

CITY OF ESCONDIDO
COMMUNITY DEVELOPMENT COMMISSION

ANNUAL FINANCIAL REPORT

For the Fiscal Year Ended June 30, 2008

Chairperson	Lori Holt Pfeiler
Vice Chairperson	Sam Abed
Member	Ed Gallo
Member	Dick Daniels
Member	Marie Waldron
Executive Director	Clay Phillips
General Counsel	Jeffrey Epp
Fiscal Officer	Gilbert Rojas
Secretary	Marsha Whalen

Prepared by
The Department of Finance

CITY OF ESCONDIDO COMMUNITY DEVELOPMENT COMMISSION
ANNUAL FINANCIAL REPORT
June 30, 2008

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Board of Directors
Escondido Community Development Commission
Escondido, California

INDEPENDENT AUDITORS' REPORT

We have audited the accompanying financial statements of the governmental activities, each major fund, and the aggregate remaining fund information of the Escondido Community Development Commission (the Commission), a component unit of the City of Escondido, California, as of and for the year ended June 30, 2008, which collectively comprise the Commission's basic financial statements, as listed in the table of contents. These component unit financial statements are the responsibility of the management of the Commission. 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 of America. 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 includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and the significant estimates made by management, as well as evaluating the overall financial statement presentation. We believe that our audit provides a reasonable basis for our opinions.

In our opinion, the financial statements referred to above present fairly, in all material respects, the respective financial position of the governmental activities, each major fund, and the aggregate remaining fund information of the Commission as of June 30, 2008, and the respective changes in financial position of the Commission for the year then ended in conformity with accounting principles generally accepted in the United States of America.

The Commission has not presented *Management's Discussion and Analysis* that the Governmental Accounting Standards Board has determined to be necessary to supplement, although not required to be part of, the basic financial statements. The information identified in the accompanying table of contents as *required supplementary information* is not a required part of the basic financial statements, but is supplementary information required by the Governmental Accounting Standards Board. We have applied certain limited procedures, which consisted principally of inquiries of management regarding the methods of measurement and presentation of the required supplementary information. However, we did not audit the information and express no opinion on it.

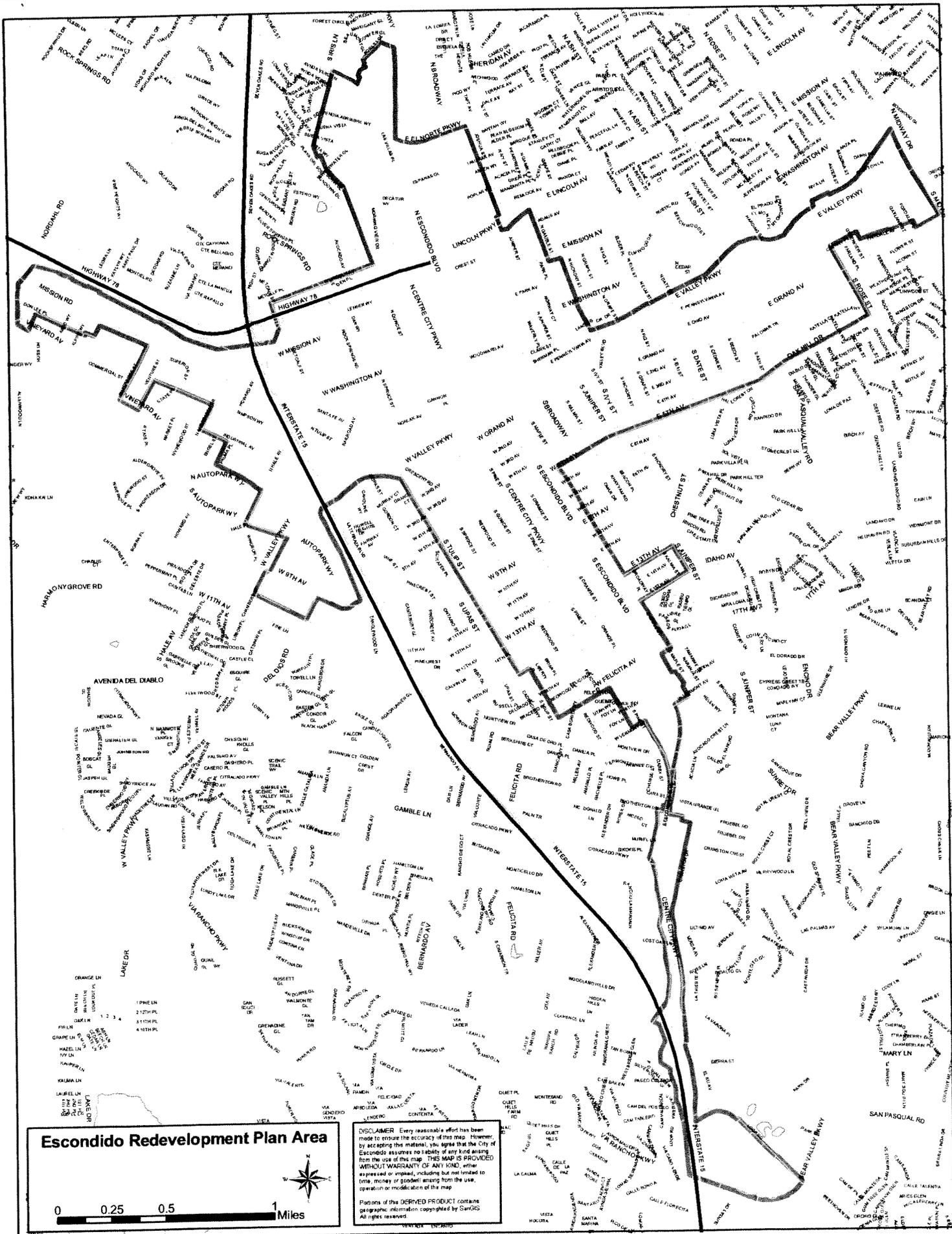


Board of Directors
Escondido Community Development Commission
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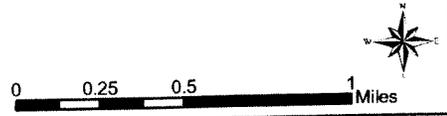
In accordance with *Government Auditing Standards*, we have also issued a report dated November 17, 2008 on our consideration of the Commission's internal control over financial reporting and on our tests of its compliance with certain provisions of laws, regulations, contracts and grant agreements, 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* and should be considered in assessing the results of our audit.

Mayor Hoffman McLean P.C.

Irvine, California
November 17, 2008



Escondido Redevelopment Plan Area



DISCLAIMER Every reasonable effort has been made to ensure the accuracy of this map. However, by accepting this material, you agree that the City of Escondido assumes no liability of any kind arising from the use of this map. **THIS MAP IS PROVIDED WITHOUT WARRANTY OF ANY KIND**, either expressed or implied, including but not limited to title, money or goods; arising from the use, operation or modification of the map.

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City of Escondido Community Development Commission
Statement of Net Assets
June 30, 2008

	<u>Governmental Activities</u>
<u>Assets</u>	
Current Assets:	
Cash and investments	\$ 25,615,352
Cash with fiscal agent	4,902,536
Receivables	786,322
Total Current Assets	<u>31,304,210</u>
Non-Current Assets:	
Loans receivable	27,476,973
Due from the other governments	756,175
Loans receivable from the City of Escondido	469,988
Deferred bond issue costs	1,466,114
Land held for resale	1,606,670
Capital assets:	
Not being depreciated	3,155,714
Being depreciated, net	46,384,065
Total Non-Current Assets	<u>81,315,699</u>
Total Assets	<u>112,619,909</u>
<u>Liabilities</u>	
Current Liabilities:	
Accounts payable	1,078,712
Accrued expenditures	21,054
Interest payable	1,116,084
Total Current Liabilities	<u>2,215,850</u>
Non-Current Liabilities:	
Due within one year	4,388,747
Due in more than one year (including premium of \$2,243,341)	87,979,653
Total Non-Current Liabilities	<u>92,368,400</u>
Total Liabilities	<u>94,584,250</u>
<u>Net Assets</u>	
Invested in capital assets, net of related debt	40,319,351
Restricted for low and moderate housing	33,292,350
Unrestricted	<u>(55,576,042)</u>
Total Net Assets	<u>\$ 18,035,659</u>

City of Escondido Community Development Commission
Statement of Activities
For the Fiscal Year Ended June 30, 2008

<u>Functions/Programs</u>	<u>Expenses</u>	<u>Program Revenues</u>		<u>Net (Expense)</u> <u>Revenue and</u> <u>Changes in</u> <u>Net Assets</u>
		<u>Charges for</u> <u>Services</u>	<u>Operating</u> <u>Grants and</u> <u>Contributions</u>	<u>Governmental</u> <u>Activities</u> <u>Total</u>
Governmental Activities:				
Community development	\$ 5,228,466	\$ 65,380	\$ 661	\$ (5,162,425)
Interest and fiscal charges	9,756,021			(9,756,021)
Total Governmental Activities	<u>\$14,984,487</u>	<u>\$ 65,380</u>	<u>\$ 661</u>	<u>(14,918,446)</u>
General Revenues				
Tax increment				22,638,616
Investment income, unrestricted				1,928,560
Miscellaneous				86,433
Total General Revenues				<u>24,653,609</u>
Change in Net Assets				9,735,163
Net Assets (Deficit) - Beginning of Year				<u>8,300,496</u>
Net Assets - End of Year				<u>\$ 18,035,659</u>

**City of Escondido Community Development Commission
Balance Sheet
Governmental Funds
June 30, 2008**

	Special Revenue	Debt Service	Nonmajor	
	Low and Moderate Income Housing	Community Development Commission	Capital Projects Fund	Total
<u>Assets</u>				
Cash and investments	\$ 6,969,897	\$ 18,601,523	\$ 43,932	\$ 25,615,352
Cash with fiscal agent		4,902,536		4,902,536
Receivables (net):				
Interest	87,524	193,799	585	281,908
Taxes	127,345	377,069		504,414
Loans	27,476,973			27,476,973
Loans receivable from the City of Escondido			469,988	469,988
Due from other governments	610	755,565		756,175
Land held for resale, at cost	1,606,670			1,606,670
Advances to other funds	3,399,292			3,399,292
Total Assets	\$ 39,668,311	\$ 24,830,492	\$ 514,505	\$ 65,013,308
<u>Liabilities and Fund Balances</u>				
Liabilities:				
Accounts payable	\$ 176,268	\$ 902,444	\$	\$ 1,078,712
Accrued expenditures	21,054			21,054
Advances from other funds		3,399,292		3,399,292
Total Liabilities	197,322	4,301,736		4,499,058
Fund Balances:				
Reserved for:				
Advances to other funds	3,399,292			3,399,292
Non-current loans and notes receivable	27,476,973		469,988	27,946,961
Land held for resale	1,606,670			1,606,670
Low and moderate income housing	6,988,054			6,988,054
Debt service		20,528,756		20,528,756
Unreserved; designated for future projects			44,517	44,517
Total Fund Balances	39,470,989	20,528,756	514,505	60,514,250
Total Liabilities and Fund Balances	\$ 39,668,311	\$ 24,830,492	\$ 514,505	

Amounts reported for governmental activities in the statement of net assets are different because:

Capital assets used in governmental activities are not financial resources and, therefore, are not reported in the funds	49,539,779
Long-term debt, including bonds payable, amortization, interest, and accretion, are not due and payable in the current period and therefore are not reported in the funds	<u>(92,018,370)</u>
Net assets of governmental activities	<u>\$ 18,035,659</u>

City of Escondido Community Development Commission
Statement of Revenues, Expenditures, and Changes in Fund Balances
Governmental Funds
For the Fiscal Year Ended June 30, 2008

	Special Revenue <u>Low and Moderate Income Housing</u>	Debt Service <u>Community Development Commission</u>	Nonmajor Capital Projects Fund	<u>Total</u>
Revenues:				
Tax increment	\$ 5,267,305	\$21,069,222	\$	\$26,336,527
Intergovernmental	661			661
Lease income	65,380			65,380
Investment income	570,731	1,355,936	1,893	1,928,560
Miscellaneous	86,433			86,433
Total Revenues	<u>5,990,510</u>	<u>22,425,158</u>	<u>1,893</u>	<u>28,417,561</u>
Expenditures:				
Community development	1,535,981	949,563		2,485,544
Debt service:				
Principal retirements		6,044,508		6,044,508
Interest and fiscal charges		9,764,461		9,764,461
Agency tax sharing agreement		3,697,911		3,697,911
Total Expenditures	<u>1,535,981</u>	<u>20,456,443</u>		<u>21,992,424</u>
Excess of Revenues Over Expenditures	<u>4,454,529</u>	<u>1,968,715</u>	<u>1,893</u>	<u>6,425,137</u>
Other Financing Sources (Uses):				
Issuance from long-term debt	2,050,000			2,050,000
Transfers in	81,207	797,843		879,050
Transfers out	(797,843)	(81,207)		(879,050)
Total Other Financing Sources	<u>1,333,364</u>	<u>716,636</u>		<u>2,050,000</u>
Net Change in Fund Balances	5,787,893	2,685,351	1,893	8,475,137
Fund Balances - Beginning of Year	<u>33,683,096</u>	<u>17,843,405</u>	<u>512,612</u>	<u>52,039,113</u>
Fund Balances - End of Year	<u>\$ 39,470,989</u>	<u>\$20,528,756</u>	<u>\$ 514,505</u>	<u>\$60,514,250</u>

Amounts reported for governmental activities in the statement of net assets are different because:

Net change in fund balances - total governmental funds	\$ 8,475,137
Governmental funds report capital outlays as expenditures. However, in the Statement of Activities the cost of those assets is allocated over their estimated useful lives and reported as depreciation expense. This is the amount by which depreciation exceeded capital outlays in the current period.	(2,736,016)
The issuance of long-term debt provides current financial resources of governmental funds while the repayment of principal of long-term debt consumes the current financial resources of governmental funds. Neither transaction, however, has any effect on net assets. Also governmental funds report the effect of issuance costs, premiums, discounts, and similar items when debt is first issued, whereas these amounts are all deferred and amortized or accreted in the Statement of Activities. This amount is the net effect of those differences.	<u>3,996,042</u>
Change in net assets of governmental activities	<u>\$ 9,735,163</u>

CITY OF ESCONDIDO COMMUNITY DEVELOPMENT COMMISSION
Notes to Basic Financial Statements

Year Ended June 30, 2008

I. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

The following is a summary of the significant accounting policies of the City of Escondido Community Development Commission (Commission):

A. Reporting Entity - City of Escondido Community Development Commission

The Commission was established in 1984 and currently involves Civic Center development including a community theater, park and convention facilities. Other activities include providing housing financial assistance to increase and improve the community's supply of low and moderate-income housing. The original redevelopment plan is dated December 19, 1984 and the receipt of tax increment revenue ends December 19, 2035.

The Commission is an integral part of the reporting entity of the City of Escondido (City). The funds of the Commission have been blended within the financial statements of the City because the City Council of the City of Escondido is the governing board of the Commission and exercises control over the operations of the Commission. Only the funds of the Commission are included herein, therefore, these financial statements do not purport to represent the financial position or results of operations of the City of Escondido, California.

B. Government-wide and Fund Financial Statements

The government-wide financial statements (i.e., the statement of net assets and the statement of changes in net assets) report information on all of the activities of the Commission. For the most part, the effect of the interfund activity has been removed from these statements.

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. Program revenues include 1) charges to customers or applicants who purchase, use, or directly benefit from goods, services, or privileges provided by a given function or segment and 2) grants and contributions that are restricted to meeting the operational or capital requirements of a particular function or segment. Taxes and other items not properly included among program revenues are reported instead as general revenues.

Separate financial statements are provided for governmental funds. Major individual governmental funds are reported as separate columns in the fund financial statements.

CITY OF ESCONDIDO COMMUNITY DEVELOPMENT COMMISSION
Notes to Basic Financial Statements

Year Ended June 30, 2008

(Continued)

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

1. Basis of accounting

The government-wide financial statements are reported using the economic resources measurement focus and the accrual basis of accounting wherein revenues are recorded when they are both earned and realized, regardless of the timing of the related cash flows.

Governmental fund statements are reported using the modified accrual basis of accounting wherein revenues are recognized as soon as they are both measurable and available as a resource to finance operations of the current year. Expenditures are recorded when incurred except that interest on long-term debt is recorded as an expenditure on its due date.

The financial statements have been prepared in accordance with generally accepted accounting principles and necessarily include amounts based on estimates and assumptions by Management. Actual results could differ from those amounts.

2. Tax increment revenue

The Commission has no power to levy and collect taxes, and any legislative property tax de-emphasis might necessarily reduce the amount of tax revenues that would otherwise be available to pay the principal of, and interest on loans from the City of Escondido ("City"). Broadened property tax exemptions could have a similar effect. Conversely, any increase in the tax rate or assessed valuation, or any reduction or elimination of present exemptions would necessarily increase the amount of tax revenues that would be available to pay principal and interest on tax allocation bonds or loans from the City.

3. Description of funds

The Commission reports the following major governmental funds:

The Low and Moderate Income Housing Special Revenue Fund is used to account for the 20% portion of the Commission's tax increment revenue that is required to be set aside for low and moderate income housing and related expenditures, and other specific revenue sources that are legally restricted for specified purposes.

CITY OF ESCONDIDO COMMUNITY DEVELOPMENT COMMISSION
Notes to Basic Financial Statements

Year Ended June 30, 2008

(Continued)

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

The Debt Service Fund is used to account for the payment of interest and principal on long-term debt, and the accumulation of resources thereof.

Additionally, the Commission reports the following nonmajor fund types:

The Capital Projects Fund is used to account for the financial resources used in developing the project areas as well as the capital expenditures incurred in sustaining Commission activities.

D. Assets, Liabilities, and Net Assets or Equity

1. Cash and investments

Investments are reported in the accompanying balance sheet at fair value, except for certain certificates of deposit and investment contracts that are reported at cost because they are not transferable and they have terms that are not affected by changes in market interest rates. Changes in fair value that occur during a fiscal year are recognized as investment income reported for that fiscal year. Investment income includes interest earnings, changes in fair value, and any gains or losses realized upon the liquidation, maturity, or sale of investments.

The Commission's cash and investments held by fiscal agents are pledged to the payment or security of certain long-term debt issuances. The California Government Code provides that these monies, in the absence of specific statutory provisions governing the issuance of bonds, may be invested in accordance with the ordinance, resolutions or indentures specifying the types of investments its trustees or fiscal agents may make.

Cash and investments, except for cash and investments with fiscal agents, are pooled with other City of Escondido funds for investment purposes, with interest being allocated quarterly to all funds legally requiring allocation and to other various funds at the direction of management based on average month-end pooled funds cash and investment balances. Interest income for cash and investments excluded from pooled cash is credited directly to the related fund. Investment policies applicable to the Commission's funds are those of the City of Escondido and are included in the notes to the City's basic financial statements.

CITY OF ESCONDIDO COMMUNITY DEVELOPMENT COMMISSION
Notes to Basic Financial Statements

Year Ended June 30, 2008

(Continued)

D. Assets, Liabilities, and Net Assets or Equity, (Continued)

2. Land held for resale

Land acquired by the Commission and held for resale is recorded at cost unless market value is determined to be below cost.

3. Capital assets

Capital assets, which include property, plant, and equipment, are reported in the applicable governmental or business-type activities columns in the government-wide financial statements. Such assets are recorded at historical cost or estimated historical cost if purchased or constructed. Donated assets are valued at the fair value of the assets on the date on which they were contributed. The costs of normal maintenance and repairs that do not add to the value of the asset or materially extend assets lives are not capitalized. The Commission utilizes a capitalization threshold of \$5,000 - \$10,000 depending on asset type.

Depreciation is charged to operations using the straight-line method over the estimated useful lives of the assets as follows:

Buildings and improvements	20-40 years
Machinery and equipment	3-15 years
Land improvements	5 years

4. Employee leave benefits

Depending upon length of employment, Commission employees earn 12 to 27 vacation days a year. Sick leave is accrued at the rate of 12 days per year. Employees can carry forward to subsequent years two to three years worth of earned but unused vacation leave benefits depending on employee group. Upon termination, the Commission is obligated to compensate employees for all earned but unused vacation days. The earned but unused sick leave benefits are not payable in the event of employee termination. These benefits are considered to be contingent liabilities subject to the continuation of the employee relationship. Such sick leave benefits are therefore not recorded as liabilities in the accompanying financial statements.

CITY OF ESCONDIDO COMMUNITY DEVELOPMENT COMMISSION
Notes to Basic Financial Statements

Year Ended June 30, 2008

(Continued)

D. Assets, Liabilities, and Net Assets or Equity, (Continued)

4. Employee leave benefits, (Continued)

In the government-wide financial statements, a liability is accrued for all earned but unused vacation leave benefits relating to the operations of the funds. This liability will be liquidated as either additional cash payments in the event of employee termination or as part of budgeted salary expenditures if used by employees as compensated leave time while still employed by the Commission. In the fund financial statement governmental funds accrue current liabilities for material vacation leave benefits due on demand to governmental fund employees that have terminated prior to year-end. Non-current amounts will be recorded as fund expenditures in the year in which they are paid or become due on demand to terminated employees.

5. Fund equity

In the fund financial statements, governmental funds report reservations of fund balance for amounts that are not available for appropriation or are legally restricted by outside parties for use for a specific purpose. Designations of fund balance represent tentative management plans that are subject to change.

6. Use of estimates

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

II. STEWARDSHIP, COMPLIANCE, AND ACCOUNTABILITY

A. Budgetary Data

The Commission adopts an annual budget prepared on the modified accrual basis for the Special Revenue and Debt Service Funds. The Executive Director is required to prepare and submit to the Commission Board of Directors the annual budget of the Commission and administer it after adoption. Any revisions that alter the total appropriations of the fund must be approved by the Board of Directors. Prior year appropriations lapse unless they are encumbered at year-end or re-appropriated through the formal budget process.

CITY OF ESCONDIDO COMMUNITY DEVELOPMENT COMMISSION
Notes to Basic Financial Statements

Year Ended June 30, 2008

(Continued)

III. DETAILED NOTES ON ALL FUNDS

A. Cash and Investments

Cash and investments as of June 30, 2008 are classified in the accompanying financial statements as follows:

Statement of net assets:	
Cash and investments	\$25,615,352
Cash and investments with fiscal agent	<u>4,902,536</u>
Total cash and investments	<u>\$30,517,888</u>

Cash and investments as of June 30, 2008 consisted of the following:

Equity in City investment pool	\$25,615,352
Investments	<u>4,902,536</u>
Total cash and investments	<u>\$30,517,888</u>

Equity in the Cash and Investment Pool of the City of Escondido

The Commission has no separate bank accounts or investments other than in Equity investments held by bond trustee (i.e. fiscal agent) and the Commission's equity in the cash and investment pool managed by the City of Escondido. The Commission is a voluntary participant in that pool. This pool is governed by and under the regulatory oversight of the Investment Policy adopted by the City Council of the City of Escondido. The Commission has not adopted an investment policy separate from that of the City of Escondido. The fair value of the Commission's investment in this pool is reported in the accompanying financial statements at amounts based upon the Commission's pro-rata share of the fair value calculated by the City for the entire City portfolio. The balance available for withdrawal is based on the accounting records maintained by the City, which are recorded on an original cost basis.

CITY OF ESCONDIDO COMMUNITY DEVELOPMENT COMMISSION
Notes to Basic Financial Statements

Year Ended June 30, 2008

(Continued)

A. Cash and Investments, (Continued)

Investments Authorized by Debt Agreements

Investment of debt proceeds held by bond trustee (i.e. fiscal agent) are governed by provisions of the debt agreements, rather than the general provisions of the California Government Code or the Commission's investment policy. The table below identifies the investment types that are authorized for investments held by bond trustee. The table also identifies certain provisions of these debt agreements that address interest rate risk and concentration of credit risk.

<u>Authorized Investment Type</u>	<u>Maximum Maturity</u>	<u>Maximum Percentage Allowed</u>	<u>Maximum Investment in One Issuer</u>
U.S. Treasury Obligations	None	None	None
U.S. Commission Securities	None	None	None
Banker's Acceptances	360 days	None	None
Commercial Paper	180 days	None	None
Money Market Mutual Funds	N/A	None	None
Investment Contracts	30 years	None	None
Repurchase Agreements	None	None	None
State and Municipal Obligations	None	None	None
State and Pooled Investment Fund	None	None	None

Disclosures Relating to 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. One of the ways that the Commission manages exposure to interest rate risk is by purchasing a combination of shorter term and longer term investments and by timing cash flows from maturities so that a portion of the portfolio is maturing or coming close to maturity evenly over time as necessary to provide the cash flow and liquidity needed for operations.

Information about the Commission's exposure to interest rate risk as a result of its equity in the cash and investment pool of the City of Escondido is provided by disclosures in the notes to the basic financial statements of the City of Escondido that shows the distribution of the City's investments by maturity.

CITY OF ESCONDIDO COMMUNITY DEVELOPMENT COMMISSION
Notes to Basic Financial Statements

Year Ended June 30, 2008

(Continued)

A. Cash and Investments, (Continued)

Information about the sensitivity of the fair values of the Commission's investments held by bond trustee to market interest rate fluctuations is provided by the following table that shows the distribution of these investments by maturity:

<u>Investment Type</u>	<u>Remaining Maturity (in Months)</u>			
	<u>18 Months Or Less</u>	<u>18 to 42 Months</u>	<u>42-66 Months</u>	<u>More Than 66 Months</u>
Held by bond trustee:				
Money market funds	\$ 252,553	\$ 252,553	\$	\$
Federal agency securities	<u>4,649,983</u>	<u>4,649,983</u>	_____	_____
Total	<u>\$4,902,536</u>	<u>\$4,902,536</u>	\$_____	\$_____

Disclosures Relating to Credit Risk

Generally, 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. Presented below is the minimum rating required by (where applicable) the California Government Code, the Commission's investment policy, or debt agreements, and the actual rating as of year end for each investment type.

<u>Investment Type</u>	<u>Minimum Legal Rating</u>	<u>Exempted From Disclosure</u>	<u>Rating as of Year End</u>	
			<u>AAA</u>	<u>Not Rated</u>
Held by bond trustee:				
Money market funds	A	\$	\$ 252,553	\$
Federal agency securities	N/A	_____	<u>4,649,983</u>	_____
Total		\$_____	<u>\$4,902,536</u>	\$_____

CITY OF ESCONDIDO COMMUNITY DEVELOPMENT COMMISSION
Notes to Basic Financial Statements

Year Ended June 30, 2008

(Continued)

A. Cash and Investments, (Continued)

Concentration of Credit Risk

Investments in any one issuer (other than U.S. Treasury securities, mutual funds, and investment pools) that represent 5% or more of total investments for the entire entity (or for each separate major fund or for nonmajor funds in the aggregate) are as follows.

\$4,649,983 of the investments held by bond trustee reported in the Commission's Debt Service Fund are held in the form of federal agency securities issued by the Federal Home Loan Bank and matures on June 15, 2009.

Custodial Credit Risk

The Commission does not have significant certificates of deposit or demand accounts held by bond trustee that are subject to disclosable custodial credit risk (as defined by GASB Statement No. 40). The Commission does not have direct investments in securities subject to disclosable custodial credit risk (as defined by GASB Statement No. 40).

For the investments held by bond trustee, the bond trustee selects the investment under the terms of the applicable trust agreement, acquires the investment, and holds the investment on behalf of the reporting government.

B. Loan Receivables

The Commission has entered into agreement with the City of Escondido and various other parties to establish low and moderate income housing loans. At June 30, 2008, the outstanding loans receivable totaled \$469,988 and \$27,476,973 respectively.

**CITY OF ESCONDIDO COMMUNITY DEVELOPMENT COMMISSION
Notes to Basic Financial Statements**

Year Ended June 30, 2008

(Continued)

C. Interfund Transfers and Advances

Interfund Transfers:

	Transfers In:		
	Special Revenue Low and Moderate Income Housing	Debt Service	Totals
Transfers out:			
Special Revenue:			
Low and Moderate Income Housing	\$	\$797,843	\$797,843
Debt Service Fund	<u>81,207</u>	<u> </u>	<u>81,207</u>
	<u>\$81,207</u>	<u>\$797,843</u>	<u>\$879,050</u>

Interfund transfers were primarily used to move receipts to the Debt Service Fund from the Low and Moderate Income Housing Fund to create a reserve for the future payment of various loans.

Interfund Advances:

	Advance from:
<u>Advance to:</u>	Low and Moderate
	<u>Income Housing</u>
Debt Service Fund	<u>\$3,399,292</u>

The Low and Moderate Income Housing Fund entered into non-interest bearing agreements with the Community Development Commission Debt Service Fund for advances totaling \$3,399,292 for the Educational Revenue Augmentation Fund payments made for fiscal years 2003-2004 through 2005-06.

CITY OF ESCONDIDO COMMUNITY DEVELOPMENT COMMISSION
Notes to Basic Financial Statements

Year Ended June 30, 2008

(Continued)

D. Capital Assets

Changes in capital assets during the year ended June 30, 2008 were as follows:

	<u>Balance at July 1, 2007</u>	<u>Increases</u>	<u>Decreases</u>	<u>Balance at June 30, 2008</u>
Governmental activities:				
Capital assets, not being depreciated:				
Land	\$ 3,155,714	\$	\$	\$ 3,155,714
Capital assets, being depreciated:				
Land improvements	139,295			139,295
Buildings and improvements	82,080,470			82,080,470
Machinery and equipment	276,473			276,473
Total capital assets, being depreciated	<u>82,496,238</u>			<u>82,496,238</u>
Less accumulated depreciation for:				
Land improvements	(139,295)			(139,295)
Buildings and improvements	(32,960,389)	(2,736,016)		(35,696,405)
Machinery and equipment	(276,473)			(276,473)
Total accumulated depreciation	<u>(33,376,157)</u>	<u>(2,736,016)</u>		<u>(36,112,173)</u>
Total capital assets, being depreciated, net	<u>49,120,081</u>	<u>(2,736,016)</u>		<u>46,384,065</u>
Governmental activities capital assets, net	<u>\$ 52,275,795</u>	<u>\$ (2,736,016)</u>	<u>\$</u>	<u>\$ 49,539,779</u>

Depreciation of \$2,736,016 was charged to community development.

CITY OF ESCONDIDO COMMUNITY DEVELOPMENT COMMISSION
Notes to Basic Financial Statements

Year Ended June 30, 2008

(Continued)

E. Long-Term Liabilities

The following is a summary of changes in long-term liabilities for the year ended June 30, 2008:

	Balance at June 30, 2007	Additions / Accretion	Deletions	Balance at June 30, 2008	Due Within One Year	Due Beyond One Year
Tax Allocation Bonds:						
January 1992	\$ 3,132,299	\$ 204,454	\$	\$ 3,336,753	\$	\$ 3,336,753
March 1993	5,870,000		(1,860,000)	4,010,000	1,955,000	2,055,000
Lease Revenue Bonds:						
December 2001	12,040,000		(2,250,000)	9,790,000	2,325,000	7,465,000
January 2007A	40,025,000			40,025,000		40,025,000
January 2007B	16,525,000			16,525,000		16,525,000
Loans Payable	16,244,694	2,050,000	(1,934,508)	16,360,186	108,747	16,251,439
Employee Leave Benefits						
Payable	71,213	10,839	(3,932)	78,120		78,120
Totals	<u>\$ 93,908,206</u>	<u>\$ 2,265,293</u>	<u>\$ (6,048,440)</u>	<u>\$ 90,125,059</u>	<u>\$ 4,388,747</u>	85,736,312
Add bond premium						2,243,341
Totals						<u>\$ 87,979,653</u>

Long-term liabilities consisted of the following at June 30, 2008:

Tax Allocation Bonds

In January 1992, the Escondido Joint Powers Financing Authority issued \$35,986,152 Revenue Bonds Series 1992 for the purpose of making a loan to the Commission. In December 2001, the Commission issued \$22,420,000 Revenue Bonds to advance refund \$23,585,000 of the bonds. The remaining bonds consist of capital appreciation bonds in the initial amounts of \$612,259 and \$568,893 due on September 1, 2012 and September 1, 2013, respectively, in the accreted amounts of \$2,240,000 each. The outstanding balance at June 30, 2008 includes \$2,155,600 of accreted value of the capital appreciation bonds.

\$3,336,753

CITY OF ESCONDIDO COMMUNITY DEVELOPMENT COMMISSION
Notes to Basic Financial Statements

Year Ended June 30, 2008

(Continued)

E. Long-Term Liabilities (Continued)

In March 1993, the Escondido Joint Powers Financing Authority issued \$24,790,000 Revenue Bonds Series 1993A for the purpose of making a loan (advance) to the Commission. Principal is due annually in amounts ranging from \$1,050,000 to \$2,055,000 on September 1 of each year through the year 2009. Interest is payable semiannually on March 1 and September 1 of each year commencing September 1, 1993 at rates ranging from 3.00% to 5.20%. The reserves are fully funded.

4,010,000

Total Tax Allocation Bonds

\$7,346,753

Lease Revenue Bonds

In January 2007, the Escondido Joint Powers Financing Authority issued \$40,025,000 2007A Lease Revenue Refunding Bonds and \$16,525,000 2007B Taxable Lease Revenue Refunding Bonds to refund the 1995 Certificates of Participation (COP) Lease Revenue Bonds, originally issued in the principal amount of \$51,385,757 to provide financing for the Civic Center Construction project. As a result, the 1995 COP is considered to be defeased and the respective liability has been removed from the statement of net assets.

The 2007A Lease Revenue Refunding Bonds bear interest rates between 3.75% to 5% payable semiannually on March 1 and September 1 of each year. The 2007A Lease Revenue Refunding Bonds mature between September 1, 2009 and September 1, 2018 in amounts ranging from \$2,205,000 to \$5,025,000. The 2007B Taxable Lease Revenue Refunding Bonds mature on September 1, 2018 at 5.53% rate. The 2007B bonds are subject to mandatory redemption from a sinking fund account in amounts ranging from \$930,000 to \$2,045,000 commencing September 1, 2009. Both 2007A and 2007B bonds are subject to mandatory redemption as a whole or in part on any date without premium, from unused insurance or condemnation proceed as described in the bond

CITY OF ESCONDIDO COMMUNITY DEVELOPMENT COMMISSION
Notes to Basic Financial Statements

Year Ended June 30, 2008

(Continued)

E. Long-Term Liabilities (Continued)

Lease Revenue Bonds (Continued)

covenants. The reserve for 2007A and 2007B bonds was in form of surety bond and fully funded. Unamortized bond deferred charges were \$1,351,823 at June 30, 2008. 56,550,000

In December 2001, the Commission issued \$22,420,000 of Lease Revenue Bonds to refund \$22,005,000 of the 1992 Certificates of Participation which were issued to refund certain certificates of participation originally issued by the City of Escondido in 1986 to finance a portion of the construction of the City Hall. The Bonds are due in annual installments from 2002 through 2011, with interest rates ranging from 3.00% to 3.7% and annual installments of \$1,970,000 to \$2,580,000. Unamortized bond deferred charges were \$114,288. 9,790,000

Total Lease Revenue Bonds \$66,340,000

Employee Leave Benefits Payable

The Commission's policies relating to employee leave benefits are described in Note 1 D. This liability will be paid in future years from future resources primarily from the Low and Moderate Income Housing Fund. \$ 78,120

CITY OF ESCONDIDO COMMUNITY DEVELOPMENT COMMISSION
Notes to Basic Financial Statements

Year Ended June 30, 2008

(Continued)

E. Long-Term Liabilities (Continued)

Loans Payable

The Commission and the City have entered into a cooperative agreement to loan the Commission monies for general operations and authorized development activities. The agreement specifies that the loan will be reimbursed to the City from whatever revenues the Commission possesses, or is entitled to, including future tax increment funds. Interest was accrued at 6.78% per annum through February 1989, on funds the Commission expended for authorized purposes. Subsequent to February 1989, the interest accrued to the City was one percent plus the average annual AA Municipal General Obligation Bond rate for a twenty-year bond. Accrued interest on the loan from the City of Escondido amounting to \$19,990,021 is not reflected in the accompanying financial statements, as payment is contingent upon the availability of tax increment.

\$10,032,651

In 2002, 2004, 2006 and 2008, the Commission of the City of Escondido received loans from the California Housing Finance Agency. The proceeds of the loans were used to finance the property acquisitions for the projects of Washington Plaza apartments, Trinity apartments, Brotherton, Las Ventanas, and SoCal Housing. The term of the loans are ten years with an annual interest rate of 3%. Payment is deferred for the term of the loans.

6,100,000

The Commission entered into a Disposition and Development Agreement on July 22, 1992 with Arroyo Energy Limited Partnership, a California limited partnership (Developer). The Agreement was entered into for the purpose of developing an ice arena and health club facility within the redevelopment area. Under the terms of the Agreement, the Commission would pay \$1,000,000 to the Developer, attributable to the site of the development (net of the site's pro rata share of any existing pass-through agreements and the required low and moderate income housing deposits). The interest rate on the loan is 10%, and the annual payment of interest and principal is \$131,500 commencing 1995 and ending 2009.

227,535

Total Loans Payable

\$16,360,186

CITY OF ESCONDIDO COMMUNITY DEVELOPMENT COMMISSION
Notes to Basic Financial Statements

Year Ended June 30, 2008

(Continued)

F. Debt to Maturity Schedule

The annual requirements to amortize the tax allocation bonds and the lease revenue bonds, including accreted values, are as follows: (in thousands)

Year Ending June 30	Tax Allocation Bonds *		Lease Revenue Bonds	
	Principal	Interest	Principal	Interest
2009	\$ 1,955	\$ 157	\$ 2,325	\$ 3,103
2010	2,055	53	5,530	2,953
2011			7,905	2,681
2012			8,320	2,345
2013	2,240		6,715	2,001
2014-2018	2,240		28,475	5,858
2019-2023			7,070	182
Total	<u>\$ 8,490</u>	<u>\$ 210</u>	<u>\$ 66,340</u>	<u>\$ 19,123</u>

* The above totals include capital appreciation of \$1,143,248 that will be accrued in future years.

G. Prior Year Defeasance of Long-Term Debt

In prior years, the Commission defeased certain certificates of participation and tax allocation bonds by placing the proceeds of refunding the debt issues in an irrevocable trust to provide for all future debt service payments on the old debt issues. Accordingly, the trust account assets and the liability for the defeased debt issues are not included in the Commission's financial statements. As of June 30, 2008, \$18,635,000 of bonds outstanding are considered defeased.

H. Contingent Liabilities

Various claims and suits have been filed against the Commission in the normal course of business. Although the outcome of these matters is not presently determinable in the opinion of legal counsel, the Commission believes that the resolutions of these matters will not have a material adverse effect on the financial condition of the Commission.

**CITY OF ESCONDIDO COMMUNITY DEVELOPMENT COMMISSION
Notes to Basic Financial Statements**

Year Ended June 30, 2008

(Continued)

I. Other Commitments

The Escondido Community Development Commission (Commission) owns certain property which is currently used for public parking and, in part, for a conference center. The site is currently encumbered by an outstanding bond issue. Subject to the Commission's ability to cause the release of the lien of the Conference Center Bond Issue on the site, the City of Escondido will enter into an agreement with the Commission to acquire the site and enter into a developer agreement to construct a hotel and subterranean parking.

Required Supplementary Information

**City of Escondido Community Development Commission
Low and Moderate Income Housing Special Revenue Fund
Budgetary Comparison Schedule
For the Fiscal Year Ended June 30, 2008**

	Budgeted Amounts		Actual	Variance
	Original	Final		Over (Under)
Revenues:				
Tax increment	\$ 4,500,000	\$ 4,500,000	\$ 5,267,305	\$ 767,305
Intergovernmental		620	661	41
Lease income	72,300	58,995	65,380	6,385
Investment income	75,000	88,305	570,731	482,426
Miscellaneous			86,433	86,433
Total Revenues	<u>4,647,300</u>	<u>4,647,920</u>	<u>5,990,510</u>	<u>1,342,590</u>
Expenditures:				
Community development:				
Low and moderate housing	1,291,810	1,302,405	1,192,486	(109,919)
Mobile home management	59,805	59,805	37,361	(22,444)
Rental subsidy	312,000	312,000	306,134	(5,866)
Total Expenditures	<u>1,663,615</u>	<u>1,674,210</u>	<u>1,535,981</u>	<u>(138,229)</u>
Excess of Revenues Over Expenditures	<u>2,983,685</u>	<u>2,973,710</u>	<u>4,454,529</u>	<u>1,480,819</u>
Other Financing Sources (Uses):				
Issuance of long-term debt		2,050,000	2,050,000	
Transfers in			81,207	81,207
Transfers out		(797,843)	(797,843)	
Total Other Financing Sources		<u>1,252,157</u>	<u>1,333,364</u>	<u>81,207</u>
Net Change in Fund Balance	2,983,685	4,225,867	5,787,893	1,562,026
Fund Balance - Beginning of Year	<u>33,683,096</u>	<u>33,683,096</u>	<u>33,683,096</u>	
Fund Balance - End of Year	<u><u>\$36,666,781</u></u>	<u><u>\$37,908,963</u></u>	<u><u>\$39,470,989</u></u>	<u><u>\$ 1,562,026</u></u>

CITY OF ESCONDIDO COMMUNITY DEVELOPMENT COMMISSION
Notes to Required Supplementary Information
June 30, 2008

A. Budgetary Data

The Commission adopts an annual budget prepared on the modified accrual basis for the Special Revenue and Debt Service Funds. The Fiscal Officer is required to prepare and submit to the Commission Board of Directors the annual budget of the Commission and administer it after adoption. Any revisions that alter the total appropriations of the fund must be approved by the Board of Directors. Prior year appropriations lapse unless they are encumbered at year-end or re-appropriated through the formal budget process.

Supplementary Information

**City of Escondido Community Development Commission
Community Development Commission Debt Service Fund
Budgetary Comparison Schedule
For the Fiscal Year Ended June 30, 2008**

	<u>Final Budget Amount</u>	<u>Actual</u>	<u>Variance Over (Under)</u>
Revenues:			
Tax increment	\$17,914,725	\$ 21,069,222	\$ 3,154,497
Investment income	622,965	1,355,936	732,971
Total Revenues	<u>18,537,690</u>	<u>22,425,158</u>	<u>3,887,468</u>
Expenditures:			
Community development	21,645	949,563	927,918
Debt service:			
Principal retirements	4,208,861	6,044,508	1,835,647
Interest and fiscal charges	10,070,900	9,764,461	(306,439)
Agency tax sharing agreement	3,202,170	3,697,911	495,741
Total Expenditures	<u>17,503,576</u>	<u>20,456,443</u>	<u>2,952,867</u>
Excess of Revenues Over Expenditures	<u>1,034,114</u>	<u>1,968,715</u>	<u>934,601</u>
Other Financing Sources (Uses):			
Transfers in	797,843	797,843	
Transfers out		<u>(81,207)</u>	<u>(81,207)</u>
Total Other Financing Sources (Uses)	<u>797,843</u>	<u>716,636</u>	<u>(81,207)</u>
Net Change in Fund Balance	1,831,957	2,685,351	853,394
Fund Balance - Beginning of Year	<u>17,843,045</u>	<u>17,843,405</u>	
Fund Balance - End of Year	<u>\$19,675,002</u>	<u>\$ 20,528,756</u>	<u>\$ 853,394</u>

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Compliance Section



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Board of Directors
Escondido Community Development Commission
Escondido, California

REPORT ON COMPLIANCE AND OTHER MATTERS AND ON INTERNAL CONTROL OVER FINANCIAL REPORTING BASED ON AN AUDIT OF FINANCIAL STATEMENTS PERFORMED IN ACCORDANCE WITH *GOVERNMENT AUDITING STANDARDS*

We have audited the financial statements of the governmental activities, each major fund, and the aggregate remaining fund information of the Escondido Community Development Commission (the Commission), a component unit of the City of Escondido, California, as of and for the year ended June 30, 2008, which collectively comprise the Commission's basic financial statements and have issued our report thereon dated November 17, 2008. 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.

Compliance and Other Matters

As part of obtaining reasonable assurance about whether the Commission's financial statements are free of 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. Such provisions included those provisions of laws and regulations identified in the *Guidelines for Compliance Audits of California Redevelopment Agencies*, issued by the State Controller and as interpreted in the *Suggested Auditing Procedures for Accomplishing Compliance Audits of California Redevelopment Agencies*, issued by the Governmental Accounting and Auditing Committee of the California Society of Certified Public Accountants. 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*.

Internal Control Over Financial Reporting

In planning and performing our audit, we considered the Commission's internal control over financial reporting as a basis for designing our auditing procedures for the purpose of expressing our opinions on the financial statements, but not for the purpose of expressing an opinion on the effectiveness of the Commission's internal control over financial reporting. Accordingly, we do not express an opinion on the effectiveness of the Commission's internal control over financial reporting.



Board of Directors
Escondido Community Development Commission
Escondido, California
Page Two

A control deficiency 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 misstatements on a timely basis. A significant deficiency is a control deficiency, or combination of control deficiencies, that adversely affects the Commission's ability to initiate, authorize, record, process, or report financial data reliably in accordance with generally accepted accounting principles such that there is more than a remote likelihood that a misstatement of the Commission's financial statements that is more than inconsequential will not be prevented or detected by the Commission's internal control.

A material weakness is a significant deficiency, or combination of significant deficiencies, that results in more than a remote likelihood that a material misstatement of the financial statements will not be prevented or detected by the Commission's internal control.

Our consideration of the internal control over financial reporting was for the limited purpose described in the first paragraph of this section and would not necessarily disclose all deficiencies in internal control that might be significant deficiencies or material weaknesses. We did not identify any deficiencies in internal control over financial reporting that we consider to be material weaknesses, as defined above.

We noted certain matters we reported to the management of the Commission in a separate letter dated November 17, 2008.

This report is intended solely for the information and use of the management of the Commission, the Board of Directors, and the State Controller and is not intended to be and should not be used by anyone other than these specified parties.

Mayer Hoffman McCann & Co.

Irvine, California
November 17, 2008