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STATE OF INDIANA

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June 10, 2014

Board of Directors
Fort Harrison Reuse Authority
9120 Otis Avenue
Indianapolis, IN 46216

We have reviewed the audit report prepared by BKD, LLP, Independent Public Accountants, for the period January 1, 2011 to December 31, 2011. In our opinion, the audit report was prepared in accordance with the guidelines established by the State Board of Accounts. Per the Independent Public Accountants' opinion, the financial statements included in the report present fairly the financial condition of the Fort Harrison Reuse Authority, as of December 31, 2011 and the results of its operations for the period then ended, on the basis of accounting described in the report.

We call your attention to the finding in the report, found on page 25, citing a deficiency in controls pertaining to financial reporting.

The Independent Public Accountants' report is filed with this letter in our office as a matter of public record.

STATE BOARD OF ACCOUNTS

Fort Harrison Reuse Authority

Accountants' Report and Financial Statements

December 31, 2011 and 2010

Fort Harrison Reuse Authority
December 31, 2011 and 2010

Contents

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CPAs & Advisors

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Independent Accountants' Report on Financial Statements and Supplementary Information

Board of Directors
Fort Harrison Reuse Authority
Indianapolis, Indiana

We have audited the accompanying basic financial statements of Fort Harrison Reuse Authority (Authority) as of and for the years ended December 31, 2011 and 2010, as listed in the table of contents. These financial statements are the responsibility of the Authority's management. Our responsibility is to express an opinion on these financial statements based on our audits.

We conducted our audits 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 of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation. We believe that our audits provide a reasonable basis for our opinion.

In our opinion, the financial statements referred to above present fairly, in all material respects, the financial position of Fort Harrison Reuse Authority as of December 31, 2011 and 2010, and the changes in its financial position and its cash flows for the years then ended in conformity with accounting principles generally accepted in the United States of America.

In accordance with *Government Auditing Standards*, we have also issued our report dated February 7, 2013, on our consideration of the Authority's internal control over financial reporting and 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 the internal control over financial reporting or on compliance. That report is an integral part of an audit performed in accordance with *Government Auditing Standards* and should be considered in assessing the results of our audit.

Accounting principles generally accepted in the United States of America require that the management's discussion and analysis listed in the table of contents be presented to supplement the basic financial statements. Such information, although not 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 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.

BKD, LLP

February 7, 2013

MANAGEMENT'S DISCUSSION AND ANALYSIS
(Unaudited)

Introduction

The management of the Fort Harrison Reuse Authority (Authority), which is a governmental entity located in the City of Lawrence, Indiana and Marion County-Indianapolis, Indiana, offers the readers of the Authority's financial statements this narrative overview and analysis of financial activities for the Authority fiscal year ended December 31, 2011. The Management's Discussion and Analysis is being presented to provide additional information regarding the activities of the Authority in connection with its financial statements and to meet the requirements of the Governmental Accounting Standards Board (GASB) Statement No. 34, *Basic Financial Statement — and Management's Discussion and Analysis - for State and Local Governments*.

The Authority is created to redevelop property that was formerly the Fort Benjamin Harrison Army Base. The goal in doing so is to replace jobs lost during base closure and to conduct activities that result in the generation of property tax through local investment. The activities of the Authority include the marketing of properties held for sale by the Authority, conducting planning and making physical improvements to property that add value to the Fort area, and promoting business development opportunities available at Fort Harrison.

Financial Highlights

Overview of Financial Statements

The financial report of the Authority includes the following financial statements for the years 2011 and 2010.

- Balance Sheets
- Statements of Revenues, Expenses and Changes in Net Assets
- Statements of Cash Flows

Basis of Accounting and Financial Reporting

The Authority prepares its financial statements in conformity with accounting principles generally accepted in the United States of America as applied to governmental units. The GASB is the accepted standard-setting body for establishing governmental accounting and financial reporting principles.

The net assets of the Authority are comprised of three categories:

- Invested in capital assets, net of related debt - this reflects the Authority's investments in capital assets (e.g. land, buildings, etc.); less any related debt used to acquire those assets that is still outstanding. The Authority uses these assets as its primary commodity to attract investment in the Fort Harrison jurisdiction. These investments add value to the overall Fort Harrison property and are recoverable through the liquidation of relevant assets.

- Restricted for debt service - this represents annual obligations to outstanding debt issued for various improvements in the Authority's jurisdiction.
- Unrestricted - this represents resources that may be used to meet the Authority's ongoing obligations to the public and creditors.

Balance Sheets

The balance sheets reflect the assets and liabilities of the Authority using the accrual basis of accounting, which is similar to the accounting used by most private-sector companies. The Authority's net assets - the difference between total assets and total liabilities - represent one way to measure the Authority's financial health. In assessing the financial position of the Authority, one must also consider the ability of the Authority to implement its mission and take into consideration its accomplishments relative to significant projects that impact the long-term goals of the community; more specifically the City of Lawrence, Indiana and the east side of Indianapolis.

Comparative Balance Sheets

The comparative analysis below is a summary of the Balance Sheets for the fiscal years ended December 2011, 2010 and 2009.

	2011	2010	2009
Current assets - unrestricted	$ 13,264,245	$ 4,883,771	$ 5,357,284
Current assets - restricted	12,896,020	14,461,798	18,967,551
Noncurrent assets	2,219,198	17,552,851	13,821,065
Total assets	$ 28,379,463	$ 36,898,420	$ 38,145,900
Current liabilities - payable from unrestricted assets	$ 24,242	$ 52,416	$ 34,808
Current liabilities - payable from restricted assets	1,695,257	2,620,795	4,229,980
Noncurrent liabilities - payable from restricted assets	25,464,468	26,787,724	28,060,980
Total liabilities	27,183,967	29,460,935	32,325,768
Net assets			
Invested in capital assets, net of related debt	(12,482,830)	(6,673,720)	(8,437,346)
Restricted for debt service	12,530,763	13,931,010	14,080,751
Unrestricted	1,147,563	180,195	176,727
Total net assets	1,195,496	7,437,485	5,820,132
Total liabilities and net assets	$ 28,379,463	$ 36,898,420	$ 38,145,900

2011 to 2010 Comparative Balance Sheets

Current assets - unrestricted increased approximately $8.4 million due to the Authority completing the Lawrence Village at the Fort project and allocating approximately $8.6 million of those costs to the real estate held for sale, as significant improvements were made to those parcels thereby increasing the related carrying value.

Current assets - restricted decreased approximately $1.6 million due to a decrease in the Authority's cash and cash equivalents relating to the pay down of the 2000 bonds.

Noncurrent assets decreased approximately $15.3 million, the result of completing the Lawrence Village at the Fort project and transferring a portion of these costs of real estate held for sale. Additionally, $5.0 million of the costs incurred in relation to this project were transferred as capital contributions to other governments and $3.5 million was reflected as a loss of real estate held for sale.

Current liabilities - payable from restricted assets decreased approximately $926,000 due to the Authority's payment of $964,000 of prior year construction payables, offset by an increase in the current portion of debt of approximately $50,000.

Noncurrent liabilities - payable from restricted assets decreased approximately $1.3 million, resulting from the payment of the Authority's debt service.

2010 to 2009 Comparative Balance Sheets

Current assets - restricted decreased approximately $4.5 million due to a decrease in the Authority's cash and cash equivalents relating to the use of funds from the 2009 bond issue. In 2009, approximately $8.5 million of Variable Rate Demand Tax Increment and Revenue Bonds, Series 2009D ("2009 Authority Bonds") were issued. There was also a decrease of approximately $260,000 relating to the TIF property tax receivable.

Noncurrent assets increased approximately $3.7 million, the result of continued construction efforts on the Lawrence Village at the Fort, which provides a park-like setting for a variety of uses.

Current liabilities - payable from restricted assets decreased approximately $1.6 million due to accounts payable decreasing approximately $1.6 million relating to the timing of services and payment of invoices. This decrease was offset by an increase in the current portion of debt of approximately $55,000, which relates to the payment of the Authority's debt service due in the upcoming year.

Noncurrent liabilities - payable from restricted assets decreased approximately $1.3 million, resulting from the payment of the Authority's debt service.

2011 to 2010 Comparative Statements of Revenues, Expenses and Changes in Net Assets

The comparative analysis below is a summary of the Statements of Revenues, Expenses and Changes in Net Assets for the fiscal years ended December 31, 2011 and 2010.

	2011	2010	$ Variance
Operating Revenues			
Rental income	$ 91,945	$ 90,837	$ 1,108
Total operating revenues	91,945	90,837	1,108
Nonoperating Revenues			
TIF tax revenue	3,322,650	3,295,777	26,873
Investment income, net of fees	34,407	3,013	31,394
Loss on real estate held for sale	(2,658,556)	(233,478)	(2,425,078)
Other	99	103	(4)
Total nonoperating revenues	698,600	3,065,415	(2,366,815)
Total revenues	790,545	3,156,252	(2,365,707)
Operating Expenses			
Personnel	145,275	194,314	(49,039)
Utilities	61,508	28,235	33,273
Office supplies and other expenses	154,477	36,047	118,430
Professional fees	159,555	101,266	58,289
Repairs and maintenance	178,620	52,240	126,380
Engineering services	48,170	1,742	46,428
Insurance	20,897	21,314	(417)
Depreciation	31,115	30,303	812
Total operating expenses	799,617	465,461	334,156
Nonoperating Expenses and Capital Contributions			
Interest expense	840,611	704,547	136,064
Interlocal agreement	350,000	284,905	65,095
Capital Contributions to Other Governments	5,042,306	83,986	4,958,320
Total nonoperating expenses	6,232,917	1,073,438	5,159,479
Total expenses	7,032,534	1,538,899	5,493,635
Increase (Decrease) in Net Assets	(6,241,989)	1,617,353	(7,859,342)
Net Assets, Beginning of Year	7,437,485	5,820,132	1,617,353
Net Assets, End of Year	$ 1,195,496	$ 7,437,485	$ (6,241,989)

Nonoperating revenues decreased approximately $2.4 million due to the loss on real estate held for sale in the current year of approximately $2.7 million compared to the loss on real estate held for sale in the prior year of approximately $233,000.

Operating expenses increased by approximately $334,000 primarily due to the increase in lawn care services of $126,000 and real estate management fees of $97,000.

Nonoperating expenses and capital contributions increased by approximately $5.2 million. In 2011, the Lawrence Village at the Fort project was completed and $5.0 million was contributed to the Town of Lawrence, as that is the government that is responsible for managing those assets.

2010 to 2009 Comparative Statements of Revenues, Expenses and Changes in Net Assets

	2010	2009	$ Variance
Operating Revenues			
Rental income	$ 90,837	$ 82,348	$ 8,489
Total operating revenues	90,837	82,348	8,489
Nonoperating Revenues			
TIF tax revenue	3,295,777	3,166,509	129,268
Investment income, net of fees	3,013	5,432	(2,419)
Gain (loss) on sale of capital assets	(233,478)	71,371	(304,849)
Other	103	77,201	(77,098)
Total nonoperating revenues	3,065,415	3,320,513	(255,098)
Total revenues	3,156,252	3,402,861	(246,609)
Operating Expenses			
Personnel	194,314	145,452	48,862
Utilities	28,235	29,738	(1,503)
Office supplies and other expenses	36,047	50,290	(14,243)
Professional fees	101,266	70,006	31,260
Repairs and maintenance	52,240	50,167	2,073
Engineering services	1,742	2,706	(964)
Insurance	21,314	34,736	(13,422)
Depreciation	30,303	30,344	(41)
Total operating expenses	465,461	413,439	52,022
Nonoperating Expenses and Capital Contributions			
Interest expense	704,547	716,838	(12,291)
Interlocal agreement	284,905	603,926	(319,021)
Capital Contributions to Other Governments	83,986	-	83,986
Total nonoperating expenses	1,073,438	1,320,764	(247,326)
Total expenses	1,538,899	1,734,203	(195,304)
Increase in Net Assets	1,617,353	1,668,658	(51,305)
Net Assets, Beginning of Year	5,820,132	4,151,474	1,668,658
Net Assets, End of Year	$ 7,437,485	$ 5,820,132	$ 1,617,353

Nonoperating revenues decreased approximately $255,000 due to the writedown of the cost basis of certain real estate held for sale to approximately reflect the lower of cost or market less costs to sell. Other income also decreased by approximately $77,000. In 2009, there were some funds disbursed by the Authority that were never cashed; therefore, the funds were re-deposited and booked to income in 2009. This situation did not occur in 2010, thus causing a decrease in other income. These decreases were offset by the increase in TIF tax revenue of approximately $130,000 caused by the normal fluctuations from year to year.

Operating expenses increased by approximately $52,000 primarily due to the increase in personnel expenses.

Nonoperating expenses and capital contributions decreased by approximately $415,000 due to the decrease of $319,000 relating to the interlocal agreement with the City of Lawrence. In 2009, this account included the transfer of the skate park in lieu of 2007 and 2008 user fees as well as the 2009 user fee. In 2010, this account only includes the 2010 user fees.

Capital Assets and Debt Administration

Capital Assets

As discussed, the Authority is organized to promote and develop the former Fort Benjamin Harrison United States Army Military Base (Fort Harrison) located in Lawrence, Indiana. The Authority had initially acquired the land and buildings on the Fort Harrison property and has since developed and continued to construct infrastructure and buildings on the Lawrence Village at the Fort, which provides a park-like setting for a variety of uses. Readers are referred to footnotes 4 and 5 to the financial statements for more detailed information on capital asset activity.

During 2011, the Authority completed the Lawrence Village at the Fort, which resulted in significant improvements to the various parcels of real estate that are held for sale, as well as improvements that were contributed to other governments.

Long-Term Debt

The Authority's long-term debt is comprised of bond indebtedness, which over time has afforded the Authority the ability to acquire, construct and develop certain land, improvements and buildings on the Fort Harrison property. The bonds are payable from incremental ad valorem real property tax revenues levied and collected on property within the designated tax increment Allocation Area. Readers are referred to footnote 6 for more detailed information on long-term debt activity.

Other Potentially Significant Matters

Fort Harrison has been recognized for its decommissioning process and, in 2000 and 2001, was honored with awards for redevelopment and leadership in redevelopment. Today, the Office of Economic Adjustment continues to direct communities facing closure to Fort Harrison in order to glean best practice information in base reuse. In 1996, the 650 acre Fort Harrison area lost 1,100 direct jobs, appraised at a negative $10 million and provided no tax revenue. In May 2005, the remaining 115 acres still owned by the Authority appraised at over $11 million. To date, more than 1,900 jobs have been created in the Authority jurisdiction since decommissioning in 1995, and more than $3 million of property tax is generated in the Reuse Area annually.

In 2008 and 2009, much of the work accomplished was to set the stage for the development of Lawrence Village at the Fort in compliance with the Master Plan. In 2008, following the demolition of the old PX/Commissary, the Authority worked with Cripe Engineers and Browning Day Mullins Dierdorf on the development of a comprehensive infrastructure improvement plan including a drainage plan. The Lawrence Village at the Fort was completed during 2011.

In April 2009, the Authority closed on the Fixed Rate District Tax Increment Bonds, Series 2009 and released a request for bid specification package for a $9 million infrastructure construction project to support Lawrence Village at the Fort - a 100 acre parcel within Fort Benjamin Harrison that will be a walkable community for residents and visitors to eat, shop, live and work. Poindexter Excavating was low bidder, and therefore, awarded the work as project general contractor. Meyer Najem was awarded the contract to be the Owner's Technical Representative. The infrastructure work was approximately 90% complete by end of year 2009. Nearly two miles of streets were recreated with wet utilities installed beneath streets and dry utilities installed beneath sidewalks, which line both sides of each street. Forty-eight rain gardens were installed to enhance the Village drainage plan, which also includes the installation of a one acre pond and a Ravine Park area. Raised median planters and monuments greet visitors at primary entrances into the Village. Over 380 trees, 2,300 shrubs and 23,000 perennials and groundcover were planted lining new streets and pocket parks, which by May 2010 included bike lanes.

Request for Information: This financial report is designed to provide a general overview of the Authority's finances for all those interested. Questions concerning any of the information provided in this report or requests for additional information should be addressed in writing to Fort Harrison Reuse Authority, 9120 Otis Avenue, Indianapolis, IN 46216.

Fort Harrison Reuse Authority

Balance Sheets
December 31, 2011 and 2010

	2011	2010
Assets		
Current Assets		
Unrestricted Assets		
Cash and cash equivalents	$ 124,680	$ 221,551
Prepaid expenses and other assets	47,125	11,060
Real estate held for sale	13,092,440	4,651,160
Total unrestricted current assets	13,264,245	4,883,771
Restricted Assets		
Cash equivalents	11,227,197	12,584,243
TIF property tax receivable	1,668,823	1,877,555
Total restricted current assets	12,896,020	14,461,798
Total current assets	26,160,265	19,345,569
Noncurrent Assets		
Bond issuance costs, net of accumulated amortization	404,726	433,466
Note receivable	1,000,000	-
Nondepreciable capital assets	125,000	16,452,258
Depreciable capital assets, net	689,472	667,127
Total noncurrent assets	2,219,198	17,552,851
Total assets	$ 28,379,463	$ 36,898,420
Liabilities and Net Assets		
Current Liabilities		
Payable From Unrestricted Assets		
Accounts payable	$ 8,717	$ 35,581
Deferred revenue	15,525	16,835
Total current liabilities payable from unrestricted assets	24,242	52,416
Payable From Restricted Assets		
Accounts payable	-	964,418
Accrued interest on debt	365,257	376,377
Current portion of debt	1,330,000	1,280,000
Total current liabilities payable from restricted assets	1,695,257	2,620,795
Total current liabilities	1,719,499	2,673,211
Noncurrent Liabilities		
Payable From Restricted Assets		
Bonds payable	25,464,468	26,787,724
Total liabilities	27,183,967	29,460,935
Net Assets		
Invested in capital assets, net of related debt	(12,482,830)	(6,673,720)
Restricted for debt service	12,530,763	13,931,010
Unrestricted	1,147,563	180,195
Total net assets	1,195,496	7,437,485
Total liabilities and net assets	$ 28,379,463	$ 36,898,420

Fort Harrison Reuse Authority

Statements of Revenues, Expenses and Changes in Net Assets
Years Ended December 31, 2011 and 2010

	2011	2010
Operating Revenues		
Rental income	$ 91,945	$ 90,837
Total operating revenues	91,945	90,837
Operating Expenses		
Personnel	145,275	194,314
Utilities	61,508	28,235
Office supplies and other expenses	154,477	36,047
Professional fees	159,555	101,266
Repairs and maintenance	178,620	52,240
Engineering services	48,170	1,742
Insurance	20,897	21,314
Depreciation	31,115	30,303
Total operating expenses	799,617	465,461
Loss From Operations	(707,672)	(374,624)
Nonoperating Revenues (Expenses)		
TIF tax revenue	3,322,650	3,295,777
Investment income, net of fees	34,407	3,013
Loss on real estate held for sale	(2,658,556)	(233,478)
Interest expense, net of capitalized interest	(840,611)	(704,547)
Interlocal agreement	(350,000)	(284,905)
Other	99	103
	(492,011)	2,075,963
Capital Contributions to Other Governments	(5,042,306)	(83,986)
Increase (Decrease) in Net Assets	(6,241,989)	1,617,353
Net Assets, Beginning of Year	7,437,485	5,820,132
Net Assets, End of Year	$ 1,195,496	$ 7,437,485

Fort Harrison Reuse Authority
Statements of Cash Flows
Years Ended December 31, 2011 and 2010

	2011	2010
Cash Flows From Operating Activities		
Receipts from customers and users	$ 91,945	$ 90,837
Payments to vendors for goods and services	(686,156)	(466,523)
Payments for employees services	(145,275)	(194,314)
Net cash used in operating activities	(739,486)	(570,000)
Cash Flows From Noncapital Financing Activity - payments to local government - Interlocal agreement	(350,000)	(284,905)
Cash Flows From Capital and Related Financing Activities		
Principal paid on bonds	(1,280,000)	(1,225,000)
Interest paid	(816,247)	(679,964)
Property taxes received	3,531,382	3,556,357
Acquisition and construction of capital assets	(1,825,402)	(5,194,113)
Proceeds from sale of real estate held for sale	126,111	207,125
Other	(134,682)	(38,507)
Net cash used in capital and related financing activities	(398,838)	(3,374,102)
Cash Flows From Investing Activity - investment income received on cash equivalents	34,407	3,013
Net Decrease in Cash and Cash Equivalents	(1,453,917)	(4,225,994)
Cash and Cash Equivalents, Beginning of Year	12,805,794	17,031,788
Cash and Cash Equivalents, End of Year	$ 11,351,877	$ 12,805,794
Reconciliation of Loss From Operations to Net Cash Used in Operating Activities		
Loss from operations	$ (707,672)	$ (374,624)
Item not requiring cash		
Depreciation	31,115	30,303
Change in assets and liabilities		
Prepaid expenses and other assets	(36,065)	(1,897)
Accounts payable and accrued liabilities	(26,864)	(223,782)
Net cash used in operating activities	$ (739,486)	$ (570,000)
Noncash Capital and Related Financing Activities		
Capital assets included in accounts payable at end of year	$ -	$ 964,418
Sale of real estate financed by note receivable	1,000,000	-
Gain (loss) on sale of real estate held for sale	933,583	(233,478)
Capital assets transferred to real estate held for sale	8,603,808	-
Loss on assets constructed and transferred to real estate held for sale	(3,488,668)	-
Capital contributions to other governments	(5,042,306)	(83,986)

Note 1: Nature of Organization and Summary of Significant Accounting Policies

The Fort Harrison Reuse Authority (Authority) was established on May 1, 1995 by Indiana Code, Section 36-7-30. The Authority's primary purpose is to promote and develop the former Fort Benjamin Harrison United States Army Military Base (Fort Harrison) located in Lawrence, Indiana. The Authority will remain in operation until it has completed the Reuse Plan for Fort Harrison. The principal goals of the Reuse Plan are the preservation of the natural and historical resources, job creation and economic development.

The Authority also serves as the governing body of the Fort Harrison Military Base Reuse District, a special taxing district, which provides for the planning, replanning, development, redevelopment and preparation for reuse of Fort Harrison.

Financial Reporting Entity

The definition of the reporting entity under Governmental Accounting Standards Board (GASB) Statement No. 14, *The Financial Reporting Entity*, as amended, is based primarily on the concept of financial accountability. Although the Consolidated City of Indianapolis - Marion County appoints a voting majority of the Authority's governing body, neither of the other two tests of financial accountability is met. The Consolidated City of Indianapolis - Marion County is unable to impose its will on the Authority. Also, the Authority does not impose a financial burden or provide a financial benefit to the Consolidated City of Indianapolis - Marion County.

Basis of Accounting and Financial Reporting

The financial statements consist of a single-purpose business-type activity, which is reported on the accrual basis of accounting using the economic resources measurement focus.

The Authority prepares its financial statements in conformity with accounting principles generally accepted in the United States of America as applied to governmental units. GASB is the accepted standard-setting body for establishing governmental accounting and financial reporting principles.

During 2011, the Authority adopted Statement of Governmental Accounting Standards Board (GASB) No. 62, *Codification of Accounting and Financial Reporting Guidance Contained in Pre-November 30, 1989 FASB and AICPA Pronouncements*, which supersedes GASB Statement No. 20, *Accounting and Financial Reporting for Proprietary Funds and Other Governmental Entities That Use Proprietary Fund Accounting*, thereby eliminating the election provided in Paragraph 7 of that Statement for business-type activities to apply post-November 30, 1989, FASB Statements and Interpretations that do not conflict with or contradict GASB pronouncements. This Statement has been applied retrospectively and had no impact on the Authority's net assets, changes in net assets or financial reporting disclosures.

Use of Estimates

The preparation of financial statements in conformity with accounting principles generally accepted in the United States of America requires management to make estimates and assumptions that affect 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 revenues and expenses during the reporting period. Actual results could differ from those estimates.

Cash Equivalents

For purposes of the statements of cash flows, the Authority considers all highly liquid investments (including restricted assets) with a maturity of three months or less when purchased to be cash equivalents.

Property Taxes Receivable

A special property tax assessment is made on properties in the Fort Harrison Reuse Area for the purpose of retiring the Authority's TIF revenue bonds. Property taxes are collected and remitted to the Authority by Marion County and the City of Lawrence, Indiana. Taxes are levied annually on March 1 and are due on May 10 and November 10 one year later. Major tax payments are received in June and December and are accrued as revenue in the year they are levied. No allowance has been made for uncollectible taxes.

Allowance for Losses on Real Estate

Valuation allowances are provided for real estate held for sale when the net realizable value of the property is less than its cost. Additions to the allowance are recorded as expense in the year the loss amounts are estimated. At December 31, 2011, the Authority recorded a loss on real estate held for sale of $3,488,668 related to improvements made. At December 31, 2010, no such loss was recognized.

Capital Assets

Capital assets purchased by the Authority are stated at historical cost. Depreciation is computed using the straight-line method over the estimated useful lives of such assets. The estimated lives by general classification are as follows:

	Years
Buildings and improvements	15 to 39
Office equipment	5 to 7

Interest costs incurred on property held for sale are expensed in the period incurred. Maintenance and repairs are expensed as incurred. Gains and losses on disposition of capital assets are included in nonoperating revenues and expenses.

Interest incurred during construction, renovation and/or remediation periods is capitalized and included in the cost of property and equipment. The Authority capitalizes interest costs of borrowings specifically for the project, net of interest earned on investments acquired with the proceeds of the borrowings. Total interest incurred each year was:

	2011	2010
Interest costs capitalized	$ 441,517	$ 445,876
Interest costs charged to expense	840,611	704,547
Total interest incurred	$ 1,282,128	$ 1,150,423

Environmental Remediation

The United States Department of Defense is responsible for environmental remediation of designated areas within Fort Harrison. Remediation is completed before property is deeded to the Authority. Therefore, no significant accruals are considered necessary for any environmental remediation issues.

Rental Income

All leases wherein the Authority is the lessor are accounted for as operating leases. Rental income is recognized as it becomes receivable over the respective lease terms.

Revenue and Expense and Net Assets Recognition

Revenues from tenants are reported as operating revenues. Operating expenses include the cost of administering the Authority, including depreciation and amortization of capital assets. All revenues and expenses not meeting this definition are reported as nonoperating revenues and expenses.

When both restricted and unrestricted net assets are available for use, it is the Authority's policy to use restricted net assets first, then unrestricted net assets as they are needed.

Annual Budget

The Authority is not legally required to prepare and adopt an annual budget.

Note 2: Cash, Cash Equivalents and Investment Securities

Deposits

Custodial credit risk is the risk that in the event of a bank failure, the Authority's deposits may not be returned to it. The Authority's deposit policy for custodial credit risk requires compliance with the provisions of Indiana statutes.

The financial institution holding the Authority's cash accounts is participating in the FDIC's Transaction Account Guarantee Program. Pursuant to further legislation enacted in 2010, the FDIC will continue to fully insure all noninterest-bearing transaction accounts through December 31, 2012, at all FDIC-insured institutions. Effective July 21, 2010, the FDIC's insurance limits were permanently increased to $250,000 for all interest-bearing accounts.

Any cash deposits in excess of the FDIC limits described above are insured by the Indiana Public Deposits Insurance Fund (Fund). The Fund is a multiple financial institution collateral pool as provided under Indiana Code, Section 5-13-12-1.

Investments

Indiana statutes authorize the Authority to invest in United States obligations and issues of federal agencies, Indiana municipal securities, secured repurchase agreements fully collateralized by U.S. Government or U.S. Government Agency securities, certificates of deposit and open-end money market mutual funds.

At December 31, 2011 and 2010, the Authority had $11,227,197 and $12,584,243 of investment securities, all of which were money market mutual funds that mature within one year.

Interest Rate Risk - As a means of limiting its exposure to fair value losses arising from rising interest rates, the Authority is limited to investing in securities with a stated maturity of not more than two years after the date of purchase or entry into a repurchase agreement, as defined by Indiana Code, Section 5-13-9-5.6. The Authority's investment policy for interest rate risk requires compliance with the provisions of Indiana statutes. The money market mutual funds are presented as an investment with a maturity of less than one year because they are redeemable in full immediately.

Credit Risk - Credit risk is the risk that the issuer or other counterparty to an investment will not fulfill its obligations. The Authority's investment policy for credit risk requires compliance with the provisions of Indiana statutes, and Indiana Code Section 5-13-9-2.5 requires that the Authority only invest in securities that are rated AAA by Standard and Poor's or Aaa by Moody's Investor's Service. At December 31, 2011 and 2010, the Authority's money market mutual funds were rated AAA by Standard & Poor's.

***Custodial Credit Risk* -** For an investment, custodial credit risk is the risk that, in the event of the failure of the counterparty, the Authority will not be able to recover the value of its investment or collateral securities that are in the possession of an outside party. The Authority's investment in money market mutual funds was not subject to custodial credit risk at December 31, 2011 and 2010, as their existence is not evidenced by securities that exist in physical or book entry form.

***Concentration of Credit Risk* -** The Authority places no limit on the amount that may be invested in any one issuer.

***Foreign Currency Risk* -** This risk relates to adverse effects on the fair value of an investment from changes in exchange rates. The Authority's investment policy prohibits investments in foreign investments.

Summary of Carrying Values

Cash and cash equivalents included in the balance sheets are classified as follows:

	2011	2010
Cash and cash equivalents		
Current - unrestricted	$ 124,680	$ 221,551
Current - restricted	11,227,197	12,584,243
	$ 11,351,877	$ 12,805,794

Investment Income

Investment income for the years ended December 31, 2011 and 2010 consisted of $1,975 and $4,837 of interest and dividends.

Cash and cash equivalents are restricted as follows:

	2011	2010
Investment Surplus Fund - 2000 Bonds	$ 1,656,495	$ 2,180,927
Investment Revenue Fund - 2000 Bonds	6,702,186	7,380,523
Investment Main Reserve Fund - 2000 Bonds	844,247	844,162
Investment Secondary Reserve Fund - 2000 Bonds	281,446	281,417
Bond Reserve Fund - 2006 Bonds	997,519	997,515
Investment Capital Fund - 2006 Bonds	-	73,213
Bond Reserve Fund - 2009 Bonds	745,304	745,288
Investment Capital Fund - 2009 Bonds	-	81,198
	$ 11,227,197	$ 12,584,243

Note 3: Note Receivable

A parcel of land held for sale was sold on September 2, 2011 for $1,126,111. With this sale, the Authority received $126,111 cash from this sale and financed the remaining $1,000,000 with a note receivable from the buyer. The terms include quarterly interest payments of 10% beginning on October 1, 2011 with the principal balance of the note and any accrued unpaid interest being due September 1, 2016. The payment maturities are as follows:

Years Ending December 31	Principal	Interest	Total
2012	$ -	$ 100,000	$ 100,000
2013	-	100,000	100,000
2014	-	100,000	100,000
2015	-	100,000	100,000
2016	1,000,000	75,000	1,075,000
	$ 1,000,000	$ 475,000	$ 1,475,000

Note 4: Real Estate Held for Sale

Property held for sale was purchased from the Department of the U.S. Army on June 26, 1996, and is stated at the lower of cost or market less costs to sell (i.e. net realizable value) using the specific-identification method. The Authority purchased both personal and real property of the military base known as Fort Harrison for $6,135,971. Management of the Authority allocated the lump-sum purchase price between personal and real property based upon the relative sales value of the property at the date of acquisition. This allocation resulted in cost assignments of $150,000 for personal property and $5,985,971 for real estate as of June 30, 1996. As of December 31, 2011 and 2010, the balance of land held for resale plus development costs was $13,092,440 and $4,651,160, respectively.

During 2011, the Authority completed the Lawrence Village Project which resulted in $9,130,894 of improvements to the parcels of land included in real estate held for sale.

Legal title to approximately five percent of the Authority's real property remains with the Department of the U.S. Army. The Authority has operational rights to this property through a lease agreement with the Department of the U.S. Army. Title for this property will transfer to the Authority when certain environmental remediation has occurred and military operational needs have been met.

Note 5: Capital Assets

A summary of changes in capital assets for the years ended December 31, 2011 and 2010 is as follows:

	2011			
	Beginning Balance, January 1, 2011	Transfers and Additions	Transfers and Disposals	Ending Balance, December 31, 2011
Capital assets, not being depreciated:				
Land	$ 125,000	$ -	$ -	$ 125,000
Construction in progress	16,327,258	837,524	17,164,782	-
Total capital assets, not being depreciated	16,452,258	837,524	17,164,782	125,000
Capital assets, being depreciated:				
Buildings and improvements	922,691	53,460	-	976,151
Equipment, furniture and fixtures and other	32,143	-	-	32,143
Total capital assets, being depreciated	954,834	53,460	-	1,008,294
Less accumulated depreciation for:				
Buildings and improvements	(253,832)	(30,503)	-	(284,335)
Equipment, furniture and fixtures and other	(33,875)	(612)	-	(34,487)
Total accumulated depreciation	(287,707)	(31,115)	-	(318,822)
Total capital assets, being depreciated, net	667,127	22,345	-	689,472
Capital assets, net	$ 17,119,385	$ 859,869	$ 17,164,782	$ 814,472

	2010			
	Beginning Balance, January 1, 2010	Transfers and Additions	Transfers and Disposals	Ending Balance, December 31, 2010
Capital assets, not being depreciated:				
Land	$ 125,000	$ -	$ -	$ 125,000
Construction in progress	12,536,429	3,790,829	-	16,327,258
Total capital assets, not being depreciated	12,661,429	3,790,829	-	16,452,258
Capital assets, being depreciated:				
Buildings and improvements	922,691	-	-	922,691
Equipment, furniture and fixtures and other	32,143	-	-	32,143
Total capital assets, being depreciated	954,834	-	-	954,834
Less accumulated depreciation for:				
Buildings and improvements	(224,220)	(29,612)	-	(253,832)
Equipment, furniture and fixtures and other	(33,184)	(691)	-	(33,875)
Total accumulated depreciation	(257,404)	(30,303)	-	(287,707)
Total capital assets, being depreciated, net	697,430	(30,303)	-	667,127
Capital assets, net	$ 13,358,859	$ 3,760,526	$ -	$ 17,119,385

The Authority completed the Lawrence Village at the Fort project during 2011. With the completion of this significant project, the Authority allocated approximately $9.1 million of project costs to the real estate held for sale and $5.1 million to other governments responsible for managing the newly constructed assets. The remaining $3.1 million of project costs are reflected as losses on real estate held for sale, which is carried at the lower of cost or market less costs to sell.

Note 6: Bonds Payable

Bonds outstanding at December 31, 2011 and 2010 consist of:

	2011	2010
Variable Rate Demand Tax Increment and Revenue Bonds, Series 2000		
Serial bonds, maturing February 1, 2012 to 2021 in payments from $545,000 to $895,000. Interest at a variable rate, due monthly	$ 7,080,000	$ 7,595,000
Fixed Rate Tax Increment Bonds, Series 2006		
Serial bonds, maturing February 1 and August 1, 2012 to 2019 in payments from $240,000 to $325,000. Interest at 4.00% to 5.00%, due semiannually on February 1 and August 1	2,960,000	3,425,000
Term bonds, maturing August 1, 2017 to August 1, 2024 and February 1, 2026 in payments from $600,000 to $1,460,000. Interest at 4.00% to 5.00%, respectively, due semiannually on February 1 and August 1	6,610,000	6,610,000
	9,570,000	10,035,000
Fixed Rate Tax Increment Bonds, Series 2009		
Serial bonds, maturing February 1 and August 1, 2012 to 2019 in payments from $150,000 to $170,000. Interest at 2.50% to 4.00%, due semiannually on August 1 and February 1	2,550,000	2,850,000
Term bonds, maturing August 1, 2020 to August 1, 2024 and February 1, 2026 in payments from $350,000 to $2,325,000. Interest at 4.125% to 5.000%, respectively, due semiannually on February 1 and August 1	7,690,000	7,690,000
Unamortized discount on 2009 bonds	(95,532)	(102,276)
	10,144,468	10,437,724
Total bonds payable	26,794,468	28,067,724
Current portion	(1,330,000)	(1,280,000)
	$ 25,464,468	$ 26,787,724

Variable Rate Demand Tax Increment and Revenue Bonds, Series 2000

On March 27, 2000, the Authority issued $12,345,000 of Variable Rate Demand Tax Increment and Revenue Bonds, Series 2000 (the Series 2000 Bonds) to provide funds to (1) finance a portion of the costs of acquisition of property; (2) refinance $10,698,125 of the Authority's City of Lawrence, Indiana Fort Harrison Military Base Reuse District Tax-Exempt Notes of 1999; (3) pay capitalized interest on the Series 2000 Bonds; and (4) pay bond issuance costs on the Series 2000 Bonds. The Series 2000 Bonds are secured by a Letter of Credit in the amount of $7,688,637, which expires in successive one-year periods on March 15, but in no event beyond February 15, 2021 unless 180 days' notice prior to any Stated Termination Date is provided to the Trustee.

Payments under the Letter of Credit are governed by a separate Reimbursement Agreement between the Authority and the Letter of Credit issuer. The bonds are payable solely from incremental ad valorem real property tax revenues levied and collected on property within the designated tax increment Allocation Area. The bonds are subject to optional redemption by the Authority beginning in February 2001, at amounts equal to 100% of the principal amount redeemed, plus interest accrued to the redemption date. Interest was .26% at December 31, 2011.

Fixed Rate Tax Increment Bonds, Series 2006

On October 10, 2006, the Authority issued $11,795,000 of Fixed Rate Tax Increment Bonds, Series 2006 (the 2006 Authority Bonds) to provide funds to finance the demolition of the Hawley Hospital (Building 300) and the post exchange and commissary facility and related property development and improvements and the construction of a new post exchange and commissary facility and related improvements (collectively, the "2006 Project"); including repayment of interim advances and financing thereof, and incidental expenses incurred in connection therewith. The 2006 Authority Bonds are issued on a parity with respect to the lien on the Revenues (as defined in the Authority indenture) securing the Series 2000 Bonds issued on March 22, 2000. The provisions of the Letter of Credit are solely for the protection of the 2000 Authority Bonds and are not for the protection of the 2006 Authority Bonds. The bonds are payable solely from and secured exclusively by incremental ad valorem real property tax revenues levied and collected on property within the designated tax increment Allocation Area.

The Series 2006 Bonds, maturing August 1, in the years 2017, 2018, 2020, 2022, 2023 and 2024, and February 1, 2026 (the Term Bonds), are subject to optional redemption by the Authority beginning in February 2017, at amounts equal to 100% of the principal amount redeemed, plus interest accrued to the redemption date.

Fixed Rate Tax Increment Bonds, Series 2009

On April 17, 2009, the Authority issued $11,085,000 of Fixed Rate Tax Increment Bonds, Series 2009 (the 2009 Authority Bonds) to provide funds for the development of the Lawrence Village at the Fort. The 2009 Authority Bonds are issued on a parity with respect to the lien on the Revenues securing the Series 2000 Bonds issued on March 22, 2000. The provisions of the Letter of Credit are solely for the protection of the 2000 Authority Bonds and are not for the protection of the 2009 Authority Bonds. The bonds are payable solely from and secured exclusively by incremental ad valorem real property tax revenues levied and collected on property within the designated tax increment Allocation Area.

The 2009 Authority Bonds, maturing August 1, in the years 2020, 2021, 2022, 2023 and 2024, and February 1, 2026 (the Term Bonds), are subject to optional redemption by the Authority beginning in August 2019, at amounts equal to 100% of the principal amount redeemed, plus interest accrued to the redemption date.

Debt service requirements to maturity for all debt of the Authority, excluding any unamortized discount or premium are as follows at December 31, 2011. The debt service requirements for the Variable Rate Demand Tax Increment and Revenue Bonds are based upon scheduled maturities, but may be called on demand.

Years Ending December 31	Principal	Interest	Total
2012	$ 1,330,000	$ 886,750	$ 2,216,750
2013	1,385,000	856,562	2,241,562
2014	1,445,000	824,407	2,269,407
2015	1,510,000	792,551	2,302,551
2016	1,575,000	751,150	2,326,150
2017 - 2021	8,765,000	2,835,632	11,600,632
2022 - 2026	10,880,000	1,455,930	12,335,930
	$ 26,890,000	$ 8,402,982	$ 35,292,982

The following is a summary of long-term obligation transactions for the Authority for the years ended December 31, 2011 and 2010:

	2011				
	Beginning Balance	Additions	Reductions	Ending Balance	Current Portion
Long-term obligations					
2000 TIF bonds	$ 7,595,000	$ -	$ (515,000)	$ 7,080,000	$ 545,000
2006 TIF bonds	10,035,000	-	(465,000)	9,570,000	485,000
2009 TIF bonds	10,540,000	-	(300,000)	10,240,000	300,000
Discount	(102,276)	-	6,744	(95,532)	-
Total long-term obligations	$ 28,067,724	$ -	$ (1,273,256)	$ 26,794,468	$ 1,330,000

	2010				
	Beginning Balance	Additions	Reductions	Ending Balance	Current Portion
Long-term obligations					
2000 TIF bonds	$ 8,085,000	$ -	$ (490,000)	$ 7,595,000	$ 515,000
2006 TIF bonds	10,480,000	-	(445,000)	10,035,000	465,000
2009 TIF bonds	10,830,000	-	(290,000)	10,540,000	300,000
Discount	(109,020)	-	6,744	(102,276)	-
Total long-term obligations	$ 29,285,980	$ -	$ (1,218,256)	$ 28,067,724	$ 1,280,000

Note 7: Benefit Plan

The Authority contributes to the Public Employees' Retirement Fund of Indiana (PERF), established in accordance with Indiana Code, Section 5-10.3-2-1. PERF is an agent multiple employer public employee retirement system that acts as a common investment and administrative agent for units of state and local government in Indiana. All full-time employees of the Authority participate in PERF. The authority to establish or amend benefit provisions rests with the Indiana General Assembly. However, obligations to contribute to the plan are determined by the board of PERF in accordance with actuarial methods. PERF issues a publicly available financial report that includes financial statements and required supplementary information for the plan. This report may be obtained via the Internet at http://www.in.gov/legislative/igareports/agency/reports/PERF06.pdf .

The Authority made contributions to PERF for the years ended December 31, 2011 and 2010 of 7.0% and 6.5%, respectively, of each eligible employee's gross wages.

Note 8: Rental Income From Operating Leases

The Authority leases space in its buildings on a fixed fee as well as a contingent rental basis. Many of the leases provide for a periodic review and adjustment of the rental amounts. Substantially all capital assets are held by the Authority for the purpose of rental or related use.

Minimum future rentals on noncancelable operating leases to be received in each of the next five years and thereafter as of December 31, 2011 are as follows:

2012	$ 70,485
2013	54,411
2014	28,910
2015	13,386
2016	13,386
Thereafter	93,698
	$ 274,276

Note 9: Risk Management

The Authority maintains commercial insurance policies for all risks of loss. Certain of these policies allow for deductibles, which range up to $5,000 per occurrence. Settled claims have not exceeded this commercial coverage in any of the past three years.

Note 10: Interlocal Agreement

The Authority entered into an Interlocal Agreement with the City of Lawrence as a result of the strain the promotion, development and redevelopment of the former Fort Benjamin Harrison has put on the capacity and maintenance of local municipal public improvements of the City of Lawrence that are in, directly serving, or benefiting the Redevelopment Area.

The Agreement stipulates certain obligations of the City of Lawrence, including management of design, construction, repair, maintenance or reconstruction, as well as providing construction inspection, of any local municipal public improvements within the Redevelopment Area. Under the Interlocal Agreement, the Authority has agreed to reimburse the City of Lawrence for a portion of such expenses the City incurs in this regard. While the Interlocal Agreement expired on December 31, 2006, the Authority has agreed to continue to reimburse the City for a portion of the costs it is incurring to directly or indirectly benefit the Redevelopment Area. Interlocal expense for 2011 and 2010 was $350,000 and $284,905, respectively. The Authority has committed to provide additional payments to the City of Lawrence of $350,000 in 2012.

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Independent Accountants' Report on Internal Control Over Financial Reporting and on Compliance and Other Matters Based on an Audit of the Financial Statements Performed in Accordance With *Government Auditing Standards*

Board of Directors
Fort Harrison Reuse Authority
Indianapolis, Indiana

We have audited the financial statements of Fort Harrison Reuse Authority (Authority) as of and for the year ended December 31, 2011, and have issued our report thereon dated February 7, 2013. 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.

Internal Control Over Financial Reporting

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

Our consideration of internal control over financial reporting was for the limited purpose described in the preceding paragraph 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. However, as discussed in the accompanying schedule of findings and responses, we identified certain deficiencies in internal control over financial reporting that we consider to be material weaknesses.

A deficiency in internal control exists when the design or operation of a control does not allow management or employees, in the normal course of performing their assigned functions, to prevent or detect and correct misstatements on a timely basis. A material weakness is a deficiency, or a combination of deficiencies, in internal control, such that there is a reasonable possibility that a material misstatement of the Authority's financial statements will not be prevented or detected and corrected on a timely basis. We consider the deficiency described in the accompanying schedule of findings and responses as items 11-1 to be a material weakness.

Compliance and Other Matters

As part of obtaining reasonable assurance about whether the Authority'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*.

We also noted certain matters that we reported to the Authority's management in a separate letter dated February 7, 2013.

The Authority's responses to the findings identified in our audit are described in the accompanying schedule of findings and responses. We did not audit the Authority's responses and, accordingly, we express no opinion on them.

This report is intended solely for the information and use of the governing body, management and others within the Authority and is not intended to be and should not be used by anyone other than these specified parties.

BKD, LLP

February 7, 2013

Fort Harrison Reuse Authority

Schedule of Findings and Responses
Year Ended December 31, 2011

Findings Required to be Reported by Government Auditing Standards

Reference Number	Finding	
11-1	**Criteria or Specific Requirement:**	Management is responsible for establishing and maintaining effective internal controls over financial reporting.
	Condition:	The Authority's internal control environment over financial reporting did not detect adjustments that were subsequently identified as a result of our auditing procedures.
	Context:	During 2012, the Authority completed a significant capital project. As a result of our audit procedures, significant adjustments to construction in progress, capitalized interest and real estate held for sale were made.
	Effect:	Potential misstatements in the financial statements.
	Cause:	The Authority has a very limited staff size and outsources a significant portion of its accounting function to a third party.
	Recommendation:	Management should establish and maintain a policy whereby all significant account balances are reconciled to the general ledger on a monthly basis to ensure accurate financial reporting.
	Views of Responsible Officials and Planned Corrective Actions:	Management concurs with the finding and recommendation. During 2011, the Authority did reconcile all of the activity that flows through bond trust accounts on a monthly basis. Furthermore, the Authority employed the use of an outside accounting firm to assist with the preparation for the audit. The completion of the capital project in question was a unique transaction to the Authority and, therefore, additional guidance was required to ensure the appropriate accounting and reporting of this transaction.