ST. MARY'S COLLEGE OF MARYLAND

Financial Statements and Independent Auditors' Report

Years Ended June 30, 2006 and 2005

TABLE OF CONTENTS

	<u>Page</u>
Independent Auditors' Report	1
Management's Discussion and Analysis	3
Financial Statements	
Statements of Net Assets Balance Sheets – Component Unit Statements of Revenues, Expenses and Changes in Net Assets Statement of Activities – Component Unit Statements of Cash Flows	16 17 18 19 20
Notes to Financial Statements	22
Report on Compliance and Internal Control	
Report on Internal Control over Financial Reporting and on Compliance and Other Matters Based on an Audit of Financial Statements Performed in Accordance with Government Auditing Standards	48

INDEPENDENT AUDITORS' REPORT

Board of Trustees St. Mary's College of Maryland

We have audited the accompanying basic financial statements of St. Mary's College of Maryland (College), a component unit of the State of Maryland, and its discretely presented component unit, St. Mary's College of Maryland Foundation, Inc. (Foundation), as of and for the years ended June 30, 2006 and 2005, as listed in the Table of Contents. These financial statements are the responsibility of the College's management. Our responsibility is to express an opinion on these financial statements based on our audits. We did not audit the financial statements of the Foundation, which represents 100 percent of the discretely presented component unit as of and for the years ended June 30, 2006 and 2005. Those financial statements were audited by other auditors whose reports thereon have been furnished to us, and our opinion, insofar as it relates to the amounts included for the Foundation, is based on the report of other auditors.

We conducted our audits in accordance with auditing standards generally accepted in the United States of America and the standards applicable to financial audits contained in Government Auditing Standards, issued by the Comptroller General of the United States. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. The financial statements of the Foundation were not audited in accordance with Government Auditing Standards. 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 and the reports of other auditors provide a reasonable basis for our opinion.

In our opinion, based on our audits and reports of other auditors, the financial statements referred to above present fairly, in all material respects, the respective financial position of the College and its discretely presented component unit as of June 30, 2006 and 2005, and the respective changes in financial position and cash flows, for the years then ended in conformity with accounting principles generally accepted in the United States of America.

In accordance with Government Auditing Standards, we have also issued our report dated September 15, 2006, on our consideration of the College's internal control over financial reporting and our tests of its compliance with certain provisions of laws, regulations, contracts and grant agreements, and other matters. The purpose of that report is to describe the scope of our testing of internal control over financial reporting and compliance and the results of that testing, and not to provide an opinion on the internal control over financial reporting or on compliance. That report is an integral part of an audit performed in accordance with Government Auditing Standards and should be considered in assessing the results of our audit.

Management's Discussion and Analysis on pages 3 through 15 is not a required part of the basic financial statements, but is supplemental information required by the Governmental Accounting Standards Board. We have applied certain limited procedures, which consisted principally of inquiries of management regarding the methods of measurement and presentation of the required supplementary information. However, we did not audit the information and express no opinion on it.

Abrams, Foster, Nole + Williams, P.A.
Abrams, Foster, Nole & Williams, P.A.

Certified Public Accountants

Baltimore, Maryland

September 15, 2006

Overview of the Financial Statements and Financial Analysis

St. Mary's College of Maryland (College) is pleased to present its financial statements for fiscal year 2006 with fiscal year 2005 prior-year data for comparative purposes. There are three financial statements presented for each fiscal year. The Statement of Net Assets; the Statement of Revenues, Expenses, and Changes in Net Assets; and the Statement of Cash Flows.

The discussion and analysis of the College's financial statements provide an overview of its financial activities for the year. This discussion has been prepared by management. The discussion and analysis is designed to focus on current activities and current known facts.

Statements of Net Assets

The Statements of Net Assets presents the assets, liabilities, and net assets of the College as of the end of each fiscal year. The purpose of the Statements of Net Assets is to present to the readers of the financial statements a financial snapshot of St. Mary's College of Maryland. The Statements of Net Assets presents end-of-year data concerning assets (current and noncurrent), liabilities (current and noncurrent), and net assets (fund balances). From the data presented, readers of the Statements of Net Assets are able to determine the assets available to continue the operations of the College. They are also able to determine how much the College owes vendors (accounts payable), investors (bonds payable) and banks (notes payable). Finally, the Statements of Net Assets provides a picture of the net assets and their availability for expenditure by the College.

Condensed Statements of Net Assets (in thousands of dollars)

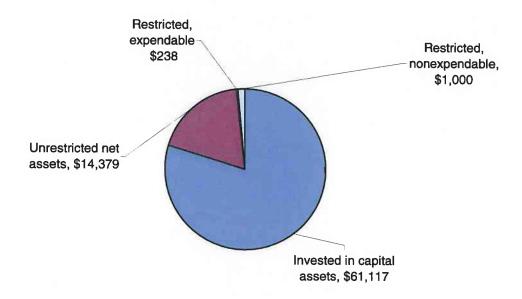
	Jun	e 30, 2006	% of Total	Jun	e 30, 2005	% of Total
Assets:						
Current Assets	\$	16,094	13%	\$	13,562	12%
Capital Assets, net		99,388	79%		94,327	82%
Other Assets		10,692	8%		6,709	6%
Total Assets		126,174	100%		114,598	100%
Liabilities:						
Current Liabilities		6,808			6,138	
Noncurrent Liabilities		42,632			39,253	
Total Liabilities		49,440			45,391	
Net Assets:						
Invested in Capital Assets, net of debt		61,117			55,026	
Restricted - nonexpendable		1,000			1,000	
Restricted - expendable		238			414	
Unrestricted		14,379			12,767	
Total Net Assets	\$	76,734		\$	69,207	

Statements of Net Assets (Continued)

The total assets of the College increased \$11.6 million. This increase was primarily due to an increase in capital assets, including completion of a new recreational facility. The total liabilities for the year increased \$4.0 million. This combination of an increase in total assets of \$11.6 million and an increase in total liabilities of \$4.0 million resulted in an increase in total net assets of \$7.5 million.

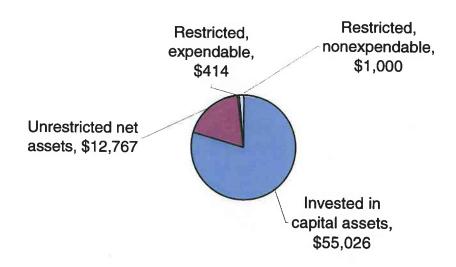
Net assets are divided into three major categories. The first category, invested in capital assets, net of related debt, provides the College's equity in property, plant and equipment owned by the College. The next asset category is restricted net assets, which is divided into two categories, nonexpendable and expendable. The corpus of nonexpendable restricted resources is only available for investment purposes. Expendable restricted net assets are available for use by the College, but must be spent only for purposes specified by donors. The final category is unrestricted net assets, which are available to be expended for any lawful purpose of the College. The following graphs detail net assets by category held by the College as of June 30, 2006 and June 30, 2005, respectively.

Net Assets, June 30, 2006 (in thousands of dollars)



Statements of Net Assets (Continued)

Net Assets, June 30, 2005 (in thousands of dollars)



The increase of \$7.5 million in total net assets is primarily due to funding received from the State for the construction of the new academic building. The breakdown of unrestricted net assets with comparisons to last year is shown below:

Breakdown of Unrestricted Net Assets (in thousands of dollars)

	June	30, 2006	June	30, 2005
Encumbrances and carryovers for general operating purpose	\$	962	\$	582
Encumbrances for capital projects		587	·	522
Funds designated for current plant projects		2,476		2,911
Funds designated for future plant projects		1,505		1,273
Funds functioning as endowments		4,069		3,934
Unrestricted funds for general operating purposes		4,780		3,545
Total Unrestricted Net Assets	\$	14,379	\$	12,767

Statements of Revenues, Expenses and Changes in Net Assets

Changes in total net assets as presented on the Statements of Net Assets are based on the activity presented in the Statements of Revenues, Expenses, and Changes in Net Assets. The purpose of the statements is to present the revenues received by the College, both operating and nonoperating, and the expenses paid by the College, operating and nonoperating, and any other revenues, expenses, gains and losses received or incurred by the College.

Generally speaking, operating revenues are received for providing goods and services to the various customers and constituencies of the College. Operating expenses are those expenses paid to acquire or produce the goods and services provided in return for the operating revenues, and to carry out the mission of the College. Nonoperating revenues are generated by incidental activities, gifts and subsidies. The financial reporting model classifies State appropriations and gifts to the College as nonoperating revenues. Public higher education's dependency on State aid results in an operating deficit. The utilization of long-lived assets, referred to as capital assets, is reflected in the financial statements as depreciation. Depreciation indicates that the College is "using up" long-term assets, such as buildings, over time.

Condensed Statements of Revenues, Expenses, and Changes in Net Assets (in thousands of dollars):

	June 30, 2006	June 30, 2005
Operating Revenue		
Tuition and fees, less scholarships and waivers	\$ 18,888	\$ 16,368
Grants and contracts	1,571	1,643
Sales and services of educational departments	810	714
Auxiliary enterprises	14,127	12,949
Other operating revenues	210	158
Total operating revenues	35,606	31,832
Operating Expenses	50,225	46,836
Operating loss	(14,619)	(15,004)
Nonoperating revenues		
State appropriations	14,593	13,978
Other nonoperating income (deficit)	935	588
Net non-operating revenues	15,528	14,565
Operating surplus/(loss)	909	(439)
Capital appropriations	6,618	7,497
Other revenues, expenses, gains and losses	-	(65)
Total other revenues, expenses, gains and losses	6,618	7,431
Increase in Net Assets	7,527	6,992
Net Assets at beginning of year	69,207	62,215
Net Assets at End of Year	\$ 76,734	\$ 69,207

Summary of Changes in Statements of Revenues, Expenses, and Changes in Net Assets

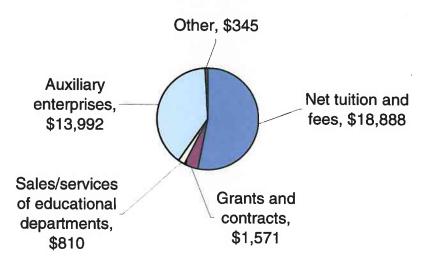
Net assets increased by \$7.5 million, or 11%, for 2006. An overall increase in operating revenues of \$3.7 million is primarily due to increased tuition and fee revenue of \$2.5 million and an increase of \$1.0 million in auxiliary revenue. Operating expenses increased \$3.3 million mainly as a result of increased auxiliary expenses associated with campus store and dining facilities, higher fuel costs, and increases in staff salaries. Additionally, \$861 thousand in direct assistance provided by the Foundation to College departments have been included in operating expenses in 2006, in accordance with generally accepted accounting principles. Additional auxiliary expenses were offset by increased revenues from auxiliary operations

Non-operating revenues net of non-operating expenses increased about \$814 thousand from the previous year, reflecting the increase in the College's operating block grant from the State of Maryland, and the direct assistance provided by the Foundation. Capital appropriations decreased \$0.9 million.

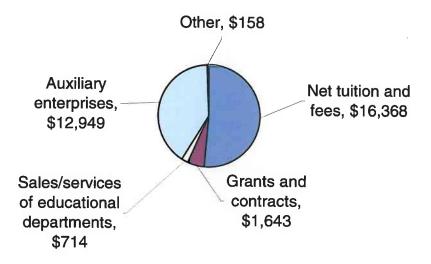
Operating Revenues

Total operating revenues for fiscal year 2006 were \$35.6 million. The graphs below show comparisons in operating revenues for fiscal years 2006 and 2005:

2006 Operating Revenues (thousands of dollars)



2005 Operating Revenues (thousands of dollars)



Tuition and Fees

Tuition and fees, less scholarships and waivers, of \$18.9 million accounted for 53% of total operating revenue and increased 15% from the prior year. Scholarships provided to students with College funds are often referred to as a tuition discount, or simply as discounting.

Grants and Contracts

This includes all restricted revenues made available by government agencies as well as private agencies. Grant revenues are recorded only to the extent a claim to resources has been established.

Auxiliary Enterprises

Auxiliary enterprises consist of various enterprise entities that exist primarily to furnish goods or services to students, faculty, staff, or the general public and charge a fee directly related to the cost of those goods or services. They are intended to be self-supporting. The College's largest auxiliary enterprises include residence halls, food services, and the campus store.

The operating expenses for auxiliary enterprises include depreciation and utilities.

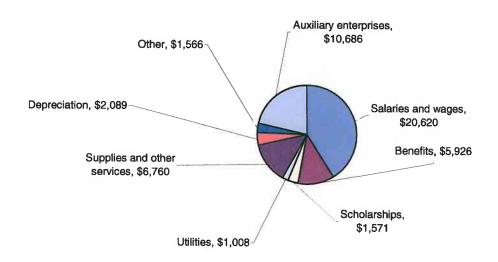
Sales and Services of Educational Activities

Other operating revenues consist of sales and services of educational activities totaling \$810 thousand. An example of an educational activity includes Professional Programs.

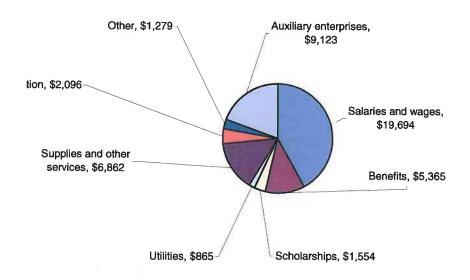
Operating Expenses

Operating expenses for 2006 totaled \$50.2 million. Of this total, \$15.5 million or 31% was for instruction. Operating expenses include salaries and benefits of \$26.5 million, scholarships and grants of \$1.6 million, utilities of \$1 million, supplies and other services of \$6.8 million and depreciation of \$2.1 million. Depreciation of capital goods is carried as an accounting item; however, it does not require any cash outlay on behalf of the College. Depreciation does indicate how much of the College's physical plant is being "consumed" each year.

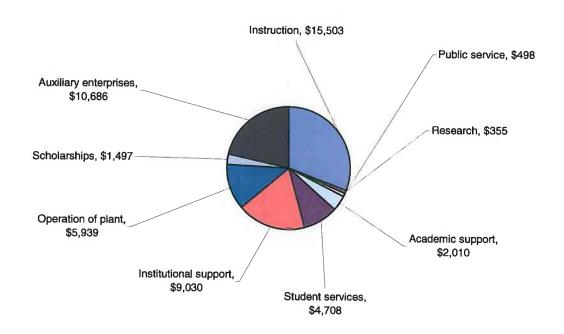
2006 Operating Expenses by Natural Classification (thousands of dollars)



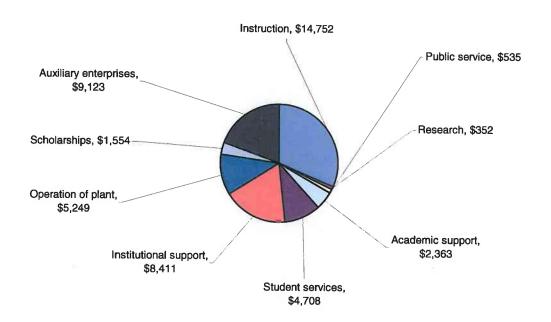
2005 Operating Expenses by Natural Classification (thousands of dollars)



2006 Operating Expenses by Functional Classification (thousands of dollars)



2005 Operating Expenses by Functional Classification (thousands of dollars)



State Appropriation

The largest inflow in the non-capital financing activities group is the State appropriation of \$14.6 million. The legislation governing the provision of State support to St. Mary's College of Maryland requires the Governor to submit an appropriation request to the legislature equal to the prior year's budgeted amount plus an amount equal to the implicit price deflator for state and local governments. In recent years, the implicit price deflator has provided an increase to the College's appropriation that has ranged between two and three percent. The State appropriation provides approximately 30% of the operating budget for the College. The State appropriation continues to drop steadily in its share of the College's budget. This drop requires the College to seek additional revenues from other sources, such as tuition and fees, auxiliary enterprises, grants, and gifts.

Investment Income, Net

Included in investment income are the earnings from pooled cash held at the State, funds functioning as endowment investments, other investments, and the unrealized gains and losses on those investments. The College added \$159 thousand to the funds functioning as endowment investments, also known as quasi-endowment, during June 2006. These funds will be used to support future capital construction needs.

Statements of Cash Flows

The final statements presented by St. Mary's College of Maryland are the Statements of Cash Flows. One important factor to consider when evaluating financial viability is the College's ability to meet financial obligations as they mature. The College's cash and cash equivalents provide the day-to-day resources to pay for a variety of expenses.

The Statements of Cash Flows presents detailed information about the cash activity of the College during the year. The statement is divided into five parts. The first part deals with operating cash flows and shows the net cash used by the operating activities of the College. The second section reflects cash flows from non-capital financing activities. This section includes the cash activity resulting from state appropriations, grant activity, and other non-operating cash flows. The third section deals with the cash flows from capital and related financing activities. This section deals with the cash used for the acquisition and construction of capital and related items. The fourth section reflects the cash flows from investing activities including the interest received from investing activities. The final section reconciles the net cash used in operations to the operating income or loss reflected on the Statements of Revenues, Expenses, and Changes in Net Assets. Below is a condensed version of the first four sections of the Statements of Cash Flow.

Condensed Statements of Cash Flows-Direct Method (in thousands of dollars)

	J	une 30, 2006	Jun	e 30, 2005
Cash Provided (used) By:	_			
Operating Activities	\$	(10,085)	\$	(9,809)
Non-capital Financing Activities		23,023		15,130
Capital and Related Financing Activities		(10,553)		(5,375)
Investing Activities		12		540
Net Change in Cash		2,397		486
Cash, Beginning of Year		11,215		10,729
Cash, End of Year	\$	13,612	\$	11,215

Campus Enrollment

The College continues to benefit from strong enrollments as students are attracted to the honors college program. Enrollments continue to fill all of the available housing capacity and as such are projected to remain relatively steady going forward. The following table indicates the total historical on-campus enrollment of undergraduate and graduate students for the 2000-01 through 2005-06 academic years. Also indicated are full-time equivalent students attending the College.

Full-time, Part-time, and FTE Enrollment: Fall 2000 to Fall 2005

Fall	Full-t	ime:	Part-	Part-time: Away Students:*				Full-time Equivalent
Semester	N	(%)	N	(%)	N	(%)	Total	(FTE)
2005	1,824	92.9%	115	5.9%	25	1.3%	1,964	2,039
2004	1,805	93.3%	105	5.4%	25	1.3%	1,935	1,995
2003	1,772	92.2%	116	6.0%	34	1.8%	1,922	1,990
2002	1,648	90.4%	148	8.1%	27	1.5%	1,823	1,836
2001	1,508	89.3%	164	9.7%	16	0.9%	1,688	1,699
2000	1,382	89.3%	150	9.7%	15	1.0%	1,547	1,556

^{*}Away students refers to St. Mary's students studying abroad or on another U.S. campus.

Full-time, Part-time, and FTE Enrollment -- Fall 1998 to Fall 2005 (Continued)

Although enrollment dropped from 1998 to 1999, it rebounded by 2001 and has continued to rise since then. The decline was a result of a variety of factors including a more aggressive marketing of honors programs at competing schools and the disruption on the campus from the renovation of the student center. The upward trend in enrollment can be linked to the completion of the campus center and athletics center renovations, and a more active marketing strategy as an honors college. The enrollment goal for fall semester 2006 remains at 1,850 full-time students.

Capital Assets and Debt Administration

Capital additions totaled \$8.9 million in 2006. Capital additions were primarily comprised of parking lot improvements, construction of the new academic building, and upgrades in the electrical system throughout the campus. Current year capital additions were funded primarily with State capital appropriations of \$6.6 million and unrestricted net assets which were designated for capital purposes.

The College was able to issue \$4.2 million of Academic and Auxiliary Facility Fees Subordinate Revenue Bonds, Series A. Proceeds of the bonds will primarily be used to finance the design, construction, equipping and furnishing of a new student residence hall or facility as an addition to Waring Commons, and to pay the cost of issuance of the 2006 Series A Bonds.

For additional information concerning capital assets and debt administration, see notes 9 through 11 in the notes to the financial statements.

Factors and Events Impacting Future Periods

The level of State support, compensation increases, student tuition and fee increases, and energy cost increases impact the College's ability to expand programs, undertake new initiatives, and meet its core mission and ongoing operational needs.

The Maryland State appropriation contributes approximately \$14.6 million to general operations revenue. The level of State support is therefore one of the key factors influencing the College's financial condition. A crucial element to the College's future will continue to be our relationship with the State of Maryland, as we work to manage tuition to make it competitive while providing an outstanding honors college education for our students. There is a direct relationship between the growth of State support and the College's ability to control tuition growth, as declines in state appropriations generally result in increased tuition levels.

Factors and Events Impacting Future Periods (Continued)

Goodpaster Hall, the College's new academic building, is scheduled to open in 2007. Goodpaster Hall will serve as the home of the College's psychology, educational studies, and chemistry departments. As a state-funded project, the costs and overall responsibility for Goodpaster Hall remain with the State of Maryland's Department of General Services. The College's financial commitment toward facility construction totals \$819,000 with the State of Maryland providing approximately \$25 million. The College bears no additional financial risk as a result of this project; however, we will incur additional operating expenses when the building opens.

The need to continue to address priority needs and requirements for support for academic programs, facility renewal, new technology, and the operating impact of new construction projects is a significant challenge facing the College in the years to come.

The College's overall financial position continues to improve and remains strong. The College anticipates the current fiscal year will be much like the last and will maintain a close watch over resources to maintain the College's ability to react to unknown internal and external issues.

Thomas J. Botzman, Ph.D. Vice President for Business and Finance

ST. MARY'S COLLEGE OF MARYLAND **Statements of Net Assets**

100	June 30, 2006	June 30, 2005
ASSETS		
Current Assets		
Cash and Cash Equivalents (note 3)	\$ 13,612,151	\$ 11,214,875
Accounts Receivable, net (note 6)	850,196	850,452
Notes Receivable	-	40,857
Inventories (note 8)	390,655	391,163
Prepaid Items	307,393	183,823
Other Assets	933,180	881,321
Total Current Assets	16,093,575	13,562,491
Noncurrent Assets:		
Endowment Investments	4,488,122	4,408,765
Other restricted investments	5,283,245	1,355,448
Other investments	534,409	534,800
Notes receivable (net of allowance for doubtful notes)	386,966	409,828
Capital assets, net of accumulated depreciation (note 9)	99,387,995	94,327,078
Total Noncurrent Assets	110,080,737	101,035,919
TOTAL ASSETS	126,174,312	114,598,410
LIABILITIES		
Current Liabilities		
Accounts Payable	1 507 060	1.002.057
-	1,597,869	1,293,056
Salaries Payable	1,600,620	1,339,212
Accrued interest	663,673	650,298
Accrued vacation, current portion	753,926	731,670
Accrued worker compensation, current portion	47,275	38,750
Bonds payable, current	1,095,000	1,120,000
Deferred revenue	1,049,893	965,351
Total Current Liabilities	6,808,256	6,138,337
Noncurrent Liabilities (note 10)		
Bonds payable	41,349,612	38,222,318
Accrued vacation	540,814	411,565
Accrued worker compensation	257,725	211,250
Capital Lease	76,559	-
Federal Perkins funds	407,510	407,510
Total Noncurrent Liabilities	42,632,220	39,252,643
TOTAL LIABILITIES	49,440,476	45,390,980
NET ASSETS		
Invested in Capital Assets, net of related debt	61,116,525	55,026,413
Restricted Nonexpendable	,,	,,
Scholarships and fellowships	1,000,117	1,000,117
Restricted Expendable	_,,	2,000,227
Research	192,503	267,545
Loans	25,492	126,104
Scholarships and fellowships	19,894	19,894
Unrestricted	14,379,305	12,767,357
TOTAL NET ASSETS	\$ 76,733,836	\$ 69,207,430
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ST. MARY'S COLLEGE OF MARYLAND Balance Sheets – Component Unit

	June 30, 2006	June 30, 2005		
ASSETS:				
Cash	\$ 431,352	\$ 348,969		
Investments	25,035,533	23,552,608		
Investments - gift annuity	808,390	767,525		
Receivables	74,227	108,250		
Prepaid Expenses	842	9,665		
Promises to Give, net	2,898,107	4,013,686		
Property and Equipment, net	413,419	451,112		
Total Assets	29,661,870	29,251,815		
LIABILITIES AND NET ASSEIS:				
Liabilities				
Accounts Payable	269,555	224,324		
Gift Annuity	743,574	488,075		
Deferred revenue		77,079		
Total Liabilities	1,013,129	789,478		
Net Assets				
Unrestricted	750,364	873,485		
Temporarily restricted	9,577,750	9,952,802		
Permanently restricted	18,320,627	17,636,050		
Total Net Assets	28,648,741	28,462,337		
Total Liabilites and Net Assets	\$ 29,661,870	\$ 29,251,815		

ST. MARY'S COLLEGE OF MARYLAND Statements of Revenues, Expenses and Changes in Net Assets

	June 30, 2006	June 30, 2005
REVENUES		
Operating Revenues		
Student Tuition and Fees (less scholarships and waivers of:		
\$4,285,208 in 2006 and \$3,619,984 in 2005)	\$ 18,888,359	\$ 16,368,461
Grants and Contracts		
Federal	1,378,464	1,353,452
State	121,883	169,734
Other	70,917	119,350
Sales and Services	810,072	714,087
Auxiliary Enterprises		
Residence facilites (less waivers of \$68,950 in 2006	7,344,914	6,873,468
and \$62,765 in 2005).		
Dining services (less waivers of \$26,120 in 2006	4,386,204	3,723,667
and \$23,960 in 2005).		
Bookstore	2,375,461	2,278,628
Other auxiliary enterprises revenue	19,618	72,795
Other Operating Revenues	210,475	158,282
Total Operating Revenues	35,606,367	31,831,924
EXPENSES		
Operating Expenses		
Salaries	20,619,805	19,693,512
Benefits	5,925,873	5,364,623
Scholarships and Fellowships	1,571,446	1,554,017
Utilities (excluding auxiliary enterprises)	1,008,056	864,677
Supplies and Other Services	6,760,248	6,861,899
Depreciation (excluding auxiliary enterprises)	2,088,753	
Other	1,565,842	2,096,031
Auxiliary Enterprises		1,278,618
Total Operating Expenses	10,685,730	9,122,800
Operating Income (loss)	50,225,753	46,836,177
Sperating medine (1088)	(14,619,386)	(15,004,253)
NO NO PERATING REVENUES (EXPENSES)		
State Appropriations	14,592,910	13,977,883
Gifts and grants	1,813,125	1,776,324
Investment gains and losses	79,412	287,927
Interest Income	798,721	431,600
Interest on indebtedness	(1,755,540)	(1,908,269)
Net Nonoperating Revenues	15,528,628	14,565,465
Gain (Loss) before other revenues, expenses, gains, or loss	909,242	(438,788)
Other revenues, expenses, gains and losses:		
Capital state appropriation	6,617,164	7,496,602
Other gains and losses		(65,496)
Total Other Revenues	6,617,164	7,431,106
Increase in Net Assets	7,526,406	6,992,318
NET ASSEIS		
Net Assets-beginning of year	69,207,430	62,215,112
Net Assets-End of Year	\$ 76,733,836	\$ 69,207,430

ST. MARY'S COLLEGE OF MARYLAND Statements of Activities – Component Unit Year Ended June 30, 2006

	2006								
			Temporarily		Permanently				2005
	U	nrestricted	Restricted		Restricted		Total		Total
Support and Revenue									
Contributions	\$	428,376	\$ 1,252,627	\$	684,577	\$	2,365,580	\$	4,505,264
Donated services		296,731	-		-		296,731		290,181
Event Revenue		99,787	325,824		-		425,611		398,255
Sponsorship		172,500	22,590		-		195,090		248,000
Investment Income		51,177	591,094		-		642,271		2,302,228
Other Revenue		6,950	35,071		-		42,021		26,905
Net Assets Released from Restrictions		2,602,258	(2,602,258)		-		_		-
F		3,657,779	(375,052)		684,577		3,967,304		7,770,833
Expenses									
Programs Services									
Support To St. Mary's College of Maryl	and	0.4.							
Scholarships		867,009	-		-		867,009		825,295
Athletics		244,730	-		-		244,730		175,599
Academic Chair		137,000	-		-		137,000		154,490
Waterfront		125,343	-		-		125,343		16,893
Choir Fund		100,457	-		-		100,457		131,608
Library		98,150	-		-		98,150		93,410
President		97,567	-		-		97,567		78,435
Alumni Activities		52,481	-		-		52,481		40,508
Center for Democracy		37,098	-		-		37,098		178,589
Art Alliance		34,155	-		-		34,155		40,155
Alba Campus		21,792	-		-		21,792		-
Artist House		19,800	-		_		19,800		19,116
Slackwater		19,446	-		_		19,446		10,480
Crew Team		7,974	_		_		7,974		13,539
Sailing		6,510	-		_		6,510		8,403
Lectureship Series		5,553	-		_		5,553		4,167
College Department/Division Support		4,000	-		-		4,000		5,345
Research Assistance		2,500	_		_		2,500		7,000
Holocaust Summer Program		1,745	-		-		1,745		30,965
Sub-total		1,883,310					1,883,310		1,833,997
River Concert Series		488,536	_		_		488,536		314,065
Gift Annuities		301,492	_				301,492		447,909
Governor's Cup		74,876	_		_		74,876		78,819
College Relations		57,563			_		57,563		53,914
Facility/Events		29,715	_		_		29,715		
Community Connection		20,012	_				20,012		35,471
Family Weekend		13,642	_		_		13,642		8,480
Other Programs		110,222	-		-		110,222		17,130 112,710
Total program services		2,979,368		_			2,979,368		2,902,495
Supporting Services				_			2,979,308	_	2,902,493
M anagement and general		489,531	-		-		489,531		437,641
Fundraising		312,001			_		312,001		288,984
Total supporting services		801,532		_	-		801,532		726,625
Total expenses		3,780,900				_	3,780,900	_	
Change in net assets		(123,121)	(375,052)		684,577		186,404		3,629,120
Net Assets		(1-0,121)	(373,032)		007,577		100,404		4,141,713
Beginning		873,485	9,952,802		17,636,050		28,462,337		24,320,624
Ending	\$	750,364	\$ 9,577,750	\$	18,320,627	\$	28,648,741	\$	28,462,337
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ST. MARY'S COLLEGE OF MARYLAND **Statements of Cash Flows**

	J	une 30, 2006	June 30, 2005
CASH FLOWS FROM OPERATING ACTIVITIES			
Tuition and Fees (net of all scholarships and grants)	\$	17,321,021	\$ 14,889,741
Grants and Contracts (Exchange)		1,571,265	2,051,736
Salaries and benefits		(26,077,764)	(24,888,650)
Payments to Suppliers		(9,204,254)	(8,448,581)
Loans Issued to Students		(29,000)	(16,000)
Collection of Student Loans		88,869	77,963
Sales-Auxiliary enterprises		14,126,196	13,090,227
Expenses-Auxiliary enterprises		(8,985,994)	(7,406,200)
Other Receipts (payments)		1,105,090	840,431
Net Cash Provided (used) by Operating Activities		(10,084,571)	(9,809,333)
CASH FLOWS FROM NON-CAPITAL FINANCING ACTIVITIES			
State Appropriations		21,210,074	13,977,883
Noncapital gifts and grants		1,813,125	1,152,268
Net Cash Provided by Non-capital Financing Activities		23,023,199	15,130,151
CASH FLOWS FROM CAPITAL AND RELATED FINANCING ACTIVITIES			
Purchases of Capital Assets		(8,772,850)	(2,580,329)
Principal Paid on Long Term Debt		(25,000)	(871,277)
Interest Paid on Long-Term Debt		(1,755,540)	(1,923,144)
Net Cash used by Capital and Related Financing Activities		(10,553,340)	(5,374,750)
-		(10,555,550)	(3,374,730)
CASH FLOWS FROM INVESTING ACTIVITIES			
Proceeds from Sale of Investments		3,127,739	174,208
Interest on Investments		812,095	365,935
Purchase of Investments		(3,927,797)	-
Net Cash Provided (used) by Investing Activities		12,037	540,143
Net Increase/Decrease in Cash		2,397,276	486,211
Cash and Cash Equivalents - beginning of year		11,214,875	10,728,664
Cash and Cash Equivalents - End of Year	\$	13,612,151	\$ 11,214,875

ST. MARY'S COLLEGE OF MARYLAND

Statements of Cash Flows (Continued)

	Years Ended June 30.		
	2,006	2005	
Operating Income (loss)	(\$14,619,386)	\$(15,004,253)	
Adjustments to Reconcile Net Income (loss) to Net Cash		, , - , , ,	
Noncash expenses:			
Depreciation	3,788,491	3,584,531	
Direct Foundation Assistance	-	635,830	
Paid from Bond Funds	50,000	239,032	
Accrued Vacation	151,505	28,580	
Other Noncash Expenses	(23,996)	(82,797)	
Change in Assets and Liabilities:			
Receivables, net	256	352,906	
Notes Receivable, net	40,857	25,369	
Inventories	508	6,224	
Prepaid Expenses	(123,570)	13,417	
Accounts Payable	304,813	119,206	
Salaries Payable	261,409	141,091	
Deferred Revenue	84,542	131,532	
Net Cash Provided (used) by Operating Activities	(\$10,084,571)	\$ (9,809,332)	

1. ORGANIZATION AND PURPOSE

St. Mary's College of Maryland (College) is a component unit of the State of Maryland (State). The College, which is governed by its Board of Trustees (Board), is an undergraduate liberal arts institution located in St. Mary's City in southern Maryland. In 1964, the College was authorized by the State Legislature as a four-year liberal arts college. The campus has been an educational site since 1840.

In fiscal year 1992, the State Legislature enacted, and the Governor signed, a law that changed the nature of the College's relationship with the State, primarily by granting to the College authority, which was previously vested in State control agencies. The significant effects of this law were the stabilization of the College's general fund support and the empowerment of the College's Board with regard to budget establishment and management, human resources functions, procurement of goods and services, and investment management of the College's endowment fund. Under the new governance structure, the College and its Board are held accountable to the citizens and officials of the State, primarily through oversight provided by the Maryland Higher Education Commission.

In October 1971, St. Mary's College of Maryland Foundation, Inc. (the Foundation) was organized exclusively for charitable, religious, educational and scientific purposes. The Foundation's purposes further include, but are not restricted to, receiving and administering funds to enhance, improve, develop and promote St. Mary's College of Maryland and to benefit the College, its students and faculty. The Foundation meets the criteria established by GASB 39 as a component unit of the College; therefore, the activities of the Foundation are shown on these financial statements as a discretely presented component unit. The Foundation is a private, nonprofit organization that reports under the standards of the Financial Accounting Standards Board (FASB). No modifications have been made to the Foundation's financial information in the College's financial reporting for any differences between GASB and FASB standards.

The College performs various accounting, personnel, and public safety functions for Historic St. Mary's City (the City). The College is paid a fee for these services. The college does not exercise control over the City; therefore, the activities of the City are not reflected or consolidated in these financial statements.

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

A. Basis of Presentation - College

The College presents its financial statements in accordance with Governmental Accounting Standards Board (GASB) Statement No. 34, Basic Financial Statements and Management Discussion and Analysis for State and Local Governments (GASB No. 34), and GASB Statement No. 35, Basic Financial Statements and Management's Discussion and Analysis for Public Colleges and Universities (GASB No. 35). The financial statement presentation required by GASB No. 34 and No. 35 provides a comprehensive, entity-wide perspective of the College's assets, liabilities, net assets, revenues, expenses, changes in net assets and cash flows, and replaces the fund-group perspective previously required.

B. Basis of Presentation - Foundation

The financial statement presentation for the Foundation follows the recommendations of the Financial Accounting Standards Board in its Statement of Financial Accounting Standards (SFAS) No. 117, Financial Statements of Notfor-Profit Organizations. Under SFAS No. 117, the Foundation is required to report information regarding its financial position and activities according to three classes of net assets: unrestricted net assets, temporarily restricted net assets, and permanently restricted net assets.

C. Basis of Accounting

For financial reporting purposes, the College is considered a special-purpose government agency engaged only in business-type activities. Accordingly, the College's financial statements have been presented using the economic resources measurement focus and the accrual basis of accounting. Under the accrual basis, revenues are recognized when earned, and expenses are recorded when an obligation has been incurred.

The College has the option to apply Financial Accounting Standards Board (FASB) pronouncements issued before November 30, 1989, unless FASB conflicts with GASB. The College has elected to not apply FASB pronouncements issued after November 30, 1989.

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)

D. Cash Equivalents

For purposes of the statements of cash flows, the College considers all highly liquid investments with an original maturity of three months or less to be cash equivalents.

E. Investments

Investments are stated at fair value. Shares of mutual funds are valued at quoted market prices, which represent the net values of shares held by the College at year end. The fair value of other types of investments is based on quoted market prices at year end.

F. Accounts Receivable

Accounts receivable consists of tuition and fee charges to students and charges for auxiliary enterprises services provided to students, faculty and staff, the majority of each residing in the State of Maryland. Accounts receivable also include amounts due from federal, state and local governments, or private sources, in connection with reimbursement of allowable expenditures made pursuant to the College's grants and contracts. Accounts receivable are recorded net of estimated uncollectible amounts.

G. Inventories

Inventories are valued at cost and are accounted for under the first-in, first-out method, which is not in excess of net realizable value.

H. Capital Assets

Capital assets are recorded at cost at the date of acquisition, or fair market value at the date of donation in the case of gifts. For equipment, the College's capitalization policy includes all items with a unit cost of \$2,500 or more, and an estimated useful life of greater than one year. Renovations to buildings, infrastructure, and land improvements with a cost of \$50,000 or more, and that significantly increase the value or extend the useful life of the structure, are capitalized. Routine repairs and maintenance are charged to operating expense in the year in which the expense was incurred.

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)

H. Capital Assets (Continued)

Depreciation is computed using the straight-line method over estimated useful lives of the assets, generally 40 years for buildings, 20 years for building improvements, 16-25 years for infrastructure, 7 years for library books, and 3-12 years for capital equipment.

Works of art and historical collections have not been capitalized or depreciated. Under College policy, works of art and historical collections are held for public exhibition, education or research in furtherance of public service rather than financial gain. They are protected, cared for and preserved, and the proceeds from sales of the collection are used to acquire other items for the collection.

I. Deferred Revenues

Deferred revenues include amounts received for tuition and fees and certain auxiliary activities prior to the end of the fiscal year but related to the subsequent accounting period.

J. Compensated Absences

Employee vacation pay is accrued at year-end for financial statement purposes. The liability and expense incurred are recorded at year-end as accrued vacation payable in the statement of net assets, and as a component of compensation expense in the statement of revenues, expenses, and changes in net assets. The current portion of accrued vacation payable is estimated by assuming that the proportion of the accrued vacation that will be used during the next year will be the same as the proportion that was used this year.

K. Net Assets - College

The College's net assets are classified as follows:

Invested in capital assets, net of related debt: This represents the College's investment in capital assets, net of outstanding debt related to those capital assets. It is measured by the fund balance in the investment in plant subgroup, after the debt related to finished construction has been transferred into the subgroup.

Restricted net assets – expendable: Restricted expendable net assets represent resources which the college is legally or contractually obligated to spend in accordance with restrictions imposed by external third parties.

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)

K. Net Assets – College (Continued)

The College's net assets are classified as follows: (Continued)

Restricted net assets – nonexpendable: Nonexpendable restricted net assets represent endowment and similar type funds which donors or other outside sources have stipulated, as a condition of the gift instrument, that the principal is to be maintained inviolate and in perpetuity, and invested for the purpose of producing present and future income, which may either be expended or added to principal.

Unrestricted net assets: Unrestricted net assets represent resources derived from student tuition and fees, state appropriations, and sales and services of educational departments and auxiliary enterprises. These resources are used for transactions relating to the educational and general operations of the College, and may be used at the direction of the governing board to meet current expenses for any purpose. Auxiliary enterprises are substantially self-supported activities that provide services for students, faculty, staff, or the local community.

When an expense is incurred that can be paid using either restricted or unrestricted resources, the College's policy is to use the restricted resources first.

L. Net Assets – Foundation

The Foundation's net assets are classified as follows:

Contributions received are recorded as permanently restricted, temporarily restricted, or unrestricted revenue, depending on the existence and/or nature of any donor restrictions.

All contributions are considered to be available for unrestricted use unless specifically restricted by the donor. Amounts received that are designated for future periods or restricted by the donor for specific purposes are reported as temporarily restricted or permanently restricted support that increases those net asset classes.

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)

M. Classification of Revenues

The College has classified its revenues as either operating or nonoperating revenues according to the following criteria:

Operating Revenues: Operating revenues are generated by the typical activities of a university, such as teaching and research, and include: (1) student tuition and fees, (2) sales and services of auxiliary enterprises, and (3) grants that support research and instruction.

Nonoperating revenues: Nonoperating revenues are generated by incidental activities, gifts and subsidies, and include investment income, gifts, and state appropriations.

N. Scholarship Discounts and Allowances

Student tuition and fee revenues, and certain other revenues from students, are reported net of scholarship discounts and allowances in the statement of revenues, expenses, and changes in net assets. Scholarship discounts and allowances are the difference between the published charge for goods and services provided by the College, and the amount that is actually paid by students or third parties making payments on the students' behalf. To the extent that the College's unrestricted funds are used to award scholarships, grants and waivers, the College reports a scholarship discount and allowance.

O. Unconditional Promises to Give

Unconditional promises to give that are expected to be collected within one year are recorded at their net realizable value. Unconditional promises to give that are expected to be collected in future years are recorded at the present value of their estimated future cash flows. The discounts are computed using risk-free interest rates applicable to the years in which the promises are received. Amortization of the discounts is included in contribution revenue. Conditional promises to give are not included as support until the conditions are met.

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)

P. Risk Management

The College is exposed to various risks of loss related to torts; theft of, damage to, and destruction of assets; errors and omissions; injuries to and illnesses of employees; and natural disasters. The College participates in the State's various self-insurance programs. The State is self-insured for general liability, property and casualty, workers compensation, environmental and anti-trust liabilities and certain employee health benefits.

The State allocates the cost of providing claims servicing and claims payment by charging a "premium" to the College based on a percentage of the College's estimated current-year payroll or based on the average loss experienced by the College. This charge considers recent trends in actual claims experience of the State as a whole and makes provisions for catastrophic losses.

The College records a liability when it is probable that a loss has been incurred and the amount of that loss can be reasonably estimated. Liabilities recorded include a provision for claims incurred but not reported. Because actual claims liabilities depend on such complex factors such as inflation, changes in legal doctrines, and damage awards, actual claims could differ from estimates. Claims liabilities are re-evaluated periodically to take into consideration recently settled claims, the frequency of claims and other economic and social factors. Liabilities for incurred workers' compensation losses to be settled by fixed or reasonably determinable payments over a long period of time are reported at their present value using a 4% discount rate. The provision for workers' compensation is based upon a separately determined actuarial valuation for the fiscal year ended June 30, 2005.

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)

P. Risk Management (Continued)

As of June 30, 2006, the College has recorded \$305,000 in liabilities associated with workers' compensation. The workers' compensation liability activity for the years ended June 30, 2006 and 2005 was as follows:

	F	ginning of iscal Year Liability	Claims and Changes in Estimates		Claim Payments		Balance at Fiscal Year-end		Amounts due within one year	
Year Ended June 30, 2006	\$	250,000	\$	57,560	\$ 2,560	\$	305,000	\$	47,275	
Year Ended June 30, 2005	\$	263,000	\$	(10,516)	\$ 2,484	\$	250,000	\$	38,750	

Q. Implementation of New Pronouncements

In 2003, GASB issued Statement No. 40, Deposit and Investment Risk Disclosures, which was effective for financial statement periods ending after June 15, 2004. Statement No. 40 establishes significant new financial reporting requirements for State and local governments, including public colleges and universities. The College adopted Statement No. 40 for its financial statements for the year ended June 30, 2005.

In November 2003, GASB Statement No. 42, Accounting and Financial Reporting for Impairment of Capital Assets and for Insurance Recoveries, was issued, which requires that financial statements reflect adjustments for changes in the utility of capital assets when technology, environmental events, or physical damage diminish the usefulness of a capital asset for its intended purpose or use. The College adopted Statement No. 42 for its financial statements for the year ended June 30, 2006.

In June 2004, GASB Statement No. 45, Accounting and Financial Reporting by Employers for Post-employment Benefits Other Than Pensions, was issued. This statement improves the relevance and usefulness of financial reporting by (a) requiring systematic, accrual – basis measurement and recognition of other post-employment benefits' (OPEB) cost over a period that approximates employees' years of service and (b) providing information about actuarial accrued liabilities associated with OPEB and whether and to what extent progress is being made in funding the plan. The College is in the process of assessing the impact of the new

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)

Q. Implementation of New Pronouncements, (Continued)

accounting standard and will present its financial statements for the year ended June 30, 2008 in accordance with the new requirements.

In December 2004, GASB Statement No. 46, Net Assets Restricted by Enabling Legislation – an amendment to GASB Statement No. 34, was issued. This statement requires that limitations on the use of net assets imposed by enabling legislation be reported as restricted net assets. The College adopted Statement No. 46 for its financial statements for the year ended June 30, 2005.

In June 2005, GASB Statement No. 47, Accounting for Termination Benefits, was issued. This statement will require employers to record a liability for payments and benefits associated with voluntary and involuntary plans that result in the termination of employees. The College is in the process of assessing the impact of this new accounting standard and will present its financial statements for the year ended June 30, 2007 in accordance with the new requirements.

3. CASH AND CASH EQUIVALENTS

As of June 30, 2006 and 2005, the College had cash on deposit in an internal pooled cash account with the Maryland State Treasurer (Treasurer) in the amount of \$13,432,033 and \$11,004,798, respectively. The State treasurer has statutory responsibility for the State's cash management activities. The amount due from the Treasurer is part of the State's internal investment pool and is not separately identified as to specific types of securities for individual agencies within the State. The Treasurer maintains these and other State agency funds on a pooled basis in accordance with State statutes. As of June 30, 2006, the College's amount due from the treasurer was less than 1 percent of total deposits with the Treasurer. For additional information on cash risks, see the State of Maryland Comprehensive Annual Financial Report for the year ended June 30, 2006.

4. INVESTMENTS

The carrying value of endowment and other investments at June 30, 2006 and 2005 are as follows:

e 30, 2006 r Value	June 30, 2005 Fair Value		
2,505,126	\$	2,682,781	
321,255		484,466	
6,661,957		2,317,355	
816,461		813,433	
_		-	
978		978	
10,305,777	\$	6,299,013	
	2,505,126 321,255 6,661,957 816,461	2,505,126 \$ 321,255 6,661,957 816,461 - 978	

Endowment fund investments are made in accordance with the investment policy of the College, adopted by consent of the Board of Trustees of the College, which authorizes the College to invest in domestic equities, international equities, fixed income or cash equivalents, and real estate investment trusts, within the proportions defined by the policy. Mutual funds, convertible preferred stocks, and convertible bonds may be used.

Bond funds are invested in U.S. government money market funds only.

4. **INVESTMENTS** (Continued)

As of June 30, 2006, the College's endowment fund had the following fixed income investments, ratings and maturities:

	Ratings	_	Ii .	Investment Maturities (in years)					
Investment Type	(S & P)	Fair Value	<1	1-5	6-10	11-15	>15		
US Government securities	AAA	816,462	101,696	427,398	94,590	-	192,778		
US Agency & other asset-backed securities		816,461	_	169,160	141,614	42,583	462 104		
Corporate Bonds	AAA	28,983	_	14,785	141,014	42,363	463,104		
Corporate Bonds	AA-	21,117	1,040	2,061	18,016				
Corporate Bonds	A+	29,433		19,108			10,325		
Corporate Bonds	Α	105,574	17,367	33,844	33,221		21,142		
Corporate Bonds	A-	49,374		49,374					
Corporate Bonds	BBB+	31,241		-	20,175		11,066		
Corporate Bonds	BBB	55,533		20,832	22,170		12,532		

Interest Rate Risk: Interest rate risk is the risk that changes in interest rates will adversely affect the fair value of an investment. The College's investment policy requires that fixed income securities may consist only of obligations with average durations of seven years or less.

Credit Risk: Credit risk is the risk that an issuer or other counterparty to an investment will not fulfill its obligations. The College's investment policy requires that the quality rating of bonds be BBB or better. The quality rating of commercial paper must be A-1 or better.

Concentration of Credit Risk: Concentration of credit risk is the risk of loss attributed to the magnitude of a government's investment in a single issuer. The College's investment policy implies that the investments in the debt securities of any one company may not exceed 10 percent of the portfolio. As of June 30, 2006, the College had invested \$329,498 of endowment funds in Fannie Mae, amounting to 5% of the College's total investments.

4. **INVESTMENTS** (Continued)

Custodial Credit Risk: For investments, custodial credit risk is the risk that, in the event of the failure of the counterparty, the College will not be able to recover the value of its investments or collateral securities that are in the possession of an outside party. Investment securities are exposed to custodial credit risk if the securities are uninsured, are not registered in the name of the College, and are held by either (a) the counterparty or (b) the counterparty's trust department or agent but not in the College's name. The College does not have a policy for custodial credit risk.

The Foundation's investments consisted of the following as of June 30, 2006:

Equities	\$ 13,343,731
Fixed income	5,049,652
REITS	1,393,895
Cash equivalents	 6,056,645
Total Investments	\$ 25,843,923

During 2000, the Foundation became a named beneficiary to one-fourth of a trust held by a third party. The trust is restricted to scholarships. Under the terms of the trust, the Foundation will receive a distribution each year of approximately one-fourth of 5% of the value of the trust, even if the 5% is to be paid from the principal. The Foundation records one-fourth of the annual changes in market value of the trust as investment income. The value of the Foundation's share of the trust was \$1,500,079 as of June 30, 2006, and the Foundation received a \$70,000 distribution in 2006.

The Foundation's investment income consisted of the following for the year ended June 30, 2006:

Temporarily						
Unrestricted		R	Restricted		Total	
\$	27,901	\$	763,298	\$	791,199	
	23,276		(172, 204)		(148, 928)	
\$	51,177	\$	591,094	\$	642,271	
	\$	\$ 27,901 23,276	Unrestricted R \$ 27,901 \$ 23,276	Unrestricted Restricted \$ 27,901 \$ 763,298 23,276 (172,204)	Unrestricted Restricted \$ 27,901 \$ 763,298 23,276 (172,204)	

5. ENDOWMENTS

The College records most endowment income as unrestricted, nonoperating income. Endowment income not expended for restricted scholarships or other allowable purposes during the fiscal year is included in funds functioning as endowments.

The spending rate of general endowment funds (quasi and pure), as adopted by the Board, is 4% of the average market value of total funds as of the last day of the previous three calendar years. The spending rate applies to endowment funds for both unrestricted and restricted purposes and is applied in accordance with the designation of each endowment. The difference between the calculated amount and the actual realized endowment income is recorded as a non-mandatory transfer from or to the quasi-endowment fund in accordance with the above spending policy. The objectives of the spending rule are to preserve the purchasing power of the principal and attain a minimum of one percent real growth.

The endowment net assets are reported as follows:

	June 30, 2006	June 30, 2005		
Restricted - scholarship and fellowships	\$ 1,020,011	\$ 1,000,117		
Unrestricted net assets	4,093,910	3,934,598		
Total endowment net assets	\$ 5,113,921	\$ 4,934,715		

6. ACCOUNTS RECEIVABLE

Accounts receivable consisted of the following:

	Jur	e 30, 2006	<u>Jun</u>	e 30, 2005
Student tuition and fees	\$	252,629	\$	196,876
Employee accounts		10,754		6,743
Campus Store		97,626		64,687
Travel advances		34,827		29,715
Tuition assistance program		-		27,262
Federal, state and private grants and contracts		441,123		486,218
Interest income receivable		8,728		8,728
Other miscellaneous		73,103		61,873
Total		918,790		882,102
Less: allowance for doubtful accounts		(68,594)		(31,650)
Net Accounts Receivable	\$	850,196	\$	850,452

7. COMMITMENTS

As of June 30, 2006, there was \$2,368,278 of encumbrances and funds designated for future use reported in unrestricted net assets. The College does not separately identify the reserve for encumbrances in unrestricted net assets.

In August 2005, the State Department of General Services entered into a contract to construct an academic building, Goodpaster Hall, for the College, scheduled to open in 2007. The contract amount is \$25,399,100. The College's financial commitment for this construction is \$819,000. The State of Maryland is responsible for the remainder.

8. INVENTORIES

Inventories consisted of the following:

	Jun	e 30, 2006	Jun	e 30, 2005	
Health Center	\$	4,637	\$	2,747	
Housekeeping		7,150		13,514	
Central Stores		23,738		1,400	
Campus Stores		355,130		373,502	
Total Inventories	\$	390,655	\$	391,163	

9. CAPITAL ASSETS

Following are the changes in capital assets for the year ended June 30, 2006:

-		Balances	•			,		Balance
	_ J	une 30, 2005		Additions	Re	ductions	Ju	ne 30, 2006
Capital Assets, Not Being Depreciated:								
Land	\$	4,852,690	\$	289 ,985	\$	-	\$	5,142,675
Total Capital Assets Not Being Depreciated		4,852,690		289,985		-		5,142,675
Capital Assets, Being Depreciated:								
Infrastructure		4,108,978		1,831,236		-		5,940,214
Building and Building Improvements		106,154,855		5,669,487		-		111,824,342
Furnitures, Fixtures and Equipment		6,901,430		567,249		217,542		7,251,137
Capital Leases		-		81,015		-		81,015
Library Collections		8,082,841		429,285	1	1,196,538		7,315,587
Total Assets Being Depreciated		125,248,104		8,578,271	1	,414,081		132,412,295
Less: Accumulated Depreciation								
Infrastructure		785,629		176,344		-		961,973
Building and Building Improvements		24,368,220		2,618,795		-		26,987,015
Furnitures, Fixtures and Equipment		4,449,260		529,337		198,694		4,779,903
Capital Leases		-		-		-		-
Library Collections		6,170,608		464,015	1	1,196,538		5,438, 084
Total Accumulated Depreciation		35,7 73,71 7		3,788,491	1	1,395,233		38,166,975
Total Capital Assets, Being Depreciated, Net		89,474,387		4,789,781		18,848		94,245,320
Capital Assets, net	\$	94,327,077	\$	5,079,765	\$	18,848	\$	99,387,995

Note – During the fiscal year ending June 30, 2006 there have been no change in the utility of the reported capital assets (i.e., technology, environmental events, or physical damage that diminished its usefulness for its intended purpose or use); as a result, no such adjustments were required.

9. CAPITAL ASSETS (Continued)

Following are the changes in capital assets for the year ended June 30, 2005:

		Balances						Balance
	Jι	ne 30, 2004	1	Additions	Re	ductions	Ju	ne 30, 2005
Capital Assets, Not Being Depreciated:								
Land	\$	3,611,319	\$	1,241,371	\$	-	\$	4,852, 690
Total Capital Assets Not Being Depreciated		3,611,319		1,241,371		-		4,852,690
Capital Assets, Being Depreciated:								
Infrastructure		2,494,620		1,614,358		-		4,108,978
Building and Building Improvements		99,932,468		6,222,387		-		106,154,855
Furnitures, Fixtures and Equipment		6,568,639		593,600		260,809		6,901,430
Capital Leases		-		-		-		-
Library Collections		7,620,211		462,630		-		8,082,841
Total Assets Being Depreciated		116,615,938		8,892,975		260,809	\equiv	125,248,104
Less: Accumulated Depreciation								
Infrastructure		674,594		111,035		_		785,629
Building and Building Improvements		21,973,854		2,394,366		_		24,368,220
Furnitures, Fixtures and Equipment		4,056,510		583,185		190,435		4,449,260
Capital Leases		-		-		_		-
Library Collections		5,674,016		496,591		-		6,170,607
Total Accumulated Depreciation		32,378,974		3,585,177		190,435		35,773,716
Total Capital Assets, Being Depreciated, Net		84,236,964		5,307,798		70,374		89,474,388
Capital Assets, net	\$	87,848,283	\$	6,549,169	\$	70,374	\$	94,327,078

Note – During the fiscal year ending June 30, 2005 there have been no change in the utility of the reported capital assets (i.e., technology, environmental events, or physical damage that diminished its usefulness for its intended purpose or use); as a result, no such adjustments were required.

10. LONG-TERM LIABILITIES

Long-term liability activity for the year ended June 30, 2006 was as follows:

		Ye	ar ended June 3	0, 2006			
	Balance			Balance	Amounts		
	June 30,			June 30,	Dues Within		
	2005	Additions	Reductions	2006	One Year		
Bonds and capital leases:							
Revenue Bonds Payable	\$ 40,565,000	\$ 4,235,000	\$ (1,120,000)	\$ 43,680,000	\$ 1,095,000		
Capital lease obligations	-	81,015	(4,457)	76,559	-		
Unamortized premium/Discount	128,966	(42,133)	(15,921)	70,912	-		
GASB 23 adjustment	(1,351,648)		45,349	(1,306,299)	-		
Total bonds and capital leases	39,342,318	4,273,882	(1,095,029)	42,521,171	1,095,000		
Other Liabilities:							
Worker's compensation	250,000	57,560	(2,560)	305,000	47,275		
Accrued vacation costs	1,143,235	998,880	(847,375)	1,294,740.20	753,926		
Federal Loan Program Refundable	407,510			407,510	-		
Total other liabilites	1,800,745	1,056,440	(849,935)	2,007,250	801,201		
Total Long Term Obligations	\$ 41,143,063	\$ 5,330,322	\$ (1,94 4,96 3)	\$ 44,528,421	\$ 1,8 96,201		

10. LONG-TERM LIABILITIES (Continued)

Long-term liability activity for the year ended June 30, 2005 was as follows:

		Ye	ar ended June 30	0, 2005	
	Balance June 30, 2004	Additions	Reductions	Balance June 30, 2005	Amounts Dues Within One Year
Bonds and capital leases:					
Revenue Bonds Payable	\$ 40,125,000	\$ 19,105,000	\$ (18,665,000)	\$ 40,565,000	\$ 1,120,000
Capital lease obligations	40,274	-	(40,274)	-	-
Unamortized premium	-	131,464	(2,498)	128,966	_
GASB 23 adjustment		(1,360,466)	8,818	(1,351,648)	-
Total bonds and capital leases	40,165,274	17,875,998	(18,698,954)	39,342,318	1,120,000
Other Liabilities:					
Worker's compensation	263,000	0	(13,000)	250,000	38,750
Accrued vacation costs	1,114,655	157,572	(128,992)	1,143,235	731,670
Federal Loan Program Refundable	395,736	11,774	0	407,510	0
Total other liabilites	1,773,391	169,346	(141,992)	1,800,745	770,420
Total Long Term Obligations	\$ 41,938,665	\$ 18,045,344	\$ (18,840,946)	\$ 41,143,063	\$ 1,890,420

Additional information regarding Revenue Bonds Payable and Notes Payable is included in Note 11. Additional information regarding capital lease obligations is included in Note 12.

11. REVENUE BONDS

Revenue bonds consist of the following (at par):

	June 30, 2006	June 30, 2005
1997 Revenue Bonds, Series A	\$ 455,000	\$ 665,000
2000 Revenue Bonds, Series A	915,000	1,115,000
2002 Subordinate Revenue Bonds, Series A	12,990,000	13,250,000
2003 Subordinate Revenue Bonds, Series A	6,140,000	6,430,000
2005 Subordinate Revenue Bonds, Series A	18,945,000	19,105,000
2006 Subordinate Revenue Bonds, Series A	4,235,000	_
Total Revenue Bonds	\$ 43,680,000	\$ 40,565,000

11. **REVENUE BONDS** (Continued)

A. Academic Fees and Auxiliary Facilities Fees Revenue Bonds

In 1993, 1997, and 2000 the College issued \$5,105,000, \$10,000,000, and \$11,245,000 respectively, of revenue bonds for the purpose of constructing new student housing facilities, design, construction and equipping of Charles Hall for a Campus Center, and the renovation of, and construction of an addition to, the existing gymnasium. All of the aforementioned bonds are limited obligations of the College payable solely from, and secured by, the gross revenues derived from academic fees and auxiliary facilities fees. In 2002, the College issued \$13,650,000 of subordinate revenue bonds to finance the planning and construction of a new student housing facility. Debt issued by the College for this purpose is not a debt of the State. In 2003, the College issued \$6,620,000 of subordinate revenue bonds to refinance the 1993 revenue bonds and the Department of Education loan. In 2005, the College issued \$19,105,000 of subordinate revenue bonds to refinance the 1997 and 2000 revenue bonds. In 2006, the College issued \$4,235,000 of subordinate revenue bonds to finance the design, construction, equipping and furnishing of a new student residence hall or facility as an addition to Waring Commons.

The 1993 bonds maturing after September 1, 2003, were callable at premiums of up to 2%. The college exercised the callable options and refinanced the bonds in 2003.

The 1997 Series A Revenue bonds are dated July 1, 1997, and bear interest from 4.70% to 5.135%. Annual maturities will increase until the final principal payment of \$645,000 becomes due in 2027. The bonds maturing after September 1, 2007, are callable at premiums of up to 1%.

The 2000 Series A Revenue bonds are dated July 15, 2000, and bear interest from 5.125% to 5.550%. Annual maturities will increase until the final principal payment of \$740,000 becomes due in 2030. The bonds maturing after March 1, 2010, are callable at premiums of up to 1%.

The 2002 Series A Subordinate revenue bonds are dated June 15, 2002, and bear interest from 3.000% to 4.880%. Annual maturities will increase until the final principal payment of \$830,000 becomes due in 2033. The bonds maturing after September 2012, are callable at premiums of up to 1%.

11. **REVENUE BONDS** (Continued)

A. Academic Fees and Auxiliary Facilities Fees Revenue Bonds (Continued)

The 2003 Series A Subordinate revenue bonds are dated August 1, 2003, and bear interest rates from 2.500% to 4.800%. Annual maturities will increase until the final payment of \$350,000 becomes due in 2023. The bonds maturing after September 1, 2013 are callable at no premium.

The 2005 Series A subordinate revenue bonds are dated April 1, 2005, and bear interest rates from 3.250% to 5.000%. Annual maturities will increase from 2006 until the final payment of \$4,480,000 becomes due in 2030. The bonds maturing after September 1, 2015 are callable at a premium of 1%.

The 2006 Series A subordinate revenue bonds are dated June 28, 2005, and bear interest rates from 4.250% to 4.500%. Annual maturities will increase from 2008 until the final payment of \$255,000 becomes due in 2038. The bonds maturing after September 1, 2016 are callable at no premium.

Investments totaling \$5,283,245 and \$1,355,448 for 2006 and 2005, respectively, are recorded as Other Restricted Investments under non-current assets and are comprised of certain funds to be held and invested by the Trustee. As such, the use of these funds is limited to the bond project, capitalized interest or reserve fund purposes.

11. **REVENUE BONDS** (Continued)

A. Academic Fees and Auxiliary Facilities Fees Revenue Bonds (Continued)

The trust agreements related to the 1997 and 2000 Series A revenue bonds and the 2002, 2003, 2005 and 2006 Series A subordinate revenue bonds establish several covenants with which the College must comply. Those covenants address the payment of bonds, operation and maintenance of facilities, and transfers of facilities, among other matters. The covenants also require the College to fix, revise, charge, and collect auxiliary facilities and academic fees with respect to each fiscal year in amounts sufficient to make all the payments on the bonds as required by the trust agreement.

B. In-Substance Defeasance

The 2005 Series A bonds were issued on April 20, 2005, to refinance the 1997 Series A and the 2000 Series A bonds. The total difference between the cash flows required to service the old debt and the cash flows required to service the new debt and complete the refunding was \$1,208,349.

	Ju	ne 30, 2005	Pre	sent Value
Savings from Cash Flows	\$	1,208,349	\$	757,615
Less: Prior funds on hand		(36,894)		(36,894)
Economic gain	\$	1,171,455	\$	720,721

11. **REVENUE BONDS** (Continued)

B. In-Substance Defeasance (Continued)

										Present
										Value to
_	_	Prior Debt	Ref	unding Debt	Refund	ling	Re	funding Net		04/20/2005@
Date		Services		Service	 Recei	pts		ash Flows	 Savings	4.3669530%
06/30/05	\$	-	\$	-	\$	42,966	\$	(42,966)	\$ 42,966	\$42,966
06/30/06		946,740		903,647				903,647	43,093	40,971
06/30/07		946,740		902,344				902,344	44,396	40,436
06/30/08		946,740		904,175				904,175	42,565	37,042
06/30/09		1,185,921		1,141,944				1,141,944	43,978	36,701
06/30/10		1,183,919		1,140,125				1,140,125	43,794	34,997
06/30/11		1,439,390		1,392,975				1,392,975	46,415	35,637
06/30/12		1,437,001		1,389,944				1,389,944	47,058	34,650
06/30/13		1,433,279		1,390,288				1,390,288	42,992	30,260
06/30/14		1,433,009		1,389,694				1,389,694	43,315	29,244
06/30/15		1,435,770		1,388,163				1,388,163	47,608	30,917
06/30/16		1,431,621		1,385,694				1,385,694	45,927	28,584
06/30/17		1,435,489		1,391,125				1,391,125	44,364	26,459
06/30/18		1,437,098		1,394,225				1,394,225	42,873	24,509
06/30/19		1,436,178		1,391,025				1,391,025	45,153	24,804
06/30/20		1,432,798		1,386,078				1,386,078	46,719	54,645
06/30/21		1,432,158		1,389,159				1,389,159	42,998	21,737
06/30/22		1,428,890		1,385,694				1,385,694	43,196	20,971
06/30/23		1,432,715		1,386,225				1,386,225	46,490	21,655
06/30/24		1,428,721		1,385,225				1,385,225	43,496	19,400
06/30/25		1,431,771		1,386,600				1,386,600	45,171	19,322
06/30/26		1,426,728		1,380,350				1,380,350	46,378	19,023
06/30/27		1,428,310		1,384,375				1,384,375	43,935	17,295
06/30/28		1,426,241		1,378,800				1,378,800	47,441	17,947
06/30/29		763,374		716,050				716,050	47,324	17,177
06/30/30		760,495		716,575				716,575	43,920	15,295
06/30/31		760,535		715,750				715,750	44,785	14,972
	\$	33,281,630	\$	32,116,247	\$	42,966	\$	32,073,281	\$ 1,208,349	\$757,615

The reacquisition price exceeded the net carrying value of the old debt by \$1,360,466 on April 20, 2005. This amount was deferred and is being amortized to interest expense over 30 years, which is the remaining life of the debt. The unamortized balance was \$1,306,300 as of June 30, 2006, and is reported as a deduction from the new debt.

11. **REVENUE BONDS** (Continued)

C. Principal and Interest Payments

Future principal and interest payments of outstanding revenue bonds are as follows:

	Revenue		
Fiscal Year	Bonds	Interest	Total
2007	\$ 1,095,000	\$ 1,832,514	\$ 2,927,514
2008	1,145,000	1,852,159	2,997,159
2009	1,250,000	1,713,706	2,963,706
2010	1,300,000	1,759,281	3,059,281
2011	1,340,000	1,619,203	2,959,203
2012-2016	7,530,000	7,713,919	15,243,919
2017-2021	8,540,000	6,064,547	14,604,547
2022-2026	9,590,000	3,989,483	13,579,483
2027-2031	8,725,000	1,737,216	10,462,216
2032-2036	2,670,000	322,500	2,992,500
2037-3038	495,000	23,241	518,241
	\$ 43,680,000	\$ 28,627,769	\$ 72,307,769

D. Deferred Debt Issue Costs

Administrative, legal, financing, underwriting discount and other miscellaneous expenses that were incurred in connection with the 2002 Series A, 2003 Series A, 2005 Series A and 2006 Series A Academic Fees and Auxiliary Facilities Fees Revenue Bond offerings were deferred and are being amortized over the life of the bond issue. The amortization expense on deferred debt issue costs related to these offerings was \$35,035 and \$37,251 for 2006 and 2005, respectively.

12. LEASES

A. Operating Leases

The College leases copiers and trailers. Total costs for these operating leases were \$94,777 and \$53,791 for years ended June 30, 2006 and 2005.

ST. MARY'S COLLEGE OF MARYLAND

Notes to Financial Statements June 30, 2006 and 2005

12. LEASES (Continued)

B. Capital Leases

During fiscal 2006, the College entered into a lease agreement through the State of Maryland's Master Lease-Purchase Financing Program for financing of Scoreboards, a timing system, and scorer's table for Recreation Center and Stadium. As of June 30, 2006, the College had one capital lease. The future minimum lease payments (including principal and interest) for this lease is as follows:

Fiscal Year	A	Mount
FY07	\$	18,697
FY08		18,689
FY09		18,681
FY10		18,673
FY11		9,333
	\$	84,073

13. RETIREMENT PLANS

A. Maryland State Retirement and Pension System

The College contributes to the Retirement and Pension System of Maryland (the System), established by the State to provide pension benefits for State employees and employees of 123 participating entities within the State. Although the System is an agent, multiple employer public employee retirement system, the College accounts for the plan as a cost-sharing multiple employer public employee retirement system as a separate valuation is not performed for the College and the College's only obligation to the plan is its required annual contributions. The System is considered part of the State's financial reporting entity and is not considered a part of the College's reporting entity. The System prepares a separate Comprehensive Annual Financial Report which can be obtained from the Maryland State Retirement and Pension System at 120 East Baltimore Street, Baltimore, Maryland 21202.

B. Plan Description

The System, which is administered in accordance with Article 73B of the Annotated Code of Maryland, consists of the several plans that are managed by the Board of Trustees for the System. All State employees hired into positions that are permanently funded and employees of the participating entities are eligible for coverage by the plans.

13. **RETIREMENT PLANS** (Continued)

C. Funding Policy

The College's required contributions are based upon actuarial valuations. Effective July 1, 1980, in accordance with the laws governing the System, all benefits of the System are funded in advance. The entry age normal cost method is the actuarial cost method used. Both the College and covered employees are required by state statute to contribute to the System. The employees contribute from 2 to 5% of compensation, as defined, depending on the participant's plan.

The College's contributions during the years ended June 30, 2006 and 2005 were \$391,427 and \$330,860 respectively.

D. Optional Retirement Programs

In addition to the Retirement and Pension System, the College also offers optional retirement programs for faculty and professional staff that include: Fidelity Trust, TIAA-CREF and AIG-VALIC. The College contributes 7.25% of base salary into these plans. At this time, the employee is not required to contribute to the plan. The amounts contributed by the College were \$901,736 and \$884,677 for the years ended June 30, 2006 and 2005.

Beginning in fiscal year 2006 a supplemental plan was introduced whereby the College matched 100% (up to \$400) of all contributions made into the plan. The amounts matched were \$170,291 for the year ended June 30, 2006.

E. Post Retirement Benefits

Former College employees who are receiving retirement benefits may participate in the State health care insurance plans. These plans, which provide insurance coverage for medical, dental and hospital costs are funded currently by the payment of premiums to the carriers and, under State policy, are contributory. Substantially all employees become eligible for these benefits when they retire with pension benefits. The cost of retirees' health care benefits is expensed when paid, and totaled \$631,728 and \$501,593 for the years ended June 30, 2006 and 2005.

ST. MARY'S COLLEGE OF MARYLAND

Notes to Financial Statements June 30, 2006 and 2005

14. LITIGATION

In the normal course of operations, certain claims have been brought against the College, which are in various stages of resolution. Management believes that the ultimate resolution of the claims will not have a material adverse effect on the College's financial position

15. FUNCTIONAL CLASSIFICATIONS WITH NATURAL CLASSIFICATIONS

The College's operating expenses by functional classification were as follows:

Functional Classification Year Ended June 30, 2006

Natural			Public	Academic		Student	In	s titutio na l	 Operation	e -	ho lars hips	Α.	xiliary											
Classification	Ins tructio n	Research	Service	Support	Services								Support						of Plant		ellowships		erprises	Total
Salaries & wages	\$ 10,013,514	\$ 225,921	\$ 92,164	\$ 948,743	\$	2,689,828	\$	5,341,701	\$ 1,307,934	-\$	-	\$	-	\$ 20,619,805										
Benefits Supplies and	2,926,850	28,485	23,354	268,044		807,383		1,452,079	419,678		-		-	5,925,873										
others services	1,741,304	89,335	358,320	779,285		827,515		1,863,884	1,100,605		-		-	6,760,248										
Utilities Scholarships &	-	-	-	-		27		266	1,007,763		-		-	1,008,056										
Grants Auxiliary	1,900	-	-	-		72,460		-	-		1,497,086		-	1,571,446										
enterprises Other Operating	-	-	-	-		-		-	-		-	10,	585,730	10,685,730										
Expenses	819,630	11,039	23,793	13,985		310,655		372,435	14,305		-		-	1,565,842										
Depreciatio n						-		-	2,088,753		-		_	2,088,753										
TotalExpenses	\$ 15,503,198	\$354,780	\$ 497,631	\$ 2,010,057	\$	4,707,868	\$	9,030,365	\$ 5,939,038	\$	1,497,086	\$ 1	0,685,730	\$ 50,225,753										

Functional Classification Year Ended June 30, 2005

Natural			Public	Academic	Student Services		Institutional Support		Operation of Plant		Scho lars hips	Auxiliary Enterprises	Total	
Classification	Ins tructio n	Research	Service	Support							&Fello wships			
Salaries & wages	\$ 9,782,796	\$ 196,838	\$ 106,490	\$ 807,409	\$	2,575,260	\$	5,015,573	\$	1,209,146	\$		\$ -	\$ 19,693,512
Benefits Supplies and	2,626,915	24,876	22,654	236,387		754,959		1,322,900		375,932		-	-	5,364,623
others services	1,646,329	120,227	338,034	1,303,122		918,908		1,842,943		692,336		-	-	6,861,899
Utilities Scholarships and	-	-	-	-		-		-		864,677		-	-	864,677
fello ws hips Auxiliary	-	-	-	-		-		-		-		1,554,017	-	1,554,017
enterprises Other Operating	-	-	-	-		-		-		-		-	9,122,800	9,122,800
Expenses	696,323	10,079	68,091	16,113		247,864		229,184		10,964		_	_	1,278,618
Depreciatio n						-		-		2,096,031		-	-	2,096,031
To tal Expenses	\$ 14,752, 363	\$352,020	\$535,269	\$ 2,363,031	\$	4,496,9 9 1	\$	8,410,600	\$	5,249,086	\$	1,554,017	\$ 9,122,800	\$ 46,836,177

REPORT ON INTERNAL CONTROL OVER FINANCIAL REPORTING AND ON COMPLIANCE AND OTHER MATTERS BASED ON AN AUDIT OF FINANCIAL STATEMENTS PERFORMED IN ACCORDANCE WITH GOVERNMENT AUDITING STANDARDS

REPORT ON INTERNAL CONTROL OVER FINANCIAL REPORTING AND ON COMPLIANCE AND OTHER MATTERS BASED ON AN AUDIT OF FINANCIAL STATEMENTS PERFORMED IN ACCORDANCE WITH GOVERNMENT AUDITING STANDARDS

Board of Trustees St. Mary's College of Maryland

We have audited the financial statements of St. Mary's College of Maryland, and its discretely presented component unit, St. Mary's College of Maryland Foundation, Inc., as of and for the year ended June 30, 2006, which collectively comprise the College's basic financial statements, and have issued our report thereon dated September 15, 2006 which expressed reliance on other auditors. We conducted our audit in accordance with auditing standards generally accepted in the United States of America and the standards applicable to financial audits contained in *Government Auditing Standards*, issued by the Comptroller General of the United States of America. The financial statements of the Foundation were not audited in accordance with *Government Auditing Standards*.

Internal Control over Financial Reporting

In planning and performing our audit, we considered the College's internal control over financial reporting to determine our auditing procedures for the purpose of expressing our opinion on the financial statements and not to provide an opinion on the internal control over financial reporting. Our consideration of the internal control over financial reporting would not necessarily disclose all matters in the internal control that might be material weaknesses. A material weakness is a reportable condition in which the design or operation of one or more of the internal control components does not reduce to a relatively low level the risk that misstatements caused by error or fraud in amounts that would be material in relation to the financial statements being audited may occur and not be detected within a timely period by employees in the normal course of performing their assigned functions. We noted no matters involving the internal control over financial reporting and its operation that we consider to be material weaknesses. However, we noted other matters involving the internal control over financial reporting, which we have reported to management of the College in a separate letter dated September 15, 2006.

Compliance and Other Matters

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

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

Abrams, Foster, Nole & Williams, P.A.

Certified Public Accountants

Baltimore, Maryland

September 15, 2006