

AUDITED
FINANCIAL STATEMENTS

**ROCHESTER JOINT SCHOOLS
CONSTRUCTION BOARD**

JUNE 30, 2014

ROCHESTER JOINT SCHOOLS CONSTRUCTION BOARD

TABLE OF CONTENTS

Page

SECTION A
FINANCIAL SECTION

Independent Auditor's Report

Basic Financial Statements:

Statement of Net Position	A1
Statement of Activities	A2
Notes to Basic Financial Statements	A3-A7

SECTION B
COMPLIANCE AND INTERNAL CONTROLS

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 <i>Government Auditing Standards</i>	B1-B2
Schedule of Findings and Responses	B3
Schedule of Prior Year Findings and Responses	B4

**SECTION A
FINANCIAL SECTION**



Independent Auditor's Report

Members of the
Board of the Rochester Joint Schools Construction Board
Rochester, New York

Report on the Financial Statements

We have audited the accompanying financial statements of the governmental fund of the Rochester Joint Schools Construction Board (RJSCB), a component unit of Rochester City School District, as of and for the year ended June 30, 2014, and the related notes to the financial statements, which collectively comprise RJSCB'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 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 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 opinion.

Opinions

In our opinion, the financial statements referred to above present fairly, in all material respects, the respective financial position of the governmental fund of RJSCB, as of June 30, 2014 and the respective changes in financial position thereof for the year then ended in accordance with accounting principles generally accepted in the United States of America.

Other Matters

Required Supplementary Information

Management has omitted management's discussion and analysis that accounting principles generally accepted in the United States of America require to be presented to supplement 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 appropriate operational, economic, or historical context. Our opinion on the basic financial statements is not affected by this missing information.

Other Reporting Required by Government Accounting Standards Board

In accordance with *Government Auditing Standards*, we have also issued our report dated October 31, 2014 on our consideration of RJSCB's internal control over financial reporting and on our tests of its compliance with certain provisions of laws, regulations, contracts, and grant agreements and other matters. The purpose of that report is to describe the scope of our testing of internal control over financial reporting and compliance and the results of that testing, and not to provide an opinion on internal control over financial reporting or on compliance. That report is an integral part of an audit performed in accordance with *Government Auditing Standards* in considering RJSCB's internal control over financial reporting and compliance.

Freed Maxick CPAs, P.C.

Rochester, New York
October 31, 2014

ROCHESTER JOINT SCHOOLS CONSTRUCTION BOARD

STATEMENT OF NET POSITION

JUNE 30

	<u>2014</u>
ASSETS:	
Cash and cash equivalents	\$ 37,963
Restricted cash and cash equivalents	69,990,081
Federal aid receivable	1,583,541
Prepaid expense	<u>5,917</u>
 Total assets	 \$ <u><u>71,617,502</u></u>
 LIABILITIES AND NET ASSETS:	
LIABILITIES:	
Accounts payable	\$ 17,881,582
Retainage payable	6,097,106
Accrued Liabilities	14,986
Due to Rochester City School District	<u>297,136</u>
 Total liabilities	 24,290,810
 NET POSITION:	
Unrestricted (deficit)	(11,982)
Restricted	<u>47,338,674</u>
 Total net position	 <u>47,326,692</u>
 Total liabilities and net position	 \$ <u><u>71,617,502</u></u>

See notes to basic financial statements.

ROCHESTER JOINT SCHOOLS CONSTRUCTION BOARD

STATEMENT OF ACTIVITIES
FOR THE YEAR ENDED JUNE 30,

	<u>2014</u>
EXPENDITURES:	
Administration	
Salaries and benefits	\$ 177,205
Professional fees	88,936
Insurance	10,884
Miscellaneous office expenses	<u>10,384</u>
Total administration	287,409
Capital outlay	<u>115,098,091</u>
Total expenditures	115,385,500
OTHER FINANCING SOURCES (USES):	
Excel Aid	16,332,125
Interest	2,365,927
Transfer from Rochester City School District	160,738
Transfer to Rochester City School District	<u>(8,869,088)</u>
Total other financing sources (uses)	<u>9,989,702</u>
Net change in net assets	(105,395,798)
Net position - beginning of year	<u>152,722,490</u>
Net position - end of year	<u>\$ 47,326,692</u>

See notes to basic financial statements.

ROCHESTER JOINT SCHOOLS CONSTRUCTION BOARD
NOTES TO BASIC FINANCIAL STATEMENTS

NOTE 1. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

The basic financial statements of Rochester Joint Schools Construction Board (RJSCB) have been prepared in conformity with accounting principles generally accepted in the United States of America (GAAP) as applied to governmental units. The Governmental Accounting Standards Board (GASB) is the accepted standard setting body for establishing governmental accounting and financial reporting principles. The more significant of RJSCB's accounting policies are described below.

A. REPORTING ENTITY

The State Legislature enacted the School Facilities Modernization Program (FMP) Act, Chapter 416 of the Laws of 2007 of the State of New York (the Act) in order to provide the City of Rochester and the Rochester City School District with increased flexibility to meet the needs of its school children by providing alternative financial mechanisms for up to thirteen "projects" (as defined in the Act) in the School District. The Act designates RJSCB to act as an agent for the City, the School District, or both to undertake such facility modernization projects on behalf of the City and the School District.

The governing board is made up of seven voting members and one nonvoting member. Three of the voting members are appointed by the Mayor of the City of Rochester, three of the voting members are appointed by the Superintendent of the Board of Education of the Rochester City School District, and one of the voting members is independent of both the City and the School District. The nonvoting member acts as the independent compliance officer.

RJSCB is considered a blended component unit of the Rochester City School District and is included as such within the Rochester City School District's financial statements.

B. BASIS OF PRESENTATION

RJSCB uses fund accounting to report on the financial position and the results of operations. Fund accounting is designed to demonstrate legal compliance and to aid financial management by segregating transactions related to certain government functions or activities. A fund is a separate accounting entity with a self-balancing set of accounts that constitute its assets, liabilities, fund equity, revenues and expenditures.

RJSCB records its transactions in the fund type described below.

Governmental Funds - Governmental funds are those through which most governmental functions are financed. The acquisition, use and balances of expendable financial resources and the related liabilities are accounted for through governmental funds. The measurement focus of the governmental funds is based upon determination of financial position and changes in financial position. The general fund is the only fund of RJSCB.

C. MEASUREMENT FOCUS AND BASIS OF ACCOUNTING

The accounting and financial reporting treatment is determined by the applicable measurement focus and basis of accounting. Measurement focus indicates the type of resources being measured such as current financial resources or economic resources. The basis of accounting indicates the timing of transactions or events for recognition in the financial statements.

The Statement of Net Position and Statement of Activities are reported using the economic resources measurement focus and the accrual basis of accounting. Revenues are recorded when earned and expenses are recorded at the time liabilities are incurred regardless of when the related cash transaction takes place.

ROCHESTER JOINT SCHOOLS CONSTRUCTION BOARD
NOTES TO BASIC FINANCIAL STATEMENTS

NOTE 1. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)

D. BUDGET

RJSCB has developed a budget for each project under the facilities modernization plan. These budgets have been submitted and approved by the New York State Education Department.

RJSCB has also established an administrative budget that has been approved by its Board and the Board of Education of Rochester City School District.

E. ASSETS, LIABILITIES, DEFERRED OUTFLOWS/INFLOWS OF RESOURCES AND NET POSITION

1. CASH AND CASH EQUIVALENTS

The District's cash and cash equivalents consist of cash on hand, demand deposits, and short-term investments with original maturities of three months or less from date of acquisition.

2. RESTRICTED ASSETS

Certain assets are classified on the balance sheet as restricted because their use is limited. Proceeds from serial bonds and bond anticipation notes, as well as resources set aside for their repayment, are classified as restricted assets and their use is limited by applicable bond covenants.

3. ACCOUNTS RECEIVABLE

Accounts receivables are carried at their net realizable value. Accounts are written-off as uncollectible after the likelihood of payment is considered remote by management. No allowance for uncollectible accounts has been established by management since management believes all accounts receivable to be fully collectible.

4. INSURANCE

RJSCB insures against liability for most risks including, but not limited to, property damage and personal injury liability. Judgments and claims are recorded when it is probable that an asset has been impaired or a liability has been incurred and the amount of loss can be reasonably estimated.

5. DEFERRED OUTFLOWS/INFLOWS OF RESOURCES

In addition to assets, the statement of net position will sometimes report a separate section for deferred outflows of resources. This separate financial statement element, deferred outflows of resources, represents a consumption of net position that applies to a future period(s) and so will not be recognized as an outflow of resources (expense/expenditure) until then. The RJSCB has no items that qualified for reporting in this category.

In addition to liabilities, the statement of net position will sometimes report a separate section for deferred inflows of resources. This separate financial statement element, deferred inflows of resources, represents an acquisition of net position that applies to a future period(s) and so will not be recognized as an inflow of resources (revenue) until that time. The RJSCB has no items that qualified for reporting in this category.

6. ACCOUNTS PAYABLE AND ACCRUED LIABILITIES

Accounts payable and accrued liabilities are paid in full from current financial resources. Refer to Note 2., B., for a detailed disclosure of accounts payable.

ROCHESTER JOINT SCHOOLS CONSTRUCTION BOARD
NOTES TO BASIC FINANCIAL STATEMENTS

NOTE 1. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)

7. **NET POSITION**

In the Statement of Net Position there are two classes of net assets:

Restricted net position - reports net position when constraints placed on the assets are either externally imposed by creditors (such as through debt covenants), grantors, contributors, or laws or regulations of other governments, or imposed by law through constitutional provisions or enabling legislation.

Unrestricted net position - reports all other net assets that do not meet the definition of the above classification and are deemed to be available for general use by the RJSCB.

8. **NET POSITION FLOW ASSUMPTION**

Sometimes the District will fund outlays for a particular purpose from both restricted (e.g., restricted bond or grant proceeds) and unrestricted resources. In order to calculate the amounts to report as restricted – net position and unrestricted – net position, a flow assumption must be made about the order in which the resources are considered to be applied.

It is RJSCB's policy to pay administrative expenses from transfers from Rochester City School District that have been budgeted by the District to pay administrative cost of RJSCB. All construction expenses are paid from restricted bond proceeds and state and federal aid.

F. **USE OF ESTIMATES IN PREPARATION OF FINANCIAL STATEMENTS**

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 the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenue and expenses during the reporting period. Actual results could differ from those estimates.

NOTE 2. DETAIL NOTES ON ALL ACTIVITIES AND FUNDS

A. **DEPOSITS AND INVESTMENTS**

As a component unit of the Rochester City School District and thus a component unit of the City of Rochester, the RJSCB follows investment and deposit policies of the City as governed by General Municipal Law with the exception of deposits held by U.S. Bank National Trust Association. Although, RJSCB has not adopted a formal investment policy, its monies must be deposited in FDIC-insured commercial banks or trust companies located within the State. The Treasurer of RJSCB is authorized to use interest bearing demand accounts and certificates of deposit. Permissible investments include obligations of the U.S. Treasury and U.S. agencies, repurchase agreements and obligations of the State of New York or its localities.

Collateral is required for demand deposits, time deposits and certificates of deposit not covered by Federal Deposit Insurance. Obligations that may be pledged as collateral are obligations of the United States and its agencies and obligations of the State and its municipalities and school districts.

RJSCB's aggregate bank balances were fully collateralized at June 30, 2014.

ROCHESTER JOINT SCHOOLS CONSTRUCTION BOARD
NOTES TO BASIC FINANCIAL STATEMENTS

NOTE 2. DETAIL NOTES ON ALL ACTIVITIES AND FUNDS (Continued)

Deposits held by U.S. Bank National Trust Association and are subject to the terms of and Indenture of Trust (Indenture) relating to the School Facility Revenue Bonds, series 2012A, Series 2012B and Series 2013 issued by the County of Monroe Industrial Development Agency (the Series 2012 and 2013 Bonds). As such, they are not subject to the City's investment policies or General Municipal Law. These are separate trust assets that provide collateral to bondholders and are invested in government securities.

Investment and Deposit Policy

RJSCB implemented Governmental Accounting Standards Board Statement No. 40, *Deposit and Investment Risk Disclosures*.

As a component unit of the Rochester City School District and thus a component unit of the City of Rochester, the RJSCB follows investment and deposit policies of the City as governed by General Municipal Law, the overall objective of which is to adequately safeguard the principal amount of funds invested or deposited; conformance with federal, state and other legal requirements; and provide sufficient liquidity of invested funds in order to meet obligations as they become due. Oversight of investment activity is the responsibility of the Treasurer of RJSCB.

Interest Rate Risk

Interest rate risk is the risk that the fair value of investments will be affected by changing interest rates. RJSCB's investment policy does not limit investment maturities as a means of managing its exposure to fair value losses arising from increasing interest rates.

Credit Risk

The practices followed are to minimize the risk of loss due to failure of an issuer or other counterparty to an investment to fulfill its obligations. RJSCB's investment and deposit practice authorizes the reporting entity to purchase the following types of investments:

- Interest bearing demand accounts.
- Certificates of deposit.
- Obligations of the United States Treasury and United States agencies.
- Obligations of the New York State and its localities.

Custodial Credit Risk

Custodial credit risk is the risk that in the event of a failure of a depository financial institution, the reporting entity may not recover its deposits. In accordance with RJSCB's investment and deposit practices, all deposits of RJSCB including interest bearing demand accounts and certificates of deposit in excess of the amount insured under the provisions of the Federal Deposit Insurance Act (FDIC) shall be secured by a pledge of securities with an aggregate value equal to 100% of the aggregate amount of deposits. RJSCB restricts the securities to the following eligible items:

- Obligations issued, fully insured or guaranteed as to the payment of principal and interest, by the United States Treasury and United States agencies.
- Obligations issued or fully insured or guaranteed by New York State and its localities.

ROCHESTER JOINT SCHOOLS CONSTRUCTION BOARD
NOTES TO BASIC FINANCIAL STATEMENTS

NOTE 2. DETAIL NOTES ON ALL ACTIVITIES AND FUNDS (Continued)

B. ACCOUNTS PAYABLE

Major accounts payable accrued by RJSCB include the following:

Architects Services	\$ 326,150
Program Manager	551,827
Consulting Services	293,154
Construction Manager	5,309,373
General Contractors	11,159,044
Miscellaneous	<u>242,034</u>
Total	\$ <u>17,881,582</u>

NOTE 3. RELATED PARTIES

During the year ended June 30, 2014, RJSCB received \$160,738 in operating transfers from the School District, of which RJSCB is a blended component unit. Operating transfers from the School District are used to fund administrative expenditures of the RJSCB.

During the year ended June 30, 2014, RJSCB transferred \$8,869,088 to the School District for interest due on debt service obligations.

At June 30, 2014, RJSCB had outstanding invoices payable to RCSD in the amount of \$297,136 which was included in due to Rochester City School District. These amounts are a result of utilities, custodian fees, and moving expenses incurred by the School District on facilities under construction.

NOTE 4. COMMITMENTS

RJSCB is empowered with governance of Phase I of the FMP. Phase I will include up to 13 projects financed through the issuance of a maximum of \$325 million in bonds. With Phases II and III, the Rochester Schools FMP is expected to span nearly two decades, totaling approximately \$1.2 billion.

NOTE 5. RETIREMENT PLAN

The RJSCB adopted a deferred compensation plan described in Section 457 of the Internal Revenue Code applicable to governmental employers. Eligible employees who participate in the plan are 100% vested to the plan benefit in accordance with the terms of the plan document. RJSCB has no intentions to contribute any amounts to the plan.

NOTE 6. CONTINGENCY

During 2014, RJSCB was notified of a Federal investigation of possible fraudulent activity by their former Independent Compliance Officer and that RJSCB may be a victim of such activity. This could potentially impact RJSCB's compliance with their Diversity Plan in connection with Phase I of the FMP. The outcome of this matter is unknown and no amounts have been accrued as of June 30, 2014. Subsequently, RJSCB has been made aware of an investigation by the Office of the New York State Attorney General of similar allegations against their former Independent Compliance Officer.

SECTION B
COMPLIANCE AND INTERNAL CONTROLS



**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**

INDEPENDENT AUDITOR'S REPORT

To the Board Members of
Rochester Joint Schools Construction Board:

We have audited, in accordance with the 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 Rochester Joint Schools Construction Board (RJSCB), a component unit of Rochester City School District, as of and for the year ended June 30, 2014, and the related notes to the financial statements, which collectively comprise RJSCB's basic financial statements, and have issued our report thereon dated October 31, 2014.

Internal Control Over Financial Reporting

In planning and performing our audit of the financial statements, we considered RJSCB's internal control over 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 RJSCB's internal control. Accordingly, we do not express an opinion on the effectiveness of RJSCB'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 the 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. 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.

Compliance and Other Matters

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

Purpose of this Report

The purpose of this report is solely to describe the scope of our testing of internal control and compliance and the results of that testing, and not to provide an opinion on the effectiveness of RJSCB's internal control or on compliance. This report is an integral part of an audit performed in accordance with *Government Auditing Standards* in considering RJSCB's internal control and compliance. Accordingly, this communication is not suitable for any other purpose.

Freed Maxick CPAs, P.C.

Rochester, New York
October 31, 2014

ROCHESTER JOINT SCHOOLS CONSTRUCTION BOARD
SCHEDULE OF FINDINGS AND RESPONSES
FOR THE YEAR ENDED JUNE 30, 2014

I. SUMMARY OF AUDIT RESULTS

Financial Statements

Type of auditor's report issued: Unmodified

Internal control over financial reporting:

- Material weakness(es) identified? ___ Yes ___ No
- Significant deficiency(ies) identified? ___ Yes ___ None reported

Noncompliance material to financial statements noted? ___ Yes ___ No

II. FINDINGS - FINANCIAL STATEMENT AUDIT

There were no findings in the current year.

ROCHESTER JOINT SCHOOLS CONSTRUCTION BOARD
SCHEDULE OF FINDINGS AND RESPONSES
FOR THE PRIOR YEAR ENDED JUNE 30, 2014

I. FINDINGS - FINANCIAL STATEMENT AUDIT

There were no findings in the year ended June 30, 2013.