



**Junkermier • Clark
Campanella • Stevens • P.C.**

Certified Public Accountants and Business Advisors

501 Park Drive South
P. O. Box 989
Great Falls, MT 59403
Phone (406) 761-2820
FAX (406) 761-2825
www.jccsca.com

December 11, 2008

To the Audit Committee
City of Great Falls, Montana

We have audited the financial statements of the governmental activities, the business-type activities, the discretely presented component units, each major fund and the aggregate remaining fund information of the City of Great Falls, Montana for the year ended June 30, 2008, and have issued our report thereon dated December 11, 2008. Professional standards require that we provide you with the following information related to our audit.

Our Responsibility under U.S. Generally Accepted Auditing Standards and OMB Circular A-133

As stated in our engagement letter dated August 21, 2008, our responsibility, as described by professional standards, is to express opinions about whether the financial statements prepared by management with your oversight are fairly presented, in all material respects, in conformity with U.S. generally accepted accounting principles. Our audit of the financial statements does not relieve you or management of your responsibilities.

In planning and performing our audit, we considered the City of Great Falls, Montana's internal control over financial reporting in order to determine our auditing procedures for the purpose of expressing our opinions on the financial statements and not to provide assurance on the internal control over financial reporting. We also considered internal control over compliance with requirements that could have a direct and material effect on a major federal program in order to determine our auditing procedures for the purpose of expressing our opinion on compliance and to test and report on internal control over compliance in accordance with OMB Circular A-133.

As part of obtaining reasonable assurance about whether the City of Great Falls, Montana's financial statements are free of material misstatement, we performed tests of its compliance with certain provisions of laws, regulations, contracts and grants, 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. Also in accordance with OMB Circular A-133, we examined, on a test basis, evidence about the City of Great Falls, Montana's compliance with the types of compliance requirements described in the *U.S. Office of Management and Budget (OMB) Circular A-133 Compliance Supplement* applicable to each of its major federal programs for the purpose of expressing an opinion on the City of Great Falls, Montana's compliance with those requirements. While our audit provides a reasonable basis for our opinion, it does not provide a legal determination on the City of Great Falls, Montana's compliance with those requirements.

Planned Scope and Timing of the Audit

We performed the audit according to the planned scope and timing previously communicated to you in our meeting about planning matters on August 25, 2008.

Significant Audit Findings

Qualitative Aspects of Accounting Practices

Management is responsible for selection and use of appropriate accounting policies. The significant accounting policies used by the City of Great Falls, Montana are described in Note 1 to the financial statements. No new accounting policies were adopted and the application of existing policies was not changed during the year. We noted no transactions entered into by the governmental unit during the year for which there is a lack of authoritative guidance or consensus. There are no significant transactions that have been recognized in the financial statements in a different period than when the transaction occurred.

Accounting estimates are an integral part of the financial statements prepared by management and are based on management's knowledge and experience about past and current events and assumptions about future events. Certain accounting estimates are particularly sensitive because of their significance to the financial statements and because of the possibility that future events affecting them may differ significantly from those expected. The most sensitive estimates affecting the financial statements were:

Management's estimates of the lives of depreciable assets and timetables for replacements of assets as set forth in the Equipment Revolving Schedule (ERS). Estimated replacement reserves as calculated in the ERS affects the restricted cash in many funds. We evaluated the key factors and assumptions used to develop the estimated lives of depreciable assets and calculations of the estimated replacement reserves in determining that they are reasonable in relation to the financial statements as a whole.

Difficulties Encountered in Performing the Audit

We encountered no difficulties in dealing with management in performing and completing our audit.

Disagreements with Management

For purposes of this letter, professional standards define a disagreement with management as a financial accounting, reporting, or auditing matter, whether or not resolved to our satisfaction, that could be significant to the financial statements or the auditor's report. We are pleased to report that no such disagreements arose during the course of our audit.

Management Representations

We have requested certain representations from management that are included in the management representation letter dated December 11, 2008.

Management Consultations with Other Independent Accountants

In some cases, management may decide to consult with other accountants about auditing and accounting matters, similar to obtaining a "second opinion" on certain situations. If a consultation involves application of an accounting principle to the governmental unit's financial statements or a determination of the type of auditor's opinion that may be expressed on those statements, our professional standards require the consulting accountant to check with us to determine that the consultant has all the relevant facts. To our knowledge, there were no such consultations with other accountants.

Other matters

We generally discuss a variety of matters, including the application of accounting principles and auditing standards, with management each year prior to retention as the City of Great Falls, Montana's auditors. However, these discussions occurred in the normal course of our professional relationship and our responses were not a condition to our retention.

Current Year Comments

Compliance with Ordinance 2925

Section 5.20.070 of Ordinance 2925 states the rates and charges of Electric City Power (included in the Electric Utility Fund) "shall be designed to enable the Corporation to operate on a self-sufficient and self-sustaining basis and to produce revenues at all times sufficient to pay all operating, maintenance, debt service, repair and replacement costs of the Corporation and to provide reserves necessary or desirable for working capital, capital improvements and replacements and rate stabilization purposes." The City is not in compliance with this section of the Ordinance.

Recommendation

We recommend the City review this Ordinance and the operations of Electric City Power to be in compliance with this Ordinance.

Management Response

As stated in the June 30, 2008, Comprehensive Annual Financial Report (CAFR), "increased rates paid by customers along with proposed rate decreases offered by Southern, pending commission approval, will cause the deficit balance to decline and be eliminated over time."

Status of Prior Year Comments

Cash

During the prior year, we noted that the Municipal Court and Payroll accounts had checks outstanding that were over one year old. We recommended the outstanding checks be reviewed on a regular basis and any checks more than one year old be re-issued or voided as necessary.

Status

Recommendation has been implemented.

Debt

During the years ended June 30, 2001 through the current year under audit, the City did not meet the rate covenant provision for the Golf Course revenue bonds. The percent of bond coverage was less than the required 140%. The bond covenants require the City to prepare a schedule of altered rates, charges and rentals.

Current Status

In 2005, the City hired a consulting firm, the National Golf Federation, to conduct a study of golf course operations in order to develop operation alternatives, a five year business plan, and a seven to ten year operations proforma. Although the rate covenants was not met in 2008, forward progress has been made in that effort. The City continues to explore long-term solutions to the financial health of the Golf Course Fund.

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This information is intended solely for the use of the Audit Committee of the City of Great Falls, Montana and management of the City of Great Falls, Montana and is not intended to be and should not be used by anyone other than those specified parties.

Respectfully submitted,

Junkermier, Clark, Campanella, Stevens, P.C.
Great Falls, Montana