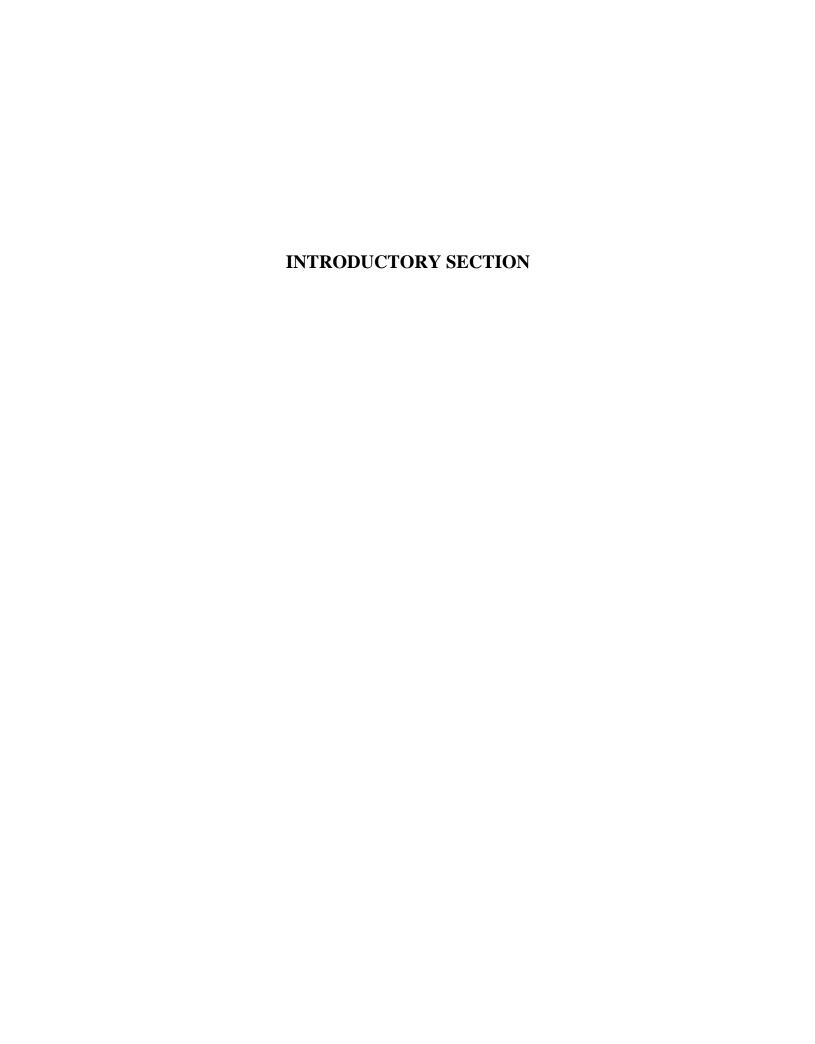
FINANCIAL STATEMENTS

JUNE 30, 2016



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June 30, 2016

Board of Directors

Robert McConnell, District 1
Jack Rickett, District 2
Bill Hager, Vice Chair, District 3
Anthony Wilson, District 4
Doug Rogers, District 5
Margaret S. Colby, Town of Gordonsville, Chair Ronnie Rankin, Town of Orange

Members

Lee Frame, District 5
Teel Goodwin, District 3
Thomas Graves, Advisory Committee
Thomas Miller, Director





INDEPENDENT AUDITOR'S REPORT

Board of Directors Economic Development Authority of Orange County, Virginia Orange, Virginia

Report on the Financial Statements

We have audited the accompanying financial statements of the governmental activities and major fund of the Economic Development Authority of Orange County, Virginia (Authority) as of and for the year ended June 30, 2016, and the related notes to the financial statements, which collectively comprise the Authority's basic financial statements as listed in the table of contents.

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 opinions on these financial statements based on our audit. We conducted our audit in accordance with auditing standards generally accepted in the United States of America; the standards applicable to financial audits contained in *Government Auditing Standards*, issued by the Comptroller General of the United States; and *Specifications for Audits of Authorities, Boards and Commissions*, issued by the Auditor of Public Accounts of the Commonwealth of Virginia. Those standards and specifications require that we plan and perform the audit 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 Authority'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 Authority'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 the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinions.

Opinions

In our opinion, the financial statements referred to above present fairly, in all material respects, the respective financial position of the governmental activities and major fund of the Authority, as of June 30, 2016, and the respective changes in financial position for the year then ended in accordance with accounting principles generally accepted in the United States of America.

Emphasis of Matter

As discussed in Note 7 to the financial statements, the Authority restated beginning net position of the governmental activities to record land and construction in progress.

Other Matters

Required Supplementary Information

Management has omitted the Management's Discussion and Analysis that accounting principles generally accepted in the United States of America requires to be presented to supplement the basic financial statements. Such missing 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. Our opinion on the basic financial statements is not affected by this missing information.

Other Information

The introductory section, as listed in the table of contents, has not been subjected to the auditing procedures applied in the audit of the financial statements and, accordingly, we do not express an opinion or provide any assurance on it.

Other Reporting Required by Government Auditing Standards

In accordance with *Government Auditing Standards*, we have also issued our report dated November 8, 2016 on our consideration of the 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 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 Authority's internal control over financial reporting and compliance.

PBMares, LLP

Harrisonburg, Virginia November 8, 2016

BASIC FINANCIAL STATEMENTS

STATEMENT OF NET POSITION

June 30, 2016

	Governmental Activities
	Tienvines
Assets:	
Cash and cash equivalents	\$ 1,054,687
Due from Orange County	73,787
Capital assets	576,536
Total assets	1,705,010
Liabilities:	
Accounts payable	12,546
Total liabilities	12,546
Net Position:	
Net investment in capital assets	576,536
Unrestricted	1,115,928
Total net position	\$ 1,692,464

STATEMENT OF ACTIVITIES Year Ended June 30, 2016

]	Progr	am Revenue	S		Ne	et (Expenses Changes in		
Functions/Programs	Expenses			8		Governmental Activities						Total
Governmental Activities:												
Economic Development	\$	377,628	\$	11,375	\$	109,602	\$	380,446	\$	123,795	\$ 123,795	
Total governmental activities	\$	377,628	\$	11,375	\$	109,602	\$	380,446		123,795	123,795	
		eral revenue restricted re		es from use	of mo	onev				4,787	4,787	
		otal genera								4,787	4,787	
	(Change in n	et pos	sition						128,582	128,582	
	Net p	osition, beg	ginnin	g, as restate	d					1,563,882	1,563,882	
	Net p	osition, end	ling						\$	1,692,464	\$ 1,692,464	

BALANCE SHEET - GOVERNMENTAL FUND June 30, 2016

	General Fund
ASSETS	
Cash and cash equivalents	\$ 1,054,687
Due from Orange County	73,787
Total assets	\$ 1,128,474
LIABILITIES AND FUND BALANCE	
Liabilities:	
Accounts payable	\$ 12,546
Total liabilities	12,546
Fund Balance:	
Assigned	1,115,928
Total fund balance	1,115,928
Total liabilities and fund balance	\$ 1,128,474

RECONCILIATION OF THE BALANCE SHEET - GOVERNMENTAL FUND - TO THE STATEMENT OF NET POSITION

June 30, 2016

Total fund balance per Balance Sheet - Governmental Fund	\$ 1,115,928
Amounts reported for governmental activities in the Statement of Net Position are different because:	
Capital assets used in governmental activities are not financial resources and, therefore, are not reported in the funds	 576,536
Net position of governmental activities	\$ 1,692,464

STATEMENT OF REVENUES, EXPENDITURES AND CHANGES IN FUND BALANCE - GOVERNMENTAL FUND $\,$

Year Ended June 30, 2016

	General Fund		
Revenues:			
Revenue from the use of money	\$	4,787	
Charges for services		11,375	
Other		3,019	
Intergovernmental:			
Contribution from Orange County		463,057	
Total revenues		482,238	
Expenditures:			
Current:			
Community development		365,752	
Capital outlay		368,350	
Total expenditures		734,102	
Net change in fund balance		(251,864)	
Fund Balance, beginning		1,367,792	
Fund Balance, ending	\$	1,115,928	

RECONCILIATION OF THE STATEMENT OF REVENUES, EXPENDITURES AND CHANGES IN FUND BALANCE - GOVERNMENTAL FUND - TO THE STATEMENT OF ACTIVITIES

Year Ended June 30, 2016

Net change in fund balance - total governmental fund	\$ (251,864)
Amounts reported for governmental activities in the	
Statement of Activities are different because:	
Governmental funds report capital outlays as expenditures. However, in the	
Statement of Activities, the cost of those assets is allocated over their estimated	
useful lives and reported as depreciation and amortization expense. This is the	
amount by which capital outlays exceeded the depreciation and amortization	
in the current period.	356,474
The net effect of transations involving capital assets (i.e. disposals, donations, and	
transfers) is to increase net position	 23,972
Change in net position of governmental activities	\$ 128,582

NOTES TO FINANCIAL STATEMENTS

Note 1. Nature of Business

The Economic Development Authority of Orange County, Virginia (Authority) was created as a governmental subdivision of the Commonwealth of Virginia by ordinance of the Board of Supervisors of the County of Orange, Virginia in May of 1976, pursuant to the provisions of the Economic Development and Revenue Bond Act, Title 15.2, Chapter 49, Sections 15.2-4900 et. seq. (formerly Title 15.1, Chapter 33, Sections 15.1-1373, et. seq.) of the *Code of Virginia* of 1950, as amended. The Authority is governed by seven directors appointed by the Board of Supervisors of the County of Orange, Virginia (County). The Authority is empowered, among other things, to acquire, own, lease, and dispose of any of its facilities and to make loans or grants in furtherance of its purposes as set forth by law, including to promote industry and develop trade by inducing manufacturing, economic, governmental, nonprofit, and commercial enterprises and institutions of higher education to locate in or remain in the Commonwealth of Virginia and further the use of its agricultural products and natural resources.

The Authority is specifically authorized to issue revenue bonds for any of its purposes, including the payment of the cost of its facilities and the payment or retirement of bonds previously issued by the Authority. All bonds issued by the Authority are payable solely from the revenues and receipts derived from the leasing or sale by the Authority of its facilities or any part thereof, or from the payments received by the Authority in connection with its loans. In addition, depending upon the financing structure, the bonds of the Authority may be further secured by a deed of trust or other collateral documents. No bonds of the Authority shall be deemed to constitute a debt or pledge of the faith and credit of the Commonwealth of Virginia or any political subdivision thereof, including the County of Orange, Virginia.

Note 2. Significant Accounting Policies

Measurement Focus, Basis of Accounting and Financial Statement Presentation: The government-wide financial statements are reported using the economic resources measurement focus and the accrual basis of accounting. Revenues are recorded when earned and expenses are recorded at the time liabilities are incurred, regardless of when the related cash flows take place. Grants and similar items are recognized as revenue as soon as all eligibility requirements imposed by the grantor have been met.

<u>Statement of Net Position</u>: The Statement of Net Position is designed to display the financial position of the primary government. Governments will report all capital assets in the government-wide Statement of Net Position and will report depreciation and amortization expense, the cost of "using up" capital assets, in the Statement of Activities. The net position of a government will be broken down into three categories – 1) net investment in capital assets; 2) restricted; and 3) unrestricted.

The Statement of Activities demonstrates the degree to which the direct expenses of a given function or segment is offset by program revenues. Direct expenses are those that are clearly identifiable with a specific function or segment. Program revenues include 1) charges to customers or applicants who purchase, use, or directly benefit from goods, services, or privileges provided by a given function or segment and 2) grants and contributions that are restricted to meeting the operational or capital requirements of a particular function or segment. Other items not properly included among program revenues are reported instead as general revenues.

Separate financial statements are provided for governmental funds and the Authority only has one – the General Fund, which is the Authority's primary operating fund.

NOTES TO FINANCIAL STATEMENTS

Note 2. Significant Accounting Policies (Continued)

The governmental fund is reported using the current financial resources measurement focus and the modified accrual basis of accounting. Under this method, revenues are recognized when measurable and available. The Authority considers all revenues reported in the governmental fund to be available if the revenues are collected within 75 days after year-end. Interest is considered to be susceptible to accrual. Expenditures are recorded when the related fund liability is incurred, except for principal and interest on general long-term debt, as applicable, which are recognized as expenditures to the extent they have matured. General capital asset acquisitions are reported as expenditures in governmental fund. If any, proceeds of general long-term debt, acquisitions under capital leases and sales of capital assets are reported as other financing sources.

Cash and cash equivalents: The Authority considers all highly liquid investments purchased with a maturity of three months or less to be cash equivalents.

Capital assets: Capital assets, which include land, buildings and buildings improvements, and equipment, are reported in the applicable governmental columns in the government-wide financial statements. Capital assets are defined by the Authority as assets with an initial, individual cost of more than \$5,000 and an estimated useful life in excess of one year. Such assets are recorded at historical cost or estimated historical cost if purchased or constructed. Donated capital assets are recorded at acquisition value at the date of donation.

Maintenance, repairs and minor renewals are charged to operations when incurred. Expenditures/expenses which materially increase values or extend useful lives are capitalized.

Capital assets are depreciated using the straight-line method over the following estimated useful lives:

Buildings	50 years
Building improvements	10-50 years
Equipment	5-10 years

Net position: Net position is the difference between (a) assets and deferred outflows of resources and (b) liabilities and deferred inflows of resources. The Authority did not have any deferred outflows of resources or deferred inflows of resources at June 30, 2016.

Net position flow assumption: Sometimes the Authority will fund outlays for a particular purpose from both restricted (e.g. restricted bond and grant proceeds) and unrestricted resources. In order to calculate the amounts to report as restricted – net position and unrestricted – net position in the financial statements, a flow assumption must be made about the order in which the resources are considered to be applied. It is the Authority policy to consider restricted – net position to have been depleted before unrestricted – net position is applied.

NOTES TO FINANCIAL STATEMENTS

Note 2. Significant Accounting Policies (Continued)

Fund equity: The Authority reports fund balance in accordance with GASB Statement No. 54, *Fund Balance Reporting and Governmental Fund Type Definitions*. The following classifications describe the relative strength of the spending constraints placed on the purposes for which resources can be used:

- Nonspendable fund balance amounts that are not in spendable form (such as inventory and prepaids) or are required to be maintained intact (corpus of a permanent fund);
- Restricted fund balance amounts constrained to specific purposes by their providers (such as grantors, bondholders, and higher levels of government), through constitutional provisions, or by enabling legislation;
- Committed fund balance amounts constrained to specific purposes by the Authority, using its highest level of decision-making authority; to be reported as committed, amounts cannot be used for any other purpose unless the Authority takes the same highest level action to remove or change the constraint;
- Assigned fund balance amounts the Authority intends to use for a specific purpose; intent can be expressed by the governing body or by an official or body to which the governing body delegates the authority;
- Unassigned fund balance amounts that are available for any purpose; positive amounts are only reported in the General Fund.

When fund balance resources are available for a specific purpose in more than one classification, it is the Authority's policy to use the most restrictive funds first in the following order: restricted, committed, assigned, and unassigned as they are needed.

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 certain reported amounts and disclosures. Accordingly, actual results could differ from those estimates.

Subsequent events: The Authority has evaluated subsequent events through November 8, 2016, the date on which the financial statements were available to be issued.

Note 3. Deposits and Investments

Deposits: Deposits with banks are covered by the Federal Deposit Insurance Corporation (FDIC) and collateralized in accordance with the Virginia Security for Public Deposits Act (the Act), Section 2.2-4400 et., seq. of the *Code of Virginia*. Under the Act, banks and savings institutions holding public deposits in excess of the amount insured by the FDIC must pledge collateral to the Commonwealth of Virginia Treasury Board. Financial institutions may choose between two collateralization methodologies and depending upon that choice, will pledge collateral that ranges in the amounts from 50% to 130% of excess deposits. Accordingly, all deposits are considered fully collateralized.

NOTES TO FINANCIAL STATEMENTS

Note 3. Deposits and Investments (Continued)

Custodial Credit Risk (Deposits): This is the risk that in the event of a bank failure, the Authority's deposits may not be returned to it. The Authority's investment policy requires all deposits to be insured under FDIC or comply with the Act. At year end, none of the Authority's deposits were exposed to custodial credit risk.

Investments: The Authority has investments in the State Treasurer's Local Government Investment Pool (LGIP). The LGIP is a professionally managed money market fund which invests in qualifying obligations and securities as permitted by Virginia statutes. Pursuant to Section 2.2-4605 of the *Code of Virginia*, the Treasury Board of the Commonwealth sponsors the LGIP and has delegated certain functions to the State Treasurer. The LGIP reports to the Treasury Board at their regularly scheduled monthly meetings. The fair value of the position of the LGIP is the same as the value of the pool shares, i.e., the LGIP maintains a stable net asset value of \$1 per share. The LGIP has been assigned a "AAAm" rating by Standard & Poor's. All investments made by the Authority are in LGIP. The maturity of the LGIP is less than one year.

Investment Policy: State statutes authorize local governments and other public bodies to invest in obligations of the United States or its agencies thereof, obligations of the Commonwealth of Virginia or political subdivisions thereof, obligations of the International Bank for Reconstruction and Development (World Bank), the Asian Development Bank, the African Development Bank, "prime quality" commercial paper and certain corporate notes, bankers' acceptances, repurchase agreements, and the LGIP.

The Authority does not have a formal investment policy.

At year-end, the Authority's investment balances were as follows:

		Fair	
	Value		
Investment in State Treasurer's Government	<u> </u>		
Investment Pool (LGIP)	\$	500,777	

The Authority categorizes its fair value measurements within the fair value hierarchy established by GAAP. 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, and level 3 inputs are significant unobservable inputs.

The Authority has no investments subject to recurring fair value measurement as of June 30, 2016.

NOTES TO FINANCIAL STATEMENTS

Note 4. Capital Assets

Capital asset activity for the year ended June 30, 2016 is as follows:

		eginning Balance,					Ending
	as	restated *	I	ncreases	D	ecreases	Balance
Governmental activities:							
Capital assets not being depreciated:							
Land	\$	194,000	\$	23,972	\$	-	\$ 217,972
Construction in progress		2,090		356,474		-	358,564
Total capital assets not							_
depreciated	\$	196,090	\$	380,446	\$	-	\$ 576,536

^{*} See Note 7 for details of the restatement.

Note 5. Due From Orange County

The amount due from Orange County of \$73,787 is for expenses incurred by the Authority to be reimbursed by the County of Orange.

Note 6. Risk Management

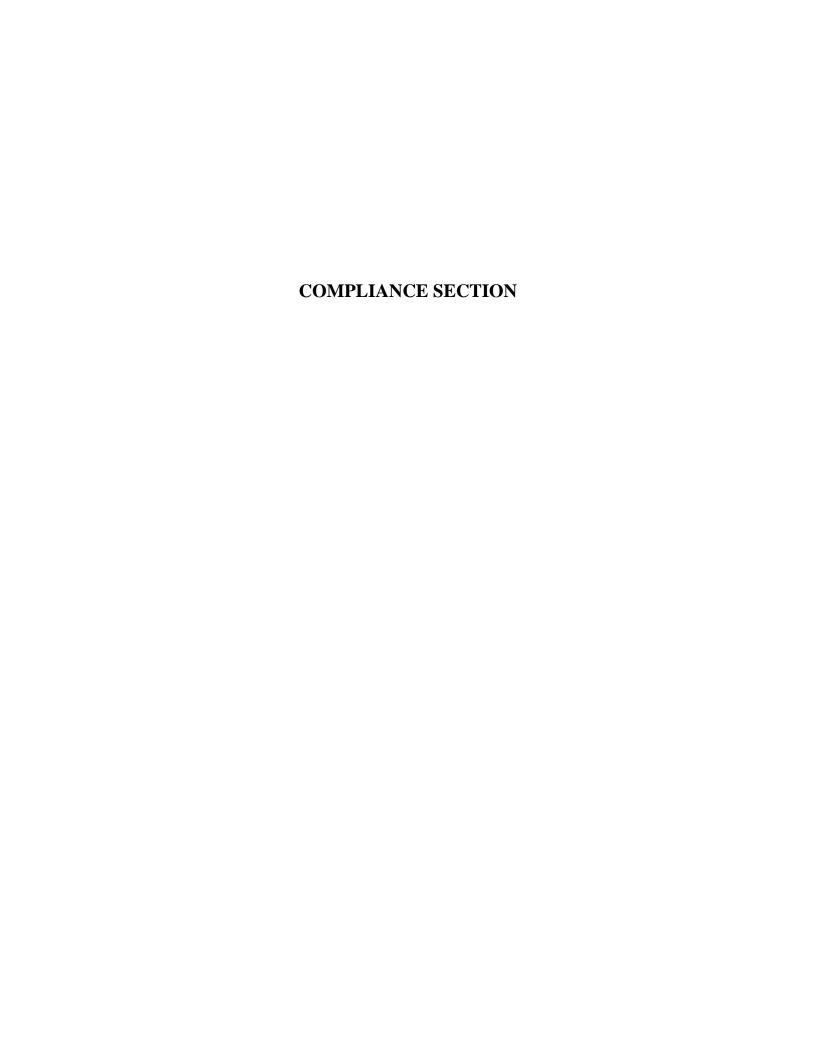
The Authority is exposed to various risks of loss related to torts; theft of, damage to, and destruction of assets; errors and omissions; and natural disasters. To reduce insurance costs and the need for self-insurance, the Authority has coverage with the Virginia Association of Counties Group Self Insurance Association (Association) for liability insurance. Each Association member jointly and severally agrees to assume, pay and discharge any liability. The Authority pays the Association contributions and assessments based upon classifications and rates into a designated cash reserve fund out of which expenses of the Association and claims and awards are to be paid. In the event of a loss deficit and depletion of all available excess insurance, the Association may assess all members the proportion in which the premium of each bears to the total premiums of all members in the year in which such deficit occurs.

NOTES TO FINANCIAL STATEMENTS

Note 7. Restatement

A restatement to beginning net position is required to correctly state the impact of land and construction not previously recorded when acquired and constructed. The following adjustment has been recorded:

	Government- Wide Statements		
Net Position, as originally reported, July 1, 2015	\$	1,496,964	
Adjustment to Capital Assets		66,918	
Net Position, as restated, July 1, 2015	\$	1,563,882	





INDEPENDENT AUDITOR'S 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

Board of Directors Economic Development Authority of Orange County, Virginia Orange, Virginia

We have audited, in accordance with auditing standards generally accepted in the United States of America; the standards applicable to financial audits contained in *Government Auditing Standards*, issued by the Comptroller General of the United States; and the *Specifications for Audits of Authorities, Boards and Commissions*, issued by the Auditor of Public Accounts of the Commonwealth of Virginia, the financial statements of the Economic Development Authority of Orange County, Virginia (Authority) as of and for the year ended June 30, 2016, and the related notes to the financial statements, which collectively comprise the Authority's basic financial statements, and have issued our report thereon dated November 8, 2016.

Internal Control Over Financial Reporting

In planning and performing our audit of the financial statements, we considered the 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.

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 Authority'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 over financial reporting 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 and therefore, material weaknesses or significant deficiencies may exist that were not identified. We did identify a deficiency in internal control described in the accompanying Schedule of Finding and Response as item 2016-001 that we consider to be a material weakness.

Compliance and Other Matters

As part of obtaining reasonable assurance about whether the 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*.

Authority's Response to Finding

The Authority's response to the finding identified in our audit is described in the accompanying Schedule of Finding and Response. The 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.

PBMares, LLP

Harrisonburg, Virginia November 8, 2016

SCHEDULE OF FINDING AND RESPONSE Year Ended June 30, 2016

I. FINANCIAL STATEMENT FINDING

A. Material Weakness in Internal Control

2016-001 Material Weakness Due to Material Audit Adjustments

Criteria & Condition: The year-end financial statements obtained from the Authority to be audited should be final and free of misstatement.

Pertaining specifically to recording capital assets, capital assets should be recorded when monies are expended or when donations are received. Capital asset expenditures are expensed in the fund statements, but then shown as a reconciling item on the entity-wide statements. Capital asset donations are shown as a reconciling item on the entity-wide statements.

Context: Upon auditing the Authority's year-end balances, there were instances of material adjustments identified, including entries to restate prior periods to record capital assets that were not recorded by the Authority.

Cause: Due to limited resources within the Authority.

Effect: As noted above, the effect of these transactions misstated prior year total net position of the Authority. The necessary restatement above was material to the financial statements, and was needed in order to more accurately represent the Authority's financial position. Failure to record the items noted above is a departure from Governmental Accounting Standards.

Recommendation: We recommend the Authority use increased levels of due diligence in maintaining proper schedules to support accurate balances. We also recommend the Authority properly identify and record capital assets, as they are constructed, purchased, donated, or transferred so as to prevent the occurrence of future restatements.

Management's Response: For FY16, a material adjustment was necessary for the financial statements to be in compliance with generally accepted accounting principles. The adjustment involved a discrepancy in the value of certain capital assets owned by the Economic Development Authority (EDA). These assets had been acquired when another auditing firm was keeping the County's capital asset records by spreadsheet. They were part of the existing capital asset records that were imported into the Munis capital asset module in FY14, but the error in recorded acquisition cost was not discovered until FY16, upon reviewing records of the Clerk of Court and the Commissioner of Revenue. New EDA assets will be valued and assigned useful lives in accordance with accounting policies outlined in the notes to the financial statements.