

PENDLETON DEVELOPMENT COMMISSION
(A Component Unit of the City of Pendleton, Oregon)

Annual Financial Report

For the Fiscal Year Ended June 30, 2022

PENDLETON DEVELOPMENT COMMISSION
(A Component Unit of the City of Pendleton, Oregon)

TABLE OF CONTENTS
For the Fiscal Year Ended June 30, 2022

	<u>Page</u>
OFFICIALS OF THE AGENCY	i
INDEPENDENT AUDITOR’S REPORT	A-C
MANAGEMENT’S DISCUSSION AND ANALYSIS	a-e
BASIC FINANCIAL STATEMENTS:	
Agency-wide Financial Statements:	
Statement of Net Position	1
Statement of Activities	2
Fund Financial Statements:	
Balance Sheet-Governmental Funds	3
Statement of Revenues, Expenditures, and Changes in Fund Balance – Governmental Funds	4
Reconciliation of the Statement of Revenues, Expenditures, and Changes in Fund Balance of Governmental Funds to the Statement of Activities	5
Statement of Revenues, Expenditures, and Changes in Fund Balance – Budget and Actual – General Fund	6
Notes to the Basic Financial Statements	7 - 14
SUPPLEMENTAL INFORMATION	
Schedule of Revenues, Expenditures, and Changes in Fund Balance – Budget and Actual – Urban Renewal Debt Service Fund	15
AUDITOR’S COMMENTS AND REPORTS:	
Independent Auditor’s Comments	16-17

PENDLETON DEVELOPMENT COMMISSION
(A Component Unit of the City of Pendleton, Oregon)

OFFICIALS OF THE AGENCY
JUNE 30, 2022

BOARD OF DIRECTORS

<u>Name</u>	<u>Address</u>	<u>Term Expires</u> <u>December 31,</u>
John Turner	701 N.W. 23 rd Street Pendleton, OR 97801	2024
McKennon McDonald	806 N.W. 8 th Street Pendleton, OR 97801	2022
Jake Cambier	1324 NW King Pendleton, OR 97801	2022
Steve Campbell	719 NW 6 th Street Pendleton, OR 97801	2022
Sally Brandsen	719 NW 5 th Street Pendleton, OR 97801	2024
Kevin Martin	604 NW Bailey Pendleton, OR 97801	2024
Linda Neuman	2216 SW Perkins Avenue Pendleton, OR 97801	2022
Dale Primmer	101 SW Quinney Place Pendleton, OR 97801	2024
Carole Innes	222 ½ NW Despain Avenue Pendleton, OR 97801	2022

AGENCY ADDRESS

Administrative Offices
500 SW Dorion Avenue
Pendleton, OR 97801



Dickey and Tremper, LLP
Certified Public Accountants and Business Advisors

110 SE First Street
P.O. Box 1533
Pendleton, OR 97801
Phone: (541) 276-6862
Toll Free: 1-800-332-6862
Fax: (541) 276-9040
Web: www.dickeyandtremper.com

INDEPENDENT AUDITOR'S REPORT

To the Board of Directors
Pendleton Development Commission
Pendleton, Oregon

Report on the Audit of the Financial Statements

Opinions

We have audited the accompanying financial statements of the governmental activities, and each major fund of Pendleton Development Commission (a component unit of the City of Pendleton, Oregon) as of and for the year ended June 30, 2022, and the related notes to the financial statements, which collectively comprise the Agency's basic financial statements as listed in the table of contents.

In our opinion, the financial statements referred to above present fairly, in all material respects, the respective financial position of the governmental activities and each major fund of Pendleton Development Commission Agency (a component unit of the City of Pendleton, Oregon), as of June 30, 2022, and the respective changes in financial position, and in accordance with accounting principles generally accepted in the United States of America.

Basis for Opinions

We conducted our audit in accordance with auditing standards generally accepted in the United States of America. Our responsibilities under those standards are further described in the Auditor's Responsibilities for the Audit of the Financial Statements section of our report. We are required to be independent of the Pendleton Development Commission Agency and to meet our other ethical responsibilities, in accordance with the relevant ethical requirements relating to our audit. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinions.

Responsibilities of Management for the Financial Statements

Management is responsible for the preparation and fair presentation of the financial statements in accordance with accounting principles generally accepted in the United States of America, and for 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.

In preparing the financial statements, management is required to evaluate whether there are conditions or events, considered in the aggregate, that raise substantial doubt about the Pendleton Development Commissions Agency's ability to continue as a going concern for twelve months beyond the financial statement date, including any currently known information that may raise substantial doubt shortly thereafter.

Auditor's Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinions. Reasonable assurance is a high level of assurance but is not absolute assurance and therefore is not a guarantee that an audit conducted in accordance with generally accepted auditing standards will always detect a material misstatement when it exists. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control. Misstatements are considered material if there is a substantial likelihood that, individually or in the aggregate, they would influence the judgment made by a reasonable user based on the financial statements.

In performing an audit in accordance with generally accepted auditing standards, we:

- Exercise professional judgment and maintain professional skepticism throughout the audit.
- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, and design and perform audit procedures responsive to those risks. Such procedures include examining, on a test basis, evidence regarding the amounts and disclosures in the financial statements.
- Obtain an understanding of internal control relevant to the audit 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 Pendleton Development Commissions Agency internal control. Accordingly, no such opinion is expressed.
- Evaluate the appropriateness of accounting policies used and the reasonableness of significant accounting estimates made by management, as well as evaluate the overall presentation of the financial statements.
- Conclude whether, in our judgment, there are conditions or events, considered in the aggregate, that raise substantial doubt about the Pendleton Development Commissions Agency's ability to continue as a going concern for a reasonable period of time.

We are required to communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit, significant audit findings, and certain internal control-related matters that we identified during the audit.

Required Supplementary Information

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

statements, and other knowledge we obtained during our audit of the basic financial statements. We do not express an opinion or provide any assurance on the information because the limited procedures do not provide us with sufficient evidence to express an opinion or provide any assurance.

Supplementary Information

Our audit was conducted for the purpose of forming opinions on the financial statements that collectively comprise the Pendleton Development Commissions Agency's, basic financial statements. The supplementary budget schedule for the Debt Fund is presented for purposes of additional analysis and is not a required part of the basic financial statements. Such information is the responsibility of management and was derived from and relates directly to the underlying accounting and other records used to prepare the basic financial statements. The information has been subjected to the auditing procedures applied in the audit of the basic financial statements and certain additional procedures, including comparing and reconciling such information directly to the underlying accounting and other records used to prepare the basic financial statements or to the basic financial statements themselves, and other additional procedures in accordance with auditing standards generally accepted in the United States of America. In our opinion, the budgetary schedule is fairly stated, in all material respects, in relation to the basic financial statements as a whole.

Report on Other Legal and Regulatory Requirements

In accordance with Minimum Standards for Audits of Oregon Municipal Corporations, we have also issued our report dated May 17, 2023, on our consideration of the Pendleton Development Commission's internal control over financial reporting and on tests of its compliance with the provisions of Oregon Revised Statutes as specified in Oregon Administrative Rules OAR 162-10-000 to 162-10-320. 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.

Dickey and Tremper, LLP

Dickey and Tremper, LLP
Certified Public Accountants and Consultants

Pendleton, Oregon
May 17, 2023

MANAGEMENT'S DISCUSSION AND ANALYSIS

MANAGEMENTS DISCUSSION AND ANALYSIS

This discussion and analysis presents the highlights of financial activities and financial position for the Pendleton Development Commission Urban Renewal District (Agency) a component unit of the City of Pendleton for the year ended June 30, 2022. The analysis focuses on significant financial issues, major financial activities, budget changes and variances from the budget and specific issues related to funds and the economic factors affecting the Agency.

Management's Discussion and Analysis (MD&A) focuses on current year's activities. Please read it in conjunction with the City's financial statements and the Agency's financial statements which follow this discussion and analysis.

Financial Highlights

- FY22 was the seventeen year of operations for the Agency. The Commission spent \$466,207 towards second story access downtown.
- The liabilities of the Agency exceeded its assets at the close of the fiscal year by -\$3,192,060 (net position) due to the large credit line drawdown.
- The Jump Start program is designed to promote and assist businesses to locate downtown. These loans are paid back over time to the PDC for principal and interest. There was one new loan paid out for the fiscal year. FY22 saw income of \$88,772 in loan payment receipts from established loans.
- One of the oldest programs within the URA is the façade program. The PDC reimbursed property owners \$158,214 for façade improvements in the downtown core area.
- The PDC committed \$17,500 to the Pendleton Downtown Association to help promote the downtown area.
- The PDC committed to the Til Taylor Splash pad and park improvement. \$183,581 was spent with the project final costs during FY22.
- Street reconstruction downtown improvement was a large project paid for by the PDC in FY22, \$1,156,650.
- The PDC funded a RARE student from the University of Oregon to update the Pendleton historic building inventory for \$23,500.
- The PDC disbursed \$376,499 in Rejuvenation Grants during the FY22 year.
- During the fiscal year, the Agency had expenses from governmental activities totaling \$3,084,285 and total governmental activity revenues of \$1,043,575.
- The Agency was indebted \$5,334,625 from authorized credit lines towards facade restoration projects, construction projects and other expenses of the Agency. The Agency drew down one million dollars and paid back one million dollars.
- Taxes received for the thirteenth year were \$1,018,687. Incremental tax revenues provide the vehicle for repayment debt incurred by the Agency.

Overview of Financial Statements

Following the Management's Discussion and Analysis, this report is organized in three sections: basic financial statements including the notes to basic financial statements; supplementary information; and audit comments and

disclosures. The Agency has two governmental funds. The two funds are the General Operating Fund and the Debt Service Fund. The Agency had no proprietary funds or business-type activity. The agency-wide statements include the statement of net position and the statement of activities.

The *statement of net position* presents information on all of the Agency's assets and liabilities, with the difference between the two reported as net position. Over time, increases or decreases in net position may serve as a useful indicator of whether the financial position of the Agency is improving or deteriorating. The *statement of activities* focuses on gross and net costs of the Agency programs and the extent to which such programs rely upon general tax and other revenues. This statement summarizes and simplifies the user's analysis to determine the extent to which programs are self-supporting and/or subsidized by general revenues.

The *notes to the financial statements* provide additional disclosure required by governmental accounting standards and provide information to assist the reader in understanding the Agency's financial condition.

This report presents *required supplementary information* concerning budgetary comparisons for the general funds, and the budget to GAAP reconciliation in the basic financial statements and accompanying notes.

GOVERNMENT-WIDE FINANCIAL ANALYSIS

This was the sixteenth year of operation for the Pendleton Downtown Commission Urban Renewal District

A. Analysis of Net Position

Table 1
Pendleton Development Commission
Summary of Net Position

	<u>FY 2020-21</u>	<u>FY 2021-22</u>	<u>Change</u>
Assets			
Current and other assets	\$4,052,504	\$2,066,917	(\$1,985,587)
Capital assets	37,559	37,559	0
Assets available for sale	341,261	341,261	0
Total Assets	<u>\$4,431,324</u>	<u>\$2,445,737</u>	<u>(\$1,985,587)</u>
Liabilities			
Long-term liabilities outstanding	\$5,334,625	\$5,334,625	\$0
Other liabilities	248,049	303,172	55,123
Total liabilities	<u>\$5,582,674</u>	<u>\$5,637,797</u>	<u>\$55,123</u>
Net Position			
Restricted for Debt Service	\$152,289	\$14,313	(\$137,976)
Unrestricted (deficit)	<u>(1,303,639)</u>	<u>(3,206,373)</u>	<u>(1,902,734)</u>
Total Net Position	<u><u>(\$1,151,350)</u></u>	<u><u>(\$3,192,060)</u></u>	<u><u>(\$2,040,710)</u></u>

As noted earlier, net position may serve as a useful indicator of a government's financial position. For the Agency however, tax dollars are required to be used for debt service only. The concept is to borrow dollars now to increase the assessed values of the properties which in turn increase the tax base for the urban renewal agency in the future.

B. Statement of Changes in Net Activities

**Table 2
Pendleton Development Commission
Governmental Activities**

	<u>FY 2020-21</u>	<u>FY 2021-22</u>	<u>Change</u>
Revenues			
<i>Program revenues:</i>			
Charges for services	\$2,054	\$0	(\$2,054)
Operating grants & contributions	0	0	0
Capital grants & contributions	127,362	0	(127,362)
<i>General revenues:</i>			
Property taxes	923,667	1,018,687	95,020
Miscellaneous Income	0	0	0
Investment earnings	14,792	24,888	10,096
Total Revenues	<u>\$1,067,875</u>	<u>\$1,043,575</u>	<u>-\$24,300</u>
Expenses			
General Government	\$3,048,758	\$2,898,635	(\$150,123)
Interest on long-term debt	88,863	185,650	96,787
Total Expenses	<u>\$3,137,621</u>	<u>\$3,084,285</u>	<u>(\$53,336)</u>
Change in net position	(2,069,746)	(2,040,710)	29,036
Net position -- beginning	<u>\$918,396</u>	<u>(\$1,151,350)</u>	<u>(\$2,069,746)</u>
Net position -- ending	<u><u>(\$1,151,350)</u></u>	<u><u>(\$3,192,060)</u></u>	<u><u>(\$2,040,710)</u></u>

As noted above, the Pendleton Development Commission's overall net position decreased by \$2,040,710 during FY2022. The 17th year saw the Agency tax revenue of \$1,018,687. The tax increment revenue is restricted to repayment of debt. Debt expense included interest and fee payments of \$185,650.

GENERAL FUND BUDGETARY HIGHLIGHTS

The Agency's operating General Fund total appropriations were budgeted at \$6,210,000. The original budget adopted was for \$3,530,000 for materials and services, \$2,497,700 for capital outlay, and \$182,300 for contingency. There was no budget adjustment for the General Fund. There was one supplemental budget for the Debt Service Fund of PDC in June 2022. It increased debt service by \$1.33 million for a total appropriation budget of \$2,375,300.

CAPITAL ASSETS AND DEBT ADMINISTRATION

A. Capital Assets

There were no properties purchased by the Pendleton Development Commission during the year. Although there were many improvements done in the fiscal year for City street development and City park development as well as private development, the assets owned by the PDC did not change.

Pendleton Development Commission Governmental Activities Capital Assets			
Asset Category	FY 2020-21	FY 2021-22	Change
Land	\$37,559	\$37,559	\$0
Assets Available for Resale	341,261	341,261	0
Total Assets	<u>\$378,820</u>	<u>\$378,820</u>	<u>\$0</u>

B. Debt Administration

As of June 30, 2022, the Agency had total debt outstanding of \$5,334,625.

The following table provides comparative information on the Agency's outstanding debt:

Table 3 Pendleton Development Commission Outstanding Debt Governmental Activities			
Debt Category	FY 2020-21	FY 2021-22	Change
Notes Payable	\$5,334,625	\$5,334,625	\$0
Total Notes Payable	<u>\$5,334,625</u>	<u>\$5,334,625</u>	<u>\$0</u>

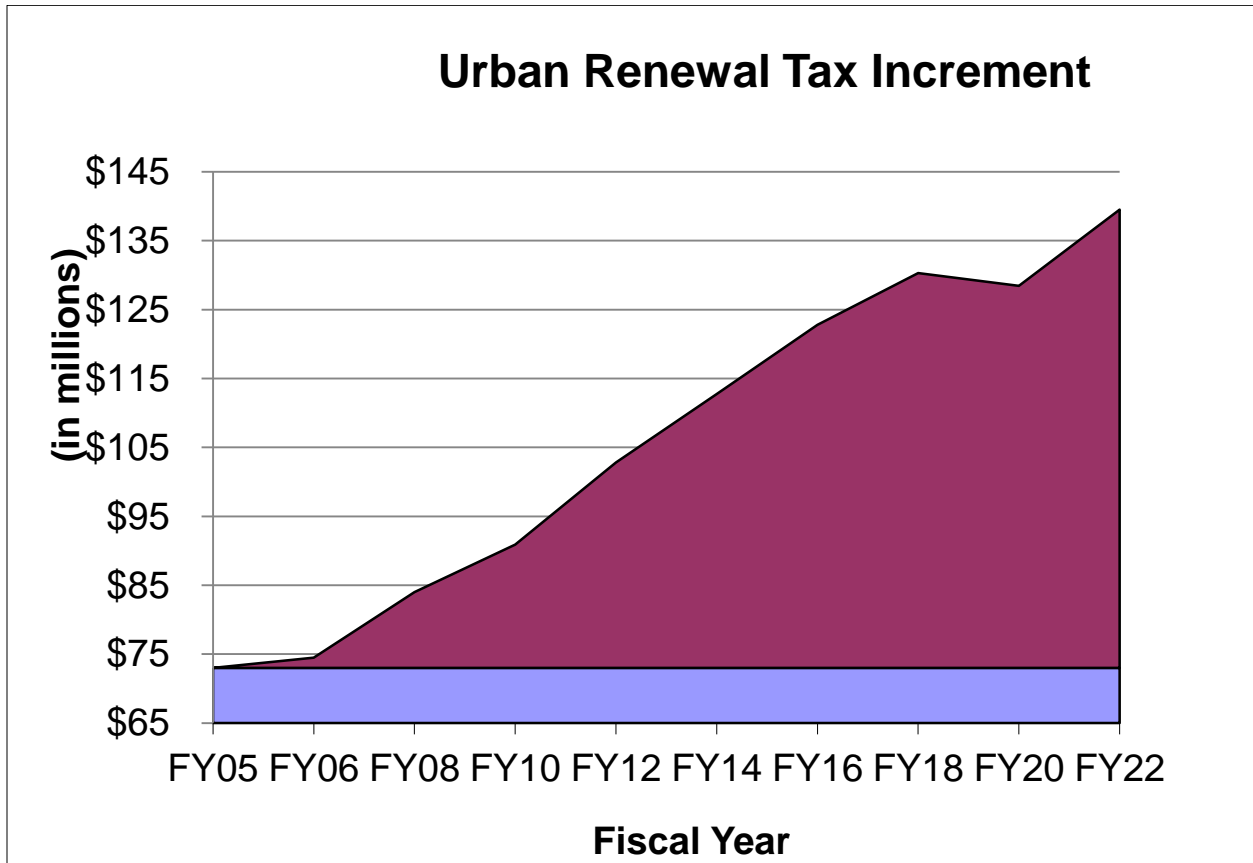
The Agency had one taxable credit line loan at the beginning of the fiscal. The new credit line had a \$10 million maximum debt capacity and is divided between tax exempt borrowing and taxable draws. At the end of June, 2022 the Agency had a balance of \$2,010,553 on the tax exempt line and \$3,324,072 on the taxable line for a total of \$5,334,625 outstanding at June 30th.

Additional information on the Agency's debt can be found in the notes to the basic financial statements.

ECONOMIC FACTORS

As an urban renewal agency, the Pendleton Development Commission receives tax increment revenues; calculated on the assessed value over the frozen base, which was set at the time the urban renewal district was formed. As the property values increase due to new development or improvements, the Agency will gain from that benefit then just the three percent tax increase allowed under Measure 50 which limited increased property tax revenues in future years to a maximum of three percent, with permitted allowances for increasing valuations based on new construction.

The following graph provides visual representation of assessed value increment of the Pendleton Development Commission's Urban Renewal Agency.



REQUESTS FOR INFORMATION

This financial report is designed to provide a general overview of the Agency's finances for all those with an interest in the government's finances. Questions concerning any of this information provided in this report or requests for additional financial information should be addressed to:

City of Pendleton
Linda Carter, Finance Director
500 SW Dorion Ave.
Pendleton, OR 97801

BASIC FINANCIAL STATEMENTS

PENDLETON DEVELOPMENT COMMISSION
(A Component Unit of the City of Pendleton, Oregon)

STATEMENT OF NET POSITION
June 30, 2022

	Governmental Activities
ASSETS	
Cash and cash equivalents	\$ 1,618,513
Receivables:	
Property taxes	33,535
Notes	414,869
Capital Assets	
Land	37,559
Assets available for sale	341,261
Total assets	2,445,737
LIABILITIES	
Accounts payable and accrued expenses	235,640
Accrued interest payable	67,532
Long-term liabilities:	
Due in more than one year	5,334,625
Total liabilities	5,637,797
NET POSITION	
Restricted for debt service	14,313
Unrestricted	(3,206,373)
Total Net Position	\$ (3,192,060)

The notes to the basic financial statements are an integral part of this statement.

PENDLETON DEVELOPMENT COMMISSION
(A Component Unit of the City of Pendleton, Oregon)

BALANCE SHEET
GOVERNMENTAL FUNDS
June 30, 2022

	General Fund	Debt Fund	Totals
ASSETS			
Cash and cash equivalents	\$ 1,584,649	\$ 33,864	\$ 1,618,513
Receivables:			
Property taxes	-	33,535	33,535
Notes	414,869	-	414,869
Total assets	\$ 1,999,518	\$ 67,399	\$ 2,066,917
LIABILITIES			
Accounts payable and accrued liabilities	\$ 212,340	\$ 23,300	\$ 235,640
Total liabilities	212,340	23,300	235,640
DEFERRED INFLOWS OF RESOURCES			
Unavailable revenue	414,869	29,786	444,655
Total deferred inflows of resources	414,869	29,786	444,655
FUND BALANCES			
Restricted	-	14,313	14,313
Unassigned	1,372,309	-	1,372,309
Total fund balance	1,372,309	14,313	1,386,622
Total liabilities, deferred inflows of resources, and fund balances	\$ 1,999,518	\$ 67,399	\$ 2,066,917

**Amounts reported for governmental activities in the
Statement of Net Position are different because:**

Fund balance, above	\$ 1,386,622
Long-term assets that are not available to pay for current-period expenditures are deferred in the funds.	444,655
Capital assets purchased by governmental activities are not financial resources and are not reported in the fund.	378,820
Long-term liabilities, including notes payable, and accrued interest are not due and payable in the current period and, therefore, are not reported in the funds.	(5,402,157)
Net position of governmental activities	\$ (3,192,060)

The notes to the basic financial statements are an integral part of this statement.

PENDLETON DEVELOPMENT COMMISSION
(A Component Unit of the City of Pendleton, Oregon)

**STATEMENT OF REVENUES, EXPENDITURES, AND
CHANGES IN FUND BALANCES
GOVERNMENTAL FUNDS
For the Fiscal Year Ended June 30, 2022**

	General Fund	Urban Renewal District Debt Service Fund	Totals
REVENUES			
Property taxes	\$ -	\$ 1,018,484	\$ 1,018,484
Intergovernmental	68,995	-	68,995
Loan repayments	88,772	-	88,772
Interest on investments	12,669	392	13,061
TOTAL REVENUES	170,436	1,018,876	1,189,312
EXPENDITURES			
Current:			
General government:			
Materials and services	1,564,846	23,300	1,588,146
Capital Outlay	1,559,132	-	1,559,132
Debt service	-	1,133,552	1,133,552
TOTAL EXPENDITURES	3,123,978	1,156,852	4,280,830
REVENUES OVER (UNDER) EXPENDITURES	(2,953,542)	(137,976)	(3,091,518)
OTHER FINANCING SOURCES (USES)			
Issuance of debt	1,000,000	-	1,000,000
TOTAL OTHER FINANCING SOURCES (USES)	1,000,000	-	1,000,000
NET CHANGES IN FUND BALANCE	(1,953,542)	(137,976)	(2,091,518)
FUND BALANCE, Beginning	3,325,851	152,289	3,478,140
FUND BALANCE, Ending	\$ 1,372,309	\$ 14,313	\$ 1,386,622

The notes to the basic financial statements are an integral part of this statement.

PENDLETON DEVELOPMENT COMMISSION
(A Component Unit of the City of Pendleton, Oregon)

RECONCILIATION OF THE STATEMENT OF REVENUES, EXPENDITURES, AND CHANGES
IN FUND BALANCES OF GOVERNMENTAL FUNDS TO THE STATEMENT OF ACTIVITIES
For the Fiscal Year Ended June 30, 2022

Net change in fund balance - governmental funds	\$ (2,091,518)
Amounts reported for Governmental Activities in the Statement of Activities are different because of the following:	
Revenues in the Statement of Activities that do not provide current financial resources are not reported as revenues in the funds.	
Unavailable revenues	102,906
Issuance of debt is a financial resource in the governmental fund, but the issuance increases long-term liabilities in the Statement of Net Position.	(1,000,000)
Repayment of long-term obligations principal is an expenditure in the governmental funds, but the repayment reduces long-term obligations in the Statement of Net Position.	1,000,000
Accrued interest payable reported in the Statement of Activities does not require the use of current financial resources, and is not reported as an expenditure in the governmental funds.	<u>(52,098)</u>
Change in net position - governmental activities	<u><u>\$ (2,040,710)</u></u>

The notes to the basic financial statements are an integral part of this statement.

PENDLETON DEVELOPMENT COMMISSION
(A Component Unit of the City of Pendleton, Oregon)

STATEMENT OF REVENUES, EXPENDITURES, AND CHANGES IN FUND BALANCE -
BUDGET AND ACTUAL
GENERAL FUND
For the Fiscal Year Ended June 30, 2022

	Budget Amounts		Actual Amounts	Variance with Final Budget
	Original	Final		Positive / (Negative)
REVENUES				
Intergovernmental	\$ -	\$ -	\$ 68,995	\$ 68,995
Loan repayments	45,750	45,750	88,772	43,022
Interest on investments	975	975	12,669	11,694
TOTAL REVENUES	<u>46,725</u>	<u>46,725</u>	<u>170,436</u>	<u>123,711</u>
EXPENDITURES				
Current:				
General government:				
Materials and services	3,530,000	3,530,000	1,564,846	1,965,154
Capital Outlay	2,497,700	2,497,700	1,559,132	938,568
Contingency	182,300	182,300	-	182,300
TOTAL EXPENDITURES	<u>6,210,000</u>	<u>6,210,000</u>	<u>3,123,978</u>	<u>3,086,022</u>
REVENUES OVER (UNDER) EXPENDITURES	<u>(6,163,275)</u>	<u>(6,163,275)</u>	<u>(2,953,542)</u>	<u>3,209,733</u>
OTHER FINANCING SOURCES (USES)				
Issuance of debt	5,800,000	5,800,000	1,000,000	(4,800,000)
TOTAL OTHER FINANCING SOURCES (USES)	<u>5,800,000</u>	<u>5,800,000</u>	<u>1,000,000</u>	<u>(4,800,000)</u>
NET CHANGES IN FUND BALANCE	<u>(363,275)</u>	<u>(363,275)</u>	<u>(1,953,542)</u>	<u>(1,590,267)</u>
FUND BALANCE, Beginning	<u>363,275</u>	<u>363,275</u>	<u>3,325,851</u>	<u>2,962,576</u>
FUND BALANCE, Ending	<u>\$ -</u>	<u>\$ -</u>	<u>\$ 1,372,309</u>	<u>\$ 1,372,309</u>

The notes to the basic financial statements are an integral part of this statement.

NOTES TO THE BASIC FINANCIAL STATEMENTS

PENDLETON DEVELOPMENT COMMISSION
(A Component Unit of the City of Pendleton, Oregon)

NOTES TO THE BASIC FINANCIAL STATEMENTS
For the Fiscal Year Ended June 30, 2022

I. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

A. Organization

The Pendleton Development Commission (the Agency), a component unit of the City of Pendleton, Oregon, is the urban renewal agency of and controlled by the City of Pendleton (the City). The governing body is composed of the Mayor and City Council of the City of Pendleton.

B. Inclusion of the Agency in Pendleton, Oregon, Comprehensive Annual Financial Report

All significant activities and organizations for which the City exercises oversight responsibility have been included in the City's combined financial statements. The following criteria from Governmental Accounting Standards Board (GASB) Statement No. 14, "The Financial Reporting Entity" as amended by GASB Statement No. 39 and No. 61, regarding manifestation of oversight were considered by the City in its evaluation of City organizations and activities:

- Financial interdependency – the City receives financial support or provides financial benefit to the organization.
- Authoritative appointment of governing authority – Pendleton City Council is the organization's governing authority.

City management has determined that the Agency meets the criteria set forth above, and, therefore, is a blended component unit of the City. This report is issued solely to meet a State of Oregon, Department of Revenue interpretation of Oregon Revised Statutes that requires a separate audit report.

C. Agency-wide and Fund Financial Statements

The agency-wide financial statements (i.e., the Statement of Net Position and the Statement of Activities) report information on all activities of the Agency. For the most part, the effect of interfund activity has been removed from these statements. *Governmental activities* are supported by taxes and intergovernmental revenues.

The Statement of Activities demonstrates the degree to which the direct expenses of a given function, or segment, are offset by program revenues. *Direct expenses* are those that are clearly identifiable with a specific function or segment. *Program revenues* include: 1) charges to customers or applicants who purchase, use, or directly benefit from goods, services or privileges provided by a given function or segment, and 2) grants and contributions that are restricted to meeting the operational or capital requirements of a particular function or segment. Taxes and other items not properly included among program revenues are reported instead as *general revenues*.

Separate financial statements are provided for the governmental funds.

D. Measurement Focus, Basis of Accounting and Basis of Presentation

The agency-wide financial statements are reported using the *economic resources measurement focus* and the *accrual basis of accounting*. Revenues are recorded when earned and expenses are recorded when a liability is incurred, regardless of the timing of related cash flows. Property taxes are recognized as revenues in the year for which they are levied. Grants and similar items are recognized as revenue as soon as all eligibility requirements imposed by the provider have been met.

Governmental Funds are funded by a variety of resources, which include Restricted, Committed, Assigned, and Unassigned sources. Unless specifically tracked, expenditures are assumed to begin with Restricted, Committed, Assigned, and lastly, Unassigned.

Governmental fund financial statements are reported using the current financial resources measurement focus and the modified accrual basis of accounting. Revenues are recognized as soon as they are both measurable and available. Revenues are considered to be available when they are collectible within the current period or soon enough thereafter to pay liabilities of the current period. For this purpose, the government considers revenues to be available if they are collected within 30 days of the end of the current fiscal period. Significant revenues, which are susceptible to accrual under the modified accrual basis of accounting, include property taxes and federal and state grants. Other revenue items are considered to be measurable and available when received by the Agency. Expenditures generally are recorded when a liability is incurred, as under accrual accounting. However, debt service expenditures, as well as expenditures related to compensated absences and claims and judgment, are recorded only when payment is due.

The Agency reports the following major governmental funds:

The *General Fund* is the Agency's primary operation fund. It accounts for the urban renewal projects. Revenues are from issuance of debt, and expenditures are for elimination of blighted conditions and urban developments as defined in the City's Urban Renewal Plan.

The *Urban Renewal Debt Service Fund* accounts for payment of urban renewal loan principal and interest. The sources of revenues are ad valorem taxes and interest earnings.

E. 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 certain reported amounts and disclosures. Accordingly, actual results could differ from those estimates.

F. Cash and Cash Equivalents

The Agency's cash and cash equivalents are considered to be cash on hand, demand deposits, investments in the Local Government Investment Pool, and short-term investments with original maturities of three months or less from the date of acquisition.

The investment policy of the Agency is to invest in the Local Government Investment Pool (LGIP), U.S. Government Obligations, and interest bearing demand deposits with local banks and to transfer resources to the general checking account as the need arises. This policy is in accordance with ORS 294.035, which specifies the types of investments, authorized for municipal corporations.

Investment in the LGIP are reported at amortized cost, which approximates fair value in accordance with GASB Statement Number 31, and are considered cash equivalents for financial reporting purpose. All other investments are reported at fair value.

G. Receivables and Payables

Receivables including property taxes, accounts, entitlements, and shared revenues are reported in accordance with the policies enumerated in paragraph D above.

H. Fund Equity

In the fund statements, fund balance is reported in classifications that comprise a hierarchy based on the extent to which the City is bound to honor constraints on the specific purposes for which amounts in those funds can be spent. The classifications of fund balance are Nonspendable, Restricted, Committed, Assigned, and Unassigned. Nonspendable and Restricted fund balances represent the restricted classifications and Committed, Assigned, and Unassigned represent the unrestricted classifications.

Nonspendable fund balance includes amounts that cannot be spent due to the nature of the restrictions, such as inventory, notes receivable, principal amount in permanent funds, and land assets. Restricted fund balance is either imposed by law or constrained by grantors, contributors, or laws or regulations of other governments, committed fund balance is self-imposed limitations imposed at the highest level of decision making authority, namely, the City Council. Formal actions, either by ordinance or regulation, are required by Council. Assigned fund balance represents limitation imposed by the City Manager and/or Finance Director. Unassigned fund balance represents the residual net resources in excess of the other classifications. The General Fund is the only fund that can report a positive unassigned fund balance and any governmental fund can report a negative unassigned fund balance.

I. Long-Term Obligations

In the agency-wide financial statements, long-term debt obligations are reported as liabilities in the Statement of Net Position.

In the fund financial statements, governmental fund types report the face amount of debt issued as other financing sources.

II. STEWARDSHIP, COMPLIANCE AND ACCOUNTABILITY

A. Budgetary Information

Generally, Oregon Local Budget Law requires annual budgets be adopted for all funds. The modified accrual basis of accounting is used for all budgets. All annual appropriations lapse at fiscal year-end.

The Agency begins its budgeting process by appointing Budget Committee members in the fall of each year. Budget recommendations are developed by management through

early spring, with the Budget Committee meeting and approving the budget document in late spring. Public notices of the budget hearing are generally published in May or June and the hearing is held in June. The Board of Directors adopts the budget, makes appropriations, and declares the tax levy no later than June 30. Expenditure appropriations may not be legally over-expended, except in the case of grant receipts and bond sale proceeds which could not be reasonably estimated at the time the budget was adopted.

The resolution authorizing appropriations for each fund sets the level at which expenditures cannot legally exceed appropriations. The Agency established the levels of budgetary control at the materials and services, capital outlay, debt service, and all other requirement levels for all funds.

During the fiscal year ended June 30, 2022, one supplemental budget was adopted. The Board of Directors must authorize all appropriation transfers and supplementary budgetary appropriations.

III. DETAILED NOTES ON ALL FUNDS

A. Deposits and Investments

Deposits. The Governmental Accounting Standards Board has adopted accounting principles generally accepted in the United States of America (GAAP), which includes standards to categorize deposits to give an indication of the level of custodial credit risk assumed by the Agency at June 30, 2022. If bank deposits at year end are not entirely insured or collateralized by the Agency or by its agent in the Agency's name, the Agency must disclose the custodial credit risk that exists. The Agency's deposits with financial institutions are comprised of bank demand deposits and certificates of deposit. For deposits in excess of federal depository insurance, Oregon Revised Statutes require that Public officials report to the Office of the State Treasurer (OST) all bank depositories in which they deposit public funds and bank depositories will then report financial information and total public funds deposits quarterly to OST. OST will then calculate the required collateral that must be pledged by the bank based on this information and the depository's FDIC assigned capitalization category. Bank depositories will then have a shared liability in the event of a bank loss. For the fiscal year ended June 30, 2022, the carrying amount of the Agency's deposits was \$129,979 and the bank balance was \$384,320. All deposits are held in the name of the Pendleton Development Commission (blended component unit). Of the bank balance, \$250,000 was covered by federal depository insurance. The remaining \$134,320 was collateralized under ORS 295.

Investments. The Pendleton Development Commission has invested funds in the State Treasurer's Oregon Short-Term Fund Local Government Investment Pool during the year. The Oregon Short-Term Fund is the local government investment pool for local governments and was established by the State Treasurer. It was created to meet the administrative responsibilities of federal arbitrage regulations. The investments are regulated by the Oregon Short-Term Fund Board and approved by the Oregon Investment Council (ORS 294.805 to 294.895). Local Government Investment Pool (LGIP) is an unrated external investment pool managed by the State Treasurer's Office, which allows governments within the state to pool their funds for investment purposes. The amounts invested in the pool are not classified by risk categories because they are not evidenced by securities that exist in physical or book entry as defined by GASB Statement No. 40.

In addition, The Oregon State Treasury LGIP distributes investment income on an amortized cost basis and the participant's equity in the pool is determined by the amount of participant deposits, adjusted for withdrawals and distributed income. Accordingly, the adjustment to fair value would not represent an expendable increase in the Commission's cash position.

Custodial credit risk for deposits is the risk that, in the event of a bank failure, a government's deposits may not be returned to it. The Agency does not have a formal policy for custodial credit risk.

Credit risk. State statutes authorize the Agency to invest primarily in general obligations of the US Government and its agencies, certain bonded obligations of Oregon municipalities, bank repurchase agreements, bankers' acceptances, certain commercial papers, and the State Treasurer's investment pool, among others. The Agency has no formal investment policy that further restricts its investment choices.

Concentration of Credit Risk. The Agency is required to provide information about the concentration of credit risk associated with its investments in one issuer that represents 5 percent or more of the total investments, excluding investments in external investment pools or those issued and explicitly guaranteed by the U.S. Government. The Agency has no such investments.

Interest Rate Risk. The Agency has no formal investment policy that explicitly limits investment maturities as a means of managing its exposure to fair value loss arising from increasing interest rates.

The Agency's cash and cash equivalents on June 30, 2022, are shown below:

Deposits with financial institutions	\$ 129,979
Local Government Investment Pool	<u>1,488,534</u>
Total cash and cash equivalents	<u>\$ 1,618,513</u>

B. Receivables

At June 30, 2022, the Agency's receivables are as follows:

Property taxes	\$ 33,535
Notes	<u>414,869</u>
Total	<u>\$ 448,404</u>

Property taxes are assessed and attach as an enforceable lien on property as of July 1. Taxes are levied on July 1 and are payable on November 15. They may be paid in installments due November 15, February 15, and May 15. Taxes are billed and collected by Umatilla County and remittance to the Agency is made at periodic intervals. The Agency levied taxes at its maximum taxing authority. After reductions for offsets and additional taxes and penalties, this resulted in a net levy of \$1,146,403.

The Agency provides funds to local businesses for building renovation, equipment purchases and other startup costs under the Jump Start Loan Program. The maximum loan is \$40,000 for businesses and \$60,000 for property owners and repayment terms are structured over a period of one to seven years with interest rates from 1% to 7%.

There were three loans at year end with interest rates at 7%, one loan at year end with an interest rate at 4%, and one loan at year end with an interest rate at 3%.

The Pendleton Development Commission is in the second year of their housing program and had 10 projects that were completed during the current year totaling \$150,821. The Program consists of a forgivable loan up to \$30,000 along with an added grant of \$10,000, with a 50% match. The loan is secured by real property and up to 60% of the loan can be forgiven over five years if the property is maintained in good condition.

C. Deferred Inflows of Resources

In addition to liabilities, the statement of financial position and or balance sheet will sometimes report a separate section for deferred inflows of resources. This separate financial statement element, deferred inflows of resources, represents an acquisition of net position that applies to a future period(s) and so will not be recognized as an inflow of resources (revenue) until that time. The government has only one type of item, which arises only under a modified accrual basis of accounting that qualifies for reporting in this category. Accordingly, the item unavailable revenue is reported only in the governmental fund balance sheet. The amounts are deferred and recognized as an inflow of resources in the period that the amounts become available. The unavailable revenues reported in the governmental funds included \$29,786 in property taxes, \$184,376 in Jump Start notes receivable, and \$230,493 in Housing Loan Program notes receivable.

D. Capital Assets

The Pendleton Development Commission purchased property in the Urban Renewal District for future development and for refurbishment and sale. A summary of the capital asset activity showing no change during the year is as follows:

<u>Description</u>	<u>Beginning Balance</u>	<u>Increases</u>	<u>Decreases</u>	<u>Ending Balance</u>
Land	\$ 37,559	\$ -	\$ -	\$ 37,559
Land available for sale	<u>341,261</u>	<u>-</u>	<u>-</u>	<u>341,261</u>
Total non-depreciable	<u>\$ 378,820</u>	<u>\$ -</u>	<u>\$ -</u>	<u>\$ 378,820</u>

E. Long – Term Obligations

The Pendleton Development Commission entered into the Financing Agreement (Riverfront Downtown Urban Renewal Area) in January 2018, with a maximum principal amount of \$3,500,000. Tax Increment revenues will be used to pay amounts due. In May 2021, the Pendleton Development Commission entered into a new agreement to open a line of credit. The loan is structured as two separate, non-revolving lines of credit with the first \$5,000,000 being taxable and the second \$5,000,000 being tax exempt. Each line of credit has a 60 month term. As of June 30, 2022, the Pendleton Development Commission has drawn \$3,010,553 against the tax exempt line and \$3,324,072 against the taxable line and paid back \$1,000,000. A portion of the proceeds were used to pay off the pre-existing line of credit balance. The tax exempt draw rate is 2.20% annually and the taxable draw rate is 2.80% annually. At any time during the draw period, the Commission can elect to convert all or a portion of the outstanding principal balance of not less than \$1,000,000 to an applicable converted rate with an extended maturity date of 5, 10, or 15 years. The exempt converted rate is a fixed rate equal to the FHLB

Regular Advance Rate of corresponding maturity plus a spread of .39% - 1.17% depending upon the term of the converted draw. The taxable converted rate also includes a fixed rate equal to the FHLB Regular Advance Rate of corresponding maturity plus a spread of 1.19% - 1.78% depending on the term of the converted draw.

Changes in long-term obligations for the fiscal year ended June 30, 2022, are as follows:

	<u>Beginning Balance</u>	<u>Additions</u>	<u>Reductions</u>	<u>Ending Balance</u>	<u>Due Within One Year</u>
Notes payable	\$ 5,334,625	\$ 1,000,000	\$ (1,000,000)	\$ 5,334,625	\$ -

F. Fund Balance Classifications

Fund balances by classification for the year ended June 30, 2022, were as follows:

<u>Fund Balances:</u>	<u>General</u>	<u>Urban Renewal District Debt Service</u>	<u>Total Governmental Funds</u>
Restricted	\$ -	\$ 14,313	\$ 14,313
Unassigned	1,372,309	-	1,372,309
Total Fund Balances	<u>\$1,372,309</u>	<u>\$ 14,313</u>	<u>\$ 1,386,622</u>

G. Risk Management

The Agency is exposed to various risks of loss related to torts; theft or damage to and destruction of assets; errors and omissions; and natural disasters for which the Agency carries commercial insurance coverage in the name of the City.

H. Commitments and Contingencies

The Agency has approximately \$414,869 in jump start and housing loans receivable at year end.

Additionally, the Pendleton Development Commission has approved the following funding commitments or has payments remaining on commitments:

- The program has committed to funding two large private buildings projects expected to cost \$1.2 million - \$1.4 million.
- Funding of \$1.5 million has been committed for a street repair project and will begin paying out in the second half of calendar year 2023.
- The urban renewal program has committed to fund three prizes of \$20,000 each for the Path to Success business plan competition winners.

I. Related Party Transactions

The Pendleton Development Commission owed the City of Pendleton \$160,736 for administrative services during the year. In addition, the Commission provided funds to City capital projects of \$183,581 for Til Taylor Park improvements, \$22,341 for Happy

Canyon Rooms improvements, and \$1,353,210 for street improvements and has committed additional funding over the next several years.

The Pendleton Development Commission awarded a grant to a family member who is on the agency's council for the amount of \$9,704.

SUPPLEMENTAL INFORMATION

PENDLETON DEVELOPMENT COMMISSION
(A Component Unit of the City of Pendleton, Oregon)

SCHEDULE OF REVENUES, EXPENDITURES, AND CHANGES IN FUND BALANCE -
BUDGET AND ACTUAL
URBAN RENEWAL DISTRICT DEBT SERVICE FUND
For the Fiscal Year Ended June 30, 2022

	Budget Amounts		Actual Amounts	Variance with Final Budget Positive / (Negative)
	Original	Final		
REVENUES				
Property taxes	\$ 960,000	\$ 1,006,000	\$ 1,018,484	\$ 12,484
Interest on investments	1,000	1,000	392	(608)
TOTAL REVENUES	<u>961,000</u>	<u>1,007,000</u>	<u>1,018,876</u>	<u>11,876</u>
EXPENDITURES				
Current:				
General government:				
Materials and services	173,130	23,300	23,300	-
Debt Service	900,000	1,136,000	1,133,552	2,448
TOTAL EXPENDITURES	<u>1,073,130</u>	<u>1,159,300</u>	<u>1,156,852</u>	<u>2,448</u>
REVENUES OVER (UNDER) EXPENDITURES	<u>(112,130)</u>	<u>(152,300)</u>	<u>(137,976)</u>	<u>14,324</u>
NET CHANGES IN FUND BALANCE	(112,130)	(152,300)	(137,976)	14,324
FUND BALANCE, Beginning	<u>143,300</u>	<u>152,300</u>	<u>152,289</u>	<u>(11)</u>
FUND BALANCE, Ending	<u>\$ 31,170</u>	<u>\$ -</u>	<u>\$ 14,313</u>	<u>\$ 14,313</u>

See auditor's report.

AUDITOR'S COMMENTS AND REPORTS



Dickey and Tremper, LLP
Certified Public Accountants and Business Advisors

110 SE First Street
P.O. Box 1533
Pendleton, OR 97801
Phone: (541) 276-6862
Toll Free: 1-800-332-6862
Fax: (541) 276-9040
Web: www.dickeyandtremper.com

INDEPENDENT AUDITOR'S REPORT REQUIRED BY OREGON STATE REGULATIONS

To the Board of Directors
Pendleton Development Commission
Pendleton, Oregon

We have audited the basic financial statements of the Pendleton Development Commission as of and for the year ended June 30, 2022 and have issued our report thereon dated May 17, 2023. We conducted our audit in accordance with auditing standards generally accepted in the United States of America.

Compliance

As part of obtaining reasonable assurance about whether the Pendleton Development Commission financial statements are free of material misstatement, we performed tests of its compliance with certain provisions of laws, regulations, contracts, and grants, including the provisions of Oregon Revised Statutes as specified in Oregon Administrative Rules 162-10-000 through 162-10-320 of the Minimum Standards for Audits of Oregon Municipal Corporations, noncompliance with which could have a direct and material effect on the determination of financial statements 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.

We performed procedures to the extent we considered necessary to address the required comments and disclosures which included, but were not limited to the following:

- **Deposit of public funds with financial institutions (ORS Chapter 295).**
- **Indebtedness limitations, restrictions and repayment.**
- **Budgets legally required (ORS Chapter 294).**
- **Insurance and fidelity bonds in force or required by law.**
- **Programs funded from outside sources.**
- **Authorized investment of surplus funds (ORS Chapter 294).**
- **Public contracts and purchasing (ORS Chapters 279A, 279B, 279C).**

In connection with our testing nothing came to our attention that caused us to believe the Agency was not in substantial compliance with certain provisions of laws, regulations, contracts, and grants, including the provisions of Oregon Revised Statutes as specified in Oregon Administrative Rules 162-10-000 through 162-10-320 of the Minimum Standards for Audits of Oregon Municipal Corporations, except an instance was discovered where the lowest bid was not used under the Agency's Love Your Home program.

OAR 162-10-0230 Internal Control

In planning and performing our audit, we considered the Agency internal control over financial reporting as a basis for designing our auditing procedures for the purpose of expressing our opinion on the financial statements, but not for the purpose of expressing an opinion on the effectiveness of the Agency internal control over financial reporting. Accordingly, we do not express an opinion on the effectiveness of the Agency internal control over financial reporting.

This report is intended solely for the information and use of the board of directors/council members/commissioners and management of the Agency and the Oregon Secretary of State and is not intended to be and should not be used by anyone other than these parties.

Dickey and Tremper, LLP

Dickey and Tremper, LLP

May 17, 2023