STATE OF OHIO GENERAL OBLIGATION BONDS

FRANKLIN COUNTY

JULY 1, 2016 TO JUNE 30, 2017 AGREED UPON PROCEDURES



Commission Members State of Ohio General Obligation Bonds 30 E. Broad Street, 9th Floor Columbus, Ohio 43215

We have reviewed the *Independent Accountant's Report on Applying Agreed-Upon Procedures* of the State of Ohio General Obligation Bonds, Franklin County, prepared by Rea & Associates, Inc., for the period July 1, 2016 through June 30, 2017. Based upon this review, we have accepted this report in lieu of the audit required by Section 117.11, Revised Code.

Our review was made in reference to the applicable sections of legislative criteria, as reflected by the Ohio Constitution, and the Revised Code, policies, procedures and guidelines of the Auditor of State, regulations and grant requirements. The State of Ohio General Obligation Bonds is responsible for compliance with these laws and regulations.

Dave Yost Auditor of State

October 27, 2017





INDEPENDENT ACCOUNTANT'S REPORT ON APPLYING AGREED-UPON-PROCEDURES

Jon Azoff, Director Office of Debt Management Commissioners of the Sinking Fund 30 E. Broad St., 9th Floor Columbus, OH 43215

Debbie Liddil, Chief Auditor Auditor of State 85 E. Broad Street, 10th Floor Columbus, OH 43215

Larry Scurlock, Assistant Secretary Ohio Public Facilities Commission 30 E. Broad St., 34th Floor Columbus, OH 43215

Dear Mr. Azoff, Ms. Liddil, and Mr. Scurlock:

We have performed the procedures enumerated below, which were agreed to by the management of the Commissioners of the Sinking Fund (CSF), Ohio Public Facilities Commission (OPFC), and Auditor of State solely to assist you in gaining assurance over (1) the accuracy and completeness of the Schedule of General Obligations Bonds from the Semi-Annual Report July 1, 2016 to December 31, 2016 and January 1, 2017 to June 30, 2017, issued by CSF, and (2) compliance with debt issuance procedures. This agreed-upon procedures engagement was conducted in accordance with the American Institute of Certified Public Accountants' attestation standards and applicable attestation engagement standards included in the Comptroller General of the United States' Government Auditing Standards. The sufficiency of these procedures is solely the responsibility of the parties specified in this report. Consequently, we make no representation regarding the sufficiency of the procedures described below either for the purpose for which this report has been requested or for any other purpose. Our procedures and findings are described in the following section of this report.

1. To help assure the accuracy and completeness of the Schedule of General Obligation Bonds from the "Semi-Annual Report July 1, 2016 to December 31, 2016" and the "Semi-Annual Report January 1, 2017 to June 30, 2017" issued by CSF (attached), we specifically examined supporting documentation for the bonds authorized, bonds issued, outstanding bond debt, interest paid through December 31, 2016 and June 30, 2017, respectively, remaining interest through maturity, and cash balance in the applicable bond service funds and described the documentation used to support the amounts.

Findings:

Bonds authorized – Various sections of Article VIII of the Ohio Constitution, as approved by voters, authorize the issuance of Highway Capital Improvement Bonds, Coal Research and Development Bonds, Natural Resources Capital Facilities Bonds, Common Schools Capital Facilities Bonds, Higher Education Capital Facilities Bonds, Public Infrastructure Capital Improvements Bonds, Conservation Projects Bonds, Third Frontier Research and Development Projects Bonds, Third Frontier Job Ready Site Development Bonds, and Veterans Compensation Bonds. The authority to issue bonds in amounts authorized was conferred upon the CSF, OPFC, and the Treasurer of State of Ohio through legislation of the General Assembly or Ohio Constitution.

We traced and agreed bonds authorized to the supporting legislation of the General Assembly without exception.

Bonds Issued – The bonds issued balance reported by CSF on the Schedules of General Obligation Bonds includes bonds issued and refunded, but excludes refunding bonds in cases when issued. We traced and agreed this balance to the applicable transcripts of proceedings, provided by CSF, without exception.

Outstanding Bonded Debt – The outstanding bonded debt balance reported by CSF on the Schedules of General Obligation Bonds excludes bonds refunded, but includes refunding bonds in cases when issued. We traced and agreed this balance to debt-service-to-maturity schedules, provided by CSF, without exception.

Interest Paid Through December 31, 2016 and June 30, 2017, respectively - The interest paid through December 31, 2016 and June 30, 2017 balances reported by CSF on the Schedules of General Obligation Bonds as of December 31, 2016 and June 30, 2017, respectively, consists of both fixed and variable rate bond interest paid, as well as capital appreciation bond accretion paid. For American Recovery and Reinvestment Act Build America Bonds, this amount includes the federal subsidy portion of interest paid.

For the State's fixed rate bonds, we traced and agreed all fixed rate interest and accretion amounts paid through December 31, 2016 and June 30, 2017 on the Schedules of General Obligation Bonds to debt-service-to-maturity schedules, provided by CSF, without exception. For the State's variable rate bonds, we traced and agreed the beginning balance of the interest amount paid through December 31, 2016 and June 30, 2017 to the ending balance from the previous reporting period, and we traced and agreed the current interest amount paid to trustee invoices, provided by CSF, without exception.

Remaining Interest through Maturity – The remaining interest through maturity balance reported by CSF on the Schedules of General Obligation Bonds consists of future interest and accretion payments. We traced and agreed this balance to debt-service-to-maturity schedules, provided by CSF, without exception. The debt-service-to-maturity schedules for the State's nine variable rate bonds contain estimates for future interest payments to bondholders. For all nine variable rate bonds, the CSF estimated future interest rates at 3% through maturity.

Cash Balance in Bond Service Fund – We traced the Cash Balance in Bond Service Fund balances reported by CSF on the Schedules of General Obligation Bonds to the State of Ohio Agency Daily Cash Balance Reports (OHGLR052) as of December 31, 2016 and June 30, 2017, respectively. All Cash Balances in the Bond Service Fund balances agreed without exception.

2. We reviewed the process for issuing debt at OPFC and determined: what debt was issued during the fiscal year; whether this debt issuance was properly approved; which purpose the debt served (coal research and development, natural resources, common schools, higher education, public infrastructure, conservation projects, third frontier research and development, third frontier job ready site development, or Persian Gulf, Afghanistan and Iraq Conflicts Compensation Bonds); and the debt was accurately reflected as "bonds issued" as of June 30th on the "Schedule of General Obligation Bonds" in the CSF semi-annual report.

Findings:

Debt issued by OPFC during fiscal year 2017 was as follows:

Type/Purpose	Series		Amount
D. 11. T. 0	201	4	. = 0 000 000
Public Infrastructure	2016B	\$	150,000,000
Common Schools	2017A		300,000,000
Higher Education	2017A		300,000,000
Higher Education	2017B		10,000,000
Conservation Projects	2017A		50,000,000
		\$	810,000,000

Each issuance was properly approved via Resolution and was accurately reflected as "bonds issued" as of June 30^{th} on the "Schedule of General Obligation Bonds" in the CSF semi-annual report.

3. If the Treasurer of State issued general obligation debt for Highway Capital Improvements during the fiscal year, we reviewed the process for issuing debt at the Treasurer of State/CSF; determined whether the debt issuance was approved by the proper authority; and determined that the debt was accurately reflected as "bonds issued' as of June 30th on the "Schedule of General Obligation Bonds" in the CSF semi-annual report.

Findings:

During fiscal year 2017, the Treasurer of State did not issue Highway Capital Improvement bonds.

We were not engaged to and did not conduct an examination or a review of the subject matter, the objectives of which would be the expression of an opinion or conclusion, respectively, on the accuracy and completeness of the Schedules of General Obligations Bonds from the Semi-Annual Reports July 1, 2016 to December 31, 2016 and January 1, 2017 to June 30, 2017, issued by the Commissioners of the Sinking Fund, as well as compliance with debt issuance procedures. Accordingly, we do not express an opinion or conclusion. Had we performed additional procedures, other matters might have come to our attention that would have been reported.

Independent Accountant's Report on Applying Agreed-upon Procedures Page 4 of 4

This report is intended solely for the information and use of the Commissioners of the Sinking Fund, Ohio Public Facilities Commission, and Auditor of State, and this report is not suitable for any other purpose.

Rea & Associates, Inc. Dublin, Ohio

Rea & Associates, Inc.

September 11, 2017

As of December 31, 2016 (Dollars in 000s)

Legal Authority & Date of Voter Authorization	COAL RESEARCH AND DEVELOPMENT BONDS Article VIII, Section 15, of Ohio Constitution 11/5/1985	COMMON SCHOOLS CAPITAL FACILITIES BONDS Article VIII, Section 2(n), of Ohio Constitution 11/2/1999	CONSERVATION PROJECTS BONDS Article VIII, Sections 2(o) and 2(q), of Ohio Constitution 11/07/2000, 11/04/2008
Bonds Authorized	234,000 24,000 168,600 35,400 54,689 48,441 6,248	\$ 5,170,000 4,470,000 700,000 1,737,605 2,574,440 2,313,038 1,550,847 762,192	\$ 600,000 400,000 200,000 190,335 205,825 150,617 100,072 50,546 - - - 5
Final Maturity Date		6/15/2035 General Revenue Fund Appropriation & Net Lottery Proceeds	9/1/2030 General Revenue Fund Appropriation

Legal Authority & Date of Voter Authorization	HIGHER EDUCATION CAPITAL FACILITIES BONDS Article VIII, Section 2(n), of Ohio Constitution 11/2/1999	HIGHWAY CAPITAL IMPROVEMENTS BONDS Article VIII, Section 2(m), of Ohio Constitution 11/7/1995	NATURAL RESOURCES CAPITAL FACILITIES BONDS Article VIII, Section 2(I), of Ohio Constitution 11/2/1993
Bonds Authorized (D)	3,220,000 795,000 1,203,730 1,938,600 1,802,615 1,110,818 691,797 - - -	\$ 3,428,000 2,921,410 506,590 2,021,155 900,865 903,632 644,545 259,087 - - 64,026 5/1/2031 Highway Use Tax, Gasoline Tax & Registration Fees	\$ 458,000 418,000 40,000 285,225 134,965 155,801 119,450 36,351 - - 2 4/1/2030 General Revenue Fund Appropriation

All dollar amounts represented have been rounded to the nearest thousand. Note: Some totals may not foot due to rounding.

As of December 31, 2016 (Dollars in 000s) (Continued)

Legal Authority & Date of Voter Authorization	PERSIAN GULF, AFGHANISTAN & IRAQ CONFLICTS COMPENSATION BONDS Article VIII, Section 2(r), of Ohio Constitution 11/3/2009	PUBLIC INFRASTRUCTURE CAPITAL IMPROVEMENTS BONDS Article VIII, Sections 2(p) and 2(s), of Ohio Constitution 05/04/2010 05/06/2014	JOB READY SITE DEVELOPMENT BONDS Article VIII, Section 2(p), of Ohio Constitution 05/04/2010
Danda Authorizad	¢ 200,000	¢ 4.002.000	¢ 450,000
Bonds Authorized	\$ 200,000	\$ 4,082,000	\$ 150,000
Bonds Issued (A)		3,749,986	150,000
Bonds Authorized, but not Issued (E)		332,014	-
Bonds Matured	-,	1,891,247	85,550
Outstanding Bonded Debt (B)	· ·	1,805,840	64,450
Total Interest Cost to Maturity	21,576	1,859,319	31,840
Interest Paid through 12/31/16	12,569	1,223,292	24,881
Remaining Interest through Maturity	9,007	636,027	6,959
Original Discount on Capital Appreciation Bonds	-	269,198	-
Accreted Principal Paid through 12/31/16	-	269,198	-
Remaining Discount through Maturity	-	-	-
Cash Balance in Bond Service Fund	-	9,929	4,159
Final Maturity Date	10/1/2026	9/1/2036	11/1/2022
Funding Source(s)	General Revenue Fund Appropriation	General Revenue Fund Appropriation	General Revenue Fund Appropriation

Legal Authority & Date of Voter Authorization	THIRD FRONTIER RESEARCH AND DEVELOPMENT PROJECT BONDS Article VIII, Section 2(p), of Ohio Constitution 05/04/2010
Bonds Authorized	\$ 1,200,000
Bonds Issued (A)	761,000
Bonds Authorized, but not Issued	439,000
Bonds Matured	352,035
Outstanding Bonded Debt	408,455
Total Interest Cost to Maturity	150,021
Interest Paid through 12/31/16	105,630
Remaining Interest through Maturity	44,391
Original Discount on Capital Appreciation Bonds	-
Accreted Principal Paid through 12/31/16	-
Remaining Discount through Maturity	-
Cash Balance in Bond Service Fund	-
Final Maturity Date	5/1/2026
Funding Source(s)	General Revenue Fund Appropriation

All dollar amounts represented have been rounded to the nearest thousand. Note: Some totals may not foot due to rounding.

As of December 31, 2016 (Dollars in 000s) (Continued)

Notes:

All dollar amounts represented within this report have been rounded to the nearest thousand.

- (A) The "Bonds Issued" balance includes bonds that have been refunded, but excludes refunding bonds (i.e. bonds issued solely to refund prior bonds). Also, not more than
 - \$220 million in Highway Capital Improvements Bonds may be issued in any year, plus the principal amount of highway obligations that in any prior fiscal years could have been but were not issued within the \$220 million fiscal year limit.
 - \$50 million in Natural Resources Capital Facilities Bonds may be issued in any fiscal year.
 - \$175 million in Public Infrastructure Capital Improvements Bonds may be issued annually. In May 2014 voters approved an amendment which authorized a ten-year extension of the existing local government infrastructure program (authorized, 2005). The amendment increases the allowable annual issuance amount from \$150 million to \$175 million in the first five fiscal years and \$200 million in each fiscal year thereafter.
 - \$50 million in Conservation Projects Bonds may be issued in any fiscal year, plus the principal amount of those obligations that in any prior fiscal year could have been but were not issued within the \$50 million fiscal year limit.
 - \$1,200 million in Third Frontier Research and Development Projects Bonds may be issued. Since Fiscal Year 2012 ended, no more than \$175 million in any fiscal year thereafter, plus in each case the principal amount of obligations that in any prior fiscal year could have been but were not issued.
 - \$15 million in Third Frontier Job Ready Site Development Bonds may be issued in any fiscal year following Fiscal Year 2008, plus in each case the principal amount of obligations that in any prior fiscal year could have been but were not issued.
- (B) The "Outstanding Bonded Debt" balance excludes bonds refunded, but includes refunding bonds in cases when issued. Also, not more than
 - \$1.2 billion in Highway Capital Improvements Bonds may be outstanding at any time.
 - \$100 million in Coal Research and Development Bonds may be outstanding at any time.
 - \$200 million in Natural Resources Capital Facilities Bonds may be outstanding at any time.
 - \$400 million in Conservation Projects Bonds may be outstanding at any time.
- (C) The "Total Interest Cost to Maturity" and "Remaining Interest through Maturity" balances for the Common Schools Capital Facilities Bonds and the Public Infrastructure Capital Improvements Bonds include estimates for interest payable on variable rate bonds.
- (D) The amounts of general obligation bonds authorized for Common Schools Facilities and for Higher Education Facilities were reduced by \$800 million and \$950 million, respectively, by HB562 enacted by the General Assembly in spring 2008. The proceeds generated by the Buckeye Tobacco Settlement Financing Authority transaction were used to fund such purposes in lieu of bonded debt until the proceeds from the Settlement, specified for the School Building Assistance Fund and the Higher Education Improvement Fund, were expended. As of June 30, 2012, all such payments from the Authority to the School Building Assistance Fund were made.
- (E) On December 31, 2013, the State's authority to issue additional bonds under Section 2(r) of Article VIII of the Constitution expired.

As of June 30, 2017 (Dollars in 000s)

Legal Authority & Date of Voter Authorization	COAL RESEARCH AND DEVELOPMENT BONDS Article VIII, Section 15, of Ohio Constitution 11/5/1985	COMMON SCHOOLS CAPITAL FACILITIES BONDS Article VIII, Section 2(n), of Ohio Constitution 11/2/1999	CONSERVATION PROJECTS BONDS Article VIII, Sections 2(0) and 2(q), of Ohio Constitution 11/07/2000, 11/04/2008
Bonds Authorized Bonds Issued (A)	\$ 258,000 234,000 24,000 171,975 32,025 54,689 49,157 5,532	\$ 5,170,000 4,770,000 400,000 1,787,680 2,824,365 2,493,430 1,607,054 886,376	\$ 600,000 450,000 150,000 196,925 249,235 169,761 104,694 65,067
Accreted Principal Paid through 6/30/17 Remaining Discount through Maturity Cash Balance in Bond Service Fund Final Maturity Date Funding Source(s)	2/1/2026 General Revenue Fund Appropriation	1,805 3/15/2037 General Revenue Fund Appropriation & Net Lottery Proceeds	3/1/2032 General Revenue Fund Appropriation

Legal Authority & Date of Voter Authorization	HIGHER EDUCATION CAPITAL FACILITIES BONDS Article VIII, Section 2(n), of Ohio Constitution 11/2/1999	HIGHWAY CAPITAL IMPROVEMENTS BONDS Article VIII, Section 2(m), of Ohio Constitution 11/7/1995	NATURAL RESOURCES CAPITAL FACILITIES BONDS Article VIII, Section 2(I), of Ohio Constitution 11/2/1993
Bonds Authorized (D)	\$ 4,016,000	\$ 3,683,000	\$ 458,000
Bonds Issued (A)	3,530,000	2,921,410	418,000
Bonds Authorized, but not Issued	486,000	761,590	40,000
Bonds Matured	1,227,395	2,106,670	292,285
Outstanding Bonded Debt (B)	2,224,935	815,350	127,905
Total Interest Cost to Maturity (C)	1,992,825	903,632	155,801
Interest Paid through 6/30/17	1,157,029	665,337	122,506
Remaining Interest through Maturity (C)	835,796	238,295	33,294
Original Discount on Capital Appreciation Bonds	-	-	-
Accreted Principal Paid through 6/30/17	-	-	-
Remaining Discount through Maturity	-	-	-
Cash Balance in Bond Service Fund	15,030	307	2
Final Maturity Date	5/1/2037	5/1/2031	4/1/2030
Funding Source(s)	General Revenue Fund Appropriation	Highway Use Tax, Gasoline Tax & Registration Fees	General Revenue Fund Appropriation

All dollar amounts represented have been rounded to the nearest thousand.

Note: Some totals may not foot due to rounding.

As of June 30, 2017 (Dollars in 000s)

(Continued)

Legal Authority & Date of Voter Authorization	PERSIAN GULF, AFGHANISTAN & IRAQ CONFLICTS COMPENSATION BONDS Article VIII, Section 2(r), of Ohio Constitution 11/3/2009	PUBLIC INFRASTRUCTURE CAPITAL IMPROVEMENTS BONDS Article VIII, Sections 2(p) and 2(s), of Ohio Constitution 05/04/2010 05/06/2014	JOB READY SITE DEVELOPMENT BONDS Article VIII, Section 2(p), of Ohio Constitution 05/04/2010
Bonds Authorized	\$ 200,000	\$ 4,100,000	\$ 150,000
Bonds Issued (A)	83,910	3,749,986	150,000
Bonds Authorized, but not Issued (E)	-	350,014	-
Bonds Matured	45,940	1,937,037	89,945
Outstanding Bonded Debt (B)	37,970	1,760,050	60,055
Total Interest Cost to Maturity	21,576	1,857,614	31,840
Interest Paid through 6/30/17	13,519	1,259,852	26,090
Remaining Interest through Maturity	8,058	597,762	5,751
Original Discount on Capital Appreciation Bonds	-	269,198	-
Accreted Principal Paid through 6/30/17	-	269,198	-
Remaining Discount through Maturity	-	-	-
Cash Balance in Bond Service Fund	-	18	3
Final Maturity Date	10/1/2026	9/1/2036	11/1/2022
Funding Source(s)	General Revenue Fund Appropriation	General Revenue Fund Appropriation	General Revenue Fund Appropriation

Legal Authority & Date of Voter Authorization	THIRD FRONTIER RESEARCH AND DEVELOPMENT PROJECT BONDS Article VIII, Section 2(p), of Ohio Constitution 05/04/2010
Danda Authorizad	¢ 4.000.000
Bonds Authorized	
Bonds Authorized, but not Issued	439,000
Bonds Matured	384,675
Outstanding Bonded Debt	375,815
Total Interest Cost to Maturity	150,021
Interest Paid through 6/30/17	112,031
Remaining Interest through Maturity	37,990
Original Discount on Capital Appreciation Bonds	-
Accreted Principal Paid through 6/30/17	-
Remaining Discount through Maturity	-
Cash Balance in Bond Service Fund	8
Final Maturity Date	5/1/2026 General Revenue Fund Appropriation

All dollar amounts represented have been rounded to the nearest thousand.

Note: Some totals may not foot due to rounding.

As of June 30, 2017 (Dollars in 000s) (Continued)

Notes:

All dollar amounts represented within this report have been rounded to the nearest thousand.

- (A) The "Bonds Issued" balance includes bonds that have been refunded, but excludes refunding bonds (i.e. bonds issued solely to refund prior bonds). Also, not more than
 - \$220 million in Highway Capital Improvements Bonds may be issued in any year, plus the principal amount of highway obligations that in any prior fiscal years could have been but were not issued within the \$220 million fiscal year limit.
 - \$50 million in Natural Resources Capital Facilities Bonds may be issued in any fiscal year.
 - \$175 million in Public Infrastructure Capital Improvements Bonds may be issued annually. In May 2014 voters approved an amendment which authorized a ten-year extension of the existing local government infrastructure program (authorized, 2005). The amendment increases the allowable annual issuance amount from \$150 million to \$175 million in the first five fiscal years and \$200 million in each fiscal year thereafter.
 - \$50 million in Conservation Projects Bonds may be issued in any fiscal year, plus the principal amount of those obligations that in any prior fiscal year could have been but were not issued within the \$50 million fiscal year limit.
 - \$1,200 million in Third Frontier Research and Development Projects Bonds may be issued. Since Fiscal Year 2012 ended, no more than \$175 million in any fiscal year thereafter, plus in each case the principal amount of obligations that in any prior fiscal year could have been but were not issued.
 - \$15 million in Third Frontier Job Ready Site Development Bonds may be issued in any fiscal year following Fiscal Year 2008, plus in each case the principal amount of obligations that in any prior fiscal year could have been but were not issued.
- (B) The "Outstanding Bonded Debt" balance excludes bonds refunded, but includes refunding bonds in cases when issued. Also, not more than
 - \$1.2 billion in Highway Capital Improvements Bonds may be outstanding at any time.
 - \$100 million in Coal Research and Development Bonds may be outstanding at any time.
 - \$200 million in Natural Resources Capital Facilities Bonds may be outstanding at any time.
 - \$400 million in Conservation Projects Bonds may be outstanding at any time.
- (C) The "Total Interest Cost to Maturity" and "Remaining Interest through Maturity" balances for the Common Schools Capital Facilities Bonds and the Public Infrastructure Capital Improvements Bonds include estimates for interest payable on variable rate bonds.
- (D) The amounts of general obligation bonds authorized for Common Schools Facilities and for Higher Education Facilities were reduced by \$800 million and \$950 million, respectively, by HB562 enacted by the General Assembly in spring 2008. The proceeds generated by the Buckeye Tobacco Settlement Financing Authority transaction were used to fund such purposes in lieu of bonded debt until the proceeds from the Settlement, specified for the School Building Assistance Fund and the Higher Education Improvement Fund, were expended. As of June 30, 2012, all such payments from the Authority to the School Building Assistance Fund were made.
- (E) On December 31, 2013, the State's authority to issue additional bonds under Section 2(r) of Article VIII of the Constitution expired.



STATE OF OHIO GENERAL OBLIGATION BONDS FRANKLIN 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 NOVEMBER 9, 2017