

**CITY OF WAUSAU, WISCONSIN
MANAGEMENT COMMUNICATIONS
DECEMBER 31, 2016**

CITY OF WAUSAU, WISCONSIN
December 31, 2016

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To the Honorable Mayor and City Council
City of Wausau, Wisconsin

We have audited the financial statements of the governmental activities, the business-type activities, the discretely presented component unit, each major fund, and the aggregate remaining fund information of the City of Wausau, Wisconsin (the "City") for the year ended December 31, 2016. The City's financial statements, including our report thereon dated August 10, 2017, are presented in a separate audit report document. Professional standards require that we provide you with the following information related to our audit.

Our Responsibilities Under U.S. Generally Accepted Auditing Standards, Government Auditing Standards, Uniform Guidance and State Single Audit Guidelines

As stated in our engagement letter, our responsibility, as described by professional standards, is to express opinions about whether the financial statements are fairly presented, in all material respects, in conformity with accounting principles generally accepted in the United States of America. 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'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 major federal and state programs 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 Uniform Guidance and the *State Single Audit Guidelines*.

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 grants. However, providing an opinion on compliance with those provisions is not an objective of our audit. Also in accordance with Uniform Guidance and the *State Single Audit Guidelines*, we examined, on a test basis, evidence about the City's compliance with the types of compliance requirements described in the "U.S. Office of Management and Budget (OMB) Compliance Supplement" and the *State Single Audit Guidelines* applicable to each of its major federal and state programs for the purpose of expressing an opinion on the City'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'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 correspondence about planning matters.

Significant Audit Findings

Consideration of Internal Control

Financial Statements

In planning and performing our audit of the financial statements of the governmental activities, the business-type activities, the discretely presented component unit, each major fund, and the aggregate remaining fund information of the City as of and for the year ended December 31, 2016, in accordance with auditing standards generally accepted in the United States of America, we considered the City's internal control over financial reporting (internal control) as a basis for designing 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 the City's internal control. Accordingly, we do not express an opinion on the effectiveness of the City's internal control. Our report on internal control over financial reporting and on compliance and other matters is presented in the report on Federal and State Awards.

Our consideration of internal control was for the limited purpose described in the preceding paragraph and was not designed to identify all deficiencies in internal control that might be material weaknesses or significant deficiencies and therefore material weaknesses or significant deficiencies may exist that were not identified.

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 City's financial statements will not be prevented, or detected and corrected, on a timely basis. We did not identify any deficiencies in internal control over financial reporting that we consider to be material weaknesses.

Federal and State Awards

In planning and performing our audit of compliance for each major federal and state program, we considered the City's internal control over compliance (internal control) as a basis for designing audit procedures for the purpose of expressing our opinion on compliance requirements that could have a direct and material effect on each of the City's major federal and state programs for the year ended December 31, 2016, but not for the purpose of expressing an opinion on the effectiveness of the City's internal control. Accordingly, we do not express an opinion on the effectiveness of the City's internal control. Our report on internal control over compliance is presented in the single audit report.

Our consideration of internal control was for the limited purpose described in the preceding paragraph and was not designed to identify all deficiencies in internal control that might be material weaknesses or significant deficiencies and therefore material weaknesses or significant deficiencies may exist that were not identified.

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, noncompliance 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 noncompliance of the City's major federal or state award programs will not be prevented, or detected and corrected, on a timely basis. We did not identify any deficiencies in internal control over compliance that we consider to be material weaknesses.

Qualitative Aspects of Accounting Practices

Management is responsible for the selection and use of appropriate accounting policies. The significant accounting policies used by the City are described in Note A to the financial statements. As described in Note 1.B to the financial statements, the City changed accounting policies related to fair value measurement by adopting Statement of Governmental Accounting Standards Board (GASB) No. 72, *Fair Value Measurement and Application* in 2016. Also, as described in Note 1.B to the financial statements, the City changed accounting policies related to tax abatements by adopting Statement of Governmental Accounting Standards Board (GASB) No. 77, *Tax Abatement Disclosures* in 2016. We noted no transactions entered into by the City during the year for which there is a lack of authoritative guidance or consensus. To the best of our knowledge, all significant transactions have been recognized in the financial statements in the proper period.

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 included in the financial statements were:

Management's estimate of the other post employment benefits is based on an actuarial report. We evaluated the key factors and assumptions used to develop the other post employment benefits in determining that it is reasonable in relation to the financial statements taken as a whole.

Management's estimate of the depreciable life of the capital assets is based upon analysis of the expected useful life of the capital assets. We evaluated the key factors and assumptions and the consistency in these factors and assumptions used to develop the depreciable life in determining that it is reasonable in relation to the financial statements taken as a whole.

Management's estimate of the fair value of the investments is based on ending market values as of December 31, 2016 as reported by the investment managers. We evaluated the key factors and assumptions used in valuing the investments in determining that they are reasonable in relation to the financial statements taken as a whole.

Management's estimate of accumulated sick leave is based upon analysis of the employees sick leave balance. We evaluated the key factors and assumptions and the consistency in these factors and assumptions used to develop the accumulated sick leave liability in determining that it is reasonable in relation to the financial statements taken as a whole.

Management estimated an allowance for uncollectible accounts for accounts receivable outstanding. These estimates are based upon management's knowledge of, and past experience with the outstanding balances. We evaluated the key factors and assumptions used to develop this estimate in determining that it is reasonable in relation to the financial statements taken as a whole.

Management's estimate of the incurred, but not reported (IBNR) insurance reserves are based on actuarial projections of the expected cost of the ultimate settlement and administration of claims. We evaluated the key factors and assumptions used to develop the reserves in determining that it is reasonable in relation to the financial statements taken as a whole.

Management's estimate of the net pension liability (asset) and related deferred outflows/inflows of resources is based on information received from the Wisconsin Retirement System. We evaluated the key factors and assumptions used to develop the net pension asset and related deferred outflows/inflows of resources in determining that they are reasonable in relation to the financial statements taken as a whole.

The financial statement disclosures are neutral, consistent, and clear.

Difficulties Encountered in Performing the Audit

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

Corrected and Uncorrected Misstatements

Professional standards require us to accumulate all known and likely misstatements identified during the audit, other than those that are clearly trivial, and communicate them to the appropriate level of management. Management has corrected all such misstatements. Copies of the audit adjustments are available from management. In addition, none of the misstatements detected as a result of audit procedures and corrected by management were material, either individually or in the aggregate, to each opinion unit's financial statements taken as a whole.

Disagreements with Management

For purposes of this letter, a disagreement with management is a financial accounting, reporting, or auditing matter, whether or not resolved to our satisfaction, that could be significant to the financial statements or the auditors' report. 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 August 10, 2017. The management representation letter follows this communication.

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 City's financial statements or a determination of the type of auditors' 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 Audit Findings or Issues

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's auditors. However, these discussions occurred in the normal course of our professional relationship and, to the best of our knowledge, our responses were not a condition to our retention.

In addition, during our audit, we noted certain other matters that are presented for your consideration. We will review the status of these comments during our next audit engagement. Our comments and recommendations are intended to improve the internal control or result in other operating efficiencies. We will be pleased to discuss these matters in further detail at your convenience, to perform any additional study of these matters, or to assist you in implementing the recommendations. Our comments are summarized in the comments and observations section of this report.

Other Matters

We applied certain limited procedures to the management's discussion and analysis, the budgetary comparison schedules, and the schedules relating to pensions and other post-employment benefits, which are required supplementary information (RSI) that supplements the basic financial statements. Our procedures consisted of inquiries of management regarding 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 did not audit the RSI and do not express an opinion or provide any assurance on the RSI.

We were engaged to report on the supplementary information, which accompanies the financial statements but is not RSI. With respect to this supplementary information, we made certain inquiries of management and evaluated the form, content, and methods of preparing the information to determine that the information complies with accounting principles generally accepted in the United States of America, the method of preparing it has not changed from the prior period, and the information is appropriate and complete in relation to our audit of the financial statements. We compared and reconciled the supplementary information to the underlying accounting records used to prepare the financial statements or to the financial statements themselves.

We were not engaged to report on the introductory and statistical sections, which accompany the financial statements but are not RSI. Such information has not been subjected to the auditing procedures applied in the audit of the basic financial statements, and accordingly, we do not express an opinion or provide any assurance on them.

Restriction on Use

This information is intended solely for the information and use of the City Council, and management of the City of Wausau and is not intended to be, and should not be, used by anyone other than these specified parties.

Sincerely,



Certified Public Accountants
Wausau, Wisconsin
August 10, 2017

SUMMARY FINANCIAL INFORMATION

1. Governmental Fund Balances

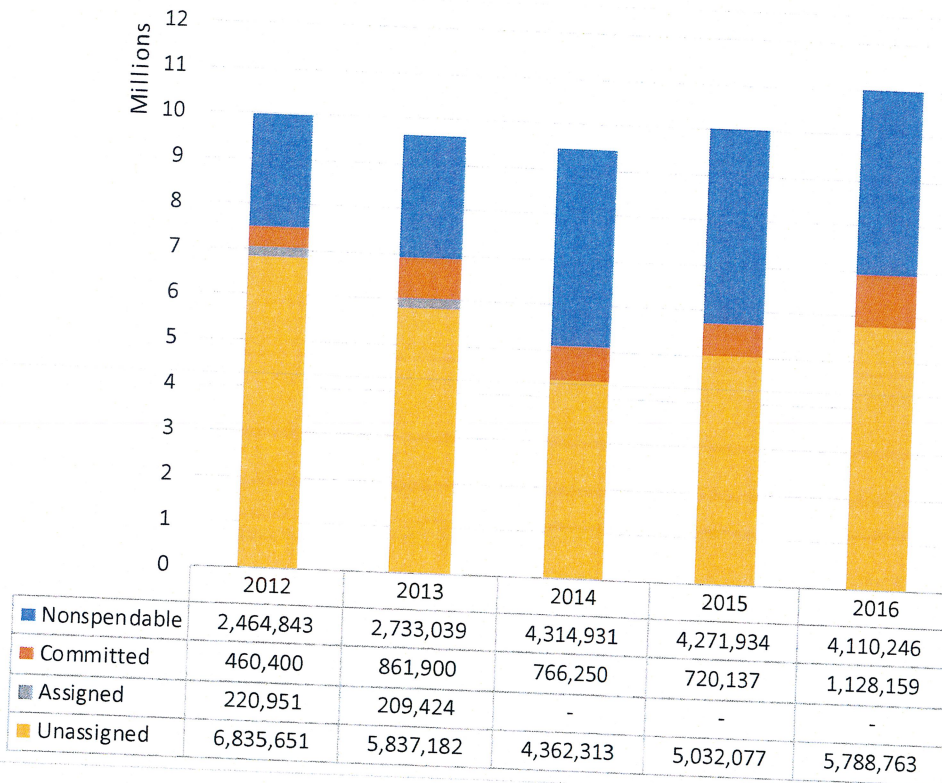
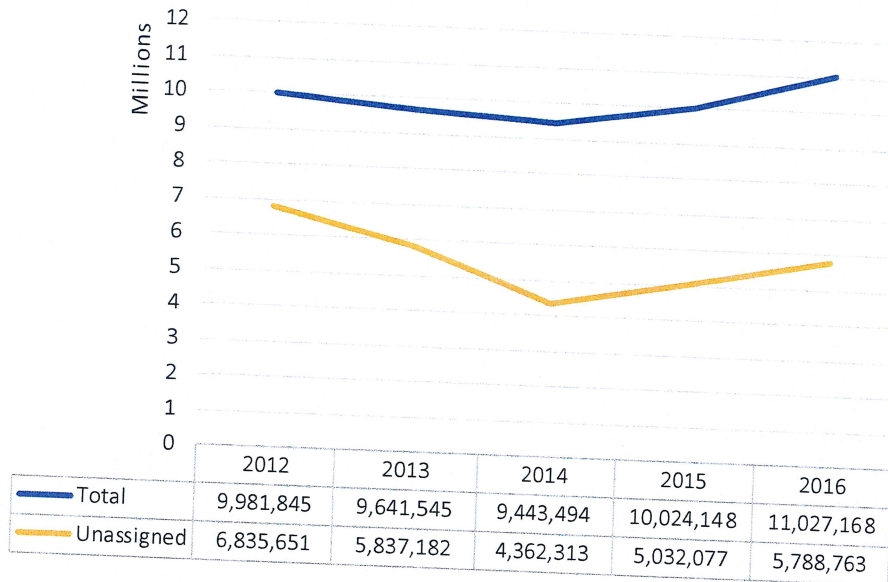
Presented below is a summary of the various City governmental fund balances on December 31, 2016, including a comparison to the prior year. This information is presented for assisting management in assessing financial results for 2016 and for indicating financial resources available for the start of the 2016 budget year.

	12/31/16	12/31/15
General Fund		
Nonspendable		
Advances		
Inventories and prepaid items	\$ 3,718,150	\$ 3,870,098
Committed	392,096	401,836
Unassigned	1,128,159	720,137
Total General Fund	5,788,763	5,032,077
Special Revenue Funds	<u>11,027,168</u>	<u>10,024,148</u>
Grants		
HUD Mortgage	1,547,456	1,342,800
DLAD Mortgage Program	74,276	12,754
Economic Development	519,967	540,214
Federal Rent Rehabilitation	316,205	311,286
WRRP Rehabilitation	337,818	340,560
Holtz-Krause Clean Up	1,404,846	1,542,166
Hazardous Materials Emergency Response	1,752,827	1,714,811
Housing Stock Improvement	162,573	129,788
Room Tax	490,183	629,083
Public Access Cable	93,087	82,126
Recycling	2,812	17,543
EMS Grant	147	1,165
Rental Licensing	25,906	17,745
400 Block	-	2,686
Other Grants & Special Purpose Accounts	6,684	3,595
Total Special Revenue Funds	730,779	705,692
Debt Service Fund	<u>7,465,566</u>	<u>7,394,014</u>
Capital Projects Funds	<u>1,898,330</u>	<u>880,446</u>
Capital Improvements		
TID #3	4,699,527	3,479,012
TID #5	(75,636)	(2,542,748)
TID #6	-	219,880
TID #7	1,976,519	(426,102)
TID #8	(1,999,763)	(1,994,365)
TID #9	187,811	1,358,962
TID #10	(83,397)	(78,800)
Total Capital Projects Funds	(267,093)	(174,514)
Total Governmental Fund Balances	<u>4,437,968</u>	<u>(158,675)</u>
	<u>\$ 24,829,032</u>	<u>\$ 18,139,933</u>

The unassigned general fund balance of \$5,788,763 represents a balance of 18.1% of the annual general fund budget. As a general guideline, cities should maintain a minimum of two months expenditures as unassigned general fund balance or approximately 16.67% of the annual general fund budget. We recommend the City monitor the unassigned fund balance levels during the budget process.

2. Fund Balance Analysis - General Fund

Presented below is a fund balance analysis of the General Fund for the years 2012 - 2016. This information is presented for assisting management in assessing fund balance at the end of fiscal year 2016 and how it compares to prior years.



3. Water Utility

Presented below is a comparative summary of revenues, expenses and changes in net position for the water utility enterprise fund for the years ended December 31, 2016 and 2015.

	2016	2015
Operating Revenues		
Charges for services	\$ 5,445,096	\$ 5,236,584
Operating Expenses		
Operation and maintenance	2,710,126	2,594,898
Depreciation	1,151,651	1,137,508
Total Operating Expenses	<u>3,861,777</u>	<u>3,732,406</u>
Operating Income	<u>1,583,319</u>	<u>1,504,178</u>
Nonoperating Revenues (Expenses)		
Interest expense	(56,837)	(39,198)
Interest income	82	-
Gain on sale of assets	2,657	2,560
Amortization	(866)	(4,272)
Total Nonoperating Revenues (Expenses)	<u>(54,964)</u>	<u>(40,910)</u>
Income before Capital Contributions and Transfers	1,528,355	1,463,268
Capital Contributions	11,584	12,158
Transfers	<u>(1,107,560)</u>	<u>(1,129,644)</u>
Change in Net Position	432,379	345,782
Net Position - January 1	<u>34,689,862</u>	<u>34,344,080</u>
Net Position - December 31	<u>\$ 35,122,241</u>	<u>\$ 34,689,862</u>

The water utility had an increase in net position of \$432,379 for 2016 compared to an increase in net position of \$345,782 for 2015. This was mostly due to an increase in charges for services.

4. Wastewater Utility

Presented below is a comparative summary of revenues, expenses and changes in net position for the wastewater utility enterprise fund for the years ended December 31, 2016 and 2015:

	2016	2015
Operating Revenues		
Charges for services	\$ 5,321,043	\$ 5,290,542
Operating Expenses		
Operation and maintenance	2,874,713	2,462,792
Depreciation	1,133,177	1,157,212
Total Operating Expenses	<u>4,007,890</u>	<u>3,620,004</u>
Operating Income	<u>1,313,153</u>	<u>1,670,538</u>
Nonoperating Revenues (Expenses)		
Interest expense	(143,622)	(66,063)
Interest income	1,235	1,613
Total Nonoperating Revenues (Expenses)	<u>(142,387)</u>	<u>(64,450)</u>
Income before Capital Contributions and Transfers	1,170,766	1,606,088
Capital Contributions		
Transfers	54,839	58,724
	<u>(450,000)</u>	<u>(490,000)</u>
Change in Net Position	775,605	1,174,812
Net Position - January 1	39,292,106	38,117,294
Net Position - December 31	<u>\$ 40,067,711</u>	<u>\$ 39,292,106</u>

The wastewater utility generated a change in net position of \$775,605 for 2016 compared to a change in net position of \$1,174,812 for 2015. This was mostly due to an increase in operating expenses.

5. Parking Utility

Presented below is a summary of revenues, expenses and changes in net position for the parking utility enterprise fund for the year ended December 31, 2016 and 2015:

	2016	2015
Operating Revenues		
Charges for services	\$ 955,977	\$ 953,884
Operating Expenses		
Operation and maintenance	1,222,699	1,123,040
Depreciation	657,907	669,050
Total Operating Expenses	<u>1,880,606</u>	<u>1,792,090</u>
Operating Loss	<u>(924,629)</u>	<u>(838,206)</u>
Nonoperating Revenues		
Property taxes	211,052	211,052
Loss before Capital Contributions	<u>(713,577)</u>	<u>(627,154)</u>
Capital Contributions	<u>171,210</u>	<u>950,233</u>
Change in Net Position	(542,367)	323,079
Net Position - January 1	<u>19,694,860</u>	<u>19,371,781</u>
Net Position - December 31	<u>\$ 19,152,493</u>	<u>\$ 19,694,860</u>

The parking utility generated a change in net position of (\$542,367) for 2016 compared to \$323,079 for 2015. This was mostly due to a decrease in capital contributions.

6. Metro Ride Transit

Presented below is a summary of revenues, expenses and changes in net position for the metro ride transit enterprise fund for the year ended December 31, 2016 and 2015:

	2016	2015
Operating Revenues		
Passenger fares	\$ 462,027	\$ 485,620
Intergovernmental	1,923,359	1,940,966
Total Operating Revenues	<u>2,385,386</u>	<u>2,426,586</u>
Operating Expenses		
Operation and maintenance	3,066,352	3,018,882
Depreciation	582,601	575,432
Total Operating Expenses	<u>3,648,953</u>	<u>3,594,314</u>
Operating Loss	<u>(1,263,567)</u>	<u>(1,167,728)</u>
Nonoperating Revenues		
Property taxes	<u>547,342</u>	<u>647,342</u>
Loss before Capital Contributions	(716,225)	(520,386)
Capital Contributions	<u>-</u>	<u>199,415</u>
Change in Net Position	(716,225)	(320,971)
Net Position - January 1	<u>4,980,568</u>	<u>5,301,539</u>
Net Position - December 31	<u>\$ 4,264,343</u>	<u>\$ 4,980,568</u>

Metro ride transit generated a change in net position of (\$716,225) for 2016 compared to \$(320,971) in 2015 mostly due to a decrease in property tax revenue and capital contributions for the year.

COMMENTS AND OBSERVATIONS

1. City Debt Limit

Local government entities in the State of Wisconsin have a statutory limit on the amount of general obligation debt the entity can borrow. The City of Wausau's statutory limit that can be borrowed is 5 percent of the equalized value of the City or \$130,422,730 as of December 31, 2016. The City has outstanding general obligation debt issuances totaling \$75,079,604 or 57% of the maximum amount that can be borrowed as of December 31, 2016. As municipalities approach the debt limit, there can be limits placed on their ability to finance certain capital projects, encourage economic development, or handle certain emergency situations.

We recommend the City continue to monitor their general obligation debt position to ensure they maintain enough capacity to finance future activity.

MANAGEMENT RESPONSE: The city council, mayor, and finance department are aware of the City's debt position. The City is undertaking several unique large economic development projects, the reconstruction of Thomas Street and swimming pool reconstruction that contributed to the increased outstanding debt obligations. The City's financial advisors laid out a plan to shift water and utility debt to revenue bonds which will immediately reduce general obligation debt outstanding. They also presented a financing plan for the next three years. One of the important points of their presentation was that since the City retires debt rapidly the level currently experienced will decline within the next 5-6 years. The recent increase in equalized value of 6% will also help with capacity. Staff, with the assistance of our financial advisors, will continue to advise the Finance Committee and Common Council of trends and issues.

2. Capital Asset Policy

The City's current capital asset policy defines capital assets as "assets with an initial, individual cost of more than \$5,000 and an estimated useful life in excess of two years." During our review of the City's capital asset activity, we noted several instances in which the City was capitalizing assets that were less than \$5,000. By capitalizing assets that do not meet this threshold, the City is utilizing resources to add, track, and remove capital assets that are not necessary.

We recommend the City provide copies of the policy to all department heads to ensure City-wide adherence to the policy and a review of the capital asset records of the City to consider removing any assets that do not meet the criteria of a capital asset contained in the policy.

MANAGEMENT RESPONSE: The finance department has capitalized many assets with an individual cost of less than \$5,000 when they are included in the cost of a larger project. This is done to keep an organized and detailed capital assets list that helps us identify assets as they become obsolete or replaced later on. The finance department plans on reviewing the capital assets listing and ensuring the City's policy is followed.

3. Employee Benefits Internal Service Fund

The City maintains an internal service fund to finance employee health and dental insurance claims. A summary of transactions from 2014-2016 for the fund follows:

	2014	2015	2016
Operating Revenues			
Premiums	\$ 4,743,425	\$ 5,208,543	\$ 5,039,797
Operating Expenses			
Insurance claims and administration	5,078,651	5,447,893	5,150,104
Operating Loss	(335,226)	(239,350)	(110,307)
Net Position (Deficit)- January 1	413,142	77,916	(161,434)
Net Position (Deficit)- December 31	\$ 77,916	\$ (161,434)	\$ (271,741)

The Employee Benefits Fund is currently in a deficit position at year end. Because insurance claims can fluctuate annually, municipalities generally try to maintain net position of between 20% and 50% of their annual operating expenses depending on the level of risk assumed by their self-insurance plan. To obtain that level of reserves, the City would need to maintain an ending net position of between \$1,030,000 and \$2,575,000. Many Wisconsin municipalities are experiencing similar operating results in their self-insurance funds.

We recommend the City continue to monitor these funds and develop plans to address the deficits currently accumulated.

MANAGEMENT RESPONSE: The status of the Employee benefits fund has been reviewed with the Finance Committee. The City does not currently maintain a reserve policy on its internal service funds. We will work with the Finance Committee and Common Council to establish one. The purpose of a reserve policy is to establish a desired target level of reserves to ensure that future liabilities are met. Currently the City maintains three separate funds for managing self-insurance. When considering these funds in total the December 31, 2016 reserves represent about 22.78% of the 2016 claims or 3 months of claims. Once a reserve policy has been established the Council can evaluate the need to adjust existing reserves through equity transfers. In addition, as noted in the historical data presented below, the annual losses in the health fund have declined each year since 2014 which is a positive trend. Annually, the City works with our health insurance consultant to establish the total health premium. A portion of this is allocated to the HRA and the balance is allocated to pay other health claims. We will carefully evaluate this allocation in 2018 to ensure that excessive reserves do not accumulate in the HRA fund.

	Reserve 12/31/2016	2016 Income (Loss)	2015 Income (Loss)	2014 Income (Loss)
Insurance Fund (Liability/WC/Property)	\$ 756,624	\$ 75,453	\$ 215,280	\$ 169,034
Employee Benefits (Health and Dental)	(271,741)	(110,307)	(239,350)	(335,226)
HRA Fund	508,011	151,549	109,084	(57,065)
	\$ 992,894	\$ 116,695	\$ 85,014	\$ (223,257)
Total Claims				
General Liability	\$ 65,919			
Workers Compensation	180,291			
Health	3,682,675			
Dental	272,096			
HRA Claims	157,463			
Total	\$ 4,358,444			
Reserve Coverage as a % of Total Claims	22.78%			

NEW ACCOUNTING STANDARD

GASB Statement No. 75 Accounting and Reporting for Other Post-employment Benefits

In June 2015, the Governmental Accounting Standards Board (GASB) issued a new pronouncement relating to other post-employment benefits (OPEB). GASB Statement No. 75, *Accounting and Financial Reporting for Post-employment Benefits Other than Pensions* significantly changes the accounting and financial reporting of post-employment benefits that was established in GASB Statement Nos. 43 and 45. The primary purpose of these Statements is to improve accounting and financial reporting of OPEB obligations and enhance transparency of OPEB related information in your financial statements similar to how GASB Statements Nos. 67 and 68 were designed.

Currently, governments report a liability related to other post-employment liabilities for the unfunded portion of the annual required contribution, which includes an amortization of the Unfunded Actuarial Liability (UAL) over an open period of time, not to exceed 30 years. Upon implementing the new standard, the City will recognize the difference between the total OPEB liability and any plan assets (net OPEB liability) in the government-wide and proprietary financial statements, often resulting in a significant increase in the OPEB liability reported in your financial statements. The new standards also require that the entry age normal cost method be used to determine the liability, deferred inflows and outflows of resources to be reported for changes in economic and demographic assumptions and differences between expected and actual experience, and additional note disclosures and schedules.

The new standard is effective for financial statements for employers for fiscal years beginning after June 15, 2017. We recommend that the City evaluate impact of the new standards with your actuary, and determine an implementation strategy to minimize your costs while ensuring adequate communication of the impact of these changes will have on your financial statements. As you develop your implementation strategy, you should evaluate the following:

- Do you anticipate any changes in benefits? If yes, you should approve benefit changes prior to implementation, as any changes in benefits in the future are treated as current year activity.
- What is your valuation measurement date? You can roll back to a valuation date 12 months prior to year end, allowing you to complete your actuarial valuation prior to year end or you can roll forward to your reporting date, requiring your actuarial valuation to be completed after year end but before you anticipate issuance of your financial statements.

APPENDIX

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Assistant Finance Director
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CUSTOMER SERVICE DEPARTMENT
OFFICE OF THE FINANCE DIRECTOR

August 10, 2017

Schenck SC
311 Financial Way, Suite 100
Wausau, WI 54401

This representation letter is provided in connection with your audit of the financial statements of the City of Wausau, (the "City"), which comprise the respective financial position of the governmental activities, the business-type activities, the discretely presented component units, each major fund, and the aggregate remaining fund information as of December 31, 2016, and the respective changes in the financial position and where applicable, cash flows for the year then ended, and the related notes to the financial statements for the purpose of expressing opinions as to whether the financial statements are presented fairly, in all material respects, in accordance with accounting principles generally accepted in the United States of America (U.S. GAAP).

Certain representations in this letter are described as being limited to matters that are material. Items in No. 54 are considered material based on the materiality criteria specified in Title 2 U.S. Code of Federal Regulations (CFR) Part 200, *Uniform Administrative Requirements, Cost Principles, and Audit Requirements for Federal Awards* (Uniform Guidance) and the *State Single Audit Guidelines* issued by the Wisconsin Department of Administration. Items are considered material, regardless of size, if they involve an omission or misstatement of accounting information that, in light of surrounding circumstances, makes it probable that the judgment of a reasonable person relying on the information would be changed or influenced by the omission or misstatement. An omission or misstatement that is monetarily small in amount could be considered material as a result of qualitative factors.

We confirm, to the best of our knowledge and belief, as of August 10, 2017, the following representations made to you during your audit.

Financial Statements

1. We have fulfilled our responsibilities, as set out in the terms of the audit engagement letter dated January 5, 2017, including our responsibility for the preparation and fair presentation of the financial statements in accordance with U.S. GAAP and for preparation of the supplementary information in accordance with the applicable criteria.
2. The financial statements referred to above are fairly presented in conformity with U.S. GAAP and include all properly classified funds and other financial information of the primary government and all component units required by generally accepted accounting principles to be included in the financial reporting entity.
3. We acknowledge our responsibility 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.

4. We acknowledge our responsibility for the design, implementation, and maintenance of internal control to prevent and detect fraud.
5. Significant assumptions we used in making accounting estimates, including those measured at fair value, are reasonable.
6. In regards to accounting estimates:
 - The measurement processes used by management in determining accounting estimates is appropriate and consistent.
 - The assumptions appropriately reflect management's intent and ability to carry out specific courses of action.
 - The disclosures related to accounting estimates are complete and appropriate.
 - No subsequent event has occurred that would require adjustment to the accounting estimates or disclosures included in the financial statements.
7. Related party relationships and transactions, including revenues, expenditures/expenses, loans, transfers, leasing arrangements, and guarantees, and amounts receivable from or payable to related parties have been appropriately accounted for and disclosed in accordance with U.S. GAAP.
8. Adjustments or disclosures have been made for all events, including instances of noncompliance, subsequent to the date of the financial statements that would require adjustment to or disclosure in the financial statements or in the schedule of findings and questioned costs.
9. We are in agreement with the adjusting journal entries you have proposed, and they have been posted to the City's accounts.
10. The effects of all known actual or possible litigation, claims, and assessments have been accounted for and disclosed in accordance with U.S. GAAP.
11. Guarantees, whether written or oral, under which the City is contingently liable, if any, have been properly recorded or disclosed.

Information Provided

12. We have provided you with:
 - a. Access to all information, of which we are aware, that is relevant to the preparation and fair presentation of the financial statements, such as records, documentation, and other matters and all audit or relevant monitoring reports, if any, received from funding sources.
 - b. Additional information that you have requested from us for the purpose of the audit.
 - c. Unrestricted access to persons within the City from whom you determined it necessary to obtain audit evidence.
 - d. Minutes of the meetings of the City Council or summaries of actions of recent meetings for which minutes have not yet been prepared.

13. All material transactions have been recorded in the accounting records and are reflected in the financial statements and the schedules of expenditures of federal awards and state financial assistance.
14. We made an assessment of the risk that the financial statements may be materially misstated as a result of fraud. We have disclosed the results of our assessment as follows:
 - a. We have no knowledge of any fraud or suspected fraud that affects the entity and involves:
 - i. Management,
 - ii. Employees who have significant roles in internal control, or
 - iii. Others where the fraud could have a material effect on the financial statements.
 - b. We have no knowledge of any allegations of fraud or suspected fraud affecting the City's financial statements communicated by employees, former employees, regulators, or others.
15. We have no knowledge of instances of noncompliance or suspected noncompliance with provisions of laws, regulations, contracts, or grant agreements, or abuse, whose effects should be considered when preparing financial statements.
16. We have disclosed to you all known actual or possible litigation, claims, and assessments whose effects should be considered when preparing the financial statements.
17. We have disclosed to you the identity of the City's related parties and all the related party relationships and transactions of which we are aware.

Government - specific

18. There have been no communications from regulatory agencies concerning noncompliance with, or deficiencies in, financial reporting practices.
19. We have identified to you any previous audits, attestation engagements, and other studies related to the audit objectives and whether related recommendations have been implemented.
20. The City has no plans or intentions that may materially affect the carrying value or classification of assets, liabilities, deferred inflows/outflows of resources, or equity.
21. We are responsible for compliance with the laws, regulations, and provisions of contracts and grant agreements applicable to us, including tax or debt limits and debt contracts; and legal and contractual provisions for reporting specific activities in separate funds.
22. We have identified and disclosed to you all instances, which have occurred or are likely to have occurred, of fraud and noncompliance with provisions of laws and regulations that we believe have a material effect on the financial statements or other financial data significant to the audit objectives, and any other instances that warrant the attention of those charged with governance.
23. We have identified and disclosed to you all instances, which have occurred or are likely to have occurred, of noncompliance with provisions of contracts and grant agreements that we believe have a material effect on the determination of financial statement amounts or other financial data significant to the audit objectives.

24. We have identified and disclosed to you all instances that have occurred or are likely to have occurred, of abuse that could be quantitatively or qualitatively material to the financial statements or other financial data significant to the audit objectives.
25. There are no violations or possible violations of budget ordinances, laws and regulations (including those pertaining to adopting, approving, and amending budgets), provisions of contracts and grant agreements, tax or debt limits, and any related debt covenants whose effects should be considered for disclosure in the financial statements, or as a basis for recording a loss contingency, or for reporting on noncompliance.
26. The City has satisfactory title to all owned assets, and there are no liens or encumbrances on such assets nor has any asset been pledged as collateral.
27. The City has complied with all aspects of contractual agreements that would have a material effect on the financial statements in the event of noncompliance.
28. We have followed all applicable laws and regulations in adopting, approving, and amending budgets.
29. The financial statements include all component units as well as joint ventures with an equity interest, and properly disclose all other joint ventures and other related organizations.
30. The financial statements properly classify all funds and activities, in accordance with GASB Statement No. 34.
31. All funds that meet the quantitative criteria in GASB Statement Nos. 34 and 37 for presentation as major are identified and presented as such and all other funds that are presented as major are particularly important to financial statement users.
32. Components of net position (net investment in capital assets, restricted, and unrestricted) and components of fund balance (nonspendable, restricted, committed, assigned and unassigned) are properly classified and, if applicable, approved.
33. Provisions for uncollectible receivables have been properly identified and recorded.
34. Expenses have been appropriately classified in or allocated to functions and programs in the statement of activities, and allocations have been made on a reasonable basis.
35. Revenues are appropriately classified in the statement of activities within program revenues and general revenues.
36. Interfund, internal, and intra-entity activity and balances have been appropriately classified and reported.
37. Deposits and investment securities and derivative transactions are properly classified as to risk and are properly disclosed.
38. Capital assets, including infrastructure and intangible assets, are properly capitalized, reported, and, if applicable, depreciated.
39. Joint ventures, jointly governed organizations, and other related organizations have been properly disclosed in the financial statements.

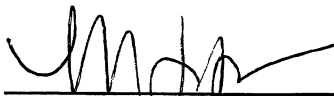
40. We have appropriately disclosed the City's policy regarding whether to first apply restricted or unrestricted resources when an expense is incurred for purposes for which both restricted and unrestricted net position is available and have determined that net position is properly recognized under the policy.
41. We are following GASB Statement No. 54, paragraph 18, to determine the fund balance classifications for financial reporting purposes.
42. We acknowledge our responsibility for the required supplementary information (RSI). The RSI is measured and presented within prescribed guidelines and the methods of measurement and presentation have not changed from those used in the prior period. We have disclosed to you any significant assumptions and interpretations underlying the measurement and presentation of the RSI.
43. We acknowledge our responsibility for presenting the nonmajor fund combining statements, individual fund statements, supporting schedules, and statistical data (the supplementary information) in accordance with accounting principles generally accepted in the United States of America, and we believe the supplementary information, including its form and content, is fairly presented in accordance with accounting principles generally accepted in the United States of America. The methods of measurement and presentation of the supplementary information have not changed from those used in the prior period, and we have disclosed to you any significant assumptions or interpretations underlying the measurement and presentation of the supplementary information.
44. We agree with the findings of specialists in evaluating the other post-employment benefits, pension benefits, and incurred but not reported claims and have adequately considered the qualifications of the specialist in determining the amounts and disclosures used in the financial statements and underlying accounting records. We did not give or cause any instructions to be given to specialists with respect to the values or amounts derived in an attempt to bias their work, and we are not otherwise aware of any matters that have had an impact on the independence or objectivity of the specialists.
45. The fact that the amount of "uncollateralized" deposits or "uninsured, unregistered securities held by the counterparty, or by its trust department or agent but not in the City's name" during the period significantly exceeded the amounts in those categories as of the balance sheet was properly disclosed in the financial statements.
46. Arrangements with financial institutions involving repurchase, reverse repurchase, or securities lending agreements, compensating balances, or other arrangements involving restrictions on cash balances and line-of-credit or similar arrangements, have been properly recorded or disclosed in the financial statements.
47. The methods and significant assumptions used to determine fair values of financial instruments are as follows: Fair value is the price that would be received to sell an asset in an orderly transaction between market participants at the measurement date. The methods and significant assumptions used result in a measure of fair value appropriate for financial statement measurement and disclosure purposes.
48. Receivables recorded in the financial statements represent valid claims against debtors for transactions arising on or before the balance sheet date and have been reduced to their estimated net realizable value.
49. Capital assets have been evaluated for impairment as a result of significant and unexpected decline in service utility.

50. We believe that the actuarial assumptions and methods used to measure pension and OPEB liabilities and costs for financial accounting purposes are appropriate in the circumstances.
51. We do not plan to make frequent amendments to our pension or other post-retirement benefit plans.
52. Tax abatement agreements have been properly disclosed in the notes to the financial statements.
53. We have not completed the process of evaluating the impact that will result from adopting Governmental Accounting Standards Board (GASB) Statements No. 75, *Accounting and Financial Reporting for Post-employment Benefits Other Than Pensions*, as discussed in Note 5.I. The City is therefore unable to disclose the impact that adopting these GASB Statements will have on its financial position and the results of its operations when the Statements are adopted.
54. With respect to federal and state award programs:
 - a. We are responsible for understanding and complying with and have complied with the requirements of the Uniform Guidance and the *State Single Audit Guidelines* issued by the Wisconsin Department of Administration, including requirements relating to preparation of the schedule of federal awards and the schedule of state financial assistance.
 - b. We acknowledge our responsibility for presenting the schedule of expenditures of federal awards (SEFA) in accordance with the requirements of the Uniform Guidance and the schedule of state financial assistance (SSFA) in accordance with the requirements of the *State Single Audit Guidelines* and we believe the SEFA and SSFA, including their form and content, are fairly presented in accordance with the Uniform Guidance and the Guidelines. The methods of measurement or presentation of the SEFA and SSFA have not changed from those used in the prior period and we have disclosed to you any significant assumptions and interpretations underlying the measurement and presentation of the SEFA and SSFA.
 - c. If the SEFA and SSFA are not presented with the audited financial statements, we will make the audited financial statements readily available to the intended users of the SEFA and SSFA no later than the date we issue the SEFA and SSFA and the auditors' report thereon.
 - d. We have identified and disclosed to you all of our government programs and related activities subject to the Uniform Guidance and the *State Single Audit Guidelines* and have included in the SEFA and SSFA expenditures made during the audit period for all awards provided by federal and state agencies in the form of awards, federal cost-reimbursement contracts, loans, loan guarantees, property (including donated surplus property), cooperative agreements, interest subsidies, insurance, food commodities, direct appropriations, and other direct assistance.
 - e. We are responsible for understanding and complying with, and have complied with, the requirements of federal and state statutes, regulations, and the terms and conditions of federal and state awards related to each of our federal and state programs and have identified and disclosed to you the requirements of federal and state statutes, regulations, and the terms and conditions of federal and state awards that are considered to have a direct and material effect on each major federal and state program.
 - f. We are responsible for establishing and maintaining, and have established and maintained, effective internal control over compliance for federal and state programs that provide reasonable assurance that we are managing our federal and state awards in compliance with federal and state statutes, regulations, and the terms and conditions of federal and state awards that could have a material effect on our federal and state programs. We believe the internal control system is adequate and is functioning as intended.

- g. We have made available to you all federal and state awards (including amendments, if any) and any other correspondence with federal and state agencies or pass-through entities relevant to federal and state programs and related activities.
- h. We have received no requests from a federal or state agency to audit one or more specific programs as a major program.
- i. We have complied with the direct and material compliance requirements, (except for noncompliance disclosed to you), including, when applicable, those set forth in the *OMB Compliance Supplement* and the *State Single Audit Guidelines*, relating to federal and state awards and confirm that there were no amounts questioned and no known noncompliance with the direct and material compliance requirements of federal or state awards.
- j. We have disclosed any communications from federal and state awarding agencies and pass-through entities concerning possible noncompliance with the direct and material compliance requirements, including communications received from the end of the period covered by the compliance audit to the date of the auditors' report.
- k. We have disclosed to you the findings received and related corrective actions taken for previous audits, attestation engagements, and internal or external monitoring that directly relate to the objectives of the compliance audit, including findings received and corrective actions taken from the end of the period covered by the compliance audit to the date of the auditors' report.
- l. Amounts claimed or used for matching were determined in accordance with relevant guidelines in OMB's Uniform Guidance (2 CFR Part 200, subpart E) and OMB Circular A-87, *Cost Principles for State, Local, and Tribal Governments*, if applicable.
- m. We have disclosed to you our interpretation of compliance requirements that may have varying interpretations.
- n. We have made available to you all documentation related to compliance with the direct and material compliance requirements, including information related to federal and state program financial reports and claims for advances and reimbursements.
- o. We have disclosed to you the nature of any subsequent events that provide additional evidence about conditions that existed at the end of the reporting period affecting noncompliance during the reporting period.
- p. There are no such known instances of noncompliance with direct and material compliance requirements that occurred subsequent to the period covered by the auditors' report.
- q. No changes have been made in internal control over compliance or other factors that might significantly affect internal control, including any corrective action we have taken regarding significant deficiencies or material weaknesses in internal control over compliance, subsequent to the period covered by the auditors' report.
- r. Federal and state program financial reports and claims for advances and reimbursements are supported by the books and records from which the financial statements have been prepared.
- s. The copies of federal and state program financial reports provided you are true copies of the reports submitted, or electronically transmitted, to the respective federal and state agency or pass-through entity, as applicable.

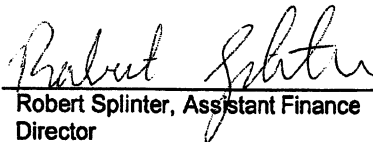
- t. We have monitored subrecipients, as necessary, to determine that they have expended subawards in accordance with federal and state statutes, regulations and the terms and conditions of the subaward and have met the other pass-through entity requirements of the Uniform Guidance and the *State Single Audit Guidelines*.
 - u. We have issued management decisions for audit findings that relate to federal and state awards made to subrecipients and such management decisions have been issued within six months of acceptance of the audit report by the Federal Audit Clearinghouse. Additionally, we have followed-up ensuring that the subrecipient has taken timely and appropriate action on all deficiencies detected through audits, on-site reviews, and other means that pertain to the federal and state award provided to the subrecipient.
 - v. We have considered the results of subrecipient audits and have made any necessary adjustments to our books and records.
 - w. We have charged costs to federal and state awards in accordance with applicable cost principles.
 - x. We are responsible for and have accurately prepared the summary schedule of prior audit findings to include all findings required to be included by the Uniform Guidance and the *State Single Audit Guidelines* and we have provided you with all information on the status of the follow-up on prior audit findings by federal and state awarding agencies and pass-through entities, including all management decisions.
 - y. We are responsible for and have ensured the reporting package does not contain protected personally identifiable information.
 - z. We are responsible for and have accurately prepared the auditee section of the Data Collection Form as required by the Uniform Guidance.
 - aa. We are responsible for taking corrective action on each audit finding of the compliance audit and have developed a corrective action plan that meets the requirements of the Uniform Guidance and the *State Single Audit Guidelines*.
55. We have evaluated and classified any subsequent events as recognized or nonrecognized through the date of this letter. No events, including instances of noncompliance, have occurred subsequent to the balance sheet date and through the date of this letter that would require adjustment to or disclosure in the aforementioned financial statements or in the schedule of findings and questioned costs.

Signed:



Maryanne Great, Finance Director

Signed:



Robert Splinter, Assistant Finance Director