

State of New Mexico

**Malaga Mutual Domestic Water Consumers
and Sewage Works Association
Tier 4—Agreed Upon Procedures Report
For the Year Ended December 31, 2015**

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INTRODUCTORY SECTION

STATE OF NEW MEXICO
Malaga Mutual Domestic Water Consumers and Sewage Works Association
Tier 4 – Agreed Upon Procedures
For the Year Ended December 31, 2015
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STATE OF NEW MEXICO

Malaga Mutual Domestic Water Consumers and Sewage Works Association

Directory of Officials

December 31, 2015

Board

<u>Name</u>	<u>Title</u>
David C Navarette	President
Efrain Rios	Vice President
Craig Ogden	Secretary-Treasurer
Tony Hernandez	Director
John Wright	Director

Administrative Officials

Faye Arias	Office Manager
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FINANCIAL SECTION

**INDEPENDENT ACCOUNTANT'S REPORT
ON APPLYING AGREED UPON PROCEDURES**

Timothy M. Keller, New Mexico State Auditor
and the Board of Directors of the
Malaga Mutual Domestic Water Consumers and Sewage Works Association
Malaga, New Mexico

We have performed the procedures listed in the attached schedule which were agreed to by the Office of the State Auditor and the Malaga Mutual Domestic Water Consumers and Sewage Works Association, (the Association) for the year ended December 31, 2015. The Association was determined to be a tier 4 entity under the Audit Act, Section 12-6-3 B(4) NMSA 1978 and Section 2.2.2.16 NMAC. The Association is responsible for the accounting records and compliance with State Auditor Rules as described above.

This agreed-upon procedures engagement was conducted in accordance with attestation standards established by the American Institute of Certified Public Accountants and the standards applicable to attestation engagements contained in *Government Auditing Standards* issued by the Comptroller General of the United States. The sufficiency of these procedures is solely the responsibility of those parties specified in the report. Consequently, we make no representation regarding the sufficiency of the procedures described below either for the purpose for which this report has been requested or for any other purpose.

Our findings related to the procedures in the schedule of procedures and results are presented in the accompanying schedule of findings and responses as listed in the table of contents.

We were not engaged to, and did not, conduct an audit, the objective of which would be the expression of an opinion on the Association's financial reporting to the State Auditor as described above. Accordingly, we do not express such an opinion. Had we performed additional procedures, other matters might have come to our attention that would have been reported to you.

This report is intended solely for the information and use of management and others within the Association, the Office of the State Auditor, the Department of Finance and Administration –Local Government Division, and the New Mexico State Legislature and is not intended to be and should no be used by anyone other these specified parties.

RPC CPAs + Consultants LLP

RPC CPAs + Consultants, LLP
Albuquerque, New Mexico
May 20, 2016

STATE OF NEW MEXICO
Malaga Mutual Domestic Water Consumers and Sewage Works Association
Tier 4-Agreed Upon Procedures
Procedures Performed and Related Results
For the Year Ended December 31, 2015

1. Tier Determination

Procedures

- a. Verify the local public body's revenue calculation and tier determination documented on the form provided at www.osanm.org under "Tiered System Reporting Main Page."

Results of Procedures

- a. As a result of this procedure, it was determined that the Association's revenues (excluding capital outlay funds, federal or private grants) were \$184,559 thus, Tier 4 procedures were applied.

2. Cash

Procedures

- a. Determine whether bank reconciliations are being performed in a timely manner and whether all bank and investment statements for the fiscal year are complete and on hand. [For purpose of performing these procedures "timely" means completion of the bank reconciliations within one month after the last day of the reporting month and "complete" means that statements for bank and investment accounts are all accounted for by the Association.]
- b. Perform a random test of bank reconciliations for accuracy. Also, trace ending balances to the general ledger, supporting documentation and the financial reports submitted to Department of Finance and Administration-Local Government Division (DFA-LGD.) [For the purpose of performing these procedures, "accuracy" means that reconciling items agree to deposit slips and subsequent bank statement and reconciled balances agree to the general ledger.]
- c. Determine whether the local public body's financial institutions have provided it with the 50% of pledged collateral on all uninsured deposits as required by Section 6-10-17 NMSA 1978, NM Public Money Act, if applicable.

Results of Procedures

- a. We obtained the bank statements and corresponding reconciliations for the all of Association's accounts as of December 31, 2015. No exceptions were noted as a result of this procedure. Bank reconciliations were completed in a timely manner, and all bank statements and reconciliations are complete and on hand.
- b. A random sample of 6 monthly bank reconciliations were haphazardly selected in fiscal year 2015 from the Association's main operating account. Discrepancies were found between the bank reconciliations and the general ledger (see finding 2015-001).
- c. No collateral was required because the Association's accounts at their respective financial institutions did not exceed the \$250,000 FDIC Coverage.

3. Capital Assets

Procedure

- a. Verify that the local public body is performing a yearly inventory as required by Section 12-6-10 NMSA 1978.

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Result of Procedure

- a. The Association performed a capital asset inventory that was certified by its Board of Directors for the year ended December 31, 2015.

4. Revenues

Procedures

Identify the nature and amount of revenue from sources by reviewing the budget, agreements, rate schedules, and underlying documentation.

- a. Perform an analytical review; test actual revenue compared to budgeted revenue for the year for each type of revenue. [For purposes of performing analytical procedures, we inquired of the Association’s management for explanations of all variances of budget to actual of more than 10%.]

Select a sample of revenues based on auditor judgment [for purposes of procedures in 4(b) and 4(c), we haphazardly selected the 5th deposit of every month for a total of 12 deposits] and test using the following attributes:

- b. Amount recorded in the general ledger agrees to the supporting documentation and the bank statement.
- c. Proper recording of classification, amount, and period per review of supporting documentation and the general ledger. Perform this revenue work on the same accounting basis that the local public body keeps its accounting records on a cash basis, modified accrual basis, or accrual basis.

Results of Procedures

- a. Actual revenue compared to budgeted revenue for the fiscal year was within expectations as detailed in the comparison schedule below.

	Budget	Actual	Difference	Percentage
Water sales	\$ 91,000	\$ 183,564	\$ 92,564	102%
Reconnect and disconnect fees	94	95	1	1%
Installation fees	47	-	(47)	-100%
Membership fees	100	750	650	650%
Interest income	70	150	80	114%
Grant Income	107,625	107,625	-	0%
	<u>\$ 198,936</u>	<u>\$ 292,184</u>	<u>\$ 93,248</u>	<u>47%</u>

The association under budgeted revenues from water sales, and as a result the revenue received is much greater than that budgeted. An adjustment was made during the year to the budgeted revenues, however, they were not submitted to the DFA – LGD for approval.

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 Procedures Performed and Related Results
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Results of Procedures (Continued)

The following items were selected for procedures 4(b)-4(c):

Receipt Date	Payer	Description	Amount	Date Deposited
01/12/2015	Various	Water Billing	1,459.47	1/13/2015
02/09/2015	Various	Water Billing	3,742.54	2/10/2015
03/09/2015	Various	Water Billing	971.56	3/10/2015
04/09/2015	Various	Water Billing	1,203.05	4/10/2015
05/07/2015	Various	Water Billing	846.43	5/8/2015
06/08/2015	Various	Water Billing	969.91	6/9/2015
07/08/2015	Various	Water Billing	814.76	7/9/2015
08/06/2015	Various	Water Billing	323.82	8/7/2015
9/9/2015	Various	Water Billing	234.75	9/10/2015
10/13/2015	Various	Water Billing	3,263.64	10/13/2015
11/9/2015	Various	Water Billing	3,921.37	11/10/2015
12/8/2015	Various	Water Billing	1,671.60	12/8/2015

- b. No exceptions were noted as a result of this procedure. Amounts recorded in the general ledger agreed with supporting documentation and the bank statements.
- c. No exceptions were noted as a result of this procedure. Amounts were properly recorded on a cash basis as to classification, amount and period per review of supporting documentation.

5. Expenditures

Procedures

Select a sample of cash disbursements based on auditor judgment [for purposes of procedures in 5(a), 5(b), and 5(c), we systematically selected every 10th cash disbursement for a total of 22 disbursements] and test using the following attributes:

- a. Determine that amount recorded as disbursed agrees to adequate supporting documentation. Verify that amount, payee, date and description agree to the vendor's invoice, purchase order, contract and canceled check, as appropriate.
- b. Determine that disbursements were properly authorized and approve in compliance with the budget, legal requirements and established policies and procedures.
- c. Determine that the bid process (or request for proposal process if applicable), purchase orders, contracts and agreements were processed in accordance with the New Mexico Procurement Code (Section 13-1-28 through 13-1-199 NMSA 1978) and State Purchasing Regulations (1.4.1 NMAC) and Regulations Governing the Per Diem and Mileage Act (2.42.2 NMAC).

The following cash disbursements were selected and the procedures described in 5(a)-5(c) above were performed:

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 Procedures Performed and Related Results
 For the Year Ended December 31, 2015

Procedures (Continued)

Date	Payee	Description	Amount
07/28/2015	N.M. Mutual Casualty	Policy # 8921.122	447.00
06/30/2015	Accounting & Consulting Group	Invoice#116491	1,216.36
02/17/2015	Faye F Arias	Paycheck	3.36
09/15/2015	Pablo P Hernandez	Paycheck	119.70
12/30/2015	Cecilia Mendoza	Paycheck	5.70
03/02/2015	Card Service Center	0118	174.00
05/01/2015	Card Service Center	0118	112.51
07/22/2015	Card Service Center	Family Dollar Store = \$ 50.14	155.14
08/31/2015	Sparks Office Solutions	Invoice# 59956	148.24
11/02/2015	Card Service Center	US Post Office - \$117.00	173.40
12/09/2015	New Mexico One Call, Inc.	Invoice# 151225056	349.89
08/25/2015	Taxation & Revenue Dept	Water Conservation Fee	134.19
03/25/2015	J & J Pipe & Supply	INVOICE # 40673	353.33
08/03/2015	Alfredo Lopez	Yard Expense	120.00
12/21/2015	Alfredo Lopez	Yard Expense	60.00
07/16/2015	USA BlueBook	Invoice# 698999	656.07
11/10/2015	Bill Buntin	Paycheck	7.80
05/05/2015	Windstream Communications SW	Account # 100374195-100248076	200.31
10/05/2015	Windstream Communications SW	Account # 100374195-100248076	201.26
03/27/2015	Excel Energy	8 Black River Rd Acct54-1552314-9 \$ 45.28	854.41
08/15/2015	Malaga Water	Bill	36.48
11/09/2015	Eddy County Treasurer	Owner#0001144- Bill #2015-0017649	817.77

Results of Procedures

- a. We noted two exceptions as a result of this procedure. For two separate instances of amounts paid to the same individual for yard expenses, there was no supporting documentation. It was stated that there was a verbal agreement between he and the Association (see finding 2015-002).
- b. No exceptions were noted as a result of this procedure. The disbursements were properly authorized and approved in compliance with the budget, legal requirements, and established policies and procedures.
- c. No exceptions were noted as a result of this procedure. The bid process (or request for proposal process, if applicable), purchase orders, contracts and agreements were processed in accordance with the New Mexico Procurement Code (Section 13-1-28 through 13-1-99 NMSA 1978) and State Purchasing Regulations (1.4.1 NMAC) and Regulations Governing the Per Diem and Mileage Act (2.42.2 NMAC).

6. Journal Entries

Procedures

If non-routine journal entries, such as adjustments or reclassifications, are posted to the general ledger, test significant items for the following attributes:

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Procedures Performed and Related Results
For the Year Ended December 31, 2015

Procedures (Continued)

- a. Journal entries appear reasonable and have supporting documentation [A journal entry is considered reasonable if: i. Explanation is consistent with the nature of the adjustment and the general ledger accounts affected. ii. supporting documentation {invoices, contracts, correspondence, calculations, etc.} agrees with the journal entry details.]
- b. The local public body has procedures that require journal entries to be reviewed and there is evidence the reviews are being performed.

Results of Procedures

- a. Journal entries appear reasonable and had supporting documentation that agrees to details.
- b. There were no non-routine journal entries recorded during fiscal year ending December 31, 2015, thus the procedure was not performed.

7. Budget

Procedures

Obtain the original fiscal year budget and all budget amendments made throughout the fiscal year and perform the following:

- a. Verify, through a review of the minutes and correspondence, that the original budget and subsequent budget adjustments were approved by the local public body's governing body and DFA-LGD.
- b. Determine if the total actual expenditures exceeded the final budget at the legal level of budgetary control; if so, report a compliance finding.
- c. From the original and final approved budgets and general ledger, prepare a schedule of revenues and expenditures – budget and actual on the budgetary basis used by the local public body (cash, accrual or modified accrual basis) for each individual fund.

Results of Procedures

- a. The review of Board minutes indicated that the budget was approved by the Board; budget was also approved by the DFA – LGD on September 17, 2015, for calendar year 2015. However, upon review of quarterly reports submitted to the DFA – LGD, approved budget amounts differed from quarter to quarter, and no approval was obtained from the DFA – LGD (see finding 2013-002).
- b. A schedule of revenues and expenses – budget and actual was prepared from the Association's records on the cash budgetary basis. We noted no exceptions. The actual expenditures did not exceed the budget.
- c. Please refer to the schedule of revenues and expenditures, budget to actual.

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8. Other

Procedures

If information comes to the IPA's attention (regardless of materiality) indicating any fraud, illegal acts, noncompliance, or any internal control deficiencies, such instances must be disclosed in the report as required by section 12-6-6 NMSA 1978. The findings must include the required content per section 2.2.2.10(I)(3)(C) NMAC.

Results of Procedures

Please refer to the schedule of findings and responses of this report.

STATE OF NEW MEXICO
Malaga Mutual Domestic Water Consumers and Sewage Works Association
Schedule of Revenues and Expenditures
Budget and Actual
For the Year Ended December 31, 2015

	Budgeted Amounts		Cash Basis	Variance Favorable (Unfavorable)
	Original	Final	Actual	Final to Actual
Operating revenues				
Water sales	\$ 91,000	\$ 210,000	\$ 183,564	\$ (26,436)
Reconnect & disconnect fees	94	100	95	(5)
Installation fees	47	5,000	-	(5,000)
Membership fees	100	-	750	750
Total operating revenues	<u>91,241</u>	<u>215,100</u>	<u>184,409</u>	<u>(26,436)</u>
Operating expenditures				
Wages	22,598	50,000	45,077	4,923
Payroll taxes	1,928	5,000	3,759	1,241
Insurance	6,683	10,100	9,099	1,001
Office expense	3,925	11,500	9,906	1,594
Repairs & maintenance	10,493	22,500	22,198	302
Supply expense	2,397	23,500	5,479	18,021
Utilities	5,435	13,500	11,754	1,746
Telephone	1,583	3,700	3,185	515
Mileage	3,714	7,500	5,928	1,572
Upgrade system - materials	27,404	27,404	27,404	-
Upgrade system - contract labor	50,676	50,676	50,676	-
upgrade system - professional fees	13,243	13,243	13,243	-
Other taxes and licenses	561	1,500	2,071	(571)
N/P - USDA rural dept	7,980	15,960	15,960	-
Return rent deposits	28	-	50	(50)
Legal & accounting	7,619	7,500	9,619	(2,119)
Asset reserve	4,334	8,668	8,668	-
Debt service	830	1,660	1,660	-
Total operating expenditures	<u>171,431</u>	<u>273,911</u>	<u>245,736</u>	<u>28,175</u>
Excess (deficiency) of revenues over expenditures	(80,190)	(58,811)	(61,327)	1,739
Nonoperating revenues and expenditures				
Interest income	70	170	150	(20)
Capital grant income-federal	107,625	107,325	107,625	300
Total nonoperating revenues and expenditures	<u>107,695</u>	<u>107,495</u>	<u>107,775</u>	<u>280</u>
Revenues over (under) expenditures	<u>\$ 27,505</u>	<u>\$ 48,684</u>	<u>\$ 46,448</u>	<u>\$ 2,019</u>

STATE OF NEW MEXICO
 Malaga Mutual Domestic Water Consumers and Sewage Works Association
 Year-End Financial Report Submitted to DFA
 For the Year Ended December 31, 2015

MALAGA MD WATER & SWA Year 2015 - 1/1 to 12/31		QUARTERLY REPORTING							
BUDGET SECTION	SECTION	Approved Budget	First Quarter	Second Quarter	Third Quarter	Forth Quarter	Year-to-Date Actuals	Over/Under Budget	% of Budget
Beginning Cash Balance on December 31, 2014: \$176,963		\$176,963	\$176,963	\$176,963	\$176,963	\$176,963	\$176,963		
Revenue									
Water Service	\$183,564	\$210,000	\$40,709	\$50,095	\$50,841	\$41,918	\$183,564	-\$26,436	87.41%
Reconnect & Disconnect Fees	\$95	\$100	\$47	\$47	\$0	\$0	\$95	-\$5	94.56%
Installation Fees	\$0	\$5,000	\$0	\$0	\$0	\$0	\$0	-\$5,000	0.00%
Membership Fees	\$750	\$0	\$100	\$150	\$50	\$450	\$750	\$750	0
Interest Income	\$150	\$170	\$33	\$37	\$38	\$42	\$150	-\$20	88.19%
Grant Income	\$107,625	\$0	\$96,725	\$10,900	\$0	\$0	\$107,625	\$107,625	0
Total Revenue	\$292,184	\$215,270	\$137,615	\$61,229	\$50,929	\$42,411	\$292,184	\$76,914	135.73%
Expenditures									
Wages	\$45,077	\$50,000	\$10,166	\$12,432	\$11,441	\$11,038	\$45,077	-\$4,923	90.15%
Payroll Taxes	\$3,759	\$5,000	\$884	\$1,044	\$934	\$898	\$3,759	-\$1,241	75.19%
Insurance	\$9,099	\$10,100	\$0	\$6,683	\$1,970	\$446	\$9,099	-\$1,001	90.09%
Office Expense	\$9,906	\$11,500	\$1,408	\$2,517	\$4,168	\$1,814	\$9,906	-\$1,594	86.14%
Repairs & Maintenance	\$22,198	\$22,500	\$3,699	\$3,147	\$6,805	\$8,546	\$22,198	-\$302	98.66%
Supply Expense	\$5,479	\$23,500	\$1,050	\$700	\$1,273	\$2,457	\$5,479	-\$18,021	23.32%
Utilities	\$11,754	\$13,500	\$2,760	\$2,576	\$3,459	\$2,958	\$11,754	-\$1,746	87.06%
Telephone	\$3,185	\$3,700	\$813	\$770	\$774	\$828	\$3,185	-\$515	86.09%
Mileage	\$5,928	\$7,500	\$1,542	\$2,172	\$1,183	\$1,032	\$5,928	-\$1,572	79.05%
Upgrade System - Materials	\$27,404		\$16,403	\$11,001	\$0	\$0	\$27,404	\$27,404	0
Upgrade System - Contract Labor	\$50,676		\$50,676	\$0	\$0	\$0	\$50,676	\$50,676	0
Upgrade System - Professional Fees	\$13,243		\$13,243	\$0	\$0	\$0	\$13,243	\$13,243	0
Other Taxes and Licenses	\$2,071	\$1,500	\$220	\$341	\$413	\$1,097	\$2,071	\$571	138.07%
N/P - USDA Rural Dept	\$15,960	\$15,960	\$3,990	\$3,990	\$3,990	\$3,990	\$15,960	\$0	100.00%
Return Rent Deposits	\$50		\$28	\$22	\$0	\$0	\$50	\$50	0
Legal & Accounting	\$9,619	\$7,500	\$3,839	\$3,839	\$1,216	\$725	\$9,619	\$2,119	128.25%
Asset Reserve	\$8,668	\$8,668	\$2,167	\$2,167	\$2,167	\$2,167	\$8,668	\$0	100.00%
Debt Service	\$1,660	\$1,660	\$415	\$415	\$415	\$415	\$1,660	\$0	100.00%
	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	0
	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	0
Total Expenditures	\$245,737	\$182,588	\$113,303	\$53,815	\$40,208	\$38,411	\$245,737	\$63,149	134.59%
Estimated Ending Cash Balance on December 31, 2015	\$223,410	\$223,410					\$223,410	\$13,765	

STATE OF NEW MEXICO
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2013-002 Budget Adjustments not Submitted for DFA-LGD Approval- (Other Non-compliance)- Repeated and Revised

Condition

During our testing over budgetary compliance, we noted the Association did implement procedures to submit a proposed budget and quarterly reports to the Local Government Division for fiscal year 2015. However, we noted the Association did not obtain approval from the Local Government Division for adjustments during fiscal year 2015. Furthermore, the Association's expenditures exceeded the originally budgeted amounts.

Criteria

Section 6-6-2G NMSA 1978 requires the Association to obtain approval from the Local Government Division for the revision to authorize expenditures. Also, New Mexico State Statute 6-6-6 NMSA 1978 requires that local government spending does not exceed budgeted amounts, unless approved budget adjustments are made.

Effect

Noncompliance with state statutes referenced in the criteria section above. The Association's ability to prevent and detect misstatements in the accounting records, fraud, waste and abuse is diminished in the absence of periodic comparisons between actual revenues and expenditures and budgeted revenues and expenditures.

Cause

The Association did not provide budget adjustment requests to the DFA – LGD.

Recommendation

We recommend management and members of the governing body of the Association attend training sessions and presentations conducted by the Local Government Division to ensure the Association has identified all budget and reporting requirements and monitor its actual expenditures in comparison with budgeted amounts monthly to ensure budget adjustments are timely made. Also, we recommend that the Association provide budget adjustment requests to the DFA – LGD, in accordance with state statute.

Agency Response

The Board will immediately implement a policy where budget adjustments are formally approved, and after approval, the Office Manager will work with the fee accountant to be sure they are submitted to DFA-LGD for approval.

STATE OF NEW MEXICO
Malaga Mutual Domestic Water Consumers and Sewage Works Association
Schedule of Findings and Responses
For the Year Ended December 31, 2015

2015-001 Bank Reconciliations are not Reviewed and do not Agree to the General Ledger- (Findings that Do Not Rise to the Level of Significant Deficiency)

Condition

During our testing of bank reconciliations, we noted that three out of the six reconciliations tested from the operating account during the year 2015, did not tie to the balance recorded in the general ledger. This includes the December 31, 2015 bank reconciliation, which had a discrepancy of \$785 from the general ledger. Upon further review of the bank reconciliation, it was noted that the discrepancy was due to the inclusion of two reconciling items that belonged to fiscal year 2016, that were incorrectly dated for fiscal year 2015.

Criteria

Good accounting practices require bank reconciliations to be prepared accurately and timely and require the Association to retain the evidence that bank reconciliations were prepared for audit and accountability purposes. Such bank reconciliations should have a reconciled balance that ties to the general ledger at the end of each month.

Effect

The external accountants could not agree the reconciled balance to the general ledger. This could result in potential fraudulent activity, if not monitored adequately.

Cause

Insufficient review of monthly bank reconciliations.

Recommendation

We recommend that each bank reconciliation undergo a review by a different individual to ensure accuracy and agree the balance to the general ledger.

Agency Response

Reconciliations are prepared by the office manager and reviewed by the fee accountant monthly. The office manager will ask the fee accountant to immediately begin documenting her review of the reconciliations with a copy to the office manager, and also send the office manager any recommended journal entries for approval by the board.

STATE OF NEW MEXICO
Malaga Mutual Domestic Water Consumers and Sewage Works Association
Schedule of Findings and Responses
For the Year Ended December 31, 2015

2015-002 Adequate Supporting Documentation Does not Exist for Expenditures- (Findings that Do Not Rise to the Level of Significant Deficiency)

Condition

During our testing of expenditures, we found that for two expenditures paid out to the same individual for yard services out of the 22 tested, there was no supporting documentation. It was stated that there was a verbal agreement between the individual who was performing the services and the Association.

Criteria

It is good accounting practice to include adequate supporting documentation for each expenditure.

Cause

Association stated that a verbal agreement was in place for the services performed.

Effect

Without adequate supporting documentation for expenditures, there is an increased risk of unauthorized expenditures being made.

Recommendation

We recommend the Association obtain a written agreement or another form of supporting documentation for all goods or services obtained.

Agency Response

From now on we will have an approved and signed invoice from the vendor before making payment. The office manager has already implemented this procedure.

STATE OF NEW MEXICO
Malaga Mutual Domestic Water Consumers and Sewage Works Association
Exit Conference
For the Year Ended December 31, 2015

EXIT CONFERENCE

The contents of this report were discussed on May 31, 2016. The following individuals were in attendance.

Representing Malaga Mutual Domestic Water Consumers and Sewage Works Association

Craig Ogden, Treasurer/Secretary
Faye Arias, Office Manager

Representing RPC CPAs + Consultants, LLP

Cindy Bryan, Partner