

**COUNTY OF CLINTON INDUSTRIAL DEVELOPMENT AGENCY
AND
CLINTON INDUSTRIAL DEVELOPMENT ACQUISITION, LLC**

COMBINED FINANCIAL STATEMENTS

December 31, 2016 and 2015

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INDEPENDENT AUDITOR'S REPORT

Trent Trahan, Chairperson
County of Clinton Industrial Development Agency
& Clinton Industrial Development Acquisition, LLC
Plattsburgh, New York

Report on the Financial Statements

We have audited the accompanying combined statement of net position of the County of Clinton Industrial Development Agency (CCIDA) and Clinton Industrial Development Acquisition, LLC (CIDA, LLC) as of December 31, 2016 and December 31, 2015, and the related combined statements of activities and cash flows for the years then ended, and the related notes to the financial statements, which collectively comprise the CCIDA and CIDA, LLC'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 and the standards applicable to financial audits contained in *Government Auditing Standards*, issued by the Comptroller General of the United States. Those standards require that we plan and perform the 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 opinions.

Opinions

In our opinion, the financial statements referred to above present fairly, in all material respects, the respective financial position of the CCIDA and CIDA, LLC as of December 31, 2016 and December 31, 2015, and the respective changes in financial position and cash flows thereof for the years then ended in accordance with accounting principles generally accepted in the United States of America.

Emphasis of Matter Regarding Going Concern

The accompanying financial statements have been prepared assuming that the County of Clinton Industrial Development Agency (CCIDA) and Clinton Industrial Development Acquisition, LLC (CIDA, LLC) will continue as a going concern. As discussed in Note 4 to the financial statements, the entity has insufficient assets to meet its anticipated cash needs for 2017. This condition raises substantial doubt about its ability to continue as a going concern. Management's plans regarding this matter is also described in Note 4. The financial statements do not include any adjustments that might result from the outcome of this uncertainty. Our opinion is not modified with respect to this matter.

Other Matters

Required Supplementary Information

Accounting principles generally accepted in the United States of America require that the Management's Discussion and Analysis on page 3 be presented to supplement the basic financial statements. Such information, although not a part of the basic financial statements, is required by the Governmental Accounting Standards Board, who considers it to be an essential part of financial reporting for placing the basic financial statements in an appropriate operational, economic, or historical context. We have applied certain limited procedures to the required supplementary information in accordance with auditing standards generally accepted in the United States of America, which consisted of inquiries of management about the methods of preparing the information and comparing the information for consistency with management's responses to our inquiries, the basic financial statements, and other knowledge we obtained during the audit of the basic financial statements. We do not express an opinion or provide any assurance on the information because the limited procedures do not provide us with sufficient evidence to express an opinion or provide any assurance.

Other Reporting Required by Government Auditing Standards

In accordance with *Government Auditing Standards*, we have also issued our report dated March 27, 2017 on our consideration of the CCIDA and CIDA, LLC's internal controls over financial reporting and our tests of their 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 CCIDA and CIDA, LLC's internal controls over financial reporting and compliance.

Martindale Keyser & Co., PLLC
MARTINDALE KEYSOR & CO., PLLC

Plattsburgh, New York
March 27, 2017

County of Clinton Industrial Development Agency
190 Banker Road Suite 500
Plattsburgh, NY 12901

Management's Discussion and Analysis

For the Year Ended December 31, 2016

The following Management's Discussion and Analysis of the financial position of County of Clinton Industrial Development Agency (the "Agency") provides an overview of the Agency's financial activities for the year ended December 31, 2016. The MD&A should be read in conjunction with the Agency's financial statements and related notes.

The Mission of the Agency is to improve economic prosperity by undertaking and supporting projects that foster investment, job creation or job preservation in Clinton County, enhance workforce development and training opportunities for its residents, and provide for the general health and well-being of the people of Clinton County (the "County"). The Agency seeks projects that not only elevate the overall standard of living for County residents but also meet full regulatory requirements and investment criteria.

Financial Highlights

In 2016, the CCIDA authorized projects that will contribute to the financial health of the organization:

- Mortgage Recording Tax and Sales Tax Exemption and PILOT deviation on the Vermont Green Line project, a \$177 million green energy transmission project.
- Sales Tax Exemption and PILOT deviation on the Schluter Systems project, a \$10.7 million manufacturing project.

In addition, the CCIDA received fee income for reconveyances of TDC Buildings #15 and #16, closeout of previously issued CVPH project bonds, and issuance of an amendment to the Saranac Power Partners PILOT.

CCIDA also provided a project application and engaged in continuing discussions with the Bull Run Energy Project, a \$659 million wind generation project. An application from the project is anticipated in 2017.

In addition, the CCIDA entered into a Three Party Start-Up NY Agreement with the NorthStar 41 LLC project and SUNY Plattsburgh, which may yield future projects.

Overview of Financial Statements

The statements of net assets and the statements of activities report information about the Agency as a whole and about its activities. These statements include assets and liabilities using the accrual basis of accounting, which is similar to the accounting used by most private-sector companies. All of the current year's revenue and expenses are taken into account regardless of when cash is received or paid.

These two statements report the Agency's net assets and changes in assets from one year to the next. The Agency's net assets, the difference between assets and liabilities, are one way to measure the Agency's financial health, or financial position. Over time, increases or decreases in the Agency's net assets are one indicator of whether its financial health is improving or deteriorating. Consideration should also be given to other factors, such as changes in the Agency's fee income and fluctuation of the Agency's expenses, to assess the overall health of the Agency.

Notes to Financial Statements

The financial statements also include notes that explain the information in the financial statements. They are essential to a full understanding of the data provided in the financial statements.

Contacting the Agency's Administration

This financial report is designed to provide citizens, taxpayers, customers, investors and creditors with a general overview of the Agency's finances and to show the accountability for the money received. If you have questions about this report or need additional financial information, contact Melissa McManus, Executive Director, County of Clinton IDA, 190 Banker Road, Suite 500, Plattsburgh, NY 12901.

**COUNTY OF CLINTON INDUSTRIAL DEVELOPMENT AGENCY &
 CLINTON INDUSTRIAL DEVELOPMENT ACQUISITION, LLC
 COMBINED STATEMENT OF NET POSITION
 December 31, 2016 And 2015**

	2016	2015
ASSETS		
Cash	\$ 67,423	\$ 149,929
Due From TDC	65,000	65,000
Accounts Receivable	617	1,296
Total Assets	\$ 133,040	\$ 216,225
 LIABILITIES		
Accounts Payable	\$ 20,138	\$ 7,075
 NET POSITION		
Unrestricted	112,902	209,150
Total Liabilities And Net Position	\$ 133,040	\$ 216,225

The accompanying notes should be read in conjunction with these financial statements.

**COUNTY OF CLINTON INDUSTRIAL DEVELOPMENT AGENCY &
 CLINTON INDUSTRIAL DEVELOPMENT ACQUISITION, LLC
 COMBINED STATEMENT OF ACTIVITIES
 For The Years Ended December 31, 2016 And 2015**

	<u>2016</u>	<u>2015</u>
REVENUES		
Fee Income	\$ 1,537	\$ 1,000
Application Income	<u>3,000</u>	<u>3,000</u>
Total Revenues	4,537	4,000
 EXPENSES		
Administration Fees	86,046	84,897
Office	7,989	6,070
Legal and Professional	<u>6,750</u>	<u>5,675</u>
Total Expenses	<u>100,785</u>	<u>96,642</u>
 CHANGE IN NET POSITION	 (96,248)	 (92,642)
 NET POSITION, Beginning Of Year	 <u>209,150</u>	 <u>301,792</u>
 NET POSITION, End Of Year	 <u><u>\$ 112,902</u></u>	 <u><u>\$ 209,150</u></u>

The accompanying notes should be read in conjunction with these financial statements.

**COUNTY OF CLINTON INDUSTRIAL DEVELOPMENT AGENCY &
 CLINTON INDUSTRIAL DEVELOPMENT ACQUISITION, LLC
 COMBINED STATEMENT OF CASH FLOWS
 For The Years Ended December 31, 2016 And 2015**

	2016	2015
CASH FLOWS FROM OPERATING ACTIVITIES:		
Cash Received For Admin. Activities	\$ 2,215	\$ 1,000
Cash Received For Application Fees	3,000	3,000
Cash Payments For Administrative Services	(79,238)	(78,077)
Cash Payments For General Expenses	(8,483)	(11,745)
NET CASH USED BY OPERATING ACTIVITIES	(82,506)	(85,822)
NET DECREASE IN CASH	(82,506)	(85,822)
CASH, Beginning	149,929	235,751
CASH, Ending	\$ 67,423	\$ 149,929
 Reconciliation of Change in Net Position to Net Cash Used by Operating Activities:		
Change In Net Position	\$ (96,248)	\$ (92,642)
Adjustments To Reconcile Change In Net Position To Net Cash Used By Operating Activities:		
(Increase) Decrease In:		
Accounts Payable	13,063	6,820
Accounts Receivable	679	-
NET CASH USED BY OPERATING ACTIVITIES	\$ (82,506)	\$ (85,822)

The accompanying notes should be read in conjunction with these financial statements.

**COUNTY OF CLINTON INDUSTRIAL DEVELOPMENT AGENCY AND
CLINTON INDUSTRIAL DEVELOPMENT ACQUISITION, LLC
NOTES TO FINANCIAL STATEMENTS**

1. NATURE OF SIGNIFICANT ACCOUNTING POLICIES

Nature Of Activities

The accounting policies of the County of Clinton Industrial Development Agency (CCIDA) and Clinton Industrial Development Acquisition, LLC (CIDA, LLC) conform to generally accepted accounting principles, with the exception noted in Note 3. Policies outlined here, and in other notes, include all policies considered significant.

County of Clinton Industrial Development Agency was formed in 1971 as a public benefit corporation by action of the New York State Legislature. The purpose is to promote the sale and development of land and buildings for industrial development purposes jointly with The Development Corporation. The Agency has issued both tax-exempt and taxable industrial development revenue bonds pursuant to Title 1 of Article 18-A of the General Municipal Law of the State of New York.

During 2012 the County of Clinton Industrial Development Agency formed a new Limited Liability Company (Clinton Industrial Development Acquisition, LLC) to acquire and market the former Wyeth/Pfizer research facility in Chazy, NY. In conjunction with this a reimbursable grant for \$1,200,000 was obtained from the state of New York.

Effective December 2016, in an agreement with Clinton County, for an established annual fee, the County of Clinton provides all necessary administrative services to the Agency. Prior to December 2016, all necessary administrative services to the Agency were provided by The Development Corporation.

Taxes On Income

As a municipal entity, the CCIDA and CIDA, LLC are exempt organizations for income tax purposes.

Donated Services

The value of donated services (Agency members) is not reflected in the accompanying financial statements, because no objective basis is available to measure the value of such services.

Events Occurring After Reporting Date

The Companies have evaluated events and transactions that occurred between December 31, 2016 and March 27, 2017, which is the date the financial statements were available to be issued, for possible disclosure and recognition in the financial statements.

Cash

Cash consists of two checking accounts held at one financial institution.

Accounts Receivable

Accounts receivable are valued at estimated realizable value. Uncollectible accounts are charged directly to expense based upon management's analysis. No provisions have been made for uncollectible accounts as management believes they will ultimately be collected.

**COUNTY OF CLINTON INDUSTRIAL DEVELOPMENT AGENCY AND
CLINTON INDUSTRIAL DEVELOPMENT ACQUISITION, LLC
NOTES TO FINANCIAL STATEMENTS
(Continued)**

2. DUE FROM TDC

Due from TDC represents cash advanced to The Development Corporation in conjunction with a further advance to a developer. The advance was due to mature March 31, 2015. After requesting an extension, the developer is currently in default. The funds are due from TDC and not the developer, however there is an agreement with TDC that if the developer does not pay, TDC is not obligated to pay this note to the CCIDA.

3. NYS GRANT AND FORMATION OF RELATED LLC

In March of 2012, the County of Clinton Industrial Development Agency (the "Agency") created the Clinton Industrial Development Acquisition, LLC (the "LLC") for the express purpose of (1) temporarily holding the former Pfizer Research facility located at 641 Ridge Road in Chazy, New York (the "Facility"), and (2) insulating the Agency from the environmental and other liabilities that might have jeopardized the existence of the Agency were the Agency to own the Facility in its own name, rather than in the name of a captive LLC. The Agency is the sole member and is the manager of the LLC. The Agency determined that the proposed disposition is within the purpose, mission and governing statutes of the Agency, and thus is exempted from public advertising for bids pursuant to PAL Section 2897(6)(c)(v) and from obtaining fair market value pursuant to PAL Section 2897(7)(a)(ii).

It was, however, the decision of the board of directors to not retain this property as a long term asset. The facility was accepted only in conjunction with a NYS Grant which allowed the Agency to finance the annual maintenance of the property. In 2013 the property was transferred to an independent purchaser and the grant terminated.

4. FINANCIAL CONDITION AND MANGEMENT'S RESPONSE

The entity appears to have insufficient assets to meet its anticipated cash needs for 2017 based on a review of its year-end cash balance and 2017 budgeted expenses.

Agency management anticipates execution of an administrative services agreement with the Clinton County Capital Resource Corporation and closing on a previously approved project within six weeks, both of which will significantly improve the financial position of the Agency, extending solvency for another 18 months.

In addition, in November, 2016, the Agency entered into a contract with Clinton County, pursuant to which the County hired a County Economic Development Director to serve as Executive Director of the IDA. As a result, the IDA has already experienced a noticeable increase in applications, and expects to experience a similar increase in future revenues.

**COUNTY OF CLINTON INDUSTRIAL DEVELOPMENT AGENCY AND
CLINTON INDUSTRIAL DEVELOPMENT ACQUISITION, LLC
NOTES TO FINANCIAL STATEMENTS
(Continued)**

5. CONTINGENT LIABILITIES

The CCIDA is contingently liable for legal fees related to a proposed major project at the Plattsburgh Airbase Redevelopment Corporation. Should the project not happen, the CCIDA could owe \$150,000 in legal fees. The completion status of this project is unknown at the date of these financial statements.

6. CONCENTRATION OF CREDIT RISK

The Agency's investment policies are governed by New York State statutes. There were no investments at December 31, 2016. All deposits are carried at fair value.

CCIDA and CIDA, LLC maintain all cash balances in one financial institution in Plattsburgh, NY. All accounts are insured by the FDIC up to \$250,000. During 2016, the Organization did not have account balances greater than the \$250,000 coverage limitation.

**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**

Trent Trahan, Chairperson
County of Clinton Industrial Development Agency
& Clinton Industrial Development Acquisition, LLC
Plattsburgh, New York

We have audited, in accordance with auditing standards generally accepted in the United States of America and the standards applicable to financial audits contained in *Government Auditing Standards* issued by the Comptroller General of the United States, the financial statements of the County of Clinton Industrial Development Agency (CCIDA) and Clinton Industrial Development Acquisition, LLC (CIDA, LLC) as of December 31, 2016, and the related notes to the financial statements, which collectively comprise the CCIDA and CIDA, LLC's basic financial statements, and have issued our report thereon dated March 27, 2017.

Internal Control Over Financial Reporting

In planning and performing our audit of the financial statements, we considered the CCIDA and CIDA, LLC'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 CCIDA and CIDA, LLC's internal control. Accordingly, we do not express an opinion on the effectiveness of the CCIDA and CIDA, LLC'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 combination of deficiencies, in internal control such that there is a reasonable possibility that a material misstatement of the entity's financial statements will not be prevented, or detected and corrected on a timely basis. A *significant deficiency* is a deficiency, or combination of deficiencies, in internal control that is less severe than a material weakness, yet important enough to merit attention by those charged with governance.

Our consideration of internal control was for the limited purpose described in the first paragraph of this section and was not designed to identify all deficiencies in internal control that might be material weaknesses or significant deficiencies and therefore, material weaknesses or significant deficiencies may exist that were not identified. Given these limitations, during our audit we did not identify any deficiencies in internal control that we consider to be material weaknesses. However, material weaknesses may exist that have not been identified.

**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
(Continued)**

Compliance and Other Matters

As part of obtaining reasonable assurance about whether the CCIDA and CIDA, LLC's financial statements are free of material misstatement, we performed tests of its compliance with certain provisions of laws, regulations, contracts and grant agreements, noncompliance with which could have a direct and material effect on the determination of financial statement amounts. However, providing an opinion on compliance with those provisions was not an objective of our audit, and accordingly, we do not express such an opinion. The results of our tests disclosed no instances of noncompliance or other matters that are required to be reported under *Government Auditing Standards*.

Purpose of this Report

The purpose of this report is solely to describe the scope of our testing of internal control and compliance and the result of that testing, and not to provide an opinion on the effectiveness of the entity'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 entity's internal control and compliance. Accordingly, this communication is not suitable for any other purpose.

Martindale Keyser & Co., PLLC

MARTINDALE KEYSOR & CO., PLLC

Plattsburgh, New York
March 27, 2017

INDEPENDENT AUDITOR'S REPORT ON SUPPLEMENTARY INFORMATION

Trent Trahan, Chairperson
County of Clinton Industrial Development Agency
& Clinton Industrial Development Acquisition, LLC
Plattsburgh, New York

We have audited the combined financial statements of the County of Clinton Industrial Development Agency (CCIDA) and Clinton Industrial Development Acquisition, LLC (CIDA, LLC) as of December 31, 2016, and our report thereon dated March 27, 2017, which expressed an unmodified opinion on those financial statements, appears on page 1. Our audit was conducted for the purpose of forming an opinion on the financial statements as a whole. The Statement of Indebtedness-Bonds, Straight Lease Project Maturities-2016 Report, and Schedules of Supplemental Information (Bonds/Notes or Straight Lease) are presented for purposes of additional analysis and are not a required part of the financial statements. Such information is the responsibility of management and was derived from and relates directly to the underlying accounting and other records used to prepare the financial statements. The information has been subjected to the auditing procedures applied in the audit of the financial statement and certain additional procedures, including comparing and reconciling such information directly to the underlying accounting and other records used to prepare the financial statements or to the financial statements themselves, and other additional procedures in accordance with auditing standards generally accepted in the United States of America. In our opinion, the information is fairly stated in all material respects in relation to the financial statements as a whole.

Martindale Keyser & Co., PLLC

MARTINDALE KEYSOR & CO., PLLC

Plattsburgh, New York
March 27, 2017