Financial Statements Together with Report of Independent Certified Public Accountants

HERBERT H. LEHMAN COLLEGE AUXILIARY ENTERPRISE CORPORATION, INC.

June 30, 2010

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The intent of management's discussion and analysis ("MD&A") is to provide readers with a comprehensive overview of the Herbert H. Lehman College Auxiliary Enterprise Corporation, Inc.'s (the "Auxiliary") financial position as of June 30, 2010 and 2009, and changes in its net assets for the year then ended. Since this MD&A is designed to focus on current activities, resulting changes, and currently known facts, it should be read in conjunction with the accompanying audited financial statements and related footnotes.

Financial Highlights

- The Auxiliary's net assets decreased by \$23,816 or 3%.
- Total revenues decrease by \$2,446, compared to the previous year. The major components of this variance related to housing program of \$74,425 due to full year operations.
- Total expenses decreased by \$140,846 or 10%, compared to the previous year. The major components of this variance related to an \$111,409 reduction in college support offset by a \$59,065 increase in the housing program expenditures.

Financial Position

The Auxiliary's net assets (the difference between assets and liabilities) is one way to measure the Auxiliary's financial health or financial position. Over time, increases and decreases in the Auxiliary's net assets are just one indicator of its financial health.

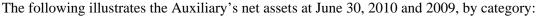
Statement of Net Assets

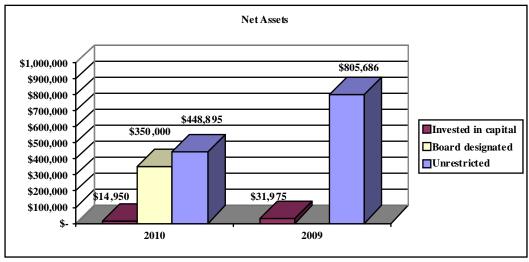
The following summarizes the Auxiliary's assets, liabilities, and net assets as of June 30, 2010 and 2009, under the accrual basis of accounting:

			Dollar	Percent
	2010	2009	Change	Change
ASSETS				
Current assets	\$ 673,148	\$ 657,880	\$ 15,268	2 %
Noncurrent assets	423,781	395,561	28,220	<u>7</u> %
Total assets	\$ 1,096,929	\$ 1,053,441	\$ 43,488	4 %
LIABILITIES				
Current liabilities	\$ 264,751	\$ 203,780	\$ 60,971	30 %
Noncurrent liabilities	18,333	12,000	6,333	53 %
Total liabilities	\$ 283,084	\$ 215,780	\$ 67,304	31 %
NET ASSETS				
Invested in capital assets	\$ 14,950	\$ 31,975	\$ (17,025)	(53)%
Board designated	350,000	-	350,000	100 %
Unrestricted	448,895	805,686	(356,791)	(44)%
Total net assets	\$ 813,845	\$ 837,661	\$ (23,816)	(3)%

The total assets of the Auxiliary increased by \$43,488. This increase was primarily due to an increase in the market value of investments. Total liabilities for the year increased by \$67,304, a result of the timing of cash disbursements to vendors. The increase in total assets combined with the increase in total liabilities resulted in a net reduction in total net assets of \$23,816.

Net assets are divided into two major categories. The first category, "Invested in capital assets," provides the information about property, plant and equipment owed by the Auxiliary. The second category, "Unrestricted Net Assets," reflects funds available to be expended by the Auxiliary for any lawful purpose.





Statement of Revenues, Expenses and Changes in Net Assets

The statement of revenues, expenses and changes in net assets presents the operating results of the Auxiliary, as well as nonoperating revenues and expenses, if any. The components of revenues and expenses for the years ended June 30, 2010 and 2009 follow:

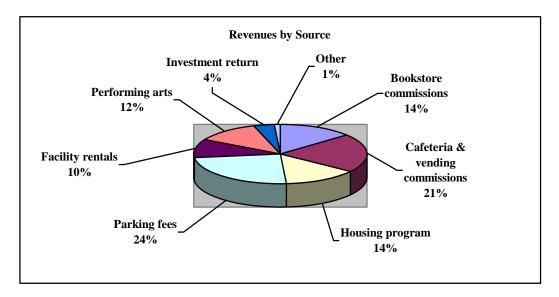
Revenues

	2010		2009	Dollar Change	Percent Change
OPERATING REVENUES					
Commissions:					
Bookstore	\$ 177,479	\$	255,039	\$ (77,560)	(30)%
Cafeteria and vending	256,283		255,356	927	- %
Parking fees	298,525		269,596	28,929	11 %
Facility rentals	123,926		203,373	(79,447)	(39)%
Performing arts	149,671		153,968	(4,297)	(3)%
Donated space	1,549		1,549	-	- %
Housing program and other income	 166,064		91,639	 74,425	81 %
Total operating revenues	 1,173,497	_	1,230,520	 (57,023)	<u>(5)</u> %
NONOPERATING REVENUES					
Investment return	46,066		-	46,066	100 %
Other income	 15,568		7,057	 8,511	121 %
Total nonoperating revenues	 61,634		7,057	 54,577	<u>773</u> %
Total revenues	\$ 1,235,131	\$	1,237,577	\$ (2,446)	%

The Auxiliary's total revenues for fiscal year 2010 were \$1,235,131 a decrease of \$2,446, compared to the previous year. The major components of this variance related to full year operation in the Housing Program of \$74,425 and improved investment returns. These increases were offset by decreases in bookstore commissions and facility rental income of \$77,560 and \$79,447, respectively. The decrease in bookstore commissions was due to the elimination of the book voucher program. The decrease in facility rentals was due to a reduced number of events in 2010 as compared to 2009.

Commissions and parking fees represented approximately 35% and 24% of total revenues, respectively. Accordingly, the Auxiliary is dependent upon this level of support to carry out its operations.

The following illustrates the Auxiliary's revenues for the year ended June 30, 2010, by source:

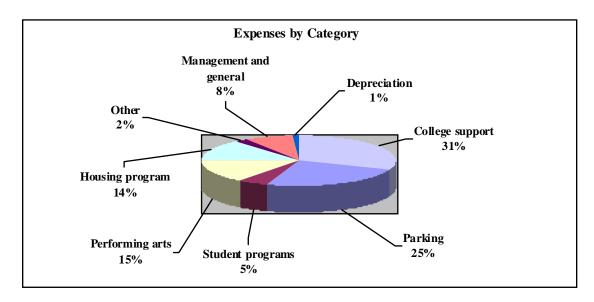


Expenses

			Dollar	Percent
	 2010	2009	 Change	Change
OPERATING EXPENSES				
Parking	\$ 318,318	\$ 308,552	\$ 9,766	3 %
Student programs	59,200	55,840	3,360	6 %
Performing arts	182,801	198,178	(15,377)	(8)%
Housing program	177,200	118,135	59,065	50 %
Other	22,965	29,989	(7,024)	(24)%
Donated space	1,549	1,549	-	
Management and general	95,408	101,154	(5,746)	(6)%
Depreciation	 17,025	 19,153	 (2,128)	(12)%
Total operating expenses	874,466	832,550	41,916	5 %
NONOPERATING				
College support	384,481	495,890	(111,409)	(22)%
Investment losses	 	 71,353	 (71,353)	(100)%
Total expenses	\$ 1,258,947	\$ 1,399,793	\$ (140,846)	(10)%

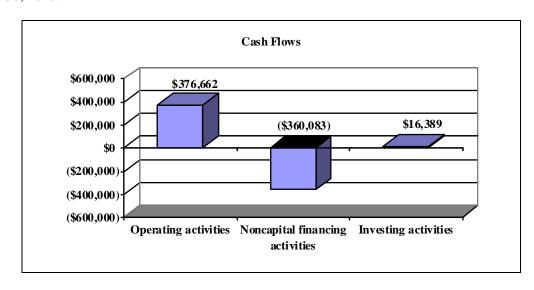
Total expenses for fiscal 2010 were \$1,258,947, a decrease of \$140,846 or 10%, compared to the previous year. The major components of this variance related to a decrease in a College support by \$111,409, due to no contributions to College entities for new programs or renovations. This decrease was offset by an increase in the housing program supported by the Auxiliary of \$59,065. This increase was due to a full year of the housing program operations in 2010 as compared to a partial year in 2009.

The following illustrates the Auxiliary's expenses for the year ended June 30, 2010, by category:



CASH FLOWS

The statement of cash flows provides information about cash receipts and cash payments during the year. This statement helps users assess the Auxiliary's ability to generate net cash flows, meet its obligations as they come due, and its dependency on external financing. The following summarizes the Auxiliary's cash flows for the year ended June 30, 2010:



ECONOMIC FACTORS THAT MAY AFFECT THE FUTURE

There are no known economic factors that may influence the future, with the exception of student enrollment, which directly relates to the amount of revenues earned and related expenses incurred.



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REPORT OF INDEPENDENT CERTIFIED PUBLIC ACCOUNTANTS

To the Board of Directors of the

Herbert H. Lehman College Auxiliary Enterprise Corporation, Inc.:

We have audited the accompanying financial statements, as listed in the table of contents, of the Herbert H. Lehman College Auxiliary Enterprise Corporation, Inc. (the "Auxiliary") as of and for the year ended June 30, 2010. These financial statements are the responsibility of the Auxiliary's management. Our responsibility is to express an opinion on these financial statements based on our audit. The prior year comparative information has been derived from the Auxiliary's fiscal 2009 financial statements and, in our report dated March 19, 2010, we expressed an unqualified opinion on those financial statements.

We conducted our audit in accordance with auditing standards generally accepted in the United States of America established by the American Institute of Certified Public Accountants. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. An audit includes consideration of internal control over financial reporting as a basis for designing audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Auxiliary's internal control over financial reporting. Accordingly, we express no such opinion. An audit also includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements, assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation. We believe that our audit provides a reasonable basis for our opinion.

In our opinion, the financial statements referred to above present fairly, in all material respects, the financial position of the Auxiliary as of June 30, 2010, and the changes in its net assets and its cash flows for the year then ended in conformity with accounting principles generally accepted in the United States of America.

Management's discussion and analysis ("MD&A"), presented on pages 1 through 5, is not a required part of the basic financial statements, but is supplementary information required by accounting principles generally accepted in the United States of America for entities reporting under Governmental Accounting Standards. We have applied certain limited procedures, which consisted principally of inquiries of management regarding the methods of measurement and presentation of the supplementary information. However, we did not audit the information comprising MD&A and, accordingly, express no opinion on it.

New York, New York

April 26, 2011

- Thornton CLP

Statement of Net Assets

As of June 30, 2010, with comparative information for 2009

ASSETS	2010	2009
CURRENT ASSETS		
Cash and cash equivalents (Note 3)	\$ 423,391	\$ 390,423
Accounts receivable, net of allowance for doubtful		
accounts of \$10,405 and \$9,205 for 2010 and 2009, respectively	209,098	204,424
Prepaid expenses and other assets	40,659	63,033
Total current assets	673,148	657,880
NONCURRENT ASSETS		
Investments, at fair value (Note 3)	408,831	363,586
Capital assets, net (Note 4)	14,950	31,975
Total noncurrent assets	423,781	395,561
Total assets	\$ 1,096,929	\$ 1,053,441
LIABILITIES		
CURRENT LIABILITIES		
Accounts payable and accrued expenses	\$ 232,515	\$ 189,609
Deposits held in the custody for others (Note 5)	32,236	14,171
Total current liabilities	264,751	203,780
Noncurrent liabilities - security deposits	18,333	12,000
Total liabilities	\$ 283,084	\$ 215,780
NET ASSETS		
NET ASSETS		
Invested in capital assets	\$ 14,950	\$ 31,975
Board designated	350,000	-
Unrestricted	448,895	805,686
Total net assets	\$ 813,845	\$ 837,661

The accompanying notes are an integral part of this statement.

Statement of Revenues, Expenses and Changes in Net Assets For the year ended June 30, 2010, with comparative information for 2009

	 2010		2009
OPERATING REVENUES			
Commissions (Note 2):			
Bookstore	\$ 177,479	\$	255,039
Cafeteria and vending	256,283		255,356
Parking fees	298,525		269,596
Donated space	1,549		1,549
Facility rentals	123,926		203,373
Performing arts	149,671		153,968
Housing program and other income	 166,064		91,639
Total operating revenues	 1,173,497	1	1,230,520
OPERATING EXPENSES			
Parking	318,318		308,552
Student programs	59,200		55,840
Performing arts	182,801		198,178
Housing program	177,200		118,135
Other	22,965		29,989
Donated services	1,549		1,549
Management and general	95,408		101,154
Depreciation	17,025		19,153
Total operating expenses	874,466		832,550
Income from operations	 299,031		397,970
NONOPERATING REVENUE (EXPENSES AND LOSSES)			
Investment returns (losses)	46,066		(71,353)
Other income	15,568		7,057
College support	(384,481)		(495,890)
Total nonoperating expenses and losses	(322,847)		(560,186)
Decrease in net assets	(23,816)		(162,216)
Net assets, beginning of year	 837,661		999,877
Net assets, end of year	\$ 813,845	\$	837,661

Statement of Cash Flows

For the year ended June 30, 2010, with comparative information for 2009

		2010	2009
CASH FLOWS FROM OPERATING ACTIVITIES			
Cash receipts from:			
Bookstore commissions	\$	177,479	\$ 260,941
Cafeteria and vending commissions		256,283	288,406
Facility rentals		123,926	203,433
Parking fees		298,090	269,821
Other		311,059	230,902
Cash payments to/for:			
Salaries and employee benefits		(206,112)	(231,591)
Vendors		(172,723)	10,140
Other		(411,340)	 (556,312)
Net cash provided by operating activities		376,662	 475,740
CASH FLOWS FROM NONCAPITAL FINANCING ACTIVITIES			
Change in deposits held in custody for others		18,065	8,008
Proceeds from security deposits		6,333	(8,268)
College support		(384,481)	(495,890)
Net cash used in noncapital financing activities	_	(360,083)	 (496,150)
CASH FLOWS FROM INVESTING ACTIVITIES			
Interest received		821	2,068
Other received		15,568	7,057
Net cash provided by investing activities	_	16,389	 9,125
Net increase (decrease) in cash and cash equivalents		32,968	(11,285)
Cash and cash equivalents, beginning of year		390,423	 401,708
Cash and cash equivalents, end of year	\$	423,391	\$ 390,423

Statement of Cash Flows

For the year ended June 30, 2010, with comparative information for 2009

	 2010	 2009
Reconciliation of income from operations to net cash provided by operating activities:		
Income from operations	\$ 299,031	\$ 397,970
Adjustments to reconcile income from operations to net cash provided by operating activities:		
Depreciation	17,025	19,153
Changes in assets and liabilities:		
(Increase) decrease in accounts receivable	(4,674)	33,738
Decrease (increase) in prepaid expenses and other assets	22,374	(14,136)
Increase in accounts payable and accrued expenses	 42,906	 39,015
Net cash provided by operating activities	\$ 376,662	\$ 475,740

Notes to Financial Statements For the year ended June 30, 2010

1. NATURE OF ORGANIZATION

The Herbert H. Lehman College Auxiliary Enterprise Corporation, Inc. (the "Auxiliary") is a non-profit corporation organized to support certain student activities and provide facilities and auxiliary services for the benefit of the campus of Herbert H. Lehman College (the "College") of the City University of New York ("CUNY" or the "University").

The Auxiliary has been classified by the Internal Revenue Service as a Section 501(c)(3) organization and is exempt from federal income taxes under Section 501(a) of the Internal Revenue Code.

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

The Auxiliary's accounting policies conform to accounting principles generally accepted in the United States of America, applicable Government Accounting Standards Board ("GASB") pronouncements, as well as Financial Accounting Standards Board ("FASB") Statements and Interpretations, Accounting Principles Board Opinions, and Accounting Review Boards of the Committee on Accounting Procedures issued on or before November 30, 1989, unless those requirements conflict with or contradict GASB pronouncements.

For financial reporting purposes, the Auxiliary is considered to be a special-purpose government engaged only in business-type activities. GASB defines business-type activities as activities financed, in whole or in part, by fees charged to external parties for goods or services. Accordingly, the accompanying financial statements have been prepared using the economic resources measurement focus and the accrual basis of accounting in accordance with accounting principles generally accepted in the United States of America, as prescribed by GASB. For financial reporting purposes, the Auxiliary is also considered to be a component unit of the University, as defined by GASB.

The significant GASB standards followed by the Auxiliary are summarized below:

GASB Statement No. 34, "Basic Financial Statements and Management's Discussion and Analysis - for State and Local Governments." This statement establishes the presentation format for general-purpose governments and requires that the financial statements consist of management's discussion and analysis, basic financial statements and required supplementary information.

GASB Statement No. 35, "Basic Financial Statements - and Management's Discussion and Analysis - for Public Colleges and Universities." This statement establishes accounting and financial reporting standards for public colleges and universities and their component units within the financial reporting guidelines of GASB Statement No. 34. In accordance with this statement, the Auxiliary presents a statement of net assets; a statement of revenues, expenses and changes in net assets; and a statement of cash flows. The objectives of this statement are to enhance the understandability and usefulness of the external reports issued by public colleges and universities and their component units.

Notes to Financial Statements For the year ended June 30, 2010

GASB Statement No. 37, "Basic Financial Statements - and Management's Discussion and Analysis - for State and Local Governments: Omnibus." Among other things, this statement clarifies the minimum requirements of Management's Discussion and Analysis and eliminates the requirement to capitalize construction-period interest for governmental activities as promulgated by GASB Statement No. 34.

GASB Statement No. 38, "Certain Financial Statement Note Disclosures." Among other things, this statement establishes and modifies disclosure requirements related to the summary of significant accounting policies, actions taken to address violations of significant finance-related legal and contractual provisions and disaggregation of receivable and payable balances.

GASB Statement No. 40, "Deposits and Investment Risk Disclosures." This statement establishes and modifies disclosure requirements related to the following investment and deposit risks:

- Credit risk is the risk that an issuer or other counterparty to an investment will not fulfill its obligations.
- Custodial credit risk:
 - Deposits risk that, in the event of failure of a depository financial institution, the
 Auxiliary will not be able to recover deposits or will not be able to recover collateral
 securities that are in the possession of an outside party.
 - Investments risk that, in the event of failure of the counterparty (the party that pledges collateral or that sells investments to or buys investments from the entity) of a transaction, the Auxiliary will not be able to recover the value of the investment or collateral securities that are in the possession of an outside party.
- Concentration of credit risk is the risk of loss attributed to the magnitude of the Auxiliary's investment in a single issuer.
- Interest rate risk is defined as the risk that changes in interest rates will adversely affect the fair market value of the investment.
- Foreign currency risk is the risk that changes in exchange rates will adversely affect the value of the investment or deposit.

Net Assets

The Auxiliary's resources are classified into the following net asset categories:

Invested in capital assets: capital assets, net of accumulated depreciation and outstanding principal balances of debt, if any, attributable to the acquisition, construction or improvement of those assets.

Restricted - nonexpendable: net assets subject to externally imposed stipulations requiring the Auxiliary to maintain them in perpetuity.

Notes to Financial Statements For the year ended June 30, 2010

Restricted - expendable: net assets whose use is subject to externally imposed stipulations that can be fulfilled by the actions of the Auxiliary or the passage of time.

Unrestricted: all other net assets, including net assets designated by actions of the Auxiliary's Board.

At June 30, 2010, the Auxiliary had no restricted net assets.

Cash and Cash Equivalents

Cash and cash equivalents are comprised of highly liquid instruments with original maturities of ninety days or less.

Investments

Investments are recorded at fair value and consist of pooled investments, which are assets invested by and under the control of the Committee on Fiscal Affairs of the Board of Trustees of CUNY (the "CUNY Committee"). Investment returns, including gains and losses, and interest and dividends, if any, are reported in the accompanying statement of revenues, expenses and changes in net assets.

Capital Assets

Capital assets are stated at cost at the date of acquisition or fair value at date of contribution, if donated. In accordance with the Auxiliary's capital asset policy, capital assets are defined as any asset with a useful life of at least two years and a cost or value at the time of receipt of \$1,000 or more for computer hardware and \$5,000 or more for all other assets. Depreciation is computed using the straight-line method over the estimated useful life of the asset and is not allocated to the functional expense categories. The estimated useful life of parking improvements and equipment is five years.

Revenue Recognition

Operating revenues are primarily derived from agreements with certain unrelated organizations to provide the College with bookstore and cafeteria services, and fees charged for the use of parking, facility rentals and the performing arts center, and are recognized when earned.

Bookstore commissions represent income earned under a contract with an unrelated organization to operate and maintain the campus bookstore. The terms of this contract, which expires on May 31, 2011, provides the Auxiliary with annual commissions equal to the greater of \$30,000, or an amount based on a percentage of the unrelated organization's sales at the campus bookstore.

Cafeteria and vending commissions represent income earned under contracts with unrelated organizations for the sale of food and nonalcoholic beverages on the College's premises. The terms of these contracts, which expire on August 20, 2014, and September 1, 2012, respectively, provide the Auxiliary with annual commissions equal to the greater of a fixed amount or an amount based on a percentage of sales on the College's premises.

Notes to Financial Statements For the year ended June 30, 2010

Donated Space

The Auxiliary operates on the campus of the College and utilizes facilities and equipment. The cost savings associated with such arrangements are recorded as donated space and are recognized as revenues and expenses in the accompanying statement of revenues, expenses and changes in net assets, based on the fair value of services received (see Note 6).

Functional Allocation of Expenses

The costs of providing the various programs and other activities have been summarized on a functional basis in the statement of revenues, expenses, and changes in net assets. Accordingly, certain costs have been allocated among the programs and supporting services benefited.

Use of Estimates

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

3. CASH AND CASH EQUIVALENTS AND INVESTMENTS

Custodial Credit Risk - Deposits

Custodial credit risk of deposits is the risk that in the event of a bank failure, the Auxiliary's deposits may not be returned. At June 30, 2010, \$209,559 of the Auxiliary's bank balance of \$459,559 was exposed to custodial credit risk as it was uninsured and uncollateralized.

Custodial Credit Risk - Investments

Custodial credit risk as it relates to investments is the risk that, in the event of failure of the counterparty of a transaction, the Auxiliary will not be able to recover the value of its investments or collateral securities that are in the possession of that failed counterparty. At June 30, 2010, the Auxiliary's entire investments balance of \$408,831 was held in the CUNY Investment Pool and exposed to custodial credit risk, as it was uninsured and uncollateralized.

The Auxiliary's investments are held by CUNY in an investment pool which is under the control of the Committee on Fiscal Affairs of the Board of Trustees of CUNY (the "Committee"). Several investment advisory firms are engaged to assist the Committee in its investment pool portfolio management, which is comprised of cash and cash equivalents, corporate bonds, equities, mutual funds, commingled funds, U.S. agency mortgage-backed securities, asset-backed securities, short-term Treasury bills, U.S. government bonds and foreign bonds.

Notes to Financial Statements For the year ended June 30, 2010

4. CAPITAL ASSETS, NET

At 2010 and 2009, capital assets consisted of the following:

	Beginning			Ending
	Balance	Additions	Disposals	Balance
Equipment	\$ 212,941	\$ -	\$ -	\$ 212,941
Parking lot improvements	185,000	-	-	185,000
	397,941	-	-	397,941
Less: Accumulated depreciation	(365,966)	(17,025)	_	382,991
	\$ 31,975	\$ (17,025)	\$ -	\$ 14,950

5. DEPOSITS HELD IN CUSTODY FOR OTHERS

Deposits held in custody for others consist of funds which are held by the Auxiliary on behalf of certain groups and organizations related to the College.

6. DONATED SPACE

The Auxiliary is permitted free use of certain facilities provided by the College. For the year ended June 30, 2010, the estimated fair value of the donated space used solely by the Auxiliary totaled \$1,549. Such donated space is included in revenues and expenses in the accompanying statement of revenues, expenses and changes in net assets. The value of facilities shared between the Auxiliary and other College entities cannot be reasonably estimated and therefore does not meet the criteria for recognition under US GAAP. Accordingly, such amounts are not recorded in the accompanying financial statements.

7. RELATED PARTY TRANSACTIONS

The Auxiliary has funded various College expenses including campus ceremonies, equipment and maintenance, and music expenses. These expenses are included within College Support in the accompanying financial statements. College Support for the year ended June 30 2010 and 2009 totaled \$384,481 and \$495,890, respectively.