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STATE BOARD OF ACCOUNTS
302 WEST WASHINGTON STREET
ROOM E418
INDIANAPOLIS, INDIANA 46204-2765

Telephone: (317) 232-2513
Fax: (317) 232-4711
Web Site: www.in.gov/sboa

June 12, 2020

Board of Directors
Mid-States Corridor Regional Development Authority
212 West 6th Street
Jasper, IN 47546

We have reviewed the audit report of the Mid-States Corridor Regional Development Authority, which was opined upon by LWG CPAs & Advisors, Independent Public Accountants, for the period January 1, 2019 to December 31, 2019. Per the *Independent Auditor's Report*, the financial statements included in the report present fairly the financial condition of the Mid-States Corridor Regional Development Authority as of December 31, 2019, and the results of its operations for the period then ended, on the basis of accounting described in the report.

In our opinion, LWG CPAs & Advisors prepared the audit report in accordance with guidelines established by the State Board of Accounts.

The audit report is filed with this letter in our office as a matter of public record.

A handwritten signature in blue ink that reads 'Paul D. Joyce'.

Paul D. Joyce, CPA
State Examiner

Mid-States Corridor Regional Development
Authority

Financial Statements

Years Ended December 31, 2019 and 2018

MID-STATES CORRIDOR REGIONAL DEVELOPMENT AUTHORITY

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INDEPENDENT AUDITORS' REPORT

To the Board of Directors of
Mid-States Corridor Regional Development Authority

We have audited the accompanying financial statements of the Mid-States Corridor Regional Development Authority, which comprise the statements of net position as of December 31, 2019 and 2018, and the related statements of activities and changes in net position, and cash flows for the years then ended, and the related notes to the financial statements.

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.

Auditors' 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. 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 financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Opinion

In our opinion, the financial statements referred to above present fairly, in all material respects, the financial position of the Mid-States Corridor Regional Development Authority as of December 31, 2019 and 2018, and the results of its activities and its cash flows for the years then ended in accordance with accounting principles generally accepted in the United States of America.

Report on Internal Control over Financial Reporting

We also have audited, in accordance with auditing standards generally accepted in the United States of America, Mid-States Corridor Regional Development Authority's internal control over financial reporting as of December 31, 2019, based on criteria established in Internal Control – Integrated Framework issued by the Committee of Sponsoring Organizations of the Treadway Commission (COSO) and our report dated June 5, 2020 expressed an unmodified opinion.

Other Matters

Management has omitted the Management's Discussion and Analysis and the Budgetary Comparison Schedule that accounting principles generally accepted in the United States of America require to be presented to supplement the basic financial statements. Such missing information, although not a part of the basic financial statements, is required by the Governmental Accounting Standards Board who considers it to be an essential part of financial reporting for placing the basic financial statements in an appropriate operational, economic, or historical context. Our opinion on the basic financial statements is not affected by this missing information.

Other Reporting Required by Government Auditing Standards

In accordance with Government Auditing Standards, we have also issued our report dated June 5, 2020 on our consideration of Mid-States Corridor Regional Development Authority'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 Mid-States Corridor Regional Development Authority's internal control over financial reporting and compliance.

LWG CPAs & Advisors

LWG CPAs & Advisors
Indianapolis, Indiana
June 5, 2020

**MID-STATES CORRIDOR REGIONAL
DEVELOPMENT AUTHORITY**
STATEMENT OF FINANCIAL POSITION
December 31, 2019 and 2018

	2019	2018
ASSETS		
Cash and cash equivalents	\$ 123,630	\$ 970,629
Accounts receivable	3,000	-
Pledge receivable	4,834,330	6,321,664
TOTAL ASSETS	4,960,960	7,292,293
LIABILITIES		
Accounts payable	1,950	5,200
TOTAL LIABILITIES	1,950	5,200
NET POSITION		
Unrestricted	4,959,010	7,287,093
TOTAL NET POSITION	\$ 4,959,010	\$ 7,287,093

The accompanying notes are an integral part of these statements

MID-STATES CORRIDOR REGIONAL DEVELOPMENT AUTHORITY

STATEMENT OF ACTIVITIES Years Ended December 31, 2019 and 2018

	Amount	
	2019	2018
REVENUES		
Contributions	\$ -	\$ 7,314,233
Rental income	3,000	-
TOTAL REVENUES	3,000	7,314,233
EXPENSES		
Program Services		
INDOT EIS project	2,293,000	-
TOTAL PROGRAM SERVICES	2,293,000	-
Supporting Services		
Legal and professional fees	50,564	29,675
TOTAL SUPPORTING SERVICES	50,564	29,675
TOTAL EXPENSES	2,343,564	29,675
OPERATING INCOME (LOSS)	(2,340,564)	7,284,558
NON-OPERATING REVENUE		
Interest income	12,481	2,535
TOTAL NON-OPERATING REVENUE	12,481	2,535
CHANGE IN NET POSITION	(2,328,083)	7,287,093
NET POSITION - BEGINNING OF YEAR	7,287,093	-
NET POSITION - END OF YEAR	\$ 4,959,010	\$ 7,287,093

The accompanying notes are an integral part of these statements.

MID-STATES CORRIDOR REGIONAL DEVELOPMENT AUTHORITY

STATEMENT OF CASH FLOWS Years Ended December 31, 2019 and 2018

	2019	2018
CASH FLOWS FROM OPERATING ACTIVITIES		
Contribution proceeds	\$ 1,487,334	\$ 992,569
Rental income	3,000	-
Payments to suppliers	(2,349,814)	(24,475)
NET CASH PROVIDED (USED) BY OPERATING ACTIVITIES	(859,480)	968,094
CASH FLOWS FROM INVESTING ACTIVITIES		
Interest income	12,481	2,535
NET CASH PROVIDED (USED) BY INVESTING ACTIVITIES	12,481	2,535
NET CHANGE IN CASH AND CASH EQUIVALENTS	(846,999)	970,629
CASH AND CASH EQUIVALENTS, BEGINNING OF YEAR	970,629	-
CASH AND CASH EQUIVALENTS, END OF YEAR	\$ 123,630	\$ 970,629
 RECONCILIATION OF OPERATING INCOME TO CASH FLOWS PROVIDED (USED) BY OPERATING ACTIVITIES		
Operating income	\$ (2,340,564)	\$ 7,284,558
Decrease (increase) in assets		
Accounts receivable	(3,000)	-
Pledge receivable	1,487,334	(6,321,664)
Increase (decrease) in assets and liabilities		
Accounts payable	(3,250)	5,200
NET CASH PROVIDED (USED) BY OPERATING ACTIVITIES	\$ (859,480)	\$ 968,094

The accompanying notes are an integral part of these statements.

MID-STATES CORRIDOR REGIONAL DEVELOPMENT AUTHORITY

NOTES TO THE FINANCIAL STATEMENTS

Years Ended December 31, 2019 and 2018

(1) Summary of significant accounting policies

Nature of Activities – The Mid-States Corridor Regional Development Authority (the “RDA” or the “Authority”) is organized under Indiana Code 37-7.6. The RDA has undertaken, together with the Indiana Department of Transportation, to conduct a review of the existing US 231 facility from the Ohio River to the I-64 Dale interchange and the potential transportation corridor through Dubois County originating at the I-64 Dale interchange and connecting with I-69 (possibly via SR 37).

Mission – The RDA was formed with the primary mission to raise and collect funds to study and eventually implement the construction of a transportation corridor through Dubois and Spencer Counties (with additional counties to be added based on the final route). The RDA will also explore ways to leverage the combination of the new transportation corridor, the attraction of employers / talent and quality of place projects to create transformative growth for the region.

Non-Exchange Transactions – Governmental Accounting Standards Board (“GASB”) No. 33 defines a non-exchange transaction, as a governmental unit that gives (or receives) value without directly receiving (or giving) equal value in return. Because the RDA receives money from local governmental units without giving equal value in return, the transactions qualify as a non-exchange transaction. On an accrual basis, expenses to grantees are recognized in the fiscal year they are granted. Amounts remaining to be reimbursed to grantees are considered grants payable.

Basis of Presentation – The financial statements of the RDA have been prepared on the accrual basis of accounting and using the economic resources measurement focus. Accordingly, the RDA recognizes revenue in the period earned and expenses in the period incurred. The Governmental Accounting Standards Board (GASB) is the accepted standard-setting body for establishing accounting and financial reporting principles.

Management’s Use of Estimates – The preparation of financial statements in conformity with generally accepted accounting principles requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and the disclosure of contingent assets and liabilities as of the date of the financial statements, and the reported amounts of revenues and expenses during the reporting period. Actual results could differ from the estimates.

Contributions – The RDA received contributions from multiple organizations to fund operating expenses incurred. These funds are unrestricted.

Cash and Cash Equivalents – The RDA considers all investments with maturities of three months or less, when purchased, to be cash equivalents. At times, such cash may be in excess of the FDIC insurance limit. However, additional coverage is provide by the Indiana Public Deposit Insurance Fund for funds that exceed the FDIC limits.

**MID-STATES CORRIDOR REGIONAL
DEVELOPMENT AUTHORITY**
NOTES TO THE FINANCIAL STATEMENTS
Years Ended December 31, 2019 and 2018

(1) Summary of significant accounting policies (cont.)

Accounts Receivable – The RDA has outstanding receivables in the amount of \$3,000 and \$0 as of December 31, 2019 and 2018, respectively. The recording of an allowance for doubtful accounts is not considered necessary as of December 31, 2019 and 2018.

Operating and Non-Operating Revenue – The principal operating revenue of the RDA consist of contributions. In addition the RDA considers rental income operating revenue. Operating expenses for the RDA include program services and supporting services. All revenues and expenses not meeting this definition are reported as non-operating revenues and expenses.

Net Position – Net position is comprised of the net earnings from operating and non-operating revenues, expenses and capital contributions. Net position is considered unrestricted and is available for the use of the RDA.

Subsequent events have been evaluated through the date of the Independent Auditors' Report, the date of which the financial statements were available for distribution.

(2) Commitments

Since the inception of the RDA, the board has entered into a contract with the Indiana Department of Transportation for an approved project. The funding contribution provided by the RDA will be \$7,000,000 from local funding sources for costs of the project. All funds contributed will be applied first to the cost of the Tier 1 EIS and any remaining to be applied to Tier 2 EIS. There is no formal schedule of funding at this time.

(3) Operating lease

The RDA has an executed lease dated July 1, 2019 to lease office space through June 30, 2021 at \$500 per month. The lease may be extended for an additional two-year term with the same terms. The office space is sub-leased to the contractor performing the Tier 1 EIS at the same rate through June 30, 2021 and also may be extended for an additional two-year term.

The office space was provided at a discounted rate by the lessor to support the RDA. The value of the discounted rent was estimated at \$15,250 for the year ended December 31, 2019.

(4) Pledge receivable

The RDA had received pledges from private investors of \$1,334,330 and \$2,821,664 as of December 31, 2019 and 2018, respectively. In addition, the RDA had received pledges from public investors of \$3,500,000 as of December 31, 2019 and 2018. Private investors have made a promise to contribute money in the future as either a one-time transaction or incremental payments. These unconditional pledges were recorded as receivable and revenue in the year pledged.



INDEPENDENT AUDITORS' REPORT

To the Board of Directors of
Mid-States Corridor Regional Development Authority

Report on Internal Control over Financial Reporting

We have audited Mid-States Corridor Regional Development Authority's internal control over financial reporting as of December 31, 2019, based on criteria established in the Internal Control – Integrated Framework (2013), issued by the Committee of Sponsoring Organizations of the Treadway Commission (COSO).

Management's Responsibility for Internal Control over Financial Reporting

Management is responsible for designing, implementing, and maintaining effective internal control over financial reporting, and for its assessment about the effectiveness of internal control over financial reporting as described in its report on the same.

Auditors' Responsibility

Our responsibility is to express an opinion on the entity's internal control over financial reporting based on our audit. We conducted our audits 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 effective internal control over financial reporting was maintained in all material respects.

An audit of internal control over financial reporting involves performing procedures to obtain audit evidence about whether a material weakness exists. The procedures selected depend on the auditor's judgement, including the assessment of the risks that a material weakness exists. An audit includes obtaining an understanding of internal control over financial reporting and testing and evaluating the design and operating effectiveness of internal control over financial reporting based on the assessed risk.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

Definition and Inherent Limitations of Internal Control over Financial Reporting

An entity's internal control over financial reporting is a process effected by those charged with governance, management, and other personnel, designed to provide reasonable assurance regarding the preparation of reliable financial statements in accordance with accounting principles generally accepted in the United States of America. An entity's internal control over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the entity; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with accounting principles generally accepted in the United States of America, and that receipts and expenditures of the entity are being made only in accordance with authorizations of management and those charged with governance; and (3) provide reasonable assurance regarding prevention, or timely detection and correction of unauthorized acquisition, use, or disposition of the entity's assets that could have a material effect on the financial statements.

Because of its inherent limitations, internal control over financial reporting may not prevent, or detect and correct, misstatements. Also, projections of any assessment of effectiveness to future periods are subject to the risk that controls may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Opinion

In our opinion, Mid-States Corridor Regional Development Authority maintained, in all material respects, effective internal control over financial reporting as of December 31, 2019, based on criteria established in the Internal Control – Integrated Framework (2013), issued by the Committee of Sponsoring Organizations of the Treadway Commission (COSO)

Report on Financial Statements

We also have audited, in accordance with auditing standards generally accepted in the United States of America, the financial statements of Mid-States Corridor Regional Development Authority, and our report dated June 5, 2020 expressed an unmodified opinion.



LWG CPAs & Advisors
Indianapolis, Indiana
June 5, 2020



**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

The Governing Body
Mid-States Corridor Regional Development Authority

We have audited, in accordance with auditing standards generally accepted in the United States of America and the standards applicable to financial audits contained in *Government Auditing Standards* issued by the Comptroller General of the United States, the financial statements of Mid-States Corridor Regional Development Authority as of and for the year ended December 31, 2019, and the related notes to the financial statements, which collectively comprise Mid-States Corridor Regional Development Authority's basic financial statements, and have issued our report thereon dated June 5, 2020.

Internal Control over Financial Reporting

In planning and performing our audit of the financial statements, we considered Mid-States Corridor Regional Development Authority's internal control over financial reporting (internal control) to determine the audit procedures that are appropriate in the circumstances for the purpose of expressing our opinions on the financial statements, but not for the purpose of expressing an opinion on the effectiveness of Mid-States Corridor Regional Development Authority's internal control. Accordingly, we do not express an opinion on the effectiveness of Mid-States Corridor Regional Development Authority'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 a 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 a combination of deficiencies, in internal control that is less severe than a material weakness, yet important enough to merit attention by those charged with governance.

Our consideration of internal control 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 material weaknesses or significant deficiencies. Given these limitations, during our audit we did not identify any deficiencies in internal control over financial reporting 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 Mid-States Corridor Regional Development Authority'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 the entity's internal control or on compliance. This report is an integral part of an audit performed in accordance with *Government Auditing Standards* in considering the entity's internal control and compliance. Accordingly, this communication is not suitable for any other purpose.

Report on Internal Control over Financial Reporting

In addition to the audit of the financial statements of Mid-States Corridor Regional Development Authority as of and for the year ended December 31, 2019, and the related notes to the financial statements, we were also engaged to perform an audit of internal control. We have issued our opinion on internal control in our report dated June 5, 2020.



LWG CPAs & Advisors
Indianapolis, Indiana
June 5, 2020