

**HUDSON HILLS METROPOLITAN
DISTRICT
WELD COUNTY, COLORADO**

**FINANCIAL STATEMENTS AND
SUPPLEMENTARY INFORMATION**

YEAR ENDED DECEMBER 31, 2022

**HUDSON HILLS METROPOLITAN DISTRICT
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Board of Directors
Hudson Hills Metropolitan District
Weld County, Colorado

Independent Auditor's Report

Opinions

We have audited the accompanying financial statements of the governmental activities and each major fund of Hudson Hills Metropolitan District (the "District"), as of and for the year ended December 31, 2022, and the related notes to the financial statements, which collectively comprise the District's basic financial statements, as listed in the table of contents.

In our opinion, the accompanying financial statements referred to above present fairly, in all material respects, the respective financial position of the governmental activities and each major fund of Hudson Hills Metropolitan District as of December 31, 2022, and the respective changes in financial position and the respective budgetary comparison for the general fund for the year then ended in accordance with accounting principles generally accepted in the United States of America.

Basis for Opinions

We conducted our audit in accordance with auditing standards generally accepted in the United States of America (GAAS). Our responsibilities under those standards are further described in the Auditor's Responsibilities for the Audit of the Financial Statements section of our report. We are required to be independent of the District and to meet our other ethical responsibilities, in accordance with the relevant ethical requirements relating to our audit. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinions.

Responsibilities of Management for the Financial Statements

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

In preparing the financial statements, management is required to evaluate whether there are conditions or events, considered in the aggregate, that raise substantial doubt about the District's ability to continue as a going concern for twelve months beyond the financial statement date, including any currently known information that may raise substantial doubt shortly thereafter.

Auditor's Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinions. Reasonable assurance is a high level of assurance but is not absolute assurance and therefore is not a guarantee that an audit conducted in accordance with GAAS will always detect a material misstatement when it exists. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control. Misstatements are considered material if there is a substantial likelihood that, individually or in the aggregate, they would influence the judgment made by a reasonable user based on the financial statements.

In performing an audit in accordance with GAAS, we:

Exercise professional judgment and maintain professional skepticism throughout the audit.

Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, and design and perform audit procedures responsive to those risks. Such procedures include examining, on a test basis, evidence regarding the amounts and disclosures in the financial statements.

Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the District's internal control. Accordingly, no such opinion is expressed.

Evaluate the appropriateness of accounting policies used and the reasonableness of significant accounting estimates made by management, as well as evaluate the overall presentation of the financial statements.

Conclude whether, in our judgment, there are conditions or events, considered in the aggregate, that raise substantial doubt about the District's ability to continue as a going concern for a reasonable period of time.

We are required to communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit, significant audit findings, and certain internal control-related matters that we identified during the audit.

Other Matters

Required Supplemental Information

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

Supplemental Information

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

Other Information

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

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

Wipfli LLP

Wipfli LLP
Lakewood, Colorado

August 26, 2023

BASIC FINANCIAL STATEMENTS

**HUDSON HILLS METROPOLITAN DISTRICT
STATEMENT OF NET POSITION
DECEMBER 31, 2022**

	Governmental Activities
ASSETS	
Cash and Investments	\$ 4,091
Cash and Investments - Restricted	211,866
Receivable - County Treasurer	526
Property Taxes Receivable	144,083
Prepaid Expenses	2,571
Total Assets	363,137
LIABILITIES	
Accounts Payable	2,326
Accrued Interest Payable	4,591
Noncurrent Liabilities:	
Due Within One Year	10,000
Due in More Than One Year	1,841,511
Total Liabilities	1,858,428
DEFERRED INFLOWS OF RESOURCES	
Property Tax Revenue	144,083
Total Deferred Inflows of Resources	144,083
NET POSITION	
Restricted for:	
Emergency Reserves	700
Debt Service	207,013
Unrestricted	(1,847,087)
Total Net Position	\$ (1,639,374)

See accompanying Notes to Basic Financial Statements.

**HUDSON HILLS METROPOLITAN DISTRICT
STATEMENT OF ACTIVITIES
YEAR ENDED DECEMBER 31, 2022**

		Program Revenues			Net Revenues (Expenses) and Change in Net Position
Expenses	Charges for Services	Operating Grants and Contributions	Capital Grants and Contributions	Governmental Activities	
FUNCTIONS/PROGRAMS					
Primary Government:					
Governmental Activities:					
General Government	\$ 32,643	\$ -	\$ -	\$ -	\$ (32,643)
Interest and Related Costs on Long-Term Debt	94,511	-	-	-	(94,511)
Total Governmental Activities	\$ 127,154	\$ -	\$ -	\$ -	(127,154)
GENERAL REVENUES					
Property Taxes					124,769
Specific Ownership Taxes					7,385
Interest Income					3,656
Total General Revenues					135,810
CHANGE IN NET POSITION					8,656
Net Position - Beginning of Year					(1,648,030)
NET POSITION - END OF YEAR					\$ (1,639,374)

See accompanying Notes to Basic Financial Statements.

**HUDSON HILLS METROPOLITAN DISTRICT
BALANCE SHEET
GOVERNMENTAL FUNDS
DECEMBER 31, 2022**

	General	Debt Service	Total Governmental Funds
ASSETS			
Cash and Investments	\$ 4,091	\$ -	\$ 4,091
Cash and Investments - Restricted	700	211,166	211,866
Receivable - County Treasurer	88	438	526
Property Taxes Receivable	39,365	104,718	144,083
Prepaid Expense	2,571	-	2,571
	<u>\$ 46,815</u>	<u>\$ 316,322</u>	<u>363,137</u>
LIABILITIES, DEFERRED INFLOWS OF RESOURCES, AND FUND BALANCES			
LIABILITIES			
Accounts Payable	\$ 2,326	\$ -	2,326
Total Liabilities	<u>2,326</u>	<u>-</u>	<u>2,326</u>
DEFERRED INFLOWS OF RESOURCES			
Property Tax Revenue	39,365	104,718	144,083
Total Deferred Inflows of Resources	<u>39,365</u>	<u>104,718</u>	<u>144,083</u>
FUND BALANCES			
Nonspendable			
Prepaid expenses	2,571	-	2,571
Restricted:			
Emergency Reserve	700	-	700
Debt Service	-	211,604	211,604
Assigned			
Unassigned	1,853	-	1,853
Total Fund Balances	<u>5,124</u>	<u>211,604</u>	<u>216,728</u>
Total Liabilities, Deferred Inflows of Resources, and Fund Balances	<u>\$ 46,815</u>	<u>\$ 316,322</u>	

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

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

Bonds Payable	(1,283,000)
Developer Advance Payable	(148,910)
Interest Payable on Developer Advance	(349,247)
Interest Payable on Bonds	(74,945)
	<u>(1,856,102)</u>

Net Position of Governmental Activities	<u>\$ (1,639,374)</u>
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See accompanying Notes to Basic Financial Statements.

**HUDSON HILLS METROPOLITAN DISTRICT
STATEMENT OF REVENUES, EXPENDITURES, AND CHANGES IN FUND BALANCES
GOVERNMENTAL FUNDS
YEAR ENDED DECEMBER 31, 2022**

	General	Debt Service	Total Governmental Funds
REVENUES			
Property Taxes	\$ 20,793	\$ 103,976	\$ 124,769
Specific Ownership Taxes	1,231	6,154	7,385
Net Investment Income	14	3,642	3,656
Total Revenues	<u>22,038</u>	<u>113,772</u>	<u>135,810</u>
EXPENDITURES			
Accounting	15,421	-	15,421
Audit	4,650	-	4,650
County Treasurer's Fees	312	1,561	1,873
Dues and Licenses	289	-	289
Insurance and Bonds	2,516	-	2,516
Legal	9,135	-	9,135
Miscellaneous	320	-	320
Bond Interest	-	55,606	55,606
Bond Principal	-	10,000	10,000
Paying Agent Fees	-	7,000	7,000
Total Expenditures	<u>32,643</u>	<u>74,167</u>	<u>106,810</u>
EXCESS OF REVENUES OVER (UNDER) EXPENDITURES	(10,605)	39,605	29,000
OTHER FINANCING SOURCES			
Developer Advances	15,000	-	15,000
Total Other Financing Sources	<u>15,000</u>	<u>-</u>	<u>15,000</u>
NET CHANGE IN FUND BALANCES	4,395	39,605	44,000
Fund Balances - Beginning of Year	<u>729</u>	<u>171,999</u>	<u>172,728</u>
FUND BALANCES - END OF YEAR	<u>\$ 5,124</u>	<u>\$ 211,604</u>	<u>\$ 216,728</u>

See accompanying Notes to Basic Financial Statements.

**HUDSON HILLS METROPOLITAN DISTRICT
RECONCILIATION OF THE STATEMENT OF REVENUES, EXPENDITURES, AND CHANGES
IN FUND BALANCES OF THE GOVERNMENTAL FUNDS TO THE STATEMENT OF ACTIVITIES
YEAR ENDED DECEMBER 31, 2022**

Net Change in Fund Balances - Governmental Funds \$ 44,000

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

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.

Bond Repayment	10,000
Current Year Developer Advances	(15,000)

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.

Accrued Interest on General Bonds - Change in Liability	43
Accrued Interest on Subordinate Bonds - Change in Liability	(20,021)
Accrued Interest on Developer Advance - Change in Liability	(10,366)
	(10,366)

Change in Net Position of Governmental Activities	\$ 8,656
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**HUDSON HILLS METROPOLITAN DISTRICT
GENERAL FUND
STATEMENT OF REVENUES, EXPENDITURES, AND CHANGES IN FUND BALANCE –
BUDGET AND ACTUAL
YEAR ENDED DECEMBER 31, 2022**

	Final and Original Budget	Actual Amounts	Variance with Final Budget Positive (Negative)
REVENUES			
Property Taxes	\$ 20,793	\$ 20,793	\$ -
Specific Ownership Taxes	1,040	1,231	191
Net Investment Income	-	14	14
Total Revenues	<u>21,833</u>	<u>22,038</u>	<u>205</u>
EXPENDITURES			
Accounting	20,000	15,421	4,579
Audit	4,500	4,650	(150)
County Treasurer's Fees	312	312	-
Dues and Licenses	500	289	211
Election Expense	500	-	500
Insurance and Bonds	3,150	2,516	634
Legal	10,000	9,135	865
Miscellaneous	150	320	(170)
Contingency	3,386	-	3,386
Total Expenditures	<u>42,498</u>	<u>32,643</u>	<u>9,855</u>
EXCESS OF REVENUES OVER (UNDER) EXPENDITURES	(20,665)	(10,605)	10,060
OTHER FINANCING SOURCES			
Developer Advances	25,000	15,000	(10,000)
Total Other Financing Sources	<u>25,000</u>	<u>15,000</u>	<u>(10,000)</u>
NET CHANGE IN FUND BALANCES	4,335	4,395	60
Fund Balances - Beginning of Year	<u>3,241</u>	<u>729</u>	<u>3,970</u>
FUND BALANCES - END OF YEAR	<u>\$ 7,576</u>	<u>\$ 5,124</u>	<u>\$ (3,910)</u>

See accompanying Notes to Basic Financial Statements.

**HUDSON HILLS METROPOLITAN DISTRICT
NOTES TO BASIC FINANCIAL STATEMENTS
DECEMBER 31, 2022**

NOTE 1 DEFINITION OF REPORTING ENTITY

Hudson Hills Metropolitan District (the District), a quasi-municipal corporation and a political subdivision of the state of Colorado, was organized by order and decree of the District Court for Weld County on May 14, 2004 and is governed pursuant to provisions of the Colorado Special District Act (Title 32, Article 1, Colorado Revised Statutes). The District operates under a Service Plan approved by the Town of Hudson on March 5, 2004. The District's service area is located entirely within the Town of Hudson, Weld County, Colorado.

The District was established to provide financing for the construction, installation, and operation of public improvements, including streets and safety controls, water, storm and sanitary sewer, and park and recreation facilities, primarily for single family residential development within the District.

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.

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 property 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.

**HUDSON HILLS METROPOLITAN DISTRICT
NOTES TO BASIC FINANCIAL STATEMENTS
DECEMBER 31, 2022**

NOTE 2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

Government-Wide and Fund Financial Statements (Continued)

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

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

Measurement Focus, Basis of Accounting, and Financial Statement Presentation

The government-wide financial statements are reported using the economic resources measurement focus and the accrual basis of accounting. Revenues are recorded when earned and expenses are recorded when a liability is incurred, regardless of the timing of related cash flows.

Governmental fund financial statements are reported using the current financial resources measurement focus and the modified accrual basis of accounting. Revenues are recognized as soon as they are both measurable and available. Revenues are considered to be available when they are collectible within the current period or soon enough thereafter to pay liabilities of the current period. For this purpose, the District considers revenues to be available if they are collected within 60 days of the end of the current fiscal period. The major sources of revenue susceptible to accrual are property taxes. All other revenue items are considered to be measurable and available only when cash is received by the District. The District has determined that Developer advances are not considered as revenue susceptible to accrual. Expenditures, other than interest on long-term obligations, are recorded when the liability is incurred or the long-term obligation due.

The District reports the following major governmental funds:

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

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

As a general rule, the effect of interfund activity has been eliminated from the government-wide financial statements.

**HUDSON HILLS METROPOLITAN DISTRICT
NOTES TO BASIC FINANCIAL STATEMENTS
DECEMBER 31, 2022**

NOTE 2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

Budgets

In accordance with the State Budget Law, the District's Board of Directors holds public hearings in the fall each year to approve the budget and appropriate the funds for the ensuing year. The appropriation is at the total fund expenditures and other financing uses level and lapses at year-end. The District's Board of Directors can modify the budget by line item within the total appropriation without notification. The appropriation can only be modified upon completion of notification and publication requirements. The budget includes each fund on its basis of accounting unless otherwise indicated.

Pooled Cash

The District follows the practice of pooling cash and investments of all funds to maximize investment earnings. Except when required by trust or other agreements, all cash is deposited to and disbursed from a single bank account. Cash in excess of immediate operating requirements is pooled for deposit and investment flexibility. Investment earnings are allocated periodically to the participating funds based upon each fund's average equity balance in the total cash.

Property Taxes

Property taxes are levied by the District's Board of Directors. The levy is based on assessed valuations determined by the County Assessor generally as of January 1 of each year. The levy is normally set by December 15 by certification to the County Commissioners to put the tax lien on the individual properties as of January 1 of the following year. The County Treasurer collects the determined taxes during the ensuing calendar year. The taxes are payable by April or if in equal installments, at the taxpayer's election, in February and June. Delinquent taxpayers are notified in August and generally sales of the tax liens on delinquent properties are held in November or December. The County Treasurer remits the taxes collected monthly to the District.

Property taxes, net of estimated uncollectible taxes, are recorded initially as deferred inflow of resources in the year they are levied and measurable. The property tax revenues are recorded as revenue in the year they are available or collected.

Deferred Inflows of Resources

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

**HUDSON HILLS METROPOLITAN DISTRICT
NOTES TO BASIC FINANCIAL STATEMENTS
DECEMBER 31, 2022**

NOTE 2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

Equity

Net Position

For government-wide presentation purposes, when both restricted and unrestricted resources are available for use, it is the District's practice to use restricted resources first, then unrestricted resources as they are needed.

Fund Balance

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

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

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

Committed Fund Balance – The portion of fund balance that can only be used for specific purposes pursuant to constraints imposed by formal action of the government's highest level of decision-making authority, the board of directors. The constraint may be removed or changed only through formal action of the board of directors.

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

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

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

**HUDSON HILLS METROPOLITAN DISTRICT
NOTES TO BASIC FINANCIAL STATEMENTS
DECEMBER 31, 2022**

NOTE 3 CASH AND INVESTMENTS

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

Statement of Net Position:

Cash and Investments	\$ 4,091
Cash and Investments - Restricted	<u>211,866</u>
Total Cash and Investments	<u><u>\$ 215,957</u></u>

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

Deposits with Financial Institutions	\$ 5,295
Investments	<u>210,662</u>
Total Cash and Investments	<u><u>\$ 215,957</u></u>

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.

The State Commissioners for banks and financial services are required by statute to monitor the naming of eligible depositories and reporting of the uninsured deposits and assets maintained in the collateral pools.

At December 31, 2022, the District's cash deposits had a bank balance of \$18,203 and carrying balance of \$5,295.

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.

**HUDSON HILLS METROPOLITAN DISTRICT
NOTES TO BASIC FINANCIAL STATEMENTS
DECEMBER 31, 2022**

NOTE 3 CASH AND INVESTMENTS (CONTINUED)

Investments (Continued)

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

- . Obligations of the United States, certain U.S. government agency securities, 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>Amount</u>
Colorado Surplus Asset Fund Trust (CSAFE)	Weighted-Average Under 60 Days	<u>\$ 210,662</u>

CSAFE

The District invested in the Colorado Surplus Asset Fund Trust (CSAFE) (the Trust), which is an investment vehicle established by state statute for local government entities to pool surplus assets. The State Securities Commissioner administers and enforces all State statutes governing the Trust. The Trust currently offers two portfolios – CSAFE CASH FUND and CSAFE CORE.

CSAFE CASH FUND operations similar to a money market fund, with each share valued at \$1.00. CSAFE may invest in U.S. Treasury securities, repurchase agreements collateralized by U.S. Treasury securities, certain money market funds and highest rated commercial paper, any security allowed under CRS 24-75-601.

CSAFE CORE, a variable Net Asset Value (NAV) Local Government Investment Pool, offers weekly liquidity and is managed to approximate a \$2.00 transactional share price. CSAFE CORE 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.

**HUDSON HILLS METROPOLITAN DISTRICT
NOTES TO BASIC FINANCIAL STATEMENTS
DECEMBER 31, 2022**

NOTE 3 CASH AND INVESTMENTS (CONTINUED)

CSAFE (Continued)

A designated custodial bank serves as custodian for CSAFE’s portfolio pursuant to a custodian agreement. The custodian acts as safekeeping agent for CSAFE’s investment portfolio and provides services as the depository in connection with direct investments and withdrawals. The custodian’s internal records segregate investments owned by CSAFE. CSAFE CASH FUND is rated AAmmf and CSAFE CORE is rated AAAf/S1 by Fitch Ratings. CSAFE records its investments at amortized cost and the District records its investments in CSAFE using the amortized cost method. There are no unfunded commitments, the redemption frequency is daily and there is no redemption notice period.

NOTE 4 LONG-TERM OBLIGATIONS

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

	Balance - December 31, 2021	Additions	Retirements	Balance - December 31, 2022	Due Within One Year
Governmental Activities					
General Obligation Bonds Payable					
Series 2019A Refunding Bonds	\$ 1,085,000	\$ -	\$ 10,000	\$ 1,075,000	\$ 10,000
Series 2019B Refunding Bonds	208,000	-	-	208,000	-
Accrued Interest - Series 2019B	50,333	20,021	-	70,354	-
Subtotal of Bonds Payable	<u>1,343,333</u>	<u>20,021</u>	<u>10,000</u>	<u>1,353,354</u>	<u>10,000</u>
Other Debts					
Developer Advances	133,910	15,000	-	148,910	-
Accrued Interest - Developer Advances	338,881	10,366	-	349,247	-
Subtotal of Other Debts	<u>472,791</u>	<u>25,366</u>	<u>-</u>	<u>498,157</u>	<u>-</u>
 Total Long-Term Obligations	 <u>\$ 1,816,124</u>	 <u>\$ 45,387</u>	 <u>\$ 10,000</u>	 <u>\$ 1,851,511</u>	 <u>\$ 10,000</u>

The details of the District’s general obligation bonds outstanding are as follows:

General Obligation (Limited Tax Convertible to Unlimited Tax) Bonds, Series 2019A (the 2019A Senior Bonds) and **Subordinate General Obligation Limited Tax Bonds, Series 2019B** (the 2019B Subordinate Bonds, and, with the 2019A Senior Bonds, the 2019 Bonds)

2019 Bonds Detail

The District issued the 2019 Bonds on February 7, 2019, in the par amounts of \$1,095,000 for the 2019A Senior Bonds and \$208,000 for the 2019B Subordinate Bonds. Proceeds from the sale of the 2019 Bonds were used to fund and reimburse a portion of the costs of designing, constructing, and installing certain public improvements and paying other costs in connection with the 2019 Bonds, and with respect to proceeds of the 2019A Senior Bonds only, to fund the Senior Reserve Fund and fund capitalized interest on the 2019A Senior Bonds.

**HUDSON HILLS METROPOLITAN DISTRICT
NOTES TO BASIC FINANCIAL STATEMENTS
DECEMBER 31, 2022**

NOTE 4 LONG-TERM OBLIGATIONS (CONTINUED)

2019 Bonds Detail (Continued)

The 2019A Senior Bonds were issued as a term bond that bears interest at 5.125% per annum and is payable semi-annually on June 1 and December 1, beginning on June 1, 2019. Annual mandatory sinking fund principal payments are due on December 1, beginning on December 1, 2021. To the extent principal of any 2019A Senior Bond is not paid when due, such principal shall remain outstanding until paid and shall continue to bear interest at the rate then borne by the 2019A Senior Bond. To the extent interest on any 2019A Senior Bond is not paid when due, such interest shall compound on each interest payment date, at the rate then borne by the 2019A Senior Bond. The 2019A Senior Bonds mature on December 1, 2048.

The 2019B Subordinate Bonds were issued as a term bond that bears interest at 7.75% per annum and is payable annually on December 15, beginning December 15, 2019 from, and to the extent of, Subordinate Pledged Revenue available, if any, and matures on December 15, 2048. The 2019B Subordinate Bonds are structured as cash flow bonds meaning that there are no scheduled payments of principal or interest prior to the final maturity date. Unpaid interest on the 2019B Subordinate Bonds compounds annually on each December 15. All of the 2019B Subordinate Bonds and interest thereon are to be deemed to be paid and discharged on December 16, 2058, regardless of the amount of principal and interest paid prior to that date.

Events of Default

The occurrence of any one or more of the following events or the existence of any one or more of the following conditions will constitute an Event of Default:

- (a) The District fails or refuses to impose the Subordinate Required Mill Levy or to apply the Subordinate Pledged Revenue as required by the Indenture;
- (b) The District fails to pay the principal of, premium if any, or interest when due;
- (c) The District defaults in the performance or observance of any of the covenants, agreements or conditions on the part of the District in the Indenture; or
- (d) The District files a petition under the federal bankruptcy laws or other applicable bankruptcy laws seeking to adjust the obligation represented by the Series 2019B Subordinate Bonds.

Optional Redemption

The 2019A Senior Bonds are subject to redemption prior to maturity, at the option of the District, on December 1, 2023, 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:

**HUDSON HILLS METROPOLITAN DISTRICT
NOTES TO BASIC FINANCIAL STATEMENTS
DECEMBER 31, 2022**

NOTE 4 LONG-TERM OBLIGATIONS (CONTINUED)

Optional Redemption (Continued)

<u>Date of Redemption</u>	<u>Redemption Premium</u>
December 1, 2023, to November 30, 2024	3.00%
December 1, 2024, to November 30, 2025	2.00
December 1, 2025, to November 30, 2026	1.00
December 1, 2026, and thereafter	0.00

The 2019B Subordinate Bonds are subject to redemption prior to maturity, at the option of the District, on December 15, 2023, 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 15, 2023, to December 14, 2024	3.00%
December 15, 2024, to December 14, 2025	2.00
December 15, 2025, to December 14, 2026	1.00
December 15, 2026, and thereafter	0.00

Pledged Revenue

The 2019A Senior Bonds are secured by and payable solely from and to the extent of Senior Pledged Revenue, net of any costs of collection, which includes: (a) the Senior Required Mill Levy; (b) the Capital Fees, if any; (c) the portion of the Specific Ownership Tax which is collected as a result of imposition of the Senior Required Mill Levy; and, (d) any other legally available moneys which the District determines, in its absolute discretion, to transfer to the Trustee for application as Senior Pledged Revenue.

The 2019B Subordinate Bonds are secured by and payable solely from and to the extent of Subordinate Pledged Revenue, net of any costs of collection, which includes: (a) the Subordinate Required Mill Levy; (b) the Subordinate Capital Fee Revenue, if any; (c) the portion of the Specific Ownership Tax which is collected as a result of imposition of the Subordinate Required Mill Levy; (d) the amounts, if any, in the Senior Surplus Fund after the termination of such fund pursuant to the Senior Indenture; and, (e) any other legally available moneys which the District determines, in its absolute discretion, to transfer to the Trustee for application as Subordinate Pledged Revenue.

The 2019A Senior Bonds are also secured by amounts on deposit in the Senior Reserve Fund. The Senior Reserve Fund was funded in the amount of \$87,300 from proceeds of the 2019A Senior Bonds. The balance in the Senior Reserve Fund at December 31, 2022 is \$87,578.

**HUDSON HILLS METROPOLITAN DISTRICT
NOTES TO BASIC FINANCIAL STATEMENTS
DECEMBER 31, 2022**

NOTE 4 LONG-TERM OBLIGATIONS (CONTINUED)

Pledged Revenue (Continued)

The 2019A Senior Bonds are further secured by the Senior Surplus Fund. Prior to the Conversion Date as defined, Senior Pledged Revenue that is not needed to pay debt service on the 2019A Senior Bonds in any year will be deposited to and held in the Senior Surplus Fund, up to the Maximum Surplus Amount of \$109,500. The Senior Surplus Fund is to be maintained until the Conversion Date, after which time the Senior Surplus Fund shall be terminated and any moneys therein remitted to the District for application to any lawful purpose of the District. Under the Subordinate Indenture, amounts released from the Senior Surplus Fund after the termination of such fund pursuant to the Senior Indenture are pledged to the payment of the 2019B Subordinate Bonds. The balance in the Senior Surplus Fund at December 31, 2022 is \$69,779.

Senior Required Mill Levy

Prior to the Conversion Date, the District has covenanted to impose a Senior Required Mill Levy each year in an amount sufficient to pay the 2019A Senior Bonds when due, and if necessary, an amount sufficient to replenish the Senior Reserve Fund to the amount of the Senior Required Reserve, but (i) not in excess of 50.000 mills (subject to adjustment), and (ii) for so long as the Senior Surplus Fund is less than the Maximum Surplus Amount, not less than 50.000 mills (subject to adjustment), or such lesser mill levy that will pay the 2019A Senior Bonds when due, will replenish the Senior Reserve Fund to the amount of the Senior Required Reserve, and will fund the Senior Surplus Fund up to the Maximum Surplus Amount.

In the event the method of calculating assessed valuation is changed after January 1, 2004, the minimum and maximum mill levies shall be increased or decreased to reflect such changes, such increases or decreases to be determined by the Board in good faith (such determination to be binding and final) so that to the extent possible, the actual tax revenues generated by the mill levy, as adjusted, are neither diminished nor enhanced as a result of such changes. For purposes of the foregoing, a change in the ratio of actual valuation shall be deemed to be a change in the method of calculating assessed valuation.

The Conversion Date means the first date on which all of the following conditions are met: a) the Debt to Assessed Ratio is 50.00% or less; b) no principal or interest on the 2019A Senior Bonds is due but unpaid; and, c) the amount of the Senior Reserve Fund is not less than the Senior Required Reserve.

On and after the Conversion Date, the District has covenanted to impose a Senior Required Mill Levy in an amount sufficient to pay the principal of, premium if any, and interest on the Bonds when due and to maintain the Senior Reserve Fund in the amount of the Senior Required Reserve, without limitation of rate and in amounts sufficient to make such payments when due. On and after the Conversion Date, the definition of Senior Required Mill Levy shall be determined exclusively by this paragraph regardless of any subsequent increase in the Debt to Assessed Ratio. As long as the amount of the Senior Surplus Fund is less than the Maximum Surplus Amount, the minimum mill levy as calculated and adjusted above shall continue to apply.

**HUDSON HILLS METROPOLITAN DISTRICT
NOTES TO BASIC FINANCIAL STATEMENTS
DECEMBER 31, 2022**

NOTE 4 LONG-TERM OBLIGATIONS (CONTINUED)

Senior Required Mill Levy (Continued)

The District has covenanted to impose a Subordinate Required Mill Levy in the amount of 50.000 mills (subject to adjustment) less the Senior Bond Mill Levy, or such lesser mill levy which will fund the Subordinate Bond Fund in an amount sufficient to pay all of the principal of and interest on the 2019B Subordinate Bonds in full. The Senior Bond Mill Levy is the mill levy required to be used in connection with any Senior Bonds. The Subordinate Required Mill Levy will equal zero at any time that the payment of the 2019A Senior Bonds (and any other Senior Parity Bonds) requires the imposition of at least 50.000 mills, as adjusted, in any year.

2019A Senior Bonds Debt Service

The outstanding principal and interest of the 2019A Senior Bonds are due as follows:

	Principal	Interest	Total
2023	\$ 10,000	\$ 55,094	\$ 65,094
2024	15,000	54,581	69,581
2025	15,000	53,813	68,813
2026	15,000	53,044	68,044
2027	15,000	52,275	67,275
2028-2032	115,000	246,512	361,512
2033-2037	165,000	212,432	377,432
2038-2042	235,000	163,487	398,487
2043-2047	325,000	94,814	419,814
2048	165,000	8,456	173,456
Total	<u>\$ 1,075,000</u>	<u>\$ 994,508</u>	<u>\$ 2,069,508</u>

The annual debt service requirements on the 2019B Subordinate Bonds are not currently determinable since they are payable only from available Subordinate Pledged Revenue.

**HUDSON HILLS METROPOLITAN DISTRICT
NOTES TO BASIC FINANCIAL STATEMENTS
DECEMBER 31, 2022**

NOTE 4 LONG-TERM OBLIGATIONS (CONTINUED)

Authorized Debt

On November 7, 2017, a majority of the qualified electors of the District authorized the issuance of indebtedness in an amount not to exceed \$93,100,000 at an interest rate not to exceed 18.00% per annum. At December 31, 2022, the District had authorized but unissued indebtedness in the following amounts allocated for the following purposes:

	Amount Authorized on November 7, 2017	Authorization Used for 2019 Bonds	Authorized But Unissued
Street Improvements	\$ 11,180,000	\$ 331,080	\$ 10,848,920
Parks and Recreation	10,840,000	321,012	10,518,988
Water Supply	10,940,000	323,973	10,616,027
Sanitary Sewer	11,040,000	326,935	10,713,065
Public Transportation	6,500,000	-	6,500,000
Safety Protection	6,500,000	-	6,500,000
Security	6,500,000	-	6,500,000
Operation and Maintenance	10,600,000	-	10,600,000
Debt Refunding	12,500,000	-	12,500,000
Intergovernmental Agreements	6,500,000	-	6,500,000
Total	<u>\$ 93,100,000</u>	<u>\$ 1,303,000</u>	<u>\$ 91,797,000</u>

Pursuant to the Service Plan, the District is permitted to issue bond indebtedness of up to \$2,000,000.

NOTE 5 AGREEMENTS

Advance and Reimbursement Agreement

On June 23, 2004 and as amended on May 20, 2020, the District entered into an Advance and Reimbursement Agreement to repay advances made by the Developer for operations and maintenance (O&M) and capital infrastructure costs. The District agreed to repay the Developer for such O&M and capital advances plus accrued interest at the rate of 7.00%. As of December 31, 2022, outstanding O&M advances and accrued O&M interest totaled \$148,910 and \$64,043, respectively. As of December 31, 2022, outstanding capital advances and accrued interest under the agreement totaled \$-0- and \$285,204, respectively. The agreement shall continue until fully performed or terminated by the mutual agreement of the District and the Developer.

**HUDSON HILLS METROPOLITAN DISTRICT
NOTES TO BASIC FINANCIAL STATEMENTS
DECEMBER 31, 2022**

NOTE 6 NET POSITION

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

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

	Governmental Activities
Restricted Net Position:	
Emergency Reserves	\$ 700
Debt Service Reserve	207,013
Total Restricted Net Position	\$ 207,713

The District has a deficit in unrestricted net position of \$1,847,087 as of December 31, 2022. The deficit was a result of the District being responsible for the repayment of bonds issued for public improvements conveyed to other governmental entities.

NOTE 7 RELATED PARTY

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

NOTE 8 ECONOMIC DEPENDENCY

The District has not yet established a revenue base sufficient to pay operational expenditures. Until an independent revenue base is established, continuation of operations in the District will be dependent upon funding by the Developer.

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.

**HUDSON HILLS METROPOLITAN DISTRICT
NOTES TO BASIC FINANCIAL STATEMENTS
DECEMBER 31, 2022**

NOTE 9 RISK MANAGEMENT (CONTINUED)

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.

On May 4, 2004, a majority of the District's electors authorized the District to collect and spend or retain in a reserve all currently levied taxes and fees of the District without regard to any limitations under TABOR.

TABOR requires local governments to establish Emergency Reserves. These reserves must be at least 3.00% of Fiscal Year Spending (excluding bonded debt service). Local governments are not allowed to use the emergency reserves to compensate for economic conditions, revenue shortfalls, or salary or benefit increases.

The District's management believes it is in compliance with the provisions of TABOR. However, TABOR is complex and subject to interpretation. Many of the provisions, including the interpretation of how to calculate Fiscal Year Spending limits will require judicial interpretation.

SUPPLEMENTARY INFORMATION

**HUDSON HILLS METROPOLITAN DISTRICT
DEBT SERVICE FUND
SCHEDULE OF REVENUES, EXPENDITURES, AND CHANGES IN FUND BALANCE –
BUDGET AND ACTUAL
YEAR ENDED DECEMBER 31, 2022**

	Final and Original Budget	Actual Amounts	Variance with Final Budget Positive (Negative)
REVENUES			
Property Taxes	\$ 103,975	\$ 103,976	\$ 1
Specific Ownership Taxes	5,199	6,154	955
Net Investment Income	250	3,642	3,392
Total Revenues	<u>109,424</u>	<u>113,772</u>	<u>4,348</u>
EXPENDITURES			
Bond Interest	55,606	55,606	-
Bond Principal	10,000	10,000	-
County Treasurer's Fees	1,560	1,561	(1)
Paying Agent Fees	7,000	7,000	-
Contingency	1,324	-	1,324
Total Expenditures	<u>75,490</u>	<u>74,167</u>	<u>1,323</u>
NET CHANGE IN FUND BALANCE	33,934	39,605	5,671
Fund Balance - Beginning of Year	<u>170,660</u>	<u>171,999</u>	<u>1,339</u>
FUND BALANCE - END OF YEAR	<u><u>\$ 204,594</u></u>	<u><u>\$ 211,604</u></u>	<u><u>\$ 7,010</u></u>

OTHER INFORMATION

**HUDSON HILLS METROPOLITAN DISTRICT
SCHEDULE OF ASSESSED VALUATION, MILL LEVY, AND PROPERTY TAXES COLLECTED
DECEMBER 31, 2022**

Year Ended December 31,	Prior Year Assessed Valuation for Current Year Property Tax Levy	Mills Levied		Total Property Taxes		Percent Collected to Levied
		General	Debt Service	Levied	Collected	
2018	\$ 247,590	49.750	0.000	\$ 12,318	\$ 12,318	100.00 %
2019	642,040	11.055	55.277	42,587	42,588	100.00
2020	1,440,570	11.132	55.663	96,222	96,223	100.00
2021	1,683,590	11.132	55.664	112,456	112,304	99.86
2022	1,867,910	11.132	55.664	124,768	124,769	100.00
Estimated for Year Ending December 31, 2023	\$ 1,836,000	21.441	57.036	\$ 144,083		

**HUDSON HILLS METROPOLITAN DISTRICT
SCHEDULE OF DEBT SERVICE REQUIREMENTS TO MATURITY
DECEMBER 31, 2022**

\$1,095,000 General Obligation (Limited Tax
Convertible to Unlimited Tax) Bonds,
Series 2019A
Dated February 7, 2019
Principal Due December 1
Interest Due June 1 And December 1
Interest Rate 5.125%

<u>Year Ending December 31,</u>	<u>Principal</u>	<u>Interest</u>	<u>Total</u>
2023	\$ 10,000	\$ 55,094	\$ 65,094
2024	15,000	54,581	69,581
2025	15,000	53,813	68,813
2026	15,000	53,044	68,044
2027	15,000	52,275	67,275
2028	20,000	51,506	71,506
2029	20,000	50,481	70,481
2030	25,000	49,456	74,456
2031	25,000	48,175	73,175
2032	25,000	46,894	71,894
2033	30,000	45,613	75,613
2034	30,000	44,075	74,075
2035	30,000	42,538	72,538
2036	35,000	41,000	76,000
2037	40,000	39,206	79,206
2038	40,000	37,156	77,156
2039	45,000	35,106	80,106
2040	45,000	32,800	77,800
2041	50,000	30,494	80,494
2042	55,000	27,931	82,931
2043	55,000	25,113	80,113
2044	60,000	22,294	82,294
2045	65,000	19,219	84,219
2046	70,000	15,888	85,888
2047	75,000	12,300	87,300
2048	165,000	8,456	173,456
Total	<u>\$ 1,075,000</u>	<u>\$ 994,508</u>	<u>\$ 2,069,508</u>