

MOSSES ADAMS



PEOPLE'S UTILITY DISTRICT
INDEPENDENT AUDITOR'S REPORT
AND FINANCIAL STATEMENTS

DECEMBER 31, 2008 AND 2007

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**CLATSKANIE PEOPLE'S UTILITY DISTRICT
PRINCIPAL OFFICIALS
DECEMBER 31, 2008**

<u><i>Name</i></u>	<u><i>Address</i></u>	<u><i>Title</i></u>
Merle Gillespie	PO Box 1270 Clatskanie, Oregon	President
Don Hooper	75960 Delena Road Clatskanie, Oregon	Vice-President
Steve D. Petersen	PO Box 459 Rainier, Oregon	Secretary
Bob Wiggins	47100 River Ranch Lane Clatskanie, Oregon	Treasurer
Janet Willey	19771 Lumijarvi Rd. Clatskanie, Oregon	Director
Gregory Booth	23971 Blunk Drive Clatskanie, OR	General Manager and Registered Agent

Registered Office

Clatskanie People's Utility District	P.O. Box 216 Clatskanie, Oregon 97016
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INDEPENDENT AUDITOR'S REPORT

Board of Directors
Clatskanie People's Utility District

We have audited the accompanying statements of net assets of Clatskanie People's Utility District as of December 31, 2008 and 2007 and the related statements of revenues, expenses and changes in net assets and cash flows for the years then ended. These financial statements are the responsibility of the District's management. Our responsibility is to express an opinion on these financial statements based on our audits.


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

In our opinion, the financial statements referred to above present fairly, in all material respects, the financial position of Clatskanie People's Utility District as of December 31, 2008 and 2007 and the results of its operations and its cash flows for the years then ended in conformity with accounting principles generally accepted in the United States of America.

The Management's Discussion and Analysis preceding the financial statements is not a required part of the basic financial statements but is supplementary information required by the Governmental Accounting Standards Board (GASB). We have applied certain limited procedures, which consisted principally of inquiries of management regarding the methods of measurement and presentation of the required supplementary information. However, we did not audit the information and express no opinion on it.

Moss Adams LLP

Portland, Oregon
May 28, 2009


A Partner of Moss Adams LLP
Certified Public Accountants

**CLATSKANIE PEOPLE'S UTILITY DISTRICT
MANAGEMENT'S DISCUSSION AND ANALYSIS
DECEMBER 31, 2008**

This discussion and analysis is designed to provide an overview of the financial activities of the Clatskanie People's Utility District (the District) for the year ended December 31, 2008. This supplementary information should be read in conjunction with the District's audited financial statements.

The District is a political subdivision of the State of Oregon and is overseen by a five member Board of Directors (the Board). District customers elect the Board, who represent the five subdivisions in the District's territory. The Board appoints a General Manager to be the Chief Executive Officer for the District. The District was formed by a majority vote of the people in 1940 in order to obtain the benefits of reliable low cost power for this area.

Financial Policies and Controls

The District's financial management system consists of financial policies, financial management strategies, and the internal control structure including the annual budgets and external audit of its financial statements. The Board has the exclusive right and responsibility to determine rates and charges for services provided. The Board has established standards for financial performance and rate competitiveness that place its financial performance above the average of publicly owned electric utilities. This objective is reflected in evaluations of creditworthiness performed by the major rating agencies. The current District rating is:

Moodys's Investor Service Aaa

Power Supply Risk Management Policies

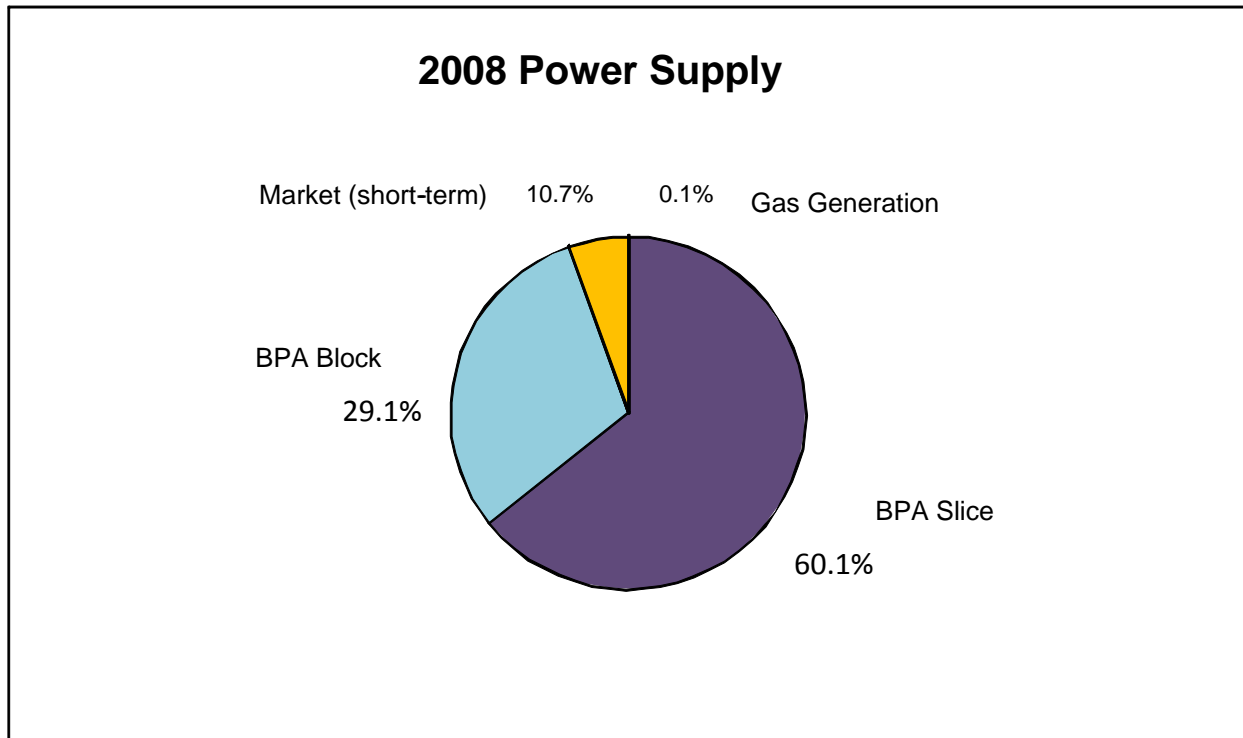
The District must comply with State of Oregon Statutes that authorize and control its activities and scope of its purchases and investments. Accordingly, the District's activities in the power markets are associated with the provisions of electricity to meet anticipated sales of the District and forecasts of generation output. Exposure to wholesale market risks are managed by limiting the term of forward contracts with the Power Manager empowered to trade up to one month forward, with trades longer than one month forward requiring concurrence by the General Manager with Board approval necessary for long term trades. This policy is meant to guard against the District being required to deliver power which it cannot produce.

Distribution System

The District's distribution system serves 275-square miles in Clatsop and Columbia County, Oregon, including the cities of Clatskanie and Rainier and adjacent rural areas. Power supply requirements are met primarily from hydroelectric sources purchased from Bonneville Power Administration (BPA), gas turbine steam generator and wholesale power trading. Heating load and general economic conditions are the primary influences on residential and commercial sales, while industrial sales are influenced by economic conditions and industry management controls. Distribution system rates are influenced to a large degree by the availability of water for generation that is in excess of historically minimum regional conditions.

Power Supply

During 2008 the District purchased 89.2% of its power from BPA, 60.1% provided under a variable “Slice of the System” product and 29.1% under a fixed power Block product. The District purchased 10.7% from the short-term wholesale market and generated .1% using its gas turbine. Under the Slice product the District has the right to .9755% of the output of the Federal Columbia River Power System (FCRPS). At historically minimum water conditions this portion of the output, together with local generation is sufficient to serve retail load within the District. The price of power acquired through the Slice product is set at .9755% of the cost incurred by BPA for operation of the FCRPS. To the extent water conditions are above historical minimum flows, the cost per megawatt-hour of Slice power decreases. The chart below depicts 2008 power supplies.

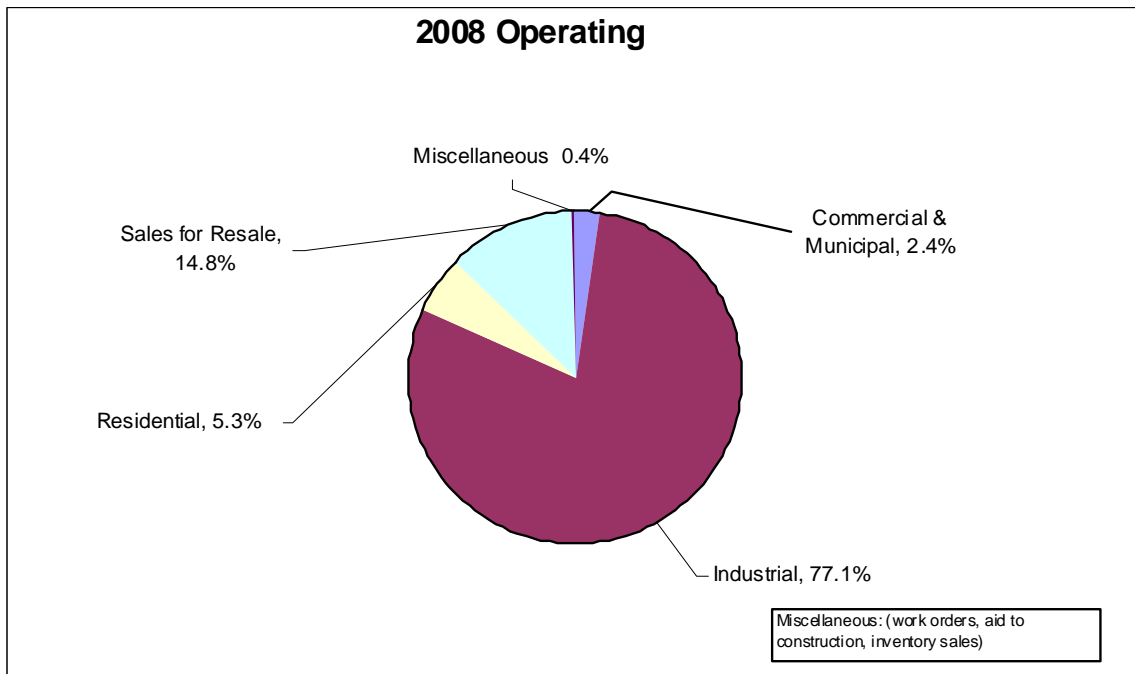


In its budgeting and planning, the District assumes various water conditions based on short and long term hydrological forecasts and revenue forecasts for wholesale sales of secondary power that is surplus to its retail needs. Surplus sales revenues are supported largely by retail sales to industrial customers located outside the District and to a lesser degree by wholesale markets.

**CLATSKANIE PEOPLE'S UTILITY DISTRICT
MANAGEMENT'S DISCUSSION AND ANALYSIS
DECEMBER 31, 2008**

Financial Summary and Analysis

During 2008 the gross operating revenues decreased by approximately \$857,000 (or 1.9%). The District's retail revenues (consisting of industrial, residential, commercial and municipal accounts) increased by approximately \$4.0 million (9.9%). The primary factors in the increase in retail revenues were weather related for residential and commercial, and economic for industrial. Sales for resale decreased by approximately \$4.3 million primarily due to a net increase of deferred revenue to the Rate Stabilization Fund of \$4.4 million and an increase of approximately \$100,000 of actual wholesale sales. The chart below indicates 2008 operating revenues.



During 2007, the gross operating revenues decreased by approximately \$2.1 million (or 4.4%). The District's retail revenues (consisting of industrial, residential, commercial and municipal accounts) decreased by approximately \$700,000 (1.7%). The primary factors in the decrease in retail revenues were weather related for residential and commercial and economic for industrial. Wholesale revenue decreased approximately \$2.46 million primarily due to an increase of deferred revenue in the Rate Stabilization Fund of \$3 million. The sales for resale increased by approximately \$543,000.

**CLATSKANIE PEOPLE'S UTILITY DISTRICT
MANAGEMENT'S DISCUSSION AND ANALYSIS
DECEMBER 31, 2008**

Selected Financial Data (thousands of dollars)			
	<u>2008</u>	<u>2007</u>	<u>2006</u>
Operating Revenues	\$44,657	\$45,515	\$47,611
Operating Expenses	43,570	43,585	46,502
Operating Income	1,087	1,930	1,110
Operating Income before Depreciation and Amortization	2,643	3,398	2,540
Depreciation and Amortization	1,556	1,468	1,430
Change in Net Assets	1,404	3,184	520
Total Assets	56,467	48,185	25,092
Total Liabilities	33,426	26,548	6,639
Total Net Assets:			
Invested in Capital Assets, net of related debt	18,581	18,512	17,573
Restricted	(9,232)	(2,139)	919
Unrestricted	13,692	5,264	(39)

Capital Assets and Long-Term Debt Activities

Total utility plant in service as of December 31, 2008, 2007 and 2006 consisted of the following:

In thousands of dollars			
	<u>2008</u>	<u>2007</u>	<u>2006</u>
Generation	\$6,745	\$6,745	\$6,745
Transmission and Distribution	32,529	18,102	16,974
General Plant	<u>5,614</u>	<u>4,108</u>	<u>3,846</u>
Total Plant in Service	<u>\$44,888</u>	<u>\$28,955</u>	<u>\$27,073</u>

As of year-end, the District had approximately \$45 million of plant-in-service. Additions to utility plant consisted primarily of additions to the distribution system of approximately \$10.95 million, additions to the transmission system of approximately \$3.5 million and various general plant equipment additions of over \$1.6 million. Utility plant net of accumulated depreciation was \$32.7 million. This represented an increase in net plant of approximately \$5.5 million over 2007. Capital construction was provided for through bond funds borrowed in 2007.

**CLATSKANIE PEOPLE'S UTILITY DISTRICT
MANAGEMENT'S DISCUSSION AND ANALYSIS
DECEMBER 31, 2008**

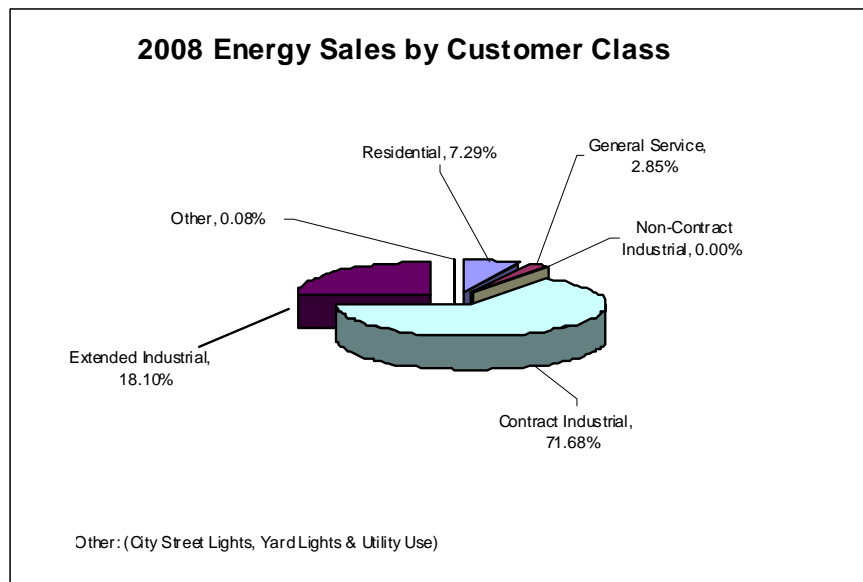
The District's long-term liabilities, at the beginning of 2007, consisted of a balance on a five-year note of \$.5 million. The five-year note was paid off in July 2007.

On October 9, 2007, the District issued \$19.5 million of Electric System Revenue Obligation Bonds. These bonds were issued to provide funds for the acquisition, construction and installation of electric power distribution transformers and switchgears at the District's Bradbury substation, the construction of an electric power transmission line and tap connecting the District's Bradbury substation and the District's Clatskanie substation, and the acquisition, construction and installation of electric power distribution facilities at the Cascade Grain LLC ethanol plant.

Construction of the 115Kv Transmission Line was completed on January 17, 2008. The Bradbury Substation construction was completed on January 22, 2008. On November 21, 2008, the District awarded IEC Engineering the professional services contract to provide engineering design services for the Clatskanie Substation. Detailed design of the Clatskanie Substation is near completion and construction of the substation is scheduled to begin in June 2009 with a projected completion date of November 2009.

Retail Sales

Retail sales totaled approximately 1,036,000 megawatt-hours in 2008. The majority of retail sales were provided to serve industrial loads. The chart below indicates energy sales by rate class.



Rates and Economic Outlook

During 2008, the District's retail electric rates did not change. Based on preliminary information, regarding increased cost of power obtained under long-term contract, the District expects to increase retail electric rates effective October 2009. At this time, the District anticipates mitigating this increase, in whole or in part, with a transfer of deferred income from the Rate Stabilization Fund.

Since 1998 the District's customers (excluding Contract & Extended Industrial customers) have received a direct benefit from the local cogeneration project hosted at Georgia Pacific, Wauna Paper Mill, owned by the District and Eugene Water and Electric Board (EWEB) as Western Generation Agency (WGA). Effective May 1, 2004, the Board suspended the cogeneration benefit due to lack of funds. Effective May 1, 2005 the Board reinstated the cogeneration benefit to \$2.00 per 1,000 kWh and another \$3.00 per 1,000 kWh effective October 1, 2005, totaling \$5.00 per 1,000 kWh. However, the 2.00 per 1,000 kWh benefit expired on April 30, 2006 and the \$3.00 per 1,000 kWh expired on April 30, 2007. In December of 2007 and again in June of 2008, the cogeneration project revenues allowed for 12-month rate credits of \$2.00 per 1,000 kWh each, for a current total of \$4.00 per 1,000 kWh level.

The cogeneration benefit is the net revenues from the WGA co-generation project, which generates electricity from steam that is used in the manufacturing of paper products. The District entered into the WGA partnership agreement with EWEB to finance, build and sell the electricity generated from a 27,000 kilowatt project. The power is sold to the Bonneville Power Administration (BPA). The net revenues, after operations and retirement of debt, from the sale of electricity are shared between the WGA partners. WGA pays Georgia-Pacific for steam production as well as basic operation and maintenance costs. The District's Board of Directors decides how the earnings are distributed to the customers. Starting October 1, 1998, a Co-Generation benefit was credited to all customers of Clatskanie PUD.

CLATSKANIE PEOPLE'S UTILITY DISTRICT
STATEMENTS OF NET ASSETS

ASSETS

	DECEMBER 31,	
	<u>2008</u>	<u>2007</u>
CURRENT ASSETS		
Cash and cash equivalents	\$ 14,698,555	\$ 6,312,368
Cash and cash equivalents - restricted	5,944,730	12,001,952
Accounts and other receivables, less allowance for doubtful accounts of approximately \$10,000 in 2008 and \$12,500 in 2007	3,905,070	3,819,252
Materials and supplies inventory	699,463	698,695
Prepaid expenses and other current assets	<u>401,634</u>	<u>265,668</u>
Total current assets	<u>25,649,452</u>	<u>23,097,935</u>
UTILITY PLANT		
Utility plant in service	44,888,006	28,955,309
Less accumulated depreciation	<u>13,568,031</u>	<u>12,365,711</u>
Net utility plant in service	31,319,975	16,589,598
Construction in progress	881,718	10,007,926
Electric plant acquisition adjustment, net of accumulated amortization of \$536,778 and \$467,779 at December 31, 2008 and 2007, respectively	<u>500,243</u>	<u>569,242</u>
Net utility plant	<u>32,701,936</u>	<u>27,166,766</u>
INVESTMENT AND DEFERRED COSTS		
Investment in Western Generation Agency	(2,326,414)	(2,552,788)
Unamortized bond costs	<u>442,001</u>	<u>472,866</u>
Total other assets	<u>(1,884,413)</u>	<u>(2,079,922)</u>
Total assets	<u>\$ 56,466,975</u>	<u>\$ 48,184,779</u>

**CLATSKANIE PEOPLE'S UTILITY DISTRICT
STATEMENTS OF NET ASSETS**

LIABILITIES AND NET ASSETS

	DECEMBER 31,	
	2008	2007
CURRENT LIABILITIES		
Accounts payable and accrued liabilities	\$ 3,634,945	\$ 3,630,833
Accrued interest payable	68,850	71,646
Current portion of long-term debt and bonds payable	645,000	610,000
Total current liabilities	4,348,795	4,312,479
NON-CURRENT LIABILITIES		
Bonds payable, net of current portion	18,388,351	19,046,122
Deferred credits	10,688,719	3,189,118
Total non-current liabilities	29,077,070	22,235,240
Total liabilities	33,425,865	26,547,719
NET ASSETS		
Invested in capital assets, net of related debt	18,581,389	18,511,533
Restricted	(9,232,408)	(2,138,741)
Unrestricted	13,692,129	5,264,268
Total net assets	23,041,110	21,637,060
Total liabilities and net assets	\$ 56,466,975	\$ 48,184,779

CLATSKANIE PEOPLE'S UTILITY DISTRICT
STATEMENTS OF REVENUES, EXPENSES AND CHANGES IN NET ASSETS

	YEAR ENDED DECEMBER 31,	
	2008	2007
OPERATING REVENUES		
Industrial	\$ 39,741,701	\$ 36,011,646
Sales for resale	312,798	4,601,452
Residential	3,219,489	3,061,359
Commercial and municipal	1,327,716	1,240,361
Conservation programs, net	(251,336)	658,033
Other	11,387	13,190
Billing allowance for Co-Generation funds	(304,530)	(146,559)
Total operating revenues	<u>44,057,225</u>	<u>45,439,482</u>
OPERATING EXPENSES		
Purchased power and transmission	36,760,985	37,037,572
Administrative and general	2,845,070	2,602,132
Depreciation and amortization	1,556,364	1,468,074
Distribution operations	671,782	811,957
Distribution maintenance	891,127	792,785
Customer accounting, collection and assistance	587,009	594,879
Property taxes	240,429	200,192
Generation	17,363	77,423
Transmission operations	269	-
Total operating expenses	<u>43,570,398</u>	<u>43,585,014</u>
INCOME FROM OPERATIONS	<u>486,827</u>	<u>1,854,468</u>
OTHER INCOME (EXPENSE)		
Interest income	463,730	289,268
Interest expense	(773,196)	(209,808)
Total other income (expense)	<u>(309,466)</u>	<u>79,460</u>
INCOME BEFORE INCOME FROM JOINT VENTURE	177,361	1,933,928
CAPITAL CONTRIBUTIONS	600,315	75,380
INCOME FROM WESTERN GENERATION AGENCY	<u>626,374</u>	<u>1,174,816</u>
NET INCREASE IN NET ASSETS	1,404,050	3,184,124
NET ASSETS, beginning of year	<u>21,637,060</u>	<u>18,452,936</u>
NET ASSETS, end of year	<u>\$ 23,041,110</u>	<u>\$ 21,637,060</u>

**CLATSKANIE PEOPLE'S UTILITY DISTRICT
STATEMENTS OF CASH FLOWS**

	YEAR ENDED DECEMBER 31,	
	2008	2007
CASH FLOWS FROM OPERATING ACTIVITIES		
Cash from customers	\$ 51,471,008	\$ 47,336,841
Cash paid to suppliers	(39,596,307)	(41,447,176)
Cash paid to employees	(2,309,152)	(2,052,451)
Property taxes paid	(240,429)	(200,192)
Net cash from operating activities	9,325,120	3,637,022
CASH FLOWS FROM CAPITAL RELATED ACTIVITIES		
Utility plant additions, net	(6,741,533)	(10,559,205)
Capital contributions	250,315	75,380
Change in materials and supplies inventory	(768)	(134,567)
Equity distributions from Western Generation Agency	400,000	200,000
Interest received	463,730	289,268
Net cash from capital related activities	(5,628,256)	(10,129,124)
CASH FLOWS FROM FINANCING ACTIVITIES		
Payments on long-term debt	(610,000)	(502,585)
Proceeds from bond issuance	-	19,659,315
Bond issuance costs paid	-	(480,582)
Interest paid	(757,899)	(133,639)
Net cash from financing activities	(1,367,899)	18,542,509
CHANGE IN CASH AND CASH EQUIVALENTS	2,328,965	12,050,407
CASH AND CASH EQUIVALENTS, beginning of year	18,314,320	6,263,913
CASH AND CASH EQUIVALENTS, end of year	\$ 20,643,285	\$ 18,314,320
RECONCILIATION TO THE STATEMENTS OF NET ASSETS		
Cash and cash equivalents	\$ 14,698,555	\$ 6,312,368
Cash and cash equivalents - restricted	5,944,730	12,001,952
Total cash and cash equivalents	\$ 20,643,285	\$ 18,314,320

CLATSKANIE PEOPLE'S UTILITY DISTRICT
STATEMENTS OF CASH FLOWS

Reconciliation of operating income to net cash from operating activities:

	<u>YEAR ENDED DECEMBER 31,</u>	
	<u>2008</u>	<u>2007</u>
Income from operations	\$ 486,827	\$ 1,854,468
Adjustments to reconcile income from operations to net cash from operating activities		
Depreciation and amortization	1,556,364	1,468,074
Changes in assets and liabilities		
Accounts and other receivables	(85,818)	(305,084)
Prepaid expenses and other current assets	(135,966)	(64,202)
Accounts payable and accrued liabilities	4,112	(1,515,983)
Deferred credits	7,499,601	2,199,749
	<u>\$ 9,325,120</u>	<u>\$ 3,637,022</u>
SUPPLEMENTAL CASH INFORMATION		
Donated assets	<u>\$ 350,000</u>	<u>\$ -</u>

**CLATSKANIE PEOPLE'S UTILITY DISTRICT
NOTES TO FINANCIAL STATEMENTS**

Note 1 - Organization and Summary of Significant Accounting Policies

Organization - Clatskanie People's Utility District (the District) is a State of Oregon municipal corporation, organized under Chapter 261 of the Oregon Revised Statutes (ORS), which provides electric power primarily to Clatskanie and Rainier, Oregon and the surrounding rural areas. The District is exempt from federal and state income taxes.

Reporting entity - In evaluating how to define the District, for financial reporting purposes, management has considered the District's financial reporting entity. The financial reporting entity consists of the District and component units. Component units are legally separate organizations for which the District is financially accountable and other organizations for which the District is not accountable, but for which the nature and significance of their relationship with the District are such that the exclusion would cause the District's financial statements to be misleading or incomplete. Based upon this criterion, the District has no component units.

Basis of accounting and presentation - The District is considered an enterprise and operates as a proprietary fund. The financial statements of the District have been prepared on the accrual basis of accounting in accordance with accounting principles generally accepted in the United States of America (GAAP) as applied to governmental units. The Governmental Accounting Standards Board (GASB) is the standard-setting body for governmental accounting and financial reporting. The District applies all Governmental Accounting Standards Board (GASB) statements and has elected not to apply any Financial Accounting Standards Board (FASB) statements issued after November 30, 1989 unless specifically referenced by GASB as permitted by GASB No. 20.

The Uniform System of Accounts, as prescribed by the Federal Energy Regulatory Commission (FERC), is the basis for the District's accounting policies.

Concentration of credit risk - The District's financial instruments that are exposed to concentration of credit risk consist primarily of cash and receivables. The District maintains its cash in bank deposit accounts which exceed federally insured limits (See Note 2). The District has not experienced any losses in such accounts and believes it is not exposed to any significant credit risk on cash and cash equivalents. Credit is extended to customers generally without collateral requirements, however, deposits are obtained from certain customers and formal shut-off procedures are in place.

Utility plant - Utility plant assets are stated at cost (See Note 3). Cost includes contracted services, direct labor and materials, interest capitalized during construction and certain overhead items. The provision for depreciation is determined by the straight-line method over the estimated useful lives of the assets (as specified by the Federal Energy Regulatory Commission (FERC) for utility plant) ranging from three to fifty years.

CLATSKANIE PEOPLE'S UTILITY DISTRICT
NOTES TO FINANCIAL STATEMENTS

Note 1 - Organization and Summary of Significant Accounting Policies (Continued)

Maintenance and repairs of utility plant is expensed as incurred. The actual or average cost of property replaced or renewed is removed from utility plant and such cost plus removal cost less salvage is charged to accumulated depreciation.

Electric plant acquisition adjustment – This adjustment represents the amount paid over net book value for the Rainier, Oregon service area and is being amortized on a straight-line basis over fifteen years.

Investment in Western Generation Agency - Investment in Western Generation Agency, a joint venture, is accounted for under the equity method of accounting (See Note 4).

Cash equivalents and restricted cash - The District considers short-term investments with maturities of three months or less to be cash equivalents (See Note 2). Restricted cash and cash equivalents consists of bond funds.

Accounts receivable - Accounts receivable are recorded when invoices are issued and are written off when they are determined to be uncollectible. The allowance for doubtful accounts is estimated based on the District's historical losses, review of specific problem accounts, the existing economic conditions and the financial stability of its customers. Generally, the District considers accounts receivable past due after 30 days.

Materials and supplies inventory - Materials and supplies inventory consists primarily of items for construction and maintenance of utility plant and is valued at the lower of average cost or market.

Compensated absences - The District accrues accumulated unpaid vacation and a portion of sick leave benefits as the obligation is incurred (See Note 6).

Deferred credits - Primarily consist of deferred wholesale revenues for the benefit of future retail rate stabilization and are accounted for in accordance with Statement of Financial Accounting Standard (SFAS) No. 71, *Accounting for the Effects of Certain Types of Regulation* (See Note 5).

Revenue recognition - The District utilizes cycle billing and records revenue billed to its customers when the meters are read. Meters are read each month and industrial accounts are read at month-end. The District also records unbilled revenue, revenues from electric power delivered but not yet billed.

Use of estimates - The preparation of financial statements in conformity with accounting principles generally accepted in the United States of America requires management to make estimates and assumptions that affect the amounts reported in the financial statements and accompanying notes. Actual results could differ from those estimates.

**CLATSKANIE PEOPLE'S UTILITY DISTRICT
NOTES TO FINANCIAL STATEMENTS**

Note 1 - Organization and Summary of Significant Accounting Policies (Continued)

Unamortized bond costs and premiums - Costs associated with obtaining bond financing and premiums are capitalized and amortized over the term of the Indenture using the straight line method of amortization, which approximates the effective interest method.

Net assets - Net assets consist primarily of cumulative net revenues collected for the payment of utility plant or principal amortization of debt incurred for utility plant, in advance of net accumulated depreciation recognized on such plant. It is the District's intention to set rates at a level to continue replacing and improving net utility plant. Net assets consist of the following components:

- **Invested in capital assets, net of related debt** - This component of net assets consists of capital assets, net of accumulated depreciation, less outstanding balances of any debt borrowings that are attributable to the acquisition, construction, or improvement of those assets.
- **Restricted** - This component of net assets have constraints placed on their use. Constraints include those imposed by creditors (such as through debt covenants), contributors, or laws or regulations of other governments or constraints imposed by law through constitutional provisions or through enabling legislation. The amounts restricted in 2008 and 2007 consist primarily of deferred regulatory liabilities explained in Note 5.
- **Unrestricted** - This component of net assets consists of net assets that do not meet the definition of invested in capital assets, net of related debt or restricted net assets.

Reclassification - Certain prior year balances have been reclassified to conform to current year presentation.

Note 2 - Cash and Investments

The District is required under Oregon Revised Statute (ORS) Chapter 295 to secure deposits in public funds made in non-governmental institutions. The Federal Deposit Insurance Corporation insures up to \$250,000 in each account. The District has obtained additional insurance to comply with this statute or has deposited funds in qualified depositories in the State of Oregon.

Concentration of credit risk is the risk that, when investments are concentrated in one issuer, this concentration presents a heightened risk of potential loss. Of the District's total deposits at December 31, 2008, all cash and investments are invested in two financial institutions.

Custodial credit risk is the risk that, in the event of the failure of the counterparty, the District will not be able to recover the value of its investments or collateral securities that are in the possession of an outside party. All of the aforementioned investments are held in the District's name by a third-party custodian.

CLATSKANIE PEOPLE'S UTILITY DISTRICT
NOTES TO FINANCIAL STATEMENTS

Note 2 - Cash and Investments (Continued)

As of December 31, 2008:

<u>Cash and Deposit Type</u>	<u>Carrying Value</u>	<u>% of Portfolio</u>
Cash on hand	\$ 1,600	0.01%
General cash account	2,085,670	10.10%
Money market account	12,611,285	61.09%
Money market account - restricted	5,944,730	28.80%
	<u>\$ 20,643,285</u>	<u>100.00%</u>

As of December 31, 2007:

<u>Cash and Deposit Type</u>	<u>Carrying Value</u>	<u>% of Portfolio</u>
Cash on hand	\$ 1,600	0.01%
General cash account	607,311	3.32%
Money market account	5,703,457	31.14%
Money market account - restricted	11,000,074	60.06%
Certificates of deposit - restricted	1,001,878	5.47%
	<u>\$ 18,314,320</u>	<u>100.00%</u>

**CLATSKANIE PEOPLE'S UTILITY DISTRICT
NOTES TO FINANCIAL STATEMENTS**

Note 3 - Utility Plant In Service

	Balance December 31, 2007	Additions*	Retirements*	Balance December 31, 2008
Distribution system	\$ 17,826,966	\$ 10,868,986	\$ 217,882	\$ 28,478,070
Generation system	6,745,269	-	-	6,745,269
Transmission system	78,840	3,472,788	-	3,551,628
Structures and improvements	753,481	-	-	753,481
Equipment	3,308,331	1,002,091	14,866	4,295,556
Land and land rights	235,308	821,580	-	1,056,888
Organization and franchise costs	7,114	-	-	7,114
 Total utility plant in service	 <u>\$ 28,955,309</u>	 <u>\$ 16,165,445</u>	 <u>\$ 232,748</u>	 <u>\$ 44,888,006</u>
 Accumulated depreciation	 <u>\$ 12,365,711</u>	 <u>\$ 1,487,365</u>	 <u>\$ 285,045</u>	 <u>\$ 13,568,031</u>

* Additions and retirements include transfers.

CLATSKANIE PEOPLE'S UTILITY DISTRICT
NOTES TO FINANCIAL STATEMENTS

Note 4 - Western Generation Agency

The Western Generation Agency (WGA) was created pursuant to an Intergovernmental Agency Agreement dated October 12, 1993 between the District and Eugene Water & Electric Board for the purpose of constructing, owning and operating an electric generation plant, the Wauna Cogeneration Project. WGA sells the energy from its generation to the Bonneville Power Administration (BPA) for a predetermined price and quantity. The BPA power purchase agreement will be in effect through April 2016.

The Project is comprised of both a Steam Turbine Generator (STG), capable of producing an average 36 MW (megawatts) of energy and a Fluidized Bed Boiler (FBB). The FBB is utilized in the production of steam that will be supplied to the STG. The steam production is accomplished by burning solid waste fuel generated by the existing pulp/paper manufacturing facility owned by Georgia Pacific, located in Wauna, Oregon. In addition, the District has entered into an option agreement with Georgia Pacific for the right of first refusal to develop the second phase of the generating project.

The change in the WGA investment for the years ended December 31, 2008 and 2007 are as follows:

	<u>2008</u>	<u>2007</u>
Investment in Western Generation Agency, beginning of year	\$ (2,552,788)	\$ (3,527,604)
Allocated net income	626,374	1,174,816
Distributions	<u>(400,000)</u>	<u>(200,000)</u>
Investment in Western Generation Agency, end of year	<u>\$ (2,326,414)</u>	<u>\$ (2,552,788)</u>

Summary of WGA assets, liabilities and net deficit follows:

	<u>2008</u>	<u>2007</u>
Total assets	\$ 48,848,592	\$ 52,258,444
Total liabilities	53,729,218	57,591,816
Total net deficit	(4,880,626)	(5,333,372)

Summary of WGA sales and income follows:

	<u>2008</u>	<u>2007</u>
Power sales	\$ 9,371,123	\$ 9,922,014
Operating income	3,881,919	4,931,613
Net income	1,252,746	2,349,633

**CLATSKANIE PEOPLE'S UTILITY DISTRICT
NOTES TO FINANCIAL STATEMENTS**

Note 4 - Western Generation Agency (Continued)

The Board of Directors is comprised of three appointed members from the District and three appointed members from Eugene Water & Electric Board and, as a separate legal entity, has no other association with either entity regarding financial reporting requirements. Financial information for the project is included in the financial statements of WGA and may be obtained from WGA's Trustee, BNY Western Trust Company, Seattle, Washington.

The District has established by resolution to use excess funds generated from the WGA investment to credit customer billings. The current credit is \$.005 per kilowatt-hour. Customer billing credits are identified as "billing allowance for Co-Generation funds" in the statement of revenues, expenses and changes in net assets.

Note 5 - Regulatory Liabilities - Deferred Credits

Due to regulation of its rates by its Board, the District is subject to the accounting requirements of Statement of Financial Accounting Standard (SFAS) No. 71, *Accounting for the Effects of Certain Types of Regulation*. Accordingly, certain income may be capitalized as a regulatory liability that would otherwise be credited as revenues. In 2008, the Board authorized deferral of \$8 million which will be amortized to operating revenue over a five year period, or earlier, if needed to stabilize rates. In 2007, the Board authorized deferral of \$3 million which is being amortized to operating revenues over a five year period. As of December 31, 2008, the remaining balance in the rate stabilization fund is approximately \$10.7 million.

Note 6 - Compensated Absences

Employees are allowed to accrue up to 90 days of vested vacation pay. Terminated employees may elect to designate all or a portion of the vested amount to be paid to a Medical Savings Account (MSA) through the Variable Employee Beneficiary Association (VEBA) for health expenses. For any such amounts designated, the District will add the payroll cost savings of FICA, PERS and Medicare to the VEBA account.

Sick leave accrues at 8 hours per month with no maximum amount; however, five percent per year of service up to 80% will vest upon termination. At December 31, 2008, accrued vacation and sick leave were \$316,166 and \$251,674, respectively. At December 31, 2007, accrued vacation and sick leave were \$279,616 and \$213,012, respectively.

CLATSKANIE PEOPLE'S UTILITY DISTRICT
NOTES TO FINANCIAL STATEMENTS

Note 7 - Long-Term Debt

	Balance December 31, 2007	Borrowings	Principal Maturities	Balance December 31, 2008
	<u> </u>	<u> </u>	<u> </u>	<u> </u>
2007 Series A Revenue Bonds, interest rates ranging from 4% to 5.5%; original issue of \$9,510,000; maturing through 2019.	\$ 9,510,000	\$ -	\$ 610,000	\$ 8,900,000
2007 Series B Revenue Bonds, interest rates ranging from 4% to 5%; original issue of \$9,990,000; maturing through 2027.	<u>9,990,000</u>	<u>-</u>	<u>-</u>	<u>9,990,000</u>
	19,500,000	<u>\$ -</u>	<u>\$ 610,000</u>	18,890,000
Add unamortized premium	156,122			143,351
Less current portion	<u>(610,000)</u>			<u>(645,000)</u>
	<u>\$ 19,046,122</u>			<u>\$ 18,388,351</u>

**CLATSKANIE PEOPLE'S UTILITY DISTRICT
NOTES TO FINANCIAL STATEMENTS**

Note 7 - Long-Term Debt (Continued)

The future annual requirements for bond payments, principal and interest, are as follows:

	Series 2007A		Series 2007B	
	Principal	Interest	Principal	Interest
2009	\$ 645,000	\$ 408,441	\$ -	\$ 417,761
2010	680,000	372,966	-	417,761
2011	720,000	335,566	-	417,761
2012	760,000	295,966	-	417,761
2013	790,000	265,566	-	417,761
2014-2018	4,455,000	816,768	-	2,088,805
2019-2023	850,000	42,500	4,665,000	1,795,530
2024-2027	-	-	5,325,000	562,500
	<u>\$ 8,900,000</u>	<u>\$ 2,537,773</u>	<u>\$ 9,990,000</u>	<u>\$ 6,535,640</u>

Note 8 - Pension Plan

Plan description - The District contributes to two pension plans administered by the Oregon Public Employees Retirement System (PERS). The Oregon Public Employees Retirement Fund (OPERF) applies to the District's contribution for qualifying employees who were hired before August 29, 2003, and is a cost-sharing multiple-employer defined benefit pension plan. The Oregon Public Service Retirement Plan (OPSRP) is a hybrid successor plan to the OPERF and consists of two programs: The Pension Program, the defined benefit portion of the plan, applies to qualifying District employees hired after August 29, 2003, and to inactive employees who return to employment following a six-month or greater break in service. The Individual Account Program (IAP) is the defined contribution portion of the plan. Beginning January 1, 2004, all OPERF and OPSRP member contributions go into the IAP. OPERF members retain their existing OPERF accounts, but any future member contributions are deposited into the member's IAP account, not the member's OPERF account.

Both PERS plans provide retirement and disability benefits, post employment healthcare benefits, annual cost-of-living adjustments, and death benefits to plan members and beneficiaries. Benefits differ depending upon employee entry date. PERS is administered under Oregon Revised Statute Chapter 238, which establishes the Oregon Public Employees Retirement Board (OPSRB) as the governing body of PERS. PERS issues a publicly available financial report that includes financial statements and required supplementary information. The report may be obtained by writing to Oregon Public Employees Retirement System, PO Box 23700, Tigard, OR, 97281-3700 or by calling 503-598-7377.

CLATSKANIE PEOPLE'S UTILITY DISTRICT
NOTES TO FINANCIAL STATEMENTS

Note 8 - Pension Plan (Continued)

Funding policy - Members of PERS are required to contribute 6.00% of their salary covered under the plan, which is invested in the OPSRP Individual Account Program. As a result of an agreement with the District's Board, the District pays the required employee contribution of 6.00%. Additionally, the District is required by ORS 238.225 to contribute at an actuarially determined rate for the qualifying employees under the OPERF plan, and a general service rate for the qualifying employees under the OPSRP plan. The OPERF rates were 20.18% from January 2006 to June 2007, and 17.60% thereafter. The OPSRP rates were 16.88% from January 2006 to June 2007, and 20.19% thereafter. The contribution requirements for plan members are established by ORS Chapter 238 and may be amended by an act of the Oregon Legislature.

Annual pension cost - All participating employers are required by law to submit the contributions as adopted by OPERB. For the years ended December 31, 2008 and 2007, the District's total annual pension costs were \$634,674 and \$566,302, respectively. These costs were equal to the required and actual contributions. The District has no pension benefit obligation.

Note 9 - Deferred Compensation Plan

The District sponsors a deferred compensation plan (Internal Revenue Code Section 457) for all eligible employees. The plan is entirely funded by voluntary employee contributions. Plan assets are held in trust for the exclusive benefit of participants and their beneficiaries.

Note 10 - Power Supply

Purchased power - Effective October 1, 2001, the District entered into a Block and Slice Power Sales Agreement with the Bonneville Power Administration (BPA). The provisions of this agreement establishes the terms under which the District is committed to purchase its power for a period of ten years. The Power Sales Agreement specifies that BPA rates are variable and includes provisions for various adjustments depending on actual load and BPA costs. In addition, the Slice portion of the agreement includes a true-up provision that allows BPA to recover Slice costs not previously recovered during the fiscal year. BPA assesses this true up on an annual basis. The true up is paid, or refunded if a credit, during the next fiscal year.

The Slice portion of the agreement commits the District to purchase a certain fixed percentage of BPA generation which varies depending on the available water and may result in power that is surplus to the District's needs and which the District intends to sell on the open market.

The District periodically enters into forward contracts to meet load requirements. As of December 31, 2008 and 2007, the District had no forward contracts outstanding.

**CLATSKANIE PEOPLE'S UTILITY DISTRICT
NOTES TO FINANCIAL STATEMENTS**

Note 10 - Power Supply (Continued)

Conservation - Beginning October 1, 2006, the District initiated an expanded three-year conservation program known as "Conservation Rate Credit." The program provides incentives for measures in the residential, commercial and industrial sectors. Funding for the program is provided by a BPA rate discount of 0.5 mills per KWH, which commenced October 1, 2006.

Power management - On September 15, 2001, the District entered into a power management services agreement with Eugene Water & Electric Board (EWEB) to provide certain power scheduling, purchasing, sales and related services to assist in the short term management of the District's power supply. The cost for these services consists of a fixed monthly fee and an incentive fee of 1% of monthly gross wholesale sales of power and transmission rights. Either party may terminate the contract at any time upon giving 90 days written notice. Power purchases or sales of one week or longer duration are managed directly by the District in accordance with adopted risk management policies.

Generation - In 2001 the District constructed an 11 MW Gas Turbine Generator. Power generated will supplement the power supply needs of the District. The District has entered into agreements for fuel management (purchasing and scheduling) and transportation services that expired October 31, 2007. The price per MMBtu is set at the average daily market price on the day the gas is used by the District.

This agreement was rolled over on October 23, 2007 for the period November 1, 2007 through October 31, 2008 with cost reductions in transport costs and the price per MMBtu set to the daily market mid-point plus \$0.03/MMBtu.

Note 11 - Major Customer

The District has one industrial customer which accounts for approximately 83% of retail power sales and 90% and 84% of accounts receivable as of December 31, 2008 and 2007, respectively. Services are provided to this customer under the terms of an ongoing electric service contract that may be terminated by either party one year from the date of notification.

Effective January 1, 2003, the District entered into an agreement to provide up to 34 MW of power to serve the retail load for two additional facilities of this customer, located outside of the District's service areas. This agreement shall be in effect for a period of one year and continue thereafter until terminated, by either party for any reason, upon one years advance written notice.

AUDIT COMMENTS

REPORT OF INDEPENDENT CERTIFIED PUBLIC ACCOUNTANTS ON THE CLATSKANIE PEOPLE'S UTILITY DISTRICT COMPLIANCE AND CERTAIN ITEMS BASED ON AN AUDIT OF FINANCIAL STATEMENTS PERFORMED IN ACCORDANCE WITH OREGON AUDITING STANDARDS

To the Board of Directors
Clatskanie People's Utility District

We have audited the accompanying financial statements of the Clatskanie People's Utility District (the District) as of and for the year ended December 31, 2008 and have issued our report thereon dated May 28, 2009. We conducted our audit in accordance with auditing standards generally accepted in the United States of America and the provisions of the Minimum Standards for Audits of Oregon Municipal Corporations, prescribed by the Secretary of State. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement.

Compliance

As part of obtaining reasonable assurance about whether the District's financial statements are free of material misstatement, we performed tests of its compliance with certain provisions of laws, regulations, contracts and grants, including provisions of Oregon Revised Statutes as specified in Oregon Administrative Rules (OAR) 162-10-000 to 162-10-330, as set forth below, noncompliance with which could have a direct and material effect on the determination of financial statement amounts:

- The accounting records and related internal control structure.
- The amount and adequacy of collateral pledged by depositories to secure the deposit of public funds.
- The requirements relating to debt.
- The requirements relating to insurance and fidelity bond coverage.
- The appropriate laws, rules and regulations pertaining to programs funded wholly or partially by other governmental agencies.
- The statutory requirements pertaining to the investment of public funds.
- The requirements pertaining to the awarding of public contracts and the construction of public improvements.

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 test disclosed no instances of noncompliance that are required to be reported under Minimum Standards for Audits of Oregon Municipal Corporations, prescribed by the Secretary of State.

REPORT OF INDEPENDENT CERTIFIED PUBLIC ACCOUNTANTS ON THE CLATSKANIE PEOPLE'S UTILITY DISTRICT COMPLIANCE AND CERTAIN ITEMS BASED ON AN AUDIT OF FINANCIAL STATEMENTS PERFORMED IN ACCORDANCE WITH OREGON AUDITING STANDARDS - (Continued)

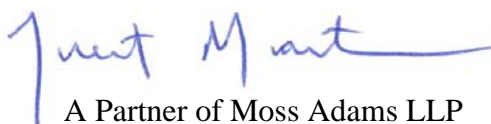
Internal Control Over Financial Reporting

In planning and performing our audit, we considered the District's internal control over financial reporting in order to determine our auditing procedures for the purpose of expressing our opinion on the financial statements and not to provide assurance on the internal control over financial reporting. Our consideration of the internal control over financial reporting would not necessarily disclose all matters in the internal controls that might be a significant deficiency or material weaknesses. A significant deficiency is a control deficiency, or combination of control deficiencies, that adversely affects the entity's ability to initiate, authorize, record, process, or report financial data reliably in accordance with generally accepted accounting principles such that there is more than a remote likelihood that a misstatement of the entity's financial statements that is more than inconsequential will not be prevented or detected. A material weakness is a significant deficiency, or combination of significant deficiencies, that results in more than a remote likelihood that a material misstatement of the financial statements will not be prevented or detected. We noted no matters involving the internal control over financial reporting and its operation that we consider to be material weaknesses.

This report is intended for the information and use of management, Board of Directors and the Secretary of State, Division of Audits, of the State of Oregon. However, this report is a matter of public record and its distribution is not limited.

Moss Adams LLP

Portland, Oregon
May 28, 2009



A Partner of Moss Adams LLP
Certified Public Accountants