

**PORTOFINO LANDINGS
COMMUNITY DEVELOPMENT DISTRICT
CITY OF FORT PIERCE, FLORIDA
FINANCIAL REPORT
FOR THE FISCAL YEAR ENDED
SEPTEMBER 30, 2017**

**PORTOFINO LANDINGS COMMUNITY DEVELOPMENT DISTRICT
CITY OF FORT PIERCE, FLORIDA**

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INDEPENDENT AUDITOR'S REPORT

To the Board of Supervisors
Portofino Landings Community Development District
City of Fort Pierce, Florida

Report on the Financial Statements

We have audited the accompanying financial statements of the governmental activities and each major fund of Portofino Landings Community Development District, City of Fort Pierce, Florida ("District") as of and for the fiscal year ended September 30, 2017 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.

Auditor's Responsibility

Our responsibility is to express opinions on these financial statements based on our audit. Except as discussed in the following paragraph, we conducted our audit in accordance with auditing standards generally accepted in the United States of America and the standards applicable to financial audits contained in *Government Auditing Standards*, issued by the Comptroller General of the United States. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

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

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

Opinions

In our opinion, the financial statements referred to above present fairly, in all material respects, the respective financial position of the governmental activities and each major fund of the District as of September 30, 2017, and the respective changes in financial position, thereof for the fiscal year then ended in accordance with accounting principles generally accepted in the United States of America.

Emphasis of Matter

As discussed in Note 7 and other referenced notes to the financial statements, the debt service and capital projects funds had deficit fund balances. The Developer stopped funding the District during a prior fiscal year and has not paid its share of assessments for the prior fiscal years resulting in significant delinquent assessments. As a result, certain scheduled debt service payments were made, in part, by draws on the Debt Service Reserve Account in prior fiscal years. In addition, the District did not have sufficient funds to make certain scheduled debt service payments in the prior and current fiscal years, and as a result, the payments were not made. The District's failures to make its scheduled debt service payments when they are due are considered events of default. The District is economically dependent on the Developer.

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 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 June 28, 2018, on our consideration of the District's internal control over financial reporting and on our tests of its compliance with certain provisions of laws, regulations, contracts, 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 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.

Report on Other Legal and Regulatory Requirements

We have also issued our report dated June 28, 2018, on our consideration of the District's compliance with the requirements of Section 218.415, Florida Statutes, as required by Rule 10.556(10) of the Auditor General of the State of Florida. The purpose of that report is to provide an opinion based on our examination conducted in accordance with attestation standards established by the American Institute of Certified Public Accountants



June 28, 2018

MANAGEMENT'S DISCUSSION AND ANALYSIS

Our discussion and analysis of Portofino Landings Community Development District, City of Fort Pierce, Florida ("District") provides a narrative overview of the District's financial activities for the fiscal year ended September 30, 2017. Please read it in conjunction with the District's Independent Auditor's Report, basic financial statements, accompanying notes and supplementary information to the basic financial statements.

FINANCIAL HIGHLIGHTS

- The liabilities of the District exceeded its assets at the close of the most recent fiscal year resulting in a net position deficit balance of (\$2,467,762).
- The change in the District's total net position in comparison with the prior fiscal year was \$624,255, an increase. The key components of the District's net position and change in net position are reflected in the table in the government-wide financial analysis section.
- At September 30, 2017, the District's governmental funds reported combined ending fund balances of (\$1,767,556), a decrease of (\$801,761) in comparison with the prior fiscal year. The total fund balances are comprised of unassigned deficit fund balance in the debt service and capital projects fund, and the remainder is unassigned fund balance in the general fund.

OVERVIEW OF FINANCIAL STATEMENTS

This discussion and analysis are intended to serve as the introduction to the District's basic financial statements. The District's basic financial statements are comprised of three components: 1) government-wide financial statements, 2) fund financial statements, and 3) notes to the financial statements. This report also contains other supplementary information in addition to the basic financial statements themselves.

Government-Wide Financial Statements

The government-wide financial statements are designed to provide readers with a broad overview of the District's finances, in a manner similar to a private-sector business.

The statement of net position presents information on all the District's assets, deferred outflows of resources, liabilities, and deferred inflows of resources with the residual amount being reported as net position. Over time, increases or decreases in net position may serve as a useful indicator of whether the financial position of the District is improving or deteriorating.

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

The government-wide financial statements include all governmental activities that are principally supported by special assessment and Developer revenues. The District does not have any business-type activities. The governmental activities of the District include general government (management) and maintenance functions.

Fund Financial Statements

A fund is a grouping of related accounts that is used to maintain control over resources that have been segregated for specific activities or objectives. The District, like other state and local governments, uses fund accounting to ensure and demonstrate compliance with finance-related legal requirements. The District has one fund category: governmental funds.

OVERVIEW OF FINANCIAL STATEMENTS (Continued)

Governmental Funds

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

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

The District maintains three individual governmental funds. Information is presented separately in the governmental fund balance sheet and the governmental fund statement of revenues, expenditures, and changes in fund balances for the general fund, debt service fund and capital projects fund all of which are considered to be major funds.

The District adopts an annual appropriated budget for its general fund. A budgetary comparison schedule has been provided for the general fund to demonstrate compliance with the budget.

Notes to the Financial Statements

The notes provide additional information that is essential to a full understanding of the data provided in the government-wide and fund financial statements.

GOVERNMENT-WIDE FINANCIAL ANALYSIS

As noted earlier, net position may serve over time as a useful indicator of an entity's financial position. In the case of the District, liabilities exceeded assets at the close of the fiscal year ended September 30, 2017.

Key components of the District's net position are reflected in the following table:

	NET POSITION	
	SEPTEMBER 30,	
	2017	2016
Assets, excluding capital assets	\$ 1,643,351	\$ 506,965
Capital assets	4,441,702	4,525,686
Total assets	6,085,053	5,032,651
Liabilities, excluding long-term liabilities	1,527,815	1,099,668
Long-term liabilities	7,025,000	7,025,000
Total liabilities	8,552,815	8,124,668
Net position		
Net investment in capital assets	(2,583,298)	(2,499,314)
Unrestricted	115,536	(592,703)
Total net position	\$ (2,467,762)	\$ (3,092,017)

The District's net position reflects its investment in capital assets (e.g. land, land improvements, and infrastructure) less any related debt used to acquire those assets that is still outstanding. These assets are used to provide services to residents; consequently, these assets are not available for future spending. Although the District's investment in capital assets is reported net of related debt, it should be noted that the resources needed to repay this debt must be provided from other sources, since the capital assets themselves cannot be used to liquidate these liabilities.

GOVERNMENT-WIDE FINANCIAL ANALYSIS (Continued)

The District's net position increased during the most recent fiscal year. The majority of the increase was due to the collection of a large amount of assessments in the current fiscal year.

Key elements of the change in net position are reflected in the following table:

CHANGES IN NET POSITION		
FOR THE FISCAL YEAR ENDED SEPTEMBER 30,		
	2017	2016
Revenues:		
Program revenues		
Charges for services	\$ 1,134,304	\$ 296,124
Operating grants and contributions	2,688	947
Capital grants and contributions	3	2
Total revenues	<u>1,136,995</u>	<u>297,073</u>
Expenses:		
General government	52,176	58,872
Maintenance and operations	83,984	83,984
Interest	376,580	376,580
Total expenses	<u>512,740</u>	<u>519,436</u>
Change in net position	<u>624,255</u>	<u>(222,363)</u>
Net position - beginning	(3,092,017)	(2,869,654)
Net position - ending	<u>\$ (2,467,762)</u>	<u>\$ (3,092,017)</u>

As noted above and in the statement of activities, the cost of all governmental activities during the fiscal year ended September 30, 2017 was \$512,740. The costs of the District's activities were partially funded by program revenues. Program revenues, comprised primarily of assessments, increased from the prior fiscal year as more delinquent assessments were collected in the current fiscal year. Expenses did not change significantly from the prior fiscal year.

GENERAL BUDGETING HIGHLIGHTS

An operating budget was adopted and maintained by the governing board for the District pursuant to the requirements of Florida Statutes. The budget is adopted using the same basis of accounting that is used in preparation of the fund financial statements. The legal level of budgetary control, the level at which expenditures may not exceed budget, is in the aggregate. Any budget amendments that increase the aggregate budgeted appropriations must be approved by the Board of Supervisors. Actual general fund expenditures did not exceed appropriations for the fiscal year ended September 30, 2017.

CAPITAL ASSETS AND DEBT ADMINISTRATION

Capital Assets

At September 30, 2017, the District had \$5,258,535 invested in capital assets for its governmental activities. In the government-wide financial statements depreciation of \$816,833 has been taken, which resulted in a net book value of \$4,441,702. More detailed information about the District's capital assets is presented in the notes of the financial statements.

Capital Debt

At September 30, 2017, the District had \$7,025,000 in Bonds outstanding for its governmental activities. More detailed information about the District's capital debt is presented in the notes of the financial statements.

ECONOMIC FACTORS AND NEXT YEAR'S BUDGETS AND OTHER EVENTS

As discussed in the notes to the financial statements, the debt service and capital projects funds had deficit fund balances. The Developer stopped funding the District during a prior fiscal year and has not paid its share of assessments for the prior fiscal years resulting in significant delinquent assessments. As a result, certain scheduled debt service payments were made, in part, by draws on the Debt Service Reserve Account in prior fiscal years. In addition, the District did not have sufficient funds to make certain scheduled debt service payments in the prior and current fiscal years, and as a result, the payments were not made. The District's failures to make its scheduled debt service payments when they are due are considered events of default. The District is economically dependent on the Developer.

Subsequent to fiscal year end, the District received \$2,456,608 of delinquent debt assessments for the Series 2007A Bonds. In addition, the District paid delinquent principal of \$600,000 on the Series 2007B Bonds and delinquent interest on the Series 2007A and 2007B Bonds totaling \$609,120 and \$180,050, respectively.

CONTACTING THE DISTRICT'S FINANCIAL MANAGEMENT

This financial report is designed to provide our citizens, land owners, customers, investors and creditors with a general overview of the District's finances and to demonstrate the District's accountability for the financial resources it manages and the stewardship of the facilities it maintains. If you have questions about this report or need additional financial information, contact the Portofino Landings Community Development District's Finance Department at 5385 N. Nob Hill Road, Sunrise, Florida 33351.

**PORTOFINO LANDINGS COMMUNITY DEVELOPMENT DISTRICT
CITY OF FORT PIERCE, FLORIDA
STATEMENT OF NET POSITION
SEPTEMBER 30, 2017**

	Governmental Activities
ASSETS	
Cash	\$ 1,119,860
Assessments receivable	6,498
Restricted assets:	
Investments	516,993
Capital assets	
Nondepreciable	3,389,004
Depreciable, net	1,052,698
Total assets	6,085,053
LIABILITIES	
Accounts payable	133,137
Accrued interest payable	156,908
Due to Bondholders:	
Principal	2,040,000
Interest	1,237,770
Non-current liabilities:	
Due within one year*	130,000
Due in more than one year	4,855,000
Total liabilities	8,552,815
NET POSITION	
Net investment in capital assets	(2,583,298)
Unrestricted	115,536
Total net position	\$ (2,467,762)

* The missed debt service payments for the Series 2007 Bonds are reflected in the due to Bondholders account balance.

See notes to the financial statements

**PORTOFINO LANDINGS COMMUNITY DEVELOPMENT DISTRICT
CITY OF FORT PIERCE, FLORIDA
STATEMENT OF ACTIVITIES
FOR THE FISCAL YEAR ENDED
SEPTEMBER 30, 2017**

	Program Revenues			Net (Expense) Revenue and Changes in Net Position
Functions/Programs	Charges for Services	Operating Grants and Contributions	Capital Grants and Contributions	Governmental Activities
Primary government:				
Governmental activities:				
General government	\$ 52,176	\$ -	\$ -	\$ 27,849
Maintenance and operations	83,984	-	3	(83,981)
Interest on long-term debt	376,580	1,054,279	2,688	680,387
Total governmental activities	512,740	1,134,304	2,688	624,255
			Change in net position	624,255
			Net position - beginning	(3,092,017)
			Net position - ending	\$ (2,467,762)

See notes to the financial statements

**PORTOFINO LANDINGS COMMUNITY DEVELOPMENT DISTRICT
CITY OF FORT PIERCE, FLORIDA
BALANCE SHEET
GOVERNMENTAL FUNDS
SEPTEMBER 30, 2017**

	Major Funds			Total Governmental Funds
	General	Debt Service	Capital Projects	
ASSETS				
Cash	\$ 1,119,860	\$ -	\$ -	\$ 1,119,860
Investments	-	516,306	687	516,993
Due from other funds	-	1,037,534	-	1,037,534
Assessments receivable	247	6,251	-	6,498
Total assets	<u>\$ 1,120,107</u>	<u>\$ 1,560,091</u>	<u>\$ 687</u>	<u>\$ 2,680,885</u>
LIABILITIES AND FUND BALANCES				
Liabilities:				
Accounts payable	\$ 81,998	\$ 12,009	\$ 39,130	\$ 133,137
Due to other funds	1,037,534	-	-	1,037,534
Due to Bondholders	-	3,277,770	-	3,277,770
Total liabilities	<u>1,119,532</u>	<u>3,289,779</u>	<u>39,130</u>	<u>4,448,441</u>
Fund balances:				
Unassigned	575	(1,729,688)	(38,443)	(1,767,556)
Total fund balances	<u>575</u>	<u>(1,729,688)</u>	<u>(38,443)</u>	<u>(1,767,556)</u>
Total liabilities and fund balances	<u>\$ 1,120,107</u>	<u>\$ 1,560,091</u>	<u>\$ 687</u>	<u>\$ 2,680,885</u>

See notes to the financial statements

**PORTOFINO LANDINGS COMMUNITY DEVELOPMENT DISTRICT
CITY OF FORT PIERCE, FLORIDA
RECONCILIATION OF THE BALANCE SHEET - GOVERNMENTAL FUNDS
TO THE STATEMENT OF NET POSITION
SEPTEMBER 30, 2017**

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

Fund balance - governmental funds	\$ (1,767,556)
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Capital assets used in governmental activities are not financial resources and, therefore, are not reported as assets in the governmental funds. The statement of net position includes those capital assets, net of accumulated depreciation, in the net position of the government as a whole.

Cost of capital assets	5,258,535	
Accumulated depreciation	<u>(816,833)</u>	4,441,702

All liabilities, both current and long-term, are reported in the government-wide financial statements.

Accrued interest payable	(156,908)	
Bonds payable*	<u>(4,985,000)</u>	<u>(5,141,908)</u>
Net position of governmental activities		<u>\$ (2,467,762)</u>

* The missed debt service payments for the Series 2007 Bonds are reflected in the due to Bondholders account balance.

See notes to the financial statements

**PORTOFINO LANDINGS COMMUNITY DEVELOPMENT DISTRICT
CITY OF FORT PIERCE, FLORIDA
STATEMENT OF REVENUES, EXPENDITURES,
AND CHANGES IN FUND BALANCES
GOVERNMENTAL FUNDS
FOR THE FISCAL YEAR ENDED
SEPTEMBER 30, 2017**

	Major Funds			Total Governmental Funds
	General	Debt Service	Capital Projects	
REVENUES				
Assessments	\$ 80,025	\$ 1,054,279	\$ -	\$ 1,134,304
Interest	-	2,688	3	2,691
Total revenues	<u>80,025</u>	<u>1,056,967</u>	<u>3</u>	<u>1,136,995</u>
EXPENDITURES				
Current:				
General government	45,726	6,450	-	52,176
Debt service:				
Principal	-	1,510,000	-	1,510,000
Interest	-	376,580	-	376,580
Total expenditures	<u>45,726</u>	<u>1,893,030</u>	<u>-</u>	<u>1,938,756</u>
Excess (deficiency) of revenues over (under) expenditures	34,299	(836,063)	3	(801,761)
Fund balances - beginning	<u>(33,724)</u>	<u>(893,625)</u>	<u>(38,446)</u>	<u>(965,795)</u>
Fund balances - ending	<u>\$ 575</u>	<u>\$ (1,729,688)</u>	<u>\$ (38,443)</u>	<u>\$ (1,767,556)</u>

See notes to the financial statements

**PORTOFINO LANDINGS COMMUNITY DEVELOPMENT DISTRICT
CITY OF FORT PIERCE, FLORIDA
RECONCILIATION OF THE STATEMENT OF REVENUES, EXPENDITURES AND CHANGES IN
FUND BALANCES OF GOVERNMENTAL FUNDS TO THE STATEMENT OF ACTIVITIES
FOR THE FISCAL YEAR ENDED
SEPTEMBER 30, 2017**

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

Net change in fund balances - total governmental funds	\$ (801,761)
Depreciation on capital assets is not recognized in the governmental fund financial statements, but is reported as an expense in the statement of activities.	(83,984)
Repayment of long-term liabilities are reported as expenditures in the governmental fund financial statements, but such repayments reduce liabilities in the statement of net position and are eliminated in the statement of activities.	<u>1,510,000</u>
Change in net position of governmental activities	<u><u>\$ 624,255</u></u>

See notes to the financial statements

**PORTOFINO LANDINGS COMMUNITY DEVELOPMENT DISTRICT
CITY OF FORT PIERCE, FLORIDA
NOTES TO FINANCIAL STATEMENTS**

NOTE 1 – NATURE OF ORGANIZATION AND REPORTING ENTITY

Portofino Landings Community Development District ("District") was created on November 20, 2006 by Ordinance K-462 of the City Commission of the City of Fort Pierce, Florida, pursuant to the Uniform Community Development District Act of 1980, otherwise known as Chapter 190, Florida Statutes. 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 a portion of the infrastructure necessary for community development within the District.

The District is governed by the Board of Supervisors ("Board"), which is composed of five members. The Supervisors are elected by the owners of the property within the District. The Board of Supervisors of the District exercise all powers granted to the District pursuant to Chapter 190, Florida Statutes. At September 30, 2017, all of the Board members are affiliated with Prime Homes at Portofino Landings, Ltd. ("Developer").

The Board has the 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.

The financial statements were prepared in accordance with Governmental Accounting Standards Board ("GASB") Statements. Under the provisions of those standards, the financial reporting entity consists of the primary government, organizations for which the District is considered to be financially accountable and other organizations for which the nature and significance of their relationship with the District are such that, if excluded, the financial statements of the District would be considered incomplete or misleading. There are no entities considered to be component units of the District; therefore, the financial statements include only the operations of the District.

NOTE 2 – SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Government-Wide and Fund Financial Statements

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

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

The statement of activities demonstrates the degree to which the direct expenses of a given function or segment is 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 who purchase, use or directly benefit from goods, services or privileges provided by a given function or segment. (Operating-type special assessments for maintenance and debt service are treated as charges for services.); and 2) grants and contributions that are restricted to meeting the operational or capital requirements of a particular function or segment. Other items not included among program revenues are reported instead as *general revenues*.

NOTE 2 – SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)

Measurement Focus, Basis of Accounting and Financial Statement Presentation

The government-wide financial statements are reported using the *economic resources measurement focus* and the *accrual basis of accounting*. Revenues are recorded when earned and expenses are recorded when a liability is incurred, regardless of the timing of related cash flows. Assessments are recognized as revenues in the year for which they are levied. Grants and 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 government considers revenues to be available if they are collected within 60 days of the end of the current fiscal period. Expenditures are recorded when a liability is incurred, as under accrual accounting. However, debt service expenditures are recorded only when payment is due.

Assessments

Assessments are non-ad valorem assessments on benefitted property within the District. Operating and Maintenance Assessments are based upon adopted budget and levied annually at a public hearing of the District. Debt Service Assessments are levied when Bonds are issued and assessed and collected on an annual basis. The District may collect assessments directly or utilize the uniform method of collection (Chapter 197.3632, Florida Statutes). Direct collected assessments are due as determined by annual assessment resolution adopted by the Board of Supervisors. Assessments collected under the uniform method are mailed by County Tax Collector on November 1 and due on or before March 31 of each year. Property owners may prepay a portion or all of the Debt Service Assessments on their property subject to various provisions in the Bond documents.

Assessments and interest associated with the current fiscal period are considered to be susceptible to accrual and so have been recognized as revenues of the current fiscal period. The portion of assessments receivable due within the current fiscal period is considered to be susceptible to accrual as revenue of the current period.

The District reports the following major governmental funds:

General Fund

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

Debt Service Fund

The debt service fund is used to account for the accumulation of resources for the annual payment of principal and interest on long-term debt.

Capital Projects Fund

This fund accounts for the financial resources to be used for the acquisition or construction of major infrastructure within the District.

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 government's policy to use restricted resources first for qualifying expenditures, then unrestricted resources as they are needed.

NOTE 2 – SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)

Assets, Liabilities and Net Position or Equity

Restricted Assets

These assets represent cash and investments set aside pursuant to Bond covenants or other contractual restrictions.

Deposits and Investments

The District's cash and cash equivalents are considered to be cash on hand and demand deposits (interest and non-interest bearing).

The District has elected to proceed under the Alternative Investment Guidelines as set forth in Section 218.415 (17) Florida Statutes. The District may invest any surplus public funds in the following:

- a) The Local Government Surplus Trust Funds, or any intergovernmental investment pool authorized pursuant to the Florida Interlocal Cooperation Act;
- b) Securities and Exchange Commission registered money market funds with the highest credit quality rating from a nationally recognized rating agency;
- c) Interest bearing time deposits or savings accounts in qualified public depositories;
- d) Direct obligations of the U.S. Treasury.

Securities listed in paragraph c and d shall be invested to provide sufficient liquidity to pay obligations as they come due.

The District records all interest revenue related to investment activities in the respective funds. Investments are measured at amortized cost or reported at fair value as required by generally accepted accounting principles.

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.

Capital Assets

Capital assets which include property, plant and equipment, and infrastructure assets (e.g., roads, sidewalks and similar items) are reported in the government 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 two years. 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.

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 of the District are depreciated using the straight-line method over the following estimated useful lives:

<u>Assets</u>	<u>Years</u>
Roadways	20
Sanitary sewer	25

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.

Unearned Revenue

Governmental funds report unearned revenue in connection with resources that have been received, but not yet earned.

NOTE 2 – SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)

Assets, Liabilities and Net Position or Equity (Continued)

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. Bonds payable are reported net of applicable premiums or discounts. Bond issuance costs are expensed when incurred.

In the fund financial statements, governmental fund types recognize premiums and discounts, as well as issuance costs, during the current period. The face amount of 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.

Deferred Outflows/Inflows of Resources

Deferred outflows of resources represent a consumption of net position that applies to future reporting period(s). For example, the District would record deferred outflows of resources on the statement of net position related to debit amounts resulting from current and advance refundings resulting in the defeasance of debt (i.e. when there are differences between the reacquisition price and the net carrying amount of the old debt).

Deferred inflows of resources represent an acquisition of net position that applies to future reporting period(s). For example, when an asset is recorded in the governmental fund financial statements, but the revenue is unavailable, the District reports a deferred inflow of resources on the balance sheet until such times as the revenue becomes available.

Fund Equity/Net Position

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

The District can establish limitations on the use of fund balance as follows:

Committed fund balance – Amounts that can be used only for the specific purposes determined by a formal action (resolution) of the Board of Supervisors. Commitments may be changed or lifted only by the Board of Supervisors taking the same formal action (resolution) that imposed the constraint originally. Resources accumulated pursuant to stabilization arrangements sometimes are reported in this category.

Assigned fund balance – Includes spendable fund balance amounts established by the Board of Supervisors that are intended to be used for specific purposes that are neither considered restricted nor committed. The Board may also assign fund balance as it does when appropriating fund balance to cover differences in estimated revenue and appropriations in the subsequent year's appropriated budget. Assignments are generally temporary and normally the same formal action need not be taken to remove the assignment.

The District first uses committed fund balance, followed by assigned fund balance and then unassigned fund balance when expenditures are incurred for purposes for which amounts in any of the unrestricted fund balance classifications could be used.

Net position is the difference between assets and deferred outflows of resources less liabilities and deferred inflows of resources. Net position in the government-wide financial statements are categorized as net investment in capital assets, restricted or unrestricted. Net investment in capital assets represents net position related to infrastructure and property, plant and equipment. Restricted net position represents the assets restricted by the District's Bond covenants or other contractual restrictions. Unrestricted net position consists of the net position not meeting the definition of either of the other two components.

NOTE 2 – SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)

Other Disclosures

Use of Estimates

The preparation of financial statements in conformity with generally accepted accounting principles requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities, and disclosure of contingent assets and liabilities at the date of the financial statements, and the reported amounts of revenues and expenditures during the reporting period. Actual results could differ from those estimates.

NOTE 3 – BUDGETARY INFORMATION

The District is required to establish a budgetary system and an approved Annual Budget. Annual Budgets are adopted on a basis consistent with generally accepted accounting principles for the general fund. All annual appropriations lapse at fiscal year end.

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) Public hearings are 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) The budgets are adopted on a basis consistent with generally accepted accounting principles.
- f) Unused appropriation for annually budgeted funds lapse at the end of the year.

NOTE 4 – DEPOSITS AND INVESTMENTS

Deposits

The District's cash balances were entirely covered by federal depository insurance or by a collateral pool pledged to the State Treasurer. Florida Statutes Chapter 280, "Florida Security for Public Deposits Act", requires all qualified depositories to deposit with the Treasurer or another banking institution eligible collateral equal to various percentages of the average daily balance for each month of all public deposits in excess of any applicable deposit insurance held. The percentage of eligible collateral (generally, U.S. Governmental and agency securities, state or local government debt, or corporate bonds) to public deposits is dependent upon the depository's financial history and its compliance with Chapter 280. In the event of a failure of a qualified public depository, the remaining public depositories would be responsible for covering any resulting losses.

Investments

The District's investments were held as follows at September 30, 2017:

	Maturities	Amortized Cost	Credit Risk
	Weighted average of the fund		
FIMM Government Portfolio CL I	portfolio: 38 days	<u>\$ 516,993</u>	S&P AAAm

Credit risk – For investments, credit risk is generally the risk that an issuer of an investment will not fulfill its obligation to the holder of the investment. This is measured by the assignment of a rating by a nationally recognized statistical rating organization. Investment ratings by investment type are included in the preceding summary of investments.

Concentration risk – The District places no limit on the amount the District may invest in any one issuer.

Interest rate risk – The District does not have a formal policy that limits investment maturities as a means of managing exposure to fair value losses arising from increasing interest rates.

However, the Bond Indenture limits the type of investments held using unspent proceeds.

NOTE 4 – DEPOSITS AND INVESTMENTS (Continued)

Investments (Continued)

Fair Value Measurement – When applicable, the District measures and records its investments using fair value measurement guidelines established in accordance with GASB Statements. The framework for measuring fair value provides a fair value hierarchy that prioritizes the inputs to valuation techniques.

These guidelines recognize a three-tiered fair value hierarchy, in order of highest priority, as follows:

- *Level 1:* Investments whose values are based on unadjusted quoted prices for identical investments in active markets that the District has the ability to access;
- *Level 2:* Investments whose inputs - other than quoted market prices - are observable either directly or indirectly; and,
- *Level 3:* Investments whose inputs are unobservable.

The fair value measurement level within the fair value hierarchy is based on the lowest level of any input that is significant to the entire fair value measurement. Valuation techniques used should maximize the use of observable inputs and minimize the use of unobservable inputs.

Money market investments that have a maturity at the time of purchase of one year or less and are held by governments other than external investment pools should be measured at amortized cost. Accordingly, the District's investments have been reported at amortized cost above.

NOTE 5 – INTERFUND RECEIVABLES AND PAYABLES

Interfund receivables and payables at September 30, 2017 were as follows:

Fund	Receivable	Payable
General	\$ -	\$ 1,037,534
Debt service	1,037,534	-
Total	\$ 1,037,534	\$ 1,037,534

The outstanding balances between funds result primarily from the time lag between the dates that transactions are recorded in the accounting system and payments between funds are made. In the case of the District, the balances between the general fund and the debt service fund relate to assessments collected in the general fund that have not yet been transferred to the debt service fund.

NOTE 6 – CAPITAL ASSETS

Capital asset activity for the fiscal year ended September 30, 2017 was as follows:

	Beginning Balance	Additions	Reductions	Ending Balance
<u>Governmental activities</u>				
Capital assets, not being depreciated				
Land and land improvements	\$ 1,641,020	\$ -	\$ -	\$ 1,641,020
Infrastructure under construction	1,747,984	-	-	1,747,984
Total capital assets, not being depreciated	3,389,004	-	-	3,389,004
Capital assets, being depreciated				
Infrastructure - roadways	920,347	-	-	920,347
Infrastructure - storm sewer	949,184	-	-	949,184
Total capital assets, being depreciated	1,869,531	-	-	1,869,531
Less accumulated depreciation for:				
Infrastructure - roadways	391,146	46,017	-	437,163
Infrastructure - storm sewer	341,703	37,967	-	379,670
Total accumulated depreciation	732,849	83,984	-	816,833
Total capital assets, being depreciated, net	1,136,682	(83,984)	-	1,052,698
Governmental activities capital assets, net	\$ 4,525,686	\$ (83,984)	\$ -	\$ 4,441,702

NOTE 6 – CAPITAL ASSETS (Continued)

The total cost of the project was estimated at approximately \$6,800,000. Pursuant to the Assignment and Acquisition Agreement between the Developer and the District, the District paid the Developer for the acquisition of certain portions of the project constructed by or on behalf of the District. The District acquired most of the infrastructure improvements from the Developer. Proceeds of the Series 2007 Bonds funded a portion of the total cost of the project; the balance of the project was supposed to be funded by the Developer. In relation to this agreement, there are certain outstanding engineering fees of approximately \$462,000 which have not yet been paid by the Developer. Of this amount, \$39,130 related to certain services specifically authorized by the District has been accrued as a payable in the capital projects fund. No receivable from the Developer for this amount has been accrued as the amount is potentially uncollectible. In the event the Developer fails to complete the project, the responsibility for the remaining balance of approximately \$423,000 would rest on the District. No adjustment has been made to the financial statements for this amount as the outcome cannot be determined at this time.

In a prior fiscal year, construction on the project was halted due to market conditions. Further, due to the uncertainty as to the completion of construction of the originally intended project within a reasonable period of time, the infrastructure may not be able to be used for its intended purpose as anticipated in the original project description. A cost estimate of approximately \$517,000 to complete the project was provided by the engineer in a prior fiscal year, but there is no current estimate at this time for additional funding that might be required to complete the project or if there is a change to the project. There are no funds remaining from the Bond proceeds to continue construction. The future of the project remains uncertain. During prior fiscal years, certain capital assets were conveyed to St. Lucie County for ownership and maintenance responsibilities and, upon completion, other improvements are expected to be conveyed to other governments.

Depreciation expense was charged to the maintenance and operations function.

In connection with the 2007 project, if the amount by which the cost of the project or portion thereof to be conveyed by the Developer to the District pursuant to an Acquisition Agreement exceeds the amount paid by the District for the project or portion thereof from the proceeds of the Series 2007 Bonds, it may be determined that deferred obligations exist. The 2007 project has not yet been completed and the District had not yet determined if a liability exists for deferred obligations.

NOTE 7 – LONG TERM LIABILITIES

On May 23, 2007, the District issued \$5,895,000 of Special Assessment Bonds, Series 2007A and \$1,385,000 of Special Assessment Bonds, Series 2007B. The Series 2007A Bonds are due May 1, 2038 with a fixed interest rate of 5.4% and Series 2007B Bonds are due May 1, 2017 with a fixed interest rate of 5.2%. The Bonds were issued to finance the acquisition and construction of certain improvements for the benefit of the District. Interest is to be paid semiannually on each May 1 and November 1. The principal on the Series 2007A Bonds is to be paid serially on each May 1, commencing May 1, 2009. The principal on the Series 2007B Bonds was due on May 1, 2017 but was not paid when due resulting in an event of default, see below for further details regarding the default.

The Series 2007A Bonds are subject to redemption at the option of the District prior to their maturity. The Series 2007B Bonds are not subject to optional redemption. The Bonds are subject to extraordinary mandatory redemption prior to their selected maturity in the manner determined by the Bond Registrar if certain events occurred as outlined in the Bond Indenture.

The Bond Indenture established a debt service reserve requirement as well as other 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 agrees to levy special assessments in annual amounts adequate to provide payment of debt service and to meet the reserve requirements. The District is not in compliance with the requirements of the Series 2007 Bond Indenture, as outlined in further detail below.

NOTE 7 – LONG TERM LIABILITIES (Continued)

The Developer, who owns a significant portion of the land comprising the District, stopped funding the District during a prior fiscal year. Consequently, the District did not have sufficient funds to make the fiscal years 2012 through 2017 debt service payments; therefore, the payments were not made. The failures by the District to pay its debt service are considered events of default. During prior fiscal years, the District paid past due interest totaling \$833,420. The remaining amount due has been accrued on the fund financial statements as due to Bondholders and reflects \$2,040,000 due for principal and \$1,237,770 due for interest. As a result of the missed payments during the prior fiscal year, the District declared an event of default in accordance with the Series 2007 Bond Indenture which allowed the District to pay certain significant trustee and legal fees incurred in association with the default using funds available in the trust accounts. Furthermore, due to draws from the Series 2007A and Series 2007B Debt Service Reserve Accounts to finance prior fiscal year debt service payments, the District reported deficits of \$382,673 and \$35,098 in the Series 2007A and Series 2007B Debt Service Reserve Accounts, respectively, as of September 30, 2017. See Note 15 for additional information subsequent to fiscal year end.

Changes in long-term liability activity for the fiscal year ended September 30, 2017 were as follows:

	Beginning Balance	Additions	Reductions	Ending Balance	Due Within One Year
<u>Governmental activities</u>					
Bonds payable:					
Series 2007	\$ 7,025,000	\$ -	\$ -	\$ 7,025,000	\$ 2,170,000 *
Total	\$ 7,025,000	\$ -	\$ -	\$ 7,025,000	\$ 2,170,000

* Includes the missed debt service payments for the Series 2007 Bonds which were not paid.

At September 30, 2017, the scheduled debt service requirements on the long-term debt were as follows:

Year ending September 30:	Governmental Activities		
	Principal	Interest	Total
2018	\$ 2,170,000 *	\$ 1,542,330 *	\$ 3,712,330
2019	140,000	297,540	437,540
2020	145,000	289,980	434,980
2021	155,000	282,150	437,150
2022	165,000	273,780	438,780
2023-2027	955,000	1,227,150	2,182,150
2028-2032	1,260,000	937,710	2,197,710
2033-2037	1,650,000	557,820	2,207,820
2038	385,000	56,160	441,160
Total	\$ 7,025,000	\$ 5,464,620	\$ 12,489,620

* Includes the missed debt service payments for the Series 2007 Bonds which were not paid.

NOTE 8 – DEFICIT FUND EQUITY

At September 30, 2017, the debt service and capital projects funds had deficit fund balances of (\$1,729,688) and (\$38,443), respectively. The District is uncertain how the deficit will be covered until the delinquent assessments have been paid.

NOTE 9 – RELATED PARTY TRANSACTIONS

The Developer owns a significant portion of land within the District; therefore, assessment revenues in the general and debt service funds include the assessments levied on those lots owned by the Developer. However, the Developer stopped funding the District during a prior fiscal year and has not paid its share of assessments for prior, current, and subsequent fiscal years resulting in significant delinquent assessments. Collectability of delinquent assessments was deemed both uncertain and unlikely therefore the amounts have not been recorded. See Note 12 for additional information regarding the lawsuit.

Assessment revenues in the general and debt service funds include the assessments levied and collected on those lots owned by the Landowners.

NOTE 10 – CONCENTRATION

The Developer and major Landowners, Landings Fort Pierce, LLC and Floridian Property & Investments, LLC, own all of the land within the District; therefore, the District is economically dependent on the Developer and Landowners.

NOTE 11 – EVENT OF DEFAULT

During a prior fiscal year, the District declared the occurrence of an event of default in accordance with the Bond Indenture. The occurrence of an event of default creates certain remedial rights and remedies in favor of the Trustee. Pursuant to the Indenture, the owners of a majority in aggregate principal amount of the Bonds then outstanding may direct the Trustee with regard to such rights and remedies following an event of default and upon provision of indemnity satisfactory to the Trustee and in accordance with provisions of the Indenture.

During prior fiscal years, approximately \$201,700 for Trustee fees, legal expenses, and other charges was paid out of the debt service fund for events of default, foreclosure and other costs. An additional approximately \$6,500 was paid out of the debt service fund in the current fiscal year for related costs.

NOTE 12 – FORECLOSURE PROCEEDINGS

In accordance with the Series 2007 Bond Indenture, the District has filed a lawsuit seeking to foreclose on all of the lots and parcels for which there are delinquent assessments. Specifically, the District is foreclosing on the special assessment liens for its Debt Service Assessments for its Special Assessments Revenue Bonds, Series 2007 and its Operations and Maintenance Assessments. No adjustment has been made to the financial statements as the impact on the District cannot be determined at this time since it is unclear how events will unfold.

NOTE 13 – MANAGEMENT COMPANY

The District has contracted with a management company to perform management advisory services, which include financial and accounting advisory services. Certain employees of the management company also serve as officers of the District. Under the agreement, the District compensates the management company for management, accounting, financial reporting, computer and other administrative costs.

NOTE 14 – 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 has obtained commercial insurance from independent third parties to mitigate the costs of these risks; coverage may not extend to all situations. There were no settled claims during the past three years.

NOTE 15 – SUBSEQUENT EVENTS

Scheduled Debt Service Payments

Debt service payments were due on November 1, 2017 and May 1, 2018 for the Series 2007A and 2007B Bonds. However, shortfalls in the collection of special assessments caused there to be insufficient amounts available to fully fund the Series 2007A and 2007B debt service payments. As a result, the debt service payments on the Series 2007A and 2007 Bonds were not made when due, resulting in additional events of default.

Payment of Delinquent Debt Obligations

Subsequent to fiscal year end, the District paid delinquent principal of \$600,000 on the Series 2007B Bonds and delinquent interest on the Series 2007A and 2007B Bonds totaling \$609,120 and \$180,050, respectively.

Receipt of Delinquent Assessments

Subsequent to fiscal year end, the District received \$2,456,608 of delinquent debt assessments for the Series 2007A Bonds.

**PORTOFINO LANDINGS COMMUNITY DEVELOPMENT DISTRICT
CITY OF FORT PIERCE, FLORIDA
SCHEDULE OF REVENUES, EXPENDITURES AND CHANGES IN
FUND BALANCE - BUDGET AND ACTUAL – GENERAL FUND
FOR THE FISCAL YEAR ENDED
SEPTEMBER 30, 2017**

	Budgeted Amounts	Actual Amounts	Variance with Final Budget - Positive (Negative)
	Original & Final		
REVENUES			
Assessments	\$ 74,925	\$ 80,025	\$ 5,100
Total revenues	74,925	80,025	5,100
EXPENDITURES			
Current:			
General government	59,925	45,726	14,199
Maintenance and operations	15,000	-	15,000
Total expenditures	74,925	45,726	29,199
Excess (deficiency) of revenues over (under) expenditures	\$ -	34,299	\$ 34,299
Fund balance - beginning		(33,724)	
Fund balance - ending		\$ 575	

See notes to required supplementary information

**PORTOFINO LANDINGS COMMUNITY DEVELOPMENT DISTRICT
CITY OF FORT PIERCE, FLORIDA
NOTES TO REQUIRED SUPPLEMENTARY INFORMATION**

The District is required to establish a budgetary system and an approved Annual Budget for the general fund. The District's budgeting process is based on estimates of cash receipts and cash expenditures which are approved by the Board. The budget approximates a basis consistent with accounting principles generally accepted in the United States of America (generally accepted accounting principles).

The legal level of budgetary control, the level at which expenditures may not exceed budget is in the aggregate. Any budget amendments that increase the aggregate budgeted appropriations must be approved by the Board of Supervisors. Actual expenditures did not exceed appropriations for the fiscal year ended September 30, 2017.



INDEPENDENT AUDITOR'S 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
Portofino Landings Community Development District
City of Fort Pierce, Florida

We have audited, in accordance with the auditing standards generally accepted in the United States of America and the standards applicable to financial audits contained in *Government Auditing Standards* issued by the Comptroller General of the United States, the financial statements of the governmental activities and each major fund of Portofino Landings Community Development District, City of Fort Pierce, Florida ("District") as of and for the fiscal year ended September 30, 2017, and the related notes to the financial statements, which collectively comprise the District's basic financial statements, and have issued our opinion thereon dated June 28, 2018, which includes an emphasis of matter paragraph.

Internal Control Over Financial Reporting

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

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

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

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 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*.

We noted certain matters that we reported to management of the District in a separate letter dated June 28, 2018.

The District's responses to the findings identified in our audit are/is described in the accompanying Management Letter. We did not audit the District's responses and, accordingly, we express no opinion on them.

Purpose of this Report

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



June 28, 2018



**INDEPENDENT AUDITOR'S REPORT ON COMPLIANCE WITH THE
REQUIREMENTS OF SECTION 218.415, FLORIDA STATUTES, REQUIRED BY
RULE 10.556(10) OF THE AUDITOR GENERAL OF THE STATE OF FLORIDA**

To the Board of Supervisors
Portofino Landings Community Development District
City of Fort Pierce, Florida

We have examined Portofino Landings Community Development District, City of Fort Pierce, Florida's ("District") compliance with the requirements of Section 218.415, Florida Statutes, in accordance with Rule 10.556(10) of the Auditor General of the State of Florida during the fiscal year ended September 30, 2017. Management is responsible for District's compliance with those requirements. Our responsibility is to express an opinion on District's compliance based on our examination.

Our examination was conducted in accordance with attestation standards established by the American Institute of Certified Public Accountants. Those standards require that we plan and perform the examination to obtain reasonable assurance about whether the District complied, in all material respects, with the specified requirements referenced in Section 218.415, Florida Statutes. An examination involves performing procedures to obtain evidence about whether the District complied with the specified requirements. The nature, timing, and extent of the procedures selected depend on our judgment, including an assessment of the risks of material noncompliance, whether due to fraud or error. We believe that the evidence we obtained is sufficient and appropriate to provide a reasonable basis for our opinion. Our examination does not provide a legal determination on the District's compliance with specified requirements.

In our opinion, the District complied, in all material respects, with the aforementioned requirements for the fiscal year ended September 30, 2017.

This report is intended solely for the information and use of the Legislative Auditing Committee, members of the Florida Senate and the Florida House of Representatives, the Florida Auditor General, management, and the Board of Supervisors of Portofino Landings Community Development District, City of Fort Pierce, Florida and is not intended to be and should not be used by anyone other than these specified parties.

Grau & Associates

June 28, 2018



**MANAGEMENT LETTER PURSUANT TO THE RULES OF
THE AUDITOR GENERAL FOR THE STATE OF FLORIDA**

To the Board of Supervisors
Portofino Landings Community Development District
City of Fort Pierce, Florida

Report on the Financial Statements

We have audited the accompanying basic financial statements of Portofino Landings Community Development District, City of Fort Pierce, Florida ("District") as of and for the fiscal year ended September 30, 2017, and have issued our report thereon dated June 28, 2018, which includes an emphasis of matter paragraph.

Auditor's Responsibility

We conducted our audit in accordance with auditing standards generally accepted in the United States of America; the standards applicable to financial audits contained in *Government Auditing Standards*, issued by the Comptroller General of the United States; and Chapter 10.550, Rules of the Florida Auditor General.

Other Reporting Requirements

We have issued our Independent Auditor's Report on Internal Control over Financial Reporting and on Compliance and Other Matters Based on an Audit of the Financial Statements Performed in Accordance with *Government Auditing Standards*; and Independent Auditor's Report on an examination conducted in accordance with *AICPA Professional Standards*, AT-C Section 315, regarding compliance requirements in accordance with Chapter 10.550, Rules of the Auditor General. Disclosures in those reports, which are dated June 28, 2018, should be considered in conjunction with this management letter.

Purpose of this Letter

The purpose of this letter is to comment on those matters required by Chapter 10.550 of the Rules of the Auditor General for the State of Florida. Accordingly, in connection with our audit of the financial statements of the District, as described in the first paragraph, we report the following:

- I. Current year findings and recommendations.**
- II. Status of prior year findings and recommendations.**
- III. Compliance with the Provisions of the Auditor General of the State of Florida.**

Our management letter is intended solely for the information and use of the Legislative Auditing Committee, members of the Florida Senate and the Florida House of Representatives, the Florida Auditor General, Federal and other granting agencies, as applicable, management, and the Board of Supervisors of Portofino Landings Community Development District, City of Fort Pierce, Florida and the Auditor General of the State of Florida and is not intended to be and should not be used by anyone other than these specified parties.

We wish to thank Portofino Landings Community Development District, City of Fort Pierce, Florida and the personnel associated with it, for the opportunity to be of service to them in this endeavor as well as future engagements, and the courtesies extended to us.



June 28, 2018

REPORT TO MANAGEMENT

I. CURRENT YEAR FINDINGS AND RECOMMENDATIONS

2017-01: Financial Condition Assessment

Observation: The District is in a state of financial emergency. At September 30, 2017, the debt service and capital projects funds had deficit fund balances. The Developer stopped funding the District during a prior fiscal year and has not paid its share of assessments for the prior, current, and subsequent fiscal years resulting in significant delinquent assessments. As a result, certain scheduled debt service payments were made, in part, by draws on the Debt Service Reserve Account in prior fiscal years resulting in a deficiency in the debt service reserve requirement. In addition, the District did not have sufficient funds to make certain scheduled debt service payments in the prior, current, and subsequent fiscal years, and as a result, the payments were not made. The District's failures to make its scheduled debt service payments when they are due are considered events of default. In addition, the deficit in the capital projects fund is due to the Developer's failure to pay certain costs relating to the project per the completion agreement and the future of the project remains uncertain.

Recommendation: The District should take the necessary steps to alleviate the deteriorating financial condition.

Management Response: The District is taking the necessary steps to alleviate the deteriorating financial conditions, including moving forward with foreclosure proceedings, in accordance with the Special Assessment Bonds, Series 2007A/B Assessment Methodology, levying maintenance assessments to fund operating expenses, and making all efforts available to the District to collect these assessments. See Note 15 – Subsequent Events.

II. PRIOR YEAR FINDINGS AND RECOMMENDATIONS

2016-01 Financial Condition Assessment

2015-01 Financial Condition Assessment

2014-01 Financial Condition Assessment

2013-02 Financial Condition Assessment

2012-02 Financial Condition Assessment

2011-02 Financial Condition Assessment

Current Status: See finding no. 2017-01 above.

2016-02 Statute Compliance

Current Status: Recommendation has been implemented.

REPORT TO MANAGEMENT (Continued)

III. COMPLIANCE WITH THE PROVISIONS OF THE AUDITOR GENERAL OF THE STATE OF FLORIDA

Unless otherwise required to be reported in the auditor's report on compliance and internal controls, the management letter shall include, but not be limited to the following:

1. A statement as to whether or not corrective actions have been taken to address findings and recommendations made in the preceding annual financial audit report.

There were no significant findings and recommendations made in the preceding annual financial audit report for the fiscal year ended September 30, 2016, except as noted above.

2. Any recommendations to improve the local governmental entity's financial management.

There were no such matters discovered by, or that came to the attention of, the auditor, to be reported for the fiscal year ended September 30, 2017, except as noted above.

3. 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.

There were no such matters discovered by, or that came to the attention of, the auditor, to be reported, for the fiscal year ended September 30, 2017, except as noted above.

4. The name or official title and legal authority of the District are disclosed in the notes to the financial statements.

5. The financial report filed with the Florida Department of Financial Services pursuant to Section 218.32(1)(a), Florida Statutes agrees with the September 30, 2017 financial audit report.

6. In connection with our audit, we determined that the District has met one or more of the financial emergency conditions described in Section 218.503(1), Florida Statutes. The District failed to make certain scheduled debt service payments when due, as a result of a lack of funds. We applied financial condition assessment procedures pursuant to Rule 10.556(7) and determined that a deteriorating financial condition was noted. See Findings section above for additional information. It is management's responsibility to monitor 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.