

SOUTH BAY CITIES COUNCIL OF GOVERNMENTS

FINANCIAL STATEMENTS

June 30, 2017

**SOUTH BAY CITIES COUNCIL OF GOVERNMENTS
FINANCIAL STATEMENTS
June 30, 2017**

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BASIC FINANCIAL STATEMENTS



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INDEPENDENT AUDITOR'S REPORT

Board of Directors
South Bay Cities Council of Governments
Torrance, California

Report on the Financial Statements

We have audited the accompanying financial statements of the governmental activities and the major fund of the South Bay Cities Council of Governments ("the Authority") as of and for the fiscal year ended June 30, 2017, and the related notes to the financial statements, which collectively comprise the 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 opinions on these financial statements based on our audit. We conducted our audit in accordance with auditing standards generally accepted in the United States of America and the standards applicable to financial audits contained in *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 opinions.

Opinions

In our opinion, the financial statements referred to above present fairly, in all material respects, the respective financial position of the governmental activities and the major fund of the Authority, as of June 30, 2017, and the respective changes in financial position for the fiscal year then ended in accordance with accounting principles generally accepted in the United States of America.

Other Matters

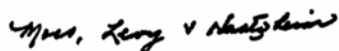
Required Supplementary Information

Management has omitted the Management's Discussion and Analysis that accounting principles generally accepted in the United States of America requires to be presented to supplement the basic financial statements. Such missing information, although not 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. Our opinion on the basic financial statements is not affected by this missing information.

Accounting principles generally accepted in the United States of America require that the budgetary comparison information on page 16 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 of preparing the information and comparing the information for consistency with management's responses to our inquiries, the basic financial statements, and other knowledge we obtained during our audit of the basic financial statements. We do not express an opinion or provide any assurance on the information because the limited procedures do not provide us with sufficient evidence to express an opinion or provide any assurance.

Other Reporting Required by *Government Auditing Standards*

In accordance with *Government Auditing Standards*, we have also issued our report dated March 20, 2018 on our consideration of the Authority'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 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 the Authority's internal control over financial reporting and compliance.



Moss, Levy & Hartzheim, LLP
Culver City, California
March 20, 2018

SOUTH BAY CITIES COUNCIL OF GOVERNMENTS
STATEMENT OF NET POSITION
June 30, 2017

	<u>Governmental Activities</u>
Assets	
Cash and investments	\$ 1,151,476
Accounts receivable	1,187,293
Interest receivable	124
Prepaid items	21,356
Deposits	<u>10,739</u>
Total Assets	<u>2,370,988</u>
Liabilities	
Accounts payable	315,953
Accrued liabilities	381,646
Unearned revenue	<u>860,699</u>
Total Liabilities	<u>1,558,298</u>
Net Position	
Unrestricted	<u>812,690</u>
Total Net Position	<u><u>\$ 812,690</u></u>

See notes to financial statements

SOUTH BAY CITIES COUNCIL OF GOVERNMENTS
STATEMENT OF ACTIVITIES
For the Fiscal Year Ended June 30, 2017

		Program Revenues		Net (Expense)
				Revenue and Change
			Operating	in Net Position
	Expenses	Charges	Grants and	Governmental
		for Services	Contributions	Activities
Functions/programs				
Governmental activities:				
General government	\$ 2,556,798	\$ 332,500	\$ 2,497,613	\$ 273,315
Total Governmental activities	<u>\$ 2,556,798</u>	<u>\$ 332,500</u>	<u>\$ 2,497,613</u>	<u>273,315</u>
General revenues:				
Interest				<u>400</u>
Total general revenues				<u>400</u>
Change in net position				273,715
Net position, beginning of fiscal year				<u>538,975</u>
Net position, end of fiscal year				<u>\$ 812,690</u>

See notes to financial statements

**SOUTH BAY CITIES COUNCIL OF GOVERNMENTS
BALANCE SHEET
GOVERNMENTAL FUND
June 30, 2017**

	<u>General Fund</u>
Assets	
Cash and investments	\$ 1,151,476
Accounts receivable	1,187,293
Interest receivable	124
Prepaid items	21,356
Deposits	<u>10,739</u>
Total Assets	<u><u>\$ 2,370,988</u></u>
Liabilities and Fund Balance	
Accounts payable	\$ 315,953
Accrued liabilities	381,646
Unearned revenue	<u>860,699</u>
Total Liabilities	<u>1,558,298</u>
Fund balance:	
Nonspendable:	
Prepaid items	21,356
Deposits	10,739
Unassigned	<u>780,595</u>
Total Fund Balance	<u>812,690</u>
Total Liabilities and Fund Balance	<u><u>\$ 2,370,988</u></u>

See notes to financial statements

**SOUTH BAY CITIES COUNCIL OF GOVERNMENTS
RECONCILIATION OF BALANCE SHEET OF THE GOVERNMENTAL FUND
TO THE STATEMENT OF NET POSITION
June 30, 2017**

Fund balance of the governmental fund	<u>\$ 812,690</u>
Net position of governmental activities	<u><u>\$ 812,690</u></u>

See notes to financial statements

**SOUTH BAY CITIES COUNCIL OF GOVERNMENTS
STATEMENT OF REVENUES, EXPENDITURES, AND
CHANGES IN FUND BALANCE
GOVERNMENTAL FUND
For the Fiscal Year Ended June 30, 2017**

	General Fund
	<hr/>
Revenues:	
Intergovernmental from members	\$ 332,500
Grant revenue and contributions	2,497,613
Investment earnings	400
	<hr/>
Total Revenues	2,830,513
	<hr/>
Expenditures:	
Current:	
General government	2,556,798
	<hr/>
Total Expenditures	2,556,798
	<hr/>
Net change in fund balance	273,715
Fund balance, beginning of fiscal year	538,975
	<hr/>
Fund balance, end of fiscal year	\$ 812,690
	<hr/> <hr/>

See notes to financial statements

**SOUTH BAY CITIES COUNCIL OF GOVERNMENTS
RECONCILIATION OF STATEMENT OF REVENUES, EXPENDITURES,
AND CHANGES IN FUND BALANCES OF THE GOVERNMENTAL FUND
TO THE STATEMENT OF ACTIVITIES
For the Fiscal Year Ended June 30, 2017**

Net change in fund balance of the governmental fund	<u>\$ 273,715</u>
Change in net position of governmental activities	<u><u>\$ 273,715</u></u>

See notes to financial statements

NOTES TO BASIC FINANCIAL STATEMENTS

Note 1: Organization and Summary of Significant Accounting Policies

a. Description of the Reporting Entity

The South Bay Cities Council of Governments (“the Authority”) is a reporting entity which consists of the primary government:

Reporting Entity:

Primary Government:

The South Bay Cities Council of Governments Joint Powers Authority

The Authority was created pursuant to the California Government Code. The Authority is a voluntary establishment created by its members for the purpose of providing a vehicle for the members to engage in regional and cooperative planning and coordination of government services and responsibilities to assist the members in the conduct of their affairs. In addition, the Authority provides a regional organization for the review of federal, state and/or regional projects and studies that involve the use of federal, state and/or regional funds in various forms.

The Authority’s organizational documents consist of a joint powers agreement and a set of bylaws. Among other things, these organizational documents establish a governing board to conduct the affairs of the Authority. The legislative body of each member agency selects one of its members to be the Authority’s representative to the Authority’s governing board, and another of its members to be the Authority’s alternative representative.

The Authority has the following members:

- | | |
|---------------------------|-------------------------|
| • Carson | • Los Angeles |
| • County of Los Angeles — | • Manhattan Beach |
| Districts 2 & 4 | • Palos Verdes Estates |
| • El Segundo | • Rancho Palos Verdes |
| • Gardena | • Redondo Beach |
| • Hawthorne | • Rolling Hills |
| • Hermosa Beach | • Rolling Hills Estates |
| • Inglewood | • Torrance |
| • Lawndale | |
| • Lomita | |

b. Government-Wide and Fund Financial Statements

The government-wide financial statements (i.e., the statement of net position and the statement of changes in net position) report information on all of the non-fiduciary activities of the primary government. Governmental activities are normally supported by taxes and intergovernmental revenues.

Note 1: Organization and Summary of Significant Accounting Policies (Continued)

c. Measurement Focus, Basis of Accounting, and Financial Statement Presentation

The government-wide financial statements are reported using the economic resources measurement focus and the accrual basis of accounting. Revenues are recorded when earned and expenses are recorded when a liability is incurred, regardless of the timing of related cash flows.

Governmental fund financial statements are reported using the current financial resources measurement focus and the modified accrual basis of accounting. Revenues are recognized as soon as they are both measurable and available. Revenues are considered to be available when they are collectible within the current period or soon enough thereafter to pay liabilities of the current period. For this purpose, the entity considers revenues to be available if they are collected within 60 days of the end of the current fiscal period. Expenditures generally are recorded when a liability is incurred, as under accrual accounting.

d. Assets, Liabilities, and Net Position or Equity

1. Investments

Investments for the Authority are reported at fair value. The State Treasurer's Investment Pool operates in accordance with appropriate state laws and regulations. The reported value of the pool is the same as the fair value of the pool shares.

2. Receivables and Payables

All trade receivables are shown net of an allowance for uncollectibles.

3. Prepaid/Deposit Items

Certain payments to vendors reflect costs applicable to future accounting periods and are recorded as prepaid items in both government-wide and fund financial statements. As of June 30, 2017, the Authority has prepaid deposits and prepaid items, in the amount of \$10,739 and \$21,356, respectively, for the security deposit of the Torrance Facility lease and prepaid maintenance expenditures.

4. Unearned Revenue

Receipts totaling \$352,500 for membership dues for the 2017/2018 fiscal year and \$508,199 for the Dominguez Channel project advances have been recorded as unearned revenue at June 30, 2017.

5. Fund Equity

In the fund financial statements, governmental funds report the following fund balance classifications:

Nonspendable include amounts that cannot be spent because they are either (a) not in spendable form or (b) legally or contractually required to be maintained intact.

Note 1: Organization and Summary of Significant Accounting Policies (Continued)

d. Assets, Liabilities, and Net Position or Equity (Continued)

5. Fund Equity (Continued)

Restricted include amounts that are constrained on the use of resources by either (a) external creditors, grantors, contributors, or laws of regulations of other governments or (b) by law through constitutional provisions or enabling legislation.

Committed include amounts that can only be used for specific purposes pursuant to constraints imposed by formal action of the government's highest authority.

Assigned include amounts that are constrained by the government's intent to be used for specific purposes, but are neither restricted nor committed.

Unassigned include the residual amounts that have not been restricted, committed, or assigned to specific purposes.

An individual governmental fund could include nonspendable resources and amounts that are restricted or unrestricted (committed, assigned, or unassigned) or any combination of those classifications.

e. Estimates

The preparation of basic financial statements in conformity with accounting principles generally accepted in the United States of America requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenue and expenses/expenditures during the reporting period. Actual results could differ from those estimates.

f. Net Position

GASB Statement No. 63 requires that the difference between assets added to the deferred outflows of resources and liabilities added to the deferred inflows of resources be reported as net position. Net position is classified as either net investment in capital assets, restricted, or unrestricted.

Net position that is net investment in capital assets consist of capital assets, net of accumulated depreciation, and reduced by the outstanding principal of related debt. Restricted net position is the portion of net position that has external constraints placed on it by creditors, grantors, contributors, laws, or regulations of other governments, or through constitutional provisions or enabling legislation. Unrestricted net position consists of net position that does not meet the definition of net investment in capital assets or restricted net position.

SOUTH BAY CITIES COUNCIL OF GOVERNMENTS
NOTES TO FINANCIAL STATEMENTS
JUNE 30, 2017

Note 2: Stewardship, Compliance, and Accountability

Budgetary Data

General Budget Policies

The Authority adopts a budget as a management tool. It is prepared in accordance with accounting principles generally accepted in the United States of America. The annual budget is prepared by the administrator and is presented to the Authority Board of Directors by June of the prior fiscal year. The budget is adopted in July.

Note 3: Cash and Investments

Cash and investments as of June 30, 2017 are classified in the accompanying financial statements as follows:

Total cash and investments	<u>\$ 1,151,476</u>
----------------------------	---------------------

Cash and investments as of June 30, 2017 consist of the following:

Deposits with financial institutions	\$ 1,097,563
Investments	<u>53,913</u>
Total cash and investments	<u>\$ 1,151,476</u>

The Authority maintains a cash and investment pool that is available for use for all projects. Each project's cash position in the pool is reported on the combined balance sheet as cash and investments. The Authority has adopted an investment policy which authorizes it to invest in various investments.

The Authority categorizes its fair value measurements within the fair value hierarchy established by accounting principles generally accepted in the United States of America. The hierarchy is based on the valuation inputs used to measure the fair value of the asset. These principles recognize a three-tiered fair value hierarchy. Level 1 inputs are quoted prices in active markets for identical assets; Level 2 inputs are significant other observable inputs; Level 3 inputs are significant unobservable inputs. The District had investments in the Local Agency Investment Fund (California State Pool), however, this external pool is not required to be measured under Level 1, 2 or 3.

Deposits

The California Government Code requires California banks and savings and loan associations to secure a government entity's deposits by pledging government securities with a fair value of 110% of an Authority's deposits. California law also allows financial institutions to secure deposits by pledging first trust deed mortgage notes having a value of 150% of an Authority's total deposits. The Authority Treasurer may waive the collateral requirement for deposits that are fully insured up to \$250,000 by the FDIC. The collateral for deposits in federal and state chartered banks is held in safekeeping by an authorized Agent of Depository recognized by the State of California Department of Banking. The collateral for deposits with savings and loan associations is generally held in safekeeping by the Federal Home Loan Bank in San Francisco, California as an Agent of Depository. These securities are physically held in an undivided pool for all California public agency

SOUTH BAY CITIES COUNCIL OF GOVERNMENTS
NOTES TO FINANCIAL STATEMENTS
JUNE 30, 2017

Note 3: Cash and Investments (Continued)

Deposits (Continued)

depositors. Under Government Code Section 53655, the placement of securities by a bank or savings and loan association with an “Agent of Depository” has the effect of perfecting the security interest in the name of the local governmental agency. Accordingly, all collateral held by California Agents of Depository are considered to be held for, and in the name of, the local governmental agency.

Investments

Under provision of the Authority’s investment policy and in accordance with the California Government Code, the following investments are authorized:

- Local Agency Investment Fund (State Pool)
- Los Angeles County Pooled Investment Fund
- Certificates of Deposit
- U.S. Government Agency Securities
- Money Market Savings Account

Investments Authorized by Debt Agreements

The above investments do not address investment of debt proceeds held by a bond trustee. Investments of debt proceeds held by a bond trustee are governed by provisions of the debt agreements rather than the general provisions of the California Government Code or the Authority’s investment policy.

Investments in State Investment Pool

The Authority is a voluntary participant in the Local Agency Investment Fund (LAIF) that is regulated by California Government Code Section 16429 under the oversight of the Treasurer of the State of California. LAIF is overseen by the Local Agency Investment Advisory Board which consists of five members, in accordance with State statute. The State Treasurer’s Office audits the fund annually. The fair value of the position in the investment pool is the same as the value of the pool shares.

GASB Statement No. 31

The Authority adopted GASB Statement No. 31, *Accounting and Financial Reporting for certain investments and for External Investment Pools*, as of July 1, 1997. GASB Statement No. 31 establishes fair value standards for investments in participating interest earning investment contracts, external investment pools, equity securities, option contracts, stock warrants and stock rights that have readily determinable fair values. Accordingly, the Authority reports its investments at fair value in the balance sheet. All investment income, including changes in the fair value of investments, is recognized as revenue in the operating statement.

SOUTH BAY CITIES COUNCIL OF GOVERNMENTS
NOTES TO FINANCIAL STATEMENTS
JUNE 30, 2017

Note 3: Cash and Investments (Continued)

Credit Risk

The Authority's cash consists of one demand deposit account and an investment in the State Treasury Investment Pool. Investments in U.S. government securities are not considered to have credit risk; therefore, their credit quality is not disclosed. As of June 30, 2017, the Authority's investments in external investment pools are unrated.

Custodial Credit Risk

The custodial credit risk for deposits is the risk that in the event of the failure of a depository financial institution, a government 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 custodial credit risk for investments is the risk that in the event of the failure of the counterparty to a transaction, a government will not be able to recover the value of investment or collateral securities that are in the possession of an outside party.

As of June 30, 2017, none of the Authority's deposits or investments were exposed to custodial credit risk.

Concentration of Credit Risk

The Authority's investment policy imposes restrictions on the percentage that the Authority can invest in certain types of investments. As of June 30, 2017, in accordance with GASB 40 requirements, the Authority has not invested more than 5% of its total investments in any one issuer. Investments guaranteed by the U.S. government, and investments in mutual funds and external investment pools are excluded from this requirement.

Interest Rate Risk

The Authority's investment policy limits investment maturities as a means of managing its exposure to fair value losses arising from increasing interest rates. The Authority has elected to use the segmented time distribution method of disclosure for its interest rate risk. As of June 30, 2017, the Authority had the following investments and original maturities:

	Remaining Investment Maturities	Fair Value
	6 months or less	
California Local Agency Investment Fund	\$ 53,913	\$ 53,913
Total Investments	<u>\$ 53,913</u>	<u>\$ 53,913</u>

SOUTH BAY CITIES COUNCIL OF GOVERNMENTS
NOTES TO FINANCIAL STATEMENTS
JUNE 30, 2017

Note 4: Leases

On April 23, 2015, the Authority extended the sublease agreement at the Torrance facility to November 30, 2019. Future minimum payments under this non-cancelable operating lease are as follows:

Fiscal Year Ending, June 30,	Total
2018	146,559
2019	150,234
2020	63,890
Total	<u>\$ 360,683</u>

Note 5: Commitments and Contingencies

Grant Awards

Grant funds received by the Authority are subject to audit by the grantor agencies. Such an audit could lead to requests for reimbursements to the grantor agencies for expenditures disallowed under terms of the grant. Management of the Authority believes that such disallowances, if any, would not be significant.

General Lawsuits

The Authority is subject to other litigation arising in the normal course of business. In the opinion of the Authority Counsel, there is no pending litigation which is likely to have a material adverse effect on the financial position of the Authority.

REQUIRED SUPPLEMENTARY INFORMATION

SOUTH BAY CITIES COUNCIL OF GOVERNMENTS
SCHEDULE OF REVENUES, EXPENDITURES,
AND CHANGES IN FUND BALANCE
BUDGET AND ACTUAL
GENERAL FUND
For the Fiscal Year Ended June 30, 2017

	Original Budget Amounts	Final Budget Amounts	Actual Amounts	Variance with Final Budget Positive (Negative)
Revenues:				
Membership dues and assessments	\$ 332,500	\$ 332,500	\$ 332,500	\$ -
Investment earnings	400	400	400	
Grant revenue	2,601,586	2,599,232	2,331,861	(267,371)
Miscellaneous	160,760	160,760	165,752	4,992
Total Revenues	3,095,246	3,092,892	2,830,513	(262,379)
Expenditures:				
Current:				
General government:				
Contractual services	255,606	255,606	330,641	(75,035)
Special projects	2,637,855	2,637,855	1,908,297	729,558
Supplies and services	201,784	201,784	317,860	(116,076)
Total Expenditures	3,095,245	3,095,245	2,556,798	538,447
Excess (Deficiency) of Revenues over Expenditures	1	(2,353)	273,715	276,068
Fund balance, beginning of fiscal year	538,975	538,975	538,975	
Fund balance, end of fiscal year	\$ 538,976	\$ 536,622	\$ 812,690	\$ 276,068