

PAINTED PRAIRIE METROPOLITAN DISTRICT NO. 1

Financial Statements

Year Ended December 31, 2022

with

Independent Auditor's Report

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Board of Directors
Painted Prairie Metropolitan District No. 1
Arapahoe County, Colorado

Independent Auditor's Report

Opinions

We have audited the accompanying financial statements of the governmental activities and each major fund of Painted Prairie Metropolitan District No. 1 (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 Painted Prairie Metropolitan District No. 1 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 supplemental 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 supplemental 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.

Wipfli LLP

Wipfli LLP
Lakewood, Colorado

September 28, 2023

Painted Prairie Metropolitan District No. 1

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

	<u>General</u>	<u>Special Revenue</u>	<u>Capital Projects</u>	<u>Total</u>	<u>Adjustments</u>	<u>Statement of Net Position</u>
ASSETS						
Cash and investments - restricted	\$ 11,219	\$ -	\$ -	\$ 11,219	\$ -	\$ 11,219
Receivable - County Treasurer	651	-	-	651	-	651
Property taxes receivable	319,705	-	-	319,705	-	319,705
Receivable from District No. 2	62,600	-	-	62,600	-	62,600
Park and Rec fees receivable	-	34,316	-	34,316	-	34,316
Receivable from District No. 3-12	56,512	60,212	-	116,724	-	116,724
Prepaid expenses	98,035	500	-	98,535	-	98,535
Receivable homebuilders	-	19,372	-	19,372	-	19,372
Accounts Receivable - Developer	2,334	-	-	2,334	(2,334)	-
ECI - Escrow	-	-	81,756	81,756	-	81,756
Capital assets not being depreciated	-	-	-	-	44,449,216	44,449,216
Total Assets	<u>\$ 551,056</u>	<u>\$ 114,400</u>	<u>\$ 81,756</u>	<u>\$ 747,212</u>	<u>44,446,882</u>	<u>45,194,094</u>
LIABILITIES						
Accounts payable	\$ 148,198	\$ -	\$ 27,385	\$ 175,583	-	175,583
Retainage payable	-	-	14,487	14,487	-	14,487
Due to other districts	3,637	-	-	3,637	-	3,637
Long-term liabilities:						
Due in more than one year	-	-	-	-	619,965	619,965
Total Liabilities	<u>151,835</u>	<u>-</u>	<u>41,872</u>	<u>193,707</u>	<u>619,965</u>	<u>813,672</u>
DEFERRED INFLOWS OF RESOURCES						
Deferred property taxes	<u>319,705</u>	<u>-</u>	<u>-</u>	<u>319,705</u>	<u>-</u>	<u>319,705</u>
Total Deferred Inflows of Resources	<u>319,705</u>	<u>-</u>	<u>-</u>	<u>319,705</u>	<u>-</u>	<u>319,705</u>
FUND BALANCES/NET POSITION						
Fund Balances:						
Nonspendable:						
Prepays	98,035	-	-	98,035	(98,035)	-
Restricted:						
Emergencies	13,434	36,347	-	49,781	(49,781)	-
Capital projects	-	-	39,884	39,884	(39,884)	-
Unassigned	<u>(31,953)</u>	<u>78,053</u>	<u>-</u>	<u>46,100</u>	<u>(46,100)</u>	<u>-</u>
Total Fund Balances	<u>79,516</u>	<u>114,400</u>	<u>39,884</u>	<u>233,800</u>	<u>(233,800)</u>	<u>-</u>
Total Liabilities and Fund Balance	<u>\$ 551,056</u>	<u>\$ 114,400</u>	<u>\$ 81,756</u>	<u>\$ 747,212</u>		
Net Position:						
Net investment in capital assets					43,829,251	43,829,251
Restricted for:						
Emergencies					49,781	49,781
Capital projects					39,884	39,884
Unrestricted					<u>141,801</u>	<u>141,801</u>
Total Net Position					<u>\$44,060,717</u>	<u>\$44,060,717</u>

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

Painted Prairie Metropolitan District No. 1

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

	<u>General</u>	<u>Special Revenue</u>	<u>Capital Projects</u>	<u>Total</u>	<u>Adjustments</u>	<u>Statement of Activities</u>
EXPENDITURES						
Accounting and audit	\$ 28,786	\$ -	\$ 11,757	\$ 40,543	\$ (11,757)	\$ 28,786
Management fees	-	100,209	-	100,209	-	100,209
Administrative	-	436	-	436	-	436
Security	-	37,331	-	37,331	-	37,331
Election expense	1,696	-	-	1,696	-	1,696
Insurance	68,319	-	-	68,319	-	68,319
Legal	63,713	-	44,366	108,079	(44,366)	63,713
Utilities	-	257,520	-	257,520	-	257,520
Irrigation repair	-	12,117	-	12,117	-	12,117
Capital expenditures	-	-	263,371	263,371	(263,371)	-
Landscape maintenance	-	309,524	-	309,524	-	309,524
Miscellaneous expenses	2,964	1,450	-	4,414	-	4,414
Directors fees	27,626	-	-	27,626	-	27,626
Treasurer's fees	2,104	-	-	2,104	-	2,104
Holiday lights	-	7,007	-	7,007	-	7,007
Repay developer advances - principal	-	-	188,069	188,069	(188,069)	-
Developer advances - interest	-	-	41	41	33,925	33,966
Total Expenditures	<u>195,208</u>	<u>725,594</u>	<u>507,604</u>	<u>1,428,406</u>	<u>(473,638)</u>	<u>954,768</u>
PROGRAM REVENUES						
Park and Rec fees	-	585,215	-	585,215	-	585,215
Total Program Revenues	<u>-</u>	<u>585,215</u>	<u>-</u>	<u>585,215</u>	<u>-</u>	<u>585,215</u>
Net Program Income (Expenses)	(195,208)	(140,379)	(507,604)	(843,191)	473,638	(369,553)
GENERAL REVENUES						
Property taxes	140,356	-	-	140,356	-	140,356
Specific ownership taxes	9,505	-	-	9,505	-	9,505
Transfer from District No. 2	30,200	-	-	30,200	-	30,200
Transfer from Authority	-	-	188,110	188,110	-	188,110
Miscellaneous income	11,803	-	-	11,803	-	11,803
Reimbursements	-	108,783	-	108,783	-	108,783
Total General Revenues	<u>191,864</u>	<u>108,783</u>	<u>188,110</u>	<u>488,757</u>	<u>-</u>	<u>488,757</u>
EXCESS (DEFICIENCY) OF REVENUES OVER						
EXPENDITURES	(3,344)	(31,596)	(319,494)	(354,434)	473,638	119,204
OTHER FINANCING SOURCES						
Developer advances	2,334	-	188,069	190,403	(190,403)	-
Total Other Financing Sources	<u>2,334</u>	<u>-</u>	<u>188,069</u>	<u>190,403</u>	<u>(190,403)</u>	<u>-</u>
NET CHANGES IN FUND BALANCES	(1,010)	(31,596)	(131,425)	(164,031)	164,031	
CHANGE IN NET POSITION					119,204	119,204
FUND BALANCES/NET POSITION:						
BEGINNING OF YEAR	<u>80,526</u>	<u>145,996</u>	<u>171,309</u>	<u>397,831</u>	<u>43,543,682</u>	<u>43,941,513</u>
END OF YEAR	<u>\$ 79,516</u>	<u>\$ 114,400</u>	<u>\$ 39,884</u>	<u>\$ 233,800</u>	<u>\$ 43,826,917</u>	<u>\$ 44,060,717</u>

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

Painted Prairie Metropolitan District No. 1

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

For the Year Ended December 31, 2022

	Original & Final <u>Budget</u>	<u>Actual</u>	Variance Favorable (Unfavorable)
REVENUES			
Property taxes	\$ 140,400	\$ 140,356	\$ (44)
Specific ownership taxes	11,232	9,505	(1,727)
Transfer from District No. 2	-	30,200	30,200
Miscellaneous income	<u>-</u>	<u>11,803</u>	<u>11,803</u>
Total Revenues	<u>151,632</u>	<u>191,864</u>	<u>40,232</u>
EXPENDITURES			
Accounting and audit	20,000	28,786	(8,786)
Election Expense	15,000	1,696	13,304
Insurance	40,000	68,319	(28,319)
Legal	65,000	63,713	1,287
Miscellaneous expenses	3,000	2,964	36
Directors fees	25,000	27,626	(2,626)
Treasurer's fees	2,106	2,104	2
Contingency	25,000	-	25,000
Emergency reserve	<u>5,103</u>	<u>-</u>	<u>5,103</u>
Total Expenditures	<u>200,209</u>	<u>195,208</u>	<u>5,001</u>
EXCESS (DEFICIENCY) OF REVENUES OVER EXPENDITURES	<u>(48,577)</u>	<u>(3,344)</u>	<u>45,233</u>
OTHER FINANCING SOURCES			
Developer advances	<u>48,577</u>	<u>2,334</u>	<u>(46,243)</u>
Total Other Financing Sources	<u>48,577</u>	<u>2,334</u>	<u>(46,243)</u>
NET CHANGES IN FUND BALANCE	-	(1,010)	(1,010)
FUND BALANCE:			
BEGINNING OF YEAR	<u>-</u>	<u>80,526</u>	<u>80,526</u>
END OF YEAR	<u>\$ -</u>	<u>\$ 79,516</u>	<u>\$ 79,516</u>

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

Painted Prairie Metropolitan District No. 1

SCHEDULE OF REVENUES, EXPENDITURES AND
CHANGES IN FUND BALANCE - BUDGET AND ACTUAL -
SPECIAL REVENUE FUND

For the Year Ended December 31, 2022

	Original <u>Budget</u>	Final <u>Budget</u>	<u>Actual</u>	Variance Favorable (Unfavorable)
REVENUES				
Park and recreation fees	\$ 500,000	\$ 600,000	\$ 585,215	\$ (14,785)
Reimbursements	-	-	<u>108,783</u>	<u>108,783</u>
Total Revenues	<u>500,000</u>	<u>600,000</u>	<u>693,998</u>	<u>93,998</u>
EXPENDITURES				
District management fee	39,787	100,000	100,209	(209)
Administrative	5,968	500	436	64
Community events/activity	5,000	-	-	-
Miscellaneous admin	275	-	-	-
Security	15,700	38,000	37,331	669
Lighting	2,500	-	-	-
Irrigation repair	12,000	12,000	12,117	(117)
Landscape maintenance additions	7,500	-	-	-
Flowers	9,000	-	-	-
Flowers cost sharing	7,000	7,000	7,000	-
Tree replacement	10,000	-	-	-
Snow removal	33,000	81,000	80,795	205
Playground inspections and repair	3,500	-	-	-
Holiday lights	12,500	12,500	7,007	5,493
Electrical outlets	1,000	-	-	-
Security cameras	11,400	-	-	-
Common area maintenance	70,000	85,000	85,645	(645)
Landscape replacement and maintenance	16,000	100,000	97,196	2,804
Landscape contract	-	40,000	38,887	1,113
Electric	18,360	17,000	16,485	515
Stormwater	16,500	-	-	-
Internet	1,200	-	-	-
Water & sewer	110,000	245,000	241,036	3,964
Miscellaneous expenses	-	1,500	1,450	50
Contingency	-	1,009	-	1,009
Emergency reserve	<u>24,491</u>	<u>24,491</u>	<u>-</u>	<u>24,491</u>
Total Expenditures	<u>432,681</u>	<u>765,000</u>	<u>725,594</u>	<u>39,406</u>
NET CHANGES IN FUND BALANCE	67,319	(165,000)	(31,596)	133,404
FUND BALANCE:				
BEGINNING OF YEAR	-	<u>165,000</u>	<u>145,996</u>	<u>(19,004)</u>
END OF YEAR	<u>\$ 67,319</u>	<u>\$ -</u>	<u>\$ 114,400</u>	<u>\$ 114,400</u>

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

PAINTED PRAIRIE METROPOLITAN DISTRICT NO. 1

Notes to Financial Statements December 31, 2022

Note 1: Summary of Significant Accounting Policies

The accounting policies of the Painted Prairie Metropolitan District No. 1 (“District”), located in the City of Aurora in Arapahoe County, Colorado, 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 on May 16, 2006, as a quasi-municipal corporation and political subdivision under the State of Colorado Special District Act. The District, along with the Painted Prairie Metropolitan Districts Nos. 2-9 (“Painted Prairie Districts”) collectively operate pursuant to an Amended and Restated Consolidated Service Plan dated May 25, 2017 (the “Service Plan”) approved by the City on July 24, 2017. On August 22, 2019 the Districts entered into the Painted Prairie Improvement Authority Establishment Agreement (“Establishment Agreement”) as amended and restated on December 12, 2019 to establish the Painted Prairie Public Improvement Authority (“Authority”). The District was established to provide for the financing and construction of Public Improvements for the use and benefit of the residents and property owners within the service area. The District's primary revenues are park and recreation fees and transfers from District No. 2. 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 pronouncements, which provide 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 has no employees and all operations and administrative functions are contracted.

Basis of Presentation

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

PAINTED PRAIRIE METROPOLITAN DISTRICT NO. 1

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.

The District reports the following major governmental funds:

General Fund - The General Fund is the general operating fund of the District. It is used to account for all financial resources not accounted for and reported in another fund.

PAINTED PRAIRIE METROPOLITAN DISTRICT NO. 1

Notes to Financial Statements December 31, 2022

Capital Projects Fund – The Capital Projects Fund is used to account for all financial resources that are restricted, committed or assigned to expenditures for capital outlays, including the acquisition or construction of capital facilities and other assets.

Special Revenue Fund – The Special Revenue Fund is used to account for the financial resources accumulated and payments made for park and recreation activities with District park fees restricted for this purpose.

Budgetary Accounting

Budgets are adopted on a non-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. The District amended its total appropriations in the Special Revenue fund, and in the Special Revenue Fund.

Assets, Liabilities 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.

PAINTED PRAIRIE METROPOLITAN DISTRICT NO. 1

Notes to Financial Statements December 31, 2022

Estimates

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

Deferred Outflows/Inflows of Resources

In addition to assets, the statement of net 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 net 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.

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 two years. 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. 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 capital 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. The District recognized no depreciation expense in 2022.

PAINTED PRAIRIE METROPOLITAN DISTRICT NO. 1

Notes to Financial Statements December 31, 2022

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 30 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.

Long-Term Obligations

In the government-wide financial statements, long-term debt and other long-term obligations are reported as liabilities in the applicable governmental activities.

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:

Nonspendable Fund Balance

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

The nonspendable fund balance represents prepaid expenses.

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 and the Special Revenue 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 \$13,434 of the General Fund balance and \$36,347 of the Special Revenue Fund has been reserved in compliance with this requirement.

The restricted fund balance in the Capital Projects Fund in the amount of \$39,884 is restricted for the payment of the costs for capital improvements within the District.

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Notes to Financial Statements
December 31, 2022

Committed Fund Balance

Committed fund balance is the 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.

Unassigned Fund Balance

Unassigned fund balance includes amounts that are available for any purpose. Positive amounts are reported only in the General Fund, all funds can report negative amounts.

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.

Net Position

Net Position represents the difference between assets and deferred outflows of resources less liabilities and deferred inflows of resources. The District can report 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 of 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.

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Notes to Financial Statements
December 31, 2022

Note 2: Cash and Investments

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

Statement of Net Position:

Cash and investments - restricted	\$ <u>11,219</u>
Total	\$ <u>11,219</u>

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

Deposits with financial institutions	\$ 2,435
Colotrust	<u>8,784</u>
Total	\$ <u>11,219</u>

Deposits

Custodial Credit Risk

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

Credit Risk

The District has elected to 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.

PAINTED PRAIRIE METROPOLITAN DISTRICT NO. 1

Notes to Financial Statements December 31, 2022

Interest Rate Risk

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

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. The District's investment is not required to be categorized within the fair value hierarchy. This investment's value is calculated using the net asset value method ("NAV") per share.

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

COLOTRUST

The local government investment pool, Colorado Local Government Liquid Asset Trust ("COLOTRUST"), is rated AAAM by Standard & Poor's 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. At December 31, 2022, the District had \$8,784 invested in COLOTRUST.

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Notes to Financial Statements
December 31, 2022

Note 3: Capital Assets

An analysis of the changes in capital assets for the year ended December 31, 2022 follows:

Governmental Type Activities:	Balance 1/1/2022	Additions	Deletions	Balance 12/31/2022
<u>Capital assets not being depreciated:</u>				
Construction in progress	\$ 44,129,722	\$ 319,494	\$ -	\$ 44,449,216
Total capital assets not being depreciated	44,129,722	319,494	-	44,449,216
Government type assets, net	<u>\$ 44,129,722</u>	<u>\$ 319,494</u>	<u>\$ -</u>	<u>\$ 44,449,216</u>

Note 4: Long-Term Obligations

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

	Balance 1/1/2022	Additions	Deletions	Balance 12/31/2022	Current Portion
FFAA	\$ 70,896	\$ 188,069	\$ 188,069	\$ 70,896	\$ -
ORA	442,633	-	-	442,633	-
Accrued interest - FFAA	21,003	4,295	41	25,257	-
Accrued interest - ORA	51,508	29,671	-	81,179	-
Total	<u>\$ 586,040</u>	<u>\$ 222,035</u>	<u>\$ 188,110</u>	<u>\$ 619,965</u>	<u>\$ -</u>

Debt Authorization

On May 2, 2006 a majority of the qualified electors of the District authorized the issuance of indebtedness in the amount not to exceed \$120,000,000 and on November 7, 2017 additional indebtedness in the amount not to exceed \$1,500,000,000 was authorized. Pursuant to the Service Plan, the Painted Prairie Districts are collectively permitted to issue bond indebtedness of up to \$900,000,000. As of December 31, 2022, the Painted Prairie Districts had issued \$15,755,000 of debt. The District has not budgeted to issue any new debt during 2023.

Facilities Funding and Acquisition

On February 5, 2018, the Painted Prairie District Nos. 1-6 entered into a Facilities Funding and Acquisition Agreement (“FFAA”) with RRC Development Inc, (“RRC”). On August 7, 2018 RRC assigned all of its rights, title and interest in the FFAA to Painted Prairie Owner Phase 1, LLC , a Delaware limited liability company (the “Developer”). The FFAA provides that, the Developer may i) construct Public Improvements with the District on behalf of the District, and subject to future acquisition and reimbursement by the District, or ii) may provide advances to the District so that the District is able to construct Public Improvements. The District agreed to reimburse the advances together with interest at 6%, per annum subject to annual appropriations and budget approval from legally available funds.

PAINTED PRAIRIE METROPOLITAN DISTRICT NO. 1

Notes to Financial Statements December 31, 2022

Operations Reimbursement Agreement

On February 5, 2018, the Painted Prairie District Nos. 1-6 entered into an Operations Reimbursement Agreement (“ORA”) with RRC. On August 7, 2018 RRC assigned all of its rights, title and interest in the ORA to the Developer. The Developer agreed to advance funds for operating expenses until December 31, 2018. The District agreed that it will, from available sources, reimburse the Developer for all Operating Advances together with simple interest at a rate of 8% per annum, subject to annual appropriations and budget approval from legally available funds. This Agreement shall remain in full force and effect until December 31, 2018, and may be renewed for successive periods of (1) year by a written instrument signed by both parties. The ORA has been extended through December 31, 2023.

Note 5: Other Agreements

Park and Rec. Fee

On November 5, 2019, the District adopted a Resolution Concerning the Imposition of a Park and Rec. Fee, which imposes a “Park and Rec. Fee” on all property within the District boundaries. The Park and Rec. Fee is to be used for funding certain direct and indirect costs associated with the upkeep, repair, replacement, improvement, reconstruction, operation and maintenance of certain amenities and facilities benefiting property and inhabitants within the District, and the general public, which amenities and facilities generally include parks, playgrounds, trails, open space, green belts, landscaping, and other park and recreation facilities, appurtenances and rights-of-way. The Park and Rec. Fee shall be due, owing and payable in full by the owner of a lot at the time a building permit is issued for any residential unit on said lot. Any Park and Rec. Fee not paid in full within fifteen days after the scheduled due date shall be assessed a late fee as further set forth therein. The Park and Rec. Fee is not pledged to the payment of the Bonds.

Infrastructure Acquisition Agreement

The District and the Authority entered into an Infrastructure Acquisition Agreement on December 23, 2019, whereby the Authority shall convey and the District shall acquire all or a portion of the Completed Public Improvements for ownership, operation and maintenance after receipt and approval by the District of various Acquisition Documents. Upon acquisition of the Completed Public Improvements, the District will be responsible for the operations, maintenance, repair and replacement of such improvements. The costs of operations, maintenance, repair and replacement shall be borne by the District.

PAINTED PRAIRIE METROPOLITAN DISTRICT NO. 1

Notes to Financial Statements December 31, 2022

Painted Prairie IGA

The Painted Prairie Districts have entered into an Intergovernmental Agreement dated July 26, 2018 (the "PPIGA"). The PPIGA provides that the District will serve as the coordinating or operating district for the construction of all Public Improvements serving the Painted Prairie Development. Accordingly, the District will own and/or maintain all Public Improvements of the Painted Prairie Districts that are not otherwise dedicated to the City or another governmental entity. Pursuant to the PPIGA, the District will be generally responsible for coordinating the financing, construction, ownership, operation, and maintenance of the Public Improvements on behalf of the other Painted Prairie Districts.

Amended and Restated Intergovernmental Agreement Regarding Financing, Constructing and Installing Public Improvements

The District and Painted Prairie Metropolitan District No. 2 ("District 2") entered into an Amended and Restated Intergovernmental Agreement Regarding Financing, Constructing and Installing Public Improvements effective as of May 17, 2019, whereby the District represented that all of Public Improvements have been or will be constructed, installed and completed in conformance with all duly approved designs, plans and specifications and the requirements, standards and specifications of the City or other governmental entity, as applicable; and the Public Improvements will be owned, operated and maintained by a governmental entity for public use. The District and District No. 2 acknowledged that District 2 has funded disbursement requests from the Project Fund to fund Costs of Public Improvements constructed and installed by the District. District No. 2 has substantiated and accepted these Costs as being reasonable for the related Public Improvements. Subject to the terms of the Operations and Reimbursement IGA and this Agreement, the District shall continue to construct, install and complete the Public Improvements and District No. 2 will fund the Costs of such Public Improvements upon conditions outlined in the agreement. The term of this Agreement shall end on the date that: (a) the Costs have been paid in full to the District or (b) no monies remain in the Project Fund. Any Costs remaining unpaid under this Agreement as of the date of termination shall be considered discharged and satisfied in full.

Painted Prairie Public Improvement Authority Establishment Agreement

The PPPIA was organized on August 22, 2019 pursuant to the Painted Prairie Improvement Authority Establishment Agreement ("Establishment Agreement") as amended and restated on December 12, 2019 among the Districts. The Authority was established in accordance with the Establishment Agreement to (i) provide ongoing financing, planning, designing, constructing, installing, repairing, maintaining, relocating and redeveloping of Public Improvements and facilities, including, but not limited to certain street, traffic and safety controls, water, sanitation, stormwater, parks and recreation, as further set forth in the Service Plan; and (ii) incur financial obligation on behalf of the Districts as may be identified and agreed upon by the Districts from time to time.

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Notes to Financial Statements
December 31, 2022

Aurora IGA

The Painted Prairie Districts have entered into an Intergovernmental Agreement dated July 24, 2017 with the City (the “Aurora IGA”). The Aurora IGA contains, among other things, many of the limitations provided in the Service Plan. The Aurora IGA also prevents the Painted Prairie Districts from operating or maintaining any Public Improvements, other than park and recreation improvements, unless the provision of such operation and maintenance is pursuant to an intergovernmental agreement with the City.

The Aurora IGA provides that the District may not issue any debt until such time as (a) the City has approved the Painted Prairie Approved Development Plan; and (b) the Painted Prairie Districts have approved the imposition of the Aurora Regional Improvement Mill Levy (as defined in the Districts’ Service Plan). As of the date hereof, (a) the City has approved the Painted Prairie Approved Development Plan; and (b) the Painted Prairie Districts have approved the imposition of the Aurora Regional Improvement Mill Levy.

Note 6: 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.

On May 3, 2006, 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.

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Notes to Financial Statements
December 31, 2022

Note 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.

Note 8: Related Parties

All of the Board of Directors are employees, owners or are otherwise associated with the Developer and may have conflicts of interest in dealing with the District. Management believes that all potential conflicts, if any, have been disclosed to the Board.

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

The Government 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 developer advances and accrued interest 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 held as construction in process pending transfer to other governmental entities or 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 in the statement of activities; and,
- 3) governmental funds report developer advances as revenue and report interest as expenditures; however, these are reported as changes to long-term liabilities on the government-wide financial statements.

SUPPLEMENTAL INFORMATION

Painted Prairie Metropolitan District No. 1

SCHEDULE OF REVENUES, EXPENDITURES AND
CHANGES IN FUND BALANCE - BUDGET AND ACTUAL -
CAPITAL PROJECTS FUND

For the Year Ended December 31, 2022

	Original <u>Budget</u>	Final <u>Budget</u>	<u>Actual</u>	Variance Favorable <u>(Unfavorable)</u>
REVENUES				
Transfer from Authority	\$ -	\$ 146,060	\$ 188,110	\$ 42,050
Total Revenues	<u>-</u>	<u>146,060</u>	<u>188,110</u>	<u>42,050</u>
EXPENDITURES				
Accounting and audit	-	12,000	11,757	243
Legal	-	45,000	44,366	634
Capital expenditures	-	263,000	263,371	(371)
Repay developer advances - principal	-	188,000	188,069	(69)
Developer advances - interest	-	60	41	19
Total Expenditures	<u>-</u>	<u>508,060</u>	<u>507,604</u>	<u>456</u>
DEFICIENCY OF REVENUES OVER EXPENDITURES	<u>-</u>	<u>(362,000)</u>	<u>(319,494)</u>	<u>42,506</u>
OTHER FINANCING SOURCES				
Developer advances	-	190,000	188,069	(1,931)
Total Other Financing Sources	<u>-</u>	<u>190,000</u>	<u>188,069</u>	<u>(1,931)</u>
NET CHANGES IN FUND BALANCE	-	(172,000)	(131,425)	40,575
FUND BALANCE:				
BEGINNING OF YEAR	<u>-</u>	<u>172,000</u>	<u>171,309</u>	<u>(691)</u>
END OF YEAR	<u>\$ -</u>	<u>\$ -</u>	<u>\$ 39,884</u>	<u>\$ 39,884</u>

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