

**WINDSOR HIGHLANDS METROPOLITAN
DISTRICT NO. 8**

BASIC FINANCIAL STATEMENTS

December 31, 2019

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FINANCIAL SECTION



JOHN CUTLER & ASSOCIATES

Board of Directors
Windsor Highlands Metropolitan District No. 8
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 Windsor Highlands Metropolitan District No. 8, as of and for the year ended December 31, 2019, 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 of Windsor Highlands Metropolitan District No. 8, as of December 31, 2019, 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, 2020

BASIC FINANCIAL STATEMENTS

WINDSOR HIGHLANDS METROPOLITAN DISTRICT NO. 8

STATEMENT OF NET POSITION

As of December 31, 2019

	<u>Governmental Activities</u>
ASSETS	
Cash and Investments	\$ 882,368
Capital Assets, not depreciated	<u>2,913,775</u>
 TOTAL ASSETS	 <u>3,796,143</u>
LIABILITIES	
Accounts Payable	485,377
Accrued Interest Payable	61,315
Noncurrent Liabilities	
Due within One Year	1,218,616
Due in More than One Year	<u>-</u>
 TOTAL LIABILITIES	 <u>1,765,308</u>
NET POSITION	
Net Investment in Capital Assets	1,695,159
Restricted for Emergencies	4,500
Unrestricted, Unreserved	<u>331,176</u>
 TOTAL NET POSITION	 <u><u>\$ 2,030,835</u></u>

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

WINDSOR HIGHLANDS METROPOLITAN DISTRICT NO. 8

STATEMENT OF ACTIVITIES
Year Ended December 31, 2019

<u>FUNCTIONS/PROGRAMS</u>	<u>Expenses</u>	<u>Program Revenues Charges for Services</u>	<u>Net (Expense) Revenues and Changes in Net Position Governmental Activities</u>
PRIMARY GOVERNMENT			
Governmental Activities			
General Government	\$ 35,234	\$ -	\$ (35,234)
Interest on Long-Term Debt	74,377	-	(74,377)
	<u> </u>	<u> </u>	<u> </u>
Total Governmental Activities	<u>\$ 109,611</u>	<u>\$ -</u>	(109,611)
GENERAL REVENUES			
			53
Taxes			95,779
Service Fees			48,512
Interest			<u>2,081,191</u>
Transfer from District No. 9			
			<u> </u>
TOTAL GENERAL REVENUES			<u>2,225,535</u>
			CHANGE IN NET POSITION
			2,115,924
			NET POSITION, Beginning
			<u>(85,089)</u>
			NET POSITION, Ending
			<u>\$ 2,030,835</u>

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

WINDSOR HIGHLANDS METROPOLITAN DISTRICT NO. 8

BALANCE SHEET
GOVERNMENTAL FUNDS
As of December 31, 2019

	<u>GENERAL FUND</u>
ASSETS	
Cash and Investments	<u>\$ 882,368</u>
TOTAL ASSETS	<u>\$ 882,368</u>
LIABILITIES AND FUND EQUITY	
LIABILITIES	
Accounts Payable	<u>\$ 485,377</u>
TOTAL LIABILITIES	<u>485,377</u>
FUND EQUITY	
Fund Balance	
Restricted for Emergencies	4,500
Unassigned	<u>392,491</u>
TOTAL FUND EQUITY	<u>396,991</u>
Amounts reported for governmental activities in the statement of net position are different because:	
Capital assets used in governmental activities are not financial resources and therefore, are not reported in the funds.	2,913,775
Long-term liabilities are not due and payable in the current period and are not reported in the funds. These include notes payable to Windsor Plains, LLC (\$1,218,616) and accrued interest of (\$61,315).	<u>(1,279,931)</u>
Net position of governmental activities	<u>\$ 2,030,835</u>

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

WINDSOR HIGHLANDS METROPOLITAN DISTRICT NO. 8

STATEMENT OF REVENUES, EXPENDITURES
AND CHANGES IN FUND BALANCES - GOVERNMENTAL FUNDS
Year Ended December 31, 2019

	<u>GENERAL FUND</u>
REVENUES	
Taxes	\$ 53
Service Fees	95,779
Interest	48,512
	<u> </u>
TOTAL REVENUES	<u> 144,344</u>
EXPENDITURES	
Current	
General Government	2,471,246
Debt Service	3,039,871
	<u> </u>
TOTAL EXPENDITURES	<u> 5,511,117</u>
EXCESS OF REVENUES OVER (UNDER) EXPENSES	<u> (5,366,773)</u>
OTHER FINANCING SOURCES (USES)	
Proceeds from Developer Advances	3,665,853
Contribution from District No. 9	2,081,191
	<u> </u>
TOTAL OTHER FINANCING SOURCES (USES)	<u> 5,747,044</u>
NET CHANGE IN FUND BALANCES	380,271
FUND BALANCES, Beginning	<u> 16,720</u>
FUND BALANCES, Ending	<u><u> \$ 396,991</u></u>

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

WINDSOR HIGHLANDS METROPOLITAN DISTRICT NO. 8

RECONCILIATION OF THE STATEMENT OF REVENUES, EXPENDITURES
AND CHANGES IN FUND BALANCES - GOVERNMENTAL FUNDS
TO THE STATEMENT OF ACTIVITIES
Year Ended December 31, 2019

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

Net Changes in Fund Balances - Total Governmental Funds	\$ 380,271
Governmental funds report capital outlays as expenditures. However, in the statement of activities, the cost of those assets is allocated over their estimated useful lives and reported as depreciation expense. This is the amount of capital outlay in the current year.	2,436,012
Proceeds from issuance of debt are reported as a financing source in the governmental funds and increase fund balance. In the government-wide financial statements, however, the issuance of debt increases long-term liabilities in the statement of net position and does not effect the statement of activities.	(3,665,853)
Repayment of long-term debt principal is an expenditure in the governmental funds, but the repayment reduces long-term liabilities in the statement of net position. This amount is the increase in accrued interest (\$30,814) and payment on developer advance \$2,996,308.	<u>2,965,494</u>
Change in net position of Governmental Activities	<u><u>\$ 2,115,924</u></u>

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

WINDSOR HIGHLANDS METROPOLITAN DISTRICT NO. 8

NOTES TO THE FINANCIAL STATEMENTS

December 31, 2019

NOTE 1: SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

The Windsor Highlands Metropolitan District No. 8 was formed to provide public services and improvements for the District and surrounding area within its boundaries. The District is governed by a five-member Board of Directors elected by the constituents. The representatives of the Districts submitted to the Windsor Town Board an Amended and Restated Consolidated Service Plan for Windsor Highlands Metropolitan Districts Nos. 1-6 (the “Amended and Restated Service Plan”) dated June 10, 2009, which Amended and Restated Service Plan adopts language changes to create a separate District No. 6 to contain all commercial development within the Districts, to update the Service Plan to the current Town Model Service Plan format and content and to increase the maximum debt authorization from \$6,000,000 to \$13,450,000 based upon an updated Financial Plan that demonstrates the financial feasibility of both operations and maintenance costs as well as discharge of any proposed debt of the Districts. On September 20, 2017, the representatives of the Districts submitted to the Windsor Town Board the First Amendment to the Amended and Restated Consolidated Service Plan for Windsor Highlands Metropolitan Districts Nos. 1-11 (the “First Amendment”) which adopts increases in maximum debt authorization to 34 mills and the total combined mill levy for debt and operations and maintenance of 39 mills for only the undeveloped portions of District No. 6 and the new proposed Districts Nos. 7-11.

The accounting policies of the Windsor Highlands Metropolitan District No. 8 (the District”) conform to generally accepted accounting principles as applicable to governments. The following is a summary of the more significant policies:

Reporting Entity

In accordance with governmental accounting standards, the Windsor Highlands Metropolitan District No. 8 has considered the possibility of inclusion of additional entities in its financial statements.

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

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

NOTES TO THE FINANCIAL STATEMENTS
December 31, 2019

NOTE 1: SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)

Government-Wide and Fund Financial Statements

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

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

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

Measurement Focus, Basis of Accounting, and Financial Statement Presentation

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

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

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

WINDSOR HIGHLANDS METROPOLITAN DISTRICT NO. 8

NOTES TO THE FINANCIAL STATEMENTS

December 31, 2019

NOTE 1: SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)

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

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

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

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

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

Cash and Investments

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

Investments are recorded at fair value.

Capital Assets

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

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

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

NOTES TO THE FINANCIAL STATEMENTS
December 31, 2019

NOTE 1: SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)

Long-Term Obligations

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

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

Deferred Inflows of Resources

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

Net Position

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

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

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

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

Net Position/Fund Balance Classification

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

NOTES TO THE FINANCIAL STATEMENTS
December 31, 2019

NOTE 1: SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)

Net Position/Fund Balance Classification (Continued)

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

- Restricted – This classification includes amounts for which constraints have been placed on the use of the resources either (a) externally imposed by creditors (such as through a debt covenant), grantors, contributors, or laws or regulations of other governments, or (b) imposed by law through constitutional provisions or enabling legislation. The District has classified Emergency Reserves as being restricted because their use is restricted by State Statute for declared emergencies.
- Committed – This classification includes amounts that can be used only for specific purposes pursuant to constraints imposed by formal action of the Board of Directors. These amounts cannot be used for any other purpose unless the Board of Directors removes or changes the specified use by taking the same type of action (ordinance or resolution) that was employed when the funds were initially committed. This classification also includes contractual obligations to the extent that existing resources have been specifically committed for use in satisfying those contractual requirements. The District did not have any committed resources as of December 31, 2019.
- Assigned – This classification includes amounts that the District intends to use for specific purposes that do not meet the criteria to be classified as restricted or committed. The District did not have any assigned resources as of December 31, 2019.
- Unassigned – This classification includes the residual fund balance for the General Fund. The unassigned classification also includes negative residual fund balance of any other governmental fund that cannot be eliminated by offsetting of Assigned fund balance amounts.

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

Property Taxes

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

WINDSOR HIGHLANDS METROPOLITAN DISTRICT NO. 8

NOTES TO THE FINANCIAL STATEMENTS
December 31, 2019

NOTE 1: SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)

Property Taxes (Continued)

Property taxes are assessed and submitted to Windsor Highlands Metropolitan Districts Nos. 6, 7, 8 and 9 and forwarded to the District as a payment for administrative and other services. These payments are labeled as Service Fees in the financial statements.

Effective March 2019, a portion the Service Fees remitted to the Windsor Highlands Metropolitan Districts No. 8 were transferred to District No. 9 for payment of principal and interest on the new loan issued in 2019. Going forward the property taxes assessed and submitted to Windsor Highlands Metropolitan Districts Nos. 6, 7, and 9, will be paid to District No. 8 and will be reported as Service Fees in the financial statements.

Comparative Data

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

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

NOTE 2: STEWARDSHIP, COMPLIANCE AND ACCOUNTABILITY

Budgets and Budgetary Accounting

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

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

NOTES TO THE FINANCIAL STATEMENTS
December 31, 2019

NOTE 2: STEWARDSHIP, COMPLIANCE AND ACCOUNTABILITY (Continued)

Budgets and Budgetary Accounting (Continued)

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

NOTE 3: CASH AND INVESTMENTS

Deposits

Custodial Credit Risk – Deposits

Custodial credit risk is the risk that in the event of a bank failure, the government's deposits may not be returned to it. The Colorado Public Deposit Protection Act (PDPA) requires that all units of local government deposit cash in eligible public depositories. Eligibility is determined by state regulations. At December 31, 2019, State regulatory commissioners have indicated that all financial institutions holding deposits for the District are eligible public depositories. Amounts on deposit in excess of federal insurance levels must be collateralized by eligible collateral as determined by the PDPA. PDPA allows the financial institution to create a single collateral pool for all public funds held. The pool is to be maintained by another institution, or held in trust for all the uninsured public deposits as a group. The market value of the collateral must be at least equal to 102% of the uninsured deposits. The District has no policy regarding custodial credit risk for deposits.

At December 31, 2019, the District had deposits with financial institutions with a carrying amount of \$882,368. The bank balances with the financial institutions were \$927,000. Of these balances, \$250,000 was covered by federal depository insurance and \$677,000 was covered by collateral held by authorized escrow agents in the financial institution's name (PDPA).

WINDSOR HIGHLANDS METROPOLITAN DISTRICT NO. 8

NOTES TO THE FINANCIAL STATEMENTS
December 31, 2019

NOTE 3: CASH AND INVESTMENTS (Continued)

Investments

Interest Rate Risk

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

Credit Risk

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

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

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

The District does not carry any investments as of December 31, 2019.

NOTE 4: CAPITAL ASSETS

Capital assets activity for the year ended December 31, 2019, is summarized below:

	<u>Balances</u> <u>12/31/2018</u>	<u>Additions</u>	<u>Deletions</u>	<u>Balances</u> <u>12/31/2019</u>
Governmental Activities				
Capital Assets, Not depreciated				
Construction in Progress	\$ 477,763	\$ 2,436,012	\$ -	\$ 2,913,775
Governmental Activities, Capital Assets, Net	<u>\$ 477,763</u>	<u>\$ 2,436,012</u>	<u>\$ -</u>	<u>\$ 2,913,775</u>

WINDSOR HIGHLANDS METROPOLITAN DISTRICT NO. 8

NOTES TO THE FINANCIAL STATEMENTS
December 31, 2019

NOTE 5: LONG-TERM DEBT

Following is a summary of long-term debt transactions for the governmental activities for the year ended December 31, 2019.

	Balance <u>12/31/2018</u>	<u>Additions</u>	<u>Payments</u>	Balance <u>12/31/2019</u>	Due In <u>One Year</u>
Loan Payable – Developers	\$ 549,070	\$ 3,665,853	\$ 2,996,307	\$ 1,218,616	\$ 1,218,616
Total	<u>\$ 549,070</u>	<u>\$ 3,665,853</u>	<u>\$ 2,996,307</u>	<u>\$ 1,218,616</u>	<u>\$ 1,218,616</u>

Loan Payable - Developers

On December 5, 2017, the District entered into an Improvement Acquisition Agreement and an Advance and Reimbursement Agreement for Capital Costs with Colorado Metro District, LLC (the "Developer") in order to finance improvements within the District boundaries and service area. The District issued the first promissory note pursuant to this Agreement and infrastructure acquisition agreement policies and procedures in February of 2018. Pursuant to this Agreement, the District accepted certain certified public improvement costs in phases corresponding to costs advances for public improvements the Developer advanced, constructed, acquired, installed, financed or caused to be constructed on behalf of and for the benefit of the District and its constituents. The promissory note calls for interest at 2% plus the Federal Reserve Bank prime. The original promissory note matured on December 31, 2018 and will be renewed on an annual basis to the extent the District cannot repay the outstanding balance in full on December 31 of any calendar year. When the promissory notes and loans to the District were renewed for 2019, the interest rate at December 31, 2019 was 2.0% plus prime.

NOTE 6: DEVELOPER AGREEMENT

The promissory note referenced in Note 5 was issued in accordance with that certain Advance and Reimbursement Agreement for Capital Costs dated December 5, 2017 (the "Advance Agreement") and that certain Infrastructure Acquisition Agreement ("Infrastructure Acquisition Agreement") also dated December 5, 2017 under which the Developer agreed to loan the District up to \$30,950,000 for capital costs related to public infrastructure. The Funding Agreement provides for funds to be loaned to the District in one or a series of installments and shall be available to the District through December 31, 2018 and may be amended pursuant to an annual review and annual appropriations of the District.

WINDSOR HIGHLANDS METROPOLITAN DISTRICT NO. 8

NOTES TO THE FINANCIAL STATEMENTS

December 31, 2019

NOTE 6: DEVELOPER AGREEMENT (Continued)

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

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

NOTE 7: DEBT AUTHORIZATION

On November 7, 2017, a majority of the qualified electors of the District authorized the issuance of general obligation indebtedness in an amount not to exceed \$30,950,000 per category, \$61,810,000 for refunding and at an interest rate not to exceed 12%.

As of December 31, 2019, the amount of debt authorized but unissued was \$30,950,000. The District intends to issue over time a part or all of the remaining authorized but unissued general obligation debt for purposes of providing public improvements to support development as it occurs within the District's service area.

NOTE 8: RELATED PARTIES

Some members of the Board of Directors are employees, owners or members of the Developer. The District, pursuant to the outstanding "District" promissory notes for public improvement advances made by the Developer or its affiliates, owes \$1,218,616 in principal and \$61,315 in accrued interest for public improvements costs certified as constructed and dedicated by the Developer as of December 31, 2019.

NOTE 9: RISK MANAGEMENT

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

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

WINDSOR HIGHLANDS METROPOLITAN DISTRICT NO. 8

NOTES TO THE FINANCIAL STATEMENTS

December 31, 2019

NOTE 10: 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, 2019, the emergency reserve of \$4,500 was recorded as a restriction of fund balance in the General Fund.

NOTE 11: SUBSEQUENT EVENTS

Potential subsequent events were considered through July 31, 2020. It was determined that the following event is required to be disclosed through this date.

COVID-19

As a result of the coronavirus pandemic (COVID-19), economic uncertainties may have economic implications on the financial position, results of operations and cash flows of the District. The duration of these uncertainties and the ultimate financial effects cannot be estimated at this time.

REQUIRED SUPPLEMENTAL INFORMATION

WINDSOR HIGHLANDS METROPOLITAN DISTRICT NO. 8

GENERAL FUND
 BUDGETARY COMPARISON SCHEDULE
 Year Ended December 31, 2019

	ORIGINAL BUDGET	FINAL BUDGET	ACTUAL	VARIANCE Positive (Negative)
REVENUES				
Taxes	\$ 23	\$ 53	\$ 53	\$ -
Service Fees	26	95,780	95,779	(1)
Interest and Other	-	48,512	48,512	-
TOTAL REVENUES	<u>49</u>	<u>144,345</u>	<u>144,344</u>	<u>(1)</u>
EXPENDITURES				
Current				
General Government				
Accounting and Administration	-	5,198	5,198	-
District Management	4,800	20,323	20,323	-
Legal Expenses	6,000	8,134	8,134	-
Office, Dues and Other	-	593	592	1
Repairs and Maintenance	-	987	987	-
Capital Outlay	498,497	2,436,012	2,436,012	-
Contingency	15,752	865,648	-	865,648
Debt Service				
Principal	-	2,996,308	2,996,308	-
Interest and Fiscal Charges	-	43,563	43,563	-
TOTAL EXPENDITURES	<u>525,049</u>	<u>6,376,766</u>	<u>5,511,117</u>	<u>865,649</u>
EXCESS OF REVENUES OVER (UNDER) EXPENDITURES	<u>(525,000)</u>	<u>(6,232,421)</u>	<u>(5,366,773)</u>	<u>865,648</u>
OTHER FINANCING SOURCES (USES)				
Proceeds from Developer Advances	525,000	4,151,230	3,665,853	(485,377)
Contribution from District No. 9	-	2,081,191	2,081,191	-
TOTAL OTHER FINANCING SOURCES (USES)	<u>525,000</u>	<u>6,232,421</u>	<u>5,747,044</u>	<u>(485,377)</u>
NET CHANGE IN FUND BALANCE	-	-	380,271	380,271
FUND BALANCE, Beginning	<u>25,063</u>	<u>25,063</u>	<u>16,720</u>	<u>(8,343)</u>
FUND BALANCE, Ending	<u>\$ 25,063</u>	<u>\$ 25,063</u>	<u>\$ 396,991</u>	<u>\$ 371,928</u>

See the accompanying independent auditors' report.