



VILLAGE COMMUNITY DEVELOPMENT DISTRICT NO. 10

Basic Financial Statements

September 30, 2013

(With Independent Auditors' Report Thereon)

Village Community Development District No. 10
3201 Wedgewood Lane, The Villages, Florida 32162
Business Telephone (352) 753-0421 Business Fax (352) 751-3901

VILLAGE COMMUNITY DEVELOPMENT DISTRICT NO. 10

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INDEPENDENT AUDITORS' REPORT

Board of Supervisors
Village Community Development District No. 10
The Villages, Florida

Report on the Financial Statements

We have audited the accompanying financial statements of the governmental activities and each major fund of Village Community Development District No. 10 (the District) as of and for the year ended September 30, 2013, and the related notes to the financial statements, which collectively comprise the District's basic financial statements as listed in the table of contents.

Management's Responsibility for the Financial Statements

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

Auditors' 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 basic 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 auditors' 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.

Opinions

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 District, as of

Certified Public Accountants

P.O. Box 141270 • 222 N.E. 1st Street • Gainesville, Florida 32614-1270 • (352) 378-2461 • FAX (352) 378-2505
Laurel Ridge Professional Center • 2347 S.E. 17th Street • Ocala, Florida 34471 • (352) 732-3872 • FAX (352) 732-0542
443 East College Avenue • Tallahassee, Florida 32301 • (850) 224-7144 • FAX (850) 224-1762
5001 Lakewood Ranch Blvd. N., Suite 101 • Sarasota, Florida 34240 • (941) 907-0350 • FAX (941) 907-0309
MEMBERS OF AMERICAN AND FLORIDA INSTITUTES OF CERTIFIED PUBLIC ACCOUNTANTS
MEMBER OF AMERICAN INSTITUTE OF CERTIFIED PUBLIC ACCOUNTANTS PRIVATE COMPANIES AND S.E.C. PRACTICE SECTIONS

Board of Supervisors
Village Community Development District No. 10
The Villages, Florida

INDEPENDENT AUDITORS' REPORT
(Concluded)

Opinions (Concluded)

September 30, 2013, and the respective changes in financial position thereof, and, the budgetary comparison of the General Fund for the year then ended in accordance with accounting principles generally accepted in the United States of America.

Adoption of New Accounting Standards

As discussed in Note 1 to the financial statements, for the year ending September 30, 2013, the District adopted new accounting guidance as follows:

- Governmental Accounting Standard Board (GASB) Statement No. 63, *Financial Reporting of Deferred Outflows of Resources, Deferred Inflows of Resources, and Net Position*.
- GASB Statement No. 65, *Items Previously Reported as Assets and Liabilities*.

Our opinion is not modified with respect to this matter.

Other Matters

Required Supplementary Information

Accounting principles generally accepted in the United States of America require that the management's discussion and analysis, as listed in the accompanying table of contents, be presented to supplement the basic financial statements. Such information, although not a part of the basic financial statements, is required by GASB, who considers it to be an essential part of financial reporting for placing the basic financial statements in an appropriate operational, economic, or historical context. We have applied certain limited procedures to the required supplementary information in accordance with auditing standards generally accepted in the United States of America, which consisted of inquiries of management about the methods of preparing the information and comparing the information for consistency with management's responses to our inquiries, the basic financial statements, and other knowledge we obtained during our audit of the basic financial statements. We do not express an opinion or provide any assurance on the information because the limited procedures do not provide us with sufficient evidence to express an opinion or provide any assurance.

Other Reporting Required by *Government Auditing Standards*

In accordance with *Government Auditing Standards* we have also issued our report dated January 30, 2014, on our consideration of the District's internal control over financial reporting and on our tests of its compliance with certain provisions of laws, regulations, contracts and grant agreements, and other matters. The purpose of that report is to describe the scope of our testing of internal control over financial reporting and compliance and the results of that testing, and not to provide an opinion on the internal control over financial reporting or on compliance. That report is an integral part of an audit performed in accordance with *Government Auditing Standards* in considering the District's internal control over financial reporting and compliance.

Purvis, Gray and Company, LLP

January 30, 2014
Ocala, Florida

VILLAGE COMMUNITY DEVELOPMENT DISTRICT NO. 10

Management's Discussion and Analysis

(UNAUDITED)

September 30, 2013

The Village Community Development District No. 10 (the District) management's discussion and analysis is designed to (a) assist the reader in focusing on significant financial issues; (b) provide an overview of the District's financial activities; and (c) identify changes in the District's financial position and its ability to address the next and subsequent year challenges.

Financial Highlights

- The assets and deferred outflows of the District exceeded its liabilities and deferred inflows as of September 30, 2013 by \$75,193,519 (net position). The increase from \$50,351 in the prior year resulted from the issuance of the District's Phase I Series 2012 Special Assessment Revenue Bonds on December 18, 2012. The net position is primarily invested in restricted for debt service in the amount of \$75,444,537 with negative net investment in capital assets of (\$560,012) and unrestricted net position of \$308,994. The net investment in capital assets will become positive as debt is paid down and as operations begin in future years.
- In the current fiscal year, District No. 10 completed the issuance of the special assessment revenue debt of \$77,040,000 to fund the infrastructure needed in the first Phase of the District. Active development has begun and as of September 30, 2013, 462 dwelling units in the District were closed. Additional net capital assets were acquired in fiscal year 2012-2013 of \$55,244,942 with the proceeds of the Series 2012 bonds, with depreciation expenses on existing capital assets amounting to \$117,227 to show the need for the gradual replacement of these assets over time.
- At the close of the fiscal year, the District's General Fund reported a fund balance of \$308,636, a net increase of \$299,610, compared to the prior year. Total governmental fund balances were \$21,619,072, with \$7,022,320 in the Debt Service Fund and \$14,288,116 in the Capital Projects Fund.
- As this document is being drafted, staff is working with consultants to issue Phase II Series 2014 Special Assessment Bonds in the amount of \$69,430,000. The new bond issue is designed to construct the infrastructure in Phase II of the District and is scheduled to close on February 7, 2014.

Overview of the Financial Statements

This discussion and analysis is intended to serve as an introduction to the Village Community Development District No. 10's basic financial statements. The District's basic financial statements comprise three components: 1) government-wide financial statements, 2) fund financial statements, and 3) notes to the financial statements. This report also contains other supplemental information in addition to the basic financial statements themselves.

Government-wide financial statements. The government-wide financial statements are designed to provide readers with a broad overview of the District's finances, in a manner similar to a private-sector business. The **Statement of Net Position** presents information on all of the District's assets and deferred outflows compared to liabilities and deferred inflows, with the difference between the two reported as *net position*. The District is implementing Governmental Accounting Standards Statements Nos. 63 and 65 this fiscal year which introduce the term *net position* in place of *net assets*. A further discussion of the standards changes promulgated by the Governmental Accounting Standards Board (GASB) is contained in footnote 1. Over time, increases and decreases in net position may serve as a useful indicator of whether the financial position of the Village Community Development District No. 10 is improving or deteriorating.

The **Statement of Activities** presents information showing how the government's net position changed during the most recent fiscal year. All changes in net position are reported as soon as the underlying event giving rise to the change occurs, *regardless of timing of related cash flows*. Thus, revenues and expenses are reported in this statement for some items that will only result in cash flows in future fiscal periods (e.g. uncollected assessments).

VILLAGE COMMUNITY DEVELOPMENT DISTRICT NO. 10

Management's Discussion and Analysis
(UNAUDITED)
September 30, 2013

Both of the government-wide financial statements distinguish functions of the District that are principally supported by donations, assessments and intergovernmental revenues (*governmental activities*) from other functions that are intended to recover all or a significant portion of their costs through user fees and charges (business-type activities). The governmental activities of the District include general government and physical environment services. The District has no business-type activities. The District also has no component units, as all functions are performed by the primary government.

The government-wide financial statements are provided on pages 8-9 of this report.

The Fund Financial Statements, which report by individual fund, begin on page 10. Traditional users of governmental financial statements will find the fund financial statements presentation more familiar. A *fund* is a grouping of related accounts that is used to maintain control over resources that have been segregated for specific activities or objectives. The Village Community Development District No. 10, like other state and local governments, uses fund accounting to ensure and demonstrate compliance with finance-related legal requirements. All funds of the District are considered governmental funds. There are no proprietary or fiduciary funds maintained by the District. The fund financial statements present information in more detail than the government-wide financial statements. Governmental Accounting Standards Board (GASB) Statement No. 34 provides the authoritative guidance on the governmental financial reporting model.

Governmental funds. *Governmental funds* are used to account for essentially the same functions as *governmental activities* in the government-wide financial statements. However, unlike the government-wide financial statements, governmental fund financial statements focus on *near-term inflows and outflows of spendable resources*, as well as on *balances of spendable resources* available at the end of the fiscal year. Such information may be useful in evaluating a government's near-term financing requirements.

Because the focus of governmental funds is narrower than that of the government-wide financial statements, it is useful to compare the information presented for *governmental funds* with similar information presented for *governmental activities* in the government-wide financial statements. By doing so, readers may better understand the long-term impact of the government's near-term financing decisions. Both the governmental fund balance sheet and governmental fund statement of revenues, expenditures, and changes in fund balance provide a reconciliation to facilitate this comparison between *governmental funds* and *governmental activities*.

The District now maintains three governmental funds, the General Fund, Debt Service Fund and the Capital Projects Fund. Information is presented separately in the governmental fund balance sheet and in the governmental fund statement of revenues, expenditures, and changes in fund balance for the three funds, all of which are considered to be major funds. The District adopts an annual appropriated budget for its General Fund and Debt Service Fund. A budgetary comparison statement has been provided for the General Fund to demonstrate compliance with this budget.

The basic governmental fund financial statements can be found on pages 10-14 of this report.

Notes to the Financial Statements

The notes provide additional information that is essential to a full understanding of the data provided in the government-wide and fund financial statements. The notes can be found beginning on page 15.

Government-wide Financial Analysis

The District's net position as of September 30, 2013 and September 30, 2012 were \$75,193,519 and \$50,351, respectively, representing an increase of \$75,143,168 as a result of the issuance of the Series 2012 Special

VILLAGE COMMUNITY DEVELOPMENT DISTRICT NO. 10

Management's Discussion and Analysis

(UNAUDITED)

September 30, 2013

Assessment Revenue Bonds. The District's revenues for the years ended September 30, 2013 and September 30, 2012, including special assessments and donations, were \$79,518,452 and \$67,431, respectively. The District's expenses for the years ended September 30, 2013 and September 30, 2012 were \$4,375,284 and \$28,413, respectively. Table 1, below, reflects the summary statement of net position for the current year and prior year.

Table 1

Net Position

	Governmental Activities	
	September 30, 2013	September 30, 2012
Assets:		
Current and other assets	\$ 98,569,485	10,099
Capital assets, net	55,286,267	41,325
Total assets	<u>153,855,752</u>	<u>51,424</u>
Liabilities:		
Current and other liabilities	1,622,233	1,073
Long-term liabilities	77,040,000	-
Total liabilities	<u>78,662,233</u>	<u>1,073</u>
Net position:		
Net investment in capital assets	(560,012)	41,325
Restricted for debt service	75,444,537	-
Unrestricted	308,994	9,026
Total net position	<u>\$ 75,193,519</u>	<u>50,351</u>

The District's net position is primarily in the restricted for debt service category of \$75,444,537. Net investment in capital assets when associated debt is considered is a negative (\$560,012). Unrestricted net position is \$308,994. Table 2 below reflects the summary statement of changes in net position for the current year and prior year.

Table 2

Changes in Net Position

	Governmental Activities	
	September 30, 2013	September 30, 2012
Revenues:		
Special assessments	\$ 77,040,000	-
Developer's contribution	565,645	30,964
Donated capital assets	1,879,849	36,296
Miscellaneous revenue	15,005	171
Investment income	17,953	-
Total revenues	<u>79,518,452</u>	<u>67,431</u>
Expenses:		
General government	1,086,522	27,632
Physical environment	140,985	781
Transportation	18,531	-
Interest on long-term debt	3,012,019	-
Depreciation (unallocated)	117,227	-
Total expenses	<u>4,375,284</u>	<u>28,413</u>
Increase in net position	<u>\$ 75,143,168</u>	<u>39,018</u>

VILLAGE COMMUNITY DEVELOPMENT DISTRICT NO. 10

Management's Discussion and Analysis

(UNAUDITED)

September 30, 2013

Revenues

The largest revenue recorded during the year was the establishment of Special Assessments on Phase I of the District in the amount of \$77,040,000 to repay the Phase I bonds issued in fiscal year 2012-2013. Revenues also include contributions and donations from private sources, primarily The Villages at Lake Sumter, Inc. A one-time donation of \$1,879,849 in capital assets was made in September 2013 representing land donated by The Villages of Lake Sumter, Inc. to construct roadways in District No. 10. Operating contributions from the developer totaled \$565,645 in fiscal year 2012-2013 compared to \$30,964 in the prior year. In fiscal year 2013-2014, upcoming maintenance assessments will be billed to all property owners as the primary source of operating funds. Miscellaneous income of \$15,005 and investment income of \$17,953 complete the revenue for the year.

At the end of the 2012-2013 fiscal year, the District maintained its bank account with Citizens First Bank, with a balance of \$33,078. It established investments with the Local Government Investment Pool of the State Board of Administration operated by the State of Florida with an ending balance of \$293,823 and had Trust balances with U.S. Bank, its trustee, of \$21,309,903 from proceeds of the bond issue. These funds were invested with Federated Prime Cash Obligations Fund, a money market mutual fund.

Expenses

General government expenses of the District were \$1,086,522, up from \$27,632 the prior year as the District is now growing rapidly. They are primarily related to management, legal and administrative costs related to the management of the District as well as other debt service costs associated with the bond issuance. Physical environment expenses are mainly for landscaping, irrigation, utilities and maintenance costs and amounted to \$140,985 in fiscal year 2012-2013. Transportation expenses of \$18,531 were incurred, largely related to electric bills for street lighting. Depreciation expenses were recorded for the first time and amounted to \$117,227. The largest expenditure during the year was for interest expense on the \$77,040,000 in new debt issued in the amount of \$3,012,019, which includes debt issuance costs.

Financial Analysis of the Government's Funds

As noted earlier, the District uses fund accounting to ensure and demonstrate compliance with finance-related legal requirements.

Governmental Funds. The focus of the District's *governmental funds* is to provide information on near-term inflows, outflows, and balances of *spendable* resources. Such information is useful in assessing the District's financing requirements. In particular, *unassigned fund balance* may serve as a useful measure of a government's net resources available for spending at the end of a fiscal year. As of the end of fiscal year 2012-2013, the District's governmental funds reported ending fund balances of \$21,619,072. The fund balance of the General Fund grew from \$9,026 to \$308,636 this year as operations began in full swing. The Debt Service Fund and Capital Projects Fund balances grew from zero to \$7,022,320 and \$14,288,116, respectively as a result of the issuance of the Series 2012 Special Assessment Revenue Bonds and related transactions. Total Revenues in fiscal year 2012-2013 for all funds was \$713,947, while total expenditures were \$56,143,901. In addition \$77,040,000 in debt proceeds were recognized as an other funding source.

General Fund Budgetary Highlights

During the year, there was no change in the total revenue and expenditure budgets. Each was set at \$587,821. Revenues were \$6,813 less than budgeted and expenses were \$306,423 less than budgeted for a net increase in fund balance of \$299,610.

VILLAGE COMMUNITY DEVELOPMENT DISTRICT NO. 10

Management's Discussion and Analysis
(UNAUDITED)
September 30, 2013

Capital Asset and Debt Administration

Capital Assets. The District's capital assets as of September 30, 2013 and September 30, 2012 amounted to \$55,286,267 and \$41,325, respectively. The increase resulted from the donation of land by the developer and the purchase of capital assets from the developer using bond proceeds. These amounts are net of accumulated depreciation, and includes land and improvements. Additional information regarding the District's capital assets can be found in Note 3 of the Notes to the Basic Financial Statements.

Long-term Debt. On December 18, 2012, the District issued its Series 2012 Special Assessment Revenue Bonds in the amount of \$77,040,000. No principal was paid down in fiscal year 2012-2013, so the September 30, 2013 long-term debt balance was \$77,040,000.

Economic Factors and Next Year's Budgets and Rates

- The unemployment rate in Sumter County where the District is located was 5.7 percent in September 2013 which is a decrease from a rate of 6.9 percent a year ago. This compares favorably with the State's average unemployment rate of 6.9 percent and is below the national average rate of 7.0 percent.
- Inflationary trends in the area are comparable to national indices. The national Consumer Price Index (CPI) annual increase for all urban consumers decreased significantly from 1.99 percent in September 2012 to 0.92 percent in September 2013.

These factors were considered in preparing the District's General Fund budget for the 2013-2014 fiscal year. In fiscal year 2013-2014, \$2,400,000 in maintenance special assessments and \$1,380 in other revenues are projected for a revenue budget of \$2,401,380, up from \$587,821 in the prior year. Total fiscal year 2013-2014 General Fund expenditures are projected to be \$2,046,595, up from a budget the prior year of \$587,821. Large expenditure increases include \$1,003,276 contribution to the project wide fund for repair and maintenance, \$88,948 additional for professional services including management fees, and the establishment of a \$500,000 repair and maintenance reserve.

Requests for Information

The District's financial statements are designed to present users (residents, taxpayers, customers, investors and creditors) with a general overview of the District's finances and to demonstrate the District's accountability. If you have any questions about the report or need additional financial information, contact the Village Community Development Districts, Finance Department at 3201 Wedgewood Lane, The Villages, FL 32162; Telephone (352) 753-0421.

VILLAGE COMMUNITY DEVELOPMENT DISTRICT NO.10

Statement of Net Position

September 30, 2013

	Governmental Activities
Assets	
Cash and cash equivalents	\$ 21,636,804
Assessments receivable	76,924,656
Accrued interest receivable	533
Due from other governments	7,492
Capital assets - non-depreciable	15,919,502
Capital assets - net of depreciation	39,366,765
Total assets	<u>153,855,752</u>
Liabilities	
Accounts payable	3,679
Accrued interest payable	1,596,476
Due to other governments	22,078
Long-term debt:	
Due within one year	1,180,000
Due in more than one year	75,860,000
Total liabilities	<u>78,662,233</u>
Net Position	
Net investment in capital assets	(560,012)
Restricted for debt service	75,444,537
Unassigned	308,994
Total net position	<u>\$ 75,193,519</u>

See accompanying notes to basic financial statements.

VILLAGE COMMUNITY DEVELOPMENT DISTRICT NO.10

Statement of Activities

Year Ended September 30, 2013

<u>Functions/Programs</u>	<u>Expenses</u>	<u>Program revenues</u>			<u>Net (expense) revenue and changes in net assets</u>	
		<u>Charges for services</u>	<u>Operating contributions</u>	<u>Capital grants and contributions</u>	<u>Governmental activities</u>	<u>Total</u>
Governmental activities:						
General government services	\$ 1,086,522	77,040,000	-	-	75,953,478	75,953,478
Physical environment	140,985	-	-	2,445,494	2,304,509	2,304,509
Transportation	18,531	-	9,990	-	(8,541)	(8,541)
Interest on long-term debt	3,012,019	-	-	-	(3,012,019)	(3,012,019)
Depreciation (unallocated)	117,227	-	-	-	(117,227)	(117,227)
Total governmental activities	<u>4,375,284</u>	<u>77,040,000</u>	<u>9,990</u>	<u>2,445,494</u>	<u>75,120,200</u>	<u>75,120,200</u>
Total primary government	<u>4,375,284</u>	<u>77,040,000</u>	<u>9,990</u>	<u>2,445,494</u>	<u>75,120,200</u>	<u>75,120,200</u>
General revenues:						
Miscellaneous revenues					5,015	5,015
Investment earnings					17,953	17,953
Total general revenues					<u>22,968</u>	<u>22,968</u>
Change in net position:					75,143,168	75,143,168
Net position – beginning					50,351	50,351
Net position – ending					<u>\$ 75,193,519</u>	<u>\$ 75,193,519</u>

See accompanying notes to basic financial statements.

VILLAGE COMMUNITY DEVELOPMENT DISTRICT NO. 10

Balance Sheet – Governmental Funds

September 30, 2013

	<u>General</u>	<u>Debt Service</u>	<u>Capital Projects</u>	<u>Total</u>
Assets:				
Cash and cash equivalents	\$ 326,901	-	-	326,901
Cash and cash equivalents with fiscal agent	-	7,022,145	14,287,758	21,309,903
Due from other governments	7,492	-	-	7,492
Accrued interest receivable	-	175	358	533
Assessment receivable	-	76,924,656	-	76,924,656
Total assets	<u>334,393</u>	<u>83,946,976</u>	<u>14,288,116</u>	<u>98,569,485</u>
Liabilities:				
Accounts payable	3,679	-	-	3,679
Due to fiscal agent	22,078	-	-	22,078
Total liabilities	<u>25,757</u>	<u>-</u>	<u>-</u>	<u>25,757</u>
Deferred inflows of resources:				
Unavailable special assessment revenue	-	76,924,656	-	76,924,656
Fund balances:				
Restricted for debt service	-	7,022,320	-	7,022,320
Restricted for capital improvements	-	-	14,288,116	14,288,116
Unassigned	308,636	-	-	308,636
Total fund balance	<u>308,636</u>	<u>7,022,320</u>	<u>14,288,116</u>	<u>21,619,072</u>
Total liabilities and fund balances	\$ <u>334,393</u>	<u>83,946,976</u>	<u>14,288,116</u>	<u>98,569,485</u>

See accompanying notes to basic financial statements.

VILLAGE COMMUNITY DEVELOPMENT DISTRICT NO.10

Reconciliation of the Balance Sheet – Governmental Funds to the Statement of Net Position

Year Ended September 30, 2013

Total fund balances, governmental funds		\$	21,619,072
Total net position reported for governmental activities in the statement of net position is different because:			
Capital assets used in governmental activities are not financial resources and therefore are not reported in the funds.			
Capital assets	\$	55,403,494	
Less depreciation		<u>(117,227)</u>	55,286,267
Long-term liabilities are not due and payable in the current period and therefore are not reported in the funds:			
Special assessment revenue bonds		(77,040,000)	
Accrued interest payable		<u>(1,596,476)</u>	(78,636,476)
Unavailable special assessment revenue reported in the funds is added to the beginning balance of net position restricted for debt service to reflect the revenue as recorded when the total assessment is levied.			76,924,656
Net position of governmental activities		\$	<u><u>75,193,519</u></u>

See accompanying notes to basic financial statements.

VILLAGE COMMUNITY DEVELOPMENT DISTRICT NO.10

Statement of Revenues, Expenditures and Changes in

Fund Balances – Governmental Funds

Year Ended September 30, 2013

	General	Debt Service	Capital Projects	Total
	<u>General</u>	<u>Service</u>	<u>Projects</u>	<u>Total</u>
Revenues:				
Special assessments	\$ 9,990	115,344	-	125,334
Contributions and donations from private sources	565,645	-	-	565,645
Intergovernmental revenue	5,015	-	-	5,015
Investment earnings	358	3,973	13,622	17,953
Total revenues	<u>581,008</u>	<u>119,317</u>	<u>13,622</u>	<u>713,947</u>
Expenditures:				
General government services	114,593	-	-	114,593
Other physical environment	140,985	-	-	140,985
Transportation	18,531	-	-	18,531
Capital outlay	7,289	-	53,475,031	53,482,320
Debt service:				
Interest	-	1,415,543	-	1,415,543
Other debt service costs	-	-	971,929	971,929
Total expenditures	<u>281,398</u>	<u>1,415,543</u>	<u>54,446,960</u>	<u>56,143,901</u>
Excess (deficiency) of revenues over expenditures	<u>299,610</u>	<u>(1,296,226)</u>	<u>(54,433,338)</u>	<u>(55,429,954)</u>
Other financing sources (uses):				
Debt Proceeds	-	8,318,546	68,721,454	77,040,000
Total other financing sources (uses)	-	8,318,546	68,721,454	77,040,000
Net change in fund balances	<u>299,610</u>	<u>7,022,320</u>	<u>14,288,116</u>	<u>21,610,046</u>
Fund balances, at beginning of year	9,026	-	-	9,026
Fund balances, at end of year	\$ <u>308,636</u>	<u>7,022,320</u>	<u>14,288,116</u>	<u>21,619,072</u>

See accompanying notes to basic financial statements.

VILLAGE COMMUNITY DEVELOPMENT DISTRICT NO.10

Reconciliation of the Statement of Revenues, Expenditures, and Changes in
Fund Balances – Governmental Funds to the Statement of Activities

Year Ended September 30, 2013

Net change in fund balances – total governmental funds		\$ 21,610,046
<p>Governmental funds report capital outlays as expenditures. However, in the statement of activities the cost of those assets is capitalized and allocated over their estimated useful lives as depreciation expense. This is the amount of capital assets that were purchased but not depreciated in the current period.</p>		
Capital outlay	53,482,321	
Donated land	1,879,848	
Depreciation expense	<u>(117,227)</u>	55,244,942
<p>Some expenses reported in the statement of activities do not require the use of current financial resources and therefore are not reported as expenditures in governmental funds.</p>		
Change in accrued interest		(1,596,476)
<p>Governmental funds report special assessment debt service as revenue when collected, however in the statement of activities the revenue is recorded when the total assessment is levied.</p>		
Special assessment receivable as of September 30, 2013.	76,924,656	
Special assessment receivable as of September 30, 2012.	-	76,924,656
<p>Bond and loan proceeds provide current financial resources to governmental funds, but issuing debt increases long-term liabilities in the Statement of Net Position. Repayment of long-term debt is an expenditure in governmental funds, but the repayment reduces long-term liabilities in the statement of net assets.</p>		
		(77,040,000)
Change in net position of governmental activities		\$ <u><u>75,143,168</u></u>

See accompanying notes to basic financial statements.

VILLAGE COMMUNITY DEVELOPMENT DISTRICT NO.10

Statement of Revenues, Expenditures and Changes in
Fund Balances – Budget and Actual
General Fund

Year Ended September 30, 2013

	Budgeted Amounts		Actual amounts	Variance with final budget
	Original	Final		
Revenues:				
Special assessments, charges for public services	\$ 22,176	22,176	9,990	(12,186)
Contributions and donations from private sources	565,645	565,645	565,645	-
Interest earnings	-	-	358	358
Miscellaneous revenue	-	-	5,015	5,015
Total revenues	587,821	587,821	581,008	(6,813)
Expenditures:				
General government:				
Professional services	91,051	105,051	96,441	8,610
Accounting & audit	10,000	10,000	2,625	7,375
Other contractual services	1,770	1,770	1,957	(187)
Communication and freight	500	500	30	470
Utilities services	55,000	55,000	21,829	33,171
Rentals and leases	500	500	-	500
Insurances	5,500	5,500	5,402	98
Repairs and maintenance/landscape	417,000	397,000	137,687	259,313
Printing and binding	500	500	-	500
Other current charges	6,000	12,000	8,138	3,862
Capital outlay	-	-	7,289	(7,289)
Total expenditures	587,821	587,821	281,398	306,423
Excess of revenues over expenditures	-	-	299,610	299,610
Fund balances, beginning	9,026	9,026	9,026	-
Fund balances, ending	\$ 9,026	9,026	308,636	299,610

See accompanying notes to basic financial statements.

VILLAGE COMMUNITY DEVELOPMENT DISTRICT NO. 10

Notes to Basic Financial Statements

September 30, 2013

(1) Summary of Significant Accounting Policies

(a) Reporting Entity

Village Community Development District No. 10 (the District) was established on September 28, 2004 for the purpose of acquiring, operating, and maintaining certain community-wide infrastructure for a commercial community development district located entirely within the Sumter County, Florida. The District was created by the Sumter County Ordinance No. 04-38, pursuant to the provisions of Chapter 190.005, Florida Statutes, and operates within the criteria established by Chapter 190. The District is governed by a five-member Board of Supervisors. As of September 30, 2013, each member of the Board of Supervisors is a landowner elected member selected by the developer, the Villages of Lake-Sumter, Inc.

The District boundary consists of approximately 1,588.8 acres in northeast portion of Sumter County. The land within the District is part of the active adult retirement community known as "The Villages". The Villages consists of approximately 22,590 acres spanning the borders of Lake, Sumter and Marion Counties, City of Wildwood, City of Fruitland Park and the Town of Lady Lake, Florida, and when fully developed is expected to include approximately 58,775 residences and 111,672 residents. The Villages of Lake-Sumter, Inc. was the developer and initial owner of the property within the District. As of September 30, 2013, 462 housing units have been sold and closed in District No. 10. The Villages continues to be developed by the developer, a family-owned business established for the single purpose of developing The Villages. Most current development is being performed in District No. 9 to the north and in District No. 10.

The financial statements of the District have been prepared in conformity with U.S. Generally Accepted Accounting Principles (GAAP) as applied to governmental units. The Governmental Accounting Standards Board (GASB) is the standard-setting body for establishing governmental accounting and financial reporting principles. The District's more significant accounting policies are described below.

There are no component units that are legally separate from the District. There are thirteen Community Development Districts (CDD) in the total structure of The Villages, each being a separate government entity established pursuant to Chapter 190, Florida Statutes.

The Developer has formed the following community development districts:

- Village Center CDD (Lake, Marion and Sumter Counties) – This CDD provides water and sewer utility services, recreation and security services, and fire protection and paramedic services to the residents. The cost of operations is funded by amenity and utility fees that residents pay monthly. This CDD also provides for the maintenance of common areas and roadways for the commercial areas within the CDD boundaries. The cost of maintenance in the commercial areas is funded through commercial maintenance assessments.
- Sumter Landing CDD (Sumter County) – This CDD provides recreation and security services to the residents. The cost of operations is funded by amenity fees that residents pay monthly. This CDD also provides for the maintenance of common areas and roadways for the commercial areas within the CDD boundaries. The cost of maintenance in the commercial areas is funded through commercial maintenance assessments.

VILLAGE COMMUNITY DEVELOPMENT DISTRICT NO. 10

Notes to Basic Financial Statements

September 30, 2013

(1) Summary of Significant Accounting Policies (continued)

(a) Reporting Entity (continued)

- Brownwood CDD (Sumter County) – Brownwood CDD (Sumter County) – This CDD was newly established in June 2012 by the City of Wildwood, Florida and is located at the southern end of The Villages. This CDD provides for the maintenance of common areas and roadways for the commercial areas within the CDD boundaries. The cost of maintenance in the commercial areas is funded through commercial maintenance assessments and Developer contributions as the new downtown area builds out.
- Village CDD No. 1 (Sumter County) – This CDD’s boundary consists of approximately 993 acres in the northeast corner of the county. The development included construction of 3,420 residential units.
- Village CDD No. 2 (Sumter County) – This CDD’s boundary consists of approximately 990 acres in the northeast corner of the county. The development included construction of 3,668 residential units.
- Village CDD No. 3 (Sumter County) – This CDD’s boundary consists of approximately 894 acres in the northeast corner of the county. The development included construction of 3,762 residential units.
- Village CDD No. 4 (Marion County) – This CDD’s boundary consists of approximately 1,186 acres in the southern portion of the county. The development included construction of 5,132 residential units.
- Village CDD No. 5 (Sumter County) – This CDD’s boundary consists of approximately 1,407 acres in the northeast corner of the county. The development included construction of 6,399 residential units.
- Village CDD No. 6 (Sumter County) – This CDD’s boundary consists of approximately 1,497 acres in the northeast corner of the county. Planned development included construction of 6,697 residential units of which 9 remain unsold as of September 30, 2013.
- Village CDD No. 7 (Sumter County) – This CDD’s boundary consists of approximately 976 acres in the northeast corner of the county. The development included construction of 4,765 residential units.
- Village CDD No. 8 (Sumter County) – This CDD’s boundary consists of approximately 1,098 acres in the northeast corner of the county. Planned development includes construction of 5,193 residential units. Construction is now complete with 127 unsold and being used as lifestyle preview homes by the Developer.
- Village CDD No. 9 (Sumter County) – This CDD’s boundary consists of approximately 1,280 acres in the northeast corner of the county. Planned development includes construction of 5,376 residential units. Construction is now underway.

VILLAGE COMMUNITY DEVELOPMENT DISTRICT NO. 10

Notes to Basic Financial Statements

September 30, 2013

(1) Summary of Significant Accounting Policies (continued)

(a) Reporting Entity (continued)

- Village CDD No. 10 (Sumter County) – This CDD’s boundary consists of approximately 1,588.8 acres in the northeast corner of the county. Planned development includes construction of 6,639 residential units. The first Phase I Infrastructure Assessment Bonds were issued December 18, 2012, and active development began in fiscal year 2012-2013 with 462 homes sold by September 30, 2013.

Certain of these community development districts have issued special assessment revenue bonds to finance various infrastructure improvements in their respective boundaries that are secured by special assessments levied on benefited lands in each district. It is anticipated that additional infrastructure improvements within The Villages will be undertaken by these community development districts and/or community development districts that will be created in the future, for which special assessments may be imposed on residences in The Villages and lands owned by the Developer.

(b) Basic Financial Statements

Government-wide and Fund Financial Statements

The basic financial statements include both government-wide (based on the District as a whole) and fund financial statements. The government-wide financial statements (i.e. the statement of net assets and statement of activities) report information on all of the non-fiduciary activities of the District. For the most part, the effect of internal activity has been removed from these statements.

The financial reporting model focus is on either the District as a whole, or major individual funds. The government-wide statement of net position reports the governmental activities of the District (a) on a government-wide basis and (b) on a full accrual basis, using the economic resources measurement focus, which incorporates long-term assets and receivables as well as long-term debt and obligations. Previously called the Statement of Net Assets, the Statement of Net Position also addresses deferred inflows and deferred outflows as a result of implementation of GASB 63 and 65 in this fiscal year 2012-2013 financial report. The statement of activities reflects the expenses of the District, which are offset by revenues. Program revenues are defined as charges for services, operating grants and contributions, and capital grants and contributions directly associated with a given function.

The District’s major funds are presented in separate columns on the fund financial statements. The definition of a major fund is one that meets certain criteria set forth in GASB 34. The General Fund, Debt Service Fund and the Capital Projects Fund meet this definition and are designated as major funds. The District has no non-major funds.

Program revenues in the Statement of Activities consist primarily of special assessment revenues. Net position is categorized as net investment in capital assets, restricted, and unrestricted.

VILLAGE COMMUNITY DEVELOPMENT DISTRICT NO. 10

Notes to Basic Financial Statements

September 30, 2013

(1) Summary of Significant Accounting Policies (continued)

(b) Basic Financial Statements (continued)

Government-wide and Fund Financial Statements (continued)

Net investment in capital assets is intended to reflect the portion of net position which is associated with capital assets net of accumulated depreciation less outstanding capital asset related debt. As a result of early implementation of GASB 65 in this report, all new issuance costs have been expensed in the current year and will no longer be amortized over the life of the debt.

Restricted net position is assets that have third party (statutory, bond covenant or granting agency) or enabling legislation limits on their use. The District would typically use restricted assets first, as appropriate opportunities arise, but reserves the right to selectively defer the use thereof to a future project or replacement equipment acquisition.

Unrestricted net assets represent net assets not included in invested in net capital assets or restricted net assets.

(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 related cash flows. Assessments are recognized as revenues in the year in which the related debt is issued and the assessments established.

Governmental 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 District considers revenues to be available if they are collected within sixty 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.

Governmental funds report fund balances either as non-spendable or spendable. Spendable balances are further classified as restricted, committed, assigned or unassigned, based on the extent to which there are external or internal constraints on the spending of these fund balances. A discussion of each is as follows:

Non-spendable: Resources that can not be spent such as for inventories.

Restricted: Balances that only can be spent for specific purposes imposed by external sources.

Committed: Resources that can only be spent for purposes established by the highest decision making authority in the government.

Assigned: Amounts designated for specific purposes, but does not meet the criteria to be designated restricted or committed.

VILLAGE COMMUNITY DEVELOPMENT DISTRICT NO. 10

Notes to Basic Financial Statements

September 30, 2013

(1) Summary of Significant Accounting Policies (continued)

(c) Measurement Focus, Basis of Accounting and Financial Statement Presentation (continued)

Unassigned: The residual classification for all remaining funds not contained in other classifications.

The District does not currently use *Non-spendable* or *Assigned* categories of fund balance. All *Restricted* fund balances relate to external debt service restrictions. The Board of Supervisors, the highest decision making authority of the District, approves the establishment, increase and reduction in *Committed* fund balances by budget resolutions and amendments. All other fund balances are *Unassigned*. *Restricted* and *Committed* fund balances are always used first for the purposes for which they are designated. Changes to this practice require prior Board of Supervisors approval. A minimum fund balance amount has not been formally adopted.

The following are the District's major governmental funds. The District has no non-major governmental funds.

General Fund

The General Fund is the operating fund of the District and is used to account for all financial resources of the general government except those required to be accounted for in another fund.

Debt Service Fund

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

Capital Projects Fund

The capital projects fund is used to account for the funds provided through debt issues and other sources necessary to construct or acquire capital assets of the District.

(d) Budgetary Data

Legal authority and control are established in accordance with Section 190.008, *Florida Statutes*. Annual budgets, as well as subsequent amendments, are adopted and approved for the General Fund by the Board of Supervisors. Budgets are adopted on a basis consistent with GAAP. All budget amounts presented in the statements reflect the original budget and the amended final budget.

VILLAGE COMMUNITY DEVELOPMENT DISTRICT NO. 10

Notes to Basic Financial Statements

September 30, 2013

(1) Summary of Significant Accounting Policies (continued)

(e) Assets, Liabilities, and Net Assets or Equity

1. Deposits and Investments

The District's cash and cash equivalents are considered to be cash on hand, demand deposits and short-term investments with original maturities of three months or less from the date of acquisition.

- Money Market Mutual Funds (Restricted Investments)
- Demand Deposits
- Florida State Board of Administration's Local Government Investment Pool (SBA LGIP)

As of September 30, 2013, the District has opened a single demand deposit account with Citizens First Bank. The balance at the end of the fiscal year was \$33,078. During fiscal year 2012-2013, the District opened an account with the Local Government Investment Pool with the State Board of Administration, State of Florida. On September 30, 2013, the balance was \$293,823. Following the issuance of the Series 2012 Special Assessment Revenue Bonds, the proceeds were placed in Trust accounts with U.S. Bank, the District's Trustee, which invested them in Federated Prime Cash Obligations Fund, money market mutual fund. September 30, 2013 balance was \$21,309,903.

2. Capital Assets

Capital assets are reported in the government-wide financial statements. As defined by the District, capital assets are assets with an initial, individual cost of more than \$5,000 and an estimated useful life in excess of one year. Such assets are recorded at historical cost or estimated historical cost if purchased or constructed. The District values and records donated capital assets at the estimated fair value of the item at the date of its donation.

The cost of normal maintenance and repairs that do not add to the value of the asset or materially extend assets lives are not capitalized.

Depreciation of capital assets is computed using the straight-line method and is recorded in general government expenses in the District's Statement of Activities. Estimated useful lives of the assets are as follows:

Improvements other than buildings and structures	40 years
Furniture and equipment	5-10 years

3. Bond Issuance Costs

In the government-wide financial statements, long-term debt and other long-term obligations are reported as liabilities in the applicable governmental activities Statement of Net Position. Bond premiums and discounts, are deferred and amortized over the term of the bonds using the straight-line method, which approximates the effective interest method. Bonds payable are reported net of the applicable bond premium or discount. As a result of the early implementation of GASB 65, bond issuance costs are no longer treated as deferred charges.

VILLAGE COMMUNITY DEVELOPMENT DISTRICT NO. 10

Notes to Basic Financial Statements

September 30, 2013

(1) Summary of Significant Accounting Policies (continued)

(e) Assets, Liabilities, and Net Assets or Equity (continued)

3. Bond Issuance Costs (continued)

In the fund financial statements, governmental fund types recognize bond premiums and discounts, as well as bond issuance costs, during the period when the debt is issued. The face amount of debt issued is reported as other financial sources. Premiums are reported as other financial sources, while discounts are reported as other financial uses. Issuance costs are reported as other debt services expenditures.

4. Assessments

Bond Assessments

The bond debt is repaid from the proceeds of an assessment levied by the District's Board of Supervisors. The levy is in the form of non-ad valorem special assessment that have a lien against properties within the boundary of the District that receive special benefits from the infrastructure improvements financed by the bonds. These assessments may be prepaid in total or annually as non-ad valorem special assessments. The bond assessment revenue and the debt service activity are accounted for in the Debt Service Fund.

Maintenance Assessments

In addition to the assessment for the repayment of bond obligations, the District has levied an assessment for the maintenance of the infrastructure and the operations of the District. This assessment is part of the General Fund's annual budget. The maintenance assessment revenue is classified as program revenue and is accounted for in the General Fund.

Assessment Methodology

The assessment methodology consists of five steps. First, the District Engineer determines the costs for all District improvements needed. Second, the assessable acres that benefit from the District's infrastructure improvements are determined. Third, the District Financial Advisor and Underwriter estimate total funding needed to acquire and/or construct the infrastructure improvements. Fourth, this amount is divided equally among the benefited properties on a net assessable acreage basis. Finally, as land is platted, the debt on each assessable acre is allocated to each residential unit. This methodology is applied to both the bond and the maintenance assessments.

Billing / Collection of Assessments

The District has entered into an agreement with the Tax Collector of Sumter County. The assessments are placed on the county property tax bill as a non-ad valorem assessment. It is collected by the county under the uniform tax collection process and then remitted to the District.

VILLAGE COMMUNITY DEVELOPMENT DISTRICT NO. 10

Notes to Basic Financial Statements

September 30, 2013

(1) Summary of Significant Accounting Policies (continued)

(f) Implementation of Governmental Accounting Standards Statements

The District is implementing the following GASB Statements during the year that ended September 30, 2013. Statement No. 65 is being early implemented so as to implement it at the same time as the implementation of Statement No. 63.

1. Statement No. 63, "Financial Reporting of Deferred Outflows of Resources, Deferred Inflows of Resources, and Net Position." This Statement provides guidance for certain items formally classified as assets and liabilities. The Statement redefines these as "deferred outflows of resources" (formally assets) and "deferred inflows of resources" (formally liabilities). Each new category must have its own Statement of Net Position section. GASB 63 also requires that the last line of the statements formally called "Net assets" now be titled "Net position" to reflect the new classifications. In addition, "Capital assets, net of debt" will now be titled "Net investment in capital assets" in order properly present the total of the items.

2. Statement No. 65, "Items Previously Reported as Assets and Liabilities." This statement provides more guidance for the items listed in GASB 63, and adds additional changes. It requires that statements avoid the use of the word "deferred" except as it relates to items that are deferred outflows or are deferred inflows. It addresses the calculation of a deferred outflow or inflow for the refunding of debt. For non-exchange transactions like grants, amounts received before the time period of eligibility are treated as deferred inflows. This Statement also addresses taxes received prior to the period to which they relate. GASB 65 also requires debt issuance costs to be expensed in the period that the debt was issued. In the past, subsequent to the implementation of GASB 34, these costs were amortized over the life of the issue. The effects of this change are required to be disclosed on the statements in the period it is implemented. Losses on debt refundings are not expenses, but rather, treated as deferred outflows. For operating leases, any initial direct costs are recognized in the period incurred, instead of being amortized over the life of the lease. When an asset is recorded in governmental fund statements, but the revenue is not available until a future period, a deferred inflow is reported until the revenue becomes available.

(g) Use of Estimates

The management of the District has made a number of estimates and assumptions relating to the reporting of assets and liabilities and the disclosure of contingent assets and liabilities to prepare these financial statements in conformity with GAAP. Examples of major areas where estimates are used include the estimate for useful lives of land improvements. Actual results could differ from those estimates.

VILLAGE COMMUNITY DEVELOPMENT DISTRICT NO. 10

Notes to Basic Financial Statements

September 30, 2013

(2) Deposits and Investments

As of September 30, 2013, the District had the following deposits and investments.

<u>Deposits and Investment Type</u>	<u>Fair Value at September 30, 2013</u>	<u>Weighted Average Maturity (Days)</u>	<u>Credit Rating</u>
Demand Deposits, CFB	\$ 33,078	1.0	n/a
Local Government Investment Pool, SBA	293,823	44.0	AAAm
U.S. Bank Money Market Mutual Funds, Federated	21,309,903	44.0	AAAm
Total Fair Value	<u>\$ 21,636,804</u>		
Portfolio Weighted Average Maturity (WAM)		43.9	

Interest Rate Risk. Interest rate risk exists when there is a possibility that changes in interest rates could adversely affect an investment's fair value. GASB 40 requires that interest rate risk be disclosed using one of the five approved methods. The five methods are: segmented time distribution, specific identification, Weighted Average Maturity (WAM), duration, and simulation model. The District has used the WAM method in the above chart. In accordance with the District's investment policy, the government manages its exposure to decline in fair values by limiting the WAM of its investment portfolio to less than three years. The WAM on September 30, 2013 was 43.9 days.

Credit Risk. GASB 40 requires disclosure of credit quality ratings for investments in debt securities as well as investments in external investment pools, money market funds, and other pooled investments of fixed income securities. Investments may be aggregated by ratings categories within the disclosure. Ratings are set by nationally recognized statistical rating organizations (Fitch, Moody's, and Standard and Poor's (S&P)). S&P provides the ratings for the U.S. Bank money market accounts with Federated and the State Board of Administration (SBA) investment pool.

Operating cash is maintained with Citizens First Bank, an authorized Public Depository, pursuant to Chapter 280, Florida Statutes.

The District's investments and cash equivalents consist of funds placed with two entities:

- The State Board of Administration for participation in the Local Government Surplus Funds Trust Fund investment pool created by Section 218.415, Florida Statutes. This investment pool operates under investment guidelines established by Section 215.47, Florida Statutes. The District's investments in the Local Government Surplus Funds Trust Fund, a Securities and Exchange Commission Rule 2a7-like external investment pool, are reported at fair value which is amortized cost.
- Trust balances related to restricted debt service accounts are maintained with U.S. Bank and are invested in Federated Prime Cash Obligations Fund.
- In total, the District recognized investment earnings of \$17,953 during the fiscal year.

VILLAGE COMMUNITY DEVELOPMENT DISTRICT NO. 10

Notes to Basic Financial Statements

September 30, 2013

(2) Deposits and Investments (continued)

Concentration of Credit Risk. The District's investment policy requires the diversification of its investment portfolio. Investments may be diversified by:

- Limiting investments to avoid over-concentration in securities from a specific issuer or business sector;
- Limiting investments in securities with higher credit risks;
- Investment in securities with varying maturities; and
- Continuously investing a portion of the portfolio in readily available funds, such as the Local Government Investment Pool, money market funds, or overnight repurchase agreements to ensure the appropriate liquidity is maintained to meet ongoing obligations.

Custodial Credit Risk-Deposits. In the case of deposits, this is the risk that in the event of a bank failure, the District's deposits may not be returned to it. The District invests its operating cash solely in Guaranteed Public Depositories that meet the requirements of Chapter 280, Florida Statutes. In addition to protection of up to \$250,000 for its deposits with a single bank being provided by the Federal Deposit Insurance Corporation (FDIC), the District's deposits are provided an extra level of security afforded by using a public depository that meets the requirements of Chapter 280. This includes the provision by the public depository of collateral based on the amount of public deposits maintained at the institution and the ability of the State of Florida to levy other public depositories for shortages in collateral in the event of the failure of a public depository. The Citizens First Bank is a Guaranteed Public Depository.

Custodial Credit Risk-Investments. For an investment, this is the risk that, in the event of the failure of the counterparty, the District will not be able to recover the value of its investments or collateral securities that are in possession of an outside party. All investments are held in the name of the District by a custodian or a Trustee for the District.

Investment Policy

The District is authorized to invest in those financial instruments as established by the Investment Policy of the District. This policy allows investments authorized under *Florida Statutes* 218.415 amended to include Repurchase Agreements and prohibiting derivative type investments. The authorized investments consist of:

- The Local Government Surplus Funds Trust Fund or any intergovernmental investment pool authorized pursuant to the Florida Interlocal Cooperation Act as provided in Section 163.01, Florida Statutes.
- Securities and Exchange Commission registered money market mutual funds with the highest credit quality rating from a nationally recognized rating agency.
- Interest-bearing time deposits or savings accounts in qualified public depositories as defined in Section 280.02, Florida Statutes.

VILLAGE COMMUNITY DEVELOPMENT DISTRICT NO. 10

Notes to Basic Financial Statements

September 30, 2013

(2) Deposits and Investments (continued)

- Direct obligations of the United States Treasury.
- Federal agencies and instrumentalities.
- Repurchase agreements with financial institutions approved as public depositors, provided that the underlying collateral consist of obligations of the United States Government, its agencies and instrumentalities. The repurchase agreement shall be collateralized equal to at least 102 percent of the value of the District's investment.

(3) Capital Assets

Capital asset activity for the year ended September 30, 2013 was as follows:

	Beginning balance	Increases	Decreases	Ending balance
Governmental activities:				
Assets not being depreciated:				
Land	\$ 41,325	1,879,848	-	1,921,173
Construction in progress	-	51,635,884	(37,637,555)	13,998,329
Assets not being depreciated:	41,325	53,515,732	(37,637,555)	15,919,502
Assets being depreciated:				
Furniture & equipment	-	7,289	-	7,289
Improvements other than buildings	-	1,839,148	37,637,555	39,476,703
Total assets being depreciation	-	1,846,437	37,637,555	39,483,992
Less accumulated depreciation for:				
Furniture & equipment	-	(304)	-	(304)
Improvements other than buildings	-	(116,923)	-	(116,923)
Total depreciation	-	(117,227)	-	(117,227)
Total assets being depreciated, net	-	1,729,210	37,637,555	39,366,765
Governmental activities, capital assets	\$ 41,325	55,244,942	-	55,286,267

A donation of \$1,879,848 of land to the District consisting of road right-of-way was made by The Villages of Lake Sumter, Inc. during fiscal year 2012-2013. The remaining assets were acquired using the proceeds of the Series 2012 Special Assessment Revenue Bonds.

VILLAGE COMMUNITY DEVELOPMENT DISTRICT NO. 10

Notes to Basic Financial Statements

September 30, 2013

(4) Long-term Debt

Long-term debt consisted of the following as of September 30, 2013:

\$77,040,000 Special Assessment Revenue Bonds, Series 2012, annual principal installments ranging from \$1,180,000 to \$4,850,000 through May 1, 2043 in accordance with the redemption schedule. Interest is due semi-annually on May 1 and November 1 of each year until redemption or maturity. Interest rate is 4.500%, 5.000%, and 5.125%.	\$ 77,040,000
Total long-term debt	77,040,000
Less current installments of bonds payable	1,180,000
Revenue bonds payable less current installments	75,860,000

The Special Assessment Revenue Bonds are secured by a lien and pledge of revenues under the indentures, which are derived by the District through levy and collection on land within the District specifically benefited. These bonds are additionally secured by amounts on deposit in the funds and accounts created pursuant to the indentures.

The annual requirements to amortize the principal and interest of all revenue bonds payable as of September 30, 2013 are as follows:

	Principal	Interest	Total
Fiscal year ending September 30, 2013			
2014	\$ 1,180,000	3,804,994	4,984,994
2015	1,235,000	3,750,656	4,985,656
2016	1,290,000	3,693,844	4,983,844
2017	1,350,000	3,634,444	4,984,444
2018	1,415,000	3,572,231	4,987,231
2019-2023	8,100,000	16,823,344	24,923,344
2024-2028	10,275,000	14,646,344	24,921,344
2029-2033	13,190,000	11,726,150	24,916,150
2034-2038	17,020,000	7,903,519	24,923,519
2039-2043	21,985,000	2,932,141	24,917,141
Total	77,040,000	72,487,667	149,527,667

VILLAGE COMMUNITY DEVELOPMENT DISTRICT NO. 10

Notes to Basic Financial Statements

September 30, 2013

(4) Long-term Debt (continued)

Changes in Long-Term Debt

	Beginning balance	Additions	Reductions	Ending balance	Due within one year
Governmental activities:					
Bonds payable	\$ -	77,040,000	-	77,040,000	1,180,000
Governmental activities long-term debt	\$ -	77,040,000	-	77,040,000	1,180,000

Pledged Revenues

The District has pledged certain benefit special assessment revenue to pay the principal and interest on special assessment bonds issued to pay for infrastructure improvements. These special assessment revenue bonds were outstanding on September 30, 2013 as shown below. The table reports the revenues pledged for each debt issue, the amounts of revenue received in the current year, the current year principal and interest paid on the debt, the approximate percentage of each revenue which is pledged to meet the debt obligation, and the date through which the revenue is pledged under the debt agreement and the total pledged future revenues for each debt, which is the amount of the remaining principal and interest on the bonds as of September 30, 2013.

Description of Debt	Pledged Revenue	Revenue Received	Principal and Interest Paid	Estimated Percent Pledged	Outstanding Principal and Interest	Pledged Through
Special Assessment Revenue Bonds Series 2012 (Phase 1)	Special Assessments Phase I	\$ 119,317	1,415,543	100%	\$ 149,527,667	2043

(5) Related Parties

The District has no employees. For certain management, finance, and administrative services, the District entered into an interlocal agreement with Village Center Community Development District (Center District), a community development district created under Florida Statute 190. Under the agreement, fees accrued to Center District by the District for such services totaled \$75,129 for the year ended September 30, 2013.

The Developer provided to the Center District at no cost information system support, including software, hardware, computer programming and internal mailroom operations. The Center District then passed on this benefit to the District. In March 2012, a new company was formed, Villages Technology Services Group, to assume the information system support previously provided by the Developer. In fiscal year 2012-2013, the Center District began paying for information system support, with these expenses then passed on in a prorated basis to District No. 10. These costs for the year ended September 30, 2013 were \$8,379.

Substantially all capital costs for infrastructure were acquired from the Developer through donations or purchase of improvements in the current and prior fiscal years.

VILLAGE COMMUNITY DEVELOPMENT DISTRICT NO. 10

Notes to Basic Financial Statements

September 30, 2013

(6) Risk Management

The District is exposed to various risks of loss related to torts, theft, damage and destruction of assets, errors and omissions, and natural disasters. The District generally carries insurance for these risks; however, the District retains risk for certain property coverage and for losses in excess of coverage limits. There have been no claims in excess of coverage limits since inception of the District.

(7) Subsequent Event

As a subsequent event, on January 6, 2014, Village Community Development District No. 10 issued a Preliminary Limited Offering Memorandum offering \$69,430,000 Special Assessment Revenue Bonds, Series 2014. The proposed bonds have a final maturity date of May 1, 2044 and are proposed to close on February 7, 2014. With the construction proceeds of these bonds, active development and home sales in Phase II of the District are expected to commence in fiscal year 2013-2014.

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

Board of Supervisors
Village Community Development District No. 10
The Villages, Florida

We have audited, in accordance with the auditing standards generally accepted in the United States of America and the standards applicable to financial audits contained in *Government Auditing Standards* issued by the Comptroller General of the United States, the financial statements of the governmental activities and each major fund of Village Community Development District No. 10 (the District) as of and for the year ended September 30, 2013, and the related notes to the financial statements, which collectively comprise the District's basic financial statements, and have issued our report thereon dated January 30, 2014.

Internal Control Over Financial Reporting

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

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

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

Certified Public Accountants

P.O. Box 141270 • 222 N.E. 1st Street • Gainesville, Florida 32614-1270 • (352) 378-2461 • FAX (352) 378-2505
Laurel Ridge Professional Center • 2347 S.E. 17th Street • Ocala, Florida 34471 • (352) 732-3872 • FAX (352) 732-0542
443 East College Avenue • Tallahassee, Florida 32301 • (850) 224-7144 • FAX (850) 224-1762

5001 Lakewood Ranch Blvd. N., Suite 101 • Sarasota, Florida 34240 • (941) 907-0350 • FAX (941) 907-0309

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MEMBER OF AMERICAN INSTITUTE OF CERTIFIED PUBLIC ACCOUNTANTS PRIVATE COMPANIES AND S.E.C. PRACTICE SECTIONS

Board of Supervisors
Village Community Development District No. 10
The Villages, Florida

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

Compliance and Other Matters

As part of obtaining reasonable assurance about whether the District'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. 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 instance of noncompliance or other matters that are required to be reported under *Government Auditing Standards*.

Purpose of this Report

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

Purvis, Gray and Company, LLP

January 30, 2014
Ocala, Florida

MANAGEMENT LETTER

Board of Supervisors
Village Community Development District No. 10
The Villages, Florida

We have audited the accompanying financial statements of the governmental activities and each major fund of Village Community Development District No. 10 (the District) as of and for the fiscal year ended September 30, 2013, and have issued our report thereon dated January 30, 2014.

We conducted our audit in accordance with auditing standards generally accepted in the United States of America; the standards applicable to financial audits contained in *Government Auditing Standards* issued by the Comptroller General of the United States; and Chapter 10.550, *Rules of the Florida Auditor General*. We have issued our Independent Auditors' Report on Internal Control over Financial Reporting and Compliance and Other Matters Based on an Audit of the Financial Statements Performed in Accordance with *Government Auditing Standards*, and Chapter 10.550, *Rules of the Auditor General*. Disclosures in those reports which are dated January 30, 2014, should be considered in conjunction with this management letter.

Additionally, our audit was conducted in accordance with Chapter 10.550, *Rules of the Auditor General*, which governs the conduct of local governmental entity audits performed in the State of Florida. This letter includes the following information, which is not included in the aforementioned auditors' report:

- Section 10.554(1)(i)1., *Rules of the Auditor General*, requires that we determine whether or not corrective action has been taken to address findings and recommendations made in the preceding annual financial audit report. There were no findings or recommendations made in the preceding audit report.
- Section 10.554(1)(i)2., *Rules of the Auditor General*, requires our audit to include a review of the provision of Section 218.415, Florida Statutes, regarding the investment of public funds. In connection with our audit we determined that the District complied with Section 218.415, Florida Statutes.
- Section 10.554(1)(i)3., *Rules of the Auditor General*, requires that we address in the management letter any recommendations to improve the District's financial management. In connection with our audit, we did not have any such recommendations.
- Section 10.554(1)(i)4., *Rules of the Auditor General*, requires that we address noncompliance with provisions of contracts or grant agreements, or abuse, that have occurred, or are likely to have occurred, that have an effect on the financial statements that is less than material but which warrants the attention of those charged with governance. In connection with our audit, we did not have any such findings.

Certified Public Accountants

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Board of Supervisors
Village Community Development District No. 10
The Villages, Florida

MANAGEMENT LETTER
(Concluded)

- Section 10.554(1)(i)5., *Rules of the Auditor General*, requires that the name or official title and legal authority for the primary government be disclosed in this management letter, unless disclosed in the notes to the financial statements (see Note 1 of the September 30, 2013, the District's basic financial statements for this information).
- Section 10.554(1)(i)6.(a)., *Rules of the Auditor General*, requires a statement be included as to whether or not the local government entity has met one or more of the conditions described in Section 218.503(1), Florida Statutes, and identification of the specific conditions(s) met. In connection with our audit, we determined that the District did not meet any conditions described in Section 218.503(1), Florida Statutes.
- Section 10.554(1)(i)6.(b)., *Rules of the Auditor General*, requires that we determine whether the annual financial report for the District for the fiscal year ended September 30, 2013, filed with the Florida Department of Financial Services pursuant to Section 218.32(1)(a), Florida Statutes, is in agreement with the annual financial audit report for the fiscal year ended September 30, 2013. In connection with our audit, we determined that these two reports agree.
- Pursuant to Sections 10.554(1)(i)6.c and 10.556(7)., *Rules of the Auditor General*, we applied financial condition assessment procedures. It is management's responsibility to monitor the District's financial condition, and our financial condition assessment was based in part on representations made by management and the review of financial information provided by same.

Our management letter is intended solely for the information and use of the Legislative Auditing Committee, members of the Florida Senate and the Florida House of Representatives, the Florida Auditor General, and applicable management, and is not intended to be and should not be used by anyone other than these specified parties.

We wish to take this opportunity to thank you and your staff for the cooperation and courtesies extended to us during the course of our audit. Please let us know if you have any questions or comments concerning this letter, our accompanying reports, or other matters.


January 30, 2014
Ocala, Florida



February 4, 2014

Board of Supervisors
Village Community Development District No. 10
The Villages, Florida 32162

RE: Management Response Letter

Dear Supervisors:

Attached is the completed audit for fiscal year 2012-2013 for Village Community Development District No. 10. This is the first audit of the District No. 10 financial records. We are proud to report that this audit has an unmodified opinion.

There are no internal control deficiencies, material weaknesses or compliance issues identified and reported.

Your District staff has worked hard to assure you as supervisors that the management of the District's funds is conducted professionally, consistent with generally accepted accounting principles and governing Florida Statutes.

We believe that Village Community Development District No. 10 sets an example for the appropriate management of Community Development Districts as conceived in Chapter 190, Florida Statutes. We would particularly like to commend the staff of the Villages District Finance Department for their diligent efforts in recording and maintaining the financial records of the District.

We would be happy to entertain any questions members of the Board of Supervisors may have on the audit report or the management of District resources.

Sincerely,

David R. Miles, CGFO
Finance Director

Janet Y. Tutt
District Manager

Village Community Development District No. 10
3201 Wedgewood Lane, The Villages, Florida 32162
Business Telephone (352) 753-0421 Business Fax (352) 751-3901