

**Baywinds Community
Development District**

FINANCIAL STATEMENTS

September 30, 2016



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Baywinds Community Development District
Table of Contents
September 30, 2016

REPORT

Independent Auditors' Report	1
------------------------------	---

FINANCIAL STATEMENTS

Management's Discussion And Analysis (required supplemental information)	3
--	---

Basic Financial Statements

Government-Wide Financial Statements

Statement of Net Position	8
---------------------------	---

Statement of Activities	9
-------------------------	---

Fund Financial Statements

Balance Sheet – Governmental Funds	10
------------------------------------	----

Reconciliation of the Balance Sheet of Governmental Funds to the Statement of Net Position	11
--	----

Statement of Revenues, Expenditures and Changes in Fund Balances – Governmental Funds	12
---	----

Reconciliation of the Statement of Revenues, Expenditures and Changes in Fund Balances of Governmental Funds to the Statement of Activities	13
---	----

Notes to Financial Statements	14
-------------------------------	----

Required Supplemental Information (other than MD&A)

Budget to Actual Comparison Schedule - General Fund	24
---	----

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>	25
---	----

Management Letter	27
-------------------	----

Attestation Report on Compliance with Section 218.415 Florida Statutes	29
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INDEPENDENT AUDITORS' REPORT

To the Board of Supervisors
Baywinds Community Development District
Miami-Dade County, Florida

Report on the Financial Statements

We have audited the accompanying financial statements of the governmental activities, each major fund, and the aggregate remaining fund information of Baywinds Community Development District (hereinafter referred to as "District"), as of and for the year ended September 30, 2016, 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 auditors' judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the entity's preparation and fair presentation of the financial statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the entity's internal control. Accordingly, we express no such opinion. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of significant accounting estimates made by management, as well as evaluating the overall presentation of the financial statements.

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

Opinions

In our opinion, the financial statements referred to above present fairly, in all material respects, the respective financial position of the governmental activities, each major fund, and the aggregate remaining fund information of the District as of September 30, 2016, and the respective changes in financial position for the year then ended in conformity with accounting principles generally accepted in the United States of America.

Other Matters

Required Supplementary Information

Accounting principles generally accepted in the United States of America require that the management's discussion and analysis and budgetary comparison information, as listed in the 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 23, 2017, on our consideration of the District's internal control over financial reporting and our tests of its compliance with certain provisions of laws, regulations, contracts and grant agreements and other matters. The purpose of that report is to describe the scope of our testing of internal control over financial reporting and compliance and the results of that testing, and not to provide an opinion on the internal control over financial reporting or on compliance. That report is an integral part of an audit performed in accordance with *Government Auditing Standards* in considering the District's internal control over financial reporting and compliance.

Carr, Riggs & Ingram, L.L.C.

CARR, RIGGS & INGRAM, LLC

Miramar Beach, Florida
January 23, 2017



Management's Discussion And Analysis

Baywinds Community Development District Management's Discussion and Analysis

Our discussion and analysis of the Baywinds Community Development District's financial performance provides an overview of the District's financial activities for the fiscal year ended September 30, 2016. Please read it in conjunction with the District's financial statements, which begin on page 8.

FINANCIAL HIGHLIGHTS

- At September 30, 2016, the assets of the District exceeded its liabilities by approximately \$6.1 million.
- During the fiscal year ended September 30, 2016, the District incurred approximately \$1.3 million of interest expenditures and repaid principal of approximately \$2.4 million.

USING THE ANNUAL REPORT

This annual report consists of a series of financial statements. The Statement of Net Position and the Statement of Activities on pages 8–9 provide information about the activities of the District as a whole and present a longer-term view of the District's finances. Fund financial statements start on page 10. For governmental activities, these statements tell how these services were financed in the short-term as well as what remains for future spending. Fund financial statements also report the District's operations in more detail than the government-wide statements by providing information about the District's most significant funds.

Reporting the District as a Whole

Our analysis of the District as a whole begins on page 4. One of the most important questions asked about the District's finances is, "Is the District as a whole better off or worse off as a result of the year's activities?" The Statement of Net Position and the Statement of Activities report information about the District as a whole and about its activities in a way that helps answer this question. These statements include all assets and liabilities using the accrual basis of accounting, which is similar to the accounting used by most private-sector companies. All of the current year's revenues and expenses are taken into account regardless of when cash is received or paid.

These two statements report the District's net position and related changes during the current year. You can think of the District's net position – the difference between assets and liabilities – as one way to measure the District's financial health, or financial position. Over time, increases or decreases in the District's net position is one indicator of whether its financial health is improving or deteriorating. You will need to consider other nonfinancial factors; however, such as changes in the District's assessment base and the condition of the District's infrastructure, to assess the overall health of the District.

Reporting the District's Most Significant Funds

Our analysis of the District's major funds begins on page 5. The fund financial statements begin on page 10 and provide detailed information about the most significant funds – not the District as a whole.

Baywinds Community Development District Management's Discussion and Analysis

Some funds are required to be established by State law and by bond covenants. All of the District's funds are governmental fund-types.

- *Governmental funds* – All of the District's basic services are reported in governmental funds, which focus on how money flows into and out of those funds and the balances left at year-end that are available for spending. The governmental fund statements provide a detailed short-term view of the District's general government operations and the basic services it provides. Governmental fund information helps you determine whether there are more or fewer financial resources that can be spent in the near future to finance the District's programs.

THE DISTRICT AS A WHOLE

The following table reflects the condensed Statement of Net Position and is compared to the prior year.

<i>September 30,</i>	2016	2015	Change
Assets			
Current and other assets	\$ 2,870,596	\$ 1,678,064	\$ 1,192,532
Capital assets, net	22,596,729	22,812,872	(216,143)
Total assets	\$ 25,467,325	\$ 24,490,936	\$ 976,389
Liabilities			
Current liabilities	\$ 1,561,428	\$ 820,535	\$ 740,893
Other liabilities	17,849,432	21,057,947	(3,208,515)
Total liabilities	19,410,860	21,878,482	(2,467,622)
Net position			
Net investment in capital assets	4,584,221	2,521,968	2,062,253
Restricted for:			
Debt service	1,071,775	-	1,071,775
Capital projects	82,802	32,576	50,226
Unrestricted	317,667	57,910	259,757
Total net position	6,056,465	2,612,454	3,444,011
Total liabilities and net position	\$ 25,467,325	\$ 24,490,936	\$ 976,389

For more detailed information, see the accompanying Statement of Net Position.

During the fiscal year ended September 30, 2016, total assets increased by approximately \$976,000, while total liabilities decreased by approximately \$2.5 million. The increase in assets is primarily due to an increase in investments which is due to prepayment revenues resulting from lot sales. The decrease in liabilities is primarily due to the repayment of outstanding long-term bond principal.

Baywinds Community Development District Management's Discussion and Analysis

The following schedule compares the Statement of Activities for the current and previous fiscal year.

<i>Year ended September 30,</i>	2016	2015	Change
Revenues:			
Program revenues:			
Charges for services	\$ 1,874,858	\$ 1,938,936	\$ (64,078)
Grants and contributions	3,277,477	828,915	2,448,562
Total revenues	5,152,335	2,767,851	2,384,484
Expenses:			
General government	86,082	84,358	1,724
Maintenance and operations	388,012	350,656	37,356
Interest	1,234,230	1,349,944	(115,714)
Total expenses	1,708,324	1,784,958	(76,634)
Change in net position	3,444,011	982,893	2,461,118
Net position (deficit), beginning	2,612,454	1,629,561	982,893
Net position, ending	\$ 6,056,465	\$ 2,612,454	\$ 3,444,011

For more detailed information, see the accompanying Statement of Activities.

Revenues increased by approximately \$2.4 million from the prior year, while expenses decreased by approximately \$77,000. The increase in revenues is primarily due to an increase in prepayment revenues that resulted from an increase in lot sales. The decrease in expenses is primarily due to a decrease in interest expense. The overall result was a \$3,444,011 increase in net position for fiscal year 2016.

THE DISTRICT'S FUNDS

As the District completed the year, its governmental funds (as presented in the balance sheet on page 10) reported a combined fund balance of approximately \$2.9 million, which is an increase from last year's balance that totaled \$1.7 million. Significant transactions are discussed below.

- During the fiscal year ended September 30, 2016, the District incurred approximately \$1.3 million of interest expenditures and repaid principal of approximately \$2.4 million.

The overall increase in fund balance for the year ended September 30, 2016 totaled approximately \$1.2 million.

Baywinds Community Development District Management's Discussion and Analysis

CAPITAL ASSET AND DEBT ADMINISTRATION

Capital Assets

At September 30, 2016, the District had approximately \$22.6 million invested in capital assets (net of accumulated depreciation). This amount represents a decrease of approximately \$216,000 from the fiscal year 2015 total.

A listing of capital assets by major category for the current and prior year follows:

<i>September 30,</i>	2016	2015	Change
Capital assets not being depreciated	\$ 19,150,540	\$ 19,150,540	\$ -
Capital assets being depreciated	5,515,916	5,515,916	-
Total, prior to depreciation	24,666,456	24,666,456	-
Accumulated depreciation	(2,069,727)	(1,853,584)	(216,143)
Net capital assets	\$ 22,596,729	\$ 22,812,872	\$ (216,143)

More information about the District's capital assets is presented in Note 4 to the financial statements.

Debt

At September 30, 2016, the District had approximately \$19 million of bonds outstanding. This amount represents a decrease of approximately \$2.4 million from the fiscal year 2015 total.

A listing of debt amounts outstanding for the current and prior year is as follows:

<i>September 30,</i>	2016	2015	Change
Special Assessment Bonds:			
Series 2006A	\$ 10,890,000	\$ 11,165,000	\$ (275,000)
Series 2006B	8,070,000	10,200,000	(2,130,000)
	\$ 18,960,000	\$ 21,365,000	\$ (2,405,000)

More information about the District's long-term debt is presented in Note 5 to the financial statements.

GOVERNMENTAL FUNDS BUDGETARY HIGHLIGHTS

An Operating budget was established by the governing board for the District pursuant to the requirements of Florida Statutes. The budget to actual comparison for the general fund, including the original budget and final adopted budget, is shown at page 24.



Baywinds Community Development District Management's Discussion and Analysis

The District experienced favorable variances in revenues and expenditures as compared to the final budget in the amount of \$776 and \$18,808, respectively. The variance in expenditures occurred primarily due to anticipated budgeted engineering, electric, and lake maintenance expenditures that were not incurred during the year.

FUTURE FINANCIAL FACTORS

Baywinds Community Development District is an independent special district that operates under the provisions of Chapter 190, Florida Statutes. The District operates under an elected Board of Supervisors, which establishes policy and sets assessment rates. Assessment rates for fiscal year 2017 were established to provide for the operations of the District as well as the necessary debt service requirements.

CONTACTING THE DISTRICT'S FINANCIAL MANAGEMENT

This financial report is designed to provide a general overview of the District's finances. If you have questions about this report or need additional financial information, contact the Baywinds Community Development District's management company at 5385 N. Nob Hill Road, Sunrise, Florida 33351.



Basic Financial Statements

**Baywinds Community Development District
Statement of Net Position**

<i>September 30,</i>	2016
	Governmental Activities
Assets	
Cash and cash equivalents	\$ 317,471
Investments	2,306,859
Assessments receivable	238,905
Prepaid expenses	7,361
Capital assets:	
Not being depreciated	19,150,540
Depreciable, net	3,446,189
Total assets	25,467,325
Liabilities	
Accounts payable	7,161
Accrued interest payable	474,267
Non-current liabilities:	
Due within one year	1,080,000
Due in more than one year	17,849,432
Total liabilities	19,410,860
Net position	
Net investment in capital assets	4,584,221
Restricted for:	
Debt service	1,071,775
Capital projects	82,802
Unrestricted	317,667
Total net position	\$ 6,056,465

The accompanying notes are an integral part of these financial statements.

Baywinds Community Development District Statement of Activities

Year ended September 30,

2016

Functions/Programs	Expenses	Charges for Services	<u>Program Revenues</u>		Governmental Activities	<u>Net (Expense) Revenue and Changes in Net Position</u>
			Operating Grants and Contributions	Capital Grants and Contributions		
Primary government:						
Governmental activities:						
General government	\$ (86,082)	\$ 92,617	\$ -	\$ -	\$	6,535
Maintenance and operations	(388,012)	184,918	-	-		(203,094)
Interest	(1,234,230)	1,597,323	3,277,390	87		3,640,570
Total governmental activities	\$ (1,708,324)	\$ 1,874,858	\$ 3,277,390	\$ 87		3,444,011
						Net position - beginning of year 2,612,454
						Net position - end of year \$ 6,056,465

The accompanying notes are an integral part of these financial statements.

**Baywinds Community Development District
Balance Sheet – Governmental Funds**

September 30,

2016

	General	Debt Service	Non-Major Fund	Total Governmental Funds
Assets				
Cash and cash equivalents	\$ 317,471	\$ -	\$ -	\$ 317,471
Investments	-	2,224,057	82,802	2,306,859
Assessments receivable	-	238,905	-	238,905
Prepaid expenditures	7,361	-	-	7,361
Due from other funds	-	4	-	4
Total assets	\$ 324,832	\$ 2,462,966	\$ 82,802	\$ 2,870,600
Liabilities and Fund Balances				
Liabilities				
Accounts payable	\$ 7,161	\$ -	\$ -	\$ 7,161
Due to other funds	4	-	-	4
Total liabilities	7,165	-	-	7,165
Fund balances				
Nonspendable	7,361	-	-	7,361
Restricted for debt service	-	2,462,966	-	2,462,966
Restricted for capital projects	-	-	82,802	82,802
Unassigned	310,306	-	-	310,306
Total fund balances	317,667	2,462,966	82,802	2,863,435
Total liabilities and fund balances	\$ 324,832	\$ 2,462,966	\$ 82,802	\$ 2,870,600

The accompanying notes are an integral part of these financial statements.

Baywinds Community Development District
Reconciliation of the Balance Sheet of Governmental Funds to the Statement of
Net Position

<u>September 30,</u>	<u>2016</u>
Total fund balances, governmental funds	\$ 2,863,435
Capital assets used in governmental activities are not financial resources and therefore are not reported in the fund financial statements.	22,596,729
Liabilities not due and payable from current resources, including accrued interest, are not reported in the fund financial statements.	(19,403,699)
Total net position - governmental activities	\$ 6,056,465

The accompanying notes are an integral part of these financial statements.

Baywinds Community Development District
Statement of Revenues, Expenditures and Changes in Fund Balances –
Governmental Funds

Year ended September 30,

2016

	General	Debt Service	Non-Major Fund	Total Governmental Funds
Revenues				
Assessments	\$ 277,535	\$ 1,597,323	\$ -	\$ 1,874,858
Prepayment revenue	-	3,257,696	-	3,257,696
Interest and other revenues	-	19,694	87	19,781
Total revenues	277,535	4,874,713	87	5,152,335
Expenditures				
Current:				
General government	86,082	-	-	86,082
Maintenance and operations	171,869	-	-	171,869
Debt service:				
Principal	-	2,405,000	-	2,405,000
Interest	-	1,301,062	-	1,301,062
Total expenditures	257,951	3,706,062	-	3,964,013
Excess of revenues over expenditures	19,584	1,168,651	87	1,188,322
Other Financing Sources (Uses)				
Transfers in	-	-	50,139	50,139
Transfers out	-	(50,139)	-	(50,139)
Total other financing sources (uses)	-	(50,139)	50,139	-
Net change in fund balances	19,584	1,118,512	50,226	1,188,322
Fund balances, beginning of year	298,083	1,344,454	32,576	1,675,113
Fund balances, end of year	\$ 317,667	\$ 2,462,966	\$ 82,802	\$ 2,863,435

The accompanying notes are an integral part of these financial statements.

**Baywinds Community Development District
Reconciliation of the Statement of Revenues, Expenditures and Changes in Fund
Balances of Governmental Funds to the Statement of Activities**

<i>Year ended September 30,</i>	2016
Net change in fund balances - governmental fund	\$ 1,188,322
Governmental funds report principal payments on bonds when debt is paid, whereas these payments are eliminated in the Statement of Activities and recognized as a decrease in bonds payable in the Statement of Net Position.	2,405,000
Depreciation on capital assets is not recognized in the fund financial statements but is reported as an expense in the Statement of Activities.	(216,143)
Amortization of original issue discount is not recognized in the governmental fund statements but is reported as an expense in the Statement of Activities.	(1,485)
The change in accrued interest between the current and prior year is recorded on the Statement of Activities but not on the fund financial statements.	68,317
Change in net position of governmental activities	\$ 3,444,011

The accompanying notes are an integral part of these financial statements.

Baywinds Community Development District Notes to Financial Statements

NOTE 1: NATURE OF ORGANIZATION

The Baywinds Community Development District (the “District”) was established on November 25, 2005 pursuant to the Uniform Community Development District Act of 1980, otherwise known as Chapter 190, Florida Statutes, by Miami-Dade County Ordinance 05-205. The Act provides, among other things, the power to manage basic services for community development, power to borrow money and issue bonds, and to levy and assess non-ad valorem assessments for the financing and delivery of capital infrastructure.

The District was established for the purposes of financing and managing the acquisition, construction, maintenance and operation of certain infrastructure necessary for community development within the District. The District has the authority to borrow money and issue bonds, and to assess and levy non-ad valorem assessments for the financing and delivery of capital infrastructure.

The District is governed by a Board of Supervisors (“Board”), which is comprised of five members. The Supervisors are elected on an at large basis by qualified electors that reside within the District. Certain Supervisors are currently affiliated with the Developer of the District, Lennar Homes, Inc. The Board of Supervisors of the District exercise all powers granted to the District pursuant to Chapter 190, Florida Statutes.

The Board has the final responsibility for:

1. Assessing and levying assessments.
2. Approving budgets.
3. Exercising control over facilities and properties.
4. Controlling the use of funds generated by the District.
5. Approving the hiring and firing of key personnel.
6. Financing improvements.

In evaluating how to define the government, for financial reporting purposes, management has considered all potential component units. The decision to include or exclude a potential component unit in the reporting entity was made by applying the criteria set forth by Generally Accepted Accounting Principles (GAAP) as defined by the Governmental Accounting Standards Board (GASB) in statements No. 14 and No. 61. Based on the foregoing criteria, no potential component units were found.

NOTE 2: SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

The accounting policies of the District conform to GAAP as applicable to governments in accordance with those promulgated by GASB. The following is a summary of the more significant policies:

Government-wide and Fund Financial Statements

The basic financial statements include both government-wide and fund financial statements.

Baywinds Community Development District Notes to Financial Statements

NOTE 2: SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)

The government-wide financial statements (i.e., the Statement of Net Position and the Statement of Activities) report information on all the non-fiduciary activities of the primary government. Governmental activities, which normally are supported by assessments, are reported separately from business-type activities, which rely to a significant extent on fees and charges for support. The business-type activities are reported separately in government-wide financial statements; however, at September 30, 2016, the District did not have any significant business-type activities. Therefore, no business-type activities are reported. Assessments and other items not properly included as program revenues (i.e., charges to customers or applicants who purchase, use, or directly benefit from goods or services) are reported as general revenues.

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

Measurement Focus, Basis of Accounting and Basis of 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 the related cash flows. Assessments are recognized as revenues in the year for which they are levied. Grants and other similar items are to be recognized as revenue as soon as all eligibility requirements imposed by the provider have been met.

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 60 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.

Assessments, including debt service assessments along with operation and maintenance assessments, are non-ad valorem special assessments imposed on all lands located within the District and benefited by the District's activities, operation and maintenance. Assessments are levied and certified for collection by the District prior to the start of the fiscal year which begins October 1st and ends on September 30th. Operation and maintenance special assessments are imposed upon all benefited lands located in the District. Debt service special assessments are imposed upon certain lots and lands as described in each resolution imposing the special assessment for each series of bonds issued by the District. Certain debt service assessments are collected upon the closing of those lots subject to short term debt and are used to prepay a portion of the bonds outstanding.

Assessments and interest associated with the current fiscal period are all considered to be susceptible to accrual and have been recognized as revenues of the current fiscal period. All other revenue items are considered to be measurable and available only when cash is received by the District.

Baywinds Community Development District Notes to Financial Statements

NOTE 2: SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)

The District reports the following major governmental funds:

General Fund – The General Fund is the primary operating fund of the District. It is used to account for all financial resources except those required to be accounted for in other funds.

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

For the year ended September 30, 2016, the District does not report any proprietary funds.

As a general rule, the effect of interfund activity has been eliminated from the government-wide financial statements.

When both restricted and unrestricted resources are available for use, it is the District's policy to use restricted resources first, then unrestricted resources as they are needed. When committed, assigned, or unassigned resources are available for use in the governmental fund financial statements, it is the government's policy to use committed resources first, followed by assigned resources, then unassigned resources as needed.

Cash, 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.

Under this method, all the District's deposits are fully insured or collateralized at the highest level of security as defined by GASB, Statement Number 40, *Deposits and Investment Disclosures (An Amendment of GASB, Statement Number 3)*.

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 Trust Funds as created by Section 218.415, 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.

Baywinds Community Development District Notes to Financial Statements

NOTE 2: SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)

Capital Assets

Capital assets, which include primarily infrastructure assets (e.g., roads, sidewalks, water management systems and similar items), are reported in the governmental activities column in the government-wide financial statements. Capital assets are defined by the District as assets with an initial/individual cost of more than \$5,000 and an estimated useful life in excess of two years. Such assets are recorded at historical cost and estimated historical cost if purchased or constructed. Donated assets are recorded at estimated fair market value at the date of donation.

The costs of normal maintenance and repairs that do not add to the value of the asset or materially extend asset lives are not capitalized. Major outlays for capital assets and improvements are capitalized as projects are constructed.

Property, plant and equipment of the primary government are depreciated using the straight-line method over the estimated useful lives. Estimated useful lives for financial reporting purposes are as follows: infrastructure:

<u>Asset</u>	<u>Years</u>
Infrastructure	25 - 30

In the governmental fund financial statements, amounts incurred for the acquisition of capital assets are reported as fund expenditures. Depreciation expense is not reported in the governmental fund financial statements.

Estimates

The preparation of financial statements in conformity with accounting principles generally accepted in the U.S. requires management to make estimates and assumptions that affect certain reported amounts and disclosures. Accordingly, actual results could differ from those estimates.

Long-Term Obligations

In the government-wide financial statements, long-term debt and other long-term obligations are reported as liabilities in the Statement of Net Position. Bond premiums and discounts are deferred and amortized over the life of the bonds using the straight-line or effective interest method. Bonds payable are reported net of these premiums or discounts. Issuance costs, whether or not withheld from the actual debt proceeds received, are reported as current period expenses.

In the fund financial statements, governmental fund types recognize bond premiums and discounts during the current period. The face amount of the debt issued is reported as other financing sources. Premiums received on debt issuances are reported as other financing sources while discounts on debt issuances are reported as other financing uses. Issuance costs, whether or not withheld from the actual debt proceeds received, are reported as debt service expenditures.

Baywinds Community Development District Notes to Financial Statements

NOTE 2: SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)

Deferred Outflows/Inflows of Resources

In addition to assets, the statement of financial position includes a separate section for deferred outflows of resources. This separate financial statement element, *deferred outflows of resources*, represents a consumption of net position that applies to a future period(s) and so will not be recognized as an outflow of resources (expense/expenditure) until then. The District does not have any of this type of item at September 30, 2016.

In addition to liabilities, the statement of financial position will sometimes report a separate section for deferred inflows of resources. This separate financial statement element, *deferred inflows of resources*, represents an acquisition of net position that applies to a future period(s) and so will not be recognized as an inflow of resources (revenue) until that time. The District does not have any of this type of item at September 30, 2016.

Fund Equity

Net position in the government-wide financial statements represents the difference between assets and deferred outflows of resources and liabilities and deferred inflows of resources and is categorized as net investment in capital assets, restricted or unrestricted. Net investment in capital assets represents assets related to infrastructure and property, plant and equipment, net of any related debt. Restricted net position represents the assets restricted by the District's bond covenants.

Governmental fund equity is classified as fund balance. Fund balance is further classified as nonspendable, restricted, committed, assigned, or unassigned. Nonspendable fund balance cannot be spent because of its form. Restricted fund balance has limitations imposed by creditors, grantors, or contributors or by enabling legislation or constitutional provisions. Committed fund balance is a limitation imposed by the District board through approval of resolutions. Assigned fund balance is a limitation imposed by a designee of the District board. Unassigned fund balance in the General Fund is the net resources in excess of what can be properly classified in one of the above four categories. Negative unassigned fund balance in other governmental funds represents excess expenditures incurred over the amounts restricted, committed, or assigned to those purposes.

Budgets

The District is required to establish a budgetary system and an approved annual budget. Annual budgets are legally adopted on a basis consistent with GAAP for the General Fund. Any revision to the budget must be approved by the District Board. The budgets are compared to actual expenditures. In instances where budget appropriations and estimated revenues have been revised during the year, budget data presented in the financial statements represent final authorization amounts.

Baywinds Community Development District Notes to Financial Statements

NOTE 2: SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)

The District follows these procedures in establishing the budgetary data reflected in the financial statements:

- A. Each year the District Manager submits to the District Board a proposed operating budget for the fiscal year commencing the following October 1.
- B. A public hearing is conducted to obtain comments.
- C. Prior to October 1, the budget is legally adopted by the District Board.
- D. All budget changes must be approved by the District Board.
- E. Budgets are adopted on a basis consistent with accounting principles generally accepted in the United States of America.

NOTE 3: INVESTMENTS

As shown below, the District's investments held at September 30, 2016 consist of short-term money market funds. In accordance with GASB 72, *Fair Value Measurement and Application*, the money market amounts are reported in the financial statements at amortized cost.

The following is a summary of the District's investments:

<u>September 30,</u>	<u>2016</u>	<u>Credit Risk</u>	<u>Maturities</u>
Short-term Money Market Funds	\$ 2,306,859	S&P AAAM	42 days
	<u>\$ 2,306,859</u>		

Custodial credit risk – For an investment, custodial credit risk is the risk that the District will not be able to recover the value of the investments or collateral securities that are in the possession of an outside party. The District has no formal policy for custodial risk. At September 30, 2016, the money market funds are not exposed to custodial credit risk because their existence is not evidenced by securities that exist in physical or book entry form.

Concentration risk – The District's investment policy requires diversification, but does not specify limits on types of investments.

Interest rate risk – The District does not have a formal policy for addressing interest rate risk; however, investments are made with discretion, to seek reasonable returns, preserve capital, and in general, avoid speculative investments. The District manages its exposure to declines in fair values from interest rate changes by reviewing the portfolio on an ongoing basis for changes in effective yield amounts.

Baywinds Community Development District Notes to Financial Statements

NOTE 4: CAPITAL ASSETS

The following is a summary of changes in the capital assets for the year ended September 30, 2016:

	Beginning Balance	Additions	Transfers and Conveyances	Ending Balance
Governmental Activities:				
<i>Capital assets not being depreciated</i>				
Land improvements	\$ 15,883,418	\$ -	\$ -	\$ 15,883,418
Infrastructure under construction	3,267,122	-	-	3,267,122
Total capital assets, not being depreciated	19,150,540	-	-	19,150,540
<i>Capital assets being depreciated</i>				
Infrastructure	5,515,916	-	-	5,515,916
Total capital assets, being depreciated	5,515,916	-	-	5,515,916
<i>Less accumulated depreciation</i>				
Infrastructure	(1,853,584)	(216,143)	-	(2,069,727)
Total accumulated depreciation	(1,853,584)	(216,143)	-	(2,069,727)
Total capital assets, being depreciated, net	3,662,332	(216,143)	-	3,446,189
Governmental activities capital assets, net	\$ 22,812,872	\$ (216,143)	\$ -	\$ 22,596,729

Depreciation expense of \$216,143 was allocated to maintenance and operations on the accompanying Statement of Activities.

The total projected cost of the infrastructure has been estimated at \$29.9 million, of which approximately \$25 million is expected to be financed with the proceeds from the issuance of Bonds with the remainder to be funded by the Developer. In addition, the District has entered into an Acquisition Agreement with the Developer, whereby the Developer has agreed to provide, design, construct, and sell to the District, and the District agreed to purchase from the Developer, all or a portion of the project. In the prior years, the District has conveyed improvements to other governmental entities. Certain additional improvements are expected to be conveyed to other governmental entities in subsequent fiscal years.

In connection with the 2006 project, if the amount by which the cost of the 2006 project or portion thereof to be conveyed by the Developer to the District pursuant to such Acquisition Agreement exceeds the amount actually paid by the District for the 2006 project or portion thereof from proceeds of the Series 2006 bonds, it may be determined that a deferred obligation exists. Upon completion of the project, certain funds available from the bonds may be used to pay deferred obligations, as outlined in the bond indenture. At September 30, 2016, the projects have not been completed and no determination has been made as to whether or not a deferred obligation exists.

Baywinds Community Development District Notes to Financial Statements

NOTE 5: BONDS PAYABLE

On March 31, 2006, the District issued \$30,050,000 of Special Assessment Bonds, Series 2006 consisting of \$13,510,000 Series 2006A Bonds and \$16,540,000 of Series 2006B Bonds with interest rates of 5.257% and 4.90%, respectively. These bonds were issued to finance the acquisition and construction of certain improvements for the benefit of the District. Interest is paid semiannually on each May 1 and November 1. Principal payments on the Series 2006A Bonds are made serially commencing on May 1, 2008 through May 1, 2037. Principal payments on the Series 2006B Bonds were due in full on May 1, 2012. However, in fiscal year 2012, the District entered into a modification agreement with the Trustee, among others, extending the maturity on the Series 2006B Bonds to May 1, 2022 and increasing the interest rate to 7.02%.

Long-term liability activity for the year ended September 30, 2016, was as follows:

	Beginning Balance	Additions	Reductions	Ending Balance	Due Within One Year
<i>Governmental Activities</i>					
Bonds Payable:					
Series 2006A	\$ 11,165,000	\$ -	\$ (275,000)	\$ 10,890,000	\$ 290,000
Series 2006B	10,200,000	-	(2,130,000)	8,070,000	790,000
	\$ 21,365,000	\$ -	\$ (2,405,000)	\$ 18,960,000	\$ 1,080,000

At September 30, 2016, the scheduled debt service requirements on long-term debt were as follows. The 2017 amount includes \$790,000 paid on the 2006B Bonds in November 2016.

<i>Year Ending September 30,</i>	Principal	Interest	Debt Service
2017	\$ 1,080,000	\$ 1,110,510	\$ 2,190,510
2018	305,000	1,067,556	1,372,556
2019	325,000	1,051,544	1,376,544
2020	340,000	1,034,481	1,374,481
2021	360,000	1,016,631	1,376,631
2022 - 2026	9,395,000	2,734,169	12,129,169
2027 - 2031	2,755,000	1,604,138	4,359,138
2032 - 2036	3,565,000	800,363	4,365,363
2037	835,000	43,836	878,836
	\$ 18,960,000	\$ 10,463,228	\$ 29,423,228

Baywinds Community Development District Notes to Financial Statements

NOTE 5: BONDS PAYABLE (Continued)

The balance of the bonds at September 30, 2016 is summarized as follows:

<i>September 30,</i>	2016
Bond principal balance	\$ 18,960,000
Less original issue discount	(30,568)
Net balance, bonds	<u>\$ 18,929,432</u>

The Bond Indenture requires that the District maintain adequate funds in reserve accounts to meet the debt service reserve requirements as defined in the Indenture. The requirements have been met for the fiscal year ended September 30, 2016.

The Bond Indenture has certain restrictions and requirements relating principally to the use of proceeds to pay for the infrastructure improvements and the procedures to be followed by the District on assessments to property owners. The District agreed to levy special assessments in annual amounts adequate to provide payment of debt service. The District is in compliance with the requirements of the Bond Indentures for all series.

NOTE 6: RISK MANAGEMENT

The District is exposed to various risks of loss related to torts; theft of, damage to, and destruction of assets; errors and omissions; and natural disasters. The District maintains commercial insurance coverage to mitigate the risk of loss. Coverage may not extend to all situations. Management believes such coverage is sufficient to preclude any significant uninsured losses to the District. Settled claims have not exceeded this commercial coverage in the previous three years.

NOTE 7: MANAGEMENT COMPANY

The District has contracted with a management company, Governmental Management Services, to perform management advisory services, which include financial and accounting advisory services. Certain employees of the management company also serve as officers (Board appointed non-voting positions) of the District. Under the agreement, the District compensates the management company for management, accounting, financial reporting, and other administrative costs.

NOTE 8: CONCENTRATION

A significant portion of the District's future activity is dependent upon the continued involvement of the Developer, Lennar Homes, Inc., and significant landowners, the loss of which could have a material adverse effect on the District's operations.



Baywinds Community Development District Notes to Financial Statements

NOTE 8: CONCENTRATION (Continued)

During the year ended September 30, 2016, the District assessed two significant landowners approximately \$1.1 million through the local tax collector. The significant landowners also made prepayments totaling \$1,294,211. These significant landowners plus the Developer (see below) accounted for substantially all of the District's total assessment and prepayment revenues.

The District direct assessed the Developer \$714,888 for debt service costs on lots owned subject to Series 2006B assessments.



**Required Supplemental Information
(Other Than MD&A)**

**Baywinds Community Development District
Budget to Actual Comparison Schedule – General Fund**

<i>Year ended September 30,</i>	2016		
	Original and Final Budget	Actual Amounts	Variance with Final Budget
Revenues			
Assessments	\$ 276,759	\$ 277,535	\$ 776
Total revenues	276,759	277,535	776
Expenditures			
General government	95,109	86,082	9,027
Maintenance and operations	181,650	171,869	9,781
Total expenditures	276,759	257,951	18,808
Excess of revenues over expenditures	\$ -	\$ 19,584	\$ 19,584



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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

To the Board of Supervisors
Baywinds Community Development District
Miami-Dade County, Florida

We have audited, 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, the financial statements of the governmental activities, each major fund, and the aggregate remaining fund information of Baywinds Community Development District (hereinafter referred to as the "District"), as of and for the year ended September 30, 2016, 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 23, 2017.

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 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.

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.

Carr, Riggs & Ingram, L.L.C.

CARR, RIGGS & INGRAM, LLC

Miramar Beach, Florida
January 23, 2017

MANAGEMENT LETTER

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To the Board of Supervisors
Baywinds Community Development District
Miami-Dade County, Florida

Report on the Financial Statements

We have audited the financial statements of the Baywinds Community Development District (“District”) as of and for the fiscal year ended September 30, 2016, and have issued our report thereon dated January 23, 2017.

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 Reports and Schedule

We have issued our Independent Auditors’ Report on Internal Control over Financial Reporting and Compliance and Other Matters Based on an Audit of the Financial Statements Performed in Accordance with *Government Auditing Standards* and Independent Accountant’s Report on an examination conducted in accordance with *AICPA Professional Standards*, Section 601, regarding compliance requirements in accordance with Chapter 10.550, Rules of the Auditor General. Disclosures in those reports, which are dated January 23, 2017, 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 annual financial audit report. There were no findings or recommendations made in the preceding annual 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 and each component unit of the reporting entity be disclosed in this management letter, unless disclosed in the notes to the financial statements. The information required is disclosed in the notes to the financial statements.

Financial Condition

Section 10.554(1)(i)5.a. and 10.556(7), Rules of the Auditor General, require that we apply appropriate procedures and report 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 identification of the specific condition(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.

Pursuant to Sections 10.554(1)(i)5.c. and 10.556(8), Rules of the Auditor General, we applied financial condition assessment procedures. It is management's responsibility to monitor the District's financial condition, and our financial condition assessment was based in part on representations made by management and the review of financial information provided by same.

Annual Financial Report

Section 10.554(1)(i)5.b. and 10.556(7), Rules of the Auditor General, require that we apply appropriate procedures and report the results of our determination as to whether the annual financial report for the District for the fiscal year ended September 30, 2016, filed with the Florida Department of Financial Services pursuant to Section 218.32(1)(a), Florida Statutes, is in agreement with the annual financial audit report for the fiscal year ended September 30, 2016. In connection with our audit, we determined that these two reports were in agreement.

Other Matters

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

Section 10.554(1)(i)3., Rules of the Auditor General, requires that we address noncompliance with provisions of contracts or grant agreements, or abuse, that have occurred, or are likely to have occurred, that have an effect on the financial statements that is less than material but which warrants the attention of those charged with governance. In connection with our audit, we did not have any such findings.

Purpose of this Letter

Our management letter is intended solely for the information and use of 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.

Carr, Riggs & Ingram, L.L.C.

CARR, RIGGS & INGRAM, LLC

Miramar Beach, Florida
January 23, 2017



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INDEPENDENT ACCOUNTANT'S REPORT

To the Board of Supervisors
Baywinds Community Development District
Miami-Dade County, Florida

We have examined Baywinds Community Development District's compliance with the requirements of Section 218.415, Florida Statutes, *Local Government Investment Policies*, during the year ended September 30, 2016. 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 and, accordingly, included examining, on a test basis, evidence about the District's compliance with those requirements and performing such other procedures as we considered necessary in the circumstances. We believe that our examination provides 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 for the year ended September 30, 2016.

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

Carr, Riggs & Ingram, L.L.C.

CARR, RIGGS & INGRAM, LLC

Miramar Beach, Florida
January 23, 2017