

Report on application of certain agreed-upon procedures to assist the
University in complying with NCAA Constitution 6.2.3.1

Oklahoma State University

June 30, 2006

Independent Accountant's Report on
Applying Certain Agreed-Upon Procedures to
Assist the University in Complying with NCAA Constitution 6.2.3.1

Dr. David J. Schmidly, President
Oklahoma State University
107 Whitehurst Hall
Stillwater, Oklahoma 74078-1015

We have audited the financial statements of Oklahoma State University (the "University") as of and for the year ended June 30, 2006 and have issued our report thereon dated October 11, 2006. Additionally, we have audited the financial statements of the intercollegiate athletics program of the University as of and for the year ended June 30, 2006 and have issued our report thereon dated October 11, 2006. Financial statements comprising the accounts of the Oklahoma State University Foundation (the "Foundation") restricted by donors to intercollegiate athletics activities as of and for the year ended June 30, 2006 were audited by other auditors whose report has been furnished to us.

We have performed the procedures enumerated below which were agreed to by the Board of Regents solely to assist the University in assessing compliance with National Collegiate Athletic Association ("NCAA") Constitution 6.2.3.1 for the year ended June 30, 2006. Management of the University is responsible for compliance with NCAA Constitution 6.2.3.1. This agreed-upon procedures engagement was conducted in accordance with attestation standards established by the American Institute of Certified Public Accountants. The sufficiency of the procedures is solely the responsibility of those parties specified in this report. Consequently, we make no representations regarding the sufficiency of the procedures described below either for the purpose for which this report has been requested or for any other purpose.

Our procedures and findings are as follows:

Internal Control: Policies and Procedures Related to Intercollegiate Athletics - Agreed-Upon Procedures

We have performed the procedures enumerated below which were agreed to by the Board of Regents solely to assist you in evaluating the internal accounting control and management control procedures of the University in compliance with NCAA Constitution 6.2.3.1. Our procedures included tests of compliance with such internal accounting control and management control procedures in place during the period from July 1, 2005 through June 30, 2006. Our procedures were performed solely to assist you in determining compliance with NCAA Constitution 6.2.3.1. The procedures we performed, and the results of these procedures, are summarized as follows:

1. We obtained an organizational chart of the intercollegiate athletic department (the “Department”) along with the University’s policies and procedures manual. We obtained documentation of accounting systems and procedures. We also made certain inquiries of management regarding control consciousness, competence of personnel, and protection of records and equipment. We noted that expenditures of the Department are subject to University policies, procedures and internal control techniques. We tested those overall techniques, including items selected from the intercollegiate athletic program, to the extent considered necessary for purposes of expressing an opinion on the financial statements of the University and its intercollegiate athletic programs.
2. We toured the football equipment rooms at Boone Pickens Stadium with the equipment manager to determine the controls in place to protect the football equipment. In addition, we observed the inventory records maintained by the equipment manager.
3. In our discussions with Department personnel, we determined that the Department regularly trades tickets for goods or services. In addition, we understand that all Department ticket trades must be approved by the Coordinator of Athletic Gifts.
4. We inquired of the Assistant Athletic Director regarding controls in place to ensure intercollegiate athletics financial aid is awarded in accordance with institutional and NCAA guidelines.
5. We inquired of the Assistant Athletic Director and the Coordinator for Athletic Eligibility regarding the controls in place to ensure that intercollegiate athletics financial aid recipients are academically eligible. We obtained the documentation used to monitor academic progress, including reports filed with the NCAA reporting academic eligibility and student financial assistance and student transcripts.

Affiliated and Outside Organizations – Agreed-Upon Procedures

6. We obtained the University’s procedures for gathering information on the nature and extent of affiliated and outside organizational activity for or on behalf of the Department.
7. In accordance with Department policy, all contributions for or on behalf of the Department are to be channeled through the Foundation, a separate legal entity from the University. Expenditures by the Foundation for or on behalf of the Department are included in the accompanying Statement of Revenues, Expenditures and Other Changes (the “Statement”). We noted one contribution of \$165,000,000 was made to OSU Cowboy Golf, Inc. during fiscal year 2006 instead of following normal processing through the Foundation due to timing constraints of the gift receipt.
8. We obtained the audited financial statements of the Foundation and reconciled the revenues and expenditures included in the amounts reported in the Statement. We noted there were no comments concerning internal control structure; therefore no corrective action was taken.
9. We obtained a summary of revenues and expenses for or on behalf of the Department from affiliated and outside organizations.

Athletics Department Statement of Revenues and Expenditures: Agreed-Upon Substantive Procedures

Agreed-Upon Procedures for Revenues

10. We compared tickets sold during the reporting period, complimentary tickets provided during the reporting period and unsold tickets to the related revenue reported by the Department in the Statement and recalculated totals. We noted the Statement exceeded the ticket sales reports by \$10,760 or 0.08%.

11. We compared and agreed student fees reported by the Department in the Statement to student enrollments during the reporting period. We obtained and documented an understanding of the institution's methodology for allocating student fees to intercollegiate athletics programs and recalculated totals, noting no differences.
12. We selected two contractual agreements pertaining to revenues derived from guaranteed contests during the reporting period and compared and agreed each selection to the Department's general ledger and the Statement and recalculated totals, noting no differences.
13. We compared each major revenue account for contributors to prior period amounts. We obtained and documented an understanding of any significant variations. We noted that the Department does not budget for contributions. There were no contributions received directly by the Department not included above that constituted ten percent or more of all contributions received by the Department during the reporting period.
14. We obtained the Summary of Revenues (the "Summary") from affiliated and outside organizations as of the end of the reporting period from the Department. We judgmentally selected three transactions from the Summary and compared and agreed each selection to supporting documentation, the Department's general ledger and recalculated totals, noting no differences. We obtained the independent auditors' report for the Foundation as of and for the year ended June 30, 2006.
15. We compared direct state or other governmental support recorded by the Department during the reporting period with corroborative supporting documentation and recalculated totals, noting no differences.
16. There was no direct institutional support recorded by the Department during the reporting period.
17. We compared the indirect institutional support recorded by the Department during the reporting period with corroborative supporting documentation and recalculated totals, noting no differences.
18. There were no agreements related to the Department's participation in revenues from tournaments during the reporting period. We compared and agreed the related NCAA/Conference distribution revenues to the Department's general ledger and recalculated totals, noting no differences.
19. We obtained and inspected the agreement related to the Department's participation in revenues from broadcast, television radio and internet rights to gain an understanding of the relevant terms and conditions. We compared and agreed related revenues to the Department's general ledger, and the Statement and recalculated totals, noting no differences.
20. We obtained and inspected agreements related to the Department's participation in revenues from royalties, advertisements and sponsorships during the reporting period to gain an understanding of the relevant terms and conditions. We compared and agreed the related revenues to the Department's general ledger and the Statement and recalculated totals, noting no differences.
21. There was no sports-camp revenue recorded by the Department during the reporting period.
22. We obtained and inspected endowment agreements to gain an understanding of the relevant terms and conditions. We compared and agreed the classification and use of endowment and investment income reported in the Statement during the reporting period to the uses of income defined within the related endowment agreements and recalculated totals, noting no differences.
23. We compared and agreed each operating revenue category reported in the Statement during the reporting period to supporting schedules provided by the Department, noting no differences.

24. We compared and agreed ten operating revenue receipts obtained from the above operating revenue supporting schedules to adequate supporting documentation, noting no differences.
25. We compared each major revenue account to prior period amounts and budget estimates. We obtained and documented an understanding of any significant variations.

Agreed-Upon Procedures for Expenses

26. We judgmentally selected five students from the listing of the Department student aid recipients during the reporting period. We obtained an individual student-account detail for each selection and compared total aid allocated from the related aid award letter to the student's account and recalculated totals, noting no differences.
27. We obtained and inspected contractual agreements pertaining to expenses recorded by the Department from guaranteed contests during the reporting period. We compared and agreed related amounts expensed by the Department to the general ledger and the Statement and recalculated totals, noting no differences.
28. We obtained and inspected a listing of coaches employed by the Department and related entities during the reporting period. We selected three coaches' contracts including football, and men's and women's basketball from the above listing. We compared and agreed the financial terms and condition of each selection to the related coaching salaries, benefits, and bonuses recorded by the Department and related entities in the statement during the reporting period. The Department does not send 1099's to most employees and the three coaches selected did not receive 1099's during fiscal year 2006. We could only obtain W-2's for the calendar year 2005 and could not agree totals to the related expense recorded by the Department, therefore we agreed coaching salaries, benefits and bonuses paid by the Department to the payroll system and recalculated totals, noting no differences.
29. There were no coaches employed by third parties during the reporting period.
30. We judgmentally selected three support staff/administrative personnel employed by the Department and related entities during the reporting period. The Department does not send 1099's to most employees and the three support staff/administrative personnel selected did not receive 1099's during fiscal year 2006. We could only obtain W-2's for the calendar year 2005 and could not agree totals to the related expense recorded by the Department, therefore we agreed salaries, benefits and bonuses paid by the Department to the payroll system and recalculated totals, noting no differences.
31. There were no support staff/administrative personnel employed by third parties during the reporting period.
32. We selected two employees receiving severance payments from the Department during the reporting period and agreed each severance payment to the related termination letter or employment record and recalculated totals, noting no differences.
33. We obtained and documented an understanding of the Department's recruiting expense policies. We compared and agreed to existing institutional and NCAA – related policies.
34. We obtained and documented an understanding of the Department's team travel policies. We compared and agreed to existing institutional and NCAA – related policies.
35. We obtained and documented an understanding of the Department's methodology for allocating indirect facilities support. We summed the indirect facilities-support and indirect institutional-support totals reported by the Department in the Statement. The revenue category of indirect facilities and administrative support is not related to the expense category; therefore we did not compare the two.

36. We compared and agreed ten operating expenses obtained from the above operating expense during reporting period to supporting schedules provided by the Department, noting no differences
37. We compared and agreed each operating expenses category reported in the Statement during the above operating expense supporting schedules to adequate supporting documentation, noting no differences.
38. We compared each major expense account to prior period amounts and budgets estimates. We obtained and documented an understanding of any significant variations.

We were not engaged to, and did not perform an examination, the objective of which would be the expression of an opinion on the accompanying Statement of Revenues, Expenditures and Other Changes or other specified elements, accounts or items. Accordingly, we do not express such an opinion. Had we performed additional procedures, other matters might have come to our attention that would have been reported to you. Further, we were not engaged to, and did not, conduct a study and evaluation of the system of internal controls of the University or its intercollegiate athletics program, the objective of which would be the expression of an opinion on the system of internal accounting controls of the University or its intercollegiate athletics program in effect during the period from July 1, 2005 through June 30, 2006. Accordingly, we do not express such an opinion. Had we performed additional procedures, or had we made a study and evaluation of the system of internal accounting controls, other matters might have come to our attention that would have been reported to you. This report relates only to the procedures specified above and does not extend to any financial statements of the University or its intercollegiate athletics program.

This report is intended solely for the specified user listed above and is not intended to be and should not be used by anyone other than the specified user.

Grant Thornton LLP

Oklahoma City, Oklahoma
October 23, 2006

**INTERCOLLEGIATE ATHLETICS PROGRAM OF OKLAHOMA STATE UNIVERSITY
AND THE OKLAHOMA STATE UNIVERSITY FOUNDATION**

STATEMENT OF REVENUES, EXPENDITURES AND OTHER CHANGES

For the Fiscal Year Ended June 30, 2006

	<u>Football</u>	<u>Men's Basketball</u>	<u>Women's Basketball</u>	<u>Men's Olympic Sports</u>	<u>Women's Olympic Sports</u>	<u>Nonprogram Specific</u>	<u>Total</u>
Operating Revenues:							
Ticket Sales	\$7,521,469	\$4,680,680	\$204,936	\$686,136	\$145,490	\$299,885	\$13,538,596
Student Activity Fee	-	-	-	-	-	2,047,664	2,047,664
Guarantees	-	100,000	-	122,398	4,000	-	226,398
Contributions	5,032,474	3,239,807	32,997	8,984,589	205,770	193,527,518	211,023,155
Compensation/Benefits by Third Party	-	-	-	-	-	-	-
Direct State of Other Government Support	-	-	-	-	-	600,000	600,000
Direct Institutional Support	-	-	-	-	-	-	-
Indirect Facilities & Administrative Support	-	-	-	-	-	1,882,472	1,882,472
NCAA/Conference Income	3,904,726	1,928,556	9,265	69,287	59,158	661,599	6,632,591
Radio/TV Rights	-	-	-	-	-	2,000,000	2,000,000
Program Sales, Concessions & Parking	255,181	126,766	9,146	22,223	2,529	4,124	419,969
Royalties, Advertisements & Sponsorships	-	-	-	-	-	1,465,325	1,465,325
Sports Camp Revenue	-	-	-	-	-	-	-
Endowment and Investment Income	103,753	123,984	5,114	126,404	24,089	660,635	1,043,979
Other	100,332	-	-	20,390	9,469	354,566	484,757
Total Revenue	16,917,935	10,199,793	261,458	10,031,427	450,505	203,503,788	241,364,906
Expenditures and mandatory transfers:							
Financial Aid	1,092,162	228,645	193,972	453,733	787,882	2,574,606	5,331,000
Guarantees	350,000	330,000	72,950	35,653	2,500	-	791,103
Coaching Salaries/Benefits/Bonuses Paid by University and Related Entities	3,237,080	1,745,061	607,272	1,280,086	1,054,654	-	7,924,153
Coaching Other Compensation and Benefits Paid by Third Party	-	-	-	-	-	-	-
Support Staff/Admin Salaries/Benefits/Bonuses Paid by University and Related Entities	476,656	167,606	89,960	144,408	106,043	5,205,191	6,189,864
Support Staff/Admin Other Compensation Paid by Third Party	-	-	-	-	-	-	-
Severance Payments	-	-	-	-	-	553,655	553,655
Recruiting	308,641	67,028	55,973	120,986	77,633	-	630,261
Team Travel	738,247	356,764	180,629	785,348	636,018	(8,739)	2,688,267
Equipment, Uniforms and Supplies	519,080	34,662	26,339	158,682	297,997	704,106	1,740,866
Game Expenses	84,222	101,810	82,767	62,469	36,712	1,042,067	1,410,047
Fund Raising, Marketing and Promotion	-	-	-	-	-	1,013,298	1,013,298
Direct Facilities, Maintenance and Rental	54,865	36,142	29,644	27,059	45,466	38,271,137	38,464,313
Spirit Groups	-	-	-	-	-	325,620	325,620
Indirect Facilities and Admin Support	-	-	-	-	-	338,683	338,683
Medical Expenses and Medical Insurance	99,186	35,056	18,985	80,557	93,865	344,512	672,161
Membership and Dues	43,347	8,571	4,592	7,519	9,264	25,308	98,601
Other Operating Expenses	1,132,765	659,612	47,608	7,962,695	276,444	2,049,972	12,129,096
Mandatory Transfers of Principal and Interest	-	-	-	-	-	-	-
Total Expenditures and mandatory transfers	8,136,251	3,770,957	1,410,691	11,119,195	3,424,478	52,439,416	80,300,988
Other Changes:							
Nonmandatory transfers to unexpended plant fund	-	-	-	-	-	-	-
Excess (deficiency) of revenue and other changes over expenditures and mandatory transfers							
	\$ 8,781,684	\$ 6,428,836	\$ (1,149,233)	\$ (1,087,768)	\$ (2,973,973)	\$ 151,064,372	\$ 161,063,918

**INTERCOLLEGIATE ATHLETICS PROGRAM OF OKLAHOMA STATE UNIVERSITY
AND THE OKLAHOMA STATE UNIVERSITY FOUNDATION**

STATEMENT OF REVENUES, EXPENDITURES AND OTHER CHANGES

For the fiscal year ended June 30, 2005

	<u>Football</u>	<u>Men's Basketball</u>	<u>Women's Basketball</u>	<u>Men's Olympic Sports</u>	<u>Women's Olympic Sports</u>	<u>Nonprogram Specific</u>	<u>Total</u>
Operating Revenues:							
Ticket Sales	\$ 8,181,833	\$ 4,255,683	\$ 155,037	\$ 692,283	\$ 152,208	\$ 545,251	\$ 13,982,295
Student Activity Fee	-	-	-	-	-	1,989,184	1,989,184
Guarantees	250,000	130,000	-	93,157	-	-	473,157
Contributions	3,724,841	1,599,124	50,616	1,658,620	418,496	10,564,948	18,016,645
Compensation/Benefits by Third Party	-	-	-	-	-	-	-
Direct State of Other Government Support	-	-	-	-	-	600,000	600,000
Direct Institutional Support	-	-	-	-	-	-	-
Indirect Facilities & Administrative Support	-	-	-	-	-	1,585,103	1,585,103
NCAA/Conference Income	6,342,254	2,278,314	9,532	70,219	66,642	711,236	9,478,197
Radio/TV Rights	-	-	-	-	-	1,900,000	1,900,000
Program Sales, Concessions & Parking	275,930	117,573	10,273	23,910	1,302	5,602	434,590
Royalties, Advertisements & Sponsorships	-	-	-	-	-	1,275,740	1,275,740
Sports Camp Revenue	-	-	-	-	-	-	-
Endowment and Investment Income	48,452	35,261	2,763	52,417	13,943	337,565	490,401
Other	111,704	598	-	13,489	22,032	877,611	1,025,434
Total Revenue	18,935,014	8,416,553	228,221	2,604,095	674,623	20,392,240	51,250,746
Expenditures and mandatory transfers:							
Financial Aid	934,774	157,130	160,700	412,178	673,418	2,182,279	4,520,479
Guarantees	275,000	227,500	58,832	30,576	3,602	-	595,510
Coaching Salaries/Benefits/Bonuses Paid by University	3,178,339	1,646,434	697,019	1,255,165	944,388	-	7,721,345
Coaching Other Compensation and Benefits Paid by Third Party	-	-	-	-	-	-	-
Support Staff/Admin Salaries/Benefits/Bonuses Paid by University	399,701	205,685	81,910	162,813	99,244	4,668,933	5,618,286
Support Staff/Admin Other Compensation Paid by Third Party	-	-	-	-	-	-	-
Severance Payments	-	-	-	-	-	-	-
Recruiting	258,021	64,759	42,275	96,083	68,789	-	529,927
Team Travel	1,550,314	420,691	214,479	787,207	721,131	-	3,693,822
Equipment, Uniforms and Supplies	634,108	41,425	73,638	188,510	282,372	3,557,120	4,777,173
Game Expenses	68,118	94,666	71,015	59,889	37,967	974,975	1,306,630
Fund Raising, Marketing and Promotion	-	-	-	-	-	1,130,964	1,130,964
Direct Facilities, Maintenance and Rental	63,688	29,580	5,728	20,600	29,956	17,499,997	17,649,549
Spirit Groups	-	-	-	-	-	291,220	291,220
Indirect Facilities and Admin Support	-	-	-	-	-	356,881	356,881
Medical Expenses and Medical Insurance	101,884	11,467	15,784	47,393	58,325	326,243	561,096
Membership and Dues	28,142	6,214	5,869	5,576	7,674	32,616	86,091
Other Operating Expenses	1,132,918	532,530	110,353	1,745,898	410,950	2,661,469	6,594,118
Mandatory Transfers of Principal and Interest	-	-	-	-	-	-	-
Total Expenditures and mandatory transfers	8,625,007	3,438,081	1,537,602	4,811,888	3,337,816	33,682,697	55,433,091
Other Changes:							
Nonmandatory transfers to unexpended plant fund	-	-	-	-	-	-	-
Excess (deficiency) of revenue and other changes over expenditures and mandatory transfers	\$ 10,310,007	\$ 4,978,472	\$ (1,309,381)	\$ (2,207,793)	\$ (2,663,193)	\$ (13,290,457)	\$ (4,182,345)

Intercollegiate Athletics Program Accounts of Oklahoma State University and the Oklahoma State University Foundation

NOTES TO STATEMENT OF REVENUES, EXPENDITURES AND OTHER CHANGES

June 30, 2006 and 2005

NOTE A - BASIS OF PRESENTATION

The accompanying Statements of Revenues, Expenditures and Other Changes (the "Statement") have been prepared on the accrual basis of accounting and is presented in a manner which intends to report all activity of the Oklahoma State University (the "University") intercollegiate athletics program, including activity reported by the Oklahoma State University Foundation (the "Foundation") related to intercollegiate athletics. The activity of OSU Cowboy Golf, Inc. has only been included in the Statement as described in Note C. Unrestricted revenues are recorded when earned and expenditures are recorded when incurred. Restricted revenues are reported when expended rather than when received. The revenues and expenditures have been classified on a basis consistent with the account structure of the University.

The Foundation accounts for contributions received and made in accordance with the provisions of Statement of Financial Accounting Standards ("SFAS") No. 116, *Accounting for Contributions Received and Contributions Made*. Gift revenue for fiscal years 2006 and 2005 includes \$12,311,600 and \$13,907,958, respectively, of unconditional promises to give received by the Foundation. This was not included in the Statement in accordance with NCAA guidelines.

The Foundation accounts for investments held in accordance with the provisions of SFAS No. 124, *Accounting for Certain Investments Held by Not-For-Profit Organizations*. Investment income revenue for fiscal years 2006 and 2005 includes \$65,447 and \$(50,168), respectively, in net realized and unrealized gains (losses) on investments.

NOTE B - OUTSIDE BOOSTER ORGANIZATIONS

Several booster organizations, known as Posse Clubs, have been established on behalf of the University's intercollegiate athletics program. These organizations are under the financial control of the Foundation in that they are subject to the Foundation's internal accounting control policies and procedures. Activity of the Posse Clubs is included in the accompanying Statement to the extent it is included in the accounts of the Foundation.

NOTE C - CONTRIBUTION

Contributions include a gift of \$165,000,000 made directly to OSU Cowboy Golf, Inc. instead of following normal processing through the Foundation due to timing constraints of the gift receipt.

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