



March 29, 2013

Board of Directors
Troy Local Development Corporation
433 River Street
Troy, New York 12180

Dear Members of the Board:

We are pleased to present this report related to our audit of the financial statements of the Troy Local Development Corporation (TLDC) for the year ended December 31, 2012. This report summarizes certain matters required by professional standards to be communicated to you in your oversight responsibility for the TLDC's financial reporting process.

This report is intended solely for the information and use of the Board of Directors and management and is not intended to be and should not be used by anyone other than these specified parties. It will be our pleasure to respond to any questions you have regarding this report. We appreciate the opportunity to continue be of service to the TLDC.

Very truly yours,

BOLLAM, SHEEDY, TORANI & CO. LLP, CPAs

Paul L. Goetz, Partner

PLG/dmc

BOLLAM, SHEEDY, TORANI & CO. LLP
Certified Public Accountants
Albany, New York

LOCAL DEVELOPMENT CORPORATION

COMMUNICATION TO THOSE CHARGED WITH GOVERNANCE
Year Ended December 31, 2012

Generally accepted auditing standards (AU-C 260, *The Auditor's Communication with Those Charged with Governance*) require the auditor to promote effective two-way communication between the auditor and those charged with governance. Consistent with this requirement, the following summarizes our responsibilities regarding the financial statement audit, as well as observations arising from our audit that are significant and relevant to your responsibility to oversee the financial reporting process.

Our Responsibilities and the Planned Scope and Timing of the Financial Statement Audit

Our responsibility under auditing standards generally accepted in the United States of America has been described to you in our arrangement letter dated March 11, 2013.

Accounting Practices

Preferability of Accounting Policies and Practices

Under generally accepted principles, in certain circumstances, management may select among alternative accounting practices. In our view, in such circumstances, management has selected the preferable accounting practice.

Adoption of, or Change in, Accounting Policies

Management has the ultimate responsibility for the appropriateness of the accounting policies used by the TLDC. Following is a description of accounting standards the TLDC adopted during the year to comply with accounting principles generally accepted in the United States of America (U.S. GAAP):

Effective January 1, 2012, the TLDC adopted Government Accounting Standards Board (GASB) Statement No. 62, *Codification of Accounting and Financial Reporting Guidance Contained in Pre-November 30, 1989 FASB and AICPA Pronouncements*. The objective of this statement is to incorporate into the GASB's authoritative literature certain accounting and financial reporting pronouncements issued on or before November 30, 1989, that do not conflict with or contradict GASB pronouncements.

Effective January 1, 2012, the TLDC adopted GASB Statement No. 63, *Financial Reporting of Deferred Outflows of Resources, Deferred Inflows of Resources and Net Position*, provides guidance for reporting deferred outflows of resources, deferred inflows of resources, and net position in a statement of financial position and related disclosures.

There were no significant changes to the TLDC's financial statements as a result of adopting the aforementioned accounting standards.

Significant or Unusual Transactions

We did not identify any significant or unusual transactions or significant accounting policies in controversial or emerging areas for which there is a lack of authoritative guidance or consensus.

Management's Judgments and Accounting Estimates

Summary information about the process used by management in formulating particularly sensitive accounting estimates and about our conclusions regarding the reasonableness of those estimates is in the attached Exhibit A, Summary of Accounting Estimates.

LOCAL DEVELOPMENT CORPORATION

**COMMUNICATION TO THOSE CHARGED WITH GOVERNANCE
Year Ended December 31, 2012**

Audit Adjustments

Audit adjustments proposed by management and recorded by the TLDC are shown on the attached Exhibit B, Summary of Recorded Audit Adjustments.

Uncorrected Misstatements

There were no uncorrected misstatements noted during our audit of the financial statements.

Disagreements with Management

We encountered no disagreements with management over the application of significant accounting principles, the basis for management's judgments on any significant matters, the scope of the audit, or significant disclosures to be included in the financial statements.

Consultations with Other Accountants

We are not aware of any consultations management had with other accountants about accounting or auditing matters.

Significant Issues Discussed with Management

No significant issues arising from the audit were discussed or were the subject of correspondence with management.

Significant Difficulties Encountered in Performing the Audit

We did not encounter any significant difficulties in dealing with management during the audit.

Significant Deficiencies and Material Weaknesses

Significant deficiencies and material weaknesses, if any, are communicated in the schedule of findings and responses of the 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*.

Significant Written Communications Between Management and Our Firm

Copies of significant written communications between our firm and the management of the TLDC, including the representation letter provided to us by management, are attached as Exhibit C.

We will be pleased to respond to any questions you have about these matters. We appreciate the opportunity to be of continued service to you.

LOCAL DEVELOPMENT CORPORATION

**COMMUNICATION TO THOSE CHARGED WITH GOVERNANCE
Year Ended December 31, 2012**

This letter is intended solely for the information and use of the Board of Directors and management and is not intended to be and should not be used by anyone other than these specified parties.

Very truly yours,

BOLLAM, SHEEDY, TORANI & CO. LLP, CPAs

Handwritten signature of Paul L. Goetz, consisting of a stylized 'P' and 'G' followed by a long horizontal line.

Paul L. Goetz, Partner

PLG/dmc

TROY LOCAL DEVELOPMENT CORPORATION

SUMMARY OF ACCOUNTING ESTIMATES
Year Ended December 31, 2012

Accounting estimates are an integral part of the preparation of financial statements and are based upon management's current judgment. The process used by management encompasses their knowledge and experience about past and current events and certain assumptions about future events. You may wish to monitor throughout the year the process used to compute and record these accounting estimates. The following describes the significant accounting estimates reflected in the TLDC's December 31, 2012, financial statements:

<u>Estimates</u>	<u>Accounting Policy</u>	<u>Estimation Process</u>
Accounts and Loans Receivable - Allowance for Doubtful Accounts	An allowance is based on a review of TLDC's outstanding receivables on a regular basis.	Management determines the allowance for doubtful accounts as receivables become delinquent. Management has created a reserve of \$1,000 against accounts receivable at December 31, 2012.

We have evaluated management's significant accounting estimates noted above as part of our audit, and concluded that management's estimates and the estimation process appear reasonable in the context of the financial statements taken as a whole.

TROY LOCAL DEVELOPMENT CORPORATION

SUMMARY OF RECORDED AUDIT ADJUSTMENTS
Year Ended December 31, 2012

Description	Effect - Increase (Decrease)				
	Assets	Liabilities	Net Position	Revenue	Expense
To record accounts receivable and revenue related to lease payment	\$ 1,500	\$ -	\$ -	\$ 1,500	\$ -
To record revenue and expense related to Main Street Grant	<u>11,815</u>	<u>11,815</u>		<u>11,815</u>	<u>11,815</u>
Total Statement of Revenues, Expenses, and Change of Net Position Effect			<u>1,500</u>	<u>\$ 13,315</u>	<u>\$ 11,815</u>
Total Statement of Net Position Effect	<u>\$ 13,315</u>	<u>\$ 11,815</u>	<u>\$ 1,500</u>		

TROY LOCAL DEVELOPMENT CORPORATION
CERTAIN WRITTEN COMMUNICATIONS BETWEEN
MANAGEMENT AND OUR FIRM
Year Ended December 31, 2012

Representation Letter

TROY LOCAL DEVELOPMENT CORPORATION
TROY CITY HALL

March 29, 2013

Bollam, Sheedy, Torani & Co. LLP, CPAs
26 Computer Drive West
Albany, New York 12205

This representation letter is provided in connection with your audits of the financial statements of the Troy Local Development Corporation (TLDC), which comprise the statements of net position as of December 31, 2012 and 2011, and the related statements of revenues, expenses, and changes in net position and cash flows, and the related notes to the financial statements for the years then ended. We confirm that we are responsible for the fair presentation in the financial statements of net position, revenues, expenses, and changes in net position, and cash flows in conformity with accounting principles generally accepted in the United States of America (U.S. GAAP).

We confirm, to the best of our knowledge and belief, as of the date of your independent auditor's report, the following representations made to you during your audits:

Financial Statements

1. We have fulfilled our responsibilities, as set out in the terms of the audit arrangement letter dated March 11, 2013, for the preparation and fair presentation of the financial statements referred to above in accordance with U.S. GAAP.

The TLDC's accounting principles, and the practices and methods followed in applying them, are as disclosed in the financial statements, and there have been no changes during the years ended December 31, 2012 and 2011, in the TLDC's accounting principles and practices, except as noted herein.

2. We acknowledge our responsibility for the design, implementation, and maintenance of internal control relevant to the preparation and fair presentation of financial statements that are free from material misstatement, whether due to fraud or error.
3. We acknowledge our responsibility for the design, implementation, and maintenance of internal control to prevent and detect fraud.
4. Significant assumptions used by us in making accounting estimates, including those measured at fair value, are reasonable.
5. The effects of all known actual or possible litigation and claims have been accounted for and disclosed in accordance with Governmental Accounting Standards Board (GASB) Statement No. 62.

433 RIVER ST, SUITE 5001, TROY, NEW YORK

6. The following have been properly recorded and/or disclosed in the financial statements:
 - a. Related party transactions, including those as defined in Section 2250 of GASB's Codification of Governmental Accounting and Financial Reporting Standards, and interfund transactions including interfund accounts and advances receivable and payable, sale and purchase transactions, interfund transfers, long-term loans, leasing arrangements, and guarantees, all of which have been recorded in accordance with the economic substance of the transactions.
 - b. Lines-of-credit and/or similar arrangements.
 - c. Security agreements in effect under the Uniform Commercial Code.
 - d. Liens and/or encumbrances on assets or revenues or any assets or revenues which are pledged as collateral for any liability or which are subordinated in any way.
 - e. All leases and/or material amounts of rental obligations under long-term leases.
 - f. The effect on the financial statements of GASB Statement Nos. 65, 66, 67, 68, and 69, which have been issued, but which we have not yet adopted.

Information Provided

7. We have provided you with:
 - a. Access to all information of which we are aware that is relevant to the preparation and fair presentation of the financial statements, such as records, documentation, and other matters.
 - b. Additional information that you have requested from us for the purpose of the audits.
 - c. Unrestricted access to persons within the TLDC from whom you determined it necessary to obtain audit evidence.
 - d. Minutes of the meetings of the TLDC Governing Board and committees of Board members, or summaries of actions of recent meetings for which minutes have not yet been prepared.
 - e. All communications from grantors, lenders, other funding sources, or regulatory agencies concerning noncompliance with:
 - 1) Statutory, regulatory, or contractual provisions or requirements, and
 - 2) Financial reporting practices that could have a material effect on the financial statements.
8. We have identified for you all organizations that are a part of this reporting entity or with which we have a relationship, as these organizations are defined in Section 2100 of GASB's Codification of Governmental Accounting and Financial Reporting Standards.
9. All transactions have been recorded in the accounting records and are reflected in the financial statements.
10. We have disclosed to you the results of our assessment of risk that the financial statements may be materially misstated as a result of fraud.
11. We have no knowledge of allegations of fraud or suspected fraud affecting the TLDC's financial statements involving:

- a. Management.
 - b. Employees who have significant roles in the internal control.
 - c. Others where the fraud could have a material effect on the financial statements.
12. We have no knowledge of any allegations of fraud or suspected fraud affecting the TLDC's financial statements received in communications from employees, former employees, analysts, regulators, or others.
 13. We have no knowledge of noncompliance or suspected noncompliance with laws and regulations whose effects should be considered when preparing financial statements.
 14. We know of no violations of state or federal statutory or regulatory provisions, grants or other contractual provisions, or of provisions of local ordinances.
 15. We are not aware of any pending or threatened litigation and claims whose effects should be considered when preparing the financial statements. There are no unasserted claims or assessments that our lawyer has advised us are probable of assertion and must be disclosed in accordance with GASB Statement No. 62.
 16. We have disclosed to you the identity of the TLDC's related parties and all the related-party relationships and transactions of which we are aware.
 17. We are aware of no significant deficiencies, including material weaknesses, in the design or operation of internal controls that could adversely affect the TLDC's ability to record, process, summarize, and report financial data.
 18. There have been no communications from regulatory agencies concerning noncompliance with, or deficiencies in, financial reporting practices.
 19. We have no direct or indirect, legal or moral, obligation for any debt of any organization, public or private or to special assessment bond holders that is not disclosed in the financial statements.
 20. We have no plans or intentions that may materially affect the carrying value or classification of assets.
 21. We are responsible for making the accounting estimates included in the financial statements. Those estimates reflect our judgment based on our knowledge and experience about past and current events and our assumptions about conditions we expect to exist and courses of action we expect to take. In that regard, adequate provisions have been made to reduce receivables to their estimated net collectible amounts.
 22. There are no:
 - a. Material transactions that have not been properly recorded in the accounting records underlying the financial statements.
 - b. Violations or possible violations of laws or regulations whose effects should be considered for disclosure in the financial statements or as a basis for recording a loss contingency. In that regard, we specifically represent that we have not been designated as, or alleged to be, a "potentially responsible party" by the Environmental Protection Corporation or any equivalent state agencies in connection with any environmental contamination.
 - c. Other material liabilities or gain or loss contingencies that are required to be accrued or disclosed by GASB Statement No. 10.
 - d. Guarantees, whether written or oral, under which the TLDC is contingently liable.

- e. Arrangements with financial institutions involving compensating balances or other arrangements involving restrictions on cash balances.
 - f. Custodial credit risk.
 - g. Agreements to repurchase assets previously sold.
 - h. Contractual obligations for plant construction or purchase of real property, equipment, other assets, or intangibles.
 - i. Liabilities which are subordinated in any way to actual or possible liabilities.
 - j. Debt issue repurchase options or agreements, or sinking fund debt repurchase ordinance requirements.
 - k. Debt issue provisions.
 - l. Investment securities.
 - m. Authorized but unissued bonds or notes.
 - n. Risk financing activities.
 - o. Derivative financial instruments.
 - p. Obsolete, damaged, or excess inventories to be reduced to their estimated net realizable values.
 - q. Investments, intangibles, or other assets which have permanently declined in values that need to be reduced to their realizable values.
 - r. Risk retention, including uninsured losses or loss retentions (deductibles) attributable to events occurring through December 31, 2012 and 2011, or for expected retroactive insurance premium adjustments applicable to periods through December 31, 2012 and 2011.
 - s. Material losses to be sustained in the fulfillment of or from the inability to fulfill any service commitment.
 - t. Material losses to be sustained as a result of purchase commitments.
 - u. Environmental clean-up obligations.
 - v. Organizations for which the nature or significance of their relationship with the TLDC are such that exclusion would cause the reporting entity's financial statements to be misleading or incomplete.
23. The TLDC has satisfactory title to all owned assets.
24. We have complied with all aspects of contractual agreements that would have a material effect on the financial statements in the event of noncompliance. In connection therewith, we specifically represent that we are responsible for determining that we are not subject to the requirements of the Single Audit Act and OMB Circular No. A-133, because we have not received, expended, or otherwise been the beneficiary of any federal awards over \$500,000 during the periods of these audits.
25. In considering the disclosures that should be made about risks and uncertainties, we have concluded that a geographic and economic concentration disclosure is required.
26. With respect to the supplementary information presented in relation to the financial statements as a whole:

- a. We acknowledge our responsibility for the presentation of such information.
 - b. We believe such information, including its form and content, is fairly presented in accordance with U.S. GAAP.
 - c. The methods of measurement or presentation have not changed from those used in the prior period.
 - d. When supplementary information is not presented with the audited financial statements, we will make the audited financial statements readily available to the intended users of the supplementary information no later than the date of issuance of the supplementary information and the auditor's report thereon.
27. We are responsible for determining that significant events or transactions that have occurred since the statement of net position date and through March ____, 2013, have been recognized or disclosed in the financial statements. No events or transactions have occurred subsequent to the statement of financial position date and through March ____, 2013, that would require recognition or disclosure in the financial statements. We further represent that as of March ____, 2013, the financial statements were complete in a form and format that complied with U.S. GAAP, and all approvals necessary for issuance of the financial statements had been obtained.
28. Effective January 1, 2012, we adopted GASB Statement No. 62, *Codification of Accounting and Financial Reporting Guidance Contained in Pre-November 30, 1989 FASB and AICPA Pronouncements*. The objective of this statement is to incorporate into the GASB's authoritative literature certain accounting and financial reporting pronouncements issued on or before November 30, 1989, that do not conflict with or contradict GASB pronouncements.
- Effective January 1, 2012, we adopted GASB Statement No. 63, *Financial Reporting of Deferred Outflows of Resources, Deferred Inflows of Resources and Net Position*. This statement provides guidance for reporting deferred outflows of resources, deferred inflows of resources, and net position in a statement of financial position and related disclosures.
29. During the course of your audits, you may have accumulated records containing data that should be reflected in our books and records. All such data have been so reflected. Accordingly, copies of such records in your possession are no longer needed by us.

Government Auditing Standards

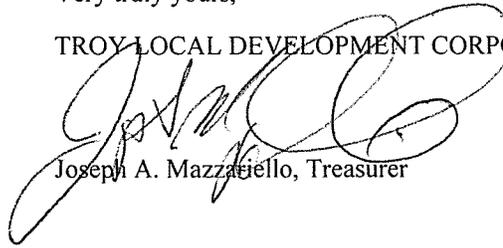
30. We are responsible for compliance with laws and regulations applicable to the TLDC, including the requirement of adopting, approving, and amending budgets.
31. We have identified and disclosed to you:
- a. All laws and regulations that have a direct and material effect on the determination of financial statement amounts or other financial data significant to audit objectives.
 - b. Violations and possible violations of laws, regulations, and provisions of contracts and other agreements whose effects should be considered for disclosure in the auditor's report on noncompliance.
32. We have taken timely and appropriate action to evaluate and address fraud, illegal acts, violations of provisions of contracts or other agreements, or abuse that has been reported.
33. We have implemented a process to track the status of audit findings and recommendations.

34. We have identified for you previous financial audits, attestation engagements, performance audits, or other studied related to the objectives of the audit being undertaken and the correction action taken to address significant findings and recommendations.

35. We have reviewed, approved, and take full responsibility for the financial statements, related notes, and supplementary information and acknowledge the auditor's role in the preparation of this information.
36. We have reviewed, approved, and take full responsibility for all accrual adjustments and acknowledge the auditor's role in the preparation of the adjustments.

Very truly yours,

TROY LOCAL DEVELOPMENT CORPORATION

A handwritten signature in black ink, appearing to read 'Joseph A. Mazzatiello', is written over the printed name. The signature is fluid and cursive, with a large loop at the end.

Joseph A. Mazzatiello, Treasurer