

**WESTCREEK METROPOLITAN
DISTRICT NO. 2
Douglas County, Colorado**

**FINANCIAL STATEMENTS AND
SUPPLEMENTARY INFORMATION**

YEAR ENDED DECEMBER 31, 2022

**WESTCREEK METROPOLITAN DISTRICT NO. 2
TABLE OF CONTENTS
YEAR ENDED DECEMBER 31, 2022**

| | |
|---|-----------|
| INDEPENDENT AUDITOR’S REPORT | 1 |
| 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 OF THE GOVERNMENTAL FUNDS TO THE STATEMENT OF ACTIVITIES | 5 |
| GENERAL FUND – STATEMENT OF REVENUES, EXPENDITURES, AND CHANGES IN FUND BALANCE – BUDGET AND ACTUAL | 6 |
| NOTES TO BASIC FINANCIAL STATEMENTS | 7 |
| SUPPLEMENTARY INFORMATION | |
| DEBT SERVICE FUND – SCHEDULE OF REVENUES, EXPENDITURES, AND CHANGES IN FUND BALANCE – BUDGET AND ACTUAL | 22 |
| OTHER INFORMATION | |
| SCHEDULE OF DEBT SERVICE REQUIREMENTS TO MATURITY | 24 |
| SCHEDULE OF ASSESSED VALUATION, MILL LEVY, AND PROPERTY TAXES COLLECTED | 25 |
| CONTINUING DISCLOSURE OF ANNUAL INFORMATION AS REQUIRED BY THE LIMITED TAX GENERAL OBLIGATION REFUNDING BONDS, SERIES 2019 | 26 |



Board of Directors
Westcreek Metropolitan District No. 2
Douglas County, Colorado

Independent Auditor's Report

Opinions

We have audited the accompanying financial statements of the governmental activities and each major fund of Westcreek 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 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 Westcreek 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 (GAAP), 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 judgment 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.

Other Matters

Required Supplementary Information

Management has omitted the management's discussion and analysis that accounting principles generally accepted in the United States 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.

Supplementary Information

Our audit was conducted for the purpose of forming opinions on the financial statements that collectively comprise the District's financial statements as a whole. The supplementary information as listed in the table of contents is presented for the purposes of legal compliance and additional analysis and is not a required part of the financial statements. The supplementary information is the responsibility of management and was derived from and relates directly to the underlying accounting and other records used to prepare the financial statements. The information has been subjected to the auditing procedures applied in the audit of the financial statements and certain additional procedures, including comparing and reconciling such information directly to the underlying accounting and other records used to prepare the financial statements or to the financial statements themselves, and other additional procedures in accordance with auditing standards generally accepted in the United States. In our opinion, such information is fairly stated in all material respects in relation to the financial statements as a whole.

Other Information

The other information, as listed in the table of contents, has not been subjected to the auditing procedures applied in the audit of the basic financial statements and, accordingly, we do not express an opinion or provide any assurance on them.

In connection with our audit of the basic financial statements, our responsibility is to read the other information and consider whether a material inconsistency exists between the other information and the basic financial statements, or the other information otherwise appears to be materially misstated. If, based on the work performed, we conclude that an uncorrected material misstatement of the other information exists, we are required to describe it in our report.

Wipfli LLP

Wipfli LLP
Lakewood, Colorado

June 21, 2023

BASIC FINANCIAL STATEMENTS

WESTCREEK METROPOLITAN DISTRICT NO. 2
STATEMENT OF NET POSITION
DECEMBER 31, 2022

| | Governmental Activities |
|--------------------------------------|----------------------------|
| ASSETS | |
| Cash and Investments | \$ 27,683 |
| Cash and Investments - Restricted | 514,834 |
| Receivable - County Treasurer | 1,291 |
| Due From Other Districts | 1,163 |
| Property Taxes Receivable | 203,170 |
| Prepaid Expenses | 2,076 |
| Total Assets | 750,217 |
| LIABILITIES | |
| Accounts Payable | 6,281 |
| Accrued Interest Payable | 34,938 |
| Noncurrent Liabilities: | |
| Due in More Than One Year | 7,800,000 |
| Total Liabilities | 7,841,219 |
| DEFERRED INFLOWS OF RESOURCES | |
| Property Tax Revenues | 203,170 |
| Total Deferred Inflows of Resources | 203,170 |
| NET POSITION | |
| Restricted for: | |
| Emergency Reserves | 1,200 |
| Debt Service | 157,175 |
| Unrestricted | (7,452,547) |
| Total Net Position | \$ (7,294,172) |

See accompanying Notes to Basic Financial Statements.

WESTCREEK METROPOLITAN DISTRICT NO. 2
STATEMENT OF ACTIVITIES
YEAR ENDED DECEMBER 31, 2022

| | | Program Revenues | | | Net Revenues (Expenses) and Change in Net Position |
|---|------------|----------------------------|--|--|---|
| FUNCTIONS/PROGRAMS | Expenses | Charges for Services | Operating Grants and Contributions | Capital Grants and Contributions | Governmental Activities |
| Primary Government: | | | | | |
| Governmental Activities: | | | | | |
| General Government | \$ 32,791 | \$ - | \$ - | \$ - | \$ (32,791) |
| Interest and Related Costs on Long-Term Debt | 425,795 | - | 196,896 | - | (228,899) |
| Total Governmental Activities | \$ 458,586 | \$ - | \$ 196,896 | \$ - | (261,690) |
| GENERAL REVENUES | | | | | |
| Property Taxes | | | | | 204,232 |
| Specific Ownership Taxes | | | | | 18,003 |
| Net Investment Income | | | | | 11,121 |
| Total General Revenues | | | | | 233,356 |
| CHANGE IN NET POSITION | | | | | |
| Net Position - Beginning of Year | | | | | (7,265,838) |
| NET POSITION - END OF YEAR | | | | | |
| | | | | | \$ (7,294,172) |

See accompanying Notes to Basic Financial Statements.

**WESTCREEK METROPOLITAN DISTRICT NO. 2
BALANCE SHEET
GOVERNMENTAL FUNDS
DECEMBER 31, 2022**

| ASSETS | General | Debt Service | Total Governmental Fund |
|--|------------------|-------------------|-------------------------------|
| Cash and Investments | \$ 27,683 | \$ - | \$ 27,683 |
| Cash and Investments - Restricted | 1,200 | 513,634 | 514,834 |
| Receivable - County Treasurer | 215 | 1,076 | 1,291 |
| Due From Other Districts | - | 1,163 | 1,163 |
| Property Taxes Receivable | 33,862 | 169,308 | 203,170 |
| Prepaid Expenses | 2,076 | - | 2,076 |
| | \$ 65,036 | \$ 685,181 | 750,217 |
| LIABILITIES, DEFERRED INFLOWS OF RESOURCES, AND FUND BALANCES | | | |
| LIABILITIES | | | |
| Accounts Payable | 6,281 | - | 6,281 |
| Total Liabilities | 6,281 | - | 6,281 |
| DEFERRED INFLOWS OF RESOURCES | | | |
| Deferred Property Tax | 33,862 | 169,308 | 203,170 |
| Total Deferred Inflows of Resources | 33,862 | 169,308 | 203,170 |
| FUND BALANCES | | | |
| Nonspendable: | | | |
| Prepaid Expense | 2,076 | - | 2,076 |
| Restricted for: | | | |
| Emergency Reserves | 1,200 | - | 1,200 |
| Debt Service | - | 515,873 | 515,873 |
| Unassigned | 21,617 | - | 21,617 |
| Total Fund Balances | 24,893 | 515,873 | 540,766 |
| Total Liabilities, Deferred Inflows of Resources, and Fund Balances | \$ 65,036 | \$ 685,181 | |

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

Long-term liabilities, including bonds payable, are not due and payable in the current period and, therefore, are not reported in the funds.

| | |
|-----------------------|-------------|
| Bonds Payable | (7,800,000) |
| Accrued Bond Interest | (34,938) |
| | (7,834,938) |

Net Position of Governmental Activities

\$ (7,294,172)

See accompanying Notes to Basic Financial Statements.

WESTCREEK METROPOLITAN DISTRICT NO. 2
STATEMENT OF REVENUES, EXPENDITURES, AND CHANGES IN FUND BALANCES
GOVERNMENTAL FUNDS
YEAR ENDED DECEMBER 31, 2022

| | General | Debt Service | Total Governmental Funds |
|---|-----------|-----------------|--------------------------------|
| REVENUES | | | |
| Property Taxes | \$ 34,039 | \$ 170,193 | \$ 204,232 |
| Specific Ownership Taxes | 3,000 | 15,003 | 18,003 |
| Interest Income | 623 | 10,498 | 11,121 |
| Total Revenues | 37,662 | 195,694 | 233,356 |
| EXPENDITURES | | | |
| Accounting | 16,724 | - | 16,724 |
| County Treasurer's Fees | 511 | 2,545 | 3,056 |
| Dues and Subscriptions | 279 | - | 279 |
| Audit | 4,500 | - | 4,500 |
| Election | 809 | - | 809 |
| Insurance and Bonds | 2,140 | - | 2,140 |
| Legal Services | 7,828 | - | 7,828 |
| Bond Interest - Senior Bonds | - | 419,250 | 419,250 |
| Paying Agent/Trustee Fees | - | 4,000 | 4,000 |
| Total Expenditures | 32,791 | 425,795 | 458,586 |
| EXCESS OF REVENUES OVER (UNDER) EXPENDITURES | 4,871 | (230,101) | (225,230) |
| OTHER FINANCING SOURCES (USES) | | | |
| Transfers from Westcreek MD No. 1 | - | 196,896 | 196,896 |
| Total Other Financing Sources (Uses) | - | 196,896 | 196,896 |
| NET CHANGE IN FUND BALANCES | 4,871 | (33,205) | (28,334) |
| Fund Balances - Beginning of Year | 20,022 | 549,078 | 569,100 |
| FUND BALANCES - END OF YEAR | \$ 24,893 | \$ 515,873 | \$ 540,766 |

See accompanying Notes to Basic Financial Statements.

**WESTCREEK METROPOLITAN DISTRICT NO. 2
RECONCILIATION OF THE STATEMENT OF REVENUES, EXPENDITURES, AND CHANGES
IN FUND BALANCES OF THE GOVERNMENTAL FUNDS TO THE STATEMENT OF ACTIVITIES
YEAR ENDED DECEMBER 31, 2022**

| | |
|--|--------------------|
| Net Change in Fund Balances - Total Governmental Funds | <u>\$ (28,334)</u> |
| Amounts reported for governmental activities in the statement of activities are different because: | |
| Change in Net Position of Governmental Activities | <u>\$ (28,334)</u> |

See accompanying Notes to Basic Financial Statements.

**WESTCREEK METROPOLITAN DISTRICT NO. 2
GENERAL FUND
STATEMENT OF REVENUES, EXPENDITURES, AND CHANGES IN FUND BALANCE –
BUDGET AND ACTUAL
YEAR ENDED DECEMBER 31, 2022**

| | Original and Final Budget | Actual Amounts | Variance with Final Budget Positive (Negative) |
|-----------------------------------|------------------------------|-------------------------|---|
| REVENUES | | | |
| Property Taxes | \$ 33,931 | \$ 34,039 | \$ 108 |
| Specific Ownership Taxes | 2,714 | 3,000 | 286 |
| Interest Income | 23 | 623 | 600 |
| Total Revenues | <u>36,668</u> | <u>37,662</u> | <u>994</u> |
| EXPENDITURES | | | |
| Accounting | 19,000 | 16,724 | 2,276 |
| County Treasurer's Fees | 509 | 511 | (2) |
| Dues and Licenses | 300 | 279 | 21 |
| Audit | 3,500 | 4,500 | (1,000) |
| Insurance and Bonds | 2,300 | 2,140 | 160 |
| Legal Services | 7,000 | 7,828 | (828) |
| Election | 2,500 | 809 | 1,691 |
| Contingency | 595 | - | 595 |
| Total Expenditures | <u>35,704</u> | <u>32,791</u> | <u>2,913</u> |
| NET CHANGE IN FUND BALANCE | 964 | 4,871 | 3,907 |
| Fund Balance - Beginning of Year | <u>22,579</u> | <u>20,022</u> | <u>(2,557)</u> |
| FUND BALANCE - END OF YEAR | <u><u>\$ 23,543</u></u> | <u><u>\$ 24,893</u></u> | <u><u>\$ 1,350</u></u> |

See accompanying Notes to Basic Financial Statements.

WESTCREEK METROPOLITAN DISTRICT NO. 2
NOTES TO BASIC FINANCIAL STATEMENTS
DECEMBER 31, 2022

NOTE 1 DEFINITION OF REPORTING ENTITY

Westcreek Metropolitan District No. 2 (the District), a quasi-municipal corporation and political subdivision of the State of Colorado, located entirely in the Town of Parker, Douglas County, Colorado, was organized on January 9, 2007, and is governed pursuant to provisions of the Colorado Special District Act (Title 32, Article 1, Colorado Revised Statutes). The District was established to provide for the design, construction, acquisition, and financing of certain public improvements including street, safety protection, water, sanitation, storm drainage, mosquito control, and park and recreation facilities and improvements. The District operates pursuant to a Service Plan, as approved on November 7, 2006, by the Town of Parker. The first amendment to the service plan was approved on January 24, 2011. According to the amended service plan, the District's debt is limited to an Intergovernmental Agreement with District No. 1 whereby District No. 1 pledges its mill levy and other revenue sources for the payment of District No. 2's debt.

The District follows the Governmental Accounting Standards Board (GASB) accounting pronouncements, which provide guidance for determining which governmental activities, organizations, and functions should be included within the financial reporting entity. GASB pronouncements set 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 District has no employees and all operations and administrative functions are contracted.

The District is not financially accountable for any other organization, nor is the District a component unit of any other primary governmental entity, including District No. 1.

NOTE 2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

The more significant accounting policies of the District are described as follows:

Government-Wide and Fund Financial Statements

The government-wide financial statements include the statement of net position and the statement of activities. These financial statements include all of the activities of the District. The effect of interfund activity has been removed from these statements. Governmental activities are normally supported by taxes and intergovernmental revenues.

The statement of net position reports all financial and capital resources of the District. The difference between the sum of assets and deferred outflows and the sum of liabilities and deferred inflows is reported as net position.

WESTCREEK METROPOLITAN DISTRICT NO. 2
NOTES TO BASIC FINANCIAL STATEMENTS
DECEMBER 31, 2022

NOTE 2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

Government-Wide and Fund Financial Statements (Continued)

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.

Separate financial statements are provided for the governmental funds. 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 related cash flows.

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 major sources of revenue susceptible to accrual are property taxes. All other revenue items are considered to be measurable and available only when cash is received by the District. The District has determined that Developer advances are not considered as revenue susceptible to accrual. Expenditures, other than interest on long-term obligations, are recorded when the liability is incurred or the long-term obligation due.

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 general government, except those required to be accounted for in another fund.

The Debt Service Fund accounts for the resources accumulated and payments made for principal and interest on long-term general obligation debt of the governmental funds.

WESTCREEK METROPOLITAN DISTRICT NO. 2
NOTES TO BASIC FINANCIAL STATEMENTS
DECEMBER 31, 2022

NOTE 2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

Budgets

In accordance with the State Budget Law, the District's Board of Directors holds public hearings in the fall each year to approve the budget and appropriate the funds for the ensuing year. The appropriation is at the total fund expenditures and other financing uses level and lapses at year-end. 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.

Pooled Cash and Investments

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 single bank account. 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.

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 or if in equal installments, at the taxpayer's election, in February and June. Delinquent taxpayers are notified in August and generally sales of the tax liens on delinquent properties are 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 inflow of resources in the year they are levied and measurable. The unearned property tax revenues are recorded as revenue in the year they are available or collected.

Deferred Inflows of Resources

In addition to liabilities, the statement of net position reports 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 and so will not be recognized as an inflow of resources (revenue) until that time. The District has one item that qualifies for reporting in this category. Accordingly, the item, *deferred property tax revenue*, is deferred and recognized as an inflow of resources in the period that the amount becomes available.

WESTCREEK METROPOLITAN DISTRICT NO. 2
NOTES TO BASIC FINANCIAL STATEMENTS
DECEMBER 31, 2022

NOTE 2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

Equity

Net Position

For government-wide presentation purposes 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.

Fund Balance

Fund balance for governmental funds should be reported in classifications that comprise a hierarchy based on the extent to which the government is bound to honor constraints on the specific purposes for which spending can occur. Governmental funds report up to five classifications of fund balance: nonspendable, restricted, committed, assigned, and unassigned. Because circumstances differ among governments, not every government or every governmental fund will present all of these components. The following classifications describe the relative strength of the spending constraints:

Nonspendable Fund Balance – The portion of fund balance that cannot be spent because it is either not in spendable form (such as prepaid amounts or inventory) or legally or contractually required to be maintained intact.

Restricted Fund Balance – The portion of fund balance that is constrained to being used for a specific purpose by external parties (such as bondholders), constitutional provisions, or enabling legislation.

Committed Fund Balance – The portion of fund balance that can only be used for specific purposes pursuant to constraints imposed by 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 – The portion of fund balance that is constrained by the government's intent to be used for specific purposes, but is neither restricted nor committed. Intent is expressed by the Board of Directors to be used for a specific purpose. Constraints imposed on the use of assigned amounts are more easily removed or modified than those imposed on amounts that are classified as committed.

Unassigned Fund Balance – The residual portion of fund balance that does not meet any of the criteria described above.

If more than one classification of fund balance is available for use when an expenditure is incurred, it is the District's practice to use the most restrictive classification first.

WESTCREEK METROPOLITAN DISTRICT NO. 2
NOTES TO BASIC FINANCIAL STATEMENTS
DECEMBER 31, 2022

NOTE 3 CASH AND INVESTMENTS

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

Statement of Net Position:

| | |
|-----------------------------------|-------------------|
| Cash and Investments | \$ 27,683 |
| Cash and Investments - Restricted | 514,834 |
| Total Cash and Investments | <u>\$ 542,517</u> |

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

| | |
|--------------------------------------|-------------------|
| Deposits with Financial Institutions | \$ 21,470 |
| Investments | 521,047 |
| Total Cash and Investments | <u>\$ 542,517</u> |

Cash Deposits

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 regulators. 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 for all the uninsured public deposits as a group is to be maintained by another institution or held in trust. The market value of the collateral must be at least 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.

At December 31, 2022, the District's cash deposits had a bank and carrying balance of \$21,470.

Investments

The District's formal investment policy is to follow state statutes regarding investments.

The District generally limits its concentration of investments to those noted with an asterisk (*) below, which are believed to have minimal credit risk, minimal interest rate risk and no foreign currency risk. Additionally, the District is not subject to concentration risk or investment custodial risk disclosure requirements for investments that are in the possession of another party.

Colorado revised statutes limit investment maturities to five years or less unless formally approved by the Board of Directors. Such actions are generally associated with a debt service reserve or sinking fund requirements.

**WESTCREEK METROPOLITAN DISTRICT NO. 2
NOTES TO BASIC FINANCIAL STATEMENTS
DECEMBER 31, 2022**

NOTE 3 CASH AND INVESTMENTS (CONTINUED)

Investments (Continued)

Colorado statutes specify investment instruments meeting defined rating and risk criteria in which local governments may invest which include:

- . Obligations of the United States, certain U.S. government agency securities of the World Bank
- . Certain international agency securities
- . General obligation and revenue bonds of U.S. local government entities
- . Certain certificates of participation
- . Certain securities lending agreements
- . Bankers' acceptances of certain banks
- . Commercial paper
- . Written repurchase agreements collateralized by certain authorized securities
- . Certain money market funds
- . Guaranteed investment contracts
- * Local government investment pools

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

| <u>Investment</u> | <u>Maturity</u> | <u>Amount</u> |
|-------------------|-----------------------------------|---------------|
| ColoTrust Plus | Weighted-Average Under 60 Days | \$ 521,047 |

COLOTRUST

The District invested in the Colorado Local Government Liquid Asset Trust (COLOTRUST) (the Trust), an investment vehicle established for local government entities in Colorado to pool surplus funds. The State Securities Commissioner administers and enforces all State statutes governing the Trust. The Trust currently offers three portfolios – COLOTRUST PRIME, COLOTRUST PLUS+, and COLOTRUST EDGE.

COLOTRUST PRIME and COLOTRUST PLUS+, which operate similarly to a money market fund and each share is equal in value to \$1.00, offer daily liquidity. Both portfolios may invest in U.S. Treasury securities and repurchase agreements collateralized by U.S. Treasury securities. COLOTRUST PLUS+ may also invest in certain obligations of U.S. government agencies, highest rated commercial paper, and any security allowed under CRS 24-75-601.

COLOTRUST EDGE, a variable Net Asset Value (NAV) Local Government Investment Pool, offers weekly liquidity and is managed to approximate a \$10.00 transactional share price. COLOTRUST EDGE may invest in securities authorized by CRS 24-75-601, including U.S. Treasury securities, repurchase agreements collateralized by U.S. Treasury securities, certain obligations of U.S. government agencies, highest rated commercial paper, and any security allowed under CRS 24-75-601.

**WESTCREEK METROPOLITAN DISTRICT NO. 2
NOTES TO BASIC FINANCIAL STATEMENTS
DECEMBER 31, 2022**

NOTE 3 CASH AND INVESTMENTS (CONTINUED)

COLOTRUST (Continued)

A designated custodial bank serves as custodian for the Trust's portfolios pursuant to a custodian agreement. The custodian acts as safekeeping agent for the Trust's investment portfolios and provides services as the depository in connection with direct investments and withdrawals. The custodian's internal records segregate investments owned by the Trust. COLOTRUST PRIME and COLOTRUST PLUS+ are rated AAAM by Standard & Poor's. COLOTRUST EDGE is rated AAAs/S1 by Fitch Ratings. COLOTRUST records its investments at fair value and the District records its investment in COLOTRUST at net asset value as determined by fair value. There are no unfunded commitments, the redemption frequency is daily or weekly, and there is no redemption notice period.

NOTE 4 LONG-TERM OBLIGATIONS

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

| | Balance - December 31, 2021 | Additions | Reductions | Balance - December 31, 2022 | Due Within One Year |
|--------------------------|-----------------------------------|-------------|-------------|-----------------------------------|---------------------------|
| Governmental Activities: | | | | | |
| G.O. Limited Tax Bonds | | | | | |
| Series 2019A Bonds | \$ 7,800,000 | \$ - | \$ - | \$ 7,800,000 | \$ - |
| Total | <u>\$ 7,800,000</u> | <u>\$ -</u> | <u>\$ -</u> | <u>\$ 7,800,000</u> | <u>\$ -</u> |

The details of the District's long-term obligations are as follows:

Limited Tax General Obligation Bonds, Series 2019A (the Series 2019A Bonds)

Bond Details

The District issued the Series 2019A Bonds on April 3, 2019, in the par amount of \$7,800,000. Proceeds from the sale of the Series 2019A Bonds were applied to: (a) pay for a portion of the costs of acquiring, constructing, and installing certain public improvements; (b) fund the Reserve Fund; (c) fund capitalized interest; and (d) pay the costs of issuance of the Series 2019A Bonds.

The Series 2019A Bonds bear interest at the rate of 5.375% and are payable semiannually on June 1 and December 1, commencing June 1, 2019. Annual mandatory sinking fund principal payments are due on December 1, beginning on December 1, 2024. The Series 2019A Bonds mature on December 1, 2048. To the extent the principal of any Series 2019A Bond is not paid when due, such principal will remain outstanding until paid and continue to bear interest at the rate borne by the Series 2019A Bonds, subject to discharge on December 1, 2060. To the extent interest is not paid when due, such interest shall compound semiannually on each June 1 and December 1. The District shall not be obligated to pay more than the amount permitted by law and its electoral authorization in repayment of the Series 2019A Bonds.

WESTCREEK METROPOLITAN DISTRICT NO. 2
NOTES TO BASIC FINANCIAL STATEMENTS
DECEMBER 31, 2022

NOTE 4 LONG TERM OBLIGATIONS (CONTINUED)

Optional Redemption

The Series 2019A Bonds are subject to redemption prior to maturity, at the option of the District, on June 1, 2024, and on any date thereafter, upon payment of par, accrued interest, and a redemption premium equal to a percentage of the principal amount so redeemed, as follows:

| <u>Date of Redemption</u> | <u>Redemption Premium</u> |
|------------------------------|---------------------------|
| June 1, 2024 to May 31, 2025 | 3.00% |
| June 1, 2025 to May 31, 2026 | 2.00 |
| June 1, 2026 to May 31, 2027 | 1.00 |
| June 1, 2027 and Thereafter | 0.00 |

District Required Mill Levy

Pursuant to the Indenture, the District has covenanted to impose an ad valorem mill levy upon all taxable property of the District each year in an amount that maintains the Relative Required Mill Levy Ratio and that would generate Property Tax Revenues which, together with the Taxing District Senior Property Tax Revenues, will be sufficient to pay the principal of, premium if any, and interest on the Series 2019A Bonds (less any amounts on deposit in the Series 2019A Bond Fund and, solely to the extent provided in the Indenture, the Surplus Fund and the Reserve Fund) and to replenish the Reserve Fund to the Reserve Requirement, but not in excess of 50 mills (Gallagher-Adjusted) less the Administrative Expenses Deduction.

For so long as the amount on deposit in the Surplus Fund is less than the Maximum Surplus Amount or any portion of the Surplus Fund is taken into account in determining the mill levy that would be sufficient to pay the principal of, premium if any, and interest on the Series 2019A Bonds, the District Required Mill Levy shall be equal to 40 mills (Gallagher-Adjusted), or such lesser amount that maintains the Relative Required Mill Levy Ratio which, if imposed by the District for collection in the succeeding calendar year, would, together with the Taxing District Senior Property Tax Revenues, generate Property Tax Revenues (A) sufficient to pay the principal of, premium if any, and interest on the Series 2019A Bonds, to replenish the Reserve Fund to the Reserve Requirement, and to fully fund the Surplus Fund to the Maximum Surplus Amount, or (B) which, when combined with the Taxing District Senior Property Tax Revenues and with moneys in the Bond Fund, the Surplus Fund, and the Reserve Fund, will pay the Series 2019A Bonds in full in the year such levy is collected.

WESTCREEK METROPOLITAN DISTRICT NO. 2
NOTES TO BASIC FINANCIAL STATEMENTS
DECEMBER 31, 2022

NOTE 4 LONG TERM OBLIGATIONS (CONTINUED)

Taxing District Senior Required Mill Levy

Pursuant to a Senior Capital Pledge Agreement by and among the District, Westcreek District No. 1 (District No. 1 or the Taxing District), and the Trustee (the Senior Pledge Agreement), District No. 1 has covenanted to impose an ad valorem mill levy upon all taxable property of District No. 1 each year in an amount determined by the District that maintains the Relative Required Mill Levy Ratio and that would generate Taxing District Senior Property Tax Revenues, which, together with the District Property Tax Revenues, will be equal to the Annual Financing Costs, but not in excess of 35 mills (Gallagher-Adjusted) less the Administrative Expenses Deduction.

For so long as the amount on deposit in the Surplus Fund is less than the Maximum Surplus Amount (or to the extent otherwise required by any Additional Senior Obligation document to fund Financing Costs) or any portion of the Surplus Fund is taken into account in determining the mill levy that would be sufficient to pay the principal of, premium if any, and interest on the Series 2019A Bonds, the Taxing District Senior Required Mill Levy shall be equal to 30 mills (Gallagher-Adjusted), or such lesser amount determined by the District that maintains the Relative Required Mill Levy Ratio, which together with the District Property Tax Revenue, would generate Taxing District Senior Property Tax Revenue sufficient (A) (i) to pay the principal of, premium if any, and interest on the Series 2019A Bonds and any additional Senior Obligations, (ii) to replenish the Reserve Fund to the Reserve Requirement and to replenish any reserve fund securing Additional Senior Obligations to the amount required by the applicable Additional Senior Obligation Document, and (iii) to fully fund the Surplus Fund to the Maximum Surplus Amount and to fund any other surplus fund securing Additional Senior Obligations to the amount required by the applicable Additional Senior Obligation Document, or (B) when combined with moneys then on deposit in the Series 2019A Bond Fund, the Reserve Fund, and the Surplus Fund, and any similar funds available and securing Additional Senior Obligations in accordance with the applicable Additional Senior Obligation Document, will pay the Series 2019A Bonds and such Additional Senior Obligations in full in the year such mill levy is collected.

Relative Required Mill Levy

Pursuant to the Indenture, the Relative Required Mill Levy Ratio means the relationship of the District Required Mill Levy and the Taxing District Senior Required Mill Levy imposed by the District and the Taxing District, respectively, vis a vis each other represented by the imposition of 40 mills (Gallagher-Adjusted) by the District and 30 mills (Gallagher-Adjusted) by the Taxing District (i.e., a ratio of 40 (Gallagher-Adjusted as necessary for the District): 30 (Gallagher-Adjusted as necessary for the Taxing District)). As a result of the reduction in the residential assessment ratio for the 2017 mill levy year, the Relative Required Mill Levy Ratio, as adjusted pursuant to the definition of the Taxing District Senior Required Mill Levy, is 33.399 mills for the Taxing District and 40.000 mills for the District as of the date of issuance of the Series 2019A Bonds.

WESTCREEK METROPOLITAN DISTRICT NO. 2
NOTES TO BASIC FINANCIAL STATEMENTS
DECEMBER 31, 2022

NOTE 4 LONG TERM OBLIGATIONS (CONTINUED)

Gallagher-Adjusted

Gallagher-Adjusted means an increase or decrease (as applicable) to a mill levy imposed by the District or the Taxing District (to be made for mill levies imposed by each such District separately), to occur in the event the method of calculating assessed valuation has or is changed after January 1, 2006, such increases or decreases to be determined by the Board in good faith (in consultation with the Taxing District as it pertains to the Taxing District Senior Required Mill Levy) (such determination to be binding and final) so that to the extent possible, the actual tax revenues generated by the applicable mill levy, as adjusted, are neither diminished nor enhanced as a result of such changes. For purposes of the foregoing, a change in the ratio of actual valuation to assessed valuation shall be deemed to be a change in the method of calculating assessed valuation.

Administrative Expenses Deduction

The Administrative Expenses Deduction for each District means an ad valorem mill levy imposed upon all taxable property of the respective District in an amount sufficient to generate revenues resulting in an amount up to (a) for collection year 2020, \$35,000, and (b) for each year thereafter, an amount up to (i) the maximum Administrative Expenses Deduction for the prior year, plus (ii) 1% of the maximum Administrative Expenses Deduction for the prior year.

Pledged Revenue

District Pledged Revenue consists of the following, net of any costs of collection:

- (a) all Property Tax Revenue (generally defined as moneys derived by the District from the imposition by the District of the District Required Mill Levy);
- (b) all Specific Ownership Tax Revenue;
- (c) all Senior Pledge Agreement Revenue (which means all revenues pledged and payable by the Taxing District to the District and Trustee pursuant to the Senior Pledge Agreement);
- (d) all Capital Fees, if any; and,
- (e) any other legally available amounts which the District determines, in its absolute discretion, to credit to the Bond Fund.

Taxing District Senior Pledged Revenue consists of the following revenues pledged pursuant to the Senior Pledge Agreement, net of any costs of collection:

- (a) all Taxing District Senior Property Tax Revenue (generally defined as moneys derived by District No. 1 from the imposition by District No. 1 of the Taxing District Senior Required Mill Levy);
- (b) all Taxing District Specific Ownership Tax Revenue;
- (c) all Taxing District Capital Fees, if any.

Neither the District nor the Taxing District currently impose Capital Fees.

WESTCREEK METROPOLITAN DISTRICT NO. 2
NOTES TO BASIC FINANCIAL STATEMENTS
DECEMBER 31, 2022

NOTE 4 LONG TERM OBLIGATIONS (CONTINUED)

Pledged Revenue (Continued)

The Series 2019A Bonds are additionally secured by amounts on deposit in the Reserve Fund and by capitalized interest, both of which were funded from proceeds of the Series 2019A Bonds, and by amounts on deposit in the Surplus Fund. The Surplus Fund was not funded from proceeds of the Series 2019A Bonds.

Reserve Fund

The Series 2019A Bonds are also secured by amounts on deposit in the Reserve Fund in an amount equal to the Reserve Requirement of \$322,678. If a withdrawal is made from the Reserve Fund that reduces the balance below the Reserve Requirement, each District shall include in the computation of its next mill levy certification the amount necessary to replenish the Reserve Fund to the Reserve Requirement (subject to the limitations of the District Required Mill Levy and the Taxing District Senior Required Mill Levy).

It is intended that amounts in the Surplus Fund and the Project Fund are to be transferred to the Series 2019A Bond Fund prior to any transfer of moneys from the Reserve Fund to the Series 2019A Bond Fund. Amounts on deposit in the Reserve Fund on the final maturity date of the Series 2019A Bonds shall be applied to the payment of the Series 2019A Bonds on such date. The availability of such amount shall be taken into account in calculating the Required Mill Levy and the Taxing District Senior Required Mill Levy to be imposed in the levy year prior to the year of the final maturity of the Series 2019A Bonds.

Surplus Fund

The Series 2019A Bonds are further secured by amounts, if any, accumulated in the Surplus Fund up to the Maximum Surplus Amount of \$780,000. The Surplus Fund shall be funded solely from deposits of annual District Pledged Revenue and Taxing District Senior Pledged Revenue in excess of that needed to pay annual debt service. At the discretion of the District, amounts on deposit in the Surplus Fund (if any) may be taken into account in calculating the District Required Mill Levy and the Taxing District Senior Required Mill Levy.

On the final maturity date of the Series 2019A Bonds, amounts on deposit in the Surplus Fund (if any) shall be applied to the payment of the Series 2019A Bonds and the availability of such amount shall be taken into account in calculating the District Required Mill Levy and the Taxing District Senior Required Mill Levy to be imposed in the levy year prior to the year of the final maturity of the Series 2019A Bonds. The balance in the Surplus Fund as of December 31, 2022, was \$-0-.

WESTCREEK METROPOLITAN DISTRICT NO. 2
NOTES TO BASIC FINANCIAL STATEMENTS
DECEMBER 31, 2022

NOTE 4 LONG TERM OBLIGATIONS (CONTINUED)

Series 2019A Bonds Debt Service

The District's long-term obligations relating to the Senior 2019 Bonds will mature as follows:

| <u>Year Ending December 31,</u> | <u>Principal</u> | <u>Interest</u> | <u>Total</u> |
|---------------------------------|---------------------|---------------------|----------------------|
| 2023 | \$ - | \$ 419,250 | \$ 419,250 |
| 2024 | 100,000 | 419,250 | 519,250 |
| 2025 | 105,000 | 413,875 | 518,875 |
| 2026 | 120,000 | 408,231 | 528,231 |
| 2027 | 130,000 | 401,781 | 531,781 |
| 2028-2032 | 850,000 | 1,889,850 | 2,739,850 |
| 2033-2037 | 1,265,000 | 1,619,756 | 2,884,756 |
| 2038-2042 | 1,800,000 | 1,225,501 | 3,025,501 |
| 2043-2047 | 2,500,000 | 670,532 | 3,170,532 |
| 2048 | 930,000 | 49,987 | 979,987 |
| Total | <u>\$ 7,800,000</u> | <u>\$ 7,518,013</u> | <u>\$ 15,318,013</u> |

The District has no operating or capital leases.

Authorized Debt

On November 7, 2006 and January 24, 2011, a majority of the qualified electors of the District who voted in the election authorized the issuance of indebtedness in an amount not to exceed \$153,000,000. In the January 24, 2006 election, a majority of the qualified electors of the District voted solely for a phased tax increase up to \$800,000 annually. Remaining authorized but unissued debt at December 31, 2022, is as follows:

| | <u>Authorized November 7, 2006 Election</u> | <u>Authorized January 24, 2011 Election</u> | <u>Authorization Used Series 2019A</u> | <u>Remaining at December 31, 2022</u> |
|-----------------------------|---|---|--|---|
| Streets | \$ 2,000,000 | \$ 15,000,000 | \$ 6,633,146 | \$ 10,366,854 |
| Water | 2,000,000 | 15,000,000 | 770,253 | 16,229,747 |
| Sanitary Sewer | 2,000,000 | 15,000,000 | 228,039 | 16,771,961 |
| Parks and Recreation | 2,000,000 | 15,000,000 | - | 17,000,000 |
| Traffic and Safety | 2,000,000 | 15,000,000 | 168,562 | 16,831,438 |
| Public Transportation | 2,000,000 | 15,000,000 | - | 17,000,000 |
| Operations and Maintenance | 2,000,000 | 15,000,000 | - | 17,000,000 |
| Debt Refunding | 2,000,000 | 15,000,000 | - | 17,000,000 |
| Intergovernmental Contracts | 2,000,000 | 15,000,000 | - | 17,000,000 |
| Total | <u>\$ 18,000,000</u> | <u>\$ 135,000,000</u> | <u>\$ 7,800,000</u> | <u>\$ 145,200,000</u> |

Pursuant to the Service Plan, District No. 1 and No. 2 are permitted to issue bond indebtedness of up to \$7,800,000 combined. The District has issued all debt under their service plan cap. In the future, the District will require a service plan amendment if they choose to issue a portion 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.

WESTCREEK METROPOLITAN DISTRICT NO. 2
NOTES TO BASIC FINANCIAL STATEMENTS
DECEMBER 31, 2022

NOTE 5 NET POSITION

The District has net position consisting of two components – restricted and unrestricted.

Restricted net position includes net position that is restricted for use either externally imposed by creditors, grantors, contributors, or laws and regulations of other governments or imposed by law through constitutional provisions or enabling legislation. The District had restricted net position as of December 31, 2022, as follows:

| | |
|-------------------------------|-------------------|
| Restricted Net Position: | |
| Emergency Reserves | \$ 1,200 |
| Debt Service | 157,175 |
| Total Restricted Net Position | <u>\$ 158,375</u> |

The District has a deficit in unrestricted net position. This deficit amount is a result of the District being responsible for the repayment of bonds issued for public improvements which were conveyed to other entities and which costs were removed from the District's financial records.

NOTE 6 RELATED PARTY

The Developer of the property which constitutes the District is Westcreek Metro District Holdings, LLC. The majority members of the Board of Directors are employees, owners or otherwise associated with the Developer, and may have conflicts of interest in dealing with the District.

NOTE 7 RISK MANAGEMENT

The District is exposed to various risks of loss related to torts; thefts of, damage to, or destruction of assets; errors or omissions; injuries to employees; or acts of God.

The District is a member of the Colorado Special Districts Property and Liability Pool (the Pool). The Pool is an organization created by intergovernmental agreement to provide property, liability, public officials' liability, boiler and machinery, and workers' compensation coverage to its members. Settled claims have not exceeded this coverage in any of the past three fiscal years.

The District pays annual premiums to the Pool for liability, property, and public officials' liability coverage. In the event aggregated losses incurred by the Pool exceed amounts recoverable from reinsurance contracts and funds accumulated by the Pool, the Pool may require additional contributions from the Pool 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.

WESTCREEK METROPOLITAN DISTRICT NO. 2
NOTES TO BASIC FINANCIAL STATEMENTS
DECEMBER 31, 2022

NOTE 8 TAX, SPENDING, AND DEBT LIMITATIONS

Article X, Section 20 of the Colorado Constitution, commonly known as the Taxpayer's 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 7, 2006, the District's voters elected to increase property taxes \$100,000, annually, or by lessor amount as may be necessary to pay the District's operational and maintenance costs, such taxes to consist of an ad valorem mill levy imposed without limitation of rate or with such limitations as may be determined by the board.

SUPPLEMENTARY INFORMATION

**WESTCREEK METROPOLITAN DISTRICT NO. 2
DEBT SERVICE FUND
SCHEDULE OF REVENUES, EXPENDITURES, AND CHANGES IN FUND BALANCE –
BUDGET AND ACTUAL
YEAR ENDED DECEMBER 31, 2022**

| | Original and Final Budget | Actual Amounts | Variance with Final Budget Positive (Negative) |
|---|------------------------------|-------------------|---|
| REVENUES | | | |
| Property Taxes | \$ 169,654 | \$ 170,193 | \$ 539 |
| Specific Ownership Taxes | 13,572 | 15,003 | 1,431 |
| Interest Income | 529 | 10,498 | 9,969 |
| Total Revenues | <u>183,755</u> | <u>195,694</u> | <u>11,939</u> |
| EXPENDITURES | | | |
| County Treasurer's Fees | 2,545 | 2,545 | - |
| Bond Interest - Senior Bonds | 419,250 | 419,250 | - |
| Paying Agent/Trustee Fees | 4,000 | 4,000 | - |
| Total Expenditures | <u>425,795</u> | <u>425,795</u> | <u>-</u> |
| EXCESS OF REVENUES OVER (UNDER) EXPENDITURES | (242,040) | (230,101) | 11,939 |
| OTHER FINANCING SOURCES (USES) | | | |
| Transfer from Westcreek MD No. 1 | 195,186 | 196,896 | 1,710 |
| Total Other Financing Sources (Uses) | <u>195,186</u> | <u>196,896</u> | <u>1,710</u> |
| NET CHANGE IN FUND BALANCE | (46,854) | (33,205) | 13,649 |
| Fund Balance - Beginning of Year | <u>549,698</u> | <u>549,078</u> | <u>(620)</u> |
| FUND BALANCE - END OF YEAR | <u>\$ 502,844</u> | <u>\$ 515,873</u> | <u>\$ 13,029</u> |

OTHER INFORMATION - UNAUDITED

WESTCREEK METROPOLITAN DISTRICT NO. 2
SCHEDULE OF DEBT SERVICE REQUIREMENTS TO MATURITY
DECEMBER 31, 2022

\$7,800,000
2019A General Obligation Bonds
Principal Payable December 1
5.375% Interest Payable
June 1 and December 1

| <u>Year Ending December 31,</u> | <u>Principal</u> | <u>Interest</u> | <u>Total</u> |
|---------------------------------|---------------------|---------------------|----------------------|
| 2023 | \$ - | \$ 419,250 | \$ 419,250 |
| 2024 | 100,000 | 419,250 | 519,250 |
| 2025 | 105,000 | 413,875 | 518,875 |
| 2026 | 120,000 | 408,231 | 528,231 |
| 2027 | 130,000 | 401,781 | 531,781 |
| 2028 | 145,000 | 394,794 | 539,794 |
| 2029 | 155,000 | 387,000 | 542,000 |
| 2030 | 170,000 | 378,669 | 548,669 |
| 2031 | 180,000 | 369,531 | 549,531 |
| 2032 | 200,000 | 359,856 | 559,856 |
| 2033 | 215,000 | 349,106 | 564,106 |
| 2034 | 235,000 | 337,550 | 572,550 |
| 2035 | 250,000 | 324,919 | 574,919 |
| 2036 | 275,000 | 311,481 | 586,481 |
| 2037 | 290,000 | 296,700 | 586,700 |
| 2038 | 315,000 | 281,113 | 596,113 |
| 2039 | 330,000 | 264,181 | 594,181 |
| 2040 | 360,000 | 246,444 | 606,444 |
| 2041 | 380,000 | 227,094 | 607,094 |
| 2042 | 415,000 | 206,669 | 621,669 |
| 2043 | 435,000 | 184,363 | 619,363 |
| 2044 | 470,000 | 160,981 | 630,981 |
| 2045 | 495,000 | 135,719 | 630,719 |
| 2046 | 535,000 | 109,113 | 644,113 |
| 2047 | 565,000 | 80,356 | 645,356 |
| 2048 | 930,000 | 49,987 | 979,987 |
| Total | <u>\$ 7,800,000</u> | <u>\$ 7,518,013</u> | <u>\$ 15,318,013</u> |

WESTCREEK METROPOLITAN DISTRICT NO. 2
SCHEDULE OF ASSESSED VALUATION, MILL LEVY, AND PROPERTY TAXES COLLECTED
DECEMBER 31, 2022

| Year Ending December 31, | Prior Year Assessed Valuation for Current Year Property Tax Levy | Mills Levied for | | Total Property Taxes | | Percent Collected to Levied |
|-----------------------------|---|------------------|--------------|----------------------|-----------|-----------------------------------|
| | | General | Debt Service | Levied | Collected | |
| 2018 | \$ 1,810,900 | 50.000 | 0.000 | \$ 90,545 | \$ 90,545 | 100.00 % |
| 2019 | 1,793,670 | 50.000 | 0.000 | 89,684 | 89,684 | 100.00 |
| 2020 | 1,953,570 | 10.000 | 40.000 | 97,679 | 97,679 | 100.00 |
| 2021 | 4,415,980 | 8.000 | 40.000 | 211,967 | 211,967 | 100.00 |
| 2022 | 4,241,350 | 8.000 | 40.000 | 203,585 | 204,232 | 100.00 |
| Estimated for the Year | | | | | | |
| <u>Ending December 31,</u> | | | | | | |
| 2023 | \$ 4,232,710 | 8.000 | 40.000 | \$ 203,170 | | |

**CONTINUING DISCLOSURE OF ANNUAL INFORMATION AS
REQUIRED BY THE LIMITED TAX GENERAL OBLIGATION
REFUNDING BONDS, SERIES 2019**

**WESTCREEK METROPOLITAN DISTRICT NO. 2
CONTINUING DISCLOSURE OF ANNUAL INFORMATION AS REQUIRED BY
THE LIMITED TAX GENERAL OBLIGATION REFUNDING BONDS, SERIES 2019
DECEMBER 31, 2022**

2022 Assessed and "Actual" Valuation of Classes of Property in the District

| <u>Class</u> | <u>Assessed Valuation</u> | <u>Percent of Assessed Valuation</u> | <u>"Actual" Valuation</u> | <u>Percent of "Actual" Valuation</u> |
|----------------|-------------------------------|--|-------------------------------|--|
| Commercial | \$ 3,763,570 | 77.57 % | \$ 12,977,836 | 77.04 % |
| State assessed | 6,000 | 0.01 | 20,655 | - |
| Vacant Land | 463,140 | 22.42 | 1,597,088 | 22.96 |
| Total | <u>\$ 4,232,710</u> | <u>100.00 %</u> | <u>\$ 14,595,579</u> | <u>100.00 %</u> |

2022 Largest Taxpayers Within the District

| <u>Name</u> | <u>2022 Assessed Valuation¹</u> | <u>Percent of Total Assessed Valuation</u> |
|-------------------------------------|--|--|
| Parker Hotel Investors LLC | \$ 2,850,670 | 67.35 % |
| BGN Ventures LTD | 594,500 | 14.05 |
| Nexgen Westcreek Holdings LLC | 402,190 | 9.50 |
| Buchtel Realty Investors Parker LLC | 278,320 | 6.58 |
| FR Extex LLC | 30,270 | 0.72 |
| 7-Eleven INC | 14,910 | 0.35 |
| Dwellings LLC | 14,600 | 0.34 |
| Big 5 Sporting Goods | 10,570 | 0.25 |
| Total | <u>\$ 4,196,030</u> | <u>99.14 %</u> |

¹ Based on the 2022 Lot by Lot report received from the county on March 1, 2023 with valuation of \$4,232,710

**WESTCREEK METROPOLITAN
DISTRICT NO. 2
Douglas County, Colorado**

**FINANCIAL STATEMENTS AND
SUPPLEMENTARY INFORMATION**

YEAR ENDED DECEMBER 31, 2022

**WESTCREEK METROPOLITAN DISTRICT NO. 2
TABLE OF CONTENTS
YEAR ENDED DECEMBER 31, 2022**

| | |
|---|-----------|
| INDEPENDENT AUDITOR’S REPORT | 1 |
| 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 OF THE GOVERNMENTAL FUNDS TO THE STATEMENT OF ACTIVITIES | 5 |
| GENERAL FUND – STATEMENT OF REVENUES, EXPENDITURES, AND CHANGES IN FUND BALANCE – BUDGET AND ACTUAL | 6 |
| NOTES TO BASIC FINANCIAL STATEMENTS | 7 |
| SUPPLEMENTARY INFORMATION | |
| DEBT SERVICE FUND – SCHEDULE OF REVENUES, EXPENDITURES, AND CHANGES IN FUND BALANCE – BUDGET AND ACTUAL | 22 |
| OTHER INFORMATION | |
| SCHEDULE OF DEBT SERVICE REQUIREMENTS TO MATURITY | 24 |
| SCHEDULE OF ASSESSED VALUATION, MILL LEVY, AND PROPERTY TAXES COLLECTED | 25 |
| CONTINUING DISCLOSURE OF ANNUAL INFORMATION AS REQUIRED BY THE LIMITED TAX GENERAL OBLIGATION REFUNDING BONDS, SERIES 2019 | 26 |

COMMUNICATION WITH THOSE CHARGED WITH GOVERNANCE

June 22, 2023

Board of Directors
Westcreek Metropolitan District No. 2

Dear Board of Directors:

We have audited the financial statements of the governmental activities and each major fund of Westcreek Metropolitan District No. 2 (the "District") for the year ended December 31, 2022 and have issued our report thereon dated June 21, 2023. Professional standards require that we provide you with the following information related to our audit:

[Our Responsibility Under Auditing Standards Generally Accepted in the United States of America](#)

As stated in our engagement letter dated November 7, 2022, our responsibility, as described by professional standards, is to express an opinion about whether the financial statements prepared by management with your oversight are fairly presented, in all material respects, in conformity with accounting principles generally accepted in the United States of America. Our audit of the financial statements does not relieve you or management of your responsibilities.

[Planned Scope and Timing of the Audit](#)

We performed the audit according to the planned scope, timing, and with respect to significant risks identified by us, all of which were previously communicated, in addition to our engagement letter dated November 7, 2022, accepted by Travis McNeil.

[Significant Audit Matters](#)

Qualitative Aspects of Accounting Practices

Management is responsible for the selection and use of appropriate accounting policies. The significant accounting policies used by the District are described in Note 1 to the financial statements. No new accounting policies were adopted and the application of existing policies was not changed during 2022.

We noted no transactions entered into by the District during the year for which there is a lack of authoritative guidance or consensus. All significant transactions have been recognized in the financial statements in the proper period.

Accounting estimates are an integral part of the financial statements prepared by management and are based on management's knowledge and experience about past and current events and assumptions about future events. Certain accounting estimates are particularly sensitive because of their significance to the financial statements and because of the possibility that future events affecting them may differ significantly from those expected. We determined no accounting estimates that were considered significant to the financial statements as a whole that would require evaluation of assumptions used to determine the estimate.

The disclosures in the financial statements are neutral, consistent, and clear. Certain financial statement disclosures are particularly sensitive because of their significance to financial statement users. There were no financial statement disclosures that were considered particularly sensitive to financial statement users in our opinion.

Difficulties Encountered in Performing the Audit

We encountered no significant difficulties in dealing with management in performing and completing our audit.

Corrected and Uncorrected Misstatements

Professional standards require us to accumulate all misstatements identified during the audit, other than those that are clearly trivial, and communicate them to the appropriate level of management. We had no identified misstatements as a result of our audit.

Disagreements With Management

For purposes of this letter, a disagreement with management is a financial accounting, reporting, or auditing matter, whether or not resolved to our satisfaction, that could be significant to the financial statements or the auditor's report. We are pleased to report that no such disagreements arose during the course of our audit.

Management Representations

We have requested certain representations from management that are included in the management representation letter dated June 21, 2023.

Management Consultations With Other Accountants

In some cases, management may decide to consult with other accountants about auditing and accounting matters, similar to obtaining a "second opinion" on certain situations. If a consultation involves application of an accounting principle to the District's financial statements or a determination of the type of auditor's opinion that may be expressed on those statements, our professional standards require the consulting accountant to check with us to determine that the consultant has all the relevant facts. To our knowledge, there were no such consultations with other accountants.

Other Audit Findings or Issues

We generally discuss a variety of matters, including the application of accounting principles and auditing standards, with management each year prior to retention as the District's auditors. However, these discussions occurred in the normal course of our professional relationship and our responses were not, in our judgment, a condition of our retention.

Other Matters

Supplementary Information Accompanying Audited Financial Statements

With respect to the supplementary information accompanying the financial statements, we made certain inquiries of management and evaluated the form, content, and methods of preparing the information to determine that the information complies with accounting principles generally accepted in the United States of America, the method of preparing it has not changed from the prior period, and the information is appropriate and complete in relation to our audit of the financial statements. We compared and reconciled the supplementary information to the underlying accounting records used to prepare the financial statements or to the financial statements themselves.

Other Information in Documents Containing Audited Financial Statements

The auditor's responsibility for other information in documents containing audited financial statements does not extend beyond the financial information identified in our report, and we have no obligation to perform any procedures to corroborate other information contained in a document. Our responsibility is to read the other information and consider whether such information, or the manner of its presentation, is materially inconsistent with information, or the manner of its presentation, appearing in the financial statements. We are not aware of any documents or other information containing audited financial statements.

Internal Control Matters

In planning and performing our audit of the financial statements of the District as of and for the year ended December 31, 2021, in accordance with auditing standards generally accepted in the United States of America, we considered the District's internal control over financial reporting (internal control) as a basis for designing our auditing procedures that are appropriate in the circumstances for the purpose of expressing our opinion on the financial statements, but not for the purpose of expressing an opinion on the effectiveness of the District's internal control. Accordingly, we do not express an opinion on the effectiveness of the District's internal control.

Our consideration of internal control was for the limited purpose described in the preceding paragraph and was not designed to identify all deficiencies in internal control that might be significant deficiencies or material weaknesses, and therefore significant deficiencies and material weaknesses may exist that were not identified. Given these limitations, during our audit we did not identify any deficiencies in internal control that we consider to be material weaknesses.

A deficiency in internal control exists when the design or operation of a control does not allow management or employees, in the normal course of performing their assigned functions, to prevent or detect and correct, misstatements on a timely basis. A material weakness is a deficiency, or combination of deficiencies, in internal control, such that there is a reasonable possibility that a material misstatement of the entity's financial statements will not be prevented, or detected and corrected, on a timely basis.

A significant deficiency is a deficiency, or a combination of deficiencies, in internal control that is less severe than a material weakness, yet important enough to merit attention by those charged with governance.

This communication is intended solely for the information and use of the Board of Directors and, if appropriate, management and is not intended to be, and should not be, used by anyone other than these specified parties.

Westcreek Metropolitan District No. 2
June 22, 2023
Page 4

We appreciate the opportunity to be of service to Westcreek Metropolitan District No. 2.

Sincerely,

Wipfli LLP

Wipfli LLP
Lakewood, CO
June 22, 2023

BASIC FINANCIAL STATEMENTS

WESTCREEK METROPOLITAN DISTRICT NO. 2
STATEMENT OF NET POSITION
DECEMBER 31, 2022

| | Governmental Activities |
|--------------------------------------|----------------------------|
| ASSETS | |
| Cash and Investments | \$ 27,683 |
| Cash and Investments - Restricted | 514,834 |
| Receivable - County Treasurer | 1,291 |
| Due From Other Districts | 1,163 |
| Property Taxes Receivable | 203,170 |
| Prepaid Expenses | 2,076 |
| Total Assets | 750,217 |
| LIABILITIES | |
| Accounts Payable | 6,281 |
| Accrued Interest Payable | 34,938 |
| Noncurrent Liabilities: | |
| Due in More Than One Year | 7,800,000 |
| Total Liabilities | 7,841,219 |
| DEFERRED INFLOWS OF RESOURCES | |
| Property Tax Revenues | 203,170 |
| Total Deferred Inflows of Resources | 203,170 |
| NET POSITION | |
| Restricted for: | |
| Emergency Reserves | 1,200 |
| Debt Service | 157,175 |
| Unrestricted | (7,452,547) |
| Total Net Position | \$ (7,294,172) |

See accompanying Notes to Basic Financial Statements.

WESTCREEK METROPOLITAN DISTRICT NO. 2
STATEMENT OF ACTIVITIES
YEAR ENDED DECEMBER 31, 2022

| | | Program Revenues | | | Net Revenues (Expenses) and Change in Net Position |
|---|------------|----------------------------|--|--|---|
| FUNCTIONS/PROGRAMS | Expenses | Charges for Services | Operating Grants and Contributions | Capital Grants and Contributions | Governmental Activities |
| Primary Government: | | | | | |
| Governmental Activities: | | | | | |
| General Government | \$ 32,791 | \$ - | \$ - | \$ - | \$ (32,791) |
| Interest and Related Costs on Long-Term Debt | 425,795 | - | 196,896 | - | (228,899) |
| Total Governmental Activities | \$ 458,586 | \$ - | \$ 196,896 | \$ - | (261,690) |
| GENERAL REVENUES | | | | | |
| Property Taxes | | | | | 204,232 |
| Specific Ownership Taxes | | | | | 18,003 |
| Net Investment Income | | | | | 11,121 |
| Total General Revenues | | | | | 233,356 |
| CHANGE IN NET POSITION | | | | | |
| Net Position - Beginning of Year | | | | | (7,265,838) |
| NET POSITION - END OF YEAR | | | | | |
| | | | | | \$ (7,294,172) |

See accompanying Notes to Basic Financial Statements.

**WESTCREEK METROPOLITAN DISTRICT NO. 2
BALANCE SHEET
GOVERNMENTAL FUNDS
DECEMBER 31, 2022**

| ASSETS | General | Debt Service | Total Governmental Fund |
|--|------------------|-------------------|-------------------------------|
| Cash and Investments | \$ 27,683 | \$ - | \$ 27,683 |
| Cash and Investments - Restricted | 1,200 | 513,634 | 514,834 |
| Receivable - County Treasurer | 215 | 1,076 | 1,291 |
| Due From Other Districts | - | 1,163 | 1,163 |
| Property Taxes Receivable | 33,862 | 169,308 | 203,170 |
| Prepaid Expenses | 2,076 | - | 2,076 |
| | \$ 65,036 | \$ 685,181 | 750,217 |
| LIABILITIES, DEFERRED INFLOWS OF RESOURCES, AND FUND BALANCES | | | |
| LIABILITIES | | | |
| Accounts Payable | 6,281 | - | 6,281 |
| Total Liabilities | 6,281 | - | 6,281 |
| DEFERRED INFLOWS OF RESOURCES | | | |
| Deferred Property Tax | 33,862 | 169,308 | 203,170 |
| Total Deferred Inflows of Resources | 33,862 | 169,308 | 203,170 |
| FUND BALANCES | | | |
| Nonspendable: | | | |
| Prepaid Expense | 2,076 | - | 2,076 |
| Restricted for: | | | |
| Emergency Reserves | 1,200 | - | 1,200 |
| Debt Service | - | 515,873 | 515,873 |
| Unassigned | 21,617 | - | 21,617 |
| Total Fund Balances | 24,893 | 515,873 | 540,766 |
| Total Liabilities, Deferred Inflows of Resources, and Fund Balances | \$ 65,036 | \$ 685,181 | |

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

Long-term liabilities, including bonds payable, are not due and payable in the current period and, therefore, are not reported in the funds.

| | |
|-----------------------|--------------------|
| Bonds Payable | (7,800,000) |
| Accrued Bond Interest | (34,938) |
| | <u>(7,834,938)</u> |

Net Position of Governmental Activities

\$ (7,294,172)

See accompanying Notes to Basic Financial Statements.

WESTCREEK METROPOLITAN DISTRICT NO. 2
STATEMENT OF REVENUES, EXPENDITURES, AND CHANGES IN FUND BALANCES
GOVERNMENTAL FUNDS
YEAR ENDED DECEMBER 31, 2022

| | General | Debt Service | Total Governmental Funds |
|---|-----------|-----------------|--------------------------------|
| REVENUES | | | |
| Property Taxes | \$ 34,039 | \$ 170,193 | \$ 204,232 |
| Specific Ownership Taxes | 3,000 | 15,003 | 18,003 |
| Interest Income | 623 | 10,498 | 11,121 |
| Total Revenues | 37,662 | 195,694 | 233,356 |
| EXPENDITURES | | | |
| Accounting | 16,724 | - | 16,724 |
| County Treasurer's Fees | 511 | 2,545 | 3,056 |
| Dues and Subscriptions | 279 | - | 279 |
| Audit | 4,500 | - | 4,500 |
| Election | 809 | - | 809 |
| Insurance and Bonds | 2,140 | - | 2,140 |
| Legal Services | 7,828 | - | 7,828 |
| Bond Interest - Senior Bonds | - | 419,250 | 419,250 |
| Paying Agent/Trustee Fees | - | 4,000 | 4,000 |
| Total Expenditures | 32,791 | 425,795 | 458,586 |
| EXCESS OF REVENUES OVER (UNDER) EXPENDITURES | 4,871 | (230,101) | (225,230) |
| OTHER FINANCING SOURCES (USES) | | | |
| Transfers from Westcreek MD No. 1 | - | 196,896 | 196,896 |
| Total Other Financing Sources (Uses) | - | 196,896 | 196,896 |
| NET CHANGE IN FUND BALANCES | 4,871 | (33,205) | (28,334) |
| Fund Balances - Beginning of Year | 20,022 | 549,078 | 569,100 |
| FUND BALANCES - END OF YEAR | \$ 24,893 | \$ 515,873 | \$ 540,766 |

See accompanying Notes to Basic Financial Statements.

WESTCREEK METROPOLITAN DISTRICT NO. 2
RECONCILIATION OF THE STATEMENT OF REVENUES, EXPENDITURES, AND CHANGES
IN FUND BALANCES OF THE GOVERNMENTAL FUNDS TO THE STATEMENT OF ACTIVITIES
YEAR ENDED DECEMBER 31, 2022

| | |
|--|--------------------|
| Net Change in Fund Balances - Total Governmental Funds | <u>\$ (28,334)</u> |
| Amounts reported for governmental activities in the statement of activities are different because: | |
| Change in Net Position of Governmental Activities | <u>\$ (28,334)</u> |

See accompanying Notes to Basic Financial Statements.

**WESTCREEK METROPOLITAN DISTRICT NO. 2
GENERAL FUND
STATEMENT OF REVENUES, EXPENDITURES, AND CHANGES IN FUND BALANCE –
BUDGET AND ACTUAL
YEAR ENDED DECEMBER 31, 2022**

| | Original and Final Budget | Actual Amounts | Variance with Final Budget Positive (Negative) |
|-----------------------------------|------------------------------|-------------------|---|
| REVENUES | | | |
| Property Taxes | \$ 33,931 | \$ 34,039 | \$ 108 |
| Specific Ownership Taxes | 2,714 | 3,000 | 286 |
| Interest Income | 23 | 623 | 600 |
| Total Revenues | <u>36,668</u> | <u>37,662</u> | <u>994</u> |
| EXPENDITURES | | | |
| Accounting | 19,000 | 16,724 | 2,276 |
| County Treasurer's Fees | 509 | 511 | (2) |
| Dues and Licenses | 300 | 279 | 21 |
| Audit | 3,500 | 4,500 | (1,000) |
| Insurance and Bonds | 2,300 | 2,140 | 160 |
| Legal Services | 7,000 | 7,828 | (828) |
| Election | 2,500 | 809 | 1,691 |
| Contingency | 595 | - | 595 |
| Total Expenditures | <u>35,704</u> | <u>32,791</u> | <u>2,913</u> |
| NET CHANGE IN FUND BALANCE | 964 | 4,871 | 3,907 |
| Fund Balance - Beginning of Year | <u>22,579</u> | <u>20,022</u> | <u>(2,557)</u> |
| FUND BALANCE - END OF YEAR | <u>\$ 23,543</u> | <u>\$ 24,893</u> | <u>\$ 1,350</u> |

See accompanying Notes to Basic Financial Statements.

WESTCREEK METROPOLITAN DISTRICT NO. 2
NOTES TO BASIC FINANCIAL STATEMENTS
DECEMBER 31, 2022

NOTE 1 DEFINITION OF REPORTING ENTITY

Westcreek Metropolitan District No. 2 (the District), a quasi-municipal corporation and political subdivision of the State of Colorado, located entirely in the Town of Parker, Douglas County, Colorado, was organized on January 9, 2007, and is governed pursuant to provisions of the Colorado Special District Act (Title 32, Article 1, Colorado Revised Statutes). The District was established to provide for the design, construction, acquisition, and financing of certain public improvements including street, safety protection, water, sanitation, storm drainage, mosquito control, and park and recreation facilities and improvements. The District operates pursuant to a Service Plan, as approved on November 7, 2006, by the Town of Parker. The first amendment to the service plan was approved on January 24, 2011. According to the amended service plan, the District's debt is limited to an Intergovernmental Agreement with District No. 1 whereby District No. 1 pledges its mill levy and other revenue sources for the payment of District No. 2's debt.

The District follows the Governmental Accounting Standards Board (GASB) accounting pronouncements, which provide guidance for determining which governmental activities, organizations, and functions should be included within the financial reporting entity. GASB pronouncements set 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 District has no employees and all operations and administrative functions are contracted.

The District is not financially accountable for any other organization, nor is the District a component unit of any other primary governmental entity, including District No. 1.

NOTE 2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

The more significant accounting policies of the District are described as follows:

Government-Wide and Fund Financial Statements

The government-wide financial statements include the statement of net position and the statement of activities. These financial statements include all of the activities of the District. The effect of interfund activity has been removed from these statements. Governmental activities are normally supported by taxes and intergovernmental revenues.

The statement of net position reports all financial and capital resources of the District. The difference between the sum of assets and deferred outflows and the sum of liabilities and deferred inflows is reported as net position.

WESTCREEK METROPOLITAN DISTRICT NO. 2
NOTES TO BASIC FINANCIAL STATEMENTS
DECEMBER 31, 2022

NOTE 2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

Government-Wide and Fund Financial Statements (Continued)

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.

Separate financial statements are provided for the governmental funds. 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 related cash flows.

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 major sources of revenue susceptible to accrual are property taxes. All other revenue items are considered to be measurable and available only when cash is received by the District. The District has determined that Developer advances are not considered as revenue susceptible to accrual. Expenditures, other than interest on long-term obligations, are recorded when the liability is incurred or the long-term obligation due.

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 general government, except those required to be accounted for in another fund.

The Debt Service Fund accounts for the resources accumulated and payments made for principal and interest on long-term general obligation debt of the governmental funds.

WESTCREEK METROPOLITAN DISTRICT NO. 2
NOTES TO BASIC FINANCIAL STATEMENTS
DECEMBER 31, 2022

NOTE 2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

Budgets

In accordance with the State Budget Law, the District's Board of Directors holds public hearings in the fall each year to approve the budget and appropriate the funds for the ensuing year. The appropriation is at the total fund expenditures and other financing uses level and lapses at year-end. 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.

Pooled Cash and Investments

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 single bank account. 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.

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 or if in equal installments, at the taxpayer's election, in February and June. Delinquent taxpayers are notified in August and generally sales of the tax liens on delinquent properties are 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 inflow of resources in the year they are levied and measurable. The unearned property tax revenues are recorded as revenue in the year they are available or collected.

Deferred Inflows of Resources

In addition to liabilities, the statement of net position reports 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 and so will not be recognized as an inflow of resources (revenue) until that time. The District has one item that qualifies for reporting in this category. Accordingly, the item, *deferred property tax revenue*, is deferred and recognized as an inflow of resources in the period that the amount becomes available.

WESTCREEK METROPOLITAN DISTRICT NO. 2
NOTES TO BASIC FINANCIAL STATEMENTS
DECEMBER 31, 2022

NOTE 2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

Equity

Net Position

For government-wide presentation purposes 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.

Fund Balance

Fund balance for governmental funds should be reported in classifications that comprise a hierarchy based on the extent to which the government is bound to honor constraints on the specific purposes for which spending can occur. Governmental funds report up to five classifications of fund balance: nonspendable, restricted, committed, assigned, and unassigned. Because circumstances differ among governments, not every government or every governmental fund will present all of these components. The following classifications describe the relative strength of the spending constraints:

Nonspendable Fund Balance – The portion of fund balance that cannot be spent because it is either not in spendable form (such as prepaid amounts or inventory) or legally or contractually required to be maintained intact.

Restricted Fund Balance – The portion of fund balance that is constrained to being used for a specific purpose by external parties (such as bondholders), constitutional provisions, or enabling legislation.

Committed Fund Balance – The portion of fund balance that can only be used for specific purposes pursuant to constraints imposed by 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 – The portion of fund balance that is constrained by the government's intent to be used for specific purposes, but is neither restricted nor committed. Intent is expressed by the Board of Directors to be used for a specific purpose. Constraints imposed on the use of assigned amounts are more easily removed or modified than those imposed on amounts that are classified as committed.

Unassigned Fund Balance – The residual portion of fund balance that does not meet any of the criteria described above.

If more than one classification of fund balance is available for use when an expenditure is incurred, it is the District's practice to use the most restrictive classification first.

WESTCREEK METROPOLITAN DISTRICT NO. 2
NOTES TO BASIC FINANCIAL STATEMENTS
DECEMBER 31, 2022

NOTE 3 CASH AND INVESTMENTS

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

Statement of Net Position:

| | |
|-----------------------------------|-------------------|
| Cash and Investments | \$ 27,683 |
| Cash and Investments - Restricted | 514,834 |
| Total Cash and Investments | <u>\$ 542,517</u> |

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

| | |
|--------------------------------------|-------------------|
| Deposits with Financial Institutions | \$ 21,470 |
| Investments | 521,047 |
| Total Cash and Investments | <u>\$ 542,517</u> |

Cash Deposits

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 regulators. 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 for all the uninsured public deposits as a group is to be maintained by another institution or held in trust. The market value of the collateral must be at least 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.

At December 31, 2022, the District's cash deposits had a bank and carrying balance of \$21,470.

Investments

The District's formal investment policy is to follow state statutes regarding investments.

The District generally limits its concentration of investments to those noted with an asterisk (*) below, which are believed to have minimal credit risk, minimal interest rate risk and no foreign currency risk. Additionally, the District is not subject to concentration risk or investment custodial risk disclosure requirements for investments that are in the possession of another party.

Colorado revised statutes limit investment maturities to five years or less unless formally approved by the Board of Directors. Such actions are generally associated with a debt service reserve or sinking fund requirements.

**WESTCREEK METROPOLITAN DISTRICT NO. 2
NOTES TO BASIC FINANCIAL STATEMENTS
DECEMBER 31, 2022**

NOTE 3 CASH AND INVESTMENTS (CONTINUED)

Investments (Continued)

Colorado statutes specify investment instruments meeting defined rating and risk criteria in which local governments may invest which include:

- . Obligations of the United States, certain U.S. government agency securities of the World Bank
- . Certain international agency securities
- . General obligation and revenue bonds of U.S. local government entities
- . Certain certificates of participation
- . Certain securities lending agreements
- . Bankers' acceptances of certain banks
- . Commercial paper
- . Written repurchase agreements collateralized by certain authorized securities
- . Certain money market funds
- . Guaranteed investment contracts
- * Local government investment pools

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

| <u>Investment</u> | <u>Maturity</u> | <u>Amount</u> |
|-------------------|-----------------------------------|---------------|
| ColoTrust Plus | Weighted-Average Under 60 Days | \$ 521,047 |

COLOTRUST

The District invested in the Colorado Local Government Liquid Asset Trust (COLOTRUST) (the Trust), an investment vehicle established for local government entities in Colorado to pool surplus funds. The State Securities Commissioner administers and enforces all State statutes governing the Trust. The Trust currently offers three portfolios – COLOTRUST PRIME, COLOTRUST PLUS+, and COLOTRUST EDGE.

COLOTRUST PRIME and COLOTRUST PLUS+, which operate similarly to a money market fund and each share is equal in value to \$1.00, offer daily liquidity. Both portfolios may invest in U.S. Treasury securities and repurchase agreements collateralized by U.S. Treasury securities. COLOTRUST PLUS+ may also invest in certain obligations of U.S. government agencies, highest rated commercial paper, and any security allowed under CRS 24-75-601.

COLOTRUST EDGE, a variable Net Asset Value (NAV) Local Government Investment Pool, offers weekly liquidity and is managed to approximate a \$10.00 transactional share price. COLOTRUST EDGE may invest in securities authorized by CRS 24-75-601, including U.S. Treasury securities, repurchase agreements collateralized by U.S. Treasury securities, certain obligations of U.S. government agencies, highest rated commercial paper, and any security allowed under CRS 24-75-601.

**WESTCREEK METROPOLITAN DISTRICT NO. 2
NOTES TO BASIC FINANCIAL STATEMENTS
DECEMBER 31, 2022**

NOTE 3 CASH AND INVESTMENTS (CONTINUED)

COLOTRUST (Continued)

A designated custodial bank serves as custodian for the Trust's portfolios pursuant to a custodian agreement. The custodian acts as safekeeping agent for the Trust's investment portfolios and provides services as the depository in connection with direct investments and withdrawals. The custodian's internal records segregate investments owned by the Trust. COLOTRUST PRIME and COLOTRUST PLUS+ are rated AAAM by Standard & Poor's. COLOTRUST EDGE is rated AAAs/S1 by Fitch Ratings. COLOTRUST records its investments at fair value and the District records its investment in COLOTRUST at net asset value as determined by fair value. There are no unfunded commitments, the redemption frequency is daily or weekly, and there is no redemption notice period.

NOTE 4 LONG-TERM OBLIGATIONS

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

| | Balance - December 31, 2021 | Additions | Reductions | Balance - December 31, 2022 | Due Within One Year |
|--------------------------|-----------------------------------|-------------|-------------|-----------------------------------|---------------------------|
| Governmental Activities: | | | | | |
| G.O. Limited Tax Bonds | | | | | |
| Series 2019A Bonds | \$ 7,800,000 | \$ - | \$ - | \$ 7,800,000 | \$ - |
| Total | <u>\$ 7,800,000</u> | <u>\$ -</u> | <u>\$ -</u> | <u>\$ 7,800,000</u> | <u>\$ -</u> |

The details of the District's long-term obligations are as follows:

Limited Tax General Obligation Bonds, Series 2019A (the Series 2019A Bonds)

Bond Details

The District issued the Series 2019A Bonds on April 3, 2019, in the par amount of \$7,800,000. Proceeds from the sale of the Series 2019A Bonds were applied to: (a) pay for a portion of the costs of acquiring, constructing, and installing certain public improvements; (b) fund the Reserve Fund; (c) fund capitalized interest; and (d) pay the costs of issuance of the Series 2019A Bonds.

The Series 2019A Bonds bear interest at the rate of 5.375% and are payable semiannually on June 1 and December 1, commencing June 1, 2019. Annual mandatory sinking fund principal payments are due on December 1, beginning on December 1, 2024. The Series 2019A Bonds mature on December 1, 2048. To the extent the principal of any Series 2019A Bond is not paid when due, such principal will remain outstanding until paid and continue to bear interest at the rate borne by the Series 2019A Bonds, subject to discharge on December 1, 2060. To the extent interest is not paid when due, such interest shall compound semiannually on each June 1 and December 1. The District shall not be obligated to pay more than the amount permitted by law and its electoral authorization in repayment of the Series 2019A Bonds.

WESTCREEK METROPOLITAN DISTRICT NO. 2
NOTES TO BASIC FINANCIAL STATEMENTS
DECEMBER 31, 2022

NOTE 4 LONG TERM OBLIGATIONS (CONTINUED)

Optional Redemption

The Series 2019A Bonds are subject to redemption prior to maturity, at the option of the District, on June 1, 2024, and on any date thereafter, upon payment of par, accrued interest, and a redemption premium equal to a percentage of the principal amount so redeemed, as follows:

| <u>Date of Redemption</u> | <u>Redemption Premium</u> |
|------------------------------|---------------------------|
| June 1, 2024 to May 31, 2025 | 3.00% |
| June 1, 2025 to May 31, 2026 | 2.00 |
| June 1, 2026 to May 31, 2027 | 1.00 |
| June 1, 2027 and Thereafter | 0.00 |

District Required Mill Levy

Pursuant to the Indenture, the District has covenanted to impose an ad valorem mill levy upon all taxable property of the District each year in an amount that maintains the Relative Required Mill Levy Ratio and that would generate Property Tax Revenues which, together with the Taxing District Senior Property Tax Revenues, will be sufficient to pay the principal of, premium if any, and interest on the Series 2019A Bonds (less any amounts on deposit in the Series 2019A Bond Fund and, solely to the extent provided in the Indenture, the Surplus Fund and the Reserve Fund) and to replenish the Reserve Fund to the Reserve Requirement, but not in excess of 50 mills (Gallagher-Adjusted) less the Administrative Expenses Deduction.

For so long as the amount on deposit in the Surplus Fund is less than the Maximum Surplus Amount or any portion of the Surplus Fund is taken into account in determining the mill levy that would be sufficient to pay the principal of, premium if any, and interest on the Series 2019A Bonds, the District Required Mill Levy shall be equal to 40 mills (Gallagher-Adjusted), or such lesser amount that maintains the Relative Required Mill Levy Ratio which, if imposed by the District for collection in the succeeding calendar year, would, together with the Taxing District Senior Property Tax Revenues, generate Property Tax Revenues (A) sufficient to pay the principal of, premium if any, and interest on the Series 2019A Bonds, to replenish the Reserve Fund to the Reserve Requirement, and to fully fund the Surplus Fund to the Maximum Surplus Amount, or (B) which, when combined with the Taxing District Senior Property Tax Revenues and with moneys in the Bond Fund, the Surplus Fund, and the Reserve Fund, will pay the Series 2019A Bonds in full in the year such levy is collected.

WESTCREEK METROPOLITAN DISTRICT NO. 2
NOTES TO BASIC FINANCIAL STATEMENTS
DECEMBER 31, 2022

NOTE 4 LONG TERM OBLIGATIONS (CONTINUED)

Taxing District Senior Required Mill Levy

Pursuant to a Senior Capital Pledge Agreement by and among the District, Westcreek District No. 1 (District No. 1 or the Taxing District), and the Trustee (the Senior Pledge Agreement), District No. 1 has covenanted to impose an ad valorem mill levy upon all taxable property of District No. 1 each year in an amount determined by the District that maintains the Relative Required Mill Levy Ratio and that would generate Taxing District Senior Property Tax Revenues, which, together with the District Property Tax Revenues, will be equal to the Annual Financing Costs, but not in excess of 35 mills (Gallagher-Adjusted) less the Administrative Expenses Deduction.

For so long as the amount on deposit in the Surplus Fund is less than the Maximum Surplus Amount (or to the extent otherwise required by any Additional Senior Obligation document to fund Financing Costs) or any portion of the Surplus Fund is taken into account in determining the mill levy that would be sufficient to pay the principal of, premium if any, and interest on the Series 2019A Bonds, the Taxing District Senior Required Mill Levy shall be equal to 30 mills (Gallagher-Adjusted), or such lesser amount determined by the District that maintains the Relative Required Mill Levy Ratio, which together with the District Property Tax Revenue, would generate Taxing District Senior Property Tax Revenue sufficient (A) (i) to pay the principal of, premium if any, and interest on the Series 2019A Bonds and any additional Senior Obligations, (ii) to replenish the Reserve Fund to the Reserve Requirement and to replenish any reserve fund securing Additional Senior Obligations to the amount required by the applicable Additional Senior Obligation Document, and (iii) to fully fund the Surplus Fund to the Maximum Surplus Amount and to fund any other surplus fund securing Additional Senior Obligations to the amount required by the applicable Additional Senior Obligation Document, or (B) when combined with moneys then on deposit in the Series 2019A Bond Fund, the Reserve Fund, and the Surplus Fund, and any similar funds available and securing Additional Senior Obligations in accordance with the applicable Additional Senior Obligation Document, will pay the Series 2019A Bonds and such Additional Senior Obligations in full in the year such mill levy is collected.

Relative Required Mill Levy

Pursuant to the Indenture, the Relative Required Mill Levy Ratio means the relationship of the District Required Mill Levy and the Taxing District Senior Required Mill Levy imposed by the District and the Taxing District, respectively, vis a vis each other represented by the imposition of 40 mills (Gallagher-Adjusted) by the District and 30 mills (Gallagher-Adjusted) by the Taxing District (i.e., a ratio of 40 (Gallagher-Adjusted as necessary for the District): 30 (Gallagher-Adjusted as necessary for the Taxing District)). As a result of the reduction in the residential assessment ratio for the 2017 mill levy year, the Relative Required Mill Levy Ratio, as adjusted pursuant to the definition of the Taxing District Senior Required Mill Levy, is 33.399 mills for the Taxing District and 40.000 mills for the District as of the date of issuance of the Series 2019A Bonds.

WESTCREEK METROPOLITAN DISTRICT NO. 2
NOTES TO BASIC FINANCIAL STATEMENTS
DECEMBER 31, 2022

NOTE 4 LONG TERM OBLIGATIONS (CONTINUED)

Gallagher-Adjusted

Gallagher-Adjusted means an increase or decrease (as applicable) to a mill levy imposed by the District or the Taxing District (to be made for mill levies imposed by each such District separately), to occur in the event the method of calculating assessed valuation has or is changed after January 1, 2006, such increases or decreases to be determined by the Board in good faith (in consultation with the Taxing District as it pertains to the Taxing District Senior Required Mill Levy) (such determination to be binding and final) so that to the extent possible, the actual tax revenues generated by the applicable mill levy, as adjusted, are neither diminished nor enhanced as a result of such changes. For purposes of the foregoing, a change in the ratio of actual valuation to assessed valuation shall be deemed to be a change in the method of calculating assessed valuation.

Administrative Expenses Deduction

The Administrative Expenses Deduction for each District means an ad valorem mill levy imposed upon all taxable property of the respective District in an amount sufficient to generate revenues resulting in an amount up to (a) for collection year 2020, \$35,000, and (b) for each year thereafter, an amount up to (i) the maximum Administrative Expenses Deduction for the prior year, plus (ii) 1% of the maximum Administrative Expenses Deduction for the prior year.

Pledged Revenue

District Pledged Revenue consists of the following, net of any costs of collection:

- (a) all Property Tax Revenue (generally defined as moneys derived by the District from the imposition by the District of the District Required Mill Levy);
- (b) all Specific Ownership Tax Revenue;
- (c) all Senior Pledge Agreement Revenue (which means all revenues pledged and payable by the Taxing District to the District and Trustee pursuant to the Senior Pledge Agreement);
- (d) all Capital Fees, if any; and,
- (e) any other legally available amounts which the District determines, in its absolute discretion, to credit to the Bond Fund.

Taxing District Senior Pledged Revenue consists of the following revenues pledged pursuant to the Senior Pledge Agreement, net of any costs of collection:

- (a) all Taxing District Senior Property Tax Revenue (generally defined as moneys derived by District No. 1 from the imposition by District No. 1 of the Taxing District Senior Required Mill Levy);
- (b) all Taxing District Specific Ownership Tax Revenue;
- (c) all Taxing District Capital Fees, if any.

Neither the District nor the Taxing District currently impose Capital Fees.

WESTCREEK METROPOLITAN DISTRICT NO. 2
NOTES TO BASIC FINANCIAL STATEMENTS
DECEMBER 31, 2022

NOTE 4 LONG TERM OBLIGATIONS (CONTINUED)

Pledged Revenue (Continued)

The Series 2019A Bonds are additionally secured by amounts on deposit in the Reserve Fund and by capitalized interest, both of which were funded from proceeds of the Series 2019A Bonds, and by amounts on deposit in the Surplus Fund. The Surplus Fund was not funded from proceeds of the Series 2019A Bonds.

Reserve Fund

The Series 2019A Bonds are also secured by amounts on deposit in the Reserve Fund in an amount equal to the Reserve Requirement of \$322,678. If a withdrawal is made from the Reserve Fund that reduces the balance below the Reserve Requirement, each District shall include in the computation of its next mill levy certification the amount necessary to replenish the Reserve Fund to the Reserve Requirement (subject to the limitations of the District Required Mill Levy and the Taxing District Senior Required Mill Levy).

It is intended that amounts in the Surplus Fund and the Project Fund are to be transferred to the Series 2019A Bond Fund prior to any transfer of moneys from the Reserve Fund to the Series 2019A Bond Fund. Amounts on deposit in the Reserve Fund on the final maturity date of the Series 2019A Bonds shall be applied to the payment of the Series 2019A Bonds on such date. The availability of such amount shall be taken into account in calculating the Required Mill Levy and the Taxing District Senior Required Mill Levy to be imposed in the levy year prior to the year of the final maturity of the Series 2019A Bonds.

Surplus Fund

The Series 2019A Bonds are further secured by amounts, if any, accumulated in the Surplus Fund up to the Maximum Surplus Amount of \$780,000. The Surplus Fund shall be funded solely from deposits of annual District Pledged Revenue and Taxing District Senior Pledged Revenue in excess of that needed to pay annual debt service. At the discretion of the District, amounts on deposit in the Surplus Fund (if any) may be taken into account in calculating the District Required Mill Levy and the Taxing District Senior Required Mill Levy.

On the final maturity date of the Series 2019A Bonds, amounts on deposit in the Surplus Fund (if any) shall be applied to the payment of the Series 2019A Bonds and the availability of such amount shall be taken into account in calculating the District Required Mill Levy and the Taxing District Senior Required Mill Levy to be imposed in the levy year prior to the year of the final maturity of the Series 2019A Bonds. The balance in the Surplus Fund as of December 31, 2022, was \$-0-.

WESTCREEK METROPOLITAN DISTRICT NO. 2
NOTES TO BASIC FINANCIAL STATEMENTS
DECEMBER 31, 2022

NOTE 4 LONG TERM OBLIGATIONS (CONTINUED)

Series 2019A Bonds Debt Service

The District's long-term obligations relating to the Senior 2019 Bonds will mature as follows:

| <u>Year Ending December 31,</u> | <u>Principal</u> | <u>Interest</u> | <u>Total</u> |
|---------------------------------|---------------------|---------------------|----------------------|
| 2023 | \$ - | \$ 419,250 | \$ 419,250 |
| 2024 | 100,000 | 419,250 | 519,250 |
| 2025 | 105,000 | 413,875 | 518,875 |
| 2026 | 120,000 | 408,231 | 528,231 |
| 2027 | 130,000 | 401,781 | 531,781 |
| 2028-2032 | 850,000 | 1,889,850 | 2,739,850 |
| 2033-2037 | 1,265,000 | 1,619,756 | 2,884,756 |
| 2038-2042 | 1,800,000 | 1,225,501 | 3,025,501 |
| 2043-2047 | 2,500,000 | 670,532 | 3,170,532 |
| 2048 | 930,000 | 49,987 | 979,987 |
| Total | <u>\$ 7,800,000</u> | <u>\$ 7,518,013</u> | <u>\$ 15,318,013</u> |

The District has no operating or capital leases.

Authorized Debt

On November 7, 2006 and January 24, 2011, a majority of the qualified electors of the District who voted in the election authorized the issuance of indebtedness in an amount not to exceed \$153,000,000. In the January 24, 2006 election, a majority of the qualified electors of the District voted solely for a phased tax increase up to \$800,000 annually. Remaining authorized but unissued debt at December 31, 2022, is as follows:

| | <u>Authorized November 7, 2006 Election</u> | <u>Authorized January 24, 2011 Election</u> | <u>Authorization Used Series 2019A</u> | <u>Remaining at December 31, 2022</u> |
|-----------------------------|---|---|--|---|
| Streets | \$ 2,000,000 | \$ 15,000,000 | \$ 6,633,146 | \$ 10,366,854 |
| Water | 2,000,000 | 15,000,000 | 770,253 | 16,229,747 |
| Sanitary Sewer | 2,000,000 | 15,000,000 | 228,039 | 16,771,961 |
| Parks and Recreation | 2,000,000 | 15,000,000 | - | 17,000,000 |
| Traffic and Safety | 2,000,000 | 15,000,000 | 168,562 | 16,831,438 |
| Public Transportation | 2,000,000 | 15,000,000 | - | 17,000,000 |
| Operations and Maintenance | 2,000,000 | 15,000,000 | - | 17,000,000 |
| Debt Refunding | 2,000,000 | 15,000,000 | - | 17,000,000 |
| Intergovernmental Contracts | 2,000,000 | 15,000,000 | - | 17,000,000 |
| Total | <u>\$ 18,000,000</u> | <u>\$ 135,000,000</u> | <u>\$ 7,800,000</u> | <u>\$ 145,200,000</u> |

Pursuant to the Service Plan, District No. 1 and No. 2 are permitted to issue bond indebtedness of up to \$7,800,000 combined. The District has issued all debt under their service plan cap. In the future, the District will require a service plan amendment if they choose to issue a portion 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.

WESTCREEK METROPOLITAN DISTRICT NO. 2
NOTES TO BASIC FINANCIAL STATEMENTS
DECEMBER 31, 2022

NOTE 5 NET POSITION

The District has net position consisting of two components – restricted and unrestricted.

Restricted net position includes net position that is restricted for use either externally imposed by creditors, grantors, contributors, or laws and regulations of other governments or imposed by law through constitutional provisions or enabling legislation. The District had restricted net position as of December 31, 2022, as follows:

| | |
|-------------------------------|-------------------|
| Restricted Net Position: | |
| Emergency Reserves | \$ 1,200 |
| Debt Service | 157,175 |
| Total Restricted Net Position | <u>\$ 158,375</u> |

The District has a deficit in unrestricted net position. This deficit amount is a result of the District being responsible for the repayment of bonds issued for public improvements which were conveyed to other entities and which costs were removed from the District's financial records.

NOTE 6 RELATED PARTY

The Developer of the property which constitutes the District is Westcreek Metro District Holdings, LLC. The majority members of the Board of Directors are employees, owners or otherwise associated with the Developer, and may have conflicts of interest in dealing with the District.

NOTE 7 RISK MANAGEMENT

The District is exposed to various risks of loss related to torts; thefts of, damage to, or destruction of assets; errors or omissions; injuries to employees; or acts of God.

The District is a member of the Colorado Special Districts Property and Liability Pool (the Pool). The Pool is an organization created by intergovernmental agreement to provide property, liability, public officials' liability, boiler and machinery, and workers' compensation coverage to its members. Settled claims have not exceeded this coverage in any of the past three fiscal years.

The District pays annual premiums to the Pool for liability, property, and public officials' liability coverage. In the event aggregated losses incurred by the Pool exceed amounts recoverable from reinsurance contracts and funds accumulated by the Pool, the Pool may require additional contributions from the Pool 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.

WESTCREEK METROPOLITAN DISTRICT NO. 2
NOTES TO BASIC FINANCIAL STATEMENTS
DECEMBER 31, 2022

NOTE 8 TAX, SPENDING, AND DEBT LIMITATIONS

Article X, Section 20 of the Colorado Constitution, commonly known as the Taxpayer's 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 7, 2006, the District's voters elected to increase property taxes \$100,000, annually, or by lessor amount as may be necessary to pay the District's operational and maintenance costs, such taxes to consist of an ad valorem mill levy imposed without limitation of rate or with such limitations as may be determined by the board.

SUPPLEMENTARY INFORMATION

**WESTCREEK METROPOLITAN DISTRICT NO. 2
DEBT SERVICE FUND
SCHEDULE OF REVENUES, EXPENDITURES, AND CHANGES IN FUND BALANCE –
BUDGET AND ACTUAL
YEAR ENDED DECEMBER 31, 2022**

| | Original and Final Budget | Actual Amounts | Variance with Final Budget Positive (Negative) |
|---|------------------------------|-------------------|---|
| REVENUES | | | |
| Property Taxes | \$ 169,654 | \$ 170,193 | \$ 539 |
| Specific Ownership Taxes | 13,572 | 15,003 | 1,431 |
| Interest Income | 529 | 10,498 | 9,969 |
| Total Revenues | <u>183,755</u> | <u>195,694</u> | <u>11,939</u> |
| EXPENDITURES | | | |
| County Treasurer's Fees | 2,545 | 2,545 | - |
| Bond Interest - Senior Bonds | 419,250 | 419,250 | - |
| Paying Agent/Trustee Fees | 4,000 | 4,000 | - |
| Total Expenditures | <u>425,795</u> | <u>425,795</u> | <u>-</u> |
| EXCESS OF REVENUES OVER (UNDER) EXPENDITURES | (242,040) | (230,101) | 11,939 |
| OTHER FINANCING SOURCES (USES) | | | |
| Transfer from Westcreek MD No. 1 | 195,186 | 196,896 | 1,710 |
| Total Other Financing Sources (Uses) | <u>195,186</u> | <u>196,896</u> | <u>1,710</u> |
| NET CHANGE IN FUND BALANCE | (46,854) | (33,205) | 13,649 |
| Fund Balance - Beginning of Year | <u>549,698</u> | <u>549,078</u> | <u>(620)</u> |
| FUND BALANCE - END OF YEAR | <u>\$ 502,844</u> | <u>\$ 515,873</u> | <u>\$ 13,029</u> |

OTHER INFORMATION - UNAUDITED

WESTCREEK METROPOLITAN DISTRICT NO. 2
SCHEDULE OF DEBT SERVICE REQUIREMENTS TO MATURITY
DECEMBER 31, 2022

\$7,800,000
2019A General Obligation Bonds
Principal Payable December 1
5.375% Interest Payable
June 1 and December 1

| <u>Year Ending December 31,</u> | <u>Principal</u> | <u>Interest</u> | <u>Total</u> |
|---------------------------------|---------------------|---------------------|----------------------|
| 2023 | \$ - | \$ 419,250 | \$ 419,250 |
| 2024 | 100,000 | 419,250 | 519,250 |
| 2025 | 105,000 | 413,875 | 518,875 |
| 2026 | 120,000 | 408,231 | 528,231 |
| 2027 | 130,000 | 401,781 | 531,781 |
| 2028 | 145,000 | 394,794 | 539,794 |
| 2029 | 155,000 | 387,000 | 542,000 |
| 2030 | 170,000 | 378,669 | 548,669 |
| 2031 | 180,000 | 369,531 | 549,531 |
| 2032 | 200,000 | 359,856 | 559,856 |
| 2033 | 215,000 | 349,106 | 564,106 |
| 2034 | 235,000 | 337,550 | 572,550 |
| 2035 | 250,000 | 324,919 | 574,919 |
| 2036 | 275,000 | 311,481 | 586,481 |
| 2037 | 290,000 | 296,700 | 586,700 |
| 2038 | 315,000 | 281,113 | 596,113 |
| 2039 | 330,000 | 264,181 | 594,181 |
| 2040 | 360,000 | 246,444 | 606,444 |
| 2041 | 380,000 | 227,094 | 607,094 |
| 2042 | 415,000 | 206,669 | 621,669 |
| 2043 | 435,000 | 184,363 | 619,363 |
| 2044 | 470,000 | 160,981 | 630,981 |
| 2045 | 495,000 | 135,719 | 630,719 |
| 2046 | 535,000 | 109,113 | 644,113 |
| 2047 | 565,000 | 80,356 | 645,356 |
| 2048 | 930,000 | 49,987 | 979,987 |
| Total | <u>\$ 7,800,000</u> | <u>\$ 7,518,013</u> | <u>\$ 15,318,013</u> |

WESTCREEK METROPOLITAN DISTRICT NO. 2
SCHEDULE OF ASSESSED VALUATION, MILL LEVY, AND PROPERTY TAXES COLLECTED
DECEMBER 31, 2022

| Year Ending December 31, | Prior Year Assessed Valuation for Current Year Property Tax Levy | Mills Levied for | | Total Property Taxes | | Percent Collected to Levied |
|-----------------------------|---|------------------|--------------|----------------------|-----------|-----------------------------------|
| | | General | Debt Service | Levied | Collected | |
| 2018 | \$ 1,810,900 | 50.000 | 0.000 | \$ 90,545 | \$ 90,545 | 100.00 % |
| 2019 | 1,793,670 | 50.000 | 0.000 | 89,684 | 89,684 | 100.00 |
| 2020 | 1,953,570 | 10.000 | 40.000 | 97,679 | 97,679 | 100.00 |
| 2021 | 4,415,980 | 8.000 | 40.000 | 211,967 | 211,967 | 100.00 |
| 2022 | 4,241,350 | 8.000 | 40.000 | 203,585 | 204,232 | 100.00 |
| Estimated for the Year | | | | | | |
| <u>Ending December 31,</u> | | | | | | |
| 2023 | \$ 4,232,710 | 8.000 | 40.000 | \$ 203,170 | | |

**CONTINUING DISCLOSURE OF ANNUAL INFORMATION AS
REQUIRED BY THE LIMITED TAX GENERAL OBLIGATION
REFUNDING BONDS, SERIES 2019**

**WESTCREEK METROPOLITAN DISTRICT NO. 2
CONTINUING DISCLOSURE OF ANNUAL INFORMATION AS REQUIRED BY
THE LIMITED TAX GENERAL OBLIGATION REFUNDING BONDS, SERIES 2019
DECEMBER 31, 2022**

2022 Assessed and "Actual" Valuation of Classes of Property in the District

| <u>Class</u> | <u>Assessed Valuation</u> | <u>Percent of Assessed Valuation</u> | <u>"Actual" Valuation</u> | <u>Percent of "Actual" Valuation</u> |
|----------------|-------------------------------|--|-------------------------------|--|
| Commercial | \$ 3,763,570 | 77.57 % | \$ 12,977,836 | 77.04 % |
| State assessed | 6,000 | 0.01 | 20,655 | - |
| Vacant Land | 463,140 | 22.42 | 1,597,088 | 22.96 |
| Total | <u>\$ 4,232,710</u> | <u>100.00 %</u> | <u>\$ 14,595,579</u> | <u>100.00 %</u> |

2022 Largest Taxpayers Within the District

| <u>Name</u> | <u>2022 Assessed Valuation¹</u> | <u>Percent of Total Assessed Valuation</u> |
|-------------------------------------|--|--|
| Parker Hotel Investors LLC | \$ 2,850,670 | 67.35 % |
| BGN Ventures LTD | 594,500 | 14.05 |
| Nexgen Westcreek Holdings LLC | 402,190 | 9.50 |
| Buchtel Realty Investors Parker LLC | 278,320 | 6.58 |
| FR Extex LLC | 30,270 | 0.72 |
| 7-Eleven INC | 14,910 | 0.35 |
| Dwellings LLC | 14,600 | 0.34 |
| Big 5 Sporting Goods | 10,570 | 0.25 |
| Total | <u>\$ 4,196,030</u> | <u>99.14 %</u> |

¹ Based on the 2022 Lot by Lot report received from the county on March 1, 2023 with valuation of \$4,232,710