_	~	~	~	_	<u> </u>	- !
Wells	0 0	0 66	202	205	206	208	209	215	218	217
Water lines (miles)	202	203	202	000	9 6	0000	777	2367	2.459	2,589
Fire hydrants	2,056	2,129	2,178	2,200	4,434	4,004	ין מין	200) 	C 80
Chromy which control of	S	5	Ŋ	5	ည	C)	0.0	0 1	0.00	5 6
Storage capacity (Ingu)	770	12 110	13 716	14 229	14.785	15.035	15,120	15,142	15,159	15,292
Number of customers	+17'71	2.	2			•				
Sewers:	Ī	0	77	171	172	171	172	175	169	172
Sanitary sewers (miles)	10/	00	2	- 6	- 4	107	120	134	134	134
Storm sewers (miles)	•	•	•	115.0	3	171	1	- 0	7170	15 2/7
Number of customers	12,214	13,110	13,716	14,229	14,953	15,139	15,155	15,039	071.61	5.5
Airport:	1	Ĭ	ñ	7	Ţ.	41	4	57	22	25
Hangers	51	ົດ	ō ;	5 5	- 6	7	131	133	122	120
Tie-downs	146	146	146	146	140	2	2	3		

Note:

(1) Prior to 2006 the storm sewer miles were not maintained by the Town of Leesburg.

Source: Various Town departments

^{*}Includes 21 acres of leased property (tzaak Walton Park) that the Town maintains and runs as a park.



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COMPLIANCE SECTION

SCHEDULE OF EXPENDITURES OF FEDERAL AWARDS Year Ended June 30, 2012

rear Ended June 30, 2012	Doog Through		
Federal Grantor/Pass-Through Grantor Program Title	Pass-Through Entity Identifying Number	Federal CFDA Number	Expenditures
DEPARTMENT OF JUSTICE			
Pass-Through Payments:			
County of Loudoun, Virginia			
Gang-Free Schools and Communities-Community Based			
Gang Intervention	2010-DD-BX-0483	16.544	\$ 31,486
Direct Payments:			
Bulletproof Vest Partnership Program		16.607	2,102
Direct Payments:			
Byrne Justice Assistance Grant		16.738	11,936
Total Department of Justice			45,524
DEPARTMENT OF TRANSPORTATION			
Direct Payments:			
Airport Improvement Program		20.106	452,592
Pass-Through Payments:			
Virginia Department of Transportation			
ARRA - Highway Planning and Construction	015-253-308	20.205	502,387
Total Department of Transportation			954,979
NATIONAL ENDOWMENT FOR THE ARTS			
Pass-Through Payments:			
Commonwealth of Virginia, Virginia Commission for the Arts			
Promotion of the Arts Partnership Agreements	12-0415	45.025	5,000
DEPARTMENT OF ENERGY			
Direct Payments:			
ARRA - Energy Efficiency and Conservation Block Grant Progra	am	81.128	69,245
DEPARTMENT OF HOMELAND SECURITY			
Pass-Through Payments:			
Commonwealth of Virginia, Department of Emergency Services			
Disaster Grants - Public Assistance	FAMA-1905-DR-VA	97.036	45,211
Total Federal Expenditures			\$ 1,119,959

NOTE TO SCHEDULE OF EXPENDITURES OF FEDERAL AWARDS

Note 1. Basis of Presentation

The accompanying Schedule of Expenditures of Federal Awards includes the federal grant activity of the Town and is presented on the modified 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 basic financial statements.

Federal Financial Assistance – The Single Audit Act Amendments of 1996 (Public Law 104-156) and OMB Circular A-133 define federal financial assistance as grants, loans, loan guarantees, property (including donated surplus property), cooperative agreements, interest subsidies, insurance, food commodities, direct appropriations or other assistance. Federal financial assistance does not include direct federal cash assistance to individuals.

Direct Payments – Assistance received directly from the Federal government is classified as direct payments on the Schedule of Expenditures of Federal Awards.

Pass-through Payments – Assistance received in a pass-through relationship from entities other than the Federal government is classified as pass-through payments on the Schedule of Expenditures of Federal Awards.

Major Programs – The Single Audit Act Amendments of 1996 and OMB Circular A-133 establish the criteria to be used in defining major programs. Major programs for the Town were determined using a risk-based approach in accordance with OMB Circular A-133.

Catalog of Federal Domestic Assistance – The Catalog of Federal Domestic Assistance (CFDA) is a government-wide compendium of individual federal programs. Each program included in the catalog is assigned a five-digit program identification number (CFDA Number), which is reflected in the accompanying schedule.



INDEPENDENT AUDITOR'S 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

To the Honorable Mayor and Members of Council Town of Leesburg, Virginia Leesburg, Virginia

We have audited the financial statements of Town of Leesburg, Virginia, (Town) as of and for the year ended June 30, 2012, and have issued our report thereon dated December 14, 2012. We conducted our audit in accordance with auditing standards generally accepted in the United States of America; the standards applicable to financial audits contained in *Government Auditing Standards*, issued by the Comptroller General of the United States; and the Specifications for Audits of Counties, Cities and Towns, issued by the Auditor of Public Accounts of the Commonwealth of Virginia.

Internal Control over Financial Reporting

Management of the Town is responsible for establishing and maintaining effective internal control over financial reporting. In planning and performing our audit, we considered the Town's internal control over financial reporting as a basis for designing our auditing procedures for the purpose of expressing our opinion on the financial statements, but not for the purpose of expressing an opinion on the effectiveness of the Town's internal control over financial reporting. Accordingly, we do not express an opinion on the effectiveness of the Town's internal control over financial reporting.

A deficiency in internal control exists when the design or operation of a control does not allow management or employees, in the normal course of performing their assigned functions, to prevent, or detect and correct misstatements on a timely basis. A material weakness is a deficiency, or combination of deficiencies, in internal control such that there is a reasonable possibility that a material misstatement of the Town's financial statements will not be prevented, or detected and corrected on a timely basis.

Our consideration of internal control over financial reporting was for the limited purpose described in the first paragraph of this section and was not designed to identify all deficiencies in internal control over financial reporting that might be deficiencies, significant deficiencies, or material weaknesses. However, as described in accompanying Schedule of Findings and Questioned Costs, we identified a certain deficiency in internal control over financial reporting that we consider to be a material weakness. We consider the deficiency described in the accompanying Schedule of Findings and Questioned Costs as Item 12-01 to be a material weakness in internal control over financial reporting.

Compliance and Other Matters

As part of obtaining reasonable assurance about whether the Town'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*.

We noted certain matters that we reported to management of the Town in a separate letter dated December 14, 2012.

The Town's response to the finding identified in our audit is described in the accompanying Schedule of Findings and Questioned Costs. We did not audit the Town's response and, accordingly, we express no opinion on it.

This report is intended solely for the information of the Town Council, management, the Auditor of Public Accounts and other federal and state agencies and is not intended to be and should not be used by anyone other than these specified parties.

PBGH, LLP

Harrisonburg, Virginia December 14, 2012



INDEPENDENT AUDITOR'S REPORT ON COMPLIANCE WITH REQUIREMENTS THAT COULD HAVE A DIRECT AND MATERIAL EFFECT ON EACH MAJOR PROGRAM AND ON INTERNAL CONTROL OVER COMPLIANCE IN ACCORDANCE WITH OMB CIRCULAR A-133

To the Honorable Mayor and Members of Council Town of Leesburg, Virginia Leesburg, Virginia

Compliance

We have audited the compliance of the Town of Leesburg, Virginia, (Town) with the types of compliance requirements described in the *U. S. Office of Management and Budget (OMB) Circular A-133 Compliance Supplement*, that could have a direct and material effect on each of its major Federal programs for the year ended June 30, 2012. The Town's major Federal programs are identified in the Summary of Independent Auditor's Results section of the accompanying Schedule of 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 Town's management. Our responsibility is to express an opinion on the Town's compliance based on our audit.

We conducted our audit of compliance in accordance with auditing standards generally accepted in the United States of America; the standards applicable to financial audits contained in *Government Auditing Standards*, issued by the Comptroller General of the United States; OMB Circular A-133, *Audits of States, Local Governments, and Non-Profit Organizations*; and the *Specifications for Audits of Counties, Cities, and Towns,* issued by the Auditor of Public Accounts of the Commonwealth of Virginia. Those standards, circular, and specifications 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 Town'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 Town's compliance with those requirements.

In our opinion, the Town complied, in all material respects, with the requirements referred to above that could have a direct and material effect on each of its major Federal programs for the year ended June 30, 2012.

Internal Control Over Compliance

Management of the Town 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 Town'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, but not for the purpose of expressing an opinion on the effectiveness of internal control over compliance. Accordingly, we do not express an opinion on the effectiveness of the Town's internal control over compliance.

A deficiency in internal control over compliance exists when the design or operation of a control over compliance does not allow management or employees, in the normal course of performing their assigned functions, to prevent, or detect and correct, noncompliance with a type of compliance requirement of a federal program on a timely basis. A material weakness in internal control over compliance is a deficiency, or combination of deficiencies in internal control over compliance, such that there is a reasonable possibility that material noncompliance with a type of compliance requirement of a Federal program will not be prevented, or detected and corrected, on a timely basis.

Our consideration of internal control over compliance was for the limited purpose described in the first paragraph of this section and was not designed to identify all deficiencies in internal control over compliance that might be deficiencies, significant deficiencies, or material weaknesses. We did not identify any deficiencies in internal control over compliance that we consider to be material weaknesses, as defined above.

This report is intended solely for the information of the Town Council, management, the Auditor of Public Accounts and other federal and state agencies and is not intended to be and should not be used by anyone other than these specified parties.

PBGH, LLA

Harrisonburg, Virginia December 14, 2012

SCHEDULE OF FINDINGS AND QUESTIONED COSTS Year Ended June 30, 2012

I.	SUMMARY OF INI	DEPENDENT AUDITOR'S RESULTS			
	Financial Stateme	nts:			
	Type of auditor's r	eport issued: Unqualified			
	Internal control ov	er financial reporting:			
	Material weakness	ses identified ncies identified that are not	√_Yes	No	
		be material weaknesses	Yes	_√_No	
	Noncompliance m	aterial to financial statements noted	Yes	_√_No	
	Federal awards:				
	Internal control ov	er major programs:			
	Material weakness		Yes	√ No	
	Significant deficiencies identified that are not considered to be material weaknessesYes√_ None Reported				
	Type of auditor's r	eport issued on compliance for major	programs: Unqu	alified	
		disclosed that are required in accordance with section alar A-133?	Yes	√_ No	
	Identification of major programs:				
	CFDA Number	Name of Federal Program or Cl	uster		
	20.205	Highway Planning and Construc	ction (including Af	RRA Funds)	
	20.106	Airport Improvement Program			
	Dollar threshold used	to distinguish between type A and ty	pe B programs	\$300,000	
	Auditee qualified as I	ow-risk auditee?	Yes	√_ No	

SCHEDULE OF FINDINGS AND QUESTIONED COSTS Year Ended June 30, 2012

- II. FINDINGS RELATING TO THE FINANCIAL STATEMENT AUDIT AS REQUIRED TO BE REPORTED IN ACCORDANCE WITH AUDITING STANDARDS GENERALLY ACCEPTED IN THE UNITED STATES OF AMERICA
 - A. Material Weakness in Internal Control

12-01

During the course of our audit, it was noted that management incorrectly recognized as revenue a portion of the County of Loudoun's gas tax contributions related to construction projects by the Town. As a result of not recognizing a portion of the gas tax contributions as deferred revenue, the Town overstated revenues in the Capital Projects Fund for fiscal year 2012. We recommend that management implement a policy to ensure that gas tax revenue is correctly recognized by the Town.

Management's Response:

During fiscal year 2012, the Town received \$3,019,545.65 in gas tax revenue. When the funds were received, the Department of Finance recorded the money as revenue. However, the total capital project expenditures related to the construction projects funded by gas tax did not exceed the revenue received. Therefore, \$351,065.76 of gas tax funds were recognized as revenue instead of deferred revenue, overstating the revenue in the Capital Projects Fund for the fiscal year. The Department of Finance has implemented a procedure to review gas tax revenue to ensure it is correctly recognized.

B. Compliance Findings

None.

III. FINDINGS AND QUESTIONED COSTS FOR FEDERAL AWARDS

None.

SUMMARY SCHEDULE OF PRIOR AUDIT FINDINGS Year Ended June 30, 2012

There were no audit findings reported in the prior year's single audit.



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