TOWN OF FRONT ROYAL, VIRGINIA

COMPREHENSIVE
ANNUAL FINANCIAL REPORT

FOR THE FISCAL YEAR ENDED JUNE 30, 2011

PREPARED BY THE
DEPARTMENT OF FINANCE
KIM GILKEY-BREEDEN
DIRECTOR OF FINANCE

FOREWORD

Front Royal is located in Warren County in Northern Virginia approximately 17 miles south of Winchester and 70 miles west of Washington, DC. The Town was founded in 1754 and chartered by the General Assembly of Virginia in 1788. U.S. Highways 522 and 340, and State Route 55 provide access to the Town. Interstate Highways 66 and 81 are located 1 mile north and 6 miles west of the Town, respectively. The Town covers an area of approximately 9 square miles and has a population estimated at 14,440.

The Town is governed under a Council-Manager form of government. The Town Council is comprised of six members, who are elected at large, to serve four-year terms. Elections for three seats on the Town Council are held every two years. The Mayor, who serves a two-year term, presides over the Town Council, but may vote only to break a tie.

The Town Manager is appointed by the Town Council as the chief executive officer of the Town and is responsible to the Town Council for proper administration of the Town government. The Town Manger also serves as Town Treasurer and is responsible for the financial operations of the Town. The Town Council appoints the Clerk of the Town Council and Town Attorney. The department directors are appointed by and are under the supervision of the Town Manager.

In Virginia, incorporated towns are part of the county in which they are located. Accordingly, the residents of an incorporated town are required to pay certain taxes, including ad valorem taxes, to both the town and the county. The town provides certain services received by residents of the town with other services being provided by the county.

TOWN OF FRONT ROYAL, VIRGINIA
COMPREHENSIVE ANNUAL FINANCIAL REPORT
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INTRODUCTORY SECTION

TOWN OF FRONT ROYAL
OFFICE OF THE TOWN MANAGER
TOWN HALL
P.O. BOX 1560
FRONT ROYAL, VIRGINIA 22630-1560

STEVEN M. BURKE, P.E.
Town Manager
(540) 635-8007
(540) 636-7475 (Fax)
sburke@frontroyalva.com

November 30, 2011

The Honorable Mayor,
Members of the Town Council, and
Citizens of Front Royal, Virginia

State law requires that all general-purpose local governments publish, within six months of the close of each fiscal year, a complete set of financial statements presented in conformity with generally accepted accounting principles (GAAP) and audited in accordance with generally auditing standards by a firm of licensed certified public accountants. Pursuant to the requirement, we hereby issue the Comprehensive Annual Financial Report of the Town of Front Royal, Virginia for the fiscal year ending June 30, 2011.

This report consists of management's representations concerning the finances of the Town of Front Royal, Virginia. Consequently, management assumes full responsibility for the completeness and reliability of all of the information presented in this report. To provide a reasonable basis for making these representations, the management of the Town of Front Royal has established a comprehensive internal control framework. These controls are designed both to protect the government's assets from loss, theft, or misuse and to compile sufficient reliable information for the preparation of the Town of Front Royal's financial statements in conformity with GAAP. Because the cost of internal controls should not outweigh their benefits, the Town of Front Royal's comprehensive framework of internal controls has been designed to provide reasonable rather than absolute assurance that the financial statements will be free from material misstatement. As management, we assert that, to the best of our knowledge and belief, this financial report is complete and reliable in all material respects.

The Town of Front Royal's financial statements have been audited by Mitchell & Co., P.C., a firm of licensed certified public accountants. The goal of the independent audit was to provide reasonable assurance that the financial statements of the Town of Front Royal, Virginia for the fiscal year ending June 30, 2011, are free of material misstatement. The independent audit involved examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements; assessing the accounting principles used and significant estimates made by management; and evaluating the overall financial statement presentation. Based upon their audit, the independent auditor concluded that there was a reasonable basis for rendering an unqualified opinion that the Town of Front Royal's financial statements for the fiscal year ending June 30, 2011, are fairly presented in conformity with GAAP. The independent auditor's report is presented as the first component of the financial section of this report.

GAAP require that management provide a narrative introduction, overview, and analysis to accompany the basic financial statements in the form of Management's Discussion and Analysis (MD&A). This letter of transmittal is designed to complement MD&A and should be read in conjunction with it. The Town of Front Royal, Virginia's MD&A can be found immediately following the report of the independent auditors.

Profile of the Government. Front Royal is located in Warren County in Northern Virginia approximately 17 miles south of Winchester and 70 miles west of Washington D.C. The Town was founded in 1754 and Chartered by the General Assembly of Virginia in 1788. U.S. Highways 522 and 340, and State Route 55 provide access to the Town. Interstate Highways 66 and 81 are located at the northern town limits and 6 miles west of the Town, respectively. The Town covers an area of approximately 9 square miles and has a population estimated at 14,440.

The Town is governed under a Council-Mayor form of government. The Town Council is comprised of six (6) members, who are elected at large, to serve four-year terms. Elections for three (3) seats on the Town Council are held every two (2) years. The Mayor, who serves a two-year term, presides over the Town Council, but votes only to break a tie.

The Town Manager is appointed by the Town Council as the chief executive officer of the Town and is responsible to the Town Council for proper administration of the Town government. The Town Manager also serves as the Town Treasurer and is responsible for the financial operations of the Town. The Clerk of Council and Town Attorney are appointed by the Town Council. The Department heads of Finance, Public Works, Environmental Services, Energy Services, Human Resources, Tourism, Public Safety and Planning/Zoning are appointed by and operate under the supervision of the Town Manager.

In Virginia, incorporated towns are part of the county in which they are located. Accordingly, the residents of an incorporated town are required to pay certain taxes, including ad valorem taxes, to both the town and the county. Certain services received by residents of a town are provided by the town with other services being provided by the county.

The government maintains a budgetary control over its spending. The objective of these budgetary controls is to ensure compliance with the legal provisions embodied in the annual appropriated budget approved by the Town Council. Activities of the general fund and all enterprise funds are included in the annual appropriated budget. The level of budgetary control (that is, the level at which expenditures cannot legally exceed the appropriate amount) is established by function and activity within the individual fund. The government also maintains an encumbrance accounting system as one technique for accomplishing budgetary control. Encumbered amounts lapse at year-end. However, encumbrances generally are re-appropriated as part of the following year's budget. As demonstrated by the statements and schedules included in the financial section of the report, the government continues to meet its responsibility for sound financial management.

Long-Term Financial Planning. The Town completed $9 million improvements to the water treatment plant in 2009 that were funded through bonds. In addition, the Town plans to construct an estimated $40 million improvement to the waste water treatment plant in 2012 through bonds. The Town hired a consultant to develop a long term rate structure to support debt service on these bond, as well as anticipated operating and maintenance costs. In addition, the Town is working to stabilize our future power purchase expenses through diversification of power supply sources. Finally, the Town has developed Fiscal Impact Model to assist the Town in determining development impact costs.

Cash Management Policies and Practices. The Town maintains a zero balance, checks-cleared checking account whereby all access funds are invested until a check is presented for payment. At that time, the necessary funds are transferred to the account by the bank. Any funds not needed for anticipated expenses are invested in certificates of deposit with local banks and with the Local

Government Investment Pool (LGIP) maintained by the Commonwealth of Virginia on behalf of municipalities.

Risk Management. Risk management functions continue to be organized as a responsibility of the Director of Human Resources. No major, new initiatives were undertaken in the area of risk management. Efforts taken in prior years to reduce loses were continued in 2011. The overall goals of risk management are to reduce the Town's losses to the lowest possible level and to protect the Town's assets from loss, theft and misuse.

Pension and Other Post-Employment Benefits. The Town contributes to the Virginia Retirement System (VRS) on behalf of its employees. All full-time permanent employees must participate in the system. Benefits vest after five (5) years of service so that employees are eligible for unreduced retirement at age 65 with five (5) years of service or at age 50 with 30 years of service. Benefits are actuarially reduced for employees who retire prior to becoming eligible for full retirement benefits.

In addition to providing pension benefits, the Town provides certain health care insurance benefits for its retired employees. Substantially all employees may become eligible at varying levels depending on their length of service and employment with the Town.

Awards and Acknowledgements. The Government Finance Officers' Association (GFOA) awarded a Certificate of Achievement for Excellence in Financial to the Town of Front Royal for its comprehensive annual financial report (CAFR) for the fiscal year ending June 30, 2010. This is the twenty-third (23rd) consecutive year that the government has received this prestigious award. In order to be awarded a Certificate of Achievement, the Town published an easily readable and efficiently organized CAFR. This report satisfied both generally accepted accounting principles and applicable legal requirements.

A Certificate of Achievement is valid for a period of one year only. We believe that our current CAFR continues to meet the Certificate of Achievement Program's requirements, and we are submitting it to the GFOA to determine its eligibility for another certificate.

The preparation of this report would not have been possible without the efficient and dedicated services of the entire staff of the Town of Front Royal Finance Department, and we express our appreciation to all members of the Department. Credit must also be given to the Mayor and Town Council for their unfailing support for maintaining the highest standards of professionalism in the management of the Town of Front Royal's finances.

Respectfully submitted,

Steven M. Burke, PE
Town Manager

Kim Gilkey-Breeden
Director of Finance

Certificate of Achievement for Excellence in Financial Reporting

Presented to

Town of Front Royal Virginia

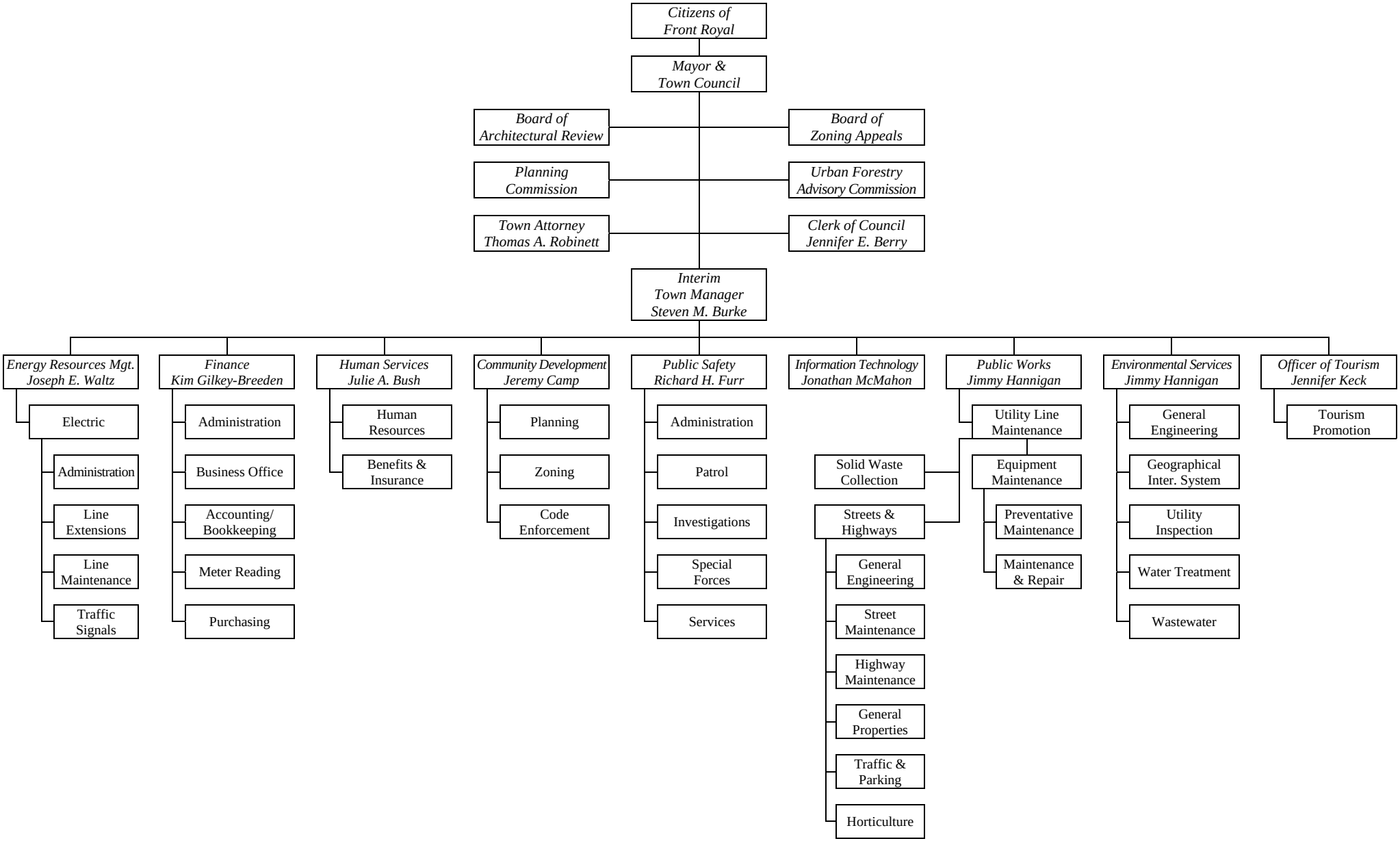
For its Comprehensive Annual
Financial Report
for the Fiscal Year Ended
June 30, 2010

A Certificate of Achievement for Excellence in Financial Reporting is presented by the Government Finance Officers Association of the United States and Canada to government units and public employee retirement systems whose comprehensive annual financial reports (CAFRs) achieve the highest standards in government accounting and financial reporting.

President

Executive Director

TOWN OF FRONT ROYAL
ORGANIZATIONAL CHART
FISCAL YEAR ENDED JUNE 30, 2011



TOWN OF FRONT ROYAL, VIRGINIA
JUNE 30, 2011

TOWN COUNCIL

Timothy W. Darr - Mayor
Chris W. Holloway - Vice Mayor
Thomas E. Conkey
Carson C. Lauder, Jr.
N. Shae Parker
Thomas H. Sayre
Hollis L. Tharpe

TOWN OFFICIALS

Interim Town Manager	Steven M. Burke, PE
Director of Planning & Zoning	Jeremy Camp
Town Attorney	Thomas R. Robinett
Chief of Police	Richard H. Furr
Director of Public Works	Jimmy Hannigan
Deputy Director of Environmental Services	Jimmy Hannigan
Purchasing Agent	Cynthia A. Hartman
Director of Human Services	Julie A. Bush
Clerk of Council	Jennifer E. Berry
Director of Finance	Kim D. Gilkey-Breeden
Director of Tourism	Jennifer Keck
Director of Information Technology	Jonathan McMahon
Director of Energy Resources	Joseph P. Waltz

FINANCIAL SECTION

MITCHELL & CO., P.C.
CERTIFIED PUBLIC ACCOUNTANTS
110 EAST MARKET STREET, SUITE 200
LEESBURG, VIRGINIA 20176

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INDEPENDENT AUDITOR'S REPORT

To The Honorable Mayor and Members of Town Council
Town of Front Royal, Virginia

We have audited the accompanying financial statements of the governmental activities, the business-type activities, each major fund, and the aggregate remaining fund information of the Town of Front Royal, Virginia, as of and for the year ended June 30, 2011, which collectively comprise the Town's basic financial statements as listed in the table of contents. These financial statements are the responsibility of the Town of Front Royal, Virginia's management. Our responsibility is to express an opinion on these financial statements based on our audit.

We conducted our audit in accordance with auditing standards generally accepted in the United States of America, the standards applicable to financial audits contained in *Government Auditing Standards*, issued by the Comptroller General of the United States and the *Specifications for Audits of Counties, Cities and Towns* issued by the Auditor of Public Accounts of the Commonwealth of Virginia. 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 the significant estimates made by management, as well as evaluating the overall financial statement presentation. We believe that our audit provides a reasonable basis for our opinions.

In our opinion, the financial statements referred to above present fairly, in all material respects, the respective financial position of the governmental activities, the business-type activities, each major fund, and the aggregate remaining fund information of the Town of Front Royal, Virginia, as of June 30, 2011, and the respective changes in financial position, and cash flows, where applicable, thereof and the respective budgetary comparison for the General Fund for the year then ended in conformity with accounting principles generally accepted in the United States of America.

In accordance with *Government Auditing Standards* and the *Specifications for Audits of Counties, Cities and Towns*, we have also issued our report dated November 30, 2011 on our consideration of the Town's internal control over financial reporting and our tests of its compliance with certain provisions of laws, regulations, contracts, grant agreements, and other matters. The purpose of that report is to describe the scope of our testing of internal control over financial reporting and compliance and the results of that testing, and not to provide an opinion on internal control over financial reporting or on compliance. That report is an integral part of an audit performed in accordance with *Government Auditing Standards* and the *Specifications for Audits of Counties, Cities and Towns* and should be considered in assessing the results of our audit.

Accounting principles generally accepted in the United States of America require that the management's discussion and analysis, as identified in the table of contents be presented to supplement the basic financial statements. Such information, although not a part of the basic financial statements, is required by the Governmental Accounting Standards Board, who considers it to be an essential part of financial reporting for placing the basic financial statements in an appropriate operational, economic, or historical context. We have applied certain limited procedures to management's discussion and analysis in accordance with auditing standards generally accepted in the United States of America, which consisted of inquiries of management about the methods of preparing the information and comparing the information for consistency with management's responses to our inquiries, the basic financial statements, and other knowledge we obtained during our audit of the basic financial statements. We do not express an opinion or provide any assurance on the information because the limited procedures do not provide us with sufficient evidence to express an opinion or provide any assurance.

MEMBERS AMERICAN INSTITUTE AND VIRGINIA SOCIETY OF CERTIFIED PUBLIC ACCOUNTANTS

Our audit was conducted for the purpose of forming opinions on the financial statements that collectively comprise the Town of Front Royal, Virginia's financial statements as a whole. The introductory section, supplementary information, and statistical section, are presented for purposes of additional analysis and are not a required part of the financial statements. This information is the responsibility of management and was derived from and relate directly to the underlying accounting and other records used to prepare the financial statements. The supplementary information has been subjected to the auditing procedures applied in the audit of the financial statements and certain additional procedures, including comparing and reconciling such information directly to the underlying accounting and other records used to prepare the financial statements or to the financial statements themselves, and other additional procedures in accordance with auditing standards generally accepted in the United States of America. In our opinion, the supplementary information is fairly stated in all material respects in relation to the financial statements as a whole. The introductory and statistical sections have 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 it.

Mitchell & Co., P.C.

November 30, 2011
Leesburg, Virginia

MANAGEMENT'S DISCUSSION AND ANALYSIS

As management of the Town of Front Royal, Virginia, we offer readers of the Town's financial statements this narrative overview and analysis of the financial activities of the Town of Front Royal, Virginia for the fiscal year ended June 30, 2011. We encourage readers to consider the information presented here in conjunction with the additional information that we have furnished in our letter of transmittal, which can be found on pages 1-3 of this report.

Financial Highlights

- The assets of the Town exceeded its liabilities at the close of the most recent fiscal year by $115,280,308. Of this amount, $22,921,868 may be used to meet the Town's ongoing obligations to its citizens and creditors.
- The Town's total net assets decreased by $3,805,624.
- As of the close of the current fiscal year, the Town of Front Royal's governmental funds reported combined ending fund balances of $6,285,497, an increase of $277,744 in comparison with the prior year. Most of this total amount, $4,968,062, is available for spending at the government's discretion.
- At the end of the current fiscal year, unassigned fund balance for the general fund was $5,300,035, or 52.4 percent of total general fund expenditures.
- The Town's total bonded debt decreased by $1,023,689 (7.3 percent) during the current fiscal year.

Overview of the Financial Statements

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

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

The statement of net assets presents information on all Town assets and liabilities with the difference between the two reported as net assets. Over time, increases or decreases in net assets may serve as a useful indicator of whether the financial position of the Town is improving or deteriorating.

The statement of activities presents information showing how the government's net assets changed during the most recent fiscal year. All changes in net assets are reported as soon as the underlying event giving rise to the change occurs, regardless of the timing of related cash flows. Thus, revenues and expenses are reported in this statement for some items that will only result in cash flows in future fiscal periods (e.g., uncollected taxes and earned but unused vacation leave).

Both of the government-wide financial statements distinguish functions of the Town of Front Royal that are principally supported by taxes and intergovernmental revenues, (governmental activities), from other functions that are intended to recover all or a significant portion of their costs through user fees and charges, (business-type activities). The governmental activities of the Town of Front Royal include general government, public safety, engineering and public works, planning, zoning and community development, and parks and recreation. The business-type activities of the Town include water, sewer, electricity, and solid waste management operations.

The government-wide financial statements can be found on pages 18 – 19 of this report.

Fund financial statements. A fund is a grouping of related accounts that is used to maintain control over resources that have been segregated for specific activities or objectives. The Town of Front Royal, Virginia, like other state and local governments, uses fund accounting to ensure and demonstrate compliance with finance-related legal requirements. All of the funds of the Town can be divided into two categories: governmental funds and proprietary funds.

Governmental funds. Governmental funds are used to account for essentially the same functions reported as governmental activities in the government-wide financial statements. However, unlike the government-wide financial statements, governmental fund financial statements focus on near-term inflows and outflows of expendable resources, as well as on balances of expendable resources available at the end of the fiscal year. Such information may be useful in evaluating a government's near-term financing requirements.

Because the focus of governmental funds is narrower than that of the government-wide financial statements, it is useful to compare the information presented for governmental funds with similar information presented for governmental activities in the government-wide financial statements. By doing so, readers may better understand the long-term impact of the government's near-term financing decisions. Both the governmental fund balance sheet and the governmental fund statement of revenues, expenditures, and changes in fund balances provide a reconciliation to facilitate this comparison between governmental funds and governmental activities.

The Town of Front Royal, Virginia maintains seven individual governmental funds. Information is presented separately in the governmental fund balance sheet and in the governmental fund statement of revenues, expenditures, and changes in fund balances for the general fund and the debt service fund, both of which are considered to be major funds. Data from the other five governmental funds are combined into a single, aggregated presentation. Individual fund data for each of these non-major governmental funds is provided in the form of combining statements elsewhere in this report.

The Town of Front Royal adopts an annual appropriated budget for its general fund. A budgetary comparison statement has been provided for the general fund to demonstrate compliance with this budget.

The basic governmental fund financial statements can be found on pages 20 – 23 of this report.

Proprietary funds. The Town of Front Royal, Virginia uses enterprise funds to report the same functions presented as business-type activities in the government-wide financial statements. The Town's enterprise funds include the water fund, sewer fund, electric fund, and solid waste management fund.

Proprietary funds provide the same type of information as the government-wide financial statements, only in more detail. The proprietary fund financial statements provide separate information for the water, sewer, electric, and solid waste management funds, all of which are considered to be major funds of the Town.

The basic proprietary fund financial statements can be found starting on pages 24 – 28 of this report.

Notes to the financial statements. The notes and required supplementary information provide additional information that is essential to a full understanding of the data provided in the government-wide and fund financial statements. The notes to the financial statements and required supplementary information can be found on pages 29 – 50 of this report.

Supplementary Information. The combining statements referred to earlier in connection with non-major governmental funds are presented immediately following the notes to the financial statements. Combining and individual fund statements and schedules can be found on 51 – 61 of this report. Additional state required supplementary schedules follow the combining and individual fund statements and can be found on pages 62 – 64 of this report.

Government-wide Financial Analysis

As noted earlier, net assets may serve over time as a useful indicator of a government's financial position. In the case of the Town of Front Royal, Virginia, assets exceeded liabilities by $115,280,308 at the close of the most recent fiscal year.

By far the largest portion of the Town's net assets (80.1 percent) reflects its investment in capital assets (e.g., land, buildings, machinery, and equipment) less any related debt used to acquire those assets that is still outstanding. The Town uses these capital assets to provide services to its citizens; consequently, these assets are not available for future spending. Although the Town's investment in its capital assets is reported net of related debt, it should be noted that the resources needed to repay this debt must be provided from other sources, since the capital assets themselves cannot be used to liquidate these liabilities. The following table presents a summary of the Town's net assets by type of activity as of June 30, 2011 and 2010.

TOWN OF FRONT ROYAL -- NET ASSETS

	Governmental Activities		Business-type Activities		Total	
	2011	2010	2011	2010	2011	2010
Current and other assets	$ 7,778,569	$ 7,333,293	$21,913,375	$22,664,852	$ 29,691,944	$ 29,998,145
Capital assets	59,081,005	62,354,100	43,788,713	44,396,162	102,869,718	106,750,262
Total Assets	66,859,574	69,687,393	65,702,088	67,061,014	132,561,662	136,748,407
Long-term liabilities	1,408,232	1,301,966	13,487,376	14,399,801	14,895,608	15,701,767
Other liabilities	289,576	344,093	2,096,170	1,616,615	2,385,746	1,960,708
Total Liabilities	1,697,808	1,646,059	15,583,546	16,016,416	17,281,354	17,662,475
Invested in capital assets, net of related debt	58,899,411	62,087,906	33,459,029	30,494,686	92,358,440	92,582,592
Restricted	1,136,560	673,550	-	-	1,136,560	673,550
Unrestricted	5,125,795	5,279,878	16,659,513	20,549,912	21,785,308	25,829,790
Total Net Assets	$65,161,766	$68,041,334	$50,118,542	$51,044,598	$115,280,308	$119,085,932

An additional portion of the Town of Front Royal's net assets (0.16 percent) represents resources that are in a nonspendable form. The remaining balance of unrestricted net assets may be used to meet the government's ongoing obligations to its citizens and creditors.

At the end of the current fiscal year, the Town of Front Royal is able to report positive balances in all categories of net assets, both for the government as a whole, as well as for its separate governmental and business-type activities. The same situation held true for the prior fiscal year.

The Town's net assets decreased by $3,805,624 during the current fiscal year.

Governmental activities. Governmental activities decreased the Town of Front Royal, Virginia's net assets by $2,879,568. These changes are presented in column one of the following table:

TOWN OF FRONT ROYAL -- CHANGES IN NET ASSETS

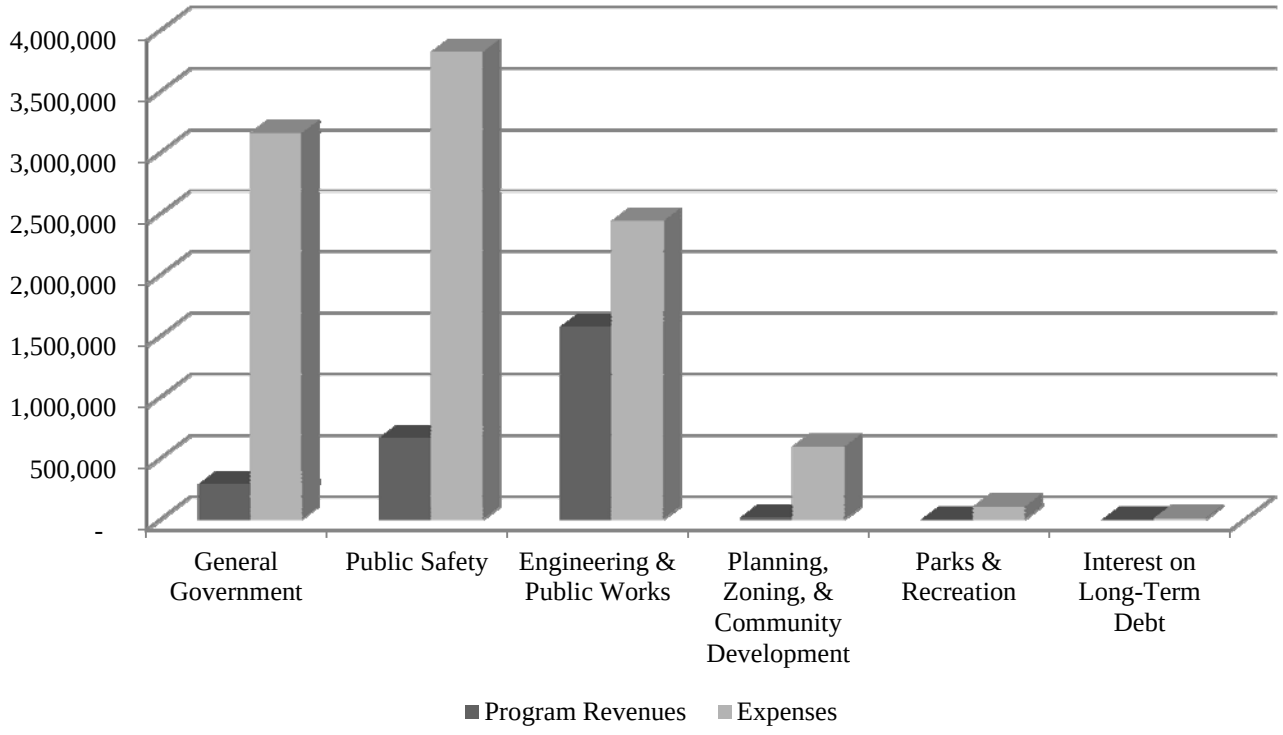
	Governmental Activities		Business-type Activities		Total	
	2011	2010	2011	2010	2011	2010
Revenues						
Program revenues						
Charges for services	$ 453,966	$ 600,005	$24,086,514	$21,896,520	$ 24,540,480	$ 22,496,525
Operating grants & contributions	1,960,551	1,870,222	-	-	1,960,551	1,870,222
Capital grants & contributions	133,154	93,087	-	-	133,154	93,087
General revenues						
Property taxes	1,685,744	2,563,604	-	-	1,685,744	2,563,604
Other taxes	4,571,775	4,376,150	-	-	4,571,775	4,376,150
Investment earnings	56,357	109,480	217,969	254,472	274,326	363,952
Total revenues	8,861,547	9,612,548	24,304,483	22,150,992	33,166,030	31,763,540
Expenses						
General government	3,161,198	3,340,772	-	-	3,161,198	3,340,772
Public safety	3,821,530	3,873,965	-	-	3,821,530	3,873,965
Engineering and public works	2,440,880	2,467,186	-	-	2,440,880	2,467,186
Planning and zoning	596,574	636,471	-	-	596,574	636,471
Parks and recreation	105,720	91,004	-	-	105,720	91,004
Interest on long-term debt	12,431	16,205	-	-	12,431	16,205
Infrastructure depreciation	3,591,054	3,591,054	-	-	3,591,054	3,591,054
Electric	-	-	16,888,252	14,119,794	16,888,252	14,119,794
Water	-	-	2,742,241	3,023,196	2,742,241	3,023,196
Sewer	-	-	2,680,077	3,550,177	2,680,077	3,550,177
Solid waste management	-	-	931,697	1,301,649	931,697	1,301,649
Total expenses	13,729,387	14,016,657	23,242,267	21,994,816	36,971,654	36,011,473
Increase in net assets before transfers	(4,867,840)	(4,404,109)	1,062,216	156,176	(3,805,624)	(4,247,933)
Transfers	1,988,272	1,988,722	(1,988,272)	(1,988,722)	-	-
Increase (decrease) in net assets	(2,879,568)	(2,415,387)	(926,056)	(1,832,546)	(3,805,624)	(4,247,933)
Net assets – 07/01/2010	68,041,334	70,456,721	51,044,598	52,877,144	119,085,932	123,333,865
Net assets – 06/30/2011	$65,161,766	$68,041,334	$50,118,542	$51,044,598	$115,280,308	$119,085,932

- Revenue from property taxes decreased by $877,860 (34.2 percent) during the current year due to a change in the levy date of property taxes from December 5 to June 5 each year in 2010. 2010 includes two years of property revenues whereas 2011 and all future years will include one.

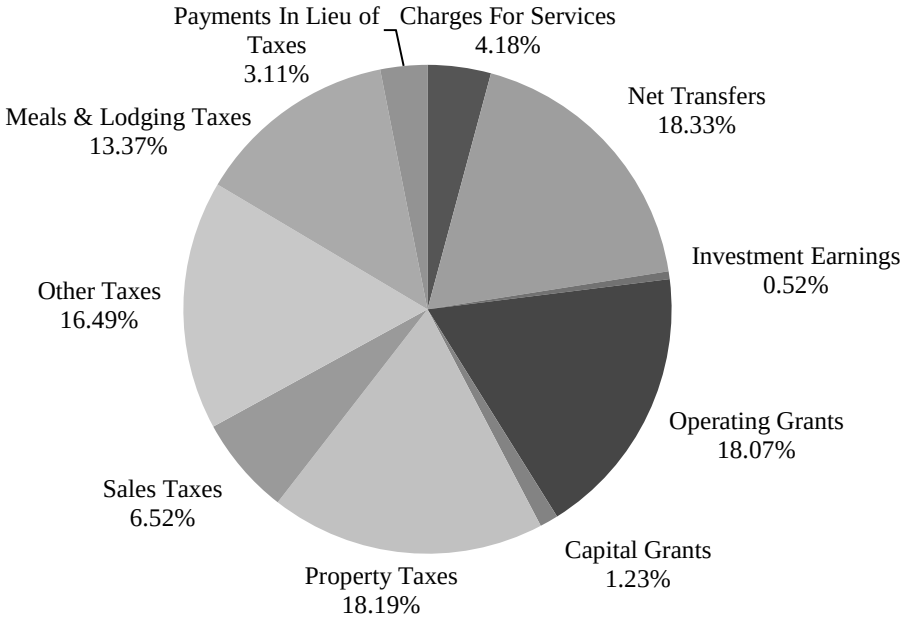
- Operating grants for governmental activities amounted to $1,960,551, mostly as a result of Virginia state funding. The Virginia state funding furnished resources to support two of the Town's primary functions: public safety, public works and engineering.

The following charts present a graphic representation of the Town's governmental activities and the related revenue structure for fiscal year 2011.

EXPENSES AND PROGRAM REVENUES – GOVERNMENTAL ACTIVITIES



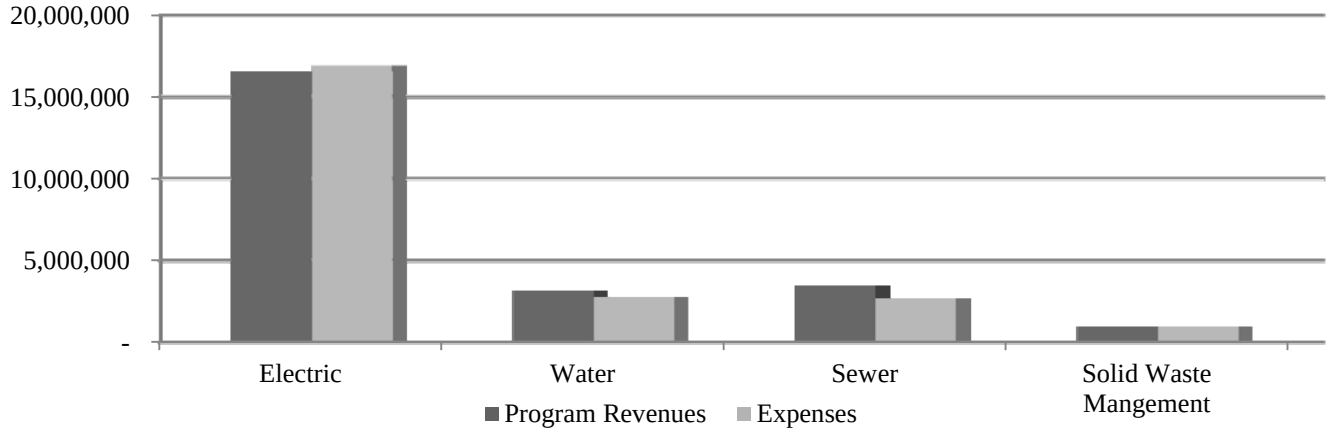
REVENUES BY SOURCE – GOVERNMENTAL ACTIVITIES



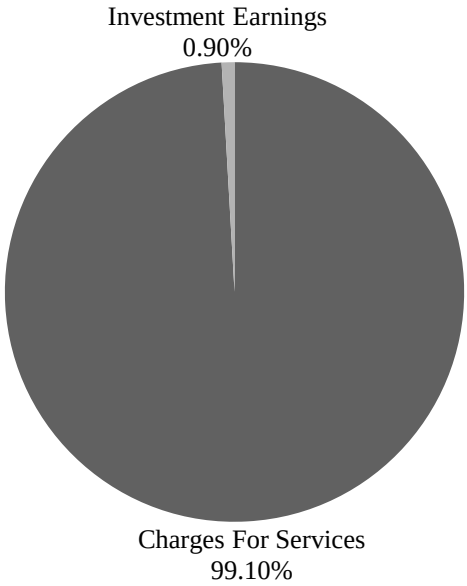
Business-type activities. Business-type activities decreased the Town of Front Royal, Virginia's net assets by $926,056, accounting for 24.3 percent of the Town's decrease in net assets. Key elements of this decrease are as follows:

- Charges for services for business-type activities increased by $2,189,994.
- Electric service expenses increased by $2,768,458, an increase of 19.6 percent.

EXPENSES AND PROGRAM REVENUES – BUSINESS-TYPE ACTIVITIES



REVENUES BY SOURCE – BUSINESS-TYPE ACTIVITIES



Financial Analysis of the Government's Funds

As noted earlier, the Town of Front Royal, Virginia uses fund accounting to ensure and demonstrate compliance with finance-related legal requirements.

Governmental funds. The focus of the Town of Front Royal's governmental funds is to provide information on near-term inflows, outflows, and balances of expendable resources. Such information is useful in assessing the Town's financing requirements. In particular, unreserved fund balance may serve as a useful measure of a government's net resources available for spending at the end of the fiscal year.

As of the end of the current fiscal year, the Town of Front Royal, Virginia's governmental funds reported combined ending fund balances of $6,285,497, an increase of $277,744 in comparison with the prior year. The majority of this total amount, $4,968,062, constitutes unassigned fund balance, which is available for spending at the government's discretion. The remainder of fund balance represents funds in nonspendable form ($180,487), restricted by third parties ($1,136,560), and assigned by the Town for specific purposes ($388).

The general fund is the chief operating fund of the Town of Front Royal, Virginia. At the end of the current fiscal year, unassigned fund balance of the general fund was $5,300,035, while total fund balance reached $6,247,455. As a measure of the general fund's liquidity, it may be useful to compare both unreserved fund balance and total fund balance to total fund expenditures. Unassigned fund balance represents 52.4 percent of total general fund expenditures, while total fund balance represents 61.8 percent of that same amount.

The fund balance of the Town's general fund increased by $382,926 during the current fiscal year. Key factors in this increase are as follows:

- Expenditures were in excess of revenues by $1,605,346.
- The general fund received its annual transfers from the proprietary funds. These net transfers of $1,988,272 are used to reimburse the general fund for support of proprietary fund operations.

Proprietary funds. The Town of Front Royal, Virginia's proprietary funds provide the same type of information found in the government-wide financial statements, but in more detail.

Net assets of the water, sewer and solid waste management functions at the end of the year amounted to $35,088,064 and those for the electric function amounted to $15,030,478. The total decrease in net assets for all enterprise funds was $926,056. Other factors concerning the finances of these funds have already been addressed in the discussion of the Town's business-type activities.

General Fund Budgetary Highlights

Additional net appropriations increases between the original budget and the final amended budget totaled $564,435 and are noted as follows: a $2,000 decrease in Legislative; a $244,775 increase in Executive; a $2,700 decrease in Legal; a $10,000 decrease in Planning and Zoning; a $125,749 increase in Police Department; and a $208,611 increase in Public Works and Engineering.

Capital Asset and Debt Administration

Capital assets. The Town of Front Royal, Virginia's investment in capital assets for its governmental and business-type activities as of June 30, 2011, amounts to $102,869,718 (net of accumulated depreciation). This investment in capital assets includes land, buildings and system improvements, machinery and equipment, roads, highways, and bridges.

The table below summarizes the capital assets of the Town at June 30, 2011 and 2010.

TOWN OF FRONT ROYAL - CAPITAL ASSETS
(NET OF DEPRECIATION)

	Governmental Activities		Business-type Activities		Total	
	2011	2010	2011	2010	2011	2010
Land	$ 1,117,508	$ 1,117,508	$ 1,488,822	$ 1,488,822	$ 2,606,330	$ 2,606,330
Buildings and Improvements	4,652,570	4,206,927	15,915,661	15,527,979	20,568,231	19,734,906
Utility distribution systems	-	-	25,793,116	26,452,014	25,793,116	26,452,014
Vehicles	251,238	287,662	191,627	315,596	442,865	603,258
Machinery and Equipment	845,003	936,263	399,487	611,751	1,244,490	1,548,014
Infrastructure	52,214,686	55,805,740	-	-	52,214,686	55,805,740
Total	$59,081,005	$62,354,100	$43,788,713	$44,396,162	$102,869,718	$106,750,262

Additional information on the Town of Front Royal's capital assets can be found in Note IV. E. on pages 40 – 41 of this report.

Long-term debt. At the end of the current fiscal year, the Town of Front Royal, Virginia had total bonded debt outstanding of $12,907,581. All of this amount comprises debt backed by the full faith and credit of the government even though most (98.1 percent) of it will be repaid from enterprise fund revenue.

TOWN OF FRONT ROYAL -- OUTSTANDING DEBT
(GENERAL OBLIGATION BONDS)

	Governmental Activities		Business-type Activities		Total	
	2011	2010	2011	2010	2011	2010
General Obligation Bonds	$ 181,594	$ 266,194	$12,725,987	$13,665,076	$ 12,907,581	$ 13,931,270

The Town of Front Royal's total debt decreased by $1,023,689 (7.3 percent) during the current fiscal year. The majority of the debt is $9,452,994 in general obligation bonds in the Water Fund.

The Town of Front Royal and its water and sewer functions maintain an "A" rating from Standard and Poor's and from Moody's for general obligation debt.

State statutes limit the amount of general obligation debt a governmental entity may issue to 10 percent of its total taxable assessed valuation. The current debt limitation for the Town of Front Royal is $114,501,165 which is significantly in excess of the Town's outstanding general obligation debt.

Additional information on the Town of Front Royal's long-term debt can be found in note IV. G. on pages 42 – 44 of this report.

Economic Factors and Next Year's Budgets and Rates

- The unemployment rate for the Town of Front Royal is currently 6.7 percent, which is the same as a year ago.
- This compares unfavorably to the state's average unemployment rate of 6.0 percent and favorably to the national average rate of 9.3 percent.
- Inflationary trends in the region compare favorably to national indices.

All of these factors were considered in preparing the Town of Front Royal, Virginia's budget for the 2011 fiscal year.

During the current fiscal year, unassigned fund balance in the general fund was $5,300,035. Town of Front Royal has not appropriated any of this amount for spending in the 2012 fiscal year budget. It is available to offset the need for additional resources to be generated by the general fund.

Requests for Information

This report is designed to provide a general overview of the Town of Front Royal's finances for all those with an interest in the government's financial operations. Questions concerning any of the information provided in this report or requests for additional financial information should be directed to the Office of the Director of Finance, 15 North Royal Avenue, P.O. Box 1560, Front Royal, Virginia 22630-1560.

TOWN OF FRONT ROYAL, VIRGINIA
GOVERNMENT WIDE STATEMENT OF NET ASSETS
JUNE 30, 2011

	Primary Government		
	Governmental Activities	**Business-type Activities**	**Total**
Assets			
Cash and cash equivalents	$ 2,950,548	$ 8,302,960	$ 11,253,508
Investments	3,332,023	6,326,015	9,658,038
Receivables (net of allowance for uncollectibles, where applicable)			
Delinquent taxes, including penalties	1,255,550	-	1,255,550
Accounts	-	2,735,105	2,735,105
Other	12,711	79,749	92,460
Internal balances	(335,778)	335,778	-
Due from other governments	383,028	-	383,028
Inventories and other assets	180,487	1,109,707	1,290,194
Temporarily restricted assets - cash and cash equivalents			
Customer deposits	-	263,105	263,105
Bond funds	-	2,616,113	2,616,113
Deferred charges	-	144,843	144,843
Capital assets (net of accumulated depreciation)			
Land	1,117,508	1,488,822	2,606,330
Buildings and improvements	4,652,570	15,915,661	20,568,231
Utility distribution systems	-	25,793,116	25,793,116
Vehicles	251,238	191,627	442,865
Machinery and equipment	845,003	399,487	1,244,490
Infrastructure	52,214,686	-	52,214,686
Total Assets	66,859,574	65,702,088	132,561,662
Liabilities			
Accounts payable	289,576	1,670,379	1,959,955
Accrued interest payable	-	162,686	162,686
Liabilities payable with restricted assets	-	263,105	263,105
Noncurrent liabilities			
Due within one year	483,174	1,140,389	1,623,563
Due in more than one year	925,058	12,346,987	13,272,045
Total Liabilities	1,697,808	15,583,546	17,281,354
Net Assets			
Invested in capital assets, net of related debt	58,899,411	33,459,029	92,358,440
Restricted for:			
Streets and highways	766,933	-	766,933
Capital outlays	104,982	-	104,982
Community development	264,645	-	264,645
Unrestricted	5,125,795	16,659,513	21,785,308
Total Net Assets	$ 65,161,766	$ 50,118,542	$ 115,280,308

The notes to the financial statements are an integral part of this statement.

TOWN OF FRONT ROYAL, VIRGINIA
GOVERNMENT WIDE STATEMENT OF ACTIVITIES
FOR THE YEAR ENDED JUNE 30, 2011

		Program Revenues			Net (Expense) Revenue and Change in Net Assets Primary Government		
Functions/Programs	**Expenses**	**Charges for Services**	**Operating Grants and Contributions**	**Capital Grants and Contributions**	**Governmental Activities**	**Business-type Activities**	**Total**
Primary government:							
Governmental activities							
General government	$ 3,161,198	$ 155,527	$ -	$ 133,154	$ (2,872,517)	$ -	$ (2,872,517)
Public safety	3,821,530	276,409	389,901	-	(3,155,220)	-	(3,155,220)
Engineering and public works	2,440,880	3,848	1,570,650	-	(866,382)	-	(866,382)
Planning, zoning, and community development	596,574	18,182	-	-	(578,392)	-	(578,392)
Parks and recreation	105,720	-	-	-	(105,720)	-	(105,720)
Interest on long-term debt	12,431	-	-	-	(12,431)	-	(12,431)
Infrastructure depreciation - unallocated	3,591,054	-	-	-	(3,591,054)	-	(3,591,054)
Total governmental activities	13,729,387	453,966	1,960,551	133,154	(11,181,716)	-	(11,181,716)
Business-type activities							
Electric	16,888,252	16,544,552	-	-	-	(343,700)	(343,700)
Water	2,742,241	3,161,942	-	-	-	419,701	419,701
Sewer	2,680,077	3,452,860	-	-	-	772,783	772,783
Solid Waste Mangement	931,697	927,160	-	-	-	(4,537)	(4,537)
Total business-type activities	23,242,267	24,086,514	-	-	-	844,247	844,247
Total primary government	$ 36,971,654	$ 24,540,480	$ 1,960,551	$ 133,154	(11,181,716)	844,247	(10,337,469)
General Revenues							
Property taxes					1,685,744	-	1,685,744
Sales taxes					707,328	-	707,328
Business and occupational taxes					633,938	-	633,938
Franchise taxes					119,434	-	119,434
Communication taxes					177,411	-	177,411
Consumer taxes					242,677	-	242,677
Meals and lodging taxes					1,450,203	-	1,450,203
Virginia personal property tax reduction					287,863	-	287,863
Payment in lieu of taxes					337,469	-	337,469
Other general taxes					615,452	-	615,452
Unrestricted investment earnings					56,357	217,969	274,326
Transfers					1,988,272	(1,988,272)	-
Total general revenues and transfers					8,302,148	(1,770,303)	6,531,845
Change in net assets					(2,879,568)	(926,056)	(3,805,624)
Net assets - beginning					68,041,334	51,044,598	119,085,932
Net assets - ending					$ 65,161,766	$ 50,118,542	$ 115,280,308

The notes to the financial statements are an integral part of this statement.

TOWN OF FRONT ROYAL, VIRGINIA
BALANCE SHEET
GOVERNMENTAL FUNDS
JUNE 30, 2011

	General	Other Governmental Funds	Total Governmental Funds
Assets			
Cash and cash equivalents	$ 2,770,448	$ 180,100	$ 2,950,548
Investments	3,332,023	-	3,332,023
Receivables (net of allowance for uncollectibles, where applicable)			
Delinquent taxes, including penalties	1,252,680	2,870	1,255,550
Other	12,711	-	12,711
Due from other governments	383,028	-	383,028
Interfund advances	49,915	4,888	54,803
Inventories and other assets	180,487	-	180,487
Total Assets	7,981,292	187,858	8,169,150
Liabilities and Fund Balances			
Liabilities			
Accounts payable	116,920	-	116,920
Accrued liabilities	172,656	-	172,656
Deferred revenue	1,200,626	2,870	1,203,496
Interfund advances	243,635	146,946	390,581
Total Liabilities	1,733,837	149,816	1,883,653
Fund balances			
Nonspendable:			
Inventory	120,175	-	120,175
Prepaid items	60,312	-	60,312
Restricted for:			
Streets and highways	766,933	-	766,933
Capital outlays	-	104,982	104,982
Community development	-	264,645	264,645
Assigned for:			
Capital projects	-	388	388
Unassigned	5,300,035	(331,973)	4,968,062
Total Fund Balances	6,247,455	38,042	6,285,497
Total Liabilities and Fund Balances	$ 7,981,292	$ 187,858	

Amounts reported for governmental activities in the statement of net assets are different because:

Capital assets used in governmental activities are not financial resources and, therefore, are not reported in the funds.	59,081,005
Other long-term assets are not available to pay for current-period expenditures and, therefore, are deferred in the funds.	1,203,496
Long-term liabilities, including bonds payable, are not due and payable in the current period and therefore are not reported in the funds.	(1,408,232)
Net assets of governmental activities	$ 65,161,766

The notes to the financial statements are an integral part of this statement.

TOWN OF FRONT ROYAL, VIRGINIA
STATEMENT OF REVENUES, EXPENDITURES, AND CHANGES IN FUND BALANCES
GOVERNMENTAL FUNDS
FOR THE YEAR ENDED JUNE 30, 2011

	General	Debt Service	Other Governmental Funds	Total Governmental Funds
Revenues				
Taxes				
Property	$ 1,359,173	$ -	$ 104,522	$ 1,463,695
Sales	707,328	-	-	707,328
Business and occupational	633,938	-	-	633,938
Franchise	119,434	-	-	119,434
Consumer	242,677	-	-	242,677
Vehicle licenses	296,784	-	-	296,784
Bank stock	259,987	-	-	259,987
Meals and lodging	1,450,203	-	-	1,450,203
Payment in lieu of taxes (net of refunds of $101,812)	337,469	-	-	337,469
Permits, fees, and licenses	18,182	-	-	18,182
Fines and forfeitures	249,598	-	-	249,598
Revenues from use of money & property	56,357	-	-	56,357
Charges for services	16,257	-	-	16,257
Miscellaneous	143,118	-	-	143,118
Recovered costs	-	-	26,811	26,811
Intergovernmental	2,617,660	-	-	2,617,660
Total revenues	8,508,165	-	131,333	8,639,498
Expenditures				
General government				
Legislative	175,142	-	-	175,142
Executive	1,556,528	-	-	1,556,528
Legal	347,940	-	-	347,940
Finance	803,686	-	-	803,686
Public safety - Police	3,517,296	-	28,967	3,546,263
Planning, zoning, and community development	425,568	-	110,517	536,085
Engineering and public works	2,712,420	-	-	2,712,420
Parks and recreation	95,000	-	-	95,000
Nondepartmental	479,931	-	-	479,931
Debt Service				
Principal	-	84,600	-	84,600
Interest	-	12,431	-	12,431
Total expenditures	10,113,511	97,031	139,484	10,350,026
Deficiency of revenues under expenditures	(1,605,346)	(97,031)	(8,151)	(1,710,528)
Other Financing Sources (Uses)				
Transfers in	1,988,272	97,031	-	2,085,303
Transfers (out)	-	-	(97,031)	(97,031)
Total other financing sources and uses	1,988,272	97,031	(97,031)	1,988,272
Net change in fund balances	382,926	-	(105,182)	277,744
Fund balances - beginning	5,864,529	-	143,224	6,007,753
Fund balances - ending	$ 6,247,455	$ -	$ 38,042	$ 6,285,497

The notes to the financial statements are an integral part of this statement.

TOWN OF FRONT ROYAL, VIRGINIA
RECONCILIATION OF THE STATEMENT OF REVENUES, EXPENDITURES AND CHANGES IN FUND BALANCES OF GOVERNMENTAL FUNDS TO THE STATEMENT OF ACTIVITIES
FOR THE YEAR ENDED JUNE 30, 2011

Amounts reported for governmental activities in the statement of activities are different	
Net change in fund balances - total governmental funds	$ 277,744
Governmental funds report capital outlays as expenditures. However, in the statement of activities, the cost of those assets is allocated over their estimated useful lives and reported as depreciation expense. This is the amount by which depreciation expenses exceeded capital outlays in the current period.	(3,273,095)
Revenues in the statement of activities that do not provide current financial resources are not reported as revenues in the funds.	222,049
The issuance of long term debt (e.g. bonds, leases) provides current financial resources to governmental funds, while the repayment of the prinicipal of long-term debt consumes the current financial resources of governmental funds. Neither transaction, however, has any effect on net assets. Also, governmental funds report the effect of issuance costs, premiums, discounts, and similar items when debt is first issued, whereas these amount are deferred and amortized in the statement of activites. This amount is the net effect of these differences in the treatment of long-term debt and related items.	84,600
Some expenses reported in the statement of activites do not require the use of current financial resources and, therefore, are not reported as expenditures in governmental funds.	(190,866)
Change in net assets of governmental activities	$ (2,879,568)

The notes to the financial statements are an integral part of this statement.

TOWN OF FRONT ROYAL, VIRGINIA
GENERAL FUND
STATEMENT OF REVENUES, EXPENDITURES, AND
CHANGES IN FUND BALANCES - BUDGET AND ACTUAL
FOR THE YEAR ENDED JUNE 30, 2011

	Budgeted Amounts		Actual	Variance Positive
	Original	Final	Amounts	(Negative)
Revenues				
General property taxes	$ 1,374,906	$ 1,374,906	$ 1,359,173	$ (15,733)
Other local taxes	3,689,000	3,689,000	4,047,820	358,820
Permits, fees, and licenses	80,000	80,000	18,182	(61,818)
Fines and forfeitures	290,000	290,000	249,598	(40,402)
Revenues from use of money & property	131,000	131,000	56,357	(74,643)
Charges for services	16,500	16,500	16,257	(243)
Miscellaneous	670,000	231,720	143,118	(88,602)
Intergovernmental	2,402,587	2,471,711	2,617,660	145,949
Total revenues	8,653,993	8,284,837	8,508,165	223,328
Expenditures				
General government				
Legislative	159,226	157,226	175,142	(17,916)
Executive	1,508,093	1,752,868	1,556,528	196,340
Legal	339,303	336,603	347,940	(11,337)
Finance	841,114	841,114	803,686	37,428
Total general government	2,847,736	3,087,811	2,883,296	204,515
Public safety - police	3,541,452	3,667,201	3,517,296	149,905
Planning and zoning	428,162	418,162	425,568	(7,406)
Public works and engineering	3,176,873	3,385,484	2,712,420	673,064
Parks and recreation	95,000	95,000	95,000	-
Non-departmental	553,042	553,042	479,931	73,111
Total expenditures	10,642,265	11,206,700	10,113,511	1,093,189
Deficiency of revenues under expenditures	(1,988,272)	(2,921,863)	(1,605,346)	1,316,517
Other Financing Sources				
Transfers in	1,988,272	1,988,272	1,988,272	-
Net change in fund balances	-	(933,591)	382,926	1,316,517
Fund balances - beginning	5,864,529	5,864,529	5,864,529	-
Fund balances - ending	$ 5,864,529	$ 4,930,938	$ 6,247,455	$ 1,316,517

The notes to the financial statements are an integral part of this statement.

TOWN OF FRONT ROYAL, VIRGINIA
STATEMENT OF NET ASSETS
PROPRIETARY FUNDS
JUNE 30, 2011

	Business-type Activities - Enterprise Funds			
	Electric Current Year	**Electric Prior Year**	**Water Current Year**	**Water Prior Year**
Assets				
Current assets				
Cash and cash equivalents	$ 3,699,687	$ 5,683,309	$ 2,990,212	$ 3,740,358
Investments	2,844,292	1,659,727	1,701,746	831,390
Due from other funds	70,663	195,663	392,659	395,646
Accounts receivable (net of allowance for uncollectibles)	1,827,309	2,047,267	367,451	414,354
Other receivables	23,380	21,157	1,995	3,990
Inventories	854,593	821,455	127,557	109,001
Total current assets	9,319,924	10,428,578	5,581,620	5,494,739
Noncurrent assets				
Restricted cash and cash equivalents				
Customer deposits	249,777	259,865	13,328	14,630
Bond funds	-	-	-	-
Deferred charges	-	-	65,128	76,194
	249,777	259,865	78,456	90,824
Capital assets				
Land, buildings and structures	4,154,889	3,659,034	13,521,652	13,518,937
Utility distribution systems	7,867,640	7,639,959	21,330,363	21,196,034
Vehicles	898,772	898,772	387,970	387,970
Equipment	914,006	914,006	533,845	533,845
Less accumulated depreciation	(6,427,448)	(6,065,381)	(11,685,186)	(10,940,963)
Total capital assets (net of accumulated depreciation)	7,407,859	7,046,390	24,088,644	24,695,823
Total noncurrent assets	7,657,636	7,306,255	24,167,100	24,786,647
Total Assets	16,977,560	17,734,833	29,748,720	30,281,386
Liabilities				
Current liabilities				
Accounts payable	1,550,301	1,079,690	74,080	23,730
Accrued interest payable	-	-	112,052	118,574
Compensated absences - current	45,053	41,396	51,982	62,743
General obligation bonds - current	-	-	684,398	667,285
Total current liabilities	1,595,354	1,121,086	922,512	872,332
Noncurrent liabilities				
Customer deposits payable	249,777	259,865	13,328	14,630
Compensated absences	45,053	41,395	51,982	62,744
OPEB liability	56,898	37,219	59,166	38,703
General obligation bonds payable	-	-	8,962,901	9,647,299
Total noncurrent liabilities	351,728	338,479	9,087,377	9,763,376
Total Liabilities	1,947,082	1,459,565	10,009,889	10,635,708
Net Assets				
Invested in capital assets, net of related debt	7,407,859	7,046,390	14,441,345	14,381,239
Unrestricted	7,622,619	9,228,878	5,297,486	5,264,439
Total Net Assets	$ 15,030,478	$ 16,275,268	$ 19,738,831	$ 19,645,678

The notes to the financial statements are an integral part of this statement.

(Continued)

TOWN OF FRONT ROYAL, VIRGINIA
STATEMENT OF NET ASSETS
PROPRIETARY FUNDS
JUNE 30, 2011

	Business-type Activities - Enterprise Funds				
	Sewer Current Year	Sewer Prior Year	Solid Waste Management Current Year	Solid Waste Managment Prior Year	Totals Current Year
Assets					
Current assets					
Cash and cash equivalents	$ 1,793,820	$ 2,585,175	$ (180,759)	$ (168,436)	$ 8,302,960
Investments	1,779,977	745,370	-	-	6,326,015
Due from other funds	(109,362)	(124,327)	(18,182)	(18,182)	335,778
Accounts receivable (net of allowance for uncollectibles)	427,417	326,400	112,928	129,539	2,735,105
Other receivables	54,304	8,900	70	-	79,749
Inventories	127,557	109,001	-	-	1,109,707
Total current assets	4,073,713	3,650,519	(85,943)	(57,079)	18,889,314
Noncurrent assets					
Restricted cash and cash equivalents					
Customer deposits	-	-	-	-	263,105
Bond funds	2,616,113	2,706,465	-	-	2,616,113
Deferred charges	79,715	90,941	-	-	144,843
	2,695,828	2,797,406	-	-	3,024,061
Capital assets					
Land, buildings and structures	4,601,432	4,289,417	34,160	34,160	22,312,133
Utility distribution systems	22,594,495	22,586,946	-	-	51,792,498
Vehicles	436,144	436,144	994,711	994,711	2,717,597
Equipment	866,716	866,716	595,734	595,734	2,910,301
Less accumulated depreciation	(16,325,085)	(15,702,396)	(1,506,097)	(1,447,483)	(35,943,816)
Total capital assets (net of accumulated depreciation)	12,173,702	12,476,827	118,508	177,122	43,788,713
Total noncurrent assets	14,869,530	15,274,233	118,508	177,122	46,812,774
Total Assets	18,943,243	18,924,752	32,565	120,043	65,702,088
Liabilities					
Current liabilities					
Accounts payable	37,267	59,935	8,731	8,623	1,670,379
Accrued interest payable	50,634	51,568	-	-	162,686
Compensated absences - current	50,897	61,205	17,552	14,934	165,484
General obligation bonds - current	290,507	288,395	-	-	974,905
Total current liabilities	429,305	461,103	26,283	23,557	2,973,454
Noncurrent liabilities					
Customer deposits payable	-	-	-	-	263,105
Compensated absences	50,896	61,205	17,551	14,933	165,482
OPEB liability	52,297	34,209	42,252	27,639	210,613
General obligation bonds payable	3,007,991	3,298,497	-	-	11,970,892
Total noncurrent liabilities	3,111,184	3,393,911	59,803	42,572	12,610,092
Total Liabilities	3,540,489	3,855,014	86,086	66,129	15,583,546
Net Assets					
Invested in capital assets, net of related debt	11,491,317	11,596,400	118,508	177,122	33,459,029
Unrestricted	3,911,437	3,473,338	(172,029)	(123,208)	16,659,513
Total Net Assets	$ 15,402,754	$ 15,069,738	$ (53,521)	$ 53,914	$ 50,118,542

The notes to the financial statements are an integral part of this statement.

TOWN OF FRONT ROYAL, VIRGINIA
STATEMENT OF REVENUES, EXPENSES, AND CHANGES IN FUND NET ASSETS
PROPRIETARY FUNDS
FOR THE YEAR ENDED JUNE 30, 2011

	Business-type Activities - Enterprise Funds			
	Electric Current Year	Electric Prior Year	Water Current Year	Water Prior Year
Operating revenues				
Charges for sales and services				
Electric sales	$ 16,259,261	$ 15,327,325	$ -	$ -
Water and sewer sales	-	-	2,898,057	2,645,793
Installation and connection charges	257,308	110,239	200,000	64,876
Refuse service fees	-	-	-	-
Miscellaneous revenues	27,983	24,501	63,885	48,184
Total operating revenues	16,544,552	15,462,065	3,161,942	2,758,853
Operating expenses				
Personal service	905,407	915,681	863,779	975,254
Contractual service	185,454	126,881	119,382	141,785
Electric power	14,645,589	12,189,181	-	-
Depreciation	362,068	705,915	744,223	807,795
Other charges	1,017,416	449,724	694,084	730,027
Operating expenses capitalized	(227,682)	(267,588)	(134,328)	(107,463)
Total operating expenses	16,888,252	14,119,794	2,287,140	2,547,398
Operating income	(343,700)	1,342,271	874,802	211,455
Nonoperating revenues (expenses)				
Investment earnings	98,910	140,290	70,224	51,193
Interest expense	-	-	(455,101)	(469,942)
Bond issuance costs	-	-	-	(5,856)
Total nonoperating revenue (expenses)	98,910	140,290	(384,877)	(424,605)
Income before contributions and transfers	(244,790)	1,482,561	489,925	(213,150)
Transfers and contributions				
Transfers in (out)	(1,000,000)	(1,000,000)	(396,772)	(396,772)
Change in net assets	(1,244,790)	482,561	93,153	(609,922)
Total net assets - beginning of year	16,275,268	15,792,707	19,645,678	20,255,600
Total net assets - end of year	$ 15,030,478	$ 16,275,268	$ 19,738,831	$ 19,645,678

The notes to the financial statements are an integral part of this statement.

(Continued)

TOWN OF FRONT ROYAL, VIRGINIA
STATEMENT OF REVENUES, EXPENSES, AND CHANGES IN FUND NET ASSETS
PROPRIETARY FUNDS
FOR THE YEAR ENDED JUNE 30, 2011

	Business-type Activities - Enterprise Funds				
	Sewer Current Year	Sewer Prior Year	Solid Waste Managment Current Year	Solid Waste Managment Prior Year	Totals Current Year
Operating revenues					
Charges for sales and services					
Electric sales	$ -	$ -	$ -	$ -	$ 16,259,261
Water and sewer sales	3,156,904	2,640,729	-	-	6,054,961
Installation and connection charges	294,556	77,442	-	-	751,864
Refuse service fees	-	-	927,160	946,851	927,160
Miscellaneous revenues	1,400	5,700	-	4,880	93,268
Total operating revenues	3,452,860	2,723,871	927,160	951,731	24,086,514
Operating expenses					
Personal service	811,085	842,620	632,842	681,244	3,213,113
Contractual service	238,583	287,669	55,579	60,401	598,998
Electric power	-	-	-	-	14,645,589
Depreciation	622,688	1,516,116	58,615	397,521	1,787,594
Other charges	884,029	834,257	184,661	162,483	2,780,190
Operating expenses capitalized	(7,549)	(13,821)	-	-	(369,559)
Total operating expenses	2,548,836	3,466,841	931,697	1,301,649	22,655,925
Operating income	904,024	(742,970)	(4,537)	(349,918)	1,430,589
Nonoperating revenues (expenses)					
Investment earnings	49,733	66,193	(898)	(3,204)	217,969
Interest expense	(131,241)	(79,867)	-	-	(586,342)
Bond issuance costs	-	(3,469)	-	-	-
Total nonoperating revenues (expenses)	(81,508)	(17,143)	(898)	(3,204)	(368,373)
Income before contributions and transfers	822,516	(760,113)	(5,435)	(353,122)	1,062,216
Transfers and contributions					
Transfers in (out)	(489,500)	(489,950)	(102,000)	(102,000)	(1,988,272)
Change in net assets	333,016	(1,250,063)	(107,435)	(455,122)	(926,056)
Total net assets - beginning of year	15,069,738	16,319,801	53,914	509,036	51,044,598
Total net assets - end of year	$ 15,402,754	$ 15,069,738	$ (53,521)	$ 53,914	$ 50,118,542

The notes to the financial statements are an integral part of this statement.

TOWN OF FRONT ROYAL, VIRGINIA
STATEMENT OF CASH FLOWS
PROPRIETARY FUNDS
FOR THE YEAR ENDED JUNE 30, 2011

	Business-type Activities - Enterprise Funds				
	Electric	Water	Sewer	Solid Waste Management	Totals
Cash Flows from Operating Activities					
Receipts from customers and users	$ 16,762,287	$ 3,210,840	$ 3,306,439	$ 943,701	$ 24,223,267
Payments to suppliers	(15,173,713)	(617,117)	(1,126,973)	(225,519)	(17,143,322)
Payments to employees	(898,092)	(885,302)	(831,702)	(627,606)	(3,242,702)
Net cash provided by operating activities	690,482	1,708,421	1,347,764	90,576	3,837,243
Cash Flows from Noncapital Financing Activities					
Transfers to other funds	(1,000,000)	(396,772)	(489,500)	(102,000)	(1,988,272)
Repayment of interfund advances	125,000	2,987	(14,965)	-	113,022
Net cash used in noncapital financing activities	(875,000)	(393,785)	(504,465)	(102,000)	(1,875,250)
Cash Flows from Capital and Related Financing Activities					
Acquisition/construction of capital assets	(723,536)	(137,044)	(319,564)	-	(1,180,144)
Principal paid on capital debt	-	(667,285)	(288,394)	-	(955,679)
Interest paid	-	(461,623)	(132,175)	-	(593,798)
Net cash provided by (used in) capital and related financing activities	(723,536)	(1,265,952)	(740,133)	-	(2,729,621)
Cash Flows from Investing Activities					
Sales (purchases) of investments	(1,184,565)	(870,356)	(1,034,607)	-	(3,089,528)
Interest and dividends received	98,910	70,224	49,733	(898)	217,969
Net cash provided by (used in) investing activities	(1,085,655)	(800,132)	(984,874)	(898)	(2,871,559)
Net increase in cash and cash equivalents	(1,993,709)	(751,448)	(881,708)	(12,322)	(3,639,187)
Cash and cash equivalents July 1, 2010	5,943,174	3,754,988	5,291,640	(168,436)	14,821,366
Cash and cash equivalents June 30, 2011	$ 3,949,464	$ 3,003,540	$ 4,409,933	$ (180,759)	$ 11,182,178
Reconciliation of operating income to net cash provided (used) by operating activities					
Operating income	$ (343,700)	$ 874,802	$ 904,024	$ (4,537)	$ 1,430,589
Adjustments to reconcile operating income to net cash provided by (used in) operating activities					
Depreciation expense	362,068	744,223	622,688	58,615	1,787,594
(Increase) decrease in:					
Accounts receivable	219,958	46,903	(101,017)	16,611	182,455
Other receivables	(2,223)	1,995	(45,404)	(70)	(45,702)
Inventories	(33,138)	(18,556)	(18,556)	-	(70,250)
Deferred charges	-	11,066	11,226	-	22,292
Increase (decrease) in:					
Customer deposits	(10,088)	(1,302)	-	-	(11,390)
Accounts payable	470,611	50,350	(22,668)	108	498,401
OPEB liability	19,679	20,463	18,088	14,613	72,843
Compensated absences	7,315	(21,523)	(20,617)	5,236	(29,589)
Total adjustments	1,034,182	833,619	443,740	95,113	2,406,654
Net cash provided by operating activities	$ 690,482	$ 1,708,421	$ 1,347,764	$ 90,576	$ 3,837,243

The notes to the financial statements are an integral part of this statement.

I. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

A. Reporting Entity

The Town is an incorporated municipal government governed by an elected mayor and six-member council. As required by generally accepted accounting principles, these financial statements present the Town and its component units, entities for which the Town is considered to be financially accountable. Financial accountability is defined as appointment of a voting majority of the component unit's board and either (A) the ability to impose will by the primary government, or (B) the possibility that the component unit will provide a financial benefit to or impose a financial burden on the primary government.

Based upon the above, all potential component units were evaluated for inclusion in the reporting entity and it was determined there are no material component units requiring inclusion reporting.

B. Government-Wide and Fund Financial Statements

The government-wide financial statements (i.e. the statement of net assets and the statement of changes in net assets) report information on all of the non-fiduciary activities of the primary government. For the most part, the effect of inter-fund activity has been removed from these statements. Governmental activities, which normally are supported by taxes and intergovernmental revenues, are reported separately from business-type activities, which rely to a significant extent on fees and charges for support.

The statement of activities demonstrates the degree to which the direct expenses of a given function or segment is offset by program revenues. Direct expenses are those that are clearly identifiable with a specific function or segment. Program revenues include 1) charges to customers or applicants who purchase, use, or directly benefit from goods, services, or privileges provided by a given function or segment and 2) grants and contributions that are restricted to meeting the operational or capital requirements of a particular function or segment. Taxes and other items not properly included among program revenues are reported instead as general revenues.

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

C. Measurement Focus, Basis of Accounting and Financial Statement Presentation

The government-wide financial statements are reported using the economic resources measurement focus and the accrual basis of accounting, as are the proprietary fund financial statements. Revenues are recorded when earned and expenses are recorded when a liability is incurred, regardless of the timing of related cash flows. Property taxes are recognized as revenues in the year for which they are levied. Grants and similar items are recognized as revenue as soon as all eligibility requirements imposed by the provider have been met.

Governmental fund financial statements are reported using the *current financial resources measurement focus* and the *modified accrual basis of accounting*. Revenues are recognized as soon as they are both measurable and available. Revenues are considered to be *available* when they are collectible within the current period or soon enough thereafter to pay liabilities of the current period. For this purpose, the government considers revenues to be available if they are collected within 45 days of the end of the current fiscal period.

I. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

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

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

Property taxes, franchise taxes, licenses, and interest associated with the current fiscal period are all considered to be susceptible to accrual and so have been recognized as revenues of the current fiscal period. Only the portion of special assessments receivable due within the current fiscal period is considered to be susceptible to accrual as revenue of the current period. All other revenue items are considered to be measurable and available only when cash is received by the government.

The government reports the following major governmental funds:

The *general fund* is the Town's primary operating fund. It accounts for all financial resources of the general government, except those required to be accounted for in another fund.

Additionally, the government reports the following non-major government funds:

The *debt service fund* accounts for the resources accumulated and payments made for principal and interest on long-term general obligation debt of governmental funds.

The *special revenue fund* accounts for revenue sources that are legally restricted to expenditures for specific purposes (not including major capital projects).

The *capital projects fund* accounts for the acquisition of capital assets or construction of major capital projects not being financed by proprietary.

The government reports the following major proprietary funds:

The *water and sewer funds* account for the activities of the Town’s water and sewer operations.

The *electric fund* accounts for the activities of the Town’s electric production and distribution operations.

The *solid waste management fund* accounts for the activities of the Town’s refuse collection and processing operations.

Private-sector standards of accounting and financial reporting issued prior to November 30, 1989, generally are followed in both the government-wide and proprietary fund financial statements to the extent that those standards do not conflict with or contradict guidance of the Governmental Accounting Standards Board. Governments also have the option of following subsequent private-sector guidance for their business-type activities and enterprise funds, subject to this same limitation. The government has elected to follow subsequent private-sector guidance.

I. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

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

As a general rule the effect of inter-fund activity has been eliminated from the government-wide financial statements. Exceptions to this general rule are payments-in-lieu of taxes and other charges between the government's water and sewer function and various other functions of the government. Elimination of these charges would distort the direct costs and program revenues reported for the various functions concerned.

Amounts reported as program revenues include 1) charges to customers or applicants for goods, services, or privileges provided, 2) operating grants and contributions, and 3) capital grants and contributions, including special assessments. Internally dedicated resources are reported as general revenues rather than as program revenues. Likewise, general revenues include all taxes. Indirect expenses of the governmental funds are allocated based on the direct expenses of the various functions of the government.

Proprietary funds distinguish operating revenues and expenses from non-operating items. Operating revenues and expenses generally result from providing services and producing and delivering goods in connection with a proprietary fund's principal ongoing operations. The principal operating revenues of the water and sewer enterprise funds, electric enterprise fund, and refuse enterprise fund are charges to customers for sales and services. Operating expenses for enterprise funds include the cost of sales and services, administrative expenses, and depreciation on capital assets. All revenues and expenses not meeting this definition are reported as non-operating revenues and expenses.

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

D. Assets, Liabilities and Net Assets or Fund Balance

1. Deposits and Investments

The Town's cash and cash equivalents are considered to be cash on hand, demand deposits, and short-term investments with original maturities of three months or less from the date of acquisition. Investments are stated at fair value based on quoted prices in active markets for identical assets. The Town has adopted GASB Statement No. 53, *Accounting and Financial Reporting for Derivative Instruments*. This statement addresses the recognition, measurement, and disclosure of information regarding derivative instruments entered into by state and local governments. Virginia state law currently prohibits local governments from investing in derivative instruments.

2. Receivables and Payables

Activities between funds that are representative of lending/borrowing arrangements outstanding at the end of the fiscal year are referred to as either "due to/from other funds" or "advances to/from other funds." All other outstanding balances between funds are reported as "due to/from other funds." Any residual balances outstanding between the governmental activities and business-type activities are reported in the government-wide financial statements as "internal balances."

I. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

D. Assets, Liabilities and Net Assets or Fund Balance (Continued)

2. Receivables and Payables (Continued)

Advances between funds, as reported in the fund financial statements, are offset by a fund balance reserve account in applicable governmental funds to indicate that they are not available for appropriation and are not expendable available financial resources.

The trade and property tax receivables are shown net of an allowance for doubtful accounts. The allowance for doubtful accounts is determined using historical collection data and account analysis.

Real estate and personal property taxes are assessed annually by Warren County, Virginia for all property of record as of January 1. The Town bills and collects its own property taxes based on the assessed values provided by the County. Real estate and personal property taxes are levied annually on January 1. In 2010, the Town changed from an annual billing on December 5 to a semi-annual billing which occurs on June 5 and December 5. Personal property taxes are billed with pro-ration throughout the year.

Collections of real and personal property taxes between July 1 and August 15 of the subsequent fiscal year, classified as delinquent at June 30, are recorded as revenue for the fiscal year then ended, in accordance with the standards established by the Auditor of Public Accounts of the Commonwealth of Virginia. Liens attach to the property when the tax remains unpaid after July 1 of the following year. The billings are considered past due after the respective tax billing date at which time the applicable property is subject to a 10% penalty and interest is assessed 30 days therefrom.

3. Inventories and Other Assets

Inventory is valued at the lower of cost (first-in, first-out) or market. Inventory in the general fund consists of expendable supplies held for consumption. The cost is recorded as an expenditure at the time individual inventory items are purchased. Reported inventories are equally offset by a fund balance reserve, which indicates that they do not constitute “available spendable resources” even though they are a component of net current assets.

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

4. Restricted Assets

Customer Deposits - Cash funds of the enterprise funds are restricted for customer deposits held.

Bond Escrow Funds - Cash funds of the sewer fund for acquisition and construction of infrastructure and economic development projects.

I. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

D. Assets, Liabilities and Net Assets or Fund Balance (Continued)

5. Capital Assets

Capital assets, which include property, plant, equipment, and infrastructure assets (e.g., roads, bridges, sidewalks, and similar items), are reported in the applicable governmental or business-type activities columns in the government-wide financial statements. Such assets are recorded at cost or estimated historical cost if purchased or constructed. Donated capital assets are recorded at their estimated fair value at the date of donation.

The costs of normal maintenance and repairs that do not add to the value of the asset or materially extend assets' lives are not capitalized. The Town has adopted GASB Statement No. 51, *Accounting for Financial Reporting for Intangible Assets*. This statement requires all identifiable intangible assets not excluded by its scope provisions be classified as capital assets.

Major outlays for capital assets and improvements are capitalized as projects are constructed. Interest incurred during the construction phase of capital assets of business-type activities is included as part of the capitalized value of the assets constructed. The town has adopted the GFOA Capitalization Threshold recommendation of $5,000.

Property, plant and equipment of the primary government are depreciated using the straight-line method over the following estimated useful lives:

Type of Asset	Years
Buildings	35 - 50
Improvements other than buildings	10 - 50
Equipment and vehicles	5 - 10
Infrastructure	30 - 50

6. Compensated Absences

It is the Town’s policy to permit employees to accumulate earned but unused vacation and sick pay benefits. The liability for unpaid accumulated sick leave is limited since the government does not have a full obligation when an employee separates from service. All vacation pay is accrued when incurred in the government-wide and proprietary fund financial statements.

7. Long-term Obligations

In the government-wide financial statements, and proprietary fund types in the fund financial statements, long-term debt and other long-term obligations are reported as liabilities in the applicable governmental activities, business-type activities, or proprietary fund type statement of net assets. Bond premiums and discounts, as well as issuance costs, are deferred and amortized over the life of the bonds using the effective interest method. Bonds payable are reported net of the applicable bond premium or discount. Bond issuance costs are reported as deferred charges and amortized over the term of the related debt. In the fund financial statements, governmental fund types recognize bond premiums and discounts, as well as bond issuance costs, during the current period. The face amount of debt issued is reported as another financing source.

I. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

D. Assets, Liabilities and Net Assets or Equity (Continued)

7. Long-term Obligations (Continued)

Premiums received on debt issuances are reported as other financing sources, while discounts of debt issuances are reported as other financing uses. Issuance costs, even if withheld from the actual net proceeds received, are reported as debt service expenditures.

8. Other Postemployment Benefits

The Town adopted GASB Statement No. 45, *Accounting and Financial Reporting by Employers for Postemployment Benefits Other Than Pensions*, as of July 1, 2008. This statement requires governments to recognize an expense under the accrual basis for annual required other postemployment benefits contributions, regardless of amounts paid. The cumulative different between the amounts expensed and paid creates a liability (asset) similar to net pension obligations.

9. Fund Balance

The Governmental Accounting Standards Board (GASB) has issued and the Town has adopted Statement No. 54, *Fund Balance Reporting and Governmental Fund Type Definitions* (GASB 54). This Statement defines the different types of fund balances that a governmental entity must use for financial reporting purposes.

GASB 54 requires the fund balance amounts to be properly reported within one of the fund balance categories list below.

Nonspendable Fund Balance – Balances associated with inventories, prepaids, long-term loans and notes receivable, and property held for resale (unless the proceeds are restricted, committed, or assigned).

Restricted Fund Balance – Balances include amounts that can be spent only for the specific purposes stipulated by constitution, external resource providers, or through enabling legislation.

Committed Fund Balance – Balances include amounts that can be used only for the specific purposes determined by a formal action of the Town Council (the Town's highest level of decision-making authority).

Assigned Fund Balance – Balances intended to be used by the government for specific purposes but do not meet the criteria to be classified as restricted or committed.

Unassigned Fund Balance – Residual classification for the government's general fund and includes all spendable amounts not contained in the other classifications.

10. Comparative Data/Reclassifications

Comparative total data for the prior year have been presented only for individual enterprise funds in the fund financial statements in order to provide an understanding of the changes in the financial position and operations of these funds. Certain amounts presented in prior year data have been reclassified to be consistent with the current year's presentation.

II. RECONCILIATION OF GOVERNMENT-WIDE AND FUND FINANCIAL STATEMENTS

A. Explanation of certain differences between the governmental fund balance sheet and the government-wide statement of net assets

The governmental fund balance sheet includes reconciliation between *fund balance - total governmental funds* and *net assets - governmental activities* as reported in the government-wide statement of net assets. One element of that reconciliation explains that "long-term liabilities, including bonds payable, are not due and payable in the current period and therefore are not reported in the funds." The details of this $1,408,232 are as follows:

Description	Amount
Bonds payable	$ 181,594
Compensated absences	789,215
OPEB liability	437,423
Net adjustment to reduce *fund balance - total governmental*	$ 1,408,232

B. Explanation of certain differences between the governmental fund statement of revenues, expenditures, and changes in fund balances and the government-wide statement of activities

The governmental statement of revenues, expenditures, and changes in fund balances includes reconciliation between *net changes in fund balances - total governmental funds* and *changes in net assets of governmental activities* as reported in the government-wide statement of activities. One element of that reconciliation explains that "Governmental funds report capital outlays as expenditures. However, in the statement of activities the cost of those assets is allocated over their estimated useful lives and reported as depreciation expense. The details of the $3,273,095 difference is as follows:

Description	Amount
Capital outlay	$ 746,627
Depreciation expense	(4,019,722)
Net adjustment to decrease *net changes in fund balances -total governmental*	$ (3,273,095)

Another element of that reconciliation states that "the issuance of long-term debt (e.g., bonds, leases) provides current financial resources to governmental funds, while the repayment of the principal of long-term debt consumes the current financial resources of governmental funds. Neither transaction, however, has any effect on net assets." The details of this $84,600 difference are as follows:

Description	Amount
Principal debt retirements of bonded debt	$ 84,600
Net adjustment to increase *net changes in fund balances - total governmental*	$ 84,600

III. STEWARDSHIP, COMPLIANCE AND ACCOUNTABILITY

A. Budgetary Information

Annual budgets are adopted on a basis consistent with generally accepted accounting principles for all governmental funds except the downtown service district, capital project and debt service funds. All annual appropriations lapse at fiscal year-end.

On or before April 1 of each year, all agencies of the government submit requests for appropriations to the government's manager so that a budget may be prepared. Before June 1 the proposed budget is presented to the government's council for review. The council holds public hearings and a final budget must be prepared and adopted no later than June 30.

The appropriated budget is prepared by fund, function, and department. The government's department heads may make transfers of appropriations within a department. Transfers of appropriations between departments require the approval of the council. The legal level of budgetary control (i.e., the level at which expenditures may not legally exceed appropriations) is the department level. The council made several general fund budgetary appropriations throughout the year, totaling $564,435.

Encumbrance accounting is employed in governmental funds. Encumbrances (e.g., purchase orders, contracts) do not constitute expenditures or liabilities because the commitments will be re-appropriated and honored during the subsequent year.

B. Excess of Expenditures over Appropriations

For the year ended June 30, 2011, expenditures exceeded appropriations in the following general fund department:

Department	Expentitures Excess
Legislative	$ 17,916
Legal	11,337
Planning and Zoning	7,406

C. Deficit Fund Balance

At June 30, 2011 Special Revenue Funds which had a deficit fund balance are noted below:

Fund	Deficit Fund Balance
Downtown Service District	$ 1,512
Economic Development	330,461

IV. DETAILED NOTES ON ALL FUNDS

A. Deposits and Investments

Deposits

As of June 30, 2011, the carrying amount of the Town's deposits with banks and savings institutions was $8,314,502 and the bank balance was $8,658,105. All of the Town's deposits are covered by federal depository insurance and collateralized in accordance with the Virginia Security for Public Deposits Act. Under the Act, banks holding public deposits in excess of the amounts insured by FDIC must pledge collateral in the amount of 50% of excess deposits to a collateral pool in the name of the State Treasury Board. Savings and loan institutions are required to collateralize 100% of deposits in excess of FDIC limits. The State Treasury Board is responsible for monitoring compliance by banks and savings and loans. The funds deposited in accordance with the requirements of the Act are considered fully secured and thus are not categorized below as to credit risk.

Investments

Statutes authorize local governments and other public bodies to invest in obligations of the United States or agencies thereof, obligations of the Commonwealth of Virginia or political subdivisions thereof, obligations of the International Bank for Reconstruction and Development (World Bank), the Asian Development Bank, the African Development Bank, “prime quality” commercial paper and certain corporate notes, banker's acceptances, repurchase agreements, and the State Treasurer's Local Government Investment Pool (LGIP).

As of June 30, 2011, the government had the following investments:

		Maturity	
Investment Type	Fair Value	1 Year	Over 1 Year
Treasury and agency securities	$ 5,713,312	$ 5,713,312	$ -
Govermental securities Class A mutual funds	3,944,726	3,944,726	-
Repurchase agreements	118,665	118,665	-
Local Government Investment Pool	2,923,852	2,923,852	-
Banking repurchase agreements	1,205,510	1,205,510	-
SunTrust US Government Fund	1,568,709	1,568,709	-
Total	$ 15,474,774	$ 15,474,774	$ -

Interest rate risk. In accordance with its investment policy, the government manages its exposure to declines in fair value by limiting the average maturity of its investment portfolio.

Custodial credit risk. For an investment, this is the risk that, in the event of the failure of the counterparty, the government will not be able to recover the value of its investments or collateral securities that are in the possession of an outside party. The investments of the government have a custodial credit risk exposure because the related securities are uninsured, unregistered and held by the government's brokerage firm or outside custodial which is also the counterparty for these particular securities. The Town's investment policy provides for annual review of custodian and selecting custodians that have annual 3rd party audits of their custodian accounts and financial internal accounting control.

IV. DETAILED NOTES ON ALL FUNDS (CONTINUED)

A. Deposits and Investments (Continued)

Investments (Continued)

Credit risk. State Law limits investments in commercial paper and corporate bonds to the top rating issued by nationally recognized statistical rating organizations. It is the Town's policy to limit its investments in these types of investments to the state Law. As of June 30, 2011, the Town's investment in the State Treasurer's investment pool was rated AAAm by Standard & Poor's. The Town's investments in treasury and agency securities were rated AAA by Standard & Poor's and Moody's Investors Service.

Concentration of credit risk. The Town's investment policy does not allow for an investment in any one issuer that is in excess of five percent of the Town's total investments.

A reconciliation of cash on hand, bank deposits and investments is as follows:

Footnote Classification	Combined Balance Sheet Classifications		
	Total	Cash and Equivalents	Investments
Petty Cash	$ 1,488	$ 1,488	$ -
Bank Deposits	8,314,502	8,314,502	-
Investments	15,474,774	5,816,736	9,658,038
Total	$ 23,790,764	$ 14,132,726	$ 9,658,038

B. Estimated Unbilled Revenue

Proprietary fund types estimate and record utility services rendered but not yet billed at June 30, 2011. The amounts are determined by reviewing the Town's utility billing rendered prior to year-end and estimated the unbilled service to year-end. At June 30, 2011, unbilled service recorded was $1,192,795.

C. Receivables

Receivables as of year-end for the government's individual major and non-major funds in the aggregate, including the applicable allowances for uncollectible accounts, are as follows:

Description	General	Electric	Water	Sewer	Solid Waste	Nonmajor	Total
Receivables:							
Delinquent taxes	$1,252,680	$ -	$ -	$ -	$ -	$ 2,870	$1,255,550
Accounts	-	2,640,964	365,330	361,871	164,582	-	3,532,747
Interest	-	-	-	-	-	-	-
Intergovernmental	383,028	-	-	-	-	-	383,028
Unbilled	-	754,116	184,868	211,802	42,009	-	1,192,795
Other	12,711	23,380	1,995	54,304	70	-	92,460
Less: allowance	-	(1,567,771)	(182,747)	(146,256)	(93,663)	-	(1,990,437)
Net receivables	$1,648,419	$1,850,689	$ 369,446	$ 481,721	$ 112,998	$ 2,870	$4,466,143

IV. DETAILED NOTES ON ALL FUNDS (CONTINUED)

C. Receivables (Continued)

Governmental funds reported deferred revenue in connection with receivables for revenues that are not considered to be available to liquidate liabilities of the current period. Governmental funds also defer revenue recognition in connection with resources that have been received, but not yet earned.

At the end of the current fiscal year, the various components of the unearned revenue reported in the governmental funds were as follows:

Fund/Type	Unavailable	Unearned
General Fund - Property Taxes	$ 1,200,626	$ -
Special Revenue Fund - Property Taxes	2,870	-
	$ 1,203,496	$ -

D. Due from Other Governments

At June 30, 2011 amounts due from other governments were as follows:

Description/Payer	General
Commonwealth of Virginia	
Communication Tax	$ 27,017
Fire Programs	4,475
2011 Personal Property Tax Relief Act	287,863
Warren County, Virginia - Sales Tax	63,673
	$ 383,028

IV. DETAILED NOTES ON ALL FUNDS (CONTINUED)

E. Capital Assets

Capital asset activity for the year ended June 30, 2011 was as follows:

Primary Government

Governmental Activities	Beginning Balance	Increases	Decreases	Ending Balance
Capital assets, not depreciated				
Land	$ 1,117,508	$ -	$ -	$ 1,117,508
Capital assets being depreciated				
Buildings and improvements	5,380,818	575,461	-	5,956,279
Vehicles	1,596,540	81,149	-	1,677,689
Equipment	2,887,553	90,017	-	2,977,570
Infrastructure	109,527,139	-	-	109,527,139
Total	119,392,050	746,627	-	120,138,677
Less accumulated depreciation for				
Buildings and improvements	(1,173,891)	(129,818)	-	(1,303,709)
Vehicles	(1,308,878)	(117,573)	-	(1,426,451)
Equipment	(1,951,290)	(181,277)	-	(2,132,567)
Infrastructure	(53,721,399)	(3,591,054)	-	(57,312,453)
Total	(58,155,458)	(4,019,722)	-	(62,175,180)
Net capital assets being depreciated	61,236,592	(3,273,095)	-	57,963,497
Governmental capital assets, net	$ 62,354,100	$ (3,273,095)	$ -	$ 59,081,005

Depreciation expense was charged to functions/programs of the governmental activities as follows:

Activity	Depreciation
Governmental activities:	
General government	$ 126,844
Public safety	154,735
Public works	119,326
Planning, zoning, and community development	23,584
Culture and recreation	4,179
Infrastructure depreciation	3,591,054
Total depreciation expense - governmental activities	$ 4,019,722

IV. DETAILED NOTES ON ALL FUNDS (CONTINUED)

E. Capital Assets (Continued)

Business-Type Activities	Beginning Balance	Increases	Decreases	Ending Balance
Capital assets not being depreciated				
Land	$ 1,488,822	$ -	$ -	$ 1,488,822
Capital assets being depreciated				
Buildings and improvements	20,012,726	810,585	-	20,823,311
Utility distribution systems	51,422,939	369,560	-	51,792,499
Vehicles	2,717,597	-	-	2,717,597
Equipment	2,910,301	-	-	2,910,301
Total	77,063,563	1,180,145	-	78,243,708
Less accumulated depreciation for				
Buildings and improvements	(4,484,747)	(422,903)	-	(4,907,650)
Utility distribution systems	(24,970,925)	(1,028,458)	-	(25,999,383)
Vehicles	(2,402,001)	(123,969)	-	(2,525,970)
Equipment	(2,298,550)	(212,264)	-	(2,510,814)
Total	(34,156,223)	(1,787,594)	-	(35,943,817)
Net capital assets being depreciated	42,907,340	(607,449)	-	42,299,891
Business-type capital assets, net	$ 44,396,162	$ (607,449)	$ -	$ 43,788,713

Depreciation expense was charged to functions/programs of the business-type activities as follows:

Activity	Depreciation
Business-type activities:	
Electric	$ 362,068
Water	744,223
Sewer	622,688
Solid Waste Management	58,615
Total depreciation expense - business-type activities	$ 1,787,594

There were no significant intangible asset acquisitions during the fiscal year ended June 30, 2011.

IV. DETAILED NOTES ON ALL FUNDS (CONTINUED)

F. Inter-fund Advances/Transfers

The composition of inter-fund advances at June 30, 2011 is as follows:

Advanced to	From	Amount
General Fund	Electric Fund	$ 37,734
General Fund	Sewer Fund	102,492
General Fund	Water Fund	103,021
General Fund	Town Facilities Fund	388
Special Projects	Sewer Fund	48,516
Special Projects	Water Fund	48,515
Special Revenue	General Fund	49,915
Sewer Fund	Economic Development Fund	2,250
Sewer Fund	Water Fund	258,120
Water Fund	Economic Development Fund	2,250
Water Fund	Electric Fund	14,747
Solid Waste Management	Electric Fund	18,182
		$ 686,130

The composition of inter-fund transfers during 2011 is as follows:

Transferred to	From	Amount
General Fund	Electric Fund	$ 1,000,000
General Fund	Water Fund	396,772
General Fund	Sewer Fund	489,500
General Fund	Solid Waste Management Fund	102,000
Debt Service Fund	Economic Development Fund	97,031
		$ 2,085,303

G. Long-Term Liabilities

General Obligation Bonds. The Town issues general obligation bonds to provide funds for the acquisition and construction of major capital facilities and for refunding of general obligation bonds. General obligation bonds have been issued for both general government and proprietary activities. These bonds are reported in the proprietary funds if they are expected to be repaid from proprietary fund revenues. General obligation bonds are direct obligations and pledge the full faith and credit of the Town. These bonds generally are issued as serial bonds with amounts of principal maturing each year.

IV. DETAILED NOTES ON ALL FUNDS (CONTINUED)

G. Long-Term Liabilities (Continued)

General obligation bonds and notes outstanding at June 30, 2011 are as follows:

Description	Amount
$5,655,523, 2002 series general obligation refunding bond, issued November 14, 2002 due in increasing annual maturities starting with $135,131 in 2002 and increasing to $502,674 in 2013, with interest at 3.22%.	$ 1,075,987
$2,275,000, 1998 series public improvement bonds, issued June 30, 1998, due in annual installments of $547,966 through June 30, 2001, and $97,031 from June 30, 2002 through June 30, 2013 including interest at 4.27% and 4.67%.	181,594
$10,315,000, 2006 series general obligation bonds, issued June 8, 2006 due in increasing annual maturities starting with $330,000 in 2008 and increasing to $780,000 in 2026, with interest at 3.63% to 4.95%.	8,915,000
$2,735,000, 2010 series recovery act bonds, issued March 15, 2010, due in increasing annual maturities starting with $115,000 in 2013 and increasing to $600,000 in 2030, with interest at 2.00% to 6.57%.	2,735,000
Total General Obligation Debt	$ 12,907,581

Annual debt service requirements to maturity for general obligation debt are as follows:

	Governmental Activities		Business-type Activities	
Year ending June 30,	Principal	Interest	Principal	Interest
2012	$ 88,566	$ 8,465	$ 958,313	$ 597,461
2013	93,028	4,003	1,017,674	561,026
2014	-	-	535,000	523,214
2015	-	-	565,000	500,308
2016	-	-	580,000	477,798
Thereafter	-	-	9,070,000	3,149,324
Total	$ 181,594	$ 12,468	$ 12,725,987	$ 5,809,131

The legal debt limit mandated by the Commonwealth of Virginia is $114,501,165.

The Town issued $5,655,523 of 2002 series of general obligation refunding bonds to provide resources to purchase U.S. Governmental State and Local Government Series securities that were placed in an irrevocable trust for the purpose of generating resources for all future debt service payments of $5,467,202 of general obligation water and sewer bonds. As a result, the refunded bonds are considered to be defeased and the liability has been removed from the business type activities column of the statement of net assets. The reacquisition price exceeded the net carrying amount of the old debt by $104,200. This amount is being amortized over the remaining life of the refunded debt, which is the same as the life of the new debt issued. This advance refunding was undertaken to reduce total debt service payments over the next 10 years by $393,867 and resulted in an economic gain of $358,124.

IV. DETAILED NOTES ON ALL FUNDS (CONTINUED)

G. Long-Term Liabilities (Continued)

Long-term liability activity for the year ended June 30, 2011 was as follows:

	June 30, 2010	Additions	Retirements	June 30, 2011	One Year
Governmental activities:					
Bonds payable:					
General obligation bonds	$ 266,194	$ -	$ (84,600)	$ 181,594	$ 88,566
Compensated absences	749,633	789,215	(749,633)	789,215	394,608
Other post-employment benefits	286,139	191,415	(40,131)	437,423	-
Governmental activity Long-term liabilities	$ 1,301,966	$ 980,630	$ (874,364)	$ 1,408,232	$ 483,174
Business-type activities:					
Bonds payable:					
General obligation bonds	$ 13,665,076	$ -	$ (939,089)	$ 12,725,987	$ 958,313
Unamortized premium	236,400	-	(16,591)	219,809	16,592
Compensated absences	360,555	15,344	(44,933)	330,966	165,484
Other post-employment benefits	137,770	72,843	-	210,613	-
Business-type activity Long-term liabilities	$ 14,399,801	$ 88,187	$ (1,000,613)	$ 13,487,375	$ 1,140,389

Compensated absences due within one year disclosed by individual fund is estimated as follows:

	Due Within	
Individual Fund	1 Year	Long-term
General	$ 394,608	$ 394,607
Electric	$ 45,053	$ 45,053
Water	51,982	51,982
Sewer	50,897	50,896
Solid Waste Management	17,552	17,551
	$ 165,484	$ 165,482

V. OTHER INFORMATION

A. Risk Management

The Town is exposed to various risks of loss related to torts; theft of, damage to, and destruction of assets; errors and omissions; injuries to employees; and natural disasters. To reduce insurance costs and the need for self-insurance, the Town has joined together with other municipalities in the Commonwealth of Virginia in several public entity risk pools (not self-insured) that operate as common risk management and insurance programs for member municipalities. The risk pools include:

VMGSIA: The Town has workers' compensation coverage with the Virginia Municipal Group Self Insurance Association (VMGSIA). During the fiscal year 2011 the Town paid premiums of approximately $148,702 to VMGSIA.

VMLP: The Town has general and excess liability, automobile, property, boiler and machinery, law enforcement liability, public officials, legal liability, and commercial crime insurance with the Virginia Municipal Liability Pool (VMLP). During the fiscal year 2011, the Town paid contributions of approximately $267,535 to the VMLP.

Settled claims have not exceeded commercial insurance coverage in any of the past three fiscal years.

B. Surety Bonds

The Town maintains a $100,000 blanket surety bond on all employees through the Virginia Municipal Liability Pool Insurance Program.

C. Commitments and Contingent Liabilities

Litigation: The Town is a defendant in various lawsuits. Although the outcome of these lawsuits is not presently determinable, in the opinion of the Town, through discussion with its legal counsel, these matters will not have a material adverse effect on the financial condition of the Town.

IDA Bond Debt Support Agreement: The Industrial Development Authority (IDA) of Warren County issued $4,125,000 series 1996 bonds dated November 1, 1996. The IDA issued the bonds to develop a water/sewer project along U.S. Route 340/522. March 1, 2005 the IDA issued Refunding Bonds to provide resources to pay off the 1996 bond issue by placing funds in an irrevocable trust to meet all future debt service and payoff. As a result, the 1996 bond series is considered to be defeased. The advance refunding was undertaken to reduce total debt service payments over the next 12 years by $270,019 and resulted in an economic gain of $97,615.

The Town of Front Royal, Virginia and the County of Warren, Virginia have agreed to provide the funds to repay the debt and interest expense obligation and have each executed a support agreement. The County has agreed to provide funding to support 80% of the debt and interest, subject to annual appropriation, and the Town of Front Royal, Virginia has agreed to fund 20% of the debt and interest. The Town's support agreement is backed by the full faith and credit and taxing power of the Town.

V. OTHER INFORMATION (CONTINUED)

C. Commitments and Contingent Liabilities (Continued)

Details of the IDA bond with the Town's related support obligation are as follows:

Description	Balance
$3,300,000 2005 Series Industrial Development Authority Revenue Refunding Bond issued March 1, 2005 in increasing annual maturities starting with $225,000 in 2005 and increasing to $330,000 in 2016 with interest at 3.59%	$ 1,820,000
Town of Front Royal support agreement obligation – 20%	$ 364,000

	IDA Debt		20% Support Agreement		
Year	Principal	Interest	Principal	Interest	Total
2012	280,000	60,312	56,000	12,062	68,062
2013	285,000	50,170	57,000	10,034	67,034
2014	300,000	39,669	60,000	7,934	67,934
2015	305,000	28,810	61,000	5,762	66,762
2016	320,000	17,591	64,000	3,518	67,518
Thereafter	330,000	5,924	66,000	1,185	67,185
	$1,820,000	$ 202,476	$ 364,000	$ 40,495	$ 404,495

D. Post-Employment Benefits Other Than Pensions

Plan Description: The Town of Front Royal Virginia adopted a retiree health insurance coverage policy. The policy states that the Town will provide healthcare insurance premium cost benefits for eligible retirees up to 25% of actual premium costs. The plan is provided through the Town's group health insurance plan which covers both retirees and active employees. The premium payment cost benefits are earned at 1% per year of employment, coverage is extended from retirement to age 65 and the benefit is earned only upon retirement from Town employment.

The benefit obligation retiree benefits are established through Town adopted employee policies.

Funding Policy: Payments are made monthly to cover the Town's portion of the retiree health insurance premiums. For fiscal year 2011, 22 retirees had a benefit under this policy with a total cost to the Town of $40,130.

Annual OPEB Cost and Net OPEB Obligation: The Town's annual other postemployment benefit (OPEB) cost (expense) is calculated based on the *annual required contribution of the employer (ARC)*, an amount actuarially determined in accordance with the parameters of GASB Statement No. 45. The ARC represents a level of funding that, if paid on an ongoing basis, is projected to cover normal cost each year and amortize any unfunded actuarial liabilities (or funding excess) over a period not to exceed 30 years.

V. OTHER INFORMATION (CONTINUED)

D. Post-Employment Benefits Other Than Pensions (Continued)

The following table shows the components of the Town's annual OPEB cost for the year, the amount actually contributed to the plan, and the changes in the Town's net OPEB obligation.

Component	Amount
Annual required contribution	$ 247,300
Interest on Net OPEB obligations	16,957
Annual OPEB cost (expense)	264,257
Contributions made	(40,130)
Increase in net OPEB obligation	224,127
Net OPEB obligation - Beginning of year	423,910
Net OPEB obligation - End of year	$ 648,037

The Town's annual OPEB cost, the percentage of annual OPEB cost contributed to the plan and the net OPEB obligation for 2011 and 2010 were as follows:

Year Ended June 30,	Annual OPEB Cost	Percentage of Annual OPEB Cost Contributed	Net OPEB Obligation
2011	$ 264,257	15.19%	$ 648,037
2010	255,597	15.30%	423,910

Funding Status and Funding Progress: As of June 30, 2009, the most recent actuarial valuation date, the unfunded actuarial accrued liability (UAAL) was $2,774,100. The covered payroll (annual payroll of active employees covered by the plan) was $6,623,100, and the ratio of the UAAL to the covered payroll was 41.89%.

Actuarial valuation of an ongoing plan involves estimates of the value of reported amounts and assumptions about the probability of occurrence of events far into the future. Examples include assumptions about future employment, mortality, and the healthcare cost trend.

Amounts determined regarding the funded status of the plan and the annual required contributions of the employer are subject to continual revision as actual results are compared with past expectations and new estimates are made about the future. The schedule of funding progress, presented as required supplementary information presents trend information about whether the actuarial value of plan assets is increasing or decreasing over time relative to the actuarial accrued liabilities for benefits.

Actuarial Methods and Assumptions: Projections of benefits for financial reporting purposes are based on the substantive plan (the plan as understood by the employer and the plan members) and include the types of benefits provided at the time of each valuation and the historical pattern of sharing of benefit costs between the employer and plan members to that point.

V. OTHER INFORMATION (CONTINUED)

D. Post-Employment Benefits Other Than Pensions (Continued)

Actuarial Methods and Assumptions (Continued): The actuarial methods and assumptions used include techniques that are designed to reduce the effects of short-term volatility in actuarial accrued liabilities and the actuarial value of assets, consistent with the long-term perspective of the calculations.

In the June 30, 2009 actuarial valuation, the Projected Unit Credit method was used. The actuarial assumption includes a 4.0 percent rate of return and projected salary increases of 3.75 percent. The unfunded liability is being amortized over a 30 year period based on the level percent of payroll amortization method.

Required Supplementary Information: Schedules of funding progress and employer contributions are presented below as required supplementary information. This information is intended to help users assess the funding status on an on-going concern basis and assess progress made in accumulating assets to pay benefits when due.

Schedule of Funding Progress

Actuarial Valuation Date June 30,	Actuarial Value of Assets (a)	Actuarial Accrued Liability (AAL) - Projected Unit Credit (b)	Unfunded AAL (UAAL) (b-a)	Funded Ratio (a/b)	Covered Payroll (c)	UAAL as a Percentage of Covered Payroll ((b-a)/c)
2009	$ -	$ 2,774,100	$ 2,774,100	0%	$ 6,623,100	41.89%

Schedule of Employer Contributions

Fiscal Year Ended June 30,	Annual Required Contribution	Amount Contributed	Percentage Contributed
2011	$ 247,300	$ 40,131	16.23%
2010	247,300	39,104	15.81%
2009	237,700	30,283	12.74%

E. Defined Benefit Pension Plan

Plan Description: The Town contributes to the Virginia Retirement System (VRS), an agent and cost-sharing multiple-employer defined benefit pension plan administered by the Virginia Retirement System (System). All full-time, salaried permanent employees of participating employers must participate in the VRS. Benefits vest after five years of service. Employees are eligible for an unreduced retirement benefit at age 65 with five years of service (age 60 for participating law enforcement officers and firefighters) and at age 50 with 30 years of service for participating employees (age 50 with 25 years for participating law enforcement officers and firefighters).

V. OTHER INFORMATION (CONTINUED)

E. Defined Benefit Pension Plan (Continued)

Employees who retire with a reduced benefit at age 55 (age 50 for participating law enforcement officers and firefighters) with at least five years of credited service are entitled to an annual retirement benefit payable monthly for life in an amount equal to 1.7 percent of their average final salary (AFS) for each year of credited service. Benefits are actuarially reduced for retirees who retire prior to becoming eligible for retirement benefits. In addition, retirees qualify for annual cost-of-living adjustment (COLA) beginning in their second year of retirement. The COLA is limited to 5% per year. AFS is defined as the highest consecutive 36 months of salary.

Participating law enforcement officers and firefighters may receive a monthly benefit supplement if they retire prior to age 65. The VRS also provides death and disability benefits. Title 51.1 of the Code of Virginia (1950), as amended, assigns the authority to establish and amend benefit provisions to the General Assembly of Virginia.

The VRS issues a publicly available comprehensive annual financial report that includes financial statements and required supplementary information for VRS. A copy of that report may be obtained by writing the Virginia Retirement System at P. O. Box 2500, Richmond, VA, 23218-2500.

Funding Policy: Plan members are required by Title 51.1 of the Code of Virginia (1950), as amended, to contribute 5% of their annual salary to the VRS. The Town assumed this 5% member contribution. In addition, the Town is required to contribute the remaining amounts necessary to fund its participation in the VRS using the actuarial basis specified by the statute and approved by the VRS Board of Trustees. The Town's total contribution rate (employee and employer) for the fiscal year ended 2011 was 12.59% of annual covered payroll.

Annual Pension Cost: For 2011, the Town's annual pension cost of $1,094,187 was equal to the Town's and employee's required and actual contributions. The required contribution was determined as part of the June 30, 2010 actuarial valuation using the entry age normal actuarial cost method. The actuarial assumptions included (a) 7.50% investment rate of return, (b) projected salary increases that range between 3.50% and 5.60% per year, payroll growth rate of 3.00% and (c) 2.50% per year cost-of-living adjustments. Both (a) and (b) included an inflation component of 2.50%. The actuarial value of the Town's assets is equal to the modified market value of assets. This method was determined using techniques that smooth the effects of short-term volatility in the market value of assets over a five-year period. The Town's unfunded actuarial accrued liability is being amortized as a level percentage of payroll on an open basis within a period of 20 years or less.

Five-year historical trend information for annual premium costs is as follows:

Fiscal Year Ended	Annual Premium Costs (APC)	% APC Funded	Net Pension Oligation
2011	$ 1,094,187	100	None
2010	946,639	100	None
2009	1,002,397	100	None
2008	945,511	100	None
2007	795,405	100	None

V. OTHER INFORMATION (CONTINUED)

E. Defined Benefit Pension Plan (Continued)

Required Supplementary Information: Five-year historical trend information about the funding process is presented below as required supplementary information. This information is intended to help users assess the System's funding status on an on-going concern basis, assess progress made in accumulating assets to pay benefits when due, and make comparisons with other public employee retirement systems.

Actuarial Valuation Date June 30,	Actuarial Value of Assets (a)	Actuarial Accrued Liability (AAL) (b)	Unfunded Actuarial Accrued Liability (UAAL) (b-a)	Funded Ratio (a/b)	Covered Payroll (c)	UAAL as a Percentage of Covered Payroll ((b-a)/c)
2010	$ 22,978,490	$ 31,623,369	$ 8,644,879	72.66%	$ 6,306,555	137.08%
2009	23,201,463	29,244,201	6,042,738	79.34%	6,480,537	93.24%
2008	23,160,592	26,997,676	3,837,084	85.79%	6,218,074	61.71%
2007	21,064,235	23,601,590	2,537,355	89.25%	5,735,604	44.24%
2006	18,887,465	20,416,447	1,528,982	92.51%	5,149,154	29.69%

F. Deferred Compensation Plan

The Town offers its employees a deferred compensation plan created in accordance with Internal Revenue Code Section 457. The plan, available to all Town employees at their option, permits participants to defer a portion of their salary until future years. The deferred compensation is not available to participants until termination, retirement, death, or unforeseeable emergency.

The Town implemented GASB Statement No. 32 requiring changes to the accounting and financial reporting for the deferred compensation plans created in accordance with Internal Revenue Code 457. The plans are administered by independent plan administrators through administrative service agreements. The Town's administrative involvement is limited to transmitting amounts withheld from payroll to the plan administrator who performs investing functions. Amendments to the laws governing Section 457 plans substantially became effective January 1, 1997. The Town approved plan amendments such that plan assets are held in trust for the benefit of the plan participants and their beneficiaries. The financial activity of these plans is no longer reported in the Town's Agency Fund.

G. Subsequent Events

The Town has evaluated subsequent events through November 30, 2011, the date these financial statements were available to be issued, and determined that there were no material subsequent events requiring adjustment to, or disclosure in, the basic financial statements for the year ended June 30, 2011.

TOWN OF FRONT ROYAL, VIRGINIA
GENERAL FUND
SCHEDULE OF REVENUES AND OTHER FINANCING SOURCES-BUDGET AND ACTUAL
FOR THE YEAR ENDED JUNE 30, 2011

	Original Budget	Final Budget	Actual Revenues	Variance Positive (Negative)
Source of Revenues				
General Property Taxes				
Real estate taxes				
Current taxes, including penalties	$ 1,091,000	$ 1,091,000	$ 1,051,283	$ (39,717)
Delinquent taxes, including penalties	17,000	17,000	(1,054)	(18,054)
Personal property taxes				
Current taxes, including penalties	240,000	240,000	281,291	41,291
Public service corporation taxes	11,654	11,654	-	(11,654)
Interest on delinquent taxes	15,252	15,252	27,653	12,401
Total General Property Taxes	1,374,906	1,374,906	1,359,173	(15,733)
Other Local Taxes				
Warren County sales tax	700,000	700,000	707,328	7,328
Business and occupational taxes and penalties	632,000	632,000	633,938	1,938
Franchise taxes	2,000	2,000	119,434	117,434
Consumer taxes - electric deregulation	255,000	255,000	242,677	(12,323)
Vehicle licenses	275,000	275,000	296,784	21,784
Bank stock taxes	150,000	150,000	259,987	109,987
Lodging taxes	275,000	275,000	260,101	(14,899)
Meal taxes	1,200,000	1,200,000	1,190,102	(9,898)
Payment in lieu of taxes (net of refunds of $101,812)	200,000	200,000	337,469	137,469
Total Other Local Taxes	3,689,000	3,689,000	4,047,820	358,820
Permits, Fees and Licenses				
Zoning income	30,000	30,000	28,430	(1,570)
Public ROW use fees	50,000	50,000	(10,248)	(60,248)
Total Permits, Fees and Licenses	80,000	80,000	18,182	(61,818)
Fines and Forfeitures				
Fines and forfeitures - county	275,000	275,000	239,897	(35,103)
Fines and forfeitures - town	15,000	15,000	9,701	(5,299)
Total Fines and Forfeitures	290,000	290,000	249,598	(40,402)
Revenues from Use of Money and Property				
Interest on bank deposits	120,000	120,000	45,397	(74,603)
Interest on accounts receivable	2,000	2,000	941	(1,059)
Rental - Comcast property	9,000	9,000	10,019	1,019
Total Revenues from Use of Money and Property	131,000	131,000	56,357	(74,643)
Charges for Services				
Curb and gutter charges	10,000	10,000	2,564	(7,436)
Street & walk assessment	4,000	4,000	1,284	(2,716)
Credit card fees	-	-	1,914	1,914
Sales at Visitors' Center	1,000	1,000	10,136	9,136
Sales of publications	1,500	1,500	359	(1,141)
Total Charges for Services	16,500	16,500	16,257	(243)

(Continued)

TOWN OF FRONT ROYAL, VIRGINIA
GENERAL FUND
SCHEDULE OF REVENUES AND OTHER FINANCING SOURCES-BUDGET AND ACTUAL
FOR THE YEAR ENDED JUNE 30, 2011

	Original Budget	Final Budget	Actual Revenues	Variance Positive (Negative)
Miscellaneous Revenue				
Miscellaneous	$ 670,000	$ 231,720	$ 143,118	$ (88,602)
Intergovermental				
Rolling stock tax	13,923	13,923	15,569	1,646
Virginia personal property tax reduction	283,108	283,108	287,863	4,755
Communication tax	177,556	177,556	177,411	(145)
Rental tax vehicles	35,000	35,000	43,112	8,112
State aid for police and fire	358,000	358,000	389,901	31,901
Highway maintenance	1,500,000	1,500,000	1,570,650	70,650
Grants	35,000	104,124	133,154	29,030
Total Intergovernmental	2,402,587	2,471,711	2,617,660	145,949
Total General Fund Revenues	8,653,993	8,284,837	8,508,165	223,328
Other Financing Sources				
Transfers from other funds	1,988,272	1,988,272	1,988,272	-
Total Other Financing Sources	1,988,272	1,988,272	1,988,272	-
Total General Fund Revenues and Other Financing Sources	$10,642,265	$10,273,109	$10,496,437	$ 223,328

TOWN OF FRONT ROYAL, VIRGINIA
GENERAL FUND
SCHEDULE OF EXPENDITURES - BUDGET AND ACTUAL
FOR THE YEAR ENDED JUNE 30, 2011

	Original Budget	Final Budget	Actual Expenditures	Variance Positive (Negative)
Legislative				
Town Council				
Personal service	$ 60,284	$ 60,284	$ 60,234	$ 50
Contractual service	46,000	46,000	35,507	10,493
Materials and supplies	6,800	6,200	32,284	(26,084)
Travel and communications	6,600	6,200	4,699	1,501
Total Town Council	119,684	118,684	132,724	(14,040)
Clerk of Council				
Personal service	30,142	30,142	32,725	(2,583)
Contractual service	-	-	-	-
Materials and supplies	6,100	5,100	6,119	(1,019)
Travel and communications	3,000	2,980	3,199	(219)
Dues and memberships	300	320	375	(55)
Total Clerk of Council	39,542	38,542	42,418	(3,876)
Total Legislative	159,226	157,226	175,142	(17,916)
Executive				
Town Manager				
Personal service	254,258	335,508	321,525	13,983
Contractual service	-	-	-	-
Materials and supplies	12,950	12,150	8,586	3,564
Travel and communications	4,000	4,100	3,745	355
Dues and memberships	2,000	1,500	440	1,060
Total Town Manager	273,208	353,258	334,296	18,962
Management Services				
Personal service	212,437	212,437	211,441	996
Contractual service	150	150	-	150
Materials and supplies	35,700	39,850	31,700	8,150
Travel and communications	2,200	4,750	1,700	3,050
Dues and memberships	350	350	325	25
Total Management Services	250,837	257,537	245,166	12,371
Auto/Motorpool				
Personal service	307,397	307,397	300,443	6,954
Contractual service	800	800	1,114	(314)
Materials and supplies	41,625	51,353	49,681	1,672
Travel and communications	2,100	1,195	1,016	179
Utilities	1,500	437	539	(102)
Capital outlays	-	-	-	-
Total Auto/Motorpool	353,422	361,182	352,793	8,389
Office of Information Technology				
Personal service	79,427	72,427	62,094	10,333
Contractual service	137,100	137,311	125,093	12,218
Materials and supplies	18,530	7,680	8,378	(698)
Travel and communications	48,000	48,370	54,228	(5,858)
Dues and memberships	100	100	-	100
Capital outlays	80,500	247,629	126,694	120,935
Total Office of Information Technology	$ 363,657	$ 513,517	$ 376,487	$ 137,030

(Continued)

TOWN OF FRONT ROYAL, VIRGINIA
GENERAL FUND
SCHEDULE OF EXPENDITURES - BUDGET AND ACTUAL
FOR THE YEAR ENDED JUNE 30, 2011

	Original Budget	Final Budget	Actual Expenditures	Variance Positive (Negative)
Office of Tourism				
Personal service	$ 117,392	$ 114,891	$ 108,444	$ 6,447
Contractual service	29,000	23,774	21,070	2,704
Materials and supplies	99,777	109,277	99,346	9,931
Utilities	300	300	139	161
Travel and communications	9,000	7,632	7,432	200
Dues and memberships	1,500	1,500	1,355	145
Cultural Activities	10,000	10,000	10,000	-
Capital outlays	-	-	-	-
Total Office of Tourism	266,969	267,374	247,786	19,588
Board of Elections				
Contractual service	-	-	-	-
Total Executive	1,508,093	1,752,868	1,556,528	196,340
Legal				
Town Attorney				
Personal service	308,103	308,103	313,964	(5,861)
Contractual service	15,000	15,000	20,135	(5,135)
Materials and supplies	12,450	10,700	11,118	(418)
Travel and communications	2,500	1,550	1,813	(263)
Dues and memberships	1,250	1,250	910	340
Total Legal	339,303	336,603	347,940	(11,337)
Finance				
Finance Department				
Personal service	701,264	699,664	685,000	14,664
Contractual service	9,750	14,750	10,763	3,987
Materials and supplies	121,400	117,400	99,685	17,715
Travel and communications	8,300	8,900	7,518	1,382
Dues and memberships	400	400	720	(320)
Total Finance Department	841,114	841,114	803,686	37,428
Total General Government	2,847,736	3,087,811	2,883,296	204,515
Planning, Zoning and Community Development				
Planning and Zoning				
Personal service	325,301	315,301	294,812	20,489
Contractual service	20,700	20,200	9,464	10,736
Materials and supplies	7,650	9,917	8,330	1,587
Travel and communications	3,400	2,265	2,376	(111)
Dues and memberships	500	(132)	(137)	5
Total Planning and Zoning	357,551	347,551	314,846	32,705
Economic Development				
Contributions to other entities	40,591	40,591	79,573	(38,982)
Total Economic Development	$ 40,591	$ 40,591	$ 79,573	$ (38,982)

(Continued)

TOWN OF FRONT ROYAL, VIRGINIA
GENERAL FUND
SCHEDULE OF EXPENDITURES - BUDGET AND ACTUAL
FOR THE YEAR ENDED JUNE 30, 2011

	Original Budget	Final Budget	Actual Expenditures	Variance Positive (Negative)
Boards and Commissions				
Personal service	$ 12,920	$ 12,920	$ 17,613	$ (4,693)
Contractual service	1,000	1,000	1,630	(630)
Materials and supplies	4,600	4,600	2,529	2,071
Travel and communications	2,500	2,500	932	1,568
Joint operations	9,000	9,000	8,445	555
Total Boards and Commissions	30,020	30,020	31,149	(1,129)
Total Planning, Zoning and Community Development	428,162	418,162	425,568	(7,406)
Police				
Police Department				
Personal service	3,231,202	3,226,342	3,123,557	102,785
Contractual service	13,775	2,575	1,958	617
Materials and supplies	209,225	240,620	228,495	12,125
Travel and communications	55,900	43,300	33,691	9,609
Dues and memberships	2,450	1,070	830	240
Joint operations	28,900	31,294	44,977	(13,683)
Capital outlays	-	122,000	83,788	38,212
Total Police Department	3,541,452	3,667,201	3,517,296	149,905
Engineering and Public Works				
Engineering				
Personal service	100,537	107,037	94,678	12,359
Contractual service	3,000	1,700	1,409	291
Materials and supplies	28,300	28,950	19,701	9,249
Travel and communications	6,500	9,900	9,837	63
Dues and memberships	2,500	600	430	170
Total Engineering	140,837	148,187	126,055	22,132
Streets and Sidewalks				
Personal service	919,076	917,076	857,983	59,093
Contractual service	3,250	250	-	250
Materials and supplies	1,079,100	387,350	355,257	32,093
Travel and communications	8,450	9,750	9,406	344
Utilities	32,000	32,000	28,803	3,197
Dues and memberships	300	-	-	-
Capital outlays	245,000	976,631	641,428	335,203
Total Streets and Sidewalks	$ 2,287,176	$ 2,323,057	$ 1,892,877	$ 430,180

(Continued)

TOWN OF FRONT ROYAL, VIRGINIA
GENERAL FUND
SCHEDULE OF EXPENDITURES - BUDGET AND ACTUAL
FOR THE YEAR ENDED JUNE 30, 2011

	Original Budget	Final Budget	Actual Expenditures	Variance Positive (Negative)
General Properties				
Personal service	$ 66,343	$ 71,343	$ 69,466	$ 1,877
Contractual service	2,000	2,000	1,048	952
Materials and supplies	111,650	213,900	79,114	134,786
Travel and communications	1,600	1,100	1,182	(82)
Utilities	57,000	68,680	71,135	(2,455)
Capital outlays	125,000	153,224	115,646	37,578
Total General Properties	363,593	510,247	337,591	172,656
Horticulture				
Personal service	307,967	322,967	274,582	48,385
Contractual service	8,000	7,500	5,825	1,675
Materials and supplies	68,300	70,326	72,331	(2,005)
Travel and communications	1,000	3,200	3,159	41
Capital outlays	-	-	-	-
Total Horticulture	385,267	403,993	355,897	48,096
Total Engineering and Public Works	3,176,873	3,385,484	2,712,420	673,064
Parks and Recreation				
Library	95,000	95,000	95,000	-
Total Parks and Recreation	95,000	95,000	95,000	-
Nondepartmental				
Fringe Benefits	234,500	234,500	211,349	23,151
Insurance	318,542	318,542	268,582	49,960
Reserves	-	-	-	-
Total Nondepartmental	553,042	553,042	479,931	73,111
Total General Fund Expenditures	$10,642,265	$11,206,700	$10,113,511	$ 1,093,189

TOWN OF FRONT ROYAL, VIRGINIA
COMBINING BALANCE SHEET
NONMAJOR GOVERNMENTAL FUNDS
JUNE 30, 2011

	Special Revenue					Capital Project	
	Downtown Service District	Asset Forfeitures	Economic Development	Community/ Neighboorhood	Total	Town Facilities	Total Nonmajor Governmental Funds
Assets							
Cash and cash equivalents	$ -	$ 154,897	$ -	$ 361,676	$ 516,573	$ -	$ 516,573
Accounts receivable - real estate taxes	2,870	-	-	-	2,870	-	2,870
Interfund advances	-	-	4,500	-	4,500	388	4,888
Total Assets	2,870	154,897	4,500	361,676	523,943	388	524,331
Liabilities							
Bank advances	$ 1,512	$ -	$ 334,961	$ -	$ 336,473	$ -	$ 336,473
Deferred revenue	2,870	-	-	-	2,870	-	2,870
Interfund advances	-	49,915	-	97,031	146,946	-	146,946
Total Liabilities	4,382	49,915	334,961	97,031	486,289	-	486,289
Fund Balances							
Restricted for:							
Capital outlays	-	104,982	-	-	104,982	-	104,982
Community development	-		-	264,645	264,645	-	264,645
Assigned for capital projects	-	-	-	-	-	388	388
Unassigned	(1,512)		(330,461)		(331,973)	-	(331,973)
Total Fund Balances	(1,512)	104,982	(330,461)	264,645	37,654	388	38,042
Total Liabilities and Fund Balances	$ 2,870	$ 154,897	$ 4,500	$ 361,676	$ 523,943	$ 388	$ 524,331

TOWN OF FRONT ROYAL, VIRGINIA
COMBINING STATEMENT OF REVENUES, EXPENDITURES, AND CHANGES IN FUND BALANCES
NONMAJOR GOVERNMENTAL FUNDS
FOR THE YEAR ENDED JUNE 30, 2011

	Special Revenue					Capital Project	
	Downtown Sevice District	Asset Forfeitures	Economic Development	Community/ Neighboorhood	Total	Town Facilities	Total Nonmajor Governmental Funds
Revenues							
Real estate taxes	$ -	$ -	$ 104,522	$ -	$ 104,522	$ -	$ 104,522
Asset forfeitures	-	26,811	-	-	26,811	-	26,811
Total revenues	-	26,811	104,522	-	131,333	-	131,333
Expenditures							
Current							
Support payment of EDA debt issue	-	-	68,037	-	68,037	-	68,037
Contractual service	-	-	-	3,772	3,772	-	3,772
Contributions to other entities	-	-	38,708	-	38,708	-	38,708
Capital outlays	-	28,967	-	-	28,967	-	28,967
Total expenditures	-	28,967	106,745	3,772	139,484	-	139,484
Deficiency of revenues under expenditures	-	(2,156)	(2,223)	(3,772)	(8,151)	-	(8,151)
Other Financing Uses							
Transfers out	-	-	(97,031)	-	(97,031)	-	(97,031)
Total other financing uses	-	-	(97,031)	-	(97,031)	-	(97,031)
Net change in fund balances	-	(2,156)	(99,254)	(3,772)	(105,182)	-	(105,182)
Fund balances - beginning	(1,512)	107,138	(231,207)	268,417	142,836	388	143,224
Fund balances - ending	$ (1,512)	$ 104,982	$ (330,461)	$ 264,645	$ 37,654	$ 388	$ 38,042

TOWN OF FRONT ROYAL, VIRGINIA
ASSET FORFEITURES SPECIAL REVENUE FUND
SCHEDULE OF REVENUES, EXPENDITURES,
AND CHANGES IN FUND BALANCES - BUDGET AND ACTUAL
FOR THE YEAR ENDED JUNE 30, 2011

	Final Budget	Actual Amounts	Variance Positive (Negative)
Revenues			
Asset forfeitures	$ 12,000	$ 26,811	$ 14,811
Expenditures			
Capital outlays	12,000	28,967	(16,967)
Deficiency of revenues under expenditures	-	(2,156)	(2,156)
Fund balances - beginning	107,138	107,138	-
Fund balances - ending	$ 107,138	$ 104,982	$ (2,156)

TOWN OF FRONT ROYAL, VIRGINIA
ECONOMIC DEVELOPMENT SPECIAL REVENUE FUND
SCHEDULE OF REVENUES, EXPENDITURES,
AND CHANGES IN FUND BALANCES - BUDGET AND ACTUAL
FOR THE YEAR ENDED JUNE 30, 2011

	Final Budget	Actual Amounts	Variance Positive (Negative)
Revenues			
Real estate taxes	$ 104,522	$ 104,522	$ -
Expenditures			
Payments in support of EDA debt issue	68,037	68,037	-
Contributions to other entities	36,485	38,708	(2,223)
Total Expenditures	104,522	106,745	(2,223)
Deficiency of revenues under expenditures	-	(2,223)	(2,223)
Other Financing Uses			
Transfers out - Debt Service	-	(97,031)	(97,031)
Net change in fund balances	-	(99,254)	(99,254)
Fund balances - beginning	(231,207)	(231,207)	-
Fund balances - ending	$ (231,207)	$ (330,461)	$ (99,254)

TOWN OF FRONT ROYAL, VIRGINIA
COMMUNITY/NEIGHBORHOOD REVENUE FUND
SCHEDULE OF REVENUES, EXPENDITURES,
AND CHANGES IN FUND BALANCES - BUDGET AND ACTUAL
FOR THE YEAR ENDED JUNE 30, 2011

	Final Budget	Actual Amounts	Variance Positive (Negative)
Revenues			
Miscellaneous	$ -	$ -	$ -
Total Revenues	-	-	-
Expenditures			
Contractual services	-	3,772	(3,772)
Total Expenditures	-	3,772	(3,772)
Deficiency of revenues under expenditures	-	(3,772)	(3,772)
Fund balances - beginning	268,417	268,417	-
Fund balances - ending	$ 268,417	$ 264,645	$ (3,772)

TOWN OF FRONT ROYAL, VIRGINIA
SCHEDULE OF DIRECTOR OF FINANCE'S ACCOUNTABILITY
JUNE 30, 2011

Assets held by the Director of Finance

Cash on hand		$ 1,488
Cash in banks		
Checking - SunTrust		2,724,583
Checking - Union First Market Bank		86,838
Money Market - Wells Fargo		2,616,113
Certificates of deposit		
BB&T	$ 350,000	
Sonabank	120,583	
Union First Market Bank	2,037,503	
Wachovia Bank	84,467	
Virginia Savings Bank	22,850	
Total Certificates of Deposit		2,615,403
Virginia Local Government Investment Pool		2,923,852
Repurchase Agreement - Wachovia		118,665
Repurchase Agreement - Union First Market Bank		1,205,510
SunTrust Government & Agency Fund		1,568,709
Union Investment Services		9,929,603
Total Assets		$ 23,790,764

TOWN OF FRONT ROYAL, VIRGINIA
SCHEDULE OF DIRECTOR OF FINANCE'S ACCOUNTABILITY TO THE TOWN
FOR THE YEAR ENDED JUNE 30, 2011

	Governmental Funds						
	General	Debt Service	Special Revenue	Captial Projects	Proprietary Funds	2011 Totals (Memorandum Only)	2010 Totals (Memorandum Only)
Balance July 1, 2010	$ 6,020,666	$ -	$ 285,282	$ -	$ 18,057,853	$ 24,363,801	$ 23,510,190
Receipts (net)							
Interfund advances/receipts	-	-	-	-	113,022	113,022	211,225
General property taxes	1,323,154	-	104,522	-	-	1,427,676	2,083,336
Other local taxes	3,640,836	-	-	-	-	3,640,836	3,271,074
Permits, fees and licenses	18,182	-	-	-	-	18,182	93,419
Fines and forfeitures	249,598	-	-	-	-	249,598	238,363
Revenues from use of money and property	56,357	-	-	-	217,969	274,326	365,452
Charges for services	16,257	-	-	-	24,223,267	24,239,524	21,724,416
Bond issuance	-	-	-	-	-	-	2,735,000
Miscellaneous	143,118	-	-		-	143,118	215,489
Recovered costs	-	-	26,811	-	-	26,811	34,043
Payment in lieu of taxes	337,469	-	-	-	-	337,469	307,158
Intergovernmental	2,616,431	-	-	-	-	2,616,431	2,478,664
Total Receipts	8,401,402	-	131,333	-	24,554,258	33,086,993	33,757,639
Total Available	14,422,068	-	416,615	-	42,612,111	57,450,794	57,267,829
Disbursements (net)							
Warrants (checks) issued	10,194,847	-	139,484	-	21,566,169	31,900,500	31,168,816
Retirement of indebtedness	-	84,600	-	-	955,679	1,040,279	1,000,820
Interfund advance payments	113,022	-	-	-	-	113,022	211,225
Interest on debt costs	-	12,431	-	-	593,798	606,229	523,167
Total Disbursements	10,307,869	97,031	139,484	-	23,115,646	33,660,030	32,904,028
Transfers in	1,988,272	97,031	-	-	-	2,085,303	2,085,753
Transfers (out)	-	-	(97,031)	-	(1,988,272)	(2,085,303)	(2,085,753)
Total Transfers In (Out)	1,988,272	97,031	(97,031)	-	(1,988,272)	-	-
Balance June 30, 2011	$ 6,102,471	$ -	$ 180,100	$ -	$ 17,508,193	$ 23,790,764	$ 24,363,801

TOWN OF FRONT ROYAL, VIRGINIA
COMPUTATION OF LEGAL DEBT MARGIN
JUNE 30, 2011

Taxable assessed value of real property	$ 1,145,011,650
Debt limit (10 percent of assessed value)	114,501,165
Amount of debt applicable to debt limit	
Gross bonded debt	(12,907,581)
Legal debt margin	$ 101,593,584

Note: Section 15.1-176 of 1950 Code of Virginia, as amended, limits to 10% of the assessed valuation of the real estate subject to taxation as the amount of debt which can be issued by the Town. Debt includes any bonds or other interest bearing obligations including existing indebtedness. Excluded from debt margin calculation are bondes payable from Enterprise Funds issued under Article VII Section 10(a)(2) of the Constitution of Virginia (formerly Clause (B) of Section 127 of the Constitution Virginia).

STATISTICAL SECTION

This part of the Town of Front Royal's Comprehensive Annual Financial Report presents detailed information as a context for understanding what the information in the Financial Statements, Notes to Financial Statements, and Required Supplementary Information says about the Town's overall financial health.

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Financial Trends
These schedules contain trend information to help the reader understand how the Town's financial performance and well-being have changed over time. 65

Revenue Capacity
These schedules contain information to help the reader assess the Town's most significant local revenue source, the property tax. 71

Debt Capacity
These schedules present information to help the reader assess the affordability of the Town's current levels of outstanding debt and the Town's ability to issue additional debt in the future. 75

Demographic and Economic Information
These schedules offer demographic and economic indicators to help the reader understand the environment within which the Town's financial activities take place. 80

Operating Information
These schedules contain service and infrastructure data to help the reader understand how the information in the Town's financial report relates to the services the Town provides and the activities it performs. 82

Sources: Unless otherwise noted, the information in these schedules is derived from the Comprehensive Annual Financial Reports for the relevant year.

TOWN OF FRONT ROYAL, VIRGINIA
NET ASSETS BY COMPONENT
LAST NINE FISCAL YEARS
(ACCRUAL BASIS OF ACCOUNTING)

	Fiscal Year								
	2003	2004	2005	2006	2007	2008	2009	2010	2011
Governmental Activities									
Invested in capital assets net of related debt	$ 85,759,208	$ 80,842,973	$ 78,199,373	$ 74,624,593	$ 71,455,350	$ 67,935,246	$ 64,423,422	$ 62,087,906	$ 58,899,411
Unrestricted	2,280,133	5,304,430	5,450,254	6,691,369	7,580,388	7,344,504	6,033,299	5,953,428	5,125,795
Total Governmental Activities Net Assets	$ 88,039,341	$ 86,147,403	$ 83,649,627	$ 81,315,962	$ 79,035,738	$ 75,279,750	$ 70,456,721	$ 68,041,334	$ 64,025,206
Business-type Activities									
Invested in capital assets net of related debt	$ 85,759,208	$ 39,613,187	$ 39,531,599	$ 19,751,368	$ 24,625,302	$ 31,350,568	$ 34,365,817	$ 33,201,151	$ 33,459,029
Unrestricted	2,280,133	2,649,403	3,873,842	26,004,470	23,052,300	19,679,106	18,511,327	17,843,447	16,659,513
Total Business-type Activities Net Assets	$ 88,039,341	$ 42,262,590	$ 43,405,441	$ 45,755,838	$ 47,677,602	$ 51,029,674	$ 52,877,144	$ 51,044,598	$ 50,118,542
Primary Government									
Invested in capital assets net of related debt	$ 125,180,698	$ 120,456,160	$ 117,730,972	$ 94,375,961	$ 96,080,652	$ 99,285,814	$ 98,789,239	$ 92,582,592	$ 92,358,440
Unrestricted	3,936,229	7,953,833	9,324,096	32,695,839	30,632,688	27,023,610	24,544,626	26,503,340	21,785,308
Total Primary Government Net Assets	$ 129,116,927	$ 128,409,993	$ 127,055,068	$ 127,071,800	$ 126,713,340	$ 126,309,424	$ 123,333,865	$ 119,085,932	$ 114,143,748

Additional years will be added as information is available.

TOWN OF FRONT ROYAL, VIRGINIA
CHANGES IN NET ASSETS
LAST NINE FISCAL YEARS
(ACCRUAL BASIS OF ACCOUNTING)

	Fiscal Year								
Expenses	2003	2004	2005	2006	2007	2008	2009	2010	2011
Governmental Activities:									
General government and administration	$ 2,139,086	$ 2,213,302	$ 2,493,723	$ 2,326,711	$ 2,646,597	$ 2,832,009	$ 3,172,642	$ 3,340,772	$ 3,161,198
Public safety	2,951,792	2,857,066	3,150,426	3,276,981	3,513,253	3,658,646	3,686,304	3,873,965	3,821,530
Public works	1,851,599	2,103,729	2,086,799	2,574,487	2,206,629	3,149,846	3,901,830	2,467,186	2,440,880
Planning, zoning, and community development	609,091	501,250	652,296	484,132	567,708	693,455	1,024,574	636,471	596,574
Culture and recreation	95,770	43,625	45,142	52,985	62,456	66,250	74,044	91,004	105,720
Interest on long term debt	41,299	3,788	69,567	28,180	26,549	23,257	19,812	16,205	12,431
Infrastructure depreciation	3,588,522	3,588,522	3,588,522	3,591,054	3,591,054	3,591,054	3,591,054	3,591,054	3,591,054
Total Governmental Activities Expenses	11,277,159	11,311,282	12,086,475	12,334,530	12,614,246	14,014,517	15,470,260	14,016,657	13,729,387
Business-Type Activities:									
Electric	6,631,457	9,173,662	9,082,609	9,523,363	16,250,138	12,600,249	13,535,201	14,119,794	16,888,252
Water	1,581,502	1,851,233	2,328,499	1,964,023	2,343,905	2,471,839	2,231,532	3,023,196	2,742,241
Sewer	2,228,065	2,061,542	2,636,183	2,285,966	2,752,915	2,691,398	2,659,873	3,550,177	2,680,077
Refuse	685,242	649,323	739,132	828,583	876,481	856,529	963,068	1,301,649	931,697
Total Business-Type Activities Expenses	11,126,266	13,735,760	14,786,423	14,601,935	22,223,439	18,620,015	19,389,674	21,994,816	23,242,267
Total Primary Government Expenses	22,403,425	25,047,042	26,872,898	26,936,465	34,837,685	32,634,532	34,859,934	36,011,473	36,971,654
Program Revenues									
Governmental Activities:									
Charges for services:									
General government	7,397	88,891	71,572	131,037	141,719	111,776	95,947	227,814	155,527
Public safety	251,882	308,337	235,282	406,081	361,844	283,200	295,958	272,406	276,409
Public works	50,918	46,761	45,371	18,759	27,757	10,919	18,172	6,366	3,848
Planning, zoning, and community development	73,943	80,864	93,957	77,858	101,763	103,277	92,660	93,419	18,182
Operating grants and contributions	1,634,435	1,618,991	1,704,613	1,447,990	1,858,205	1,872,998	1,912,511	1,870,222	1,960,551
Capital grants and contributions	50,189	64,156	80,484	43,416	170,526	115,062	121,767	93,087	133,154
Total Governmental Program Revenues	2,068,764	2,208,000	2,231,279	2,125,141	2,661,814	2,497,232	2,537,015	2,563,314	2,547,671
Business-Type Activities:									
Charges for services:									
Electric	9,617,905	10,959,143	11,346,761	11,507,238	15,454,130	15,460,426	15,125,811	15,462,065	16,544,552
Water	2,241,254	2,450,850	2,856,329	3,198,691	3,695,001	3,115,794	3,145,958	2,758,853	3,161,942
Sewer	2,153,905	2,330,077	2,674,149	3,011,979	3,645,537	2,846,667	2,774,605	2,723,871	3,452,860
Refuse	730,938	770,344	779,275	806,968	801,974	934,936	918,611	951,731	927,160
Capital grants and contributions	396,743	316,543	226,919	71,706	1,094,499	646,430	798,530	-	-
Total Business-Type Program Revenues	15,140,745	16,826,957	17,883,433	18,596,582	24,691,141	23,004,253	22,763,515	21,896,520	24,086,514
Total Primary Government Program Revenues	17,209,509	19,034,957	20,114,712	20,721,723	27,352,955	25,501,485	25,300,530	24,459,834	26,634,185

(Continued)

TOWN OF FRONT ROYAL, VIRGINIA
CHANGES IN NET ASSETS
LAST NINE FISCAL YEARS
(ACCRUAL BASIS OF ACCOUNTING)

	Fiscal Year								
	2003	2004	2005	2006	2007	2008	2009	2010	2011
Net (Expense) Revenue									
Governmental Activities	$ (9,208,395)	$ (9,103,282)	$ (9,855,196)	$ (10,209,389)	$ (9,952,432)	$ (11,517,285)	(12,933,245)	(11,453,343)	(11,181,716)
Business-Type Activities	4,014,479	3,091,197	3,097,010	3,994,647	2,467,702	4,384,238	3,373,841	(98,296)	844,247
Total Primary Gov't Net Expense	(5,193,916)	(6,012,085)	(6,758,186)	(6,214,742)	(7,484,730)	(7,133,047)	(9,559,404)	(11,551,639)	(10,337,469)
General Revenues and Other Changes in Net Assets									
Governmental Activities:									
Property taxes	1,029,043	1,258,013	1,213,101	1,280,730	1,335,686	1,330,595	1,303,327	2,563,604	1,685,744
Sales taxes	448,086	507,804	570,926	586,133	613,495	683,974	690,993	684,300	707,328
Business and occupational taxes	539,916	611,617	624,511	740,268	721,486	708,018	620,567	613,273	633,938
Franchise taxes	179,371	309,497	211,544	213,601	206,989	150,318	1,500	24,167	119,434
Communication taxes	-	-	-	-	-	-	177,556	178,294	177,411
Consumer taxes	182,303	178,879	178,423	191,554	240,682	228,828	181,779	190,188	242,677
Alcoholic beverage taxes	31,668	33,569	16,317	16,316	16,316	16,316	-	-	-
Meals and lodging taxes	1,238,298	1,378,666	1,433,420	1,578,910	1,633,723	1,622,217	1,472,392	1,330,656	1,450,203
Virginia pers. prop. tax reduction	254,979	285,334	262,457	280,041	287,878	287,863	287,863	575,726	287,863
Payment in lieu of taxes	-	-	-	-	-	229,098	1,046,893	307,158	337,469
Other general taxes	495,708	507,664	559,315	583,928	541,073	438,560	426,139	472,388	615,452
Unrestricted investment earnings	77,910	73,089	101,589	209,469	284,273	283,610	119,307	109,480	56,357
Gain on sale of capital assets and other recoveries	100,711	46,162	58,417	53,342	146,990	-	-	-	-
Transfers	1,957,860	2,021,050	2,127,400	2,141,432	1,643,617	1,781,900	1,781,900	1,988,722	1,988,272
Total Governmental Activities	6,535,853	7,211,344	7,357,420	7,875,724	7,672,208	7,761,297	8,110,216	9,037,956	8,302,148
Business-Type Activities:									
Unrestricted investment earnings	219,843	114,857	173,241	497,182	1,097,679	749,734	255,529	254,472	217,969
Transfers	(1,957,860)	(2,021,050)	(2,127,400)	(2,141,432)	(1,643,617)	(1,781,900)	(1,781,900)	(1,988,722)	(1,988,272)
Total Business-Type Activities	(1,738,017)	(1,906,193)	(1,954,159)	(1,644,250)	(545,938)	(1,032,166)	(1,526,371)	(1,734,250)	(1,770,303)
Total Primary Government	4,797,836	5,305,151	5,403,261	6,231,474	7,126,270	6,729,131	6,583,845	7,303,706	6,531,845
Change in Net Assets									
Governmental Activities	(2,672,542)	(1,891,938)	(2,497,776)	(2,333,665)	(2,280,224)	(3,755,988)	(4,823,029)	(2,415,387)	(2,879,568)
Business-Type Activities	2,276,462	1,185,004	1,142,851	2,350,397	1,921,764	3,352,072	1,847,470	(1,832,546)	(926,056)
Total Primary Government	$ (396,080)	$ (706,934)	$ (1,354,925)	$ 16,732	$ (358,460)	$ (403,916)	$ (2,975,559)	$ (4,247,933)	$ (3,805,624)

TOWN OF FRONT ROYAL, VIRGINIA
GOVERNMENTAL ACTIVITIES TAX REVENUES BY SOURCE
LAST NINE FISCAL YEARS
(ACCRUAL BASIS OF ACCOUNTING)

Fiscal Year	Property	Sales	Business and Occupational	Comm. and Franchise	Consumer	Alcohol Beverage	Meals and Lodging	Virginia PPTR	In Lieu of Taxes	Other General	Total
2003	1,029,043	448,086	539,916	179,371	182,303	31,668	1,238,298	254,979	-	495,708	4,399,372
2004	1,258,013	507,804	611,617	309,497	178,879	33,569	1,378,666	285,334	-	507,664	5,071,043
2005	1,213,101	570,926	624,511	211,544	178,423	16,317	1,433,420	262,457	-	559,315	5,070,014
2006	1,280,730	586,133	740,268	213,601	191,554	16,316	1,578,910	280,041	-	583,928	5,471,481
2007	1,335,686	613,495	721,486	206,989	240,682	16,316	1,633,723	287,878	-	541,073	5,597,328
2008	1,330,595	683,974	708,018	150,318	228,828	16,316	1,622,217	287,863	229,098	438,560	5,695,787
2009	1,303,327	690,993	620,567	179,056	181,779	-	1,472,392	287,863	1,046,893	426,139	6,209,009
2010	2,563,604	684,300	613,273	202,461	190,188	-	1,330,656	575,726	307,158	472,388	6,939,754
2011	1,685,744	707,328	633,938	296,845	242,677	-	1,450,203	287,863	337,469	615,452	6,257,519

Additional years will be added as information is available.

TABLE IV

TOWN OF FRONT ROYAL, VIRGINIA
FUND BALANCES, GOVERNMENTAL FUNDS
LAST NINE FISCAL YEARS
(MODIFIED ACCRUAL BASIS OF ACCOUNTING)

	Fiscal Year								
	2003	2004	2005	2006	2007	2008	2009	2010	2011
General Fund									
Reserved	$ 2,646,710	$ 1,552,890	$ 547,791	$ 100,975	$ 100,975	$ 100,975	$ 60,975	$ 60,975	$ 120,175
Unreserved	2,219,482	2,920,690	3,996,494	5,391,587	6,407,631	6,147,170	5,486,609	5,803,554	#REF!
Total General Fund	$ 4,866,192	$ 4,473,580	$ 4,544,285	$ 5,492,562	$ 6,508,606	$ 6,248,145	$ 5,547,584	$ 5,864,529	#REF!
All Other Governmental Funds									
Unreserved, reported in:									
Special revenue funds	$ 22,792	$ (22,275)	$ 1,050,959	$ 1,460,920	$ 1,447,323	$ 1,483,394	$ 919,779	$ 142,836	#REF!
Capital funds	706,945	974,884	7,634	388	388	388	388	388	#REF!
Total all other governmental funds	$ 729,737	$ 952,609	$ 1,058,593	$ 1,461,308	$ 1,447,711	$ 1,483,782	$ 920,167	$ 143,224	#REF!

Additional years will be added as information is available.

TOWN OF FRONT ROYAL, VIRGINIA
CHANGES IN FUND BALANCES, GOVERNMENTAL FUNDS
LAST NINE FISCAL YEARS
(MODIFIED ACCRUAL BASIS OF ACCOUNTING)

	Fiscal Year								
	2003	2004	2005	2006	2007	2008	2009	2010	2011
REVENUES:									
Taxes:									
Property	$ 975,882	$ 1,301,901	$ 1,261,184	$ 1,349,228	$ 1,356,387	$ 1,291,255	$ 1,298,909	$ 1,896,461	$ 1,463,695
Sales	448,086	507,804	570,926	586,133	613,495	683,974	690,993	684,300	707,328
Business and occupational	539,916	611,617	624,511	740,268	721,486	708,018	620,567	613,273	633,938
Franchise	179,371	309,497	211,544	213,601	206,989	150,318	1,500	24,167	119,434
Consumer	182,303	178,879	178,423	191,554	240,682	228,828	181,779	190,188	242,677
Vehicle licenses	226,033	230,743	236,441	246,458	239,854	226,689	223,417	174,686	296,784
Bank stock	143,828	143,065	166,904	197,212	159,285	160,640	152,245	239,686	259,987
Meals and lodging	1,238,298	1,378,666	1,433,420	1,578,910	1,633,723	1,622,217	1,472,392	1,330,656	1,450,203
Permits, fees, and licenses	73,943	80,864	93,957	77,858	101,763	103,277	92,660	93,419	18,182
Fines and forfeitures	106,882	203,904	219,713	307,275	356,631	246,650	252,484	238,363	249,598
Revenues from use of money and property	77,910	73,089	101,589	209,469	284,273	283,610	119,307	109,480	56,357
Charges for services	101,107	111,143	101,343	84,363	100,909	73,114	45,165	20,237	16,257
Miscellaneous	7,397	16,055	74,017	118,667	68,567	49,581	68,954	213,943	143,118
Recovered costs	145,000	104,433	15,569	98,806	5,213	36,550	43,474	34,043	26,811
Payment in lieu of taxes	62,582	66,970	84,251	80,200	90,215	229,098	1,046,893	307,158	337,469
Intergovernmental	1,984,347	2,058,357	2,135,590	1,847,929	2,384,644	2,343,470	2,550,174	2,775,345	2,617,660
Total Revenues	6,492,885	7,376,987	7,509,382	7,927,931	8,564,116	8,437,289	8,860,913	8,945,405	8,639,498
EXPENDITURES:									
General government									
Legislative	165,682	188,630	205,523	135,379	156,788	175,717	173,189	166,884	175,142
Executive	1,010,533	931,212	1,165,197	1,188,427	1,243,995	1,401,822	1,605,219	1,588,909	1,556,528
Legal	187,413	215,643	246,472	215,991	248,934	257,621	416,400	517,295	347,940
Finance	664,008	779,038	670,026	673,576	748,380	801,115	828,300	790,675	803,686
Public Safety									
Police	2,553,496	2,807,340	2,937,684	2,926,282	3,153,821	3,439,362	3,467,748	3,560,512	3,546,263
Fire protection	191,125	78,900	100,005	88,073	105,403	18,139	-	-	-
Planning, zoning, and community development	601,409	471,241	894,911	434,876	514,404	640,684	953,740	1,193,007	536,085
Engineering and public works	2,154,147	2,688,013	2,285,996	2,312,554	2,493,932	3,033,398	3,776,368	2,878,813	2,712,420
Parks and recreation	88,131	41,000	41,000	47,596	56,594	61,208	68,924	82,000	95,000
Nondepartmental	291,714	385,770	621,043	584,781	532,993	513,067	520,070	518,999	479,931
Debt Service									
Principal	325,927	18,196	144,742	75,410	70,483	73,774	77,219	80,826	84,600
Interest	41,299	3,788	69,567	28,180	26,549	23,257	19,812	16,205	12,431
Capital outlay	1,025,638	24,201	77,927	7,246	-	4,415	-	-	-
Total Expenditures	9,300,522	8,632,972	9,460,093	8,718,371	9,352,276	10,443,579	11,906,989	11,394,125	10,350,026
DEFICIENCY OF REVENUES UNDER EXPENDITURES	(2,807,637)	(1,255,985)	(1,950,711)	(790,440)	(788,160)	(2,006,290)	(3,046,076)	(2,448,720)	(1,710,528)
OTHER FINANCING SOURCES (USES):									
Transfers in	2,348,562	2,058,450	2,348,709	2,245,022	1,740,649	1,878,931	1,878,931	2,085,753	2,085,303
Transfers (out)	(390,702)	(37,400)	(221,309)	(103,590)	(97,032)	(97,031)	(97,031)	(97,031)	(97,031)
Special revenue	-	8,454	-	-	-	-	-	-	-
Interfund borrowing proceeds	1,250,000	-	-	-	-	-	-	-	-
Sale of capital assets	100,711	46,162	-	-	-	-	-	-	-
Other sources	-	-	-	-	146,990	-	-	-	-
Total Other Financing Sources (Uses)	3,308,571	2,075,666	2,127,400	2,141,432	1,790,607	1,781,900	1,781,900	1,988,722	1,988,272
NET CHANGE IN FUND BALANCES	$ 500,934	$ 819,681	$ 176,689	$ 1,350,992	$ 1,002,447	$ (224,390)	$ (1,264,176)	$ (459,998)	$ 277,744
Debt service as a percentage of noncapital expenditures	4.44%	0.26%	2.28%	1.19%	1.04%	0.93%	0.81%	0.85%	0.94%

Additional years will be added as information is available.

TOWN OF FRONT ROYAL, VIRGINIA
ASSESSED VALUE AND ESTIMATED ACTUAL VALUE OF TAXABLE PROPERTY
LAST TEN FISCAL YEARS

	Real Property		Personal Property				Tax Rates	
Fiscal Year	Commercial Residential Property	Public Service	Motor Vehicles	Business Equipment	Other	Total Taxable Assesed Value	Real Estate	Personal Property
2002	565,683,000	11,410,301	94,871,059	-	752,870	672,717,230	0.13	0.60
2003	577,812,000	14,615,483	98,358,434	-	810,500	691,596,417	0.13	0.60
2004	697,130,500	16,664,771	106,727,512	-	988,960	821,511,743	0.13	0.60
2005	713,445,100	16,664,771	109,271,685	-	1,024,770	840,406,326	0.13	0.60
2006	719,331,408	15,918,461	103,400,500	-	1,082,710	839,733,079	0.13	0.60
2007	768,759,200	15,358,932	103,206,048	-	965,665	888,289,845	0.13	0.60
2008	1,409,727,643	14,984,060	106,118,951	19,346,220	2,170,520	1,552,347,394	0.07	0.60
2009	1,429,456,286	14,984,060	103,750,195	16,769,150	2,082,305	1,567,041,996	0.07	0.60
2010	1,418,723,500	15,826,250	77,266,939	17,878,066	1,850,545	1,531,545,300	0.07	0.60
2011	1,104,745,864	15,826,250	79,013,475	17,575,885	1,575,270	1,218,736,744	0.11	0.64

Source: Warren County Property Assessor's Office

TABLE VII

TOWN OF FRONT ROYAL, VIRGINIA
DIRECT AND OVERLAPPING PROPERTY TAX RATES (PER $100 OF ASSESSED VALUE)
LAST TEN FISCAL YEARS

	Town Direct Rates					Overlapping Rates					
Fiscal Year	Real Estate	Personal Property	Machinery and Tools	Mobile Homes	Total Direct	Real Estate	Personal Property	Machinery Tools	Mobile Homes	Total Overlapping Rate	Total Direct and Overlapping Rates
2002	0.13	0.60	0.60	0.13	1.46	0.86	3.15	2.25	0.86	7.12	8.58
2003	0.13	0.60	0.60	0.13	1.46	0.86	3.15	2.25	0.86	7.12	8.58
2004	0.13	0.60	0.60	0.13	1.46	0.79	3.15	2.25	0.79	6.98	8.44
2005	0.13	0.60	0.60	0.13	1.46	0.79	3.15	2.25	0.79	6.98	8.44
2006	0.13	0.60	0.60	0.13	1.46	0.82	3.15	2.25	0.82	7.04	8.50
2007	0.13	0.60	0.60	0.13	1.46	0.82	3.15	1.30	0.82	6.09	7.55
2008	0.07	0.60	0.60	0.07	1.34	0.68	3.25	2.00	0.68	6.61	7.95
2009	0.07	0.60	0.60	0.07	1.34	0.46	4.00	1.30	0.46	6.22	7.56
2010	0.07	0.60	0.60	0.07	1.34	0.46	4.00	1.30	0.46	6.22	7.56
2011	0.11	0.64	0.64	0.11	1.50	0.59	4.00	1.30	0.59	6.48	7.98

Source: Town of Front Royal and Warren County

TABLE VIII

TOWN OF FRONT ROYAL, VIRGINIA
PRINCIPAL PROPERTY TAX PAYERS
CURRENT YEAR AND 2002

2011			2002		
Taxpayer	Taxable Assessed Value	Percentage of Total Town Taxable Assessed Value	Taxpayer	Taxable Assessed Value	Percentage of Total Town Taxable Assessed Value
Boisseau Family	$ 20,391,600	1.42%	P W & Bosseau Rudacille, L.P.	$ 8,026,700	1.40%
Gateway Plaza Shopping Center	8,389,500	0.58%	Gateway Plaza Shopping Center	5,318,600	0.93%
Shenandoah Square LP	8,124,600	0.57%	Home Life, Inc	4,736,100	0.82%
Williams Land Co Inc.	7,759,600	0.54%	Shenandoah Properties	4,286,500	0.75%
Ramsey Inc.	7,159,200	0.50%	James E. Corr	3,040,100	0.53%
HLI Endowment	6,754,400	0.47%	Cogil Corporation	2,767,392	0.48%
Corr Family	5,796,800	0.40%	Southerlands	2,687,800	0.47%
Royal Arms Associates	4,256,100	0.30%	Front Royal Associates	2,628,100	0.46%
Cogil Corporation	3,737,400	0.26%	Royal Hills Limited	2,520,777	0.44%
Puja Properties	2,715,000	0.19%	CCC Quality Inn	2,292,600	0.40%
Total	$ 75,084,200	5.23%		$ 38,304,669	6.68%

Source: Warren County Property Assessor's Office

TOWN OF FRONT ROYAL, VIRGINIA
PROPERTY TAX LEVIES AND COLLECTIONS
LAST TEN FISCAL YEARS

Fiscal Year	Total Tax Levy	Current Tax Collections	Percent of Levy Collected	Delinquent Tax Collections	Total Tax Collections	Total Collection as Percent of Current Levy
2002	1,265,639	1,175,097	92.85%	115,463	1,290,560	101.97%
2003	1,298,124	1,064,604	82.01%	87,878	1,152,482	88.78%
2004	1,537,321	1,514,244	98.50%	74,239	1,588,483	103.33%
2005	1,523,668	1,493,940	98.05%	40,065	1,534,005	100.68%
2006	1,597,087	1,599,025	100.12%	55,002	1,654,027	103.57%
2007	1,643,960	1,537,604	93.53%	76,919	1,614,523	98.21%
2008	1,631,275	1,531,421	93.88%	35,452	1,566,873	96.05%
2009	1,598,477	1,539,151	96.29%	17,598	1,556,749	97.39%
2010	3,131,608	2,332,404	74.48%	106,109	2,438,513	77.87%
2011	1,802,507	1,563,345	86.73%	161,614	1,724,959	95.70%

Note: Penalties and interest are not included in any of the values.

Total tax levy and current tax collection includes revenue from the Commonwealth of Virginia for personal property taxes.

2010 includes two years of tax levies and collections due to the adoption of a new tax levy process. The 2009 tax levy

TOWN OF FRONT ROYAL, VIRGINIA
RATIO OF OUTSTANDING DEBT BY TYPE
LAST TEN FISCAL YEARS

	Governmental Activities	Business Type Activities					
Fiscal Year	General Obligation Bonds	General Obligation Bonds	Total Primary Government	Personal Income (in $000's)	Percentage of Personal Income	Population	Per Capita
2002	882,771	6,901,864	7,784,635	364,469	2.14%	13,560	574
2003	806,844	6,170,392	6,977,236	DNA	DNA	13,584	514
2004	788,648	5,417,988	6,206,636	472,533	1.31%	13,584	457
2005	643,906	4,656,618	5,300,524	472,707	1.12%	14,184	374
2006	568,496	14,196,756	14,765,252	DNA	DNA	13,720	1,076
2007	498,013	13,643,291	14,141,304	DNA	DNA	14,377	984
2008	424,239	12,756,102	13,180,341	461,432	2.86%	14,475	911
2009	347,020	11,850,070	12,197,090	483,029	2.53%	14,616	835
2010	266,194	13,665,076	13,931,270	466,320	2.99%	14,573	956
2011	181,594	12,725,987	12,907,581	861,057	1.50%	14,440	894

DNA - Data Not Available

TOWN OF FRONT ROYAL, VIRGINIA
RATIOS OF GENERAL BONDED DEBT OUTSTANDING
LAST TEN FISCAL YEARS

Fiscal Year	General Obligation Bonds	Debt Payable from Enterprise Revenues	Net Bonded Debt	Assessed Value in $000's	Percentage of Actual Taxable Value of Property	Population	Per Capita
2002	7,784,635	6,901,864	882,771	672,717	0.13%	13,560	65.10
2003	6,977,236	6,170,392	806,844	691,596	0.12%	13,584	59.40
2004	6,206,636	5,417,988	788,648	821,512	0.10%	13,584	58.06
2005	5,300,524	4,656,618	643,906	840,406	0.08%	13,589	47.38
2006	14,765,252	14,196,756	568,496	839,733	0.07%	13,720	41.44
2007	14,141,304	13,643,291	498,013	888,290	0.06%	14,377	34.64
2008	13,180,341	12,756,102	424,239	1,552,347	0.03%	14,475	29.31
2009	12,197,090	11,850,070	347,020	1,567,042	0.02%	14,616	23.74
2010	13,931,270	13,665,076	266,194	1,531,545	0.02%	14,573	18.27
2011	12,907,581	12,725,987	181,594	1,218,737	0.01%	14,440	12.58

TABLE XII

TOWN OF FRONT ROYAL, VIRGINIA
DIRECT AND OVERLAPPING GOVERNMENTAL ACTIVITIES DEBT
AS OF JUNE 30, 2011

Governmental Unit	Debt Outstanding	Estimated Percentage Applicable	Estimated Share of Overlapping Debt
Debt repaid with property taxes			
Warren County	3,531,400		
Warren County School Board	5,988,329		
Subtotal, overlapping debt	9,519,729	49%	4,664,667
Town of Front Royal (direct debt)	12,907,581	100%	12,907,581
Total direct and overlapping debt			17,572,248

Note: Overlapping governments are those that coincide, at least in part, which the geographic boundaries of the town. This schedule estimates the portion of the outsanding debt of those overlapping governments that is borne by the residents and businesses of the Town of Front Royal. This process recognizes that, when considering the town's ability to issue and repay long-term debt, the entire debt burden borne by the residents and businesses should be taken into account. However, this does not imply that every taxpayer is resident, and therefore responsible for repaying the debt, of each overlapping government.

TOWN OF FRONT ROYAL, VIRGINIA
LEGAL DEBT MARGIN INFORMATION
LAST TEN FISCAL YEARS

	Fiscal Year									
	2002	2003	2004	2005	2006	2007	2008	2009	2010	2011
Debt limit	58,590,810	71,147,598	56,191,727	76,458,758	78,458,758	143,323,827	145,212,163	145,266,886	145,073,555	114,501,165
Net debt applicable to limit	7,784,635	6,977,236	6,206,636	5,300,524	14,765,254	14,141,304	13,180,341	12,197,090	13,931,270	12,907,581
Legal debt margin	50,806,175	64,170,362	49,985,091	71,158,234	63,693,504	129,182,523	132,031,822	133,069,796	131,142,285	101,593,584
Net debt applicable to the limit as a percent of debt limit	13%	10%	11%	7%	19%	10%	9%	8%	10%	11%

TOWN OF FRONT ROYAL, VIRGINIA
PLEDGED-REVENUE COVERAGE
LAST TEN FISCAL YEARS

Fiscal Year	Gross Revenue[1]	Operating Expenses[2]	Net Revenue Available	Debt Service Requirements			
				Principal	Interest	Total	Coverage
2002	14,556,457	9,487,331	5,069,126	837,440	369,078	1,206,518	4.20
2003	14,963,845	9,434,131	5,529,714	919,792	261,538	1,181,330	4.68
2004	16,625,271	12,054,058	4,571,213	752,404	228,919	981,323	4.66
2005	17,829,755	13,119,294	4,710,461	761,370	202,048	963,418	4.89
2006	19,022,058	12,918,187	6,103,871	774,862	151,698	926,560	6.59
2007	24,694,321	19,960,695	4,733,626	553,465	553,525	1,106,990	4.28
2008	23,107,557	16,528,362	6,579,195	887,189	578,849	1,466,038	4.49
2009	22,220,514	17,417,903	4,802,611	906,030	531,927	1,437,957	3.34
2010	22,150,992	18,008,335	4,142,657	919,994	506,962	1,426,956	2.90
2011	24,304,483	20,868,331	3,436,152	955,679	593,798	1,549,477	2.22

[1]Gross revenue includes operating revenues and investment earnings

[2]Total operating expenses exclusive of depreciation

TOWN OF FRONT ROYAL, VIRGINIA
DEMOGRAPHIC AND ECONOMIC STATISTICS
LAST TEN YEARS

Year	Estimated Population	Personal Income (thousands of dollars)	Per Capita Personal Income	Median Age	Education Level in Years of Formal Schooling	School Enrollment	Unemployment Rate
2002	13,650	364,469	26,701	*	*	5,153	3.4%
2003	13,584	DNA	DNA	*	*	5,112	3.4%
2004	13,584	380,352	28,000	*	*	5,176	3.4%
2005	13,589	433,177	31,877	*	*	5,376	3.1%
2006	13,720	437,352	31,877	*	*	5,173	2.5%
2007	14,377	458,296	31,877	*	*	5,257	3.0%
2008	14,475	461,420	31,877	*	*	5,252	3.4%
2009	14,616	483,029	33,048	*	*	5,240	7.0%
2010	14,573	466,320	31,999	*	*	5,720	6.7%
2011	14,440	547,521	37,917	38	*	5,317	6.7%

*Median age and education level only available in census years

Source: Town of Front Royal, Warren County School Board, and Warren County Economic Development Authority

DNA: Data Not Available

TOWN OF FRONT ROYAL, VIRGINIA
PRINCIPAL EMPLOYERS
CURRENT YEAR AND 2002

2011			2002		
Employer	Employees	% of Total	Employer	Employees	% of Total
Warren County School Board	796	10%	Warren County School Board	650	DNA
Warren County Hospital	503	7%	Family Dollar Stores Distribution Center	500	DNA
Family Dollar Stores Distribution Center	400	5%	E. I. Dupont De Nemours & Company	350	DNA
E.I. Dupont De Nernours & Company	400	5%	Valley Health System	325	DNA
Warren County	326	4%	Ferguson Enterprises, Inc.	190	DNA
Sysco Baugh Northeast Cooperative, Inc.	317	4%	Town of Front Royal, Virginia	175	DNA
Wal-Mart	313	4%	United Parcel Service	150	DNA
Ferguson Enterprises, Inc.	234	3%	Randolph Macon Academy	150	DNA
Interbake Foods, LLC	222	3%	KMart Corporation	150	DNA
United Parcel Service	171	2%	Toray Plastics	140	DNA
			County of Warren	110	DNA

Source: Estimates from Warren County Economic Development Authority

DNA - Data Not Available

TABLE XVII

TOWN OF FRONT ROYAL, VIRGINIA
FULL-TIME EQUIVALENT TOWN GOVERNMENT
EMPLOYEES BY FUNCTION/PROGRAM
LAST NINE FISCAL YEARS

	Fiscal Year								
Function/Program	2003	2004	2005	2006	2007	2008	2009	2010	2011
General Government	26	29	27	29	29	41	40	38	38
Fire Protection	3	1	1	1	1	0	0	0	0
Police Protection	43	45	45	45	45	47	47	47	47
Highway - Streets	21	20	20	19	22	17	17	17	17
Sanitation	13	13	14	13	14	15	13	13	13
Water	12	13	13	13	12	13	14	15	15
Sewer	17	17	16	18	17	15	15	14	14
Electrical	15	15	14	12	14	11	12	13	13
Culture and Recreation	1	1	1	1	1	0	0	0	0
	151	154	151	151	155	159	158	157	157

Additional years will be added as information is available.

TOWN OF FRONT ROYAL, VIRGINIA
OPERATING INDICATORS BY FUNCTION/PROGRAM
LAST NINE FISCAL YEARS

	Fiscal Year								
Function/Program	2003	2004	2005	2006	2007	2008	2009	2010	2011
Public Safety									
Police									
Physical arrests				1,398	1,443	1,436	1,108	1,943	1,361
Parking violations				1,074	1,063	678	752	841	462
Traffic violations				3,739	3,844	3,560	4,379	3,770	3,423
Wastewater									
New service connections					320	48	33	14	17
Average daily treatment in gallons	2,100,000	3,490,755	3,523,000	3,523,000	3,069,310	2,988,613	3,399,715	3,764,984	3,598,000
Water System									
New connections					320	52	32	13	16
Average daily consumption	1,750,000	1,678,000	1,708,000	1,708,000	1,708,000	1,976,953	2,143,041	2,182,274	2,065,043
Electric Distribution									
New Connections					320	25	16	4	12
Average daily KWH consumption			472,041	492,688	493,095	576,589	545,482	552,178	538,679
Sanitation									
Refuse collected (tons/day)	40	40	40	40	40	22	15	14	20
Recyclables collected (tons/day)	0.25	0.25	0.25	0.25	0.25	2.00	2.00	1.20	2.45
Highway and Streets									
Repair services				55	60	65	55	28	210
Street resurfacing (miles)				15.00	27.00	35.00	5.00	11.75	1.44

Additional years will be added as information is available.

TABLE XIX

TOWN OF FRONT ROYAL, VIRGINIA
CAPITAL ASSET STATISTICS BY FUNCTION
LAST NINE FISCAL YEARS

	Fiscal Year								
Function/Program	2003	2004	2005	2006	2007	2008	2009	2010	2011
Public Safety									
Police									
Stations	1	1	2	2	2	2	2	2	2
Patrol Units	6	6	9	12	12	12	12	12	12
Fire Stations	1	1	1	1	1	1	1	1	1
Highways and Streets									
Streets (miles)	143	143	143	143	143	133	133	133	133
Streetlights	1,430	1,430	1,430	1,430	1,430	1,430	1,450	1,450	1,450
Traffic signals	14	14	14	15	15	15	14	14	14
Culture and Recreation									
Community centers	1	1	1	1	1	1	1	1	1
Parks	13	13	13	13	13	13	13	13	13
Park acreage	165	165	165	165	165	165	165	165	165
Swimming pools	1	1	1	1	1	1	1	1	1
Tennis courts	9	9	9	9	9	9	9	9	9
Sewer System									
Sanitary sewers (miles)	117	117	117	196	196	198	198	198	198
Storm sewers (miles)	27	27	27	90	90	92	92	92	92
Treatment plants	1	1	1	1	1	1	1	1	1
Max daily capacity				4,000,000	4,000,000	4,000,000	4,000,000	4,000,000	4,000,000
Water System									
Facilities	1	1	1	1	1	1	1	1	1
Fire Hydrants	555	555	555	560	560	582	618	618	668
Max daily capacity				3,000,000	3,000,000	3,000,000	6,000,000	6,000,000	6,000,000
Electric System									
Service lines (miles)	140	140	140	140	140	140	140	140	141
Distribution stations	3	3	3	3	3	3	4	4	4
Sanitation									
Collection Trucks	5	5	5	5	5	5	5	5	5

Additional years will be added as information is available.

COMPLIANCE SECTION

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REPORT ON INTERNAL CONTROL OVER FINANCIAL REPORTING AND ON COMPLIANCE AND OTHER MATTERS BASED ON AN AUDIT OF FINANCIAL STATEMENTS PERFORMED IN ACCORDANCE WITH *GOVERNMENTAL AUDITING STANDARDS* AND *SPECIFICATIONS FOR AUDITS OF COUNTIES, CITIES AND TOWNS*

To The Honorable Mayor and Members of Town Council
Town of Front Royal, Virginia

We have audited the financial statements of the governmental activities, the business-type activities, each major fund, and the aggregate remaining fund information of the Town of Front Royal, Virginia, as of and for the year ended June 30, 2011, which collectively comprise the Town of Front Royal, Virginia's basic financial statements and have issued our report thereon dated November 30, 2011. We conducted our audit in accordance with auditing standards generally accepted in the United States of America, the standards applicable to financial audits contained in *Government Auditing Standards*, issued by the Comptroller General of the United States and *Specifications for Audits of Counties, Cities and Towns* issued by the Auditor of Public Accounts of the Commonwealth of Virginia.

Internal Control Over Financial Reporting

In planning and performing our audit, we considered Town of Front Royal, Virginia's internal control over financial reporting as a basis for designing our auditing procedures for the purpose of expressing our opinion on the financial statements, but not for the purpose of expressing an opinion on the effectiveness of The Town's internal control over financial reporting. Accordingly, we do not express an opinion on the effectiveness of the Town's internal control over financial reporting.

A *deficiency in internal control* exists when the design or operation of a control does not allow management or employees, in the normal course of performing their assigned functions, to prevent, or detect and correct misstatements on a timely basis. A *material weakness* is a deficiency, or a combination of deficiencies, in internal control such that there is a reasonable possibility that a material misstatement of the entity's financial statements will not be prevented, or detected and corrected on a timely basis.

Our consideration of internal control over financial reporting was for the limited purpose described in the first paragraph of this section and was not designed to identify all deficiencies in internal control over financial reporting that might be deficiencies, significant deficiencies, or material weaknesses. We did not identify any deficiencies in internal control over financial reporting that we consider to be material weaknesses, as defined above.

Compliance and Other Matters

As part of obtaining reasonable assurance about whether the Town of Front Royal, Virginia's financial statements are free of material misstatement, we performed tests of its compliance with certain provisions of laws, regulations, contracts, and grants agreements, noncompliance with which could have a direct and material effect on the determination of financial statement amounts. However, providing an opinion on compliance with those provisions was not an objective of our audit, and accordingly, we do not express such an opinion. The results of our tests disclosed no instances of noncompliance that are required to be reported under *Government Auditing Standards* and *Specifications for Audits of Counties, Cities and Towns*.

This report is intended solely for the information and use of Town Council, management, others within the Town of Front Royal, Virginia and appropriate state regulatory agencies. However, this report is a matter of public record and its distribution is not limited.

Mitchell & Co., P.C.

November 30, 2011
Leesburg, Virginia

MEMBERS AMERICAN INSTITUTE AND VIRGINIA SOCIETY OF CERTIFIED PUBLIC ACCOUNTANTS