Affiliated Entity: Campus Partners For Community Urban Redevelopment

Report Prepared By: Doug Aschenbach
Report Submitted & Reviewed By: Bob Moser [the OSU SVP/VP/Dean charged with oversight of affiliate]
Date of Report: August 13, 2007
For Quarter Ending: June 30, 2007

Governance

Board Information
Please list all board members, their professional affiliations, and terms.

<table>
<thead>
<tr>
<th>Board Member</th>
<th>Professional Affiliation</th>
<th>Term Expires</th>
</tr>
</thead>
<tbody>
<tr>
<td>Kathleen Fox</td>
<td>Ohio Cultural Facilities Commission</td>
<td>2008</td>
</tr>
<tr>
<td>Eric Kunz</td>
<td>OSU Medical Center</td>
<td>2008</td>
</tr>
<tr>
<td>Hazel Morrow-Jones</td>
<td>OSU Faculty</td>
<td>2008</td>
</tr>
<tr>
<td>Brian Hicks</td>
<td>OSU Trustee</td>
<td>2009</td>
</tr>
<tr>
<td>Robert Schottenstein</td>
<td>OSU Trustee</td>
<td>2009</td>
</tr>
<tr>
<td>Robert Weiler</td>
<td>The Robert Weiler Company</td>
<td>2009</td>
</tr>
<tr>
<td>Bob Moser</td>
<td>OSU Faculty</td>
<td>2010</td>
</tr>
<tr>
<td>Tom Johnson</td>
<td>OSU Interim Treasurer</td>
<td>2010</td>
</tr>
<tr>
<td>Boyce Safford (elected 7/12/07)</td>
<td>City of Columbus Development Director</td>
<td>2010</td>
</tr>
<tr>
<td>Donna James (elected 7/12/07)</td>
<td>Lardon &amp; Associates</td>
<td>2008</td>
</tr>
<tr>
<td>Ellen Manovich (elected 7/12/07)</td>
<td>OSU Student</td>
<td>2009</td>
</tr>
</tbody>
</table>

Are there any current vacancies on the Board of Directors? Yes [ ] No [x]
If so, how many?

How is the affiliate planning to fill those vacancies?
N/A

When was the last board meeting held? August 2, 2007
When is the next board meeting? September 6, 2007
Board Officers
Please list all officers of the affiliate and their titles.

<table>
<thead>
<tr>
<th>Officer</th>
<th>Title</th>
<th>University Employee?</th>
</tr>
</thead>
<tbody>
<tr>
<td>Bob Moser</td>
<td>Chairman</td>
<td>Yes</td>
</tr>
<tr>
<td>Terry Foegler</td>
<td>President</td>
<td>Yes</td>
</tr>
<tr>
<td>Doug Aschenbach</td>
<td>Treasurer</td>
<td>Yes</td>
</tr>
<tr>
<td>Robert Haverkamp</td>
<td>Secretary</td>
<td>Yes</td>
</tr>
</tbody>
</table>

Affiliate Management

<table>
<thead>
<tr>
<th>Role (or equivalent)</th>
<th>Name and Firm</th>
</tr>
</thead>
<tbody>
<tr>
<td>CEO</td>
<td>Terry Foegler</td>
</tr>
<tr>
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<td>Doug Aschenbach</td>
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<tr>
<td>Legal Counsel</td>
<td>Dan Schoedinger, VSSP</td>
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Governance Documents
Governance documents include the affiliate’s articles of incorporation, code of regulations/bylaws, Secretary of State filings, and board resolutions relating to governance of the affiliate. As this is a quarterly affiliated entities report, you need only submit copies of governance documents that have changed since your last submission. Electronic copies (such as PDF files) are preferred.

If you have made changes, please briefly describe them:

None

Audit

When does the affiliate’s fiscal year end?
- End of December
- End of June
- Other (specify)

What is the affiliate’s audit status?
- Part of University Audit
- Not Audited or Reviewed
- Reviewed or Audited Separately from University Audit

Please submit a copy of your most recent audit report and audited financial statements for the last completed fiscal year, including management comments. If the most recent audit report and audited financial statements were submitted as part of your last report, no action is necessary.

In your most recent audit report, were there any audit findings or recommendations? If so, please describe.

Previously provided.

If you are part of the University audit, is it on a “stand-alone” basis?

Stand alone.
If the affiliate is audited or reviewed separately from the University:

Who is the affiliate’s auditor?
Audit □ Review □ Compilation □

What was the level of services provided by the auditor?

What was the date of the last report?

When will the next report be issued?

If you are not audited or reviewed, why not?
N/A

**Business Operations**

**Financial Statements**
Please submit the following financial documents:

- Financial Statements (balance sheet, income statement, statement of cash flows), your fiscal year to date through 6/30/2007, including separate comparison of budget to actual.
- Budget for balance of calendar year 2007

If any of the requested documents are not submitted, please explain why:

**University Investment in Affiliate**

- The University has no financial investment in the affiliate.
- This affiliate has outstanding debt owed to the University. The terms are as follows:
  - Debt Origination Date: 11/21/05 and 12/21/05
  - Original Balance: $2,750,000 and $5,000,000
  - Current Balance: $2,907,360 and $5,423,997
  - Due Date: 6/30/10 and 5/1/09
  - Payment Terms: N/A and Quarterly Interest

- The University gives other monetary support to the affiliate. Please give amounts and descriptions below.

  OSU provides $650,000 annually for operational support. The OSU owned office, housing and parking improvements at South Campus Gateway were funded with $59 million of OSU tax-exempt bonds and a $4.8 million line of credit. The University receives ground rent payments to offset its cost of constructing these improvements.

**Other Sources of Funds**
Please describe the main revenue sources of the affiliate other than University funding.

Federal and City grants.
Use of University Resources
Please describe the affiliate’s use of University resources, including use of University employees, facilities, and services (e.g. the University serves as the affiliate’s fiscal agent).

| Employees: | Campus Partners staff members are OSU employees |
| Facilities: | None |
| Services: | Units |
| Marks: | None |

Contracts with the University
Please describe any contracts or memoranda of understanding that the affiliate has entered into with the University.

Previously provided.

Business Overview
Please provide a brief review of the affiliate’s activities over the past quarter, including but not limited to significant business issues, changes in governance structure, and transactions with the University.

Organizational Structure and Resources - All previously vacant Board positions have now been filled and assignments have been made to the Board Committees. At the Board's request, a retreat to discuss the mission and strategic direction of Campus Partners will be held in Fall 2007.

Fiscal & Audit - Staff is working diligently to meet all reporting deadlines as part of the Deloitte audit process.

Investment and Asset Management - Campus Partners continued its efforts to support the redevelopment of the Columbus Coated Fabrics site. A $3 million Clean Ohio Remediation Fund grant was awarded to the City of Columbus in late July. Campus Partners and The Wagenbrenner Company have continued to work with the City of Columbus to agree on terms of an Economic Development Agreement.

Campus Partners has entered into a Purchase Agreement to acquire the properties located at 28-38 E. 14th Avenue, immediately east of Pearl Alley. Closing is scheduled for early September.

Community Outreach - Campus Partners continued to lead efforts to improve public safety, code enforcement and promotion of the University District.

Community Outreach - Campus Partners continued to lead efforts to improve public safety, code enforcement and promotion of the University District.
No governance changes are anticipated.

FY 2008 First Quarter anticipated activities include:

1) Continued work on the redevelopment of the Columbus Coated Fabrics site with the end goal being to sell and assign all of the Campus Partners rights to The Wagenbrenner Company in late 2007.
2) Continued work on developing Campus Partners' Five-Year Strategic Plan, including working with the OSU Business & Finance office on the Campus Partners' capital needs as part of OSU's capital budgeting process.

Please submit this report to:
Robert J. Haverkamp
Associate General Counsel
haverkamp.1@osu.edu
Telephone: (614) 292-0611

For this quarter, we will still accept quarterly reports by U.S. and campus mail. In the future we would like to move towards a paperless reporting process. Your assistance in this initiative is greatly appreciated. If using mail, please use the following address, attention Robert J. Haverkamp:
1590 North High Street, Suite 500
Columbus, Ohio 43201
## Affiliated Entity: University District Community Development Entity

**Report Prepared By:** Doug Aschenbach  
**Report Submitted & Reviewed By:** Bob Moser [the OSU SVP/VP/Dean charged with oversight of affiliate]  
**Date of Report:** August 13, 2007  
**For Quarter Ending:** June 30, 2007

### Governance

**Board Information**  
Please list all board members, their professional affiliations, and terms.

<table>
<thead>
<tr>
<th>Board Member</th>
<th>Professional Affiliation</th>
<th>Term Expires</th>
</tr>
</thead>
<tbody>
<tr>
<td>N/A</td>
<td></td>
<td></td>
</tr>
</tbody>
</table>

Are there any current vacancies on the Board of Directors?  
Yes [ ]  No [ ]

If so, how many?

How is the affiliate planning to fill those vacancies?  
N/A

When was the last board meeting held?  
N/A

When is the next board meeting?  
N/A
Board Officers
Please list all officers of the affiliate and their titles.

<table>
<thead>
<tr>
<th>Officer</th>
<th>Title</th>
<th>University Employee?</th>
</tr>
</thead>
<tbody>
<tr>
<td>Campus Partners owns a .28% interest in this LLC</td>
<td>Managing Member</td>
<td>N/A</td>
</tr>
<tr>
<td>Terry Foegler</td>
<td>Authorized Representative</td>
<td>Yes</td>
</tr>
</tbody>
</table>

Affiliate Management

<table>
<thead>
<tr>
<th>Officer</th>
<th>Title</th>
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</thead>
<tbody>
<tr>
<td>CEO [or equivalent]</td>
<td>Terry Foegler</td>
</tr>
<tr>
<td>CFO [or equivalent]</td>
<td>Doug Aschenbach</td>
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<tr>
<td>Legal Counsel (Name and Firm)</td>
<td>Dan Schoedinger, VSSP</td>
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Governance Documents
Governance documents include the affiliate’s articles of incorporation, code of regulations/bylaws, Secretary of State filings, and board resolutions relating to governance of the affiliate. As this is a quarterly affiliated entities report, you need only submit copies of governance documents that have changed since your last submission. Electronic copies (such as PDF files) are preferred.

If you have made changes, please briefly describe them:

No changes

Audit

When does the affiliate’s fiscal year end?  
End of December ☒  End of June ☐
Other (specify) ☐

What is the affiliate’s audit status?  
Part of University Audit ☐  Not Audited or Reviewed ☐
Reviewed or Audited Separately from University Audit ☒

Please submit a copy of your most recent audit report and audited financial statements for the last completed fiscal year, including management comments. If the most recent audit report and audited financial statements were submitted as part of your last report, no action is necessary.

In your most recent audit report, were there any audit findings or recommendations? If so, please describe.

No

If you are part of the University audit, is it on a “stand-alone” basis?

N/A
If the affiliate is audited or reviewed separately from the University:

<table>
<thead>
<tr>
<th>Who is the affiliate’s auditor?</th>
<th>Novogradic &amp; Company</th>
</tr>
</thead>
<tbody>
<tr>
<td>What was the level of services provided by the auditor?</td>
<td>Audit ☑, Review ☐, Compilation ☐</td>
</tr>
<tr>
<td>What was the date of the last report?</td>
<td>December 31, 2006</td>
</tr>
<tr>
<td>When will the next report be issued?</td>
<td>December 31, 2007</td>
</tr>
</tbody>
</table>

If you are not audited or reviewed, why not?

N/A

**Business Operations**

**Financial Statements**

Please submit the following financial documents:

☒ *Financial Statements* (balance sheet, income statement, statement of cash flows), *your* fiscal year to date through 6/30/2007, including separate comparison of budget to actual.

☐ *Budget* for balance of calendar year 2007

If any of the requested documents are not submitted, please explain why:

The only activity in this entity is a series of monthly loan payments. As such, a 2007 budget was not prepared for this entity. A 2008 budget (calendar year) will, however, be prepared.

**University Investment in Affiliate**

☒ The University has no financial investment in the affiliate.

☐ This affiliate has outstanding debt owed to the University. The terms are as follows:

  - Debt Origination Date: 
  - Original Balance: 
  - Current Balance: 
  - Due Date: 
  - Payment Terms: 

☐ The University gives other monetary support to the affiliate. Please give amounts and descriptions below.

**Other Sources of Funds**

Please describe the main revenue sources of the affiliate other than University funding.

Private investment capital from Fifth Third CDC - enhanced by CP/UDCDE allocation of New Markets Tax Credits
### Use of University Resources

Please describe the affiliate’s use of University resources, including use of University employees, facilities, and services (e.g. the University serves as the affiliate’s fiscal agent).

<table>
<thead>
<tr>
<th>Employees:</th>
<th>None</th>
</tr>
</thead>
<tbody>
<tr>
<td>Facilities:</td>
<td>None</td>
</tr>
<tr>
<td>Services:</td>
<td>None</td>
</tr>
<tr>
<td>Marks:</td>
<td>None</td>
</tr>
</tbody>
</table>

### Contracts with the University

Please describe any contracts or memoranda of understanding that the affiliate has entered into with the University.

None
**Business Overview**
Please provide a brief review of the affiliate’s activities over the past quarter, including but not limited to significant business issues, changes in governance structure, and transactions with the University.

Entity is a lender to South Campus Gateway LLC. Loan matures on September 22, 2012.
None.

Please submit this report to:
Robert J. Haverkamp
Associate General Counsel
haverkamp.1@osu.edu

Telephone: (614) 292-0611

For this quarter, we will still accept quarterly reports by U.S. and campus mail. In the future we would like to move towards a paperless reporting process. Your assistance in this initiative is greatly appreciated. If using mail, please use the following address, attention Robert J. Haverkamp:

1590 North High Street, Suite 500
Columbus, Ohio 43201
### Governance

#### Board Information

Please list all board members, their professional affiliations, and terms.

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</tbody>
</table>

Are there any current vacancies on the Board of Directors? Yes [ ] No [x]

If so, how many?

How is the affiliate planning to fill those vacancies?

N/A

When was the last board meeting held? N/A

When is the next board meeting? N/A
Board Officers
Please list all officers of the affiliate and their titles.

<table>
<thead>
<tr>
<th>Officer</th>
<th>Title</th>
<th>University Employee?</th>
</tr>
</thead>
<tbody>
<tr>
<td>Campus Partners</td>
<td>Sole Member</td>
<td>N/A</td>
</tr>
<tr>
<td>Terry Foegler</td>
<td>Manager (as of 4/5/07)</td>
<td>Yes</td>
</tr>
</tbody>
</table>

Affiliate Management

<table>
<thead>
<tr>
<th>Role</th>
<th>Name and Firm</th>
</tr>
</thead>
<tbody>
<tr>
<td>CEO [or equivalent]</td>
<td>Terry Foegler</td>
</tr>
<tr>
<td>CFO [or equivalent]</td>
<td>Doug Aschenbach</td>
</tr>
<tr>
<td>Legal Counsel (Name and Firm)</td>
<td>Dan Schoedinger, VSSP</td>
</tr>
</tbody>
</table>

Governance Documents
Governance documents include the affiliate’s articles of incorporation, code of regulations/bylaws, Secretary of State filings, and board resolutions relating to governance of the affiliate. As this is a quarterly affiliated entities report, you need only submit copies of governance documents that have changed since your last submission. Electronic copies (such as PDF files) are preferred.

If you have made changes, please briefly describe them:

N/A

Audit

When does the affiliate’s fiscal year end?  
- End of December
- End of June  ×
- Other (specify)

What is the affiliate’s audit status?  
- Part of University Audit
- Not Audited or Reviewed  ×
- Reviewed or Audited Separately from University Audit

Please submit a copy of your most recent audit report and audited financial statements for the last completed fiscal year, including management comments. If the most recent audit report and audited financial statements were submitted as part of your last report, no action is necessary.

In your most recent audit report, were there any audit findings or recommendations? If so, please describe.

N/A

If you are part of the University audit, is it on a “stand-alone” basis?

N/A
If the affiliate is audited or reviewed separately from the University:

Who is the affiliate’s auditor?  
What was the level of services provided by the auditor?  
What was the date of the last report?  
When will the next report be issued?  

<table>
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<tr>
<th>Audit</th>
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<th>Compilation</th>
</tr>
</thead>
</table>

If you are not audited or reviewed, why not?

Entity owns a 25% partnership interest in Community Partners For Affordable Housing Corporation. There is no financial activity in this entity.

**Business Operations**

**Financial Statements**

Please submit the following financial documents:

- [ ] Financial Statements (balance sheet, income statement, statement of cash flows), your fiscal year to date through 6/30/2007, including separate comparison of budget to actual.
- [ ] Budget for balance of calendar year 2007

If any of the requested documents are not submitted, please explain why:

Entity only receives a K-1 from the Managing Member

**University Investment in Affiliate**

- [x] The University has no financial investment in the affiliate.
- [ ] This affiliate has outstanding debt owed to the University. The terms are as follows:
  
<table>
<thead>
<tr>
<th>Debt Origination Date</th>
<th>Original Balance</th>
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<th>Due Date</th>
<th>Payment Terms</th>
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</table>

- [ ] The University gives other monetary support to the affiliate. Please give amounts and descriptions below.

**Other Sources of Funds**

Please describe the main revenue sources of the affiliate other than University funding.

N/A
Use of University Resources
Please describe the affiliate’s use of University resources, including use of University employees, facilities, and services (e.g. the University serves as the affiliate’s fiscal agent).

Employees: None
Facilities: None
Services: None
Marks: None

Contracts with the University
Please describe any contracts or memoranda of understanding that the affiliate has entered into with the University.

None
Business Overview
Please provide a brief review of the affiliate’s activities over the past quarter, including but not limited to significant business issues, changes in governance structure, and transactions with the University.

Campus Partners has continued to work with Ohio Capital Corporation for Housing to get a portion of the Section 8 low income housing portfolio along E. Eleventh Avenue removed from the HUD project based program. Campus Partners and OCCH are working closely with the central Ohio congressional delegation on this effort which is deemed critical to the long term success of new development on the Columbus Coated Fabrics site.
Please provide a summary of the significant business issues or activities anticipated in the coming quarter.

No anticipated changes.

Please submit this report to:
Robert J. Haverkamp
Associate General Counsel
haverkamp.1@osu.edu
Telephone: (614) 292-0611

For this quarter, we will still accept quarterly reports by U.S. and campus mail. In the future we would like to move towards a paperless reporting process. Your assistance in this initiative is greatly appreciated. If using mail, please use the following address, attention Robert J. Haverkamp:

1590 North High Street, Suite 500
Columbus, Ohio 43201
Affiliated Entity: The Gateway Theater LLC
Report Prepared By: Doug Aschenbach
Report Submitted & Reviewed By: Bob Moser [the OSU SVP/VP/Dean charged with oversight of affiliate]
Date of Report: August 13, 2007
For Quarter Ending: June 30, 2007

Governance

Board Information
Please list all board members, their professional affiliations, and terms.

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</tbody>
</table>

Are there any current vacancies on the Board of Directors? Yes ☐ No ☐
If so, how many?

How is the affiliate planning to fill those vacancies?
N/A

When was the last board meeting held? N/A
When is the next board meeting? N/A
Board Officers
Please list all officers of the affiliate and their titles.

<table>
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<tr>
<th>Officer</th>
<th>Title</th>
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</thead>
<tbody>
<tr>
<td>GARI is the Sole Member of this LLC</td>
<td>N/A</td>
<td>N/A</td>
</tr>
<tr>
<td>Terry Foegler</td>
<td>Manager</td>
<td>Yes</td>
</tr>
<tr>
<td>Doug Aschenbach</td>
<td>Executive Vice President</td>
<td>Yes</td>
</tr>
</tbody>
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If you have made changes, please briefly describe them:

No changes

Audit

When does the affiliate’s fiscal year end?  
- End of December [ ] 
- End of June [x] 
- Other (specify) [ ]

What is the affiliate’s audit status?  
- Part of University Audit [x] 
- Not Audited or Reviewed [ ] 
- Reviewed or Audited Separately from University Audit [ ]

Please submit a copy of your most recent audit report and audited financial statements for the last completed fiscal year, including management comments. If the most recent audit report and audited financial statements were submitted as part of your last report, no action is necessary.

In your most recent audit report, were there any audit findings or recommendations? If so, please describe.

Previously provided

If you are part of the University audit, is it on a “stand-alone” basis?

Stand alone
If the affiliate is audited or reviewed separately from the University:

Who is the affiliate’s auditor?

What was the level of services provided by the auditor?

What was the date of the last report?

When will the next report be issued?

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<th>Audit</th>
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<th>Compilation</th>
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</table>

If you are not audited or reviewed, why not?

N/A

Business Operations

Financial Statements

Please submit the following financial documents:

- Financial Statements (balance sheet, income statement, statement of cash flows), your fiscal year to date through 6/30/2007, including separate comparison of budget to actual.
- Budget for balance of calendar year 2007

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University Investment in Affiliate

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- This affiliate has outstanding debt owed to the University. The terms are as follows:
  - Debt Origination Date
  - Original Balance
  - Current Balance
  - Due Date
  - Payment Terms

- The University gives other monetary support to the affiliate. Please give amounts and descriptions below.

N/A

Other Sources of Funds

Please describe the main revenue sources of the affiliate other than University funding.

Operating deficits are funded from CP fee income.
**Use of University Resources**
Please describe the affiliate’s use of University resources, including use of University employees, facilities, and services (e.g. the University serves as the affiliate’s fiscal agent).

Employees: None
Facilities: None
Services: None
Marks: None

**Contracts with the University**
Please describe any contracts or memoranda of understanding that the affiliate has entered into with the University.

None
**Business Overview**
Please provide a brief review of the affiliate’s activities over the past quarter, including but not limited to significant business issues, changes in governance structure, and transactions with the University.

Continued operations of the Drexel Gateway Cinema, Conference Center and The Event Place.
None.

Please submit this report to:
Robert J. Haverkamp
Associate General Counsel
haverkamp.1@osu.edu
Telephone: (614) 292-0611

For this quarter, we will still accept quarterly reports by U.S. and campus mail. In the future we would like to move towards a paperless reporting process. Your assistance in this initiative is greatly appreciated. If using mail, please use the following address, attention Robert J. Haverkamp:
1590 North High Street, Suite 500
Columbus, Ohio 43201
Affiliated Entity: Gateway Area Revitalization Initiative

Report Prepared By: Doug Aschenbach
Report Submitted & Reviewed By: Bob Moser [the OSU SVP/VP/Dean charged with oversight of affiliate]
Date of Report: August 13, 2007
For Quarter Ending: June 30, 2007

Governance

Board Information
Please list all board members, their professional affiliations, and terms.

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<tr>
<th>Board Member</th>
<th>Professional Affiliation</th>
<th>Term Expires</th>
</tr>
</thead>
<tbody>
<tr>
<td>Bob Moser</td>
<td>OSU</td>
<td>N/A</td>
</tr>
<tr>
<td>Eric Kunz</td>
<td>OSU</td>
<td>N/A</td>
</tr>
<tr>
<td>Tom Johnson</td>
<td>OSU</td>
<td>N/A</td>
</tr>
<tr>
<td>Brian Hicks</td>
<td>OSU Trustee</td>
<td>N/A</td>
</tr>
<tr>
<td>Terry Foegler</td>
<td>Campus Partners</td>
<td>N/A</td>
</tr>
</tbody>
</table>

Are there any current vacancies on the Board of Directors? Yes ☐ No ☒
If so, how many? ______________________________

How is the affiliate planning to fill those vacancies?
N/A

When was the last board meeting held? 5/3/07
When is the next board meeting? TBD
Board Officers
Please list all officers of the affiliate and their titles.

<table>
<thead>
<tr>
<th>Officer</th>
<th>Title</th>
<th>University Employee?</th>
</tr>
</thead>
<tbody>
<tr>
<td>Bob Moser</td>
<td>Chairman</td>
<td>Yes</td>
</tr>
<tr>
<td>Terry Foegler</td>
<td>President</td>
<td>Yes</td>
</tr>
<tr>
<td>Dan Schoedinger</td>
<td>Secretary</td>
<td>No</td>
</tr>
<tr>
<td>Doug Aschenbach</td>
<td>Treasurer</td>
<td>Yes</td>
</tr>
</tbody>
</table>

Affiliate Management
CEO [or equivalent] Terry Foegler
CFO [or equivalent] Doug Aschenbach
Legal Counsel (Name and Firm) Dan Schoedinger, VSSP

Governance Documents
Governance documents include the affiliate’s articles of incorporation, code of regulations/bylaws, Secretary of State filings, and board resolutions relating to governance of the affiliate. As this is a quarterly affiliated entities report, you need only submit copies of governance documents that have changed since your last submission. Electronic copies (such as PDF files) are preferred.

If you have made changes, please briefly describe them:
N/A

Audit
When does the affiliate’s fiscal year end?
- End of December [ ]
- End of June [x]
- Other (specify)

What is the affiliate’s audit status?
- Part of University Audit [x]
- Not Audited or Reviewed [ ]
- Reviewed or Audited Separately from University Audit [ ]

Please submit a copy of your most recent audit report and audited financial statements for the last completed fiscal year, including management comments. If the most recent audit report and audited financial statements were submitted as part of your last report, no action is necessary.

In your most recent audit report, were there any audit findings or recommendations? If so, please describe.
Previously provided.

If you are part of the University audit, is it on a “stand-alone” basis?
Stand alone.
If the affiliate is audited or reviewed separately from the University:

Who is the affiliate’s auditor?  
What was the level of services provided by the auditor?  
What was the date of the last report?  
When will the next report be issued?

<table>
<thead>
<tr>
<th>Audit</th>
<th>Review</th>
<th>Compilation</th>
</tr>
</thead>
<tbody>
<tr>
<td></td>
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</tbody>
</table>

If you are not audited or reviewed, why not?

N/A

**Business Operations**

**Financial Statements**

Please submit the following financial documents:

- Financial Statements (balance sheet, income statement, statement of cash flows), your fiscal year to date through 6/30/2007, including separate comparison of budget to actual.
- Budget for balance of calendar year 2007

If any of the requested documents are not submitted, please explain why:

Budget is for FY 2008

**University Investment in Affiliate**

- The University has no financial investment in the affiliate.
- This affiliate has outstanding debt owed to the University. The terms are as follows:
  - Debt Origination Date
  - Original Balance
  - Current Balance
  - Due Date
  - Payment Terms

- The University gives other monetary support to the affiliate. Please give amounts and descriptions below.

$4.5 million State of Ohio capital grant to OSU for construction of the South Campus Gateway parking garage was passed through this entity.

**Other Sources of Funds**

Please describe the main revenue sources of the affiliate other than University funding.

N/A
**Use of University Resources**

Please describe the affiliate’s use of University resources, including use of University employees, facilities, and services (e.g. the University serves as the affiliate’s fiscal agent).

| Employees: | None |
| Facilities: | None |
| Services: | None |
| Marks: | None |

**Contracts with the University**

Please describe any contracts or memoranda of understanding that the affiliate has entered into with the University.

Previously provided.
Business Overview
Please provide a brief review of the affiliate’s activities over the past quarter, including but not limited to significant business issues, changes in governance structure, and transactions with the University.

None.
Please provide a summary of the significant business issues or activities anticipated in the coming quarter.

None.

Please submit this report to:
Robert J. Haverkamp
Associate General Counsel
haverkamp.1@osu.edu
Telephone: (614) 292-0611

For this quarter, we will still accept quarterly reports by U.S. and campus mail. In the future we would like to move towards a paperless reporting process. Your assistance in this initiative is greatly appreciated. If using mail, please use the following address, attention Robert J. Haverkamp:
1590 North High Street, Suite 500
Columbus, Ohio 43201
Affiliated Entities Quarterly Report
Prepared for the Board of Trustees
Affiliated Entities Committee

Affiliated Entity: South Campus Gateway LLC
Report Prepared By: Doug Aschenbach
Report Submitted & Reviewed By: Bob Moser [the OSU SVP/VP/Dean charged with oversight of affiliate]
Date of Report: August 13, 2007
For Quarter Ending: June 30, 2007

Governance

Board Information
Please list all board members, their professional affiliations, and terms.

<table>
<thead>
<tr>
<th>Board Member</th>
<th>Professional Affiliation</th>
<th>Term Expires</th>
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<tbody>
<tr>
<td>N/A</td>
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</tbody>
</table>

Are there any current vacancies on the Board of Directors?  
Yes ☐  No ☐

If so, how many?

How is the affiliate planning to fill those vacancies?
N/A

When was the last board meeting held?  N/A
When is the next board meeting?  N/A
Board Officers
Please list all officers of the affiliate and their titles.

<table>
<thead>
<tr>
<th>Officer</th>
<th>Title</th>
<th>University Employee?</th>
</tr>
</thead>
<tbody>
<tr>
<td>Campus Partners is sole member of LLC</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Terry Foegler</td>
<td>Sole Manager</td>
<td>Yes</td>
</tr>
<tr>
<td>Doug Aschenbach</td>
<td>Executive Vice President</td>
<td>Yes</td>
</tr>
</tbody>
</table>

Affiliate Management

<table>
<thead>
<tr>
<th>Role</th>
<th>Name</th>
</tr>
</thead>
<tbody>
<tr>
<td>CEO [or equivalent]</td>
<td>Terry Foegler</td>
</tr>
<tr>
<td>CFO [or equivalent]</td>
<td>Doug Aschenbach</td>
</tr>
<tr>
<td>Legal Counsel (Name and Firm)</td>
<td>Dan Schoedinger, VSSP</td>
</tr>
</tbody>
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Governance Documents
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If you have made changes, please briefly describe them:

No changes.

Audit

When does the affiliate’s fiscal year end? End of December ☐ End of June ☒ Other (specify)

What is the affiliate’s audit status? Part of University Audit ☒ Not Audited or Reviewed ☐ Reviewed or Audited Separately from University Audit ☐

Please submit a copy of your most recent audit report and audited financial statements for the last completed fiscal year, including management comments. If the most recent audit report and audited financial statements were submitted as part of your last report, no action is necessary.

In your most recent audit report, were there any audit findings or recommendations? If so, please describe.

Previously provided

If you are part of the University audit, is it on a “stand-alone” basis?

Stand alone.
If the affiliate is audited or reviewed separately from the University:

Who is the affiliate’s auditor?
What was the level of services provided by the auditor?
What was the date of the last report?
When will the next report be issued?

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<tr>
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<th>Review</th>
<th>Compilation</th>
</tr>
</thead>
</table>

If you are not audited or reviewed, why not?

N/A

Business Operations

Financial Statements
Please submit the following financial documents:

☐ Financial Statements (balance sheet, income statement, statement of cash flows), your fiscal year to date through 6/30/2007, including separate comparison of budget to actual.

☐ Budget for balance of calendar year 2007

If any of the requested documents are not submitted, please explain why:

University Investment in Affiliate

☐ The University has no financial investment in the affiliate.

☐ This affiliate has outstanding debt owed to the University. The terms are as follows:
  Debt Origination Date
  Original Balance
  Current Balance
  Due Date
  Payment Terms

☐ The University gives other monetary support to the affiliate. Please give amounts and descriptions below.

Other Sources of Funds
Please describe the main revenue sources of the affiliate other than University funding.

Retail lease income, third party debt.
**Use of University Resources**
Please describe the affiliate’s use of University resources, including use of University employees, facilities, and services (e.g. the University serves as the affiliate’s fiscal agent).

<table>
<thead>
<tr>
<th>Employees:</th>
<th>None</th>
</tr>
</thead>
<tbody>
<tr>
<td>Facilities:</td>
<td>None</td>
</tr>
<tr>
<td>Services:</td>
<td>Units, Insurance</td>
</tr>
<tr>
<td>Marks:</td>
<td>None</td>
</tr>
</tbody>
</table>

**Contracts with the University**
Please describe any contracts or memoranda of understanding that the affiliate has entered into with the University.

South Campus Gateway Business Plan dated June 2004
Business Overview
Please provide a brief review of the affiliate’s activities over the past quarter, including but not limited to significant business issues, changes in governance structure, and transactions with the University.

South Campus Gateway LLC owns and operates the retail portion of South Campus Gateway. Management has continued to work on leasing the remaining vacant space. The retail space is 83% leased.
Please provide a summary of the significant business issues or activities anticipated in the coming quarter.

Continued retail leasing. Hiring of a new CBRE General Manager.

Please submit this report to:
Robert J. Haverkamp
Associate General Counsel
haverkamp.1@osu.edu

Telephone: (614) 292-0611

For this quarter, we will still accept quarterly reports by U.S. and campus mail. In the future we would like to move towards a paperless reporting process. Your assistance in this initiative is greatly appreciated. If using mail, please use the following address, attention Robert J. Haverkamp:

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Columbus, Ohio 43201