

City of Hamilton!
Ohio -- Water System

*Financial Statements for the Years Ended
December 31, 2001 and 2000 and
Independent Auditors' Report*



STATE OF OHIO
OFFICE OF THE AUDITOR

JIM PETRO, AUDITOR OF STATE

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Members of City Council
City of Hamilton

We have reviewed the Independent Auditor's Report of the City of Hamilton – Water System, Butler County, prepared by Deloitte & Touche LLP for the audit period January 1, 2001 through December 31, 2001. Based upon this review, we have accepted these reports in lieu of the audit required by Section 117.11, Revised Code. The Auditor of State did not audit the accompanying financial statements and, accordingly, we are unable to express, and do not express an opinion on them.

Our review was made in reference to the applicable sections of legislative criteria, as reflected by the Ohio Constitution, and the Revised Code, policies, procedures and guidelines of the Auditor of State, regulations and grant requirements. The City of Hamilton is responsible for compliance with these laws and regulations.

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JIM PETRO
Auditor of State

July 10, 2002

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INDEPENDENT AUDITORS' REPORT

Honorable City Council
City of Hamilton! Ohio and
Jim Petro, Auditor of State of Ohio:

We have audited the accompanying balance sheets of City of Hamilton! Ohio -- Water System (Water System) as of December 31, 2001 and 2000, and the related statements of operations and changes in retained earnings, and of cash flows for the years then ended. These financial statements are the responsibility of the City of Hamilton's management. Our responsibility is to express an opinion on these financial statements based on our audits.

We conducted our audits in accordance with auditing standards generally accepted in the United States of America. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation. We believe that our audits provide a reasonable basis for our opinion.

As discussed in Note 1, the financial statements referred to above present only the Water System of the City of Hamilton! Ohio and are not intended to present the financial position and results of operations and the cash flows of the proprietary fund types of the City of Hamilton! in accordance with accounting principles generally accepted in the United States of America.

In our opinion, such financial statements present fairly, in all material respects, the financial position of the Water System at December 31, 2001 and 2000, and the results of the Water System's operations and its cash flows for the years then ended in conformity with accounting principles generally accepted in the United States of America.

Deloitte & Touche LLP

May 29, 2002

CITY OF HAMILTON! OHIO -- WATER SYSTEM

**BALANCE SHEETS
DECEMBER 31, 2001 AND 2000**

ASSETS	2001	2000	LIABILITIES AND FUND BALANCES	2001	2000
CURRENT ASSETS:			CURRENT LIABILITIES:		
Cash and cash equivalents	\$ 1,405,334	\$ 941,617	Current portion of long-term debt	\$ 1,360,000	\$ 1,285,000
Investments	8,829,982	6,588,381	Accounts payable	770,740	561,020
Current portion of restricted assets - Investments	2,059,369	2,000,859	Interest accrued	699,369	715,859
Accounts receivable (less allowance for uncollectible accounts of \$510,926 in 2001 and \$430,000 in 2000)	1,506,850	1,597,116	Customer deposits	75,363	67,672
Inventories	117,285	166,388	Accrued payroll	96,105	78,993
Prepaid expenses	79,627	51,335	Due to other City funds	331,476	450,859
Total current assets	<u>13,998,447</u>	<u>11,345,696</u>	Total current liabilities	<u>3,333,053</u>	<u>3,159,403</u>
			LONG-TERM DEBT	<u>49,323,409</u>	<u>50,591,989</u>
RESTRICTED ASSETS:			OTHER LONG-TERM OBLIGATIONS -		
Cash and cash equivalents	4,159,128	266,602	Accrued sick leave	<u>700,219</u>	<u>670,038</u>
Investments	465,061	4,515,763			
Total restricted assets	<u>4,624,189</u>	<u>4,782,365</u>	FUND BALANCES:		
			Contributed capital	12,885,352	13,211,892
WATER UTILITY PLANT:			Retained earnings	<u>22,731,888</u>	<u>18,555,072</u>
Land	2,737,609	2,737,609	Total	<u>35,617,240</u>	<u>31,766,964</u>
Buildings	19,545,211	15,454,028			
Machinery and equipment	71,868,561	71,303,545			
Accumulated depreciation	<u>94,151,381</u>	<u>89,495,182</u>			
	<u>(26,239,743)</u>	<u>(24,481,059)</u>			
Construction in progress	67,911,638	65,014,123			
Net water utility plant	<u>1,780,603</u>	<u>4,332,472</u>			
	<u>69,692,241</u>	<u>69,346,595</u>			
BOND ISSUANCE COSTS, NET	<u>659,044</u>	<u>713,738</u>			
TOTAL	<u>\$ 88,973,921</u>	<u>\$ 86,188,394</u>	TOTAL	<u>\$ 88,973,921</u>	<u>\$ 86,188,394</u>

See notes to financial statements.

CITY OF HAMILTON! OHIO -- WATER SYSTEM

STATEMENTS OF OPERATIONS AND CHANGES IN RETAINED EARNINGS FOR THE YEARS ENDED DECEMBER 31, 2001 AND 2000

	2001	2000
OPERATING REVENUES	<u>\$16,772,242</u>	<u>\$16,414,104</u>
OPERATING EXPENSES:		
Personal services	2,515,398	2,361,459
Contractual services	2,594,374	3,085,743
Materials and supplies	1,243,998	827,491
Other operating expenses	2,208,083	2,589,655
Depreciation	1,796,096	1,858,040
Total operating expenses	<u>10,357,949</u>	<u>10,722,388</u>
OPERATING INCOME	<u>6,414,293</u>	<u>5,691,716</u>
NONOPERATING REVENUES (EXPENSES):		
Interest income	844,236	835,317
Change in unrealized gains on investments	92,809	227,135
Interest expense	(3,479,980)	(3,543,517)
Loss on disposal of fixed assets	(21,082)	
Total	<u>(2,564,017)</u>	<u>(2,481,065)</u>
NET INCOME	3,850,276	3,210,651
ADD: DEPRECIATION ON FIXED ASSETS, DONATED OR ACQUIRED BY USE OF GRANT FUNDS, INCLUDED IN CONTRIBUTED CAPITAL	326,540	326,540
RETAINED EARNINGS, Beginning of year	<u>18,555,072</u>	<u>15,017,881</u>
RETAINED EARNINGS, End of year	<u>\$22,731,888</u>	<u>\$18,555,072</u>

See notes to financial statements.

CITY OF HAMILTON! OHIO -- WATER SYSTEM

STATEMENTS OF CASH FLOWS FOR THE YEARS ENDED DECEMBER 31, 2001 AND 2000

	2001	2000
CASH FLOWS FROM OPERATING ACTIVITIES:		
Operating income	\$ 6,414,293	\$ 5,691,716
Adjustments to reconcile operating income to net cash provided by operating activities:		
Depreciation	1,796,096	1,858,040
Changes in assets and liabilities:		
Accounts receivable	137,950	7,302
Inventories	49,103	(23,135)
Prepaid expenses	(28,292)	5,240
Accrued payroll	17,112	5,999
Accounts payable	90,337	(164,201)
Accrued liabilities and sick leave	30,181	22,855
Customer deposits	7,691	4,033
Net cash provided by operating activities	<u>8,514,471</u>	<u>7,407,849</u>
CASH FLOWS FROM INVESTING ACTIVITIES:		
Purchase of investments	(11,417,412)	(1,047,217)
Sale of investments	13,105,003	16,649
Interest from investments	952,361	826,167
Net cash provided by (used in) investing activities	<u>2,639,952</u>	<u>(204,401)</u>
CASH FLOWS FROM CAPITAL AND RELATED FINANCING ACTIVITIES:		
Principal payments on debt	(1,285,000)	(1,210,000)
Interest on debt	(3,350,356)	(3,409,491)
Additions to water utility plant	(2,162,824)	(1,707,567)
Net cash used in capital and related financing activities	<u>(6,798,180)</u>	<u>(6,327,058)</u>
INCREASE IN CASH AND CASH EQUIVALENTS	4,356,243	876,390
CASH AND CASH EQUIVALENTS, Beginning of year	<u>1,208,219</u>	<u>331,829</u>
CASH AND CASH EQUIVALENTS, End of year	<u>\$ 5,564,462</u>	<u>\$ 1,208,219</u>

SCHEDULE OF NONCASH INVESTING, CAPITAL AND FINANCING ACTIVITIES:

At December 31, 2001 and 2000, Water System had outstanding liabilities of \$147,379 and \$1,047,217, respectively, included in accounts payable for the purchase of certain capital assets.

See notes to financial statements.

CITY OF HAMILTON! OHIO -- WATER SYSTEM

NOTES TO FINANCIAL STATEMENTS FOR THE YEARS ENDED DECEMBER 31, 2001 AND 2000

1. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Financial Reporting Entity - The City of Hamilton! Ohio -- Water System (Water System) is a utility operating as a separate enterprise fund of the City of Hamilton! Ohio (City). The Water System is controlled by and is dependent on the City's executive and legislative branches. Control by or dependence on the City is determined on the basis of outstanding debt secured by revenues or general obligations of the City, obligation of the City to finance any deficits that may occur, or receipt of subsidies from the City.

Water Utility Plant - Expenditures which increase values or extend the useful life of the respective assets are capitalized while the costs of maintenance and repairs are charged to operating expenses.

Depreciation is calculated on a straight-line basis over the estimated useful life of the various classes of assets. The range of useful lives for computing depreciation is 5 to 50 years.

Inventories - Inventories are stated at the lower of cost or market based on a moving-average cost method.

Cash and Investments - Certain Water System cash and investments are held in the City Treasury and pooled for investment management purposes. The portion of these pooled funds owned by the Water System is reported as either cash and cash equivalents or investments, as appropriate. The Water System's investments are stated at market. Interest earned on funds invested is distributed on the basis of the relationship of the average monthly balance of all funds, including the Water System. The City Treasury includes \$190,000 (2001) and \$666,815 (2000) of securities issued by the City. Based on the percentage of the Water System's ownership of these funds, the Water System owns approximately \$41,000 and \$118,000 of City of Hamilton! securities at December 31, 2001 and 2000.

Cash and Cash Equivalents - The Water System considers all highly liquid investments with a maturity of three months or less when purchased to be cash and cash equivalents.

Bond Discounts and Issuance Costs - Bond discounts and issuance costs are capitalized and amortized on the interest method over the term of the related bonds. Amortization of bond discount and issuance costs amounted to \$91,420 and \$54,694, respectively, in 2001 and \$93,411 and \$55,885, respectively, in 2000.

Income Taxes - The Water System, which is owned and operated by the City, is exempt from income taxes since it is a division of a municipality.

Contributed Capital - Contributed capital consists of fixed assets donated or acquired from restricted grants and are recorded at fair market value at the date received. Depreciation on contributed fixed assets resulting from grants or donated items is charged to contributed capital. Effective January 1, 2001, the recording of contributed capital was changed in accordance with GASB No. 33.

Change in Accounting Principles - For fiscal year 2001, the System implemented GASB Statement No. 33, "Accounting and Financial Reporting for Non-exchange Transactions," and GASB Statement No. 36, "Recipient Reporting for Certain Shared Non-exchange Revenues," an amendment of GASB No. 33, which changes how the System reports certain types of revenues. With the effect of GASB Statement No. 33, contributed capital will be reported as a non-operating revenue instead of as a direct increase in the fund balance. For the year ended December 31, 2001, no additions to contributed capital were recorded.

Measurement Focus, Basis of Accounting and Basis of Presentation - The financial statements are prepared in accordance with standards promulgated by the Governmental Accounting Standards Board (GASB). These standards include the effective pronouncements of the National Council on Government Accounting and the American Institute of Certified Public Accountants which are considered to be "generally accepted accounting principles" for state and local entities, until they are altered, amended, supplemented, revoked or superseded by a subsequent GASB pronouncement. The Water System has elected to apply only Financial Accounting Standards Board (FASB) pronouncements issued on or before November 30, 1989, that do not conflict with or contradict GASB pronouncements.

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

2. ACCOUNTS RECEIVABLE

	2001	2000
Earned and unbilled consumer accounts	\$ 389,586	\$ 429,538
Earned and billed consumer accounts	1,437,697	1,458,401
Other	190,493	139,177
Less allowance for uncollectible accounts	<u>(510,926)</u>	<u>(430,000)</u>
Total	<u>\$1,506,850</u>	<u>\$1,597,116</u>

3. CASH AND INVESTMENTS

The Water System follows the practice of pooling cash and investments with the City Treasurer except for the cash and investments of certain accounts maintained by trustees.

Pooled cash and investments of the Water System totaled \$10,235,316 at December 31, 2001 and consisted of demand deposits, money market funds and government securities.

Deposits - The carrying amount of the Water System deposits at December 31, 2001 was \$4,261,115 and the corresponding depository balance was \$4,323,684. The difference between the carrying amount and the depository balance is due to outstanding checks and deposits in transit. Of the deposit balance, collateralization was as follows: \$72,206 by Federal depository insurance and the remaining \$4,251,478 was uninsured and uncollateralized as defined by the *Governmental Accounting Standards Board*. The uncollateralized deposits were, however, covered by a pledged collateral pool not held in the City's name, as permitted under Ohio law.

Investments - The State of Ohio statutes, Water System Revenue Bond indentures and the City Charter authorize the City to invest in obligations of the U.S. Treasury, agencies, instrumentalities, and repurchase agreements.

The Water System's investments are categorized as either (1) insured or registered, or securities held by the City or its agent in the City's name; or (2) uninsured and unregistered, with securities held by the counterparty's trust department or agent in the City's name; or (3) uninsured and unregistered with securities held by the counterparty or its trust department or agent but not in the City's name.

	<u>Categories</u>		Total Market/Carrying Value
	<u>1</u>	<u>2</u>	
Investments:			
Categorized investments:			
Pooled investments held by City Treasurer	\$ 8,829,982	N/A	\$ 8,829,982
Investment held in Trust:			
U.S. Government Securities	N/A	\$2,524,430	2,524,430
Total categorized investments	<u>8,829,982</u>	<u>2,524,430</u>	<u>11,354,412</u>
Non-Categorized investments -			
STAR Ohio pooled, held by City Treasurer	N/A	N/A	<u>1,303,347</u>
Total investments	<u>\$ 8,829,982</u>	<u>\$2,524,430</u>	<u>\$ 12,657,759</u>

Reconciliation of Cash, Cash Equivalents and Investments - The classification of cash, cash equivalents and investments on the combined financial statements is based on criteria set forth in GASB Statement No. 9. Repurchase agreements and STAR Ohio are treated as cash equivalents. The classification of cash and cash equivalents (deposits) for purposes of this note are based on criteria set forth in GASB Statement No. 3.

A reconciliation between classifications of cash and investments on the financial statements and the classifications of this note are as follows:

	Cash and Cash Equivalents	Investments
Per balance sheet	\$ 5,564,462	\$11,354,412
Investments:		
STAR Ohio	<u>(1,303,347)</u>	<u>1,303,347</u>
Per GASB Statement No. 3	<u>\$ 4,261,115</u>	<u>\$12,657,759</u>

4. RESTRICTED ASSETS

Restricted assets consist of Water System assets whose use has been restricted by bond indenture, City Charter or City Council ordinance for debt service or water rate stabilization. Restrictions and related assets are as follows:

	2001	2000
Debt service	\$ 773,741	\$ 776,328
Reserve for debt service	4,667,980	4,773,456
Water rate stabilization	<u>1,241,837</u>	<u>1,233,440</u>
Total	<u>\$6,683,558</u>	<u>\$6,783,224</u>

5. LONG-TERM DEBT

Long-term debt consists of the following:

	<u>December 31,</u>	
	2001	2000
Water System Mortgage Revenue Bonds 1991 Series A, due serially through 2021, with interest from 5.10% to 6.40%, net of unamortized discount of \$1,101,591 and \$1,193,011 at December 31, 2001 and 2000, respectively	\$50,683,409	\$51,876,989
Less current portion	<u>(1,360,000)</u>	<u>(1,285,000)</u>
Total	<u>\$49,323,409</u>	<u>\$50,591,989</u>

All property and revenue of the Water System facilities have been pledged as collateral on the 1991 Series A indebtedness.

Under the terms of the revenue bond indenture, the City has agreed to certain covenants including, among other things, maintaining revenue levels and providing for operating expenses and debt service. The 1991 Series A bonds are insured under a municipal bond insurance policy. Under the terms of the policy, the payments of principal and interest are guaranteed by the insurer.

A summary of the System's long-term debt funding requirements as of December 31, 2001 is as follows:

	Principal	Interest	Total Debt Service
2002	\$ 1,360,000	\$ 3,269,775	\$ 4,629,775
2003	1,445,000	3,186,815	4,631,815
2004	1,535,000	3,097,225	4,632,225
2005	1,630,000	3,000,520	4,630,520
2006	1,735,000	2,896,200	4,631,200
2007 - 2011	10,485,000	12,666,600	23,151,600
2012 - 2016	14,255,000	8,895,915	23,150,915
2017 - 2021	19,340,000	3,803,940	23,143,940
	<u>\$ 51,785,000</u>	<u>\$ 40,816,990</u>	<u>\$ 92,601,990</u>

6. DEFINED BENEFIT PENSION PLANS AND OTHER POSTEMPLOYMENT BENEFITS

All of the City's full-time employees participate in one of two separate retirement systems which are cost-sharing multiple employer defined benefit pension plans. The following information was provided by Public Employees Retirement System of Ohio (the "PERS") to assist the City in complying with GASB Statement No. 27, *"Accounting for Pensions by State and Local Government Employers."*

All employees of the City, except full-time uniformed police officers and full-time firefighters, participate in the PERS, a cost-sharing multiple employer defined benefit pension plan. The PERS provides retirement and disability benefits, annual cost-of-living adjustments and death benefits to plan members and beneficiaries. Chapter 145 of the Ohio Revised Code provides statutory authority to establish and amend benefits. PERS issues a stand-alone financial report that includes financial statements and required supplementary information for the PERS. Interested parties may obtain a copy by making a written request to 277 East Town Street, Columbus, Ohio 43215-4642 or by calling (614) 466-2085 or 1-800-222-7377.

The Ohio Revised Code provides statutory authority for employee and employer contributions. Employees contribute 8.5% of their annual compensation. The PERS Retirement Board instituted a temporary employer contribution rate rollback for calendar year 2001. The rate rollback was 20% for state and local divisions. The employer contribution rate for 2001 was 13.55% of covered payroll; 9.25% was the portion used to fund pension obligations and 4.30% was used to fund health care for 2001. The 2000 and 1999 employer contribution rates were 10.84% and 13.55%, respectively. The contribution requirements of plan members and the City are established and may be amended by the Public Employees Retirement Board. The Water System's contributions to PERS for the years ending December 31, 2001, 2000, and 1999, were \$238,000, \$168,000, and \$171,000, respectively, equal to the required contributions for each year.

The PERS of Ohio provides postemployment health care benefits to age and service retirants with ten or more years of qualifying Ohio service credit and to primary survivor recipients of such retirants. Health care coverage for disability recipients is also available. The health care coverage provided by the PERS

of Ohio is considered an Other Postemployment Benefit (OPEB) as described in GASB Statement No. 12. A portion of each employer's contribution to the PERS of Ohio is set aside for the funding of post retirement health care. The Ohio Revised Code provides statutory authority requiring public employers to fund postemployment health care through their contributions to the PERS of Ohio. The portion of the 2001 employer contribution rate (identified above) that was used to fund health care for the year 2001 was 4.3% of covered payroll which amounted to \$76,000.

The significant actuarial assumptions and calculations relating to postemployment health care benefits were based on the PERS of Ohio's latest actuarial review performed as of December 31, 2000. An entry age normal actuarial cost method of valuation is used in determining the present value of OPEB. The difference between assumed and actual experience (actuarial gains and losses) becomes part of unfunded actuarial accrued liability. All investments are carried at market value. For actuarial valuation purposes, a smoothed market approach is used. Under this approach assets are adjusted annually to reflect 25% of unrealized market appreciation or depreciation on investment assets. The investment assumption rate for 2000 was 7.75%. An annual increase of 4.75% compounded annually, is the base portion of the individual pay increase assumption. This assumes no change in the number of active employees. Additionally, annual pay increases, over and above the 4.75% base increase, were assumed to range from 0.54% to 5.1%. Health care costs were assumed to increase 4.75% annually.

Benefits are advanced-funded on an actuarially determined basis. The number of active contributing participants was 411,076. The actuarial value of the PERS of Ohio net assets available for OPEB at December 31, 2000 is \$11,735.9 million. The actuarially accrued liability and the unfunded actuarial accrued liability, based on the actuarial cost method used, were \$14,364.6 million and \$2,628.7 million, respectively.

7. WATER SALE AGREEMENT

Under an April 1999 agreement with Butler County, Ohio, the City sells surplus water to the County for its use in serving a portion of the County outside the City. The term of the agreement is for 25 years or the period of time which debt issued by the City to expand the Water System to meet certain requirements is outstanding, whichever is longer. The City bills the County for water usage based on a stated price that is adjusted for any rate changes to the City customers. The Agreement is subject to litigation (see Note 9).

8. RELATED PARTY TRANSACTIONS

The City's Electric System sells electricity to the Water System. Electric costs of approximately \$656,000 in 2001 and \$623,000 in 2000 are included in other operating expense. Net amounts due to other funds by the Water System were approximately \$326,000 and \$445,000 at December 31, 2001 and 2000, respectively.

The City allocates the cost of certain administrative services. In addition, the City established internal service funds which provide services to various City departments. Charges to the Water System for these services were \$2,374,000 in 2001 and \$4,125,000 in 2000 and are included in contractual services and other operating expense.

9. CONTINGENT LIABILITIES AND SUBSEQUENT EVENTS

Various claims and lawsuits are pending against the City involving the Water System. With the possible exception described in the following paragraph, the City believes that the ultimate disposition

of such claims and lawsuits will not have a material adverse effect on the financial position of the Water System.

The City is party to certain litigations with Butler County over matters relating to the contract under which the City sells surplus water to the County. The County's claims include allegations of over billing, failures to perform and improper allocation of certain general and administrative charges of the City and expenses of the City's utility systems. In April 2002, the Hamilton City Council and Board of Butler County Commissioners agreed during a jointly held meeting to settle their differences in regard to lawsuits brought by each entity for the supply and purchase of surplus water by the County from the City. The substance of that settlement was for the County to receive reduced water rates under a tiered structure with a requirement to purchase an average eight (8) million gallons of water per day with additional gallons purchased at a reduced rate. In accordance with the settlement agreement, the County is required to assume 74% of the outstanding Water System Mortgage Revenue Bonds after liquidation of the City's Water Revenue Bond Debt Service Reserve Fund. It is anticipated that the City will advance refund the remaining outstanding debt not assumed by the County with a new debt issuance. Shown below is a brief synopsis of the tentative estimated transaction:

Outstanding Water Revenue Bonds (Face Value)	\$51,785,000
Call Premium and Accrued Interest	<u>1,725,986</u>
Amount Needed to Call Outstanding Bonds	<u>\$53,510,986</u>
County Portion to affect refunding (74%)	<u>\$39,598,130</u>
City Portion to affect refunding (26%)	<u>\$13,912,856</u>

The estimated new debt issuance to Advance Refund the Hamilton portion of the Water Bonds in 2002 is expected to be as follows:

City Portion to affect Refunding (26%)	\$13,912,856
Liquidated Restricted Cash and Investmetns	<u>1,689,179</u>
Net Proceeds Required to Advance Refund	12,223,677
Cost of Issuance	<u>456,323</u>
Estimated New Advance Refunding Bonds	<u>\$12,680,000</u>

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**Deloitte
& Touche**

Honorable City Council
City of Hamilton! Ohio and
Jim Petro, Auditor of State of Ohio

We have audited, in accordance with auditing standards generally accepted in the United States of America, the balance sheet of the City of Hamilton! Ohio - Water System (Water System) as of December 31, 2001, and the related statements of operations and changes in retained earnings and cash flows for the year then ended, and have issued our report thereon dated May 29, 2002.

In connection with our audit, nothing came to our attention that caused us to believe that the Water System failed to comply with the terms, covenants, provisions or conditions of Sections 5.2, 5.5, 5.6, and 5.14 of the Indenture dated November 15, 1991, with U.S. Bank (formerly Firststar Bank), trustee, insofar as they relate to financial and accounting matters. However, our audit was not directed primarily toward obtaining knowledge of noncompliance with such Sections.

This report is intended solely for the information and use of the City Council and management of the City of Hamilton! Ohio, Auditor of State of Ohio and U.S. Bank and is not intended to be and should not be used by anyone other than these specified parties.

Deloitte & Touche LLP

May 29, 2002



STATE OF OHIO
OFFICE OF THE AUDITOR

JIM PETRO, AUDITOR OF STATE

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CITY OF HAMILTON-WATER SYSTEM

BUTLER COUNTY

CLERK'S CERTIFICATION

This is a true and correct copy of the report which is required to be filed in the Office of the Auditor of State pursuant to Section 117.26, Revised Code, and which is filed in Columbus, Ohio.

Susan Babbitt

CLERK OF THE BUREAU

**CERTIFIED
AUGUST 6, 2002**