

OVERLOOK METROPOLITAN DISTRICT

Financial Statements

Year Ended December 31, 2023

with

Independent Auditor's Report

C O N T E N T S

	<u>Page</u>
<u>Independent Auditor's Report</u>	I
<u>Basic Financial Statements</u>	
Balance Sheet/Statement of Net Position - Governmental Funds	1
Statement of Revenues, Expenditures and Changes in Fund Balances/Statement of Activities - Governmental Funds	2
Statement of Revenues, Expenditures and Changes in Fund Balance - Budget and Actual - General Fund	3
Notes to Financial Statements	4
<u>Supplemental Information</u>	
Schedule of Revenues, Expenditures and Changes in Fund Balance - Budget and Actual - Debt Service Fund	19
Summary of Assessed Valuation, Mill Levy and Property Taxes Collected	20



HIRATSUKA & ASSOCIATES, L.L.P.

CERTIFIED PUBLIC ACCOUNTANTS & BUSINESS ADVISORS

INDEPENDENT AUDITOR'S REPORT

To the Board of Directors
Overlook Metropolitan District
Douglas County, Colorado

Opinion

We have audited the accompanying financial statements of the governmental activities and each major fund of the Overlook Metropolitan District (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 District, as of December 31, 2023, and the respective changes in financial position and the 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 Opinion

We conducted our audit in accordance with auditing standards generally accepted in the United States of America. 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 opinion.

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 opinion. Reasonable assurance is a high level of assurance but is not absolute assurance and therefore is not a guarantee that an audit conducted in accordance with generally accepted auditing standards will always detect a material misstatement when it exists. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control. Misstatements are considered material if there is a substantial likelihood that, individually or in the aggregate, they would influence the judgment made by a reasonable user based on the financial statements.

In performing an audit in accordance with generally accepted auditing standards, we:

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

- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the District's internal control. Accordingly, no such opinion is expressed.
- Evaluate the appropriateness of accounting policies used and the reasonableness of significant accounting estimates made by management, as well as evaluate the overall presentation of the financial statements.
- Conclude whether, in our judgment, there are conditions or events, considered in the aggregate, that raise substantial doubt about the District's ability to continue as a going concern for a reasonable period of time.

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

Required Supplementary Information

Management has not presented Management's Discussion and Analysis. Such missing information, although not a part of the basic financial statements, is required by GASB, 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 opinion on the basic financial statements is not affected by the missing information.

Supplementary Information

Our audit was conducted for the purpose of forming an opinion on the financial statements as a whole. The Supplemental Information as listed in the table of contents is presented for the purpose of additional analysis and was not a required part of the financial statements.

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

Hiratsuka & Associates, LLP

September 20, 2024
Wheat Ridge, Colorado

OVERLOOK METROPOLITAN DISTRICT

BALANCE SHEET/STATEMENT OF NET POSITION
GOVERNMENTAL FUNDS
December 31, 2023

	<u>General</u>	Debt <u>Service</u>	<u>Total</u>	<u>Adjustments</u>	Statement of <u>Net Position</u>
ASSETS					
Cash and investments	\$ 23,315	\$ -	\$ 23,315	\$ -	\$ 23,315
Cash and investments - restricted	887	360,826	361,713	-	361,713
Receivable - County Treasurer	225	2,070	2,295	-	2,295
Property taxes receivable	37,892	529,057	566,949	-	566,949
Prepaid expenses	250	-	250	-	250
Prepaid bond insurance, net of accumulated amortization	-	-	-	78,142	78,142
Total Assets	<u>62,569</u>	<u>891,953</u>	<u>954,522</u>	<u>78,142</u>	<u>1,032,664</u>
DEFERRED OUTFLOWS OF RESOURCES					
Deferred loss on refunding	-	-	-	208,880	208,880
Total Deferred Outflows of Resources	<u>-</u>	<u>-</u>	<u>-</u>	<u>208,880</u>	<u>208,880</u>
Total Assets and Deferred Outflows of Resources	<u>\$ 62,569</u>	<u>\$ 891,953</u>	<u>\$ 954,522</u>		
LIABILITIES					
Accounts payable	\$ 17,645	\$ -	\$ 17,645	-	17,645
Accrued interest on bonds	-	-	-	60,841	60,841
Long-term liabilities:					
Due within one year	-	-	-	100,000	100,000
Due in more than one year	-	-	-	8,218,951	8,218,951
Total Liabilities	<u>17,645</u>	<u>-</u>	<u>17,645</u>	<u>8,379,792</u>	<u>8,397,437</u>
DEFERRED INFLOWS OF RESOURCES					
Deferred property taxes	<u>37,892</u>	<u>529,057</u>	<u>566,949</u>	<u>-</u>	<u>566,949</u>
Total Deferred Inflows of Resources	<u>37,892</u>	<u>529,057</u>	<u>566,949</u>	<u>-</u>	<u>566,949</u>
FUND BALANCES/NET POSITION					
Fund Balances:					
Nonspendable:					
Prepays	250	-	250	(250)	-
Restricted:					
Emergencies	887	-	887	(887)	-
Debt service	-	362,896	362,896	(362,896)	-
Unassigned	<u>5,895</u>	<u>-</u>	<u>5,895</u>	<u>(5,895)</u>	<u>-</u>
Total Fund Balances	<u>7,032</u>	<u>362,896</u>	<u>369,928</u>	<u>(369,928)</u>	<u>-</u>
Total Liabilities, Deferred Inflows of Resources and Fund Balances	<u>\$ 62,569</u>	<u>\$ 891,953</u>	<u>\$ 954,522</u>		
Net Position:					
Restricted for:					
Emergencies				887	887
Debt service				302,055	302,055
Unrestricted				<u>(8,025,784)</u>	<u>(8,025,784)</u>
Total Net Position				<u>\$ (7,722,842)</u>	<u>\$ (7,722,842)</u>

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

OVERLOOK METROPOLITAN DISTRICT

STATEMENT OF REVENUES, EXPENDITURES AND
CHANGES IN FUND BALANCES/STATEMENT OF ACTIVITIES
GOVERNMENTAL FUNDS
For the Year Ended December 31, 2023

	<u>General</u>	<u>Debt Service</u>	<u>Total</u>	<u>Adjustments</u>	<u>Statement of Activities</u>
EXPENDITURES					
Accounting	\$ 8,314	\$ -	\$ 8,314	\$ -	\$ 8,314
Audit	5,400	-	5,400	-	5,400
Insurance	2,840	-	2,840	-	2,840
Legal	15,026	-	15,026	-	15,026
Treasurer's fees	563	5,179	5,742	-	5,742
Bond principal	-	95,000	95,000	(95,000)	-
Bond interest expense	-	302,719	302,719	(15,809)	286,910
Paying agent fees	-	14,000	14,000	-	14,000
Bond insurance amortization	-	-	-	4,266	4,266
Developer advances - interest	-	-	-	880	880
	<u>32,143</u>	<u>416,898</u>	<u>449,041</u>	<u>(105,663)</u>	<u>343,378</u>
GENERAL REVENUES					
Property taxes	37,521	345,152	382,673	-	382,673
Specific ownership taxes	3,480	32,007	35,487	-	35,487
Interest income	<u>3,056</u>	<u>24,740</u>	<u>27,796</u>	-	<u>27,796</u>
	-	-	-	-	-
Total General Revenues	<u>44,057</u>	<u>401,899</u>	<u>445,956</u>	<u>-</u>	<u>445,956</u>
NET CHANGES IN FUND BALANCES	11,914	(14,999)	(3,085)	3,085	
CHANGE IN NET POSITION				102,578	102,578
FUND BALANCES/NET POSITION:					
BEGINNING OF YEAR	<u>(4,882)</u>	<u>377,895</u>	<u>373,013</u>	<u>(8,198,433)</u>	<u>(7,825,420)</u>
END OF YEAR	<u>\$ 7,032</u>	<u>\$ 362,896</u>	<u>\$ 369,928</u>	<u>\$ (8,092,770)</u>	<u>\$ (7,722,842)</u>

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

OVERLOOK METROPOLITAN DISTRICT

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

For the Year Ended December 31, 2023

	Original & Final		Variance
	Budget	Actual	Favorable (Unfavorable)
REVENUES			
Property taxes	\$ 37,521	\$ 37,521	\$ -
Specific ownership taxes	2,626	3,480	854
Interest income	50	3,056	3,006
Total Revenues	40,197	44,057	3,860
EXPENDITURES			
Accounting	6,000	8,314	(2,314)
Audit	5,000	5,400	(400)
Election expense	3,000	-	3,000
Insurance	3,500	2,840	660
Legal	8,000	15,026	(7,026)
Miscellaneous expenses	2,000	-	2,000
Office supplies	1,500	-	1,500
Treasurer's fees	563	563	-
Contingency	10,806	-	10,806
Emergency reserve	887	-	887
Total Expenditures	41,256	32,143	9,113
NET CHANGE IN FUND BALANCE	(1,059)	11,914	12,973
FUND BALANCE:			
BEGINNING OF YEAR	1,059	(4,882)	(5,941)
END OF YEAR	\$ -	\$ 7,032	\$ 7,032

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

OVERLOOK METROPOLITAN DISTRICT

Notes to Financial Statements December 31, 2023

Note 1: Summary of Significant Accounting Policies

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

Definition of Reporting Entity

The District was organized on May 26, 2015, as a quasi-municipal organization established under the State of Colorado Special District Act. The District was established to provide for the planning, design, acquisition, construction, installation, relocation, redevelopment and financing of certain public improvements from the proceeds of Debt to be issued by the District. The District's primary revenues are property taxes. The District is governed by an elected Board of Directors.

As required by GAAP, these financial statements present the activities of the District, which is legally separate and financially independent of other state and local governments. The District follows the GASB pronouncements which provide guidance for determining which governmental activities, organizations and functions should be included within the financial reporting entity. GASB sets forth the financial accountability of a governmental organization’s elected governing body as the basic criterion for including a possible component governmental organization in a primary government’s legal entity. Financial accountability includes, but is not limited to, appointment of a voting majority of the organization’s governing body, ability to impose its will on the organization, a potential for the organization to provide specific financial benefits or burdens and fiscal dependency. The pronouncements also require including a possible component unit if it would be misleading to exclude it.

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

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

Basis of Presentation

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

OVERLOOK METROPOLITAN DISTRICT

Notes to Financial Statements December 31, 2023

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

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

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

Measurement Focus, Basis of Accounting and Financial Statement Presentation

The government-wide financial statements are reported using the *economic resources measurement focus* and the *accrual basis of accounting*. Revenues are recorded when earned and expenses are recorded when a liability is incurred, regardless of the timing of the related cash flows. Property taxes are recognized as revenues in the year in which they are collected.

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

The District reports the following major governmental funds:

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

OVERLOOK METROPOLITAN DISTRICT

Notes to Financial Statements December 31, 2023

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

Budgetary Accounting

Budgets are adopted on a non-GAAP basis for the governmental funds. In accordance with the State Budget Law of Colorado, the District's Board of Directors holds public hearings in the fall of each year to approve the budget and appropriate the funds for the ensuing year. The District's Board of Directors can modify the budget by line item within the total appropriation without notification. The appropriation can only be modified upon completion of notification and publication requirements. The budget includes each fund on its basis of accounting unless otherwise indicated. The appropriation is at the total fund expenditures level and lapses at year end. The District amended its total appropriations in the Debt Service Fund in anticipation of higher interest payments on the Series 2021B(3) Bonds.

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

Fair Value of Financial Instruments

The District's financial instruments include cash and cash equivalents, accounts receivable and accounts payable. The District estimates that the fair value of all financial instruments at 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.

Deposits and Investments

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

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

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.

OVERLOOK METROPOLITAN DISTRICT

Notes to Financial Statements December 31, 2023

Deferred Outflows/Inflows of Resources

In addition to assets, the statement of net position will sometimes report a separate section for deferred outflows of resources. This separate financial statement element, *deferred outflows of resources*, represents a consumption of net position that applies to a future period(s) and so will not be recognized as an outflow of resources (expense/expenditure) until then. The District has one item that qualifies for reporting in this category. It is the deferred loss on refunding reported in the government-wide statement of net position. A deferred loss on refunding results from the difference in the carrying value of refunded debt and its reacquisition price. This amount is deferred and amortized over the shorter of the life of the refunded or refunding debt.

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

Prepaid Debt Insurance, Deferred Loss on Refunding and Original Issue Premium

Prepaid debt insurance and the original issue premium relating to the Series 2021A Bonds are being amortized over the term of the bonds using the interest method. The deferred loss on refunding is being amortized over the life of the bonds using the effective interest method. Accumulated amortization of prepaid debt insurance, original issue premium and the deferred loss on refunding amounted to \$9,477, \$76,118 and \$25,332, respectively, at December 31, 2023.

Capital Assets

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

All improvements by the District have been conveyed to other governmental entities.

OVERLOOK METROPOLITAN DISTRICT

Notes to Financial Statements December 31, 2023

Property Taxes

Property taxes are levied by the District's Board of Directors. The levy is based on assessed valuations determined by the County Assessor generally as of January 1 of each year. The levy is normally set by December 15 by certification to the County Commissioners to put the tax lien on the individual properties as of January 1 of the following year. The County Treasurer collects the determined taxes during the ensuing calendar year. The taxes are payable by April 30 or if in equal installments, at the taxpayers' election, in February and June. Delinquent taxpayers are notified in July or August and the sales of the resultant tax liens on delinquent properties are generally held in November or December. The County Treasurer remits the taxes collected monthly to the District.

Property taxes, net of estimated uncollectible taxes, are recorded initially as deferred inflows in the year they are levied and measurable since they are not normally available nor are they budgeted as a resource until the subsequent year. The deferred property taxes are recorded as revenue in the subsequent year when they are available or collected.

Long-Term Obligations

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

Fund Equity

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

Nonspendable Fund Balance

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

The nonspendable fund balance at December 31, 2023 represents prepaid insurance.

Restricted Fund Balance

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

The restricted fund balance in the General Fund represents Emergency Reserves that have been provided as required by Article X, Section 20 of the Constitution of the State of Colorado. A total of \$887 of the General Fund balance has been restricted in compliance with this requirement.

OVERLOOK METROPOLITAN DISTRICT

Notes to Financial Statements December 31, 2023

The restricted fund balance in the Debt Service Fund in the amount of \$362,896 is restricted for the payment of the debt service costs associated with the General Obligation Bonds Series 2021A (see Note 3).

Committed Fund Balance

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

Assigned Fund Balance

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

Unassigned Fund Balance

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

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

Net Position

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

Net investment in capital assets – consists of net capital assets, reduced by outstanding balances of any related debt obligations and deferred inflows of resources attributable to the acquisition, construction, or improvement of those assets and increased by balances of deferred outflows of resources related to those assets. At December 31, 2023, the District did not have any amounts to report in this category.

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

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

OVERLOOK METROPOLITAN DISTRICT

Notes to Financial Statements
December 31, 2023

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.

Note 2: Cash and Investments

As of December 31, 2023, cash and investments are classified in the accompanying financial statements as follows:

Statement of Net Position:

Cash and investments	\$ 23,315
Cash and investments - Restricted	<u>361,713</u>
Total	<u>\$ 385,028</u>

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

Deposits with financial institutions	\$ 2,329
Investments – COLOTRUST	<u>382,699</u>
	<u>\$ 385,028</u>

Deposits

Custodial Credit Risk

The Colorado Public Deposit Protection Act, (“PDPA”) requires that all units of local government deposit cash in eligible public depositories. State regulators determine eligibility. Amounts on deposit in excess of federal insurance levels must be collateralized. The eligible collateral is determined by the PDPA. PDPA allows the institution to create a single collateral pool for all public funds. The pool is to be maintained by another institution or held in trust for all the uninsured public deposits as a group. The market value of the collateral must be at least equal to 102% of the aggregate uninsured deposits. The State Commissioners for banks and financial services are required by statute to monitor the naming of eligible depositories and reporting of the uninsured deposits and assets maintained in the collateral pools.

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

Investments

Custodial and Concentration of Credit Risk

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

Interest Rate Risk

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

OVERLOOK METROPOLITAN DISTRICT

Notes to Financial Statements December 31, 2023

Credit Risk

The District has not adopted a formal investment policy; however, the District follows state statutes regarding investments. Colorado statutes specify the types of investments meeting defined rating and risk criteria in which local governments may invest. These investments include obligations of the United States and certain U.S. Government agency entities, certain money market funds, guaranteed investment contracts, and local government investment pools.

Investment Valuation

Certain investments are measured at fair value within the fair value hierarchy established by generally accepted accounting principles. The hierarchy is based on the valuation inputs used to measure the fair value of the asset. Level 1 inputs are quoted prices in active markets for identical assets; Level 2 inputs are significant other observable inputs; Level 3 inputs are significant unobservable inputs. The District's investments are not required to be categorized within the fair value hierarchy. The value of the District's investment in COLOTRUST is calculated using the net asset value method (NAV) per share.

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

COLOTRUST

The local government investment pool, Colorado Local Government Liquid Asset Trust ("COLOTRUST"), is rated AAAM by Standard & Poor's with a weighted average maturity of under 60 days. COLOTRUST is an investment trust/joint venture established for local government entities in Colorado to pool surplus funds. The State Securities Commissioner administers and enforces all State statutes governing the Trust. COLOTRUST records its investments at fair value and the District records its investment in COLOTRUST using the net asset value method. COLOTRUST operates similarly to a money market fund with each share maintaining a value of \$1.00. The COLOTRUST offers shares in three portfolios, one of which is COLOTRUST PLUS+. COLOTRUST PLUS+ may invest in U.S. Treasuries, government agencies, the highest-rated commercial paper, certain corporate securities, certain money market funds, and certain repurchase agreements, and limits its investments to those allowed by State statutes. Purchases and redemptions are available daily at a net asset value (NAV) of \$1.00. A designated custodial bank provides safekeeping and depository services to COLOTRUST in connection with the direct investment and withdrawal function of COLOTRUST. The custodian's internal records identify the investments owned by participating governments. There are no unfunded commitments and there is no redemption notice period. On December 31, 2023, the District had \$382,699 invested in COLOTRUST Plus+.

OVERLOOK METROPOLITAN DISTRICT

Notes to Financial Statements
December 31, 2023

Note 3: Long Term Debt

A description of the long-term obligations as of December 31, 2021, is as follows:

\$5,925,000 General Obligation (Limited Convertible to Unlimited Tax) Refunding Bonds, Series 2021A, and \$2,036,000 Subordinate General Obligation Limited Tax Refunding Bonds, Series 2021B₍₃₎

On September 16, 2021, the District issued its General Obligation (Limited Tax Convertible to Unlimited Tax) Refunding Bonds, Series 2021A in the principal amount of \$5,925,000 (the “Series 2021A Bonds”), and its Subordinate General Obligation Limited Tax Refunding Bonds, Series 2021B₍₃₎ in the amount of \$2,036,000 (the “Series 2021B₍₃₎ Bonds”), made pursuant to Indentures of Trust dated as of September 16, 2021. The proceeds from the Series 2021A and Series 2021B₍₃₎ Bonds were issued to refund the Series 2016A, Series 2016B and Series 2017C Bonds, to fund the Reserve Fund for the Series 2021A Bonds, and to pay the costs of issuing the Series 2021A and Series 2021B₍₃₎ Bonds. The Series 2021A Bonds bear interest at rates ranging from 2.00% to 4.00%, payable semiannually on each June 1 and December 1, commencing on December 1, 2021, and mature on December 1, 2051.

The Series 2021B₍₃₎ Bonds bear interest at the rate of 5.5%, payable annually on December 15, commencing on December 15, 2021, to the extent that Pledged Revenue is available and mature on December 15, 2051. The Series 2021A Bonds are subject to a mandatory sinking fund redemption commencing on December 1, 2032 and 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 partial maturities, commencing on December 1, 2031, upon payment of par and accrued interest without redemption premium. The Series 2021B₍₃₎ Bonds are subject to a mandatory sinking fund redemption from Subordinate Pledged Revenue, if any, on deposit in the Subordinate Bond Fund and are subject to redemption prior to maturity, at the option of the District, as a whole or in integral multiples of \$1,000, commencing on September 1, 2026, upon payment of par, accrued interest, and a redemption premium that ranges between 0% and 3%.

The Series 2021A Bonds are secured by the Senior Required Mill Levy, the portion of the Specific Ownership Tax which is collected as a result of the Senior Required Mill Levy, and any other legally available moneys as determined by the District. The Series 2021A Bonds are also secured by a Senior Reserve Fund. The Series 2021B₍₃₎ Bonds are secured by the Subordinate Required Mill Levy, the portion of the Specific Ownership Tax which is collected as a result of the Subordinate Required Mill Levy, any amount remaining in the Senior Surplus Fund after termination of the fund and any other legally available moneys as determined by the District. As of December 2, 2056 no further payments will be due on the Series 2021A Bonds regardless of the amount of principal and interest paid prior to that date. As of December 16, 2056 no further payments will be due on the Series 2021B₍₃₎ Bonds regardless of the amount of principal and interest paid prior to that date.

OVERLOOK METROPOLITAN DISTRICT

Notes to Financial Statements
December 31, 2023

Advance Refunding

As a result of the issuance of the Series 2021A Bonds and Series 2021B₍₃₎ Bonds, the General Obligation (Limited Tax Convertible to Unlimited Tax) Bonds, Series 2016A (“Series 2016A Bonds”), the Subordinate General Obligation Limited Tax Bonds, Series 2016B (“Series 2016B Bonds”) and the Taxable Second Subordinate General Obligation Limited Tax Bonds, Series 2017C (“Series 2017C Bonds” and together with the Series 2016A Bonds and the Series 2016 B Bonds, the “Refunded Bonds”) were considered to be defeased at the issuance with the exception of the bonds payable on December 1, 2021 in the amount of \$35,000 which were paid in full on December 1, 2021. The reacquisition price of the old debt exceeded the net carrying amount by \$234,211. This amount is recorded as a deferred loss on refunding and is being amortized over the life of the Series 2021A Bonds and Series 2021B₍₃₎ Bonds. The refunding resulted in an economic gain of \$2,188,015 due to the average interest rate of the 2021A Bonds and Series 2021B₍₃₎ being lower than the Refunded Bonds.

Town IGA

The District and the Town of Parker (the “Town”) have entered into an Intergovernmental Agreement dated June 16, 2015 (the “Town IGA”), which provides contractual enforcement rights to the Town with respect to certain restrictions set forth in the Service Plan regarding the construction, ownership operations and maintenance of improvements needed for the Development. The Town IGA required the payment of \$1,062,925 to the Town for a portion of the costs of certain regional improvements, all of which has been paid. The Town IGA was amended on April 17, 2017 to increase the District’s total Debt Issuance Limitation to \$7,130,000.

Operation Funding Agreements

The District and OCC Holdings LLC (the “Developer”) have entered into two funding agreements for the purpose of funding operating costs of the District as follows: a) that certain 2015 Operation Funding Agreement with an effective date of May 26, 2015, (the “2015 OFA”), and b) that certain 2016 Operation Funding Agreement, with an effective date of January 1, 2016 (the “2016 OFA”). Pursuant to the 2015 OFA and the 2016 OFA, the Developer agreed to advance funds necessary to fund, or directly pay, the District’s operations and maintenance expenses for fiscal year 2015 or fiscal year 2016 (as applicable) on a periodic basis as needed for the applicable fiscal year, up to a stated shortfall amount (\$50,000 for 2015 and \$21,000 for 2016). On June 1, 2016, the District and the Developer entered into that certain First Amendment to the 2016 Operation Fund Agreement which changed the name of the agreement to the “2016-2018 Operation Funding Agreement” and acknowledged that the anticipated shortfalls for the fiscal years 2016 through 2018 are anticipated to be \$50,536. The Developer agreed to advance this shortfall amount on or before the date that the District issued its 2016A and 2016B Bonds, and the obligation of the Developer to advance funds expired upon the deposit of such amount.

OVERLOOK METROPOLITAN DISTRICT

Notes to Financial Statements
December 31, 2023

The District agrees to repay the amounts advanced, to the extent it has funds available from the imposition of its taxes, fees, rates, tolls, penalties and charges, and from any other revenue legally available, after the payment of its annual debt service obligations and annual operations and maintenance expenses, which repayment is subject to annual budget and appropriation. Any obligation of the District to reimburse the Developer for amounts advanced under the 2015 OFA expires on December 31, 2055, and under the 2016 OFA the reimbursement obligation expires on December 31, 2057.

The following is a summary of the annual long-term debt principal and interest requirements of the Series 2021A Bonds

	<u>Principal</u>	<u>Interest</u>	<u>Total</u>
2024	\$ 100,000	\$ 194,400	\$ 294,400
2025	105,000	192,400	297,400
2026	110,000	190,300	300,300
2027	115,000	188,100	303,100
2028	125,000	184,650	309,650
2029-2033	705,000	864,450	1,569,450
2034-2038	910,000	746,850	1,656,850
2039-2043	1,135,000	594,350	1,729,350
2044-2048	1,375,000	362,000	1,737,000
2049-2051	965,000	78,200	1,043,200
	<u>\$ 5,645,000</u>	<u>\$ 3,595,700</u>	<u>\$ 9,240,700</u>

Because of the uncertainty of the timing of payments for the 2021B(3) Subordinate General Obligation Limited Tax Bonds, a summary of the long-term debt principal and interest requirements is not presented.

OVERLOOK METROPOLITAN DISTRICT

Notes to Financial Statements
December 31, 2023

The following is an analysis of changes in long-term debt for the period ending December 31, 2023:

	Balance 1/1/2023	Additions	Deletions	Balance 12/31/2023	Current Portion
<i>General Obligation Bonds</i>					
Series 2021 A Bonds	5,740,000	-	95,000	5,645,000	100,000
Series 2021 B Bonds	2,033,000	-	-	2,033,000	-
<i>Other</i>					
Developer Advance - Operating	11,981	-	-	11,981	-
Developer Advance - Operating					
Accrued Interest	443	880	-	1,323	-
Sub-total	12,424	880	-	13,304	-
Original issue premium	661,912	-	34,265	627,647	-
Total	<u>\$ 8,447,336</u>	<u>\$ 880</u>	<u>\$ 129,265</u>	<u>\$ 8,318,951</u>	<u>\$ 100,000</u>

Debt Authorization

As of December 31, 2023, the District had remaining voted debt authorization of approximately \$59,388,750. Per the District’s Service Plan, the District was not able to issue debt in excess of \$5,180,750. On April 3, 2017, the District’s Service Plan was amended to increase the total debt issuance limitation to \$7,130,000. The District has issued the maximum amount of debt authorized by the Service Plan.

Note 4: Tax, Spending and Debt Limitations

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

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

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

OVERLOOK METROPOLITAN DISTRICT

Notes to Financial Statements December 31, 2023

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

On November 4, 2014, a majority of the District's electors authorized the District to collect and spend or retain in a reserve all currently levied taxes and fees of the District without regard to any limitations under Article X, Section 20 of the Colorado Constitution.

Note 5: Risk Management

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

The District pays annual premiums to the Pool for auto, public officials' liability, and property and general liability coverage. In the event aggregated losses incurred by the Pool exceed its amounts recoverable from reinsurance contracts and its accumulated reserves, the District may be called upon to make additional contributions to the Pool on the basis proportionate to other members. Any excess funds which the Pool determines are not needed for purposes of the Pool may be returned to the members pursuant to a distribution formula.

Note 6: Reconciliation of Government-Wide Financial Statements and Fund Financial Statements

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

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

OVERLOOK METROPOLITAN DISTRICT

Notes to Financial Statements
December 31, 2023

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

- 1) Governmental funds report capital outlays as expenditures, however, in the statement of activities, the costs of those assets are held as construction in process pending transfer to other governmental entities or depreciated over their useful lives;
- 2) governmental funds report interest expense on the modified accrual basis; however, interest expense is reported on the full accrual method on the Statement of Activities;
- 3) governmental funds report developer advances and/or bond proceeds as revenue; and,
- 4) governmental funds report long-term debt payments as expenditures, however, in the statement of activities, the payment of long-term debt is recorded as a decrease of long-term liabilities.

Note 7: Subsequent Event

The Board of Directors of the District was vacant at December 31, 2023. On January 2, 2024, the Town of Parker appointed two District residents to the Board, and such appointments were confirmed at a Special Election Held on May 7, 2024.

SUPPLEMENTAL INFORMATION

OVERLOOK METROPOLITAN DISTRICT

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

For the Year Ended December 31, 2023

	Original <u>Budget</u>	Final <u>Budget</u>	<u>Actual</u>	Variance Favorable (Unfavorable)
REVENUES				
Property taxes	\$ 345,152	\$ 345,152	\$ 345,152	\$ -
Specific ownership taxes	34,515	34,515	32,007	(2,508)
Interest income	<u>2,500</u>	<u>2,500</u>	<u>24,740</u>	<u>22,240</u>
Total Revenues	<u>382,167</u>	<u>382,167</u>	<u>401,899</u>	<u>19,732</u>
EXPENDITURES				
Bond interest expense	274,990	305,000	302,719	2,281
Bond principal	95,000	95,000	95,000	-
Paying agent fees	7,000	14,000	14,000	-
Treasurer's fees	<u>5,177</u>	<u>5,177</u>	<u>5,179</u>	<u>(2)</u>
Total Expenditures	<u>382,167</u>	<u>419,177</u>	<u>416,898</u>	<u>2,279</u>
NET CHANGE IN FUND BALANCE	-	(37,010)	(14,999)	22,011
FUND BALANCE:				
BEGINNING OF YEAR	<u>348,600</u>	<u>377,895</u>	<u>377,895</u>	<u>-</u>
END OF YEAR	<u>\$ 348,600</u>	<u>\$ 340,885</u>	<u>\$ 362,896</u>	<u>\$ 22,011</u>

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

OVERLOOK METROPOLITAN DISTRICT

SUMMARY OF ASSESSED VALUATION, MILL LEVY
AND PROPERTY TAXES COLLECTED

December 31, 2023

<u>Year Ended December 31,</u>	<u>Prior Year Assessed Valuation for Current Year Property Tax Levy</u>	<u>Mills Levied</u>		<u>Total Property Tax</u>		<u>Percent Collected to Levied</u>
		<u>General Fund</u>	<u>Debt Service</u>	<u>Levied</u>	<u>Collected</u>	
		2016	\$ 221,350	42.827	0.000	
2017	\$ 1,259,940	42.827	0.000	\$ 53,959	\$ 53,960	100.00%
2018	\$ 3,594,380	9.273	38.074	\$ 170,183	\$ 170,182	100.00%
2019	\$ 3,896,330	9.273	38.074	\$ 184,480	\$ 178,170	96.58%
2020	\$ 6,117,670	6.030	41.648	\$ 291,678	\$ 291,679	100.00%
2021	\$ 7,062,430	5.224	42.454	\$ 336,722	\$ 336,723	100.00%
2022	\$ 7,985,970	4.652	43.026	\$ 380,755	\$ 380,755	100.00%
2023	\$ 7,803,920	4.808	44.228	\$ 382,673	\$ 382,673	100.00%
Estimated for year ending December 31, 2024	\$ 10,458,760	3.623	50.585	\$ 566,949		

NOTE

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