STATE OF CONNECTICUT



INDEPENDENT AUDITORS' REPORT STADIUM AT RENTSCHLER FIELD FOR THE FISCAL YEAR ENDED JUNE 30, 2009

AUDITORS OF PUBLIC ACCOUNTS JOHN C. GERAGOSIAN S ROBERT M. WARD

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INDEPENDENT AUDITORS' REPORT STADIUM AT RENTSCHLER FIELD FOR THE FISCAL YEAR ENDED JUNE 30, 2009

Secretary Benjamin Barnes State of Connecticut Office of Policy and Management 450 Capitol Avenue Hartford, CT 06106

We have audited the accompanying financial statements of the Stadium at Rentschler Field (the Stadium), as of June 30, 2009 and the fiscal year then ended. These financial statements are the responsibility of the State of Connecticut Office of Policy and Management. 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 of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation. We believe that our audit provides a reasonable basis for our opinions.

As discussed in Note 1, the financial statements of the Stadium are intended to present the financial position, and the respective changes in financial position and cash flows, that are attributable to the transactions of the Stadium. They do not purport to, and do not, present fairly the financial position of the State as of June 30, 2009, the changes in its financial position, or, where applicable, its cash flows for the year then ended in conformance with accounting principles generally accepted in the United States of America.

In our opinion, the financial statements referred to above present fairly, in all material

respects, the financial position of the Stadium as of June 30, 2009, and the respective changes in financial position and cash flows for the year then ended, in conformity with accounting principles generally accepted in the United States of America.

In accordance with *Government Auditing Standards*, we have also issued our report dated May 20, 2011 on our consideration of the Stadium's 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 the internal control over financial reporting or on compliance. That report is an integral part of an audit performed in accordance with *Government Auditing Standards* and should be considered in assessing the results of our audits.

John C. Geragosian Auditor of Public Accounts Robert M. Ward Auditor of Public Accounts

May 20, 2011 State Capitol Hartford, Connecticut

RENTSCHLER FIELD STATEMENT OF NET ASSETS FISCAL YEAR ENDED JUNE 30, 2009 (See accompanying notes to the financial statements)

ASSETS	Stadium Facility Enterprise Fund \$	Operating Accounts \$	Total \$
ASSETS Current assets: Cash Due from other funds Accounts receivable Miscellaneous event reimbursements Intercompany due to/from Prepaid expenses Total Current Assets	740,478 1,505 741,983	226,527 278,155 121 2,544 7,540 514,887	967,005 1,505 278,155 121 2,544 7,540 1,256,870
Capital Assets Building additions and improvements Stadium equipment Less accumulated depreciation Total Capital Assets Total Assets	74,503,474 2,642,812 (13,005,836) 64,140,450 \$ 64,882,433	\$514,887	74,503,474 2,642,812 (13,005,836) 64,140,450 \$65,397,320
LIABILITIES Accounts payable Taxes payable Accrued liabilities Accrued ticketing Deposits Total Liabilities	<u> </u>	163,482 2,940 223,504 5,583 8,600 404,109	163,482 2,940 223,504 5,583 8,600 404,109
NET ASSETS Capital contributions Invested in capital assets Unrestricted Total Net Assets Total Liabilities and Net Assets	64,140,450 741,983 64,882,433 \$ 64,882,433	(309,774) <u>420,552</u> <u>110,778</u> <u>\$514,887</u>	(309,774) 64,140,450 1,162,535 64,993,211 \$65,397,320

RENTSCHLER FIELD STATEMENT OF REVENUES, EXPENSES AND CHANGES IN NET ASSETS FISCAL YEAR ENDED JUNE 30, 2009 (See accompanying notes to the financial statements) Stadium

	Facility		
	Enterprise	Operating	
	Fund	Accounts	Total
OPERATING REVENUES:	\$	\$	\$
Event operations		1,072,833	1,072,833
Food operations		1,032,872	1,032,872
Parking		264,828	264,828
Signage and sponsorship		115,000	115,000
Other revenue		60,669	60,669
Total Operating Revenues		2,546,202	2,546,202
OPERATING EXPENSES			
Event operations		936,707	936,707
Facility	605,920	502,790	1,108,710
Administrative		389,401	389,401
Management Fee		244,450	244,450
Depreciation expense	2,141,830		2,141,830
Total Operating Expenses	2,747,750	2,073,348	4,821,098
OPERATING INCOME (LOSS)	(2,747,750)	472,854	(2,274,896)
NONOPERATING REVENUES (EXPENSES)			
Interest income	14,721	3	14,724
Olther income (expense)	424,287		424,287
Net Nonoperating Revenues (Expenses)	439,008	3	439,011
OTHER FINANCING SOURCES (USES)			
Transfers in(out) - capital assets	102,405	(102,405)	0
Net Other Financing Sources (Uses)	102,405	(102,405)	0
CHANGE IN NET ASSETS	(2,206,337)	370,452	(1,835,885)
NET ASSETS, Beginning of year	67,088,770	(259,674)	66,829,096
NET ASSETS, End of year	\$ 64,882,433	\$ 110,778	\$ 64,993,211

RENTSCHLER FIELD STATEMENT OF CASH FLOWS FISCAL YEAR ENDED June 30, 2009 (See accompanying notes to the financial statements)

(See accompanying notes to the financial statements)	Stadium Facility Enterprise Fund	Operating Accounts	Total
CASH FLOWS FROM OPERATING ACTIVITIES	\$	\$	\$
Received from customers and concessionaires	-	2,546,202	2,546,202
Payments to vendors and suppliers	(1,731,862)	(2,309,529)	(4,041,391)
Net Cash Provided by Operating Activities	(1,731,862)	236,673	(1,495,189)
CASH FLOWS FROM INVESTING ACTIVITIES Purchase of property and equipment Other income Interest income Net Cash Provided by (Used in) Investing Activities	424,287 25,964 450,251	(102,405) <u>3</u> (102,402)	(102,405) 424,287 25,967 347,849
CASH FLOWS FROM NONCAPITAL FINANCING ACTIVITIES Transfers in Transfers out Net Cash Provided by (Used in) Noncapital Financing Activities	<u>-</u>		- -
Net increase (decrease) in cash and cash equivalents	(1,281,617)	134,271	(1,147,346)
CASH AND CASH EQUIVALENTS, Beginning	2,022,095	92,256	2,114,351
CASH AND CASH EQUIVALENTS, Ending	\$ 740,478	\$ 226,527	\$ 967,005
RECONCILIATION OF CHANGE IN NET ASSETS TO NET CASH PROVIDED BY OPERATING ACTIVITIES			
Operating income	(2,747,750)	472,854	(2,274,896)
Depreciation expense	2,141,830	112,001	2,141,830
Changes in assets and liabilities	_,,		_,,
Accrued interest income	(10,337)		
Accounts receivable	· · /	(94,433)	(94,433)
Prepaid expenses		13,681	13,681
Accounts payable and other liabilities (net)	(1,115,605)	(155,429)	(1,271,034)
Net Cash Provided (Used) by Operating Activities	\$ (1,731,862)	\$ 236,673	\$ (1,495,189)

NOTE 1 – SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

The accounting policies of the Stadium at Rentschler Field (the Stadium) conform to accounting principles generally accepted in the United States of America as applicable to governmental units. The following is a summary of the significant accounting policies:

Reporting Entity - The Rentschler Field Stadium accounts are owned by the State of Connecticut (the State) and are operated by the Office of Policy and Management of the State of Connecticut (OPM). Under Chapter 588z, Sections 32-650 through 669 of the Connecticut General Statutes, for the purpose of operating a facility known as the Rentschler Field Stadium in East Hartford, Connecticut, the state legislature authorized OPM to (1) acquire the necessary real property for the Stadium facility site, (2) contract for professional services related to the design and construction of the Stadium, (3) coordinate the project with other state agencies and (4) provide for most facets of the Stadium's operations. The state legislature established the Stadium Facility Enterprise Fund as an enterprise fund and authorized OPM to establish revenue, operating, box office, and specific event escrow accounts as needed, thus maintaining separate accounting records for Stadium operations in accordance with the General Statutes.

OPM has entered into various contractual agreements for the management and operation of the Stadium facility. For purposes of these agreements, OPM represents the state as the "owner" of the Stadium. These agreements are summarized below as follows:

- The lease agreement with the University of Connecticut (UCONN) grants UCONN the right to use the facility for home football games or any other events, with a minimum of ten events per year. The lease agreement provides that UCONN pay OPM a base rent and any other incremental operating expenses.
- The Stadium management agreement with Northland AEG, LLC (NAEG) dated May 25, 2007 provides that NAEG will manage operations of the Stadium until June 30, 2012, provided termination of the agreement is not given by either party. NAEG will receive a base management fee of \$150,000 in the initial year of the contract, increasing annually by the percentage increase in the consumer price index. NAEG is also entitled to an incentive fee of 40% of event gross revenues, excluding ticket surcharges, for each non-UCONN event and an incentive fee of 30% of ticket surcharge revenue for each non-UCONN event. In order to comply with Internal Revenue Service provisions, such incentive fee is capped on an annual basis at an amount equal to the base management fee, so the incentive fee will in no event exceed 50% of NAEG's total fee in any contract year.

NOTE 1 – SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)

• The concessions agreement with NAEG, LLC dated May 25, 2007 provides that NAEG will manage concessions operations until June 30, 2012, provided that termination of the agreement is not given by either party. As part of this concession management agreement, NAEG is entitled to 50% of total concession commissions, net non-UCONN parking revenues, certain advertising revenues, and the sale of luxury suites and the stadium club for non-UCONN events.

In addition, OPM has authorized NAEG to act as agent in various management agreements with third-party providers for parking facilities, concessions and catering, etc.

The financial statements of the Stadium are intended to present the financial position, and the respective changes in the financial position and cash flows that are attributable to the transactions of the Stadium. They do not purport to, and do not, present fairly the financial position of the State as of June 30, 2009, the changes in its financial position or, where applicable, its cash flows for the year then ended in conformance with accounting principles generally accepted in the United States of America.

The Stadium has not presented a management's discussion and analysis (MD&A) in accordance with GASB Statement No. 34, *Basic Financial Statements - and Management's Discussion and Analysis - for State and Local Governments* and GASB Statement No. 37, *Basic Financial Statements - and Management's Discussion and Analysis - for State and Local Governments: Omnibus* because the focus of an MD&A is on a primary government. The State of Connecticut, the primary government, will provide an MD&A in its Comprehensive Annual Financial Report that could include analysis of the Stadium.

Measurement Focus and Basis of Accounting -The fund of the Stadium is an enterprise fund type. The Stadium's operations and balances are accounted for using a separate set of self-balancing accounts that comprise its assets, liabilities, net assets, revenues, and expenses.

Enterprise funds are established to account for operations that are financed and operated in a manner similar to private business enterprises, where the intent is that the costs of providing goods or services on a continuing basis are financed or recovered primarily through user charges.

NOTE 1 – SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)

The Stadium's financial statements are reported using the flow of financial resources measurement focus and the accrual basis of accounting. Revenues are recognized when earned and expenses are recognized when incurred. Debt incurred for the acquisition of the Stadium is not reflected on the balance sheet because the State of Connecticut had not intended for the Stadium's operations to support the repayment of that debt.

The Stadium distinguishes operating revenues and expenses from non-operating items. Operating revenues and expenses generally result from providing services in connection with the operation of the Stadium. The principal operating revenues of the Stadium are charges to customers for sales and services. Operating expenses include the cost of sales and services, administrative expenses and management fees. All revenues and expenses not meeting this definition are reported as non-operating revenues and expenses.

Revenues - Revenue recognition policies are as follows:

- Event Operations Event operations charges are principally generated from ticket sales and advertising signage. Event revenue is recognized when an event takes place. Advance ticket sales are held in deferred revenue until the time of an event.
- Facility Rent Facility rent charges are generated from agreements with UCONN and other event organizers for the use of the facility. Facility rent is recognized when an event takes place. Advance ticket sales are held in deferred revenue until the time of an event.
- Food Operations Food operation fees are generated from various food and beverage concession agreements with third parties. Revenue is recognized based on reported concessionaire revenue.
- Parking Fees Parking fees are generated from an agreement with a third party to operate event parking at the Stadium. Revenue is recognized at the time of an event.
- Other All other types of revenues are recognized when earned.

In accordance with Governmental Accounting Standards Board (GASB) Statement No. 20, the Stadium applies all GASB pronouncements and all Financial Accounting Standards Board Statements, interpretations, Accounting Principles Board Opinions and

NOTE 1 – SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)

Accounting Research Bulletins issued on or before November 30, 1989, except those that conflict with GASB pronouncements.

The Stadium's major fund consists of the Stadium Facility Enterprise Fund, which is comprised of a civil list fund of the same name, as well as other accounts described below and aggregated in the financial statements under the heading "Operating Accounts:"

Stadium Facility Enterprise Fund - The Stadium Facility Enterprise Fund (an enterprise fund) consists of income generated by the Stadium to be used for maintenance and capital improvements for the Stadium.

Box Office Account - All amounts received as payment for tickets or admissions to events, including ticket surcharge revenues are recorded in the Box Office Account.

Operating Account - The administrative functions of the Stadium are accounted for in the Operating Account. All unrestricted resources, except those required to be accounted for in another account, are accounted for in this account.

Cash Equivalents - For purposes of the statements of cash flows, the Stadium considers all highly liquid investments purchased with an initial maturity of three months or less to be cash equivalents. There were no cash equivalents as of June 30, 2009.

Accounts Receivable - The Stadium considers accounts receivable to be fully collectible; accordingly, no allowance for doubtful accounts is required. If amounts become uncollectible, they will be charged to operations when that determination is made. Accounts receivable as of June 30, 2009 were \$278,155.

Capital Assets - Capital assets include the Stadium itself, major building additions and improvements, and stadium equipment. Capital assets are defined by the Stadium as assets with an initial individual cost of more than \$1,000, and an estimated useful life in excess of one year. Such assets are recorded at historical cost or estimated historical cost if purchased or constructed. The costs of normal maintenance and repairs that do not add to the value of the asset or materially extend assets' lives are not capitalized.

NOTE 1 – SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)

Capital assets of the Stadium are depreciated using the straight-line method over the following estimated useful lives:

Building	40 years
Building additions and improvements	20 years
Stadium equipment	5 years

Deferred Revenues - Deferred revenues represent prepaid ticket sales and advertising revenues for future events.

Use of Estimates - The preparation of financial statements in conformity with accounting principles generally accepted in the United States of America requires management to make estimates and assumptions that affect the reported amounts and disclosures in the financial statements. Actual results could differ from those estimates.

Income Taxes - The Stadium is exempt from state and federal income taxes.

Presentation of Sales Tax - The State of Connecticut imposes a sales and admissions tax on the Stadium events and activities. The Stadium collects that sales and admissions tax from attendees and remits the entire amount to the State. The Stadium's accounting policy is to exclude the tax collected and remitted to the State from sales.

Deficit in Net Assets – An unrestricted net asset deficit of \$309,774 exists in the Stadium Facility Enterprise Fund. It is expected that revenues during fiscal year 2010 will provide positive net assets in the operating fund.

BUDGETARY INFORMATION

Annual budgets are required to be submitted by NAEG to OPM per NAEG's management contract with OPM, within 120 days prior to the beginning of each contract year. OPM is required to respond to the proposed annual budget within 30 days of receipt. OPM is then required to submit the budget to the legislature and the Office of the State Comptroller for review in accordance with Section 32-657 of the Connecticut General Statutes. However, the legislature and the Comptroller's Office are not legally required to approve the budget and accordingly, budgeted amounts are not reflected in the financial statements. Budgets for the 2008 and 2009 fiscal years were not submitted to the State Comptroller for approval.

NOTE 2 -CASH DEPOSITS

Governmental Accounting Standards Board Statement No. 3 requires governmental organizations to categorize their cash deposits into three levels of risk. Category 1 includes amounts insured or collateralized with securities held by the Stadium or by its agent in the Stadium's name. Category 2 includes amounts that are collateralized with securities held by the pledging financial institution's trust department or agent in the name of the Stadium. Category 3 includes amounts that are uninsured and uncollateralized, including any bank balance that is collateralized with securities held by the pledging financial institution or by its trust department or agent, but not in the name of the Stadium.

For the purposes of this disclosure, cash deposits include bank deposits. As of June 30, 2009, the bank balance was \$967,005, of which \$100,000 was insured by the Federal Deposit Insurance Corporation (Category 1) as defined by Governmental Accounting Standards Board Statement No. 3.

NOTE 3 -ACCOUNTS RECEIVABLE

Accounts receivable at June 30, 2009 consisted of the following:

	Stadium Facility Enterprise	Operating	
	Fund	Accounts	<u>Total</u>
	\$	\$	\$
Interest receivable	1,505		1,505
Accounts receivable		278,155	278,155
Event operations		121	121
Intercompany receivables		2,544	2,544
Total	<u>\$ 1,505</u>	<u>\$280,820</u>	<u>\$282,325</u>

NOTE 4 – CAPITAL ASSETS

Capital asset activity for the period of July 1, 2008 through June 30, 2009 is presented in the schedule below.

	Вε	alance at June 30, 2008	Additions	Dis	posals	Ва	alance at June 30, 2009
Building, additions and improvements	\$	74,433,354	\$ 70,120	\$	-	\$	74,503,474
Stadium equipment		2,610,527	 32,285		-		2,642,812
		77,043,881	 102,405		-		77,146,286
Less accumulated depreciation		10,864,006	 2,141,830		-		13,005,836
Total	\$	66,179,875	\$ (2,039,425)	\$	-	\$	64,140,450

NOTE 5 – DEFERRED REVENUE

As of June 30, 2009, the Stadium had received payment for ticket sales in the amount of \$5,583 for future events. This amount is recorded as deferred revenue on the accompanying Statement of Net Assets.

NOTE 6 - DUE TO OPERATIONS MANAGER

The current manager of the Stadium, NAEG, is to be paid management and incentive fees from the Stadium's cash accounts. See Note 1 for more specific details on the calculation of these fees. As of June 30, 2009, NAEG was owed incentive fees for the periods ended June 30, 2008 and 2009 totaling \$153,191.

NOTE 7 – OPERATING LEASES

The Stadium leases cell tower space to four entities under various lease agreements expiring in November 2010. All of the leases have renewal options for two additional five-year terms. Rental income recognized under the lease agreements was approximately \$146,254.

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*

Secretary Benjamin Barnes State of Connecticut Office of Policy and Management 450 Capitol Avenue Hartford, CT 06106

We have audited the financial statements of each major fund of the Stadium at Rentschler Field (the Stadium) as of June 30, 2009 and for the year then ended, and have issued our report thereon dated May 20, 2011. 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.

Internal Control Over Financial Reporting

In planning and performing our audit, we considered the Stadium's internal control over financial reporting as a basis for designing our auditing procedures 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 Stadium's internal control over financial reporting. Accordingly, we do not express an opinion on the effectiveness of the Stadium's internal control over financial reporting.

A *control deficiency* 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 misstatements on a timely basis. A *significant deficiency* is a control deficiency, or combination of control deficiencies, that adversely affects the Stadium's

ability to initiate, authorize, record, process, or report financial data reliably in accordance with generally accepted accounting principles such that there is more than a remote likelihood that a misstatement of the Stadium's financial statements that is more than inconsequential will not be prevented or detected by the Stadium's internal control.

A *material weakness* is a significant deficiency, or combination of significant deficiencies, that results in more than a remote likelihood that a material misstatement of the financial statements will not be prevented or detected by the Stadium's internal control.

Our consideration of internal control over financial reporting was for the limited purpose described in the first paragraph of this section and would not necessarily identify all deficiencies in internal control that might be significant deficiencies or material weaknesses. We did not identify any deficiencies in internal control over financial reporting that we consider to be material weaknesses, as defined above.

Compliance and Other Matters

As part of obtaining reasonable assurance about whether the Stadium's financial statements are free of material misstatement, we performed tests of its compliance with certain provisions of laws, regulations, and contracts, 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 that are required to be reported under *Government Auditing Standards*.

This report is intended solely for the information and use of the management of the Stadium and the State of Connecticut. However, this report is a matter of public record and its distribution is not limited.

John C. Geragosian Auditor of Public Accounts Robert M. Ward Auditor of Public Accounts

May 20, 2011 State Capitol Hartford, Connecticut

CONCLUSION

In conclusion, we wish to express our appreciation for the courtesies shown to our representatives during the course of our audit. The assistance and cooperation extended to them by the personnel of Northland AEG, LLC and the representatives of the Office of Policy and Management greatly facilitated the conduct of this examination.

Kenneth Post Administrative Auditor

Approved:

John C. Geragosian Auditor of Public Accounts Robert M. Ward Auditor of Public Accounts