

Oklahoma Industrial Finance Authority

Financial Statements

June 30, 2014 and 2013
(With Independent Auditors' Report Thereon)



OKLAHOMA INDUSTRIAL FINANCE AUTHORITY

FINANCIAL STATEMENTS

Table of Contents

	<u>Page</u>
<u>Independent Auditors' Report</u>	1
<u>Management's Discussion and Analysis</u>	I-1
<u>Financial Statements:</u>	
Statements of Net Position	3
Statements of Revenues, Expenses, and Changes in Net Position.....	5
Statements of Cash Flows	6
Notes to Financial Statements	8
Independent Auditors' Report on Internal Control Over Financial Reporting and on Compliance and Other Matters Based on an Audit of Financial Statements Performed in <u>Accordance with Government Auditing Standards</u>	24



INDEPENDENT AUDITORS' REPORT

Board of Directors
Oklahoma Industrial Finance Authority

Report on the Financial Statements

We have audited the accompanying financial statements of the Oklahoma Industrial Finance Authority (the "Authority"), which is a part of the State of Oklahoma financial reporting entity, as of and for the years ended June 30, 2014 and 2013, and the related notes to the financial statements, which collectively comprise the Authority's basic financial statements as listed in the table of contents.

Management's Responsibility for the Financial Statements

Management is responsible for the preparation and fair presentation of these financial statements in accordance with accounting principles generally accepted in the United States; 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 audits. We conducted our audits in accordance with auditing standards generally accepted in the United States 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 auditors' 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 auditors consider internal control relevant to the Authority'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 Authority'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.

(Continued)

INDEPENDENT AUDITORS' REPORT, CONTINUED

Opinion

In our opinion, the financial statements referred to above present fairly, in all material respects, the financial position of the Authority as of June 30, 2014 and 2013, and the changes in its financial position and its cash flows for the years then ended in accordance with accounting principles generally accepted in the United States.

Emphasis of Matter

As discussed in Note 1, the financial statements of the Authority are intended to present the financial position, the changes in financial position, and cash flows of only that portion of the State of Oklahoma that is attributable to the balances and transactions of the Authority. They do not purport to, and do not, present fairly the financial position of the State of Oklahoma as of June 30, 2014 and 2013, and the changes in its financial position and its cash flows for the years then ended in conformity with accounting principles generally accepted in the United States. Our opinion is not modified with respect to this matter.

Other Matters

Accounting principles generally accepted in the United States require that the management's discussion and analysis on pages I-1 and I-2 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, 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 audits 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.

Other Reporting Required by Government Auditing Standards

In accordance with *Government Auditing Standards*, we have also issued our report dated October 15, 2014, on our consideration of the 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 the Authority's internal control over financial reporting and compliance.

Finley & Cook, PLLC

Shawnee, Oklahoma
October 15, 2014

OKLAHOMA INDUSTRIAL FINANCE AUTHORITY

MANAGEMENT'S DISCUSSION AND ANALYSIS (MD&A)

Our discussion and analysis of the financial performance of the Oklahoma Industrial Finance Authority (the "Authority"), which is a part of the State of Oklahoma financial reporting entity, provides an overview of the Authority's financial activities for the fiscal years ended June 30, 2014 and 2013. Please read it in conjunction with the Authority's financial statements, which begin on page 3.

Financial Highlights

- Total operating revenues decreased by approximately \$200,000 (11.0% decrease) to \$1.6 million during 2014 compared to \$1.8 million in 2013, consisting primarily of a decrease in earnings from notes receivable offset by an increase in earnings from investments. Total operating expenses decreased approximately \$100,000 (5.6% decrease) to \$1.7 million in 2014 compared to \$1.8 million in 2013. Non-operating expenses decreased by approximately \$26,000 during 2014, resulting from a decrease in unrealized gains on investments since 2013.
- Total operating revenues increased by approximately \$106,000 (6.1% increase) to \$1.8 million during 2013 compared to \$1.7 million in 2012, consisting primarily of an increase in earnings from investments offset by a decrease in earnings from notes receivable. Total operating expenses increased approximately \$78,000 (4.5% increase) to \$1.8 million in 2013 compared to \$1.7 million in 2012. Non-operating revenues decreased by approximately \$631,000 during 2013, resulting from a significant drop in unrealized gains on investments since 2012.
- Total assets and deferred outflows of resources decreased approximately \$2 million from \$63.2 million as of June 30, 2013, to \$61.1 million as of June 30, 2014 (3.2% decrease). Total liabilities decreased approximately \$2 million, from \$59.9 million as of June 30, 2013, to \$57.9 million as of June 30, 2014 (3.3% decrease). The decrease in both total assets and total liabilities are due to the investment certificate agreement with the Oklahoma Development Finance Authority and the repayment of general obligation bonds.
- Total assets and deferred outflows of resources increased approximately \$12.7 million from \$50.4 million as of June 30, 2012, to \$63.1 million as of June 30, 2013 (25.1% increase). Total liabilities increased approximately \$12.7 million, from \$47.1 million as of June 30, 2012, to \$59.9 million as of June 30, 2013 (27.0% increase). The increase in both total assets and deferred outflows of resources and total liabilities are due to an investment certificate agreement with the Oklahoma Development Finance Authority entered into in July 2012.
- Restricted assets increased from approximately \$11,900 as of June 30, 2013, to approximately \$13,100 as of June 30, 2014, an increase of approximately \$1,200 (10.1% increase).
- Restricted assets increased from approximately \$11,300 as of June 30, 2012, to approximately \$11,900 as of June 30, 2013, an increase of approximately \$600 (5.0% increase).

OKLAHOMA INDUSTRIAL FINANCE AUTHORITY

MANAGEMENT'S DISCUSSION AND ANALYSIS (MD&A), CONTINUED

Financial Highlights, Continued

- The balance of outstanding loans, net of the allowance for doubtful accounts, increased \$200,000 during 2014. The increase is a result of various loans being issued and refinanced throughout the year with an offset of loan balances being paid off and paid down. At June 30, 2014, there were eight loans outstanding with a balance of \$7.0 million compared to nine loans outstanding at June 30, 2013, with a balance of \$6.8 million. The Authority closed one new loan and refinanced one loan providing for additional funds under the note during 2014. At June 30, 2014, the Authority had no loan commitments.
- The balance of outstanding loans, net of the allowance for doubtful accounts, decreased \$6.5 million during 2013. The decrease is a result of various loans being paid off due to the borrowers refinancing their loans through other financial institutions, payoff of a loan that was in foreclosure at June 30, 2012, and normal principle reductions. At June 30, 2013, there were nine loans outstanding with a balance of \$6.8 million compared to 14 loans outstanding at June 30, 2012, with a balance of \$13.3 million. The Authority did not close any new loans in 2013. At June 30, 2013, the Authority had loan commitments totaling \$975,000.
- The balance of investments decreased approximately \$2.4 million from \$19.9 million as of June 30, 2013 to \$17.5 million as of June 30, 2014 (12.1% decrease). The decrease is due to primarily selling SBA investments earning low yields.
- The balance of the outstanding general obligation bonds was \$45.6 million as of June 30, 2014, and \$46.2 million as of June 30, 2013; a decrease of \$600,000, which represents the scheduled bond principal payments.
- The balance of the outstanding general obligation bonds was \$46.2 million as of June 30, 2013, and \$46.9 million as of June 30, 2012; a decrease of \$700,000, which represents the scheduled bond principal payments.

Economic Factors and Next Year's Outlook

Management is of the opinion that the loan level and the purchase of loans guaranteed by the Oklahoma Credit Enhancement Reserve Fund will remain low to moderate. No changes in the Authority's financial strategies are anticipated for the next year.

Contacting the Authority's Financial Management

This financial report is designed to provide the Board of Directors' accountability of the Authority. If you have questions about this report or need additional financial information, contact the Oklahoma Industrial Finance Authority, 9220 North Kelley Ave., Oklahoma City, OK 73131.

OKLAHOMA INDUSTRIAL FINANCE AUTHORITY

STATEMENTS OF NET POSITION

<i>June 30,</i>	<i>2014</i>	<i>2013</i>
Assets		
Current assets:		
Cash and cash equivalents	\$ 36,240,798	36,133,866
Notes receivable	729,237	2,192,238
Miscellaneous accounts receivable	175	300
Accrued interest:		
Notes receivable	38,830	29,458
Investments	145,975	153,212
Total current assets	<u>37,155,015</u>	<u>38,509,074</u>
Noncurrent assets:		
Restricted cash and cash equivalents	13,082	11,895
Investments, at fair value	17,469,533	19,869,056
Notes receivable, net of allowance for doubtful accounts of \$77,730 at both June 30, 2014 and 2013	6,240,405	4,592,864
Unamortized bond issuance costs	-	20,115
Leased property, net of accumulated depreciation of \$57,750 and \$55,125 at June 30, 2014 and 2013, respectively	122,250	124,875
Total noncurrent assets	<u>23,845,270</u>	<u>24,618,805</u>
Total assets	<u>61,000,285</u>	<u>63,127,879</u>
Deferred outflows of resources		
Debt refundings, net	<u>93,132</u>	<u>110,019</u>
Total assets and deferred outflows of resources	<u>61,093,417</u>	<u>63,237,898</u>

(Continued)

See Independent Auditors' Report.
See accompanying notes to financial statements.

OKLAHOMA INDUSTRIAL FINANCE AUTHORITY

STATEMENTS OF NET POSITION, CONTINUED

<i>June 30,</i>	<i>2014</i>	<i>2013</i>
Liabilities		
Current liabilities:		
Accounts payable	483	1,056
Accrued compensated absences	45,079	43,625
General obligation bonds	690,000	655,000
Investment certificate payable to the ODFA	11,944,736	13,325,000
Accrued interest payable	<u>258,135</u>	<u>269,077</u>
Total current liabilities	<u>12,938,433</u>	<u>14,293,758</u>
Noncurrent liabilities:		
General obligation bonds	44,885,000	45,575,000
Unamortized bond premium/discount, net	<u>29,580</u>	<u>34,377</u>
Total noncurrent liabilities	<u>44,914,580</u>	<u>45,609,377</u>
Total liabilities	<u>57,853,013</u>	<u>59,903,135</u>
Net Position		
Restricted	13,082	11,895
Unrestricted	<u>3,227,322</u>	<u>3,322,868</u>
Total net position	<u>\$ 3,240,404</u>	<u>3,334,763</u>

See Independent Auditors' Report.
See accompanying notes to financial statements.

OKLAHOMA INDUSTRIAL FINANCE AUTHORITY

STATEMENTS OF REVENUES, EXPENSES, AND CHANGES IN NET POSITION

<i>Years Ended June 30,</i>	<i>2014</i>	<i>2013</i>
Operating revenues:		
Interest income:		
Notes receivable	\$ 349,008	611,510
Investments	1,225,328	1,165,098
Other	30,900	57,418
Total operating revenues	<u>1,605,236</u>	<u>1,834,026</u>
Operating expenses:		
Administrative	250,602	330,947
Bond interest	1,313,056	1,328,457
Investment certificate interest	98,599	140,203
Depreciation	2,625	2,625
Total operating expenses	<u>1,664,882</u>	<u>1,802,232</u>
Operating (loss) income	<u>(59,646)</u>	<u>31,794</u>
Non-operating (expenses) revenues:		
Unrealized losses on investments	(40,886)	(95,731)
Gains from redemptions/sales of investments	6,173	34,492
Total non-operating expenses	<u>(34,713)</u>	<u>(61,239)</u>
Change in net position	(94,359)	(29,445)
Net position, beginning of year	<u>3,334,763</u>	<u>3,364,208</u>
Net position, end of year	<u>\$ 3,240,404</u>	<u>3,334,763</u>

See Independent Auditors' Report.
See accompanying notes to financial statements.

OKLAHOMA INDUSTRIAL FINANCE AUTHORITY

STATEMENTS OF CASH FLOWS

Increase (Decrease) in Cash and Cash Equivalents

<i>Years Ended June 30,</i>	<i>2014</i>	<i>2013</i>
Cash flows from operating activities:		
Collections of interest on notes receivable	\$ 339,636	632,063
Collections of fees on notes receivable	4,625	31,117
Collections of interest on investments	1,232,565	1,154,825
Collections of rent from real estate property	26,400	26,400
Payments of salaries and benefits	(215,211)	(265,358)
Payments of administrative expenses	(34,510)	(62,361)
Payments of interest	<u>(1,390,392)</u>	<u>(1,464,098)</u>
Net cash (used in) provided by operating activities	<u>(36,887)</u>	<u>52,588</u>
Cash flows from noncapital and related financing activities:		
Bond principal payments	(655,000)	(625,000)
Receipts of investment certificate payable to the ODFA	119,736	13,325,000
Payments on investment certificate payable to the ODFA	<u>(1,500,000)</u>	<u>-</u>
Net cash (used in) provided by noncapital and related financing activities	<u>(2,035,264)</u>	<u>12,700,000</u>
Cash flows from investing activities:		
Collections of principal on loans	1,344,916	6,410,356
Loans made	(1,529,456)	-
Principal payments received from sale, maturity, or redemption of investments	2,910,516	7,543,043
Purchase of investments	(551,879)	-
Gain from redemptions/sales of investments	<u>6,173</u>	<u>34,492</u>
Net cash provided by investing activities	<u>2,180,270</u>	<u>13,987,891</u>
Net increase in cash and cash equivalents	108,119	26,740,479
Cash and cash equivalents, unrestricted and restricted, beginning of year	<u>36,145,761</u>	<u>9,405,282</u>
Cash and cash equivalents, unrestricted and restricted, end of year	<u>\$ 36,253,880</u>	<u>36,145,761</u>

(Continued)

See Independent Auditors' Report.
See accompanying notes to financial statements.

OKLAHOMA INDUSTRIAL FINANCE AUTHORITY

STATEMENTS OF CASH FLOWS, CONTINUED

Increase (Decrease) in Cash and Cash Equivalents

<i>Years Ended June 30,</i>	<i>2014</i>	<i>2013</i>
Reconciliation of operating (loss) income to net cash (used in) provided by operating activities:		
Operating (loss) income	\$ (59,646)	31,794
Adjustments to reconcile operating (loss) income to net cash (used in) provided by operating activities:		
Depreciation	2,625	2,625
Amortization of bond premium/discount, net	(4,797)	(4,797)
Amortization of bond issue costs and debt refundings	37,002	19,800
Change in operating assets and liabilities:		
Accrued interest—investments	7,237	(10,273)
Accrued interest—notes receivable	(9,372)	20,553
Miscellaneous accounts receivable	125	99
Accounts payable	(573)	252
Accrued compensated absences	1,454	2,976
Accrued bond interest payable	<u>(10,942)</u>	<u>(10,441)</u>
 Net cash (used in) provided by operating activities	 <u>\$ (36,887)</u>	 <u>52,588</u>

See Independent Auditors' Report.
See accompanying notes to financial statements.

OKLAHOMA INDUSTRIAL FINANCE AUTHORITY

NOTES TO FINANCIAL STATEMENTS

June 30, 2014 and 2013

(1) SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Reporting Entity

The Oklahoma Industrial Finance Authority (the “Authority”) was established under the Oklahoma Industrial Finance Authority Act of 1959. The beneficiary of the Authority is the State of Oklahoma (the “State”). The Authority assists with the State’s industrial development. The Authority makes loans to authorized industrial development agencies or trusts and new or expanding industries within the state. These loans are secured by first or second mortgages on real estate and equipment. The financial statements of the Authority are intended to present the financial position, the changes in financial position, and cash flows of only that portion of the State that is attributable to the balances and transactions of the Authority. They do not purport to, and do not, present fairly the financial position of the State as of June 30, 2014 and 2013, and the changes in its financial position and its cash flows for the years then ended in conformity with accounting principles generally accepted in the United States.

Fund Accounting

The Authority is organized and operated as an enterprise fund. An enterprise fund accounts for activities for which the intent of the governing body is that the cost of providing goods or services to the public on a continuing basis be financed or recovered primarily through user charges, or where the governing body has decided that the determination of net income is appropriate.

Basis of Presentation

The accompanying financial statements have been prepared in conformity with accounting principles generally accepted in the United States as prescribed by the Governmental Accounting Standards Board (GASB).

The Authority follows the provisions of GASB Statement No. 34, *Basic Financial Statements— and Management’s Discussion and Analysis—for State and Local Governments*, in preparing its financial statements.

See Independent Auditors’ Report.

OKLAHOMA INDUSTRIAL FINANCE AUTHORITY

NOTES TO FINANCIAL STATEMENTS, CONTINUED

(1) SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES, CONTINUED

Basis of Accounting

The Authority prepares its financial statements on the accrual basis of accounting. Under this method, revenues are recognized in the accounting period in which they are earned and expenses are recognized when the obligation is incurred.

Notes Receivable and Allowance for Doubtful Accounts

Notes receivable are stated at the amount of unpaid principal, reduced by an allowance for doubtful accounts. Interest on notes receivable is calculated using the effective interest method. The allowance for doubtful accounts is established through a provision for bad debts that is charged to expense. Notes receivable are charged against the allowance for doubtful accounts when management believes that the collectibility of the principal is unlikely. The allowance is an amount that management believes will be adequate to absorb possible losses on existing notes receivable that may become uncollectible, based on evaluations of the collectibility of notes receivable and the loss experience with prior notes receivable. The evaluations take into consideration such factors as changes in the nature and volume of the notes receivable portfolio, overall portfolio quality, review of specific problem notes receivable, and current economic conditions that may affect the borrower's ability to pay. Accrual of interest is discontinued on a note receivable when management believes, after considering economic and business conditions and collection efforts, that the borrower's financial condition is such that collection of interest is doubtful.

Cash and Cash Equivalents

For the purpose of the statements of cash flows, the Authority considers all highly liquid investments (including restricted assets) with a maturity of 3 months or less when purchased to be cash equivalents.

Debt Refundings

The difference between the reacquisition price and the net carrying amount of the old debt is reported as a deferred outflow of resources or deferred inflow of resources and is amortized on a straight-line basis over the life of the related debt as a component of interest expense. The total amount of the debt refundings as a result of the FY-2002 refunding of Series N, P, Q, and R was \$329,499. The carrying amount of the debt refundings at June 30, 2014 and 2013, was \$93,132 and \$110,019, respectively. Amortization expense of the debt refundings was \$16,887 and \$16,888 for the years ended June 30, 2014 and 2013, respectively.

See Independent Auditors' Report.

OKLAHOMA INDUSTRIAL FINANCE AUTHORITY

NOTES TO FINANCIAL STATEMENTS, CONTINUED

(1) SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES, CONTINUED

Investments

The Authority's investments are recorded at fair value in accordance with the provisions of GASB Statement No. 31, *Accounting and Financial Reporting for Certain Investments and for External Investment Pools*.

Compensated Absences

Employees earn annual vacation leave at the rate of 15 days per year during the first 5 years of service, 18 days per year for 5 to 10 years of service, 20 days per year for 10 to 20 years of service, and 25 days per year for 20 or more years of service. Unused annual leave may be accumulated to a maximum of 240 hours for service under 5 years and 480 hours for service years equal to or greater than 5 years. All accrued annual leave is payable upon layoff, resignation, retirement, or death.

Use of Estimates in Preparing Financial Statements

The preparation of financial statements in conformity with accounting principles generally accepted in the United States requires management to make estimates and assumptions that will affect the reported amounts of assets and liabilities and disclosures 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 these estimates.

Income Taxes

The Authority is a governmental agency organized under the laws of the State and is not subject to federal or state income taxes.

Recent Accounting Pronouncements

In March 2012, GASB issued Statement No. 65, *Items Previously Reported as Assets and Liabilities* (GASB 65). The objective of GASB 65 is to establish accounting and financial reporting standards that reclassify certain items that were previously reported as assets or liabilities as deferred outflows of resources or deferred inflows of resources; and recognizes certain items that were previously reported as assets or liabilities as outflows of resources or inflows of resources. The Authority adopted this statement effective July 1, 2013. The adoption had no significant impact on the Authority's financial statements.

See Independent Auditors' Report.

OKLAHOMA INDUSTRIAL FINANCE AUTHORITY

NOTES TO FINANCIAL STATEMENTS, CONTINUED

(1) SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES, CONTINUED

Recent Accounting Pronouncements, Continued

In April 2013, GASB issued Statement No 70, *Accounting and Financial Reporting for Nonexchange Financial Guarantees* (GASB 70). GASB 70 will require a government that extends a nonexchange financial guarantee to recognize a liability when qualitative factors and historical data, if any, indicate that it is more likely than not that the government will be required to make a payment on the guarantee. A government that has issued an obligation guaranteed in a nonexchange transaction is to report the obligation until legally released as an obligor. This statement specifies the information required to be disclosed by governments that extend nonexchange financial guarantees. This statement requires new information to be disclosed by governments that receive nonexchange financial guarantees. The Authority adopted this statement effective July 1, 2013. The adoption had no impact on the Authority's financial statements.

Date of Management's Review of Subsequent Events

Management has evaluated subsequent events through October 15, 2014, the date that the financial statements were available to be issued, and determined that no subsequent events have occurred which require adjustment to or disclosure in the financial statements.

(2) GENERAL OBLIGATION BONDS

The Authority's general obligation bonds are authorized and issued for the funding of industrial finance loans to encourage business development within the state. All revenues arising from the net proceeds from repayment of industrial finance loans and interest received thereon are pledged under these bond issues. In addition, these general obligation bonds are backed by the full faith and credit of the State. The State has not made any payments on the general obligation bonds on behalf of the Authority. Changes in the general obligation debt outstanding (amounts expressed in thousands) for the years ended June 30, 2014 and 2013, were as follows:

Balance outstanding at June 30, 2012	\$	46,855
Less: Current maturities		<u>(625)</u>
Balance outstanding at June 30, 2013		46,230
Less: Current maturities		<u>(655)</u>
Balance outstanding at June 30, 2014	\$	<u><u>45,575</u></u>

See Independent Auditors' Report.

OKLAHOMA INDUSTRIAL FINANCE AUTHORITY

NOTES TO FINANCIAL STATEMENTS, CONTINUED

(2) GENERAL OBLIGATION BONDS, CONTINUED

The general obligation bonds outstanding (dollars expressed in thousands) as of June 30 were as follows:

<u>Industrial Finance Bonds</u>	<u>Maturity</u>		<u>Interest Rate</u>	<u>2014</u>	<u>2013</u>
Series 2001 N	8/1/2018	**Variable	2.50%	\$ 10,000	10,000
Series 2001 P	8/1/2019	**Variable	2.50%	10,000	10,000
Series 2001 Q	11/1/2019	**Variable	2.50%	10,000	10,000
Series 2001 R	11/1/2021	**Variable	2.50%	10,000	10,000
Series W-1	9/1/2020		5.00% to 5.20%	4,850	5,415
Series W-2	9/1/2020		3.60% to 4.00%	725	815
Total				45,575	46,230
Less: General obligation bonds due within 1 year				(690)	(655)
Total general obligation bonds due after 1 year				<u>\$ 44,885</u>	<u>45,575</u>

** These rates are variable and are established quarterly. Effective November 1, 2007, the rate is based on the prime rate published in the Wall Street Journal minus 2.90%, with a 2.50% floor. As of June 30, 2014 and 2013, the rates were at the minimum rate under the contract.

As of June 30, 2014, the Authority's general obligation bonds service requirements for principal and interest (dollars expressed in thousands) in future years were as follows.

<u>Year Ending</u> <u>June 30,</u>	<u>Principal</u>	<u>Interest</u>	<u>Total</u>
2015	\$ 690	1,258	1,948
2016	720	1,224	1,944
2017	755	1,188	1,943
2018	795	1,151	1,946
2019	10,830	923	11,753
2020–2022	<u>31,785</u>	<u>904</u>	<u>32,689</u>
	<u>\$ 45,575</u>	<u>6,648</u>	<u>52,223</u>

See Independent Auditors' Report.

OKLAHOMA INDUSTRIAL FINANCE AUTHORITY

NOTES TO FINANCIAL STATEMENTS, CONTINUED

(3) CASH DEPOSITS AND INVESTMENT RISK

Certain cash and investments of the Authority are on deposit with the Oklahoma State Treasurer’s Office, which invests the funds at the direction and on behalf of the Authority.

The Bond Interest Account and the Bond Redemption Account were established by Oklahoma statutes for the purpose of paying and discharging the interest and principal on the State’s Industrial Finance Bonds. The general obligation bond resolutions and supplemental resolutions require the Authority to set aside in the Bond Interest Account an amount sufficient to cover all interest requirements at least 30 days prior to the due date. To guarantee the retirement of Industrial Finance Bonds at maturity, the Authority or the State Treasurer shall pay into the Bond Redemption Account an amount sufficient to cover bond redemption requirements as set forth in the general obligation bond resolutions and supplemental resolutions.

The balances in the previously mentioned accounts at June 30 consisted of cash and cash equivalents, which approximate fair value, and were as follows:

	<u>2014</u>	<u>2013</u>
Bond Redemption Account	\$ <u>13,082</u>	<u>11,895</u>

At June 30, 2014 and 2013, cash and cash equivalents amounted to \$36,253,880 and \$36,145,761, respectively, of which \$13,082 and \$11,895, respectively, was restricted cash, which was on deposit with the State Treasurer’s internal investment pool, OK INVEST.

Investment Interest Rate Risk—The Authority does not have a formal investment policy that limits investment maturities as a means of managing its exposure to fair value losses arising from increasing interest rates, except for its policy regarding its investments in Small Business Administration (SBA) guaranteed investment pools, for which the Authority’s policy focuses on the following limits:

- a) 80% or more of the SBA investments are to be at variable rates.
- b) Limited to a maximum premium of 102%.
- c) Total amount of purchases with interest caps are to be less than 30% of total SBA investments.

See Independent Auditors’ Report.

OKLAHOMA INDUSTRIAL FINANCE AUTHORITY

NOTES TO FINANCIAL STATEMENTS, CONTINUED

(3) CASH DEPOSITS AND INVESTMENT RISK, CONTINUED

Investment Credit Risk—The Authority has no investment policy that limits its investment choices other than the limitation of state law imposed on the State Treasurer as follows:

- a) U.S. Treasury bills, notes, and bonds and U.S. government agency securities with certain ratings and maturity limitations.
- b) Collateralized or insured certificates of deposit and other evidences of deposit issued by a bank, savings bank, savings and loan association, or credit union located in the state of Oklahoma.
- c) Certain ratings and maturity limitations, negotiable certificates of deposit, banker's acceptances, and commercial paper.
- d) Obligations of state and local governments, including obligations of Oklahoma state public trusts, with certain ratings and maturity limitations.
- e) Collateralized repurchase agreements and tri-party repurchase agreements.
- f) Money market mutual funds and short-term bond funds regulated by the SEC and in which investments consist of obligations of the U.S. government and its agencies and instrumentalities and repurchase agreements collateralized by obligations of the U.S. government and its agencies and instrumentalities.

The State Treasurer has determined that current holdings in OK INVEST should be limited to obligations of the U.S. government and its agencies and instrumentalities, collateralized certificates of deposit, tri-party repurchase agreements collateralized at 100% with the collateral held by a third party in the name of the Oklahoma State Treasurer, and money market mutual funds which either directly or indirectly invest in U.S. Treasury and/or agency securities and repurchase agreements related to such securities. OK INVEST is not insured or guaranteed by the State, the Federal Deposit Insurance Corporation, or any other government agency.

See Independent Auditors' Report.

OKLAHOMA INDUSTRIAL FINANCE AUTHORITY

NOTES TO FINANCIAL STATEMENTS, CONTINUED

(3) CASH DEPOSITS AND INVESTMENT RISK, CONTINUED

At June 30, 2014, the Authority’s investments, at fair value, in obligations not directly guaranteed by the U.S. government were as follows, none of which were rated, except for the University of Oklahoma general revenue bonds, which were rated AA-, and the highway capital improvement revenue bonds, which were rated AA:

<u>Description</u>	<u>Institution</u>	<u>Amount</u>	<u>Maturity***</u>
OK INVEST	State Treasurer	\$ 36,253,880	N/A
ODFA revenue bond**	ODFA	9,999,000	4/1/2031
ODFA Department of Human Services**	ODFA	551,879	7/1/2019
ODFA Woodward Industrial Foundation note**	ODFA	1,179,087	2/1/2027
ODFA Muskogee City— County Port Authority Note #1**	ODFA	1,017,522	10/1/2028
ODFA Muskogee City— County Port Authority Note #2**	ODFA	610,181	4/1/2033
University of Oklahoma general revenue bonds	Board of Regents of the University of Oklahoma	2,456,547	7/1/2019- 7/1/2022
Highway capital improvement revenue bonds	Oklahoma Capitol Improvement Authority	1,120,910	7/1/2019
SBA investment pools*	SBA	<u>534,407</u>	8/25/2016- 7/25/2025
		<u>\$ 53,723,413</u>	

* The SBA investments are indirectly guaranteed by the U.S. government.

** Investments are secured by a financial guarantee insurance policy issued by the Oklahoma Credit Enhancement Reserve Fund, which has an AA+ rating.

*** The weighted average maturity of the University of Oklahoma general revenue bonds, the highway capital improvement revenue bonds, the SBA investment pools, and total investments (excluding investments in OK INVEST) was 6.43, 5.01, 6.79, and 13.56 years, respectively.

N/A Not applicable.

See Independent Auditors’ Report.

OKLAHOMA INDUSTRIAL FINANCE AUTHORITY

NOTES TO FINANCIAL STATEMENTS, CONTINUED

(3) CASH DEPOSITS AND INVESTMENT RISK, CONTINUED

At June 30, 2013, the Authority’s investments, at fair value, in obligations not directly guaranteed by the U.S. government were as follows, none of which were rated, except for the University of Oklahoma general revenue bonds, which were rated AA-, and the highway capital improvement revenue bonds, which were rated AA:

<u>Description</u>	<u>Institution</u>	<u>Amount</u>	<u>Maturity***</u>
OK INVEST	State Treasurer	\$ 36,145,761	N/A
ODFA revenue bond**	ODFA	9,999,000	4/1/2031
ODFA Ardmore Development Authority note**	ODFA	114,292	10/1/2013
ODFA Woodward Industrial Foundation note**	ODFA	1,241,803	2/1/2027
ODFA Muskogee City— County Port Authority Note #1**	ODFA	1,077,017	10/1/2028
ODFA Muskogee City— County Port Authority Note #2**	ODFA	635,242	4/1/2033
University of Oklahoma general revenue bonds	Board of Regents of the University of Oklahoma	2,520,254	7/1/2019– 7/1/2022
Highway capital improvement revenue bonds	Oklahoma Capitol Improvement Authority	1,098,090	7/1/2019
SBA investment pools*	SBA	<u>3,183,358</u>	9/25/2013– 2/25/2032
		<u>\$ 56,014,817</u>	

* The SBA investments are indirectly guaranteed by the U.S. government.

** Investments are secured by a financial guarantee insurance policy issued by the Oklahoma Credit Enhancement Reserve Fund, which has an AA+ rating.

*** The weighted average maturity of the University of Oklahoma general revenue bonds, the highway capital improvement revenue bonds, the SBA investment pools, and total investments (excluding investments in OK INVEST) was 7.43, 6.01, 13.14, and 14.82 years, respectively.

N/A Not applicable.

See Independent Auditors’ Report.

OKLAHOMA INDUSTRIAL FINANCE AUTHORITY

NOTES TO FINANCIAL STATEMENTS, CONTINUED

(3) CASH DEPOSITS AND INVESTMENT RISK, CONTINUED

Concentrations of Investment Credit Risk—The Authority has no limit on the amount it may invest in any one issuer. The Authority had the following concentrations of credit risk at June 30, 2014: 67.5%, or \$36,253,880, invested in OK INVEST; and 18.6%, or \$9,999,000, invested in an Oklahoma Development Finance Authority (ODFA) revenue bond. The Authority had the following concentrations of credit risk at June 30, 2013: 64.5%, or \$36,145,761, invested in OK INVEST; 17.9%, or \$9,999,000, invested in an ODFA revenue bond; and 5.7%, or \$3,183,358, invested in SBA investment pools.

Investments in the State Treasurer’s internal investment pool, OK INVEST are recorded at cost, which approximates fair value due to the short-term nature and use of the cash accounts. Investments in SBA investment pools are recorded at fair value, based on quoted market prices received from pricing services for identical securities or comparable securities. The University of Oklahoma general revenue bonds and the highway capital improvement revenue bonds are recorded at fair value based on quoted market prices received from pricing services for identical securities or comparable securities. The ODFA revenue bond; the ODFA Department of Human Services note; the ODFA Ardmore Development Authority note; the ODFA Woodward Industrial Foundation note; the ODFA Muskogee City—County Port Authority Note #1; and the ODFA Muskogee City—County Port Authority Note #2 have been recorded at cost, which approximates fair value due to the variability of interest rates and/or the fact the fixed interest rates are not significantly different than current market rates offered on instruments with similar credit risks and maturities.

On February 19, 2009, the Authority purchased for investment \$2,145,000 of general revenue bonds issued by the Board of Regents of the University of Oklahoma. The bonds begin to mature on July 1, 2019, through July 1, 2022. The bonds bear interest at 5.28%, which is payable on January 1 and July 1. Interest and principal will be repaid from “pledged revenues” of the University of Oklahoma, as defined in the bond agreement.

On September 16, 2009, the Authority purchased for investment \$1,000,000 of highway capital improvement revenue bonds issued by the Oklahoma Capitol Improvement Authority. The bonds mature on July 1, 2019. The bonds bear interest at 5.04%, which is payable on January 1 and July 1. Interest and principal will be repaid from the revenues specifically pledged to their payment by the Oklahoma Capitol Improvement Authority, as defined in the bond agreement.

See Independent Auditors’ Report.

OKLAHOMA INDUSTRIAL FINANCE AUTHORITY

NOTES TO FINANCIAL STATEMENTS, CONTINUED

(3) CASH DEPOSITS AND INVESTMENT RISK, CONTINUED

Related-Party Investments

On September 12, 1996, the Authority purchased for investment a revenue bond issued by the ODFA, a public trust and instrumentality of the State. Both the Authority and the ODFA share common board members and employees. The principal amount of the bond is \$9,999,000 and was scheduled to mature April 1, 2006, but has been extended to April 1, 2031, as stated in the extension agreement dated April 1, 2006. The bond bears interest at a variable rate equivalent to the Authority's cost of funds on its outstanding variable rate bond issues, adjusted quarterly. As of June 30, 2014 and 2013, the interest rate paid by the bond was 2.50%. The Authority can dispose of the bond at any time for a price equal to the outstanding principal plus interest accrued to the date of the sale. The bond is secured by a financial guarantee insurance policy issued by the Oklahoma Credit Enhancement Reserve Fund.

On October 9, 1998, the Authority purchased a \$3,220,000 note issued by the ODFA. The proceeds were then loaned to the Ardmore Development Authority by the ODFA for construction of a tire distribution warehouse. The note originally paid interest at Prime less 2.00%, adjusted quarterly. Effective July 25, 2000, the terms of the note were modified to provide for a fixed interest rate of 7.50% with monthly payments of \$29,021 beginning August 1, 2000, through October 1, 2013. The note was secured by a first real estate mortgage and a financial guarantee insurance policy issued by the Oklahoma Credit Enhancement Reserve Fund.

On June 4, 1999, the Authority issued a \$1,395,856 note to the ODFA. The proceeds were then loaned to the Woodward Industrial Foundation by the ODFA for use in building a spec building as part of the ODFA's Spec Building Program. Interest-only payments were to be made for the first 72 months beginning July 1, 1999. The first monthly installment of principal and interest was originally due on July 1, 2005, with an original final scheduled maturity of June 1, 2020. The note has been amended numerous times to extend the maturity date and the interest-only payment period and to reduce the interest rate through January 31, 2012, at 4.00%. On February 1, 2012, the note was placed on a 15-year amortization at a fixed interest rate of 5.50% for the first 5 years, 6.00% for the next 5 years, and 6.50% for the remaining 5 years. The note is secured by a first real estate mortgage and a financial guarantee insurance policy issued by the Oklahoma Credit Enhancement Reserve Fund.

See Independent Auditors' Report.

OKLAHOMA INDUSTRIAL FINANCE AUTHORITY

NOTES TO FINANCIAL STATEMENTS, CONTINUED

(3) CASH DEPOSITS AND INVESTMENT RISK, CONTINUED

Related-Party Investments, Continued

On September 26, 2003, the Authority issued a \$1,500,000 note to the ODFA. The proceeds were then loaned to the Muskogee City—County Port Authority by the ODFA for use in constructing a multi-use safe harbor. The note pays interest at Prime less 1.00%, adjusted annually, which at June 30, 2014 and 2013, was 2.25%. The first monthly installment was due on November 1, 2003, with a final scheduled maturity of October 1, 2028. The note is secured by a security interest on all revenues of the Muskogee City—County Port Authority and by a financial guarantee insurance policy issued by the Oklahoma Credit Enhancement Reserve Fund.

On March 20, 2008, the Authority issued a \$750,000 note to the ODFA. The proceeds were then loaned to the Muskogee City—County Port Authority by the ODFA for use in funding increased project costs related to a multi-purpose facility. The note pays` interest at Prime less 1.00% percent, adjusted annually, with a 2.50% floor. The interest rate at June 30, 2014 and 2013, was 2.50%. The first monthly installment was due on May 1, 2008, with a final scheduled maturity of April 1, 2033. The note is secured by a security interest on all revenues of the Muskogee City—County Port Authority and by a financial guarantee insurance policy issued by the Oklahoma Credit Enhancement Reserve Fund.

On June 25, 2014, the Authority issued a \$551,879 note to the ODFA. The proceeds were used to refinance a loan between the ODFA and the Oklahoma Department of Human Service (ODHS), which was originally funded to acquire, construct, and equip two buildings for ODHS in Enid, Oklahoma. The first monthly installment of principal and interest is due on August 1, 2014, with a final scheduled maturity of July 1, 2019. The note accrues interest at a fixed rate of 3.25% and is secured by a leasehold mortgage and by a financial guarantee insurance policy issued by the Oklahoma Credit Enhancement Reserve Fund.

See Independent Auditors' Report.

OKLAHOMA INDUSTRIAL FINANCE AUTHORITY

NOTES TO FINANCIAL STATEMENTS, CONTINUED

(4) NOTES RECEIVABLE

The Authority's notes receivable consisted of the following as of June 30:

	<u>2014</u>	<u>2013</u>
Industrial project loans	\$ 7,047,372	6,862,832
Less current portion	<u>(729,237)</u>	<u>(2,192,238)</u>
Long-term notes receivable	6,318,135	4,670,594
Allowance for doubtful accounts	<u>(77,730)</u>	<u>(77,730)</u>
Net long-term notes receivable	<u>\$ 6,240,405</u>	<u>4,592,864</u>

At June 30, 2014 and 2013, non-accrual loans totaled \$140,308 and \$142,774, respectively, and there were no loans past due over 90 days accruing interest.

(5) INVESTMENT CERTIFICATE AGREEMENT WITH THE ODFA

On July 1, 2012, the Authority entered into an investment certificate agreement with the ODFA, whereby an amount transferred from the ODFA, not to exceed \$15,000,000, would be invested by the Authority into OK INVEST. The ODFA earned interest under this investment certificate agreement equal to 1.00% below the rate the Authority earns from OK INVEST from July 1, 2012, through December 31, 2013, and will earn interest under this investment certificate agreement equal to 1.25% below the rate the Authority earns from OK INVEST beginning on January 1, 2014. Under the agreement, the Authority is required to return the invested principal to the ODFA upon 3 days' notice of redemption. The ODFA can request redemptions of the principal in full or in part at any time. The Authority accounts for this agreement as a liability to the ODFA, which was \$11,944,736 and \$13,325,000 at June 30, 2014 and 2013, respectively. Total interest expense incurred under this agreement approximated \$98,600 and \$140,000 during the years ended June 30, 2014 and 2013, respectively.

(6) PENSION PLAN

General Description

As provided by state law, the Authority participates in the Oklahoma Public Employees Retirement System (the "System"), a component unit of the State. The System covers substantially all state and county employees and extends to local entities if they elect to participate. The System is a multi-employer, cost-sharing plan.

See Independent Auditors' Report.

OKLAHOMA INDUSTRIAL FINANCE AUTHORITY

NOTES TO FINANCIAL STATEMENTS, CONTINUED

(6) PENSION PLAN, CONTINUED

General Description, Continued

The retirement plan, administered by the System, is a defined benefit, contributory plan that provides participants with retirement, death, and disability benefits. Pension benefit provisions were established by statute, and benefit provisions are amended by the Oklahoma Legislature. Cost-of-living adjustments are provided to plan members and beneficiaries at the discretion of the Oklahoma Legislature.

A separately issued independent audit report for the plan may be obtained by writing:

Oklahoma Public Employees Retirement System
5801 N. Broadway Extension, Suite 400
Oklahoma City, OK 73118

Funding Policy

The contribution rates for the plan are established by the Oklahoma Legislature and are not based on an actuarial calculation, which is performed to determine the adequacy of the rate.

The Authority makes contributions to the plan on behalf of its employees based on their gross salary earned (excluding overtime) for the fiscal years ended June 30. The contribution rates in effect for June 30 are summarized as follows:

	<u>2014</u>	<u>2013</u>	<u>2012</u>
Authority	16.50%	16.50%	16.50%
Authority employees	3.50%	3.50%	3.50%

In addition to the required employee participation described above, the plan allows employees to make an irrevocable election to participate in the plan's Step-Up election. The Step-Up election requires employees, who choose to do so, to make an additional annual contribution to the plan equal to 2.91% of compensation. In exchange for the additional contribution, the employee's final benefit computation factor used in calculating the retiree's benefit will be increased, or "stepped-up," from the standard 2.00% factor to 2.50%. The 2.91% factor is actuarially determined and could change in the future.

Contributions to the plan by the Authority for the years ended June 30, 2014, 2013, and 2012, were \$23,172, \$24,977, and \$32,432, respectively. These contributions represent 100% of the contribution required.

See Independent Auditors' Report.

OKLAHOMA INDUSTRIAL FINANCE AUTHORITY

NOTES TO FINANCIAL STATEMENTS, CONTINUED

(7) LEASED PROPERTY

The Authority owns a building and land, which it leases under a short-term operating lease (annual lease terms) expiring in the next year.

The leased building had a gross cost of \$105,000 and is being depreciated over its estimated useful life of 40 years using the straight-line method of depreciation. Depreciation expense was \$2,625 for each of the years ended June 30, 2014 and 2013.

A summary of changes in leased property for the years ended June 30 is as follows:

	<u>2014</u>			
	<u>Balance at</u>	<u>Additions</u>	<u>Disposals</u>	<u>Balance at</u>
	<u>Beginning of Year</u>			<u>End of Year</u>
Cost:				
Land	\$ 75,000	-	-	75,000
Building	<u>105,000</u>	<u>-</u>	<u>-</u>	<u>105,000</u>
	<u>180,000</u>	<u>-</u>	<u>-</u>	<u>180,000</u>
Accumulated depreciation on building	<u>(55,125)</u>	<u>(2,625)</u>	<u>-</u>	<u>(57,750)</u>
Leased property, net	<u>\$ 124,875</u>	<u>(2,625)</u>	<u>-</u>	<u>122,250</u>
	<u>2013</u>			
	<u>Balance at</u>	<u>Additions</u>	<u>Disposals</u>	<u>Balance at</u>
	<u>Beginning of Year</u>			<u>End of Year</u>
Cost:				
Land	\$ 75,000	-	-	75,000
Building	<u>105,000</u>	<u>-</u>	<u>-</u>	<u>105,000</u>
	<u>180,000</u>	<u>-</u>	<u>-</u>	<u>180,000</u>
Accumulated depreciation on building	<u>(52,500)</u>	<u>(2,625)</u>	<u>-</u>	<u>(55,125)</u>
Leased property, net	<u>\$ 127,500</u>	<u>(2,625)</u>	<u>-</u>	<u>124,875</u>

See Independent Auditors' Report.

OKLAHOMA INDUSTRIAL FINANCE AUTHORITY

NOTES TO FINANCIAL STATEMENTS, CONTINUED

(8) LOAN COMMITMENTS

The Authority had no outstanding loan commitments as of June 30, 2014, and had \$975,000 of outstanding loan commitments as of June 30, 2013.

(9) RISK MANAGEMENT

The Authority utilizes the Risk Management Division of the State for property insurance. Comprehensive general liability and personal injury liability are also covered.

(10) RELATED-PARTY TRANSACTIONS

The Authority shares office space, personnel, and common board members with the ODFA. Such costs are being shared and billed to the Authority and the ODFA at 25% and 75%, respectively. Prior to January 1, 2014, costs were shared at 40% and 60% to the Authority and ODFA, respectively.

See discussion of investment certificate with ODFA at Note 5. See discussion of investment transactions with ODFA at Note 3.

See Independent Auditors' Report.



**INDEPENDENT AUDITORS' 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**

Board of Directors
Oklahoma Industrial Finance Authority

We have audited, in accordance with the auditing standards generally accepted in the United States and the standards applicable to financial audits contained in *Government Auditing Standards* issued by the Comptroller General of the United States, the financial statements of the Oklahoma Industrial Finance Authority (the "Authority"), which is a part of the State of Oklahoma financial reporting entity, as of and for the year ended June 30, 2014, and the related notes to the financial statements, which collectively comprise the Authority's basic financial statements, and have issued our report thereon dated October 15, 2014. Our report includes an explanatory paragraph disclaiming an opinion on required supplementary information. Our report also includes an explanatory paragraph to emphasize the fact that the financial statements include only that portion of the State of Oklahoma that is attributable to balances and transactions of the Authority.

Internal Control Over Financial Reporting

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

(Continued)

**INDEPENDENT AUDITORS' 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, CONTINUED**

Compliance and Other Matters

As part of obtaining reasonable assurance about whether the 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 Authority'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 Authority's internal control and compliance. Accordingly, this communication is not suitable for any other purpose.

Finley & Cook, PLLC

Shawnee, Oklahoma
October 15, 2014