

GLADDEN FARMS COMMUNITY FACILITIES DISTRICT
(A Component Unit of the Town of Marana, Arizona)

Annual Financial Report
FOR THE FISCAL YEAR ENDED
JUNE 30, 2021

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Gladden Farms Community Facilities District

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INDEPENDENT AUDITORS' REPORT

The Honorable Mayor and Town Council
Gladden Farms Community Facilities District
Town of Marana, Arizona
Marana, Arizona

Report on the Financial Statements

We have audited the accompanying financial statements of the governmental activities and each major fund of the Gladden Farms Community Facilities District, Arizona, as of and for the year ended June 30, 2021, and the related notes to the financial statements, which collectively comprise Gladden Farms Community Facilities District's basic financial statements as listed in the table of contents.

Management's Responsibility for the Financial Statements

Management is responsible for the preparation and fair presentation of these financial statements in accordance with accounting principles generally accepted in the United States of America; this includes the design, implementation, and maintenance of internal control relevant to the preparation and fair presentation of financial statements that are free from material misstatement, whether due to fraud or error.

Auditors' Responsibility

Our responsibility is to express opinions on these financial statements based on our audit. We conducted our audit in accordance with auditing standards generally accepted in the United States of America. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

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

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

Opinions

In our opinion, the financial statements referred to above present fairly, in all material respects, the respective financial position of the governmental activities and each major fund of the Gladden Farms Community Facilities District, Arizona, as of June 30, 2021, and the respective changes in financial position and, where applicable, cash flows thereof for the year then ended in accordance with accounting principles generally accepted in the United States of America.

Other Matters

Required Supplementary Information

Accounting principles generally accepted in the United States of America require that the management's discussion and analysis and budgetary comparison information be presented to supplement the basic financial statements. Such information, although not a part of the basic financial statements, is required by the Governmental Accounting Standards Board, who considers it to be an essential part of financial reporting for placing the basic financial statements in an appropriate operational, economic, or historical context. We have applied certain limited procedures to the required supplementary information in accordance with auditing standards generally accepted in the United States of America, which consisted of inquiries of management about the methods of preparing the information and comparing the information for consistency with management's responses to our inquiries, the basic financial statements, and other knowledge we obtained during our audit of the basic financial statements. We do not express an opinion or provide any assurance on the information because the limited procedures do not provide us with sufficient evidence to express an opinion or provide any assurance.

Other Information

Our audit was conducted for the purpose of forming opinions on the financial statements that collectively comprise the Gladden Farms Community Facilities District, Arizona's basic financial statements. The supplementary section is presented for purposes of additional analysis and is not a required part of the basic financial statements.

The financial information listed as supplementary information in the table of contents is the responsibility of management and was derived from and relate directly to the underlying accounting and other records used to prepare the basic financial statements. Such information has been subjected to the auditing procedures applied in the audit of the basic financial statements and certain additional procedures, including comparing and reconciling such information directly to the underlying accounting and other records used to prepare the basic financial statements or to the basic financial statements themselves, and other additional procedures in accordance with auditing standards generally accepted in the United States of America. In our opinion, the financial information listed as supplementary information in the table of contents is fairly stated, in all material respects, in relation to the basic financial statements as a whole.

Henry + Horne, LLP

Tempe, Arizona
January 4, 2022

MANAGEMENT'S DISCUSSION AND ANALYSIS

**GLADDEN FARMS COMMUNITY FACILITIES DISTRICT
MANAGEMENT'S DISCUSSION AND ANALYSIS
YEAR ENDED JUNE 30, 2021**

As management of the Gladden Farms Community Facilities District (District) we offer readers a narrative overview and analysis of the financial activities for the District. The District is one of the Town of Marana, Arizona's component units for financial reporting purposes for the fiscal year ended June 30, 2021.

Formed in 2004, the District is a special purpose taxing district and separate political subdivision under Arizona statutes. As such, the District can levy taxes and issue bonds, independent of the Town of Marana, Arizona (Town). Property owners within the District boundaries pay for District infrastructure and functions through secondary property tax assessments. The Marana Town Council also serves as the District Board of Directors.

FINANCIAL HIGHLIGHTS

For fiscal year ending June 30, 2021, the District's:

- Tax rate was \$2.80 per \$100 assessed valuation. The tax rate remained the same from the budgeted amount.
- Governmental funds reported a combined ending fund balance of \$1,443,255. Of this amount, \$836,073 was in the General Fund and \$607,182 was in the Debt Service Fund.
- Governmental fund revenues were greater than expenses by \$151,773.
- Long-term debt increased overall by \$3,745,000 due to issuance of bonds of \$4,155,000 and a reduction of \$410,000 due to scheduled principal payments.

OVERVIEW OF FINANCIAL STATEMENTS

This discussion and analysis introduces the District's basic financial statements. Because of its limited purpose, the District's basic financial statements are comprised of two components: 1) Statement of Net Position and Governmental Funds Balance Sheet and the Statement of Activities and Governmental Funds Statement of Revenues, Expenditures, and Changes in Fund Balances and 2) Notes to the Basic Financial Statements. This report also contains other supplementary information in addition to the basic financial statements themselves.

Because the District has only one governmental program, the government-wide and fund financial statements are combined.

Government-wide Financial Statements

The *Statement of Net Position* presents information with a broad overview of the District's finances, in a manner similar to a private-sector business. The statement of net position presents information on all of the District's assets and liabilities, and deferred outflows/inflows of resources, with the difference reported as net position. The focus on net position is important because over time, increases and decreases in net position may serve as a useful indicator of how the financial position of the District may be changing. Increases may indicate an improved financial position. However, decreases in net position may not necessarily indicate the District's financial position is deteriorating.

GLADDEN FARMS COMMUNITY FACILITIES DISTRICT MANAGEMENT'S DISCUSSION AND ANALYSIS YEAR ENDED JUNE 30, 2021

As a result, other financial and non-financial indicators must also be considered to effectively assess the District's overall financial health.

The *Statement of Activities* presents information showing how the District's net position changed during the most recent fiscal year. Since economic resources measurement focus and accrual basis of accounting are used for the government-wide financial statements, all changes in net position are reported as soon as the underlying event giving rise to the change occurs, regardless of the timing of related cash flows. Thus, revenues and expenses are reported in this statement for some items that will only result in cash flows in future fiscal periods (e.g., uncollected taxes and expenses related to accrued interest).

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 the Town, uses fund accounting to ensure and demonstrate compliance with finance-related legal requirements. All of the Debt Service funds are restricted as to use, and the General funds are unassigned.

The District maintains two governmental funds, general and debt service. Information is presented in the Governmental Funds Balance Sheet and in the Governmental Funds Statement of Revenues, Expenditures, and Changes in Fund Balances for the General Fund and the Debt Service Fund.

The District adopts an annual budget for its General Fund and Debt Service Fund. Supplementary budgetary schedules have been provided to demonstrate compliance with these budgets.

Notes to the financial statements. The notes provide additional information that is essential to a full understanding of the data provided in the basic financial statements. The notes to the financial statements can be found immediately following the basic financial statements.

Required supplementary information other than MD&A. In addition to the basic financial statements and accompanying notes, this report also presents as required supplementary information a comparison between budgeted and actual amounts within the General Fund.

GOVERNMENT-WIDE FINANCIAL ANALYSIS

As noted earlier, net position may serve over time as a useful indicator of a government's financial position. In the case of the District, the liabilities exceeded its assets at the close of the most recent fiscal year by \$10.3 million. The large negative net position balance results from the nature of the District's operations. The District's purpose is to acquire and improve public infrastructure in specified land areas. As a special purpose district and a separate political subdivision under the Arizona Constitution, the District can levy taxes and issue bonds independently of the Town. Property owners in the designated areas are assessed for District taxes to pay the debt service over the life of the bonds. The Town Council serves as the Board of Directors. However, the Town has no liability for the District's debt. For financial reporting purposes, transactions of the District are combined together and included as if they were part of the Town's operations and the assets financed through the District are combined with the infrastructure of the Town. Because the capital assets are recorded in the Town's basic financial statements, the Statement of Net Position for the District reflects a large liability without an offsetting asset.

**GLADDEN FARMS COMMUNITY FACILITIES DISTRICT
MANAGEMENT'S DISCUSSION AND ANALYSIS
YEAR ENDED JUNE 30, 2021**

The following table presents a summary of the District's net position for the fiscal years ended June 30, 2021 and June 30, 2020.

Net Position

June 30, 2021 and 2020

	Governmental Activities	
	2021	2020
Assets		
Current Assets	\$ 842,426	\$ 751,633
Noncurrent Assets	600,829	539,849
Total Assets	<u>1,443,255</u>	<u>1,291,482</u>
Deferred Outflows of Resources		
Deferred charge on refunding	294,928	308,972
Total Deferred Outflows of Resources	<u>294,928</u>	<u>308,972</u>
Liabilities		
Current Liabilities	600,853	539,831
Noncurrent Liabilities	11,414,839	7,603,657
Total Liabilities	<u>12,015,692</u>	<u>8,143,488</u>
Net Position		
Restricted	(11,113,582)	(7,290,748)
Unrestricted	836,073	747,714
Total Net Position	<u>\$ (10,277,509)</u>	<u>\$ (6,543,034)</u>

During the fiscal year, the District's total net position decreased by \$3,734,475 primarily due to the issuance of new bonds.

**GLADDEN FARMS COMMUNITY FACILITIES DISTRICT
MANAGEMENT'S DISCUSSION AND ANALYSIS
YEAR ENDED JUNE 30, 2021**

Changes in Net Position
June 30, 2021 and 2020

	Governmental Activities	
	2021	2020
Revenues		
Taxes	\$ 838,161	\$ 735,622
Contributions	3,027	13,627
Interest	25	1,404
Total Revenues	<u>841,213</u>	<u>750,653</u>
Expenses		
General Government	1,412	2,442
Capital Outlay	4,051,617	-
Debt Service	522,659	241,331
Total Expenses	<u>4,575,688</u>	<u>243,773</u>
Change in Net Position	(3,734,475)	506,880
Net Position, Beginning of Year	<u>(6,543,034)</u>	<u>(7,049,912)</u>
Net Position, End of Year	<u><u>\$ (10,277,509)</u></u>	<u><u>(6,543,034)</u></u>

As noted earlier, the District uses fund accounting to ensure and demonstrate compliance with finance-related legal requirements.

FINANCIAL ANALYSIS OF THE DISTRICT'S FUNDS

The focus of the District's governmental funds is to provide information on near-term inflows, outflows, and balances of resources that are available for spending. Such information is useful in assessing the District's ability to pay the debt service on the general obligation bonds it issues to fund construction or acquisition of public infrastructure.

As of the end of fiscal year 2020/21, the District's governmental funds reported revenues in excess of expenses by \$151,773 and an ending fund balance of \$1,443,255. Of the total ending fund balance, \$836,073 is in the General Fund and \$607,182 is in the Debt Service Fund.

CAPITAL ASSETS AND DEBT ADMINISTRATION

The District was formed to finance and acquire or construct amenities that are subsequently dedicated to the Town for operation. The District does not own or operate infrastructure. Since formation, District bonds have been issued, and the proceeds used to acquire or construct public amenities including roadways, sidewalks, a park, and sewer infrastructure.

The District has issued \$12,110,000 of the \$69,000,000 authorized bonds.

The District general obligation bonds have a 25-year term. In the event that the District board decides at a future time to dissolve the District, State statute provides that all taxable property in the

**GLADDEN FARMS COMMUNITY FACILITIES DISTRICT
MANAGEMENT'S DISCUSSION AND ANALYSIS
YEAR ENDED JUNE 30, 2021**

District will remain subject to the lien for the payment of the bonds until all bonds have been defeased.

The District is not engaged in any significant activities other than providing for the levy of secondary property taxes to pay debt service and administrative fees.

Outstanding Debt

June 30, 2021 and 2020

	Governmental Activities	
	2021	2020
General Obligation Bonds	\$ 11,020,000	\$7,275,000

The District's total long-term debt increased by \$3,745,000 due to the issuance of \$4,155,000 in new debt and decreased by \$410,000 during the current fiscal year due to the payment of principal on the general obligation bonds.

NEXT YEAR'S BUDGET AND RATES

The fiscal year 2021/22 District budget includes a \$2.80 tax rate per \$100 of assessed value. There is no increase from the rate used in the fiscal year 2020/21 budget. The levy comprises \$0.30 for operations and maintenance and \$2.50 for debt service. The secondary levy for debt service is on target at \$2.50 as ARS § 35-458, requires that the annual levy shall not exceed the net amount necessary to meet annual payments of principal and interest, projected payments of principal and interest on new debt planned for the ensuing year, a reasonable delinquency applicable, and any expenses and fees required in conjunction with the authorization pursuant to ARS § 35-512. The levy shall be the net of all cash in excess of ten percent of the annual payments of principal and interest in the current fiscal year from the previous year remaining in the fund or funds prescribed by subsection B of this section.

REQUESTS FOR INFORMATION

This financial report is designed to provide a general overview of the District's finances for all of those with an interest in the government's finances and to demonstrate the District's accountability for the resources it receives. If you have questions about this report or need additional information, contact the Marana Town Finance Office at 11555 West Civic Center Drive, Marana, Arizona 85653, or visit www.MaranaAZ.gov.

BASIC FINANCIAL STATEMENTS

**GLADDEN FARMS COMMUNITY FACILITIES DISTRICT
STATEMENT OF NET POSITION AND GOVERNMENTAL FUNDS BALANCE SHEET
JUNE 30, 2021**

	General Fund	Debt Service Fund	Total	Adjustments	Statement of Net Position
ASSETS					
Current assets:					
Cash and cash equivalents	\$ 835,311	\$ -	\$ 835,311	\$ -	\$ 835,311
Property taxes receivable	762	6,353	7,115	-	7,115
Noncurrent assets:					
Restricted cash and investments	-	600,829	600,829	-	600,829
Total assets	<u>836,073</u>	<u>607,182</u>	<u>1,443,255</u>	<u>-</u>	<u>1,443,255</u>
DEFERRED OUTFLOWS OF RESOURCES					
Deferred charge on refunding	-	-	-	294,928	294,928
Total deferred outflows of resources	<u>-</u>	<u>-</u>	<u>-</u>	<u>294,928</u>	<u>294,928</u>
LIABILITIES					
Current liabilities:					
Accrued interest payable	\$ -	\$ -	\$ -	\$ 180,853	\$ 180,853
General obligation bonds -Due within one year	-	-	-	420,000	420,000
Noncurrent liabilities:					
General obligation bonds -Due after one year	-	-	-	10,600,000	10,600,000
Bond premium	-	-	-	814,839	814,839
Total liabilities	<u>-</u>	<u>-</u>	<u>-</u>	<u>12,015,692</u>	<u>12,015,692</u>
FUND BALANCES (DEFICITS)					
Restricted	-	607,182	607,182	(607,182)	-
Unassigned	836,073	-	836,073	(836,073)	-
Total fund balances (deficits)	<u>836,073</u>	<u>607,182</u>	<u>1,443,255</u>	<u>(1,443,255)</u>	<u>-</u>
Total liabilities, deferred inflows of resources, and fund balances					
	<u>\$ 836,073</u>	<u>\$ 607,182</u>	<u>\$ 1,443,255</u>		
Net Position					
Restricted for Debt Service				(11,113,582)	(11,113,582)
Unrestricted				836,073	836,073
Total Net Position				<u>\$ (10,277,509)</u>	<u>\$ (10,277,509)</u>

The accompanying notes to the basic financial statements are an integral part of this statement.

GLADDEN FARMS COMMUNITY FACILITIES DISTRICT
STATEMENT OF ACTIVITIES AND STATEMENT OF REVENUES, EXPENDITURES, AND CHANGES IN FUND BALANCES
YEAR ENDED JUNE 30, 2021

	General Fund	Debt Service Fund	Total	Adjustments	Statement of Activities
Revenues:					
Property tax	\$ 89,771	\$ 748,390	\$ 838,161	\$ -	\$ 838,161
Developer Contributions	-	3,027	3,027	-	3,027
Investment income	-	25	25	-	25
Total revenues	<u>89,771</u>	<u>751,442</u>	<u>841,213</u>	<u>-</u>	<u>841,213</u>
Expenditures:					
Current -					
General government	1,412	-	1,412	-	1,412
Capital outlay	-	4,051,617	4,051,617	-	4,051,617
Debt service					
Principal Retirement	-	410,000	410,000	(410,000)	-
Interest and fiscal charges	-	280,036	280,036	26,263	306,299
Bond Issuance Costs	-	216,360	216,360	-	216,360
Total expenditures	<u>1,412</u>	<u>4,958,013</u>	<u>4,959,425</u>	<u>(383,737)</u>	<u>4,575,688</u>
Excess (deficiency) of revenues over expenditures	<u>88,359</u>	<u>(4,206,571)</u>	<u>(4,118,212)</u>	<u>4,118,212</u>	<u>-</u>
Other financing sources (uses):					
Face value of bonds issued	-	4,155,000	4,155,000	(4,155,000)	-
Premium on bonds issued	-	114,985	114,985	(114,985)	-
Total other financing sources	<u>-</u>	<u>4,269,985</u>	<u>4,269,985</u>	<u>(4,269,985)</u>	<u>-</u>
Change in fund balances	88,359	63,414	151,773	(151,773)	-
Change in net position	-	-	-	(3,734,475)	(3,734,475)
Fund balances/Net position, beginning of year	<u>747,714</u>	<u>543,768</u>	<u>1,291,482</u>	<u>(7,834,516)</u>	<u>(6,543,034)</u>
Fund balances/Net position, end of year	<u>\$ 836,073</u>	<u>\$ 607,182</u>	<u>\$ 1,443,255</u>	<u>\$ (11,720,764)</u>	<u>\$ (10,277,509)</u>

The accompanying notes to the basic financial statements are an integral part of this statement.

NOTES TO THE FINANCIAL STATEMENTS

**GLADDEN FARMS COMMUNITY FACILITIES DISTRICT
NOTES TO FINANCIAL STATEMENTS
JUNE 30, 2021**

NOTE 1 - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

The financial statements of the Gladden Farms Community Facilities District (District), a component unit of the Town of Marana, Arizona (Town) have been prepared in conformity with accounting principles generally accepted in the United States of America as applied to governments. The Governmental Accounting Standards Board (GASB) is the accepted standard-setting body for establishing government accounting and financial reporting principles. A summary of the more significant accounting policies of the District follows.

A. Reporting Entity

The Gladden Farms Community Facilities District (District) was formed by petition to the Town of Marana Town Council in February 2004. The District's purpose is to acquire and improve public infrastructure in specified land areas. As a special purpose district and separate political subdivision under the Arizona Constitution, the District can levy taxes and issue bonds independently of the Town. Property owners in the designated areas are assessed for District taxes and thus for the costs of operating the District. The Town Council serves as the Board of Directors; however, the Town has no liability for the District's debt. For financial reporting purposes, transactions of the Gladden Farms Community Facilities District are included as if the District were part of the Town's operations.

B. Government-wide and Fund Financial Statements

The government-wide financial statements (i.e. the Statement of Net Position and the Statement of Activities) present financial information on all of the nonfiduciary activities of the District. For the most part, the effect of interfund activity has been removed from these statements. Governmental activities, which normally are supported by taxes and miscellaneous revenues, are reported separately from business-type activities, which rely to a significant extent on fees and charges for support. The District had no business-type activities during the fiscal year.

Financial statements are provided for major governmental funds, with an adjustments column to arrive at government-wide financial statement amounts.

C. Measurement Focus and Basis of Accounting

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. Property taxes are recognized as revenues in the year for which they are levied.

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 thereafter to pay liabilities of the current period. For this purpose, the District considers revenues to be available if they are collected within 60 days of the end of the current fiscal period.

GLADDEN FARMS COMMUNITY FACILITIES DISTRICT
NOTES TO FINANCIAL STATEMENTS
JUNE 30, 2021

Expenditures generally are recorded when a liability is incurred, as under accrual accounting, except expenditures related to claims and judgments, which are recorded on when payment is due. However, since debt service resources are provided during the current year for payment of long-term debt principal and interest due early in the following year, the expenditures and related liabilities have been recognized in the Debt Service Fund.

The District reports the following major governmental funds:

The *General Fund* accounts for resources accumulated and used for the payment of operating expenses for the District, which may include insurance, legal fees and administration costs.

The *Debt Service Fund* accounts for resources accumulated and used for the payment of governmental long-term debt including principal, interest and related costs.

D. Property Tax Calendar

Property taxes are levied by the District and collected by the Pima County Treasurer. All property taxes are levied no later than the third Monday in August and are payable in two installments due October 1 of the current year and March 1 of the subsequent year. Taxes become delinquent after the first business day of November and May, respectively. Interest attaches on installments after the delinquent date. Pursuant to ARS, a lien against assessed real and personal property attaches on the first day of January preceding assessment and levy; however according to case law, an enforceable legal claim to the asset does not arise.

E. Assets, Liabilities, Deferred Outflows/Inflows of Resources, and Net Position/Fund Balance

1. Cash and Investments

Arizona Revised Statutes authorize the District to invest public monies in the State or County Treasurers' investment pools, interest bearing savings accounts, certificates of deposit and repurchase agreements in eligible depositories; bonds or other obligations of the United States government that are guaranteed as to principal and interest by the United States government; or bonds of the State of Arizona counties, cities, towns, school districts or special districts as specified by statute. As required by statute, collateral is required for demand deposits, certificates of deposit and repurchase agreements at 100 percent of all deposits not covered by federal depository insurance.

Cash and investments in the Debt Service Fund at June 30, 2021, plus accrued interest, is restricted as to usage.

2. Restricted Assets

The trust indentures executed for the entire bond series issued require all cash and investments for each bond series to be held on deposit by the trustee/fiscal agents. These assets are restricted for payment of interest and trustee fees associated with the bond issues, retirement of principal balances, and to finance various capital projects.

GLADDEN FARMS COMMUNITY FACILITIES DISTRICT
NOTES TO FINANCIAL STATEMENTS
JUNE 30, 2021

3. Capital Assets

Capital assets acquired or construction of infrastructure assets by the District are dedicated to the Town of Marana, Arizona to maintain and operate. As a result, the District owns no capital assets.

4. Long-term Obligations

In the government-wide financial statements, long-term debt and other long-term obligations are reported as liabilities in the applicable governmental activities. Bond premiums and discounts are amortized over the life of the bonds using the straight line method. Bonds payable are reported net of the applicable bond premium or discount. Bond issuance costs are expensed when incurred.

In the fund financial statements, governmental fund types recognize bond premiums and discounts, as well as bond 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.

5. Deferred Outflows/Inflows of Resources

In addition to assets, the financial statements report a separate section for deferred outflows of resources. This represents a consumption of net position that applies to a future period and so will not be recognized as an outflow of resources (expense/expenditure) until then. The District has only one type of item, which arises only under the government-wide basis of accounting that qualifies for reporting in this category. Accordingly, the item, deferred charge on refunding, is reported only in the statement of net position.

In addition to liabilities, the statement of net position will sometimes report a separate section for deferred inflows of resources. Deferred inflows of resources represent an acquisition of net position that applies to a future period and so will not be recognized as an inflow of resources (revenue) until that time. The District has no items that qualify as deferred inflow of resources.

6. Net Position/Fund Balance

In the fund financial statements, fund balance is reported in classifications that comprise a hierarchy based on the extent to which the District is bound to honor constraints on the specific purposes for which amount in those funds can be spent. Nonspendable portions of fund balance consists of funds that are not in spendable form, such as inventories and prepaids, or can be legally or contractually required to be maintained intact. Restricted funds are constrained by outside parties (statute, grantors, bond agreements, etc.). Committed fund balances are established and modified by a resolution approved by the Board of Directors. Unassigned fund balances are considered the remaining amounts. When an expenditure is incurred for purposes for which both restricted and unrestricted resources are available, it is the District's policy to use restricted resources first, then unrestricted resources. When an expenditure is incurred for purposes for which committed, assigned and unassigned amounts are available, it is the District's policy to use committed first, then assigned, and finally unassigned amounts.

**GLADDEN FARMS COMMUNITY FACILITIES DISTRICT
NOTES TO FINANCIAL STATEMENTS
JUNE 30, 2021**

In the government-wide financial statements, net position is reported in two categories: restricted and unrestricted. Restricted net position accounts for the portion of net position restricted by bond covenant. Unrestricted net position is the remaining net position not included in the previous category.

NOTE 2 – RECONCILIATION GOVERNMENT-WIDE AND FUND FINANCIAL STATEMENTS

A. Amounts reported in the statement of net position are different because:

Total Fund Balance		\$ 1,443,255
Long-term liabilities, including bonds payable, are not due and payable in the current period; therefore, are not reported in the funds.		
General obligation bonds payable	(11,020,000)	
Accrued interest payable	<u>(180,853)</u>	(11,200,853)
Issuance premium is long term in nature and amortized over the life of the bond; therefore, is not reported in the funds.		(814,839)
Loss on refunding is long term in nature and amortized over the life of the bond; therefore, is not reported in the funds.		<u>294,928</u>
Total Net Position		<u><u>\$ (10,277,509)</u></u>

B. Amounts reported in the statement of activities are different because:

Debt proceeds provide current financial resources to governmental funds, but issuing debt increases long-term liabilities in the Statement of Net Position. Repayment of debt principal is expenditure in the governmental funds, but the repayment reduces long-term liabilities in the Statement of Net Position

Debt issued	(4,155,000)	
Premium on bonds	(114,985)	
Repayment of principal	<u>410,000</u>	<u>(3,859,985)</u>

Governmental funds report the effect of premiums, discounts, and similar items when debt is first issued, whereas these amounts are amortized in the statement of activities.

Accrued interest	(51,022)	
Premium on bonds	38,803	
Deferred loss on refunding	<u>(14,044)</u>	<u>(26,263)</u>

Net adjustments to reconcile net changes in fund balances to change in net position.		(3,886,248)
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Net change in Fund Balance		<u>151,773</u>
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Change in Net Position		<u><u>\$ (3,734,475)</u></u>
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**GLADDEN FARMS COMMUNITY FACILITIES DISTRICT
NOTES TO FINANCIAL STATEMENTS
JUNE 30, 2021**

NOTE 3 – STEWARDSHIP, COMPLIANCE, AND ACCOUNTABILITY

A. Budgetary Information

The District adopts an annual operating budget for revenues and expenditures for the General Fund and Debt Service Fund on essentially the same modified accrual basis of accounting used to record actual expenditures. Budgetary control over expenditures is exercised at the fund level.

B. Deficit Net Position

As described in Note 1, the District was formed to finance and acquire or construct infrastructure assets that are subsequently dedicated to the Town for operation. The District does not own or operate infrastructure. Therefore, the Statement of Net Position reflects a large liability without an offsetting asset.

NOTE 4 – DETAILED NOTES ON ALL FUNDS

A. Assets

1. Deposits

Deposits – At June 30, 2021, the carrying amount of the District’s deposits and bank balance were \$1,436,140.

Custodial Credit Risk

Custodial credit risk for deposits is the risk that in the event of a bank failure, the District’s deposits may not be returned. As of June 30, 2021, the District had no deposits that were exposed to custodial credit risk.

2. Restricted Assets

Restricted cash at June 30, 2021, as follows:

Restricted for:	
Debt Service Fund	\$ 600,829

B. Long-Term Liabilities

1. General Obligation Bonds

The District issues general obligation bonds to provide funds to acquire and improve public infrastructure in specified areas. General obligation bonds have been issued for governmental activities only. The bonds are generally callable with interest payable semiannually.

The CFD general obligation bonds outstanding as reported in governmental activities as of June 30, 2021, were as follows:

**GLADDEN FARMS COMMUNITY FACILITIES DISTRICT
NOTES TO FINANCIAL STATEMENTS
JUNE 30, 2021**

Year ending June 30	Principal	Interest	Total
2022	\$ 420,000	\$ 357,506	\$ 777,506
2023	430,000	346,856	776,856
2024	440,000	333,806	773,806
2025	555,000	318,881	873,881
2026	570,000	299,656	869,656
2027 – 2031	3,190,000	1,148,006	4,338,006
2032 – 2036	2,980,000	513,206	3,493,206
2037 – 2041	2,005,000	175,703	2,180,703
2042	430,000	5,202	435,202
Totals	<u>\$ 11,020,000</u>	<u>\$ 3,498,822</u>	<u>\$ 14,518,822</u>

Outstanding
June 30, 2021

\$7,955,000 CFD General Obligation Bonds, 2016 Series, due in annual installments of \$20,000 to \$640,000; through July 15, 2041; at a 2.0% to 4.0% interest rate.

\$ 6,865,000

\$4,155,000 CFD General Obligation Bonds, 2020 Series, due in annual installments of \$100,000 to \$405,000; through July 15, 2041; at a 2.375% to 3.0% interest rate.

\$ 4,155,000

Annual debt service requirements to maturity on the CFD general obligation bonds at June 30, 2021, are summarized as follows:

Changes in Long-term liabilities

Governmental Activities	Beginning Balance	Additions	Reductions	Ending Balance	Due Within One Year
General Obligation Bonds	\$ 7,275,000	\$4,155,000	\$ (410,000)	\$11,020,000	\$ 420,000
Issuance Premium	738,657	114,985	(38,803)	814,839	-
	<u>\$8,013,657</u>	<u>\$4,269,985</u>	<u>\$ (448,803)</u>	<u>\$11,834,839</u>	<u>\$ 420,000</u>

NOTE 5 – RISK MANAGEMENT

The District is exposed to various risks of loss. The District's insurance protection is provided by the Arizona Municipal Risk Retention Pool. The District carries commercial insurance for \$1,000,000 per occurrence and \$2,000,000 aggregate covering general liability exposures. The District also carries public entity management liability insurance for \$1,000,000 each wrongful act and \$1,000,000 aggregate to cover damages resulting from the conduct of duties by or for a public entity or its boards. There have been no known losses in any of the past three fiscal years.

REQUIRED SUPPLEMENTARY INFORMATION

**GLADDEN FARMS COMMUNITY FACILITIES DISTRICT
SCHEDULE OF REVENUES, EXPENDITURES AND CHANGES IN FUND BALANCE -
BUDGET AND ACTUAL - GENERAL FUND
YEAR ENDED JUNE 30, 2021**

	Original and Final Budget	Actual	Variance - Positive (Negative)
Revenues:			
Property tax	\$ 90,204	\$ 89,771	\$ (433)
Total revenues	<u>90,204</u>	<u>89,771</u>	<u>(433)</u>
Expenditures:			
Current -			
General government	678,500	1,412	677,088
Total expenditures	<u>678,500</u>	<u>1,412</u>	<u>677,088</u>
Excess (deficiency) of revenues over expenditures	(588,296)	88,359	676,655
Fund balances (deficits), July 1, 2020	<u>-</u>	<u>747,714</u>	<u>747,714</u>
Fund balances (deficits), June 30, 2021	<u>\$ (588,296)</u>	<u>\$ 836,073</u>	<u>\$ 1,424,369</u>

SUPPLEMENTARY INFORMATION

**GLADDEN FARMS COMMUNITY FACILITIES DISTRICT
SCHEDULE OF REVENUES, EXPENDITURES AND CHANGES IN FUND BALANCE - BUDGET
AND ACTUAL - DEBT SERVICE
YEAR ENDED JUNE 30, 2021**

	Original and Final Budget	Actual	Variance - Positive (Negative)
Revenues:			
Property Taxes	\$ 751,701	\$ 748,390	\$ (3,311)
Contributions	212,000	3,027	(208,973)
Investment income	-	25	25
Total revenues	<u>963,701</u>	<u>751,442</u>	<u>(212,259)</u>
Expenditures:			
Capital Outlay	4,055,000	4,051,617	3,383
Debt service -			
Principal retirement	500,000	410,000	90,000
Interest and fiscal charges	463,200	280,036	183,164
Bond issuance costs	245,000	216,360	28,640
Total expenditures	<u>5,263,200</u>	<u>4,958,013</u>	<u>305,187</u>
Excess (deficiency) of revenues over expenditures	(4,299,499)	(4,206,571)	92,928
Other financing sources (uses):			
Face value of bonds issued	4,300,000	4,155,000	145,000
Premium on bonds issued	-	114,985	(114,985)
Total other financing sources (uses)	<u>4,300,000</u>	<u>4,269,985</u>	<u>30,015</u>
Change in fund balances	<u>501</u>	<u>63,414</u>	<u>62,913</u>
Fund balances (deficits), July 1, 2020	<u>-</u>	<u>543,768</u>	<u>543,768</u>
Fund balances (deficits), June 30, 2021	<u>\$ 501</u>	<u>\$ 607,182</u>	<u>\$ 606,681</u>

CONTINUING DISCLOSURE INFORMATION

GLADDEN FARMS COMMUNITY FACILITIES DISTRICT CONTINUING DISCLOSURE INFORMATION

SEC Rule 15c2-12, as amended, requires the Town to provide Continuing Disclosure Annual Reports that include audited financial statements and other financial information for the benefit of owners and holders of bond obligations issued by the Town. The Continuing Disclosure Annual Report shall contain or incorporate by reference certain information as set forth in the Continuing Disclosure Agreements and Undertakings executed by the Town with the issuance of its municipal bond obligations.

Information in this section is provided solely pursuant to the requirements of SEC Rule 15c2-12 and Continuing Disclosure Agreements and Undertakings and include financial information that is not required for fair presentation in conformity with accounting principles generally accepted in the United States of America and is therefore unaudited and not covered by the auditor's opinion.

Annual continuing disclosure information is filed with the Municipal Securities Rulemaking Board (MSRB) for public access via their Electronic Municipal Market Access (EMMA) system at www.emma.msrb.org.

**GLADDEN FARMS COMMUNITY FACILITIES DISTRICT
CONTINUING DISCLOSURE INFORMATION**

PROPERTY VALUATIONS WITHIN THE DISTRICT

Fiscal Year	Estimated Net Full Cash Value (a)	NET ASSESSED LIMITED PROP VALUE
2021-22	396,581,549	32,707,177
2020-21	368,411,914	30,068,049
2019-20	313,527,563	26,328,259
2018-19	265,685,754	22,384,644
2017-18	239,993,211	19,637,370
2016-17	219,491,902	18,090,779

Source: *Abstract by Tax Authority*, Pima County Assessor's Office
(a) Full Cash Value net of estimated value of property exempt from taxation

CHANGES IN NET ASSESSED LIMITED PROPERTY VALUES

Fiscal Year	The District	Percent Increase (Decrease)	Pima County	Percent Increase (Decrease)	State of Arizona	Percent Increase (Decrease)
2021-22	32,707,177	8.78%	9,696,150,354	8.38%	74,200,233,397	6.13%
2020-21	30,068,049	14.20%	8,946,163,624	2.48%	69,914,521,042	5.68%
2019-20	26,328,259	17.62%	8,729,964,922	4.75%	66,154,632,834	6.14%
2018-19	22,384,644	13.99%	8,333,898,309	3.21%	62,328,357,186	4.92%
2017-18	19,637,370	8.55%	8,074,892,912	3.30%	59,404,007,785	5.00%
2016-17	18,090,779	6.10%	7,816,699,760	2.58%	56,573,588,295	3.16%

Source: *Property Tax Rates and Assessed Values*, Arizona Tax Research Association and *Abstract and Assessment Roll* State of Arizona Department of Revenue

DISTRICT'S NET ASSESSED LIMITED PROPERTY VALUES BY PROPERTY CLASSIFICATION

Legal Class	Description	2020-21 Net Assessed Limited Property Value	2020-21 Percent of Total	2021-22 Net Assessed Limited Property Value	2021-22 Percent of Total
1	Commercial, Industrial, Utilities & Mines	\$ 324,627	1.08%	\$ 361,175	1.10%
2	Agricultural & Vacant	647,786	2.15%	501,773	1.53%
3	Residential (Owner Occupied)	22,704,980	75.51%	24,549,866	75.06%
4	Residential (Rental/Bank Owned)	6,390,656	21.25%	7,294,363	22.30%
	Total	\$ 30,068,049	100.00%	\$ 32,707,177	100.00%

Source: *Abstract of Billing Values by Legislative Class of Property*, Office of the Treasurer of Pima County

GLADDEN FARMS COMMUNITY FACILITIES DISTRICT CONTINUING DISCLOSURE INFORMATION

ASSESSED VALUES OF MAJOR TAXPAYERS

Fiscal Year 2021-22 Major Taxpayers

<u>Taxpayer (a)</u>	<u>2021-22 Net Assessed Limited Property Value</u>	<u>As Percent of District's 2020-21 Net Assessed Limited Property Value</u>
Unisource Energy Corporation	\$ 288,667	0.88%
Gladden 25 Lending LLC	160,418	0.49%
Smith's Food & Drug Centers Inc.	121,556	0.37%
Weingarten Newquist LLC	113,245	0.35%
AMH 2014-1 Borrower LLC	112,367	0.34%
AT&T Mobility LLC	51,141	0.16%
Progress Residential Borrower 2 LLC	50,358	0.15%
Barnhart Brendon Blake & Lucrecia	49,892	0.15%
Levi Ronald & Marisol	49,242	0.15%
Circle K Stores Inc	45,661	0.14%
Total	<u>\$ 1,042,547</u>	<u>3.19%</u>

Fiscal Year 2020-21 Major Taxpayers

<u>Taxpayer (a)</u>	<u>2020-21 Net Assessed Limited Property Value</u>	<u>As Percent of District's 2020-21 Net Assessed Limited Property Value</u>
Unisource Energy Corporation	\$ 259,669	0.86%
Gladden 25 Lending LLC	160,418	0.53%
Smith's Food & Drug Centers Inc.	121,556	0.40%
Weingarten Newquist LLC	113,245	0.38%
AMH 2014-1 Borrower LLC	107,018	0.36%
Title Security Agency LLC TR 201727T	72,478	0.24%
AT&T Mobility LLC	62,407	0.21%
Progress Residential Borrower 2 LLC	47,960	0.16%
Circle K Stores Inc	43,487	0.14%
Farm Village I & II LLC	42,569	0.14%
Total	<u>\$ 1,030,807</u>	<u>3.43%</u>

Source: Pima County Assessor's Office

(a) Some of the major taxpayers are subject to the informational requirements of the Securities Exchange Act of 1934, as amended, and in accordance therewith file (the "Filings") with the Securities and Exchange Commission (the "Commission"). The Filings may be inspected and copied at the public reference facilities maintained by the Commission at 100 F Street, N.E., Washington, D.C. 20549. Copies of the Filings can be obtained from the public reference section of the Commission at 100 F Street, N.E.,

GLADDEN FARMS COMMUNITY FACILITIES DISTRICT CONTINUING DISCLOSURE INFORMATION

Washington, D.C. 20549 at prescribed rates. In addition, the Filings may also be inspected at the offices of the New York Stock Exchange at 11 Wall Street, New York, NY 10005. The Filings may also be obtained through the Internet o the Commission’s EDGAR database at www.sec.gov. None of the District, Bond Counsel, the Financial Advisor, the Owner, the Underwriter or counsel to any of the foregoing has examined the information set forth in the Filings for accuracy or completeness, nor have they assumed responsibility for the same.

DIRECT AND OVERLAPPING DEBT OF THE DISTRICT

Overlapping Jurisdiction	2021-22 Net Assessed Limited Property Value	General Obligation Bonded Debt Outstanding (a)	Proportion Applicable to the District		2021-22 Combined Tax Rate per \$100 Assessed Value (b)
			Percent	Net Debt Amount	
State of Arizona	74,200,233,397	None	0.028%	None	\$ -
Pima County (c)	9,696,150,354	138,053,000	0.207%	285,770	5.5830
Pima County Community College District	9,696,150,354	2,952,000	0.207%	6,111	1.2733
Pima County Flood Control District (e)	8,794,451,623	None	0.232%	None	0.3335
Joint Technologic at Education District	9,200,588,737	None	0.213%	None	0.0500
Northwest Fire District	1,373,136,865	32,810,000	1.615%	529,882	3.0495
Marana Unified School District No. 6	1,033,704,839	162,372,000	2.194%	3,562,442	5.9491
Town of Marana (f)	671,072,055	86,443,000	3.647%	3,152,576	0.0000
Gladden Farms Community Facilities District	32,707,177	11,020,000	100.000%	11,020,000	2.8000
Total Net Direct and Overlapping General Obligation Bonded Debt				\$ 18,556,780	\$ 19.0384

Source: Individual jurisdictions as to debt and County Assessor of Pima County as to secondary assessed valuations and tax rates

(a) Includes total general obligation bonds outstanding. Does not include presently authorized but unissued general obligation bonds of such jurisdictions which may be issued in the future.

(b) The combined tax rate includes the tax rate for debt service payments, which is based on the secondary assessed valuation of each entity and the tax rate for all other purposes such as maintenance and operation and capital outlay which generally is based on the primary assessed valuation of jurisdictions other than special districts and on the secondary assessed valuation of special district such as the District.

(c) Does not include sewer revenue obligation outstanding in the principal amount of \$453,890,000. Does not include certificates of participation outstanding in the principal amount of \$150,810,000. Does not include street and highway user revenue bonds outstanding in the aggregate principal amount of \$76,105,000.

(d) The County’s tax rate includes the \$4.442 county tax rate, the \$0.14 tax rate of the Central Arizona Project, the \$0.5353 tax rate of the Library District, the \$0.4263 for the Education Equalization and the \$0.0394 tax rate for the County’s contribution to the Fire Districts.

(e) The assessed valuation of the Flood Control District does not include the personal property assessed valuation of the County. All levies for library districts, fire districts, hospital districts, technology districts, community facilities districts and flood control districts are levied on the secondary assessed valuation, as shown here.

(f) Does not include the outstanding excise tax revenue bonds in the aggregate principal amount of \$65,471,000.