
**WEST VIRGINIA DEPARTMENT OF TRANSPORTATION,
DIVISION OF HIGHWAYS**

**REPORT TO JOINT COMMITTEE ON GOVERNMENT AND FINANCE
WEST VIRGINIA LEGISLATURE**

AND

**MANAGEMENT OF THE
WEST VIRGINIA DEPARTMENT OF TRANSPORTATION
DIVISION OF HIGHWAYS**

OCTOBER 15, 2024



A Professional Limited Liability Company

October 15, 2024

Joint Committee on Government and Finance
West Virginia Legislature
Charleston, West Virginia

and

Management of the West Virginia Department of Transportation
Division of Highways
Charleston, West Virginia

We are pleased to present this report related to our audit of the financial statements of the West Virginia Department of Transportation, Division of Highways (the Division) for the year ended June 30, 2024. This report summarizes certain matters required by professional standards to be communicated to you in your oversight responsibility for the Division's financial reporting processes.

This report is intended solely for the information and use of the Joint Committee on Government and Finance 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 be of service.



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Required Communications

Professional standards require the auditor to communicate certain matters to keep those charged with governance adequately informed about matters related to the financial statement audit that are, in our professional judgment, significant and relevant to the responsibilities of those charged with governance in overseeing the financial reporting process. The following summarizes these communications.

Area	Comments
Auditor's Responsibility Under Professional Standards	<p>We have audited the financial statements of the governmental activities and each major fund of the Division for the year ended June 30, 2024. Professional standards require that we provide you with information about our responsibilities under generally accepted auditing standards and <i>Government Auditing Standards</i>, as well as certain information related to the planned scope and timing of our audit. We have communicated such information in our letter to you dated August 12, 2024.</p>
Qualitative Aspects of Accounting Practices	<p>Adoption of, or Change in, Accounting Policies</p> <p>Management is responsible for the selection and use of appropriate accounting policies. The significant accounting policies used by the Division are described in Note 1 to the financial statements. During 2024, the Division implemented portions of Governmental Auditing Standards Board (GASB) Statement No. 99, <i>Omnibus 2022</i> and GASB Statement No. 100 <i>Accounting Changes and Error Corrections – an Amendment of GASB Statement No. 62</i>. The adoption of these standards did not have a material impact on the financial statements. The application of existing policies was not changed during the year ended June 30, 2024. We noted no transactions entered into by the Division during the year for which there is a lack of authoritative guidance or consensus. All significant transactions have been recognized in the financial statements in the proper period.</p>

Area	Comments
	<p>Management's Judgments and Accounting Estimates</p> <p>Accounting estimates are an integral part of the financial statements prepared by management and are based on management's knowledge and experience about past and current events and assumptions about future events. Certain accounting estimates are particularly sensitive because of their significance to the financial statements and because of the possibility that future events affecting them may differ significantly from those expected. The most sensitive estimates affecting the Division's financial statements are summarized in the attached <i>Summary of Accounting Estimates</i>.</p> <p>Financial Statement Disclosures</p> <p>The financial statement disclosures are neutral, consistent, and clear.</p> <p>We encountered no significant difficulties in dealing with management in performing and completing our audit.</p> <p>Professional standards require us to accumulate all known and likely misstatements identified during the audit, other than those that are trivial, and communicate them to the appropriate level of management. See the attached <i>Summary of Recorded Audit Adjustments</i> and <i>Summary of Uncorrected Misstatements</i>.</p> <p>For purposes of this letter, a disagreement with management is a disagreement on a financial accounting, reporting, or auditing matter, whether or not resolved to our satisfaction, that could be significant to the financial statements or the auditor's report. We are pleased to report that no such disagreements arose during the course of our audit.</p> <p>We have requested certain representations from management that are included in the management representation letter dated October 15, 2024.</p> <p>In some cases, management may decide to consult with other accountants about auditing and accounting matters, similar to obtaining a "second opinion" on certain situations. If a consultation involves application of an accounting principle to the Division's financial statements or a determination of the type of auditor's opinion that may be expressed on those statements, our professional standards require the consulting accountant to check with us to determine that the consultant has all the relevant facts. To our knowledge, there were no such consultations with other accountants.</p>
Difficulties Encountered in Performing the Audit	
Corrected and Uncorrected Misstatements	
Disagreements with Management	
Management Representations	
Management Consultations with Other Independent Accountants	

Area	Comments
Other Audit Findings or Issues	We generally discuss a variety of matters, including the application of accounting principles and auditing standards, with management each year prior to retention as the Division's auditors. However, these discussions occurred in the normal course of our professional relationship and our responses were not a condition to our retention.
Communication Regarding Material Weaknesses and Significant Deficiencies	See attached <i>Communication Regarding Material Weaknesses and Significant Deficiencies</i> .
Certain Written Communications Between Management and Our Firm	Copies of certain written communications between our firm and the management of the Division are attached as Exhibits.
Required Supplementary Information	We applied certain limited procedures to Management's Discussion and Analysis, Schedule of Proportionate Share of the Net Pension Liability (Asset), Schedule of Pension Contributions, Schedule of Proportionate Share of the Net OPEB Liability (Asset), Schedule of OPEB Contributions, and the related Notes to Required Supplementary Information, which are required supplementary information (RSI) that supplement the basic financial statements. Our procedures consisted of inquiries of management regarding 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 did not audit the RSI and do not express an opinion or provide any assurance on the RSI.

West Virginia Department of Transportation
Division of Highways
Summary of Accounting Estimates
Year Ended June 30, 2024

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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 Division's June 30, 2024 financial statements:

Area	Accounting Policy	Estimation Process	Comments
Depreciation of capital assets	Straight – line method	Based upon cost, or, estimated historical cost. Depreciation is calculated using the straight-line method over the estimated useful life. Annually, management reviews capital assets for impairment.	We concur with this process.
Valuation of receivables	Net realizable value	Based upon review of net amounts of anticipated collections, established grants, contracts, and loans and historical collection information.	We concur with this process.
Compensated absences	Estimated	Based upon management's calculation of the ultimate liability to be paid.	We concur with this process.
Other postemployment benefit liability/asset	Estimated	Based upon third-party report of the proportionate share of the actuarially determined OPEB liability/asset of the RHBT plan.	We concur with this process.
Net pension liability/asset	Estimated	Based upon third-party report of the proportionate share of the actuarially determined net pension liability/asset of the PERS plan.	We concur with this process.
Claims and judgments	Estimated	Based upon the legal department's calculation of anticipated environmental and legal liabilities relating to circumstances present at the end of the fiscal year.	We concur with this process.
Inventory	Weighted average cost	Based on weighted average cost generally using the consumption method.	We concur with this process.
Lease liability and lease asset	Present value	Based on the present value of lease payments expected to be made during the lease term (less any incentives) with consideration for any payments made at or before commencement and certain direct costs.	We concur with this process.

West Virginia Department of Transportation
Division of Highways
Summary of Recorded Audit Adjustments
Year Ended June 30, 2024

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During the course of an audit, we accumulate adjustments that are determined by management to be material to the financial statements and to the related financial statement disclosures, or management otherwise determines are appropriate to make. Following is a summary of the adjustments made to the original trial balance we received.

<u>Account</u>	<u>Description</u>	<u>Debit</u>	<u>Credit</u>
<u>Government Wide Journal Entries</u>			
Adjusting Journal Entries JE # 1			
To adjust paving credits unearned revenue at the government wide level.			
4350	CA Other Program Revenue	715,766.00	-
2900	CA Unavailable Revenue - Paving Credits	-	715,766.00
Total		715,766.00	715,766.00
<u>Fund Level Journal Entries</u>			
Adjusting Journal Entries JE # 2			
To adjust taxes receivable to actual at year-end.			
9017.4001	9017SRFG-ACCRUAL Taxes - Automobile privilege	1,071,522.00	-
9017.4150	9017SRFG-ACCRUAL Motor vehicle registrations and licenses	413,334.00	-
9017.4151	9017SRFG-ACCRUAL Special fees and permits	5,530.00	-
9007.DMV	9017SRFG-ACCRUAL DMV Expenses	-	1,490,386.00
Total		1,490,386.00	1,490,386.00
Adjusting Journal Entries JE # 3			
To record due from Parkways relating to paving credits.			
9017.1720	9017SRFG-ACCRUAL 9017SRFG-ACCRUAL DUE FROM OTHER STATE AGENCIES	715,766.00	-
9017.2900	9017SRFG-ACCRUAL 9017SRFG-ACCRUAL Unavailable Revenue – Paving Cred	715,766.00	-
9017.1600	9017SRFG-ACCRUAL 9017SRFG-ACCRUAL Paving Credits	-	715,766.00
9017.4350	9017SRFG-ACCRUAL Miscellaneous revenues	-	715,766.00
Total		1,431,532.00	1,431,532.00
Adjusting Journal Entries JE # 4			
To adjust FEMA unearned revenue.			
	9017SRFG-ACCRUAL 9017SRFG-ACCRUAL UNEARNED		
9017.2542	REVENUE- FEMA	1,049,701.00	-
9017.4202	9017SRFG-ACCRUAL Federal Aid - Other federal aid programs	-	1,049,701.00
Total		1,049,701.00	1,049,701.00

West Virginia Department of Transportation
Division of Highways
Summary of Uncorrected Misstatements
Year Ended June 30, 2024

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During the course of an audit, we accumulate uncorrected misstatements that are determined by management to be immaterial, both individually and in the aggregate, to the financial statements and to the related financial statement disclosures. Following is a summary of those differences.

<u>Account</u>	<u>Description</u>	<u>Debit</u>	<u>Credit</u>
<u>Government Wide Journal Entries</u>			
Proposed JE # 1			
To adjust fixed assets to actual after accruing for additional accounts payable invoices.			
1996	CA INFRASTRUCTURE ROADS - WIP	1,805,482.00	-
5601	CA INFRASTRUCTURE EXPENSE - APPALACHIAN	-	1,805,482.00
Total		1,805,482.00	1,805,482.00

Fund Level Journal Entries

Proposed JE # 2			
To adjust accounts payable balances on the fund level.			
9017.5000	9017SRFG-ACCRUAL 23700 Road Maintenance	1,520,536.00	-
9035-8200	9035RTP2019 CONTRACTOR PAYMENTS	284,947.00	-
	9017SRFG-ACCRUAL 9017SRFG-ACCRUAL ACCRUED		
9017.2501	INVOICES PAYABLE - DOH	-	1,520,536.00
9035-2535	9035RTP2019 ACCRUED INVOICES	-	284,947.00
Total		1,805,483.00	1,805,483.00

**COMMUNICATION REGARDING MATERIAL WEAKNESSES
AND SIGNIFICANT DEFICIENCIES**

October 15, 2024

Joint Committee on Government and Finance
West Virginia Legislature
Charleston, West Virginia

and

Management of the
West Virginia Department of Transportation
Division of Highways
Charleston, West Virginia

In planning and performing our audit of the financial statements of the governmental activities and each major fund of the West Virginia Department of Transportation, Division of Highways (the Division) as of and for the year ended June 30, 2024, in accordance with auditing standards generally accepted in the United States of America, we considered the Division's internal control over financial reporting (internal control) as a basis for designing 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 Division's internal control. Accordingly, we do not express an opinion on the effectiveness of the Division's internal control.

Our consideration of internal control was for the limited purpose described in the preceding paragraph and was not designed to identify all deficiencies in internal control that might be material weaknesses or significant deficiencies and therefore material weaknesses or significant deficiencies may exist that were not identified. However, as discussed below, we identified certain deficiencies in internal control that we consider to be material weaknesses and other deficiencies that we consider to be significant deficiencies.

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. We consider the following deficiencies in internal control to be material weaknesses:

The Virginia Center
1411 Virginia Street, East
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Land

The Division was unable to provide a complete record of all land that they own. As a result, the Division may have land that has not been identified or properly recorded.

We recommend that the Division comply with the West Virginia Department of Transportation, Division of Highways' Right of Way Manual by maintaining and actively managing an accurate and complete database record of all real estate, except rights of way, owned by the Division to ensure that all land is accurately recorded in accordance with generally accepted accounting principles (GAAP).

Information System Governance

Several information technology applications directly support the financial statements of the Division. The following internal control issues were identified:

- Programmers have access to production programs in the REMIS application. This access grants the programmers the same rights as a business user of the application, allowing access to data and transactional authority.
- Management did not perform a periodic, documented review of user access for the Hub and wvOASIS.
- Management did not perform a periodic, documented review of administrator access to the REMIS application.
- Terminated employees are not removed timely from the Hub, REMIS, TIMEi, and wvOASIS applications. Additionally, terminated employees were not removed timely from the network.
- Terminated employees are not communicated timely to wvOASIS, REMIS, Hub, TIMEi, or the West Virginia Office of Technology (WVOT) administrators.
- The Division does not have procedures in place to document their review and utilization of the wvOASIS SOC report. The Division does not have the complementary user entity controls outlined in the wvOASIS SOC report in place.
- The Division does not have procedures in place to perform continuous vendor monitoring of the West Virginia Office of Technology.
- The Division does not have a contract with the third party hosting and performing programming interfaces for the Hub. Additionally, a SOC report is not available.

We recommend the following:

- The Division should remove programmer access from production applications and develop policies and procedures regarding programmer access. If this access is necessary, mitigating controls such as monitoring of programmer access and activities within the production application should be performed and documented.
- The Division should establish policies and procedures to create a documented, periodic review of user account management. These policies and procedures should address network, division owned applications, and WV Enterprise Resource Planning (ERP) Board applications.
- The Division should implement a process to review system administrator activity for Division owned applications. Since manual reviews are typically inefficient and susceptible to human error, the process should be automated to the fullest extent technically feasible.
- The Division should create and implement procedures to identify and communicate terminated employees to application administrators and third parties on a timely basis.
- The Division should document their annual review of SOC reports received and determine that the appropriate complementary user entity controls are in place. These controls are vital to achieving the control objectives and are the responsibility of the Division to design and implement.
- The Division should create policies and procedures to perform continuous monitoring of the West Virginia Office of Technology. These monitoring procedures may include, but are not limited to, review of annual SOC reports, contract review, and review of disaster recovery systems and business continuity planning in order to determine if the network will support the Division's recovery point objective and recovery time objectives.
- The Division should have contracts in place with third parties for the Hub and any other material applications which are hosted and/or by third party providers. The contracts should specify the responsibilities of the third party as well as the Division. Material applications hosted by a third party provider should have an annual SOC report or the Division should perform their own audit of the third party.

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. We consider the following deficiencies in internal control to be significant deficiencies:

Capital Assets

The Division failed to capitalize \$6.4 million of construction in progress in the prior year financial statements. Additionally, \$25.4 million of maintenance expenses were improperly capitalized to construction in progress in the prior year financial statements. These errors were a result of reporting issues with the project tracking system, Hub. The errors resulted in prior year capital assets being overstated \$19.0 million and government-wide expenses being understated by \$19.0 million.

We recommend that the Division evaluate the supervisory review procedures over recording and reconciling construction in progress. In addition, we recommend the Division implement policies to ensure that projects are treated consistently in the Hub. We also recommend that the Division reconcile reports generated from Hub on a monthly basis in order to ensure that all construction costs and maintenance costs are being classified correctly on the Hub reports.

Additionally, during our audit we became aware of the following deficiencies in internal control other than significant deficiencies or material weaknesses and other matters that are opportunities for strengthening internal control and operating efficiency. This letter does not affect our report dated October 15, 2024, on the financial statements of the Division.

Travel Expenses

In accordance with West Virginia Department of Transportation (WVDOT) Administrative Procedures policy regarding travel regulations, the State Auditor's Office is required to approve an employee's travel expense settlement form within fifteen days of travel. For two out of five employee's travel expenses selected, expense reports were not completed and sent for approval by the State Auditor's Office within fifteen days.

We recommend that the Division follow the established policies related to travel to ensure that all travel expenses are properly and timely approved.

Consulting Contracts

WV Code §157-1-7.2.a requires that consulting contracts using Federal funds must be approved by the Commissioner or designee. During our testing of consulting contracts, one of the twenty-two contracts selected for testing was not approved by the Commissioner. The Division does not appear to be in compliance with State Code regarding contracts being approved by the Commissioner.

We recommend that management ensure each consulting contract is approved by the Commissioner or designee and documentation of such approval be retained in order to be in compliance with State Code.

Purchasing Cards

Employees are required to have purchasing card transactions approved prior to payment. For fifteen of the twenty-five transactions selected for testing, approval was not obtained before payment. In addition, for one transaction selected for testing, the purchasing card checklist was not approved by the purchasing card subcoordinator.

We recommend management communicate to all departments the proper procedures regarding purchasing card transactions so that all employees are aware of the policy. We recommend that management follow up on any items that are not approved and ensure that items are being approved before payment.

Right of Way Leases

WV Code §157-2-7.3 states: "Appraisal - Rentals shall be based on a written approval and determination of fair rental value approved by the Commissioner of Highways or his or her designee." For one of the twenty-five leases selected for testing, the lessee was under billed based on the updated appraisal. Additionally, the Division invoiced a lessee for a lease subsequent to the lease being terminated. Furthermore, it was noted that the AR Master ROW Lease spreadsheet was not adequately updated resulting in incorrect termination dates and monthly lease amounts.

We recommend that management ensure that all lessees are being billed at the agreed upon amount based on the fair rental value. Additionally, we recommend that the AR Master ROW Lease spreadsheet be updated timely for all active and terminated leases to ensure that active leases are being billed timely and terminated leases are not billed.

Inventory

For one of the fifty items selected for our inventory price testing, the Division was unable to provide documentation supporting the unit's value. The inventory values appeared to be reasonable, thus any impact on the financial statements should be minimal.

We recommend that record retention policies be put in place to ensure that records are properly maintained. We also recommend that the Division periodically assess inventory to ensure that old inventory items still on the books are not impaired and are recorded at a reasonable value.

Internal Audit - Peer Review

Based on discussions with the internal audit section of the Division, they have not been subject to a peer review since February 2015 for the fiscal year ended June 30, 2014. Although the Division is not required under Government Auditing Standards (GAS) to have an independent peer review, it is a best practice to have a peer review performed at least once every three years.

We recommend that the internal audit department review their internal tracking systems and request that a new peer review be performed during fiscal year 2025.

Federal Emergency Management Agency (FEMA) Receivables and Unearned Revenue

During our testing of FEMA receivables, the FEMA unbilled amount per the support did not agree to underlying spreadsheets. The receivable balance calculated by the client appears correct, but the balance per REMIS was incorrect due to REMIS using the incorrect federal percentage to calculate the unbilled receivable. Additionally, there were formula errors in the spreadsheet prepared by management to calculate the FEMA unbilled receivable and unearned revenue balances resulting in necessary adjustments in order to ensure balances were reasonably stated at year-end.

Due to the transition of balances from REMIS to OASIS effective July 1, 2024, we recommend that management work to ensure historical data in REMIS, that will be used to transition balances from REMIS to OASIS for financial reporting purposes, is accurate. Additionally, we recommend that management review manual spreadsheets used to calculate the FEMA unbilled receivable and unearned revenue balances and ensure formulas and inputs are accurate.

Capital Asset Additions and Disposals

During our testing of capital asset additions and disposals, there were two additions and one disposal that were recorded in the improper period.

We recommend that management reconcile capital asset accounting records with capital assets recorded in wvOASIS at least annually. This reconciliation process should ensure that all capital assets are properly recorded in wvOASIS when purchased and removed from wvOASIS when disposed of.

Cut-off Issues

During testing of construction in progress, it was noted that there were various cut-off issues. Additions to capital assets recorded in the current fiscal year should have been recorded in capital assets and accounts payable in the previous fiscal year.

We recommend that management closely review invoices received subsequent to year-end to ensure that invoices are recorded in the correct fiscal year. If the invoice was for construction prior to year-end, the invoice should be recorded in accounts payable at year-end.

Receipting

Three out of the twenty-five deposits tested did not comply with the twenty-four hour timing rule for depositing after receiving.

We recommend that management put the resources in place in order to ensure that all deposits are deposited timely.

State Road Fund Budget

The State Road Fund budget entered into wvOASIS had several errors resulting in the budget per wvOASIS not agreeing to the final budget. These errors were due to amounts being incorrectly entered into the wvOASIS Budget Development module.

We recommend that management review the budgetary information to ensure that budgeted amounts are recorded accurately in wvOASIS. This will allow budget to actual comparisons to be accurate and any fluctuations to be better analyzed.

Segregation of Duties - Information Technology

Programmers have access to production programs in the REMIS application. This access grants the programmers the same rights as a business user of the application, allowing access to data and transactional authority. Programmer access to test and production environment may allow unauthorized changes to go undetected.

We recommend that the Division remove programmer access from production applications and develop policies and procedures regarding programmer access. If this access is necessary, mitigating controls such as monitoring of programmer access and activities within the production application should be performed and documented.

User Access Reviews

Management did not perform a periodic, documented review of user access for the Hub, wvOASIS, and REMIS. An independent review allows for detection of intentional or accidental mistakes made during the maintenance process.

We recommend that the Division establish policies and procedures to create a documented, periodic review of user account management. These policies and procedures should address network, division owned applications, and WV Enterprise Resource Planning (ERP) Board applications. The review should be performed by someone independent of the maintenance function.

Administrator Access Review

Management did not perform a periodic, documented review of administrator access changes to the REMIS application. Prompt review of administrator activity and security group access reports will allow for possible detection of intentional or accidental mistakes made during the maintenance process.

The Division should implement a process to review system administrator activity for Division owned applications. Since manual reviews are typically inefficient and susceptible to human error, the process should be automated to the fullest extent technically feasible.

Terminated Employees

Terminated employees are not removed timely from the Hub, REMIS, Timei, and wvOASIS applications. Additionally, terminated employees were not removed timely from the network. It appears that the cause for untimely removal is because terminated employees are not communicated timely to wvOASIS, REMIS, Hub, TIMEi, or the West Virginia Office of Technology (WVOT) administrators. Unused or unnecessary user accounts increase the risk of unauthorized access to the system.

The Division should create and implement procedures to identify and communicate terminated employees to application administrators and third parties on a timely basis.

Vendor Management - System and Organization Controls (SOC) Report

The Division does not have written procedures in place to document their review and utilization of the wvOASIS SOC report. Additionally, complementary user entity controls are not in place at the Division. SOC reports can be used to inform the Division if there are significant control weaknesses at wvOASIS. The report also includes control considerations that should be made at the Division to in order for the wvOASIS controls to operate correctly.

We recommend that the Division document their annual review of SOC reports received and determine that the appropriate complementary user entity controls are in place. These controls are vital to achieving the control objectives and are the responsibility of the Division to design and implement.

Vendor Management - Continuous Monitoring

The Division does not have procedures in place to perform continuous vendor monitoring of the West Virginia Office of Technology. Conducting independent reviews of the vendor enables Division management to assess whether the product aligns with the Division's strategy and effectively manages risk posed by third-party relationships.

The Division should create policies and procedures to perform continuous monitoring of the West Virginia Office of Technology. These monitoring procedures may include, but are not limited to, review of annual SOC reports, contract review, and review of disaster recovery systems and business continuity planning in order to determine if the network will support the Division's recovery point objective and recovery time objectives.

Vendor Management - Contracts

The Division does not have a contract with the third party hosting and performing programming interfaces for the Hub. Additionally, a SOC report is not available. Assigning clear roles and responsibilities for Division owned applications is an essential component for risk management and operations. Proper documentation and reporting facilitates oversight, accountability, monitoring, and risk management associated with third-party relationships.

The Division should have contracts in place with third parties for the Hub and any other material applications which are hosted and/or interfaced by third party providers. The contracts should specify the responsibilities of the third party as well as the Division. Material applications hosted by a third party provider should have an annual SOC report or the Division should perform their own audit of the third party.

Password Parameters

The current password for the Hub cannot be reused once expired; however, a user does have the ability to perform an additional reset to change it back to their previous password. The ability to reuse a password is a security issue. There is some mitigation of this due to the two-factor authentication (2FA) requirement; however, email is allowed under the 2FA requirement and if the user's password has been compromised due to reuse it is likely the email password is compromised as well. The longer the same password is used for a particular account, the greater the chance that an attacker will be able to determine the password through brute force attacks. If users are required to change their password, but nothing prevents them from using the old password or continually reusing a small number of passwords, the effectiveness of a good password policy is greatly reduced.

We recommend that the Division configure minimum password age so that passwords may not be changed immediately. Enforce password history should be set at the level that combines a reasonable maximum password age with a reasonable password change interval requirement for users.

* * * * *

We will review the status of these comments during our next audit engagement. We have already discussed these comments and suggestions with various Division personnel, and we will be pleased to discuss them in further detail at your convenience, to perform any additional study of these matters, or to assist you in implementing the recommendations.

This communication is intended solely for the information and use of management, the Joint Committee of Government and Finance, and others within the Division, and is not intended to be, and should not be, used by anyone other than these specified parties.



Suttle & Stalnaker, PLLC
Charleston, West Virginia

Certain Written Communications between Management and Our Firm

Engagement Letter

Management Representation Letter

ENGAGEMENT LETTER

August 12, 2024

Carla P. Rotsch, WVDOT - Business Manager
West Virginia Division of Highways
Charleston, West Virginia

We are pleased to confirm our understanding of the services we are to provide the West Virginia Legislative Joint Committee on Government and Finance with respect to the West Virginia Division of Highways (the Division) for the year ended June 30, 2024 as well as additional services related to your Annual Comprehensive Financial Report.

Audit Scope and Objectives

We will audit the financial statements of the governmental activities and each major fund, and the disclosures, which collectively comprise the basic financial statements of the Division as of and for the year ended June 30, 2024. Accounting standards generally accepted in the United States of America (GAAP) provide for certain required supplementary information (RSI), such as management's discussion and analysis (MD&A), to supplement the Division's 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. As part of our engagement, we will apply certain limited procedures to the Division's RSI in accordance with auditing standards generally accepted in the United States of America (GAAS). These limited procedures will consist of inquiries of management regarding 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 will not express an opinion or provide any assurance on the information because the limited procedures do not provide us with sufficient appropriate evidence to express an opinion or provide any assurance. The following RSI is required by GAAP and will be subjected to certain limited procedures, but will not be audited:

- 1) Management's Discussion and Analysis
- 2) Schedule of Proportionate Share of the Net Pension Liability (Asset)
- 3) Schedule of Pension Contributions
- 4) Schedule of Proportionate Share of the Net OPEB Liability (Asset)
- 5) Schedule of OPEB Contributions
- 6) Notes to Required Supplementary Information

The Virginia Center
1411 Virginia Street, East
Suite 100
Charleston, WV 25301

MAIN (304) 343-4126
FAX (304) 343-8008

The Rivers Office Park
200 Star Avenue
Suite 220
Parkersburg, WV 26101

MAIN (304) 485-6584
FAX (304) 485-0971

Suncrest Towne Centre
453 Suncrest Towne Centre Drive
Suite 201
Morgantown, WV 26505

MAIN (304) 554-3371
FAX (304) 554-3410

The Somerville Building
501 5th Avenue
Suite 1
Huntington, WV 25701

MAIN (304) 525-0301
FAX (304) 522-1569

We understand that you also plan to issue an Annual Comprehensive Financial Report and the audited financial statements will be included as part of the Annual Comprehensive Financial Report, which will also include an introductory section and various statistical tables. Such information, which does not constitute RSI, will not be subjected to the auditing procedures applied in our audit of the financial statements, and our auditor's report will not provide an opinion or any assurance on that other information.

The objectives of our audit are to obtain reasonable assurance as to whether the financial statements as a whole are free from material misstatement, whether due to fraud or error; issue an auditor's report that includes our opinion about whether your financial statements are fairly presented, in all material respects, in conformity with GAAP; and report on the fairness of the supplementary information referred to in the second paragraph when considered in relation to the financial statements as a whole. Reasonable assurance is a high level of assurance but is not absolute assurance and therefore is not a guarantee that an audit conducted in accordance with GAAS and *Government Auditing Standards* will always detect a material misstatement when it exists. Misstatements, including omissions, can arise from fraud or error and are considered material if there is a substantial likelihood that, individually or in the aggregate, they would influence the judgment of a reasonable user made based on the financial statements.

The objectives also include reporting on internal control over financial reporting and compliance with provisions of laws, regulations, contracts, and award agreements, noncompliance with which could have a material effect on the financial statements in accordance with *Government Auditing Standards*.

Auditor's Responsibilities for the Audit of the Financial Statements

We will conduct our audit in accordance with GAAS and the standards for financial audits contained in *Government Auditing Standards*, issued by the Comptroller General of the United States, and will include tests of your accounting records of the Division and other procedures we consider necessary to enable us to express such opinions. As part of an audit in accordance with GAAS and *Government Auditing Standards*, we exercise professional judgment and maintain professional skepticism throughout the audit.

We will evaluate the appropriateness of accounting policies used and the reasonableness of significant accounting estimates made by management. We will also evaluate the overall presentation of the financial statements, including the disclosures, and determine whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation. We will plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement, whether from (1) errors, (2) fraudulent financial reporting, (3) misappropriation of assets, or (4) violations of laws or governmental regulations that are attributable to the government or to acts by management or employees acting on behalf of the government. Because the determination of waste and abuse is subjective, *Government Auditing Standards* do not expect auditors to perform specific procedures to detect waste or abuse in financial audits nor do they expect auditors to provide reasonable assurance of detecting waste or abuse.

Because of the inherent limitations of an audit, combined with the inherent limitations of internal control, and because we will not perform a detailed examination of all transactions, there is an unavoidable risk that some material misstatements may not be detected by us, even though the audit is properly planned and performed in accordance with GAAS and *Government Auditing Standards*. In addition, an audit is not designed to detect immaterial misstatements or violations of laws or governmental regulations that do not have a direct and material effect on the financial statements. However, we will inform the appropriate level of management of any material errors, fraudulent financial reporting, or misappropriation of assets that comes to our attention. We will also inform the appropriate level of management of any violations of laws or governmental regulations that come to our attention, unless clearly inconsequential. Our responsibility as auditors is limited to the period covered by our audit and does not extend to any later periods for which we are not engaged as auditors.

We will also conclude, based on the audit evidence obtained, whether there are conditions or events, considered in the aggregate, that raise substantial doubt about the government's ability to continue as a going concern for a reasonable period of time.

Our procedures will include tests of documentary evidence supporting the transactions recorded in the accounts, tests of the physical existence of inventories, and direct confirmation of receivables and certain assets and liabilities by correspondence with selected customers, creditors, and financial institutions. We plan to use the work of internal audit of the Division to assist us in obtaining audit evidence for inventory balances. We will also request written representations from your attorneys as part of the engagement and they may bill you for responding to this inquiry.

We may, from time to time and depending on the circumstances, use third-party service providers in serving your account. We may share confidential information about you with these service providers but remain committed to maintaining the confidentiality and security of your information. Accordingly, we maintain internal policies, procedures, and safeguards to protect the confidentiality of your personal information. In addition, we will secure confidentiality agreements with all service providers to maintain the confidentiality of your information and we will take reasonable precautions to determine that they have appropriate procedures in place to prevent the unauthorized release of your confidential information to others. In the event that we are unable to secure an appropriate confidentiality agreement, you will be asked to provide your consent prior to the sharing of your confidential information with the third-party service provider. Furthermore, we will remain responsible for the work provided by any such third-party service providers.

Audit Procedures—Internal Control

We will obtain an understanding of the government and its environment, including the system of internal control, sufficient to identify and assess the risks of material misstatement of the financial statements, whether due to error or fraud, and to design and perform audit procedures responsive to those risks and obtain evidence that is sufficient and appropriate to provide a basis for our opinions. Tests of controls may be performed to test the effectiveness of certain controls that we consider relevant to preventing and detecting errors and fraud that are material to the financial statements and to preventing and detecting misstatements resulting from illegal acts and other noncompliance matters that have a direct and material effect on the financial statements. Our tests, if performed, will be less in scope than would be necessary to render an opinion on internal control and, accordingly, no opinion will be expressed in our report on internal control issued pursuant to *Government Auditing Standards*. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentation, or the override of internal control. An audit is not designed to provide assurance on internal control or to identify significant deficiencies or material weaknesses. Accordingly, we will express no such opinion. However, during the audit, we will communicate to management and those charged with governance internal control related matters that are required to be communicated under AICPA professional standards and *Government Auditing Standards*.

We have advised you of the limitations of our audit regarding the detection of fraud and the possible effect on the financial statements (including misappropriation of cash or other assets). We are available to perform, as a separate engagement, extended procedures specifically designed to detect fraud; however, you have declined to engage us to do so at this time.

As this engagement is not designed to be a fraud audit, management understands and accepts the inherent limitations of the audit services described in this agreement.

Audit Procedures—Compliance

As part of obtaining reasonable assurance about whether the financial statements are free of material misstatement, we will perform tests of the Division's compliance with the provisions of applicable laws, regulations, contracts, agreements, and grants. However, the objective of our audit will not be to provide an opinion on overall compliance and we will not express such an opinion in our report on compliance issued pursuant to *Government Auditing Standards*.

Responsibilities of Management for the Financial Statements

Our audit will be conducted on the basis that you acknowledge and understand your responsibility for designing, implementing, establishing, and maintaining effective internal controls relevant to the preparation and fair presentation of financial statements that are free from material misstatement, whether due to fraud or error, and for evaluating and monitoring ongoing activities to help ensure that appropriate goals and objectives are met; following laws and regulations; and ensuring that management and financial information is reliable and properly reported. Management is also responsible for implementing systems designed to achieve compliance with applicable laws, regulations, contracts, and grant agreements. You are also responsible for the selection and application of accounting principles, for the preparation and fair presentation of the financial statements and all accompanying information in conformity with accounting principles generally accepted in the United States of America, and for compliance with applicable laws and regulations and the provisions of contracts and grant agreements.

Management is responsible for making drafts of financial statements, all financial records, and related information available to us; for the accuracy and completeness of that information (including information from outside of the general and subsidiary ledgers); and for the evaluation of whether there are any conditions or events, considered in the aggregate, that raise substantial doubt about the government's ability to continue as a going concern for the 12 months after the financial statements date or shortly thereafter (for example, within an additional three months if currently known). You are also responsible for providing us with (1) access to all information of which you are aware that is relevant to the preparation and fair presentation of the financial statements, such as records, documentation, identification of all related parties and all related-party relationships and transactions, and other matters; (2) additional information that we may request for the purpose of the audit; and (3) unrestricted access to persons within the government from whom we determine it necessary to obtain audit evidence. At the conclusion of our audit, we will require certain written representations from you about your responsibilities for the financial statements; compliance with laws, regulations, contracts, and grant agreements; and other responsibilities required by GAAS and *Government Auditing Standards*.

Your responsibilities include adjusting the financial statements to correct material misstatements and for confirming to us in the written representation letter that the effects of any uncorrected misstatements aggregated by us during the current engagement and pertaining to the latest period presented are immaterial, both individually and in the aggregate, to the financial statements of each opinion unit taken as a whole.

You are responsible for the design and implementation of programs and controls to prevent and detect fraud, and for informing us about all known or suspected fraud affecting the government involving (1) management, (2) employees who have significant roles in internal control, and (3) others where the fraud could have a material effect on the financial statements. Your responsibilities include informing us of your knowledge of any allegations of fraud or suspected fraud affecting the government received in communications from employees, former employees, grantors, regulators, or others. In addition, you are responsible for identifying and ensuring that the government complies with applicable laws, regulations, contracts, agreements, and grants and for taking timely and appropriate steps to remedy fraud and noncompliance with provisions of laws, regulations, or contracts or grant agreements that we report.

With regard to including the auditor's report in an exempt offering document, you agree that the aforementioned auditor's report, or reference to Suttle & Stalnaker, PLLC, will not be included in any such offering document without our prior permission or consent. Any agreement to perform work in connection with an exempt offering document, including an agreement to provide permission or consent, will be a separate engagement.

With regard to an exempt offering document with which Suttle & Stalnaker, PLLC is not involved, you agree to clearly indicate in the exempt offering document that Suttle & Stalnaker, PLLC is not involved with the contents of such offering document.

With regard to publishing the financial statements on your website, you understand that websites are a means of distributing information and, therefore, we are not required to read the information contained in those sites or to consider the consistency of other information on the website with the original document.

Management is responsible for establishing and maintaining a process for tracking the status of audit findings and recommendations. Management is also responsible for identifying and providing report copies of previous financial audits, attestation engagements, performance audits or other studies related to the objectives discussed in the Audit Scope and Objectives section of this letter. This responsibility includes relaying to us corrective actions taken to address significant findings and recommendations resulting from those audits, attestation engagements, performance audits, or other studies. You are also responsible for providing management's views on our current findings, conclusions, and recommendations, as well as your planned corrective actions, for the report, and for the timing and format for providing that information.

Suttle & Stalnaker, PLLC utilizes Citrix's ShareFile system to exchange files with clients. ShareFile access is restricted and unique User IDs will be provided to the Division's employees upon written request. It is the Division's responsibility to promptly notify Suttle & Stalnaker, PLLC when an employee no longer requires access or is terminated.

Other Services

We will also read the Annual Comprehensive Financial Report, using the appropriate Government Finance Officers Association checklist and provide technical assistance as appropriate. These nonaudit services do not constitute an audit under *Government Auditing Standards* and such services will not be conducted in accordance with *Government Auditing Standards*. We will perform the services in accordance with applicable professional standards. The other services are limited to the services previously defined. We, in our sole professional judgment, reserve the right to refuse to perform any procedure or take any action that could be construed as assuming management responsibilities.

You agree to assume all management responsibilities relating to the Annual Comprehensive Financial Report and any other nonaudit services we provide. You agree to oversee the nonaudit services by designating an individual, preferably from senior management, with suitable skill, knowledge, or experience; evaluate the adequacy and results of those services; and accept responsibility for them.

Engagement Administration, Fees, and Other

We understand that your employees will prepare all cash, accounts receivable, or other confirmations we request and will locate any documents selected by us for testing.

We will schedule the engagement based in part on deadlines, working conditions, and the availability of your key personnel. We will plan the engagement based on the assumption that your personnel will cooperate and provide assistance by performing tasks such as preparing requested schedules, retrieving supporting documents, and preparing confirmations. If, for whatever reason, your personnel are unavailable to provide the necessary assistance in a timely manner, it may substantially increase the work we have to do to complete the engagement within the established deadlines, resulting in an increase in fees over our original fee estimate.

We will provide copies of our reports to the Division; however, management is responsible for distribution of the reports and the financial statements. Unless restricted by law or regulation, or containing privileged and confidential information, copies of our reports are to be made available for public inspection.

The audit documentation for this engagement is the property of Suttle & Stalnaker, PLLC and constitutes confidential information. However, subject to applicable laws and regulations, audit documentation and appropriate individuals will be made available upon request and in a timely manner to the cognizant or oversight agency or its designee, a federal agency providing direct or indirect funding, or the U.S. Government Accountability Office for the purposes of a quality review of the audit, to resolve audit findings, or to carry out oversight responsibilities. We will notify you of any such request. If requested, access to such audit documentation will be provided under the supervision of Suttle & Stalnaker, PLLC personnel. Furthermore, upon request, we may provide copies of selected audit documentation to the aforementioned parties. These parties may intend, or decide, to distribute the copies or information contained therein to others, including other governmental agencies.

The audit documentation for this engagement will be retained for a minimum of five years after the report release date or for any additional period requested by the U.S. Government Accountability Office. If we are aware that a federal awarding agency or auditee is contesting an audit finding, we will contact the party(ies) contesting the audit finding for guidance prior to destroying the audit documentation.

Chris Lambert, CPA, CGMA, CCIFP is the engagement partner and is responsible for supervising the engagement and signing the reports or authorizing another individual to sign them. We expect to begin our audit during June 2024 and to issue our reports no later than October 15, 2024.

If any dispute arises among the parties hereto, the parties agree first to try in good faith to settle the dispute by mediation administered by the American Arbitration Association under Rules for Professional Accounting and Related Services Disputes before resorting to litigation. Costs of any mediation proceeding shall be shared equally by all parties.

We generally base our fees on the time required at our regular rates for the services and personnel assigned plus out of pocket costs and relevant computer charges. Our charges also include other appropriate factors, including the difficulty of the assignment, the degree of skill required, time limitations imposed on us by others, the experience and ability of the personnel assigned, and the value of the services to the client. Our fee for the audit services described in this letter is included in the contract with the West Virginia Legislative Joint Committee on Government and Finance for the audit of the financial statements of the West Virginia Division of Highways.

The additional services related to the issuance of the Annual Comprehensive Financial Report, will be invoiced directly to the West Virginia Division of Highways using rates established in the contract with the West Virginia Legislative Joint Committee on Government and Finance for the audit of the financial statements. Our estimated fees for this additional work are as follows:

<u>Level</u>	<u>Rate</u>	<u>Hours</u>	<u>Extension</u>
Partner	\$323.00	5	\$ 1,615.00
Senior Manager	\$237.00	14	3,318.00
			<u>\$ 4,933.00</u>

You may request that we perform additional services not addressed in this engagement letter. If this occurs, we will communicate with you regarding the scope of the additional services and the estimated fees. We also may issue a separate engagement letter covering the additional services. In the absence of any other written communication from us documenting such additional services, our services will continue to be governed by the terms of this engagement letter.

We will attempt to minimize our fees consistent with quality work. The extent to which we can do this will depend on your personnel offering us clerical and other assistance to prepare schedules, perform analyses, and provide source documents. This fee estimate will be subject to adjustments based on unanticipated changes in the scope of our work and/or the incomplete or untimely receipt by us of the information on the client participation list. All other provisions of this letter will survive any fee adjustment.

Client and accountant both agree that any dispute over fees charged by the accountant to the client will be submitted for resolution by arbitration in accordance with the Rules for Professional Accounting and Related Services Disputes of the American Arbitration Association. Such arbitration shall be binding and final. In agreeing to arbitration, we both acknowledge that in the event of a dispute over fees charged by the accountant, each of us is giving up the right to have the dispute decided in a court of law before a judge or jury and instead we are accepting the use of arbitration for resolution.

By signing this engagement letter, you authorize us to use the name of your entity in future proposals, as well as to provide contact information for requested references.

Our audit engagement ends on delivery of our audit report. Any follow-up services that might be required will be a separate, new engagement. The terms and conditions of that new engagement will be governed by a new, specific engagement letter for that service.

Reporting

We will issue a written report upon completion of our audit of the Division's financial statements. Our report will be addressed to the West Virginia Legislative Joint Committee on Government and Finance. Circumstances may arise in which our report may differ from its expected form and content based on the results of our audit. Depending on the nature of these circumstances, it may be necessary for us to modify our opinions, add a separate section, or add an emphasis-of-matter or other-matter paragraph to our auditor's report, or if necessary, withdraw from this engagement. If our opinions are other than unmodified, we will discuss the reasons with you in advance. If, for any reason, we are unable to complete the audit or are unable to form or have not formed opinions, we may decline to express opinions or issue reports, or we may withdraw from this engagement.

We will also provide a report (that does not include an opinion) on internal control related to the financial statements and compliance with the provisions of laws, regulations, contracts, and grant agreements, noncompliance with which could have a material effect on the financial statements as required by *Government Auditing Standards*. The report on internal control and on compliance and other matters will state (1) that the purpose of the report is solely to describe the scope of 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 on compliance and (2) that the report is an integral part of an audit performed in accordance with *Government Auditing Standards* in considering the entity's internal control and compliance. The report will also state that the report is not suitable for any other purpose. If during our audit we become aware that the Division is subject to an audit requirement that is not encompassed in the terms of this engagement, we will communicate to management and those charged with governance that an audit in accordance with U.S. generally accepted auditing standards and the standards for financial audits contained in *Government Auditing Standards* may not satisfy the relevant legal, regulatory, or contractual requirements.

You have requested that we provide you with a copy of our most recent external peer review report and any subsequent reports received during the contract period. Accordingly, our 2023 peer review report accompanies this letter.

We appreciate the opportunity to be of service to the Division and believe this letter accurately summarizes the significant terms of our engagement. If you have any questions, please let us know. If you agree with the terms of our engagement as described in this letter, please sign the attached copy and return it to us.

Very truly yours,



Suttle & Stalnaker, PLLC

RESPONSE:

This letter correctly sets forth the understanding of the West Virginia Division of Highways.

By: Carla P. Retsch

Title: Transportation
Business Manager



**Kelley Galloway
Smith Goolsby, PSC**

Certified Public Accountants and Advisors

1200 Corporate Court • P. O. Box 990 • Ashland, Kentucky 41105

• Phone (606) 329-1811 (606) 329-1171 • Fax (606) 329-8756 (606) 325-0590

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REPORT ON THE FIRM'S SYSTEM OF QUALITY CONTROL

To the Members of
Suttle & Stalnaker, PLLC
and the Peer Review Alliance Report Acceptance Committee

We have reviewed the system of quality control for the accounting and auditing practice of Suttle & Stalnaker, PLLC (the firm) in effect for the year ended May 31, 2023. Our peer review was conducted in accordance with the Standards for Performing and Reporting on Peer Reviews established by the Peer Review Board of the American Institute of Certified Public Accountants (Standards).

A summary of the nature, objectives, scope, limitations of, and the procedures performed in a system review as described in the Standards may be found at www.aicpa.org/prsummary. The summary also includes an explanation of how engagements identified as not performed or reported in conformity with applicable professional standards, if any, are evaluated by a peer reviewer to determine a peer review rating.

Firm's Responsibility

The firm is responsible for designing and complying with a system of quality control to provide the firm with reasonable assurance of performing and reporting in conformity with the requirements of applicable professional standards in all material respects. The firm is also responsible for evaluating actions to promptly remediate engagements deemed as not performed or reported on in conformity with the requirements of applicable professional standards, when appropriate, and for remediating weaknesses in its system of quality control, if any.

Peer Reviewer's Responsibility

Our responsibility is to express an opinion on the design of and compliance with the firm's system of quality control based on our review.

Required Selections and Considerations

Engagements selected for review included engagements performed under the *Government Auditing Standards*, including a compliance audit under the Single Audit Act, audits of employee benefit plans, and an examination of a service organization (SOC 2[®] engagement).

As part of our peer review, we considered reviews by regulatory entities as communicated by the firm, if applicable, in determining the nature and extent of our procedures.

Opinion

In our opinion, the system of quality control for the accounting and auditing practice of Suttle & Stalnaker, PLLC in effect for the year ended May 31, 2023, has been suitably designed and complied with to provide the firm with reasonable assurance of performing and reporting in conformity with applicable professional standards in all material respects. Firms can receive a rating of *pass*, *pass with deficiency (ies)* or *fail*. Suttle & Stalnaker, PLLC has received a peer review rating of *pass*.

Kelley Galloway Smith Goolsby, PSC

Kelley Galloway Smith Goolsby, PSC
February 22, 2024

MANAGEMENT REPRESENTATION LETTER



WEST VIRGINIA DEPARTMENT OF TRANSPORTATION

Division of Highways

1900 Kanawha Boulevard East • Building Five • Room 110

Alanna J. Keller, P.E.
Deputy Secretary of Transportation
Deputy Commissioner of Highways

Charleston, West Virginia 25305-0430 • (304) 558-3505

Jimmy Wriston, P. E.
Secretary of Transportation
Commissioner of Highways

October 15, 2024

Suttle & Stalnaker, PLLC
The Virginia Center, Suite 100
1411 Virginia Street, East
Charleston, West Virginia 25301

This representation letter is provided in connection with your audit of the financial statements of the West Virginia Department of Transportation (WVDOT), Division of Highways (the Division), a component unit of the WVDOT and the State of West Virginia, which comprise the respective financial position of the governmental activities and each major fund of the Division, as of June 30, 2024, and the respective changes in financial position and the budgetary comparison for the General (State Road) fund for the year then ended, and the disclosures (collectively, the "financial statements"), for the purpose of expressing opinions as to whether the financial statements are presented fairly, in all material respects, in accordance with accounting principles generally accepted in the United States of America (U.S. GAAP).

Certain representations in this letter are described as being limited to matters that are material. Items are considered to be material, regardless of size, if they involve an omission or misstatement of accounting information that, in light of surrounding circumstances, makes it probable that the judgment of a reasonable person relying on the information would be changed or influenced by the omission or misstatement. An omission or misstatement that is monetarily small in amount could be considered material as a result of qualitative factors.

We confirm, to the best of our knowledge and belief, as of October 15, 2024 the following representations made to you during your audit.

Financial Statements

1. We have fulfilled our responsibilities, as set out in the terms of the audit engagement letter dated August 12, 2024 including our responsibility for the preparation and fair presentation of the financial statements in accordance with U.S. GAAP and for preparation of the supplementary information in accordance with the applicable criteria.

2. The financial statements referred to above are fairly presented in conformity with U.S. GAAP and include all properly classified funds and other financial information of the primary government and all component units required by generally accepted accounting principles to be included in the financial reporting entity.
3. 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.
4. We acknowledge our responsibility for the design, implementation, and maintenance of internal control to prevent and detect fraud.
5. The methods, significant assumptions, and data used in making accounting estimates and their related disclosures are appropriate to achieve recognition, measurement, or disclosure that is reasonable in accordance with U.S. GAAP
6. Related party relationships and transactions, including revenues, expenditures/expenses, loans, transfers, leasing arrangements, and guarantees, and amounts receivable from or payable to related parties have been appropriately accounted for and disclosed in accordance with U.S. GAAP.
7. Adjustments or disclosures have been made for all events, including instances of noncompliance, subsequent to the date of the financial statements that would require adjustment to or disclosure in the financial statements.
8. The effects of uncorrected misstatements are immaterial, both individually and in the aggregate, to the financial statements as a whole for each opinion unit. In addition, you have proposed adjusting journal entries that have been posted to the Division's accounts. We are in agreement with those adjustments.
9. The effects of all known actual or possible litigation, claims, and assessments have been accounted for and disclosed in accordance with U.S. GAAP.
10. Guarantees, whether written or oral, under which the Division is contingently liable, if any, have been properly recorded or disclosed.
11. Receivables recorded in the financial statements represent valid claims against debtors for transactions arising on or before the statement of net position date and have been reduced to their estimated net realizable value.
12. Provision has been made to reduce excess or obsolete inventories to their estimated net realizable value.

Information Provided

13. 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 (including information obtained from outside of the general and subsidiary ledgers), documentation, and other matters.
- b) Additional information that you have requested from us for the purpose of the audit.
- c) Unrestricted access to persons within the Division from whom you determined it necessary to obtain audit evidence.
- d) Minutes of the meetings of the Division or summaries of actions of recent meetings for which minutes have not yet been prepared.
- e) Communications from regulatory agencies concerning noncompliance with, or deficiencies in, financial reporting practices.

14. All material transactions have been recorded in the accounting records and are reflected in the financial statements.

15. We have disclosed to you the results of our assessment of the risk that the financial statements may be materially misstated as a result of fraud.

16. We have no knowledge of any fraud or suspected fraud that affects the Division and involves:

- a) Management,
- b) Employees who have significant roles in internal control, or
- c) Others where the fraud could have a material effect on the financial statements.

17. We have no knowledge of any allegations of fraud or suspected fraud affecting the Division's financial statements communicated by employees, former employees, regulators, or others.

18. We have no knowledge of instances of noncompliance or suspected noncompliance with provisions of laws, regulations, contracts, or grant agreements, or waste or abuse, whose effects should be considered when preparing financial statements.

19. We have disclosed to you all known actual or possible litigation, claims, and assessments whose effects should be considered when preparing the financial statements.

20. We have disclosed to you the names of the Division's related parties and all the related party relationships and transactions, including any side agreements.

Government—specific

21. There have been no communications from regulatory agencies concerning noncompliance with, or deficiencies in, financial reporting practices.
22. We have taken timely and appropriate steps to remedy identified and suspected fraud or noncompliance with provisions of laws, regulations, contracts, and grant agreements that you have reported to us.
23. We have a process to track the status of audit findings and recommendations.
24. We have identified to you any previous audits, attestation engagements, and other studies related to the objectives of the audit and whether related recommendations have been implemented.
25. We have identified to you any investigations or legal proceedings that have been initiated with respect to the period under audit.
26. We have provided our views on reported findings, conclusions, and recommendations, as well as our planned corrective actions, for the report.
27. The Division has no plans or intentions that may materially affect the carrying value or classification of assets, deferred outflows of resources, liabilities, deferred inflows of resources, and fund balance or net position.
28. We are responsible for compliance with the laws, regulations, and provisions of contracts and grant agreements applicable to us, including tax or debt limits and debt contracts, and legal and contractual provisions for reporting specific activities in separate funds.
29. We have appropriately identified, recorded, and disclosed all leases in accordance with GASBS No. 87.
30. We have appropriately disclosed or recognized conduit debt obligations and/or certain arrangements associated with conduit debt obligations in accordance with GASBS No. 91, if any.
31. We have appropriately identified, recorded, and disclosed subscription-based information technology arrangements in accordance with GASBS No. 96, if any.
32. We have identified and disclosed to you all instances of identified and suspected fraud and noncompliance with provisions of laws, regulations, contracts, and grant agreements that we believe have a material effect on the financial statements.
33. There are no violations or possible violations of budget ordinances, laws and regulations (including those pertaining to adopting, approving, and amending budgets), provisions of contracts and grant agreements, tax or debt limits, and any related debt covenants whose effects should be considered for disclosure in the financial statements, or as a basis for recording a loss contingency, or for reporting on noncompliance.

34. As part of your audit, you assisted with preparation of the financial statements and disclosures. We acknowledge our responsibility as it relates to those nonaudit services, including that we assume all management responsibilities; oversee the services by designating an individual, preferably within senior management, who possesses suitable skill, knowledge, or experience; evaluate the adequacy and results of the services performed; and accept responsibility for the results of the services. We have reviewed, approved, and accepted responsibility for those financial statements and disclosures.
35. The Division has satisfactory title to all owned assets, and there are no liens or encumbrances on such assets nor has any asset been pledged as collateral.
36. The Division has complied with all aspects of contractual agreements that would have a material effect on the financial statements in the event of noncompliance.
37. The financial statements include all component units, appropriately present majority equity interests in legally separate organizations and joint ventures with an equity interest, and properly disclose all other joint ventures and other related organizations.
38. The financial statements include all fiduciary activities required by GASBS No. 84, as amended, if any.
39. The financial statements properly classify all funds and activities, in accordance with GASBS No. 34, as amended.
40. All funds that meet the quantitative criteria in GASBS Nos. 34 and 37 for presentation as major are identified and presented as such and all other funds that are presented as major are particularly important to financial statement users.
41. Components of net position (net investment in capital assets; restricted; and unrestricted) and classifications of fund balance (nonspendable, restricted, committed, assigned, and unassigned) are properly classified and, if applicable, approved.
42. Investments, derivative instrument transactions, and land and other real estate held by endowments, if any, are properly valued.
43. Provisions for uncollectible receivables have been properly identified and recorded.
44. Expenses have been appropriately classified in or allocated to functions and programs in the statement of activities, and allocations have been made on a reasonable basis.
45. Revenues are appropriately classified in the statement of activities within program revenues, general revenues, contributions to term or permanent endowments, or contributions to permanent fund principal.
46. Interfund, internal, and intra-entity activity and balances have been appropriately classified and reported.
47. Deposits and investment securities and derivative instrument transactions are properly classified as to risk and are properly disclosed.

48. Capital assets, including infrastructure and intangible assets, are properly capitalized, reported, and, if applicable, depreciated or amortized.
49. We have appropriately disclosed the Division's policy regarding whether to first apply restricted or unrestricted resources when an expense is incurred for purposes for which both restricted and unrestricted net position is available and have determined that net position is properly recognized under the policy.
50. We are following our established accounting policy regarding which resources (that is, restricted, committed, assigned, or unassigned) are considered to be spent first for expenditures for which more than one resource classification is available. That policy determines the fund balance classifications for financial reporting purposes.
51. We acknowledge our responsibility for the required supplementary information (RSI). The RSI is measured and presented within prescribed guidelines and the methods of measurement and presentation have not changed from those used in the prior period. We have disclosed to you any significant assumptions and interpretations underlying the measurement and presentation of the RSI.
52. With respect to the letter of transmittal and statistical section of the Annual Comprehensive Financial Report (ACFR) (other information):
- We acknowledge that we have informed you of all documents that may comprise other information we expect to issue. The financial statements and other information you obtained prior to the auditor's report date are consistent with one another, and the other information does not contain any material misstatements.
 - With regard to the other information that will be included in the annual report that has not been obtained by you prior to the auditor's report date, we intend to prepare and issue the other information, as well as communicate the expected timing of issuance, and provide you with the final version of the document(s) when available and prior to the issuance of the annual report.



Jimmy Wriston, P.E.
Secretary of Transportation/
Commissioner of Highways



Carla Rotsch
Transportation Business Manager



Yueming Wu
Director, Information Technology Division



Maria Catalano
Director, Finance Division



Sandra Jones
Assistant Director, Finance Division