



GOODWIN CONSULTING GROUP

**Improvement Area No. 1 of the
City of Merced
Community Facilities District No. 2005-1
(Bellevue Ranch West)
\$6,330,000 2017 Special Tax Refunding Bonds
Continuing Disclosure Annual Report for
Fiscal Year 2017-18
(per SEC Rule 15c2-12(b)(5))**

CUSIP Numbers

\$355,000	587606AT1*	\$325,000	587606BD5
\$260,000	587606AU8	\$340,000	587606BE3
\$270,000	587606AV6	\$350,000	587606BF0
\$275,000	587606AW4	\$360,000	587606BG8
\$285,000	587606AX2	\$375,000	587606BH6
\$285,000	587606AY0	\$390,000	587606BJ2
\$295,000	587606AZ7	\$400,000	587606BK9
\$300,000	587606BA1	\$410,000	587606BL7
\$310,000	587606BB9	\$430,000	587606BM5
\$315,000	587606BC7		

** Retired as of the date of this report*

January 31, 2019

***Continuing Disclosure Annual Report
for
Improvement Area No. 1 of the
City of Merced
Community Facilities District No. 2005-1
(Bellevue Ranch West)
\$6,330,000 2017 Special Tax Refunding Bonds
Fiscal Year 2017-18***

This Continuing Disclosure Annual Report (“Annual Report”) contains certain information required to be filed annually per SEC rule 15c2-12(b)(5) (the “Rule”) by Improvement Area No. 1 (“Improvement Area No. 1”) of the City of Merced (the “City”) Community Facilities District No. 2005-1 (Bellevue Ranch West) (the “CFD”). The Rule is applicable to the 2017 Special Tax Refunding Bonds (the “Series 2017 Bonds”) issued in the aggregate principal amount of \$6,330,000 by the CFD on December 19, 2017. The Rule requires that an issuer undertake in a written agreement or contract, for the benefit of holders of the securities issued, to file with national and state repositories the following:

- i. Certain financial information as presented in the Continuing Disclosure Agreement
- ii. Audited financial statements of the City
- iii. Notice of certain enumerated significant events
- iv. Notice of any failure to provide such annual financial information as agreed

In compliance with the Rule, the City signed the Continuing Disclosure Agreement on December 19, 2017, requiring the City to provide annually, or as they occur, the aforementioned enumerated documents or events. Per the Continuing Disclosure Agreement, the City is required to file an annual report with all national and State of California repositories which includes:

- a) The balance in the Reserve Fund held under the Fiscal Agent Agreement.
 - **As of October 31, 2018, the balance in the Reserve Fund was \$452,856. The Reserve Fund Requirement is \$450,944; therefore, pursuant to the Series 2017 Bonds covenants, the Reserve Fund is fully funded.**
- b) The principal amount of the Series 2017 Bonds outstanding and a current debt service schedule.
 - **As of the date of this report, \$5,975,000 of the Series 2017 Bonds remains outstanding.**
 - **See Appendix A for a current debt service schedule.**

- c) The amount of prepayments of the special tax, if any.

→ **As of the date of this report, there have been no prepayments of the special tax obligation.**

- d) The total assessed value of all parcels currently subject to the special tax within Improvement Area No. 1, showing the total assessed valuation for all land and the total assessed valuation for all improvements within Improvement Area No. 1 and distinguishing between the assessed value of developed property and undeveloped property.

Total Assessed Value of all Land	\$14,063,244
Total Assessed Value of all Improvements	\$53,370,919
Total Assessed Value of Other Property	\$0
Total Assessed Value of all Parcels	\$67,434,163
Assessed Value of Developed Property	\$63,251,439
Assessed Value of Undeveloped Property	\$4,182,724
Total Assessed Value of all Parcels	\$67,434,163

- e) Identification of each parcel within Improvement Area No. 1 for which any special tax payment is delinquent, together with the following information respecting each such parcel: (A) the amount delinquent; (B) the date of each delinquency; (C) in the event a foreclosure complaint has been filed respecting such delinquent parcel and such complaint has not yet been dismissed, the date on which the complaint was filed; and (D) in the event a foreclosure sale has occurred respecting such delinquent parcel, a summary of the results of such foreclosure sale.

→ **As of October 22, 2018, there were no delinquent parcels in the CFD.**

- f) A land ownership summary listing property owners responsible for more than ten percent (10%) of the annual special tax levy, as shown on the Merced County Assessor's last equalized tax roll prior to the September next preceding the Annual Report date.

Property Owner	FY 2018-19 Special Tax Levy	Percentage	Number of Parcels
Forebay Farms, LLC	\$221,433	47.68%	470

- g) Changes, if any to the Rate and Method of Apportionment for Improvement Area No. 1.

→ **None.**

- h) The amount of special taxes generated by the developed parcels and undeveloped parcels within Improvement Area No. 1, their percentage of maximum special tax levy and their aggregate assessed value to lien ratios.

→ **See Appendix B.**

- i) The audited financial statements for the City for the preceding fiscal year (or if not available at the time of filing, the unaudited financial statements). The audited financial statements shall be prepared in accordance with generally accepted accounting principles as prescribed for governmental units by the Governmental Accounting Standards Board; provided, however, that the City may from time to time, if required by federal or state legal requirements, modify the basis upon which its financial statements are prepared and provided.

→ **See Appendix C.**

- j) **Senate Bill 165 Reporting Requirements.** On September 18, 2000, former Governor Gray Davis signed Senate Bill 165 which enacted the Local Agency Special Tax and Bond Accountability Act. In approving the bill, the Legislature declared that local agencies need to demonstrate to voters that special taxes and bond proceeds are being spent on the facilities and services for which they were intended. To further this objective, the Legislature added Sections 50075.3 and 53411 to the California Government Code setting forth annual reporting requirements relative to special taxes collected and bonds issued by a public agency. The amount of special taxes collected and expended for the fiscal year 2017-18 special tax levy is set forth in the table on the following page.

Fiscal Year 2017-18 Revenues

Interest	\$21,655
Proceeds from Debt	\$6,330,000
Assessments	\$514,761
Other Revenue	\$12,500
Total Revenues Collected	\$6,878,916

Fiscal Year 2017-18 Expenditures

Bond Interest	\$351,694
Discount	\$84,760
Bond Principal	\$6,045,000
Fiscal Agent Fees	\$2,310
Professional Services	\$265,845
Support Services	\$74
Administrative Services	\$1,053
Direct Service Charges	\$2,413
Total Expenditures	\$6,753,149

Beginning Fund Balance*	\$878,480
Ending Fund Balance*	\$1,004,247

Net Change in Fund Balance	\$125,767
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* Includes Reserve Requirement.

Note: This is unaudited financial information.

k) **Reporting of Significant Events.** Pursuant to the provisions of the Continuing Disclosure Agreement, the CFD shall give, or cause to be given, notice of the occurrence of any of the following events, if material:

1. Principal and interest payment delinquencies.
2. Non-payment related defaults, if material.
3. Modifications to rights of Bond Owners, if material.
4. Bond calls, if material, and tender offers.
5. Defeasances
6. Rating changes.
7. Adverse tax opinions or events adversely affecting the tax-exempt status of the bonds.
8. Unscheduled draws on debt service reserves reflecting financial difficulties.
9. Unscheduled draws on credit enhancements reflecting financial difficulties.
10. Substitution of credit or liquidity providers, or their failure to perform.

11. Release, substitution, or sale of property securing repayment of the Bonds, if material.
12. Bankruptcy, insolvency, receivership, or similar proceedings of the City.
13. Appointment of a successor or additional fiscal agent or the change of name of a fiscal agent, if material.
14. The consummation of a merger, consolidation, or acquisition involving the City or the sale of all or substantially all of the assets of the City other than in the ordinary course of business.

As of November 1, 2018, no significant events have been reported by the CFD.

APPENDIX A

Debt Service Schedule

IA #1 of Merced CFD No. 2005-1 (Bellevue Ranch West)
2017 Special Tax Refunding Bonds
Debt Service Schedule

Interest Payment Date	Principal	Interest	Total Debt Service	Annual Debt Service
12/19/2017	\$0.00	\$0.00	\$0.00	\$0.00
3/1/2018	\$0.00	\$39,168.75	\$39,168.75	\$0.00
9/1/2018	\$355,000.00	\$97,921.88	\$452,921.88	\$492,090.63
3/1/2019	\$0.00	\$94,371.88	\$94,371.88	\$0.00
9/1/2019	\$260,000.00	\$94,371.88	\$354,371.88	\$448,743.75
3/1/2020	\$0.00	\$90,471.88	\$90,471.88	\$0.00
9/1/2020	\$270,000.00	\$90,471.88	\$360,471.88	\$450,943.75
3/1/2021	\$0.00	\$86,421.88	\$86,421.88	\$0.00
9/1/2021	\$275,000.00	\$86,421.88	\$361,421.88	\$447,843.75
3/1/2022	\$0.00	\$82,296.88	\$82,296.88	\$0.00
9/1/2022	\$285,000.00	\$82,296.88	\$367,296.88	\$449,593.75
3/1/2023	\$0.00	\$79,446.88	\$79,446.88	\$0.00
9/1/2023	\$285,000.00	\$79,446.88	\$364,446.88	\$443,893.75
3/1/2024	\$0.00	\$76,240.63	\$76,240.63	\$0.00
9/1/2024	\$295,000.00	\$76,240.63	\$371,240.63	\$447,481.25
3/1/2025	\$0.00	\$72,553.13	\$72,553.13	\$0.00
9/1/2025	\$300,000.00	\$72,553.13	\$372,553.13	\$445,106.25
3/1/2026	\$0.00	\$68,428.13	\$68,428.13	\$0.00
9/1/2026	\$310,000.00	\$68,428.13	\$378,428.13	\$446,856.25
3/1/2027	\$0.00	\$64,165.63	\$64,165.63	\$0.00
9/1/2027	\$315,000.00	\$64,165.63	\$379,165.63	\$443,331.25
3/1/2028	\$0.00	\$59,440.63	\$59,440.63	\$0.00
9/1/2028	\$325,000.00	\$59,440.63	\$384,440.63	\$443,881.25
3/1/2029	\$0.00	\$54,362.50	\$54,362.50	\$0.00
9/1/2029	\$340,000.00	\$54,362.50	\$394,362.50	\$448,725.00
3/1/2030	\$0.00	\$48,837.50	\$48,837.50	\$0.00
9/1/2030	\$350,000.00	\$48,837.50	\$398,837.50	\$447,675.00
3/1/2031	\$0.00	\$42,931.25	\$42,931.25	\$0.00
9/1/2031	\$360,000.00	\$42,931.25	\$402,931.25	\$445,862.50
3/1/2032	\$0.00	\$36,631.25	\$36,631.25	\$0.00
9/1/2032	\$375,000.00	\$36,631.25	\$411,631.25	\$448,262.50
3/1/2033	\$0.00	\$30,068.75	\$30,068.75	\$0.00
9/1/2033	\$390,000.00	\$30,068.75	\$420,068.75	\$450,137.50
3/1/2034	\$0.00	\$23,000.00	\$23,000.00	\$0.00
9/1/2034	\$400,000.00	\$23,000.00	\$423,000.00	\$446,000.00
3/1/2035	\$0.00	\$15,750.00	\$15,750.00	\$0.00
9/1/2035	\$410,000.00	\$15,750.00	\$425,750.00	\$441,500.00
3/1/2036	\$0.00	\$8,062.50	\$8,062.50	\$0.00
9/1/2036	\$430,000.00	\$8,062.50	\$438,062.50	\$446,125.00
Total	\$6,330,000.00	\$2,204,053.13	\$8,534,053.13	\$8,534,053.13

APPENDIX B

Value-to-Lien Ratios of Developed and Undeveloped Property

**Improvement Area No. 1 of the
City of Merced
Community Facilities District No. 2005-1
(Bellevue Ranch West)**

Value-to-Lien Ratios of Developed and Undeveloped Property

Classification	Number of Parcels	FY 2018-19 Assessed Value	FY 2018-19 Total Assigned Special Tax	FY 2018-19 Actual Special Tax	Percent of FY 2018-19 Actual Special Tax	Bonds(1)	Average Value-to- Lien
Developed	241	\$63,251,439	\$197,931	\$197,931	42.6%	\$2,546,627	24.8
Undeveloped	471	\$4,182,724	\$461,471	\$266,463	57.4%	\$3,428,373	1.2
Total	712	\$67,434,163	\$659,402	\$464,394	100.0%	\$5,975,000	11.3

(1) Allocated based on the actual tax levy for fiscal year 2018-19.

Sources: Merced County Assessor; Goodwin Consulting Group, Inc.

APPENDIX C

*Audited Financial Statements
for the Fiscal Year Ending June 30, 2018
(To Come Under Separate Cover)*

THE FOLLOWING FINANCIAL STATEMENT IS PROVIDED SOLELY TO COMPLY WITH THE SECURITIES AND EXCHANGE COMMISSION STAFF'S INTERPRETATION OF RULE 15c2-12. NO FUNDS OR ASSETS OF THE CITY OF MERCED (OTHER THAN THE SPECIAL TAXES LEVIED IN IMPROVEMENT AREA NO. 1 THE COMMUNITY FACILITIES DISTRICT) ARE REQUIRED TO BE USED TO PAY DEBT SERVICE ON THE BONDS AND THE CITY IS NOT OBLIGATED TO ADVANCE AVAILABLE FUNDS FROM THE CITY TREASURY TO COVER ANY DELINQUENCIES. INVESTORS SHOULD NOT RELY ON THE FINANCIAL CONDITION OF THE CITY IN EVALUATING WHETHER TO BUY, HOLD OR SELL THE BONDS.