

**ONONDAGA TOBACCO ASSET
SECURITIZATION CORPORATION
(A BLENDED COMPONENT UNIT OF
THE COUNTY OF ONONDAGA, NEW YORK)**

**Financial Statements as of
December 31, 2018
Together with
Independent Auditor's Report**

Bonadio & Co., LLP
Certified Public Accountants

**ONONDAGA TOBACCO ASSET SECURITIZATION CORPORATION
(A BLENDED COMPONENT UNIT OF THE COUNTY OF ONONDAGA, NEW YORK)**

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INDEPENDENT AUDITOR'S REPORT

January 31, 2019

To the Board of Directors
Onondaga Tobacco Asset Securitization Corporation:

We have audited the accompanying financial statements of the governmental activities and the major governmental fund of Onondaga Tobacco Asset Securitization Corporation (the Corporation), a blended component unit of the County of Onondaga, New York (the County), as of and for the year ended December 31, 2018, and the related notes to the financial statements, which collectively comprise the Corporation'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 opinions 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 opinions.

(Continued)

INDEPENDENT AUDITOR'S REPORT (Continued)

Opinions

In our opinion, the financial statements referred to above present fairly, in all material respects, the respective financial position of the governmental activities and the major governmental fund of Onondaga Tobacco Asset Securitization Corporation, as of December 31, 2018, and the respective changes in financial position for the year then ended in accordance with accounting principles generally accepted in the United States of America.

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 iii – vi be presented to supplement the basic financial statements. Such information, although not a part of the basic financial statements, is required by the Governmental Accounting Standards Board, who considers it to be an essential part of financial reporting for placing the basic financial statements in an appropriate operational, economic, or historical context. We have applied certain limited procedures to the required supplementary information in accordance with auditing standards generally accepted in the United States of America, which consisted of inquiries of management about the methods of preparing the information and comparing the information for consistency with management's responses to our inquiries, the basic financial statements, and other knowledge we obtained during our audit of the basic financial statements. We do not express an opinion or provide any assurance on the information because the limited procedures do not provide us with sufficient evidence to express an opinion or provide any assurance.

Other Reporting Required by Government Auditing Standards

In accordance with *Government Auditing Standards*, we have also issued our report dated January 31, 2019 on our consideration of the Corporation's internal control over financial reporting, and on our tests of its compliance with certain provisions of laws, regulations, contracts, and other matters. The purpose of that report is solely to describe the scope of our testing of internal control over financial reporting and compliance and the results of that testing, and not to provide an opinion on the effectiveness of the Corporation's internal control over financial reporting or on compliance. That report is an integral part of an audit performed in accordance with *Government Auditing Standards* in considering the Corporation's internal control over financial reporting and compliance.

Other Reporting Required by New York State Public Authorities Law

In accordance with New York State Public Authorities Law, we have also issued our report dated January 31, 2019, on our consideration of the Corporation's compliance with Section 2925(3) (f) of the New York State (NYS) Public Authorities Law. The purpose of that report is to describe anything that came to our attention that caused us to believe the Corporation failed to comply with the Corporation's Investment Guidelines, the NYS Comptroller's Investment Guidelines and Section 2925 of the NYS Public Authorities Law (collectively, the Investment Guidelines).

**ONONDAGA TOBACCO ASSET SECURITIZATION CORPORATION
(A BLENDED COMPONENT UNIT OF THE COUNTY OF ONONDAGA, NEW YORK)**

**MANAGEMENT'S DISCUSSION AND ANALYSIS (UNAUDITED)
FOR THE YEAR ENDED DECEMBER 31, 2018**

Our discussion and analysis of Onondaga Tobacco Asset Securitization Corporation's (the Corporation) financial performance provides an overview of the Corporation's financial activities during 2018. It should be read in conjunction with the financial statements and their associated notes that follow this section to properly evaluate the Corporation's financial position. The financial statements present only the information for the year ended December 31, 2018.

FINANCIAL HIGHLIGHTS

As discussed further in the notes to the financial statements, the Corporation was formed to acquire from the County of Onondaga, New York (the County), all future right, title and interest in the Tobacco Settlement Revenues (TSRs) under the Master Settlement Agreement (MSA) with respect to tobacco related litigation among various states and participating manufacturers. The Corporation is a component unit of Onondaga County and, accordingly, is included in the County's financial statements as a blended component unit. The Corporation is classified as a special-purpose government under the Government Accounting Standards Board and consists of one governmental fund. The fund and government-wide financial statements are presented together and include a reconciliation of the individual line items between the two statement types in a separate column. It is important to note that in September of 2016, along with six other New York Tobacco Corporations, the Corporation participated in the New York Tobacco Trust VI (NYCTT VI). The seven Corporations issued Tobacco Settlement Pass-Through Bonds, Series 2016. Onondaga Tobacco Asset Corporation used the proceeds of these bonds to exchange and refund NYCTT II Senior Bonds and refund and repurchase NYCTT V Series S1, S2 and S4A Subordinate CAB bonds.

USING THIS ANNUAL REPORT

This annual report consists of a series of financial statements and notes to those statements. The statement of net position and statement of activities provide information about the Corporation's activity and present a long-term view of the Corporation's finances. The fund financial statements tell how the governmental activity's services were financed in the short term as well as what remains for future spending.

OVERVIEW OF THE FINANCIAL STATEMENTS

Government-wide Financial Statements

The Corporation presents its government-wide financial statements as the statement of net position and the statement of activities. These include all assets and liabilities using the accrual basis of accounting, which is similar to the accounting used by most private-sector companies. All of the current year's revenues and expenses are taken into account regardless of when cash is received or paid.

OVERVIEW OF THE FINANCIAL STATEMENTS (Continued)

Government-wide Financial Statements (Continued)

These two statements report the Corporation's net position and changes in them. You can think of the Corporation's net position, the difference between assets and liabilities, as one way to measure the Corporation's financial health or financial position. Over time, increases or decreases in the Corporation's net position is one indicator of whether its financial health is improving or deteriorating.

Below is a condensed version of the government-wide financial statements for the years ended December 31:

	<u>2018</u>	<u>2017</u>
Assets	\$ 6,619,706	\$ 6,554,074
Liabilities	115,877,009	116,749,592
Deferred gain on refunding	<u>11,418,852</u>	<u>11,980,756</u>
Net position	<u>\$ (120,676,155)</u>	<u>\$ (122,176,274)</u>
Revenues	\$ 6,476,666	\$ 5,908,881
Expenses	<u>4,976,547</u>	<u>5,300,586</u>
Change in net position	<u>\$ 1,500,119</u>	<u>\$ 608,295</u>

The Corporation's assets increased by \$65,632. This was due to Tobacco Settlement revenue (TSR) increasing by \$484,000 to \$6,321,000 as the distribution to NYS increased in 2018 over 2017 by \$50 million. Interest revenue increased by \$84,000 to \$156,000 due to the Federal Reserve interest increases in 2018. OTASC funds are invested in United States Treasuries. These increases are offset mainly by a bond principal payment of \$1,185,000 and bond interest payments of approximately \$5,107,000.

The Corporation's liabilities decreased by approximately \$873,000. This is due to the 2018 bond payment the NYCTT VI bonds being offset by additional interest accretion of NYCTT V S-3 bonds which is a reduction in liabilities of \$405,000. Liabilities also decreased due to amortization of bond premium of about \$463,000.

Revenues increased almost \$568,000. As noted above, the OTASC TSR payment increased by about \$484,000 due to the larger overall distribution to NYS and interest income increased also by \$84,000 due to Federal Reserve interest rate increases in 2018.

Expenses were lower by \$324,000 due mainly to reduced interest of \$318,000. The reduction is due to the recalculation of amortization schedules after principal payments made in 2017 and 2018.

Net position increased by about \$1,500,000. This is the amount of revenue in excess of expenses, which, as noted above, is due to the larger revenue increases and the decrease in interest expense.

OVERVIEW OF THE FINANCIAL STATEMENTS (Continued)

Fund Financial Statements

A governmental entity can have various types of funds such as governmental and proprietary. The Corporation only has one fund, the debt service fund, which is a governmental fund.

Governmental funds focus on how money flows into and out of those funds and the balances left at year-end that are available for spending. These funds are reported using an accounting method called modified accrual accounting, which measures cash and all other financial assets that can readily be converted to cash. The governmental fund statements provide a detailed short-term view of the Corporation's general government operations and the basic services it provides. Governmental fund information helps you determine whether there are more or fewer financial resources that can be spent in the near future to finance the Corporation's programs.

Below is a condensed version of the fund financial statement for the years ended December 31:

	<u>2018</u>	<u>2017</u>
Assets	\$ 6,619,706	\$ 6,554,074
Fund balance	6,619,706	6,554,074
Revenues	6,476,666	5,908,881
Expenditures	6,411,034	5,987,981
Excess of revenues over expenditures	65,632	(79,100)

The increase in assets from 2017 to 2018 is due to excess revenues over expenditures in 2018.

Revenue increased by about \$568,000. This increase, as noted previously, is due to a \$484,000 increase in TSR payments. This upturn is directly due to a \$50 million increase in the distribution NYS received in 2018. Interest income increased close to \$84,000 due to higher interest rates earned. These interest rate increases are a direct result of Federal Reserve rate hikes in 2018.

The increase in expenditures is approximately \$423,000. The principal payment for debt increased by \$860,000. A larger payment was possible due to the increased TSR revenue for 2018. This increase was offset by reduced interest payments of about \$431,000 to the NYCTT VI bondholders.

The debt service fund has two distinct fund balances: restricted for debt service and assigned. Assigned fund balance is generated from general operations and is the residual amount of fund balance. Fund balance restricted for debt service results from monies set aside for future payment of the bond principal and interest.

Unlike the government-wide financial statements, in the fund financial statements, the bond payable is not recognized as a liability as it is long-term in nature. Because of this, there is not the issue of the large fund balance deficit under this methodology that is present in the government-wide presentation.

Long-Term Debt Activity

The Corporation-issued debt will be repaid by its purchases from the County of the future right, title and interest in the Tobacco Settlement Revenues. The refunding/repurchase of Series 2001 and Series 2005 bonds with Series 2016 bonds has resulted in an overall decrease in bonds payable for future years. Bonds payable at December 31, 2018 are approximately \$106 million. This is a decrease of about \$404,000 from 2017 due to a much higher principal payment in 2018 offset by increased interest accretion of NYCTT V S-3 bonds.

GOVERNMENT-WIDE FINANCIAL ANALYSIS

Under the government-wide methodology, the Corporation showed an increase to its net position. Revenues exceeded expenses by about \$1,500,000 which then reduced the deficit in the net position from the beginning of the year.

Budget

GASB requires an analysis of significant variances between the original budget and final budget amounts and between final budget amounts and actual budget results. The tobacco settlement proceeds were higher by \$520,988 from initial budget to final budget and actual. The budget was revised when actual MSA payment was received in 2018 at a much larger amount than previous year. The interest income was higher than initial and revised budget by about \$86,000. As discussed previously, this was due to the Federal Reserve interest rate hikes in 2018. The bond principal payment was set at the initial budget to \$350,000 as this was close to the 2017 payment. As the MSA payment for 2018 came in, the budget was revised to the slow pay estimation of \$1,080,000 to reflect the higher than anticipated revenue. The actual payment was \$1,185,000, higher by \$105,000 than the revised budget.

REQUESTS FOR INFORMATION

This financial report is designed to provide to the readers of these financial statements an overview of the Corporation's finances and to show the Corporation's accountability for the money it received. If you have questions about this report or need additional financial information, contact the Corporation's President, Steven Morgan, at 421 Montgomery Street, Syracuse, NY 13202.

ONONDAGA TOBACCO ASSET SECURITIZATION CORPORATION
(A BLENDED COMPONENT UNIT OF THE COUNTY OF ONONDAGA, NEW YORK)

GOVERNMENTAL FUND BALANCE SHEET/STATEMENT OF NET POSITION
DECEMBER 31, 2018

	Debt Service <u>Fund</u>	<u>Adjustments</u>	Statement of <u>Net Position</u>
ASSETS			
CURRENT ASSETS:			
Cash and cash equivalents	\$ 142,038	\$ -	\$ 142,038
Total current assets	<u>142,038</u>	<u>-</u>	<u>142,038</u>
RESTRICTED ASSETS:			
Restricted cash and cash equivalents	9,047	-	9,047
Restricted investments	<u>6,468,621</u>	<u>-</u>	<u>6,468,621</u>
Total restricted assets	<u>6,477,668</u>	<u>-</u>	<u>6,477,668</u>
Total assets	<u>\$ 6,619,706</u>	<u>-</u>	<u>6,619,706</u>
LIABILITIES, DEFERRED INFLOWS OF RESOURCES AND FUND BALANCE/NET POSITION			
CURRENT LIABILITIES:			
Accrued interest payable	\$ -	432,135	432,135
Long-term liabilities - due within one year	<u>-</u>	<u>1,317,816</u>	<u>1,317,816</u>
Total current liabilities	<u>-</u>	<u>1,749,951</u>	<u>1,749,951</u>
LONG-TERM LIABILITIES:			
Long-term liabilities - due after one year	<u>-</u>	<u>114,127,058</u>	<u>114,127,058</u>
Total long-term liabilities	<u>-</u>	<u>114,127,058</u>	<u>114,127,058</u>
Total liabilities	<u>-</u>	<u>115,877,009</u>	<u>115,877,009</u>
DEFERRED INFLOWS OF RESOURCES:			
Deferred gain on refunding	<u>-</u>	<u>11,418,852</u>	<u>11,418,852</u>
FUND BALANCE:			
Restricted for debt service	6,477,668	(6,477,668)	-
Assigned	<u>142,038</u>	<u>(142,038)</u>	<u>-</u>
Total fund balance	<u>6,619,706</u>	<u>(6,619,706)</u>	<u>-</u>
Total liabilities and fund balance	<u>\$ 6,619,706</u>		
NET POSITION:			
Restricted for debt service		6,477,668	6,477,668
Unrestricted net deficit		<u>(127,153,823)</u>	<u>(127,153,823)</u>
		<u>\$ (120,676,155)</u>	<u>\$ (120,676,155)</u>

The accompanying notes are an integral part of these statements.

ONONDAGA TOBACCO ASSET SECURITIZATION CORPORATION
(A BLENDED COMPONENT UNIT OF THE COUNTY OF ONONDAGA, NEW YORK)

**STATEMENT OF GOVERNMENTAL FUND REVENUES, EXPENDITURES AND
CHANGE IN FUND BALANCE/STATEMENT OF ACTIVITIES
FOR THE YEAR ENDED DECEMBER 31, 2018**

	Debt Service <u>Fund</u>	<u>Adjustments</u>	Statement of <u>Activities</u>
OPERATING REVENUES:			
Program revenue -			
Tobacco settlement proceeds	\$ 6,320,989	\$ -	\$ 6,320,989
Interest income	<u>155,677</u>	<u>-</u>	<u>155,677</u>
 Total operating revenues	 <u>6,476,666</u>	 <u>-</u>	 <u>6,476,666</u>
OPERATING EXPENDITURES/ EXPENSES:			
General government -			
Insurance	4,260	-	4,260
Audit fee	6,500	-	6,500
Legal fees	4,000	-	4,000
Trustee fee	5,250	-	5,250
Administrative agency fee	29,058	-	29,058
Rating agency fee	6,519	-	6,519
General and administrative costs	63,012	-	63,012
Principal	1,185,000	(1,185,000)	-
Interest	<u>5,107,435</u>	<u>(249,487)</u>	<u>4,857,948</u>
 Total operating expenses	 <u>6,411,034</u>	 <u>(1,434,487)</u>	 <u>4,976,547</u>
 EXCESS OF REVENUES OVER EXPENDITURES/EXPENSES	 <u>65,632</u>	 <u>1,434,487</u>	 <u>1,500,119</u>
 CHANGE IN FUND BALANCE/CHANGE IN NET POSITION	 65,632	 1,434,487	 1,500,119
 FUND BALANCE / NET POSITION - beginning of year	 <u>6,554,074</u>		 <u>(122,176,274)</u>
 FUND BALANCE / NET POSITION - end of year	 <u>\$ 6,619,706</u>		 <u>\$ (120,676,155)</u>

The accompanying notes are an integral part of these statements.

**ONONDAGA TOBACCO ASSET SECURITIZATION CORPORATION
(A BLENDED COMPONENT UNIT OF THE COUNTY OF ONONDAGA, NEW YORK)**

**NOTES TO FINANCIAL STATEMENTS
FOR THE YEAR ENDED DECEMBER 31, 2018**

1. ORGANIZATION

Onondaga Tobacco Asset Securitization Corporation, New York (the Corporation) is a Not-For-Profit Local Development Corporation under Section 1411 of the Not-For-Profit Corporation Law of the State of New York. The Corporation was established on July 3, 2001 and became active August 8, 2001.

The Corporation is primarily dependent on the future proceeds from the Tobacco Settlement Revenues (TSRs) to meet future obligations under the Indenture agreement. The collections of the Corporation will be comprised of TSRs remaining after payment on prior bonds and earnings on funds held by the Trust.

The Corporation was formed to acquire from the County of Onondaga, New York (the County) all future rights, title and interest in the TSRs under the Master Settlement Agreement (MSA) with respect to tobacco related litigation among various states and participating manufacturers. The County's future right, title and interest in the TSRs has been pledged to repay the serial bonds issued by the Corporation. The County is the beneficial owner of the Trust and thus the funds received by the Trust will ultimately transfer to the County.

The Corporation is classified as a special purpose government under the Government Accounting Standards Board (GASB). A special purpose government is defined as a legally separate entity that performs only one activity. Although legally separate from the County, the Corporation is a component unit of the County, and accordingly, is included in the County's financial statements as a blended component unit. In 2018, the Corporation paid \$63,000 to the County for general and administrative expenses.

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Basis of Presentation

The financial statements of the Corporation have been prepared in conformity with accounting principles generally accepted in the United States of America. Those principles are prescribed by the GASB, which is the accepted standard-setting body for establishing governmental accounting and financial reporting principles.

The Corporation is classified as a single-program special-purpose government. Consistent with governmental accounting and financial reporting principles, the fund and government-wide financial statements are presented together and include a reconciliation of the individual line items between the two statement types in a separate column.

Fund Financial Statements

The fund financial statements provide information about the Corporation's fund. The emphasis of fund financial statements is on major governmental funds.

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)

Government-wide Statements

The statement of net position and statement of activities present financial information about the Corporation's governmental activities. These statements include the financial activities of the Corporation.

The Corporation reports the debt service fund as its major governmental fund. This fund is used to account for and report on the accumulation of resources to be used for redemption of general long-term indebtedness and supports the operations of the Corporation.

Measurement Focus and Basis of Accounting

The fund financial statements are reported using the current financial resources measurement focus and the modified accrual basis of accounting. Under this method, revenues are recognized when measurable and available. The Corporation considers all revenues reported in the governmental fund to be available if the revenues are collected within 60 days after the end of the fiscal year. Expenditures are recorded when the related fund liability is incurred, except for principal and interest on general long-term debt which are recognized as expenditures to the extent they have matured. Proceeds of general long-term debt are reported as other financing resources.

The government-wide financial statements are reported using the economic resources measurement focus and the accrual basis of accounting. Revenues are recorded when earned and expenses are recorded at the time liabilities are incurred, regardless of when the related cash transaction takes place.

Estimates

The preparation of financial statements in conformity with accounting principles generally accepted in the United States of America requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenues and expenses during the reporting period. Actual results could differ from these estimates.

Equity Classifications

Government-wide Statements

Net position is classified as three components:

- Net investment in capital assets - consists of capital assets including restricted capital assets, net of accumulated depreciation and reduced by the outstanding balances of any bonds, notes, or other borrowings that are attributable to the acquisition, construction, or improvement of those assets. The Corporation does not have net investment in capital assets at December 31, 2018.
- Restricted net position - net position with constraints placed on the use either by (1) external groups such as creditors (such as through debt covenants), grantors, contributors, or laws or regulations of other governments; or (2) law through constitutional provisions or enabling legislation.
- Unrestricted net deficit - net position that does not meet the definition of "restricted" are deemed to be available for general use by the Corporation. The Corporation has a deficit in net position as a result of the outstanding bonds, including the accretion on capital appreciation bonds.

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)

Equity Classifications (Continued)

Fund Financial Statements

Fund balance is classified as five components:

- Nonspendable - includes amounts that cannot be spent because they are either not in spendable form or legally or contractually required to be maintained intact.
- Restricted - includes amounts with constraints placed on the use either by (1) external groups such as creditors (such as through debt covenants), grantors, contributors, or laws or regulations of other governments; or (2) law through constitutional provisions or enabling legislation.
- Committed - includes amounts that can only be used for the specific purposes pursuant to constraints imposed by formal action of the Corporation's highest level of decision making authority, i.e., Board of Directors.
- Assigned - includes amounts that are subject to constraint that represents an intended use established by the government's highest level of decision-making authority, or by their designated body or official. The purpose of the assignment must be narrower than the purpose of the general fund, and in funds other than the general fund, assigned fund balance represents the residual amount of positive fund balance.
- Unassigned - includes all other fund balances that do not meet the definition of the above four classifications and are deemed to be available for general use by the Corporation.

The debt service fund has restricted and assigned fund balance. Restricted fund balance represents monies set aside for future payment of bond principal and interest and equals the restricted assets of \$6,477,668. Assigned fund balance represents amounts generated from general operations and is the residual amount of fund balance as it is the County's intent for it to be utilized for the Corporation.

Order of Use of Fund Balance/Net Position

The Corporation's policy is to apply expenditures against nonspendable fund balance, restricted fund balance, committed fund balance, assigned fund balance and unassigned fund balance at the end of the fiscal year. For all funds, nonspendable fund balances are determined first and then restricted fund balances for specific purposes are determined. Any remaining fund balance amounts are classified as assigned fund balance.

The Corporation's policy is to apply expenses against restricted net position and then unrestricted net position as needed.

Cash and Cash Equivalents

The Corporation considers all short-term instruments purchased with original maturities of three months or less to be cash equivalents.

The Corporation maintains its cash and cash equivalents accounts with various banks. As of December 31, 2018, the bank balance and carrying amount of the Corporation's cash and cash equivalents, excluding restricted cash and cash equivalents held by a trustee, was \$142,038 and the Corporation did not have deposit amounts in excess of the insurance limit established by the Federal Deposit Insurance Corporation (FDIC).

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)

Deferred Inflows of Resources

In addition to liabilities, the Statement of Net Position reports a separate section for deferred inflows of resources. The balance represents the gain from a prior debt refunding that is being amortized over time as a reduction to interest expense. At December 31, 2018, the remaining unamortized balance is \$11,418,852 and the Corporation recognized a reduction of interest expense of \$561,903 related to the amortization during the year the ended.

3. EXPLANATION OF CERTAIN DIFFERENCES BETWEEN FUND STATEMENT AND GOVERNMENT-WIDE STATEMENT

Due to the differences in the measurement focus and basis of accounting used in the fund financial statement and the government-wide statement, certain financial transactions are treated differently. The basic financial statements contain a full reconciliation of these items. The differences result primarily from the economic focus on the statement of activities, compared with the current financial resources focus on the statement of governmental fund revenues, expenditures and change in fund balance.

Governmental Fund Balance Sheet vs. Statement of Net Position

Total fund balance of the Corporation's fund statement differs from net position of government-wide statement reported in the statement of net position. This difference primarily results from the additional long-term economic focus on the statement of net position versus the solely current financial resources focus on the fund balance sheet.

Explanation of differences between the governmental fund balance sheet and the statement of net position:

Fund balance	\$ 6,619,706
Bonds payable, including premiums, are reported in the statement of net position, but not in the governmental fund balance sheet because they are not due and payable in the current period.	(115,444,874)
Accrued interest payable is reported in the statement of net position, but not in the governmental fund balance sheet because it is not due and payable in the current period.	(432,135)
Deferred inflow of resources related to the defeasance of debt is reported in the statement of net position, but not in the governmental fund balance sheet because they will not be recognized in the current period.	<u>(11,418,852)</u>
Total net position	<u>\$ (120,676,155)</u>

3. EXPLANATION OF CERTAIN DIFFERENCES BETWEEN FUND STATEMENT AND GOVERNMENT-WIDE STATEMENT (Continued)

Statement of Governmental Fund Revenues, Expenditures and Change in Fund Balance vs. Statement of Activities

Differences between the statement of governmental fund revenues, expenditures and change in fund balance and the Statement of Activities fall into one of three broad categories. The amounts shown below represent:

Change in fund balance	\$	65,632
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Payment of bond principal is an expenditure in the governmental fund financial statements, but it reduces long-term liabilities in the statement of net position, and does not affect the statement of activities.		1,185,000
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In the statement of activities, interest is accrued on outstanding bonds and premiums and deferred inflow of resources related to debt refunding are amortized, whereas, in governmental fund financial statements, interest expenditures are reported when paid.		<u>249,487</u>
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Change in net position - Statement of Activities	\$	<u><u>1,500,119</u></u>
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4. INVESTMENTS AND DEPOSITS

Investment and Deposit Policy

The Corporation follows an investment and deposit policy as outlined in the Indenture, the overall objective of which is to adequately safeguard the principal amount of funds invested or deposited; conformance with federal, state and other legal requirements; provide sufficient liquidity of invested funds in order to meet obligations as they become due; and attainment of a market rate of return. Oversight of investment activity is the responsibility of the trustee as appointed by the Board of Directors.

Investment Valuation

The Corporation categorizes the fair value measurements of its investments based on the hierarchy established by generally accepted accounting principles. The fair value hierarchy, which has three levels, is based on the valuation inputs used to measure an asset's fair value: Level 1 inputs are quoted prices in active markets for identical assets; Level 2 inputs are significant other observable inputs; Level 3 inputs are significant unobservable inputs. The Corporation did not have any investments that are measured using Level 2 or Level 3 inputs.

Fair value measurements of the Corporation's investments at December 31, 2018 comprised U.S. Government Agency Bonds valued at \$6,468,621, based on quoted market prices (Level 1 inputs).

Interest Rate Risk

Interest rate risk is the risk that the fair value of investments will be affected by changing interest rates. The Corporation does not have a formal investment policy limiting investment maturities as a means of managing its exposure to fair value losses arising from interest rates.

Credit Risk

The Corporation's policy is to minimize the risk of loss due to failure of an issuer or other counterparty to an investment to fulfill its obligations. The Corporation's investment and deposit policy authorizes the reporting entity to purchase the following types of investments:

- Obligations of the United States of America;
- Obligations guaranteed by the United States of America where payment of principal and interest are guaranteed by the United States of America;
- Obligations of the State of New York;
- Special time deposit accounts;
- Certificates of deposit;
- Commercial paper;
- Obligations of public authorities, public housing authorities, urban renewal agencies, and industrial development agencies where the general State statutes governing such entities or whose specific enabling legislation authorizes such investments;
- Obligations issued pursuant to New York State Local Finance Law Section 24.00 and 25.00 (with approval of the New York State Comptroller) by any municipality, school district or district corporation other than the County; and
- Reserves under the Indenture shall be invested in obligations on the United States, obligations guaranteed by the United States or as recommended by the Chief Fiscal Officer of the County, consistent with the Onondaga County Investment Policy.

4. INVESTMENTS AND DEPOSITS (Continued)

Custodial Credit Risk

Custodial credit risk is the risk that an entity will not be able to recover the value of deposits, investments or collateral securities that are in the possession of an outside party if the counterparty to the transaction fails. The Corporation's trustee holds deposits and investments for the funds included in the financial statements. All investments are insured, registered or held by the Corporation's trustee in the Corporation's name. Investments are stated at fair value, which approximates cost, and consists of U.S. Government Agency Bonds that has an original maturity of one year. As of December 31, 2018, the Corporation's deposits and investments, with maturities of less than one year, were in compliance with the investment and deposit policy and totaled \$6,477,668.

Concentration of Credit Risk

The Corporation places no limit on the amount that it may invest in any one issuer. The entire amount of the Corporation's investments is in U.S. Government Agency Bonds and represents 100% of the investments of the Corporation.

A trustee holds the Corporation's investments and restricted cash and cash equivalents in the following accounts:

Debt Service Account

This is the account from which payments to bondholders are made with money transferred in from the collection account.

Liquidity Reserve Account

This reserve has been established pursuant to the Corporation's Indenture for the 2016 A Bonds.

Collection Account

This account has been established to receive the TSRs under the MSA agreement. The monies received in this account will be transferred to the debt service account to pay the Corporation's bondholders.

Operating Expense Reserve Account

This reserve has been established pursuant to the Corporation's Indenture for the 2016 A Bonds. The Corporation may withdraw funds from the Operating Expense Reserve Account to pay for any operating expense not otherwise paid from the operation expense account.

Turbo Redemption Account

This account is used as a pass through to pay the principal amount to the bondholders of NYCTT VI.

Operating Expense Account

This account is used as a pass through for funds transferred to the Corporation's operating checking account at Solvay Bank.

4. INVESTMENTS AND DEPOSITS (Continued)

Amounts held in each of these restricted accounts at December 31, 2018 are as follows:

Debt service account	\$	96,033
Liquidity reserve account		6,248,983
Collection account		2,758
Operating expense reserve account		127,257
Turbo redemption account		2,548
Operating expense account		<u>89</u>
	\$	<u>6,477,668</u>

5. LONG-TERM LIABILITIES

2005 Series Bonds

On November 29, 2005, the Corporation, along with twenty-three other counties, created a New York Counties Tobacco Trust V (NYCTT V) to issue \$199,375,348 in aggregate principal Tobacco Settlement Pass-Through Bond-Series 2005. Series 2005 NYCTT Bonds represent a direct, pass-through interest in corresponding Tobacco Asset Securitization Corporation (TASC) bonds held by the trust and are subordinate to the 2001 Series bonds. The debt is payable from pledged Tobacco Settlement Rights and investment earnings on amounts on deposit. The Series 2005 Bonds are also payable from certain amounts released from Liquidity Reserve Accounts upon retirement of the prior bonds and amounts released from the Trapping Account. These capital appreciation bonds were issued with a final maturity value of \$700,630,000 and included bond issuance costs of \$836,558 and a distribution to the County of \$30,565,586. The bonds bear interest at rates ranging from 6.00% to 7.15%. During 2016, the S-1, S-2 and S-4 series were defeased by the 2016 Series Bonds on September 22, 2016. The only bonds remaining for NYCTT V is S-3 series. The interest accretion on these S-3 bonds for 2018 is \$780,910.

In 2009, the R.J. Reynolds bonds, which served as backing on the 2005 series bonds, rose to above investment grade.

2016 Series Bonds

On September 22, 2016 the Corporation along with six other counties closed on the NYCTT VI Series to issue \$293,255,000 in aggregate principal Tobacco Settlement Pass Through Bonds Series 2016. The Corporation issued \$95,590,000 in variable rate bonds ranging from 5% to 6.75%. The debt is payable from pledged Tobacco Settlement Rights and investment earnings.

5. LONG-TERM LIABILITIES (Continued)

The following is a summary of the Corporation's bonds payable for the year ended December 31, 2018:

	<u>Issue Date</u>	<u>Final Maturity</u>	<u>Interest Rate</u>	<u>Balance December 31</u>
Tobacco Settlement Pass - through Series 2005 (S3)	11/05	6/55	6.0 - 7.15%	\$ 4,963,972
Add: Interest accretion - Series 2005 (S3)				<u>7,025,230</u>
Carrying Value of Series 2005 (S3)				<u>\$ 11,989,202</u>
Tobacco Settlement Pass - through Series 2016	9/16	6/51	5.0 - 6.75%	\$ 94,080,000
Add: Premium - Series 2016				<u>9,375,672</u>
Carrying Value of Series 2016				<u>\$ 103,455,672</u>

Long-term liability balances and activity for the year are summarized below:

	<u>Beginning Balance</u>	<u>Additions</u>	<u>Reductions</u>	<u>Ending Balance</u>	<u>Amounts Due Within One Year</u>
Bonds payable - Series 2005	\$ 4,963,972	\$ -	\$ -	\$ 4,963,972	\$ -
Bonds payable - Series 2016	<u>95,265,000</u>	<u>-</u>	<u>1,185,000</u>	<u>94,080,000</u>	<u>855,000</u>
	100,228,972	-	1,185,000	99,043,972	855,000
Add: Bond premium - Series 2016	9,838,488	-	462,816	9,375,672	462,816
Add: Accreted interest - Series 2005	<u>6,244,320</u>	<u>780,910</u>	<u>-</u>	<u>7,025,230</u>	<u>-</u>
Total bonds payable and accreted interest	<u>\$116,311,780</u>	<u>\$ 780,910</u>	<u>\$ 1,647,816</u>	<u>\$115,444,874</u>	<u>\$ 1,317,816</u>

Series 2005

The Series 2005 S1, S2 and S4A bonds were refunded or repurchased by the NYCTT VI Series 2016 bonds. The Series 2005 S3 bonds are capital appreciation bonds, upon which the investment return on the investment principal is reinvested at a compounded rate until maturity. There are no scheduled principal and interest payments on these bonds other than their respective maturity dates, at which time a single payment is made representing principal and investment return. Such payments are as follows:

	<u>Principal</u>	<u>Interest</u>	<u>Total</u>
Series 2005 S3 payable in full June 1, 2055	<u>\$ 4,963,972</u>	<u>\$ 134,356,028</u>	<u>\$ 139,320,000</u>

5. LONG-TERM LIABILITIES (Continued)

The following is a summary of the amount of accretion on the series 2005 capital appreciation bonds assuming the projected debt service amortization:

2019	\$	835,319
2020		893,518
2021		955,772
2022		1,022,364
2023		1,093,595
2024 - 2028		6,722,765
2029 - 2033		9,414,629
2034 - 2038		13,184,344
2039 - 2043		18,463,491
2044 - 2048		25,856,463
2049 - 2053		36,209,657
2054 - 2055		<u>12,678,881</u>
Future Total Accretion		127,330,798
Cumulative Accreted Interest December 31, 2018		7,025,230
Principal		<u>4,963,972</u>
Estimated Total Debt Service	\$	<u>139,320,000</u>

Series 2016

The NYCTT VI Series 2016 bonds do not have required yearly principal payment but rather are due in full at the maturity dates. However, payments will be made on the principal for these bonds as the yearly TSR payments are made to the Corporation. The Corporation presents the 2018 principal payment under the slow payment amortization schedule as the current portion of bonds payable on the Series 2016 bonds based on anticipated payments resulting from TSR collections. The Administrative Agent, BLX Group, has calculated amortization schedules for both a higher and lower TSR payment from the Tobacco companies.

5. LONG-TERM LIABILITIES (Continued)

Series 2016 (Continued)

The fast payment amortization schedule is as follows:

	<u>A-1 (Due 2035)</u>		<u>A-1 (Due 2043)</u>		<u>A-2A & A-2B (Due 2045)</u>		<u>A-2A & A-2B (Due 2051)</u>		<u>Total</u>	
	<u>Principal</u>	<u>Interest</u>	<u>Principal</u>	<u>Interest</u>	<u>Principal</u>	<u>Interest</u>	<u>Principal</u>	<u>Interest</u>	<u>Principal</u>	<u>Interest</u>
2019	\$ 3,960,000	\$ 1,288,406	\$ -	\$ 1,645,075	\$ -	\$ 630,250	\$ -	\$ 1,399,000	\$ 3,960,000	\$ 4,962,731
2020	3,445,000	1,080,141	-	1,645,075	-	630,250	-	1,399,000	3,445,000	4,754,466
2021	3,655,000	880,453	-	1,645,075	-	630,250	-	1,399,000	3,655,000	4,554,778
2022	3,840,000	669,656	-	1,645,075	-	630,250	-	1,399,000	3,840,000	4,343,981
2023	4,075,000	447,047	-	1,645,075	-	630,250	-	1,399,000	4,075,000	4,121,372
2024 - 2028	5,910,000	256,781	18,545,000	6,321,981	-	3,151,250	-	6,995,000	24,455,000	16,725,012
2029 - 2033	-	-	10,065,000	529,144	12,605,000	1,665,125	10,530,000	6,575,500	33,200,000	8,769,769
2034 - 2035	-	-	-	-	-	-	17,450,000	918,250	17,450,000	918,250
Total	<u>\$24,885,000</u>	<u>\$4,622,484</u>	<u>\$28,610,000</u>	<u>\$15,076,500</u>	<u>\$12,605,000</u>	<u>\$ 7,967,625</u>	<u>\$27,980,000</u>	<u>\$21,483,750</u>	<u>\$94,080,000</u>	<u>\$49,150,359</u>

The slow payment amortization schedule is as follows:

	<u>A-1 (Due 2035)</u>		<u>A-1 (Due 2043)</u>		<u>A-2A & A-2B (Due 2045)</u>		<u>A-2A & A-2B (Due 2051)</u>		<u>Total</u>	
	<u>Principal</u>	<u>Interest</u>	<u>Principal</u>	<u>Interest</u>	<u>Principal</u>	<u>Interest</u>	<u>Principal</u>	<u>Interest</u>	<u>Principal</u>	<u>Interest</u>
2019	\$ 855,000	\$ 1,375,734	\$ -	\$ 1,645,075	\$ -	\$ 630,250	\$ -	\$ 1,399,000	\$ 855,000	\$ 5,050,059
2020	1,245,000	1,316,672	-	1,645,075	-	630,250	-	1,399,000	1,245,000	4,990,997
2021	1,320,000	1,244,531	-	1,645,075	-	630,250	-	1,399,000	1,320,000	4,918,856
2022	1,400,000	1,168,031	-	1,645,075	-	630,250	-	1,399,000	1,400,000	4,842,356
2023	1,480,000	1,087,031	-	1,645,075	-	630,250	-	1,399,000	1,480,000	4,761,356
2024 - 2028	8,800,000	4,045,500	-	8,225,375	-	3,151,250	-	6,995,000	8,800,000	22,417,125
2029 - 2033	9,785,000	1,248,048	1,640,000	8,178,225	-	3,151,250	-	6,995,000	11,425,000	19,572,523
2034 - 2038	-	-	14,110,000	5,794,850	-	3,151,250	-	6,995,000	14,110,000	15,941,100
2039 - 2043	-	-	12,860,000	1,447,275	4,630,000	2,991,750	-	6,995,000	17,490,000	11,434,025
2044 - 2048	-	-	-	-	7,975,000	402,875	13,095,000	6,021,625	21,070,000	6,424,500
2049 - 2051	-	-	-	-	-	-	14,885,000	1,138,375	14,885,000	1,138,375
Total	<u>\$24,885,000</u>	<u>\$11,485,547</u>	<u>\$28,610,000</u>	<u>\$31,871,100</u>	<u>\$12,605,000</u>	<u>\$15,999,625</u>	<u>\$27,980,000</u>	<u>\$42,135,000</u>	<u>\$94,080,000</u>	<u>\$101,491,272</u>

6. CONTINGENCIES

During 2001, the Corporation purchased the rights to receive TSRs from the County. There are a number of risks associated with receipts of such TSRs, including litigation affecting participating manufacturers and possible bankruptcy as a result thereof, and future adjustments to the calculation of the TSRs. The Corporation's financial existence is contingent upon receiving TSRs from the tobacco manufacturers.

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

January 31, 2019

To the Board of Directors
Onondaga Tobacco Asset Securitization Corporation:

We have audited, in accordance with the auditing standards generally accepted in the United States of America and the standards applicable to financial audits contained in *Government Auditing Standards* issued by the Comptroller General of the United States, the financial statements of the governmental activities and the major governmental fund of Onondaga Tobacco Asset Securitization Corporation (the Corporation), a blended component unit of the County of Onondaga, New York (the County), as of and for the year ended December 31, 2018, and the related notes to the financial statements, which collectively comprise the Corporation's basic financial statements, and have issued our report thereon dated January 31, 2019.

Internal Control Over Financial Reporting

In planning and performing our audit of the financial statements, we considered the Corporation's internal control over financial reporting (internal control) to determine the audit procedures that are appropriate in the circumstances for the purpose of expressing our opinions on the financial statements, but not for the purpose of expressing an opinion on the effectiveness of the Corporation's internal control. Accordingly, we do not express an opinion on the effectiveness of the Corporation'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 in internal control that we consider to be material weaknesses. However, material weaknesses may exist that have not been identified.

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(Continued)

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*

(Continued)

Compliance and Other Matters

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

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.

**REPORT ON SECTION 2925(3)(f) OF THE NEW YORK STATE PUBLIC
AUTHORITIES LAW**

January 31, 2019

To the Board of Directors
Onondaga Tobacco Asset Securitization Corporation:

We have audited, in accordance with the auditing standards generally accepted in the United States of America and the standards applicable to financial audits contained in *Government Auditing Standards* issued by the Comptroller General of the United States, the financial statements of the governmental activities and the major governmental fund of Onondaga Tobacco Asset Securitization Corporation (the Corporation), a blended component unit of the County of Onondaga, New York (the County), as of and for the year ended December 31, 2018, and the related notes to the financial statements, which collectively comprise the Corporation's basic financial statements, and have issued our report thereon dated January 31, 2019.

In connection with our audit, nothing came to our attention that caused us to believe that the Corporation failed to comply with the Corporation's Investment Guidelines, the New York State (NYS) Comptroller's Investment Guidelines and Section 2925(3)(f) of the NYS Public Authorities Law (collectively, the Investment Guidelines), which is the responsibility of the Corporation's management, insofar as they relate to the financial accounting knowledge of noncompliance with such Investment Guidelines. However, our audit was not directed primarily towards obtaining knowledge of noncompliance with such Investment Guidelines. Accordingly, had we performed additional procedures, other matters may have come to our attention regarding the Corporation's noncompliance with the Investment Guidelines.

This report is intended solely for the information and use of management of the Corporation, the Board of Directors of the Corporation, and the Office of the State Comptroller of the State of New York. It is not intended to be and should not be used by anyone other than these specified parties.

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