

**BALLANTRAE COMMUNITY DEVELOPMENT DISTRICT
PASCO COUNTY, FLORIDA
FINANCIAL REPORT
FOR THE FISCAL YEAR ENDED
SEPTEMBER 30, 2008**

**BALLANTRAE COMMUNITY DEVELOPMENT DISTRICT
PASCO COUNTY, FLORIDA**

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INDEPENDENT AUDITOR'S REPORT

To the Board of Supervisors
Ballantrae Community Development District
Pasco County, Florida

We have audited the accompanying financial statements of the governmental activities and each major fund of Ballantrae Community Development District, Pasco County, Florida ("District") as of and for the fiscal year ended September 30, 2008, which collectively comprise the District's basic financial statements as listed in the table of contents. These financial statements are the responsibility of the District's management. Our responsibility is to express opinions on these financial statements based on our audit.

We conducted our audit in accordance with auditing standards generally accepted in the United States of America and the standards applicable to financial audits contained in *Government Auditing Standards*, issued by the Comptroller General of the United States. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and the significant estimates made by management, as well as evaluating the overall financial statement presentation. We believe that our audit provides a reasonable basis for our opinions.

In our opinion, the financial statements referred to above present fairly, in all material respects, the respective financial position of the governmental activities and each major fund of the District, as of September 30, 2008, and the respective changes in financial position thereof for the fiscal year then ended, in conformity with accounting principles generally accepted in the United States of America.

In accordance with *Government Auditing Standards*, we have also issued our report dated May 21, 2009, 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, and contracts, and 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 important for assessing the results of our audit.

The management's discussion and analysis and budgetary comparison information are not a required part of the basic financial statements but are supplementary information required by accounting principles generally accepted in the United States of America. We have applied certain limited procedures, which consisted principally of inquiries of management regarding the methods of measurement and presentation of the required supplementary information. However, we did not audit the information and express no opinion on it.



May 21, 2009

MANAGEMENT'S DISCUSSION AND ANALYSIS

Our discussion and analysis of Ballantrae Community Development District, Pasco County, Florida ("District") provides a narrative overview of the District's financial activities for the fiscal year ended September 30, 2008. 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 fiscal year ended September 30, 2008 resulting in \$(1,118,571) in net assets (deficit). Of this amount, \$204,032 is unrestricted net assets which may be used to meet the District's ongoing obligations.
- The District's net assets decreased by \$(10,634,054) in comparison with the prior year. The key components of the District's net assets and change in net assets are reflected in the table in the following section.
- At September 30, 2008, the District's governmental funds reported combined ending fund balance of \$1,257,132 an increase of \$104,410 in comparison with the prior year. Of the total fund balance, \$1,068,528 is reserved for debt service, capital projects and other items and \$188,604 is unreserved fund balance which is available for spending at the District's discretion.

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 assets presents information on all the District's assets and liabilities, with the difference between the two reported as net assets. Over time, increases or decreases in net assets 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 assets changed during the most recent fiscal year. All changes in net assets 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 revenues. The District does not have any business-type activities. The governmental activities of the District include the general government (management), recreational 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 balance 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 and capital projects fund which are all 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 assets may serve over time as a useful indicator of an entity's financial position. In the case of the District, liabilities exceeded assets by \$(1,118,571) (deficit net assets) at the close of the fiscal year ended September 30, 2008.

A portion of the District's net assets reflects its investment in capital assets (e.g. 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 landowners; 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.

An additional portion of the District's net assets represents resources that are subject to external restrictions on how they may be used. They are funds set aside for debt service under the Bond Indenture. The remaining balance of unrestricted net assets may be used to meet the District's other obligations.

GOVERNMENT-WIDE FINANCIAL ANALYSIS (Continued)

Key elements of the net assets are as follows:

	NET ASSETS	
	SEPTEMBER 30,	
	2008	2007
Assets, excluding capital assets	\$ 1,631,212	\$ 1,545,578
Capital assets, net	6,642,700	17,505,268
Total assets	<u>8,273,912</u>	<u>19,050,846</u>
Liabilities, excluding long-term liabilities	247,483	255,363
Long-term liabilities	9,145,000	9,280,000
Total liabilities	<u>9,392,483</u>	<u>9,535,363</u>
Net Assets		
Invested in capital assets, net of related debt	(2,107,989)	8,594,698
Restricted for:		
Debt service	785,386	774,339
Unrestricted	204,032	146,446
Total net assets	<u>\$ (1,118,571)</u>	<u>\$ 9,515,483</u>

The District's net assets decreased by \$(10,634,054) during the fiscal year ended September 30, 2008. The majority of the decrease is due to conveyance of capital assets in the current year.

The results of the District's operations as a whole are reported in the statement of activities. The table in the following section takes the information from that statement and rearranges it to facilitate the reader's review.

Key elements of the change in net assets are as follows:

	CHANGES IN NET ASSETS	
	FOR THE FISCAL YEAR ENDED SEPTEMBER 30,	
	2008	2007
Revenues:		
Program revenues		
Charges for Services	\$ 1,499,185	\$ 1,488,116
Operating Grants and Contributions	27,255	44,021
Capital Grants and Contributions	449	1,106
General revenues	9,612	18,309
Total revenues	<u>1,536,501</u>	<u>1,551,552</u>
Expenses:		
General government	145,434	131,646
Infrastructure and maintenance costs	11,457,575	1,333,183
Interest	567,546	575,322
Total expenses	<u>12,170,555</u>	<u>2,040,151</u>
Change in net assets	<u>\$ (10,634,054)</u>	<u>\$ (488,599)</u>

Program revenues comprised primarily of assessments decreased by \$6,354 in comparison with the prior year.

FINANCIAL ANALYSIS OF GOVERNMENTAL FUNDS

The District uses fund accounting to ensure and demonstrate compliance with finance related legal requirements. The focus of the District's governmental funds is to provide information on near-term inflows, outflows, and balances of spendable resources. Such information is useful in assessing financing requirements. In particular, unreserved fund balance may serve as a useful measure of a government's net resources available for spending at the end of the fiscal year.

The general fund is the operating fund of the District and includes all activities related to providing management and operating services.

FINANCIAL ANALYSIS OF GOVERNMENTAL FUNDS (Continued)

In the table below we have presented the costs of the largest functions/programs as a percentage of total governmental funds.

	FOR THE FISCAL YEAR ENDED SEPTEMBER 30,			
	2008		2007	
General government	\$ 145,434	10%	\$ 131,646	9%
Maintenance and operations	595,007	42%	540,521	38%
Capital outlay	-	0%	14,059	1%
Interest and principal on long-term debt	691,650	48%	689,300	49%
Other costs	-	0%	41,579	3%
	<u>\$ 1,432,091</u>	<u>100%</u>	<u>\$ 1,417,105</u>	<u>100%</u>

As noted above, maintenance and debt service comprise the majority of expenditures for total governmental activities in the current and prior year.

BUDGETING AND OPERATING 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. At September 30, 2008 actual expenditures did not exceed appropriations in the general fund.

CAPITAL ASSET AND DEBT ADMINISTRATION

Capital Asset

At September 30, 2008, the District had \$7,771,044 invested in building, equipment and infrastructure improvements. At the government-wide financial statements depreciation of \$1,128,344 has been taken, which resulted in a net book value of \$6,642,700. More detailed information about the District's capital assets is presented in the notes to the financial statements.

Capital Debt

At September 30, 2008, the District had \$9,145,000 in Bonds outstanding, a decrease of 1.5% from prior year. No new debt was issued during the year as the District had no immediate need to issue additional debt. More detailed information about the District's capital debt is presented in the notes to the financial statements.

Contacting the Districts Financial Management

This financial report is designed to provide our citizens, land owners, taxpayers, 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 Ballantrae Community Development District Finance Department at 3434 Colwell Avenue, Suite 200, Tampa, Florida, 33614.

**BALLANTRAE COMMUNITY DEVELOPMENT DISTRICT
PASCO COUNTY, FLORIDA
STATEMENT OF NET ASSETS
SEPTEMBER 30, 2008**

	Governmental Activities
ASSETS	
Cash	\$ 72,875
Investments	134,376
Accrued interest receivable	1,363
Deferred charges	355,221
Prepays	13,067
Deposits	2,360
Restricted assets:	
Temporarily restricted	
Investments	1,051,950
Capital assets:	
Depreciable assets, net	6,642,700
Total assets	8,273,912
 LIABILITIES	
Accounts payable	18,859
Accrued interest payable	228,624
Non-current liabilities:	
Due within one year	140,000
Due in more than one year	9,005,000
Total liabilities	9,392,483
 NET ASSETS	
Invested in capital assets, net of related debt	(2,107,989)
Restricted for debt service	785,386
Unrestricted	204,032
Total net assets (deficit)	\$ (1,118,571)

See notes to the financial statements

**BALLANTRAE COMMUNITY DEVELOPMENT DISTRICT
PASCO COUNTY, FLORIDA
STATEMENT OF ACTIVITIES
FOR THE FISCAL YEAR ENDED SEPTEMBER 30, 2008**

Functions/Programs Primary government:	Program Revenues			Net (Expense) Revenue and Changes in Net Assets
	Charges for Services	Operating Grants and Contributions	Capital Grants and Contributions	
Governmental activities:				
General government	\$ 145,434	\$ -	\$ -	\$ 642,980
Infrastructure and maintenance costs	11,457,575	-	449	(11,457,126)
Interest on long-term debt	567,546	27,255	-	170,480
Total governmental activities	12,170,555	27,255	449	(10,643,666)
General revenues:				
Unrestricted investment earnings				6,061
Grants and contributions not restricted to specific programs				3,551
Total general revenues				9,612
Change in net assets				(10,634,054)
Net assets - beginning				9,515,483
Net assets (deficit) - ending				\$ (1,118,571)

See notes to the financial statements

**BALLANTRAE COMMUNITY DEVELOPMENT DISTRICT
PASCO COUNTY, FLORIDA
BALANCE SHEET
GOVERNMENTAL FUNDS
SEPTEMBER 30, 2008**

	Major Funds			Total Governmental Funds
	General	Debt Service	Capital Projects	
ASSETS				
Cash	\$ 72,875	\$ -	\$ -	\$ 72,875
Investments	134,376	1,012,895	39,055	1,186,326
Accrued interest receivable	212	1,116	35	1,363
Prepays and other assets	13,067	-	-	13,067
Deposits	2,360	-	-	2,360
Total assets	<u>\$ 222,890</u>	<u>\$ 1,014,011</u>	<u>\$ 39,090</u>	<u>\$ 1,275,991</u>
LIABILITIES AND FUND BALANCES				
Liabilities:				
Accounts payable	\$ 18,859	\$ -	\$ -	\$ 18,859
Total liabilities	<u>18,859</u>	<u>-</u>	<u>-</u>	<u>18,859</u>
Fund balances:				
Reserved for:				
Debt service	-	1,014,011	-	1,014,011
Capital projects	-	-	39,090	39,090
Other	15,427	-	-	15,427
Unreserved, designated for:				
Capital projects	25,000			25,000
Subsequent years expenditures	86,000			86,000
Unreserved, reported in:				
General fund	77,604	-	-	77,604
Total fund balance	<u>204,031</u>	<u>1,014,011</u>	<u>39,090</u>	<u>1,257,132</u>
Total liabilities and fund balances	<u>\$ 222,890</u>	<u>\$ 1,014,011</u>	<u>\$ 39,090</u>	<u>\$ 1,275,991</u>

See notes to the financial statements

**BALLANTRAE COMMUNITY DEVELOPMENT DISTRICT
PASCO COUNTY, FLORIDA
RECONCILIATION OF THE BALANCE SHEET - GOVERNMENTAL FUNDS
TO THE STATEMENT OF NET ASSETS
SEPTEMBER 30, 2008**

Fund balance - governmental funds \$ 1,257,132

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

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 assets includes those capital assets, net of any accumulated depreciation, in the net assets of the government as a whole.

Cost of capital assets	7,771,044	
Accumulated depreciation	<u>(1,128,344)</u>	6,642,700

Bond issuance costs are not financial resources and, therefore are not reported as assets in the governmental funds. The statements of net assets includes these costs, net of amortization.

Bond issuance costs	426,266	
Accumulated amortization	<u>(71,045)</u>	355,221

Liabilities not due and payable from current available resources are not reported as liabilities in the governmental fund statements. All liabilities, both current and long-term, are reported in the government-wide statements.

Accrued interest payable	(228,624)	
Bonds payable	<u>(9,145,000)</u>	<u>(9,373,624)</u>

Net assets of governmental activities		<u><u>\$ (1,118,571)</u></u>
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See notes to the financial statements

**BALLANTRAE COMMUNITY DEVELOPMENT DISTRICT
PASCO COUNTY, FLORIDA
STATEMENT OF REVENUES, EXPENDITURES,
AND CHANGES IN FUND BALANCES
GOVERNMENTAL FUNDS
FOR THE FISCAL YEAR ENDED SEPTEMBER 30, 2008**

	Major Funds			Total Governmental Funds
	General	Debt Service	Capital Projects	
REVENUES				
Assessments	\$ 788,414	\$ 710,771	\$ -	\$ 1,499,185
Interest and other revenues	9,612	27,255	449	37,316
Total revenues	<u>798,026</u>	<u>738,026</u>	<u>449</u>	<u>1,536,501</u>
EXPENDITURES				
Current:				
General government	145,434	-	-	145,434
Maintenance and operations	595,007	-	-	595,007
Debt Service:				
Principal	-	135,000	-	135,000
Interest	-	556,650	-	556,650
Total expenditures	<u>740,441</u>	<u>691,650</u>	<u>-</u>	<u>1,432,091</u>
Excess (deficiency) of revenues over (under) expenditures	<u>57,585</u>	<u>46,376</u>	<u>449</u>	<u>104,410</u>
OTHER FINANCING SOURCES (USES)				
Interfund transfer in(out)	-	(38,641)	38,641	-
Total other financing sources and (uses)	<u>-</u>	<u>(38,641)</u>	<u>38,641</u>	<u>-</u>
Net change in fund balances	57,585	7,735	39,090	104,410
Fund balance - beginning	<u>146,446</u>	<u>1,006,276</u>	<u>-</u>	<u>1,152,722</u>
Fund balance - ending	<u>\$ 204,031</u>	<u>\$ 1,014,011</u>	<u>\$ 39,090</u>	<u>\$ 1,257,132</u>

See notes to the financial statements

**BALLANTRAE COMMUNITY DEVELOPMENT DISTRICT
PASCO COUNTY, 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, 2008**

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

Net change in fund balances - total governmental funds	\$ 104,410
Depreciation on capital assets is not recognized in the governmental fund statement but is reported as an expense in the statement of activities.	(376,583)
Repayment of long-term liabilities are reported as expenditures in the governmental fund statement but such repayments reduce liabilities in the statement of net assets and are eliminated in the statement of activities.	135,000
Conveyance of property from the District to the County is recorded on the statement activities but not on the fund financial statements.	(10,485,985)
Amortization of deferred charges is not recognized in the governmental fund statement but is reported as an expense in the statement of activities.	(14,209)
The change in accrued interest on long-term liabilities between the current and prior fiscal year end is recorded in the statement of activities but not in the fund financial statements.	<u>3,313</u>
Change in net assets of governmental activities	<u>\$ (10,634,054)</u>

See notes to the financial statements

**BALLANTRAE COMMUNITY DEVELOPMENT DISTRICT
PASCO COUNTY, FLORIDA
NOTES TO THE FINANCIAL STATEMENTS**

NOTE 1 – SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Reporting Entity

Ballantrae Community Development District ("District") was created on September 29, 2003 by the Board of County Commissioners of Pasco County, Florida, pursuant to the Uniform Community Development District Act of 1980, otherwise known as Chapter 190, Florida Statutes, under Pasco County Ordinance 03-22. 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 purpose 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. The Board consists of residents of the District.

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") Statement 14, and Statement 39, an amendment of GASB Statement 14. Under the provisions of those standards, the financial reporting entity consists of the primary government, organizations for which the District Board of Supervisors 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.

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 assets 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 1 – 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 certain land and all platted lots within the District. Assessments are levied each November 1 on property of record as of the previous January. The fiscal year for which annual assessments are levied begins on October 1 with discounts available for payments through February 28 and become delinquent on April 1. For debt service assessments, amounts collected as advance payments are used to prepay a portion of the Bonds outstanding. Otherwise, assessments are collected annually to provide funds for the debt service on the portion of the Bonds which are not paid with prepaid assessments.

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

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 Project Fund

The capital project fund is used to account for 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 District's policy to use restricted resources first, then unrestricted resources as they are needed.

NOTE 1 – SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)

Assets, Liabilities and Net Assets or Equity

Restricted Assets

These assets represent cash and investments set aside pursuant to bond covenants.

Deposits and Investments

The District's cash on hand and demand deposits are considered to be cash and cash equivalents.

The District has adopted a written investment policy, which complies with the requirements of Section 218.415 Florida Statutes. All investments comply with the requirements of the written investment policy. 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;
- e) Short-term Bond Funds.

In addition, surplus funds may be deposited into certificates of deposit which are insured. Any unspent proceeds are required to be held in investments allowed as specified in the Bond Indenture.

The District records all interest revenue related to investment activities in the respective funds and reports investments at fair value.

Inventories and Prepaid Items

Inventories of governmental funds are recorded as expenditures when consumed rather than when purchased.

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, bridges, 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 completed.

NOTE 1 – SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)

Assets, Liabilities and Net Assets or Equity (Continued)

Capital Assets (Continued)

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

Assets	Years
Building	30
Roads and street lights	30
Stormwater management	30
Recreation facilities	20
Security walls and other	15
Equipment	10

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.

Deferred Charges

In a prior year, in connection with the issuance of certain debt, the District incurred costs totaling \$426,266. In the government-wide financial statements that amount has been capitalized and amortized over the estimated life of the Bonds. At September 30, 2008 the District reported accumulated amortization of \$71,045.

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 assets. Bond premiums and discounts, as well as issuance costs, are deferred and amortized ratably over the life of the Bonds. Bonds payable are reported net of applicable premiums or discounts.

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.

Fund Equity/Net Assets

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

Net assets in the government-wide financial statements are categorized as invested in capital assets, net of related debt, restricted or unrestricted. Invested in capital assets, net of related debt represents net assets related to infrastructure and property, plant and equipment, net of any related debt. Restricted net assets represent the assets restricted by the District's bond covenants.

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 as of 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 2 – STEWARDSHIP, COMPLIANCE AND ACCOUNTABILITY

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 public 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 3 – CASH AND INVESTMENTS

Cash

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, 2008:

	Fair Value	Credit Risk	Maturities
First American Treasury Obligations Fund	\$ 1,182,943	S&P AAAM	Weighted Average of the fund portfolio: 14 days
Investment in Local Government Surplus Trust Funds Investment Pool - Fund B	3,383	Not rated	* Weighted average of the fund portfolio: 9.36 years
Total Investments	<u>\$ 1,186,326</u>		

*The State Board of Administration's Local Government Surplus Funds Trust Fund Investment Pool ("Pool") was restructured on December 4, 2007 into two separate pools. Pool A consisted of all money market appropriate assets, which was approximately 86% of Pool assets. Pool B consisted of assets that either defaulted on a payment, paid more slowly than expected, and/or had any significant credit and liquidity risk, which was approximately 14% of Pool assets. At the time of the restructuring, all current pool participants had their existing balances proportionately allocated into Pool A and Pool B and certain restrictions were implemented. On December 21, 2007, Standard and Poor's Ratings Services assigned its "AAAM" principal stability fund rating to Pool Fund A. Fund B is not rated by any nationally recognized statistical rating agency.

NOTE 3 – CASH AND INVESTMENTS (Continued)

Investments (Continued)

There are two options for accounting and reporting for money market investment pools either “2a-7 like” or fluctuating net asset value (“NAV”). “2a-7 like” pool is an external investment pool that is not registered with the Securities and Exchange Commission (“SEC”) as an investment company, but nevertheless has a policy that it will, and does, operate in a manner consistent with the SEC’s Rule 2a-7 of the Investment Company Act of 1940, which comprises the rules governing money market funds. Thus, the pool operates essentially as a money market fund. Rule 2a-7 is the rule that allows money market funds to use amortized cost to maintain a constant NAV of \$1.00 per share, provided that such funds meet certain conditions. The Local Government Surplus Funds Trust Fund Investment Pool is considered a 2a7-like fund and the District has reported its investment in Fund A at the same value as the pooled shares allocated to the District. The District had no balance in Fund A at September 30, 2008. Fund B is accounted for as a fluctuating NAV pool and the fair value factor for September 30, 2008 was .798385. The District has multiplied its account balance at September 30, 2008 by the factor to determine the fair market value of the investment balance to be reported. Additional information regarding the Local Government Surplus Funds Trust Fund may be obtained from the State Board of Administration. The ending allocated NAV value for Fund B of the District at September 30, 2008 was \$3,383 for an estimated unrealized loss of (\$854).

Custodial risk – For an investment, custodial credit risk is the risk that, in the event of the failure of the counterparty, the District will not be able to recover the value of the investments or collateral securities that are in the possession of an outside party. The District has no formal policy for custodial risk. The investments are not evidenced by securities that exist in physical or book entry form.

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 for unspent Bond proceeds.

NOTE 4 – INTERFUND TRANSFERS

Interfund transfers at September 30, 2008 were as follows:

Fund	Transfer in	Transfer Out
Debt service	\$ -	38,641
Capital projects	38,641	-
Total	<u>\$ 38,641</u>	<u>\$ 38,641</u>

The District transferred funds from the debt service fund to the capital projects fund to pay certain deferred infrastructure costs as discussed at Note 5 – Capital Assets.

NOTE 5 – CAPITAL ASSETS

Capital asset activity for the fiscal year ended September 30, 2008 was as follows:

	Beginning Balance	Increases	Decreases	Ending Balance
<u>Governmental activities</u>				
Capital assets, being depreciated				
Building	\$ 750,000	\$ -	\$ -	\$ 750,000
Roads and street lights	11,234,985	-	11,234,985	-
Stormwater management	3,307,950	-	-	3,307,950
Recreation facilities	515,052	-	-	515,052
Security walls and other	3,127,158	-	-	3,127,158
Equipment	70,884	-	-	70,884
Total capital assets, being depreciated	19,006,029	-	11,234,985	7,771,044
Less accumulated depreciation for:				
Building	50,000	25,000	-	75,000
Roads and street lights	749,000	-	749,000	-
Stormwater management	220,530	110,265	-	330,795
Recreation facilities	51,506	25,753	-	77,259
Security walls and other	416,954	208,477	-	625,431
Equipment	12,771	7,088	-	19,859
Total accumulated depreciation	1,500,761	376,583	749,000	1,128,344
Total capital assets, being depreciated, net	17,505,268	(376,583)	10,485,985	6,642,700
Governmental activities capital assets, net	<u>\$ 17,505,268</u>	<u>\$ (376,583)</u>	<u>\$ 10,485,985</u>	<u>\$ 6,642,700</u>

The majority of infrastructure improvements were acquired from the Developer in accordance with the Acquisition Agreement. In a prior year, the District conveyed \$3,176,222 of infrastructure improvements to another government and the Developer contributed \$14,472,993 of infrastructure improvements to the District. During the current year the District conveyed \$10,485,985 of infrastructure improvements to another government. In accordance with the Bond Indenture, the District is required to fund a deferred cost account from excess funds as defined in the Bond Indenture.

In connection with the 2004 project, in the event there are certain excess funds in the 2004 reserve, they are to be transferred to the capital projects fund and used to repay funds advanced for the project or for the purchase of additional components. However, if funds in the account are not needed for that purpose they are to be used to redeem outstanding related debt. At September 30, 2008 there is a balance of \$39,055 in the deferred cost account.

NOTE 6 – LONG TERM LIABILITIES

On April 28, 2004 the District issued \$9,665,000 of Capital Improvement Revenue Bonds, due May 1, 2035 with a fixed interest rate of 6.00%. 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. Principal is to be paid serially commencing May 1, 2006 through May 1, 2035.

The Bonds are subject to redemption at the option of the District prior to maturity. 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. This occurred during the current fiscal year as the District collected prepaid assessments and prepaid \$5,000 of the Bonds. In addition, see Note – 10 Subsequent Events for extraordinary redemption amounts subsequent to year end.

The Bond Indenture requires that the District maintain adequate funds in a reserve account to meet the debt service reserve requirement as defined in the Indenture.

NOTE 6 - LONG TERM LIABILITIES (Continued)

In addition, the Bond Indenture has certain restrictions and requirements relating principally to the use of proceeds to pay for the infrastructure improvements and 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 in compliance with the requirements of the Bond Indenture as of September 30, 2008.

At September 30, 2008, the scheduled debt service requirements on the long - term debt were as follows:

Year ending September 30:	Governmental Activities		
	Principal	Interest	Total
2009	\$ 140,000	\$ 548,700	\$ 688,700
2010	150,000	540,300	690,300
2011	160,000	531,300	691,300
2012	170,000	521,700	691,700
2013	180,000	511,500	691,500
2014 - 2018	1,080,000	2,381,400	3,461,400
2019 - 2023	1,465,000	2,014,200	3,479,200
2024 - 2028	1,965,000	1,517,700	3,482,700
2029 - 2033	2,665,000	850,200	3,515,200
2034 - 2035	1,170,000	102,300	1,272,300
Total	<u>\$ 9,145,000</u>	<u>\$ 9,519,300</u>	<u>\$ 18,664,300</u>

Changes in long-term liability activity for the fiscal year ended September 30, 2008 was as follows:

	Beginning Balance	Additions	Reductions	Ending Balance	Due Within One Year
<u>Governmental activities</u>					
Bonds payable:					
Series 2004	\$ 9,280,000	\$ -	\$ 135,000	\$ 9,145,000	\$ 140,000
Governmental activity long-term liabilities	<u>\$ 9,280,000</u>	<u>\$ -</u>	<u>\$ 135,000</u>	<u>\$ 9,145,000</u>	<u>\$ 140,000</u>

NOTE 7- DEFICIT NET ASSETS

The District has a government-wide net asset deficit of \$(1,118,571) as of September 30, 2008. There is no such deficit reflected in the governmental fund financial statements. The deficit in the government-wide statement of net assets primarily relates to the excess of the amount of long-term debt outstanding over the amount of capital assets, net of accumulated depreciation. Certain infrastructure improvements necessary to complete the District, were financed through the issuance of long-term debt but were conveyed to other entities for maintenance in the current year. Those capital assets are not included in the assets of the District; however, the long-term debt associated with those assets remains the liability of the District.

NOTE 8 – 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 (Board appointed non-voting positions) of the District. Under the agreement, the District compensates the management company for management, accounting, financial reporting, and other administrative costs.

NOTE 9 – 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. Settled claims from these risks have not exceeded commercial insurance coverage over the past three years.

NOTE 10 – SUBSEQUENT EVENTS

In November 2008, the District prepaid \$10,000 of the Series 2004 Bonds. The prepayment was an extraordinary mandatory redemption as outlined in the Bond Indenture.

**BALLANTRAE COMMUNITY DEVELOPMENT DISTRICT
PASCO COUNTY, FLORIDA
SCHEDULE OF REVENUES, EXPENDITURES AND CHANGES IN
FUND BALANCE - BUDGET AND ACTUAL – GENERAL FUND
FOR THE FISCAL YEAR ENDED SEPTEMBER 30, 2008**

	Budgeted Amounts Original & Final	Actual Amounts	Variance with Final Budget - Positive (Negative)
REVENUES			
Assessments	\$ 771,880	\$ 788,414	\$ 16,534
Interest and other revenues	-	9,612	9,612
Total revenues	<u>771,880</u>	<u>798,026</u>	<u>26,146</u>
EXPENDITURES			
Current:			
General government	137,500	145,434	(7,934)
Maintenance and operations	664,380	595,007	69,373
Total expenditures	<u>801,880</u>	<u>740,441</u>	<u>61,439</u>
Excess (deficiency) of revenues over (under) expenditures	<u>\$ (30,000)</u>	57,585	<u>\$ 87,585</u>
Fund balance - beginning		<u>146,446</u>	
Fund balance - ending		<u>\$ 204,031</u>	

See notes to required supplementary information

**BALLANTRAE COMMUNITY DEVELOPMENT DISTRICT
PASCO COUNTY, 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 general fund expenditures did not exceed appropriations for the fiscal year ended September 30, 2008.

**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
Ballantrae Community Development District
Pasco County, Florida

We have audited the financial statements of the governmental activities and each major fund of Ballantrae Community Development District; Pasco County, Florida as of and for the fiscal year ended September 30, 2008, which collectively comprise the District's basic financial statements and have issued our report thereon dated May 21, 2009. We conducted our audit in accordance with auditing standards generally accepted in the United States of America and the standards applicable to financial audits contained in *Government Auditing Standards*, issued by the Comptroller General of the United States.

Internal Control Over Financial Reporting

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

A control deficiency exists when the design or operation of a control does not allow management or employees, in the normal course of performing their assigned functions, to prevent or detect misstatements on a timely basis. A significant deficiency is a control deficiency, or combination of control deficiencies, that adversely affects the District's ability to initiate, authorize, record, process, or report financial data reliably in accordance with generally accepted accounting principles such that there is more than a remote likelihood that a misstatement of the District's financial statements that is more than inconsequential will not be prevented or detected by the District's internal control.

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

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

Compliance and Other Matters

As part of obtaining reasonable assurance about whether the District's financial statements are free of material misstatement, we performed tests of its compliance with certain provisions of laws, regulations, and 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*.

This report is intended for the information of the management, Board of Supervisors of Ballantrae Community Development District, Pasco County, 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.



May 21, 2009

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

To the Board of Supervisors
Ballantrae Community Development District
Pasco County, Florida

We have audited the accompanying basic financial statements of Ballantrae Community Development District (the "District") as of and for the fiscal year ended September 30, 2008, and have issued our report thereon dated May 21, 2009.

We conducted our audit in accordance with auditing standards generally accepted in the United States of America and *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.

In addition, we have issued our Report on Internal Control over Financial Reporting and Compliance and Other Matters dated May 21, 2009. Disclosures in that report should be considered in conjunction with this management 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.**

This report is intended for the information of the management, Board of Supervisors of Ballantrae Community Development District, Pasco County, 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 Ballantrae Community Development District, Pasco County, 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.



May 21, 2009

REPORT TO MANAGEMENT

I. CURRENT YEAR FINDINGS AND RECOMMENDATIONS

None

II. PRIOR YEAR FINDINGS AND RECOMMENDATIONS

None

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, 2007.

2. A statement as to whether or not the local governmental entity complied with Section 218.415, Florida Statutes, regarding the investment of public funds.

The District complied with Section 218.415, Florida Statutes, regarding the investment of public funds.

3. Any recommendations to improve the local governmental entity's financial management, accounting procedures, and internal controls.

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, 2008.

4. Violations of laws, regulations, contracts or grant agreements, or abuse that have occurred, or are likely to have occurred, that have an effect on the determination of financial statement amounts that is less than material but more than inconsequential.

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, 2008.

5. For matters that are inconsequential to the determination of financial statement amounts, considering both quantitative and qualitative factors, the following may be reported based on professional judgment:

- a. Violations of laws, regulations, and contracts or grant agreements, or abuse that have occurred, or are likely to have occurred.

- b. Control deficiencies that are not significant deficiencies, including, but not limited to:

1. Improper or inadequate accounting procedures (e.g., the omission of required disclosures from the annual financial statements).

2. Failures to properly record financial transactions.

REPORT TO MANAGEMENT (Continued)

3. Inaccuracies, shortages, defalcations, and instances of fraud discovered by, or that come to the attention of, the auditor.

There were no such matters discovered by, or that came to the attention of, the auditor, that, in our judgment, are required to be reported, for the fiscal year ended September 30, 2008.

6. The name or official title and legal authority of the District are disclosed in the notes to the financial statements.
7. 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, 2008 financial audit report.
8. The District has not met one or more of the financial emergency conditions described in Section 218.503(1), Florida Statutes.
9. We applied financial condition assessment procedures pursuant to Rule 10.556(7) and no deteriorating financial conditions were noted. 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.