ANNUAL FINANCIAL REPORT

JUNE 30, 2014

OF ORANGE COUNTY

IRVINE, CALIFORNIA

(A Joint Powers Entity)

JUNE 30, 2014

BOARD OF DIRECTORS

<u>MEMBER</u> <u>OFFICE</u>

Sharon Wallin Chairperson

Lauren Brooks Vice Chairperson/Secretary

Paul Bokota Director

Ira Glasky Director

Michael Parham Director

ADMINISTRATION

Terry Walker Executive Director

John Fogarty Treasurer

ORGANIZATION

The Irvine Unified School District Financing Authority (the Authority) was established on November 1, 2005, under a joint powers agreement for the purpose of financing or refinancing of Public Capital Improvements for, and Working Capital Requirements of, any Local Agency through the Acquisition by the Authority of such Public Capital Improvements, the purchase by the Authority of Obligations of any Local Agency pursuant to Bond Purchase Agreements, the lending of funds by the Authority to a Local Agency or the entering into of contractual arrangements by the Authority with a Local Agency. As of June 30, 2014, the Authority consisted of the Irvine Unified School District and the Community Facilities District No. 86-1 of the Irvine Unified School District.

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INDEPENDENT AUDITOR'S REPORT

Board of Directors Irvine Unified School District Financing Authority Irvine, California

Report on the Financial Statements

We have audited the accompanying financial statements of the governmental activities and the major fund of the Irvine Unified School District Financing Authority (the Authority), as of and for the year ended June 30, 2014, 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, supplementation, 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, the State Controller's *Minimum Audit Requirements for California Special Districts*, 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 financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the Authority'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 Authority'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 statement.

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

Opinion

In our opinion, the financial statements referred to above present fairly, in all material respects, the financial position of the governmental activities and the major fund of the Irvine Unified School District Financing Authority at June 30, 2014, and the changes in financial position for the year then ended in conformity 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 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. The management of the Authority has elected to omit this information.

Rancho Cucamonga, California

Vounnel, Time, Day & Co., LLP

February 23, 2015

STATEMENT OF NET POSITION JUNE 30, 2014

ASSETS	
Investments	\$ 195,513
Accounts receivable	3,015,766
Long-term receivables	2,022,00
Noncurrent portion of community facilities bonds receivable	164,835,332
Total Assets	\$ 168,046,611
LIABILITIES AND NET POSITION	
Liabilities	
Interest payable	\$ 2,885,425
Long-term obligations	
Current portion of long-term obligations	1,770,000
Noncurrent portion of long-term obligations	173,158,888
Total Long-Term Obligations	174,928,888
Total Liabilities	177,814,313
Net Position	
Restricted for:	
Debt service	325,854
Unrestricted (deficit)	(10,093,556)
Total Net Position	(9,767,702)
Total Liabilities and Net Position	\$ 168,046,611

STATEMENT OF ACTIVITIES FOR THE YEAR ENDED JUNE 30, 2014

	Expenses	Program Revenue	Net Governmental Activities	
GOVERNMENTAL ACTIVITIES				
Interest on long-term obligations	\$ 8,620,630	\$ -	\$ (8,620,630)	
Other outgo	1,137,798		(1,137,798)	
Total Governmental Activities	\$ 9,758,428	\$ -	(9,758,428)	
	GENERAL REV Interest and in	10,193,304		
	Change in Net P	osition	434,876	
	Net Position (Deficit) - Beginning Net Position (Deficit) - Ending			

GOVERNMENTAL FUND BALANCE SHEET JUNE 30, 2014

	Debt Service Fund
ASSETS Investments	\$ 195,513
FUND BALANCE Restricted	\$ 195,513

GOVERNMENTAL FUND RECONCILIATION OF THE GOVERNMENTAL FUND BALANCE SHEET TO THE STATEMENT OF NET POSITION JUNE 30, 2014

Total Fund Balance - Governmental Fund Amounts reported for governmental activities in the Statement of Net Position are different because:	\$	195,513
In governmental funds, unmatured interest on long-term obligations are recognized in the period when it is due. On the government-wide financial statements, unmatured interest on long-term obligations is recognized when it is incurred.		(2,885,425)
In governmental funds, unmatured interest on long-term receivables are recognized in the period when it is received. On the government-wide financial statements, unmatured interest on long-term receivables is recognized when it is earned.		3,015,766
Long-term obligations, including bonds payable, are not due and payable in the current period and, therefore, are not reported as liabilities in the funds. Long-term obligations at year-end consist of the following:		
Special tax bonds	(1	74,928,888)
Long-term receivables, including bonds receivable, are not earned and received in the current period and, therefore, are not reported as receivables in the funds.		
Special tax bonds	1	64,835,332
Total Net Position (Deficit) - Governmental Activities	\$	(9,767,702)

GOVERNMENTAL FUND STATEMENT OF REVENUES, EXPENDITURES, AND CHANGES IN FUND BALANCE FOR THE YEAR ENDED JUNE 30, 2014

	Debt Service Fund
REVENUES	
Other local sources	\$ 10,209,718
EXPENDITURES Debt service Principal	1,515,000
Interest and other	8,687,806
Total Expenditures	10,202,806
Excess of Revenues Over Expenditures	6,912
Fund Balance - Beginning	188,601
Fund Balance - Ending	\$ 195,513

GOVERNMENTAL FUND RECONCILIATION OF STATEMENT OF REVENUES, EXPENDITURES, AND CHANGES IN FUND BALANCE TO THE STATEMENT OF ACTIVITIES FOR THE YEAR ENDED JUNE 30, 2014

Net Change in Fund Balance - Governmental Fund Amounts reported for governmental activities in the Statement of Activities are different because:	\$ 6,912
Proceeds received from long-term accounts receivable are not earned and received in the current period and, therefore, are not reported as receivables in the funds:	
Special tax bonds	(1,137,798)
Governmental funds report the effect of premiums, discounts, and the deferred amount on a refunding when the debt is first issued, whereas the amounts are deferred and amortized in the Statement of Activities. This amount is the net effect of these related items:	
Premium on issuance	46,155
Repayment of long-term obligations principal is an expenditure in the governmental funds, but it reduces long-term obligations in the Statement of Net Position and does not affect the Statement of Activities:	
Special tax bonds	1,515,000
Interest on long-term obligations in the Statement of Activities differs from the amount reported in the governmental funds because interest is recorded as an expenditure in the funds when it is due, and thus requires the use of current financial resources. In the Statement of Activities, however, interest expense is recognized as the interest accrues, regardless of when it is due. (Accrued interest on the special tax bonds	
decreased.)	21,021
Interest on long-term receivables in the Statement of Activities differs from the amount reported in the governmental funds because interest is recorded as revenue in the funds when it is received. In the Statement of Activities, however, interest revenue is recognized as the interest accrues, regardless of when it is received.	(16,414)
Change in Net Position of Governmental Activities	\$ 434,876
6	

NOTES TO FINANCIAL STATEMENTS JUNE 30, 2014

NOTE 1 - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Financial Reporting Entity

The Irvine Unified School District Financing Authority (the Authority) was established on November 1, 2005, by a joint powers agreement with Irvine Unified School District (the District). The purpose of the Authority is to finance the cost of certain school facilities. The Authority's relationship with the District is such that the Authority is treated as a component unit of the District.

The Authority is governed by an appointed Board of Directors. The Board of Directors is comprised of five members. The Authority's significant accounting policies, as described below, are the same as for any joint powers authority.

Description of Funds

The accounting system is organized and operated on a fund basis. A fund is defined as a fiscal and accounting entity with a self-balancing set of accounts, which are segregated for the purpose of carrying on specific activities or attaining certain objectives in accordance with special regulations, restrictions, or limitations. The Authority's funds are identified as governmental funds.

Governmental Funds Governmental funds are those through which most governmental functions typically are financed. Governmental fund reporting focuses on the sources, uses, and balances of current financial resources. Expendable assets are assigned to the various governmental funds according to the purposes for which they may or must be used. Current liabilities are assigned to the fund from which they will be paid. The difference between governmental fund assets and liabilities is reported as fund balance. The following are the Authority's governmental fund:

Debt Service Funds The Debt Service funds are used to account for and report financial resources that are restricted, committed, or assigned to expenditures for principal and interest on long-term obligations.

Basis of Accounting - Measurement Focus

Government-Wide Financial Statements The financial statements are prepared using the economic resources measurement focus and the accrual basis of accounting, which is different from the manner in which governmental fund financial statements are prepared.

Since the Authority does not have program revenues, the financial Statement of Activities presents all revenues as general revenues. Expenses are reported on a functional basis.

Net position should be reported as restricted when constraints placed on net position are either externally imposed by creditors (such as through debt covenants), grantors, contributors, or laws or regulations of other governments or imposed by law through constitutional provisions or enabling legislation.

Fund Financial Statements Fund financial statements report detailed information about the Authority. The focus of governmental fund financial statements is on major funds rather than reporting funds by type. Each major fund is presented in a separate column. Non-major funds are aggregated and presented in a single column. The Authority only has one fund of which is considered a major governmental fund.

NOTES TO FINANCIAL STATEMENTS JUNE 30, 2014

Governmental Funds All governmental funds are accounted for using a flow of current financial resources measurement focus and the modified accrual basis of accounting. With this measurement focus, only current assets and current liabilities generally are included on the balance sheet. The statement of revenues, expenditures, and changes in fund balance reports on the sources (revenues and other financing sources) and uses (expenditures and other financing uses) of current financial resources. This approach differs from the manner in which the governmental activities of the government-wide financial statements are prepared. Governmental fund financial statements therefore include reconciliation with brief explanations to better identify the relationship between the government-wide financial statements and the statements for the governmental funds on a modified accrual basis of accounting and the current financial resources measurement focus. Under this basis, revenues are recognized in the accounting period in which they become measurable and available. Expenditures are recognized in the accounting period in which the fund liability is incurred, if measurable.

Revenues - Exchange and Non-Exchange Transactions On a modified accrual basis, revenue is recorded in the fiscal year in which the resources are measurable and become available. Available means that the resources will be collected within the current fiscal year or are expected to be collected soon enough thereafter to be used to pay liabilities of the current fiscal year. Generally, available is defined as collectible within 90 days.

Non-exchange transactions, in which the Authority receives value without directly giving equal value in return, include the special tax assessments. Revenue from these special tax assessments is recognized in the fiscal year in which the taxes are received.

Expenses/Expenditures On the accrual basis of accounting, expenses are recognized at the time they are incurred. The measurement focus of governmental fund accounting is on decreases in net financial resources (expenditures) rather than expenses. Expenditures are generally recognized in the accounting period in which the related fund liability is incurred, if measurable. Principal and interest on general long-term obligation, which has not matured, are recognized when paid in the governmental funds.

Investments

Investments held at June 30, 2014, with original maturities greater than one year are stated at fair value. Fair value is estimated based on quoted market prices at year-end. All investments not required to be reported at fair value are stated at cost or amortized cost.

Accrued Liabilities and Long-Term Obligations

All payables, accrued liabilities, and long-term obligations are reported in the government-wide financial statements.

In general, governmental fund payables and accrued liabilities that, once incurred, are paid in a timely manner and in full from current financial resources are reported as obligations of the funds.

Special Tax Bonds are recognized as a liability on the fund financial statements when due.

NOTES TO FINANCIAL STATEMENTS JUNE 30, 2014

Fund Balances - Governmental Funds

As of June 30, 2014, fund balances of the governmental funds are classified as follows:

Restricted - amounts that can be spent only for specific purposes because of constitutional provisions or enabling legislation or because of constraints that are externally imposed by creditors, grantors, contributors, or the laws or regulations of other governments.

Spending Order Policy

When an expenditure is incurred for purposes for which both restricted and unrestricted fund balance is available, the Authority considers restricted funds to have been spent first. When an expenditure is incurred for which committed, assigned, or unassigned fund balances are available, the Authority considers amounts to have been spent first out of committed funds, then assigned funds, and finally unassigned funds, as needed, unless the governing board has provided otherwise in its commitment or assignment actions.

Net Position

The net position represents the difference between assets and liabilities. Net position are reported as restricted when there are limitations imposed on their use either through the enabling legislation adopted by the Authority or through external restrictions imposed by creditors, grantors, or laws or regulations of other governments. The Authority applies restricted resources when an expense is incurred for purposes for which both restricted and unrestricted net position is available.

Enabling legislation relates to laws passed that create revenue source to be used for specific purposes. The government-wide financial statements report net position restricted by enabling legislation of \$325,854.

Budgets and Budgetary Accounting

Annually, the Authority's Board of Directors adopts an operating budget. The Board and Treasurer revise this budget during the year to give consideration to unanticipated revenues and expenses partially resulting from events unknown at the time of budget adoption.

Income Taxes

The Authority's income is exempt from Federal and State income taxes under Internal Revenue Code Section 115 and the corresponding section of the California Revenue and Taxation Code.

Use of Estimates

The preparation of financial statements in conformity with accounting principals generally accepted in the United States of America requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenues and expenses during the reporting period. Actual results could differ from those estimates.

NOTES TO FINANCIAL STATEMENTS JUNE 30, 2014

NOTE 2 - INVESTMENTS

Policies and Practices

The Authority is authorized under California Government Code to make direct investments in local agency bonds, notes, or warrants within the State; U.S. Treasury instruments; registered State warrants or treasury notes; securities of the U.S. Government, or its agencies; bankers acceptances; commercial paper; certificates of deposit placed with commercial banks and/or savings and loan companies; repurchase or reverse repurchase agreements; medium term corporate notes; shares of beneficial interest issued by diversified management companies, certificates of participation, obligations with first priority security; and collateralized mortgage obligations.

General Authorizations

Limitations as they relate to interest rate risk, credit risk, and concentration of credit risk are indicated in the schedules below:

	Maximum			
Authorized	Remaining	Percentage	Investment	
Investment Type	Maturity	of Portfolio	in One Issuer	
Local Agency Bonds, Notes, Warrants	5 years	None	None	
Registered State Bonds, Notes, Warrants	5 years	None	None	
U.S. Treasury Obligations	5 years	None	None	
U.S. Agency Securities	5 years	None	None	
Banker's Acceptance	180 days	40%	30%	
Commercial Paper	270 days	25%	10%	
Negotiable Certificates of Deposit	5 years	30%	None	
Repurchase Agreements	1 year	None	None	
Reverse Repurchase Agreements	92 days	20% of base	None	
Medium-Term Corporate Notes	5 years	30%	None	
Mutual Funds	N/A	20%	10%	
Money Market Mutual Funds	N/A	20%	10%	
Mortgage Pass-Through Securities	5 years	20%	None	
County Pooled Investment Funds	N/A	None	None	
Local Agency Investment Fund (LAIF)	N/A	None	None	
Joint Powers Authority Pools	N/A	None	None	

Interest Rate Risk

Interest rate risk is the risk that changes in market interest rates will adversely affect the fair value of an investment. Generally, the longer the maturity of an investment, the greater the sensitivity of its fair value to changes in market interest rates. The Authority does not have a formal investment policy that limits investment maturities as a means of managing its exposure to fair value losses arising from increasing interest rates. The Authority manages its exposure to interest rate risk by primarily investing in short-term money market funds.

NOTES TO FINANCIAL STATEMENTS JUNE 30, 2014

Specific Identification

Information about the sensitivity of the fair values of the Authority's investments to market interest rate fluctuation is provided by the following schedule that shows the distribution of the Authority's investment by maturity:

	Weighted		
	Average		
	Days to	Carrying	Fair
Investment Type	Maturity	Value	Value
Money Market Funds - Federated Treasury Obligation Funds	45 days	\$ 195,513	\$ 195,513

Credit Risk

Credit risk is the risk that an issuer of an investment will not fulfill its obligation to the holder of the investment. This is measured by the assignment of a rating by a nationally recognized statistical rating organization. The investment in Money Market Funds - Federated Treasury Obligation Funds was rated AAAm by Standard and Poor's.

NOTE 3 - RECEIVABLES

Receivables at June 30, 2014, consist of the following:

Local Sources Interest

\$ 3,015,766

Long-Term Accounts Receivable

On November 30, 2005, the Authority purchased community facilities bonds in the amount of \$103,475,000 with maturity dates through September 1, 2038. On April 27, 2006, the Authority purchased community facilities bonds in the amount of \$70,935,000 with maturity dates through September 1, 2036. The collection of the long-term accounts receivable is as follows:

Due within 1 year	\$ 1,378,974
Due within 1 to 5 years	8,428,579
Due within 6 to 10 years	18,670,341
Due within 11 to 15 years	31,109,300
Due within 16 to 20 years	48,379,606
Due within 21 to 25 years	56,868,532
Total	\$ 164,835,332

NOTES TO FINANCIAL STATEMENTS JUNE 30, 2014

NOTE 4 - FUND BALANCE

Fund balance is composed of the following elements:

		Debt
	S	ervice
	1	Fund
Restricted		
Debt service payments	\$	195,513

NOTE 5 - LONG-TERM OBLIGATIONS

Summary

A schedule of changes in long-term obligations for the year ended June 30, 2014, is shown below:

	Balance	Addit	ions/				Balance		Due in		
July 1, 2013		July 1, 2013		July 1, 2013 Adjustments		Deductions		June 30, 2014		One Year	
\$	99,715,000	\$	-	\$	730,000	\$	98,985,000	\$	870,000		
	1,200,043		-		46,155		1,153,888		-		
	75,575,000				785,000		74,790,000		900,000		
\$	176,490,043	\$	-	\$	1,561,155	\$	174,928,888	\$	1,770,000		
	\$ \$	July 1, 2013 \$ 99,715,000 1,200,043 75,575,000	July 1, 2013 Adjusts \$ 99,715,000 \$ 1,200,043 75,575,000	July 1, 2013 Adjustments \$ 99,715,000 \$ - 1,200,043 - 75,575,000 -	July 1, 2013 Adjustments D \$ 99,715,000 \$ - \$ 1,200,043 - - 75,575,000 - -	July 1, 2013 Adjustments Deductions \$ 99,715,000 \$ - \$ 730,000 1,200,043 - 46,155 75,575,000 - 785,000	July 1, 2013 Adjustments Deductions July 1, 2013 \$ 99,715,000 \$ - \$ 730,000 \$ 1,200,043 - 75,575,000 - 785,000	July 1, 2013 Adjustments Deductions June 30, 2014 \$ 99,715,000 \$ - \$ 730,000 \$ 98,985,000 1,200,043 - 46,155 1,153,888 75,575,000 - 785,000 74,790,000	July 1, 2013 Adjustments Deductions June 30, 2014 O \$ 99,715,000 \$ - \$ 730,000 \$ 98,985,000 \$ 1,200,043 - 46,155 1,153,888 75,575,000 - 785,000 74,790,000		

NOTE 6 - COMMUNITY FACILITIES DISTRICT BONDS

On June 12, 2003, the Community Facilities District No. 01-1 (CFD 01-1) of the District issued \$92,500,000 CFD 01-1 Special Tax Bonds, Series 2003 to finance a portion of the rest of the acquisition of land and construction of certain facilities. In November 2005, the Authority issued \$103,475,000 Special Tax Bonds, Series 2005 A to refinance CFD 01-1 Special Tax Bonds, Series 2003 and to finance a portion of the rest of the acquisition of land and construction of certain facilities. The Special Tax Bonds carry an interest rate ranging from 3.10 percent to 6.00 percent. At June 30, 2014, the principal outstanding was \$98,985,000, and unamortized premium was \$1,153,888.

NOTES TO FINANCIAL STATEMENTS JUNE 30, 2014

The annual debt service requirements to amortize the Special Tax Revenue Bonds, Series 2005 A, outstanding as of June 30, 2014, is as follows:

Year Ending			
June 30,	Principal	Interest	Total
2015	\$ 870,000	\$ 4,851,250	\$ 5,721,250
2016	1,020,000	4,813,994	5,833,994
2017	1,175,000	4,764,219	5,939,219
2018	1,355,000	4,700,969	6,055,969
2019	1,545,000	4,635,228	6,180,228
2020-2024	10,795,000	21,923,419	32,718,419
2025-2029	17,440,000	18,531,250	35,971,250
2030-2034	26,435,000	13,097,875	39,532,875
2035-2039	38,350,000_	5,066,250	43,416,250
Total	\$ 98,985,000	\$ 82,384,454	\$ 181,369,454

The Special Tax Revenue Bonds are payable solely from Special Tax Revenue received from Irvine Unified School District CFD 01-1.

On April 27, 2006, the Authority issued \$82,860,000 Special Tax Bonds, Series 2006 to finance a portion of the acquisition of land and construction of certain facilities. The Special Tax Bonds carry an interest rate ranging from 3.850 percent to 5.125 percent. At June 30, 2014, the principal outstanding was \$74,790,000.

The annual debt service requirements to amortize the Special Revenue Bonds, Series 2006 A, outstanding as of June 30, 2014, are as follows:

Year Ending			
June 30,	Principal	Interest	Total
2015	\$ 900,000	\$ 3,767,243	\$ 4,667,243
2016	1,040,000	3,721,878	4,761,878
2017	1,170,000	3,669,650	4,839,650
2018	1,325,000	3,610,063	4,935,063
2019	1,490,000	3,541,944	5,031,944
2020-2024	10,195,000	16,352,250	26,547,250
2025-2029	15,960,000	13,108,569	29,068,569
2030-2034	23,720,000	8,088,019	31,808,019
2035-2037	18,990,000_	1,505,982	20,495,982
Total	\$ 74,790,000	\$ 57,365,598	\$ 132,155,598

The Special Tax Revenue Bonds are payable solely from Special Tax Revenue received from Irvine Unified School District CFD 04-1, 04-2A, and 04-2B.

NOTES TO FINANCIAL STATEMENTS JUNE 30, 2014

NOTE 7 - RISK MANAGEMENT

The Authority is exposed to various risks of losses related to torts, thefts of, damage to, and destruction of assets; errors and omissions; injuries to employees; and natural disasters.

The Authority's risk management activities are covered by the individual participants. As of June 30, 2014, the Authority has no outstanding obligations.