

Audited Financial Statements and
Other Financial Information

Windham Regional Commission

September 30, 2023



Proven Expertise & Integrity

WINDHAM REGIONAL COMMISSION

CONTENTS

SEPTEMBER 30, 2023

	PAGE
INDEPENDENT AUDITOR'S REPORT	1 - 3
MANAGEMENT'S DISCUSSION AND ANALYSIS	4 - 10
<u>BASIC FINANCIAL STATEMENTS</u>	
GOVERNMENT-WIDE FINANCIAL STATEMENTS	
STATEMENT A - STATEMENT OF NET POSITION	11
STATEMENT B - STATEMENT OF ACTIVITIES	12
FUND FINANCIAL STATEMENTS	
STATEMENT C - BALANCE SHEET - GOVERNMENTAL FUNDS	13
STATEMENT D - RECONCILIATION OF THE GOVERNMENTAL FUNDS BALANCE SHEET TO THE STATEMENT OF NET POSITION	14
STATEMENT E - STATEMENT OF REVENUES, EXPENDITURES AND CHANGES IN FUND BALANCES - GOVERNMENTAL FUNDS	15
STATEMENT F - RECONCILIATION OF THE STATEMENT OF REVENUES, EXPENDITURES AND CHANGES IN FUND BALANCES OF GOVERNMENTAL FUNDS TO THE STATEMENT OF ACTIVITIES	16
NOTES TO FINANCIAL STATEMENTS	17 - 39
<u>REQUIRED SUPPLEMENTARY INFORMATION</u>	
REQUIRED SUPPLEMENTARY INFORMATION DESCRIPTION	40
SCHEDULE 1 - BUDGETARY COMPARISON SCHEDULE - BUDGETARY BASIS - BUDGET AND ACTUAL - GENERAL FUND	41
SCHEDULE 2 - SCHEDULE OF PROPORTIONATE SHARE OF THE NET PENSION LIABILITY	42
SCHEDULE 3 - SCHEDULE OF CONTRIBUTIONS	43

NOTES TO REQUIRED SUPPLEMENTARY INFORMATION

44

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

45 - 46



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INDEPENDENT AUDITOR'S REPORT

Board of Commissioners
Windham Regional Commission
Brattleboro, Vermont

Report on the Audit of the Financial Statements

Opinions

We have audited the financial statements of the governmental activities and each major fund of the Windham Regional Commission, as of and for the year ended September 30, 2023 and the related notes to the financial statements, which collectively comprise the Windham Regional Commission's basic financial statements as listed in the table of contents.

In our opinion, the accompanying financial statements referred to above present fairly, in all material respects, the respective financial position of the governmental activities and each major fund of the Windham Regional Commission as of September 30, 2023 and the respective changes in financial position and, where applicable, cash flows thereof for the year then ended in accordance with accounting principles generally accepted in the United States of America.

Basis for Opinions

We conducted our audit in accordance with auditing standards generally accepted in the United States of America (GAAS) and the standards applicable to financial audits contained in *Government Auditing Standards*, issued by the Comptroller General of the United States. Our responsibilities under those standards are further described in the Auditor's Responsibilities for the Audit of the Financial Statements section of our report. We are required to be independent of the Windham Regional Commission and to meet our other ethical responsibilities, in accordance with the relevant ethical requirements relating to our audit. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinions.

Responsibilities of Management for the Financial Statements

Management is responsible for the preparation and fair presentation of the financial statements in accordance with accounting principles generally accepted in the United States of America and for the design, implementation and maintenance of internal control relevant to the preparation and fair presentation of financial statements that are free from material misstatement, whether due to fraud or error.

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In preparing the financial statements, management is required to evaluate whether there are conditions or events, considered in the aggregate, that raise substantial doubt about the Windham Regional Commission's ability to continue as a going concern for twelve months beyond the financial statement date, including any currently known information that may raise substantial doubt shortly thereafter.

Auditor's Responsibilities for the Audit of Financial Statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error and to issue an auditor's report that includes our opinions. Reasonable assurance is a high level of assurance but is not absolute assurance and therefore is not a guarantee that an audit conducted in accordance with GAAS and *Government Auditing Standards* will always detect a material misstatement when it exists. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations or the override of internal control. Misstatements are considered material if there is a substantial likelihood that, individually or in the aggregate, they would influence the judgment made by a reasonable user based on the financial statements.

In performing an audit in accordance with GAAS and *Government Auditing Standards*, we:

- exercise professional judgment and maintain professional skepticism throughout the audit.
- identify and assess the risks of material misstatements of the financial statements, whether due to fraud or error and design and perform audit procedures responsive to those risks. Such procedures include examining, on a test basis, evidence regarding the amounts and disclosures in the financial statements.

obtain an understanding of internal controls relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Windham Regional Commission's internal control. Accordingly, no such opinion is expressed.

- evaluate the appropriateness of accounting policies used and the reasonableness of significant accounting estimates made by management, as well as evaluate the overall presentation of the financial statements.

- conclude whether, in our judgment, there are conditions or events, considered in the aggregate, that raise doubt about the Windham Regional Commission's ability to continue as a going concern for a reasonable period of time.

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

Required Supplementary Information

Accounting principles generally accepted in the United States of America require that the management's discussion and analysis, budgetary comparison information and pension information on pages 4 through 10 and 42 through 45 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 May 15, 2024, on our consideration of the Windham Regional Commission's internal control over financial reporting and on our tests of its compliance with certain provisions of laws, regulations, contracts and grants 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 the Windham Regional Commission's internal control over financial reporting or on compliance. That report is an integral part of an audit performed in accordance with *Government Auditing Standards* in considering the Windham Regional Commission's internal control over financial reporting and compliance.

RHR Smith & Company

Buxton, Maine
Vermont Registration No. 092.0000697
May 15, 2024

**REQUIRED SUPPLEMENTARY INFORMATION
MANAGEMENT'S DISCUSSION AND ANALYSIS
SEPTEMBER 30, 2023**

(UNAUDITED)

The following management's discussion and analysis of Windham Regional Commission's financial performance provides an overview of the Commission's financial activities for the fiscal year ended September 30, 2023. Please read it in conjunction with the Commission's financial statements.

Financial Statement Overview

The Windham Regional Commission's basic financial statements include the following components: 1) government-wide financial statements, 2) fund financial statements and 3) notes to the financial statements. This report also includes required supplementary information which consists of the general fund budgetary comparison schedule and pension schedules.

Basic Financial Statements

The basic financial statements include financial information in two differing views: the government-wide financial statements and the fund financial statements. These basic financial statements also include the notes to financial statements that explain in more detail certain information in the financial statements and also provide the user with the accounting policies used in the preparation of the financial statements.

Government-Wide Financial Statements

The government-wide financial statements provide a broad view of the Commission's operations in a manner that is similar to private businesses. These statements provide both short-term as well as long-term information in regard to the Commission's financial position. These financial statements are prepared using the accrual basis of accounting. This measurement focus takes into account all revenues and expenses associated with the fiscal year regardless of when cash is received or paid. The government-wide financial statements include the following two statements:

The Statement of Net Position - this statement presents *all* of the government's assets, deferred outflows of resources, liabilities and deferred inflows of resources with the difference being reported as net position.

The Statement of Activities - this statement presents information that shows how the government's net position changed during the period. All changes in net position are reported as soon as the underlying event giving rise to the change occurs, regardless of the timing of the related cash flows.

Both of the above-mentioned financial statements have one column for the Commission's activity. The type of activity presented for the Windham Regional Commission is:

- *Governmental activities* - The activities in this section are mostly supported by town assessments and intergovernmental revenues (federal and state grants). All of the Commission's basic services are reported in governmental activities, which include town and regional planning and funded special projects.

Fund Financial Statements

A fund is a grouping of related accounts that is used to maintain control over resources that have been segregated for specific activities or objectives. The Windham Regional Commission, like other local governments uses fund accounting to ensure and demonstrate compliance with financial related legal requirements. All of the funds of the Windham Regional Commission can be categorized as governmental funds.

Governmental funds: All of the basic services provided by the Commission are financed through governmental funds. Governmental funds are used to account for essentially the same functions reported in governmental activities in the government-wide financial statements. However, unlike the government-wide financial statements, the governmental fund financial statements focus on near-term inflows and outflows of spendable resources. They also focus on the balance of spendable resources available at the end of the fiscal year. Such information will be useful in evaluating the government's near-term financing requirements. This approach is known as the current financial resources measurement focus and the modified accrual basis of accounting. Under this approach, revenues are recorded when cash is received or when susceptible to accrual. Expenditures are recorded when liabilities are incurred and due. These statements provide a detailed short-term view of the Commission's finances to assist in determining whether there will be adequate financial resources available to meet the current needs of the Commission.

Because the focus of governmental funds is narrower than that of government-wide financial statements, it is useful to compare the information presented for governmental funds with similar information presented for governmental activities in the government-wide financial statements. By doing so, readers may better understand the long-term impact of the government's near-term financing decisions. Both the governmental funds balance sheet and the governmental funds statement of revenues, expenditures and changes in fund balances provide a reconciliation to facilitate this comparison between governmental funds and governmental activities. These reconciliations are presented on the page immediately following each governmental fund's financial statement.

The Windham Regional Commission presents two columns in the governmental funds balance sheet and the governmental funds statement of revenues, expenditures

and changes in fund balances. The Commission's major governmental funds are the general fund and the revolving loan fund. The Commission does not have any nonmajor funds.

The general fund is the only fund for which the Commission legally adopted a budget. The Budgetary Comparison Schedule - Budgetary Basis - Budget and Actual - General Fund provides a comparison of the original and final budget and the actual expenditures for the current year.

Notes to the Financial Statements

The notes provide additional information that is essential to a full understanding of the data provided in the Government-Wide and the Fund Financial Statements. The Notes to Financial Statements can be found following the Reconciliation of the Statement of Revenues, Expenditures and Changes in Fund Balances of Governmental Funds to the Statement of Activities.

Required Supplementary Information

The basic financial statements are followed by a section of required supplementary information, which includes a Budgetary Comparison Schedule - Budgetary Basis - Budget and Actual - General Fund, a Schedule of Proportionate Share of the Net Pension Liability, a Schedule of Contributions and Notes to Required Supplementary Information.

Government-Wide Financial Analysis

Our analysis below focuses on the net position and changes in net position of the Commission's governmental activities. The Commission's total net position for governmental activities is \$1,059,656 compared to \$1,163,070 in the prior year, a decrease of \$103,414.

Unrestricted net position - the part of net position that can be used to finance day-to-day operations without constraints established by debt covenants, enabling legislation or other legal requirements - decreased to a balance of \$1,035,382 at the end of this year for governmental activities.

Table 1
Windham Regional Commission
Net Position
September 30,

	<u>2023</u>	<u>2022</u>
Assets:		
Current Assets	\$ 1,400,379	\$ 1,413,832
Noncurrent Assets - Capital Assets	24,274	33,617
Total Assets	<u>1,424,653</u>	<u>1,447,449</u>
Deferred Outflows of Resources:		
Deferred Outflows Related to Pension	129,173	81,439
Total Deferred Outflows of Resources	<u>129,173</u>	<u>81,439</u>
Liabilities:		
Current Liabilities	43,037	51,456
Noncurrent Liabilities	279,353	127,522
Total Liabilities	<u>322,390</u>	<u>178,978</u>
Deferred Inflows of Resources:		
Deferred Revenue	166,716	104,053
Deferred Inflows Related to Pension	5,064	82,787
Total Deferred Inflows of Resources	<u>171,780</u>	<u>186,840</u>
Net Position:		
Net Investment in Capital Assets	24,274	33,617
Unrestricted	1,035,382	1,129,453
Total Net Position	<u>\$ 1,059,656</u>	<u>\$ 1,163,070</u>

Table 2
Windham Regional Commission
Change in Net Position
For the Years Ended September 30,

	<u>2023</u>	<u>2022</u>
Revenues		
<i>Program Revenues:</i>		
Charges for services	\$ 887,203	\$ 593,162
Operating grants and contributions	397,644	1,072,256
<i>General Revenues:</i>		
Town assessments	234,007	109,006
Interest income	22,344	25,415
Miscellaneous	1,846	1,022
Total Revenues	<u>1,543,044</u>	<u>1,800,861</u>
 Expenses		
Town and regional planning	1,553,281	1,463,742
Funded special projects	93,177	71,505
Total Expenses	<u>1,646,458</u>	<u>1,535,247</u>
 Change in Net Position	(103,414)	265,614
 Net Position - October 1	<u>1,163,070</u>	<u>897,456</u>
 Net Position - September 30	<u>\$ 1,059,656</u>	<u>\$ 1,163,070</u>

Revenues and Expenses

Revenues for the Commission's governmental activities decreased by 14.32% while expenses increased by 7.24% from the prior year. The largest decrease in revenues was in operating grants and contributions. The largest increase in expenses was in town and regional planning.

Financial Analysis of the Commission's Fund Statements

Governmental funds: The financial reporting focus of the Commission's governmental funds is to provide information on near-term inflows, outflows and balances of spendable resources. Such information may be useful in assessing the Commission's financial requirements. In particular, unassigned fund balance may serve as a useful measure of a government's financial position at the end of the year and the net resources available for spending.

Table 3
Windham Regional Commission
Fund Balances - Governmental Funds
September 30,

	<u>2023</u>	<u>2022</u>	<u>Increase/ (Decrease)</u>
General Fund:			
Nonspendable	\$ 15,003	\$ 3,940	\$ 11,063
Committed	-	35,463	(35,463)
Unassigned	220,314	203,851	16,463
Total General Fund	<u>\$ 235,317</u>	<u>\$ 243,254</u>	<u>\$ (7,937)</u>
Revolving Loan Fund:			
Committed	\$ 282,683	\$ 275,301	\$ 7,382
Total Special Revenue Fund	<u>\$ 282,683</u>	<u>\$ 275,301</u>	<u>\$ 7,382</u>

The changes to total fund balances for the general fund and the revolving loan fund occurred due to the regular activity of operations.

Budgetary Highlights

There was no difference between the original and final budget for the general fund.

The general fund actual revenues were receipted below budgeted amounts by \$143,663. All revenue categories were receipted within or in excess of budgeted amounts with the exception of Town technical assistance, brownfield grants, state grants and interest income.

The general fund actual expenditures were expended under budget amounts by \$83,718. All expenditure categories were under budgeted amounts with the exception of salaries and wages, consulting, rent, travel, insurance, interest and bank fees, meals and lodging and advertising.

Capital Asset and Debt Administration

Capital Assets

As of September 30, 2023, the net book value of capital assets recorded by the Commission decreased by \$9,343. This decrease was the result of current year capital additions of \$1,818 less net disposals of \$130 and depreciation expense of \$11,031.

Table 4
Windham Regional Commission
Capital Assets (Net of Depreciation)
September 30,

	2023	2022
Office equipment and furnishings	\$ 24,274	\$ 33,617
Total	\$ 24,274	\$ 33,617

Debt

At September 30, 2023, the Commission had no debt.

Currently Known Facts, Decisions or Conditions

Economic Factors and Next Year's Budgets and Rates

The Commission's unassigned fund balance is at a level sufficient to sustain government operations for a period of approximately two months.

Contacting the Commission's Financial Management

This financial report is designed to provide our citizens, taxpayers, customers and investors and creditors with a general overview of the Commission's finances and to show the Commission's accountability for the money it receives. If you have questions about this report or need additional financial information, contact the Windham Regional Commission, 139 Main Street, Suite 505, Brattleboro, Vermont 05301.

WINDHAM REGIONAL COMMISSION

STATEMENT OF NET POSITION
SEPTEMBER 30, 2023

	Governmental Activities
ASSETS	
Current assets:	
Cash and cash equivalents	\$ 549,422
Accounts receivable (net of allowance for uncollectibles)	159,932
Loans receivable	672,626
Prepaid items	15,003
Accrued revenue	3,396
Total current assets	<u>1,400,379</u>
Noncurrent assets:	
Capital assets:	
Depreciable assets, net of accumulated depreciation	24,274
Total noncurrent assets	<u>24,274</u>
TOTAL ASSETS	<u>1,424,653</u>
DEFERRED OUTFLOWS OF RESOURCES	
Deferred outflows related to pension	129,173
TOTAL DEFERRED OUTFLOWS OF RESOURCES	<u>129,173</u>
TOTAL ASSETS AND DEFERRED OUTFLOWS OF RESOURCES	<u>\$ 1,553,826</u>
LIABILITIES	
Current liabilities:	
Accounts payable	\$ 3,710
Accrued liabilities	39,327
Total current liabilities	<u>43,037</u>
Noncurrent liabilities:	
Noncurrent portion of long-term obligations:	
Net pension liability	279,353
Total noncurrent liabilities	<u>279,353</u>
TOTAL LIABILITIES	<u>322,390</u>
DEFERRED INFLOWS OF RESOURCES	
Deferred revenues	166,716
Deferred inflows related to pension	5,064
TOTAL DEFERRED INFLOWS OF RESOURCES	<u>171,780</u>
NET POSITION	
Net investment in capital assets	24,274
Unrestricted	1,035,382
TOTAL NET POSITION	<u>1,059,656</u>
TOTAL LIABILITIES, DEFERRED INFLOWS OF RESOURCES AND NET POSITION	<u>\$ 1,553,826</u>

See accompanying independent auditor's report and notes to financial statements.

WINDHAM REGIONAL COMMISSION

STATEMENT OF ACTIVITIES
FOR THE YEAR ENDED SEPTEMBER 30, 2023

Functions/Programs	Expenses	Program Revenues			Net (Expense) Revenue and Changes in Net Position
		Charges for Services	Operating Grants and Contributions	Capital Grants and Contributions	Total Governmental Activities
Governmental activities:					
Town and regional planning	\$ 1,553,281	\$ 887,203	\$ 321,169	\$ -	\$ (344,909)
Funded special projects	93,177	-	76,475	-	(16,702)
Total government	<u>\$ 1,646,458</u>	<u>\$ 887,203</u>	<u>\$ 397,644</u>	<u>\$ -</u>	<u>(361,611)</u>
Changes in net position:					
Net (expense) revenue					<u>(361,611)</u>
General revenues:					
Town assessments					234,007
Interest income					22,344
Miscellaneous					<u>1,846</u>
Total general revenues					<u>258,197</u>
Change in net position					(103,414)
NET POSITION - OCTOBER 1					<u>1,163,070</u>
NET POSITION - SEPTEMBER 30					<u>\$ 1,059,656</u>

See accompanying independent auditor's report and notes to financial statements.

STATEMENT C

WINDHAM REGIONAL COMMISSION

BALANCE SHEET - GOVERNMENTAL FUNDS
SEPTEMBER 30, 2023

	General Fund	Revolving Loan Fund	Total Governmental Funds
ASSETS			
Cash and cash equivalents	\$ 297,502	\$ 251,920	\$ 549,422
Accounts receivables (net of allowance for uncollectibles)	129,169	30,763	159,932
Loans receivable	-	672,626	672,626
Prepaid items	15,003	-	15,003
Accrued revenue	3,396	-	3,396
TOTAL ASSETS	\$ 445,070	\$ 955,309	\$ 1,400,379
LIABILITIES			
Accounts payable	\$ 3,710	\$ -	\$ 3,710
Accrued liabilities	39,327	-	39,327
TOTAL LIABILITIES	43,037	-	43,037
DEFERRED INFLOWS OF RESOURCES			
Deferred revenues	166,716	672,626	839,342
TOTAL DEFERRED INFLOWS OF RESOURCES	166,716	672,626	839,342
FUND BALANCES			
Nonspendable	15,003	-	15,003
Restricted	-	-	-
Committed	-	282,683	282,683
Assigned	-	-	-
Unassigned	220,314	-	220,314
TOTAL FUND BALANCES	235,317	282,683	518,000
TOTAL LIABILITIES, DEFERRED INFLOWS OF RESOURCES AND FUND BALANCES	\$ 445,070	\$ 955,309	\$ 1,400,379

See accompanying independent auditor's report and notes to financial statements.

WINDHAM REGIONAL COMMISSION

RECONCILIATION OF THE GOVERNMENTAL FUNDS
BALANCE SHEET TO THE STATEMENT OF NET POSITION
SEPTEMBER 30, 2023

	<u>Total Governmental Funds</u>
Total Fund Balances	\$ 518,000
Amounts reported for governmental activities in the Statement of Net Position are different because:	
Capital assets used in governmental activities are not financial resources and therefore are not reported in the funds, net of accumulated depreciation	24,274
Other long-term assets are not available to pay for current-period expenditures therefore are deferred in the funds shown above:	
Loans receivable	672,626
Deferred outflows of resources related to pensions are not financial resources and therefore are not reported in the funds	129,173
Long-term obligations shown below, are not due and payable in the current period and therefore are not reported in the funds shown above:	
Net pension liability	(279,353)
Deferred inflows of resources related to pensions are not financial resources and therefore are not reported in the funds	<u>(5,064)</u>
Net position of governmental activities	<u>\$ 1,059,656</u>

See accompanying independent auditor's report and notes to financial statements.

WINDHAM REGIONAL COMMISSION

STATEMENT OF REVENUES, EXPENDITURES AND CHANGES IN FUND BALANCES
GOVERNMENTAL FUNDS
FOR THE YEAR ENDED SEPTEMBER 30, 2023

	General Fund	Revolving Loan Fund	Total Governmental Funds
REVENUES			
Town assessments	\$ 234,007	\$ -	\$ 234,007
Town technical assistance	86,909	-	86,909
State grants	388,311	76,475	464,786
Regional projects	800,294	-	800,294
Interest income	9	22,335	22,344
Miscellaneous revenues	97	1,749	1,846
TOTAL REVENUES	1,509,627	100,559	1,610,186
EXPENDITURES			
Current:			
Salaries and wages	786,761	-	786,761
Consulting	414,674	-	414,674
Payroll taxes and employee benefits	185,430	-	185,430
Postage, printing and office supplies	16,116	-	16,116
Rent	38,500	-	38,500
Travel	13,690	-	13,690
Legal, audit and accounting fees	9,123	-	9,123
Conferences, training and memberships	17,393	-	17,393
Insurance	12,424	-	12,424
Equipment purchases	11,133	-	11,133
Interest	426	-	426
Meals and lodging	2,059	-	2,059
Utilities	5,446	-	5,446
Maintenance and repairs	3,360	-	3,360
Telephone	180	-	180
Advertising	849	-	849
Grant expenditures	-	93,177	93,177
TOTAL EXPENDITURES	1,517,564	93,177	1,610,741
NET CHANGE IN FUND BALANCES	(7,937)	7,382	(555)
FUND BALANCES - OCTOBER 1	243,254	275,301	518,555
FUND BALANCES - SEPTEMBER 30	\$ 235,317	\$ 282,683	\$ 518,000

See accompanying independent auditor's report and notes to financial statements.

WINDHAM REGIONAL COMMISSION

RECONCILIATION OF THE STATEMENT OF REVENUES, EXPENDITURES
AND CHANGES IN FUND BALANCES OF GOVERNMENTAL FUNDS
TO THE STATEMENT OF ACTIVITIES
FOR THE YEAR ENDED SEPTEMBER 30, 2023

Net change in fund balances - total governmental funds (Statement E)	<u>\$ (555)</u>
Amounts reported for governmental activities in the Statement of Activities (Statement B) are different because:	
Governmental funds report capital outlays as expenditures while governmental activities report depreciation expense allocated to those expenditures over the life of the assets:	
Capital asset acquisitions	1,818
Capital asset disposals	(130)
Depreciation expense	<u>(11,031)</u>
	<u>(9,343)</u>
Deferred outflows of resources are a consumption of net position by the government that are applicable to a future reporting period and therefore are not reported in the funds	<u>47,734</u>
Revenues in the Statement of Activities that do not provide current financial resources are not reported as revenues in the funds:	
Loans receivable	<u>(67,142)</u>
Deferred inflows of resources are an acquisition of net position by the government that are applicable to a future reporting period and therefore are not reported in the funds	<u>77,723</u>
Some expenses reported in the Statement of Activities do not require the use of current financial resources and therefore are not reported as expenditures in governmental funds:	
Net pension liability	<u>(151,831)</u>
Change in net position of governmental activities (Statement B)	<u><u>\$ (103,414)</u></u>

See accompanying independent auditor's report and notes to financial statements.

WINDHAM REGIONAL COMMISSION

NOTES TO FINANCIAL STATEMENTS
FOR THE YEAR ENDED SEPTEMBER 30, 2023

NOTE 1 - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Reporting Entity

The Windham Regional Commission was incorporated under the laws of the State of Vermont Chapter 117 of Title 24 of Vermont State Statutes as a quasi-governmental organization. The Commission's purpose is to coordinate regional planning activities in Windham County.

The Commission's financial statements are prepared in accordance with generally accepted accounting principles (GAAP). The Governmental Accounting Standards Board (GASB) is responsible for establishing GAAP for state and local governments through its pronouncements (Statements and Interpretations).

The Commission's combined financial statements include all accounts and all operations of the Commission. We have determined that the Commission has no component units as described in GASB Statement No. 14 and amended by GASB Statements No. 39 and No. 61.

Implementation of New Accounting Standards

During the year ended September 30, 2023, the following statements of financial accounting standards issued by the Governmental Accounting Standards Board became effective:

Statement No. 94 "Public-Private and Public-Public Partnerships and Availability Payment Arrangements". The primary objective of this Statement is to improve financial reporting by addressing issues related to public-private and public-public partnership arrangements (PPPs). As used in this Statement, a PPP is an arrangement in which a government (the transferor) contracts with an operator (a governmental or nongovernmental entity) to provide public services by conveying control of the right to operate or use a nonfinancial asset, such as infrastructure or other capital asset (the underlying PPP asset), for a period of time in an exchange or exchange-like transaction. Some PPPs meet the definition of a service concession arrangement (SCA), which the Board defines in this Statement as a PPP in which (1) the operator collects and is compensated by fees from third parties; (2) the transferor determines or has the ability to modify or approve which services the operator is required to provide, to whom the operator is required to provide the services and the prices or rates that can be charged for the services and (3) the transferor is entitled to significant residual interest in the service utility of the underlying PPP asset at the end of the arrangement. Management has determined the impact of this Statement is not material to the financial statements.

WINDHAM REGIONAL COMMISSION

NOTES TO FINANCIAL STATEMENTS
FOR THE YEAR ENDED SEPTEMBER 30, 2023

NOTE 1 - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

Statement No. 96 "Subscription-Based Information Technology Arrangements". This Statement provides guidance on the accounting and financial reporting for subscription-based information technology arrangements (SBITAs) for government end users (governments). This Statement (1) defines a SBITA; (2) establishes that a SBITA results in a right-to-use subscription asset - an intangible asset - and a corresponding subscription liability; (3) provides the capitalization criteria for outlays other than subscription payments, including implementation costs of a SBITA and (4) requires note disclosures regarding a SBITA. To the extent relevant, the standards for SBITAs are based on the standards established in Statement No. 87, Leases, as amended. Management has determined the impact of this Statement is not material to the financial statements.

Statement No. 99 "Omnibus 2022". The objectives of this Statement are to enhance comparability in accounting and financial reporting and to improve the consistency of authoritative literature by addressing (1) practice issues that have been identified during implementation and application of certain GASB Statements and (2) accounting and financial reporting for financial guarantees. The practice issues addressed by this Statement are to provide clarification of provisions in Statement No. 87, Leases, as amended, related to the determination of the lease term, classification of a lease as a short-term lease, recognition and measurement of a lease liability and a lease asset and identification of lease incentives, clarification of provisions in Statement No. 94, Public-Private and Public-Public Partnerships and Availability Payment Arrangements, related to (a) the determination of the public-private and public-public partnership (PPP) term and (b) recognition and measurement of installment payments and the transfer of the underlying PPP asset, clarification of provisions in Statement No. 96, Subscription-Based Information Technology Arrangements, related to the subscription-based information technology arrangement (SBITA) term, classification of a SBITA as a short-term SBITA and recognition and measurement of a subscription liability, extension of the period during which the London Interbank Offered Rate (LIBOR) is considered an appropriate benchmark interest rate for the qualitative evaluation of the effectiveness of an interest rate swap that hedges the interest rate risk of taxable debt, accounting for the distribution of benefits as part of the Supplemental Nutrition Assistance Program (SNAP), disclosures related to nonmonetary transactions, pledges of future revenues when resources are not received by the pledging government, clarification of provisions in Statement No. 34, Basic Financial Statements - and Management's Discussion and Analysis - for State and Local Governments, as amended, related to the focus of the government-wide financial statements, terminology updates related to certain provisions of Statement No. 63, Financial Reporting of Deferred Outflows of Resources, Deferred Inflows of Resources and Net Position and terminology used in Statement 53 to refer to resource flows statements. Management has determined the impact of this Statement is not material to the financial statements.

WINDHAM REGIONAL COMMISSION

NOTES TO FINANCIAL STATEMENTS
FOR THE YEAR ENDED SEPTEMBER 30, 2023

NOTE 1 - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

Government-Wide and Fund Financial Statements

The Commission's basic financial statements include both government-wide (reporting the Commission as a whole) and fund financial statements (reporting the Commission's major funds).

Both the government-wide and fund financial statements categorize primary activities as either governmental or business-type. All activities of the Commission are categorized as governmental.

In the government-wide Statement of Net Position, the governmental activities column is (a) presented on a consolidated basis by column and (b) is reported on a full accrual, economic resources basis, which recognizes all long-term assets and receivables as well as long-term debt and obligations. The Commission's net position is reported in three parts - net investment in capital assets; restricted net position and unrestricted net position. The Commission first utilizes restricted resources to finance qualifying activities.

The government-wide Statement of Activities reports both the gross and net cost of each of the Commission's functions (town and regional planning, funded special projects, etc.) excluding fiduciary activities. The functions are also supported by general government revenues (town assessments, certain intergovernmental revenues, miscellaneous revenues, etc.). The Statement of Activities reduces gross expenses (including depreciation) by related program revenues, operating and capital grants. Program revenues must be directly associated with the function. Operating grants include operating-specific and discretionary (either operating or capital) grants while the capital grants column reflects capital-specific grants. For the most part, the interfund activity has been eliminated from these government-wide financial statements.

The net costs (by function) are normally covered by general revenue (taxes, certain intergovernmental revenues and charges for services, etc.).

The Commission allocates certain indirect costs to town and regional planning and funded special projects.

The government-wide focus is more on the sustainability of the Commission as an entity and the change in the Commission's net position resulting from the current year's activities.

WINDHAM REGIONAL COMMISSION

NOTES TO FINANCIAL STATEMENTS
FOR THE YEAR ENDED SEPTEMBER 30, 2023

NOTE 1 - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

Measurement Focus - Basic Financial Statements and Fund Financial Statements

The financial transactions of the Commission are reported in the individual funds in the fund financial statements. Each fund is accounted for by providing a separate set of self-balancing accounts that comprise its assets, deferred outflows of resources, liabilities, deferred inflows of resources, fund balances, revenues and expenditures/expenses. The various funds are reported by generic classification within the financial statements. The following fund types are used by the Commission:

1. Governmental Funds:

The focus of the governmental funds' measurement (in the fund statements) is upon determination of financial position (sources, uses and balances of financial resources) rather than upon net income. The following is a description of the governmental funds of the Commission:

Major Funds

- a. The General Fund is the general operating fund of the Commission. It is used to account for all financial resources except those required to be accounted for in another fund.
- b. The Revolving Loan Fund is used to account for the proceeds of specific revenue sources that are legally restricted to expenditures for specified purposes. Primary revenue sources are interest income and other income.

The emphasis in fund financial statements is on the major funds in either the governmental or business-type activities categories. Nonmajor funds by category are summarized into a single column. GASB Statement No. 34 sets forth minimum criteria (percentage of the assets, deferred outflows of resources, liabilities, deferred inflows of resources, revenues or expenses of either the fund category or the governmental and enterprise combined) for the determination of major funds. The Commission does not currently have any nonmajor funds.

WINDHAM REGIONAL COMMISSION

NOTES TO FINANCIAL STATEMENTS
FOR THE YEAR ENDED SEPTEMBER 30, 2023

NOTE 1 - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

Basis of Accounting

Basis of accounting refers to when revenues and expenditures or expenses are recognized in the accounts and reported in the financial statements. Basis of accounting relates to the timing of the measurements made, regardless of the measurement focus applied.

1. Accrual

Governmental activities in the government-wide financial statements and fiduciary fund financial statements are presented on the accrual basis of accounting. Revenues are recognized when earned and expenses are recognized when incurred.

2. Modified Accrual

The governmental fund financial statements are presented on the modified accrual basis of accounting. Under the modified accrual basis of accounting, revenues are recorded when susceptible to accrual; i.e., both measurable and available. "Available" means collectible within the current period or soon enough thereafter to be used to pay liabilities of the current period. Expenditures are generally recognized under the modified accrual basis of accounting when the related liability is incurred. The exception to this general rule is that principal and interest on general obligation long-term debt, if any, is recognized when due.

Budget

The Commission's policy is to adopt an annual budget for operations. The budget is presented on the modified accrual basis of accounting which is consistent with generally accepted accounting principles.

The following procedures are followed in establishing budgetary data reflected in the financial statements:

1. Early in the second half of the year the Commission prepared a budget for the fiscal year beginning October 1. The operating budget includes proposed expenditures and the means of financing them.
2. A meeting of the inhabitants of the Windham Regional Commission was then called for the purpose of adopting the proposed budget after public notice of the meeting was given.

WINDHAM REGIONAL COMMISSION

NOTES TO FINANCIAL STATEMENTS
FOR THE YEAR ENDED SEPTEMBER 30, 2023

NOTE 1 - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

3. The budget was adopted subsequent to passage by the inhabitants of the Commission.

Deposits and Investments

The Commission's cash and cash equivalents are considered to be cash on hand, demand deposits and short-term investments with original maturities of three months or less from the date of acquisition.

It is the Commission's policy to value investments at fair value. None of the Commission's investments are reported at amortized cost. For purposes of the statement of cash flows, all highly liquid investments with a maturity of three months or less when purchased are considered to be cash equivalents. The Commission Treasurer is authorized by State Statutes to invest all excess funds in the following:

- Obligations of the U.S. Government, its agencies and instrumentalities
- Certificates of deposit and other evidence of deposits at banks, savings and loan associations and credit unions
- Repurchase agreements
- Money market mutual funds

Interfund Receivables and Payables

Transactions between funds that are representative of lending/borrowing arrangements outstanding at the end of the fiscal year are referred to as "due to/from other funds". While these balances are reported in fund financial statements, certain eliminations are made in the preparation of the government-wide financial statements. Any residual balances outstanding between governmental activities and business-type activities are reported in the governmental-wide financial statements as "internal balances".

Transactions Between Funds

Legally authorized transfers are treated as interfund transfers and are included in the results of operations of Governmental Funds.

WINDHAM REGIONAL COMMISSION

NOTES TO FINANCIAL STATEMENTS
FOR THE YEAR ENDED SEPTEMBER 30, 2023

NOTE 1 - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

Receivables

Receivables include amounts due from governmental agencies. All receivables are current and therefore due within one year. Receivables are reported net of an allowance for uncollectible accounts and revenues net of uncollectibles. Allowances are reported when accounts are proven to be uncollectible. The allowance for uncollectible accounts is estimated to be \$0 as of September 30, 2023. Accounts receivable netted with allowances for uncollectible accounts were \$159,932 for the year ended September 30, 2023. The allowance for uncollectible accounts for loans receivable is estimated to be \$0 as of September 30, 2023. Loans receivable netted with allowances for uncollectible accounts were \$672,626 for the year ended September 30, 2023.

Prepaid Items

Certain payments to vendors reflect costs applicable to future accounting periods and are recorded as prepaid items. The cost of prepaid items is recorded as expenditures/expenses when consumed rather than when purchased.

Capital Assets

Capital assets purchased or acquired with an original cost of \$1,000 or more are reported at historical cost or estimated historical cost. Additions, improvements and other capital outlays that significantly extend the useful life of an asset are capitalized. Infrastructure such as streets, traffic signals and signs are capitalized. Other costs incurred for repairs and maintenance are expensed as incurred. Depreciation on all assets is provided on the straight-line basis over the estimated useful lives.

The assets are valued at historical cost when available and estimated historical cost where actual invoices or budgetary data was unavailable. Donated capital assets are reported at their estimated fair market value on the date received. All retirements have been recorded by eliminating the net carrying values.

Estimated useful lives are as follows:

Buildings	20 - 50 years
Infrastructure	50 - 100 years
Machinery and equipment	3 - 50 years
Vehicles	3 - 25 years

WINDHAM REGIONAL COMMISSION

NOTES TO FINANCIAL STATEMENTS
FOR THE YEAR ENDED SEPTEMBER 30, 2023

NOTE 1 - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

Long-term Obligations

The accounting treatment of long-term obligations depends on whether the assets are used in governmental fund operations or proprietary fund operations and whether they are reported in the government-wide or fund financial statements.

All long-term obligations to be repaid from governmental and business-type resources are reported as liabilities in government-wide statements. The Commission's long-term obligations consist of net pension liability.

Long-term debt for governmental funds is not reported as liabilities in the fund financial statements. The debt proceeds are reported as other financing sources and payment of principal and interest reported as expenditures. The accounting for proprietary funds is the same in the fund statements as it is in the government-wide statements.

Pension

For purposes of measuring the net pension liability, deferred outflows of resources and deferred inflows of resources related to pensions and pension expense, information about the fiduciary net position of the Vermont Municipal Employees' Retirement System (VMERS) Plan and additions to/deductions from the VMERS Plan fiduciary net position has been determined on the same basis as they are reported by the VMERS Plan. For this purpose, benefit payments (including refunds of employee contributions) are recognized when due and payable in accordance with the benefit terms. Investments are reported at fair value.

Net Position

Net position represents the difference between all other elements in a statement of financial position. Net investment in capital assets consists of capital assets, net of accumulated depreciation, reduced by the outstanding balances of any borrowing used for those assets and adding back unspent proceeds. Net position is reported as restricted when there are limitations imposed on its use either through enabling legislations adopted by the Commission or through external restrictions imposed by creditors, grantors or laws or regulations of other governments. Unrestricted net position is the net amount of the assets, deferred outflows of resources, liabilities and deferred inflows of resources that are not included in the determination of net investment in capital assets or restricted net position.

WINDHAM REGIONAL COMMISSION

NOTES TO FINANCIAL STATEMENTS
FOR THE YEAR ENDED SEPTEMBER 30, 2023

NOTE 1 - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

Fund Balances

In the fund financial statements, fund balance for governmental funds is reported in classifications that comprise a hierarchy based primarily on the extent to which the Commission is bound to honor constraints on the specific purpose for which amounts in the funds can be spent. Fund balance is reported in five components - nonspendable, restricted, committed, assigned and unassigned.

Nonspendable - This includes amounts that cannot be spent either because they are not in spendable form or because they are legally or contractually required to be maintained intact.

Restricted - This includes amounts that can be spent only for specific purposes because of constitutional provisions or enabling legislation or because of constraints that are externally imposed by creditors, grantors, contributors or the laws or regulations of other governments.

Committed - This includes amounts that can be used only for specific purposes determined by a formal action of the inhabitants of the Commission. The inhabitants of the Commission through Commission meetings are the highest level of decision-making authority of the Commission. Commitments may be established, modified or rescinded only through a Commission meeting vote.

Assigned - This includes amounts that do not meet the criteria to be classified as restricted or committed but that are intended to be used for specific purposes. The authority for assigning fund balance is given annually by vote of the taxpayers and is expressed by the Board of Commissioners.

Unassigned - This includes all other spendable amounts. The general fund is the only fund that reports a positive unassigned fund balance amount. Other governmental funds besides the general fund can only report a negative unassigned fund balance amount.

When an expenditure is incurred for purposes for which both restricted and unrestricted fund balances are available, the Commission considers restricted funds to have been spent first. When an expenditure is incurred for which committed, assigned or unassigned fund balances are available, the Commission considers amounts to have been spent first out of committed funds, then assigned funds and finally unassigned funds, as needed, unless the Commission meeting vote has provided otherwise in its commitment or assignment actions.

WINDHAM REGIONAL COMMISSION

NOTES TO FINANCIAL STATEMENTS
FOR THE YEAR ENDED SEPTEMBER 30, 2023

NOTE 1 - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

Deferred Outflows and Inflows of Resources

In addition to assets, the statement of financial position and/or balance sheet will at times report a separate section for deferred outflows of resources. This separate financial statement element, *deferred outflows of resources*, represents a consumption of net position that applies to a future period(s) and so will not be recognized as an outflow of resources (expense/expenditure) until then. The Commission currently has one type of this item, deferred outflows related to pensions. This item is reported in the statement of net position.

In addition to liabilities, the statement of financial position and or balance sheet will at times report a separate section for deferred inflows of resources. This separate financial statement element, *deferred inflows of resources*, represents an acquisition of net position that applies to a future period(s) and so will not be recognized as an inflow of resources (revenue) until that time. Deferred revenues qualify for reporting in this category. This item is reported in both the statements of net position and governmental funds balance sheet. Deferred inflows related to pensions qualifies for reporting in this category. This item is reported only in the statement of net position. All items in this category are deferred and recognized as an inflow of resources in the period that the amounts become available.

Program Revenues

Program revenues include all directly related income items applicable to a particular program (charges to customers or applicants for goods, services or privileges provided; operating or capital grants and contributions, including special assessments).

Encumbrance Accounting

Encumbrances are not liabilities and, therefore, are not recorded as expenditures until receipt of material or service. For budgetary purposes, appropriations lapse at fiscal year-end. The Commission does not utilize encumbrance accounting for its general fund.

Use of Estimates

During the preparation of the Commission's financial statements, management is required to make estimates and assumptions that affect the reported amounts of assets, liabilities and disclosure of contingent items as of the date of the financial statements and the reported amounts of revenues and expenses/expenditures during the reporting period. Actual results may differ from these estimates.

WINDHAM REGIONAL COMMISSION

NOTES TO FINANCIAL STATEMENTS
FOR THE YEAR ENDED SEPTEMBER 30, 2023

NOTE 2 - DEPOSITS AND INVESTMENTS

The Commission's investment policies, which follow state statutes, authorize the Commission to invest in obligations of the U.S. Treasury, agencies and instrumentalities, other states and Canada, provided such securities are rated within the three highest grades by an approved rating service of the State of Vermont, corporate stocks and bonds within statutory limits, financial institutions, mutual funds and repurchase agreements. These investment policies apply to all Commission funds.

Deposits:

Custodial credit risk for deposits is the risk that, in the event of a failure of a depository financial institution, the Commission will not be able to recover its deposits or will not be able to recover collateral securities that are in possession of an outside party. The Commission does not have a policy covering custodial credit risk.

At September 30, 2023, the Commission's cash balance of \$549,422 was comprised of bank deposits amounting to \$620,157. Bank deposits are adjusted primarily by outstanding checks and deposits in transit to reconcile to the Commission's cash. Of these bank deposits, \$500,000 were fully covered by federal depository insurance and \$120,157 was collateralized by third-party agreements and consequently were not exposed to custodial credit risk.

<u>Account Type</u>	<u>Bank Balance</u>
Checking accounts	<u>\$ 620,157</u>

Investments:

Custodial credit risk for investments is that, in the event of failure of the counterparty, the Commission will not be able to recover the value of its investments or collateral securities that are in possession of an outside party. Currently, the Commission does not have a policy for custodial credit risk for investments.

Interest rate risk - is the risk that changes in interest rates will adversely affect the fair value of an investment. The Commission does not have a formal investment policy that limits investment maturities as a means of managing its exposure to fair value losses arising from fluctuations in interest rates.

At September 30, 2023, the Commission had \$0 in investments.

WINDHAM REGIONAL COMMISSION

NOTES TO FINANCIAL STATEMENTS
FOR THE YEAR ENDED SEPTEMBER 30, 2023

NOTE 2 - DEPOSITS AND INVESTMENTS (CONTINUED)

Credit risk - Statutes for the State of Vermont authorize the Commission to invest in obligations of the U.S. Treasury, agencies and instrumentalities, other states and Canada, provided such securities are rated within the three highest grades by an approved rating service of the State of Vermont, corporate stocks and bonds within statutory limits, financial institutions, mutual funds and repurchase agreements. The Commission does not have an investment policy on credit risk.

NOTE 3 - LOANS RECEIVABLE

The Commission receives environmental remediation funds from the Environmental Protection Agency through its Brownfields Program. A portion of these funds are designated for creation of a Revolving Loan Fund. The Commission has developed a Special Revenue Fund that segregates Revolving Loan Fund payments and records associated assets and liabilities. The Commission has elected to only record the actual drawdowns, as the remainder of the available funds may or may not be used. Since 2015, the EPA has made available \$1,417,942 for revolving loans, of which, \$672,626 has been drawn down and distributed. The remaining Revolving Loan Funds available for disbursement on this grant is approximately \$745,316.

The following loans receivable were outstanding as of September 30, 2023:

New England Youth Theatre, Inc. - Total funds awarded as of September 30, 2023 was \$200,000 which consists of a loan for \$125,000 and a grant of \$75,000 which is available for use in cleaning up a Brownfield site at 48 Elm Street in Brattleboro, Vermont. The loan charges a fixed interest rate of 3.125% and has a maturity date of 120 days after the project is completed. The loan is secured by a mortgage deed on property located in Brattleboro, Vermont.

Barbara George, dba B.G. Enterprises - a Vermont corporation - Total funds awarded as of September 30, 2023 was \$160,000 which is available for use in cleaning up a Brownfield site at 116, 122, 130 and 132 Birge Street in Brattleboro, Vermont. The loan charges a fixed interest rate of 3.5% and has a maturity date of December of 2024. The loan is secured by a mortgage deed on property located in Brattleboro, Vermont.

WINDHAM REGIONAL COMMISSION

NOTES TO FINANCIAL STATEMENTS
FOR THE YEAR ENDED SEPTEMBER 30, 2023

NOTE 3 - LOANS RECEIVABLE (CONTINUED)

Hoosic River Hydro, LLC - Total funds awarded as of September 30, 2023 was \$36,969 which is available for cleanup of a Brownfield site. The loan is due in November of 2027 and charges a fixed interest rate of 3.125%.

Bennington County Industrial Corporation - Total funds awarded as of September 30, 2023 was \$430,000 which is available to be used for the abatement and removal of identified environmental contamination of property located at 105-109 South Street and 331-335 Main Street in Bennington, Vermont. The loan charges a fixed interest rate of 3% and has a maturity date of ninety-six months after the project is complete. The loan is secured by a mortgage deed on property located in Bennington, Vermont.

RCC2, LP - Total funds awarded as of September 30, 2023 was \$100,000 which is available for cleanup of a Brownfield site at 32 Fairgrounds Road. The loan is due in August of 2036 and charges a fixed interest rate of 2.000%. The loan is secured by a mortgage deed on property located in Brattleboro, Vermont.

The following is a summary of changes in loans receivable for the year ended September 30, 2023:

	Balance, 10/1/22	Additions	Deletions	Balance, 9/30/23
Deerfield Valley Transit Association, Inc.	\$ 42,853	\$ -	\$ (42,853)	\$ -
New England Youth Theatre, Inc.	38,378	-	(8,334)	30,044
BG Enterprises	113,513	-	(6,060)	107,453
Hoosic River Hydro, LLC	19,390	-	(2,578)	16,812
Bennington County Industrial Corporation	430,000	-	-	430,000
RCC2, LP	95,634	-	(7,317)	88,317
	<u>\$ 739,768</u>	<u>\$ -</u>	<u>\$ (67,142)</u>	<u>\$ 672,626</u>

WINDHAM REGIONAL COMMISSION

NOTES TO FINANCIAL STATEMENTS
FOR THE YEAR ENDED SEPTEMBER 30, 2023

NOTE 4 - CAPITAL ASSETS

The following is a summary of changes in capital assets for the year ended September 30, 2023:

	Balance, 10/1/22	Additions	Disposals	Balance, 9/30/23
<u>Governmental activities</u>				
Depreciated assets:				
Office equipment and furnishings	\$ 81,267	\$ 1,818	\$ (2,851)	\$ 80,234
	81,267	1,818	(2,851)	80,234
Less: accumulated depreciation	(47,650)	(11,031)	2,721	(55,960)
	33,617	(9,213)	(130)	24,274
Net capital assets	\$ 33,617	\$ (9,213)	\$ (130)	\$ 24,274

NOTE 5 - LINES OF CREDIT

The Commission has two lines of credit. One line of credit allows for principal draws up to \$100,000 with Brattleboro Savings and Loan at 5.250% per annum. This line of credit matured on January 9, 2023. The other line of credit allows for principal draws up to \$100,000 with M&T Bank at 4.31% per annum. On September 30, 2023 the outstanding balance on this line of credit was \$0.

NOTE 6 - LONG-TERM OBLIGATIONS

A summary of changes in long-term obligations for the year ended September 30, 2023 is as follows:

	Balance, 10/1/22	Additions	Deletions	Balance, 9/30/23	Current Portion
Net pension liability	\$ 127,522	\$ 183,809	\$ (31,978)	\$ 279,353	\$ -

Please see Note 10 for detailed information on the net pension liability.

WINDHAM REGIONAL COMMISSION

NOTES TO FINANCIAL STATEMENTS
FOR THE YEAR ENDED SEPTEMBER 30, 2023

NOTE 7 - NET INVESTMENT IN CAPITAL ASSETS

The following is the calculation of the net investment in capital assets for the Commission at September 30, 2023:

Invested in capital assets	\$	80,234
Accumulated depreciation		<u>(55,960)</u>
	\$	<u>24,274</u>

NOTE 8 - NONSPENDABLE FUND BALANCE

At September 30, 2023, the Commission had the following nonspendable fund balance:

General fund:

Prepaid items	\$	<u>15,003</u>
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NOTE 9 - COMMITTED FUND BALANCE

At September 30, 2023, the Commission had the following committed fund balance:

Revolving loan fund	\$	<u>282,683</u>
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NOTE 10 - DEFINED BENEFIT PENSION PLAN

VERMONT MUNICIPAL EMPLOYEES' RETIREMENT SYSTEM

Plan Description

The Vermont Municipal Employees' Retirement System (VMERS) is a cost sharing, multi-employer defined benefit pension plan that is administered by the State Treasurer and its Board of Trustees. The plan was established effective July 1, 1975 and is governed by Title 24, V.S.A. Chapter 125. It is designed for persons employed on a regular basis by a governmental unit for no fewer than 1,040 hours in a year and for no fewer than 30 hours a week for the school year, as defined in 16 V.S.A. § 1071 or for no fewer than 1,040 hours in a year and for no fewer than 24 hours a week year-round; provided, however, that if a person who was employed on a regular basis by a governmental unit as either a special education or transportation employee and who was

WINDHAM REGIONAL COMMISSION

NOTES TO FINANCIAL STATEMENTS
FOR THE YEAR ENDED SEPTEMBER 30, 2023

NOTE 10 - DEFINED BENEFIT PENSION PLAN (CONTINUED)

transferred to and is working in a Supervisory Union in the same capacity pursuant to 16 V.S.A. § 261a(a)(6) or (8)(E) and if that person is also employed on a regular basis by a governmental unit within the Supervisory Union, then the person is an "employee" if these criteria are met by the combined hours worked for the Commission and school district. The term shall also mean persons employed on a regular basis by a municipality other than a school district for no fewer than 1,040 hours in a year and for no fewer than 24 hours per week, including persons employed in a library at least one-half of whose operating expenses are met by municipal funding. For the year ended June 30, 2021 (the most recent data available), the retirement system consisted of 16,158 participating members.

The general administration and responsibility for formulating administrative policy and procedures of the Retirement System for its members and their beneficiaries is vested in the Board of Trustees consisting of five members. They are the State Treasurer, two employee representatives elected by the membership of the system and two employer representatives - one elected by the governing bodies of participating employers of the system and one selected by the Governor from a list of four nominees. The list of four nominees is jointly submitted by the Vermont League of Cities and Schools and the Vermont School Boards Association.

All assets are held in a single trust and are available to pay retirement benefits to all members. Benefits available to each group are based on average final compensation (AFC) and years of creditable service. VMERS does not issue stand-alone financial reports, but instead are included as part of the State of Vermont's Annual Comprehensive Financial Report. The Annual Report may be viewed on the State's Department of Finance and Management website at: Annual Comprehensive Financial Report | Department of Finance and Management (vermont.gov).

Benefits Provided

The pension plan is divided into four membership groups:

- Group A - general employees whose legislative bodies have not elected to become a member of Group B or Group C
- Groups B and C - general employees whose legislative bodies have elected to become members of Group B or Group C
- Group D - sworn police officers, firefighters and emergency medical personnel

The Commission participates in Group A. Benefits available to each group are based on average final compensation (AFC) and years of creditable service and are summarized below:

WINDHAM REGIONAL COMMISSION

NOTES TO FINANCIAL STATEMENTS
FOR THE YEAR ENDED SEPTEMBER 30, 2023

NOTE 10 - DEFINED BENEFIT PENSION PLAN (CONTINUED)

VMERS	Group A	Group B	Group C	Group D
Normal service retirement eligibility	Age 65 with 5 years of service or age 55 with 35 years of service	Age 62 with 5 years of service or age 55 with 30 years of service	Age 55 with 5 years of service	Age 55 with 5 years of service
Average Final Compensation (AFC)	Highest 5 consecutive years	Highest 3 consecutive years	Highest 3 consecutive years	Highest 2 consecutive years
Benefit formula - Normal Service Retirement (no reduction)	1.4% x creditable service x AFC	1.7% x creditable service x AFC + previous service; 1.4% x Group A service x AFC	2.5% x creditable service x AFC + previous service; 1.4% x Group A service x AFC; 1.7% x Group B x AFC	2.5% x creditable service x AFC + previous service; 1.4% x Group A service x AFC; 1.7% x Group B x AFC; 2.5% x Group C service x AFC
Maximum Benefit Payable	60% of AFC	60% of AFC	50% of AFC	50% of AFC
Post-Retirement COLA	50% of CPI, up to 2% per year	50% of CPI, up to 3% per year	50% of CPI, up to 3% per year	50% of CPI, up to 3% per year
Early Retirement Eligibility	Age 55 with 5 years of service	Age 55 with 5 years of service	N/A	Age 50 with 20 years of service
Early Retirement Reduction	6% per year from age 65 **	6% per year from age 62 **	N/A	No reduction

** A special early retirement factor of 3% per year only for municipal police officers who have attained age 60

WINDHAM REGIONAL COMMISSION

NOTES TO FINANCIAL STATEMENTS
FOR THE YEAR ENDED SEPTEMBER 30, 2023

NOTE 10 - DEFINED BENEFIT PENSION PLAN (CONTINUED)

Members of all groups may qualify for vested deferred allowance, disability allowances and death benefit allowance subject to meeting various eligibility requirements. Benefits are based on AFC and service.

Contributions

Title 24 VSA Chapter 125 of Vermont Statutes grants the authority to the Retirement Board to annually review the amount of municipalities' contributions as recommended by the actuary of the retirement system in order to achieve and preserve the financial integrity of the fund and to certify the rates of contributions payable by employers. The Board of Trustees also certifies the rates of contribution payable by employees. Contribution rates for each group as of July 1, 2022 are as follows:

VMERS	Group A	Group B	Group C	Group D
Employee Contributions	3.500% of gross salary	5.875% of gross salary	11.000% of gross salary	12.350% of gross salary
Employer Contributions	5.000% of gross salary	6.500% of gross salary	8.250% of gross salary	10.850% of gross salary

Employee contributions are paid by the Commission and are remitted to the State of Vermont. Such contributions for the year ended September 30, 2023 totaled \$22,441. The Commission contributed \$31,878 for the year ended September 30, 2023 in employer contributions. The Commission's total payroll for the year ended September 30, 2023 for all employees covered under this plan was \$627,146.

Pension Liabilities

At September 30, 2023, the Commission reported a liability of \$279,353 for its proportionate share of the net pension liabilities for each plan. The net pension liabilities were measured as of June 30, 2022 and the total pension liabilities used to calculate the net pension liabilities was determined by an actuarial valuation as of June 30, 2021. The Commission's proportion of the net pension liabilities were based on a projection of the Commission's long-term share of contributions to each pension plan relative to the projected contributions of all participating Commissions, actuarially determined.

At June 30, 2022, the Commission's proportion was 0.092082% for VMERS, which was an increase of 0.005442% from its proportion measured as of June 30, 2021 for VMERS.

WINDHAM REGIONAL COMMISSION

NOTES TO FINANCIAL STATEMENTS
FOR THE YEAR ENDED SEPTEMBER 30, 2023

NOTE 10 - DEFINED BENEFIT PENSION PLAN (CONTINUED)

Pension Expense and Deferred Outflows of Resources and Deferred Inflows of Resources Related to Pensions

For the year ended September 30, 2023, the Commission recognized pension expense of \$26,374 for the VMERS plan. At September 30, 2023, the Commission reported deferred outflows of resources and deferred inflows of resources related to pensions from the following sources:

	VMERS	
	Deferred Outflows of Resources	Deferred Inflows of Resources
Differences between expected and actual experience	\$ 20,980	\$ -
Changes of assumptions	14,282	-
Net difference between projected and actual earnings on pension plan investments	45,353	-
Changes in proportion and differences between contributions and proportionate share of contributions	16,580	5,064
Contributions subsequent to the measurement date	31,978	-
Total	\$ 129,173	\$ 5,064

\$31,978 reported as deferred outflows of resources related to pensions resulting from Commission contributions subsequent to the measurement date will be recognized as a reduction of the net pension liability in the year ended September 30, 2024. Other amounts reported as deferred outflows of resources and deferred inflows of resources related to pensions will be recognized in pension expense as follows:

	VMERS Plan	
Plan year ended June 30:		
2023	\$	27,947
2024		22,159
2025		11,575
2026		30,450
2027		-
Thereafter		-

WINDHAM REGIONAL COMMISSION

NOTES TO FINANCIAL STATEMENTS
FOR THE YEAR ENDED SEPTEMBER 30, 2023

NOTE 10 - DEFINED BENEFIT PENSION PLAN (CONTINUED)

Significant Actuarial Assumptions and Methods

The total pension liability for the June 30, 2022 measurement date was determined by rolling forward the total pension liability as of June 30, 2021 to June 30, 2022. The total pension liability was calculated using the following actuarial assumptions:

Investment Rate of Return: 7.00%, net of pension plan investment expense, including inflation.

Inflation: 2.30%

Salary Increases: Varying, service-based rates from 0-10 years of service, then a single rate of 4.50% (includes assumed inflation rate of 2.30%) for all subsequent years.

Deaths After Retirement: Mortality rates for pre-retirement, healthy retirees and disabled retirees in the VMERS plan for Groups A, B, C and D were based on historical and current demographic data, adjusted to reflect health characteristics of the underlying groups and estimated future experience and professional judgment. The mortality tables were then adjusted to future years using the generational projection to reflect future mortality improvement between the measurement date and those years.

Pre-Retirement:

- Groups A/B/C - 40% PubG-2010 General Employee Amount-Weighted below-median and 60% of PubG-2010 General Employee Amount-Weighted, with generational projection using Scale MP-2019.
- Group D - PubG-2010 General Employee Amount-Weighted above-median, with generational projection using scale MP-2019.

Healthy Post-Retirement - Retirees:

- Groups A/B/C - 104% of 40% PubG-2010 General Healthy Retiree Amount-Weighted below-median and 60% of PubG-2010 General Healthy Retiree Amount-Weighted, with generational projection using scale MP-2019.
- Group D - PubG-2010 General Healthy Retiree Amount-Weighted, with generational projection using scale MP-2019.

WINDHAM REGIONAL COMMISSION

NOTES TO FINANCIAL STATEMENTS
FOR THE YEAR ENDED SEPTEMBER 30, 2023

NOTE 10 - DEFINED BENEFIT PENSION PLAN (CONTINUED)

Healthy Post-Retirement - Beneficiaries:

- Groups A/B/C - 70% Pub-2010 Contingent Survivor Amount-Weighted below-median and 30% of Pub-2010 Contingent Survivor Amount-Weighted, with generational projection using scale MP-2019.
- Group D - Pub-2010 Contingent Survivor Amount-Weighted, with generational projection using scale MP-2019.

Disabled Post-Retirement:

- All Groups - PubNS-2010 Non-Safety Disabled Retiree Amount-Weighted Mortality Table with generational projection using Scale MP-2019.

Inactive Members: Valuation liability equals 100% of accumulated contributions. Inactive who are vested immediately become Deferred Members and the liabilities for all Deferred Members are based on the accrued benefit.

Future Administrative Expenses: An expense adjustment based on actual expenses for the previous year is reflected in the development of recommended employer contribution levels.

Unknown Data for Participants: The same as those exhibited by participants with similar known characteristics. If not specified, participants are assumed to be male.

Percent Married: 85% of male members and 50% of female members are assumed to be married.

Spouse's Age: Husbands are assumed to be three years older than their wives.

Cost-of-Living Adjustments: Assumed to occur on January 1 following one year of retirement at the rate of 1.10% per annum for Group A members and 1.20% per annum for Groups B, C and D members (beginning at Normal Retirement eligibility age for members who elect reduced early retirement, at age 62 for members of Group A, B and D who receive a disability retirement benefit and at age 55 for members of Group C who receive a disability retirement benefit). The January 1, 2021 COLA is 0.40% for all groups. The January 1, 2023 COLA is 2.00% for Group A members and 3.00% for Group B, C and D members.

Actuarial Cost Method: The Projected Benefit Cost Method is used. Normal contribution rates for each Group are equal to rates from the prior year, adjusted for increases or decreases in rates due to assumption changes or plan provision changes.

WINDHAM REGIONAL COMMISSION

NOTES TO FINANCIAL STATEMENTS
FOR THE YEAR ENDED SEPTEMBER 30, 2023

NOTE 10 - DEFINED BENEFIT PENSION PLAN (CONTINUED)

A smoothing *asset valuation method* was used for funding purposes in the VMERS plan, under which the value of assets for actuarial purposes equals market value less a five-year phase-in of the differences between actual and assumed investment return. Then value of assets for actuarial purposes may not differ from the market value of assets by more than 20%.

The *long-term expected rate of return* on plan investments was determined using a building-block method in which best-estimate ranges of expected future real rates of return (expected returns, net of investment expense and inflation) developed for each major asset class. These best estimate ranges were combined to produce the long-term expected rate of return by weighting the expected future real rates of return by the target asset allocation percentage and by adding expected inflation.

Best estimates of arithmetic rates of return for each major asset class included in the target asset allocation as of June 30, 2022 are summarized in the following table:

Asset Class	Target Allocation	Long-term Expected Real Rate of Return
Passive Global Equities	24.00%	4.30%
Active Global Equities	5.00%	4.30%
US Equity - Large Cap	4.00%	3.25%
US Equity - Small/Mid Cap	3.00%	3.75%
Non-US Developed Market Equities	7.00%	5.00%
Non-US Equity - Small Cap	0.00%	0.00%
Emerging Market Debt	4.00%	3.50%
Core Fixed Income	19.00%	0.00%
Private and Alternative Credit	10.00%	4.75%
US TIPS	3.00%	-0.50%
Core Real Estate	3.00%	3.50%
Non-Core Real Estate	4.00%	6.00%
Private Equity	10.00%	6.50%
Infrastructure/Farmland	4.00%	4.25%

Discount Rate

The discount rate used to measure the total pension liability was 7.00% for the VMERS plan. The projection of cash flows used to determine the discount rate assumed that contributions will continue to be made in accordance with the current funding policy which exceeds the actuarially determined contribution rate. Based on these assumptions, the fiduciary net position was projected to be available to make all projected future benefit payments to current System members. The assumed discount rate has been determined in accordance with the method prescribed by GASB 68.

WINDHAM REGIONAL COMMISSION

NOTES TO FINANCIAL STATEMENTS
FOR THE YEAR ENDED SEPTEMBER 30, 2023

NOTE 10 - DEFINED BENEFIT PENSION PLAN (CONTINUED)

Sensitivity of the Commission’s Proportionate Share of the Net Pension Liability to Changes in the Discount Rate

The following presents the Commission’s proportionate share of the net pension liability calculated using the discount rate of 7.00% for the VMERS plan, as well as what the Commission’s proportionate share of the net pension liability would be if it were calculated using a discount rate that is 1 percentage point lower (6.00%) or 1 percentage point higher (8.00%) than the current rate:

	1% Decrease	Discount Rate	1% Increase
<u>VMERS:</u>			
Discount rate	6.00%	7.00%	8.00%
Commission's proportionate share of the net pension liability	\$ 418,599	\$ 279,353	\$ 164,818

Pension Plan Fiduciary Net Position

The schedule of employer allocations and schedule of pension amounts by employer are prepared on the accrual basis of accounting in accordance with U.S. generally accepted accounting principles. The schedules present amounts that are elements of the financial statements of VMERS or their participating employers. VMERS does not issue stand-alone financial reports, but instead are included as part of the State of Vermont’s Annual Comprehensive Financial Report. The Annual Report can be viewed on the State’s Department of Finance and Management website at: [Annual Comprehensive Financial Report | Department of Finance and Management \(vermont.gov\)](https://www.vermont.gov/annual-comprehensive-financial-report).

NOTE 11 - CONTINGENCIES

The Commission participates in various intergovernmental grant programs which may be subject to future program compliance audits by the grantors or their representatives. Accordingly, the Commission’s compliance with applicable grant requirement may be established at some future date. The amount, if any, of any liabilities arising from the disallowance of expenditures or ineligibility of grant revenues cannot be determined at this time.

Required Supplementary Information

Required supplementary information includes financial information and disclosures that are required by the Governmental Accounting Standards Board but are not considered a part of the basic financial statements. Such information includes:

- Budgetary Comparison Schedule - Budgetary Basis - Budget and Actual - General Fund
- Schedule of Proportionate Share of the Net Pension Liability
- Schedule of Contributions
- Notes to Required Supplementary Information

WINDHAM REGIONAL COMMISSION

BUDGETARY COMPARISON SCHEDULE - BUDGETARY BASIS
BUDGET AND ACTUAL - GENERAL FUND
FOR THE YEAR ENDED SEPTEMBER 30, 2023

	Budgeted Amounts		Actual Amounts	Variance Positive (Negative)
	Original	Final		
Budgetary Fund Balance, October 1. Restated	\$ 243,254	\$ 243,254	\$ 243,254	\$ -
Resources (Inflows):				
Town assessments	123,365	123,365	234,007	110,642
Town technical assistance	153,561	153,561	86,909	(66,652)
Brownfield grants	319,600	319,600	-	(319,600)
State grants	536,584	536,584	388,311	(148,273)
Regional projects	517,580	517,580	800,294	282,714
Interest income	22,600	22,600	9	(22,591)
Miscellaneous revenues	-	-	97	97
Revenue allowance	(20,000)	(20,000)	-	20,000
Amounts Available for Appropriation	<u>1,896,544</u>	<u>1,896,544</u>	<u>1,752,881</u>	<u>(143,663)</u>
Charges to Appropriations (Outflows):				
Salaries and wages	753,823	753,823	786,761	(32,938)
Consulting	379,000	379,000	414,674	(35,674)
Payroll taxes and employee benefits	238,643	238,643	185,430	53,213
Postage, printing and office supplies	16,756	16,756	16,116	640
Rent	37,000	37,000	38,500	(1,500)
Travel	8,500	8,500	13,690	(5,190)
Legal, audit and accounting fees	11,400	11,400	9,123	2,277
Conferences, training and memberships	20,000	20,000	17,393	2,607
Insurance	8,500	8,500	12,424	(3,924)
Equipment purchases	13,000	13,000	11,133	1,867
Interest and bank fees	360	360	426	(66)
Meals and lodging	1,500	1,500	2,059	(559)
Utilities	5,930	5,930	5,446	484
Maintenance and repairs	4,400	4,400	3,360	1,040
Telephone	5,600	5,600	180	5,420
Advertising	500	500	849	(349)
Grant match	96,370	96,370	-	96,370
Total Charges to Appropriations	<u>1,601,282</u>	<u>1,601,282</u>	<u>1,517,564</u>	<u>83,718</u>
Budgetary Fund Balance, September 30	<u>\$ 295,262</u>	<u>\$ 295,262</u>	<u>\$ 235,317</u>	<u>\$ (59,945)</u>

See accompanying independent auditor's report and notes to financial statements.

WINDHAM REGIONAL COMMISSION

SCHEDULE OF PROPORTIONATE SHARE OF THE NET PENSION LIABILITY
LAST 10 FISCAL YEARS*

	2023	2022	2021	2020	2019	2018	2017	2016	2015
<u>VMERS:</u>									
Proportion of the net pension liability	0.09%	0.09%	0.08%	0.09%	0.09%	0.08%	0.07%	0.07%	0.09%
Proportionate share of the net pension liability	\$ 279,353	\$ 127,522	\$ 199,326	\$ 152,985	\$ 120,768	\$ 95,666	\$ 94,846	\$ 61,107	\$ 8,608
Covered payroll	\$ 512,006	\$ 437,975	\$ 403,897	\$ 423,550	\$ 375,925	\$ 322,375	\$ 280,025	\$ 349,495	\$ 345,693
Proportionate share of the net pension liability as a percentage of its covered payroll	0.00%	0.00%	0.00%	0.00%	0.00%	0.00%	0.00%	0.00%	0.00%
Plan fiduciary net position as a percentage of the total pension liability	73.60%	86.29%	74.52%	80.35%	82.60%	83.64%	80.95%	87.42%	98.32%

* The amounts presented for each fiscal year were determined as of June 30 and are for those years for which information is available.

See accompanying independent auditor's report and notes to financial statements.

WINDHAM REGIONAL COMMISSION

SCHEDULE OF CONTRIBUTIONS
LAST 10 FISCAL YEARS*

	2023	2022	2021	2020	2019	2018	2017	2016	2015
<u>VMERS:</u>									
Contractually required contribution	\$ 31,978	\$ 24,681	\$ 20,002	\$ 17,428	\$ 16,942	\$ 15,037	\$ 12,895	\$ 11,201	\$ 11,079
Contributions in relation to the contractually required contribution	<u>(31,978)</u>	<u>(24,681)</u>	<u>(20,002)</u>	<u>(17,428)</u>	<u>(16,942)</u>	<u>(15,037)</u>	<u>(12,895)</u>	<u>(11,201)</u>	<u>(11,079)</u>
Contribution deficiency (excess)	<u>\$ -</u>								
Covered payroll	\$ 627,146	\$ 512,006	\$ 437,975	\$ 403,897	\$ 423,550	\$ 375,925	\$ 322,375	\$ 280,025	\$ 349,495
Contributions as a percentage of covered payroll	5.10%	4.82%	4.57%	4.31%	4.00%	4.00%	4.00%	4.00%	3.17%

* The amounts presented for each fiscal year are for those years for which information is available.

See accompanying independent auditor's report and notes to financial statements.

WINDHAM REGIONAL COMMISSION

NOTES TO REQUIRED SUPPLEMENTARY INFORMATION
FOR THE YEAR ENDED SEPTEMBER 30, 2023

Changes of Assumptions

VMERS Pension Plan:

The July 1, 2023 COLA assumption was increased from 2.00% to 3.00% for Groups B, C and D members.



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

Board of Commissioners
Windham Regional Commission
Brattleboro, Vermont

We have audited, in accordance with the auditing standards generally accepted in the United States of America and the standards applicable to financial audits contained in *Government Auditing Standards* issued by the Comptroller General of the United States, the financial statements of the governmental activities and each major fund of the Windham Regional Commission, as of and for the year ended September 30, 2023 and the related notes to the financial statements, which collectively comprise the Windham Regional Commission's basic financial statements and have issued our report thereon dated May 15, 2024.

Internal Control Over Financial Reporting

In planning and performing our audit of the financial statements, we considered the Windham Regional Commission'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 opinions on the financial statements, but not for the purpose of expressing an opinion on the effectiveness of the Windham Regional Commission's internal control. Accordingly, we do not express an opinion on the effectiveness of the Windham Regional Commission'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.

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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 the Windham Regional Commission's financial statements are free from material misstatement, we performed tests of its compliance with certain provisions of laws, regulations, contracts and grant agreements, noncompliance with which could have a direct and material effect on the determination of financial statement amounts. However, providing an opinion on compliance with those provisions was not an objective of our audit and accordingly, we do not express such an opinion.

The results of our tests disclosed no instances of noncompliance or other matters that are required to be reported under *Government Auditing Standards*. We noted certain other matters that we reported to management of the Windham Regional Commission in a separate letter dated February 16, 2024.

Purpose of this Report

The purpose of this report is solely to describe the scope of our testing of internal control and compliance and the results of that testing and not to provide an opinion on the effectiveness of the entity's internal control or on compliance. This report is an integral part of an audit performed in accordance with *Government Auditing Standards* in considering the entity's internal control and compliance. Accordingly, this communication is not suitable for any other purpose.

RHR Smith & Company

Buxton, Maine
Vermont Registration No. 092.0000697
May 15, 2024