

The Glen Metropolitan District No. 2

Financial Statements

Year Ended December 31, 2023

with

Independent Auditor's Report

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COLORADO CPA COMPANY

Independent Auditor's Report

Board of Directors
The Glen Metropolitan District No. 2
El Paso County, Colorado

Opinions

We have audited the accompanying financial statements of the governmental activities and each major fund of The Glen Metropolitan District No. 2 (the "District"), as of and for the year ended December 31, 2023, and the related notes to the financial statements, which collectively comprise the District's basic financial statements as listed in the table of contents.

In our opinion, the financial statements referred to above present fairly, in all material respects, the respective financial position of the governmental activities and each major fund of The Glen Metropolitan District No. 2 as of December 31, 2023, 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, 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 judgement 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.

Required Supplemental 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.

Supplemental 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 supplemental information as listed in the table of contents is presented for the purpose of additional analysis and is not a required part of the basic financial statements. Such information is the responsibility of management and was derived from and relates directly to the underlying accounting and other records used to prepare the basic financial statements. The information has been subjected to the auditing procedures applied in the audit of the basic financial statements and certain additional procedures, including comparing and reconciling such information directly to the underlying accounting and other records used to prepare the basic financial statements or to the basic financial statements themselves, and other additional procedures in accordance with auditing standards generally accepted in the United States of America. In our opinion, the supplemental information is fairly stated, in all material respects, in relation to the basic financial statements as a whole.

Colorado CPA Company PC

Highlands Ranch, Colorado
May 17, 2024

The Glen Metropolitan District No. 2
Balance Sheet/Statement of Net Position/(Deficit)
Governmental Funds
December 31, 2023

	General Fund	Debt Service Fund	Total	Adjustments	Statement of Net Position/ (Deficit)
Assets					
Cash and investments	\$ 253,721	\$ -	\$ 253,721	\$ -	\$ 253,721
Cash and investments - restricted	5,441	561,663	567,104	-	567,104
Receivable from El Paso County	877	3,908	4,785	-	4,785
Prepaid expenses	2,671	-	2,671	-	2,671
Due from The Glen Metropolitan District No. 1	2,900	-	2,900	-	2,900
Property taxes receivable	131,151	692,438	823,589	-	823,589
Total Assets	<u>\$ 396,761</u>	<u>\$ 1,258,009</u>	<u>\$ 1,654,770</u>	-	1,654,770
Liabilities					
Due to District No. 1	\$ -	\$ -	\$ -	179,608	179,608
Long-term liabilities:					
Accrued interest on bonds	-	-	-	22,613	22,613
Due within one year	-	-	-	180,000	180,000
Due within more than one year	-	-	-	9,320,000	9,320,000
Unpaid interest on bonds	-	-	-	644,652	644,652
Total liabilities	-	-	-	10,346,873	10,346,873
Deferred inflows of resources					
Deferred property taxes	131,151	692,438	823,589	-	823,589
Total deferred inflows of resources	131,151	692,438	823,589	-	823,589
Fund balance/net position/(deficit)					
Fund balances:					
Non-spendable:					
Prepaid expenses	2,671	-	2,671	(2,671)	-
Restricted:					
Emergencies	2,770	-	2,770	(2,770)	-
Debt service	-	565,571	565,571	(565,571)	-
Unassigned	260,169	-	260,169	(260,169)	-
Total fund balances	<u>265,610</u>	<u>565,571</u>	<u>831,181</u>	<u>(831,181)</u>	<u>-</u>
Total liabilities, deferred inflows of resources and fund balances	<u>\$ 396,761</u>	<u>\$ 1,258,009</u>	<u>\$ 1,654,770</u>		
Net position/(deficit):					
Restricted for:					
Emergencies				2,770	2,770
Debt Service				542,958	542,958
Unrestricted				(10,061,420)	(10,061,420)
Total net position/(deficit)				<u>\$ (9,515,692)</u>	<u>\$ (9,515,692)</u>

Note: the accompanying notes are an integral part of these financial statements.

The Glen Metropolitan District No. 2
Statement of Revenues, Expenditures and Changes in Fund Balances/Statement of Activities
Governmental Funds
For the Year Ended December 31, 2023

	General Fund	Debt Service Fund	Total	Adjustments	Statement of Activities
Expenditures/expenses					
Accounting and audit	\$ 5,347	\$ -	\$ 5,347	\$ -	\$ 5,347
Bank fees	155	4,314	4,469	-	4,469
Insurance	2,571	-	2,571	-	2,571
Treasurer's fees	1,636	7,285	8,921	-	8,921
Bond principal	-	175,000	175,000	(175,000)	-
Bond interest expense	-	276,051	276,051	191,733	467,784
Transfer to District No. 3	82,500	-	82,500	-	82,500
Paying agent fees	-	7,000	7,000	-	7,000
Total expenditures/expenses	<u>92,209</u>	<u>469,650</u>	<u>561,859</u>	<u>16,733</u>	<u>578,592</u>
General revenues					
Property taxes	109,042	485,577	594,619	-	594,619
Specific ownership taxes	11,420	50,856	62,276	-	62,276
Interest income	19	28,448	28,467	-	28,467
Total revenues	<u>120,481</u>	<u>564,881</u>	<u>685,362</u>	<u>-</u>	<u>685,362</u>
Excess/(deficiency) of revenues over expenditures and net changes in fund balances					
	28,272	95,231	123,503	(123,503)	
Change in net position					
				106,770	106,770
Fund balances / net position/(deficit)					
Beginning of year	<u>237,338</u>	<u>470,340</u>	<u>707,678</u>	<u>(10,330,140)</u>	<u>(9,622,462)</u>
End of year	<u>\$ 265,610</u>	<u>\$ 565,571</u>	<u>\$ 831,181</u>	<u>\$ (10,346,873)</u>	<u>\$ (9,515,692)</u>

Note: the accompanying notes are an integral part of these financial statements.

The Glen Metropolitan District No. 2
Statement of Revenues, Expenditures and Changes in Fund Balance – Budget and Actual
General Fund
For the Year Ended December 31, 2023

	Original Budget	Final Budget	Actual	Variance - Favorable (Unfavorable)
Expenditures				
Accounting and audit	\$ 5,000	\$ 5,287	\$ 5,347	\$ (60)
Bank fees	150	150	155	(5)
Insurance	-	595	2,571	(1,976)
Treasurer's fees	3,600	1,636	1,636	-
Transfer to District No. 3	47,500	82,500	82,500	-
Contingency	3,592	4,674	-	4,674
Total expenditures	<u>59,842</u>	<u>94,842</u>	<u>92,209</u>	<u>2,633</u>
General revenues				
Property taxes	107,653	109,042	109,042	-
Specific ownership taxes	12,000	10,904	11,420	516
Interest income	70	115	19	(96)
Total revenues	<u>119,723</u>	<u>120,061</u>	<u>120,481</u>	<u>420</u>
Excess (deficiency) of revenues over expenditures and net changes in fund balance	59,881	25,219	28,272	3,053
Fund balances				
Beginning of year	419,929	237,339	237,338	(1)
End of year	<u>\$ 479,810</u>	<u>\$ 262,558</u>	<u>\$ 265,610</u>	<u>\$ 3,052</u>

Note: the accompanying notes are an integral part of these financial statements.

The Glen Metropolitan District No. 2
Notes to the Financial Statements
For the Year Ended December 31, 2023

Note 1 – Definition of Reporting Entity

Definition of Reporting Entity

The Glen Metropolitan District No. 2 (the “District”), a quasi-municipal corporation and political subdivision of the State of Colorado, was organized on May 20, 2004 and is governed pursuant to provisions of the Colorado Special District Act. The District’s service area is located in El Paso County, Colorado. The District was established for the purpose of acquiring, constructing and providing essential public infrastructure to support the needs of a new residential community known as “The Glen at Widefield”. The District is governed by an elected Board of Directors.

The District was organized along with The Glen Metropolitan District No. 1 (“District No. 1”) and The Glen Metropolitan District No. 3 (“District No. 3”, and together with the District and District No. 1, the “Districts”). Each District is authorized to issue general obligation indebtedness or incur other forms of general obligation multiple fiscal year instruments in an amount not to exceed \$15 million. In connection with this general obligation debt, the Districts are limited to a 50-mill cap, with an additional 10 mill cap for operations.

As required by accounting principles generally accepted in the United States of America (“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 Governmental Accounting Standards Boards (“GASB”) accounting pronouncements which provide guidance for determining which governmental activities, organizations and functions should be included within the financial reporting entity. GASB pronouncements set forth the financial accountability of a governmental organization's elected governing body as the basic criterion for including a possible component governmental organization in a primary government's legal entity. Financial accountability includes, but is not limited to, appointment of a voting majority of the organization's governing body, ability to impose its will on the organization, a potential for the organization to provide specific financial benefits or burdens and fiscal dependency. The 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, nor is the District a component unit of any other primary governmental entity.

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

Note 2 – Summary of Significant Accounting Policies

The accounting policies of the District conform to the accounting principles generally accepted in the United States of America as applicable to governmental units. The Governmental Accounting Standards Board is the accepted standard setting body for establishing governmental accounting and financial reporting principles.

The more significant accounting policies of the District are described as follows:

The Glen Metropolitan District No. 2
Notes to the Financial Statements
For the Year Ended December 31, 2023

Note 2 – Summary of Significant Accounting Policies (continued)

Basis of Presentation

The accompanying financial statements are presented per GASB Statement No. 34, “*Special Purpose Governments.*”

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. Governmental activities are normally supported by property taxes and intergovernmental revenues.

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.

For the most part, the effect of inter-fund activity has been eliminated from these financial statements.

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

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.

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. Property taxes are recognized as revenues in the year for which they are levied and collected.

The Glen Metropolitan District No. 2
Notes to the Financial Statements
For the Year Ended December 31, 2023

Note 2 – Summary of Significant Accounting Policies (continued)

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

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 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 period. The material sources of revenue subject to accrual are property taxes 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 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.

Debt Service Fund – The Debt Service Fund is used to account for the accumulation of resources that are restricted, committed or assigned to expenditures for principal, interest and other debt related costs.

Budgets

In accordance with the State Budget Law, the District’s Board of Directors holds public hearings in the fall each year to approve the budget and appropriate the funds for the ensuing year. The appropriation is at the total fund expenditures 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 total appropriation can only be modified upon completion of notification and publication requirements. The budget includes each fund on its basis of accounting unless otherwise indicated.

The District modified the appropriation of the General Fund from \$59,842 to \$94,842 primarily due to increased transfers to District No. 3 and modified the appropriation of the Debt Service Fund from \$474,050 to \$476,355 primarily to include all expected bond interest payments.

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 as of December 31, 2023, 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.

The Glen Metropolitan District No. 2
Notes to the Financial Statements
For the Year Ended December 31, 2023

Note 2 – Summary of Significant Accounting Policies (continued)

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 net asset value.

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

Deferred Outflows of Resources

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

Deferred Inflows of Resources

In addition to liabilities, the statement of financial position will sometimes report a separate section for deferred inflows of resources. This separate financial statement element, *deferred inflows of resources*, represents an acquisition of net position that applies to a future period(s) and so will not be recognized as an inflow of resources (revenue) until that time. The District has one item that qualifies for reporting in this category. Deferred property taxes are deferred and recognized as an inflow of resources in the period that the amounts become available or are collected.

Capital Assets

Capital assets are reported in the applicable governmental or business-type 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 cost or estimated historical cost if purchased or constructed. Donated capital assets are recorded at estimated fair market 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 that will be conveyed to other governmental entities are classified as construction in progress, are not included in the calculation of net investment in capital assets and are not depreciated. Land and certain landscaping improvements are not depreciated.

The Glen Metropolitan District No. 2
Notes to the Financial Statements
For the Year Ended December 31, 2023

Note 2 – Summary of Significant Accounting Policies (continued)

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

Non-spendable fund balance – The portion of fund balance that cannot be spent because it is either not in spendable form (such as prepaids and inventory) or is legally or contractually required to be maintained intact.

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

Committed fund balance – The portion of fund balance constrained for specific purposes according to limitations imposed by the District's highest level of decision-making authority, the Board of Directors, prior to the end of the current fiscal year. The constraint may be removed or changed only through formal action of the Board of Directors.

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

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

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

The Glen Metropolitan District No. 2
Notes to the Financial Statements
For the Year Ended December 31, 2023

Note 2 – Summary of Significant Accounting Policies (continued)

Net Position

Net Position represents the difference between assets and deferred outflows of resources less liabilities and deferred inflows of resources. The District reports the following categories of net position:

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 component 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.

Property Taxes

Property taxes are levied by the District 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 who assess the property tax obligation of the individual properties as of January 1 of the following year. The County Treasurer collects the determined taxes during the ensuing calendar year. The taxes are payable by April, or at the taxpayers' election, in equal installments in February and June. Delinquent taxpayers are notified in 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 revenue in the year they are levied and measurable. The deferred property tax revenues are recorded as revenue in the year they are available or collected.

Note 3 – Cash and Investments

Cash and investments as of December 31, 2023, are classified in the accompanying financial statement as follows:

Statement of net position/(deficit):	
Cash and investments	\$ 253,721
Cash and investments - restricted	567,104
Total	<u>\$ 820,825</u>

The Glen Metropolitan District No. 2
Notes to the Financial Statements
For the Year Ended December 31, 2023

Note 3 – Cash and Investments (continued)

Cash and investments as of December 31, 2023, consist of the following:

Deposits with financial institutions	\$ 243,284
Investments held in trust	<u>577,541</u>
Total	<u><u>\$ 820,825</u></u>

Cash Deposits

The Colorado Public Deposit Protection Act (“PDPA”) requires that all units of local government deposit cash in eligible public depositories. Eligibility is determined by state regulators. Amounts on deposit in excess of federal insurance levels must be collateralized. The eligible collateral is determined by the PDPA. PDPA allows the institution to create a single collateral pool for all public funds. The pool for all the uninsured public deposits as a group is to be maintained by another institution or held in trust. The market value of the collateral must be at least 102% of the aggregate uninsured deposits.

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

At December 31, 2023, the District’s cash deposits had a bank balance equal to its carrying balance of \$243,284.

Custodial Credit Risks – Deposits

For deposits, custodial credit risk is the risk that in the event of a bank failure, the District’s deposits may not be returned to it. The District does not have a deposit policy for custodial credit risk. As of December 31, 2023, none of the District’s bank balance was exposed to custodial credit risk.

Investments

Investment Policies

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

The Glen Metropolitan District No. 2
Notes to the Financial Statements
For the Year Ended December 31, 2023

Note 3 – Cash and Investments (continued)

Investments (continued)

Investment Policies (continued)

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 or sinking fund requirements. Colorado State statutes specify investment instruments meeting defined rating and risk criteria in which local governments may invest which include:

- * Obligations of the United States and certain U.S. government agency securities
- Certain international agency securities
- General obligation and revenue bonds of U.S. local government entities
- Bankers' acceptances of certain banks
- Commercial paper
- Written repurchase agreements collateralized by certain authorized securities
- Certain money market mutual 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.

Concentration Risk and Custodial Risk – Investments

Additionally, the District is not subject to concentration risk or investment custodial risk disclosure requirements for investments that are in the possession of another party.

Investment Valuation

The District categorizes its fair value measurements within the fair value hierarchy established by GAAP. 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 investments in COLOTRUST are not required to be categorized within the fair value hierarchy and are calculated using the net asset value ("NAV") method.

The Glen Metropolitan District No. 2
Notes to the Financial Statements
For the Year Ended December 31, 2023

Note 3 – Cash and Investments (continued)

Investments (continued)

Summary of Investments

As of December 31, 2023, the District had the following investments:

<u>Investment</u>	<u>Maturity</u>	<u>Amount</u>
Colorado Liquid Asset Trust:		
COLOTRUST PLUS+	Weighted Average Under 60 Days	\$ 245,960
COLOTRUST Prime	Weighted Average Under 60 Days	331,581
Total investments		<u>\$ 577,541</u>

COLOTRUST

The local government investment pool, Colorado Local Government Liquid Asset Trust (“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 COLOTRUST. COLOTRUST offers shares in three portfolios: COLOTRUST Prime, COLOTRUST PLUS+, and COLOTRUST Edge. COLOTRUST records its investments at fair value and the District records its investment in COLOTRUST using the NAV method. 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.

COLOTRUST Prime and COLOTRUST PLUS+ operate similarly to a money market fund and each share is equal in value to \$1.00. 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 any security allowed under C.R.S. 24-75-601. Both portfolios are rated AAAM by Standard and Poor’s. Purchases and redemptions are available daily at a NAV of \$1.00. There are no unfunded commitments and there is no redemption notice period.

Restricted Cash and Investments

As of December 31, 2023, portions of cash and investments were restricted for emergency reserves and debt service.

The Glen Metropolitan District No. 2
Notes to the Financial Statements
For the Year Ended December 31, 2023

Note 4 – Infrastructure Acquisition Agreement and Funding Reimbursement Agreement

Amended and Restated Funding Reimbursement Agreement

On July 11, 2017, the Districts entered into an Amended and Restated Funding and Reimbursement Agreement with New Generation Homes, Inc. (the “Developer”) that superseded the Funding and Reimbursement Agreement dated June 24, 2004, as amended on April 12, 2006, December 13, 2006 and March 12, 2006. The amount outstanding as of July 11, 2017 was \$259,206, which accrues interest at the prime rate specific in the Wall Street Journal plus 2%, adjusted annually. This restated funding agreement does not constitute a debt of the Districts within the meaning of any constitutional or statutory provision, nor does it constitute a multiple fiscal year financial obligation and will be subject to annual appropriation. This obligation is reported on the financial statements of District No. 1.

Note 5 – Long-Term Debt

An analysis of changes in the District’s long-term debt for the year ended December 31, 2023, follows:

<u>Governmental activities:</u>	<u>Balances 1/1/2023</u>	<u>Additions</u>	<u>Deletions</u>	<u>Balances 12/31/2023</u>	<u>Current Portion</u>
2017 General obligation limited tax bonds (underwritten)	\$ 2,640,000	\$ -	\$ -	\$ 2,640,000	\$ -
2017 General obligation limited tax bonds (bank)	1,625,000	-	(85,000)	1,540,000	90,000
2020A General obligation limited tax bonds	3,155,000	-	(90,000)	3,065,000	90,000
2020B Subordinate general obligation tax bonds	<u>2,255,000</u>	<u>-</u>	<u>-</u>	<u>2,255,000</u>	<u>-</u>
Total	<u>\$ 9,675,000</u>	<u>\$ -</u>	<u>\$ (175,000)</u>	<u>\$ 9,500,000</u>	<u>\$ 180,000</u>

General obligation bonds issued for governmental activities are liquidated by the debt service fund.

Debt authorization

On May 4, 2004 the District’s electors authorized the incurrence of general obligation debt totaling \$30,000,000 in principal at a rate not to exceed 18%. As of December 31, 2023, the District has remaining \$19,710,000 authorized but unissued indebtedness.

The Glen Metropolitan District No. 2
Notes to the Financial Statements
For the Year Ended December 31, 2023

Note 5 – Long-Term Debt (continued)

General Obligation Limited Tax Bonds, Series 2017

On September 27, 2017, the District issued General Obligation Limited Tax Bonds, Series 2017 (the “Underwritten Bonds”) in the amount of \$2,640,000, and private placement bonds (the “Bank Bonds”) in the amount of \$1,990,000. The bonds are payable solely from and secured by an irrevocable pledge and lien on the pledged revenue consisting primarily of revenues to be derived from the limited tax levy as well as the District’s allocable share of specific ownership taxes. The Underwritten Bonds bear interest at a rate of 5.00% per annum, payable annually on June 1 and December 1, commencing December 1, 2017, and maturing September 27, 2047. The Bank Bonds bear interest at 3.41% per annum, payable annually on June 1 and December 1, commencing December 1, 2017, and maturing September 27, 2037. The Underwritten Bonds are subject to redemption prior to maturity, at the option of the District, as a whole or in integral multiples of \$1,000, in any order of maturity and in whole or integral maturities, on December 1, 2022 and on any date thereafter, upon payment of par, accrued interest and a redemption premium ranging from 0.00% to 3.00%. The Bank Bonds are subject to redemption prior to maturity, at the option of the District, as a whole or in integral multiples of \$1,000, in any order of maturity and in whole or integral maturities, on December 1, 2027 and on any date thereafter, upon payment of par and accrued interest, without redemption premium. The Underwritten Bonds are subject to a mandatory redemption sinking fund beginning in 2038, and the Bank Bonds are subject to a mandatory redemption sinking fund beginning in 2018.

General Obligation Limited Tax Bonds, Series 2020

On June 23, 2020, the District issued General Obligation (Limited Tax Convertible to Unlimited Tax) Bonds, Series 2020A (“2020A Bonds”) in the amount of \$3,405,000, and Subordinate General Obligation Limited Tax Bonds, Series 2020B (“2020B Bonds”) in the amount of \$2,255,000. The bonds are payable solely from and secured by an irrevocable pledge and lien on the pledged revenue consisting primarily of revenues to be derived from the limited tax levy as well as the District’s allocable share of specific ownership taxes. The 2020A Bonds maturing on December 1, 2030 in the amount of \$1,020,000 bear interest at a rate of 2.000%; the 2020A bonds maturing on December 1, 2040 in the amount of \$1,035,000 bear interest at a rate of 3.000%; and the 2020A Bonds maturing on December 1, 2049 in the amount of \$1,350,000 bear interest at 3.125%. The 2020A Bonds are subject to a mandatory redemption sinking fund beginning in 2020. The 2020A Bonds are payable on June 1 and December 1, commencing December 1, 2020, and maturing December 1, 2049, to the extent of Pledged Revenue available. The \$2,255,000 2020B subordinate bonds bear interest at a rate of 7.400 per annum% per annum. The 2020B Bonds are payable on December 15, commencing December 15, 2020, and maturing December 1, 2049, to the extent of Subordinate Pledged Revenue available. The 2020A Bonds are subject to redemption prior to maturity, at the option of the District, as a whole or in integral multiples of \$5,000, in any order of maturity and in whole or integral maturities, on December 1, 2030 and on any date thereafter, upon payment of par and accrued interest, without redemption premium. The 2020B Bonds are subject to redemption prior to maturity, at the option of the District, as a whole or in integral multiples of \$1,000, in any order of maturity and in whole or integral maturities, on any date, upon payment of par and accrued interest, without redemption premium.

The Glen Metropolitan District No. 2
Notes to the Financial Statements
For the Year Ended December 31, 2023

Note 5 – Long-Term Debt (continued)

Events of Default

Events of default on the Underwritten Bonds, Bank Bonds, 2020A Bonds and 2020B Bonds include: the District (a) fails or refuses to impose the Required Mill Levy or to apply the Pledged Revenue as required by the Indentures; b) defaults in the performance or observance of any of the covenants, agreements, or conditions on the part of the District in the Indentures or the Bond Resolutions, and fails to remedy the same after notice thereof; or (c) files a petition under the federal bankruptcy laws or other applicable bankruptcy laws seeking to adjust the obligation represented by the bonds. Due to the limited nature of the Pledged Revenue, failure to pay the principal of or interest on the Bonds when due shall not, of itself, constitute an Event of Default. Remedies for default include receivership, suit for judgement and mandamus suit. Acceleration of the bonds is not an available remedy.

Future Maturity

The following is a summary of debt service payments to maturity for General Obligation Limited Tax Bonds, Series 2017 and General Obligation Limited Tax Bonds, Series 2020:

Year Ending December 31,	Principal	Interest	Total
2024	\$ 180,000	\$ 271,352	\$ 451,352
2025	185,000	266,483	451,483
2026	190,000	261,514	451,514
2027	195,000	256,374	451,374
2028	200,000	251,064	451,064
2029-2033	1,085,000	1,167,883	2,252,883
2034-2038	1,275,000	985,168	2,260,168
2039-2043	1,555,000	708,513	2,263,513
2044-2048	1,940,000	316,469	2,256,469
2049	440,000	13,750	453,750
Total	<u>\$ 7,245,000</u>	<u>\$ 4,498,570</u>	<u>\$ 11,743,570</u>

Due to the uncertainty of the timing of the principal and interest payment on the Series 2020B Bonds, no schedule of principal and interest payments is presented.

The Glen Metropolitan District No. 2
Notes to the Financial Statements
For the Year Ended December 31, 2023

Note 6 – Fund Balances and Net Position/(Deficit)

Fund Balances

The District’s total fund balance consists of the following components:

Fund balance - non-spendable:	
Prepaid expenses	\$ 2,671
Fund balance - restricted for:	
Emergencies (TABOR)	2,770
Debt service	<u>565,571</u>
Total restricted fund balance	568,341
Fund balance - unassigned	<u>260,169</u>
Total fund balance	<u><u>\$ 831,181</u></u>

The restricted fund balance includes amounts restricted for a specific purpose by external parties such as grantors, bondholders, constitutional provisions or enabling legislation. Emergency reserves have been provided for as required by Article X, Section 20 of the Constitution of the State of Colorado (see Note 9). As of December 31, 2023, the restricted portion of the General Fund balance has been restricted in compliance with this requirement.

The restricted fund balance in the Debt Service Fund is restricted for the payment of the debt service costs associated with the District’s long-term obligations (see Note 5).

The unassigned fund balance represents the residual portion of fund balance that does not meet any of the above-described criteria and is available for general use by the District.

Net Position/(Deficit)

The District’s net position/(deficit) consists of the following components:

Net position - restricted for:	
Emergencies (TABOR)	\$ 2,770
Debt service	<u>542,958</u>
Total restricted net position	545,728
Net position/(deficit) - unrestricted	<u>(10,061,420)</u>
Total net position/(deficit)	<u><u>\$ (9,515,692)</u></u>

The Glen Metropolitan District No. 2
Notes to the Financial Statements
For the Year Ended December 31, 2023

Note 6 – Fund Balances and Net Position/(Deficit) (continued)

Net Position/(Deficit) (continued)

The restricted components of net position includes assets that are restricted for use either externally by creditors, grantors, contributors, or laws and regulations of other governments, or imposed by law through constitutional provisions or enabling legislation.

The unrestricted net position includes all other net position that does not meet the definition of the above two components and is available for general use by the District.

Note 7 – Related Party Transactions

Four of the five members of the District’s Board of Directors are directors, owners, officers or employees of the District developer (Glen Development Co.) and/or Widefield Investment Group, LLC, or New Generation Homes Inc., affiliated companies.

Note 8 – Risk Management

The District is exposed to various risks of loss related to thefts of, damage to, or destruction of assets; errors or omissions; injuries to employees or acts of God. The District is a member of the Colorado Special Districts Property and Liability Pool (the “Pool”) as of December 31, 2023. The Pool is an organization created by intergovernmental agreement to provide property, liability, public officials liability, boiler and machinery and workers compensation coverage to its members. Settled claims have not exceeded this coverage in any of the past three fiscal years.

The District pays annual premiums to the Pool for liability, property and public officials liability coverage. In the event aggregated losses incurred by the Pool exceed amounts recoverable from reinsurance contracts and funds accumulated by the Pool, the Pool may require additional contributions from the Pool members. Any excess funds which the Pool determines are not needed for purposes of the Pool may be returned to the members pursuant to a distribution formula.

Note 9 – Tax, Spending and Debt Limitations

In November 1992, the voters of Colorado approved Amendment 1, commonly known as the Taxpayer’s Bill of Rights (“TABOR”), which adds a new Section 20 to Article X of the Colorado Constitution. TABOR contains tax, spending, revenue and debt limitations, which apply to the State of Colorado and all local governments.

The initial base for local government spending and revenue limits is 1992 Fiscal Year Spending. Future 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.

The Glen Metropolitan District No. 2
Notes to the Financial Statements
For the Year Ended December 31, 2023

Note 9 – Tax, Spending and Debt Limitations (continued)

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.

TABOR requires, with certain exceptions, voter approval prior to imposing new taxes, increasing a tax rate, increasing a mill levy above tax policy change directly causing a net tax revenue gain to any local government.

Except for bond refinancing at lower interest rates or adding employees to existing pension plans, TABOR specifically prohibits the creation of multiple-fiscal year debt or other financial obligations without voter approval or without irrevocably pledging present cash reserves for all future payments.

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

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 10 – Reconciliation of Government-Wide and Fund Financial Statements

Explanation of differences between the governmental funds Balance Sheet and the government-wide Statement of Net Position

The governmental funds Balance Sheet and the government-wide Statement of Net Position includes a reconciling column. Explanation of the adjustments included in the reconciling column is as follows:

Accrued and unpaid interest on bonds	\$ (667,265)
Bonds payable	(9,500,000)
Due to District No. 1	<u>(179,608)</u>
Total	<u>\$ (10,346,873)</u>

- Long-term liabilities such as bonds payable, developer advances payable and accrued interest on bonds and developer advances are not due and payable in the current period and, therefore, are not in the funds.
- Bonds payable, developer advances payable and the related accrued interest amounts are reflected in the Statement of Net Position.

The Glen Metropolitan District No. 2
Notes to the Financial Statements
For the Year Ended December 31, 2023

Note 10 – Reconciliation of Government-Wide and Fund Financial Statements (continued)

Explanation of differences between the governmental funds Statement of Revenue, Expenditures and Changes in Fund Balances and the government-wide Statement of Activities

The governmental funds Statement of Revenue, Expenditures and Changes in Fund Balances and the government-wide Statement of Activities include a reconciling column. Explanation of the adjustments included in the reconciling column is as follows:

Interest	\$ 191,733
Bond principal	<u>(175,000)</u>
Total	<u>\$ 16,733</u>

- Governmental funds report bond proceeds as other financing sources and repayments as expenditures. However, the bonds are reflected as a liability in the government-wide financial statements, and proceeds/repayments are reported as changes to the liability.
- Governmental funds report interest expense on the modified accrual basis; however, interest expense is reported on the full accrual method in the government-wide Statement of Activities.

Supplemental Information

The Glen Metropolitan District No. 2
Schedule of Revenues, Expenditures and Changes in Fund Balance – Budget and Actual
Debt Service Fund
For the Year Ended December 31, 2023

	<u>Original Budget</u>	<u>Final Budget</u>	<u>Actual</u>	Variance - Favorable (Unfavorable)
Expenditures				
Bank fees	\$ -	\$ 999	\$ 4,314	(3,315)
Treasurer's fees	15,000	7,285	7,285	\$ -
Bond principal	175,000	175,000	175,000	-
Bond interest expense	276,050	276,051	276,051	-
Paying agent fees	8,000	7,000	7,000	-
Contingency	-	10,000	-	10,000
Total expenditures	<u>474,050</u>	<u>476,335</u>	<u>469,650</u>	<u>6,685</u>
General revenues				
Property taxes	479,390	485,577	485,577	-
Specific ownership taxes	32,500	48,558	50,856	2,298
Interest income	275	22,500	28,448	5,948
Total revenues	<u>512,165</u>	<u>556,635</u>	<u>564,881</u>	<u>8,246</u>
Excess (deficiency) of revenues over expenditures and net changes in fund balance				
	38,115	80,300	95,231	14,931
Fund balances				
Beginning of year	1,195,033	470,341	470,340	(1)
End of year	<u>\$ 1,233,148</u>	<u>\$ 550,641</u>	<u>\$ 565,571</u>	<u>\$ 14,930</u>

Note: The accompanying notes are an integral part of these financial statements.