

FINANCIAL STATEMENTS May 31, 2023

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COUNTY OF LEWIS INDUSTRIAL DEVELOPMENT AGENCY A COMPONENT UNIT OF THE COUNTY OF LEWIS, NEW YORK

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INDEPENDENT AUDITOR'S REPORT

BOARD OF DIRECTORS COUNTY OF LEWIS INDUSTRIAL DEVELOPMENT AGENCY A COMPONENT UNIT OF THE COUNTY OF LEWIS, NEW YORK

Report on the Audit of the Financial Statements

Opinion

We have audited the accompanying financial statements of the **COUNTY OF LEWIS INDUSTRIAL DEVELOPMENT AGENCY** (the Agency), a New York Public Benefit Corporation and a component unit of the County of Lewis, New York, as of and for the year ended May 31, 2023, and the related notes to the financial statements, which collectively comprise the Agency's basic financial statements as listed in the table of contents.

In our opinion, the financial statements referred to above present fairly, in all material respects, the financial position of the County of Lewis Industrial Development Agency, as of May 31, 2023, and the changes in financial position and its cash flows for the year then ended in accordance with the 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 and the standards applicable to financial audits contained in *Government Auditing Standards*, issued by the Comptroller General of the United States. 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 County of Lewis Industrial Development Agency, and to meet our other ethical responsibilities, in accordance with the relevant ethical requirements relating to our audit. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

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 County of Lewis Industrial Development Agency's ability to continue as a going concern for twelve months beyond the financial statement date, including any currently known information that may raise substantial doubt shortly thereafter.

Auditor's Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance but is not absolute assurance and therefore is not a guarantee that an audit conducted in accordance with generally accepted auditing standards 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 generally accepted auditing standards 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 County of Lewis Industrial Development Agency'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 event, considered in the aggregate that raise substantial doubt about the County of Lewis Industrial Development Agency's ability to continue as a going concern for a reasonable period of time.

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

Required Supplementary Information

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

Other Reporting Required by Government Auditing Standards

In accordance with *Government Auditing Standards*, we have also issued our report dated July 27, 2023 on our consideration of the County of Lewis Industrial Development Agency'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 County of Lewis Industrial Development Agency'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 County of Lewis Industrial Development Agency's internal control over financial reporting and compliance.

Bowers & Company

Watertown, New York July 27, 2023

MANAGEMENT'S DISCUSSION AND ANALYSIS

May 31, 2023

INTRODUCTION

The following is the County of Lewis Industrial Development Agency's (the Agency) Management Discussion and Analysis (MD&A) of financial activities and performance for the fiscal year ended May 31, 2023. Information contained in the MD&A has been prepared by the Agency management and should be considered in conjunction with the financial statements and the notes to the financial statements to better understand the Agency's financial position.

OPERATION HIGHLIGHTS

The Agency is a self-funded, public benefit corporation, which was created by Article 18A of the General Municipal Law, to help attract and enhance industrial development, create jobs and maintain economic stability within Lewis County. Our secondary function is to strengthen partnerships, collaborate and assist other agencies and county departments with tourism, natural resources, retail, wholesale, professional and community enhancements, making Lewis County a great place to live, work, build business and play.

The Agency has ongoing projects in which a payment in lieu of taxes, sales tax or mortgage recording tax exemption took place. These projects include Johnson Lumber, Solitude Solar Turin Solar, Carthage Solar Fund, Copenhagen Wind, Flat Rock Wind, Roaring Brook Wind, Number 3 Wind, Brandt's Butcher Block, Lakeside Generation, MA&N Rail, MDBB Enterprises, Otis Technology, Port Leyden Portal, GSPP 9557 E Rd S, GSPP 9601 E Rd N, Waters Rd N, Waters Rd S and Victorian Lake. Additionally, the Agency administers revolving loan funds and CDBG Grant funds for several local businesses.

During this fiscal year, the Agency continued to support new and existing businesses, as well as large manufacturers. In cooperation with our partners, Lewis County, Lewis County Chamber of Commerce, Cornell Cooperative Extension, the Watertown Small Business Development Center, the Adirondack Economic Development Corporation and others we provided consulting and business training services to entrepreneurs and business owners. The Agency launched the DBA Lewis County Entrepreneurship Program, which is creating an entrepreneurial eco-system, providing technical assistance services to new and existing businesses to start or scale-up their operations. Partnerships are key to business development and growth initiatives in Lewis County.

MANAGEMENT'S DISCUSSION AND ANALYSIS

May 31, 2023

OPERATION HIGHLIGHTS - Continued

The County of Lewis Industrial Development Agency is a small entity focused on promoting living, working and building business in Lewis County through its *Naturally Lewis* brand. Through this, we promote our strengths in agriculture, natural resources, small businesses and recreation. Recently, the agency has partnered more extensively with the Lewis County Chamber of Commerce to better support businesses, grow the number of people that live and work here and drive increased visitor spending.

In 2022-23 Board and Staff continued to prioritize key strategies to guide the Agency's operations and economic development efforts in Lewis County. Key focus areas continue to be:

- Developing Partnerships
- Policy Development
- * Research & Education
- Outreach & Visibility
- Strategic Funding Development

BASIC FINANCIAL STATEMENTS

The basic financial statements are designed to provide readers with a broad overview of the Agency's finances in a manner similar to a private-sector business.

The statement of net position presents information on all the Agency's assets, deferred outflows of resources, deferred inflows of resources and liabilities. Net position, the difference between the Agency's assets, deferred outflows of resources, deferred inflows of resources and liabilities, is one way to measure the Agency's health or *position*. Over time, increases or decreases in net position may serve as a useful indicator of whether the financial position of the Agency is improving or deteriorating. Net position increases when revenues exceed expenses. Increases to assets without corresponding increases to liabilities will also result in increased net position, which indicates an improved financial position.

MANAGEMENT'S DISCUSSION AND ANALYSIS

May 31, 2023

BASIC FINANCIAL STATEMENTS - Continued

The statement of revenues, expenses, and changes in net position presents information showing how the Agency's net position changed during the fiscal year. All changes in net position are reported as soon as the underlying event occurs, regardless of timing of related cash flows. Thus, revenues and expenses are reported in this statement for some items that will only result in cash flows in future fiscal periods.

The statement of cash flows provides information on the major sources and uses of cash during the year. The cash flow statement portrays net cash provided or used from operating, investing, capital, and non-capital financing activities.

NOTES TO THE FINANCIAL STATEMENTS

The notes are essential to a full understanding of the data contained in the financial statements. The goal is to provide readers an objective and easily understood overview of the Agency's financial performance.

FINANCIAL HIGHLIGHTS

- ➤ Total assets at May 31, 2023 were \$5,109,581. This was an increase of \$97,327 over total assets of \$5,012,254, at May 31, 2022. The increase was attributed to the current year operating income.
- Total liabilities at May 31, 2023 were \$1,968 as compared to total liabilities of \$365 at May 31, 2022.

MANAGEMENT'S DISCUSSION AND ANALYSIS

May 31, 2023

OVERVIEW OF FINANCIAL STATEMENTS

Condensed Comparative Financial Statements

The following provides an overview of the Agency's assets, liabilities, and net position at the close of fiscal years May 31, 2023 and 2022:

Condensed Statements of Net Position

	2023	2022		
ASSETS				
Current and Other Assets	\$ 3,863,727	\$	3,429,038	
Restricted Assets	181,218		180,725	
Capital Assets	162,685		165,031	
Other Receivables, Net	706,351		918,851	
Loans Receivables, Net	195,600		318,609	
Total Assets	\$ 5,109,581	\$	5,012,254	
LIABILITIES				
Current/Total Liabilities	\$ 1,968	\$	365	
NET POSITION				
Net Investment in Capital Assets	\$ 162,685	\$	165,031	
Restricted	181,218		180,725	
Unrestricted	4,763,710		4,666,133	
Total Net Position	\$ 5,107,613	\$	5,011,889	

Refer to the Statement of Net Position in the financial statements for more detail.

MANAGEMENT'S DISCUSSION AND ANALYSIS

May 31, 2023

OVERVIEW OF FINANCIAL STATEMENTS - Continued

Analysis of Change in Net Position and Results of Operations

	2023			2022
OPERATING REVENUES				
Agency Fees	\$	264,890	\$	1,551,926
Rental Income		11,383		20,697
Contract Revenue		202,371		202,188
Operating Grant Revenue		109,953		-
Bad Debt Recovery		14,784		6,202
Interest from Loans Receivables		15,075		16,076
Total Operating Revenues		618,456		1,797,089
OPERATING EXPENSES				
General Operations		291,739		256,457
Operating Grant Expense		102,453		-
Professional Fees		16,657		21,365
Depreciation		3,367		3,371
Other		55,592		171,998
Total Operating Expenses		469,808		453,191
Operating Income		148,648		1,343,898
NON-OPERATING REVENUES (EXPENSES)				
Loss on Sale of Building		(68,212)		(71,691)
Other Grant Expense		-		(2,951)
Interest Revenue		15,288		275
Total Non-Operating Revenues		(52,924)		(74,367)
Change in Net Position		95,724		1,269,531
Net Position, Beginning of Year		5,011,889		3,742,358
Net Position, End of Year	\$	5,107,613	\$	5,011,889

Refer to the Statement of Revenues, Expenses, and Changes in Net Position in the financial statements for more detail.

The Condensed Statements of Revenue, Expenses, and Changes in Net Position show how the Agency's net position changed during the most recent year and the previous year.

MANAGEMENT'S DISCUSSION AND ANALYSIS

May 31, 2023

OVERVIEW OF FINANCIAL STATEMENTS - Continued

The change in net position was \$95,724 for the year ended May 31, 2023. This was a decrease of \$1,173,807 over the year ended May 31, 2022. The decrease was attributed to a decrease in pilot fees of \$1,293,503 from the prior year.

CAPITAL ASSETS, NET

The Agency's capital assets as of May 31, 2023 and 2022 are summarized as follows.

	2023			2022
Capital Assets	\$	101,666	\$	101,666
Construction in Progress		74,314		74,314
		175,980		175,980
Accumulated Depreciation		(13,295)		(10,949)
Capital Assets, Net	\$	162,685	\$	165,031

During the fiscal year ended May 31, 2023, the Agency purchased the Lyons Falls commercial property and related assets for \$200,000. The Agency then sold the property and other assets for \$130,767 net of closing costs and recognized a loss of \$68,212 on the sale of the property. Job creation and community benefit were quantified to justify the sale price.

MANAGEMENT'S DISCUSSION AND ANALYSIS

May 31, 2023

ECONOMIC FACTORS AND FUTURE OUTLOOK

During the 2022-2023 year, several projects were started which will enhance the economy for 2023-2024. They are:

- ➤ Green Energy Projects –The Agency continues to be involved in negotiations for wind and solar projects as developers seek sales tax, property tax and mortgage recording tax benefits. As the fiscal year closed there were four solar projects in various stages of development. The Agency continues to evolve our Universal Tax Exemption Policy and Solar Policy to better partner with affected taxing jurisdictions to capitalize on this economic opportunity while preserving and protecting other key industries.
- ➤ Roaring Brook Wind This 80MW wind energy project in Martinsburg, NY became operational during the 2022-2023 fiscal year and made their first PILOT payments in 2023.
- ➤ Number Three Wind This 104MW wind energy project in Lowville, NY become operational in 2023 and made their first PILOT payment in 2023.
- ➤ Solitude Solar Lowville Waters Rd Unit A This 5MW solar project in Lowville, NY became operational in 2022 and made their first PILOT payment in 2023.
- ➤ Solitude Solar Lowville Waters Rd Unit B This 2MW solar project in Lowville, NY became operational in 2022 and made their first PILOT payment in 2023.
- ➤ Flat Rock Solar This 4.8MW solar project in Martinsburg, NY became operational in 2022 and made their first PILOT payment in 2023.
- ➤ Maple Tap Solar This 1.8MW solar project in Martinsburg, NY became operational in 2022 and made their first PILOT payment in 2023.
- ➤ CP New Bremen One This 3MW solar project in New Bremen, NY became operational in 2023 and their first PILOT payment is expected in 2024.
- ➤ CP New Bremen Two This 3MW solar project in New Bremen, NY became operational in 2023 and their first PILOT payment is expected in 2024.
- ➤ Martinsburg CSG This 2.2MW solar project in Martinsburg, NY will be operational in 2023 and their first PILOT payment is expected in 2024.

MANAGEMENT'S DISCUSSION AND ANALYSIS

May 31, 2023

ECONOMIC FACTORS AND FUTURE OUTLOOK - Continued

- ➤ Port Leyden Portal This school building reuse project was approved for incentives in 2021 and PILOT payments began in 2023.
- ➤ Lyons Falls Mill –The Agency continues to partner with the LCDC on the redevelopment of the mill site after a successful demolition project. Part of the property was sold to the dairy processing tenant, with three companies now located on or adjacent to the remaining portion of the site. These include a hydropower company, a dairy processing facility and a data mining company. The Agency continues to work with the LCDC on future development of the site.
- ➤ The Agency Board, Executive Director and staff are actively considering new projects to enhance sustainable revenue opportunities and provide more opportunities for projects to benefit private businesses. In 2022 2023, the Agency has continued its partnership with Lewis County Development Corporation and the Lewis County Chamber of Commerce. The coordination of these entities will benefit overall program efforts.

MANAGEMENT'S DISCUSSION AND ANALYSIS

May 31, 2023

CONTACTING MANAGEMENT

This financial report is designed to provide the public with a general overview of the Agency finances and to show the Agency's accountability for the money it manages. If you have any questions concerning any information provided in this report or need additional financial information contact:

Contact:

Brittany Davis, Executive Director County of Lewis Industrial Development Agency 7551 South State Street Lowville, NY 13367 Phone: (315) 376-3014

Email: brittany@naturallylewis.com Web Address: www.naturallylewis.com

AUDITED BASIC FINANCIAL STATEMENTS

STATEMENT OF NET POSITION

May 31, 2023

ASSETS

CURRENT ASSETS	
Cash	\$ 3,377,397
Accounts Receivable	7,281
Current Portion of Loans Receivable	64,432
Current Portion of Other Receivables	 414,617
Total Current Assets	 3,863,727
RESTRICTED ASSETS	
Restricted Cash	165,660
Loans Receivable, Net	15,558
Total Restricted Assets	181,218
NON-CURRENT ASSETS	
Loans Receivable, Net of Current Portion	195,600
Other Receivables, Net of Current Portion	706,351
Capital Assets, Net	162,685
Total Other Assets	 1,064,636
TOTAL ASSETS	\$ 5,109,581
LIABILITIES AND NET POSITION	
CURRENT LIABILITIES	
Accrued Expenses	\$ 1,968
TOTAL LIABILITIES	\$ 1,968
NET POSITION	
Net Investment in Capital Assets	\$ 162,685
Restricted	181,218
Unrestricted	 4,763,710
TOTAL NET POSITION	\$ 5,107,613

STATEMENT OF REVENUES, EXPENSES, AND CHANGES IN NET POSITION

Year Ended May 31, 2023

OPERATING REVENUES	
Rental Revenue	\$ 11,383
Agency Fees	264,890
Contract Revenue	202,371
Operating Grant Revenue	109,953
Bad Debt Recovery	14,784
Interest From Loans Receivable	 15,075
Total Operating Revenues	 618,456
OPERATING EXPENSES	
Salaries and Wages	187,450
Payroll Taxes and Employee Benefits	7,569
Bad Debt Expense	468
Building Occupancy Expenses	16,964
Depreciation	3,367
Dues and Subscriptions	2,190
Economic Development Expenses	55,592
Grant Expenses	102,453
Insurance	3,361
Marketing	44,837
Office Supplies and Expenses	14,534
Professional Fees	16,657
Rent	3,425
Travel and Conferences	7,842
Utilities	 3,099
Total Operating Expenses	469,808
OPERATING INCOME	 148,648
NON-OPERATING REVENUES (EXPENSES)	
Loss on Sale of Building	(68,212)
Interest Revenue	15,288
Total Non-Operating Revenues (Expenses)	(52,924)
Change in Net Position	 95,724
Net Position, Beginning of Year	5,011,889
Net Position, End of Year	\$ 5,107,613

STATEMENT OF CASH FLOWS

Year Ended May 31, 2023

CASH FLOWS FROM OPERATING ACTIVITIES Cash Received from Principal Loan Collections Cash Received from Interest on Loans Receivables Cash Received from Administrative Fees Cash Received from Operating Grants Cash Received from Rental Income Cash Received from Contract Revenue Cash Payments for Salaries and Benefits Cash Payments to Suppliers for Goods and Services Cash Payments for Projects Cash Payments for Loan Originations	\$ 123,110 15,075 1,107,883 109,953 4,578 202,371 (193,430) (838,263) (55,592) (9,768)
Net Cash Provided By Operating Activities	 465,917
CASH FLOWS FROM CAPITAL AND FINANCING ACTIVITIES Proceeds from Sale of Capital Assets Collection of Rent Receivables Assumed Purchase of Rent Receivables Assumed Purchase of Capital Assets	 100,000 30,767 (30,767) (169,233)
Net Cash Used In Capital and Financing Activities	 (69,233)
CASH FLOWS FROM INVESTING ACTIVITIES Interest Earned	 15,288
Net Cash Provided By Investing Activities	 15,288
Net Increase in Cash Cash, Beginning of Year	 411,972 3,131,085
Cash, End of Year	\$ 3,543,057
RECONCILIATION TO THE STATEMENT OF NET POSITION Cash Restricted Cash	\$ 3,377,397 165,660
Total Cash	 3,543,057

465,917

STATEMENT OF CASH FLOWS - CONTINUED

Net Cash Provided By Operating Activities

Year Ended May 31, 2023

Reconciliation of Operating Income to Net Cash Provided By	
Operating Activities:	
Operating Income	\$ 148,648
Depreciation	3,367
Bad Debt Recovery	(14,784)
Bad Debt Expense	468
(Increase) Decrease in Operating Assets:	
Prepaid Expenses	1,085
Accounts Receivable	(312)
Loans Receivable	113,342
Other Receivables	212,500
Increase (Decrease) in Operating Liabilities:	
Accounts Payable	(365)
Accrued Expenses	 1,968

NOTES TO AUDITED BASIC FINANCIAL STATEMENTS

May 31, 2023

NOTE 1 – NATURE OF OPERATIONS

The County of Lewis Industrial Development Agency (the "Agency") is a public benefit corporation, which was established under Title 1 of Article 18-A of the General Municipal Law of the State of New York for the purpose of promoting employment, attracting industry and businesses to the community or area and to lessen the burdens of government and act in the public interest. The Agency is considered to be a component unit of Lewis County since the Lewis County Board of Legislators appoints the Agency's board of directors. Lewis County omits the Agency's financial statements as a component unit in their financial statements since the Agency board members have complete responsibility for the management of the Agency and accountability for fiscal matters.

The governing body of the County of Lewis Industrial Development Agency is substantially the same as the governing body of the Lewis IDA Community Development Corporation (the "Corporation"); therefore, the financial information of the Corporation would be reported with the financial information of the Agency if there were activity in the Corporation. However, the corporation has been dormant for several years and there are no assets or liabilities. The Corporation is a nonprofit organization and is exempt from federal tax under Section 501(c) (3) of the Internal Revenue Code.

NOTE 2 – SIGNIFICANT ACCOUNTING POLICIES

Measurement Focus, Basis of Accounting and Financial Statement Presentation

The Agency's financial statements are reported using the economic resources measurement's focus and the accrual basis of accounting. Revenues are recorded when earned and expenses are recorded when a liability is incurred, regardless of the timing of related cash flows. Grants and similar items are recognized as revenue as soon as all eligibility requirements imposed by the provider have been met.

The Agency's financial statements are prepared in accordance with generally accepted accounting principles (GAAP). The Governmental Accounting Standards Board (GASB) is responsible for establishing GAAP for state and local governments through its pronouncements. In accordance with GASB Statement No. 62, the Agency's proprietary funds follow all FASB statements issued prior to November 30, 1989 until subsequently amended, superseded or rescinded. The Agency also applies all FASB statements issued after November 30, 1989 that are developed for business enterprises, unless those statements conflict with or contradict a GASB statement.

NOTES TO AUDITED BASIC FINANCIAL STATEMENTS

May 31, 2023

NOTE 2 – SIGNIFICANT ACCOUNTING POLICIES - Continued

Measurement Focus, Basis of Accounting and Financial Statement Presentation - Continued

The Agency's basic financial statements are presented in conformity with the provisions of GASB Statement No. 34, "Basic Financial Statements – and Management's Discussion and Analysis – For State and Local Governments".

Statement No. 34 established standards for external financial reporting for all state and local governmental entities, which includes a statement of net position, statement of revenues, expenses and changes in net position, and statement of cash flows. It requires the classification of net position into three components – net investment in capital assets; restricted; and unrestricted. These classifications are defined as follows:

Net Investment in Capital Assets—This component of net position consists of capital assets, including restricted capital assets, net of accumulated depreciation and reduced by the outstanding balances of any bonds, mortgages, loans, or other borrowings that are attributable to the acquisition, construction, or improvement of these assets.

Restricted Net Position—This component of net position consists of constraints placed on net position through external constraints imposed by creditors (such as through debt covenants), grantors, contributors, or laws and regulations of other governments or constraints imposed by law through constitutional provisions or enabling legislation.

Unrestricted Net Position—This component of net position consists of net position that does not meet the definition of "restricted" or "net investment in capital assets".

Estimates

The preparation of financial statements in conformity with generally accepted accounting principles 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.

NOTES TO AUDITED BASIC FINANCIAL STATEMENTS

May 31, 2023

NOTE 2 – SIGNIFICANT ACCOUNTING POLICIES - Continued

Cash

For purposes of the statement of cash flows, the Agency considers all unrestricted highly liquid investments with an initial maturity of three months or less to be cash equivalents. There were no cash equivalents at May 31, 2023.

Accounts Receivable

Accounts receivable are stated at the amount management expects to collect from outstanding balances. As of May 31, 2023, management has determined based on historical experience, that all amounts are fully collectible and no allowance for doubtful accounts is necessary. Accounts receivable are shown gross, with uncollectible amounts recognized under the direct write-off method. No allowance for uncollectible accounts has been provided since it is believed that such allowance would not be material.

Loans Receivable

Loans receivable are stated at unpaid principal balance. Interest on loans is recognized over the term of the loan and is calculated using the simple-interest method on principal amounts outstanding.

Loans receivable are stated at the amount management expects to collect from balances outstanding at year-end. Management provides for probable uncollectible accounts through a provision for bad debt expense and an adjustment to an allowance for loan losses based on a loan rating system. The loan rating classifications are 1) Satisfactory, 2) Watch, and 3) Substandard. A percentage of each loan is allocated to the allowance calculation based on its classification. Management's periodic evaluation of the loan risk ratings is based on specific criteria such as past loan loss experience, cash flows, and estimated value of any underlying collateral. It is the Agency's policy to charge off uncollectible loans receivable when management determines the receivable will not be collected.

Other Receivables

Other receivables represent agency fees for administration of PILOT agreements to be received in annual installments over a period of five years. As of May 31, 2023, management has determined based on historical experience, that all amounts are fully collectable and no allowance for doubtful accounts is deemed necessary.

NOTES TO AUDITED BASIC FINANCIAL STATEMENTS

May 31, 2023

NOTE 2 – SIGNIFICANT ACCOUNTING POLICIES - Continued

Capital Assets

Capital assets are recorded at cost if purchased; or at fair market value on the date of gift, if donated. The Agency adopted a formal capitalization policy. Expenditures for major renewals and betterments that exceed \$5,000 and extend the useful life of an asset are capitalized. Expenditures for maintenance and repairs are charged to expense as incurred. Buildings are depreciated using the straight-line method over a useful life of thirty-nine years. Furniture and equipment are deprecated on the straight-line basis over seven years.

Revenue and Expenses

Revenue and expenses are distinguished between operating and non-operating items. Operating revenues generally result from providing services in connection with the Agency's principal ongoing operations. The principal operating revenues of the Agency are fees and interest revenue for administering bond issuances, PILOTs, and loan services. Operating expenses include the costs associated with the loan services, administrative expenses and depreciation on capital assets. Expenses that are for the development of economic activities are included in project expenses under operating expenses. All revenues and expenses not meeting these definitions are reported as non-operating revenues and expenses.

Payment in Lieu of Tax Agreements

The Agency has entered a Payment in Lieu of Tax (PILOT) agreement with various companies, whereas the company will make annual payments in lieu of taxes to the Agency and the Agency will remit annual payments to the appropriate tax jurisdictions. The Agency reports no revenues, expenses, assets or liabilities related to the PILOT programs as amounts are only passed-through the Agency.

Leases

The Agency has evaluated lease agreements such as small equipment and property (e.g. computers, mobile phones, office rentals) on a lease-by-lease basis. The Agency has determined the lease agreements outstanding as of May 31, 2023 do not meet the criteria to be accounted for as a lease defined by GASB 87 based on current lease terms and other factors known by the Agency at year end. See Note 13 for additional information.

Date of Management's Review

Management has evaluated subsequent events through July 27, 2023, the date which the financial statements were available to be issued. For additional information, see Note 13 Subsequent Events.

NOTES TO AUDITED BASIC FINANCIAL STATEMENTS

May 31, 2023

NOTE 3 – CUSTODIAL CREDIT, CONCENTRATION OF CREDIT, INTEREST RATE AND FOREIGN CURRENCY RISKS

The Agency's investment policies are governed by state statutes. The Agency's monies must be deposited in FDIC insured commercial banks or trust companies located within the state or obligations of the U.S. treasury and U.S. Agencies.

Collateral is required for demand and time deposits and certificates of deposit not covered by federal deposit insurance. Obligations that may be pledged as collateral are obligations of the United States and its agencies and obligations of the state and its municipalities and school districts.

Deposits are valued at cost or cost-plus interest and are categorized as follows:

- 1. Collateralized with securities held by the pledging financial institution, or its trust department or agent, but not in the entity's name; or
- 2. Uncollateralized.

Total financial institution (bank) balances at May 31, 2023 per the banks were \$3,298,204. These deposits are categorized as follows:

The Agency does not typically purchase investments and is not exposed to any material interest rate risk. The Agency does not typically purchase investments denominated in foreign currency and is not exposed to foreign currency risk.

NOTES TO AUDITED BASIC FINANCIAL STATEMENTS

May 31, 2023

NOTE 4 – CAPITAL ASSETS, NET

Capital Assets, Net at May 31, 2023 are as follows:

		eginning Balance	Increases D		Decreases		Ending Balance	
Non-Depreciable Assets:	_		_		_			
Land and Land Improvements	\$	10,166	\$	10,000	\$	(10,000)	\$	10,166
Construction in Progress		74,314		-		-		74,314
Depreciable Assets:								
Buildings		91,500		159,233		(159,233)		91,500
Total		175,980		169,233		(169,233)		175,980
Less - Accumulated Depreciation		10,949		3,367		(1,021)		13,295
Capital Assets, Net	\$	165,031	\$	165,866	\$	(168,212)	\$	162,685

The Agency has identified a site for a future business park near the Village of Lowville and has also invested in a former manufacturing site. The Agency has incurred preliminary site costs in the amount of \$74,314 which is reported as Construction in Progress at May 31, 2023.

The Agency owns a building located at Trinity Avenue in Lowville, New York. The carrying value of the property is \$88,371 as of May 31, 2023.

NOTES TO AUDITED BASIC FINANCIAL STATEMENTS

May 31, 2023

NOTE 5 – LOANS RECEIVABLE, NET

Loans Receivable consist of mortgage receivables for property and installment loan receivables for equipment. These receivables are originated with unrestricted funds of the Agency and approved by the governing board for the purpose of economic development. As of May 31, 2023, the unrestricted loans receivable was \$272,948.

The Agency has established a microenterprise loan program to provide small eligible businesses with loans to stimulate businesses activity through start-up and expansion projects. This program was funded with \$79,000 of unused HUD CDBG monies from Lewis County. The Agency and County maintain a service agreement for the administration of the program. The receivables are restricted for the microenterprise loan program. As of May 31, 2023, the loans receivable balance restricted for the microenterprise loan program was \$3,505.

The Agency also participates in the USDA Rural Business Enterprise Grant (RBEG) revolving loan fund program. Per the terms of the grant agreement the receivables are restricted for the RBEG program. As of May 31, 2023, the loans receivable balance restricted for the RBEG loan program was \$12,872.

Loans Receivable, net consist of the following at May 31, 2023:

On September 25, 2017, the Agency entered into an installment sale agreement with Skewed Brewing to purchase equipment for \$186,980 at an interest rate of 4.00% over ten years. Monthly payments will begin on October 25, 2017, in the amount of \$946.54 until September 25, 2019. Monthly payments in the amount of \$1,893 will be due during the period beginning October 25, 2019 and ending September 25, 2025. Monthly payments of \$3,195 were initially due for the period beginning January 25, 2026 and ending December 25, 2027. However, the agreement was terminated on June 1, 2023. The equipment and related loan balances were transferred to Backyardigans. See Note 13 for additional information.

\$ 142,350

On September 25, 2017, the Agency entered into an agreement with Skewed Brewing to provide a loan in the amount of \$29,500 for a period of 5 years with an interest rate of 4.00%. Principal and interest payments of \$598 are due beginning August 1, 2018 through January 1, 2023. The total loan balance was paid in full June 2, 2023.

7,021

NOTES TO AUDITED BASIC FINANCIAL STATEMENTS

May 31, 2023

NOTE 5 – LOANS RECEIVABLE, NET - Continued

On December 27, 2018, the Agency entered in an installment sale agreement with Black River Valley Natural, LLC to purchase equipment for \$22,000 at an interest rate of 5% over 10 years (120 payments). Monthly principal and interest payments in the amount of \$233 are due at the beginning of each month beginning February 1, 2019 and ending January 1, 2029.	\$ 14,316
On September 2, 2021, the Agency entered in an installment sale agreement with Snow Ridge Resort, LLC to purchase equipment for \$135,000 at an interest rate of 4.25% over 10 years (120 payments). Monthly principal and interest payments in the amount of \$1,383 are due at the beginning of each month beginning October 1, 2021 and ending September 1, 2031.	116,282
On March 30, 2023, the Agency entered into an agreement with Ed Johnson, d/b/a The Tack Shack to provide a loan in the amount of \$9,768.33 for a period of 2 years with an interest rate of 0% for the first year and 5% for the second year of the agreement. Principal and interest payments of \$412.49 are due beginning May 1, 2023 through April 1, 2025.	9,356
Total Loans Receivable	289,325
Less: Allowance for Loan Loss Less: Current Portion	(13,735) (64,432)
Loans Receivable, Net	\$ 211,158
Reconciliation of Loans Receivable, Net to Statements of Net Position	
Restricted Assets - Loans Receivable, Net Noncurrent Assets - Loans Receivable, Net	\$ 15,558 195,600
Total Loans Receivable, Net	\$ 211,158

The Agency had approximately \$233,833 of outstanding commitments to grant loans at May 31, 2023. See Note 13 for additional information.

NOTES TO AUDITED BASIC FINANCIAL STATEMENTS

May 31, 2023

NOTE 5 – LOANS RECEIVABLE, NET - Continued

Annual principal future maturities of the loan receivables as of May 31st are as follows:

2024	\$ 64,432
2025	37,972
2026	41,525
2027	52,640
2028	38,761
Thereafter	53,995
Total	\$ 289,325

Credit Quality Information

Credit quality as of May 31, 2023 is as follows:

Internally assigned grade:

<u>Satisfactory</u> – loans in this category show the borrower is responsible for the credit, financial statements are current, of good quality and in adequate detail, financial condition is generally on par with the industry average, earnings are generally profitable, cash flow is sufficient, borrower adheres to repayment schedule and loan covenants, integrity and ability of management are good, and collateral is adequate.

<u>Watch</u> – loans in this category contain higher risk profiles but credit is generally current, and the loan is being paid as agreed. These loans may be missing current financial statements, financial conditions is below industry average, the borrower is experiencing negative trends or unstable financial performance, cash flow may be potentially inadequate, borrower adheres to repayment schedule but may have violated loan covenants, integrity of management is good, collateral is moderate, and the business may by closing.

<u>Substandard</u> – loans in this category are inadequately protected by the current sound worth and paying capacity of the borrower or of the collateral pledged. These loans hold the distinct possibility that the Agency will sustain some losses if the deficiencies are not corrected.

NOTES TO AUDITED BASIC FINANCIAL STATEMENTS

May 31, 2023

NOTE 5 – LOANS RECEIVABLE, NET - Continued

Credit Quality Information - Continued

Satisfactory		sfactory Watch		Substa	andard	Total Loans Receivable		
\$	272,948	\$	-	\$	-	\$	272,948	
	3,505		-		-		3,505	
	12,872						12,872	
\$	289,325	\$	_	\$	_	\$	289,325	
	\$	\$ 272,948 3,505 12,872	\$ 272,948 \$ 3,505 12,872	\$ 272,948 \$ - 3,505 - 12,872 -	\$ 272,948 \$ - \$ 3,505 - 12,872 -	\$ 272,948 \$ - \$ - 3,505 12,872	Satisfactory Watch Substandard Reserve to the control of the contro	

The aging of the Loans Receivable portfolio as of May 31, 2023 is summarized as follows:

	1-29 Days	30-59 Days	60-89 Days	Greater Than		Total Loans
	Past Due	Past Due	Past Due	90 Days	Current	Receivable
May 31, 2023						
Loans Receivable	\$ 1,481	\$ 2,072	\$ 2,066	\$ 21,703	\$262,003	\$ 289,325

The allowance for loan losses is based on management's loan risk ratings. The funding of the allowance account is adjusted based on the loan risk rating calculation. The allowance for loan losses at May 31, 2023 is \$13,735.

Activity in the allowance for loan losses is as follows for 2023:

Balance - May 31, 2022		28,051	
Provision for Loan Loss		468	
Recovery		(14,784)	
Write-offs			
Balance - May 31, 2023	\$	13,735	

NOTES TO AUDITED BASIC FINANCIAL STATEMENTS

May 31, 2023

NOTE 6 – OTHER RECEIVABLES

Other receivables consist of the following at May 31, 2023:

On October 1, 2019, the Agency entered into a PILOT agreement with PPM
Roaring Brook LLC. The agreement calls for an administrative fee to be paid to
the Agency in the amount of \$550,000 over a period of five years. The revenue
was recognized during a prior year. The outstanding balance of \$112,500 is based
on the schedule of remaining payments under the agreement.

\$ 112,500

On February 28, 2020, the Agency entered into a PILOT agreement with Flat Rock Windpower LLC. The agreement calls for an administrative fee to be paid to the Agency in the amount of \$500,000 over a period of five years. The revenue was recognized during a prior year. The outstanding balance of \$200,000 is based on the schedule of remaining payments under the agreement.

200,000

On December 1, 2021, the Agency entered into a PILOT agreement with Number Three Wind LLC. The agreement calls for an administrative fee to be paid to the Agency in the amount of \$1,192,702 over a period of five years. The revenue was recognized during the current year. The outstanding balance of \$808,468 is based on the schedule of remaining payments under the agreement.

808,468

Total Other Receivables

1,120,968

Less: Current Portion

(414,617)

Other Receivable, Net

\$ 706,351

Annual principal future maturities of the other receivables as of May 31st are as follows:

2024	\$ 414,617
2025	302,117
2026	202,117
2027	 202,117
Total	\$ 1,120,968

NOTES TO AUDITED BASIC FINANCIAL STATEMENTS

May 31, 2023

NOTE 7 – INDUSTRIAL DEVELOPMENT REVENUE BONDS

Certain industrial development revenue bonds and notes issued by the Agency are secured by property, which is leased to companies and is retired with lease payments. The bonds are not obligations of the Agency or the State. The Agency does not record assets or liabilities resulting from completed bond issues in its accounts since its primary function is to arrange the financing between the borrowing companies and the bond holders, and funds arising from issues are controlled by trustees or banks acting as fiscal agents. For providing this service, the Agency receives bond administration fees from the borrowing companies. Such administrative fee income is recognized immediately upon issuance of bonds. At May 31, 2023 there was no outstanding industrial development revenue bonds.

NOTE 8 – RESTRICTED NET POSITION

Micro Enterprise Loan Fund		75,432
Rural Business Enterprise Loan Fund		105,786
Total Restricted Net Position	\$	181,218

The micro enterprise loan fund and the rural business enterprise loan fund are described in Note 5. The restricted assets relating to the loan funds consist of cash and outstanding loans receivable, net of allowance.

NOTE 9 – RELATED PARTY

The Agency executed a contract in the amount of \$200,000 with the County of Lewis, to be used by the Agency for economic development projects that benefit the communities of Lewis County.

NOTE 10 – SHORT TERM OPERATING LEASE

During the year ended May 31, 2023, the Agency paid monthly rent for occupied office space. The monthly rent was \$950 per month for a term beginning November 15, 2021 and ending November 15, 2023. Total rent expense, net of subleased spaces balances of \$8,925, was \$3,425 for the year ended May 31, 2023.

NOTES TO AUDITED BASIC FINANCIAL STATEMENTS

May 31, 2023

NOTE 11 – OTHER GRANT REVENUE

In a prior year, the Agency was awarded a Rural Business Enterprise Grant (RBEG) from the United States Department of Agriculture (USDA), Rural Development in the amount of \$90,000. The grant agreement consists of a revolving loan fund for eligible businesses. Per the grant agreement, the Agency must use the proceeds from the loan repayment for other Agency approved loans and cannot be used for general operations of the Agency. The total amount of grant revenue recognized was \$0 during the year ended May 31, 2023.

The Agency is a subrecipient of a HUD micro enterprise loan program grant from the County of Lewis. The grant is disbursed as loans to eligible businesses. The total amount of grant revenue recognized was \$0 during the year ended May 31, 2023.

The Agency is a subrecipient of the CDBG micro enterprise grant program from the County of Lewis. The CDBG grant revenue for the year ended May 31, 2023 was \$102,453. The Agency received an additional \$15,555 of funds retained for administrative uses per the contract agreement.

NOTE 12 – RETIREMENT PLAN

The Agency participates in a Simple IRA plan. The Agency's contribution is set at 3% of employees' annual salary. All full-time employees are eligible to participate in the plan. For the year ended May 31, 2023, retirement expense was \$5,168.

NOTE 13 – SUBSEQUENT EVENTS

On June 1, 2023, the Agency entered into an installment purchase agreement for the period of September 1, 2023 through August 1, 2033 to sell the building located at Trinity Avenue in Lowville, New York owned by the Agency for the sale price of \$100,000 with an annual interest rate of 5.5%.

Additionally, the Agency has released Skewed Brewery from the agreement for the installment sale of equipment as of June 1, 2023 (see Note 5). The Agency signed a new agreement with Backyardigans on June 1, 2023 for the installment sale of the equipment in the amount of \$133,833 at 4% annual interest for the period of September 1, 2023 to August 29, 2029.

As the Agency agreements were not approved as of May 31, 2023, balances for the new property sale agreements were not included within the current year financial statements.



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

BOARD OF DIRECTORS COUNTY OF LEWIS INDUSTRIAL DEVELOPMENT AGENCY A COMPENENT UNIT OF THE COUNTY OF LEWIS, NEW YORK

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, the financial statements of **COUNTY OF LEWIS INDUSTRIAL DEVELOPMENT AGENCY**, as of and for the year ended May 31, 2023, and the related notes to the financial statements, which collectively comprise County of Lewis Industrial Development Agency's basic financial statements, and have issued our report thereon dated July 27, 2023.

Report on Internal Control over Financial Reporting

In planning and performing our audit of the financial statements, we considered County of Lewis Industrial Development Agency'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 opinion on the financial statements, but not for the purpose of expressing an opinion on the effectiveness of the County of Lewis Industrial Development Agency's internal control. Accordingly, we do not express an opinion on the effectiveness of the County of Lewis Industrial Development Agency'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 County of Lewis Industrial Development Agency'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 entity'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 entity's internal control and compliance. Accordingly, this communication is not suitable for any other purpose.

Bowers & Company

Watertown, New York July 27, 2023



2023 INVESTMENT REPORT

BOARD OF DIRECTORS COUNTY OF LEWIS INDUSTRIAL DEVELOPMENT AGENCY

The County of Lewis Industrial Development Agency had no investments to report in 2023.

Brittany Davis, Executive Director July 27, 2023

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July 27, 2023

To the Board of Directors of County of Lewis Industrial Development Agency

We have audited the financial statements of the business-type activities of the County of Lewis Industrial Development Agency for the year ended May 31, 2023. Professional standards require that we provide you with information about our responsibilities under generally accepted auditing standards and *Government Auditing Standards*, as well as certain information related to the planned scope and timing of our audit. We communicated such information in our letter to you dated June 20, 2023. Professional standards also require that we communicate to you the following information related to our audit.

Significant Audit Matters

Qualitative Aspects of Accounting Practices

Management has the responsibility for the selection and use of appropriate accounting policies. The significant accounting policies used by County of Lewis Industrial Development Agency are described in Note 2 to the financial statements. No new accounting policies were adopted, and the application of existing policies was not changed during 2023. We noted no transactions entered into by the County of Lewis Industrial Development Agency during the year for which there is a lack of authoritative guidance or consensus. All significant transactions have been recognized in the financial statements in the proper period.

Accounting estimates are an integral part of the basic financial statements prepared by management and are based on management's knowledge and experience about past and current events and assumptions about future events. Certain accounting estimates are particularly sensitive because of their significance to the financial statements and because of the possibility that future events affecting them may differ significantly from those expected. The most sensitive estimates affecting the financial statements were:

Management's estimate of the useful lives of capital assets is based on generally accepted guidelines. We evaluated the key factors and assumptions used to develop the useful lives of capital assets in determining that it is reasonable in relation to the financial statements taken as a whole.

Syracuse Rochester Watertown bcpllc.com

To the Board of Directors of County of Lewis Industrial Development Agency July 27, 2023 Page 2

Management's estimate of the allowance for loan losses based on the collectability of the loan portfolio. We evaluated the key factors and assumptions used to develop the allowance for bad debts in determining that it is reasonable in relation to the financial statements taken as a whole.

The financial statement disclosures are neutral, consistent, and clear.

Difficulties Encountered in Performing the Audit

We encountered no significant difficulties in dealing with management in performing and completing our audit.

Corrected and Uncorrected Misstatements

Professional standards require us to accumulate all known and likely misstatements identified during the audit, other than those that are clearly trivial, and communicate them to the appropriate level of management. Management has corrected all such misstatements. In addition, none of the misstatements detected as a result of audit procedures and corrected by management were material, either individually or in the aggregate, to the financial statements taken as a whole.

Disagreements with Management

For purposes of this letter, a disagreement with management is a financial accounting, reporting, or auditing matter, whether or not resolved to our satisfaction, that could be significant to the financial statements or the auditors' report. We are pleased to report that no such disagreements arose during the course of our audit.

Management Representations

We have requested certain representations from management that are included in the management representation letter dated July 27, 2023.

Management Consultations with Other Independent Accountants

In some cases, management may decide to consult with other accountants about auditing and accounting matters, similar to obtaining a "second opinion" on certain situations. If a consultation involves application of an accounting principle to the County of Lewis Industrial Development Agency's basic financial statements or a determination of the type of auditor's opinion that may be expressed on those statements, our professional standards require the consulting accountant to check with us to determine that the consultant has all the relevant facts. To our knowledge, there were no such consultations with other accountants.

To the Board of Directors of County of Lewis Industrial Development Agency July 27, 2023 Page 3

Other Audit Findings or Issues

We generally discuss a variety of matters, including the application of accounting principles and auditing standards, with management each year prior to retention as the County of Lewis Industrial Development Agency's auditors. However, these discussions occurred in the normal course of our professional relationship and our responses were not a condition to our retention.

This information is intended solely for the use of the Board of Directors and Management of County of Lewis Industrial Development Agency and is not intended to be, and should not be, used by anyone other than these specified parties.

Very truly yours,

Bowers & Company