


Reata South Metropolitan District
Financial Statements
Year Ended December 31, 2022
with
Independent Auditor's Report

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Board of Directors and Management
Reata South Metropolitan District

Opinions

We have audited the accompanying financial statements of the governmental activities and each major fund of Reata South 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 the District, as of December 31, 2022, and the respective changes in financial position and the respective budgetary comparison schedules 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 generally accepted auditing standards. 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 these financial statements in accordance with accounting principles generally accepted in the United States of America 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 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 general 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 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 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.

Required Supplementary Information

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

Supplementary Information

Our audit was conducted for the purpose of forming an opinion on the financial statements that collectively comprise the District's financial statements as a whole. The supplemental information section is presented for purposes of additional analysis and is not a required part of the basic financial statements. Such 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.

The information has been subjected to the auditing procedures applied in the audit of the basic financial statements and certain additional procedures, including comparing and reconciling such information directly to the underlying accounting and other records used to prepare the basic financial statements or to the basic financial statements themselves, and other additional procedures in accordance with auditing standards generally accepted in the United States of America. In our opinion, the supplementary information is fairly stated in all material respects in relation to the basic financial statements as a whole.

Sincerely,

Haynie & Company

Littleton, Colorado
September 27, 2023

**Reata South Metropolitan District
Unincorporated Douglas County, Colorado
Management's Discussion and Analysis
For the Year Ended December 31, 2022**

As management of the Reata South Metropolitan District, unincorporated Douglas County, Colorado (the District) we offer readers of the District's financial statements this narrative overview and analysis of the financial activities of the District for the fiscal year ended December 31, 2022. We encourage readers to consider the information presented here in conjunction with additional information that we have furnished in our annual audited financial statements.

Reata South Metropolitan District was established in 2005 as a special district proposed to serve the needs of a residential planned development in unincorporated Douglas County, Colorado, generally known as the Colorado Golf Club or Reata South Planned Development (the Development). The District remained inactive for all intents and purposes until 2007 when the infrastructure of the Development was conveyed to the District and general obligation bonds were issued to pay for a portion of the improvements that were transferred to the District.

Accordingly, the activity presented in these financial statements represents all material activity for the District since its inception in 2005.

Financial Highlights

- The liabilities and deferred inflows of resources of the District exceeded its assets at the close of the most recent fiscal year by \$31,520,256 (net position deficit). Of total assets, \$13,920,507 was capital assets (net of accumulated depreciation) of the District and may not be used to meet the District's ongoing obligations to citizens and creditors.
- The District's cash increased by \$1,944,582 during 2022. Overall, the District's total net position increased by \$45,677 primarily due to the sale of the lots within the District. It should be noted the District recognized depreciation expense (a non-cash expense) in the amount of \$844,193 during 2022. Excluding the charge for depreciation expense, net position increased by \$889,870.

Overview of the Financial Statements

This discussion and analysis is intended to serve as an introduction to the District's basic financial statements. The District's governmental-type fund financial statements are comprised of three components: 1) basic financial statements, 2) notes to the financial statements and 3) required supplementary information that provides comparisons of budget to actual on the US GAAP (Generally Accepted Accounting Principles in the United States of America) budgetary basis.

Government-wide financial statements. The Government-wide Financial Statements are designed to provide readers with a broad overview of the District's finances, in a manner similar to a private-sector business.

The Statement of Net Position presents information on all of the District's assets, liabilities, and deferred inflows or resources, with the difference being reported as net position. Over time, increases or decreases in net position may serve as a useful indicator of whether the financial position of the District is improving or deteriorating.

The Statement of Activities presents information showing how the District's net position changed during the most recent fiscal year. All changes in net position are reported as soon as the underlying event giving rise to the change occurs, regardless of the timing of related cash flows. Thus, revenues and expenses are reported in this statement for some items that will only result in cash flows in future fiscal periods.

The government-wide financial statements present activities that are intended to recover all or a significant portion of their costs through property and specific ownership taxes, and fees. The government-wide financial statements can be found on pages 1 through 2 of the financial statements.

Notes to the financial statements - the notes provide additional information that is essential to a full understanding of the data provided in the government-wide financial statements.

Government-wide Financial Analysis

As noted earlier, net position may serve over time as a useful indicator of a government's financial position. In the case of the District, liabilities and deferred inflows of resources exceeded assets by \$31,520,256 at the close of the most recent fiscal year.

By far the largest portion of the District's net position is invested in capital assets, less any related debt used to acquire those assets that is still outstanding. The District uses these capital assets to provide services to citizens; consequently, these assets are not available for future spending. Although the District's investment in its capital assets is reported net of related debt, it should be noted that the resources needed to repay this debt must be provided from other sources, since the capital assets themselves cannot be used to liquidate these liabilities.

District Net Position

	<u>12/31/2022</u>	<u>12/31/2021</u>
Current assets	\$ 4,426,916	\$ 2,841,275
Restricted assets	2,665,921	2,057,126
Capital assets, net of accumulated depreciation	<u>13,920,507</u>	<u>14,764,700</u>
Total assets	<u>21,013,344</u>	<u>19,663,101</u>
Long-term obligations:		
General Obligation Bonds	19,425,722	19,431,030
Funding Agreement	12,266,051	12,266,051
Letter of Credit Draw	2,925,530	2,925,530
Accrued interest payable	16,145,562	14,963,587
Other liabilities	<u>50,220</u>	<u>46,894</u>
Total liabilities	<u>50,813,085</u>	<u>49,633,092</u>
Deferred property tax revenue	<u>1,720,515</u>	<u>1,595,942</u>
Total deferred inflows	1,720,515	1,595,942
Invested in capital assets	(20,696,796)	(19,857,911)
Restricted	28,375	26,008
Unrestricted	<u>(10,851,835)</u>	<u>(11,734,030)</u>
Total net position(deficit)	<u>\$ (31,520,256)</u>	<u>\$ (31,565,933)</u>

Change in the District's Net Position

	<u>Year Ended</u> <u>December 31,</u> <u>2022</u>	<u>Year Ended</u> <u>December 31,</u> <u>2021</u>
User charges:		
Facility Fees	\$ 68,000	\$ 42,000
Property and specific ownership taxes	1,737,072	1,515,795
Operating service fee	706,864	599,581
Other	<u>95,249</u>	<u>4,534</u>
Total revenues	<u>2,607,185</u>	<u>2,161,910</u>
 Expenses		
Operating	1,731,249	1,662,000
Debt service	<u>2,235,536</u>	<u>2,257,673</u>
Total expenses	<u>3,966,785</u>	<u>3,919,673</u>
Other Financing Sources (Uses)	<u>1,405,277</u>	<u>693,400</u>
Decrease (increase) in net position	45,677	(1,064,363)
Net position – beginning of year	<u>(31,565,933)</u>	<u>(30,501,570)</u>
Net position – end of year	<u>\$ (31,520,256)</u>	<u>\$ (31,565,933)</u>

Capital Asset and Debt Administration

Capital assets – The District's investment in capital assets for its government-type activities as of December 31, 2022, is \$13,920,507 (net of accumulated depreciation). The investment in capital assets includes land, land improvements, buildings, equipment, leasehold improvements, and vehicles.

District Capital Assets

	<u>12/31/2022</u>	<u>12/31/2021</u>
Land	\$ 2,620	\$ 2,620
Streets, equipment and vehicles	13,915,396	14,758,758
Landscape improvements	<u>2,491</u>	<u>3,322</u>
Total	<u>\$ 13,920,507</u>	<u>\$ 14,764,700</u>

Long-term debt – In 2018, the District refunded the Series 2007A Bonds for the General Obligation Refunding Bonds Series 2018. This lowered the interest rates to between 5.375% and 5.500% from the rate of 7.250% paid on the Series 2007A Bonds. At the end of the current fiscal year, the District had general obligation debt outstanding for construction of the Development infrastructure in the amount of \$19,330,000 which matures December 1, 2047. The total amount due on the Debt Service Guaranty Agreement is \$2,925,530 and accrued interest of \$1,335,322. The District also had a funding agreement with the developer comprised of \$12,266,051 in principal and accrued interest totaling \$14,722,293. Additional information on the District's long-term debt can be found in Note 4 of the footnotes.

Board of Directors Emphasis for the 2022 and 2023 budget years

The District concentrated on implementing policies and procedures necessary to provide expected services to the Development. The District's infrastructure was substantially completed in prior years.

In developing the budget for the 2023 fiscal year, the District is imposing a 54.124 mill levy to service the bond debt and a 5.411 mill levy to pay a portion of the operating expenses. An operating service fee on each property will be assessed to cover expenditures in excess of the mill levy. The proposed operating service fees in the 2023 budget are \$750,970 and tax revenues are budgeted to be \$156,374 for operations and \$1,564,141 for debt service. Operating expenses are budgeted to be \$948,197, and \$28,375 for an emergency reserve. Interest on the Series 2018 Bonds is budgeted to be \$1,055,369. The principal payments on the Series 2018 Bonds do not commence until December 1, 2026. The General Fund ending fund balance reflects a budgeted amount \$2,406,311 as of December 31, 2023, reserved for future infrastructure maintenance and/or replacement. The Debt Service Fund ending balance is budgeted to be \$3,144,872, which is the surplus fund of the 2018 Bonds.

Factors Affecting Financial Condition

The housing market has been robust in the Reata South Metro District, resulting in an increase in the assessed valuation from the construction and completion of many new residential units within the boundaries of the District. That, along with the Refinanced Series 2018 Bonds, which lowered the interest rate to 5.375 – 5.5%, over a 2% decrease in the interest rate, has resulted in the District's ability to meet the scheduled repayment of the 2018 Bonds. In 2023, the District is budgeted to show a positive net income minus expense in the Debt Service Fund, thus increasing the Year End fund balance. The Developer Guaranty, which the District was required to draw on previously to meet Bond repayment obligations, has been terminated as a result of the refinancing of the Bonds. Principal and interest as shown on the Balance Sheet are still obligations of the District.

Steps taken by the Board to Increase Forecasted Revenues

On September 23, 2014, the District entered into a Purchase and Sale Agreement with Betts Lake, LLC (the "Buyer"). The Buyer agreed to purchase approximately 38 acres of the District's Open Space area. The resulting increased density will benefit the District from both the agreed upon proceeds from the sale of additional lots platted in this area and the increase in assessed valuation, resulting in increased tax revenue. The rezoning of this area was approved by Douglas County in 2020, designating two segments: (i) nine (9) custom lots along the north side of Preservation Trail; and (ii) the Village area, which will include 33 patio homes and 1 additional custom lot. The Village area is west of the intersection of Preservation Trail and Forest Keep Circle. The County approved the final plat of the nine custom lots in April 2021 and infrastructure construction began in September 2021. The final plat for the Village area was presented to the County at the end of 2021 and was approved in 2022. The last of the lots were sold in 2022.

Requests for Information

This financial report is designed to provide a general overview of the District's finances for all those with an interest in the government's finances. Questions concerning any of the information provided in this report or requests for additional financial information should be addressed to:

District Accountant – Reata South Metropolitan District
Simmons & Wheeler P.C.
304 Inverness Way South, Suite 490
Englewood, CO 80112

Reata South Metropolitan District

BALANCE SHEET/STATEMENT OF NET POSITION (DEFICIT)
 GOVERNMENTAL FUNDS
 December 31, 2022

	<u>General</u>	<u>Debt Service</u>	<u>Total</u>	<u>Adjustments</u>	<u>Statement of Net Position</u>
ASSETS					
Cash and investments	\$ 2,500,536	\$ -	\$ 2,500,536	\$ -	\$ 2,500,536
Cash and investments - restricted	28,375	2,637,546	2,665,921	-	2,665,921
Accounts receivable:					
Cash with county treasurer	920	9,204	10,124	-	10,124
Taxes receivable	156,374	1,564,141	1,720,515	-	1,720,515
Operating service fees	165,132	-	165,132	-	165,132
Prepaid expenses	30,609	-	30,609	-	30,609
Capital assets not being depreciated	-	-	-	2,620	2,620
Capital assets, net of accumulated depreciation	-	-	-	13,917,887	13,917,887
 Total Assets:	 <u>\$ 2,881,946</u>	 <u>\$ 4,210,891</u>	 <u>\$ 7,092,837</u>	 <u>13,920,507</u>	 <u>21,013,344</u>
LIABILITIES					
Accounts payable	\$ 50,220	\$ -	\$ 50,220	-	50,220
Accrued interest	-	-	-	16,145,562	16,145,562
Long-term liabilities:					
Due in more than one year	-	-	-	34,617,303	34,617,303
 Total Liabilities	 <u>50,220</u>	 <u>-</u>	 <u>50,220</u>	 <u>50,762,865</u>	 <u>50,813,085</u>
DEFERRED INFLOWS OF RESOURCES					
Property tax revenue	156,374	1,564,141	1,720,515	-	1,720,515
 Total Deferred Inflows of Resources	 <u>156,374</u>	 <u>1,564,141</u>	 <u>1,720,515</u>	 <u>-</u>	 <u>1,720,515</u>
FUND BALANCES/NET POSITION					
Fund Balances:					
Nonspendable:					
Prepays	30,609	-	30,609	(30,609)	-
Restricted:					
Emergencies	28,375	-	28,375	(28,375)	-
Debt service	-	2,646,750	2,646,750	(2,646,750)	-
Assigned:					
Maintenance reserve	2,325,177	-	2,325,177	(2,325,177)	-
Subsequent year's expenditures	291,191	-	291,191	(291,191)	-
 Total Fund Balances	 <u>2,675,352</u>	 <u>2,646,750</u>	 <u>5,322,102</u>	 <u>(5,322,102)</u>	 <u>-</u>
 Total Liabilities, Deferred Inflows of Resources and Fund Balances	 <u>\$ 2,881,946</u>	 <u>\$ 4,210,891</u>	 <u>\$ 7,092,837</u>		
Net Position:					
Net investment in capital assets				(20,696,796)	(20,696,796)
Restricted for:					
Emergencies				28,375	28,375
Unrestricted				(10,851,835)	(10,851,835)
 Total Net Position (Deficit)				 <u>\$ (31,520,256)</u>	 <u>\$ (31,520,256)</u>

The notes to the financial statements are an integral part of these statements.

Reata South Metropolitan District
STATEMENT OF REVENUES, EXPENDITURES AND
CHANGES IN FUND BALANCES/STATEMENT OF ACTIVITIES
GOVERNMENTAL FUNDS
For the Year Ended December 31, 2022

	<u>General</u>	Debt <u>Service</u>	<u>Total</u>	<u>Adjustments</u>	Statement of <u>Activities</u>
EXPENDITURES					
Accounting	\$ 24,621	\$ -	\$ 24,621	\$ -	\$ 24,621
Audit	5,250	-	5,250	-	5,250
Legal	31,062	-	31,062	-	31,062
Legal - Arendale	11,923	-	11,923	-	11,923
Security Personnel	269,965	-	269,965	-	269,965
District manager	98,654	-	98,654	-	98,654
Payroll taxes	30,222	-	30,222	-	30,222
Payroll processing fee	7,145	-	7,145	-	7,145
Workers' comp insurance	17,314	-	17,314	-	17,314
Security equip/supplies	7,468	-	7,468	-	7,468
Access control operating system	21,387	-	21,387	-	21,387
Vehicle expenses	7,425	-	7,425	-	7,425
Fuel/repair/equip	8,551	-	8,551	-	8,551
Building lease/maintenance	11,158	-	11,158	-	11,158
Landscape maintenance - entries	20,568	-	20,568	-	20,568
Insurance (incl. vehicles)	14,192	-	14,192	-	14,192
Office expense	2,217	-	2,217	-	2,217
Utilities - electric	10,954	-	10,954	-	10,954
Utilities - locates	7,489	-	7,489	-	7,489
Utilities - telephone	2,358	-	2,358	-	2,358
Utilities - water / irrigation	7,087	-	7,087	-	7,087
Gate repair/maintenance	16,158	-	16,158	-	16,158
Monument maintenance	5,530	-	5,530	-	5,530
Miscellaneous	2,686	-	2,686	-	2,686
Pest control	43,193	-	43,193	-	43,193
Landscape improvements	9,832	-	9,832	-	9,832
Weed control:					
Mowing	11,900	-	11,900	-	11,900
Spraying	6,673	-	6,673	-	6,673
Sidewalk repair & maintenance	10,052	-	10,052	-	10,052
Curb & gutter repair	1,548	-	1,548	-	1,548
Streets-sweeping & maint	41,944	-	41,944	-	41,944
Streets-snow removal	56,745	-	56,745	-	56,745
Storm Drain Maintenance/Erosion Control	2,971	-	2,971	-	2,971
Trail maintenance	15,005	-	15,005	-	15,005
Lake maintenance	20,901	-	20,901	-	20,901
Memberships-Special Districts Pool	854	-	854	-	854
Treasurer fees	2,186	21,868	24,054	-	24,054
Interest expense	-	1,055,369	1,055,369	1,176,667	2,232,036
Trustee fees	-	3,500	3,500	-	3,500
Depreciation	-	-	-	844,193	844,193
Total Expenditures	<u>865,188</u>	<u>1,080,737</u>	<u>1,945,925</u>	<u>2,020,860</u>	<u>3,966,785</u>
PROGRAM REVENUES					
Operating service fees	706,864	-	706,864	-	706,864
Facility fees	-	68,000	68,000	-	68,000
Total Program Revenues	<u>706,864</u>	<u>68,000</u>	<u>774,864</u>	<u>-</u>	<u>774,864</u>
Net Program Income (Expenses)	(158,324)	(1,012,737)	(1,171,061)	(2,020,860)	(3,191,921)
GENERAL REVENUES					
Property taxes	145,076	1,450,866	1,595,942	-	1,595,942
Specific ownership taxes	12,829	128,301	141,130	-	141,130
Interest income	54,628	40,621	95,249	-	95,249
Total General Revenues	<u>212,533</u>	<u>1,619,788</u>	<u>1,832,321</u>	<u>-</u>	<u>1,832,321</u>
EXCESS (DEFICIENCY) OF REVENUES OVER EXPENDITURES	54,209	607,051	661,260	(2,020,860)	(1,359,600)
OTHER FINANCING SOURCES (USES)					
Proceeds on sale of lots	1,405,277	-	1,405,277	-	1,405,277
Total Other Financing Sources (Uses)	<u>1,405,277</u>	<u>-</u>	<u>1,405,277</u>	<u>-</u>	<u>1,405,277</u>
NET CHANGES IN FUND BALANCES	1,459,486	607,051	2,066,537	(2,066,537)	
CHANGE IN NET POSITION				45,677	45,677
FUND BALANCES/NET POSITION (DEFICIT):					
BEGINNING OF YEAR	1,215,866	2,039,699	3,255,565	(34,821,498)	(31,565,933)
END OF YEAR	<u>\$ 2,675,352</u>	<u>\$ 2,646,750</u>	<u>\$ 5,322,102</u>	<u>\$ (36,842,358)</u>	<u>\$ (31,520,256)</u>

The notes to the financial statements are an integral part of these statements.

Reata South Metropolitan District

STATEMENT OF REVENUES, EXPENDITURES AND
CHANGES IN FUND BALANCE - BUDGET AND ACTUAL -
GENERAL FUND

For the Year Ended December 31, 2022

	Original and Final Budget	Actual	Variance Favorable (Unfavorable)
REVENUES			
Property taxes	\$ 145,076	\$ 145,076	\$ -
Specific ownership taxes	8,705	12,829	4,124
Operating service fees	670,600	706,864	36,264
Interest income	10,000	54,628	44,628
Miscellaneous income	500	-	(500)
Total Revenues	834,881	919,397	84,516
EXPENDITURES			
Accounting	26,000	24,621	1,379
Audit	5,000	5,250	(250)
Election expenses	10,000	-	10,000
Legal	20,000	31,062	(11,062)
Legal - Arendale	12,000	11,923	77
Security Personnel	274,981	269,965	5,016
District manager	97,970	98,654	(684)
Payroll taxes	28,531	30,222	(1,691)
Payroll processing fee	7,000	7,145	(145)
Workers' comp insurance	17,314	17,314	-
Security equip/supplies	7,500	7,468	32
Access control operating system	21,600	21,387	213
Vehicle expenses	8,500	7,425	1,075
Fuel/repair/equip	6,000	8,551	(2,551)
Building lease/maintenance	9,100	11,158	(2,058)
Landscape maintenance - entries	17,500	20,568	(3,068)
Insurance (incl: vehicles)	14,490	14,192	298
Office expense	3,000	2,217	783
Website	1,500	-	1,500
Utilities - electric	12,700	10,954	1,746
Utilities - locates	9,800	7,489	2,311
Utilities - telephone	2,000	2,358	(358)
Utilities - water / irrigation	9,000	7,087	1,913
Gate repair/maintenance	7,500	16,158	(8,658)
Monument maintenance	3,000	5,530	(2,530)
Miscellaneous	1,000	2,686	(1,686)
Fence repair & replacement	5,000	-	5,000
Pest control	39,000	43,193	(4,193)
Landscape improvements	10,000	9,832	168
Weed control:			
Mowing	16,000	11,900	4,100
Spraying	6,200	6,673	(473)
Sidewalk repair & maintenance	24,600	10,052	14,548
Curb & gutter repair	10,000	1,548	8,452
Streets-sweeping & maint	48,700	41,944	6,756
Streets-snow removal	20,000	56,745	(36,745)
Lake erosion project	18,000	-	18,000
Storm Drain Maintenance/Erosion Control	4,000	2,971	1,029
Trail maintenance	13,000	15,005	(2,005)
Lake maintenance	18,424	20,901	(2,477)
Memberships-Special Districts Pool	1,000	854	146
Treasurer fees	2,176	2,186	(10)
Contingency	354,469	-	354,469
Emergency reserves	26,008	-	26,008
Total Expenditures	1,249,563	865,188	384,375
EXCESS (DEFICIENCY) OF REVENUES OVER EXPENDITURES	(414,682)	54,209	468,891
OTHER FINANCING SOURCES (USES)			
Proceeds on sale of lots	165,000	1,405,277	1,240,277
Total Other Financing Sources (Uses)	165,000	1,405,277	1,240,277
NET CHANGE IN FUND BALANCE	(249,682)	1,459,486	1,709,168
FUND BALANCE:			
BEGINNING OF YEAR	1,170,702	1,215,866	45,164
END OF YEAR	\$ 921,020	\$ 2,675,352	\$ 1,754,332

The notes to the financial statements are an integral part of these statements.

Reata South Metropolitan District

Notes to Financial Statements

December 31, 2021

1: Summary of significant accounting policies:

The accounting policies of the Reata South Metropolitan District (the “District”), located in Douglas County, Colorado, (the “County”), conform to the accounting principles generally accepted in the United States of America (“GAAP”) as applicable to governmental units. The Governmental Accounting Standards Board (“GASB”) is the accepted standard setting body for establishing governmental accounting and financial reporting principles. The following is a summary of the more significant policies consistently applied in the preparation of financial statements.

Definition of Reporting Entity

The District was organized in November 2005, as a quasi-municipal organization established under the State of Colorado Special District Act. The District was established to finance and construct certain public infrastructure improvements that benefit the citizens of the District. The District's primary revenues are property taxes. The District is governed by an elected Board of Directors.

As required by GAAP, these financial statements present the activities of the District, which is legally separate and financially independent of other state and local governments. The District follows the GASB, Statement No. 61, *The Financial Reporting Entity: Omnibus, which amended* GASB Statement No. 14, *The Financial Reporting Entity* and GASB Statement No. 39, *Determining Whether Certain Organizations are Component Units*, which provides guidance for determining which governmental activities, organizations and functions should be included within the financial reporting entity. GASB sets 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 pronouncements also require including a possible component unit if it would be misleading to exclude it.

The District is not financially accountable for any other organization. The District has no component units as defined by the GASB.

The District employs security personnel and a facility manager; all other functions are contracted.

Basis of Presentation

The accompanying financial statements are presented per GASB Statement No. 34 - Special Purpose Governments.

Reata South Metropolitan District

Notes to Financial Statements

December 31, 2022

The government-wide financial statements (i.e. the governmental funds balance sheet/statement of net position and the governmental funds statement of revenues, expenditures, and changes in fund balances/statement of activities) report information on all of the governmental activities of the District. The statement of net position reports all financial and capital resources of the District. The difference between the (a) assets and deferred outflows of resources and the (b) liabilities and deferred inflows of resources of the District is reported as net position. The statement of activities demonstrates the degree to which expenditures/expenses of the governmental funds are supported by general revenues. For the most part, the effect of interfund activity has been removed from these statements.

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*.

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 the related cash flows. Property taxes are recognized as revenues in the year for which they are collected.

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 material sources of revenue subject to accrual are property taxes and interest. Expenditures, other than interest on long-term obligations, are recorded when the liability is incurred or the long-term obligation is paid.

Reata South Metropolitan District

Notes to Financial Statements
December 31, 2022

The District reports the following governmental funds:

General fund – is the general operating fund of the District. It accounts for all financial resources of the general government except those required to be accounted for in another fund.

Debt service fund – accounts for the accumulation of resources for the repayment of long-term debt.

Budgetary Accounting

Budgets are adopted on a GAAP basis for the governmental funds. In accordance with the State Budget Law of Colorado, the District's Board of Directors holds public hearings in the fall of each year to approve the budget and appropriate the funds for the ensuing year. 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 appropriation is at the total fund expenditures level and lapses at year end.

Assets, Liabilities, Deferred Inflows/Inflows of Resources and Net Position:

Fair Value of Financial Instruments

The District's financial instruments include cash and investments, accounts receivable and accounts payable. The District estimates that the fair value of all financial instruments at December 31, 2022, does not differ materially from the aggregate carrying values of its financial instruments recorded in the accompanying balance sheet. The carrying amount of these financial instruments approximates fair value because of the short maturity of these instruments.

Deposits and Investments

The District's cash and investments are considered to be cash on hand and short-term investments with maturities of three months or less from the date of acquisition. Investments for the government are reported at fair value.

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 minimum number of bank accounts. 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.

Reata South Metropolitan District

Notes to Financial Statements
December 31, 2022

Estimates

The preparation of financial statements in conformity with US GAAP requires District management to make estimates and assumptions that affect certain reported amounts and disclosures. Accordingly, actual results could differ from those estimates.

Interfund balances

Activities between funds are representative of lending/borrowing arrangements outstanding at the end of the year and are reported as “internal balances” on the Statement of Net Position. Transactions that transfer revenue/expenditures between funds are reported as “transfer to/from other funds” on the Statement of Activities. These amounts are eliminated in the applicable statements.

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 taxpayers' election, in February and June. Delinquent taxpayers are notified in July or August and the sales of the resultant tax liens on delinquent properties are generally 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 inflows in the year they are levied and measurable since they are not normally available nor are they budgeted as a resource until the subsequent year. The deferred property taxes are recorded as revenue in the subsequent year when they are available or collected.

Capital assets

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

Reata South Metropolitan District

Notes to Financial Statements

December 31, 2022

The costs of normal maintenance and repairs that do not add to the value of the assets or materially extend the life of the asset are not capitalized. Improvements are capitalized and depreciated over the remaining useful lives of the related fixed assets, as applicable, using the straight-line method. Depreciation on property that will remain assets of the District is reported on the Statement of Activities as a current charge. Improvements that will be conveyed to other governmental entities are classified as construction in progress and are not depreciated. Land and certain landscaping improvements are not depreciated.

Property, plant and equipment are depreciated using the straight-line method over the following estimated useful lives:

Infrastructure	30 years
Landscaping	10 years
Vehicles, equipment and computer equipment	5 years

Deferred inflows / outflows of resources

In addition to assets, the statement of financial position will sometimes report a separate section for deferred outflows of resources. This separate financial statement element, *deferred outflows of resources*, represents a consumption of net position that applies to a future period(s) and so will not be recognized as an outflow of resources (expense/expenditure) until then. The District has no items that qualify for reporting in this category.

In addition to liabilities, the statement of financial position will sometimes report a separate section for deferred inflows of resources. This separate financial statement element, *deferred inflows of resources*, represents an acquisition of net position that applies to a future period(s) 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. Deferred property taxes are deferred and recognized as an inflow of resources in the period that the amounts become available.

Fund Equity

Fund balance of governmental funds is reported in various categories based on the nature of any limitations requiring the use of resources for specific purposes. Because circumstances differ among governments, not every government or every governmental fund will present all of these components. The following classifications make the nature and extent of the constraints placed on a government's fund balance more transparent:

Reata South Metropolitan District

Notes to Financial Statements
December 31, 2022

Nonspendable Fund Balance

Nonspendable fund balance includes amounts that cannot be spent because they are either not spendable in form (such as prepaids or inventory) or are legally or contractually required to be maintained intact.

The nonspendable fund balance in the General Fund in the amount of \$30,609 represents prepaid expenditures.

Restricted Fund Balance

The restricted fund balance includes amounts restricted for a specific purpose by external parties such as grantors, bondholders, constitutional provisions or enabling legislation.

The restricted fund balance in the General Fund represents Emergency Reserves that have been provided as required by Article X, Section 20 of the Constitution of the State of Colorado. A total of \$28,375 of the General Fund balance has been restricted in compliance with this requirement.

The restricted fund balance in the Debt Service Fund in the amount of \$2,646,750 is restricted for the payment of the debt service costs associated with the Series 2018 Bonds (see Note 4).

Committed Fund Balance

Committed fund balance includes a portion of fund balance that can only be used for specific purposes pursuant to constraints imposed by a 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

Assigned fund balance includes amounts the District intends to use for a specific purpose. Intent can be expressed by the District's Board of Directors or by an official or body to which the Board of Directors delegates the authority.

The assigned fund balance in the General Fund of \$2,325,177 represents amounts to be used for infrastructure maintenance and/or replacement and the amount of \$291,191 represents the amount appropriated for use in the budget for the year ending December 31, 2023.

Unassigned Fund Balance

Unassigned fund balance includes amounts that are available for any purpose. Positive amounts are reported only in the General Fund.

For the classification of Governmental Fund balances, the District considers an expenditure to be made from the most restrictive first when more than one classification is available.

Reata South Metropolitan District

Notes to Financial Statements
December 31, 2022

Net position

Net position represents the difference between assets and deferred outflows of resources less liabilities and deferred inflows or resources. The District reports three categories of net position, as follows:

Net investment in capital assets – consists of net capital assets, reduced by outstanding balances of any related debt obligations and deferred inflows of resources attributable to the acquisition, construction, or improvement of those assets and increased by balances of deferred outflows or resources related to those assets.

Restricted net position – net position is considered restricted if their use is constrained to a particular purpose. Restrictions are imposed by external organizations such as federal or state laws. Restricted net position is reduced by liabilities and deferred inflows of resources related to the restricted assets.

Unrestricted net position – consists of all other net position that does not meet the definition of the above two components and is available for general use by the District.

When an expense is incurred for purposes for which both restricted and unrestricted net position are available, the District will use the most restrictive net position first.

2. Cash and investments:

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

Statement of Net Position:	
Cash and investments	\$ 2,500,536
Cash and investments - Restricted	<u>2,665,921</u>
Total	<u>\$ 5,166,457</u>

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

Deposits with financial institutions	\$ 151,049
Investments - COLOTRUST	2,040,744
Investments - CSAFE	<u>2,974,664</u>
	<u>\$ 5,166,457</u>

Reata South Metropolitan District

Notes to Financial Statements
December 31, 2022

Deposits:

Custodial Credit Risk

Colorado state statutes govern the entity's deposits of cash. For deposits in excess of federally insured limits, Colorado Revised Statutes (CRS) require the depository institution to maintain collateral on deposit with an official custodian (as authorized by the State Banking Board). The Colorado Public Deposit Protection Act, ("PDPA") requires that all units of local government deposit cash in eligible public depositories. State regulators determine eligibility. 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 is to be maintained by another institution, or held in trust for all the uninsured public deposits as a group. The market value of the collateral must be at least equal to 102% of the 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.

The District follows state statutes for deposits. None of the District's deposits were exposed to custodial credit risk.

Investments:

Investment Valuation

Certain investments are measured at fair value within the fair value hierarchy established by generally accepted accounting principles. The hierarchy is based on the valuation inputs used to measure the fair value of the asset. Level 1 inputs are quoted prices in active markets for identical assets; Level 2 inputs are significant other observable inputs; Level 3 inputs are significant unobservable inputs. Investments not measured at fair value and not categorized include governmental money market funds (PFM Funds Governmental Select series); money market funds (generally held by Bank Trust Departments in their role as paying agent or trustee); and CSAFE which record their investments at amortized cost.

Reata South Metropolitan District

Notes to Financial Statements
December 31, 2022

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

COLOTRUST

The local government investment pool, Colorado Local Government Liquid Asset Trust (“COLOTRUST”), is rated AAAM by Standard & Poor’s for the COLOTRUST Plus+ and the COLOTRUST Prime portfolios and the Edge portfolio is rated AA Af/S1 in Fitch Ratings, with a weighted average maturity of under 60 days. COLOTRUST is an investment trust/joint venture established for local government entities in Colorado to pool surplus funds. The State Securities Commissioner administers and enforces all State statutes governing the COLOTRUST. COLOTRUST records its investments at fair value and the District records its investment in COLOTRUST using the net asset value method. COLOTRUST operates similarly to a money market fund with each share maintaining a value of \$1.00. COLOTRUST offers shares in three portfolios, one of which is COLOTRUST Plus+. COLOTRUST Plus+ may invest in U.S. Treasuries, government agencies, the highest-rated commercial paper, certain corporate securities, certain money market funds, and certain repurchase agreements, and limits its investments to those allowed by State statutes. Purchases and redemptions are available daily at a net asset value (NAV) of \$1.00. A designated custodial bank provides safekeeping and depository services to COLOTRUST in connection with the direct investment and withdrawal function of COLOTRUST. The custodian’s internal records identify the investments owned by participating governments. There are no unfunded commitments and there is no redemption notice period. On December 31, 2022, the District had \$2,040,744 invested in COLOTRUST Plus+.

CSAFE

The local government investment pool Colorado Surplus Asset Fund Trust (“CSAFE”) is rated AAAMmf by Fitch Ratings with a weighted average maturity of under 60 days. CSAFE records its investments at amortized cost and the District records its investments in CSAFE using the amortized cost method. CSAFE 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 is 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. A designated custodial bank serves as custodian for CSAFE’s portfolio pursuant to custodian agreements. 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 custodians’ internal records identify the investments owned by CSAFE. At December 31, 2022, the District had \$2,974,664 invested in CSAFE.

Reata South Metropolitan District

Notes to Financial Statements
December 31, 2022

Credit Risk

The District's investment policy requires that the District follow state statutes for investments. Colorado statutes specify the types of investments meeting defined rating and risk criteria in which local governments may invest. These investments include obligations of the United States and certain U.S. Government agency entities, certain money market funds, guaranteed investment contracts, and local government investment pools.

Custodial and Concentration of Credit Risk

None of the District's investments are subject to custodial or concentration of credit risk.

Interest Rate Risk

Colorado revised statutes limit investment maturities to five years or less unless formally approved by the Board of Directors.

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Reata South Metropolitan District

Notes to Financial Statements
December 31, 2022

3. Capital assets:

Capital asset activity for the year ended December 31, 2022, was as follows:

Governmental Type Activities:	Balance 1/1/2022	Additions	Deletions	Balance 12/31/2022
<i>Capital assets not being depreciated:</i>				
Land and buildings	\$ 2,620	\$ -	\$ -	\$ 2,620
Total capital assets not being depreciated	<u>2,620</u>	<u>-</u>	<u>-</u>	<u>2,620</u>
<i>Capital assets being depreciated:</i>				
Streets	25,300,874	-	-	25,300,874
Equipment	50,426	-	-	50,426
Computer Equipment	7,460	-	-	7,460
Landscape Improvement	16,568	-	-	16,568
Vehicles	<u>12,085</u>	<u>-</u>	<u>-</u>	<u>12,085</u>
Total capital assets being depreciated	25,387,413	-	-	25,387,413
<i>Accumulated Depreciation:</i>				
Streets	(10,542,116)	(843,362)	-	(11,385,478)
Equipment	(50,426)	-	-	(50,426)
Computer Equipment	(7,460)	-	-	(7,460)
Landscape Improvement	(13,246)	(831)	-	(14,077)
Vehicles	<u>(12,085)</u>	<u>-</u>	<u>-</u>	<u>(12,085)</u>
Total accumulated depreciation	<u>(10,625,333)</u>	<u>(844,193)</u>	<u>-</u>	<u>(11,469,526)</u>
Net capital assets being depreciated	<u>14,762,080</u>	<u>(844,193)</u>	<u>-</u>	<u>13,917,887</u>
Government type assets, net	<u>\$ 14,764,700</u>	<u>\$ (844,193)</u>	<u>\$ -</u>	<u>\$ 13,920,507</u>

The District retains the right to maintain ownership in certain facilities and/or retain responsibility for operations and maintenance. The Board authorized the District to set aside funds for the maintenance and / or replacement of assets. It is reflected on the Balance Sheet as a Maintenance reserve in the amount of \$2,325,177.

Reata South Metropolitan District

Notes to Financial Statements
December 31, 2022

4. Long-term debt:

The District issued bonds to provide funds for the acquiring, designing, constructing, relocating, installing, and completing water, sanitation, street, and parks and recreation improvements and facilities.

Changes in long - term debt obligations for the year ended December 31, 2022, are as follows:

	Balance 1/1/2022	Additions	Deletions	Balance 12/31/2022	Current Portion
<i>General Obligation Bonds</i>					
General Obligation Bonds - 2018	\$ 19,330,000	\$ -	\$ -	\$ 19,330,000	\$ -
Original issue premium	101,030	-	5,308	95,722	-
Total	19,431,030	-	5,308	19,425,722	-
<i>Other - Developer Advances</i>					
Funding agreement	12,266,051	-	-	12,266,051	-
Developer guaranty agreement	2,925,530	-	-	2,925,530	-
Total	15,191,581	-	-	15,191,581	-
Total Debt	\$ 34,622,611	\$ -	\$ 5,308	\$ 34,617,303	\$ -

General Obligation Refunding Bonds Series 2018

On March 6, 2018, the District issued the Limited Tax General Obligation Refunding Bonds Series 2018, (the "Series 2018 Bonds"), in the amount of \$19,330,000, for refunding of the outstanding Limited Tax General Obligation Bonds Series 2007A. The Series 2018 Bonds are term bonds due on December 1, 2047. The Series 2018 Bonds bear interest at rates between 5.375% and 5.500%, payable semiannually on each June 1 and December 1, commencing on June 1, 2018. The Series 2018 Bonds are secured by Pledged Revenues including a Required Mill Levy, Specific Ownership Taxes, Facility Fees, and other legally available funds that the District deems appropriate. The District is required to impose a mill levy of 50 mills, adjusted for changes in the calculations of assessed valuations, until the Surplus Fund exceeds \$3,866,000 or the ratio of outstanding debt to assessed valuation is 50% or less. The District realized a net present value savings of \$2,536,539 by refunding the Series 2007A Bonds.

Reata South Metropolitan District

Notes to Financial Statements
December 31, 2022

The Series 2018 Bonds are subject to redemption prior to maturity, at the option of the District, as a whole or in integral multiples of \$1,000, in any order of maturity and in whole or partial maturities, on December 1, 2023, and on any date thereafter, upon payment of par, accrued interest, and a redemption premium of a percentage of the principal amount so redeemed, as follows:

Date of Redemption	Redemption Premium
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

Accrued interest at December 31, 2022, on the Series 2018 Bonds was \$87,947.

The District's annual debt service requirements to maturity for the Series 2018 Bonds are as follows:

	<u>Principal</u>	<u>Interest</u>	<u>Total</u>
2023	\$ -	\$ 1,055,369	\$ 1,055,369
2024	-	1,055,369	1,055,369
2025	-	1,055,369	1,055,369
2026	300,000	1,055,369	1,355,369
2027	340,000	1,039,244	1,379,244
2028-2032	2,260,000	4,882,049	7,142,049
2033-2037	3,325,000	4,166,100	7,491,100
2038-2042	4,770,000	3,115,475	7,885,475
2043-2047	<u>8,335,000</u>	<u>1,608,200</u>	<u>9,943,200</u>
	<u>\$ 19,330,000</u>	<u>\$ 19,032,544</u>	<u>\$ 38,362,544</u>

Reata South Metropolitan District

Notes to Financial Statements

December 31, 2022

Debt Service Guaranty Agreement

The District entered into a Debt Service Guaranty Agreement (the “2007 Guaranty”) dated August 1, 2007, with Colorado Golf Club, LLC (the “Developer”) and Colorado State Bank & Trust (“2007 Trustee”). The Developer agreed to guarantee the payment of the principal and interest on the Series 2007A Bonds in the amount of \$6,500,000. Subsequently, this amount was reduced to \$3,250,000 in the form of a Letter of Credit. In 2014, the Letter of Credit was cashed out by the Developer, with the proceeds held by the 2007 Trustee to be used by the District for shortfalls in debt service payments on the Series 2007A Bonds. The repayment of the 2007 Guaranty funds to the Developer is subordinate to the General Obligation Bonds. During 2011, Betts Lake, LLC, in its capacity as the sole member of CGC Real Estate, LLC and CGC Real Estate II, LLC, became the successor in interest to the Developer’s interest in the 2007 Guaranty. In 2018, the District redeemed the Series 2007A Bonds with proceeds from the issuance of the Series 2018 Bonds, and the remaining funds from the 2007 Guaranty were no longer needed. As of December 31, 2022, the District had used \$2,925,530 of such funds to make debt service payments on the original Series 2007A Bonds. Accrued interest, based on an agreed upon rate of 6.86% as of December 31, 2022, is \$1,335,322. The District still has the obligation to repay this principal and interest to the Developer.

Funding Agreement - Developer

On February 9, 2006, the District entered into a Funding Agreement with the Developer, whereby the Developer agreed to loan the District one or more sums of money not to exceed \$29,000,000 for capital expenses and certain operating expenses. The advances bear simple interest at a rate of 8% per annum from the date any advance is made. During 2011, Betts Lake, LLC, in its capacity as the sole member of CGC Real Estate, LLC and CGC Real Estate II, LLC, became the successor in interest to the Developer’s interest in the Funding Agreement. The Funding Agreement is subordinate to the General Obligation Bonds. The collection of any revenues to repay the agreement is at the Board’s discretion and is subject to annual appropriation by the Board in any given year. The Funding Agreement terminates on Dec. 1, 2036, at which time all terms and provisions of this Agreement, including the provisions related to repayment shall terminate completely and unconditionally. The principal balance as of December 31, 2022 was \$12,266,051 with accrued interest of \$14,722,293.

5. Debt Authorization:

In 2005, the electors of the District authorized the issuance of indebtedness of \$135,450,000 for public improvements. As of December 31, 2022, the amount of debt authorized by the District’s electorate but unissued was \$112,850,000. The District has not budgeted to issue any new debt in 2023. Per the District’s Service Plan, the District cannot issue debt in excess of \$19,350,000.

Reata South Metropolitan District

Notes to Financial Statements
December 31, 2022

6. Agreements:

Purchase and Sale Agreement

On September 23, 2014, the District entered into a Purchase and Sale Agreement with Betts Lake, LLC (the “Buyer”), pursuant to which the Buyer agreed to purchase approximately 38 acres of Reata Open Space land. Since that date, this Agreement was amended eighteen (18) times by the parties, the latest of which is dated December 6, 2021. The resulting increased density will consist of two distinct areas: (i) nine (9) custom lots (each a “Custom Lot”) along the north side of Preservation Trail; and (ii) the Village lots comprised of 33 single family cluster homes (each a “Village Lot”) and one (1) custom lot (each a “Custom Lot”) northwest of the intersection of Preservation Trail and Forest Keep Circle. The purchase will be on a lot-by-lot basis consisting of Village Lots and Custom Lots. When the Buyer sells a Village Lot to a third-party buyer before public improvements on the lot, the Buyer will pay the District \$40,000 per Village Lot. If a Village Lot is sold after public improvements on the lot have been completed, then the Buyer will pay the District 20% of the gross sales price per lot. The District will receive from the Buyer 20% of the gross sales price for the Custom Lots as they are sold to third-party buyers. The Buyer received Douglas County rezoning approval in 2020 for both the Village Lots and Custom Lots. The Buyer’s final plat submission for the 9 Custom Lots along Preservation Trail was approved by Douglas County in April 2021. In 2021, the Buyer sold 8 Custom Lots for which the District received \$693,400 in proceeds. The remaining Custom Lot, and 33 of the Village Lots were sold in 2022 for which the District received a total of \$1,405,277.

Facility fees

Facility Fees are imposed and collected by the District in the amount of \$2,000 per residential lot and \$.50 per square foot of constructed commercial building. The fees are due and payable pursuant to the Fee Resolution as follows: i) residential lots purchased prior to January 1, 2007, are due on the date that the water connection permit for a building improvement is issued, ii) fees on residential lots purchased after January 1, 2007, are due on the date of conveyance of such lots, and iii) commercial building fees are due on the date of issuance of water connection permit. The fees are paid or remitted to the District to be applied to fund the costs of construction, completion, maintenance, or replacement of the Facilities, including the payment of the Bonds used for financing of Facilities. In 2022, the District received \$68,000 in Facility Fee Revenue.

Reata South Metropolitan District

Notes to Financial Statements
December 31, 2022

7. Risk Management:

Except as provided in the Colorado Governmental Immunity Act, 24-10-101, et seq., CRS, the District may be exposed to various risks of loss related to torts, theft of, damage to, or destruction of assets; errors or omissions; injuries to agents; and natural disasters. The District has elected to participate in the Colorado Special Districts Property and Liability Pool (“Pool”), which is an organization created by intergovernmental agreement to provide common liability and casualty insurance coverage to its members at a cost that is considered economically appropriate. Settled claims have not exceeded this commercial coverage in any of the past three fiscal years.

The District pays annual premiums to the Pool for auto, public officials’ liability, and property and general liability coverage. In the event aggregated losses incurred by the Pool exceed its amounts recoverable from reinsurance contracts and its accumulated reserves, the District may be called upon to make additional contributions to the Pool on the basis proportionate to other 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. No distributions were made during the year ended December 31, 2022.

8. Tax, spending and debt limitations:

Article X, Section 20 of the Colorado Constitution, commonly known as the Taxpayer Bill of Rights (“TABOR”), contains tax, spending, revenue, and debt limitations which apply to the State of Colorado and all local governments.

Spending and revenue limits are determined based on the prior year’s Fiscal Year Spending adjusted for allowable increases based upon inflation and local growth. Fiscal Year Spending is generally defined as expenditures plus reserve increases with certain exceptions. Revenue in excess of the Fiscal Year Spending limit must be refunded unless the voters approve retention of such revenue.

TABOR requires local governments to establish Emergency Reserves. These reserves must be at least 3% of Fiscal Year Spending (excluding bonded debt service). Local governments are not allowed to use the Emergency Reserves to compensate for economic conditions, revenue shortfalls, or salary or benefit increases.

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

Reata South Metropolitan District

Notes to Financial Statements

December 31, 2022

On November 1, 2005, 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 Article X, Section 20 of the Colorado Constitution.

9: Reconciliation of Government-Wide Financial Statements and Fund Financial Statements:

The *Governmental Funds Balance Sheet/Statement of Net Position* includes an adjustments column. The adjustments have the following elements:

- 1) capital improvements used in government activities are not financial resources and, therefore, are not reported in the funds; and
- 2) long-term liabilities such as bonds payable and accrued bond interest payable are not due and payable in the current period and, therefore, are not in the funds.

The *Governmental Funds Statement of Revenues, Expenditures, and Changes in Fund Balances/Statement of Activities* includes an adjustments column. The adjustments have the following elements:

- 1) governmental funds report capital outlays as expenditures, however, in the Statement of Activities, the costs of those assets are depreciated over their useful lives;
- 2) governmental funds report interest expense on the modified accrual basis; however, interest expense is reported on the full accrual method on the Statement of Activities.

SUPPLEMENTAL INFORMATION

Reata South Metropolitan District

SCHEDULE OF REVENUES, EXPENDITURES AND
CHANGES IN FUND BALANCE - BUDGET AND ACTUAL -
DEBT SERVICE FUND

For the Year Ended December 31, 2022

	Original and <u>Final Budget</u>	<u>Actual</u>	Variance Favorable <u>(Unfavorable)</u>
REVENUES			
Facility fees	\$ 68,000	\$ 68,000	\$ -
Property taxes	1,450,866	1,450,866	-
Specific ownership taxes	87,052	128,301	41,249
Interest income	<u>5,000</u>	<u>40,621</u>	<u>35,621</u>
Total Revenues	<u>1,610,918</u>	<u>1,687,788</u>	<u>76,870</u>
EXPENDITURES			
Interest expense	1,055,369	1,055,369	-
Trustee fees	10,000	3,500	6,500
Treasurers fees	<u>21,763</u>	<u>21,868</u>	<u>(105)</u>
Total Expenditures	<u>1,087,132</u>	<u>1,080,737</u>	<u>6,395</u>
NET CHANGE IN FUND BALANCE	523,786	607,051	83,265
FUND BALANCE:			
BEGINNING OF YEAR	<u>1,942,628</u>	<u>2,039,699</u>	<u>97,071</u>
END OF YEAR	<u>\$ 2,466,414</u>	<u>\$ 2,646,750</u>	<u>\$ 180,336</u>

The notes to the financial statements are an integral part of these statements.

Reata South Metropolitan District

SUMMARY OF ASSESSED VALUATION, MILL LEVY AND PROPERTY TAXES COLLECTED

December 31, 2022

<u>Year Ended</u> <u>December 31,</u>	<u>Prior</u> <u>Year Assessed</u> <u>Valuation</u> <u>for Current</u> <u>Year Property</u> <u>Tax Levy</u>	<u>Mills Levied</u>		<u>Total Property Tax</u>		<u>Percent</u> <u>Collected</u> <u>to Levied</u>
		<u>General Fund</u>	<u>Debt Service</u>	<u>Levied</u>	<u>Collected</u>	
2007	\$ 4,434,170	45.000	0.000	\$ 199,538	\$ 199,537	100.00%
2008	\$ 8,303,900	10.000	40.000	\$ 415,195	\$ 418,548	100.81%
2009	\$ 20,390,300	10.000	40.000	\$1,019,515	\$ 890,706	87.37%
2010	\$ 26,229,470	10.000	40.000	\$1,311,474	\$ 1,311,471	100.00%
2011	\$ 26,792,560	10.000	40.000	\$1,339,628	\$ 1,339,855	100.02%
2012	\$ 15,678,560	5.000	50.000	\$ 862,321	\$ 848,895	98.44%
2013	\$ 16,021,120	5.000	50.000	\$ 881,162	\$ 875,070	99.31%
2014	\$ 14,280,955	5.000	50.000	\$ 785,453	\$ 771,288	98.20%
2015	\$ 14,237,820	5.000	50.000	\$ 783,080	\$ 783,080	100.00%
2016	\$ 14,596,380	5.000	50.000	\$ 802,801	\$ 802,801	100.00%
2017	\$ 14,827,420	5.000	50.000	\$ 815,508	\$ 815,509	100.00%
2018	\$ 13,063,460	5.266	52.664	\$ 756,766	\$ 756,766	100.00%
2019	\$ 14,312,600	5.291	52.916	\$ 833,094	\$ 747,012	89.67% (1)
2020	\$ 22,372,410	5.274	52.734	\$1,297,780	\$ 1,295,197	99.80%
2021	\$ 23,756,390	5.305	53.054	\$1,386,400	\$ 1,382,093	99.69%
2022	\$ 27,264,750	5.321	53.214	\$1,595,942	\$ 1,595,942	100.00%
Estimated for year ending December 31, 2022	\$ 28,899,210	5.411	54.124	\$1,720,515		

NOTES:

Property taxes collected in any one year include collection of delinquent property taxes levied and/or abatements or valuations in prior years. Information received from the County Treasurer does not permit identification of specific year assessment.

(1) In 2019, there were some abatements within the boundaries of the District resulting in a net reduction of revenue by \$84,735.