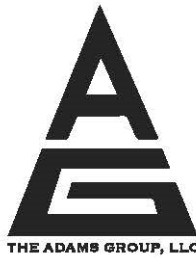


KINSTON METROPOLITAN DISTRICT NO. 5

FINANCIAL STATEMENTS
DECEMBER 31, 2022

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CERTIFIED PUBLIC ACCOUNTANTS

INDEPENDENT AUDITORS' REPORT

To the Board of Directors
Kinston Metropolitan District No. 5
Loveland, Colorado

Opinions

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

In our opinion, the 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 Kinston Metropolitan District No. 5, as of December 31, 2022, and the respective changes in financial position and the respective budgetary comparison schedule 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 Auditors' 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, 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 going concern for twelve months beyond the financial statement date, including any currently known information that may raise substantial doubt shortly thereafter.

Auditors' 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 auditors' 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 judgement, 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

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

Supplementary Information

Our audit was conducted for the purpose of forming opinions on the financial statements that collectively comprise the District's basic financial statements. The budgetary comparison schedules are presented for purposes of additional analysis and are not a required part of the basic financial statements.

Such information is the responsibility of management and were 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 budgetary comparison schedules are fairly stated, in all material respects, in relation to the basic financial statements as a whole.

The Adams Group, LLC

Denver, Colorado
July 7, 2023

KINSTON METROPOLITAN DISTRICT NO. 5
STATEMENT OF NET POSITION
DECEMBER 31, 2022

	<u>Governmental Activities</u>
<u>Assets</u>	
Cash and investments - restricted	\$ 1,758,385
Property taxes receivable	256
Accounts receivable	2,334
Total assets	<u>1,760,975</u>
<u>Liabilities</u>	
Accounts payable	19,589
Accrued interest	1,950,902
Noncurrent liabilities:	
Due in more than one year	
Series 2020 bonds	23,900,000
Total liabilities	<u>25,870,491</u>
<u>Deferred Inflows Of Resources</u>	
Unavailable revenue - property taxes	256
Total deferred inflows of resources	<u>256</u>
<u>Net Position</u>	
Restricted for:	
Emergencies	1,048
Unrestricted	(24,110,820)
Total net position	<u><u>\$ (24,109,772)</u></u>

The notes are an integral part of these financial statements.

KINSTON METROPOLITAN DISTRICT NO. 5
STATEMENT OF ACTIVITIES
YEAR ENDED DECEMBER 31, 2022

Functions/Programs	Expenses	Program Revenues			Net (Expense) Revenue and Changes in Net Position
		Charges for Services	Operating Grants and Contributions	Capital Grants and Contributions	Governmental Activities
Governmental Activities					
General government	\$ 2,779,506	\$ 1,519	\$ -	\$ -	\$ (2,777,987)
Interest and fiscal charges	<u>1,560,485</u>	<u>-</u>	<u>-</u>	<u>-</u>	<u>(1,560,485)</u>
Total Governmental Activities	<u>\$ 4,339,991</u>	<u>\$ 1,519</u>	<u>\$ -</u>	<u>\$ -</u>	<u>(4,338,472)</u>
General Revenues:					
Property taxes					1,032
Investment earnings					<u>33,908</u>
Total General Revenues					<u>34,940</u>
Change in Net Position					(4,303,532)
Net Position, Beginning					<u>(19,806,240)</u>
Net Position, Ending					<u>\$ (24,109,772)</u>

The notes are an integral part of these financial statements.

KINSTON METROPOLITAN DISTRICT NO. 5
BALANCE SHEET – GOVERNMENTAL FUNDS
DECEMBER 31, 2022

	General Fund	Capital Project Fund	Debt Service Fund	Total Governmental Funds
<u>Assets</u>				
Cash and investments - restricted	\$ -	\$ -	\$ 1,758,385	\$ 1,758,385
Property taxes receivable	-	-	256	256
Accounts receivable	-	-	2,334	2,334
Total assets	<u>\$ -</u>	<u>\$ -</u>	<u>\$ 1,760,975</u>	<u>\$ 1,760,975</u>
<u>Liabilities</u>				
Accounts payable	\$ -	\$ -	\$ 19,589	\$ 19,589
Total liabilities	<u>-</u>	<u>-</u>	<u>19,589</u>	<u>19,589</u>
<u>Deferred Inflows Of Resources</u>				
Unavailable revenue - property taxes	-	-	256	256
Total deferred inflows of resources	<u>-</u>	<u>-</u>	<u>256</u>	<u>256</u>
<u>Fund Balance</u>				
Restricted:				
Debt service	-	-	1,741,130	1,741,130
Emergencies	1,048	-	-	1,048
Unassigned	(1,048)	-	-	(1,048)
Total fund balances	<u>-</u>	<u>-</u>	<u>1,741,130</u>	<u>1,741,130</u>
Total liabilities, deferred inflows of resources and fund balance	<u>\$ -</u>	<u>\$ -</u>	<u>\$ 1,760,975</u>	<u>\$ 1,760,975</u>

The notes are an integral part of these financial statements.

KINSTON METROPOLITAN DISTRICT NO. 5
RECONCILIATION OF THE BALANCE SHEET OF THE
GOVERNMENTAL FUNDS TO THE STATEMENT OF NET POSITION
DECEMBER 31, 2022

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

Fund balance of Governmental funds	\$ 1,741,130
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Some liabilities are not due in the current period and, therefore, are not reported
in the fund balance sheet.

Series 2020A/Series 2020B bonds	(23,900,000)
Accrued interest	<u>(1,950,902)</u>

Net Position of Governmental Activities	<u>\$ (24,109,772)</u>
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The notes are an integral part of these financial statements.

KINSTON METROPOLITAN DISTRICT NO. 5
STATEMENT OF REVENUES, EXPENDITURES, AND CHANGE
IN FUND BALANCES – GOVERNMENTAL FUNDS
YEAR ENDED DECEMBER 31, 2022

	General Fund	Capital Project Fund	Debt Service Fund	Total Governmental Funds
<u>Revenues</u>				
Property taxes	\$ 201	\$ -	\$ 831	\$ 1,032
District service fees	-	-	1,519	1,519
Investment earnings	-	262	33,646	33,908
Total revenues	<u>201</u>	<u>262</u>	<u>35,996</u>	<u>36,459</u>
<u>Expenditures</u>				
Current:				
Payment for services to District 1	197	-	-	197
Treasurer's fees	4	-	20	24
Agent fees	-	-	19,589	19,589
Intergovernmental	-	2,759,696	-	2,759,696
Interest	-	-	625,520	625,520
Total expenditures	<u>201</u>	<u>2,759,696</u>	<u>645,129</u>	<u>3,405,026</u>
Net change in fund balances	-	(2,759,434)	(609,133)	(3,368,567)
Fund balances, beginning of year	<u>-</u>	<u>2,759,434</u>	<u>2,350,263</u>	<u>5,109,697</u>
Fund balances, end of year	<u>\$ -</u>	<u>\$ -</u>	<u>\$ 1,741,130</u>	<u>\$ 1,741,130</u>

The notes are an integral part of these financial statements.

KINSTON METROPOLITAN DISTRICT NO. 5
RECONCILIATION OF THE STATEMENT OF REVENUES, EXPENDITURES
AND CHANGE IN FUND BALANCES TO THE STATEMENT OF ACTIVITIES
YEAR ENDED DECEMBER 31, 2022

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

Net change in fund balances - Total governmental funds	\$ (3,368,567)
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Some expenses reported in the Statement of Activities do not require the use
of current financial resources and, therefore, are not reported as expenditures
in the Governmental funds.

Change in accrued interest payable	<u>(934,965)</u>
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Change in Net Position of Governmental Activities	<u><u>\$ (4,303,532)</u></u>
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The notes are an integral part of these financial statements.

KINSTON METROPOLITAN DISTRICT NO. 5
STATEMENT OF REVENUES, EXPENDITURES, AND CHANGE IN
FUND BALANCE – BUDGET AND ACTUAL – GENERAL FUND
YEAR ENDED DECEMBER 31, 2022

	Original and Final Budget	Actual Amounts	Variance with Final Budget Positive (Negative)
<u>Revenues</u>			
Property taxes	\$ 201	\$ 201	\$ -
Specific ownership taxes	12	-	(12)
Interest & Other	100	-	(100)
Total revenues	<u>313</u>	<u>201</u>	<u>(112)</u>
<u>Expenditures</u>			
Current:			
Payment for Services to District #1	210	197	13
Treasurer's fees	3	4	(1)
Contingency	100	-	100
Total expenditures	<u>313</u>	<u>201</u>	<u>112</u>
Net change in fund balance	<u>\$ -</u>	<u>-</u>	<u>\$ -</u>
Fund balances, beginning of year		<u>-</u>	
Fund balances, end of year		<u>\$ -</u>	

The notes are an integral part of these financial statements.

KINSTON METROPOLITAN DISTRICT NO. 5
NOTES TO THE FINANCIAL STATEMENTS
DECEMBER 31, 2022

NOTE 1 - DEFINITION OF REPORTING ENTITY

Kinston Metropolitan District No. 5 (District), a quasi-municipal corporation and political subdivision of the State of Colorado was organized on November 5, 2019 and is governed pursuant to provisions of the Colorado Special District Act (Title 32, Article 1, Colorado Revised Statutes). The District's service area is located within Loveland, Colorado.

The District was established principally to provide funding to District No.1 to finance the acquisition, construction, and installation of improvements, for the use and benefit of property owners, residents, taxpayers, and system users within the boundaries of the District.

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

The District's follows the Governmental Accounting Standards Board (GASB) accounting pronouncements, which provide guidance for determining which governmental activities, organizations, and functions should be included within the financial reporting entity. GASB pronouncements set forth the financial accountability of a governmental organization's elected governing body as the basic criterion for including a possible component governmental organization in a primary government's legal entity. Financial accountability includes, but is not limited to, appointment of a voting majority of the organization's governing body, ability to impose its will on the organization, a potential of the organization to provide specific financial benefits or burdens, and fiscal dependency.

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

NOTE 2 - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Government-Wide and Fund Financial Statements

The government-wide financial statements (i.e. the Statement of Net Position and the Statement of Activities) include all of the activities of the District. As a general rule, the effect of interfund activity has been removed from these statements. These financial statements include all of the activities of the primary government. The statement of net position reports all financial and capital resources of the District. The difference between the assets and deferred outflows of resources and liabilities and deferred inflows of resources of the District is reported as net position. The District is responsible for the repayment of bonds issued to construct the aforementioned improvements. Consequently, a net deficit balance is reflected on the District's statement of net position as of December 31, 2022.

KINSTON METROPOLITAN DISTRICT NO. 5
NOTES TO THE FINANCIAL STATEMENTS
DECEMBER 31, 2022

NOTE 2 - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

Government-Wide and Fund Financial Statements (Continued)

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

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

Measurement Focus, Basis of Accounting and Financial Statement Presentation

The government-wide financial statements are reported using the economic resources measurement focus and the accrual basis of accounting. Revenues are recorded when earned and expenses are recorded when a liability is incurred, regardless of the timing of related cash flows. Intergovernmental and similar items are recognized as revenues as soon as all eligibility requirements imposed by the provider has been met. Expenditures for property and equipment are shown as increases in assets and redemption of bonds, notes, and developer advances are recorded as a reduction in liabilities.

Governmental fund financial statements are reported using the current financial resources measurement focus and the modified accrual basis of accounting. Revenues are recognized as soon as they are both measurable and available. Revenues are considered to be available when they are collectible within the current period or soon enough thereafter to pay liabilities of the current period. For this purpose, the District considers revenues to be available if they are collected within 60 days of the end of the current fiscal period. The major sources of revenue susceptible to accrual are property taxes, capital fees and interest. All other revenue items are considered to be measurable and available only when cash is received by the District. Expenditures, other than interest on long-term obligations are recorded when the liability is incurred, or the long-term obligation paid.

KINSTON METROPOLITAN DISTRICT NO. 5
NOTES TO THE FINANCIAL STATEMENTS
DECEMBER 31, 2022

NOTE 2 - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

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

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

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

Capital Projects Fund accounts for the resources accumulated and available for capital expenditure within the development.

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

Budgets

In accordance with the State Budget Law, the District's Board of Directors hold public hearings in the fall each year to approve the budget and appropriate the funds for the ensuing year. The appropriation is at the total fund expenditures level and lapses at year end. The District's Board of Directors can modify the budget by line item within the total appropriation without notification. The appropriation can only be modified by the Board at a public hearing. The budget includes each fund on its basis of accounting. For the year ended December 31, 2022 the Debt Service Fund overspent appropriated expenditures by \$23. This may be a violation of Colorado Budget Law.

Assets, Deferred Outflows of Resources, Liabilities, Deferred Inflows of Resources and Fund Balance/Net Position

Cash and Cash Equivalents

Cash on hand, cash in the bank and all highly liquid investments with a maturity of three months or less when purchases or subject to withdrawal, are considered to be cash and cash equivalents. The District deposits funds in Colorado financial institutions that are eligible public depositories under the Colorado Public Deposit Protection Act, PDPA.

Investments

The District categorizes its fair value measurements within the fair value hierarchy established by generally accepted accounting principles. The hierarchy is based on the

KINSTON METROPOLITAN DISTRICT NO. 5
NOTES TO THE FINANCIAL STATEMENTS
DECEMBER 31, 2022

NOTE 2 - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

Assets, Deferred Outflows of Resources, Liabilities, Deferred Inflows of Resources and Fund Balance/Net Position (Continued)

valuation inputs used to measure 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.

Property Tax

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 taxpayer's election, in February and June. Delinquent taxpayers are notified in August and generally sales of the tax liens on delinquent properties are held in November or December. The County Treasurer remits the taxes collected monthly to the District.

Property taxes, net of estimated uncollectible taxes, are recorded initially as deferred inflows of resources in the year they are levied and measurable. The deferred inflows of resources related to property tax revenues are recorded as revenue in the year for which they are levied, in most instances in the year in which collection occurs.

Deferred Inflows and Deferred Outflows of Resources

In addition to assets, the statement of net position and balance sheets will sometimes report a separate section for deferred outflows of resources. This separate financial statement element, deferred outflow of resources, represents a consumption of net position and fund balance that applies to a future period(s) and so will not be recognized as an outflow of resources (expenditure) until then.

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

KINSTON METROPOLITAN DISTRICT NO. 5
NOTES TO THE FINANCIAL STATEMENTS
DECEMBER 31, 2022

NOTE 2 - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

Assets, Deferred Outflows of Resources, Liabilities, Deferred Inflows of Resources
and Fund Balance/Net Position (Continued)

Fund Balances-Governmental Funds

The District's governmental fund balances may consist of five classifications based on the relative strength of the spending constraints:

Nonspendable fund balance – the amount of fund balance that is not in spendable form (such as inventory or prepaids) or is legally or contractually required to be maintained intact. At December 31, 2022, the District had no nonspendable fund balance.

Restricted fund balance – the amounts constrained to specific purposes by their providers (such as grantors, bondholders, and higher levels of government), through constitutional provisions, or by enabling legislation. At December 31, 2022, the District had \$1,742,178 in restricted fund balance.

Committed fund balance – amounts constrained to specific purposes by the District itself, using its highest level of decision-making authority (i.e., Board of Directors). To be reported as committed, amounts cannot be used for any other purpose unless the District takes the same highest-level action to remove or change the constraint. Commitments may be established, modified, or rescinded only through ordinances or resolutions approved by the Board. At December 31, 2022, the District had no committed fund balance.

Assigned fund balance – amounts the District intends to use for a specific purpose. Intent can be expressed by the District Board of Directors or by an official or body to which the District Board of Directors delegates the authority. At December 31, 2022, the District had no assigned fund balance.

Unassigned fund balance – amounts that are available for any purpose. At December 31, 2022, the general fund had a deficit unassigned fund balance of \$1,048.

When an expenditure is incurred for purposes for which both restricted and unrestricted fund balance is available, the District considers restricted funds to have been spent first. When an expenditure is incurred for which committed, assigned, or unassigned fund balances are available, the District considers amounts to have been spent first out of committed funds, then assigned funds, and then assigned funds.

KINSTON METROPOLITAN DISTRICT NO. 5
NOTES TO THE FINANCIAL STATEMENTS
DECEMBER 31, 2022

NOTE 3 - CASH AND INVESTMENTS

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

Statement of net position:

Cash and investments - restricted	\$ 1,758,385
Total cash and investments	<u>\$ 1,758,385</u>

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

Investments	\$ 1,758,385
Total cash and investments	<u>\$ 1,758,385</u>

Deposits with Financial Institutions

The Colorado Public Deposit Protection Act (PDPA) requires that all units of local government deposit cash in eligible public depositories. Eligibility is determined by state regulators. Amounts on deposit in excess of federal insurance levels must be collateralized. The eligible collateral is determined by the PDPA. PDPA allows the institution to create a single collateral pool for all public funds. The pool for all the uninsured public deposits as a group is to be maintained by another institution or held in trust. The market value of the collateral must be at least 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 the reporting of the uninsured deposits and assets maintained in the collateral pools.

Investments

The District adopted a formal investment policy on December 19, 2019. The District's investment policy follows State statutes regarding investments.

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

- Obligations of the United States, certain U.S. Agency securities, and securities of the World Bank
- General obligations and revenue bonds of U.S. local government entities

KINSTON METROPOLITAN DISTRICT NO. 5
NOTES TO THE FINANCIAL STATEMENTS
DECEMBER 31, 2022

NOTE 3 - CASH AND INVESTMENTS (CONTINUED)

- Certain certificates of participation
- Certain securities lending agreements
- Bankers' acceptances of certain banks
- Commercial paper
- Written repurchase agreements and certain reverse repurchase agreements collateralized by certain authorized securities
- Certain money market funds
- Guaranteed investment contracts
- Local government investment pools*

The District generally limits its concentration of investments to those noted with an asterisk (*) above, which are believed to have minimal credit risk, minimal interest rate risk, and no foreign currency risk. Additionally, the District is not subject to concentration risk disclosure requirements or subject to investment custodial risk for investments that are in the possession of another party.

Colorado revised statutes limit investment maturities to five years or less unless formally approved by the Board of Directors. Such actions are generally associated with a debt service reserve or sinking fund requirements.

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

<u>Investment</u>	<u>Maturity</u>	<u>Fair Value</u>
	Less than One	
Colostrust	Year	<u>\$ 1,758,385</u>

Through its bond trustee, UMB, the District invested in the Colorado Local Government Liquid Asset Trust (COLOTRUST), an investment vehicle established for local government entities in Colorado to pool surplus funds. The State Securities Commissioner administers and enforces all State statutes governing the Trust. The Trust operates similarly to a money market fund and each share is equal in value to \$1.00. The Trust offers shares in two portfolios, COLOTRUST PRIME and COLOTRUST PLUS+. Both portfolios may invest in U.S. Treasury securities and repurchase agreements collateralized by U.S. Treasury securities. COLOTRUST PLUS+ may also invest in certain obligations of U.S. government agencies, highest rated commercial paper and repurchase agreements collateralized by certain obligations of U.S. government agencies. A designated custodial bank serves as custodian for the Trust's portfolios pursuant to a custodian agreement. As of December 31, 2022, the District's investments were held in the COLOTRUST PLUS+.

KINSTON METROPOLITAN DISTRICT NO. 5
NOTES TO THE FINANCIAL STATEMENTS
DECEMBER 31, 2022

NOTE 3 - CASH AND INVESTMENTS (CONTINUED)

The custodian acts as safekeeping agent for the Trust's investment portfolios and provides services as the depository in connection with direct investments and withdrawals. The custodian's internal records segregate investments owned by the Trust. COLOTRUST is rated AAAM by Standards & Poor's.

As of December 31, 2022, COLOTRUST Prime Fund had weighted average maturities of 55 days to reset and 80 days to maturity. The fund is measured at net asset value. There are no unfunded commitments, the redemption frequency is daily and there is no redemption notice period.

Annual audited financial statements of COLOTRUST can be obtained at: <https://www.colotrust.com/document-center/>.

NOTE 4 - LONG-TERM OBLIGATIONS

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

	Balance 12/31/2021	Additions	Deletions	Balance 12/31/2022	Due Within One Year
Governmental activities:					
General obligation bonds:					
Series 2020A	\$ 12,400,000	\$ -	\$ -	\$ 12,400,000	\$ -
Series 2020B	11,500,000	-	-	11,500,000	-
	<u>\$ 23,900,000</u>	<u>\$ -</u>	<u>\$ -</u>	<u>\$ 23,900,000</u>	<u>\$ -</u>

Senior General Obligation Limited Tax Bonds, Series 2020A

On November 19, 2020, the District issued \$12,400,000 of Limited Tax General Obligation Bonds Series 2020A (the 2020A Bonds). The 2020A Bonds were issued with an interest rate of 4.625% to 5.125% per annum. Interest is payable semi-annually on June 1 and December 1, commencing on June 1, 2021. Any unpaid interest compounds semi-annually thereafter. The 2020A Bonds mature on December 1, 2050. If any principal or interest remains unpaid on that date, the 2020A bonds are discharged.

Principal is payable each December 1 from the available pledged revenues, if any. The failure to pay principal of or interest on the 2020A Bonds when due shall not constitute an event of default or result in the acceleration of the 2020A Bonds.

The 2020A Bonds are secured and payable from the Senior Pledged Revenues, consisting generally of (i) all Senior Property Tax Revenues, (ii) all Senior Specific

KINSTON METROPOLITAN DISTRICT NO. 5
NOTES TO THE FINANCIAL STATEMENTS
DECEMBER 31, 2022

NOTE 4 - LONG-TERM OBLIGATIONS (CONTINUED)

Senior General Obligation Limited Tax Bonds, Series 2020A (Continued)

Ownership Tax Revenues, and (iii) any other legally available moneys which the District determines in its absolute discretion. The District along with Kinston Metropolitan District No. 1 and Kinston Metropolitan Districts Nos. 2, 3, 4, and 10 have each covenanted to levy the Senior Required Mill Levy, consisting of ad valorem property taxes. The mill levy is capped at 62 mills, subject to adjustment as provided in the Senior Pledge Agreement among the District and Districts Nos. 2, 3, 4, and 10. The mill levy to be imposed by District No. 10 for the repayment of the 2020A Bonds is capped at 62 mills less the mill levy imposed by Centerra Metropolitan District Nos. 2 and 4. Failure to make any payment does not result in the acceleration of the all principal on the debt. The proceeds of the 2020A Bonds were used to: (i) finance public improvements related to the development, (ii) fund capitalized interest on the 2020A Bonds, (iii) fund the Senior Reserve Fund, and (iv) pay the costs of issuance of the 2020A and 2020B Bonds. The 2020A Bonds are also secured by capitalized interest in the amount of \$625,785 the Senior Reserve Fund in the amount of \$1,120,910. None of these accounts are available to the holders of the Tax-Exempt Subordinated General Obligation Bonds Series 2020B.

The 2020 Bonds cannot be prepaid prior to December 1, 2025. From December 1, 2025 to November 30, 2026 bonds can be prepaid at a redemption premium of 3%. From December 1, 2026 to November 30, 2027 bonds can be prepaid at a redemption premium of 2%. From December 1, 2027 to November 30, 2028 bonds can be prepaid at a redemption premium of 1%. After December 1, 2028 bonds can be redeemed without redemption premium.

The 2020A Bonds, maturing on December 1, 2035 are subject to mandatory sinking fund redemption on December 1, 2028 and on each December 1, thereafter. The 2020A Senior Bonds maturing on December 1, 2050 are subject to a mandatory sinking fund redemption on December 1, 2036 and each December 1, thereafter. The District's long-term obligations on the bonds follows:

<u>Year Ending December 31,</u>	<u>Principal</u>	<u>Interest</u>	<u>Total</u>
2023	\$ -	\$ 625,500	\$ 625,500
2024	-	625,500	625,500
2025	-	625,500	625,500
2026	-	625,500	625,500
2027	-	625,500	625,500
2028-2032	1,060,000	3,041,706	4,101,706
2033-2037	1,635,000	2,738,688	4,373,688
2038-2042	2,290,000	2,270,375	4,560,375
2043-2047	3,540,000	1,581,575	5,121,575
2048-2050	3,875,000	453,563	4,328,563
Total	<u>\$ 12,400,000</u>	<u>\$ 13,213,406</u>	<u>\$ 25,613,406</u>

KINSTON METROPOLITAN DISTRICT NO. 5
NOTES TO THE FINANCIAL STATEMENTS
DECEMBER 31, 2022

NOTE 4 - LONG-TERM OBLIGATIONS (CONTINUED)

The District paid \$625,520 of interest expense on the 2020A Bonds during the year ended December 31, 2022.

Subordinated General Obligation Limited Tax Bonds, Series 2020B

On November 19, 2020, the District issued \$11,500,000 of Subordinate Limited Tax General Obligation Bonds Series 2020B (the 2020B Bonds). The 2020B Bonds were issued with an interest rate of 7.5% per annum. Interest is payable annually on December 15, commencing on December 15, 2021. Any unpaid interest compounds annually thereafter. The 2020 Bonds mature on December 15, 2052.

The 2020B Bonds are structured as cash flow bonds, meaning that the Indenture contains no scheduled payments of principal on the Bonds other than at maturity. Principal is payable each December 15 from the available subordinate pledged revenues, if any, pursuant to a mandatory redemption.

All principal is due upon maturity. Payment of principal of and interest on the 2020B Bonds is subordinate to the annual payment of debt service on the 2020A Bonds. The failure to pay principal of or interest on the 2020B Bonds when due shall not constitute an event of default. Any amount of unpaid principal of or interest on the 2020B Bonds shall be deemed discharged on December 15, 2059.

The 2020B Bonds are secured and payable from the Subordinate Pledged Revenues, consisting generally of (i) all Subordinate Property Tax Revenues, (ii) all Subordinate Specific Ownership Tax Revenues, (iii) any other legally available moneys which the District determines, in its absolute discretion, to credit to the Subordinate Bond Fund. The District along with Kinston Metropolitan District No. 1 and Kinston Metropolitan District Nos. 2, 3, 4, and 10 have each covenanted to levy the Subordinate Required Mill Levy, consisting of ad valorem property taxes. The proceeds of the 2020B Bonds were used to finance additional public improvements related to the development.

The 2020B Bonds cannot be prepaid prior to December 1, 2025. From December 1, 2025 to November 30, 2026 bonds can be prepaid at a redemption premium of 3%. From December 1, 2026 to November 30, 2027 bonds can be prepaid at a redemption premium of 2%. From December 1, 2027 to November 30, 2028 bonds can be prepaid at a redemption premium of 1%. After December 1, 2028 bonds can be redeemed without premium.

The 2020B Bonds are subject to mandatory sinking fund redemption. The 2020B Bonds are structured as cash flow bonds, meaning that the Indenture contains no scheduled payments of principal on the Bonds other than at maturity. The District incurred \$934,965 of interest expense and made no payments of interest during the year ended December 31, 2022.

KINSTON METROPOLITAN DISTRICT NO. 5
NOTES TO THE FINANCIAL STATEMENTS
DECEMBER 31, 2022

NOTE 4 - LONG-TERM OBLIGATIONS (CONTINUED)

Senior Pledge Agreement

Pursuant to the Senior Pledge Agreement, the District, along with Kinston Metropolitan District Nos. 2, 3, 4, and 10 will service the 2020A and 2020B Bonds with revenues derived from the required Senior and Subordinate Mill Levies.

Authorized Debt

On November 5, 2019, a majority of qualified electors of the District authorized the issuance of indebtedness in an amount not to exceed \$170,000,000 to fund the development.

At December 31, 2022, the District had authorized and issued indebtedness from the election in the following amounts:

	<u>Authorized</u>	<u>Remaining</u>
Voter debt authorization limit	\$ 170,000,000	\$ 146,100,000

NOTE 5 - NET POSITION

The District's net position consists of two components – restricted and unrestricted.

The restricted net position includes assets that are restricted for use either externally imposed by creditors, grantors, contributors, or laws and regulations of other governments or imposed by law through constitutional provisions or enabling legislation. The District had a restricted net position as of December 31, 2022, of \$1,048 restricted for emergencies.

In the government-wide financial statements, the District's liabilities and deferred inflows of resources exceeded assets by \$24,109,772 as a result of outstanding principal and accrued interest on the 2020A and 2020B Bonds and payments to Kinston Metropolitan District No. 1 to fund construction costs with proceeds from the 2020 bond issuance.

KINSTON METROPOLITAN DISTRICT NO. 5
NOTES TO THE FINANCIAL STATEMENTS
DECEMBER 31, 2022

NOTE 6 - RISK MANAGEMENT

Except as provided in the Colorado Governmental Immunity Act, the District may be exposed to various risks of loss related to torts, thefts of, damage to, or destruction of assets; errors or omissions; injuries to employees, or acts of God.

The District is a member of the Colorado Special Districts Property and Liability Pool (Pool). The Pool is an organization created by intergovernmental agreement to provide property, liability, public officials' liability, boiler and machinery and workers compensation coverage to its members. Settled claims have not exceeded this coverage in any of the past three fiscal years. The District pays annual premiums to the Pool for liability, property, public officials' liability and workers compensation coverage. In the event aggregated losses incurred by the Pool exceed amounts recoverable from reinsurance contracts and funds accumulated by the Pool, the Pool may require additional contributions from the Pool members. Any excess funds which the Pool determines are not needed for purposes of the Pool may be returned to the members pursuant to a distribution formula. Settlements or losses have not exceeded coverage since the start of district operations.

NOTE 7 - CONTINGENCY

The property in the service area of the District is currently vacant and undeveloped and there is no assurance that it will be developed as currently contemplated or at all. A number of factors may affect the development, including the overall economy of the region, Larimer County, and the Loveland metropolitan area in particular. The collection of property and other taxes is dependent on the development occurring in the District, and the timing of debt service payments is, in part, dependent on the collection of property and other taxes.

The developer has estimated the cost of public improvements necessary to serve the property in the development to be approximately \$146 million. The developer plans to fund cost of the development that is not funded by legally attainable revenues and limited tax general obligation debt proceeds of the Districts.

NOTE 8 - TAX, SPENDING AND DEBT LIMITATIONS

Article X, Section 20 of the Colorado Constitution, commonly known as the Taxpayer's Bill of Rights (TABOR), contains tax, spending, revenue and debt limitations which apply to the State of Colorado and all local governments, except those governmental activities designated as Enterprises.

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

KINSTON METROPOLITAN DISTRICT NO. 5
NOTES TO THE FINANCIAL STATEMENTS
DECEMBER 31, 2022

NOTE 8 - TAX, SPENDING AND DEBT LIMITATIONS (CONTINUED)

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.

On November 5, 2019, the District's voters passed an election question authorizing the retention of all revenues received from any source during the 2020 budget year and each budget year thereafter that are in excess of the revenue and fiscal year spending limits that would otherwise apply under Article X, Section 20 of the Colorado Constitution or any other law.

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.

NOTE 9 - DISTRICT FACILITIES CONSTRUCTION AND SERVICE AGREEMENT

In order to implement the Service Plan, the District entered into an intergovernmental agreement with Kinston Metropolitan Districts No. 1, 3-10 on December 19, 2019, which was amended and restated on November 19, 2020 (The District IGA). The agreement shall remain in full force and effect until such time as each of the terms and conditions have been performed in their entirety or until the agreement is terminated pursuant to the terms of the District IGA. Districts No. 2 through No. 10 are responsible for providing the funding needed to support the costs of acquiring, constructing, operating, and maintaining public improvements for the Districts, and the general operating expenditures of the District.

NOTE 10 - RELATED PARTIES

The District is one of ten Kinston Metropolitan Districts (collectively, the Districts) organized to assist in the provision of public improvements to serve the Kinston development. Centerra East Development, Inc. (CED) is the developer for Kinston. CED and each director of the District have entered into an Agreement For the Sale and Purchase of Real Estate located within the Kinston development. Each director is also an employee of McWhinney Real Estate Services, Inc. (MRES). MRES may transact business with the District in the future.

KINSTON METROPOLITAN DISTRICT NO. 5
NOTES TO THE FINANCIAL STATEMENTS
DECEMBER 31, 2022

NOTE 10 - RELATED PARTIES (CONTINUED)

Pursuant to the District IGA, Kinston Metropolitan District No. 1 is responsible for acquiring, constructing, operating and maintaining public improvements to serve the Kinston development, and the other Districts, including the District, are responsible for providing funds to District No. 1 to pay the costs associated with the provision of public improvements and general operating expenditures of the Districts.

During 2022, the District transferred \$2,759,696 to Kinston Metropolitan District No. 1 reflected as intergovernmental expenditures in the accompanying statement of revenues, expenditures, and change in fund balances.

SUPPLEMENTARY INFORMATION

KINSTON METROPOLITAN DISTRICT NO. 5
SCHEDULE OF REVENUES, EXPENDITURES AND CHANGE
IN FUND BALANCE – BUDGET AND ACTUAL – CAPITAL PROJECTS FUND
YEAR ENDED DECEMBER 31, 2022

	Original Budget	Final Budget	Actual Amounts	Variance with Final Budget Positive (Negative)
<u>Revenues</u>				
Investment earnings	\$ -	\$ 262	\$ 262	\$ -
Total revenues	-	262	262	-
<u>Expenditures</u>				
Current:				
Intergovernmental District #1	2,506,296	2,759,696	2,759,696	-
Total expenditures	2,506,296	2,759,696	2,759,696	-
Net change in fund balance	<u>\$ (2,506,296)</u>	<u>\$ (2,759,434)</u>	(2,759,434)	<u>\$ -</u>
Fund balances, beginning of year			<u>2,759,434</u>	
Fund balances, end of year			<u>\$ -</u>	

See accompanying independent auditors' report.

KINSTON METROPOLITAN DISTRICT NO. 5
SCHEDULE OF REVENUES, EXPENDITURES AND CHANGE
IN FUND BALANCE – BUDGET AND ACTUAL – DEBT SERVICE FUND
YEAR ENDED DECEMBER 31, 2022

	Original Budget	Final Budget	Actual Amounts	Variance with Final Budget Positive (Negative)
<u>Revenues</u>				
Property taxes	\$ 831	\$ 831	\$ 831	\$ -
Specific ownership taxes	50	-	-	(50)
Service Fees, District 2	1,274	1,296	1,315	41
Service Fees, District 3	42	50	49	7
Service Fees, District 4	105	151	152	47
Service Fees, District 10	3	2	3	-
Investment earnings	5,000	25,000	33,646	8,646
Total revenues	<u>7,305</u>	<u>27,330</u>	<u>35,996</u>	<u>8,691</u>
<u>Expenditures</u>				
Current				
Treasurer fees	3	17	20	(3)
Trustee fees	7,509	19,589	19,589	-
Contingency	5,000	-	-	-
Debt service				
Interest	625,500	625,500	625,520	(20)
Total expenditures	<u>638,012</u>	<u>645,106</u>	<u>645,129</u>	<u>(23)</u>
Net change in fund balance	<u>\$ (630,707)</u>	<u>\$ (617,776)</u>	<u>\$ (609,133)</u>	<u>\$ 8,668</u>
Fund balances, beginning of year			<u>2,350,263</u>	
Fund balances, end of year			<u>\$ 1,741,130</u>	

See accompanying independent auditors' report.