

NIAGARA POWER COALITION, INC.

FINANCIAL STATEMENTS

DECEMBER 31, 2012

INDEPENDENT AUDITORS' REPORT

The Board of Directors
Niagara Power Coalition, Inc.

We have audited the accompanying financial statements of Niagara Power Coalition (the Coalition) a nonprofit organization, which comprise the balance sheets as of December 31, 2012 and 2011, and the related statements of activities and cash flows for the years then ended, and the related notes to the financial statements.

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.

Auditors' Responsibility

Our responsibility is to express an opinion on these financial statements based on our audits. We conducted our audits in accordance with auditing standards generally accepted in the United States of America and the standards applicable to financial audits contained in *Government Auditing Standards*, issued by the Comptroller General of the United States. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditors' judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the entity's preparation and fair presentation of the financial statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the entity's internal control. Accordingly, we express no such opinion. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of significant accounting estimates made by management, as well as evaluating the overall presentation of the financial statements.

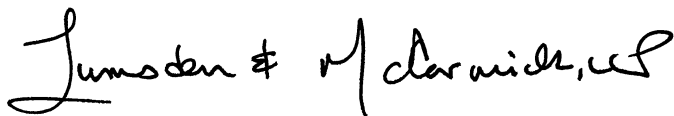
We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

Opinion

In our opinion, the financial statements referred to above present fairly, in all material respects, the financial position of the Coalition as of December 31, 2012 and 2011, and the changes in its financial position and its cash flows for the years then ended in accordance with accounting principles generally accepted in the United States of America.

Other Reporting Required by *Government Auditing Standards*

In accordance with *Government Auditing Standards*, we have also issued our report dated March 21, 2013 on our consideration of the Coalition's internal control over financial reporting and on our tests of its compliance with certain provisions of laws, regulations, contracts, grant agreements, and other matters. The purpose of that report is to describe the scope of our testing of internal control over financial reporting and compliance and the results of that testing, and not to provide an opinion on internal control over financial reporting or on compliance. That report is an integral part of an audit performed in accordance with *Government Auditing Standards* in considering the Coalition's internal control over financial reporting and compliance.

A handwritten signature in black ink, appearing to read "Jameson & McCarville, LLP". The signature is written in a cursive, flowing style.

March 21, 2013

NIAGARA POWER COALITION, INC.

Balance Sheets

December 31,	2012	2011
Assets		
Current assets:		
Cash	\$ 24,055	\$ 14,036
Prepaid expenses	4,168	-
	<u>28,223</u>	<u>14,036</u>
Amounts held for the benefit of Host Community Standing Committee (Note 3)	<u>7,454,244</u>	<u>7,510,969</u>
	<u>\$ 7,482,467</u>	<u>\$ 7,525,005</u>
Liabilities and Net Assets		
Current liabilities:		
Accounts payable	\$ -	\$ 23,724
Amounts due to Host Community Standing Committee (Note 3)	7,454,244	7,510,969
Unrestricted net assets (deficit)	<u>28,223</u>	<u>(9,688)</u>
	<u>\$ 7,482,467</u>	<u>\$ 7,525,005</u>

NIAGARA POWER COALITION, INC.

Statements of Activities

For the years ended December 31,	2012	2011
Changes in unrestricted net assets:		
Revenue and other support:		
Membership dues	<u>\$ 88,820</u>	<u>\$ 17,213</u>
Expenses:		
Program		
Legal and other professional fees	<u>37,709</u>	<u>64,345</u>
Administrative		
Rent	6,000	6,000
Clerical assistance	5,268	5,055
Consulting	1,132	451
Meetings	800	1,164
	<u>13,200</u>	<u>12,670</u>
Total expenses	<u>50,909</u>	<u>77,015</u>
Change in unrestricted net assets	37,911	(59,802)
Unrestricted net assets (deficit) - beginning	<u>(9,688)</u>	<u>50,114</u>
Unrestricted net assets (deficit) - ending	<u>\$ 28,223</u>	<u>\$ (9,688)</u>

NIAGARA POWER COALITION, INC.

Statements of Cash Flows

For the years ended December 31,	2012	2011
Operating activities:		
Change in unrestricted net assets	\$ 37,911	\$ (59,802)
Adjustments to reconcile change in unrestricted net assets to net cash flows from operating activities:		
Changes in assets and liabilities:		
Prepaid expenses	(4,168)	-
Accounts payable	(23,724)	18,038
Net operating activities	10,019	(41,764)
Cash - beginning	14,036	55,800
Cash - ending	\$ 24,055	\$ 14,036

NIAGARA POWER COALITION, INC.

Notes to Financial Statements

1. Nature of Organization:

Niagara Power Coalition, Inc. (the Coalition) is a not-for-profit membership organization established to work with elected officials and representatives of the United States Federal Government and New York State Government in dealing with the New York State Power Authority (the Power Authority) and the relicensing of its Niagara County Facility. The Coalition is funded entirely by dues collected from seven governmental member organizations located within the boundaries of the Niagara Power Project. Coalition members include the County of Niagara, the City of Niagara Falls, the Town of Lewiston, the Town of Niagara, the Niagara Wheatfield Central School District, the Niagara Falls City School District and the Lewiston Porter Central School District.

2. Summary of Significant Accounting Policies:

Basis of Presentation:

The Coalition is required to report information regarding financial position and activities according to three classes of net assets: unrestricted, temporarily and permanently restricted net assets. The Coalition does not currently maintain any temporarily or permanently restricted net assets.

Subsequent Events:

Management has evaluated events and transactions for potential recognition or disclosure in the financial statements through March 21, 2013, the date the financial statements were available to be issued.

Use of Estimates:

The preparation of 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 amounts reported in the financial statements and accompanying notes. Actual results could differ from those estimates.

Cash:

At various times, cash in financial institutions may exceed federally insured limits and subject the Coalition to concentrations of credit risk.

Revenue Recognition:

The Coalition's revenue consists primarily of dues assessed the seven member organizations, and is recognized when billed.

Volunteer Services:

All members serve on a volunteer basis and are not paid for the time they devote to the management and operations of the Coalition. The Coalition's policy is to record revenue and expenses for those specialized contributed services that the Coalition would be required to purchase at fair value had they not been contributed. Management has determined that member services do not meet these requirements and as such, no amounts have been reflected on the accompanying financial statements for the value of these services.

Income Taxes:

The Coalition is a §501(c)(4) corporation exempt from income taxes under §501(a) of the Internal Revenue Code. Management of the Coalition believes it is no longer subject to examination by Federal and State taxing authorities for years ended prior to December 31, 2009.

3. Amounts Held for the Host Community Standing Committee:

The Host Community Relicensing Agreement provides for the organization of the Host Community Greenway Fund Standing Committee (HC Committee) to administer and oversee projects financed by the Greenway Recreation/Tourism Fund (the Fund). The HC Committee consists of all seven members of the Coalition and the Power Authority. The Power Authority is required to annually deposit \$3,000,000 into the Fund. The HC Committee has responsibility for selecting projects to be financed by the Fund and for ensuring that funds are used for construction and/or rehabilitation of parks, recreation, and related facilities, for the purpose of redefining the Niagara riverfront, promoting tourism, enhancing the environment, and advancing the economic revitalization of the Niagara River Greenway within Niagara County. Accounts are held for each of the Host Communities in a master money market account. Funds are allocated among the individual Host Community accounts in accordance with the percentages stated in the Coalition's by-laws, which allocation percentages can only be amended by unanimous vote of the Coalition's members. The Coalition, however, has no control over the approval of the projects or the disbursement of monies from the Host Community. The HC Committee is also responsible for having each individual project audited to ensure that expenditure of grant funds is consistent with the requirements of the project and the intent of the Fund.

Fund balances and allocation percentages as of December 31, 2012 and 2011 are as follows:

		<u>2012</u>	<u>2011</u>
Niagara Falls City School District	14%	\$ 2,549,451	\$ 2,124,130
Lewiston Porter Central School District	14%	853,835	1,271,731
Niagara Wheatfield Central School District	12%	2,185,214	1,820,653
City of Niagara Falls	17%	528,209	781,841
Town of Lewiston	17%	388,666	373,105
County of Niagara	13%	513,797	703,624
Town of Niagara	13%	390,296	391,109
		<u>7,409,468</u>	<u>7,466,193</u>
Checking account		44,776	44,776
		<u>\$ 7,454,244</u>	<u>\$ 7,510,969</u>

As of December 31, 2012, a total of 25 projects had been approved for funding approximating \$32,816,000, and approximately \$10,723,000 had been disbursed.

Funding summary for the years ended December 31, 2012 and 2011 is as follows:

Beginning of year balance	\$ 7,510,969	\$ 6,842,531
Power Authority contributions	3,000,000	3,000,000
Interest earned	15,322	19,395
Project payments:		
Town of Niagara	(391,000)	(391,000)
City of Niagara Falls	(765,000)	-
Town of Lewiston	(495,000)	(694,950)
Niagara County	(581,047)	(1,265,007)
Lewiston Porter Central School District	(840,000)	-
End of year balance	<u>\$ 7,454,244</u>	<u>\$ 7,510,969</u>