

VIRGINIA COLLEGE BUILDING AUTHORITY

FINANCIAL STATEMENTS (UNAUDITED)

FOR THE YEAR ENDING JUNE 30, 2007



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MANAGEMENT'S DISCUSSION AND ANALYSIS (Unaudited)

This section of the annual financial report of the Virginia College Building Authority ("the Authority") presents an analysis of the Authority's financial performance during the fiscal year that ended on June 30, 2007. This information should be considered in conjunction with the information contained in the financial statements, which follow this section.

Authority Activities and Highlights

The Virginia College Building Authority is authorized to issue revenue bonds and notes to finance (1) capital projects of public institutions of higher education under the Pooled Bond Program; (2) capital projects of public institutions of higher education under the 21st Century College and Equipment Programs; and (3) loans to private, non-profit institutions of higher education within the Commonwealth.

Under the Pooled Bond Program, bonds of the Authority are secured by notes of participating institutions of higher education to which the general revenues of the college or university have been pledged. During the year, the Authority issued \$156 million of bonds under this Program.

The 21st Century Program and the Equipment Program were established in 1996 and 1986, respectively, and provide financing for state-supported institutions of higher education. The 21st Century Program provides funding for capital projects designated by the General Assembly. The Equipment Program provides funding for educational equipment. Bonds for both programs are payable from amounts to be appropriated by the General Assembly, and are issued together as a single 21st Century College and Equipment Programs offering. During the year, the Authority issued \$311 million of bonds under this Program.

The Authority is also authorized to issue conduit revenue bonds and notes to finance educational projects through loans to private, non-profit institutions of higher education within the Commonwealth. Since these financings are not obligations of the Commonwealth, they are not included in these financial statements. However, for informational purposes only, a Schedule of Outstanding Bond Issues for Private Colleges and Universities is included on page 23 of this report.

Overview of the Financial Statements

This discussion and analysis is an introduction to the Authority's basic financial statements, which are comprised of two components: 1) combined government-wide and fund financial statements and 2) notes to the financial statements. This report also contains other supplementary information in addition to the basic financial statements.

Government-wide Financial Statements

The Statement of Net Assets and the Statement of Activities are two basic financial statements that report information about the Authority as a whole. The data is reported using the accrual basis of accounting, and provides insight as to whether or not the Authority's total financial position has improved as a result of the current year's activities.

The Statement of Net Assets presents all of the Authority's assets and liabilities, with the difference between the two reported as "net assets." Over time, increases and decreases in net assets measure whether the Authority's financial position is improving or deteriorating.

The Statement of Activities presents information showing how the Authority's net assets changed during the most recent fiscal year. All changes in net assets are reported as soon as the underlying events giving rise to the change occur, regardless of the timing of related cash flows. Therefore, revenues and expenses are reported in these statements for some items that will only result in cash flows in future fiscal periods (e.g. receipt or payments on long-term debt obligations).

Both statements report Governmental activities. The financial information in this section is related to Authority programs backed by appropriations from the Commonwealth and by note obligations from institutions of higher education. This includes the Authority's 21st Century College and Equipment Programs and Pooled Bond Program.

Fund Financial Statements

The fund financial statements provide detailed information about the major individual funds. A fund is a fiscal and accounting entity with a self-balancing set of accounts that the Authority uses to keep track of specific sources of funding and spending for a particular purpose.

All of the Authority's activity is reported in Governmental Funds Financial Statements. Governmental funds are used to account for essentially the same functions reported as governmental activities in the government-wide financial statements. However, unlike the government-wide financial statements, the governmental funds financial statements focus on near-term inflows and outflows of spendable resources. This approach is known as using the current financial resources measurement focus and the modified accrual basis of accounting. These statements provide a detailed short-term view of the Authority's finances that assists in determining whether there will be adequate financial resources available to meet the current needs of the Authority.

Because the focus of governmental funds is narrower than that of the government-wide financial statements, it is useful to compare the information presented for governmental funds with similar information presented for governmental activities in the government-wide financial statements. By doing so, readers may better understand the long-term impact of the government's near-term financing decisions. Both the governmental fund balance sheet and the governmental fund statement of revenues, expenditures and changes in fund balances provide a reconciliation to facilitate this comparison between governmental funds and the governmental activities. These reconciliations are presented in the adjustment column in each of the financial statements.

Notes to the Financial Statements

The notes provide additional information that is essential to a full understanding of the data provided in the government-wide and the fund financial statements.

Government-wide Financial Analysis of the Authority

The primary purpose of the Authority is to provide a vehicle for financing capital and equipment needs for state supported institutions of higher education. The Department of the Treasury provides staff support for the Authority. Consequently, the only operating costs are those attributable to its financing programs, which are paid from bond proceeds. The Authority owns no capital assets.

Virginia College Building Authority's Net Assets (in millions)

	2007	2006
Current assets	\$ 323	\$ 196
Noncurrent assets	832	707
Total assets	1,155	903
Current liabilities	347	279
Noncurrent liabilities	1,566	1,273
Total liabilities	1,913	1,552
Net assets:		
Restricted	82	18
Unrestricted	(840)	(667)
Total net assets	\$ (758)	\$ (649)

Net assets for the Authority decreased by \$109 million, or 17%, in fiscal year 2007 as compared to fiscal year 2006. This change is primarily attributable to the 21st Century College and Equipment Program, which comprises the majority of the net assets held by the Authority. During the year, this Program saw an increase in spending as institutions stepped up construction and related reimbursement requests, with total Program expenses climbing to \$214 million. Offsetting revenues amounted to only \$105 million. While total assets did increase as the result of new bond issuances, these increases were offset by corresponding increases in liabilities combined with partial disbursement of those proceeds for their intended purposes.

Virginia College Building Authority's Changes in Net Assets
(in millions)

	2007	2006
Revenues:		
Appropriations from the Commonwealth	\$ 99	\$ 81
Other revenues	56	48
Total revenues	<u>155</u>	<u>129</u>
Expenses:		
Interest on long-term debt	82	73
Construction and equipment disbursements	181	173
Other	1	-
Total expenses	<u>264</u>	<u>246</u>
Decrease in net assets	(109)	(117)
Net assets July 1	<u>(649)</u>	<u>(532)</u>
Net assets June 30	<u>\$ (758)</u>	<u>\$ (649)</u>

The increase in revenues (\$26 million, or 20%) is primarily due to higher receipts on bond-related activity combined with increases in interest earnings due to higher invested balances and higher interest rates. The increase in expenditures (\$18 million, or 7%) is primarily due to a \$20 million increase in disbursements to institutions equipment allocation expenses, offset by a decrease of \$11 million in disbursements for capital project activity. Additionally, debt service expenses increased by \$9 million, driven by three new money bond issuances during 2007. Fiscal year 2007 reflects initial payments on new bonds issued and full annual payments for bonds issued in fiscal year 2006.

Financial Analysis of the Authority's Funds

In the Special Revenue Fund, total assets increased by \$124 million, or 74%, in fiscal year 2007. This is primarily attributable to availability of new construction proceeds resulting from three new money bond issuances. Liabilities increased by \$33 million, or 144%. This is primarily due to higher year-end payables due to the institutions, which fluctuates with construction schedules and reimbursement requests.

Debt Administration

As a financing entity, the whole business of the Authority is debt administration. The Authority issues bonds to finance capital projects approved by the General Assembly of the Commonwealth of Virginia. Depending on the program, certain bonds are secured by obligations of the recipient institutions of higher education; other bonds are secured by amounts to be appropriated by the General Assembly. The table on page 5 summarizes bond issuance activity during the year under each program.

**Summary of Authority Bond Obligations
(in millions)**

	21st Century Program - Capital	21st Century Program - Equipment	Pooled Bond Program	Total
Outstanding, 7/1/06	\$ 466	\$ 141	\$ 725	\$ 1,332
Issued during year	229	83	156	468
Retired during year	(26)	(41)	(30)	(97)
Defeased during year	(61)	-	-	(61)
Deferral on debt defeasance	(2)	-	-	(2)
Outstanding, 6/30/07	<u>\$ 606</u>	<u>\$ 183</u>	<u>\$ 851</u>	<u>\$ 1,640</u>

The Authority obtains bond ratings from Moody's Investors Service (Moody's), Standard and Poor's Rating Service (S&P) and Fitch Ratings, Inc. (Fitch). The table below summarizes the ratings on outstanding Authority bonds.

Virginia College Building Authority Bond Ratings

	Moody's	S&P	Fitch
21 st Century College and Equipment Programs	Aa1	AA+	AA+
Pooled Bond Program	Aa1	AA	AA+

Since the Authority's bond programs are either backed by state appropriations (21st Century College and Equipment Programs) or carry the credit support of the State Aid Intercept Provision (Pooled Bond Program), the bond ratings are a direct reflection of the Commonwealth's triple-A rating from each of the three rating agencies.

Future Impact to Financial Position

On October 2, 2007, the Virginia College Building Authority sold \$217 million in Educational Facilities Revenue Bonds, Series 2007A and \$101 million in Educational Facilities Revenue Refunding Bonds, Series 2007B, (the "2007 Bonds") under the Public Higher Education Financing Program (the "Program"). The Authority will use the proceeds of the 2007A Bonds (the "new money bonds") to acquire Institutional Notes from participating public institutions of higher education (the "Institutions") in the Commonwealth and the 2007B Bonds (the "refunding bonds") will be used to refund certain outstanding maturities of prior series of the Authority's Educational Facilities Revenue Bonds. Each participating Institution will, in turn, use the proceeds of its Institutional Note to finance capital projects which have been approved by the General Assembly. The 2007 Bonds are the twelfth and thirteen series of bonds to be issued under the Program. The bonds are expected to close on October 31, 2007.

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# Financial Statements

VIRGINIA COLLEGE BUILDING AUTHORITY  
STATEMENT OF NET ASSETS AND GOVERNMENTAL FUNDS BALANCE SHEET (Unaudited)  
As of June 30, 2007

|                                                                   | Special Revenue<br>Fund | Adjustments<br>(Note 1F) | Statement of Net<br>Assets |
|-------------------------------------------------------------------|-------------------------|--------------------------|----------------------------|
| <b>ASSETS</b>                                                     |                         |                          |                            |
| Current assets:                                                   |                         |                          |                            |
| Cash and cash equivalents (Note 2A)                               | \$ 288,725,445          | \$ (6,571)               | \$ 288,718,874             |
| Short-term notes receivable (Note 2B)                             | -                       | 32,640,000               | 32,640,000                 |
| Interest receivable                                               | 1,367,917               | -                        | 1,367,917                  |
| Total current assets                                              | <u>290,093,362</u>      | <u>32,633,429</u>        | <u>322,726,791</u>         |
| Noncurrent assets:                                                |                         |                          |                            |
| Restricted cash and cash equivalents (Note 2A)                    | 477,103                 | -                        | 477,103                    |
| Long-term notes receivable (Note 2B)                              | -                       | 818,230,000              | 818,230,000                |
| Discount on bonds                                                 | -                       | 156,890                  | 156,890                    |
| Restricted interest receivable                                    | 1,145                   | 13,526,731               | 13,527,876                 |
| Total noncurrent assets                                           | <u>478,248</u>          | <u>831,913,621</u>       | <u>832,391,869</u>         |
| Total assets                                                      | <u>\$ 290,571,610</u>   | <u>864,547,050</u>       | <u>1,155,118,660</u>       |
| <b>LIABILITIES</b>                                                |                         |                          |                            |
| Current liabilities:                                              |                         |                          |                            |
| Due to higher education institutions (Note 2D)                    | \$ 17,224,565           | 151,779,536              | 169,004,101                |
| Allocation payable (Note 2F)                                      | 39,063,014              | -                        | 39,063,014                 |
| Interest payable                                                  | -                       | 25,269,032               | 25,269,032                 |
| Bonds payable (net of deferral on debt defeasance) (Notes 2C, 2E) | -                       | 111,020,200              | 111,020,200                |
| Premium on bonds sold                                             | -                       | 2,761,262                | 2,761,262                  |
| Accounts payable                                                  | -                       | 5,429                    | 5,429                      |
| Total current liabilities                                         | <u>56,287,579</u>       | <u>290,835,459</u>       | <u>347,123,038</u>         |
| Noncurrent liabilities:                                           |                         |                          |                            |
| Bonds payable (net of deferral on debt defeasance) (Notes 2C, 2E) | -                       | 1,528,849,600            | 1,528,849,600              |
| Premium on bonds sold                                             | -                       | 36,726,944               | 36,726,944                 |
| Total noncurrent liabilities                                      | <u>-</u>                | <u>1,565,576,544</u>     | <u>1,565,576,544</u>       |
| Total liabilities                                                 | <u>56,287,579</u>       | <u>1,856,412,003</u>     | <u>1,912,699,582</u>       |
| <b>FUND BALANCE/NET ASSETS:</b>                                   |                         |                          |                            |
| Fund Balance:                                                     |                         |                          |                            |
| Unreserved                                                        | 234,284,031             | (234,284,031)            | -                          |
| Total liabilities and fund balance                                | <u>\$ 290,571,610</u>   |                          |                            |
| Net assets:                                                       |                         |                          |                            |
| Restricted for construction and equipment purchases               |                         | 81,926,708               | 81,926,708                 |
| Restricted for debt service                                       |                         | 483,997                  | 483,997                    |
| Unrestricted                                                      |                         | (839,991,627)            | (839,991,627)              |
| Total net assets (Note 2G)                                        |                         | <u>\$ (757,580,922)</u>  | <u>\$ (757,580,922)</u>    |

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

VIRGINIA COLLEGE BUILDING AUTHORITY  
STATEMENT OF ACTIVITIES AND GOVERNMENTAL FUNDS REVENUES, EXPENDITURES,  
AND CHANGES IN FUND BALANCE (Unaudited)  
For the Fiscal Year Ended June 30, 2007

|                                                                                           | Special Revenue<br>Fund | Adjustments<br>(Note 1F) | Statement of<br>Activities |
|-------------------------------------------------------------------------------------------|-------------------------|--------------------------|----------------------------|
| <b>REVENUES:</b>                                                                          |                         |                          |                            |
| Interest on investments                                                                   | \$ 12,557,522           | \$ (6,011,211)           | \$ 6,546,311               |
| Interest on bonds                                                                         | 36,065,346              | 13,375,590               | 49,440,936                 |
| Receipt of note principal payments                                                        | 29,828,666              | (29,828,666)             | -                          |
| Appropriations from the Commonwealth                                                      | 98,856,208              | -                        | 98,856,208                 |
|                                                                                           | <u>177,307,742</u>      | <u>(22,464,287)</u>      | <u>154,843,455</u>         |
| <b>EXPENDITURES/EXPENSES:</b>                                                             |                         |                          |                            |
| Current:                                                                                  |                         |                          |                            |
| Legal and financial services                                                              | 364,616                 | (75,646)                 | 288,970                    |
| Bond rating fees                                                                          | 287,509                 | (79,600)                 | 207,909                    |
| Printing and electronic distributions                                                     | 24,989                  | (5,336)                  | 19,653                     |
| Equipment allocation                                                                      | 83,775,797              | -                        | 83,775,797                 |
| Disbursement to higher education institutions                                             | 251,262,077             | (154,054,600)            | 97,207,477                 |
| Payment to escrow agent                                                                   | 63,790,967              | (63,790,967)             | -                          |
| Underwriter's discount                                                                    | 717,467                 | (242,383)                | 475,084                    |
| Miscellaneous                                                                             | 200,586                 | (160,779)                | 39,807                     |
| Debt service:                                                                             |                         |                          |                            |
| Principal retirement                                                                      | 97,155,000              | (97,155,000)             | -                          |
| Interest and fiscal charges                                                               | 67,656,449              | 14,118,178               | 81,774,627                 |
|                                                                                           | <u>565,235,457</u>      | <u>(301,446,133)</u>     | <u>263,789,324</u>         |
| Excess (deficiency) of revenues over (under) expenditures                                 | <u>(387,927,715)</u>    | <u>-</u>                 | <u>-</u>                   |
| Other financing sources (uses):                                                           |                         |                          |                            |
| Bond issuance                                                                             | 467,350,000             | (467,350,000)            | -                          |
| Bond premium                                                                              | 11,209,128              | (11,209,128)             | -                          |
|                                                                                           | <u>478,559,128</u>      | <u>(478,559,128)</u>     | <u>-</u>                   |
| Excess of revenues and other financing sources over expenditures and other financing uses | 90,631,413              | (90,631,413)             | -                          |
| Change in net assets                                                                      | -                       | (108,945,869)            | (108,945,869)              |
| Fund Balance/Net Assets, July 1, 2006                                                     | <u>143,652,618</u>      | <u>(792,287,671)</u>     | <u>(648,635,053)</u>       |
| Fund Balance/Net Assets, June 30, 2007 (Note 2G)                                          | <u>\$ 234,284,031</u>   | <u>\$ (991,864,953)</u>  | <u>\$ (757,580,922)</u>    |

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

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Notes to the Financial Statements

VIRGINIA COLLEGE BUILDING AUTHORITY
NOTES TO THE FINANCIAL STATEMENTS (Unaudited)
AS OF JUNE 30, 2007

1. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

A. Reporting Entity

The Virginia College Building Authority (the "Authority") was created by the Virginia College Building Authority Act of 1966, Chapter 3.2, Title 23, *Code of Virginia*. The Authority is a public body corporate and a political subdivision, agency, and instrumentality of the Commonwealth. Under this chapter, the Authority is authorized to issue revenue bonds and notes to finance (i) capital projects under the Authority's Pooled Bond Program, and (ii) capital projects under the Authority's 21st Century College and Equipment Programs all for public institutions of higher education of the Commonwealth.

Under the Pooled Bond Program, the Authority issues its bonds and uses the proceeds thereof to purchase notes of public institutions of higher education in the Commonwealth. Proceeds are used by the institutions to finance or refinance capital projects approved by the General Assembly. Authority bonds issued under the Pooled Bond Program are secured by payments on the notes to which the institutions have pledged their general revenues. Pooled Bond Program bonds have been issued under a Master Indenture of Trust dated as of September 1, 1997 (the "1997 Indenture").

Under the 21st Century College and Equipment Programs, bonds are issued under the Master Indenture of Trust dated December 1, 1996 (the "1996 Indenture"), which provides for the payment of debt service from amounts to be appropriated by the General Assembly through a payment agreement between the Authority and the Treasury Board. Title to the capital projects financed remains with the Commonwealth.

Pursuant to the Educational Facilities Authority Act, Chapter 3.3 of Title 23, *Code of Virginia*, the Authority is authorized to issue revenue bonds and notes and to use the proceeds thereof to finance educational facilities projects through loans to private, non-profit institutions of higher education within the Commonwealth. Such financings are not obligations of the Commonwealth, but are limited obligations of the Authority payable solely from loan payments made by the private, non-profit institutions of higher education. This indebtedness, therefore, is not included in the financial statements. Total debt outstanding under this program at June 30, 2007 was \$471,750,000. (Detailed information for this program is presented on page 23 in the Supplementary Information section following the Notes to the Financial Statements.)

A separate report is prepared for the Commonwealth of Virginia, which includes all agencies, boards, commissions, and authorities over which the Commonwealth exercises or has the ability to exercise oversight authority. The Authority is a component unit of the Commonwealth of Virginia and is included in the basic financial statements of the Commonwealth.

The accounting and reporting policies of the Authority conform to generally accepted accounting principles applicable to governmental units as prescribed by the Governmental Accounting Standards Board (GASB), the accepted standard-setting body for establishing governmental accounting and financial reporting principles. The following is a summary of the Authority's more significant policies.

B. Measurement Focus and Basis of Accounting

The accompanying financial statements are presented using the accounting principles generally accepted in the United States of America as prescribed by GASB. The government-wide statements use the economic resources measurement focus and the accrual basis of accounting. Under the accrual basis of accounting, revenues are recognized when they are earned and expenditures are recognized when the related liability is incurred, regardless of the timing of related cash flows.

The accompanying governmental funds financial statements are presented using the current financial resources measurement focus and the modified accrual basis of accounting. Under the modified accrual basis of accounting, revenues are recognized when they become measurable and available to fund current operations. Expenditures are recognized when the related fund liability is incurred, except for principal and interest on long-term debt which is recognized when due.

The Authority uses the cash basis of accounting during the year and reports on the accrual and modified accrual basis for financial statement purposes at the end of the fiscal year.

C. Fund Accounting

The activities of the Authority are accounted for in a Special Revenue Fund. The Special Revenue Fund accounts for the proceeds of specific revenue sources that are legally restricted to expenditures for specified purposes. The Special Revenue Fund consists of bond proceeds, bond funds and issuance expense funds. Included are funds established in accordance with the provisions of the 1996 Indenture with the Bank of New York for the 21st Century College Program and the Equipment Program revenue bonds issued by the Authority, since their consolidation in 1999. Also included are the outstanding bonds issued under the Authority's Pooled Bond Program.

D. Bond Issuance Costs, Premiums, and Discounts

Costs associated with issuing debt are expensed in the year incurred. The original issue premium or discount, for each bond issuance, is also expensed or recorded as revenue in the year incurred unless it exceeds 1% of the amount of the bonds issued. In that case, the original issue premium or discount is deferred and amortized, on a straight-line basis, over the life of the outstanding debt.

E. Budget to Actual Statement

Due to the nature of activity accounted for by the Authority, a budget is not prepared. Therefore, a Statement of Revenues, Expenditures, and Changes in Balances – Budget to Actual is not included in the financial statements.

F. Adjustments

The adjustments column represents the recording of bonds payable liabilities on the Statement of Net Assets and the related effect of these transactions on the Statement of Activities. Governmental fund statements do not reflect bonds payable. The non-current portion of bonds payable includes those payments that are not due and payable in the current period.

2. DETAILED NOTES

A. Cash and Cash Equivalents

The Bank of New York holds certain deposits and cash equivalents of the Authority as trustee. Other funds of the Authority are invested in the State Treasurer's Local Government Investment Pool. Cash is defined as demand deposits, non-negotiable time deposits and certificates of deposit in accordance with Section 2.2-4401 of the *Code of Virginia*. Cash equivalents are defined as investments with an original maturity of less than three months.

Deposits held by trustees are collateralized in accordance with the Trust Subsidiary Act, Section 6.1-32.8 et seq. of the *Code of Virginia*. Under the Act, the affiliate bank delivers securities to the trust department as collateral that is at least equal to the market value of the trust funds held on deposit in excess of amounts insured by federal deposit insurance.

Under a Master Indenture of Trust dated December 1, 1996, and under a Master Indenture of Trust dated September 1, 1997, the trustee is authorized to invest in the following investments in addition to those noted above: bonds, notes and other obligations issued or guaranteed by the United States government; bonds, notes and other evidences of indebtedness of any state of the United States of America or any locality of any state of the United States of America that meet the requirements of *Code* Sections 2.2-4500 and 2.2-4501A.3; and investments made pursuant to the Investment of Public Funds and Local Government Investment Pool Act. At June 30, 2007, The Bank of New York, which currently serves as trustee for both Indentures, maintained \$289,074,364 in cash and cash equivalents for the Authority. The Authority also directly held cash equivalents of \$121,613, for a total invested balance of 289,195,977.

At June 30, 2007, the Authority's investments were held in the Local Government Investment Pool, the State Non-Arbitrage Program[®], and other money market funds. All investments of the Authority are rated AAA by Standard and Poor's. Details of the Authority's investments are presented on the following page.

Summary of Cash and Cash Equivalents
As of June 30, 2007

	Fair Value
Cash and cash equivalents:	
State Non-Arbitrage Program ^{® (1)}	\$ 168,164,950
Local Government Investment Pool ⁽²⁾	120,534,388
Money Market Funds ⁽³⁾	496,639
Total cash and cash equivalents	\$ 289,195,977

⁽¹⁾ The Virginia State Non-Arbitrage Program[®] (SNAP[®]) offers a professionally-managed money market mutual fund, which provides issuers with a temporary pooled investment vehicle for proceeds pending expenditure, and with record keeping, depository and arbitrage rebate calculation services. SNAP[®] is an external investment pool registered under the Investment Company Act of 1940.

⁽²⁾ The Local Government Investment Pool (LGIP) enables governmental entities to maximize their return on investments by providing for a State administered fund where monies can be commingled for investment purposes in order to realize the economies of large-scale investing and professional funds management. The LGIP is not registered with the SEC as an investment company, but maintains a policy to operate in a manner consistent with the SEC's Rule 2a7.

⁽³⁾ The Authority invests certain short-term cash balances held within its accounts in Federated Auto Government Money Trust. This is an open-ended mutual fund registered under the Investment Company Act of 1940. This fund maintains a policy of investing all their assets in U.S. Treasury obligations and repurchase agreements backed by those obligations.

B. Notes Receivable

Under the Authority's Pooled Bond Program, note payments made by the public institutions of higher education under the terms of note agreements between the Authority and the institutions provide for the payment of debt service on the Pooled Bonds. A summary of future minimum note payments due from the institutions is as follows:

Year Ending June 30	Principal	Interest	Total
2008	32,640,000	39,846,189	72,486,189
2009	35,740,000	38,342,661	74,082,661
2010	37,865,000	36,715,190	74,580,190
2011	39,615,000	34,907,926	74,522,926
2012	41,505,000	32,913,303	74,418,303
2013 - 2017	236,175,000	131,139,620	367,314,620
2018 - 2022	249,185,000	69,063,002	318,248,002
2023 - 2027	152,495,000	19,253,198	171,748,198
2028 - 2032	20,820,000	2,509,553	23,329,553
2033 - 2036	4,830,000	471,913	5,301,913
Total	\$ 850,870,000	\$ 405,162,555	\$ 1,256,032,555

C. Long-Term Indebtedness

Changes in Long-Term Debt - The following is a summary of changes in long-term debt of the Authority for the year ended June 30, 2007.

Bonds payable at July 1, 2006	\$ 1,332,347,000
Bonds issued	467,350,000
Bonds retired	(97,155,000)
Bonds refunded	(61,135,000)
Deferral on debt defeasance	(2,057,000)
Annual amortization of debt defeasance	519,800
Bonds payable at June 30, 2007	<u>\$ 1,639,869,800</u>

Annual Requirements to Amortize Long-Term Debt:

<u>Year Ending June 30</u>	<u>Principal</u>	<u>Interest</u>	<u>Total</u>
2008	\$ 111,540,000	\$ 74,733,973	\$ 186,273,973
2009	109,395,000	71,806,614	181,201,614
2010	106,555,000	66,597,610	173,152,610
2011	100,030,000	61,604,503	161,634,503
2012	92,035,000	56,649,320	148,684,320
2013 - 2017	423,815,000	220,496,735	644,311,735
2018 - 2022	434,515,000	113,244,900	547,759,900
2023 - 2027	242,120,000	27,297,561	269,417,561
2028 - 2032	20,820,000	2,509,553	23,329,553
2033 - 2036	4,830,000	471,913	5,301,913
Deferral on debt defeasance	<u>(5,785,200)</u>		<u>(5,785,200)</u>
Total	<u>\$ 1,639,869,800</u>	<u>\$ 695,412,682</u>	<u>\$ 2,335,282,482</u>

D. Due to Higher Education Institutions

Bonds were issued under the Pooled Bond Program and the proceeds of these bonds were used to purchase institutional notes from various public institutions of higher education. These institutions in turn will use the proceeds of the notes to finance capital projects. Therefore, the unspent portion of the note proceeds still held by the trustee at June 30, 2007 in the Special Revenue Fund is reflected as "due to higher education institutions" in the government-wide statements. Amounts reflected as "due to higher education institutions" in the fund financial statements represent normal year-end payables to institutions as a result of on-going operations.

E. Defeasance of Debt

In February 2007 the Authority issued refunding bonds to defease outstanding debt for the 21st Century College Program, marking the second refunding deal for this Program. In fiscal year 2005 the Authority refunded bonds to defease outstanding debt for both the 21st Century College Program and the Pooled Bond Program. These refunding issuances have placed the proceeds of the new bonds in irrevocable trusts with escrow agents to provide for all future debt service on the defeased bonds. Accordingly, the trust account assets and the liability for the defeased bonds are not included on the Authority's financial statements.

In accordance with Governmental Accounting Standards Board (GASB) Statement No. 23, "Accounting and Financial Reporting for Refundings of Debt Reported by Proprietary Activities," the difference between the reacquisition price and the net carrying amount of the bonds defeased with refunding debt is amortized as a component of Interest on Bonds over the remaining life of the refunded debt. However, the deferral amount for the Pooled Bond Program has been allocated to the participating institutions and is therefore not reflected in the Authority's financial statements. Therefore, Bonds Payable has been reduced by \$5,785,200 to reflect the remaining deferral on debt defeasance at June 30, 2007.

The Authority issued one series of refunding bonds in fiscal year 2007. The proceeds of the refunding bonds were placed with an escrow agent to provide for all future debt service on the defeased bonds. Accordingly, the liability for the defeased bonds is not included on the Authority's financial statements. The following schedule reflects the refunding activity during the year.

Refunding Bonds Issued During Fiscal Year 2007

Program	Refunding Issue	Refunded Issue	Maturities Defeased	Amount Defeased
21 st Century	2007A	1998	2017	\$ 8,400,000
21 st Century	2007A	1999	2014-19	7,215,000
21 st Century	2007A	2001	2016-21	7,330,000
21 st Century	2007A	2002A	2016-22	38,190,000
Total Defeased, FY 2007				<u>\$ 61,135,000</u>

The issuance of the Authority's Series 2007A 21st Century College Program refunding bonds refunded four series of the Authority's bonds as reflected on the above schedule. This defeasance resulted in an accounting loss of \$2,057,000. Total debt service payments over the next 15 years will be reduced by \$3,478,788 resulting in a present value savings of \$2,658,194 discounted at the rate of 3.938690 percent.

At June 30, 2007, \$193,020,000 of bonds outstanding are considered defeased for financial reporting purposes.

F. Allocation Payable

During fiscal year 2007, the General Assembly appropriated \$85,197,861 for the purchase of equipment at public institutions of higher education. The Authority is committed by this appropriation to pay the equipment costs from its cash and investments. Institutions purchased and obtained reimbursement for \$17,527,088 in equipment, relating to this appropriation during the fiscal year, leaving \$67,670,773 of this allocation outstanding at June 30, 2007. A portion of this allocation payable is presented in the Special Revenue Fund, which represents the amount that is currently due and payable.

In addition, the institutions purchased and obtained reimbursement for \$38,825,987 of equipment relating to a prior years' appropriation by the General Assembly.

G. Deficit Net Assets

Generally accepted accounting principles direct that governmental funds recognize revenues in the accounting period in which they become both measurable and available to finance expenditures of the fiscal period. Under the 21st Century College and Equipment Programs, bonds issued under the Master Indenture of Trust dated December 1, 1996 are secured by General Assembly appropriations through a payment agreement between the Authority and the Treasury Board. Because future appropriations are not considered available and do not constitute a legally binding commitment, the Authority ended the year with a fund deficit of \$757,580,922. The General Assembly has never failed to appropriate funds to the Authority for payment of debt service on the Authority's bonds.

H. Subsequent Events

On October 2, 2007, the Virginia College Building Authority sold \$217 million in Educational Facilities Revenue Bonds, Series 2007A and \$101 million in Educational Facilities Revenue Refunding Bonds, Series 2007B, (the "2007 Bonds") under the Public Higher Education Financing Program (the "Program"). The Authority will use the proceeds of the 2007A Bonds (the "new money bonds") to acquire Institutional Notes from participating public institutions of higher education (the "Institutions") in the Commonwealth and the 2007B Bonds (the "refunding bonds") will be used to refund certain outstanding maturities of prior series of the Authority's Educational Facilities Revenue Bonds. Each participating Institution will, in turn, use the proceeds of its Institutional Note to finance capital projects which have been approved by the General Assembly. The 2007 Bonds are the twelfth and thirteen series of bonds to be issued under the Program. The bonds are expected to close on October 31, 2007.

I. Risk Management

The Authority is exposed to various risks of loss related to torts; theft or, damage to, and destruction of assets; errors and omissions; non-performance of duty; injuries to employees; and natural disasters. The Department of Treasury participates in insurance plans maintained by the Commonwealth of Virginia on behalf of the Authority. The state employee health care and worker's compensation plans are administered by the Department of Human

Resource Management and the risk management insurance plans are administered by the Department of Treasury, Division of Risk Management. Risk management insurance includes property, general liability, medical malpractice, faithful performance of duty bond, automobile, and air and watercraft plans. The Department of Treasury pays premiums to each of these Departments for its insurance coverage. Information relating to the Commonwealth's insurance plans is available at the statewide level in the Commonwealth of Virginia's Comprehensive Annual Financial Report.

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## **Supplementary Information**

**Virginia College Building Authority**  
**Detail of Long-Term Indebtedness**  
**June 30, 2007**  
**(Dollars in Thousands)**

**Detail of Long-Term Indebtedness by Series**

|                        | Dated<br>Date | Bond<br>Program     | True Interest<br>Cost ("TIC") | Amount<br>Issued    | Institutional<br>Notes<br>Purchased | Outstanding<br>July 1,<br>2006 | Issued<br>(Retired)<br>During<br>Year | Outstanding<br>June 30,<br>2007 * | Original<br>Maturity |
|------------------------|---------------|---------------------|-------------------------------|---------------------|-------------------------------------|--------------------------------|---------------------------------------|-----------------------------------|----------------------|
| Series 1996            | 12/01/96      | 21st Century        | 5.18%                         | 53,160              | -                                   | 5,160                          | (2,510)                               | 2,650                             | 08/01/16             |
| Series 1997A           | 09/15/97      | Pooled              | 5.05%                         | 55,765              | 55,765                              | 12,190                         | (2,635)                               | 9,555                             | 09/01/17             |
| Series 1998            | 06/01/98      | 21st Century        | 4.85%                         | 54,785              | -                                   | 19,225                         | (10,925)                              | 8,300                             | 08/01/17             |
| Series 1998A           | 10/01/98      | Pooled              | 4.56%                         | 50,735              | 50,735                              | 30,890                         | (2,370)                               | 28,520                            | 09/01/18             |
| Series 1999            | 06/01/99      | 21st Century/Equip. | 4.44%                         | 59,495              | -                                   | 13,475                         | (8,000)                               | 5,475                             | 02/01/19             |
| Series 1999A           | 10/15/99      | Pooled              | 5.62%                         | 71,200              | 71,200                              | 12,235                         | (2,845)                               | 9,390                             | 09/01/19             |
| Series 2000            | 06/01/00      | 21st Century/Equip. | 5.49%                         | 60,900              | -                                   | 1,800                          | (570)                                 | 1,230                             | 02/01/20             |
| Series 2000A           | 11/01/00      | Pooled              | 5.17%                         | 83,010              | 83,010                              | 45,795                         | (3,120)                               | 42,675                            | 09/01/20             |
| Series 2001            | 05/01/01      | 21st Century/Equip. | 4.40%                         | 65,795              | -                                   | 15,145                         | (8,060)                               | 7,085                             | 02/01/21             |
| Series 2001A           | 10/01/01      | Pooled              | 4.51%                         | 69,365              | 69,365                              | 57,230                         | (3,835)                               | 53,395                            | 09/01/26             |
| Series 2002            | 05/15/02      | 21st Century/Equip. | 4.55%                         | 130,795             | -                                   | 82,150                         | (51,670)                              | 30,480                            | 02/01/22             |
| Series 2002A           | 10/15/02      | Pooled              | 4.60%                         | 134,945             | 134,945                             | 124,775                        | (4,655)                               | 120,120                           | 09/01/27             |
| Series 2003A           | 05/15/03      | 21st Century/Equip. | 3.66%                         | 140,250             | -                                   | 110,260                        | (10,365)                              | 99,895                            | 02/01/23             |
| Series 2003A           | 11/01/03      | Pooled              | 4.22%                         | 115,715             | 115,715                             | 111,405                        | (3,955)                               | 107,450                           | 09/01/30             |
| Series 2004A           | 07/01/04      | 21st Century/Equip. | 4.13%                         | 172,745             | -                                   | 147,385                        | (11,855)                              | 135,530                           | 02/01/24             |
| Series 2004A           | 10/01/04      | Pooled              | 4.25%                         | 112,935             | 112,935                             | 111,925                        | (3,505)                               | 108,420                           | 09/01/35             |
| Series 2004B Refunding | 10/01/04      | Pooled              | 3.75%                         | 103,205             | 103,205                             | 102,220                        | (235)                                 | 101,985                           | 09/01/19             |
| Series 2004B Refunding | 12/01/04      | 21st Century        | 4.06%                         | 61,395              | -                                   | 60,235                         | (55)                                  | 60,180                            | 02/01/20             |
| Series 2005A           | 05/15/05      | 21st Century/Equip. | 3.79%                         | 115,785             | -                                   | 103,285                        | (11,500)                              | 91,785                            | 02/01/25             |
| Series 2005A           | 11/03/05      | Pooled              | 4.27%                         | 115,975             | 115,975                             | 115,975                        | (2,745)                               | 113,230                           | 09/01/16             |
| Series 2006A           | 05/15/06      | 21st Century/Equip. | 3.72%                         | 53,835              | -                                   | 53,835                         | (7,875)                               | 45,960                            | 02/01/11             |
| Series 2006BC          | 09/14/06      | 21st Century/Equip. | VAR                           | 120,000             | -                                   | -                              | 114,995                               | 114,995                           | 02/01/26             |
| Series 2006A           | 11/30/06      | Pooled              | 4.16%                         | 156,130             | 156,130                             | -                              | 156,130                               | 156,130                           | 09/01/28             |
| Series 2007A Refunding | 02/27/07      | 21st Century        | 4.08%                         | 59,125              | -                                   | -                              | 59,125                                | 59,125                            | 02/01/22             |
| Series 2007B           | 05/31/07      | 21st Century/Equip. | 4.04%                         | 132,095             | -                                   | -                              | 132,095                               | 132,095                           | 02/01/27             |
| <b>Total</b>           |               |                     |                               | <u>\$ 2,349,140</u> | <u>\$ 1,068,980</u>                 | <u>\$ 1,336,595</u>            | <u>\$ 309,060</u>                     | <u>\$ 1,645,655</u>               |                      |

**Detail of Long-Term Indebtedness by Program**

|                              | Amount<br>Issued    | Institutional<br>Notes<br>Purchased | Outstanding<br>July 1,<br>2006 | Issued<br>(Retired)<br>During<br>Year | Outstanding<br>June 30,<br>2007 * |
|------------------------------|---------------------|-------------------------------------|--------------------------------|---------------------------------------|-----------------------------------|
| 21st Century College Program | \$ 840,940          | \$ -                                | \$ 470,455                     | \$ 141,830                            | \$ 612,285                        |
| Pooled Bond Program          | 1,068,980           | 1,068,980                           | 724,640                        | 126,230                               | 850,870                           |
| Equipment Program            | 439,220             | -                                   | 141,500                        | 41,000                                | 182,500                           |
| <b>Total</b>                 | <u>\$ 2,349,140</u> | <u>\$ 1,068,980</u>                 | <u>\$ 1,336,595</u>            | <u>\$ 309,060</u>                     | <u>\$ 1,645,655</u>               |

\* Excludes deferral on debt defeasance



**Virginia College Building Authority**  
**Schedule of Outstanding Bond Issues for Private Colleges and Universities**  
**June 30, 2007**  
**(Dollars in Thousands)**

| College/University          | Series | Dated Date | Yield (a) | Amount Originally Issued | Amount of Notes Purchased | Outstanding July 1, 2006 | Issued (Retired) During Year | Outstanding June 30, 2007 | Original Final Maturity |
|-----------------------------|--------|------------|-----------|--------------------------|---------------------------|--------------------------|------------------------------|---------------------------|-------------------------|
| Hampden-Sydney College      | 1998   | 04/01/98   | 5.08%     | 13,340                   | 13,340                    | 9,960                    | (665)                        | 9,295                     | 09/01/18                |
| Hampton University          | 1998   | 12/01/98   | 4.55%     | 10,745                   | 10,745                    | 6,175                    | (925)                        | 5,250                     | 04/01/18                |
|                             | 2000   | 02/15/00   | 5.90%     | 21,500                   | 21,500                    | 3,655                    | (840)                        | 2,815                     | 04/01/20                |
|                             | 2003   | 04/16/03   | 3.64%     | 16,670                   | 16,670                    | 12,780                   | (1,435)                      | 11,345                    | 04/01/14                |
|                             | 2005   | 04/29/05   | 4.16%     | 24,500                   | 24,500                    | 24,305                   | (115)                        | 24,190                    | 04/01/20                |
| Marymount University        | 1998   | 11/01/98   | 5.08%     | 26,015                   | 26,015                    | 22,535                   | (860)                        | 21,675                    | 07/01/28                |
| Randolph Macon College      | 1998   | 04/01/98   | 4.59%     | 9,830                    | 9,830                     | 9,830                    | -                            | 9,830                     | 03/01/13                |
| Regent University           | 2001   | 06/15/01   | 5.38%     | 65,170                   | 65,170                    | 65,170                   | (65,170)                     | -                         | 10/01/31                |
|                             | 2006   | 08/09/06   | 5.03%     | 99,105                   | 99,105                    | -                        | 99,105                       | 99,105                    | 06/01/36                |
| Roanoke College             | 2007   | 06/06/07   | 4.64%     | 20,430                   | 20,430                    | -                        | 20,430                       | 20,430                    | 06/30/37                |
| Shenandoah University       | 2002   | 05/23/02   | VAR       | 17,445                   | 17,445                    | 17,160                   | (17,160)                     | -                         | 05/01/32                |
|                             | 2006   | 11/16/06   | VAR       | 21,895                   | 21,895                    | -                        | 21,895                       | 21,895                    | 11/01/36                |
| University of Richmond      | 1996   | 08/07/96   | VAR       | 22,500                   | 22,500                    | 22,500                   | (22,500)                     | -                         | 11/01/26                |
|                             | 1999   | 11/01/99   | VAR       | 15,400                   | 15,400                    | 15,400                   | (15,400)                     | -                         | 11/01/22                |
|                             | 2002A  | 03/01/02   | 4.47%     | 22,170                   | 22,170                    | 22,170                   | -                            | 22,170                    | 03/01/32                |
|                             | 2002B  | 08/01/02   | 4.47%     | 7,445                    | 7,445                     | 7,445                    | -                            | 7,445                     | 03/01/32                |
|                             | 2004A  | 08/01/04   | VAR       | 46,000                   | 46,000                    | 46,000                   | -                            | 46,000                    | 08/01/34                |
|                             | 2006   | 11/08/06   | VAR       | 55,900                   | 55,900                    | -                        | 55,900                       | 55,900                    | 11/01/36                |
| Washington & Lee University | 1994   | 06/01/94   | 5.97%     | 40,500                   | 40,500                    | 4,815                    | (4,815)                      | -                         | 01/01/24                |
|                             | 1998   | 04/01/98   | 5.09%     | 52,205                   | 52,205                    | 52,205                   | -                            | 52,205                    | 01/01/31                |
|                             | 2001   | 06/01/01   | 5.35%     | 43,000                   | 43,000                    | 43,000                   | -                            | 43,000                    | 01/01/34                |
|                             | 2006   | 08/10/06   | 4.26%     | 20,045                   | 20,045                    | -                        | 19,200                       | 19,200                    | 01/01/26                |
|                             |        |            |           | <u>\$ 671,810</u>        | <u>\$ 671,810</u>         | <u>\$ 385,105</u>        | <u>\$ 86,645</u>             | <u>\$ 471,750</u>         |                         |

(a) "Yield" refers to the NIC in most cases, to the TIC when available, and to the Arbitrage Yield in other cases.

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VIRGINIA COLLEGE BUILDING AUTHORITY
Richmond, Virginia

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