

Tri-Valley Opportunity Council, Inc.

Crookston, Minnesota

Consolidated Financial Statements and Supplementary
Information

Year Ended December 31, 2017

Tri-Valley Opportunity Council, Inc.

Consolidated Financial Statements and Supplementary Information
Year Ended December 31, 2017

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Independent Auditor's Report

Board of Directors
Tri-Valley Opportunity Council, Inc.
Crookston, Minnesota

Report on the Financial Statements

We have audited the accompanying consolidated financial statements of Tri-Valley Opportunity Council, Inc. (a nonprofit organization) and Subsidiaries, which comprise the consolidated statement of financial position as of December 31, 2017, and the related consolidated statements of activities and cash flows for the year then ended and the related notes to the consolidated financial statements.

Management's Responsibility for the Financial Statements

Management is responsible for the preparation and fair presentation of these consolidated financial statements in accordance with accounting principles generally accepted in the United States; 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 consolidated financial statements based on our audit. We conducted our audit in accordance with auditing standards generally accepted in the United States 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 consolidated financial statements are free from material misstatement. The financial statements of Fisher Townhomes, LLC, Fisher Townhomes, LP, Crookston Townhomes, LLC, Crookston Townhomes, LP, and Agassiz Townhomes General Partner, LLC, subsidiaries of Tri-Valley Opportunity Council, Inc., were not audited in accordance with *Government Auditing Standards* as these entities did not receive federal funding.

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 consolidated financial statements referred to above present fairly, in all material respects, the financial position of Tri-Valley Opportunity Council, Inc. and Subsidiaries as of December 31, 2017, and the changes in their net assets and their cash flows for the year then ended in accordance with accounting principles generally accepted in the United States.

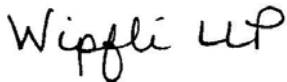
Other Matters

Supplementary Information

Our audit was conducted for the purpose of forming an opinion on the consolidated financial statements as a whole. The accompanying schedule of expenditures of federal awards, Schedule A, as required by Title 2 U.S. *Code of Federal Regulations* Part 200, *Uniform Administrative Requirements, Cost Principles, and Audit Requirements for Federal Awards*, the schedule of program activity, Schedule B, the consolidating statement of financial position, and the consolidating statement of activities are presented for purposes of additional analysis and are not a required part of the consolidated financial statements. Such information is the responsibility of management and was derived from and relates directly to the underlying accounting and other records used to prepare the consolidated financial statements. Such information has been subjected to the auditing procedures applied in the audit of the consolidated financial statements and certain additional procedures, including comparing and reconciling such information directly to the underlying accounting and other records used to prepare the consolidated financial statements or to the consolidated financial statements themselves, and other additional procedures in accordance with auditing standards generally accepted in the United States. In our opinion, the information is fairly stated in all material respects in relation to the consolidated financial statements as a whole.

Other Reporting Required by Government Auditing Standards

In accordance with *Government Auditing Standards*, we have also issued our report dated March 27, 2018, on our consideration of Tri-Valley Opportunity Council, Inc.'s internal control over financial reporting and our tests of its compliance with certain provisions of laws, regulations, contracts, and grant agreements and other matters. 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 Tri-Valley Opportunity Councils, Inc.'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* considering Tri-Valley Opportunity Council, Inc.'s internal control over financial reporting and compliance.



Wipfli LLP

March 27, 2018
Madison, Wisconsin

Tri-Valley Opportunity Council, Inc. and Subsidiaries

Consolidated Statement of Financial Position

December 31, 2017

<i>Assets</i>	
Current assets:	
Cash	\$ 1,501,006
Grants receivable	1,660,338
Accounts receivable	238,398
Revolving loans receivable, current portion	71,953
Homes held for sale	281,900
Prepaid expenses	135,489
Total current assets	3,889,084
Other assets:	
Long-term revolving loans receivable	143,374
Total other assets	143,374
Property and equipment, net	6,506,796
TOTAL ASSETS	\$ 10,539,254
<i>Liabilities and Net Assets</i>	
Current liabilities:	
Current maturities of notes payable	\$ 252,829
Current maturities of forgivable notes payable	5,000
Accounts payable	388,702
Accrued payroll and related expenses	918,007
Grant funds received in advance	268,800
Total current liabilities	1,833,338
Long-term liabilities:	
Notes payable	1,704,120
Accrued interest payable	183,191
Forgivable notes payable	55,000
Total long-term liabilities	1,942,311
Total liabilities	3,775,649
Net assets:	
Unrestricted net assets	1,933,857
Unrestricted net assets - Grant-funded fixed assets	3,896,661
Total unrestricted net assets	5,830,518
Temporarily restricted net assets	933,087
Total net assets	6,763,605
TOTAL LIABILITIES AND NET ASSETS	\$ 10,539,254

See accompanying notes to financial statements.

Tri-Valley Opportunity Council, Inc. and Subsidiaries

Consolidated Statement of Activities Year Ended December 31, 2017

	Unrestricted	Temporarily Restricted	Total
Revenue:			
Grant revenue	\$ 20,055,478	\$ 0	\$ 20,055,478
Program contributions	2,369,270	199,504	2,568,774
Rental income	448,608	0	448,608
Interest income	9,478	0	9,478
In-kind contributions	938,005	0	938,005
Other income	367,608	0	367,608
Net assets released from restriction through satisfaction of program restrictions	51,106	(51,106)	0
Total revenue	24,239,553	148,398	24,387,951
Operating expenses:			
Salaries and wages	11,671,391	0	11,671,391
Fringe benefits	3,311,732	0	3,311,732
Consultants/contracted labor	1,893,196	0	1,893,196
Travel/transportation	898,206	0	898,206
Occupancy	1,136,702	0	1,136,702
Supplies	1,054,457	0	1,054,457
Repairs and maintenance	789,376	0	789,376
Communications	201,115	0	201,115
Beneficiary assistance	886,375	0	886,375
Depreciation	839,238	0	839,238
Other	554,589	0	554,589
In-kind expenses	938,005	0	938,005
Total operating expenses	24,174,382	0	24,174,382
Change in net assets	65,171	148,398	213,569
Net assets - Beginning of year	5,765,347	784,689	6,550,036
Net assets - End of year	\$ 5,830,518	\$ 933,087	\$ 6,763,605

See accompanying notes to financial statements.

Tri-Valley Opportunity Council, Inc. and Subsidiaries

Consolidated Statement of Cash Flows Year Ended December 31, 2017

Increase (decrease) in cash:	
Cash flows from operating activities:	
Change in net assets	\$ 213,569
Adjustments to reconcile change in net assets to net cash provided by operating activities:	
Depreciation	839,238
Gain on repossession of homes	(53,452)
Debt forgiveness	(5,000)
Net mortgage discount amortization	(107,910)
Loss on disposal of asset	3,016
Changes in operating assets and liabilities:	
Grants receivable	(494,274)
Accounts receivable	47,168
Prepaid expenses	55,076
Accounts payable	(142,509)
Accrued payroll and related expenses	197,713
Accrued interest	34,956
Grant funds received in advance	75,580
Net cash provided by operating activities	663,171
Cash flows from investing activities:	
Purchase of property and equipment	(706,871)
Repayments received on revolving loans	61,142
Net cash used in investing activities	(645,729)
Cash flows from financing activities:	
Payments on notes payable	(164,331)
Proceeds from notes payable	44,485
Net cash used in financing activities	(119,846)
Change in cash	(102,404)
Cash - Beginning of year	1,603,410
Cash - End of year	\$ 1,501,006
Supplemental schedule of operating activities:	
Interest paid	\$ 51,028
Interest expensed	85,984
Supplemental schedule of noncash investing and financing activities:	
Homes reposessed under land contract sale	\$ 228,000

Tri-Valley Opportunity Council, Inc.

Notes to Consolidated Financial Statements

Note 1: Summary of Significant Accounting Policies

Nature of Operations

Established in 1965, the mission of Tri-Valley Opportunity Council, Inc. (TVOC or the “Organization”) is to provide opportunities to improve the quality of life for people and communities. TVOC is a multi-faceted organization that strives to reduce poverty in the states of Minnesota and North Dakota, with its primary service area being the Minnesota counties of West Polk, West Marshall, and Norman. A major focus of the Organization is to provide a seamless system of support by integrating services, reducing redundancies, and maximizing opportunities for clients and communities.

The Organization is primarily supported through federal and state government grants, with approximately 57% of the Organization’s grant revenue being earned from the Department of Health and Human Services’ Head Start program.

TVOC is led by an effective management team which is supported by a dedicated board of directors. TVOC has created strong program delivery systems. The programs available to clients focus on the areas of Community Services, Head Start/Child and Family Programs, Housing, and Senior Services. Additional agency resources include training, technical assistance, outcomes development, grant writing, capacity-building, and long-range strategic planning. These combined programs and resources make TVOC an integral partner in each community.

Fisher Townhomes, LLC is a wholly owned subsidiary of TVOC that was organized to purchase the limited partner interest in the Fisher Townhomes, LP. The purchase occurred in April 2015.

Fisher Townhomes Limited Partnership is a limited partnership organized under the laws of the State of Minnesota for the purpose of acquiring, operating, and ultimately disposing of (the “Project”) and related personal property. The Project consists of ten apartment units in Fisher, Minnesota that is operated for low-income housing. The Project is eligible for Low-Income Housing Tax Credits established under the program described in Section 42 of the Internal Revenue Code. The Partnership shall cease on December 31, 2050, unless dissolved sooner.

Crookston Townhomes, LLC is a wholly owned subsidiary of TVOC that was organized to purchase the limited partner interest in the Crookston Townhomes, LP. The purchase occurred in April 2015.

Crookston Townhomes Limited Partnership is a limited partnership organized under the laws of the State of Minnesota for the purpose of acquiring, operating, and ultimately disposing of (the “Project”) and related personal property. The Project consists of 30 apartment units in Crookston, Minnesota, that is operated for low-income housing. The Project is eligible for Low-Income Housing Tax Credits established under the program described in Section 42 of the Internal Revenue Code. The Partnership shall cease on December 31, 2050, unless dissolved sooner.

Agassiz Townhomes General Partner, LLC is a wholly owned subsidiary of TVOC that was organized to purchase the general partner interest in the Agassiz Townhomes, LP. There was no significant activity in this entity for the year ended December 31, 2017.

Tri-Valley Opportunity Council, Inc.

Notes to Consolidated Financial Statements

Note 1: Summary of Significant Accounting Policies (Continued)

Principles of Consolidation

The accompanying consolidated financial statements include the accounts of TVOC, and Fisher Townhomes, LLC, Fisher Townhomes, LP, Crookston Townhomes, LLC, Crookston Townhomes, LP and Agassiz Townhomes General Partner, LLC. These entities will be collectively referred to as the “Organizations.” All significant intercompany transactions and balances have been eliminated in consolidation.

Basis of Presentation

The consolidated financial statements are prepared using the accrual basis of accounting in accordance with accounting principles generally accepted in the United States.

Classification of Net Assets

Net assets and revenue, expenses, gains, and losses are classified based on the existence or absence of donor-imposed restrictions. Accordingly, net assets the Organizations and changes therein are classified and reported as follows:

Unrestricted Net Assets - Net assets that are not subject to donor-imposed stipulations or where donor-imposed stipulations are met in the year of the contribution.

Temporarily Restricted Net Assets - Net assets subject to donor-imposed stipulations that may or may not be met, either by actions of the Organizations and/or the passage of time. When a restriction expires, temporarily restricted net assets are transferred to unrestricted net assets and reported in the statement of activities as net assets released from restrictions.

Permanently Restricted Net Assets - Net assets subject to donor-imposed stipulations that they be maintained permanently by the Organizations. Generally, the donors of these assets permit the Organizations to use all or part of the income earned on any related investments for general or specific purposes. Currently, the Organizations do not have any permanently restricted net assets.

Use of Estimates

The preparation of the consolidated financial statements in accordance with generally accepted accounting principles requires management to make estimates and assumptions that affect certain reported amounts and disclosures. Accordingly, actual results could differ from those estimates.

Accounts Receivable

Accounts receivable consist primarily of amounts billed for the Transportation and Rural Transit programs. Receivables are reviewed for collectability by management and an allowance for doubtful accounts is recorded as needed based on collection history and customer attributes. The Organizations consider these receivables to be collectible and; therefore, no allowance for uncollectible amounts has been recorded.

Tri-Valley Opportunity Council, Inc.

Notes to Consolidated Financial Statements

Note 1: Summary of Significant Accounting Policies (Continued)

Homes Held for Sale

Homes held for sale are valued at the lower of cost or market. The balance consists of the costs associated with the purchase of land and construction costs incurred.

Revolving Loans Receivable

TVOC operates a revolving loan program funded by Minnesota Housing and Finance Authority (MHFA). The Organization receives funds from MHFA to construct or renovate homes and then sell those homes under land contracts to eligible individuals. Any funds repaid must be used to construct homes, provide renovation loans to existing individuals under the program, or cover a percentage of administrative costs. Loans receivable are stated at the amount of unpaid principal discounted at the prevailing market rate at the inception of the mortgage. The loans are non-interest-bearing. There is no allowance provided on these loans as the Organization holds the home as collateral and can cancel the land contract if the individual is delinquent. TVOC classifies a receivable as delinquent if the individual is two or more months in arrears, has abandoned the home, or if the home is at risk of incurring damage.

Management has the intent and ability to hold all loans for the foreseeable future or until maturity or pay-off generally and has reported the loans at their outstanding unpaid principal balances. Loan origination fees, net of certain direct origination costs are recognized as income or expense when received or incurred since capitalization of these fees or costs would not have a significant impact on the consolidated financial statements.

Delinquent payments are treated on a case-by-case basis but, generally, if a homeowner is late more than 30 days with a payment and no forbearance has been granted, verbal contact is made with the homeowner. A letter follows up the verbal contact confirming the conversation.

If the terms outlined during the verbal contact are not met and/or the homeowner becomes 60 days late, cancellation proceedings are started. All cancellations are handled by Tri-Valley's attorney in accordance with the laws of the State of Minnesota.

Allowance for Loan Losses

TVOC does not maintain an allowance for the loan loss account due to the fact that in the event of non-payment by a homeowner, TVOC will start eviction proceedings and take back possession of the home. The home is then put back on the market to be contracted to another qualifying individual or family.

Property and Equipment

Property and equipment are valued at cost. The Organizations consider property and equipment to be items with a cost of \$5,000 or more and a useful life of over one year. Depreciation is computed over the estimated useful lives of the assets using the straight-line method.

Property and equipment purchased with grant funds is owned by TVOC while used in the program for which it was purchased or in other future authorized programs. However, the various funding sources have a reversionary interest in the property and equipment purchased with grant funds. Its disposition, as well as the ownership of any proceeds therefrom, is subject to funding source regulations. The net book value of grant-funded equipment is \$3,896,661 at December 31, 2017.

Tri-Valley Opportunity Council, Inc.

Notes to Financial Statements

Note 1: Summary of Significant Accounting Policies (Continued)

Revenue Recognition

Contributions are recognized when the donor makes a promise to give to the Organizations that is, in substance, unconditional. Contributions received are recorded as unrestricted, temporarily restricted, or permanently restricted support, depending on the existence and nature of any donor restrictions.

Contributions that are restricted by the donor are reported as increases in unrestricted net assets if the restrictions expire in the fiscal year in which the contributions are recognized. All other donor-restricted contributions are reported as increases in temporarily or permanently restricted net assets depending on the nature of the restrictions. When a restriction expires, temporarily restricted net assets are reclassified as unrestricted net assets and reported in the consolidated statement of activities as contributions released from restrictions.

Conditional promises to give are recognized only when the conditions on which they depend are substantially met and the promises become unconditional. Grants are either recorded as contributions or exchange transactions based on criteria contained in the grant award.

A. Grant Awards that are Contributions

Grants that qualify as contributions are recorded as invoiced to the funding sources. Revenue is recognized in the accounting period when the related expenses are incurred. Amounts received in excess of expenses are reflected as grant funds received in advance.

B. Grant Awards that are Exchange Transactions

Exchange transactions reimburse based on a predetermined rate for services performed. The revenue is recognized in the period the service is performed. Amounts received in excess of those earned are reflected as deferred revenue.

Income Taxes

TVOC is exempt from income taxes under Section 501(c) (3) of the Internal Revenue Code. It is also exempt from Minnesota franchise or income tax.

Fisher Townhomes, LLC is a sole member LLC and, therefore, is treated as disregarded entity for tax purposes. The member owner of Fisher Townhomes, LLC is TVOC. The activity of Fisher Townhomes, LLC is included in TVOC's tax return. As a result of Fisher Townhomes, LLC being treated as a disregarded entity, the activity of Fisher Townhomes LP is also included in the tax return of TVOC.

Crookston Townhomes, LLC is a sole member LLC and, therefore, is treated as disregarded entity for tax purposes. The member owner of Crookston Townhomes, LLC is TVOC. The activity of Crookston Townhomes, LLC is included in TVOC's tax return. As a result of Crookston Townhomes, LLC being treated as a disregarded entity, the activity of Crookston Townhomes LP is also included in the tax return of TVOC.

Agassiz Townhomes General Partner, LLC is a sole member LLC and, therefore, is treated as disregarded entity for tax purposes.

Tri-Valley Opportunity Council, Inc.

Notes to Financial Statements

Note 1: Summary of Significant Accounting Policies (Continued)

Income Taxes (Continued)

TVOC is required to assess whether it is more likely than not that a tax position will be sustained upon examination on the technical merits of the position assuming the taxing authority has full knowledge of all information. If the tax position does not meet the more likely than not recognition threshold, the benefit of that position is not recognized in the financial statements. TVOC has determined there are no amounts to record as assets or liabilities related to uncertain tax positions.

In-Kind Contributions

TVOC records in-kind contributions at fair market value for space, supplies, and professional services in the statement of activities in accordance with generally accepted accounting standards, which require that only contributions of services received which create or enhance a nonfinancial asset or require specialized skill by the individual possessing those skills and would typically need to be purchased if not provided by donation be recorded. TVOC received contributions of nonprofessional volunteers during the year with a value of approximately \$471,000 which are not recorded in the statement of activities. In-kind is primarily related to the Head Start program.

Cost Allocation

Joint costs are allocated to benefiting programs using various allocation methods depending on the type of joint cost being allocated. Joint costs are those costs incurred for the common benefit of all organization programs that cannot be readily identified with a final cost objective.

Subsequent Events

Subsequent events have been evaluated through March 27, 2018, which is the date the financial statements were available to be issued.

Note 2: Grants Receivable

This balance at December 31, 2017, consists of amounts due from funding sources as follows:

Direct federal programs	\$ 436,947
State and other programs	1,223,391
<hr/>	
Total	<hr/> \$ 1,660,338

Note 3: Revolving Loans Receivable

TVOC operates a housing revolving loan fund that provides assistance to eligible participants in the form of non-interest-bearing loans which are secured by various property owned by the recipients. Principal payments are based on the participants' ability to pay and repayment terms are adjusted annually. As loan funds are repaid, they are available to be re-loaned to eligible participants and to cover a fixed percentage of administrative and program costs.

Tri-Valley Opportunity Council, Inc.

Notes to Financial Statements

Note 3: Revolving Loans Receivable (Continued)

The loans are due and payable on the occurrence of various events, including sale, transfer, or reassignment of the property, death of the homeowner, the homeowner no longer occupying the property, or the passage of time.

The loans were discounted to their net present value using a discount rate of 6%. The loans receivable are as follows:

Loans receivable	\$ 524,978
<u>Discount on loans receivable</u>	<u>(309,651)</u>
Loans receivable, net	215,327
<u>Current portion</u>	<u>(71,953)</u>
<u>Net long-term loans receivable</u>	<u>\$ 143,374</u>

The unamortized discount is the difference between the face amount of the land contract and its present value discounted at a compound interest rate. This discount is then amortized over the life of the land contract.

Note 4: Property and Equipment

The balance at December 31, 2017, consists of the following:

Land	\$ 290,116
Building and improvements	10,227,474
<u>Furniture and equipment</u>	<u>5,184,949</u>
Subtotal	15,702,539
<u>Accumulated depreciation</u>	<u>(9,195,743)</u>
<u>Property and equipment, net</u>	<u>\$ 6,506,796</u>

Note 5: Notes Payable

The notes payable at December 31, 2017, consist of the following:

Note payable to Bremer Bank, National Association, collateralized by real estate, payable in monthly installments of \$2,660, including interest at 4.5%, due December 2022.	\$ 142,400
Note payable to Bremer Bank, National Association, collateralized by land and building, payable in monthly installments of \$825 including interest at 4.5%, due June 2025.	61,382
Note payable to Bremer Bank, National Association, collateralized by land and building, payable in monthly installments of \$2,811 including interest at 5%, due September 2023. This loan contains a prepayment penalty for the first 5 years of the loan. The penalty is 5% of the outstanding balance in the first 12 months and the penalty is reduced by 1% each year thereafter until the end of year 5 at which time there is no prepayment penalty.	167,919
Note payable to Farmers Home Administration, Department of Agriculture, collateralized with property, with interest at 1%, with monthly payments of \$620, due 2032.	95,564

Tri-Valley Opportunity Council, Inc.

Notes to Financial Statements

Note 5: Notes Payable (Continued)

Note payable to Bremer Bank, National Association, collateralized by land and building, with interest at 5.61%, payable in monthly installments of \$523, due November 2023. 28,580

Note payable to Clearwater County DHS, Mahnomen MN, collateralized by equipment, payable in yearly installments of \$3,400 including interest at 0%, due January 1, 2018. 3,400

Mortgage payable to Minnesota Housing Finance Agency (MHFA) with interest at 1% compounded annually. Principal and interest due July 2029. 315,812

Mortgage payable to Bremer Bank N.A. at a variable interest rate (5% at December 31, 2015) with \$1,000 monthly payments. The note matures in November 2025. This loan contains a prepayment penalty for the first 5 years of the loan. The penalty is 5% of the outstanding balance in the first 12 months and the penalty is reduced by 1% each year thereafter until the end of year 5 at which time there is no prepayment penalty. Mortgage collateralized by real estate. The Organization is not in compliance with the debt/worth ratio on the mortgage payable, and therefore the outstanding balance is shown as currently payable. 162,949

Affordable Rental Investment Fund Program mortgage payable to MHFA at a 1% interest rate and due in July 2029. Payments of principal and interest are not required until maturity. 695,050

Mortgage payable to Bremer Bank N.A. at a variable interest rate (5% at December 31, 2015) with \$2,512 monthly payments. The note matures in November 2025. This loan contains a prepayment penalty for the first 5 years of the loan. The penalty is 5% of the outstanding balance in the first 12 months and the penalty is reduced by 1% each year thereafter until the end of year 5 at which time there is no prepayment penalty. Mortgage collateralized by real estate. 283,893

Subtotal 1,956,949
Current maturities of notes payable (252,829)

Notes payable - Long-term \$ 1,704,120

Future debt maturities as of December 31, 2017, are as follows:

2018	\$ 252,829
2019	90,531
2020	94,713
2021	99,222
2022	103,793
Thereafter	1,315,861

Total \$ 1,956,949

Tri-Valley Opportunity Council, Inc.

Notes to Financial Statements

Note 6: Forgivable Note Payable

The forgivable note payable at December 31, 2017, consists of the following:

A 30-year forgivable note payable from MHFA for the construction of a housing project in 1999, collateralized by the housing project. The loan requires compliance with provisions of the loan agreement for a 30-year period. The loan is forgiven at a rate of 5% annually beginning in the eleventh year of the note.

	\$	60,000
<u>Current portion of forgivable notes payable</u>	(	5,000)
<u>Forgivable notes payable, long-term</u>	\$	55,000

Future forgiveness of notes payable is as follows:

2018	\$	5,000
2019		5,000
2020		5,000
2021		5,000
2022		5,000
<u>Thereafter</u>		35,000
<u>Total</u>	\$	60,000

Note 7: Operating Leases

TVOC leases various facilities under operating leases which expire at various times through August 2022. All lease agreements include provisions for termination should government funding become unavailable. Lease expense for the year ended December 31, 2017, was \$567,168. Minimum future rental payments under the operating leases are as follows:

2018	\$	426,260
2019		301,504
2020		154,328
2021		75,704
<u>2022</u>		50,493
<u>Total</u>	\$	1,008,289

Note 8: Temporarily Restricted Net Assets

Temporarily restricted net assets consist of revolving loan funds and program contributions at December 31, 2017, as follows:

Transportation	\$	632,582
Reach out for warmth		3,588
<u>Revolving loan funds</u>		296,917
<u>Temporarily restricted net assets</u>	\$	933,087

Tri-Valley Opportunity Council, Inc.

Notes to Financial Statements

Note 8: Temporarily Restricted Net Assets (Continued)

The revolving loan funds are to be used for housing loans to eligible participants and to cover administrative costs of operating the program. The reach out for warmth funds is to be used to cover energy payments for participants. Transportation is restricted to cover costs associated with the transportation program.

Note 9: Retirement Plan

TVOC has a 401(k) plan for eligible employees. TVOC contributes one dollar for every dollar each employee contributes, up to a maximum organization contribution of 5% of the annual gross wages of the employee. The employees are vested upon contribution to the plan. The employer's contribution to the plan for the year ended December 31, 2017, was \$275,783.

Note 10: Concentration of Credit Risk

The Organizations maintain cash deposits at one bank. Accounts at this institution are insured by the Federal Deposit Insurance Corporation (FDIC) up to \$250,000. To secure the amounts in excess of \$250,000, the bank has obtained an irrevocable standby letter of credit in the name of TVOC with the Federal Home Loan Bank of Des Moines. The irrevocable standby letter of credit is for \$2,000,000 and matures May 3, 2018.

Note 11: Functional Classification of Operating Expenses

The following program and supporting services are reflected in the statement of activities for the year ended December 31, 2017:

Program activity:	
Child education	\$15,631,483
Family and community services	1,202,580
Energy assistance and weatherization	282,729
Senior services	444,742
Transportation	2,831,467
Housing and housing rehabilitation	306,816
Homeless/shelter programs	374,413
Food programs	757,021
Rental activity	567,709
Corporate activities	355,973
Total program activities	22,754,933
Management and general expenses	1,410,751
Fund-raising	8,698
Total operating expenses	\$24,174,382

Note 12: Grant Awards

At December 31, 2017, TVOC has received commitments for future funding under various grant awards of approximately \$5,639,000. These commitments are not recognized in the accompanying financial statements as receivables and revenue as they are conditional awards.

Tri-Valley Opportunity Council, Inc.

Notes to Financial Statements

Note 13: Line of Credit

TVOC has a \$100,000 line of credit which had no outstanding balance at December 31, 2017, with a maturity date of September 2019. Bank advances on the credit line are payable on demand with an interest rate of prime plus 1% with a minimum interest rate of 5.25%. The interest rate is 5.5% at December 31, 2017. The credit line is secured by all business assets, excluding property with a reversionary interest, of TVOC.

Note 14: Program Operations

TVOC has a grant with the State of Minnesota Department of Commerce for outreach, intake, eligibility, and certification of LIHEAP-eligible participants. Client benefits for LIHEAP-eligible participants are subsequently paid directly by the state of Minnesota. Client benefits in the amount of \$955,029 paid by the state are not included in the statement of activities as they were not part of the grant award.

Note 15: Contingency

TVOC renovated a property with the use of \$500,000 of grant funds from the State of Minnesota Department of Children, Families, and Learning. The grant funds would be payable to the State of Minnesota Department of Children, Families, and Learning if the property were sold or converted to a use other than stipulated in the loan restriction. The total contingency is based on the proceeds received from the sale. The agreement stipulates that TVOC would have to repay the entire grant amount plus a portion of the remaining proceeds if it exceeds the original grant. However, if sales proceeds are less than \$500,000, the lesser amount is due. TVOC has no intentions of selling or converting the property; therefore, no liability has been recorded.

TVOC renovated a property with the use of \$440,000 of grant funds from the State of Minnesota Department of Transportation. The grant funds would be payable to the State of Minnesota Department of Transportation if the property were sold or converted to a use other than stipulated in the loan restriction. The total contingency is based on the proceeds received from the sale. The agreement stipulates that TVOC would have to repay the entire grant amount plus a portion of the remaining proceeds if it exceeds the original grant. However, if sales proceeds are less than \$440,000 the lesser amount is due. TVOC has no intentions of selling or converting the property; therefore, no liability has been recorded.

Note 16: Lessor Activity

The Organization's rental projects are a mix of low-to-moderate income and migrant housing projects. Leases are all for one year or less. Rental income for the year ended December 31, 2017 was \$448,608.

A summary of the acquisition costs and accumulated depreciation on the rental properties at December 31, 2017, is as follows:

Land	\$ 38,646
Buildings	2,217,750
Equipment	32,585
Subtotal	2,288,981
Accumulated depreciation	(399,507)
Net	\$ 1,889,474

Supplementary Information

Tri-Valley Opportunity Council, Inc. and Subsidiaries

Schedule A Schedule of Expenditures of Federal Awards Year Ended December 31, 2017

<u>Federal Grantor/Pass-Through Grantor/Program Title</u>	<u>Grant Number</u>	<u>Federal CFDA Number</u>	<u>Sub-Recipient</u>	<u>Federal Expenditures</u>
U.S. Department of Agriculture				
Passed-Through the MN Department of Education Child and Adult Care Food Program	N/A	10.558		
Total CFDA # 10.558			\$ 0	\$ 244,600
Passed-Through the MN Department of Education Summer Food Service Program for Children	N/A	10.559		247,366
Passed-Through the ND Department of Public Instruction Summer Food Service Program for Children	N/A	10.559		29,001
Total CFDA # 10.559 - Child Nutrition Cluster			0	276,367
Passed-Through the MN Department of Human Services Food Support Outreach	GRK%102219, 133148	10.580	0	201,682
U.S. Department of Housing and Urban Development				
Continuum of Care Supportive Housing	MN0255L5K061504 MN0255L5K061605	14.267	0	95,636
U.S. Department of Transportation				
Passed-Through MN Department of Transportation Formula Grants for Other Than Urbanized Areas	06061, 1026737	20.509	0	658,568
Transit Services Program Cluster				
Mobility Management	1026750	20.513	0	100,000
Federal Transit Cluster				
Transportation Capital	1027273	20.526	0	189,600
U.S. Department of Education				
Passed-Through ND Department of Public Instruction Migrant Education	S011A160034	84.011		25,000
Passed-Through the MN Department of Education Migrant Education	3335, 3336, 3849	84.011		955,330
Total CFDA # 84.011			0	980,330
U.S. Department of Health and Human Services				
Passed-Through MN Community Action P/S MNSure Consumer Assistance	N/A	93.525	0	36,136
Passed-Through MN Housing Finance Agency TANF Cluster				
Temporary Assistance for Needy Families	N/A	93.558	0	192,233
Passed-Through MN Department of Commerce Low-Income Home Energy Assistance	1563	93.568	0	1,241,880

U.S. Department of Health and Human Services (Continued)

Passed-Through MN Department of Human Services
See Independent Auditor's Report.

Tri-Valley Opportunity Council, Inc. and Subsidiaries

Schedule A Schedule of Expenditures of Federal Awards Year Ended December 31, 2017

<u>Federal Grantor/Pass-Through Grantor/Program Title</u>	<u>Grant Number</u>	<u>Federal CFDA Number</u>	<u>Sub- Recipient</u>	<u>Federal Expenditures</u>
Community Services Block Grant	GRK%94819	93.569	<u>0</u>	<u>62,056</u>
Passed-Through MN Department of Human Services CCDF Cluster	N/A			
Child Care and Development Block Grant	131087, 3269	93.575	<u>0</u>	<u>141,320</u>
Direct Grant				
Migrant Head Start	90CM979804/90CM979805			
Head Start	05CH830204/05CH830205	93.600	<u>0</u>	<u>11,457,755</u>
Passed-Through MN Department of Human Services Child Care and Development Block Grant	3322	93.667	<u>0</u>	<u>482,981</u>
Corporation for National and Community Services				
Direct Grant				
Foster Grandparent/Senior Companion Cluster				
Foster Grandparent Program	16SFNMN002 17SFNMN002	94.011	<u>0</u>	<u>256,233</u>
TOTAL FEDERAL EXPENDITURES			<u><u>\$ 0</u></u>	<u><u>\$ 16,617,377</u></u>

Notes to Schedule of Expenditures of Federal Awards

NOTE 1 - Basis of Presentation

The accompanying schedule of expenditures of federal awards (the "Schedule") includes the federal award activity of Tri-Valley Opportunity Council, Inc. under programs of the federal government for the year ended December 31, 2017. The information in this schedule is presented in accordance with the requirements of Title 2 U.S. *Code of Federal Regulations* Part 200, *Uniform Administrative Requirements, Cost Principles, and Audit Requirements for Federal Awards* (Uniform Guidance). Because the schedule presents only a selected portion of operations of Tri-Valley Opportunity Council, Inc., it is not intended to and does not present the financial position, changes in net assets or cash flows of Tri-Valley Opportunity Council, Inc.

NOTE 2 - Summary of Significant Accounting Policies

Expenditures reported on this schedule are reported on the accrual basis of accounting. Such expenditures are recognized following the cost principles contained in the Uniform Guidance, wherein certain types of expenditures are not allowable or are limited as to reimbursement.

NOTE 3 - State of Minnesota eHeat Payments

Included in CFDA #93.568 are client benefits paid by the state of Minnesota of \$955,029. These expenditures are not included in the statement of activities.

NOTE 4 - 10-percent De Minimis

Tri-Valley Opportunity Council, Inc. has elected to use the 10-percent de minimis indirect cost rate as allowed under the Uniform Guidance.

Tri-Valley Opportunity Council, Inc. and Subsidiaries

Schedule B Schedule of Program Activity Year Ended December 31, 2017

CFDA Number	Grant Number	Program Name	Grantor Agency	Program Period	Program or Award Amount	Unapplied Grant Funds 12/31/16	Current Grant Revenue	Other Revenue	Expenses	Transfers	Unapplied Grant Funds 12/31/16
ASSISTANCE PROGRAMS AS IDENTIFIED IN THE CATALOG OF FEDERAL DOMESTIC ASSISTANCE											
U.S. Department of Agriculture											
10.558		Child & Adult Care Food Program	MN Dept. of Education	01/01/17-12/31/17	\$ 136,000	\$ 0	\$ 135,573	\$ 0	\$ 135,573	\$ 0	\$ 0
10.558		Child & Adult Care Food Program	MN Dept. of Education	01/01/17-12/31/17	155,000	0	109,027	0	109,027	0	0
		Subtotal 10.558				0	244,600	0	244,600	0	0
10.559		Summer Food Service Program	MN Dept. of Education	01/01/17-12/31/17	260,558	0	247,366	0	247,366	0	0
10.559		Summer Food Service Program	ND Dept. of Public Instruction	01/01/17-12/31/17	29,001	0	29,001	0	29,001	0	0
		Subtotal 10.559				0	276,367	0	276,367	0	0
10.580	GRK%102219	Food Support Outreach	MN Dept. of Human Services	10/01/16-09/30/17	196,349	0	171,448	0	171,448	0	0
10.580	GRK%133148	Food Support Outreach	MN Dept. of Human Services	10/01/17-09/30/18	187,751	0	30,234	0	30,234	0	0
		Subtotal 10.580				0	201,682	0	201,682	0	0
U.S. Department HUD											
14.267	MN0255L5K061504	Contunuum of Care	US Dept of HUD	12/01/16-11/30/17	123,206	0	87,138	0	87,138	0	0
14.267	MN0255L5K061605	Supportive Housing	US Dept of HUD	12/01/17-11/30/18	123,206	0	8,498	0	8,498	0	0
		Subtotal 14.267				0	95,636	0	95,636	0	0
U.S. Department of Transportation											
20.509	1026737	Transportation*	MN Dept. of Transportation	01/01/17-12/31/17	2,302,650	0	2,018,367	489,995	2,374,550	0	0
20.509	06061	Transportation TRF	MN Dept. of Transportation	Ended in a prior year	108,100	0	(1,883)	1,883	0	0	0
		Subtotal 20.509				0	2,016,484	491,878	2,374,550	0	0
20.513	1026750	Mobility Management	MN Dept. of Transportation	01/01/17-12/31/17	100,000	0	100,000	63,486	163,486	0	0
		Subtotal 20.513				0	100,000	63,486	163,486	0	0
20.526	1027273	Transportation Capital	MN Dept. of Transportation	04/01/17-12/31/17	189,600	0	189,600	47,483	237,083	0	0
		Subtotal 20.526				0	189,600	47,483	237,083	0	0
U.S. Department of Education											
84.011	3335	Migrant Education-State	MN Dept. of Education	07/01/16-06/30/17	775,000	0	404,093	0	404,093	0	0
84.011	3336	Migrant Education-State	MN Dept. of Education	07/01/16-06/30/17	180,000	0	107,998	0	107,998	0	0
84.011	3849	Migrant Education-State	MN Dept. of Education	07/01/17-06/30/18	624,817	0	368,610	0	368,610	0	0
84.011	3336	Migrant Education-State	MN Dept. of Education	07/01/17-06/30/18	117,966	0	74,629	0	74,629	0	0
84.011	S011A160034	Migrant Education-State	ND Dept. of Public Instruction	05/01/17-12/31/17	25,000	0	25,000	0	25,000	0	0
		Subtotal 84.011				0	980,330	0	980,330	0	0

*Program has commingled federal and state funding.

Tri-Valley Opportunity Council, Inc. and Subsidiaries

Schedule B Schedule of Program Activity Year Ended December 31, 2017

CFDA Number	Grant Number	Program Name	Grantor Agency	Program Period	Program or Award Amount	Unapplied Grant Funds 12/31/16	Current Grant Revenue	Other Revenue	Expenses	Transfers	Unapplied Grant Funds 12/31/16
U.S. Department of Health and Human Services											
93.525	N/A	MNSure Consumer Assistance	MN Community Action P/S	07/01/17-06/30/18	25,259	0	16,031	0 (	16,031)	0	0
93.525	N/A	MNSure Consumer Assistance	MN Community Action P/S	07/01/16-06/30/17	25,259	0	17,304	0 (	17,304)	0	0
93.525	N/A	MNSure Consumer Assistance	MN Community Action P/S	07/01/16-06/30/17	8,659	0	2,801	0 (	2,801)	0	0
		Subtotal 93.525				0	36,136	0 (	36,136)	0	0
93.558	N/A	FHPAP	MHFA	07/01/17-06/30/19	349,562	0	87,390	0 (	85,082)	0	2,308
93.558	N/A	FHPAP	MHFA	07/01/15-06/30/17	386,102	10,626	96,525	0 (	107,151)	0	0
		Subtotal 93.558				10,626	183,915	0 (	192,233)	0	2,308
93.568	1563	EAP	MN Dept. of Commerce	10/01/14-09/30/15	220,918	0	178,425	100 (	178,525)	0	0
93.568	1563	EAP	MN Dept. of Commerce	10/01/17-09/30/18	253,644	0	108,426 (	60) (	108,366)	0	0
93.568	N/A	EAP eHeat Payments	MN Dept. of Commerce	01/01/17-12/31/17	N/A	0	955,029	0 (	955,029)	0	0
		Subtotal 93.568				0	1,241,880	40 (	1,241,920)	0	0
93.569	GRK%94819	CSBG 16	MN Dept. of Human Svcs.	10/01/15-12/31/16	56,407	268	5,828	0 (	6,096)	0	0
93.569	GRK%94819	CSBG 17	MN Dept. of Human Svcs.	10/01/16-12/31/17	55,960	0	55,960	0 (	55,960)	0	0
		Subtotal 93.569				268	61,788	0 (	62,056)	0	0
93.575	131087	Child Care Aware	MN Dept. of Human Svcs.	07/01/17-06/30/18	156,672	0	58,882	5,701 (	64,583)	0	0
93.575	3269	Child Care Aware	MN Dept. of Human Svcs.	07/01/16-06/30/17	146,040	0	82,438	3,463 (	85,901)	0	0
		Subtotal 93.575				0	141,320	9,164 (	150,484)	0	0
93.600	90CM9798/04	Migrant Head Start 16-17	U.S. Dept. of H.H.S.	04/01/16-03/31/17	6,689,947	0	366,028	11,960 (	377,988)	0	0
93.600	90CM9798/04	Migrant Early Head Start 16-17	U.S. Dept. of H.H.S.	04/01/16-03/31/17	1,510,607	36,684	198,607	347 (	624,657)	389,019	0
93.600	05CH8302/04	Head Start 16-17	U.S. Dept. of H.H.S.	05/01/16-04/30/17	1,367,270	32,172	662,870	63,901 (	758,943)	0	0
93.600	05CH8302/04	Early Head Start 16-17	U.S. Dept. of H.H.S.	05/01/16-04/30/17	1,162,564	0	230,863	16,431 (	391,448)	144,154	0
93.600	90CM9798/05	Migrant Head Start 17-18	U.S. Dept. of H.H.S.	04/01/17-03/31/18	7,686,031	0	6,593,145	1,179,327 (	7,772,472)	0	0
93.600	90CM9798/05	Migrant Early Head Start 17-18	U.S. Dept. of H.H.S.	04/01/17-03/31/18	1,525,356	0	1,626,500	3,241 (	2,719,406)	1,198,208	108,543
93.600	05CH8302/05	Head Start 17-18	U.S. Dept. of H.H.S.	05/01/17-04/30/18	1,755,619	0	922,343	356,567 (	1,278,910)	0	0
93.600	05CH8302/05	Early Head Start 17-18	U.S. Dept. of H.H.S.	05/01/17-04/30/18	1,173,933	0	897,086	0 (	1,099,620)	202,534	0
		Subtotal 93.600				68,856	11,497,442	1,631,774 (	15,023,444)	1,933,915	108,543
93.667	3322	Migrant Child Care	MN Dept. of Human Svcs.	07/01/17-06/30/18	439,652	0	203,753	0 (	203,753)	0	0
93.667	3322	Migrant Child Care	MN Dept. of Human Svcs.	07/01/16-06/30/17	439,652	0	279,228	0 (	279,228)	0	0
		Subtotal 93.667				0	482,981	0 (	482,981)	0	0
Corporation for National and Community Services											
94.011	16SFNMN002	Foster Grandparent	Corporation for National and Community Services	07/01/16-06/30/17	256,811	0	122,736	16,537 (	139,273)	0	0
94.011	17SFNMN002	Foster Grandparent	Corporation for National and Community Services	07/01/17-06/30/18	256,811	0	133,497	10,200 (	143,697)	0	0
		Subtotal 94.011				0	256,233	26,737 (	282,970)	0	0
		Total Federal Programs				79,750	18,006,394	2,270,562 (	22,045,958)	1,933,915	110,851

Tri-Valley Opportunity Council, Inc. and Subsidiaries

Schedule B Schedule of Program Activity Year Ended December 31, 2017

CFDA Number	Grant Number	Program Name	Grantor Agency	Program Period	Program or Award Amount	Unapplied Grant Funds 12/31/16	Current Grant Revenue	Other Revenue	Expenses	Transfers	Unapplied Grant Funds 12/31/16
OTHER STATE AND LOCAL PROGRAMS											
N/A		FGP United Way	United Way	Ongoing	16,972	1,750	4,000	0	0	0	5,750
N/A		Child Care Aware Em Preparedness	Child Care Aware MN	01/01/17-06/30/18	10,500	0	7,296	0	7,296	0	0
N/A	16-47540	Supportive Housing	Otto Bremer Foundation	05/19/16-05/18/18	128,468	36,267	84,308	0	63,935	0	56,640
N/A		Transitional Housing	Inter County Comm Council	07/01/16-06/30/17	32,220	247	19,344	0	19,591	0	0
N/A		Transitional Housing	MN Dept. of Human Services	07/01/17-06/30/18	47,500	0	26,243	0	26,243	0	0
N/A	GRK%94819	MCAG	MN Dept. of Human Services	07/01/16-06/30/17	31,710	0	22,028	0	22,028	0	0
N/A	127539	MCAG	MN Dept. of Human Services	07/01/17-06/30/18	49,593	0	1,131	0	1,131	0	0
N/A		MNSure	MN Dept. of Human Services	03/01/16-12/31/17	0	0	0	7,385	2,176	0	0
N/A	GFK%97351	Live Well at Home	MN Dept. of Human Services	08/07/15-06/30/17	100,000	0	8,552	26,995	35,547	0	0
N/A	134750	Live Well at Home	MN Dept. of Human Services	08/07/17-06/30/18	106,272	0	12,997	0	12,997	0	0
N/A	FGP-SFY 2017	MN Foster Grandparent	MN Board on Aging	07/01/16-06/30/17	114,781	0	37,659	11,692	49,351	0	0
N/A	FGP-SFY 2018	MN Foster Grandparent	MN Board on Aging	07/01/17-06/30/18	114,781	0	40,558	0	40,558	0	0
N/A	3632	MN Migrant HS	MN Dept. of Education	07/01/16-06/30/17	1,590,218	0	649,163	0	649,163	0	0
N/A	4134	MN Migrant HS	MN Dept. of Education	07/01/17-06/30/18	1,756,747	0	1,037,388	0	1,037,388	0	0
N/A	3616	MN Head Start	MN Dept. of Education	07/01/16-06/30/17	352,640	0	165,180	0	165,180	0	0
N/A	4136	MN Head Start	MN Dept. of Education	07/01/17-06/30/18	353,522	0	181,508	0	181,508	0	0
N/A	D3853	Bridges Rent Assistance	MHFA	07/01/15-12/31/17	64,000	0	25,368	0	24,425	0	0
N/A	D3853	Bridges Rent Assistance	MHFA	07/01/15-12/31/17	14,000	0	9,526	0	8,015	0	0
N/A	MRA17566	Bridges Rent Assistance	MHFA	07/01/17-06/30/19	100,000	0	22,033	0	22,033	0	0
N/A		Homeless Training	MHFA	12/05/16-12/04/17	9,736	0	9,736	0	9,736	0	0
N/A		Supportive Services	Mahube Community Council	07/01/13-12/31/15	424,300	0	69,827	0	69,827	0	0
N/A		Bremer 211	Bremer Foundation	Ongoing	110,000	31,958	0	0	0	0	31,958
N/A	SPAP-17-0004-P-FY17	Child Care DEED	MN DEED	03/01/17-03/31/18	51,500	0	28,650	30,000	58,650	0	0
N/A	1027989	Transportation Expansion	MN Dept. of Transportation	07/01/17-06/30/18	106,000	0	53,000	696	28,493	0	25,203
N/A	1027739	Transportation Commuter Challenge	MN Dept. of Transportation	04/04/17-12/31/17	29,830	0	18,011	0	18,011	0	0
N/A	1026596	Transportation ITS Software	MN Dept. of Transportation	01/01/17-12/31/17	80,000	0	45,861	11,465	57,326	0	0
N/A	2016-00090	Early Learning Scholarships	MN Dept. of Education	07/01/15-06/30/17	831,269	0	32,957	0	32,957	0	0
N/A	2016-00090	Early Learning Scholarships	MN Dept. of Education	07/01/16-06/30/17	468,129	0	250,750	0	250,750	0	0
N/A		Pathway I	MN Dept. of Education	07/01/17-06/30/18	612,789	0	146,571	0	146,571	0	0
N/A		Pathway II	MN Dept. of Education	07/01/17-06/30/18	262,500	0	139,468	0	130,830	0	8,638
N/A		Pathway II	MN Dept. of Education	07/01/16-06/30/17	262,500	43,248	138,493	0	151,981	0	29,760
Subtotal Other State and Local Programs						113,470	3,287,606	88,233	(3,323,697)	0	157,949
TOTALS						\$ 193,220	\$ 21,294,000	\$ 2,358,795	(\$ 25,369,655)	\$ 1,933,915	\$ 268,800

Tri-Valley Opportunity Council, Inc. and Subsidiaries

Consolidating Statement of Financial Position

December 31, 2017

<i>Assets</i>	TVOC	Fisher Townhomes	Crookston Townhomes	Subtotals	Eliminations	Totals
Current assets:						
Cash	\$ 1,241,959	\$ 11,255	\$ 247,792	\$ 1,501,006	\$ 0	\$ 1,501,006
Grants receivable	1,660,338	0	0	1,660,338	0	1,660,338
Accounts receivable	216,824	4,413	17,161	238,398	0	238,398
Revolving loans receivable, current portion	71,953	0	0	71,953	0	71,953
Homes held for sale	281,900	0	0	281,900	0	281,900
Prepaid expenses	135,489	0	0	135,489	0	135,489
Total current assets	3,608,463	15,668	264,953	3,889,084	0	3,889,084
Other assets:						
Long-term revolving loans receivable	143,374	0	0	143,374	0	143,374
Property and equipment, net	4,744,370	422,944	1,339,482	6,506,796	0	6,506,796
TOTAL ASSETS	\$ 8,496,207	\$ 438,612	\$ 1,604,435	\$ 10,539,254	\$ 0	\$ 10,539,254
<i>Liabilities and Net Assets</i>						
Current liabilities:						
Current maturities of notes payable	\$ 73,856	\$ 162,950	\$ 16,023	\$ 252,829	\$ 0	\$ 252,829
Current maturities of forgivable notes payable	5,000	0	0	5,000	0	5,000
Accounts payable	330,235	37,766	20,701	388,702	0	388,702
Accrued payroll and related expenses	918,007	0	0	918,007	0	918,007
Grant funds received in advance	268,800	0	0	268,800	0	268,800
Total current liabilities	1,595,898	200,716	36,724	1,833,338	0	1,833,338
Long-term liabilities:						
Notes payable	325,388	315,812	1,062,920	1,704,120	0	1,704,120
Accrued interest	(1)	61,631	121,561	183,191	0	183,191
Forgivable notes payable	55,000	0	0	55,000	0	55,000
Total long-term liabilities	380,387	377,443	1,184,481	1,942,311	0	1,942,311
Total liabilities	1,976,285	578,159	1,221,205	3,775,649	0	3,775,649
Net assets:						
Unrestricted net assets	1,690,174	(139,547)	383,230	1,933,857	0	1,933,857
Unrestricted net assets - Grant-funded fixed assets	3,896,661	0	0	3,896,661	0	3,896,661
Total unrestricted net assets	5,586,835	(139,547)	383,230	5,830,518	0	5,830,518
Temporarily restricted net assets	933,087	0	0	933,087	0	933,087
Total net assets	6,519,922	(139,547)	383,230	6,763,605	0	6,763,605
TOTAL LIABILITIES AND NET ASSETS	\$ 8,496,207	\$ 438,612	\$ 1,604,435	\$ 10,539,254	\$ 0	\$ 10,539,254

Tri-Valley Opportunity Council, Inc. and Subsidiaries

Consolidating Statement of Activities
Year Ended December 31, 2017

	Unrestricted			Total Unrestricted	Temporarily Restricted	Total
	TVOC	Fisher Townhomes	Crookston Townhomes			
Revenue:						
Grant revenue	\$ 20,055,478	\$ 0	\$ 0	\$ 20,055,478	\$ 0	\$ 20,055,478
Program contributions	2,369,270	0	0	2,369,270	199,504	2,568,774
Tenant rent	170,698	66,161	211,749	448,608	0	448,608
Interest income	9,226	7	245	9,478	0	9,478
In-kind contributions	938,005	0	0	938,005	0	938,005
Other income	316,851	5,838	44,919	367,608	0	367,608
Net assets released from restriction through satisfaction of program restrictions	51,106	0	0	51,106	(51,106)	0
Total revenue	23,910,634	72,006	256,913	24,239,553	148,398	24,387,951
Operating expenses:						
Salaries and wages	11,671,391	0	0	11,671,391	0	11,671,391
Fringe benefits	3,311,732	0	0	3,311,732	0	3,311,732
Consultants/contracted labor	1,858,776	7,942	26,478	1,893,196	0	1,893,196
Travel/transportation	898,206	0	0	898,206	0	898,206
Occupancy	1,003,334	51,580	81,788	1,136,702	0	1,136,702
Supplies	1,053,430	365	662	1,054,457	0	1,054,457
Repairs and maintenance	650,359	35,341	103,676	789,376	0	789,376
Communications	198,897	1,082	1,136	201,115	0	201,115
Beneficiary assistance	886,375	0	0	886,375	0	886,375
Depreciation	776,173	15,133	47,932	839,238	0	839,238
Other	534,164	329	20,096	554,589	0	554,589
In-kind expenses	938,005	0	0	938,005	0	938,005
Total operating expenses	23,780,842	111,772	281,768	24,174,382	0	24,174,382
Change in net assets	129,792	(39,766)	(24,855)	65,171	148,398	213,569
Net assets - Beginning of year	5,457,043	(99,781)	408,085	5,765,347	784,689	6,550,036
Net assets - End of year	\$ 5,586,835	(\$ 139,547)	\$ 383,230	\$ 5,830,518	\$ 933,087	\$ 6,763,605



Independent Auditor’s Report on Internal Control Over Financial Reporting and on Compliance and Other Matters

Board of Directors
Tri-Valley Opportunity Council, Inc.
Crookston, Minnesota

We have audited, in accordance with the auditing standards generally accepted in the United States and the standards applicable to the financial audits contained in *Government Auditing Standards*, issued by the Comptroller General of the United States, the consolidated financial statements of Tri-Valley Opportunity Council, Inc. (a nonprofit organization) and Subsidiaries, which comprise the consolidated statement of financial position as of December 31, 2017, and the related consolidated statements of activities and cash flows for the year then ended, and the related notes to the consolidated financial statements and have issued our report thereon dated March 27, 2018. The financial statements of Fisher Townhomes, LLC, Fisher Townhomes, LP, Crookston Townhomes, LLC, Crookston Townhomes, LP and Agassiz Townhomes General Partner, LLC, were not audited in accordance with *Government Auditing Standards* as these entities did not receive federal funding.

Internal Control Over Financial Reporting

In planning and performing our audit of the consolidated financial statements, we considered Tri-Valley Opportunity Council, Inc.’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 consolidated financial statements, but not for the purpose of expressing an opinion on the effectiveness of Tri-Valley Opportunity Council, Inc.’s internal control. Accordingly, we do not express an opinion on the effectiveness of Tri-Valley Opportunity Council, Inc.’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 may exist that have not been identified.

Compliance and Other Matters

As part of obtaining reasonable assurance about whether Tri-Valley Opportunity Council, Inc.'s consolidated 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 organization'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 organization's internal control and compliance. Accordingly, this communication is not suitable for any other purpose.

A handwritten signature in black ink that reads "Wipfli LLP". The signature is written in a cursive, slightly slanted style.

Wipfli LLP

March 27, 2018
Madison, Wisconsin



Independent Auditor's Report on Compliance for Each Major Federal Program and on Internal Control Over Compliance

Board of Directors
Tri-Valley Opportunity Council, Inc.
Crookston, Minnesota

Report on Compliance for Each Major Federal Program

We have audited Tri-Valley Opportunity Council, Inc.'s compliance with the types of compliance requirements described in the *U.S. Office of Management and Budget (OMB) Compliance Supplement* that could have a direct and material effect on each of Tri-Valley Opportunity Council, Inc.'s major federal programs for the year ended December 31, 2017. Tri-Valley Opportunity Council, Inc.'s major federal programs are identified in the summary of auditor's results section of the accompanying schedule of findings and questioned costs.

Management's Responsibility

Management is responsible for compliance with federal statutes, regulations, and the terms and conditions of its federal awards applicable to its federal programs.

Auditor's Responsibility

Our responsibility is to express an opinion on compliance for each of Tri-Valley Opportunity Council, Inc.'s major federal programs based on our audit of the types of compliance requirements referred to above. We conducted our audit of compliance in accordance with auditing standards generally accepted in the United States; the standards applicable to financial audits contained in *Government Auditing Standards*, issued by the Comptroller General of the United States and Title 2 U.S. *Code of Federal Regulations* Part 200, *Uniform Administrative Requirements, Cost Principles, and Audit Requirements for Federal Awards* (Uniform Guidance). Those standards and the Uniform Guidance require that we plan and perform the audit to obtain reasonable assurance about whether noncompliance with the types of compliance requirements referred to above that could have a direct and material effect on a major federal program occurred. An audit includes examining, on a test basis, evidence about Tri-Valley Opportunity Council, Inc.'s compliance with those requirements and performing such other procedures as we considered necessary in the circumstances.

We believe that our audit provides a reasonable basis for our opinion on compliance for each major federal program. However, our audit does not provide a legal determination of Tri-Valley Opportunity Council, Inc.'s compliance.

Opinion

In our opinion, Tri-Valley Opportunity Council, Inc. complied, in all material respects, with the types of compliance requirements referred to above that could have a direct and material effect on each of its major federal programs for the year ended December 31, 2017.

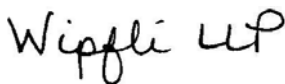
Report on Internal Control Over Compliance

Management of Tri-Valley Opportunity Council, Inc. is responsible for establishing and maintaining effective internal control over compliance with the types of compliance requirements referred to above. In planning and performing our audit of compliance, we considered Tri-Valley Opportunity Council, Inc.'s internal control over compliance with the types of requirements that could have a direct and material effect on each major federal program to determine the auditing procedures that are appropriate in the circumstances for the purpose of expressing an opinion on compliance for each major federal program and to test and report on internal control over compliance in accordance with the Uniform Guidance, but not for the purpose of expressing an opinion on the effectiveness of internal control over compliance. Accordingly, we do not express an opinion on the effectiveness of Tri-Valley Opportunity Council, Inc.'s internal control over compliance.

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

Our consideration of internal control over compliance 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 compliance that might be material weaknesses or significant deficiencies. We did not identify any deficiencies in internal control over compliance that we consider to be material weaknesses. However, material weaknesses may exist that have not been identified.

The purpose of this report on internal control over compliance is solely to describe the scope of our testing of internal control over compliance and the results of that testing based on the requirements of the Uniform Guidance. Accordingly, this report is not suitable for any other purpose.



Wipfli LLP

March 27, 2018
Madison, Wisconsin

Tri-Valley Opportunity Council, Inc.

Schedule of Findings and Questioned Costs

Section I. Summary of Auditor's Results

Financial Statements

Type of auditor's report issued?	Unmodified
Internal control over financial reporting:	
Material weakness identified?	No
Significant deficiencies identified not considered to be material weaknesses?	No
Noncompliance material to financial statements noted?	No

Federal Awards

Internal control over major federal and state programs:	
Material weaknesses identified?	No
Significant deficiency identified not considered to be material weaknesses?	No
Type of auditor's report issued on compliance for major program	Unmodified
Any audit findings disclosed that are required to be reported in accordance with the Uniform Guidance [2 CFR 200.516(a)]?	No
Identification of major federal programs:	
<u>Name of Federal Major Program or Cluster</u>	<u>CFDA No.</u>
Head Start	93.600
Migrant Education Grant	84.011
Dollar threshold used to distinguish between Type A and Type B programs:	
Federal	\$750,000
Auditee qualified as low-risk auditee?	Yes

Section II. Findings – Financial Statements Audit

None

Section III. Findings and Questioned Costs – Major Federal Award Programs Audit

None

Section IV. Findings and Questioned Costs - Prior Year

None