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***ST. LOUIS REGIONAL CONVENTION  
AND SPORTS COMPLEX AUTHORITY***

***FINANCIAL STATEMENTS***

***DECEMBER 31, 2017 and 2016***

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## **Independent Auditors' Report**

Board of Commissioners  
St. Louis Regional Convention and Sports Complex Authority  
St. Louis, Missouri

We have audited the accompanying financial statements of the St. Louis Regional Convention and Sports Complex Authority (the "Authority") as of and for the years ended December 31, 2017 and 2016, and the related notes to the financial statements, which collectively comprise the Authority's financial statements as listed in the table of contents.

### **Management's Responsibility for the Financial Statements**

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

### **Auditors' Responsibility**

Our responsibility is to express an opinion on these financial statements based on our audits. We conducted our audit 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 involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditors' judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the entity's preparation and fair presentation of the financial statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the entity's internal control. Accordingly, we express no such opinion. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of significant estimates made by management, as well as evaluating the overall presentation of the financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

## Opinion

In our opinion, the financial statements referred to above present fairly, in all material respects, the respective financial position of the St. Louis Regional Convention and Sports Complex Authority, as of December 31, 2017 and 2016, and the results of its operations and its cash flows thereof for the year then ended in accordance with accounting principles generally accepted in the United States of America.

## Other Matters

### *Required Supplementary Information*

Accounting principles generally accepted in the United States of America require that the management's discussion and analysis on pages 3 through 9 be presented to supplement the financial statements. Such information, although not a part of the financial statements, is required by the Governmental Accounting Standards Board, who considers it to be an essential part of financial reporting for placing the financial statements in an appropriate operational, economic, or historical context. We have applied certain limited procedures to the required supplementary information in accordance with auditing standards generally accepted in the United States of America, which consisted of inquiries of management about the methods of preparing the information and comparing the information for consistency with management's responses to our inquiries, the financial statements, and other knowledge we obtained during our audit of the financial statements. We do not express an opinion or provide any assurance on the information because the limited procedures do not provide us with sufficient evidence to express an opinion or provide any assurance.



St. Louis, Missouri

March 28, 2018

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**MANAGEMENT'S DISCUSSION AND ANALYSIS  
DECEMBER 31, 2017 AND 2016**

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This section presents management's analysis of the St. Louis Regional Convention and Sports Complex Authority's (the Authority) financial condition and activities for the years ended December 31, 2017 and 2016. This information should be read in conjunction with the financial statements.

**FINANCIAL HIGHLIGHTS**

The following are key financial highlights for 2017 and 2016:

- Total assets and deferred outflows of resources at December 31, 2017 were \$176.97 million as compared to \$186.63 million in 2016, and exceeded liabilities by \$96.22 million and \$87.55 million (i.e. net position), respectively. Total net position increased in 2017 by \$8.67 million and increased in 2016 by \$7.96 million.
- Total assets and deferred outflows of resources at December 31, 2016 were \$186.63 million as compared to \$194.31 million in 2015, and exceeded liabilities by \$87.55 million and \$79.59 million (i.e. net position), respectively. Total net position increased in 2016 by \$7.96 million and decreased in 2015 by \$10.00 million.
- The largest source of revenue for the Authority continues to be annual lease and annual preservation payments from the State of Missouri, the City of St. Louis and St. Louis County. The payments are intended to defray the cost of debt service and to keep the facility in good repair.

**OVERVIEW OF ANNUAL FINANCIAL REPORT**

The MD&A of the Authority serves as an introduction to, and should be read in conjunction with, the audited financial statements. The MD&A provides an overall review of the Authority's financial activities for the years ended December 31, 2017 and 2016. The intent of this discussion and analysis is to look at the Authority's financial performance as a whole.

The financial statements report information about the Authority using the full accrual accounting method as utilized by similar business activities in the private sector. The financial statements include a Statement of Net Position; a Statement of Revenues, Expenses and Changes in Net Position; a Statement of Cash Flows; and Notes to Financial Statements.

The Statement of Net Position presents the financial position of the Authority on a full accrual basis. The Statement of Net Position presents information on all of the Authority's assets, deferred outflows of resources and liabilities, with the difference reported as net position. Over time, increases and decreases in net position are one indicator of whether the financial position of the Authority is improving or deteriorating.

While the Statement of Net Position provides information about the nature and amount of resources and obligations at year end, the Statement of Revenues, Expenses and Changes in Net Position presents the results of the business activities over the course of the year and information as to how net position changed during the year. All changes in net position are reported as soon as the underlying event giving rise to the change occurs, regardless of the timing of the cash flows. This statement also provides certain information about the Authority's recovery of its costs.



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*Management's Discussions and Analysis (continued)*

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The Statement of Cash Flows presents changes in cash and cash equivalents, resulting from operational, financing, and investing activities.

The Notes to Financial Statements provide required disclosures and other information that is essential to a full understanding of material data provided in the statements. The notes present information about the Authority's accounting policies, significant account balances and activities, material risks, obligations, commitments, contingencies, and subsequent events, if any.

**FINANCIAL ANALYSIS**

One of the questions to ask about the Authority's financial health is, "Has the Authority's net position increased or decreased as a result of the year's activities?" Increases or decreases in the Authority's net position provide one indicator of the financial health of the Authority. The Statement of Net Position and the Statement of Revenues, Expenses and Changes in Net Position include all of the Authority's assets, deferred outflows of resources and liabilities using the accrual basis of accounting, which is similar to the accounting used by most private-sector companies. All of the current year's revenue and expenses are taken into account regardless of when cash is received or paid.

The largest portion of the Authority's net position (97% and 97% for the years ended December 31, 2017 and 2016, respectively), reflects its investment in capital assets (e.g. buildings, furniture and equipment), net of any related outstanding debt used to construct or acquire those assets. These assets are used in the Authority's provision of services and are not available for liquidation and future spending. ***The resources necessary to repay the related debt must be provided from other sources.***

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*Management's Discussions and Analysis (continued)*

The following comparative condensed financial statements serve as the key financial data and indicators for management, monitoring, and planning:

Table I provides a summary of the Authority's Net Position (difference between its assets and deferred outflows of resources and liabilities) as of December 31, 2017 as compared to December 31, 2016 and 2015.

**Table I  
Net Position  
(In Millions)**

	2017	2016	2015
<b>Assets</b>			
Current assets	\$ 0.18	\$ 0.87	\$ 1.24
Long-term investments	-	0.05	0.39
Restricted assets	9.47	8.63	9.21
Capital assets	166.63	176.06	182.05
<b>Total Assets</b>	176.28	185.61	192.89
<b>Deferred Outflows Of Resources</b>	0.69	1.02	1.42
<b>Liabilities</b>			
Current liabilities	21.25	21.28	20.62
Long-term liabilities	59.50	77.80	94.10
<b>Total Liabilities</b>	80.75	99.08	114.72
<b>Net Position</b>			
Net investment in capital assets	92.92	85.20	74.41
Restricted	7.30	6.44	8.00
Unrestricted	(4.00)	(4.09)	(2.82)
<b>Total Net Position</b>	\$ 96.22	\$ 87.55	\$ 79.59

Capital assets decreased as a result of normal depreciation expense and capital asset disposals. The Statement of Net Position reports a separate section for deferred outflows of resources. This represents a consumption of net position that applies to a future period(s) and so will *not* be recognized as an outflow of resources (expense) until then. The Authority only has one item that qualifies for reporting in this category, which is the deferred charge on refunding of debt. Long-term liabilities decreased as a result of normal debt payments.



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*Management's Discussions and Analysis (continued)*

Table II shows the Changes in Net Position for the year ended December 31, 2017 as compared to December 31, 2016 and 2015.

**Table II  
Changes In Net Position  
(In Millions)**

	<b>2017</b>	<b>2016</b>	<b>2015</b>
<b>Operating Revenues</b>	\$ -	\$ -	\$ -
<b>Operating Expenses</b>	12.04	12.04	11.83
<b>Nonoperating Revenues, Net</b>	20.71	20.00	1.83
<b>Increase (Decrease) In Net Position</b>	8.67	7.96	(10.00)
<b>Net Position - Beginning</b>	87.55	79.59	89.59
<b>Net Position - Ending</b>	\$ 96.22	\$ 87.55	\$ 79.59

The net position of the Authority increased by \$8.67 million and major changes in total assets and deferred outflows of resources and total liabilities were the result of the following factors:

- During 2015, Missouri governor, the Honorable Jay Nixon, appointed a two-man task force to analyze options for keeping the NFL in St. Louis. The task force laid out a proposal for a new open air stadium on the St. Louis riverfront just northeast of the existing Facility. The Authority's Board of Commissioners approved the hiring of consultants and authorized the Authority to take whatever other actions are necessary for the project and incurred total costs of approximately \$500,000 and \$18 million in relation to the project during 2016 and 2015, respectively. Despite the Authority's efforts, the NFL approved the Rams to leave St. Louis.
- Effective March 31, 2016, the lease between the St. Louis Convention and Visitors Commission (CVC) and the Rams terminated their rights to occupy and use the Dome. In addition, on April 30, 2016, the training facility lease between the Authority and the St. Louis Rams terminated. As a result, the Authority has been operating and maintaining the training facility since May 1, 2016. During 2017 and 2016, the Authority incurred total costs of approximately \$300,000 and \$400,000, respectively relating to the training facility.
- During 2017, the Authority entered into a lease agreement and a subsequent lease amendment with a tenant for the training facility as described in Note 10. During 2017, the Authority recognized approximately \$135,000 of lease income.
- The Authority has filed suit in the St. Louis County 21<sup>st</sup> Circuit Court against the Rams in an effort to prevent the team from purchasing the training facility property. The lease between the Rams and the Authority contained a provision purportedly giving the Rams an option of purchasing the facility and the land in October 2024. The suit is seeking to declare that provision invalid.



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*Management's Discussions and Analysis (continued)*

- During 2016, the Authority entered into a note payable with the Missouri Development Finance Board for a maximum amount of \$3 million, plus the amount of accrued but unpaid interest on the note. As of December 31, 2017 and 2016, the Authority has drawn \$1.5 million and incurred interest of \$64,536 and \$34,186, respectively. Per the terms of the agreement, the Authority's ability to take advances on the note ended December 31, 2016. In 2018, the Authority paid all interest that was due through December 15, 2017.

**CAPITAL ASSET AND DEBT ADMINISTRATION**

*Capital Assets*

At December 31, 2017, the Authority had \$352.80 million invested in capital assets. Of this amount, \$186.17 million has been taken in depreciation. The Authority had a net book value of \$166.63 million or approximately 47% of the original cost. Increases during the year represent additions to those categories, while decreases represent retirements of assets during the year and the depreciation of depreciable assets for the year. This year's major capital asset additions include \$478,647 to enhance the cooling tower metal deck. Significant projects in process at December 31, 2017 include installing a 600 ton base chiller and security system enhancements. Current year deletions mainly relate to the original cooling tower metal deck and disposal of bleachers which resulted in a net loss of approximately \$840,000.

At December 31, 2016, the Authority had \$354.71 million invested in capital assets. Of this amount, \$178.65 million has been taken in depreciation. The Authority currently has a net book value of \$176.06 million or approximately 50% of the original cost. Increases during the year represent additions to those categories, while decreases represent retirements of assets during the year and the depreciation of depreciable assets for the year. This year's major capital asset additions include \$4.18 million to install WiFi in the Dome. Significant projects in process at December 31, 2016 include security system enhancements. Current year deletions mainly relate to Rams signs and LED displays which resulted in a net loss of approximately \$400,000.

Table III provides a summary of the Authority's capital assets as of December 31, 2017 compared to December 31, 2016 and 2015.

**Table III  
Capital Assets At  
December 31, 2017, 2016 and 2015  
(In Millions)**

	2017	2016	2015
Land	\$ 46.40	\$ 46.40	\$ 46.40
Construction in process	1.53	0.78	0.64
Multi-purpose convention and stadium facility	299.64	299.47	295.31
Furniture and equipment	5.23	8.06	8.92
<b>Totals</b>	<b>\$ 352.80</b>	<b>\$ 354.71</b>	<b>\$ 351.27</b>

Refer to Note 4 in the financial statements for a summary of the capital assets activity.



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*Management's Discussions and Analysis (continued)*

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*Debt*

At December 31, 2017, the Authority had \$70.75 million in outstanding general obligation bonds. The bonds originally issued were used for the acquisition of land and for the construction and equipping of the multi-purpose convention and sports facility (Facility). Since the bonds were originally issued, several refunding bond issues were sold to refund prior bond issues. Refer to Note 5 in the financial statements for a summary of the bonds payable activity.

At December 31, 2017, the Authority had \$1.50 million in outstanding notes payable, as previously discussed on page 7.

Table IV provides a summary of the Authority's outstanding debt as of December 31, 2017 compared to December 31, 2016 and 2015.

**Table IV  
Outstanding Debt, At Year End  
(In Millions)**

	<b>2017</b>	<b>2016</b>	<b>2015</b>
2007 - Series C (City of St. Louis, Missouri)	\$ 17.60	\$ 21.46	\$ 25.13
2013 - Series A (State of Missouri)	35.45	43.29	50.82
2013 - Series B (St. Louis County, Missouri)	17.70	21.61	25.38
Note payable	1.50	1.53	-
<b>Totals</b>	<b>\$ 72.25</b>	<b>\$ 87.89</b>	<b>\$ 101.33</b>

**ECONOMIC FACTORS AND NEXT YEAR'S ESTIMATES**

The Authority assumed operation and maintenance of the former Rams' Leased Training Facility in Earth City, Missouri on May 1, 2016 after the Rams were allowed to leave St. Louis for Los Angeles. The Authority spent approximately \$385,000 in 2016 and \$281,000 in 2017 on the facility, primarily for security, utilities, inspections, and necessary repairs before a tenant could be sought. Some of these expenses will be invoiced to the Rams for items that are considered their obligation. In 2017, a lease was executed with Lou Fusz Soccer Club and was amended to include the second floor space.

The lawsuit that the Authority filed to invalidate the clause in the Training Facility lease with the Rams that would have allowed them to purchase the facility in 2024 for \$1 had preliminary hearings in both the Circuit Court of Missouri the Court of Appeals. To date, the Authority has prevailed on the issue of the venue for the lawsuit. The Authority is seeking to adjudicate the issue in the Circuit Court while the Rams sought arbitration. Twice the Appeals Court agreed with the Authority to have the courts decide the issue, but the State Supreme Court overruled the lower court and the issue will now be settled by arbitration sometime in 2018.

Negotiations with a potential tenant began in November of 2016 for a lease of the first floor and outdoor fields in the facility. A formal lease was executed with Lou Fusz Soccer Club in February 2017. A First

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*Management's Discussions and Analysis (continued)*

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Amendment to the lease allowing Fusz to utilize the second floor of the facility was executed in September 2017 requiring Fusz to pay all utilities at the facility with increased rental income to the Authority.

**CONTACTING THE AUTHORITY**

This report is designed to provide our citizens, taxpayers, investors or creditors with a full and complete disclosure of the Authority's finances and to show the Authority's accountability for the resources it receives. If you have any questions about this report or need additional copies, please contact the Authority's Executive Director at 901 North Broadway, St. Louis, Missouri 63101.



**ST. LOUIS REGIONAL CONVENTION AND  
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**STATEMENTS OF NET POSITION**

		<b>December 31,</b>	
		<b>2017</b>	<b>2016</b>
<b>Assets and Deferred Outflows of Resources</b>			
<b>Current Assets</b>			
Cash and cash equivalents	\$	115,353	\$ 604,979
Accounts receivable		786	2,146
Accrued interest receivable		73	57
Prepaid items		69	138
Short-term investments		67,896	267,335
<b>Total Current Assets</b>		<b>184,177</b>	<b>874,655</b>
<b>Long-Term Investments</b>		<b>-</b>	<b>51,139</b>
<b>Restricted Assets</b>			
Trustee-held investments		9,314,152	8,480,651
Accrued interest receivable		153,682	149,610
<b>Total Restricted Assets</b>		<b>9,467,834</b>	<b>8,630,261</b>
<b>Capital Assets</b>			
Nondepreciable capital assets		47,927,167	47,181,190
Depreciable capital assets, net		118,701,326	128,873,790
<b>Total Capital Assets</b>		<b>166,628,493</b>	<b>176,054,980</b>
<b>Deferred Outflows Of Resources</b>			
Deferred charge on refunding		685,585	1,022,042
<b>Total Assets and Deferred Outflows of Resources</b>	<b>\$</b>	<b>176,966,089</b>	<b>\$ 186,633,077</b>
<b>Liabilities And Net Position</b>			
<b>Current Liabilities</b>			
Accounts payable and accrued expenses	\$	1,069,089	\$ 1,118,304
Accounts payable and accrued expenses - restricted		2,171,313	2,185,524
Accrued interest and arbitrage payable		1,612,247	2,366,974
Current portion of bonds payable		16,400,000	15,615,000
<b>Total Current Liabilities</b>		<b>21,252,649</b>	<b>21,285,802</b>
<b>Long-Term Liabilities</b>			
Long-term portion of bonds payable, net		57,987,630	76,264,055
Note payable		1,502,500	1,534,186
<b>Total Long-Term Liabilities</b>		<b>59,490,130</b>	<b>77,798,241</b>
<b>Total Liabilities</b>		<b>80,742,779</b>	<b>99,084,043</b>
<b>Net Position</b>			
Net investment in capital assets		92,926,448	85,197,967
Restricted for preservation and debt service		7,296,521	6,444,737
Unrestricted		(3,999,659)	(4,093,670)
<b>Total Net Position</b>		<b>96,223,310</b>	<b>87,549,034</b>
<b>Total Liabilities And Net Position</b>	<b>\$</b>	<b>176,966,089</b>	<b>\$ 186,633,077</b>

See the accompanying notes to financial statements.

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**STATEMENTS OF REVENUES, EXPENSES AND  
CHANGES IN NET POSITION**

	<b>For The Years Ended December 31,</b>	
	<b>2017</b>	<b>2016</b>
<b>Operating Revenues</b>	\$ -	\$ -
<b>Operating Expenses</b>		
Salaries and employee benefits	221,978	244,902
General and administrative	166,261	402,026
Repairs and maintenance	1,648,772	1,309,586
Depreciation	9,999,216	10,090,998
<b>Total Operating Expenses</b>	<b>12,036,227</b>	<b>12,047,512</b>
<b>Net Operating Loss</b>	<b>(12,036,227)</b>	<b>(12,047,512)</b>
<b>Nonoperating Revenues (Expenses)</b>		
Intergovernmental revenue	24,000,000	24,000,000
Interest income and unrealized gain/loss on investments	426,135	432,430
Loss on disposal of capital assets	(839,672)	(402,267)
Other revenues	135,736	24,334
Interest and arbitrage expense	(2,718,862)	(3,173,995)
Other expenses	(292,834)	(877,074)
<b>Nonoperating Revenues (Expenses), Net</b>	<b>20,710,503</b>	<b>20,003,428</b>
<b>Increase In Net Position</b>	<b>8,674,276</b>	<b>7,955,916</b>
<b>Net Position - Beginning Of Year</b>	<b>87,549,034</b>	<b>79,593,118</b>
<b>Net Position - End Of Year</b>	<b>\$ 96,223,310</b>	<b>\$ 87,549,034</b>

See the accompanying notes to financial statements.



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**STATEMENTS OF CASH FLOWS**

	<b>For The Years Ended December 31,</b>	
	<b>2017</b>	<b>2016</b>
<b>Cash Flows Used In Operating Activities</b>		
Cash paid to suppliers	\$ (1,851,990)	\$ (995,195)
Cash paid to employees	(238,337)	(243,046)
<b>Net Cash Used In Operating Activities</b>	<b>(2,090,327)</b>	<b>(1,238,241)</b>
<b>Cash Flows From Noncapital And Related Financing Activities</b>		
Advances on note payable	-	1,500,000
Interest payments on line of credit	(96,222)	-
Other	(156,418)	(356,727)
<b>Net Cash (Used In) Provided By Noncapital And Related Financing Activities</b>	<b>(252,640)</b>	<b>1,143,273</b>
<b>Cash Flows From Capital And Related Financing Activities</b>		
Acquisition and construction of capital assets	(1,414,055)	(4,495,321)
Proceeds from disposal of capital assets	1,654	-
Cash received from other governmental entities	24,000,000	24,000,000
Principal payments on bonds	(15,615,000)	(14,965,000)
Interest payments on bonds	(4,949,022)	(4,984,439)
Other	(9,360)	(1,103,137)
<b>Net Cash Provided By (Used In) Capital And Related Financing Activities</b>	<b>2,014,217</b>	<b>(1,547,897)</b>
<b>Cash Flows From Investing Activities</b>		
Purchase of investments	(37,878,631)	(27,113,569)
Proceeds from sale of investments	37,293,895	28,743,166
Interest received on investments	423,860	433,236
<b>Net Cash (Used In) Provided By Investment Activities</b>	<b>(160,876)</b>	<b>2,062,833</b>
<b>Net (Decrease) Increase in Cash and Cash Equivalents</b>	<b>(489,626)</b>	<b>419,968</b>
<b>Cash And Cash Equivalents - Beginning Of Year</b>	<b>604,979</b>	<b>185,011</b>
<b>Cash And Cash Equivalents - End Of Year</b>	<b>\$ 115,353</b>	<b>\$ 604,979</b>
<b>Reconciliation Of Net Operating Loss To Net Cash Used In Operating Activities</b>		
Net operating loss	\$ (12,036,227)	\$ (12,047,512)
Adjustments to reconcile net operating loss to net cash used in operating activities:		
Depreciation	9,999,216	10,090,998
Change in assets and liabilities:		
Accounts receivable	(456)	3,044
Prepaid items	69	23,067
Accounts payable and accrued expenses	(52,929)	692,162
<b>Net Cash Used In Operating Activities</b>	<b>\$ (2,090,327)</b>	<b>\$ (1,238,241)</b>

See the accompanying notes to financial statements.



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**NOTES TO FINANCIAL STATEMENTS  
DECEMBER 31, 2017 AND 2016**

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**1. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES**

The accounting policies of the St. Louis Regional Convention and Sports Complex Authority (the Authority) conform to accounting principles generally accepted in the United States of America as applicable to governmental entities that use proprietary fund accounting. The following is a summary of the more significant policies:

**Financial Reporting Entity**

The Authority was created by an Act of the State of Missouri (the State) in May 1989 for the purpose of financing, constructing, operating, and maintaining a multipurpose convention and sports facility (the Facility) (the Project) to be located adjacent to the A.J. Cervantes Convention Center in the City of St. Louis (the City). In connection with these activities, the Authority is granted all rights and powers necessary to plan, finance, construct, equip, and maintain the Facility. The Authority operates under a Board of Commissioners, three of whom are appointed by the Mayor of the City, three of whom are appointed by the County Executive of St. Louis County (the County), and five of whom are appointed by the Governor of the State. The Authority represents a joint venture between the City, County, and State (collectively, the Sponsors). The annual lease payments provided by the Sponsors are intended to defray the cost of debt service. These payments are:

	<b>Annual Lease Payments</b>	<b>Annual Preservation Payments</b>
<b>State</b>	\$10,000,000	\$ 2,000,000
<b>County</b>	5,000,000	1,000,000
<b>City</b>	5,000,000	1,000,000

The Authority entered into a Project Financing, Construction, and Operation agreement dated August 1, 1991 and terminating on August 1, 2021 with the Sponsors (the Financing Agreement). The Financing Agreement provides for the application of the proceeds from the sale of the initial bonds, the repayment of each respective series of Bonds (to be appropriated annually by the Sponsors), and the preservation of the Project. Pursuant to the Financing Agreement, the Authority has leased the Facility to the Sponsors, and the Sponsors have subleased the Facility back to the Authority. Each Sponsor has covenanted in the Financing Agreement to include in its annual budget proposal a request for appropriation of monies sufficient to pay its required payment during the next succeeding fiscal year. In addition, the Sponsors have committed, through their annual budgeting process, to provide the annual preservation payments through February 1, 2024.

The Authority entered into an operating lease agreement in 1991 with the St. Louis Convention and Visitors Commission (CVC) to maintain, operate, and manage the Facility pursuant to a 30-year lease between the Authority and the CVC. Under this agreement, the CVC pays nominal annual rent to the Authority, and the CVC has the right to terminate the operating lease on relatively short notice upon the occurrence of certain events (primarily non-appropriation by the Sponsors). The CVC is a public body corporate and politic of the State of Missouri. The CVC's primary source of revenue is a 3.75% tax on the sales or charges for all sleeping rooms paid by transient guests of hotels and motels within the City of St. Louis and St. Louis County, Missouri. The CVC operates the Facility on an integrated



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*Notes to Financial Statements (continued)*

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basis with the existing Convention Center, marketing the Facility and the Convention Center as America's Center. The Authority will continue to function to preserve the physical structure by providing oversight to the CVC as it relates to the operating lease and to compliance with existing government and legal requirements utilizing the preservation fund account.

**Basis of Accounting and Presentation**

The Authority prepares its financial statements on the full accrual basis of accounting in accordance with accounting principles generally accepted in the United States of America. In reporting its financial activity, the Authority applies all applicable Governmental Accounting Standards Board (GASB) pronouncements.

All activities of the Authority are accounted for within a single proprietary (enterprise) fund. Proprietary funds are used to account for operations that are (a) financed and operated in a manner similar to private business enterprises where the intent of the governing body is that the cost (expenses, including depreciation) of providing goods or services to the general public on a continuing basis be financed or recovered primarily through user charges; or (b) where the governing body has decided that periodic determination of revenues earned, expenses incurred, and/or net income is appropriate for capital maintenance, public policy, management control, accountability, or other purposes. Operating revenues and expenses generally result from providing services and producing and delivering goods in connection with a proprietary fund's principal ongoing operations. Revenues and expenditures not meeting this definition are reported as non-operating revenues and expenditures.

The accounting and financial reporting treatment applied to the Authority is determined by its measurement focus. The transactions of the Authority are accounted for on a flow of economic resources measurement focus. With this measurement focus, all assets, deferred outflows of resources and all liabilities associated with the operations are included on the Statement of Net Position. Net position (i.e., total assets and deferred outflows of resources net of total liabilities) is segregated into "net investment in capital assets;" "restricted for preservation and debt service;" and "unrestricted" components. When an expense is incurred that can be paid using either restricted or unrestricted resources, the Authority's policy is to first apply the expense toward restricted resources and then toward unrestricted resources.

**Capital Assets**

All capital assets are valued at historical cost and updated for additions and retirements during the year. The Authority maintains a capitalization threshold of ten thousand dollars. Depreciation expense is recorded on a straight-line basis over the estimated useful life of the Facility and improvements, which range from 7 to 35 years. Depreciation expense for furniture and equipment is recorded on a straight-line basis over estimated lives ranging from 3.5 to 20 years.

**Amortization of Bond Discount**

The bond discount is recorded as a reduction of the debt obligation. Bond discounts are amortized as a component of interest based upon the weighted average of bonds outstanding over the term of the bonds.



**ST. LOUIS REGIONAL CONVENTION AND  
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*Notes to Financial Statements (continued)*

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**Amortization of Bond Premiums**

The bond premium is recorded as an addition to the debt obligation. Bond premiums are amortized as a component of interest and are amortized using the same weighted average that actual interest expense bears to the outstanding debt balance on the bonds.

**Deferred Outflows of Resources**

In addition to assets, the statement of net position reports a separate section for deferred outflows of resources. This represents a consumption of net position that applies to a future period(s) and so will *not* be recognized as an outflow of resources (expense/expenditure) until then. The Authority only has one item that qualifies for reporting in this category, which is the deferred charge on refunding of debt. A deferred charge on refunding results from the difference in the carrying value of refunded debt and its reacquisition price. This amount is deferred and amortized as a component of interest expense over the shorter of the life of the refunded or refunding debt.

**Investments**

Investments are generally stated at fair value. The Authority categorizes its fair value measurements within the fair value hierarchy established by generally accepted accounting principles. The hierarchy is based on the valuation inputs used to measure the fair value of the asset. Level 1 inputs are quoted prices in active markets for identical assets; Level 2 inputs are significant other observable inputs; Level 3 inputs are significant unobservable inputs. An exception to fair value is an external investment pool that provides a net asset value per share that approximates fair value. Similarly, investments in nonparticipating interest-earning investment contracts do not consider market rates and are reported using a cost-based measure.

**Statement of Cash Flows**

For purposes of the statement of cash flows, cash and cash equivalents consist of demand deposits and all unrestricted highly liquid investment securities with maturities of three months or less at the time of purchase.

**Subsequent Events**

In preparing these financial statements, the Organization has evaluated events and transactions for potential recognition or disclosure through March 28, 2018, the date the financial statements were available to be issued.

**Use of Estimates**

The preparation of the financial statements requires management to make estimates and assumptions that affect the reported amounts of assets, deferred outflows of resources 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.



**ST. LOUIS REGIONAL CONVENTION AND  
SPORTS COMPLEX AUTHORITY**

*Notes to Financial Statements (continued)*

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**2. DEPOSITS AND INVESTMENTS**

- A. The Authority is governed by the deposit and investment limitations of state law. It is the policy of the Authority to invest public funds in a manner which will provide the highest investment return with the maximum security while meeting the daily cash flow demands of the Authority and conforming to all state and local statutes governing the investment of public funds. The Authority's policy and state law authorize the following types of investments:
- i. Bonds, notes, certificates of indebtedness, treasury bills, or other securities which are fully guaranteed by the United States of America, or securities which represent an undivided interest in such obligations, which obligations are held in a custody account by a custodian of the Authority and senior debt obligations of other government-sponsored agencies.
  - ii. Bonds, notes or other obligations of any state of the United States of America or any political subdivision of any state, which at the time of their purchase are rated in either of the two highest rating categories by a nationally recognized rating service.
  - iii. Certificates of deposit, time deposits, or money market accounts, constituting direct obligations of any bank that are either insured or secured with acceptable collateral.
  - iv. Repurchase agreements with any bank, bank holding company, savings and loan association, trust company, financial institution or other credit provider organized under the laws of the United States or any state, which are adequately secured.
  - v. Investment agreements constituting an obligation of a bank, bank holding company, savings and loan association, trust company, financial institution or other credit provider whose outstanding unsecured long-term debt is rated at the time of such agreement in either of the two highest rating categories by a nationally recognized rating service.
  - vi. Short-term discount obligations of the Federal National Mortgage Association and Government National Mortgage Association.
  - vii. Commercial paper issued by domestic corporations, which has received the highest rating issued by Moody's Investor Services, Inc. or Standard and Poor's Corporation. Eligible paper is further limited to issuing corporations that have total commercial paper program size in excess of two hundred and fifty million dollars (\$250,000,000) and have a long term debt rating of A or better from at last one nationally recognized rating service.
  - viii. Time drafts drawn on and accepted by a commercial bank, otherwise known as bankers' acceptances. The Authority may invest in bankers' acceptances issued by domestic commercial banks possessing the highest rating issued by Moody's Investor Services, Inc. or Standard and Poor's Corporation.



**ST. LOUIS REGIONAL CONVENTION AND  
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*Notes to Financial Statements (continued)*

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- ix. Local government investment pools established under the authority of Article VI, Section 16 of the Constitution of Missouri and Section 70.210 to 70.320 of the Revised Statutes of Missouri, as amended and rated at the highest rating category of at least one nationally recognized rating service.

The Authority's policy does not apply to the investment of proceeds of any revenue funds issued by the Authority, which proceeds are held by a trustee or escrow agent under a trust indenture, escrow agreement or similar agreement in a construction fund, acquisition fund, project fund or other similar such fund.

GASB Statement No. 72, *Fair Value Measurement and Application*, provides the framework for measuring fair value. That framework provides a fair value hierarchy that prioritizes the inputs to valuation techniques used to measure fair value. The hierarchy gives the highest priority to unadjusted quoted prices in active markets for identical assets or liabilities (level 1 measurements) and the lowest priority to unobservable inputs (level 3 measurements). The three levels of the fair value hierarchy under GASB 72 are described below:

Level 1	Inputs to the valuation methodology are unadjusted quoted prices for identical assets or liabilities in active markets that the Authority has the ability to access.
Level 2	Inputs to the valuation methodology include:  Quoted prices for similar assets or liabilities in active markets; Quoted prices for identical or similar assets or liabilities in inactive markets; Inputs other than quoted prices that are observable for the asset or liability; Inputs that are derived principally from or corroborated by observable market data by correlation or other means.
Level 3	Inputs to the valuation methodology are unobservable and significant to the fair value measurement.

The assets or liability's fair value measurement level within the fair value hierarchy is based on the lowest level of any input that is significant to the fair value measurement. Valuation techniques used need to maximize the use of observable inputs and minimize the use of unobservable inputs. The following is a description of the valuation methodologies used for assets measured at fair value.

- Money market mutual funds: Valued using quoted market prices (Level 1 inputs).
- Debt Securities and Negotiable Certificates of Deposit: Valued using a matrix pricing model where similar securities are given a price based on the credit rating and maturity (Level 2 inputs).

The Authority participates in the Missouri Securities Investment Program (MOSIP). MOSIP is an external investment pool in which the Authority's monies are pooled with other local governments' monies to purchase investments that are permitted by state statutes. The Authority's monies are used to purchase a pro-rata share of the pool. A board of directors, comprised of Missouri school administrators, school board members, and school business officials provides governance and oversight of MOSIP's operations. The Board seeks to maintain a stable net position value of \$1 per share.



**ST. LOUIS REGIONAL CONVENTION AND  
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*Notes to Financial Statements (continued)*

The deposits and investments held at December 31 are as follows:

<b>Type</b>	<b>Carrying Value</b>	
	<b>2017</b>	<b>2016</b>
<b>Deposits:</b>		
Demand deposits	\$ 115,353	\$ 604,979
<b>Investments:</b>		
Money Market Mutual Funds	1,999,195	2,737,813
MOSIP External Investment Pool	102	127,234
Negotiable Certificates of Deposit	998,885	-
Federal National Mortgage Association	501,340	51,139
Societe General GIC	5,882,526	5,882,939
<b>Total Investments</b>	<b>9,382,048</b>	<b>8,799,125</b>
<b>Total Deposits And Investments</b>	<b>\$ 9,497,401</b>	<b>\$ 9,404,104</b>
<b>Reconciliation to the Statements of Net Position:</b>		
<b>Current:</b>		
Cash and cash equivalents	\$ 115,353	\$ 604,979
Short-term investments	67,896	267,335
Long-term investments	-	51,139
<b>Restricted Assets:</b>		
Trustee-held investments	9,314,152	8,480,651
<b>Total</b>	<b>\$ 9,497,401</b>	<b>\$ 9,404,104</b>

*Custodial Credit Risk-Deposits* - Custodial credit risk is the risk that in the event of a bank failure, the Authority's deposits may not be returned to it. The Authority has adopted the depository policy of the Treasurer of the State of Missouri. At December 31, 2017, the Authority was in compliance with its policy. At December 31, 2016, the Authority's bank balance of \$350,243 was uninsured and uncollateralized.

*Custodial Credit Risk - Investments* - For an investment, custodial credit risk is the risk that, in the event of the failure of the counterparty, the Authority will not be able to recover the value of its investment or collateral securities that are in the possession of an outside party. The Authority has adopted the investment policy of the Treasurer of the State of Missouri. As such, the Authority's investments are required to be fully collateralized and to be committed to the principles of safety, liquidity and yield, in that order, when managing its funds. The policy must restrict investments from speculative or risky investment vehicles. The Authority must review the value, the rating and investment return on a regular basis. At December 31, 2017 and 2016, the Authority was in compliance with its policy.

*Investment Interest Rate Risk* - Interest rate risk is the risk that changes in interest rates will adversely affect the fair value of an investment. The Authority's investment policy limits investment maturities for certain investments as noted below as a means of managing its exposure to fair value losses arising from increasing interest rates.



**ST. LOUIS REGIONAL CONVENTION AND  
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*Notes to Financial Statements (continued)*

<b>Investment Type</b>	<b>Maximum Maturity</b>
United States Agency Discount Notes	One (1) year
United States Agency Callable Securities	Five (5) years
United States Agency Step-Up Securities	Five (5) years
United States Mortgage Backed Securities	Five (5) years
Repurchase Agreements	90 days
Bankers' Acceptance	180 days
Commercial Paper	180 days

Maturities of investment held at December 31, 2017 and 2016 are as follows:

<b>Investment Type</b>	<b>2017</b>			
	<b>Investment Maturities (In Years)</b>			
	<b>Amount</b>	<b>Less Than 1</b>	<b>1 - 5</b>	<b>6 - 10</b>
Money Market Mutual Funds	\$ 1,999,195	\$ 1,999,195	\$ -	\$ -
MOSIP External Investment Pool	102	102	-	-
Negotiable Certificates of Deposit	998,885	499,610	499,275	-
Federal National Mortgage Association	501,340	501,340	-	-
Societe General GIC	5,882,526	-	5,882,526	-
	<b>\$ 9,382,048</b>	<b>\$ 3,000,247</b>	<b>\$ 6,381,801</b>	<b>\$ -</b>

  

<b>Investment Type</b>	<b>2016</b>			
	<b>Investment Maturities (In Years)</b>			
	<b>Amount</b>	<b>Less Than 1</b>	<b>1 - 5</b>	<b>6 - 10</b>
Money Market Mutual Funds	\$ 2,737,813	\$ 2,737,813	\$ -	\$ -
MOSIP External Investment Pool	127,234	127,234	-	-
Federal National Mortgage Association	51,139	-	51,139	-
Societe General GIC	5,882,939	-	5,882,939	-
	<b>\$ 8,799,125</b>	<b>\$ 2,865,047</b>	<b>\$ 5,934,078</b>	<b>\$ -</b>

*Investment Credit Risk* – Credit risk is that an issuer or other counterparty to an investment will not fulfill its obligations. The Authority's investment policy and state law limit its investment choices, as documented above. At December 31, 2017 and 2016, the Authority's investments subject to credit risk were rated as follows:

<b>Description</b>	<b>2017</b>		<b>2016</b>	
	<b>Amount</b>	<b>Rating</b>	<b>Amount</b>	<b>Rating</b>
Money Market Mutual Funds	\$ 1,999,195	AAA	\$ 2,737,813	AAA
MOSIP External Investment Pool	102	AAA	127,234	AAA
Negotiable Certificates of Deposit	998,885	Not rated	-	-
Societe General GIC	5,882,526	A	5,882,939	A

**ST. LOUIS REGIONAL CONVENTION AND  
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*Notes to Financial Statements (continued)*

*Concentration of Investment Credit Risk* – Concentration of credit risk is the risk of loss attributed to the magnitude of the Authority's investment in a single issuer. Concentration of credit risk is required to be disclosed by the Authority for any single investment that represents 5% or more of total investments (excluding investments issued by or explicitly guaranteed by the U.S. Government, investments in mutual funds, investments in external investment pools and investments in other pooled investments).

The Authority places the following limits on the amount it may invest in any one issuer.

<b>Description</b>	<b>Concentration Maximum</b>
Repurchase Agreements	No more than 15%
Bankers' Acceptances	No more than 5%
Commercial Paper	No more than 5%

At December 31, the Authority had the following investments that were more than 5% of the Authority's total investments:

<b>Description</b>	<b>Concentration</b>	
	<b>2017</b>	<b>2016</b>
Societe General GIC	63%	67%

- B. Following is a summary of the Authority's cash and cash equivalents at December 31, 2017 and 2016:

	<b>2017</b>	<b>2016</b>
Demand Deposits	\$ 115,353	\$ 604,979
	\$ 115,353	\$ 604,979

- C. Short-term investments represent investments of the Expense Fund at December 31, 2017 and 2016 as follows:

	<b>2017</b>	<b>2016</b>
Federal National Mortgage Association	\$ 2,155	-
Money Market Mutual Funds	65,639	140,101
MOSIP External Investment Pool	102	127,234
	\$ 67,896	\$ 267,335



**ST. LOUIS REGIONAL CONVENTION AND  
SPORTS COMPLEX AUTHORITY**

*Notes to Financial Statements (continued)*

- D. Long-term investments represent investments of the Expense Fund at December 31, 2017 and 2016 as follows:

	<b>2017</b>	<b>2016</b>
Federal National Mortgage Association	\$ -	\$ 51,139
	\$ -	\$ 51,139

- E. Investments in trustee-held investments are summarized at December 31, 2017 and 2016 as follows:

	<b>2017</b>	<b>2016</b>
Money Market Mutual Funds	\$ 1,933,556	\$ 2,597,712
Federal National Mortgage Association	499,185	-
Negotiable Certificates of Deposit	998,885	-
Guaranteed Investment Contracts	5,882,526	5,882,939
	\$ 9,314,152	\$ 8,480,651

**3. TRUSTEE-HELD ACCOUNTS**

UMB Bank and Trust, N.A. is trustee, bond registrar, and paying agent in accordance with the bond indentures. The trustee has invested the unexpended bond proceeds in accordance with the bond indentures for future payment of bond principal, interest, and construction costs.

A summary of restricted cash and investments in trustee-held accounts at December 31, 2017 and 2016 follows:

	<b>2017</b>	<b>2016</b>
City Bond Fund	\$ 11,765	\$ 12,167
City Bond Reserve Fund	5,870,772	5,870,772
Preservation Fund	3,431,615	2,283,947
State Bond Construction Fund	-	313,765
<b>Total</b>	<b>\$ 9,314,152</b>	<b>\$ 8,480,651</b>

During 2017, the State Bond Construction Fund was transferred to the Preservation Fund.

**ST. LOUIS REGIONAL CONVENTION AND  
SPORTS COMPLEX AUTHORITY**

*Notes to Financial Statements (continued)*

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The bond documents require the Authority to establish certain accounts as follows:

**Bond Funds**

Semiannual payments are due from the Sponsors in accordance with the Financing Agreement. The semiannual payments from the Sponsors shall be deposited into these funds in an amount adequate to pay interest and principal on a semi-annual basis, as required.

**Bond Reserve Funds**

The Series A and Series B bonds outstanding at December 31, 2002 were refunded during 2003. During 2013, the 2003 bonds were refunded. The refunding bonds were issued without any requirements for the maintenance of bond reserve funds. The balance of the funds related to the Series A and Series B bond reserve funds were deposited into other funds in accordance with provisions of the bond documents.

At December 31, 2017 and 2016, an amount at least equal to \$5,870,772 shall be maintained in the Series C bond reserve fund. The balance in this fund was \$5,870,772 at December 31, 2017 and 2016.

**Preservation Funds**

Beginning August 1, 1994 and semiannually thereafter, during each Sponsor's fiscal year, the Sponsors are required to make preservation payments in accordance with the Financing Agreement, as follows: State Sponsor - \$1,000,000 (\$2,000,000 annually) and the County and City Sponsors - \$500,000, each (\$1,000,000 annually, each). These proceeds will be used for preservation costs to maintain and improve the Facility. During 2017 and 2016, the Authority expended approximately \$3.1 million and \$5.8 million, respectively, for the preservation of the Facility.

**Expense Fund**

The Expense Fund is the operational account of the Authority and is partially funded from the investment earnings from the Bond and Reserve Funds, if there are any earnings remaining after the bond requirements are paid. The earnings from the Expense Fund are invested at UMB Bank, generally in short-term investments. The expenditures paid from the Expense Fund are used to pay for operating expenses of the Authority and provide supplemental funding for capital expenditures on the Facility, as needed. The Authority does not consider the fund to be restricted and this is the fund the Authority used in 2017 and 2016 for the expenses of the training facility (Note 6). During 2016, expenses related to the Riverfront stadium were paid from this fund.

**Construction Fund**

A portion of the proceeds of the Series A 2013 Bonds was deposited in the Construction Fund. The Authority will use such funds to pay the costs of certain capital improvements to the Dome. During 2017, this fund was transferred to the Preservation Fund.



**ST. LOUIS REGIONAL CONVENTION AND  
SPORTS COMPLEX AUTHORITY**

*Notes to Financial Statements (continued)*

**4. CAPITAL ASSETS**

A summary of changes in capital assets for the years ended December 31, 2017 and 2016 were as follows:

	<b>2017</b>			
	<b>Beginning Balance</b>	<b>Additions</b>	<b>Deductions</b>	<b>Ending Balance</b>
<b>Capital Assets, Not Being Depreciated</b>				
Land	\$ 46,395,862	\$ -	\$ -	\$ 46,395,862
Construction in process	785,328	745,977	-	1,531,305
<b>Total Capital Assets, Not Being Depreciated</b>	47,181,190	745,977	-	47,927,167
<b>Capital Assets, Being Depreciated</b>				
Multi-purpose convention and stadium facility	299,468,804	655,181	(480,592)	299,643,393
Furniture and equipment	8,056,065	12,897	(2,840,934)	5,228,028
<b>Total Capital Assets, Being Depreciated</b>	307,524,869	668,078	(3,321,526)	304,871,421
<b>Accumulated Depreciation</b>				
Multi-purpose convention and stadium facility	(173,115,342)	(9,678,868)	341,517	(182,452,693)
Furniture and equipment	(5,535,737)	(320,348)	2,138,683	(3,717,402)
<b>Total Accumulated Depreciation</b>	(178,651,079)	(9,999,216)	2,480,200	(186,170,095)
<b>Total Capital Assets Being Depreciated, Net</b>	128,873,790	(9,331,138)	(841,326)	118,701,326
<b>Capital Assets, Net</b>	\$ 176,054,980	\$ (8,585,161)	\$ (841,326)	\$ 166,628,493

**ST. LOUIS REGIONAL CONVENTION AND  
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*Notes to Financial Statements (continued)*

	2016			
	Beginning Balance	Additions	Deductions	Ending Balance
<b>Capital Assets, Not Being Depreciated</b>				
Land	\$ 46,395,862	\$ -	\$ -	\$ 46,395,862
Construction in process	636,692	558,368	(409,732)	785,328
<b>Total Capital Assets, Not Being Depreciated</b>	47,032,554	558,368	(409,732)	47,181,190
<b>Capital Assets, Being Depreciated</b>				
Multi-purpose convention and stadium facility	295,311,185	4,250,129	(92,510)	299,468,804
Furniture and equipment	8,922,250	96,556	(962,741)	8,056,065
<b>Total Capital Assets, Being Depreciated</b>	304,233,435	4,346,685	(1,055,251)	307,524,869
<b>Accumulated Depreciation</b>				
Multi-purpose convention and stadium facility	(163,628,697)	(9,557,564)	70,919	(173,115,342)
Furniture and equipment	(5,584,368)	(533,434)	582,065	(5,535,737)
<b>Total Accumulated Depreciation</b>	(169,213,065)	(10,090,998)	652,984	(178,651,079)
<b>Total Capital Assets Being Depreciated, Net</b>	135,020,370	(5,744,313)	(402,267)	128,873,790
<b>Capital Assets, Net</b>	\$ 182,052,924	\$ (5,185,945)	\$ (811,999)	\$ 176,054,980

The Authority capitalized interest costs as a component of the multi-purpose convention and stadium facility through the date of significant completion of the Facility, and capitalized interest costs as a component of the significant improvements made in 2004.



**ST. LOUIS REGIONAL CONVENTION AND  
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*Notes to Financial Statements (continued)*

**5. LONG-TERM LIABILITIES**

A summary of changes in bonds outstanding for the years ended December 31, 2017 and 2016 were as follows:

	2017				
	Beginning Balance	Additions	Reductions	Ending Balance	Amounts Due Within One Year
<b>Bonds Payable</b>					
Series 2013 A	\$ 43,285,000	\$ -	\$ (7,835,000)	\$ 35,450,000	\$ 8,225,000
Series 2013 B	21,615,000	-	(3,915,000)	17,700,000	4,105,000
Series 2007 C	21,460,000	-	(3,865,000)	17,595,000	4,070,000
<b>Note payable</b>	1,534,186	65,836	(97,522)	1,502,500	-
	87,894,186	65,836	(15,712,522)	72,247,500	16,400,000
Add: Unamortized premiums	5,519,055	-	(1,876,425)	3,642,630	-
	\$ 93,413,241	\$ 65,836	\$ (17,588,947)	\$ 75,890,130	\$ 16,400,000

	2016				
	Beginning Balance	Additions	Reductions	Ending Balance	Amounts Due Within One Year
<b>Bonds Payable</b>					
Series 2013 A	\$ 50,815,000	\$ -	\$ (7,530,000)	\$ 43,285,000	\$ 7,835,000
Series 2013 B	25,380,000	-	(3,765,000)	21,615,000	3,915,000
Series 2007 C	25,130,000	-	(3,670,000)	21,460,000	3,865,000
<b>Note payable</b>	-	1,534,186	-	1,534,186	-
	101,325,000	1,534,186	(14,965,000)	87,894,186	15,615,000
Add: Unamortized premiums	7,736,595	-	(2,217,540)	5,519,055	-
	\$ 109,061,595	\$ 1,534,186	\$ (17,182,540)	\$ 93,413,241	\$ 15,615,000

**Bonds Payable**

The Authority originally issued Convention and Sports Facility Project Bonds during August 1991, the proceeds of which were used for the acquisition of land and construction and equipping of the Facility. The bonds were sponsored in the amount of \$132,910,000 by the State (Series A), \$65,685,000 by the County (Series B), and \$60,075,000 by the City (Series C). Pursuant to the Financing Agreement entered into with the Sponsors in August 1991, the Authority leased the Facility to the Sponsors, who subleased the Facility back to the Authority. The payments made by the Sponsors under the Financing Agreement, which are subject to annual appropriation by the Sponsors, are designed to be sufficient to pay the principal of and interest on the bonds when due.

On December 15, 1993, the Authority issued \$121,705,000 in Series A refunding bonds and \$60,180,000 in Series B refunding bonds to advance refund \$101,410,000 of outstanding 1991 Series

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*Notes to Financial Statements (continued)*

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A bonds and \$50,275,000 of outstanding 1991 Series B bonds, respectively. This transaction was considered to be a partial defeasance of the outstanding 1991 Series A and Series B bonds as the advance refunding related only to those bonds scheduled to mature on August 15, 2004 and thereafter. The 1991 Series A and Series B bonds were fully refunded in 2003.

On February 27, 1997, the Authority issued \$61,285,000 in Series C refunding bonds to advance refund \$47,155,000 of outstanding 1991 Series C bonds. This transaction was considered to be a partial defeasance of the outstanding 1991 Series C bonds as the advance refunding related only to those bonds scheduled to mature on August 15, 2004 and thereafter. The 1991 Series C bonds were fully refunded in 2007.

On August 1, 2003, the Authority issued \$116,030,000 in Series A refunding bonds to refund \$2,845,000 of Series A 1991 Bonds and \$113,170,000 of Series A 1993 refunding bonds and the Authority issued \$58,790,000 in Series B refunding bonds to refund \$1,390,000 of Series B 1991 Bonds and \$56,020,000 of Series B 1993 refunding bonds. These transactions were considered to be a current refunding and the remaining Series 1991 and all of the 1993 refunding bonds were fully refunded on August 15, 2003. The 2003 Series A and Series B bonds were fully refunded in 2013.

On May 17, 2007, the Authority issued \$49,585,000 in Series C 2007 refunding bonds to refund all of the Series C 1997 bonds maturing on August 15, 2009 and thereafter. The Series C 1997 bonds were fully refunded on August 15, 2007.

On August 20, 2013, the Authority issued \$65,195,000 in Series A refunding bonds to current refund \$65,385,000 of Series A 2003 Bonds and issued \$32,560,000 in Series B refunding bonds to current refund \$32,180,000 of Series B 2003 Bonds.

Principal payments on the outstanding bonds are to be made annually on August 15. Interest payments are to be made semiannually each February 15 and August 15. Interest rates on the Series A and B bonds range from 2% to 5% and the interest rate for the Series C bonds is 5.25%.

A summary of the annual principal and interest requirements to maturity as of December 31, 2017 follows:

<b>Year Ending December 31,</b>	<b>Principal</b>	<b>Interest</b>	<b>Total</b>
2018	\$ 16,400,000	\$ 3,581,238	\$ 19,981,238
2019	17,225,000	2,751,063	19,976,063
2020	18,105,000	1,879,113	19,984,113
2021	19,015,000	962,600	19,977,600
	\$ 70,745,000	\$ 9,174,014	\$ 79,919,014



**ST. LOUIS REGIONAL CONVENTION AND  
SPORTS COMPLEX AUTHORITY**

*Notes to Financial Statements (continued)*

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**Note Payable**

On February 1, 2016, the Authority entered into a promissory note and loan agreement ("note payable") with the Missouri Development Finance Board for a maximum amount of \$3 million, plus the amount of accrued but unpaid interest on the note. The note bears interest at 4% per annum and matures January 14, 2021, subject to extension. The note is interest only and no scheduled principal payments are required until maturity. The first interest due date is January 14, 2019 and is payable annually until the maturity date. In 2018, the Authority paid all interest that was due through December 15, 2018. As of December 31, 2017 and 2016, the balance on the note was \$1,502,500 and \$1,534,186 including accrued interest of \$2,500 and \$34,186, respectively.

**6. COOPERATIVE AGREEMENT**

On November 1, 1995, the Authority entered into a Cooperative Agreement (the Agreement) with the City and the CVC to provide a portion of the \$12,500,000 funding necessary for construction of a training facility for the St. Louis Rams. In conjunction with the Agreement, the Authority issued \$5,000,000 in Revenue Anticipation Notes, Series 1995 Rams Training Facility Project (the Notes). Funding for the repayment of principal and interest on the Notes came from the City's 5% tax on admission charges to Rams' games played within the City.

The tax proceeds represent the City's portion of the training facility's cost. The Authority's obligation to repay the Notes is limited to the funds appropriated by the City, and no funds or assets of the Authority are to be pledged for repayment. The Notes and interest do not constitute a debt or liability of the Authority, nor will the Authority be liable or obligated to levy any form of taxation to make appropriation for payment. In May 1996, the Authority received title to the training facility which it, in turn, leased to the St. Louis Rams. Such lease provides for the St. Louis Rams to operate and maintain the training facility at their sole, exclusive cost. The Authority has not recorded the assets or liabilities relating to these transactions in its financial statements for the years ended December 31, 2017 or 2016. The Revenue Anticipation Notes were paid in full on August 16, 2000.

On April 30, 2016, the training facility lease was terminated and since that time, the Authority has operated and maintained the property. The Authority has leased the facility to a tenant in 2017. See Note 10.

The Authority has filed suit in the St. Louis County 21<sup>st</sup> Circuit Court against the Rams in an effort to prevent the team from purchasing the training facility property. The terminated lease between the Rams and the Authority contained a provision purportedly giving the Rams an option of purchasing the facility and the land in October 2024. The suit is seeking to declare that provision invalid.

**7. RISK MANAGEMENT**

The Authority is exposed to various risks of loss and the operating lease agreement requires the CVC to obtain insurance coverage for the Facility. The CVC purchases commercial insurance for risks it considers significant and the Authority is listed as an additional insured on these policies.

**ST. LOUIS REGIONAL CONVENTION AND**  
**SPORTS COMPLEX AUTHORITY**

*Notes to Financial Statements (continued)*

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**8. EMPLOYEE BENEFIT PLAN**

The Authority has adopted a Simplified Employee Pension plan (SEP). A SEP plan allows employers to contribute to traditional IRAs set up for each employee. Employers are not required to contribute; however, when employers do contribute, they must contribute the same percentage for all eligible employees. The Authority generally contributes 10% of annual salary to an individual employee account. Employees are not eligible to contribute. Contributions to SEP accounts and earnings on those contributions are 100% vested by the employee. The Authority contributed \$24,668 and \$33,113 during 2017 and 2016, respectively.

**9. COMMITMENTS**

The Authority, in conjunction with America's Center, has approved a budget for Preservation expenditures based upon the America's Center's fiscal years ending June 30, 2018 and 2017 in the amount of approximately \$2.69 million and \$5.12 million, respectively. As of December 31, 2017, the amount encumbered relating to these budgets amounted to approximately \$0.57 million and \$3.59 million for June 30, 2018 and 2017, respectively. At the end of an 18-month operating cycle any unencumbered funds are reprogrammed to a current fiscal year, if necessary.

**10. LEASE AGREEMENT**

The Authority entered into an original lease agreement with a tenant for a portion of the training facility described in Note 6. The original lease commencement date is February 1, 2017 through January 31, 2018 with seven (7) optional extension terms through October 21, 2024. On September 15, 2017, the first amendment to the lease expanded the lease to the entire property. During 2017, the Authority recognized approximately \$135,000 of lease income and the lessee is now required to pay all utilities.