**THIS OPINION SHELL MUST BE USED FOR 12-31-21 & SUBSEQUENT FYEs.**

**Example 1: Unmodified GAAP: FASB ASC 958 (AICPA NFP Guide Chapter 14.09) [[1]](#endnote-1)***[[2]](#footnote-1)*

Click [here](https://ohioauditor.gov/ocs/2021/Instruction%20on%20how%20to%20Fill%20in%20Entity%20Specific%20Parameters%20within%20Word.docx) for instructions on how to fill in entity specific parameters within this document

**INDEPENDENT AUDITOR’S REPORT[[3]](#endnote-2)**

Entity Name

County Name

Street Address

City, Ohio Zip Code

To the Governing Body:

**Report on the Audit of the Financial Statements[[4]](#endnote-3)**

***Opinion***

We have audited the financial statements of the Entity Name, County Name, Ohio[[5]](#endnote-4) (the Entity), (a not-for-profit corporation), which comprise the statement of financial position as of FYE Date, and the related statements of activities and cash flows[[6]](#endnote-5) for the year**(s)** then ended, and the related notes to the financial statements.

In our opinion, the accompanying financial statements present fairly, in all material respects, the financial position of the Entity, as of FYE Date, and the changes in its net assets and its cash flows for the year then ended in accordance with the accounting principles generally accepted in the United States of America.

***Basis for Opinion***

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 *Auditor’s Responsibilities for the Audit of the Financial Statements* section of our report. We are required to be independent of the Entity, 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 opinion. [[7]](#endnote-6)

***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 Entity’s ability to continue as a going concern for one year after the date that the financial statements are issued (or within one year after the date that the financial statements are available to be issued**,** when applicable).

***Auditor's 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 opinion. 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 Entity’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 Entity’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.

[[8]](#endnote-7)

***Other Reporting Required by Government Auditing Standards***

In accordance with *Government Auditing Standards*, we have also issued our report dated Report Date, on our consideration of the Entity’s internal control over financial reporting and our tests of its compliance with certain provisions of laws, regulations, contracts and grant agreements and other matters. The purpose of that report is 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 Entity'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 Entity’s internal control over financial reporting and compliance.

[Auditor Signature]

[City, State]

[REPORT DATE]

**THIS OPINION SHELL SHOULD NOT BE USED FOR 12-31-21 & SUBSEQUENT FYEs.**

**Example 2: Unmodified Report on Modified Cash Basis (OCBOA) Statements[[9]](#endnote-8)**

**Special Purpose Framework Financial Statement Audits (AU-C 800)**

**INDEPENDENT AUDITOR’S REPORT[[10]](#endnote-9)**

Entity Name

County Name

Street Address

City, Ohio Zip Code

To the Governing Body:

***Report on the Audit of the Financial Statements***

***Opinion***

We have audited the financial statements of the Entity Name, County Name, Ohio3 (the Entity), (a not-for-profit corporation), which comprisethe statement of financial position as of FYE Date, and the related statements of activities for the year(s) then ended,4 and the related notes to the financial statements.

In our opinion, the accompanying financial statements present fairly, in all material respects, the respective modified cash financial position of the Entity, as of FYE Date, and the respective changes in modified cash financial position for the year then ended in accordance with the accounting basis described in Note **X**.

***Basis for Opinion***

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 *Auditor’s Responsibilities for the Audit of the Financial Statements* section of our report. We are required to be independent of the Entity, 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 opinion.

***Emphasis of Matter - Accounting Basis***6

We draw attention to Note **X** of the financial statements, which describes the accounting basis, which differs from generally accepted accounting principles. Our opinion is not modified with respect to this matter.

***Responsibilities of Management for the Financial Statements***

Management is responsible for preparation and fair presentation of the financial statements in accordance with the modified cash accounting basis described in Note **X** and for determining that the modified cash basis of accounting is an acceptable basis for preparation of the financial statements in the circumstances. Management is also responsible 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 Entity’s ability to continue as a going concern one year after the date that the financial statements are issued (or within one year after the date that the financial statements are available to be issued**,** when applicable).

***Auditor's 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 Entity’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 Entity’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.

[[11]](#endnote-10)

***Other Reporting Required by Government Auditing Standards***

In accordance with *Government Auditing Standards*, we have also issued our report dated Report Date, on our consideration of the Entity’s internal control over financial reporting and our tests of its compliance with certain provisions of laws, regulations, contracts and grant agreements and other matters. The purpose of that report is 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 Entity’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 Entity’s internal control over financial reporting and compliance.

[Auditor Signature]

[City, State]

[REPORT DATE]

Note: Do not use the “restricted use” paragraph with this opinion.

1. This shell is for non-governmental not-for-profit entities. If the auditee is a governmental not for profit then auditors should use the *Opinion GAAP* A01-A17 examples.

   Organizations are not considered nongovernmental if:

   • Officers are elected by popular vote,

   • A controlling majority of the organizations officers are appointed by elected officials

   • A government could unilaterally dissolve the organization and retain the remaining net assets

   • The organization can levy taxes (this includes being able to enact and enforce the levy)

   • The organization can directly issue tax-exempt debt

   [↑](#endnote-ref-1)
2. Revised May, 2022 for SAS 134 - 140 [↑](#footnote-ref-1)
3. If we are engaged to report Key Audit Matter (KAM), See AU-C 701 for guidance and AOS auditors contact CFAE for guidance. [↑](#endnote-ref-2)
4. Appendix A ¶ A-1 in SLG ¶ 16.114describes conditions that may require modifying this report, such as when the financial statements include information from a prior period. The AICPA NFP Guide does not include specific guidance regarding this matter. Therefore, auditors should follow the SLG guidance noted. [↑](#endnote-ref-3)
5. As discussed in SLG 16.69, insert “, a component unit of [PRIMARY GOVERNMENT],” if applicable. The AICPA NFP Guide does not include specific guidance regarding this matter. Therefore, auditors should follow the SLG guidance noted.

   [↑](#endnote-ref-4)
6. Each of the statements presented, which may include a statement of functional expenses, should be identified in the introductory paragraph. Modify the names of the statements as necessary. [↑](#endnote-ref-5)
7. An emphasis of matter section may be included after this section. For instance, at an Association Library when there are private moneys that are excluded from the presentation/audit, a disclosure of the matter and an EOM paragraph is appropriate. [↑](#endnote-ref-6)
8. If supplementary information is included in the report, refer to the guidance in the *Opinion GAAP A01 Unmodified* file and add the appropriate section. [↑](#endnote-ref-7)
9. This shell is for non-governmental not for profit entities reporting on an OCBOA (AU-C 800) framework. If the auditee is a governmental not for profit then auditors should use the OCBOA opinion example included in the *Opinion AOS OCBOA basis* file. [↑](#endnote-ref-8)
10. If we are engaged to report Key Audit Matter (KAM), See AU-C 701 for guidance and AOS auditors contact CFAE for guidance. [↑](#endnote-ref-9)
11. If supplementary information is included in the report, refer to the guidance in the *Opinion AOS OCBOA basis* file and add the appropriate paragraph. [↑](#endnote-ref-10)