City of Azusa – Community Facilities District No. 2002-1 (Mountain Cove) Special Tax Bonds Series 2011

Azusa, California

Financial Statements and Independent Auditors' Reports

For the year ended June 30, 2017



City of Azusa – Community Facilities District No. 2002 – 1 (Mountain Cove) Special Tax Bonds Series 2011

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INDEPENDENT AUDITORS' REPORT

To the Honorable Mayor and Members of the City Council of the City of Azusa Azusa, California

Report on the Financial Statements

We have audited the accompanying financial statements of the governmental activities and each major fund of the City of Azusa Community Facilities District No. 2002-1 (Mountain Cove) Special Tax Refunding Bonds, Series 2011 (Mountain Cove Bonds), as of and for the year ended June 30, 2017, and the related notes to the 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 from 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 opinions.

Opinion

In our opinion, the financial statements referred to above present fairly, in all material respects, the respective financial position of the governmental activities and each major fund of the Mountain Cove Bonds as of June 30, 2017, 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.

To the Honorable Mayor and Members of the City Council of the City of Azusa Azusa, California Page 2

Other Matters

Required Supplementary Information

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.

Management has omitted the Management Discussion and Analysis that accounting principles generally accepted in the United States of America require to be presented to supplement the basic financial statements. Such missing 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. Our opinion on the basic financial statements is not affected by this missing information.

Other Information

Our audit was conducted for the purpose of forming opinions on the financial statements that collectively comprise the Mountain Cove Bonds' financial statements. The combining fund information is presented for purposes of additional analysis and are not a required part of the financial statements.

The combining fund information is the responsibility of management and were derived from and relates directly to the underlying accounting and other records used to prepare the financial statements. The information has been subjected to the auditing procedures applied in the audit of the financial statements and certain additional procedures, including comparing and reconciling such information directly to the underlying accounting and other records used to prepare the financial statements or to the financial statements themselves, and other additional procedures in accordance with the auditing standards generally accepted in the United States of America. In our opinion, the combining fund information are fairly stated in all material respects in relation to the financial statements as a whole.

Emphasis of Matter

As discussed in Note 1, the financial statements of the Mountain Cove Bonds, are intended to present the financial position, the changes in financial position, and, where applicable, cash flows of only that portion of the governmental activities and each major fund, and the aggregate remaining fund information of the City and Mountain Cove that is attributable to the transactions of the Mountain Cove Bonds. They do not purport to, and do not present fairly the financial position of the City of Azusa or Mountain Cove as of June 30, 2017, the changes in its financial position, or, where applicable, its cash flows for the year then ended in accordance with accounting principles generally accepted in the United States of America. Our opinion is not modified with respect to this matter.

Badawi & Associates Certified Public Accountants Oakland, California May 8, 2018

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FINANCIAL STATEMENTS

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GOVERNMENT-WIDE FINANCIAL STATEMENTS

Statement of Net Position

June 30, 2017

ASSETS	
Cash and investments with trustee	\$ 388,818
Total assets	388,818
LIABILITIES	
Current liabilities:	
Due to City of Azusa	1,650
Accrued interest payable	93,389
Long term debt - due within one year	240,000
Total current liabilities .	335,039
Noncurrent liabilities:	
Long term debt - due in more than one year	6,790,000
Total noncurrent liabilities	6,790,000
Total liabilities	7,125,039
NET POSITION	
Restricted for:	
Debt service	388,818
Unassigned	(7,125,039)
Total Net Position	\$ (6,736,221)

Statement of Activities

For the year ended June 30, 2017

	E	xpenses	arges for ervices	Gra	perating ants and tributions		Total	 ernmental ctivities
Governmental activities								
General government	\$	390,889	\$ 437,246			\$	437,246	\$ 46,357
Total governmental activities	\$	390,889	\$ 437,246	\$	-	\$	437,246	46,357
			487 487					
			C	hange in	net position	1		46,844
			Net po	sition - b	eginning of	year		(6,783,065)
			Net po	sition - e	end of year			\$ (6,736,221)

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FUND FINANCIAL STATEMENTS

Balance Sheet - Governmental Funds

June 30, 2017

	Debt	Service Fund
ASSETS		
Cash and investments with trustee	\$	388,818
Total assets	\$	388,818
LIABILITIES AND FUND BALANCES		
Liabilities:		
Due to City	\$	1,650
Total liabilities		1,650
Fund Balances:		
Restricted for:		
Debt service		388,818
Unassigned		(1,650)
Total fund balances		387,168
Total liabilities		
and fund balances	\$	388,818

Reconciliation of the Balance Sheet of Governmental Funds to the Statement of Net Position For the year ended June 30, 2017

Fund Balances of Governmental Funds	\$ 387,168
Amounts reported for governmental activities in the Statement of Net Position are different because:	
Interest payable on long-term debt did not require current financial resources. Therefore, interest payable was not reported as a liability in Governmental Funds Balance Sheet.	(93,389)
Long-term liabilities are not due and payable in the current period and therefore they are not reported in the funds.	
Long term debt due within one year	(240,000)
Long term debt due in more than one year	(6,790,000)
Net Position of Governmental Activities	\$ (6,736,221)

City of Azusa - Community Facilities District No. 2002-1 Special Tax Bonds (Mountain Cove) Series 2011 Statement of Revenues, Expenditures and Changes in Fund Balances For the year ended June 30, 2017

	Debt Service Fund		
REVENUES:			
Interest on investments	\$	487	
Assessments		437,246	
Total revenues		437,733	
EXPENDITURES:			
General Government:			
Administrative cost		42,075	
Debt service:			
Principal payment		215,000	
Interest		382,656	
Total expenditures		639,731	
Net change in fund balances		(201,998)	
FUND BALANCES:			
Beginning of year		589,166	
End of year	\$	387,168	

Reconciliation of the Statement of Revenues, Expenditures and Changes in Fund Balances of Governmental Funds to the Statement of Activities
For the year ended June 30, 2017

Net Change in Fund Balances - Total Governmental Funds	\$ (201,998)
because:	
The issuance of long-term debt provides current financial resources to governmental funds, while the repayment of the principal of long-term debt consumes the current financial resources of governmental funds. Neither transaction, however has any effect on net position. This amount is the net effect of these differences in the treatment of long-term debt related items:	
Long-term debt repayments	215,000
Interest expense on long-term debt is reported on the accrual basis on the Government-Wide Statements, but expenditures on long-term debt in the governmental funds statements are recorded when paid. The following amount represents the change in accrued interest from the prior year.	33,842
Change in Net Position of Governmental Activities	\$ 46,844

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NOTES TO FINANCIAL STATEMENTS

City of Azusa – Community Facilities District No. 2002-1 (Mountain Cove) Special Tax Bonds Series 2011 Notes to Financial Statements For the year ended June 30, 2017

1. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

A. Description of Reporting Entity

The City of Azusa Community Facilities District No. 2002-1 (Mountain Cove) (the District) was established by the City Council of the City of Azusa (the City) pursuant to the provisions of the Mello-Roos Community Facilities Act of 1982, as amended (constituting Section 53311 et seq. of the California Government Code) to finance certain costs of acquisition and construction of certain water, sewer, reservoir, pump station and bike trail improvements generally related to development within the District as well as school and city impact fees associated with the development.

Bond indebtedness in the amount of \$7,880,000 was issued by the District. The bonds are payable solely from the proceeds of a special tax to be levied annually on the land within the District. The bonds are not in any way a debt, liability or obligation of the City of Azusa.

The financial statements presented in this report cover only the City of Azusa Community Facilities District No. 2002-1 (Mountain Cove) Special Tax Bonds, Series 2002 A and the Special Tax Refunding Bonds, Series 2011, which are only a portion of the bonds issued by the City. Therefore, these financial statements do not purport to represent the financial position or results of operations of the City of Azusa or the City of Azusa Community Facilities District No. 2002-1 (Mountain Cove).

B. Government-Wide and Fund Financial Statements

The government-wide financial statements (i.e., the statement of net assets and the statement of activities) report information on the City of Azusa Community Facility District No. 2002-1 (Mountain Cove) Special Tax Bonds, Series 2011.

The statement of activities demonstrates the degree to which the direct expenses of a given function or segment are offset by program revenues. Direct expenses are those that are clearly identifiable with a specific function or segment.

C. Measurement Focus, Basis of Accounting and Financial Statement Presentation

The government-wide financial statements are reported using the economic resources measurement focus and the accrual basis of accounting. Revenues are recorded when earned and expenses are recorded when a liability is incurred, regardless of the timing of the related cash flows.

City of Azusa - Community Facilities District No. 2002-1 (Mountain Cove) Special Tax Bonds Series 2011 Notes to Financial Statements

For the year ended June 30, 2017

1. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES, Continued

C. Measurement Focus, Basis of Accounting and Financial Statement Presentation, Continued

Government fund financial statements are reported using the current financial resources measurement focus and the modified accrual basis of accounting. Revenues are recognized as soon as they are both measurable and available. Revenues are considered to be available when they are collectible within the current period or soon enough thereafter to pay liabilities of the current period. For this purpose, the government considers revenues to be available if they are collected within 60 days of the end of the current fiscal period. Expenditures generally are recorded when a liability is incurred, as under accrual accounting. However, debt service expenditures are recorded only when payment is due.

D. Asset, Liabilities, and Net Position

Investments

Investments are reported at fair value. Increases and decreases in the fair value of investments, as well as interest earned on the investments, are reported as investment income.

• Receivables and Payables

All trade receivables are shown net of an allowance for uncollectible.

Long-Term Obligations

In the government-wide financial statements, long-term debt and other long-term obligations are reported as liabilities in the government activities statement of net position. Bond premiums and discounts, as well as issuance costs, are deferred and amortized over the life of the bonds using the effective interest method. Bonds payable are reported net of the applicable bond premium or discount. Bond issuance costs whether or not withheld from the actual debt proceeds received, are reported as debt service expenditures. Bond proceeds are reported as other financing sources.

2. CASH AND INVESTMENTS

As of June 30, 2017, cash and investments were reported in the accompanying financial statements as follows:

Cash and investments with fiscal agents

\$ 388,818

City of Azusa – Community Facilities District No. 2002-1 (Mountain Cove) Special Tax Bonds Series 2011 Notes to Financial Statements

For the year ended June 30, 2017

2. CASH AND INVESTMENTS, Continued

A. Investments Authorized by Debt Agreements

Investments of debt proceeds held by a bond trustee are governed by provisions of the debt agreements rather than the general provisions of the California Government Code or the government agency's investment policy.

3. LONG-TERM LIABILITIES

Long-term liabilities consisted of the following:

	Balance July 1,							lance June	Du	e Within	Due In More Than		
		2016	Additi	Additions Repayments		payments	30, 2017		One Year		One Year		
Special Tax Refunding													
Bonds, Series 2011	\$	7,245,000	\$		\$	(215,000)	\$	7,030,000	\$	240,000	\$	6,790,000	
	\$	7,245,000	\$	_	\$	(215,000)	\$	7,030,000	\$	240,000	\$	6,790,000	

A. Special Tax Refunding Bonds, Series 2011

In July 6, 2011, the District issued \$7,880,000 City of Azusa Community Facilities District No. 2002-1 (Mountain Cove) Special Tax Refunding Bond, Series 2011 to refund the outstanding Community Facilities District No. 2002-1 (Mountain Cove) Special Tax Bonds Series 2002 A. The Special Tax Refunding Bonds, Series 2011 consist of \$4,310,000 serial bonds maturing September 1, 2026, and bearing interest from 3.000% to 5.500% and \$3,570,000 term bonds maturing September 1, 2032, and bearing interest at 5.875%. The bonds are subject to optional call and redemption prior to their maturity. Interest is payable semiannually on September 1 and March 1 of each year. The outstanding balance at June 30, 2017, was \$7,030,000.

City of Azusa - Community Facilities District No. 2002-1 (Mountain Cove) Special Tax Bonds Series 2011

Notes to Financial Statements For the year ended June 30, 2017

3. LONG-TERM LIABILITIES, Continued

A. Special Tax Refunding Bonds, Series 2011, Continued

The debt service to maturity is as follows:

2011 Special	Tax Re	funding	Bond	5

		2011 Special Tax Tertahang Bonds							
		Principal		Interest		Total			
2018	\$	240,000	\$	373,556	\$	613,556			
2019		260,000		363,556		623,556			
2020		280,000		352,336		632,336			
2021		305,000		339,454		644,454			
2022		335,000		324,719		659,719			
2023-2027		2,040,000		1,337,012		3,377,012			
2028-2032		2,870,000		650,656		3,520,656			
2033-2036		700,000		20,563		720,563			
Totals	\$	7,030,000	\$	3,761,852	\$	10,791,852			
Totals	φ	7,030,000	Ф	3,701,632	φ	10,791,602			

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SUPPLEMENTARY INFORMATION

City of Azusa - Community Facilities District No. 2002-1 Special Tax Bonds (Mountain Cove) Series 2011 Combining Balance Sheet Debt Service Fund

June 30, 2017

]	Reserve Interest T		Special Tax Fund	Administrative Expense					
ASSETS										
Cash and investments with trustee	\$	371,171	\$	- \$	-	\$	17,647	\$ -	\$	388,818
Total assets	\$	371,171	\$	- \$	_	\$	17,647	\$ -	\$	388,818
LIABILITIES AND FUND BALANCES										
Liabilities:										
Due to City of Azusa		-		_			-	1,650		1,650
Total liabilities		-		<u>-</u>			-	1,650		1,650
Fund Balances: Restricted for:										
Debt service		371,171		-	-		17,647	-		388,818
Unassigned		-		-			-	(1,650)		(1,650)
Total fund balances		371,171		<u>-</u>			17,647	(1,650)		387,168
Total liabilities										
and fund balances	\$	371,171	\$	- \$		\$	17,647	\$ -	\$	388,818

Combining Statement of Revenues, Expenditures and Changes in Fund Balances Debt Service Fund

For the year ended June 30, 2017

	Reserve Fund		Principal	Interest Account	Special Tax Fund		Administrative Expense	Total	
REVENUES:									
Interest on investments Assessments	\$	420	\$ - -	\$ 5 -	\$	62 437,246	\$ - -	\$	487 437,246
Total revenues		420		5		437,308			437,733
EXPENDITURES:									
General Government:									
Administrative cost		-	-	-		-	42,075		42,075
Debt service:									
Principal payment		-	215,000	-		-	-		215,000
Interest expense				382,656					382,656
Total expenditures		-	215,000	382,656			42,075		639,731
REVENUES UNDER(OVER) EXPENDITURES		420	(215,000)	(382,651)		437,308	(42,075)		(201,998)
OTHER FINANCING SOURCES(USES)									
Transfer in		-	215,000	382,656		-	42,075		639,731
Transfer out		-		(5)		(639,726)			(639,731)
Total other financing sources (uses)		-	215,000	382,651		(639,726)	42,075		
Net change in fund balances		420	-	-		(202,418)	-		(201,998)
FUND BALANCES:									
Beginning of year		370,751				220,065	(1,650)		589,166
End of year	\$	371,171	\$ -	\$ -	\$	17,647	\$ (1,650)	\$	387,168

Combining Statement of Receipts, Disbursements, and Transfers

Debt Service Fund

For the year ended June 30, 2017

						Special						
	Reserve				Interest		Tax		Administrative			
	Fund		Principal		Account		Fund		Expense		Total	
Cash and Investments with Trustee:												
Balance - June 30, 2016	\$	370,751	\$	-	\$	-	\$	220,065	\$	-	\$	590,816
RECEIPTS:												
Interest on investments	\$	420	\$	-	\$	5	\$	62	\$	-	\$	487
Assessments		-		-		-		437,246		-		437,246
Transfer in		-		215,000		382,656		-		42,075		639,731
Total receipts		420		215,000		382,661		437,308		42,075		1,077,464
DISBURSEMENTS:												
Administrative cost		-		-		-		-		42,075		42,075
Principal payment		-		215,000		-		-		-		215,000
Interest payments		-		-		382,656		-		-		382,656
Transfer out		-		-		5		639,726		_		639,731
Total disbursements				215,000		382,661		639,726		42,075		1,279,462
Cash and Investments with Trustee:												
Balance - June 30, 2017	\$	371,171	\$	-	\$	-	\$	17,647	\$	_	\$	388,818