

**CLINCH-POWELL RESOURCE CONSERVATION
& DEVELOPMENT COUNCIL, INC.**

CONSOLIDATED FINANCIAL STATEMENTS

YEAR ENDED SEPTEMBER 30, 2022

CLINCH-POWELL RESOURCE CONSERVATION & DEVELOPMENT COUNCIL, INC.
YEAR ENDED SEPTEMBER 30, 2022

CONTENTS

	<u>Page</u>
Roster of Board of Directors and Executive Staff	1
Independent Auditors' Report	2
Financial Statements	
Consolidated Statement of Financial Position	4
Consolidated Statement of Activities	5
Consolidated Statement of Functional Expenses	6
Consolidated Statement of Cash Flows	7
Notes to Financial Statements	9
Schedule of Expenditures of Federal and Non-Federal Awards	20
Notes to the Schedule of Expenditures of Federal and Non-Federal Awards	22
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 <i>Government Auditing Standards</i>	23
Independent Auditor's Report on Compliance for Each Major Program and on Internal Control Over Compliance Required by the Uniform Guidance	25
Schedule of Findings and Questioned Costs	27
Schedule of Prior Year Audit Findings	28

**CLINCH-POWELL RESOURCE CONSERVATION
& DEVELOPMENT COUNCIL, INC.**

**ROSTER OF BOARD OF DIRECTORS AND EXECUTIVE STAFF
AS OF SEPTEMBER 30, 2022**

BOARD OF DIRECTORS

John Vasquez	Chairperson
Nancy Barker	Board Member
David Lietzke	Board Member
Bill Rhea	Board Member
Stewart Oakes	Board Member
Cody Brown	Secretary/Treasurer
Bob Ripley	Board Member
Steve Roark	Board Member
Cherry Acuff	Board Member
Sheldon Livesay	Board Member
Perry Stevens	Board Member
Gloria Brooke Lee	Board Member
Roberta Jeanquart	Vice Chairperson
Barbie Dyer	Board Member
Kaissen Carr	Board Member

EXECUTIVE STAFF

Lindy Turner	Executive Director
Sara Knight	Financial Supervisor



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AUDIT GROUP, LLC

4210 Columbia Road | Building 10 | Suite 101 | Augusta, GA 30907
www.bairdgroupcpa.com | Tel. (706) 855-9500 | Fax (706) 855-2900

INDEPENDENT AUDITORS' REPORT

Board of Directors
Clinch-Powell Resource Conservation
Development Council, Inc.
Rutledge, Tennessee

Report on the Financial Statements

We have audited the accompanying financial statements of Clinch-Powell Resource Conservation & Development Council, Inc., a non-profit organization, and its wholly owned for profit subsidiary Clinch Powell Construction Company, which comprise the consolidated statement of financial position as of September 30, 2022, the related consolidated statements of activities, functional expenses, and cash flows for the year then ended, and the related notes to the financial statements.

Management's Responsibility for the Financial Statements

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

Auditor's Responsibility

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

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

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

Opinion

In our opinion, the consolidated financial statements referred to above present fairly, in all material respects, the financial position of Clinch-Powell Resource Conservation & Development Council, Inc. as of September 30, 2022 and the changes in its net assets and its cash flows for the year then ended in accordance with accounting principles generally accepted in the United States of America.

Other Matters

Other Information

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

Other Reporting Required by *Government Auditing Standards*

In accordance with *Government Auditing Standards*, we have also issued our report dated March 3, 2023, on our consideration of Clinch-Powell Resource Conservation & Development Council, Inc.'s internal control over financial reporting and on our tests of its compliance with certain provisions of laws, regulations, contracts, and grant agreements and other matters. The purpose of that report is solely to describe the scope of our testing of internal control over financial reporting and compliance and the results of that testing, and not to provide an opinion on the effectiveness Clinch-Powell Resource Conservation & Development Council, Inc.'s internal control. That report is an integral part of an audit performed in accordance with *Government Auditing Standards* in considering Clinch-Powell Resource Conservation & Development Council, Inc.'s internal control over financial reporting and compliance. That report is an integral part of an audit performed in accordance with *Government Auditing Standards* in considering Clinch-Powell Resource Conservation & Development Council, Inc.'s internal control over financial reporting and compliance.



The Baird Audit Group, LLC

Augusta, GA
March 3, 2023

CLINCH -POWELL RESOURCE CONSERVATION AND DEVELOPMENT COUNCIL, INC.
CONSOLIDATED STATEMENT OF FINANCIAL POSITION
SEPTEMBER 30, 2022

ASSETS

Cash and Cash Equivalents	\$ 2,218,714
Grants Receivable	511,268
Other Receivables	80,229
Prepaid Expenses	10,628
Inventory	-
Loans Receivable, Net	868,083
Property and Equipment, Net	2,421,349
Land and Development Costs	1,493,073
Deposits	2,820
Beneficial Interest in Assets Held by Others	<u>157,169</u>
 TOTAL ASSETS	 <u><u>\$ 7,763,333</u></u>

LIABILITIES AND NET ASSETS

Line of Credit	\$ 100,006
Accounts Payable	54,412
Accrued Payroll Expenses and Taxes	74,478
Other Current Liabilities	18,279
Easement Contract Liabilities	19,193
Refundable Advances	39,536
Long Term Debt	<u>747,890</u>
 TOTAL LIABILITIES	 <u>1,053,794</u>
 NET ASSETS	
Net Assets Without Donor Restrictions	5,834,342
Net Assets With Donor Restrictions	<u>875,197</u>
 TOTAL NET ASSETS	 <u>6,709,539</u>
 TOTAL LIABILITIES AND NET ASSETS	 <u><u>\$ 7,763,333</u></u>

The accompanying notes are an integral part of these financial statements.

CLINCH -POWELL RESOURCE CONSERVATION AND DEVELOPMENT COUNCIL, INC.
CONSOLIDATED STATEMENT OF ACTIVITIES
SEPTEMBER 30, 2022

	<u>Without Donor Restrictions</u>	<u>With Donor Restrictions</u>	<u>Total</u>
SUPPORT AND REVENUE			
Contributions	\$ 131,435	15,130	\$ 146,565
Grant Income	-	1,462,990	1,462,990
In-Kind Contributions	355,469	-	355,469
Fees for Services	277,364	-	277,364
Rent	188,316	-	188,316
Store and Other Sales	19,206	-	19,206
Interest and Dividend Income	6,697	3,854	10,551
Home Program Sales Proceeds	876,519	152,881	1,029,400
Change in Beneficial Interest	(28,119)	-	(28,119)
Gain on disposal of fixed assets	225,820	-	225,820
			-
NET ASSETS RELEASED FROM RESTRICTIONS			
Satisfaction of Program Restrictions	<u>2,189,020</u>	<u>(2,189,020)</u>	<u>-</u>
 Total Support and Revenue	 <u>4,241,727</u>	 <u>(554,165)</u>	 <u>3,687,562</u>
EXPENSES AND LOSSES			
Program	3,265,455	-	3,265,455
Management and General	304,349	-	304,349
Fund Raising	<u>-</u>	<u>-</u>	<u>-</u>
 Total Expenses	 3,569,804	 -	 3,569,804
 CHANGE IN NET ASSETS	 671,923	 (554,165)	 117,758
 NET ASSETS, beginning of year	 <u>5,162,419</u>	 <u>1,429,362</u>	 <u>6,591,781</u>
 NET ASSETS, end of year	 <u>\$ 5,834,342</u>	 <u>\$ 875,197</u>	 <u>\$ 6,709,539</u>

The accompanying notes are an integral part of these financial statements.

CLINCH-POWELL RESOURCE CONSERVATION & DEVELOPMENT COUNCIL, INC.
CONSOLIDATED STATEMENT OF FUNCTIONAL EXPENSES
FOR THE YEAR ENDED SEPTEMBER 30, 2022

	Program Services	Supporting Services		Total
		Management & General	Fund Raising	
Salaries, Benefits and Payroll Taxes	\$ 1,277,326	\$ 195,850	\$ -	\$ 1,473,176
Construction Costs	1,921,787	-	-	1,921,787
Contract Services	192,868	-	-	192,868
Supplies and Materials	219,541	14,354	-	233,895
Cost of Store and Restaurant Sales	9,105	-	-	9,105
Maintenance	45,335	3,268	-	48,603
Insurance	27,938	52,133	-	80,071
Landowner Payments	54,811	-	-	54,811
Utilities and Phone	35,283	11,016	-	46,299
Other Expenses	36,626	1,647	-	38,273
Travel	20,685	1,399	-	22,084
Professional Fees	-	12,000	-	12,000
Donations and Grants	291,819	-	-	291,819
Promotional	3,000	-	-	3,000
Printing and Copying	1,450	2,482	-	3,932
Rent	4,800	-	-	4,800
Dues and Subscriptions	-	3,719	-	3,719
Interest	-	356	-	356
Meetings	2,164	(146)	-	2,018
Postage	151	1,062	-	1,213
Bad Debt Expense	1,773	-	-	1,773
Less: Capitalized Costs	(964,296)	-	-	(964,296)
Total Expenses before Depreciation	<u>3,182,166</u>	<u>299,140</u>	<u>-</u>	<u>3,481,306</u>
Depreciation	<u>83,289</u>	<u>5,209</u>	<u>-</u>	<u>88,498</u>
	<u>\$ 3,265,455</u>	<u>\$ 304,349</u>	<u>\$ -</u>	<u>\$ 3,569,804</u>

The accompanying notes are an integral part of these financial statements.

CLINCH-POWELL RESOURCE CONSERVATION & DEVELOPMENT COUNCIL, INC.
CONSOLIDATED STATEMENT OF CASH FLOWS
FOR THE YEAR ENDED SEPTEMBER 30, 2022

CASH FLOWS FROM OPERATING ACTIVITIES

Change in net assets	\$	117,758
Adjustments to reconcile change in net assets to net cash provided by operating activities:		
Depreciation expense		88,498
Gain on disposition		564,061
Change in allowance related to loans receivable		(24,250)
(Increase) decrease in assets:		
Grants receivable		213,838
Other receivables		(36,194)
Refundable advances		(84,829)
Prepaid expenses		41,069
Inventory		18,351
Land and development costs		52,194
Deposits		302
Beneficial interest in assets held by others		28,119
Increase (decrease) in liabilities:		
Accounts payable		(13,874)
Accrued payroll		4,634
Other liabilities		(12,239)

CASH USED FOR OPERATING ACTIVITIES		957,438
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CASH FLOWS FROM INVESTING ACTIVITIES

Cash paid for purchases of fixed assets		-
Receipts from collections of loans		100,156
Disbursements for loans made		(24,407)

CASH PROVIDED BY INVESTING ACTIVITIES		75,749
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The accompanying notes are an integral part of these financial statements.

CLINCH-POWELL RESOURCE CONSERVATION & DEVELOPMENT COUNCIL, INC.
CONSOLIDATED STATEMENT OF CASH FLOWS
FOR THE YEAR ENDED SEPTEMBER 30, 2022

CASH FLOWS FROM FINANCING ACTIVITIES	
Easement contract payments	(8,747)
Payments on line of credit	(499,994)
Principal payments on long term debt	<u>(40,531)</u>
CASH PROVIDED BY FINANCING ACTIVITIES	<u>(549,272)</u>
NET INCREASE IN CASH	483,915
CASH AT BEGINNING OF YEAR	<u>1,734,799</u>
CASH AT END OF YEAR	<u><u>\$ 2,218,714</u></u>
SUPPLEMENTAL DISCLOSURE OF CASH FLOW INFORMATION	
Interest	<u><u>\$ -</u></u>

The accompanying notes are an integral part of these financial statements.

CLINCH-POWELL RESOURCE CONSERVATION & DEVELOPMENT COUNCIL, INC.
NOTES TO THE FINANCIAL STATEMENTS
YEAR ENDED SEPTEMBER 30, 2022

Note 1 -Nature of Organization and Summary of Significant Accounting Policies

The Clinch-Powell Resource Conservation & Development Council, Inc. (the Council) was incorporated under the laws of the State of Tennessee in 1989 as a nonprofit corporation. The Council's purposes are to build strong communities, care for people, and protect natural resources in East Tennessee and surrounding areas. The Council is a Community Housing Development Organization (CHDO) and holds a Tennessee license for mortgage origination. The Council is a HUD approved counseling agency and maintains certified housing counselors to provide services.

The Council submitted proposals and was awarded federal grants to construct houses for low to moderate income families. The housing program provides home ownership education and housing counseling, increases the supply of affordable housing, assists with upfront home ownership costs, matches homeowners with the best financing available and assists existing homeowners with renovation and repairs for safe, sanitary housing.

The Council was awarded federal grants through the State of Tennessee to purchase and renovate foreclosed properties in specified areas. These have been renovated and are available for rent.

The Council operates a large AmeriCorps program called Appalachia CARES under a federal grant in partnership with various community-based groups and public agencies. Appalachia CARES is a service-learning program that engages AmeriCorps members in direct service with agencies in primarily low income, rural communities.

Through its Clinch-Powell Watershed Alliance, the Council works with landowners to protect and repair farmland and the watershed. By identifying conservation threats and stressors and designing and implementing best management practices to correct problem areas, pollution is abated, habitats are created and lands are restored.

The Council works to improve the economic vitality of the region by providing counseling and assistance in small business development as well as small business loans.

River Place on the Clinch has been developed by the Council to promote eco-tourism in the poorest county of the service area. It consists of a country store, restaurant, education center, rental cabins, and river adventure equipment, with additional development anticipated.

The Council maintains an administrative office in Rutledge, Tennessee, and is under the authority of a non-compensated Board of Directors whose members represent each county in the Council's project area. The Council is primarily funded by grants and by fees for providing services such as conducting environmental workshops and seminars.

Basis of Accounting – Accounting principles generally accepted in the United States of America require financial statements to be presented on the accrual basis of accounting. The financial statements and

CLINCH-POWELL RESOURCE CONSERVATION & DEVELOPMENT COUNCIL, INC.
NOTES TO THE FINANCIAL STATEMENTS
YEAR ENDED SEPTEMBER 30, 2022

Note 1 – Nature of Organization and Summary of Significant Accounting Policies (continued)

accounting records are prepared on the accrual basis of accounting and accordingly, reflect all significant receivables, payables, and other liabilities.

Consolidation – The consolidated financial statements of the Council include its wholly owned taxable subsidiary – Clinch-Powell Construction Company, Inc. (CPCC). CPCC was formed to facilitate the Clinch-Powell Home Team building projects and to reduce insurance costs. All significant inter-company accounts and transactions have been eliminated in consolidation. The effects on the Council’s financial statements as a result of the consolidation are as follows:

Assets	\$ 20,000	Increase
Liabilities	24,000	Decrease
Net Assets	\$ 44,000	Increase

Basis of Presentation – The Council is required to report information regarding its financial position and activities according to two classes of net assets: with donor restricted net assets and without donor restricted net assets.

Cash and Cash Equivalents – For purposes of the Statement of Cash Flows, the Council considers all highly liquid investments with an initial maturity of three months or less and certificates of deposit to be cash equivalents.

Property and Equipment – Donations of property and equipment are recorded as support at their estimated fair value. Such donations are reported as unrestricted support unless the donor has restricted the donated asset to a specific purpose. Assets donated with explicit restrictions regarding their use and contributions of cash that must be used to acquire property and equipment are reported as restricted support. Absent donor stipulations regarding how long those donated assets must be maintained, the Council reports expirations of donor restrictions when the donated or acquired assets are placed in service as instructed by the donor. The Council reclassifies restricted net assets to unrestricted net assets at that time. Property and equipment are depreciated using the straight-line method over their estimated useful lives ranging from three to thirty-nine years. The cost of maintenance and repairs is expensed as incurred. Significant renewals and betterments are capitalized.

Purchased property is recorded at historical cost and capitalized if cost is material and life is over one year. Upon dissolution of the Council, assets purchased with grant funds would revert to the grantor. Assets purchased with Council funds would be transferred to another non-profit organization with a similar purpose in accordance with state guidelines.

Net Assets – The Council reports gifts of cash and other assets as net assets with donor restrictions if they are received with donor stipulations that limit the use of the donated assets. When a donor restriction expires (a stipulated time restriction ends or purpose restriction is accomplished), net assets with restrictions are reclassified to net assets without restrictions and reported in the Statement of Activities as net assets released from restrictions. All restricted contributions and investment income, in which the restrictions are met in the same reporting period as the donations are received, are reported as income without donor restrictions, unless a donor or law temporarily or permanently restricts their use. Federal grant awards are classified as refundable advances until expended for the purposes of the grants. Endowment contributions

CLINCH-POWELL RESOURCE CONSERVATION & DEVELOPMENT COUNCIL, INC.
NOTES TO THE FINANCIAL STATEMENTS
YEAR ENDED SEPTEMBER 30, 2022

Note 1 – Nature of Organization and Summary of Significant Accounting Policies (continued)

and investments are restricted. Investment earnings available for distribution are recorded in net assets without donor restrictions.

Donated Services – Donated services are recognized as contributions if the services (a) create or enhance non-financial assets or (b) require specialized skills, are performed by people with those skills, and would otherwise be purchased by the Council.

Functional Expenses – Directly identifiable expenses are charged to programs and ended September 30, 2022, has supporting services. A provisional indirect cost agreement to use 13.80% of direct costs for federal grant reporting for the period from ended September 30, 2023 has been approved.

Estimates – The preparation of financial statements in accordance with accounting principles generally accepted in the United States of America requires management to make certain estimates and assumptions. Those estimates and assumptions affect the reported amounts of assets and liabilities, the disclosure of contingent assets and liabilities, and the reported revenues and expenses. Actual assets could differ from those estimates.

Income Tax Status – The Council is a not-for-profit organization that is exempt from income taxes under Section 501(c)(3) of the Internal Revenue Code. The Council has been classified as an exempt organization under Section 509(a)(1) that is not a private foundation. The Council’s wholly owned for-profit subsidiary, Clinch-Powell Construction Company, Inc. (CPCC) is a taxable entity and it, therefore is subject to federal and state income taxes. CPCC files a separate income tax return. There was no current income tax expense for the year ended September 30, 2022. Deferred income taxes are provided for the temporary differences between financial reporting basis and the tax basis of CPCC’s assets and liabilities. Differences are primarily attributable to net operating loss carryforwards. There were no deferred tax assets or liabilities at September 30, 2022. The Council and CPCC adopted the authoritative guidance for the uncertainty in income taxes recognized in an entity’s financial statements and prescribe a threshold of “more likely than not” for recognition and derecognition of tax positions taken or expected to be taken in a tax return. The Council and CPCC performed an evaluation of uncertain tax positions for the year ended September 30, 2021, and determined that there were no matters that would require recognition in the financial statements or which may have any effect on their tax exempt status. As of September 30, 2022, the Council and CPCC are generally not subject to U.S. Federal or State income tax examination by tax authorities for the years before 2018. It is the Council and CPCC’s policy to recognize interest and/or penalties related to uncertain tax positions, if any in income tax expense. As of September 30, 2022, the Council and CPCC had no accruals for interest and/or penalties.

Loans and Other Receivables – Interest income, if any, is recognized when earned in accordance with the accrual basis of accounting and the terms of the loan. Receivables are determined to be past due based on contractual terms. Past due balances are reviewed periodically and written off when determined to be uncollectable. Factors influencing management’s judgment of collectability include historical losses and existing economic conditions. Loans are placed on nonaccrual when collection of interest is doubtful.

Interest income on nonaccrual loans is recognized only to the extent cash payments are received. Loans may contain provisions under which a portion of the note is forgivable if certain conditions are met. The forgivable portion is included in the allowance for loan losses.

CLINCH-POWELL RESOURCE CONSERVATION & DEVELOPMENT COUNCIL, INC.
NOTES TO THE FINANCIAL STATEMENTS
YEAR ENDED SEPTEMBER 30, 2022

Real Estate Sales – Revenue from real estate sales is recognized using the full accrual method. Under the full accrual method, the entire gain on the sale is recognized at the date of the sale.

Land Development Costs – Costs that clearly related to land development projects are capitalized. Costs are allocated to project components by the specific identification method whenever possible. Otherwise, acquisition costs are allocated based on their relative fair value before development, and development costs are allocated based on their relative sales value. Interest costs, if any, are capitalized while development is in progress.

Inventory - Inventory of the general store at River Place is stated at the lower of cost or market, determined on the first-in, first-out basis.

Advertising Costs – Advertising costs are expensed as incurred. Advertising expense for the year ended September 30, 2022 was \$3,000.

New Accounting Pronouncement – On August 18, 2016, the Financial Accounting Standards Board (FASB) issued ASU 2016-14, Not-for-Profit Entities (Topic 958) – Presentation of Financial Statements of Not-for-Profit Entities. The update addresses the complexity and understandability of net asset classification, deficiencies in information about liquidity and availability of resources, and the lack of consistency in the type of information provided about expenses and investment return. The Council has adjusted the presentation of these statements accordingly. The ASU has been applied retrospectively to all periods presented. The new standards change the following aspects of the Council’s financial statements.

Unrestricted Net Assets, and Temporarily Restricted Net Assets (containing no donor restrictions) have been renamed Net Assets Without Donor Restrictions.

Permanently Restricted Net Assets and Temporarily Restricted Net Assets (with donor restrictions) have been renamed Net Assets With Donor Restrictions.

The financial statements include a new disclosure about liquidity and availability of resources (Note 19).

Note 2 – Cash and Cash Equivalents

The Council has various bank accounts with local financial institutions that at times result in a concentration of credit risk. The risk involved is the event of nonperformance by the financial institution. The Council had cash deposits in financial institutions in excess of the amounts insured by the Federal Depository Insurance Corporation at September 30, 2022, of approximately \$ 1,485,000 collateralized by FNMA and other securities held under a safekeeping pledge agreement for the benefit of the Council by an independent bank.

Certain cash balances are restricted for specific purposes as discussed in Note 11. A Certificate of Deposit is pledged as collateral as discussed in Note 10.

Note 3 – Other Receivables

Other receivables, primarily service fee income, are considered fully collectible. No interest accrual is considered necessary for grants or other receivables. Collateral is not available or requested.

CLINCH-POWELL RESOURCE CONSERVATION & DEVELOPMENT COUNCIL, INC.
NOTES TO THE FINANCIAL STATEMENTS
YEAR ENDED SEPTEMBER 30, 2022

Note 4 – Loans Receivable

The Council provides low or no-interest loans to other entities and individuals under various loan programs. If the low interest rate is not mandated under government grants, and if it is below market, the value of below market loans is estimate using discounted cash flow analysis based on current market interest rates for loans of this type. Loans are due over terms of five to thirty years. Loans are stated at unpaid principal balances, less an allowance for forgivable and uncollectible portion, and unearned discounts.

There were no changes in the Council’s accounting policies during the year. There have been no purchases, sales, or reclassifications of financing receivables. The Allowance for Forgivable and Uncollectible Loans decreased by \$24,250 during the year ended September 30, 2022. The Council individually reviews each loan balance to estimate the portion, if any, of the balance that will not be collected.

Interest continues to accrue until loans are determined to be doubtful and included in the Allowance. Unpaid interest is added to the principal balance. Forgivable or otherwise uncollectible loans are considered impaired. Interest income is only recognized on these loans when actually received from the borrower. No interest was received on impaired loans during the year ended September 30, 2022. As of September 30, 2022, there were three loans receivable more than 90 days delinquent in the amount of \$3,890.

Net assets with donor restrictions include loans and cash proceeds required to be used only to provide additional loans.

	<u>Unpaid Principal</u>	<u>Allowance for Forgivable and Uncollectible Portion</u>	<u>Discount</u>	<u>Net</u>
New Start Loans	\$ 747,890	\$ -	\$ -	\$ 747,890
Home Loans	162,244	162,244	-	-
Small Business Development Loan Fund	46,429		-	46,429
Home Repair Loans for Low Income Families	-	-	-	-
Loan to TaCL	42,385			42,385
Housing Loans	163,097	131,718	-	31,379
Total Loans Receivable	<u>\$ 1,162,045</u>	<u>\$ 293,962</u>	<u>\$ -</u>	<u>\$ 868,083</u>

New Start loans are collateralized by a deed of trust that has been assigned to THDA as discussed in Note 10.

CLINCH-POWELL RESOURCE CONSERVATION & DEVELOPMENT COUNCIL, INC.
NOTES TO THE FINANCIAL STATEMENTS
YEAR ENDED SEPTEMBER 30, 2022

Note 5 – Property and Equipment

Cost of Buildings and Land include approximately \$1,714,839 in residential rental property. Related Accumulated Depreciation totals approximately \$434,800. These properties were acquired primarily with Federal and State funds and are required to be held for rent to eligible families for periods from 10 to 15 years. The Tennessee Housing Development Agency holds a rental deed of trust against certain properties that require repayment of the grant funds in the event of default.

Buildings	\$ 2,736,295
Leasehold Improvements	232,584
Land	278,358
Land Improvements	-
Computers and Equipment	32,482
Construction in Process	68,117
Vehicles	<u>9,355</u>
 Total	 3,357,191
Less: Accumulated Depreciation	<u>(935,842)</u>
Net Book Value	<u><u>\$ 2,421,349</u></u>

Note 6 – Fair Value Measurements

The Council's investments are reported at fair value in the accompanying statement of financial position.

	Fair Value Measurement Using:		
	Quoted Prices In Active Markets for Identical Assets <u>Fair Value</u> (Level 1)	Significant Other Observable Inputs (Level 2)	Significant Unobservable Inputs (Level 3)
Beneficial Interest in Assets (See Note #7)	<u>\$ 157,169</u>	<u>\$ 112,122</u>	<u>\$ -</u>
		<u>\$ 45,047</u>	

The Fair Value Measurements Topic of the FASB Accounting Standards Codification establishes a fair value hierarchy that prioritizes the inputs valuation techniques used to measure fair value. This hierarchy consists of three broad levels: Level 1 inputs consist of unadjusted quoted prices in active markets for identical assets and have the highest priority, and Level 3 inputs have the lowest priority. The Council uses appropriate valuation techniques based on the available inputs to measure the fair value of its investments. When available, the Council measures fair value using Level 1 inputs because they generally provide the most reliable evidence of fair value. Level 2 inputs include quoted prices for similar assets in active markets, and Level 3 inputs were only used when Level 1 or Level 2 inputs were not available.

CLINCH-POWELL RESOURCE CONSERVATION & DEVELOPMENT COUNCIL, INC.
NOTES TO THE FINANCIAL STATEMENTS
YEAR ENDED SEPTEMBER 30, 2022

Note 6 – Fair Value Measurements (continued)

A portion of the Beneficial Interest in Assets is not actively traded and significant other observable inputs are not available and are therefore considered a Level 3 input. The fair value of Beneficial Interest in Assets is equal to the value reported by the trustee.

Gains and losses (realized and unrealized) included in activities for the year ended September 30, 2022, are reported in Change in Beneficial Interest. Components of the Change in Beneficial Interest are:

	Level 1	Level 3	Total
Fair Value at September 30, 2021	\$ 173,138	\$ 12,151	\$ 185,289
Investment Income	1,540	-	1,540
Net Realized and Unrealized Gain (Loss)	(24,104)	(3,379)	(27,483)
Fees	(2,177)	-	(2,177)
Transfers/ Distributions	(36,275)	36,275	-
Change in Beneficial Interest in Net Assets Held by Others	(61,015)	32,896	28,119
Fair Value at September 30, 2022	<u>\$ 112,122</u>	<u>\$ 45,047</u>	<u>\$ 157,169</u>

Note 7 – Beneficial Interest in Funds Held by Others

The Council has an agreement with the East Tennessee Foundation (ETF), an unrelated tax-exempt community foundation, to manage an endowment fund. The initial contributions to the Fund are to be invested in perpetuity with investment income (to be determined using a spending rate set by ETF) to be distributed annually to the Council for unrestricted purposes.

The funds held at ETF are legally owned by that organization. The ETF Board of Directors has the power to modify the agreement which directs that investment income be distributed to the Council if, in the sole judgment of the ETF Board, such restriction or condition becomes unnecessary, undesirable, impractical, incapable of fulfillment, or inconsistent with the charitable needs of the community served.

The Council's endowment fund is held in the ETF's Long Term Comingled Fund, which is invested to maintain or increase the real value of the endowment principal and its distributions over the long term. Distributions from ETF's endowment funds are based on a total return concept and are made according to a current annual spending rate of 45% of a twelve-quarter rolling average.

Donor-designated Endowments – after implementation of FASB ASC 958-205 – The Council's endowment consists of donor-restricted funds held by the ETF, the income from which is available to support the Council. As required by generally accepted accounting principles, net assets associated with endowment funds are classified and reported based on the existence or absence of donor-imposed restrictions.

The Board of Directors of the Council has interpreted the Uniform Prudent Management of Institutional Funds Act (UPMIFA) as requiring the preservation of the fair value of the original gift as of the gift date

CLINCH-POWELL RESOURCE CONSERVATION & DEVELOPMENT COUNCIL, INC.
NOTES TO THE FINANCIAL STATEMENTS
YEAR ENDED SEPTEMBER 30, 2022

Note 7 – Beneficial Interest in Funds Held by Others (continued)

of the donor-restricted endowment funds absent explicit donor stipulations to the contrary. As a result of this interpretation, the Council classifies as net assets with donor restrictions (a) the original value of gifts to the permanent endowment, (b) the original value of subsequent gifts to the permanent endowment, (c) donor required matching additions from the Council’s unrestricted funds, and (d) accumulations to the permanent endowment made in accordance with the direction of the applicable donor gift instrument at the time the accumulation is added to the fund. The remaining portion of the donor-restricted endowment fund that is not classified as donor restricted net assets is classified as net assets without donor restrictions.

Note 8 – Land and Development Costs

Land and Development Costs include costs incurred to buy land and construct properties related to the Clinch-Powell Home Team project.

Persia Woods - Land and Development Costs	\$ 26,538
Pleasant Ridge - Land and Development Costs	846,632
Misty Meadow - Land and Development Costs	377,501
Joppa Area - Land and Development Costs	42,093
Other - Housing Projects	<u>200,309</u>
 Total	 <u><u>\$ 1,493,073</u></u>

Note 9 – Easement Contract Liabilities

The Council has acquired conservation easements protecting a total of approximately 140 acres at a cost of \$166,000 payable over 10 to 20 years with no interest. Payments under these contracts totaled \$8,747 during the year ended September 30, 2022. Future annual minimum payments total \$ 8,747. The contracts have remaining terms of 3 to 6 years.

CLINCH-POWELL RESOURCE CONSERVATION & DEVELOPMENT COUNCIL, INC.
NOTES TO THE FINANCIAL STATEMENTS
YEAR ENDED SEPTEMBER 30, 2022

Note 10 – Line of Credit and Long-Term Debt

Line of Credit

Bank line of credit of \$600,000, maturing June 30, 2023,	<u>\$ 100,006</u>
bearing interest at prime rate minus 4%, collateralized by	
Certificate of Deposit and real property located at 7995	
and 8015 Rutledge Pike, Rutledge, TN	

Long Term Debt

Tennessee Housing Development Agency New Start Program	<u>\$ 747,890</u>
mortgages receivable purchased from the Council, with recourse,	
payable in monthly installments of over 30 years, without interest,	
collateralized by assignment of a deed of trust held by the Council.	

Principal payments are as follows:

Year Ending September 30,	
2023	\$ 41,672
2024	41,672
2025	41,672
2026	41,672
2027	41,672
Thereafter	<u>539,530</u>
Total	<u>\$ 747,890</u>

CLINCH-POWELL RESOURCE CONSERVATION & DEVELOPMENT COUNCIL, INC.
NOTES TO THE FINANCIAL STATEMENTS
YEAR ENDED SEPTEMBER 30, 2022

Note 11 – Donor Restricted Net Assets

Donor Restricted Net Assets consist of endowment assets, loans receivable and rental property and are available for the following purposes or time periods as of September 30, 2022.

Rutledge Presbyterian Church & funds	\$ 61,732
Rental Property	595,667
Home Proceeds	-
Grant Loans and Interest	60,629
Endowment	157,169
	<u>\$ 875,197</u>

Note 12 – Donated Services and Materials

The Council receives donated materials from various supporters and donated services from a variety of unpaid volunteers assisting the Council in the program activities. The majority of these services are related to the Appalachia CARES AmeriCorps program where the services of certified teachers and community professionals work with members and students in a volunteer role to implement this program. During the year ended September 30, 2022, the value of the items totaling \$355,469 were included in contributions and expense in the accompanying financial statements.

Additional donated services were received that did not satisfy the criteria specified by the FASB Accounting Standards Codification (FASB ASC 958-605-50-1). These services include environmental beautification; work at environmental camps and seminars as well as preparation for facilitating programs.

Note 13 – Retirement Plan

The Council maintains a SIMPLE retirement plan and matches up to 3% of each eligible employee's compensation. During the year ended September 30, 2022, the Council contributed approximately \$17,685.

CLINCH-POWELL RESOURCE CONSERVATION & DEVELOPMENT COUNCIL, INC.
NOTES TO THE FINANCIAL STATEMENTS
YEAR ENDED SEPTEMBER 30, 2022

Note 14 – Leases

The Council occupies a building with rental payments of \$400 per month. The lease began in 1995 and remains available to the Council at their discretion on a month-to-month basis. The Council is required to provide “upkeep” to the building while taxes and insurance are paid by the owners. There was no maintenance expense in the current year related to this building. Current year rental expense was \$4,800.

In addition, the Organization operates an Education Center on land leased from the Tennessee Wildlife Resource Agency, under a long-term, no cost agreement.

Note 15 – Fund Raising Costs

The majority of the Council’s support is received through grants. The individuals responsible for submitting grant requests are not employees of the Council, they are volunteers. The Council had \$0 in fund raising costs for the year ended September 30, 2022.

Note 16 – General Store

In furtherance of their mission to promote eco-tourism in the poorest counties of the service area, the Council operates a general store and restaurant at River Place on the Clinch. Income and expenses for the store and restaurants were as follows:

Sales	\$ 19,206
Cost of Sales	(5,365)
Restaurant Food	(3,741)
Gross Profit	<u>10,100</u>
Operating Expenses	<u>-</u>
Net Margin (Loss)	<u><u>\$ 10,100</u></u>

Sales revenue and cost of sales are reported net of discounts, estimated returns, and sales taxes. Sales taxes totaled approximately \$2,382 for the year ended September 30, 2022.

Note 17 - Concentration of Risk

The Council receives a significant portion of its support from federal grants. A substantial reduction in support, should it occur, would have a significant effect on the activities and programs. Financial instruments that potentially subject the Council to credit risk are Loans Receivable, primarily from low-income families in the East Tennessee area. These loans are generally made to build, repair or obtain homes, and collateralized by a lien on the property.

CLINCH-POWELL RESOURCE CONSERVATION & DEVELOPMENT COUNCIL, INC.
NOTES TO THE FINANCIAL STATEMENTS
YEAR ENDED SEPTEMBER 30, 2022

Note 18 – Subsequent Event

Beginning on March 2020 the COVID-19 virus has been declared a global pandemic as it continues to spread across the globe. Business continuity, including supply chains and consumer demand across a broad range of industries and countries could be severely impacted for months or beyond as local, state, and national governments and their citizens take significant and unprecedented measures to mitigate the consequences of the pandemic. The Council is carefully monitoring this situation. No adjustments have been made to these financial statements as a result of this uncertainty.

The Council has evaluated subsequent events for potential recognition and/or disclosure in the September 30, 2022 financial statements through March 3, 2023, the date that the financial statements were available to be issued.

Note 19 – Information Regarding Availability and Liquidity

The Council strives to maintain liquid financial assets sufficient to cover 120 days of general expenditures. Financial assets in excess of daily cash requirements may be invested in interest bearing accounts, certificates of deposit, money market funds and other short-term investments.

The following table reflects the Council’s financial assets as of September 30, 2022. The organization expects to meet all donor restrictions other than those restricted in HOME and NSP houses and expects to meet all other donor restrictions and spend those restricted amounts on hand during the current period.

Financial Assets at Year End	
Cash and Cash Equivalents	\$ 2,218,714
Accounts Receivable	80,229
Grants Receivable	<u>511,268</u>
 Total Financial Assets	 2,810,211
 Less amounts not available to to be used within one year	 <u>875,197</u>
 Financial assets available to meet general expenditures over the next twelve months	 <u><u>\$ 1,935,014</u></u>

CLINCH-POWELL RESOURCE CONSERVATION & DEVELOPMENT COUNCIL, INC.
SCHEDULE OF EXPENDITURES OF FEDERAL AWARDS
YEAR ENDED SEPTEMBER 30, 2022

Federal Grantor/ Pass Thru Grantor/ Program Title	Federal CFDA Number	Grant Number	Accrued or (Deferred) Expenditures at 9/30/21	Federal Expenditures Received from Grantors	Federal Expenditures Earned	Accrued or (Deferred) Expenditures at 9/30/22
U.S. Dept of Housig & Urban Development						
Comprehensive Housing						
Comprehensive Housing Counseling 19-20	14.168	HC20-0421011	6,711	6,711	-	-
Comprehensive Housing Counseling 20-21	14.168	HC21-0421006	5,797	-	29,349	35,146
Passed through Tennessee Housing Development Agency:						
HOME 2017	14.239	HMCH-17-01-OP	64,531	41,872	-	22,659
HOME 2018	14.239	HMCH-18-01-OP	65,767	37,123	-	28,644
HOME 2019	14.239	HMCH-19-01-OP	31,343	8,994	3,758	26,107
HOME Operating	14.239	HMCH-SOA-20-01	22,448	-	14,213	36,661
Emergency Solutions Grant Program (ESG-CV) 2020-Part 2	14.231	ESG-CV2-10	152,719	548,925	398,812	2,606
Total U.S. Dept of Housing & Urban Development			<u>349,316</u>	<u>643,625</u>	<u>446,132</u>	<u>151,823</u>
Environmental Protection Agency						
Passed through TN Dept of Agriculture						
319 Clinch BMP	66.460	32501-03721	-	31,864	38,375	6,511
Total Environmental Protection Agency			<u>-</u>	<u>31,864</u>	<u>38,375</u>	<u>6,511</u>
US Fish & Wildlife erivces						
Best Management Practices						
	15.631	F21AC01802-00	-	-	22,758	22,758
			<u>-</u>	<u>-</u>	<u>22,758</u>	<u>22,758</u>
U.S. Dept of Treasury						
Passed through TN Housing Development Agency						
Homeowners Assistance Fund	21.026	HAF	-	58,800	58,800	-
			<u>-</u>	<u>58,800</u>	<u>58,800</u>	<u>-</u>
Housing Stability Counseling Program						
	99.U19	759018	-	15,184	15,184	-
			<u>-</u>	<u>15,184</u>	<u>15,184</u>	<u>-</u>
Total US Dept of Treasury			<u>-</u>	<u>73,984</u>	<u>73,984</u>	<u>-</u>
The Corporation for National and Community Service-Americorps						
Passed through the Volunteer TN						
AppalachiaCares - 2022-2023	94.006	75908	-	-	47,715	47,715
AppalachiaCares - 2021-2022 ARP Match	94.006	75908	655	37,754	63,983	26,884
AppalachiaCares - 2021-2022	94.006	75908	34,229	292,894	418,569	159,904
AppalachiaCares - 2020-2021	94.006	75908	167,111	226,366	59,255	-
Total Corporation for National and Community Service-Americorps			<u>201,995</u>	<u>557,014</u>	<u>589,522</u>	<u>234,503</u>
U.S. Natural Resources Conservation Services						
AppCARE						
	10.902	68-4741-17-038	121,757	139,378	82,948	65,327
Total U.S. Natural Resources Conservation Services			<u>121,757</u>	<u>139,378</u>	<u>82,948</u>	<u>65,327</u>
TOTAL FEDERAL GRANTS			<u>\$ 673,068</u>	<u>\$ 1,445,865</u>	<u>\$ 1,253,719</u>	<u>\$ 480,922</u>

CLINCH-POWELL RESOURCE CONSERVATION & DEVELOPMENT COUNCIL, INC.
SCHEDULE OF EXPENDITURES OF NON-FEDERAL AWARDS
YEAR ENDED SEPTEMBER 30, 2022

Non-Federal Grantor/ Pass-through Grantor/ Program Title	Grant Number	Accrued or (Deferred) Expenditures at 9/30/21	Non-Federal Expenditures Received from Grantors	Non-Federal Expenditures Earned	Accrued or (Deferred) Expenditures at 9/30/22
Tn Dept of Environment and Conservation TN State Parks	32701-03326	43,037	142,629	99,592	-
		<u>43,037</u>	<u>142,629</u>	<u>99,592</u>	<u>-</u>
BlueCross BlueShield of TN Community Trust & Foundation Hispanic Financial Improvement	N/A	-	5,000	2,626	(2,374)
		<u>-</u>	<u>5,000</u>	<u>2,626</u>	<u>(2,374)</u>
Local Initiatives Support Corporation	48154-0008	-	-	13,344	13,344
Local Initiatives Support Corporation	48154-0010	-	-	1,500	1,500
Local Initiatives Support Corporation	48154-0009	-	14,500	30,000	15,500
Local Initiatives Support Corporation	48154-0007	(3,300)	-	2,000	(1,300)
		<u>(3,300)</u>	<u>14,500</u>	<u>46,844</u>	<u>29,044</u>
The Nature Conservancy Cumberland Forest CF Total Nature Conservancy	N/A	(121,064)	-	85,202	(35,862)
		<u>(121,064)</u>	<u>-</u>	<u>85,202</u>	<u>(35,862)</u>
Tennessee Wildlife Resources Agency TWRA-Riparian Conservation BMP's Total Tennessee Wildlife Resources Agency	59173	9,000	18,000	9,000	-
		<u>9,000</u>	<u>18,000</u>	<u>9,000</u>	<u>-</u>
TOTAL NON-FEDERAL GRANTS		<u>\$ (72,327)</u>	<u>\$ 180,129</u>	<u>\$ 243,264</u>	<u>\$ (9,192)</u>

CLINCH-POWELL RESOURCE CONSERVATION & DEVELOPMENT COUNCIL, INC.
NOTES TO SCHEDULE OF EXPENDITURES OF FEDERAL AND NON-FEDERAL AWARDS
YEAR ENDED SEPTEMBER 30, 2022

Note 1 – Basis of Presentation

The accompanying schedule of expenditures of federal and non-federal awards (the Schedule) includes the federal and non-federal award activity of the Council under programs of the federal and state government for the year ended September 30, 2022. The information in this Schedule is presented in accordance with the requirements of Title 2 U.S Code of Federal Regulations Part 200, *Uniform Administrative Requirements, Cost Principles, and Audit Requirements for Federal Awards* (Uniform Guidance). Because the Schedule presents only a selected portion of the operations of the Council, it is not intended to and does not present the financial position, changes in net assets, or cash flows of the Council.

Note 2 – Summary of Significant Accounting Policies

Expenditures reported on the Schedule are reported on the accrual basis of accounting. Such expenditures are recognized following the cost principles contained in the Uniform Guidance and/or OMB Circular A-122, *Cost Principles for Non-profit Organizations*, wherein certain types of expenditures are not allowable or are limited as to reimbursements.

Note 3 – Reconciliation to Financial Statements

Awards expended during the year ended September 30, 2022 included:

Federal	\$ 1,253,719
Non-Federal	<u>243,264</u>
	<u><u>\$ 1,496,983</u></u>

Note 4 – Indirect Cost Rate

The Council is not eligible to use the 10% de minimum indirect cost rate as allowed under the Uniform Guidance as they have previously applied for and been approved for an indirect cost rate of 13.80%.

Note 5 – Awards Passed through to Subrecipients

The Council had no awards which it passed through to subrecipients.



4210 Columbia Road | Building 10 | Suite 101 | Augusta, GA 30907
www.bairdgroupcpa.com | Tel. (706) 855-9500 | Fax (706) 855-2900

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

Board of Directors
Clinch-Powell Resource Conservation & Development
Council, Inc.
Rutledge, Tennessee

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 consolidated financial statements of Clinch-Powell Resource Conservation & Development Council, Inc. (a nonprofit organization) and its for-profit subsidiary Clinch-Powell Construction Company, (the Council), which comprise the consolidated statement of financial position as of September 30, 2022, and the related consolidated statements of activities, functional expenses and cash flows for the year then ended, and the related notes to the financial statements and have issued our report thereon dated March 3, 2023.

Internal Control Over Financial Reporting

In planning and performing our audit of the financial statements, we considered the Council'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 Council's internal control.

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

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

Compliance and Other Matters

As of obtaining reasonable assurance about whether the Council's financial statements are free from material misstatement, we performed tests of 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 Council'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 Council's internal control and compliance. Accordingly, this communication is not suitable for any other purpose

Baird Audit Group LLC

The Baird Audit Group, LLC
Augusta, Georgia

March 3, 2023



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INDEPENDENT AUDITORS' REPORT ON COMPLIANCE FOR EACH MAJOR PROGRAM
AND ON INTERNAL CONTROL OVER COMPLIANCE REQUIRED BY THE
UNIFORM GUIDANCE

Board of Directors
Clinch Powell Resource Conservation &
Development Council, Inc.
Rutledge, TN

Report on Compliance for Each Major Federal Program

We have audited Clinch-Powell Resource Conservation and Development Council, Inc.'s (the Council) compliance with the types of compliance requirements described in the *OMB Compliance Supplement* that would have a direct and material effect on each of the Council's major federal programs for the year ended September 30 2022. The Council's major federal programs are identified in the summary of auditors' results section of the accompanying schedule of findings and questioned costs.

Management's Responsibility

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

Auditor's Responsibility

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

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

Opinion on Each Major Federal Program

In our opinion, the Council complied, in all material respects, with the types of compliance requirements referred to above that could have a direct and material effect on each of its major federal programs for the year ended September 30, 2022.

Report on Internal Control Over Compliance

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

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

Our consideration of internal control over compliance was for the limited purpose described in the first paragraph of this section and was not designed to identify all deficiencies in internal control over compliance that might be material weaknesses or significant deficiencies. We did not identify any deficiencies in internal control over compliance that we consider to be material weaknesses. However, material weaknesses may exist that have not been identified.

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



The Baird Audit Group, LLC

Augusta, Georgia
March 3, 2023

**CLINCH-POWELL RESOURCE CONSERVATION & DEVELOPMENT COUNCIL, INC
SCHEDULE OF PRIOR YEAR AUDIT FINDINGS
FOR THE YEAR ENDED SEPTEMBER 30, 2022**

Prior Year Audit Findings:

There were no prior year audit findings.