

**2022 ANNUAL REPORT
WEST LOT METROPOLITAN DISTRICT NOS. 1 AND 2**

As required by Section 32-1-207(3)(c), C.R.S., and Section XIV of the Districts' respective Service Plans, the following report of the activities of West Lot Metropolitan District No. 1 (“**District No. 1**”) and West Lot Metropolitan District No. 2 (“**District No. 2**”, and together with District No. 1, the “**Districts**”) from January 1, 2022 to December 31, 2022 is hereby submitted.

A. Boundary changes made:

No boundary changes were made or proposed for the Districts during 2022.

B. Intergovernmental Agreements entered into or terminated:

The Districts did not enter into or terminate any intergovernmental agreements during 2022.

C. Access information to obtain a copy of rules and regulations adopted:

Copies of adopted rules and regulations can be found at the offices of McGeady Becher P.C., 450 E. 17th Avenue, Suite 400, Denver, CO (303-592-4380) or on the Districts' website, at: <https://westlotmetropolitandistricts.specialdistrict.net/>.

D. Summary of litigation involving the Districts' public improvements:

The Districts' public improvements were not involved in any litigation in 2022.

E. Status of the Districts' construction of public improvements:

The Districts did not construct any public improvements in 2022.

F. Conveyances or dedications of facilities or improvements, constructed by the Districts, to the City and County of Denver:

The Districts did not convey any facilities or improvements to the City and County of Denver in 2022.

G. Final assessed valuations of the Districts for the report year:

District No. 1: \$45,280,470.00
District No. 2: \$9,575,000.00

H. Current year's budget:

Copies of the Districts' 2023 budgets are attached hereto as **Exhibit A**.

- I. Audited financial statements for the reporting year (or application for exemption from audit):

Copies of Districts 2022 Audits are attached hereto as **Exhibit B**.

- J. Notice of any uncured events of default by the Districts, which continue beyond a ninety (90) day period, under any debt instrument:

To our knowledge, there are no uncured events of default by the Districts which continue beyond a ninety (90) day period.

- K. Any inability of the Districts to pay their obligations as they come due, in accordance with the terms of such obligations, which continues beyond a ninety (90) day period:

To our knowledge, the Districts have been able to pay their obligations as they come due.

EXHIBIT A

Budgets

RESOLUTION NO. 2022-11-03

RESOLUTION TO ADOPT BUDGET AND APPROPRIATE SUMS OF MONEY

**RESOLUTION OF THE BOARD OF DIRECTORS OF
WEST LOT METROPOLITAN DISTRICT NO. 1, CITY AND COUNTY OF DENVER,
COLORADO, PURSUANT TO SECTION 29-1-108, C.R.S., SUMMARIZING
EXPENDITURES AND REVENUES FOR EACH FUND, ADOPTING A BUDGET AND
APPROPRIATING SUMS OF MONEY FOR THE BUDGET YEAR 2023**

A. The Board of Directors of West Lot Metropolitan District No. 1 (the “**District**”) has appointed the District Accountant to prepare and submit a proposed budget to said governing body at the proper time.

B. The District Accountant has submitted a proposed budget to this governing body for its consideration.

C. Upon due and proper notice, published or posted in accordance with the law, said proposed budget was open for inspection by the public at a designated place, a public hearing was held on November 29, 2022, and interested taxpayers were given the opportunity to file or register any objections to said proposed budget.

D. The budget has been prepared to comply with all terms, limitations and exemptions, including, but not limited to, reserve transfers and expenditure exemptions, under Article X, Section 20 of the Colorado Constitution (“**TABOR**”) and other laws or obligations which are applicable to or binding upon the District.

E. Whatever increases may have been made in the expenditures, like increases were added to the revenues so that the budget remains in balance, as required by law.

F. The Board of Directors has made provision therein for revenues in an amount equal to or greater than the total proposed expenditures as set forth in said budget.

G. It is not only required by law, but also necessary to appropriate the revenues provided in the budget to and for the purposes described below, thereby establishing a limitation on expenditures for the operations of the District.

**NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF DIRECTORS OF
WEST LOT METROPOLITAN DISTRICT NO. 1, CITY AND COUNTY OF DENVER,
COLORADO:**

1. The budget, as submitted, amended, and summarized by fund, is hereby approved and adopted as the budget of the District for the year stated above.

2. The budget is hereby approved and adopted, shall be certified by the Secretary of the District to all appropriate agencies and is made a part of the public records of the District.

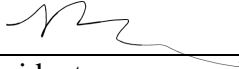
3. The sums set forth as the total expenditures of each fund in the budget attached hereto as **Exhibit A** and incorporated herein by reference are hereby appropriated from the revenues of each fund, within each fund, for the purposes stated.

[SIGNATURE PAGE FOLLOWS]

**[SIGNATURE PAGE TO RESOLUTION TO ADOPT BUDGET AND
APPROPRIATE SUMS OF MONEY]**

RESOLUTION APPROVED AND ADOPTED on November 29, 2022.

**WEST LOT METROPOLITAN DISTRICT
NO. 1**

By: 

President

Attest:

By: Harold R. Roth
Secretary

EXHIBIT A

Budget

WEST LOT METROPOLITAN DISTRICT NO. 1
2023
BUDGET MESSAGE

Attached please find a copy of the adopted 2023 budget for the West Lot Metropolitan District No. 1.

The West Lot Metropolitan District No. 1 has adopted a budget for two funds, a General Fund to provide for general operating expenditures; and a Debt Service Fund to provide for a transfer to West Lot Metropolitan District No. 2 for the repayment of principal and interest on the general obligation bonds.

The district's accountants have utilized the modified accrual basis of accounting and the budget has been adopted after proper postings, publications and public hearing.

The primary source of revenue for the district in 2023 will be tax revenue and transfers from District 2. The district intends to impose an 8.000 mill levy on property within the district for 2023, of which 1.000 mills will be dedicated to the General Fund and 7.000 mills will be dedicated to the Debt Service Fund.

West Lot Metropolitan District No. 1
Adopted Budget
General Fund
For the Year ended December 31, 2023

	Actual <u>2021</u>	Adopted Budget <u>2022</u>	Actual 6/30/2022	Estimate <u>2022</u>	Adopted Budget <u>2023</u>
Beginning fund balance	\$ -	\$ -	\$ -	\$ -	\$ 34
Revenues:					
Property taxes	-	51,490	51,490	51,490	45,280
Specific ownership taxes	-	4,119	1,341	2,600	3,622
Transfer from D2	-	55,033	48,911	55,086	100,474
Developer advances	<u>8,872</u>	<u>-</u>	<u>-</u>	<u>-</u>	<u>-</u>
Total revenues	<u>8,872</u>	<u>110,642</u>	<u>101,742</u>	<u>109,176</u>	<u>149,376</u>
Total funds available	<u>8,872</u>	<u>110,642</u>	<u>101,742</u>	<u>109,176</u>	<u>149,410</u>
Expenditures:					
Accounting / audit	3,272	15,000	-	15,000	15,000
Insurance/SDA dues	600	9,200	-	9,200	9,200
Legal	5,000	35,000	-	35,000	35,000
Election	-	-	-	-	6,000
Miscellaneous	-	2,500	-	2,500	2,500
Treasurer fees	-	772	772	772	679
Repay developer advances	-	46,670	-	46,670	-
Contingency	-	-	-	-	79,531
Emergency reserve (3%)	<u>-</u>	<u>1,500</u>	<u>-</u>	<u>-</u>	<u>1,500</u>
Total expenditures	<u>8,872</u>	<u>110,642</u>	<u>772</u>	<u>109,142</u>	<u>149,410</u>
Ending fund balance	<u>\$ -</u>	<u>\$ -</u>	<u>\$ 100,970</u>	<u>\$ 34</u>	<u>\$ -</u>
Assessed valuation		<u>\$ 51,490,020</u>			<u>\$ 45,280,470</u>
Mill Levy		<u>1.000</u>			<u>1.000</u>

West Lot Metropolitan District No. 1
Adopted Budget
Capital Projects Fund
For the Year ended December 31, 2023

	Actual <u>2021</u>	Adopted Budget <u>2022</u>	Actual <u>6/30/2022</u>	Estimate <u>2022</u>	Adopted Budget <u>2023</u>
Beginning fund balance	\$ -	\$ -	\$ -	\$ -	\$ -
Revenues:					
Transfer from West Lot MD 2	<u>8,610,725</u>	-	-	-	-
Total revenues	<u>8,610,725</u>	-	-	-	-
Total funds available	<u>8,610,725</u>	-	-	-	-
Expenditures:					
Organization costs	134,801	-	-	-	-
Capital expenditures	<u>8,475,924</u>	-	-	-	-
Total expenditures	<u>8,610,725</u>	-	-	-	-
Ending fund balance	<u>\$ -</u>	<u>\$ -</u>	<u>\$ -</u>	<u>\$ -</u>	<u>\$ -</u>

West Lot Metropolitan District No. 1
Adopted Budget
Debt Service Fund
For the Year ended December 31, 2023

	Actual <u>2021</u>	Adopted Budget <u>2022</u>	Actual <u>6/30/2022</u>	Estimate <u>2022</u>	Adopted Budget <u>2023</u>
Beginning fund balance	\$ -	\$ -	\$ -	\$ -	\$ -
Revenues:					
Property taxes	-	360,430	360,430	360,430	316,963
Specific ownership taxes	-	28,834	9,390	20,000	25,357
Total revenues	<u>-</u>	<u>389,264</u>	<u>369,820</u>	<u>380,430</u>	<u>342,320</u>
Total funds available	<u>-</u>	<u>389,264</u>	<u>369,820</u>	<u>380,430</u>	<u>342,320</u>
Expenditures:					
Treasurer's fees	-	5,406	5,406	5,406	4,754
Transfer to District #2	-	383,858	364,414	375,024	337,566
Total expenditures	<u>-</u>	<u>389,264</u>	<u>369,820</u>	<u>380,430</u>	<u>342,320</u>
Ending fund balance	<u>\$ -</u>	<u>\$ -</u>	<u>\$ -</u>	<u>\$ -</u>	<u>\$ -</u>
Assessed valuation		<u>\$ 51,490,020</u>	<u>\$ -</u>		<u>\$ 45,280,470</u>
Mill Levy		<u>7.000</u>	<u>-</u>		<u>7.000</u>
Total Mill Levy		<u>8.000</u>	<u>-</u>		<u>8.000</u>

I, Harold R. Roth, hereby certify that I am the duly appointed Secretary of the West Lot Metropolitan District No. 1, and that the foregoing is a true and correct copy of the budget for the budget year 2023, duly adopted at a public meeting of the Board of Directors of the West Lot Metropolitan District No. 1 held on November 29, 2022.

Harold R. Roth

Secretary

RESOLUTION NO. 2022-11-04

RESOLUTION TO SET MILL LEVIES

**RESOLUTION OF THE WEST LOT METROPOLITAN DISTRICT NO. 1 LEVYING
GENERAL PROPERTY TAXES, PURSUANT TO SECTION 39-1-111, C.R.S., FOR THE
YEAR 2022, TO HELP DEFRAY THE COSTS OF GOVERNMENT FOR THE 2023
BUDGET YEAR**

A. The Board of Directors of the West Lot Metropolitan District No. 1 (the “**District**”) has adopted an annual budget in accordance with the Local Government Budget Law, on November 29, 2022.

B. The adopted budget is attached as Exhibit A to the Resolution of the Board of Directors of the District to Adopt Budget and Appropriate Sums of Money, and such budget is incorporated herein by this reference.

C. The amount of money necessary to balance the budget for general fund expenses from property tax revenue is identified in the budget.

D. The amount of money necessary to balance the budget for debt service fund expenses from property tax revenue is identified in the budget.

NOW, THEREFORE, PURSUANT TO SECTIONS 39-1-111(5) and 39-5-128(1), C.R.S., BE IT RESOLVED by the Board of Directors of the West Lot Metropolitan District No. 1, City and County of Denver, Colorado, that:

1. For the purpose of meeting all general operating expenses of the District during the 2023 budget year, the District determined to levy mills upon each dollar of the total valuation for assessment of all taxable property within the District, as set forth in the budget, to raise the required revenue.

2. That for the purpose of meeting all debt retirement expenses of the District during the 2023 budget year, the District determined to levy mills upon each dollar of the total valuation for assessment of all taxable property within the District, as set forth in the budget, to raise the required revenue.

3. That for the purpose of meeting all contractual obligation expenses of the District during the 2023 budget year, the District determined to levy mills upon each dollar of the total valuation for assessment of all taxable property within the District, as set forth in the budget, to raise the required revenue.

4. That the Secretary is hereby authorized and directed to immediately certify to the Board of County Commissioners of the City and County of Denver, Colorado, the mill levies for the District as set forth in the District’s Certification of Mill Levies, attached hereto as **Exhibit 1** and incorporated herein by reference, recalculated as needed upon receipt of the final certification of valuation from the County Assessor in order to comply with any applicable revenue and other budgetary limits.

[SIGNATURE PAGE OF RESOLUTION TO SET MILL LEVIES]

RESOLUTION APPROVED AND ADOPTED on November 29, 2022.

**WEST LOT METROPOLITAN DISTRICT
NO. 1**

By:  _____
President

Attest:

By: Harold R. Roth
Secretary

EXHIBIT 1

Certification of Tax Levies

CERTIFICATION OF TAX LEVIES for NON-SCHOOL Governments

TO: County Commissioners¹ of Denver, Colorado.

On behalf of the West Lot Metropolitan District No. 1,
(taxing entity)^A

the Board of Directors,
(governing body)^B

of the West Lot Metropolitan District No. 1,
(local government)^C

Hereby officially certifies the following mills to be levied against the taxing entity's GROSS \$ 45,280,470 assessed valuation of: (GROSS^D assessed valuation, Line 2 of the Certification of Valuation Form DLG 57^E)

Note: If the assessor certified a NET assessed valuation (AV) different than the GROSS AV due to a Tax Increment Financing (TIF) Area^F the tax levies must be calculated using the NET AV. The taxing entity's total property tax revenue will be derived from the mill levy multiplied against the NET assessed valuation of: \$ 45,280,470 (NET^G assessed valuation, Line 4 of the Certification of Valuation Form DLG 57)
USE VALUE FROM FINAL CERTIFICATION OF VALUATION PROVIDED BY ASSESSOR NO LATER THAN DECEMBER 10

Submitted: 12/09/22 for budget/fiscal year 2023.
(not later than Dec. 15) (mm/dd/yyyy) (yyyy)

PURPOSE <small>(see end notes for definitions and examples)</small>	LEVY ²	REVENUE ²
1. General Operating Expenses ^H	<u>1.000</u> mills	\$ <u>45,281</u>
2. <Minus> Temporary General Property Tax Credit/ Temporary Mill Levy Rate Reduction ^I	< > mills	\$ < >
SUBTOTAL FOR GENERAL OPERATING:	1.000 mills	\$ 45,281
3. General Obligation Bonds and Interest ^J	_____ mills	\$ _____
4. Contractual Obligations ^K	<u>7.000</u> mills	\$ <u>316,963</u>
5. Capital Expenditures ^L	_____ mills	\$ _____
6. Refunds/Abatements ^M	_____ mills	\$ _____
7. Other ^N (specify): _____	_____ mills	\$ _____
	_____ mills	\$ _____
TOTAL: <small>[Sum of General Operating Subtotal and Lines 3 to 7]</small>	8.000 mills	\$ 362,244

Contact person: Diane K Wheeler Daytime phone: (303) 689-0833
 (print)
 Signed: Diane K Wheeler Title: District Accountant

Include one copy of this tax entity's completed form when filing the local government's budget by January 31st, per 29-1-113 C.R.S., with the Division of Local Government (DLG), Room 521, 1313 Sherman Street, Denver, CO 80203. Questions? Call DLG at (303) 866-2156.

¹ If the taxing entity's boundaries include more than one county, you must certify the levies to each county. Use a separate form for each county and certify the same levies uniformly to each county per Article X, Section 3 of the Colorado Constitution.
² Levies must be rounded to three decimal places and revenue must be calculated from the total NET assessed valuation (Line 4 of Form DLG57 on the County Assessor's final certification of valuation).

CERTIFICATION OF TAX LEVIES, continued

THIS SECTION APPLIES TO TITLE 32, ARTICLE 1 SPECIAL DISTRICTS THAT LEVY TAXES FOR PAYMENT OF GENERAL OBLIGATION DEBT (32-1-1603 C.R.S.). Taxing entities that are

Special Districts or Subdistricts of Special Districts must certify separate mill levies and revenues to the Board of County Commissioners, one each for the funding requirements of each debt (32-1-1603, C.R.S.) Use additional pages as necessary. The Special District's or Subdistrict's total levies for general obligation bonds and total levies for contractual obligations should be recorded on Page 1, Lines 3 and 4 respectively.

CERTIFY A SEPARATE MILL LEVY FOR EACH BOND OR CONTRACT:

BONDS^J:

1. Purpose of Issue: _____
Series: _____
Date of Issue: _____
Coupon Rate: _____
Maturity Date: _____
Levy: _____
Revenue: _____

2. Purpose of Issue: _____
Series: _____
Date of Issue: _____
Coupon Rate: _____
Maturity Date: _____
Levy: _____
Revenue: _____

CONTRACTS^K:

3. Purpose of Contract: Agreement to remit funds to West Lot Metropolitan District No. 2
Title: Capital Pledge Agreement
Date: 11/24/2021
Principal Amount: N/A
Maturity Date: N/A
Levy: 7.000
Revenue: \$316,859

4. Purpose of Contract: _____
Title: _____
Date: _____
Principal Amount: _____
Maturity Date: _____
Levy: _____
Revenue: _____

Use multiple copies of this page as necessary to separately report all bond and contractual obligations per 32-1-1603, C.R.S.

I, Harold R. Roth, hereby certify that I am the duly appointed Secretary of the West Lot Metropolitan District No. 1, and that the foregoing is a true and correct copy of the Certification of Mill Levies for the budget year 2023, duly adopted at a meeting of the Board of Directors of the West Lot Metropolitan District No. 1 held on November 29, 2022.

Harold R. Roth

Secretary

RESOLUTION NO. 2022-11-03

RESOLUTION TO ADOPT BUDGET AND APPROPRIATE SUMS OF MONEY

**RESOLUTION OF THE BOARD OF DIRECTORS OF
WEST LOT METROPOLITAN DISTRICT NO. 2, CITY AND COUNTY OF DENVER,
COLORADO, PURSUANT TO SECTION 29-1-108, C.R.S., SUMMARIZING
EXPENDITURES AND REVENUES FOR EACH FUND, ADOPTING A BUDGET AND
APPROPRIATING SUMS OF MONEY FOR THE BUDGET YEAR 2023**

A. The Board of Directors of West Lot Metropolitan District No. 2 (the “**District**”) has appointed the District Accountant to prepare and submit a proposed budget to said governing body at the proper time.

B. The District Accountant has submitted a proposed budget to this governing body for its consideration.

C. Upon due and proper notice, published or posted in accordance with the law, said proposed budget was open for inspection by the public at a designated place, a public hearing was held on November 29, 2022, and interested taxpayers were given the opportunity to file or register any objections to said proposed budget.

D. The budget has been prepared to comply with all terms, limitations and exemptions, including, but not limited to, reserve transfers and expenditure exemptions, under Article X, Section 20 of the Colorado Constitution (“**TABOR**”) and other laws or obligations which are applicable to or binding upon the District.

E. Whatever increases may have been made in the expenditures, like increases were added to the revenues so that the budget remains in balance, as required by law.

F. The Board of Directors has made provision therein for revenues in an amount equal to or greater than the total proposed expenditures as set forth in said budget.

G. It is not only required by law, but also necessary to appropriate the revenues provided in the budget to and for the purposes described below, thereby establishing a limitation on expenditures for the operations of the District.

**NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF DIRECTORS OF
WEST LOT METROPOLITAN DISTRICT NO. 2, CITY AND COUNTY OF DENVER,
COLORADO:**

1. The budget, as submitted, amended, and summarized by fund, is hereby approved and adopted as the budget of the District for the year stated above.

2. The budget is hereby approved and adopted, shall be certified by the Secretary of the District to all appropriate agencies and is made a part of the public records of the District.

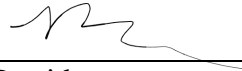
3. The sums set forth as the total expenditures of each fund in the budget attached hereto as **Exhibit A** and incorporated herein by reference are hereby appropriated from the revenues of each fund, within each fund, for the purposes stated.

[SIGNATURE PAGE FOLLOWS]

**[SIGNATURE PAGE TO RESOLUTION TO ADOPT BUDGET AND
APPROPRIATE SUMS OF MONEY]**

RESOLUTION APPROVED AND ADOPTED on November 29, 2022.

**WEST LOT METROPOLITAN DISTRICT
NO. 2**

By:  _____
President

Attest:

By: Harold R. Roth
Secretary

EXHIBIT A

Budget

WEST LOT METROPOLITAN DISTRICT NO.2
2023
BUDGET MESSAGE

Attached please find a copy of the adopted 2023 budget for the West Lot Metropolitan District No. 2

The West Lot Metropolitan District No. 2 has adopted budgets for two funds, a General Fund to provide for a transfer to West Lot Metropolitan District No. 1 for general operating expenditures; and a Debt Service Fund to account for the repayment of principal and interest on the general obligation bonds.

The district's accountants have utilized the modified accrual basis of accounting and the budget has been adopted after proper postings, publications and public hearing.

The primary source of revenue for the district in 2023 will be tax revenue and transfer from District 1. The district intends to impose a 30.000 mill levy on property within the district for 2023, of which 10.000 mills will be dedicated to the General Fund and 20.000 mills will be dedicated to the Debt Service Fund.

West Lot Metropolitan District No. 2
Adopted Budget
General Fund
For the Year ended December 31, 2023

	Actual <u>2021</u>	Adopted Budget <u>2022</u>	Actual <u>6/30/2022</u>	Estimate <u>2022</u>	Adopted Budget <u>2023</u>
Beginning fund balance	\$ -	\$ -	\$ -	\$ -	\$ -
Revenues:					
Property taxes	-	53,082	47,906	53,082	95,750
Specific ownership taxes	-	4,247	1,440	2,800	7,660
Interest income	-	-	44	-	-
	<u>-</u>	<u>-</u>	<u>44</u>	<u>-</u>	<u>-</u>
Total revenues	-	57,329	49,390	55,882	103,410
	<u>-</u>	<u>57,329</u>	<u>49,390</u>	<u>55,882</u>	<u>103,410</u>
Total funds available	-	57,329	49,390	55,882	103,410
	<u>-</u>	<u>57,329</u>	<u>49,390</u>	<u>55,882</u>	<u>103,410</u>
Expenditures:					
Treasurer fees	-	796	479	796	958
Transfer to D1	-	55,033	48,911	55,086	100,474
Emergency reserve (3%)	-	1,500	-	-	1,500
	<u>-</u>	<u>1,500</u>	<u>-</u>	<u>-</u>	<u>1,500</u>
Total expenditures	-	57,329	49,390	55,882	102,932
	<u>-</u>	<u>57,329</u>	<u>49,390</u>	<u>55,882</u>	<u>102,932</u>
Ending fund balance	<u>\$ -</u>	<u>\$ -</u>	<u>\$ -</u>	<u>\$ -</u>	<u>\$ 478</u>
Assessed valuation		<u>\$ 5,308,170</u>	<u>\$ -</u>		<u>\$ 9,575,000</u>
Mill Levy		<u>10.000</u>	<u>-</u>		<u>10.000</u>

West Lot Metropolitan District No. 2
Adopted Budget
Capital Projects Fund
For the Year ended December 31, 2023

	Actual <u>2021</u>	Adopted Budget <u>2022</u>	Actual <u>6/30/2022</u>	Estimate <u>2022</u>	Adopted Budget <u>2023</u>
Beginning fund balance	\$ -	\$ -	\$ 10,024	\$ 10,024	\$ -
Revenues:					
Bond issue	<u>8,874,000</u>	-	-	-	-
Total revenues	<u>8,874,000</u>	-	-	-	-
Total funds available	<u>8,874,000</u>	-	<u>10,024</u>	<u>10,024</u>	-
Expenditures:					
Cost of issuance	253,251	-	-	-	-
Capital expenditures	<u>8,610,725</u>	-	<u>10,024</u>	<u>10,024</u>	-
Total expenditures	<u>8,863,976</u>	-	<u>10,024</u>	<u>10,024</u>	-
Ending fund balance	<u>\$ 10,024</u>	<u>\$ -</u>	<u>\$ -</u>	<u>\$ -</u>	<u>\$ -</u>

West Lot Metropolitan District No. 2
Adopted Budget
Debt Service Fund
For the Year ended December 31, 2023

	Actual <u>2021</u>	Adopted Budget <u>2022</u>	Actual <u>6/30/2022</u>	Estimate <u>2022</u>	Adopted Budget <u>2023</u>
Beginning fund balance	\$ -	\$ -	\$ -	\$ -	\$ 92,702
Revenues:					
Property taxes	-	106,163	95,813	106,163	191,500
Specific ownership taxes	-	8,493	2,881	5,600	15,320
Interest	-	-	89	100	100
Tranfer from D1	-	383,858	364,414	375,024	337,566
Total revenues	<u>-</u>	<u>498,514</u>	<u>463,197</u>	<u>486,887</u>	<u>544,486</u>
Total funds available	<u>-</u>	<u>498,514</u>	<u>463,197</u>	<u>486,887</u>	<u>637,188</u>
Expenditures:					
Bond interest expense	-	496,922	108,324	392,594	414,308
Total expenditures	<u>-</u>	<u>498,514</u>	<u>109,761</u>	<u>394,186</u>	<u>417,181</u>
Ending fund balance	<u>\$ -</u>	<u>\$ -</u>	<u>\$ 353,436</u>	<u>\$ 92,702</u>	<u>\$ 220,007</u>
Assessed valuation		<u>\$ 5,308,170</u>			<u>\$ 9,575,000</u>
Mill Levy		<u>20.000</u>			<u>20.000</u>
Total Mill Levy		<u>30.000</u>			<u>30.000</u>

I, Harold R. Roth, hereby certify that I am the duly appointed Secretary of the West Lot Metropolitan District No. 2, and that the foregoing is a true and correct copy of the budget for the budget year 2023, duly adopted at a public meeting of the Board of Directors of the West Lot Metropolitan District No. 2 held on November 29, 2022.

Harold R. Roth

Secretary

RESOLUTION NO. 2022-11-04

RESOLUTION TO SET MILL LEVIES

**RESOLUTION OF THE WEST LOT METROPOLITAN DISTRICT NO. 2 LEVYING
GENERAL PROPERTY TAXES, PURSUANT TO SECTION 39-1-111, C.R.S., FOR THE
YEAR 2022, TO HELP DEFRAY THE COSTS OF GOVERNMENT FOR THE 2023
BUDGET YEAR**

A. The Board of Directors of the West Lot Metropolitan District No. 2 (the “**District**”) has adopted an annual budget in accordance with the Local Government Budget Law, on November 29, 2022.

B. The adopted budget is attached as Exhibit A to the Resolution of the Board of Directors of the District to Adopt Budget and Appropriate Sums of Money, and such budget is incorporated herein by this reference.

C. The amount of money necessary to balance the budget for general fund expenses from property tax revenue is identified in the budget.

D. The amount of money necessary to balance the budget for debt service fund expenses from property tax revenue is identified in the budget.

NOW, THEREFORE, PURSUANT TO SECTIONS 39-1-111(5) and 39-5-128(1), C.R.S., BE IT RESOLVED by the Board of Directors of the West Lot Metropolitan District No. 2, City and County of Denver, Colorado, that:

1. For the purpose of meeting all general operating expenses of the District during the 2023 budget year, the District determined to levy mills upon each dollar of the total valuation for assessment of all taxable property within the District, as set forth in the budget, to raise the required revenue.

2. That for the purpose of meeting all debt retirement expenses of the District during the 2023 budget year, the District determined to levy mills upon each dollar of the total valuation for assessment of all taxable property within the District, as set forth in the budget, to raise the required revenue.

3. That for the purpose of meeting all contractual obligation expenses of the District during the 2023 budget year, the District determined to levy mills upon each dollar of the total valuation for assessment of all taxable property within the District, as set forth in the budget, to raise the required revenue.

4. That the Secretary is hereby authorized and directed to immediately certify to the Board of County Commissioners of the City and County of Denver, Colorado, the mill levies for the District as set forth in the District’s Certification of Mill Levies, attached hereto as **Exhibit 1** and incorporated herein by reference, recalculated as needed upon receipt of the final certification of valuation from the County Assessor in order to comply with any applicable revenue and other budgetary limits.

[SIGNATURE PAGE OF RESOLUTION TO SET MILL LEVIES]

RESOLUTION APPROVED AND ADOPTED on November 29, 2022.

**WEST LOT METROPOLITAN DISTRICT
NO. 2**

By:  _____
President

Attest:

By: Harold R. Roth
Secretary

EXHIBIT 1

Certification of Tax Levies

CERTIFICATION OF TAX LEVIES for NON-SCHOOL Governments

TO: County Commissioners¹ of Denver, Colorado.

On behalf of the West Lot Metropolitan District No. 2,
(taxing entity)^A

the Board of Directors
(governing body)^B

of the West Lot Metropolitan District No. 2
(local government)^C

Hereby officially certifies the following mills to be levied against the taxing entity's GROSS \$ 9,575,000 assessed valuation of: (GROSS^D assessed valuation, Line 2 of the Certification of Valuation Form DLG 57^E)

Note: If the assessor certified a NET assessed valuation (AV) different than the GROSS AV due to a Tax Increment Financing (TIF) Area^F the tax levies must be calculated using the NET AV. The taxing entity's total property tax revenue will be derived from the mill levy multiplied against the NET assessed valuation of: \$ 9,575,000 (NET^G assessed valuation, Line 4 of the Certification of Valuation Form DLG 57)
USE VALUE FROM FINAL CERTIFICATION OF VALUATION PROVIDED BY ASSESSOR NO LATER THAN DECEMBER 10

Submitted: 12/09/22 for budget/fiscal year 2023.
(not later than Dec. 15) (mm/dd/yyyy) (yyyy)

PURPOSE (see end notes for definitions and examples)	LEVY ²	REVENUE ²
1. General Operating Expenses ^H	<u>10.000</u> mills	\$ <u>95,750</u>
2. <Minus> Temporary General Property Tax Credit/ Temporary Mill Levy Rate Reduction ^I	< > mills	\$ < >
SUBTOTAL FOR GENERAL OPERATING:	10.000 mills	\$ 95,750
3. General Obligation Bonds and Interest ^J	<u>20.000</u> mills	\$ <u>191,500</u>
4. Contractual Obligations ^K	_____ mills	\$ _____
5. Capital Expenditures ^L	_____ mills	\$ _____
6. Refunds/Abatements ^M	_____ mills	\$ _____
7. Other ^N (specify): _____	_____ mills	\$ _____
_____	_____ mills	\$ _____
TOTAL: [Sum of General Operating Subtotal and Lines 3 to 7]	30.000 mills	\$ 287,250

Contact person: Diane K Wheeler Daytime phone: (303) 689-0833
(print)
Signed: Diane K Wheeler Title: District Accountant

Include one copy of this tax entity's completed form when filing the local government's budget by January 31st, per 29-1-113 C.R.S., with the Division of Local Government (DLG), Room 521, 1313 Sherman Street, Denver, CO 80203. Questions? Call DLG at (303) 866-2156.

¹ If the taxing entity's boundaries include more than one county, you must certify the levies to each county. Use a separate form for each county and certify the same levies uniformly to each county per Article X, Section 3 of the Colorado Constitution.
² Levies must be rounded to three decimal places and revenue must be calculated from the total NET assessed valuation (Line 4 of Form DLG57 on the County Assessor's final certification of valuation).

CERTIFICATION OF TAX LEVIES, continued

THIS SECTION APPLIES TO TITLE 32, ARTICLE 1 SPECIAL DISTRICTS THAT LEVY TAXES FOR PAYMENT OF GENERAL OBLIGATION DEBT (32-1-1603 C.R.S.). Taxing entities that are

Special Districts or Subdistricts of Special Districts must certify separate mill levies and revenues to the Board of County Commissioners, one each for the funding requirements of each debt (32-1-1603, C.R.S.) Use additional pages as necessary. The Special District's or Subdistrict's total levies for general obligation bonds and total levies for contractual obligations should be recorded on Page 1, Lines 3 and 4 respectively.

CERTIFY A SEPARATE MILL LEVY FOR EACH BOND OR CONTRACT:

BONDS^J:

1.	Purpose of Issue:	<u>\$8,874,000 Limited Tax General Obligation Improvement Loan</u>
	Series:	<u>2021</u>
	Date of Issue:	<u>November 24, 2021</u>
	Coupon Rate:	<u>Varies</u>
	Maturity Date:	<u>December 1, 2031</u>
	Levy:	<u>20.000</u>
	Revenue:	<u>\$191,500</u>

2.	Purpose of Issue:	_____
	Series:	_____
	Date of Issue:	_____
	Coupon Rate:	_____
	Maturity Date:	_____
	Levy:	_____
	Revenue:	_____

CONTRACTS^K:

3.	Purpose of Contract:	_____
	Title:	_____
	Date:	_____
	Principal Amount:	_____
	Maturity Date:	_____
	Levy:	_____
	Revenue:	_____

4.	Purpose of Contract:	_____
	Title:	_____
	Date:	_____
	Principal Amount:	_____
	Maturity Date:	_____
	Levy:	_____
	Revenue:	_____

Use multiple copies of this page as necessary to separately report all bond and contractual obligations per 32-1-1603, C.R.S.

I, Harold R. Roth, hereby certify that I am the duly appointed Secretary of the West Lot Metropolitan District No. 2, and that the foregoing is a true and correct copy of the Certification of Mill Levies for the budget year 2023, duly adopted at a meeting of the Board of Directors of the West Lot Metropolitan District No. 2 held on November 29, 2022.

Harold R. Roth
Secretary

EXHIBIT B

Audits

WEST LOT METROPOLITAN DISTRICT NO. 1

Financial Statements

Year Ended December 31, 2022

with

Independent Auditor's Report

C O N T E N T S

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COLORADO CPA COMPANY

Independent Auditor's Report

Board of Directors
West Lot Metropolitan District No. 1
City and County of Denver, Colorado

Opinions

We have audited the accompanying financial statements of the governmental activities and each major fund of West Lot Metropolitan District No. 1 (the "District"), as of and for the year ended December 31, 2022, and the related notes to the financial statements, which collectively comprise the District's basic financial statements as listed in the table of contents.

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 West Lot Metropolitan District No. 1 as of December 31, 2022, and the respective changes in financial position and the respective budgetary comparison for the General Fund for the year then ended in accordance with accounting principles generally accepted in the United States of America.

Basis for Opinions

We conducted our audit in accordance with auditing standards generally accepted in the United States of America ("GAAS"). Our responsibilities under those standards are further described in the Auditor's Responsibilities for the Audit of the Financial Statements section of our report. We are required to be independent of the District, and to meet our other ethical responsibilities, in accordance with the relevant ethical requirements relating to our audit. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinions.

Responsibilities of Management for the Financial Statements

Management is responsible for the preparation and fair presentation of the financial statements in accordance with accounting principles generally accepted in the United States of America, and for 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.

In preparing the financial statements, management is required to evaluate whether there are conditions or events, considered in the aggregate, that raise substantial doubt about the District's ability to continue as a going concern for twelve months beyond the financial statement date, including any currently known information that may raise substantial doubt shortly thereafter.

Auditor's Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinions. Reasonable assurance is a high level of assurance but is not absolute assurance and therefore is not a guarantee that an audit conducted in accordance with GAAS will always detect a material misstatement when it exists. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control. Misstatements are considered material if there is a substantial likelihood that, individually or in the aggregate, they would influence the judgement made by a reasonable user based on the financial statements.

In performing an audit in accordance with GAAS, we:

- Exercise professional judgment and maintain professional skepticism throughout the audit.
- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, and design and perform audit procedures responsive to those risks. Such procedures include examining, on a test basis, evidence regarding the amounts and disclosures in the financial statements.
- Obtain an understanding of internal control relevant to the audit 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 District's internal control. Accordingly, no such opinion is expressed.
- Evaluate the appropriateness of accounting policies used and the reasonableness of significant accounting estimates made by management, as well as evaluate the overall presentation of the financial statements.
- Conclude whether, in our judgment, there are conditions or events, considered in the aggregate, that raise substantial doubt about the District's ability to continue as a going concern for a reasonable period of time.

We are required to communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit, significant audit findings, and certain internal control-related matters that we identified during the audit.

Required Supplemental Information

Management has omitted the management’s discussion and analysis that accounting principles generally accepted in the United States of America require to be presented to supplement the basic financial statements. Such missing 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. Our opinions on the basic financial statements are not affected by this missing information.

Supplemental Information

Our audit was conducted for the purpose of forming opinions on the financial statements that collectively comprise West Lot Metropolitan District No. 1’s basic financial statements. The supplemental information as listed in the table of contents is not a required part of the basic financial statements.

The supplemental information is the responsibility of management and was derived from and relates 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 supplemental information is fairly stated, in all material respects, in relation to the basic financial statements as a whole.

Colorado CPA Company PC

Highlands Ranch, Colorado
July 30, 2023

West Lot Metropolitan District No. 1

BALANCE SHEET/STATEMENT OF NET POSITION GOVERNMENTAL FUNDS December 31, 2022

	<u>General</u>	<u>Debt Service</u>	<u>Total</u>	<u>Adjustments</u>	<u>Statement of Net Position</u>
ASSETS					
Taxes due from County	\$ 634	\$ 4,441	\$ 5,075	\$ -	\$ 5,075
Accounts receivable - developer	9,213	-	9,213	(9,213)	-
Property taxes receivable	45,280	316,963	362,243	-	362,243
Receivable West Lot MD 2	106,309	-	106,309	-	106,309
Capital assets not being depreciated	-	-	-	8,475,924	8,475,924
Total Assets	<u>\$ 161,436</u>	<u>\$ 321,404</u>	<u>\$ 482,840</u>	<u>8,466,711</u>	<u>8,949,551</u>
LIABILITIES					
Accounts payable	\$ 54,289	\$ -	\$ 54,289	-	54,289
Payable District 2	-	4,441	4,441	-	4,441
Long-term liabilities:					
Due in more than one year	-	-	-	13,845	13,845
Total Liabilities	<u>54,289</u>	<u>4,441</u>	<u>58,730</u>	<u>13,845</u>	<u>72,575</u>
DEFERRED INFLOWS OF RESOURCES					
Deferred property taxes	45,280	316,963	362,243	-	362,243
Total Deferred Inflows of Resources	<u>45,280</u>	<u>316,963</u>	<u>362,243</u>	<u>-</u>	<u>362,243</u>
FUND BALANCES/NET POSITION					
Fund balances:					
Restricted:					
Emergencies	1,500	-	1,500	(1,500)	-
Unassigned	60,367	-	60,367	(60,367)	-
Total Fund Balances	<u>61,867</u>	<u>-</u>	<u>61,867</u>	<u>(61,867)</u>	<u>-</u>
Total Liabilities and Fund Balances	<u>\$ 161,436</u>	<u>\$ 321,404</u>	<u>\$ 482,840</u>		
Net Position:					
Net investment in capital assets				8,462,079	8,462,079
Restricted for:					
Emergencies				1,500	1,500
Unrestricted				51,154	51,154
Total Net Position (Deficit)				<u>\$ 8,514,733</u>	<u>\$ 8,514,733</u>

The notes to the financial statements are an integral part of these statements.

West Lot Metropolitan District No. 1

STATEMENT OF REVENUES, EXPENDITURES AND
CHANGES IN FUND BALANCES/STATEMENT OF ACTIVITIES
GOVERNMENTAL FUNDS
For the Year Ended December 31, 2022

	<u>General</u>	<u>Debt Service</u>	<u>Total</u>	<u>Adjustments</u>	<u>Statement of Activities</u>
EXPENDITURES					
<u>Operating:</u>					
Accounting	\$ 7,511	\$ -	\$ 7,511	\$ -	\$ 7,511
Insurance	4,559	-	4,559	-	4,559
Legal	24,049	-	24,049	-	24,049
Miscellaneous	8,957	-	8,957	-	8,957
Treasurer fees	515	3,604	4,119	-	4,119
Transfer to West Lot MD #2	-	375,858	375,858	-	375,858
Interest on developer advances - operations	-	-	-	403	403
Total Expenditures	45,591	379,462	425,053	403	425,456
GENERAL REVENUES					
Property taxes	51,490	360,430	411,920	-	411,920
Specific ownership taxes	2,718	19,032	21,750	-	21,750
Transfer from West Lot MD #2	53,250	-	53,250	-	53,250
Interest income	-	-	-	-	-
Total General Revenues	107,458	379,462	486,920	-	486,920
NET CHANGES IN FUND BALANCES	61,867	-	61,867	(61,867)	
CHANGES IN NET POSITION				61,464	61,464
FUND BALANCES/NET POSITION					
BEGINNING OF YEAR	-	-	-	8,453,269	8,453,269
END OF YEAR	\$ 61,867	\$ -	\$ 61,867	\$ 8,452,866	\$ 8,514,733

The notes to the financial statements are an integral part of these statements.

West Lot Metropolitan District No. 1

STATEMENT OF REVENUES, EXPENDITURES AND CHANGES IN FUND BALANCE - BUDGET AND ACTUAL - GENERAL FUND

For the Year Ended December 31, 2022

	Original & Final <u>Budget</u>	<u>Actual</u>	Variance Favorable <u>(Unfavorable)</u>
REVENUES			
Property taxes	\$ 51,490	\$ 51,490	\$ -
Specific ownership taxes	4,119	2,718	(1,401)
Transfer from West Lot MD #2	<u>55,033</u>	<u>53,250</u>	<u>(1,783)</u>
Total Revenues	<u>110,642</u>	<u>107,458</u>	<u>(3,184)</u>
EXPENDITURES			
Accounting	15,000	7,511	7,489
Insurance	9,200	4,559	4,641
Legal	35,000	24,049	10,951
Miscellaneous	2,500	8,957	(6,457)
Treasurer fees	772	515	257
Repay Developer advances	46,670	-	46,670
Emergency Reserve	<u>1,500</u>	<u>-</u>	<u>1,500</u>
Total Expenditures	<u>110,642</u>	<u>45,591</u>	<u>65,051</u>
NET CHANGE IN FUND BALANCE	-	61,867	61,867
FUND BALANCE:			
BEGINNING OF YEAR	<u>-</u>	<u>-</u>	<u>-</u>
END OF YEAR	<u>\$ -</u>	<u>\$ 61,867</u>	<u>\$ 61,867</u>

The notes to the financial statements are an integral part of these statements.

WEST LOT METROPOLITAN DISTRICT NO. 1

Notes to Financial Statements December 31, 2022

Note 1: Summary of Significant Accounting Policies

The accounting policies of the West Lot Metropolitan District No. 1, located in the City and County of Denver, Colorado, conform to the accounting principles generally accepted in the United States of America (“GAAP”) as applicable to governmental units. The Governmental Accounting Standards Board (“GASB”) is the accepted standard setting body for establishing governmental accounting and financial reporting principles. The following is a summary of the more significant policies consistently applied in the preparation of financial statements.

Definition of Reporting Entity

West Lot Metropolitan District No. 1 (the “District”) was organized on November 27, 2018 in conjunction with West Lot Metropolitan District No. 2 (“District No. 2”, together with the District, the “Districts”), each a quasi-municipal corporation and political subdivision established under the State of Colorado Special District Act. The District was created to plan for, design, finance, acquire, construct, install, relocate, and/or redevelop certain public improvements, including, but not limited to, water improvements; sanitation improvements; street improvements; traffic and safety controls; storm water drainage improvements; parks and recreation improvements; transportation; mosquito control; television translation and relay; covenant enforcement; special improvement districts; and all other services permitted by Article 1, Title 32, C.R.S., subject to any limitations set forth in the Service Plan. The District’s primary revenue is a transfer from District No. 2. The District is governed by an elected Board of Directors.

As required by GAAP, these financial statements present the activities of the District, which is legally separate and financially independent of other state and local governments. The District follows the GASB pronouncements, which provide guidance for determining which governmental activities, organizations and functions should be included within the financial reporting entity. GASB sets forth the financial accountability of a governmental organization’s elected governing body as the basic criterion for including a possible component governmental organization in a primary government’s legal entity. Financial accountability includes, but is not limited to, appointment of a voting majority of the organization’s governing body, ability to impose its will on the organization, a potential for the organization to provide specific financial benefits or burdens and fiscal dependency. The pronouncements also require including a possible component unit if it would be misleading to exclude it.

The District is not financially accountable for any other organization. The District has no component units as defined by the GASB.

The District has no employees and all operations and administrative functions are contracted.

Basis of Presentation

The accompanying financial statements are presented per GASB Statement No. 34 - Special Purpose Governments.

WEST LOT METROPOLITAN DISTRICT NO. 1

Notes to Financial Statements December 31, 2022

The government-wide financial statements (i.e. the governmental funds balance sheet/statement of net position and the governmental funds statement of revenues, expenditures, and changes in fund balances/statement of activities) report information on all of the governmental activities of the District. The statement of net position reports all financial and capital resources of the District. The difference between the (a) assets and deferred outflows of resources and the (b) liabilities and deferred inflows of resources of the District is reported as net position. The statement of activities demonstrates the degree to which expenditures/expenses of the governmental funds are supported by general revenues. 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 and indirect expenses of a given function or segment are 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 or applicants who purchase, use or directly benefit from goods, services, or privileges provided by a given function or segment and 2) grants and contributions that are restricted to meeting the operational or capital requirements of a particular function or segment. Taxes and other items not properly included among program revenues are reported instead as *general revenues*.

Major individual governmental funds are reported as separate columns in the fund financial statements.

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 the related cash flows. Property taxes are recognized as revenues in the year for which they are collected.

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 District considers revenues to be available if they are collected within 60 days of the end of the current fiscal period. The material sources of revenue subject to accrual are property taxes and interest. Expenditures, other than interest on long-term obligations, are recorded when the liability is incurred or the long-term obligation is paid.

WEST LOT METROPOLITAN DISTRICT NO. 1

Notes to Financial Statements December 31, 2022

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 not accounted for and reported in another fund.

Debt Service Fund – The Debt Service Fund is used to account for all financial resources that are restricted, committed or assigned to expenditures for principal, interest and other debt related costs.

Budgetary Accounting

Budgets are adopted on a non-GAAP basis for the governmental funds. In accordance with the State Budget Law of Colorado, the District's Board of Directors holds public hearings in the fall of each year to approve the budget and appropriate the funds for the ensuing year. The District's Board of Directors can modify the budget by line item within the total appropriation without notification. The appropriation can only be modified upon completion of notification and publication requirements. The budget includes each fund on its basis of accounting unless otherwise indicated. The appropriation is at the total fund expenditures level and lapses at year end.

Assets, Liabilities and Net Position

Fair Value of Financial Instruments

The District's financial instruments include cash investments, accounts receivable and accounts payable. The District estimates that the fair value of all financial instruments at December 31, 2022, does not differ materially from the aggregate carrying values of its financial instruments recorded in the accompanying balance sheet. The carrying amount of these financial instruments approximates fair value because of the short maturity of these instruments.

Deposits and Investments

The District's cash and short-term investments with maturities of three months or less from the date of acquisition are considered to be cash on hand. Investments for the government are reported at fair value.

The District follows the practice of pooling cash and investments of all funds to maximize investment earnings. Except when required by trust or other agreements, all cash is deposited to and disbursed from a minimum number of bank accounts. Cash in excess of immediate operating requirements is pooled for deposit and investment flexibility. Investment earnings are allocated periodically to the participating funds based upon each fund's average equity balance in the total cash.

WEST LOT METROPOLITAN DISTRICT NO. 1

Notes to Financial Statements December 31, 2022

Estimates

The preparation of these financial statements in conformity with GAAP requires the District management to make estimates and assumptions that affect certain reported amounts and disclosures. Accordingly, actual results could differ from those estimates.

Deferred Outflows/Inflows of Resources

In addition to assets, the statement of financial position will sometimes report a separate section for deferred outflows of resources. This separate financial statement element, *deferred outflows of resources*, represents a consumption of net position that applies to a future period(s) and so will not be recognized as an outflow of resources (expense/expenditure) until then. The District has no items that qualify for reporting in this category.

In addition to liabilities, the statement of financial position will sometimes report a separate section for deferred inflows of resources. This separate financial statement element, *deferred inflows of resources*, represents an acquisition of net position that applies to a future period(s) and so will not be recognized as an inflow of resources (revenue) until that time. The District has one type of item that qualifies for reporting in this category. This item is deferred property taxes. Deferred property taxes are deferred and recognized as an inflow of resources in the period that the amounts become available.

Capital Assets

Capital assets, which include property, plant, equipment and infrastructure assets (e.g. roads, bridges, sidewalks, and similar items), are reported in the applicable governmental activities columns in the government-wide financial statements. Capital assets are defined by the District as assets with an initial, individual cost of more than \$5,000 and an estimated useful life in excess of two years. Such assets are recorded at historical or estimated historical cost if purchased or constructed. Donated capital assets are recorded at acquisition value at the date of donation. The costs of normal maintenance and repairs that do not add to the value of the assets or materially extend the life of the asset are not capitalized. Improvements are capitalized and depreciated over the remaining useful lives of the related capital assets, as applicable using the straight-line method.

Depreciation on property that will remain assets of the District is reported on the Statement of Activities as a current charge. Improvements that will be conveyed to other governmental entities are classified as construction in progress and are not depreciated. Land and certain landscaping improvements are not depreciated.

WEST LOT METROPOLITAN DISTRICT NO. 1

Notes to Financial Statements December 31, 2022

Property Taxes

Property taxes are levied by the District's Board of Directors. The levy is based on assessed valuations determined by the County Assessor generally as of January 1 of each year. The levy is normally set by December 15 by certification to the County Commissioners to put the tax lien on the individual properties as of January 1 of the following year. The County Treasurer collects the determined taxes during the ensuing calendar year. The taxes are payable by April 30 or if in equal installments, at the taxpayers' election, in February and June. Delinquent taxpayers are notified in July or August and the sales of the resultant tax liens on delinquent properties are generally held in November or December. The County Treasurer remits the taxes collected monthly to the District.

Property taxes, net of estimated uncollectible taxes, are recorded initially as deferred inflows in the year they are levied and measurable since they are not normally available nor are they budgeted as a resource until the subsequent year. The deferred property taxes are recorded as revenue in the subsequent year when they are available or collected.

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.

Fund Equity

Fund balance of governmental funds is reported in various categories based on the nature of any limitations requiring the use of resources for specific purposes. Because circumstances differ among governments, not every government or every governmental fund will present all of these components. The following classifications make the nature and extent of the constraints placed on a government's fund balance more transparent:

Nonspendable Fund Balance

Nonspendable fund balance includes amounts that cannot be spent because they are either not spendable in form (such as inventory or prepaids) or are legally or contractually required to be maintained intact.

Restricted Fund Balance

The restricted fund balance includes amounts restricted for a specific purpose by external parties such as grantors, bondholders, constitutional provisions or enabling legislation.

The restricted fund balance in the General Fund represents Emergency Reserves that have been provided as required by Article X, Section 20 of the Constitution of the State of Colorado. A total of \$1,500 of the General Fund balance has been reserved in compliance with this requirement.

WEST LOT METROPOLITAN DISTRICT NO. 1

Notes to Financial Statements December 31, 2022

Committed Fund Balance

The portion of fund balance that can only be used for specific purposes pursuant to constraints imposed by a formal action of the government's highest level of decision-making authority, the Board of Directors. The constraint may be removed or changed only through formal action of the Board of Directors.

Assigned Fund Balance

Assigned fund balance includes amounts the District intends to use for a specific purpose. Intent can be expressed by the District's Board of Directors or by an official or body to which the Board of Directors delegates the authority.

Unassigned Fund Balance

Unassigned fund balance includes amounts that are available for any purpose. Positive amounts are reported only in the General Fund, all funds can report negative amounts.

For the classification of Governmental Fund balances, the District considers an expenditure to be made from the most restrictive classification first when more than one classification is available

Net Position

Net Position represents the difference between assets and deferred outflows of resources less liabilities and deferred inflows of resources. The District can report three categories of net position, as follows:

Net investment in capital assets – consists of net capital assets, reduced by outstanding balances of any related debt obligations and deferred inflows of resources attributable to the acquisition, construction, or improvement of those assets and increased by balances of deferred outflows of resources related to those assets.

Restricted net position – net position is considered restricted if their use is constrained to a particular purpose. Restrictions are imposed by external organizations such as federal or state laws. Restricted net position is reduced by liabilities and deferred inflows of resources related to the restricted assets.

Unrestricted net position – consists of all other net position that does not meet the definition of the above two components and is available for general use by the District.

When an expense is incurred for purposes for which both restricted and unrestricted net position are available, the District will use the most restrictive net position first.

WEST LOT METROPOLITAN DISTRICT NO. 1

Notes to Financial Statements
December 31, 2022

Note 3: Capital Assets

An analysis of the changes in capital assets for the year ended December 31, 2022 follows:

Governmental Type Activities:	Balance 1/1/2022	Additions	Deletions	Balance 12/31/2022
Capital assets not being depreciated:				
Construction in progress	\$ 8,475,924	\$ -	\$ -	\$ 8,475,924
Government type assets, net	<u>\$ 8,475,924</u>	<u>\$ -</u>	<u>\$ -</u>	<u>\$ 8,475,924</u>

Upon completion and acceptance, all capital improvements will be conveyed by the District to other local governments. The District will not be responsible for maintenance.

Note 4: Long-Term Debt

The following is an analysis of changes in long-term obligations for the year ending December 31, 2022:

	Balance 1/1/2022	Additions	Reductions	Balance 12/31/2022	Current Portion
Other:					
Developer advances	\$ -	\$ 13,442	\$ -	\$ 13,442	\$ -
Developer advance - interest	-	403	-	403	-
	<u>\$ -</u>	<u>\$ 13,845</u>	<u>\$ -</u>	<u>\$ 13,845</u>	<u>\$ -</u>

Operation Funding Agreement

The District and the Developer entered into an Operation Funding Agreement, dated November 15, 2021, and effective November 27, 2018, as amended by the First Amendment, dated November 13, 2020 and by the Second Amendment dated November 12, 2021 (the "OFA"). Under the OFA, the Developer agreed to advance funds to pay for the Districts' operations shortfalls in fiscal years 2018 through 2022, up to a maximum aggregate amount of \$150,000. Simple interest accrues on the amounts advanced to the District at 8% per annum. At December 31, 2022, the total principal and interest outstanding under this agreement was \$13,845.

Debt Authorization

On November 6, 2018, a majority of the qualified electors of the District authorized the issuance of indebtedness in an amount not to exceed \$600,000,000. Per the District Service Plan, the District cannot issue debt in excess of \$50,000,000.

WEST LOT METROPOLITAN DISTRICT NO. 1

Notes to Financial Statements December 31, 2022

Note 5: Other Agreements

Cost Sharing and Administrative Services Intergovernmental Agreement

On November 12, 2021, the District and District No. 2 entered into a Cost Sharing and Administrative Services Intergovernmental Agreement (the “Cost Sharing IGA”), which sets forth the terms and conditions under which the Districts will share various capital, and operation and maintenance, and administrative expenses. Under the Cost Sharing IGA, each District agreed to contribute the revenue generated from the imposition of its respective debt service mill levy under the Series 2021 Loan Agreement toward payment of the Series 2021 Loan, which reimbursed the Developer pursuant to the Facilities Funding and Acquisition Agreement between the District and the Developer for “Verified Shared Costs” of public improvements (including verified construction costs and related soft costs, such as legal, accounting, management and organizational costs) that benefit the residents and users of both Districts.

The Districts also agreed that the District would perform administrative services for the Districts and that District No. 2 would remit the revenue generated from the imposition of its general fund mill levy to the District to contribute District No. 2’s share of shared Administration Costs and/or to reimburse the Developer for developer advances made under the Operation Funding Agreement between the District and the Developer for operation and maintenance and administrative costs. The Costs Sharing IGA can be terminated by the Districts with one year prior written notice.

Capital Pledge Agreement

On November 24, 2021, the District and District No. 2 entered into a Capital Pledge Agreement related to District No. 2’s Limited Tax General Obligation Improvement Loan, Series 2021 in the amount of \$8,874,000 by Zions Bancorporation, N.A. d/b/a Vectra Bank Colorado (the “Series 2021 Loan”) whereby the District agrees to impose the District Required Mill Levy, and assign and remit to District No. 2 all revenues resulting from the imposition of the District’s Required Mill Levy and Specific Ownership Taxes, as well as certain other revenues of the District to pay a portion of the principal of and interest on the Series 2021 Loan commencing in 2022 and each year thereafter so long as the Series 2021 Loan remains outstanding.

Mill Levy Allocation Agreement

On November 24, 2021, the District and District No. 2 entered into a Mill Levy Allocation Agreement (the “Allocation Agreement”), under which the Districts agreed that the obligations of each of the Districts under the Series 2021 Loan Agreement and the Capital Pledge Agreement (discussed above) are fair and equitable in light of the benefits received by the Districts and their current and future residents, occupants, taxpayers and property owners.

WEST LOT METROPOLITAN DISTRICT NO. 1

Notes to Financial Statements December 31, 2022

The Districts acknowledged that the design, acquisition, and construction of the public improvements benefit each of the Districts and their current and future residents, occupants, taxpayers and property owners, and that the Districts' respective obligations under the Capital Pledge Agreement and the Series 2021 Loan Agreement are reasonable in light of the long term benefits to be derived from the development, and that the development does and will in the future continue to provide benefits to each of the Districts and their respective current and future residents, occupants, taxpayers and property owners. The Districts further agreed to cooperate with respect to the imposition of each District's respective debt service mill levy applicable to payment of the Series 2021 Loan.

Facilities Funding and Acquisition Agreement

The District and West Lot LLC, a Colorado limited liability company ("Developer") entered into a Facilities Funding and Acquisition Agreement dated November 15, 2019 with an effective date of November 27, 2018 ("FFAA"). Pursuant to the FFAA, the Developer agrees to construct public improvements and the District agrees to acquire the public improvements subject to the terms in the FFAA and reimburse the Developer for the costs associated with the construction of the public improvements up to \$32,360,000 as well as organizational costs expended by the Developer. Interest accrues on amounts reimbursable to the Developer under the FFAA at a rate of 8% per annum. The FFAA does not constitute debt, but is an annual appropriation intended to be repaid through a future bond issuance. The FFAA further provides that if the District has not reimbursed the Developer for any organizational expenses, or construction related expenses by December 31, 2058, any amount or principal and accrued interest outstanding under the FFAA on such date will be deemed forever discharged and satisfied in full. At December 31, 2022, there were no amounts outstanding under this agreement.

Note 6: Related Parties

All of the members of the Board of Directors are owners or members of or are otherwise associated with the Developer. Management believes that all potential conflicts, if any, have been disclosed to the Board of Directors.

Note 7: Tax, Spending and Debt Limitations

Article X, Section 20 of the Colorado Constitution, commonly known as the Taxpayer Bill of Rights ("TABOR"), contains tax, spending, revenue and debt limitations which apply to the State of Colorado and all local governments.

WEST LOT METROPOLITAN DISTRICT NO. 1

Notes to Financial Statements December 31, 2022

Spending and revenue limits are determined based on the prior year's Fiscal Year Spending adjusted for allowable increases based upon inflation and local growth. Fiscal Year Spending is generally defined as expenditures plus reserve increases with certain exceptions. Revenue in excess of the Fiscal Year Spending limit must be refunded unless the voters approve retention of such revenue.

TABOR requires local governments to establish Emergency Reserves. These reserves must be at least 3% of Fiscal Year Spending (excluding bonded debt service). Local governments are not allowed to use the emergency reserves to compensate for economic conditions, revenue shortfalls, or salary or benefit increases.

The District's management believes it is in compliance with the provisions of TABOR. However, TABOR is complex and subject to interpretation. Many of the provisions, including the interpretation of how to calculate Fiscal Year Spending limits will require judicial interpretation.

On November 6, 2018, a majority of the District's electors authorized the District to collect and spend or retain in a reserve all currently levied taxes and fees of the District without regard to any limitations under Article X, Section 20 of the Colorado Constitution.

Note 8: Risk Management

Except as provided in the Colorado Governmental Immunity Act, 24-10-101, et seq., CRS, the District may be exposed to various risks of loss related to torts, theft of, damage to, or destruction of assets; errors or omissions; injuries to agents; and natural disasters. The District has elected to participate in the Colorado Special Districts Property and Liability Pool ("Pool") which is an organization created by intergovernmental agreement to provide common liability and casualty insurance coverage to its members at a cost that is considered economically appropriate. Settled claims have not exceeded this commercial coverage in any of the past three fiscal years.

The District pays annual premiums to the Pool for auto, public officials' liability, and property and general liability coverage. In the event aggregated losses incurred by the Pool exceed its amounts recoverable from reinsurance contracts and its accumulated reserves, the District may be called upon to make additional contributions to the Pool on the basis proportionate to other members. Any excess funds which the Pool determines are not needed for purposes of the Pool may be returned to the members pursuant to a distribution formula.

WEST LOT METROPOLITAN DISTRICT NO. 1

Notes to Financial Statements
December 31, 2022

Note 9: Reconciliation of Government-Wide Financial Statements and Fund Financial Statements

The Governmental Funds Balance Sheet/Statement of Net Position includes an adjustments column. The adjustments may have the following elements:

- 1) capital improvements used in government activities are not financial resources and, therefore are not reported in the funds; and
- 2) long-term liabilities such as bonds and developer advances payable and accrued interest payable are not due and payable in the current period and, therefore, are not in the funds.

The Governmental Funds Statement of Revenues, Expenditures, and Changes in Fund Balances/Statement of Activities includes an adjustments column. The adjustments may have the following elements:

- 1) governmental funds report capital outlays as expenditures, however, in the statement of activities, the costs of those assets are held as construction in process pending transfer to other governmental entities or depreciated over their useful lives;
- 2) governmental funds report interest expense on the modified accrual basis; however, interest expense is reported on the full accrual method on the Statement of Activities;
- 3) governmental funds report developer advances and/or bond proceeds as revenue; and,
- 4) governmental funds report long-term debt payments as expenditures, however, in the statement of activities, the payment of long-term debt is recorded as a decrease of long-term liabilities.

SUPPLEMENTAL INFORMATION

West Lot Metropolitan District No. 1

SCHEDULE OF REVENUES, EXPENDITURES AND CHANGES IN FUND BALANCE - BUDGET AND ACTUAL - DEBT SERVICE FUND

For the Year Ended December 31, 2022

	Original & Final <u>Budget</u>	<u>Actual</u>	Variance Favorable <u>(Unfavorable)</u>
REVENUES			
Property taxes	\$ 360,430	\$ 360,430	\$ -
Specific ownership taxes	<u>28,834</u>	<u>19,032</u>	<u>(9,802)</u>
Total Revenues	<u>389,264</u>	<u>379,462</u>	<u>(9,802)</u>
EXPENDITURES			
Transfer to West Lot MD #2	383,858	375,858	8,000
Treasurer fees	<u>5,406</u>	<u>3,604</u>	<u>1,802</u>
Total Expenditures	<u>389,264</u>	<u>379,462</u>	<u>9,802</u>
NET CHANGE IN FUND BALANCE	-	-	-
FUND BALANCE:			
BEGINNING OF YEAR	<u>-</u>	<u>-</u>	<u>-</u>
END OF YEAR	<u>\$ -</u>	<u>\$ -</u>	<u>\$ -</u>

The notes to the financial statements are an integral part of these statements.

West Lot Metropolitan District No. 1

SUMMARY OF ASSESSED VALUATION, MILL LEVY
AND PROPERTY TAXES COLLECTED
December 31, 2022

<u>Year Ended December 31,</u>	<u>Prior Year Assessed Valuation for Current Year Property Tax Levy</u>	<u>Mills Levied</u>			<u>Total Property Tax</u>		<u>Percent Collected to Levied</u>
		<u>General</u>	<u>Debt Service</u>	<u>Total</u>	<u>Levied</u>	<u>Collected</u>	
2021	\$ 30	10.000	0.000	10.000	\$ 0	\$ -	0.00%
2022	\$ 51,490,020	1.000	7.000	8.000	\$ 411,920	\$ 411,920	100.00%
Estimated for year ending December 31, 2023	\$ 45,280,470	1.000	7.000	8.000	\$ 362,243		

NOTE

Property taxes collected in any one year include collection of delinquent property taxes levied and/or abatements or valuations in prior years. Information received from the County Treasurer does not permit identification of specific year assessment.

WEST LOT METROPOLITAN DISTRICT NO. 2

Financial Statements

Year Ended December 31, 2022

with

Independent Auditor's Report

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COLORADO CPA COMPANY

Independent Auditor's Report

Board of Directors
West Lot Metropolitan District No. 2
City and County of Denver, Colorado

Opinions

We have audited the accompanying financial statements of the governmental activities and each major fund of West Lot Metropolitan District No. 2 (the "District"), as of and for the year ended December 31, 2022, and the related notes to the financial statements, which collectively comprise the District's basic financial statements as listed in the table of contents.

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 West Lot Metropolitan District No. 2 as of December 31, 2022, and the respective changes in financial position and the respective budgetary comparison for the General Fund for the year then ended in accordance with accounting principles generally accepted in the United States of America.

Basis for Opinions

We conducted our audit in accordance with auditing standards generally accepted in the United States of America ("GAAS"). Our responsibilities under those standards are further described in the Auditor's Responsibilities for the Audit of the Financial Statements section of our report. We are required to be independent of the District, and to meet our other ethical responsibilities, in accordance with the relevant ethical requirements relating to our audit. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinions.

Responsibilities of Management for the Financial Statements

Management is responsible for the preparation and fair presentation of the financial statements in accordance with accounting principles generally accepted in the United States of America, and for 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.

In preparing the financial statements, management is required to evaluate whether there are conditions or events, considered in the aggregate, that raise substantial doubt about the District's ability to continue as a going concern for twelve months beyond the financial statement date, including any currently known information that may raise substantial doubt shortly thereafter.

Auditor's Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinions. Reasonable assurance is a high level of assurance but is not absolute assurance and therefore is not a guarantee that an audit conducted in accordance with GAAS will always detect a material misstatement when it exists. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control. Misstatements are considered material if there is a substantial likelihood that, individually or in the aggregate, they would influence the judgement made by a reasonable user based on the financial statements.

In performing an audit in accordance with GAAS, we:

- Exercise professional judgment and maintain professional skepticism throughout the audit.
- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, and design and perform audit procedures responsive to those risks. Such procedures include examining, on a test basis, evidence regarding the amounts and disclosures in the financial statements.
- Obtain an understanding of internal control relevant to the audit 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 District's internal control. Accordingly, no such opinion is expressed.
- Evaluate the appropriateness of accounting policies used and the reasonableness of significant accounting estimates made by management, as well as evaluate the overall presentation of the financial statements.
- Conclude whether, in our judgment, there are conditions or events, considered in the aggregate, that raise substantial doubt about the District's ability to continue as a going concern for a reasonable period of time.

We are required to communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit, significant audit findings, and certain internal control-related matters that we identified during the audit.

Required Supplemental Information

Management has omitted the management’s discussion and analysis that accounting principles generally accepted in the United States of America require to be presented to supplement the basic financial statements. Such missing 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. Our opinions on the basic financial statements are not affected by this missing information.

Supplemental Information

Our audit was conducted for the purpose of forming opinions on the financial statements that collectively comprise West Lot Metropolitan District No. 2’s basic financial statements. The supplemental information as listed in the table of contents is not a required part of the basic financial statements.

The supplemental information is the responsibility of management and was derived from and relates 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 supplemental information is fairly stated, in all material respects, in relation to the basic financial statements as a whole.

Colorado CPA Company PC

Highlands Ranch, Colorado
July 30, 2023

West Lot Metropolitan District No. 2

BALANCE SHEET/STATEMENT OF NET POSITION GOVERNMENTAL FUNDS December 31, 2022

	<u>General</u>	<u>Debt Service</u>	<u>Capital Projects</u>	<u>Total</u>	<u>Adjustments</u>	<u>Statement of Net Position</u>
ASSETS						
Cash and investments	\$ 62,666	\$ -	\$ -	\$ 62,666	\$ -	\$ 62,666
Cash and investments - restricted	1,500	78,442	10,027	89,969	-	89,969
Taxes due from County	50,841	27,846	-	78,687	-	78,687
Accounts receivable West Lot MD No. 1	-	11,406	-	11,406	-	11,406
Property taxes receivable	<u>95,750</u>	<u>191,500</u>	<u>-</u>	<u>287,250</u>	<u>-</u>	<u>287,250</u>
Total Assets	<u>\$ 210,757</u>	<u>\$ 309,194</u>	<u>\$ 10,027</u>	<u>\$ 529,978</u>	<u>-</u>	<u>529,978</u>
LIABILITIES						
Payable West Lot MD No. 1	\$ 113,274	\$ -	\$ -	\$ 113,274	-	113,274
Accounts payable other	-	28,382	-	28,382	-	28,382
Accrued interest on bonds	-	-	-	-	17,026	17,026
Long-term liabilities:						
Due within one year	-	-	-	-	210,000	210,000
Due in more than one year	<u>-</u>	<u>-</u>	<u>-</u>	<u>-</u>	<u>8,484,000</u>	<u>8,484,000</u>
Total Liabilities	<u>113,274</u>	<u>28,382</u>	<u>-</u>	<u>141,656</u>	<u>8,711,026</u>	<u>8,852,682</u>
DEFERRED INFLOWS OF RESOURCES						
Deferred property taxes	<u>95,750</u>	<u>191,500</u>	<u>-</u>	<u>287,250</u>	<u>-</u>	<u>287,250</u>
Total Deferred Inflows of Resources	<u>95,750</u>	<u>191,500</u>	<u>-</u>	<u>287,250</u>	<u>-</u>	<u>287,250</u>
FUND BALANCES/NET POSITION						
Fund balances:						
Restricted:						
Emergencies	1,500	-	-	1,500	(1,500)	-
Debt service	-	89,312	-	89,312	(89,312)	-
Capital	-	-	10,027	10,027	(10,027)	-
Unassigned	<u>233</u>	<u>-</u>	<u>-</u>	<u>233</u>	<u>(233)</u>	<u>-</u>
Total Fund Balances	<u>1,733</u>	<u>89,312</u>	<u>10,027</u>	<u>101,072</u>	<u>(101,072)</u>	<u>-</u>
Total Liabilities and Fund Balances	<u>\$ 210,757</u>	<u>\$ 309,194</u>	<u>\$ 10,027</u>	<u>\$ 529,978</u>		
Net Position:						
Restricted for:						
Emergencies					1,500	1,500
Debt service					89,312	89,312
Capital projects					10,027	10,027
Unrestricted					<u>(8,710,793)</u>	<u>(8,710,793)</u>
Total Net Position (Deficit)					<u>\$ (8,609,954)</u>	<u>\$ (8,609,954)</u>

The notes to the financial statements are an integral part of these statements.

West Lot Metropolitan District No. 2

STATEMENT OF REVENUES, EXPENDITURES AND
CHANGES IN FUND BALANCES/STATEMENT OF ACTIVITIES
GOVERNMENTAL FUNDS
For the Year Ended December 31, 2022

	<u>General</u>	<u>Debt Service</u>	<u>Capital Project</u>	<u>Total</u>	<u>Adjustments</u>	<u>Statement of Activities</u>
EXPENDITURES						
<u>Operating:</u>						
Treasurer fees	\$ 523	\$ 1,046	\$ -	\$ 1,569	\$ -	\$ 1,569
Loan principal	-	180,000	-	180,000	(180,000)	-
Loan interest	-	212,594	-	212,594	(352)	212,242
Bank fee	-	4,000	-	4,000	-	4,000
Transfer to West Lot MD #1	53,250	-	-	53,250	-	53,250
	<u>53,773</u>	<u>397,640</u>	<u>-</u>	<u>451,413</u>	<u>(180,352)</u>	<u>271,061</u>
Total Expenditures						
GENERAL REVENUES						
Property taxes	50,777	101,554	-	152,331	-	152,331
Specific ownership taxes	2,810	5,621	-	8,431	-	8,431
Transfer from West Lot MD No. 1	-	375,858	-	375,858	-	375,858
Interest income	1,919	3,919	3	5,841	-	5,841
	<u>55,506</u>	<u>486,952</u>	<u>3</u>	<u>542,461</u>	<u>-</u>	<u>542,461</u>
Total General Revenues						
NET CHANGES IN FUND BALANCES	1,733	89,312	3	91,048	(91,048)	
CHANGES IN NET POSITION					271,400	271,400
FUND BALANCES/NET POSITION						
BEGINNING OF YEAR	<u>-</u>	<u>-</u>	<u>10,024</u>	<u>10,024</u>	<u>(8,891,378)</u>	<u>(8,881,354)</u>
END OF YEAR	<u>\$ 1,733</u>	<u>\$ 89,312</u>	<u>\$ 10,027</u>	<u>\$ 101,072</u>	<u>\$ (8,711,026)</u>	<u>\$ (8,609,954)</u>

The notes to the financial statements are an integral part of these statements.

West Lot Metropolitan District No. 2

STATEMENT OF REVENUES, EXPENDITURES AND CHANGES IN FUND BALANCE - BUDGET AND ACTUAL - GENERAL FUND

For the Year Ended December 31, 2022

	Original & Final <u>Budget</u>	<u>Actual</u>	Variance Favorable <u>(Unfavorable)</u>
REVENUES			
Property taxes	\$ 53,082	\$ 50,777	\$ (2,305)
Specific ownership taxes	4,247	2,810	(1,437)
Interest income	<u>-</u>	<u>1,919</u>	<u>1,919</u>
Total Revenues	<u>57,329</u>	<u>55,506</u>	<u>(1,823)</u>
EXPENDITURES			
Treasurer fees	796	523	273
Transfer to West Lot MD #1	55,033	53,250	1,783
Emergency Reserve	<u>1,500</u>	<u>-</u>	<u>1,500</u>
Total Expenditures	<u>57,329</u>	<u>53,773</u>	<u>3,556</u>
 NET CHANGE IN FUND BALANCE	 -	 1,733	 1,733
FUND BALANCE:			
BEGINNING OF YEAR	<u>-</u>	<u>-</u>	<u>-</u>
END OF YEAR	<u>\$ -</u>	<u>\$ 1,733</u>	<u>\$ 1,733</u>

The notes to the financial statements are an integral part of these statements.

WEST LOT METROPOLITAN DISTRICT NO. 2

Notes to Financial Statements
December 31, 2022

Note 1: Summary of Significant Accounting Policies

The accounting policies of West Lot Metropolitan District No. 2, located in the City and County of Denver, Colorado, conform to the accounting principles generally accepted in the United States of America (“GAAP”) as applicable to governmental units. The Governmental Accounting Standards Board (“GASB”) is the accepted standard setting body for establishing governmental accounting and financial reporting principles. The following is a summary of the more significant policies consistently applied in the preparation of financial statements.

Definition of Reporting Entity

West Lot Metropolitan District No. 2 (the “District”) was organized on November 27, 2018 in conjunction with West Lot Metropolitan District No. 1 (“District No. 1”, together with the District, the “Districts”), each a quasi-municipal corporation and political subdivision established under the State of Colorado Special District Act. The District was created to plan for, design, finance, acquire, construct, install, relocate, and/or redevelop certain public improvements, including, but not limited to, water improvements; sanitation improvements; street improvements; traffic and safety controls; storm water drainage improvements; parks and recreation improvements; transportation; mosquito control; television translation and relay; covenant enforcement; special improvement districts; and all other services permitted by Article 1, Title 32, C.R.S., subject to any limitations set forth in the Service Plan. The District’s primary revenue is loan proceeds. The District is governed by an elected Board of Directors.

As required by GAAP, these financial statements present the activities of the District, which is legally separate and financially independent of other state and local governments. The District follows the GASB pronouncements, which provide guidance for determining which governmental activities, organizations and functions should be included within the financial reporting entity. GASB sets forth the financial accountability of a governmental organization’s elected governing body as the basic criterion for including a possible component governmental organization in a primary government’s legal entity. Financial accountability includes, but is not limited to, appointment of a voting majority of the organization’s governing body, ability to impose its will on the organization, a potential for the organization to provide specific financial benefits or burdens and fiscal dependency. The pronouncements also require including a possible component unit if it would be misleading to exclude it.

The District is not financially accountable for any other organization. The District has no component units as defined by the GASB.

The District has no employees, and all operations and administrative functions are contracted.

Basis of Presentation

The accompanying financial statements are presented per GASB Statement No. 34 - Special Purpose Governments.

WEST LOT METROPOLITAN DISTRICT NO. 2

Notes to Financial Statements December 31, 2022

The government-wide financial statements (i.e. the governmental funds balance sheet/statement of net position and the governmental funds statement of revenues, expenditures, and changes in fund balances/statement of activities) report information on all of the governmental activities of the District. The statement of net position reports all financial and capital resources of the District. The difference between the (a) assets and deferred outflows of resources and the (b) liabilities and deferred inflows of resources of the District is reported as net position. The statement of activities demonstrates the degree to which expenditures/expenses of the governmental funds are supported by general revenues. 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 and indirect expenses of a given function or segment are 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 or applicants who purchase, use or directly benefit from goods, services, or privileges provided by a given function or segment and 2) grants and contributions that are restricted to meeting the operational or capital requirements of a particular function or segment. Taxes and other items not properly included among program revenues are reported instead as *general revenues*.

Major individual governmental funds are reported as separate columns in the fund financial statements.

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 the related cash flows. Property taxes are recognized as revenues in the year for which they are collected.

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 District considers revenues to be available if they are collected within 60 days of the end of the current fiscal period. The material sources of revenue subject to accrual are property taxes and interest. Expenditures, other than interest on long-term obligations, are recorded when the liability is incurred or the long-term obligation is paid.

WEST LOT METROPOLITAN DISTRICT NO. 2

Notes to Financial Statements December 31, 2022

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 not accounted for and reported in another fund.

Debt Service Fund – The Debt Service Fund is used to account for all financial resources that are restricted, committed or assigned to expenditures for principal, interest and other debt related costs.

Capital Projects Fund – The Capital Projects Fund is used to account for all financial resources that are restricted, committed or assigned to expenditures for capital outlays, including the acquisition or construction of capital facilities and other assets.

Budgetary Accounting

Budgets are adopted on a non-GAAP basis for the governmental funds. In accordance with the State Budget Law of Colorado, the District's Board of Directors holds public hearings in the fall of each year to approve the budget and appropriate the funds for the ensuing year. The District's Board of Directors can modify the budget by line item within the total appropriation without notification. The appropriation can only be modified upon completion of notification and publication requirements. The budget includes each fund on its basis of accounting unless otherwise indicated. The appropriation is at the total fund expenditures level and lapses at year end.

Assets, Liabilities and Net Position

Fair Value of Financial Instruments

The District's financial instruments include cash and investments, accounts receivable and accounts payable. The District estimates that the fair value of all financial instruments at December 31, 2022, does not differ materially from the aggregate carrying values of its financial instruments recorded in the accompanying balance sheet. The carrying amount of these financial instruments approximates fair value because of the short maturity of these instruments.

Deposits and Investments

The District's cash and short-term investments with maturities of three months or less from the date of acquisition are considered to be cash on hand. Investments for the government are reported at fair value.

WEST LOT METROPOLITAN DISTRICT NO. 2

Notes to Financial Statements December 31, 2022

The District follows the practice of pooling cash and investments of all funds to maximize investment earnings. Except when required by trust or other agreements, all cash is deposited to and disbursed from a minimum number of bank accounts. Cash in excess of immediate operating requirements is pooled for deposit and investment flexibility. Investment earnings are allocated periodically to the participating funds based upon each fund's average equity balance in the total cash.

Estimates

The preparation of these financial statements in conformity with GAAP requires the District management to make estimates and assumptions that affect certain reported amounts and disclosures. Accordingly, actual results could differ from those estimates.

Deferred Outflows/Inflows of Resources

In addition to assets, the statement of financial position will sometimes report a separate section for deferred outflows of resources. This separate financial statement element, *deferred outflows of resources*, represents a consumption of net position that applies to a future period(s) and so will not be recognized as an outflow of resources (expense/expenditure) until then. The District has no items that qualify for reporting in this category.

In addition to liabilities, the statement of financial position will sometimes report a separate section for deferred inflows of resources. This separate financial statement element, *deferred inflows of resources*, represents an acquisition of net position that applies to a future period(s) and so will not be recognized as an inflow of resources (revenue) until that time. The District has one type of item that qualifies for reporting in this category. This item is deferred property taxes. Deferred property taxes are deferred and recognized as an inflow of resources in the period that the amounts become available.

Capital Assets

Capital assets, which include property, plant, equipment and infrastructure assets (e.g. roads, bridges, sidewalks, and similar items), are reported in the applicable governmental activities columns in the government-wide financial statements. Capital assets are defined by the District as assets with an initial, individual cost of more than \$5,000 and an estimated useful life in excess of two years. Such assets are recorded at historical or estimated historical cost if purchased or constructed. Donated capital assets are recorded at acquisition value at the date of donation. The costs of normal maintenance and repairs that do not add to the value of the assets or materially extend the life of the asset are not capitalized. Improvements are capitalized and depreciated over the remaining useful lives of the related capital assets, as applicable using the straight-line method. Depreciation on property that will remain assets of the District is reported on the Statement of Activities as a current charge. Improvements that will be conveyed to other governmental entities are classified as construction in progress and are not depreciated. Land and certain landscaping improvements are not depreciated. The District has no capital improvements at December 31, 2022.

WEST LOT METROPOLITAN DISTRICT NO. 2

Notes to Financial Statements December 31, 2022

Property Taxes

Property taxes are levied by the District's Board of Directors. The levy is based on assessed valuations determined by the County Assessor generally as of January 1 of each year. The levy is normally set by December 15 by certification to the County Commissioners to put the tax lien on the individual properties as of January 1 of the following year. The County Treasurer collects the determined taxes during the ensuing calendar year. The taxes are payable by April 30 or if in equal installments, at the taxpayers' election, in February and June. Delinquent taxpayers are notified in July or August and the sales of the resultant tax liens on delinquent properties are generally held in November or December. The County Treasurer remits the taxes collected monthly to the District.

Property taxes, net of estimated uncollectible taxes, are recorded initially as deferred inflows in the year they are levied and measurable since they are not normally available nor are they budgeted as a resource until the subsequent year. The deferred property taxes are recorded as revenue in the subsequent year when they are available or collected.

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.

Fund Equity

Fund balance of governmental funds is reported in various categories based on the nature of any limitations requiring the use of resources for specific purposes. Because circumstances differ among governments, not every government or every governmental fund will present all of these components. The following classifications make the nature and extent of the constraints placed on a government's fund balance more transparent:

Nonspendable Fund Balance

Nonspendable fund balance includes amounts that cannot be spent because they are either not spendable in form (such as inventory or prepaids) or are legally or contractually required to be maintained intact.

Restricted Fund Balance

The restricted fund balance includes amounts restricted for a specific purpose by external parties such as grantors, bondholders, constitutional provisions or enabling legislation.

The restricted fund balance in the General Fund represents Emergency Reserves that have been provided as required by Article X, Section 20 of the Constitution of the State of Colorado. A total of \$1,500 of the General Fund balance has been reserved in compliance with this requirement.

The restricted fund balance in the Debt Service Fund in the amount of \$89,312 is restricted for the payment of the principal and interest on the Series 2021 Loan. (See Note 3)

WEST LOT METROPOLITAN DISTRICT NO. 2

Notes to Financial Statements December 31, 2022

The restricted fund balance in the Capital Projects Fund in the amount of \$10,027 is restricted for the payment of the costs for capital improvements within the District.

Committed Fund Balance

The portion of fund balance that can only be used for specific purposes pursuant to constraints imposed by a formal action of the government's highest level of decision-making authority, the Board of Directors. The constraint may be removed or changed only through formal action of the Board of Directors.

Assigned Fund Balance

Assigned fund balance includes amounts the District intends to use for a specific purpose. Intent can be expressed by the District's Board of Directors or by an official or body to which the Board of Directors delegates the authority.

Unassigned Fund Balance

Unassigned fund balance includes amounts that are available for any purpose. Positive amounts are reported only in the General Fund, all funds can report negative amounts.

For the classification of Governmental Fund balances, the District considers an expenditure to be made from the most restrictive classification first if more than one classification is available.

Net Position

Net Position represents the difference between assets and deferred outflows of resources less liabilities and deferred inflows of resources. The District reports three categories of net position, as follows:

Net investment in capital assets – consists of net capital assets, reduced by outstanding balances of any related debt obligations and deferred inflows of resources attributable to the acquisition, construction, or improvement of those assets and increased by balances of deferred outflows of resources related to those assets.

Restricted net position – net position is considered restricted if their use is constrained to a particular purpose. Restrictions are imposed by external organizations such as federal or state laws. Restricted net position is reduced by liabilities and deferred inflows of resources related to the restricted assets.

Unrestricted net position – consists of all other net position that does not meet the definition of the above two components and is available for general use by the District.

When an expense is incurred for purposes for which both restricted and unrestricted net position are available, the District will use the most restrictive net position first.

WEST LOT METROPOLITAN DISTRICT NO. 2

Notes to Financial Statements
December 31, 2022

Note 2: Cash and Investments

As of December 31, 2022, cash and investments are classified in the accompanying financial statements as follows:

Statement of Net Position:

Cash and investments	\$ 62,666
Cash and investments - restricted	<u>89,969</u>
Total	\$ <u>152,635</u>

Cash and investments as of December 31, 2022, consist of the following:

Investments – Morgan Stanley Liq Govt Adv	\$ 39,178
Investments – COLOTRUST	<u>113,457</u>
	\$ <u>152,635</u>

Deposits

Custodial Credit Risk

The Colorado Public Deposit Protection Act, (“PDPA”) requires that all units of local government deposit cash in eligible public depositories. State regulators determine eligibility. Amounts on deposit in excess of federal insurance levels must be collateralized. The eligible collateral is determined by the PDPA. PDPA allows the institution to create a single collateral pool for all public funds. The pool is to be maintained by another institution or held in trust for all the uninsured public deposits as a group. The market value of the collateral must be at least equal to 102% of the aggregate uninsured deposits. The State Commissioners for banks and financial services are required by statute to monitor the naming of eligible depositories and reporting of the uninsured deposits and assets maintained in the collateral pools.

The District follows state statutes for deposits. None of the District’s deposits were exposed to custodial credit risk.

Investments

Credit Risk

The District has elected to follow state statutes for investments. Colorado statutes specify the types of investments meeting defined rating and risk criteria in which local governments may invest. These investments include obligations of the United States and certain U.S. Government agency entities, certain money market funds, guaranteed investment contracts, and local government investment pools.

Custodial and Concentration of Credit Risk

None of the District’s investments are subject to custodial or concentration of credit risk.

WEST LOT METROPOLITAN DISTRICT NO. 2

Notes to Financial Statements December 31, 2022

Interest Rate Risk

Colorado revised statutes limit investment maturities to five years or less unless formally approved by the Board of Directors.

Investment Valuation

Certain investments are measured at fair value within the fair value hierarchy established by generally accepted accounting principles. The hierarchy is based on the valuation inputs used to measure the fair value of the asset. Level 1 inputs are quoted prices in active markets for identical assets; Level 2 inputs are significant other observable inputs; Level 3 inputs are significant unobservable inputs. The District's investments are not required to be categorized within the fair value hierarchy. This investments' value are calculated using the net asset value method ("NAV") per share.

As of December 31, 2022, the District had the following investments:

Morgan Stanley Liq Govt Adv

The District's funds that were included in the trust accounts at Zion Bank were invested in the Morgan Stanley Liq Govt Adv ("Portfolio"). This Portfolio is a money market fund and each share is equal in value to \$1.00. All investments within the Portfolio are recorded at fair value and the District records its investment in the Portfolio at NAV. The Portfolio is AAAM rated and invests exclusively in U.S. Treasury securities and repurchase agreements collateralized by U.S. Treasury securities. The maturity of the underlying securities is 22 days or less. As of December 31, 2022, the District has \$39,178 invested in the Portfolio.

COLOTRUST

COLOTRUST

The local government investment pool, Colorado Local Government Liquid Asset Trust ("COLOTRUST"), is rated AAAM by Standard & Poor's with a weighted average maturity of under 60 days. COLOTRUST is an investment trust/joint venture established for local government entities in Colorado to pool surplus funds. The State Securities Commissioner administers and enforces all State statutes governing the COLOTRUST. COLOTRUST records its investments at fair value and the District records its investment in COLOTRUST using the net asset value method. COLOTRUST operates similarly to a money market fund with each share maintaining a value of \$1.00. COLOTRUST offers shares in three portfolios, one of which is COLOTRUST PLUS+. COLOTRUST PLUS+ may invest in U.S. Treasuries, government agencies, the highest-rated commercial paper, certain corporate securities, certain money market funds, and certain repurchase agreements, and limits its investments to those allowed by State statutes. Purchases and redemptions are available daily at a net asset value (NAV) of \$1.00. A designated custodial bank provides safekeeping and depository services to COLOTRUST in connection with the direct investment and withdrawal function of COLOTRUST. The custodian's internal records identify the investments owned by participating governments. There are no unfunded commitments and there is no redemption notice period. At December 31, 2022, the District had \$113,457 invested in COLOTRUST.

WEST LOT METROPOLITAN DISTRICT NO. 2

Notes to Financial Statements
December 31, 2022

Note 3: Long-Term Debt

A description of the long-term obligations as of December 31, 2022, is as follows:

\$8,874,000 Limited Tax General Obligation Improvement Loan, Series 2021

On November 24, 2021, the District entered into a Loan Agreement with Zions Bancorporation, N.A. d/b/a Vectra Bank Colorado and Zions Bancorporation, National Association and issued a promissory note in the amount of \$8,874,000 Limited Tax General Obligation Improvement Loan, Series 2021 (“Series 2021 Loan”) for the purpose of (a) financing and refinancing the costs of the Project, (b) funding capitalized interest with respect to the Series 2021 Loan (as defined in the Loan Agreement), and (c) paying the costs related to the issuance of the Series 2021 Loan. The Series 2021 Loan bears interest at 2.35% and is payable semiannually on June 1 and December 1 commencing on June 1, 2022 and matures on December 1, 2031. The Series 2021 Loan may be prepaid prior to the maturity, at the option of the District, in whole on any date prior to December 1, 2023, at a prepayment price equal to the sum of the principal amount of the Loan so prepaid plus accrued interest thereon to the date of such prepayment, plus a prepayment fee equal to 1.00% of the principal, on or after December 1, 2023, at a prepayment price equal to the sum of the principal amount of the Loan so prepaid plus accrued interest thereon to the date of such prepayment. The Series 2021 Loan is secured by the Pledged Revenue which includes the Required Mill Levy, the portion of the Specific Ownership taxes, any PILOT Revenue and any other legally available moneys which the Board determines in its sole discretion to apply as Pledged Revenue, and the Reserve Fund.

The Series 2021 Loan Agreement provides for the following Events of Default: (a) the District fails or refuses to impose the Required Mill Levy as required by the terms of the Loan Agreement or to promptly remit for application hereunder the Pledged Revenue in the manner provided by the Loan Agreement; (b) the District fails or refuses to enforce the Capital Pledge Agreement against District No. 1; (c) the District fails to observe or perform any other of the material covenants, agreements, duties or conditions on the part of the District in the Loan Agreement or the other Financing Documents to which it is a party and such failure is not remedied to the satisfaction of the Lender within 30 days after the District receives written notice from the Lender of the occurrence of such failure; or (d) the District files a petition under the federal bankruptcy laws or other applicable bankruptcy laws seeking to adjust the obligation represented by the Series 2021 Loan. The failure to pay the principal of or interest on the Series 2021 Loan when due shall not, of itself, constitute an Event of Default. Acceleration of the repayment is not a remedy.

WEST LOT METROPOLITAN DISTRICT NO. 2

Notes to Financial Statements
December 31, 2022

The following is an analysis of changes in long-term debt for the year ending December 31, 2022:

	Balance 1/1/2022	Additions	Reductions	Balance 12/31/2022	Current Portion
General Obligation Debt:					
Series 2021 Loan	\$ 8,874,000	\$ -	\$ 180,000	\$ 8,694,000	\$ 210,000
	<u>\$ 8,874,000</u>	<u>\$ -</u>	<u>\$ 180,000</u>	<u>\$ 8,694,000</u>	<u>\$ 210,000</u>

The following is a summary of the annual long-term debt principal and interest requirements of the Series 2021 Loan.

	Principal	Interest	Total
2023	\$ 210,000	\$ 204,309	\$ 414,309
2024	224,000	199,374	423,374
2025	229,000	194,110	423,110
2026	243,000	188,729	431,729
2027	248,000	183,018	431,018
2028-2031	7,540,000	670,901	8,210,901
	<u>\$8,694,000</u>	<u>\$ 1,640,441</u>	<u>\$ 10,334,441</u>

Debt Authorization

On November 6, 2018, a majority of the qualified electors of the District authorized the issuance of indebtedness in an amount not to exceed \$600,000,000. After the issuance of the Series 2021 Loan, the remaining authorization is \$591,126,000. Per the District Service Plan, the District cannot issue debt in excess of \$50,000,000. \$41,126,000 of the Service Plan authorization remains as of December 31, 2022.

Note 4: Other Agreements

Cost Sharing and Administrative Services Intergovernmental Agreement

On November 12, 2021, the District and District No. 1 entered into a Cost Sharing and Administrative Services Intergovernmental Agreement (the "Cost Sharing IGA"), which sets forth the terms and conditions under which the Districts will share various capital, and operation and maintenance, and administrative expenses. Under the Cost Sharing IGA, each District agreed to contribute the revenue generated from the imposition of its respective debt service mill levy under the Series 2021 Loan Agreement toward payment of the Series 2021 Loan, which reimbursed the Developer pursuant to the Facilities Funding and Acquisition Agreement between District No. 1 and the Developer for "Verified Shared Costs" of public improvements (including verified construction costs and related soft costs, such as legal, accounting, management and organizational costs) that benefit the residents and users of both Districts.

WEST LOT METROPOLITAN DISTRICT NO. 2

Notes to Financial Statements December 31, 2022

Note 4: Other Agreements Continued

The Districts also agreed that District No. 1 would perform administrative services for Districts and that the District would remit the revenue generated from the imposition of its general fund mill levy to District No. 1 to contribute the District's share of shared Administration Costs and/or to reimburse the Developer for developer advances made under the Operation Funding Agreement between District No. 1 and the Developer for operation and maintenance and administrative costs.

Capital Pledge Agreement

On November 24, 2021, the District and District No. 1 entered into a Capital Pledge Agreement whereby District No. 1 agrees to impose the District No. 1 Required Mill Levy, and assign and remit to the District all revenues resulting from the imposition of the District No. 1 Required Mill Levy and Specific Ownership Taxes, as well as certain other revenues of District No. 1 to pay a portion of the principal of and interest on the Series 2021 Loan commencing in 2022 and each year thereafter so long as the Series 2021 Loan remains outstanding.

Mill Levy Allocation Agreement

On November 24, 2021, the District and District No. 1 entered into a Mill Levy Allocation Agreement (the "Allocation Agreement"), under which the Districts agreed that the obligations of each of the Districts under the Series 2021 Loan Agreement and the Capital Pledge Agreement (discussed above) are fair and equitable in light of the benefits received by the Districts and their current and future residents, occupants, taxpayers and property owners. The Districts acknowledged that the design, acquisition, and construction of the public improvements benefit each of the Districts and their current and future residents, occupants, taxpayers and property owners, and that the Districts' respective obligations under the Capital Pledge Agreement and the Series 2021 Loan Agreement are reasonable in light of the long term benefits to be derived from the development, and that the development does and will in the future continue to provide benefits to each of the Districts and their respective current and future residents, occupants, taxpayers and property owners.

The Districts further agreed to cooperate with respect to the imposition of each District's respective debt service mill levy applicable to payment of the Series 2021 Loan.

Note 5: Related Parties

All of the members of the Board of Directors are owners or members of or are otherwise associated with the Developer. Management believes that all potential conflicts, if any, have been disclosed to the Board of Directors.

WEST LOT METROPOLITAN DISTRICT NO. 2

Notes to Financial Statements December 31, 2022

Note 6: Tax, Spending and Debt Limitations

Article X, Section 20 of the Colorado Constitution, commonly known as the Taxpayer Bill of Rights (TABOR”), contains tax, spending, revenue and debt limitations which apply to the State of Colorado and all local governments.

Spending and revenue limits are determined based on the prior year’s Fiscal Year Spending adjusted for allowable increases based upon inflation and local growth. Fiscal Year Spending is generally defined as expenditures plus reserve increases with certain exceptions. Revenue in excess of the Fiscal Year Spending limit must be refunded unless the voters approve retention of such revenue.

TABOR requires local governments to establish Emergency Reserves. These reserves must be at least 3% of Fiscal Year Spending (excluding bonded debt service). Local governments are not allowed to use the emergency reserves to compensate for economic conditions, revenue shortfalls, or salary or benefit increases.

The District’s management believes it is in compliance with the provisions of TABOR. However, TABOR is complex and subject to interpretation. Many of the provisions, including the interpretation of how to calculate Fiscal Year Spending limits will require judicial interpretation.

On November 6, 2018, a majority of the District’s electors authorized the District to collect and spend or retain in a reserve all currently levied taxes and fees of the District without regard to any limitations under Article X, Section 20 of the Colorado Constitution.

Note 7: Risk Management

Except as provided in the Colorado Governmental Immunity Act, 24-10-101, et seq., CRS, the District may be exposed to various risks of loss related to torts, theft of, damage to, or destruction of assets; errors or omissions; injuries to agents; and natural disasters. The District has elected to participate in the Colorado Special Districts Property and Liability Pool (“Pool”) which is an organization created by intergovernmental agreement to provide common liability and casualty insurance coverage to its members at a cost that is considered economically appropriate. Settled claims have not exceeded this commercial coverage in any of the past three fiscal years.

The District pays annual premiums to the Pool for auto, public officials’ liability, and property and general liability coverage. In the event aggregated losses incurred by the Pool exceed its amounts recoverable from reinsurance contracts and its accumulated reserves, the District may be called upon to make additional contributions to the Pool on the basis proportionate to other members. Any excess funds which the Pool determines are not needed for purposes of the Pool may be returned to the members pursuant to a distribution formula.

WEST LOT METROPOLITAN DISTRICT NO. 2

Notes to Financial Statements
December 31, 2022

Note 8: Reconciliation of Government-Wide Financial Statements and Fund Financial Statements

The Governmental Funds Balance Sheet/Statement of Net Position includes an adjustments column. The adjustments has the following elements:

- 1) long-term liabilities such as loans and developer advances payable and accrued interest payable are not due and payable in the current period and, therefore, are not in the funds.

The Governmental Funds Statement of Revenues, Expenditures, and Changes in Fund Balances/Statement of Activities includes an adjustments column. The adjustments may have the following elements:

- 1) governmental funds report interest expense on the modified accrual basis; however, interest expense is reported on the full accrual method on the Statement of Activities;
- 2) governmental funds report developer advances and/or loan proceeds as revenue; and,
- 3) governmental funds report long-term debt payments as expenditures, however, in the statement of activities, the payment of long-term debt is recorded as a decrease of long-term liabilities.

SUPPLEMENTAL INFORMATION

West Lot Metropolitan District No. 2

SCHEDULE OF REVENUES, EXPENDITURES AND CHANGES IN FUND BALANCE - BUDGET AND ACTUAL - DEBT SERVICE FUND

For the Year Ended December 31, 2022

	Original & Final <u>Budget</u>	<u>Actual</u>	Variance Favorable <u>(Unfavorable)</u>
REVENUES			
Property taxes	\$ 106,163	\$ 101,554	\$ (4,609)
Specific ownership taxes	8,493	5,621	(2,872)
Transfer from West Lot MD No. 1	383,858	375,858	(8,000)
Interest income	<u>-</u>	<u>3,919</u>	<u>3,919</u>
Total Revenues	<u>498,514</u>	<u>486,952</u>	<u>(11,562)</u>
EXPENDITURES			
Loan principal	-	180,000	(180,000)
Loan interest	496,922	212,594	284,328
Bank fee	-	4,000	(4,000)
Treasurer fees	<u>1,592</u>	<u>1,046</u>	<u>546</u>
Total Expenditures	<u>498,514</u>	<u>397,640</u>	<u>100,874</u>
NET CHANGE IN FUND BALANCE	-	89,312	89,312
FUND BALANCE:			
BEGINNING OF YEAR	<u>-</u>	<u>-</u>	<u>-</u>
END OF YEAR	<u>\$ -</u>	<u>\$ 89,312</u>	<u>\$ 89,312</u>

The notes to the financial statements are an integral part of these statements.

West Lot Metropolitan District No. 2

SCHEDULE OF REVENUES, EXPENDITURES AND CHANGES IN FUND BALANCE - BUDGET AND ACTUAL - CAPITAL PROJECTS FUND

For the Year Ended December 31, 2022

	Original & Final <u>Budget</u>	<u>Actual</u>	Variance Favorable <u>(Unfavorable)</u>
REVENUES			
Interest income	\$ -	\$ 3	\$ 3
Total Revenues	-	3	3
EXPENDITURES			
Transfer to West Lot MD #1	-	-	-
Total Expenditures	-	-	-
NET CHANGE IN FUND BALANCE	-	3	3
FUND BALANCE:			
BEGINNING OF YEAR	-	10,024	10,024
END OF YEAR	\$ -	\$ 10,027	\$ 10,027

The notes to the financial statements are an integral part of these statements.

West Lot Metropolitan District No. 2

SUMMARY OF ASSESSED VALUATION, MILL LEVY AND PROPERTY TAXES COLLECTED December 31, 2022

<u>Year Ended December 31,</u>	<u>Prior Year Assessed Valuation for Current Year Property Tax Levy</u>	<u>Mills Levied</u>			<u>Total Property Tax</u>		<u>Percent Collected to Levied</u>
		<u>General</u>	<u>Debt Service</u>	<u>Total</u>	<u>Levied</u>	<u>Collected</u>	
2021	\$ 30	45.000	0.000	45.000	\$ 1	\$ -	0.00%
2022	\$ 5,308,170	10.000	20.000	30.000	\$ 159,245	\$ 152,331	95.66%
Estimated for year ending December 31, 2023	\$ 9,575,000	10.000	20.000	30.000	\$ 287,250		

NOTE

Property taxes collected in any one year include collection of delinquent property taxes levied and/or abatements or valuations in prior years. Information received from the County Treasurer does not permit identification of specific year assessment.