

**THE RIVERSOUTH AUTHORITY
FRANKLIN COUNTY, OHIO
BASIC FINANCIAL STATEMENTS**

*FOR THE YEAR ENDED
DECEMBER 31, 2014*



Dave Yost • Auditor of State

Board of Directors
The RiverSouth Authority
150 South Front Street
Suite 210
Columbus, Ohio 43215

We have reviewed the *Independent Auditor's Report* of The RiverSouth Authority, Franklin County, prepared by Plante & Moran, PLLC, for the audit period January 1, 2014 through December 31, 2014. 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 RiverSouth Authority is responsible for compliance with these laws and regulations.

A handwritten signature in black ink that reads "Dave Yost".

Dave Yost
Auditor of State

May 13, 2015

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**THE RIVERSOUTH AUTHORITY
FRANKLIN COUNTY, OHIO**

FOR THE YEAR ENDED DECEMBER 31, 2014

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Independent Auditor's Report

To the Board of Directors
The RiverSouth Authority

Report on the Basic Financial Statements

We have audited the accompanying basic financial statements of The RiverSouth Authority (the "Authority"), a component unit of the City of Columbus, as of and for the years ended December 31, 2014 and 2013 and the related notes to the basic financial statements, which collectively comprise the Authority's basic financial statements as listed in the table of contents.

Management's Responsibility for the Basic Financial Statements

Management is responsible for the preparation and fair presentation of these basic financial statements in accordance with accounting principles generally accepted in the United States of America; this includes the design, implementation, and maintenance of internal control relevant to the preparation and fair presentation of basic financial statements that are free from material misstatement, whether due to fraud or error.

Auditor's Responsibility

Our responsibility is to express an opinion on these basic 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 audits to obtain reasonable assurance about whether the basic financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the basic financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the basic financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the entity's preparation and fair presentation of the basic financial statements 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, we express no such opinion. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of significant accounting estimates made by management, as well as evaluating the overall presentation of the basic financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

Opinions

In our opinion, the basic financial statements referred to above present fairly, in all material respects, the financial position of the The RiverSouth Authority as of December 31, 2014 and 2013 the changes in its financial position, and its cash flows, thereof for the years then ended, in accordance with accounting principles generally accepted in the United States of America.

To the Board of Directors
The RiverSouth Authority

Other Matters

Required Supplemental Information

Accounting principles generally accepted in the United States of America require that the management's discussion and analysis on pages 3-6 be presented to supplement the basic financial statements. Such information, 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 because the limited procedures do not provide us with sufficient evidence to express an opinion or provide any assurance.

Other Reporting Required by *Government Auditing Standards*

In accordance with *Government Auditing Standards*, we have also issued our report dated March 24, 2015 on our consideration of the The RiverSouth Authority'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 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* in considering The RiverSouth Authority's internal control over financial reporting and compliance.

Plante & Moran, PLLC

March 24, 2015

**THE RIVERSOUTH AUTHORITY
FRANKLIN COUNTY, OHIO**

MANAGEMENT'S DISCUSSION AND ANALYSIS
FOR THE YEAR ENDED DECEMBER 31, 2014

The management's discussion and analysis of the RiverSouth Authority's (the "Authority") financial performance provides an overall review of the Authority's financial activities for the year ending December 31, 2014. The intent of this discussion and analysis is to look at the Authority's financial performance as a whole; readers should also review the notes to the basic financial statements and financial statements to enhance their understanding of the Authority's financial performance.

Financial Highlights

Key financial highlights for 2014 are as follows:

- Total net position of the Authority was \$95,787 at December 31, 2014. This was an increase of \$8,756 from the balance at December 31, 2013.
- The Authority had operating revenues of \$2,161,794 and operating expenses of \$28,070 during 2014. The Authority also had \$14 in non-operating revenues and \$2,124,982 in non-operating expenses during 2014.

Using these Basic Financial Statements

This annual report consists of a series of financial statements and notes to those statements. These statements are organized so the reader can understand the Authority's financial activities. The *statement of net position* and *statement of revenues, expenses and changes in net position* provide information about the activities of the Authority, including all short-term and long-term financial resources and obligations. The *statement of cash flows* provides information about how the Authority finances and meets the cash flow needs of its operations.

Reporting the Authority Financial Activities

Statement of Net Position, Statement of Revenues, Expenses, and Changes in Net Position and the Statement of Cash Flows

These documents look at all financial transactions and ask the question, "How did we do financially during 2014?" The statement of net position and the statement of revenues, expenses and changes in net position answer this question. These statements include *all assets, deferred outflows of resources, liabilities, deferred inflows of resources, revenues and expenses* using the *accrual basis of accounting* similar to the accounting used by most private-sector companies. This basis of accounting will take into account all of the current year's revenues and expenses regardless of when cash is received or paid.

These two statements report the Authority's *net position* and changes in that net position. This change in net position is important because it tells the reader that, for the Authority as a whole, the *financial position* of the Authority has improved or diminished. The causes of this change may be the result of many factors, some financial, some not. These statements can be found on pages 7 and 8 of this report. The statement of cash flows can be found on page 9.

The notes provide additional information that is essential to a full understanding of the data provided in the financial statements. These notes to the basic financial statements can be found on pages 10-15 of this report.

**THE RIVERSOUTH AUTHORITY
FRANKLIN COUNTY, OHIO**

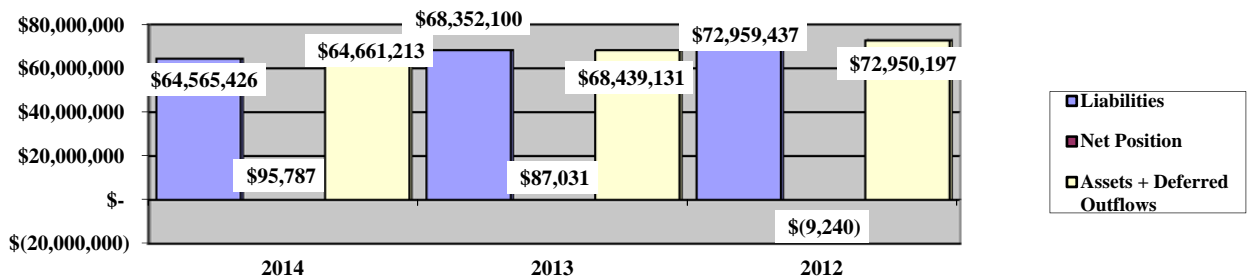
**MANAGEMENT'S DISCUSSION AND ANALYSIS
FOR THE YEAR ENDED DECEMBER 31, 2014**

The table below provides a summary of the Authority's net position at December 31, 2014, December 31, 2013 and December 31, 2012.

	Net Position		
	<u>2014</u>	<u>2013</u>	<u>2012</u>
<u>Assets</u>			
Current assets	\$ 5,506,049	\$ 4,801,470	\$ 4,564,067
Noncurrent assets	<u>55,320,562</u>	<u>61,177,213</u>	<u>65,700,297</u>
Total assets	<u>60,826,611</u>	<u>65,978,683</u>	<u>70,264,364</u>
<u>Deferred Outflows of Resources</u>	<u>3,834,602</u>	<u>2,460,448</u>	<u>2,685,833</u>
<u>Liabilities</u>			
Current liabilities	5,410,262	4,931,381	4,752,497
Non-current liabilities	<u>59,155,164</u>	<u>63,420,719</u>	<u>68,206,940</u>
Total liabilities	<u>64,565,426</u>	<u>68,352,100</u>	<u>72,959,437</u>
<u>Net Position</u>			
Unrestricted	<u>95,787</u>	<u>87,031</u>	<u>(9,240)</u>
Total net position	<u>\$ 95,787</u>	<u>\$ 87,031</u>	<u>\$ (9,240)</u>

Over time, net position can serve as a useful indicator of a government's financial position. At December 31, 2014, the Authority's assets plus deferred outflows of resources exceeded liabilities by \$95,787. Assets and liabilities of the Authority consist primarily of a lease receivable and bonds payable, respectively. The decrease in assets is due primarily to fewer bonds outstanding. Deferred outflows of resources consist of deferred charges on refunding for the Series 2012 and Series 2014 bonds.

The chart below illustrates the Authority's assets, deferred outflows of resources, liabilities and net position at December 31, 2014, December 31, 2013 and December 31, 2012.



**THE RIVERSOUTH AUTHORITY
FRANKLIN COUNTY, OHIO**

MANAGEMENT'S DISCUSSION AND ANALYSIS
FOR THE YEAR ENDED DECEMBER 31, 2014

The table below shows the changes in net position for 2014, 2013 and 2012.

	<u>2014</u>	<u>2013</u>	<u>2012</u>
<u>Operating Revenues:</u>			
Lease payments	\$ 2,161,794	\$ 3,221,725	\$ 3,247,560
Total operating revenue	<u>2,161,794</u>	<u>3,221,725</u>	<u>3,247,560</u>
<u>Operating Expenses:</u>			
Legal	5,664	5,064	2,081
Accounting	17,299	19,567	18,359
Insurance	4,901	5,661	5,237
Trustee	206	1,500	1,500
Total operating expenses	<u>28,070</u>	<u>31,792</u>	<u>27,177</u>
<u>Non-operating revenues (expenses):</u>			
Investment income	14	112,244	47
Interest expense	(1,838,101)	(3,205,906)	(2,754,318)
Bond issuance costs	<u>(286,881)</u>	<u>-</u>	<u>(239,799)</u>
Total non-operating revenues (expenses)	<u>(2,124,968)</u>	<u>(3,093,662)</u>	<u>(2,994,070)</u>
Change in net position	8,756	96,271	226,313
Net position at the beginning of the year	<u>87,031</u>	<u>(9,240)</u>	<u>(235,553)</u>
Net position at the end of the year	<u>\$ 95,787</u>	<u>\$ 87,031</u>	<u>\$ (9,240)</u>

The primary operating revenues of the Authority are lease payments from the City of Columbus. During 2014, the Authority also received contributions from the City to assist in the 2014 refunding of the remaining Series 2004 A and a portion of the Series 2005 A bonds. The decrease in investment income was the result of a decrease in arbitrage liability from 2012 to 2013. While operating expenses decreased slightly, non-operating expenses decreased due to lower interest rates charged on outstanding debt.

Capital Assets and Debt Administration

The Authority does not have any capital assets. Bond proceeds were used to fund projects of the Developer and the City and those assets are recorded with the respective entity. The Authority refunded a portion of the 2004 Series A, RiverSouth Area Redevelopment Bonds in 2012 and the remaining 2004 Series A and a portion of the 2005 Series A River South Area Redevelopment Bonds in 2014.

At December 31, 2014, the Authority had \$64,322,596 in bonds outstanding. Of this amount, \$5,167,432 is due in one year and \$59,155,164 is due in more than one year. The Authority had the following bonds outstanding at December 31, 2014, 2013 and 2012:

	<u>2014</u>	<u>2013</u>	<u>2012</u>
<u>Redevelopment Bonds:</u>			
2004 Series A	\$ -	\$ 4,205,000	\$ 6,175,000
2005 Series A	2,310,000	35,060,000	37,145,000
2012 Refunding	24,555,000	24,595,000	24,635,000
2014 Refunding	31,100,000	-	-
Premiums	<u>6,357,596</u>	<u>4,234,731</u>	<u>4,623,743</u>
Total bonds payable	<u>\$ 64,322,596</u>	<u>\$ 68,094,731</u>	<u>\$ 72,578,743</u>

For further information regarding the Authority's debt, refer to Note 5 to the basic financial statements.

**THE RIVERSOUTH AUTHORITY
FRANKLIN COUNTY, OHIO**

**MANAGEMENT'S DISCUSSION AND ANALYSIS
FOR THE YEAR ENDED DECEMBER 31, 2014**

Contacting the Authority's Financial Management

This financial report is designed to provide our citizens, taxpayers, and investors and creditors with a general overview of the Authority's finances and to show the Authority's accountability for the money it receives. If you have questions about this report or need additional financial information contact Ms. Nicole Werner, Chief Financial Officer, Columbus Downtown Development Corporation, 150 S. Front St. Suite 210, Columbus, Ohio 43215.

**THE RIVERSOUTH AUTHORITY
FRANKLIN COUNTY, OHIO**

STATEMENT OF NET POSITION
DECEMBER 31, 2014 AND 2013

	2014	2013
Assets:		
<u>Current assets:</u>		
Cash and cash equivalents	\$ 116,476	\$ 125,037
Accrued interest receivable	219,661	-
Lease receivable	5,167,432	4,674,012
Prepayments	2,480	2,421
Total current assets	5,506,049	4,801,470
<u>Noncurrent assets:</u>		
Lease receivable	55,320,562	61,177,213
Total non-current capital assets	55,320,562	61,177,213
Total assets.	60,826,611	65,978,683
Deferred outflow of resources:		
Deferred charge on refunding	3,834,602	2,460,448
Total deferred outflow of resources	3,834,602	2,460,448
Liabilities:		
<u>Current liabilities:</u>		
Accounts payable.	23,169	4,803
Accrued interest payable	219,661	252,566
Bonds payable, current portion	5,167,432	4,674,012
Total current liabilities	5,410,262	4,931,381
<u>Non-current liabilities:</u>		
Bonds payable	59,155,164	63,420,719
Total non-current liabilities	59,155,164	63,420,719
Total liabilities	64,565,426	68,352,100
Net position:		
Unrestricted.	95,787	87,031
Total net position.	\$ 95,787	\$ 87,031

SEE ACCOMPANYING NOTES TO THE BASIC FINANCIAL STATEMENTS

**THE RIVERSOUTH AUTHORITY
FRANKLIN COUNTY, OHIO**

STATEMENT OF REVENUES, EXPENSES AND
CHANGES IN NET POSITION
FOR THE YEARS ENDED DECEMBER 31, 2014 AND 2013

	2014	2013
Operating revenues:		
Lease payments	\$ 2,161,794	\$ 3,221,725
Total operating revenues	2,161,794	3,221,725
Operating expenses:		
Legal	5,664	5,064
Accounting	17,299	19,567
Insurance	4,901	5,661
Trustee	206	1,500
Total operating expenses.	28,070	31,792
Operating income	2,133,724	3,189,933
Non-operating revenues (expenses):		
Investment income	14	112,244
Interest expense	(1,838,101)	(3,205,906)
Bond issuance costs	(286,881)	-
Total non-operating revenues (expenses).	(2,124,968)	(3,093,662)
Change in net position.	8,756	96,271
Net position at beginning of year	87,031	(9,240)
Net position at end of year	\$ 95,787	\$ 87,031

SEE ACCOMPANYING NOTES TO THE BASIC FINANCIAL STATEMENTS

**THE RIVERSOUTH AUTHORITY
FRANKLIN COUNTY, OHIO**

STATEMENT OF CASH FLOWS
FOR THE YEARS ENDED DECEMBER 31, 2014 AND 2013

	2014	2013
Cash flows from operating activities:		
Cash received from		
City of Columbus for lease payments	\$ 7,308,084	\$ 7,316,725
Cash payments for operating expenses.	(9,763)	(26,666)
Net cash provided by		
operating activities	7,298,321	7,290,059
Cash flows from capital and related financing activities:		
Principal paid on debt	(2,235,000)	(4,095,000)
Interest paid on debt	(2,181,824)	(3,221,826)
Par amount of bonds	31,100,000	-
Premium on bonds	4,103,759	-
Contributions to escrow	(37,806,950)	-
Cost of issuance	(286,881)	-
Net cash used in capital and related		
financing activities.	(7,306,896)	(7,316,826)
Cash flows from investing activities:		
Interest received	14	36
Net cash provided by investing activities	14	36
Net decrease in cash and cash		
cash equivalents	(8,561)	(26,731)
Cash and cash equivalents at beginning of year . . .	125,037	151,768
Cash and cash equivalents at end of year	\$ 116,476	\$ 125,037
 Reconciliation of operating income to net cash provided by operating activities:		
Operating income	\$ 2,133,724	\$ 3,189,933
Adjustments:		
Interest expense adjustment.	(216,941)	-
Changes in assets and liabilities:		
Lease receivable	5,363,231	4,095,000
Prepays	(59)	323
Accounts payable.	18,366	4,803
Net cash provided by operating activities	\$ 7,298,321	\$ 7,290,059

SEE ACCOMPANYING NOTES TO THE BASIC FINANCIAL STATEMENTS

**THE RIVERSOUTH AUTHORITY
FRANKLIN COUNTY, OHIO**

NOTES TO THE BASIC FINANCIAL STATEMENTS
FOR THE YEAR ENDED DECEMBER 31, 2014

NOTE 1 - ORGANIZATION AND REPORTING ENTITY

A. Organization

The RiverSouth Authority (the “Authority”) is a new community authority created by the City of Columbus (the “City”) pursuant to Chapter 349 of the Ohio Revised Code as a body corporate and politic. The Authority was created to govern the redevelopment and revitalization of a new community referred to as the RiverSouth District. The Columbus Downtown Development Corporation, a nonprofit corporation, has been appointed the Developer of the new community. The Authority Board of Trustees consists of nine members. The City has initially appointed five of the nine Authority board members, four citizen members and one local government member. The Developer appointed four of the Board members. Over time, as development of the RiverSouth District occurs and population of the new community grows, the board appointment authority will shift from the initial appointment authority to elected citizen members of the population of the new community in specified proportions of population growth as defined by Chapter 349.04 of the Ohio Revised Code.

B. Reporting Entity

The Authority’s financial reporting entity has been defined 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 an Amendment of GASB Statements No. 14 and No.34*. The financial statements include all divisions and operations for which the Authority is financially accountable. Financial accountability exists if a primary government/component unit appoints a majority of an organization’s governing board and is able to impose its will on that organization. Financial accountability may also be deemed to exist if there is potential for the organization to provide financial benefits to, or impose financial burdens on, the primary government/component unit. On this basis, no governmental organizations other than the Authority itself are included in the financial reporting entity.

The City appoints a voting majority of the Board of the Authority. Additionally, the Master Lease agreement (See Note 4) between the City and the Authority restricts the Authority from issuing any new bonded debt without approval from the City. As such, the Authority is fiscally dependent on the City and is included as a blended component unit in the City’s Comprehensive Annual Financial Report as required by GASB Statement No. 14, No. 39 and No. 61.

NOTE 2 - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

A. Basis of Presentation

The financial statements of the Authority have been prepared on the accrual basis of accounting in accordance with accounting principles generally accepted in the United States of America, as applicable to governmental units.

Lease payments from the City and all recurring type expenses are reported as operating revenue and expenses. Transactions, which are capital, financing, or investing related, such as investment earnings and interest expense, are reported as non-operating revenues and expenses.

The preparation of financial statements in conformity with accounting principles generally accepted in the United States of America (“GAAP”) requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities at the date of the financial statements and the reported amounts of revenues and expenses during the reporting period. Actual results could differ from those estimates.

**THE RIVERSOUTH AUTHORITY
FRANKLIN COUNTY, OHIO**

NOTES TO THE BASIC FINANCIAL STATEMENTS
FOR THE YEAR ENDED DECEMBER 31, 2014

NOTE 2 - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES - (Continued)

B. Revenue Recognition

The Authority's revenues are derived from lease payments from the City and interest income earned on cash held by a trustee. Revenue is recorded when earned.

C. Cash and Cash Equivalents

For purposes of the statement of cash flows, the Authority considers all highly liquid investments with maturity of three months or less when purchased to be cash equivalents.

D. Deferred Outflows/Inflows of Resources

In addition to assets, the statement of financial position will sometimes report a separate section for deferred outflows of resources. This separate financial statement element, deferred outflows of resources, represents a consumption of net position that applies to a future period(s) and so will not be recognized as an outflow of resources (expense) until then. The Authority only has one item that qualifies for reporting in this category. It is the deferred charge in refunding reported in the statement of net position. A deferred charge on refunding results from the difference in the carrying value of refunded debt and its reacquisition price. This amount is deferred and amortized over the shorter of the life of the refunded or refunding debt.

NOTE 3 - CASH AND CASH EQUIVALENTS

At December 31, 2014 and 2013, the carrying amounts of the Authority's cash and cash equivalents was \$116,476 and \$125,037, respectively. These funds, deposited with the trustee, consisted of a U.S. Government Money Market fund in the amount of \$116,476 and \$125,037, respectively. The U.S. Government Money Market Fund has been rated Aaa by Standard and Poor's and is considered a cash equivalent. While the funds are uncollateralized and uninsured, their disposition and availability are governed by bond resolution and the Master Trust Agreement and the First Supplemental Trust Agreement between the Authority and U.S. Bank.

NOTE 4 - LEASE RECEIVABLE

In order to facilitate the redevelopment, the Authority and the City entered into a Master Lease Agreement and the First Supplemental Lease both dated June 1, 2004 (collectively, the "Lease") to provide for the financing of certain improvements in the RiverSouth District. A Second Supplemental Lease was executed October 1, 2005. Under the terms of the leases, the Authority agrees to issue debt to finance redevelopment activities as authorized by Columbus City Council and to lease to the City certain parcels of land located in the RiverSouth area in downtown Columbus. The City's lease interest includes the underlying land only and does not include existing buildings or improvements made whether or not the improvements are financed by bonds issued by the Authority. Upon the expiration of the lease terms, all right, title, and interest in the land will be transferred to the City. The leases expire when all outstanding bonds (including any refunding bonds) are no longer outstanding. Rental payments commenced November 21, 2007 in amounts equal as necessary to meet the bond debt service charges, establish and maintain any required reserves and provide for the payment of any principal or interest on notes not otherwise provided for. A receivable is recorded in an amount approximating the bonds payable including unamortized bond premium and deferred outflows of resources.

**THE RIVERSOUTH AUTHORITY
FRANKLIN COUNTY, OHIO**

NOTES TO THE BASIC FINANCIAL STATEMENTS
FOR THE YEAR ENDED DECEMBER 31, 2014

NOTE 5 - BONDS PAYABLE

The RiverSouth Area Redevelopment Bonds, 2005 Series A and 2004 Series A (the “bonds”) were issued in the amounts of \$42,850,000 and \$37,870,000, respectively, to provide funds to pay the costs of acquiring and developing land and acquiring and constructing community facilities. These bonds are payable from the revenues, receipts, and other moneys assigned under a Master Trust Agreement dated June 1, 2004 between the Authority and U.S. Bank National Association as Trustee (the “Trustee”), as supplemented by the First Supplemental Trust Agreement dated June 1, 2004 and the Second Supplemental Trust Agreement dated October 1, 2005 (together, the “Trust Agreement”). Subsequently, the 2005 Series A and 2004 Series A bonds have been refunded by the 2012 Series A and 2014 Series A bonds at which time the Third Supplemental Trust Agreement dated April 1, 2012 and the Fourth Supplemental Trust Agreement dated April 1, 2014, respectively, were entered into in order to fund the debt service on the refunded bonds. The 2012 Series A bonds were issued in the amount of \$24,635,000 and refunded \$25,015,000 of the 2004 Series A bonds. The 2014 Series A bonds were issued in the amount of \$31,100,000 and refunded \$4,205,000 of the 2004 Series A bonds and \$30,555,000 of the 2005 Series A bonds.

Changes in bonds payable during the years ended December 31, 2014 and 2013 were as follows:

	Balance 1/1/2014	Additions	Deletions	Balance 12/31/2014	Due Within One Year
Redevelopment Bonds:					
2004 Series A	\$ 4,205,000	\$ -	\$ (4,205,000)	\$ -	\$ -
2005 Series A	35,060,000	-	(32,750,000)	2,310,000	2,310,000
2012 Refunding of 2004	24,595,000	-	(40,000)	24,555,000	45,000
2014 Refunding of 2004 and 2005	-	31,100,000	-	31,100,000	2,070,000
Plus Deferred Amounts: For Issuance Premiums	<u>4,234,731</u>	<u>4,103,759</u>	<u>(1,980,894)</u>	<u>6,357,596</u>	<u>742,432</u>
Total Bonds Payable	<u>\$ 68,094,731</u>	<u>\$ 35,203,759</u>	<u>\$ (38,975,894)</u>	<u>\$ 64,322,596</u>	<u>\$ 5,167,432</u>
	Balance 1/1/2013	Additions	Deletions	Balance 12/31/2013	Due Within One Year
Redevelopment Bonds:					
2004 Series A	\$ 6,175,000	\$ -	\$ (1,970,000)	\$ 4,205,000	\$ 2,050,000
2005 Series A	37,145,000	-	(2,085,000)	35,060,000	2,195,000
2012 Refunding of 2004	24,635,000	-	(40,000)	24,595,000	40,000
Plus Deferred Amounts: For Issuance Premiums	<u>4,623,743</u>	<u>-</u>	<u>(389,012)</u>	<u>4,234,731</u>	<u>389,012</u>
Total Bonds Payable	<u>\$ 72,578,743</u>	<u>\$ -</u>	<u>\$ (4,484,012)</u>	<u>\$ 68,094,731</u>	<u>\$ 4,674,012</u>

**THE RIVERSOUTH AUTHORITY
FRANKLIN COUNTY, OHIO**

NOTES TO THE BASIC FINANCIAL STATEMENTS
FOR THE YEAR ENDED DECEMBER 31, 2014

NOTE 5 - BONDS PAYABLE - (Continued)

The revenues and receipts assigned by the Trust Agreement are primarily composed of certain rental payments to be paid to the Authority under the Lease with the City. The rental payments paid by the City to the Authority are from moneys specifically appropriated for such purpose and are to be the primary source of money to pay debt service. The obligation of the City to make rental payments pursuant to the Lease is expressly made subject to the availability of annual appropriations for such purpose. Notwithstanding the requirement for annual appropriations of rental payments for the payment of debt service, the City has agreed that all such rental payments required to pay debt service will be included in the estimated budgets of the City. The Authority and the City contemplate that the supplemental agreements to the Lease will make provision for rental payments to be paid to the Authority in amounts at least adequate to meet the debt service on the remaining 2005 Series A bonds and the Series 2012 and Series 2014 bonds. Neither the leased land nor the capital facilities to be financed with the bond proceeds are pledged to secure payment on the bonds. The first rental payment from the City was made December 1, 2007.

Bond premium for the Bonds has been capitalized and will be amortized over the life of the Bonds. Interest expense on the Bonds accrue at rates as defined in the Bonds agreement ranging from 2.0%-5.0%.

Principal and interest requirements to retire the Authority's outstanding debt at December 31, 2014 are as follows:

Year Ending December 31,	Principal	Interest	Total
2015	\$ 4,425,000	\$ 2,615,237	\$ 7,040,237
2016	4,615,000	2,425,863	7,040,863
2017	4,805,000	2,239,362	7,044,362
2018	5,015,000	2,032,188	7,047,188
2019	5,260,000	1,778,312	7,038,312
2020 - 2024	30,250,000	4,943,751	35,193,751
2025	3,595,000	89,875	3,684,875
Total	<u>\$ 57,965,000</u>	<u>\$ 16,124,588</u>	<u>\$ 74,089,588</u>

Principal payments are made December 1 for the remaining Series 2005 A bonds and the 2012 Refunding Bonds. Principal payments are made June 1 for the 2014 Refunding Bonds. Interest payments are made June 1 and December 1 of each year.

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**THE RIVERSOUTH AUTHORITY
FRANKLIN COUNTY, OHIO**

NOTES TO THE BASIC FINANCIAL STATEMENTS
FOR THE YEAR ENDED DECEMBER 31, 2014

NOTE 5 - BONDS PAYABLE - (Continued)

Advanced Refundings

In April 2014, the Authority sold \$31,100,000 in advance refunding bonds to defease the remaining RiverSouth Area Redevelopment Bonds 2004 Series A and a portion of the RiverSouth Area Redevelopment Bonds 2005 Series A. Results of the refunding are as follows:

	<u>2014</u>
Amount paid to escrow agent	\$ 37,806,950
Net carrying amount of old bonds:	
Old bonds outstanding:	
Series 2004 A	4,205,000
Series 2005 A	30,555,000
Unamortized bond premium	
Series 2004 A	15,440
Series 2005 A	<u>1,329,601</u>
Net carrying amount of old bonds:	<u>36,105,041</u>
Deferred amount on refunding	<u>\$ 1,701,909</u>
Refunded (old) bonds	
Principal	
Series 2004 A	4,205,000
Series 2005 A	30,555,000
Interest	<u>12,356,663</u>
Total refunded	<u>47,116,663</u>
Additional contributions	<u>2,893,968</u>
Refunding (new) bonds	
Principal	31,100,000
Interest	<u>10,095,625</u>
Total refunding	<u>41,195,625</u>
Unadjusted reduction in aggregate debt service	<u>\$ 3,027,070</u>
Economic gain - present value of adjusted reduction in aggregate debt service	2,202,327
Plus: refunding bonds issued	31,100,000
Plus: premiums received	4,103,759
Plus: additional contributions (City)	2,893,968
Plus: additional contributions (Authority)	39
Less: payment to escrow agent	(37,806,950)
Less: original cost of issuance	(290,816)
Plus: refund of cost of issuance	<u>3,935</u>
Net present value savings	<u>\$ 2,206,262</u>

**THE RIVERSOUTH AUTHORITY
FRANKLIN COUNTY, OHIO**

**NOTES TO THE BASIC FINANCIAL STATEMENTS
FOR THE YEAR ENDED DECEMBER 31, 2014**

NOTE 6 - CONDUIT FINANCING PROGRAM

Conduit financing represent bonds and notes for project financings which are collateralized by the related amounts to be received under leases. In accordance with GASB Interpretation No. 2 “Disclosure of Conduit Debt Obligations”, the bonds issued by the Authority under a conduit financing program do not create a liability to the Authority and therefore are not presented on the Authority’s financial statements. The Authority has no responsibility for the payment of the debt issued as the repayment is supported solely by the credit of the borrowing entity (frequently enhanced with a letter of credit). Under the conduit financing program there is no credit exposure to the Authority. The total amount of conduit debt issued by the Authority at December 31, 2014 is \$16,500,000.

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 Auditor's Report

To Management and the Board of Trustees
The RiverSouth Authority

We have audited, 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, the basic financial statements of The RiverSouth Authority (the "Authority") as of and for the year ended December 31, 2014 and the related notes to the financial statements, which collectively comprise the Authority's financial statements, and have issued our report thereon dated March 24, 2015.

Internal Control Over Financial Reporting

In planning and performing our audit of the financial statements, we considered The RiverSouth Authority's internal control over financial reporting (internal control) to determine the 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 Authority's internal control. Accordingly, we do not express an opinion on the effectiveness of the Authority's internal control.

Our consideration of internal control was for the limited purpose described in the preceding paragraph and was not designed to identify all deficiencies in internal control that might be material weaknesses or significant deficiencies and therefore, material weaknesses or significant deficiencies may exist that were not identified. However, as described in the accompanying schedule of financial statement audit findings, we identified a certain deficiency in internal control that we consider to be a material weakness.

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. We consider the deficiency described in the accompanying schedule of financial statement audit findings as Finding 2014-001 to be a material weakness.

To Management and the Board of Trustees
The RiverSouth Authority

Compliance and Other Matters

As part of obtaining reasonable assurance about whether The RiverSouth Authority's financial statements are free from 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 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*.

The RiverSouth Authority's Response to the Finding

The RiverSouth Authority's response to the finding identified in our audit is described in the accompanying schedule of financial statements audit findings. The RiverSouth Authority's response was not subjected to the auditing procedures applied in the audit of the financial statements and, accordingly, we express no opinion on it.

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 Authority'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 Authority's internal control and compliance. Accordingly, this communication is not suitable for any other purpose.

Plante & Moran, PLLC

March 24, 2015

The RiverSouth Authority

Schedule of Financial Statement Audit Findings Year Ended December 31, 2014

Reference

Number

Finding

2014-001 **Finding Type** - Material Weakness

Criteria - The RiverSouth Authority is responsible for identifying and properly recording financial activity in accordance with generally accepted accounting principles (GAAP).

Condition - During the year, the Authority entered into a debt refunding transaction that included a cash contribution from the City of Columbus that was not properly accounted for by the Authority.

Context - As part of the refunding transaction, the City contributed \$3.6 million to reduce the principal balance, and this was recorded as a revenue; it should have been recorded as a reduction of the lease receivable.

Cause - Refunding transactions only occur periodically, and receiving a contribution as part of such a transaction is even less common. As a result, revenue was overstated by approximately \$3.6 million.

Effect - As a result, some of the accounting misstatements that would be expected to be caught by an internal review process were identified by the Authority's external audit. The accounting records have been adjusted to report the contribution correctly as a reduction of the lease receivable.

Recommendation - We recommend that if additional unusual transactions arise in the future, accounting personnel consult with additional sources familiar with financial structures similar to The RiverSouth Authority.

Views of Responsible Officials and Planned Corrective Actions - The Authority concurs with the recommendation and will, if necessary, consult other resources in order to properly account for all activity going forward.



Dave Yost • Auditor of State

THE RIVER SOUTH AUTHORITY

FRANKLIN 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.

Susan Babbitt

CLERK OF THE BUREAU

**CERTIFIED
MAY 26, 2015**