



Financial Statements
June 30, 2016 and 2015

Rebuilders Loan Program

REBUILDERS LOAN PROGRAM

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Independent Auditor's Report

The Industrial Commission
State of North Dakota
Bismarck, North Dakota

Report on the Financial Statements

We have audited the accompanying financial statements of the Rebuilders Loan Program (the Program), an enterprise fund of the State of North Dakota, as of and for the years ended June 30, 2016 and 2015, and the related notes to the financial statements, which collectively comprise the Program's basic financial statements as listed in the table of contents.

Management's Responsibility for the Financial Statements

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

Auditor's Responsibility

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

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the Program'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 Program'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.

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Opinion

In our opinion, the financial statements referred to above present fairly, in all material respects, the respective financial position of the Program, as of June 30, 2016 and 2015, and the respective changes in its financial position and its cash flows thereof for the years then ended in accordance with accounting principles generally accepted in the United States of America.

Emphasis of Matter

As discussed in Note 1, the financial statements of the Program are intended to present the financial position, the changes in financial position and, where applicable, cash flows of only that portion of the business-type activities of the State of North Dakota that is attributable to the transactions of the Program. They do not purport to, and do not, present fairly the financial position of the State of North Dakota as of June 30, 2016 or 2015, the changes in its financial position, or, where applicable, its cash flows for the years then ended in conformity with accounting principles generally accepted in the United States of America. Our opinion is not modified with respect to this matter.

Other Matters**Required Supplementary Information**

Accounting principles generally accepted in the United States of America require that the management's discussion and analysis on pages 3 through 6 be presented to supplement the basic financial statements. Such information, although not a part of the basic financial statements, is required by the Governmental Accounting Standards Board, who considers it to be an essential part of financial reporting for placing the basic financial statements in an appropriate operational, economic, or historical context. We have applied certain limited procedures to the required supplementary information in accordance with auditing standards generally accepted in the United States of America, which consisted of inquiries of management about the methods 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 a report dated September 13, 2016 on our consideration of the Program'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 the 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 Program's internal control over financial reporting and compliance.



Bismarck, North Dakota
September 13, 2016

**REBUILDERS LOAN PROGRAM
MANAGEMENT'S DISCUSSION AND ANALYSIS
JUNE 30, 2016, 2015 AND 2014**

The management discussion and analysis of the Rebuilders Loan Program's (Program) financial performance provides an overview of the Program's financial activities for the fiscal years ended June 30, 2016, 2015 and 2014. Please read it in conjunction with the financial statements of the Program.

FINANCIAL HIGHLIGHTS:

The North Dakota Legislature appropriated \$50,000,000 for the Rebuilders Loan Program during its Special Session held in November 2011. The Industrial Commission approved the Rebuilders Loan Guidelines on November 21, 2011. The first \$30,000,000 for this program was transferred from Bank of North Dakota's undivided profits. The remaining \$20,000,000 was funded from the General Fund.

The purpose of this Program is to help owners of homes damaged in the 2011 floods in Barnes, Benson, Burleigh, McHenry, Morton, Ramsey, Renville, Richland and Ward counties. Residents with flood-damaged homes that had been granted a tax assessment reduction in 2011 were eligible to apply for a loan of up to \$30,000 at a 1% interest rate for 20 years. Payments were not required for 24 months; however, interest accrued during this time. Applications were not accepted after September 30, 2012.

The North Dakota Legislature amended the Rebuilders Loan Program in its 2013 Session to include the rebuilding of nonowner-occupied property and federal emergency management agency temporary housing units located in a community-approved group housing site in the disaster-impacted community. There was no deferral of principal and interest payments for a loan for nonowner-occupied property. Applications were not accepted after September 30, 2013. A supplemental loan up to \$20,000 may have been made to a homeowner who had received an initial loan under certain conditions. Supplemental loan applications were not accepted after December 31, 2013.

After June 30, 2013, repayments to the Program shall be transferred to replenish \$30,000,000 of the Bank's undivided profits. On an annual basis, the Bank shall transfer repayments to the State Treasurer for deposit in the State General Fund in any amount exceeding the \$30,000,000 used to replenish the Bank's undivided profits.

The Bank of North Dakota administers the loan fund. The Bank deducts a one-half percent service fee for administering the fund for the Bank and originating financial institutions.

There were no new loans made by the Program during the fiscal year 2016. There were two new loans totaling \$80,000 made by the Program for the period from July 1, 2014 to June 30, 2015. There were 457 new loans totaling \$9,079,975 made by the Program for the period from July 1, 2013 to June 30, 2014.

There are currently 1,411 loans outstanding. As of June 30, 2016, the gross amount of outstanding loans is \$37,876,086 with an allowance for credit losses of \$3,788,000 for net loans of \$34,088,086. As of June 30, 2015, the gross amount of outstanding loans was \$42,386,215 with an allowance for credit losses of \$4,266,200 for net loans of \$38,120,015. As of June 30, 2014, the gross amount of outstanding loans was \$46,435,056 with an allowance for credit losses of \$4,643,500 for net loans of \$41,791,556.

There were no loans pending as of June 30, 2016. The application period has ended.

REBUILDERS LOAN PROGRAM
MANAGEMENT'S DISCUSSION AND ANALYSIS
JUNE 30, 2016, 2015 AND 2014

REQUIRED FINANCIAL STATEMENTS:

The Program is an enterprise fund and uses the accrual basis of accounting. The basic financial statements include the statement of net position, statement of revenues, expenses, and changes in fund net position, and statement of cash flows. The statement of net position provides readers the assets and liabilities of the Program, with the differences between the two reported as net position. The statement of revenues, expenses, and changes in fund net position identifies the operating performance of the Program for the fiscal year. The statement of cash flows identifies cash flows from operating activities and investing activities and provides answers to such questions as where did the cash come from, what was cash used for, and what was the change in the cash balance during the reporting period.

CONDENSED STATEMENTS OF NET POSITION
JUNE 30, 2016, 2015 AND 2014

	(In Thousands)		
	<u>2016</u>	<u>2015</u>	<u>2014</u>
ASSETS			
CURRENT ASSETS			
Cash deposits	\$ 606	\$ 677	\$ 937
Loans, current portion	2,007	2,122	1,920
Interest receivable	47	90	320
Total current assets	<u>2,660</u>	<u>2,889</u>	<u>3,177</u>
NONCURRENT ASSETS			
Loans, noncurrent portion	<u>32,081</u>	<u>35,998</u>	<u>39,872</u>
Total noncurrent assets	<u>32,081</u>	<u>35,998</u>	<u>39,872</u>
DEFERRED OUTFLOWS OF RESOURCES	<u>-</u>	<u>-</u>	<u>-</u>
Total assets and deferred outflows	<u>\$ 34,741</u>	<u>\$ 38,887</u>	<u>\$ 43,049</u>
CURRENT LIABILITIES	\$ 2,034	\$ 2,180	\$ 2,373
NONCURRENT LIABILITIES	<u>32,545</u>	<u>36,531</u>	<u>40,494</u>
DEFERRED INFLOWS OF RESOURCES	<u>-</u>	<u>-</u>	<u>-</u>
NET POSITION - UNRESTRICTED	<u>162</u>	<u>176</u>	<u>182</u>
Total liabilities, deferred inflows and net position	<u>\$ 34,741</u>	<u>\$ 38,887</u>	<u>\$ 43,049</u>

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**REBUILDERS LOAN PROGRAM
MANAGEMENT'S DISCUSSION AND ANALYSIS
JUNE 30, 2016, 2015 AND 2014**

Cash Deposits

Cash deposits decreased \$71 thousand from June 30, 2015 to June 30, 2016 due to repayments to the Bank of North Dakota. Cash deposits decreased \$260 thousand from June 30, 2014 to June 30, 2015 due to repayments to the Bank. Cash deposits decreased \$9.9 million from June 30, 2013 to June 30, 2014 due to loan disbursements.

Loans

There were no loans made during the fiscal year 2016, two loans made during the fiscal year 2015, and 457 loans made during the fiscal year 2014. There were 68 delinquent loans as of June 30, 2016. There were 19 loan charge-offs during 2016 totaling \$364,517.

Noncurrent Liabilities

Noncurrent liabilities decreased \$4 million from June 30, 2015 to June 30, 2016 due to repayments to the Bank of North Dakota. Noncurrent liabilities decreased \$4 million from June 30, 2014 to June 30, 2015 due to repayments to the Bank. Noncurrent liabilities decreased \$5.4 million from June 30, 2013 to June 30, 2014 due to repayments to the Bank and reclassification of noncurrent liabilities as current.

Net Position

North Dakota Legislative action in 2013 required that loan repayments received by the Program first be used to replenish the Bank's undivided profits and then required all other loan repayments received to be transferred to the State General Fund. Therefore, net position of the Program is minimal.

**CONDENSED STATEMENTS OF REVENUES, EXPENSES AND CHANGES IN FUND NET POSITION
FOR THE YEARS ENDED JUNE 30, 2016, 2015 AND 2014**

	(In Thousands)		
	<u>2016</u>	<u>2015</u>	<u>2014</u>
OPERATING REVENUES	\$ 405	\$ 429	\$ 443
OPERATING EXPENSES	<u>304</u>	<u>89</u>	<u>1,637</u>
OPERATING INCOME (LOSS)	101	340	(1,194)
NONOPERATING INCOME (LOSS)	(115)	(346)	1,376
INCOME (LOSS) BEFORE TRANSFERS	<u>(14)</u>	<u>(6)</u>	<u>182</u>
CHANGE IN NET POSITION	(14)	(6)	182
TOTAL NET POSITION, BEGINNING OF YEAR	<u>176</u>	<u>182</u>	<u>-</u>
TOTAL NET POSITION END OF YEAR	<u><u>\$ 162</u></u>	<u><u>\$ 176</u></u>	<u><u>\$ 182</u></u>

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**REBUILDERS LOAN PROGRAM
MANAGEMENT'S DISCUSSION AND ANALYSIS
JUNE 30, 2016, 2015 AND 2014**

Revenue

Revenue is from interest accrued on loans outstanding. The interest rate earned on these loans is 1%.

Expenses

The provision for credit loss was (\$113,683), (\$347,300) and \$774,547 for the years ended June 30, 2016, 2015 and 2014, respectively.

No loan origination fees were paid during the year ended June 30, 2016. Loan origination fees of \$1,000 and \$185,750 were paid during the years ended June 30, 2015 and 2014, respectively.

Service fee expense of \$404,312, \$429,368 and \$663,448 have been recorded during the years ended June 30, 2016, 2015 and 2014, respectively.

Other expenses are for the independent audit of the financial records and reimbursement to the Bank for salary and benefit expenses, advertising expenses, and legal expenses for the Program.

Non-Operating Income/(Loss)

During 2016 and 2015, non-operating loss consisted primarily of loss relating to reinstatement of debt for the increases in the liability to the State of North Dakota General Fund. During 2014, non-operating income consisted primarily of income relating to cancellation of debt for the 2014 decrease in the liability to the State of North Dakota General Fund.

ECONOMIC FACTORS AND FUTURE OUTLOOK

North Dakota Legislative action in 2013 required that loan repayments received by the Program first be used to replenish the Bank of North Dakota's undivided profits and then required all other loan repayments received to be transferred to the State General Fund. As of June 30, 2016, the Program owed the Bank \$19,515,488 and owed the General Fund \$15,036,838.

CONTACTING THE PROGRAM'S FINANCIAL MANAGEMENT

This financial report is designed to provide our citizens, customers, and creditors with a general overview of the Program's finances and to demonstrate the Program's accountability for the money it receives. If you have any questions about this report or need additional financial information, contact Bank of North Dakota, P.O. Box 5509, Bismarck, North Dakota 58506-5509.

REBUILDERS LOAN PROGRAM
STATEMENTS OF NET POSITION
JUNE 30, 2016 AND 2015

	<u>2016</u>	<u>2015</u>
ASSETS		
CURRENT ASSETS		
Cash deposits at the Bank of North Dakota	\$ 606,136	\$ 676,667
Loans, current portion	2,007,033	2,122,016
Interest receivable	46,623	90,465
Total current assets	<u>2,659,792</u>	<u>2,889,148</u>
NONCURRENT ASSETS		
Loans, net of allowance for credit losses of \$3,788,000 in 2016 and \$4,266,200 in 2015	<u>32,081,053</u>	<u>35,997,999</u>
Total noncurrent assets	<u>32,081,053</u>	<u>35,997,999</u>
DEFERRED OUTFLOWS OF RESOURCES		
Total assets and deferred outflows	<u>\$ 34,740,845</u>	<u>\$ 38,887,147</u>
LIABILITIES		
CURRENT LIABILITIES		
Due to the Bank of North Dakota	\$ 2,023,607	\$ 2,139,873
Service fee payable	9,805	39,850
Total current liabilities	<u>2,033,412</u>	<u>2,179,723</u>
NONCURRENT LIABILITIES		
Due to the Bank of North Dakota	17,508,455	21,609,312
Due to the State of North Dakota General Fund	15,036,838	14,922,350
Total noncurrent liabilities	<u>32,545,293</u>	<u>36,531,662</u>
Total liabilities	<u>34,578,705</u>	<u>38,711,385</u>
DEFERRED INFLOWS OF RESOURCES		
	-	-
NET POSITION - UNRESTRICTED		
Total liabilities, deferred inflows and net position	<u>\$ 34,740,845</u>	<u>\$ 38,887,147</u>

REBUILDERS LOAN PROGRAM
STATEMENTS OF REVENUES, EXPENSES, AND CHANGES IN FUND NET POSITION
YEARS ENDED JUNE 30, 2016 AND 2015

	<u>2016</u>	<u>2015</u>
OPERATING REVENUES		
Interest on loans	<u>\$ 404,929</u>	<u>\$ 429,417</u>
OPERATING EXPENSES		
Loan origination fees	-	1,000
Service fees	404,312	429,368
Other expenses	13,622	6,350
Provision for credit loss	<u>(113,683)</u>	<u>(347,300)</u>
	<u>304,251</u>	<u>89,418</u>
OPERATING INCOME	100,678	339,999
NONOPERATING REVENUES		
Investment Income	<u>188</u>	<u>456</u>
NONOPERATING EXPENSES		
Reinstatement of debt expense - State General Fund	<u>(114,488)</u>	<u>(346,805)</u>
NONOPERATING LOSS	<u>(114,300)</u>	<u>(346,349)</u>
CHANGE IN NET POSITION	(13,622)	(6,350)
TOTAL NET POSITION, BEGINNING OF YEAR	<u>175,762</u>	<u>182,112</u>
TOTAL NET POSITION, END OF YEAR	<u><u>\$ 162,140</u></u>	<u><u>\$ 175,762</u></u>

REBUILDERS LOAN PROGRAM
STATEMENTS OF CASH FLOWS
YEARS ENDED JUNE 30, 2016 AND 2015

	<u>2016</u>	<u>2015</u>
OPERATING ACTIVITIES		
Service fees paid to Bank of North Dakota	\$ (210,289)	\$ (495,277)
Service fees paid to other banks	(225,351)	(329,756)
Payment of other expenses	(13,622)	(6,350)
NET CASH USED FOR OPERATING ACTIVITIES	<u>(449,262)</u>	<u>(831,383)</u>
NON-CAPITAL FINANCING ACTIVITIES		
Payment on Due to the Bank of North Dakota	(4,215,840)	(4,106,715)
NET CASH USED FOR NON-CAPITAL FUNDING ACTIVITIES	<u>(4,215,840)</u>	<u>(4,106,715)</u>
INVESTING ACTIVITIES		
Investment income received	188	456
Loan interest received	448,771	659,147
Loans advanced	-	(285,951)
Proceeds from principal collections on loans	4,145,612	4,304,792
Origination fees paid	-	(1,000)
NET CASH FROM INVESTING ACTIVITIES	<u>4,594,571</u>	<u>4,677,444</u>
NET CHANGE IN CASH	(70,531)	(260,654)
CASH, BEGINNING OF YEAR	<u>676,667</u>	<u>937,321</u>
CASH, END OF YEAR	<u>\$ 606,136</u>	<u>\$ 676,667</u>
RECONCILIATION OF OPERATING INCOME TO NET CASH USED FOR OPERATING ACTIVITIES		
Operating income	\$ 100,678	\$ 339,999
Adjustments to reconcile operating income to net cash used for operating activities		
Adjustment for provision for credit loss	(113,683)	(347,300)
Decrease in service fee payable to outside lender	(30,045)	(117,553)
Decrease in service fee payable to BND	(1,283)	(278,112)
Reclassification of items to other activities		
Loan origination fees	-	1,000
Interest income on loans	(404,929)	(429,417)
NET CASH USED FOR OPERATING ACTIVITIES	<u>\$ (449,262)</u>	<u>\$ (831,383)</u>

REBUILDERS LOAN PROGRAM
NOTES TO FINANCIAL STATEMENTS
JUNE 30, 2016 AND 2015

NOTE 1 - SIGNIFICANT ACCOUNTING POLICIES

Nature of Operations

Section 6-09-46 of the North Dakota Century Code (NDCC) established the Rebuilders Loan Program (the Program). The purpose of this Program is to help owners of homes damaged in the 2011 floods in Barnes, Benson, Burleigh, McHenry, Morton, Ramsey, Renville, Richland and Ward counties. Residents with flood-damaged homes that had been granted a tax assessment reduction in 2011 were eligible to apply for a loan of up to \$30,000 at a 1% interest rate for 20 years. Payments were not required for 24 months; however, interest accrued during this time. Applications were not accepted after September 30, 2012.

The North Dakota Legislature amended the Rebuilders Loan Program in its 2013 Session to include the rebuilding of nonowner-occupied property and federal emergency management agency temporary housing units located in a community-approved group housing site in the disaster-impacted community. There was no deferral of principal and interest payments for a loan for nonowner-occupied property. A supplemental loan up to \$20,000 may have been made to a homeowner who had received an initial loan under certain conditions. Applications were not accepted after September 30, 2013. Supplemental loan applications were not accepted after December 31, 2013.

The North Dakota Legislature appropriated \$50,000,000 for the Rebuilders Loan Program during its Special Session held in November 2011. The first \$30,000,000 for this program was transferred from Bank of North Dakota's undivided profits. The remaining \$20,000,000 was transferred by the State of North Dakota's General Fund.

After June 30, 2013, repayments to the Program shall be transferred to replenish \$30,000,000 of the Bank's undivided profits. On an annual basis, the Bank shall transfer repayments to the State Treasurer for deposit in the State General Fund in any amount exceeding the \$30,000,000 used to replenish the Bank's undivided profits.

The Bank administers the loan program and transfers the money appropriated for this Program from its undivided profits. The Bank deducts a service fee for administering the Program for the Bank and originating financial institutions.

Reporting Entity

In accordance with Governmental Accounting Standards Board (GASB) Statement No. 61, *The Financial Reporting Entity: Omnibus – an amendment of GASB Statements No. 14 and No. 34*, the Program should include all component units over which the Program exercises such aspects as (1) appointing a voting majority of an organization's governing body and (2) has the ability to impose its will on that organization, or (3) the potential for the organization to provide specific financial benefits to, or impose specific financial burdens on, the Program.

Based on that, no organizations were determined to be part of the reporting entity. The Program is included as part of the primary government in the State of North Dakota's reporting entity.

Accounting Standards and Adoptions of Accounting Policies

The Program follows the pronouncements of the Governmental Accounting Standards Board (GASB), which is the nationally accepted standard setting body for establishing generally accepted accounting standards for governmental entities.

REBUILDERS LOAN PROGRAM
NOTES TO FINANCIAL STATEMENTS
JUNE 30, 2016 AND 2015

Fund Accounting

The Program is an enterprise fund and uses the accrual basis of accounting. Under the accrual basis of accounting, revenues are recorded when earned and expenses are recorded at the time liabilities are incurred.

Basis of Accounting and Measurement Focus

The accounting and financial reporting treatment applied to a fund is determined by its measurement focus. All enterprise funds are accounted for using the economic resources measurement focus. With this measurement focus, all assets and liabilities associated with the operation of these funds are included on the balance sheet. Net position is segregated into (1) net invested in capital assets, (2) restricted (distinguishing between major categories of restrictions) and (3) unrestricted. The statements of revenues, expenses and changes in fund net position present increases (e.g., revenues) and decreases (e.g., expenses) in total net position. The statements of cash flows presents the cash flows for operating activities, non-capital financing activities, capital and related financing activities, and investing activities.

Use of Estimates

In preparing financial statements in conformity with generally accepted accounting principles in the United States of America, management is required to make estimates and assumptions that affect the reported amounts of assets and liabilities as of the date of the statement of net position and the reported amounts of revenues and expenses during the reporting period. Actual results could differ from those estimates. Material estimates that are particularly susceptible to significant change in the near-term relate to the determination of the allowance for credit losses.

Significant Group Concentrations of Credit Risk

All of the Program's business is with customers within the State of North Dakota. Concentrations of credit risk are present in the Program.

Cash and Cash Equivalents

The Program considers all cash and time deposits with original maturities of three months or less to be cash and cash equivalents for the purpose of reporting cash flows.

Loans

Loans are stated at their outstanding unpaid principal balance less an allowance for credit losses. Interest income on loans is accrued at a specific rate of 1% on the unpaid principal balance.

The accrual of interest on loans is discontinued when, in management's opinion, the borrower may be unable to meet payments as they become due. When interest accrual is discontinued, all unpaid accrued interest is reversed. Interest income is subsequently recognized only to the extent cash payments are received.

REBUILDERS LOAN PROGRAM
NOTES TO FINANCIAL STATEMENTS
JUNE 30, 2016 AND 2015

Allowance for Credit Losses

The Program uses the allowance method in providing for credit losses. Accordingly, the allowance is increased or reduced by the current year's provision for credit losses charged to operations and reduced by net charge-offs.

The adequacy of the allowance for credit losses and the provisions for credit losses charged to operations are based on management's evaluation of a number of factors, including recent loan loss experience, continuous evaluation of the loan portfolio quality, current and anticipated economic conditions, and other pertinent factors. Loans are charged to the allowance when management believes the collection of the principal is doubtful.

A loan is considered impaired when, based on current information and events, it is probable that the Program will be unable to collect the scheduled payments of principal or interest when due according to the contractual terms of the loan agreement. Factors considered by management in determining impairment include payment status, collateral value, and the probability of collecting scheduled principal and interest payments when due. Impairment is measured on a loan-by-loan basis by either the present value of expected future cash flows discounted at the loan's effective interest rate, the loan's obtainable market price, or the fair value of the collateral if the loan is collateral dependent.

Loan Origination Fees

The Program pays a loan origination of \$250 or \$500 per loan. Loan origination fees are expensed as incurred.

Credit Related Financial Instruments

In the ordinary course of business, the Program has entered into commitments to extend credit. Such financial instruments are recorded when they are funded.

Operating and Non-operating Revenues

Operating revenues consist of interest income on the loans. All other revenues are classified as non-operating.

NOTE 2 - DEPOSITS

The carrying value and bank balance of the Program's cash deposits at June 30, 2016 and 2015 was \$606,136 and \$676,667, respectively. Of the bank amounts, none were covered by depository insurance and all are uncollateralized. These monies are deposited in the Bank of North Dakota and are guaranteed by the State of North Dakota (NDCC Section 6-09-10).

Custodial and Concentration of Credit Risk

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

REBUILDERS LOAN PROGRAM
NOTES TO FINANCIAL STATEMENTS
JUNE 30, 2016 AND 2015

NOTE 3 - LOANS

A description of Program loans is included under “Nature of Operations” in Note 1. A summary of the balances of loans are as follows:

	<u>2016</u>	<u>2015</u>
Loans, current portion	\$ 2,007,033	\$ 2,122,016
Loans, noncurrent portion	<u>35,869,053</u>	<u>40,264,199</u>
Total loans	37,876,086	42,386,215
Allowance for credit losses	<u>3,788,000</u>	<u>4,266,200</u>
Total loans, net	<u>\$ 34,088,086</u>	<u>\$ 38,120,015</u>

Changes in the balances of loans are as follows:

Balance, June 30, 2014	\$ 46,435,056
Loan advances	285,951
Principal collections	(4,304,792)
Charge-offs	<u>(30,000)</u>
Balance, June 30, 2015	42,386,215
Loan advances	-
Principal collections	(4,145,612)
Charge-offs	<u>(364,517)</u>
Balance, June 30, 2016	<u>\$ 37,876,086</u>

Changes in allowance for credit losses are as follows:

	<u>2016</u>	<u>2015</u>
Balance, beginning of year	\$ 4,266,200	\$ 4,643,500
Provision of credit losses	(113,683)	(347,300)
Charge-offs	<u>(364,517)</u>	<u>(30,000)</u>
Balance, end of year	<u>\$ 3,788,000</u>	<u>\$ 4,266,200</u>

There were no impaired loans as of June 30, 2016 and 2015. There were no loans on nonaccrual status. There were 53 loans 90 days or more past due as of June 30, 2016 and 21 loans 90 days or more past due as of June 30, 2015.

REBUILDERS LOAN PROGRAM
NOTES TO FINANCIAL STATEMENTS
JUNE 30, 2016 AND 2015

NOTE 4 - RELATED PARTY TRANSACTIONS

The Program is supervised and administered by the Bank. All cash accounts are deposited in the Bank.

The North Dakota Legislature appropriated \$50,000,000 for the Rebuilders Loan Program during its Special Session held in November 2011. The first \$30,000,000 for this program was transferred from Bank of North Dakota's undivided profits, of which \$4,131,646 and \$25,868,354 was received during the years ended June 30, 2013 and 2012, respectively. The remaining \$20,000,000 was transferred by the State of North Dakota's General Fund during the year ended June 30, 2013.

During 2013, the North Dakota Legislature revised the program to require that after June 30, 2013, loan repayments received by the Program shall be transferred back to the Bank to replenish \$30,000,000 of the Bank's undivided profits. As such, the Program owed the Bank \$19,515,488 and \$23,731,328 as of June 30, 2016 and 2015, respectively. In addition, the legislation required that after the Bank's undivided profits are replenished, any repayments received by the Program shall be transferred to the State Treasurer for deposit in the State General Fund after payment of program expenses. As such, the Program also owed the General Fund \$15,036,838 and \$14,922,350 as of June 30, 2016 and 2015, respectively. During the years ended June 30, 2016 and 2015, the increase in the liability to the General Fund was reflected as reinstatement of debt expense in the amount of \$114,488 and \$346,805, respectively.

The Bank charged the Program for operating expenses totaling \$13,622 and \$6,350 for the years ended June 30, 2016 and 2015, respectively, of which the Program owed the Bank nothing as of June 30, 2016 and 2015.

The Bank charged the Program servicing fees totaling \$209,006 and \$217,165 for the years ended June 30, 2016 and June 30, 2015, respectively, of which the Program owed the Bank \$16,574 as of June 30, 2016 and \$17,857 as of June 30, 2015.

NOTE 5 - RISK MANAGEMENT

The Program is exposed to various risks of loss related to torts and errors and omissions. The Program is administered by the Bank of North Dakota and, therefore, is eligible to the same funds/pools established by the State for risk management issues. These include:

The 1995 Legislative Session established the Risk Management Fund (RMF), an internal service fund, to provide a self-insurance vehicle for funding the liability exposures of State Agencies resulting from the elimination of the State's sovereign immunity. The RMF manages the tort liability of the State, its agencies' employees, and the University System. All State agencies participating in the RMF and their fund contribution was determined using a projected cost allocation approach. The statutory liability of the State is limited to a total of \$250,000 per person and \$1,000,000 per occurrence.

The State Bonding Fund currently provides the Fund with blanket employee fidelity bond coverage in the amount of \$2,000,000. The State Bonding Fund does not currently charge any premium for this coverage.

There have been no significant reductions in insurance coverage from the prior year and settled claims resulting from these risks have not exceeded insurance coverage.

Independent Auditor's Report on Internal Control Over Financial Reporting and on Compliance and Other Matters Based on an Audit of Financial Statements Performed in Accordance with Government Auditing Standards

The Industrial Commission
State of North Dakota
Bismarck, North Dakota

We have audited, in accordance with auditing standards generally accepted in the United States of America and the standards applicable to financial audits contained in *Government Auditing Standards*, issued by the Comptroller General of the United States, the financial statements of the Rebuilders Loan Program (the Program), an enterprise fund of the State of North Dakota, as of and for the year ended June 30, 2016, and the related notes to the financial statements, which collectively comprise the Program's basic financial statements, and have issued our report thereon dated September 13, 2016.

Internal Control Over Financial Reporting

In planning and performing our audit of the financial statements, we considered the Program's internal control over financial reporting (internal control) to determine the audit procedures that are appropriate in the circumstances for the purpose of expressing our opinion on the financial statements, but not for the purpose of expressing an opinion on the effectiveness of the Program's internal control. Accordingly, we do not express an opinion on the effectiveness of the Program's internal control.

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

Our consideration of internal control over financial reporting was for the limited purpose described in the first paragraph of this section and was not designed to identify all deficiencies in internal control over financial reporting that might be material weaknesses or significant deficiencies. Given these limitations, during our audit we did not identify any deficiencies in internal control over financial reporting that we consider to be material weaknesses. However, material weaknesses may exist that have not yet been identified.

Compliance and Other Matters

As part of obtaining reasonable assurance about whether the Program's financial statements are free of material misstatement, we performed tests of its compliance with certain provisions of laws, regulations, contracts, and grant agreements, noncompliance with which could have a direct and material effect on the determination of financial statement amounts. However, providing an opinion on compliance with those provisions was not an objective of our audit, and accordingly, we do not express such an opinion. The results of our tests disclosed no instances of noncompliance or other matters that are required to be reported under *Government Auditing Standards*.

Purpose of this Report

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

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

Bismarck, North Dakota
September 13, 2016

**Independent Auditor's Comments Requested by the
North Dakota Legislative Audit and Fiscal Review Committee**

The Industrial Commission
State of North Dakota
Bismarck, North Dakota

The Legislative Audit and Fiscal Review Committee requires that certain items be addressed by independent certified public accountants performing audits of state agencies. The items and our responses regarding the June 30, 2016 audit of the Rebuilders Loan Program are as follows:

Audit Report Communications:

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

Unmodified

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

Yes

3. Was internal control adequate and functioning effectively?

Yes

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

No

5. Has action been taken on findings and recommendations included in prior year audit reports?

Yes. Management has corrected the finding from the prior year's audit report.

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

No

Audit Committee Communications:

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

None

2. Identify any significant accounting estimates, the process used by management conflicts of interest, any contingent liabilities, or any significant unusual transactions.

Management's estimate of allowance for credit losses is based on management's evaluation of a number of factors, including recent loan loss experience, continuous evaluation of the loan portfolio quality, current and anticipated economic conditions, and other pertinent factors. We evaluated the key factors and assumptions used to develop the allowance for credit losses in determining that it is reasonable in relation to the financial statements taken as a whole.

3. Identify any significant audit adjustments.

None

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

None

5. Identify any significant difficulties encountered in performing the audit.

None

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

None

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

None

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

Based on the audit procedures performed, the Program's critical information technology system is the Fiserv system. There were no exceptions identified in the six report questions to be addressed by auditors that were directly related to this application.

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

Eide Bailly LLP

Bismarck, North Dakota
September 13, 2016

To the Industrial Commission
State of North Dakota
Bismarck, North Dakota

We have audited the financial statements of the Rebuilders Loan Program (the Program), an enterprise fund of the State of North Dakota, for the year ended June 30, 2016. Professional standards require that we provide you with information about our responsibilities under generally accepted auditing standards and *Government Auditing Standards*, as well as certain information related to the planned scope and timing of our audit. We have communicated such information in our letter to you dated June 15, 2016. Professional standards also require that we communicate to you the following information related to our audit.

Significant Audit Findings

Qualitative Aspects of Accounting Practices

Management is responsible for the selection and use of appropriate accounting policies. The significant accounting policies used by the Program are described in Note 1 to the financial statements. No new accounting policies were adopted and the application of existing policies was not changed during 2016. We noted no transactions entered into by the governmental unit during the year for which there is a lack of authoritative guidance or consensus. All significant transactions have been recognized in the financial statements in the proper period.

Accounting estimates are an integral part of the financial statements prepared by management and are based on management's knowledge and experience about past and current events and assumptions about future events. Certain accounting estimates are particularly sensitive because of their significance to the financial statements and because of the possibility that future events affecting them may differ significantly from those expected. The most sensitive estimate affecting the Program's financial statements was:

Management's estimate of allowance for credit losses is based on management's evaluation of a number of factors, including recent loan loss experience, continuous evaluation of the loan portfolio quality, current and anticipated economic conditions, and other pertinent factors. We evaluated the key factors and assumptions used to develop the allowance for credit losses in determining that it is reasonable in relation to the financial statements taken as a whole.

The financial statement disclosures are neutral, consistent, and clear.

Difficulties Encountered in Performing the Audit

We encountered no significant difficulties in dealing with management in performing and completing our audit.

Corrected and Uncorrected Misstatements

Professional standards require us to accumulate all known and likely misstatements identified during the audit, other than those that are trivial, and communicate them to the appropriate level of management. There were no corrected or uncorrected misstatements.

Disagreements with Management

For purposes of this letter, a disagreement with management is a financial accounting, reporting, or auditing matter, whether or not resolved to our satisfaction, that could be significant to the financial statements or the auditor's report. We are pleased to report that no such disagreements arose during the course of our audit.

Management Representations

We have requested certain representations from management that are included in the management representation letter dated September 13, 2016.

Management Consultations with Other Independent Accountants

In some cases, management may decide to consult with other accountants about auditing and accounting matters, similar to obtaining a "second opinion" on certain situations. If a consultation involves application of an accounting principle to the governmental unit's financial statements or a determination of the type of auditor's opinion that may be expressed on those statements, our professional standards require the consulting accountant to check with us to determine that the consultant has all the relevant facts. To our knowledge, there were no such consultations with other accountants.

Other Audit Findings or Issues

We generally discuss a variety of matters, including the application of accounting principles and auditing standards, with management each year prior to retention as the governmental unit's auditors. However, these discussions occurred in the normal course of our professional relationship and our responses were not a condition to our retention.

Other Matters

We applied certain limited procedures to Management's Discussion and Analysis, which is required supplementary information (RSI) that supplements the basic financial statements. Our procedures consisted of inquiries of management regarding 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 did not audit the RSI and do not express an opinion or provide any assurance on the RSI.

Exhibit B-1, cont.

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

Eide Sully LLP

Bismarck, North Dakota
September 13, 2016