

# CITY OF WORTHINGTON COMMUNITY IMPROVEMENT CORPORATION (A COMPONENT UNIT OF THE CITY OF WORTHINGTON, OHIO)

FRANKLIN COUNTY
REGULAR AUDIT
FOR THE YEAR ENDED DECEMBER 31, 2021



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Board of Directors City of Worthington Community Improvement Corporation 6550 N. High Street Worthington, Ohio 43085

We have reviewed the *Independent Auditor's Report* of the City of Worthington Community Improvement Corporation, Franklin County, prepared by Clark, Schaefer, Hackett & Co., for the audit period January 1, 2021 through December 31, 2021. 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 City of Worthington Community Improvement Corporation is responsible for compliance with these laws and regulations.

Keith Faber Auditor of State Columbus, Ohio

June 27, 2022



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#### INDEPENDENT AUDITORS' REPORT

To the Board of Directors
City of Worthington Community Improvement Corporation
Worthington, Ohio:

#### Report on the Audit of the Financial Statements

#### **Opinions**

We have audited the financial statements of the City of Worthington Community Improvement Corporation (the "Corporation"), a component unit of the City of Worthington, Ohio, as of and for the year ended December 31, 2021, and the related notes to the financial statements, which collectively comprise the Corporation's basic financial statements as listed in the table of contents.

In our opinion, the accompanying financial statements referred to above present fairly, in all material respects, the respective financial position of the Corporation, as of December 31, 2021, and the respective changes in financial position and its cash flow for the year then ended in accordance with accounting principles generally accepted in the United States of America.

#### **Basis for Opinions**

We conducted our audit in accordance with auditing standards generally accepted in the United States of America (GAAS) and the standards applicable to financial audits contained in *Government Auditing Standards*, issued by the Comptroller General of the United States. Our responsibilities under those standards are further described in the Auditors' Responsibilities for the Audit of the Financial Statements section of our report. We are required to be independent of the Corporation, and to meet our other ethical responsibilities, in accordance with the relevant ethical requirements relating to our audit. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinions.

#### Responsibilities of Management for the Financial Statements

Management is responsible for the preparation and fair presentation of the financial statements in accordance with accounting principles generally accepted in the United States of America, and for 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.

In preparing the financial statements, management is required to evaluate whether there are conditions or events, considered in the aggregate, that raise substantial doubt about the Corporation's ability to continue as a going concern for twelve months beyond the financial statement date, including any currently known information that may raise substantial doubt shortly thereafter.

#### **Auditors' Responsibilities for the Audit of the Financial Statements**

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinions. Reasonable assurance is a high level of assurance but is not absolute assurance and therefore is not a guarantee that an audit conducted in accordance with GAAS and *Government Auditing Standards* will always detect a material misstatement when it exists. The risk of not detecting a

material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control. Misstatements are considered material if there is a substantial likelihood that, individually or in the aggregate, they would influence the judgment made by a reasonable user based on the financial statements.

In performing an audit in accordance with GAAS and Government Auditing Standards, we:

- Exercise professional judgment and maintain professional skepticism throughout the audit.
- Identify and assess the risks of material misstatement of the financial statements, whether due to
  fraud or error, and design and perform audit procedures responsive to those risks. Such
  procedures include examining, on a test basis, evidence regarding the amounts and disclosures
  in the financial statements.
- Obtain an understanding of internal control relevant to the audit 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 Corporation's internal control. Accordingly, no such opinion is
  expressed.
- Evaluate the appropriateness of accounting policies used and the reasonableness of significant accounting estimates made by management, as well as evaluate the overall presentation of the financial statements.
- Conclude whether, in our judgment, there are conditions or events, considered in the aggregate, that raise substantial doubt about the Corporation's ability to continue as a going concern for a reasonable period of time.

We are required to communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit, significant audit findings, and certain internal control-related matters that we identified during the audit.

#### **Required Supplementary Information**

Accounting principles generally accepted in the United States of America require that the management's discussion, as listed in the table of contents, be presented to supplement the basic financial statements. Such information is the responsibility of management and, although not a part of the basic financial statements, is required by the Governmental Accounting Standards Board, who considers it to be an essential part of financial reporting for placing the basic financial statements in an appropriate operational, economic, or historical context. We have applied certain limited procedures to the required supplementary information in accordance with auditing standards generally accepted in the United States of America, which consisted of inquiries of management about the methods of preparing the information and comparing the information for consistency with management's responses to our inquiries, the basic financial statements, and other knowledge we obtained during our audit of the basic financial statements. We do not express an opinion or provide any assurance on the information or provide any assurance.

#### Other Reporting Required by Government Auditing Standards

In accordance with *Government Auditing Standards*, we have also issued our report dated June 16, 2022 on our consideration of the Corporation'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 solely to describe the scope of our testing of internal control over financial reporting and compliance and the results of that testing, and not to provide an opinion on the effectiveness of the Corporation's internal control over financial reporting or on compliance. That report is an integral part of an audit performed in accordance with *Government Auditing Standards* in considering the Corporation's internal control over financial reporting and compliance.

Clark, Schaefer, Hackett & Co.

Columbus, Ohio June 16, 2022

#### Management's Discussion and Analysis - Unaudited For the Year Ended December 31, 2021

The management's discussion and analysis of the City of Worthington Community Improvement Corporation's (CIC) financial performance provides an overall review of the CIC's financial activities for the year ended December 31, 2021. The intent of this discussion and analysis is to look at the CIC'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 CIC's financial performance.

#### FINANCIAL HIGHLIGHTS

Key financial highlights for 2021 are as follows:

- Total net position as of December 31, 2021 was \$1,043,838.
- The CIC received \$475,000 in contributions from the City of Worthington.
- The CIC purchased two properties in 2021.

#### **OVERVIEW OF THE FINANCIAL STATEMENTS**

This annual report consists of various financial statements and notes to those statements as well as the management's discussion and analysis. The basic financial statements include the *Statement of Net Position* and *Statement of Revenues, Expenses and Changes in Net Position*. These statements provide information about the financial activities of the CIC.

Management's Discussion and Analysis - Unaudited For the Year Ended December 31, 2021

#### FINANCIAL ANALYSIS OF THE CIC

The following table provides a comparison of the CIC's net position at December 31, 2021 and 2020:

	2021	2020
Cash and Cash Equivalents	\$174,531	\$159,470
Prepaid Expenses	386	0
Property Purchase Option	0	18,600
Real Estate Held for Development	893,955	428,372
Total Assets	1,068,872	606,442
Other Liabilities	25,034	11,833
Total Liabilities	25,034	11,833
Net Position		
Unrestricted	1,043,838	594,609
Total Net Position	\$1,043,838	\$594,609

Net Position can serve as a useful indicator of an entity's financial health. As of December 31, 2021, the CIC's net position totaled \$1,043,838. The CIC does not maintain any debt.

Changes in Net Position – The following table provides a comparison of the changes in net position for 2021 and 2020:

	2021	2020
Operating Revenues:		
City Contributions	\$475,000	\$0
Rental Income	11,000	0
Total Operating Revenues	486,000	0
Operating Expenses:		
Professional Fees and Contract Fees	12,884	3,680
Property Taxes	24,065	11,833
Total Operating Expenses	36,949	15,513
Operating Income (Loss)	449,051	(15,513)
Non-Operating Revenues (Expenses):		
Investment Income	178	339
Total Non-Operating Revenues (Expenses)	178	339
Change in Net Position	449,229	(15,174)
Beginning Net Position	594,609	609,783
Ending Net Position	\$1,043,838	\$594,609

Management's Discussion and Analysis - Unaudited For the Year Ended December 31, 2021

#### REAL ESTATE HELD FOR DEVELOPMENT

At the end of 2021 the CIC had \$893,955 of real estate held for development. The following table shows 2021 and 2020 balances:

	2021	2020	Increase (Decrease)
Real Estate Held for Development	\$893,955	\$428,372	\$465,583
Totals	\$893,955	\$428,372	\$465,583

Additional information on the real estate held by the CIC can be found in Note 4.

#### **DEBT**

The CIC has no debt.

#### **CURRENT FINANCIAL RELATED ACTIVITIES**

The CIC is sponsored by the City of Worthington. The CIC is primarily reliant upon city contributions for its funding.

The CIC was formed to serve the community in revitalization and enhancement efforts to improve properties and the business environment by advancing, encouraging and promoting industrial, commercial and civic development. The CIC was formed in compliance with Ohio Revised Code Section 1724.02 and shall have the powers as defined.

During 2016, the City Council of the City of Worthington approved Ordinances 08-2016 and 37-2016 authorizing the CIC to enter into lease agreements with Sew to Speak, LLC and COhatch Worthington, LLC for portions of the Kilbourne Memorial Library Building, located at 752 High Street, Worthington, Ohio. The City of Worthington maintains the ownership of the property located at 752 High Street, Worthington, Ohio with the CIC administering the lease agreements.

#### CONTACT FOR CIC'S FINANCIAL MANAGEMENT

This financial report is designed to provide our clients and creditors with a general overview of the CIC's finances and to show the CIC's accountability for the money it receives. Should you have questions regarding this report or need additional financial information for the CIC, please contact Scott F. Bartter, City of Worthington Finance Director, 6550 North High Street, Worthington, OH 43085.

# Statement of Net Position December 31, 2021

Assets	
Current Assets:	
Cash and Cash Equivalents	\$ 174,531
Prepaid Expenses	386
Total Current Assets	 174,917
Noncurrent Assets:	
Real Estate Held for Development	893,955
Total Assets	 1,068,872
Liabilities	
Current Liabilities:	
Property Taxes Payable	25,034
Total Liabilities	25,034
Net Position	
Unrestricted	1,043,838
<b>Total Net Position</b>	\$ 1,043,838

# Statement of Revenues, Expenses and Changes in Net Position For The Year Ended December 31, 2021

Operating Revenues:	
Contributions - City of Worthington	\$ 475,000
Rental Income	 11,000
<b>Total Operating Revenues</b>	 486,000
Operating Expenses:	
Professional Fees and Contract Fees	12,884
Property Taxes	 24,065
<b>Total Operating Expenses</b>	 36,949
Operating Income	449,051
Non-Operating Revenues (Expenses):	
Investment Income	 178
<b>Total Non-Operating Revenues (Expenses)</b>	178
Change in Net Position	449,229
Net Position Beginning of Year	 594,609
Net Position End of Year	\$ 1,043,838

See accompanying notes to the basic financial statements

#### Statement of Cash Flows For the Year Ended December 31, 2021

Cash Flows from Operating Activities:	
Cash Received from City Contributions	\$475,000
Cash Received from Rent	11,000
Cash Payments for Fees and Taxes	(24,134)
Purchase of Real Estate	(446,983)
Net Cash Provided by Operating Activities	14,883
Cash Flows from Investing Activities:	
Cash Received from Investment Income	178
Net Cash Provided by Investing Activities	178
Net Increase in Cash and Cash Equivalents	15,061
Cash and Cash Equivalents at Beginning of Year	159,470
Cash and Cash Equivalents at End of Year	\$174,531
Reconciliation of Operating Income to Net Cash	
Provided by Operating Activities:	
Operating Income	\$449,051
Adjustments to Reconcile Operating Income to	
Net Cash Provided by Operating Activities:	
Changes in Assets and Liabilities:	
Increase in Prepaid Expenses	(386)
Increase in Real Estate Held for Development	(446,983)
Increase in Property Taxes Payable	13,201
Total Adjustments	(434,168)
Net Cash Provided by Operating Activities	\$14,883

See accompanying notes to the basic financial statements

Notes to the Basic Financial Statements For the Year Ended December 31, 2021

#### NOTE 1 – DESCRIPTION OF THE REPORTING ENTITY

The City of Worthington Community Improvement Corporation (CIC) was formed pursuant to passage of City of Worthington Ordinance 13-2006, passed April 3, 2006 and incorporated as a not-for-profit corporation under Title XVII, Chapters 1702 and 1724 of the Ohio Revised Code for the purpose of advancing, encouraging and promoting the industrial, economic, commercial and civic development of the City of Worthington and its environment. The CIC is designated by the City of Worthington as its agency for the industrial, commercial, distribution and research development in the City of Worthington, in order to promote health, safety, morals and general welfare of the residents of the City of Worthington.

The CIC Board of Directors is comprised of ten members. Not less than two-fifths (2/5) of the membership of the governing board of the CIC shall be appointed or elected officers of the City of Worthington.

The City of Worthington (the "City") is a charter municipal corporation, incorporated under the laws of the State of Ohio. In accordance with Governmental Accounting Standards Board (GASB) Statement No. 14, "The Financial Reporting Entity," as amended by GASB Statement No. 39, "Determining Whether Certain Organizations Are Component Units" and GASB Statement No. 61, "The Financial Reporting Entity; Omnibus," the City's primary government and basic financial statements include component units which are defined as legally separate organizations for which the City is financially accountable. Financial accountability is defined as the appointment of a voting majority of the organization's board and either 1) the City's ability to impose its will over the organization, or 2) the possibility that the organization will provide a financial benefit or impose a financial burden to the City. The CIC is a legally separate entity and is reported by the City as a discretely presented component unit in the City's basic financial statements. The CIC does not have any component units and does not include any other organizations in its presentation. The CIC's management believes these basic financial statements present all activities for which the CIC is financially accountable.

#### **NOTE 2 – SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES**

These basic financial statements of the CIC have been prepared in conformity with accounting principles generally accepted in the United States of America (GAAP) as applied to governmental units. GASB is the accepted standard-setting body for establishing governmental accounting and financial reporting principles.

Notes to the Basic Financial Statements For the Year Ended December 31, 2021

#### **NOTE 2 – SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)**

#### A. Basis of Accounting

The basic financial statements of the CIC are prepared using the accrual basis of accounting in conformity with GAAP.

#### B. Basis of Presentation

The CIC's basic financial statements consist of a statement of net position, a statement of revenues, expenses and changes in net position, and a statement of cash flows.

The CIC distinguishes operating revenues and expenses from non-operating items. Operating revenues and expenses generally resulted from providing services in connection with the CIC's principal ongoing operation. The principal operating revenues of the CIC are contributions from the City and rental income. Operating expenses for the CIC include professional fees, service contract fees, and property taxes. All revenues and expenses not meeting these definitions are reported as non-operating revenues and expenses.

#### C. Federal Income Tax

The City of Worthington Community Improvement Corporation is exempt from federal income tax under Section 501 (c) (3) of the Internal Revenue Code.

#### D. Cash and Cash Equivalents

For purposes of the Statement of Cash Flows, all cash in the CIC's checking account is considered to be cash and cash equivalents. All monies received by the CIC are deposited in a demand deposit account.

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Notes to the Basic Financial Statements For the Year Ended December 31, 2021

#### NOTE 2 – SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)

#### E. Capital Assets and Depreciation

The City of Worthington Community Improvement Corporation did not maintain any capital assets in 2021. However, the CIC maintains a capitalization threshold of \$5,000 for future capital assets. Any equipment the CIC may obtain will be depreciated using the straight-line method over an estimated useful life as applicable.

#### F. Accrued Liabilities

At December 31, 2021 the CIC reported an accrued liability for tax year 2021 property taxes to be paid in 2022.

#### G. Prepayments

Payments made to vendors for services that will benefit periods beyond December 31, 2021, are recorded as prepaid expenses using the consumption method. A current asset for the prepaid amount is recorded at the time of the purchase and an expense is reported in the year in which services are consumed.

#### H. Net Position

Net position represents the difference between assets and liabilities. Net position invested in capital assets consist of capital assets, net of accumulated depreciation. Net position is reported as restricted when there are limitations imposed on their use through external restrictions imposed by creditors, grantors, or laws or regulations of other governments. The CIC has no restricted net position.

#### I. Estimates

The preparation of the basic financial statements in conformity with GAAP requires management to make estimates and assumptions that affect the amounts reported in the basic financial statements and accompanying notes. Actual results may differ from those estimates.

#### J. Real Estate Held for Development

Property acquired is not used by the CIC in its operations but is being held for development. The property held for development is reported at cost and depreciation is not recognized. The balance is reported as a noncurrent asset, as the CIC does not intend to distribute the property in the subsequent year.

Notes to the Basic Financial Statements For the Year Ended December 31, 2021

#### **NOTE 3 – DEPOSITS**

As of December 31, 2021, the carrying amount and bank balance of the CIC's deposits was in the amount of \$174,531. Based on the criteria described in GASB Statement No. 40, "Deposits and Investment Risk Disclosure", as of December 31, 2021, the entire bank balance was covered by the Federal Deposit Insurance Corporation. There are no significant statutory restrictions regarding the deposit and investment of funds held by the not-for-profit corporation.

#### NOTE 4 - REAL ESTATE HELD FOR DEVELOPMENT

Summary of changes in real estate held for development at December 31, 2021:

Historical Cost:	December 31,			December 31,
Class	2020	Additions	Deletions	2021
Real Estate Held for Development	\$428,372	\$465,583	\$0	\$893,955
Total Cost	\$428,372	\$465,583	\$0	\$893,955

In August 2018 the CIC purchased the property at 145 East Wilson Bridge Road. In February 2019 the CIC purchased the property at 127 East Wilson Bridge Road. In January 2021 the CIC purchased the properties at 133 and 139 East Wilson Bridge Road. Additional property purchases in the East Wilson Bridge Road corridor are expected, with the intent to develop this property into commercial space.

#### **NOTE 5 – LITIGATION**

The CIC is not involved in any material litigation as either plaintiff or defendant.

#### NOTE 6 – CONTRIBUTIONS FROM THE CITY OF WORTHINGTON, OHIO

The CIC received \$475,000 of contributions from the City of Worthington in 2021.

#### **NOTE 7 – RISK MANAGEMENT**

The CIC is exposed to various risks of loss related to torts; theft of, damage to, and destruction of assets; errors and omissions; and natural disasters. The CIC carries general liability and Directors and Officers insurance coverage.

#### NOTE 8 – ACCOUNTS RECEIVABLE

The CIC did not maintain any accounts receivable activity during the year 2021.

Notes to the Basic Financial Statements For the Year Ended December 31, 2021

#### **NOTE 9 – LEASES**

During 2016, the CIC entered into two lease agreements, one with Sew to Speak, LLC and the other with COhatch Worthington, LLC. Both agreements were written noting the CIC as "Landlord" of a portion of the building known as The James Kilbourne Memorial Library Building at 752 High Street, Worthington, Ohio (the "Kilbourne Building") and the lessees as "Tenants". The agreements also note the "Owner" of the building is the City of Worthington.

The lease with Sew to Speak, LLC is a net lease agreement in which rent can be reduced by Landlord preapproved Tenant space improvements. In 2016, the CIC approved approximately \$180,000 of renovations performed by Sew to Speak, LLC; therefore, per the agreement, no rent has been charged or received by the CIC as of December 31, 2021.

The lease with COhatch, LLC was constructed with verbiage for possible rent abatements. The lease stated that if the Tenant performed significant improvements, approved by the Landlord, the first ten years of rent may be abated. The Tenant performed improvements in the amount of approximately \$660,000 in 2016; therefore, the amount of valued rent per the agreement of \$510,000 will be abated for the ten-year period. No rent was charged or received by the CIC in 2021.



# 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

#### INDEPENDENT AUDITORS' REPORT

To the Board of Directors City of Worthington Community Improvement Corporation City of Worthington, Ohio:

We have audited, in accordance with the auditing standards generally accepted in the United States of America and the standards applicable to financial audits contained in *Government Auditing Standards* issued by the Comptroller General of the United States, the financial statements of the City of Worthington Community Improvement Corporation (the "Corporation"), a component unit of the City of Worthington, Ohio, as of and for the year ended December 31, 2021, and the related notes to the financial statements, which collectively comprise the Corporation's basic financial statements, and have issued our report thereon dated June 16, 2022.

#### Report on Internal Control Over Financial Reporting

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

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

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

#### **Report on Compliance and Other Matters**

As part of obtaining reasonable assurance about whether the Corporation's financial statements are free from material misstatement, we performed tests of its compliance with certain provisions of laws, regulations, contracts, and grants agreements, noncompliance with which could have a direct and material effect on the financial statements. However, providing an opinion on compliance with those provisions was not an objective of our audit, and accordingly, we do not express such an opinion. The results of our tests

disclosed no instances of noncompliance or other matters that are required to be reported under *Government Auditing Standards*.

#### **Purpose of this Report**

The purpose of this report is solely to describe the scope of our testing of internal control and compliance and the results of that testing, and not to provide an opinion on the effectiveness of the Corporation'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 Corporation's internal control and compliance. Accordingly, this communication is not suitable for any other purpose.

Clark, Schaefer, Hackett & Co.

Columbus, Ohio June 16, 2022



#### **FRANKLIN COUNTY**

#### **AUDITOR OF STATE OF OHIO CERTIFICATION**

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



Certified for Release 7/7/2022

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