

Northeastern Regional Association of Coastal Ocean Observing Systems

Audited Financial Statements
and Other Information

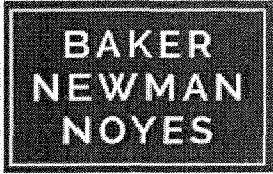
*Years Ended September 30, 2016 and 2015
With Independent Auditors' Reports*

**NORTHEASTERN REGIONAL ASSOCIATION OF
COASTAL OCEAN OBSERVING SYSTEMS**

AUDITED FINANCIAL STATEMENTS AND OTHER INFORMATION

Years Ended September 30, 2016 and 2015

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INDEPENDENT AUDITORS' REPORT

To the Board of Directors of
Northeastern Regional Association of Coastal Ocean Observing Systems

Report on the Financial Statements

We have audited the accompanying financial statements of the Northeastern Regional Association of Coastal Ocean Observing Systems (NERACOOS) (a nonprofit organization), which comprise the statement of financial position as of September 30, 2016, and the related statements of activities and changes in net assets and cash flows for the year then ended, and the related notes to the financial statements.

Management's Responsibility for the Financial Statements

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

Auditors' Responsibility

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

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditors' 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.

To the Board of Directors of
Northeastern Regional Association of Coastal Ocean Observing Systems

Opinion

In our opinion, the financial statements referred to above present fairly, in all material respects, the financial position of NERACOOS as of September 30, 2016, and the results of its activities and changes in its net assets and its cash flows for the year then ended in accordance with accounting principles generally accepted in the United States of America.

Other Matters

Prior Auditors

The financial statements of NERACOOS, as of and for the year ended September 30, 2015, were audited by other auditors whose report dated February 2, 2016 expressed an unmodified opinion on those statements.

Other Information

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

Other Reporting Required by Government Auditing Standards

In accordance with *Government Auditing Standards*, we have also issued our report dated January 24, 2017, on our consideration of NERACOOS' internal control over financial reporting and on our tests of its compliance with certain provisions of laws, regulations, contracts, and grant agreements and other matters. The purpose of that report is 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 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 NERACOOS' internal control over financial reporting and compliance.

Baker Newman & Noyes LLC

Portsmouth, New Hampshire
January 24, 2017

**NORTHEASTERN REGIONAL ASSOCIATION OF
COASTAL OCEAN OBSERVING SYSTEMS**

STATEMENTS OF FINANCIAL POSITION

September 30, 2016 and 2015

	<u>2016</u>	<u>2015</u>
<u>ASSETS</u>		
Current assets:		
Cash	\$ 215,067	\$ 199,860
Grants and contributions receivable	303,993	937,207
Prepaid expenses	<u>6,435</u>	<u>6,296</u>
Total current assets	525,495	1,143,363
Other assets:		
Deposit	<u>1,963</u>	<u>1,963</u>
Total other assets	<u>1,963</u>	<u>1,963</u>
Total assets	\$ <u>527,458</u>	\$ <u>1,145,326</u>
 <u>LIABILITIES AND NET ASSETS</u>		
Current liabilities:		
Accounts payable	\$ 344,728	\$ 976,651
Accrued salaries and related taxes	50,764	59,811
Accrued retirement contribution	366	5,530
Deferred revenue	<u>18,607</u>	<u>—</u>
Total current liabilities	414,465	1,041,992
Net assets:		
Unrestricted net assets	<u>112,993</u>	<u>103,334</u>
Total net assets	<u>112,993</u>	<u>103,334</u>
Total liabilities and net assets	\$ <u>527,458</u>	\$ <u>1,145,326</u>

See accompanying notes.

**NORTHEASTERN REGIONAL ASSOCIATION OF
COASTAL OCEAN OBSERVING SYSTEMS**

STATEMENTS OF ACTIVITIES AND CHANGES IN NET ASSETS

For the Years Ended September 30, 2016 and 2015

	<u>2016</u>	<u>2015</u>
Revenue and support:		
Grants	\$3,243,239	\$2,959,048
Contributions	30,761	33,504
Program income	5,983	1,900
Investment income	<u>107</u>	<u>99</u>
Total revenue and support	3,280,090	2,994,551
Expenses:		
Program service	3,106,268	3,133,030
Management and general	153,673	153,567
Fundraising	<u>10,490</u>	<u>14,996</u>
Total expenses	<u>3,270,431</u>	<u>3,301,593</u>
Change in net assets	9,659	(307,042)
Net assets, beginning of year	<u>103,334</u>	<u>410,376</u>
Net assets, end of year	\$ <u>112,993</u>	\$ <u>103,334</u>

See accompanying notes.

**NORTHEASTERN REGIONAL ASSOCIATION OF
COASTAL OCEAN OBSERVING SYSTEMS**

STATEMENTS OF CASH FLOWS

For the Years Ended September 30, 2016 and 2015

	<u>2016</u>	<u>2015</u>
Cash flows from operating activities:		
Change in net assets	\$ 9,659	\$(307,042)
Adjustments to reconcile change in net assets to net cash provided (used) by operating activities:		
Change in operating assets and liabilities:		
Grants and contributions receivable	633,214	(347,076)
Prepaid expenses	(139)	410
Accounts payable	(631,923)	566,500
Accrued salaries and related taxes	(9,047)	19,109
Accrued retirement contribution	(5,164)	4,444
Deferred revenue	<u>18,607</u>	<u>—</u>
Net cash provided (used) by operating activities	<u>15,207</u>	<u>(63,655)</u>
Increase (decrease) in cash	15,207	(63,655)
Cash at beginning of year	<u>199,860</u>	<u>263,515</u>
Cash at end of year	<u>\$ 215,067</u>	<u>\$ 199,860</u>

See accompanying notes.

NORTHEASTERN REGIONAL ASSOCIATION OF COASTAL OCEAN OBSERVING SYSTEMS

NOTES TO FINANCIAL STATEMENTS

September 30, 2016 and 2015

1. **Nature of Organization and Significant Accounting Policies**

Organization

Northeastern Regional Association of Coastal Ocean Observing Systems (NERACOOS) is a Maine non-profit corporation incorporated in 2008. NERACOOS' mission is to lead the development, implementation, operation, and evaluation of a sustained, regional coastal ocean observing system for the northeast United States and Canadian Maritime provinces, as part of the United States Integrated Ocean Observing System (IOOS). NERACOOS also promotes the development, assessment, and dissemination of data products that meet the needs of end users and advocates through education and outreach for the regional, national, and global ocean observing system and the application of scientific assessments using environmental data to meet societal needs.

Cash

For purposes of the statements of cash flows, NERACOOS considers all highly liquid investments available for current use with an initial maturity of three months or less to be cash equivalents. NERACOOS has no cash equivalents at September 30, 2016 and 2015. NERACOOS maintains its cash in bank deposit accounts which, at times, may exceed federally insured limits. NERACOOS has not experienced any losses on such accounts.

Grants and Contributions Receivable

Federal grants receivable are carried at the unpaid balance of the original amount billed, or costs incurred, to the federal award granting agency, reduced by an estimate made for doubtful accounts based on a review of all outstanding amounts and their terms. Management determines the allowance for doubtful accounts by identifying troubled accounts and by using historical experience applied to an aging of accounts. Grants receivable are written off when deemed uncollectible.

Unconditional promises to give are recorded as contributions receivable at a present value using a risk-free rate of return, less an appropriate allowance for uncollectible contributions at the time the contribution is made. The allowance for uncollectible contributions is based on an overall review of outstanding contributions and an analysis of individual large contributions outstanding. Contributions are written off when deemed uncollectible.

Grants and Contributions Revenue

Federal grants are reported as unrestricted revenue as reimbursable costs are incurred under the terms of the federal awards.

Unconditional grants and contributions of cash and other assets received without donor stipulations are reported as unrestricted revenue and net assets. Contributions of assets other than cash are recorded at their estimated fair value. Contributions received with a donor stipulation that limits their use are reported as temporarily or permanently restricted net assets. When a donor stipulated time restriction ends or purpose restriction is accomplished, temporarily restricted net assets are reclassified to unrestricted net assets and reported in the statements of activities as net assets released from restrictions.

**NORTHEASTERN REGIONAL ASSOCIATION OF
COASTAL OCEAN OBSERVING SYSTEMS**

NOTES TO FINANCIAL STATEMENTS

September 30, 2016 and 2015

1. Nature of Organization and Significant Accounting Policies (Continued)

Unconditional grants and contributions expected to be collected within one year are reported at their net realizable value. Unconditional contributions expected to be collected in future years are initially reported at fair value determined using the discounted present value of estimated future cash flows technique.

Conditional contributions depend on the occurrence of a specified future and uncertain event to bind the potential donor and are recognized as assets and revenue when the conditions are substantially met and the contribution becomes unconditional or irrevocable.

Classification of Net Assets

Net assets are classified and reported based on the existence or absence of donor-imposed restrictions. NERACOOS considers contributions to be temporarily restricted if they are received with donor stipulations that restrict the timing or purpose of expending the donated assets. All such contributions are reported as permanently restricted or temporarily restricted depending upon specific language in the contribution, pledge, or gift instrument.

The following provides a description of the net asset classifications represented in NERACOOS' net assets:

Unrestricted net assets include amounts appropriated for expenditure from temporarily restricted net assets and those without donor-imposed restrictions. NERACOOS records as unrestricted contributions restricted contributions whose restrictions are met in the same reporting period. Income derived from the unrestricted assets is classified as unrestricted.

Temporarily restricted net assets include grants and contributions for which donor or grantor imposed restrictions have not yet been met. Assets are released from restrictions as expenditures are made in line with the restrictions called for under the terms of the contribution or grant. NERACOOS has no temporarily restricted net assets.

Permanently restricted net assets include the portion of donor-restricted endowment funds that are deemed to be permanently restricted by explicit donor stipulation. NERACOOS has no permanently restricted net assets.

Deferred Revenue

Deferred revenue consists of grant revenue in excess of costs incurred on federal contracts. NERACOOS records deferred revenue when grant revenue is received before the incurrence of costs related to federal awards.

Vacation Pay

NERACOOS has accrued a liability for future vacation time that its employees have earned and which is vested with the employees.

**NORTHEASTERN REGIONAL ASSOCIATION OF
COASTAL OCEAN OBSERVING SYSTEMS**

NOTES TO FINANCIAL STATEMENTS

September 30, 2016 and 2015

1. Nature of Organization and Significant Accounting Policies (Continued)

Use of Estimates

The preparation of financial statements in conformity with generally accepted accounting principles 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 those estimates.

Income Taxes

NERACOOS is exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code. As such, no tax provisions have been made in the accompanying financial statements.

NERACOOS has adopted provisions of the FASB ASC *Topic 740-10*. NERACOOS' policy is to evaluate all tax positions on an annual basis in conjunction with the filing of the annual return of organization exempt from income tax. Interest and penalties assessed by income taxing authorities are included in administrative expense. For 2016 and 2015, there were no penalties or interest assessed or paid. NERACOOS files informational returns in the U.S. federal and state jurisdictions.

Reclassifications

Certain prior year amounts have been reclassified to permit comparison with the current year presentation.

New Accounting Pronouncement

In August 2016, the FASB issued ASU No. 2016-14, *Not-for-Profit Entities (Topic 958): Presentation of Financial Statements of Not-for-Profit Entities*, that changes how a not-for-profit organization classifies its net assets, as well as the information it presents in financial statements and notes about its liquidity, financial performance, and cash flows. The ASU requires amended presentation and disclosures to help not-for-profits provide more relevant information about their resources (and the changes in those resources) to donors, grantors, creditors, and other users. The amendments are effective for annual financial statements issued for fiscal years beginning after December 15, 2017. Application to interim financial statements is permitted but not required in the initial year of application. Early application of the amendments is permitted. NERACOOS is assessing the impact of the ASU on its financial statements.

Subsequent Events

For the purpose of recognition and disclosure in the financial statements, management has evaluated subsequent events through January 24, 2017, which is the date the financial statements were available to be issued.

2. Retirement Plan

NERACOOS has a defined contribution retirement plan that contributes 5% of annual salaries for employees meeting certain eligibility requirements. For the years ended September 30, 2016 and 2015, retirement contribution expense was \$10,790 and \$18,179, respectively.

**NORTHEASTERN REGIONAL ASSOCIATION OF
COASTAL OCEAN OBSERVING SYSTEMS**

NOTES TO FINANCIAL STATEMENTS

September 30, 2016 and 2015

3. Contract for Services

In 2015, NERACOOS had a service contract with the Seacoast Science Center for financial management services. The amount paid for the year ended September 30, 2015 was \$25,043. No such contract existed during 2016.

4. Operating Lease

NERACOOS leases office space under a lease expiring in September 2020. Base rent and common area charges are adjusted each year of the lease based on the Consumer Price Index. Lease expense for the years ending September 30, 2016 and 2015 was \$25,592 and \$23,912, respectively.

Future minimum payments under the operating lease are (unadjusted for inflation):

2017	\$ 25,809
2018	25,809
2019	25,809
2020	<u>25,809</u>
	<u>\$103,236</u>

5. Concentrations

At September 30, 2016, 81% of the accounts receivable balance was due from one grantor, and 74% of the accounts payable balance was owed to five subrecipients. For the year ended September 30, 2016, 93% of grant revenue was received from one grantor. At September 30, 2015, 90% of the accounts receivable balance was due from one grantor, and 72% of the accounts payable balance was owed to two subrecipients. For the year ended September 30, 2015, 96% of grant revenue was received from one grantor.

6. Related Parties

All organizations being provided federal awards from NERACOOS are represented on the Board of Directors of NERACOOS. In addition, certain principal investigators of federal grant subawards also serve on the NERACOOS Board of Directors.

**NORTHEASTERN REGIONAL ASSOCIATION OF
COASTAL OCEAN OBSERVING SYSTEMS**

NOTES TO FINANCIAL STATEMENTS

September 30, 2016 and 2015

6. Related Parties (Continued)

The amount of the subawards and accounts payable balance as of September 30, 2016 for which the principal investigator serves on the NERACOOS Board of Directors are as follows:

	<u>Subaward</u>	<u>Accounts Payable</u>
Bedford Institute of Oceanography	\$ 29,866	\$29,866
New Hampshire Department of Environmental Services	2,021	2,021
University of Maine	673,989	76,843
University of New Hampshire	573,924	43,974
University of Rhode Island	62,547	—
Woods Hole Oceanographic Institution	73,900	1,365

The amount of the subawards and accounts payable balance as of September 30, 2015 for which the principal investigator serves on the NERACOOS Board of Directors are as follows:

	<u>Subaward</u>	<u>Accounts Payable</u>
University of Connecticut	\$1,624,819	\$54,933
University of New Hampshire	1,429,811	6,345
University of Rhode Island	386,179	9,726

7. Functional Expenses

Expenses by functional classification at September 30, 2016 and 2015 are as follows:

	<u>Program Service</u>	<u>Management and General</u>	<u>Fundraising</u>	<u>2016 Total</u>
Grant sub-awards	\$2,690,352	\$ —	\$ —	\$2,690,352
Salaries	263,772	76,519	7,862	348,153
Office expense	25,436	22,906	55	48,397
Employee benefits	23,993	5,282	705	29,980
Travel	47,503	—	—	47,503
Outside contract services	—	1,107	—	1,107
Meetings and conferences	22,300	—	—	22,300
Rent	7,678	16,634	1,280	25,592
Payroll taxes	19,714	5,719	588	26,021
Professional fees	—	21,153	—	21,153
Insurance	—	4,353	—	4,353
Professional association fees	5,520	—	—	5,520
	<u>\$3,106,268</u>	<u>\$153,673</u>	<u>\$10,490</u>	<u>\$3,270,431</u>

**NORTHEASTERN REGIONAL ASSOCIATION OF
COASTAL OCEAN OBSERVING SYSTEMS**

NOTES TO FINANCIAL STATEMENTS

September 30, 2016 and 2015

7. Functional Expenses (Continued)

	<u>Program Service</u>	<u>Management and General</u>	<u>Fundraising</u>	<u>2015 Total</u>
Grant sub-awards	\$2,746,013	\$ —	\$ —	\$2,746,013
Salaries	246,338	45,724	11,440	303,502
Office expense	14,859	30,406	61	45,326
Employee benefits	32,398	8,084	1,360	41,842
Travel	39,590	—	—	39,590
Outside contract services	—	25,043	—	25,043
Meetings and conferences	24,445	—	—	24,445
Rent	7,173	15,542	1,196	23,911
Payroll taxes	17,229	3,420	939	21,588
Professional fees	—	20,258	—	20,258
Insurance	—	5,090	—	5,090
Professional association fees	<u>4,985</u>	<u>—</u>	<u>—</u>	<u>4,985</u>
	<u>\$3,133,030</u>	<u>\$153,567</u>	<u>\$14,996</u>	<u>\$3,301,593</u>

**NORTHEASTERN REGIONAL ASSOCIATION OF
COASTAL OCEAN OBSERVING SYSTEMS**

SCHEDULE OF EXPENDITURES OF FEDERAL AWARDS

For the Year Ended September 30, 2016

<u>Federal Grantor/Pass-Through Grantor/Program or Cluster Title</u>	<u>Federal CFDA Number</u>	<u>Pass Through Entity Identifying Number</u>	<u>Passed Through to Subrecipients</u>	<u>Federal Expenditures</u>
Research and Development Cluster: U.S. Department of Commerce: Integrated Ocean Observing System (IOOS): Continued Development of the Northeastern Regional Coastal Ocean Observing System	11.012		\$1,754,032	\$2,223,985
NERACOOS: The Integrated Ocean Observing System for the Northeast Region	11.012		61,679	67,709
Operational Nutrient Observatory for the Northeastern Regional Association of Coastal Ocean Observing Systems	11.012		502,085	509,097
Pass-through University System of New Hampshire: Tracking Ocean Alkalinity Using New Carbon Measurement Technologies (TAACT)	11.012	16-035	—	1,799
Pass-through Woods Hole Oceanographic Institution: Transition of Imaging FlowCytobot to Operational Support for Harmful Algal Bloom Mitigation and Research	11.012	24513700	—	113
Total Integrated Ocean Observing System (IOOS)			2,317,796	2,802,703
Office of Coastal Management: High Resolution Coastal Inundation Modeling and Advancement of Green Infrastructure and Living Shoreline Approaches in the Northeast	11.473		44,106	48,554

**NORTHEASTERN REGIONAL ASSOCIATION OF
COASTAL OCEAN OBSERVING SYSTEMS**

SCHEDULE OF EXPENDITURES OF FEDERAL AWARDS (CONTINUED)

For the Year Ended September 30, 2016

<u>Federal Grantor/Pass-Through Grantor/Program or Cluster Title</u>	<u>Federal CFDA Number</u>	<u>Pass Through Entity Identifying Number</u>	<u>Passed Through to Subrecipients</u>	<u>Federal Expenditures</u>
NOAA Programs for Disaster Relief Appropriations Act – Non-Construction and Construction: Disaster Relief and Mitigation for the Northeastern Regional Association of Coastal Ocean Observing Systems (NERACOOS)	11.483		\$ 24,773	\$ 27,752
Total U.S. Department of Commerce			2,386,675	2,879,009
U.S. Department of Interior: Hurricane Sandy Disaster Relief – Coastal Resiliency Grants: Pass-through: National Fish and Wildlife Foundation: Improving Northeast Coast Storm – Related Data Interpretation and Accessibility	15.153	44212	213,660	225,760
Total Research and Development Expenditures			2,600,335	3,104,769
Total Expenditures of Federal Awards			\$2,600,335	\$3,104,769

See accompanying notes to Schedule of Expenditures of Federal Awards.

**NORTHEASTERN REGIONAL ASSOCIATION OF
COASTAL OCEAN OBSERVING SYSTEMS**

NOTES TO SCHEDULE OF EXPENDITURES OF FEDERAL AWARDS

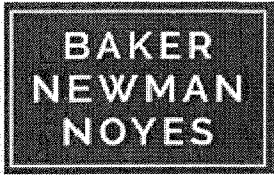
For the Year Ended September 30, 2016

1. Basis of Presentation

The accompanying Schedule of Expenditures of Federal Awards (the Schedule) includes the federal grant activity of NERACOOS under programs of the federal government for the year ended September 30, 2016 and is presented on the accrual basis of accounting. The information in this schedule is presented in accordance with the requirements of Title 2 U.S. Code of Federal Regulations (CFR) Part 200, *Uniform Administrative Requirements, Cost Principles, and Audit Requirements for Federal Awards* (Uniform Guidance). Because the Schedule presents only a selected portion of the operations of NERACOOS, it is not intended to and does not present the financial position, changes in net assets, or cash flows of NERACOOS.

2. Summary of Significant Accounting Policies

Expenditures reported on the Schedule are reported on the accrual basis of accounting. Such expenditures are recognized following the cost principles contained in the Uniform Guidance, wherein certain types of expenditures are not allowable or are limited as to reimbursement. NERACOOS has elected to not use the 10-percent de minimis indirect cost rate as allowed under the Uniform Guidance.



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

To the Board of Directors of
Northeastern Regional Association of Coastal Ocean Observing Systems:

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 Northeastern Regional Association of Coastal Ocean Observing Systems (NERACOOS) as of September 30, 2016, and the related notes to the financial statements, which collectively comprise NERACOOS' basic financial statements, and have issued our report thereon dated January 24, 2017.

Internal Control Over Financial Reporting

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

To the Board of Directors of
Northeastern Regional Association of Coastal Ocean Observing Systems:

Compliance and Other Matters

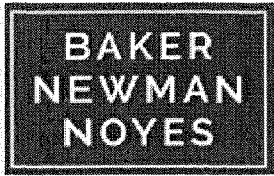
As part of obtaining reasonable assurance about whether NERACOOS' financial statements are free from material misstatement, we performed tests of its compliance with certain provisions of laws, regulations, contracts, and grant agreements, noncompliance with which could have a direct and material effect 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.

Baku Newman & Noyes LLC

Portsmouth, New Hampshire
January 24, 2017



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

To the Board of Directors of
Northeastern Regional Association of Coastal Ocean Observing Systems:

Report on Compliance for Each Major Federal Program

We have audited the Northeastern Regional Association of Coastal Ocean Observing System's (NERACOOS) compliance with the types of compliance requirements described in the *U.S. Office of Management and Budget (OMB) Compliance Supplement* that could have a direct and material effect on each of NERACOOS' major federal programs for the year ended September 30, 2016. NERACOOS' major federal programs are identified in the summary of auditors' results section of the accompanying schedule of findings and questioned costs.

Management's Responsibility

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

Auditors' Responsibility

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

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

Opinion on Each Major Federal Program

In our opinion, NERACOOS complied, in all material respects, with the types of compliance requirements referred to above that could have a direct and material effect on each of its major federal programs for the year ended September 30, 2016.

To the Board of Directors of
Northeastern Regional Association of Coastal Ocean Observing Systems:

Report on Internal Control Over Compliance

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

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

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

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

Baku Newman & Noyes LLC

Portsmouth, New Hampshire
January 24, 2017

**NORTHEASTERN REGIONAL ASSOCIATION OF
COASTAL OCEAN OBSERVING SYSTEMS**

SCHEDULE OF FINDINGS AND QUESTIONED COSTS

For the Year Ended September 30, 2016

Section I - Summary of Auditors' Results

Financial Statements

Type of auditors' report issued: *Unmodified*

Internal control over financial reporting:

Material weaknesses identified? ☐ Yes ☒ No

Significant deficiency(ies) identified that are not considered to be material weaknesses? ☐ Yes ☒ None reported

Noncompliance material to financial statements noted? ☐ Yes ☒ No

Federal Awards

Internal control over major programs:

Material weakness(es) identified? ☐ Yes ☒ No

Significant deficiency(ies) identified that are not considered to be material weaknesses? ☐ Yes ☒ None reported

Type of auditors' report issued on compliance for major programs: *Unmodified*

Any audit findings disclosed that are required to be reported in accordance with Section 2 CFR 200.516(a)? ☐ Yes ☒ No

Identification of major programs

<u>CFDA Number</u>	<u>Name of Federal Program or Cluster</u>
11.012, 11.473, 14.483, 15.153	Coastal Ocean Observing – research and development cluster

Dollar threshold used to distinguish between type A and type B programs: \$750,000

Auditee qualified as low-risk auditee: ☒ Yes ☐ No

Section II – Financial Statement Findings

None.

Section III – Findings and Questioned Costs for Federal Awards

None.

**NORTHEASTERN REGIONAL ASSOCIATION OF
COASTAL OCEAN OBSERVING SYSTEMS**

SUMMARY SCHEDULE OF PRIOR AUDIT FINDINGS

For the Year Ended September 30, 2016

There were no reported findings from the prior year.