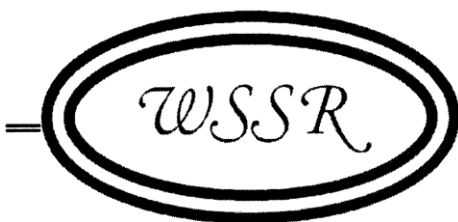


Southern Ohio Diversification Initiative
Pike County, Ohio

Consolidated Financial Statements
For the Year Ended September 30, 2014



Whited Seigneur Sams & Rahe, LLP
CERTIFIED PUBLIC ACCOUNTANTS

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Dave Yost • Auditor of State

Members of the Board
Southern Ohio Diversification Initiative
PO Box 517
Piketon, Ohio 45661

We have reviewed the *Independent Auditor's Report* of the Southern Ohio Diversification Initiative, Pike County, prepared by Whited, Seigneur, Sams & Rahe CPAs, LLP, for the audit period October 1, 2013 through September 30, 2014. 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 Southern Ohio Diversification Initiative is responsible for compliance with these laws and regulations.

A handwritten signature in black ink that reads "Dave Yost".

Dave Yost
Auditor of State

September 1, 2015

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Southern Ohio Diversification Initiative
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For the Fiscal Year Ended September 30, 2014

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June 30, 2015

Members of the Board
Southern Ohio Diversification Initiative

Independent Auditor's Report

Report on the Financial Statements

We have audited the accompanying consolidated financial statements of Southern Ohio Diversification Initiative (a nonprofit organization) (the Initiative) and its subsidiary, which comprise the consolidated statement of financial position as of September 30, 2014, and the related consolidated statements 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 consolidated 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 consolidated 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 consolidated financial statements are free of material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the consolidated financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the consolidated 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 consolidated 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 consolidated 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 consolidated financial statements referred to above present fairly, in all material respects, the consolidated financial position of Southern Ohio Diversification Initiative and its subsidiary as of September 30, 2014 and the changes in the net assets and cash flows for the year then ended in conformity with the accounting principles generally accepted in the United States of America.

Other Matters

Other Information

Our audit was conducted for the purpose of forming an opinion on the consolidated financial statements as a whole. The accompanying supplementary information identified in the table of contents, is presented for purposes of additional analysis and is not a required part of the consolidated financial statements. Such information is the responsibility of management and was derived from and relates directly to the underlying accounting and other records used to prepare the consolidated financial statements. The information has been subjected to the auditing procedures applied in the audit of the consolidated financial statements and certain additional procedures, including comparing and reconciling such information directly to the underlying accounting and other records used to prepare the consolidated financial statements or to the consolidated financial statements themselves, and other additional procedures in accordance with auditing standards generally accepted in the United States of America. In our opinion, the information is fairly stated, in all material respects, in relation to the consolidated financial statements as a whole.

Other Reporting Required by Government Auditing Standards

In accordance with *Government Auditing Standards*, we have also issued our report dated June 30, 2015 on our consideration of the Initiative'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 the Initiative's internal control over financial reporting and compliance.

Respectfully submitted,

WHITED SEIGNEUR SAMS & RAHE, CPAs, LLP

Whited Seigneur Sams & Rahe

Southern Ohio Diversification Initiative
Pike County, Ohio
Consolidated Statement of Financial Position
September 30, 2014

Assets

Current Assets:

Cash and Cash Equivalents	\$ 711,510
Investments	2,000,000
Accounts Receivable	3,030
Prepaid Expenses	<u>5,154</u>
TOTAL CURRENT ASSETS	<u>2,719,694</u>

Property and Equipment:

Land	2,016,600
Land Improvements	895
Building	426,594
Infrastructure	2,524,080
Vehicles	35,189
Equipment	38,165
Furniture and Fixtures	6,688
Less: Accumulated Depreciation	<u>(822,781)</u>
NET PROPERTY AND EQUIPMENT	<u>4,225,430</u>

Other Assets:

Lease Receivable	<u>281,271</u>
TOTAL OTHER ASSETS	<u>281,271</u>

TOTAL ASSETS	<u><u>\$ 7,226,395</u></u>
--------------	----------------------------

Liabilities and Net Assets

Current Liabilities:

Accounts Payable	\$ 30,909
Due to Other Governments	411,855
Accrued Expenses	9,648
Note Payable	<u>281,381</u>
TOTAL CURRENT LIABILITIES	<u>733,793</u>

TOTAL LIABILITIES	733,793
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Net Assets:

Unrestricted

Noncontrolling Interest in SOAR, LLC	21,573
Unrestricted	<u>6,471,029</u>
TOTAL NET ASSETS	<u>6,492,602</u>

TOTAL LIABILITIES AND NET ASSETS	<u><u>\$ 7,226,395</u></u>
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SEE THE ACCOMPANYING NOTES AND AUDITOR'S REPORT

Southern Ohio Diversification Initiative
Pike County, Ohio
Consolidated Statement of Activities
For the Fiscal Year Ended September 30, 2014

Changes in Unrestricted Net Assets

Revenues, Gains, and Other Support:

Charges for Services	\$ 22,105
Intergovernmental	675,000
Rent Income	27,000
Other	886
Contributions & Donations	1,666,753
Interest Income	12,243
TOTAL REVENUES, GAINS, AND OTHER SUPPORT	<u>2,403,987</u>

Expenses:

Personnel Costs	169,203
Professional Fees	215,768
Contract Labor	1,118,973
Property Tax	22,530
Utilities	22,736
Administrative	40,881
Grant Pass-Through	675,000
Interest Expense	6,639
Depreciation	78,524
TOTAL EXPENSES	<u>2,350,254</u>

CHANGE IN NET ASSETS 53,733

Net assets, beginning of year - As restated 6,585,869

Distributions to Non-controlling Interest (147,000)

Net assets, end of year \$ 6,492,602

SEE THE ACCOMPANYING NOTES AND AUDITOR'S REPORT

Southern Ohio Diversification Initiative
Pike County, Ohio
Consolidated Statement of Cash Flows
For the Fiscal Year Ended September 30, 2014

Cash Flows From Operating Activities:

Cash Received from Customers	\$	142,021
Cash Received from Rent		27,000
Cash Received from Other Sources		2,754,494
Cash Paid to Suppliers		(1,545,522)
Grant Paid to Other Government		(675,000)
Cash Paid to Employees for Services and Benefits		(167,186)
Net Cash Provided by Operating Activities		535,807

Cash Flows From Capital and Related Financing Activities:

Interest Payments		(6,639)
Principal Payments		(16,370)
Net Cash Used for Capital and Related Financing Activities		(23,009)

Cash Flows From Investing Activities:

Capital Outlay		(18,060)
Interest Income		12,243
Cash Distribution to Partner Company		(147,000)
Principal Repayment on Lease Receivable		13,685
Net Cash Used By Investing Activities		(139,132)

Net Increase in Cash and Cash Equivalent		373,666
Cash and Cash Equivalent Beginning of Year		337,844
Cash and Cash Equivalent End of Year	\$	711,510

Reconciliation of Change in Net Assets to Net Cash Provided By Operating Activities:

Net Income	\$	53,733
Depreciation		78,524
Interest Income Not Included in Operating Activities		(12,243)
Interest Payment Not Included in Operating Activities		6,639
Adjustments to Reconcile Net Income to Net Cash Provided for Operating Activities:		
Decrease in Accounts Receivable		127,331
Decrease in Prepaid Expenses		8,326
Decrease in Accounts Payable		(140,375)
Increase in Due to Other Governments		411,855
Decrease in Accrued Expenses		2,017
Total Adjustments		409,154
Net Cash Provided By Operating Activities	\$	535,807

SEE THE ACCOMPANYING NOTES AND AUDITOR'S REPORT

Southern Ohio Diversification Initiative
Pike County
Notes to the Consolidated Financial Statements
For the Fiscal Year Ended September 30, 2014

NOTE 1 - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

A. DESCRIPTION OF THE ENTITY

The Southern Ohio Diversification Initiative (the Initiative) was chartered in July of 1997 as a non-profit Ohio corporation organized under Title XVII, Chapters 1724 and 1702, Ohio Revised Code, the Not for Profit Corporation Law of Ohio filed with the Secretary of State. The sole purpose for which the Initiative was formed is to advance, encourage, and promote the industrial, economic, commercial and civic development of Pike, Scioto, Jackson and Ross Counties, in the State of Ohio. The Initiative acts as a Community Reuse Organization (CRO) to deal with the impact of the planned closing of the Portsmouth Gaseous Diffusion Plant located in Pike County, Ohio. The Initiative has been officially recognized by the U.S. Department of Energy as a CRO. The Initiative operates under the direction of a fifteen member board of trustees. An appointed staff consisting of an executive director and a financial manager are responsible for fiscal control of the resources of the Initiative. The Initiative serves Jackson, Pike, Ross and Scioto Counties.

To facilitate the efficient processing of excess personal property received from the Portsmouth Gaseous Diffusion Plant, the Initiative has a 51% ownership interest in a limited liability company, Southern Ohio Asset Recovery, LLC. These consolidated financial statements incorporate the financial statements for Southern Ohio Asset Recovery, LLC (SOAR, LLC).

B. BASIS OF ACCOUNTING

Basis of accounting refers to when revenues and expenses are recognized in the accounts and reported in the financial statements. Basis of accounting relates to the timing of the measurements made, regardless of the measurement focus applied.

For financial statement presentation purposes, the Initiative utilizes the accrual basis of accounting and the accompanying consolidated financial statements included the accounts of the Initiative and Southern Ohio Asset Recovery, LLC. Inter-organization balances and transactions have been eliminated in consolidation. Southern Ohio Asset Recovery, LLC has a fiscal year end of December 31 while the Initiative has a fiscal year end of September 30. Any material inter-organization balances and transactions have been eliminated between the September 30 year end and the December 31 year end. Under this method of accounting, revenues are recognized when they are earned. The Initiative reports gifts of cash, grants and other assets as temporarily restricted support if they are received with donor stipulations that limit the use of the donated assets. When a donor restriction expires, that is, when a stipulated time restriction ends or purpose restriction is accomplished, temporarily restricted net assets are reclassified to unrestricted net assets and reported in the statement of activities as net assets released from restrictions.

Expenses are recognized under the accrual basis of accounting when the liability is incurred.

C. FINANCIAL STATEMENT PRESENTATION

The amounts for each of three classes of net assets: unrestricted, temporarily restricted and permanently restricted, are required to be presented in an aggregated statement of financial position and that the amounts of changes in each of those classes of net assets be presented in a statement of activities. This statement requires that resources be classified into three net asset categories according to donor-imposed restriction. A description of each of the categories is as follows:

Unrestricted Net Assets

Assets which are free of donor-imposed restrictions; all revenues, expenses, gains and losses that are not changes in temporarily or permanently restricted net assets.

Southern Ohio Diversification Initiative
Pike County
Notes to the Consolidated Financial Statements
For the Fiscal Year Ended September 30, 2014

NOTE 1 - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

C. FINANCIAL STATEMENT PRESENTATION (continued)

Temporarily Restricted Net Assets

Assets which include gifts and pledges receivable for which donor-imposed restrictions have not been met and for which the ultimate purpose of the proceeds are not permanently restricted.

Permanently Restricted Net Assets

Assets that are subject to restrictions of gift instruments requiring that the principal be invested in perpetuity. The income from these assets is included in the investment income of unrestricted and restricted funds, as appropriate, in the accompanying statement of activities.

When a donor restriction expires, that is, when a stipulated time restriction expires or purpose restriction is accomplished, restricted net assets are reclassified to unrestricted net assets and reported in the statement of activities as net assets released from restrictions. There were no restrictions on the Initiative's net assets as of September 30, 2014.

D. COMPENSATED ABSENCES

Accumulated vacation leave and accumulated compensatory time are recorded as an expense and liability of the Initiative as the benefits accrue to the employees. Sick leave is accrued at 3.7 hours of sick leave per pay period to a maximum accrual of 960 hours. Vacation leave is accrued according to years of service with a maximum accrual of 160 hours. There were no unpaid accruals as of fiscal year end.

E. CASH AND INVESTMENTS

The Initiative's cash and investments consist of cash on hand, deposits and certificates of deposit.

For purposes of the statement of cash flows and for presentation on the statement of financial assets, investments with a maturity of three months or less at the time of purchase are considered to be cash equivalents. Investments with an initial maturity of more than three months are reported as investments.

F. PROPERTY AND EQUIPMENT

The property and equipment values were determined based on original acquisition costs at the time of purchase. Donated property and equipment are capitalized at estimated fair market value on the date donated. The Initiative has established \$500 as the threshold for which property and equipment are to be reported. The costs of normal maintenance and repairs that do not add to the value of the asset or materially extend asset lives are not capitalized. Improvements that extend the useful life or increase the capacity of operating efficiency of the asset are capitalized at cost. Depreciation has been provided based on the MACRS method over the following useful lives:

<u>Description</u>	<u>Estimated Lives</u>
Land Improvements	5 years
Buildings	40 years
Infrastructure	40 years
Vehicles	5 years
Furniture and Fixtures	7 years

Southern Ohio Diversification Initiative
Pike County
Notes to the Consolidated Financial Statements
For the Fiscal Year Ended September 30, 2014

NOTE 1 - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

G. INCOME TAXES

The Initiative is a not for profit corporation and is exempt from income taxes under Section 501(c)(3) of the Internal Revenue Code. The Initiative is also exempt from Ohio income tax. All IRS Form 990, *Return of Organization Exempt from Income Tax*, have been timely filed and are subject to examination by the IRS, generally for three years after they are filed. The Initiative's subsidiary is a limited liability company that files separate partnership tax returns. All subsidiary tax returns have been timely filed and are subject to examination by the IRS, generally for three years after they are filed.

H. ESTIMATES

The 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 amounts reported in the financial statements and accompanying notes. Actual results may differ from those estimates.

I. ACCOUNTS RECEIVABLE

Accounts receivable and revenue are recorded when services are performed. The Initiative reports receivables at net realizable value. Management does not book an allowance for doubtful accounts due to past experience of collectability.

J. DUE TO OTHER GOVERNMENTS

The Initiative receives excess personal property by the United States Department of Energy (DOE) from the Portsmouth Gaseous Diffusion Plant. The Initiative may transfer the property to businesses, municipalities, or organizations in the region in order to create new employment opportunities or provide assistance to residents affected by the plant downsizing. The Initiative may also sell the property if it would have limited value in job creation. In consideration for the property transferred, DOE is due 50% of the value of assets with an original acquisition cost of \$50,000-\$250,000. Property with a value of \$50,000 or less is provided at no cost to the Initiative. Consideration for excess personal property with an initial acquisition value of more than \$250,000 will be determined on a case by case basis, using 50% of estimated fair market value as a starting point. As of September 30, 2014, the Initiative has determined that \$411,855 was due back to the United States Department of Energy.

K. DATE OF MANAGEMENT'S REVIEW

In preparing these financial statements, management has evaluated subsequent events and transactions for potential recognition through June 30, 2015 the date the financial statements were available to be issued.

NOTE 2 - CASH AND INVESTMENTS

Deposits - Custodial credit risk for deposits is the risk that in the event of bank failure, the Initiative's deposits may not be returned. According to state law, public depositories must give security for all public funds on deposit in excess of those funds that are insured by the Federal Deposit Insurance Corporation (FDIC) or by any other agency or instrumentality of the federal government. These institutions may either specifically collateralize individual accounts in lieu of amounts insured by the FDIC, or may pledge a pool of government securities valued at least 105% of the total value of public monies on deposit at the institution. The Initiative's policy is to deposit money with financial institutions that are able to abide by the laws governing insurance and collateralization of public funds.

Southern Ohio Diversification Initiative
Pike County
Notes to the Consolidated Financial Statements
For the Fiscal Year Ended September 30, 2014

NOTE 2 - CASH AND INVESTMENTS (continued)

As of September 30, 2014, the carrying amount of cash was \$711,510 - \$662,807 for the Initiative and \$48,703 for the subsidiary. In addition, the Initiative has invested \$2,000,000 in a certificate of deposit. Of the Initiative's bank balances of \$2,679,762, federal depository insurance covers the first \$250,000 with the remainder, \$2,429,792, collateralized by the financial institutions' public entity deposit pools in the manner described above. The subsidiary's bank balance was fully insured under the federal depository insurance.

NOTE 3 - RISK MANAGEMENT

The Initiative is exposed to various risks of loss related to torts; theft of, damage to, and destruction of assets; errors and omissions; injuries to employees; and natural disasters. For fiscal year 2014, the Initiative contracted with Cincinnati Insurance Company for real property, building contents, and vehicle insurance coverage.

Coverages provided by the program are as follows:

General Liability	\$2 million Annual Aggregate Limit
Automobile	\$1 million
Property	\$1.114 million
Crime	\$500 thousand
Directors & Officers Liability	\$1 million
Umbrella	\$2 million

Health insurance was provided by a private carrier, Medical Mutual of Ohio, for the year. Workers' compensation benefits are provided through the State Bureau of Workers' Compensation. The Initiative has not incurred significant reductions in insurance coverage from coverage in the prior year by major category of risk. Settled claims resulting from these risks have not exceeded commercial insurance coverage in any of the past three years.

NOTE 4 - PENSION PLAN

All employees of the Initiative contribute into a simple IRA, a privately defined contribution pension plan. The Initiative contributes 3% of an employee's gross wages into the plan. An hourly employee must work six months prior to becoming eligible for the plan. A member is fully vested immediately and can retire at the age of 62. No employees were participating in the plan in 2014.

NOTE 5 - CONTINGENCIES

The Initiative was not involved in any litigation as of September 30, 2014.

NOTE 6 - LOANS PAYABLE

During fiscal year 2013 the Initiative entered into a loan agreement in the amount of \$300,025 for the purpose of constructing a facility for the Ohio Valley Regional Development Commission (OVRDC). This loan was originally issued in December 2012 at 2.5% interest for an eight month period and then it was renegotiated and extended into a twelve month loan at 2.3% interest. The note matured in July of 2014 and was subsequently renewed with the principal and interest being payable in full at maturity on July 25, 2015. However, the Initiative is making monthly payments of \$1,769.91. The loan is being secured with the certificate of deposit.

The facility is owned by the Initiative; however, the Initiative entered into a long term capital lease with OVRDC whereby OVRDC will make monthly rental payments to the Initiative in the amount of \$1,769.91 which provides the Initiative with sufficient cash flow to make the principal and interest payments on the loan. OVRDC utilizes the facility and the Initiative has recorded a lease receivable on their financial statements which will be amortized over twenty years using the same interest rate as the loan. The Initiative has not recorded the facility on their financial statements as it is structured as a long term capital lease.

Southern Ohio Diversification Initiative
Pike County
Notes to the Consolidated Financial Statements
For the Fiscal Year Ended September 30, 2014

NOTE 7- OPERATING LEASE

In August 2011, the Initiative entered into a 36 month lease for a Xerox copier. The lease term has a minimum payment of \$138.53 per month plus additional fees for supplies and copy volume. Total expenses for the year ending September 30, 2014 related to the lease were \$1,662. The lease expired and the copier was returned.

NOTE 8 – RESTATEMENT OF BEGINNING NET ASSETS

The Initiative elected to prepare consolidated financial statements for the fiscal year ended September 30, 2014, whereas in prior years they had elected to omit Southern Ohio Asset Recovery, LLC from their financial statements. The net effect on net assets as of October 1, 2013 was as follows:

Net Assets – September 30, 2013 – As previously reported	\$6,597,335
Correction to prepare consolidated financial statements	<u>(11,466)</u>
Net Assets – October 1, 2013 – As restated	<u>\$6,585,869</u>

NOTE 9 – RECONCILIATION OF THE CHANGES IN NET ASSETS

The changes in net assets were as follows for fiscal year 2014:

	<u>Unrestricted</u>	<u>Noncontrolling Interest in SOAR, LLC</u>	<u>Total</u>
Balance (deficit) at September 30, 2013	\$ 6,597,335	\$ -	\$ 6,597,335
Restate to reflect investment in SOAR, LLC	<u>(5,848)</u>	<u>(5,618)</u>	<u>(11,466)</u>
Restated balance, October 1, 2013	6,591,487	(5,618)	6,585,869
Net Income(Loss)	(93,267)	-	(93,267)
Partner distributions	147,000	(147,000)	-
Equity in earnings in SOAR, LLC	<u>(174,191)</u>	<u>174,191</u>	<u>-</u>
Net Assets, September 30, 2014	<u>\$ 6,471,029</u>	<u>\$ 21,573</u>	<u>\$ 6,492,602</u>



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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**

June 30, 2015

Members of the Board
Southern Ohio Development Commission

We have audited, 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, the financial statements of Southern Ohio Diversification Initiative (a nonprofit organization) (the Initiative), which comprise the consolidated statement of financial position as of September 30, 2014, and the related consolidated statements of activities, and cash flows for the year then ended, and the related notes to the financial statements, and have issued our report thereon dated June 30, 2015.

Internal Control Over Financial Reporting

In planning and performing our audit of the consolidated financial statements, we considered the Initiative'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 consolidated financial statements, but not for the purpose of expressing an opinion on the effectiveness of the Initiative's internal control. Accordingly, we do not express an opinion on the effectiveness of the Initiative'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 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 over financial reporting 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 significant deficiencies or material weaknesses. Given these limitations, during our audit we did not identify any deficiencies in internal control that we consider to be material weaknesses. We did identify a certain deficiency in internal control, see Finding 2014-001, described in the accompanying schedule of findings and responses that we consider to be a significant deficiency.

Compliance and Other Matters

As part of obtaining reasonable assurance about whether the Initiative's consolidated 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 an instance of noncompliance or other matters that is required to be reported under *Government Auditing Standards* and which is described in the accompanying schedule of findings and responses as Finding 2014-001.

The Initiative's Response to Findings

The Initiative's response to the findings identified in our audit is described in the accompanying schedule of findings and responses. The Initiative's response was not subjected 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 organization'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 organization's internal control and compliance. Accordingly, this communication is not suitable for any other purpose.

Respectfully submitted,

WHITED SEIGNEUR SAMS & RAHE CPAs, LLP

Whited Seigneur Sams & Rahe

Southern Ohio Diversification Initiative
Pike County
Schedule of Findings and Responses
For the Fiscal Year Ended September 30, 2014

Finding 2014-001 Material Noncompliance and Significant Deficiency in Internal Controls

Criteria: Internal controls should be in place to insure timely and correct filing of (unaudited) annual GAAP financial reports to the Auditor of State (Ohio Rev Code § 1726.11). The corporation must file the annual report within 120 days of fiscal year end. Additionally, a time table for meetings and deadlines is incorporated as part of the contract for audit services between the Auditor of State, the audit firm, and the Initiative. The date for delivery of the financial statements was December 1, 2014.

Condition: Whereas an annual report was filed with the Auditor of State by the deadline stated above, it was materially misstated, in part due to not consolidating the activities of SOAR, LLC. It was determined after fiscal year 2013's audit that consolidated financial statements would need to be prepared in order to present financial information that was materially accurate and complete. This information was communicated at that time to the Initiative's accountant who prepares the annual financial report.

Cause: Management is unable to identify and compile consolidation and elimination entries in a timely manner.

Effect: Two extensions for the audit deadline were obtained from the Auditor of State to provide time for consolidated financial statements to be prepared and presented. Consolidated financial statements were presented one week before the extended audit deadline.

Recommendation: Management should implement internal controls over the report preparation process to ensure that an accurate and complete financial report is filed with the Auditor of State by the 120 day deadline.

Management's Response: Management plans to work closely with SOAR and their accountant to make sure that future financial reports are filed on time.

Southern Ohio Diversification Initiative
Pike County, Ohio
Consolidating Statement of Financial Position
September 30, 2014

	Parent Company Southern Ohio Diversification Initiative	Subsidiary Company Southern Ohio Asset Recovery, LLC	Eliminations	Consolidated Totals
Assets				
Current Assets:				
Cash and Cash Equivalents	\$ 662,807	\$ 48,703	\$ -	\$ 711,510
Investments	2,000,000	-	-	2,000,000
Accounts Receivable	10,445	-	(7,415)	3,030
Prepaid Expenses	3,821	1,333	-	5,154
TOTAL CURRENT ASSETS	<u>2,677,073</u>	<u>50,036</u>	<u>(7,415)</u>	<u>2,719,694</u>
Property and Equipment:				
Land	2,016,600	-	-	2,016,600
Land Improvements	895	-	-	895
Building	426,594	-	-	426,594
Infrastructure	2,524,080	-	-	2,524,080
Vehicles	35,189	-	-	35,189
Equipment	38,165	-	-	38,165
Furniture and Fixtures	6,688	-	-	6,688
Less: Accumulated Depreciation	(822,781)	-	-	(822,781)
NET PROPERTY AND EQUIPMENT	<u>4,225,430</u>	<u>-</u>	<u>-</u>	<u>4,225,430</u>
Other Assets:				
Lease Receivable	281,271	-	-	281,271
Investment in SOAR, LLC	22,453	-	(22,453)	-
TOTAL OTHER ASSETS	<u>303,724</u>	<u>-</u>	<u>(22,453)</u>	<u>281,271</u>
TOTAL ASSETS	<u>\$ 7,206,227</u>	<u>\$ 50,036</u>	<u>\$ (29,868)</u>	<u>\$ 7,226,395</u>
Liabilities and Net Assets				
Current Liabilities:				
Accounts Payable	\$ 32,313	\$ 6,011	\$ (7,415)	\$ 30,909
Due to Other Governments	411,855	-	-	411,855
Accrued Expenses	9,648	-	-	9,648
Note Payable	281,381	-	-	281,381
TOTAL CURRENT LIABILITIES	<u>735,197</u>	<u>6,011</u>	<u>(7,415)</u>	<u>733,793</u>
TOTAL LIABILITIES	735,197	6,011	(7,415)	733,793
Net Assets:				
Unrestricted				
Noncontrolling Interest in SOAR, LLC	-	-	21,573	21,573
Unrestricted	6,471,030	44,025	(44,026)	6,471,029
TOTAL NET ASSETS	<u>6,471,030</u>	<u>44,025</u>	<u>(22,453)</u>	<u>6,492,602</u>
TOTAL LIABILITIES AND NET ASSETS	<u>\$ 7,206,227</u>	<u>\$ 50,036</u>	<u>\$ (29,868)</u>	<u>\$ 7,226,395</u>

Southern Ohio Diversification Initiative
Pike County, Ohio
Consolidating Statement of Activities
For the Fiscal Year Ended September 30, 2014

	Parent Company Southern Ohio Diversification Initiative	Subsidiary Company Southern Ohio Asset Recovery, LLC	Eliminations	Consolidated Totals
Changes in Unrestricted Net Assets				
Revenues, Gains, and Other Support:				
Charges for Services	\$ 131,473	\$ 1,625,846	\$(1,735,214)	\$ 22,105
Intergovernmental	675,000	-	-	675,000
Rent Income	27,000	-	-	27,000
Other	886	-	-	886
Contributions & Donations	1,666,753	-	-	1,666,753
Interest Income	12,243	-	-	12,243
TOTAL REVENUES, GAINS, AND OTHER SUPPORT	2,513,355	1,625,846	(1,735,214)	\$ 2,403,987
Expenses:				
Personnel Costs	169,203	-	-	169,203
Professional Fees	1,799,816	53,329	(1,637,377)	215,768
Contract Labor	609	1,216,201	(97,837)	1,118,973
Property Tax	22,530	-	-	22,530
Utilities	22,736	-	-	22,736
Administrative	40,056	825	-	40,881
Grant Pass-Through	675,000	-	-	675,000
Interest Expense	6,639	-	-	6,639
Depreciation	78,524	-	-	78,524
TOTAL EXPENSES	2,815,113	1,270,355	(1,735,214)	2,350,254
CHANGE IN NET ASSETS	(301,758)	355,491	-	53,733
Net assets, beginning of year - As Restated	6,591,487	(11,466)	5,848	6,585,869
Equity in Earnings of SOAR, LLC - Subsidiary	181,301	-	(181,301)	-
Distributions				
SODI - Parent Company	-	(153,000)	153,000	-
Other	-	(147,000)	-	(147,000)
TOTAL OTHER ITEMS	181,301	(300,000)	(28,301)	(147,000)
Net assets, end of year	<u>\$ 6,471,030</u>	<u>\$ 44,025</u>	<u>\$ (22,453)</u>	<u>\$ 6,492,602</u>

Southern Ohio Diversification Initiative
Pike County, Ohio
Consolidating Statement of Cash Flows
For the Fiscal Year Ended September 30, 2014

	Parent Company Southern Ohio Diversification Initiative	Subsidiary Company Southern Ohio Asset Recovery, LLC	Eliminations	Consolidated Totals
Cash Flows From Operating Activities:				
Cash Received from Customers	\$ 258,804	\$ 1,625,846	\$ (1,742,629)	\$ 142,021
Cash Received from Rent	27,000	-	-	27,000
Cash Received from Other Sources	2,754,494	-	-	2,754,494
Cash Paid to Suppliers	(1,878,858)	(1,409,293)	1,742,629	(1,545,522)
Grant Paid to Other Government	(675,000)	-	-	(675,000)
Cash Paid to Employees for Services and Benefits	(167,186)	-	-	(167,186)
Net Cash Provided by Operating Activities	<u>319,254</u>	<u>216,553</u>	<u>-</u>	<u>535,807</u>
Cash Flows From Capital and Related Financing Activities:				
Interest Payments	(6,639)	-	-	(6,639)
Principal Payments	(16,370)	-	-	(16,370)
Net Cash Used for Capital and Related Financing Activities	<u>(23,009)</u>	<u>-</u>	<u>-</u>	<u>(23,009)</u>
Cash Flows From Investing Activities:				
Capital Outlay	(18,060)	-	-	(18,060)
Interest Income	12,243	-	-	12,243
Cash Distribution from SOAR, LLC	153,000	-	(153,000)	-
Cash Distribution to Partner Company	-	(300,000)	153,000	(147,000)
Principal Repayment on Lease Receivable	13,685	-	-	13,685
Net Cash Used By Investing Activities	<u>160,868</u>	<u>(300,000)</u>	<u>-</u>	<u>(139,132)</u>
Net Increase in Cash and Cash Equivalent	457,113	(83,447)	-	373,666
Cash and Cash Equivalent Beginning of Year	<u>205,694</u>	<u>132,150</u>	<u>-</u>	<u>337,844</u>
Cash and Cash Equivalent End of Year	<u>\$ 662,807</u>	<u>\$ 48,703</u>	<u>\$ -</u>	<u>\$ 711,510</u>
Reconciliation of Change in Net Position to Net Cash Provided By Operating Activities:				
Net Income	\$ (301,758)	\$ 355,491	\$ -	\$ 53,733
Depreciation	78,524	-	-	78,524
Interest Income Not Included in Operating Activities	(12,243)	-	-	(12,243)
Interest Payment Not Included in Operating Activities	6,639	-	-	6,639
Equity in Earnings of SOAR, LLC - Subsidiary Not Included In Operating Activities	(181,301)	-	181,301	-
Adjustments to Reconcile Net Income to Net Cash Provided for Operating Activities:				
Decrease in Accounts Receivable	127,331	-	-	127,331
Decrease in Prepaid Expenses	1,493	6,833	-	8,326
Increase in Accounts Payable	5,396	(145,771)	-	(140,375)
Increase in Due to Other Governments	411,855	-	-	411,855
Increase in Accrued Expenses	2,017	-	-	2,017
Total Adjustments	<u>548,092</u>	<u>(138,938)</u>	<u>-</u>	<u>409,154</u>
Net Cash Provided By Operating Activities	<u>\$ 137,953</u>	<u>\$ 216,553</u>	<u>\$ 181,301</u>	<u>\$ 535,807</u>



Dave Yost • Auditor of State

SOUTHERN OHIO DIVERSIFICATION INITIATIVE

PIKE 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
SEPTEMBER 10, 2015