

Oklahoma City Zoological Trust
A Component Unit of the City of Oklahoma City, Oklahoma
Auditor's Reports and Financial Statements
June 30, 2013 and 2012



Oklahoma City Zoological Trust
A Component Unit of the City of Oklahoma City, Oklahoma
June 30, 2013 and 2012

Contents

Independent Auditor’s Report on Financial Statements and Supplementary Information	1
Management’s Discussion and Analysis	3
Financial Statements	
Statements of Net Position	8
Statements of Revenues, Expenses and Changes in Net Position	9
Statements of Cash Flows	10
Notes to Financial Statements	11
Supplementary Information	
Combining Schedule – Statement of Net Position Information (June 30, 2013)	34
Combining Schedule – Statement of Revenues, Expenses and Changes in Net Position Information (for the Year Ended June 30, 2013).....	35
Independent Auditor’s Report on Internal Control over Financial Reporting and on Compliance and Other Matters Based on an Audit of the Financial Statements Performed in Accordance with <i>Government Auditing Standards</i>.....	36
Schedule of Findings and Reponses	38

Independent Auditor's Report on Financial Statements and Supplementary Information

Board of Trustees
Oklahoma City Zoological Trust
Oklahoma City, Oklahoma

Report on the Financial Statements

We have audited the accompanying basic financial statements of the Oklahoma City Zoological Trust (the Trust), a component unit of the City of Oklahoma City, Oklahoma, which are comprised of the statement of net position as of June 30, 2013 and 2012, and the statements of revenues, expenses and changes in net position and cash flows for the years then ended, and the related notes to the financial statements.

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.

Auditor's Responsibility

Our responsibility is to express an opinion on these financial statements based on our audits. We conducted our audits in accordance with auditing standards generally accepted in the United States of America 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 from 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 auditor's 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 accounting 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 financial position of the Trust as of June 30, 2013 and 2012, and the changes in its financial position and its cash flows for the years then ended in accordance with accounting principles generally accepted in the United States of America.

Required Supplementary Information

Accounting principles generally accepted in the United States of America require that the management's discussion and analysis be presented to supplement the basic financial statements. Such information, although not part of the basic financial statements, is required by the Governmental Accounting Standards Board, who considers it to be an essential part of financial reporting for placing the basic financial statements in an appropriate operational, economic or historical context. 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 basic financial statements and other knowledge we obtained during our audit of the basic 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.

Supplementary Information

Our audits were conducted for the purpose of forming an opinion on the financial statements as a whole. The combining schedules of net position information and revenues, expenses and changes in net position information listed in the table of contents, is presented for purposes of additional analysis and is not a required part of the basic financial statements. Such information is the responsibility of management and was derived from and relates directly to the underlying accounting and other records used to prepare the basic financial statements. The information has been subjected to the auditing procedures applied in the audit of the basic financial statements and certain additional procedures, including comparing and reconciling such information directly to the underlying accounting and other records used to prepare the basic financial statements or to the basic financial statements themselves, and other additional procedures in accordance with auditing standards generally accepted in the United States of America. In our opinion, the information is fairly stated in all material respects in relation to the basic financial statements as a whole.

Other Reporting Required by Government Auditing Standards

In accordance with *Government Auditing Standards*, we have also issued our report dated December 12, 2013, on our consideration of the Trust's internal control over financial reporting and our tests of its compliance with certain provisions of laws, regulations, contracts and grant agreements and other matters. The purpose of that report is to describe the scope of our testing of internal control over financial reporting and compliance and the results of that testing, and not to provide an opinion on the internal control over financial reporting or on compliance. That report is an integral part of an audit performed in accordance with *Government Auditing Standards* in considering the Trust's internal control over financial reporting and compliance.

BKD, LLP

Oklahoma City, Oklahoma
December 12, 2013

Oklahoma City Zoological Trust
A Component Unit of the City of Oklahoma City, Oklahoma
Management's Discussion and Analysis
Years Ended June 30, 2013 and 2012

Introduction

Within this section of the Oklahoma City Zoological Trust's (the Trust) annual financial report, the Trust's management provides narrative discussion and analysis of the Trust's financial activities for the years ended June 30, 2013 and 2012. This should be read in conjunction with the accompanying financial statements of the Trust. The Trust is a blended component unit of the City of Oklahoma City, Oklahoma (the City).

Financial Highlights

Trust assets exceeded liabilities by \$72,512,321 (net position) for fiscal year 2013. This compares to the previous year when assets exceeded liabilities by \$68,473,243 (restated).

Total net position at June 30, 2013, is comprised of the following:

- Net investment in capital assets of \$58,376,708 includes property and equipment, net of accumulated depreciation, reduced for outstanding debt related to the purchase or construction of capital assets.
- Net position restricted for debt service includes investments in trust accounts of \$99,128.
- Net position restricted for health claims of \$232,406 includes the cash in Trust accounts, net of the related liability for claims incurred but not yet reported.
- Unrestricted net position of \$13,804,079 represents the portion available to maintain the Trust's continuing obligations to citizens and creditors.

Total liabilities of the Trust increased by \$20,460 to \$9,412,392 during the fiscal year.

Overview of the Financial Statements

Management's discussion and analysis introduces the Trust's basic financial statements. The basic financial statements include: 1) statement of net position; 2) statement of revenues, expenses and changes in net position; 3) statement of cash flows; and 4) notes to the financial statements. The Trust also includes in this report additional information to supplement the basic financial statements.

Basic Financial Statements

These statements provide both long- and short-term financial information about the overall status of the Trust. The Trust's financial reporting uses a perspective similar to that found in the private sector with its basis in full accrual accounting.

The statement of net position presents information that includes all of the Trust's assets, deferred outflows and liabilities with the difference reported as net position. Over time, increases or decreases in net position may serve as a useful indicator of whether the financial condition of the Trust as a whole is improving or deteriorating.

The statement of revenues, expenses and changes in net position reports how the Trust's net position changed during the current fiscal year. All current year revenues and expenses are included regardless of when cash is received or paid.

The statement of cash flows reports the inflows and outflows of trust cash.

Financial Analysis

The Trust's net position at June 30, 2013, is \$72,512,321. This is an increase of \$4,039,078 over the amount of net position at June 30, 2012, of \$68,473,243 (as restated). The overall financial position of the Trust improved during the 2013 and 2012 fiscal years. The following table provides a summary of net position:

Summary of Net Position

	2013	2012 (Restated)	2011 (Restated)	2013 versus 2012		2012 versus 2011	
				Amount Change	Percent Change	Amount Change	Percent Change
Assets							
Current and other assets	\$ 20,015,410	\$ 15,286,192	\$ 9,166,908	\$ 4,729,218	30.9%	\$ 6,119,284	66.8%
Capital assets	61,705,633	62,341,368	64,448,182	(635,735)	-1.0%	(2,106,814)	-3.3%
Total assets	<u>81,721,043</u>	<u>77,627,560</u>	<u>73,615,090</u>	<u>4,093,483</u>	5.3%	<u>4,012,470</u>	5.5%
Deferred Outflows of Resources							
	<u>203,670</u>	<u>237,615</u>	<u>271,560</u>	<u>(33,945)</u>	-14.3%	<u>(33,945)</u>	-12.5%
Total assets and deferred outflows of resources	<u>81,924,713</u>	<u>77,865,175</u>	<u>73,886,650</u>	<u>4,059,538</u>	5.2%	<u>3,978,525</u>	5.4%
Liabilities							
Current liabilities	2,292,091	2,129,898	2,593,369	162,193	7.6%	(463,471)	-17.9%
Noncurrent liabilities	7,120,301	7,262,034	7,482,206	(141,733)	-2.0%	(220,172)	-2.9%
Total liabilities	<u>9,412,392</u>	<u>9,391,932</u>	<u>10,075,575</u>	<u>20,460</u>	0.2%	<u>(683,643)</u>	-6.8%
Net Position							
Net investment in capital assets	58,376,708	58,938,438	60,532,685	(561,730)	-1.0%	(1,594,247)	-2.6%
Restricted for debt service	99,128	466,492	221,682	(367,364)	-78.8%	244,810	110.4%
Restricted for health claims	232,406	8,260	-	224,146	2713.6%	8,260	100.0%
Unrestricted	13,804,079	9,060,053	3,056,708	4,744,026	52.4%	6,003,345	196.4%
Total net position	<u>\$ 72,512,321</u>	<u>\$ 68,473,243</u>	<u>\$ 63,811,075</u>	<u>\$ 4,039,078</u>	5.9%	<u>\$ 4,662,168</u>	7.3%

The increase in current and other assets is primarily due to the buildup of funds related to the veterinary hospital that is currently under construction. The decrease in capital assets during the year was due to retirements of approximately \$1.6 million and depreciation of approximately \$3.0 million offset by the construction and completion of the Sting Ray Bay exhibit and the veterinary hospital. The increase in current assets in 2012 is primarily due to the buildup of funds related to the veterinary hospital. The decrease in capital assets during 2012 is due to depreciation on assets already in service and no major additions during the year.

The increase in current liabilities at year-end is due to the construction of the veterinary hospital. During fiscal year 2012, current liabilities decreased due to accounts payable related to construction projects winding down.

During fiscal years 2013 and 2012, long-term liabilities decreased because of the scheduled principal payments on the bonds and the continued amortization of deferred lease revenue.

Summary of Changes in Net Position

	2013	2012 (Restated)	2011 (Restated)	2013 versus 2012		2012 versus 2011	
				Amount Change	Percent Change	Amount Change	Percent Change
Operating Revenues	\$ 8,980,381	\$ 9,928,678	\$ 8,778,924	\$ (948,297)	-9.6%	\$ 1,149,754	13.1%
Nonoperating Revenues							
Sales tax payments from the City	12,925,414	12,585,461	11,792,359	339,953	2.7%	793,102	6.7%
Investment income	38,053	23,044	15,599	15,009	65.1%	7,445	47.7%
Donations	2,617,724	1,636,341	1,245,019	981,383	60.0%	391,322	31.4%
Total revenues	24,561,572	24,173,524	21,831,901	388,048	1.6%	2,341,623	10.7%
Operating Expenses	20,320,052	19,284,407	16,854,196	1,035,645	5.4%	2,430,211	14.4%
Nonoperating Expenses							
Interest expense	202,442	226,949	239,618	(24,507)	-10.8%	(12,669)	-5.3%
Total expenses	20,522,494	19,511,356	17,093,814	1,011,138	5.2%	2,417,542	14.1%
Change in Net Position	4,039,078	4,662,168	4,738,087	(623,090)	-13.4%	(75,919)	-1.6%
Net Position, Beginning of Year , as Previously Reported	68,473,243	63,811,075	59,136,552	4,662,168	7.3%	4,674,523	7.9%
Change in accounting principle	-	-	(63,564)	-	0.0%	63,564	-100.0%
Net Position, Beginning of Year, as Restated	68,473,243	63,811,075	59,072,988	4,662,168	7.3%	4,738,087	8.0%
Net Position, End of Year	\$ 72,512,321	\$ 68,473,243	\$ 63,811,075	\$ 4,039,078	5.9%	\$ 4,662,168	7.3%

During 2013, operating revenues decreased 9.6% due to a 7.5% decrease in attendance. Operating expenses increased 5.4% due to an increase in personnel services, depreciation and utility expenses. Sales tax payments from the City increased 2.7% due to improved economic conditions. Investment income increased 65.13% due to a more stable economy and an increased cash balance during the year.

During 2012, operating revenues increased 13.1% due to a 9.3% increase in attendance. Operating expenses increased 14.4% due to an increase in personnel services, depreciation and utility expenses. Sales tax payments from the City increased 6.7% due to improved economic conditions. Investment income increased 47.7% due to a more stable economy.

In fiscal year 1991, voters passed a permanent 1/8 cent sales tax increase dedicated to the Trust. In accordance with State Statutes, the state collects the monies and remits them to the City. Monies are paid by the City to the Trust on a monthly basis.

During 2013, the donations from Oklahoma Zoological Society, Inc., increased by 60.0%. Most of the donations related to the construction of the new veterinary hospital. During 2012, the donations from Oklahoma Zoological Society, Inc., increased by 31.4%. Most of the donations related to the construction of the veterinary hospital.

Capital Assets and Debt Administration

The Trust envisions spending approximately \$9,131,457 for a veterinary hospital as part of the 2010 Master Plan, beginning in fiscal year 2013. The 2010 Master Plan envisions spending \$68,229,791 over a 10-year period. Individual elements of the plan and their estimated costs are: the Veterinary Hospital – \$9,131,457; World Plaza – \$2,513,104; northwest zoo improvements – \$2,482,428; Africa Phase 1 – \$20,530,236; zip line, ropes course, safari boat – \$757,589; northeast zoo improvements – \$27,383,941; signage – \$2,240,974; and parking lot improvements – \$3,190,062.

Capital Assets, Net of Accumulated Depreciation

Capital Assets

The Trust's investment in capital assets, net of accumulated depreciation, as of June 30, 2013, was \$61,705,633. The decrease of \$635,735 or 1.0% from June 30, 2012, is due primarily to depreciation expense and asset retirements in excess of additions.

The Trust's investment in capital assets, net of accumulated depreciation, as of June 30, 2012, was \$62,341,368. The decrease of \$2,163,316 or 3.4% from June 30, 2011, is due primarily to depreciation expense.

	2013	2012	2011	2013 versus 2012		2012 versus 2011	
				Amount Change	Percent Change	Amount Change	Percent Change
Nondepreciable Assets							
Construction in progress	\$ 1,187,749	\$ 451,587	\$ 322,024	\$ 736,162	163.0%	\$ 129,563	40.2%
Depreciable Assets							
Buildings and grounds	54,404,553	56,529,857	58,620,209	(2,125,304)	-3.8%	(2,090,352)	-3.6%
Improvements	4,970,861	3,839,042	3,815,004	1,131,819	29.5%	24,038	0.6%
Equipment and other	1,142,470	1,520,882	1,747,447	(378,412)	-24.9%	(226,565)	-13.0%
Total	<u>\$ 61,705,633</u>	<u>\$ 62,341,368</u>	<u>\$ 64,504,684</u>	<u>\$ (635,735)</u>	-1.0%	<u>\$ (2,163,316)</u>	-3.4%

Long-Term Debt

At the end of fiscal years 2013 and 2012, the Trust had total bonded debt outstanding of \$3,723,393 and \$4,259,792, respectively. This debt is collateralized by the sales tax revenues received from the City. See *Note 4* to the accompanying financial statements for more information regarding bonded debt.

Bond Rating

The Trust's bond is rated Aaa by Moody's. This rating is disclosed on the face of the final official statement for the bond. Bond rating has not changed since issuance.

Outstanding Bonds

	2013	2012	2011	2013 versus 2012		2012 versus 2011	
				Amount Change	Percent Change	Amount Change	Percent Change
Revenue bonds	<u>\$ 3,723,393</u>	<u>\$ 4,259,792</u>	<u>\$ 4,986,560</u>	<u>\$ (536,399)</u>	-12.6%	<u>\$ (726,768)</u>	-14.6%

Economic Factors

Economic factors significantly affecting Oklahoma City's economic strength is its central location at the intersection of Interstate highways I-35 and I-40; a regional transportation hub in Will Rogers World Airport; ample water supplies; and numerous performing arts, entertainment and recreational facilities.

The source for economic data is the Oklahoma State University Center for Applied Economic Research.

Contacting the Trust's Financial Management

This financial report is designed to provide a general overview of the Trust's finances, comply with finance-related laws and regulations and demonstrate commitment to public accountability. If you have questions about this report or would like to request additional information, please contact the Zoo Trust Finance Department, 2101 N.E. 50th, Oklahoma City, Oklahoma 73111.

Oklahoma City Zoological Trust
A Component Unit of the City of Oklahoma City, Oklahoma
Statements of Net Position
June 30, 2013 and 2012

Assets and Deferred Outflows of Resources

	2013	2012 (Restated)
Assets		
Cash	\$ 12,983,018	\$ 9,143,989
Accounts receivable	538,761	360,541
Inventories	678,599	712,814
Sale tax receivable from the City	4,759,866	3,730,363
Prepaid expenses	11,710	28,260
Cash, restricted	<u>307,094</u>	<u>105,346</u>
Total current assets	<u>19,279,048</u>	<u>14,081,313</u>
Noncurrent Assets		
Investments, restricted	736,362	1,204,879
Capital assets		
Construction in progress	1,187,749	451,587
Other capital assets, net of accumulated depreciation	<u>60,517,884</u>	<u>61,889,781</u>
Total noncurrent assets	<u>62,441,995</u>	<u>63,546,247</u>
Total assets	<u>81,721,043</u>	<u>77,627,560</u>
Deferred Outflows of Resources		
Loss on refunding, net	<u>203,670</u>	<u>237,615</u>
Total assets and deferred outflows of resources	<u>\$ 81,924,713</u>	<u>\$ 77,865,175</u>

Liabilities

	2013	2012 (Restated)
Current Liabilities		
Accounts payable	\$ 1,060,720	\$ 977,484
Wages and benefits payable	410,852	298,767
Compensated absences	169,627	171,427
Bonds payable, current	545,000	530,000
Bond interest payable	12,918	15,971
Other accrued liabilities	92,974	136,249
	<u>2,292,091</u>	<u>2,129,898</u>
Noncurrent Liabilities		
Bonds payable, net	3,178,393	3,729,792
Unearned lease revenue	2,632,988	2,492,574
Net OPEB obligation	1,308,920	1,039,668
	<u>7,120,301</u>	<u>7,262,034</u>
	<u>\$ 9,412,392</u>	<u>\$ 9,391,932</u>
Net Position		
Net investment in capital assets	\$ 58,376,708	\$ 58,938,438
Restricted for debt service	99,128	466,492
Restricted for health claims	232,406	8,260
Unrestricted	13,804,079	9,060,053
	<u>\$ 72,512,321</u>	<u>\$ 68,473,243</u>

Oklahoma City Zoological Trust
A Component Unit of the City of Oklahoma City, Oklahoma
Statements of Revenues, Expenses and Changes in Net Position
Years Ended June 30, 2013 and 2012

	2013	2012 (Restated)
Operating Revenues		
Zoo admissions	\$ 2,713,874	\$ 2,773,214
Concessions	2,494,686	2,421,880
Animal sales	-	200
Zoo activities	2,797,420	3,023,961
Rent	974,401	1,002,987
Other	-	706,436
Total operating revenues	8,980,381	9,928,678
Operating Expenses		
Personnel services	9,719,296	9,646,215
Maintenance, operations and contractual services	3,458,466	2,861,942
Materials and supplies	3,811,761	3,466,063
Depreciation	2,994,715	2,973,616
Animal purchases	516	1,715
Other	335,298	334,856
Total operating expenses	20,320,052	19,284,407
Operating Loss	(11,339,671)	(9,355,729)
Nonoperating Revenues (Expenses)		
Donations	2,617,724	1,636,341
Investment income	38,053	23,044
Interest expense	(202,442)	(226,949)
Sales tax payments from the City	12,925,414	12,585,461
Total nonoperating revenues (expenses)	15,378,749	14,017,897
Change in Net Position	4,039,078	4,662,168
Net Position, Beginning of Year, as Previously Reported	68,473,243	63,867,577
Change in accounting principle	-	(56,502)
Net Position, Beginning of Year	68,473,243	63,811,075
Net Position, End of Year	\$ 72,512,321	\$ 68,473,243

Oklahoma City Zoological Trust
A Component Unit of the City of Oklahoma City, Oklahoma
Statements of Cash Flows
Years Ended June 30, 2013 and 2012

	2013	2012
Operating Activities		
Cash received from customers	\$ 8,942,575	\$ 10,074,796
Cash payments to suppliers for goods and services	(7,444,548)	(7,244,365)
Cash payments to employees for services	(9,333,761)	(9,402,173)
Net cash used in operating activities	(7,835,734)	(6,571,742)
Noncapital Financing Activities		
Sales tax payments from the City	11,895,911	11,639,328
Donations received	2,617,724	1,636,341
Net cash provided by noncapital financing activities	14,513,635	13,275,669
Capital and Related Financing Activities		
Acquisition and construction of capital assets	(2,435,745)	(645,029)
Principal paid on bonds	(530,000)	(500,000)
Interest paid on bonds	(177,949)	(196,648)
Net cash used in capital and related financing activities	(3,143,694)	(1,341,677)
Investing Activities		
Purchase of investments	(12,282,347)	(12,648,306)
Proceeds from sale of investments	12,750,864	12,410,619
Investment income	38,053	23,044
Net cash provided by (used in) investing activities	506,570	(214,643)
Increase in Cash	4,040,777	5,147,607
Cash, Beginning of Year	9,249,335	4,101,728
Cash, End of Year	\$ 13,290,112	\$ 9,249,335
Reconciliation to Cash		
Unrestricted	\$ 12,983,018	\$ 9,143,989
Restricted	307,094	105,346
Total cash	\$ 13,290,112	\$ 9,249,335

See Notes to Financial Statements

	<u>2013</u>	<u>2012</u>
Reconciliation of Operating Loss to Net Cash Used in Operating Activities		
Operating loss	\$ (11,339,671)	\$ (9,355,729)
Adjustments to reconcile operating loss to net cash used in operating activities		
Depreciation	2,994,715	2,973,616
Loss on disposal of capital assets	243,418	-
Changes in operating assets and liabilities		
Accounts receivable	(178,220)	125,443
Inventories	34,215	30,208
Prepaid expenses	16,550	(2,765)
Accounts payable	(83,417)	(413,650)
Wages and benefits payable	112,085	(33,871)
Compensated absences	(1,800)	(17,639)
Other accrued liabilities	(43,275)	(193,582)
Deferred lease revenue	140,414	20,675
Net OPEB obligation	269,252	295,552
	<u>\$ (7,835,734)</u>	<u>\$ (6,571,742)</u>
Net cash used in operating activities		
	<u>\$ (7,835,734)</u>	<u>\$ (6,571,742)</u>
Noncash Capital and Financing Activities		
Capital asset addition included in accounts payable	<u>\$ 259,283</u>	<u>\$ 165,271</u>

Oklahoma City Zoological Trust
A Component Unit of the City of Oklahoma City, Oklahoma
Notes to Financial Statements
June 30, 2013 and 2012

Note 1: Summary of Significant Accounting Policies

Nature of Operations and Reporting Entity

The Oklahoma City Zoological Trust (the Trust) was created by the City of Oklahoma City, Oklahoma (the City) on January 7, 1975, under the laws of the State of Oklahoma (the State) for the purpose of developing, maintaining, operating and managing the Oklahoma City Zoo (the Zoo). Trustees include the Mayor, the City Manager, one member of the City Council and six other persons who are recommended by the Oklahoma Zoological Society, Inc. (the Society) selected by the Mayor and approved by the City Council. The City Council also approves the Trust's sales tax budget. If the Trust terminates, the Trust agreement provides that the assets shall revert to the City. While the Trust is a legally separate entity whose beneficiary is the City, it is a component unit of the City reported as a proprietary fund, and the accompanying financial statements are blended in the City's comprehensive annual financial report, a copy of which may be obtained from the City's Accounting Services Division.

Organization and Reporting Entity

The financial reporting entity, as defined by the Governmental Accounting Standards Board (GASB), consists of the primary government, organizations for which the primary government is financially accountable and other organizations for which the nature and significance of their relationship with the primary government are such that exclusion could cause the financial statements to be misleading or incomplete.

The Society is an Oklahoma not-for-profit organization that was created in 1954 to support and promote the Zoo. The Society does this through membership drives, annual fundraising, capital campaigns, marketing, special events and public relations. The economic resources received and held by the Society for the benefit of the Trust are not significant to the Trust's overall financial position.

Measurement Focus and Basis of Accounting

As a proprietary fund, the Trust is accounted for using the economic resources measurement focus and the accrual basis of accounting. Revenues are recognized when earned, and expenses are recognized when the related liability is incurred.

The Trust adopted the following statements of GASB:

GASB No. 61, *The Financial Reporting Entity: Omnibus, an amendment of GASB Statements No. 14 and 34* – The objective of GASB No. 61 is to redefine the financial reporting entity for governmental entities. There was no impact to the Trust as a result of the adoption of the standard; however, the Trust was redefined as a blended component unit of the City.

Oklahoma City Zoological Trust
A Component Unit of the City of Oklahoma City, Oklahoma
Notes to Financial Statements
June 30, 2013 and 2012

GASB No. 63, *Financial Reporting of Deferred Outflows of Resources, Deferred Inflows of Resources and Net Position* and No. 65, *Items Previously Reported as Assets and Liabilities* – The objective of GASB No. 63 is to provide guidance for reporting deferred outflows of resources, deferred inflows of resources and net position in a statement of financial position and related disclosures. GASB No. 63 has been applied retrospectively, which required certain reclassifications within the Trust’s statement of net position. There was no impact on the accompanying statements of revenues, expenses and changes in net position.

The objective of GASB No. 65 is to (a) properly classify certain items that were previously reported as assets and liabilities as deferred outflows of resources or deferred inflows of resources and (b) recognize certain items that were previously reported as assets and liabilities as outflows of resources (expenses) or inflows of resources (revenues). In conjunction with the adoption of GASB No. 65, the Trust restated its beginning 2012 net position by \$56,502 by writing off bond issuance costs that had been previously capitalized. The restatement increased the previously reported change in net position for 2011 by \$7,063.

The Trust is organized into accounts in order to achieve sound and efficient financial administration and reporting. Each account is considered a separate accounting entity, while all accounts are combined in the basic financial statements. The accounts include:

Operating Account

The operating account is used to account for the Trust’s operations and all financial resources except those accounted for in other funds.

Designated Animal Account

Established by the Lease and Operating Agreement between the City and the Trust dated June 11, 1985, the designated animal account receives funds from the sale of zoo animals. These funds may be expended for approved animal purchases or for approved minor zoo improvements.

Designated Account

Established by the Board of Trustees, the designated account is used to account for the resources received in the settlement of the estate of a donor. The donor placed no restrictions on the use of the funds.

Sales Tax Account

The sales tax account is used to account for that portion of the City’s sales tax, which is earmarked specifically for use by the Trust. This account also includes bond funds, which are used for construction.

When both restricted and unrestricted resources are available for use, it is the Trust’s policy to use restricted resources first and then unrestricted resources as needed. Restricted assets and liabilities payable from restricted assets that are current in nature are reported with current assets and liabilities in the accompanying financial statements.

Oklahoma City Zoological Trust
A Component Unit of the City of Oklahoma City, Oklahoma
Notes to Financial Statements
June 30, 2013 and 2012

Operating and Nonoperating Revenues and Expenses

Operating income or loss includes revenues and expenses related to the primary, continuing operations of the Trust. Principal operating revenues are charges to customers for sales or services. Principal operating expenses are the cost of providing goods or services and include administrative expenses and depreciation of capital assets. Other revenues and expenses are classified as nonoperating in the accompanying financial statements.

Use of Estimates

The preparation of financial statements in conformity with accounting principles generally accepted in the United States of America requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenues and expenses during the reporting period. Actual results could differ from those estimates.

Cash and Investments

The Board of Trustees formally adopted the City's deposit and investment policy for unrestricted accounts in addition to policies specified in the Zoo's bond indenture applicable to the Trust's sales tax fund as restricted by the indenture.

Cash includes only cash deposits in order to appropriately report investment activity. Investments are comprised of funds deposited into trustee banks in accordance with the investment policy specified in the bond indenture for restricted deposits and investments.

Investments are reported at fair value based on quoted market prices.

Advance to the City of Oklahoma City

During the year ended June 30, 1991, voters passed a sales tax increase, which was earmarked specifically for the purpose of funding certain zoo activities. In accordance with State Statutes, the State collects the monies and remits them to the City, who accounts for the receipt of the sales taxes and interest earned on related deposits in a separate limited-purpose fund. The Trust records such amounts as an advance to the City at the time the City earns the taxes. In accordance with the city ordinance authorizing the tax, the Trust records such activity in a separate fund, the Sales Tax Fund. Monies are paid by the State to the City on a monthly basis. Funds are transferred upon request from the Trust. The funds are invested in the City's investment pool and are reported in the City's comprehensive annual financial report.

Accounts Receivable

Management believes all accounts are collectible; therefore, an allowance for uncollectible receivables has not been provided for the years ended June 30, 2013 and 2012.

Oklahoma City Zoological Trust
A Component Unit of the City of Oklahoma City, Oklahoma
Notes to Financial Statements
June 30, 2013 and 2012

Inventories

Inventories consist of gift shop merchandise, concession food, animal food and certain operating supplies and are valued at the lower of cost or market value on the first-in, first-out method.

Capital Assets and Depreciation

Capital assets are stated at actual or estimated historical cost, net of accumulated depreciation. Donated capital assets are stated at fair market value at the date of donation. Costs incurred during construction of long-lived assets are recorded as construction in progress and are not depreciated until placed in service. Capital assets consist of only those items acquired since the formation of the Trust whose cost is greater than or equal to \$7,500. Depreciation is computed using the straight-line method based on the estimated useful lives of the assets as follows:

Buildings and grounds	5–50 years
Improvements	2–20 years
Equipment and other	3–10 years

Individual animals are expensed when purchased.

Maintenance and repairs to property and equipment are charged to operations, while renewals and betterments are capitalized. When property or equipment are disposed of or sold, the cost and applicable accumulated depreciation are removed from the respective accounts, and the resulting gain or loss is recorded in operations.

Interest Capitalization

Interest costs related to revenue bonds are capitalized as part of the historical cost of acquiring certain assets. To qualify for interest capitalization, assets must require a period of time to get them ready for their intended purpose. Interest earned on proceeds of tax-exempt borrowing arrangements restricted to the acquisition of qualifying assets is offset against interest costs in determining the amount to be capitalized. There was no interest capitalized for the years ended June 30, 2013 and 2012.

Revenue Recognition

Operating revenues are recorded when goods and services are provided.

Bond Discount

The bond discounts and premiums have been capitalized and are being amortized over the term of the bonds using a method which approximates the effective interest method.

Oklahoma City Zoological Trust
A Component Unit of the City of Oklahoma City, Oklahoma
Notes to Financial Statements
June 30, 2013 and 2012

Compensated Absences

Employees are granted paid time off (PTO) benefits in varying amounts depending on tenure with the Trust. These benefits accumulate pro rata by two-week periods and must be taken within the calendar year. Employees can elect to carry over a maximum of 40 hours into the next calendar year. PTO benefits are accrued as earned.

Sick leave benefits accrue to employees at the rate of five hours per two-week pay period to a maximum accrual of 520 hours. Employees are not entitled to payment of their sick leave balance at termination; therefore, no liability related to sick leave is recorded in the accompanying basic financial statements.

Unearned Lease Revenue

Unearned lease revenue from the Remington Park Race Track facility owned by Global Gaming RP, LLC is being amortized over the initial lease term and the five renewal option periods for a term of 75 years (see *Note 7*).

Income Tax

The Trust is exempt from federal income tax under Section 115 of the Internal Revenue Code.

Reclassifications

Certain reclassifications have been made to the 2012 financial statements to conform to the 2013 financial statement presentation. The reclassifications had no effect on the changes in net position.

Note 2: Deposits and Investments

Deposits

Custodial credit risk for deposits is the risk that in the event of a bank failure the Trust's deposits may not be returned or the Trust will not be able to recover collateral securities in the possession of an outside party. The City/Trust policy requires deposits to be 110% secured by collateral valued at market or par, whichever is lower, less the amount of the Federal Deposit Insurance Corporation (FDIC) insurance. Deposited funds may be invested in certificates of deposit in institutions with an established record of fiscal health and service, as determined by a rating of C- or above by independent rating agencies. Collateral agreements must be approved prior to deposit of funds as provided by law. The City Council approves and designates a list of authorized depository institutions based on evaluation of solicited responses and certifications provided by financial institutions and recommendations of an evaluation committee and/or the City Treasurer.

Oklahoma City Zoological Trust
A Component Unit of the City of Oklahoma City, Oklahoma
Notes to Financial Statements
June 30, 2013 and 2012

At June 30, 2013 and 2012, all bank balances of Trust accounts were insured or collateralized with securities held by the Trust or collateralized with securities held by the trustee bank's trust department in the Trust's name.

Investments

The general bond indenture for the Oklahoma City Zoological Trust Sales Tax and Revenue Bonds (Bond Indenture) requires the use of trust accounts. The bond account is used to segregate resources accumulated for debt service payments over the next 12 months. The bond reserve account is used for proceeds of revenue bond issuances set aside to make up potential future deficiencies in the bond account or to make the last bond principal and interest payments.

As of June 30, 2013 and 2012, the Trust had the following investments and maturities:

Types of Investments	Fair Value/ Carrying Amount	Cost	Ratings (1)	Weighted- Average Days to Maturity (2)
Money market funds				
2013	\$ 736,362	\$ 736,362	AAAm/Aaa	55
2012	\$ 1,204,879	\$ 1,204,879	AAAm/Aaa	41

(1) Ratings are provided where applicable to indicate associated credit risk.

(2) Interest rate risk is estimated using weighted-average days to maturity.

Credit Risk – Credit risk is the risk that an issuer or other counterparty to an investment will not fulfill its obligations. Investing is performed in accordance with investment policies adopted by the City Council complying with State Statutes and the City Charter. City/Trust funds may be invested in: 1) direct obligations of the United States government, its agencies or instrumentalities to the payment of which the full faith and credit of the government of the United States is pledged or obligations to the payment of which the full faith and credit of the State of Oklahoma is pledged; 2) obligations of the Government National Mortgage Association, Federal National Mortgage Association or Federal Home Loan Mortgage Corporation or any federal farm credit bank, federal land bank or federal home loan bank notes or bonds; 3) collateralized or insured certificates of deposit and other evidence of deposits at banks, savings banks, savings and loan associations and credit unions located in the City when secured by appropriate collateral; 4) repurchase agreements that have underlying collateral of direct obligations or obligations of the United States government, its agencies and instrumentalities; 5) money market funds regulated by the Securities and Exchange Commission and which investments consist of the authorized investments (domestic securities) with restrictions as specified in state law; 6) State and Local Government Series (SLGS); and 7) City direct debt obligations for which an ad valorem tax may be levied or bonds issued by a public trust of which the City is a beneficiary and judgments rendered against the City by a court of record, provided it is a prudent investment.

Oklahoma City Zoological Trust
A Component Unit of the City of Oklahoma City, Oklahoma
Notes to Financial Statements
June 30, 2013 and 2012

Under the policy, the City/Trust may not invest in reverse repurchase agreements, derivative instruments created from, whose value depends on, or is derived from, the value of one or more underlying assets or indices of asset values and/or has no call options prior to the desired maturity or is a variable rate instrument. Collateralization is further restricted to permitted investments shown previously as items 1 and 2.

Interest Rate Risk – Interest rate risk is the risk that changes in interest rates will adversely affect the fair value of an investment. Investments held for longer periods are subject to increased risk of adverse interest rate changes. The policy provides that, to the extent practicable, investments are matched with anticipated cash flows. Investments are diversified to minimize the risk of loss resulting from overconcentration of assets in a specific maturity period, a single issuer or an individual class of securities. Unless matched to a specific cash flow, investments are not made in securities maturing more than five years from the date of purchase. Certificates of deposit may not be purchased with maturities greater than 365 days from date of purchase.

Concentration of Credit Risk – Concentration of credit risk is the risk of loss attributed to the magnitude of the investment in a single issuer. Cumulatively, portfolios may not be invested in any given financial institution in excess of 5% of such institution’s total assets. Additionally, no more than 5% of the total portfolio may be placed with any single financial institution with the exception of repurchase agreements. U.S. government securities, SLGS and City judgments are excluded from these restrictions.

Maturity Limitations		Investment-Type Limitations	
Percentage of Total Principal		Percentage of Total Invested Principal	
Maximum % (1)		Maximum % (3)	
0–1 year	100%	Repurchase agreements	100%
1–3 years	90%	U.S. Treasury securities (2)	100%
3–5 years	90%	Certificates of deposit	50%
		Money market funds	100%
		Savings account	100%
		U.S. noncancellable agencies securities	100%
		Judgments	5%

Except in instances of specifically matched cash flows, the portfolio is structured as follows:

- 1) For maturities limited to 0–1 year, the minimum percentages allowed under the policy are 5–25%.
- 2) Includes SLGS.
- 3) For investments listed, there is no minimum percentage specified under the policy.

The City/Trust policy also allows surplus cash, certificates of deposit and repurchase agreements to be collateralized with securities with longer maturities if such maturity does not exceed 10 years.

Oklahoma City Zoological Trust
A Component Unit of the City of Oklahoma City, Oklahoma
Notes to Financial Statements
June 30, 2013 and 2012

Custodial Credit Risk – Custodial credit risk is the risk that in the event of the failure of the counterparty the Trust will not be able to recover the value of its investments or collateral securities in the possession of an outside party. The City/Trust policy provides that investment collateral is held by a third-party custodian with whom the City has a current custodial agreement in the City’s name or be held in the name of both parties by the Federal Reserve Bank servicing Oklahoma.

City policy is more restrictive than the requirements of Oklahoma law found in Title 62 of the Oklahoma Statutes as follows: Statutes allow investment in any agencies or instrumentalities of the U.S. government; negotiable certificates of deposit are permitted investments without collateralization restrictions (limited to 10% of investable funds and not more than half of the 10% may be invested in any one financial institution); prime banker’s acceptances are acceptable investment instruments (limited to 270 days maturity or less and may comprise no more than 10% of investable funds with no more than half of the 10% in any one commercial bank); prime commercial paper is also permitted (restricted to 180 days maturity or less and may not comprise more than 10% of the outstanding paper of an issuing corporation with no more than 7.5% of investable funds permitted to be in commercial paper); purchase of municipal direct debt is not limited to Oklahoma City direct debt and may include Oklahoma counties and school districts.

The Sales Tax and Revenue Bond Indenture prescribes authorized investments for accounts restricted under the indenture as follows:

1. Direct obligations unconditionally guaranteed by the United States of America
2. Bonds or debentures payable in cash issued by the following federal agencies:
 - Export Import Bank of the United States
 - Federal Financing Bank
 - Farmers Home Administration
 - Federal Housing Administration
 - Maritime Administration
 - Public Housing Authorities
 - Government National Mortgage Association
3. Investments fully insured by the FDIC, including:
 - Certificates of deposit
 - Savings accounts
 - Deposit accounts
 - Depository receipts

Oklahoma City Zoological Trust
A Component Unit of the City of Oklahoma City, Oklahoma
Notes to Financial Statements
June 30, 2013 and 2012

4. Certificates of deposit in excess of FDIC insurance properly secured by collateral security consisting of obligations described in 1) and 2) above
5. Commercial paper
6. Money market funds
7. Investment agreements

The bond indenture provides that investments mature in no more than six to sixty months, depending on the purpose of the funds and the requirements of the account in which funds are deposited (bond, operating and maintenance, construction, etc.).

Trust investment policy is more restrictive than the requirements of Oklahoma law found in Title 60 of the Oklahoma Statutes and the standards of the *Uniform Prudent Management of Institutional Funds Act*. These statutes restrict public trust investing to the Prudent Investor Rule defined by Title 60 of the Oklahoma Statutes to consider the purposes, terms, distribution requirements and other circumstances of the Trust and to exercise reasonable care, skill and caution. Investment decisions must be evaluated not in isolation, but in the context of the Trust's portfolio as a whole and as a part of the overall investment strategy having risk and return objectives reasonably suited to the Trust.

Trust investments were restricted for the following purposes at June 30, 2013 and 2012:

	<u>2013</u>	<u>2012</u>
Refunding Series bond issue		
Bond reserve account	\$ 637,220	\$ 637,154
Bond principal account	<u>99,142</u>	<u>567,725</u>
	<u>\$ 736,362</u>	<u>\$ 1,204,879</u>

Oklahoma City Zoological Trust
A Component Unit of the City of Oklahoma City, Oklahoma
Notes to Financial Statements
June 30, 2013 and 2012

Summary of Carrying Values

The carrying values of deposits and investments shown above are included in the accompanying balance sheets as follows:

	<u>2013</u>	<u>2012</u>
Carrying value		
Deposits	\$ 13,290,112	\$ 9,249,335
Investments	<u>736,362</u>	<u>1,204,879</u>
	<u>\$ 14,026,474</u>	<u>\$ 10,454,214</u>
Included in the following balance sheet captions		
Cash	\$ 12,983,018	\$ 9,143,989
Cash, restricted	307,094	105,346
Noncurrent restricted investments	<u>736,362</u>	<u>1,204,879</u>
	<u>\$ 14,026,474</u>	<u>\$ 10,454,214</u>

Note 3: Capital Assets

Capital assets consist of the following:

	<u>Balance, July 1, 2012</u>	<u>Additions</u>	<u>Deletions</u>	<u>Transfers</u>	<u>Balance, June 30, 2013</u>
Depreciable capital assets					
Buildings and grounds	\$ 77,310,185	\$ -	\$ (131,728)	\$ -	\$ 77,178,457
Improvements	9,732,788	1,696,839	(1,007,512)	63,680	10,485,795
Equipment and other	<u>6,144,681</u>	<u>129,044</u>	<u>(466,659)</u>	<u>-</u>	<u>5,807,066</u>
Total depreciable capital assets	<u>93,187,654</u>	<u>1,825,883</u>	<u>(1,605,899)</u>	<u>63,680</u>	<u>93,471,318</u>
Less accumulated depreciation					
Buildings and grounds	20,780,328	2,115,076	(121,500)	-	22,773,904
Improvements	5,893,746	447,111	(825,923)	-	5,514,934
Equipment and other	<u>4,623,799</u>	<u>432,528</u>	<u>(391,731)</u>	<u>-</u>	<u>4,664,596</u>
Total accumulated depreciation	<u>31,297,873</u>	<u>2,994,715</u>	<u>(1,339,154)</u>	<u>-</u>	<u>32,953,434</u>
Depreciable capital assets, net of accumulated depreciation	<u>\$ 61,889,781</u>	<u>\$ (1,168,832)</u>	<u>\$ (266,745)</u>	<u>\$ 63,680</u>	<u>\$ 60,517,884</u>
Nondepreciable capital assets					
Construction in progress	<u>\$ 451,587</u>	<u>\$ 799,842</u>	<u>\$ -</u>	<u>\$ (63,680)</u>	<u>\$ 1,187,749</u>

Oklahoma City Zoological Trust
A Component Unit of the City of Oklahoma City, Oklahoma
Notes to Financial Statements
June 30, 2013 and 2012

	Balance, July 1, 2011	Additions	Deletions	Transfers	Balance, June 30, 2012
Depreciable capital assets					
Buildings and grounds	\$ 77,310,185	\$ -	\$ -	\$ -	\$ 77,310,185
Improvements	9,267,856	393,219	-	71,713	9,732,788
Equipment and other	5,928,876	215,805	-	-	6,144,681
Total depreciable capital assets	<u>92,506,917</u>	<u>609,024</u>	<u>-</u>	<u>71,713</u>	<u>93,187,654</u>
Less accumulated depreciation					
Buildings and grounds	18,689,976	2,090,352	-	-	20,780,328
Improvements	5,452,852	440,894	-	-	5,893,746
Equipment and other	4,181,429	442,370	-	-	4,623,799
Total accumulated depreciation	<u>28,324,257</u>	<u>2,973,616</u>	<u>-</u>	<u>-</u>	<u>31,297,873</u>
Depreciable capital assets, net of accumulated depreciation	<u>\$ 64,182,660</u>	<u>\$ (2,364,592)</u>	<u>\$ -</u>	<u>\$ 71,713</u>	<u>\$ 61,889,781</u>
Nondepreciable capital assets					
Construction in progress	<u>\$ 322,024</u>	<u>\$ 201,276</u>	<u>\$ -</u>	<u>\$ (71,713)</u>	<u>\$ 451,587</u>

Note 4: Long-Term Obligations

The following is a summary of long-term obligation transactions for the years ended June 30, 2013 and 2012:

Description and Purpose	Beginning Balance	Additions	Deductions	Ending Balance	Current Portion
2013					
Revenue bonds	\$ 4,215,000	\$ -	\$ 530,000	\$ 3,685,000	\$ 545,000
Net OPEB obligation	<u>1,039,668</u>	<u>269,252</u>	<u>-</u>	<u>1,308,920</u>	<u>-</u>
	<u>\$ 5,254,668</u>	<u>\$ 269,252</u>	<u>\$ 530,000</u>	<u>\$ 4,993,920</u>	<u>\$ 545,000</u>
2012					
Revenue bonds	\$ 4,715,000	\$ -	\$ 500,000	\$ 4,215,000	\$ 530,000
Net OPEB obligation	<u>744,116</u>	<u>295,552</u>	<u>-</u>	<u>1,039,668</u>	<u>-</u>
	<u>\$ 5,459,116</u>	<u>\$ 295,552</u>	<u>\$ 500,000</u>	<u>\$ 5,254,668</u>	<u>\$ 530,000</u>

Oklahoma City Zoological Trust
A Component Unit of the City of Oklahoma City, Oklahoma
Notes to Financial Statements
June 30, 2013 and 2012

Revenue Bonds Payable

On June 30, 1999, the Trust issued \$8,500,000 of revenue bonds, which mature through 2019 (Series 1999 Bonds), for the purpose of financing the construction of certain facilities and the improvement of existing facilities. The bonds are collateralized by the sales tax revenues received from the City pursuant to the Sales Tax and Revenue Bond Indenture (the Indenture).

During 2005, a portion of the Series 1999 Bonds were refunded by issuing \$5,660,000 in revenue bonds. As a result of this refunding, the Trust recognized a deferred amount on refunding which is being amortized over 14 years, the remaining life of the refunded debt. Revenue bonds payable are reflected net of unamortized premiums of \$38,393 and \$44,792 at June 30, 2013 and 2012, respectively.

The Indenture requires the use of a project account, an interest account, a principal account and a bond fund reserve account. These accounts are held by a trustee bank and managed pursuant to the terms of the Indenture. The Indenture provides that sales tax revenue will be deposited into a revenue fund, and transfers will be made to the respective accounts for current requirements on a monthly basis.

Proceeds from tax-exempt bonds issued after September 1, 1996, are subject to the 1996 Tax Reform Act. The Trust complies with Internal Revenue Service regulations in order to maintain tax-exempt status on the bonds. The Trust had no arbitrage rebate liability at June 30, 2013 or 2012.

Annual debt service requirements to maturity for revenue bonds are as follows:

Fiscal Year	Interest Rate Percentage	Outstanding Principal	Interest	Total
2014	5.00%	\$ 545,000	\$ 152,744	\$ 697,744
2015	5.00%	575,000	125,369	700,369
2016	3.75%	605,000	97,124	702,124
2017	3.80%	630,000	74,333	704,333
2018	3.88%	650,000	50,289	700,289
2019	4.00%	680,000	24,933	704,933
		<u>\$ 3,685,000</u>	<u>\$ 524,792</u>	<u>\$ 4,209,792</u>

Oklahoma City Zoological Trust
A Component Unit of the City of Oklahoma City, Oklahoma
Notes to Financial Statements
June 30, 2013 and 2012

Note 5: Employee Retirement Plan

All full-time employees of the Trust are eligible to participate in the City’s Employee Retirement System (ERS), a single-employer defined benefit public employee retirement system. The executive director and division directors can elect to participate in a 401(a) plan instead of the City’s ERS. The Trust’s covered payroll approximated \$5,035,000 and \$5,039,000 for the years ended June 30, 2013 and 2012, respectively. The total payroll for all trust employees approximated \$6,961,000 and \$6,849,000 for the years ended June 30, 2013 and 2012, respectively.

Actuarial valuations are performed annually. Unless otherwise indicated, information in this note is provided as of the latest actuarial valuation, December 31, 2012.

Eligibility, Contribution Methods and Benefit Provisions

Year established and governing authority	1958; City Council ordinance
Determination of contribution requirements	Actuarially determined
Employer contributions	9.49% of covered payroll
Plan member contributions	6.00% of covered payroll
Eligible to participate	Full-time trust employees
Funding of administrative costs	Investment earnings
Period required vesting	Five years
Eligibility for distribution	30 years credited service regardless of age or age 60 with 10 years (pre-March 1967 hires); or 25 years credited service regardless of age or age 65 with five years (post-March 1967 hires); or age 55 with five years on a reduced basis or five years of service, with benefits to begin at age 65 (60 with 10 years if pre-March 1967 hire)
Postretirement benefit increases	Cost of living adjustments, compounded annually, increases must be approved by the ERS Board
Provisions for disability benefits	Yes
Provisions for death benefits	Yes

Oklahoma City Zoological Trust
A Component Unit of the City of Oklahoma City, Oklahoma
Notes to Financial Statements
June 30, 2013 and 2012

Plan Membership

	2013	2012
Active members	3,353	3,291
Retirees and beneficiaries currently receiving benefits	2,161	2,162
	5,514	5,453

Plan Assets

There are no assets legally reserved for purposes other than the payment of plan member benefits. The Plan held no individual investments (other than U.S. government and U.S. government guaranteed obligations) whose market value exceeds 5% or more of net position available for benefits. There are no long-term contracts for contributions.

Pension Cost and Net Pension Obligation

Annual required contributions (ARC) were made for all years shown. There were no net pension obligations outstanding for the current year or previous three years. Three-year trend information of the City's annual pension cost and net pension obligations to the ERS is as follows:

Fiscal Year	Annual Pension Cost	Percentage Contributed	Net Pension Obligation
2014	\$ 11,320,094	100%	\$ -
2013	\$ 9,614,625	100%	\$ -
2012	\$ 5,585,595	100%	\$ -

Oklahoma City Zoological Trust
A Component Unit of the City of Oklahoma City, Oklahoma
Notes to Financial Statements
June 30, 2013 and 2012

Actuarial methods and assumptions used to determine the ARC are as follows:

Valuation date	December 31, 2012
Actuarial cost method	Individual entry age
Amortization method	Level percentage of payroll
Amortization period (1)	29 years, closed
Actuarial asset valuation method	Four-year smoothed market
Actuarial assumptions	
Investment rate of return	7.5%
Projected salary increases	4.0%–7.8%
Postretirement benefit increases (maximum)	2.0%
Inflation	4.0%
Other	1994 group annuity table set forward one year for women and three years for men

(1) The actuarial report for the ERS as a whole, dated December 31, 2012, changed the amortization period from 30 years to 29 years.

Employer contribution rates are determined by the City Council. The ERS issues a separate stand-alone report which can be obtained from the City’s Accounting Services Division at 100 N. Walker, Oklahoma City, Oklahoma 73102.

Related-Party Transactions

As of June 30, 2013 and 2012, the ERS held judgments in the amount of \$3,722,746 and \$2,299,314, respectively. The judgments earn interest of 5.25%. State Statutes permit the ERS to purchase judgments rendered against the City throughout the year. In October of each year, the City (through the property tax levy process) pays the ERS for the principal amount and earned interest for each purchased judgment.

Oklahoma City Zoological Trust
A Component Unit of the City of Oklahoma City, Oklahoma
Notes to Financial Statements
June 30, 2013 and 2012

Funding Status

The required schedule of funding progress as of the last actuarial date was as follows:

Actuarial accrued liability (AAL)	\$ 553,588,000
Actuarial value of plan assets (AVA)	\$ 547,686,000
Unfunded actuarial accrued liability (UAAL)	\$ 5,902,000
Funded ratio (AVA/AAL)	99%
Covered payroll (Active Plan Members)	\$ 119,933,000
UAAL as a percentage of covered payroll	5%

Note 6: Other Postemployment Benefits (OPEB)

Plan Description

The City provides postemployment health care benefits for retired employees and their dependents through the City of Oklahoma City Post-Retirement Medical Plan (OPEBT), a single-employer defined benefit health care plan. The benefits, coverage levels, employee contributions and employer contributions are governed by the City and can be amended by the City through its personnel manual and union contracts. OPEBT issues a separate report that can be obtained from the City's Human Resource Department at 420 W. Main, Suite 110, Oklahoma City, Oklahoma 73102.

Benefits Provided

The City provides postretirement health care benefits to its retirees. OPEBT covers all current retirees who elected postretirement medical coverage and future retired general employees.

The City provides subsidized medical benefits either through a fully-insured health plan or through a self-insured Group Indemnity Plan. Benefits include general inpatient and outpatient medical services and prescription drug coverage. General employees are eligible for membership in OPEBT if they retire from the City on or after age 55 with five years of service or at any age with 25 years of service. Coverage for dependents can continue upon the death of the retiree. Spouses of employees who die in active service while eligible for benefits can receive coverage.

Funding Policy

The City contributes 70% of the premium as a subsidy toward medical coverage of retirees and their dependents. The retirees and their dependents are responsible for paying the remaining 30% of the premium. The City also intends to make additional contributions to the irrevocable trust that has been established for the funding of OPEBT's postretirement benefit obligation.

Oklahoma City Zoological Trust
A Component Unit of the City of Oklahoma City, Oklahoma
Notes to Financial Statements
June 30, 2013 and 2012

Actuarial Methods and Assumptions

Projections of benefits for financial reporting purposes are based on the substantive plan (the Plan as understood by the City and plan members) and include the types of benefits provided at the time of each valuation and the historical pattern of sharing of benefit costs between the City and plan members to that point. The actuarial methods and assumptions used include techniques that are designed to reduce short-term volatility in actuarial accrued liabilities and the actuarial value of assets consistent with the long-term perspective of the calculations.

The projected unit credit actuarial cost method was used to develop the Actuarial Accrued Liability (AAL), and market value of assets was used to develop the Actuarial Value of Plan Assets (AVA). The Plan's unfunded actuarial accrued liability is being amortized as a level percentage of payroll on an open 30-year period basis.

Annual OPEB Costs and Net OPEB Obligation

The City's annual OPEB cost, the percentage of annual OPEB cost contribution to the Plan and the net OPEB obligation were as follows:

Fiscal Year Ended	Annual OPEB Cost	Employer Contributions	Percentage of Annual OPEB Cost Contributions	Net OPEB Obligation
June 30, 2013	\$ 33,258,975	\$ 19,904,516	60%	\$ 107,227,492
June 30, 2012	\$ 36,493,651	\$ 20,064,984	55%	\$ 93,873,033
June 30, 2011	\$ 39,786,634	\$ 18,746,938	47%	\$ 77,444,366

Oklahoma City Zoological Trust
A Component Unit of the City of Oklahoma City, Oklahoma
Notes to Financial Statements
June 30, 2013 and 2012

The net OPEB obligation as of June 30, 2013 and 2012, was calculated as follows:

	2013		2012	
	OPEBT	Trust	OPEBT	Trust
Annual required contribution	\$ 32,881,008	\$ 269,252	\$ 36,181,832	\$ 293,073
Interest on net OPEB obligation	4,609,166	37,334	3,802,518	30,800
Adjustment to annual required contribution	<u>(4,231,199)</u>	<u>(34,273)</u>	<u>(3,490,699)</u>	<u>(28,275)</u>
Annual OPEB cost	33,258,975	272,313	36,493,651	295,598
Contributions made	<u>(19,904,516)</u>	<u>(3,061)</u>	<u>(20,064,984)</u>	<u>(46)</u>
Increase in net OPEB obligation	13,354,459	269,252	16,428,667	295,552
Net OPEB obligation, beginning of year	<u>93,873,033</u>	<u>1,039,668</u>	<u>77,444,366</u>	<u>744,116</u>
Net OPEB obligation, end of year	<u>\$ 107,227,492</u>	<u>\$ 1,308,920</u>	<u>\$ 93,873,033</u>	<u>\$ 1,039,668</u>

Funded Status and Funding Progress

The funded status of the Plan as of July 1, 2012, was as follows:

Actuarial accrued liability (AAL)	\$ 433,863,156
Actuarial value of plan assets (AVA)	\$ 19,198,729
Unfunded actuarial accrued liability (UAAL)	\$ 414,664,427
Funded ratio (AVA/AAL)	4.4%
Covered payroll (active plan members)	\$ 197,922,710
UAAL as a percentage of covered payroll	209.5%

The OPEBT issues a publicly available Comprehensive Annual Financial Report (CAFR) which may be obtained from the City's Accounting Services Division at 100 N. Walker, Oklahoma City, Oklahoma 73102. The CAFR includes the financial statements and required supplementary information of the OPEBT.

Oklahoma City Zoological Trust
A Component Unit of the City of Oklahoma City, Oklahoma
Notes to Financial Statements
June 30, 2013 and 2012

Note 7: Leases

The Trust has various agreements whereby land is leased by the Trust from the City, the Society (both discussed in *Note 8*) and the City of Nichols Hills. The Nichols Hills lease is a 25-year renewable operating lease at an expense of \$21,480 per year. This leased property is subleased under an operating lease to Global Gaming RP, LLC through December 31, 2013, with five renewal options for 10 years each through calendar year 2063. The Trust received an advance rental of \$4,000,000 and incurred initial costs of \$557,249. The net amount less income earned to date is recorded as deferred lease revenue and is being amortized to income over the term of the lease period, including the renewal options.

Minimum annual future rental payments to the Trust, net of amounts payable by the Trust to the Society and the City of Nichols Hills, are approximately \$1,263,000 for calendar years 2011 through 2013. In addition, the Trust is entitled to receive one-half of 1% of Global Gaming RP, LLC's total annual handle, as defined in the agreement, that exceeds \$187 million and 1% of the gross gaming revenues in excess of \$60 million each year. Contingent rental revenue earned during the years ended June 30, 2013 and 2012, approximated \$329,000 and \$274,000 respectively.

The Trust entered into an amended and restated lease and operating agreement dated as of June 19, 1990, whereby the City leased to the Trust its presently existing and hereafter acquired zoo facilities until December 31, 2063, or to such later date as all bonds or any indebtedness of the Trust, secured by revenues of the Zoo, is paid or provisions for payment made.

On December 19, 2007, the Trust entered into a sublease agreement with Facility Management Group, Inc. (FMG) in which FMG will lease and operate the Zoo Amphitheatre for five years. The contract stipulates that FMG pay the Trust \$200,000 per year in years one and two, \$225,000 per year in years three and four and \$250,000 in year five. The lease agreement ended in 2013.

On February 5, 2013, the Trust entered into a sublease agreement with 3Horse Productions, LLC (3Horse) in which 3Horse will lease and operate the Zoo Amphitheater through November 27, 2017, with a five year optional extension. The contract stipulated that 3Horse invest \$100,000 in improvements to the Zoo Amphitheatre before April 1, 2013. In addition, 3Horse will pay \$258,000 a year in rent, adjusted by the greater of \$3,000 or the Consumer Price Index rate annually, and \$1 per ticket sold for concerts held at the amphitheater.

Oklahoma City Zoological Trust
A Component Unit of the City of Oklahoma City, Oklahoma
Notes to Financial Statements
June 30, 2013 and 2012

The future minimum lease receipts (payments) at June 30, 2013, were:

	Lease Receipts	Lease Payments	Net Lease Receipts
2014	\$ 1,092,993	\$ (65,480)	\$ 1,027,513
2015	1,092,993	(65,480)	1,027,513
2016	1,092,993	(65,480)	1,027,513
2017	1,092,993	(65,480)	1,027,513
2018	834,993	(65,480)	769,513
Thereafter	<u>38,409,655</u>	<u>(3,012,080)</u>	<u>35,397,575</u>
	<u>\$ 43,616,620</u>	<u>\$ (3,339,480)</u>	<u>\$ 40,277,140</u>

Net rental income for all operating leases consisted of:

	2013	2012
Minimum rental expense	\$ (96,301)	\$ (96,301)
Contingent rental expense	(35,292)	(27,765)
Sublease rental income	744,653	814,880
Sublease contingent rental income	328,909	273,762
Other rental income	<u>32,432</u>	<u>38,411</u>
	<u>\$ 974,401</u>	<u>\$ 1,002,987</u>

Note 8: Related-Party Transactions

During the years ended June 30, 2013 and 2012, the Trust recorded payments from the City derived from sales tax receipts approximating \$12,919,000 and \$12,569,000, respectively, and from investment income on related deposits of approximately \$7,000 and \$17,000, respectively.

The City leases to the Trust real and personal property of the Zoo at no cost to the Trust. This agreement gives the Trust the right to operate and realize the revenues of the Zoo. The City also leases to the Trust the main portion of the Remington Park Race Track site at no cost to the Trust.

The City provides certain services to the Trust. Charges for those services for the years ended June 30, 2013 and 2012, approximated \$748,000 and \$643,000, respectively, and include administrative, insurance, printing, postage and workers' compensation expenses.

Oklahoma City Zoological Trust
A Component Unit of the City of Oklahoma City, Oklahoma
Notes to Financial Statements
June 30, 2013 and 2012

The Society leases a small portion of the Remington Park Race Track site to the Trust for \$74,821 per year expiring in 2013, with additional 50-year renewal options in the increment of 25 years each. Also, for fiscal years 2013 and 2012, the Society provided zoo support and donated approximately \$2,565,000 and \$1,840,000, respectively, in Society membership dues, purchase of admission tickets, catering and other payments used to support zoo operations and activities. Of the amounts provided, the Trust recognized approximately \$2,407,000 and \$1,650,000, respectively, as donations in the Trust's financial statements. As of June 30, 2013 and 2012, the Trust had a receivable from the Society of approximately \$190,000 and \$226,000, respectively.

Note 9: Risk Management

The Zoo is exposed to various risks of loss related to torts; theft of, damage to and destruction of assets; errors and omissions; injuries to employees; and natural disasters. The Zoo pays an insurance premium to the City for property loss and workers' compensation insurance coverage. Significant losses are covered by commercial insurance policies for all other programs except employee health, dental and life insurance. For insured programs, there have been no significant reductions in insurance coverage. Settlement amounts have not exceeded insurance coverage for the current year or the three prior years.

Substantially all of the Zoo's employees and their dependents are eligible to participate in the Zoo's employee health insurance plan, which includes dental and life insurance. The Zoo is self-insured for health claims of participating employees and dependents up to an annual aggregate amount of \$1,026,697. Commercial stop-loss insurance coverage is purchased for claims in excess of the aggregate annual amount. A provision is accrued for self-insured employee health claims, including both claims reported and claims incurred but not yet reported. The accrual is estimated based on consideration of prior claims experience, recently settled claims, frequency of claims and other economic and social factors. It is reasonably possible that the Zoo's estimate will change by a material amount in the near term.

Activity in the Zoo's accrued employee health claims liability, included in accounts payable on the accompanying statements of net position, during 2013 and 2012 is summarized as follows:

	<u>2013</u>	<u>2012</u>
Balance, beginning of year	\$ 97,086	\$ 75,250
Current year claims incurred and changes in estimates for		
claims incurred in prior years	664,076	967,298
Claims and expenses paid	<u>(686,474)</u>	<u>(945,462)</u>
Balance, end of year	<u>\$ 74,688</u>	<u>\$ 97,086</u>

Oklahoma City Zoological Trust
A Component Unit of the City of Oklahoma City, Oklahoma
Notes to Financial Statements
June 30, 2013 and 2012

Note 10: Commitments

On August 17, 2011, the Trust entered into a contract with GSB, Inc., to provide services relating to the construction of the Zoo's veterinary hospital approximating \$9,100,000. Remaining commitments as of June 30, 2013, approximated \$7,912,000.

Note 11: Recently Issued Governmental Accounting Standards Board (GASB) Pronouncements

The GASB recently issued the following statements not yet required to be adopted by the Trust:

GASB Statement No. 66, *Technical Corrections – 2012*, enhances the usefulness of financial reports by resolving conflicting accounting and financial reporting guidance that could diminish the consistency of financial reporting. GASB 66 amends both GASB Statement No. 10, *Accounting and Financial Reporting for Risk Financing and Related Insurance Issues*, and GASB Statement No. 62, *Codification of Accounting and Financial Reporting Guidance Contained in Pre-November 30, 1989 FASB and AICPA Pronouncements*. The provisions of GASB 66 are effective for periods beginning after December 15, 2012, and would be applied on a prospective basis.

GASB Statement No. 68, *Financial Reporting for Pension Plans – An Amendment of GASB Statement No. 25*, establishes standards of accounting and financial reporting for defined pension benefit pensions and defined contribution pensions provided to the employees of state and local governmental employers that are administered through trusts or equivalent arrangements. GASB 68 amends GASB Statement No. 27, *Accounting for Pensions by State and Local Governmental Employers*. The provisions of GASB 68 are effective for periods beginning after June 15, 2014, and would be applied on a prospective basis. The Trust has not yet determined the potential impact, if any; this statement could have on its financial statements.

GASB Statement No. 69, *Government Combinations and Disposals of Government Operations*, establishes accounting and financial reporting standards related to government combinations and disposals of government operations. The term “government combinations” includes a variety of transactions referred to as mergers, acquisitions and transfers of operations. This standard is effective for government combinations and disposals of government operations occurring in financial reporting periods beginning after December 15, 2013, and should be applied on a prospective basis. Earlier application is encouraged. The Trust has not yet determined the potential impact, if any; this statement could have on its financial statements.

Oklahoma City Zoological Trust
A Component Unit of the City of Oklahoma City, Oklahoma
Notes to Financial Statements
June 30, 2013 and 2012

GASB Statement No. 70, *Accounting and Financial Reporting for Nonexchange Financial Guarantees*, will improve accounting and financial reporting of state and local governments that extend and receive nonexchange financial guarantees. Some governments extend financial guarantees for the obligations of another government, a not-for-profit organization, a private entity or individual without directly receiving equal or approximately equal value in a nonexchange transaction. As a part of this nonexchange financial guarantee, a government commits to indemnify the holder of the obligation if the entity or individual that issued the obligation does not fulfill its payment requirements. Also, some governments issue obligations that are guaranteed by other entities in a nonexchange transaction. The provisions of this statement are effective for periods beginning after June 15, 2013, and would be applied retroactively. The Trust has not yet determined the potential impact, if any; this statement could have on its financial statements.

Supplementary Information

Oklahoma City Zoological Trust
A Component Unit of the City of Oklahoma City, Oklahoma
Combining Schedule – Statement of Net Position Information
June 30, 2013

	Operating Account	Designated Animal Account	Designated Account	Sales Tax Account	Total
Assets and Deferred Outflows of Resources					
Cash	\$ 3,401,599	\$ 1,040	\$ 12,557	\$ 9,567,822	\$ 12,983,018
Accounts receivable	536,317	2,444	-	-	538,761
Inventories	678,599	-	-	-	678,599
Advance to the City	-	-	-	4,759,866	4,759,866
Prepaid expenses	(4,821)	-	-	16,531	11,710
Cash, restricted	307,094	-	-	-	307,094
Total current assets	<u>4,918,788</u>	<u>3,484</u>	<u>12,557</u>	<u>14,344,219</u>	<u>19,279,048</u>
Noncurrent Assets					
Investments, restricted	-	-	-	736,362	736,362
Capital assets					
Construction in progress	-	-	-	1,187,749	1,187,749
Other capital assets, net of accumulated depreciation	6,437,755	-	-	54,080,129	60,517,884
Total noncurrent assets	<u>6,437,755</u>	<u>-</u>	<u>-</u>	<u>56,004,240</u>	<u>62,441,995</u>
Total assets	11,356,543	3,484	12,557	70,348,459	81,721,043
Deferred Outflows of Resources					
Loss on refunding, net	-	-	-	203,670	203,670
Total assets and deferred outflows of resources	<u>\$ 11,356,543</u>	<u>\$ 3,484</u>	<u>\$ 12,557</u>	<u>\$ 70,552,129</u>	<u>\$ 81,924,713</u>
Liabilities					
Current Liabilities					
Accounts payable	\$ 924,309	\$ -	\$ -	\$ 136,411	\$ 1,060,720
Wages and benefits payable	410,852	-	-	-	410,852
Compensated absences	169,627	-	-	-	169,627
Bonds payable, current	-	-	-	545,000	545,000
Bond interest payable	-	-	-	12,918	12,918
Other accrued liabilities	92,974	-	-	-	92,974
Total current liabilities	<u>1,597,762</u>	<u>-</u>	<u>-</u>	<u>694,329</u>	<u>2,292,091</u>
Noncurrent Liabilities					
Bonds payable, net	-	-	-	3,178,393	3,178,393
Deferred lease revenue	2,632,988	-	-	-	2,632,988
Net OPEB obligation	1,308,920	-	-	-	1,308,920
Total noncurrent liabilities	<u>3,941,908</u>	<u>-</u>	<u>-</u>	<u>3,178,393</u>	<u>7,120,301</u>
Total liabilities	<u>\$ 5,539,670</u>	<u>\$ -</u>	<u>\$ -</u>	<u>\$ 3,872,722</u>	<u>\$ 9,412,392</u>
Net Position					
Net investment in capital assets	\$ 6,437,755	\$ -	\$ -	\$ 51,938,953	\$ 58,376,708
Restricted for debt service	-	-	-	99,128	99,128
Restricted for health claims	232,406	-	-	-	232,406
Unrestricted	(853,288)	3,484	12,557	14,641,326	13,804,079
Total net position	<u>\$ 5,816,873</u>	<u>\$ 3,484</u>	<u>\$ 12,557</u>	<u>\$ 66,679,407</u>	<u>\$ 72,512,321</u>

Oklahoma City Zoological Trust
A Component Unit of the City of Oklahoma City, Oklahoma
Combining Schedule – Statement of Revenues, Expenses and Changes in
Net Position Information
Year Ended June 30, 2013

	Operating Account	Designated Animal Account	Designated Account	Sales Tax Account	Total
Operating Revenues					
Zoo admissions	\$ 2,713,874	\$ -	\$ -	\$ -	\$ 2,713,874
Concessions	2,494,686	-	-	-	2,494,686
Zoo activities	2,797,420	-	-	-	2,797,420
Rent	974,401	-	-	-	974,401
	<u>8,980,381</u>	<u>-</u>	<u>-</u>	<u>-</u>	<u>8,980,381</u>
Operating Expenses					
Personnel services	9,719,296	-	-	-	9,719,296
Maintenance, operations and contractual services	3,458,466	-	-	-	3,458,466
Materials and supplies	3,336,895	24,695	-	450,171	3,811,761
Depreciation	332,097	2,566	-	2,660,052	2,994,715
Animal purchases	-	516	-	-	516
Other	150,181	65,682	-	119,435	335,298
	<u>16,996,935</u>	<u>93,459</u>	<u>-</u>	<u>3,229,658</u>	<u>20,320,052</u>
Operating Loss	<u>(8,016,554)</u>	<u>(93,459)</u>	<u>-</u>	<u>(3,229,658)</u>	<u>(11,339,671)</u>
Nonoperating Revenues (Expenses)					
Donations	2,617,724	-	-	-	2,617,724
Investment income	37,635	-	290	128	38,053
Interest expense	-	-	-	(202,442)	(202,442)
OPEB payments from the City	-	-	-	-	-
	<u>2,655,359</u>	<u>-</u>	<u>290</u>	<u>12,723,100</u>	<u>15,378,749</u>
Change in net position before transfer	(5,361,195)	(93,459)	290	9,493,442	4,039,078
Transfers Between Accounts	<u>7,698,458</u>	<u>29,063</u>	<u>(109)</u>	<u>(7,727,412)</u>	<u>-</u>
Change in Net Position	2,337,263	(64,396)	181	1,766,030	4,039,078
Net Position, Beginning of Year, as Restated	<u>3,479,610</u>	<u>67,880</u>	<u>12,376</u>	<u>64,913,377</u>	<u>68,473,243</u>
Net Position, End of Year	<u>\$ 5,816,873</u>	<u>\$ 3,484</u>	<u>\$ 12,557</u>	<u>\$ 66,679,407</u>	<u>\$ 72,512,321</u>

**Independent Auditor's Report on Internal Control over
Financial Reporting and on Compliance and Other Matters
Based on an Audit of the Financial Statements Performed in
Accordance with *Government Auditing Standards***

Board of Trustees
Oklahoma City Zoological Trust
Oklahoma City, Oklahoma

We have audited, 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, the financial statements of the Oklahoma City Zoological Trust (the Trust), a component unit of the City of Oklahoma City, Oklahoma (the City), which comprise the statement of net position as of June 30, 2013, and the related statements of revenues, expenses and changes in net position and cash flows for the year then ended, and the related notes to the financial statements, and have issued our report thereon dated December 12, 2013.

Internal Control over Financial Reporting

Management of the Trust is responsible for establishing and maintaining effective internal control over financial reporting (internal control). In planning and performing our audit, we considered the Trust's internal control to determine the audit procedures that are appropriate in the circumstances for the purpose of expressing our opinion on the financial statements, but not for the purpose of expressing an opinion on the effectiveness of the Trust's internal control. Accordingly, we do not express an opinion on the effectiveness of the Trust's internal control.

Our consideration of internal control was for the limited purpose described in the preceding paragraph and was not designed to identify all deficiencies in internal control that might be material weaknesses or significant deficiencies and, therefore, there can be no assurance that all material weaknesses or significant deficiencies have been identified. However, as discussed in the accompanying schedule of findings and responses, we identified certain deficiencies in internal control that we consider to be material weaknesses.

A deficiency in internal control exists when the design or operation of a control does not allow management or employees, in the normal course of performing their assigned functions, to prevent or detect and correct misstatements on a timely basis. A material weakness is a deficiency, or a combination of deficiencies, in internal control, such that there is a reasonable possibility that a material misstatement of the Trust's financial statements will not be prevented or detected and corrected on a timely basis. We consider the deficiency described in the accompanying schedule of findings and responses as item 13-01 to be a material weakness.

Board of Trustees
Oklahoma City Zoological Trust

Compliance

As part of obtaining reasonable assurance about whether the Trust's financial statements are free of material misstatement, we performed tests of its compliance with certain provisions of laws, regulations, contracts and grant agreements, noncompliance with which could have a direct and material effect on the determination of financial statement amounts. However, providing an opinion on compliance with those provisions was not an objective of our audit and, accordingly, we do not express such an opinion. The results of our tests disclosed no instances of noncompliance or other matters that are required to be reported under *Government Auditing Standards*.

Management's Responses to Findings

The Trust's responses to the findings identified in our audit are described in the accompanying schedule of findings and responses. Management's responses were not subjected to the auditing procedures applied in the audit of the financial statements and, accordingly, we express no opinion on them.

Other Matters

We also noted certain matters that we reported to the Trust's management in a separate letter dated December 12, 2013.

The purpose of this communication is solely to describe the scope of our testing of internal control and compliance and the results of that testing, and not to provide an opinion on the effectiveness of the Trust's internal control or compliance. This communication is an integral part of an audit performed in accordance with *Government Auditing Standards* in considering the Trust's internal control and compliance. Accordingly, this communication is not suitable for any other purpose.

BKD, LLP

Oklahoma City, Oklahoma
December 12, 2013

Oklahoma City Zoological Trust
A Component Unit of the City of Oklahoma City, Oklahoma
Schedule of Findings and Responses
Year Ended June 30, 2013

Reference Number	Finding
13-01	<p>Criteria or Specific Requirement – Management is responsible for establishing and maintaining effective internal controls over financial reporting.</p> <p>Condition – During a significant portion of the fiscal year under audit, certain financial documents and general ledger entries were not being appropriately reviewed by management. Reviews performed by the finance managers are not consistently or timely performed.</p> <p>Context – Management has a responsibility to monitor financial data for the production of accurate and reliable financial statements.</p> <p>Effect – The potential for undetected fraud, omission or errors increases significantly when financial data and general ledger entries are not being reviewed.</p> <p>Cause – The Trust had significant turnover in the accounting department during the year.</p> <p>Recommendation – We recommend management evaluate its review processes and implement adequate monitoring controls over financial reporting.</p> <p>Views of Responsible Officials and Planned Corrective Actions – We agree. The Finance Assistant left first, followed by the CFO and the Finance Manager. One or more of the positions that conducted reviews were vacant for a major portion of fiscal year 2013. The review of documents and entries resumed when the Finance Manager position was filled in January. The Finance Department was fully staffed in April of 2013.</p>