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INDEPENDENT ACCOUNTANTS' REPORT

Port Authority Van Wert County 114 East Main Street Van Wert, Ohio 45891

To the Board of Directors:

We have audited the accompanying financial statements of the business-type activities of the Port Authority, Van Wert County, (the Authority), a component unit of Van Wert County, as of and for the years ended December 31, 2011 and 2010, which collectively comprise the Authority's basic financial statements as listed in the table of contents. These financial statements are the responsibility of the Authority's management. 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 the Comptroller General of the United States' *Government Auditing Standards*. Those standards require that we plan and perform the audit to reasonably assure whether the financial statements are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation. We believe our audit provides a reasonable basis for our opinions.

In our opinion, the financial statements referred to above present fairly, in all material respects, the respective financial position of the business-type activities of the Port Authority, Van Wert County, Ohio, as of December 31, 2011 and 2010, and the respective changes in financial position and cash flows, thereof for the years then ended in conformity with accounting principles generally accepted in the United States of America.

In accordance with *Government Auditing Standards*, we have also issued our report dated July 11, 2012, on our consideration of the Port Authority'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. While we did not opine on the internal control over financial reporting or on compliance, that report describes the scope of our testing of internal control over financial reporting and compliance and the results of that testing. That report is an integral part of an audit performed in accordance with *Government Auditing Standards*. You should read it in conjunction with this report in assessing the results of our audit.

Port Authority Van Wert County Independent Accountants' Report Page 2

Accounting principles generally accepted in the United States of America require this presentation to include *Management's discussion and analysis*, as listed in the table of contents, to supplement the basic financial statements. Although this information is not part of the basic financial statements, the Governmental Accounting Standards Board considers it essential 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 other assurance.

Dave Yost Auditor of State

July 11, 2012

MANAGEMENT DISCUSSION AND ANALYSIS FOR THE YEARS ENDED DECEMBER 31, 2011 AND 2010 (UNAUDITED)

The discussion and analysis of the Van Wert County Port Authority (the Authority) financial performance provides an overall view of the Authority's financial activities for the fiscal years ended December 31, 2011 and 2010. The intent of this discussion and analysis is to look at the Authority's financial performance as a whole; readers should also review the notes to the basic financial statements and financial statements to enhance their understanding of the Authority's financial performance.

FINANCIAL HIGHLIGHTS

During 2010, the Authority officially abandoned a portion of track. A portion of the track proceeds were held by the Authority to be used to pay for the reconstruction of the railroad crossings. In accordance with the agreement made when the railroad property was originally transferred to the Authority, the Authority remitted 90% of the proceeds from the salvage of track (after deducting amounts for the repairs for the railroad crossing) to the Ohio Rail Development Commission (ORDC).

During 2011, the crossing repairs were completed and additional monies were remitted for the track salvage to the ORDC. This caused a decrease in net assets of \$476,775.

USING THIS ANNUAL FINANCIAL REPORT

This report consists of three parts, Management's Discussion and Analysis (MD&A), the basic financial statements, and notes to those statements. The basic financial statements include a statement of net assets, a statement of revenues, expenses and changes in net assets, and a statement of cash flows.

Statement of Net Assets - The Statement of Net Assets answers the question, "How did we do financially during the year?" This statement includes all assets and liabilities, both financial and capital, and short-term and long-term using the accrual basis of accounting and economic resources focus, which is similar to the accounting used by most private-sector companies. This basis of accounting considers all of the current year's revenues and expenses regardless of when cash is received or paid.

Table 1 provides a summary of the Authority's net assets for fiscal year 2011 compared to fiscal years 2010 and 2009.

Table 1					
	2011	2010	2009		
Assets:					
Cash	\$259,014	\$625,640	\$ 25,939		
Depreciable Capital Assets, Net	8,298	9,117	25,335		
Non Depreciable Capital Assets	56,352	56,352	56,352		
Total Assets	323,664	691,109	107,626		
Liabilities:					
Accounts Payable	249,676	140,346	130		
Net Assets:					
Invested in Capital Assets	64,650	65,469	81,687		
Unrestricted	9,338	485,294	25,809		
Total Net Assets	\$ 73,988	\$550,763	\$107,496		

During 2010, the Authority officially abandoned a portion of track. Total net assets increased \$443,267 as a result of an increase in cash from the salvage of track. During 2011, the Authority paid for crossing repairs causing cash to decrease. The accounts payable is amount owed to the ORDC for additional track salvage reimbursements.

MANAGEMENT DISCUSSION AND ANALYSIS FOR THE YEARS ENDED DECEMBER 31, 2011 AND 2010 (Continued)

The Statement of Revenues, Expenses, and Changes in Net Assets shows the cost of operating expenses and the revenues offsetting those services. Table 2 shows the total amount of operating and non-operating expenses and the revenues associated with those expenses for the year. That is, it identifies the amount of operating expenses supported by operating funding sources.

	Table 2			
	2011	2010	2009	
Operating Revenues:			•	
Rent	\$ 2,920	\$ 2,920	\$ 2,920	
Easement Revenue	3,000			
Other	5,806			
Total Operating Revenues	11,726	2,920	2,920	
Operating Expenses:				
Other Operating Expenses	238,006	21,435	616	
Depreciation	819	819	2,103	
Total Operating Expenses	238,825	22,254	2,719	
Total Operating Income (Loss)	(227,099)	(19,334)	201	
Special Item		•		
Gain on the Sale of Salvaged Track		1,556,141		
Track Salvage Reimbursements	(249,676)	(1,093,540)		
Total Special Item	(249,676)	462,601	-	
Change in Net Assets	(476,775)	443,267	201	
Net Assets - Beginning of Year	550,763	107,496	107,295	
Net Assets - End of Year	\$73,988	\$550,763	\$107,496	

In accordance with the agreement made when the railroad property was originally transferred to the Authority, the Authority remitted 90% of the proceeds from the salvage of track to the ORDC. During 2011, the Authority's other operating expenses increased due to crossing repairs. The easement revenue is a partial initial payment received from with BP Wind Energy of North America, Inc. for an agreement signed in January 2012.

CAPITAL ASSETS

At the end of fiscal year 2011, the Authority had \$64,650 invested in land, buildings and infrastructure. At the end of fiscal year 2010, the Authority had \$65,469 invested in land, buildings and infrastructure. See Note 3 for further information.

DEBT

The Authority did not have any outstanding debt at December 31, 2011 and 2010.

MANAGEMENT DISCUSSION AND ANALYSIS FOR THE YEARS ENDED DECEMBER 31, 2011 AND 2010 (Continued)

CURRENT ISSUES

In January 2011, the Authority was awarded a \$500,000 grant from the Ohio Rail Development Commission. The \$500,000 grant is to rehabilitate a 4,200' branchline currently leased and operated by the Chicago, Ft. Wayne, & Eastern Railroad (CFER) that currently is used to serve a grain elevator, Scott Equity. In order for it to be certified as a Job Ready Site, the rail track must meet FRA Class II standards and handle 286,000 pound cars. The ORDC funds come from the proceeds of the salvaging of approximately 11 miles of the SPEG line between Elgin and Glenmore in Van Wert County. This reimbursable grant project is anticipated to be completed by December 31, 2012.

On January 18, 2012, the Port Authority signed an easement agreement with BP Wind Energy of North America, Inc. Under the terms of the agreement, the Port Authority granted a transmission easement in exchange for annual preconstruction payments of \$11,000 and a post-construction payment of \$88,387.

CONTACTING THE AUTHORITY'S FINANCIAL MANAGEMENT

This financial report is designed to provide citizens with a general overview of the Authority's finances and to show the Authority's accountability for the money it receives. If you have questions about this report or need additional information contact Darlene Myers, 114 East Main Street, Van Wert, Ohio 45891.

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STATEMENT OF NET ASSETS DECEMBER 31, 2011 AND 2010

	2011	2010
Current Assets:		
Cash	\$259,014	\$625,640
Non Current Assets:		
Depreciable Capital Assets, Net	8,298	9,117
Nondepreciable Capital Assets	56,352	56,352
Total Non Current Assets	64,650	65,469
Total Assets	323,664	691,109
Liabilities:		
Accounts Payable	249,676	140,346
Net Assets:		
Invested in Capital Assets, Net of Related Debt	64,650	65,469
Unrestricted	9,338	485,294
Total Net Assets	\$73,988	\$550,763
		·

The notes to the financial statements are an integral part of this statement.

STATEMENT OF REVENUES, EXPENSES AND CHANGES IN NET ASSETS FOR THE YEARS ENDED DECEMBER 31, 2011 AND 2010

	2011	2010
Operating Revenues:		
Rent	\$2,920	\$2,920
Easement Revenue	3,000	
Other	5,806	
Total Operating Revenues	11,726	2,920
Operating Expenses:		
Other Operating Expenses	238,006	21,435
Depreciation	819	819
Total Operating Expenses	238,825	22,254
Operating Loss	(227,099)	(19,334)
Special Item:		
Gain on the Sale of Salvaged Track		1,556,141
Track Salvage Reimbursements	(249,676)	(1,093,540)
Total Special Item	(249,676)	462,601
Change in Net Assets	(476,775)	443,267
Net Assets - Beginning of Year	550,763	107,496
Net Assets - End of Year	\$73,988	\$550,763

The notes to the financial statements are an integral part of this statement.

STATEMENT OF CASH FLOWS FOR THE YEARS ENDED DECEMBER 31, 2011 AND 2010

	2011	2010
Cash Flows From Operating Activities:		
Cash Received from Rental Income	\$2,920	\$2,920
Cash Received from Easements	3,000	
Cash Received from Other Operating Revenues	5,806	
Cash Payments for Other Operating Expenses	(270,414)	(3,315)
Net Cash Used for Operating Activities	(258,688)	(395)
Cash Flows from Capital and Related Financing Activities:		
Proceeds from the sale of salvaged track		1,571,540
Reimbursement to State for salvaged track	(107,938)	(971,444)
Net Cash Provided by (Used for) Capital and Related Financing Activities	(107,938)	600,096
Net Increase (Decrease) in Cash	(366,626)	599,701
Cash at January 1	625,640	25,939
Cash at December 31	\$259,014	\$625,640
Reconciliation of operating loss to net cash used for operating activities		
Operating Loss	(\$227,099)	(\$19,334)
Adjustments to reconcile operating loss to net cash used for operating activities:		
Depreciation	819	819
Change in operating liabilties:		
Accounts payable	(32,408)	18,120
Net cash used for operating activities	(\$258,688)	(\$395)

The notes to the financial statements are an integral part of this statement.

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NOTES TO THE BASIC FINANCIAL STATEMENTS FOR THE YEARS ENDED DECEMBER 31, 2011 AND 2010

1. DESCRIPTION OF THE ENTITY

The Port Authority of Van Wert County, (the Authority) was created pursuant to Sections 4582.202 through 4582.58, inclusive, of the Ohio Revised Code for the purpose of promoting the manufacturing, commerce, distribution and research and development interests of Van Wert County including rendering financial and other assistance to such enterprises situated in Van Wert County and to induce the location in Van Wert County of other manufacturing, commerce, distribution and research entities; to purchase, subdivide, sell and lease real property in Van Wert County and erect or repair any building or improvement for the use of any manufacturing, commerce, distribution, or research and development enterprise in Van Wert County.

The Port Authority is considered a component unit of Van Wert County.

The Port Authority Board of Directors consists of the number of Directors it deems necessary and they are appointed by the Van Wert County Commissioners. Currently, seven Directors serve on the Board.

The Authority's management believes these financial statements present all activities for which the Authority is financially accountable.

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

The financial statements of the Authority have been prepared in conformity with generally accepted accounting principles (GAAP) as applied to a governmental nonprofit organization. The Governmental Accounting Standards Board (GASB) is the accepted standard-setting body for establishing governmental accounting and financial reporting principles. The Authority also applies Financial Accounting Standards Board (FASB) statements and interpretations issued on or before November 30, 1989, to its proprietary activities, provided they do not conflict with or contradict GASB pronouncements. The more significant of the Authority's accounting policies are described below.

A. Basis of Presentation

The Authority's basic financial statements consist of a statement of net assets, a statement of revenues, expenses, and changes in net assets, and a statement of cash flows. The Authority uses enterprise accounting to track and report on its financial activities. Enterprise fund reporting focuses on the determination of the change in net assets, financial position, and cash flows.

B. Measurement Focus

Enterprise accounting uses a flow of economic resources measurement focus. With this measurement focus, all assets and all liabilities are included on the statements of net assets. The statement of changes in net assets presents increases (i.e., revenues) and decreases (i.e., expenses) in net total assets. The statement of cash flows provides information about how the Authority finances and meets the cash flow needs of its enterprise activities.

C. Basis of Accounting

Basis of accounting determines when transactions are recorded in the financial records and reported on the financial statements. The Authority's financial statements are prepared using the accrual basis of accounting.

NOTES TO THE BASIC FINANCIAL STATEMENTS FOR THE YEARS ENDED DECEMBER 31, 2011 AND 2010 (Continued)

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)

Revenues resulting from exchange transactions, in which each party gives and receives essentially equal value, is recorded on the accrual basis when the exchange takes place. Revenues resulting from non-exchange transactions, in which the Authority receives value without directly giving equal value in return, such as grants and entitlements, are recognized in the fiscal year in which all eligibility requirements have been satisfied.

Eligibility requirements include timing requirements, which specify the year when the resources are required to be used or the fiscal year when use is first permitted; matching requirements, in which the Authority must provide local resources to be used for a specified purpose; and expenditure requirements, in which the resources are provided to Authority on reimbursement basis.

Expenses are recognized at the time they are incurred.

D. Budgetary Process

The Ohio Revised Code requires that the fund be budgeted annually.

1. Appropriations

Budgetary expenditures (that is, disbursements and encumbrances) may not exceed appropriations and appropriations may not exceed estimated resources. The Board must annually approve appropriation measures and subsequent amendments. Appropriations lapse at year end.

2. Estimated Resources

Estimated resources include estimates of cash to be received (budgeted receipts) plus cash as of January 1.

3. Encumbrances

The Ohio Revised Code requires the Authority to reserve (encumber) appropriations when commitments are made. The Authority did not use the encumbrance method of accounting.

E. Cash and Cash Equivalents

As the Ohio Revised Code permits, the Van Wert County Treasurer holds the Authority's cash as the Authority's custodian. The County holds the Authority's assets in its investment pool, valued at the Treasurer's reported carrying amount.

F. Capital Assets

Capital assets are capitalized at cost (or estimated historical cost) and updated for additions and retirements during the year. Donated capital assets are recorded at their fair market values as of the date received. Depreciable capital assets are amortized using the straight-line method for a period of 38-40 years.

G. Net Assets

Net assets represent the difference between assets and liabilities. Net assets invested in capital assets consists of capital assets, net of accumulated depreciation, reduced by the outstanding balances of any borrowings used for the acquisition, construction, or improvement of those assets.

NOTES TO THE BASIC FINANCIAL STATEMENTS FOR THE YEARS ENDED DECEMBER 31, 2011 AND 2010 (Continued)

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)

Net assets are reported as restricted when there are limitations imposed on their use either through the enabling legislation adopted by the Authority or through external restrictions imposed by creditor, grantor, or laws or regulations of other governments. The Authority applies restricted resources when an expense is incurred for purposes for which both restricted and unrestricted net assets are available.

H. Operating Revenues and Expenses

Operating revenues are those revenues that are generated directly from the primary activities. For the Authority, these revenues are primarily rental payments for track and land. Operating expenses are necessary costs incurred to provide the good or service that are the primary activity of the Authority. Revenues and expenses not meeting this definition are reported as non-operating.

I. Estimates

The preparation of financial statements in conformity with generally accepted accounting principles 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.

J. Special Item

Special items are transactions or events that are within the control of management and that are either unusual in nature or infrequent in occurrence. During 2010, the Port Authority officially abandoned a portion of its track which has been classified as a special item. Reimbursements to the Ohio Rail Development Commission continued into 2011.

3. CAPITAL ASSETS

Capital asset activity for the year ended December 31, 2011 is as follows:

	Balance			Balance
	12/31/2010	Additions	Deletions	12/31/2011
Governmental Assets:				
Capital Assets, not being depreciated:				
Land	\$56,352			\$56,352
Capital Assets, being depreciated:				
Building	2,159			2,159
Infrastructure	29,071			29,071
Total Capital Assets, being depreciated	31,230		· •	31,230
Less: Accumulated Depreciation				
Building	(1,457)	(\$ 54)		(1,511)
Infrastructure	(20,656)	(765)		(21,421)
Total Accumulated Depreciation	(22,113)	(819)		(22,932)
Total Capital Assets, being depreciated, net	9,117	(819)		8,298
Governmental Activities Capital Assets, net	\$65,469	(\$819)	\$0	\$64,650

NOTES TO THE BASIC FINANCIAL STATEMENTS FOR THE YEARS ENDED DECEMBER 31, 2011 AND 2010 (Continued)

3. CAPITAL ASSETS (Continued)

Capital asset activity for the year ended December 31, 2010 is as follows:

	Balance 12/31/2009	Additions	Deletions	Balance 12/31/2010
Governmental Assets:				
Capital Assets, not being depreciated:				
Land	\$56,352			\$56,352
Capital Assets, being depreciated:				
Building	2,159			2,159
Infrastructure	77,835		(\$48,764)	29,071
Total Capital Assets, being depreciated	79,994		(48,764)	31,230
Less: Accumulated Depreciation:				_
Building	(1,403)	(\$ 54)		(1,457)
Infrastructure	(53,256)	(765)	33,365	(20,656)
Total Accumulated Depreciation	(54,659)	(819)	33,365	(22,113)
Total Capital Assets, being depreciated, net	25,335	(819)	(15,399)	9,117
Governmental Activities Capital Assets, net	\$81,687	(\$819)	(\$15,399)	\$65,469

4. RISK MANAGEMENT

The Authority has obtained commercial insurance for the risk of public employee dishonesty. Van Wert County maintains an umbrella liability insurance policy that covers any property that has been transferred by the County to the Authority for economic development purposes.

5. CONTINGENCY

Railroad property was transferred to the Allen County and Van Wert Port Authorities, and a security deposit was made in the amount of \$380,000 and given proportionately to each Port Authority according to their share in the railroad. This deposit was used by the Port Authorities to purchase the railroad property and therefore is held in the property equity.

The security deposit was to guarantee the performance duties of the Allen-Van Wert Railroad Company ("Railroad"), now known as Mercer Landmark. The security deposit or a portion thereof shall be returned to the "Railroad" only under the following conditions:

- 1.) Upon termination of the agreement with the Port Authorities; and
- 2.) If the railroad property is removed or sold then the "Railroad" which has rights to the railroad operation will receive 10 percent from the net proceeds of the sale of the railroad not to exceed the \$380,000.

The Van Wert Port Authority's share of the security deposit under the agreement was 56 percent or \$212,800. In 2011, Van Wert Port Authority issues a check in the amount of \$107,938 to Mercer Landmark for the 10% of net proceeds of the sale of the railroad in 2010.

NOTES TO THE BASIC FINANCIAL STATEMENTS FOR THE YEARS ENDED DECEMBER 31, 2011 AND 2010 (Continued)

6. GRANT AWARD

In January 2011, the Authority was awarded a \$500,000 grant from the Ohio Rail Development Commission. The \$500,000 grant is to rehabilitate a 4,200' branchline currently leased and operated by the Chicago, Ft. Wayne, & Eastern Railroad (CFER) that currently is used to serve a grain elevator, Scott Equity. In order for it to be certified as a Job Ready Site, the rail track must meet FRA Class II standards and handle 286,000 pound cars. The ORDC funds come from the proceeds of the salvaging of approximately 11 miles of the SPEG line between Elgin and Glenmore in Van Wert County. This reimbursable grant project is anticipated to be completed by December 31, 2012.

7. SUBSEQUENT EVENT

On January 18, 2012, the Port Authority signed an easement agreement with BP Wind Energy of North America, Inc. Under the terms of the agreement, the Port Authority granted a transmission easement in exchange for annual preconstruction payments of \$11,000 and a post-construction payment of \$88,387.

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INDEPENDENT ACCOUNTANTS' REPORT ON INTERNAL CONTROL OVER FINANCIAL REPORTING AND ON COMPLIANCE AND OTHER MATTERS REQUIRED BY GOVERNMENT AUDITING STANDARDS

Port Authority Van Wert County 114 East Main Street Van Wert, Ohio 45891

To the Board of Directors:

We have audited the financial statements of the business-type activities of Port Authority, Van Wert County, (the Authority) as of and for the years ended December 31, 2011 and 2010, which collectively comprise the Authority's basic financial statements and have issued our report thereon dated July 11, 2012. 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 the Comptroller General of the United States' *Government Auditing Standards*.

Internal Control Over Financial Reporting

In planning and performing our audit, we considered the Authority's internal control over financial reporting as a basis for designing our audit procedures for the purpose of expressing our opinion on the financial statements, but not for the purpose of opining on the effectiveness of the Authority's internal control over financial reporting. Accordingly, we have not opined on the effectiveness of the Authority's internal control over financial reporting.

A deficiency in internal control exists when the design or operation of a control does not allow management or employees, when performing their assigned functions, to prevent, or detect and timely correct misstatements. A material weakness is a deficiency, or combination of internal control deficiencies resulting in more than a reasonable possibility that a material misstatement of the Government's financial statements will not be prevented, or detected and timely corrected.

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 over financial reporting that might be deficiencies, significant deficiencies or material weaknesses. We did not identify any deficiencies in internal control over financial reporting that we consider material weaknesses, as defined above.

Compliance and Other Matters

As part of reasonably assuring whether the Authority's financial statements are free of material misstatement, we tested its compliance with certain provisions of laws, regulations, contracts, and grant agreements, noncompliance with which could directly and materially affect 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 an opinion. The results of our tests disclosed no instances of noncompliance or other matters we must report under *Government Auditing Standards*.

We did note certain matters not requiring inclusion in this report that we reported to the Authority's management in a separate letter dated July 11, 2012.

Port Authority Van Wert County Independent Accountants' Report On Internal Control Over Financial Reporting and On Compliance and Other Matters Required By *Government Auditing Standards* Page 2

We intend this report solely for the information and use of management, the Board, and others within the Authority. We intend it for no one other than these specified parties.

Dave Yost Auditor of State

July 11, 2012



PORT AUTHORITY

VAN WERT 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 AUGUST 21, 2012