

CHERRY CREEK SOUTH METROPOLITAN DISTRICT NO. 5
Douglas County, Colorado

FINANCIAL STATEMENTS AND
SUPPLEMENTARY INFORMATION

YEAR ENDED DECEMBER 31, 2022

**CHERRY CREEK SOUTH METROPOLITAN DISTRICT NO. 5
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Independent Auditor's Report

Members of the Board of Directors
Cherry Creek South Metro District No. 5

Opinions

We have audited the accompanying financial statements of the governmental activities and each major fund of Cherry Creek South Metro District No. 5 (the District) as of and for the year ended December 31, 2022, and the related notes to the financial statements, which collectively comprise the District's basic financial statements as listed in the table of contents.

In our opinion, the financial statements referred to above present fairly, in all material respects, the respective financial position of the governmental activities and each major fund of Cherry Creek South Metro District No. 5, 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 audits in accordance with auditing standards generally accepted in the United States of America. 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 Cherry Creek South Metro District No. 5 and to meet our other ethical responsibilities in accordance with the relevant ethical requirements relating to our audits. 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 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.

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 Cherry Creek South Metro District No. 5's ability to continue as a going concern within one year after the date that the financial statements are available to be issued.

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 opinion. 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 generally accepted auditing standards 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, including omissions, 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 generally accepted auditing standards, 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 Cherry Creek South Metro District No. 5'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 Cherry Creek South Metro District No. 5'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

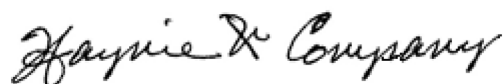
Management has omitted the management's discussion and analysis that accounting principles generally accepted in the United States of America require to be presented to supplement the basic financial statements. Such missing information, although not a part of the basic financial statements, is required 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 on the basic financial statements is not affected by this missing information.

Other Information

Our audit was conducted for the purpose of forming an opinion on the financial statements that collectively comprise Cherry Creek South Metro District No. 5's financial statements as a whole. The supplementary information section is presented for purposes of additional analysis and is not a required part of the financial statements.

The supplementary information as listed in the table of contents is the responsibility of management and was derived from and relates directly to the underlying accounting and other records used to prepare the basic financial statements. Such information has been subjected to the auditing procedures applied in the audit of the 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 of America. In our opinion, the information is fairly stated in all material respects in relation to the financial statements as a whole.

The continuing disclosures section, as listed in the table of contents, 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.



BASIC FINANCIAL STATEMENTS

**CHERRY CREEK SOUTH METROPOLITAN DISTRICT NO. 5
STATEMENT OF NET POSITION
DECEMBER 31, 2022**

	Governmental Activities
ASSETS	
Cash and Investments - Restricted	\$ 66,748,946
Due from Other Districts	104
Receivable - County Treasurer	1
Property Taxes Receivable	153
Total Assets	66,749,204
LIABILITIES	
Accounts Payable	4,000
Due to Other Districts	9,781
Accrued Interest Payable - Bonds	4,573,617
Noncurrent Liabilities:	
Due in More than One Year	72,064,458
Total Liabilities	76,651,856
DEFERRED INFLOWS OF RESOURCES	
Property Tax Revenue	153
Total Deferred Inflows of Resources	153
NET POSITION	
Restricted For:	
Capital Projects	927,894
Unrestricted	(10,830,699)
Total Net Position	\$ (9,902,805)

See accompanying Notes to Basic Financial Statements.

**CHERRY CREEK SOUTH METROPOLITAN DISTRICT NO. 5
STATEMENT OF ACTIVITIES
YEAR ENDED DECEMBER 31, 2022**

FUNCTIONS/PROGRAMS Primary Government: Governmental Activities: General Government Intergovernmental - Transfers to Cherry Creek South Metro District No. 4 Interest and Related Costs on Long-Term Debt	Program Revenues			Net Revenues (Expenses) and Changes in Net Position
	Charges for Services	Operating Grants and Contributions	Capital Grants and Contributions	Governmental Activities
\$	19,787	-	-	\$ (19,787)
\$	3,581,049	-	-	(3,581,049)
\$	4,149,421	-	104	(4,149,317)
\$	<u>7,750,257</u>	<u>-</u>	<u>104</u>	<u>(7,750,153)</u>
Total Governmental Activities	<u>\$ -</u>	<u>\$ -</u>	<u>\$ 104</u>	<u>(7,750,153)</u>

GENERAL REVENUES

Property Taxes	131
Specific Ownership Taxes	11
Interest Income	1,078,734
Property Taxes - Infrastructure Capital	11
Property Taxes - Town Capital and Maintenance	12
Specific Ownership Taxes - Infrastructure Capital	1
Specific Ownership Taxes - Town Capital and Maintenance	1
Total General Revenues	<u>1,078,901</u>

CHANGE IN NET POSITION

Net Position - Beginning of Year	(6,671,252)
	<u>(3,231,553)</u>

NET POSITION - END OF YEAR

\$	<u><u>(9,902,805)</u></u>
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See accompanying Notes to Basic Financial Statements.

**CHERRY CREEK SOUTH METROPOLITAN DISTRICT NO. 5
BALANCE SHEET
GOVERNMENTAL FUNDS
DECEMBER 31, 2022**

	General	Debt Service	Capital Projects	Total Governmental Funds
ASSETS				
Cash and Investments - Restricted	\$ -	\$ 153	\$ 66,748,793	\$ 66,748,946
Due from Other Districts	-	104	-	104
Receivable - County Treasurer	-	1	-	1
Property Taxes Receivable	-	153	-	153
Total Assets	\$ -	\$ 411	\$ 66,748,793	\$ 66,749,204
 LIABILITIES, DEFERRED INFLOWS OF RESOURCES, AND FUND BALANCES				
LIABILITIES				
Accounts Payable	\$ -	\$ -	\$ 4,000	\$ 4,000
Due to Other Districts	-	-	9,781	9,781
Total Liabilities	-	-	13,781	13,781
 DEFERRED INFLOWS OF RESOURCES				
Deferred Property Tax	-	153	-	153
Total Deferred Inflows of Resources	-	153	-	153
 FUND BALANCES				
Restricted:				
Debt Service	-	258	-	258
Capital Projects	-	-	66,735,012	66,735,012
Total Fund Balances	-	258	66,735,012	66,735,270
Total Liabilities, Deferred Inflows of Resources, and Fund Balances	\$ -	\$ 411	\$ 66,748,793	

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 as liabilities in the funds.

Bonds Payable	(68,549,000)
Accrued Interest Payable - Bonds	(4,573,617)
Developer Advance Payable	(3,515,458)
Net Position of Governmental Activities	\$ (9,902,805)

See accompanying Notes to Basic Financial Statements.

CHERRY CREEK SOUTH METROPOLITAN DISTRICT NO. 5
STATEMENT OF REVENUES, EXPENDITURES, AND CHANGES IN FUND BALANCES
GOVERNMENTAL FUNDS
YEAR ENDED DECEMBER 31, 2022

	General	Debt Service	Capital Projects	Total Governmental Funds
REVENUES				
Property Taxes	\$ -	\$ 131	\$ -	\$ 131
Specific Ownership Taxes	-	11	-	11
Interest Income	-	2	1,078,732	1,078,734
Property Taxes - Infrastructure Capital	-	11	-	11
Property Taxes - Town Capital and Maintenance	-	12	-	12
Specific Ownership Taxes - Infrastructure Capital	-	1	-	1
Specific Ownership Taxes - Town Capital and Maintenance	-	1	-	1
Transfer from Cherry Creek South Metro District No. 6	-	104	-	104
Total Revenues	-	273	1,078,732	1,079,005
EXPENDITURES				
County Treasurer's Fees	-	2	-	2
Legal	-	-	19,772	19,772
Paying Agent Fees	-	4,000	-	4,000
Transfers to Cherry Creek South Metro District No. 4	-	-	3,581,049	3,581,049
Transfer to Town of Parker	-	13	-	13
Total Expenditures	-	4,015	3,600,821	3,604,836
REVENUES OVER/(UNDER) EXPENDITURES	-	(3,742)	(2,522,089)	(2,525,831)
OTHER FINANCING SOURCES (USES)				
Developer Advance	-	-	3,515,458	3,515,458
Transfer to/from funds	-	4,000	(4,000)	-
Total Other Financing Sources (Uses)	-	4,000	3,511,458	3,515,458
NET CHANGE IN FUND BALANCES	-	258	989,369	989,627
Fund Balances - Beginning of Year	-	-	65,745,643	65,745,643
FUND BALANCES - END OF YEAR	\$ -	\$ 258	\$ 66,735,012	\$ 66,735,270

See accompanying Notes to Basic Financial Statements.

**CHERRY CREEK SOUTH METROPOLITAN DISTRICT NO. 5
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 Balance - Governmental Fund	\$ 989,627
<p>Amounts reported for governmental activities in the statement of activities are different because:</p> <p>The issuance of long-term debt (e.g., bonds, leases) provides current financial resources to governmental funds, while the repayment of the principal of long-term debt consumes the current financial resources of governmental funds. Neither transaction, however, has any effect on net position. Also, governmental funds report the effect of premiums, discounts, and similar items when debt is first issued, whereas these amounts are deferred and amortized in the statement of activities. The net effect of these differences in the treatment of long-term debt and related items is as follows:</p>	
Developer Advances - Current Year	(3,515,458)
<p>Some expenses reported in the statement of activities do not require the use of current financial resources and, therefore, are not reported as expenditures in governmental funds.</p>	
Accrued Interest on Bonds - Change in Liability	<u>(4,145,421)</u>
Change in Net Position of Governmental Activities	<u>\$ (6,671,252)</u>

See accompanying Notes to Basic Financial Statements.

**CHERRY CREEK SOUTH METROPOLITAN DISTRICT NO. 5
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			
Total Revenues	\$ -	\$ -	\$ -
EXPENDITURES			
Total Expenditures	-	-	-
NET CHANGE IN FUND BALANCE	-	-	-
Fund Balance - Beginning of Year	-	-	-
FUND BALANCE - END OF YEAR	<u>\$ -</u>	<u>\$ -</u>	<u>\$ -</u>

See accompanying Notes to Basic Financial Statements.

CHERRY CREEK SOUTH METROPOLITAN DISTRICT NO. 5
NOTES TO BASIC FINANCIAL STATEMENTS
DECEMBER 31, 2022

NOTE 1 DEFINITION OF REPORTING ENTITY

Cherry Creek South Metropolitan District No. 5 (the District), a quasi-municipal corporation and a political subdivision of the State of Colorado under Title 32, Article I of the Colorado Revised Statutes, as amended (C.R.S.), was organized and approved by the eligible electors of the District at an election held on November 2, 2004, and an Order and Decree issued by the Douglas County District Court on November 9, 2004, and recorded in Douglas County real property records on November 18, 2004.

Simultaneously with the formation of the District, Cherry Creek South Metropolitan District Nos. 2-4 and 6-11 were also formed (together with the District, the Districts). Formation of the Districts was preceded by the approval thereof by the Town Council of the Town of Parker, Colorado (the Town), on October 4, 2004, of a Consolidated Service Plan for the Cherry Creek South Metropolitan District Nos. 2-11 (the Original Service Plan). In 2016, Cherry Creek South Metropolitan District Nos. 2 and 3 (District Nos. 2 and 3) obtained approval of an Amended and Restated Consolidated Service Plan applicable to District Nos. 2 and 3 only and formed Anthology West Metropolitan District Nos. 4-6. District Nos. 2 and 3 and Anthology West Metropolitan District Nos. 4-6 now operate independently from Cherry Creek South Metropolitan District Nos. 4-11 (District Nos. 4-11 or the Other Cherry Creek South Metropolitan Districts).

In 2020, it was determined that District Nos. 4-6 shall operate independently from Cherry Creek South Metropolitan Districts Nos. 7-11, and on June 15, 2020, the Town Council of the Town approved separate Amended and Restated Service Plans for District Nos. 4-6 (as amended and restated, each a Service Plan, and collectively, the Service Plans).

The District will provide financing for design, acquisition, construction and installation, relocation and redevelopment of essential public-purpose facilities such as water, streets, traffic and safety controls, parks, open space and recreation, sewer and drainage facilities, public transportation, and the operation and maintenance of the District. The District's service area is located entirely within the boundaries of the Town of Parker, Douglas County, Colorado.

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 is not financially accountable for any other organization, nor is the District a component unit of any other primary governmental entity.

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

CHERRY CREEK SOUTH METROPOLITAN DISTRICT NO. 5
NOTES TO BASIC FINANCIAL STATEMENTS
DECEMBER 31, 2022

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.

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 as general revenues.

Separate financial statements are provided for 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 government 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. Expenditures, other than interest on long-term obligations, are recorded when the liability is incurred or the long-term obligation is due.

CHERRY CREEK SOUTH METROPOLITAN DISTRICT NO. 5
NOTES TO BASIC FINANCIAL STATEMENTS
DECEMBER 31, 2022

NOTE 2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

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

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, interest, and other related costs on long-term general obligation debt.

The Capital Projects Fund is used to account for financial resources to be used for the acquisition and construction of capital equipment and facilities.

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.

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.

The District has amended its annual budget for the year ended December 31, 2022.

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 always 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, sale of the tax liens on delinquent properties are held in November or December. The County Treasurer remits the taxes collected monthly to the District.

CHERRY CREEK SOUTH METROPOLITAN DISTRICT NO. 5
NOTES TO BASIC FINANCIAL STATEMENTS
DECEMBER 31, 2022

NOTE 2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

Property Taxes (Continued)

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 revenue is 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 assets 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.

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.

In the government-wide financial statements, fund equity is classified as net position. Net position may be classified into three components: net investment in capital assets, restricted and unrestricted.

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.

**CHERRY CREEK SOUTH METROPOLITAN DISTRICT NO. 5
NOTES TO BASIC FINANCIAL STATEMENTS
DECEMBER 31, 2022**

NOTE 2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

Equity (Continued)

Fund Balance (Continued)

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.

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 - Restricted	\$ 66,748,946
Total Cash and Investments	\$ 66,748,946

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

Deposits with Financial Institutions	\$ 153
Investments	66,748,793
Total Cash and Investments	\$ 66,748,946

Deposits with Financial Institutions

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.

At December 31, 2022, the District had a bank and carrying balance of \$153.

**CHERRY CREEK SOUTH METROPOLITAN DISTRICT NO. 5
 NOTES TO BASIC FINANCIAL STATEMENTS
 DECEMBER 31, 2022**

NOTE 3 CASH AND INVESTMENTS (CONTINUED)

Investments

The District has not adopted a formal investment policy; however, the District follows state statutes regarding investments.

The District generally limits its concentration of investments to those 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.

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, and securities of the World Bank
- . 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 and certain reverse 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>Balance</u>
Colorado Local Government	Weighted-Average	
Liquid Asset Trust (COLOTRUST PLUS+ FUND)	Under 60 Days	<u>\$ 66,748,793</u>

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.

CHERRY CREEK SOUTH METROPOLITAN DISTRICT NO. 5
NOTES TO BASIC FINANCIAL STATEMENTS
DECEMBER 31, 2022

NOTE 3 CASH AND INVESTMENTS (CONTINUED)

COLOTRUST (Continued)

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.

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 AAAsf/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 at December 31, 2021	Additions	Payments/ Reductions	Balance at December 31, 2022	Due Within One Year
Governmental Activities:					
Bonds Payable:					
Limited Tax General Obligation					
Bonds, Series 2021 ⁽³⁾	\$ 68,549,000	\$ -	\$ -	\$ 68,549,000	\$ -
Other Debts:					
Developer Advance - Capital	-	3,515,458	-	3,515,458	-
Total	<u>\$ 68,549,000</u>	<u>\$ 3,515,458</u>	<u>\$ -</u>	<u>\$ 72,064,458</u>	<u>\$ -</u>

**CHERRY CREEK SOUTH METROPOLITAN DISTRICT NO. 5
NOTES TO BASIC FINANCIAL STATEMENTS
DECEMBER 31, 2022**

NOTE 4 LONG-TERM OBLIGATIONS (CONTINUED)

The details of the District's general obligation bonds outstanding during 2022 are as follows:

Limited Tax General Obligation Bonds, Series 2021(3) (the "Bonds")

Bond Proceeds

The District issued the Bonds on November 23, 2021, in the par amount of \$68,549,000. Proceeds from the sale of the Bonds were/will be used to finance or reimburse the costs of public improvements related to a residential development in the Town and to pay costs of issuance of the Bonds.

Pledge Agreement

The District was organized with, among other districts, Cherry Creek South Metropolitan District No. 6 (District No. 6). The District has issued the Bonds and both the District and District No. 6 (each a Taxing District or collectively, the Taxing Districts) have covenanted to impose certain taxes which, along with certain other revenues in its absolute and sole discretion, are pledged to the Bonds pursuant to a Pledge Agreement.

Details of the Bonds

The Bonds bear interest at the rate of 6.000% per annum and are payable annually on December 1, beginning on December 1, 2022, but only to the extent of available Pledged Revenue. The Bonds mature on December 1, 2051 and are subject to mandatory redemption to the extent of available Pledged Revenue.

The Bonds are structured as cash flow bonds meaning that there are no scheduled payments of principal or interest prior to the maturity date. Unpaid interest on the Bonds compounds annually on each December 1. In the event any amounts due and owing on the Bonds remain outstanding on December 1, 2061 after the application of all Pledged Revenue available therefor, such amounts shall be extinguished and no longer due and outstanding.

Optional Redemption

The Bonds are subject to redemption prior to maturity, at the option of the District, on December 1, 2026, 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>
December 1, 2026, to November 30, 2027	3.00 %
December 1, 2027, to November 30, 2028	2.00
December 1, 2028, to November 30, 2029	1.00
December 1, 2029, and thereafter	0.00

CHERRY CREEK SOUTH METROPOLITAN DISTRICT NO. 5
NOTES TO BASIC FINANCIAL STATEMENTS
DECEMBER 31, 2022

NOTE 4 LONG-TERM OBLIGATIONS (CONTINUED)

Limited Tax General Obligation Bonds, Series 2021⁽³⁾ (the “Bonds”) (Continued)

Pledged Revenue

The Bonds are secured by and payable from moneys derived by the District from the following sources: (a) all Property Tax Revenues; (b) all Specific Ownership Tax Revenues; and (c) any other legally available moneys which the District determines, in its absolute discretion, to credit to the Bond Fund.

“Property Tax Revenues” means all moneys derived from imposition by the Taxing Districts of the Required Mill Levy and the Infrastructure Capital Mill Levy, and do not include Specific Ownership Taxes. Property Tax Revenues are net of the collection costs of the County and any tax refunds or abatements authorized by or on behalf of the County.

“Specific Ownership Tax Revenues” means the specific ownership taxes remitted to the Taxing Districts as a result of imposition by the Taxing Districts of the applicable Required Mill Levy and the Infrastructure Capital Mill Levy.

Required Mill Levy

Each Taxing District is required to impose an ad valorem mill levy upon all taxable property of such Taxing District each year in an amount equal to: (i) 57 mills (subject to adjustment for changes in the method of calculating assessed valuation or any constitutionally mandated tax credit, cut, or abatement on or after January 1, 2019), or (ii) such lesser amounts determined by the District which, if imposed by both Taxing Districts for collection in the succeeding calendar year, would generate Property Tax Revenues, together with the Property Tax Revenues resulting from or relating to the Infrastructure Capital Mill Levy, sufficient to pay the Bonds and any Additional Obligations in full in the year of collection (or, with respect to Additional Obligations, such lesser amount then required by the applicable Additional Obligation Documents).

The mill levy of 57 mills (as adjusted) is to be reduced by the number of mills necessary to pay unlimited mill levy debt (the issuance of which is subject to the limitations of the Pledge Agreement).

In the event that the adjusted mill levies are different for the Taxing Districts, each of the Taxing Districts shall impose its respective adjusted 57 mills, provided that if clause (ii) above applies, the Taxing Districts shall impose the same mill levy in the amount required to generate the Property Tax Revenues required, but if the actual mill levies necessary to generate the amount of Property Tax Revenues required would exceed the adjusted 57 mill maximum levy of any Taxing District, then the Taxing District with the lowest adjusted 57 mill maximum levy shall impose such amount, and the other Taxing District shall impose a mill levy sufficient to generate the amount of Property Tax Revenues required (but not in excess of such Taxing District’s adjusted 57 mill maximum levy).

**CHERRY CREEK SOUTH METROPOLITAN DISTRICT NO. 5
NOTES TO BASIC FINANCIAL STATEMENTS
DECEMBER 31, 2022**

NOTE 4 LONG-TERM OBLIGATIONS (CONTINUED)

Limited Tax General Obligation Bonds, Series 2021⁽³⁾ (the “Bonds”) (Continued)

Infrastructure Capital Mill Levy

Pursuant to Amended and Restated Intergovernmental Agreements between the Town and each Taxing District dated May 18, 2020, the Infrastructure Capital Mill Levy is an ad valorem mill levy imposed by each Taxing District upon all taxable property of the respective Taxing District each year, beginning in the first year the Taxing District certifies a debt service mill levy, in an amount of 5.000 mills (subject to adjustment for changes in the method of calculating assessed valuation on or after January 1, 2019).

Revenues generated from the Infrastructure Capital Mill Levy are to be used for the planning, design, and construction of certain Regional infrastructure set forth therein. Revenues resulting from the imposition of the Infrastructure Capital Mill Levy are pledged to the Bonds.

Pursuant to the Bonds, in no event shall the Taxing Districts be obligated to impose any portion of the Required Mill Levy or Infrastructure Capital Mill Levy for payment of the Bonds or any Additional Obligations after tax levy year 2060 (for tax collection in 2061).

Bonds Debt Service

The annual debt service requirements of the Bonds are not currently determinable since they are payable only to the extent of available Pledged Revenue.

Unused Lines of Credit

The Bonds do not have any unused lines of credit.

Collateral

No assets have been pledged as collateral on the Bonds.

Events of Default

Events of default occur if the Districts (i) fail to impose the Required Mill Levy or the Infrastructure Capital Mill Levy, or to apply the Pledged Revenues as required by the Indenture, (ii) defaults in the performance or observance of any other of the covenants, agreements, or conditions on the part of the Districts in the Indenture or the Bond Resolution or (iii) files a petition under the federal bankruptcy laws or other applicable bankruptcy laws seeking to adjust the obligation represented by the Bonds.

Termination Events

The Bonds are not subject to early termination.

Acceleration

The Bonds are not subject to acceleration.

CHERRY CREEK SOUTH METROPOLITAN DISTRICT NO. 5
NOTES TO BASIC FINANCIAL STATEMENTS
DECEMBER 31, 2022

NOTE 5 AUTHORIZED DEBT

At a special election of the eligible electors of the District on November 2, 2004, a majority of those qualified to vote voted in favor of certain ballot questions authorizing the issuance of indebtedness and imposition of taxes for the payment thereof, for the purpose of providing certain improvements and facilities such as streets, parks and recreation, water, sanitation, transportation, mosquito control, traffic and safety, fire protection, TV relay, and security, and for the purpose of refunding such indebtedness. On May 5, 2020, at an election of qualified electors of the District, a majority of those qualified to vote voted in favor of the issuance of District indebtedness and the imposition of taxes for the purpose of providing certain improvements and facilities and for the refunding of such indebtedness. At December 31, 2022, the District had authorized but unissued indebtedness in the following amounts allocated for the following purposes:

	Amount Authorized on November 2, 2004	Amount Authorized on May 5, 2020	Authorization Used for 2021 ⁽³⁾ Bonds	Authorized But Unissued
Streets	\$ 37,560,000	\$ 170,343,750	\$ (68,549,000) *	\$ 101,794,750
Parks and Recreation	59,280,000	170,343,750	-	170,343,750
Water	8,880,000	170,343,750	-	170,343,750
Sanitation	14,280,000	170,343,750	-	170,343,750
Transportation	-	170,343,750	-	170,343,750
Mosquito Control	-	170,343,750	-	170,343,750
Safety Protection	37,560,000	170,343,750	-	170,343,750
Fire Protection	-	170,343,750	-	170,343,750
TV Relay and Translation	-	170,343,750	-	170,343,750
Security	-	170,343,750	-	170,343,750
Operations and Maintenance	-	170,343,750	-	170,343,750
Intergovernmental Agreements	-	170,343,750	-	170,343,750
Private Agreements	-	170,343,750	-	170,343,750
In-District Special Assessment Debt	-	170,343,750	-	170,343,750
Refunding	130,000,000	1,703,437,500	-	1,703,437,500
Total	<u>\$ 287,560,000</u>	<u>\$ 4,088,250,000</u>	<u>\$ (68,549,000)</u>	<u>\$ 4,019,701,000</u>

* To be re-allocated

In the future, the District may issue a portion or all of the remaining authorized but unissued debt for purposes of providing public improvements to support development as it occurs within the District's service area; however, as of the date of this audit, the amount and timing of any future debt issuances are not determinable.

NOTE 6 NET POSITION

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

The District's restricted net position as of December 31, 2022 totaled \$927,894 representing interest earned on Project Fund, restricted to be used for capital projects only.

The District has a negative unrestricted net position. This negative net position is due to payments made from bond proceeds, primarily (i) costs of issuing the Bonds, and (ii) reimbursements made for public improvements constructed and financed by the Developer, which public improvements were acquired by District No. 4.

CHERRY CREEK SOUTH METROPOLITAN DISTRICT NO. 5
NOTES TO BASIC FINANCIAL STATEMENTS
DECEMBER 31, 2022

NOTE 7 RELATED PARTIES

The Developer of the property which constitutes the District is Tanterra Development, LLC, a Colorado limited liability company. The members of the Board of Directors of the District are officers, employees, or otherwise associated with the Developer or an entity affiliated with the Developer, and may have conflicts of interest in dealing with the District.

NOTE 8 AGREEMENTS

Amended and Restated Intergovernmental Agreement

On May 18, 2020, the District entered into an Amended and Restated Intergovernmental Agreement with the Town of Parker (Town IGA). The Town IGA generally provides, among other things, that the District will impose (a) the Infrastructure Capital Mill Levy (5 mills, subject to adjustment) and use the proceeds for Regional Infrastructure, (b) the Town Capital and Maintenance Mill Levy (5 mills, subject to adjustment) and use the proceeds for Town Infrastructure, and (c) the Operation and Maintenance Mill Levy (up to 10 mills subject to adjustment) and use the proceeds for the ongoing administrative and operating expenses of the District and for the maintenance of certain of the Regional Infrastructure.

The Town IGA specifies that the revenues from the Infrastructure Capital Mill Levy are to be used to construct Regional Infrastructure as follows: (a) regional stormwater and drainage improvements, (b) regional open space, regional trails, and other regional park and recreation improvements, and (c) construction and maintenance of roadways, including associated landscape improvements and traffic signals.

The Town IGA specifies that the revenues from the Town Capital and Maintenance Mill Levy are to be used for the planning, design, financing, acquisition, construction, operation, and maintenance of the following Town Infrastructure: (a) the Park Tract and all associated improvements to Planning Area 43, (b) all roadways, storm sewer and associated items constructed within Town right-of-way, (c) regional roadways serving the District, (d) all storm sewer, detention ponds, stream improvements and other stormwater conveyance infrastructure located on Town, HOA (defined below) or District-owned property that is eligible for maintenance assistance through the Town's Stormwater Utility, and (e) widening of Chambers Road to a full arterial roadway section through the Districts' boundaries, including additional lanes, sidewalk, curb and gutter, medians and all other associated items.

The Town IGA also imposes an aggregate debt limit on the District, together with Cherry Creek South Metropolitan District Nos. 4 and 6, of \$170,343,750, which is consistent with the debt limit set forth in the Service Plan.

CHERRY CREEK SOUTH METROPOLITAN DISTRICT NO. 5
NOTES TO BASIC FINANCIAL STATEMENTS
DECEMBER 31, 2022

NOTE 8 AGREEMENTS (CONTINUED)

Infrastructure Acquisition and Project Fund Disbursement Agreement

The District, together with Cherry Creek South Metropolitan District Nos. 4 and 6, and Tanterra Development, LLC (Developer) entered into an Infrastructure Acquisition and Project Fund Disbursement Agreement dated as of November 9, 2021 (Infrastructure Acquisition and Project Fund Disbursement Agreement), pursuant to which, among other matters, the District is to disburse proceeds of the Bonds on deposit in the Project Fund held under the Indenture to the Developer in payment of costs of Public Improvements, upon satisfaction of certain conditions set forth in the Infrastructure Acquisition and Project Fund Disbursement Agreement.

The Infrastructure Acquisition and Project Fund Disbursement Agreement establishes the terms and conditions for the reimbursement of District Eligible Costs (defined therein) for Public Infrastructure to be dedicated to other governmental entities, and for Public Infrastructure that is to be owned, operated, and maintained by District No. 4. Pursuant to the terms thereof, the Developer may be reimbursed for Certified District Eligible Costs, including Public Infrastructure and funds advanced to or on behalf of the Districts for District Eligible Costs. In order for the Developer to obtain reimbursement, the Infrastructure Acquisition and Project Fund Disbursement Agreement requires submission of an application for acceptance of District Eligible Costs, cost certification by both a professional engineer and accountant engaged by District No. 5, subject to review by District No. 6, and adoption of a joint resolution by the District and District No. 6 to accept and certify the District Eligible Costs (defined as a District Acceptance Resolution). Within three business days of adoption of a District Acceptance Resolution, the District shall make a requisition in the amount of the Certified District Eligible Costs from the Project Fund held by the Trustee, which requisition shall direct that the Trustee make payment of the applicable amount directly to the Developer. The District obligations with respect to the payment of Certified District Eligible Costs shall be limited to amounts on deposit in the Project Fund and available for such purpose in accordance with the Indenture, and subject to the limitations of the Election, unless and until the District has identified (in its sole discretion) other sources of payment for such costs, it being acknowledged that the purpose of the District is to fund or reimburse the maximum amount of costs economically feasible. After adoption of a District Acceptance Resolution, District Eligible Costs shall only be reflected in the financial records of District No. 5. Additionally, the Infrastructure Acquisition and Project Fund Disbursement Agreement sets forth the process for District No. 4's acquisition of Public Improvements upon receipt of an application from the Developer, and subject to certain inspection rights, design certification and adoption of a District Acquisition Resolution by District No. 4. The Developer warrants the Public Infrastructure which is intended to be owned, operated, and maintained by District No. 4 for a period of two years from the date of the District Inspection Certification (defined therein).

CHERRY CREEK SOUTH METROPOLITAN DISTRICT NO. 5
NOTES TO BASIC FINANCIAL STATEMENTS
DECEMBER 31, 2022

NOTE 8 AGREEMENTS (CONTINUED)

Amended and Restated Infrastructure Acquisition and Project Fund Disbursement Agreement

The District, together with Cherry Creek South Metropolitan District Nos. 4 and 6, and Tanterra Development, LLC (Developer) entered into an Amended and Restated Infrastructure Acquisition and Project Fund Disbursement Agreement dated as of June 23, 2022. The Amended and Restated Infrastructure Acquisition and Project Fund Disbursement Agreement terminates the Infrastructure Acquisition and Project Fund Disbursement Agreement in its entirety and acknowledges that all amounts due and owing under the prior agreement shall become District Eligible Costs pursuant to the terms of Amended and Restated Infrastructure Acquisition and Project Fund Disbursement Agreement. The Amended and Restated Infrastructure Acquisition and Project Fund Disbursement Agreement establishes the terms and conditions for the reimbursement of District Eligible Costs for Public Infrastructure to be dedicated to other governmental entities, and for Public Infrastructure that is to be owned, operated and maintained by District No. 4. This agreement is terminated on March 14, 2023.

Infrastructure Acquisition and Project Fund Disbursement Agreement

The District, together with Cherry Creek South Metropolitan District Nos. 4 and 6, and Tanterra Development II LLC (Developer) entered into an Infrastructure Acquisition and Project Fund Disbursement Agreement dated as of March 14, 2023 (Infrastructure Acquisition and Project Fund Disbursement Agreement), pursuant to which, among other matters, the District is to disburse proceeds of the Bonds on deposit in the Project Fund held under the Indenture to the Developer in payment of costs of Public Improvements, upon satisfaction of certain conditions set forth in the Infrastructure Acquisition and Project Fund Disbursement Agreement.

The Infrastructure Acquisition and Project Fund Disbursement Agreement establishes the terms and conditions for the reimbursement of District Eligible Costs (defined therein) for Public Infrastructure to be dedicated to other governmental entities, and for Public Infrastructure that is to be owned, operated, and maintained by District No. 4. Pursuant to the terms thereof, the Developer may be reimbursed for Certified District Eligible Costs, including Public Infrastructure and funds advanced to or on behalf of the Districts for District Eligible Costs. In order for the Developer to obtain reimbursement, the Infrastructure Acquisition and Project Fund Disbursement Agreement requires submission of an application for acceptance of District Eligible Costs, cost certification by both a professional engineer and accountant engaged by District No. 5, subject to review by District No. 6, and adoption of a joint resolution by the District and District No. 6 to accept and certify the District Eligible Costs (defined as a District Acceptance Resolution). Within three business days of adoption of a District Acceptance Resolution, the District shall make a requisition in the amount of the Certified District Eligible Costs from the Project Fund held by the Trustee, which requisition shall direct that the Trustee make payment of the applicable amount directly to the Developer. The District obligations with respect to the payment of Certified District Eligible Costs shall be limited to amounts on deposit in the Project Fund and available for such purpose in accordance with the Indenture, and subject to the limitations of the Election, unless and until the District has identified (in its sole discretion) other sources of payment for such costs, it being acknowledged that the purpose of the District is to fund or reimburse the maximum amount of costs economically feasible. After adoption of a

CHERRY CREEK SOUTH METROPOLITAN DISTRICT NO. 5
NOTES TO BASIC FINANCIAL STATEMENTS
DECEMBER 31, 2022

NOTE 8 AGREEMENTS (CONTINUED)

Infrastructure Acquisition and Project Fund Disbursement Agreement (Continued)

District Acceptance Resolution, District Eligible Costs shall only be reflected in the financial records of District No. 5. Additionally, the Infrastructure Acquisition and Project Fund Disbursement Agreement sets forth the process for District No. 4's acquisition of Public Improvements upon receipt of an application from the Developer, and subject to certain inspection rights, design certification and adoption of a District Acquisition Resolution by District No. 4. The Developer warrants the Public Infrastructure which is intended to be owned, operated, and maintained by District No. 4 for a period of two years from the date of the District Inspection Certification (defined therein).

Master Intergovernmental Agreement

In accordance with the Service Plans, the Districts entered into an Intergovernmental Agreement dated as of November 9, 2021 (Master IGA), for the purpose of establishing their respective roles, responsibilities, and obligations with respect to the financing, construction, installation, ownership, operation, maintenance, and repair of the Public Improvements (to the extent not conveyed or dedicated to other governmental entities as more fully set forth in the Service Plans).

In accordance with the Master IGA, District No. 4 will own, operate, and maintain Public Improvements not otherwise required to be dedicated to the Town or other governmental entities or an owner's association, and will perform all operations and maintenance services and administrative services described therein (collectively defined as the Services). The Taxing Districts shall not own, operate, or maintain any Public Improvements unless otherwise agreed upon in writing by the Districts. The Districts agree that the conduct and control of the work and functions required by the Master IGA for the Services will lie solely with District No. 4, which will be free to exercise reasonable discretion in the performance of its duties under the Master IGA.

District No. 4 also agrees to levy on all the taxable property within its boundaries an Operations and Maintenance Mill Levy of up to 10 mills, subject to the Mill Levy Adjustment, both as defined in the Service Plans, for the purpose of paying for all Service Costs (defined therein as the Maximum O&M Mill Levy). Notwithstanding the foregoing, the District and District No. 6 may elect to levy an Operations and Maintenance Mill Levy of up to 1 mill, subject to the Mill Levy Adjustment, and to perform their own administrative services as provided therein, in which case District No. 4's Maximum O&M Mill Levy shall be reduced by the number of mills imposed by the District and/or District No. 6, as applicable. In order to avoid overlapping mill levies, District No. 4 agrees it will not impose any debt service mill levy or issue any Debt (as defined therein) or impose an Infrastructure Capital Mill Levy or Town Capital and Maintenance Mill Levy, for so long as the District and District No. 6 are imposing the same. District No. 4 also agrees not to impose any Development Fee, as authorized by the Service Plans, for so long as District No. 5 or District No. 6 imposes a Development Fee. However, District No. 4 shall also be authorized to seek an amendment to its Service Plan to allow for District No. 4 to impose fees, rates, tolls, penalties, or charges for the purpose of funding the Service Costs.

The District will be responsible for issuing all Debt authorized under the Service Plans for the purpose of financing any or all of the Public Improvements benefiting the Districts. The District agrees to impose a debt service mill levy to pay debt service on all Debt, and District

CHERRY CREEK SOUTH METROPOLITAN DISTRICT NO. 5
NOTES TO BASIC FINANCIAL STATEMENTS
DECEMBER 31, 2022

NOTE 8 AGREEMENTS (CONTINUED)

Master Intergovernmental Agreement (Continued)

No. 6 agrees to impose a debt service mill levy to pay debt service on all Debt issued by the District and shall enter into the Pledge Agreement with the District to effectuate the pledge of revenues received by the District No. 6 debt service mill levy to the District. The Taxing Districts also agree to impose the Infrastructure Capital Mill Levy and Town Capital and Maintenance Mill Levy. In order to avoid overlapping mill levies, for so long as District No. 4 is providing the Services, the Taxing Districts shall not impose an Operations and Maintenance Mill Levy.

Additionally, the Taxing Districts shall not seek an amendment to their Service Plans to allow for any Taxing District to impose fees, rates, tolls, penalties, or charges.

Under the Master IGA, District No. 4 will approve the acceptance of any Public Improvements for ownership by District No. 4, and the District will approve the acceptance of costs related to the provision of the Public Improvements eligible for reimbursement pursuant to the terms of any Developer Agreements, subject to review by District No. 6.

Infrastructure Reimbursement Agreement

The District and Tanterra Development, LLC (Developer) entered into the Infrastructure Reimbursement Agreement on September 22, 2022. The Infrastructure Reimbursement Agreement establishes the terms and conditions for the reimbursement of District Eligible Costs for Public Infrastructure to be dedicated to other governmental entities, and for Public Infrastructure that is to be owned, operated and maintained by District No. 4. Pursuant to the terms thereof, the Developer may be reimbursed for Certified District Eligible Costs, including Public Infrastructure and funds advanced to or on behalf of the District for District Eligible Costs. In order for the Developer to obtain reimbursement, the Infrastructure Reimbursement Agreement requires submission of an application for acceptance of District Eligible Costs, cost certification by both a professional engineer and accountant, and adoption of a resolution by the District to accept and certify the District Eligible Costs (defined as a District Acceptance Resolution). Adoption of any District Acceptance Resolution does not guarantee that the District has, or shall in the future have, the financial ability to pay the Certified District Eligible Costs in part or in full. The Infrastructure Reimbursement Agreement is subordinate to the Project Fund Disbursement Agreement. Certified District Eligible Costs are intended to be reimbursed first from Bond proceeds pursuant to the Project Fund Disbursement Agreement. Certified District Eligible Costs accepted prior to the issuance of any Reimbursement Obligation reflecting such advance, shall bear an interest rate of 2% per annum, from the date of adoption of a District Acceptance Resolution, simple interest, to the earlier of the date Reimbursement Obligation is issued to evidence the Certified District Eligible Costs, or the date of repayment in full of all interest then due and payable and the principal balance of Certified District Eligible Costs.

CHERRY CREEK SOUTH METROPOLITAN DISTRICT NO. 5
NOTES TO BASIC FINANCIAL STATEMENTS
DECEMBER 31, 2022

NOTE 9 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.

NOTE 10 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. District No. 4 provides for the emergency reserve, equal to at least 3% of fiscal year spending as defined under TABOR, for the Districts.

The District's management has taken steps it believes are necessary to comply 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.

SUPPLEMENTARY INFORMATION

**CHERRY CREEK SOUTH METROPOLITAN DISTRICT NO. 5
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	\$ 131	\$ 131	\$ -
Specific Ownership Taxes	10	11	1
Interest Income	-	2	2
Property Taxes - Infrastructure Capital	12	11	(1)
Property Taxes - Town Capital and Maintenance	12	12	-
Specific Ownership Taxes - Infrastructure Capital	1	1	-
Specific Ownership Taxes - Town Capital and Maintenance	1	1	-
Transfer from Cherry Creek South Metro District No. 6	105	104	(1)
Total Revenues	<u>272</u>	<u>273</u>	<u>1</u>
EXPENDITURES			
County Treasurer's Fees	2	2	-
Paying Agent Fees	4,000	4,000	-
Transfer to Town of Parker	13	13	-
Total Expenditures	<u>4,015</u>	<u>4,015</u>	<u>-</u>
EXCESS (DEFICIENCY) OVER (UNDER) EXPENDITURES	(3,743)	(3,742)	1
OTHER FINANCING SOURCES (USES)			
Transfer from Other Fund	4,000	4,000	-
Total Other Financing Sources (Uses)	<u>4,000</u>	<u>4,000</u>	<u>-</u>
NET CHANGE IN FUND BALANCE	257	258	1
Fund Balance - Beginning of Year	<u>-</u>	<u>-</u>	<u>-</u>
FUND BALANCE - END OF YEAR	<u>\$ 257</u>	<u>\$ 258</u>	<u>\$ 1</u>

**CHERRY CREEK SOUTH METROPOLITAN DISTRICT NO. 5
CAPITAL PROJECTS FUND
SCHEDULE OF REVENUES, EXPENDITURES, AND CHANGES IN FUND BALANCE –
BUDGET AND ACTUAL
YEAR ENDED DECEMBER 31, 2022**

	Budget Amounts		Actual Amounts	Variance with Final Budget Positive (Negative)
	Original	Final		
REVENUES				
Interest Income	\$ -	\$ 900,000	\$ 1,078,732	\$ 178,732
Total Revenues	-	900,000	1,078,732	178,732
EXPENDITURES				
Legal	-	-	19,772	(19,772)
Transfers to Cherry Creek South Metro District No. 4	32,295,000	66,641,643	3,581,049	63,060,594
Total Expenditures	32,295,000	66,641,643	3,600,821	63,040,822
REVENUES OVER/(UNDER) EXPENDITURES	(32,295,000)	(65,741,643)	(2,522,089)	63,219,554
OTHER FINANCING SOURCES (USES)				
Developer Advance	-	-	3,515,458	3,515,458
Transfer to Other Fund	(4,000)	(4,000)	(4,000)	-
Total Other Financing Sources (Uses)	(4,000)	(4,000)	3,511,458	3,515,458
NET CHANGE IN FUND BALANCE	(32,299,000)	(65,745,643)	989,369	66,735,012
Fund Balance - Beginning of Year	65,731,028	65,745,643	65,745,643	-
FUND BALANCE - END OF YEAR	<u>\$ 33,432,028</u>	<u>\$ -</u>	<u>\$ 66,735,012</u>	<u>\$ 66,735,012</u>

**CONTINUING DISCLOSURE ANNUAL FINANCIAL INFORMATION AS
REQUIRED BY LIMITED TAX GENERAL OBLIGATION BONDS,
SERIES 2021⁽³⁾**

**CHERRY CREEK SOUTH METROPOLITAN DISTRICT NO. 5
CONTINUING DISCLOSURE ANNUAL FINANCIAL INFORMATION AS REQUIRED BY THE
LIMITED TAX GENERAL OBLIGATION BONDS, SERIES 2021⁽³⁾**

**HISTORY OF ASSESSED VALUATIONS AND MILL LEVIES FOR THE TAXING DISTRICTS
DECEMBER 31, 2022
(UNAUDITED)**

Levy/ Collection Year	Assessed Valuation				Mill Levies		
	District No. 5 Valuation	District No. 6 Valuation	Total Valuation	Percent Change	General Fund	District No. 5 Debt Service Fund	District No. 6 Debt Service Fund
2016/2017	\$ 380	\$ 380	\$ 760	-	0.000	0.000	0.000
2017/2018	410	410	820	7.90%	0.000	0.000	0.000
2018/2019	410	410	820	-	0.000	0.000	0.000
2019/2020	430	430	860	4.90	0.000	0.000	0.000
2020/2021	2,210	1,470	3,680	327.90	0.000	0.000	0.000
2021/2022	2,290	1,570	3,860	4.90	0.000	67.466	67.466
2022/2023	2,080	3,680	5,760	49.20	0.000	73.599	73.595

**CHERRY CREEK SOUTH METROPOLITAN DISTRICT NO. 5
CONTINUING DISCLOSURE ANNUAL FINANCIAL INFORMATION AS REQUIRED BY THE
LIMITED TAX GENERAL OBLIGATION BONDS, SERIES 2021⁽³⁾**

**OWNER OF TAXABLE PROPERTY WITHIN THE TAXING DISTRICTS
DECEMBER 31, 2022
(UNAUDITED)**

Owner of Taxable Property within the Taxing Districts

<u>Taxpayer Name</u>	<u>District No. 5 2022 Final Assessed Valuation</u>	<u>District No. 6 2022 Final Assessed Valuation</u>	<u>Total Combined Assessed Valuation</u>	<u>Percentage of Total Assessed Valuation</u>
North Parker Investments, LLC	\$ 2,080	\$ 3,680	\$ 5,760	100.00 %
Total	<u>\$ 2,080</u>	<u>\$ 3,680</u>	<u>\$ 5,760</u>	100.00

Sources: Douglas County Assessor's Office

**CHERRY CREEK SOUTH METROPOLITAN DISTRICT NO. 5
CONTINUING DISCLOSURE ANNUAL FINANCIAL INFORMATION AS REQUIRED BY THE
LIMITED TAX GENERAL OBLIGATION BONDS, SERIES 2021⁽³⁾**

**ASSESSED VALUATION OF CLASSES OF PROPERTY IN THE TAXING DISTRICTS AND
RATIO OF DEBT TO ASSESSED VALUATION BASED ON THE COLLECTIVE VALUE OF THE
TAXING DISTRICTS
DECEMBER 31, 2022
(UNAUDITED)**

Assessed Valuation of Classes of Property in the Taxing Districts

Property Class	District No. 5 Assessed Valuation	District No. 6 Assessed Valuation	Total Assessed Valuation	Percent of Total Assessed Valuation
Agriculture	\$ 2,080	\$ 3,680	\$ 5,760	100.00%

Ratio of Debt to Assessed Valuation

The combined 2022 certified assessed value for the Taxing Districts is \$5,760. Given this low amount, the ratio of direct general obligation debt of the Taxing Districts (after giving effect to the issuance of the Bonds) and overlapping debt within the Taxing Districts (only for those entities which currently pay their general obligation debt through a mill levy assessed against property within the Taxing Districts) to the 2022 certified assessed value is not a meaningful figure and is not included herein.