

**AUDITED  
CONSOLIDATED FINANCIAL STATEMENTS**

# **BATAVIA DEVELOPMENT CORPORATION**

---

**MARCH 31, 2019**

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## INDEPENDENT AUDITOR'S REPORT

The Board of Directors of  
Batavia Development Corporation  
Batavia, New York

### **Report on the Financial Statements**

We have audited the accompanying consolidated financial statements of the Batavia Development Corporation (the Corporation) and its wholly owned subsidiaries, Creek Park Batavia LLC (CPL) and Ellicott Station, LLC (ESL) as of and for the years ended March 31, 2019 and 2018, and the related notes to the consolidated financial statements, which collectively comprise the Corporation's financial statements as listed in the table of contents.

### ***Management's Responsibility for the Financial Statements***

Management is responsible for the preparation and fair presentation of these consolidated financial statements in accordance with accounting principles generally accepted in the United States of America; this includes the design, implementation, and maintenance of internal control relevant to the preparation and fair presentation of financial statements that are free from material misstatement, whether due to fraud or error.

### ***Auditor's Responsibility***

Our responsibility is to express an opinion on these consolidated 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 consolidated 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 Corporation's preparation and fair presentation of the financial statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Corporation's internal control. Accordingly, we express no such opinion. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of significant accounting estimates made by management, as well as evaluating the overall presentation of the financial statements.

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

## **Opinion**

In our opinion, the consolidated financial statements referred to above present fairly, in all material respects, the consolidated financial position of the Corporation, as of March 31, 2019 and 2018, and the respective changes in consolidated financial position and its cash flows thereof, for the years then ended in conformity with accounting principles generally accepted in the United States of America.

## **Other Matters**

### *Required Supplementary Information*

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

### *Supplementary Information*

Our audit was conducted for the purpose of forming an opinion on the consolidated financial statements that collectively comprise the Corporation's basic financial statements. The supplementary information, as listed in the table of contents, is presented for purposes of additional analysis and is not a required part of the financial statements.

The supplementary information, as listed in the table of contents, is the responsibility of management and is derived from and relates directly to the underlying accounting and other records used to prepare the consolidated financial statements. Such information has been subjected to the auditing procedures applied in the audit of the consolidated financial statements and certain additional procedures, including comparing and reconciling such information directly to the underlying accounting and other records used to prepare the consolidated financial statements or to the consolidated financial statements themselves, and other additional procedures in accordance with auditing standards generally accepted in the United States of America. In our opinion the supplementary information, as listed in the table of contents, is fairly stated in all material respects in relation to the financial statements taken as a whole.

## **Other Reporting Required by Government Auditing Standards**

In accordance with *Government Auditing Standards*, we have also issued our report dated June 14, 2019 on our consideration of the 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 solely 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 effectiveness of the Corporation's 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 the Corporation's internal control over financial reporting and compliance.

*Freed Maxick CPAs, P.C.*

Batavia, New York  
June 14, 2019

**FINANCIAL STATEMENTS**

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**BATAVIA DEVELOPMENT CORPORATION**  
**CONSOLIDATED STATEMENTS OF NET POSITION**  
**MARCH 31,**

	<u>2019</u>	<u>2018</u>
<b>Assets</b>		
Current assets:		
Cash and cash equivalents	\$ 84,847	\$ 81,383
Receivables	94,651	181,429
Total assets	<u>\$ 179,498</u>	<u>\$ 262,812</u>
<b>Liabilities</b>		
Current liabilities:		
Accounts payable	\$ 23,493	\$ 100,273
Accrued liabilities	3,264	4,820
Total current liabilities	<u>26,757</u>	<u>105,093</u>
<b>Net Position</b>		
Unrestricted	<u>152,741</u>	<u>157,719</u>
Total net position	<u>152,741</u>	<u>157,719</u>
Total liabilities and net position	<u>\$ 179,498</u>	<u>\$ 262,812</u>

See notes to accompanying financial statements.

**BATAVIA DEVELOPMENT CORPORATION  
CONSOLIDATED STATEMENTS OF REVENUES, EXPENSES AND CHANGES IN NET POSITION  
FOR THE YEARS ENDED MARCH 31,**

	<u>2019</u>	<u>2018</u>
<b>Operating revenues:</b>		
City of Batavia	\$ 110,000	\$ 110,000
Miscellaneous	109	2,324
Reimbursement revenue	-	21,808
Total operating revenues	<u>110,109</u>	<u>134,132</u>
<b>Operating expenses:</b>		
Salary and benefits	62,759	82,206
Insurance	6,070	7,270
Office expenses	658	1,010
Travel and training	1,645	495
Marketing and public relations	4,269	2,531
Professional services	39,686	23,760
Total operating expenses	<u>115,087</u>	<u>117,272</u>
Operating income (loss)	(4,978)	16,860
<b>Non-operating revenues (expenses):</b>		
Grant pass-through revenues	13,222	628,662
Grant pass-through expenses	(13,222)	(634,014)
Loss on sale of property	-	(112,200)
Total non-operating expenses	<u>-</u>	<u>(117,552)</u>
Change in net position	(4,978)	(100,692)
Net position - beginning of year	<u>157,719</u>	<u>258,411</u>
Net position - end of year	<u>\$ 152,741</u>	<u>\$ 157,719</u>

See notes to accompanying financial statements.

**BATAVIA DEVELOPMENT CORPORATION  
CONSOLIDATED STATEMENTS OF CASH FLOWS  
FOR THE YEARS ENDED MARCH 31,**

	<u>2019</u>	<u>2018</u>
<b>Cash flows from operating activities:</b>		
Cash received from governmental agencies	\$ 110,000	\$ 115,379
Payments of service providers and suppliers	(42,330)	(47,741)
Payments for employee services	(64,315)	(79,516)
Other operating revenues	109	2,324
<b>Net cash provided (used) by operating activities</b>	<u>3,464</u>	<u>(9,554)</u>
<b>Cash flows from non-capital financing activities:</b>		
Non-operating grants received	-	528,662
Non-operating grants paid	-	(534,014)
<b>Net cash used by non-capital financing activities</b>	<u>-</u>	<u>(5,352)</u>
<b>Net increase (decrease) in cash and cash equivalents</b>	<b>3,464</b>	<b>(14,906)</b>
<b>Cash and cash equivalents - beginning of year</b>	<u>81,383</u>	<u>96,289</u>
<b>Cash and cash equivalents - end of year</b>	<u>\$ 84,847</u>	<u>\$ 81,383</u>
Reconciliation of operating income (loss) to net cash provided (used) by operating activities:		
Operating income (loss)	\$ (4,978)	\$ 16,860
Adjustment to reconcile operating income (loss) to net cash provided (used) by operating activities:		
Change in assets and liabilities:		
(Increase) decrease in:		
Receivables	-	(6,530)
Increase (decrease) in:		
Accounts payable	9,998	(22,574)
Accrued liabilities	(1,556)	2,690
<b>Net cash provided (used) by operating activities</b>	<u>\$ 3,464</u>	<u>\$ (9,554)</u>
<b>Supplemental disclosure of non-cash information:</b>		
Non-cash disposition of assets	\$ -	\$ 60,000

See notes to accompanying financial statements.

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**BATAVIA DEVELOPMENT CORPORATION**  
**NOTES TO CONSOLIDATED FINANCIAL STATEMENTS**

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**NOTE 1. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES**

The financial statements of the Batavia Development Corporation (the Corporation) have been prepared in conformity with accounting principles generally accepted in the United States of America (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.

**A. REPORTING ENTITY**

The Corporation was formed under the Not-for-Profit Corporation Law of the State of New York for the purpose of creating employment opportunities, thereby improving the quality and condition of life in the City of Batavia, New York (the City). This is accomplished by encouraging and affecting the retention of existing business and industry, as well as encouraging the location and expansion of residential, commercial, industrial, and manufacturing facilities in the City. The Corporation is subject to the provisions of the New York State Public Authorities Law. As a local authority under this law, the Corporation is required to make certain information available to the public. Ellicott Station, LLC, and Creek Park Batavia, LLC, are included in the reporting entity since they are the sole members of the Corporation. The Ellicott Station, LLC, was sold during the fiscal year ended March 31, 2018 and, therefore, is not included in the consolidated financial statements as of and for the year ended March 31, 2019.

The financial reporting entity consists of a (a) the primary entity which is the Batavia Development Corporation, (b) organizations for which the primary government is financially accountable, and (c) other organizations for which the nature and significance of their relationship with the primary entity is such that exclusion would cause the reporting entity's financial statements to be misleading or incomplete as set forth in GASB Statement No. 14, as amended by GASB Statement No. 39. The decision to include a potential unit in the Corporation's reporting entity is based on several criteria set forth in GASB Statement No. 14, as amended by GASB No. 39, including legal standing, fiscal dependency, and financial accountability.

**B. BASIS OF PRESENTATION**

The Corporation's financial statements consist of three statements that provide information about the Corporation's activities. The first statement is the Statements of Net Position, which lists all of the Corporation's assets and liabilities with the difference reported as net position. The net position is classified as unrestricted for the years ended March 31, 2019 and 2018.

**C. CONSOLIDATED FINANCIAL STATEMENT PRESENTATION**

The consolidated financial statements include the accounts of the Corporation, the Ellicott Station, LLC (ESL), and the Creek Park Batavia, LLC (CPL). All significant intercompany balances and transactions have been eliminated in the accompanying consolidated financial statements. These consolidated financial statements have been prepared in conformity with accounting principles generally accepted in the United States of America.

**D. MEASUREMENT FOCUS AND BASIS OF ACCOUNTING**

The financial statements of the Corporation are reported using the economic resources measurement focus and the accrual basis of accounting. Revenues are recorded when earned and expenses are recorded at the time liabilities are incurred, regardless of when the related cash transaction takes place. Nonexchange transactions, in which the Corporation gives or receives value without directly receiving or giving equal value in exchange, include grants. Revenue from grants is recognized in the fiscal year in which all eligibility requirements have been satisfied.

**BATAVIA DEVELOPMENT CORPORATION**  
**NOTES TO CONSOLIDATED FINANCIAL STATEMENTS**

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**E. INCOME TAXES**

The Corporation is a Public Benefit Corporation of the State of New York and is exempt from federal income taxes under Section 501(c)(4) of the Internal Revenue Code. Accordingly, no provision for income taxes has been made on the accompanying financial statements.

**F. NET POSITION**

Net position is classified into three categories according to external donor restrictions or availability of assets for satisfaction of the Corporation's obligations. The Corporation's net position is classified as follows:

- a. *Net Investment in Capital Assets:* This represents the Corporation's total investment in capital assets, net of outstanding debt obligations related to those capital assets. To the extent debt has been incurred but not yet expended for capital assets, such amounts are not included as a component of net investment in capital assets. The Corporation did not have any net position in this category at March 31, 2019 and 2018.
- b. *Restricted Net Position:* This includes assets in which the Corporation is legally or contractually obligated to spend in accordance with restrictions imposed by external third parties. The Corporation did not have any restricted net position as of March 31, 2019 and 2018.
- c. *Unrestricted Net Position:* Unrestricted net position represent resources derived from operating revenue. These resources are used for transactions relating to the general operations of the Corporation, and may be used at the discretion of the Board of Directors to meet current expenses for any purpose.

**G. 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.

**H. RECEIVABLES**

Receivables are reported at their net realizable value. Generally accepted accounting principles require the establishment of an allowance for uncollectible receivables. No allowance for uncollectible receivables has been provided since management believes that such allowance would not be material.

**I. STATEMENT OF CASH FLOWS**

For the purpose of the statements of cash flows, the Corporation considers all cash and cash equivalents to be unrestricted including demand accounts and certificates of deposit with an original maturity of three months or less.

**J. ACCOUNTING PRONOUNCEMENTS**

During the fiscal year ended March 31, 2019, the provisions of Governmental Accounting Standards Board (GASB) Statement No. 75, *Accounting and Financial Reporting for Postemployment Benefits Other Than Pensions*; Statement No. 85, *Omnibus 2017*; and Statement No. 86, *Certain Debt Extinguishment Issues* became effective.

The Corporation has evaluated these Statements and determined that they have no significant impact on the Corporation's financial statements for the fiscal years ending March 31, 2019 and 2018.

**BATAVIA DEVELOPMENT CORPORATION**  
**NOTES TO CONSOLIDATED FINANCIAL STATEMENTS**

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The following are GASB Statements that have been issued recently and are currently being evaluated, by the Corporation, for their potential impact in future years.

- Statement No. 83, *Certain Asset Retirement Obligations*, which will be effective for the year ending March 31, 2020.
- Statement No. 84, *Fiduciary Activities*, which will be effective for the year ending March 31, 2020.
- Statement No. 87, *Leases*, which will be effective for the year ending March 31, 2021.
- Statement No. 88, *Certain Disclosures Related to Debt, Including Direct Borrowings and Direct Placements*, which will be effective for the year ending March 31, 2020.
- Statement No. 89, *Accounting for Interest Cost Incurred before the End of a Construction Period*, which will be effective for the year ending March 31, 2021.
- Statement No. 90, *Majority Equity Interests-an Amendment of GASB Statements No. 14 and 61*, which will be effective for the year ending March 31, 2020.
- Statement No. 91, *Conduit Debt Obligations*, which will be effective for the year ending March 31, 2022.

**K. RECLASSIFICATIONS**

Certain reclassifications have been made to the 2018 financial statements to conform to the current year presentation.

**NOTE 2. DETAIL NOTES ON ALL ACTIVITIES**

**A. CASH AND INVESTMENTS**

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

Investment and Deposit Policy

The Corporation currently follows an investment and deposit policy as directed by State statutes, the overall objective of which is to adequately safeguard the principal amount of funds invested or deposited; conformance with federal, state and other legal requirements; and provide sufficient liquidity of invested funds in order to meet obligations as they become due. Oversight of investment activity is the responsibility of the Board of Directors.

Interest Rate Risk

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

Credit Risk

The Corporation's policy is to minimize the risk of loss due to failure of an issuer or other counterparty to an investment to fulfill its obligations. The Corporation's investment and deposit policy authorizes it to purchase the following types of investments:

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

**BATAVIA DEVELOPMENT CORPORATION**  
**NOTES TO CONSOLIDATED FINANCIAL STATEMENTS**

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Custodial Credit Risk

Custodial credit risk is the risk that in the event of a failure of a depository financial institution, the reporting entity may not recover its deposits. All deposits of the Corporation including interest bearing demand accounts and certificates of deposit, in excess of the amount insured under the provisions of the Federal Deposit Insurance Act (FDIC) shall be secured by a pledge of securities with an aggregate value equal to 102% of the aggregate amount of deposits. The Corporation restricts the securities to the following eligible items:

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

**NOTE 3. RECEIVABLES**

Significant revenues accrued by the Corporation at March 31, 2019, include the following:

	<u>2019</u>	<u>2018</u>
Newberry Main Street National Grid Grant	\$ -	\$ 100,000
Ellicott Station Development LLC/Savarino Co.- sale of Ellicott Station LLC	81,429	81,429
Downtown Revitalization Initiative Building Improvement Fund	13,222	-
Total	<u>\$ 94,651</u>	<u>\$ 181,429</u>

**NOTE 4. REVENUE AND CONCENTRATIONS**

The Corporation receives support and revenue primarily from the City. Support and revenue is recognized as services are performed.

During the year ended March 31, 2019 and 2018, the Corporation recognized \$110,000 and \$110,000, respectively, of revenue from the City of Batavia.

**NOTE 5. PASS THROUGH GRANTS**

During the year ended March 31, 2019, the Corporation coordinated one reimbursable pass through grant agreement with the NYS Office of Community Renewal. The grants are classified as Corporation non-operating revenues and expenses. As of March 31, 2019, the balance was made up of the following:

	<u>2019</u>	<u>2018</u>
Downtown Revitalization Initiative Grant	\$ 13,222	\$ -
USDA FreshLAB Grant - Newberry	-	23,662
Empire State Development - Harvester Park Grant	-	15,000
NY Main Street Anchor Grant	-	490,000
National Grid Main Street Revitalization - Newberry	-	100,000
Total grant revenue	<u>\$ 13,222</u>	<u>\$ 628,662</u>

**NOTE 6. SUBSEQUENT EVENTS**

Management has evaluated subsequent events through June 14, 2019 which is the date the financial statements are available for issuance, and have determined there are no subsequent events that require disclosure under generally accepted accounting principles.



**SUPPLEMENTARY INFORMATION**

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**BATAVIA DEVELOPMENT CORPORATION  
CONSOLIDATING STATEMENT OF NET POSITION  
MARCH 31, 2019**

	Batavia Development Corporation	Creek Park Batavia LLC	Eliminations	Total
<b>Assets</b>				
Current assets:				
Cash and cash equivalents	\$ 67,519	\$ 17,328	\$ -	\$ 84,847
Receivables	94,651	-	-	94,651
Due from other funds	17,228	-	(17,228)	-
Total assets	<u>\$ 179,398</u>	<u>\$ 17,328</u>	<u>\$ (17,228)</u>	<u>\$ 179,498</u>
<b>Liabilities</b>				
Current liabilities:				
Accounts payable	\$ 23,493	\$ -	\$ -	\$ 23,493
Accrued liabilities	3,264	-	-	3,264
Due to other funds	-	17,228	(17,228)	-
Total liabilities	<u>\$ 26,757</u>	<u>\$ 17,228</u>	<u>\$ (17,228)</u>	<u>\$ 26,757</u>
<b>Net Position</b>				
Unrestricted	152,641	100	-	152,741
Total net position	<u>152,641</u>	<u>100</u>	<u>-</u>	<u>152,741</u>
Total liabilities and net position	<u>\$ 179,398</u>	<u>\$ 17,328</u>	<u>\$ (17,228)</u>	<u>\$ 179,498</u>

(1) This represents a loan from the BDC to the LLC.

**BATAVIA DEVELOPMENT CORPORATION  
CONSOLIDATING STATEMENT OF NET POSITION  
MARCH 31, 2018**

	<b>Batavia Development Corporation</b>	<b>Ellicott Station LLC</b>	<b>Eliminations</b>	<b>Total</b>
<b>Assets</b>				
Current assets:				
Cash and cash equivalents	\$ 81,383	\$ -	\$ -	\$ 81,383
Receivables	181,429	-	-	181,429
Total assets	<u>\$ 262,812</u>	<u>\$ -</u>	<u>\$ -</u>	<u>\$ 262,812</u>
<b>Liabilities</b>				
Current liabilities:				
Accounts payable	\$ 100,273	\$ -	\$ -	\$ 100,273
Accrued liabilities	4,820	-	-	4,820
Total liabilities	<u>105,093</u>	<u>-</u>	<u>-</u>	<u>105,093</u>
<b>Net Position</b>				
Unrestricted	157,719	-	-	157,719
Total net position	<u>157,719</u>	<u>-</u>	<u>-</u>	<u>157,719</u>
Total liabilities and net position	<u>\$ 262,812</u>	<u>\$ -</u>	<u>\$ -</u>	<u>\$ 262,812</u>

**BATAVIA DEVELOPMENT CORPORATION  
CONSOLIDATING STATEMENT OF REVENUES, EXPENSES AND CHANGES IN NET POSITION  
FOR THE YEAR ENDED MARCH 31, 2019**

	Batavia Development Corporation	Creek Park Batavia LLC	Eliminations	Total
<b>Operating revenues:</b>				
City of Batavia	\$ 110,000	\$ -	\$ -	\$ 110,000
Miscellaneous	109	-	-	109
Total operating revenue	<u>110,109</u>	<u>-</u>	<u>-</u>	<u>110,109</u>
<b>Operating expenses:</b>				
Salary and benefits	62,759	-	-	62,759
Insurance	6,070	-	-	6,070
Office expenses	658	-	-	658
Travel and training	1,645	-	-	1,645
Marketing and public relations	4,269	-	-	4,269
Professional services	39,686	-	-	39,686
Total operating expenses	<u>115,087</u>	<u>-</u>	<u>-</u>	<u>115,087</u>
Operating loss	(4,978)	-	-	(4,978)
<b>Non-operating revenues (expenses):</b>				
Grant pass-through revenues	13,222	-	-	13,222
Grant pass-through expenses	(13,222)	-	-	(13,222)
Capital contribution revenues	-	100	(100)	(1)
Capital contribution expenses	(100)	-	100	(1)
Total non-operating revenues	<u>(100)</u>	<u>100</u>	<u>-</u>	<u>-</u>
Change in net position	(5,078)	100	-	(4,978)
Net position - beginning of year	157,719	-	-	157,719
Net position - end of year	\$ <u>152,641</u>	\$ <u>100</u>	\$ <u>-</u>	\$ <u>152,741</u>

(1) This represents a capital contribution made from the BDC to the LLC.

**BATAVIA DEVELOPMENT CORPORATION  
CONSOLIDATING STATEMENT OF REVENUES, EXPENSES AND CHANGES IN NET POSITION  
FOR THE YEAR ENDED MARCH 31, 2018**

	Batavia Development Corporation	Ellicott Station LLC	Eliminations	Total
<b>Operating revenues:</b>				
City of Batavia	\$ 110,000	-	-	\$ 110,000
Miscellaneous	2,324	-	-	2,324
Reimbursement revenue	-	21,808	-	21,808
Total operating revenue	<u>112,324</u>	<u>21,808</u>	<u>-</u>	<u>134,132</u>
<b>Operating expenses:</b>				
Salary and benefits	82,206	-	-	82,206
Insurance	7,270	-	-	7,270
Office expenses	1,010	-	-	1,010
Travel and training	495	-	-	495
Marketing and public relations	2,531	-	-	2,531
Professional services	1,952	21,808	-	23,760
Total operating expenses	<u>95,464</u>	<u>21,808</u>	<u>-</u>	<u>117,272</u>
Operating income	16,860	-	-	16,860
<b>Non-operating revenues (expenses):</b>				
Grant pass-through revenues	628,662	-	-	628,662
Grant pass-through expenses	(634,014)	-	-	(634,014)
Capital contribution revenues	1,000	-	(1,000)	-
Capital contribution expenses	-	(1,000)	1,000	-
Gain (loss) on sale of property	55,000	(167,200)	-	(112,200)
Total non-operating revenues (expenses)	<u>50,648</u>	<u>(168,200)</u>	<u>-</u>	<u>(117,552)</u>
Change in net position	67,508	(168,200)	-	(100,692)
Net position - beginning of year	90,211	168,200	-	258,411
Net position - end of year	<u>\$ 157,719</u>	<u>\$ -</u>	<u>\$ -</u>	<u>\$ 157,719</u>

(1) This represents a capital contribution made from the LLC to the BDC.

**BATAVIA DEVELOPMENT CORPORATION  
CONSOLIDATING STATEMENT OF CASH FLOWS  
FOR THE YEAR ENDED MARCH 31, 2019**

	Batavia Development Corporation	Creek Park Batavia LLC	Eliminations	Total
<b>Cash flows from operating activities:</b>				
Cash received from governmental agencies	\$ 110,000	\$ -	\$ -	\$ 110,000
Payments of service providers and suppliers	(42,330)	-	-	(42,330)
Payments for employee services	(64,315)	-	-	(64,315)
Other operating revenue	109	-	-	109
<b>Net cash provided by operating activities</b>	<u>3,464</u>	<u>-</u>	<u>-</u>	<u>3,464</u>
<b>Cash flows from non-capital financing activities:</b>				
Capital contribution received	-	100	(100) (1)	-
Capital contribution paid	(100)	-	100 (1)	-
Receipt of loan proceeds	-	17,228	(17,228) (2)	-
<b>Net cash provided (used) by non-capital financing activities</b>	<u>(100)</u>	<u>17,328</u>	<u>(17,228)</u>	<u>-</u>
<b>Cash flows from investing activities:</b>				
Payment of loan to subsidiary	(17,228)	-	17,228 (2)	-
<b>Net cash used by investing activities</b>	<u>(17,228)</u>	<u>-</u>	<u>17,228</u>	<u>-</u>
<b>Net increase (decrease) in cash and cash equivalents</b>	<u>(13,864)</u>	<u>17,328</u>	<u>-</u>	<u>3,464</u>
<b>Cash and cash equivalents - beginning of year</b>	<u>81,383</u>	<u>-</u>	<u>-</u>	<u>81,383</u>
<b>Cash and cash equivalents - end of year</b>	<u>\$ 67,519</u>	<u>\$ 17,328</u>	<u>\$ -</u>	<u>\$ 84,847</u>
<b>Reconciliation of operating loss to net cash provided by operating activities:</b>				
Operating loss	\$ (4,978)	\$ -	\$ -	\$ (4,978)
Adjustment to reconcile operating loss to net cash provided by operating activities:				
Change in assets and liabilities:				
Increase (decrease) in:				
Accounts payable	9,998	-	-	9,998
Accrued liabilities	(1,556)	-	-	(1,556)
<b>Net cash provided by operating activities</b>	<u>\$ 3,464</u>	<u>\$ -</u>	<u>\$ -</u>	<u>\$ 3,464</u>

(1) This represents a capital contribution made from the BDC to the LLC.

(2) This represents loan activity between the BDC to the LLC.

**BATAVIA DEVELOPMENT CORPORATION  
CONSOLIDATING STATEMENT OF CASH FLOWS  
FOR THE YEAR ENDED MARCH 31, 2018**

	Batavia Development Corporation	Ellicott Station LLC	Eliminations	Total
<b>Cash flows from operating activities:</b>				
Cash received from governmental agencies	\$ 93,571	\$ 21,808	\$ -	\$ 115,379
Payments of service providers and suppliers	(35,832)	(11,909)	-	(47,741)
Payments for employee services	(79,516)	-	-	(79,516)
Other operating revenue	2,324	-	-	2,324
<b>Net cash provided (used) by operating activities</b>	<u>(19,453)</u>	<u>9,899</u>	<u>-</u>	<u>(9,554)</u>
<b>Cash flows from non-capital financing activities:</b>				
Non-operating grants received	528,662	-	-	528,662
Non-operating grants paid	(534,014)	-	-	(534,014)
Capital contribution received	1,000	-	(1,000)	(1)
Capital contribution paid	-	(1,000)	1,000	(1)
Repayment of loan	-	(9,899)	9,899	(2)
<b>Net cash used by non-capital financing activities</b>	<u>(4,352)</u>	<u>(10,899)</u>	<u>9,899</u>	<u>(5,352)</u>
<b>Cash flows from investing activities:</b>				
Receipt of loan payment	9,899	-	(9,899)	(2)
<b>Net cash provided by investing activities</b>	<u>9,899</u>	<u>-</u>	<u>(9,899)</u>	<u>-</u>
<b>Net decrease in cash and cash equivalents</b>	<u>(13,906)</u>	<u>(1,000)</u>	<u>-</u>	<u>(14,906)</u>
<b>Cash and cash equivalents - beginning of year</b>	<u>95,289</u>	<u>1,000</u>	<u>-</u>	<u>96,289</u>
<b>Cash and cash equivalents - end of year</b>	<u>\$ 81,383</u>	<u>\$ -</u>	<u>\$ -</u>	<u>\$ 81,383</u>
<b>Reconciliation of operating income to net cash provided (used) by operating activities:</b>				
Operating income	\$ 16,860	\$ -	\$ -	\$ 16,860
Adjustment to reconcile operating income to net cash provided (used) by operating activities:				
Change in assets and liabilities:				
(Increase) decrease in:				
Receivables	(16,429)	9,899	-	(6,530)
Increase (decrease) in:				
Accounts payable	(22,574)	-	-	(22,574)
Accrued liabilities	2,690	-	-	2,690
<b>Net cash provided (used) by operating activities</b>	<u>\$ (19,453)</u>	<u>\$ 9,899</u>	<u>\$ -</u>	<u>\$ (9,554)</u>

(1) This represents a capital contribution made from the BDC to the LLC.

(2) This represents loan activity between the BDC to the LLC.



**INTERNAL CONTROL AND COMPLIANCE**

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

**INDEPENDENT AUDITOR'S REPORT**

To the Board of Directors of  
Batavia Development Corporation  
Batavia, New York

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 consolidated financial statements of the Batavia Development Corporation (the Corporation), and its wholly owned subsidiary, Creek Park Batavia, LLC (CPL) as of and for the year ended March 31, 2019, and the related notes to the consolidated financial statements, which collectively comprise the Corporation's basic financial statements, and have issued our report thereon dated June 14, 2019.

**Internal Control Over Financial Reporting**

In planning and performing our audit of the consolidated financial statements, we considered the Corporation'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 opinion on the financial statements, but not for the purpose of expressing an opinion on the effectiveness of the Corporation's internal control. Accordingly, we do not express an opinion on the effectiveness of the Corporation's internal control.

A *deficiency in internal control* exists when the design or operation of a control does not allow management or employees, in the normal course of performing their assigned functions, to prevent, or detect and correct misstatements on a timely basis. A *material weakness* is a deficiency, or combination of deficiencies, in internal control, such that there is a reasonable possibility that a material misstatement of the entity's financial statements will not be prevented, or detected and corrected on a timely basis. A *significant deficiency* is a deficiency, or 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 the internal control was for the limited purpose described in the first paragraph of this section and was not designed to identify all deficiencies in internal control that might be material weaknesses or significant deficiencies. Given these limitations, during our audit we did not identify any deficiencies in internal control that we consider to be material weaknesses. However, material weaknesses may exist that have not been identified.

**Compliance and Other Matters**

As part of obtaining reasonable assurance about whether the Corporation's consolidated 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*.

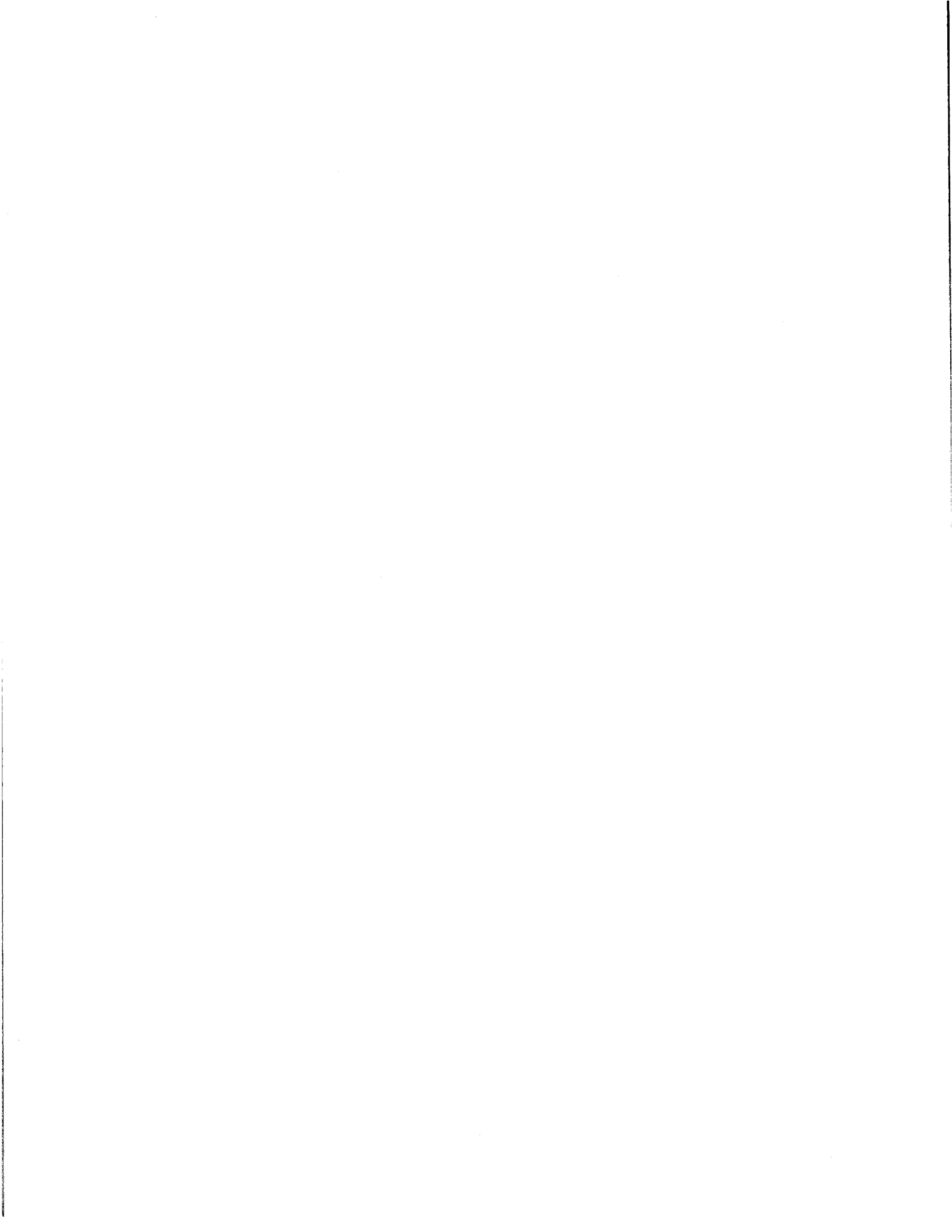
### **Purpose of this Report**

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 Corporation's internal control and compliance. Accordingly, this communication is not suitable for any other purpose.

*Freed Maxick CPAs, P.C.*

Batavia, New York  
June 14, 2019

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**INDEPENDENT ACCOUNTANT'S REPORT**

To the Board of Directors of the  
Batavia Development Corporation  
Batavia, New York

We have examined Batavia Development Corporation's (the Corporation) compliance with the New York State Comptroller's Investment Guidelines for Public Authorities and Section 2925 of the New York State Public Authorities Law (collectively, the "Investment Guidelines") during the period April 1, 2018, to March 31, 2019. Management of the Corporation is responsible for the Corporation's compliance with the specified requirements. Our responsibility is to express an opinion on the Corporation's compliance with the specified requirements based on our examination.

Our examination was conducted in accordance with attestation standards established by the American Institute of Certified Public Accountants. Those standards require that we plan and perform the examination to obtain reasonable assurance about whether the Corporation complied, in all material respects, with the specified requirements referenced above. An examination involves performing procedures to obtain evidence about whether the Corporation complied with the specified requirements. The nature, timing, and extent of the procedures selected depend on our judgment, including an assessment of the risks of material noncompliance, whether due to fraud or error. We believe that the evidence we obtained is sufficient and appropriate to provide a reasonable basis for our opinion.

Our examination does not provide a legal determination on the Corporation's compliance with specified requirements.

In our opinion, the Corporation complied, in all material respects, with the Investment Guidelines during the period April 1, 2018 to March 31, 2019.

This report is intended solely for the information and use of the Board of Directors, management and others within the Corporation and the New York State Authorities Budget Office, and is not intended to be and should not be used by anyone other than these specified parties.

*Freed Maxick CPAs, P.C.*

Batavia, New York  
June 14, 2019

