CASTLO COMMUNITY IMPROVEMENT CORPORATION

MAHONING COUNTY

Audit Report

For the Year Ended December 31, 2018





88 East Broad Street Columbus, Ohio 43215 IPAReport@ohioauditor.gov (800) 282-0370

Board of Trustees CASTLO Community Improvement Corporation 100 South Bridge Street Struthers, Ohio 44471

We have reviewed the *Independent Auditor's Report* of the CASTLO Community Improvement Corporation, Mahoning County, prepared by Charles E. Harris & Associates, Inc., for the audit period January 1, 2018 through December 31, 2018. 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 CASTLO Community Improvement Corporation is responsible for compliance with these laws and regulations.

Keith Faber Auditor of State Columbus, Ohio

August 29, 2019



CASTLO Community Improvement Corporation Mahoning County

For the Year Ended December 31, 2018

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Fax - (216) 436-2411

Certified Public Accountants

INDEPENDENT AUDITOR'S REPORT

CASTLO Community Improvement Corporation Mahoning County 100 South Bridge Street Struthers, OH 44471

To the Board of Trustees:

Report on the Financial Statements

We have audited the accompanying financial statements of the CASTLO Community Improvement Corporation, Mahoning, County, Ohio (the CIC), which comprise the statement of financial position as of December 31, 2018, and the related statement of activities and cash flows for the year 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 misstatements of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the CIC's preparation and fair presentation of the financial statements in order to design audit procedures that are appropriate in the circumstances, but not to for the purpose of expressing an opinion on the effectiveness of the CIC's internal control. Accordingly, we express no 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.

CASTLO Community Improvement Corporation Mahoning County Independent Auditor's Report Page 2

Opinion

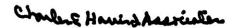
In our opinion the financial statements referred to above present fairly, in all material respects, the financial position of the CASTLO Community Improvement Corporation, Mahoning County, Ohio, as of December 31, 2018, and the changes in financial position and cash flows, for the year then ended in accordance with the accounting principles generally accepted in the United States of America.

Emphasis of Matter

As discussed in Note 1 to the financial statements, during the year ended December 31, 2018, the CASTLO Community Improvement Corporation adopted Accounting Standards Update 2016-14 (Topic 958), *Presentation of Financial Statement of Not-for-Profit Entities*. Our opinion is not modified with respect to this matter.

Other Reporting Required by Government Auditing Standards

In accordance with *Government Auditing Standards*, we have also issued our report dated June 26, 2019, on our consideration of the CIC's internal control over financial reporting and 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 the effectiveness of the CIC's 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 the CIC's internal control over financial reporting and compliance.



Charles E. Harris & Associates, Inc. June 26, 2019

CASTLO Community Improvement Corporation Statement of Financial Position

December 31, 2018

Current Assets	
Cash and cash equivalents	\$ 368,09
Prepaid expenses	63
Total Current Assets	368,72
Noncurrent Assets	
Notes receivable	154,44
Capital assets:	
Land	5,388,10
Land improvements	1,718,16
Buildings	4,165,16
Buildings and improvements	341,45
Railway improvements	181,40
Furniture, fixtures and equipment	16,85
Machinery and equipment	39,37
Vehicles	23,22
Less: accumulated depreciation	(6,107,19
Net capital assets	5,766,55
Total Noncurrent Assets	5,921,00
Total Assets	6,289,73
<u>Liabilities</u>	
Current Liabilities	
Accrued payroll expenses	1,13
Other accrued liabilities	20,22
Tenant security deposits	22,13
Total Current Liabilities	43,48
Total Liabilities	43,48

The accompanying notes are an integral part of the financial statements.

Without donor restrictions

Total Liabilities and Net Assets

Total Net Assets

6,246,245 6,246,245

6,289,733

\$

CASTLO Community Improvement Corporation Statement of Activities

For the Year Ended December 31, 2018

	Without Donor Restrictions	
Operating Revenues:		
Tenant rental	\$	287,384
Event revenue		10,146
Site maintenance/other		32,431
Total Operating Revenue		329,961
Operating Expenses:		
Payroll and benefits		74,728
Subcontractor labor		3,525
Management fees		35,065
Professional services		38,141
Insurance		12,179
Utilities		25,749
Repairs and maintenance		47,359
Equipment rental		5,154
Small equipment		1,047
Auto and truck expenses		841
Property taxes		46,553
Office expenses		13,210
Dues and subscriptions		1,991
Advertising and promotion		2,556
Site cleanup		4,750
Event expenses		3,551
Travel and meetings		1,765
Miscellaneous		743
Penalties and fees		517
Donations		3,150
Depreciation		44,714
Total Operating Expenses		367,288
Operating Income (Loss)		(37,327)
Non-Operating Revenues (Expenses):		
Gain on disposal of assets		850
Interest income (expense)		4,340
Total Non-Operating Revenues (Expenses)		5,190
Change in Net Assets		(32,137)
Net Assets, Beginning of Year, restated		6,278,382
Net Assets, End of Year	\$	6,246,245

The accompanying notes are an integral part of the financial statements.

CASTLO Community Improvement Corporation Statement of Cash Flows

For the Year Ended December 31, 2018

	 2018
Cash Flows from Operating Activities:	
Cash received from operations	\$ 331,631
Cash payments to suppliers for goods and services	(242,522)
Cash payments to employees for services	 (74,639)
Net cash provided (used) by operating activities	14,470
Cash Flows from Capital and Related Financing Activities:	
Cash refunds (payments) of interest	(14)
Purchases of capital assets	(42,803)
Proceeds from sale of capital assets	 850
Net cash provided (used) by operating activities	(41,967)
Cash Flows from Investing Activities:	
Interest on investments	4,354
Payments received for notes receivable	 30,912
Net cash provided (used) by investing activities	 35,266
Increase (decrease) in cash and cash equivalents	7,769
Cash and Cash Equivalents, Beginning of Year	 360,321
Cash and Cash Equivalents, End of Year	\$ 368,090
Reconciliation of Operating Loss to Net Cash Provided (Used) by	
Operating Activities	
Operating income	\$ (37,327)
Adjustments to reconcile operating loss to net cash	
provided by operating activities:	
Depreciation and amortization	44,714
Increase/decrease in operating assets and liabilities	
Prepaid expenses	190
Accrued payroll expenses	89
Other accrued expenses	5,134
Tenant security deposits	1,670
Total adjustments	51,797
Net cash provided (used) by operating activities	\$ 14,470

The accompanying notes are an integral part of the financial statements.

Note 1 – Summary of Significant Accounting Policies

A. Description of the Entity

The CASTLO Community Improvement Corporation, Mahoning County, Ohio (the CIC), is a non-profit corporation created on April 5, 1978 by its three charter members: the City of Campbell, the City of Struthers, and the Village of Lowellville, as a non-designated community improvement corporation under the laws of the State of Ohio. The purpose of the CIC is to advance, encourage and promote the industrial, economic, commercial, and civic development of Campbell, Struthers, Lowellville, Poland Township and Coltsville Township.

B. Basis of Accounting

The financial statements of the CIC have been prepared on the accrual basis of accounting and accordingly, reflect all significant receivables, payables and other liabilities.

C. Basis of Presentation

The financial statements of the CIC have been prepared in accordance with U.S. generally accepted accounting principles (US GAAP), which require the CIC to report information regarding its financial position and activities according to the following net asset classifications:

Net assets without donor restrictions: Net assets that are not subject to donor-imposed restrictions and may be expended for any purpose in performing the primary objectives of the organizations. These net assets may be used at the discretion of the CIC's management and the Board of Directors.

Net assets with donor restrictions: Net assets subject to stipulations imposed by donors and grantors. Some donor restrictions are temporary in nature; those restrictions will be met by action of the CIC or by the passage of time. Other donor restrictions are perpetual in nature, whereby the donor has stipulated the funds be maintained in perpetuity.

Donor-restricted contributions are reported as increases in net assets with donor restrictions. When a restriction expires, net assets are reclassified from net assets with donor restrictions to net assets without donor restrictions in the statement of activities.

D. Revenue Recognition

Income from intergovernmental, rental and program fees are recognized over the period to which fees relate.

E. Cash and Cash Equivalents

For the purposes of the Statement of Cash Flows, cash and cash equivalents include all highly liquid investments with initial maturities of three months or less.

Note 1 – Summary of Significant Accounting Policies (continued)

F. Federal Income Tax

The CIC is an exempt organization under Section 501(c)(4) of the Internal Revenue Code. By virtue of Ohio Law, the CIC is not subject to Ohio income taxes.

Accounting principles generally accepted in the United States require management to evaluate tax positions taken and recognize a tax liability (or asset) if an uncertain tax position has been taken that more likely than not would not be sustained upon examination by the Internal Revenue Service (IRS). Management has concluded that as of December 31, 2018, there are no uncertain positions taken or expected to be taken by the CIC that would require recognition of a liability (or asset) or disclosure in the financial statements. The CIC is subject to routine audits by taxing jurisdictions, however, there are currently no audits for any tax periods in progress. The CIC's Federal Return of Organization Exempt from Income Tax (Form 990) for 2015, 2016 and 2017 are subject to examination by the IRS, generally for three years after they were filed.

G. Property, Plant and Equipment

Equipment is stated at cost and is depreciated over the estimated useful lives by the straight-line method of financial reporting purposes. Repairs and maintenance are charged to operations when incurred and improvements and additions are capitalized. When equipment is sold, or otherwise disposed of, the net asset account and related accumulated depreciation account are relieved, and any gain or loss is included in operations. The CIC has determined that the capitalization threshold has been set at \$5,000 for all capital asset classes.

H. Estimates

Management uses estimates and assumptions in preparing financial statements. These estimates and assumptions affect the reported amounts of assets and liabilities, the disclosure of contingent assets and liabilities, and the reported amounts of revenue and expenses. Actual results could differ from those estimates.

I. Change in Accounting Principle

On Aug. 18, 2016, the FASB issued ASU 2016-14, Not-for-Profit Entities (Topic958) – *Presentation of Financial Statements of Not-for-Profit Entities*. The update addresses the complexity and understandability of net asset classification, deficiencies in information about liquidity and availability of resources, and the lack of consistency in the type of information provided about expenses and investment return. The CIC has adjusted the presentation of these statements accordingly.

Note 2 – Leases Where Company is Lessor

The CIC leases commercial real estate space in Struthers, Ohio. Leases are granted for month-to-month, yearly, and long-term occupancy. All leases are considered to be operating leases.

Note 3 – Deposits with Financial Institutions

Custodial credit risk for deposits is the risk that, in the event of bank failure, the CIC's will not be able to recover deposits or collateral securities that are in possession of an outside party. As of December 31, 2018, the CIC's bank balances of \$368,090 were covered by federal depository insurance or collateralized with securities held by the pledging institution's trust department or agent in the entity's name.

The CIC's deposits are categorized to give an indication of the level of risk assumed by the CIC as of December 31, 2018. The categories are either (1) insured or collateralized with securities held by the entity or by its agent in the entity's name, (2) collateralized with securities held by the pledging institution's trust department or agent in the entity's name, or (3) uncollateralized.

Note 4 – Pension Plan

A Simplified Employee Pension (SEP) is available to all employees with at least three years of employment services. The percentage of each employee's wage, not to exceed 5%, to be put into the pension fund shall be determined by the Board of Directors at each annual meeting. When granted, the SEP shall be immediately and 100% vested with employees. The CIC's total contribution to employee SEP accounts was \$2,384, which is included with Payroll and Benefits on the Statement of Activities.

Note 5 – Risk Management

The CIC is exposed to various risks of loss during the normal course of its business operations, including but not limited to, loss related torts; theft of, damage to, and destruction of assets; errors and omissions; and injuries to employees.

The CIC maintains comprehensive insurance coverage with private carriers for health, real property, and building contents. There was no significant reduction in coverage and no settlements exceeded insurance coverage, during the past four years.

CASTLO Community Improvement Corporation Mahoning County Notes to the Financial Statements

For the Year Ended December 31, 2018

Note 6 – Capital Assets

Changes in capital assets for the year ended December 31, 2018 consisted of the following:

	Balance 1/1/2018	Additions	Deletions	Balance 12/31/2018
Capital Assets, Not Being Depreciated				
Land	\$ 5,388,104	\$ -	\$ -	\$ 5,388,104
Total Capital Assets, Not Being Depreciated	5,388,104	-	-	5,388,104
Capital Assets, Being Depreciated				
Buildings and Improvements	4,485,240	21,378	-	4,506,618
Land Improvements	1,718,162	-	-	1,718,162
Railway Improvements	181,408	-	-	181,408
Furniture, Fixtures and Equipment	8,191	8,668	-	16,859
Vehicles	29,092	-	(5,865)	23,227
Machinery and Equipment	39,372	<u> </u>	<u> </u>	39,372
Total Capital Assets, Being Depreciated	6,461,465	30,046	(5,865)	6,485,646
Accumulated Depreciation				
Buildings and Improvements	(4,116,532)	(39,030)	-	(4,155,562)
Land Improvements	(1,697,279)	(3,572)	-	(1,700,851)
Railway Improvements	(180,408)	(1,000)	-	(181,408)
Furniture, Fixtures and Equipment	(7,588)	(792)	-	(8,380)
Vehicles	(29,092)	-	5,865	(23,227)
Machinery and Equipment	(37,444)	(320)	_	(37,764)
Total Accumulated Depreciation	(6,068,343)	(44,714)	5,865	(6,107,192)
Capital Assets, Net	\$ 5,781,226	\$ (14,668)	\$ -	\$ 5,766,558

Note 7 – Contingent Liability

The CIC participates in several state assisted grants that are subject to financial compliance audits by grantor agencies or their representatives. These audits could lead to a request for reimbursement to the grantor agency for expenditures disallowed under the terms of the grant. The CIC believes that disallowed claims, if any, will not have a material adverse effect on the CIC's financial condition.

Management is not aware of any pending legal claims.

Note 8 – Subsequent Events

The CIC has evaluated subsequent events through June 26, 2019. No events occurred subsequent to the date of the report that would require adjustment or disclosure in the financial statements.

Note 9 – Liquidity and Availability

The following represents the CIC's financial assets at December 31, 2018:

Financial assets at year end:	2018
Cash and cash equivalents	\$368,090
Total financial assets	368.090

Financial assets available to meet general expenditures over the next 12 months: \$368,090

As part of the CIC's liquidity management, its goal generally is to maintain financial assets to meet 290 days of operating expenses.

Note 10 - Prior Period Adjustment

During the prior year, the note receivable balance was understated by \$122,927. CASTLO increased Notes Receivable from \$31,520 to \$154,447, which in turn increased the Net Asset beginning balance as follows:

Net Assets, January 1, 2018	\$ 6,155,455
Adjustments, Net	122,927
Restated Net Assets, January 1, 2018	\$ 6,278,382

Charles E. Harris & Associates, Inc. Certified Public Accountants

INDEPENDENT AUDITOR'S REPORT ON INTERNAL CONTROL OVER FINANCIAL REPORTING AND ON COMPLIANCE AND OTHER MATTERS BASED ON AN AUDIT OF FINANCIAL STATEMENTS PERFORMED IN <u>ACCORDANCE WITH GOVERNMENT AUDITING STANDARDS</u>

CASTLO Community Improvement Corporation Mahoning County 100 South Bridge Street Struthers, OH 44471

To the Board of Trustees:

We have audited, in accordance with the auditing standards generally accepted in the United States 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 the CASTLO Community Improvement Corporation, Mahoning County, Ohio (the CIC) which comprise the statement of financial position as of December 31, 2018, and the statements of activities and cash flows for the year then ended, and the related notes to the financial statements, which collectively comprise the basic financial statements, and have issued our report thereon dated June 26, 2019.

Internal Control Over Financial Reporting

In planning and performing our audit of the financial statements, we considered the CIC'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 the CIC's internal control. Accordingly, we do not express an opinion on the effectiveness of the CIC'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 combination of deficiencies in internal control such that there is a reasonable possibility that a material misstatement of the CIC'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. Therefore, unidentified material weaknesses or significant deficiencies may exist. We did identify a certain deficiency in internal control, described in the accompanying Schedule of Findings, that we consider to be a material weakness. We consider finding 2018-001 to be a material weakness.

CASTLO Community Improvement Corporation
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Independent Auditor's 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
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Compliance and Other Matters

As part of obtaining reasonable assurance about whether the CIC's financial statements are free from 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*.

We also noted a certain matter not requiring inclusion in this report that we reported to the CIC's management in a separate letter dated June 26, 2019.

CIC's Response to Finding

The CIC's response to the finding identified in our audit is described in the accompanying Corrective Action Plan. We did not subject the CIC's response to the auditing procedures applied in the audit of the financial statements and, accordingly, we express no opinion on it.

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 CIC'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 CIC's internal control and compliance. Accordingly, this communication is not suitable for any other purpose.

Charles Having Assaciation

Charles E. Harris & Associates, Inc. June 26, 2019

CASTLO Community Improvement Corporation Mahoning County Schedule of Findings December 31, 2018

Findings Related to the Financial Statements Required to be Reported in Accordance with GAGAS

Finding Number: 2018-001 - Material Weakness

Audit Adjustments and Reclassifications

During audit procedures performed, errors were noted in the CIC's financial statements that required audit adjustments and reclassifications as follows:

- The financial statements did not include all of the required note disclosures. The only note disclosure originally included in the financial statement filing was the capital asset note. The note disclosures also did not properly disclose a change in accounting principle.
- Debt forgiveness was incorrectly posted to decrease outstanding notes receivable. Interest earned on the loan was not posted as revenue.
- The initial report did not implement Financial Accounting Standards Board ASU 2016-14.

The accompanying financial statements and the CIC's records have been adjusted to properly reflect these transactions.

Sound financial reporting is the responsibility of the CIC and is essential to ensure the information provided to the readers of the financial statements is complete and accurate. We recommend the CIC adopt policies and procedures to identify and correct errors and omissions in a timely manner. Management can use Financial Accounting Standards Board (FASB) pronouncements, and Auditor of State guidance to aid in properly identifying account classifications and preparing annual financial statements.

Management's Response:

See Corrective Action Plan on page 15.

CASTLO Community Improvement Corporation Mahoning County

Schedule of Prior Audit Findings (Prepared by Management) For the Year Ended December 31, 2018

Finding Number	Finding Summary	Status	Additional Information
2017-001	Financial Statement Presentation	Not Corrected	Management was not able to fully implement its new policies and procedures related to financial statement preparation and review during the audit period.

CASTLO Community Improvement Corporation Mahoning County

Corrective Action Plan (Prepared by Management) December 31, 2018

Finding Number	Planned Corrective Action	Anticipated Completion Date	Responsible Contact Person
2018-001	Management plans to use more care in completing the financial statements in the future and will review all postings for accuracy.	Immediately	Denise Simon, Administrative Assistant





CASTLO COMMUNITY IMPROVEMENT CORPORATION

MAHONING 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.

CLERK OF THE BUREAU

Susan Babbitt

CERTIFIED SEPTEMBER 12, 2019