



bhm cpa group, inc.
CERTIFIED PUBLIC ACCOUNTANTS

WEST CENTRAL OHIO PORT AUTHORITY
CLARK COUNTY

REGULAR AUDIT

FOR THE YEAR ENDED DECEMBER 31,2020

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OHIO AUDITOR OF STATE
KEITH FABER



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Board of Directors
West Central Ohio Port Authority
3130 E Main Street, Suite 2B
Springfield, OH 45505

We have reviewed the *Independent Auditor's Report* of the West Central Ohio Port Authority, Clark County, prepared by BHM CPA Group, Inc., for the audit period January 1, 2020 through December 31, 2020. 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 West Central Ohio Port Authority is responsible for compliance with these laws and regulations.

A handwritten signature in black ink that reads "Keith Faber".

Keith Faber
Auditor of State
Columbus, Ohio

August 25, 2021

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WEST CENTRAL OHIO PORT AUTHORITY
CLARK COUNTY

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Independent Auditor's Report

West Central Ohio Port Authority
Clark County
3130 E. Main Street
Springfield, Ohio 45505

Members of the Board of Directors:

Report on the Financial Statements

We have audited the accompanying financial statements of the West Central Ohio Port Authority, Clark County, Ohio (the Port Authority), as of and for the year ended December 31, 2020, and the related notes to the financial statements, which collectively comprise the Port Authority's basic financial statements as listed in the table of contents.

Management's Responsibility for the Financial Statements

Management is responsible for preparing and fairly presenting these financial statements in accordance with accounting principles generally accepted in the United States of America; this includes designing, implementing, and maintaining internal control relevant to preparing and fairly presenting financial statements that are free from material misstatement, whether due to fraud or error.

Auditor's Responsibility

Our responsibility is to opine on these financial statements based on our audit. The procedures We audited in accordance with auditing standards generally accepted in the United States of America and the financial audit standards in the Comptroller General of the United States *Government Auditing Standards*. Those standards require us to plan and perform the audit to reasonably assure about whether the financial statements are free from material misstatement.

An audit involves obtaining evidence about financial statement mounts and disclosures. The procedures selected depend on judgment, including the assessing the risks of material financial statement misstatement, whether due to fraud or error. In assessing those risks, we consider internal control relevant to the Port Authority's preparation and fair presentation of the financial statements in order to design audit procedures that are appropriate in the circumstances, but not to the extent needed to opine on the effectiveness of the Port Authority's internal control. Accordingly, we express no such opinion. An audit also includes evaluating the appropriateness of the accounting policies and the reasonableness of their significant accounting estimates, as well as our evaluation of the overall financial statement presentation.

We believe that the audit evidence we have obtained is sufficient and appropriate to support our audit opinion.

Opinion

In our opinion, the financial statements referred to above present fairly, in all material respects, the respective financial position of the West Central Ohio Port Authority, Clark County, Ohio, as of December 31, 2020 and the respective changes in financial position and its cash flows for the year then ended in accordance with the accounting principles generally accepted in the United States of America,

Other Matters

Required Supplementary Information

Accounting principles generally accepted in the United States of America require this presentation to include *management's discussion and analysis*, listed in the table of contents, to be presented to supplement the basic financial statements. Although this information is not a part of the basic financial statements, the Governmental Accounting Standards Board considers it essential for placing the basic financial statements in an appropriate operational, economic, or historical context. We applied certain limited procedures to the required supplementary information in accordance with auditing standards generally accepted in the United States of America, consisting of inquiries of management about the methods of preparing the information and comparing the information for consistency with managements responses to our inquiries, to the basic financial statements, and other knowledge we obtained during our audit of the basic financial statements. We do not opine or provide any assurance on the information because the limited procedures do not provide us with sufficient evidence to opine or provide any assurance.

Other Reporting Required by Government Auditing Standards

In accordance with *Government Auditing Standards*, we have also issued our report dated June 25, 2021, on our consideration of the Port Authority'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. That report describes the scope of our internal control testing over financial reporting and compliance, and the results of that testing, and does not opine on the effectiveness of the Port Authority's internal control over financial reporting or on compliance. That report is an integral part of an audit performed in accordance with *Government Auditing Standards* in considering the Port Authority's internal control over financial reporting and compliance.

BHM CPA Group

BHM CPA Group Inc.
Piketon, Ohio
June 25, 2021

**WEST CENTRAL OHIO PORT AUTHORITY
CLARK COUNTY**

MANAGEMENT'S DISCUSSION AND ANALYSIS
DECEMBER 31, 2020
(Unaudited)

This Management Discussion and Analysis (MD&A) of West Central Ohio Port Authority's (the Port Authority) financial performance provides an overall review of the financial activities for the year ended December 31, 2020. The intent of this discussion and analysis is to look at the Port Authority's financial performance as a whole; readers should also review the basic financial statements and the notes to the basic financial statements to enhance their understanding of the Port Authority's financial performance.

The MD&A is an element of the reporting model adopted by the Governmental Accounting Standards Board (GASB) in its Statement No. 34, *Basic Financial Statements – and Management's Discussion and Analysis – for State and Local Governments*, issued in June 1999. Certain comparative information between the current year and the prior year is required to be presented, and is presented in the MD&A.

Financial Highlights

Key financial highlights for 2020 are as follows:

- Total net position increased by \$398,957 in 2020 compared to \$525,027 in 2019. This increase was primarily due to a \$95,937 increase in lease receipts - property, \$180,239 increase in revenue from economic development partners, and a \$119,970 decrease in economic development costs. These positive changes to the net position were partially offset by a \$94,591 decrease in use and trackage fees, \$41,747 decrease in maintenance fees and \$17,188 increase in legal fees.
- Total assets increased by \$353,416 which represents a 2.42 percent increase from the prior year. The increase was primarily due to a \$419,126 increase in cash and cash equivalents and a \$42,774 increase in accounts receivable. This increase was offset, in part, by a \$107,672 decrease in net capital assets.
- Total liabilities decreased by \$45,541 which represents 23.84 percent decrease from the prior year. This decrease was due to a decrease in accounts payable of \$27,435 due primarily to timing of payments on capital and economic development projects and \$21,123 decrease in deferred revenue due to timing of lease receipts.
- The 2020 net operating income of \$42,727 decreased from the operating income of \$98,763 for 2019, due to a decrease of \$40,601 in operating revenues and \$15,435 increase in operating expenses. Operating revenues decreased during 2020 due to a \$6,360 decrease in use fees and \$41,747 decrease in maintenance fees, due to approximately 5% decrease in carloads. Trackage rights revenues decreased by \$88,231 based on 24% decrease in "overhead" traffic routed on Port Authority tracks. The decrease in operating revenues were offset in part by a \$95,937 increase in lease receipts primarily due to additional lease revenues generated during 2020. Operating expenses increased in 2020 primarily due to an increase of \$17,188 in legal fees incurred on new economic development agreements, \$8,546 increase in Administration – Clark County TCC. These increases were offset, in part, by a decrease of \$8,587 in repairs and maintenance and \$1,762 decrease in depreciation expense.

Using this Financial Report

This financial report contains the basic financial statements of the Port Authority, as well as the Management's Discussion and Analysis and notes to the basic financial statements. The basic financial statements include a statement of net position, statement of revenues, expenses and changes in net position, and a statement of cash flows. As the Port Authority reports its operations using enterprise fund accounting, all financial transactions and accounts are reported as one activity, therefore the entity wide and the fund presentation information is the same.

**WEST CENTRAL OHIO PORT AUTHORITY
CLARK COUNTY**

MANAGEMENT'S DISCUSSION AND ANALYSIS
DECEMBER 31, 2020
(Unaudited)

Statement of Net Position

The statement of net position answers the question, "How did we do financially during the year?" This statement includes all assets and liabilities, both financial and capital, and short-term and long-term, using the accrual basis of accounting and the economic resources focus, which is similar to the accounting used by most private-sector companies. This basis of accounting takes into account all revenues and expenses during the year, regardless of when the cash is received or paid.

Net position is reported in three broad categories (as applicable):

Net Investment in Capital Assets: This component of net position consists of all capital assets, reduced by the outstanding balances of any bonds, mortgages, notes or other borrowing that are attributable to the acquisition, construction or improvement of those assets.

Restricted Net Position: This component of net position consists of restricted assets which constraints are placed on asset by grantors, contributors, laws, regulations, etc.

Unrestricted Net Position: Consists of net position that does not meet the definition of "Net Investment in Capital Assets" or "Restricted Net Position."

Table 1 provides a summary of the Port Authority's net position for 2020 compared with 2019.

**Table 1
Condensed Statement of Net Position**

	<u>2020</u>	<u>2019</u>
Assets:		
Current and other assets	\$ 1,262,168	801,080
Capital assets, net	<u>13,691,738</u>	<u>13,799,410</u>
Total Assets	<u>14,953,906</u>	<u>14,600,490</u>
Liabilities:		
Current liabilities	<u>145,500</u>	<u>191,041</u>
Total Liabilities	<u>145,500</u>	<u>191,041</u>
Net Positions		
Net investment in capital assets	13,691,738	13,799,410
Unrestricted	<u>1,116,668</u>	<u>610,039</u>
Total Net Position	<u>\$ 14,808,406</u>	<u>14,409,449</u>

Total net position of the Port Authority increased by \$398,957 in 2020 or 2.77 percent compared to an increase of \$525,027 in 2019.

As noted in Table 1 above, the unrestricted net position as of December 31, 2020 increased by \$506,629. The net investment in capital assets, component of net position, decreased by \$107,672 resulting from current year capital asset acquisitions totaling \$707,369 offset by current year depreciation of \$815,041.

**WEST CENTRAL OHIO PORT AUTHORITY
CLARK COUNTY**

MANAGEMENT'S DISCUSSION AND ANALYSIS
DECEMBER 31, 2020
(Unaudited)

Table 2 shows the changes in revenues and expenses for the Port Authority for 2020 and 2019.

**Table 2
Statement of Revenues, Expenses and Change in Net Position**

	<u>2020</u>	<u>2019</u>
Operating Revenues:		
Use and Trackage Fees - Operations	\$ 417,392	511,983
Lease Receipts - Property	192,671	96,734
Maintenance Fees	436,106	477,853
Document Fees	1,500	1,700
Non-Operating Revenues:		
Economic Development Revenues	397,277	217,038
Gain (loss) on sale of assets	-	(392)
Interest Income	1,761	9,332
Total Revenues	<u>1,446,707</u>	<u>1,314,248</u>
Operating Expenses:		
Legal Fees	24,118	6,930
Real Estate Service	8,875	8,892
Bookkeeping Service	10,800	10,800
Accounting Service	14,500	14,500
Administration - Clark County TCC	64,484	55,938
Planning - Clark County TCC	5,000	5,000
Taxes, Licenses and Fees	36,776	33,759
Insurance - Bond	364	364
Audit Fees	5,193	5,180
Amortization of Organizational Costs	812	812
Depreciation	815,041	816,803
Nuisance & Abatement	1,541	4,192
Repairs and Maintenance	16,559	25,146
Miscellaneous Expense	879	1,191
Non-Operating Expenses:		
Economic Development Costs	42,808	162,778
Total Expenses	<u>1,047,750</u>	<u>1,152,285</u>
Excess Before Contributions	398,957	161,963
Capital Contributions	<u>-</u>	<u>363,064</u>
Change in Net Position	398,957	525,027
Net Position at the Beginning of Year	<u>14,409,449</u>	<u>13,884,422</u>
Net Position at the End of Year	<u>\$ 14,808,406</u>	<u>\$ 14,409,449</u>

**WEST CENTRAL OHIO PORT AUTHORITY
CLARK COUNTY**

MANAGEMENT'S DISCUSSION AND ANALYSIS
DECEMBER 31, 2020
(Unaudited)

Total revenues of the Port Authority reported for the year was \$132,459 higher than that reported for the previous year. There was a increase of \$180,239 in revenue from economic development partners as there were more new agreements in 2020. There was a increase of \$95,937 in lease receipts – property primarily due to additional revenues recognized in 2019 on a lease with an economic development partner. There was a decrease in trackage fees of \$88,231 over the prior year based on 24% decrease in “overhead” traffic being routed onto the Port Authority’s tracks during 2020. The decrease in use fees of \$6,360 was due to a 5% decrease in the number of carloads transported during the year – 5,522 railcars served in 2020 compared to 5,800 railcars in 2019. The decrease in maintenance fees of \$41,747 was due to a 5% decrease in the number of carloads transported during the year as noted above.

Total expenses of the Port Authority reported for the year were \$104,535 lower than those reported for the previous year. The decrease in 2020 was due to a decrease of \$8,587 in repairs and maintenance, and \$119,970 in economic development costs. These were partially offset by an increase of \$17,188 in legal fees and \$8,546 increase in administration costs.

Capital Assets

At December 31, 2020 capital assets of the Port Authority were \$25,485,351 off-set by \$11,793,613 in accumulated depreciation resulting in net capital assets of \$13,691,738. Table 3 shows the categories of capital assets maintained by the Port Authority and total accumulated depreciation, at December 31, 2020 and 2019.

**Table 3
Capital Assets, Net of Depreciation**

	<u>2020</u>	<u>2019</u>
Land	\$ 1,185,698	1,185,698
Construction in Progress	160,176	805,688
Equipment and Appendices	3,714,153	3,657,832
Spur	207,951	207,951
Railroad	<u>20,217,373</u>	<u>18,920,813</u>
Total capital assets	25,485,351	24,777,982
Less accumulated depreciation	<u>(11,793,613)</u>	<u>(10,978,572)</u>
Totals	<u>\$ 13,691,738</u>	<u>13,799,410</u>

The \$707,369 increase in total capital assets was due to new signal at Main Street in Springfield of \$56,321, Bridge 124.67 construction project of \$331,226, South Charleston portion of 2019 track rehab of \$869,776, US 68 crossing repair of \$95,559, construction in progress consisting of the South Solon 2020 track rehab project of \$160,176. The \$805,688 in construction in progress at December 31, 2019 consisted of the South Charleston 2019 track rehab which was completed in 2020. Depreciation expense for 2020 and 2019 were \$815,041 and \$816,803 respectively.

See Note 5 of the notes to the basic financial statements for more detailed information on the Port Authority’s capital assets.

**WEST CENTRAL OHIO PORT AUTHORITY
CLARK COUNTY**

MANAGEMENT'S DISCUSSION AND ANALYSIS
DECEMBER 31, 2020
(Unaudited)

Contacting the Port Authority

This financial report is designed to provide a general overview of the finances of the West Central Ohio Port Authority and to show the Port Authority's accountability for the monies it receives to all vested and interested parties, as well as meeting the annual reporting requirements of the State of Ohio. Any questions about the information contained within this report or requests for additional financial information should be directed to: West Central Ohio Port Authority, Springview Government Center, 3130 East Main Street, Suite 2B, Springfield, Ohio 45505.

WEST CENTRAL OHIO PORT AUTHORITY
CLARK COUNTY
STATEMENT OF NET POSITION
DECEMBER 31, 2020

Assets:

Current assets:

Cash and Cash Equivalents	\$	1,024,035
Accounts Receivable		<u>230,230</u>
Total current assets		<u>1,254,265</u>

Non-current assets:

Nondepreciable Capital Assets		1,345,874
Depreciable Capital Assets, Net		12,345,864
Organizational Costs		<u>7,903</u>
Total non-current assets		<u>13,699,641</u>
Total Assets		<u>14,953,906</u>

Liabilities:

Current liabilities:

Accounts Payable		87,052
Accrued Real Estate Taxes		36,776
Unearned Rents		<u>21,672</u>
Total Liabilities		<u>145,500</u>

Net Position:

Net Investment in Capital Assets		13,691,738
Unrestricted		<u>1,116,668</u>
Total net position	\$	<u><u>14,808,406</u></u>

See accompanying notes to the basic financial statements

WEST CENTRAL OHIO PORT AUTHORITY
CLARK COUNTY
STATEMENT OF REVENUES, EXPENSES, AND CHANGE IN NET POSITION
FOR THE YEAR ENDED DECEMBER 31, 2020

Operating Revenues:

Use and Trackage Fees - Operations	\$	417,392
Lease Receipts - Property		192,671
Maintenance Fees		436,106
Document Fees		1,500
Total Operating Revenues		1,047,669

Operating Expenses:

Legal Fees - General Counsel		19,118
Legal Fees - Special Counsel		5,000
Real Estate Service		8,875
Bookkeeping Service		10,800
Accounting Service		14,500
Administration - Clark County TCC		64,484
Planning - Clark County TCC		5,000
Taxes, Licenses and Fees		36,776
Insurance - Bond		364
Audit fees		5,193
Amortization of Organizational Costs		812
Depreciation		815,041
Nuisance & Abatement		1,541
Repairs and Maintenance		16,559
Miscellaneous Expense		879
Total Operating Expenses		1,004,942

Operating Income		42,727
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Non-Operating Revenue (Expenses):

Interest Income		1,761
Economic Development Revenue		397,277
Economic Development Costs		(42,808)
Total Non-Operating Revenue (Expenses)		356,230

Change in net position		398,957
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Net position at the Beginning of Year		14,409,449
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Net position at the End of Year	\$	14,808,406
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See accompanying notes to the basic financial statements

WEST CENTRAL OHIO PORT AUTHORITY
CLARK COUNTY
STATEMENT OF CASH FLOWS
FOR THE YEAR ENDED DECEMBER 31, 2020

Cash Flow From Operating Activities:

Cash received from customers	\$	980,572
Cash payments to suppliers for goods and services		(188,341)
Other operating revenue		3,200
		795,431
Net Cash Provided by Operating Activities		795,431

Cash Flow from Capital and Related Financing Activities:

Capital acquisitions		(732,537)
Cash receipt from economic development partners		397,277
Cash disbursement for economic development costs		(42,808)
		(378,068)
Net Cash Used in Capital and Related Financing Activities		(378,068)

Cash Flows From Investing Activities:

Interest Income		1,763
		1,763
Net Change in Cash and Cash Equivalents		419,126
Cash and Cash Equivalents at the Beginning of Year		604,909
		604,909
Cash and Cash Equivalents at the End of Year	\$	1,024,035

RECONCILIATION OF OPERATING INCOME TO NET CASH PROVIDED BY OPERATING ACTIVITIES:

Operating Income	\$	42,727
Adjustments to reconcile Operating Income to Net Cash Provided by Operating Activities:		
Amortization Expense		812
Depreciation Expense		815,041
Change in Accounts Receivables		(42,774)
Change in unearned Rents		(21,123)
Change in Accrued Real Estate Taxes		3,017
Change in Accounts Payables		(2,269)
		752,704
Total Adjustments		752,704
Net Cash Provided by Operating Activities	\$	795,431

See accompanying notes to the basic financial statements.

**WEST CENTRAL OHIO PORT AUTHORITY
CLARK COUNTY**

NOTES TO THE BASIC FINANCIAL STATEMENTS
FOR THE YEAR ENDED DECEMBER 31, 2020

1. DESCRIPTION OF THE REPORTING ENTITY

The West Central Ohio Port Authority is a governmental subdivision established for the purpose of exercising the rights and privileges conveyed to it by the constitution and laws of the State of Ohio.

On February 27, 1990, the Clark County Commission entered into an agreement to become part of a jointly governed organization with the Fayette County Commission for the purpose of purchasing and operating 27.13 miles of railroad between South Charleston, Ohio, in Clark County and Washington Court House, Ohio, in Fayette County. The purpose of forming the jointly governed organization was to protect the economic security of the agricultural community in southeastern Clark County by outright purchase of railway over which to transport grain and other commodities to market outlets. In accordance with the Ohio Revised Code, 4582.20.1, the Port Authority was established and named the Clark County – Fayette County Port Authority.

On August 16, 1993, the Clark County – Fayette County Port Authority signed an agreement of Joinder with Champaign County. The purpose of the agreement was to extend the territorial limits of the Port Authority in order to purchase two additional rail segments. The first segment runs between Springfield, Ohio, in Clark County and Bellefontaine, Ohio, in Logan County. The second segment runs between Springfield, Ohio, and Mechanicsburg, Ohio, in Champaign County. Because of the territorial change, the name of the organization was changed from the Clark County – Fayette County Port Authority to the West Central Ohio Port Authority.

The Port Authority is governed by a board of directors, two of whom are appointed by the commissioners of Champaign County, two of whom are appointed by the commissioners of Clark County, two by the commissioners of Fayette County and one by a majority action of the three counties. The Port Authority provides the services which are defined by Chapter 4582 of the Ohio Revised Code and which services include but are not limited to the power to purchase, construct, re-construct, enlarge, improve, equip, develop, sell, exchange, lease, convey other interest in, and operate Port Authority facilities.

The Commissioners of Clark, Fayette and Champaign Counties have no authority regarding the day-to-day activities and business affairs of the Port Authority beyond the creation of the Port Authority and the appointment of its directors. All counties maintain their own accounting functions, are separate reporting entities, and their financial activities are not included within the financial statements of the Port Authority.

The general office of the Port Authority is located in the Springfield Township and within the Clark-Shawnee School District. These entities maintain their own accounting functions, are separate reporting entities, and their financial activities are not included within the financial statements of the Port Authority.

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

These financial statements of West Central Ohio Port Authority have been prepared in conformity with accounting principles generally accepted in the United States of America (GAAP) as applied to governmental units. The Governmental Accounting Standards Board (GASB) is the accepted standard-setting body for establishing governmental accounting and financial reporting principles. The more significant of the Port Authority's accounting policies are described below.

A. Basis of Presentation

Enterprise accounting is used to account for operations that are financed and operated in a manner similar to private business enterprises where the intent is that the costs (expenses, including depreciation) of providing goods or services to the general public on a continuing basis be financed or recovered primarily through user charges or where it has been decided that periodic determination of revenues earned, expenses incurred, and/or net income is appropriate for capital maintenance, public policy, management control, accountability or other purposes.

B. Measurement Focus and Basis of Accounting

The accounting and financial reporting treatment applied to a fund is determined by its measurement focus. Enterprise accounting uses a flow of economic resources measurement focus. With this measurement focus, all assets and all liabilities are included on the statement of net position. Equity (i.e., net position) consists of retained earnings. The operating statements present increases (e.g., revenues) and decreases (e.g., expenses) in net position.

Basis of accounting refers to when revenues and expenditures or expenses are recognized in the accounts and reported in the financial statements. Basis of accounting relates to the timing of the measurements made.

The accrual basis of accounting is utilized for reporting purposes. Revenues are recognized when they are earned, and expenses are recognized when they are incurred.

C. Budgetary Data

Ohio Revised Code Section 4582.13 requires the Port Authority annually prepare a budget. No further approvals or actions are required under Section 4582 of the Ohio Revised Code.

D. Cash and Cash Equivalents

The Port Authority maintains a cash management program whereby cash is deposited with a banking institution in Clark County. The agreements restrict activity to certain deposits. These deposits are stated at cost which approximates market value. Investment procedures are restricted by the provisions of the Ohio Revised Code.

NOTES TO THE BASIC FINANCIAL STATEMENTS
FOR THE YEAR ENDED DECEMBER 31, 2020

E. Accounts Receivable

Receivables recorded on the Port Authority's financial statements are recorded to the extent that the amounts are determined material and substantiated not only by supporting documentation but also, by a reasonable, systematic method of determining their existence, completeness, valuation and collectability. Receivables at December 31, 2020 consisted of rent or lease account billings, maintenance fees, and use and trackage rights. All receivables are considered collectible in full.

F. Capital Assets and Depreciation

Property, plant and equipment are recorded at either historical cost for capital assets acquired by the Port Authority or acquisition value for donated capital assets and are depreciated using the straight-line method over the useful life of the assets as follows:

<u>Category</u>	<u>Threshold</u>	<u>Years</u>
Signals and equipment	\$ 10,000	14 Years
Track	\$ 10,000	30 Years
Office Equipment	\$ 1,000	10 Years

G. Organizational Costs

Organization costs were capitalized when the Port Authority was originally formed in 1990. Costs are amortized using the straight-line method over a 40 year period.

H. Operating and non-operating revenues and expenses

Operating revenues are those revenues that are generated directly at the Port Authority's primary mission. For the Port Authority, operating revenues include railroad track use and trackage fees, property lease income, railroad maintenance fees and related market and document fees. Operating expenses are necessary costs incurred to support the Port Authority's primary mission, including depreciation.

Non-operating revenues and expenses are those that are not generated directly by the Port Authority's primary mission. Various state grants, capital contributions, interest income, and expenses comprise the non-operating revenues and expenses of the Port Authority.

NOTES TO THE BASIC FINANCIAL STATEMENTS
FOR THE YEAR ENDED DECEMBER 31, 2020

I. Net Position

Net position represents the difference between assets and liabilities. Net investment in capital assets consist of capital assets, net of accumulated depreciation and net of related debt. Net position is reported as restricted when there are limitations imposed on their use through external restrictions imposed by creditors, grantors or laws or regulations of other governments. When appropriate, the Port Authority applies restricted resources when an expense is incurred for purposes for which both restricted and unrestricted net position is available.

J. Capital Contributions

Capital contributions arise from outside contributions of capital assets or outside contributions of resources restricted to capital acquisition and construction. The Port Authority did not have any capital contributions during 2020.

K. Estimates

The preparation of financial statements in conformity with accounting principles generally accepted in the United State 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 revenues and expenses during the reporting period. Actual results could differ from those estimates.

3. DEPOSITS AND INVESTMENTS

Ohio Law requires the classification of funds held by the Port Authority into three categories:

Active funds are those funds required to be kept in “cash” or “near cash” status for immediate use by the Port Authority. Such funds must be maintained either as cash in the Port Authority Treasury or in depository accounts payable or withdrawable on demand, including negotiable order of withdrawal (NOW) accounts.

Inactive funds are those funds not required for use within the current five year period of designation of depositories. Inactive funds may be deposited or invested only as certificates of deposit maturing no later than the end of the current period of designation of depositories.

Interim funds are those funds not needed for immediate use but needed before the end of the current period of designation of depositories. Interim funds may be invested in the following securities:

1. United States treasury notes, bills, bonds, or any other obligation or security issued by the United States Treasury or any other obligation guaranteed as to principal or interest by the United States;

**WEST CENTRAL OHIO PORT AUTHORITY
CLARK COUNTY**

NOTES TO THE BASIC FINANCIAL STATEMENTS
FOR THE YEAR ENDED DECEMBER 31, 2020

2. Bonds, notes, debentures, or any other obligations or securities issued by any federal government agency or instrumentality, including but not limited to, the Federal National Mortgage Port Authority, Federal Home Loan Bank, Federal Farm Credit Bank, Federal Home Loan Mortgage Corporation, Government National Mortgage Port Authority, and Student Loan Marketing Port Authority. All federal agency securities shall be direct issuances of federal government agencies or instrumentalities;
3. Written repurchase agreements in the securities listed above provided that the market value of the securities subject to the repurchase agreement must exceed the principal value of the agreement by at least two percent and be marked to market daily, and that the term of the agreement must not exceed thirty days;
4. Interim deposits in eligible institutions apply for interim funds;
5. Bonds and other obligations of the State of Ohio;
6. No-load money market mutual funds consisting exclusively of obligations described in division (1) or (2) and repurchase agreements secured by such obligations, provided that investments in securities described in this division are made only through eligible institutions; and
7. The State Treasurer's investment pool (STAR Ohio).

As of December 31, 2020, the carrying amount of the Port Authority's deposits totaled \$1,024,035 and its bank balance was \$1,024,035. Based on the criteria described in GASB Statement No. 40, "Deposit and Investment Risk Disclosure," as of December 31, 2020, \$774,035 was exposed to custodial risk as discussed below, while \$250,000 was covered by the Federal Depository Insurance Corporation.

Protection of Authority's deposits is provided by the Federal Deposit Insurance Corporation (FDIC), by eligible securities pledged by the financial institution as security for repayment, or buy the financial institutions participation in the Ohio Pooled Collateral System (OPCS), a collateral pool of eligible securities deposited with a qualified trustee and pledged to the Treasurer of State to secure repayment of all public monies deposited in the financial institution.

4. USE AND LEASE RECEIPTS

Use and lease receipts are amounts received by the Port Authority for lease of railroad tracks. Amounts due at December 31, but uncollected, are recorded as revenue.

**WEST CENTRAL OHIO PORT AUTHORITY
CLARK COUNTY**

NOTES TO THE BASIC FINANCIAL STATEMENTS
FOR THE YEAR ENDED DECEMBER 31, 2020

5. CAPITAL ASSETS

A summary of the property, plant and equipment purchased as of December 31, 2020, follows. These assets are substantially leased to a third party:

	12/31/19			12/31/20
	Balance	Additions	Disposals	Balance
Capital assets not being depreciated:				
Land	\$ 1,185,698	-	-	1,185,698
Construction in Progress	805,688	160,176	805,688	160,176
	<u>1,991,386</u>	<u>160,176</u>	<u>805,688</u>	<u>1,345,874</u>
Capital assets being depreciated:				
Equipment and Appendices	3,657,832	56,321	-	3,714,153
Spur	207,951	-	-	207,951
Railroad	18,920,813	1,296,560	-	20,217,373
	<u>22,786,596</u>	<u>1,352,881</u>	<u>-</u>	<u>24,139,477</u>
Less Accumulated Depreciation on:				
Equipment and Appendices	(2,588,865)	(158,486)	-	(2,747,351)
Spur	(198,853)	(3,638)	-	(202,491)
Railroad	(8,190,854)	(652,917)	-	(8,843,771)
	<u>(10,978,572)</u>	<u>(815,041)</u>	<u>-</u>	<u>(11,793,613)</u>
Capital assets, net	<u>\$ 13,799,410</u>	<u>698,016</u>	<u>805,688</u>	<u>13,691,738</u>

6. SHORTLINE RAILROAD AGREEMENT

The Port Authority entered into a Shortline railroad operating agreement with the Indiana & Ohio Railroad, Inc., (IORY) on September 4, 1990, for operation as a shortline carrier. In light of current and ongoing operation and ownership of the Shortline, both parties entered into a revised and updated 2005 Agreement during 2006, terms of which went in effect retro-active as of May 1, 2005. The 2005 Agreement continues in effect until December 31, 2090, unless sooner terminated, and specifies that an additional 99 year term will be granted at the end of the initial term.

The 2005 Agreement permits (a) the Port Authority to terminate this Agreement: (i) upon an arbitration board determining that IORY has not performed services that would reasonably be expected of a similar carrier given the circumstances such termination to be effective as specified in a written notice provided by WESTCO PA to IORY; (ii) Upon the failure of IORY for a period of 90 days after the due date to pay any applicable Use and/or Trackage Fee and/or (b) IORY shall have the right to terminate this Agreement in the event that overhead traffic and online customer revenue base do not provide sufficient monetary return over and above associated expenses. Termination by IORY is to be effective 120 days after written notice by IORY to WESTCO PA.

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CLARK COUNTY**

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In accordance with the 2005 Agreement, IORY is required to perform at its own expense all routine maintenance on the Shortline up to the limits specified in the agreement and maintain the Shortline at not less than Federal Railroad Administration Class II track standards ("Class II Condition"). Any damage to the Shortline, other than normal wear, that occurs as a result of IORY operations shall be repaired at IORY's expense. The Port Authority is solely responsible for any extraordinary maintenance or capital improvements required to maintain the line to its current Class II condition.

The 2005 Agreement states that a use fee for any cars originating or terminating on the Shortline will be paid within thirty days after the close of the calendar quarter by the IORY to the Port Authority.

The 2005 Agreement also states that for use of Trackage by IORY or any other railroad authorized in writing by IORY and WESTCO PA for overhead (bridge) traffic, not originating or terminating on the Shortline, between Springfield (MP 202.7) and Fayne (MP 229.83), a distance of 27.13 miles, IORY shall pay directly to WESTCO PA, for each car (empty or loaded), locomotive and caboose handled by IORY over the Trackage pursuant to this Agreement. In addition, beginning in January 2014, trackage rights are also being paid for the joint trackage between Jeffersonville and Fayne, a distance of 4.82 miles. (For purposes of computing the fee, locomotives shall be counted as two cars. Trackage fee payments will be paid on a monthly basis on or before thirty (30) days after the close of the month in which the applicable Trackage Fees accrue.

The agreement restricts the use of both the use and trackage fees solely for extraordinary maintenance and/or capital expenditures directly related to rail infrastructure and freight operations over the Shortline Property.

The Port Authority is entitled to all revenue from rents, leases, and licenses that are derived from ownership of the real property, and related improvements. The Port Authority is responsible for any interest and principal payments which may be associated with its ownership.

The IORY is entitled to revenues derived from its operation of the Shortline, including switching fees, per diem and demurrage and other accessorial charges per IORY 8000 and 6001 series tariffs. IORY is responsible for all freight rail expenses associated with operation of the Shortline including the maintenance liability insurance coverage with benefits not less than \$5 million. The Port Authority is named as an additional insured on the policy.

Both parties agree to indemnify and hold harmless each other, its agents, directors, officers and employees, from and against liabilities from any claims, liabilities, costs or expenses (including reasonable attorneys' fees) for damage to any property, personal injuries or deaths caused by or resulting from any acts or omissions, its agents, employees, independent contractors or otherwise by their operations.

7. CONTINGENT LIABILITIES

Per an agreement signed on January 3, 1991, between the Indiana and Ohio Central Railroad and the Port Authority, the Port Authority agrees to repay the IORY contribution of \$116,170 toward the purchase of the railroad, upon the occurrence of any of the following conditions:

- Should the IORY no longer provide rail service for the line after the line remains unused for a period of twelve months,
- Should the railroad be sold, abandoned, or otherwise disposed of, the Port Authority will repay the IORY an amount equal to 4.04% of the net proceeds of the sale, or
- The Port Authority will repay the \$116,170 to IORY within three months of operation of the line by someone other than IORY.

There is no liability provision for any of these occurrences in the financial statements due to the remoteness of the occurrences.

8. RISK MANAGEMENT

The Port Authority is covered by general liability and public official liability insurance with the County Risk Sharing Authority. Coverage with a private carrier provides, bonding, liability insurance on the rails, right-of-way, theft and property damage. The Port Authority is co-insured with Indiana and Ohio Railroad for any operational liability.

There has been no significant reduction in coverage in relation to the prior year. Settled claims have not exceeded commercial coverage in any of the last three years.

9. ECONOMIC DEVELOPMENT PROJECTS

Topre America, Inc.

In 2017, the Port Authority entered into an agreement with Topre America Corporation to facilitate the construction and equipping of a 175,000 square foot manufacturing facility to be located in the City of Springfield. Under the terms of the agreement, the Port Authority entered into a ground lease and project lease with Topre America, under which Topre America is responsible for obtaining financing and completing the construction of the building. Under the terms of the ground and project leases, the Port Authority is explicitly relieved of any obligation to maintain the building, undertake any capital repairs, or expend funds in connection with the building. Upon completion, the building title will be transferred to the Port Authority, and the Port Authority will lease the building back to Topre America. Under this lease, Topre America will make rental payments of \$1 per year for thirty-five years to the Port Authority and has a bargain purchase option to obtain the Port Authority's entire interest in the project for \$1 at the end of the lease. The Port Authority received an upfront payment of \$144,638 that was recognized when received. Additionally, Topre America will continue to be responsible for all maintenance and upkeep on the facilities. As a result,

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Topre America will record the asset and related depreciation in its financial statements, as a capital lease, and the Port Authority will recognize rental income.

In 2018, an amendment was made to the agreement to facilitate the construction and equipping of an approximate 138,000 square foot manufacturing facility at the previous project site. The Port Authority received a total of \$239,877 during 2018 that was recognized as economic development revenue.

In 2019, a second amendment was made to the agreement to facilitate the construction and equipping of an approximate 78,000 square foot manufacturing facility at the previous project site. The Port Authority received a total of \$159,961 during 2019 that was recognized as economic development revenue.

Silfex, Inc.

In 2017, the Port Authority worked with Silfex, Inc to facilitate the construction and equipping of a 353,000 square foot manufacturing facility to be located in Clark County. Under the terms of the agreement, the Port Authority entered into a ground lease and project lease with Silfex, Inc, under which Silfex, Inc is responsible for obtaining financing and completing the construction of the building. Under the terms of the ground and project leases, the Port Authority is explicitly relieved of any obligation to maintain the building, undertake any capital repairs, or expend funds in connection with the building. Upon completion, the building title will be transferred to the Port Authority, and the Port Authority will lease the building back to Silfex, Inc. Under this lease, Silfex, Inc will make rental payments of \$57,077 per year for five years to the Port Authority and has a bargain purchase option to obtain the Port Authority's entire interest in the project for \$1 at the end of the lease. Additionally, Silfex, Inc will continue to be responsible for all maintenance and upkeep on the facilities. As a result, Silfex, Inc will record the asset and related depreciation in its financial statements, as a capital lease, and the Port Authority will recognize rental income.

Speedway LLC

In 2018, the Port Authority worked with Speedway LLC to facilitate the construction and equipping of a 140,000 square foot manufacturing facility to be located in Enon, Ohio. Under the terms of the agreement, the Port Authority entered into a ground lease and project lease with Speedway LLC, under which Speedway LLC is responsible for obtaining financing and completing the construction of the building. Under the terms of the ground and project leases, the Port Authority is explicitly relieved of any obligation to maintain the building, undertake any capital repairs, or expend funds in connection with the building. Upon completion, the building title will be transferred to the Port Authority, and the Port Authority will lease the building back to Speedway LLC. The Port Authority received an upfront payment of \$234,900 during 2018 that was recognized as economic development revenue. Under this lease, Speedway LLC will make rental payments of \$2,500 per year for ten years to the Port Authority and has a bargain purchase option to obtain the Port Authority's entire interest in the project for \$1 at the end of the lease. Additionally, Speedway LLC will continue to be responsible for all maintenance and upkeep on the facilities. As a result, Speedway LLC will record the asset and related depreciation in its financial statements, as a capital lease, and the Port Authority will recognize rental income.

**WEST CENTRAL OHIO PORT AUTHORITY
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Wiley Industries LLC

In 2020, the Port Authority worked with Wiley Industries LLC to facilitate the construction and equipping of a 450,000 square foot distribution center to be located in Jeffersonville, Ohio. Under the terms of the agreement, the Port Authority entered into a ground lease and project lease with Wiley Industries LLC, under which Wiley Industries LLC is responsible for obtaining financing and completing the construction of the building. Under the terms of the ground and project leases, the Port Authority is explicitly relieved of any obligation to maintain the building, undertake any capital repairs, or expend funds in connection with the building. Upon completion, the building title will be transferred to the Port Authority, and the Port Authority will lease the building back to Wiley Industries LLC. The Port Authority received an upfront payment of \$335,200 during 2020 that was recognized as economic development revenue. Under this lease, Wiley Industries LLC will make rental payments of \$2,500 per year for five years to the Port Authority and has a bargain purchase option to obtain the Port Authority's entire interest in the project for \$1 at the end of the lease. Additionally, Wiley Industries LLC will continue to be responsible for all maintenance and upkeep on the facilities. As a result, Wiley Industries LLC will record the asset and related depreciation in its financial statements, as a capital lease, and the Port Authority will recognize rental income.

10. RELATED PARTY

The Port Authority billed \$14,625 for maintenance fees to Heritage Cooperative in 2020. Wes Bahan, a board member of the Port Authority, is an employee of Heritage Cooperative.



Independent Auditor's Report on Internal Control over Financial Reporting and on Compliance and other Matters Required by *Government Auditing Standards*

West Central Ohio Port Authority
Clark County
3130 E. Main Street
Springfield, Ohio 45505

Members of the Board of Directors:

We have audited, in accordance with auditing standards generally accepted in the United States and the Comptroller General of the United States' *Government Auditing Standards*, the financial statements of the West Central Ohio Port Authority, Clark County, Ohio, (the Port Authority) as of and for the year ended December 31, 2020, and the related notes to the financial statements, which collectively comprise the Port Authority's basic financial statements, and have issued our report thereon dated June 25, 2021.

Internal Control over Financial Reporting

As part of our financial statements audit, we considered the Port Authority's internal control over financial reporting (internal control) as a basis for designing audit procedures that are appropriate in the circumstances for the purpose of expressing an opinion on the financial statements, but not to the extent necessary to opine on the effectiveness of the Port Authority's internal control. Accordingly, we have not opined on it.

A *deficiency in internal control* exists when the design or operation of a control does not allow management or employees, when performing their assigned functions, to prevent, or detect and timely correct misstatements. A *material weakness* is a deficiency, or combination of internal control deficiencies, resulting in a reasonable possibility that internal control will not prevent, or detect and timely correct a material weakness of the Port Authority's financial statements. 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 internal control deficiencies that might be material weaknesses or significant deficiencies. Given these limitations, we did not identify any deficiencies in internal control that we consider to be material weaknesses. However, unidentified material weaknesses may exist.

Members of the Board of Directors
West Central Ohio Port Authority
Independent Auditor's Report on Internal Control over Financial Reporting and on Compliance and Other
Matters Required by *Government Auditing Standards*
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Compliance and Other Matters

As part of reasonably assuring whether the Port Authority's financial statements are free of material misstatement, we tested its compliance with certain provisions of laws, regulations, contracts, and grant agreements, noncompliance with which could directly and materially effect on the financial statements. However, opining on compliance with those provisions was not an objective of our audit and accordingly, we do not express an opinion. The results of our tests disclosed no instances of noncompliance or other matters we must report under *Government Auditing Standards*.

Purpose of this Report

This report only describes the scope of our internal control and compliance testing and our testing results and does not opine on the effectiveness of the Port Authority's internal control or on compliance. This report is an integral part of an audit performed under *Government Auditing Standards* in considering the Port Authority's internal control and compliance. Accordingly, this report is not suitable for any other purpose.

BHM CPA Group

BHM CPA Group Inc.
Piketon, Ohio
June 25, 2021

OHIO AUDITOR OF STATE KEITH FABER



WEST CENTRAL OHIO PORT AUTHORITY

CLARK COUNTY

AUDITOR OF STATE OF OHIO CERTIFICATION

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



Certified for Release 9/7/2021

88 East Broad Street, Columbus, Ohio 43215
Phone: 614-466-4514 or 800-282-0370

This report is a matter of public record and is available online at
www.ohioauditor.gov