

MILLCREEK

**Basic Financial Statements
and
Independent Auditor's Report**

**As of and for the Year
Ended June 30, 2022**

MILLCREEK

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INDEPENDENT AUDITOR'S REPORT

Honorable Mayor and Members of the City Council
Millcreek, Utah

Report on the Audit of the Financial Statements

Opinions

We have audited the financial statements of the governmental activities, the business-type activities, each major fund, and the aggregate remaining fund information of Millcreek, Utah (the City), as of and for the year ended June 30, 2022, and the related notes to the financial statements, which collectively comprise the City's basic financial statements as listed in the table of contents.

In our opinion, the accompanying financial statements present fairly, in all material respects, the respective financial position of the governmental activities, the business-type activities, each major fund, and the aggregate remaining fund information of the City, as of June 30, 2022, and the respective changes in financial position, and where applicable, cash flows thereof for the year then ended in conformity with accounting principles generally accepted in the United States of America.

Basis for Opinions

We conducted our audit in accordance with auditing standards generally accepted in the United States of America (GAAS) and the standards applicable to financial audits contained in *Government Auditing Standards*, issued by the Comptroller General of the United States. Our responsibilities under those standards are further described in the Auditor's Responsibilities for the Audit of the Financial Statements section of our report. We are required to be independent of the City and to meet our other ethical responsibilities, in accordance with the relevant ethical requirements relating to our audit. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinions.

Responsibilities of Management for the Financial Statements

The City's management is responsible for the preparation and fair presentation of the financial statements in accordance with accounting principles generally accepted in the United States of America, and for the design, implementation, and maintenance of internal control relevant to the preparation and fair presentation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, management is required to evaluate whether there are conditions or events, considered in the aggregate, that raise substantial doubt about the City's ability to continue as a going concern for twelve months beyond the financial statement date, including any currently known information that may raise substantial doubt shortly thereafter.

Auditor's Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinions. Reasonable assurance is a high level of assurance but is not absolute assurance and therefore is not a guarantee that an audit conducted in accordance with GAAS will always detect a material misstatement when it exists. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control. Misstatements are considered material if there is a substantial likelihood that, individually or in the aggregate, they would influence the judgment made by a reasonable user based on the financial statements.

In performing an audit in accordance with GAAS, we:

- Exercise professional judgment and maintain professional skepticism throughout the audit.
- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, and design and perform audit procedures responsive to those risks. Such procedures include examining, on a test basis, evidence regarding the amounts and disclosures in the financial statements.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the City's internal control. Accordingly, no such opinion is expressed.
- Evaluate the appropriateness of accounting policies used and the reasonableness of significant accounting estimates made by management, as well as evaluate the overall presentation of the financial statements.
- Conclude whether, in our judgment, there are conditions or events, considered in the aggregate, that raise substantial doubt about the City's ability to continue as a going concern for a reasonable period of time.

We are required to communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit, significant audit findings, and certain internal control-related matters that we identified during the audit.

Required Supplementary Information

Accounting principles generally accepted in the United States of America require that the management's discussion and analysis on pages 4 through 10 and the pension schedules on pages 49 through 51 be presented to supplement the basic financial statements. Such information is the responsibility of management and, 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 responses 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.

Other Reporting Required by Government Auditing Standards

In accordance with Government Auditing Standards, we have also issued our report dated December 7, 2022, on our consideration of the City'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* in considering the City's internal control over financial reporting and compliance.

ABMC, LLC

December 7, 2022

MANAGEMENT'S DISCUSSION AND ANALYSIS

This document is a narrative overview and analysis of the financial activities of Millcreek (the City) for the fiscal year ending June 30, 2022. The City was incorporated as of January 1, 2017. City management encourages readers to consider the information presented here in conjunction with the financial statements which follow this section. To help the reader with navigation of this report, the City's activities are classified in the following manner: government activities refer to general administration, parks, streets, police, planning etc. and business-type activities refer to the Storm Water Utility Fund. This fund was established in fiscal year 2021 to account for storm sewer utility fees and expenses related to the City's storm water system. Fees are collected by Rocky Mountain Power through their current billing system and then remitted to the City.

FINANCIAL HIGHLIGHTS

- The total net position of the City increased from \$177,603,465 to \$207,503,365. The total net position is a combination of \$185,939,381 from governmental activities and \$21,563,984 from business-type activities.
- The total net position of governmental activities is made up of \$135,663,957 in capital assets, such as land, infrastructure and equipment; \$35,882,421 which is restricted for capital projects and the remaining \$14,393,003 is unrestricted assets.
- The total net position of business-type activities is made up of \$18,906,102 in capital assets, such as equipment and infrastructure and \$2,657,882 which is considered unrestricted assets.
- Total liabilities of the City increased by \$33,998,941. This increase is due to the City issuing sales tax revenue bonds for the purpose of building a new city hall, which added \$38,354,265 in non-current liabilities while unearned revenue decreased \$3,989,561, due to utilizing federal funds which had been deferred in fiscal year 2021. Additionally, the net pension liability decreased by \$97,317.

REPORTING THE CITY AS A WHOLE

This discussion and analysis is intended to serve as an introduction to the City's basic financial statements. The City's basic financial statements are comprised of three components: 1) government-wide financial statements, 2) fund financial statements, and 3) notes to the financial statements. This report also includes other supplementary information in addition to the basic financial statements.

The government-wide financial statements are designed to provide readers with a broad overview of the City's finances, in a manner similar to a private-sector business.

- The statement of net position presents information on all of the City's assets, liabilities, and deferred inflows/outflows of resources, with the difference between the two reported as net position. Over time, increases or decreases in net position may serve as a useful indicator of whether the financial position of the City is improving or deteriorating. However, you will also need to consider other nonfinancial factors.
- The statement of activities presents information showing how the City's net position changed during the fiscal year reported. All changes in net position are reported as soon as the underlying event giving rise to the change occurs, regardless of the timing of related cash flows. Thus, all the current year's revenues and

expenses are considered regardless of when cash is received or paid. The government-wide financial statements distinguish functions of the City that are principally supported by taxes and intergovernmental revenues (governmental activities). The government-wide financial statements can be found on pages 11-12 of this report.

REPORTING THE CITY'S MOST SIGNIFICANT FUNDS

A fund is a grouping of related accounts that is used to maintain control over resources that have been segregated for specific activities or objectives. The City also uses fund accounting to ensure and demonstrate compliance with finance-related legal requirements. All the funds of the City can be divided into two categories: governmental funds and proprietary funds.

- Governmental funds - These funds are used to account for the same functions reported as governmental activities in the government-wide financial statements. These fund statements focus on how money flows into and out of these funds and the balances left at year-end that are available for spending. These funds are reported using an accounting method called modified accrual accounting, which measures cash and other financial assets that can be readily converted to cash. The governmental fund statements provide a detailed short-term view of the City's general government operations and the basic services it provides. Governmental fund information helps users determine whether there are more or fewer financial resources that can be spent in the near future to finance the City's programs. We describe the relationship (or differences) between governmental activities (reported in the Statement of Net Position and the Statement of Activities) and governmental funds in a reconciliation included with the fund financial statements.

The City maintains four individual governmental funds, three of which are major funds. The funds include the General Fund, the Capital Projects Fund, the Park Impact Fee Fund (non-major) and the Community Reinvestment Agency Special Revenue Fund. Information is presented separately in the governmental fund balance sheet and in the governmental fund statement of revenues, expenditures, and changes in fund balances for each one of these funds. The basic governmental fund financial statements can be found on pages 13-16 of this report. The City adopts an annual appropriated budget for its general fund. A budgetary comparison statement has been provided for the general fund to demonstrate compliance with this budget.

- Proprietary funds - The City also maintains one proprietary fund to account for the storm water utility. Information for this fund is listed in the financial statements as a business-type activity and can be found on pages 19-21.

GOVERNMENT-WIDE FINANCIAL ANALYSIS

As noted earlier, net position may serve over time as a useful indicator of a government's financial position. In the case of the City, assets and deferred outflows exceeded liabilities and deferred inflows by \$207,503,365.

By far, the largest portion of the City's net position (74%) reflects its investment in capital assets (e.g., land, buildings, infrastructure assets, machinery, and equipment). The City uses these capital assets to provide services to citizens; consequently, these assets are not available for future spending. The City's investment in its capital assets is reported net of related debt.

STATEMENT OF NET POSITION

	Governmental Activities		Business-Type Activities		Total	
	2022	2021	2022	2021	2022	2021
Current and other assets	\$ 86,779,639	\$ 44,257,629	\$ 2,861,347	\$ 497,973	\$ 89,640,986	\$ 44,755,602
Capital Assets	176,415,130	155,821,222	18,906,102	18,861,314	195,321,232	174,682,536
Total Assets	<u>263,194,769</u>	<u>200,078,851</u>	<u>21,767,449</u>	<u>19,359,287</u>	<u>284,962,218</u>	<u>219,438,138</u>
Deferred outflows of resources						
Deferred related to pensions	528,115	530,357	58,680	58,929	586,795	589,286
Other Liabilities	4,868,964	9,199,543	79,791	35,041	4,948,755	9,234,584
Long-term liabilities outstanding	58,506,741	20,244,851	30,098	7,218	58,536,839	20,252,069
Total Liabilities	<u>63,375,705</u>	<u>29,444,394</u>	<u>109,889</u>	<u>42,259</u>	<u>63,485,594</u>	<u>29,486,653</u>
Deferred inflows of resources						
Deferred property tax revenue	13,037,500	12,225,860	-	-	13,037,500	12,225,860
Deferred related to pensions	1,370,298	624,101	152,256	69,345	1,522,554	693,446
Total Deferred inflows of resources	<u>14,407,798</u>	<u>12,849,961</u>	<u>152,256</u>	<u>69,345</u>	<u>14,560,054</u>	<u>12,919,306</u>
Net Position:						
Invested in Capital Assets, net of related debt	135,663,957	144,576,786	18,906,102	18,861,314	154,570,059	163,438,100
Restricted	35,882,421	479,219	-	-	35,882,421	479,219
Unrestricted	14,393,003	13,258,848	2,657,882	427,298	17,050,885	13,686,146
Total Net Position	<u>\$ 185,939,381</u>	<u>\$ 158,314,853</u>	<u>\$ 21,563,984</u>	<u>\$ 19,288,612</u>	<u>\$ 207,503,365</u>	<u>\$ 177,603,465</u>

Governmental activities. Governmental activities increased the City's net position by \$27,624,528. The majority of this increase was due to a decrease in the amount of transfer from governmental activities to business type activities which was needed in FY21 with the creation of the Storm Water fund. Additionally, 58% of the increase was due to an increase in operating and capital grants. The City was the recipient of several large grants from the State and Federal government through the release of Coronavirus State and Local Fiscal Recovery funds.

Business-type activities. Business-type activities increased the City's net position by \$2,275,372. The second year of the Storm Water fund collected \$3,381,888 from charges for services and expended \$1,123,666.

CHANGES IN NET POSITION

	Governmental		Business-Type		Total	
	2022	2021	2022	2021	2022	2021
Revenues						
Program Revenues						
Charges for Services	\$ 2,974,413	\$ 3,721,059	\$ 3,381,888	\$ 1,868,447	\$ 6,356,301	\$ 5,589,506
Operating Grants & Contributions	11,765,256	7,434,385	-	-	11,765,256	7,434,385
Capital Grants & Contributions	14,882,287	3,147,755	-	-	14,882,287	3,147,755
General Revenues						
Property Taxes	11,997,886	11,902,199	-	-	11,997,886	11,902,199
General Sales Taxes	14,836,842	13,227,389	-	-	14,836,842	13,227,389
Franchise Taxes	585,581	553,957	-	-	585,581	553,957
Interest Income	284,312	128,506	7,900	1,156	292,212	129,662
Transfers, net	(8,750)	(18,447,736)	8,750	18,447,736	-	-
Gain on Sale of Assets	192,424	-	-	-	192,424	-
Other	69,023	264,348	-	-	69,023	264,348
Total Revenues	57,579,274	21,931,862	3,398,538	20,317,339	60,977,812	42,249,201
Expenses						
General Government	5,993,878	7,426,768	-	-	5,993,878	7,426,768
Public Safety	13,436,161	12,213,011	-	-	13,436,161	12,213,011
Streets/Public Works	8,068,929	8,426,540	-	-	8,068,929	8,426,540
Parks & recreation	571,069	-	-	-	571,069	-
Interest on Long-Term Debt	1,884,709	636,240	-	-	1,884,709	636,240
Storm Water	-	-	1,123,166	1,028,727	1,123,166	1,028,727
Total Expenses	29,954,746	28,702,559	1,123,166	1,028,727	31,077,912	29,731,286
Increase in Net Position	27,624,528	(6,770,697)	2,275,372	19,288,612	29,899,900	12,517,915
Net Position Beginning	158,314,853	165,085,550	19,288,612	-	177,603,465	165,085,550
Net Position Ending	\$ 185,939,381	\$ 158,314,853	\$ 21,563,984	\$ 19,288,612	\$ 207,503,365	\$ 177,603,465

ANALYSIS OF GOVERNMENT'S FUNDS

The focus of the City's governmental funds is to provide information on near-term inflows, outflows, and balances of spendable resources. Such information is useful in assessing the City's financing requirements. As of June 30, 2022, the City's governmental funds' equity is \$68,029,884, an increase of \$45,137,508 from the prior year. The General Fund is the chief operating fund of the City. All activities which are not required to be accounted for in separate funds either by state or local ordinance or by a desire to maintain a matching of revenues and expenses are accounted for in this fund. At the end of the current fiscal year, unassigned fund balance of the general fund was \$13,636,969 while total fund balance was \$14,418,988. As a measure of the general fund's liquidity, it may be useful to compare both unreserved fund balance and total fund balance to total fund expenditures. Unassigned fund balance represents 47% of total general fund expenditures.

The City maintains only one type of proprietary fund, an enterprise fund, which is used to report the same type of information found in the government-wide financial statements business-type activities, but in more detail. Net position of the storm water fund at the end of the year was \$21,563,984. Net position increased by \$2,275,372 from the preceding year.

GENERAL FUND BUDGETARY HIGHLIGHTS

During the fiscal year, the General Fund was amended, resulting in an increase in revenues from the original budget of \$26,652,860 to \$81,847,254. The majority of this increase (\$39,243,823) was due to recognition of bond proceeds as the City bonded for the building of a new city hall.

CAPITAL ASSET AND DEBT ADMINISTRATION

Capital assets – The City's investment in capital assets for its governmental activities as of June 30, 2022, amounts to \$176,415,130 (net of accumulated depreciation). This investment in capital assets includes land, infrastructure (streets, sidewalks, curb and gutter, bridges, etc.), and equipment. The City's investment in capital assets for its business-type activities as of June 30, 2022, equals \$18,906,102 (net of accumulated depreciation). This investment in capital assets includes infrastructure and equipment.

The City's total capital asset additions (includes both governmental and business-type activities) during fiscal year 2022 include the following:

- Infrastructure, streets, parks and storm drain in the amount of \$10,728,635.
- Land, buildings (buildings within Millcreek Common) and buildings in progress (city hall) in the amount of \$10,092,031.

MILLCREEK'S CAPITAL ASSETS

	Governmental		Activities		Business-Type		Activities		Total	
	2022	2021	2022	2021	2022	2021	2022	2021	2022	2021
Capital Assets										
Land	\$ 95,821,198	\$ 92,067,824	\$ -	\$ -	\$ -	\$ -	\$ 95,821,198	\$ 92,067,824	\$ -	\$ -
Construction in progress	4,038,657	-	-	-	-	-	4,038,657	-	-	-
Buildings	3,359,843	1,082,828	-	-	-	-	3,359,843	1,082,828	-	-
Improvements	11,414,319	6,227,745	-	-	-	-	11,414,319	6,227,745	-	-
Infrastructure	61,530,738	56,212,570	18,697,405	18,810,129	-	-	80,228,143	75,022,699	-	-
Machinery and equipment	250,375	230,255	208,697	51,185	-	-	459,072	281,440	-	-
Total	<u>\$ 176,415,130</u>	<u>\$ 155,821,222</u>	<u>\$ 18,906,102</u>	<u>\$ 18,861,314</u>	<u>\$ -</u>	<u>\$ -</u>	<u>\$ 195,321,232</u>	<u>\$ 174,682,536</u>	<u>\$ -</u>	<u>\$ -</u>

Additional information on the City's capital assets can be found in the footnotes to this financial report and the supplemental section.

Long-term debt: At June 30, 2022, the City had \$52,770,000 in bonds payable. In June of 2019, to fund the acquisition of real property and construction of public space within the City Center Community Reinvestment Area (CRA), the City issued sales tax revenue bonds for \$17,345,000. On August 5, 2021, the City issued Sales Tax Revenue Bonds, Series 2021, in the amount of \$36,265,000. Proceeds from the sale of these bonds are being used to finance expenses associated with building a new city hall. In fiscal year 2022, the City paid interest on all bonds in the amount of \$1,660,155.

MILLCREEK'S LONG-TERM DEBT

	Governmental		Activities		Business-Type		Activities		Total	
	2022	2021	2022	2021	2022	2021	2022	2021	2022	2021
Sales Tax Revenue Bonds	\$ 52,770,000	\$ 17,345,000	\$ -	\$ -	\$ -	\$ -	\$ 52,770,000	\$ 17,345,000	\$ -	\$ -
Premium	5,484,138	2,616,188	-	-	-	-	5,484,138	2,616,188	-	-
Interest payable on long-term debt	151,754	60,150	-	-	-	-	151,754	60,150	-	-
Net Pension Liability	-	196,077	-	9,731	-	9,731	-	205,808	-	205,808
Compensated absences	252,603	87,586	30,098	25,310	-	-	282,701	112,896	-	-
Total	<u>\$ 58,658,495</u>	<u>\$ 20,305,001</u>	<u>\$ 30,098</u>	<u>\$ 35,041</u>	<u>\$ -</u>	<u>\$ -</u>	<u>\$ 58,688,593</u>	<u>\$ 20,340,042</u>	<u>\$ -</u>	<u>\$ -</u>

ECONOMIC FACTORS AND NEXT YEAR'S BUDGET AND RATES

- The Unemployment rate for Salt Lake County (of which the City is part) was 2.4% compared with the State unemployment rate of 2.0% as of June 30, 2022.
- Record high inflation was 8.8% for the State of Utah as of June 2022. Inflation trends will need to continue to be monitored closely throughout fiscal year 2023.
- The City continues to outsource for the following services:
 - Police protection (Unified Police Department)
 - Animal services (Salt Lake County Animal Services)
 - Park Maintenance (Salt Lake County Parks Department)
 - Public works services (Salt Lake County Public Works)

REQUESTS FOR INFORMATION

This financial report is designed to provide a general overview of the City's finances for all those with an interest in the City's finances. Questions concerning any information provided in this report or requests for additional financial information should be addressed to:

Millcreek Finance Director
3330 South 1300 East
Millcreek, UT 84106

MILLCREEK
Statement of Net Position
June 30, 2022

	Governmental Activities	Business-type Activities	Total
<u>ASSETS</u>			
Cash and cash equivalents	\$ 33,549,629	\$ 2,203,629	\$ 35,753,258
Receivables:			
Property and other taxes	16,292,394	-	16,292,394
Accounts	-	547,157	547,157
Due from other governments	564,391	-	564,391
Net pension asset	995,045	110,561	1,105,606
Restricted cash and cash equivalents	35,378,180	-	35,378,180
Capital assets:			
Land	95,821,198	-	95,821,198
Construction in progress	4,038,657	-	4,038,657
Buildings and improvements	3,449,259	-	3,449,259
Improvements	11,605,046	-	11,605,046
Machinery and equipment	711,756	267,753	979,509
Infrastructure	68,937,272	21,119,413	90,056,685
Accumulated depreciation	(8,148,058)	(2,481,064)	(10,629,122)
Total assets	263,194,769	21,767,449	284,962,218
<u>DEFERRED OUTFLOWS OF RESOURCES</u>			
Related to pensions	528,115	58,680	586,795
Total deferred outflows of resources	528,115	58,680	586,795
<u>LIABILITIES</u>			
Accounts payable	2,960,114	79,791	3,039,905
Accrued interest payable	151,754	-	151,754
Accrued liabilities	61,469	-	61,469
Construction bonds	1,431,627	-	1,431,627
Unearned revenue	264,000	-	264,000
Non-current liabilities:			
Due within one year	882,082	28,979	911,061
Due in more than one year	57,624,659	1,119	57,625,778
Total liabilities	63,375,705	109,889	63,485,594
<u>DEFERRED INFLOWS OF RESOURCES</u>			
Deferred property tax revenue	13,037,500	-	13,037,500
Related to pensions	1,370,298	152,256	1,522,554
Total deferred inflows of resources	14,407,798	152,256	14,560,054
<u>NET POSITION</u>			
Net investment in capital assets	135,663,957	18,906,102	154,570,059
Restricted for:			
Capital projects	35,882,421	-	35,882,421
Unrestricted	14,393,003	2,657,882	17,050,885
Total net position	\$ 185,939,381	\$ 21,563,984	\$ 207,503,365

The accompanying notes are an integral part of this financial statement.

MILLCREEK
Statement of Activities
For the Year Ended June 30, 2022

	<u>Program Revenues</u>				<u>Net (Expense) Revenues and Changes in Net Position</u>		<u>Total</u>
	<u>Expenses</u>	<u>Charges for Services</u>	<u>Operating Grants and Contributions</u>	<u>Capital Grants and Contributions</u>	<u>Governmental Activities</u>	<u>Business-type Activities</u>	
<u>GOVERNMENTAL ACTIVITIES</u>							
General government	\$ 5,993,878	\$ 2,974,413	\$ -	\$ -	\$ (3,019,465)		\$ (3,019,465)
Public safety	13,436,161	-	-	-	(13,436,161)		(13,436,161)
Streets and public works	8,068,929	-	4,085,606	22,522,136	18,538,813		18,538,813
Parks and recreation	571,069	-	-	39,801	(531,268)		(531,268)
Interest and fiscal charges	1,884,709	-	-	-	(1,884,709)		(1,884,709)
Total governmental activities	29,954,746	2,974,413	4,085,606	22,561,937	(332,790)		(332,790)
<u>BUSINESS TYPE ACTIVITIES</u>							
Storm Water	1,123,166	3,381,888	-	-		2,258,722	2,258,722
Total business-type activities	1,123,166	3,381,888	-	-		2,258,722	2,258,722
<u>GENERAL REVENUES</u>							
Taxes:							
Property taxes					11,997,886	-	11,997,886
Franchise taxes					585,581	-	585,581
General sales taxes					14,836,842	-	14,836,842
Interest income					285,208	7,900	293,108
Gain on sale of assets					192,424	-	192,424
Miscellaneous					68,127	-	68,127
Transfers, net					(8,750)	8,750	-
Total general revenues					27,957,318	16,650	27,973,968
Change in net position					27,624,528	2,275,372	29,899,900
Net position - beginning					158,314,853	19,288,612	177,603,465
Net position - ending					\$ 185,939,381	\$ 21,563,984	\$ 207,503,365

The accompanying notes are an integral part of this financial statement.

MILLCREEK
Balance Sheet – Governmental Funds
June 30, 2022

	General	Special Revenue Community Reinvestment	Capital Projects Fund	Special Revenue Park Impact (non-major)	Totals Governmental Funds
ASSETS					
Cash and cash equivalents	\$ 13,802,705	\$ 853,597	\$ 18,690,427	\$ 202,900	\$ 33,549,629
Restricted cash and investments	217,628	9,762	35,150,790	-	35,378,180
Receivables:					
Sales, property and franchise taxes	14,792,831	1,350,000	149,563	-	16,292,394
Intergovernmental	564,391	-	-	-	564,391
Total assets	\$ 29,377,555	\$ 2,213,359	\$ 53,990,780	\$ 202,900	\$ 85,784,594
LIABILITIES					
Accounts payable	\$ 1,513,971	\$ 11,231	\$ 1,434,912	\$ -	\$ 2,960,114
Accrued liabilities	61,469	-	-	-	61,469
Construction bonds	1,431,627	-	-	-	1,431,627
Unearned revenue	264,000	-	-	-	264,000
Total liabilities	3,271,067	11,231	1,434,912	-	4,717,210
DEFERRED INFLOWS OF RESOURCES					
Deferred property tax revenue	11,687,500	1,350,000	-	-	13,037,500
Total deferred inflows of resources	11,687,500	1,350,000	-	-	13,037,500
FUND BALANCE					
Restricted					
Class C road projects	782,019	-	-	-	782,019
Capital projects	-	9,762	35,150,790	-	35,160,552
Total restricted	782,019	9,762	35,150,790	-	35,942,571
Assigned to:					
Special revenue fund	-	842,366	-	202,900	1,045,266
Capital projects fund	-	-	17,405,078	-	17,405,078
Total assigned	-	842,366	17,405,078	202,900	18,450,344
Unassigned	13,636,969	-	-	-	13,636,969
Total fund balances	14,418,988	852,128	52,555,868	202,900	68,029,884
Total liabilities, deferred inflows of resources, and fund balances	\$ 29,377,555	\$ 2,213,359	\$ 53,990,780	\$ 202,900	\$ 85,784,594

The accompanying notes are an integral part of this financial statement.

MILLCREEK
Reconciliation to the Balance Sheet of Governmental Funds
To the Statement of Net Position
June 30, 2022

Amounts reported for governmental activities in the Statement of Net Position are different because:

Total Fund Balances - Total Governmental Funds (page 13)	\$ 68,029,884
Capital assets used in governmental activities are not financial resources and therefore, are not reported in the funds.	176,415,130
Net pension assets and liabilities are not available to pay for current period expenditures and, therefore, are either deferred or not applicable to funds.	152,862
Long-term liabilities, including bonds payable, are not due and payable in the current period and, therefore, are not reported in the funds.	<u>(58,658,495)</u>
Net Position - Governmental Activities (page 11)	<u><u>\$ 185,939,381</u></u>

The accompanying notes are an integral part of this financial statement.

MILLCREEK
Statement of Revenues, Expenditures, and
Changes in Fund Balance – Governmental Funds
For the Year Ended June 30, 2022

	General	Special Revenue Community Reinvestment	Capital Projects Fund	Special Revenue Park Impact (non-major)	Totals Governmental Funds
<u>REVENUES</u>					
Taxes	\$ 27,244,251	\$ 176,058	\$ -	\$ -	\$ 27,420,309
Special assessments	-	-	-	39,801	39,801
Licenses and permits	2,667,253	-	-	-	2,667,253
Charges for services	273,508	3,640	-	-	277,148
Intergovernmental	11,765,256	1,103,033	13,739,453	-	26,607,742
Fines and forfeitures	30,012	-	-	-	30,012
Interest	86,479	8,825	189,008	896	285,208
Miscellaneous	68,127	-	-	-	68,127
Total revenues	42,134,886	1,291,556	13,928,461	40,697	57,395,600
<u>EXPENDITURES</u>					
Current					
General government	6,619,277	-	-	-	6,619,277
Public safety	13,436,161	-	-	-	13,436,161
Streets and public works	6,322,169	488,581	-	-	6,810,750
Parks and recreation	571,069	-	-	-	571,069
Capital outlay	-	-	22,607,694	-	22,607,694
Debt service:					
Principal	840,000	-	-	-	840,000
Interest and fiscal charges	938,358	721,797	-	-	1,660,155
Issuance costs	370,424	-	-	-	370,424
Total expenditures	29,097,458	1,210,378	22,607,694	-	52,915,530
Excess of revenues over (under) expenditures	13,037,428	81,178	(8,679,233)	40,697	4,480,070
<u>OTHER FINANCING SOURCES (USES)</u>					
Transfers in	-	-	51,818,985	-	51,818,985
Transfers out	(50,522,240)	(1,305,495)	-	-	(51,827,735)
Revenue bonds issued	39,370,424	-	-	-	39,370,424
Sale of capital assets	-	1,295,764	-	-	1,295,764
Total other financing sources (uses)	(11,151,816)	(9,731)	51,818,985	-	40,657,438
Net change in fund balances	1,885,612	71,447	43,139,752	40,697	45,137,508
Fund balance, beginning of year	12,533,376	780,681	9,416,116	162,203	22,892,376
Fund balance, end of year	\$ 14,418,988	\$ 852,128	\$ 52,555,868	\$ 202,900	\$ 68,029,884

The accompanying notes are an integral part of this financial statement.

MILLCREEK
Reconciliation of the Statement of Revenues, Expenditures, and Change in Fund Balance of
Governmental Funds To the Statement of Activities
For the Year Ended June 30, 2022

Amounts reported for governmental activities in the statement of activities (page 12) are different because:

Net change in fund balances - total governmental funds (page 15)	\$45,137,508
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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 expense. This is the amount by which depreciation and asset transfers exceed capital outlays and contributions in the current period.	20,593,908
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The issuance of long-term debt (e.g., bonds, leases) provides current financial resources to governmental funds, while the payment of the principal of long-term debt consumes the current financial resources of governmental funds. Neither transaction, however, has any effect on net position. Repayment of principal on debt is an expenditure in the governmental funds, but the repayment reduces long-term liabilities in the Statement of Net Position. This amount is the net effect of these differences in the treatment of long-term debt and related items.	(38,384,554)
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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.	<u>277,666</u>
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Change in net position - governmental activities (page 12)	<u><u>\$27,624,528</u></u>
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The accompanying notes are an integral part of this financial statement.

MILLCREEK
Statement of Revenues, Expenditures, and Changes in Fund Balance –
Budget to Actual – General Fund
For the Year Ended June 30, 2022

	Original Budget	Final Budget	Actual	Variance With Final Budget - Positive (Negative)
REVENUES				
Taxes	\$ 21,627,360	\$ 27,408,500	\$ 27,244,251	\$ (164,249)
Licenses and permits	2,100,500	2,426,250	2,667,253	241,003
Charges for service	180,000	270,000	273,508	3,508
Intergovernmental	2,640,000	11,359,363	11,765,256	405,893
Fines and forfeitures	5,000	30,000	30,012	12
Interest	100,000	130,000	86,479	(43,521)
Miscellaneous	-	979,318	68,127	(911,191)
Bond proceeds	-	39,243,823	39,370,424	126,601
Total revenues	<u>26,652,860</u>	<u>81,847,254</u>	<u>81,505,310</u>	<u>(341,944)</u>
EXPENDITURES				
Current:				
General government:				
Mayor and city council	424,500	476,000	447,931	28,069
City management	202,500	224,500	209,207	15,293
Recorder	164,700	146,420	136,747	9,673
Building services	1,124,000	1,132,500	1,094,435	38,065
Communications and programs	328,250	495,155	431,230	63,925
Emergency management	129,250	140,650	125,901	14,749
Justice court	215,000	215,000	208,664	6,336
Legal	502,250	577,250	535,006	42,244
Information center	307,400	260,900	234,017	26,883
IT management	562,000	467,000	362,127	104,873
Economic development	103,200	79,500	63,536	15,964
Business licenses	167,950	176,950	166,435	10,515
Finance	469,750	434,500	408,402	26,098
Human resources	59,500	75,000	53,681	21,319
Nondepartmental	375,000	370,000	288,182	81,818
Facilities administration	179,500	182,000	166,910	15,090
Facilities	367,500	352,500	308,264	44,236
Fleet	67,500	92,686	77,840	14,846
Planning and zoning	1,073,500	1,173,500	1,138,138	35,362
Promise program	110,000	252,700	162,624	90,076
Public safety	12,690,000	13,441,186	13,436,161	5,025
Streets and public works	6,490,900	6,588,244	6,322,169	266,075
Parks and recreation	424,500	609,500	571,069	38,431
Debt service:				
Principal	-	840,000	840,000	-
Interest and fiscal charges	-	938,361	938,358	3
Issuance costs	-	243,823	370,424	(126,601)
Transfers	86,860	50,522,241	50,522,240	1
Total expenditures	<u>26,625,510</u>	<u>80,508,066</u>	<u>79,619,698</u>	<u>888,368</u>
Net change in fund balance	27,350	1,339,188	1,885,612	546,424
Fund balance, beginning of year	12,533,376	12,533,376	12,533,376	-
Fund balance, end of year	<u>\$ 12,560,726</u>	<u>\$ 13,872,564</u>	<u>\$ 14,418,988</u>	<u>\$ 546,424</u>

The accompanying notes are an integral part of this financial statement.

MILLCREEK
Schedule of Revenues, Expenditures, and Changes in Fund Balance –
Budget and Actual – Community Reinvestment Agency – Special Revenue Fund
For the Year Ended June 30, 2022

	<u>Budgeted Amounts</u>		<u>Actual</u>	Variance With
	<u>Original</u>	<u>Final</u>		Final Budget
				(Negative)
<u>REVENUES</u>				
Taxes	\$ 50,000	\$ 147,273	\$ 176,058	\$ 28,785
Charges for services	-	3,640	3,640	-
Intergovernmental	1,100,000	1,132,000	1,103,033	(28,967)
Interest	-	60	8,825	8,765
	<hr/>	<hr/>	<hr/>	<hr/>
Total revenue	1,150,000	1,282,973	1,291,556	8,583
<u>EXPENDITURES</u>				
Public works	509,000	538,292	488,581	49,711
Debt service	721,800	721,800	721,797	3
	<hr/>	<hr/>	<hr/>	<hr/>
Total expenditures	1,230,800	1,260,092	1,210,378	49,714
Net change in fund balance	(80,800)	22,881	81,178	58,297
Fund balance, beginning of year	780,681	780,681	780,681	-
	<hr/>	<hr/>	<hr/>	<hr/>
Fund balance, end of year	<u>\$ 699,881</u>	<u>\$ 803,562</u>	<u>\$ 861,859</u>	<u>\$ 58,297</u>

The accompanying notes are an integral part of this financial statement.

MILLCREEK
Statement of Net Position – Proprietary Fund
June 30, 2022

	<u>Storm Water</u>
<u>ASSETS</u>	
Current assets:	
Cash and cash equivalents - unrestricted	\$ 2,203,629
Receivables:	
Accounts, net	547,157
Total current assets	<u>2,750,786</u>
Net pension asset	110,561
Property, plant and equipment:	
Infrastructure	21,119,413
Machinery and equipment	267,753
Accumulated depreciation	<u>(2,481,064)</u>
Net property, plant and equipment	<u>18,906,102</u>
Total assets	<u>21,767,449</u>
<u>DEFERRED OUTFLOWS OF RESOURCES</u>	
Deferred outflows related to pensions	<u>58,680</u>
Total deferred outflows of resources	<u>58,680</u>
<u>LIABILITIES</u>	
Current liabilities:	
Accounts payable	79,791
Compensated absences, current	<u>28,979</u>
Total current liabilities	108,770
Noncurrent liabilities:	
Compensated absences	<u>1,119</u>
Total noncurrent liabilities	<u>1,119</u>
Total liabilities	<u>109,889</u>
<u>DEFERRED INFLOWS OF RESOURCES</u>	
Deferred inflows related to pensions	<u>152,256</u>
Total deferred inflows of resources	<u>152,256</u>
<u>NET POSITION</u>	
Net investment in capital assets	18,906,102
Unrestricted	<u>2,657,882</u>
Total net position	<u><u>\$ 21,563,984</u></u>

The accompanying notes are an integral part of this financial statement.

MILLCREEK
Statement of Revenues, Expenses, and Changes
in Fund Net Position – Proprietary Fund
For the Year Ended June 30, 2022

	Storm Water
<u>OPERATING REVENUES</u>	
Charges for services	\$ 3,381,888
Total operating revenues	3,381,888
<u>OPERATING EXPENSES</u>	
Wages and fringe benefits	403,800
Operations	11,759
Professional services	129,345
Depreciation and amortization	466,065
Other	112,197
Total operating expenses	1,123,166
Operating income	2,258,722
<u>NON-OPERATING REVENUES (EXPENSES)</u>	
Interest income	7,900
Total non-operating revenues	7,900
Income before transfers and contributions	2,266,622
Transfers in	8,750
Change in net position	2,275,372
Total net position, beginning of year	19,288,612
Total net position, end of year	\$ 21,563,984

The accompanying notes are an integral part of this financial statement.

MILLCREEK
Statement of Cash Flows – Proprietary Fund
For the Year Ended June 30, 2022

	Storm Water
<u>Cash flows from operating activities:</u>	
Cash received from customers (including cash deposits)	\$ 3,056,216
Cash paid to suppliers	(180,728)
Cash paid to employees	(436,144)
Net cash provided by operating activities	<u>2,439,344</u>
<u>Cash flow from capital and related financing activities:</u>	
Interest income received	7,900
Transfer from other fund	8,750
Purchase of capital assets	(510,853)
Net cash used by capital and related financing activities	<u>(494,203)</u>
Net increase in cash and cash equivalents	1,945,141
Cash and cash equivalents at beginning of year	258,488
Cash and cash equivalents at end of year	<u>\$ 2,203,629</u>
<u>Reconciliation of operating income to net cash provided by operating activities:</u>	
Operating income	<u>\$ 2,258,722</u>
Adjustments to reconcile operating income to net cash provided by operating activities:	
Depreciation and amortization expense	466,065
Changes in assets and liabilities:	
Increase in accounts receivable	(325,672)
Decrease in deferred outflows	249
Increase in accounts payable	72,573
Increase in accrued liabilities	4,788
Increase in deferred inflows	82,911
Decrease in net pension liability	(120,292)
Total adjustments	<u>180,622</u>
Net cash provided by operating activities	<u>\$ 2,439,344</u>

The accompanying notes are an integral part of this financial statement.

MILLCREEK
Notes to the Financial Statements
June 30, 2022

1. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Millcreek, Utah (the City) was incorporated in 2017 under the laws of the State of Utah. The City operates under a Mayor-Council form of government. The City is a municipal corporation governed by an elected five-member Council, which includes the Mayor. The City provides the following services: public safety, highway and streets, public improvements, planning and zoning, and general administrative services.

The City's financial statements are prepared in accordance with generally accepted accounting principles (GAAP). The Governmental Accounting Standards Board (GASB) is responsible for establishing GAAP for state and local governments through its pronouncements (Statements and Interpretations). The accounting policies of the City conform to accounting principles generally accepted in the United States of America as applicable to governmental units. The more significant accounting policies established in GAAP and used by the City are discussed below.

Reporting Entity

In evaluating how to define the City for financial reporting purposes, management has considered all potential component units. The decision to include a potential component unit in the reporting entity was made by applying the criteria set forth in the related GASB pronouncement. The basic, but not the only, criterion for including a potential component unit within the reporting entity is the governing body's ability to exercise oversight responsibility. The most significant manifestation of this ability is financial interdependency. Other manifestations of the ability to exercise oversight responsibility include, but are not limited to, the selection of governing authority, the designation of management, the ability to significantly influence operations and accountability of fiscal matters. The other criterion used to evaluate potential component units for inclusion or exclusion from the reporting entity is the existence of special financing relationships, regardless of whether the City is able to exercise oversight responsibilities. Component units that do not meet the criteria for being blended into the City's primary government are reported discretely.

Government-Wide Financial Statements and Fund Financial Statements

The City's basic financial statements include both government-wide (reporting the City as a whole) and fund financial statements. The City's general administrative services, public safety, highways and streets, planning and engineering, and parks are all classified as governmental activities. Storm water collection services are classified as business-type activities.

The government-wide financial statements (i.e., the Statement of Net Position and the Statement of Activities) report information on all activities of the City and its component units. As a general rule, the effect of inter-fund activity has been eliminated from the government-wide financial statements.

MILLCREEK
Notes to the Financial Statements (Continued)
June 30, 2022

1. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

Government-Wide Financial Statements and Fund Financial Statements (Continued)

The Statement of Activities demonstrates the degree to which the direct expenses of a given function or a 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 of a particular function or segment. Taxes and other items not properly included among program revenues are reported instead as general revenues.

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

Measurement Focus, Basis of Accounting, and Financial Statement Presentation

The government-wide financial statements are reported using the economic resources measurement focus and the accrual basis of accounting. 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.

The use of financial resources to acquire capital assets are capitalized as assets in the governmentwide financial statements, rather than reported as expenditure. Proceeds of long-term debt are recorded as a liability in the government-wide financial statements, rather than other financing source. Amounts paid to reduce long-term debt of the City are reported as a reduction of the related liability, rather than an expenditure in the government-wide financial statements.

The 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. Expenditures generally are recorded when a liability is incurred, as under accrual accounting. However, expenditures related to claims and judgments are recorded only when payment is due.

Sales taxes, franchise taxes, and earned but unreimbursed state and federal grants associated with the current fiscal period are all considered to be susceptible to accrual and so have been recognized as revenues of the current fiscal period. Property taxes are measurable as of the date levied (assessed) and are recognized as revenues when they become available. Available means when due, or past due, and received within the current period or collected soon enough thereafter (within 60 days) to be used to pay liabilities of the current period. All other revenues are considered to be measurable and available only when cash is received by the City.

MILLCREEK
Notes to the Financial Statements (Continued)
June 30, 2022

1. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

Measurement Focus, Basis of Accounting, and Financial Statement Presentation (Continued)

The accounts of the City are organized on the basis of funds, each of which is considered a separate accounting entity. The operations of each fund are accounted for with a separate set of self-balancing accounts that comprise its assets, liabilities, reserves, fund balance, revenues, and expenditures or expenses as appropriate. The various funds are summarized by type in the financial statements. The following fund types are used by the City:

The City reports the following major governmental funds:

- The General Fund is the City's primary operating fund. It accounts for all financial resources of the general government, except those required to be accounted for in another fund.
- The Capital Projects Fund accounts for the acquisition and construction of the government's major capital facilities.
- The CRA special revenue fund is used to account for financial resources to be used for the revitalization of blighted areas within the City. This fund is a blended component unit.

The City reports the following major proprietary fund:

- The Storm Water Fund accounts for the operation and maintenance of the storm water system and capital projects for the storm water system.

Additionally, the City reports the following fund type:

- Special revenue fund: The City accounts for park impact fees in a special revenue fund.

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 all enterprise funds are charges to customers for sales and services. Operating expenses for enterprise funds include the cost of sales, services, administrative expenses, and depreciation on capital assets. All revenues and expenses not meeting this definition are reported as nonoperating revenues and expenses.

When both restricted and unrestricted resources are available for use, it is the government's policy to use restricted resources first, then unrestricted resources as they are needed.

MILLCREEK
Notes to the Financial Statements (Continued)
June 30, 2022

1. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

Budgets

Annual budgets are prepared and adopted by ordinance by total for each department, in accordance with State law, by the Mayor and City Council on or before June 22 for the following fiscal year, beginning July 1. Estimated revenues and appropriations may be increased or decreased by resolution of the City Council at any time during the year. A public hearing must be held prior to any proposed increase in a fund's appropriations. Budgets include activities in the General Fund and Special Revenue Funds. Annual budgets are also adopted for Capital Projects Fund which may include activities that overlap several fiscal years. The level of the City's budgetary control (that is, the level at which the City's expenditures cannot legally exceed the appropriated amounts) is established at the department level. Each department head is responsible to the Mayor and City Council for operating within the budget for their department. All annual budgets lapse at fiscal yearend.

Utah State law prohibits the appropriation of the sum of unassigned, assigned, and committed General Fund balance until it exceeds 5% of the General Fund revenues. Until the sum of the stated categories of fund balance is greater than the above amount, it cannot be budgeted, but is used to provide working capital until tax revenue is received, to meet emergency expenditures, and to cover unanticipated deficits. Utah State law prohibits the accumulation of the stated fund balance categories in any amount greater than 35% of the current year's actual revenues.

Once adopted, the budget can be amended by subsequent City Council action. The City Council can amend the budget to any extent, provided the budgeted expenditures do not exceed budgeted revenues and appropriated fund balance, in which case a public hearing must be held. With the consent of the Mayor, department heads may reallocate unexpended appropriated balances from one expenditure account to another within that department during the budget year.

Budgets for the General Fund, Special Revenue Funds, and Capital Projects Fund are prepared on the modified accrual basis of accounting. Encumbrance accounting is not used by the City.

Expenditures in the Capital Projects Fund are budgeted annually on a project-by-project basis. Although it is the intention of the City that each project be funded by a specific revenue source, the adopted budget reflects only total anticipated revenues by source. Since it is not practicable or appropriate to separate revenues and fund balance on a project-by-project basis, the Capital Projects Fund is reported as an individual fund in the accompanying financial statements.

For the year ended June 30, 2022, expenditures exceeded appropriations in the debt service principal and interest department (the legal level of budgetary control) within the debt service function of the general fund by \$126,598. In accordance with the requirements of state law, there was a budget amendment adopted for the subsequent year's budget.

MILLCREEK
Notes to the Financial Statements (Continued)
June 30, 2022

1. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

Assets, Liabilities, Deferred Outflows/Inflows of Resources, and Net Position/Fund Balance

Cash and Cash Equivalents The government's cash and cash equivalents are considered to be cash on hand, demand deposits, and short-term investments with original maturities of three months or less from the date of acquisition.

Investments City policy allows for the investment of funds in time certificates of deposit with federally insured depositories, investment in the Utah Public Treasurer's Investment Fund and other investments allowed by the State of Utah's Money Management Act. Investments are reported at fair value. The State Treasurer's Investment Fund operates in accordance with state laws and regulations. The reported value of the Fund is the same as the fair value of the Fund shares.

Receivables and Payables Activity between funds that are representative of lending/borrowing arrangements outstanding at the end of the fiscal year are referred to as "due to or due from other funds". Advances between funds as reported in the fund financial statements, are offset by a fund balance reserve account in applicable governmental funds to indicate they are not available for appropriation and are not available financial resources.

Tax, intergovernmental and other receivables at June 30, 2022, consisted of property tax, sales tax, franchise tax, grants, utility billings, and other miscellaneous items. The utility billings for charged services are billed to customers on a monthly basis. Taxes, grants, and utility charges are deemed collectible in full, so no allowance for uncollectibles is recorded.

Restricted Assets Certain assets are classified as restricted because their use is restricted by an independent third party, enabling legislation, or other laws and statutes. These restrictions may include future debt service payments, unexpended portions of bonds issued for capital construction, and other agreements with third parties.

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

Capital Assets Capital assets, which include property, plant, 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. Capital assets are defined by the City as assets with an individual cost of more than \$5,000 and an estimated useful life in excess of three 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. The costs of normal maintenance and repairs that do not add to the value of the asset or materially extend assets lives are not capitalized.

MILLCREEK
Notes to the Financial Statements (Continued)
June 30, 2022

1. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

Assets, Liabilities, Deferred Outflows/Inflows of Resources, and Net Position/Fund Balance (Continued)

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

Infrastructure	50 years
Buildings	50 years
Machinery and equipment	5 years

Compensated Absences For governmental funds, amounts of vested or accumulated personal time off (PTO) are not expected to be liquidated with expendable available financial resources are reported as liabilities in the government-wide statement of net position and as expenses in the government-wide statement of activities. No expenditures are reported for these amounts in the fund financial statements. Accumulated PTO may be paid to employees upon termination or retirement if approved by the City Manager.

Taxes On or before June 22 of each year, the City sets the property tax rate for various municipal purposes. If the City intends to increase property tax revenues above the tax rate of the previous year, state law requires the City to provide public notice to property owners and hold public hearings. When these special public hearings are necessary, the adoption of the final budget is made subsequent to June 22. All property taxes levied by the City are assessed and collected by Salt Lake County. Taxes are levied as of January 1 and due November 30; any delinquent taxes are subject to a penalty. Unless the delinquent taxes and penalties are paid before January 15, a lien is attached to the property, and the amount of taxes and penalties bears interest from January 1 until paid. If after five years, delinquent taxes have not been paid, the County sells the property at a tax sale. Tax collections are remitted to the City from the County on a monthly basis.

Sales taxes are collected by the Utah State Tax Commission and remitted to the City monthly. Franchise taxes are collected by utility companies and remitted to the City periodically.

Pensions For purposes of measuring the net pension liability, deferred outflows of resources and deferred inflows of resources related to pensions, and pension expense, information about the fiduciary net position of the Utah Retirement Systems Pension Plan (URS) and additions to/deductions from URS's fiduciary net position have been determined on the same basis as they are reported by URS. For this purpose, benefit payments (including refunds of employee contributions) are recognized when due and payable in accordance with the benefit terms. Investments are reported at fair value.

MILLCREEK
Notes to the Financial Statements (Continued)
June 30, 2022

1. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

Deferred Outflows and Inflows of Resources Deferred outflows of resources represent a consumption of net position that applies to a future period, and is, therefore, deferred until that time. A deferred loss on refunding results from the difference in the carrying value of the refunded debt and the reacquisition price.

Deferred inflows of resources represent an acquisition of net position that applies to a future period, and is, therefore, deferred until that time. Governmental funds report unavailable revenue from property taxes as deferred inflows of resources until such time they can be recognized as revenue in the period that they become available.

Long-term Obligations In the government-wide financial statements and proprietary fund types, 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. Bond premiums and discounts are deferred and amortized over the life of the applicable debt. In the fund financial statements, governmental fund types recognize bond premiums and discounts as well as bond issuance costs, during the current period. The face amount of debt issued is reported as other financing sources while discounts on debt issuances are reported as other financing uses. Issuance costs, whether or not withheld from the actual debt proceeds received, are reported as debt service expenditures.

Fund Balance Governmental fund balance is reported in five separate categories: Nonspendable, restricted, committed, assigned, and unassigned. When both restricted and unrestricted fund balance is available for use, it is the City's policy to use restricted fund balance first. When expenditures qualify for more than one unrestricted fund balance classification, it is the City's policy to use resources in the following order: Committed, assigned, and then unassigned.

Inter-fund Transactions During the course of normal operations, the City has transactions between funds to construct assets, to distribute grant proceeds, etc. These transactions are generally reflected as transfers, which are transfers from a fund authorized to receive certain revenues to the fund through which the resources are to be expended.

Use of Estimates The preparation of financial statements in conformity with accounting principles generally accepted in the United States of America requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of financial statements and the reported amounts of revenues, expenditures and expenses during the reporting period. Actual results could differ from those estimates.

MILLCREEK
Notes to the Financial Statements (Continued)
June 30, 2022

2. RECONCILIATION OF GOVERNMENT-WIDE AND FUND FINANCIAL STATEMENTS

Explanation of Certain Differences Between the Governmental Funds Balance Sheet and the Government-Wide Statement of Net Position

The governmental fund balance sheet includes a reconciliation between total governmental fund balances and net position of governmental activities as reported in the government-wide statement of net position. This difference primarily results from the long-term economic focus of the statement of net position versus the current financial resources focus of the governmental funds balance sheet.

Capital related items:

When capital assets (property, plant and equipment) that are to be used in governmental activities are purchased or constructed, the costs of those assets are reported as expenditures in governmental funds. However, the statement of net position includes those capital assets among the assets of the City as a whole.

Cost of capital assets	\$ 184,563,188
Accumulated depreciation	<u>(8,148,058)</u>
Capital assets, net	<u><u>\$ 176,415,130</u></u>

Long-term debt transactions:

Long-term liabilities applicable to the City's governmental activities are not due and payable in the current period and accordingly are not reported as fund liabilities in the fund financials. All liabilities (both current and long-term) are reported in the statement of net position. Balances at June 30, 2022 were:

Sales Tax Revenue bonds	\$ 52,770,000
Premiums on sales tax revenue bonds	5,484,138
Accrued interest payable on long-term debt	151,754
Compensated absences	<u>252,603</u>
	<u><u>\$ 58,658,495</u></u>

MILLCREEK
Notes to the Financial Statements (Continued)
June 30, 2022

2. RECONCILIATION OF GOVERNMENT-WIDE AND FUND FINANCIAL STATEMENTS (CONTINUED)

Explanation of Certain Differences Between Governmental Funds Operating Statements and the Statement of Net Activities

The governmental funds statement of revenues, expenditures, and change in fund balances includes a reconciliation between net change in fund balances - total governmental funds and change in net position of governmental activities as reported in the government-wide statement of activities. The first element of this reconciliation states that capital outlays and contributions are reported in the governmental fund as expenditures while the government-wide statement of activities allocates these costs over the useful lives of the assets as depreciation. While shown in the reconciliation as the net difference, the elements of this difference are as follow:

Capital outlays and contributions	\$ 23,241,441
Depreciation expense	(1,544,193)
Loss on disposal of assets	<u>(1,103,340)</u>
Net difference, as reported	<u><u>\$ 20,593,908</u></u>

3. DEPOSITS AND INVESTMENTS

The City maintains a cash and investment pool that is available for use by all funds. Cash includes amounts in demand deposits and cash on hand. Investments are stated at cost, which approximates fair value. Each fund’s portion of this pool is displayed on the combined balance sheet as “cash and cash equivalents,” which also includes cash accounts that are separately held by several of the City’s funds.

As of June 30, 2022, the City’s demand deposits and cash on hand amounted to \$71,131,438.

Deposits – Utah State law requires that City funds be deposited with a "qualified depository" as defined by the Utah Money Management Act. "Qualified depository" includes any depository institution which has been certified by the Utah State Commissioner of Financial Institutions as having met the requirements as defined in Rule 11 of the Utah Money Management Act. Rule 11 establishes the formula for determining the amount of public funds which a qualified depository may hold in order to minimize risk of loss and defines capital requirements which an institution must maintain to be eligible to accept public funds.

Investments – The State of Utah Money Management Council has the responsibility to advise the State Treasurer about investment policies, promote measures and rules that will assist in strengthening the banking and credit structure of the state, and review the rules adopted under the authority of the State of Utah Money Management Act (UMMA) that relate to the deposit and investment of public funds.

MILLCREEK
Notes to the Financial Statements (Continued)
June 30, 2022

3. DEPOSITS AND INVESTMENTS (CONTINUED)

The City follows the requirements of UMMA (Utah Code, Title 51, Chapter 7) in handling its depository and investment transactions. The Act requires the depositing of City funds in a qualified depository, which is defined as a financial institution whose deposits are insured by an agency of the Federal Government and which has been certified by the State Commissioner of Financial Institutions as meeting the requirements of the Act and adhering to the rules of the Utah Money Management Council. UMMA defines types of securities authorized as appropriate investments for the City's funds and the conditions for making investment transactions. Investment transactions may be conducted only through qualified depositories, certified dealers, or directly with issuers of the investment securities.

Statutes authorize the City to invest in negotiable or nonnegotiable deposits of qualified depositories and permitted negotiable depositories; repurchase and reverse repurchase agreements; commercial paper that is classified as "first tier" by two nationally recognized statistical rating organizations; bankers' acceptances; obligations of the United States Treasury including bills, notes, and bonds; obligations, other than mortgage derivative products, issued by U.S. government sponsored enterprises (U.S. Agencies) such as the Federal Home Loan Bank System, Federal Home Loan Mortgage Corporation (Freddie Mac), and Federal National Mortgage Association (Fannie Mae); bonds, notes, and other evidence of indebtedness of political subdivisions of the State; fixed rate corporate obligations and variable rate securities rated "A" or higher, or the equivalent of "A" or higher, by two nationally recognized statistical rating organizations; shares or certificates in a money market mutual fund as defined in UMMA; and the Utah State Public Treasurers' Investment Fund. The City has complied with the UMMA and rules of the Money Management Council with regard to deposits and investments. The City has a separate deposit and investment policy which requires City to follow UMMA.

The Utah State Treasurer's Office operates the Public Treasurers' Investment Fund (PTIF). The PTIF is available for investment of funds administered by any Utah public treasurer and is not registered with the SEC as an investment company. The PTIF is authorized and regulated by UMMA. The Act established the Money Management Council which oversees the activities of the State Treasurer and the PTIF and details the types of authorized investments. Deposits in the PTIF are not insured or otherwise guaranteed by the State of Utah, and participants share proportionally in any realized gains or losses on investments.

The PTIF operates and reports to participants on an amortized cost basis. The income, gains, and losses of the PTIF, net of administration fees, are allocated based upon the participant's average daily balance. The fair value of the PTIF investment pool is approximately equal to the value of the pool shares.

MILLCREEK
Notes to the Financial Statements (Continued)
June 30, 2022

3. DEPOSITS AND INVESTMENTS (CONTINUED)

Fair Value of Investments

The City measures and records its investments using fair value measurement guidelines established by generally accepted accounting principles. These guidelines recognize a three-tiered fair value hierarchy, as follows:

- Level 1: Financial instruments with unadjusted, quoted prices listed on active market exchanges.
- Level 2: Financial instruments lacking unadjusted, quoted prices from active market exchanges, including over-the-counter traded financial instruments. The prices for the financial instruments are determined using prices for recently traded financial instruments with similar underlying terms as well as directly or indirectly observable inputs, such as interest rates and yield curves that are observable at commonly quoted intervals.
- Level 3: Financial instruments that are not actively traded on a market exchange. This category includes situations where there is little, if any, market activity for the financial instruments. The prices are determined using significant unobservable inputs or valuation techniques. Quoted prices for identical investments in active markets.

At June 30, 2022, the City had the following recurring fair value measurements.

	06/30/22	Fair Value Measurements Using		
		Level 1	Level 2	Level 3
Debt Securities				
PTIF	\$ 70,373,593	\$ -	\$ 70,373,593	\$ -
Total debt securities	<u>\$ 70,373,593</u>	<u>\$ -</u>	<u>\$ 70,373,593</u>	<u>\$ -</u>

The City’s cash and cash equivalents and investments are exposed to certain risks as outlined below:

Custodial credit risk – deposits is the risk that in the event of a bank failure, the City’s deposits may not be returned. As of June 30, 2022, \$1,296,134 of the City’s \$1,546,134 balance of deposits was exposed to custodial credit risk because it was uninsured and uncollateralized. UMMA does not require deposits to be insured or collateralized and the City has no formal policy regarding deposit credit risk. UMMA requires that the City keep deposits in a qualified depository, which the City has done.

Custodial credit risk – investments is the risk that in the event of the failure of the counterparty, the City will not be able to recover the value of its investments that are in the possession of an outside party. Of the City’s investment in the PTIF of \$70,373,593, the City has no custodial credit risk exposure as the PTIF is an external investment pool managed by the Utah State Treasurer and is not categorized as to custodial credit risk.

MILLCREEK
Notes to the Financial Statements (Continued)
June 30, 2022

3. DEPOSITS AND INVESTMENTS (CONTINUED)

Credit risk is the risk that an issuer or other counterparty to an investment will not fulfill its obligations. The City’s policy for limiting the credit risks of investments is to comply with UMMA.

Interest rate risk is the risk that changes in the interest rates will adversely affect the fair value of an investment. The City has no formal policy relating to specific investment-related interest rate risk. The City manages its exposure by investing mainly in the PTIF and by adhering to UMMA. The Act requires that the remaining term to maturity may not exceed the period of availability of the funds to be invested. The Act further limits the remaining term to maturity on all investments in commercial paper, bankers’ acceptances, fixed rate negotiable deposits, and fixed rate corporate obligations to 270 days - 15 months or less. The Act further limits the remaining term to maturity on all investments in obligations of the United States Treasury; obligations issued by U.S. government sponsored enterprises; and bonds, notes, and other evidence of indebtedness of political subdivisions of the State to 5 years. In addition, variable rate negotiable deposits and variable rate securities may not have a remaining term to final maturity exceeding 3 years.

As of June 30, 2022, the City’s investments had the following maturities and ratings:

Investment Type	Fair Value	Investment Maturities (in Years)		Quality Ratings
		Less Than 1	1-5	
PTIF	\$ 70,373,593	\$ 70,373,593	\$ -	Unrated
	<u>\$ 70,373,593</u>	<u>\$ 70,373,593</u>	<u>\$ -</u>	

Concentration of credit risk is the risk of loss attributed to the magnitude of a City’s investment in a single issuer. The City’s policy for reducing this risk of loss is to comply with the rules of the Money management Council. Rule 17 of the Money Management Council limits investments in a single issuer of commercial paper and corporate obligations to 5-10% depending upon the total dollar amount held in the portfolio. The City’s investment in the PTIF has no concentration of credit risk as the PTIF is an external investment pool managed by the Utah State Treasurer.

The PTIF invests in high-grade securities which are delivered to the custody of the Utah State Treasurer, assuring a perfected interest in the securities, and, therefore, there is very little credit risk except in the most unusual and unforeseen circumstances. The maximum weighted average life of the portfolio does not exceed 90 days. Twice a year, at June 30 and December 31, which are the accounting periods for public entities, the investments are valued at fair value and participants are informed of the fair value valuation factor. Additional information is available at the Utah State Treasurers’ Office.

The City did not enter into any reverse repurchase agreements during the year. Bond deposits are held by an appointed trustee in accordance with the Bond Resolutions. Repurchase agreements are secured by uninsured, unregistered securities held by the counter party but not in the City’s name.

MILLCREEK
Notes to the Financial Statements (Continued)
June 30, 2022

4. ACCOUNTS RECEIVABLE

Receivables as of June 30, 2022 for the City's individual major funds, including the applicable allowances for uncollectible accounts, are as follows:

	General	Special Revenue Fund	Storm Water Fund	Total
Receivables:				
Taxes	\$ 14,792,831	\$ 1,350,000	-	\$ 16,142,831
Accounts and others	-	-	547,157	547,157
Intergovernmental	564,391	-	-	564,391
Gross receivables	15,357,222	1,350,000	547,157	17,254,379
Less: allowance for uncollectibles	-	-	-	-
Net total receivables	<u>\$ 15,357,222</u>	<u>\$ 1,350,000</u>	<u>\$ 547,157</u>	<u>\$ 17,254,379</u>

Governmental funds report deferred revenue as deferred inflows of resources 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 June 30, 2022, the various components of deferred revenue and unearned revenue reported in the government funds were as follows:

	Deferred Inflows of Resources	Unearned
Property taxes receivable	\$ 11,687,500	\$ -
Property taxes receivable (CRA)	1,350,000	-
ARPA funds	-	264,000
Total deferred inflows of resources/ unearned revenue, governmental funds	<u>\$ 13,037,500</u>	<u>\$ 264,000</u>

MILLCREEK
Notes to the Financial Statements (Continued)
June 30, 2022

5. CAPITAL ASSETS

Capital asset activity for the year ended June 30, 2022 was as follows:

	7/1/21	Increases	Decreases	6/30/22
<u>Governmental activities</u>				
Capital assets:				
Land	\$ 92,067,824	\$ 4,856,714	\$ (1,103,340)	\$ 95,821,198
Construction in progress	-	4,038,657	-	4,038,657
Buildings and improvements	1,149,259	2,300,000	-	3,449,259
Other improvements	6,283,925	5,321,121	-	11,605,046
Infrastructure	62,360,925	6,576,347	-	68,937,272
Machinery and equipment	563,154	148,602	-	711,756
Total capital assets	<u>162,425,087</u>	<u>23,241,441</u>	<u>(1,103,340)</u>	<u>184,563,188</u>
Accumulated depreciation:				
Buildings and improvements	(66,431)	(22,985)	-	(89,416)
Other improvements	(56,180)	(134,547)	-	(190,727)
Infrastructure	(6,148,355)	(1,258,179)	-	(7,406,534)
Machinery and equipment	(332,899)	(128,482)	-	(461,381)
Total accumulated depreciation	<u>(6,603,865)</u>	<u>(1,544,193)</u>	<u>-</u>	<u>(8,148,058)</u>
Net governmental capital assets	<u>\$ 155,821,222</u>	<u>\$ 21,697,248</u>	<u>\$ (1,103,340)</u>	<u>\$ 176,415,130</u>
<u>Business-type activities</u>				
Capital assets:				
Storm water infrastructure	\$ 20,812,815	\$ 306,598	\$ -	\$ 21,119,413
Equipment	63,499	204,254	-	267,753
Total capital assets	<u>20,876,314</u>	<u>510,852</u>	<u>-</u>	<u>21,387,166</u>
Accumulated depreciation:				
Storm water infrastructure	(2,002,686)	(419,322)	-	(2,422,008)
Equipment	(12,314)	(46,742)	-	(59,056)
Total accumulated depreciation	<u>(2,015,000)</u>	<u>(466,064)</u>	<u>-</u>	<u>(2,481,064)</u>
Net business-type capital assets	<u>\$ 18,861,314</u>	<u>\$ 44,788</u>	<u>\$ -</u>	<u>\$ 18,906,102</u>

In the government-wide financial statements depreciation was charged as follows by program or activity:

Governmental activities:	
General government	\$ 286,014
Highways and public improvements	1,258,179
Total depreciation expense - governmental activities	<u>\$ 1,544,193</u>
Business-type activities:	
Storm water	<u>\$ 466,064</u>

MILLCREEK
Notes to the Financial Statements (Continued)
June 30, 2022

6. LONG-TERM DEBT

Changes in Long-Term Liabilities

Long-term liability activity for the year ended June 30, 2022 was as follows:

	<u>7/1/21</u>	<u>Additions</u>	<u>Reductions</u>	<u>6/30/22</u>	<u>Due in One Year</u>
<u>Governmental activities</u>					
Bonds payable:					
Sales tax revenue	\$ 17,345,000	\$ 36,265,000	\$ (840,000)	\$ 52,770,000	\$ 680,000
Premium	2,616,188	3,105,424	(237,474)	5,484,138	-
Total bonds payable	19,961,188	39,370,424	(1,077,474)	58,254,138	680,000
Compensated absences	196,077	265,715	(209,189)	252,603	202,082
Net pension liability	87,589	-	(87,589)	-	-
Governmental activity long-term liabilities	<u>\$ 20,244,854</u>	<u>\$ 39,636,139</u>	<u>\$(1,374,252)</u>	<u>\$ 58,506,741</u>	<u>\$ 882,082</u>
	<u>7/1/21</u>	<u>Additions</u>	<u>Reductions</u>	<u>6/30/22</u>	<u>Due in One Year</u>
<u>Business-type activities</u>					
Compensated absences	\$ 25,310	\$ 31,565	\$ (26,777)	\$ 30,098	\$ 28,979
Net pension liability	9,731	-	(9,731)	-	-
Business-type activity long-term liabilities	<u>\$ 35,041</u>	<u>\$ 31,565</u>	<u>\$ (36,508)</u>	<u>\$ 30,098</u>	<u>\$ 28,979</u>

Revenue Bonds

<u>Bond Description</u>	<u>Original Issue</u>	<u>Annual Principal</u>	<u>Interest Rate</u>	<u>Final Due Date</u>	<u>Outstanding as of 6/30/22</u>
Sales Tax Revenue Bonds, Series 2019	\$17,345,000	\$140,000 to \$1,770,000	4% to 5%	12/1/39	\$ 17,345,000
Sales Tax Revenue Bonds, Series 2021	<u>36,265,000</u>	\$680,000 to \$1,740,000	2.125% to 5.00%	6/1/51	<u>35,425,000</u>
	<u>\$53,610,000</u>				<u>\$ 52,770,000</u>

On August 5, 2021, the City issued Sales Tax Revenue Bonds Series 2021 in the amount of \$36,265,000. The bonds were sold at a premium of \$3,105,424, less an underwriter's discount and bond issuance costs totaling \$370,424, resulting in total proceeds of \$39,000,000. The bonds were issued for the construction of a new city administration building.

MILLCREEK
Notes to the Financial Statements (Continued)
June 30, 2022

6. LONG-TERM DEBT (CONTINUED)

Revenue bond debt service requirements to maturity are as follows:

	Principal	Interest	Total
2023	\$ 680,000	\$ 1,821,050	\$ 2,501,050
2024	715,000	1,787,050	2,502,050
2025	890,000	1,747,800	2,637,800
2026	1,065,000	1,699,800	2,764,800
2027	1,220,000	1,643,675	2,863,675
2028 - 2032	8,950,000	7,090,025	16,040,025
2033 - 2037	13,035,000	4,899,900	17,934,900
2038 - 2042	11,795,000	2,521,650	14,316,650
2043 - 2047	7,670,000	1,226,256	8,896,256
2048 - 2051	6,750,000	362,313	7,112,313
	<u>\$52,770,000</u>	<u>\$24,799,519</u>	<u>\$77,569,519</u>

7. RETIREMENT SYSTEMS AND PENSION PLANS

General Information About the Pension Plan

Plan Description Eligible plan participants are provided with pensions through the Utah Retirement Systems. The Utah Retirement Systems are comprised of the following pension trust funds:

Public Employees Noncontributory Retirement System (Noncontributory System); is a multiple employer, cost sharing, public employee retirement system.

Tier 2 Public Employees Contributory Retirement System (Tier 2 Public Employees System) is a multiple employer, cost sharing, public employee retirement system.

The Tier 2 Public Employees System became effective July 1, 2011. All eligible employees beginning work on or after July 1, 2011, who has no previous service credit with any of the Utah Retirement Systems, are members of the Tier 2 Retirement System.

The Utah Retirement Systems (Systems) are established and governed by the respective sections of Title 49 of the Utah Code Annotated 1953, as amended. The Systems' defined benefit plans are amended statutorily by the State Legislature. The Utah State Retirement Office Act in Title 49 provides for the administration of the Systems under the direction of the Board, whose members are appointed by the Governor. The Systems are fiduciary funds defined as pension (and other employee benefit) trust funds. URS is a component unit of the State of Utah. Title 49 of the Utah Code grants the authority to establish and amend the benefit terms.

URS issues a publicly available financial report that can be obtained by writing Utah Retirement System, 560 E 200 S, Salt Lake City, Utah 84102 or visiting the website: www.urs.org/general/publications.

MILLCREEK
Notes to the Financial Statements (Continued)
June 30, 2022

7. RETIREMENT SYSTEMS AND PENSION PLANS (CONTINUED)

Summary of Benefits by System

URS provides retirement, disability, and death benefits. Retirement benefits are as follows:

System	Final Average Salary	Years of Service Required and/or Age Eligible for Benefit	Benefit Percent Per Year of Service	COLA**
Noncontributory System	Highest 3 years	30 years any age 25 years any age* 20 years age 60* 10 years age 62* 4 years age 65	2.0% per year all years	Up to 4%
Tier 2 Public Employees System	Highest 5 years	35 years any age 20 years any age 60* 10 years age 62* 4 years age 65	1.5% per year all years	Up to 2.50%

*with actuarial reductions

**All post-retirement cost-of-living adjustments are non-compounding and are based on the original benefit except for Judges, which is a compounding benefit. The cost-of-living adjustments are also limited to the actual Consumer Price Index (CPI) increase for the year, although unused CPI increases not met may be carried forward to subsequent years.

Contribution Rate Summary

As a condition of participation in the Systems, employers and/or employees are required to contribute certain percentages of salary and wages as authorized by statute and specified by the URS Board. Contributions are actuarially determined as an amount that, when combined with employee contributions (where applicable), is expected to finance the costs of benefits earned by employees during the year, with an additional amount to finance any unfunded actuarial accrued liability. Contribution rates as of June 30, 2022 are as follows:

	Employee Paid	Employer Contribution Rates	Employer Rate for 401(k) Plan
Contributory System			
111- Local Governmental Division Tier 2	N/A	16.07%	0.62%
Noncontributory System			
15- Local Governmental Division Tier 1	N/A	18.47%	N/A
Tier 2 DC Only			
211 - Local Government	N/A	6.69%	10.00%

Tier 2 rates include a statutory required contribution to finance the unfunded actuarial accrued liability of the Tier 1 plans.

MILLCREEK
Notes to the Financial Statements (Continued)
June 30, 2022

7. RETIREMENT SYSTEMS AND PENSION PLANS (CONTINUED)

For fiscal year ended June 30, 2022, the employer and employee contributions to the System were as follows:

<u>System</u>	<u>Employer Contributions</u>	<u>Employee Contributions</u>
Noncontributory System	\$ 293,166	N/A
Tier 2 Public Employees System	148,876	-
Tier 2 DC Only System	35,775	N/A
Total Contributions	<u>\$ 477,817</u>	<u>\$ -</u>

Contributions reported are the URS Board-approved required contributions by System. Contributions in the Tier 2 Systems are used to finance the unfunded liabilities in the Tier 1 Systems.

Combined Pension Assets, Liabilities, Expense, and Deferred Outflows and Inflows of Resources Relating to Pensions

At June 30, 2022, the City reported a net pension asset of \$1,105,606 and a net pension liability of \$0.

	<u>(Measurement Date): December 31, 2021</u>			<u>Proportionate Share December 31, 2020</u>	<u>Change</u>
	<u>Net Pension Asset</u>	<u>Net Pension Liability</u>	<u>Proportionate Share</u>		
Noncontributory System	\$ 1,084,221	\$ -	0.1893139%	0.1752062%	0.0141077%
Tier 2 Public Employees System	21,385	-	0.0505277%	0.0517776%	-0.0012499%
Total Net Pension Asset / Liability	<u>\$ 1,105,606</u>	<u>\$ -</u>			

The net pension asset and liability was measured as of December 31, 2021, and the total pension liability used to calculate the net pension asset and liability was determined by an actuarial valuation as of January 1, 2021 and rolled-forward using generally accepted actuarial procedures. The proportion of the net pension asset and liability is equal to the ratio of the employer's actual contributions to the Systems during the plan year over the total of all employer contributions to the System during the plan year.

For the year ended June 30, 2022, the City recognized pension expense of \$102,938.

MILLCREEK
Notes to the Financial Statements (Continued)
June 30, 2022

7. RETIREMENT SYSTEMS AND PENSION PLANS (CONTINUED)

At June 30, 2022, the City reported deferred outflows of resources and deferred inflows of resources relating to pensions from the following sources:

	Deferred Outflows of Resources	Deferred Inflows of Resources
Differences between expected and actual experience	\$ 123,949	\$ 2,755
Changes in assumptions	121,698	7,200
Net difference between projected and actual earnings on pension plan investments	-	1,512,598
Changes in proportion and differences between contributions and proportionate share of contributions	95,702	-
Contributions subsequent to the measurement date	245,446	-
Total	<u>\$ 586,795</u>	<u>\$ 1,522,553</u>

\$245,446 reported as deferred outflows of resources related to pensions results from contributions made by the City prior to the fiscal year end, but subsequent to the measurement date of December 31, 2021.

These contributions will be recognized as a reduction of the net pension liability in the upcoming fiscal year. Other amounts reported as deferred outflows of resources and deferred inflows of resources related to pensions, will be recognized in pension expense as follows:

Year Ended December 31,	Net Deferred Outflows (Inflows) of Resources
2021	\$ (188,929)
2022	(409,635)
2023	(360,732)
2024	(247,591)
2025	4,451
Thereafter	21,231

MILLCREEK
Notes to the Financial Statements (Continued)
June 30, 2022

7. RETIREMENT SYSTEMS AND PENSION PLANS (CONTINUED)

Noncontributory System Pension Expense and Deferred Outflows and Inflows of Resources

For the year ended June 30, 2022, the City recognized pension expense of \$28,411.

At June 30, 2022, the City reported deferred outflows of resources and deferred inflows of resources relating to pensions from the following sources:

	Deferred Outflows of Resources	Deferred Inflows of Resources
Differences between expected and actual experience	\$ 113,560	\$ -
Changes in assumptions	101,758	6,998
Net difference between projected and actual earnings on pension plan investments	-	1,459,758
Changes in proportion and differences between contributions and proportionate share of contributions	80,679	-
Contributions subsequent to the measurement date	<u>154,759</u>	<u>-</u>
Total	<u>\$ 450,756</u>	<u>\$ 1,466,756</u>

\$154,759 reported as deferred outflows of resources related to pensions results from contributions made by the City prior to the fiscal year end, but subsequent to the measurement date of December 31, 2021.

These contributions will be recognized as a reduction of the net pension liability in the upcoming fiscal year. Other amounts reported as deferred outflows of resources and deferred inflows of resources related to pensions, will be recognized in pension expense as follows:

Year Ended December 31,	Net Deferred Outflows (Inflows) of Resources	
2021	\$	(179,270)
2022		(397,177)
2023		(351,769)
2024		(242,544)
2025		-
Thereafter		-

MILLCREEK
Notes to the Financial Statements (Continued)
June 30, 2022

7. RETIREMENT SYSTEMS AND PENSION PLANS (CONTINUED)

Tier 2 Public Employees System Pension Expense and Deferred Outflows and Inflows of Resources

For the year ended June 30, 2022, the City recognized pension expense of \$74,527.

At June 30, 2022, the City reported deferred outflows of resources and deferred inflows of resources relating to pensions from the following sources:

	Deferred Outflows of Resources	Deferred Inflows of Resources
Differences between expected and actual experience	\$ 10,389	\$ 2,755
Changes in assumptions	19,940	202
Net difference between projected and actual earnings on pension plan investments	-	52,840
Changes in proportion and differences between contributions and proportionate share of contributions	15,023	-
Contributions subsequent to the measurement date	<u>90,687</u>	<u>-</u>
Total	<u>\$ 136,039</u>	<u>\$ 55,797</u>

\$90,687 reported as deferred outflows of resources related to pensions results from contributions made by the City prior to the fiscal year end, but subsequent to the measurement date of December 31, 2021.

These contributions will be recognized as a reduction of the net pension liability in the upcoming fiscal year. Other amounts reported as deferred outflows of resources and deferred inflows of resources related to pensions, will be recognized in pension expense as follows:

Year Ended December 31,	Net Deferred Outflows (Inflows) of Resources
2021	\$ (9,659)
2022	(12,459)
2023	(8,964)
2024	(5,047)
2025	4,451
Thereafter	21,231

MILLCREEK
Notes to the Financial Statements (Continued)
June 30, 2022

7. RETIREMENT SYSTEMS AND PENSION PLANS (CONTINUED)

Actuarial Assumptions

The total pension liability in the December 31, 2021 actuarial valuation was determined using the following actuarial assumptions, applied to all periods included in the measurement:

Inflation	2.50 percent
Salary increases	3.25 - 9.75 percent, average, including inflation
Investment rate of return	6.85 percent, net of pension plan investment expense, including inflation

Mortality rates were developed from actual experience and mortality tables based on gender, occupation and age as appropriate, with adjustments for future improvement in mortality based on Scale AA, a model developed by the Society of Actuaries.

The actuarial assumptions used in the January 1, 2021 valuation were based on the results of an actuarial experience study for the five-year period ending December 31, 2019.

The long-term expected rate of return of pension plan investments was determined using a building-block method in which best-estimate ranges of expected future real rates of return (expected returns, net of pension plan investment expense and inflation) are developed for each major asset class. These ranges are combined to produce the long-term expected rate of return by weighting the expected future real rates of return by the target asset allocation percentage and by adding expected inflation. The target allocation and best estimates of arithmetic real rates of return or each major asset class are summarized in the following table:

Asset Class	Expected Return Arithmetic Basis		
	Target Asset Allocation	Real Return Arithmetic Basis	Long-Term Expected Portfolio Real Rate of Return
Equity securities	37%	6.58%	2.43%
Debt securities	20%	-0.28%	-0.06%
Real assets	15%	5.77%	0.87%
Private equity	12%	9.85%	1.18%
Absolute return	16%	2.91%	0.47%
Cash and cash equivalents	0%	-1.01%	0.00%
Totals	100%		4.89%
		Inflation	2.50%
		Expected arithmetic nominal return	7.39%

The 6.85% assumed investment rate of return is comprised of an inflation rate of 2.50% and a real return of 4.35% that is net of investment expense.

MILLCREEK
Notes to the Financial Statements (Continued)
June 30, 2022

7. RETIREMENT SYSTEMS AND PENSION PLANS (CONTINUED)

Discount Rate

The discount rate used to measure the total pension liability was 6.85 percent. The projection of cash flows used to determine the discount rate assumed that employee contributions will be made at the current contribution rate and that contributions from all participating employers will be made at contractually required rates that are actuarially determined and certified by the URS Board. Based on those assumptions, the pension plan's fiduciary net position was projected to be available to make all projected future benefit payments of current active and inactive employees. Therefore, the long-term expected rate of return on pension plan investments was applied to all periods of projected benefit payments to determine the total pension liability. The discount rate does not use the Municipal Bond Index Rate. The discount rate was reduced from 6.95 to 6.85% percent from the prior measurement date.

Sensitivity to the Proportionate Share of the Net Pension Asset and Liability to Changes in the Discount Rate

The following presents the proportionate share of the net pension liability calculated using the discount rate of 6.85 percent, as well as what the proportionate share of the net pension liability would be if it were calculated using a discount rate that is 1-percentage-point lower (5.85 percent) or 1-percentage-point higher (7.85 percent) than the current rate:

<u>System</u>	1% Decrease (5.85%)	Discount Rate (6.85%)	1% Increase (7.85%)
Noncontributory System	\$ 583,018	\$ (1,084,221)	\$ (2,475,207)
Tier 2 Public Employees System	127,418	(21,385)	(135,635)
Total	<u>\$ 710,436</u>	<u>\$ (1,105,606)</u>	<u>\$ (2,610,842)</u>

***Pension plan fiduciary net position: Detailed information about the fiduciary net position of the pension plans is available in the separately issued URS financial report.

Defined Contribution Savings Plans

The Defined Contribution Savings Plans are administered by the Utah Retirement Systems Board and are generally supplemental plans to the basic retirement benefits of the Retirement Systems but may also be used as a primary retirement plan. These plans are voluntary tax-advantaged retirement savings programs authorized under sections 401(k), 457(b) and 408 of the Internal Revenue Code. Detailed information regarding plan provisions is available in the separately issued URS financial report.

MILLCREEK
Notes to the Financial Statements (Continued)
June 30, 2022

7. RETIREMENT SYSTEMS AND PENSION PLANS (CONTINUED)

Defined Contribution Savings Plans (Continued)

Millcreek City participates in the following Defined Contribution Savings Plans with Utah Retirement Systems:

- 401(k) Plan
- 457(b) Plan
- Roth IRA Plan

Employee and employer contributions to the Utah Retirement Defined Contribution Savings Plans for fiscal year ended June 30 were as follows:

	<u>2022</u>	<u>2021</u>	<u>2020</u>
401(k) Plan*			
Employer contributions	\$ 292,028	\$ 261,357	\$ 260,538
Employee contributions	221,260	193,126	174,862
457 Plan			
Employer contributions	-	-	-
Employee contributions	47,375	34,700	28,400
Roth IRA Plan			
Employer contributions	N/A	N/A	N/A
Employee contributions	11,030	4,810	5,510

* The employer paid 401(k) contributions include the totals paid for employees in the Tier 2 Defined Contribution 401(k) Plan.

8. COMMITMENTS

The City has entered into several contracts with other governmental agencies to provide various services. These services include Public Safety (police and animal services) and Public Works. The term of each of these contracts is one year or less.

9. CONTINGENT LIABILITIES

The City is involved in various claims and legal actions arising in the ordinary course of events. In the opinion of management, the ultimate disposition of these matters will not have a material adverse effect on the City's financial position or results of operations.

MILLCREEK
Notes to the Financial Statements (Continued)
June 30, 2022

10. RISK MANAGEMENT

The City is exposed to various risks of loss related to torts; theft of; damage to and destruction of assets; errors and omissions and natural disasters. The City participates in the Utah Local Government Insurance Trust, a public entity risk pool to manage its risk of loss. The City pays an annual premium to the trust for its general insurance coverage. The Trust was created to be self-sustaining through member premiums and will reinsure through commercial companies for claims in excess of one million dollars for each insured event. As of June 30, 2022, there were no outstanding unpaid claims for the City. Also, the City had no claim settlements during the three years ending June 30, 2022 which exceeded its insurance coverage. The City also has fidelity bond coverage with a private carrier.

11. TRANSFERS RECONCILIATION

Transfers among the funds for the year ended June 30, 2022 are described below. Transfers are made to meet the ongoing needs of the City to complete various projects.

	In	Out
General Fund	\$ -	\$ 50,522,240
Capital Projects Fund	51,818,985	-
Community Reinvestment Fund	-	1,305,495
Storm Water Fund	8,750	-
Totals	\$ 51,827,735	\$ 51,827,735

MILLCREEK
Schedule of Revenues, Expenditures, and Changes in Fund Balance –
Budget and Actual – Capital Projects Fund
For the Year Ended June 30, 2022

	<u>Budgeted Amounts</u>		<u>Actual</u>	Variance With
	<u>Original</u>	<u>Final</u>		Final Budget
				Positive
				(Negative)
<u>REVENUES</u>				
Intergovernmental	\$ -	\$ 13,593,730	\$ 13,739,453	\$ 145,723
Interest	10,000	170,000	189,904	19,904
Total revenues	<u>10,000</u>	<u>13,763,730</u>	<u>13,929,357</u>	<u>165,627</u>
<u>EXPENDITURES</u>				
Capital outlay	2,803,860	71,398,242	22,607,694	48,790,548
Total expenditures	<u>2,803,860</u>	<u>71,398,242</u>	<u>22,607,694</u>	<u>48,790,548</u>
Excess (deficiency) of revenues over (under) expenditures	<u>(2,793,860)</u>	<u>(57,634,512)</u>	<u>(8,678,337)</u>	<u>48,956,175</u>
<u>OTHER FINANCING SOURCES</u>				
Transfers in	857,860	51,809,255	51,818,985	9,730
Total other financing sources	<u>857,860</u>	<u>51,809,255</u>	<u>51,818,985</u>	<u>9,730</u>
Net change in fund balance	(1,936,000)	(5,825,257)	43,140,648	48,965,905
Fund balance at beginning of year	9,416,116	9,416,116	9,416,116	-
Fund balance at end of year	<u>\$ 7,480,116</u>	<u>\$ 3,590,859</u>	<u>\$ 52,556,764</u>	<u>\$ 48,965,905</u>

MILLCREEK
Schedule of Revenues, Expenditures, and Changes in Fund Balance –
Budget and Actual – Park Impact Special Revenue Fund
For the Year Ended June 30, 2022

	<u>Budgeted Amounts</u>		<u>Actual</u>	Variance With Final Budget Positive (Negative)
	<u>Original</u>	<u>Final</u>		
<u>REVENUES</u>				
Special assessments	\$ -	\$ -	\$ 39,801	\$ 39,801
Interest income	-	-	896	896
Total revenues	<u>-</u>	<u>-</u>	<u>40,697</u>	<u>40,697</u>
Net change in fund balance	-	-	40,697	40,697
Fund balance at beginning of year	<u>162,203</u>	<u>162,203</u>	<u>162,203</u>	<u>-</u>
Fund balance at end of year	<u>\$ 162,203</u>	<u>\$ 162,203</u>	<u>\$ 202,900</u>	<u>\$ 40,697</u>

MILLCREEK
Schedule of the Proportionate Share of the Net Pension Liability
Last Ten Fiscal Years

	As of December 31,	Proportion of Net Pension Liability (Asset)	Proportionate Share of the Net Pension Liability (Asset)	Covered Payroll	Proportionate Share of the Net Pension Liability (Asset) as a Percentage of its Covered Payroll	Plan Fiduciary Net Position as a Percentage of its Covered Payroll
Noncontributory System	2018	0.1140939%	\$ 840,156	\$ 920,290	91.29%	87.00%
	2019	0.1684213%	634,758	1,297,950	48.90%	93.70%
	2020	0.1752062%	89,871	1,329,498	6.76%	99.20%
	2021	0.1893139%	(1,084,221)	1,446,729	-74.94%	108.70%
Tier 2 Public Employees System	2018	0.0350169%	\$ 14,997	\$ 406,399	3.69%	90.80%
	2019	0.0595987%	13,404	828,342	1.62%	96.50%
	2020	0.0517776%	7,447	827,639	0.90%	98.30%
	2021	0.0505277%	(21,385)	938,349	-2.28%	103.80%

Note:

* This schedule usually covers the 10 most recent fiscal years; however, this is the information available as of the implementation year of GASB 68.

MILLCREEK
Schedule of Pension Contributions
Last Ten Fiscal Years

	As of fiscal year ended June 30,	Actuarial Determined Contributions	Contributions in Relation to the Contractually Required Contribution	Contribution Deficiency (Excess)	Covered Payroll	Contributions as a Percentage of Covered Payroll
Noncontributory System	2018	\$ 83,431	\$ 83,431	\$ -	\$ 451,711	18.47%
	2019	214,893	214,893	-	1,165,396	18.44%
	2020	246,160	246,160	-	1,332,755	18.47%
	2021	253,244	253,244	-	1,371,109	18.47%
	2022	293,166	293,166	-	1,587,253	18.47%
Tier 2 Public Employees System*	2018	28,752	28,752	-	190,281	15.11%
	2019	103,052	103,052	-	663,143	15.54%
	2020	128,272	128,272	-	819,108	15.66%
	2021	142,376	142,376	-	901,108	15.80%
	2022	148,876	148,876	-	926,421	16.07%
Tier 2 Public Employees DC Only System*	2018	942	942	-	14,080	6.69%
	2019	5,844	5,844	-	87,351	6.69%
	2020	15,459	15,459	-	228,177	6.78%
	2021	24,831	24,831	-	369,975	6.71%
	2022	32,775	32,775	-	489,912	6.69%

Note:

This schedule usually covers the 10 most recent fiscal years; however, this is the information available as of the implementation year of GASB 68.

Contributions as a percentage of covered-employee payroll may be different than the Board certified rate due to rounding or other administrative issues.

* Contributions in Tier 2 include an amortization rate to help fund the unfunded liabilities in the Tier 1 systems. Tier 2 systems were created effective July 1, 2011.

MILLCREEK
Notes to the Required Supplementary Information
June 30, 2022

1. CHANGE IN ASSUMPTIONS

The investment return assumption was decreased by 0.10% to 6.85% for use in the January 1, 2021 actuarial valuation. This assumption change was based on analysis performed by the actuary and adopted by the Utah State Retirement Board. In aggregate, this assumption change resulted in \$509 million increase in the Total Pension Liability, which is about 1.3% of the Total Pension Liability as of December 31, 2020 for all systems combined. The demographic assumptions were reviewed and updated in the January 1, 2020 actuarial valuation and are currently scheduled to be reviewed in the year 2023.



COMMITTED. EXPERIENCED. TRUSTED

CERTIFIED PUBLIC ACCOUNTANTS

- E. LYNN HANSEN, CPA
- CLARKE R. BRADSHAW, CPA
- GARY E. MALMROSE, CPA
- EDWIN L. ERICKSON, CPA
- MICHAEL L. SMITH, CPA
- JASON L. TANNER, CPA
- ROBERT D. WOOD, CPA
- AARON R. HIXSON, CPA
- TED C. GARDINER, CPA
- JEFFREY B. MILES, CPA
- SHAWN F. MARTIN, CPA

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*

Mayor and City Council
Millcreek, Utah

We have audited, in accordance with auditing standards generally accepted in the United States of America and the standards applicable to financial audits contained in *Government Auditing Standards* issued by the Comptroller General of the United States, the financial statements of the governmental activities and each major fund of Millcreek, Utah (the City), as of and for the year ended June 30, 2022, and the related notes to the financial statements, which collectively comprise the City’s basic financial statements and have issued our report thereon dated December 7, 2022.

Internal Control Over Financial Reporting

In planning and performing our audit of the financial statements, we considered City’s internal control over financial reporting (internal control) to determine the audit procedures that are appropriate in the circumstances for the purpose of expressing our opinions on the financial statements, but not for the purpose of expressing an opinion on the effectiveness of City’s internal control. Accordingly, we do not express an opinion on the effectiveness of the City’s internal control.

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 a combination of deficiencies, in internal control, such that there is a reasonable possibility that a material misstatement of the entity’s financial statements will not be prevented or detected and corrected on a timely basis. A *significant deficiency* is a deficiency, or a combination of deficiencies, in internal control that is less severe than a material weakness, yet important enough to merit attention by those charged with governance.

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 material weaknesses or significant deficiencies. Given these limitations, during our audit we did not identify any deficiencies in internal control over financial reporting that we consider to be material weaknesses. However, material weaknesses may exist that have not been identified.

Compliance and Other Matters

As part of obtaining reasonable assurance about whether the City’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*.

Purpose of this Report

The purpose of this report is solely to describe the scope of our testing of internal control and compliance and the results of that testing, and not to provide an opinion on the effectiveness of the entity’s internal control or on compliance. This report is an integral part of an audit performed in accordance with *Government Auditing Standards* in considering the City’s internal control and compliance. Accordingly, this communication is not suitable for any other purpose.

ABMC, LLC

December 7, 2022



COMMITTED. EXPERIENCED. TRUSTED

CERTIFIED PUBLIC ACCOUNTANTS

- E. LYNN HANSEN, CPA
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**INDEPENDENT AUDITOR’S REPORT IN ACCORDANCE WITH
THE STATE COMPLIANCE AUDIT GUIDE ON COMPLIANCE
WITH GENERAL STATE COMPLIANCE REQUIREMENTS,
AND INTERNAL CONTROL OVER COMPLIANCE**

Mayor and City Council
Millcreek, Utah

Report On Compliance with General State Compliance Requirements

We have audited Millcreek, Utah's (the City) compliance with general and major State program compliance requirements described in the *State Compliance Audit Guide* issued by the Office of the Utah State Auditor, that could have a direct and material effect on the City for the year ended June 30, 2022.

General state compliance requirements were tested for the year ended June 30, 2022 in the following areas:

- | | |
|-----------------------|---------------------------------------|
| Budgetary Compliance | Fund Balance |
| Fraud Risk Assessment | Restricted Taxes and Related Revenues |
| Government Fees | Cash Management |

Management’s Responsibility

Management is responsible for compliance with the general state requirements referred to above.

Auditor’s Responsibility

Our responsibility is to express an opinion on the City’s compliance based on our audit of the compliance requirements referred to above. 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; and the *State Compliance Audit Guide*. Those standards and the *State Compliance Audit Guide* require that we plan and perform the audit to obtain reasonable assurance about whether noncompliance with the compliance requirements referred to above that could have a direct and material effect on the City occurred. An audit includes examining, on a test basis, evidence about the City’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 on compliance with general state compliance requirements. However, our audit does not provide a legal determination of the City's compliance.

Opinion on General State Compliance Requirements

In our opinion, Millcreek, Utah complied, in all material respects, with the compliance requirements referred to above that could have a direct and material effect on the City for the year ended June 30, 2022.

Report on Internal Control Over Compliance

Management of the City is responsible for establishing and maintaining effective internal control over compliance with the compliance requirements referred to above. In planning and performing our audit of compliance, we considered the City's internal control over compliance with the state compliance requirements referred to above to determine the audit that are appropriate in the circumstances for the purpose of expressing our opinion on compliance with those state compliance requirements and to test and report on internal control over compliance in accordance with the *State Compliance Audit Guide*, 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 City's internal control over compliance.

A deficiency in internal control over compliance 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, noncompliance with a state compliance requirement 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 state compliance requirement will not be prevented, or detected and corrected, on a timely basis. *A significant deficiency in internal control over compliance* is a deficiency, or a combination of deficiencies, in internal control over compliance with a state compliance requirement that is less severe than a material weakness in internal control over compliance, yet important enough to merit attention by those charged with governance.

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 that might be deficiencies, significant deficiencies, or material weaknesses in internal control over compliance. We did not identify any deficiencies in internal control over compliance that we consider to be material weaknesses, as defined above. However, material weaknesses may exist that have not been identified.

Purpose of Report

The purpose of this report on internal control over compliance is solely to describe the scope of our testing of internal control and compliance and the results of that testing based on the requirements of the *State Compliance Audit Guide*. Accordingly, this communication is not suitable for any other purpose.

HBMC, LLC

December 7, 2022