

**COMMUNITY REDEVELOPMENT AGENCY OF THE
CITY OF MORENO VALLEY, CALIFORNIA**

FINANCIAL AND COMPLIANCE REPORT

**YEAR ENDED JUNE 30, 2008
(With Independent Auditors' Report Thereon)**

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COMMUNITY REDEVELOPMENT AGENCY OF THE
CITY OF MORENO VALLEY

FINANCIAL AND COMPLIANCE REPORT

YEAR ENDED JUNE 30, 2008

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Board of Directors
Community Redevelopment Agency of the City of Moreno Valley
Moreno Valley, California

INDEPENDENT AUDITORS' REPORT

We have audited the accompanying financial statements of the governmental activities and each major fund of the Community Redevelopment Agency of the City of Moreno Valley ("Agency"), a component unit of the City of Moreno Valley, California, as of and for the year ended June 30, 2008, which collectively comprise the Agency's basic financial statements, as listed in the accompanying table of contents. These financial statements are the responsibility of the management of the Community Redevelopment Agency of the City of Moreno Valley. Our responsibility is to express an opinion on these component unit 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 component unit financial statements are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the component unit financial statements. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall component unit financial statement presentation. We believe that our audit provides a reasonable basis for our opinions.

In our opinion, the financial statements referred to above present fairly, in all material respects, the respective financial position of governmental activities and each major fund of the Community Redevelopment Agency of the City of Moreno Valley at June 30, 2008, and the respective changes in financial position of the Agency for the year then ended, in conformity with accounting principles generally accepted in the United States of America.

The Agency has not presented *Management's Discussion and Analysis* that the Governmental Accounting Standards Board has determined is necessary to supplement, although not required to be a part of, the basic financial statements.

Our audit was conducted for the purpose of forming an opinion on the financial statements that collectively comprise the Community Redevelopment Agency of the City of Moreno Valley's basic financial statements. The supplementary schedules are presented for purposes of additional analysis and are not a required part of the basic financial statements. The supplementary schedules have been subjected to the auditing procedures applied in the audit of the basic financial statements and, in our opinion, are fairly stated in all material respects in relation to the basic financial statements taken as a whole.

Board of Directors
Community Redevelopment Agency of the City of Moreno Valley
Page Two

In accordance with *Government Auditing Standards*, we have also issued a report dated January 30, 2009 on our consideration of the Community Redevelopment Agency of the City of Moreno Valley's internal control over financial reporting and our tests of its compliance with certain provisions of laws, regulations, contracts, grant agreements, and other matters. The purpose of that report is to describe the scope of our testing of internal control over financial reporting and compliance and the results of that testing, and not to provide an opinion on the internal control over financial reporting or on compliance. That report is an integral part of an audit performed in accordance with *Government Auditing Standards* and should be considered in assessing the results of our audit.

Mayor Holman McCann, P.C.

Irvine, California
January 30, 2009

COMMUNITY REDEVELOPMENT AGENCY OF THE CITY OF MORENO VALLEY

STATEMENT OF NET ASSETS

JUNE 30, 2008

	<u>Governmental Activities</u>	
Assets:		
Cash and investments (note 3)	\$	80,897,437
Receivables:		
Accounts	\$	1,535
Interest		114,826
Loans (note 4)		<u>11,813,830</u>
Total receivables		11,930,191
Due from the City of Moreno Valley		2,571,217
Due from other governments		789,402
Prepaid expenses		629
Land held for redevelopment		3,916,126
Advances to the City of Moreno Valley		292,499
Capital assets not being depreciated (note 5):		11,076,689
Depreciable capital assets, net of accumulated depreciation (note 5)		<u>12,244,679</u>
Total Assets		<u>123,718,869</u>
Liabilities:		
Accounts payable and accrued expenses		1,065,315
Due to the City of Moreno Valley		585,757
Due to other governments (note 7)		2,739,436
Other current liabilities		183,485
Long-term liabilities (note 6):		
Due within one year	1,747,538	
Due in more than one year	<u>99,510,070</u>	
Total long-term liabilities		<u>101,257,608</u>
Total Liabilities		<u>105,831,601</u>
Net Assets:		
Invested in capital assets, net of related debt		8,511,516
Restricted for:		
Low & Moderate Housing		22,240,371
Unrestricted (deficit)		<u>(12,864,619)</u>
Total Net Assets	\$	<u>17,887,268</u>

See Notes to the Basic Financial Statements

COMMUNITY REDEVELOPMENT AGENCY OF THE CITY OF MORENO VALLEY

STATEMENT OF ACTIVITIES

YEAR ENDED JUNE 30, 2008

Functions/Programs	Expenses	Program Revenues			Net (Expense) Revenues and Changes in Net Assets Governmental Activities
		Charges for Services	Operating Contributions and Grants	Capital Contributions and Grants	
Governmental Activities:					
General government	\$ 2,153,169	\$ -	\$ -	\$ -	\$ (2,153,169)
Community development	1,008,036	-	-	-	(1,008,036)
Bond issuance costs	1,857,157	-	-	-	(1,857,157)
Interest on long-term debt	4,210,544	-	-	-	(4,210,544)
Total Governmental Activities	\$ 9,228,906	\$ -	\$ -	\$ -	(9,228,906)

General Revenues:

Taxes (net of pass-through payments)	12,311,046
Intergovernmental	57,054
Use of money and property	2,471,263
Miscellaneous revenue	4,695
Total General Revenues	14,844,058
Transfers to the City of Moreno Valley	(3,010,341)
Change in Net Assets	2,604,811
Net assets at beginning of year, as restated (note 8)	15,282,457
Net Assets at End of Year	\$ 17,887,268

See Notes to the Basic Financial Statements

**COMMUNITY REDEVELOPMENT AGENCY OF THE CITY OF MORENO VALLEY
GOVERNMENTAL FUNDS
BALANCE SHEET**

JUNE 30, 2008

	Moreno Valley Redevelopment Project		Total Governmental Funds
	Capital Projects		
	Project	Low and Moderate Housing	
Assets:			
Cash and investments (note 3)	\$ 74,469,011	\$ 6,428,426	\$ 80,897,437
Receivables:			
Accounts	-	1,535	1,535
Interest	-	114,826	114,826
Loans (note 4)	-	11,813,830	11,813,830
Due from other governments	789,402	-	789,402
Due from the City of Moreno Valley	2,571,217	-	2,571,217
Prepaid expenses	629	-	629
Land held for redevelopment	3,718,466	197,660	3,916,126
Advances to the City of Moreno Valley	292,499	-	292,499
Advances to other funds (note 6)	-	3,950,077	3,950,077
	<u> </u>	<u> </u>	<u> </u>
Total Assets	\$ 81,841,224	\$ 22,506,354	\$ 104,347,578
Liabilities and Fund Balances:			
Liabilities:			
Accounts payable	\$ 894,910	\$ 170,405	\$ 1,065,315
Due to other governments (note 7)	2,739,436	-	2,739,436
Due to City of Moreno Valley	585,757	-	585,757
Deferred revenue	13,500	144,480	157,980
Accrued payroll	87,907	95,578	183,485
Advances from other funds (note 6)	3,950,077	-	3,950,077
	<u> </u>	<u> </u>	<u> </u>
Total Liabilities	8,271,587	410,463	8,682,050
Fund Balances:			
Reserved:			
Encumbrances	3,323,680	3,700,768	7,024,448
Prepaid expenses	629	-	629
Long term receivables	-	11,813,830	11,813,830
Land held for redevelopment	3,718,466	197,660	3,916,126
Advances to the City of Moreno Valley	292,499	-	292,499
Advances to other funds	-	3,950,077	3,950,077
Debt service	22,500,223	-	22,500,223
Unreserved:			
Designated:			
Continuing appropriations	37,069,660	2,433,556	39,503,216
Undesignated	6,664,480	-	6,664,480
	<u> </u>	<u> </u>	<u> </u>
Total Fund Balances	73,569,637	22,095,891	95,665,528
	<u> </u>	<u> </u>	<u> </u>
Total Liabilities and Fund Balances	\$ 81,841,224	\$ 22,506,354	\$ 104,347,578

See Notes to the Basic Financial Statements

COMMUNITY REDEVELOPMENT AGENCY OF THE CITY OF MORENO VALLEY

RECONCILIATION OF THE BALANCE SHEET OF GOVERNMENTAL FUNDS
TO THE STATEMENT OF NET ASSETS

JUNE 30, 2008

Fund balances of governmental funds	\$ 95,665,528
Amounts reported for governmental activities in the Statement of Net Assets are different because:	
Capital assets used in governmental activities are not current financial resources and, therefore, are not reported in the funds.	
Capital Assets	24,773,594
Accumulated Depreciation	(1,452,226)
Deferred revenue is presented in governmental fund financial statements to indicate that receivables are not available currently; however, in the Statement of Net Assets these deferrals are eliminated.	
	157,980
Long-term liabilities are not due and payable in the current period and, therefore, are not reported in the funds.	
Developer loans	(2,433,744)
Tax Allocation Bonds	(44,191,161)
Loans from City	<u>(54,632,703)</u>
Net assets of governmental activities	<u>\$ 17,887,268</u>

COMMUNITY REDEVELOPMENT AGENCY OF THE CITY OF MORENO VALLEY
GOVERNMENTAL FUNDS
STATEMENT OF REVENUES,
EXPENDITURES AND CHANGES IN FUND BALANCES
YEAR ENDED JUNE 30, 2008

	Moreno Valley Redevelopment Project		Total Governmental Funds
	Capital Projects		
	Project	Low and Moderate Housing	
Revenues:			
Taxes and assessments:			
Tax increment	\$ 19,306,979	\$ 4,583,576	\$ 23,890,555
Sales and use tax	918,271	-	918,271
Use of money and property	1,994,082	477,181	2,471,263
Other revenue	3,399	1,296	4,695
Total Revenues	22,222,731	5,062,053	27,284,784
Expenditures:			
Current:			
General government	1,237,154	916,015	2,153,169
Community development	403,073	23,678	426,751
Capital outlay	1,219,690	4,971,500	6,191,190
Debt service:			
Principal retirement	95,464	-	95,464
Interest expense	2,355,035	-	2,355,035
Bond issuance costs	1,857,157	-	1,857,157
Total Expenditures	7,167,573	5,911,193	13,078,766
Excess (Deficiency) of Revenues Over (Under) Expenditures	15,055,158	(849,140)	14,206,018
Other Financing Sources (Uses):			
Transfers to the City of Moreno Valley	(3,010,341)	-	(3,010,341)
Pass-through agreement payments	(12,497,780)	-	(12,497,780)
Issuance of bonds	43,495,000	-	43,495,000
Issuance of advances from the City of Moreno Valley	22,633,728	-	22,633,728
Total Other Financing Sources (Uses)	50,620,607	-	50,620,607
Excess (Deficiency) of Revenues and Other Sources Over (Under) Expenditures and Other Uses	65,675,765	(849,140)	64,826,625
Fund Balances, Beginning of Year, as restated (note 8)	7,893,872	22,945,031	30,838,903
End of Year	\$ 73,569,637	\$ 22,095,891	\$ 95,665,528

See Notes to the Basic Financial Statements

COMMUNITY REDEVELOPMENT AGENCY OF THE CITY OF MORENO VALLEY

**RECONCILIATION OF THE STATEMENT OF REVENUES, EXPENDITURES
AND CHANGES IN FUND BALANCES OF GOVERNMENTAL FUNDS
TO THE STATEMENT OF ACTIVITIES
YEAR ENDED JUNE 30, 2008**

Net change in fund balances - total governmental funds	\$ 64,826,625
Amounts reported for governmental activities in the statement of activities are different because:	
The issuance of long-term debt provides current financial resources to governmental funds, while the repayment of the principal of long-term debt consumes the current financial resources of governmental funds.	
Proceeds from bonds	(43,495,000)
Proceeds from advances	(22,633,728)
Principal retirement	95,464
Accrued interest expense on long-term debt is reported on the government-wide statements, but does not require the use of current financial resources; therefore, accrued interest is not reported as expenditures in the fund financial statements.	
Change in accrued interest on long-term debt	(1,855,509)
Governmental funds report capital outlays as expenditures. However, in the statement of activities the cost of those assets is allocated over their estimated useful lives and reported as depreciation expense.	
Capital Outlay	6,191,190
Depreciation Expense	(581,285)
Certain items are reported as revenues in the statement of activities, but do not meet the revenue recognition criteria in order to be reported as revenues in the statement of revenues, expenditures and changes in fund balance.	57,054
Changes in net assets of governmental activities	<u>\$ 2,604,811</u>

**COMMUNITY REDEVELOPMENT AGENCY OF THE
CITY OF MORENO VALLEY**

**NOTES TO THE BASIC FINANCIAL STATEMENTS
YEAR ENDED JUNE 30, 2008**

Note 1: Organization and Summary of Significant Accounting Policies

a. Description of the Reporting Entity

The Community Redevelopment Agency of the City of Moreno Valley, California, is a component unit of a reporting entity that consists of the following primary and component units:

Reporting Entity:

Primary Government:

City of Moreno Valley

Component Units:

Community Redevelopment Agency of the City of Moreno Valley
Community Services District of the City of Moreno Valley
Community Facilities Districts No. 2 and No. 3
Towngate Community Facilities District No. 87-1
Moreno Valley Public Facilities Financing Corporation
Moreno Valley Public Financing Authority
Industrial Development Authority

The attached basic financial statements contain information relative only to the Community Redevelopment Agency of the City of Moreno Valley as one component unit, which is an integral part of the total reporting entity. They do not contain financial data relating to the other component units.

The Community Redevelopment Agency of the City of Moreno Valley (the Agency) was created by a City Council ordinance adopted on February 18, 1986. The Agency was established pursuant to the State of California Health and Safety Code, Section 33000, entitled Community Redevelopment Law. Its purpose is to prepare and carry out plans for the improvement, rehabilitation and redevelopment of blighted areas within the City of Moreno Valley (the City).

Government Accounting Standards Board (GASB) Statement No. 14, *The Financial Reporting Entity*, defines the reporting entity as the primary government and those component units for which the primary government is financially accountable. Financial accountability is defined as appointment of a voting majority of the component unit's board, and either: a) the primary government has the ability to impose its will, or b) the possibility that the component unit will provide a financial benefit to or impose a financial burden on the primary government. Since the City Council of the City of Moreno Valley also serves as

**Community Redevelopment Agency of the City of Moreno Valley
Notes to the Basic Financial Statements (Continued)**

Note 1: Organization and Summary of Significant Accounting Policies (Continued)

a. Description of the Reporting Entity (Continued)

the Governing Board of the Agency, the City, in effect, has the ability to influence and control operations. Therefore, the City has oversight responsibility for the Agency. Accordingly, in applying the criteria of GASB Statement No. 14, the financial statements of the Agency are included in the City's Comprehensive Annual Financial Report. There are no other entities that are considered to be component units of the Agency. The Agency has the same fiscal year end as the City and its financial statements can be obtained from the City Clerk.

b. Government-Wide and Fund Financial Statements

The government-wide financial statements (i.e., the statement of net assets and the statement of changes in net assets) report information on all of the non-fiduciary activities of the primary government and its component units. For the most part, the effect of interfund activity has been removed from these statements. Governmental activities are normally supported by taxes and intergovernmental revenues. The primary government is reported separately from certain legally separate component units for which the primary government is financially accountable.

The statement of activities demonstrates the degree to which the direct expenses of a given function or segment are offset by program revenues. Direct expenses are those that are clearly identifiable with a specific function or segment. Program revenues include: 1) charges to customers or applicants who purchase, use or directly benefit from goods, services or privileges provided by a given function or segment, and 2) grants and contributions that are restricted to meeting the operational or capital requirements of a particular function or segment. Taxes and other items not properly included among program revenues are reported instead as general revenues.

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

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. Property taxes are recognized as revenues in the year for which they are levied. Grants and similar items are recognized as revenue as soon as all eligibility requirements imposed by the provider have been met.

**Community Redevelopment Agency of the City of Moreno Valley
Notes to the Basic Financial Statements (Continued)**

Note 1: Organization and 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 government considers revenues to be available if they are collected within 60 days of the end of the current fiscal period, while grant revenues have an availability period of 150 days. Expenditures generally are recorded when a liability is incurred, as under accrual accounting. However, debt service expenditures, as well as expenditures related to compensated absences and claims and judgments, are recorded only when payment is due.

Property taxes, franchise taxes, licenses and interest associated with the current fiscal period are all considered to be susceptible to accrual and so have been recognized as revenues of the current fiscal period. Only the portion of special assessments receivable due within the current fiscal period is considered to be susceptible to accrual as revenue of the current period. All other revenue items are considered to be measurable and available only when cash is received by the government.

The Agency reports the following major governmental funds:

The Project Fund accounts for the tax increment received, and the debt service and rehabilitation expenditures made by the Agency.

The Low and Moderate Housing Fund accounts for 20% of the tax increment that is set aside for low and moderate housing activities.

When both restricted and unrestricted resources are available for use, it is the government's policy to use restricted resources first, and then unrestricted resources as they are needed.

d. Assets, Liabilities and Net Assets or Equity

1. Investments

Investments for the Agency are reported at fair value. The State Treasurer's Investment Pool operates in accordance with appropriate state laws and regulations. The reported value of the pool is the same as the fair value of the pool shares.

**Community Redevelopment Agency of the City of Moreno Valley
Notes to the Basic Financial Statements (Continued)**

Note 1: Organization and Summary of Significant Accounting Policies (Continued)

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

2. Receivables and Payables

Activity between funds that is representative of lending/borrowing arrangements outstanding at the end of the fiscal year is referred to as either "due to/from other funds" (i.e., the current portion of interfund loans) or "advances to/from other funds" (i.e., the non-current portion of interfund loans). All other outstanding balances between funds are reported as "due to/from other funds".

Advances between funds, as reported in the fund financial statements, are offset by a fund balance reserve account in applicable governmental funds to indicate that they are not available for appropriation and are not expendable available financial resources.

All trade and property tax receivables are shown net of an allowance for uncollectibles.

Property tax revenue is recognized in the fiscal year for which the taxes have been levied providing they become available. Available means then due, or past due and receivable within the current period and collected within the current period or expected to be collected soon enough thereafter (not to exceed 60 days) to be used to pay liabilities of the current period. The County of Riverside collects property taxes for the Agency. Tax liens attach annually as of 12:01 A.M. on the first day in January preceding the fiscal year for which the taxes are levied. The tax levy covers the fiscal period July 1 to June 30. All secured personal property taxes and one-half of the taxes on real property are due November 1; the second installment is due February 1. All taxes are delinquent, if unpaid, on December 10 and April 10, respectively. Unsecured personal property taxes become due on the first of March each year and are delinquent on August 31.

3. Prepaid Items

Certain payments to vendors reflect costs applicable to future accounting periods and are recorded as prepaid items in both government-wide and fund financial statements.

4. Capital Assets

Capital assets, which include property, plant, equipment and infrastructure assets (e.g., roads, bridges, sidewalks and similar items), are reported in the governmental activities columns in the government-wide financial statements. Capital assets are defined by the government as assets with an initial individual cost of more than \$5,000 (amount not rounded) 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. Donated capital assets are recorded at estimated fair market value at the date of donation.

**Community Redevelopment Agency of the City of Moreno Valley
Notes to the Basic Financial Statements (Continued)**

Note 1: Organization and Summary of Significant Accounting Policies (Continued)

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

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

Major outlays for capital assets and improvements are capitalized as projects are constructed.

Property, plant and equipment are depreciated using the straight-line method over the following estimated useful lives:

<u>Assets</u>	<u>Years</u>
Buildings and Improvements	5 – 50
Furniture and Equipment	3 – 15
Vehicles	3 – 10
Infrastructure	25 – 50

In accordance with GASB Statement No. 34, the Agency is required to report general infrastructure assets.

Buildings are depreciated using the straight-line method over the estimated useful life of 50 years.

5. Deferred Revenue

The government reports unearned revenue on its combined balance sheet. Deferred revenue arises when potential revenue does not meet both the “measurable” and “available” criteria for recognition in the current period. In subsequent periods, when both revenue recognition criteria are met, the liability for deferred revenue is removed from the balance sheet and revenue is recognized.

6. Long-Term Obligations

In the government-wide financial statements, long-term debt and other long-term obligations are reported as liabilities in the governmental activities statement of net assets.

7. Fund Equity

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

Note 2: Stewardship, Compliance and Accountability

a. Budgetary Data

General Budget Policies

Budgets are legally adopted and formal budgetary integration is employed as a management control device during the year for all Governmental Fund types. From the effective date of the budget, the amounts stated therein as proposed expenditures become appropriations to the various Agency departments.

Reported budget amounts represent the original legally adopted budget as amended. The City Council, acting as the Agency Board, may approve amendments to the budget during a regular meeting, providing that sufficient monies are available and that expenditures of proceeds of taxes will not be increased beyond the constitutional appropriations limit as imposed by Article XIII B of the State Constitution.

Individual fund budgets are, in all cases where appropriations are required, the same as the appropriation amounts. In the case of the Governmental Fund types, unexpended budgeted amounts, except for amounts relating to capital projects, lapse at the end of the budget year. Spending control for most funds is established by the amount of expenditures budgeted for each department within the fund, but management control is exercised at budgetary line item levels within the departments. Management can transfer budgeted amounts between operating programs, departments, or funds, provided that such transfers do not increase the overall budget. Appropriations that increase the budget require City Council, acting as the Agency Board, approval.

Encumbrances

Encumbrance accounting, under which purchase orders, contracts and other commitments for the expenditure of monies are recorded in order to reserve that portion of the applicable appropriation, is employed as an extension of formal budgetary integration in the governmental funds. Unexpended and unencumbered appropriations of the governmental funds automatically lapse at the end of the fiscal year. Encumbrances at year-end are a portion of the reserved fund balance and are reappropriated the following year.

Budget Basis Accounting

Budgets for governmental funds are adopted on a basis consistent with generally accepted accounting principles (GAAP).

**Community Redevelopment Agency of the City of Moreno Valley
Notes to the Basic Financial Statements (Continued)**

Note 3: Cash and Investments

Cash and investments reported in the accompanying financial statements consisted of the following:

Cash and investments pooled with the City	<u>\$80,897,437</u>
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The Agency's funds are pooled with the City of Moreno Valley's cash and investments in order to generate optimum interest income. The information required by GASB Statement No. 40 related to authorized investments, credit risk, etc. is available in the annual report of the City.

Note 4: Loans Receivable

Loans receivable of \$11,813,830 consisted primarily of loans and advances to developers for various projects.

A summary of amounts owed to the Agency at June 30, 2008 follows:

Cottonwood Properties	\$ 3,963,096
Sheila Street Rehabilitation	2,338,931
RHDC Properties	1,948,498
CVHC	1,639,450
Crippled Children	824,917
Bay Family Apartments	755,000
Others	<u>343,938</u>
Total	<u>\$ 11,813,830</u>

**Community Redevelopment Agency of the City of Moreno Valley
Notes to the Basic Financial Statements (Continued)**

Note 5: Capital Assets

A summary of changes in general capital assets follows:

	Balance at 7/1/07	Adjustments	Adjusted Balance at 7/1/07	Additions	Deletions	Balances 06/30/08
Non- depreciable assets						
Land	\$ 7,179,757	(2,733,768)	4,445,989	439,510	-	4,885,499
Construction in progress	-	-	-	6,191,190	-	6,191,190
Subtotal - non- depreciable assets	<u>7,179,757</u>	<u>(2,733,768)</u>	<u>4,445,989</u>	<u>6,630,700</u>	<u>-</u>	<u>11,076,689</u>
Depreciable assets						
Buildings and improvements	12,191,837	-	12,191,837	-	-	12,191,837
Furniture and equipment	352,837	-	352,837	-	-	352,837
Infrastructure	1,152,231	-	1,152,231	-	-	1,152,231
Subtotal - depreciable assets	<u>13,696,905</u>	<u>-</u>	<u>13,696,905</u>	<u>-</u>	<u>-</u>	<u>13,696,905</u>
Total capital assets	20,876,662	(2,733,768)	18,142,894	6,630,700	-	24,773,594
Accumulated Depreciation:						
Buildings and improvements	(974,359)	243,836	(730,523)	(487,673)	-	(1,218,196)
Furniture and equipment	(105,851)	-	(105,851)	(70,567)	-	(176,418)
Infrastructure	(34,567)	-	(34,567)	(23,045)	-	(57,612)
Total accumulated depreciation	<u>(1,114,777)</u>	<u>243,836</u>	<u>(870,941)</u>	<u>(581,285)</u>	<u>-</u>	<u>(1,452,226)</u>
Total net capital assets	<u>\$ 19,761,885</u>	<u>(2,489,932)</u>	<u>17,271,953</u>	<u>6,049,415</u>	<u>-</u>	<u>23,321,368</u>

The above schedule reflects certain adjustments applicable to amounts reported in the prior year for capital assets.

Depreciation expense was charged to functions/programs of the Agency as follows:

Governmental Activities:	
Community development	<u>\$ 581,285</u>

**Community Redevelopment Agency of the City of Moreno Valley
Notes to the Basic Financial Statements (Continued)**

Note 6: Long-Term Liabilities

- a. A description of the Agency's long-term liabilities outstanding as of June 30, 2008 is as follows:

Note Payable, Price Company

The Agency has recorded a long-term payable in the amount of \$2,433,744 under a development and disposition agreement and promissory note with Price Company for the reimbursement of costs of construction of a 130,000 square-foot-retail store. The note bears interest at 8% per annum and is payable solely from 50% of site-generated sales tax. Any remainder payable after September 2015 will be forgiven.

Long-Term Liabilities to the City of Moreno Valley:

The Towngate Regional Mall notes (Sears Note), totaling \$13,000,000, originated from a participation agreement (as amended) whereby the Agency acquired certain parcels within the mall for subsequent transfer to major tenants. The notes bear interest of 7.25% and are payable solely from available site-generated property tax increment and up to 50% of site-generated sales tax. Furthermore, the Agency had covenanted to use reasonable best efforts to refinance these notes with Tax Allocation Bonds, provided such financing is determined to be fiscally feasible. At June 30, 2008, accrued interest amounted to \$3,608,381. During 2003-2004, the City purchased the rights to the notes from the holder. These amounts are now payable to the City and were previously reported in the Project Fund and are now reported as a long-term liability in the government-wide financial statements.

In 2005, the Agency purchased improved property from the City – the Conference and Recreation Center. The purchase price was \$14,203,946. The loan note was \$11,503,946 after the initial payment of \$2,700,000. A subsequent principal payment of \$29,124 was made in 2004-2005. The term is 20 years with 12% simple interest. The Agency will make partial interest only annual payments with a balloon payment due at the end of the term. At June 30, 2008, the outstanding principal and accrued interest balances are \$11,474,822 and \$3,335,030, respectively.

The Agency owes the City a total of \$652,248 in future sales tax revenue for funds borrowed to finance redevelopment activities. \$518,520 represents monies borrowed during 2006/07 by the Agency. \$133,728 represents monies borrowed during 2007/08 by the Agency. The interest rate on the borrowings is 12% and repayment of the long-term payable is made when funds become available. At June 30, 2008, the outstanding accrued interest on these borrowings is \$62,222.

**Community Redevelopment Agency of the City of Moreno Valley
Notes to the Basic Financial Statements (Continued)**

Note 6: Long-Term Liabilities (Continued)

In December 2007, the Agency issued 2007 Series B, Subordinate Taxable Tax Allocation Bonds in the original issue amount of \$22,500,000. These bonds were purchased by the City of Moreno Valley. The proceeds of the bonds will remain unspent pending the outcome of litigation between the Agency and the County of Riverside concerning the interpretation of a pass-through agreement between the Agency and the County. The Agency will pay monthly interest only debt service payments to the City of Moreno Valley. The interest rate is variable and is expected to approximate a rate of return the Agency achieves from investing the bond proceeds. If the Agency is successful in its litigation, it would begin receiving additional tax increment revenue to pay all or part of the debt service on the bonds. At that point, the bonds will be remarketed within five years and the proceeds used for the purpose of financing various redevelopment improvement projects. The bonds may be redeemed in total or in part at any time. At June 30, 2008, the outstanding principal balance is \$22,500,000.

A summary of amounts owed to the City at June 30, 2008 follows:

<u>Borrowing Purpose</u>	<u>Principal</u>	<u>Interest</u>
Sears	\$13,000,000	\$3,608,380
Recreation Center	11,474,822	3,335,030
2007 TABs Series B	22,500,000	-
Redevelopment	<u>652,248</u>	<u>62,223</u>
Total	<u>\$47,627,070</u>	<u>\$7,005,633</u>

2007 Tax Allocation Bonds, Series A

In December 2007, the Agency issued 2007 Tax Allocation Bonds, Series A, in the original issue amount of \$43,495,000 for the purpose of financing various redevelopment activities and other undertakings permitted under the Redevelopment Law, to fund a reserve for the bonds and to pay issuance costs. The bonds mature in serial and term fashion through August 1, 2038 and bear interest ranging from 3.5% to 4.625%. The bonds are subject to both optional and mandatory redemption prior to maturity beginning on August 1, 2017. The bonds are payable solely from Tax Revenues and other funds and amounts pledged therefore pursuant to the Indenture. This issue is fully insured in the event of nonpayment by the Agency.

**Community Redevelopment Agency of the City of Moreno Valley
Notes to the Basic Financial Statements (Continued)**

Note 6: Long-Term Liabilities (Continued)

2007 Series A
Tax Allocation Bonds

Year Ending <u>June 30,</u>	<u>Principal</u>	<u>Interest</u>
2009	\$ 770,000	\$ 2,073,084
2010	120,000	2,055,284
2011	130,000	2,050,284
2012	210,000	2,043,484
2013	220,000	2,034,884
2014-2018	1,190,000	10,042,581
2019-2023	2,400,000	9,767,751
2024-2028	8,555,000	8,510,189
2029-2033	11,360,000	6,133,250
2034-2038	15,060,000	2,826,250
2039	3,480,000	87,000
	<u>\$ 43,495,000</u>	<u>\$ 47,624,041</u>

b. The following is a schedule of changes in long-term debt of the Agency for the fiscal year ended June 30, 2008:

	Balance <u>July 1, 2007</u>	<u>Additions</u>	<u>Repayments</u>	Balance <u>June 30, 2008</u>	<u>Due Within One Year</u>
Tax Allocation Bonds	\$ -	43,495,000	-	43,495,000	770,000
Tax Allocation Bonds - Interest	-	1,055,844	359,683	696,161	696,161
City Loans – Principal	25,060,419	22,633,728	67,077	47,627,070	-
City Loans – Unpaid Interest	5,697,610	2,381,701	1,073,678	7,005,633	281,377
Price Company Note	2,462,131	-	28,387	2,433,744	-
Price Company matured interest	<u>148,675</u>	<u>208,864</u>	<u>357,539</u>	<u>-</u>	<u>-</u>
Total Long-Term debt	<u>\$33,368,835</u>	<u>69,775,137</u>	<u>1,886,364</u>	<u>101,257,608</u>	<u>1,747,538</u>

Annual maturities for certain balances of long-term debt have not been presented, as fixed maturities have not been established.

c. Advances to / from other funds

In June 2007, the Low and Moderate Income Housing Fund advanced to the Capital Projects Fund \$4,157,976 to finance the purchase of certain properties. Repayments will be made annually in an amount equal to 5% of the principal balance. Interest payments will be made annually based on the Agency's approximate average investment returns on monies. During the year, the initial principal payment of \$207,899 was made. The outstanding balance as of June 30, 2008 was \$3,950,077.

**Community Redevelopment Agency of the City of Moreno Valley
Notes to the Basic Financial Statements (Continued)**

Note 7: Commitments and Contingencies

Riverside County Agreement

During December 1987, the City of Moreno Valley and the Agency entered into an agreement with the County of Riverside to reimburse the County for the portion of tax increment the County would have been allocated and paid had there not been a redevelopment project adopted in the City. The Agency receives these amounts up to \$7 million annually. The County will receive all annual tax increment in excess of \$7 million until the total increment reaches \$12 million and half of annual tax increment in excess of \$12 million. When total tax increment paid to the County under this agreement from increments between \$7 million and \$12 million reaches \$75 million, tax increment in excess of \$7 million annually will be split equally between the Agency and County.

During April 1988, the City of Moreno Valley and the Agency entered into an agreement with the Riverside County Flood Control and Water Conservation District (District) which specifies that the Agency shall receive 100% of the District share of the tax increment until such time the total tax increment exceeds \$12 million at which time the District shall receive at least 50% of its share.

The Agency must annually demonstrate, on a project by project basis, that the cumulative project costs paid by the Agency for the project improvements exceed the cumulative total of District share received by the Agency. To the extent that the cumulative project costs paid by the Agency exceed the cumulative total of District share received by the Agency, the Agency will receive the balance needed from the remaining 50% of the District share.

Beginning in 2004-2005 the Agency's tax increment exceeded \$12 million. The County deducts its proportionate share from the Agency's remittances. The amount retained by the County is included in Other Financing Sources – Pass Through Agreement Payments in the financial statements. An additional amount of \$2,739,436 was not remitted to the County and has been included in Due to Other Governments.

Community Facilities District No. 3 Agreement

In conjunction with the issuance of the Moreno Valley Auto Mall Special Tax Bonds Series 2000 (Auto Mall Refinancing), the Agency and the City are parties to an owner participation agreement which provides that the Agency will transmit to the District the available property tax increment it receives on parcels within the District as a credit against the special parcel taxes that otherwise would be payable by the owners. Furthermore, the City has agreed to loan the Agency available sales tax generated within the District for payment directly to the parcel owners should the increment be insufficient to offset the special parcel taxes. In addition, the Agency has agreed to pay to the parcel owners, subject to certain restrictions, certain available surplus sales tax from within the District. The obligations to remit sales tax terminate by December 1, 2010.

**Community Redevelopment Agency of the City of Moreno Valley
Notes to the Basic Financial Statements (Continued)**

Note 7: Commitments and Contingencies (Continued)

This agreement replaces a previous arrangement involving these parcels when they were included in Community Facilities District No. 2.

The amounts remitted during the year under the replacement and previous agreement to parcel owners totaled \$1,010,858.

Community Facilities District No. 87-1 Agreement

In connection with the issuance of the Community Facilities District No. 87-1 (CFD) Bonds, Series A and B, the City of Moreno Valley and the Agency entered into an owner participation agreement whereby the Agency has committed tax increment for the payment of debt service requirements for these Bonds.

Self-Insurance

The Agency is exposed to various risks of loss related to torts, theft of, damage to, and destruction of assets, errors and omissions, and injuries to employees. The City of Moreno Valley established two self-insurance funds (internal service funds) to account for and finance its uninsured risks of loss. Under this program, the self-insurance funds provide coverage for up to a maximum of \$300,000 for each workers' compensation claim and \$250,000 for each general liability claim. The City purchases commercial insurance for claims in excess of coverage provided by the funds and for all other risks of loss. Settled claims have not exceeded this commercial coverage in any of the past three years. All funds of the Agency participate in the program and make payments to the self-insurance funds based on actuarial estimates of the amounts needed to pay prior and current year claims.

Note 8: Restatement to Beginning Net Assets

- (a) During the year ended June 30, 2008, the Agency identified certain Educational Revenue Augmentation Funds (ERAF) pertaining to the prior year that had not been properly accrued. An adjustment was made to increase the Agency's net assets at the beginning of the fiscal year for the amount of this accrual.
- (b) During the year ended June 30, 2008, the Agency discovered certain land held for redevelopment had been reported as a capital asset rather than as an asset of the applicable governmental fund. An adjustment was made to reduce capital assets and increase land held for redevelopment.
- (c) During the year ended June 30, 2008, the Agency discovered that an agreement for the purchase of land held for redevelopment in the Low and Moderate Housing Fund by the Capital Projects Fund had not been recorded. One parcel in the purchase was designated for a future park site and the remaining parcels are for redevelopment purposes. Adjustments were made to the funds' land held for redevelopment and capital assets to correct this oversight.

**Community Redevelopment Agency of the City of Moreno Valley
Notes to the Basic Financial Statements (Continued)**

Note 8: Restatement to Beginning Net Assets (Continued)

(d) Also, the amounts reported for certain prior year capital assets and depreciation were adjusted.

	Government-Wide	Capital Projects Project Fund	Low and Moderating Housing Fund
Net assets at beginning of year, as previously reported	\$ 12,810,421	\$ 7,665,164	\$ 18,651,281
(a) Adjustment to record ERAF monies received	668,218	668,218	-
(b) Adjustment to reclassify land held for redevelopment	5,237,852	-	5,237,852
(c) Adjustment to record land held for redevelopment agreement	(944,102)	(439,510)	(944,102)
(d) Adjustments to capital assets and depreciation	(2,489,932)	-	-
Net assets at beginning of year, as restated	\$ 15,282,457	\$ 7,893,872	\$ 22,945,031

Note 9: Subsequent Events

Subsequent to June 30, 2008, there were certain activities related to the financial markets that had a direct impact on the City's investment portfolio. On September 25, 2008, Lehman Bros. Holding filed for Chapter 11 voluntary bankruptcy. On September 26, 2008, Washington Mutual Inc. filed for Chapter 11 voluntary bankruptcy after being placed into receivership by the Federal Deposit Insurance Corporation (FDIC). The City's portfolio contained bonds issued by both of these entities in the combined amount of \$4,000,000 or approximately 1.3% of the total portfolio. The City is pursuing recovery through various means, although at this time the amount of recovery that will be ultimately realized from these two cases is unknown.

COMMUNITY REDEVELOPMENT AGENCY OF THE CITY OF MORENO VALLEY

COMBINING PROJECT AREA BALANCE SHEET

JUNE 30, 2008

	Moreno Valley Redevelopment Project		
	Capital Projects		
	Project	Low and Moderate Housing	TOTAL
ASSETS			
Cash and investments	\$ 74,469,011	\$ 6,428,426	\$ 80,897,437
Receivables:			
Accounts	-	1,535	1,535
Interest	-	114,826	114,826
Loans	-	11,813,830	11,813,830
Due from other governments	789,402	-	789,402
Due from the City of Moreno Valley	2,571,217	-	2,571,217
Prepaid expenses	629	-	629
Land held for redevelopment	3,718,466	197,660	3,916,126
Advances to the City of Moreno Valley	292,499	-	292,499
Advances to other funds	-	3,950,077	3,950,077
	<u> </u>	<u> </u>	<u> </u>
Total Assets	\$ 81,841,224	\$ 22,506,354	\$ 104,347,578
LIABILITIES AND FUND BALANCES			
Liabilities:			
Accounts payable	\$ 894,910	\$ 170,405	\$ 1,065,315
Due to other governments	2,739,436	-	2,739,436
Due to the City of Moreno Valley	585,757	-	585,757
Deferred revenue	13,500	144,480	157,980
Accrued payroll	87,907	95,578	183,485
Advances from other funds	3,950,077	-	3,950,077
	<u> </u>	<u> </u>	<u> </u>
Total Liabilities	8,271,587	410,463	8,682,050
Fund Balances:			
Reserved:			
Encumbrances	3,323,680	3,700,768	7,024,448
Prepaid expenses	629	-	629
Long term receivables	-	11,813,830	11,813,830
Land held for redevelopment	3,718,466	197,660	3,916,126
Advances to the City of Moreno Valley	292,499	-	292,499
Advances to other funds	-	3,950,077	3,950,077
Debt service	22,500,223	-	22,500,223
Unreserved:			
Designated:			
Continuing appropriations	37,069,660	2,433,556	39,503,216
Undesignated	6,664,480	-	6,664,480
	<u> </u>	<u> </u>	<u> </u>
Total Fund Balances	73,569,637	22,095,891	95,665,528
Total Liabilities and Fund Balances	\$ 81,841,224	\$ 22,506,354	\$ 104,347,578

COMMUNITY REDEVELOPMENT AGENCY OF THE CITY OF MORENO VALLEY

COMBINING PROJECT AREA STATEMENT OF REVENUES,
EXPENDITURES AND CHANGES IN FUND BALANCES

YEAR ENDED JUNE 30, 2008

	Moreno Valley Redevelopment Project		TOTAL Capital Projects Funds
	Capital Projects		
	Project	Low and Moderate Housing	
Revenues:			
Taxes and assessments:			
Tax increment	\$ 19,306,979	\$ 4,583,576	\$ 23,890,555
Sales and use tax	918,271	-	918,271
Use of money and property:			
Interest income	1,994,082	477,181	2,471,263
Other revenue:			
Miscellaneous revenue	3,399	1,296	4,695
Total Revenues	22,222,731	5,062,053	27,284,784
Expenditures:			
Current:			
General government:			
Administrative costs	1,109,360	854,143	1,963,503
Professional services	127,794	61,872	189,666
Community development:			
Project improvement costs	403,073	23,678	426,751
Capital outlay:	1,219,690	4,971,500	6,191,190
Debt service:			
Principal retirement	95,464	-	95,464
Interest expense	2,355,035	-	2,355,035
Bond issuance costs	1,857,157	-	1,857,157
Total Expenditures	7,167,573	5,911,193	13,078,766
Excess of Revenues over (under) Expenditures	15,055,158	(849,140)	14,206,018
Other Financing Sources (Uses)			
Transfers to the City of Moreno Valley	(3,010,341)	-	(3,010,341)
Pass through agreement payments	(12,497,780)	-	(12,497,780)
Sale of capital assets	-	-	-
Loss on sale of land held for redevelopment	-	-	-
Issuance of bonds	43,495,000	-	43,495,000
Issuance of advances from the City of Moreno Valley	22,633,728	-	22,633,728
Total Other Financing Sources (Uses)	50,620,607	-	50,620,607
Excess of Revenues and Other Sources over (under) Expenditures and Other Uses	65,675,765	(849,140)	64,826,625
Fund Balances, Beginning of Year, as restated (Note 8)	7,893,872	22,945,031	30,838,903
Fund Balances, End of Year	\$ 73,569,637	\$ 22,095,891	\$ 95,665,528

COMMUNITY REDEVELOPMENT AGENCY OF THE CITY OF MORENO VALLEY

COMPUTATION OF LOW AND MODERATE
INCOME HOUSING FUNDS
EXCESS/SURPLUS

	Low and Moderate Housing Funds - All Project Areas July 1, 2007	Low and Moderate Housing Funds - All Project Areas July 1, 2008
Opening Fund Balance	\$ 22,945,031	\$ 22,095,891
Less Unavailable Amounts:		
Encumbrances (Section 33334.12 (g)(2))	(5,146,946)	(3,700,768)
Rehabilitation loans	(8,279,629)	(11,813,830)
Land held for redevelopment	(5,237,852)	(197,660)
Long-term loans receivable	-	(3,950,077)
	<u>(18,664,427)</u>	<u>(19,662,335)</u>
Available Low and Moderate Income Housing Funds	4,280,604	2,433,556
Limitation (greater of \$1,000,000 or four years set-aside)		
Set-Aside for last four years:		
2007 - 2008	-	4,583,576
2006 - 2007	3,506,618	3,506,618
2005 - 2006	2,673,012	2,673,012
2004 - 2005	1,943,785	1,943,785
2003 - 2004	1,500,061	-
Total	<u>\$ 9,623,476</u>	<u>\$ 12,706,991</u>
Base Limitation	<u>\$ 1,000,000</u>	<u>\$ 1,000,000</u>
Greater amount	<u>9,623,476</u>	<u>15,282,457</u>
Computed Excess/Surplus	<u>None</u>	<u>None</u>



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Board of Directors
Community Redevelopment Agency of the City of Moreno Valley
Moreno Valley, California

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

We have audited the financial statements of the governmental activities, each major fund, and the aggregate remaining fund information of the Community Redevelopment Agency of the City of Moreno Valley ("Agency") as of and for the year ended June 30, 2008, which collectively comprise the Agency's basic financial statements, and have issued our report thereon dated January 30, 2009. We conducted our audit in accordance with auditing standards generally accepted in the United States of America and the standards applicable to financial audits contained in *Government Auditing Standards*, issued by the Comptroller General of the United States.

Compliance and Other Matters

As part of obtaining reasonable assurance about whether the Agency's financial statements are free of material misstatements, we performed tests of its compliance with certain provisions of laws, regulations, contracts, and grant agreements, noncompliance with which could have a direct and material effect on the determination of financial statement amounts. Such provisions included those provisions of laws and regulations identified in the *Guidelines for Compliance Audits of California Redevelopment Agencies*, issued by the State Controller and as interpreted in the *Suggested Auditing Procedures for Accomplishing Compliance Audits of California Redevelopment Agencies*, issued by the Governmental Accounting and Auditing Committee of the California Society of Certified Public Accountants. However, providing an opinion on compliance with those provisions was not an objective of our audit and, accordingly, we do not express such an opinion. The results of our tests disclosed no instance of noncompliance or other matters that are required to be reported under *Government Auditing Standards*.

Internal Control Over Financial Reporting

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

A control deficiency exists when the design or operation of a control does not allow management or employees, in the normal course of performing their assigned functions, to prevent or detect misstatements on a timely basis. A significant deficiency is a control deficiency, or combination of control deficiencies, that adversely affects the Agency's ability

to initiate, authorize, record, process, or report financial data reliably in accordance with generally accepted accounting principles such that there is more than a remote likelihood that a misstatement of the Agency's financial statements that is more than inconsequential will not be prevented or detected by the Agency's internal control.

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

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

We noted other matters that we reported to the management of the City of Moreno Valley in a separate letter.

This report is intended for the information of the Board of Directors, management of the Community Redevelopment Agency of the City of Moreno Valley, State Controller, federal awarding agencies and pass-through entities and is not intended to be and should not be used by anyone other than these specified parties.

Maegan Hoffman McGinnis P.C.

Irvine, California
January 30, 2009

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