

**NORTH ORANGE COUNTY
COMMUNITY COLLEGE DISTRICT**

**MEASURE X GENERAL OBLIGATION BONDS
ELECTION 2002
SERIES A, SERIES 2003B, AND
2005 REFUNDING BONDS
AUDIT REPORT**

JUNE 30, 2013

**NORTH ORANGE COUNTY
COMMUNITY COLLEGE DISTRICT**

**MEASURE X GENERAL OBLIGATION BONDS
ELECTION 2002**

FINANCIAL AUDIT

JUNE 30, 2013

**NORTH ORANGE COUNTY COMMUNITY COLLEGE DISTRICT
GENERAL OBLIGATION BOND CONSTRUCTION FUND (MEASURE X)**

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JUNE 30, 2013**

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INDEPENDENT AUDITORS' REPORT

Governing Board and Citizens' Oversight Committee
North Orange County Community College District
General Obligation Bond
Anaheim, California

Report on the Financial Statements

We have audited the accompanying financial statements of the General Obligation Bond Construction Fund (Measure X) of North Orange County Community College District (the District) as of and for the year ended June 30, 2013, 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 statement 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 an opinion 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 of 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 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 principles used and the reasonableness of significant accounting estimates made by management, as well as evaluating the overall financial statement presentation. We believe that our audit provides a reasonable basis for our opinion.

Opinion

In our opinion, the financial statements referred to previously present fairly, in all material respects, the financial position of the General Obligation Bond Construction Fund (Measure X) of North Orange County Community College District at June 30, 2013, and the results of its operations for the period then ended in conformity with accounting principles generally accepted in the United States of America.

Emphasis of Matter

As discussed in Note 1, the financial statements present only the General Obligation Bond Construction Fund (Measure X) and are not intended to present fairly the financial position and results of operations of North Orange County Community College District in conformity with accounting principles generally accepted in the United States of America.

Other Reporting Required by Government Auditing Standards

In accordance with *Government Auditing Standards*, we have also issued our report dated December 5, 2013, on our consideration of the District's General Obligation Bond Construction Fund (Measure X) 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 the internal control over financial reporting or on compliance. That report is an integral part of an audit performed in accordance with *Government Auditing Standards* and should be considered with the results of our audit.

Other Information

The unaudited supplementary information listed in the table of contents is presented for purposes of additional analysis and is not a required part of the financial statements. Such information has not been subjected to the auditing procedures applied in the audit of the financial statements and, accordingly, we express no opinion.

Vaurineh, Trine, Day & Co., LLP

Rancho Cucamonga, California
December 5, 2013

**NORTH ORANGE COUNTY COMMUNITY COLLEGE DISTRICT
GENERAL OBLIGATION BOND CONSTRUCTION FUND (MEASURE X)**

**BALANCE SHEET
JUNE 30, 2013**

ASSETS

Investments	\$ 5,556,229
Accounts receivable	1,448
Due from other funds	23,055
Total Assets	<u><u>\$ 5,580,732</u></u>

LIABILITIES AND FUND BALANCE

LIABILITIES

Accounts payable	<u>\$ 463,743</u>
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FUND BALANCE

Restricted	
Capital projects	5,116,989
Total Liabilities and Fund Balance	<u><u>\$ 5,580,732</u></u>

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

**NORTH ORANGE COUNTY COMMUNITY COLLEGE DISTRICT
GENERAL OBLIGATION BOND CONSTRUCTION FUND (MEASURE X)**

**STATEMENT OF REVENUES, EXPENDITURES, AND CHANGES
IN FUND BALANCE
FOR THE YEAR ENDED JUNE 30, 2013**

REVENUES	
Local revenues	\$ 25,582
EXPENDITURES	
Current Expenditures	
Supplies and materials	72,447
Services and other expenditures	983,834
Capital outlay	2,017,814
Total Expenditures	<u>3,074,095</u>
EXCESS OF REVENUES UNDER EXPENDITURES	(3,048,513)
OTHER FINANCING SOURCES (USES)	
Other sources	145,910,000
Other uses	<u>(145,120,772)</u>
Total Other Financing Sources (Uses)	<u>789,228</u>
EXCESS OF REVENUES AND OTHER FINANCING SOURCES UNDER EXPENDITURES AND OTHER USES	(2,259,285)
FUND BALANCE, BEGINNING OF YEAR	<u>7,376,274</u>
FUND BALANCE, END OF YEAR	<u>\$ 5,116,989</u>

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

**NORTH ORANGE COUNTY COMMUNITY COLLEGE DISTRICT
GENERAL OBLIGATION BOND CONSTRUCTION FUND (MEASURE X)**

**NOTES TO FINANCIAL STATEMENTS
JUNE 30, 2013**

NOTE 1 - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Financial Reporting Entity

The audited financial statements include only the General Obligation Bond Construction Fund (Measure X) of North Orange County Community College District (the District). This Fund was established to account for the receipt of proceeds of general obligation bond issuances and the expenditures of the proceeds under the General Obligation Bond Election of March 2002. These financial statements are not intended to present fairly the financial position and the changes in financial position of the District in compliance with accounting principles generally accepted in the United States of America.

Fund Accounting

The operations of the General Obligation Bond Construction Fund (Measure X) are accounted for in a separate set of self-balancing accounts that comprise its assets, liabilities, fund balance, revenues, and expenditures. Resources are allocated to, and accounted for, in the fund based upon the purpose for which they are to be spent and the means by which spending activities are controlled.

Basis of Accounting

Basis of accounting refers to when revenues and expenditures are recognized in the accounts and reported in the financial statements. Basis of accounting relates to the timing of measurement made, regardless of the measurement focus applied.

Governmental funds are generally accounted for using the modified accrual basis of accounting. Their revenues are recognized in the accounting period in which they become both measurable and available to finance expenditures of the current fiscal period. Expenditures are recognized in the accounting period in which the liability is incurred (when goods are received or services rendered), except for unmatured interest on the general obligation bonds, which are recognized when due.

Budgets and Budgetary Accounting

Annual budgets are adopted on a basis consistent with accounting principles generally accepted in the United States of America for all governmental funds. The District's governing board adopts an operating budget in accordance with State law. A public hearing must be conducted to receive comments prior to adoption. The District's governing board satisfied these requirements. The Board revises this budget during the year to give consideration to unanticipated revenues and expenditures primarily resulting from events unknown at the time of budget adoption. The District employs budget control by minor object and by individual appropriation accounts. Expenditures cannot legally exceed appropriations by major object account.

Encumbrances

The District utilizes an encumbrance accounting system under which purchase orders, contracts, and other commitments for the expenditure of monies are recorded in order to reserve that portion of the applicable appropriation. Encumbrances are liquidated when the commitments are paid and all outstanding encumbrances are liquidated at June 30 since they do not constitute expenditures or liabilities.

**NORTH ORANGE COUNTY COMMUNITY COLLEGE DISTRICT
GENERAL OBLIGATION BOND CONSTRUCTION FUND (MEASURE X)**

**NOTES TO FINANCIAL STATEMENTS
JUNE 30, 2013**

Use of Estimates

The preparation of financial statements in conformity with accounting principles generally accepted in the United States of America 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.

Fund Balance - Governmental Funds

As of June 30, 2013, the fund balance of the General Obligation Bond Construction Fund (Measure X) was classified as follows:

Restricted - amounts that can be spent only for specific purposes because of constitutional provisions or enabling legislation, or because of constraints that are externally imposed by creditors, grantors, contributors, or the laws or regulations of other governments.

Spending Order Policy

When an expenditure is incurred for purposes for which both restricted and unrestricted fund balance is available, the District considers restricted funds to have been spent first. When an expenditure is incurred for which committed, assigned, or unassigned fund balances are available, the District considers amounts to have been spent first out of committed funds, then assigned funds, and finally unassigned funds, as needed, unless the governing board has provided otherwise in its commitment or assignment actions.

NOTE 2 - INVESTMENTS

Policies and Practices

The District is authorized under California Government Code to make direct investments in local agency bonds, notes, or warrants within the State; U.S. Treasury instruments; registered State warrants or treasury notes; securities of the U.S. Government, or its agencies; bankers acceptances; commercial paper; certificates of deposit placed with commercial banks and/or savings and loan companies; repurchase or reverse repurchase agreements; medium term corporate notes; shares of beneficial interest issued by diversified management companies, certificates of participation, obligations with first priority security; and collateralized mortgage obligations.

Investment in County Treasury - The District is considered to be an involuntary participant in an external investment pool as the District is required to deposit receipts and collections of monies with their County Treasurer (*Education Code* Section 41001). The fair value of the District's investment in the pool is reported in the accompanying financial statements at amounts based upon the District's pro-rata share of the fair value provided by the County Treasurer for the entire portfolio (in relation to the amortized cost of that portfolio). The balance available for withdrawal is based on the accounting records maintained by the County Treasurer, which are recorded on the amortized cost basis.

**NORTH ORANGE COUNTY COMMUNITY COLLEGE DISTRICT
GENERAL OBLIGATION BOND CONSTRUCTION FUND (MEASURE X)**

**NOTES TO FINANCIAL STATEMENTS
JUNE 30, 2013**

General Authorizations

Limitations as they relate to interest rate risk, credit risk, and concentration of credit risk are indicated in the schedules below:

<u>Authorized Investment Type</u>	<u>Maximum Remaining Maturity</u>	<u>Maximum Percentage of Portfolio</u>	<u>Maximum Investment in One Issuer</u>
Local Agency Bonds, Notes, Warrants	5 years	None	None
Registered State Bonds, Notes, Warrants	5 years	None	None
U.S. Treasury Obligations	5 years	None	None
U.S. Agency Securities	5 years	None	None
Banker's Acceptance	180 days	40%	30%
Commercial Paper	270 days	25%	10%
Negotiable Certificates of Deposit	5 years	30%	None
Repurchase Agreements	1 year	None	None
Reverse Repurchase Agreements	92 days	20% of base	None
Medium-Term Corporate Notes	5 years	30%	None
Mutual Funds	N/A	20%	10%
Money Market Mutual Funds	N/A	20%	10%
Mortgage Pass-Through Securities	5 years	20%	None
County Pooled Investment Funds	N/A	None	None
Local Agency Investment Fund (LAIF)	N/A	None	None
Joint Powers Authority Pools	N/A	None	None

Interest Rate Risk

Interest rate risk is the risk that changes in market interest rates will adversely affect the fair value of an investment. Generally, the longer the maturity of an investment, the greater the sensitivity of its fair value to changes in market interest rates. The District manages its exposure to interest rate risk by investing in the County pool. The District maintains an investment of \$5,556,229 with the Orange County Investment Pool. The fair value of this investment is approximately \$5,552,966 with an average maturity of 300 days.

Credit Risk

Credit risk is 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. The District's investment in the Orange County Investment Pool is rated Aaa by Moody's Investor Service.

**NORTH ORANGE COUNTY COMMUNITY COLLEGE DISTRICT
GENERAL OBLIGATION BOND CONSTRUCTION FUND (MEASURE X)**

**NOTES TO FINANCIAL STATEMENTS
JUNE 30, 2013**

NOTE 3 - ACCOUNTS RECEIVABLE

Receivables at June 30, 2013, consist of the following:

Interest income	<u>\$ 1,448</u>
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NOTE 4 - DUE FROM OTHER FUNDS

Interfund payable balance at June 30, 2013, consist of the following:

Due from Capital Outlay Fund	<u>\$ 23,055</u>
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NOTE 5 - ACCOUNTS PAYABLE

Accounts payable at June 30, 2013, consist of the following:

Vendor payables	<u>\$ 463,743</u>
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NOTE 6 - FUND BALANCE

Fund balance is composed of the following element:

Restricted Capital projects	<u>\$ 5,116,989</u>
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NOTE 7 - BONDED DEBT

Description of Debt

General obligation bonds were approved by a local election in March 2002. The total amount approved by the voters was \$239,000,000 to be used to finance the acquisition, construction, and modernization of certain property and District facilities. At June 30, 2013, \$234,101,346 was outstanding. Interest rates on the bonds range from .40 percent to 5.44 percent. The debt is being paid by the District's Bond Interest and Redemption Fund.

**NORTH ORANGE COUNTY COMMUNITY COLLEGE DISTRICT
GENERAL OBLIGATION BOND CONSTRUCTION FUND (MEASURE X)**

**NOTES TO FINANCIAL STATEMENTS
JUNE 30, 2013**

A schedule of changes in long-term obligations related to the general obligation bonds for the year ended June 30, 2013, is shown below:

	Balance Beginning of Year	Additions	Deductions	Balance End of Year
Bonds Payable				
2002A General obligation bonds	\$ 3,420,000	\$ -	\$ 3,420,000	\$ -
2003B General obligation bonds	63,819,837	2,791,509	3,770,000	62,841,346
2005 General obligation refunding bonds	157,140,000	-	131,790,000	25,350,000
2013 General obligation refunding bonds	-	145,910,000	-	145,910,000
Total Bonds Payable	<u>\$ 224,379,837</u>	<u>\$ 148,701,509</u>	<u>\$ 138,980,000</u>	<u>\$ 234,101,346</u>

General Obligation Bonds

Issue Date	Maturity Date	Interest Rate	Original Issue	Bonds Outstanding July 1, 2012	Bonds Issued	Accreted Interest Addition	Bonds Redeemed	Bonds Outstanding June 30, 2013
2002	2013	3.125%-5.375%	\$ 139,000,000	\$ 3,420,000	\$ -	\$ -	\$ 3,420,000	\$ -
2003	2029	2.00%-5.44%	99,999,001	63,819,837	-	2,791,509	3,770,000	62,841,346
2005	2016	3.00%-5.00%	164,935,000	157,140,000	-	-	131,790,000	25,350,000
2013	2024	.40%-2.652%	145,910,000	-	145,910,000	-	-	145,910,000
				<u>\$ 224,379,837</u>	<u>\$ 145,910,000</u>	<u>\$ 2,791,509</u>	<u>\$ 138,980,000</u>	<u>\$ 234,101,346</u>

Debt Service Requirements

The 2003B General Obligation Bonds mature through 2029 as follows:

Fiscal Year	Principal (Including accreted interest to date)	Accreted Interest*	Current Interest to Maturity	Total
2014	\$ 4,150,000	\$ -	\$ 264,800	\$ 4,414,800
2015	4,545,000	-	90,900	4,635,900
2016	-	-	-	-
2017	-	-	-	-
2018	-	-	-	-
2019-2023	10,822,198	6,352,802	-	17,175,000
2024-2028	31,797,874	31,627,126	-	63,425,000
2029	11,526,274	14,958,726	-	26,485,000
Total	<u>\$ 62,841,346</u>	<u>\$ 52,938,654</u>	<u>\$ 355,700</u>	<u>\$ 116,135,700</u>

* Interest that is accrued at a discount from the face value of the bonds, and no interest payment is made until maturity.

**NORTH ORANGE COUNTY COMMUNITY COLLEGE DISTRICT
GENERAL OBLIGATION BOND CONSTRUCTION FUND (MEASURE X)**

**NOTES TO FINANCIAL STATEMENTS
JUNE 30, 2013**

The 2005 Refunding Bonds mature through 2016 as follows:

<u>Fiscal Year</u>	<u>Principal</u>	<u>Interest to Maturity</u>	<u>Total</u>
2014	\$ 5,980,000	\$ 1,096,937	\$ 7,076,937
2015	6,780,000	785,594	7,565,594
2016	12,590,000	311,875	12,901,875
Total	<u>\$ 25,350,000</u>	<u>\$ 2,194,406</u>	<u>\$ 27,544,406</u>

The 2013 Refunding Bonds mature through 2024 as follows:

<u>Fiscal Year</u>	<u>Principal</u>	<u>Interest to Maturity</u>	<u>Total</u>
2014	\$ 2,025,000	\$ 2,533,273	\$ 4,558,273
2015	2,875,000	2,617,971	5,492,971
2016	2,885,000	2,603,164	5,488,164
2017	16,905,000	2,513,185	19,418,185
2018	17,885,000	2,320,816	20,205,816
2019-2023	90,430,000	6,539,995	96,969,995
2024	12,905,000	171,120	13,076,120
Total	<u>\$ 145,910,000</u>	<u>\$ 19,299,524</u>	<u>\$ 165,209,524</u>

NOTE 8 - COMMITMENTS AND CONTINGENCIES

As of June 30, 2013, the General Obligation Bond Construction Fund had the following significant construction commitments as defined by the bond documents:

	<u>Remaining Construction Commitment</u>	<u>Expected Date of Completion</u>
Fullerton College Technology and Engineering Complex Project	\$ 437,988	On-going
Fullerton College Technology and Engineering Science Village Reconfiguration	93,466	September 2013
District Education Center - General	112,992	On-going
District Education Center - Anaheim Center Repair	25,282	On-going
Distant Education Center Scheduled Maintenance		
Anaheim Campus Capital Projects	256,000	November 2013
Anaheim Campus Sump Pump	5,500	October 2013
2012-2013 Scheduled Maintenance:		
Technology and Engineering Swing Space	1,786,951	On-going
Technology and Engineering Complex Project	201,637	On-going
Technology and Engineering Complex Project	1,075,055	On-going
Campus Renovation Areas 2-7 and Parking Lot 5	181,400	October 2013
Lighting Project	178,424	September 2013
	<u>\$ 4,354,695</u>	



**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**

Governing Board and Citizens' Oversight Committee
North Orange County Community College District
General Obligation Bond
Anaheim, California

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 accompanying financial statements of the General Obligation Bond Construction Fund (Measure X) of North Orange County Community College District (the District), as of and for the year ended June 30, 2013, and have issued our report thereon dated December 5, 2013.

As discussed in Note 1, the financial statements present only the General Obligation Bond Construction Fund (Measure X) and are not intended to present fairly the financial position and results of operations of North Orange County Community College District in conformity with accounting principles generally accepted in the United States of America.

Internal Control Over Financial Reporting

In planning and performing our audit of the financial statements, we considered the District's General Obligation Bond Construction Fund (Measure X) 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 General Obligation Bond Construction Fund (Measure X) internal control. Accordingly, we do not express an opinion on the effectiveness of the District's General Obligation Bond Construction Fund (Measure X) 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 combination of deficiencies, in internal control, such that there is a reasonable possibility that a material misstatement of the District's General Obligation Bond Construction Fund (Measure X) financial statements will not be prevented, or detected and corrected, on a timely basis. *A significant deficiency* is a deficiency, or a combination of deficiencies, in internal control that is less severe than a material weakness, yet important enough to merit attention by those charged with governance.

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

Compliance and Other Matters

As part of obtaining reasonable assurance about whether the General Obligation Bond Construction Fund (Measure X) of North Orange County Community College District's financial statements are free of material misstatement, we performed tests of its compliance with certain provisions of laws, regulations, contracts, and grant agreements, noncompliance with which could have a direct and material effect on the determination of financial statement amounts. However, providing an opinion on compliance with those provisions was not an objective of our audit and, accordingly, we do not express such an opinion. The results of our tests disclosed no 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 General Obligation Bond Construction Fund (Measure X) 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 General Obligation Bond Construction Fund (Measure X) internal control and compliance. Accordingly, this communication is not suitable for any other purpose.

This report is intended solely for the information and use of the Governing Board, District management, and the Citizens' Oversight Committee and is not intended to be and should not be used by anyone other than these specified parties.

Vannineh, Trine, Day & Co., LLP

Rancho Cucamonga, California
December 5, 2013

SUPPLEMENTARY INFORMATION

**NORTH ORANGE COUNTY COMMUNITY COLLEGE DISTRICT
GENERAL OBLIGATION BOND CONSTRUCTION FUND (MEASURE X)**

**(ELECTION 2002 - SERIES A, SERIES 2003B, AND 2005 REFUNDING BONDS)
SCHEDULE OF 2012-2013 ASSESSED VALUATION AND 2011-2012
SECURED TAX CHARGE AND DELINQUENCY - (UNAUDITED)
FOR THE YEAR ENDED JUNE 30, 2013**

<u>2012-2013 Assessed Valuation</u>			
<u>Local Secured</u>	<u>Utility</u>	<u>Unsecured</u>	<u>Total Before Redevelopment Increment</u>
<u>Orange County Portion</u>			
\$ 92,215,863,786	\$ 6,308,037	\$ 4,487,030,672	\$ 96,709,202,495
<u>Los Angeles County Portion</u>			
\$ 2,259,661,672	\$ 423,363	\$ 11,585,218	\$ 2,271,670,253
<u>Total District</u>			
\$ 94,475,525,458	\$ 6,731,400	\$ 4,498,615,890	\$ 98,980,872,748
<u>Secured Tax Charge and Delinquency</u> (Orange County Portion Only)			
	<u>Secured Tax Charge (1)</u>	<u>Amt. Del. June 30</u>	<u>% Del. June 30</u>
2010-2011	\$ 51,767,742	\$ 847,728	1.64%
2011-2012	\$ 52,271,473	\$ 763,976	1.46%
2012-2013	\$ 53,954,268	\$ 613,265	1.14%

(1) 1% General Fund apportionment

Source: California Municipal Statistics, Inc.

**NORTH ORANGE COUNTY COMMUNITY COLLEGE DISTRICT
GENERAL OBLIGATION BOND CONSTRUCTION FUND (MEASURE X)**

**(ELECTION 2002 - SERIES A, SERIES 2003B, AND 2005 REFUNDING BONDS)
SCHEDULE OF TWENTY LARGEST 2012-2013 LOCAL SECURED
TAXPAYERS - (UNAUDITED)
FOR THE YEAR ENDED JUNE 30, 2013**

Property Owner	Land Use	2012-2013 Assessed Valuation (2)	% of Total (1)
1. Walt Disney World Co.	Theme Park	\$ 4,412,848,549	4.67%
2. Kaiser Foundation Hospitals	Medical Buildings	665,159,634	0.70%
3. Linn Western Operating, Inc.	Oil and Gas Exploration	424,473,234	0.45%
4. Knotts Berry Farm	Theme Park	301,718,333	0.32%
5. Maguire Properties LP	Commercial	274,608,022	0.29%
6. Anna Claire Mauerhan LLC	Commercial	235,182,640	0.25%
7. Warland Investment Co.	Industrial	220,690,568	0.23%
8. Beckman Instruments Inc.	Industrial	216,921,406	0.23%
9. RREEF America Reit II Corp.	Commercial	213,758,981	0.23%
10. Retail Property Trust	Commercial	211,784,525	0.22%
11. New Albertsons Inc.	Industrial	156,600,468	0.17%
12. Irvine Company LLC	Apartments	152,654,220	0.16%
13. Prologis California I LLC	Industrial	139,343,236	0.15%
14. Maker Anaheim LLC	Commercial	133,281,846	0.14%
15. Realty Associates Funds	Commercial	131,863,404	0.14%
16. CPT Shops at Rossmoor LLC	Commercial	125,239,000	0.13%
17. Olen Pointe Brea LLC	Commercial	100,326,521	0.11%
18. Acquiport Brea LP	Commercial	99,956,413	0.11%
19. La Palma/Miller Owner LLC	Commercial	98,610,517	0.10%
20. Target Corporation	Commercial	97,707,966	0.10%
		\$ 8,412,729,483	8.90%

(1) 2012-2013 Local Secured Assessed Valuation: \$ 94,475,525,458

(2) Source: California Municipal Statistics, Inc.

SCHEDULE OF FINDINGS AND QUESTIONED COSTS

**NORTH ORANGE COUNTY COMMUNITY COLLEGE DISTRICT
GENERAL OBLIGATION BOND CONSTRUCTION FUND (MEASURE X)**

**FINANCIAL STATEMENT FINDINGS
JUNE 30, 2013**

None reported.

**NORTH ORANGE COUNTY COMMUNITY COLLEGE DISTRICT
GENERAL OBLIGATION BOND CONSTRUCTION FUND (MEASURE X)**

**SUMMARY SCHEDULE OF PRIOR AUDIT FINDINGS
JUNE 30, 2013**

None reported.

**NORTH ORANGE COUNTY
COMMUNITY COLLEGE DISTRICT**

**MEASURE X GENERAL OBLIGATION BONDS
ELECTION 2002**

PERFORMANCE AUDIT

JUNE 30, 2013

**NORTH ORANGE COUNTY COMMUNITY COLLEGE DISTRICT
MEASURE X GENERAL OBLIGATION BONDS
2002 ELECTION**

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INDEPENDENT AUDITORS' REPORT ON PERFORMANCE

Governing Board and Citizens' Oversight Committee
North Orange County Community College District
General Obligation Bond
Anaheim, California

We were engaged to conduct a performance audit of North Orange County Community College District (the District) Measure X General Obligation Bond funds for the year ended June 30, 2013.

We conducted this performance audit in accordance with the standards applicable to performance 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 sufficient, appropriate evidence to provide a reasonable basis for our conclusion based on our audit objectives. We believe that the evidence obtained provides a reasonable basis for our conclusions based on our audit objectives.

Our audit was limited to the objectives listed within the report which includes determining the District's compliance with the performance requirements as referred to in Proposition 39 and outlined in Article XIII A, Section 1(b)(3)(C) of the California Constitution. Management is responsible for the District's compliance with those requirements.

In planning and performing our performance audit, we obtained an understanding of the District's internal control in order to determine if the internal controls were adequate to help ensure the District's compliance with the requirements of Proposition 39 and outlined in Article XIII A, Section 1(b)(3)(C) of the California Constitution. Accordingly, we do not express an opinion on the effectiveness of the District's internal control.

The results of our tests indicated that the District expended Measure X General Obligation Bond funds only for the specific projects approved by the voters, in accordance with Proposition 39 and outlined in Article XIII A, Section 1(b)(3)(C) of the California Constitution.

Vavrinek, Trine, Day & Co., LLP

Rancho Cucamonga, California
December 5, 2013

NORTH ORANGE COUNTY COMMUNITY COLLEGE DISTRICT MEASURE X GENERAL OBLIGATION BOND

JUNE 30, 2013

AUTHORITY FOR ISSUANCE AND PURPOSE

The Measure X General Obligation Bonds (the Bonds) are issued pursuant to the Constitution and laws of the State of California (the State), including the provisions of Chapters 1 and 1.5 of Part 10 of the California Education Code, and other applicable provisions of law. The District received authorization at an election held on March 5, 2002, to issue bonds of the District in an aggregate principal amount not to exceed \$239,000,000 to finance the acquisition, construction, reconstruction, and modernization of certain property and District facilities. The Measure required approval by at least 55 percent of the votes cast by eligible voters within the District.

In May 2002, the District issued Election of 2002 General Obligation Bonds, Series A in the amount of \$139,000,000. The Series A Bonds were authorized to be issued by a resolution adopted by the Board of Supervisors of the County on May 7, 2002, pursuant to a request of the District made by a resolution adopted by the Board of Trustees of the District on April 23, 2002. The Bonds represent the first series of bonds sold within the Authorization.

In December 2003, the District issued Election of 2002 General Obligation Bonds, Series 2003B in the amount of \$99,999,001.05. The Series 2003B Bonds were authorized to be issued by a resolution adopted by the Board of Supervisors of the County on December 9, 2003, pursuant to a request of the District made by a resolution adopted by the Board of Trustees of the District on November 25, 2003. The Bonds represent the second series of bonds sold under the Authorization.

In March 2005, the District issued 2005 General Obligation Refunding Bonds, in the amount of \$164,935,000. The Refunding Bonds were authorized to be issued by a resolution adopted by the Board of Trustees of the District on March 8, 2005. The Bonds were issued to advance refund and defease a portion of the Series A and Series 2003B Bonds.

In January 2013, the District issued 2013 General Obligation Refunding Bonds, in the amount of \$145,910,000. The Refunding Bonds were authorized to be issued by a resolution adopted by the Board of Trustees of the District on November 27, 2012. The Bonds were issued to advance refund and defease a portion of the 2005 Refunding Bonds.

AUTHORITY FOR THE AUDIT

On November 7, 2000, California voters approved Proposition 39, the Smaller Classes, Safer Schools and Financial Accountability Act. Proposition 39 amended portions of the California Constitution to provide for the issuance of general obligation bonds by school district, community college districts, or county offices of education for the following: "construction, reconstruction, rehabilitation, or replacement of school facilities, including the furnishing and equipping of school facilities, or the acquisition or lease of rental property for school facilities", upon approval by 55 percent of the electorate. In addition to reduction of the approval threshold from two-thirds to 55 percent, Proposition 39 and the enacting legislation (AB 1908 and AB 2659) requires the following accountability measures as codified in *Education Code* Sections 15278-15282:

1. Requires that the proceeds from the sale of the bonds be used only for the purposes specified in Article XIII A, Section 1(b)(3)(C) of the California Constitution, and not for any other purpose, including teacher and administrator salaries and other district operating expenses.

NORTH ORANGE COUNTY COMMUNITY COLLEGE DISTRICT MEASURE X GENERAL OBLIGATION BOND

JUNE 30, 2013

2. The district must list the specific facilities projects to be funded in the ballot measure, and must certify that the governing board has evaluated safety and information technology needs in developing the project list.
3. Requires the district to appoint a citizens' oversight committee.
4. Requires the district to conduct an annual independent financial audit and performance audit in accordance with the *Government Auditing Standards* issued by the Comptroller General of the United States of the bond proceeds until after all of the proceeds have been expended.
5. Requires the district to conduct an annual independent performance audit to ensure that the funds have been expended only on the specific projects listed.

OBJECTIVES OF THE AUDIT

The objective of our audit is to meet the compliance requirement to perform a "performance audit" as referred to in Proposition 39 and outlined in Subparagraph (C) of paragraph (3) of subdivision (b) of Section 1 of Article XIII A of the California Constitution. Our audit was conducted in accordance with generally accepted standards for performance audits contained in *Government Auditing Standards*, issued by the Comptroller General of the United States, and will include tests of the accounting records of the District and other procedures we consider necessary to enable us to provide conclusions to our audit objectives.

SCOPE OF THE AUDIT

The scope of our performance audit covered the period of July 1, 2012 through June 30, 2013. The population of expenditures tested included all object and project codes associated with the bond projects. The propriety of expenditures for capital projects and maintenance projects funded through other State or local funding sources, other than proceeds of the Bonds, were not included within the scope of the audit. Expenditures incurred subsequent to June 30, 2013, were not reviewed or included within the scope of our audit or in this report.

PROCEDURES PERFORMED

We obtained the general ledger and the project expenditure reports prepared by the District for the fiscal year ended June 30, 2013, for the Measure X General Obligation Bond Construction Funds. Within the period audited, we obtained the actual invoices and other supporting documentation for all expenditures to ensure compliance with the requirements of Article XIII A, Section 1(b)(3)(C) of the California Constitution and Measure X as to the approved bond projects list. We performed the following procedures:

1. Determine District procedures for disbursement of funds related to the voter approved Measure X General Obligation Bonds were applied in accordance with laws and regulations, as well as policies approved by the Board of Trustees. This will be accomplished through the inspection of specified documents evidencing certain types of transactions and detailed attributes thereof; including, but not limited to, the specific documents related to bid procedures for contracts and services, invoices for services rendered, and other appropriate documents deemed necessary to provide a basis for the results of our objective.
2. Review the detailed accounting of expenditures to determine if proceeds are being spent on administrative salaries or any other expense that would otherwise be the obligation of the General Fund.
3. From a sample of construction expenditures from the detailed accounting of expenditures, review expenditures to determine if proceeds expended are for specific projects as listed in the voter approved bond language. Expenditures from all projects will be included in the sample.

NORTH ORANGE COUNTY COMMUNITY COLLEGE DISTRICT MEASURE X GENERAL OBLIGATION BOND

JUNE 30, 2013

CONCLUSION

Procedure 1

Determine District procedures for disbursement of funds related to the voter approved Measure X General Obligation Bonds were applied in accordance with laws and regulations, as well as policies approved by the Board of Trustees. This will be accomplished through the inspection of specified documents evidencing certain types of transactions and detailed attributes thereof; including, but not limited to, the specific documents related to bid procedures for contracts and services, invoices for services rendered, and other appropriate documents deemed necessary to provide a basis for the results of our objective.

Results

We included 54 percent of all expenditures charged to the Measure X Bond funds for the 2012-2013 fiscal year in our audit. Based upon our audit of actual invoices and purchase orders, there were no exceptions noted in the District's procedures related to the disbursement of Measure X Bond funds. The District used formal bid procedures for those contracts over the construction bid level requirements and informal bid procedures for those contracts below the construction bid level to select contractors for the various projects in accordance with Education Code requirements and District policy. Budgets for specific projects have been approved and monitored in accordance with Board requirements.

Procedure 2

Review the detailed accounting of expenditures to determine if proceeds are being spent on administrative salaries or any other expense that would otherwise be the obligation of the General Fund.

Results

The results of our tests indicated that, in all respects, the District has not spent Measure X proceeds on administrative salaries or any other expense that would otherwise be the obligation of the General Fund.

Procedure 3

From a sample of construction expenditures from the detailed accounting of expenditures, review expenditures to determine if proceeds expended are for specific projects as listed in the voter approved bond language. Expenditures from all projects will be included in the sample.

**NORTH ORANGE COUNTY COMMUNITY COLLEGE DISTRICT
MEASURE X GENERAL OBLIGATION BOND**

JUNE 30, 2013

Results

The results of our tests indicated that, in all respects, the District has expended proceeds exclusively for specific projects as listed in the voter approved bond language. Our audit sample included 54 percent of expenditures for the 2012-2013 fiscal year.

<u>Category of Expense</u>	<u>Expenditures Incurred</u>	<u>Expenditures Tested</u>	<u>Percentage of Total</u>
Supplies and materials	\$ 72,447	\$ 27,959	39%
Services and other expenses	983,834	97,739	10%
Capital outlay	2,017,814	1,540,987	76%
Total	<u>\$ 3,074,095</u>	<u>\$ 1,666,685</u>	54%