



Heart of the Valley Metropolitan Sewage District

FINANCIAL STATEMENT AUDIT SERVICES

JULY 1, 2016

FOR MORE INFORMATION, PLEASE CONTACT:

David Maccoux, CPA
Shareholder
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2200 Riverside Drive
Green Bay, WI 54301-1908
920-436-7800



July 1, 2016

Dawn Bartel
Heart of the Valley Metropolitan Sewerage District
801 Thilmany Rd.
Kaukauna, WI 54130

Dear Dawn:

Thank you for inviting Schenck to submit this proposal to provide audit services for Heart of the Valley Metropolitan Sewerage District (the "District" or "HOVMSD"). We are committed to providing you with high quality, timely and personalized service. In addition, our significant experience serving government organizations, including sewage commissions throughout Wisconsin, allows us to perform our services efficiently and add value.

Our proposal represents a firm and irrevocable offer to perform the audit of District for the fiscal year ending December 31, 2016. We have also included fee quotes for the fiscal years ending December 31, 2017, and 2018. Our proposal represents a firm and irrevocable offer for ninety (90) days. We will meet your timing requirements for your audit.

Our professionals will invest the time to fully understand your organization and your goals in order to improve your financial strength and efficiency. Benefits to working with Schenck include:

- ▶ Deep experience in the government sector: with more than 300 governmental clients, we understand your government's accounting and financial needs
- ▶ Experienced auditors who focus solely on serving government entities, and who can help you maintain GASB compliant data
- ▶ A constructive management letter providing insightful suggestions for improvements and efficiencies in your procedures
- ▶ An annual review of your organization's procedures and controls, as part of our audit

We appreciate this opportunity, and look forward to developing a long-term relationship with District. Please contact me if I can provide further information on our firm or our proposal.

Sincerely,

A handwritten signature in black ink that reads "David R. Maccoux".

David Maccoux, CPA
Shareholder

2200 Riverside Drive
Green Bay, WI 54301-1908
920-436-7800



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The Schenck Way

SERVICE THAT EXCEEDS YOUR EXPECTATIONS

More than 85 years in business have taught us that clients want three key things from their CPA firm: regular communication, proactive ideas and solutions, and clear, accurate billing. To make sure we're meeting your expectations in each of these areas, we developed a set of client service standards that are followed by every team member in each of our offices. We call this philosophy of client service "The Schenck Way."



AS OUR VALUED CLIENT, WHAT DOES THAT MEAN FOR YOU?

- ▶ **Proactive advice.** We translate the insight we gain through serving you into ideas and opportunities to strengthen your organization. Because you'll work closely with the senior leaders of your service team, you can expect practical and constructive ideas throughout the year to help you achieve your goals.
- ▶ **Accessibility.** You'll always know how you can reach your account team—if we're not readily available for some reason, our voicemail greetings and email responses will let you know who can help in the meantime.
- ▶ **Timely service.** Expect financial statements and other reports and filings prepared in a timely manner to comfortably meet your deadlines. No last minute fire drills.
- ▶ **Face time.** Technology makes communication easier and faster than ever before. But we believe it's important to also meet with you in person on a regular basis, to discuss your goals and your direction, to provide our input as your advisor, and to get your feedback on how we're doing and how we can help.
- ▶ **Timely alerts and updates.** Like all government organizations, District is affected by new accounting, reporting and other business developments on a regular basis. We help you stay one step ahead through our Audit Central alerts, other email communications and regular educational events.
- ▶ **Clear and accurate invoices.** Our "no surprise" billing policy means just that—no charges for unexpected "out of scope" work.

As a key advisor to your government, we take these responsibilities seriously and work hard to exceed your expectations.

QUALIFICATIONS AND EXPERIENCE

We've assembled a team of experienced professionals to meet the needs of HOVMSD. The following individuals, all of whom are licensed to practice as CPAs in Wisconsin, will supervise all services provided to your organization. Detailed biographies of each have been provided in Appendix A.

TEAM MEMBER	TITLE	ROLE	CONTACT INFORMATION
David Maccoux	Shareholder	Lead all audit services to HOVMSD	920-455-4114 david.maccoux@schencksc.com
Josh Swanson	Supervisor	Day-to-day management of audit	920-455-4133 josh.swanson@schencksc.com
Sue Pable	Senior Manager	Technical review and GASB statement coordinator	920-455-4305 sue.pable@schencksc.com

A CONSISTENT ENGAGEMENT TEAM

Our Schenck team will remain consistent from year to year, providing you several benefits:

- ▶ Efficient service, reducing your time investment and keeping your costs down
- ▶ A team at Schenck to reach out to with questions throughout the year
- ▶ Proactive and practical advice to strengthen your government from professionals who understand your organization

ABOUT SCHENCK

At Schenck, we focus on providing high quality service to our clients, who rely on us as their advisor of choice for accounting, tax and consulting solutions. Our understanding of the demands our clients face, combined with a sincere concern for their success and continued growth, has driven our success over the past 85-plus years. Today, more than 550 Schenck team members serve clients throughout the Midwest from eight Wisconsin office locations.

Schenck's Government industry team audits hundreds of public organizations, including counties, municipalities, sanitary districts, sewerage commissions, utilities and other governmental units. This team of five shareholders and more than 40 team members focuses almost exclusively on providing services to governmental and not-for-profit clients.

At Schenck, our goal is to be not just your audit firm, but your financial advisor of choice to help you take advantage of new opportunities and address your challenges.

As government specialists, we not only perform the required audit procedures, but we are always on alert for situations where your operations could be more efficient or internal controls could be strengthened. Some of our clients have experienced revenue increases or cost savings in excess of their annual audit fee by implementing the recommendations in our management letter.

WE BRING THE RIGHT RESOURCES TO SERVE YOU:

- ▶ Professionals who specialize in serving government organizations, who can help you enhance your efficiency and effectiveness
- ▶ New ideas and trusted business advice from the leaders of your engagement team
- ▶ Additional specialists to help you save money and enhance profitability
- ▶ Knowledgeable staff who are current on laws, regulations and reporting requirements

Your engagement team leaders, David Maccoux and Josh Swanson, understand the environment government entities are facing today, and are committed to your success. All members of your engagement team will be based from our Green Bay office.

CPAS AND SO MUCH MORE

Our Government industry team members stay current on the trends and changes affecting our clients by sharing expertise and attending industry-specific events and training. You can expect proactive solutions and advice that helps you save money and strengthen your organization financially.

Our expertise serving government clients also includes:

- ▶ Internal control reviews
- ▶ Information technology consulting and system implementations
- ▶ Industry benchmarking
- ▶ Human resources consulting
- ▶ Payroll preparation and filing of quarterly payroll tax returns
- ▶ Documentation of accounting policies and procedures

Plus, we provide clients with frequent training and educational opportunities, including our webinar series on topics such as the GAO's revisions to Government Auditing Standards and preventing workplace fraud.



Schenck is a member of the American Institute of Certified Public Accountants' Government Audit Quality Center, which helps us achieve the highest standards in performing quality governmental audits.

PEER REVIEW

A copy of our most recent Peer Review Report has been included in Appendix B.

Federal and state agencies have routinely performed desk reviews or field reviews of our audits, and have noted no problems. Schenck has assisted the State of Wisconsin in reviewing draft copies of audit programs for the State, and presented at conferences on single audit issues.

Our firm has never been subject to disciplinary action by any federal or state agency.

REFERENCES

One of the best ways to learn about the quality of service we provide is to talk to some of our other clients. Listed below are a few client references. We encourage you to check with these clients to learn firsthand about the services and solutions we provide.

NAME, TITLE & CONTACT INFORMATION	ORGANIZATION	ENGAGEMENT PARTNER	SCOPE OF WORK	SERVED FROM
Roger Voight, Accountant 920-751-4760 roger@nmsscwwtp.com	Neenah-Menasha Sewerage Commission	Maccoux	Financial Statement Audit	1995 – Present
James Kirk, Superintendent 920-739-7921 jkirk-gcmwsc@new.rr.com	Grand Chute-Menasha West Sewerage Commission	Maccoux	Financial Statement Audit	1993 – Present
James DeLuca, Administrator 262-728-4100 jim@dlsd.org	Delavan Lake Sanitary District	Maccoux	Financial Statement Audit	2013 – Present

PROJECT APPROACH AND SCHEDULE

The purpose of our engagement will be as follows:

1. We will express an opinion on the fair presentation of the District's financial statements in conformity with accounting principles generally accepted in the United States of America. In addition, we will perform limited procedures on the District's required supplementary information (Management Discussion and Analysis (MD&A) and pension plan disclosures.

Our audit quote includes helping the District implement any new accounting standards which may arise during the term of our contract. As indicated in our qualifications section, Sue Pable, manager within the government & not-for-profit group, is available for consultation throughout the year and available to all our clients to assist them in implementing new GASB standards. Because of the size of our practice, we are able to dedicate a manager to quality control and client assistance.

2. We will also issue a management letter to the District which will include an independent auditors' report on internal control and compliance as required by government auditing standards generally accepted in the United States of America. This report will disclose any significant deficiencies or material weaknesses in the District's overall internal control structure that we observe during our audit. Since our staff work exclusively with government entities, we have developed internal control checklists which we will be reviewed with District personnel throughout the audit.

AUDIT PHILOSOPHY

While each Wisconsin governmental entity has many similar characteristics, we believe extensive communication with our clients during the audit and throughout the year is essential to fully understand the unique characteristics and the specific circumstances of your engagement. We use this understanding to effectively plan your engagement by tailoring our audit programs to effectively and efficiently complete your audit.

Our policies toward staffing engagements require a "hands on" approach, which requires a higher percentage of shareholder and manager hours on audit fieldwork compared to most other CPA firms. Both David Maccoux and Josh Swanson will be involved and oversee all aspects of the audit engagement, including field work. We believe this practice provides for higher quality auditing services.

Both David Maccoux and Josh Swanson are available throughout the year to meet with District personnel to address any issues or concerns. David Maccoux and Josh Swanson will also update you on the status of the engagement, areas of concern that have arisen and any other issues that have come to our attention throughout the audit. Communication with members of the engagement team and representatives of the District is an integral part of performing an audit at the level of services you desire.

EXTENT OF USE OF INFORMATION TECHNOLOGY IN THE ENGAGEMENT

Schenck SC utilizes technology to improve audit efficiency, as summarized below:

- ▶ All audit files are totally paperless. Information provided by District personnel in Word, Excel, or PDF format is easily downloaded directly into our audit file. This makes it very efficient to e-mail requested documents to us to avoiding postage and reprinting. It also allows us to easily communicate information between audit team personnel located in different offices. Finally, we are able to easily retrieve data from your audit file and answer any questions you may have even when we are not physically located in our offices.
- ▶ An integrated trial balance database, with grouping lists based on financial statement categories, is used to generate financial statements and lead schedules for preparation or review purposes.
- ▶ We also use IDEA[®] - Data Analysis Software to enhance our auditing and analytical capabilities, detect fraud and meet documentation standards. IDEA[®] - Data Analysis Software allows you to quickly import, join, analyze, sample and extract data from almost any source, including reports printed to a file.
- ▶ Audit standards also require us to customize audit programs based on control and environmental risks. We utilize PPC Smart Practice Aids[®] to generate audit programs and have developed customized audit procedures specific to Wisconsin governments to incorporate into PPC Smart Practice Aids[®]. After completing preliminary and interim audit procedures to understand the unique characteristics of your engagement and internal controls, we will generate customized audit programs to efficiently and effectively complete your audit, concentrating audit procedures on riskier or more difficult to audit areas.

We would be happy to meet with you to explain our audit approach.

Our approach to your audit

PROVIDING ADDED VALUE TO HOVMSD

We understand you want more from your audit investment than simply a report on your financial results. You want your CPA to identify new ideas and opportunities.

AT SCHENCK, WE PROVIDE YOU THAT ADDED VALUE. WHAT SETS OUR AUDIT SERVICES APART?

- ▶ **Shareholders and managers actively involved in your engagement.** David Maccoux and Josh Swanson, who will lead our audit services to District, will participate in audit planning and will be readily available to you throughout the audit. David Maccoux and Josh Swanson will be on-site during portions of your fieldwork. This limits return visits and follow-up questions after year-end fieldwork is completed.
- ▶ **Experienced auditors.** Our team exclusively serves local governments.
- ▶ **Regular communication.** We set expectations for the timing and deliverables of each phase of your audit up front and provide regular status updates throughout. You will always know where we are in the process, and what we need from you and when.
- ▶ **A quality audit designed around your unique risks.** Schenck serves more than 300 government clients, including 35 Wisconsin cities. Based on this experience and our planning conversations with you, we will develop a customized audit approach for District that addresses your unique business and control risks.
- ▶ **A consistent engagement team.** With turnover rates below industry averages, we strive to maintain the same audit team on your account each year. This facilitates planning and fieldwork for a smoother audit process.
- ▶ **An efficient audit process.** Whenever possible, we collect data electronically for greater accuracy and to minimize your staff's time. Our workpapers are paperless and stored in a digital format, and we've developed proprietary templates to flow data efficiently from fieldwork through financial statement and tax return preparation. We seek out and incorporate the latest technology to enhance the efficiency, security and accuracy of our audits.

NUMBER OF CPAS IN NORTHEAST WISCONSIN



Source: *The Business News*, February 2016. Data reflects information for Brown, Calumet, Door, Fond du Lac, Kewaunee, Manitowoc, Marinette, Oconto, Outagamie, Shawano, Sheboygan and Winnebago counties.

Work plan & timeline

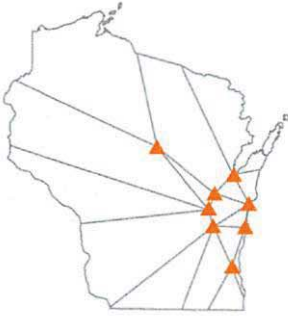
ENSURING A SMOOTH TRANSITION AND TIMELY SERVICE

Your account team is experienced at managing the transition process for new clients, and will work efficiently to ensure that the change in accounting firms goes as smoothly as possible for your management and your finance team. Our goal is to minimize the amount of time necessary from your staff while we gather the information we need to perform our services.

The following is an outline of the timing of our work. In our initial planning meeting with you, we will discuss this timeline in greater detail and make adjustments as appropriate to meet your schedule.

- ▶ **SEPTEMBER, 2016**
 - Review prior auditor's workpapers
 - Initial planning meeting with District to finalize schedule
- ▶ **DECEMBER 1, 2016**
 - Provide detailed list of items to be prepared for interim by District
- ▶ **DECEMBER, 2016**
 - Preliminary audit work
 - information gathering
 - evaluation of internal controls
 - risk assessment
 - meeting with management to discuss results
- ▶ **FEBRUARY – MAY, 2017**
 - Audit fieldwork
 - conduct audit procedures
 - closing meeting to discuss findings
- ▶ **APRIL – JUNE, 2017**
 - Draft of financial statements and recommendations for District
- ▶ **AS REQUESTED**
 - Audit results communicated to Commission

About Schenck



550+
TEAM MEMBERS

INSIDE Public Accounting
2015 TOP 50 FIRMS



At Schenck, we focus on providing high quality service to our clients, who rely on us as their advisor of choice for accounting, tax and consulting solutions. Our understanding of the demands our clients face, combined with a sincere concern for their success and continued growth, has driven our success over the **past 85 years**.

TODAY, WE MEET THE BUSINESS AND FINANCIAL NEEDS OF OUR CLIENTS IN:

- ▶ Accounting and auditing
- ▶ Business optimization
 - Operations
 - Technology
 - Human resources
- ▶ Cost segregation services
- ▶ Employee benefit plan audits
- ▶ Estate and trust planning
- ▶ Human resources consulting
- ▶ International business
- ▶ Investment management
- ▶ Medical billing
- ▶ Mergers and acquisitions
- ▶ Ownership transition planning
- ▶ Payroll services
- ▶ Retirement plan administration
- ▶ Risk services: accounts payable testing, fraud prevention, internal controls reviews
- ▶ Tax planning and compliance
- ▶ Technology solutions: software selection, business process flow, installation, implementation, training and ongoing support
- ▶ Valuations and litigation support

RESOURCES ACROSS THE WORLD

Because of today's global approach to business, Schenck is an independent firm associated with AGN International, Ltd., one of the largest accounting and business services associations in the world. AGN affiliates are located in more than 80 countries and more than 100 U.S. cities. Together with these trusted firms, we're able to provide you professional services worldwide.



PROVIDING ADDED VALUE AND KEEPING YOU INFORMED

The world of business is constantly changing. To keep you updated on important business issues that may impact you, Schenck regularly publishes newsletters and other email alerts to help you find savings, stay in compliance, or take advantage of new opportunities.

You're also invited to join us for our business improvement workshops and webinars, held regularly on topics that impact you—like health care reform, payroll updates and changes to government auditing standards.



OUR COMMITMENT TO OUR CULTURE AND OUR TEAM MEMBERS

At Schenck, we take pride in our work and strive to create a healthy culture throughout our firm. Our team members have the opportunity to be challenged, to develop their strengths and to make an impact both at work and in our communities.

As a result, Vault, a publisher of career guides and employer rankings, **has named Schenck one of the top 25 CPA firms in the nation to work for.** Rankings are based on confidential surveys of employees and focus on firm culture, work/life balance, compensation, business outlook, firm prestige and overall job satisfaction.

Proposed fees

NAME OF FIRM

Schenck SC

TOTAL ALL-INCLUSIVE MAXIMUM PRICE FOR THE ENGAGEMENT

We have provided HOVMSD with two pricing options, depending on the timeframe in which the District would be available for audit. We generally like to complete our audits of utility operations in the January to March timeframe, which allows our presentation to the Commission to occur in April or May of the subsequent year. This allows us to provide our recommendations early within the subsequent year, so change, if necessary, could be made proactively.

SERVICES	2016	2017	2018
Financial audit services for District, preparation of audit reports and financial statements			
Completed February/March	\$12,500	\$12,700	\$12,900
Completed April/May	\$14,500	\$14,700	\$14,900

TIMELY AND QUALITY SERVICE

During our first year working with you, we will invest significant setup time to plan our work, become familiar with your accounting systems, understand your policies, procedures, and internal controls, and get to know key leaders of your organization. We consider this an investment in our relationship with you and will not bill you for this time.

Our proposed fees include routine correspondence and discussions between District and Schenck. We strongly encourage effective communication between us and therefore will not bill you for routine conversations concerning financial and related matters.

Our fees are dependent on the following:

- ▶ Your office personnel will assist us by providing appropriate documents and records necessary to complete our services.
- ▶ Your government's operations do not change significantly.
- ▶ There are no significant changes in auditing, accounting or reporting requirements.

If changes occur to any of the above, we would discuss a revised fee proposal with you prior to commencing any work.

Upon your acceptance of our proposal, we will prepare a formal engagement letter as required by professional standards.

AUTHORIZED SIGNATURE

David Maccoux, CPA, is entitled to submit this proposal on behalf of Schenck, and sign a contract with District. Our firm, if selected, agrees to perform the services as identified in your Request for Proposal, and to sign a contract stating the same.



Shareholder

July 1, 2016

Date

Account team biographies

APPENDIX A



David Maccoux, CPA

SHAREHOLDER

david.maccoux@schencksc.com | 920-455-4114

AREAS OF SPECIALIZATION

Audit & management consulting for governmental & not-for-profit organizations |
Government & not-for-profit industry team leader

EXPERIENCE

David is a leader of the firm's government and not-for-profit industry team. He has over twenty years of experience providing auditing and consulting services to Wisconsin governments and not-for-profit entities, specializing in organizations that receive federal and state financial assistance.

David has reviewed administrative and financial recordkeeping functions and provided recommendations to increase effectiveness, efficiency and internal controls, including assisting clients with integrating computer systems.

In addition, David annually prepares electric, water and sewer rate studies for local utilities, providing recommendations on rate structure.

ACCOMPLISHMENTS

- ▶ **Manitowoc County:** Developed fourteen recommendations for increasing efficiency and effectiveness of the business services division within the Manitowoc County Human Services Department. Also assisted the County in developing a financial projection model.
- ▶ **Langlade County:** Developed recommendations for financial efficiency of their highway operations.
- ▶ **St. Norbert College:** Assisted St. Norbert personnel during their conversion to a new accounting system. St. Norbert is now able to generate FASB compliant financial statements directly from their general ledger.

- ▶ **National Centers for Learning Excellence:** Developed recommendations to better use a new accounting system to meet federal and state awards requirements.

EDUCATION

University of Wisconsin–Madison,
BBA, Accounting

Elijah Watt Sells Award recipient for exceptional performance on CPA exam

PROFESSIONAL MEMBERSHIPS

- ▶ Wisconsin Institute of Certified Public Accountants
- ▶ American Institute of Certified Public Accountants
- ▶ Government Finance Officers Association

PRESENTATIONS

- ▶ David has presented on preparing cost allocation plans, audit issues related to Wisconsin school districts, preparing for single audits, developing budgets in tough economic times, and not-for-profit board governance.



Joshua Swanson, CPA

SUPERVISOR

josh.swanson@schencksc.com | 920-455-4133

AREAS OF SPECIALIZATION

Government accounting | Government auditing

EXPERIENCE

Josh joined Schenck in 2008 and is responsible for performing and supervising the field work of audits for Wisconsin municipalities, school districts and not-for-profit organizations. He has experience preparing the financial statements, Wisconsin Department of Public Instruction reports, Public Service Commission Reports, State Financial Report Forms and the Schedule of Federal and State Awards. Clients he has worked with include:

COUNTIES, CITIES, VILLAGES AND TOWNS:

- ▶ Brown County
- ▶ Door County
- ▶ Forest County
- ▶ Outagamie County
- ▶ Waupaca County
- ▶ City of Algoma
- ▶ City of Green Bay
- ▶ City of Marinette
- ▶ City of Medford
- ▶ City of Two Rivers
- ▶ Village of Denmark
- ▶ Village of Luxemburg
- ▶ Village of Sherwood
- ▶ Town of Grand Chute
- ▶ Town of Liberty Grove
- ▶ Town of Little Suamico

SCHOOL DISTRICTS:

- ▶ Merrill Area School District
- ▶ Oshkosh Area School District
- ▶ School District of Mishicot
- ▶ School District of New Holstein
- ▶ Unified School District of Antigo
- ▶ Unified School District of De Pere
- ▶ Wrightstown Community School District

OTHER ENTITIES:

- ▶ Algoma Long Term Care
- ▶ Algoma Utilities
- ▶ Badger Power Marketing Authority of Wisconsin
- ▶ City of Green Bay Water Utility
- ▶ Door County Tourism Zone Commission
- ▶ Menasha Utilities
- ▶ Nicolet Federated Library System
- ▶ Town of Scott Sanitary District

EDUCATION

University of Wisconsin–Green Bay,
BS, Accounting and Business Administration



Susan Pable, CPA

SENIOR MANAGER

susan.pable@schencksc.com | 920-455-4305

AREAS OF SPECIALIZATION

Government accounting | Quality control

EXPERIENCE

Sue is responsible for the technical review of audited financial statements of the firm's governmental clients and the implementation of new accounting pronouncements. She has assisted clients with the implementation of new capital asset reporting systems, internal control evaluations, and new financial reporting requirements.

Sue has over twenty years experience in governmental accounting and auditing, and has held the positions of Internal Auditor, Assistant Finance Director and Acting Finance Director with various Wisconsin governmental organizations.

EDUCATION

University of Wisconsin-Oshkosh,
BBA, Accounting

PROFESSIONAL MEMBERSHIPS

- ▶ Wisconsin Institute of Certified Public Accountants

COMMUNITY INVOLVEMENT

- ▶ Girl Scouts of America, Council Delegate, School Coordinator and former troop leader
- ▶ Ours Through Adoption of Northeast Wisconsin, member and past Treasurer
- ▶ Friends of the Brown County Library, Treasurer

Peer review report

APPENDIX B



Rehmann Robson

570 Seminole Rd., Suite 200

Muskegon, MI 49444

Ph: 231.739.9441

Fx: 231.733.0031

www.rehmann.com

SYSTEM REVIEW REPORT

September 6, 2013

Shareholders

Schenck SC

and the

National Peer Review Committee of the American Institute of CPAs Peer Review Board

We have reviewed the system of quality control for the accounting and auditing practice of **Schenck SC** (the "Firm") applicable to non-SEC issuers in effect for the year ended April 30, 2013. Our peer review was conducted in accordance with the *Standards for Performing and Reporting on Peer Reviews* ("Standards") established by the Peer Review Board of the American Institute of Certified Public Accounts. As a part of our peer review, we considered reviews by regulatory entities, if applicable, in determining the nature and extent of our procedures. The Firm is responsible for designing a system of quality control and complying with it to provide the Firm with reasonable assurance of performing and reporting in conformity with applicable professional standards in all material respects. Our responsibility is to express an opinion on the design of the system of quality control and the Firm's compliance therewith based on our review. The nature, objectives, scope, limitations of, and the procedures performed in a System Review are described in the Standards at www.aicpa.org/prsummary.

As required by the standards, engagements selected for review included engagements performed under *Government Auditing Standards*; audits of employee benefit plans, and examinations of service organizations (Service Organizations Control (SOC) 1 engagements).

In our opinion, the system of quality control for the accounting and auditing practice of **Schenck SC** applicable to non-SEC issuers in effect for the year ended April 30, 2013, has been suitably designed and complied with to provide the Firm with reasonable assurance of performing and reporting in conformity with applicable professional standards in all material respects. Firms can receive a rating of *pass*, *pass with deficiency(ies)* or *fail*. **Schenck SC** has received a peer review rating of *pass*.

Rehmann Robson LLC