



Financial Statements
June 30, 2017 and 2016

North Dakota Building Authority
(A Component Unit of the State of
North Dakota)

NORTH DAKOTA BUILDING AUTHORITY

Table of Contents

	<u>Page</u>
INDEPENDENT AUDITOR’S REPORT	1
MANAGEMENT’S DISCUSSION AND ANALYSIS	3
BASIC FINANCIAL STATEMENTS	
Statements of Net Position	7
Statements of Revenue, Expenses and Changes in Net Position	8
Statements of Cash Flows	9
Notes to Financial Statements	10
EXHIBITS	
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 <i>Government Auditing Standards</i>	A-1 21
Independent Auditor’s Specific Comments Requested by the North Dakota Legislative Audit and Fiscal Review Committee	A-2 23
Independent Auditor’s Communication to the Industrial Commission of North Dakota	B-1 26



Independent Auditor's Report

The Industrial Commission
State of North Dakota
Bismarck, North Dakota

Report on the Financial Statements

We have audited the accompanying financial statements of the North Dakota Building Authority, a component unit of the State of North Dakota, as of and for the years ended June 30, 2017 and 2016, and the related notes to the financial statements, which collectively comprise the North Dakota Building Authority's basic financial statements as listed in the table of contents.

Management's Responsibility for the Financial Statements

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

Auditor's Responsibility

Our responsibility is to express an opinion on these financial statements based on our audits. We conducted our audits 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. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the entity's preparation and fair presentation of the financial statements 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 entity's internal control. Accordingly, we express no such opinion. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of significant accounting estimates made by management, as well as evaluating the overall presentation of the financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

Opinion

In our opinion, the financial statements referred to above present fairly, in all material respects, the financial position of the North Dakota Building Authority as of June 30, 2017 and 2016, and the changes in financial position and cash flows for the years then ended in conformity with accounting principles generally accepted in the United States of America.

Emphasis of Matter**Reporting Entity**

As discussed in Note 1, the financial statements of the North Dakota Building Authority are intended to present the financial position, changes in financial position, and cash flows of only the portion of the State of North Dakota that is attributable to the North Dakota Building Authority. They do not purport to, and do not, present fairly the financial position of the State of North Dakota, as of June 30, 2017 and 2016, the changes in its financial position, or, where applicable, its cash flows for the years then ended in accordance with accounting principles generally accepted in the United States of America. Our opinion is not modified with respect to this matter.

Other Matters**Required Supplementary Information**

Accounting principles generally accepted in the United States of America require that the management's discussion and analysis on pages 3 through 6 be presented to supplement the basic financial statements. Such information, 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 or 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 September 5, 2017 on our consideration of the North Dakota Building Authority's internal control over financial reporting and on our tests of its compliance with certain provisions of laws, regulations, contracts, grant agreements, and other matters. The purpose of that report is 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 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 North Dakota Building Authority's internal control over financial reporting and compliance.



Bismarck, North Dakota
September 5, 2017

NORTH DAKOTA BUILDING AUTHORITY
MANAGEMENT'S DISCUSSION AND ANALYSIS
June 30, 2017 and 2016
(In Thousands)

The discussion and analysis of the financial performance of the North Dakota Building Authority (Authority) that follows is meant to provide additional insight into the Authority's activities for the years ended June 30, 2017, 2016 and 2015. Please read it in conjunction with the Authority's financial statements and footnotes, which are presented within this report.

FINANCIAL HIGHLIGHTS:

The 2015 Legislature did not authorize any construction projects for the 2015-2017 biennium. The 2013 Legislature also did not authorize any construction projects for the 2013-2015 biennium.

Cash has decreased by \$1,685 to \$96 at June 30, 2017, and decreased by \$403 to \$1,781 at June 30, 2016, as a result of bond requirements.

Based on certain bond covenants, the Authority is required to establish and restrict prescribed amounts of resources for debt service reserves. In addition, bond proceeds for the construction of projects are also classified as restricted.

The State agencies pay as rent the debt service on the related bonds. The leases also provide that the State agencies pay as additional rent to the Authority reimbursement for trustee fees, paying agent fees, registrar fees, audit fees, arbitrage rebate payments and fees, and other reasonable and necessary expenses incurred by the Authority or the Trustee on behalf of the Authority.

REQUIRED FINANCIAL STATEMENTS:

The discussion and analysis are intended to serve as an introduction to the Authority's financial statements. The financial statements of the Authority provide accounting information similar to that of many other business entities. The Statement of Net Position summarizes the assets, deferred outflows of resources, and liabilities, with the difference reported as net position. It also serves as the basis for analysis of the soundness and liquidity of the Authority. The Statement of Revenues, Expenses and Changes in Net Position summarize the Authority's operating performance for the year. The Statement of Cash Flows summarizes the flow of cash through the Authority as it conducts its business.

MANAGEMENT’S DISCUSSION AND ANALYSIS
(In Thousands)

CONDENSED STATEMENT OF NET POSITION
JUNE 30, 2017, 2016 AND 2015

	<u>2017</u>	<u>2016</u>	<u>2015</u>
ASSETS			
CURRENT ASSETS - RESTRICTED	\$ 11,723	\$ 12,177	\$ 13,723
NONCURRENT ASSETS - RESTRICTED	<u>26,718</u>	<u>31,490</u>	<u>36,239</u>
TOTAL ASSETS	<u>\$ 38,441</u>	<u>\$ 43,667</u>	<u>\$ 49,962</u>
DEFERRED OUTFLOWS OF RESOURCES	<u>\$ 1,140</u>	<u>\$ 1,370</u>	<u>\$ 1,599</u>
LIABILITIES			
CURRENT LIABILITIES	\$ 5,652	\$ 5,463	\$ 6,542
NONCURRENT LIABILITIES	<u>33,929</u>	<u>39,574</u>	<u>45,019</u>
TOTAL LIABILITIES	<u>39,581</u>	<u>45,037</u>	<u>51,561</u>
NET POSITION	<u>-</u>	<u>-</u>	<u>-</u>
TOTAL LIABILITIES & NET POSITION	<u>\$ 39,581</u>	<u>\$ 45,037</u>	<u>\$ 51,561</u>

Cash and Investments

Certain Authority cash and investments, which are included in the restricted current and noncurrent assets, are restricted for the debt service of bond issues or for construction. Additional discussion of cash and investments can be found at Note 2 to the financial statements.

Leases Receivable

Obligations of North Dakota agencies and university system are classified separately on the statement of net position as “leases receivable” and included in the restricted current and noncurrent assets of the statement of net position. These leases are pledged to the various bond issues. No losses for market value declines are anticipated and an allowance has not been provided. Note 3 to the financial statements contains further information regarding leases receivable.

Bonds Payable

In order to provide state agencies with funds to finance projects, the Authority has issued bonds to facilitate the purchase of the lease. The bonds payable are included in the restricted current and noncurrent liabilities of the preceding statement. The bonds are direct obligations of the Authority and are secured by leases purchased under the applicable resolutions, interest earnings and certain accounts established pursuant to the applicable bond resolutions. The 2015 Legislature did not authorize any construction projects for the 2015-2017 biennium. The 2013 Legislature also did not authorize any construction projects for the 2013-2015 biennium. Further details are contained in Note 4 to the financial statements.

(continued on next page)

MANAGEMENT'S DISCUSSION AND ANALYSIS
(In Thousands)

STATEMENTS OF REVENUES, EXPENSES AND CHANGES IN NET POSITION
YEARS ENDED JUNE 30, 2017, 2016 AND 2015

	<u>2017</u>	<u>2016</u>	<u>2015</u>
OPERATING REVENUES			
Lease interest	\$ 1,653	\$ 1,780	\$ 2,018
Other	66	76	67
	<u>1,719</u>	<u>1,856</u>	<u>2,085</u>
NONOPERATING REVENUE			
Investment interest	<u>78</u>	<u>154</u>	<u>162</u>
TOTAL REVENUE	<u>1,797</u>	<u>2,010</u>	<u>2,247</u>
OPERATING EXPENSES			
Interest expense	1,765	1,976	2,213
Provision for Arbitrage Rebate due to IRS	-	-	-
Other	32	34	34
	<u>1,797</u>	<u>2,010</u>	<u>2,247</u>
CHANGE IN NET POSITION	-	-	-
TOTAL NET POSITION, BEGINNING OF YEAR	<u>-</u>	<u>-</u>	<u>-</u>
TOTAL NET POSITION, END OF YEAR	<u>\$ -</u>	<u>\$ -</u>	<u>\$ -</u>

Lease Interest

The state agencies have agreed to pay as rent the debt service (principal and interest) on the related bonds, to the extent that the bond funds and earnings are used to pay construction and other eligible costs of the projects. See Note 3 to the financial statements for further details of the leases.

MANAGEMENT'S DISCUSSION AND ANALYSIS
(In Thousands)

Economic and Budgetary Information

The Authority is economically dependent on the North Dakota University System and agencies of the State of North Dakota.

As discussed in financial statement Note 1, the Authority operates through a biennial appropriation provided by the State Legislature. The Authority prepares a biennial budget, which is included in the Governor's budget that is presented to the State Legislature at the beginning of each legislative session. The Authority has continuing appropriation from monies received from the sale of indebtedness, lease payments and revenues generated by projects authorized by the legislature for the acquisition of authorized projects and the payment of rentals for these projects.

The Authority has a bond rating of AA by Standard and Poor's and Aa2 from Moody's Investor's Service.

Contacting the North Dakota Building Authority's financial management

The information in this report is intended to provide the reader with an overview of the Authority's operations along with the Authority's accountability for those operations. Questions concerning any of the information provided in this report or requests for additional financial information should be addressed to the North Dakota Building Authority, 600 East Boulevard Avenue, Department 405, Bismarck, ND 58505-0840.

NORTH DAKOTA BUILDING AUTHORITY
STATEMENTS OF NET POSITION
JUNE 30, 2017 AND 2016
(In Thousands)

ASSETS	2017	2016
CURRENT ASSETS - RESTRICTED		
Cash and cash equivalents at the Bank of North Dakota	\$ 96	\$ 1,781
Investments at the Bank of North Dakota	5,975	4,929
Leases receivable	5,515	5,315
Investment interest receivable, Bank of North Dakota	5	4
Lease interest receivable	132	148
Total restricted current assets	<u>11,723</u>	<u>12,177</u>
NONCURRENT ASSETS - RESTRICTED		
Investments at the Bank of North Dakota	-	1,046
Lease receivable	26,718	30,444
Total restricted noncurrent assets	<u>26,718</u>	<u>31,490</u>
Total assets	<u>\$ 38,441</u>	<u>\$ 43,667</u>
DEFERRED OUTFLOWS OF RESOURCES		
Deferred loss on bond refunding	\$ 1,140	\$ 1,370
Total deferred outflows of resources	<u>\$ 1,140</u>	<u>\$ 1,370</u>
LIABILITIES		
CURRENT LIABILITIES		
Accounts payable	\$ 5	\$ -
Bonds payable	5,515	5,315
Interest payable	132	148
Total current liabilities	<u>5,652</u>	<u>5,463</u>
NONCURRENT LIABILITIES		
Bonds payable	<u>33,929</u>	<u>39,574</u>
Total liabilities	<u>39,581</u>	<u>45,037</u>
NET POSITION		
Total liabilities and net position	<u>\$ 39,581</u>	<u>\$ 45,037</u>

NORTH DAKOTA BUILDING AUTHORITY
STATEMENTS OF REVENUES, EXPENSES AND CHANGES IN NET POSITION
YEARS ENDED JUNE 30, 2017 AND 2016
(In Thousands)

	<u>2017</u>	<u>2016</u>
OPERATING REVENUES		
Lease interest	\$ 1,653	\$ 1,780
Other	66	76
	<u>1,719</u>	<u>1,856</u>
OPERATING EXPENSES		
Interest expense	1,765	1,976
Other	32	34
	<u>1,797</u>	<u>2,010</u>
OPERATING LOSS	(78)	(154)
NONOPERATING REVENUE		
Investment interest	78	154
CHANGE IN NET POSITION	-	-
TOTAL NET POSITION, BEGINNING OF YEAR	<u>-</u>	<u>-</u>
TOTAL NET POSITION, END OF YEAR	<u>\$ -</u>	<u>\$ -</u>

NORTH DAKOTA BUILDING AUTHORITY
STATEMENTS OF CASH FLOWS
YEARS ENDED JUNE 30, 2017 AND 2016
(In Thousands)

	<u>2017</u>	<u>2016</u>
OPERATING ACTIVITIES		
Receipts of rent	\$ 3,642	\$ 6,375
Receipts of additional rent and other	66	76
Payments to service providers	(32)	(34)
Net cash from operating activities	<u>3,676</u>	<u>6,417</u>
NONCAPITAL FINANCING ACTIVITIES		
Principal payment on bonds payable	(5,315)	(6,375)
Interest paid on bonds payable	(1,680)	(1,896)
Net cash used for non-capital financing activities	<u>(6,995)</u>	<u>(8,271)</u>
INVESTING ACTIVITIES		
Interest received	1,634	1,388
Proceeds from sale and maturity of investment securities	4,929	6,633
Purchase of investment securities	(4,929)	(6,570)
Net cash from investing activities	<u>1,634</u>	<u>1,451</u>
NET CHANGE IN CASH AND CASH EQUIVALENTS	(1,685)	(403)
CASH AND CASH EQUIVALENTS, BEGINNING OF YEAR	<u>1,781</u>	<u>2,184</u>
CASH AND CASH EQUIVALENTS, END OF YEAR	<u>\$ 96</u>	<u>\$ 1,781</u>
RECONCILIATION OF OPERATING LOSS TO		
NET CASH USED IN OPERATING ACTIVITIES		
Operating loss	\$ (78)	\$ (154)
Adjustments to reconcile operating loss:		
Net amortization of bond premium and deferred loss	100	99
Reclassification of interest income and expense to other activities	12	97
Changes in assets and liabilities:		
Lease receivable	3,642	6,375
Due to colleges, universities and state agencies	-	-
NET CASH FROM OPERATING ACTIVITIES	<u>\$ 3,676</u>	<u>\$ 6,417</u>

NORTH DAKOTA BUILDING AUTHORITY
NOTES TO FINANCIAL STATEMENTS
JUNE 30, 2017 AND 2016
(In Thousands)

NOTE 1 - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Nature of Operations

The North Dakota Building Authority (Authority) was established July 1, 1985, by the North Dakota Legislature, as provided in Chapter 54-17.2 of the North Dakota Century Code, as a separate instrumentality of the State of North Dakota. The purpose of the Authority is to promote the general welfare of the citizens of the State by providing projects for use by the State in providing public services by altering, repairing, maintaining or constructing buildings primarily for use by the State and making any improvements connected to those buildings or pertaining to those buildings and necessary to the use of those buildings in providing services to the public.

Reporting Entity

In accordance with Governmental Accounting Standards Board (GASB), the financial reporting entity of North Dakota Building Authority should include all component units over which North Dakota Building Authority exercises such aspects as (1) appointing a voting majority of an organization's governing body and (2) has the ability to impose its will on that organization or (3) the potential for the organization to provide specific financial benefits to, or impose specific burdens on North Dakota Building Authority. GASB further defined component units as reporting units that are legally separate, tax exempt affiliated organization that meet all of the following criteria:

- The economic resources of the organization entirely or almost entirely directly benefit North Dakota Building Authority or its constituents, and
- North Dakota Building Authority or its component units are entitled to or can otherwise access, a majority of the economic resources of the organization, and
- The economic resources that North Dakota Building Authority is entitled to, or can otherwise access, are significant to North Dakota Building Authority.

Based upon criteria set forth by GASB, no organizations were determined to be part of the reporting entity. North Dakota Building Authority is included as part of the primary government of the State of North Dakota's reporting entity. The financial statements of the North Dakota Building Authority are intended to present the financial position, changes in financial position, and cash flows of only the portion of the State of North Dakota that is attributable to the North Dakota Building Authority. They do not purport to, and do not, present fairly the financial position of the State of North Dakota, as of June 30, 2017 and 2016.

Budgetary Process

The Authority operates through a biennial appropriation provided by the State Legislature. The Authority prepares a biennial budget, which is included in the Governor's budget that is presented to the State Legislature at the beginning of each legislative session. The State Legislature enacts the budgets of the various State departments through passage of specific appropriation bills. The Governor has line item veto powers over all legislation subject to legislative override. Once passed and signed, the appropriation becomes the Authority's financial plan for the next two years. The Authority has continuing appropriation for monies received from the sale of indebtedness, lease payments and revenues generated by projects authorized by the legislature for the acquisition of authorized projects and the payment of rentals for these projects.

NOTES TO FINANCIAL STATEMENTS
(In Thousands)

Basis of Accounting and Measurement Focus

The North Dakota Building Authority is presented in the accompanying financial statements as a proprietary fund type – an enterprise fund.

An enterprise fund is used to account for operations that are financed and operated in a manner similar to private business enterprises, where the intent is that costs of providing goods or services to the general public or other funds on a continuing basis be financed or recovered primarily through user charges. The Authority recovers its costs through administrative charges to agencies and earnings on funds.

As a proprietary fund type, the Authority accounts for its transactions using the accrual basis of accounting. Revenues are recognized when they are earned, and expenses are recognized when they are incurred.

When both restricted and unrestricted resources are available for use, it is the Authority's policy to use restricted resources first, and then unrestricted resources as they are needed.

Use of Estimates

In preparing financial statements in conformity with generally accepted accounting principles, management is required to make estimates and assumptions that affect the reported amounts of assets and liabilities at the date of the balance sheet and the reported amounts of revenues and expenses during the reporting period. Actual results could differ from those estimates.

Cash and Cash Equivalents

The Authority considers all highly liquid investments purchased with an original maturity of three months or less to be cash equivalents.

Investments

The Authority's investments consist entirely of certificates of deposit, and are reported at amortized cost.

Funds held by trustee under bond resolutions are to be invested to the fullest extent possible in investment obligations selected by the Authority. The maturity date or the date on which such investment obligations may be redeemed shall coincide as nearly as practicable with the date or dates on which moneys in the funds or accounts for which the investments were made will be required.

NOTES TO FINANCIAL STATEMENTS
(In Thousands)

Leases Receivable

The Authority's leasing operations, as lessor, consist of leasing real estate property under capital leases.

Lease payments are due upon receipt. In the event of non-payment, the item or installment so in default shall continue as an obligation of the agency until the amount in default has been fully paid. The agency agrees to pay interest on any basic rent in default at the rate or rates of interest payable on the Bonds as specified in the Indenture. The agency agrees to pay interest on Additional Rent in default at the rate or rates of interest equal to the Bank of North Dakota Base Rate.

Restricted Assets

The Authority, based on certain bond covenants, is required to establish and maintain prescribed amounts of resources that can be used only to service outstanding debt. Other restricted assets can only be used for construction projects financed by related bonds.

Operating and Non-operating Revenues

Operating revenues consist of sales of goods and services, lease income, quasi-external operating transactions with other funds, grant revenue for specific activities that are considered to be operating activities of the grantor, receipts from other agencies for reimbursement of operating transactions and other miscellaneous revenue. Grants that would qualify as an operating activity are those that do not subsidize an existing program, rather they finance a program the agency would not otherwise undertake.

All other revenues that do not meet the above criteria are classified as non-operating.

NOTE 2 - DEPOSITS AND INVESTMENTS

Deposits

The North Dakota Building Authority is required to maintain its deposits at the Bank of North Dakota. As of June 30, 2017, the Building Authority had the following deposits (amount in thousands):

	<u>Cash</u>	<u>Investments</u>	<u>Total</u>
Current assets - restricted	\$ 96	\$ 5,975	\$ 6,071
Non-current assets - restricted	-	-	-
	<u>\$ 96</u>	<u>\$ 5,975</u>	<u>\$ 6,071</u>

NOTES TO FINANCIAL STATEMENTS
(In Thousands)

The North Dakota Building Authority is required to maintain its deposits at the Bank of North Dakota. As of June 30, 2016, the Building Authority had the following deposits (amount in thousands):

	<u>Cash</u>	<u>Investments</u>	<u>Total</u>
Current assets - restricted	\$ 1,781	\$ 4,929	\$ 6,710
Non-current assets - restricted	<u>-</u>	<u>1,046</u>	<u>1,046</u>
	<u>\$ 1,781</u>	<u>\$ 5,975</u>	<u>\$ 7,756</u>

Custodial and Concentration of Credit Risk

Custodial credit risk for deposits is the risk that, in the event of the failure of a depository financial institution, the Building Authority will not be able to recover deposits or will not be able to recover collateral securities that are in the possession of an outside party. The Building Authority does not have a formal policy that limits custodial credit risk for deposits. None of the Building Authority's deposits are covered by depository insurance. The Building Authority's deposits are uncollateralized and all of the funds are held on deposit at the Bank of North Dakota and are guaranteed by the State of North Dakota (NDCC Section 6-09-10).

Cash is restricted for the following purposes:

	<u>2017</u>	<u>2016</u>
Debt service	<u>\$ 96</u>	<u>\$ 1,781</u>

Investments

The Building Authority has their moneys invested in certificates of deposit with the Bank of North Dakota as allowed by the Trust Indenture. Funds held by trustees or the Authority under bond resolutions are to be invested to the fullest extent possible in investment obligations selected by the Authority. The maturity date or the date on which such investment obligations may be redeemed shall coincide as nearly as practicable with the date or dates on which monies in the funds or accounts for which the investments were made will be required. The investments are restricted for debt service.

Interest Rate Risk

Interest rate risk is the risk that changes in interest rates of debt securities will adversely affect the fair values of an investment.

NOTES TO FINANCIAL STATEMENTS
(In Thousands)

As of June 30, 2017, the Authority held certificates of deposit with the following maturity dates (amounts are in thousands):

<u>Investment Type</u>	<u>Less Than 1</u>	<u>1 - 5 Years</u>	<u>6 - 10 Years</u>	<u>Total</u>
Certificates of Deposit	<u>\$ 5,975</u>	<u>\$ -</u>	<u>\$ -</u>	<u>\$ 5,975</u>

As of June 30, 2016, the Authority held certificates of deposit with the following maturity dates (amounts are in thousands):

<u>Investment Type</u>	<u>Less Than 1</u>	<u>1 - 6 Years</u>	<u>6 - 10 Years</u>	<u>Total</u>
Certificates of Deposit	<u>\$ 4,929</u>	<u>\$ 1,046</u>	<u>\$ -</u>	<u>\$ 5,975</u>

NOTE 3 - LEASES RECEIVABLE

After receiving Legislative authority, the Authority purchases or constructs various facilities, which are generally financed by bonds. The facilities are leased to State agencies under terms described below.

The terms of the leases commence as of the date of the sale of the bonds and expire at the end of each biennium on June 30, subject to successive automatic two-year extensions under the provisions of each lease (unless the Legislature specifically fails to appropriate sufficient moneys for the payment of rent under the lease during any two-year renewal term).

Under the lease agreements, the State agencies have agreed to pay as rent the debt service on the related bonds from funds appropriated by the Legislature from the General Fund or other special funds, which may include federal funds.

The Authority is not required to make any expenditures in connection with the leases of the facilities. Upon expiration of a lease, the facility is conveyed to the appropriate agency. At June 30, 2017, future minimum lease payments under agreements are as follows:

	<u>Total Minimum Payment</u>	<u>Unearned Interest Income</u>	<u>Lease Receivable</u>
2018	\$ 6,998	\$ 1,483	\$ 5,515
2019	6,338	1,274	5,064
2020	5,976	1,061	4,915
2021	5,970	855	5,115
2022	5,531	653	4,878
2023-2027	<u>7,753</u>	<u>1,007</u>	<u>6,746</u>
			<u>\$ 32,233</u>

NOTES TO FINANCIAL STATEMENTS
(In Thousands)

The leases also provide that the State agencies pay as additional rent to the Authority for trustee fees, paying agent fees, registrar fees, letter of credit fees, audit fees and other reasonable and necessary expenses incurred by the Authority or the Trustee on behalf of the Authority.

NOTE 4 - LONG-TERM DEBT

Changes in Bonds Payable

The following is a summary of changes in bonds payable for the years ended June 30, 2017 and 2016:

Balance, June 30, 2015	\$ 51,394
Retirements	(6,375)
Amortization of bond premium	<u>(130)</u>
Balance, June 30, 2016	44,889
Retirements	(5,315)
Amortization of bond premium	<u>(130)</u>
Balance, June 30, 2017	<u><u>\$ 39,444</u></u>

Maturities of Bonds Payable

Maturities of principal and interest on all bonds are as follows:

	<u>Principal</u>	<u>Interest</u>	<u>Total Debt Service</u>
Year Ending June 30,			
2018	\$ 5,515	\$ 1,483	\$ 6,998
2019	5,740	1,274	7,014
2020	5,285	1,061	6,346
2021	5,115	855	5,970
2022	5,055	653	5,708
2023-2027	11,285	1,007	12,292
2028-2031	<u>740</u>	<u>95</u>	<u>835</u>
	38,735	6,428	45,163
Unamortized bond premium	<u>709</u>	<u>(709)</u>	
	<u><u>\$ 39,444</u></u>	<u><u>\$ 5,719</u></u>	<u><u>\$ 45,163</u></u>

NOTES TO FINANCIAL STATEMENTS
(In Thousands)

The following summarizes the Authority's bonds outstanding at June 30, 2017 and 2016:

<u>Description and Due Date</u>	<u>Interest Rate</u>	<u>Original Value</u>	<u>2017</u>	<u>2016</u>
Series 05A Bonds 12/1/09-12/1/24	4.25 - 4.50	\$ 37,955	\$ 22,399	\$ 24,704
Series 06A Bonds 12/1/06-12/1/19	4.00	10,460	2,351	3,275
Series 06B Bonds 12/1/07-12/1/22	4.00 - 4.25	9,770	5,270	6,097
Series 10A Bonds 12/1/16-12/1/30	3.50 - 6.25	2,355	2,225	2,355
Series 10B Bonds 12/1/11-12/1/22	2.00 - 4.00	4,910	2,518	2,891
Series 12A Bonds 12/1/12-12/1/21	1.50 - 4.00	19,055	4,681	5,567
Total bonds payable			<u>39,444</u>	<u>44,889</u>
Less current portion			<u>5,515</u>	<u>5,315</u>
Long-term portion			<u>\$ 33,929</u>	<u>\$ 39,574</u>

2005 Series A

Interest on the 2005 Series A Bonds is payable semi-annually on June 1 and December 1 of each year. The bonds maturing on or before December 1, 2015 are not subject to optional redemption prior to maturity except under extraordinary circumstances. Bonds maturing on or after December 1, 2016 are subject to optional redemption in whole or in part on December 1, 2015. The bonds are secured by the funds, user charges and all rights, titles and interests of the Authority as lessor, including all basic lease payments, investment earnings on the funds and any other income derived by the Authority with respect to the lease.

2006 Series A

Interest on the 2006 Series A Bonds is payable semi-annually on June 1 and December 1 of each year. The bonds maturing on or before December 1, 2014 are not subject to optional redemption prior to maturity except under extraordinary circumstances. Bonds maturing on or after December 1, 2015 are subject to optional redemption in whole or in part on December 1, 2014. The bonds are secured by the funds, user charges and all rights, titles and interests of the Authority as lessor, including all basic lease payments, investment earnings on the funds and any other income derived by the Authority with respect to the lease.

2006 Series B

Interest on the 2006 Series B Bonds is payable semi-annually on June 1 and December 1 of each year. The bonds maturing on or before December 1, 2015 are not subject to optional redemption prior to maturity except under extraordinary circumstances. Bonds maturing on or after December 1, 2016 are subject to optional redemption in whole or in part on December 1, 2015. The bonds are secured by the funds, user charges and all rights, titles and interests of the Authority as lessor, including all basic lease payments, investment earnings on the funds and any other income derived by the Authority with respect to the lease.

NOTES TO FINANCIAL STATEMENTS
(In Thousands)

2010 Series A

Interest on the 2010 Series A Bonds is payable semi-annually on June 1 and December 1 of each year. Bonds maturing on or after December 1, 2016 are subject to optional redemption in whole or in part. The bonds are secured by the funds, user charges and all rights, titles and interests of the Authority as lessor, including all basic lease payments, investment earnings on the funds and any other income derived by the Authority with respect to the lease.

2010 Series B

Interest on the 2010 Series B Bonds is payable semi-annually on June 1 and December 1 of each year. The bonds are not subject to optional redemption prior to maturity except under extraordinary circumstances. The bonds are secured by the funds, user charges and all rights, titles and interests of the Authority as lessor, including all basic lease payments, investment earnings on the funds and any other income derived by the Authority with respect to the lease.

2012 Series A

Interest on the 2012 Series A Bonds is payable semi-annually on June 1 and December 1 of each year. The bonds are not subject to optional redemption prior to maturity except under extraordinary circumstances. The bonds are secured by the funds, user charges and all rights, titles and interests of the Authority as lessor, including all basic lease payments, investment earnings on the funds and any other income derived by the Authority with respect to the lease.

NOTES TO FINANCIAL STATEMENTS
(In Thousands)

Listing of Projects

<u>Issue</u>	<u>Size</u>	<u>Agency</u>	<u>Project Description</u>
2005A	37,955	University System University System University System University System Historical Society Department of Corrections Department of Corrections OMB Attorney General Parks and Recreation	DSU - Murphy Hall Renovation MSU Bottineau - Thatcher Hall Addition and Renovation NDSCS - Electrical Distribution NDSU - Hazardous Material Handling and Storage Facility UND - Energy Conservation Projects Heritage Center Collections Expansion James River ET Building Improvements James River Program and Building Code Improvements State Capital Complex Fire Suppression System Crime Laboratory Renovation and Addition Turtle River State Park Office Building Construction
2006A	10,460	University System University System University System Department of Corrections Department of Corrections	MSU - Moore Hall Renovation NDSCS - Butte Gym Remodeling NDSU - Animal Facility YCC Gym Renovation YCC Pine Cottage Remodel
2006B	11,930	University System University System	WSC - Health and Wellness Center MSU - Old Main Renovation
2010A	2,355	Veteran's Home	New Facility
2010B	4,910	Veteran's Home Job Service Health Department	New Facility Bismarck Service Office Laboratory Addition
2012A	19,055	University System University System University System University System University System University System University System Health Department Department of Corrections Department of Corrections	DSU - Murphy Hall Phase I Addition UND - Abbott Hall Renovation BSC - Science and Mathematics Center NDSU - Emission Control Renovations on Power Plant DSU - Klinefelter Hall Renovations Mayville Steamline Replacement Phase II VaCSU - Graichen Gym Elevator and Emergency Exits Morgue and Storage Annex James River Food Service and Laundry Renovations MRCC Energy Conservation

NOTES TO FINANCIAL STATEMENTS
(In Thousands)

Reserve Funds

	2017		2016	
	Required Reserve Balance	Reserve Balance	Required Reserve Balance	Reserve Balance
2005A	\$ 3,289	\$ 3,289	\$ 3,289	\$ 3,289
2006A	1,046	1,046	1,046	1,046
2006B	977	977	977	977
2010A	235	235	235	235
2010B	428	428	428	428
	\$ 5,975	\$ 5,975	\$ 5,975	\$ 5,975

The 2005, 2006 and 2010 bond agreements require the establishment and maintenance of reserve funds to be used for debt service payments if amounts in the bond funds are insufficient to make the payments. Funds are also required for any positive arbitrage due the Federal government.

North Dakota Building Authority entered into an agreement that requires the State Historical Society to make debt service payments to North Dakota Building Authority.

State Historical Society portion of bonds payable included on the balance sheet of North Dakota Building Authority is \$133:

	2005A Bonds	Total
State Historical Society	\$ 133	\$ 133
Total	\$ 133	\$ 133

This entity is only responsible for the principal amounts presented in the chart above.

Debt service requirements of the State Historical Society:

2018	\$ -
2019	33
2020	-
2021	33
2022	-
2023-2024	67
	\$ 133

NOTES TO FINANCIAL STATEMENTS
(In Thousands)

NOTE 5 - PROJECT FINANCING

	<u>2017</u>	<u>2016</u>
Lease Receipts		
NDUS Office/Campuses	\$ 2,406	\$ 4,861
State Penitentiary	649	641
Health and Consolidate	320	319
Building Authority	-	477
Soldiers Improvement	205	150
Job Service	215	213
Attorney General	382	383
OMB	333	332
Parks and Recreation	37	37
Historical Society	695	696
	<u>\$ 5,242</u>	<u>\$ 8,109</u>

NOTE 6 - RELATED PARTY

The North Dakota Building Authority is related to the Bank of North Dakota through common management under the Industrial Commission of North Dakota. The Authority's deposits and investments are held by the Bank of North Dakota.

The Bank of North Dakota acts as the trustee for the bondholders having been duly appointed by the Authority. The Bank also acts as the paying agent, registrar, and escrow agent for the bonds issued and defeased by the Authority. Fees paid by the Authority to the Bank of North Dakota for these services for the years ending June 30, 2017, and 2016, were \$12 and \$12, respectively.

The Authority also obtains accounting services from the North Dakota Public Finance Authority. Fees paid for these services for the years ended June 30, 2017, and 2016, were \$1 and \$2, respectively.

NOTE 7 - RISK MANAGEMENT

The Authority is exposed to various risks of loss related to torts, theft of, and damage to assets and errors and omissions. These risks of loss are covered under the insurance policies owned by the North Dakota Industrial Commission, North Dakota Public Finance Authority and North Dakota Office of Management and Budget. The State Bonding Fund currently provides the agencies with blanket fidelity bond coverage in the amount of \$2,000 for its employees. The State Bonding Fund does not currently charge any premium for this coverage.

There have been no significant reductions in insurance coverage from the prior year. In addition, there have been no claims filed or settled in the past three fiscal years.

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*

The Industrial Commission
State of North Dakota
Bismarck, North Dakota

We have audited, 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, the financial statements of the business-type activities of the North Dakota Building Authority, a component unit of the State of North Dakota, as of and for the year ended June 30, 2017, and the related notes to the financial statements, which collectively comprise the North Dakota Building Authority's basic financial statements, and have issued our report thereon dated September 5, 2017.

Internal Control over Financial Reporting

In planning and performing our audit of the financial statements, we considered the North Dakota Building Authority's internal control over financial reporting (internal control) to determine the 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 North Dakota Building Authority's internal control. Accordingly, we do not express an opinion on the effectiveness of the North Dakota Building Authority's internal control.

A *deficiency in internal control* exists when the design or operation of a control does not allow management or employees, in the normal course of performing their assigned functions, to prevent, or detect and correct, misstatements on a timely basis. A *material weakness* is a deficiency, or a combination of deficiencies, in internal control, such that there is a reasonable possibility that a material misstatement of the entity's financial statements will not be prevented, or detected and corrected on a timely basis. A *significant deficiency* is a deficiency, or a combination of deficiencies, in internal control that is less severe than a material weakness, yet important enough to merit attention by those charged with governance.

Our consideration of internal control over financial reporting was for the limited purpose described in the first paragraph of this section and was not designed to identify all deficiencies in internal control over financial reporting 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 may exist that have not yet been identified.

Compliance and Other Matters

As part of obtaining reasonable assurance about whether the North Dakota Building Authority's financial statements are free from material misstatement, we performed tests of its compliance with certain provisions of laws, regulations, contracts, and grant agreements, noncompliance with which could have a direct and material effect on the 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 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.

A handwritten signature in cursive script that reads "Eide Sallee LLP".

Bismarck, North Dakota
September 5, 2017

**NORTH DAKOTA BUILDING AUTHORITY
INDEPENDENT AUDITOR'S SPECIFIC COMMENTS REQUESTED BY THE
NORTH DAKOTA LEGISLATIVE AUDIT AND FISCAL REVIEW COMMITTEE
YEAR ENDED JUNE 30, 2017**

The Industrial Commission
State of North Dakota
Bismarck, North Dakota

The Legislative Audit and Fiscal Review Committee requires that certain items be addressed by independent certified public accountants performing audits of State agencies. The items and our responses regarding the June 30, 2017 audit of the Authority are as follows:

Audit Report Communications:

1. What type of opinion was issued on the financial statements?

Unmodified

2. Was there compliance with statutes, laws, rules and regulations under which the Authority was created and is functioning?

Yes.

3. Was internal control adequate and functioning effectively?

Yes.

4. Were there any indications of lack of efficiency in financial operations and management of the Authority?

No

5. Was action taken on prior audit findings and recommendations?

There were no prior year findings or recommendations.

6. Was a management letter issued? If so, provide a summary below, including any recommendations and the management responses.

Yes, a separate management letter has been issued and is attached following this report. There were no additional findings or recommendations noted in this letter.

Audit Committee Communications:

- 1. Identify any significant changes in accounting policies, any management conflicts of interest, any contingent liabilities, or any significant unusual transactions.**

None.

- 2. Identify any significant accounting estimates, the process used by management to formulate the accounting estimates, and the basis for the auditor's conclusions regarding the reasonableness of those estimates.**

None.

- 3. Identify any significant audit adjustments.**

None.

- 4. Identify any disagreements with management, whether or not resolved to the auditor's satisfaction, relating to a financial accounting, reporting, or auditing matter that could be significant to the financial statements.**

None.

- 5. Identify any serious difficulties encountered in performing the audit.**

None.

- 6. Identify any major issues discussed with management prior to retention.**

None.

- 7. Identify any management consultations with other accountants about auditing and accounting matters.**

None.

- 8. Identify any high-risk technology systems critical to operations based on the auditor's overall assessment of the importance of the system to the agency and its mission, or whether any exceptions identified in the six report questions to be addressed by auditors are directly related to the operations of an information technology system.**

Based on the audit procedures performed, the North Dakota Building Authority's critical information technology system is Microsoft Dynamics GP. There were no exceptions identified that were directly related to this application.

This report is intended solely for the information and use of the North Dakota Industrial Commission, Legislative Audit and Fiscal Review Committee, and management, and is not intended to be and should not be used by anyone other than these specified parties

Eide Sallee LLP

Bismarck, North Dakota
September 5, 2017

Independent Auditor's Communication to the Industrial Commission of North Dakota

North Dakota Building Authority
State of North Dakota
Bismarck, North Dakota

We have audited the financial statements of the North Dakota Building Authority, a component unit of the State of North Dakota, as of and for the years ended June 30, 2017 and 2016, and have issued our report thereon dated September 5, 2017. Professional standards require that we advise you of the following matters relating to our audit.

Our Responsibility in Relation to the Financial Statement Audit

As communicated in our engagement letter date June 27, 2017, our responsibility, as described by professional standards, is to form and express an opinion about whether the financial statements that have been prepared by management with your oversight are presented fairly, in all material respects, in accordance with accounting principles generally accepted in the United States of America. Our audit of the financial statements does not relieve you or management of its respective responsibilities.

Our responsibility, as prescribed by professional standards, is to plan and perform our audit to obtain reasonable, rather than absolute, assurance about whether the financial statements are free of material misstatement. An audit of financial statements includes consideration of internal control over financial reporting as a basis for designing audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the entity's internal control over financial reporting. Accordingly, as part of our audit, we considered the internal control of the North Dakota Building Authority solely for the purpose of determining our audit procedures and not to provide any assurance concerning such internal control.

We are also responsible for communicating significant matters related to the audit that are, in our professional judgment, relevant to your responsibilities in overseeing the financial reporting process. However, we are not required to design procedures for the purpose of identifying other matters to communicate to you.

Planned Scope and Timing of the Audit

We conducted our audit consistent with the planned scope and timing we previously communicated to you.

Compliance with All Ethics Requirements Regarding Independence

The engagement team, others in our firm, as appropriate, our firm, and other firms utilized in the engagement, if applicable, have complied with all relevant ethical requirements regarding independence.

Qualitative Aspects of the Entity's Significant Accounting Practices

Significant Accounting Policies

Management has the responsibility to select and use appropriate accounting policies. A summary of the significant accounting policies adopted by the North Dakota Building Authority is included in Note 1 to the financial statements. There have been no initial selection of accounting policies and no changes in significant accounting policies or their application during 2017. No matters have come to our attention that would require us, under professional standards, to inform you about (1) the methods used to account for significant unusual transactions and (2) the effect of significant accounting policies in controversial or emerging areas for which there is a lack of authoritative guidance or consensus.

Significant Accounting Estimates

Accounting estimates are an integral part of the financial statements prepared by management and are based on management's current judgments. Those judgments are normally based on 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 markedly from management's current judgments. We did not identify any significant estimates affecting the financial statements.

Financial Statement Disclosures

Certain financial statement disclosures involve significant judgment and are particularly sensitive because of their significance to financial statement users. We did not identify any significant disclosures affecting the financial statements.

Significant Difficulties Encountered during the Audit

We encountered no significant difficulties in dealing with management relating to the performance of the audit.

Uncorrected and Corrected Misstatements

For purposes of this communication, professional standards require us to accumulate all known and likely misstatements identified during the audit, other than those that we believe are trivial, and communicate them to the appropriate level of management. Further, professional standards require us to also communicate the effect of uncorrected misstatements related to prior periods on the relevant classes of transactions, account balances or disclosures, and the financial statements as a whole and each applicable opinion unit. There were no corrected or uncorrected misstatements identified during the course of the audit.

Disagreements with Management

For purposes of this letter, professional standards define a disagreement with management as a matter, whether or not resolved to our satisfaction, concerning a financial accounting, reporting, or auditing matter, which could be significant to the financial statements or the auditor's report. No such disagreements arose during the course of the audit.

Representations Requested from Management

We have requested certain written representations from management that are included in the management representation letter dated September 5, 2017.

Management's Consultations with Other Accountants

In some cases, management may decide to consult with other accountants about auditing and accounting matters. Management informed us that, and to our knowledge, there were no consultations with other accountants regarding auditing and accounting matters.

Other Significant Matters, Findings, or Issues

In the normal course of our professional association with the North Dakota Building Authority, we generally discuss a variety of matters, including the application of accounting principles and auditing standards, operating and regulatory conditions affecting the entity, and operating plans and strategies that may affect the risks of material misstatement. None of the matters discussed resulted in a condition to our retention as the North Dakota Building Authority's auditors.

Modification of the Auditor's Report

We have made the following modification to our auditor's report.

As discussed in Note 1, the financial statements of the North Dakota Building Authority are intended to present the financial position, changes in financial position, and cash flows of only the portion of the State of North Dakota that is attributable to the North Dakota Building Authority. They do not purport to, and do not, present fairly the financial position of the State of North Dakota, as of June 30, 2017 and 2016, the changes in its financial position, or, where applicable, its cash flows for the years then ended in accordance with accounting principles generally accepted in the United States of America. Our opinion is not modified with respect to this matter.

This report is intended solely for the information and use of the North Dakota Industrial Commission, Legislative Audit and Fiscal Review, and management of the North Dakota Building Authority and is not intended to be and should not be used by anyone other than these specified parties.



Bismarck, North Dakota
September 5, 2017