CITY OF KINGSTON LOCAL DEVELOPMENT CORPORATION

FINANCIAL STATEMENTS

DECEMBER 31, 2011

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KIMBALL & O'BRIEN PC
Certified Public Accountants

INDEPENDENT AUDITORS' REPORT

Board of Directors
City of Kingston Local Development Corporation
Kingston, New York

We have audited the accompanying statement of net assets of the City of Kingston Local Development Corporation (a nonprofit organization which is a component unit of the City of Kingston) as of December 31, 2011, and the related statements of revenues, expenses, and changes in net assets, and cash flows for the year then ended. These financial statements are the responsibility of the Organization's management. 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 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 audit provides 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 the City of Kingston Local Development Corporation as of December 31, 2011, and the changes in its net assets and its cash flows for the year 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 March 30, 2012 on our consideration of the City of Kingston Local Development Corporation'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 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.

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Accounting principles generally accepted in the United States of America require that the management's discussion and analysis on pages 4 through 7 be presented to supplement the basic financial statements. Such information, although not a part of the basic financial statements, is required by the Governmental Accounting Standards Board, who considers it to be an essential part of financial reporting for placing the basic financial statements in an appropriate operational, economic, or historical context. We have applied certain limited procedures to the required supplementary information in accordance with auditing standards generally accepted in the United States of America, which consisted of inquiries of management about the methods of preparing the information and comparing the information for consistency with management's responses to our inquiries, the basic financial statements, and other knowledge we obtained during 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.

KIMBALL & O'BRIEN PC

By Mary A. Kimball

March 30, 2012

MANAGEMENT'S DISCUSSION AND ANALYSIS

Our discussion and analysis of the **CITY OF KINGSTON LOCAL DEVELOPMENT CORPORATION**'s financial performance provides an overview of the Organization's financial activities for the fiscal year ended December 31, 2011. Please read it in conjunction with the Organization's financial statements that follow. The **CITY OF KINGSTON LOCAL DEVELOPMENT CORPORATION** (KLDC) is a component unit of the City of Kingston; therefore, this discussion and analysis includes only the business-type activities of the KLDC. The KLDC is required to present its financial statements in accordance with GASB Statement No. 34, *Basic Financial Statements-and Management's Discussion and Analysis-for State and Local Governments.*

FINANCIAL HIGHLIGHTS

As a result of this year's operations, the Organization's net assets decreased $61,544 or .8% in 2011. Operating revenues increased 15.9% to $270,522 while operating expenses increased 19.3% to $338,403 for the year. Non operating revenues were $11,817 for the year compared $143,790 in the prior year. Non operating expenses of $5,480 were down from $170,704 in 2010.

USING THIS ANNUAL REPORT

The only activities of the Organization are the administration of certain loan programs and operation of the Business Park for the City of Kingston which are business-type activities. Since the Organization conducts only business-type activities, this annual report consists of only the Statement of Net Assets, Statement of Revenues, Expenses and Changes in Net Assets and the Statement of Cash Flows which provide information about the activities of the Organization only.

One of the most important questions asked about the Organization's finances is, "Is the Organization better off or worse off as a result of the year's activities?" The statements report information about the Organization's activities in a way that helps answer this question. These statements include all assets and liabilities using the accrual basis of accounting, which is similar to the accounting used by most private-sector companies. All of the current year's revenues and expenses are taken into account regardless of when cash is received or paid.

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The statements report the Organization's net assets and changes in them. You can think of the Organization's net assets–the difference between assets and liabilities–as one way to measure the Organization's financial health, or financial position. Over time, increases or decreases in the Organization's net assets are one indicator of whether its financial health is improving or deteriorating. You will need to consider other non financial factors, however, such as changes in the condition of the Organization's Business Park to assess the overall health of the Organization.

CAPITAL ASSET AND DEBT ADMINISTRATION

Capital Assets

Table 1 lists the amounts that have been generally invested in the Kingston Business Park. These amounts represent a net decrease of $129,296 or a decrease of 2.46%.

Table 1
Capital Assets at Year-end
(Net of depreciation)

	2011	2010
Land	$2,784,953	$2,784,953
Building	1,854,782	1,854,782
Improvements	1,595,934	1,595,933
Construction in Progress	10,373	10,373
Equipment	32,599	32,599
Subtotals	6,278,641	6,278,640
Accumulated depreciation	(1,145,225)	(1,015,928)
Totals	$5,133,416	$5,262,712

KLDC completed construction of a 10,000 square foot building for Armor Dynamics, Inc in July of 2008 for a total cost of $1,854,782. KLDC received a grant in the amount of $1,000,000.00 from the NYS Dormitory to help with the construction. Armor Dynamics paid rent of $5,000 per month for the first 2 years. The rent increased to $6,581 in August of 2010 for the next 8 years. The company will have the option to purchase the building for the total cost at the end of the first five (5) years.

CONDENSED COMPARATIVE FINANCIAL STATEMENTS AND ANALYSIS

The Organization's net assets changed from a year ago, decreasing from $7,647,370 to $7,585,826. Our analysis below focuses on the net assets (Table 2) and changes in net assets (Table 3).

Table 2
Net Assets

	2011	2010
Current and other assets	$5,053,474	5,241,441
Capital assets	5,133,416	5,262,712
Total assets	10,186,890	10,504,153
Long-term debt outstanding	2,517,290	2,757,290
Other liabilities	83,774	99,493
Total liabilities	2,601,064	2,856,783
Net assets:		
Invested in capital assets, net of debt	4,945,886	5,067,801
Restricted	58,132	54,770
Unrestricted	2,581,808	2,524,799
Total net assets	$7,585,826	$7,647,370

Table 3
Changes in Net Assets

	2011	2010
Revenues		
Operating Revenues:		
Revenue from lending activities	$113,132	93,087
Business Park income	156,000	139,917
Miscellaneous Revenue	1,390	420
Nonoperating Revenues:		
Interest and investment revenue	5,656	5,071
Capital grants	0	137,979
Capital Contributions	6,161	740
Total revenues	282,339	377,214
Expenses		
Lending activities	201,486	149,163
Business Park	136,917	134,579
Nonoperating expenses		
Interest	2,603	3,070
Lighthouse Maintenance	2,877	0
Grants to City of Kingston	0	167,634
Total expenses	343,883	454,446
Decrease in net assets	($61,544)	($77,232)

The Organization's current revenues decreased $94,875 from the prior year. The major reason for the decrease in revenue was due to a grant received for improvements to the Kingston Lighthouse from NYS Office of Parks, Recreation & Historic Preservation in 2010 in the amount of $167,634.

The Organization's expenses decreased $110,563 or 24.3% in 2011. This decrease is attributed to a grant to the City of Kingston in 2010 of $167,634, for improvements to the City of Kingston Lighthouse.

Debt

Table 4 presents detail of debt. The outstanding debt decreased 8.7% during the year due to the repayment of 108 notes due to HUD on the various loans.

Table 4
Outstanding Debt at Year-end

	2011	2010
DOT(Kingston Business Park)	157,290	157,290
HUD Loans	2,360,000	2,600,000
Total Loans	$2,517,290	$2,757,290

ECONOMIC FACTORS AND NEXT YEAR'S BUDGETS

Since the Organization is only engaged in business-type activities, it does not have a legally adopted budget which carries the force of law. However, the Organization's appointed board has prepared a budget to be used as a planning tool. No significant changes from the current year were anticipated in the budget.

CONTACTING THE ORGANIZATION'S FINANCIAL MANAGEMENT

This financial report is designed to provide citizens, taxpayers, customers, and creditors with a general overview of the Organization's finances and to show the Organization's accountability for the money it receives. If you have questions about this report or need additional financial information, contact the organization at Kingston Local Development Corporation, 420 Broadway, Kingston, NY 12401.

CITY OF KINGSTON LOCAL DEVELOPMENT CORPORATION
(A COMPONENT UNIT OF THE CITY OF KINGSTON)
STATEMENT OF NET ASSETS
DECEMBER 31, 2011

	2011
ASSETS:	
Current assets:	
Cash	$ 938,738
Restricted cash	835,920
Notes receivable - current portion	1,023,625
Grants receivable	46,157
Other receivables	69,309
Total current assets	2,913,749
Noncurrent assets:	
Restricted cash	344,057
Notes receivable, net	1,795,668
Capital Assets:	
Land	2,784,953
Building	1,854,782
Construction in progress	10,373
Improvements	1,595,934
Equipment	32,599
Less: accumulated depreciation	(1,145,225)
Total noncurrent assets	7,273,141
Total assets	10,186,890
LIABILITIES:	
Current liabilities:	
Accounts payable	22,488
Accrued liabilities	1,427
Due to other governments	1,000
Bonds and notes payable - current portion	245,000
Total current liabilities	269,915
Noncurrent liabilities:	
Bonds payable	585,000
Notes payable	1,687,290
Deposits	58,859
Total noncurrent liabilities	2,331,149
Total liabilities	2,601,064
NET ASSETS:	
Invested in capital assets, net of related debt	4,945,886
Restricted net assets	58,132
Unrestricted net assets	2,581,808
Total net assets	$ 7,585,826

The accompanying notes are an integral part of the financial statements.

CITY OF KINGSTON LOCAL DEVELOPMENT CORPORATION
(A COMPONENT UNIT OF THE CITY OF KINGSTON)
STATEMENT OF REVENUES, EXPENSES AND CHANGES IN NET ASSETS
YEAR ENDED DECEMBER 31, 2011

	2011
OPERATING REVENUES	
Revenue from lending activities	$ 113,132
Rental income	156,000
Miscellaneous revenue	1,390
Total operating revenues	270,522
OPERATING EXPENSES	
Bad debt expense	17,770
Contractual services	46,480
Depreciation	129,301
Insurance expense	7,969
Interest expense - lending activities	51,838
Other supplies and expenses	14,590
Repairs and maintenance	18,917
Personal services and benefits	43,922
Utilities	7,616
Total operating expenses	338,403
Operating loss	(67,881)
NONOPERATING REVENUES (EXPENSES)	
Interest income	5,656
Donations	6,161
Lighthouse maintenance	(2,877)
Interest expense	(2,603)
Total nonoperating revenue and expenses	6,337
Change in net assets	(61,544)
Net assets - beginning of year	7,647,370
Net assets - end of year	$ 7,585,826

The accompanying notes are an integral part of the financial statements.

CITY OF KINGSTON LOCAL DEVELOPMENT CORP
(A COMPONENT UNIT OF THE CITY OF KINGSTON)
STATEMENT OF CASH FLOWS
YEAR ENDED DECEMBER 31, 2011

CASH FLOWS FROM OPERATING ACTIVITIES:	
Receipts from lending activities	$ 276,348
Receipts from rental activities	191,000
Loans granted	(75,000)
Payment of operating expenses	(129,410)
Net cash provided by operating activities	262,938
CASH FLOWS FROM NONCAPITAL FINANCING ACTIVITIES:	
Contributions received for lighthouse	6,161
Lighthouse expenditures	(2,877)
Interest paid on noncapital debt	(71,217)
Principal paid on noncapital debt	(240,000)
Net cash used by noncapital activities	(307,933)
CASH FLOWS FROM INVESTING ACTIVITIES:	
Interest on cash investments	5,656
Net cash provided by investing activities	5,656
NET DECREASE IN CASH	(39,339)
CASH - BEGINNING OF YEAR	2,158,054
CASH - END OF YEAR	$ 2,118,715
Cash summary:	
Cash	$ 938,738
Restricted cash - current	835,920
Restricted cash - noncurrent	344,057
Total	$ 2,118,715

The accompanying notes are an integral part of the financial statements.

CITY OF KINGSTON LOCAL DEVELOPMENT CORP
(A COMPONENT UNIT OF THE CITY OF KINGSTON)
STATEMENT OF CASH FLOWS
YEAR ENDED DECEMBER 31, 2011

Reconciliation of operating income to net cash provided by operating activities:	
Operating loss	$ (67,881)
Adjustments to reconcile operating income to net cash provided by operating activities:	
Depreciation	129,301
Bad debt expense	17,770
Interest expense included in noncapital financing for loans granted	51,838
Changes in assets and liabilities:	
Notes and other receivables, net	121,230
Deposits	25
Accounts payable and accrued liabilities	(10,280)
Other receivables	27,400
Prepaid interest income	(6,465)
Net cash provided by operating activities	$ 262,938

The accompanying notes are an integral part of the financial statements.

NOTE 1 - ORGANIZATION AND NATURE OF ACTIVITIES

The City of Kingston Local Development Corporation (KLDC) was organized in 1994 under Not-For-Profit Corporation Law and is operated exclusively for the charitable or public purposes of relieving and reducing unemployment, promoting and providing for additional and maximum employment, bettering and maintaining job opportunities, promoting instruction or training of individuals to improve or develop their capabilities for such jobs, aiding in attracting new business and industry, or by encouraging the development of, or retention of, business and industry within the City of Kingston.

The Organization is exempt from Federal income tax as an Organization described in Sec. 501(c)(3) of the Internal Revenue Code.

NOTE 2 - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Method of Accounting and Financial Reporting

For purposes of applying accounting and financial reporting standards, KLDC is considered a governmental entity and a component unit of the City of Kingston since all the board members are appointed by the Mayor.

As such, KLDC has implemented the requirements of GASB Statement No. 34, *Basic Financial Statements-and Management's Discussion and Analysis-for State and Local Governments*.

- The financial statements are prepared in conformity with generally accepted accounting principles (GAAP) as applied to government units. The Governmental Accounting Standards Board (GASB) is the accepted standard setting body for establishing governmental accounting and financial reporting principles. KLDC has the option to also apply Financial Accounting Standards pronouncements, but has chosen not to do so.

- The Management Discussion and Analysis (MD&A) section is management's analysis of the Organization's overall financial position and results of operations.

- The financial statements are prepared using the full accrual basis for all activities. Operating revenues and expenses result from providing services.

Loans Receivable

Loans receivable are carried at their estimated collectible amounts (net of allowance for losses). Interest income on loans is recognized using the accrual method. Provisions for losses on loans receivable are determined on the basis of loss experience, known and inherent risks in the loan portfolio, the estimated value of underlying collateral, and current economic conditions. Loans receivable are placed on non-accrual status when they become over 1 year past due. Upon suspension of the accrual of interest, interest income is subsequently recognized to the extent cash payments are received. Accrual of interest is resumed when loans are removed from non-accrual status. Loans receivable are charged against the allowance account when they are deemed uncollectible. As of December 31, 2011 the allowance for doubtful accounts was $969,500.

Capital Assets

Capital assets are stated at cost including interest capitalized during the construction period on the Business Park. The improvements are being depreciated using the straight-line method over their estimated useful lives of 15 to 20 years. See Note 6 for additional information on the Park.

Use of Estimates

The preparation of financial statements in conformity with generally accepted accounting principles requires management to make estimates and assumptions that affect certain reported amounts and disclosures. Accordingly, actual results could differ from those estimates.

Net Assets

Net assets present the difference between assets and liabilities in the statement of net assets. Net assets invested in capital assets are reduced by the outstanding balances of any borrowing used for the acquisition, construction, or improvement of those assets. Net assets are reported as restricted when there are external restrictions by creditors, grantors, laws or regulations of other governments. See Note 9 for additional details on restricted net assets.

NOTE 3 - CASH AND COLLATERAL

KLDC maintains cash balances at several financial institutions located in Kingston. Accounts at each institution are insured by the Federal Deposit Insurance Corporation up to $250,000 each for interest and non-interest bearing accounts. Deposits at year-end were partially covered by federal depository insurance or by collateral held by a custodial bank in KLDC's name. The deposits consist of:

Bank	Bank Balance	Insured (FDIC)	Collateralized Custodial Bank	No Collateral
Key Bank	$ 62,717	62,717	-	-
M&T Bank	1,148,767	345,946	821,080	-
JP Morgan Chase	634,535	250,000	390,428	-
Ulster Savings Bank	188,001	188,001	-	-
Rondout Savings Bank	25,838	25,838	-	-
Senate Securities	58,859	58,859	-	-

For purposes of reporting cash flow, cash equivalents are defined as short-term, highly liquid investments that are both readily convertible to known amounts of cash and near their maturity.

NOTE 4 - RESTRICTED CASH

KLDC was required to set aside a portion of the loan proceeds drawn down from HUD under the section 108 loan guarantee program. These funds can only be used if the borrower is unable to repay their obligation. The balance including interest was $58,859 as of December 31, 2011.

Four of the 108 loans were prepaid by the borrowers. Interest bearing accounts were set up to hold the funds until payments are due. As of December 31, 2011 the balance was $285,199. In addition, the payments received on 108 loans are restricted to paying the HUD liability. As of December 31, 2011, the balances in the 108 accounts were $835,921.

NOTE 5 - LOAN PROGRAMS

The Organization grants loans to businesses through the Community Development Revolving Loan Fund (CDRLF), the Kingston Revolving Loan Fund (KRLF), the Section 108 Loan Guarantee and the related Economic Development Initiative (EDI), the Kingston-Newburgh Enterprise Community (KNEC), the Canal Corridor Initiative (CCI) and the Micro Enterprise Program (Micro). The primary objective of all loan programs is to enhance job retention and creation in the City of Kingston. Interest rates vary but are always below the prime lending rate. In addition, KLDC grants interest-free loans for façade improvements which are forgiven over a 10-year period. Loans are generally secured by liens on real property and security interests in other business assets. Activity is summarized as follows:

	Balance 12/31/10	Loans Granted	Loan Payments	Balance 12/31/11
KRLF	$ 476,817	-	53,947	$ 422,870
CDRLF	795,098	75,000	37,589	832,509
Sec 108	2,296,237	-	109,128	2,187,109
EDI	100,000	-	1,875	98,125
KNEC	142,792	-	7,109	135,683
Micro	5,908	-	-	5,908
Other - Note 11	140,000	-	-	140,000
Façade Improvement	7,500	-	-	7,500
Total	3,964,352	75,000	209,648	3,829,704
Allowance for estimated losses	(953,120)			(969,500)
Prepaid loans	(33,087)			(10,675)
Interfund loan to KBP (Note 8)	(37,622)			(30,236)
Net	$ 2,940,523			$ 2,819,293
Current portion	$ 927,173			$ 883,625
Non-current portion, net	2,013,350			1,935,668
Net	$ 2,940,523			$ 2,819,293

A total of $969,506 in loans is considered to be in nonaccrual status as of December 31, 2011.

NOTE 6 - KINGSTON BUSINESS PARK

KLDC owns and operates the Kingston Business Park (KBP). Phase I of the Park was substantially completed during 1997. The first tenant, Huck International, moved into its facility in May 1997. The lease is for 20 years with additional options to extend for a total of 99 years.

A second tenant, Armor Dynamics (AD), was added to the site in 2007. KLDC negotiated a lease agreement with AD for a period of 20 years with an option to purchase prior to the end of the lease. AD may also extend the lease for 7 additional periods of 10 years plus 1 additional term of 9 years. After the third full year of the lease, AD may terminate the lease by giving KLDC 6 months written notice.

Minimum future annual lease payments are as follows:

2012-2017	151,000 per year

2011 activity related to KBP capital assets, consisted of the following:

	Balance 12/31/10	Additions	Disposals/ Transfers	Balance 12/31/11
Land	$ 2,784,953	-	-	$ 2,784,953
Construction in progress	10,373	-	-	10,373
Depreciated Assets:				
Improvements	1,595,934	-	-	1,595,934
Buildings	1,854,782	-	-	1,854,782
Total capital assets	6,246,042	-	-	6,246,042
Less accumulated depreciation:				
Improvements	896,696	80,288		976,984
Buildings	96,604	46,370		142,974
Total accumulated depreciation	993,300	126,658	-	1,119,958
Net capital assets	$ 5,252,742	(126,658)	-	$ 5,126,084

Other capital assets include equipment with a balance of $32,599 and accumulated depreciation of $25,267.

NOTE 7 - NOTES PAYABLE

KLDC previously entered into an agreement with the US Department of Housing and Urban Development (HUD) for loan guarantee assistance totaling $3,420,000 under Section 108. After loans to local businesses are approved by KLDC, funds are drawn down against this authorization. Permanent financing was received in October 1997, April 1999 and August 2001 when trust certificates guaranteed by HUD were sold in a public offering. All notes were subsequently refinanced to take advantage of lower interest rates including the 2001 notes which were refinanced in 2011.

NOTE 7 – NOTES PAYABLE (CONTINUED)

Principal on the notes is due in varying amounts through August 2017. The interest rates vary between .29 and 5 percent depending on when the notes were refinanced. $140,000 was paid on these loans during 2011. A total of $730,000 was outstanding on these Section 108 loans at December 31, 2011. These loans are secured by Section 108 income, collateral from businesses and CDBG funds.

During 2005, KLDC drew down an additional $5,359,000 under the Section 108 loan guarantee program. The first principal payment on this loan was due August 2008 with varying amounts due through 2025. Interest is payable based on the three-month London Interbank Offered (LIBO) rate plus 200 basis points and was .73% at December 31, 2011. $100,000 was paid on this loan during 2011. A total of $1,630,000 was due on interim Section 108 loans at December 31, 2011.

KLDC has drawn down $157,290 from DOT as part of the financing of Phase 1A of the Business Park. The loan is interest-free and will be repaid in varying amounts over 5 years, beginning in 2013.

Long-term debt is payable as follows. Interest for interim 108 loans is calculated using current rates.

	Principal	Interest
2012	$ 245,000	23,938
2013	260,733	21,783
2014	271,458	17,934
2015	276,458	13,840
2016	216,458	9,384
2017-2021	847,183	26,521
2022-2026	400,000	7,269
Total Long-term Debt	$ 2,517,290	120,669

NOTE 8 - INTRAFUND BORROWING

As of December 31, 2007 the Kingston Business Park (KBP) had borrowed $412,000 from the EDI grant, $231,709 from the KRLF and $29,000 from KNEC. There were no repayments made through 2011. These loans are for construction costs and are non-interest bearing. They will be repaid after other outside loans have been repaid.

In addition, the KBP borrowed $100,000 from the Section 108 loan program at an interest rate of 6.8117% to be repaid over 20 years in varying monthly installments with the final balance due August 2015. The balance due was $30,236 at December 31, 2011.

NOTE 9 - RESTRICTED NET ASSETS

Restricted net assets are used before unrestricted and are to be used for the following projects:

Donations for City Hall Improvements	$ 5,835
Donations for Lighthouse	52,297
	$ 58,132

NOTE 10 - TRANSACTIONS WITH CITY OF KINGSTON

The Organization's only staff person is also the director of the City of Kingston Community Development office (CD). All KLDC activities are conducted out of the CD office. A portion of the director's salary is allocated by the City to KLDC; however, a review of overhead expenses has not been undertaken to determine the portion that should be allocated to KLDC.

NOTE 11 – NOAH HOTEL

Funds loaned by KLDC for the Noah Hotel project were returned in full in August 2007, along with interest on the 108 portion of the loans. These funds included $3,635,000 of Section 108 loans. In order to complete the return of funds to all other parties, KLDC was required to turn over $220,000 of the funds that it received to one of the other parties. KLDC holds a first mortgage on the land where the hotel was to be built. The estimated fair market value of the land far exceeds the amount due to KLDC. After two years, KLDC has the right to sell the property if the developer has not. KLDC negotiated a repayment schedule; $80,000 was repaid in March 2010 and the balance of $140,000 was to be repaid in quarterly payments of $40,000; however, that balance remains outstanding.

NOTE 12 – SUBSEQUENT EVENTS

The Organization has evaluated subsequent events through March 30, 2012, the date which the financial statements were available to be issued.

REPORT ON INTERNAL CONTROL OVER FINANCIAL REPORTING AND ON COMPLIANCE AND OTHER MATTERS BASED ON AN AUDIT OF FINANCIAL STATEMENTS PERFORMED IN ACCORDANCEWITH *GOVERNMENT AUDITING STANDARDS*

To the Board of Directors
City of Kingston Local Development Corporation
Kingston, New York

We have audited the financial statements of the City of Kingston Local Development Corporation (a nonprofit organization) as of and for the year ended December 31, 2011, and have issued our report thereon dated March 30, 2012. 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 the *Government Auditing Standards*, issued by the Comptroller General of the United States.

Internal Control over Financial Reporting

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

Our consideration of the 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 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 described in the accompanying schedule of findings and responses, we identified a deficiency in internal control over financial reporting that we consider to be a material weakness.

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 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. We consider the deficiency described in the accompanying schedule of findings and responses as 2011-1 to be a material weakness.

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. We did not identify any findings other than those noted above as material weaknesses.

Compliance and Other Matters

As part of obtaining reasonable assurance about whether the City of Kingston Local Development Corporation'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 an instance of noncompliance or other matter that is required to be reported under *Government Auditing Standards* and which is described in the accompanying schedule of findings and responses as item 2011-2.

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

This report is intended solely for the information and use of the Board of Directors, management, NYS Budget Authorities Office and federal awarding agencies and pass-through entities and is not intended to be and should not be used by anyone other than these specified parties.

KIMBALL & O'BRIEN PC

By Mary A. Kimball

March 30, 2012

CITY OF KINGSTON LOCAL DEVELOPMENT CORPORATION
SCHEDULE OF FINDINGS AND RESPONSES
DECEMBER 31, 2011

SECTION I – SUMMARY OF AUDITORS' RESULTS

	Response
Financial Statements	
Type of auditors' report issued	Unqualified
Internal control over financial reporting:	
Material weaknesses identified?	Yes
Significant deficiencies identified that are not material weaknesses?	No
Noncompliance material to the financial statements noted?	No

SECTION II – FINANCIAL STATEMENT FINDINGS

2011-1: REPORTING

Criteria – Management is responsible for the fair presentation in the financial statements of financial position and changes in financial position in conformity with U.S. generally accepted accounting principles. In addition, management is responsible for establishing and maintaining internal controls over financial reporting.

Condition – There is more than a remote likelihood of a material misstatement in the City of Kingston Local Development Corporation's financial statements.

Effect – As a result of our audit, we proposed a couple material (along with several other less significant) adjustments to the City of Kingston Local Development Corporation's financial records in order for financial position and results of operations to be presented in conformity with generally accepted accounting principles.

Cause - The individual responsible for the organization's bookkeeping does not have sufficient training in appropriate accounting procedures. In addition, there is very limited oversight of financial reporting.

Recommendation – Someone with a bookkeeping background should be hired to perform bookkeeping tasks. Then management should develop and implement policies and procedures to ensure proper oversight of the entity's system for financial reporting. These policies should include specific procedures relating to the review of bank reconciliations, receivables and payables. In addition, a second approval should be required for bank transfers and draw downs on the line of credit in excess of an established limit. Also, all disbursements must be approved by the President of the Board, or another member of the Board, to maintain appropriate segregation of duties. Finally, the entity must establish policies for interim financial reporting to the board of directors.

Management's Response – KLDC has hired an assistant with a bookkeeping background who will start performing all bookkeeping tasks immediately. In addition, a new President and executive director will review all policies and procedures regarding oversight of financial reporting and work with the Board of Directors to implement changes to help improve the internal controls over financial reporting. Interim financial reporting to the Board will start as soon as the new bookkeeper has records up to date.

CITY OF KINGSTON LOCAL DEVELOPMENT CORPORATION
SCHEDULE OF FINDINGS AND RESPONSES
DECEMBER 31, 2011

2011-2: COMPLIANCE

Criteria – Per the Public Authority Accountability Act of 2005, Kingston Local Development Corporation (KLDC) is considered a "local authority" and must comply with the requirements of this act.

Condition – KLDC has only partially implemented the requirements of the Act.

Effect – KLDC is not in compliance with the Act.

Cause – There has been much resistance by the KLDC management and Board of Directors to accept that the legislation applies to the KLDC and that they must be in compliance with all the requirements.

Recommendation – KLDC took steps during 2011 to implement the requirements; however, work remains to be done. The requirements that still have not been addressed are: 1) Governance and Oversight by the Board. Audit and governance committees have been established, but they must actually perform their assigned functions. Also, all board members must attend board training. In addition to being required, the training will help them to understand their responsibilities as board members. 2) Management Practices which include assessment of internal control, 3) Annual report was submitted to the Authorities Budget Office (ABO); however, there are areas for improvement.

Management's Response – KLDC continues to work towards implementing the requirements noted above and intends to be in compliance by December 31, 2012. Part of this will be accomplished by the review and implementation of policies and procedures as noted in 2011-1. The incoming executive director was previously on the board of another Public Authority and is aware of the significance of the requirements. In addition, the new bookkeeper has attended the training and is quite of aware of requirements. In fact she has arranged for an approved trainer to come onsite to provide the board training.

STATUS OF PRIOR FINANCIAL STATEMENT FINDINGS

Findings 2010-1 and 2010-3 are repeated above. Finding 2010-2 has been addressed by the management of KLDC.