OHIO MUNICIPAL ELECTRIC GENERATION AGENCY JOINT VENTURE 6

FINANCIAL STATEMENTS
Including Independent Auditors' Report

Years Ended December 31, 2012 and 2011

CLARK SCHAEFER HACKETT
STRENGTH IN NUMBERS

Dave Yost • Auditor of State

Board of Participants
Ohio Municipal Electric Generation Agency Joint Ventures 1, 2, 4, 5, 6 and Municipal Energy Services Agency
1111 Schrock Road Suite 100
Columbus, Ohio 43229

We have reviewed the *Independent Auditor's Report* of the Ohio Municipal Electric Generation Agency Joint Ventures 1, 2, 4, 5, 6 and Municipal Energy Services Agency, Franklin County, prepared by Clark, Schaefer, Hackett & Co., for the audit period January 1, 2012 through December 31, 2012. Based upon this review, we have accepted these reports in lieu of the audit required by Section 117.11, Revised Code. The Auditor of State did not audit the accompanying financial statements and, accordingly, we are unable to express, and do not express an opinion on them.

Our review was made in reference to the applicable sections of legislative criteria, as reflected by the Ohio Constitution, and the Revised Code, policies, procedures and guidelines of the Auditor of State, regulations and grant requirements. The Ohio Municipal Electric Generation Agency Joint Ventures 1, 2, 4, 5, 6 and Municipal Energy Services Agency is responsible for compliance with these laws and regulations.

Dave Yost
Auditor of State

May 29, 2013

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INDEPENDENT AUDITORS' REPORT

To the Board of Participants
Ohio Municipal Electric Generation Agency Joint Venture 6:

Report on the Financial Statements

We have audited the accompanying financial statements of Ohio Municipal Electric Generation Agency Joint Venture 6 ("OMEGA JV6"), which comprise the statements of net position as of December 31, 2012 and 2011, and the related statements of revenues, expenses, and changes in net position and cash flows for the years then ended, and the related notes to the financial statements.

Management's Responsibility for the Financial Statements

Management is responsible for the preparation and fair presentation of these financial statements in accordance with accounting principles generally accepted in the United States of America; this includes the design, implementation, and maintenance of internal control relevant to the preparation and fair presentation of financial statements that are free from material misstatement, whether due to fraud or error.

Auditor's Responsibility

Our responsibility is to express an opinion on these financial statements based on our audit. We conducted our audit in accordance with auditing standards generally accepted in the United States of America and the standards applicable to financial audits contained in *Government Auditing Standards*, issued by the Comptroller General of the United States. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the entity's preparation and fair presentation of the financial statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the entity's internal control. Accordingly, we express no such opinion. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of significant accounting estimates made by management, as well as evaluating the overall presentation of the financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

Opinion

In our opinion, the financial statements referred to above present fairly, in all material respects, the financial position of Ohio Municipal Electric Generation Agency Joint Venture 6 as of December 31, 2012 and 2011, and the changes in its financial position and cash flows for the years then ended in accordance with accounting principles generally accepted in the United States of America.

Other Matters

Required Supplementary Information

Accounting principles generally accepted in the United States of America require that the management's discussion and analysis on pages 3 – 7 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 because the limited procedures do not provide us with sufficient evidence to express an opinion or provide any assurance.

Other Reporting Required by *Government Auditing Standards*

In accordance with *Government Auditing Standards*, we have also issued our report dated April 17, 2013 on our consideration of OMEGA JV6'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 purpose of that report is to describe the scope of our testing of internal control over financial reporting and compliance and the results of that testing, and not to provide an opinion on internal control over financial reporting or on compliance. That report is an integral part of an audit performed in accordance with *Government Auditing Standards* in considering OMEGA JV6's internal control over financial reporting and compliance.

Clark, Schaefer, Hackett & Co.

Cincinnati, Ohio
April 17, 2013

Financial Statement Overview

This discussion and analysis provides an overview of the financial performance of Ohio Municipal Electric Generation Agency Joint Venture 6 ("OMEGA JV6") for the years ended December 31, 2012 and 2011. The information presented should be read in conjunction with the basic financial statements and the accompanying notes.

OMEGA JV6 prepares its basic financial statements on the accrual basis of accounting in accordance with accounting principles generally accepted in the United States of America. OMEGA JV6's basic financial statements include the statements of net position; the statements of revenues, expenses and changes in net position; and the statements of cash flows.

The statements of net position provide information about the nature and amount of assets and liabilities of OMEGA JV6 as of the end of the year. The statements of revenues, expenses and changes in net position report revenues and expenses and the change in net position for the year. The statements of cash flows reports cash receipts, cash payments, and net changes in cash resulting from operating, investing and capital and related financing activities.

Financial Highlights

The following table summarizes the financial position of OMEGA JV6 as of December 31:

Condensed Statement of Net Position

	2012	2011	2010
Assets			
Electric plant, net of accumulated depreciation	$ 6,647,566	$ 7,378,551	$ 7,735,839
Regulatory assets	446,410	430,145	367,822
Restricted assets - funds held by trustee	84,229	82,517	82,102
Current assets	2,057,393	1,812,602	1,393,165
Total Assets	$ 9,235,598	$ 9,703,815	$ 9,578,928
Net Position and Liabilities			
Net position - net investment in capital assets	$ 6,647,566	$ 7,378,551	$ 7,735,839
Net position - restricted	84,229	82,517	82,102
Net position - unrestricted	1,812,577	1,131,481	650,456
Current liabilities	15,666	20,694	24,704
Asset retirement obligations	675,560	1,090,572	1,085,827
Total Net Position and Liabilities	$ 9,235,598	$ 9,703,815	$ 9,578,928

2012 vs. 2011

Total assets were $9,235,598 and $9,703,815 as of December 31, 2012 and December 31, 2011, respectively, a decrease of $468,217. This decrease is due to an increase in cash and cash reserved for maintenance and repairs offset by a decrease in electric plant, net of depreciation, due to yearly depreciation.

Current assets were $2,057,393 and $1,812,602 as of December 31, 2012 and December 31, 2011 respectively, an increase of $244,791. This increase was primarily due to an increase in cash of $122,326, cash reserved for maintenance and repairs of $85,133 and a $40,925 increase in accounts receivable.

Non current assets were $7,178,205 and $7,891,213 as of December 31, 2012 and December 31, 2011 respectively, a decrease of $713,008. This decrease was due mainly to a decrease in the value of electric plant, net of depreciation of $730,985, offset by an increase in regulatory assets of $16,265. Regulatory assets consist of future recoverable costs related to the accumulated depreciation expense on asset retirement obligations and accretion expense. Restricted assets consist of marketable securities held in trust as part of a bond requirement for the financing members of OMEGA JV6. These funds are available for use under covenants of the bond agreement. Upon repayment of the bonds, any unused funds will revert to the financing participants of OMEGA JV6. Restricted assets were $84,229 and $82,517 as of December 31, 2012 and December 31, 2011 respectively, an increase of $1,712.

Total net position and liabilities were $9,235,598 and $9,703,815 as of December 31, 2012 and December 31, 2011 respectively, a decrease of $468,217. This decrease was a result of a decrease in net investment in capital assets offset by an increase in unrestricted net position and a decrease in asset retirement obligations.

Total net position was $8,544,372 and $8,592,549 as of December 31, 2012 and December 31, 2011 respectively, a decrease $48,177. Net investment in capital assets was $6,647,566 and $7,378,551 at December 31, 2012 and December 31, 2011, respectively, a decrease of $730,985. This decrease resulted from the decrease in electric plant, net of depreciation. Restricted net position was $84,229 and $82,517 at December 31, 2012 and December 31, 2011, respectively, an increase of $1,712. This increase reflects an increase in trust cash. Unrestricted net position was $1,812,577 and $1,131,481 at December 31, 2012 and December 31, 2011, respectively, an increase of $681,096.

Current liabilities were $15,666 and $20,694 at December 31, 2012 and December 31, 2011, respectively, a decrease of $5,028. This resulted from a decrease in levels of accounts payable for $5,794 and a decrease in audit fees of $120, offset by an increase in payables to related parties of $887.

Non-current liabilities were $675,560 and $1,090,572 as of December 31, 2012 and December 31, 2011 respectively, a decrease $415,012. This decrease was due to a decrease in the net present value of estimated ARO obligations for the project, based on the analysis of independent engineering consultants.

2011 vs. 2010

Total assets were $9,703,815 and $9,578,928 as of December 31, 2011 and December 31, 2010, respectively, an increase of $124,887. This increase is due to an increase in cash reserved for maintenance and repairs offset by a decrease in electric plant, net of depreciation, due to yearly depreciation.

Current assets were $1,812,602 and $1,393,165 as of December 31, 2011 and December 31, 2010 respectively, an increase of $419,437. This increase was primarily due to an increase in cash reserved for maintenance and repairs of $395,082 and a $99,599 increase in cash and temporary investments. This increase was offset by a decrease in receivables from related parties of $70,159.

Non-current assets were $7,891,213 and $8,185,763 as of December 31, 2011 and December 31, 2010 respectively, a decrease of $294,550. This decrease was due mainly to a decrease in the value of electric plant, net of depreciation of $357,288, offset by an increase in regulatory assets of $62,323. Regulatory assets consist of future recoverable costs related to the accumulated depreciation expense on asset retirement obligations and accretion expense. Restricted assets consist of marketable securities held in trust as part of a bond requirement for the financing members of OMEGA JV6. These funds are available for use under covenants of the bond agreement. Upon repayment of the bonds, any unused funds will revert to the financing participants of OMEGA JV6. Restricted assets were $82,517 and $82,102 as of December 31, 2011 and December 31, 2010 respectively, an increase of $415.

Total net position and liabilities were $9,703,815 and $9,578,928 as of December 31, 2011 and December 31, 2010 respectively, an increase of $124,887. This increase was a result of an increase in unrestricted net position and an increase in asset retirement obligations offset by a decrease in investments in capital.

Total net position was $8,592,549 and $8,468,397 as of December 31, 2011 and December 31, 2010 respectively, an increase $124,152. Net investment in capital assets were $7,378,551 and $7,735,839 at December 31, 2011 and December 31, 2010, respectively, a decrease of $357,288. This decrease resulted from the decrease in electric plant, net of depreciation. Restricted net position was $82,517 and $82,102 at December 31, 2011 and December 31, 2010, respectively, an increase of $415. This increase reflects an increase in trust cash. Unrestricted net position was $1,131,481 and $650,456 at December 31, 2011 and December 31, 2010, respectively, an increase of $481,025.

Current liabilities were $20,694 and $24,704 at December 31, 2011 and December 31, 2010, respectively, a decrease of $4,010. This resulted from a decrease in levels of payables to related parties for $1,618 and a decrease in audit fees of $5,432, offset by an increase in accounts payable of $3,040.

Non-current liabilities were $1,090,572 and $1,085,827 as of December 31, 2011 and December 31, 2010 respectively, an increase $4,745. This increase was due to the increase in the net present value of estimated ARO obligations for the project, based on the analysis of independent engineering consultants.

The following table summarizes the changes in revenues, expenses and net position of OMEGA JV6 for the years ended December 31:

	2012	2011	2010
Operating revenues	$ 476,297	$ 746,730	$ 779,327
Operating expenses	596,884	695,150	746,110
Operating Income (Loss)	(120,587)	51,580	33,217
Nonoperating revenue			
Investment income	1,626	2,056	3,759
Future recoverable costs	69,074	70,100	61,789
Nonoperating Revenue	70,700	72,156	65,548
Income before contributions	(49,887)	123,736	98,765
Contributions from participants	1,710	416	1,286
Change in Net Position	$ (48,177)	$ 124,152	$ 100,051

Rates for electric power are set by OMEGA JV6's Board of Participants and are intended to cover budgeted operating expense (excluding depreciation). OMEGA JV6 does not include any bond payments by OMEGA JV6's financing members in their rates, as these debt service payments are made directly to AMP. In 2007, OMEGA JV6 was authorized by the Internal Revenue Service to issue $3.5 million in Clean Renewable Energy Bonds that could be used to expand the output of the existing wind farm by installing one additional wind turbine. Although the original authorization was to expire December 31, 2009, this authorization was extended until December 31, 2010. Renewable Energy attributes (RECs or Green Tags) were sold in 2012 and 2011, through the efforts of MESA personnel.

Electric revenues in 2012 were $476,297 versus $746,730 in 2011, which is a decrease of $270,433. The decrease in electric revenues is mainly due to lower sales of renewable energy attributes offset by an increase in budgeted rates on fixed revenue. As such, green tag revenue decreased $309,949 in 2012. The increase in fixed revenue of $39,516 is due to higher rates billed per megawatt hour, per the 2012 budget. Electric revenues in 2011 were $746,730 versus $779,327 in 2010, which is a decrease of $32,597. The decrease in electric revenues is mainly due to lower sales of renewable energy attributes offset by an increase in budgeted rates on fixed revenue. As such, green tag revenue decreased $66,293 in 2011. The increase in fixed revenue of $33,696 is due to higher rates billed per megawatt hour, per the 2011 budget.

Operating expenses in 2012 were $596,884 versus $695,150 in 2011 which is a decrease of $98,266. This was primarily due to decreased maintenance expense of $89,200, a decrease in insurance of $5,686, a decrease in consultants of $2,488, a decrease in MESA services of $555 and a decrease in non-cash ARO depreciation expense of $1,189. This decrease was offset by a $1,554 increase in professional services and a $161 increase in non-cash ARO accretion expense. Operating expenses in 2011 were $695,150 versus $746,110 in 2010 which is a decrease of $50,960. This was primarily due to decreased maintenance expense of $36,867, a decrease in professional services of $10,488, a decrease in MESA services of $15,730 and a decrease in non-cash ARO accretion expense of $2,337. This decrease was offset by a $6,700 increase in insurance and a $10,649 increase in non-cash ARO depreciation expense.

Investment income in 2012 was $1,626 versus $2,056 in 2011 which is a decrease of $430. The decrease is primarily due to decreased interest rates. Investment income in 2011 was $2,056 versus $3,759 in 2010 which is a decrease of $1,703. The decrease is primarily due to decreased interest rates.

If you have questions about this report, or need additional financial information, contact management at 614.540.1111 or 1111 Schrock Road – Suite 100, Columbus, OH 43229.

OHIO MUNICIPAL ELECTRIC GENERATION AGENCY
JOINT VENTURE 6

STATEMENTS OF NET POSITION
December 31, 2012 and 2011

	2012	2011
ASSETS		
CURRENT ASSETS		
Cash and temporary investments	$ 1,054,080	$ 931,754
Receivables from participants	26,689	-
Board designated funds	941,590	856,457
Receivables from related parties	18,204	3,968
Accrued interest receivable	-	6
Prepaid expenses	16,830	20,417
Total Current Assets	2,057,393	1,812,602
NON-CURRENT ASSETS		
Restricted assets - funds held by trustee	84,229	82,517
Regulatory assets	446,410	430,145
Electric Plant		
Electric plant	9,422,834	9,822,662
Accumulated depreciation	(2,775,268)	(2,444,111)
Total Non-Current Assets	7,178,205	7,891,213
TOTAL ASSETS	$ 9,235,598	$ 9,703,815
LIABILITIES AND NET POSITION		
CURRENT LIABILITIES		
Accounts payable and accrued expenses	$ 11,317	$ 17,231
Payable to related parties	4,349	3,463
Total Current Liabilities	15,666	20,694
NON-CURRENT LIABILITIES		
Asset retirement obligation	675,560	1,090,572
Total Liabilities	691,226	1,111,266
NET POSITION		
Net investment in capital assets	6,647,566	7,378,551
Restricted	84,229	82,517
Unrestricted	1,812,577	1,131,481
Total Net Position	8,544,372	8,592,549
TOTAL LIABILITIES AND NET POSITION	$ 9,235,598	$ 9,703,815

See accompanying notes to financial statements.

OHIO MUNICIPAL ELECTRIC GENERATION AGENCY
JOINT VENTURE 6

STATEMENTS OF REVENUES, EXPENSES AND CHANGES IN NET POSITION
Years Ended December 31, 2012 and 2011

	2012	2011
OPERATING REVENUES		
Electric revenue	$ 476,297	$ 746,730
OPERATING EXPENSES		
Related party services	57,641	58,196
Depreciation	331,157	332,346
Accretion of asset retirement obligation	37,625	37,464
Maintenance	107,840	197,040
Insurance	39,747	45,433
Professional services	11,754	10,200
Other operating expenses	11,120	14,471
Total Operating Expenses	596,884	695,150
Operating Income (Loss)	(120,587)	51,580
NON-OPERATING REVENUES		
Investment income	1,626	2,056
Future recoverable costs	69,074	70,100
Total Non-Operating Revenues	70,700	72,156
Income (Loss) before Contributions	(49,887)	123,736
CONTRIBUTIONS FROM PARTICIPANTS	1,710	416
Change in net position	(48,177)	124,152
NET POSITION, Beginning of Year	8,592,549	8,468,397
NET POSTION, END OF YEAR	$ 8,544,372	$ 8,592,549

See accompanying notes to financial statements.

OHIO MUNICIPAL ELECTRIC GENERATION AGENCY
JOINT VENTURE 6

STATEMENTS OF CASH FLOWS
Years Ended December 31, 2012 and 2011

	2012	2011
CASH FLOWS FROM OPERATING ACTIVITIES		
Cash received from participants and customers	$ 449,608	$ 816,889
Cash paid to related parties for personnel services	(56,755)	(59,814)
Cash payments to suppliers and related parties for goods and services	(187,024)	(264,503)
Net Cash Provided by Operating Activities	205,829	492,572
CASH FLOWS FROM CAPITAL AND RELATED FINANCING ACTIVITIES		
Contributions from participants	1,710	416
Net Cash Provided by Capital and Related Financing Activities	1,710	416
CASH FLOWS FROM INVESTING ACTIVITIES		
Deposit to restricted assets	(1,712)	(415)
Investments purchased	-	(50,000)
Investments sold and matured	50,000	212,104
Investment income received	1,632	2,108
Net Cash Provided by Investing Activities	49,920	163,797
Net Change in Cash and Cash Equivalents	257,459	656,785
CASH AND CASH EQUIVALENTS, Beginning of Year	1,738,211	1,081,426
CASH AND CASH EQUIVALENTS, END OF YEAR	$ 1,995,670	$ 1,738,211
RECONCILIATION OF OPERATING INCOME (LOSS) TO NET CASH PROVIDED BY OPERATING ACTIVITIES		
Operating income (loss)	$ (120,587)	$ 51,580
Depreciation	331,157	332,346
Accretion of asset retirement obligation	37,625	37,464
Changes in assets and liabilities		
Receivables	(26,689)	-
Receivable from related parties	(14,236)	70,159
Prepaid expenses	3,587	5,033
Accounts payable and accrued expenses	(5,914)	(2,392)
Payable to related parties	886	(1,618)
NET CASH PROVIDED BY OPERATING ACTIVITIES	$ 205,829	$ 492,572
RECONCILIATION OF CASH AND CASH EQUIVALENTS TO THE STATEMENTS OF NET ASSETS		
Cash and temporary investments	$ 1,054,080	$ 931,754
Board designated funds	941,590	856,457
Funds held by trustee	84,229	82,517
Total cash accounts	2,079,899	1,870,728
Less: Non-cash equivalents	(84,229)	(132,517)
TOTAL CASH AND CASH EQUIVALENTS	$ 1,995,670	$ 1,738,211
SUPPLEMENTAL DISCLOSURE OF NONCASH CAPITAL AND RELATED FINANCING ACTIVITIES		
Change in cost of plant due to change in estimated asset retirement obligation	$ (399,828)	$ (24,942)

See accompanying notes to financial statements.

NOTE 1 – SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Ohio Municipal Electric Generation Agency Joint Venture 6 ("OMEGA JV6") was organized by ten subdivisions of the State of Ohio (the "Participants") and commenced operations on December 15, 2003 ("Inception"), pursuant to a joint venture agreement (the "Agreement") under the Ohio Constitution and Section 715.02 of the Ohio Revised Code (ORC). Its purpose is to provide low-polluting capacity to the Participants. The Participants are members of American Municipal Power, Inc. ("AMP"). In December 2003 and December 2004, OMEGA JV6 purchased 3.6 MW of electric plant generating units (the "Project") from AMP for a total capacity of 7.2 MW. The Agreement continues until 60 days subsequent to the termination or disposition of the Project and for as long as required by the financing agreement; provided, however, that each Participant shall remain obligated to pay to OMEGA JV6 its respective share of the costs of terminating, discontinuing, retiring, disposing of, and decommissioning the Project.

The following summarizes the significant accounting policies followed by OMEGA JV6.

MEASUREMENT FOCUS, BASIS OF ACCOUNTING AND FINANCIAL STATEMENT PRESENTATION

The financial statements are reported using the economic resources measurement focus and the accrual basis of accounting. Under the accrual basis of accounting, revenues are recognized when earned and expenses are recorded when the liability is incurred or economic assets used. Revenues, expenses, gains, losses, assets and liabilities resulting from exchange and exchange-like transactions are recognized when the exchange takes place.

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 reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenues and expenses during the reporting period. Actual results could differ from those estimates.

ASSETS, LIABILITIES AND NET POSITION

Deposits and Investments

For purposes of the statement of cash flows, cash and cash equivalents have original maturities of three months or less from the date of acquisition, except that restricted cash accounts, if any, are treated as investments in the statement of cash flows.

NOTE 1 – SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (cont.)

ASSETS, LIABILITIES AND NET POSITION (cont.)

Deposits and Investments (cont.)

OMEGA JV6 has elected to comply with Ohio Revised Code (ORC) section 135.14. Under ORC 135.14, investments are limited to:

1. Deposits at eligible institutions pursuant to ORC section 135.08, 135.09 and 135.18.
2. Bonds or other obligations of the state.
3. Bonds or securities issued or guaranteed by the federal government or its agencies.
4. Bankers acceptances, with certain conditions.
5. The local government investment pool.
6. Commercial paper, with certain conditions.
7. All investments must have an original maturity of 5 years or less.
8. Repurchase agreements with public depositories, with certain conditions.

OMEGA JV6 has adopted an investment policy. That policy follows the state statute for allowable investments and specifies the maximum concentration of investments in each eligible security.

Investments are stated at fair value, which is the amount at which an investment could be exchanged in a current transaction between willing parties. Fair values are based on quoted market prices. No investments are reported at amortized cost. Adjustments necessary to record investments at fair value are recorded in the operating statement as increases or decreases in investment income. Market values may have changed significantly after year end.

Board Designated Funds

OMEGA JV6's Board of Participants designated funds from existing operating cash for the maintenance and repairs to the generating units.

Receivables/Payables

Accounts receivable are amounts due from related parties, as such, no allowance for uncollectible accounts is necessary. Accounts payable are amounts due to vendors for services incurred.

Restricted Assets

Mandatory segregations of assets are presented as restricted assets. Such segregations are required by bond agreements and other external parties. Current liabilities payable from these restricted assets are so classified.

Prepaid Expenses

Prepaid expenses represent costs of insurance paid during the current calendar year for coverage in subsequent years.

NOTE 1 – SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (cont.)

ASSETS, LIABILITIES AND NET POSITION (cont.)

Electric Plant

Electric plant is recorded at cost. Depreciation is provided on the straight-line method over 30 years, the estimated useful lives of the assets. Major renewals, betterments and replacements are capitalized, while maintenance and repair costs are charged to operations as incurred. When electric plant assets are retired, accumulated depreciation is charged with the cost of the assets plus removal costs, less any salvage value.

Electric plant assets are assessed for impairment whenever events or changes in circumstances indicate that the service utility of the capital asset may have significantly and unexpectedly declined. If it is determined that an impairment has occurred, an impairment loss is recognized for the amount by which the carrying amount of the asset exceeds its estimated fair value.

Asset Retirement Obligations

OMEGA JV6 records, at fair value, legal obligations associated with the retirement or removal of long-lived assets at the time the obligations are incurred and can be reasonably estimated. When a liability is initially recorded, the entity capitalizes the cost by increasing the carrying value of the related long-lived asset. Over time, the liability is accreted to its present value each period, and the capitalized cost is depreciated over the useful life of the related asset. Upon settlement of the liability, the difference between the accrued liability and the amount required to settle the liability is recorded as a settlement gain or loss.

Regulatory Assets

OMEGA JV6 records regulatory assets (deferred expenses to be recovered in rates in future periods). Regulatory assets include the deferral of depreciation expense and accretion expense associated with asset retirement obligations not yet recovered through billings to Participants. As interest is accreted related to the asset retirement obligation and depreciation is expensed related to the capitalized cost, future recoverable costs are recognized to match revenues with the related costs in future periods. Pursuant to the Agreement, Participants are required to pay all costs related to operations, maintenance and retirement of the jointly owned electric plant.

Regulatory assets consisted of the following at December 31:

	2012	2011
Deferral of expenses related to asset retirement obligations	$ 446,410	$ 430,145

NOTE 1 – SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (cont.)

ASSETS, LIABILITIES AND NET POSITION (cont.)

Net Position

All property constituting OMEGA JV6 is owned by the Participants as tenants in common in undivided shares, each being equal to that Participants' percentage ownership interest as follows:

Municipality	Project kW Entitlement	Percent Project Ownership and Entitlement
Bowling Green	4,100	56.94%
Cuyahoga Falls	1,800	25.00
Napoleon	300	4.17
Wadsworth	250	3.47
Oberlin	250	3.47
Montpelier	100	1.39
Edgerton	100	1.39
Pioneer	100	1.39
Monroeville	100	1.39
Elmore	100	1.39
Totals	7,200	100.00%

REVENUE AND EXPENSES

OMEGA JV6 distinguishes operating revenues and expenses from nonoperating items. Operating revenues and expenses generally result from providing services and producing and delivering goods in connection with the OMEGA JV6's principal ongoing operations. The principal operating revenues of OMEGA JV6 are charges to participants for energy and capacity. Operating expenses include the cost of generation, administrative expenses, and depreciation on capital assets. All revenues and expenses not meeting this definition are reported as nonoperating revenues and expenses.

Electric revenue is recognized when earned as service is delivered. OMEGA JV6's rates for electric power are designed to cover annual operating costs, except depreciation. Rates are set annually by the Board of Participants.

Rates for electric service pursuant to contracts with the Participants are not designed to recover contributed capital used to acquire the electric plant generators. Rates charged to OMEGA JV6 financing participants for debt service are paid to AMP to retire the Project financing obligations (Note 5). Accordingly, OMEGA JV6 will generate negative operating margins during the operating life of the electric plant.

NOTE 1 – SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (cont.)

REVENUE AND EXPENSES (cont.)

Beginning January 1, 2009, renewable energy attributes from OMEGA JV6 were sold by AMP on behalf of the participants. These revenues will be realized upon delivery of the attributes.

NOTE 2 – CASH AND TEMPORARY INVESTMENTS

For purposes of the statements of cash flows, cash and cash equivalents consist of unrestricted cash and highly liquid short-term investments with original maturities of three months or less. Restricted cash accounts, if any, are treated as investments in the statements of cash flows, since they are not available for use.

	Carrying Value as of December 31,		
	2012	2011	Risks
Checking	$ 1,995,670	$ 1,716,822	Custodial credit
Certificates of Deposit	-	50,000	Custodial credit
Commercial Paper	83,975	81,961	Custodial credit, credit, interest rate, and concentration
Government Money Market Mutual Funds	254	21,945	Credit and interest rate
Totals	$ 2,079,899	$ 1,870,728	

Deposits in each local and area bank are insured by the FDIC in the amount of $250,000 for interest bearing accounts and unlimited for noninterest bearing accounts as of December 31, 2012 and 2011.

NOTE 2 – CASH AND TEMPORARY INVESTMENTS (cont.)

Custodial Credit Risk

Deposits

Custodial risk is the risk that in the event of a bank failure, OMEGA JV6's deposits may not be returned to it. OMEGA JV6 had custodial credit risk on its cash and temporary investments balance to the extent the balance exceeds the federally insured limit. OMEGA JV6's investment policy requires that amounts in excess of FDIC limits be collateralized by government securities. As of December 31, 2012 and 2011 there were no deposits exposed to custodial credit risk.

Investments

For an investment, custodial credit risk is the risk that, in the event of the failure of the counterparty, OMEGA JV6 will not be able to recover the value of its investments or collateral securities that are in the possession of an outside party. OMEGA JV6's investment policy does not address this risk.

As of December 31, 2012 and 2011, OMEGA JV6's investments were exposed to custodial credit risk as follows:

	2012		2011	
	Bank Balance	Carrying Value	Bank Balance	Carrying Value
Neither insured nor registered and held by a counterparty	$ 83,975	$ 83,975	$ 81,961	$ 81,961

Credit Risk

Credit risk is the risk an issuer or other counterparty to an investment will not fulfill its obligations. OMEGA JV6 invests in instruments approved under the entity's investment policy. The Board of Participants has authorized OMEGA JV6 to invest in funds in accordance with the Ohio Revised Code. Allowable investments include United States Treasury and federal and state government agency obligations, money market funds, and commercial paper with the highest classification by at least two nationally recognized standard rating services.

As of December 31, 2012, OMEGA JV6's investments were rated as follows:

Investment Type	Standard & Poors	Moody's Investors Services
Commercial Paper	A1	P1
Government Money Market Mutual Fund	AAAm	Aaa

NOTE 2 – CASH AND TEMPORARY INVESTMENTS (cont.)

Credit Risk (cont.)

As of December 31, 2011, OMEGA JV6's investments were rated as follows:

Investment Type	Standard & Poors	Moody's Investors Services
Commercial Paper	A1	P1
Government Money Market Mutual Fund	AAAm	Aaa

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. OMEGA JV6's investment policy requires diversification of investments to limit losses from over-concentration of assets in a specific maturity, a specific issuer or a specific type of security, except for US Treasury and fixed rate non-callable Federal Agency securities.

At December 31, 2012 OMEGA JV6's investment portfolio was concentrated as follows:

Issuer	Investment Type	Percentage of Portfolio
Natixis Corp	Commercial Paper	99.7%

At December 31, 2011, OMEGA JV6's investment portfolio was concentrated as follows:

Issuer	Investment Type	Percentage of Portfolio
General Electric Corp	Commercial Paper	99.32%

Interest Rate Risk

Interest rate risk is the risk changes in interest rates will adversely affect the fair value of an investment. OMEGA JV6's investment policy limits the maturity of commercial paper and bankers acceptances to 180 days.

As of December 31, 2012, OMEGA JV6's investments were as follows:

Investment	Maturity Date	Weighted Average Maturity (days)	Fair Value
Government Money Market Mutual Fund	N/A	45	$ 254
Natixis Corp	2/15/2013	45	83,975
			$ 84,229

NOTE 2 – CASH AND TEMPORARY INVESTMENTS (cont.)

Interest Rate Risk (cont.)

As of December 31, 2011, OMEGA JV6's investments were as follows:

Investment	Maturity Date	Weighted Average Maturity (days)	Fair Value
Government Money Market Mutual Fund	N/A	49	$ 556
General Electric Corp	2/15/2012	46	81,961
			$ 82,517

NOTE 3 – RESTRICTED ASSETS

Restricted assets include those assets comprising the Reserve and Contingency Fund, which was established and maintained pursuant to the Agreement.

The Agreement requires OMEGA JV6 to maintain a minimum funding in a Reserve and Contingency Fund of $50,000. Under the terms of the trust agreement associated with the OMEGA JV6 Bonds, if the balance in the fund is less than the required minimum, then AMP may direct OMEGA JV6 to increase billings to members such that the deficiency in the balance is funded within twelve months.

Restricted Net Position

The following calculation supports the amount of restricted net position:

	2012	2011
Restricted Assets		
Reserve and Contingency Fund	$ 84,229	$ 82,517
Total Restricted Assets	$ 84,229	$ 82,517

NOTE 4 – ELECTRIC PLANT AND EQUIPMENT

Electric plant and equipment activity for the years ended December 31 is as follows:

	2012			
	Beginning Balance	Additions	Change in Estimate	Ending Balance
Electric plant	$ 9,822,662	$ -	$ (399,828)	$ 9,422,834
Less: Accumulated depreciation	(2,444,111)	(331,157)	-	(2,775,268)
Electric Plant, Net	$ 7,378,551	$ (331,157)	$ (399,828)	$ 6,647,566

	2011			
	Beginning Balance	Additions	Change in Estimate	Ending Balance
Electric plant	$ 9,847,604	$ -	$ (24,942)	$ 9,822,662
Less: Accumulated depreciation	(2,111,765)	(332,346)	-	(2,444,111)
Electric Plant, Net	$ 7,735,839	$ (332,346)	$ (24,942)	$ 7,378,551

NOTE 5 – ACQUISITION OF THE PROJECT

Pursuant to the Agreement, OMEGA JV6 purchased the Project and assumed related contracts from AMP. OMEGA JV6 financed the initial purchase with a one year note payable to AMP from OMEGA JV6.

The Participants in OMEGA JV6 consist of financing and nonfinancing participants. On July 1, 2004, AMP issued $9,861,000 OMEGA JV6 Adjustable Rate Revenue Bonds, Series 2004 ("OMEGA JV6 Bonds"), on behalf of the financing participants of OMEGA JV6. The net proceeds of the bond issue were contributed to OMEGA JV6. The nonfinancing participant in OMEGA JV6 contributed $139,000.

NOTE 5 – ACQUISITION OF THE PROJECT (cont.)

The OMEGA JV6 Bonds were not issued by OMEGA JV6 and the financing participants make debt service payments directly to AMP. Therefore, the OMEGA JV6 Bonds are not recorded in the financial statements of OMEGA JV6. The OMEGA JV6 Bonds outstanding at December 31, 2012, are as follows:

Maturity Date February 15 and August 15,	Principal Amount	Interest Rate
2013	982,000	0.33%
2014	988,000	0.33%
2015	989,000	0.33%
Total	$ 2,959,000	

The maturity table assumes an interest rate of 0.33%, which is equal to the interest rate used to calculate the February 15, 2013 principal payment.

Principal and interest on the OMEGA JV6 Bonds is payable in $500,000 semi-annual installments on February 15 and August 15, beginning February 15, 2005. The OMEGA JV6 Bonds bear interest at an adjustable rate, which shall be established by reference to the Six-Month Municipal Market Data High Grade Index Rate (the "MMD Index Rate") plus 15 basis points. The adjustable rate will automatically be reset semi-annually, based on the MMD Index Rate as of two business days prior to the beginning of the next interest period. On August 15, 2019, the balance of the principal of the OMEGA JV6 Bonds, if not theretofore paid or provided for, shall become due and payable.

The OMEGA JV6 Bonds are payable solely from the basic and additional demand charges of the OMEGA JV6 financing participants. The OMEGA JV6 Bonds require compliance by the financing participants with the OMEGA JV6 Agreement, which requires that each financing participant maintain a debt service coverage ratio of 1.1 or greater.

Based on unaudited information for the years ended December 31, 2012 and 2011, all financing participants are in compliance with the debt service coverage requirements.

The OMEGA JV6 Bonds are subject to optional redemption at any time, at the sole discretion of participants of OMEGA JV6, at the price of par plus accrued interest.

NOTE 6 – ASSET RETIREMENT OBLIGATIONS

Under the terms of lease agreements, OMEGA JV6 has an obligation to remove electric plant from the leased sites where the units are located and to perform certain restoration activities at the sites.

Asset retirement obligation activity for the years ended December 31 is as follows:

	2012			
	Beginning Balance	Accretion Expense	Change in Estimate	Ending Balance
Asset retirement obligation	$ 1,090,572	$ 37,625	$ (452,637)	$ 675,560

	2011			
	Beginning Balance	Accretion Expense	Change in Estimate	Ending Balance
Asset retirement obligation	$ 1,085,827	$ 37,464	$ (32,719)	$ 1,090,572

Asset retirement obligations are determined based on detailed cost estimates, adjusted for factors that an outside third party would consider (i.e., inflation, overhead and profit), escalated using an inflation factor to the estimated removal dates, and then discounted using a credit adjusted risk-free interest rate. The removal date for each unit was determined based on the estimated life of the units. The accretion of the liability and amortization of the property and equipment will be recognized over the estimated useful life of each unit. OMEGA JV6 updated its estimate of its asset retirement obligation based on an updated legal and technical study performed during 2012 and 2011.

NOTE 7 – NET POSITION

GASB No. 63 requires the classification of net position into three components – net investment in capital assets; restricted; and unrestricted. These classifications are defined as follows:

Net Investment in capital assets- This component of net position consists of capital assets, including restricted capital assets, net of accumulated depreciation and reduced by the outstanding balances of any bonds, mortgages, notes, or other borrowings that are attributable to the acquisition, construction, or improvement of those assets. If there are significant unspent related debt proceeds at year-end, the portion of the debt attributable to the unspent proceeds are not included in the calculation of invested in capital assets, net of related debt. Rather, that portion of the debt is included in the same net position component as the unspent proceeds.

Restricted - This component of net position consists of constraints placed on net asset use through external constraints imposed by creditors (such as through debt covenants), grantors, contributors, or laws or regulations of other governments or constraints imposed by law through constitutional provisions or enabling legislation.

NOTE 7 – NET POSITION (cont.)

Unrestricted net position - The component of net position that does not meet the definition of "restricted" or "net investment in capital assets."

When both restricted and unrestricted resources are available for use, it is OMEGA JV6's policy to use restricted resources first, then unrestricted resources as they are needed.

The following calculation supports the net investment in capital assets:

	2012	2011
Electric Plant	$ 9,422,834	$ 9,822,662
Accumulated Depreciation	(2,775,268)	(2,444,111)
Total Net Investment in Capital Assets	$ 6,647,566	$ 7,378,552

NOTE 8 – COMMITMENTS AND CONTINGENCIES

ENVIRONMENTAL MATTERS

The Project is subject to regulations by federal, state and local authorities related to environmental and other matters. Changes in regulations could adversely affect the operations and operating cost of OMEGA JV6.

Bird and bat collisions with the turning blades of wind turbines have resulted in wildlife losses in some wind turbine locations. There have reportedly been some dead bats observed near the project by an outside college study group. If it is concluded that there is a bird or bat collision problem, fines may be assessed or operational restrictions imposed against OMEGA JV6.

NOTE 9 – RISK MANAGEMENT

OMEGA JV6 is covered under the insurance policies of AMP and is billed for its proportionate share of the insurance expense. AMP maintains insurance policies related to commercial property, motor vehicle liability, workers' compensation, excess liability, general liability, pollution liability, directors' and officers' insurance, fiduciary liability, crime and fidelity coverage. There have been no claims in the past three years. There were no significant reductions in coverage compared to the prior year.

NOTE 10 – SIGNIFICANT CUSTOMERS

OMEGA JV6 has two participants that comprised 33% and 33% of electric service revenue in 2012 and 2011, respectively.

NOTE 11 – RELATED PARTY TRANSACTIONS

OMEGA JV6 has entered into the following agreements:

- Pursuant to the Agreement, AMP was designated as an agent and provides various management and operational services. OMEGA JV6 incurred expenses related to these services in the amount of $2,112 and $2,123 for the years ended December 31, 2012 and 2011, respectively, and had a payable of $176 and $259 to AMP at December 31, 2012 and 2011, respectively.

- As OMEGA JV6's agent, AMP entered into an agreement with Municipal Energy Services Agency ("MESA"), a related joint venture, for MESA to provide certain engineering, finance, administration and other services. The expenses related to these services were $55,529 and $56,073 for the years ended December 31, 2012 and 2011, respectively. OMEGA JV6 had a payable to MESA for $4,174 and $3,204 at December 31, 2012 and 2011, respectively.

- During 2012 and 2011, AMP sold green tags on behalf of OMEGA JV6. OMEGA JV6 had a receivable from AMP of $18,204 and $3,968 as of December 31, 2012 and 2011, respectively.

NOTE 12 – FUTURE LEASE COMMITMENT

On November 14, 2002, AMP entered into a 20 year lease for the land where the Project is located. The term of the lease allows for annual renewals if the Project is commercially operable. The lease requires annual payments of $1,000 per wind turbine unit. AMP has assigned this lease to OMEGA JV6. Rent expense from this lease totaled $4,000 during each of the years ended December 31, 2012 and 2011.

REPORT ON INTERNAL CONTROL OVER FINANCIAL REPORTING AND ON COMPLIANCE AND OTHER MATTERS BASED ON AN AUDIT OF FINANCIAL STATEMENTS PERFORMED IN ACCORDANCE WITH *GOVERNMENT AUDITING STANDARDS*

INDEPENDENT AUDITORS' REPORT

To the Board of Participants
Ohio Municipal Electric Generation Agency Joint Venture 6:

We have audited, in accordance with the 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, the financial statements of Ohio Municipal Electric Generation Agency Joint Venture 6 ("OMEGA JV6"), which comprise the statement of net position as of December 31, 2012 and the related statements of revenues, expenses, and changes in net position and cash flows for the year then ended, and the related notes to the financial statements, and have issued our report thereon dated April 17, 2013.

Internal Control Over Financial Reporting

In planning and performing our audit of the financial statements, we considered OMEGA JV6's internal control over financial reporting (internal control) to determine the audit procedures that are appropriate in the circumstances for the purpose of expressing our opinion on the financial statements, but not for the purpose of expressing an opinion on the effectiveness of OMEGA JV6's internal control. Accordingly, we do not express an opinion on the effectiveness of OMEGA JV6's internal control.

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

Our consideration of internal control was for the limited purpose described in the first paragraph of this section and was not designed to identify all deficiencies in internal control that might be material weaknesses or significant deficiencies. Given these limitations, during our audit we did not identify any deficiencies in internal control that we consider to be material weaknesses. However, material weaknesses may exist that have not been identified.

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Compliance and Other Matters

As part of obtaining reasonable assurance about whether the OMEGA JV6's financial statements are free of material misstatement, we performed tests of its compliance with certain provisions of laws, regulations, contracts, and grant agreements, noncompliance with which could have a direct and material effect on the determination of financial statement amounts. However, providing an opinion on compliance with those provisions was not an objective of our audit and, accordingly, we do not express such an opinion. The results of our tests disclosed no instances of noncompliance or other matters that are required to be reported under *Government Auditing Standards.*

Purpose of this Report

The purpose of this report is solely to describe the scope of our testing of internal control and compliance and the results of that testing, and not to provide an opinion on the effectiveness of the entity's internal control or on compliance. This report is an integral part of an audit performed in accordance with *Government Auditing Standards* in considering the entity's internal control and compliance. Accordingly, this communication is not suitable for any other purpose.

Clark, Schaefer, Hackett & Co.

Cincinnati, Ohio
April 17, 2013

OHIO MUNICIPAL ELECTRIC GENERATION AGENCY JOINT VENTURES 1, 2 ,4, 5 ,6 AND MUNICIPAL ENERGY SERVICES AGENCY

FRANKLIN COUNTY

CLERK'S CERTIFICATION

This is a true and correct copy of the report which is required to be filed in the Office of the Auditor of State pursuant to Section 117.26, Revised Code, and which is filed in Columbus, Ohio.

Susan Babbitt

CLERK OF THE BUREAU

CERTIFIED
JUNE 11, 2013