

**WINDSHIRE PARK METROPOLITAN DISTRICT
DISTRICT NO. 2**

BASIC FINANCIAL STATEMENTS

December 31, 2017

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July 31, 2018

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FINANCIAL SECTION



JOHN CUTLER & ASSOCIATES

Board of Directors
Windshire Park Metropolitan District No. 2
Windsor, Colorado

INDEPENDENT AUDITORS' REPORT

Report on the Financial Statements

We have audited the accompanying financial statements of the governmental activities and each major fund of Windshire Park Metropolitan District No. 2, as of and for the year ended December 31, 2017, and the related notes to the financial statements, which collectively comprise the District's basic financial statements as listed in the table of contents.

Management's Responsibility for the Financial Statements

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

Auditor's Responsibility

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

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

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

Opinions

In our opinion, the financial statements referred to above present fairly, in all material respects, the respective financial position of the governmental activities and each major fund the Windshire Park Metropolitan District No. 2, as of December 31, 2017 and the respective changes in financial position, thereof for the year then ended in accordance with accounting principles generally accepted in the United States of America.

Other Matters

Required Supplementary Information

Accounting principles generally accepted in the United States of America require that the budgetary comparison information on page 17 be presented to supplement the basic financial statements. Such information, although not a part of the basic financial statements, is required by the Governmental Accounting Standards Board who considers it to be an essential part of financial reporting for placing the basic financial statements in an appropriate operational, economic, or historical context. We have applied certain limited procedures to the required supplementary information in accordance with auditing standards generally accepted in the United States of America, which consisted of inquiries of management about the methods of preparing the information and comparing the information for consistency with management's responses to our inquiries, the basic financial statements, and other knowledge we obtained during our audit of the basic financial statements. We do not express an opinion or provide any assurance on the information because the limited procedures do not provide us with sufficient evidence to express an opinion or provide any assurance.

Management has not presented the management's discussion and analysis that governmental accounting principles generally accepted in the United States of America require to be presented to supplement the basic financial statements. Such missing information, although not a part of the basic financial statements, is required by the Governmental Accounting Standards Board, who considers it to be an essential part of financial reporting for placing the basic financial statements in an appropriate operational, economic, or historical context. Our opinion is not affected by this missing information.

John Cutler & Associates, LLC

July 31, 2018

BASIC FINANCIAL STATEMENTS

WINDSHIRE PARK METROPOLITAN DISTRICT NO. 2

STATEMENT OF NET POSITION

As of December 31, 2017

	Governmental Activities	
	2017	2016
ASSETS		
Restricted Cash and Investments	\$ 841,293	\$ 2,793
Receivable from District 1	-	2,025
Property Taxes Receivable	230,847	210,464
 TOTAL ASSETS	 <u>1,072,140</u>	 <u>215,282</u>
LIABILITIES AND DEFERRED INFLOWS OF RESOURCES		
Accrued Interest	31,227	8,872
Noncurrent Liabilities		
Due within One Year	-	40,000
Due in More than One Year	7,925,072	2,765,000
 TOTAL LIABILITIES	 <u>7,956,299</u>	 <u>2,813,872</u>
DEFERRED INFLOWS OF RESOURCES		
Deferred Property Taxes	230,847	210,464
NET POSITION		
Reserved for Emergencies	6,900	7,000
Unrestricted, Unreserved	(7,121,906)	(2,816,054)
 TOTAL NET POSITION	 <u>\$ (7,115,006)</u>	 <u>\$ (2,809,054)</u>

See the accompanying independent auditors' report.

WINDSHIRE PARK METROPOLITAN DISTRICT NO. 2

STATEMENT OF ACTIVITIES
Year Ended December 31, 2017

FUNCTIONS/PROGRAMS	Expenses	Program Revenues Charges for Services	Net (Expense) Revenue and Changes in Net Position	
			Governmental Activities	
			2017	2016
PRIMARY GOVERNMENT				
Governmental Activities				
General Government	\$ 477,275	\$ -	\$ (477,275)	\$ (3,106)
Interest on Long-Term Debt	230,800	-	(230,800)	(110,462)
Total Governmental Activities	<u>\$ 708,075</u>	<u>\$ -</u>	(708,075)	(113,568)
GENERAL REVENUES				
Property Taxes			208,440	221,767
Specific Ownership Taxes			18,048	-
Interest			2,915	231
SPECIAL ITEMS				
Transfer from District 1			64,060	-
Transfer to District 1			(3,956,340)	(3,003)
TOTAL GENERAL REVENUES AND SPECIAL ITEMS			<u>(3,662,877)</u>	<u>218,995</u>
CHANGE IN NET POSITION			(4,370,952)	105,427
NET POSITION, Beginning			(2,809,054)	(2,914,481)
Prior Period Adjustment			65,000	-
NET POSITION, Ending			<u>\$ (7,115,006)</u>	<u>\$ (2,809,054)</u>

See the accompanying independent auditors' report.

WINDSHIRE PARK METROPOLITAN DISTRICT NO. 2

BALANCE SHEET
GOVERNMENTAL FUNDS
As of December 31, 2017

	<u>GENERAL FUND</u>	
	<u>2017</u>	<u>2016</u>
ASSETS		
Restricted Cash and Investments	\$ 841,293	\$ 2,793
Receivable from District 1	-	2,025
Property taxes receivable	<u>230,847</u>	<u>210,464</u>
TOTAL ASSETS	<u>\$ 1,072,140</u>	<u>\$ 215,282</u>
DEFERRED INFLOWS OF RESOURCES AND FUND EQUITY		
DEFERRED INFLOWS OF RESOURCES		
Deferred Property Taxes	<u>\$ 230,847</u>	<u>\$ 210,464</u>
TOTAL DEFERRED INFLOWS OF RESOURCES	<u>230,847</u>	<u>210,464</u>
FUND EQUITY		
Fund Balance		
Restricted for Emergencies	6,900	7,000
Unassigned	<u>834,393</u>	<u>(2,182)</u>
TOTAL FUND EQUITY	<u>841,293</u>	<u>4,818</u>
Amounts reported for governmental activities in the statement of net position are different because:		
Long-term liabilities are not due and payable in the current period and are not reported in the funds. This includes bonds payable (\$7,400,000), bond premium (\$525,072), and accrued interest of (\$31,227).	<u>(7,956,299)</u>	<u>(2,813,872)</u>
Net position of governmental activities	<u>\$ (7,115,006)</u>	<u>\$ (2,809,054)</u>

See the accompanying independent auditors' report.

WINDSHIRE PARK METROPOLITAN DISTRICT NO. 2

STATEMENT OF REVENUES, EXPENDITURES
AND CHANGES IN FUND BALANCES - GOVERNMENTAL FUNDS
Year Ended December 31, 2017

	GENERAL FUND	
	2017	2016
REVENUES		
Property Taxes	\$ 208,440	\$ 221,767
Specific Ownership Taxes	18,048	-
Interest	2,915	231
TOTAL REVENUES	229,403	221,998
EXPENDITURES		
Current		
General Government	115,863	3,106
Debt Issuance Costs	361,412	-
Debt Service		
Principal	2,740,000	115,000
Interest	226,551	101,590
TOTAL EXPENDITURES	3,443,826	219,696
EXCESS OF REVENUES OVER (UNDER) EXPENSES	(3,214,423)	2,302
OTHER FINANCING SOURCES (USES)		
Proceeds from Issuance of Debt	7,400,000	-
Bond Premium	543,178	-
Transfer from District 1	64,060	-
Transfer to District 1	(3,956,340)	(3,003)
TOTAL OTHER FINANCING SOURCES (USES)	4,050,898	(3,003)
CHANGE IN FUND BALANCES	836,475	(701)
FUND BALANCES, Beginning	4,818	5,519
FUND BALANCES, Ending	\$ 841,293	\$ 4,818

See the accompanying independent auditors' report.

WINDSHIRE PARK METROPOLITAN DISTRICT NO. 2

RECONCILIATION OF THE STATEMENT OF REVENUES, EXPENDITURES
AND CHANGES IN FUND BALANCES - GOVERNMENTAL FUNDS
TO THE STATEMENT OF ACTIVITIES
Year Ended December 31, 2017

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

Net Changes in Fund Balances - Total Governmental Funds	\$ 836,475
Debt proceeds are reported as financing sources in the governmental funds and increase fund balance. In the government-wide financial statements, however, issuing debt increases long-term liabilities in the statement of net position and does not affect the statement of activities.	(7,943,178)
Repayment of long-term debt principal is an expenditure in the governmental funds, but the repayment reduces long-term liabilities in the statement of net position. This amount includes note principal payment \$2,740,000, bond premium amortization \$18,106 and change in accrued interest (\$22,355)	<u>2,735,751</u>
Change in Net Position of Governmental Activities	<u><u>\$ (4,370,952)</u></u>

See the accompanying independent auditors' report.

WINDSHIRE PARK METROPOLITAN DISTRICT NO. 2

NOTES TO THE FINANCIAL STATEMENTS

December 31, 2017

NOTE 1: SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

The Windshire Park Metropolitan District No. 2 was formed to provide public services and improvements for the District and surrounding area within its boundaries. The District is governed by a five-member Board of Directors elected by the constituents.

The accounting policies of the Windshire Park Metropolitan District No. 2 (the “District”) conform to generally accepted accounting principles as applicable to governments. The following is a summary of the more significant policies:

Reporting Entity

In accordance with governmental accounting standards, the Windshire Park Metropolitan District No. 2 has considered the possibility of inclusion of additional entities in its financial statements.

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

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

Government-Wide and Fund Financial Statements

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

The statement of activities demonstrates the degree to which the direct expenses of the given function or segment are offset by program revenues. *Direct expenses* are those that are clearly identifiable with a specific function or segment. *Program revenues* include 1) charges to customers or applicants who purchase, use, or directly benefit from goods, services, or privileges provided by a given function or segment and 2) grants and contributions that are restricted to meeting the operational or capital requirements of a particular function or segment. Taxes and other items not properly included among program revenues are reported instead as *general revenues*.

WINDSHIRE PARK METROPOLITAN DISTRICT NO. 2

NOTES TO THE FINANCIAL STATEMENTS
December 31, 2017

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

Government-Wide and Fund Financial Statements (Continued)

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

Measurement Focus, Basis of Accounting, and Financial Statement Presentation

The government-wide financial statements are reported using the *economic resources measurement focus* and the *accrual basis of accounting*. Revenues are recorded when earned and expenses are recorded when the liability is incurred, regardless of the timing of related cash flows. Property taxes are recognized as revenues in the year for which they are levied. Grants and similar items are recognized as revenue as soon as all eligibility requirements imposed by the provider have been met.

Governmental fund financial statements are reported using the current *financial resources measurement focus* and the *modified accrual basis of accounting*. Revenues are recognized as soon as they are both measurable and available. Revenues are considered to be *available* when they are collected within the current period or soon enough thereafter to pay liabilities of the current period. For this purpose, the District considers revenues to be available if they are collected within 60 days of the end of the current fiscal period.

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

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

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

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

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

WINDSHIRE PARK METROPOLITAN DISTRICT NO. 2

NOTES TO THE FINANCIAL STATEMENTS
December 31, 2017

NOTE 1: SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)

Cash and Investments

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

Investments are recorded at fair value.

Capital Assets

Capital assets, which include property and equipment, are reported in the governmental activities column in the government-wide financial statements. Capital assets are defined by the District as assets with an initial, individual cost of more than \$5,000 and an estimated useful life in excess of one year. Such assets are recorded at historical cost or estimated historical cost if purchased or constructed. Donated capital assets are recorded at estimated fair market value at the date of donation.

The costs of normal maintenance and repairs that do not add to the value of the asset or materially extend assets' lives are not capitalized.

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

The District does not currently report any assets.

Long-Term Obligations

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

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

WINDSHIRE PARK METROPOLITAN DISTRICT NO. 2

NOTES TO THE FINANCIAL STATEMENTS
December 31, 2017

NOTE 1: SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)

Deferred Outflows/Inflows of Resources

In addition to assets, the statement of financial position and balance sheets will sometimes report a separate section for deferred outflows or resources. This separate financial statement element, deferred outflow of resources, represents a consumption of net position and fund balance that applies to a future period(s) and so will not be recognized as an outflow of resources expense/expenditure) until then.

In addition to liabilities, the statement of financial position and balance sheets will sometimes report a separate section for deferred inflows or resources. This separate financial statement element, deferred inflow of resources, represents an acquisition of net position and fund balance that applies to a future period(s) and so will not be recognized as an inflow of resources (revenue) until that time.

Net Position

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

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

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

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

Net Position/Fund Balance Classification

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

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

WINDSHIRE PARK METROPOLITAN DISTRICT NO. 2

NOTES TO THE FINANCIAL STATEMENTS
December 31, 2017

NOTE 1: SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)

Net Position/Fund Balance Classification (Continued)

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

The District did not have any committed resources as of December 31, 2017.

- Unassigned – This classification includes the residual fund balance for the General Fund. The Unassigned classification also includes negative residual fund balance of any other governmental fund that cannot be eliminated by offsetting of Assigned fund balance amounts.

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

Property Taxes

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

Property taxes are assessed and submitted to the District and forwarded to the Windshire Park Metropolitan District No. 1 as a payment for administrative and other services.

WINDSHIRE PARK METROPOLITAN DISTRICT NO. 2

NOTES TO THE FINANCIAL STATEMENTS
December 31, 2017

NOTE 1: SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)

Comparative Data

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

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

NOTE 2: STEWARDSHIP, COMPLIANCE AND ACCOUNTABILITY

Budgets and Budgetary Accounting

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

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

WINDSHIRE PARK METROPOLITAN DISTRICT NO. 2

NOTES TO THE FINANCIAL STATEMENTS
December 31, 2017

NOTE 2: STEWARDSHIP, COMPLIANCE AND ACCOUNTABILITY(Continued)

- Budgeted amounts in the financial statements are as originally adopted or as amended by the Board of Directors. All appropriations lapse at year end.

Legal Compliance

The actual amount of expenditures in the General Fund exceeded the budgeted amounts by \$7,177,074 due to the District not budgeting its debt issuance. This may be a violation of State statute.

NOTE 3: CASH AND INVESTMENTS

A summary of deposits and investments as of December 31, 2017 follows:

Investments \$ 841,293

Investments

Interest Rate Risk

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

Credit Risk

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

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

WINDSHIRE PARK METROPOLITAN DISTRICT NO. 2

NOTES TO THE FINANCIAL STATEMENTS
December 31, 2017

NOTE 3: DEPOSITS AND INVESTMENTS (Continued)

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

Fair Value

The District categorizes its fair value measurements within the fair value hierarchy established by generally accepted accounting principles. The hierarchy is based on the valuation inputs used to measure the fair value of the asset. Level 1 inputs are quoted prices in active markets for identical assets; Level 2 inputs are significant other observable inputs; Level 3 inputs are significant observable inputs.

The District invested \$841,293 in a Money Market Mutual Fund. The fund invests primarily in US Government Agency Debt and US Treasury Debt Instruments. The fund is rated AAAM by Standard and Poor's and Aaa-mf by Moody's. Given the low risk of this type of investment, the District has not established a policy limiting the amount of investments in this type of security and deems it unnecessary at this time. These investments are valued with Level 1 inputs.

Restricted Cash and Investments

Cash and Investment in the amount of \$841,293 are restricted in the General Fund for debt service.

NOTE 4: LONG-TERM DEBT

Following is a summary of long-term debt transactions for the governmental activities for the year ended December 31, 2017.

	Balance <u>12/31/16</u>	<u>Additions</u>	<u>Payments</u>	Balance <u>12/31/17</u>	Due In <u>One Year</u>
Note Payable – Vectra Bank	\$ 2,740,000	\$ -	\$ 2,740,000	\$ -	\$ -
Ltd Tax General Obligation					
Bonds, Series 2017A	-	5,765,000	-	5,765,000	-
2017A Bond Premium	-	543,178	18,106	525,072	-
Sub Ltd Tax General Obligation					
Bonds, Series 2017B	-	<u>1,635,000</u>	-	<u>1,635,000</u>	-
Total	<u>\$ 2,740,000</u>	<u>\$ 7,943,178</u>	<u>\$ 2,758,106</u>	<u>\$ 7,925,072</u>	<u>\$ -</u>

WINDSHIRE PARK METROPOLITAN DISTRICT NO. 2

NOTES TO THE FINANCIAL STATEMENTS

December 31, 2017

NOTE 4: LONG-TERM DEBT (Continued)

Limited Property Tax Supported Note

On October 28, 2013, the District entered into a Limited Property Tax Supported Loan Agreement with Vectra Bank in the aggregate principle amount available of \$4,000,000 to provide financing for the construction of public improvements. Per the agreement, the District drew an initial amount of \$3,000,000, with two additional advances available in the amount of \$500,000 subsequent to certain conditions met by the District. The interest rate on the initial advance is set at 3.50% with an interest rate reset on the outstanding loan balance every five years. The loan terms provide for a maturity date of December 31, 2043, with interest and principal payments due on June 1 and December 1 of each year. The loan is to be repaid by a pledge of tax revenues collected by the District. The note was paid in full during the year ended December 31, 2017 using proceeds from the District's 2017 bond issuance.

Developer Note - Operating

On November 13, 2013, the District entered into a Funding and Reimbursement Agreement with Windshire Group Development, Inc. (the "Developer") to provide financing for the daily operations and maintenance activities of the District. The terms of this note provided for a maturity date of December 31, 2014, and further provide that in the event the District cannot repay all amounts due and owing at the maturity date, the District shall make a new note on similar terms, with a maturity date of December 31 of the succeeding year. Simple interest is accrued at 2% plus the Federal Reserve Prime Rate per annum from the date of any advances made. As of December 31, 2017 there have been no advances made under this agreement.

Limited Tax General Obligation Bonds

On June 13, 2017 the District issued Limited Tax General Obligation Bonds, Series 2017A and Subordinate Limited Tax General Obligation Bonds, Series 2017B in the amounts of \$5,765,000 and \$1,635,000, respectively. The 2017A and 2017B Bonds are secured and payable solely from the senior pledged revenue and subordinated pledged revenue, as applicable. These revenues consist of monies derived by the District from property tax collections, specific ownership tax collections, and any other legally available funds which the District determines at its discretion, to credit to the bonds. The 2017A bonds are also secured by amounts held in the senior reserve fund.

The 2017A Bonds carry an interest rate of 5.50% and the 2017B Bonds carry an interest rate of 7.750%. Interest payments on the bonds are due semi-annually on June 1 and December 1. Principal payments on the 2017A Bonds are due annually on December 1 beginning on December 1, 2030 through 2048. The principal balance of the 2017B Bonds is due on December 1, 2048.

WINDSHIRE PARK METROPOLITAN DISTRICT NO. 2

NOTES TO THE FINANCIAL STATEMENTS

December 31, 2017

NOTE 4: LONG-TERM DEBT (Continued)

Future Debt Service Requirements

Estimated annual debt service requirements for the outstanding debt at December 31, 2017 are as follows:

<u>Year Ended December 31,</u>	<u>Principal</u>	<u>Interest</u>	<u>Total</u>
2018	\$ -	\$ 374,726	\$ 374,726
2019	-	374,726	374,726
2020	-	374,726	374,726
2021	-	374,726	374,726
2022	-	374,726	374,726
2023-2027	-	1,873,630	1,873,630
2028-2032	415,000	1,848,604	2,263,604
2033-2037	1,000,000	1,620,128	2,620,128
2038-2042	1,520,000	1,231,752	2,751,752
2043-2047	2,830,000	650,618	3,480,618
2048	<u>1,635,000</u>	<u>3,865,450</u>	<u>5,500,450</u>
Total Debt Service Requirements	<u>\$ 7,400,000</u>	<u>\$12,963,812</u>	<u>\$20,363,812</u>

NOTE 5: RELATED PARTIES

All of the members of the Board of Directors are either investors in the Developer, or otherwise affiliated with the Developer. The District did not owe the Developer as of December 31, 2017.

NOTE 6: RISK MANAGEMENT

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

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

WINDSHIRE PARK METROPOLITAN DISTRICT NO. 2

NOTES TO THE FINANCIAL STATEMENTS

December 31, 2017

NOTE 7: DEBT AUTHORIZATION

On November 5, 2005, a majority of the qualified electors of the District authorized the issuance of general obligation indebtedness as follows:

- An amount not to exceed \$7,400,000 at an interest rate not to exceed 11% per annum, for providing public improvements; and

The District's Service Plan includes a debt authorization limit of \$7,400,000.

As of December 31, 2017, the amount of debt authorized but unissued was \$0.

NOTE 8: DEFICIT NET POSITION

As of December 31, 2017, the District had a government-wide net position deficit of \$7,115,006. This deficit was created as the District debt proceeds to pay off its bank note and transfer funds to District 1 to pay off a significant portion of District 1's developer debt.

NOTE 9: COMMITMENTS AND CONTINGENCIES

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

The District has established an emergency reserve, representing 3% of fiscal year spending (excluding debt service), as required by the Amendment. At December 31, 2017, the emergency reserve of \$6,900 was recorded in the General Fund.

NOTE 10: PRIOR PERIOD ADJUSTMENT

The beginning balance of net position in the government-wide statement of activities was increased by \$65,000 to correctly state the outstanding principal balance of the District's note payable.

NOTE 11: SUBSEQUENT EVENTS

The District has evaluated subsequent events through the date which the financial statements were issued. There were no material subsequent events that required recognition or additional disclosure.

REQUIRED SUPPLEMENTAL INFORMATION

WINDSHIRE PARK METROPOLITAN DISTRICT NO. 2

GENERAL FUND
 BUDGETARY COMPARISON SCHEDULE
 Year Ended December 31, 2017

	2017		VARIANCE Positive (Negative)	2016 ACTUAL
	ORIGINAL AND FINAL BUDGET	ACTUAL		
REVENUES				
Property Taxes	\$ 210,464	\$ 208,440	\$ (2,024)	\$ 221,767
Specific Ownership Taxes	12,628	18,048	5,420	-
Interest and Other Income	-	2,915	2,915	231
TOTAL REVENUES	223,092	229,403	6,311	221,998
EXPENDITURES				
Current				
General Government				
Payment for services to District #1	-	112,706	(112,706)	-
Dues, Fees and Other	5,157	3,157	2,000	3,106
Debt Issuance Costs	-	361,412	(361,412)	-
Debt Service				
Principal	217,935	2,740,000	(2,522,065)	115,000
Interest	-	226,551	(226,551)	101,590
TOTAL EXPENDITURES	223,092	3,443,826	(3,220,734)	219,696
EXCESS OF REVENUES OVER (UNDER) EXPENDITURES	-	(3,214,423)	(3,214,423)	2,302
OTHER FINANCING SOURCES (USES)				
Proceeds from Issuance of Debt	-	7,400,000	7,400,000	-
Bond Premium	-	543,178	543,178	-
Transfer from District 1	-	64,060	64,060	-
Transfer to District 1	-	(3,956,340)	(3,956,340)	(3,003)
TOTAL OTHER FINANCING SOURCES OVER EXPENDITURES	-	4,050,898	4,050,898	(3,003)
CHANGE IN FUND BALANCES	-	836,475	836,475	(701)
FUND BALANCE, Beginning	-	4,818	4,818	5,519
FUND BALANCE, Ending	\$ -	\$ 841,293	\$ 841,293	\$ 4,818

See the accompanying independent auditors' report.