THE COMMUNITY IMPROVEMENT CORPORATION OF HENRY COUNTY, OHIO, INC.

FINANCIAL STATEMENTS

Years Ended December 31, 2005 and 2004



Board of Trustees The Community Improvement Corporation of Henry County 104 E. Washington Napoleon, OH 43545

We have reviewed the *Independent Auditor's Report* of The Community Improvement Corporation of Henry County prepared by Steyer & Co., for the audit period January 1, 2005 through December 31, 2005. 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 Community Improvement Corporation of Henry County is responsible for compliance with these laws and regulations.

Butty Montgomery

November 8, 2006

Auditor of State



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2000 NORTH CLINTON STREET DEFIANCE, OHIO 43512 PHONE (419) 782-1030 FAX (419) 782-5298

Independent Auditor's Report

To the Board of Trustees of The Community Improvement Corporation of Henry County, Ohio, Inc. Napoleon, Ohio

We have audited the accompanying statements of financial position of The Community Improvement Corporation of Henry County, Ohio, Inc. (a nonprofit organization) as of December 31, 2005 and 2004, and the related statements of activities 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.

Except as discussed in the following paragraph, 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 audits 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.

Due to inadequate internal controls over revenue, specifically a lack of numeric control over invoices issued in the membership revenue of the organization, we were unable to satisfy ourselves as to the completeness of the accounting records of the organization. Therefore, we were unable to satisfy ourselves that membership revenue transactions were properly recorded for the year ended December 31, 2005. Accordingly, it was not practicable for us to extend our audit of transactions beyond the amounts recorded.

In our opinion, except for the effects on the December 31, 2005 financial statements of such adjustments, if any, as might have been determined to be necessary had the accounting of transactions referred to in the preceding paragraph been susceptible to satisfactory audit tests, the financial statements referred to in the first paragraph present fairly, in all material respects, the financial position of The Community Improvement Corporation of Henry County, Ohio, Inc. as of December 31, 2005 and 2004, and the changes in its 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 our report dated June 13, 2006, on our consideration of The Community Improvement Corporation of Henry County, Ohio, Inc.'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 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 internal control over financial reporting or on compliance. That report is an integral part of an audit performed in accordance with *Government Auditing Standards* and should be considered in assessing the results of our audits.

STEYER & CO.

Defiance, Ohio June 13, 2006

THE COMMUNITY IMPROVEMENT CORPORATION OF HENRY COUNTY, OHIO, INC. STATEMENTS OF FINANCIAL POSITION

December 31, 2005 and 2004

	2005	2004
ASSETS		
CURRENT ASSETS Cash (Note 2) Accounts receivable Notes receivable (Note 3) Total current assets	$ \begin{array}{r} 8 & 669,781 \\ & 1,039 \\ & 21,697 \\ \hline & 692,517 \end{array} $	\$ 582,809 56,576 2,500 641,885
PROPERTY AND EQUIPMENT Furniture and fixtures Leasehold improvements Land Land improvements Less accumulated depreciation Net property and equipment OTHER ASSETS Notes receivable (Note 3) Assets held for sale (Note 4) Total other assets	13,202 47,144 132,252 411,651 604,249 84,756 519,493	13,202 62,863 176,349 548,910 801,324 70,323 731,001 71,108 943,479 1,014,587
TOTAL ASSETS	\$ 1,263,732	\$ 2,387,473
LIABILITIES AND NET ASSETS CURRENT LIABILITIES Accounts payable Long term obligations due within one year (Note 5) Accrued expenses Lease deposit Total current liabilities	\$ 24,259 83,132 658 	\$ - 45,809 - 10,000 55,809
LONG TERM OBLIGATIONS (NOTE 5)	845,238	2,085,219
TOTAL LIABILITIES NET ASSETS Unrestricted	953,287 29,079	2,141,028 (1,358)
Temporarily restricted (Note 7) Total net assets TOTAL LIABILITIES AND NET ASSETS	281,366 310,445 \$ 1,263,732	247,803 246,445 \$ 2,387,473
	. , -, -	. , . ,

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

THE COMMUNITY IMPROVEMENT CORPORATION OF HENRY COUNTY, OHIO, INC. STATEMENTS OF ACTIVITIES Years Ended December 31, 2005 and 2004

	2005	2004
UNRESTRICTED NET ASSETS		
Support	4 4 6 4 4 0 0	A A A A A B A B B B B B B B B B B
Contributions from participating governmental units	\$ 163,200 54,160	\$ 21,750
In-kind contributions (Note 1) Memberships	54,160 14,480	54,160 15,230
Interest	3,144	2,263
Administrative fees	96,884	56,186
Program fees	21,334	19,641
Miscellaneous income	253	
Total unrestricted support	353,455	169,230
Net assets released from restrictions		
Restrictions satisfied by payments	176,382	353,700
Total unrestricted support and reclassifications	529,837	522,930
Expenses		
Program expenses		200
Community involvement/projects	375	380
Contract services Incentive plan	-	45,396 17,856
Infrastructure projects	176,382	44,853
Total program expenses	176,757	108,485
General supporting expenses	•	,
Advertising	24,521	10,622
Bad debts Conferences and seminars	12,889 2,357	1 966
Consulting and engineering	2,357 16,000	1,866 2,708
Depreciation	40,966	83,209
Dues and subscriptions	2,250	2,294
Loss on sale of property and equipment	35,858	32
Impairment loss (Note 4)	<u>-</u>	317,517
Insurance	1,457	7,145
Interest	64,789	104,692
Legal and accounting Miscellaneous	8,464 2,318	6,327 2,342
Office	4,949	7,803
Rent - office	5,200	7,713
Building maintenance	1,230	8,589
Taxes - property	-	3,169
Telephone	617	1,654
Travel and entertainment Wages	4,419 74,359	4,533 69,639
Č		
Total general supporting expenses Fundraising expenses	302,643	641,854
Fundraising	20,000	
Total fundraising expenses	20,000	<u> </u>
Total expenses	499,400	750,339
Increase (decrease) in unrestricted net assets	30,437	(227,409)
TEMPORARILY RESTRICTED NET ASSETS		
Support Infrastructure funds	208,737	144,838
Interest	1,208	3,476
Rent	-	27,000
Net assets released from restrictions	(176,382)	(353,700)
Increase (decrease) in temporarily restricted net assets	33,563	(178,386)
CHANGE IN NET ASSETS	64,000	(405,795)
NET ASSETS, BEGINNING OF YEAR	246,445	652,240
NET ASSETS, END OF YEAR	\$ 310,445	\$ 246,445

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

THE COMMUNITY IMPROVEMENT CORPORATION OF HENRY COUNTY, OHIO, INC. STATEMENTS OF CASH FLOWS

Years Ended December 31, 2005 and 2004

		2005	2004
CASH FLOWS FROM OPERATING ACTIVITIES	_		
Change in net assets	\$	64,000	\$ (405,795)
Adjustments to reconcile change in net assets			
to net cash provided by (used in) operating activities Depreciation		40,966	83,209
Loss on sale of property and equipment		35,858	32
Impairment loss		33,030	317,517
(Increase) decrease in operating assets			317,317
Accounts receivable		55,537	12,454
Notes receivable		189	(12,108)
Increase (decrease) in operating liabilities			
Accounts payable		24,259	-
Accrued expenses		658	-
Lease deposit		(10,000)	 1,000
Net cash provided by (used in) operating activities		211,467	(3,691)
8			
CASH FLOWS FROM INVESTING ACTIVITIES			(10, 102)
Acquisition of property and equipment		042 470	(10,193)
Proceeds from sale of property and equipment		943,479	 - (40.402)
Net cash provided by (used in) investing activities		943,479	(10,193)
CASH FLOWS FROM FINANCING ACTIVITIES			
Repayments of obligations	C	1,067,974)	(51,275)
Net cash used in financing activities		1,067,974)	 (51,275)
rect easif used in imancing activities		1,007,274)	 (31,273)
NET INCREASE (DECREASE) IN CASH		86,972	(65,159)
CASH AT BEGINNING OF YEAR		582,809	647,968
			<u> </u>
CASH AT END OF YEAR	<u>\$</u>	669,781	\$ 582,809
SUPPLEMENTAL INFORMATION			
Cash paid during the year for:			
Interest	\$	64,789	\$ 104,692
		•	
NON-CASH TRANSACTIONS			
Forgiveness of debt	\$	134,684	\$ -
Disposition of assets		134,684	-

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

December 31, 2005 and 2004

NOTE 1 – SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

NATURE OF ACTIVITIES – The Community Improvement Corporation of Henry County, Ohio, Inc. is a nonprofit corporation chartered under applicable laws of the State of Ohio. No individuals or corporations hold any equity interest therein. The purpose of the Organization is to promote economic development in Henry County, Ohio. The Organization's basic programs include advertising in industrial development publications, assisting businesses in obtaining incentives to expand or locate in Henry County, Ohio, and administering incentive programs for taxing authorities and related businesses.

BASIS OF PRESENTATION – Financial statement presentation follows the recommendations of the Financial Accounting Standards Board in its Statement of Financial Accounting Standards (SFAS) No. 117, "Financial Statements of Not-for-Profit Organizations." Under SFAS No. 117, 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. As permitted by the statement, the Organization does not use fund accounting.

CONTRIBUTIONS – The Organization also follows the recommendations of the Financial Accounting Standards Board in its Statement of Financial Accounting Standards (SFAS) No. 116, "Accounting for Contributions Received and Contributions Made." Contributions received are recorded as unrestricted, temporarily restricted, or permanently restricted support depending on the existence or nature of any donor restrictions.

CONTRIBUTED SERVICES AND FACILITIES – In-kind contributions are recorded as revenue and expenses in the accompanying statement of activities. In-kind contributions consist of wages being partially paid by Henry County, Ohio and the use of office facilities. The estimated fair values of the wages and office facilities are \$48,960 and \$5,200, respectively, for years ended December 31, 2005 and 2004.

PROPERTY AND EQUIPMENT – Property and equipment are stated at cost. Depreciation for financial reporting and for federal tax reporting is computed using the straight-line method. The Organization capitalizes all acquisitions in excess of \$500.

CASH AND CASH EQUIVALENTS – For purposes of the statements of cash flows, the Organization considers all unrestricted highly liquid investments with an initial maturity of three months or less to be cash equivalents.

MANAGEMENT ESTIMATES – The preparation of financial statements in conformity with generally accepted accounting principles requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements and reported amounts of revenue and expenses during the reporting period. Actual results could differ from those estimates.

INCOME TAX STATUS – The Organization is a not-for-profit organization that the Internal Revenue Service has determined to be exempt from income taxes under Section 501(c)(6) of the Internal Revenue Code. The Organization is classified as other than a private foundation.

EXPENSE ALLOCATION – Directly identifiable expenses are charged to programs and supporting services. Expenses related to more than one function are charged to programs and supporting services on the basis of management estimates. Administrative expenses include those expenses that are not directly identifiable with any other specific function but provide for the overall support and direction of the organization.

December 31, 2005 and 2004

RESTRICTED AND UNRESTRICTED REVENUE – Contributions received are recorded as increases in unrestricted, temporarily restricted, or permanently restricted net assets, depending on the existence and/or nature of any donor restrictions.

Unless specifically restricted by the donor, all contributions and grants are considered to be available for unrestricted use in the activities of the Organization.

The Board of Trustees has discretionary control of the unrestricted net assets to use in the activities of the Organization.

NOTE 2 - CASH

	20	UU 3	20	004
Cash consists of the following:		Temporarily		Temporarily
	Unrestricted	Restricted	Unrestricted	Restricted
Petty cash	\$ 13	\$ -	\$ 170	\$ -
Checking	62,011	-	53,825	-
Savings	88,762	433,489	132,636	247,803
Certificates of deposit	61,247	-	148,375	_
Agency Funds	· -	24,259	-	-
2 ,	\$ 212,033	\$ 457,748	\$ 335,006	\$ 247,803
NOTE 3 – NOTES RECEIVAE	BLE			
Notes receivable consist of the fo	ollowing:			
	C		2005	2004
Note receivable from A & J, I				
due in 60 months, interest at 0	0% on the unpa	id balance.		
Unsecured.		\$	7,500	\$ 9,500
Note receivable from Henry County Fair Foundation, dated May 14, 2004, due in 53 months, interest at 0% on the unpaid balance. Unsecured. 10,000				10,000
Note receivable from Henry Cou April 28, 2004, due in 52 mor unpaid balance. Unsecured.		3,647	1,142	
Note receivable from Harrison Township, dated April 28, 2004, due in 36 months, interest at 0% on the unpaid balance. Unsecured.			7,500	-
Note receivable from Rodeway Inn, dated February 18, 2004, due in 35 months, interest at 0% on the unpaid balance. Unsecured.			497	1,491
Note receivable from Harrison Township, dated November 7, 2003 and January 30, 2004, due in 84 months, interest at 0% on the unpaid balance. Unsecured 37,075 37,				37,075
Note receivable from Holgate Products, dated March 19, 2003, due in 36 months, interest at 0% on the unpaid balance. Unsecured.				700
Note receivable from B&B November 27, 2001, due in 36 the unpaid balance. Unsecured.		-	2,500	

December 31, 2005 and 2004

NOTE 3 – NOTES RECEIVABLE (CONTINUED)

	2005	2004
Note receivable from Rettig Pallets, dated August 23, 2001, due in 60 months, interest at 0% on the unpaid balance. Unsecured.	4,000	8,000
Note receivable from Harrison Township, dated January 9, 2001, due in 60 months, interest at 0% on the unpaid		
balance. Unsecured.	$\frac{3,200}{73,419}$	3,200 73,608
Amount due within one year	21,697	2,500
Amount due after one year	<u>\$ 51,722</u>	<u>\$ 71,108</u>

NOTE 4 – ASSETS HELD FOR SALE

The Community Improvement Corporation of Henry County, Ohio, Inc. entered into a ground lease with option to purchase agreement with Midwest Wood Trim, Inc. on December 1, 2004. This option to purchase was subsequently exercised on January 6, 2005. The carrying amount of those assets exceeded the agreed sales price as of the fiscal year ended December 31, 2004. An impairment loss has been recognized in the Statement of Activities for the year ended December 31, 2004.

In conjunction with this sale, the City Council of Napoleon, Ohio, in a council meeting held on May 2, 2005, voted to assist the organization in regards to the sale by contributing \$163,200 to aid in the repayment of the continuing mortgage payments still remaining at The Henry County Bank. They also voted to forgive the loan owed to the City of Napoleon. Additionally, the organization transferred a portion of land, containing a road to the sold property, to the City of Napoleon, Ohio in 2005.

Components of the impairment loss are as follows:

Building Leasehold improvements Land (4.031 acres) Land improvements Less accumulated depreciation	\$	1,092,206 19,219 53,915 167,816 1,333,156 72,160	
Net book value	_		\$ 1,260,996
Fair market value (sale price) Less expenses of sale		950,000 6,521	
Carrying value of assets held for sale Impairment loss recognized			\$ 943,479 317,517
NOTE 5 – LONG TERM OBLIGATIONS			
Long term obligations consists of the following:		2005	2004
Note payable to City of Napoleon, dated July 19, 2002, due October 1, 2016. Payable in monthly installments of \$1,162 beginning on November 1, 2003, with an interest rate of zero paraent through October 31, 2003, and			200.
rate of zero percent through October 31, 2003, and thereafter a fixed rate of 3%. Secured by real estate.	\$	-	\$ 139,607

December 31, 2005 and 2004

NOTE 5 – LONG TERM OBLIGATIONS (CONTINUED)

Long term obligations consists of the following:		2005	2004
Note payable to The Henry County Bank (line of credit), limited to an amount not to exceed \$2,200,000, dated December 27, 2002, due January 27, 2028. Payable in monthly installments of \$12,866 beginning July 27, 2003. Interest payable monthly at a variable rate, currently 8.0%. Secured by commercial property located at 1650 Commerce Drive, Napoleon, Ohio. Total obligations payable Less long term obligations due within one year Long term obligations	<u> </u>	928,370 928,370 83,132 845,238	1,991,421 2,131,028 45,809 \$ 2,085,219
Maturities of long term obligations are as follows: Years Ending December 31 2006 2007 2008 2009 2010 2011 and thereafter	\$ <u>\$</u>	83,132 90,032 97,504 105,597 114,362 437,743 928,370	

NOTE 6 - OPERATING LEASES

The Organization leased a phone system under a noncancelable operating lease which expired in April, 2004.

NOTE 7 - NATURE AND AMOUNT OF TEMPORARILY RESTRICTED NET ASSETS

Temporarily restricted net assets are available once any donor-imposed conditions have been met for the following purposes:

	2005	2004
Infrastructure	\$ 281,366	\$ 247,803

NOTE 8 - RECLASSIFICATION

Certain amounts in prior-year financial statements have been reclassified for comparative purposes to conform with presentation in the current-year financial statements.

2000 NORTH CLINTON STREET DEFIANCE, OHIO 43512 PHONE (419) 782-1030 FAX (419) 782-5298

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

To the Board of Trustees of The Community Improvement Corporation of Henry County, Ohio, Inc. Napoleon, Ohio

We have audited the financial statements of The Community Improvement Corporation of Henry County, Ohio, Inc. (a nonprofit organization) as of and for the years ended December 31, 2005 and 2004, and have issued our report thereon dated June 13, 2006, wherein we have issued our qualified opinion relating to membership revenue. 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 Community Improvement Corporation of Henry County, Ohio, Inc.'s internal control over financial reporting in order to determine our auditing procedures for the purpose of expressing our opinion on the financial statements and not to provide an opinion on the internal control over financial reporting. However, we noted certain matters involving the internal control over financial reporting and its operation that we consider to be reportable conditions. Reportable conditions involve matters coming to our attention relating to significant deficiencies in the design or operation of the internal control over financial reporting that, in our judgment, could adversely affect The Community Improvement Corporation of Henry County, Ohio, Inc.'s ability to initiate, record, process, and report financial data consistent with the assertions of management in the financial statements. Reportable conditions are described in the accompanying schedule of findings and responses as items 2005-1 through 2005-3.

A material weakness is a reportable condition in which the design or operation of one or more of the internal control components does not reduce to a relatively low level the risk that misstatements caused by error or fraud in amounts that would be material in relation to the financial statements being audited may occur and not be detected within a timely period by employees in the normal course of performing their assigned functions. Our consideration of the internal control over financial reporting would not necessarily disclose all matters in the internal control that might be reportable conditions and, accordingly, would not necessarily disclose all reportable conditions that are also considered to be material weaknesses. However, of the reportable conditions described above, we consider items 2005-1 through 2005-3 to be material weaknesses.

Compliance and Other Matters

As part of obtaining reasonable assurance about whether The Community Improvement Corporation of Henry County, Ohio, Inc.'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 or other matters that are required to be reported under *Government Auditing Standards*.

We noted certain matters that we reported to management of the Community Improvement Corporation of Henry County, Ohio, Inc. in a separate letter dated June 13, 2006.

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

STEYER & CO.

Defiance, Ohio June 13, 2006

THE COMMUNITY IMPROVEMENT CORPORATION OF HENRY COUNTY, OHIO, INC. SCHEDULE OF FINDINGS AND RESPONSES

Year Ended December 31, 2005

<u>Finding 2005-1 – Reportable Condition</u>

In completing our audit procedures we determined that the cash accounts were inaccurately reconciled. Large audit adjustments were necessary to correctly state the balances of these cash accounts. Bank statements are received and deposits and checks are being cleared, but additional transactions that are not properly recorded remain in the accounts as uncleared transactions.

All cash accounts need to reconciled to the bank statements frequently. Any uncleared balances should be reviewed to determine if the deposit is in transit or if the check is outstanding. All other uncleared transactions should be adjusted or reclassified to the appropriate accounts.

<u>Finding 2005-2 – Reportable Condition</u>

In completing our audit procedures we determined that there is a lack of internal controls in The Community Improvement Corporation of Henry County, Ohio, Inc.'s accounting system. Audit tests were conducted to determine if revenue and expense balances were accurately recorded and reported. In order to determine the accuracy of these accounts, detail was needed to support each transaction. This support was not readily available, and in several circumstances, was completely unavailable.

Supporting detail must be maintained for all transactions made during the year. This detail must be organized in a manner that is appropriate for a public office. There should also be a process used for receiving mail, handling cash deposits and transfers, and making disbursements. Date stamps and approval stamps should be used to document when items are received, sent, and approved by the Board. This will increase the organizational efficiency of the office.

Finding 2005-3 – Reportable Condition

In completing our audit procedures we determined that the infrastructure funds should be classified as temporarily restricted. This determination was made after contracts were provided specifying the nature of the infrastructure funds and providing the proper information as to its specific classification. In the prior year no documentation was provided to prove that these accounts were temporarily restricted even though requested.

Contracts and other supporting documentation should be filed and readily available when requested. Restricted assets require special handling. Without proper documentation and knowledge of the subject matter, these assets may not be managed as originally intended.

THE COMMUNITY IMPROVEMENT CORPORATION OF HENRY COUNTY, OHIO, INC. SCHEDULE OF FINDINGS AND RESPONSES Year Ended December 31, 2005

Finding Number	Finding Summary	Auditee Response
2005-1	Cash accounts were inaccurately reconciled	Management will endeavor to correct and comply with finding
2005-2	Lack of internal controls in accounting system	Management will endeavor to correct and comply with finding
2005-3	Infrastructure funds should be temporarily restricted	Management will endeavor to correct and comply with finding



88 East Broad Street P.O. Box 1140 Columbus, Ohio 43216-1140

Telephone 614-466-4514

800-282-0370

Facsimile 614-466-4490

COMMUNITY IMPROVEMENT CORPORATION OF HENRY COUNTY HENRY 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 NOVEMBER 21, 2006