Inn-Ohio of Athens, Inc.
(a wholly owned subsidiary of The Ohio University Foundation)

Financial Report
June 30, 2017 and 2016

Board of Directors
Inn-Ohio of Athens, Inc.
West Union Street Office Center, Suite 275
One Ohio University
Athens, Ohio 45701-2979

We have reviewed the *Independent Auditor's Report* of the Inn-Ohio of Athens, Inc., Athens County, prepared by Plante & Moran, PLLC, for the audit period July 1, 2016 through June 30, 2017. 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 Inn-Ohio of Athens, Inc. is responsible for compliance with these laws and regulations.

Dave Yost

Dave Yost
Auditor of State

November 9, 2017

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Inn-Ohio of Athens, Inc.

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Independent Auditor's Report

To the Board of Trustees
Inn-Ohio of Athens, Inc.

Report on the Financial Statements

We have audited the accompanying financial statements of Inn-Ohio of Athens, Inc. (the "Company"), a wholly owned subsidiary of The Ohio University Foundation, which comprise the balance sheet as of June 30, 2017 and 2016 and the related statements of operations and comprehensive income, stockholder's equity, and cash flows for the years then ended, and the related notes to the financial statements.

Management's Responsibility for the Financial Statements

Management is responsible for the preparation and fair presentation of these 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 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 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 financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the 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 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 financial statements.

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

Opinion

In our opinion, the financial statements referred to above present fairly, in all material respects, the financial position of Inn-Ohio of Athens, Inc. as of June 30, 2017 and 2016 and the results of its operations and its cash flows for the years then ended in accordance with accounting principles generally accepted in the United States of America.

To the Board of Trustees
Inn-Ohio of Athens, Inc.

Other Reporting Required by *Government Auditing Standards*

In accordance with *Government Auditing Standards*, we have also issued our report dated August 31, 2017 on our consideration of Inn-Ohio of Athens, Inc.'s internal control over financial reporting and on our tests of its compliance with certain provisions of laws, regulations, contracts, 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 Inn-Ohio of Athens, Inc.'s internal control over financial reporting and compliance.

Plante & Moran, PLLC

August 31, 2017

Inn-Ohio of Athens, Inc.

Balance Sheet

	June 30, 2017	June 30, 2016
Assets		
Current Assets		
Cash	$ 1,036,040	$ 896,012
Investments (Note 3)	1,589,885	1,383,206
Accounts receivable - Net of allowance for doubtful accounts of $6,000 as of June 30, 2017 and June 30, 2016	102,910	158,942
Inventories	40,823	49,620
Prepaid expenses and other assets	33,117	13,075
Deferred income tax asset (Note 7)	65,000	59,000
Total current assets	2,867,775	2,559,855
Property and Equipment - At cost		
Land	323,978	323,978
Land improvements	908,906	893,723
Buildings	7,445,499	7,416,194
Furnishings, fixtures, and equipment	4,864,140	4,645,909
Construction in progress	69,221	61,878
Total property and equipment	13,611,744	13,341,682
Less accumulated depreciation and amortization	(8,751,798)	(8,001,500)
Net property and equipment	4,859,946	5,340,182
Total assets	**$ 7,727,721**	**$ 7,900,037**

Balance Sheet (Continued)

	June 30, 2017	June 30, 2016
Liabilities and Stockholder's Equity		
Current Liabilities		
Accounts payable and accrued liabilities	$ 822,425	$ 640,801
Current portion of long-term debt (Note 4)	329,600	309,900
Total current liabilities	1,152,025	950,701
Deferred Income Tax Liability (Note 7)	490,000	532,000
Long-term Debt - Net of current portion and unamortized loan issuance costs (Note 4)	1,111,308	1,438,810
Total liabilities	2,753,333	2,921,511
Stockholder's Equity		
Common stock, no par value, stated value $10,000 per share, authorized 750 shares, 342.9192 shares issued and outstanding	3,429,192	3,429,192
Contributed capital	4,266,632	4,266,632
Accumulated other comprehensive income	(45,293)	37,499
Accumulated deficit	(2,676,143)	(2,754,797)
Total stockholder's equity	4,974,388	4,978,526
Total liabilities and stockholder's equity	**$ 7,727,721**	**$ 7,900,037**

Inn-Ohio of Athens, Inc.

Statement of Operations and Comprehensive Income

	Year Ended June 30, 2017	Year Ended June 30, 2016
Revenue		
Room	$ 3,444,095	$ 3,273,548
Restaurant	1,694,750	1,603,998
Beverage	397,042	361,449
Telephone	302	931
Total revenue	5,536,189	5,239,926
Operating Expenses		
Room	707,178	695,480
Restaurant	1,346,986	1,328,368
Beverage	153,413	134,813
Telephone	39,580	40,251
Total operating expenses	2,247,157	2,198,912
Income Before General and Unapportioned Expenses	3,289,032	3,041,014
General and Unapportioned Expenses		
Administrative and general	718,517	605,723
Repair and maintenance	430,503	468,560
Taxes, insurance, and other	223,647	219,349
Marketing	252,073	249,214
Management fees (Note 6)	262,037	237,762
Utilities	148,231	152,919
Total general and unapportioned expenses	2,035,008	1,933,527
Capital Expenses		
Interest - Net of other income of $36,370 and $47,163 during 2017 and 2016, respectively	6,213	16,824
Realized gains on investments	(53,102)	-
Depreciation	770,920	749,743
Total capital expenses	724,031	766,567
Income Before Provision for Income Taxes	529,993	340,920
Provision for Income Taxes (Note 7)	201,339	155,700
Net Income	328,654	185,220
Other Comprehensive Income (Loss) - Unrealized (losses) gains on investments	(82,792)	22,278
Comprehensive Income	**$ 245,862**	**$ 207,498**

The Notes to the Financial Statements are an Integral Part of this Statement.

Statement of Stockholder's Equity

	Common Stock	Contributed Capital	Accumulated Comprehensive Gain (Loss)	Accumulated Deficit	Total Stockholder's Equity
Balance - July 3, 2015	$ 3,429,192	$ 4,139,955	$ 15,221	$ (2,940,017)	$ 4,644,351
Net income	-	-	-	185,220	185,220
Land donation from stockholder	-	126,677	-	-	126,677
Other comprehensive income	-	-	22,278	-	22,278
Balance - June 30, 2016	3,429,192	4,266,632	37,499	(2,754,797)	4,978,526
Net income	-	-	-	328,654	328,654
Distributions to stockholder	-	-	-	(250,000)	(250,000)
Other comprehensive loss	-	-	(82,792)	-	(82,792)
Balance - June 30, 2017	**$ 3,429,192**	**$ 4,266,632**	**$ (45,293)**	**$ (2,676,143)**	**$ 4,974,388**

Inn-Ohio of Athens, Inc.

Statement of Cash Flows

	Year Ended June 30, 2017	Year Ended June 30, 2016
Cash Flows from Operating Activities		
Net income	$ 328,654	$ 185,220
Adjustments to reconcile net income to net cash from operating activities:		
Depreciation and amortization	773,018	751,841
Deferred income tax (recovery) expense	(48,000)	106,000
Loss on disposal of assets	2,872	794
Realized gains on investments	(53,102)	-
Changes in assets and liabilities:		
Accounts receivable	56,032	(27,111)
Inventories	8,797	(7,835)
Prepaid expenses and other assets	(20,042)	142,072
Accounts payable and accrued liabilities	181,624	(57,920)
Net cash provided by operating activities	1,229,853	1,093,061
Cash Flows from Investing Activities		
Acquisition of property and equipment	(286,215)	(624,878)
Purchases of investments	(1,629,598)	(250,000)
Proceeds from sale of investments	1,385,888	-
Net cash used in investing activities	(529,925)	(874,878)
Cash Flows from Financing Activities		
Payments on long-term debt	(309,900)	(291,300)
Distributions to stockholders	(250,000)	-
Net cash used in financing activities	(559,900)	(291,300)
Net Increase (Decrease) in Cash	140,028	(73,117)
Cash - Beginning of year	896,012	969,129
Cash - End of year	**$ 1,036,040**	**$ 896,012**
Supplemental Disclosure of Cash Flow Information		
Interest paid	$ 40,485	$ 63,525
Income taxes paid	135,000	5,000
Land contribution from stockholder	-	126,677

The Notes to the Financial Statements are an Integral Part of this Statement.

Note 1 - Organization

Inn-Ohio of Athens, Inc. (the "Company") was incorporated in Ohio on September 10, 1986 to acquire and operate an 87-room hotel and restaurant facility in Athens, Ohio known as The Ohio University Inn (the "Inn"). An additional wing with 61 rooms was added to the hotel and placed in service in October 1989. The Inn currently has 139 rooms in service. The Company is a wholly owned subsidiary of The Ohio University Foundation (the "Stockholder").

Note 2 - Summary of Significant Accounting Policies

Method of Accounting - The Company maintains its books and records in accordance with accounting principles generally accepted in the United States of America.

Use of Estimates - The preparation of financial statements in conformity with accounting principles generally accepted in the United States of America 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 the reported amounts of revenue and expenses during the reporting period. Actual results could differ from those estimates.

Cash - At times, cash may exceed federally insured amounts. At June 30, 2017, the Company held $784,693 in cash that was uninsured by the FDIC.

Advertising Costs - Advertising costs are included in marketing expenses on the statement of operations and are expensed as incurred. These costs for the years ended June 30, 2017 and June 30, 2016 were approximately $94,000 and $108,000, respectively.

Investments - Investments consist of a fixed-income mutual fund. These securities are valued at market and are classified as available for sale as they are to be held for an indefinite period of time. Unrealized holding losses, which have been a loss position for less than one year, of approximately $83,000 are reported in other comprehensive income and are included as a component of stockholder's equity for the year ended June 30, 2017. Unrealized holding gains were approximately $22,000 for the year ended June 30, 2016 Realized gains for the year ended June 30, 2017 were approximately $53,000. Realized gains for the year ended June 30, 2016 were nominal.

Note 2 - Summary of Significant Accounting Policies (Continued)

Accounts Receivable - Accounts receivable consist of balances due from customers or businesses who have incurred charges at the facility. These customers' accounts have been preapproved for a direct billing from the facility based on a complete credit application. Collection of the accounts receivable balances is performed at the facility and all amounts are deposited daily. In the normal course of business, the Company leases facilities to Ohio University, a related party, and its affiliates.

Accounts receivable include amounts due from Ohio University and its related programs, departments, and affiliates of approximately $73,000 and $109,000 as of June 30, 2017 and 2016, respectively. As the University is the sole beneficiary of the Ohio University Foundation and the Ohio University Foundation has sole ownership rights in the Inn, Ohio University is considered a related party. Accounts receivable are stated at invoiced amounts.

An allowance for doubtful accounts is recognized based on a specific assessment of all invoices that remain unpaid. The allowance is determined based on management's estimate of the amounts recoverable from each customer.

Inventories - Inventories consist of food and beverage products and gift shop items, which are valued at the lower of cost (first-in, first-out method) or market.

Property and Equipment - Property and equipment are stated at cost less accumulated depreciation and amortization. Costs of normal repairs and maintenance and minor renewals are charged to expense. Major expenditures, which extend the useful lives of assets, are capitalized.

Depreciation is computed using the straight-line method over the estimated useful lives of the property and equipment. The estimated useful lives are as follows:

Land improvements	5-15 years
Buildings	30-40 years
Furnishings, fixtures, and equipment	3-10 years

Depreciation expense for the years ended June 30, 2017 and June 30, 2016 totaled $770,920 and $749,743, respectively. During 2016, the Stockholder contributed land worth $126,677, which is recorded as contributed capital. The Company periodically reviews the carrying value of its property and equipment and determines whether any impairment needs to be recorded. As of June 30, 2017 and 2016, the Company is of the opinion that there is no impairment of property and equipment.

Note 2 - Summary of Significant Accounting Policies (Continued)

Bond Issuance Costs - Bond issuance costs are amortized using the straight-line method (which approximates the effective-interest method) over the life of the related debt. Amortization expense was approximately $2,100 for both of the years ended June 30, 2017 and 2016.

Change in Accounting Principle - As of July 1, 2016, the Company adopted new guidance related to the presentation of debt issuance costs in its balance sheet. Under the new guidance, debt issuance costs are reported as a direct deduction from the carrying amount of the related debt. Previously, debt issuance costs were presented as an asset. The new presentation requirements have been applied retrospectively and amounts reported in the 2016 balance sheet have been restated, as follows:

	As Previously Reported	As Restated	Effect of Change
Assets - Loan issuance costs	$ 11,190	$ -	$ (11,190)
Liabilities - Long-term debt	$ 1,450,000	$ 1,438,810	$ (11,190)

The new guidance does not affect how the debt issuance costs are accounted for after initial recognition, and these amounts continue to be amortized over the term of the related debt and reported as a component of interest expense.

Recognition of Revenue - Revenue is recognized from its room, restaurant, beverage, and telephone facilities and services as earned on the close of business each day. The majority of the Company's business is derived from Ohio University and its related programs, departments, and affiliates.

Income Taxes - A current tax liability or asset is recognized for the estimated taxes payable or refundable on tax returns for the year. Deferred tax liabilities or assets are recognized for the estimated future tax effects of temporary differences between financial reporting and tax accounting.

Other Comprehensive Income - Accounting principles generally require that recognized revenue, expenses, gains, and losses be included in net income. Certain changes in assets and liabilities, however, such as unrealized gains and losses on available-for-sale securities, are reported as a direct adjustment to the equity section of the balance sheet. Such items, along with net income, are considered components of comprehensive income.

Note 2 - Summary of Significant Accounting Policies (Continued)

Upcoming Accounting Pronouncements - In May 2014, the Financial Accounting Standards Board issued Accounting Standards Update (ASU) No. 2014-09, *Revenue from Contracts with Customers (Topic 606)*, which will supersede the current revenue recognition requirements in Topic 605, *Revenue Recognition*. The ASU is based on the principle that revenue is recognized to depict the transfer of goods or services to customers in an amount that reflects the consideration to which the entity expects to be entitled in exchange for those goods or services. The ASU also requires additional disclosure about the nature, amount, timing, and uncertainty of revenue and cash flows arising from customer contracts, including significant judgments and changes in judgments and assets recognized from costs incurred to obtain or fulfill a contract. The new guidance will be effective for the Company's year ending June 30, 2020. The ASU permits application of the new revenue recognition guidance to be applied using one of two retrospective application methods. The Company has not yet determined which application method it will use but does not expect a significant change to the timing of its revenue recognition upon adoption of the accounting pronouncement.

In November 2015, the Financial Accounting Standards Board issued Accounting Standards Update No. 2015-17, *Balance Sheet Classification of Deferred Taxes*, which will modify how deferred income taxes are presented on the balance sheet. The ASU will require all deferred tax assets and liabilities to be reported as noncurrent in a classified statement of financial position. The new guidance will be effective for the Company's year ending June 30, 2019. The ASU permits the new deferred income tax classification guidance to be applied either prospectively or retrospectively. The Company has not yet determined which application method it will use and the impact of the new standard on the financial statements is not expected to be material.

Subsequent Events - The financial statements and related disclosures include evaluation of events up through and including August 31, 2017, which is the date that the financial statements were available to be issued.

Note 3 - Fair Value Measurements

The Company categorizes its fair value measurements within the fair value hierarchy established by generally accepted accounting principles. The hierarchy is based on the valuation inputs used to measure the fair value of the asset. Level 1 inputs are quoted prices in active markets for identical assets; Level 2 inputs are significant other observable inputs; Level 3 inputs are significant unobservable inputs. Investments that are measured at fair value using the net asset value per share (or its equivalent) as a practical expedient are not classified in the fair value hierarchy below.

In instances whereby inputs used to measure fair value fall into different levels of the fair value hierarchy, fair value measurements in their entirety are categorized based on the lowest level input that is significant to the valuation. The Company's assessment of the significance of particular inputs to these fair value measurements requires judgment and considers factors specific to each asset or liability.

The Company's investment in fixed-income mutual funds totaling $1,589,885 as of June 30, 2017 is valued using Level 1 inputs.

Investments in Entities that Calculate Net Asset Value per Share
During 2016, the Company held shares or interests in JPMorgan Core Bond Trust, an investment company. The fair value of the investment was $1,383,206 at June 30, 2016. The fair value was estimated based on the net asset value per share of $10.80 times the number of shares owned by the Company at June 30, 2016. The investment in the JPMorgan Core Bond Trust was redeemable daily with a notice period of one day. The trust had no unfunded commitments as of June 30, 2016.

During 2017, the Company sold its shares in the JPMorgan Core Bond Trust and holds no investments in entities that calculate net asset value per share as of June 30, 2017.

Note 4 - Debt Obligation

At June 30, 2017 and June 30, 2016, debt obligations consisted of the following:

	2017	2016
Term loan	$ 1,450,000	$ 1,759,900
Less current portion of long-term debt	329,600	309,900
Less unamortized loan costs	9,092	11,190
Total long-term debt	$ 1,111,308	$ 1,438,810

In June 2006, the Company obtained a secured $4,000,000 term loan (the "Term Loan"), the proceeds of which were used to pay a dividend of $3,000,000 in June 2006 and $1,000,000 of which was placed in the bond fund to retire the 1996 Serial and Term Project Bonds in November 2006. The Term Loan is guaranteed by the Stockholder.

Substantially all of the property and equipment are pledged as collateral for the Term Loan. Principal payments on the Term Loan ranging from $21,000 to $34,100 are due in monthly installments through June 2021. The interest rate on the new Term Loan was fixed at 6.20 percent through June 2011 and was adjusted to 3.31 percent as of July 1, 2011. The interest rate was adjusted to the index rate as defined in the agreement plus 1.40 percent in June 2016, effectively 2.50 percent.

Maturities of long-term debt are as follows at June 30, 2017:

Years Ending		Amount
2018		329,600
2019		350,500
2020		373,000
2021		396,900
Due thereafter		-
	Total	$ 1,450,000

Note 5 - Working Capital Loans Payable to Stockholder

The Stockholder made available to the Company working capital loans, with interest at the prime rate, of up to $450,000 at June 30, 2017 and 2016. There were no outstanding borrowings on these working capital loans at June 30, 2017 and June 30, 2016. The interest rate, which is stated at the prime rate, was 4.25 and 3.50 percent as of June 30, 2017 and 2016, respectively.

Note 6 - Management Fees

The property manager's compensation is based on a base fee plus a percentage of the Inn's net available operating profit, as defined in the management agreement. Management fees earned by the manager were $262,037 and $237,762 in fiscal years 2017 and 2016, respectively.

Note 7 - Income Taxes

The provision for income taxes for the years ended June 30, 2017 and June 30, 2016 consists of the following:

	2017	2016
Current tax expense	$ 249,339	$ 49,700
Deferred tax (recovery) expense	(48,000)	106,000
Provision for income taxes	$ 201,339	$ 155,700

The components of the deferred income tax asset and liability as of June 30, 2017 and June 30, 2016 are as follows:

	2017	2016
Current deferred tax asset - Accrued liabilities and reserves	$ 65,000	$ 59,000
Noncurrent deferred tax liabilities - Depreciation and amortization	(490,000)	(532,000)
Net deferred tax liability	$ (425,000)	$ (473,000)

The difference between the federal statutory tax rate and the Company's provision for income taxes relates primarily to state income taxes.

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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
Inn-Ohio of Athens, Inc.

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 financial statements of Inn-Ohio of Athens, Inc. (the "Company"), which comprise the balance sheet as of June 30, 2017 and the related statements of operations and comprehensive income, stockholder's equity, and cash flows for the year then ended, and the related notes to the financial statements, and have issued our report thereon dated August 31, 2017.

Internal Control Over Financial Reporting

In planning and performing our audit of the financial statements, we considered Inn-Ohio of Athens, Inc.'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 Company's internal control. Accordingly, we do not express an opinion on the effectiveness of the Company'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 Company'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.

To Management and the Board of Trustees
Inn-Ohio of Athens, Inc.

Compliance and Other Matters

As part of obtaining reasonable assurance about whether Inn-Ohio of Athens, Inc.'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*.

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

Plante & Moran, PLLC

August 31, 2017

INN- OHIO OF ATHENS, INC.

ATHENS 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
NOVEMBER 21, 2017