

**OIL REGION ALLIANCE OF  
BUSINESS, INDUSTRY AND TOURISM**

**Oil City, Pennsylvania**

**FINANCIAL STATEMENTS**

**December 31, 2015 and 2014**

OIL REGION ALLIANCE OF BUSINESS, INDUSTRY AND TOURISM  
**FINANCIAL STATEMENTS**  
December 31, 2015 and 2014

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May & Company  
Certified Public Accountants  
Oil City, Pennsylvania

**REPORT OF INDEPENDENT CERTIFIED PUBLIC ACCOUNTANTS**

To the Board of Directors of  
Oil Region Alliance of Business, Industry and Tourism

***Report on the Financial Statements***

We have audited the accompanying financial statements of Oil Region Alliance of Business, Industry and Tourism (a nonprofit organization), which comprise the statements of financial position as of December 31, 2015 and 2014, and the related statements of activities, functional expenses and cash flows for the years then ended, and the related notes to the financial statements.

***Management's Responsibility for the Financial Statements***

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

***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. 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 financial statements referred to above present fairly, in all material respects, the financial position of Oil Region Alliance of Business, Industry and Tourism as of December 31, 2015 and 2014, and the changes in its net assets and its cash flows for the years then ended in accordance with accounting principles generally accepted in the United States of America.

*May & Company*

July 18, 2016

OIL REGION ALLIANCE OF BUSINESS, INDUSTRY AND TOURISM  
**STATEMENTS OF FINANCIAL POSITION**  
December 31, 2015 and 2014

**ASSETS**

	<u>2015</u>	<u>2014</u>
Cash and cash equivalents	\$ 260,924	\$ 329,788
Investments in limited partnerships	(865)	(277)
Accounts, rents and grants receivable	913,946	681,125
Note receivable	25,000	25,000
Rts & 62 RLF loans receivable	32,375	43,354
Prepaid expenses	11,587	4,326
Loan acquisition fee	270	270
Building and improvements	213,654	213,654
Office equipment	124,013	124,013
Buildings held for investment	392,842	225,134
Development Projects:		
Owned projects	-	-
Land and improvements	1,089,209	1,067,164
Less, accumulated depreciation and amortization	<u>(219,506)</u>	<u>(210,800)</u>
 Total Assets	 <u>\$ 2,843,449</u>	 <u>\$ 2,502,751</u>

**LIABILITIES AND NET ASSETS**

	<u>2015</u>	<u>2014</u>
<b>Liabilities</b>		
Accounts payable	\$ 57,692	\$ 93,847
Payroll and payroll tax liabilities	7,780	6,249
Unearned revenue	1,259,240	988,786
Advance from limited partnership	345,500	345,500
Other liabilities	(127)	2,302
Notes payable	312,661	332,692
Line of credit	219	-
 Total Liabilities	 <u>1,982,965</u>	 <u>1,769,376</u>
 <b>Net Assets</b>		
Unrestricted	822,758	695,649
Temporarily restricted	-	-
Permanently restricted	<u>37,726</u>	<u>37,726</u>
 Total Net Assets	 <u>860,484</u>	 <u>733,375</u>
 Total Liabilities and Net Assets	 <u>\$ 2,843,449</u>	 <u>\$ 2,502,751</u>

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

**OIL REGION ALLIANCE OF BUSINESS, INDUSTRY AND TOURISM**  
**STATEMENT OF ACTIVITIES**  
For the Year Ended December 31, 2015

	Unrestricted	Temporarily Restricted	Permanently Restricted	Total
<b>REVENUES, GAINS AND OTHER SUPPORT</b>				
Grants	\$ -	\$ 719,998	\$ -	\$ 719,998
Hotel tax	-	164,125	-	164,125
VIDA contributions	383	-	-	383
Other contributions	592	41,345	-	41,937
Membership dues	121,152	-	-	121,152
Sale of merchandise	4,195	-	-	4,195
Rentals	35,326	-	-	35,326
Fees	30,524	27,911	-	58,435
Special events	2,420	22,412	-	24,832
Interest income	1,582	-	-	1,582
Miscellaneous	30,450	-	-	30,450
Net assets released from restrictions	975,791	(975,791)	-	-
Total Revenues, Gains and Other Support	1,202,415	-	-	1,202,415
<b>EXPENSES</b>				
Management and general	185,060	-	-	185,060
Program services	595,367	-	-	595,367
Property management	237,938	-	-	237,938
Fundraising	56,941	-	-	56,941
Total Expenses	1,075,306	-	-	1,075,306
Change in Net Assets	127,109	-	-	127,109
Net Assets, Beginning of Year	695,649	-	37,726	733,375
Net Assets, End of Year	\$ 822,758	\$ -	\$ 37,726	\$ 860,484

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

OIL REGION ALLIANCE OF BUSINESS, INDUSTRY AND TOURISM  
**STATEMENT OF ACTIVITIES**  
For the Year Ended December 31, 2014

	<u>Unrestricted</u>	<u>Temporarily Restricted</u>	<u>Permanently Restricted</u>	<u>Total</u>
<b>REVENUES, GAINS AND OTHER SUPPORT</b>				
Grants	\$ -	\$ 682,065	\$ -	\$ 682,065
Hotel tax	-	154,933	-	154,933
VIDA contributions	5	-	-	5
Other contributions	38,908	38,231	-	77,139
Membership dues	19,850	-	-	19,850
Cooperative advertising	-	-	-	-
Sale of merchandise	6,309	-	-	6,309
Rentals	34,386	-	-	34,386
Fees	74,575	-	-	74,575
Special events	10,333	-	-	10,333
Loss on sale of property	(2,844)	-	-	(2,844)
Interest income	3,662	-	-	3,662
Miscellaneous	10,839	-	-	10,839
Net assets released from restrictions	<u>875,229</u>	<u>(875,229)</u>	<u>-</u>	<u>-</u>
Total Revenues, Gains and Other Support	<u>1,071,252</u>	<u>-</u>	<u>-</u>	<u>1,071,252</u>
<b>EXPENSES</b>				
Management and general	188,414	-	-	188,414
Program services	691,578	-	-	691,578
Property management	119,678	-	-	119,678
Fundraising	<u>72,346</u>	<u>-</u>	<u>-</u>	<u>72,346</u>
Total Expenses	<u>1,072,016</u>	<u>-</u>	<u>-</u>	<u>1,072,016</u>
Change in Net Assets	(764)	-	-	(764)
Net Assets, Beginning of Year	<u>696,413</u>	<u>-</u>	<u>37,726</u>	<u>734,139</u>
Net Assets, End of Year	<u>\$ 695,649</u>	<u>\$ -</u>	<u>\$ 37,726</u>	<u>\$ 733,375</u>

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

OIL REGION ALLIANCE OF BUSINESS, INDUSTRY AND TOURISM  
**STATEMENT OF FUNCTIONAL EXPENSES**  
For the Year Ended December 31, 2015

	Management & General	Program Services	Property Management	Fundraising	Total
Salaries and wages	\$ 88,021	\$ 335,154	\$ 25,149	\$ 46,106	\$ 494,430
Personnel benefits	10,407	37,954	2,973	5,451	56,785
Payroll taxes	7,847	29,427	2,242	4,111	43,627
Staff development	-	-	-	-	-
Contract services	4,250	94,631	5,500	-	104,381
Marketing	291	781	-	-	1,072
Professional fees	13,218	169	2,711	-	16,098
Occupancy	18,967	-	169,119	-	188,086
Communications	4,218	-	164	-	4,382
Office expense	12,024	22,616	-	315	34,955
Technology expenses	5,321	231	-	-	5,552
Travel, meetings, and conferences	827	21,569	95	-	22,491
Insurance	7,940	-	14,393	-	22,333
Dues and subscriptions	940	1,377	-	-	2,317
Interest	2,944	-	8,617	-	11,561
Bank charges	1,126	-	-	-	1,126
Payments to or on behalf of other organizations	1,994	10,500	-	-	12,494
Depreciation and amortization	1,828	5,398	522	958	8,706
Real estate taxes	2,251	-	6,453	-	8,704
Miscellaneous	646	35,560	-	-	36,206
Uncollectible revenue	-	-	-	-	-
	<u>\$ 185,060</u>	<u>\$ 595,367</u>	<u>\$ 237,938</u>	<u>\$ 56,941</u>	<u>\$ 1,075,306</u>

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



OIL REGION ALLIANCE OF BUSINESS, INDUSTRY AND TOURISM  
**STATEMENT OF FUNCTIONAL EXPENSES**  
For the Year Ended December 31, 2014

	<u>Management &amp; General</u>	<u>Program Services</u>	<u>Property Management</u>	<u>Fundraising</u>	<u>Total</u>
Salaries and wages	\$ 96,308	\$ 308,515	\$ 16,053	\$ 60,199	\$ 481,075
Personnel benefits	9,240	37,944	2,380	4,381	53,945
Payroll taxes	9,044	27,984	1,685	5,745	44,458
Staff development	375	79	-	-	454
Contract services	1,703	107,373	6,122	175	115,373
Marketing	605	56,483	-	-	57,088
Professional fees	10,001	5,559	172	364	16,096
Occupancy	13,461	22,871	79,587	-	115,919
Communications	4,992	2,843	163	-	7,998
Office expense	8,753	22,828	73	683	32,337
Technology expenses	4,306	1,116	73	105	5,600
Travel, meetings, and conferences	600	23,256	-	-	23,856
Insurance	8,349	8,068	3,966	476	20,859
Dues and subscriptions	548	10,082	-	-	10,630
Interest	-	1,275	4,681	-	5,956
Bank charges	946	5	-	-	951
Payments to or on behalf of other organizations	1,029	38,511	-	-	39,540
Depreciation and amortization	2,404	7,429	874	218	10,925
Real estate taxes	2,230	2,415	3,849	-	8,494
Miscellaneous	7,520	6,942	-	-	14,462
Uncollectible revenue	6,000	-	-	-	6,000
	<u>\$ 188,414</u>	<u>\$ 691,578</u>	<u>\$ 119,678</u>	<u>\$ 72,346</u>	<u>\$ 1,072,016</u>

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

OIL REGION ALLIANCE OF BUSINESS, INDUSTRY AND TOURISM  
**STATEMENTS OF CASH FLOWS**  
December 31, 2015 and 2014

	<u>2015</u>	<u>2014</u>
<b>CASH FLOWS FROM OPERATING ACTIVITIES</b>		
Change in net assets	\$ 127,109	\$ (764)
Adjustments to reconcile change in net assets to net cash provided by operations:		
Depreciation and amortization	8,706	10,925
Realized loss on sale or disposition of assets	-	2,844
Changes in certain operating assets and liabilities:		
Decrease (Increase) in accounts receivable	(232,821)	288,360
Decrease in loans receivable	10,979	23,409
Decrease in inventory	-	160
(Increase) in prepaid expenses	(7,261)	(2,592)
Increase (Decrease) in accounts payable	(36,155)	1,475
Increase (Decrease) in payroll and payroll tax liabilities	1,531	(20,330)
Increase (Decrease) in unearned grant revenue	270,454	(8,963)
(Decrease) in other liabilities	(2,429)	(804)
	<hr/>	<hr/>
Net cash provided by operating activities	140,113	293,720
	<hr/>	<hr/>
<b>CASH FLOWS FROM INVESTING ACTIVITIES</b>		
Proceeds from sale of land	-	6,675
Reductions in investments in limited partnerships	588	469
Purchases of capital assets	(189,753)	(392,356)
	<hr/>	<hr/>
Net cash used by investing activities	(189,165)	(385,212)
	<hr/>	<hr/>
<b>CASH FLOWS FROM FINANCING ACTIVITIES</b>		
Proceeds from long-term debt	-	414,900
Payments on long-term debt	(20,031)	(142,799)
Proceeds from line of credit	219	-
	<hr/>	<hr/>
Net cash provided (used) by financing activities	(19,812)	272,101
	<hr/>	<hr/>
Net increase (decrease) in cash	(68,864)	180,609
	<hr/>	<hr/>
Cash, Beginning of Year	329,788	149,179
	<hr/>	<hr/>
Cash, End of Year	\$ 260,924	\$ 329,788
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The accompanying notes are an integral part of the financial statements.

OIL REGION ALLIANCE OF BUSINESS, INDUSTRY AND TOURISM  
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**Note 1 – Nature of Activities**

The Oil Region Alliance of Business, Industry and Tourism (ORA) is organized as a non-profit corporation and is the lead economic development agency for Pennsylvania's historic Oil Region. ORA is also the official tourist promotion agency serving the Region and is administrator of the Pennsylvania Oil Region Heritage Area and Oil Region National Heritage Area. The bylaws of the Corporation provide for unlimited membership with up to 19 members on the board of directors.

ORA provides administrative services to Venango Industrial Development Authority (VIDA). VIDA's function is to provide a vehicle for financing industrial projects through the issuance of industrial development authority obligations. In connection therewith VIDA realizes income from financing fees, portions of which are transferred to ORA from time to time as operating service income.

**Note 2 – Accounting Policies**

**Basis of Accounting:**

The financial statements have been prepared on the accrual basis of accounting.

**Financial Statement Presentation:**

Net assets, revenues and expenses are classified based on the existence or absence of donor or grantor imposed restrictions. Net assets and changes therein are classified and reported as follows:

**Unrestricted Net Assets** – Net assets that are not subject to donor or grantor imposed stipulations.

**Temporarily Restricted Net Assets** – Net assets subject to donor or grantor imposed stipulations that may or will be met, either by actions of ORA and/or the passage of time.

**Permanently Restricted Net Assets** – Net assets subject to donor or grantor imposed stipulations that would be maintained permanently by ORA.

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**Note 2 – Accounting Policies (continued)**

Cash and Cash Equivalents:

Cash and cash equivalents consist of cash in checking or savings accounts and petty cash.

Inventory:

Inventory previously consisted of Jack Paluh prints valued at the lower of cost or market. Any remaining prints were given away during 2014.

Development Projects:

Projects purchased and/or constructed by ORA and leased to tenants are accounted for as owned projects. The costs of such projects are generally being amortized over the term of the underlying debt or the estimated life of the underlying asset.

Some projects have been constructed by ORA and sold. These projects generally entail the assumption of mortgage loans by the buyer. ORA is contingently liable for the underlying debt, details of which are stated in Note 9.

Property and Equipment:

The costs of property and the costs of equipment not purchased with grant funds are capitalized at the time of purchase and are written off over their estimated useful lives using the straight-line method of depreciation. Beginning January 1, 2011, only costs in excess of \$500 are capitalized. Costs of equipment purchased with grant funds are expensed as grant expenses. Prior to 2006, any equipment purchased by Oil Heritage Region, Inc. was expensed when purchased; accordingly, property and equipment does not include any assets previously purchased by Oil Heritage Region, Inc.

Income Taxes:

ORA is tax-exempt under Section 501(c)(3) of the Internal Revenue Code. ORA's federal Form 990, *Return of Organization Exempt from Income Tax*, can be subjected to examination by the IRS for three years from the date of filing, including extensions.

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**Note 2 – Accounting Policies (continued)**

**Functional Allocation of Expenses:**

The costs of providing ORA's various programs and supporting services have been summarized on a functional basis in the statement of activities and detailed on the statement of functional expenses.

Allocation of personnel, occupancy and other expenses (not classified as direct costs) are based upon management's estimate of proportionate efforts on behalf of each classification. Accordingly, actual cost allocations could differ if actual time and space allocations were utilized.

For both 2015 and 2014, fundraising expenses consisted primarily of membership development.

**Estimates:**

The preparation of financial statements in conformity with accounting principles generally accepted in the United States of America requires management to make estimates and assumptions that affect certain reported amounts and disclosures. Accordingly, actual results could differ from these estimates.

**Date of Management Review:**

Subsequent events were evaluated through July 18, 2016, which is the date the financial statements were available to be issued.

**Donated Services:**

The value of the non-compensated time of the board of directors has not been reflected in the accompanying financial statements since no objective basis is available to measure such services. The use of office furniture has been donated by several local organizations. The value of this use has not been reflected in the accompanying financial statements.

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**Note 2 – Accounting Policies (continued)**

Concentration of Risk Factors:

ORA maintains several checking and savings accounts in various local banks. Accounts at each institution were insured by the Federal Deposit Insurance Corporation (FDIC) up to \$250,000. At times account balances may exceed the FDIC limit. ORA has not experienced any losses on these accounts and management believes that ORA is not exposed to any significant risk on these accounts.

ORA derives a significant portion of its revenues from federal, state and local governments. Therefore, economic or political influences could have a significant impact on ORA's operations.

**Note 3 – Note Receivable**

On June 13, 1986, an interest-free loan of \$25,000 was made to the Oil Creek Railway Historical Society, Inc. for a term of ten years. Collateral is provided by a security agreement on certain railway equipment. By previous actions of the board of directors the maturity date of the loan had been extended an additional fifteen years. On October 27, 2011, the board allowed an additional 5-year extension on this loan, which will now be due in December 2016. The note is carried at its face amount without giving recognition to discounting market factors.

**Note 4– RSIP Loans Receivable**

In 1987, a \$60,000 grant was received from the Edith C. Justus Charitable Trust to initiate a Retail Sales Incentive Project (RSIP). The RSIP program created a revolving loan fund to provide low-interest loans to small businesses. Project guidelines provide for maximum loans of \$5,000 per project, \$10,000 per applicant, a 3% annual interest rate (subsequently increased to 5%) and 5 to 7 years repayment.

The program incurred a one-time administrative charge of \$3,000. Interest earned, as well as principal repayments, are to be reinvested into the program.

All outstanding RSIP loans were either paid in full or written off prior to January 1, 2012.

The program balance of \$37,726 is reported as a permanently restricted net asset on the financial statements.

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**Note 5 – Rts. 8 & 62 RLF Loans Receivable**

In 2004, a \$50,000 grant was received from PA Department of Community and Economic Development, along with a \$50,000 match from ORA, to initiate the Rts. 8 & 62 Loan Program. The Rts. 8 & 62 Loan Program created a revolving loan fund to provide low-interest loans to businesses along Routes 8 and 62 corridors from Liberty Street in Franklin to Rouseville for interior and exterior building improvements. All loans in this project are four-year loans with a 4% annual interest rate.

Prior to 2012, five loans totaling \$139,600 were issued. During 2013, the balance on one loan of \$19,175 was determined to be uncollectible.

As of December 31, 2015 and 2014 the outstanding balances on the Rts. 8 & 62 RLF loans were \$32,375 and \$43,354, respectively. Interest earned in 2015 and 2014 on the loans was \$1,535 and \$1,999, respectively.

**Note 6 – Venango County RLF Loans Receivable**

In 2009, a \$99,000 grant was received from the U. S. Department of Agriculture, Rural Development, along with a \$51,000 match from ORA, which was provided by VIDA, to initiate the Venango County Revolving Loan Fund. This revolving loan fund provides low-interest loans to Venango County manufacturers for buying or upgrading fixed assets or for permanent working capital after being turned down by conventional lenders. Rates are market based with terms of not more than five years. All loans issued thus far have interest rates of 4%.

Prior to 2012, three loans totaling \$95,000 were issued. All three loans were paid in full as of December 31, 2014. Interest earned in 2014 on the loans was \$1,615.

**Note 7 – Land and Improvements**

All costs of acquisition and subsequent improvements are recorded net of costs removed for parcels sold. Accumulated costs at December 31, 2015 and 2014 are as follows:

<u>Site</u>	<u>2015</u>	<u>2014</u>
Sandycreek Industrial Park	\$ 517,633	\$ 517,633
Seneca	84,320	84,320
Sugarcreek	144,472	144,472
Barkeyville	247,927	247,927
Allegheny Overlook	3,080	3,080
Oil Creek Landing	49,092	27,047
Cranberry	42,685	42,685
	<u>\$ 1,089,209</u>	<u>\$ 1,067,164</u>

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**Note 8 – Notes Payable**

(a) On November 1, 2010, ORA secured a mortgage loan from Preservation Pennsylvania (a non profit corporation) in the amount of \$30,000 for the purpose of rehabilitating the Neilltown Church so that it can be utilized as a venue for cultural activities. The loan is secured by the land, building, and improvements located at the Neilltown Church site. Payments of interest only at 4.25% are due quarterly for twenty-one payments and began on December 31, 2010. Principal payments will be made as funds become available. No principal payments were made during either 2015 or 2014. The principal balance on the note at December 31, 2015 was \$26,400. Any unpaid principal was to be due and payable on January 1, 2016. ORA received an extension of time to pay the balance of this loan until December 31, 2016. Subsequent to December 31, 2015, the balance was paid in full.

(b) On December 13, 2012, ORA borrowed \$42,000 from First National Bank of Pennsylvania to reimburse ORA for the purchase of 85 acres of land in Cranberry Township for future development. The loan, secured by ORA's office building in Oil City, is payable in sixty monthly payments of \$754, including interest at 2.9%. Principal payments of \$8,394 and \$8,151 were made during 2015 and 2014, respectively. The principal balance on the note at December 31, 2015 was \$17,546.

(c) On December 12, 2013, ORA executed a promissory note with the United States Department of Agriculture to borrow \$215,000 to assist in the financing of infrastructure improvements to the Sandycreek Industrial Park. The note, secured by the Sandycreek Industrial Park property, will be payable in four hundred eighty monthly payments of \$817, including interest at 3.375%. The payments began on January 12, 2014. As of December 31, 2014, the entire principal was drawn on the loan. Principal payments of \$2,675 and \$6,017 were made during 2015 and 2014, respectively. Additionally, ORA has entered into a loan sharing agreement with Sandycreek Township. Sandycreek Township has agreed to reimburse ORA for 50% of the loan payments. The principal balance on the note (before any reimbursements) at December 31, 2015 was \$206,189.



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**Note 8 – Notes Payable (continued)**

(d) On January 14, 2014, ORA borrowed \$200,000 from two different individuals, one a board member, to provide cash for various projects awaiting funding from federal and state grants. \$142,211 of the loan is secured by various grants receivable, while the remaining \$57,789 is unsecured. During 2014, \$123,067 of the pledged receivables were received and paid against the principal of the loan. Payments of interest only at 4.0% were due beginning February 1, 2014 and continued through July 1, 2014. Beginning August 1, 2014, minimum monthly payments of principal and interest in the amount of \$904 began. The Principal payments of \$8,842 and \$128,632 were made during 2015 and 2014, respectively. The principal balance on the note at December 31, 2015 was \$62,526, of which \$45,366 is unsecured.

Maturity for all notes (net of reimbursements) are as follows:

2016	\$	45,698
2017		19,968
2018		11,512
2019		11,973
2020		7,898
Thereafter		<u>112,518</u>
	\$	<u>209,567</u>

**Note 9 – Contingent Liabilities**

(a) The corporation is contingently liable on notes payable to PIDA. PIDA reported the following balances owing at December 31, 2015:

Schvaro Realty Co.	\$	115,820
Renovex, Inc.		205,643
Hardinger Transfer Co., Inc.		<u>895,492</u>
	\$	<u>1,216,955</u>

For those projects considered by PIDA after June 4, 1980, ORA is liable for only one-half of any project loss. This is in accordance with a loss-sharing agreement with PIDA. The agreement may be revoked at any time at the sole discretion of PIDA.

(b) ORA is a general partner in Drake Commons II Associates. ORA has a 99% ownership interest in this partnership. Furthermore, Drake Commons II Associates is the general partner in the limited partnership Drake Commons Associates. Drake Commons II Associates has a 1% ownership in this limited partnership. First National Bank is the limited partner, with a 99% ownership interest. The limited partnership owns and operates an apartment building in Oil City, Pennsylvania.

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**Note 9 – Contingent Liabilities (continued)**

Beginning April 1, 2010 First National Bank has the option to sell its interest in the limited partnership, and Drake Commons II Associates has the right, but not the obligation to purchase said interest. In the event Drake Commons II Associates does not exercise the option to purchase, First National Bank has the right to commence marketing the apartment building to a third party.

Notwithstanding any of the foregoing, in the event of a sale or refinancing, First National Bank has the option to sell its interest to the partnership and, in the event it exercises this option, Drake Commons II Associates is obligated to purchase the Bank's interest.

As of the date of this report, First National has not exercised its option to sell its interest in the limited partnership.

(c) A 2011 agreement between Orchard Brands LLC (Orchard) and ORA obligated ORA to pay \$250,000 to Orchard over a five year period ending in 2015 as an incentive for Orchard to keep its workforce located in Venango County. ORA had previously paid \$95,000 to Orchard. Orchard left Venango County in 2015. Based upon informal discussions with Orchard prior to their leaving and other contingencies in the agreement, ORA does not believe it will be required to pay Orchard the balance of the agreement (\$155,000).

**Note 10 – Donated Assets**

During 2002, the National Fuel Gas Company donated to ORA a natural gas collection that represents the innovations, growth, transitions, territory, customers, employees, leadership, and even the competitors it faced from the chartering of the Oil City Gas Company on January 26, 1876 through the December 8, 1902 incorporation of the National Fuel Gas Company as a public utility holding company and continuing through 2002. This collection had an uncertain value and, in accordance with accounting principles generally accepted in the United States of America, had not been recognized in the financial statements.

After a feasibility study indicated that it is not programmatically nor fiscally viable to establish a new museum in the Oil Region National Heritage Area focusing on the natural gas industry history, ORA in 2015 began distributing items from the collection to other area museums and non-profit organizations where the items will be more accessible to the public and be stored in temperatures/settings better suited for the long-term preservation of the collection. The bulk of the collection was distributed during 2015. Ownership transferred to each new care-taking entity, with ORA allowed to photograph any items needed for future exhibits or interpretive purposes without charge. All transfers were completed by July 16, 2016. ORA has retained a few small items for use in the new traveling exhibit which was unveiled in June 2016.