Financial Statements and Required Supplementary Information

For the Years Ended June 30, 2011 and 2010

(With Independent Auditor's Report Thereon)

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COCHRAN HEAD VICK & CO., P.C.

& Co

Certified Public Accountants

INDEPENDENT AUDITOR'S REPORT

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The Board of Trustees City of St. Joseph, Missouri Police Pension Fund:

We have audited the accompanying statements of plan net assets of the City of St. Joseph, Missouri Police Pension Fund (the Fund) as of June 30, 2011 and 2010, and the related statements of changes in plan net assets for the years then ended. These financial statements are the responsibility of the Fund's management. Our responsibility is to express an opinion as the result of 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 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 significant estimates made by management, as well as evaluating the overall financial statement presentation. We believe that our audits provide a reasonable basis for our opinion.

As discussed in Note 1, the financial statements present only the Fund and do not purport to, and do not, present fairly the financial position of the City of St. Joseph, Missouri as of June 30, 2011 and 2010, and the changes in its financial position for the years then ended in conformity with accounting principles generally accepted in the United States of America.

In our opinion, the financial statements referred to above present fairly, in all material respects, the plan net assets of the Fund as of June 30, 2011 and 2010, and the changes in its plan net assets for the years then ended in conformity with accounting principles generally accepted in the United States of America.

Accounting principles generally accepted in the United States of America require that the schedules of funding progress and employer contributions as listed 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 the required supplementary information 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 or provide any assurance.

The Fund has not presented the management's discussion and analysis that accounting principles generally accepted in the United States of America require to supplement, although not be a part of, the basic financial statements.

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December 23, 2011

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STATEMENTS OF PLAN NET ASSETS

JUNE 30, 2011 AND 2010

	2011	2010
Assets:		
Cash and interest-bearing deposits	\$ 3,292	\$ 2,828
Employer contributions receivable	67,689	95,248
Member contributions receivable	7,988	13,606
Accrued interest and dividends	120,467	111,324
Investments, at fair value:		
Fixed income securities	10,927,481	10,228,782
Corporate stocks	16,868,245	12,703,803
Total assets	27,995,162	23,155,591
Liabilities:		
Accrued liabilities	3,190	4,699
Net assets held in trust for pension benefits (an unaudited schedule of funding progress is		
presented on page 10)	\$ 27,991,972	\$ 23,150,892

STATEMENTS OF CHANGES IN PLAN NET ASSETS

FOR THE YEARS ENDED JUNE 30, 2011 AND 2010

	2011	2010
Additions:		
Contributions:		
Member contributions	\$ 212,538	\$ 218,121
Employer contributions	1,786,550	1,980,812
Total contributions	1,999,088	2,198,933
Investment income (expense):		
Net appreciation (depreciation) in fair value		
of investments	3,981,730	1,543,518
Interest and dividends	710,175	669,324
Less investment expenses	(60,677)	(56,716)
Net investment income (expense)	4,631,228	2,156,126
Total additions	6,630,316	4,355,059
Deductions:		
Benefits	1,737,473	1,722,538
Refunds of contributions	-	1,609
Administrative expenses	51,763	45,604
Total deductions	1,789,236	1,769,751
Net increase	4,841,080	2,585,308
Net assets held in trust for pension benefits:		
Beginning of year	23,150,892	20,565,584
End of year	\$ 27,991,972	\$ 23,150,892

NOTES TO THE FINANCIAL STATEMENTS

JUNE 30, 2011 AND 2010

1. Description of the Fund

The City of St. Joseph, Missouri Police Pension Fund (the Fund or Plan) is a single-employer, public employee retirement system established by the City of St. Joseph, Missouri (the City) to provide retirement benefits for employees of its police department. The Fund was established and operates under the provisions of Chapter 86 Revised Statutes of Missouri (RSMo.). It is administered by the board of trustees of the Fund. The Fund is considered part of the City's financial reporting entity and is included in the City's basic financial statements as a pension trust fund.

Covered payroll for the fiscal years ended in 2011 and 2010 was \$5,321,142 and \$5,315,839, respectively.

Fund membership consisted of the following for the actuarial years 2011 and 2010:

	2011	2010
Retirees and beneficiaries currently receiving benefits and terminated employees entitiled		
to benefits, but not yet receiving them	94	92
Currently active employees:		
Vested	27	22
Nonvested	83	90
Total currently active employees	110	112
Total membership	204	204

The Fund provides retirement benefits as well as disability and death benefits. Eligibility for retirement benefits commences upon attaining 20 years of service. Benefits for duty-related disability commences at the time of permanent disability, while the eligibility for nonduty-related disability commences after attainment of five years of service. Death benefits are payable upon death of any active or retired participant. Vesting of benefits does not occur until such time as eligibility requirements are met.

Retirement benefits are calculated at 40% of a retiree's average monthly salary over the highest 12-month span in the previous 120 months, plus additional benefits for members that continue employment between 20 and 35 years on a pro rata basis. Duty disability benefits are 50% of the average salaries paid during the highest 12 consecutive months of service within the past 120 months of service preceding the effective date of disability. Nonduty disability benefits are comprised of a refund of two-thirds of the member's contributions. Death benefits are calculated at the greatest of 50% of the current (or anticipated) pension or \$500 payable monthly to the widow for life or until remarriage. In addition, an amount of \$100 per month is paid for each unmarried child under 18.

Participant contributions are set by the Board of Trustees under provisions of RSMo. Chapter 86.520 and, for the years ended June 30, 2011 and 2010, were set at 4.0% of annual covered payroll. In the event of a resignation or dismissal, any covered police employee who has served less than 20 years shall receive a 100% refund from the pension fund of the police employee's contributions made. No refund shall be made if the covered police employee is eligible for plan benefits.

NOTES TO THE FINANCIAL STATEMENTS

JUNE 30, 2011 AND 2010

2. Summary of Significant Accounting Policies

(a) Basis of Accounting and Presentation

The accounting and reporting policies of the Fund conform to accounting principles generally accepted in the United States of America applicable to governments and are prepared using the accrual basis of accounting. Employee and employer contributions are recognized as revenues in the period in which employee services are performed. Benefits and refunds are recognized when due and payable in accordance with the terms of the plan.

(b) Method Used to Value Investments

Investments are reported at fair value. Short-term investments are recorded at cost, which approximates fair value. Securities traded on a national or international exchange are valued at the last reported sales price at current exchange rates.

(c) Use of Estimates

The preparation of financial statements in conformity with accounting principles generally accepted in the Unites States of America requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and the disclosure of contingencies at the date of the financial statements and the reporting of revenue and expenses during the reporting period. Actual results could differ from those estimates.

3. Cash Deposits and Investments

Custodial Credit Risk – Deposits – Custodial credit risk is the risk that, in the event of a bank failure, the Fund's deposits may not be returned to it. At June 30, 2011 and 2010, the Plan was not exposed to such risks.

Investments for the Fund are as follows for the year ended June 30, 2011:

	Fair		Investment Maturities (in Years)							
	 Value	L	ess than 1		1 thru 5	6	thru 10			
Investment type: Debt securities:										
Treasury bonds	\$ 245,019	\$	-	\$	245,019	\$	-			
U.S. agencies	3,602,046		3,077,806		524,240		-			
Municipal bonds	104,175		-		104,175		-			
Foreign obligations	314,589		-		314,589		-			
Corporate debt	 6,661,652		1,278,731		4,988,640		394,281			
	 10,927,481	\$	4,356,537	\$	6,176,663	\$	394,281			
Other investments										
Corporate stocks	 16,868,245									
Total	\$ 27,795,726									

NOTES TO THE FINANCIAL STATEMENTS

JUNE 30, 2011 AND 2010

Investments for the Fund are as follows for the year ended June 30, 2010:

	Fair	Investment Maturities (in Years)								
	 Value		ess than 1		1 thru 5	(6 thru 10			
Investment type:	 -									
Debt securities:										
U.S. agencies	\$ 3,259,799	\$	2,091,089	\$	1,168,710	\$	_			
Corporate debt	 6,968,983		1,848,460		5,120,523					
	10,228,782	\$	3,939,549	\$	6,289,233	\$				
Other investments										
Corporate stocks	 12,703,803									
Total	\$ 22,932,585									

Interest Rate Risk – Interest rate risk is the risk that the fair value of the Fund's investments will decrease as a result of an increase in interest rates. Given this relationship between risk and return, the investment objective of the Fund is to provide attractive investment returns from income and capital appreciation consistent with the moderate level of risk taken in the portfolio. This is a goal of relatively stable returns over the longer term, with some potential of negative returns in any given year. According to the Fund investment policy statement, the average maturity of the portfolio's fixed income component will not exceed 10 years.

Credit risk - Credit risk is the risk that the Fund will not recover its investments due to the inability of the counterparty to fulfill their obligation. The Fund follows the prudent person rule with certain fixed income securities portfolio constraints. According to the Fund investment policy statement, only "investment-grade" debt securities are allowed, limited to government and agency issues, mortgage-backed securities, asset-backed securities, corporate bonds, and money market instruments.

Credit ratings at June 30, 2011 for the Fund's investments that are rated are as follows:

	Fair	Quality Ratings								
	 Value	AAA		AA		Α		BAA		
Investment type:	 	 .=								
Debt securities:										
Treasury bonds	\$ 245,019	\$ 245,019	\$	-	\$	-	\$	-		
U.S. agencies	3,602,046	3,602,046		-		-		-		
Municipal bonds	104,175	-		104,175		-		-		
Foreign obligations	314,589	-		314,589		-				
Corporate debt	 6,661,652	394,281		1,044,223		4,142,127		1,081,021		
	 10,927,481	\$ 4,241,346	\$	1,462,987	\$	4,142,127	\$	1,081,021		
Other investments										
Corporate stocks	 16,868,245									
Total	\$ 27,795,726									

NOTES TO THE FINANCIAL STATEMENTS

JUNE 30, 2011 AND 2010

Credit ratings at June 30, 2010 for the Fund's investments that are rated are as follows:

	Fair Quality Ratings									
	 Value		AAA		AA		Α		BAA	
Investment type:	 _		-							
Debt securities:										
U.S. agencies	\$ 3,259,799	\$	3,259,799	\$	-	\$	-	\$	-	
Corporate debt	 6,968,983		-		805,343		3,929,337		2,234,303	
	 10,228,782	\$	3,259,799	\$	805,343	\$	3,929,337	\$	2,234,303	
Other investments										
Corporate stocks	 12,703,803									
Total	\$ 22,932,585									

Concentration of Credit Risk – Concentration of credit risk is the risk of loss attributed to the magnitude of a government's investment in a single issuer. The Police Pension Board established asset allocation guidelines in its investment policy statement to achieve the long-term investment objectives. The asset allocation mix should be maintained as follows: (1) Equity investments will range between a maximum of 60% and a minimum of 40% of the total portfolio within the total equity exposure. (2) Investments in international securities may comprise up to 15% of the total portfolio value. (3) Fixed income investments will range between a maximum of 60% and a minimum of 40% of the total portfolio. (4) Cash investments will range between 0% and 20% of the total portfolio. (5) Convertible securities may represent attractive investment alternatives and are limited to 10% of the portfolio value. To ensure diversification of the fixed incomes securities, credit exposure to any individual issuer, other than the U.S. government, shall not exceed 10% of the total fixed income portfolio assets.

		2011 Concentration		
Federal Farm Credit Bank	\$	524,240	5%	
Goldman Sachs Financial				
Square Government Fund		3,077,806	28%	
Corporate debt:				
Astrazeneca		529,040	5%	
Walt Disney		528,140	5%	
Dell		444,880	4%	

Custodial Credit Risk – **Investments** - For an investment, custodial credit risk is the risk that, in the event of the failure of the counterparty, the Fund will not be able to recover the value of its investments or collateral securities that are in the possession of an outside party. The Fund's investments are held by its investment custodian in the Fund's name.

NOTES TO THE FINANCIAL STATEMENTS

JUNE 30, 2011 AND 2010

4. Contributions

The Plan's funding policy provides for periodic employer contributions at actuarially determined rates that, expressed as percentages of annual covered payroll, are sufficient to accumulate sufficient assets to pay benefits when due. Level percentage of payroll employer contribution rates is determined using the entry age actuarial funding method. The Fund also uses the level percentage of payroll method to amortize the unfunded liability over the remaining 20-year period.

Contributions totaling \$1,999,088 (\$1,786,550 employer and \$212,538 member) were made during the year ended June 30, 2011. Contributions totaling \$2,198,933 (\$1,980,812 employer and \$218,121 member) were made during the year ended June 30, 2010. Actual employer contribution rates, as a percent of covered payroll, were 33.7% and 36.9% for 2011 and 2010, respectively.

5. Risks and Uncertainties

The Fund invests in various investment securities. Investment securities are exposed to various risks, such as interest rate, market, and credit risks. Due to the level of risk associated with certain investment securities, it is at least reasonably possible that changes in the values of investment securities will occur in the near term and those changes could materially affect the amounts reported in the statements of plan net assets.

6. Funded Status and Funding Progress

The funded status of the plan at January 1, 2011, the most recent actuarial valuation date, is as follows:

				Actuarial accrued						UAAL as a percent of
	Ac	tuarial value	lia	bility (AAL) -	Uı	nfunded AAL				covered
Actuarial valuation date		of assets (a)		entry age (b)		(UAAL) (b) - (a)	Funded r (a) / (b		Covered cavroll (c)	payroli [(b)-(a)]/(c)
1/1/2011	\$	26,333,980	\$	38,762,271	\$	12,428,291		7.9%	\$ 5,234,079	237.4%

The schedule of funding progress, presented as required supplementary information following the notes to the financial statements, presents multiyear trend information about whether the actuarial values of plan assets are increasing or decreasing over time relative to the actuarial accrued liability for benefits.

NOTES TO THE FINANCIAL STATEMENTS

JUNE 30, 2011 AND 2010

7. Actuarial Valuation Information

The information presented in the required supplementary schedules was determined as part of the actuarial valuations. Additional information as of the latest actuarial valuation as of January 1, 2011 is as follows:

Actuarial cost method

Individual entry age

Amortization method

Level percentage of payroll, closed

Remaining amortization period

20 years

Asset valuation method

Market value

Actuarial assumptions:

Inflation assumption

4%

Investment rate of return

7.5%

Salary increases

4%

Mortality – healthy lives

RP 2000 Mortality Table

Mortality – disabled lives

Mortality – healthy lives set forward 10 years

Termination of employment

Rate of turnover from 0.75% to 5.00% based on age

Disablement

Rates from 0.17% to 1.93% based on age

The actuarial assumptions and methods and the provisions of the plan used in this valuation are the same as those used in the prior valuation.

Required Supplementary Information (Unaudited)

JUNE 30, 2011

Schedule of Funding Progress

	(a)		(b)		(b) - (a)	(a) / (b)	(c)	[(b)-(a)]/(c)
Actuarial valuation date	 tuarial value of assets	aco	Actuarial rued liability	Un	ifunded AAL (UAAL)	Funded	ratio	Covered payroll	UAAL as a percent of covered payroll
3/1/2006	\$ 20,369,111	\$	32,390,571	\$	12,021,460	- 6	2.9%	\$ 5,136,368	234.0%
1/1/2007 *	22,953,206		33,248,289		10,295,083	ϵ	9.0%	5,104,658	201.7%
1/1/2008	24,580,275		34,763,770		10,183,495	7	0.7%	5,043,081	201.9%
1/1/2009	20,158,258		36,492,434		16,334,176	. 5	5.2%	5,137,480	317.9%
1/1/2010	23,454,239		37,703,762		14,249,523	6	2.2%	5,276,973	270.0%
1/1/2011	26,333,980		38,762,271		12,428,291	6	7.9%	5,234,079	237.4%

Schedule of Employer Contributions

	ual required ntributions	Percentage contributed		
Year ended June 30:				
2006	\$ 1,671,950	100.0%		
2007	1,675,386	100.0%		
2008	1,536,575	100.0%		
2009	1,550,095	100.0%		
2010	1,980,812	100.0%		
2011	1,786,550	100.0%		

Pension contributions were made in accordance with actuarially determined contribution requirements determined through an actuarial valuation.

^{*} The plan changed its actuarial valuation date to January 1.