

**CASINO REINVESTMENT
DEVELOPMENT AUTHORITY
FINANCIAL STATEMENTS
DECEMBER 31, 1993 AND 1992**

**CASINO REINVESTMENT DEVELOPMENT AUTHORITY
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DECEMBER 31, 1993 AND 1992**

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WITHUM, SMITH & BROWN

A Professional Corporation
Certified Public Accountants & Consultants



INDEPENDENT AUDITORS' REPORT

Chairman and Members of the Board
Casino Reinvestment Development Authority
Atlantic City, New Jersey:

We have audited the accompanying balance sheets of the Casino Reinvestment Development Authority ("CRDA") as of December 31, 1993 and 1992 and the related statements of revenues, expenses and changes in fund equity and of cash flows for the years then ended. These financial statements are the responsibility of CRDA's management. Our responsibility is to express an opinion on these financial statements based on our audits.

We conducted our audits in accordance with generally accepted auditing standards. Those standards require that we plan and perform our audits 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 audits provide 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 CRDA at December 31, 1993 and 1992 and the results of its operations and its cash flows for the years then ended in conformity with generally accepted accounting principles.

Withum, Smith & Brown

January 21, 1994

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CASINO REINVESTMENT DEVELOPMENT AUTHORITY

BALANCE SHEET

DECEMBER 31, 1993

	<u>Notes</u>	<u>Operating Fund</u>	<u>Reinvestment Fund</u>	<u>Development Fund</u>
ASSETS				
Cash and cash equivalents	4	\$17,645,285	\$163,331,790	\$ 2,863,797
Receivables:				
Current obligations	7	--	8,528,532	--
Prior obligations	7	--	12,431,558	--
Notes	5,16	1,249,024	--	28,951,900
Parking fees	2	--	--	5,793,663
Interest		807,961	--	81,721
Other		297,361	--	800
Escrowed funds	15	75,206	--	--
Investments	6	--	--	3,218,489
Real estate	15	3,775,227	--	29,275,216
Fixed assets (net)	2	<u>267,502</u>	<u>--</u>	<u>--</u>
TOTAL ASSETS		<u>\$24,117,566</u>	<u>\$184,291,880</u>	<u>\$70,185,586</u>
LIABILITIES AND FUND EQUITY				
Liabilities:				
Accounts payable and accrued liabilities		\$ 473,759	\$ --	\$ --
Interest payable		--	1,356,460	394,187
Obligation and donated deposits	9,12,13	--	161,975,030	--
Accrued investment obligations	7	--	8,528,532	--
Deferred investment obligations	7	--	12,431,558	--
Bonds payable	8	--	--	31,249,491
Other	6	--	300	1,751,105
Total Liabilities		<u>473,759</u>	<u>184,291,880</u>	<u>33,394,783</u>
Fund equity - unrestricted:				
Reserve for:				
Indemnification	14	1,000,000	--	--
Land banking	15	4,722,117	--	--
Development projects	15	--	--	20,639,684
Demolition program	16	1,750,976	--	--
ACMC Trauma Center	17	12,464	--	--
Maintenance facility	18	2,000,000	--	--
Unreserved fund equity - retained earnings		<u>14,158,250</u>	<u>--</u>	<u>16,151,119</u>
Total Fund Equity		<u>23,643,807</u>	<u>--</u>	<u>36,790,803</u>
TOTAL LIABILITIES AND FUND EQUITY		<u>\$24,117,566</u>	<u>\$184,291,880</u>	<u>\$70,185,586</u>

See independent auditors' report and notes to financial statements

CASINO REINVESTMENT DEVELOPMENT AUTHORITY
BALANCE SHEET
DECEMBER 31, 1992

	Notes	Operating Fund	Reinvestment Fund	Development Fund
ASSETS				
Cash and cash equivalents	4	\$18,925,977	\$150,232,499	\$ 2,417,258
Receivables:				
Current obligations	7	--	8,399,984	--
Prior obligations	7	--	12,431,558	--
Notes	5	--	--	29,033,030
Interest		869,544	--	221,442
Other		617,004	--	500
Escrowed funds	15	75,206	--	--
Investments	6	--	--	2,655,475
Real estate	15	3,349,870	--	15,471,422
Fixed assets (net)	2	199,552	--	--
TOTAL ASSETS		\$24,037,153	\$171,064,041	\$49,799,127
LIABILITIES AND FUND EQUITY				
Liabilities:				
Accounts payable and accrued liabilities		\$ 339,633	\$ --	\$ --
Interest payable		--	1,322,743	376,120
Obligation and donated deposits	9,12,13	--	148,909,756	--
Accrued investment obligations	7	--	8,399,984	--
Deferred investment obligations	7	--	12,431,558	--
Bonds payable	8	--	--	31,127,093
Other	6	--	--	2,682,262
Total Liabilities		339,633	171,064,041	34,185,475
Fund equity - unrestricted:				
Reserve for:				
Indemnification	14	1,000,000	--	--
Land banking	15	5,498,215	--	--
Development projects	15	--	--	12,145,002
Demolition program	16	3,000,000	--	--
ACMC Trauma Center	17	1,012,497	--	--
Unreserved fund equity - retained earnings		13,186,808	--	3,468,650
Total Fund Equity		23,697,520	--	15,613,652
TOTAL LIABILITIES AND FUND EQUITY		\$24,037,153	\$171,064,041	\$49,799,127

See independent auditors' report and notes to financial statements

**CASINO REINVESTMENT DEVELOPMENT AUTHORITY
STATEMENTS OF REVENUES, EXPENSES AND CHANGES IN FUND EQUITY
FOR THE YEARS ENDED DECEMBER 31, 1993 and 1992**

	Note	Operating Fund		Development Fund	
		1993	1992	1993	1992
REVENUES:					
Interest	2	\$ 3,682,877	\$ 4,571,819	\$ 1,424,796	\$ 1,349,805
Grant	2	--	--	16,044,688	6,438,196
Parking fees	2	--	--	7,314,488	--
Project processing and other fees		696,767	291,759	--	--
Other income		--	29,242	46,143	20,736
Total Revenues		4,379,644	4,892,820	24,830,115	7,808,737
EXPENSES:					
Salaries and benefits		1,901,421	1,251,019	--	--
Professional and outside services		855,748	763,890	--	--
General and administrative		553,799	292,841	--	--
Interest		--	--	1,406,525	1,300,092
Program costs	10	--	--	2,194,953	307,450
Other		12,356	36,225	51,486	58,784
Total Expenses		3,323,324	2,343,975	3,652,964	1,666,326
EXCESS OF REVENUES OVER EXPENSES BEFORE OPERATING FUND DONATIONS		1,056,320	2,548,845	21,177,151	6,142,411
OPERATING FUND DONATIONS	11	1,110,033	400,000	--	--
EXCESS OF REVENUES OVER (UNDER) EXPENSES		(53,713)	2,148,845	21,177,151	6,142,411
FUND EQUITY, BEGINNING OF YEAR		23,697,520	21,548,675	15,613,652	9,471,241
FUND EQUITY, END OF YEAR		\$23,643,807	\$23,697,520	\$36,790,803	\$15,613,652

See independent auditors' report and notes to financial statements

**CASINO REINVESTMENT DEVELOPMENT AUTHORITY
STATEMENT OF CASH FLOWS
FOR THE YEAR ENDED DECEMBER 31, 1993**

	<u>Operating Fund</u>	<u>Reinvestment Fund</u>	<u>Development Fund</u>
CASH FLOWS FROM OPERATING ACTIVITIES:			
Excess of revenues over (under) expenses	\$ (53,713)	\$ --	\$ 21,177,151
Adjustments to reconcile excess of revenues over expenses to net cash provided by operating activities:			
Depreciation	64,082	--	--
Cash provided by (used for) changes in:			
Interest receivable	61,583	--	139,721
Parking fees receivable	--	--	(5,793,663)
Other receivables	(929,381)	--	(300)
Accounts payable and accrued liabilities	134,126	--	(931,157)
Interest payable	--	--	18,067
Net Cash Provided by (used in) Operating Activities	<u>(723,303)</u>	<u>--</u>	<u>14,609,819</u>
CASH FLOWS FROM INVESTING ACTIVITIES:			
Obligation deposits due	--	40,236,320	--
Less:			
Donation credits and returns	--	(2,635,912)	--
Net cash received from obligation deposits due	--	37,600,408	--
Collection of interest	--	5,150,139	--
Collection of notes receivable	--	--	221,112
	<u>--</u>	<u>42,750,547</u>	<u>221,112</u>
Issuance of bonds	--	(122,398)	122,398
Payment of interest	--	(5,055,581)	--
Donation disbursements	--	(4,655,750)	--
Direct investment returns	--	(3,246,098)	--
Purchase of land, program costs and related interfund transfers	(425,357)	(16,571,429)	(13,803,798)
Purchase of fixed assets, net	(132,032)	--	--
Loan disbursements	--	--	(139,978)
Purchase of investments	--	--	(563,014)
Net Cash Provided by (Used in) Investing Activities	<u>(557,389)</u>	<u>13,099,291</u>	<u>(14,163,280)</u>
INCREASE (DECREASE) IN CASH AND CASH EQUIVALENTS	(1,280,692)	13,099,291	446,539
CASH AND CASH EQUIVALENTS - BEGINNING OF YEAR	<u>18,925,977</u>	<u>150,232,499</u>	<u>2,417,258</u>
CASH AND CASH EQUIVALENTS - END OF YEAR	<u>\$ 17,645,285</u>	<u>\$163,331,790</u>	<u>\$ 2,863,797</u>

See independent auditors' report and notes to financial statements

**CASINO REINVESTMENT DEVELOPMENT AUTHORITY
STATEMENT OF CASH FLOWS
FOR THE YEAR ENDED DECEMBER 31, 1992**

	<u>Operating Fund</u>	<u>Reinvestment Fund</u>	<u>Development Fund</u>
CASH FLOWS FROM OPERATING ACTIVITIES:			
Excess of revenues over expenses	\$ 2,148,845	\$ --	\$ 6,142,411
Adjustments to reconcile excess of revenues over expenses to net cash provided by operating activities:			
Depreciation	37,375	--	--
Cash provided by (used for) changes in:			
Interest receivable	374,356	--	166,268
Other receivables	(283,360)	--	--
Accounts payable and accrued liabilities	10,374	--	442,719
Interest payable	--	--	(210,166)
Net Cash Provided by Operating Activities	<u>2,287,590</u>	--	<u>6,541,232</u>
CASH FLOWS FROM INVESTING ACTIVITIES:			
Obligation deposits due	--	40,376,921	--
Less:			
Donation credits and returns	--	(6,617,186)	--
Net cash received from obligation deposits due	--	33,759,735	--
Collection of interest	--	5,734,775	--
Collection of notes receivable	--	--	122,783
	<u>--</u>	<u>39,494,510</u>	<u>122,783</u>
Issuance of bonds	--	(1,141,231)	1,141,231
Payment of interest	--	(6,140,234)	--
Donation disbursements	--	(3,160,533)	--
Direct investment returns	--	(2,905,293)	--
Purchase of land, program costs and related interfund transfers	(1,003,670)	(6,416,102)	(6,097,026)
Purchase of fixed assets, net	(130,746)	--	--
Loan disbursements	--	--	(1,172,007)
	<u>--</u>	<u>--</u>	<u>(1,172,007)</u>
Net Cash Provided by (Used in) Investing Activities	<u>(1,134,416)</u>	<u>19,731,117</u>	<u>(6,005,019)</u>
INCREASE IN CASH AND CASH EQUIVALENTS	1,153,174	19,731,117	536,213
CASH AND CASH EQUIVALENTS - BEGINNING OF YEAR	<u>17,772,803</u>	<u>130,501,382</u>	<u>1,881,045</u>
CASH AND CASH EQUIVALENTS - END OF YEAR	<u>\$18,925,977</u>	<u>\$150,232,499</u>	<u>\$ 2,417,258</u>

See independent auditors' report and notes to financial statements

**CASINO REINVESTMENT DEVELOPMENT AUTHORITY
NOTES TO FINANCIAL STATEMENTS
FOR THE YEARS ENDED DECEMBER 31, 1993 AND 1992**

1. ORGANIZATION

The New Jersey Casino Reinvestment Development Authority (CRDA) was created pursuant to Chapter 218 of P.L. 1984, effective December 19, 1984. Under the law, licensees (casinos) are required to either pay 2.5% of their gross revenues as a tax or to invest 1.25% of their gross revenues in bonds of CRDA. The bond proceeds are used to finance projects, approved by CRDA, in Atlantic City, South Jersey and North Jersey. CRDA may also approve licensees' direct investments in projects or donations to CRDA that may be used to satisfy the licensees' investment obligations.

On July 1, 1993 Chapter 159 of P.L. 1993 became effective which imposes a daily parking fee, in Atlantic City, on motor vehicles which are parked, garaged or stored in parking facilities owned or operated by a casino licensee. The daily parking fee is currently \$2.00; of that amount \$1.50 is available exclusively for use by CRDA for eligible projects in the "corridor region of Atlantic City" as defined by CRDA. In addition, P.L. 1993 also empowered CRDA to issue public debt for projects in the "corridor region of Atlantic City" to be repaid from the parking fee revenues.

CRDA is governed by a board of thirteen members appointed as follows:

Eight members, including two members of the casino hotel industry, appointed by the Governor with the advise and consent of the State Senate.

One member appointed by the Governor upon the recommendation of the President of the State Senate.

One member appointed by the Governor upon the recommendation of the Speaker of the General Assembly.

One member of the Casino Control Commission appointed by the Governor.

The Mayor of Atlantic City.

The State Treasurer.

CRDA as created pursuant to law is empowered to:

- o Maintain public confidence in the casino gaming industry as a unique tool of urban redevelopment for the City of Atlantic City and to directly facilitate the redevelopment of blighted areas throughout the State by providing eligible projects in which licensees may invest.
- o Provide loans and other financial assistance for the planning, acquisition, construction and rehabilitation of housing, recreation, transportation, education and community service facilities to provide decent, safe and sanitary living conditions for persons of low, moderate, median and middle incomes.
- o Assist in financing buildings, infrastructure and other property to increase opportunities in manufacturing, industrial, commercial, entertainment, and service enterprises to induce and accelerate opportunity for employment in those enterprises.
- o Promote the tourist industry in the State, especially in Atlantic County.

**CASINO REINVESTMENT DEVELOPMENT AUTHORITY
NOTES TO FINANCIAL STATEMENTS
FOR THE YEARS ENDED DECEMBER 31, 1993 AND 1992**

1. ORGANIZATION (CONTINUED)

- o Encourage investment in, or financing of, projects which are made as part of a comprehensive plan to improve blighted areas in the State or areas that are targeted to benefit low through middle income state residents.

CRDA is established in, but not of, the Department of the Treasury of the State of New Jersey and is a component unit of the State of New Jersey for financial reporting purposes.

The State Treasurer is required to approve all CRDA bond resolutions, investments and the annual operating budget.

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Basis of Presentation - The accompanying financial statements have been prepared in conformance with generally accepted accounting principles as prescribed by the Governmental Accounting Standards Board and the Financial Accounting Standards Board. The accounts of CRDA are organized on the basis of funds, each of which is defined as a separate accounting entity. The funds utilized are as follows:

- o Operating Fund is used to account for all administrative and general transactions relating to the general operations of CRDA. Revenues are derived from one-third of the interest earned on the investment obligations received by CRDA from the licensees prior to the issuance of bonds, from project processing and administrative fees collected for the administration of CRDA loans, and from the interest earned on donations received by CRDA.
- o Reinvestment Fund is used to account for the receipt of the investment obligations and donated obligations from licensees which are available to finance projects. Investment obligations and donated obligations are held in this fund until bonds have been issued, direct investment payments have been made for approved projects, or donated funds have been expended. Two-thirds of all interest earned on investment obligations held in the Reinvestment Fund is due to the licensees and one-third is due to the Operating Fund. All interest earned on donated obligations is also due to the Operating Fund.
- o Development Fund is used to account for all project financing from investment obligations and the corresponding loans receivable from those projects as well as parking fee revenue. It is also used to account for project grants that have not yet been disbursed for projects. All bonds included in the Development Fund are nonrecourse obligations of CRDA. Donated obligations are recognized as grant income when expended for approved projects.

Basis of Accounting - The accompanying financial statements have been prepared on the accrual basis. Separate accounts are maintained for each major fund, with all financial transactions recorded and reported by fund group.

Real Estate - Real estate consists of land, land improvements and related acquisition costs and is recorded at cost. Real estate is held by CRDA for future development, sale or donation. Real estate costs are expensed upon the disposition of the property.

**CASINO REINVESTMENT DEVELOPMENT AUTHORITY
NOTES TO FINANCIAL STATEMENTS
FOR THE YEARS ENDED DECEMBER 31, 1993 AND 1992**

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

Fixed Assets - Fixed assets, consisting primarily of furniture and equipment, are carried at cost less accumulated depreciation of \$190,207 and \$126,125 at December 31, 1993 and 1992, respectively. CRDA depreciates its assets using the straight-line method over their estimated useful lives, generally 7 years for office equipment, furniture and fixtures, 5 years for computer equipment, and 10 years for leasehold improvements.

Reclassifications - Certain amounts previously reported in the December 31, 1992 financial statements have been reclassified to conform with the December 31, 1993 presentation.

3. FACILITIES RELOCATION

During 1992, CRDA relocated its primary office facility within Atlantic City. The expanding project needs of CRDA necessitated the hiring of additional staff and the relocation to a larger facility. This relocation resulted in an increase of facility square footage from approximately 3,500 square feet to approximately 16,500 square feet. The new facility is leased under a three year operating lease which commenced in November, 1992 and requires annual rental payments of approximately \$230,000. The resulting annual cost approximates \$13.90 per square foot. The lease agreement includes two one year renewal options.

4. CASH AND CASH EQUIVALENTS

The "Securities Purchase Contract" between CRDA and the licensees prescribes the type of investments allowed in the Reinvestment Fund. The "Securities Purchase Contract" requires that all investments be as follows:

- o Direct obligations of or obligations unconditionally guaranteed by the United States or direct obligations of or obligations unconditionally guaranteed by any state of the United States. If the latter is chosen, the securities must be rated in any of the two highest rating categories by a nationally recognized rating service.
- o Repurchase agreements that are collateralized by direct obligations of or obligations unconditionally guaranteed by the United States. The collateral must have a market value at all times equal to the repurchase price, and must be perfected for the benefit of CRDA.
- o Units of the New Jersey Cash Management Fund, invested by the State Division of Investments, consisting of short-term obligations of the U.S. Government and certain of its agencies, commercial paper, certificates of deposit, repurchase agreements and bankers' acceptances.
- o Certificates of deposit issued by a bank, trust company, national banking association, savings and loan association or other financial institution that is fully and continuously secured by direct obligations of, or obligations unconditionally guaranteed by the United States. The securities underlying the certificates of deposit must have a market value at all times equal to the principal amount of such certificates of deposit, and must be held in such a manner as may be required to provide a perfected security interest for the benefit of CRDA.

**CASINO REINVESTMENT DEVELOPMENT AUTHORITY
NOTES TO FINANCIAL STATEMENTS
FOR THE YEARS ENDED DECEMBER 31, 1993 AND 1992**

4. CASH AND CASH EQUIVALENTS (CONTINUED)

As of December 31, 1993 and 1992 all cash and cash equivalents held in the Reinvestment Fund by CRDA were in compliance with the requirements of the "Securities Purchase Contract".

Substantially all cash and cash equivalents held at December 31, 1993 and 1992 were invested in the New Jersey Cash Management Fund.

For the purpose of the statement of cash flows, management considers all highly liquid investments with an initial maturity of three months or less to be cash equivalents.

5. NOTES RECEIVABLE

Notes receivable consist of loans with terms varying from 23 to 40 years at interest rates varying between 6.0% and 8.5%.

6. INVESTMENTS

Investments consist of marketable securities and are recorded at the lower of cost or market. A portion of the investments at December 31, 1993 and 1992 were jointly owned with the Atlantic City Improvements Authority (ACIA) but maintained by CRDA. The ACIA's portion of the investments is recorded as part of "other liabilities".

7. INVESTMENT OBLIGATIONS

- A. Obligations collected from licensees are held in the Reinvestment Fund until projects are approved by CRDA's Board of Directors. At that time, they are used for the purpose of purchasing bonds issued by CRDA for financing approved projects, disbursing licensees' obligations for approved direct investment projects, financing approved projects with donated obligations, or purchasing bonds of the New Jersey Development Authority.
- B. Current obligations represent amounts incurred by licensees under CRDA statute and are based upon 1.25% of their gross revenues. Payments are due quarterly on April 15, July 15, October 15, and January 15, for the preceding quarter.
- C. Prior obligations represent amounts incurred by licensees operating prior to the establishment of CRDA in 1984 and are based upon 2% of their gross revenues. As of December 31, 1993, all licensees have made payments of obligations accrued prior to January 1, 1984 with the exception of Resorts International Hotel, Inc. (Resorts) (see "D" below) and Bally's Park Place (see "E" below). For financial reporting purposes, amounts outstanding are recorded as deferred investment obligations.
- D. Resorts has claimed a direct investment credit for the Pinnacle and Country Place housing projects in Atlantic County completed prior to the creation of CRDA. Casino obligations during this time period are restricted to housing and housing related projects. Due to its claim, Resorts has not made full obligation payments for the years 1980 to 1983 for a total of \$10,781,558.

**CASINO REINVESTMENT DEVELOPMENT AUTHORITY
NOTES TO FINANCIAL STATEMENTS
FOR THE YEARS ENDED DECEMBER 31, 1993 AND 1992**

7. INVESTMENT OBLIGATIONS (CONTINUED)

The Casino Control Commission, which had jurisdiction over these projects, granted project approval subject to an audit by the State Treasurer to determine the actual amount of eligible credit. The State Treasurer is in the process of finalizing that audit. At present, Resorts has not been presented with a final determination letter as to the amount of eligible credit. In the event that direct investment credit for such amount is not approved, CRDA believes that Resorts will be obligated to make payments for such amounts according to law.

- E. During 1991, Bally's Park Place concluded negotiations with the State Treasurer and agreed to a settlement as follows:

Payments for investments or donations to be paid over the next six years	\$2,250,000
--	-------------

Guaranties on primary residence mortgages in Atlantic City for employees of Bally's Park Place and The Grand, who meet certain eligibility standards.

Mortgages to be funded by:

CRDA	\$1,000,000
New Jersey Housing and Mortgage Finance Agency	\$1,000,000

The amount of guaranties remaining unused at June 30, 1997 will then expire.

The settlement outstanding as of December 31, 1993 and 1992 amounted to \$1,650,000.

8. BONDS PAYABLE

Bonds payable consist of bonds issued by CRDA to licensees with terms varying from 42 to 50 years at interest rates varying between 6.0% and 7.0%. As of December 31, 1993 no bonds have been issued to the public.

9. PROJECT AND DIRECT INVESTMENT COMMITMENTS AND DISBURSEMENTS

- A. During 1993, CRDA committed approximately \$69.6 million in current and future CRDA obligations to finance direct investment and other projects. During 1992, CRDA committed approximately \$36.8 million.

**CASINO REINVESTMENT DEVELOPMENT AUTHORITY
NOTES TO FINANCIAL STATEMENTS
FOR THE YEARS ENDED DECEMBER 31, 1993 AND 1992**

9. PROJECT AND DIRECT INVESTMENT COMMITMENTS AND DISBURSEMENTS (CONTINUED)

As of December 31, 1993, CRDA had made cumulative commitments and disbursements as follows:

<u>Project</u>	<u>Commitments</u>	<u>DISBURSEMENTS</u>		
		<u>Bonds</u>	<u>Direct Investment</u>	<u>Donated Obligations</u>
Atlantic City:				
Northwest Inlet Housing	\$ 3,307,100	\$ 2,413,051		
Vermont Plaza Housing	21,000,000	21,000,000		
Caesars Regency & Victorian Court Housing	38,246,970		\$37,219,792	
Caesars Victorian Court II Housing	2,620,242		2,445,332	
Harrahs Northeast Inlet Phase I Housing & Commerical Retail	53,542,031		36,183,019	\$ 1,050,000
Bally's Park Place Jacobs Family Terrace Housing	12,464,843	3,002,593	8,998,960	
Landmark Group Housing Rehabilitation	880,000	880,000		
Northeast Inlet Redevelopment Plan Housing & Economic Development	21,409,248			552,288
New Hampshire Avenue Widening	8,798,151			7,733,727
Caesars Atlantic City Demolition	3,000,000			
The Cove at Gardner's Basin Townhomes by Hovnanian	27,969,572			11,658,960
Dockside Clam Packing Company Economic Development	210,960			17,580
Caesars Atlantic City Alternate Bond	2,000,000			
Northeast Inlet Land Banking	6,088,770			6,088,770
Northeast Inlet Phase III Housing	14,297,904			2,604,341
Atlantic City Corridor Development	11,181,565			1,700,602
Showboat Delaware Avenue Widening	8,000,000			2,846,293
Showboat Atlantic City Youth Build Program	500,000			375,000
Atlantic City Citywide Housing Rehabilitation	3,500,000			
Atlantic City Special Improvement District	3,000,000			721,284
Renaissance Plaza Supermarket/Retail Complex	5,500,000			259,737
Trump Plaza Hotel & Park Project	10,642,689		197,858	
Sub-Total Atlantic City	<u>258,160,045</u>	<u>27,295,644</u>	<u>85,044,961</u>	<u>35,608,582</u>

**CASINO REINVESTMENT DEVELOPMENT AUTHORITY
NOTES TO FINANCIAL STATEMENTS
FOR THE YEARS ENDED DECEMBER 31, 1993 AND 1992**

9. PROJECT AND DIRECT INVESTMENT COMMITMENTS AND DISBURSEMENTS (CONTINUED)

<u>Project</u>	<u>Commitments</u>	<u>DISBURSEMENTS</u>		
		<u>Bonds</u>	<u>Direct Investment</u>	<u>Donated Obligations</u>
Sub-Total from Previous Page	258,160,045	27,295,644	85,044,961	35,608,582
South Jersey:				
Burlington County Community Action Program Housing Rehabilitation/Pemberton Association of Retarded Citizens Administration & Training Facility/Lakewood	350,000	96,738		
Serendipity Supermarket/ Willingboro	625,000	625,000		
YMCA Recreational Facility/ Hamilton Square	700,000	700,000		
Day Care Center/Lakewood	525,000	525,000		
General Electric Aerospace Research Facility/Camden	1,932,496			1,932,496
Atlantic City Medical Center Trauma Center/Atlantic City	1,787,503			1,787,503
Roebbling Complex Shopping Center/Trenton	3,293,900			
Municipal Loan Program Bond Reserve Fund	557,161	557,161		
Child Development Center/ Woodbury	880,000			
Economic Development Revolving Loan Program/ Bridgeton	744,386			
Waterfront Amphitheater/ Camden	<u>3,000,000</u>			<u>3,000,000</u>
Sub-Total South Jersey	<u>14,911,475</u>	<u>3,019,928</u>	<u>--</u>	<u>6,719,999</u>
Sub-Total	273,071,520	30,315,572	85,044,961	42,328,581

**CASINO REINVESTMENT DEVELOPMENT AUTHORITY
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9. PROJECT AND DIRECT INVESTMENT COMMITMENTS AND DISBURSEMENTS (CONTINUED)

<u>Project</u>	<u>Commitments</u>	<u>DISBURSEMENTS</u>		
		<u>Bonds</u>	<u>Direct Investment</u>	<u>Donated Obligations</u>
Sub-Total From Previous Page	273,071,520	30,315,572	85,044,961	42,328,581
North Jersey:				
Legal & Communication Building Parking Garage/Newark	900,000	900,000		
Children's Day Nursery Facility/ Passaic	502,500	502,500		
Mi Bandera Specialty Market/ Union City	724,419	724,419		
Vietnam Vets Memorial/Holmdel Affordable Housing/ Jersey City	1,000,000 1,600,000			1,000,000
North Oraton Senior Citizen Homes/East Orange	1,400,000			
Marcal Recycled Paper Extraction Facility/ Elmwood Park	25,500,000			
Grove Estates Housing/Clifton	<u>3,100,000</u>			
Sub-Total North Jersey	<u>34,726,919</u>	<u>2,126,919</u>	<u>--</u>	<u>1,000,000</u>
Grand Total	<u>\$307,798,439</u>	<u>\$32,442,491</u>	<u>\$85,044,961</u>	<u>\$ 43,328,581</u>

B. Harrahs, through its Northeast Inlet Phase I direct investment project, has accumulated a prepayment and prepayment discount carryforward of approximately \$16.3 million as of December 31, 1993 to be applied to future Atlantic City CRDA obligations due. The prepayment is a result of direct investment project expenditures and discount credit advanced in excess of obligations due.

**CASINO REINVESTMENT DEVELOPMENT AUTHORITY
NOTES TO FINANCIAL STATEMENTS
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10. PROGRAM COSTS

Program costs are included as expenses within the Statement of Revenues, Expenses and Changes in Fund Equity and consisted of the following:

	<u>1993</u>	<u>1992</u>
Development Fund:		
Atlantic City Corridor	\$ 1,266,100	\$ -
Delaware Avenue Widening	657,892	307,450
New Hampshire Avenue Widening	87,982	-
Northeast Inlet Phase III	142,979	-
Renaissance Plaza Supermarket/ Retail Complex	<u>40,000</u>	<u>-</u>
	<u>\$ 2,194,953</u>	<u>\$ 307,450</u>

11. OPERATING FUND DONATIONS

Donations from the operating fund are included as expenses within the Statement of Revenues, Expenses and Changes in Fund Equity and consisted of the following:

	<u>1993</u>	<u>1992</u>
Operating Fund:		
Atlantic City Medical Center donation	\$ 1,000,033	\$ -
Albany Avenue/O'Donnell Park donation	<u>110,000</u>	<u>400,000</u>
	<u>\$ 1,110,033</u>	<u>\$ 400,000</u>

12. ALLOCATION OF OBLIGATION AND DONATION DEPOSITS

CRDA is required by a formula in the Statute to allocate obligations received to Atlantic City, South Jersey and North Jersey. CRDA is also required to set aside \$1,200,000 annually for the purpose of investing in obligations of the New Jersey Development Authority (NJDA). As of December 31, 1993 and 1992, CRDA has allocated obligation and donation deposits as follows:

	<u>1993</u>	<u>1992</u>
Obligation Deposits by Area:		
Atlantic City	\$ 77,758,766	\$ 58,543,522
South Jersey	7,970,411	7,709,664
North Jersey	9,952,735	6,530,393
NJDA	3,864,310	3,305,005
Donation Deposits by Area:		
Atlantic City	61,548,808	71,655,978
South Jersey	<u>880,000</u>	<u>1,165,194</u>
Total	<u>\$161,975,030</u>	<u>\$148,909,756</u>

**CASINO REINVESTMENT DEVELOPMENT AUTHORITY
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13. DONATED OBLIGATIONS

Certain licensees have petitioned to donate obligations to CRDA and NJDA in lieu of purchasing bonds. CRDA and NJDA accepted the donations in accordance with N.J.S.A. 5:12-177 and granted credit against the present or future obligation to purchase bonds. During 1992, Showboat donated a total of \$10 million to fund the Delaware Avenue Widening project, the Atlantic City Youth Build program, and to partially fund the Atlantic City Citywide Rehabilitation program. As negotiated, Showboat provided the funding on a dollar for dollar obligation credit basis without receiving the usual donation credit of \$0.51 for \$1.00 of donation. CRDA committed donations received to the implementation of the Northeast Inlet Redevelopment Plan and the Land Banking Program. Cumulative current and prior donated amounts and the amount of credit to be applied against future obligations as of December 31, 1993 are as follows:

	<u>Donated Amounts</u>	<u>Future Credit</u>
Atlantic City:		
Atlantis	\$ 5,545,803	
Bally's Park Place & The Grand	22,713,156	
Claridge	6,658,968	
Resorts	12,048,465	
Sands	15,143,666	1,516,982
Showboat	10,000,000	
Trump's Castle, Trump Plaza & Taj Mahal	21,559,775	
South Jersey:		
Bally's Park Place & The Grand	3,000,000	1,313,389
Harrah's	1,092,700	
Sands	2,627,299	836,247
Trump's Castle & Trump Plaza	880,000	
North Jersey:		
Caesar's	1,000,000	81,531
NJDA:		
Atlantis	216,985	
Bally's Park Place	912,594	167,770
Caesar's	755,800	112,213
Claridge	429,358	33,533
The Grand	854,875	222,156
Harrah's	907,667	158,763
Sands	649,751	21,759
Showboat	235,789	
Trump's Castle	<u>524,703</u>	<u>29,037</u>
TOTAL	<u>\$107,757,354</u>	<u>\$4,493,380</u>

**CASINO REINVESTMENT DEVELOPMENT AUTHORITY
NOTES TO FINANCIAL STATEMENTS
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14. DIRECTORS AND OFFICERS LIABILITY INSURANCE

On August 8, 1986, CRDA approved the establishment of a \$1,000,000 Indemnification Fund. In the event any amount of the Indemnification Fund is used for purposes for which it has been established, CRDA will replenish that amount from operating revenue but not more than \$250,000 per year. At December 31, 1993 and 1992, \$1,000,000 has been reserved in the Operating Fund.

15. LAND BANKING AND REAL ESTATE

A. Within the Operating Fund through its Land Banking Program, CRDA has authorized the acquisition of land within the Northeast Inlet section of Atlantic City to facilitate the implementation of the Northeast Inlet Redevelopment Plan. CRDA has a balance of \$3,775,227 as of December 31, 1993 and \$3,349,870 as of December 31, 1992 of real estate held for resale to developers of future CRDA approved projects. CRDA had reserved \$9 million of its operating fund's unrestricted fund equity for such purpose. The amount available within reserved fund equity for land acquisition upon authorization by CRDA as of December 31, 1993 is \$4,722,117.

B. As of December 31, 1993 and 1992, CRDA has escrowed funds totaling \$75,206 for the purchase of land in the Northeast Inlet section of Atlantic City. CRDA expects to complete the transactions and receive title to the land.

C. CRDA established the Land Banking Program and New Hampshire and Delaware Avenue Widening Projects in the Development Fund which are both funded by previously donated obligations. The Land Banking Program operates similarly to the program described in the Operating Fund. The New Hampshire Avenue Widening Project entails the purchase of land along New Hampshire Avenue in Atlantic City in order to widen the road as directed by the Northeast Inlet Redevelopment Plan. The Delaware Avenue Widening Project entails the purchase of land and the funding of construction costs to widen the roadway. The Atlantic City Improvement Authority (ACIA) is providing construction management services for the Delaware Avenue Widening Project. CRDA, which has committed \$8,000,000 for this project, will provide funds to the ACIA for budgeted expenses. Land acquisition costs are capitalized by CRDA and construction costs reimbursed to the ACIA are expensed as program costs. As of December 31, 1993 and 1992, approximately \$15.0 million and \$10.0 million, respectively in real estate has been purchased by the Development Fund for the above noted projects and program.

A portion of the land acquired through the New Hampshire Avenue and the Delaware Avenue Widening Projects will be dedicated (for a nominal sum) to the City of Atlantic City. Title transfers will result in cost of land sold expense in the Development Fund. The remaining land will be retained by CRDA for future development.

Within the Development Fund, the CRDA has purchased land and incurred related costs for the proposed The Cove at Gardner's Basin Townhomes by Hovnanian within the Northeast Inlet section of Atlantic City. If specified contractual provisions are met, the land will be sold to a developer (for a nominal sum). As in the above noted avenue widening projects, title transfers will result in cost of land sold expense in the development fund.

**CASINO REINVESTMENT DEVELOPMENT AUTHORITY
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15. LAND BANKING AND REAL ESTATE (CONTINUED)

Fund equity, within the Development Fund, has been reserved as follows:

	<u>1993</u>	<u>1992</u>
Real estate owned and related costs capitalized:		
New Hampshire Avenue Widening Project	\$ 7,645,745	\$6,602,336
Delaware Avenue Widening Project	1,880,951	27,516
The Cove At Gardner's Basin Townhomes by Hovnanian	<u>11,112,988</u>	<u>5,515,150</u>
	<u>\$20,639,684</u>	<u>\$12,145,002</u>

16. DEMOLITION PROGRAM

During 1991, CRDA established the Atlantic City Demolition Program. A total of \$6 million is to be lent to the City of Atlantic City to demolish vacant and abandoned structures. Funding will be provided by a \$3 million interest free loan from the Operating Fund and a \$3 million loan from Caesar's CRDA obligations. The loans are to be repaid by Atlantic City from general tax revenues. As of December 31, 1993 \$1,249,024 has been loaned under this program.

17. ACOM TRAUMA CENTER

In 1991, CRDA committed a \$1,012,497 grant from its Operating Fund to the Atlantic City Medical Center for the construction of a trauma center of which \$1,000,033 has been paid as of December 31, 1993. Sands has donated \$1,787,503 to CRDA which has been paid to the ACOM as of December 31, 1993.

18. MAINTENANCE FACILITY

In 1993, CRDA committed \$2,000,000 from its Operating Fund to N.J. Transit for the temporary relocation of its bus maintenance facility as part of the Atlantic City Corridor project.

19. PENSION

Effective June 1, 1990, all full-time employees and compensated board members of CRDA are required to participate in the New Jersey Public Employees' Retirement System (PERS), a cost-sharing, multiple employer, defined benefit plan administered by the State of New Jersey Division of Pensions. As of June 30, 1993, the date of the most current available information, total annual participating employee payroll covered by PERS was approximately \$6.9 billion of which CRDA's participating payroll represented approximately .01% (one hundredth of one percent).

The pension benefit obligation (a measure of the present value of pension benefits estimated to be payable in the future) for the PERS at June 30, 1993 was approximately \$13.6 billion. Assets available for benefits, at book value, were approximately \$12.9 billion leaving an unfunded pension benefit obligation of approximately \$.7 billion. The PERS is not able to make a separate measurement of assets and pension benefit obligation for CRDA or any other participating employer.

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20. FIDELITY BOND

CRDA has a \$100,000 Honesty Blanket Bond supplied by Pennsylvania National Mutual Casualty Insurance Company covering all of its employees.

21. BUDGETARY REQUIREMENTS

CRDA operates under a budget adopted by its Board. The annual operating budget is submitted by the last day of October of each year to the State Treasurer for approval.