

**Erie County Gaming
Revenue Authority**

Financial Statements

Year Ended March 31, 2018
with Independent Auditor's Report

MaherDuessel

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ERIE COUNTY GAMING REVENUE AUTHORITY

YEAR ENDED MARCH 31, 2018

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Independent Auditor's Report

**Board of Directors
Erie County Gaming
Revenue Authority
Erie, Pennsylvania**

We have audited the accompanying financial statements of the Erie County Gaming Revenue Authority (Authority) as of and for the year ended March 31, 2018, and the related notes to the 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 an opinion 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. Those standards 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 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 the Authority, as of March 31, 2018, and the changes in its financial position, and cash flows thereof, for the year then ended in accordance with accounting principles generally accepted in the United States of America.

Other Matters

Management has omitted the management's discussion and analysis that accounting principles generally accepted in the United States of America require 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.

Mahe Duessel

Pittsburgh, Pennsylvania
July 27, 2018

ERIE COUNTY GAMING REVENUE AUTHORITY

STATEMENT OF NET POSITION

MARCH 31, 2018

Assets	
Current assets:	
Cash and cash equivalents	\$ 14,423,970
Prepaid expenses	1,161
Notes receivable, net	<u>3,058,846</u>
Total Assets	<u><u>\$ 17,483,977</u></u>
Liabilities and Net Position	
Liabilities	<u>\$ -</u>
Net Position:	
Restricted - economic development	<u>17,483,977</u>
Total Liabilities and Net Position	<u><u>\$ 17,483,977</u></u>

See accompanying notes to financial statements.

ERIE COUNTY GAMING REVENUE AUTHORITY

STATEMENT OF REVENUES, EXPENSES, AND CHANGES IN NET POSITION

YEAR ENDED MARCH 31, 2018

Operating Revenues:

Gaming revenue	\$ 5,418,003
Interest income - note receivable	<u>79,569</u>
Total operating revenues	<u>5,497,572</u>

Operating Expenses:

Economic Development:	
Grants awarded	2,765,944
Provision for uncollectible notes	300,000
Employee costs	206,857
Professional fees	107,083
Office space	16,978
Marketing and communications	16,634
Office expenses	21,746
Data processing	14,927
Insurance	16,750
General and meeting	<u>18,516</u>
Total operating expenses	<u>3,485,435</u>

Operating Income 2,012,137

Nonoperating Revenues (Expenses):

Interest income	<u>83,519</u>
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Change in Net Position 2,095,656

Net Position:

Beginning of year	<u>15,388,321</u>
End of year	<u><u>\$ 17,483,977</u></u>

See accompanying notes to financial statements.

ERIE COUNTY GAMING REVENUE AUTHORITY

STATEMENT OF CASH FLOWS

YEAR ENDED MARCH 31, 2018

Cash Flows From Operating Activities:	
Cash received from gaming revenue	\$ 5,418,003
Cash received from borrowers	79,569
Cash paid to borrowers as loan disbursements	(1,500,000)
Cash paid to employees and for employee benefits	(206,857)
Cash paid as grant awards	(2,765,944)
Cash paid for operating expenses	(205,668)
Net cash provided by (used in) operating activities	<u>819,103</u>
Cash Flows From Investing Activities:	
Interest income	<u>83,519</u>
Net Increase (Decrease) in Cash and Cash Equivalents	902,622
Cash and Cash Equivalents:	
Beginning of year	<u>13,521,348</u>
End of year	<u>\$ 14,423,970</u>
Reconciliation of Operating Income to Net Cash Flows Provided by (Used in) Operating Activities:	
Operating income	\$ 2,012,137
Adjustments to reconcile operating income to net cash provided by (used in) operating activities:	
Provision for uncollectible notes	300,000
Change in operating assets and liabilities:	
Prepaid expenses	6,966
Notes receivable	(1,500,000)
Total adjustments	<u>(1,193,034)</u>
Net cash provided by (used in) operating activities	<u>\$ 819,103</u>

See accompanying notes to financial statements.

ERIE COUNTY GAMING REVENUE AUTHORITY

NOTES TO FINANCIAL STATEMENTS

YEAR ENDED MARCH 31, 2018

1. General Information

The Erie County Gaming Revenue Authority (Authority) was established February 2008. The Authority was formed pursuant to the provisions of the Economic Development Financing Law, the Pennsylvania Race Horse Development and Gaming Act, and the Home Rule Charter of the County of Erie (County). The purpose of the Authority is to administer municipal grants and otherwise perform the functions of the County's Economic Development Authority.

The Authority's Board consists of nine Board members. Two of the members are ex-officio, non-voting members, namely, the Chairman of County Council or designee, and the County Executive or designee. The remaining members consist of one resident from each of the seven districts within the County who shall be appointed by the County Executive with the consent of County Council.

The Authority is dependent on gaming revenues generated from the Presque Isle Downs and Casino. These revenues are passed on to the Authority as restricted funds.

On October 26, 2017, the Commonwealth of Pennsylvania expanded gaming legislation and made significant changes in how it was distributed. One clause effecting ECGRA sequestered \$1,000,000 of restricted gaming revenue for use by a yet to be established Erie County Land Bank. Until such time that the Erie County Land Bank is established, the funds are to be distributed to the Erie County Redevelopment Authority.

2. Summary of Significant Accounting Policies

The financial statements of the Authority have been prepared in conformity with generally accepted accounting principles (GAAP) as applied to government 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 Authority's accounting policies are described below.

Measurement Focus, Basis of Accounting, and Financial Statement Presentation

The 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 when a liability is incurred, regardless of the timing of related cash flows.

ERIE COUNTY GAMING REVENUE AUTHORITY

NOTES TO FINANCIAL STATEMENTS

YEAR ENDED MARCH 31, 2018

The Authority is considered a special purpose government operating a single government program.

Net Position

The Authority only reports restricted net position which represents constraints placed on net position used through external restrictions, reduced by liabilities related to those assets. The Authority's net position is restricted for economic development grants and loans. Of the total restricted net position, \$3.4 million represents notes receivable (net) from various borrowers as described in Note 6, and \$1.9 million represents grant funding committed via award agreements but not yet spent.

The Authority's policy is to use funds in the order of the most restricted to the least restrictive.

Cash and Cash Equivalents

Cash and cash equivalents are cash on hand, as well as demand deposits in checking and savings accounts at a local financial institution.

Notes Receivable

As described in Note 6, the Authority has issued various economic development related notes. Notes receivable are written off when they are determined to be uncollectible. It is the Authority's policy to provide for future losses on notes based on an evaluation of the current portfolio, current economic conditions, and such other factors which, in the Authority's judgement, may impact collectability for specific notes. The allowance for uncollectable notes totaled \$760,000 as of March 31, 2018 and the provision for uncollectable related to notes receivable for the year ended March 31, 2018 was \$300,000.

Risk Management

The Authority is exposed to various risks of loss related to torts (mitigated through the Pennsylvania Municipal Torts Claim Act), theft of, damage to and destruction of assets; error and omission, and natural disasters for which the Authority carries commercial insurance. There have been no significant changes in insurance coverage since the prior year.

ERIE COUNTY GAMING REVENUE AUTHORITY

NOTES TO FINANCIAL STATEMENTS

YEAR ENDED MARCH 31, 2018

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.

3. Cash and Cash Equivalents

Custodial credit risk is the risk that in the event of a bank failure, the Authority's deposits may not be returned to it. The Authority does not have a policy for custodial credit risk. As of March 31, 2018, \$14,312,017 of the Authority's bank balance of \$14,562,017 was collateralized with securities held by the pledging financial institution and \$250,000 was covered by FDIC insurance.

Uninsured and collateral held by the pledging banks' trust department not in the Authority's name	<u>\$ 14,312,017</u>
<u>Reconciliation to the Financial Statements:</u>	
Insured amount	\$ 250,000
Uninsured amount	14,312,017
Plus outstanding deposits	171,249
Less outstanding checks	<u>(309,296)</u>
Total cash and cash equivalents per financial statements	<u>\$ 14,423,970</u>

4. Operating Leases

The Authority entered into an agreement with an Organization for rental of office space, which commenced in April 2015.

ERIE COUNTY GAMING REVENUE AUTHORITY

NOTES TO FINANCIAL STATEMENTS

YEAR ENDED MARCH 31, 2018

The Authority's base rent will be payable in equal monthly installments of \$1,417. This will be charged monthly. The total expenditures for the year ended March 31, 2018 were \$16,978.

Minimum future rentals to be paid as of March 31, 2018 are as follows:

2019	\$	17,009
2020		<u>2,835</u>
	\$	<u>19,844</u>

5. Irrevocable Gifts to Erie Community Foundation

The Authority has entered into an irrevocable gift agreement with the Erie Community Foundation (ECF). This fund is under the control of the ECF and subject to their policies and, as such, is not recorded on the books of the Authority. The market value of this fund as reported by the ECF as of March 31, 2018 was \$13.7 million. A donor-designated fund, called the Lead Asset Endowment Fund was established to perpetually provide financial assistance to organizations designated by the settlement dated December 13, 2010 (Erie County Lead Regional Assets). During the fiscal year, \$454,001 in distributions from this fund were awarded directly to Erie County Lead Assets.

6. Notes Receivable

On September 13, 2012 and August 13, 2013, the Authority entered into loan agreements with the Enterprise Development Fund of Erie County, Inc. (Fund) for \$500,000 and \$800,000, respectively. The purpose of the loan was to provide loans to various entities in the County area to create and retain jobs. In March 2018, the loans were restructured and combined into one loan agreement. The loan agreement requires quarterly interest-only payments at a rate of 1% per annum, until March 31, 2028. The loan has an outstanding principal balance of \$1,300,000 as of March 31, 2018. The Authority was notified in 2016 that an entity related to the Fund, The Greater Erie Industrial Development Corporation (GEIDC), filed for Chapter 7 bankruptcy. The Authority has considered the uncertainty surrounding the ultimate collectability of the loans in its determination of the overall allowance for uncollectible notes. The Authority staff and Board will continue to monitor this dynamic situation to confirm ongoing viability of the Fund.

ERIE COUNTY GAMING REVENUE AUTHORITY

NOTES TO FINANCIAL STATEMENTS

YEAR ENDED MARCH 31, 2018

In September 2014, the Authority entered into a loan agreement with the Corry Industrial Benefit Association (CIBA) for \$50,000. The purpose of the loan was to provide loans to low-income individuals for energy efficient improvements for their homes. Payments are due to the Authority when CIBA has issued a loan to an individual and CIBA receives principal payments. The loan has an outstanding principal balance of \$18,846 as of March 31, 2018.

In January 2016, the Authority entered into a loan agreement with Bridgeway Capital for \$1,000,000. The purpose of the loan was to create the Erie Growth Fund. The loan requires interest-only quarterly payments at a rate of 3% per annum. The entire principal is due January 2026. The loan has an outstanding principal balance of \$1,000,000 as of March 31, 2018.

In April 2017, the Authority entered into a loan agreement with The Progress Fund for \$1,000,000. The purpose of the loan was to provide capital to rural businesses that create jobs and invest in Erie County. The loan requires interest-only quarterly payments at a rate of 2% per annum. The entire principal is due January 2026. The loan has an outstanding principal balance of \$1,000,000 as of March 31, 2018.

In December 2017, the Authority entered into a loan agreement with 1855 Capital Fund for \$500,000. The purpose of the loan was to provide capital to technology-based businesses that create jobs and invest in Erie County. Minimum Interest, as that term is defined in the loan agreement, is due to ECGRA semiannually. Outstanding Minimum Interest, Fixed Interest, Participating Interest, and Principal are due on the Maturity Date, as that term is defined in the loan agreement. The entire principal is due December 2027. The loan has an outstanding principal balance of \$500,000 as of March 31, 2018.

7. Simple IRA

In September 2014, the Authority's SIMPLE IRA Plan (Plan) was established with Fidelity Advisors to provide retirement benefits to their employees. The provisions of the Plan were established by the Board of Directors who can also amend the Plan. Employees can contribute up to the IRS limits and the Authority will match up to 3% of the employee's wages. All contributions and earnings are vested immediately. Contributions made for the year ended March 31, 2018 by employees and the Authority were \$6,372 and \$4,959, respectively.