

Financial Statements

**LOUISVILLE AND JEFFERSON COUNTY VISITORS AND
CONVENTION COMMISSION**

Year Ended June 30, 2019

**LOUISVILLE AND JEFFERSON COUNTY VISITORS AND
CONVENTION COMMISSION**

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Independent Auditor's Report

The Board of Commissioners
**Louisville and Jefferson County Visitors and
Convention Commission**

Report on the Financial Statement

We have audited the accompanying financial statements of the governmental activities, the discretely presented component unit and each major fund of the Louisville and Jefferson County Visitors and Convention Commission ("the Commission") as of and for the year ended June 30, 2019, and the related notes to the financial statements, which collectively comprises the Commission's basic financial statements as listed in the table of contents.

Management's Responsibility for the Financial Statements

Management is responsible for the preparation and fair presentation of these financial statements in accordance with accounting principles generally accepted in the United States of America; this includes the design, implementation, and maintenance of internal control relevant to the preparation and fair presentation of financial statements that are free from material misstatement, whether due to fraud or error.

Auditor's Responsibility

Our responsibility is to express opinions on these financial statements based on our audit. 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. 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 involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the entity's preparation and fair presentation of the financial statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the entity's internal control. Accordingly, we express no such opinion. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of significant accounting estimates made by management, as well as evaluating the overall presentation of the financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

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Independent Auditor's Report (Continued)

Opinions

In our opinion, the financial statements referred to above present fairly, in all material respects, the respective financial position of the governmental activities, the discretely presented component unit, and each major fund of the Commission as of June 30, 2019, and the respective changes in financial position, and, where applicable, cash flows thereof for the year then ended in accordance with accounting principles generally accepted in the United States of America.

Other Matters

Required Supplementary Information

Accounting principles generally accepted in the United States of America require that the management's discussion and analysis on pages 4-10, budgetary comparison information on page 40, GASB 68 schedules on pages 41-42 and GASB 75 schedules on pages 43-44 be presented to supplement the basic financial statements. Such information, although not a part of the basic financial statements, is required by the Governmental Accounting Standards Board, who considers it to be an essential part of financial reporting for placing the basic financial statements in an appropriate operational, economic, or historical context. We have applied certain limited procedures to the required supplementary information in accordance with auditing standards generally accepted in the United States of America, which consisted of inquiries of management about the methods of preparing the information and comparing the information for consistency with management's responses to our inquiries, the basic financial statements, and other knowledge we obtained during our audit of the basic financial statements. We do not express an opinion or provide any assurance on the information because the limited procedures do not provide us with sufficient evidence to express an opinion or provide any assurance.

Other Supplementary Information

Our audit was conducted for the purpose of forming opinions on the financial statements that collectively comprise the Commission's basic financial statements. The Schedule of Collection of Transient Room Tax - Historical Transient Room Tax Collections on page 45 is presented for purposes of additional analysis and are not a required part of the basic financial statements.

The Schedule of Collection of Transient Room Tax - Historical Transient Room Tax Collections is the responsibility of management and was derived from and relates directly to the underlying accounting and other records used to prepare the basic financial statements. Such information has been subjected to the auditing procedures applied in the audit of the basic financial statements and certain additional procedures, including comparing and reconciling such information directly to the underlying accounting and other records used to prepare the basic financial statements or to the basic financial statements themselves, and other additional procedures in accordance with auditing standards generally accepted in the United States of America. In our opinion, the Schedule of Collection of Transient Room Tax - Historical Transient Room Tax Collections is fairly stated, in all material respects, in relation to the basic financial statements as a whole.

Independent Auditor's Report (Continued)

Other Reporting Required by *Government Auditing Standards*

In accordance with *Government Auditing Standards*, we have also issued our report dated October 31, 2019 on our consideration of the Commission's internal control over financial reporting and on 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* in considering the Commission's internal control over financial reporting and compliance.

MCM CPAs & Advisors LLP

Louisville, Kentucky
October 31, 2019

MANAGEMENT'S DISCUSSION AND ANALYSIS

Management's discussion and analysis is provided as a supplement to the accompanying financial statements and footnotes to help provide an understanding of the financial position, changes in financial position, and results of operations of the Louisville and Jefferson County Visitors and Convention Commission (the "Commission"), doing business as Louisville Tourism. Management's discussion and analysis should be read in conjunction with the accompanying financial statements and footnotes.

The Commission was established pursuant to KRS 91A.350. The mission of the Commission is to enhance Greater Louisville's economy through tourism - to position and sell the community worldwide, in partnership with the public and private sector, as a premier destination for conventions, trade shows, corporate meetings, group tours and individual leisure travel. In pursuit of its mission, the Commission generates increased visitor spending, local tax receipts and job development.

FINANCIAL HIGHLIGHTS

To provide context to these financial highlights, it should be noted that the Commission's net position was impacted by the issuance on August 31, 2016 of Dedicated Tax Revenue Bonds with a par amount of \$148.8 million ("the Series 2016 Bonds") to finance a portion of the renovation and expansion of the Kentucky International Convention Center ("KICC"). KICC is owned by the Commonwealth of Kentucky and therefore not recorded as an asset by the Commission. The deficit net position results from the net bonds payable being reflected as a liability with no recognition of a corresponding asset.

- Total liabilities and deferred inflows of resources exceeded total assets and deferred outflows of resources by \$113.2 million at June 30, 2019.
- Total net position increased by \$11.1 million for the fiscal year ending June 30, 2019.
- The Series 2016 Bonds were upgraded to A+ by Standard & Poor's during the fiscal year ended June 30, 2019.

OVERVIEW OF THE FINANCIAL STATEMENTS

This overview and analysis is intended to serve as an introduction to the Commission's basic financial statements, which include two components: (1) the financial statements and (2) notes to the financial statements. This report also contains supplementary information, which is comprised of a budgetary comparison schedule, net pension obligation, and net OPEB liability as required supplementary information and a schedule of collection of transient room tax as other supplementary information. These components are described below.

The financial statements provide both short-term and long-term information about the Commission's financial position and consist of (1) government-wide financial statements, (2) fund financial statements and (3) notes to the financial statements. The Commission's government-wide financial statements are prepared on an accrual basis. The fund financial statements are prepared on a modified accrual basis, in accordance with generally accepted accounting principles for governmental units.

GOVERNMENT-WIDE FINANCIAL STATEMENTS

The Statement of Net Position (Deficit) (page 11) presents the Commission's assets and liabilities, with the difference between the two reported as "Total Net Position (Deficit)." Over time, increases or decreases in the Commission's net position serve as an indicator of whether the financial position of the Commission is improving or deteriorating. The Statement of Activities (page 12) reports information on all Commission revenues and expenses in a manner similar to that used by most private-sector companies and presents information regarding how net position changed during the fiscal year. All changes in net position are reported when the underlying event occurs, regardless of the timing of the related cash flow.

GOVERNMENT-WIDE FINANCIAL STATEMENTS - CONTINUED

The Greater Louisville Sports Commission (the "GLSC") is included as a discretely presented component unit of the Commission as it is fiscally dependent upon the Commission. In the fiscal year ended June 30, 2019, the Commission provided \$500,000 of operating funds to the GLSC without which the GLSC would have been unable to continue operations. It is the Commission's intention to continue to fund GLSC in future years. However, because the GLSC is a separate organization with a separate board that is not controlled by the Commission, the GLSC financial information has been intentionally omitted from this discussion.

FUND FINANCIAL STATEMENTS

The Balance Sheet - Governmental Funds (page 13) consists of two fund types, the General Fund and the Debt Service Fund. The General Fund is used to record the general operations of the Commission and the Debt Service Fund is used to account for the accumulation of resources for payment of general long-term debt principal and interest.

Reconciliation of the Balance Sheet - Governmental Funds to the Statement of Net Position (Deficit) (page 14) provides a summary and explanation of differences between the fund financial statements and the government-wide financial statements.

The Statement of Revenues, Expenditures, and Changes in Fund Balances - Governmental Funds (page 15) reports actual operations of both the General and Debt Service funds.

Reconciliation of the Statement of Revenues, Expenditures, and Changes in Fund Balances - Governmental Funds to the Statement of Activities (pages 16-17) provides a summary and explanation of differences between the fund financial statements and the government-wide financial statements.

NOTES TO THE FINANCIAL STATEMENTS

The notes to the financial statements provide additional information that is essential to a full understanding of the data provided in the financial statements. The notes to the financial statements may be found immediately following the financial statements and preceding the supplementary information, on pages 18 through 39.

OTHER INFORMATION

In addition to the basic financial statements and accompanying notes, this report also contains certain supplementary information. Required supplementary information includes a budget to actual comparison schedule, certain net pension liability information, and certain net OPEB liability information. Other supplementary information includes a schedule of historical transient room tax collections.

FINANCIAL ANALYSIS OF THE COMMISSION

The Commission's liabilities and deferred inflows of resources exceeded assets and deferred outflows of resources by \$113.2 million at June 30, 2019 compared to \$124.3 million at June 30, 2018. The net position was impacted by the Commission's issuance on August 31, 2016 of the Series 2016 Bonds with a par amount of \$148.8 million to finance a portion of the renovation and expansion of KICC. KICC is owned by the Commonwealth of Kentucky and therefore the facility, including any funds provided to support its renovation and expansion, is not recorded as an asset by the Commission. The deficit net position results from the net bonds payable being reflected as a liability with no recognition of a corresponding asset. Net bonds payable was \$143.6 million at June 30, 2019. The condensed information below was derived from the Commission's Statement of Net Position (Deficit) at June 30, 2019 and June 30, 2018.

Louisville and Jefferson County Visitors and Convention Commission

Assets, Liabilities, and Net Position (Deficit)

June 30

			Variance	
	2019	2018	\$	%
Assets				
Other assets, net	\$ 45,821,983	\$ 36,978,176	\$ 8,843,807	24%
Capital assets, net	<u>384,857</u>	<u>232,972</u>	<u>151,885</u>	<u>65%</u>
Total Assets	46,206,840	37,211,148	8,995,692	24%
Deferred outflows of resources	<u>3,880,304</u>	<u>4,867,070</u>	<u>(986,766)</u>	<u>-20%</u>
Total Assets and Deferred Outflows of Resources	\$ 50,087,144	\$ 42,078,218	\$ 8,008,926	19%
Liabilities				
Long-term liabilities, net	\$ 154,471,046	\$ 158,562,937	\$ (4,091,891)	-3%
Other liabilities, net	<u>7,193,113</u>	<u>6,568,341</u>	<u>624,772</u>	<u>10%</u>
Total Liabilities	161,664,159	165,131,278	(3,467,119)	-2%
Deferred inflows of resources	<u>1,604,010</u>	<u>1,227,874</u>	<u>376,136</u>	<u>31%</u>
Total Liabilities and Deferred Inflows of Resources	\$ 163,268,169	\$ 166,359,152	\$ (3,090,983)	-2%
Net Position (Deficit)				
Invested in capital assets, net	\$ 384,857	\$ 232,972	\$ 151,885	65%
Restricted	26,056,201	18,771,016	7,285,185	39%
Unrestricted	<u>(139,622,083)</u>	<u>(143,284,922)</u>	<u>3,662,839</u>	<u>-3%</u>
Total Net Position (Deficit)	<u>\$ (113,181,025)</u>	<u>\$ (124,280,934)</u>	<u>\$ 11,099,909</u>	<u>-9%</u>

FINANCIAL ANALYSIS OF THE COMMISSION - CONTINUED

Total assets and deferred outflows of resources increased by \$8.0 million, or 19%. Key elements of this change were:

- Other assets increased by \$8.8 million, or 24%, primarily due to an increase of \$1.8 million in cash and investments in the general fund resulting from higher transient room tax revenue and expense savings, an increase of \$1.1 million in restricted cash predominantly to support future capital improvements at KICC, and an increase of \$6.0 million in restricted cash and investments from debt service fund revenue that exceeded required debt service expenditures.
- Deferred outflows of resources decreased by \$1.0 million, or -20%, as the deferred outflow for pension fell \$0.9 million and the deferred outflow for postemployment benefits other than pensions (OPEB) decreased \$0.1 million.

Total liabilities and deferred inflows of resources decreased by \$3.1 million, or -2%. Key elements of this change were:

- Long-term liabilities, net decreased by \$4.1 million, or -3%, primarily as a result of a \$3.8 million reduction in net bonds payable due to the \$3.0 million bond principal payment during the year and \$0.8 million amortization of the net bond issuance premium. A \$0.5 million reduction in the net OPEB liability also contributed to the decrease, but was partially offset by a \$0.3 million increase in the net pension liability.
- Other liabilities increased by \$0.6 million, or 10%, due mainly to higher accounts payable and accrued expenses in the normal course of business.
- Deferred inflows of resources increased by \$0.4 million, or 31%, due primarily to a higher deferred inflow for OPEB.

Restricted net position increased by \$7.3 million, or 39%. Key elements of this change were:

- Additional accumulated debt service fund assets of \$6.2 million coupled with a \$1.0 million increase in funds restricted for capital improvements at KICC increased restricted net position.

Unrestricted net deficit decreased by \$3.7 million, or 3%. Key elements of this change were:

- The bond principal payment of \$3.0 million and net bond issuance premium amortization of \$0.8 million increased unrestricted net position (deficit).

FINANCIAL ANALYSIS OF THE COMMISSION - CONTINUED

A summary of the Commission's changes in net position (deficit) is shown below.

Louisville and Jefferson County Visitors and Convention Commission

Changes in Net Position (Deficit)

For the Year Ended June 30

	2019	2018	Variance	
			\$	%
Expenses				
Operating	\$ 20,852,470	\$ 18,674,235	\$ 2,178,235	12%
Interest	4,145,946	4,195,876	(49,930)	-1%
Other	86,337	124,821	(38,484)	-31%
	<u> </u>	<u> </u>	<u> </u>	<u> </u>
Total Expenses	\$ 25,084,753	\$ 22,994,932	\$ 2,089,821	9%
Revenues				
Transient room tax	\$ 33,656,526	\$ 29,619,999	\$ 4,036,527	14%
Matching funds	563,388	570,410	(7,022)	-1%
Partnership dues	319,320	331,633	(12,313)	-4%
Advertising	271,536	280,877	(9,341)	-3%
Investment income	944,093	340,204	603,889	178%
Other income	429,799	325,427	104,372	32%
	<u> </u>	<u> </u>	<u> </u>	<u> </u>
Total Revenues	\$ 36,184,662	\$ 31,468,550	\$ 4,716,112	15%
	<u> </u>	<u> </u>	<u> </u>	<u> </u>
Changes in Net Position (Deficit)	\$ 11,099,909	\$ 8,473,618	\$ 2,626,291	31%

FINANCIAL ANALYSIS OF THE COMMISSION - CONTINUED

The Commission's change in net position (deficit) was an increase of \$11.1 million for the year ended June 30, 2019 compared to \$8.5 million for the year ended June 30, 2018.

Expenses of the Commission consist primarily of operating and interest expenses. Operating expenses include personnel, occupancy, sales and marketing, and general and administrative expenses. Operating expenses rose \$2.2 million, or 12%, as additional funds available were utilized to support strategic objectives in key functional areas. Advertising increased \$0.5 million as enhanced investments were made in the leisure segment to capitalize on existing momentum in that market. Sponsorships and event expenses rose \$1.1 million as the Commission contributed to the Louisville Regional Airlift Development (LRAD) air service initiative and as events, including industry tradeshows, were once-again held at KICC following its reopening in August 2018.

Revenues of the Commission consist primarily of transient room tax. The components of total transient room tax, including the 4.5% that supports the Commission's operations, are further described in Note Q of the financial statements. The reopening of KICC and continued strength in the city's visitor economy spurred robust growth of transient room tax during the year. Transient room tax increased by \$4.0 million, or 14%, as a result of a higher average daily rate (ADR) and an increase in hotel room supply which together produced higher overall room revenue in the market. The Commission's remaining revenue is derived from matching funds received from the Commonwealth of Kentucky, partnership dues from various partners in the hospitality industry and local business community, advertising revenue from various publications produced by the Commission, investment income, and other income. Investment income rose \$0.6 million, or 178%, due to both an increase in funds available for investment and higher market interest rates.

BUDGETARY CONTROLS

The Commission adopts a budget, which is approved by its Board of Commissioners and Louisville/Jefferson County Metro Government prior to the start of each new fiscal year. Budgets are a measure of the Commission's financial performance and accountability and are compared with actual revenues and expenses by the Board of Commissioners on a bi-monthly basis.

The Commission reviews unbudgeted expenditures that may arise due to unforeseen opportunities and that may also result in significant variations from the original budget amounts. The budgetary comparison schedule presented in the required supplementary information section of this report highlights the original and final budgets as compared to the actual revenues and expenditures. Budget amendments for salaries and related expenses, advertising, sponsorships and events, site visits, data processing, professional fees, and capital expenditures collectively totaling \$1.0 million were approved by the Commission.

Revenues exceeded budget by \$3.6 million primarily as a result of stronger transient room tax revenues from growth in ADR and hotel room supply with a smaller portion contributed by higher investment income. Expenditures were below budget by \$0.9 million from savings in select areas including pension expenses, advertising, sponsorships and events, and printing.

ECONOMIC CONDITION AND OUTLOOK

The Commission prepared a budget for the fiscal year ending June 30, 2020 based on current and forecasted economic conditions. Management is not aware of any changes in conditions that are expected to have a significant effect on the Commission's budgeted financial performance for that period. Management will actively monitor the Commission's financial performance and will adjust to changes in the economic landscape as necessary.

REQUESTS FOR INFORMATION

This financial report is designed to provide a general overview of the finances of the Commission to interested persons. Questions concerning any of the information provided in this report or requests for additional information should be addressed to:

Chief Financial Officer
Louisville Tourism
One Riverfront Plaza
401 W. Main Street - Suite 2300
Louisville, KY 40202

The GLSC prepares separately issued annual financial statements. Requests for a copy of the GLSC audit report or other questions concerning the GLSC should be addressed to:

Executive Director
Greater Louisville Sports Commission
One Riverfront Plaza
401 W. Main Street - Suite 2200
Louisville, KY 40202

GOVERNMENT-WIDE FINANCIAL STATEMENTS

**LOUISVILLE AND JEFFERSON COUNTY VISITORS AND
CONVENTION COMMISSION**
STATEMENT OF NET POSITION (DEFICIT)
June 30, 2019

	Louisville and Jefferson County Visitors and Convention Commission	Component Unit Greater Louisville Sports Commission, Inc.
ASSETS		
Cash and cash equivalents	\$ 8,738,143	\$ 263,699
Cash and cash equivalents restricted	7,665,687	-
Investments	19,798,489	-
Due from other governmental units	6,107,537	-
Due from trustee	1,526,885	-
Due from related parties	250,000	-
Other receivables, net	643,785	363,298
Inventory	107,985	-
Prepaid expenses	470,339	28,873
Debt issuance costs, net	513,133	-
Capital assets, net of depreciation	384,857	2,150
Total Assets	46,206,840	658,020
DEFERRED OUTFLOWS OF RESOURCES		
Deferred outflow - pension	2,897,879	-
Deferred outflow - OPEB	982,425	-
Total Assets and Deferred Outflow of Resources	50,087,144	658,020
LIABILITIES		
Accounts payable and accrued expenses	2,687,820	159,233
Deferred revenue	-	177,873
Interest payable	408,338	-
Due to other governmental units	208,000	-
Due to related parties	-	250,000
Current bonds payable, net	3,888,955	-
Compensated absences	177,756	-
Net pension liability	11,304,580	-
Net OPEB liability	3,295,433	-
Long-term bonds payable, net	139,693,277	-
Total Liabilities	161,664,159	587,106
DEFERRED INFLOWS OF RESOURCES		
Deferred inflow - pension	924,837	-
Deferred inflow - OPEB	679,173	-
Total Liabilities and Deferred Inflow of Resources	163,268,169	587,106
NET POSITION (DEFICIT)		
Net investment in capital assets	384,857	-
Restricted	26,056,201	106,938
Unrestricted (deficit)	(139,622,083)	(36,024)
Total Net Position (Deficit)	\$ (113,181,025)	\$ 70,914

See accompanying independent auditor's report
and notes to financial statements.

**LOUISVILLE AND JEFFERSON COUNTY VISITORS AND
CONVENTION COMMISSION**
STATEMENT OF ACTIVITIES
Year Ended June 30, 2019

	Louisville and Jefferson County Visitors and Convention Commission	Component Unit Greater Louisville Sports Commission, Inc.
EXPENSES		
Operating	\$ 20,852,470	\$ 2,143,709
Interest	4,145,946	-
Depreciation and amortization	62,020	2,575
Other bond fees	24,317	-
Total Expenses	25,084,753	2,146,284
GENERAL REVENUES		
Transient room tax	33,656,526	-
Partnership dues	319,320	-
Advertising	271,536	-
Merchandise, net	115,975	-
Services and fees	262,816	-
Matching funds	563,388	-
Investment income	944,093	-
Agency funding	-	500,000
Program service revenue	-	1,684,759
Other income	51,008	-
Total General Revenues	36,184,662	2,184,759
Change In Net Position	11,099,909	38,475
Net Position (Deficit), Beginning of Year	(124,280,934)	32,439
Net Position (Deficit), End of Year	\$ (113,181,025)	\$ 70,914

See accompanying independent auditor's report
and notes to financial statements.

FUND FINANCIAL STATEMENTS

**LOUISVILLE AND JEFFERSON COUNTY VISITORS AND
CONVENTION COMMISSION**

BALANCE SHEET - GOVERNMENTAL FUNDS
June 30, 2019

	General Fund	Debt Service Fund	Total Governmental Funds
ASSETS			
Cash and cash equivalents	\$ 8,738,143	\$ -	\$ 8,738,143
Cash and cash equivalents restricted	3,302,018	4,363,669	7,665,687
Investments	4,481,706	15,316,783	19,798,489
Due from other governmental units	3,053,771	3,053,766	6,107,537
Due from trustee	1,526,885	-	1,526,885
Other receivables	623,820	19,965	643,785
Inventory	107,985	-	107,985
Prepaid expenses	470,339	-	470,339
Total Assets	\$ 22,304,667	\$ 22,754,183	\$ 45,058,850
LIABILITIES AND FUND BALANCE			
LIABILITIES			
Accounts payable and accrued expenses	\$ 2,687,820	\$ -	\$ 2,687,820
Due to other governmental units	208,000	-	208,000
Total Liabilities	2,895,820	-	2,895,820
FUND BALANCE			
Nonspendable:			
Inventory	107,985	-	107,985
Prepaid expenses	470,339	-	470,339
Restricted	3,302,018	22,754,183	26,056,201
Assigned	5,000,000	-	5,000,000
Unassigned	10,528,505	-	10,528,505
Total Fund Balance	19,408,847	22,754,183	42,163,030
Total Liabilities and Fund Balance	\$ 22,304,667	\$ 22,754,183	\$ 45,058,850

See accompanying independent auditor's report
and notes to financial statements.

**LOUISVILLE AND JEFFERSON COUNTY VISITORS AND
CONVENTION COMMISSION**
RECONCILIATION OF THE BALANCE SHEET - GOVERNMENTAL
FUNDS TO THE STATEMENT OF NET POSITION (DEFICIT)
June 30, 2019

Total fund balance for governmental funds \$ 42,163,030

Total net assets reported for governmental activities in the statement of net assets is different because:

Capital assets, net of depreciation, used in governmental activities are not financial resources and, therefore, not reported in the governmental funds financial statements. 384,857

Governmental funds financial statements report debt issuance costs as expenditures. However, debt issuance costs related to prepaid insurance are reported as an asset in the Statement of Net Position and amortized over the term of the debt. 513,133

Long-term assets and liabilities, and deferred inflows and outflows, are not due in the current period and, therefore, not reported in governmental funds.

Due from related parties	\$	250,000	
Bonds payable, net		(143,582,232)	
Net pension liability		(11,304,580)	
Net OPEB liability		(3,295,433)	
Deferred outflow - pension		2,897,879	
Deferred outflow - OPEB		982,425	
Interest payable		(408,338)	
Deferred inflow - pension		(924,837)	
Deferred inflow - OPEB		(679,173)	
Compensated absences		(177,756)	
		(156,242,045)	(156,242,045)

Total Net Position (Deficit) of Governmental Activities **\$ (113,181,025)**

See accompanying independent auditor's report and notes to financial statements.

**LOUISVILLE AND JEFFERSON COUNTY VISITORS AND
CONVENTION COMMISSION**

STATEMENT OF REVENUES, EXPENDITURES, AND CHANGES IN FUND BALANCES -
GOVERNMENTAL FUNDS
Year Ended June 30, 2019

	General Fund	Debt Service Fund	Total Governmental Funds
REVENUES			
Transient room tax	\$ 20,031,431	\$ 13,625,095	\$ 33,656,526
Partnership dues	319,320	-	319,320
Advertising	271,536	-	271,536
Merchandise, net	115,975	-	115,975
Services and fees	262,816	-	262,816
Matching funds	563,388	-	563,388
Investment income	387,476	556,617	944,093
Other income	51,008	-	51,008
Total Revenues	22,002,950	14,181,712	36,184,662
EXPENDITURES			
Rent	434,208	-	434,208
Parking	59,421	-	59,421
Maintenance	55,051	-	55,051
Utilities	4,522	-	4,522
Telephone	80,588	-	80,588
Supplies	110,951	-	110,951
Postage	113,156	-	113,156
Data processing	111,926	-	111,926
Payroll, full-time	4,470,013	-	4,470,013
Payroll, part-time	313,133	-	313,133
Payroll taxes	382,691	-	382,691
Commissions and incentive pay	760,929	-	760,929
Pension plan	1,107,143	-	1,107,143
Employee relations	141,777	-	141,777
Employee benefits	422,099	-	422,099
Professional fees	211,299	-	211,299
Insurance	52,938	-	52,938
Dues and subscriptions	100,934	-	100,934
Printing	530,985	-	530,985
Advertising	2,483,915	-	2,483,915
Promotional items	618,874	-	618,874
Photography and video	112,306	-	112,306
Website marketing	323,560	-	323,560
Mass marketing	538,606	-	538,606
Client events and site visits	330,888	-	330,888
Travel and trade shows	1,153,438	-	1,153,438
Entertainment	183,454	-	183,454
Sponsorships and events	4,187,902	-	4,187,902
Capital expenditures	213,905	-	213,905
Research	295,797	-	295,797
Bond principal	-	2,970,000	2,970,000
Interest expense	-	5,018,863	5,018,863
Other bond fees	-	5,429	5,429
Total Expenditures	19,906,409	7,994,292	27,900,701
Excess of Revenues Over Expenditures	2,096,541	6,187,420	8,283,961
OTHER FINANCING SOURCES (USES)			
Proceeds from loan to related party	125,000	-	125,000
Total Other Financing Sources and Uses	125,000	-	125,000
Net Change in Fund Balances	2,221,541	6,187,420	8,408,961
Fund Balance, Beginning of Year	17,187,306	16,566,763	33,754,069
Fund Balance, End of Year	\$ 19,408,847	\$ 22,754,183	\$ 42,163,030

See accompanying independent auditor's report and notes to financial statements.

**LOUISVILLE AND JEFFERSON COUNTY VISITORS AND
CONVENTION COMMISSION**

**RECONCILIATION OF THE STATEMENT OF REVENUES, EXPENDITURES, AND CHANGES IN FUND
BALANCES - GOVERNMENTAL FUNDS TO THE STATEMENT OF ACTIVITIES**

Year Ended June 30, 2019

Net change in fund balances - total governmental funds \$ 8,408,961

The change in net assets reported for governmental activities in the statement of activities is different because:

Governmental funds financial statements report capital outlays as expenditures. However, the cost of those assets is allocated over their estimated useful lives and reported as depreciation expense in the Statement of Activities. This is the amount by which capital outlays (\$213,905) exceeded depreciation (\$62,020) in the current period. 151,885

Governmental funds financial statements report payments of bond principal as expenditures. However, bond principal payments are reflected as a reduction in the related liability in the Statement of Net Position (Deficit). 2,970,000

Governmental funds financial statements report debt issuance costs as expenditures. However, debt issuance costs related to prepaid insurance are reported as an asset in the Statement of Net Position (Deficit) and amortized over the term of the debt. Debt issuance costs were amortized and increased other bond fees by \$18,888. (18,888)

Governmental funds financial statements report bond issuance premium as an other financing source. However, bond issuance premium is amortized in the Statement of Activities. Bond issuance premium was amortized and reduced interest expense by \$899,321. 899,321

Governmental funds financial statements report bond issuance discount as an other financing use. However, bond issuance discount is amortized in the Statement of Activities. Bond issuance discount was amortized and increased interest expense by \$36,304. (36,304)

See accompanying independent auditor's report and notes to financial statements.

**LOUISVILLE AND JEFFERSON COUNTY VISITORS AND
CONVENTION COMMISSION**

**RECONCILIATION OF THE STATEMENT OF REVENUES, EXPENDITURES, AND CHANGES IN FUND
BALANCES - GOVERNMENTAL FUNDS TO THE STATEMENT OF ACTIVITIES - CONTINUED**

Year Ended June 30, 2019

Pension expense related to long-term Net Pension Liability that is not included in the Governmental Funds.			(1,033,766)
Pension expense related to long-term Net OPEB Liability that is not included in the Governmental Funds.			(106,169)
Governmental funds financial statements report loans to related parties as other financing uses. However, loans to related parties are reported as assets in the Statement of Net Position (Deficit). This is the amount by which the loan to related party was partially repaid in the current period.			(125,000)
Various expenses in the statement of activities do not require the use of current financial resources and, therefore are not reported as expenditures in governmental funds.			
Change in compensated absences	\$	(20,031)	
Change in interest payable		9,900	<u>(10,131)</u>
Change in Net Position (Deficit) of Governmental Activities			<u><u>\$ 11,099,909</u></u>

See accompanying independent auditor's report
and notes to financial statements.

**LOUISVILLE AND JEFFERSON COUNTY VISITORS AND
CONVENTION COMMISSION**
NOTES TO FINANCIAL STATEMENTS
Year ended June 30, 2019

NOTE A - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Financial Reporting Entity: In 1968, the Commonwealth of Kentucky's General Assembly enacted legislation which authorized the establishment of tourist and convention commissions. This legislation is now codified at KRS 91A.350 et seq. The Louisville and Jefferson County Visitors and Convention Commission (the "Commission"), doing business as Louisville Tourism, was established in 1968 pursuant to this legislation and operates to enhance Greater Louisville's economy through tourism - to position and sell the community worldwide, in partnership with the public and private sector, as a premier destination for conventions, trade shows, corporate meetings, group tours and individual leisure travel. In pursuit of its mission, the Commission generates increased visitor spending, local tax receipts and job development.

As required by generally accepted accounting principles, these financial statements present the Commission (the primary government) and its component units. The component units, as discussed in Notes U and V, are included in the Commission's reporting entity because of the significance of their operational and financial relationship with the Commission.

The Commission does not own the Kentucky International Convention Center ("KICC"), although it is authorized to issue bonds and pledge tax revenue used to finance its construction and renovation. As a result, the net book value of KICC is not reflected in these financial statements.

Government-Wide Financial Statements: In accordance with Governmental Accounting Standards Board ("GASB") Statement No. 34, the Commission has presented a Statement of Net Position (Deficit) and Statement of Activities for the Commission as a whole. These statements include the primary government, its blended component unit (Note V), and its discretely presented component unit (Note U). Government-wide accounting is designed to provide a more comprehensive view of the Commission's operations and financial position as a single economic entity.

Government-wide statements distinguish between governmental-type and business-type activities. Governmental-type activities are those financed through taxes, intergovernmental revenues, and other non-exchange revenues and are usually reported in governmental and internal service funds. The Commission has no business-type activities.

Policies specific to the government-wide statements are as follows:

- **Capitalizing Assets** - Tangible assets greater than \$1,000 that are used in operations and have an initial useful life that extends beyond one year are capitalized. Capital assets are recorded at their historical cost and are depreciated using the straight-line method of depreciation over their estimated useful lives. They are reported net of accumulated depreciation on the Statement of Net Position (Deficit).

Fund Financial Statements: The Commission uses funds to report on its financial position and the result of its operations. Fund accounting is designed to demonstrate legal compliance and to aid financial management by segregating transactions relating to certain government functions or activities.

A Fund is a separate entity with a self-balancing set of accounts. Funds of the Commission are classified as governmental. This category, in turn, is divided into separate fund types. The fund classifications and a description of each existing fund type follow:

Governmental Funds - Governmental funds account for all or most of the Commission's general activities, including the collection of legally restricted monies, administrative expenses, and the acquisition or construction of capital assets. Governmental funds include:

General Fund - The general operating fund accounts for all financial resources, except those required to be accounted for in other funds.

Debt Service Fund - The debt service fund accounts for the resources accumulated and payments made for principal and interest on general long-term debt.

**LOUISVILLE AND JEFFERSON COUNTY VISITORS AND
CONVENTION COMMISSION**

NOTES TO FINANCIAL STATEMENTS--CONTINUED

Year ended June 30, 2019

NOTE A - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES - CONTINUED

Measurement Focus and Basis of Accounting: The accounting and financial treatment applied to a fund is determined by the type of financial statement presentation.

The government-wide financial statements are reported using the economic resources measurement focus and the accrual basis of accounting. Revenues are recognized when earned and expenses are recognized when incurred, regardless of the timing of related cash flows in the statement of activities. In these financial statements, capital assets are reported and depreciated.

Governmental fund financial statements are reported using the current financial resources measurement focus and the modified accrual basis of accounting. With this measurement focus, only current assets and current liabilities are generally included on the balance sheet. Revenues are recognized when they are both measurable and available. Revenues are considered measurable when the dollar amount is known or reasonably estimable. Revenues are considered available when they are collectible within the current period or soon enough thereafter to pay liabilities of the current period. Expenditures generally are recorded when incurred, as under accrual accounting. Expenditures for capital assets are reported as current expenses, and such assets are not depreciated.

Budgetary Accounting: The budget information reflected in the financial statements is the annual budget adopted by the Commission in accordance with the provisions of Commonwealth of Kentucky law. The budget is prepared on a basis consistent with generally accepted accounting principles.

Management's Use of Estimates: The preparation of financial statements in conformity with generally accepted accounting principles requires management to make estimates and assumptions that affect the reported amounts in the financial statements and accompanying notes. Actual results could differ from those estimates.

Cash and Cash Equivalents: Cash and cash equivalents include cash on-hand and highly liquid investments with an original maturity of three months or less.

Investments: Investments consist of United States Treasury securities and certificates of deposit and are stated at fair market value.

Allowance for Doubtful Accounts: The Commission evaluates the collectability of receivables by considering several factors including historical loss rates, the age of the accounts receivable, changes in collection patterns, the status of ongoing disputes with third party payers, and general industry conditions. An allowance for doubtful accounts is recorded, if necessary, based on management's evaluation based on these criteria. Accounts receivable reflects the net realizable value of the receivables, and approximates fair value.

Inventory: Inventory is presented at the lower of cost or market value. Cost is determined using the first-in, first-out (FIFO) method.

Capital Assets: Capital assets owned by the Commission, including leaseholds improvements, furniture and fixtures, office equipment, trademarks and intangibles are reported in the governmental activities column in the government-wide financial statements. Such assets are recorded at historical cost if purchased or constructed. Donated capital assets are recorded at estimated fair value at the date of donation. The costs of normal maintenance and repairs that do not add to the value of the asset or materially extend the life of the asset are expensed as incurred.

All capital assets are depreciated using the straight-line depreciation method over the following estimated useful lives:

Leasehold improvements	2 - 10 years
Furniture and fixtures	10 - 15 years
Office equipment	3 - 10 years
Trademarks	Indefinite
Intangibles	5 years

**LOUISVILLE AND JEFFERSON COUNTY VISITORS AND
CONVENTION COMMISSION**

NOTES TO FINANCIAL STATEMENTS--CONTINUED
Year ended June 30, 2019

NOTE A - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES - CONTINUED

Pension and Other Post-Employment Benefits (OPEB): For purposes of measuring the net pension liability, the net OPEB liability, deferred outflows of resources and deferred inflows of resources, and pension expense, information about the Commission's participation in the County Employees Retirement System (CERS) of the Kentucky Retirement Systems (KRS) have been determined on the same basis as they are reported by the KRS for the CERS plan. For this purpose, benefits including refunds of employee contributions are recognized when due and payable in accordance with the benefit terms of the CERS plan of Kentucky Retirement Systems. The liabilities were measured at June 30, 2018.

Net Position/Fund Balance: In the Statement of Net Position, the difference between the Commission's assets and deferred outflows of resources and the Commission's liabilities and deferred inflows of resources is recorded as net position. The components of net position are as follows:

Unrestricted - This category represents net assets not appropriated for expenditures or legally segregated for a specific future use.

Invested in Capital Assets, Net of Related Debt - This category records capital assets net of accumulated depreciation and reduced by any outstanding balances of bonds, mortgages, notes, or other borrowing attributable to the acquisition, construction, or improvement of capital assets.

Restricted - This category represents net assets that are restricted by external sources such as banks or by law are reported separately as restricted net assets. When assets are required to be retained in perpetuity, these non-expendable net assets are recorded separately from expendable net assets. The Commission's restricted net assets consist of cash equivalents held by a trustee for future debt service.

In the Balance Sheet - Governmental Funds, the difference between the Commission's assets and liabilities is reported as fund balance. The classifications of fund balance are as follows:

Nonspendable - This classification includes amounts that cannot be spent because they are either (a) not in spendable form or (b) legally or contractually required to be maintained intact.

Restricted - This classification includes amounts that can be spent only for the specific purposes stipulated by constitution, external resource providers, or through enabling legislation.

Committed - This classification includes amounts that can be used only for the specific purposes determined by a formal action of the government's highest level of decision-making authority.

Assigned - This classification includes amounts that are intended to be used by the government for specific purposes but do not meet the criteria to be classified as restricted or committed.

Unassigned - This classification represents fund balance that has not been assigned to other funds and that has not been restricted, committed, or assigned to specific purposes within the general fund.

The highest level of decision-making authority is the Board of Commissioners, which is comprised of nine (9) commissioners who function as the board of directors. In order to establish (and modify or rescind) amounts of fund balance as committed, a formal vote by the Commission outlining the specific purposes for which the amounts can only be used is required.

The Board of Commissioners is authorized to assign amounts to a specific purpose.

When an expenditure is incurred for purposes for which both restricted and unrestricted fund balance is available, the Commission considers restricted amounts to have been spent.

When an expenditure is incurred for purposes for which committed, assigned, or unassigned fund balance is available, the Commission first considers committed amounts to have been spent followed by assigned and then unassigned.

**LOUISVILLE AND JEFFERSON COUNTY VISITORS AND
CONVENTION COMMISSION**

NOTES TO FINANCIAL STATEMENTS--CONTINUED
Year ended June 30, 2019

NOTE A - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES - CONTINUED

New Accounting Pronouncements: In November 2016, GASB issued Statement No. 83, *Certain Asset Retirement Obligations*. This pronouncement establishes the criteria for determining the timing and pattern of recognition of a liability and a corresponding deferred outflow of resources for asset retirement obligations (AROs) and requires that recognition occur when the liability is both incurred and reasonably estimable. GASB Statement No. 83 is effective for reporting periods beginning after June 15, 2018. The Commission adopted GASB Statement No. 83 for the fiscal year ended June 30, 2019. The adoption of this statement did not have an impact on the Commission's financial position, results of operations, or cash flows.

In January 2017, GASB issued Statement No. 84, *Fiduciary Activities*. This pronouncement establishes criteria for identifying fiduciary activities of all state and local governments. The focus of the criteria generally is on (1) whether a government is controlling the assets of the fiduciary activity and (2) the beneficiaries with whom a fiduciary relationship exists. GASB Statement No. 84 is effective for reporting periods beginning after December 15, 2018. The impact of this statement on the financial statements has not yet been determined.

In June 2017, GASB issued Statement No. 87, *Leases*. This pronouncement increases the usefulness of governments' financial statements by requiring recognition of certain lease assets and liabilities for leases that previously were classified as operating leases and recognized as inflows of resources or outflows of resources based on the payment provisions of the contract. It establishes a single model for lease accounting based on the foundational principle that leases are financings of the right to use an underlying asset. GASB Statement No. 87 is effective for reporting periods beginning after December 15, 2019. The impact of this statement on the financial statements has not yet been determined.

In March 2018, GASB issued Statement No. 88, *Certain Disclosures Related to Debt, including Direct Borrowings and Direct Placements*. This pronouncement improves the information that is disclosed in the notes to the government financial statements related to debt, including direct borrowings and direct placements. GASB Statement No. 88 is effective for reporting periods beginning after June 15, 2018. The adoption of this statement did not have an impact on the Commission's financial position, results of operations, or cash flows.

In June 2018, GASB issued Statement No. 89, *Accounting for Interest Cost Incurred Before the End of a Construction Period*. This pronouncement enhances the relevance and comparability of information about capital assets and the cost of borrowing for a reporting period and simplifies accounting for interest cost incurred before the end of a construction period. GASB Statement No. 89 is effective for reporting periods beginning after December 15, 2019. The impact of this statement on the financial statements has not yet been determined.

In August 2018, GASB issued Statement No. 90, *Majority Equity Interests - An Amendment of GASB Statements No. 14 and No. 61*. This pronouncement improves the consistency and comparability of reporting a government's majority equity interest in a legally separate organization and improves the relevance of financial statement information for certain component units. GASB Statement No. 90 is effective for reporting periods beginning after December 15, 2018. The impact of this statement on the financial statements has not yet been determined.

In May 2019, GASB issued Statement No. 91, *Conduit Debt Obligations*. This pronouncement provides a single method of reporting conduit debt obligations by issuers and eliminates diversity in practice associated with (1) commitments extended by issuers, (2) arrangements associated with conduit debt obligations, and (3) related note disclosures. GASB Statement No. 91 is effective for reporting periods beginning after December 15, 2020. The impact of this statement on the financial statements has not yet been determined.

Subsequent Events: Subsequent events for the Commission have been considered through the date of the Independent Auditor's Report, which represents the date the financial statements were available to be issued. No recognized or non-recognized subsequent events occurred through that date.

**LOUISVILLE AND JEFFERSON COUNTY VISITORS AND
CONVENTION COMMISSION**

NOTES TO FINANCIAL STATEMENTS--CONTINUED

Year ended June 30, 2019

NOTE B - CASH AND CASH EQUIVALENTS

At June 30, 2019, restricted cash equivalents in the amount of \$4,363,669 were held by financial institutions in accordance with bonded and other indebtedness trust agreements which do not require that the trustee provide collateral for the cash equivalents. These cash equivalents were held in money market funds that invest only in United States Treasury securities, which are backed by the full faith and credit of the United States government. These cash equivalents were held by the trustee for the benefit of the Commission and can be used only for debt service.

At June 30, 2019, unrestricted cash equivalents in the amount of \$4,499,505 were held by financial institutions in money market funds that invest only in United States Treasury securities, which are backed by the full faith and credit of the United States government.

At June 30, 2019, restricted cash deposits in the amount of \$3,310,115 and unrestricted cash deposits in the amount of \$4,259,551 were held by financial institutions, of which \$289,302 was collectively insured by the Federal Deposit Insurance Corporation ("FDIC") and the remainder was collateralized by securities held by the pledging financial institution.

Custodial Credit Risk - For a deposit, custodial credit risk is the risk that the deposit may not be returned to the Commission in the event of a bank failure. Consistent with the Commission's deposit policy, all unrestricted cash deposits were covered by FDIC insurance or a properly executed collateral security agreement at June 30, 2019.

NOTE C - INVESTMENTS

At June 30, 2019, the fair market values of the Commission's investment balances were as follows:

	Average Credit Quality	Debt Service Fund	General Fund	Total
US Treasuries	Aaa	\$ 14,323,042	\$ 3,731,679	\$ 18,054,721
Certificates of Deposit	Aaa	993,741	750,027	1,743,768
Total		<u>\$ 15,316,783</u>	<u>\$ 4,481,706</u>	<u>\$ 19,798,489</u>

Interest Rate Risk - Interest rate risk is the risk that changes in interest rates will adversely affect the fair value of a financial instrument. The Commission's investment policy does not limit investment maturities as a means of managing its exposure to fair value losses arising from a change in interest rates.

**LOUISVILLE AND JEFFERSON COUNTY VISITORS AND
CONVENTION COMMISSION**

NOTES TO FINANCIAL STATEMENTS--CONTINUED
Year ended June 30, 2019

NOTE C - INVESTMENTS - CONTINUED

Credit Risk - Credit risk is the risk of a loss of principal stemming from a borrower's failure to repay a loan or otherwise meet a contractual obligation. KRS 66.480 of Commonwealth of Kentucky law limits the investment of public funds to obligations of the United States Government, obligations backed by the full faith and credit of the United States Government, obligations of any corporation or agency of the United States Government, certificates of deposits, commercial paper, bonds or securities issued by a state or local government, and shares of mutual funds. The Commission's written investment policy does not further limit its investment choices beyond those defined in KRS 66.480.

Concentration Risk - Concentration risk is the risk of loss arising from lopsided exposure to a particular group of counterparties. The Commission places no limit on the amount it may invest in any one issuer or type of investment except that the collective amount invested at any one time in uncollateralized certificates of deposit, bankers' acceptances, commercial paper, and securities issued by a state or local government may not exceed 20% of the total amount of funds invested.

Custodial Credit Risk - For an investment, custodial credit risk is the risk that in the event of failure of the counterparty or bank, the Commission will not be able to recover the value of its investments held in the possession of an outside party. Investments are held for the benefit of the Commission by a registered broker/dealer that is a member of the Financial Industry Regulatory Authority and the Securities Investors Protection Corporation.

NOTE D - FAIR VALUE MEASUREMENTS

The fair value provisions of the Accounting Standards Codification ("ASC") define fair value as the price that would be received by the entity for an asset or paid by the entity to transfer a liability (an exit price) in an orderly transaction between market participants on the measurement date in the entity's principal or most advantageous market for the asset or liability. The ASC also established a fair value hierarchy which requires the entity to maximize the use of observable inputs and minimize the use of unobservable inputs when measuring fair value. The hierarchy places the highest priority on unadjusted quoted market prices in active markets for identical assets or liabilities (level 1 measurements) and gives the lowest priority to unobservable inputs (level 3 measurements). The following provides a description of the three levels of inputs that may be used to measure fair value under generally accepted accounting principles, the types of entity investments that fall under each category, and the valuation methodologies used to measure these investments at fair value.

- Level 1-Quoted prices in active markets for identical assets or liabilities.
- Level 2-Observable inputs such as quoted prices in active markets for similar assets or liabilities or quoted prices for identical or similar assets or liabilities in markets that are not active, or unobservable inputs that are derived principally from or corroborated by observable market data.
- Level 3-Unobservable inputs that are based on the Commission's own assumptions as to how knowledgeable parties would price assets or liabilities that are not corroborated by market data.

Fair values of assets/liabilities measured on a recurring basis at June 30, 2019:

	<u>Fair Value</u>	<u>Level 1</u>	<u>Level 2</u>	<u>Level 3</u>
Investments (See Note C)	\$19,798,489	\$ 19,798,489	\$ -	\$ -

NOTE E - DUE FROM OTHER GOVERNMENTAL UNITS

The amount due from other governmental units consists of transient room taxes due from the Louisville Metro Revenue Commission ("Revenue Commission").

NOTE F - DUE FROM TRUSTEE

The amount due from trustee consists of transient room taxes due from the trustee related to the Pledged 1.5% Operations Tax, as further described in Note J.

**LOUISVILLE AND JEFFERSON COUNTY VISITORS AND
CONVENTION COMMISSION**
NOTES TO FINANCIAL STATEMENTS--CONTINUED
Year ended June 30, 2019

NOTE G - OTHER RECEIVABLES

Other receivables are stated at the amount the Commission expects to collect from balances outstanding at year-end. Other receivables reflect the net realizable value and approximate fair value of the receivables.

NOTE H - INVENTORY

Inventory consists of merchandise and expendable advertising supplies such as convention brochures.

In the fund financial statements, inventory is recorded as an asset upon transfer of title and risk of loss. Recorded inventories are equally offset by a fund balance reserve since they do not constitute "available spendable resources", even though they are a component of fund balance.

NOTE I - CAPITAL ASSETS

	Beginning Balance	Additions	Disposals	Ending Balance
Louisville and Jefferson County Visitors and Convention Commission:				
Cost				
Leasehold improvements	\$ 1,084,274	\$ -	\$ -	\$ 1,084,274
Furniture and fixtures	460,098	-	-	460,098
Office equipment	595,072	207,832	(281,672)	521,232
Intangible assets	113,380	6,073	-	119,453
Total cost	<u>2,252,824</u>	<u>213,905</u>	<u>(281,672)</u>	<u>2,185,057</u>
Less Accumulated Depreciation				
Leasehold improvements	1,070,339	3,982	-	1,074,321
Furniture and fixtures	421,990	8,712	-	430,702
Office equipment	527,523	49,326	(281,672)	295,177
Total accumulated depreciation	<u>2,019,852</u>	<u>62,020</u>	<u>(281,672)</u>	<u>1,800,200</u>
Net Book Value	<u>\$ 232,972</u>	<u>\$ 151,885</u>	<u>\$ -</u>	<u>\$ 384,857</u>
	Beginning Balance	Additions	Disposals	Ending Balance
The Greater Louisville Sports Commission:				
Cost				
Equipment	\$ 17,505	\$ -	\$ -	\$ 17,505
Intangible assets	20,000	-	-	20,000
Total cost	<u>37,505</u>	<u>-</u>	<u>-</u>	<u>37,505</u>
Less Accumulated Depreciation				
Equipment	12,780	2,575	-	15,355
Intangible assets	20,000	-	-	20,000
	<u>32,780</u>	<u>2,575</u>	<u>-</u>	<u>35,355</u>
Net Book Value	<u>\$ 4,725</u>	<u>\$ (2,575)</u>	<u>\$ -</u>	<u>\$ 2,150</u>

**LOUISVILLE AND JEFFERSON COUNTY VISITORS AND
CONVENTION COMMISSION**

NOTES TO FINANCIAL STATEMENTS--CONTINUED

Year ended June 30, 2019

NOTE J - DEDICATED TAX REVENUE BONDS

Dedicated Tax Revenue Bonds Series 2016: On August 31, 2016, the Commission issued Dedicated Tax Revenue Bonds with a par amount of \$148,765,000 (the "Series 2016 Bonds") to finance a portion of the renovation and expansion of the Kentucky International Convention Center. The Series 2016 Bonds are a special revenue obligation of the Commission secured solely by a pledge to and security interest in, (i) the 2% Dedicated Tax, (ii) the 1% Additional Dedicated Tax, and (iii) one-half of the receipts from the 3% Operations Tax (the "Pledged 1.5% Operations Tax"). See Note Q for a further description of these taxes. The 2% Dedicated Tax, the 1% Additional Dedicated Tax, and the Pledged 1.5% Operations Tax are referred to collectively herein as the "Dedicated Taxes."

The Series 2016 Bonds are fully registered bonds in denominations of \$5,000 or integral multiples thereof. The Series 2016 Bonds have a final maturity on June 1, 2046. Interest is payable on June 1, 2017 and semiannually thereafter on June 1 and December 1 of each year. The Series 2016 Bonds maturing on or after June 1, 2027, are subject to redemption prior to maturity at the option of the Commission, from time to time in whole or in part on any date, on or after June 1, 2026, at the redemption price of 100% of the principal amount of the Series 2016 Bonds to be redeemed plus accrued interest to the redemption date. Following issuance of the Series 2016 Bonds, the Commission transferred \$144,000,000 of net bond proceeds to the Commonwealth of Kentucky to support the renovation and expansion of KICC.

The Series 2016 Bonds outstanding at June 30, 2019 consist of the following:

<u>Description</u>	<u>Due to be Redeemed Or Repaid During Year Ending June 30</u>	<u>Interest Rate</u>	<u>Outstanding Balance</u>
Serial and Term Bonds	2020 - 2046	2.75% - 4.00%	\$140,210,000

Debt service for the next five years and to maturity on all outstanding bonds at June 30, 2018 is as follows:

<u>Payable During Year Ending June 30</u>	<u>Principal</u>	<u>Interest</u>	<u>Total</u>
2020	\$ 3,090,000	\$ 4,900,063	\$ 7,990,063
2021	3,215,000	4,776,463	7,991,463
2022	3,340,000	4,647,863	7,987,863
2023	3,475,000	4,514,263	7,989,263
2024	3,615,000	4,375,263	7,990,263
2025-2029	20,355,000	19,588,313	39,943,313
2030-2034	24,335,000	15,605,063	39,940,063
2035-2039	29,250,000	10,692,081	39,942,081
2040-2044	34,280,000	5,663,438	39,943,438
2045-2046	15,255,000	718,750	15,973,750
	<u>\$ 140,210,000</u>	<u>\$ 75,481,560</u>	<u>\$ 215,691,560</u>
Bond Issuance Premium, net	<u>3,372,232</u>	<u>-</u>	<u>3,372,232</u>
Total	<u><u>\$ 143,582,232</u></u>	<u><u>\$ 75,481,560</u></u>	<u><u>\$ 219,063,792</u></u>

Security and Guarantee: The Series 2016 Bonds are payable from, and secured solely by a pledge to and security interest of the Trustee in, (i) the 2% Dedicated Tax, (ii) the 1% Additional Dedicated Tax, and (iii) one-half of the receipts from the 3% Operations Tax (the "Pledged 1.5% Operations Tax"). The Revenue Commission will remit directly to the Trustee monthly as collected the 2% Dedicated Tax, the 1% Additional Dedicated Tax, and the Pledged 1.5% Operations Tax. The 2% Dedicated Tax, the 1% Additional Dedicated Tax, and the 3% Operations Tax are further described in Note Q.

**LOUISVILLE AND JEFFERSON COUNTY VISITORS AND
CONVENTION COMMISSION**

NOTES TO FINANCIAL STATEMENTS--CONTINUED

Year ended June 30, 2019

NOTE J - DEDICATED TAX REVENUE BONDS - CONTINUED

A municipal bond insurance company has issued a municipal bond insurance policy for only the portion of the Series 2016 Bonds maturing on June 1, 2046 that guarantees the scheduled payment of principal and interest on the insured bonds when due.

Each of the following events is declared an "event of default": (a) payment of the principal or any installment of interest of any of the Series 2016 Bonds is not made on the date specified for payment, or (b) default shall be made in the due and punctual observance or performance of any of the covenants, conditions and agreements on the part of the Commission, and such default shall continue for a period of forty-five (45) days after written notice thereof. Upon the happening of any event of default, the Trustee may, and if requested by the holder(s) of fifty-one percent (51%) in principal amount or more of the Series 2016 Bonds then outstanding, declare all Series 2016 Bonds due and payable.

Continuing Disclosure: The Commission has entered into an agreement with a Disclosure Dissemination Agent, a Disclosure Dissemination Agent Agreement dated as of the date of original issuance of the Series 2016 Bonds (the "Continuing Disclosure Agreement"), for the benefit of the holders of the Series 2016 Bonds and in order to assist the underwriters of the Series 2016 Bonds in assuring continuing disclosure with respect to the Series 2016 Bonds in accordance with Rule 15c2-12 of the U.S. Securities and Exchange Commission promulgated under the Securities Exchange Act of 1934, as amended. Under the Continuing Disclosure Agreement, the Commission has agreed to provide to the Disclosure Dissemination Agent, for posting on the Electronic Municipal Market Access (EMMA) website of the Municipal Securities Rulemaking Board at <https://emma.msrb.org> the following information:

- audited financial statements of the Commission for its fiscal year ending June 30, 2016, and each fiscal year thereafter;
- the respective amounts of the 2% Dedicated Tax, the 1% Additional Dedicated Tax, and the 3% Operations Tax collected during the fiscal year and the percentage change in the total of such collections compared to the immediately preceding fiscal year;
- notice of any of the following events with respect to the Series 2016 Bonds: principal and interest payment delinquencies; non-payment related defaults, if material; unscheduled draws on debt service reserves reflecting financial difficulties; substitution of credit or liquidity providers, or their failure to perform; adverse tax opinions, the issuance by the Internal Revenue Service of proposed or final determinations of taxability, Notices of Proposed Issue (IRS Form 5701-TEB) or other material notices or determinations with respect to the tax status of the Series 2016 Bonds, or other material events affecting the tax status of the Series 2016 Bonds; modifications to rights of securities holders, if material; bond calls, if material; defeasances; release, substitution, or sale of property securing repayment of the securities, if material; rating changes; tender offers; bankruptcy, insolvency, receivership or similar event of the Commission; merger, consolidation, or acquisition of the Commission, if material; and appointment of a successor or additional trustee, or the change of name of a trustee, if material;
- notice of a failure to timely provide any of the information required to be provided.

NOTE K - BOND ISSUANCE PREMIUM

In connection with the issuance of the Series 2016 Bonds, the Commission recognized a net bond issuance premium of \$5,885,829, which consisted of bond issuance premium of \$7,173,954 and bond issuance discount of \$1,288,125. This net bond issuance premium is being amortized using the effective interest method over the term of the Series 2016 Bonds with the unamortized net balance reflected as an increase to net bonds payable. The unamortized balance of the net bond issuance premium at June 30, 2019 was \$3,372,232.

**LOUISVILLE AND JEFFERSON COUNTY VISITORS AND
CONVENTION COMMISSION**

NOTES TO FINANCIAL STATEMENTS--CONTINUED

Year ended June 30, 2019

NOTE L - PENSION PLAN

General Information

Plan description: Employees of the Commission are provided a defined benefit pension plan through the County Employees Retirement System (CERS), a cost-sharing multiple-employer defined pension plan administered by the Kentucky Retirement Systems (KRS). The Kentucky Retirement Systems was created by state statute under Kentucky Revised Statute (KRS) 61.645. The Kentucky Retirement Systems Board of Trustees is responsible for the proper operation and administration of the Kentucky Retirement Systems. The Kentucky Retirement Systems issues a publicly available financial report that can be obtained by writing to Kentucky Retirement Systems, Perimeter Park West, 1260 Louisville Road, Frankfort, Kentucky 40601, or by telephone at (502) 564-4646 or from the Kentucky Retirement Systems website at <https://kyret.ky.gov>.

Benefits provided: KRS 61.645 establishes the benefit terms and can be amended only by the Kentucky General Assembly. The chief legislative body may adopt the benefit terms permitted by statute. There are currently three benefit tiers. Tier 1 members are those participating in the plan before September 1, 2008, Tier 2 are those that began participation September 1, 2008 through December 31, 2013, and Tier 3 are those members that began participation on or after January 1, 2014.

Tier 1 Non-Hazardous members are eligible to retire with an unreduced benefit at age 65 with four years of service credit or after 27 years of service credit regardless of age. Benefits are determined by a formula using the member's highest five consecutive year average compensation, which must contain at least 48 months. Reduced benefits for early retirement are available at age 55 and vested or 25 years of service credit. Members vest with five years of service credit. Service-related disability benefits are provided after five years of service. Tier 2 Non-Hazardous members are eligible to retire based on the rule of 87: the member must be at least age 57, and age plus earned service must equal 87 years at retirement or at age 65 with five years of service credit. Benefits are determined by a formula using the member's highest five consecutive year average compensation, which must be 60 months. Reduced benefits for early retirement are available at age 60 with 10 years of service. Tier 3 Non-Hazardous members are also eligible to retire based on the rule of 87. Benefits are determined by a life annuity calculated in accordance with actuarial assumptions and methods adopted by the board based on a member's accumulated account balance. Tier 3 members are not eligible for reduced retirement benefits.

The Kentucky General Assembly has the authority to increase, suspend or reduce Cost of Living Adjustments. Senate Bill 2 of 2013 eliminated all future COLAs unless the State Legislature so authorizes on a biennial basis and either (1) the system is over 100% funded or (2) the Legislature appropriates sufficient funds to pay the increased liability for the COLA.

Contributions. Contributions for employees are established in the statutes governing the Kentucky Retirement Systems and may only be changed by the Kentucky General Assembly. Employees contribute 5% of salary if they were plan members prior to September 1, 2008. Employees that entered the plan after September 1, 2008 are required to contribute 6% of their annual creditable compensation. Five percent (5%) of the contribution was deposited to the member's account while the 1% was deposited to an account created for the payment of health insurance benefits under 26 USC Section 401(h) in the Pension Fund (see Kentucky Administrative Regulation 105 KAR 1:420E). The Commission makes employer contributions at the rate set by the Board of Trustees as determined by an actuarial valuation. The Commission's contractually required contribution rate for the year ended June 30, 2019 was 16.22% of covered payroll. Contributions to the Pension Fund from the Commission were \$836,027 for the year ended June 30, 2019. By law, employer contributions are required to be paid. The Kentucky Retirement System may intercept the Commission's state shared taxes if required employer contributions are not remitted. The employer's actuarially determined contribution (ADC) and member contributions are expected to finance the costs of benefits earned by members during the year, the cost of administration, as well as an amortized portion of any unfunded liability.

**LOUISVILLE AND JEFFERSON COUNTY VISITORS AND
CONVENTION COMMISSION**

NOTES TO FINANCIAL STATEMENTS--CONTINUED

Year ended June 30, 2019

NOTE L - PENSION PLAN - CONTINUED

Net Pension Liability

The Commission's net pension liability was measured as of June 30, 2018, and the total pension liability used to calculate net pension liability was determined by an actuarial valuation as of that date.

Actuarial assumptions. There have been no changes in actuarial assumptions since June 30, 2017. The actuarial assumptions are:

Inflation	2.30%
Salary increases	3.05%
Investment rate of return	6.25%

The mortality table used for active members is RP-2000 Combined Mortality Table projected with Scale BB to 2013 (male mortality rates are multiplied by 50% and female mortality rates are multiplied by 30%). The mortality table for healthy retired members and beneficiaries is the RP-2000 Combined Mortality Table projected with Scale BB to 2013 (female mortality rates are set back one year). The mortality table for disabled members is the RP-2000 Combined Disabled Mortality Table projected with Scale BB to 2013 (male mortality rates are set back four years.)

The long-term expected rate of return was determined using a building-block method in which best estimate ranges of expected future real rates of return are developed for each asset class. The ranges are combined by weighting the expected future real rates of return by the target asset allocation percentage.

The target allocation and best estimates of arithmetic real rate of return for each major asset class are summarized in the table below:

<u>Asset Class</u>	<u>Long-Term Expected Rate of Return</u>	<u>Target Allocation</u>
U.S. Equity		17.50%
U.S. Large Cap	4.50%	5.00%
U.S. Mid Cap	4.50%	6.00%
U.S. Small Cap	5.50%	6.50%
Non U.S. Equity		17.50%
International Developed	6.50%	12.50%
Emerging Markets	7.25%	5.00%
Global Bonds	3.00%	4.00%
Credit Fixed		24.00%
Global IG Credit	3.75%	2.00%
High Yield	5.50%	7.00%
EMD	6.00%	5.00%
Illiquid Private	8.50%	10.00%
Private Equity	6.50%	10.00%
Real Estate	9.00%	5.00%
Absolute Return	5.00%	10.00%
Real Return	7.00%	10.00%
Cash	1.50%	2.00%
	<u>6.09%</u>	<u>100.00%</u>

**LOUISVILLE AND JEFFERSON COUNTY VISITORS AND
CONVENTION COMMISSION**

NOTES TO FINANCIAL STATEMENTS--CONTINUED

Year ended June 30, 2019

NOTE L - PENSION PLAN - CONTINUED

Discount rate. The projection of cash flows used to determine the discount rate of 6.25% assumed that local employers would contribute at the actuarially determined contribution rate of projected compensation over the remaining 25 years (closed) amortization period of the unfunded actuarial accrued liability. The discount rate determination does not use a municipal bond rate. The target asset allocation and best estimates of arithmetic nominal rates of return for each major class are summarized in the Kentucky Retirement Systems' Comprehensive Annual Financial Report (CAFR).

Sensitivity of the net pension liability (asset) to changes in the discount rate. The following presents the net pension liability (asset) of the Commission calculated using the discount rate of 6.25%, as well as what the net pension liability (asset) would be if it were calculated using a discount rate that is one percentage-point lower (5.25%) or one percentage-point higher (7.25%) than the current rate:

	<u>1% Decrease (5.25%)</u>	<u>Current Discount Rate (6.25%)</u>	<u>1% Increase (7.25%)</u>
Net pension liability	<u>\$ 14,231,296</u>	<u>\$ 11,304,580</u>	<u>\$ 8,852,505</u>

Pension expense. For the year ended June 30, 2019, the Commission recognized pension expense of \$1,869,794.

Deferred outflows of resources and deferred inflows of resources. For the year ended June 30, 2019, the Commission reported deferred outflows of resources and deferred inflows of resources related to pensions from the following sources:

	<u>Deferred Outflows of Resources</u>	<u>Deferred Inflows of Resources</u>
Liability experience	\$ 368,724	\$ 165,475
Investment experience	525,671	661,220
Assumption changes	1,104,786	-
Changes in proportion and difference between employer contributions and proportionate share of contributions	62,671	98,142
Contributions subsequent to the measurement date of June 30, 2018	<u>836,027</u>	<u>-</u>
Total	<u>\$ 2,897,879</u>	<u>\$ 924,837</u>

**LOUISVILLE AND JEFFERSON COUNTY VISITORS AND
CONVENTION COMMISSION**

NOTES TO FINANCIAL STATEMENTS--CONTINUED

Year ended June 30, 2019

NOTE L - PENSION PLAN - CONTINUED

	Recognition of Existing Deferred Outflows (Inflows) of Resources for Future Measurement Period Ending June 30
	<u>Ending June 30</u>
2019	\$ 917,399
2020	429,875
2021	(149,586)
2022	(60,673)
2023	-
Thereafter	<u>-</u>
	<u>\$ 1,137,015</u>

In the table shown above, deferred inflows of resources amounts will decrease pension expense while deferred outflows of resources amounts will increase pension expense.

Payable to the Pension Plan. At June 30, 2019, the Commission reported a payable of \$73,224 (included in accounts payable and accrued expenses amount on the Statement of Net Position (Deficit) and on the Balance Sheet - Governmental Funds) for the outstanding amount of contributions to the pension plan required at June 30, 2019.

GLSC

The GLSC adopted a simple Individual Retirement Account on January 1, 2004 for the benefit of its full-time employees. The GLSC matches contributions up to 3% of each participant's compensation. The GLSC matching contributions related to the Plan were \$10,119 for the year ended June 30, 2019.

**LOUISVILLE AND JEFFERSON COUNTY VISITORS AND
CONVENTION COMMISSION**

NOTES TO FINANCIAL STATEMENTS--CONTINUED

Year ended June 30, 2019

NOTE M - POSTEMPLOYMENT BENEFITS OTHER THAN PENSIONS (OPEB)

General Information

Plan description. Employees of the Commission are provided hospital and medical insurance through the Kentucky Retirement Systems' Insurance Fund (Insurance Fund), a cost-sharing multiple-employer defined benefit OPEB plan. The KRS was created by state statute under Kentucky Revised Statute Section 61.645. The KRS Board of Trustees is responsible for the proper operation and administration of the KRS. The KRS issues a publicly available financial report that can be obtained by writing to Kentucky Retirement System, Perimeter Park West, 1260 Louisville Road, Frankfort, Kentucky 40601, or by telephone at (502) 564-4646.

Benefits provided. The Insurance Fund pays a prescribed contribution for whole or partial payment of required premiums to purchase hospital and medical insurance. As a result of House Bill 290 (2004 Kentucky General Assembly), medical insurance benefits are calculated differently for members who began participating on, or after, July 1, 2003. Once members reach a minimum vesting period of 10 years, non-hazardous employees whose participation began on, or after, July 1, 2003, earn \$10 per month for insurance benefits at retirement for every year of earned service without regard to a maximum dollar amount. Hazardous employees whose participation began on, or after, July 1, 2003 earn \$15 per month for insurance benefits at retirement for every year of earned service without regard to a maximum dollar amount. This dollar amount is subject to adjustment annually, which is currently 1.5%, based upon Kentucky Revised Statutes. The Kentucky General Assembly reserves the right to suspend or reduce this benefit if, in its judgment, the welfare of the Commonwealth so demands.

Contributions. Contribution requirements of the participating employers are established and may be amended by the KRS Board of Trustees. The Commission's contractually required contribution rate for the year ended June 30, 2019 was 5.26% of covered payroll. Contributions to the Insurance Fund from the Commission were \$271,116 for the year ended June 30, 2019. Employees that entered the plan prior to September 1, 2008 are not required to contribute to the Insurance Fund. Employees that entered the plan after September 1, 2008 are required to contribute 1% of their annual creditable compensation which is deposited to an account created for the payment of health insurance benefits under 26 USC Section 401(h) in the Pension Fund (see Kentucky Administrative Regulation 105 KAR 1:420E).

OPEB Liabilities, OPEB Expense and Deferred Outflows of Resources and Deferred Inflows of Resources Related to OPEB

At June 30, 2019, the Commission reported a liability of \$3,295,433 for its proportionate share of the collective net OPEB liability. The collective net OPEB liability was measured as of June 30, 2018 and the total OPEB liability used to calculate the collective net OPEB liability was determined by an actuarial valuation as of that date. The Commission's proportion of the collective net OPEB liability and OPEB expense was determined using the employers' actual contributions for fiscal year 2018. This method is expected to be reflective of the employers' long-term contribution effort. At June 30, 2018, the Commission's proportion was .18561%.

**LOUISVILLE AND JEFFERSON COUNTY VISITORS AND
CONVENTION COMMISSION**

NOTES TO FINANCIAL STATEMENTS--CONTINUED

Year ended June 30, 2019

NOTE M - POSTEMPLOYMENT BENEFITS OTHER THAN PENSIONS (OPEB) - CONTINUED

For the year ended June 30, 2019, the Commission recognized OPEB expense of \$430,447. At June 30, 2019, the Commission reported deferred outflows of resources and deferred inflows of resources related to OPEB from the following sources:

	Deferred Outflows of Resources	Deferred Inflows of Resources
	<u> </u>	<u> </u>
Liability experience	\$ -	\$ 384,039
Investment experience	-	226,991
Assumption changes	658,147	7,614
Changes in proportion and difference between employer contributions and proportionate share of plan contributions	-	60,529
Contributions subsequent to the measurement date of June 30, 2018	<u>271,116</u>	<u>-</u>
Total	<u>\$ 929,263</u>	<u>\$ 679,173</u>

Of the total amount reported as deferred outflows of resources related to OPEB, \$271,116 resulting from Commission contributions subsequent to the measurement date and before the end of the fiscal year will be included as a reduction of the collective net OPEB liability in the year ending June 30, 2020. Other amounts reported as deferred outflows of resources and deferred inflows of resources related to OPEB will be recognized in the Commission's OPEB expense as follows:

	Recognition of Existing Deferred Outflows (Inflows) of Resources for Future Measurement Period Ending June 30
	<u> </u>
2019	\$ (12)
2020	(12)
2021	(12)
2022	44,074
2023	(40,347)
Thereafter	<u>(24,717)</u>
	<u>\$ (21,026)</u>

**LOUISVILLE AND JEFFERSON COUNTY VISITORS AND
CONVENTION COMMISSION**

NOTES TO FINANCIAL STATEMENTS--CONTINUED

Year ended June 30, 2019

NOTE M - POSTEMPLOYMENT BENEFITS OTHER THAN PENSIONS (OPEB) - CONTINUED

Actuarial assumptions. There have been no changes in actuarial assumptions since June 30, 2017. The actuarial assumptions are:

Inflation	2.30%
Payroll growth rate	2.00%
Salary increases	3.05%, average
Investment rate of return	6.25%
Healthcare cost trend rates (Pre-65)	Initial trend starting at 7.00% and gradually decreasing to an ultimate trend rate of 4.05% over a period of 5 years.
Healthcare cost trend rates (Post-65)	Initial trend starting at 5.00% and gradually decreasing to an ultimate trend rate of 4.05% over a period of 2 years.

Mortality rates were based on the RP-2000 Combined Mortality Table projected to 2013 with Scale BB (multiplied by 50% for males and 30% for females and for active members and set back 1 year for females and for healthy retired members). The mortality rates for disabled members were based on the RP-2000 Combined Disabled Mortality Table projected with Scale BB to 2013 (set back four years for males) for the period after disability retirement.

The actuarial valuation as of June 30, 2018, was performed by Gabriel Roeder Smith (GRS). The total OPEB liability, net OPEB liability, and sensitivity information as of June 30, 2018, were based on an actuarial valuation date of June 30, 2017. The total OPEB liability was rolled-forward from the valuation date (June 30, 2017) to the plan's fiscal year ending June 30, 2018, using generally accepted actuarial principles. There have been no changes in actuarial assumptions since June 30, 2017 (other than the blended discount rate used to calculate the total OPEB liability). However, during the 2018 legislative session, House Bill 185 was enacted, which updated the benefit provisions for active members who die in the line of duty. The system shall now pay 100% of the insurance premium for spouses and children of all active members who die in the line of duty. The total OPEB liability as of June 30, 2018, is determined using these updated benefit provisions.

The long-term expected rate of return was determined using a building-block method in which best estimate ranges of expected future real rates of return are developed for each asset class. The ranges are combined by weighting the expected future real rates of return by the target asset allocation percentage.

**LOUISVILLE AND JEFFERSON COUNTY VISITORS AND
CONVENTION COMMISSION**

NOTES TO FINANCIAL STATEMENTS--CONTINUED

Year ended June 30, 2019

NOTE M - POSTEMPLOYMENT BENEFITS OTHER THAN PENSIONS (OPEB) - CONTINUED

The target allocation and best estimates of arithmetic real rate of return for each major asset class are summarized below:

<u>Asset Class</u>	<u>Long-Term Expected Rate of Return</u>	<u>Target Allocation</u>
U.S. Equity		17.50%
U.S. Large Cap	4.50%	5.00%
U.S. Mid Cap	4.50%	6.00%
U.S. Small Cap	5.50%	6.50%
Non U.S. Equity		17.50%
International Developed	6.50%	12.50%
Emerging Markets	7.25%	5.00%
Global Bonds	3.00%	4.00%
Credit Fixed		24.00%
Global IG Credit	3.75%	2.00%
High Yield	5.50%	7.00%
EMD	6.00%	5.00%
Illiquid Private	8.50%	10.00%
Private Equity	6.50%	10.00%
Real Estate	9.00%	5.00%
Absolute Return	5.00%	10.00%
Real Return	7.00%	10.00%
Cash	1.50%	2.00%
	<u>6.09%</u>	<u>100.00%</u>

Discount rate. The projection of cash flows used to determine the discount rate of 5.85% for CERS Non-hazardous assumed that local employers would contribute the actuarially determined contribution rate of projected compensation over the remaining 25 years (closed) amortization period of the unfunded actuarial accrued liability. The discount rate determination used an expected rate of return of 6.25%, and a municipal bond rate of 3.62%, as reported in Fidelity Index's "20-Year Municipal GO AA Index" as of June 30, 2018. However, the cost associated with the implicit employer subsidy was not included in the calculation of the System's actuarial determined contributions, and any cost associated with the implicit subsidy will not be paid out of the System's trusts. Therefore, the municipal bond rate was applied to future expected benefit payments associated with the implicit subsidy. The target asset allocation and best estimates of arithmetic nominal rates of return for each major asset class are summarized in the CAFR.

Sensitivity of the Commission's proportionate share of the collective net OPEB liability to changes in the discount rate. The following presents the Commission's proportionate share of the collective net OPEB liability as well as what the Commission's proportionate share of the collective net OPEB liability would be if it were calculated using a discount rate that is one percentage point lower (4.85%) or one percentage point higher (6.85%) than the current discount rate:

	<u>1% Decrease (4.85%)</u>	<u>Current Discount Rate (5.85%)</u>	<u>1% Increase (6.85%)</u>
Net OPEB liability	<u>\$ 4,280,239</u>	<u>\$ 3,295,433</u>	<u>\$ 2,456,558</u>

**LOUISVILLE AND JEFFERSON COUNTY VISITORS AND
CONVENTION COMMISSION**

NOTES TO FINANCIAL STATEMENTS--CONTINUED

Year ended June 30, 2019

NOTE M - POSTEMPLOYMENT BENEFITS OTHER THAN PENSIONS (OPEB) - CONTINUED

Sensitivity of the Commission's proportionate share of the collective net OPEB liability to changes in the healthcare cost trend rates. The following presents the Commission's proportionate share of the collective net OPEB liability, as well as what the Commission's proportionate share of the collective net OPEB liability would be if it were calculated using healthcare cost trend rates that are one percentage point lower or one percentage point higher than the current health care cost trend rates:

	<u>1% Decrease</u>	<u>Current Healthcare Trend Rate</u>	<u>1% Increase</u>
Net OPEB liability	\$ 2,453,483	\$ 3,295,433	\$ 4,287,850

OPEB plan fiduciary net position. Detailed information about the OPEB plan's fiduciary net position is available in the separately issued KRS financial report.

Payables to the OPEB Plan. At June 30, 2019, the Commission reported a payable of \$23,746 (included in accounts payable and accrued expenses amount on the Statement of Net Position (Deficit) and on the Balance Sheet - Governmental Funds) for the outstanding amount of contributions to the OPEB plan required at the year ended June 30, 2019.

NOTE N - DUE TO OTHER GOVERNMENTAL UNITS

The amount due to other governmental units consists of incremental transient room taxes due to Louisville/Jefferson County Metro Government ("Metro Government") under the "Signature Project Program" as further described in Note Q.

NOTE O - LEASES

The Commission is obligated under an operating lease for office space that expires in September 2023. The lease allowed for cancellation in September 2018 with payment of the unamortized portion of any tenant improvements plus three months' rent. However, the Commission did not cancel the lease and the full lease term is disclosed below. The operating lease includes a rent escalation that began in October 2018.

The Commission is obligated under an operating lease for retail space that expires in December 2026. The operating lease includes a rent escalation beginning January 2023. The Commission has the option to extend the term for a period of five (5) years ending December 2031 and for a further period of five (5) years ending December 2036.

Rental expense under continuing obligations was \$434,208 for the year ended June 30, 2019.

At June 30, 2019, obligations under operating leases with initial or remaining non-cancellable lease terms longer than one year were as follows:

Year Ending June 30	<u>Operating Leases</u>
2020	\$ 433,596
2021	433,596
2022	418,096
2023	422,746
2024	187,449
2025-2027	<u>255,750</u>
Total	<u>\$ 2,151,233</u>

**LOUISVILLE AND JEFFERSON COUNTY VISITORS AND
CONVENTION COMMISSION**

NOTES TO FINANCIAL STATEMENTS--CONTINUED

Year ended June 30, 2019

NOTE O - LEASES (CONTINUED)

Sublease income was \$9,840 for the year ended June 30, 2019. The total amount of minimum rentals to be received in the future under non-cancellable subleases was \$5,740 as of June 30, 2019.

The Commission is not obligated under any capital leases as of June 30, 2019.

NOTE P - VACATION AND PTO

All full-time employees are eligible for paid vacation based on the number of years of service. Vacation days may be carried over to the succeeding fiscal year, up to a maximum of five (5) days. No payment can be made in lieu of vacation, except in the event of termination, resignation, or retirement. Accrued vacation was \$60,729 at June 30, 2019. Accrued vacation is reported in the statement of net position under accrued expenses.

All full-time employees are eligible for paid time off ("PTO") based on the number of months worked during the year. PTO is earned as service is performed and days may be accumulated and carried over year-to-year, up to a maximum of 60 days. PTO is not payable upon termination of employment with the only exception being an employee who retires from the Commission. The Commission will compensate a retiring employee any unused PTO time to a maximum of 60 days upon retirement from the Commission. Accrued PTO was \$177,756 at June 30, 2019. PTO is reported in the statement of net position under compensated absences.

NOTE Q - TRANSIENT ROOM TAX

Sections 91A.350 through 91A.394 (the "Tourism and Conventions Commission Act") of the Kentucky Revised Statutes provides that a tourist and convention commission established thereunder shall submit annually to the local government which established the commission a request for funds for the operation of the commission and that the local government shall provide funds for the operation of the commission by imposing a transient room tax at a rate (in the case of a consolidated local government) of not more than three percent (3%) of the rent on every occupancy of a suite, room, or rooms charged by all persons, companies, corporations, or other like or similar persons, groups, or organizations doing business as motor courts, motels, hotels, inn, or like or similar accommodations businesses (the "3% Operations Tax"). The Tourism and Conventions Commission Act further provides that, in addition to the 3% Operations Tax described above, a consolidated local government may impose a transient room tax at a rate of not more than 1.5% for the purpose of funding additional promotion of tourism and convention business (the "1.5% Operations Tax"). The primary source of the Commission's revenue is the 3% Operations Tax and the 1.5% Operations Tax. Monies collected from these transient room taxes support the operations of the Commission. A fee of 1.25% of tax collected is retained by the Revenue Commission for collection services. Net tax collected and interest are remitted on a monthly basis.

The Tourism and Conventions Commission Act further provides that a consolidated local government may levy an additional transient room tax at a rate of not more than 2% (the "2% Dedicated Tax") and that all amounts collected from such tax shall be applied toward the retirement of bonds issued under the Tourism and Conventions Commission Act to finance the expansion, construction, or operation of a governmental convention center useful to the promotion of tourism located in the central business district of the consolidated local government. In 1995, Metro Government levied the 2% Dedicated Tax on every occupancy of a suite, room, or rooms charged by all persons, companies, corporations, or other like or similar persons, groups, or organizations doing business as motor courts, motels, hotels, inns, or like or similar accommodations businesses in Jefferson County, Kentucky. Monies collected from the 2% Dedicated Tax are applied toward the payment of the Commission's Series 2016 Bonds, which are described in Note J. A fee of 1.25% of tax collected is retained by the Revenue Commission for collection services. Net tax collected and interest are remitted on a monthly basis. The 2% Dedicated Tax is to remain in effect until June 23, 2046 or until the date on which all of the outstanding bonds of the Commission secured by the Dedicated Taxes are retired or no longer outstanding, whichever occurs first.

**LOUISVILLE AND JEFFERSON COUNTY VISITORS AND
CONVENTION COMMISSION**

NOTES TO FINANCIAL STATEMENTS--CONTINUED

Year ended June 30, 2019

NOTE Q - TRANSIENT ROOM TAX (CONTINUED)

The Tourism and Conventions Commission Act further provides that on or after August 1, 2014 a consolidated local government may impose a special transient room tax at a rate of not more than 1% (the "1% Additional Dedicated Tax") for the purpose of meeting the operating expenses of a convention center and financing the renovation or expansion of a convention center that is government-owned and located in the central business district of the consolidated local government, except that revenue derived from the 1% Additional Dedicated Tax shall not be used to meet the operating expenses of a convention center until any debt issued for financing such renovation or expansion is retired. In 2014, Metro Government levied the 1% Additional Dedicated Tax on every occupancy of a suite, room, or rooms charged by all persons, companies, corporations, or other like or similar persons, groups, or organizations doing business as motor courts, motels, hotels, inns, or like or similar accommodations businesses in Jefferson County, Kentucky. Monies collected from the 1% Additional Dedicated Tax must be used for the purposes of financing the renovation or expansion of the Kentucky International Convention Center and are applied toward the payment of the Commission's Series 2016 Bonds, which are described in Note J. A fee of 1.25% of tax collected is retained by the Revenue Commission for collection services. Net tax collected and interest are remitted monthly. The 1% Additional Dedicated Tax is to remain in effect until June 23, 2046 or until the date on which all of the outstanding bonds of the Commission secured by the Dedicated Taxes are retired or no longer outstanding, whichever occurs first. See Note J for the definition of the term "Dedicated Taxes."

KRS 154.30-050 established a "Signature Project Program" to encourage private investment in the development of major economic development projects that will have a significant impact on the Commonwealth and are determined to be of such a magnitude as to warrant extraordinary public support. The statute authorizes Metro Government to "release" and dedicate, to the payment of debt service on financing incurred to pay the costs of public infrastructure improvements for an eligible project, in addition to other state and local tax revenues, up to eighty percent (80%) of the incremental taxes generated within the project development area from the transient room taxes levied under KRS 91A.390, for a period of not more than thirty years or, if earlier, the date when the cumulative sum of the released taxes equals the total cost of the public infrastructure improvements approved by Metro Government. Metro Government has agreed to such a release of incremental transient room taxes, in the amount of not more than \$400,000 in the first year and increased by 4% in each subsequent year (the "Annual Maximum"), generated within the defined geographic area of an economic development project in the Louisville central business district known as the "Center City Project", located one city block from the Convention Center and consisting of the development of a convention hotel opened in Spring 2018, rental apartment units, retail stores and restaurants, a public parking garage, and related public infrastructure improvements. The amount of incremental transient room taxes released to finance public infrastructure costs of the Center City Project, up to the Annual Maximum, will not be available to pay any obligations of the Commission, including the Series 2016 Bonds. The Center City Project is projected to generate annual incremental transient room taxes within the development area exceeding the Annual Maximum. The release of incremental transient room taxes for the benefit of the Center City Project was activated in December 2017 and is expected to continue for a maximum term of thirty years thereafter or, if earlier, until the date when the cumulative sum of the released taxes equals the total cost of the public infrastructure improvements approved by Metro Government.

NOTE R - STATE MATCHING FUNDS

The Commission is eligible to receive funding under KRS 142.400, which imposes a tax ("1% Statewide Transient Room Tax") at the rate of 1% of the rent (exclusive of any other local or state taxes paid by the person or entity renting the accommodations) for every occupancy of any suite, room, rooms, or cabins charged by all persons, companies, corporations, groups, or organizations doing business as motor courts, motels, hotels, inns, tourist camps, or similar accommodations businesses. Receipts from the 1% Statewide Transient Room Tax are deposited into the Tourism, Meeting and Convention Marketing Fund administered by the Tourism Cabinet, with the approval of the Governor's Office for Policy and Management, and used for the sole purpose of marketing and promoting tourism in the Commonwealth, including expenditures (except expenditures for capital construction projects) to market and promote events and venues related to meetings, conventions, trade shows, cultural activities, historical sites, recreation, entertainment, natural phenomena, areas of scenic beauty, craft marketing, and any other economic activity that brings tourists and visitors to the Commonwealth. The Tourism Cabinet distributes a portion of the 1% Statewide Transient Room Tax to tourism and convention commissions established under the Tourism and Convention Commission Act, including the Commission, based on the amount of the commission's expenses each year for marketing and promoting tourism in the Commonwealth, subject to an annual maximum amount determined by the Tourism Cabinet. The revenues distributed to the Commission under the Tourism and Convention Commission Act totaled \$563,388 for the year ended June 30, 2019.

**LOUISVILLE AND JEFFERSON COUNTY VISITORS AND
CONVENTION COMMISSION**

NOTES TO FINANCIAL STATEMENTS--CONTINUED

Year ended June 30, 2019

Notes S - Changes in Long-Term Liabilities

Long-term liabilities for the year ended June 30, 2019 were as follows:

	Balance 6/30/2018	Additions	Reductions	Balance 6/30/2019	Due within one year
Bonds payable	\$ 143,180,000	\$ -	\$ (2,970,000)	\$ 140,210,000	\$ 3,090,000
Bond issuance premium	5,462,613	-	(899,321)	4,563,292	836,414
Bond issuance discount	(1,227,364)	-	36,304	(1,191,060)	(37,459)
Bonds payable, net	147,415,249	-	(3,833,017)	143,582,232	3,888,955
Interest payable	418,238	-	(9,900)	408,338	408,338
Compensated absences	157,725	20,031	-	177,756	-
Net pension liability	11,033,485	271,095	-	11,304,580	-
Net OPEB liability	3,789,495	-	(494,062)	3,295,433	-
	<u>\$ 162,814,192</u>	<u>\$ 291,126</u>	<u>\$ (4,336,979)</u>	<u>\$ 158,768,339</u>	<u>\$ 4,297,293</u>

NOTE T - NET POSITION (DEFICIT)/FUND BALANCE

In the Statement of Net Position (Deficit), the difference between the Commission's assets and deferred outflows of resources and the Commission's liabilities and deferred inflows of resources is recorded as net position (deficit). Restricted net position includes \$22,754,183 restricted for debt service and \$3,048,760 restricted for capital improvements at KICC, and \$253,258 restricted for future payments to other governmental units.

In the Balance Sheet - Governmental Funds, the difference between the Commission's assets and liabilities is reported as fund balance. Restricted fund balance includes \$22,754,183 restricted for debt service, \$3,048,760 restricted for capital improvements at KICC, and \$253,258 restricted for future payments to other governmental units. Assigned fund balance represents amounts that are intended to be used to cover any shortfall in the pledged receipts to secure payment of the Series 2016 Bonds.

Restricted net assets held by the Greater Louisville Sports Commission includes \$36,404 of donor restricted funds and \$70,534 of time restricted funds.

NOTE U - DISCRETELY PRESENTED COMPONENT UNIT

The Greater Louisville Sports Commission (the "GLSC") is a legally separate, tax-exempt 501(c)(3), component unit of the Commission. The GLSC acts primarily to foster national and international amateur sports competition, and for other charitable purposes to make the Greater Louisville area a hub of amateur sports and promote the general welfare and common good of amateur sports in the Greater Louisville area. Although it is legally separate from the Commission, the GLSC is fiscally dependent upon the Commission. This causes the relationship between the Commission and the GLSC to be that of related entities resulting in the need for inclusion as a discretely presented component unit in the financial statements of the Commission.

**LOUISVILLE AND JEFFERSON COUNTY VISITORS AND
CONVENTION COMMISSION**

NOTES TO FINANCIAL STATEMENTS--CONTINUED

Year ended June 30, 2019

NOTE V - BLENDED COMPONENT UNIT

The Louisville Tourism Foundation (the "Foundation") is a legally separate, tax-exempt 501(c)(3), component unit of the Commission. The Foundation acts primarily to promote tourism and to raise funds for such purpose. Although it is legally separate from the Commission, the Foundation is reported as a blended component unit of the Commission because the Foundation is governed by the same Board of Directors. On July 19, 2018, the Louisville Tourism Foundation was dissolved. Assets of \$9,561 held by the Louisville Tourism Foundation were transferred to the Commission upon dissolution.

NOTE W - RELATED PARTY TRANSACTIONS

Operating expenses on the Statement of Activities includes \$500,000 that was paid by the Commission to the GLSC to support its operations. The Commission issued an interest-free loan of \$500,000 to GLSC on May 31, 2016. The loan is being repaid to the Commission in four (4) annual installments of \$125,000 beginning October 1, 2017. The outstanding balance on the loan is reported as Due From Related Parties on the Statement of Net Position.

NOTE X - CONTINGENCIES

The Commission has entered into various contracts which require future payments to organizations for future conventions and meetings to be held in Louisville; however if such conventions and meetings are cancelled by the respective organizations, no payments are due.

REQUIRED SUPPLEMENTARY INFORMATION

**LOUISVILLE AND JEFFERSON COUNTY VISITORS AND
CONVENTION COMMISSION**
REQUIRED SUPPLEMENTARY INFORMATION
SCHEDULE OF REVENUE AND EXPENDITURES - BUDGET AND ACTUAL
Year ended June 30, 2019

	Original Budget	Final Budget	Actual	Over (Under) Budget
REVENUES				
Transient room tax	\$ 30,659,872	\$ 30,659,872	\$ 33,656,526	\$ 2,996,654
Partnership dues	291,000	291,000	319,320	28,320
Advertising	272,000	272,000	271,536	(464)
Merchandise, net	100,667	100,667	115,975	15,308
Services and fees	221,735	221,735	262,816	41,081
Matching funds	575,000	575,000	563,388	(11,612)
Investment income	417,750	417,750	944,093	526,343
Other income	41,355	41,355	51,008	9,653
Total Revenues	<u>32,579,379</u>	<u>32,579,379</u>	<u>36,184,662</u>	<u>3,605,283</u>
EXPENDITURES				
Rent	433,722	433,722	434,208	486
Parking	68,000	68,000	59,421	(8,579)
Maintenance	65,245	65,245	55,051	(10,194)
Utilities	4,800	4,800	4,522	(278)
Telephone	78,260	78,260	80,588	2,328
Supplies	108,075	108,075	110,951	2,876
Postage	129,661	129,661	113,156	(16,505)
Data processing	89,501	119,501	111,926	(7,575)
Payroll, full-time	4,474,314	4,489,314	4,470,013	(19,301)
Payroll, part-time	339,376	339,376	313,133	(26,243)
Payroll taxes	395,833	395,833	382,691	(13,142)
Commissions and incentive pay	775,018	775,018	760,929	(14,089)
Pension plan	1,452,076	1,452,076	1,107,143	(344,933)
Employee relations	143,275	143,275	141,777	(1,498)
Employee benefits	470,633	470,633	422,099	(48,534)
Professional fees	176,000	194,000	211,299	17,299
Insurance	54,900	54,900	52,938	(1,962)
Dues and subscriptions	115,488	115,488	100,934	(14,554)
Printing	599,000	599,000	530,985	(68,015)
Advertising	2,065,000	2,554,000	2,483,915	(70,085)
Promotional items	657,667	657,667	618,874	(38,793)
Photography and video	154,000	154,000	112,306	(41,694)
Website marketing	356,750	356,750	323,560	(33,190)
Mass marketing	551,550	551,550	538,606	(12,944)
Client events and site visits	298,600	358,600	330,888	(27,712)
Travel and trade shows	1,173,295	1,173,295	1,153,438	(19,857)
Entertainment	186,585	186,585	183,454	(3,131)
Sponsorships and events	3,898,560	4,253,560	4,187,902	(65,658)
Capital expenditures	131,926	213,926	213,905	(21)
Research	320,920	320,920	295,797	(25,123)
Bond principal	2,970,000	2,970,000	2,970,000	-
Interest expense	5,018,863	5,018,863	5,018,863	-
Other bond fees	17,000	17,000	5,429	(11,571)
Total Expenditures	<u>27,773,893</u>	<u>28,822,893</u>	<u>27,900,701</u>	<u>(922,192)</u>
Excess of Revenues Over Expenditures	4,805,486	3,756,486	8,283,961	4,527,475
OTHER FINANCING SOURCES (USES)				
Loan to related party	125,000	125,000	125,000	-
Fund Balance, Beginning of Year	33,754,069	33,754,069	33,754,069	-
Fund Balance, End of Year	<u>\$ 38,684,555</u>	<u>\$ 37,635,555</u>	<u>\$ 42,163,030</u>	<u>\$ 4,527,475</u>

See independent auditor's report

**LOUISVILLE AND JEFFERSON COUNTY VISITORS AND
CONVENTION COMMISSION**

REQUIRED SUPPLEMENTARY INFORMATION
SCHEDULE OF PROPORTIONATE SHARE OF THE NET PENSION LIABILITY AND RELATED RATIOS AND
SCHEDULE OF EMPLOYER CONTRIBUTIONS
Year ended June 30, 2019

SCHEDULE OF PROPORTIONATE SHARE OF THE NET PENSION LIABILITY AND RELATED RATIOS

Year Ended June 30,	Proportion of the Net Pension Liability (Asset)	Proportionate Share of the Net Pension Liability (Asset)	Actual Covered Member Payroll	Net Pension Liability (Asset) as a Percentage of Covered Payroll	Fiduciary Net Position as a Percentage of Total Pension Liability
2014	0.18521%	\$ 6,009,000	\$ 4,504,431	133.40%	66.80%
2015	0.18292%	\$ 7,864,668	\$ 4,758,394	165.28%	59.97%
2016	0.18608%	\$ 9,161,861	\$ 4,961,692	184.65%	55.50%
2017	0.18850%	\$ 11,033,485	\$ 4,915,007	224.49%	53.30%
2018	0.18562%	\$ 11,304,580	\$ 5,154,297	219.32%	53.54%

Note: This schedule is intended to show information for ten years. Additional years will be displayed as they become available.

The data provided in the schedule is as of the measurement date of KRS's net pension liability, which is June 30, 2018.

SCHEDULE OF EMPLOYER CONTRIBUTIONS

Year Ended June 30,	Statutorily Required Contribution	Actual Employer Contribution	Contribution Excess/(Deficiency)	Actual Covered Member Payroll	Contributions as a Percentage of Covered Payroll
2015	\$ 574,316	\$ 574,316	\$ -	\$ 4,504,431	12.75%
2016	\$ 577,669	\$ 577,669	\$ -	\$ 4,758,394	12.14%
2017	\$ 692,156	\$ 692,156	\$ -	\$ 4,961,692	13.95%
2018	\$ 711,693	\$ 711,693	\$ -	\$ 4,915,007	14.48%
2019	\$ 836,027	\$ 836,027	\$ -	\$ 5,154,297	16.22%

Note: This schedule is intended to show information for ten years. Additional years will be displayed as they become available.

**LOUISVILLE AND JEFFERSON COUNTY VISITORS AND
CONVENTION COMMISSION**
NOTES TO THE REQUIRED SUPPLEMENTARY INFORMATION
RELATED TO THE NET PENSION LIABILITY
Year ended June 30, 2019

Valuation date: Actuarially determined contribution rates for 2019 were calculated based on the June 30, 2016 actuarial valuation.

Methods and assumptions used to determine contribution rates:

Experience Study	July 1, 2008 - June 30, 2013
Actuarial cost method	Entry Age Normal
Amortization method	Level percentage of pay
Remaining amortization period	27 years, Closed
Payroll Growth Rate	4.00%
Asset valuation	20% of the difference between the market value of assets and the expected actuarial value of assets is recognized
Inflation	3.25%
Salary increases	4.00%, average
Investment Rate of Return	7.50%
Mortality	RP-2000 Combined Mortality Table, projected to 2013 with Scale BB (set back 1 year for females)

**LOUISVILLE AND JEFFERSON COUNTY VISITORS AND
CONVENTION COMMISSION**

REQUIRED SUPPLEMENTARY INFORMATION
SCHEDULE OF PROPORTIONATE SHARE OF THE NET OPEB LIABILITY AND RELATED RATIOS AND
SCHEDULE OF EMPLOYER CONTRIBUTIONS

Year ended June 30, 2019

SCHEDULE OF PROPORTIONATE SHARE OF THE NET OPEB LIABILITY AND RELATED RATIOS

Year Ended June 30,	Proportion of the Net Pension Liability (Asset)	Proportionate Share of the Net Pension Liability (Asset)	Actual Covered Member Payroll	Net Pension Liability (Asset) as a Percentage of Covered Payroll	Fiduciary Net Position as a Percentage of Total Pension Liability
2017	0.18850%	\$ 3,789,495	\$ 4,915,007	77.10%	52.40%
2018	0.18561%	\$ 3,295,433	\$ 5,154,297	63.94%	57.62%

Note: This schedule is intended to show information for ten years. Additional years will be displayed as they become available.

The data provided in the schedule is as of the measurement date of KRS's net OPEB liability, which is June 30, 2018.

SCHEDULE OF EMPLOYER CONTRIBUTIONS

Year Ended June 30,	Statutorily Required Contribution	Actual Employer Contribution	Contribution Excess/(Deficiency)	Actual Covered Member Payroll	Contributions as a Percentage of Covered Payroll
2018	\$ 231,005	\$ 231,005	\$ -	\$ 4,915,007	4.70%
2019	\$ 271,116	\$ 271,116	\$ -	\$ 5,154,297	5.26%

Note: This schedule is intended to show information for ten years. Additional years will be displayed as they become available.

**LOUISVILLE AND JEFFERSON COUNTY VISITORS AND
CONVENTION COMMISSION**
NOTES TO THE REQUIRED SUPPLEMENTARY INFORMATION
RELATED TO THE NET OPEB LIABILITY
Year ended June 30, 2019

Valuation date: Actuarially determined contribution rates for 2019 were calculated based on the June 30, 2016 actuarial valuation.

Methods and assumptions used to determine contribution rates:

Experience Study	July 1, 2008 - June 30, 2013
Actuarial cost method	Entry Age Normal
Amortization method	Level percentage of pay
Remaining amortization period	27 years, Closed
Payroll Growth Rate	4.00%
Asset valuation	20% of the difference between the market value of assets and the expected actuarial value of assets is recognized.
Inflation	3.25%
Salary increases	4.00%, average
Investment Rate of Return	7.50%
Mortality	RP-2000 Combined Mortality Table, projected to 2013 with Scale BB (set back 1 year for females)
Healthcare cost trends (Pre-65)	Initial trend starting at 7.00% and gradually decreasing to an ultimate trend rate of 4.05% over a period of 5 years
Healthcare cost trends (Post-65)	Initial trend starting at 5.00% and gradually decreasing to an ultimate trend rate of 4.05% over a period of 2 years

SUPPLEMENTARY INFORMATION

**LOUISVILLE AND JEFFERSON COUNTY VISITORS AND
CONVENTION COMMISSION**

SUPPLEMENTARY INFORMATION

SCHEDULE OF COLLECTION OF TRANSIENT ROOM TAX--HISTORICAL TRANSIENT ROOM
TAX COLLECTIONS

Year ended June 30, 2019

Fiscal Year Ended June 30,	2% Dedicated Tax	1% Additional Dedicated Tax	3% Operations Tax*	% Change from Preceding Year
2010	\$ 4,666,717	\$ -	\$ 7,000,076	-9.7%
2011	4,904,151	-	7,356,227	5.1%
2012	5,593,359	-	8,390,039	14.1%
2013	5,793,492	-	8,690,238	3.6%
2014	6,303,838	-	9,455,757	8.8%
2015	6,823,593	-	10,235,390	8.2%
2016	7,832,045	3,916,023	11,748,068	14.8%
2017	7,342,136	3,671,068	11,013,204	-6.3%
2018	7,951,842	3,975,921	11,927,763	8.3%
2019	9,083,397	4,541,699	13,625,095	14.2%

* One-half of the 3% Operations Tax (the "1.5% Pledged Operations Tax") is pledged to the payment of the Series 2016 Bonds.



Independent Auditor's 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 Commissioners
**Louisville and Jefferson County Visitors and
Convention Commission**

We have audited, in accordance with the auditing standards generally accepted in the United States of America and the standards applicable to financial audits contained in the *Government Auditing Standards*, issued by the Comptroller General of the United States, the financial statements of the governmental activities, the discretely presented component unit and each major fund of the Louisville and Jefferson County Visitors and Convention Commission ("the Commission") as of and for the year ended June 30, 2019 and the related notes to the financial statements which collectively comprise the Commission's basic financial statements and have issued our report thereon dated October 31, 2019.

Internal Control over Financial Reporting

In planning and performing our audit of the financial statements, we considered the Commission's internal control over financial reporting (internal control) to determine the audit procedures that are appropriate in the circumstances for the purpose of expressing our opinion on the financial statements, but not for the purpose of expressing an opinion on the effectiveness of the Commission's internal control. Accordingly, we do not express an opinion on the effectiveness of the Commission's internal control.

A *deficiency in internal control* exists when the design or operation of a control does not allow management or employees, in the normal course of performing their assigned functions, to prevent, or detect and correct, misstatements on a timely basis. A *material weakness* is a deficiency, or a combination of deficiencies, in internal control, such that there is a reasonable possibility that a material misstatement of the entity's financial statements will not be prevented, or detected and corrected, on a timely basis. A *significant deficiency* is a deficiency, or a combination of deficiencies, in internal control that is less severe than a material weakness, yet important enough to merit attention by those charged with governance.

Our consideration of internal control was for the limited purpose described in the first paragraph of this section and was not designed to identify all deficiencies in internal control that might be material weaknesses or significant deficiencies. Given these limitations, during our audit we did not identify any deficiencies in internal control that we consider to be material weaknesses. However, material weaknesses may exist that have not been identified.

Compliance and Other Matters

As part of obtaining reasonable assurance about whether the Commission's financial statements are free from 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*.

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**Independent Auditor's 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 (Continued)**

Purpose of this Report

The purpose of this report is solely to describe the scope of our testing of internal control and compliance and the results of that testing, and not to provide an opinion on the effectiveness of the entity's internal control or on compliance. This report is an integral part of an audit performed in accordance with *Government Auditing Standards* in considering the entity's internal control and compliance. Accordingly, this communication is not suitable for any other purpose.

MCM CPAs & Advisors LLP

Louisville, Kentucky

October 31, 2019