

**WINDSOR HIGHLANDS METROPOLITAN
DISTRICT NO. 5**

BASIC FINANCIAL STATEMENTS

December 31, 2022

TABLE OF CONTENTS

PAGE

INTRODUCTORY SECTION

Title Page

Table of Contents

FINANCIAL SECTION

Independent Auditors' Report

Basic Financial Statements

Government–Wide Financial Statements

Statement of Net Position 1

Statement of Activities 2

Fund Financial Statements

Balance Sheet – Governmental Funds 3

Statement of Revenues, Expenditures and Changes in Fund Balances –
Governmental Funds 4

Reconciliation of the Statement of Revenues, Expenditures and Changes
in Fund Balances – Governmental Funds to the Statement of Activities 5

Notes to the Financial Statements 6 – 18

Required Supplemental Information

General Fund – Budgetary Comparison Schedule 19

FINANCIAL SECTION



JOHN CUTLER & ASSOCIATES

Board of Directors
Windsor Highlands Metropolitan District No. 5
Windsor, Colorado

INDEPENDENT AUDITORS' REPORT

Report on the Financial Statements

Opinions

We have audited the financial statements of the governmental activities and each major fund, of the Windsor Highlands Metropolitan District No. 5 (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 accompanying financial statements referred to above present fairly, in all material respects, the respective financial position of the governmental activities and each major fund of the Windsor Highlands Metropolitan District No. 5 as of December 31, 2022, and the respective changes in financial position and, where applicable, cash flows, thereof for the year then ended, in accordance with accounting principles generally accepted in the United States of America.

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 Windsor Highlands Metropolitan District No. 5 and to meet our 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 the 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 judgement 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 of 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 of 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 judgement, 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 Supplementary Information

Accounting principles generally accepted in the United States of America require that the required budgetary information on page 19 be presented to supplement the basic financial statements. Such information is the responsibility of management and, although not a part of the basic financial statements, is required by the Governmental Accounting Standards Board (GASB) who considers it to be an essential part of financial reporting for placing the basic financial statements in an appropriate operational, economic, or historical context. We have applied certain limited procedures to the required supplementary information in accordance with auditing standards generally accepted in the United States of America, which consisted of inquiries of management about the methods of preparing the information and comparing the information for consistency with management's responses to our inquiries, the basic financial statements, and other knowledge we obtained during our audit of the basic financial statements. We do not express an opinion or provide any assurance on the information because the limited procedures do not provide us with sufficient evidence to express an opinion or provide any assurance.

Management has not presented the management's discussion and analysis that governmental 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 opinion is not affected by this missing information.

John Luthr & Associates, LLC

August 1, 2023

BASIC FINANCIAL STATEMENTS

WINDSOR HIGHLANDS METROPOLITAN DISTRICT NO. 5

STATEMENT OF NET POSITION
As of December 31, 2022

	Governmental Activities	
	2022	2021
ASSETS		
Cash and Investments	\$ 821,057	\$ 707,781
Accounts Receivable	5,466	5,624
Capital Assets, depreciated, net of accumulated depreciation	1,831,212	2,005,555
TOTAL ASSETS	<u>2,657,735</u>	<u>2,718,960</u>
LIABILITIES		
Unearned Revenues	153	-
Accrued Interest Payable	1,726,821	1,583,458
Noncurrent Liabilities		
Due within One Year	2,713,216	2,713,216
Due in More than One Year	-	-
TOTAL LIABILITIES	<u>4,440,190</u>	<u>4,296,674</u>
NET POSITION		
Net Investment in Capital Assets	(882,004)	(707,661)
Restricted for Emergencies	44,400	43,000
Unrestricted, Unreserved	(944,851)	(913,053)
TOTAL NET POSITION	<u>\$ (1,782,455)</u>	<u>\$ (1,577,714)</u>

The accompanying notes are an integral part of the financial statements.

WINDSOR HIGHLANDS METROPOLITAN DISTRICT NO. 5

STATEMENT OF ACTIVITIES
Year Ended December 31, 2022

FUNCTIONS/PROGRAMS	Expenses	Program Revenues Charges for Services	Net (Expense) Revenues and Changes in Net Position	
			Governmental Activities	
			2022	2021
PRIMARY GOVERNMENT				
Governmental Activities				
General Government	\$ 847,906	\$ 70,500	\$ (777,406)	\$ (651,766)
Interest on Long-Term Debt	160,042	-	(160,042)	(163,295)
Total Governmental Activities	<u>\$ 1,007,948</u>	<u>\$ 70,500</u>	(937,448)	(815,061)
GENERAL REVENUES				
Taxes			-	24
Service Fees			1,382,062	1,345,853
Interest			24,205	1,403
Transfer to District No. 4			(673,560)	(648,575)
TOTAL GENERAL REVENUES			<u>732,707</u>	<u>698,705</u>
CHANGE IN NET POSITION			(204,741)	(116,356)
NET POSITION, Beginning			<u>(1,577,714)</u>	<u>(1,461,358)</u>
NET POSITION, Ending			<u>\$ (1,782,455)</u>	<u>\$ (1,577,714)</u>

The accompanying notes are an integral part of the financial statements.

WINDSOR HIGHLANDS METROPOLITAN DISTRICT NO. 5

BALANCE SHEET
GOVERNMENTAL FUNDS
As of December 31, 2022

	GENERAL FUND	
	2022	2021
ASSETS		
Cash and Investments	\$ 821,057	\$ 707,781
Accounts Receivable	5,466	5,624
TOTAL ASSETS	<u>\$ 826,523</u>	<u>\$ 713,405</u>
LIABILITIES AND FUND EQUITY		
LIABILITIES		
Unearned Revenue	\$ 153	\$ 16,679
TOTAL LIABILITIES	<u>153</u>	<u>16,679</u>
FUND EQUITY		
Fund Balance		
Restricted for Emergencies	44,400	43,000
Unassigned	781,970	653,726
TOTAL FUND EQUITY	<u>826,370</u>	<u>696,726</u>
Amounts reported for governmental activities in the statement of net position are different because:		
Capital assets used in governmental activities are not financial resources and therefore, are not reported in the funds.	1,831,212	2,005,555
Long-term liabilities are not due and payable in the current period and are not reported in the funds. These include notes payable to Country Farms, LLC (\$2,713,216) and accrued interest of (\$1,726,821).	<u>(4,440,037)</u>	<u>(4,279,995)</u>
Net position of governmental activities	<u>\$ (1,782,455)</u>	<u>\$ (1,577,714)</u>

The accompanying notes are an integral part of the financial statements.

WINDSOR HIGHLANDS METROPOLITAN DISTRICT NO. 5

STATEMENT OF REVENUES, EXPENDITURES
AND CHANGES IN FUND BALANCES - GOVERNMENTAL FUNDS
Year Ended December 31, 2022

	GENERAL FUND	
	2022	2021
REVENUES		
Taxes	\$ -	\$ 24
Service Fees	1,382,062	1,345,853
Charges for Services	70,500	77,942
Interest	24,205	1,403
TOTAL REVENUES	<u>1,476,767</u>	<u>1,425,222</u>
EXPENDITURES		
Current		
General Government	673,563	555,365
Debt Service - Principal	-	-
TOTAL EXPENDITURES	<u>673,563</u>	<u>555,365</u>
EXCESS OF REVENUES OVER (UNDER) EXPENSES	<u>803,204</u>	<u>869,857</u>
OTHER FINANCING SOURCES (USES)		
Contribution from District No. 4	-	-
Transfer to District No. 4	(673,560)	(648,575)
TOTAL OTHER FINANCING SOURCES (USES)	<u>(673,560)</u>	<u>(648,575)</u>
NET CHANGE IN FUND BALANCES	129,644	221,282
FUND BALANCES, Beginning	<u>696,726</u>	<u>475,444</u>
FUND BALANCES, Ending	<u>\$ 826,370</u>	<u>\$ 696,726</u>

The accompanying notes are an integral part of the financial statements.

WINDSOR HIGHLANDS METROPOLITAN DISTRICT NO. 5

RECONCILIATION OF THE STATEMENT OF REVENUES, EXPENDITURES
AND CHANGES IN FUND BALANCES - GOVERNMENTAL FUNDS
TO THE STATEMENT OF ACTIVITIES
Year Ended December 31, 2022

Amounts Reported for Governmental Activities in the Statement of Activities
are Different Because:

Net Changes in Fund Balances - Total Governmental Funds	\$ 129,644
Governmental funds report capital outlays as expenditures. However, in the statement of activities, the cost of those assets is allocated over their estimated useful lives and reported as depreciation expense. This is the amount of depreciation expense in the current year.	(174,343)
Repayment of long-term debt principal is an expenditure in the governmental funds, but the repayment reduces long-term liabilities in the statement of net position. This amount is the increase in accrued interest.	<u>(160,042)</u>
Change in net position of Governmental Activities	<u><u>\$ (204,741)</u></u>

The accompanying notes are an integral part of the financial statements.

WINDSOR HIGHLANDS METROPOLITAN DISTRICT NO. 5

NOTES TO THE FINANCIAL STATEMENTS

December 31, 2022

NOTE 1: SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

The Windsor Highlands Metropolitan District No. 5 was formed to provide public services and improvements for the District and surrounding area within its boundaries. The District is governed by a five-member Board of Directors elected by the constituents. The representatives of the Districts submitted to the Windsor Town Board an Amended and Restated Consolidated Service Plan for Windsor Highlands Metropolitan Districts Nos. 1-6 (the “Amended and Restated Service Plan”) dated June 10, 2009, which Amended and Restated Service Plan adopts language changes to create a separate District No. 6 to contain all commercial development within the Districts, to update the Service Plan to the current Town Model Service Plan format and content and to increase the maximum debt authorization from \$6,000,000 to \$13,450,000 based upon an updated Financial Plan that demonstrates the financial feasibility of both operations and maintenance costs as well as discharge of any proposed debt of the Districts. On September 20, 2017, the representatives of the Districts submitted to the Windsor Town Board the First Amendment to the Amended and Restated Consolidated Service Plan for Windsor Highlands Metropolitan Districts Nos. 1-11 (the “First Amendment”) which adopts increases in maximum debt authorization to 34 mills and the total combined mill levy for debt and operations and maintenance of 39 mills for only the undeveloped portions of District No. 6 and the new proposed Districts Nos. 7-11.

The accounting policies of the Windsor Highlands Metropolitan District No. 5 (the District”) conform to generally accepted accounting principles as applicable to governments. The following is a summary of the more significant policies:

Reporting Entity

In accordance with governmental accounting standards, the Windsor Highlands Metropolitan District No. 5 has considered the possibility of inclusion of additional entities in its financial statements.

The definition of the reporting entity is based primarily on financial accountability. The District is financially accountable for organizations that make up its legal entity. It is also financially accountable for legally separate organizations if District officials appoint a voting majority of the organization’s governing body and either it is able to impose its will on that organization or there is a potential for the organization to provide specific financial benefits to, or to impose specific financial burdens on, the District. The District may also be financially accountable for organizations that are fiscally dependent upon it.

Based on the application of these criteria, the District does not include additional organizations in its reporting entity.

NOTES TO THE FINANCIAL STATEMENTS
December 31, 2022

NOTE 1: SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)

Government-Wide and Fund Financial Statements

The government-wide financial statements (i.e., the statement of net position and the statement of activities) report information on all of the nonfiduciary activities of the District. For the most part, the effect of interfund activity has been removed from these statements. *Governmental activities*, which normally are supported by taxes and intergovernmental revenues, are reported separately from *business-type activities*, which rely to a significant extent on fees and charges for support.

The statement of activities demonstrates the degree to which the direct expenses of the 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 the liability is incurred, regardless of the timing of related cash flows. Property taxes are recognized as revenues in the year for which they are levied. Grants and similar items are recognized as revenue as soon as all eligibility requirements imposed by the provider have been met.

Governmental fund financial statements are reported using the current *financial resources measurement focus* and the *modified accrual basis of accounting*. Revenues are recognized as soon as they are both measurable and available. Revenues are considered to be *available* when they are collected 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.

Property taxes, specific ownership taxes, grants, and interest associated with the current fiscal period are all considered to be susceptible to accrual and so have been recognized as revenues of the current fiscal period. All other revenue items are considered to be measurable and available only when cash is received by the District.

WINDSOR HIGHLANDS METROPOLITAN DISTRICT NO. 5

NOTES TO THE FINANCIAL STATEMENTS
December 31, 2022

NOTE 1: SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)

Measurement Focus, Basis of Accounting, and Financial Statement Presentation
(Continued)

Expenditures generally are recorded when a liability is incurred, as under accrual accounting. However, debt service expenditures are recorded only when payment is due.

When both restricted and unrestricted resources are available for use, it is the District's practice to use restricted resources first, then unrestricted resources as they are needed.

In the fund financial statements, the District reports the following major governmental funds:

The *General Fund* is the District's primary operating fund. It accounts for all financial resources of the District, except those required to be accounted for in another fund.

Cash and Investments

Cash equivalents include investments with original maturities of three months or less.

Investments are recorded at fair value.

Capital Assets

Capital assets, which include property and equipment, are reported in the governmental activities column 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 one year. Such assets are recorded at historical cost 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 asset or materially extend assets' lives are not capitalized.

Property and equipment of the District is depreciated using the straight-line method over the estimated useful lives between twenty-five and thirty years.

WINDSOR HIGHLANDS METROPOLITAN DISTRICT NO. 5

NOTES TO THE FINANCIAL STATEMENTS
December 31, 2022

NOTE 1: **SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES** (Continued)

Long-Term Obligations

In the government-wide financial statements long-term debt and other long-term obligations are reported as liabilities in the governmental activities fund type statement of net position.

The face amount of debt issued is reported as other financing sources. Premiums received on debt issuances are reported as other financing sources while discounts on debt issuances are reported as other financing uses. Issuance costs, whether or not withheld from the actual debt proceeds received, are reported as debt service expenditures.

Deferred Inflows of Resources

In addition to liabilities, the statement of financial position and balance sheets 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 and fund balance that applies to a future period and so will not be recognized as an inflow of resources (revenue) until that time.

Net Position

The government-wide financial statements, utilize a net position presentation. Net position is categorized as investment in capital assets, restricted, and unrestricted.

Net Investment in Capital Assets includes the District's capital assets (net of accumulated depreciation) reduced by the outstanding balances of bonds that are attributable to the acquisition, construction, or improvement of those assets.

Restricted Net Position includes assets that have third-party (statutory, bond covenant, or granting agency) limitations on their use. The District typically uses restricted assets first, as appropriate opportunities arise, but reserves the right to selectively defer the use until a future project.

Unrestricted Net Position typically includes unrestricted liquid assets. The Board has the authority to revisit or alter this designation.

Net Position/Fund Balance Classification

In the government-wide financial statements, net position is restricted when constraints placed on the net position are externally imposed.

NOTES TO THE FINANCIAL STATEMENTS
December 31, 2022

NOTE 1: SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)

Net Position/Fund Balance Classification (Continued)

The governmental fund financial statements present fund balances based on classifications that comprise a hierarchy that is based primarily on the extent to which the District is bound to honor constraints on the specific purposes for which amounts in the respective governmental funds can be spent. The classifications used in the governmental fund financial statements are as follows:

- Restricted – This classification includes amounts for which constraints have been placed on the use of the resources either (a) externally imposed by creditors (such as through a debt covenant), grantors, contributors, or laws or regulations of other governments, or (b) imposed by law through constitutional provisions or enabling legislation. The District has classified Emergency Reserves as being restricted because their use is restricted by State Statute for declared emergencies.
- Committed – This classification includes amounts that can be used only for specific purposes pursuant to constraints imposed by formal action of the Board of Directors. These amounts cannot be used for any other purpose unless the Board of Directors removes or changes the specified use by taking the same type of action (ordinance or resolution) that was employed when the funds were initially committed. This classification also includes contractual obligations to the extent that existing resources have been specifically committed for use in satisfying those contractual requirements. The District did not have any committed resources as of December 31, 2022.
- Assigned – This classification includes amounts that the District intends to use for specific purposes that do not meet the criteria to be classified as restricted or committed. The District did not have any assigned resources as of December 31, 2022.
- Unassigned – This classification includes the residual fund balance for the General Fund. The unassigned classification also includes negative residual fund balance of any other governmental fund that cannot be eliminated by offsetting of Assigned fund balance amounts.

The District would typically use restricted fund balances first, followed by committed resources, and then assigned resources, as appropriate opportunities arise, but reserves the right to selectively spend unassigned.

Property Taxes

Property taxes are levied on December 15 and attach as an enforceable lien on property on January 1. Taxes are payable in full on April 30 or in two installments on February 28 and June 15. The County Treasurer's office collects property taxes and remits to the District on a monthly basis.

WINDSOR HIGHLANDS METROPOLITAN DISTRICT NO. 5

NOTES TO THE FINANCIAL STATEMENTS

December 31, 2022

NOTE 1: SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)

Property Taxes (Continued)

Property taxes are assessed and submitted to Windsor Highlands Metropolitan Districts Nos. 1, 2, 3, and 4 and forwarded to the District as a payment for administrative and other services. These payments are labeled as Service Fees in the financial statements.

Effective March 2019, a portion the Service Fees remitted to the Windsor Highlands Metropolitan Districts No. 5 were transferred to District No. 4 for payment of principal and interest on the new loan issued in 2019. Going forward the property taxes assessed and submitted to Windsor Highlands Metropolitan Districts Nos. 1, 2, 3, and 4, will be paid to District No. 5 and will be reported as Service Fees in the financial statements.

Comparative Data

Comparative total data for the prior year has been presented in the accompanying financial statements in order to provide an understanding of changes in the District's financial position and operations. However, complete comparative data in accordance with generally accepted accounting principles has not been presented since its inclusion would make the financial statements unduly complex and difficult to read.

Data in these columns do not present financial position or results of operations in conformity with generally accepted accounting principles. Neither is such data comparable to a consolidation. Interfund eliminations have not been made in the aggregation of this data.

NOTE 2: STEWARDSHIP, COMPLIANCE AND ACCOUNTABILITY

Budgets and Budgetary Accounting

The District follows these procedures in establishing the budgetary data reflected in the financial statements:

- On or before October 15th, District Management submits to the Board of Directors a proposed operating budget for the fiscal year commencing the following January 1. The operating budget includes proposed expenditures and the means of financing them.
- Public hearings are conducted to obtain taxpayer comments.
- Prior to December 31, the budget is legally enacted through passage of a resolution.
- District Management is authorized to transfer budgeted amounts between departments within any fund. However, any revisions that alter the total expenditures of any fund must be approved by the Board of Directors.

WINDSOR HIGHLANDS METROPOLITAN DISTRICT NO. 5

NOTES TO THE FINANCIAL STATEMENTS
December 31, 2022

NOTE 2: STEWARDSHIP, COMPLIANCE AND ACCOUNTABILITY (Continued)

Budgets and Budgetary Accounting (Continued)

- Budgets are legally adopted for all funds of the District on a basis consistent with generally accepted accounting principles (GAAP).
- Budgeted amounts in the financial statements are as originally adopted or as amended by the Board of Directors. All appropriations lapse at year end.

NOTE 3: CASH AND INVESTMENTS

A summary of deposits and investments as of December 31, 2022 follows:

Deposits	\$ 66,355
Investments	<u>754,702</u>
Total	<u>\$ 821,057</u>

Deposits

Custodial Credit Risk – Deposits

Custodial credit risk is the risk that in the event of a bank failure, the government's deposits may not be returned to it. The Colorado Public Deposit Protection Act (PDPA) requires that all units of local government deposit cash in eligible public depositories. Eligibility is determined by state regulations. At December 31, 2022, State regulatory commissioners have indicated that all financial institutions holding deposits for the District are eligible public depositories. Amounts on deposit in excess of federal insurance levels must be collateralized by eligible collateral as determined by the PDPA. PDPA allows the financial institution to create a single collateral pool for all public funds held. 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 uninsured deposits. The District has no policy regarding custodial credit risk for deposits.

At December 31, 2022, the District had deposits with financial institutions with a carrying amount of \$66,355. The bank balances with the financial institutions were \$66,355 all of which was covered by federal depository insurance.

WINDSOR HIGHLANDS METROPOLITAN DISTRICT NO. 5

NOTES TO THE FINANCIAL STATEMENTS

December 31, 2022

NOTE 3: CASH AND INVESTMENTS (Continued)

Investments

Interest Rate Risk

The District does not have a formal investment policy that limits investment maturities as a means of managing its exposure to fair value losses arising from increasing interest rates.

Credit Risk

Colorado statutes specify in which instruments the units of local government may invest which includes:

- Obligations of the United States and certain U.S. government agency securities
- General obligation and revenue bonds of U.S. local government entities
- Bankers' acceptances of certain banks
- Local government investment pools
- Written repurchase agreements collateralized by certain authorized securities
- Certain money market funds
- Guaranteed investment contracts

The above investments are authorized for all funds and fund types used by Colorado municipalities.

Local Government Investment Pools

The District had invested \$754,702 in the Colorado Government Liquid Asset Trust (ColoTrust) which has a credit rating of AAAM by Standard and Poor's. ColoTrust is an investment vehicle established for local government entities in Colorado to pool surplus funds and is regulated by the State Securities Commissioner. It operates similarly to a money market fund and each share is equal in value to \$1.00. Investments consist of U.S. Treasury and U.S. Agency securities, and repurchase agreements collateralized by U.S. Treasury and U.S. Agency securities. A designated custodial bank provides safekeeping and depository services in connection with the direct investment and withdrawal functions. Substantially all securities owned are held by the Federal Reserve Bank in the account maintained for the custodial bank. The custodian's internal records identify the investments owned by the entities.

ColoTrust is not a 2a7-like external investment pool. The unit of account is each share held, and the value of the position would be the fair value of the pool's share price multiplied by the number of shares held. The government-investor does not "look through" the pool to report a pro rata share of the pool's investments, receivables, and payables.

WINDSOR HIGHLANDS METROPOLITAN DISTRICT NO. 5

NOTES TO THE FINANCIAL STATEMENTS
December 31, 2022

NOTE 3: CASH AND INVESTMENTS (Continued)

Fair Value

The District categorizes its fair value measurements 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 observable inputs.

The District does not carry any additional investments subject to these fair value measurements.

NOTE 4: CAPITAL ASSETS

Capital assets activity for the year ended December 31, 2022, is summarized below:

	<u>Balances</u> <u>12/31/2021</u>	<u>Additions</u>	<u>Deletions</u>	<u>Balances</u> <u>12/31/2022</u>
Governmental Activities				
Capital Assets, depreciated				
Infrastructure				
Curb	\$ 214,449	\$ -	\$ -	\$ 214,449
Organizational Costs	68,692	-	-	68,692
Irrigation System	332,895	-	-	332,895
Landscaping	1,772,861	-	-	1,772,861
Pool, Cabana and Parking lot	1,833,222	-	-	1,833,222
Retention Pond	<u>137,416</u>	<u>-</u>	<u>-</u>	<u>137,416</u>
Total Capital Assets, depreciated	<u>4,359,535</u>	<u>-</u>	<u>-</u>	<u>4,359,535</u>
Less Accumulated Depreciation				
Infrastructure				
Curb	104,998	7,148	-	112,146
Organizational Costs	33,634	2,290	-	35,924
Irrigations System	196,695	13,316	-	210,011
Landscaping	937,097	136,335	-	1,073,432
Pool, Cabana, and Parking lot	1,013,318	10,673	-	1,023,991
Retention Pond	<u>68,238</u>	<u>4,581</u>	<u>-</u>	<u>72,819</u>
Total Accumulated Depreciation	<u>2,353,980</u>	<u>174,343</u>	<u>-</u>	<u>2,528,323</u>
Governmental Activities, Capital Assets, Net	<u>\$ 2,005,555</u>	<u>\$ (174,343)</u>	<u>\$ -</u>	<u>\$ 1,831,212</u>

Depreciation expense was charged to the General Government activity.

WINDSOR HIGHLANDS METROPOLITAN DISTRICT NO. 5

NOTES TO THE FINANCIAL STATEMENTS
December 31, 2022

NOTE 5: LONG-TERM DEBT

Following is a summary of long-term debt transactions for the governmental activities for the year ended December 31, 2022.

	<u>Balance</u> <u>12/31/2021</u>	<u>Additions</u>	<u>Payments</u>	<u>Balance</u> <u>12/31/2022</u>	<u>Due In</u> <u>One Year</u>
Loan Payable – Developers	\$ 2,713,216	\$ -	\$ -	\$ 2,713,216	\$ 2,713,216
Total	<u>\$ 2,713,216</u>	<u>\$ -</u>	<u>\$ -</u>	<u>\$ 2,713,216</u>	<u>\$ 2,713,216</u>

Loan Payable - Developers

On March 14, 2006, the District entered into a Funding and Reimbursement Agreement for Capital Costs with Country Farms, LLC (the "Developer") in order to finance improvements within the District boundaries and service area. The District issued the first promissory note pursuant to this Agreement and infrastructure acquisition agreement policies and procedures in July of 2007. The note was a "fill-up promissory note" under which the Developer agreed to loan the District up to \$6,000,000 initially for capital costs related to public infrastructure. Pursuant to this Agreement, the District accepted certain certified public improvement costs in phases corresponding to costs advances for public improvements the Developer advanced, constructed, acquired, installed, financed or caused to be constructed on behalf of and for the benefit of the District and its constituents. The promissory note calls for interest at 2% plus the Federal Reserve Bank prime. The original promissory note matured on December 31, 2007 and will be renewed on an annual basis to the extent the District cannot repay the outstanding balance in full on December 31 of any calendar year. When the promissory notes and loans to the District were renewed for 2021, the interest rate at December 31, 2022 was 2.0% plus prime.

NOTE 6: DEVELOPER AGREEMENT

The promissory note referenced in Note 5 was issued in accordance with that certain Funding and Reimbursement Agreement for Capital Costs dated March 14, 2006 (the "Funding Agreement") and that certain Infrastructure Acquisition Agreement ("Infrastructure Acquisition Agreement") dated July 10, 2007 under which the Developer agreed to loan the District up to \$6,000,000 for capital costs related to public infrastructure. The Funding Agreement provides for funds to be loaned to the District in one or a series of installments and shall be available to the District through December 31, 2024 as may be amended pursuant to an annual review and annual appropriations of the District.

WINDSOR HIGHLANDS METROPOLITAN DISTRICT NO. 5

NOTES TO THE FINANCIAL STATEMENTS

December 31, 2022

NOTE 6: DEVELOPER AGREEMENT (Continued)

The Infrastructure Acquisition Agreement with the Developer further requires the District to reimburse the Developer for costs related to the design, construction, acquisition and installation of certain public improvements constructed or acquired on behalf of the District. The Developer agreed to construction the improvements with the understanding that the District would acquire these improvements when they are completed.

The Developer also provided preliminary financing for these improvements with the understanding that the District would eventually repay the Developer and acquire the improvements with the proceeds of General Obligation Bonds, revenue bonds, promissory notes or other indebtedness of the Districts which will be issued by the District.

NOTE 7: DEBT AUTHORIZATION

On May 4, 2004, a majority of the qualified electors of the District authorized the issuance of general obligation indebtedness as follows:

- An amount not to exceed \$30,000,000 at an interest rate not to exceed 8% per annum, for providing public improvements; and
- An amount not to exceed \$6,000,000 at an interest rate not to exceed 8% per annum, for IGA purposes; and
- The District authorization was increased through the Amended and Restated Service Plan for Windsor Highlands Metropolitan Districts Nos. 1-6 approval by the Town in August of 2009 and approved by the voters of District No. 5 at the November 3, 2009 election to \$13,450,000 per category, \$26,900,000 for refunding and at an interest rate not to exceed 12%.

As of December 31, 2022, the amount of debt authorized but unissued was \$13,450,000. The District intends to issue over time a part or all of the remaining authorized but unissued general obligation debt for purposes of providing public improvements to support development as it occurs within the District's service area.

WINDSOR HIGHLANDS METROPOLITAN DISTRICT NO. 5

NOTES TO THE FINANCIAL STATEMENTS

December 31, 2022

NOTE 8: RELATED PARTIES

Two of the members of the Board of Directors are employees, owners or members of the Developer. The District, pursuant to the outstanding "District" promissory notes for public improvement advances made by the Developer or its affiliates, owes \$2,713,216 in principal and \$1,726,821 in accrued interest for public improvements costs certified as constructed and dedicated by the Developer as of December 31, 2022.

NOTE 9: RISK MANAGEMENT

The District is exposed to various risks of loss related to torts; theft of, damage to, and destruction of assets; injuries to employees; and natural disasters. The District participates in the Colorado Special Districts Property and Liability Insurance Pool. The Pool insures property and liability exposures through contributions made by member districts. The District does not maintain an equity interest in the self insurance pool. The District funds its pool contributions, outside insurance purchases, deductibles, and uninsured losses through the General Fund.

Settled claims resulting from these risks have not exceeded commercial or District coverages in any of the past three years.

NOTE 10: DEFICIT NET POSITION

As of December 31, 2022, the District had a government-wide net asset deficit of \$1,782,455. This deficit was created as the District used loan proceeds from the Developer to construct capital assets that were later transferred to the Town of Windsor.

NOTE 11: COMMITMENTS AND CONTINGENCIES

TABOR Amendment - Colorado voters passed an amendment to the State Constitution, Article X, Section 20, which has several limitations, including revenue raising, spending abilities, and other specific requirements of state and local government. The Amendment is complex and subject to judicial interpretation. The District believes it is in compliance with the requirements of the Amendment.

The District has established an emergency reserve, representing 3% of fiscal year spending (excluding debt service), as required by the Amendment. At December 31, 2022, the emergency reserve of \$44,400 was recorded as a restriction of fund balance in the General Fund.

WINDSOR HIGHLANDS METROPOLITAN DISTRICT NO. 5

NOTES TO THE FINANCIAL STATEMENTS

December 31, 2022

NOTE 12: SUBSEQUENT EVENTS

Potential subsequent events were considered through the date of the financials. It was determined that no events were required to be disclosed through this date.

REQUIRED SUPPLEMENTAL INFORMATION

WINDSOR HIGHLANDS METROPOLITAN DISTRICT NO. 5

GENERAL FUND
BUDGETARY COMPARISON SCHEDULE
Year Ended December 31, 2022

	2022		VARIANCE Positive (Negative)	2021 ACTUAL
	ORIGINAL AND FINAL BUDGET	ACTUAL		
REVENUES				
Taxes	\$ 22	\$ -	\$ (22)	\$ 24
Service Fees	1,413,999	1,382,062	(31,937)	1,345,853
Charges for Services	30,500	70,500	40,000	77,942
Interest and Other	3,000	24,205	21,205	1,403
TOTAL REVENUES	<u>1,447,521</u>	<u>1,476,767</u>	<u>29,246</u>	<u>1,425,222</u>
EXPENDITURES				
Current				
General Government				
Accounting and Administration	32,450	32,450	-	32,450
District Management	46,800	46,800	-	46,900
Elections	10,000	7,493	2,507	-
Insurance	27,590	28,060	(470)	25,413
Legal Expenses	10,000	27,893	(17,893)	9,846
Office, Dues and Other	12,050	18,051	(6,001)	10,515
Pool Operations	146,282	169,556	(23,274)	125,170
Repairs and Maintenance	226,077	328,235	(102,158)	234,636
Utilities	120,846	15,025	105,821	12,583
Non-Potable Water	-	-	-	57,852
Contingency	43,426	-	43,426	-
Debt Service				
Principal	-	-	-	-
Interest and Fiscal Charges	-	-	-	-
TOTAL EXPENDITURES	<u>675,521</u>	<u>673,563</u>	<u>1,958</u>	<u>555,365</u>
EXCESS OF REVENUES OVER (UNDER) EXPENDITURES	<u>772,000</u>	<u>803,204</u>	<u>31,204</u>	<u>869,857</u>
OTHER FINANCING SOURCES (USES)				
Transfer to District No. 4	<u>(772,000)</u>	<u>(673,560)</u>	<u>98,440</u>	<u>(648,575)</u>
TOTAL OTHER FINANCING SOURCES (USES)	<u>(772,000)</u>	<u>(673,560)</u>	<u>98,440</u>	<u>(648,575)</u>
NET CHANGE IN FUND BALANCE	-	129,644	129,644	221,282
FUND BALANCE, Beginning	-	696,726	696,726	475,444
FUND BALANCE, Ending	<u>\$ -</u>	<u>\$ 826,370</u>	<u>\$ 826,370</u>	<u>\$ 696,726</u>

See the accompanying independent auditors' report.