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Morrow County Agricultural Society Morrow County P.O. Box 168 Mt. Gilead, Ohio 43338

Mary Taylor

To the Board of Directors:

As you are aware, the Auditor of State's Office (AOS) must modify the *Independent Accountants' Report* we provide on your financial statements due to an interpretation from the American Institute of Certified Public Accountants (AICPA). While AOS does not legally require your Society to prepare financial statements pursuant to Generally Accepted Accounting Principles (GAAP), the AICPA interpretation requires auditors to formally acknowledge that you did not prepare your financial statements in accordance with GAAP. Our Report includes an adverse opinion relating to GAAP presentation and measurement requirements, but does not imply the amounts the statements present are misstated under the non-GAAP basis you follow. The AOS report also includes an opinion on the financial statements you prepared using the cash basis and financial statement format the AOS permits.

Mary Taylor, CPA Auditor of State

July 31, 2009

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INDEPENDENT ACCOUNTANTS' REPORT

Morrow County Agricultural Society Morrow County P.O. Box 168 Mt. Gilead, Ohio 43338

To the Board of Directors:

We have audited the accompanying financial statements of the Morrow County Agricultural Society, Morrow County, Ohio, (the Society) as of and for the years ended November 30, 2008 and 2007. These financial statements are the responsibility of the Society's management. Our responsibility is to express an opinion on these financial statements based on our audit.

We conducted our audit in accordance with auditing standards generally accepted in the United States of America and the standards applicable to financial audits contained in the Comptroller General of the United States' *Government Auditing Standards*. Those standards require that we plan and perform the audit to reasonably assure whether the financial statements are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation. We believe our audit provides a reasonable basis for our opinion.

As described more fully in Note 1, the Society has prepared these financial statements using accounting practices the Auditor of State prescribes or permits. These practices differ from accounting principles generally accepted in the United States of America (GAAP). Although we cannot reasonably determine the effects on the financial statements of the variances between these regulatory accounting practices and GAAP, we presume they are material.

While the Society does not follow GAAP, generally accepted auditing standards requires us to include the following paragraph if the statements do not substantially conform to GAAP presentation requirements. The Auditor of State permits, but does not require societies to reformat their statements. The Society has elected not to follow GAAP statement formatting requirements. The following paragraph does not imply the amounts reported are materially misstated under the accounting basis the Auditor of State permits. Our opinion on the fair presentation of the amounts reported pursuant to its non-GAAP basis is in the second following paragraph.

In our opinion, because of the effects of the matter discussed in the preceding two paragraphs, the financial statements referred to above for the years ended November 30, 2008 and 2007 do not present fairly, in conformity with accounting principles generally accepted in the United States of America, the financial position of the Society as of November 30, 2008 and November 30, 2007, or its changes in financial position for the years then ended.

Morrow County Agricultural Morrow County Independent Accountants' Report Page 2

Also, in our opinion, the financial statements referred to above present fairly, in all material respects, the cash balance of the Morrow County Agricultural Society, Morrow County, Ohio, as of November 30, 2008 and 2007, and its cash receipts and disbursements for the years then ended on the accounting basis Note 1 describes.

The Society has not presented Management's Discussion and Analysis, which accounting principles generally accepted in the United States of America has determined is necessary to supplement, although not required to be part of, the financial statements.

In accordance with *Government Auditing Standards*, we have also issued our report dated July 31, 2009, on our consideration of the Society's internal control over financial reporting and our tests of its compliance with certain provisions of laws, regulations, contracts and grant agreements and other matters. While we did not opine on the internal control over financial reporting or on compliance, that report describes the scope of our testing of internal control over financial reporting and compliance, and the results of that testing. That report is an integral part of an audit performed in accordance with *Government Auditing Standards*. You should read it in conjunction with this report in assessing the results of our audit.

Mary Taylor, CPA Auditor of State

Mary Taylor

July 31, 2009

STATEMENT OF RECEIPTS, DISBURSEMENTS, AND CHANGE IN CASH BALANCE FOR THE YEAR ENDED NOVEMBER 30, 2008

	2008
Operating Receipts:	_
Admissions	\$257,336
Privilege Fees	57,240
Rentals	42,069
Sustaining and Entry Fees	18,875
Parimutuel Wagering Commission	186
Other Operating Receipts	49,886
Total Operating Receipts	425,592
Operating Disbursements:	
Wages and Benefits	55,450
Utilities	28,519
Professional Services	85,681
Equipment and Grounds Maintenance	112,065
Race Purse	41,639
Senior Fair	38,549
Junior Fair	25,849
Capital Outlay	51,568
Other Operating Disbursements	97,425
Total Operating Disbursements	536,745
Excess/(Deficiency) of Operating Receipts	
Over/(Under) Operating Disbursements	(111,153)
Non-Operating Receipts (Disbursements):	
State Support	26,148
County Support	10,000
Line of Credit	12,535
Donations/Contributions	71,853
Investment Income	3,048
Sale of Assets	1,695
Debt Service	(19,731)
Net Non-Operating Receipts (Disbursements)	105,548
Excess/(Deficiency) of Receipts Over/(Under) Disbursements	(5,605)
Cash Balance, Beginning of Year	155,641
Cash Balance, End of Year	\$150,036

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

STATEMENT OF RECEIPTS, DISBURSEMENTS, AND CHANGE IN CASH BALANCE FOR THE YEAR ENDED NOVEMBER 30, 2007

	2007
Operating Receipts:	
Admissions	\$277,124
Privilege Fees	57,094
Rentals	39,225
Sustaining and Entry Fees	19,225
Parimutuel Wagering Commission	83
Other Operating Receipts	51,226
Total Operating Receipts	443,977
Operating Disbursements:	
Wages and Benefits	57,404
Utilities	26,398
Professional Services	84,094
Equipment and Grounds Maintenance	122,726
Race Purse	45,576
Senior Fair	55,620
Junior Fair	23,727
Capital Outlay	39,987
Other Operating Disbursements	84,747
Total Operating Disbursements	540,279
Excess/(Deficiency) of Operating Receipts	
Over/(Under) Operating Disbursements	(96,302)
Non-Operating Receipts (Disbursements):	
State Support	29,044
County Support	10,000
Donations/Contributions	53,952
Investment Income	3,141
Sale of Assets	4,580
Debt Service	(6,778)
Net Non-Operating Receipts (Disbursements)	93,939
Excess/(Deficiency) of Receipts Over/(Under) Disbursements	(2,363)
Cash Balance, Beginning of Year	158,004
Cash Balance, End of Year	<u>\$155,641</u>

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

NOTES TO THE FINANCIAL STATEMENTS NOVEMBER 30, 2008 AND 2007

1. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

A. Description of the Entity

The constitution and laws of the State of Ohio establish the rights and privileges of the Morrow County Agricultural Society, Morrow County, Ohio, (the Society) as a body corporate and politic. The Society is a county agricultural society corporation formed under Chapter 1711 of the Ohio Revised Code. The Society was founded in 1850 to operate an annual agricultural fair. The Society sponsors the week-long Morrow County Fair during August. During the fair, harness races are held. Morrow County is not financially accountable for the Society. The Board of Directors manages the Society. The Board is made up of 22 directors serving staggered three-year terms. Society members elect Board members from its membership. Members of the Society must be residents of Morrow County and pay an annual membership fee to the Society.

Reporting Entity

The reporting entity includes all activity occurring on the fairgrounds. This includes the annual fair and harness racing during fair week. Other year round activities at the fairgrounds including facility rental, track and stall rental, and community events including Morrow County Independence Day Celebration. The reporting entity does not include any other activities or entities of Morrow County, Ohio.

Notes 7 and 8, respectively, summarize the Junior Fair Board's and Junior Livestock Sale Committee's financial activity.

The Society's management believes these financial statements present all activities for which the Society is financially accountable.

B. Accounting Basis

These financial statements follow the accounting basis the Auditor of State prescribes or permits. This basis is similar to the cash receipts and disbursements accounting basis. The Society recognizes receipts when received in cash rather than when earned, and recognizes disbursements when paid rather than when a liability is incurred.

These statements include adequate disclosure of material matters, as the Auditor of State prescribes or permits.

C. Budgetary Process

The Board of Directors annually prepares an operating budget, including estimated receipts and disbursements. The Board approves the budget in its final form during the first month of each fiscal year. The Board reviews the budget throughout the year and compares it with actual results.

NOTES TO THE FINANCIAL STATEMENTS NOVEMBER 30, 2008 AND 2007 (Continued)

1. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)

D. Deposits and Investments

The Society's accounting basis includes investments in its cash balances. Accordingly, this basis does not report investment purchases as disbursements or investment sales as receipts. Gains or losses at the time of sale are recorded as receipts or disbursements, respectively.

E. Property, Plant, and Equipment

The Society records disbursements for acquisitions of property, plant, and equipment when paid. The accompanying financial statements do not report these items as assets.

F. Income Tax Status

The Society is a not-for-profit organization, exempt from income taxes under Section 501(c) (3) of the Internal Revenue Code. The Society is not a private foundation within the meaning of Section 509 (a). Contributions to the Society are deductible per Section 170(b)(1)(A)(v1). Management is unaware of any actions or events that would jeopardize the Society's tax status.

G. Race Purse

Stake races are held during the Morrow County Fair. The Society pays all Sustaining and Entry fees and the required portion of the cash received from the Ohio Fairs Fund as Race Purse to winning horses.

Sustaining and Entry Fees

Horse owner pay fees to the Society to qualify horses for entry into stake races. They must make payment before a horse can participate in a stake race. The accompanying financial statements report these fees as Sustaining and Entry Fees.

Ohio Fairs Fund

The State of Ohio contributes money to the Society from the Ohio Fairs Fund to supplement the race purse. See Note 3 for additional information.

H. Pari-mutuel Wagering

A wagering system totals the amounts wagered and adjusts the payoff to reflect the relative amount bet on different horses and various odds. The total amount bet (also known as the "handle"), less commission, is paid to bettors in accordance with the payoffs, as the pari-mutuel wagering system determines. The Society contracts with a totalizer service to collect bets and provide the pari-mutuel wagering system.

Pari-mutuel wagering commission (the commission) is the Society's share of total pari-mutuel wagers after payment of amounts to winning bettors. The commission is determined by applying a statutory percentage to the total amount bet and is reflected in the accompanying financial statement as Pari-mutuel Wagering Commission. See Note 3 for additional information.

NOTES TO THE FINANCIAL STATEMENTS NOVEMBER 30, 2008 AND 2007 (Continued)

2. DEPOSITS AND INVESTMENTS

The carrying amount of deposits at November 30 was as follows:

	2008	2007
Demand deposits	\$78,511	\$82,591
Certificates of deposit	70,000	70,000
Savings account	1,525	3,050
Total deposits	\$150,036	\$155,641

Deposits: Deposits are insured by the Federal Depository Insurance Corporation or collateralized by the financial institution's public entity deposit pool.

3. HORSE RACING

State Support Portion of Purse

The financial statements report Ohio Fairs Fund money, received to supplement purse for the years ended November 30, 2008 and November 30, 2007 was \$13,848 and 17,696 respectively, reported as State Support.

Pari-mutuel Wagering

The Society does not record the Total Amount Bet or the Payoff to Bettors in the accompany financial statement, rather, it records the Pari-mutuel Wagering Commission (commission) which is the Society's share of total pari-mutuel wagers after paying winning bettors. The expenses of providing the pari-mutuel wagering system are called Tote Services, and these expenses are included in Professional Service Disbursements, State taxes, which are also paid from Pari-mutuel Wagering Commission, are reflected in Other Operating Disbursements, and the amount remaining is the Society's net portion.

		2008		2007	
Total Amount Bet (Handle) Less: Payoff to Bettors		12,389 (9,163)	\$	12,497 (9,982)	
Parimutuel Wagering Commission Tote Service Set Up Fee State Tax		3,226 (2,700) (340)		2,515 (2,100) (332)	
Society Portion	\$	186	\$	83	

NOTES TO THE FINANCIAL STATEMENTS NOVEMBER 30, 2008 AND 2007 (Continued)

4. DEBT

In November 2008 the Society paid of the remaining balance of \$6,101, plus accrued interest, of a \$50,000 loan obtained in December 2003.

In June of 2008 the Society drew down \$12,535 from an available \$25,000 line-of-credit (LOC) with a fixed interest rate of 7.5% The purpose of the draw was to pay the Society's match of a Community Development Block Grant made available through Morrow County for the construction of a new restroom facility.

In November 2008 the Society paid-off the LOC balance of \$12,535 plus accrued interest.

At November 30, 2008 the Society had a LOC available of \$25,000 with a fixed interest rate of 7.5%

5. RETIREMENT SYSTEM

All employees contribute to Social Security, a social benefit plan. This plan provides retirement benefits, including survivor and disability benefits to participants. For 2008 and 2007, employees contributed 6.2% of their gross wages, and the Society contributed a matching amount of 6.2%.

6. RISK MANAGEMENT

The Morrow County Commissioners provide general insurance coverage for all the buildings on the Morrow County Fairgrounds pursuant to Ohio Revised Code § 1711.24.

The Society is exposed to various risks of property and casualty losses, and injuries to employees.

The Society insures against injuries to employees through the Ohio Bureau of Worker's Compensation.

The Society belongs to the Public Entities Pool of Ohio (PEP), a risk-sharing pool available to Ohio local governments. PEP provides property and casualty coverage for its members. PEP is a member of the American Public Entity Excess Pool (APEEP). Member governments pay annual contributions to fund PEP. PEP pays judgments, settlements and other expenses resulting from covered claims that exceed the members' deductibles.

Casualty Coverage

For an occurrence prior to January 1, 2006 PEP retains casualty risks up to \$250,000 per occurrence, including claim adjustment expenses. PEP pays a percentage of its contributions to APEEP. APEEP reinsures claims exceeding \$250,000, up to \$1,750,000 per claim and \$10,000,000 in the aggregate per year.

For an occurrence on or subsequent to January 1, 2006, the Pool retains casualty risk up to \$350,000 per occurrence. Claims exceeding \$350,000 are reinsured with APEEP in an amount not to exceed \$2,650,000 for each claim and \$10,000,000 in the aggregate per year. Governments can elect up to \$10,000,000 in additional coverage with the General Reinsurance Corporation, through contracts with PEP.

NOTES TO THE FINANCIAL STATEMENTS NOVEMBER 30, 2008 AND 2007 (Continued)

6. RISK MANAGEMENT (Continued)

If losses exhaust PEP's retained earnings, APEEP provides excess of funds available coverage up to \$5,000,000 per year, subject to a per-claim limit of \$2,000,000 (prior to January 1, 2006) or \$3,000,000 (on or subsequent to January 1, 2006) as noted above.

Property Coverage

Beginning in 2005, APEEP established a risk-sharing property program. Under the program, Travelers reinsures specific losses exceeding \$250,000 up to \$600 million per occurrence. This amount was increased to \$300,000 in 2007. For 2007, APEEP reinsures members for specific losses exceeding \$100,000 up to \$300,000 per occurrence, subject to an annual aggregate loss payment. For 2006, APEEP reinsures members for specific losses exceeding \$100,000 up to \$250,000 per occurrence, subject to an annual aggregate loss payment. Travelers provides aggregate stop-loss coverage based upon the combined members' total insurable values. If the stop loss is reached by payment of losses between \$100,000 and \$250,000 in 2006, or \$100,000 and \$300,000 in 2007, Travelers will then reinsure specific losses exceeding \$100,000 up to their \$600 million per occurrence limit. The aggregate stop-loss limit for 2007 was \$2,014,548.

The aforementioned casualty and property reinsurance agreements do not discharge PEP's primary liability for claims payments on covered losses. Claims exceeding coverage limits are the obligation of the respective government.

Property and casualty settlements did not exceed insurance coverage for the past three fiscal years.

Financial Position

PEP's financial statements (audited by other accountants) conform with generally accepted accounting principles, and reported the following assets, liabilities and retained earnings at December 31, 2007 and 2006 (the latest information available):

	2007	<u>2006</u>
Assets	\$37,560,071	\$36,123,194
Liabilities	(17,340,825)	(16,738,904)
Net Assets	<u>\$20,219,246</u>	<u>\$19,384,290</u>

At December 31, 2007 and 2006, respectively, the liabilities above include approximately \$15.9 million and \$15.0 million of estimated incurred claims payable. The assets and retained earnings above also include approximately \$15.0 million and \$14.4 million of unpaid claims to be billed to approximately 443 member governments in the future, as of December 31, 2007 and 2006, respectively. These amounts will be included in future contributions from members when the related claims are due for payment. The Society's share of these unpaid claims collectible in future years is approximately \$47,000. This payable includes the subsequent year's contribution due if the Government terminates participation, as described in the last paragraph below.

NOTES TO THE FINANCIAL STATEMENTS NOVEMBER 30, 2008 AND 2007 (Continued)

6. RISK MANAGEMENT (Continued)

Based on discussions with PEP, the expected rates PEP charges to compute member contributions, which are used to pay claims as they become due, are not expected to change significantly from those used to determine the historical contributions detailed below. By contract, the annual liability of each member is limited to the amount of financial contributions required to be made to PEP for each year of membership.

Contributions to PEP	
2006	\$20,114
2007	\$18,990
2008	\$21,761

After completing one year of membership, members may withdraw on each anniversary of the date they joined PEP provided they provide written notice to PEP 60 days in advance of the anniversary date. Upon withdrawal, members are eligible for a full or partial refund of their capital contributions, minus the subsequent year's budgetary contribution. Withdrawing members have no other future obligation to the pool. Also upon withdrawal, payments for all casualty claims and claim expenses become the sole responsibility of the withdrawing member, regardless of whether a claim occurred or was reported prior to the withdrawal.

7. JUNIOR FAIR BOARD

The Junior Fair Board, which is comprised of 4-H, FFA, Boy Scout, Girl Scout, and Farm Bureau Youth organization representatives, is responsible for the Junior Fair Division activities of the Morrow County Fair. The Society disbursed \$1,505 in 2008 and \$3,120 in 2007 directly to the Junior Fair Board and \$24,344 in 2008 and \$20,607 in 2007 directly to vendors to support Junior Fair activities. These expenses are reflected as a disbursement in the accompanying financial statement as Junior Fair Disbursement. The Junior Fair Board accounts for its activities separately. These accompanying financial statements do not include this activity. The Junior Fair Board's financial activity for the year ended November 30, 2008 and November 30, 2007 follows:

	2008		2	2007	
Beginning Cash Balance	\$	1,416	\$	1,667	
Receipts		7,392		4,936	
Disbursements		(6,526)		(5,187)	
Ending Cash Balance	\$	2,282	\$	1,416	

NOTES TO THE FINANCIAL STATEMENTS NOVEMBER 30, 2008 AND 2007 (Continued)

8. JUNIOR LIVESTOCK SALE COMMITTEE

The Junior Livestock Committee is a separate committee charged with running the Junior Livestock Auction. This auction is held during fair week. Children may sell their animals directly to market or through the Morrow County's Junior Fair Livestock auction. A commission of two to four percent per head, assessed on the total sale value on auction sales covers auction costs. The Junior Livestock Committee retains this money. The accompanying financial statement does not include the Junior Livestock Committee's activities. The Junior Livestock Committee's financial activity for the years ended November 30, 2008 and November 30, 2007 follows:

	2008		 2007	
Beginning Cash Balance	\$	17,432	\$ 14,352	
Receipts		269,544	276,776	
Disbursements		(260,522)	 (273,696)	
Ending Cash Balance	\$	26,454	\$ 17,432	

9. SUBSEQUENT EVENTS

On December 18, 2008 the Society's line of credit in the amount of \$25,000, as described in Note 4, expired. On February 17, 2009 the Society obtained a new line of credit in the amount of \$50,000, which has a maturity date of February 17, 2010. On February 17, 2009 the Society drew on its line of credit in the amount of \$20,000. On April 23, 2009 the Society made a second draw in the amount of \$15,000. The draws were to provide cash flow for regular operational expenses as well as for repairs to fairground property. The entire balance of \$35,000 was still outstanding as of July 31, 2009.

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INDEPENDENT ACCOUNTANTS' REPORT ON INTERNAL CONTROL OVER FINANCIAL REPORTING AND ON COMPLIANCE AND OTHER MATTERS REQUIRED BY GOVERNMENT AUDITING STANDARDS

Morrow County Agricultural Society Morrow County P.O. Box 168 Mt. Gilead, Ohio 43338

To the Board of Directors:

We have audited the financial statements of the Morrow County Agricultural Society, Morrow County, Ohio, (the Society) as of and for the years ended November 30, 2007 and November 30, 2008, and have issued our report thereon dated July 31, 2009, wherein we noted the Society followed accounting practices the Auditor of State prescribes or permits rather than accounting principles generally accepted in the United States of America. We conducted our audit in accordance with auditing standards generally accepted in the United States of America and the standards applicable to financial audits contained in the Comptroller General of the United States' *Government Auditing Standards*.

Internal Control Over Financial Reporting

In planning and performing our audit, we considered the Society's internal control over financial reporting as a basis for designing our audit procedures for expressing our opinion on the financial statements, but not to opine on the effectiveness of the Society's internal control over financial reporting. Accordingly, we have not opined on the effectiveness of the Society's internal control over financial reporting.

A control deficiency exists when the design or operation of a control does not allow management or employees, in performing their assigned functions, to prevent or detect misstatements on a timely basis. A significant deficiency is a control deficiency, or combination of control deficiencies, that adversely affects the Society's ability to initiate, authorize, record, process, or report financial data reliably in accordance with its applicable accounting basis, such that there is more than a remote likelihood that the Society's internal control will not prevent or detect a more-than-inconsequential financial statement misstatement.

A material weakness is a significant deficiency, or combination of significant deficiencies resulting in more than a remote likelihood that the Society's internal control will not prevent or detect a material financial statement misstatement.

Our consideration of internal control over financial reporting was for the limited purpose described in the first paragraph of this section and would not necessarily identify all internal control deficiencies that might be significant deficiencies or material weaknesses. We did not identify any deficiencies in internal control over financial reporting that we consider material weaknesses, as defined above.

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Independent Accountants' Report on Internal Control Over
Financial Reporting and on Compliance and Other Matters
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We noted certain matters that we reported to the Society's management in a separate letter dated July 31, 2009.

Compliance and Other Matters

As part of reasonably assuring whether the Society's financial statements are free of material misstatement, we tested its compliance with certain provisions of laws, regulations, contracts, and grant agreements, noncompliance with which could directly and materially affect the determination of financial statement amounts. However, providing an opinion on compliance with those provisions was not an objective of our audit and accordingly, we do not express an opinion. The results of our tests disclosed no instances of noncompliance or other matters we must report under *Government Auditing Standards*.

We did note certain noncompliance that we reported to the Society's management in a separate letter dated July 31, 2009.

We intend this report solely for the information and use of management and the Board of Directors. We intend it for no one other than these specified parties.

Mary Taylor, CPA Auditor of State

Mary Taylor

July 31, 2009



AGRICULTURAL SOCIETY

MORROW COUNTY

CLERK'S CERTIFICATION

This is a true and correct copy of the report which is required to be filed in the Office of the Auditor of State pursuant to Section 117.26, Revised Code, and which is filed in Columbus, Ohio.

CLERK OF THE BUREAU

Susan Babbitt

CERTIFIED OCTOBER 1, 2009