

Tualatin Development Commission

Financial Statements



Hervin Company before Urban Renewal



The Tualatin Commons after Urban Renewal

For the Fiscal Year Ended June 30, 2013

1913 • 2013

TUALATIN DEVELOPMENT COMMISSION
TABLE OF CONTENTS
June 30, 2013

	<u>Page</u>
INTRODUCTORY SECTION	
Board of Commissioners.....	i
FINANCIAL SECTION	
Independent Auditor’s Report.....	1
Management’s Discussion and Analysis	4
<u>Basic Financial Statements</u>	
Statement of Net Position	10
Statement of Activities	11
Balance Sheet – Governmental Funds.....	12
Statement of Revenues, Expenditures, and Changes in Fund Balances – Governmental Funds	13
Reconciliation of the Statement of Revenues, Expenditures, and Changes in Fund Balances of Governmental Funds to the Statement of Activities	14
<u>Notes to the Basic Financial Statements</u>	15
<u>Required Supplementary Information</u>	22
Statement of Revenues, Expenditures, and Changes in Fund Balances – Budget and Actual Urban Redevelopment Administration Fund - General Fund.....	23
<u>Notes to the Required Supplementary Information</u>	24
<u>Other Supplementary Information</u>	25
Schedule of Revenues, Expenditures, and Changes in Fund Balances – Budget and Actual Central Urban Renewal District Project Fund	26
Leveton Urban Renewal District Project Fund	27
<u>Independent Auditor’s Report Required by Oregon State Regulations</u>	28

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INTRODUCTORY SECTION

**TUALATIN DEVELOPMENT COMMISSION
BOARD OF COMMISSIONERS
June 30, 2013**

Commissioners

Term Expires

Lou Ogden, Mayor	December 31, 2014
Wade Brooksby, Position No. 1	December 31, 2014
Monique Beikman, Council President, Position No. 2	December 31, 2016
Frank Bubenik, Position No. 3	December 31, 2014
Ed Truax, Position No. 4	December 31, 2016
Nancy Grimes, Position No. 5	December 31, 2014
Joelle Davis, Position No. 6	December 31, 2016

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FINANCIAL SECTION

INDEPENDENT AUDITOR'S REPORT

Board of Commissioners
Tualatin Development Commission
Tualatin, Oregon

We have audited the accompanying financial statements of the governmental activities and each major fund of the Tualatin Development Commission, a component unit of the City of Tualatin, Oregon (the Commission), as of and for the year ended June 30, 2013, and the related notes to the financial statements, which collectively comprise the Commission'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. 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 financial position of the governmental activities and each major fund of the Commission, as of June 30, 2013, 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.

Change in Accounting Principle

As discussed in Note 7 to the financial statements, the Commission adopted the new accounting guidance, GASB Statement No. 63, *Financial Reporting of Deferred Outflows of Resources, Deferred Inflows of Resources, and Net Position* and GASB Statement No. 65, *Items Previously Reported as Assets and Liabilities*. Our opinion is not modified with respect to these matters.

Other Matters

Required Supplementary Information

Accounting principles generally accepted in the United States of America require that the management's discussion and analysis and required supplementary information, as listed in the table of contents, 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 management's discussion and analysis 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 our 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.

The required supplementary information, as listed in the table of contents, is the responsibility of management and was derived from and relate 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 basic financial statements and certain additional procedures, including comparing and reconciling such information directly to the underlying accounting and other records used to prepare the basic financial statements or to the basic 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 basic financial statements as a whole.

Other Information

Our audit was conducted for the purpose of forming opinions on the financial statements that collectively comprise the Commission's basic financial statements. The introductory section and other supplementary

information, as listed in the table of contents, presented for purposes of additional analysis and are not a required part of the basic financial statements.

The other supplementary information, as listed in the table of contents, 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. Such information has been subjected to the auditing procedures applied in the audit of the basic financial statements and certain additional procedures, including comparing and reconciling such information directly to the underlying accounting and other records used to prepare the basic financial statements or to the basic 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 basic financial statements as a whole.

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

Other Reporting Required by Oregon Revised Statutes

In accordance with Minimum Standards for Audits of Oregon Municipal Corporations, we have also issued our report dated December 27, 2013, on our consideration of the Commission's internal control over financial reporting and on tests of its compliance with the provisions of Oregon Revised Statutes as specified in Oregon Administrative Rules OAR 162-10-000 to 162-10-320. 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.

A handwritten signature in cursive script that reads "Merina & Company".

Merina & Company, LLP
West Linn, Oregon
December 27, 2013

**TUALATIN DEVELOPMENT COMMISSION
MANAGEMENT’S DISCUSSION AND ANALYSIS
June 30, 2013**

As management of the Tualatin Development Commission (the Commission), a component unit of the City of Tualatin (the City), Oregon, we offer the readers of the financial statements this narrative presenting an overview and analysis of the financial activities of the Commission for the fiscal year ended June 30, 2013. The analysis focuses on significant financial issues, major financial activities, and resulting changes in financial position. We encourage readers to consider the information presented here in conjunction with the financial statements and notes that follow.

Financial Highlights

- The assets of the Commission totaled approximately \$40.8 million at June 30, 2013, and consisted of approximately \$5.8 million in cash and cash equivalents along with capital assets of approximately \$35.0 million.
- Net position (assets minus liabilities) was approximately \$40.5 million at June 30, 2013.
- As of June 30, 2013, the Commission had no outstanding debt.
- Total net position of the Commission decreased by approximately \$1.4 million during fiscal year 2013 as a result of expenses related to urban renewal projects and activities as well as depreciation expense of \$1.3 million.

Overview of Financial Statements

The Commission’s basic financial statements and other required supplementary information are presented using the integrated approach as prescribed by Governmental Accounting Standards Board (GASB) Statement No. 34. The basic financial statements are comprised of three components:

1. Government-wide financial statements
2. Fund financial statements
3. Notes to the basic financial statements

The basic financial statements present financial information about the Commission as a whole and about its activities. Following the basic financial statements is the required supplementary information which provides a budgetary comparison for the Commission’s Economic Development Administration Fund. Finally, completing the document is other supplementary information and the report of the independent certified public accountants, as required by statute.

Government-wide Financial Statements

The government-wide financial statements are comprised of the Statement of Net Position and the Statement of Activities and were designed to provide readers with a broad overview of the Commission’s finances, in a manner similar to a private-sector business i.e. from the economic resources measurement focus using the accrual basis of accounting.

The first of these government-wide statements is the Statement of Net Position. This statement presents information on all of the Tualatin Development Commission’s assets and liabilities, with the difference between the two reported as *net position*. In other words, this statement compares what the government

TUALATIN DEVELOPMENT COMMISSION
MANAGEMENT’S DISCUSSION AND ANALYSIS
June 30, 2013

owns to what it *owes* and, although there are differences and qualifiers, it is a loose parallel to what average citizens understand as “owner’s equity” or “net worth”.

Over time, increases and decreases in net position may serve as a useful indicator of whether the financial position of the commission is improving or deteriorating. Other factors being equal, the extent by which assets exceed liabilities is a cushion to be called upon during stressful economic times. Evaluation of the overall health of the Commission would extend to other non-financial factors such as the condition of Commission infrastructure, in addition to the other financial information provided in this report.

The second government-wide statement is the Statement of Activities, which presents information showing how the Commission’s net position changed during the most recent fiscal year. All changes in net position are reported as soon as the underlying event giving rise to the changes occurs, regardless of the timing of related cash flows.

Thus revenues and expenses are reported in this statement for some items that will only result in cash flows in future fiscal periods (e.g., uncollected taxes). The obvious advantage to such an approach is to nurture a long-term prospective by emphasizing the effects that yearly budget decisions have on long-term goals.

The government-wide financial statements distinguish functions of Tualatin Development Commission which are principally supported by taxes and intergovernmental revenues (*governmental activities*).

There are no proprietary funds, or funds which are expected to recover all, or a significant portion of their costs through user fees and charges (*business-type activities*). Governmental activities at the Tualatin Development Commission include the identification of, planning of, and financing of urban renewal projects, which enhance the City of Tualatin and make it a better place to live.

The Tualatin Development Commission is considered a blended *component unit* and, in substance, is part of the City’s operations, although it is a legally separate entity. Financial statements of the City can be obtained from the Finance department of the City of Tualatin, at 18880 S.W. Martinazzi Avenue, Tualatin, Oregon, 97062.

Fund Financial Statements

Fund financial statements focus on the most significant funds rather than the Commission as a whole. A *fund* is a group of related accounts that is used to maintain control over resources that have been segregated for specific activities or objectives. The use of fund financial statements is directly related to the budgeting process because some revenues are legally earmarked for specific kinds of expenditures. Fund financial statements ensure and demonstrate compliance with finance-related laws and regulations.

In addition, the total amount of the budgeted appropriations for expenditures is considered in terms of the revenue available to fund the expenditures and the type of expenditures competing for the same dollars.

Governmental funds are used to account for essentially the same functions reported as *governmental activities* in the government-wide financial statements. However, unlike the government-wide financial statements, governmental fund financial statements focus on *near-term inflows* and *outflows*. Such information may be useful in evaluating a government’s near-term financial requirements.

TUALATIN DEVELOPMENT COMMISSION
MANAGEMENT'S DISCUSSION AND ANALYSIS
June 30, 2013

Because the focus of governmental funds is narrower than that of the government-wide financial statements, it is useful to compare the information, presented for *governmental funds*, with similar information presented for *governmental activities* in the government-wide financial statements. By doing so, readers may better understand the long-term impact of the government's near-term financing decisions. Both the governmental fund balance sheet and the governmental fund statement of revenues, expenditures, and changes in fund balances provide a reconciliation to facilitate this comparison between *governmental funds* and *governmental activities*.

The Tualatin Development Commission consists of four funds: the Economic Development Administration Fund, the Central Urban Renewal District Project Fund, the Central Urban Renewal District Bond Fund (inactive), and the Leveton Tax Increment District Project Fund. All are governmental funds; the Economic Development Administration Fund is considered a special revenue fund, the two project funds are capital project funds that account for the urban renewal expenditures for construction of various projects and the bond fund was used to account for debt used to fund projects.

Notes to the Financial Statements

The notes to the financial statements are an integral part of the financial statements. These notes not only provide additional detail, but also are required to fully understand the financial data as presented, as well as the financial condition of the Tualatin Development Commission as a whole. The notes offer information not only to lay readers and citizens, but also to those interested in a detailed study of the Commission's financial operations.

Government-wide Financial Analysis

This section discusses and analyzes significant changes from the prior year.

Statement of Net Position

A condensed version of the Statement of Net Position as of June 30 is as follows:

	2013	2012	Change
Current and other assets	\$ 5,783,609	\$ 7,559,457	\$ (1,775,848)
Capital assets, net	34,989,195	34,810,596	178,599
Total assets	40,772,804	42,370,053	(1,597,249)
Current liabilities	300,695	464,815	(164,120)
Net position:			
Net investment in capital assets	34,943,528	34,810,596	132,932
Restricted	5,528,581	7,094,642	(1,566,061)
Total net position	\$ 40,472,109	\$ 41,905,238	\$ (1,433,129)

TUALATIN DEVELOPMENT COMMISSION
MANAGEMENT'S DISCUSSION AND ANALYSIS
June 30, 2013

Net position may serve over time as a useful indicator of a government's financial position. In the case of the Commission, assets exceed liabilities by \$40,472,109 at the end of the most recent fiscal year. The largest portion of the Commission's net position reflects the investment in capital assets (e.g., buildings and land). The Commission develops these capital assets to provide services to citizens; consequently, these assets are not available for future spending.

Statement of Activities

The Commission's Statement of Activities for the fiscal years ended June 30 is as follows:

	<u>2013</u>	<u>2012</u>	<u>Change</u>
Revenues:			
Interest and miscellaneous	<u>\$ 37,252</u>	<u>\$ 51,364</u>	<u>\$ (14,112)</u>
Expenses:			
General government	44,847	103,921	(59,074)
Depreciation	<u>1,285,979</u>	<u>836,111</u>	<u>449,868</u>
Total expenses	<u>1,330,826</u>	<u>940,032</u>	<u>390,794</u>
Change in net position before transfers	(1,293,574)	(888,668)	(404,906)
Transfers	<u>(139,555)</u>	<u>(298,099)</u>	<u>158,544</u>
Change in net position	<u>(1,433,129)</u>	<u>(1,186,767)</u>	<u>(246,362)</u>
Net position, beginning	<u>41,905,238</u>	<u>43,092,005</u>	<u>(1,186,767)</u>
Net position, ending	<u>\$ 40,472,109</u>	<u>\$ 41,905,238</u>	<u>\$ (1,433,129)</u>

As tax increment revenues ceased in fiscal year 2010, the primary source of revenue is interest income. Total expenses increased by a total of \$390,794, as a result of additional assets being depreciated during fiscal year 2013.

Capital Assets

It is the purpose of the Commission to develop and build capital assets for the City of Tualatin; they are legally deeded to the City upon completion and therefore are not intended to be permanent assets of the Commission.

As of June 30, 2013, the Commission had invested \$35.0 million in capital assets, net of depreciation as reflected in the following table, which represents a net increase (additions less deductions and depreciation) of \$0.2 million.

**TUALATIN DEVELOPMENT COMMISSION
MANAGEMENT’S DISCUSSION AND ANALYSIS
June 30, 2013**

	June 30,		
	2013	2012	Change
Land	\$ 8,757,198	\$ 8,757,198	\$ -
Improvements and infrastructure	30,173,948	18,193,175	11,980,773
Construction in progress	3,364,187	13,880,382	(10,516,195)
Less accumulated depreciation	(7,306,138)	(6,020,159)	(1,285,979)
Total Capital Assets, net	<u>34,989,195</u>	<u>34,810,596</u>	<u>178,599</u>

Please refer to Note 4 of the basic financial statements for further detailed information on the Commission’s capital assets.

Capital activity for urban renewal is confined to the two areas of the City represented by the two urban renewal districts – Central Urban Renewal (downtown area) and the Leveton District (industrial area). Approximately \$36 thousand was spent in the Central Urban Renewal District during FY 2013, primarily related to the design and construction work for the Contaminated Materials Groundwater Monitoring project and the Council Building feasibility study, both of which will continue into 2013-2014.

In the Leveton Tax Increment District, approximately \$1.4 million was expended for design and right-of-way acquisition for the Leveton Drive Extension project including SW 130th Avenue and SW 128th Avenue. These projects continue improvements of the transportation system in the industrial area of Tualatin consistent with the plan.

Debt Administration

As of June 30, 2013, the Commission had no outstanding debt.

Discussion of Significant Changes in Individual Fund Balances

The Central Urban Renewal District Project Fund ended with an ending fund balance of \$1,054,054, down from a beginning fund balance of \$1,115,183. This change is the result of continued expenditures on capital projects in the fund.

The Leveton Tax Increment District Project Fund ending fund balance decreased in 2013 to \$4,141,623 from \$5,661,131 in 2012. The decrease in fund balance is due to expenditures on capital projects within the renewal district.

Economic Factors and Next Year’s Budget

The Commission is reviewing cost estimates to complete remaining projects and any balances that may be remaining in both the Central Urban Renewal District and the Leveton Tax Increment District. Should there be any remaining funds available, the Commission will discuss options for the balances.

**TUALATIN DEVELOPMENT COMMISSION
MANAGEMENT’S DISCUSSION AND ANALYSIS
June 30, 2013**

Request for information

The Commission’s financial statements are designed to present users including taxpayers, citizens, customers, investors and creditors with a general overview of the Commission’s finances and overall accountability. If you have any questions about the contents of this report, or need additional financial information, please contact the City of Tualatin’s Finance Director at 18880 S.W. Martinazzi Avenue, Tualatin, Oregon, 97062.

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BASIC FINANCIAL STATEMENTS

TUALATIN DEVELOPMENT COMMISSION
STATEMENT OF NET POSITION
June 30, 2013

	Governmental Activities
ASSETS:	
Current assets:	
Cash and cash equivalents	\$ 5,782,974
Accounts receivable	635
	<hr/>
Total current assets	5,783,609
	<hr/>
Noncurrent assets:	
Capital assets:	
Nondepreciable	12,121,385
Depreciable, net	22,867,810
	<hr/>
Total noncurrent assets	34,989,195
	<hr/>
Total assets	\$ 40,772,804
	<hr/> <hr/>
LIABILITIES:	
Current liabilities:	
Accounts payable and other current liabilities	\$ 254,866
Due to other governments	162
Retainage payable	45,667
	<hr/>
Total liabilities	300,695
	<hr/>
NET POSITION:	
Net investment in capital assets	34,943,528
Restricted for:	
Urban renewal projects	5,528,581
	<hr/>
Total net position	40,472,109
	<hr/>
Total liabilities and net position	\$ 40,772,804
	<hr/> <hr/>

The accompanying notes are an integral part of these financial statements

TUALATIN DEVELOPMENT COMMISSION
STATEMENT OF ACTIVITIES
For the Year Ended June 30, 2013

		Program Revenues		Net
				Revenue
				(Expenses)
				and
				Changes in
	Expenses	Charges for	Operating	Net Position
		Services	Grants and	
			Contributions	
EXPENSES:				
General Government	\$ 44,847	\$ 29	\$ -	\$ (44,818)
Depreciation	1,285,979	-	-	(1,285,979)
Total activities	1,330,826	29	-	(1,330,797)
GENERAL REVENUES:				
Interest				37,223
Transfers to the City of Tualatin, net				(139,555)
Total general revenues				(102,332)
Change in net position				(1,433,129)
NET POSITION, BEGINNING				41,905,238
NET POSITION, ENDING				\$ 40,472,109

The accompanying notes are an integral part of these financial statements

TUALATIN DEVELOPMENT COMMISSION
BALANCE SHEET - GOVERNMENTAL FUNDS
June 30, 2013

	Economic Development Administration Fund	Central Urban Renewal District Bond Fund	Central Urban Renewal District Project Fund	Leveton Tax Increment District Project Fund	Total Governmental Funds
ASSETS:					
Cash and cash equivalents	\$ 287,399	\$ 60,000	\$ 1,121,261	\$ 4,314,314	\$ 5,782,974
Accounts receivable	-	-	-	635	635
Total assets	<u>\$ 287,399</u>	<u>\$ 60,000</u>	<u>\$ 1,121,261</u>	<u>\$ 4,314,949</u>	<u>\$ 5,783,609</u>
LIABILITIES:					
Accounts payable and other current liabilities	\$ -	\$ 60,000	\$ 21,540	\$ 173,326	\$ 254,866
Due to other governments	162	-	-	-	162
Retainage payable	-	-	45,667	-	45,667
Total liabilities	<u>162</u>	<u>60,000</u>	<u>67,207</u>	<u>173,326</u>	<u>300,695</u>
FUND BALANCES:					
Restricted for:					
Urban renewal projects	<u>287,237</u>	<u>-</u>	<u>1,054,054</u>	<u>4,141,623</u>	<u>5,482,914</u>
Total fund balance	<u>287,237</u>	<u>-</u>	<u>1,054,054</u>	<u>4,141,623</u>	<u>5,482,914</u>
Total liabilities and fund balance	<u>\$ 287,399</u>	<u>\$ 60,000</u>	<u>\$ 1,121,261</u>	<u>\$ 4,314,949</u>	
Amounts reported in the statement of net position are different because:					
Capital assets used in governmental activities are not financial resources, therefore, are not reported in the funds.					<u>34,989,195</u>
Net position					<u>\$40,472,109</u>

The accompanying notes are an integral part of these financial statements

TUALATIN DEVELOPMENT COMMISSION
STATEMENT OF REVENUES, EXPENDITURES, AND CHANGES
IN FUND BALANCES - GOVERNMENTAL FUNDS
For the Year Ended June 30, 2013

	Economic Development Administration Fund	Central Urban Renewal District Bond Fund	Central Urban Renewal District Project Fund	Leveton Tax Increment District Project Fund	Total Governmental Funds
REVENUES:					
Interest	\$ 1,708	\$ -	\$ 6,907	\$ 28,608	\$ 37,223
Miscellaneous	29	-	-	-	29
Total revenues	<u>1,737</u>	<u>-</u>	<u>6,907</u>	<u>28,608</u>	<u>37,252</u>
EXPENDITURES:					
Current:					
General government	32,828	-	-	-	32,828
Capital outlay	<u>-</u>	<u>-</u>	<u>36,001</u>	<u>1,440,596</u>	<u>1,476,597</u>
Total expenditures	<u>32,828</u>	<u>-</u>	<u>36,001</u>	<u>1,440,596</u>	<u>1,509,425</u>
Revenues over (under) expenditures	<u>(31,091)</u>	<u>-</u>	<u>(29,094)</u>	<u>(1,411,988)</u>	<u>(1,472,173)</u>
OTHER FINANCING SOURCES (USES):					
Transfers in	-	-	-	48,890	48,890
Transfers out	<u>-</u>	<u>-</u>	<u>(32,035)</u>	<u>(156,410)</u>	<u>(188,445)</u>
Total other financing sources (uses)	<u>-</u>	<u>-</u>	<u>(32,035)</u>	<u>(107,520)</u>	<u>(139,555)</u>
Net change in fund balances	(31,091)	-	(61,129)	(1,519,508)	(1,611,728)
FUND BALANCE, BEGINNING	<u>318,328</u>	<u>-</u>	<u>1,115,183</u>	<u>5,661,131</u>	<u>7,094,642</u>
FUND BALANCE, ENDING	<u>\$ 287,237</u>	<u>\$ -</u>	<u>\$ 1,054,054</u>	<u>\$ 4,141,623</u>	<u>\$ 5,482,914</u>

The accompanying notes are an integral part of these financial statements

TUALATIN DEVELOPMENT COMMISSION
RECONCILIATION OF THE STATEMENT OF REVENUES, EXPENDITURES, AND CHANGES IN
FUND BALANCES OF GOVERNMENTAL FUNDS TO THE STATEMENT OF ACTIVITIES
For the Year Ended June 30, 2013

Amounts reported in the statement of activities are different because:

Net change in fund balance	\$ (1,611,728)
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The statement of revenues, expenditures, and changes in fund balances report capital outlay as expenditures. However, in the statement of activities the cost of those assets is allocated over their estimated useful lives and reported as depreciation expense. This is the amount by which depreciation exceed capital outlay in the current period.

Depreciation	(1,285,979)	
Capital asset additions	<u>1,464,578</u>	<u>178,599</u>

Changes in net position	<u><u>\$ (1,433,129)</u></u>
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The accompanying notes are an integral part of these financial statements

TUALATIN DEVELOPMENT COMMISSION
NOTES TO THE BASIC FINANCIAL STATEMENTS
June 30, 2013

(1) Organization and Summary of Significant Accounting Policies

These financial statements of the Tualatin Development Commission (the Commission) have been prepared in accordance with Generally Accepted Accounting Principles (GAAP). GAAP statements include all relevant Governmental Accounting Standards Board (GASB) pronouncements. The financial statements have incorporated all applicable GASB pronouncements.

A. Description of Reporting Entity

The Commission (a component unit of the City of Tualatin) was established on September 23, 1974, to provide for rehabilitation of blighted and deteriorated areas within the City's designated urban renewal area. The City Council of the City of Tualatin is the governing body of the Commission.

The component unit financial statements of the Commission include all funds of the Commission, and the Board of Commissioners are not financially accountable for any other governmental entity. Financial accountability is determined in accordance with criteria set forth in accounting principles generally accepted in the United States of America, primarily on the basis of authority to appoint voting majority of an organization's governing board, ability to impose its will on that organization, the potential for that organization to provide specific benefits or impose specific financial burdens and that organization's fiscal dependency. The Commission is a component unit of the City of Tualatin and, as such is included in the financial statements of the City of Tualatin for the year ended June 30, 2013.

B. Basic Financial Statements

The Commission's financial operations are presented at both the government-wide and fund financial levels. All activities of the Commission are categorized as governmental.

Government-wide financial statements

The Commission uses funds to report its financial position and the results of its operations. Fund accounting is designed to demonstrate legal compliance and to aid financial management by segregating transactions related to certain government functions and activities.

The statement of activities presents a comparison between direct expenses and program revenues for each function of the Commission's governmental activities. Direct expenses are those that are specifically associated with a program or function and, therefore, are clearly identifiable to a particular function. Indirect expense allocations that have been made in the funds have been reversed for the statement of activities. Program revenues include (a) fees, fines, and charges paid by the recipients of goods or services offered by the programs, and (b) grants and contributions that are restricted to meeting the operational or capital requirements of a particular program. Taxes and other items not properly included among program revenues are reported instead as general revenues.

TUALATIN DEVELOPMENT COMMISSION
NOTES TO THE BASIC FINANCIAL STATEMENTS
June 30, 2013

Fund financial statements

These statements display information at the individual fund level. Each fund is considered to be a separate accounting entity. Funds are classified and summarized as governmental, proprietary, and fiduciary. Currently the Commission has only governmental fund types.

C. Basis of Presentation

The financial transactions of the Commission are recorded in individual funds. Each fund is accounted for by providing a separate set of self-balancing accounts that comprises its assets, liabilities, reserves, fund equity, deferred inflows and outflows of resources, revenues and expenditures/expenses. The various funds are reported by generic classification within the financial statements.

The GASB 34 model sets forth minimum criteria (percentage of the assets, liabilities, revenues or expenditures/expenses of either fund category or the governmental and proprietary combined) for the determination of major funds. For purposes of presentation, each of the Commission's funds are presented as major funds.

The Commission uses funds to report its financial position and the results of its operations. Fund accounting is designed to demonstrate legal compliance and to aid financial management by segregating transactions related to certain government functions and activities.

The Economic Development Administration Fund is used to account for the financial operation of the Commission that are not accounted for in any other fund.

The Central Urban Renewal District Bond Fund is used to account property taxes received within the Central Urban Renewal area for the payment of principal and interest on the Commission's tax increment debt.

The Central Urban Renewal District Project Fund is used to account for resources provided from the sale of tax increment bonds and interest earnings used for the acquisition and construction of capital assets within the Central Urban Renewal areas boundary and payment of non-bonded indebtedness.

The Leveton Tax Increment District Project Fund is used to account for the proceeds of tax or construction increment bonds which are used for the acquisition and construction of capital assets within the Urban Renewal District.

D. Measurement Focus and Basis of Accounting

Measurement focus is a term used to describe which transactions are recorded with the various financial statements. Basis of accounting refers to when transactions are recorded regardless of the measurement focus.

The Commission-wide financial statements are reported using the *economic resources measurement focus* and the *full 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

TUALATIN DEVELOPMENT COMMISSION
NOTES TO THE BASIC FINANCIAL STATEMENTS
June 30, 2013

flows. Grants and similar items are recognized as revenue as soon as all eligibility requirements imposed by the provider have been met.

Governmental fund financial statements are reported using the *current financial resources measurement focus* and the *modified accrual basis of accounting*. Revenues are recognized as soon as they are both measurable and available. Revenues are considered to be available when they are collectible within the current period or soon enough thereafter to pay liabilities of the current period. For this purpose, the Commission considers revenues to be available if they are collected within 60 days of the end of the current fiscal period. Expenditures generally are recorded when a liability is incurred, as under accrual accounting.

Since the governmental fund statements are presented on a different measurement focus and basis of accounting than the Commission-wide statements, reconciliation is necessary to explain the adjustments needed to transform the fund based financial statements into the Commission-wide presentation.

E. Cash and Cash Equivalents

The Commission considers cash equivalents as all highly liquid investments with maturity of three months or less. Investments included in cash and cash equivalents are reported at fair value.

F. Capital Assets

Capital assets, which include property, plant and equipment, and infrastructure assets (e.g., roads, pathways, street lights, etc.) are reported in the applicable governmental columns in the government-wide financial statements. In the governmental fund statements, capital assets are charged to expenditures as purchased. Capital assets are recorded at historical cost or estimated historical cost if purchased or constructed. Donated assets are recorded at estimated fair market value as of the date of the donations.

Capital assets are defined by the Commission as assets with an initial, individual cost of \$5,000 or more, and an estimated useful life of greater than one year. Additions or improvements and other capital outlays that significantly extend the useful life of an asset, or that significantly increase the capacity of an asset are capitalized. Other costs incurred for repairs and maintenance are expensed as incurred. Major outlays for capital assets and improvements are capitalized as projects are constructed.

Depreciation on exhaustible assets is recorded as allocated expense in the Statement of Activities with accumulated depreciation reflected in the Statement of Net Position and is provided on the straight-line basis over the following estimated useful life:

Assets	Years
Buildings and improvements	25-40
Improvements	10-50
Machinery and equipment	5-10

G. Net Position

In the commission-wide financial statements, net position is reported in three categories: net position invested in capital assets, net of related debt; restricted net position; and unrestricted net position. Net position invested in capital assets, net of related debt represents capital assets less accumulated depreciation less outstanding principal of related debt. Net position invested in capital assets, net of related debt does not include the unspent proceeds of capital debt. Restricted net position represent net position restricted by parties outside of the Commission (such as creditors, grantors, contributors, laws, and regulations of other governments) and include unspent proceeds of bonds issued to acquire or construct capital assets.

H. Fund Balance

In the fund financial statements, fund balance for governmental funds is reported in classifications that comprise a hierarchy based primarily on the extent to which the Commission is bound to honor constraints on the specific purpose for which amounts in the funds can be spent. Fund balance is reported in five components – non-spendable, restricted, committed, assigned and unassigned.

Non-Spendable – Includes items not immediately converted to cash, such as prepaid items and inventory.

Restricted – Includes items that are restricted by external creditors, grantors or contributors, or restricted by legal constitutional provisions.

Committed – Includes amounts that have been committed by resolution by the Commission's Board of Commissioners which is the Commission's "highest level of decision-making authority." Committed amounts may not be used for any other purpose unless the Board of Commissioners removes the constraint by similar board action. Commitments of fund balance must be made prior to the end of the fiscal year.

Assigned – Includes amounts assigned for specific purposes by board action. Assigned fund balance is established by the Commission through adoption or amendment of the budget as intended for specific purpose.

Unassigned – This is the residual classification used for those balances not assigned to another category.

Use of restricted resources, when both restricted and unrestricted resources are available for use, it is the Commission's policy to use restricted resources first, then unrestricted resources, as they are needed. When unrestricted resources (committed, assigned and unassigned) are available for use it is the Commission's policy to use committed resources first, then assigned, and then unassigned as they are needed.

TUALATIN DEVELOPMENT COMMISSION
NOTES TO THE BASIC FINANCIAL STATEMENTS
June 30, 2013

I. Use of Estimates

In preparing the Commission's financial statements, management is required to make estimates and assumptions that affect the reported amounts of assets and liabilities, the disclosure of contingent assets and liabilities at the date of the financial statements, and the reported amount of revenues and expenses during the reporting period. Actual results could differ from those estimates.

(2) Cash and Cash Equivalents

At June 30, 2013 investments included in cash and cash equivalents consist of the following:

	<u>Fair Value</u>
Investments in the State Treasurer's Local Government Investment Pool	<u>\$ 5,758,080</u>
Total	<u><u>\$ 5,758,080</u></u>

A. Interest rate risk

The Commission does not have a formal investment policy that limits investments maturities as a means of managing its exposure to fair value losses arising from increasing interest rates. Currently, the Commission maintains excess cash in the Local Government Investment Pool.

B. Credit risk

State statutes authorize the Commission to invest in general obligations of the U.S. Government and its agencies, certain bonded obligations of Oregon municipalities, bank repurchase agreements, bankers' acceptances, and the State Treasurer's Oregon Local Government Investment Pool, among others. The Commission has no investment policy that would further limit its investment choices. The State Treasurer's Investment Pool operates in accordance with appropriate state laws and regulations, but is not regulated by other laws, organizations or regulations. The reported value of the Pool is the same as the fair value of Pool shares. Investments are regulated by the Oregon Short-Term Fund Board and approved by the Oregon Investment Council (ORS 294.805 to 294.895). The State Treasurer's Oregon Local Government Investment Pool is not registered with the SEC as an investment company and is unrated.

The Commission's investment in the Local Government Investment Pool is considered unclassified as to credit risk because it is not evidenced by securities that exist in physical or book entry form.

C. Concentration of credit risk

All investments of the Commission shall be made in accordance with Oregon Revised Statutes: ORS 294.035 (Investment of surplus finds of political subdivisions; approved investments), ORS 294.040 (Restriction on investments under ORS 294.035), ORS 294.135 (Investment maturity dates), ORS 294.145 (Prohibited conduct for custodial officer), ORS 294.805 to

TUALATIN DEVELOPMENT COMMISSION
NOTES TO THE BASIC FINANCIAL STATEMENTS
June 30, 2013

294.895 (Local Government Investment Pool). Any revisions or extensions of these sections of the ORS shall be assumed to be part of this investment policy immediately upon being enacted.

D. Custodial credit risk – deposits

Custodial credit risk is the risk that in the event of a bank failure, the Commission's deposits may not be returned. The Federal Depositary Insurance Corporation (FDIC) provides insurance for the Commission's deposits up to \$250,000 for the combined total of all deposit accounts at each financial institution. Deposits in excess of FDIC coverage with institutions participating in the Oregon Public Funds Collateralization Program are considered fully collateralized. As of June 30, 2013, none of the Commission's bank balances were exposed to custodial credit risk.

(3) Interfund Transfers

Interfund transfers are used to provide funds for debt service, contribute to the cost of capital projects, and provide operational resources. Interfund transfers for fiscal year ended June 30, 2013, was as follows:

	<u>Transfer In</u>	<u>Transfer Out</u>
Leveton Project Fund	\$ 48,890	\$ 156,410
Central Urban Renewal District Project Fund	-	32,035
City of Tualatin – Road Op/Gas Tax Fund	-	48,890
City of Tualatin – General Fund	188,445	-
Total Transfers	<u>\$ 237,335</u>	<u>\$ 237,335</u>

TUALATIN DEVELOPMENT COMMISSION
NOTES TO THE BASIC FINANCIAL STATEMENTS
June 30, 2013

(4) Capital Assets

Capital asset activity for the ended June 30, 2013, was as follows:

<u>Governmental Activities:</u>	<u>Beginning Balance</u>	<u>Additions</u>	<u>Deletions</u>	<u>Ending Balance</u>
Capital Assets, non-depreciable:				
Land	\$ 8,757,198	\$ -	\$ -	\$ 8,757,198
Construction in Progress	13,880,382	1,464,578	(11,980,773)	3,364,187
Total capital assets, non-depreciable	<u>22,637,580</u>	<u>1,464,578</u>	<u>(11,980,773)</u>	<u>12,121,385</u>
Capital assets, depreciable:				
Improvements	4,408,098	8,954,872	-	13,362,970
Infrastructure	13,785,077	3,025,901	-	16,810,978
Total capital assets, depreciable	<u>18,193,175</u>	<u>11,980,773</u>	<u>-</u>	<u>30,173,948</u>
Total	40,830,755	13,445,351	(11,980,773)	42,295,333
Less accumulated depreciation for:				
Improvements	(813,607)	(445,432)	-	(1,259,039)
Infrastructure	(5,206,552)	(840,547)	-	(6,047,099)
Total accumulated depreciation	<u>(6,020,159)</u>	<u>(1,285,979)</u>	<u>-</u>	<u>(7,306,138)</u>
Net depreciable capital assets	<u>12,173,016</u>	<u>10,694,794</u>	<u>-</u>	<u>22,867,810</u>
Net capital assets	<u>\$ 34,810,596</u>	<u>\$ 12,159,372</u>	<u>\$ (11,980,773)</u>	<u>\$ 34,989,195</u>

(5) Risk Management

The Commission is exposed to various risks of loss and insurance coverage is provided by the City of Tualatin, which carries separate commercial insurance for both the City and the Commission. Settled claims resulting from risks of loss have not exceeded commercial insurance coverage in any of the past three years.

(6) New Accounting Pronouncement – GASB Statement No. 63 and 65

The Governmental Accounting Standards Board (GASB) has issued Statement No. 63, *Financial Reporting of Deferred Outflows of Resources, Deferred Inflows of Resources, and Net Position* and Statement No. 65, *Items Previously Reported as Assets and Liabilities*. The Commission implemented GASB Statement No. 63 and 65 in the year ending June 30, 2013.

REQUIRED SUPPLEMENTAL INFORMATION

REQUIRED SUPPLEMENTARY INFORMATION

Required supplementary information includes financial information and disclosures that are

- Budgetary Comparison Schedules
 - Economic Development Administration Fund - General Fund

TUALATIN DEVELOPMENT COMMISSION
ECONOMIC DEVELOPMENT ADMINISTRATION FUND - GENERAL FUND
STATEMENT OF REVENUES, EXPENDITURES, AND
CHANGES IN FUND BALANCE - BUDGET AND ACTUAL
For the Year Ended June 30, 2013

	Budget			Variance with
	Original	Final	Actual	Final Budget
REVENUES:				
Interest	\$ 1,060	\$ 1,060	\$ 1,708	\$ 648
Miscellaneous	-	-	29	29
Total revenues	1,060	1,060	1,737	677
EXPENDITURES:				
Materials and service	63,730	63,730	32,828	30,902
Contingency	148,795	148,795	-	148,795
Total expenditures	212,525	212,525	32,828	179,697
Net change in fund balances	(211,465)	(211,465)	(31,091)	180,374
FUND BALANCE, BEGINNING	211,465	211,465	318,328	106,863
FUND BALANCE, ENDING	<u>\$ -</u>	<u>\$ -</u>	<u>\$ 287,237</u>	<u>\$ 287,237</u>

The accompanying notes are an integral part of these financial statements

TUALATIN DEVELOPMENT COMMISSION
NOTES TO THE REQUIRED SUPPLEMENTARY INFORMATION
June 30, 2013

Budgetary Information

The Commission budgets its fund on the modified accrual basis of accounting. Budget appropriations lapse at the end of each fiscal year. Appropriations are adopted in the categories of personal services, materials and services, and capital outlay. Actual expenditures may not legally exceed appropriations in any of the categories.

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OTHER SUPPLEMENTARY INFORMATION

OTHER SUPPLEMENTARY INFORMATION

BUDGETARY COMPARISON SCHEDULES

Pursuant to the provisions of Oregon Revised Statute, an individual schedule of revenues, expenditures, and changes in fund balances - budget and actual be displayed for each fund where legally adopted budgets are required.

These Budgetary Comparison schedules included the following:

Capital Project Funds

Central Urban Renewal District Project Fund
Leveton Tax Increment District Project Fund

**TUALATIN DEVELOPMENT COMMISSION
CENTRAL URBAN RENEWAL DISTRICT PROJECT FUND
STATEMENT OF REVENUES, EXPENDITURES, AND
CHANGES IN FUND BALANCE - BUDGET AND ACTUAL
For the Year Ended June 30, 2013**

	Budget			Variance with
	Original	Final	Actual	Final Budget
REVENUES:				
Interest	\$ 3,885	\$ 3,885	\$ 6,907	\$ 3,022
Total revenues	3,885	3,885	6,907	3,022
EXPENDITURES:				
Capital outlay	300,000	300,000	36,001	263,999
Contingency	49,805	49,805	-	49,805
Total expenditures	349,805	349,805	36,001	313,804
Revenues over (under) expenditures	(345,920)	(345,920)	(29,094)	316,826
OTHER FINANCING SOURCES (USES):				
Transfers out	(32,035)	(32,035)	(32,035)	-
Total other financing sources (uses)	(32,035)	(32,035)	(32,035)	-
Net change in fund balances	(377,955)	(377,955)	(61,129)	316,826
FUND BALANCE, BEGINNING	777,240	777,240	1,115,183	337,943
FUND BALANCE, ENDING	<u>\$ 399,285</u>	<u>\$ 399,285</u>	<u>\$ 1,054,054</u>	<u>\$ 654,769</u>

The accompanying notes are an integral part of these financial statements

**TUALATIN DEVELOPMENT COMMISSION
LEVETON TAX INCREMENT DISTRICT PROJECT FUND
SCHEDULE OF REVENUES, EXPENDITURES, AND
CHANGES IN FUND BALANCE - BUDGET AND ACTUAL
For the Year Ended June 30, 2013**

	Budget			Variance with
	Original	Final	Actual	Final Budget
REVENUES:				
Interest	\$ 23,785	\$ 23,785	\$ 28,608	\$ 4,823
Total revenues	23,785	23,785	28,608	4,823
EXPENDITURES:				
Capital outlay	1,500,000	1,500,000	1,440,596	59,404
Contingency	248,460	248,460	-	248,460
Total expenditures	1,748,460	1,748,460	1,440,596	307,864
Revenues over (under) expenditures	(1,724,675)	(1,724,675)	(1,411,988)	312,687
OTHER FINANCING SOURCES (USES):				
Transfers in	-	-	48,890	48,890
Transfers out	(156,410)	(156,410)	(156,410)	-
Total other financing sources (uses)	(156,410)	(156,410)	(107,520)	48,890
Net change in fund balances	(1,881,085)	(1,881,085)	(1,519,508)	361,577
FUND BALANCE, BEGINNING	4,756,730	4,756,730	5,661,131	904,401
FUND BALANCE, ENDING	<u>\$ 2,875,645</u>	<u>\$ 2,875,645</u>	<u>\$ 4,141,623</u>	<u>\$ 1,265,978</u>

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**INDEPENDENT AUDITOR'S REPORT REQUIRED
BY OREGON STATE REGULATION**

**INDEPENDENT AUDITOR'S REPORT
REQUIRED BY OREGON STATE REGULATION**

We have audited the basic financial statements of the governmental activities and each major fund of the Tualatin Development Commission, a component unit of the City of Tualatin, Oregon (the Commission), as of and for the year ended June 30, 2013 and have issued our report thereon dated November 27, 2013. We conducted our audit in accordance with auditing standards generally accepted in the United States of America.

Compliance

As part of obtaining reasonable assurance about whether the Commission's financial statements are free of material misstatement, we performed tests of its compliance with certain provisions of laws, regulations, contracts, and grants, including the provisions of Oregon Revised Statutes as specified in the Oregon Administrative Rules 162-10-000 through 162-10-320 of the *Minimum Standards for Audits of Oregon Municipal Corporations*, 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.

We performed procedures to the extent we considered necessary to address the required comments and disclosures which included, but were not limited to the following:

- Deposits of public funds with financial institutions (ORS Chapter 295).
- Indebtedness limitations, restrictions, and repayments.
- Budgets legally required (ORS Chapter 294).
- Insurance and fidelity bonds in force or required by law.
- Programs funded from outside sources.
- Highway revenues used for public highways, roads, and streets. The Commission does not receive highway funds.
- Authorized investment of surplus funds. (ORS Chapter 294).
- Public contracts and purchasing (ORS Chapters 279A, 279B, and 279C).
- Accountability for collecting or receiving money by elected officials. The Commission does not have any elected officials collecting or receiving money.

In connection with our testing, nothing came to our attention that caused us to believe the Commission was not in substantial compliance with certain provisions of laws, regulations, contracts, and grants, including the provisions of Oregon Revised Statutes as specified in the Oregon Administrative Rules 162-10-000 through 162-10-320 of the *Minimum Standards for Audits of Oregon Municipal Corporations* except as follows:

1. The budget document did not properly report a proposed budget column.

OAR 162-10-0230 Internal Control

Management of the Commission is responsible for establishing and maintaining effective internal control over financial reporting. In planning and performing our audit, we considered the Commission's internal control over financial reporting as a basis for designing our auditing procedures 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 Commission's internal control over financial reporting. Accordingly, we do not express an opinion on the effectiveness of the Commission's internal control over financial reporting.

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.

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 over financial reporting that might be deficiencies, significant deficiencies or material weaknesses and therefore, there can be no assurance that all deficiencies, significant deficiencies, or material weaknesses have been identified. We did not identify any deficiencies in internal control over financial reporting that we consider to be material weaknesses, as defined previously.

We have communicated suggestions for improvements of the Commission's processes in a separate letter to management dated November 27, 2013.

This report is intended solely for the information and use of the Board of Commissioners, Oregon Secretary of State Audits Division, and management, and is not intended to be and should not be used by anyone other than these specified parties.



Merina & Company, LLP
West Linn, Oregon
November 27, 2013