

The Villages®
Community Development Districts
District 12



VILLAGE COMMUNITY DEVELOPMENT DISTRICT NO. 12

Basic Financial Statements

September 30, 2018

(With Independent Auditors' Report Thereon)

VILLAGE COMMUNITY DEVELOPMENT DISTRICT NO. 12

Table of Contents

	Page
Financial Section	
Independent Auditors' Report	1
Management's Discussion and Analysis	3
Basic Financial Statements:	
Statement of Net Position	9
Statement of Activities	10
Balance Sheet – Governmental Funds	11
Reconciliation of the Balance Sheet – Governmental Funds to the Statement of Net Position	12
Statement of Revenues, Expenditures and Changes in Fund Balances – Governmental Funds	13
Reconciliation of the Statement of Revenues, Expenditures and Changes in Fund Balances – Governmental Funds to the Statement of Activities	14
Statement of Revenues, Expenditures and Changes in Fund Balance – Budget and Actual	15
Notes to Basic Financial Statements	16
Other Reports	
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 <i>Government Auditing Standards</i>	30
Management Letter	32
Independent Accountants' Report	34
Management Response Letter	35

ON THE COVER

The cover photograph was submitted by
Anne Hochsprung, Finance Director
In the District Finance Department

INDEPENDENT AUDITORS' REPORT

Board of Supervisors
Village Community Development District No. 12
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. 12 (the District) as of and for the year ended September 30, 2018, 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 financial statements are free from material misstatement.

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

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

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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Board of Supervisors
Village Community Development District No. 12
The Villages, Florida

INDEPENDENT AUDITORS' REPORT
(Concluded)

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 September 30, 2018, and the respective changes in financial position, and the budgetary comparison for the General Fund for the year then ended in accordance with accounting principles generally accepted in the United States of America.

Other Matters

Required Supplementary Information

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

Other Reporting Required by *Government Auditing Standards*

In accordance with *Government Auditing Standards*, we have also issued our report dated January 30, 2019, 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 solely 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.

Durvis, Gray and Company, LLP

January 30, 2019
Ocala, Florida

VILLAGE COMMUNITY DEVELOPMENT DISTRICT NO. 12

Management's Discussion and Analysis

September 30, 2018

The Village Community Development District No. 12 (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

Entity-Wide Level

- The assets and deferred outflows of the District exceeded its liabilities and deferred inflows as of September 30, 2018, by \$156,189,936 (net position). The net position is primarily in restricted for debt service in the amount of \$160,881,787, with a net deficit in the net investment in capital assets of \$5,203,203, and an unassigned net position of \$511,352.
- The District's total net position increased by \$94,224,334. The increase in net position results primarily from the origination of additional bond special assessment revenue which is recognized in the year the bonds are issued. This was the second year of full operations of the District with construction and home sales underway.
- During the Fiscal Year, the District issued Special Assessment Revenue Bonds, Series 2018, in the amount of \$94,735,000 with interest rates ranging from 3.25% to 4.375%. These bonds have annual principal payments through May of 2050. Principal payments will begin in Fiscal Year 2021.

Fund Level

- At the close of Fiscal Year 2018, the District's General Fund reported a fund balance of \$511,352. Total governmental fund balances were \$75,512,492, with \$15,762,044 in the Debt Service Fund and \$59,239,096 in the Capital Projects Fund.
- Special assessments are shown as assessments receivable. At the fund level, there is an offsetting line item for unavailable revenue, a deferred inflow, pertaining to assessments due in future years. The balance as of September 30, 2018, was \$151,961,295.

Overview of the Financial Statements

This discussion and analysis is intended to serve as an introduction to the Village Community Development District No. 12'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*. 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. 12 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. 12

Management's Discussion and Analysis

September 30, 2018

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 9-10 of this report.

The Fund Financial Statements, which report by individual fund, begin on page 11. 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. 12, 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 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 one governmental fund, the General Fund. The District adopts an annual appropriated budget for its General Fund. A budgetary comparison statement has been provided to demonstrate compliance with this budget.

The basic governmental fund financial statements can be found on pages 11-15 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 16.

Government-wide Financial Analysis

The District's net position as of September 30, 2018 and September 30, 2017, were \$156.190 and \$61.966 million, respectively. The District's revenues for the years ended September 30, 2018 and September 30, 2017, which consisted primarily of debt proceeds, maintenance and debt service assessments and contributions from the developer, were \$101.437 and \$64.818 million, respectively. The District's expenses for the year ended September 30, 2018, and September 30, 2017, were \$7.213 and \$2.857 million, respectively. The large variances

VILLAGE COMMUNITY DEVELOPMENT DISTRICT NO. 12

Management's Discussion and Analysis
September 30, 2018

are due to the origination of new debt in Fiscal Year September 30, 2018 and it being just the second year of full operations for the District.

Table 1, below, reflects the summary statement of net position for the current year.

Table 1
Net Position

	Governmental Activities	
	September 30, 2018	September 30, 2017
Assets:		
Current and other assets	\$ 80,512,397	14,492,452
Assessments receivable	151,961,295	57,770,478
Capital assets - net	83,872,142	48,453,170
Total assets	<u>316,345,834</u>	<u>120,716,100</u>
Liabilities:		
Current and other liabilities	7,890,898	925,498
Long-term liabilities		
Due in less than one year	1,165,000	-
Due in more than one year	151,100,000	57,825,000
Total liabilities	<u>160,155,898</u>	<u>58,750,498</u>
Net position:		
Net investment in capital assets	(5,203,203)	2,859,095
Restricted for debt service	160,881,787	59,101,125
Unrestricted	511,352	5,382
Total net position	<u>\$ 156,189,936</u>	<u>61,965,602</u>

The District's net position is primarily in the restricted for debt service category of \$160,881,787. Net deficit in capital assets when associated debt is considered is \$5,203,203. Unrestricted net position is \$511,352.

VILLAGE COMMUNITY DEVELOPMENT DISTRICT NO. 12

Management's Discussion and Analysis

September 30, 2018

Table 2 below reflects the summary statement of changes in net position for the current year.

Table 2
Changes in Net Position

	Governmental Activities	
	September 30,	September 30,
	2018	2017
Revenues:		
Charges for services	\$ 97,314,935	57,824,534
Capital contributions	3,136,892	6,577,513
Operating contributions	-	137,760
Miscellaneous revenue	46	280
Investment earnings	985,142	277,865
Total revenues	<u>101,437,015</u>	<u>64,817,952</u>
Expenses:		
General government services	1,290,830	859,383
Physical environment	671,352	3,168
Transportation	92,766	31,688
Interest on long-term debt	4,139,317	1,963,179
Depreciation (unallocated)	1,018,416	-
Total expenses	<u>7,212,681</u>	<u>2,857,418</u>
Change in net position	\$ <u>94,224,334</u>	<u>61,960,534</u>

Revenues

Total revenues increased from \$64,817,952 to \$101,437,015 in fiscal year 2018. Revenues are primarily made up of charges for services totaling \$97,314,935 which includes the bond assessment revenue recorded in the year the bonds are issued and maintenance and debt service assessments. Revenues also include the donation of land from the developer of \$3,136,892 and investment income of \$985,142.

Expenses

General government expenses of the District were \$1,290,830. This includes debt issuance cost of \$752,978 and management, legal and administrative costs related to the management of the District. Physical environment expenses are mainly for landscaping, irrigation, utilities and maintenance costs and amounted to \$671,352 in Fiscal Year 2018. Transportation expenses of \$92,766 were incurred, largely related to electric bills for street lighting. Interest expense totals \$4,139,317, up from the prior year of \$1,963,179. Phase I of District 12 was put into use during the year with total depreciation of \$1,018,416.

VILLAGE COMMUNITY DEVELOPMENT DISTRICT NO. 12

Management's Discussion and Analysis

September 30, 2018

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 2018, the General Fund reported ending fund balances of \$511,352. The Debt Service Fund and Capital Projects Fund balances are \$15,762,044 and \$59,236,096, respectively. Total Revenues in Fiscal Year 2018 for all funds was \$4,109,306, while total expenditures were \$37,791,122, with debt proceeds of \$94,735,000, resulting in a net change in fund balance of \$61,053,184.

General Fund Budgetary Highlights

During the year, there was no change in the revenue and expenditure budgets.

Capital Asset and Debt Administration

Capital Assets. The District's capital assets as of September 30, 2018, amounted to \$83,872,142. During the year, land was donated from the Developer with a value of \$3,136,892. Assets were purchased from the Developer using bond proceeds totaling \$33,300,496, while a total \$54,948,366 was transferred from construction in progress to improvements other than building. Depreciation expense of \$1,018,416 was recognized in the Fiscal Year.

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. During the Fiscal Year, bonds were issued in the amount of \$94,735,000. No principal payment is due on the bonds until Fiscal Year 2021. The balance of long-term debt at the end of the Fiscal Year was \$152,265,000.

Additional information regarding the District's long-term debt can be found in Note 4 of the Notes to the Basic Financial Statements.

Economic Factors and Next Year's Budgets and Rates

- The unemployment rate in Sumter County where the District is located was 4.3 percent in September 2018 which is a decrease from a rate of 4.7 percent a year ago. The State's average unemployment rate is 3.5 percent and is below the national average rate of 3.7 percent.
- Inflationary trends in the area are comparable to national indices. The national Consumer Price Index (CPI) annual change for all urban consumers changed from 2.23 percent in September 2017 to 2.28 percent in September 2018.

These factors were considered in preparing the District's General Fund budget for the 2019 Fiscal Year. In Fiscal Year 2019, revenues are projected to be \$3,610,694, which consists primarily of maintenance assessments. Expenditure budget is projected to be \$2,757,911, which is an increase of \$1,666,668 from the final amended budget of \$2,282,479. The increase is primarily due to the addition of Phase II with increased landscape maintenance and project wide costs.

VILLAGE COMMUNITY DEVELOPMENT DISTRICT NO. 12

Management's Discussion and Analysis

September 30, 2018

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 984 Old Mill Run, The Villages, FL 32162; Telephone (352) 753-0421.

VILLAGE COMMUNITY DEVELOPMENT DISTRICT NO. 12

Statement of Net Position

September 30, 2018

	Governmental Activities
Assets	
Cash and cash equivalents	\$ 80,317,665
Accrued interest receivable	194,732
Assessments receivable	151,961,295
Capital assets:	
Non-depreciable	29,023,619
Depreciable, net of accumulated depreciation	54,848,523
Total assets	<u>316,345,834</u>
Liabilities	
Accounts payable	17,689
Accrued interest payable	2,890,993
Due to developer	4,982,196
Due to other governments	20
Long-term debt:	
Due within one year	1,165,000
Due in more than one year	151,100,000
Total liabilities	<u>160,155,898</u>
Net position	
Net investment in capital assets	(5,203,203)
Restricted for debt service	160,881,787
Unassigned	511,352
Total net position	<u>\$ 156,189,936</u>

See accompanying notes to basic financial statements.

VILLAGE COMMUNITY DEVELOPMENT DISTRICT NO. 12

Statement of Activities

Year Ended September 30, 2018

Functions/Programs	Expenses	Program revenues			Net (expense) revenue and changes in net assets	
		Charges for services	Operating grants and contributions	Capital grants and contributions	Governmental activities	Total
Governmental activities:						
General government services	\$ 1,290,830	97,314,935	-	-	96,024,105	96,024,105
Physical environment	671,352	-	-	-	(671,352)	(671,352)
Transportation	92,766	-	-	3,136,892	3,044,126	3,044,126
Interest on long-term debt	4,139,317	-	-	-	(4,139,317)	(4,139,317)
Depreciation (unallocated)	1,018,416	-	-	-	(1,018,416)	(1,018,416)
Total governmental activities	7,212,681	97,314,935	-	3,136,892	93,239,146	93,239,146
Total primary government	7,212,681	97,314,935	-	3,136,892	93,239,146	93,239,146
General revenues:						
Miscellaneous revenues					46	46
Investment earnings					985,142	985,142
Total general revenues					985,188	985,188
Change in net position:					94,224,334	94,224,334
Net position – beginning					61,965,602	61,965,602
Net position – ending					\$ 156,189,936	\$ 156,189,936

See accompanying notes to basic financial statements.

VILLAGE COMMUNITY DEVELOPMENT DISTRICT NO. 12

Balance Sheet – Governmental Funds

September 30, 2018

	<u>General</u>	<u>Debt Service</u>	<u>Capital Projects</u>	<u>Total</u>
Assets:				
Cash and cash equivalents	\$ 542,085	20,680,769	59,094,811	80,317,665
Due from other funds	-	13,045	-	13,045
Accrued interest receivable	21	50,426	144,285	194,732
Assessment receivable	-	151,961,295	-	151,961,295
Total assets	<u>542,106</u>	<u>172,705,535</u>	<u>59,239,096</u>	<u>232,486,737</u>
Liabilities:				
Accounts payable	17,689	-	-	17,689
Due to other funds	13,045	-	-	13,045
Due to other governments	20	-	-	20
Due to developer	-	4,982,196	-	4,982,196
Total liabilities	<u>30,754</u>	<u>4,982,196</u>	<u>-</u>	<u>5,012,950</u>
Deferred inflows of resources:				
Unavailable special assessment revenue	-	151,961,295	-	151,961,295
Fund balances:				
Restricted for debt service	-	15,762,044	-	15,762,044
Restricted for capital improvements	-	-	59,239,096	59,239,096
Unassigned	511,352	-	-	511,352
Total fund balance	<u>511,352</u>	<u>15,762,044</u>	<u>59,239,096</u>	<u>75,512,492</u>
Total liabilities and fund balances	\$ <u>542,106</u>	<u>172,705,535</u>	<u>59,239,096</u>	<u>232,486,737</u>

See accompanying notes to basic financial statements.

VILLAGE COMMUNITY DEVELOPMENT DISTRICT NO. 12

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

Year Ended September 30, 2018

Total fund balances, governmental funds		\$	75,512,492
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			83,872,142
Long-term liabilities are not due and payable in the current period and therefore are not reported in the funds:			
Special assessment revenue bonds	\$	(152,265,000)	
Accrued interest payable		<u>(2,890,993)</u>	(155,155,993)
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.			151,961,295
Net position of governmental activities		\$	<u><u>156,189,936</u></u>

See accompanying notes to basic financial statements.

VILLAGE COMMUNITY DEVELOPMENT DISTRICT NO. 12

Statement of Revenues, Expenditures and Changes in

Fund Balances – Governmental Funds

Year Ended September 30, 2018

	<u>General</u>	<u>Debt Service</u>	<u>Capital Projects</u>	<u>Total</u>
Revenues:				
Special assessments	\$ 1,440,043	1,684,076	-	3,124,119
Miscellaneous revenue	45	-	-	45
Investment earnings	13,316	277,151	694,675	985,142
Total revenues	<u>1,453,404</u>	<u>1,961,227</u>	<u>694,675</u>	<u>4,109,306</u>
Expenditures:				
General government services	183,316	39,926	-	223,242
Other physical environment	671,352	-	-	671,352
Transportation	92,766	-	-	92,766
Capital outlay	-	-	33,300,496	33,300,496
Debt service:				
Principal	-	295,000	-	295,000
Interest	-	2,140,678	-	2,140,678
Miscellaneous bond expense	-	750	-	750
Bond issuance costs	-	-	1,066,838	1,066,838
Total expenditures	<u>947,434</u>	<u>2,476,354</u>	<u>34,367,334</u>	<u>37,791,122</u>
Excess (deficiency) of revenues over expenditures	<u>505,970</u>	<u>(515,127)</u>	<u>(33,672,659)</u>	<u>(33,681,816)</u>
Other financing sources (uses):				
Debt Proceeds	-	15,808,751	78,926,249	94,735,000
Transfers in	-	69,194	5,139,740	5,208,934
Transfers out	-	(5,139,740)	(69,194)	(5,208,934)
Total other financing sources (uses)	<u>-</u>	<u>10,738,205</u>	<u>83,996,795</u>	<u>94,735,000</u>
Net change in fund balances	<u>505,970</u>	<u>10,223,078</u>	<u>50,324,136</u>	<u>61,053,184</u>
Fund balances, at beginning of year	5,382	5,538,966	8,914,960	14,459,308
Fund balances, at end of year	\$ <u>511,352</u>	<u>15,762,044</u>	<u>59,239,096</u>	<u>75,512,492</u>

See accompanying notes to basic financial statements.

VILLAGE COMMUNITY DEVELOPMENT DISTRICT NO. 12

Reconciliation of the Statement of Revenues, Expenditures, and Changes in
Fund Balances – Governmental Funds to the Statement of Activities
Year Ended September 30, 2018

Net change in fund balances – total governmental funds		\$ 61,053,184
<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 and donated offset by depreciation for the current period.</p>		
Capital outlay	\$ 33,300,496	
Depreciation expense	(1,018,416)	
Capital contributions - Land	<u>3,136,892</u>	35,418,972
<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 payable	(1,998,639)	
Principal repayment	295,000	(1,703,639)
<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, 2018	151,961,295	
Special assessment receivable as of September 30, 2017	<u>(57,770,478)</u>	94,190,817
<p>Bond proceeds provide current financial resources to governmental funds, but issuing debt increases long-term liabilities in the statement of net position.</p>		
Bond proceeds (gross)		(94,735,000)
Change in net position of governmental activities		\$ <u><u>94,224,334</u></u>

See accompanying notes to basic financial statements.

VILLAGE COMMUNITY DEVELOPMENT DISTRICT NO. 12

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

Year Ended September 30, 2018

	Budgeted Amounts		Actual amounts	Variance with final budget
	Original	Final		
Revenues:				
Contributions & donations from developer	\$ 1,440,000	1,440,000	1,440,043	43
Interest earnings	-	-	13,316	13,316
Miscellaneous revenue	-	-	45	45
Total revenues	1,440,000	1,440,000	1,453,404	13,404
Expenditures:				
Personnel services	15,114	15,114	7,555	7,559
Professional services	176,758	176,758	151,475	25,283
Accounting & audit	9,500	9,500	10,375	(875)
Other contractual services	387	387	3,589	(3,202)
Travel and per diem	1,000	1,000	-	1,000
Communication and freight	500	500	10	490
Utilities services	184,307	184,307	100,547	83,760
Insurances	6,480	6,480	6,107	373
Repairs and maintenance/landscape	85,738	85,738	59,487	26,251
Printing and binding	500	500	302	198
Other current charges	610,959	610,959	607,987	2,972
Total expenditures	1,091,243	1,091,243	947,434	143,809
Excess of revenues over expenditures	348,757	348,757	505,970	157,213
Net change in fund balances	348,757	348,757	505,970	157,213
Fund balances, beginning	5,382	5,382	5,382	-
Fund balances, ending	\$ 354,139	354,139	511,352	157,213

See accompanying notes to basic financial statements.

VILLAGE COMMUNITY DEVELOPMENT DISTRICT NO. 12

Notes to Basic Financial Statements

September 30, 2018

(1) Summary of Significant Accounting Policies

(a) Reporting Entity

Village Community Development District No. 12 (the District) was originally established on September 3, 2011, as Wildwood Springs Community Development District, for the purpose of acquiring, operating, and maintaining certain community-wide infrastructure for a commercial community development district located entirely within the City of Wildwood, Florida. The District was created by the City of Wildwood, Florida Ordinance No. O2011-09, pursuant to the provisions of Chapter 190.005, Florida Statutes, and operates within the criteria established by Chapter 190. On July 11, 2016, the City of Wildwood adopted Ordinance No. O2016-27, which legally changed the name to Village Community Development District No. 12, and amended the existing boundaries. The District is governed by a five-member Board of Supervisors. As of November 30, 2018, two members of the Board of Supervisors are landowner-elected members selected by the developer, Reader & Partners, LLC and three members are elected members of the district.

The District boundary consists of approximately 1,483 acres in the city limits of Wildwood in the northern portion of Sumter County. The land within the District is part of the active adult retirement community known as “The Villages”. The Villages spans approximately 51 square miles across the borders of Lake, Sumter and Marion Counties, the City of Wildwood, the City of Fruitland Park and the Town of Lady Lake, Florida, and when fully developed is expected to include approximately 75,000 residences and 150,000 residents. The Developer, Reader & Partners, LLC., is the developer and initial owner of the property within the District. An agreement was made with The Villages of Lake Sumter, Inc. (VLS), the Developer for all other areas of The Villages, for development and marketing of the property within District 12. As of September 30, 2018, development of the property plans for construction of 6,144 residential units of which 1,536 have been sold. The Villages continues to be developed by The Villages of Lake Sumter, Inc., a family-owned business established for the single purpose of developing The Villages. Most current development is being performed in District No. 12.

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 fifteen Community Development Districts (CDDs) in the total structure of The Villages, each being a separate government entity established pursuant to Chapter 190, Florida Statutes. The Developer (VLS) has formed the following community development districts:

- Village Center CDD (Lake, Marion and Sumter Counties) – This CDD provides water and sewer utility services, recreation services, security services, 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

VILLAGE COMMUNITY DEVELOPMENT DISTRICT NO. 12

Notes to Basic Financial Statements

September 30, 2018

(1) Summary of Significant Accounting Policies (continued)

(a) Reporting Entity (continued)

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.

- 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 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 1,253 acres in the southern portion of the county. The development included construction of 5,432 residential units of which 85 remain unsold as of the end of the Fiscal Year.
- 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 1 remains unsold as of the end of the Fiscal Year.
- 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 of which 60 remain unsold and are being used as lifestyle preview homes by the Developer.
- Village CDD No. 9 (Sumter County) – This CDD’s boundary consists of approximately 1,299 acres in the northeast corner of the county. The development includes construction of 5,409 residential units.

VILLAGE COMMUNITY DEVELOPMENT DISTRICT NO. 12

Notes to Basic Financial Statements

September 30, 2018

(1) Summary of Significant Accounting Policies (continued)

(a) Reporting Entity (continued)

- Village CDD No. 10 (Sumter County) – This CDD’s boundary consists of approximately 1,489 acres in the northeast corner of the county. Planned development includes construction of 6,639 residential units of which 115 remain unsold as of the end of the Fiscal Year.
- Village CDD No. 11 (Lake County) – This CDD’s boundary consists of approximately 693 acres within the city limits of Fruitland Park in the western portion of Lake County. Planned development includes construction of 2,055 residential units of which 34 remain unsold as of the end of the Fiscal Year.
- Village CDD No. 12 (Sumter County) – This CDD’s boundary consists of approximately 1,483 acres within the city limits of the City of Wildwood in the northeast corner of the county. Planned development includes construction of 6,144 residential units of which 4,608 remain unsold as of the end of the Fiscal Year.

Some 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.

In addition to the above there is one dependent district of Sumter County that is part of the family of Districts that comprise the local government of The Villages.

- North Sumter County Utility Dependent District (NSCUDD) (Sumter and Marion Counties) – The dependent district was established in July 2010 to manage and finance basic potable water, wastewater treatment and reclaimed water services for approximately 7,721 acres of land located in unincorporated Sumter County in The Villages, Florida. The District was created on July 13, 2010, by Sumter County, Florida, in Ordinance No. 2010-10, pursuant to the provisions of Chapter 189 of the Florida Statutes, and operates within the criteria established by Chapter 189. The service area of NSCUDD was expanded to include solid waste collection services for the entire Sumter County portion of The Villages. The City of Wildwood and Marion County entered into interlocal agreements with the District on November 20, 2012, authorizing the District to provide solid waste collection services in portions of their jurisdictions, including Brownwood District and District No. 4. The City of Fruitland Park entered into an interlocal agreement with the District on June 12, 2014, authorizing the District to provide solid waste collection services in the portion of their jurisdiction that lies within The Villages.

VILLAGE COMMUNITY DEVELOPMENT DISTRICT NO. 12

Notes to Basic Financial Statements

September 30, 2018

(1) Summary of Significant Accounting Policies (continued)

(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 position 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. The statement of net position also addresses deferred inflows and deferred outflows. 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 fund is presented in a separate column 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 met this definition and is designated as a major fund. 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.

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 GASB 65 all new issuance costs have been expensed in the current year.

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 position represents net position not included in net investment in capital assets or restricted net position.

(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.

VILLAGE COMMUNITY DEVELOPMENT DISTRICT NO. 12

Notes to Basic Financial Statements

September 30, 2018

(1) Summary of Significant Accounting Policies (continued)

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

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 cannot 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.

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

The District does not currently use *Non-spendable*, *Committed*, 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.

VILLAGE COMMUNITY DEVELOPMENT DISTRICT NO. 12

Notes to Basic Financial Statements

September 30, 2018

(1) **Summary of Significant Accounting Policies (continued)**

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

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.

(e) *Assets, Liabilities, and Net Position*

1. Deposits and Investments

The District maintains deposits with “Qualified Public Depositories” as defined in Chapter 280, Florida Statutes. All Qualified Public Depositories must place with the Treasurer of the State of Florida securities in accordance with collateral requirements determined by the State’s Chief Financial Officer. In the event of default by a Qualified Public Depository, the State Treasurer will pay public depositors all losses. Losses in excess of insurance and collateral will be paid through assessments between all Qualified Public Depositories.

The District is authorized to invest in financial instruments as established by Section 218.415, Florida Statutes. The authorized investments include among others direct obligations of the U.S. Treasury; the Local Government Surplus Funds Trust as created by Section 218.405, Florida Statutes; SEC registered money market funds with the highest credit quality rating from a nationally recognized rating agency; and interest-bearing time deposits or savings accounts in authorized financial institutions.

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

VILLAGE COMMUNITY DEVELOPMENT DISTRICT NO. 12

Notes to Basic Financial Statements

September 30, 2018

(1) Summary of Significant Accounting Policies (continued)

(e) Assets, Liabilities, and Net Position

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.

4. Assessments

Bond Assessments

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 also reported as other financial sources, while discounts are reported as other financial uses. Issuance costs are reported as other debt services expenditures.

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 a 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 entered into an agreement with the Tax Collector of Lake County for the maintenance assessments. The assessments will be placed on the county property tax bill as a

VILLAGE COMMUNITY DEVELOPMENT DISTRICT NO. 12

Notes to Basic Financial Statements

September 30, 2018

Summary of Significant Accounting Policies (continued)

4. Assessments(continued)

Billing / Collection of Assessments (continued)

non-ad valorem assessment. They are collected by the county under the uniform tax collection process and then remitted to the District. The bond assessment for the upcoming Fiscal Year will be billed and collected by the Finance Department. It is anticipated that an agreement will be reached in future years for the Tax Collector to place these assessments on the tax bill as a non-ad valorem assessment as well.

(f) 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.

(2) Deposits and Investments

As of September 30, 2018, the District had the following deposits and investments.

<u>Deposits and Investment Type</u>	<u>Fair Value at September 30, 2018</u>	<u>Weighted Average Maturity (Days)</u>	<u>Credit Rating</u>
Demand Deposits, CFB	\$ 23,004	1.0	n/a
U.S. Bank - State Board of Administration, Florida Prime TM	79,775,581	72.0	AAAm
Florida Cooperative Liquid Assets Securities System, FLCLASS	519,080	49.0	AAAm
Total Fair Value	<u>\$ 80,317,665</u>		
Portfolio Weighted Average Maturity (WAM)		71.8	

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, 2018, was 71.8 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 State Board of Administration, Florida Prime TM and the Florida Cooperative Liquid Assets Securities System (FLCLASS).

VILLAGE COMMUNITY DEVELOPMENT DISTRICT NO. 12

Notes to Basic Financial Statements

September 30, 2018

(2) Deposits and Investments (continued)

Credit Risk (continued)

Operating cash is maintained with Citizens First Bank, a Qualified Public Depository, pursuant to Chapter 280, Florida Statutes. Interest was earned on the deposits during the year totaling \$1,588.

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

- The State Board of Administration (SBA) for participation in the Florida Local Government Investment Pool (Florida Prime™) created by Section 218.415, Florida Statutes is an investment pool that operates under investment guidelines established by Section 215.47, Florida Statutes. The District's investments in the Florida Prime™, an external investment pool, are reported at amortized cost. US Bank is the trustee for the restricted debt service trust accounts deposited with the Local Government Investment
- Pool (Florida Prime™). The District recognized \$971,827 in earnings from Florida Prime™ during the 2018 Fiscal Year.
- The Florida Cooperative Liquid Assets Securities System (FLCLASS) is an independent local government investment pool and is an authorized investment consistent with Section 218.415(16)(a), Florida Statutes, and the District's short-term investment policy. The District's investments in FLCLASS are reported at amortized cost. The District recognized \$11,194 in earnings from FLCLASS during Fiscal Year 2018.
- In total, the District recognized investment earnings of \$984,609 during the Fiscal Year.
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 Florida Prime™, 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 Qualified 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 as provided by the Federal Deposit Insurance Corporation (FDIC), the District's deposits are provided the 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 Qualified 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

VILLAGE COMMUNITY DEVELOPMENT DISTRICT NO. 12

Notes to Basic Financial Statements

September 30, 2018

(2) Deposits and Investments (continued)

Custodial Credit Risk – Investments (continued)

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 Section 218.415, Florida Statutes, 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.
- Direct obligations of the United States Treasury.
- Federal agencies and instrumentalities.
- Repurchase agreements with financial institutions approved as public depositories, provided that the underlying collateral consists 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.

Fair Value Measurement. Fair value measurements assume a transaction takes place in a government's principal market, or a government's most advantageous market in the absence of a principal market. The fair value also should be measured assuming that general market participants would act in their economic best interest.

The fair value hierarchy categorizes the inputs to valuation techniques used to measure fair value into three levels:

- **Level 1** inputs-are quoted prices (unadjusted) for identical assets or liabilities in active markets that a government can access at the measurement date
- **Level 2** inputs-are inputs other than quoted prices included within Level 1 that are observable for an asset or liability, either directly or indirectly.
- **Level 3** inputs-are unobservable inputs for an asset or liability. The fair value hierarchy gives the highest priority to Level 1 inputs and the lowest priority to Level 3 inputs. If a price for an identical asset or liability is not observable, a government should measure fair value using another valuation technique that maximizes the use of relevant observable inputs and minimizes the use of unobservable inputs.

The District's holds investments in qualified external investments pools that measure all of its investment at amortized cost for financial reporting purposes. These investments are recorded at

VILLAGE COMMUNITY DEVELOPMENT DISTRICT NO. 12

Notes to Basic Financial Statements

September 30, 2018

(2) Deposits and Investments (continued)

Fair Value Measurement (continued)

amortized cost. The following investments are recorded at amortized costs and are not subject to the fair value hierarchy:

- Florida Local Government Investment Pool (Florida Prime™)
- Florida Cooperative Liquid Assets Securities System (FLCLASS)

None of the pools have limitations or restrictions on participant withdrawals including items such as redemption notices, maximum transaction amounts, and the pool's authority to impose liquidity fees or redemption gates.

(3) Capital Assets

Capital asset activity for the year ended September 30, 2018, was as follows:

	<u>Beginning balance</u>	<u>Increases</u>	<u>Decreases</u>	<u>Ending balance</u>
Governmental activities:				
Assets not being depreciated:				
Land	\$ 6,577,513	3,136,892	-	9,714,405
Construction in progress	41,875,657	32,381,923	54,948,366	19,309,214
Total assets not being depreciated	<u>48,453,170</u>	<u>35,518,815</u>	<u>54,948,366</u>	<u>29,023,619</u>
Assets being depreciated:				
Improvements other than buildings	<u>-</u>	<u>55,866,939</u>	<u>-</u>	<u>55,866,939</u>
Less accumulated depreciation for:				
Improvements other than buildings	<u>-</u>	<u>(1,018,416)</u>	<u>-</u>	<u>(1,018,416)</u>
Total assets being depreciated, net	<u>-</u>	<u>54,848,523</u>	<u>-</u>	<u>54,848,523</u>
Governmental activities, capital assets	<u>\$ 48,453,170</u>	<u>90,367,338</u>	<u>54,948,366</u>	<u>83,872,142</u>

A donation of \$3,136,892 of land was made to the District consisting of road right-of-way by Reader & Partners, LLC. during Fiscal Year 2018. The remaining assets were acquired using the proceeds of the Series 2016 and 2018 Special Assessment Revenue Bonds.

VILLAGE COMMUNITY DEVELOPMENT DISTRICT NO. 12

Notes to Basic Financial Statements

September 30, 2018

(4) Long-term Debt

Long-term debt consisted of the following as of September 30, 2018:

\$57,825,000 Special Assessment Revenue Bonds, Series 2016 principal installments ranging from \$1,170,000 to \$3,230,000 through May 2047 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 rates range from 2.875% to 3.875%.

\$ 57,530,000

\$94,735,000 Special Assessment Revenue Bonds, Series 2018 principal installments ranging from \$1,680,000 to \$5,475,000 through May 2050 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 rates range from 3.25% to 4.375%.

94,735,000

Total long-term bond debt

152,265,000

Less current installments of bonds payable

(1,165,000)

Revenue bonds payable less current installments

\$ 151,100,000

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.

VILLAGE COMMUNITY DEVELOPMENT DISTRICT NO. 12

Notes to Basic Financial Statements

September 30, 2018

(4) Long-term Debt (continued)

The annual requirements to amortize the principal and interest of all revenue bonds payable as of September 30, 2018, are as follows:

		<u>Principal</u>	<u>Interest</u>	<u>Total</u>
Fiscal year ending September 30,				
2019	\$	1,165,000	6,432,669	7,597,669
2020		1,195,000	6,037,951	7,232,951
2021		2,910,000	6,003,595	8,913,595
2022		3,005,000	5,913,633	8,918,633
2023		3,110,000	5,815,970	8,925,970
2024-2028		17,295,000	27,379,365	44,674,365
2029-2033		20,880,000	23,883,419	44,763,419
2034-2038		25,510,000	19,367,969	44,877,969
2039-2043		31,315,000	13,686,981	45,001,981
2044-2048		35,165,000	6,652,725	41,817,725
2049-2050		10,715,000	708,313	11,423,313
Total	\$	<u>152,265,000</u>	<u>121,882,589</u>	<u>274,147,589</u>

Changes in Long-Term Debt

	Beginning balance	Additions	Reductions	Ending balance	Due within one year
Governmental activities:					
Bonds payable	\$ 57,825,000	94,735,000	295,000	152,265,000	1,165,000
Governmental activities					
Long-term debt	\$ 57,825,000	94,735,000	295,000	152,265,000	1,165,000

The District issued \$94,735,000 in Special Assessment Revenue Bonds, Series 2018, in March 2018. The first interest payment is due on November 1, 2018, and the first principal payment is due on May 1, 2021.

VILLAGE COMMUNITY DEVELOPMENT DISTRICT NO. 12

Notes to Basic Financial Statements

September 30, 2018

(4) Long-term Debt (continued)

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, 2018, 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, 2018.

<u>Description of Debt</u>	<u>Pledged Revenue</u>	<u>Revenue Received</u>	<u>Principal and Interest Paid</u>	<u>Estimated Percent Pledged</u>	<u>Outstanding Principal and Interest</u>	<u>Pledged Through</u>
Special Assessment Revenue Bonds, Series 2016	Special Assessments	\$ 1,684,076	\$ -	100%	\$ 96,118,350	2047
Special Assessment Revenue Bonds, Series 2018, Phase II	Special Assessments Phase II	\$ -	\$ -	100%	\$ 178,029,239	2050

(5) Related Parties

The District has no employees. For certain management, finance, and administrative services, the District entered into an inter-local 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 \$108,909 for the year ended September 30, 2018.

Substantially all capital costs for infrastructure were acquired from the Developer through donations or purchase of improvements in the current Fiscal Year.

(6) Risk Management

The District is exposed to various risk 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) Commitments and Contingencies

Hurricane Irma related expenses and revenues

In September 2017, The District sustained damage related to Hurricane Irma, in most part, with debris, trees and falling limbs. FEMA is expected to reimburse the District for storm related damage. The District has submitted all required documentation to support the loss to FEMA. The amount of expenditures to date was \$13,885 and \$211 in 2018 and 2017 respectively. No FEMA reimbursement has been received or accrued to date due to the uncertainty of a reliable estimate of approved expenditures.

**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. 12
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. 12 (the District) as of and for the year ended September 30, 2018, 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, 2019.

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.

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

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

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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Board of Supervisors
Village Community Development District No. 12
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 from material misstatement, we performed tests of its compliance with certain provisions of laws, regulations, contracts and grant agreements, noncompliance with which could have a direct and material effect on the determination of financial statement amounts. However, providing an opinion on compliance with those provisions was not an objective of our audit and, accordingly, we do not express such an opinion. The results of our tests disclosed no instances of noncompliance or other matters that are required to be reported under *Government Auditing Standards*.

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 District'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.

Durvis, Gray and Company, LLP

January 30, 2019
Ocala, Florida

MANAGEMENT LETTER

Board of Supervisors
Village Community Development District No. 12
The Villages, Florida

Report on the Financial Statements

We have audited the financial statements of Village Community Development District No. 12 (the District) as of and for the fiscal year ended September 30, 2018, and have issued our report thereon dated January 30, 2019.

Auditors' Responsibility

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*.

Other Reporting Requirements

We have issued our Independent Auditors' Report on Internal Control over Financial Reporting and on Compliance and Other Matters Based on an Audit of the Financial Statements Performed in Accordance with *Government Auditing Standards* and Independent Accountants' Report on an examination conducted in accordance with AICPA *Professional Standards*, AT-C Section 315, regarding compliance requirements in accordance with Chapter 10.550, *Rules of the Auditor General*. Disclosures in those reports, which are dated January 30, 2019, should be considered in conjunction with this management letter.

Prior Audit Findings

Section 10.554(1)(i)1., *Rules of the Auditor General*, requires that we determine whether or not corrective actions have been taken to address findings and recommendations made in the preceding financial audit report. There were no findings and recommendations made in the preceding financial audit report.

Official Title and Legal Authority

Section 10.554(1)(i)4., *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 District's September 30, 2018, basic financial statements for this information).

Financial Condition and Management

Sections 10.554(1)(i)5.a. and 10.556 (7), *Rules of the Auditor General*, require us to apply appropriate procedures and communicate the results of our determination as to whether or not the District has met one or more of the conditions described in Section 218.503(1), Florida Statutes, and to identify the specific conditions(s) met. In connection with our audit, we determined that the District did not meet any of the conditions described in Section 218.503(1), Florida Statutes.

Certified Public Accountants

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Board of Supervisors
Village Community Development District No. 12
The Villages, Florida

MANAGEMENT LETTER
(Concluded)

Financial Condition and Management (Concluded)

Pursuant to Sections 10.554(1)(i)5.b. and 10.556(8), *Rules of the Auditor General*, we applied financial condition assessment procedures for the District. 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.

Section 10.554(1)(i)2., *Rules of the Auditor General*, requires that we communicate any recommendations to improve financial management. In connection with our audit, we did not have any such recommendations.

Additional Matters

Section 10.554(1)(i)3., *Rules of the Auditor General*, requires us to communicate 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 note any such findings.

Purpose of this Letter

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, Federal and other granting agencies, the Board of Supervisors 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, 2019
Ocala, Florida

**INDEPENDENT ACCOUNTANTS' REPORT ON COMPLIANCE WITH
FLORIDA STATUTE SECTION 218.415 - INVESTMENT OF PUBLIC FUNDS**

Board of Supervisors
Village Community Development District No. 12
The Villages, Florida

We have examined Village Community Development District No. 12 (the District)'s compliance with Section 218.415, Florida Statutes, with regards to the District's investments during the fiscal year ended September 30, 2018. District management is responsible for the District's compliance with those requirements. Our responsibility is to express an opinion on the District's compliance based on our examination.

Our examination was conducted in accordance with attestation standards established by the American Institute of Certified Public Accountants. Those standards require that we plan and perform the examination to obtain reasonable assurance about whether the District complied, in all material respects, with the requirements referenced above. An examination involves performing procedures to obtain evidence about whether the District complied with the specified requirements. The nature, timing, and extent of the procedures selected depend on our judgment, including an assessment of the risks of material noncompliance, whether due to fraud or error. We believe that the evidence we obtained is sufficient and appropriate to provide a reasonable basis for our opinion.

Our examination does not provide a legal determination on the District's compliance with specified requirements.

In our opinion, the District complied, in all material respects, with the aforementioned requirements during the fiscal year ended September 30, 2018.

This report is intended solely for the information and use of the Florida Auditor General, the Board of Supervisors of the District, and applicable management, and is not intended to be, and should not be, used by anyone other than these specified parties.

Purvis, Gray and Company, LLP
January 30, 2019
Ocala, Florida

Certified Public Accountants

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The Villages®
Community Development Districts
District 12

January 30, 2019

Board of Supervisors
Village Community Development District No. 12
The Villages, FL 32162

RE: Management Response Letter

Dear Supervisors:

Attached is the completed audit for Fiscal Year 2017 – 2018 for the Village Community Development District No. 12. We are proud to report that this audit has an unmodified opinion.

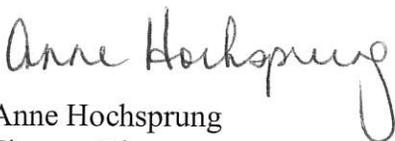
There are no internal control deficiencies, material weaknesses, or compliance issues identified and reported. No prior year comments were identified, as all have been corrected in previous years, and no new comments have been identified in the current audit report.

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. 12 continues to set 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,



Anne Hochsprung
Finance Director



Kenneth C. Blocker
Assistant District Manager

Village Community Development District No. 12
984 Old Mill Run, The Villages, Florida 32162
Business Telephone (352) 753-0421 Business Fax (352) 751-3901