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Rule 15c2-12 Disclosure

Annual Financial Information and Operating Data: March 1, 2014 Annual Issuer Disclosure Report, for the year ended 06/30/2013

DOCUMENTS

Financial Operating Filing

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THE FOLLOWING ISSUERS ARE ASSOCIATED WITH THIS CONTINUING DISCLOSURE SUBMISSION:

CUSIP-6	State	Issuer Name
839098	CA	SOUTH ORANGE CNTY CALIF PUB FING AUTH REASSMT REV

THE FOLLOWING 16 SECURITIES HAVE BEEN PUBLISHED WITH THIS CONTINUING DISCLOSURE SUBMISSION:

CUSIP-9	Maturity Date
839098AA8	09/02/2000
839098AB6	09/02/2001
839098AC4	09/02/2002
839098AD2	09/02/2003
839098AE0	09/02/2004
839098AF7	09/02/2005
839098AG5	09/02/2006
839098AH3	09/02/2007
839098AJ9	09/02/2008
839098AK6	09/02/2009
839098AL4	09/02/2010
839098AM2	09/02/2011
839098AN0	09/02/2012

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839098AR1	09/02/2014

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**SOUTH ORANGE COUNTY PUBLIC FINANCING AUTHORITY
1999 REASSESSMENT REVENUE BONDS
ANNUAL REPORT
FOR
FISCAL YEAR ENDED JUNE 30, 2013**

Dated February 28, 2014

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Introduction

The County of Orange, California (the “County”), as agent of the South Orange Public Financing Authority (the “Authority”) (the Issuer) hereby provides its annual report (the “Annual Report”) for the Fiscal Year ended June 30, 2013 in connection with the following Bonds:

Bond Issue

1. South Orange County Public Financing Authority 1999 Reassessment Revenue Bonds

Annual Report:

The Authority’s Annual Report as defined by the Continuing Disclosure Certificate (the “Disclosure Certificate”) dated October 1, 1999 with respect to the Bonds for the Fiscal Year ended June 30, 2013 is attached hereto.

Other Matters:

This Annual Report is provided solely for purposes of the Disclosure Certificate. The filing of this Annual Report does not constitute or imply any representation (i) that all of the information provided is material to investors, (ii) regarding any other financial, operating or other information about the County, the Authority or the Bonds, or (iii) that no changes, circumstances or events have occurred since the end of the Fiscal Year to which this Annual Report relates (other than as contained in this Annual Report), or that no other information exists, which may have a bearing on the Authority’s financial condition, the security for the Bonds, or an investor’s decision to buy, sell, or hold the Bonds. The information contained in this report has been obtained from sources which are believed to be reliable, but such information is not guaranteed as to accuracy or completeness. No statement in this Annual Report should be construed as a prediction or representation about future financial performance of the Authority.

I. Audited Financial Statements

(i) Audited Annual Financial Statements for Fiscal Year Ended June 30, 2013.

While the financial statements of the Authority for Fiscal Year ended June 30, 2013 have been incorporated herein by reference in order to comply with SEC Rule 15c2-12, the Bonds are a limited obligation of the Authority and neither the faith and credit nor the taxing power of the Authority is pledged to the payment of the Bonds. No income, receipts, funds (including the County General Fund) or moneys of the Authority are pledged to the repayment of the Bonds.

The audited financial statements were filed with the Electronic Municipal Market Access (“EMMA”) website on January 30, 2014 pursuant to Section 4(c) of the Continuing Disclosure Certificate.

II. Bond Information and Account Balances

(i) Principal Amount of Bonds outstanding as of September 2, 2013.

Principal amount of Bonds outstanding is \$9,110,000 after the payment of debt service due on September 2, 2013.

SOURCE: COUNTY OF ORANGE PUBLIC FINANCE ACCOUNTING.

(ii) Balance in each fund under the Trust Agreement as of September 2, 2013.

Fund	Balance ⁽¹⁾
Revenue Fund	\$114,613
Interest Fund	\$0
Principal Fund	\$0
Expense Fund	\$117,716
Redemption Fund	\$694,132
Proceeds Fund	\$0
Reserve Fund ⁽²⁾	\$0
Local Obligation Fund	\$0
Rebate Fund	\$0
Prepayment Account	\$3,353

SOURCE: COUNTY OF ORANGE PUBLIC FINANCE ACCOUNTING.

⁽¹⁾ Adjusted for September 2, 2013 debt service payment that was made on September 3, 2013 (the next business day after a holiday).

⁽²⁾ An insurance policy with a face amount of \$1,008,145.00 has been obtained in lieu of a cash reserve fund.

(iii) The name and principal amount of any Additional Bonds issued by the Issuer and the date of issuance.

No Additional Bonds have been issued.

III. Debt Service Coverage

- (i) **An update of information in Table 1 of the Official Statement based on information available from the last equalized assessment roll and the last levy of Reassessments preceding the date of the Annual Report.**

TABLE 1
SOUTH ORANGE COUNTY PUBLIC FINANCING AUTHORITY
1999 REASSESSMENT REVENUE BONDS
ESTIMATED DEBT SERVICE COVERAGE

Year Ending September 2	Local Obligation Revenues ⁽¹⁾	Debt Service on the Bonds ⁽²⁾	Authority Bonds Coverage	Revenues from Developed Property ⁽³⁾	Coverage from Developed Property
2014	\$2,182,150	\$2,000,850	109.1%	\$2,151,748	107.5%
2015	\$2,193,800	\$2,016,290	108.8%	\$2,163,235	107.3%
2016	\$2,197,975	\$2,007,910	109.5%	\$2,167,352	107.9%
2017	\$2,194,675	\$2,014,600	108.9%	\$2,164,098	107.4%
2018	\$2,193,900	\$2,010,200	109.1%	\$2,163,334	107.6%

SOURCE: DAVID TAUSSIG & ASSOCIATES, INC.

- (1) Equal to debt service on 1999 Local Obligations as provided by the County of Orange.
(2) Equal to debt service on 1999 Reassessment Revenue Bonds as provided by the County of Orange.
(3) Developed property consists of (i) parcels on the 2013-14 County Assessor's Roll which have an assessed value for improvements greater than or equal to fifty percent (50%) of the total assessed value, or an assessed value for improvements greater than \$100,000 or (ii) are parcels for which a certificate of occupancy was issued as of September 30, 2013.

IV. Development Status

- (i) An update of information in Table 3 of the Official Statement based on information available from the last equalized assessment roll and the last levy of Reassessments preceding the date of the Annual Report.

TABLE 3
COUNTY OF ORANGE
REASSESSMENT DISTRICT NO. 99-1R
LIMITED OBLIGATION REFUNDING BONDS
DEVELOPMENT STATUS

Property Description	Number of Parcels ⁽²⁾	Fiscal Year 2013-2014 Assessed Values	Outstanding 1999 Reassessment Lien	Share of Overlapping Debt ⁽³⁾	Total Direct and Overlapping Debt	Estimated Assessed Value-to-Lien Ratio ⁽⁴⁾
Developed Parcels ⁽¹⁾	1,454	\$2,093,740,083	\$8,982,936	\$32,762,647	\$41,745,583	50.15
Undeveloped Parcels	12	\$28,794,280	\$127,064	\$532,620	\$659,684	43.65
Total	1,466	\$2,122,534,363	\$9,110,000	\$33,295,267	\$42,405,267	50.05

SOURCE: DAVID TAUSSIG & ASSOCIATES, INC.

- ⁽¹⁾ Developed property consists of (i) parcels on the 2013-14 County Assessor's Roll which have an assessed value for improvements greater than or equal to fifty percent (50%) of the total assessed value, or an assessed value for improvements greater than \$100,000 or (ii) are parcels for which a certificate of occupancy was issued as of September 30, 2013.
- ⁽²⁾ Two parcels within Reassessment District No. 99-1R have prepaid their assessment lien.
- ⁽³⁾ The Overlapping Debt is comprised of debt issued by other public agencies and the Reassessment District ("RAD") No. 01-1R 2001 Reassessment Revenue Bonds for the portion of RAD No. 99-1R that overlaps RAD No. 01-1R.
- ⁽⁴⁾ Computed by dividing Fiscal Year 2013-14 Assessed Values column by the Total Direct and Overlapping Debt column.

V. Value-to-Lien Summary

- (i) An update of information in Table 4 of the Official Statement based on information available from the last equalized assessment roll and the last levy of Reassessments preceding the date of the Annual Report.

TABLE 4
COUNTY OF ORANGE
REASSESSMENT DISTRICT NO. 99-1R
LIMITED OBLIGATION REFUNDING BONDS
BREAKDOWN OF VALUE-TO-LIEN RATIOS

Value-to-Lien Category	Number of Parcels	2013-2014 Aggregate Assessed Value	Aggregate Overlapping Debt ⁽¹⁾	% of Aggregate Reassessment Lien ⁽²⁾
100:1 and Above				
50:1 – 99.99:1	777	\$1,274,025,933	\$22,206,916	34.38%
30:1 – 49.99:1	661	\$813,055,722	\$18,727,720	57.83%
20:1 – 29.99:1	17	\$33,885,388	\$1,331,472	6.73%
10:1 – 19.99:1	7	\$1,567,320	\$102,680	0.76%
5:1 – 9.99:1	0			
3:1 – 4.99:1	0			
0:1 – 2.99:1	4	\$0	\$36,479	0.30%
Total	1,466	\$2,122,534,363	\$42,405,267	100.00%

SOURCE: DAVID TAUSSIG & ASSOCIATES, INC.

⁽¹⁾ Amounts shown in this column include all direct and overlapping debt.

⁽²⁾ Percentage calculated assuming only the RAD No. 99-1R liens.

VI. Delinquency Summary

- (i) **An update of information in Tables 5 and 6 of the Official Statement based on information available from the last equalized assessment roll and the last levy of Reassessments preceding the date of the Annual Report, which shall be combined to state a single delinquency rate for the Reassessment Districts beginning with Fiscal Year 2001-2002.**

**TABLES 5 AND 6
COUNTY OF ORANGE
REASSESSMENT DISTRICT NO. 99-1R
LIMITED OBLIGATION REFUNDING BONDS
DELINQUENCY HISTORY FOR
AD NOS. 88-1 AND 92-1 (COMBINED) ⁽¹⁾**

Fiscal Year Ending June 30	Total Special Assessment Levy	Total Special Assessment Delinquencies as of Fiscal Year End	Percent Delinquent	Current Special Assessment Delinquencies⁽²⁾	Percent Delinquent
2008-09	\$1,856,601	\$54,068	2.91%	\$240	0.01%
2009-10	\$1,968,163	\$47,417	2.41%	\$4,159	0.21%
2010-11	\$1,971,571	\$26,777	1.36%	\$4,286	0.22%
2011-12	\$1,712,786	\$29,814	1.74%	\$7,317	0.43%
2012-13	\$2,109,660	\$22,608	1.07%	\$11,653	0.55%

⁽¹⁾ Aggregate special assessment levies and delinquencies for Conversions 1, 2, and 3 of AD No. 88-1 and AD No. 92-1.

⁽²⁾ As of February 7, 2014.

- (ii) **A discussion of the status of any foreclosure proceedings commenced against parcels in the District.**

There were no foreclosure proceedings.

VII. Overlapping Debt Summary

- (i) An update of information in Table 7 of the Official Statement based on information available from the last equalized assessment roll and the last levy of Reassessments preceding the date of the Annual Report.

TABLE 7
COUNTY OF ORANGE
REASSESSMENT DISTRICT NO. 99-1R
LIMITED OBLIGATION REFUNDING BONDS
OVERLAPPING DEBT STATEMENT

Overlapping District	Total Debt Outstanding	2013-2014 Total Levy	% of 2013-2014 Levy on Reassessment District	Reassessment District Share of Total Debt Outstanding
County of Orange Newport Coast Reassessment District 01-1R ⁽¹⁾	\$4,041,992	\$932,346	20.97%	\$847,703
Metropolitan Water District ⁽²⁾	\$165,085,000	\$94,962,540	0.08%	\$128,782
Irvine Ranch Water District ⁽³⁾	\$73,431,000	\$3,337,189	12.07%	\$8,865,605
Newport Mesa Unified School District CFD No. 90-1 ⁽⁴⁾	\$8,790,000	\$1,314,000	33.33%	\$2,929,452
Newport Mesa Unified School District 2000 and 2005 Election G.O. Bonds ⁽⁵⁾	\$269,022,367	\$9,401,123	4.18%	\$11,244,827
Coast Community College District 2002 and 2012 Election G.O. Bonds ⁽⁶⁾	\$578,120,608	\$29,502,617	1.61%	\$9,278,897
Total	\$1,098,490,967	NA	NA	\$33,295,267

SOURCE: DAVID TAUSSIG & ASSOCIATES, INC.

- (1) Total debt outstanding as of September 30, 2013 and includes 2001 Limited Obligation Refunding Bonds.
- (2) Total debt outstanding as of September 4, 2013.
- (3) Total debt outstanding as of December 31, 2013 and includes Waterworks Bonds and Sewer Bonds issued by Irvine Ranch Water District ("IRWD") Improvement District Nos. 140, 161, 240 and 261.
- (4) Total debt outstanding as of December 31, 2013.
- (5) Total debt outstanding as of June 30, 2013 and includes Newport Mesa Unified School District (i) Series 2003, Series 2010 Refunding and Series 2012 Refunding of Election 2000 G.O. bonds and (ii) Series 2007 and Series 2011 of Election 2005 G.O. bonds.
- (6) Total debt outstanding as of June 30, 2013 and includes the outstanding Coast Community College District (i) Series 2003A and Series 2005 Refunding of Election 2002, G.O. bonds, (ii) Series 2006B and Series 2006C Election 2002, G.O. bonds, (iii) Series 2013A and Series 2013B Election 2012, G.O. bonds, and (iv) Series 2013A and Series 2013B Refunding of Series 2003A, Series 2005 Refunding of, and Series 2006B Election 2002, G.O. bonds.

VIII. Additional Information

- (i) **Any information not already included under (i) through (v) above that the issuer is required to file in its annual reports to the California Debt and Investment Advisory Committee pursuant to the provisions of the Marks-Roos Local Bond Pooling Act.**

Not applicable.

[http://127.0.0.1/resources/clients/orange county/admin/12_13/cont disc/rad_991r/rad991r_12.doc](http://127.0.0.1/resources/clients/orange%20county/admin/12_13/cont%20disc/rad_991r/rad991r_12.doc)