FINANCIAL STATEMENTS

MAY 31, 2000

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GEORGE BAGLEY AND COMPANY L.L.C.

CERTIFIED PUBLIC ACCOUNTANTS

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INSTITUTE OF CERTIFIED PUBLIC ACCOUNTANTS

INDEPENDENT AUDITOR'S REPORT

Board of Directors Amateur Hockey Association Illinois, Inc. Elk Grove Village, Illinois

We have audited the accompanying statement of financial position of Amateur Hockey Association Illinois, Inc. (AHAI) as of May 31, 2000 and the related statements of activities and cash flows for the year then ended. These financial statements are the responsibility of AHAI's management. Our responsibility is to express an opinion on these financial statements based on our audit.

We conducted our audit in accordance with generally accepted auditing standards. 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 Amateur Hockey Association Illinois, Inc. at May 31, 2000 and the changes in its net assets and its cash flows for the year then ended in conformity with generally accepted accounting principles.

Our audit was made for the purpose of forming an opinion on the basic financial statements taken as a whole. The accompanying supplementary information in Schedule 1 is presented for purposes of additional analysis and is not a required part of the basic financial statements. Such information has been subjected to the auditing procedures applied in the audit of the basic financial statements and, in our opinion, is fairly stated in all material respects in relation to the basic financial statements taken as a whole.

George Bayley and Company I. J. C.

STATEMENT OF FINANCIAL POSITION MAY 31, 2000

ASSETS

| Current Assets: Cash and cash equivalents Accounts receivable Inventory Other current assets | \$318,834 17,012 7,000 4,804 |
|--|---------------------------------------|
| Total Current Assets | 347,650 |
| Equipment Less: Accumulated depreciation | 104,555 (72,539) |
| | 32,016 |
| Total Assets | \$379,666 |
| LIABILITIES AND NET ASSETS | |
| Current Liabilities: Accounts payable Deferred revenue | \$ 18,586 30,869 |
| Total Current Liabilities | 49,455 |
| Net Assets - Unrestricted | 330,211 |
| Total Liabilities and Net Assets | \$379,666 |

STATEMENT OF ACTIVITIES FOR THE YEAR ENDED MAY 31, 2000

| UNRESTRICTED NET ASSETS Revenues: Registration fees Participation fees Program service fees Blackhawk charities grant Other grants and donations Gate receipts at events Merchandise sales Interest Miscellaneous Total Revenues | \$263,350 237,473 77,396 135,000 28,383 48,818 15,505 18,646 11,201 835,772 |
|--|--|
| Expenses: Program services - | |
| Events and programs for members USA Hockey Supporting services - | 604,959 69,298 |
| Registrar | 36,326 |
| Fund-raising Management and general | 28,988 |
| Total Expenses | 85,711 825,282 |
| Increase In Unrestricted Net Assets | 10,490 |
| Net Assets: | |
| Beginning of Year | 319,721 |
| End of Year | \$330,211 |

STATEMENT OF CASH FLOWS FOR THE YEAR ENDED MAY 31, 2000

| CASH FLOWS FROM OPERATING ACTIVITIES | |
|--|----------------|
| Increase in net assets | \$ 10,490 |
| Adjustments to reconcile change in net assets | |
| to net cash provided by operating activities: | |
| Depreciation | 13,349 |
| (Increase) in accounts receivable | (3,433) |
| (Increase) in other current assets | (4,804) |
| (Decrease) in accounts payable | (10,949) |
| Increase in deferred revenue | <u> 17,303</u> |
| Net Cash Flows Provided By Operating Activities | 21,956 |
| CASH FLOWS FROM INVESTING ACTIVITIES Purchase of equipment | (17,372) |
| NET INCREASE IN CASH AND CASH EQUIVALENTS | 4,584 |
| CASH AND CASH EQUIVALENTS, BEGINNING OF YEAR | 314,250 |
| CASH AND CASH EQUIVALENTS, END OF YEAR | \$318,834 |

NOTES TO FINANCIAL STATEMENTS MAY 31, 2000

1. NATURE OF OPERATIONS

The Amateur Hockey Association Illinois, Inc. ("AHAI") has been in operation since December 15, 1975, and is an Illinois not-for-profit corporation exempt from income tax under Internal Revenue Code Section 501(c)(3). Its main purpose is to encourage and improve the standards and conduct of ice hockey in the State of Illinois. Revenues are derived principally from AHAI's programs.

The Amateur Hockey Association Illinois, Inc. is affiliated with USA Hockey.

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Basis of Accounting and Presentation

The financial statements of AHAI have been prepared on the accrual basis of accounting and, accordingly, reflect all significant receivables, payables, and other liabilities.

Financial statement presentation follows the recommendations of the Financial Accounting Standards Board in its Statement of Financial Accounting Standards (SFAS No. 117), Financial Statements of Not-for-Profit Organizations. Under SFAS No. 117, the Organization is required to report information regarding its financial position and activities, based on the existence or absence of donor-imposed restrictions, according to the following three classes of net assets: unrestricted net assets, temporarily restricted net assets and permanently restricted net assets. All of AHAI's net assets are unrestricted.

Cash and Cash Equivalents

For purposes of the statement of cash flows, cash equivalents include all highly liquid debt instruments with original maturities of three months or less.

Inventory

Inventory consists of merchandise stated at the lower of cost (first-in, first-out) or market.

Equipment

Equipment acquisitions are recorded at cost. Only major replacements and improvements are capitalized. Depreciation is recorded using accelerated methods over estimated useful lives of three to five years.

NOTES TO FINANCIAL STATEMENTS MAY 31, 2000

2. <u>SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES</u> (continued)

Expense Allocation

AHAI allocates its expenses on a functional basis among its various programs and support services. Expenses that can be identified with a specific program or support service are allocated directly according to their natural expenditure classification.

Supporting services are those related to operating and managing AHAI and its programs on a day-to-day basis. Supporting services have been sub-classified as follows:

Registrar - includes all activities related to registering teams and players.

Fund-raising - includes all activities related to the selling of merchandise and other similar projects related to the procurement of funds for AHAI's programs.

Management and General - includes all activities related to AHAI's internal management and accounting for program services.

Use of Estimates

The preparation of financial statements in conformity with generally accepted accounting principles requires management to make estimates and assumptions that affect certain reported amounts and disclosures. Accordingly, actual results could differ from those estimates.

3. CONCENTRATIONS OF CREDIT RISK

Financial instruments which potentially subject AHAI to concentrations of credit risk consist principally of cash and cash equivalents and accounts receivable.

At May 31, 2000, AHAI had cash and cash equivalents of approximately \$132,000 which were not insured by the Federal government. Management does not believe any significant credit risk exists on these uninsured amounts.

AHAI requires no collateral from its members on receivables.

NOTES TO FINANCIAL STATEMENTS MAY 31, 2000

4. RELATED PARTY TRANSACTIONS

During the year ended May 31, 2000, AHAI paid for printing services provided by a company affiliated with a member of the Board of Directors and for registration services provided by a person related to another member of the Board of Directors. In addition, AHAI retained a board member to perform legal services. Amounts paid for these services, which are reported in operating expenses, are as follows:

| Printing and postage charges | \$ 93,530 |
|------------------------------|-----------|
| Registration services | 26,960 |
| Legal fees | 12,538 |
| | \$133,028 |

5. <u>LEASE OF ICE ARENA</u>

AHAI rents office and meeting space, as well as ice time, from an ice skating facility under a non-cancellable operating lease expiring February 28, 2014. Under the terms of the lease, if AHAI rents 300 hours of ice time from the facility for each twelve month period ending on May 31, it will not be charged rent for office and meeting space. If AHAI does not rent 300 hours of ice time, it will be required to pay the lessor \$24,000 for that year for the administrative space. For the year May 31, 2000, the minimum ice usage rental time was met and no rent expense was incurred.

6. CONTINGENT LIABILITIES

The Organization has been named as a defendant in a lawsuit filed on behalf of a hockey player who was injured on the ice at the end of a hockey game on November 3, 1999.

On November 21, 2000, the Organization was named as a defendant in a lawsuit filed by the coach of a girl's hockey team and parents of certain team members. Among other things, the lawsuit alleges discrimination by not providing the same opportunities in hockey for girls as boys and restraint of trade in insurance.

No specific monetary damages have been specified in either of the above lawsuits. The Organization believes both lawsuits are completely without merit and intends to vigorously defend its position in both cases. SUPPLEMENTARY INFORMATION

STATEMENT OF FUNCTIONAL EXPENSES FOR THE YEAR ENDED MAY 31, 2000

| | | Services | | upporting Servi | ces | |
|-----------------------|---------------------------------------|----------------------|-----------|-----------------|---------------------------|-----------|
| Description | Events and Programs for Members | USA <u>Hockey</u> | Registrar | Fund-Raising | Management and General | Total |
| Newsletter production | \$ 37,636 | \$ -0- | \$ -0- | \$ -0- | \$ -0- | \$ 37,636 |
| Legal fees | -0- | -0- | -0- | -0- | 12,000 | 12,000 |
| Phones | 3,030 | -0- | 900 | -0- | 6,313 | 10,243 |
| Awards | 49,894 | -0- | -0- | -0- | 43 | 49,937 |
| Hospitality | 38,926 | -0- | -0- | -0- | 286 | 39,212 |
| Ice Fees | 164,103 | -0- | -0- | -0- | 410 | 164,513 |
| Jersies/equipment | 51,550 | -0- | -0- | -0- | 468 | 52,018 |
| Meeting expenses | 6,117 | - 0 - | 439 | -0- | 3,032 | 9,588 |
| Merchandise | -0- | -0- | -0- | 28,988 | -0- | 28,988 |
| Miscellaneous expense | 14,726 | -0- | -0- | -0- | 901 | 15,627 |
| Officials | 38,844 | -0- | -0- | -0- | 90 | 38,934 |
| Postage/mailing | 27,759 | 46 | 2,003 | -0- | 8,392 | 38,200 |
| Printed materials | 28,229 | -0- | 4,102 | -0- | 14,482 | 46,813 |
| Professional fees | 4,938 | -0- | -0- | -0- | 3,958 | 8,896 |
| Outside services | 31,904 | -0- | 929 | -0- | 1,155 | 33,988 |
| Computer services | 749 | -0- | 26,511 | -0- | -0- | 27,260 |
| Supplies | 36,868 | -0- | -0- | -0- | 12,352 | 49,220 |
| Depreciation | -0- | -0- | -0- | -0- | 13,349 | 13,349 |
| Registrations | 3,919 | 69,252 | 1,442 | -0- | -0- | 74,613 |
| Travel | 17,114 | -0- | -0- | -0- | 8,480 | 25,594 |
| Screening | 48,653 | -0- | -0- | 0- | | 48,653 |
| Total Expenses | \$604,959 | \$69,298 | \$36,326 | \$28,988 | \$85,711 | \$825,282 |