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August 15, 2016

Mr. Jorelik Tibon
General Manager
Majuro Atoll Waste Company
Republic of the Marshall Islands

Dear Mr. Tibon:

In planning and performing our audit of the financial statements of the Majuro Atoll Waste Company (MAWC) as of and for the year ended September 30, 2015 (on which we have issued our report dated August 15, 2016), in accordance with auditing standards generally accepted in the United States of America and the standards applicable to financial audits contained in *Government Auditing Standards*, issued by the Comptroller General of the United States, we considered MAWC's internal control over financial reporting as a basis for designing audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of MAWC's internal control over financial reporting. Accordingly, we do not express an opinion on the effectiveness of MAWC's internal control over financial reporting.

Our consideration of internal control over financial reporting was for the limited purpose described in the preceding paragraph and was not designed to identify all deficiencies in internal control over financial reporting. However, in connection with our audit, we identified, and included in the attached Appendix I, deficiencies related to MAWC's internal control over financial reporting and other matters as of September 30, 2015 that we wish to bring to your attention.

We have also issued a separate report to the Board of Directors, also dated August 15, 2016, on our consideration of MAWC's internal control over financial reporting and on our tests of its compliance with certain provisions of laws, regulations, contracts, and grant agreements and other matters.

The definition of a deficiency is also set forth in the attached Appendix I.

A description of the responsibility of management for establishing and maintaining internal control over financial reporting and of the objectives of and inherent limitations of internal control over financial reporting, is set forth in the attached Appendix II and should be read in conjunction with this report.

This report is intended solely for the information and use of the Board of Directors, management, others within the organization, and the Office of the Auditor-General and is not intended to be and should not be used by anyone other than these specified parties.

We will be pleased to discuss the attached comments with you and, if desired, to assist you in implementing any of the suggestions.

We wish to thank the staff and management of MAWC for their cooperation and assistance during the course of this engagement.

Very truly yours,

SECTION I - CONTROL DEFICIENCIES

We identified, and have included below, control deficiencies involving MAWC's internal control over financial reporting as of September 30, 2015 that we wish to bring to your attention:

1. Allowance for Doubtful Accounts

Receivables of \$47,538, representing 75% of total trade receivables, were deemed uncollectible as of September 30, 2015. Accordingly, an additional \$9,831 bad debt expense was recognized in 2015. We recommend that management perform regular assessments of the collectability of accounts receivable. Furthermore, we recommend management establish a written policy governing receivable collections and write-offs in order to minimize bad debts.

2. Revenue Cash Receipts

Of 9 of 19 revenue cash receipts tested, delays in the deposit of cash receipts ranging from 2 to 5 working days occurred. We recommend management adopt internal control policies and procedures over timely deposit of collections.

3. Payroll

For 20 payroll expense items tested, we noted 12 instances where either the employment contracts were not fully executed bearing the signatures of the employee and/or the General Manager or the executed employment contracts were not on file. We recommend that management adopt internal control policies and procedures governing completeness of employee permanent files. In addition, employment contracts should be drafted and signed to minimize the opportunity for future disputes.

4. Fixed Assets

MAWC does not maintain an inventory of commercial bins rented to customers. We recommend that management maintain a register of all commercial bins rented to customers, including information such as bin #, location, date of contract and other pertinent information.

SECTION II - OTHER MATTERS

We also identified, and have included below, other matters involving MAWC's internal control over financial reporting as of September 30, 2015 that we wish to bring to your attention:

1. Employee Loans

MAWC administers a loan fund initially established by MAWC's employees for the purpose of providing payday loans. Interest is charged at 20%, of which 5% is recognized by MAWC as administrative service income. At September 30, 2015, MAWC has recognized a \$20,191 liability to MAWC employees associated with this lending program. Interest charged on these loans may exceed the annual effective interest of 24% per annum established under the Usury Act. We recommend that management ascertain that MAWC is in compliance with the Usury Act.

SECTION II - OTHER MATTERS, CONTINUED2. RMI Procurement Code

During the year ended September 30, 2015, we noted the following purchases where the history of procurement was not maintained on file:

<u>Date</u>	<u>Ref #</u>	<u>Description</u>	<u>Amount</u>
10/10/2014	285124	Miscellaneous supplies	\$ 907
10/31/2014	10165	4 drums of diesel	\$ 1,056
12/04/2014	10308	37 raincoats for employees	\$ 2,069
01/09/2015	10542	2 pigs for company party	\$ 920
01/16/2015	10547	4 drums of diesel	\$ 935
06/23/2015	11323	Freight for recycling container	\$ 2,775
06/24/2015	11328	4 drums of diesel	\$ 858
07/23/2015	326526	Gear oil	\$ 215
09/03/2015	0265	Hydraulic oil	\$ 1,660

We recommend that management comply with the RMI Procurement Code and maintain a history of procurement transactions on file.

SECTION III - DEFINITIONS

The definition of a control deficiency is as follows:

A *control deficiency* 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 misstatements on a timely basis. A deficiency in *design* exists when (a) a control necessary to meet the control objective is missing or (b) an existing control is not properly designed so that even if the control operates as designed, the control objective is not always met. A deficiency in *operation* exists when a properly designed control does not operate as designed, or when the person performing the control does not possess the necessary authority or qualifications to perform the control effectively.

MANAGEMENT'S RESPONSIBILITY FOR, AND THE OBJECTIVES AND LIMITATIONS OF, INTERNAL CONTROL OVER FINANCIAL REPORTING

The following comments concerning management's responsibility for internal control over financial reporting and the objectives and inherent limitations of internal control over financial reporting are adapted from auditing standards generally accepted in the United States of America.

Management's Responsibility

MAWC's management is responsible for the overall accuracy of the financial statements and their conformity with generally accepted accounting principles. In this regard, management is also responsible for establishing and maintaining effective internal control over financial reporting.

Objectives of Internal Control over Financial Reporting

Internal control over financial reporting is a process affected by those charged with governance, management, and other personnel and designed to provide reasonable assurance about the achievement of the entity's objectives with regard to reliability of financial reporting, effectiveness and efficiency of operations, and compliance with applicable laws and regulations. Internal control over the safeguarding of assets against unauthorized acquisition, use, or disposition may include controls related to financial reporting and operations objectives. Generally, controls that are relevant to an audit of financial statements are those that pertain to the entity's objective of reliable financial reporting (i.e., the preparation of reliable financial statements that are fairly presented in conformity with generally accepted accounting principles).

Inherent Limitations of Internal Control over Financial Reporting

Because of the inherent limitations of internal control over financial reporting, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may not be prevented or detected on a timely basis. Also, projections of any evaluation of the effectiveness of the internal control over financial reporting to future periods are subject to the risk that the controls may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.