

EXHIBIT 3 LCRA 11/21/24

# Board of Commissioners Land Clearance for Redevelopment Authority of Kansas City, Missouri

**Attention Board Members:** 

We are pleased to present this report related to our audit of the financial statements of the Land Clearance for Redevelopment Authority of Kansas City, Missouri (Authority) as of and for the year ended April 30, 2024. This report summarizes certain matters required by professional standards to be communicated to you in your oversight responsibility for the Authority's financial reporting process.

This report is intended solely for the information and use of the Board of Commissioners and management, and is not intended to be, and should not be, used by anyone other than these specified parties. It will be our pleasure to respond to any questions you have about this report. We appreciate the opportunity to continue to be of service to the Authority.

Auditing standards generally accepted in the United States of America (AU-C 260, *The Auditor's Communication With Those Charged With Governance*) require the auditor to promote effective two-way communication between the auditor and those charged with governance. Consistent with this requirement, the following summarizes our responsibilities regarding the financial statement audit as well as observations arising from our audit that are significant and relevant to your responsibility to oversee the financial reporting process.

### Our Responsibilities with Regard to the Financial Statement and Compliance Audit

Our responsibilities under auditing standards generally accepted in the United States of America and *Government Auditing Standards* issued by the Comptroller General of the United States have been described to you in our arrangement letter dated July 29, 2024. Our audit of the financial statements does not relieve management or those charged with governance of their responsibilities, which are also described in that letter.

### Overview of the Planned Scope and Timing of the Financial Statement Audit

We have issued a separate communication dated July 22, 2024 regarding the planned scope and timing of our audit and have discussed with you our identification of significant risks of material misstatement. We made no significant changes to the scope or timing of our procedures.

### **Accounting Policies and Practices**

<u>Preferability of Accounting Policies and Practices</u> - Under generally accepted accounting principles, in certain circumstances, management may select among alternative accounting practices. In our view, in such circumstances, management has selected the preferable accounting practice.

Adoption of, or Change in, Accounting Policies - Management has the ultimate responsibility for the appropriateness of the accounting policies used by the Authority. The Authority did not adopt any significant new accounting policies, nor have there been any changes in existing significant accounting policies during the current year.

<u>Significant Accounting Policies</u> - We did not identify any significant accounting policies in controversial or emerging areas for which there is a lack of authoritative guidance or consensus.

Significant Unusual Transactions - We did not identify any significant unusual transactions.

<u>Management's Judgments and Accounting Estimates</u> - Accounting estimates are an integral part of the preparation of financial statements and are based upon management's current judgment. The process used by management encompasses their knowledge and experience about past and current events, and certain assumptions about future events. You may wish to monitor throughout the year the process used to determine and record these accounting estimates.

### **Audit Adjustments and Uncorrected Misstatements**

There were no audit adjustments made to the original trial balance presented to us to begin our audit.

Uncorrected misstatements are summarized below. Uncorrected misstatements or matters underlying these uncorrected misstatements could potentially cause future-period financial statements to be materially misstated, even if we have concluded that the uncorrected misstatements are immaterial to the financial statements under audit.

• Entry to adjust for an unrecorded liability in the previous year of \$2,442 resulted in a decrease in expense and beginning net position.

### **Management Representations**

In connection with our audit procedures, we have obtained a written management representation letter. This representation letter constitutes written acknowledgments by management that it has the primary responsibility for the fair presentation of the financial statements in conformity with generally accepted accounting principles and also includes the more significant and specific oral representations made by officers and employees during the course of the audit. The letter is intended to reduce the possibility of misunderstandings between us and the Authority and reminds the signing officers to consider seriously whether all material liabilities, commitments and contingencies or other important financial information have been brought to our attention.

### **Observations about the Audit Process**

We did not discuss with management any alternative treatments within generally accepted accounting principles for accounting policies and practices related to material items during the current audit year; we encountered no disagreements with management over the application of significant accounting principles, the basis for management's judgments on any significant matters, the scope of the audit or significant disclosures to be included in the financial statements; we are not aware of any consultations management had with other accountants about accounting or auditing matters; no significant issues arising from the audit were discussed or the subject of correspondence with management; we did not encounter any difficulties in dealing with management relating to the performance of the audit; and we did not encounter any significant and difficult or contentious matters that required consultation outside the engagement team.

### **Shared Responsibilities for Independence**

Independence is a joint responsibility and is managed most effectively when management, audit committees, and audit firms work together in considering compliance with AICPA and Government Accountability Office (GAO) independence rules. For Allen, Gibbs & Houlik, L.C. (AGH) to fulfill its professional responsibility to maintain and monitor independence, management, the audit committee, and AGH each play an important role.

### **Our Responsibilities**

- AICPA and GAO rules require independence both of mind and in appearance when providing audit and other attestation services. AGH is to ensure that the AICPA and GAO's General Requirements for performing non-attest services are adhered to and included in all letters of engagement.
- Maintain a system of quality control over compliance with independence rules and firm policies.

### The Authority's Responsibilities

- Timely inform AGH, before the effective date of transactions or other business changes, of the following:
  - New affiliates, directors, or officers.
  - Changes in the organizational structure or the reporting entity impacting affiliates such as partnerships, related entities, investments, joint ventures, component units, jointly governed organizations.
- Provide necessary affiliate information such as new or updated structure charts, as well as financial information required to perform materiality calculations needed for making affiliate determinations.
- Understand and conclude on the permissibility, prior to the Authority and its affiliates, officers, directors, or persons in a decision-making capacity, engaging in business relationships with AGH.
- Not entering into arrangements of nonaudit services resulting in AGH being involved in making management decisions on behalf of the Authority.
- Not entering into relationships resulting in close family members of AGH covered persons, temporarily or permanently acting as an officer, director, or person in an accounting, financial reporting or compliance oversight role at the Authority.

### **Other Matters**

<u>Cybersecurity</u> - Effective cybersecurity risk management continues to be more important than ever in today's environment. Boards of directors, owners and executive management (the governance team) face an enormous challenge: to oversee how the organization manages cybersecurity risk.

An effective cybersecurity risk management program includes assessments of your comprehensive risk, controls and vulnerabilities to provide reasonable, but not absolute, assurance that material breaches are prevented or detected, and mitigated in a timely manner. The combined effects of an organization's dependency on IT, the complexity of IT networks and business applications, extensive reliance on third parties and human nature (i.e., susceptibility to social engineering) are only likely to increase the need for effective cybersecurity risk management programs.

As a best practice, we encourage executive management to be intimately involved with the risk management program and to share the results with the governance team.

### Comprehensive Policy and Procedure Review

Given the broad and deep scope of your operations, you should consider completing a comprehensive evaluation of the adequacy and effectiveness of the entity's internal financial policies, processes and procedures, including a comparison to best practices among organizations the same size.

For entities that have experienced budget cuts in the finance area or those that have experienced turnover, a periodic review of controls is imperative. Even if your finance team has been stable over the years, we remind you that even the best design of controls is only as good as the people who carryout and execute such controls.

Financial policies, procedures and processes are a key element of sound fiscal administration. When policies are effective, they can preserve or enhance the fiscal health and wealth of the organization and create efficiencies for staff members.

This comprehensive evaluation could include:

- 1. Evaluation of existing controls
- 2. Identification of financial policies that could lead to vulnerability to fraud and/or abuse
- 3. For those identified weaknesses and risks, recommendations for improvements

### **AGHUniversity Resources**

As part of AGH's ongoing commitment to serve as a trusted advisor, we offer these resources as a key part of the additional value AGH provides beyond the engagement itself:

- AGHUniversity.com a full schedule of complimentary CPE or current and relevant topics and
  other updates to clients throughout the year. Free registration and webinars are available for the
  Authority's staff and board members at aghuniversity.com. A sample of recent topics include
  Lease accounting: Become a destination employer: 5 factors you must get right; 6 steps to
  improving employee soft skills Along with productivity and profitability; Measuring what matters
  in your 401(k) plan for recruitment, retention and reward; Cybersecurity: Protect your
  organization from cybercriminals; and 10 steps to prepare your business for a sale.
- AGH Alerts and newsletters This includes periodic mailings or emails to alert clients to new accounting standards or regulatory changes.

#### Closing

We will be pleased to respond to any questions you have about this report or set up an introductory meeting to discuss the other recommendations at no charge. We appreciate the opportunity to continue to be of service to the Land Clearance for Redevelopment Authority of Kansas City, Missouri.

Allen, Gibbs & Houlik, L.C. CERTIFIED PUBLIC ACCOUNTANTS

Overland Park, KS October 31, 2024

# LAND CLEARANCE FOR REDEVELOPMENT AUTHORITY (A COMPONENT UNIT OF THE CITY OF KANSAS CITY, MISSOURI)

FINANCIAL STATEMENTS

FOR THE YEAR ENDED APRIL 30, 2024

WITH

INDEPENDENT AUDITOR'S REPORTS



# LAND CLEARANCE FOR REDEVELOPMENT AUTHORITY (A COMPONENT UNIT OF THE CITY OF KANSAS CITY, MISSOURI)

FINANCIAL STATEMENTS

FOR THE YEAR ENDED APRIL 30, 2024

WITH

INDEPENDENT AUDITOR'S REPORTS

### FINANCIAL STATEMENTS

For the Year Ended April 30, 2024

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### **INDEPENDENT AUDITOR'S REPORT**

Board of Commissioners

Land Clearance for Redevelopment Authority

### Report on the Audit of the Financial Statements

### **Opinion**

We have audited the financial statements of the governmental activities and each major fund of the Land Clearance for Redevelopment Authority (Authority), a component unit of the City of Kansas City, Missouri, as of and for the year ended April 30, 2024, and the related notes to the financial statements, which collectively comprise the Authority's basic financial statements as listed in the table of contents.

In our opinion, the accompanying financial statements referred to above present fairly, in all material respects, the respective financial position of the governmental activities and each major fund of the Authority as of April 30, 2024, and the respective changes in financial position for the year then ended in accordance with accounting principles generally accepted in the United States of America.

### **Basis for Opinion**

We conducted our audit in accordance with auditing standards generally accepted in the United States of America (GAAS) and the standards applicable to financial audits contained in *Government Auditing Standards*, issued by the Comptroller General of the United States (*Government Auditing Standards*). 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 Authority 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 Authority's ability to continue as a going concern for 12 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 GAAS and *Government 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 GAAS and Government 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 Authority's 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 Authority'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 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 GAAS, 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.

### Other Reporting Required by Government Auditing Standards

In accordance with *Government Auditing Standards*, we have also issued our report dated October 31, 2024 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 solely to describe the scope of our testing of internal control over financial reporting and compliance and the results of that testing, and not to provide an opinion on the effectiveness of the Authority's internal control over financial reporting or on compliance. That report is an integral part of an audit performed in accordance with *Government Auditing Standards* in considering the Authority's internal control over financial reporting and compliance.

Allen, Gibbs & Houlik, L.C. CERTIFIED PUBLIC ACCOUNTANTS

Overland Park, KS October 31, 2024

#### MANAGEMENT'S DISCUSSION AND ANALYSIS

As management of the Land Clearance for Redevelopment Authority (Authority), we offer readers the Authority's financial statements with this narrative overview and analysis of the financial activities of the Authority for the fiscal year ended April 30, 2024. We encourage readers to read the information presented here in conjunction with additional information that we have furnished in the Authority's financial statements which follow this narrative.

### Financial Highlights

Construction of the Loews KC Convention Center Hotel in downtown Kansas City, Missouri was completed in fiscal year 2021. The project was privately funded through the Land Clearance for Redevelopment Authority and financed with a mixture of private and public financing issued in 2018. Series 2018A and Series 2018B bonds with principal amounts totaling \$124.8 million were issued through the Authority and TIF Commission. During fiscal year 2024, the Authority recognized \$4.8 million in tax increment financing revenues on the 2018 Series B bonds.

### Overview of the Financial Statements

This discussion and analysis is intended to serve as an introduction to the Authority's basic financial statements. The Authority's basic financial statements consist of three components: 1) government-wide financial statements, 2) fund financial statements and 3) notes to the financial statements. The basic financial statements present two different views of the Authority through the use of government-wide statements and fund financial statements.

### **Basic Financial Statements**

The first two statements in the basic financial statements are the government-wide financial statements. They provide both short-term and long-term information about the Authority's financial status.

The next statements are fund financial statements. These statements focus on the activities of the individual parts of the Authority's government. These statements provide more detail than the government-wide statements.

The next section of the basic financial statements is the notes. The notes to the financial statements explain in detail some of the data contained in those statements.

### Government-wide Financial Statements

The government-wide financial statements are designed to provide the reader with a broad overview of the Authority's finances, similar in format to a financial statement of a private-sector business. The government-wide financial statements provide short-term and long-term information about the Authority's financial status as a whole.

1. The statement of net position represents information on all the Authority's assets and liabilities, with the difference between the two reported as net position. Measuring net position is one way to gauge the Authority's financial condition.

#### MANAGEMENT'S DISCUSSION AND ANALYSIS

2. The statement of activities presents information showing how the Authority's net position changed during the year. This statement includes all of the Authority's revenues and expenses, regardless of when the cash is received or paid.

#### Fund Financial Statements

The fund financial statements provide a more detailed look at the Authority's most significant activities. A fund is a grouping of related accounts that is used to maintain control over resources that have been segregated for specific activities or objectives.

#### Governmental Funds

Governmental funds are used to account for those functions reported as governmental activities in the government-wide financial statements. All of the Authority's basic services are accounted for in governmental funds. These funds focus on how assets can readily be converted into cash flow in and out, and what monies are left at year-end that will be available for spending in the next year. Governmental funds are reported using an accounting method called modified accrual accounting, which provides a short-term spending focus. As a result, the governmental fund financial statements provide a detailed short-term view that helps the reader determine if there are more or fewer financial resources available to finance the Authority's programs. The relationship between government activities (reported in the Statement of Net Position and the Statement of Activities) and governmental funds is described in a reconciliation that is a part of the fund financial statements.

#### Notes to Basic Financial Statements

The notes provide additional information that is essential to a full understanding of the data provided in the government-wide and fund financial statements.

### MANAGEMENT'S DISCUSSION AND ANALYSIS

### Analysis of the Basic Financial Statements

Our analysis below focuses on the net position and changes in net position of the Authority for the year ended April 30, 2024.

### Net Position Governmental Activities

	2024		2023
Assets			
Cash	\$ 155,7	58	\$ 285,285
Restricted cash and investment	7,368,5	30	6,268,006
Other current assets	69,3	70	102,443
Notes receivable	1,400,0	00	1,400,000
Capital assets, net of accumulated depreciation	3,032,2	55_	3,130,712
Total assets	12,025,9	13_	11,186,446
Liabilities			
Current liabilities	1,511,1	73	1,579,350
Due to the City of Kansas City, Missouri	1,400,0	00	1,420,150
Long-term liabilities	61,797,5	50_	62,694,792
Total liabilities	64,708,7	23_	65,694,292
Net position (deficit)			
Investment in capital assets	3,032,2	55	3,130,712
Restricted - expandable	6,620,0	76	5,518,336
Unrestricted	(62,335,1	<u>41)                                    </u>	(63,156,894)
Total net position (deficit)	\$ (52,682,8	10)	\$ (54,507,846)

As noted earlier, net position may serve over time as one useful indicator of a government's financial condition. The liabilities of the Authority exceeded assets by \$52,682,810 as of April 30, 2024. The Authority's net position increased by \$1,825,036 for the fiscal year ended April 30, 2024.

The investment in capital assets consists of the Wyandotte parking garage and other properties net of accumulated depreciation. The restricted net position is associated with the remaining proceeds of the 2018 Series B bonds issued for the KC Convention Center Hotel project. As the bond proceeds are utilized, the restricted net position is reduced.

#### MANAGEMENT'S DISCUSSION AND ANALYSIS

### Changes in Net Position Governmental Activities

	2024			2023
Revenues				
Program revenues	_		_	
Charges for services	\$	580,965	\$	417,693
General revenues				
Tax increment financing		4,828,770		3,541,427
Interest and other		286,628		124,726
Total revenues		5,696,363 4,083,846		
Program expenses				
Economic development		756,378		576,313
Interest and bonds issuance costs		3,114,949		3,097,002
	,			
Total expenses		3,871,327		3,673,315
Change in Net Position		1,825,036		410,531
Net Position (deficit), Beginning of Year		(54,507,846)		(54,918,377)
Net Position (deficit), End of Year	\$	(52,682,810)	\$	(54,507,846)

Revenues increased in 2024 compared to 2023 due to the increase in tax increment financing revenue related to the completion of the KC Convention Center Hotel.

Program expenses increased in 2024 compared to 2023 due primarily to payments to the Economic Development Corporation of Kansas City, Missouri (EDC) for administrative fees.

### Financial Analysis of the Authority's Funds

The focus of the Authority's governmental funds is to provide information on near-term inflows, outflows and balances of spendable resources. Such information is useful in assessing the Authority's financing requirements. In particular, unassigned fund balance serves as a measure of an entity's net resources available for use.

As the Authority completed the year, its governmental funds reported a total fund balance of \$6,830,939, an increase of \$1,025,035 from the prior year. This was primarily due to increased receipts of tax increment financing.

#### MANAGEMENT'S DISCUSSION AND ANALYSIS

The Authority's ending general fund balance decreased \$75,489. General fund revenues increased \$173,531, due to an increase in funding agreements with developers and increased revenues from bond issuances. General fund expenditures increased \$180,065 primarily the result of higher fees paid to EDC for administrative services.

The Authority's ending capital projects fund balance increased \$1,100,524 in 2024 compared to 2023 due primarily to increased receipts of tax increment financing.

### Capital Assets and Debt Administration

The table below describes the capital and real estate assets for the Authority. Additional information regarding capital assets can be found in *Note* 6.

		2024	 2023
Land Other capital assets		1,900,000 1,132,255	\$ 1,900,000 1,230,712
	\$	3,032,255	\$ 3,130,712

At April 30, 2024, the Authority had \$62,125,000 in debt outstanding related to the Series 2018B bond issued in the prior year. A principal payment of \$910,000 was made in fiscal year 2024. No additional principal payments are due on the debt until fiscal year 2031. The Authority is only obligated for the amount of incremental taxes received attributable to the project. Additional information regarding the long-term debt can be found in *Note 8*.

### Requests for Information

This report is designed to provide an overview of the Authority's finances for those with an interest in this area. Questions concerning any of the information found in this report or requests for additional information should be directed to the Controller of EDC, 300 Wyandotte Street, Suite 400, Kansas City, Missouri 64105. For additional information about our organization, the website address is www.edckc.com.

### STATEMENT OF NET POSITION

### April 30, 2024

	Governmental Activities	
Assets		
Cash	\$	155,758
Restricted cash and investments		7,368,530
Accounts receivable		69,370
Notes receivable		1,400,000
Capital assets		
Land		1,900,000
Other capital assets, net of accumulated depreciation		1,132,255
Total assets	\$	12,025,913
Liabilities		
Accounts payable	\$	43,109
Unearned revenue		47,881
Accrued interest		748,454
Due to related parties		671,729
Due to the City of Kansas City, Missouri		1,400,000
Long-term liabilities due in more than one year		61,797,550
Total liabilities		64,708,723
Net Position (Deficit)		
Investment in capital assets		3,032,255
Restricted		6,620,076
Unrestricted		(62,335,141)
Total net position (deficit)	\$	(52,682,810)

### STATEMENT OF ACTIVITIES

Year Ended April 30, 2024

		_	Program Revenues  Charges for		Re	Net (Expense) venue and Changes in Net Position Total Governmental
Functions/Programs	<u> </u>	Expenses		Services		Activities
Governmental activities:  Economic development	\$	756,378	\$	580,965	\$	(175,413)
Interest and fees on long-term debt	Ψ	3,114,949	Ψ		Ψ	(3,114,949)
Total governmental activities	\$	3,871,327	\$	580,965	-	(3,290,362)
	Ger	neral revenu	es:			
	Ta	ax increment f	inan	cing		4,828,770
	Int	erest		· ·		286,628
		Total general	reve	nues		5,115,398
		Change in n	et po	osition		1,825,036
	Net	position (de	ficit)	, beginning of year		(54,507,846)
	Net	position (de	ficit)	, end of year	\$	(52,682,810)

### BALANCE SHEET - GOVERNMENTAL FUNDS

April 30, 2024

	General Fund		•			Total overnmental Funds
Assets		_				
Cash Restricted cash and investments	\$	155,758 	\$	 7,368,530	\$	155,758 7,368,530
Accounts receivable		69,370				69,370
Notes receivable		1,400,000				1,400,000
Total assets	\$	1,625,128	\$	7,368,530	\$	8,993,658
Liabilities						
Accounts payable	\$	43,109	\$		\$	43,109
Unearned revenue		47,881				47,881
Due to related parties		671,729				671,729
Due to the City of Kansas City, Missouri		1,400,000				1,400,000
Total liabilities		2,162,719				2,162,719
Fund balances						
Restricted for economic development		(=0===0.4)		7,368,530		7,368,530
Unassigned		(537,591)				(537,591)
Total fund balances		(537,591)		7,368,530		6,830,939
Total liabilities and fund balances	\$	1,625,128	\$	7,368,530	\$	8,993,658
Amounts reported for governmental activities in statement of net position (deficit) are different		ause:				
Fund balances of governmental funds					\$	6,830,939
Capital assets used in governmental activities resources and, therefore, are not reported Capital assets - land						1,900,000
Other capital assets, net of accumulated	d dep	reciation				1,132,255
Long-term liabilities, including bonds payable payable in the current period and, therefor as liabilities in the funds						
Accrued interest						(748,454)
Long-term debt						(62,125,000)
Unamortized discount on bond issuance	)					327,450
Net position of governmental activities					\$	(52,682,810)

### STATEMENT OF REVENUES, EXPENDITURES AND CHANGES IN FUND BALANCE - GOVERNMENTAL FUNDS

Year Ended April 30, 2024

	General Fund		Capital Projects		Total Governmenta Funds	
Revenues						
Reimbursements from developers	\$	340,919	\$		\$	340,919
Intergovernmental revenue				4,828,770		4,828,770
Fees		217,245				217,245
Parking garage income						
Authority		22,801				22,801
City		205,208				205,208
Interest		1,467		285,161		286,628
Total revenues		787,640		5,113,931		5,901,571
Less:						
Parking garage income returned						
to the City of Kansas City, Missouri		(205,208)				(205,208)
Total net revenues		582,432		5,113,931		5,696,363
Expenditures						
Current						
Professional services		236,716				236,716
Administrative fees paid to related party		403,796				403,796
Miscellaneous		17,409				17,409
Debt service						
Principal retirements				910,000		910,000
Interest and bond issuance costs				3,103,407		3,103,407
Total expenditures		657,921		4,013,407		4,671,328
Net change in fund balance		(75,489)		1,100,524		1,025,035
Fund balance, beginning of year		(462,102)		6,268,006		5,805,904
Fund balance, end of year	\$	(537,591)	\$	7,368,530	\$	6,830,939

### RECONCILIATION OF THE STATEMENT OF REVENUES, EXPENDITURES AND CHANGES IN FUND BALANCE - GOVERNMENTAL FUNDS TO THE STATEMENT OF ACTIVITIES

Year Ended April 30, 2024

Amounts reported for governmental activities in the statement of activities are different because:

Net change in fund balance - total governmental funds

\$ 1,025,035

Governmental funds report capital outlays as expenditures. However, in the statement of activities, the costs of those assets are allocated over their estimated useful lives and reported as

depreciation expense. Capital and real estate assets related reconciling items include the following:

Depreciation (98,457)

The issuance of long-term debt provides current financial resources to governmental funds, but issuing debt increase long-term liabilities in the statement of net assets. Repayment of debt principal is an expenditure in the governmental funds, but the repayment reduces long-term liabilities in the statement of net assets.

Principal payments 910,000

In the statement of activities, interest is accrued on outstanding bonds, whereas in governmental funds, an interest is expenditure is reported when due

1,216

The amortization of bond discounts affects long-term liabilities on the statement of net position, but does not provide or use current financial resources to governmental funds.

(12,758)

Net position of governmental activities

\$ 1,825,036

#### NOTES TO THE FINANCIAL STATEMENTS

### 1. NATURE OF OPERATIONS AND SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

### **Nature of Operations and Reporting Entity**

The Land Clearance for Redevelopment Authority (Authority), was established, pursuant to a 1951 State of Missouri law (Land Clearance for Redevelopment law), as a public body, corporate and politic, and was approved by ordinance of the City Council of Kansas City, Missouri (City) in 1952 to exercise its powers, functions and duties in the City. The Authority is governed by a five-member Board of Commissioners appointed by the Mayor of the City (Mayor). The Authority has the responsibility for the elimination of blight within the city limits of the City, by acquiring and preparing land for redevelopment.

The Authority is a component unit of the City as defined by Statement No. 61 of the Governmental Accounting Standards Board, the Financial Reporting Entity. The City approves certain project budgets of the Authority, and the Mayor appoints Authority Commissioners. The Authority did not have any component units at April 30, 2024.

### **Basis of Presentation**

<u>Government-Wide Financial Statements</u> - The government-wide statement of net position and statement of activities report the overall financial activity of the Authority. These statements include the governmental activities of the Authority. Governmental activities generally are financed through taxes, intergovernmental revenues and other nonexchange transactions.

The statement of activities presents a comparison between direct expenses and program revenues for the government-wide activities of the Authority and for each function of the Authority's governmental activities. Direct expenses are those that are clearly identifiable with a specific function. Program revenues include (a) charges paid by the recipients for goods or services offered by the programs and (b) grants and contributions that are restricted to meeting the operational or capital requirements of a particular program. Revenues that are not classified as program revenues, including all taxes, are presented as general revenues.

<u>Fund Financial Statements</u> - The fund statements provide information about the Authority's funds. The emphasis on fund financial statements is on major governmental funds. All remaining governmental funds are aggregated and reported as nonmajor funds. Each fund of the Authority is considered a major fund and is presented in a separate column.

<u>General Fund</u> - The general fund is the main operating fund of the Authority and accounts for all financial transactions. The general operating expenditures, fixed charges and capital improvement costs are financed through revenues received by the general fund.

<u>Capital Projects Fund</u> - The capital projects fund is used to account for financial resources to be used for the acquisition or construction of major assets that will be held for redevelopment and other expenditures associated with redevelopment projects.

#### NOTES TO THE FINANCIAL STATEMENTS

### 1. NATURE OF OPERATIONS AND SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

### **Basis of Accounting**

The government-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 at the time liabilities are incurred, regardless of when the related cash flow takes place. Nonexchange transactions, in which the Authority gives (or receives) value without directly receiving (or giving) equal value in exchange, include grants and donations. On an accrual basis, revenue from grants and other contributions are recognized in the fiscal year in which all eligibility requirements imposed by the provider have been met.

Governmental funds 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 Authority considers revenues to be available if they are collected within 90 days of the end of the current fiscal period. Expenditures generally are recorded when the liability is incurred, as under accrual accounting.

#### **Use of Estimates**

The preparation of financial statements in conformity with accounting principles generally accepted in the United States of America requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenues and expenses during the reporting period. Actual results could differ from those estimates.

### Risk Management

The Authority is exposed to various risks and losses related to torts; theft of, damage to, and destruction of assets; errors and omissions; injuries to employees; and natural disasters. As a result, the Authority purchased commercial insurance to address its exposure to these risks. Settlements have not exceeded insurance coverage in any of the past three fiscal years.

### **Net Position (Deficit)**

Net position (deficit) of the Authority is classified in three components: investment in capital assets; restricted net position; and unrestricted net position. Investment in capital assets consists of capital assets net of accumulated depreciation. Restricted net position is made up of noncapital assets that must be used for a particular purpose, as specified by creditors, grantors or donors external to the Authority. Unrestricted net position is remaining assets less remaining liabilities that do not meet the definition of net investment in capital assets or restricted. The Authority first applies restricted net position when an expense or outlay is incurred for purposes for which both restricted and unrestricted net position is available.

#### NOTES TO THE FINANCIAL STATEMENTS

### 1. NATURE OF OPERATIONS AND SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

### **Fund Balance**

The fund balances for the Authority's funds are displayed in five components:

*Nonspendable* - Nonspendable fund balances are not in a spendable form or are required to be maintained intact.

Restricted - Restricted fund balances may be spent only for the specific purposes stipulated by external resource providers, constitutionally or through enabling legislation. Restrictions may be changed or lifted only with the consent of resource providers.

Committed - Committed fund balances may be used only for the specific purposes determined by resolution of the Board of Commissioners. Commitments may be changed or lifted only by issuance of a resolution by the Board of Commissioners.

Assigned - Assigned fund balances are intended to be used by the Authority for specific purposes as determined by management. In governmental funds other than the general fund, assigned fund balance represents the amount that is not restricted or committed. This indicates that resources in other governmental funds are, at a minimum, intended to be used for the purpose of that fund.

*Unassigned* - Unassigned fund balance is the residual classification for the general fund and includes all amounts not contained in the other classifications.

The Authority considers restricted amounts to have been spent when an expenditure is incurred for purposes for which both restricted and unrestricted fund balance is available. The Authority applies committed amounts first, followed by assigned amounts, and then unassigned amounts when an expenditure is incurred for purposes for which amounts in any of those unrestricted fund balance classifications could be used.

### **Government Grants**

Support funded by grants is recognized as the Authority performs the contracted services or incurs outlays eligible for reimbursement under the grant agreements. Grant activities and outlays are subject to audit and acceptance by the granting agency and, as a result of such audit, adjustments could be required.

#### **Capital Assets**

Capital assets are recorded at cost at the date of acquisition. Depreciation is computed using the straight-line method over the estimated useful life of each asset. The Authority capitalizes all items with a cost exceeding \$1,000 and a useful life of greater than one year.

The following estimated useful lives are being used by the Authority:

Buildings and improvements 40 years

#### NOTES TO THE FINANCIAL STATEMENTS

## 1. NATURE OF OPERATIONS AND SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

### **Budgetary Accounting**

The Authority is not required to legally adopt a budget. Internal controls over spending in specific funds, not subject to legal budgets, are maintained by the use of internal spending limits set by management.

### 2. CONVENTION CENTER HOTEL FINANCING

In fiscal year 2018, the Authority entered into a series of transactions designed to assist KC Hotel Property Owner, LLC (Developer) in the financing of the convention center hotel to be constructed in downtown Kansas City, Missouri. Two series of bonds were issued, Series 2018A and 2018B, in amounts of \$60,405,000 and \$63,400,000, respectively. The Authority also entered into a separate building loan agreement that allows for borrowings up to a maximum of \$110,000,000. A community improvement district (CID) and tax increment financing (TIF) district were both established surrounding the area to be developed.

The proceeds of the Series 2018A bonds were immediately loaned to the Developer. The CID is to levy a special assessment on the property within the district. The special assessment will be in an amount sufficient to pay the debt service on the Series 2018A bonds. The Authority, as the legal owner of the convention center hotel, is technically responsible for making the special assessment payments. Under the terms of the loan agreement, the Developer is to make loan payments to the Authority in an amount sufficient to fund the special assessments due to the CID. A separate assignment agreement was executed, resulting in the Developer making the special assessment payments directly to the trustee of the Series 2018A bonds. The Authority has no obligation beyond the initial lease or loan. As a result, the Series 2018A bonds are conduit debt of the Authority and not reflected within the financial records of the Authority. At April 30, 2024, the outstanding balance of the Series 2018A bonds was \$60,110,000.

The Series 2018B bonds are secured by future economic activity taxes to be generated within the TIF district. As the economic activity taxes are generated within the TIF district, these amounts will be collected and remitted to the trustee of the Series 2018B bonds for debt service. There is no guarantee that the future economic activity taxes will be sufficient to fund the debt service. There is no other formal security related to the future debt service for the Series 2018B bonds issuance. Due to the lack of any external repayment guarantee, the Authority has recorded the Series 2018B bonds as its liability, as well as all of the activity subsequent to issuance. See *Note 8* for further disclosure related to the Series 2018B bonds.

The Authority's building loan agreement provides for borrowing up to a maximum of \$110,000,000 for the construction of the convention center hotel. Concurrently, the Authority entered into a lease agreement with the Developer related to the property to be constructed. The lease payments are to be an amount sufficient to pay the principal and interest and all other amounts due and payable under the construction loan agreement. An assignment agreement was executed that redirected the lease payments directly to the creditor. The Authority has no obligation beyond the initial lease or loan. As a result, the building loan is conduit debt of the Authority and not reflected within the financial records of the Authority.

#### NOTES TO THE FINANCIAL STATEMENTS

### 3. DEPOSITS AND INVESTMENTS

Restricted cash and investments consist of amounts held in trust.

<u>Deposits</u> - Custodial credit risk is the risk that in the event of a bank failure, a government's deposits may not be returned to it. The Authority's deposit policy for custodial credit risk requires compliance with the provisions of state law.

Collateral is required by state law for demand deposits. The fair value of the collateral must equal 100% of deposits not covered by federal deposit insurance. Obligations that may be pledged as collateral are governed by state law and include U.S. government and government agency bonds and securities; general obligation bonds of any of the 50 states; general obligation bonds of any Missouri county, certain cities and special districts; and revenue bonds of certain Missouri agencies.

At April 30, 2024, none of the Authority's bank balances were exposed to custodial credit risk.

<u>Investments</u> - The Authority's investment policy allows investments in accordance with the State of Missouri guidelines.

Recurring Fair Value Measurements - Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. Fair value measurements must maximize the use of observable inputs and minimize the use of unobservable inputs. There is a hierarchy of three levels of inputs that may be used to measure fair value:

- Level 1 Quoted prices in active markets for identical assets or liabilities
- Level 2 Observable inputs other than Level 1 prices, such as quoted prices for similar assets or liabilities; quoted prices in markets that are not active; or other inputs that are observable or can be corroborated by observable market data for substantially the full term of the assets or liabilities
- **Level 3** Unobservable inputs supported by little or no market activity and are significant to the fair value of the assets or liabilities

As of April 30, 2024, the Authority only had investments in money market mutual funds which are not subject of fair value measurements.

Interest Rate Risk - Interest rate risk is the risk that the fair value of the Authority's investments will decrease as a result of an increase in interest rates. As a means of limiting its exposure to fair value losses arising from rising interest rates, the Authority's investment policy limits the final maturity on any security owned to a maximum of five years. As of April 30, 2024, the Authority had the following investments and maturities:

#### NOTES TO THE FINANCIAL STATEMENTS

### 3. DEPOSITS AND INVESTMENTS (CONTINUED)

			Maturities in Years				
Туре	Fair Value	Less than 1	1 - 5	6 - 10			
Money market mutual funds	\$ 7,368,530	\$ 7,368,530	\$	\$			
	\$ 7,368,530	\$ 7,368,530	\$	\$			

<u>Credit Risk</u> - Credit risk is the risk that the Authority will not recover its investment due to the ability of the counterparty to fulfill its obligation. The Authority's formal investment policy does not address credit risk. At April 30, 2024, the Authority's investments were only in money market mutual funds.

<u>Custodial Credit Risk</u> - Custodial credit risk is the risk that, in the event of the failure of the counterparty, the Authority will not be able to recover the value of its deposits, investments or collateral securities that are in the possession of an outside party (i.e., the Authority's safekeeping institution).

The Authority's investment policy requires that all funds on deposit with any financial institution be secured with collateral securities in an amount equal to at least 102% of the deposit less any amount insured by the Federal Deposit Insurance Corporation (FDIC), or any other governmental agency performing a similar function. As of April 30, 2024, all deposits were adequately and fully collateralized.

The Authority's investment policy requires that all investment securities be held in the Authority's name in the Authority's safekeeping account at its safekeeping institution, thereby mitigating custodial credit risk. As of April 30, 2024, all investment securities were in the Authority's name in the Authority's safekeeping accounts at its safekeeping institution.

<u>Concentration of Credit Risk</u> - As of April 30, 2024, the Authority only has investments in money market mutual funds.

#### 4. RELATED PARTY TRANSACTIONS

The Authority pays the Economic Development Corporation of Kansas City, Missouri (EDC) for office space and certain other administrative services when excess funds are available. For the year ended April 30, 2024, the Authority incurred expenses of \$403,796 for these services. At April 30, 2024, the Authority owed \$671,729 to the EDC for administrative services.

At April 30, 2024, the Authority owed the City \$1,400,000 related to the leased property described in *Note* 7.

#### NOTES TO THE FINANCIAL STATEMENTS

#### 5. NOTES RECEIVABLE

In accordance with a loan agreement dated February 21, 1991, the Authority loaned Longfellow Heights Apartments, L.P. (Longfellow) \$1,400,000. The loan matures January 31, 2031, along with all unpaid interest. If, during the year, Longfellow has available net cash flow above a certain level defined in the loan agreement, they will be required to pay interest on the loan for that year at 7%. If Longfellow does not meet the available net cash flow criteria, the loan bears no interest. During the fiscal year ended April 30, 2024, no amounts were received and remitted to the City. Accordingly, the financial statements reflect a note receivable and an amount due to the City of \$1,400,000. As the loan is repaid to the Authority, such funds will be remitted to the City and the receivable balance therefore is offset by \$1,400,000 in the Due to the City of Kansas City, Missouri line item in the financial statements.

### 6. CAPITAL ASSETS

A summary of changes in capital assets is as follows:

	Governmental Activities						
	April 30, 2023	Additions	Deductions	April 30, 2024			
Nondepreciable capital assets Land	\$ 1,900,000	\$	\$	\$ 1,900,000			
Depreciable capital assets							
Building and improvements	3,938,283			3,938,283			
Less accumulated depreciation	(2,707,571)	(98,457)		(2,806,028)			
Total depreciable capital							
assets, net	1,230,712	(98,457)		1,132,255			
Total governmental activities							
capital assets, net	\$ 3,130,712	\$ (98,457)	\$	\$ 3,032,255			

#### 7. OPERATING AGREEMENT

The Authority entered into an operating agreement for the Block 74 property with the Wyandotte Garage Corporation in accordance with a 99-year operating term, which commenced on December 1, 1985 and terminates on November 30, 2084. Parking garage income is equal to 15% of gross receipts as defined in the agreement. The Authority received \$228,009 of income during the fiscal year ended April 30, 2024 of which \$205,208 was remitted to the City.

#### NOTES TO THE FINANCIAL STATEMENTS

### 8. LONG-TERM DEBT

The following is a summary of the changes in long-term obligations for the year ended April 30, 2024:

	April 30, 2023	Addition	dditions Retirements		Additions Retirements April 30, 2024		 int Due in le Year
Convention Center Hotel Project Series 2018B, interest ranging from 4.375% to 5%, payable through February 2050	\$ 63,035,000	\$		\$	(910,000)	\$ 62,125,000	\$ 
Less discount	340,208				(12,758)	327,450	 
Total long-term obligations	\$ 62,694,792	\$		\$	(922,758)	\$ 61,797,550	\$ 

On January 9, 2018, the Authority issued \$63,400,000 of revenue bonds related to the convention center hotel project. The bonds are special, limited obligations of the Authority payable solely from and secured as to the payments of principal and interest by a pledge of economic activity taxes. The bonds mature through February 1, 2050 in the amounts ranging from \$7,225,000 to \$32,900,000 at interest rates ranging from 4.375% to 5%. If an Event of Default has occurred and is continuing, the Trustee shall not, whether in the exercise of its own discretion or upon the request of the Owners of the Series 2018B bonds then outstanding, declare the principal of all Series 2018B Bonds then outstanding and the interest accrued thereon immediately due and payable. The Trustee may pursue any available remedy at law or in equity by suit, action, mandamus or other proceeding to enforce the payment of the principal of, premium, if any, and interest on the Series 2018B bonds outstanding, including interest on overdue principal (and premium, if any) and on overdue installments of interest.

Aggregate annual maturities of long-term debt at April 30, 2024 are:

Principal	Interest
\$	\$ 3,061,094
	3,061,094
	3,061,094
	3,061,094
	3,061,094
7,225,000	14,357,188
	13,725,000
22,000,000	9,325,000
	8,225,000
32,900,000	1,645,000
\$ 62,125,000	\$ 62,582,658
	\$   7,225,000  22,000,000  32,900,000

### NOTES TO THE FINANCIAL STATEMENTS

### 9. CONDUIT DEBT

The Authority also issues industrial revenue bonds to provide tax-exempt financing for qualified projects or serves as a conduit agent for redevelopment financing arrangements. However, all principal and interest on such bonds or financing arrangements are payable by the developers or property owners. The Authority has no obligation beyond the initial lease or loan, which has been assigned to various financial or banking entities. Conduit debt outstanding under these arrangements at April 30, 2024 is as follows:

720 Oak	\$ 211,820
Series 2018A Convention Center Hotel	60,110,000
Hyatt House Hotel Project	37,932,535
	_
	\$ 98,254,355



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

### INDEPENDENT AUDITOR'S REPORT

### Board of Commissioners Land Clearance for Redevelopment Authority

We have audited, in accordance with the auditing standards generally accepted in the United States of America and the standards applicable to financial audits contained in *Government Auditing Standards* issued by the Comptroller General of the United States (*Government Auditing Standards*), the financial statements of the governmental activities and each major fund of the Land Clearance for Redevelopment Authority (Authority), a component unit of the City of Kansas City, Missouri, as of and for the year ended April 30, 2024, and the related notes to financial statements, which collectively comprise the Authority's basic financial statements, and have issued our report thereon dated October 31, 2024.

### Report on 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) as a basis for designing audit procedures that are appropriate in the circumstances for the purpose of expressing our opinions on the financial statements, but not for the purpose of expressing an opinion on the effectiveness of 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 entity's financial statements will not be prevented, or detected and corrected, on a timely basis. A significant deficiency is a deficiency, or a combination of deficiencies, in internal control that is less severe than a material weakness, yet important enough to merit attention by those charged with governance.

Our consideration of internal control 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 or significant deficiencies may exist that were not identified.

### **Report on 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 financial statements. 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.

Allen, Gibbs & Houlik, L.C. CERTIFIED PUBLIC ACCOUNTANTS

Overland Park, KS October 31, 2024

Schedule of Prior Audit Findings

Year Ended April 30, 2024

### Finding 2023-001: Board Oversight (Material Weakness) (Repeat Finding 2022-004)

**Condition:** During review of the Board of Commissioners meeting minutes, we noted that the Board had not reviewed any financial information since June 2021.

**Recommendation:** We recommend the Board of Commissioners set requirements for management on financial reporting that require accurate and timely financial information be presented as part of the monthly meetings. This will allow the Board to perform their fiduciary duties of proper oversight.

Status: Resolved

### Finding 2023-002: Cash Reconciliations (Significant Deficiency) (Repeat Finding 2022-002)

**Condition:** We noted cash accounts were reconciled timely and on a monthly basis, however, there was no documentation that the reconciliations were reviewed by management.

**Recommendation:** We recommend management review the process for reconciling cash to ensure that all accounts are reviewed by management and that the review process is properly documented.

Status: Resolved

### Finding 2023-003: Journal Entry Approval (Significant Deficiency) (Repeat Finding 2022-003)

**Condition:** During audit procedures, we identified that most journal entries tested contained supporting documentation. There were two entries found without support. In addition, journal entries did not have documentation showing if the journal entry was reviewed. Since approvals were not documented, we could not verify if the control was being performed by management.

**Recommendation:** We recommend management review the process for journal entries and include management review and documentation of that review to ensure that all transactions are properly recorded. We also recommend that management review the process for retaining supporting documentation for journal entries recorded.

Status: Resolved