FINANCIAL STATEMENTS AND SUPPLEMENTARY INFORMATION

June 30, 2008 and 2007

(With Independent Auditors' Report Thereon)

June 30, 2008 and 2007

TABLE OF CONTENTS

	<u>Page</u>
INDEPENDENT AUDITORS' REPORT	1
BASIC FINANCIAL STATEMENTS:	
Statements of Financial Position	2
Statements of Activities	3
Statements of Cash Flows	4
NOTES TO FINANCIAL STATEMENTS	5-10
SUPPLEMENTARY INFORMATION:	
Statement of Net Assets	11
Statement of Revenues, Expenses and Changes in Net Assets	12
Other Information	



INDEPENDENT AUDITORS' REPORT

To the Board of Directors North Campus – University Park Development Corporation

We have audited the accompanying statements of financial position of the North Campus – University Park Development Corporation (the Corporation) as of June 30, 2008 and 2007, and the related statements of activities and cash flows for the years then ended. These financial statements are the responsibility of the Corporation's management. Our responsibility is to express an opinion on these financial statements based on our audits.

We conducted our audits in accordance with auditing standards generally accepted in the United States of America. 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 audits provide a reasonable basis for our opinion.

In our opinion, the financial statements referred to above present fairly, in all material respects, the financial position of the Corporation as of June 30, 2008 and 2007, and the changes in its net assets and its cash flows for the years then ended, in conformity with accounting principles generally accepted in the United States of America.

Our audit was conducted for the purpose of forming an opinion on the basic financial statements taken as a whole. The supplementary information included on pages 11-17 is presented for purposes of additional analysis and is not a required part of the basic financial statements. This supplementary information is the responsibility of the Corporation's management. Such supplementary information has been subjected to the auditing procedures applied in our audit of the basic financial statements and, in our opinion, is fairly stated in all material respects when considered in relation to the Corporation's financial statements taken as a whole.

Vicenti, Floyd: Stutzman LLP

September 2, 2008

STATEMENTS OF FINANCIAL POSITION June 30, 2008 and 2007

ASSETS	2008	2007
Current assets		
Cash and cash equivalents	\$ 516,559	\$ 295,612
Short-term investments (Note 3)	450,678	1,484,061
Total cash and cash equivalents	967,237	1,779,673
Noncurrent assets		
Deferred rent receivable (Note 5)	806,701	716,884
Construction in progress (Note 4)	2,227,519	_1,307,722
Total noncurrent assets	_3,034,220	2,024,606
TOTAL ASSETS	\$4,001,457	\$3,804,279
LIABILITIES AND NET ASSETS		
Current liabilities		
Accounts payable and accrued liabilities (Note 6)	\$ 249,452	\$ 94,348
Deferred revenue	32,121	26,113
Total liabilities	281,573	120,461
NET ASSETS		
Unrestricted	_3,719,884	3,683,818
TOTAL LIABILITIES AND NET ASSETS	\$4,001,457	\$3,804,279

The accompanying notes are an integral part of these financial statements.

STATEMENTS OF ACTIVITIES For the Years Ended June 30, 2008 and 2007

	2008	2007
REVENUES	-	
Lease revenue (Note 5)	\$ 403,173	\$ 403,173
Other operating revenue	30,774	68,275
Investment income (loss), net (Note 3)	(76,487)	271,388
Total revenue	357,460	742,836
EXPENSES		
Program services:		
University projects	175,000	175,000
Operating expenses	141,152	136,290
Total program services	316,152	311,290
Supporting services:		
General and administrative	5,242	5,608
Total expenses	321,394	316,898
CHANGE IN UNRESTRICTED NET ASSETS	36,066	425,938
NET ASSETS AT BEGINNING OF YEAR	3,683,818	2,630,813
RESTATEMENT OF NET ASSETS (Note 7)		627,067
RESTATED NET ASSETS BEGINNING OF YEAR	3,683,818	3,257,880
NET ASSETS AT END OF YEAR	\$3,719,884	\$3,683,818

STATEMENTS OF CASH FLOWS For the Years ended June 30, 2008 and 2007

	2008	2007
CASH FLOWS FROM OPERATING ACTIVITIES		
Change in unrestricted net assets	\$ 36,066	\$ 425,938
Adjustments to reconcile change in unrestricted net assets to net		
cash provided by operating activities:		
Realized and unrealized (gain) loss on investments	90,305	(249,599)
Changes in operating assets and liabilities:		
Deferred rent receivable	(89,817)	(89,817)
Accounts payable	155,104	(30,481)
Deferred revenue	6,008	-
Net cash provided by operating activities	197,666	56,041
CASH FLOWS FROM CAPITAL AND INVESTING ACTIVITIES		
Additions to construction in progress	(919,797)	(623,234)
Purchase of investments	(7,844)	(12,002)
Sale of investments	950,922	375,000
Net cash provided (used) in capital and investing activities	23,281	(260,236)
NET INCREASE (DECREASE) IN CASH	220,947	(204,195)
CASH AT BEGINNING OF YEAR	295,612	499,807
CASH AT END OF YEAR	\$ 516,559	\$ 295,612

The accompanying notes are an integral part of these financial statements.

NOTES TO FINANCIAL STATEMENTS

June 30, 2008 and 2007

NOTE I - ORGANIZATION:

In 1987, California State University, Northridge (the University) embarked on the North Campus - University Park Development Project (the Project). Capital totaling \$4.6 million to form and begin the Project was contributed by Watt Industries.

The 65 acres of University-owned land (North Campus) on which the Project is being developed are leased from the University. The Corporation has set goals in the development of North Campus, including establishing strong academic ties and academic facilities spanning a broad range of the University's colleges and departments, and ensuring a steady, predictable, and safe source of revenue with no financial risk to the University. During 1999, the Corporation entered into a 40-year ground sublease with Medtronic MiniMed, Inc. for the development of 19 acres for a corporate headquarters complex. In fiscal year 2003-2004, the ground sublease was amended effective October 31, 2003 to include an additional 5 acres for a total of 24 acres.

The second development is a faculty/staff housing project consisting of approximately 400 units. These units will be built in four phases on approximately 32 acres. The first phase will have 159 units and is tentatively scheduled to begin construction in the fall of 2010 depending on real estate market conditions.

The Corporation became an auxiliary organization of the California State University system in 1988.

NOTE 2 – SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES:

A. Basis of Presentation

The Corporation's financial statements are presented on the accrual basis of accounting in accordance with accounting principles generally accepted in the United States of America.

B. Cash and Cash Equivalents

The Corporation considers all highly liquid debt instruments with original maturities of three months or less to be cash equivalents.

NOTES TO FINANCIAL STATEMENTS

June 30, 2008 and 2007

NOTE 2 – SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES: (continued)

C. Investments

Investments in equity securities with readily determinable fair values and all investments in debt securities are stated at fair value. Fair value is determined based on quoted market prices. Realized and unrealized gains or losses on investments are included in the accompanying statements of activities as investment income.

D. Net Assets

Since the Corporation has not received any funds which have been restricted by donors or grantors for specific operating purposes, all net assets are unrestricted and available for general operations. The only limits on unrestricted net assets are broad limits resulting from the nature of the Corporation and the purposes specified in its articles of incorporation or bylaws and, perhaps, limits resulting from contractual agreements.

E. Lease Revenue

The rental revenue is accounted for in accordance with Statement of Financial Accounting Standards (SFAS) No. 13 Accounting for Leases (SFAS No. 13) and the Financial Accounting Standards Board (FASB) Technical Bulletin Number 85-3 (FTB 85-3). These pronouncements require the lease revenue be accounted for on a straight-line basis unless a more appropriate method exists. We believe that the method most reflective of the use of the land is the straight-line method.

F. Other Operating Revenue

While in the process of developing a plan for North Campus, a portion of the land which contains a paved parking lot is being rented to various vendors for trade shows and is included in other operating revenue. Expenses incurred by the Corporation to rent these facilities, as well as to maintain the lease facilities (see Note 5), include salaries for maintenance and safety personnel and cost of utilities and are included in operating expenses.

NOTES TO FINANCIAL STATEMENTS

June 30, 2008 and 2007

NOTE 2 – SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES: (continued)

G. Planning and Development Activities

Planning and development activities include the cost of feasibility studies, attorney fees, and audit fees.

H. Salaries and Fringe Benefits

The Corporation utilizes employees of The University Corporation and the University to perform its functions. These costs are billed to the Corporation by The University Corporation and the University. The Corporation subsequently reimburses both entities for the salary and related fringe benefits. As such, the Corporation has no employees or benefit plans of its own.

I. Functional Allocation of Expenses

Expenses that can be specifically identified with a specific program or supporting service are charged directly to the related program or supporting service. Expenses that are associated with more than one program or supporting service are allocated based on an evaluation by management.

J. 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 of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenues and expenses during the reporting period. Actual results could differ from those estimates.

K. Income Taxes

The Corporation is exempt from federal income taxes under Section 501(c)(3) of the Internal Revenue Code and California taxes under corresponding California provisions. Accordingly, no provision for income taxes has been recorded in the accompanying financial statements.

NOTES TO FINANCIAL STATEMENTS

June 30, 2008 and 2007

NOTE 2 – SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES: (continued)

L. Concentration of Credit Risk

The Corporation maintains its cash accounts with numerous major commercial banks and financial institutions. Furthermore, the majority of the Corporation's investment portfolio at June 30, 2008 was held by the Common Fund in various pooled investment funds. From time to time, balances in the Corporation's operating cash accounts exceeded amounts insured by the Federal Deposit Insurance Corporation.

NOTE 3 – INVESTMENTS:

Investments are stated at fair value and consist of fixed income and equity funds as follows:

	2008	2007
Debt equity securities Fixed income securities	\$289,369 161,309	\$998,303 485,758
	<u>\$450,678</u>	<u>\$1,484,061</u>
Investment return is as follows:		
Net realized and unrealized gain (loss) Interest and dividend income Investment fees	\$ (90,305) 18,052 (4,234)	\$ 249,599 27,459 (5,670)
	<u>\$_(76,487)</u>	\$_271,388

NOTE 4 – CONSTRUCTION IN PROGRESS:

The Corporation began incurring pre-construction expenses related to the Faculty/Staff Housing Project in June 2005. This project consists of approximately 400 units to be built in four phases. The first phase will have 159 units and is tentatively scheduled to begin construction in the fall of 2010 depending on real estate market conditions. All expenses related to this project have been paid out of reserves and recorded in this account.

NOTES TO FINANCIAL STATEMENTS

June 30, 2008 and 2007

NOTE 5 – LEASES:

During 1999, the Corporation entered into a 40-year ground sublease with Medtronic MiniMed, Inc. for the development of 19 acres of land owned by the California State University (CSU) and leased at no cost to the Corporation. The ground sublease was amended effective October 31, 2003 to include an additional 5 acres for a total of 24 acres. At June 30, 2008, future straight-line lease revenues recognized are as follows:

Year endingJune 30:	
2009	\$ 403,173
2010	403,173
2011	403,173
2012	403,173
2013	403,173
Thereafter	10,684,213
Total	<u>\$12,700,078</u>

Revenues in excess of cash received of \$89,817 were recorded for the years ended June 30, 2008 and 2007. \$806,701 and \$716,884 of deferred rent receivable is recorded at June 30, 2008 and 2007 respectively.

NOTE 6 – RELATED PARTY TRANSACTIONS:

Amounts paid to the University for support of University projects totaled \$175,000. Reimbursement paid to the University for other expenses totaled \$21,882 for 2008 and \$38,110 for 2007. These amounts are primarily related to salaries, benefits, audit fees, police and physical plant management support. Amounts due to the University totaled \$0 at June 30, 2008 and \$13,170 at June 30, 2007.

The University Corporation salaries and benefits allocated to the operation of the Corporation totaled \$90,513 for 2008 and \$54,926 for 2007. Amounts due to the University Corporation totaled \$22,947 at June 30, 2008 and \$9,310 at June 30, 2007

NOTES TO FINANCIAL STATEMENTS

June 30, 2008 and 2007

<u>NOTE 7 – RESTATEMENT OF NET ASSETS:</u>

At June 30, 2006, the deferred rent receivable balance related to the ground sublease with Medtronic MiniMed, Inc. (see Note 5) was not recorded for the amount of \$627,067. Beginning net assets at July 1, 2006 were restated to reflect the balance.

STATEMENT OF NET ASSETS June 30, 2008

(for inclusion in the California State University)

Assets		
Current assets: Cash and eash equivalents Short-term investments Accounts receivable, net Leases receivable, current portion Notes receivable, current portion Pledges receivable, net Prepaid expenses and other assets	S	516,559 450,678 ————————————————————————————————————
Total current assets	_	967,237
Noncurrent assets Restricted cash and cash equivalents Accounts receivable, net Leases receivable, net of current portion Notes receivable, net of current portion Student loans receivable, net Pledges receivable, net Endowment investments Other long-term investments Capital assets, net Other assets	_	2,227,519 806,701
Total noncurrent assets	_	3,034,220
Total assets	_	4,001,457
Liabilities		
Current habilities: Accounts payable Accrued salaries and benefits payable Accrued compensated absences - current portion Deferred revenue Capitalized lease obligations – current portion		219,651 29,801 32,121
Long-term debt obligations – current portion Self-insurance claims liability - current portion Other habilities		
Total current liabilities	_	281,573
Noncurrent liabilities Accrued compensated absences, net of current portion Deferred revenue Grants refundable Capitalized lease obligations, net of current portion Long-term debt obligations, net of current portion Self-insurance claims liabilities, net of current portion Depository accounts Other liabilities	_	- - - - - -
Total noncurrent liabilities	-	
Total liabilities	-	281,573
Net assets. Invested in capital assets, net of related debt Restricted for		2,227,519
Nonexpendable – endowments Expendable		_
Scholarships and fellowships Research Loans		_ _ _
Capital projects Debt service		_
Other		
Unrestricted	_	1,492,365
Total net assets	S =	3,719,884

STATEMENT OF REVENUES, EXPENSES AND CHANGE IN NET ASSETS

For the Year Ended June 30, 2008 (for inclusion in the California State University)

Revenues: Operating revenues: Student tuition and fees (net of scholarship allowances of \$____) \$ Grants and contracts, noncapital: Federal State Local Nongovernmental Sales and services of educational activities Sales and services of auxiliary enterprises (net of scholarship allowances of \$___) 433,947 Other operating revenues Total operating revenues 433,947 Expenses: Operating expenses: Instruction Research Public service Academic support Student services Institutional support 175,000 Operation and maintenance of plant 15,112 Student grants and scholarships Auxiliary enterprise expenses 131,282 Depreciation and amortization Total operating expenses 321,394 Operating income (loss) 112,553 Nonoperating revenues (expenses): State appropriations, noncapital Federal grant - Pell Gifts, noncapital Investment income, net (76,487)Endowment income Interest on capital-related debt Other nonoperating revenues (expenses) Net nonoperating revenues (expenses) (76,487)Income (loss) before other additions 36,066 State appropriations, capital Grants and gifts, capital Additions to permanent endowments 36,066 Increase (decrease) in net assets Net assets: 2,966,934 Net assets at beginning of year, as previously reported 716,884 Restatements 3,719,884 Net assets at end of year, as restated

OTHER INFORMATION June 30, 2008 (for inclusion in the California State University)

1 Restricted cash and cash equivalents at June 30, 2008:

Portion of restricted cash and cash equivalents related to endowments All other restricted cash and cash equivalents	\				
Total restricted cash and cash equivalents	8				
2 Composition of investments at June 30, 2008:					
	,	Noncurrent	Noncurrent	Total	í
	Current	Unrestricted	Kestricted	Noncurrent	Total
State of California Surplus Money Investment Fund (SMIF)	1	ļ	I	J	1
State of California Local Agency Investment Fund (LAIF)	I		1	1	1
Wachovia Short Term Fund	I	I	1	I	1
Wachovia Medium Term Fund	1	I	1		
Wachovia Equity Fund	1	1	1	I	!
Debt securities	161,309	1	I	1	161,309
Equity securities	289,369	1			289,369
Fixed income securities (Treasury notes, GNMA's)	1	i	I	I	!
Real estate	I			1	1
Certificates of deposit	ļ	I			
Notes receivable	I	1	1	I	1
Mutual funds	I	I			I
Collateralized mortgage obligations:					
Inverse floaters	1	I	1	I	1
Interest-only strips		1	I	I	I
Agency pass-through		I		1	1
Private pass-through		1	ŀ	1	1
Other investments'					
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Total investments	450,678	١	١	l	450,678
Less endowment investments (enter as negative number)			1	ı	
Total investments	450,678	1	1	I	450,678
	100				

See the accompanying independent auditors' report

OTHER INFORMATION June 30, 2008 (for inclusion in the California State University)

OTHER INFORMATION June 30, 2008 (for inclusion in the California State University)

4 Lang-term liabilities activity schedule:

Principal Principal and									
On captualized leave obligations S		Balance June 30, 2007			June 30, 2007 (restated)	Additions	Reductions	Balance June 30, 2008	Cuprest
On capitalized leave obligations	Acerued compensated absences	S		I	ì	1	1	I	1
On capitalized leave obligations	Capitalized lease obligations								
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### Section of Contract of Con	Leng-term debt obligations								
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Principal and	Total long torns debt obligations	1	1	I	1	ł	1	1	1
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S	Calcing and personal (assessed)								
S	Californica 1935 on retaining		ı		!				
Principal and Principal and Principal and Interest Intere	Tetal long-term debt obligations, net	1	1	I	1	l	I	I	
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Principal Interest Theretaes a second and a	•								
Principal Interest white Manage payments alor of future minimum leave payments ment ports representational leave payments ment ports representational leave payments set leave abligation net of current portions set leave abligations net of current portions and current portions are considered in the current portions and current portions are current portions are current portions and current portions are curren	Fuerc mainum lease pay ments:			7					
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	Total minimum lease payments			I					
Present value of future minimum leave payments Less current portes Cantistized kave obligations net of current poerions S	Loss amounts representing tailerest			I					
Canisticel kase obligation not of correct portion \$	Present value of future minimum leave basedons								
Less control portien Canisalized kase oblisations, net of current portion \$\text{Canisalized kase oblisations}									
Canistized kase oblustina, net of corrent pertion \$	Lots current portion			1					
	Capitalized lease obligation, not of current portion			1					

See the accompanying independent auditors' report.

OTHER INFORMATION June 30, 2008 (for inclusion in the California State University)

6 Long-term debt obligation schedule

? Calculation of net assets - invested in capital assets, net of related debt

	Auxiliary	Auxiliary Organizations	Total	
	GASB	FASB	Anvillaries	
Capital assets, net of accumulated depirenation	- 	2,227,519	2,227,519	
Capitalized lease obligations - current portion	1	1	I	
Capitalized lease obligations, net of current portion	I	I	I	
Leng-term debt obligations - current portion	1	1	I	
Leng-term debt obligations, net of current portion	!	I	I	
Portion of outstanding debt that is unspent at year-end	ı	1	I	
Other				
(description)	!	I	I	
(description)	I	1	I	
(description)	i	I	I	
(description)	I	1	I	
(description)	i		1	
Net assets - invested in capital assets, net of related debt	1	2,227,519	2,227,519	

OTHER INFORMATION June 30, 2008 (for inclusion in the California State University)

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	Amount	1
Reimbursements to University for salaries of University personnel working on contracts, grants, and other programs	S 19	442
Reimbursements to University for other than salaries of University personnel	ςí	2,440
Payments received from University for scrvices, space, and programs		i
Gifts-in-kind to the University from Auxiliary Organizations		1
Amounts (payable 10) University (enter as negative number)		
Amounts receivable from University		I

9 The nature and amount of the prior period adjustment(s) recorded to beginning net assets

	Net Asset Class	- 1	Aniount Dr. (Cr.)	
Net assets as of June 30, 2007, as previously reported Prior period adjustments.	Unrestricted \$ 2,966,934	S	2,966,934	
1 Reognition of prior period lease income and associated long-term deferred rent receivable resulting from implementing SFAS 13			716,884	
			1 1	
Net assets as of June 30, 2007, as restated		1	- 1818	

Provide a detailed breakdown of the journal entries (at the financial statement line item level) booked to record each prior period adjustments:

Credit			716,884
Debit		\$ 716,884	S
	Net asset class: Unrestricted	l Deferred rent receivable - long term	Surplus