GATEWAY ECONOMIC DEVELOPMENT CORPORATION OF GREATER CLEVELAND
CUYAHOGA COUNTY

REGULAR AUDIT

FOR THE YEAR ENDED DECEMBER 31, 2003

Auditor of State
Betty Montgomery

GATEWAY ECONOMIC DEVELOPMENT CORPORATION OF GREATER CLEVELAND
CUYAHOGA COUNTY

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Auditor of State
Betty Montgomery

INDEPENDENT ACCOUNTANTS' REPORT

Members of the Board of Trustees
Gateway Economic Development Corporation of Greater Cleveland
Cuyahoga County
758 Bolivar Road
Cleveland, Ohio 44115

We have audited the accompanying basic financial statements of the Gateway Economic Development Corporation of Greater Cleveland, Cuyahoga County, Ohio, (Gateway), as of and for the year ended December 31, 2003, as listed in the table of contents. These financial statements are the responsibility of Gateway's 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 opinion.

In our opinion, the financial statements referred to above present fairly, in all material respects, the financial position of Gateway Economic Development Corporation of Greater Cleveland, Cuyahoga County, Ohio, as of December 31, 2003, and the changes in its financial position and its cash flows for the year then ended in conformity with accounting principles generally accepted in the United States of America.

As described in Note 3, during the year ended December 31, 2003, Gateway adopted Governmental Accounting Standards Board Statement 34, 37 and 38. In addition, as described in Note 9, subsequent to the year ended December 31, 2003, Gateway adopted a memorandum of understanding that affected naming rights receivable, deferred revenue, and prepaid rent.

As described in Note 14 to the financial statements, Gateway has experienced a deficit balance in net assets at December 31, 2003, based on generally accepted accounting principles. In addition, Gateway has experienced significant losses in the last five years. Gateway has relied on short and long term borrowing as well as nonrecurring revenue to pay its obligations as they come due. Management's plan in regard to these matters is described in Note 14 to the financial statements.

In accordance with *Government Auditing Standards*, we have also issued our report dated September 10, 2004, on our consideration of Gateway's internal control over financial reporting and our tests of its compliance with certain provisions of laws, regulations, contracts and grants. That report is an integral part of an audit performed in accordance with *Government Auditing Standards* and should be read in conjunction with this report in considering the results of our audit.

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Management's Discussion and Analysis is not a required part of the basic financial statements, but is supplementary information the Governmental Accounting Standards Board requires. We have applied certain limited procedures, which consisted principally of inquiries of management regarding the methods of measurement and presentation of the required supplementary information. However, we did not audit the information and express no opinion on it.

Betty Montgomery

Betty Montgomery
Auditor of State

September 10, 2004

Gateway Economic Development Corporation of Greater Cleveland
Management's Discussion and Analysis
For the Year Ended December 31, 2003
Unaudited

The discussion and analysis of the Gateway Economic Development Corporation of Greater Cleveland provides an overall review of the Company's financial activities for the year ended December 31, 2003. The intent of the discussion and analysis is to look at the company's financial performance as a whole; readers should also review the basic financial statements and the notes to the basic financial statements to enhance their understanding of the Company's financial performance.

Financial Highlights

Key financial highlights affecting 2003 are as follows:

- The most significant financial highlight positively affecting Gateway is the new improved leases with both teams. The signed Memoranda of Understanding with each team provides Gateway a predictable stream of revenue from the teams that covers all Gateway's operating expenses and places responsibility for most capital repairs on the teams.
- Assets decreased by $17,813,429 primarily due to the removal of the Naming Rights receivable.
- Liabilities also decreased by $24,223,983 primarily due to the extinguishment of short and long term liabilities such as Naming Rights and Deferred Revenue.
- In Total, Net Assets decreased $21,004,396.
- Total Operating Revenues totaled $4,304,371 for the year.

Using this Annual Financial Report

This annual report consists of financial statements and notes to those statements. These statements are organized so the reader can understand Gateway Economic Development Corporation of Greater Cleveland as a financial whole.

The Statement of Net Assets and the Statement of Revenues, Expenses and Changes in Net Assets provide information about the activities of the company. Gateway only has one major fund for business-type activities.

Statement of Net Assets and Statement of Revenues, Expenses and Changes in Net Assets

While this document contains information about the funds used by Gateway to provide service to the City, County, the teams and taxpayers, the view of Gateway as a whole looks at all financial transactions and asks the question, "How did we do financially during 2003?" The Statement of Net Assets and the Statement of Revenues, Expenses and Changes in Net Assets answer this question. These statements include all assets and liabilities using the accrual basis of accounting. This basis of accounting takes into account all of the current year's revenues and expenses regardless of when the cash is received.

These statements report Gateway's net assets and the change in those assets. This change in net assets is important because it tells the reader whether Gateway has improved or diminished.

- Business Activities – Gateway is a Non-Profit 501(c)(3) Corporation created to own, finance, construct and operate the Gateway Sports Complex by overseeing services such as maintenance, security and other capital repairs at the Gateway Sports Complex.

Notes to the financial statements provide additional information that is essential to a full understanding of the data provided in the financial statements.

Business-wide financial analysis
Table 1 provides a summary of Gateway's net assets for 2003 and 2002 Business Activities.

Table 1
NET ASSETS

	2003	2002
ASSETS:		
Current Assets-Unrestricted	$ 631,477	$ 2,951,814
Current Assets-Restricted	10,828,163	11,782,260
Non-Current Assets-Restricted	11,711,942	11,721,564
Non-Current Assets Deferred Costs, Net	5,617,726	20,147,099
Total Assets	**28,789,308**	**46,602,737**
LIABILITIES:		
Current Liabilities (Less Debt)	5,504,276	15,172,489
Non-Current Liabilities (Less Debt)	5,523,150	5,101,663
Total Liabilities	**11,027,426**	**20,274,152**
Net Assets		
Invested in Capital Assets	234,605,836	253,706,595
Less Related Debt	(311,999,441)	(318,662,507)
Net of Related Debt	(77,393,605)	(64,955,912)
Total Net Assets	**$ (59,631,723)**	**$ (38,627,327)**

In the case of Gateway, the majority of all assets and liabilities are capital assets. As a result, the depreciation, amortization and interest expense have a significant impact on the Total Net Assets. The majority of the change is due to the change in Accumulated depreciation of $19,100,759. In addition, Naming Rights receivables were extinguished as a result of the new "Memorandum of Understanding" (see Note 8 & 9) agreements with both teams.

Total Liabilities at $323,026,867 decreased overall by $24,223,983. The majority of these changes were due to reductions in Current and Long Term Debt such as the Prepaid Rent of the Gund Arena.

Net Assets for 2003 totaled ($59,631,723). Increases in this deficit were mainly due to increases in accumulated depreciation and interest.

Table 2 shows the changes in Net Assets for the year ended December 31, 2003. Gateway implemented GASB statement no. 34, basic financial statements this year.

Table 2
Revenues, Expenses and Changes in Net Assets
As of December 31, 2003

	2003	2002
Operating Revenues		
Lease Income	$ 3,367,436	$ 4,367,754
Naming Rights Revenue	700,000	700,000
Other	236,935	328,163
Total Operating Revenues	4,304,371	5,395,917
Operating Expenses		
Administrative and General	3,824,785	3,379,827
Depreciation and Amortization	19,304,577	19,241,158
Salaries and Related Expenses	207,199	153,848
Professional Fees	135,920	79,060
Property Tax Expense	979,941	943,729
Security Expense	540,894	587,547
Repairs and Maintenance	4,684,773	3,240,996
Total Operating Expense	29,678,089	27,626,165
Operating Loss	(25,373,718)	(22,230,248)
Non-Operating Revenues		
Luxury Tax	13,593,272	16,395,978
Premium Seating Revenue	4,661,571	4,536,538
Interest Income	1,821,799	2,826,766
Incremental Transient Occup. Tax Credit	212,180	212,180
Total Non-Operating Revenues	20,288,822	23,971,462
Non-Operating Expenses		
Interest Expense	15,919,500	19,062,417
Total Non-Operating Expense	15,919,500	19,062,417
Net Non-Operating Income	4,369,322	4,909,045
Net Assets		
Net Decrease in Net Assets	(21,004,396)	(17,321,203)
Total Net Assets at Beginning of Year	(38,627,327)	(29,620,315)
Adjustment to Retained Earnings For Gund Arena Rent Offset at year end December 31, 2002 (See Note9)		8,314,191
Total Net Assets at End of Year	**$ (59,631,723)**	**$ (38,627,327)**

Lease income from Gund Arena accounted for 78% of the Operating revenue. Gateway rent received from Gund Arena is derived from the ticket sales exceeding 1,850,000 less specific ticket sales outlined in the lease. Additionally, Gateway receives Gund Arena rent from sales of executive suites and club seats at 27.5% and 48% of such sales, respectively. The ticket sales did not exceed the threshold and suite and club seat revenues were offset against capital repairs as specified in the lease. The Cleveland Indians with paid attendance of 1,674,251 through October 2003 did not owe rent in accordance with Article VI of the lease. Rent to Gateway from the Cleveland Indians commences once paid attendance exceeds 1,850,000.

Operating expenses for 2003 totaled $29,678,089 which represents an increase of $2,051,924 over the prior year. The majority of the increases were due to Capital repair offsets from Gund Arena. An adjustment was made to the prior year ending retained earnings to remove the 2002 year ending rent offset/deferred revenue balance of $8,314,191. This adjustment was made as a result of the binding Memorandum of Understanding by both teams. With new agreements in place it has been determined that the amount of prepaid rent by Gund Arena could only be recovered as a credit against future rent obligations. Since the requirement to recognize prepaid rent is not an obligation of the city or county and any prepaid rent would be extinguished at the end of the lease there is no possible circumstance where this could be a liability of Gateway to be paid to Gund Arena.

General Budget Highlights

Administration, maintenance and security of Gateway fall under the direction of its Executive Director and staff. Gateway staff under the new Memorandum of Understanding agreements now prepares a detailed operating budget for both teams and a consolidated budget that is reviewed with the teams as well as Gateway's Board of Directors. This budget, once approved, is analyzed and reviewed on a quarterly basis with the teams. Financial reports are also submitted to the Board members monthly and reviewed at quarterly meetings. Gateway also has oversight of capital repairs for both teams.

Table 3
Capital Assets
Net of Accumulated Depreciation

	2003	2002
Land	$ 23,108,049	$ 23,108,049
Building & Improvements		
Ballpark	77,751,658	85,544,937
Arena	91,248,003	95,685,513
Site	19,089,425	21,091,268
Furniture, Fixtures & Equipment		
Ballpark	2,582,851	4,551,917
Arena	4,715,757	6,652,304
Capitalized Costs	16,011,486	16,802,176
Other	50,008	57,440
Total	**$ 234,605,836**	**$ 253,706,595**

Capital Assets

Gateway's investment in capital assets for its activities as of December 31, 2003 amount to $234,605,836. This investment in capital assets includes land, both sports facilities along with equipment, site-work and furniture.

Table 4 below summarizes Gateway's long term loan obligations outstanding

Table 4
Outstanding Long-Term Obligations at Year End

	2003	2002
Bonds Payable:		
Senior Lien Excise Tax Refunding Bonds, Issue 2001	$ 26,705,000	$ 35,710,000
Stadium Revenue Bonds	23,455,000	24,385,000
Subordinated Excise Tax Bonds		
Term Bonds due September 1, 2003 through 2005	7,590,000	8,955,000
Notes Payable:		
Cuyahoga County	187,418,901	184,480,783
State of Ohio ($4 million assumed from the Greater Cleveland New Stadium Corporation)	6,759,276	7,853,310
Cleveland Development Partnership	28,000,000	28,000,000
Cleveland Foundation/Cuyahoga County	1,750,000	1,750,000
Subtotal	281,678,177	291,134,093
Less-Current Portion	(15,319,120)	(15,834,034)
Less-Unamortized Discount	(111,380)	(122,072)
Plus-Unamortized Premium	517,769	998,637
Total	**$ 266,765,446**	**$ 276,176,624**

At the end of 2003, Gateway had Long Term Obligations outstanding of $266,765,446. Additional information on Gateway's long term debt can be found in the footnote section.

Economic Factors and Next Year's 2005 Budget

On February 2, 2004 Gateway announced that the organization had reached agreements to restructure the leases with the Cleveland Cavaliers and Cleveland Indians that secured Gateway's financial standing and insure the upkeep of the team's facilities. The Memorandum of Understanding provides Gateway for the first time, a predictable stream of revenue from the teams that covers all Gateway's operating expenses and places responsibility for most capital repairs on the teams. The new agreement also calls for refinancing of stadium revenue bonds to take advantage of low rates that will generate funds to help cover the capital needs of Jacobs Field. The Chairman believes that this agreement protects the financial interests of Gateway for the foreseeable future. This agreement will also protect the taxpayer's investment in the facilities through city and county investment without asking the county or city taxpayers to subsidize Gateway operations. The teams have approved Gateway's 2004 operations budget totaling $ 2,895,325 and will forward these payments at the beginning of each quarter.

Contacting Gateway's Financial Management

The financial report is designed to provide city, county, taxpayers and any other interested parties with a general overview of Gateway's finances. If you have any questions about this report or need additional information, contact Gateway's Executive Director, Todd Greathouse at Gateway Economic Development Corporation of Greater Cleveland, 758 Bolivar, Cleveland, Ohio 44115, and phone no. 216- 420-4071.

GATEWAY ECONOMIC DEVELOPMENT CORPORATION OF GREATER CLEVELAND
CUYAHOGA COUNTY
Statement of Net Assets - Proprietary Fund
As of December 31, 2003

Assets	Business-Type Activities
Current Assets - Unrestricted	
Cash and Cash Equivalents	$ 54,450
Receivables:	
Luxury Tax	403,788
Interest	3,177
Prepaid Expenses and Other Assets	170,062
	631,477
Current Assets-Restricted	
Restricted Cash and Cash Equivalents	10,828,163
Total Current Assets	11,459,640
Restricted Non Current Assets	
Restricted Cash and Cash Equivalents	3,845,471
Restricted Investments	7,866,471
	11,711,942
Non-Current Assets	
Deferred Costs, Net	5,617,726
Sports Facility Project:	
Land	23,108,049
Stadium	180,664,676
Arena	158,306,378
Site	40,195,778
Capitalized Costs	23,720,720
Furniture, Fixtures and Equipment	201,698
	431,815,025
Less: Accumulated Depreciation	191,591,463
Sports Facility Project, Net	240,223,562
Total Assets	$ 263,395,144

See accompanying notes to the basic financial statements.

GATEWAY ECONOMIC DEVELOPMENT CORPORATION OF GREATER CLEVELAND
CUYAHOGA COUNTY
Statement of Net Assets - Proprietary Fund
As of December 31, 2003

Liabilities		
Current Liabilities		
Accounts Payable	$	202,196
Property Taxes Payable		989,328
Accrued Interest		1,113,617
Current Portion of Long Term Debt		15,319,119
Current Portion of Deferred Revenue		4,312,752
Total Current Liabilities		21,937,012
Non Current Liabilities		
Long Term Debt, Less Current Portion		266,765,446
Long Term Accrued Interest		28,801,259
Deferred Revenue, Less Current Portion		2,091,900
Refundable Deposits		3,431,250
Total Long-term Liabilities		301,089,855
Total Liabilities		323,026,867
Net Assets		
Invested in Capital Assets, net of related debt		(77,393,605)
Restricted for Debt Service		22,540,105
Unrestricted		(4,778,223)
Total Net Assets	$	(59,631,723)

See accompanying notes to the basic financial statements.

GATEWAY ECONOMIC DEVELOPMENT CORPORATION OF GREATER CLEVELAND
CUYAHOGA COUNTY
Statement of Revenues, Expenses and Changes in Net Assets - Proprietary Fund
As of December 31, 2003

Operating Revenues	
Lease Income	$ 3,367,436
Naming Rights Revenue	700,000
Other	236,935
Total Operating Revenues	4,304,371
Operating Expenses	
Administrative and General	3,824,785
Depreciation and Amortization	19,304,577
Salaries and Related Expenses	207,199
Professional Fees	135,920
Property Tax Expense	979,941
Security Expense	540,894
Repairs and Maintenance	4,684,773
Total Operating Expense	29,678,089
Operating Loss	(25,373,718)
Non-Operating Revenues	
Luxury Tax	13,593,272
Premium Seating Revenue	4,661,571
Interest Income	1,821,799
Incremental Transient Occupancy Tax Credit	212,180
Total Non-Operating Revenues	20,288,822
Non-Operating Expenses	
Interest Expense	15,919,500
Total Non-Operating Expense	15,919,500
Net Non-Operating Income	4,369,322
Net Assets	
Net Decrease in Net Assets	(21,004,396)
Total Net Assets at Beginning of Year (Restated see Note 9)	(38,627,327)
Total Net Assets at End of Year	$ (59,631,723)

See accompanying notes to the basic financial statements.

GATEWAY ECONOMIC DEVELOPMENT CORPORATION OF GREATER CLEVELAND
CUYAHOGA COUNTY
Statement of Cash Flows - Proprietary Fund
For the Year Ended December 31, 2003

Cash Flows from Operating Activities		
Cash Received from Lease Advances	$	1,227,202
Cash Received from Other Revenue		236,935
Cash Paid for Administrative and General		(247,108)
Cash Paid for Salaries and Related Expenses		(207,199)
Cash Paid for Professional Fees		(135,920)
Cash Paid for Property Tax Expense		(887,398)
Cash Paid for Security Expense		(540,894)
Cash Paid for Repairs and Maintenance		(1,462,975)
		(2,017,357)
Cash Flows from Non-Capital Financing Activities		
Cash Received from Luxury Tax Revenue		14,628,308
Cash Received from Premium Seating Revenue		2,948,249
Cash Received from Transient Occupancy Tax Credit		212,180
		17,788,737
Cash Flows from Capital and Related Financing Activities		
Investment Income Received		2,640,969
Interest Expense		(11,912,711)
Increase in Deferred Revenue		1,499,576
Proceeds from Notes Payable		2,938,118
Principal Paid on Bonds Payable		(11,300,000)
Principal Paid on Notes Payable		(1,094,035)
		(17,228,083)
Net Decrease in Cash and Cash Equivalents		(1,456,703)
Cash and Cash Equivalents at Beginning of Year		16,184,787
Cash and Cash Equivalents at End of Year	$	14,728,084
Reconciliation of Operating (Loss) to Net Cash (Used) by Operating Activities		
Operating (Loss)	$	(25,373,718)
Adjustments to Reconcile to Net Cash Provided by Operating Activities:		
Depreciation and amortization		19,304,577
Net Changes in Operating Assets and Liabilities:		
(Increase) in Prepaid Expenses and Other Assets		(13,194)
Increase in Accounts Payable		39,661
Increase in Property Taxes Payable		92,543
Increase in Deferred Revenue		3,932,774
Net Cash (Used) by Operating Activities	$	(2,017,357)

See accompanying notes to the basic financial statements.

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED DECEMBER 31, 2003

1. DESCRIPTION OF THE REPORTING ENTITY AND BASIS OF PRESENTATION

Gateway Economic Development Corporation of Greater Cleveland (Gateway) was incorporated on May 31, 1990 and is a not-for-profit corporation legally separate from any other entity. Gateway, the City of Cleveland, and Cuyahoga County have entered into a three party agreement, whereby Gateway is authorized to construct, own, and provide for the operation of the sports facility, which includes a baseball stadium, arena and a joint development site (the Project). Substantially all of Gateway's assets are restricted as to use.

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

A. Basis of Accounting

Gateway follows the accrual basis of accounting whereby revenues are recognized when they are earned and become measurable and expenses are recognized where they are incurred.

Gateway applies a flow of economic resources measurement focus. With this measurement focus, all assets and liabilities associated with the operation of the fund are included on the balance sheet. The Statement of Activity presents increases (e.g., revenues) and decreases (e.g., expenses) in fund equity.

Basis of accounting refers to when revenues and expenses are recognized in the accounts and reported in the financial statements. Basis of accounting relates to timing of the measurements made.

B. Cash and Cash Equivalents

Cash received by Gateway is deposited into checking accounts for short-term needs or investment accounts under the direction of trustees appointed through the various financing agreements in order to pay long-term debt principal and interest. For presentation on the statement of net assets, investments with an original maturity of three months or less are considered cash equivalents.

C. Investments

Investments are stated at fair value per GASB Statement No. 31, "Accounting and Financial Reporting for Certain Investments and for External Investment Pools."

D. Sports Facility Project

Costs directly attributable to the stadium, arena and site are separately classified in the financial statements. Joint or common costs are allocated to the project components based upon management's allocation. The Stadium and Arena were substantially completed February 1, 1994 and September 15, 1994, respectively.

The sports facility project is recorded on the basis of cost and is depreciated on a straight-line basis over the estimated useful life of each class of depreciable asset. Normal maintenance and repair costs are expensed as incurred.

Land contributed to Gateway in 1990 includes the acquisition and demolition cost of obtaining the land by Greater Cleveland New Stadium Corporation.

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)

E. FEDERAL TAXES

Gateway is exempt from federal taxes under Section 501(c)(3) of the Internal Revenue Code.

F. NET ASSETS

Net assets represent the difference between assets and liabilities. Net assets invested in capital assets net of related debt consists of capital assets, net of accumulated depreciation, reduced by the outstanding balances of any borrowing used for the acquisition, construction or improvement of those assets. Net assets are reported as restricted when there are limitations imposed on their use either through constitutional provisions or enabling legislation or through external restrictions imposed by creditors, grantors or laws or regulations of other governments.

Gateway applies restricted resources when an expense is incurred for purposes for which both restricted and unrestricted net assets are available.

G. OPERATING REVENUES AND EXPENSES

Operating revenues are those revenues that are generated directly from primary activities of the proprietary fund. For Gateway, these revenues are lease income and naming rights revenue. Revenues and expenses not meeting these definitions are reported as non-operating.

3. CHANGES IN ACCOUNTING PRINCIPLE

For 2003, Gateway has implemented GASB Statement No. 34, “Basic Financial Statements and Management’s Discussion and Analysis – for State and Local Governments,” GASB Statement No. 37, “Basic Financial Statements and Management’s Discussion and Analysis - for State and Local Governments: Omnibus,” and GASB Statement No. 38, “Certain Financial Statement Note Disclosures.”

GASB Statement No. 34 establishes new financial reporting requirements for state and local governments throughout the United States for the purpose of enhancing the understandability and usefulness of financial reports. A Statement of Net Assets replaces the Balance Sheet and reports assets, liabilities, and the difference between them as net assets, not equity. A Statement of Revenues, Expenses, and Changes in Net Assets replaces the Statement of Revenues, Expenses, and Changes in Retained Earnings. GASB Statement No. 34 also requires that the Statement of Cash Flows be prepared using the direct method. Under the direct method, cash flows from operating activities are presented by major categories.

GASB Statement No. 37 clarifies certain provisions of Statement No. 34, including the required contents of the MD & A.

GASB Statement No. 38 modifies, establishes and rescinds certain financial statement note disclosures.

The impact of implementing GASB Statements Nos. 34, 37, and 38 resulted in changes in the presentation of the financial statements and providing additional information in the notes to the basic financial statements.

4. LUXURY TAX

Effective August 1, 1990, Cuyahoga County (the County) began to levy excise taxes on sales of liquor, cigarettes, beer, wine and mixed beverages in the County and will continue to do so for a period of fifteen years. Under the terms of the three party agreement between, Gateway, the City of Cleveland, and Cuyahoga County, the County has agreed to contribute the entirety of the luxury tax revenues to the payment of the costs of the sports facility and operations of Gateway during the capitalized interest period, which is equivalent to the construction period. After the capitalized interest period, the County pledged the luxury tax revenues to the payment of debt service obligations of Gateway and to pay costs of the sports facility. Any balance of such revenues is to be used to pay the costs of related economic development projects of the City of Cleveland.

Luxury tax receipts are transferred immediately upon receipt by the County to a bailee of luxury tax creditors (including the bond trustees). It is the duty of the bailee, by agreement to safe keep the luxury tax receipts, to invest the receipts and hold investment income, and to distribute luxury tax receipts only to those creditors entitled to receive the luxury taxes.

5. DEPOSITS AND INVESTMENTS

Gateway may invest the proceeds of various bond offerings (see Note 8) in authorized securities and deposits, including obligations of the federal government and its agencies, deposits with financial institutions, and other securities permitted by Gateway's financing agreements.

Gateway records the government securities held in the Senior Lien Refunding, Stadium Revenue and Subordinate Interest and Bond Funds at their fair value. Based upon the terms of the Debt Service Deposit Agreement, the following summarizes the balances in funds established by the trust indentures, at their fair value, at December 31, 2003:

	Senior Lien Refunding Bonds	Stadium Revenue Bonds	Subordinate Bonds	Total
Interest Fund	$ 342,484	$ 7	$ -	$ 342,491
Bond Fund	2,332,124	9	-	2,332,133
Reserve Fund	7,866,471	3,115,353	3,845,471	14,827,295
	$ 10,541,079	$ 3,115,369	$ 3,845,471	$ 17,501,919

The following information classifies deposits and investment by categories of risk as defined in GASB Statement 3, "Deposits with Financial Institutions, Investments and Reverse Repurchase Agreements."

Deposits: At fiscal year ended December 31, 2003, the carrying amount of Gateway's deposits was $54,450 and the bank balance was $54,200. Of the bank balance, $54,200 was covered by federal depository insurance.

5. DEPOSITS AND INVESTMENTS (Continued)

Investments: Gateway's investments are categorized below to give an indication of the level of risk assumed by Gateway at fiscal year ended December 31, 2003. Category 1 includes investments that are insured or registered or for which the securities are held by Gateway or its agent in Gateway's name. Category 2 includes uninsured and unregistered investments which are held by the counter party's trust department or agent in Gateway's name. Category 3 includes uninsured and unregistered investments for which the securities are held by the counter party, or by its trust department or agent, but not in Gateway's name. Gateway's investment in money market mutual funds are unclassified investment since they are not evidenced by securities that exist in physical or book entry form.

	Category 3	Carrying Value
Commercial Paper	$ 7,866,471	$ 7,866,471
Money Market Mutual Funds		14,673,634
Total	$ 7,866,471	$22,540,105

The classification of cash and cash equivalents, and investments on the basic financial statements is based on criteria set forth in GASB Statement No. 9. A reconciliation between the classifications of cash and investments on the basic financial statements and the classification per GASB Statement No. 3 is as follows.

	Cash and Cash Equivalents	Investments
GASB Statement No. 9	$14,728,084	$7,866,471
Investments which are part of Money Market Mutual Funds	(14,673,634)	14,673,634
GASB Statement No. 3	$ 54,450	$22,540,105

6. DEFERRED COSTS

Deferred costs at December 31, 2003 consist of the following:

Organization	$1,110,501
Financing	6,775,598
Lease Negotiation	4,387,356
	12,273,455
Accumulated Amortization	(6,655,729)
	$5,617,726

Organization costs associated with Gateway were amortized over the construction period. As of December 31, 1994, such costs were fully amortized.

The financing cost incurred with issuing the Senior Lien Excise Tax Refunding Bonds was capitalized and will be amortized over the life of the debt issue on a basis that approximates a constant rate of amortization of debt outstanding.

Financing costs associated with the Stadium Revenue Bonds and the Subordinated Excise Tax Bonds (the "Bonds"), including original issue discount, if any, and the notes payable to Cuyahoga County are deferred and amortized over the life of the respective debt issue on a basis that approximates a constant rate of amortization of debt outstanding. Cost associated with credit enhancement are deferred and amortized over the respective life of each contract on a straight line basis.

6. DEFERRED COSTS (Continued)

Lease negotiation costs associated with the stadium and arena leases (see Note 10) are being amortized over the respective leases.

7. CAPITALIZED COSTS

There were no additions to capitalized costs during the year ended December 31, 2003. Capitalized costs consist of net interest expense capitalized, property taxes, legal fees, and indirect project costs incurred during the construction period. Capitalized costs are depreciated over 30 years.

8. LONG-TERM OBLIGATIONS

Long-term debt outstanding at December 31, 2003 is as follows:

Bonds Payable:	Stated Interest Rate	Balance 12/31/02	Increase	Decrease	Balance 12/31/03	Amounts Due in One Year
Senior Lien Excise Tax Refunding Bonds, Issue 2001	4.125% - 5.125%	$ 35,715,000		$ 9,005,000	$ 26,705,000	$ 9,290,000
Stadium Revenue Bonds Term bonds due September 15, 2014.	3.1% - 6.5%	24,385,000		930,000	23,455,000	
Subordinated Excise Tax Bonds Term bonds due September 1, 2003 through 2005	7.5%	8,955,000		1,365,000	7,590,000	1,370,000
Notes Payable:						
Cuyahoga County	Variable	184,480,783	9,993,802	7,055,684	187,418,901	3,535,000
State of Ohio ($4 million assumed from the Greater Cleveland New Stadium Corporation)	0% - 2.5%	7,853,310		1,094,034	6,759,276	1,124,120
Cleveland Development Partnership	3% - 6.25%	28,000,000			28,000,000	
Cleveland Foundation /Cuyahoga County	3%	1,750,000			1,750,000	
		291,134,093	9,993,802	18,519,718	281,678,177	15,319,120
Less-current portion		(15,834,034)			(15,319,120)	
Less-unamortized discount		(122,072)	10,692		(111,380)	
Plus-unamortized premium		988,637		480,868	517,769	
Total long-term debt less current portion		$ 276,176,624	$10,004,494	$ 19,930,586	$ 266,765,446	

8. LONG-TERM OBLIGATIONS (Continued)

On December 27, 1990 Gateway issued approximately $148 million of tax exempt bonds to be used primarily to pay for the cost of the stadium. The trust indentures generally require the establishment of the following funds:

FUND	PURPOSE
Escrow Fund	To account for the process of the bonds until certain conditions are met.
Construction Fund	To account for the financial resources to be used for the construction of the stadium.
Bond Fund	To account for the accumulation of financial resources for the principal and interest on the bonds.
Bond Reserve Fund	To account for the escrowed financial resources.
Rebate Fund	To account for any excess earnings from the bonds during the capitalized interest period as required by the Internal Revenue Code.

A. Senior Lien Excise Tax Refunding Bonds

The Senior Lien Excise Tax Refunding Bonds were issued during 2001 to refinance the Senior Lien Excise Bonds. The total proceeds from the bonds were $45,557,523 representing the par amount of $44,575,000, plus the original issue premium of $1,828,965, minus the underwriter's compensation of $937,465, plus accrued interest of $91,023.

The net proceeds were used for the purpose of refunding all of the Senior Lien Excise Tax Bonds, Series 1990; $7,585,000 of the Subordinated Tax Bonds maturing September 1, 2005; and the costs of issuing the bonds.

The bonds are presented net of unamortized premium of $517,769 at December 31, 2003 and are guaranteed by an insurance policy issued by a municipal bond insurance company as to principal and interest. In accordance with the original trust indenture, the Funds were held in a Bond Reserve Fund and an Escrow Fund.

B. Stadium Revenue Bonds

The original Stadium Revenue Bonds were guaranteed by a letter of credit. On December 4, 1992, Gateway entered into a new letter of credit arrangement with a consortium of local financial institutions replacing the original letter of credit. The letter of credit restricted the use of the Stadium Revenue Bond proceeds, requiring Gateway to deposit approximately $3,100,000 into a bond reserve fund and approximately $3,000,000 into a renewal and replacement fund (for future capital improvements of the Stadium), and obtain a completion and cost overrun guaranty. Costs of $819,287 related to the new letter of credit were incurred during 1992 and were included in deferred financing costs.

8. LONG-TERM OBLIGATIONS (Continued)

B. Stadium Revenue Bonds (Continued)

The Stadium Revenue Bonds were reoffered on December 16, 1993, converting the interest rate from variable to fixed. As a result of the reoffering, the Stadium Revenue Bonds are presented net of an unamortized discount of $111,380 at December 31, 2003. This represents a substantive modification or the terms of the bonds and, as a result, the reoffering was accounted for as an extinguishment of debt. The repayment of the 1993 bond issue has been guaranteed by Cuyahoga County. As a result of the reoffering, Gateway eliminated the cash flow risk of a variable rate debt, eliminated the need for certain credit enhancements, and made certain funds previously restricted, available for use in construction.

C. Subordinated Excise Tax Bonds

The Subordinated Excise Tax Bonds are guaranteed by Cuyahoga County through an annual appropriation of debt service.

During 2001, $7,585,000 of the bonds maturing September 1, 2005 were refunded. The source of the funding was part of the proceeds of the Senior Lien Excise Tax Refunding Bonds. Additionally, the mandatory redemption requirements were reduced pro rata by the principal amount of the bonds redeemed. The restated maturity dates are as follows:

September 1, 2004	$1,370,000
September 1, 2005	6,220,000

D. Cuyahoga County Notes Payable

On September 24, 1992, Cuyahoga County (the “County”) issued $75 million ($35 million fixed rate and $40 million variable rate) Taxable Economic Development Revenue Bonds. In conjunction with this bond issue, Gateway and the County entered into a Revolving Loan Agreement, whereby the County agreed to loan the bond proceeds to Gateway to pay Arena construction costs. On February 1, 1994, Cuyahoga County issued an additional $45 million Taxable Economic Development Revenue Bonds. The Revolving Loan Agreement was amended to allow Gateway to borrow the additional proceeds. As of December 31, 2003, Gateway has borrowed $187.4 million, including interest, under the Revolving Loan Agreement. Gateway is responsible to pay interest on the County bonds to the extent interest expense exceeds interest earned by the County on bonds proceeds which have not been borrowed by Gateway. Interest payable included in the notes payable to the County totaled approximately $72,863,901 at December 31, 2003. Financing costs of $3.6 million, payable by Gateway in connection with the County Bond Offerings are also included in the notes payable liability. The associated expense of $3.6 million is included in deferred financing costs.

8. LONG-TERM OBLIGATIONS (Continued)

D. Cuyahoga County Notes Payable (Continued)

Gateway entered into an Emergency Loan Agreement dated December 28, 1995 (effectuated in early 1996) in which Gateway received a total of $11.5 million to pay for certain cost overruns that were incurred in the construction of the Gateway stadium and arena project. Of this amount, the agreement called for $2.5 million to be repaid by the City of Cleveland, $4 million to be repaid directly by Gateway, with the remaining $5 million to be repaid by the Greater Cleveland Convention and Visitors Bureau (the "Bureau") pending negotiations regarding this repayment between Cuyahoga County and the Bureau. At that time, Gateway determined that the $5 million to be repaid by the Bureau was not a legal obligation of Gateway and, therefore, recognized this amount as revenue in 1996 pending the outcome of the negotiations between Cuyahoga County and the Bureau. In 2003, the Bureau paid $212,180 pursuant to the amended Cooperative Agreement (see note 13). During 1999, the issue of the $5 million dollar portion of the Emergency Loan Agreement was re-evaluated by Cuyahoga County and Gateway. As of March 21, 2000, Cuyahoga County is of the opinion that the $5 million was a legal liability of Gateway. The management of Gateway is currently reviewing this issue to determine if a legal liability in fact exists. However, based on historical trends, Gateway may not and probably will not be able to pay back this amount to Cuyahoga County. Accordingly, this amount is not reflected as an accounting liability and prior fund equity was not restated on Gateway's statement of net assets as of December 31, 2003 for this item.

E. State of Ohio Notes Payable

Four million was borrowed by the Greater Cleveland New Stadium Corporation from the State of Ohio for land acquisitions on June 23, 1986. The Greater Cleveland New Stadium Corporation was later merged into Gateway on November 19, 1990. On December 17, 1990, Gateway and the State of Ohio entered into an amended and restated loan agreement. The agreement allows for the forgiveness of interest immediately, and the forgiveness of principal, if certain conditions are met. The forgiveness of principal will be accounted for when and if all conditions are satisfied. The note is due immediately, if any of the conditions are violated. As Gateway is in compliance with the terms and conditions of the note, the note is classified as long-term as of December 31, 2003.

Gateway entered into a new loan agreement with the Ohio Department of Development on April 20, 1994 for $12 million. The principal and interest on the note and service fees are payable in 12 annual installments, due and payable on September 1 of each year, beginning in 1994. Interest is payable at a rate of 2.5% annually.

8. LONG-TERM OBLIGATIONS (Continued)

F. Cleveland Development Partnership Notes Payable

Included in the "Thereafter" amount are amounts due on the Cleveland Development Partnership note payable of $28 million and the Cleveland Foundation/Cuyahoga County note payable of $1.75 million. The $28 million is not included in prior years' scheduled principal payments because it is only payable out of "surplus cash" as specifically defined in the loan agreement with the Cleveland Development Partnership and after various other obligations are paid first. Based on historical trends, Gateway may, and probably will not earn the required revenues in order for the payment obligation on this note to occur. The $1.75 million note payable to the County is due to have repayment starting July 1999 (per additional payment under the revolving loan agreement with Cuyahoga County). Based on historical trends, Gateway may, and probably will not earn the required revenues in order for Gateway to meet the repayment obligation on this note.

G. Debt to Maturity

The following schedule represents future principal and interest payments on long-term debt:

	Principal	Interest
2004	$ 15,319,120	$ 16,880,130
2005	28,905,156	16,104,129
2006	3,745,000	14,905,176
2007	3,870,000	14,704,499
2008	4,010,000	14,496,707
Amount Thereafter	225,828,901	118,728,785
	$281,678,177	$ 195,819,426

9. DEFERRED REVENUE

Deferred revenue at December 31, 2003 consists of the following:

Premium Seating Revenue, net	$ 99,657
Advanced Stadium Revenue	872,202
Prepaid Stadium Lease Income	2,948,250
Deferred County Revenue	1,935,010
Interest Income	549,533
	6,404,652
Less – current portion	(4,312,752)
	$ 2,091,900

In December, 1991, Ballpark Management Company, an affiliate of the Cleveland Indians, entered into the Premium Seating License agreements for the benefit of Gateway, with various companies to license private suites at the stadium for ten years beginning in 1994. Deposits and the related interest earned totaling $21,813,304 at March 31, 1994, were held in an escrow account until substantial completion of the Stadium. The deferred premium seating revenue is amortized over the term of the license agreements beginning in April, 1994, when construction of the Stadium was completed.

9. DEFERRED REVENUE (Continued)

Gateway entered into an agreement with the owner of the Cleveland Indians, Richard E. Jacobs, for the sale of naming rights of the baseball complex for twenty years. Annual payments were to be made by the Cleveland Indians on September 15 through the year 2013. The first ten annual payments were to be $400,000 and the last ten payments were to be $986,893. The contract was recorded as deferred revenue at its present value of $7 million. Naming rights revenue has been recognized on a straight line basis over the life of the contract. Interest income was recognized based upon the effective interest rate of 6.3%. A Memorandum of Understanding, (hereinafer MOU) dated January 1, 2004 between Gateway and the Cleveland Indians Baseball Company Limited Partnership superceded several of the terms of the initial lease and naming rights agreements. Gateway agreed that all future payments due Gateway under the Naming Rights Agreement shall be deemed satisfied, provided that the Indians paid the Agreed Rent under the MOU. Accordingly, the related naming rights receivable balance at December 31, 2003 of $7,151,555, and the deferred revenue amount of $3,589,467 were written off.

Effective September 15, 1994, Gateway and Gund Business Enterprises entered into an agreement for the sale of naming rights of the arena for 33 years. Annual payments are to be made by Gund Business Enterprises on March 15 through the year 2015. The first ten annual payments were to be $400,000 and the last ten payments were to be $986,893. An amount of $2 million was paid in 1994 for the period September 15, 2014 though September 15, 2027. The contract has been recorded as deferred revenue as its present value of $9 million. Naming rights revenue has been recognized on a straight line basis over the life of the contract periods. Interest income has been recognized based upon the effective interest rate of 6.3%. A Memorandum of Understanding, (hereinafer MOU) dated February 2, 2004 between Gateway and the Cavaliers Gund Arena Company superceded several of the terms of the initial lease and naming rights agreements. Gateway agreed that all future payments due Gateway under the Naming Rights Agreement shall be deemed satisfied, provided that the Cavaliers paid the Agreed Rent under the MOU. Accordingly, the related naming rights receivable balance at December 31, 2003 of $7,119,644, and the deferred revenue amount of $5,747,917 were written off.

In accordance with the Ballpark Management lease agreement, Gateway received $2,950,216 from the Cleveland Indians representing 2004 debt services on the Stadium Revenue Bonds. The revenue will be recognized upon the payment of debt services, which is paid directly to the Trustee for the Stadium Revenue Bonds by the Cleveland Indians (also see Note 10).

During 1994, Gateway received $4 million from the owners of the Cavaliers. During 1995, an additional $3.8 million was received. These amounts were advanced by the Cavaliers to Gateway to fund additional construction costs related to the arena. At December 31, 1995, these amounts were recorded as deferred revenue and prepaid rent by Gateway.

9. DEFERRED REVENUE (Continued)

During 1996, Gateway and the owners of the Cavaliers reached a settlement agreement whereby the owners of the team agreed to forgive $7 million of the $7.8 million referred to herein for certain consideration, apply $300,000 to team obligations and Gateway would pay the team $500,000. As of December 31, 2002, deferred revenue of $8,314,191 represented prepayment of rent by the team's owners. The Memorandum of Understanding (MOU) dated February 2, 2004 between Gateway and the Cavaliers modified the the terms of the preceding agreements. The deferred rent revenue may only be recovered by the Cavaliers as a credit against future rent obligations of the Cavaliers to Gateway under the Arena Lease. Not withstanding the forgoing, all additional rent due under the Memorandum of Understanding dated February 2, 2004 between the Cavaliers and Gateway, continue to be the obligation of the Cavaliers. There is no right to credit Deferred Rent against such payments of Additional Rent by the Cavaliers. Further, the Deferred Rent is not an obligation of the City of Cleveland or Cuyahoga County, Ohio. Accordingly, based on the modified terms documented in the MOU, Gateway has written off $8,314,191 of deferred revenue as of January 1, 2003 to Fund Equity, since Gateway and the Cavaliers operated under the terms of the MOU throughout the year ending December 31, 2003.

In summary, the Memorandum of Understanding has caused a prior period adjustment to prepaid rent (deferred revenue) from the Cavaliers, since this prepaid to Gateway has increased in each of the last six years and the collection of these funds are unlikely. Ending net assets for December 31, 2002 were ($46,941,518) less the adjustment of $8,314,191 for prepaid rent written off equals ending net assets of ($38,627,327).

10. LEASES

On July, 3, 1991, Gateway entered into a 20 year lease agreement with the Cleveland Indians and Ballpark Management Company providing for the lease of the Stadium and related improvements as well as management and operation of the stadium, Gateway reimbursed the Cleveland Indians for certain preopening marketing costs.

The significant provisions of the leases are as follows:

- Gateway will receive annually, during the life of the lease terms, the lesser of $2.95 million or the net debt service on the Stadium Revenue bonds.

- The Indians will annually pay Gateway an amount using a predetermined formula which starts at $.75 per ticket for annual attendance over 1,850,000.

- Gateway must establish a capital maintenance fund to accumulate funds for the repair and maintenance of the ballpark. As of December 31, 2003, $5,261 was deposited in a capital maintenance fund and is included in cash.

The Memorandum of Understanding (MOU) dated January 1, 2004 between Gateway and the Indians modified the understanding of the parties. The Agreed Rent consists of the funds necessary to permit Gateway to meet its obligations to the Indians under the terms of the lease and common area agreements, including funds to pay ball park real estate taxes, overhead expenses, and common area expenses and capital repairs up to $500,000 (without aggregation of such capital repairs).

10. LEASES (Continued)

On December 20, 1991, Gateway entered into a 30 year lease agreement with the Cavaliers Division of Nationwide Advertising Services, Inc. (a division of Gund Business Enterprises) providing primarily for the lease of the arena. The lease agreements and subsequent amendments require that Gateway shall cause the County to provide $120 million to be deposited into the County Guaranty Escrow Fund and used to meet certain arena obligations during the construction period. The Cavaliers lease agreements also provide that Gateway must issue or cause the City of Cleveland to issue on-site parking bonds with proceeds deposited into an On-Site Parking Construction Draw Account (See Note 11).

The significant provisions of the leases are as follows:

- Gateway will receive annual payments consisting of 27.5% of Executive Suite Revenue (as defined), and 48% of club seat revenue (as defined), and, additional payments based on attendance (as defined).

- Gateway will pay certain parking revenue to the Cavaliers based on a predetermined formula (as defined) with a minimum annual payment of $1.5 million.

- Gateway must establish a capital maintenance fund to accumulate funds for the payment of repairs and maintenance. This fund was not established as of December 31, 2003.

The Memorandum of Understanding (MOU) dated February 2, 2004 between Gateway and the Cavaliers modified the understanding of the parties, whereby the Cavaliers agree to pay Gateway's operating and common area expenses and capital repairs in the arena up to $500,000 (without aggregation of such capital repairs), thus enabling Gateway to fulfill its obligations to the Cavs under the lease agreement.

11. PARKING FACILITIES

On October 15, 1992, the City of Cleveland issued $71,000,000 for Parking Facility Improvement Revenue Bonds to finance the construction of, among others, the Gateway onsite and offsite garages. The garages are to be owned by the City; however, construction was managed by Gateway.

The City and Gateway have also entered into an agreement providing for the payment of debt services on the City's Parking Bonds. Pursuant to the agreement, Gateway is liable for the debt service on the Parking Bonds allocated to the Gateway Parking Facilities, payable only from the net revenues of the parking facilities. Net revenues from the garages are pledged first to the City for payment of debt service and secondly to the teams in accordance with their lease agreements. The liability for payment of this debt service lies with the City of Cleveland and, therefore, is not included as a liability on Gateway's balance sheet. Accordingly, the net revenues of the parking facilities are not reflected in Gateway's revenues on their Statement of Activity.

12. RISK MANAGEMENT

Gateway has obtained commercial insurance for the following risks:

- Commercial general liability and garage keepers automobile liability.

- Directors, Officers, and Trustees liability

12. RISK MANAGEMENT (Continued)

Gateway also provides health, dental, vision, and life insurance for two full-time employees through a group program sponsored by the Council of Smaller Enterprises (COSE).

13. INCREMENTAL TRANSIENT OCCUPANCY TAX CREDIT

Gateway, Cuyahoga County and The Convention and Visitors Bureau of Greater Cleveland, Inc. (the "Bureau") entered into a Cooperative Agreement (known commonly as the "Bed Tax Agreement") as of September 15, 1992 (the "Cooperative Agreement") which included a provision that allowed a credit to be given to Gateway as payment on the Cuyahoga County Note Payable (for the Arena Bonds Issued by Cuyahoga County discussed in Note 8, which will be referred to herein as the "Gateway Account"). This amount represents the incremental amount the Bureau receives from the County Transient Occupancy Tax, per Section 5739.024, Ohio Revised Code (the "Bed Tax"), which is understood to be generated by new Gateway attendees' utilization of overnight accommodations in the County (the "Annual Incremental Credit"). This credit was to be determined pursuant to and in accordance with a certain Consultant Agreement to be entered into by and among Cuyahoga County, the Bureau and Gateway. This agreement stated in part that "for 1994 or such later year that the Arena Facility is first used, the Bureau shall credit to the Gateway Account the amount determined pursuant to the Consultant Agreement within 10 days of notice thereof. For succeeding years, the Bureau is to credit to the Gateway Account the applicable Annual Incremental Credit as limited by the Bureau's receipt of Bed Tax revenues, as provided" by the Consultant Agreement. A Consultant Agreement had never been entered into and the Bureau had never credited any amount to the Gateway Account.

Per an agreement entered into between Gateway, Cuyahoga County and the Bureau on December 22, 1998, the Cooperative Agreement was amended by the parties redefining the Annual Incremental Credit and providing for the deposit by the Bureau to the Gateway Account for calendar years 1994 through 1998 a specific sum of money. Per this agreement, the parties have defined the Annual Incremental Credit to mean the amount of $200,000 per calendar year for a total of $1 million dollars, which was credited to the Gateway Account in 1999. For subsequent years, the Annual Incremental Credit will be determined upon Cuyahoga County certifying to the Bureau the amount paid during the calendar year on bond services charges for up to $75,000,000 on the Arena Bonds (see Note 8) accompanied by a financial statement of Gateway reflecting its need to pay any amount not funded from other Gateway revenue. The Annual incremental Credit for the year 2003 amounted to $212,180. Such credit will be limited to the difference between the debt service required by the Arena Bonds and the amounts paid by Gateway to Cuyahoga County, if any, along with any other credits. The annual increase of this credit will be capped at no more than 3% greater than the prior calendar year's credit. Since payment of the Annual Incremental Credit will only be advanced upon the aforementioned certification and delivery of a financial statement from Gateway, this revenue will be recognized by Gateway in the year in which the credit is received. The $1 million for calendar years 1994 through 1998 reflected in 1999, $186,488 for the year 2000, $212,180 for the year 2001, $212,180 for the year 2002 and $212,180 for the year 2003 was reflected on Gateway's Statement of Activity for their respective years, as revenue as well as a corresponding reduction to Long-Term Debt (specifically the Cuyahoga County Note Payable) as reflected on Gateway's statement of net assets.

14. SUBSEQUENT EVENTS

Gateway has experienced a deficit in net assets at December 31, 2003, based on generally accepted accounting principles. In response to this condition, Gateway entered into a Memorandum of Understanding dated January 1, 2004 with the Cleveland Indians Baseball Company Limited Partnership and a Memorandum of Understanding dated February 2, 2004 with the Cavs Gund Arena Company (CGAC). The agreements provide for terms in addition to the existing Arena lease and Ballpark lease. Specific terms of the agreements affect the status of rent prepaid recorded as deferred revenue by Gateway, and naming rights due from both CGAC and the Cleveland Indians.

The Memorandum of Understanding provides Gateway for the first time, a predictable stream of revenue from the teams that covers all Gateway's operating and common area expenses and places responsibility for most capital repairs on the teams. The new agreement also calls for refinancing of stadium revenue bonds to take advantage of low rates that will generate funds to help cover the capital needs of Jacobs Field.

Several adjustments have been made to the financial statements of Gateway to reflect the new agreements. These adjustments have been described throughout these notes to financial statements, specifically Notes 9 and 10. Users of these financial statements should understand that due to these changes, these statements may not be directly comparable with financial statements from prior years. Additionally, since there will be adjustments in 2004, these financial statements may not be directly comparable with future financial statements since the nature of the Gateway operation has changed due to the new agreements.

Auditor of State
Betty Montgomery

INDEPENDENT ACCOUNTANTS' REPORT ON COMPLIANCE AND ON INTERNAL CONTROL REQUIRED BY *GOVERNMENT AUDITING STANDARDS*

Members of the Board of Trustees
Gateway Economic Development Corporation of Greater Cleveland
Cuyahoga County
758 Bolivar Road
Cleveland, Ohio 44115

We have audited the financial statements of the business-type activities of Gateway Economic Development Corporation of Greater Cleveland, Cuyahoga County, Ohio, (Gateway) as of and for the year ended December 31, 2003 which comprise Gateway's basic financial statements and have issued our report thereon dated September 10, 2004, wherein we noted Gateway adopted Governmental Accounting Board Statements 34, 37, and 38 and adopted a memorandum of understanding that affected naming rights receivable, deferred revenue and prepaid rent. 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.

Compliance

As part of obtaining reasonable assurance about whether Gateway's financial statements are free of material misstatement, we tested its compliance with certain provisions of laws, regulations, contracts and grants, noncompliance with which could directly and materially effect 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 we must report under *Government Auditing Standards*.

Internal Control Over Financial Reporting

In planning and performing our audit, we considered Gateway's internal control over financial reporting to determine our auditing procedures for the purpose of expressing our opinion on the financial statements and not to provide assurance on the internal control over financial reporting. Our consideration of the internal control over financial reporting would not necessarily disclose all matters in the internal control over financial reporting that might be material weaknesses. A material weakness is a condition in which the design or operation of one or more of the internal control components does not reduce to a relatively low level the risk that misstatements in amounts that would be material in relation to the financial statements being audited may occur and not be detected within a timely period by employees in the normal course of performing their assigned functions. We noted no matters involving the internal control over financial reporting and its operation that we consider to be material weaknesses. However, we noted a matter involving the internal control over financial reporting that do not require inclusion in this report, that we have reported to management of Gateway in a separate letter dated September 10, 2004.

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This report is intended solely for the information and use of the audit committee, management, and the Board of Trustees, and is not intended to be and should not be used by anyone other than these specified parties.

Betty Montgomery

Betty Montgomery
Auditor of State

September 10, 2004

Auditor of State
Betty Montgomery

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GATEWAY ECONOMIC DEVELOPMENT CORP. OF GREATER CLEVELAND

CUYAHOGA COUNTY

CLERK'S CERTIFICATION

This is a true and correct copy of the report which is required to be filed in the Office of the Auditor of State pursuant to Section 117.26, Revised Code, and which is filed in Columbus, Ohio.

Susan Babbitt

CLERK OF THE BUREAU

CERTIFIED
OCTOBER 14, 2004