REPORT ON AUDITS OF FINANCIAL STATEMENTS

DECEMBER 31, 2011 AND 2010



Board of Directors Tuscarawas County Convention and Visitor's Bureau 124 East High Avenue New Philadelphia, Ohio 44663

We have reviewed the *Independent Auditors' Report* of the Tuscarawas County Convention and Visitor's Bureau, Tuscarawas County, prepared by Willoughby & Company, Inc., for the audit period January 1, 2011 through December 31, 2011. 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 Tuscarawas County Convention and Visitor's Bureau is responsible for compliance with these laws and regulations.

Dave Yost Auditor of State

August 23, 2012



TUSCARAWAS COUNTY CONVENTION AND VISITORS BUREAU NEW PHILADELPHIA, OHIO

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WILLOUGHBY & COMPANY, INC.

Certified Public Accountants

216 North Broadway, P.O. Box 1021, New Philadelphia, Ohio 44663 Phone (330) 602-1322 • Fax (330) 602-2610

INDEPENDENT AUDITORS' REPORT

Board of Directors Tuscarawas County Convention and Visitors Bureau New Philadelphia, Ohio

We have audited the accompanying statements of financial position of Tuscarawas County Convention and Visitors Bureau (a nonprofit organization) as of December 31, 2011 and 2010, and the related statements of activities and changes in net assets, functional expenses, and cash flows for the years then ended. These financial statements are the responsibility of the Organization's management. Our responsibility is to express an opinion on these financial statements based on our audits.

We conducted our audits 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 of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation. We believe that our audits provide a reasonable basis for our opinion.

In our opinion, the financial statements referred to above present fairly, in all material respects, the financial position of Tuscarawas County Convention and Visitors Bureau as of December 31, 2011 and 2010, and the changes in net assets, and its cash flows 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 a report dated April 29, 2012, on our consideration of the Tuscarawas County Convention and Visitors Bureau's internal control structure over financial reporting and on our tests of its compliance with certain provisions of laws, regulations, contracts, and grants. That report is an integral part of an audit performed in accordance with Government Auditing Standards and should be read in conjunction with this report in considering the results of our audit.

Willowsky + Capany, lu.

WILLOUGHBY & COMPANY, INC. - Certified Public Accountants April 29, 2012

STATEMENTS OF FINANCIAL POSITION AS OF DECEMBER 31,

ASSETS

	<u>2011</u>	<u>2010</u>
CURRENT ASSETS:		
Cash	\$ 209,527	7 \$ 157,129
Cash - reserve	15,946	5 13,923
Certificate of deposits	15,484	15,484
Accounts receivable	27,191	-
Prepaid expenses	13,985	
Total current assets	282,133	227,050
PROPERTY AND EQUIPMENT:		
Building and improvements	470,971	470,971
Construction loan interest	7,026	,
Transportation equipment	13,532	
Video and display equipment	14,752	,
Office equipment	52,578	,
Computer equipment	15,020	,
	573,879	
Less: accumulated depreciation	188,347	
Net property and equipment	385,532	402,370
OTHER ASSETS:		
Workers' compensation deposit	208	208
Total other assets	208	208
Total assets	\$ 667,873	<u>\$ 629,628</u>

STATEMENTS OF FINANCIAL POSITION AS OF DECEMBER 31,

LIABILITIES AND NET ASSETS

	<u>2011</u>	<u>2010</u>
CURRENT LIABILITIES:		
Accounts payable - trade	\$	0 \$ 1,828
Notes payable, current portion	13	3,138 12,548
Accrued liabilities:		,
Accrued payroll taxes	4	,298 3,791
Accrued sales tax		138 150
Accrued other		862 750
Deferred revenue	80	,000 80,000
Total current liabilities	98	99,067
LONG-TERM LIABILITIES:		
Notes payable, net of current portion	354	367,704
Total long-term liabilities	354	367,704
Total liabilities	452	,750 466,771
NET ASSETS:		
Unrestricted	199	,177 148,934
Temporarily restricted		.946 13,923
Total net assets	215	,123 162,857
Total liabilities and net assets	\$ 667	<u>.873</u> <u>\$ 629,628</u>

STATEMENT OF ACTIVITIES AND CHANGES IN NET ASSETS FOR THE YEAR ENDED DECEMBER 31, 2011

REVENUE AND SUPPORT:	<u>Un</u>	Unrestricted Temporarily Restricted						<u>Total</u>	
Hotel and motel excise tax	\$	404,226	\$		\$	404 226			
Grants and donations	3	16,667	3	0	3	404,226			
Reimbursements		8,129		-		16,667			
Admissions - Fort Laurens		,		0		8,129			
Gift shop		7,200		0		7,200			
Publication/Visitors' guide income		3,287		0		3,287			
FAM Tour Income		5,897		0		5,897			
		425		0		425			
Group tour planner		468		0		468			
Packaging partnerships Profile books		4,570		0		4,570			
		1,875		0		1,875			
Interest income		268		23		291			
Rental income		5,447		0		5,447			
Co-op advertising income		15,663		0		15,663			
Miscellaneous		1,797		0		1,797			
Total support and revenue		475,919		23		475,942			
EXPENSES:									
Program expenses		337,084		0		337,084			
Administrative expenses		86,592		0		86,592			
Total expenses		423,676		0		423,676			
Changes in net assets		52,243		23		52,266			
NET ASSETS, beginning of year		148,934		13,923		162,857			
		201,177		13,946		215,123			
Transfers		(2,000)		2,000		0			
NET ASSETS, end of year	<u>.s</u>	199,177	<u>\$</u>	15,946	\$	215,123			

STATEMENT OF ACTIVITIES AND CHANGES IN NET ASSETS FOR THE YEAR ENDED DECEMBER 31, 2010

REVENUE AND SUPPORT:	<u>Un</u>	restricted	_	orarily ricted		<u>Total</u>
Hotel and motel excise tax	\$	314,905	\$	0	\$	314,905
Grants and donations	4	16,000	Ψ	0	J	16,000
Reimbursements		4,819		0		4,819
Admissions - Fort Laurens		7,338		0		,
Gift Shop		3,409		0		7,338 3,409
Publications/Visitors' guide income		6,241		0		6,241
FAM Tour Income		0,241		0		0,241
Group tour planner		3,560		0		3,560
Packaging partnerships		0,500		ő		3,300
Profile books		750		0		750
Interest income		35		19		54
Rental income		5,215		ő		5,215
Co-op advertising income		6,495		ŏ		6,495
Miscellaneous		828		<u>ŏ</u>		828
Total support and revenue		369,595		19		369,614
EXPENSES:						
Program expenses		282,590		0		282,590
Administrative expenses		78,038		Ŏ		78,038
Total expenses		360,628		0		360,628
Changes in net assets		8,967		19		8,986
NET ASSETS, beginning of year		143,891		9,980		153,871
		152,858		9,999		162,857
Transfers		(3,924)		3,924		0
NET ASSETS, end of year	<u>.\$</u>	148,934	\$	13,923	<u>s</u>	162,857

STATEMENT OF FUNCTIONAL EXPENSES FOR THE YEAR ENDED DECEMBER 31, 2011

		Program Expenses	inistrative <u>xpenses</u>		<u>Total</u>
Salaries	\$	127,411	\$ 31,853	\$	159,264
Payroll taxes		12,120	3,030		15,150
Employee benefits		14,590	3,647		18,237
Pension expense		3,006	752		3,758
Advertising		29,589	12,681		42,270
Travel show and tours		20,369	0		20,369
Visitors' guide expense		3,722	0		3,722
Group Tour planner		136	0		136
Packaging partnership		7,175	0		7,175
Conferences and meetings		14,533	0		14,533
Dues and memberships		11,263	0		11,263
Public relations		964	643		1,607
Postage		4,256	473		4,729
Copying and printing		6,978	1,745		8,723
Office supplies		2,043	4,763		6,806
Vehicle expenses		4,612	512		5,124
Co-op advertising		19,320	0		19,320
Merchandise purchases		1,432	0		1,432
Continuing education		371	108		479
Telephone		5,645	1,411		7,056
Legal and accounting		1,601	6,403		8,004
Insurance		2,091	896		2,987
Repairs & maintenance		4,746	2,034		6,780
Interest		11,210	4,804		16,014
Taxes - real estate		17	7		24
Grants and aid		3,000	0		3,000
Utilities		7,639	3,274		10,913
Computer expenses		2,344	1,004		3,348
Loss on disposal of assets		311	0		311
Miscellaneous		0	 299		299
Total expenses before depreciation		322,494	80,339		402,833
Depreciation		14,590	 6,253		20,843
Total expenses	<u>s</u>	337,084	\$ 86,592	<u>.s</u>	423,676

STATEMENT OF FUNCTIONAL EXPENSES FOR THE YEAR ENDED DECEMBER 31, 2010

		Program Expenses	 inistrative kpenses		<u>Total</u>
Salaries	\$	115,658	\$ 28,915	\$	144,573
Payroll taxes		9,471	2,368		11,839
Employee benefits		10,698	2,675		13,373
Pension expense		2,779	695		3,474
Advertising		21,426	9,182		30,608
Travel show and tours		20,310	0		20,310
Visitors' guide expense		1,374	0		1,374
Group Tour planner		278	0		278
Packaging partnership		0	0		0
Conferences and meetings		15,742	0		15,742
Dues and memberships		9,241	0		9,241
Public relations		27	18		45
Postage		6,760	751		7,511
Copying and printing		5,265	1,316		6,581
Office supplies		1,350	3,145		4,495
Vehicle expenses		5,090	566		5,656
Co-op advertising		1,735	0		1,735
Merchandise purchases		669	0		669
Continuing education		933	273		1,206
Telephone		5,471	1,368		6,839
Legal and accounting		1,598	6,391		7,989
Insurance		2,254	966		3,220
Repairs & maintenance		5,027	2,155		7,182
Interest		11,612	4,977		16,589
Taxes - real estate		17	7		24
Grants and aid		0	0		0
Utilities		8,467	3,629		12,096
Computer expenses		1,458	625		2,083
Loss on disposal of assets		0	0		0
Miscellaneous		0	 353		353
Total expenses before depreciation		264,710	70,375		335,085
Depreciation		17,880	 7,663		25,543
Total expenses	<u>\$</u>	282,590	\$ 78,038	<u>s</u>	360,628

STATEMENTS OF CASH FLOWS FOR THE YEARS ENDED DECEMBER 31,

CASH ELONG EDOM ODED ATING A CENTERO	<u>2</u>	<u>011</u>		<u>2010</u>
Cash FLOWS FROM OPERATING ACTIVITIES:	•	461 105		242.052
Cash received from service recipients Other operating cash receipts	\$	461,107	\$	362,972
Cash paid to employees and suppliers		5,540 (379,387)		5,140 (249,804)
Interest paid	,	(16,014)		(16,589)
Net cash provided by operating activities		71,246		101,719
		71,210		101,712
CASH FLOWS FROM INVESTING ACTIVITIES:				
Purchase of property and equipment	·	(4,316)		(2,639)
Cash amounts deposited and reserved for loan requirements		(2,023)		(3,943)
Interest income on accounts		291		54
Net cash used by investing activities		(6,048)		(6,528)
CASH FLOWS FROM FINANCING ACTIVITIES:				
Principal payments on note payable		(12,800)		(12,226)
Net cash used by financing activities		(12,800)	_	(12,226)
Increase in cash		52,398		82,965
CASH, beginning of year		157,129		74,164
CASH, end of year	\$	209,527	\$	157,129
	\$	209,527	<u>.\$</u>	157,129
RECONCILIATION OF CHANGES IN NET ASSETS TO NET	<u>s</u> .	209,527	<u>.s</u>	<u>157,129</u>
RECONCILIATION OF CHANGES IN NET ASSETS TO NET CASH PROVIDED BY OPERATING ACTIVITIES:			<u>\$</u>	
RECONCILIATION OF CHANGES IN NET ASSETS TO NET CASH PROVIDED BY OPERATING ACTIVITIES: Changes in net assets	<u>\$</u> \$	<u>209,527</u> 52,266	<u>\$</u> \$	157,129 8,986
RECONCILIATION OF CHANGES IN NET ASSETS TO NET CASH PROVIDED BY OPERATING ACTIVITIES: Changes in net assets Adjustments to reconcile changes in net assets to			<u>\$</u> \$	
RECONCILIATION OF CHANGES IN NET ASSETS TO NET CASH PROVIDED BY OPERATING ACTIVITIES: Changes in net assets Adjustments to reconcile changes in net assets to net cash provided by operating activities:		52,266	<u>\$</u> \$	8,986
RECONCILIATION OF CHANGES IN NET ASSETS TO NET CASH PROVIDED BY OPERATING ACTIVITIES: Changes in net assets Adjustments to reconcile changes in net assets to net cash provided by operating activities: Depreciation		52,266 20,843	<u>\$</u> \$	8,986 25,543
RECONCILIATION OF CHANGES IN NET ASSETS TO NET CASH PROVIDED BY OPERATING ACTIVITIES: Changes in net assets Adjustments to reconcile changes in net assets to net cash provided by operating activities:		52,266 20,843 311	<u>\$</u> \$	8,986 25,543 0
RECONCILIATION OF CHANGES IN NET ASSETS TO NET CASH PROVIDED BY OPERATING ACTIVITIES: Changes in net assets Adjustments to reconcile changes in net assets to net cash provided by operating activities: Depreciation Loss on sale/disposal of asset Interest income on accounts		52,266 20,843	<u>\$</u> \$	8,986 25,543
RECONCILIATION OF CHANGES IN NET ASSETS TO NET CASH PROVIDED BY OPERATING ACTIVITIES: Changes in net assets Adjustments to reconcile changes in net assets to net cash provided by operating activities: Depreciation Loss on sale/disposal of asset		52,266 20,843 311 (291)	<u>\$</u>	8,986 25,543 0 (54)
RECONCILIATION OF CHANGES IN NET ASSETS TO NET CASH PROVIDED BY OPERATING ACTIVITIES: Changes in net assets Adjustments to reconcile changes in net assets to net cash provided by operating activities: Depreciation Loss on sale/disposal of asset Interest income on accounts (Increase) decrease in operating assets: Accounts receivable		52,266 20,843 311 (291) (9,004)	<u>\$</u>	8,986 25,543 0 (54) (1,466)
RECONCILIATION OF CHANGES IN NET ASSETS TO NET CASH PROVIDED BY OPERATING ACTIVITIES: Changes in net assets Adjustments to reconcile changes in net assets to net cash provided by operating activities: Depreciation Loss on sale/disposal of asset Interest income on accounts (Increase) decrease in operating assets:		52,266 20,843 311 (291)	<u>\$</u>	8,986 25,543 0 (54)
RECONCILIATION OF CHANGES IN NET ASSETS TO NET CASH PROVIDED BY OPERATING ACTIVITIES: Changes in net assets Adjustments to reconcile changes in net assets to net cash provided by operating activities: Depreciation Loss on sale/disposal of asset Interest income on accounts (Increase) decrease in operating assets: Accounts receivable Prepaid expenses		52,266 20,843 311 (291) (9,004) 8,342	<u>\$</u>	8,986 25,543 0 (54) (1,466) (3,117)
RECONCILIATION OF CHANGES IN NET ASSETS TO NET CASH PROVIDED BY OPERATING ACTIVITIES: Changes in net assets Adjustments to reconcile changes in net assets to net cash provided by operating activities: Depreciation Loss on sale/disposal of asset Interest income on accounts (Increase) decrease in operating assets: Accounts receivable Prepaid expenses Increase (decrease) in operating liabilities:		52,266 20,843 311 (291) (9,004)	<u>\$</u>	8,986 25,543 0 (54) (1,466) (3,117) 931
RECONCILIATION OF CHANGES IN NET ASSETS TO NET CASH PROVIDED BY OPERATING ACTIVITIES: Changes in net assets Adjustments to reconcile changes in net assets to net cash provided by operating activities: Depreciation Loss on sale/disposal of asset Interest income on accounts (Increase) decrease in operating assets: Accounts receivable Prepaid expenses Increase (decrease) in operating liabilities: Accounts payable		52,266 20,843 311 (291) (9,004) 8,342 (1,828)	<u>\$</u>	8,986 25,543 0 (54) (1,466) (3,117)
RECONCILIATION OF CHANGES IN NET ASSETS TO NET CASH PROVIDED BY OPERATING ACTIVITIES: Changes in net assets Adjustments to reconcile changes in net assets to net cash provided by operating activities: Depreciation Loss on sale/disposal of asset Interest income on accounts (Increase) decrease in operating assets: Accounts receivable Prepaid expenses Increase (decrease) in operating liabilities: Accounts payable Accrued expenses		52,266 20,843 311 (291) (9,004) 8,342 (1,828) 495	<u>\$</u>	8,986 25,543 0 (54) (1,466) (3,117) 931 (331)

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

WILLOUGHBY & COMPANY, INC. - Certified Public Accountants

NOTES TO THE FINANCIAL STATEMENTS

NOTE 1: SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

NATURE OF OPERATIONS

Tuscarawas County Convention and Visitors Bureau (the Organization) is a non-profit entity organized under the laws of the State of Ohio for the purpose of the promotion of Tuscarawas county, Ohio as a convention and tourist location.

METHOD OF ACCOUNTING

The Organization prepares its financial statements on the accrual basis of accounting.

FINANCIAL STATEMENT PRESENTATION

The Organization has adopted Financial Accounting Standard Board ASC 958-210-50-3 (formerly Statement of Financial Accounting Standards (SFAS) No. 117 "Financial Statements of Not-for-Profit Organizations"). Under this standard, the Organization is required to report information regarding its financial position and activities according to three classes of net assets: unrestricted net assets, temporarily restricted net assets, and permanently restricted net assets. In addition, the organization is required to present a statement of cash flows. As permitted by this statement, the Organization has discontinued its use of fund accounting and has, accordingly, reclassified its financial statements to present the three classes of net assets required. At December 31, 2011 and 2010, the Organization had unrestricted and temporarily restricted assets.

ACCOUNTS RECEIVABLE

The Organization uses the allowance method of accounting for doubtful accounts. All accounts were considered to be fully collectible at December 31, 2011 and 2010. Therefore, no allowance for doubtful accounts has been recorded in these financial statements.

PROPERTY AND EQUIPMENT

Property and equipment are carried at cost. Depreciation is provided over the estimated useful lives of the related assets. Maintenance and repairs are charged to operations when incurred. Renewals and betterments of a nature considered to materially extend the useful lives of the assets are capitalized. When assets are retired or otherwise disposed of, the assets and related allowances for depreciation are eliminated from the accounts, and any resulting gain or loss is reflected in income. Depreciation for financial reporting purposes is based on the following policies:

DESCRIPTION	USEFUL LIVES	METHOD
Building and improvements	15 - 39 years	Straight line
Construction loan interest	30 years	Straight line
Leasehold improvements	15 years	Straight line
Transportation equipment	5 years	Straight line
Video and display equipment	5 years	Straight line
Office equipment	5 - 10 years	Straight line
Computer equipment	5 years	Straight line

DONATIONS

All donations received are considered to be available for unrestricted use unless specifically restricted by donor.

NOTES TO THE FINANCIAL STATEMENTS

NOTE 1: SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

TAX STATUS

As a non-profit organization under Section 501(c)(6) of the Internal Revenue Code, the Organization is exempt from Federal and Ohio income taxes. Therefore, no provision has been made for Federal or Ohio income taxes in the accompanying financial statements.

The Organization adopted the provision of FASB ASC-740-10 which relates to accounting for uncertainty in income taxes on July 1, 2009. Application of the new standard did not have any material effect on the Organization's financial statements. The Organization continually evaluates expiring statues of limitations, audits, proposed settlements, changes in tax law, and new authoritative rulings in determining any uncertain tax positions.

The Organization's activity is included it's Return of Organization Exempt from Income Tax annually. The returns for 2008, 2009 and 2010 are subject to examination by the IRS, generally for three years after they were filed.

STATEMENTS OF CASH FLOWS

For the purposes of the statements of cash flows, the Organization considers all highly liquid debt instruments purchased with a maturity date of three months or less to be cash equivalents. The Organization paid interest of \$16,014 and \$16,589 for the years ended December 31, 2011 and 2010, respectively.

USE OF ESTIMATES

The preparation of financial statements in conformity with generally accepted accounting principles requires management to make estimates and assumptions that affect certain reported amounts and disclosures. Accordingly, actual results could differ from those estimates.

ADVERTISING COSTS

The Organization expenses the production costs of advertising the first time the advertising takes place.

DATE OF MANAGEMENT'S REVIEW

Subsequent events have been evaluated through April 29, 2012, which is the date the financial statements were available to be issued.

NOTE 2: DEPOSITS WITH BALANCE SHEET RISK

Financial instruments that potentially subject the Organization to concentrations of credit risk consist of principally of temporary cash investments. The Organization places its temporary cash instruments with various local financial institutions. Accounts at each institution are insured by the Federal Deposit Insurance Corporation (FDIC). As of December 31, 2011 and 2010, the Organization had insured cash balances covered by the FDIC.

NOTE 3: COMPENSATED ABSENCES

Employees of the Organization are entitled to vacation and sick days, depending on job classification, length of service, and other factors. No amounts have been booked on the statements of financial position as a liability for December 31, 2011 and 2010.

NOTES TO THE FINANCIAL STATEMENTS

NOTE 4: CONCENTRATION OF CREDIT RISK

The accounts receivable balance of the Organization consists of balances due from clients operating primarily in East Central Ohio.

The Organization receives a majority of its funding from a hotel and motel excise tax in Tuscarawas County located in East Central Ohio.

NOTE 5: PENSION PLAN

The Organization sponsors a Simple Retirement program for all eligible employees. The Organization matches employee deferrals up to 3% of employee earnings. The Organization incurred matching contributions of \$3,758 and \$3,474 for the years ended December 31, 2011 and 2010, respectively.

NOTE 6: <u>CASH - RESERVE</u>

Per requirements of the USDA loan previously taken out (see Note 10), the Organization must set aside monies, over time, that will equal one year's mortgage payment (\$218 per month over 10 years). The Organization contributed \$2,000 and \$3,924 towards the required amount during 2011 and 2010. As of December 31, 2011, the Organization is up-to-date on its required contributions.

NOTE 7: BOARD DESIGNATED BUILDING FUND

It is the policy of the Board of Directors of the organization to review its plans for future property improvements and acquisitions from time to time and to designate appropriate sums to assure adequate financing of such improvements and acquisitions. As of December 31, 2011 and 2010, there were no amounts set aside for this purpose.

NOTE 8: DEFERRED REVENUE

During December 2010, the Organization received an \$80,000 grant from the Ohio Environmental Protection Agency for a Community Benefit Fund Grant Agreement to install flush toilets at the Fort Laurens facility. The project will not commence until the spring of 2012. This amount is included in the current liability section on the Statements of Financial Position.

NOTE 9: LINE OF CREDIT

The Organization had a revolving line of credit with a local financial institution. The line is unsecured and interest is being charged at prime plus .75%. The maximum amount that could be borrowed against the line is \$15,000. The line was closed February 2011.

NOTES TO THE FINANCIAL STATEMENTS

NOTE 10: NOTE PAYABLE The Organization had the following note payab	ole at December 31	:			
Note payable - United States Department of Ag Rural Development (USDA), secured by real es			<u>2011</u>		<u>2010</u>
monthly payments of \$2,155 which includes int Final payment is due December 2033.		\$	362,999	\$	373,196
Note payable - First Federal Community Bank, by vehicle with monthly payments of \$246 which interest at 5.90%. Final payment is due June	ch includes		4,453		7,056
			367,452		380,252
Less: current portion			13,137		12,548
		S	354,315	s	367,704
Principal payments on the note payable are sch December 31:	eduled to be made	as follov	vs for the ye	ars en	ding
	2012	\$	13,137		
	2013		12,498		
	2014		11,285		
	2015		11,774		
	2016		12,285		
	Thereafter		306,473		

\$ 367,452



Willoughby & Company, Inc.

Certified Public Accountants
216 North Broadway, P.O. Box 1021, New Philadelphia, Ohio 44663
Phone (330) 602-1322 • Fax (330) 602-2610

INDEPENDENT ACCOUNTANTS' 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

Board of Directors Tuscarawas County CVB New Philadelphia, Ohio

We have audited the financial statements of Tuscarawas County Convention and Visitors Bureau (the Organization) as of and for the years ended December 31, 2011 and 2010, and have issued our report thereon dated April 29, 2012. We conducted our audits 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.

INTERNAL CONTROL OVER FINANCIAL REPORTING

In planning and performing our audits, we considered the Organization's internal control over financial reporting as a basis for designing our auditing procedures for the purpose of expressing our opinion on the financial statements, but not for the purpose of expressing an opinion on the effectiveness of Tuscarawas County Convention and Visitors Bureau's internal control over financial reporting. Accordingly, we do not express an opinion on the effectiveness of the Organization'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, in the normal course of performing their assigned functions, to prevent or detect and correct misstatements on a timely basis. A material weakness is a deficiency, or a combination of deficiencies, in internal control such that there is a reasonable possibility that a material misstatement of the entity's financial statements will not be prevented, or detected and corrected on a timely basis.

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 to be material weaknesses, as defined above.

Tuscarawas County Convention and Visitors Bureau

Independent Accountants' 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

COMPLIANCE AND OTHER MATTERS

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

This report is intended solely for the information and the use of management, the Board and is not intended to be and should not be used by anyone other than specified parties.

WILLOUGHBY & COMPANY, INC. - Certified Public Accountants

April 29, 2012



TUSCARAWAS 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 4, 2012