

RAINDANCE METROPOLITAN DISTRICT NO. 2
Weld County, Colorado

**FINANCIAL STATEMENTS AND
SUPPLEMENTARY INFORMATION**

YEAR ENDED DECEMBER 31, 2024

**RAINDANCE METROPOLITAN DISTRICT NO. 2
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INDEPENDENT AUDITOR'S REPORT

Board of Directors
Raindance Metropolitan District No. 2
Weld County, Colorado

Opinions

We have audited the accompanying financial statements of the governmental activities and each major fund of the Raindance Metropolitan District No. 2 (the District) as of and for the year ended December 31, 2024, 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, 2024, and the respective changes in financial position 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. 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 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

Accounting principles generally accepted in the United States of America require that the management's discussion and analysis and budgetary comparison information be presented to supplement the basic financial statements. Such information is the responsibility of management and, although not a part of the basic financial statements, is required by the Governmental Accounting Standards Board, who considers it to be an essential part of financial reporting for placing the basic financial statements in an appropriate operational, economic, or historical context.

We have applied certain limited procedures to the budgetary comparison schedules in accordance with auditing standards generally accepted in the United States of America, which consisted of inquiries of management about the methods of preparing the information and comparing the information for consistency with management's responses to our inquiries, the basic financial statements, and other knowledge we obtained during our audit of the basic financial statements. We do not express an opinion or provide any assurance on the budgetary comparison schedules because the limited procedures do not provide us with sufficient evidence to express an opinion or provide any assurance.

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

Supplementary Information

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

Other Information

Management is responsible for the continuing disclosure annual financial information included in the report. The other information comprises the continuing disclosure annual financial information but does not include the basic financial statements and our auditor's report thereon. Our opinions on the basic financial statements do not cover the other information, and we do not express an opinion or any form of assurance thereon.

In connection with our audit of the basic financial statements, our responsibility is to read the other information and consider whether a material inconsistency exists between the other information and the basic financial statements, or the other information otherwise appears to be materially misstated. If, based on the work performed, we conclude that an uncorrected material misstatement of the other information exists, we are required to describe it in our report.

DMC Auditing and Consulting, LLC

Bailey, Colorado
September 30, 2025

BASIC FINANCIAL STATEMENTS

RAINDANCE METROPOLITAN DISTRICT NO. 2
STATEMENT OF NET POSITION
DECEMBER 31, 2024

	Governmental Activities
ASSETS	
Cash and Investments	\$ 76,930
Cash and Investments - Restricted	69,770
Due from District No. 3	73,839
Receivable from County Treasurer	4,686
Property Tax Receivable	<u>1,673,470</u>
Total Assets	<u>1,898,695</u>
DEFERRED OUTFLOWS OF RESOURCES	
Cost of Bond Refunding, Net	<u>1,214,856</u>
Total Deferred Outflows of Resources	<u>1,214,856</u>
LIABILITIES	
Due to District No.1	357,350
Accrued Bond Interest Payable	150,021
Noncurrent Liabilities:	
Due Within One Year	200,000
Due in More Than One Year	<u>41,999,594</u>
Total Liabilities	<u>42,706,965</u>
DEFERRED INFLOWS OF RESOURCES	
Property Tax Revenue	<u>1,673,470</u>
Total Deferred Inflows of Resources	<u>1,673,470</u>
NET POSITION	
Unrestricted	<u>(41,266,884)</u>
Total Net Position	<u><u>\$ (41,266,884)</u></u>

See accompanying Notes to Basic Financial Statements.

RAINDANCE METROPOLITAN DISTRICT NO. 2
STATEMENT OF ACTIVITIES
YEAR ENDED DECEMBER 31, 2024

		Program Revenues			Net Revenues (Expenses) and Changes in Net Position
	Expenses	Charges for Services	Operating Grants and Contributions	Capital Grants and Contributions	Governmental Activities
FUNCTIONS/PROGRAMS					
Primary Government:					
Governmental Activities:					
General Government	\$ 57,748	\$ -	\$ -	\$ -	\$ (57,748)
Interest on Long-Term Debt and Related Costs	23,374,806	-	-	-	(23,374,806)
Total Governmental Activities	<u>\$ 23,432,554</u>	<u>\$ -</u>	<u>\$ -</u>	<u>\$ -</u>	(23,432,554)
GENERAL REVENUES					
Property Taxes					1,577,620
Specific Ownership Taxes					57,114
Net Investment Income					69,243
Other Revenue					2,995
Total General Revenues					<u>1,706,972</u>
SPECIAL ITEM					
Contribution from District No. 3 for Debt Extinguishment					4,667,708
Total Special Item					<u>4,667,708</u>
CHANGES IN NET POSITION					(17,057,874)
Net Position - Beginning of Year					<u>(24,209,010)</u>
NET POSITION - END OF YEAR					<u>\$ (41,266,884)</u>

See accompanying Notes to Basic Financial Statements.

RAINDANCE METROPOLITAN DISTRICT NO. 2
BALANCE SHEET
GOVERNMENTAL FUNDS
DECEMBER 31, 2024

	General	Debt Service	Total Governmental Funds
ASSETS			
Cash and Investments	\$ 76,930	\$ -	\$ 76,930
Cash and Investments - Restricted	-	69,770	69,770
Receivable from County Treasurer	157	4,529	4,686
Due from District No. 3	-	73,839	73,839
Property Tax Receivable	585,507	1,087,963	1,673,470
Total Assets	<u>\$ 662,594</u>	<u>\$ 1,236,101</u>	<u>\$ 1,898,695</u>
LIABILITIES, DEFERRED INFLOWS OF RESOURCES, AND FUND BALANCES			
LIABILITIES			
Due to District No.1	\$ 77,082	\$ 280,268	\$ 357,350
Total Liabilities	77,082	280,268	357,350
DEFERRED INFLOWS OF RESOURCES			
Deferred Property Tax	585,507	1,087,963	1,673,470
Total Deferred Inflows of Resources	585,507	1,087,963	1,673,470
FUND BALANCES			
Unassigned	5	(132,130)	(132,125)
Total Fund Balances	5	(132,130)	(132,125)
Total Liabilities, Deferred Inflows of Resources, and Fund Balances	<u>\$ 662,594</u>	<u>\$ 1,236,101</u>	
Amounts reported for governmental activities in the statement of net position are different because:			
Other long-term assets are not available to pay for current period expenditures and, therefore, are not reported in the funds.			
Cost of Bond Refunding, Net			1,214,856
Long-term liabilities, including bonds payable, are not due and payable in the current period and, therefore, are not reported in the funds.			
Bonds Payable			(41,540,000)
Accrued Bond Interest Payable			(150,021)
Developer Advance Payable			(5)
Unamortized Bond Premium			(659,589)
Net Position of Governmental Activities			<u>\$ (41,266,884)</u>

See accompanying Notes to Basic Financial Statements.

RAINDANCE METROPOLITAN DISTRICT NO. 2
STATEMENT OF REVENUES, EXPENDITURES, AND CHANGES IN FUND BALANCES
GOVERNMENTAL FUNDS
YEAR ENDED DECEMBER 31, 2024

	General	Debt Service	Total Governmental Funds
REVENUES			
Property Taxes	\$ 52,776	\$ 1,524,844	\$ 1,577,620
Specific Ownership Taxes	1,911	55,203	57,114
Net Investment Income	46	69,197	69,243
Other Revenue	2,995	-	2,995
Total Revenues	<u>57,728</u>	<u>1,649,244</u>	<u>1,706,972</u>
EXPENDITURES			
General:			
Banking Fees	-	20	20
County Treasurer's Fee	837	22,897	23,734
Transfer to District No.1	56,891	-	56,891
Investment Advisory Fee	-	3,800	3,800
Paying Agent Fees	-	2,750	2,750
Debt Service:			
Bond Interest - Series 2019A	-	482,750	482,750
Bond Interest - Series 2024	-	260,036	260,036
Bond Issue Costs	-	909,739	909,739
Total Expenditures	<u>57,728</u>	<u>1,681,992</u>	<u>1,739,720</u>
EXCESS OF REVENUES OVER (UNDER)			
EXPENDITURES	-	(32,748)	(32,748)
OTHER FINANCING SOURCES (USES)			
Bond Issuance - Series 2024	-	41,540,000	41,540,000
Bond Premium - Series 2024	-	664,849	664,849
Payment to Escrow Agent - Series 2018 Bonds	-	(21,803,724)	(21,803,724)
Payment to Escrow Agent - Series 2019 Bonds	-	(26,861,760)	(26,861,760)
Total Other Financing Sources (Uses)	<u>-</u>	<u>(6,460,635)</u>	<u>(6,460,635)</u>
SPECIAL ITEMS			
Transfer From District No. 3 - Funds On-Hand At Closing	-	4,593,869	4,593,869
Transfer From District No. 3 - Pledged Revenues (Series 2024)	-	73,839	73,839
Total Special Items	<u>-</u>	<u>4,667,708</u>	<u>4,667,708</u>
NET CHANGE IN FUND BALANCES	-	(1,825,675)	(1,825,675)
Fund Balances - Beginning of Year	<u>5</u>	<u>1,693,545</u>	<u>1,693,550</u>
FUND BALANCES - END OF YEAR	<u>\$ 5</u>	<u>\$ (132,130)</u>	<u>\$ (132,125)</u>

See accompanying Notes to Basic Financial Statements.

RAINDANCE METROPOLITAN DISTRICT NO. 2
RECONCILIATION OF THE STATEMENT OF REVENUES, EXPENDITURES, AND CHANGES
IN FUND BALANCES OF THE GOVERNMENTAL FUNDS TO THE STATEMENT OF ACTIVITIES
YEAR ENDED DECEMBER 31, 2024

Net Change in Fund Balances - Total Governmental Funds \$ (1,825,675)

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

The issuance of long-term debt (e.g. bonds, leases) provides current financial resources to governmental funds, while the repayment of the principal of long-term debt consumes the current financial resources of government funds. Neither transaction, however, has any effect on net position.

Bond Issuance Series 2024	(41,540,000)
Bond Premium Series 2024	(664,849)
Cost of Bond Refunding	1,224,544
Refunding Series 2019A - Principal	19,310,000
Refunding Bond Payable Series 2019A - Premium	388,233
Refunding Bond Payable Series 2019B - Principal	4,575,000

Some expenses reported in the statement of activities do not require the use of current financial resources and, therefore, are not reported as expenditures in governmental funds.

Accrued Interest Payable - Change in Liability	1,479,301
Amortization of Bond Premium	5,260
Amortization of Cost of Bond Refunding	<u>(9,688)</u>

Changes in Net Position of Governmental Activities \$ (17,057,874)

**RAINDANCE METROPOLITAN DISTRICT NO. 2
GENERAL FUND
STATEMENT OF REVENUES, EXPENDITURES, AND CHANGES IN FUND BALANCE –
BUDGET AND ACTUAL
YEAR ENDED DECEMBER 31, 2024**

	Budget Amounts		Actual	Variance with
	Original	Final	Amounts	Final Budget Positive (Negative)
REVENUES				
Property Taxes	\$ 52,776	\$ 52,776	\$ 52,776	\$ -
Specific Ownership Taxes	2,111	1,911	1,911	-
Net Investment Income	20	50	46	(4)
Other Revenue	2,000	3,063	2,995	(68)
Total Revenues	<u>56,907</u>	<u>57,800</u>	<u>57,728</u>	<u>(72)</u>
EXPENDITURES				
County Treasurer's Fee	792	837	837	-
Transfer to District No.1	54,115	56,891	56,891	-
Contingency	2,000	72	-	72
Total Expenditures	<u>56,907</u>	<u>57,800</u>	<u>57,728</u>	<u>72</u>
NET CHANGE IN FUND BALANCE	-	-	-	-
Fund Balance - Beginning of Year	<u>5</u>	<u>5</u>	<u>5</u>	<u>-</u>
FUND BALANCE - END OF YEAR	<u>\$ 5</u>	<u>\$ 5</u>	<u>\$ 5</u>	<u>\$ -</u>

See accompanying Notes to Basic Financial Statements.

RAINDANCE METROPOLITAN DISTRICT NO. 2
NOTES TO BASIC FINANCIAL STATEMENTS
DECEMBER 31, 2024

NOTE 1 DEFINITION OF REPORTING ENTITY

RainDance Metropolitan District No. 2 (the District), a quasi-municipal corporation and a political subdivision of the state of Colorado, was organized by order and decree issued by the District Court in and for Weld County, Colorado, on June 6, 2014, and is governed pursuant to provisions of the Colorado Special District Act (Title 32, Article 1, Colorado Revised Statutes).

The District was organized to provide financing for the planning, design, acquisition, construction, installation, relocation, redevelopment, operations, and maintenance of the public improvements within the District including streets, parks and recreation, water and wastewater facilities, transportation, mosquito control, safety protection, fire protection, television relay and translation, and security. The District was organized in conjunction with three other related metropolitan districts – RainDance Metropolitan Districts No. 1 (District No. 1), RainDance Metropolitan District No. 3 (District No. 3), and RainDance Metropolitan District No. 4 (District No. 4). On November 20, 2023, District No. 4 changed its name to National Resort Metropolitan District (NRMD). District No. 1 serves as the Operating District which is responsible for coordinating the financing, construction, and maintenance of all Public Improvements and other services needed for District Nos. 2 – 3 and NRMD (Financing Districts, and together with District No. 1, the Districts), which are responsible for providing the tax base needed to support financing of capital improvements and operations and maintenance.

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

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 operations and administrative functions are contracted.

NOTE 2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

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

Government-Wide and Fund Financial Statements

The government-wide financial statements include the statement of net position and the statement of activities. These financial statements include all of the activities of the District. The effect of interfund activity has been removed from these statements. Governmental activities are normally supported by property taxes and intergovernmental revenues.

RAINDANCE METROPOLITAN DISTRICT NO. 2
NOTES TO BASIC FINANCIAL STATEMENTS
DECEMBER 31, 2024

NOTE 2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

Government-Wide and Fund Financial Statements (Continued)

The statement of net position reports all financial and capital resources of the District. The difference between the sum of assets and deferred outflows and the sum of liabilities and deferred inflows is reported as net position.

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 as general revenues.

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

Measurement Focus, Basis of Accounting, and Financial Statement Presentation

The government-wide financial statements are reported using the economic resources measurement focus and the accrual basis of accounting. Revenues are recorded when earned and expenses are recorded when a liability is incurred, regardless of the timing of related cash flows.

Governmental fund financial statements are reported using the current financial resources measurement focus and the modified accrual basis of accounting. Revenues are recognized as soon as they are both measurable and available. Revenues are considered to be available when they are collectible within the current period or soon enough thereafter to pay liabilities of the current period. For this purpose, the District considers revenues to be available if they are collected within 60 days of the end of the current fiscal period. The major sources of revenue susceptible to accrual are property taxes. 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 due.

The District reports the following major governmental funds:

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

The Debt Service Fund accounts for the resources accumulated and payments made for principal, interest, and other costs related to the Series 2024 Bonds.

RAINDANCE METROPOLITAN DISTRICT NO. 2
NOTES TO BASIC FINANCIAL STATEMENTS
DECEMBER 31, 2024

NOTE 2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

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 and other financing uses level and lapses at year-end. The District's Board of Directors can modify the budget by line item within the total appropriation without notification. The appropriation can only be modified upon completion of notification and publication requirements. The budget includes each fund on its basis of accounting unless otherwise indicated.

The District amended its annual budget for the year ended December 31, 2024.

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 always set by December 15 by certification to the County Commissioners to put the tax lien on the individual properties as of January 1 of the following year. The County Treasurer collects the determined taxes during the ensuing calendar year. The taxes are payable by April or if in equal installments, at the taxpayer's election, in February and June. Delinquent taxpayers are notified in August, and generally, sale of the tax liens on delinquent properties are held in November or December. The County Treasurer remits the taxes collected monthly to the District.

Property taxes, net of estimated uncollectible taxes, are recorded initially as deferred inflow of resources in the year they are levied and measurable. The property tax revenues are recorded as revenue in the year they are available or collected.

Deferred Inflows/Outflows of Resources

In addition to liabilities, the statement of net position reports 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 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. Accordingly, the item, *deferred property tax revenue*, is deferred and recognized as an inflow of resources in the period that the amount becomes available.

In addition to assets, the statement of net position reports a separate section for deferred outflows of resources. This separate financial statement element, *deferred outflows of resources*, represents a consumption of net assets that applies to a future period and so will not be recognized as an outflow of resources (expense/expenditure) until that time. The District has one item that qualifies for reporting in this category. Accordingly, the item, *cost of bond refunding*, is deferred and recognized as an outflows of resources in the period that the amount is incurred.

RAINDANCE METROPOLITAN DISTRICT NO. 2
NOTES TO BASIC FINANCIAL STATEMENTS
DECEMBER 31, 2024

NOTE 2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

Equity

Net Position

For government-wide presentation purposes, when both restricted and unrestricted resources are available for use, it is the District's practice to use restricted resources first, then unrestricted resources as they are needed.

In the government-wide financial statements, fund equity is classified as net position. Net position may be classified into three components: net investment in capital assets, restricted, and unrestricted.

Fund Balance

Fund balance for governmental funds should be 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: nonspendable, restricted, committed, assigned, and unassigned. Because circumstances differ among governments, not every government or every governmental fund will present all of these components. The following classifications describe the relative strength of the spending constraints:

Nonspendable Fund Balance – The portion of fund balance that cannot be spent because it is either not in spendable form (such as prepaid amounts or inventory) or legally or contractually required to be maintained intact.

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

Committed Fund Balance – The portion of fund balance that can only be used for specific purposes pursuant to constraints imposed by 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 – 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 criteria described above.

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

**RAINDANCE METROPOLITAN DISTRICT NO. 2
NOTES TO BASIC FINANCIAL STATEMENTS
DECEMBER 31, 2024**

NOTE 2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

Deficit

The Debt Service Fund reported a deficit as of December 31, 2024. The deficit will be eliminated with the receipt of pledged revenue and property taxes in 2025.

Special Item

In 2024, the District received a contribution from District No. 3 to assist with the bond refunding that would allow the District and District No. 3 to repay the remaining debt balance of the District's General Obligation Bonds, Series 2019A and Series 2019B and District 3's Series 2018A and Series 2018B, including accrued interest.

NOTE 3 CASH AND INVESTMENTS

Cash and investments as of December 31, 2024 are classified in the accompanying financial statements as follows:

Statement of Net Position:

Cash and Investment	\$ 76,930
Cash and Investment - Restricted	69,770
Total Cash and Investments	<u>\$ 146,700</u>

Cash and investments as of December 31, 2024 consist of the following:

Deposits with Financial Institutions	\$ 146,700
Total Cash and Investments	<u>\$ 146,700</u>

Deposits with Financial Institutions

The Colorado Public Deposit Protection Act (PDPA) requires that all units of local government deposit cash in eligible public depositories. Eligibility is determined by state regulators. Amounts on deposit in excess of federal insurance levels must be collateralized. The eligible collateral is determined by the PDPA. PDPA allows the institution to create a single collateral pool for all public funds. The pool for all the uninsured public deposits as a group is to be maintained by another institution or held in trust. The market value of the collateral must be at least 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, 2024, the District's cash deposits had a bank balance and carrying balance of \$146,700.

RAINDANCE METROPOLITAN DISTRICT NO. 2
NOTES TO BASIC FINANCIAL STATEMENTS
DECEMBER 31, 2024

NOTE 3 CASH AND INVESTMENTS (CONTINUED)

Investments

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

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

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

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

- Obligations of the United States, certain U.S. government agency securities, and securities of the World Bank
- General obligation and revenue bonds of U.S. local government entities
- Certain certificates of participation
- Certain securities lending agreements
- Bankers' acceptances of certain banks
- Commercial paper
- Written repurchase agreements and certain reverse repurchase agreements collateralized by certain authorized securities
- Certain money market funds
- Guaranteed investment contracts
- Local government investment pools

As of December 31, 2024, the District had no investments.

RAINDANCE METROPOLITAN DISTRICT NO. 2
NOTES TO BASIC FINANCIAL STATEMENTS
DECEMBER 31, 2024

NOTE 4 LONG-TERM OBLIGATIONS

The following is an analysis of changes in the District's long-term obligations for the year ended December 31, 2024:

	Balance at December 31, 2023	Additions	Reductions	Balance at December 31, 2024	Due Within One Year
Bonds Payable:					
General Obligation Bonds					
Series 2019A	\$ 19,310,000	\$ -	\$ 19,310,000	\$ -	\$ -
Series 2019A - Premium	388,233	-	388,233	-	-
Series 2019B	4,575,000	-	4,575,000	-	-
Series 2024	-	41,540,000	-	41,540,000	200,000
Series 2024 - Premium	-	664,849	5,260	659,589	-
Accrued Interest					
Series 2019B	1,548,864	73,629	1,622,493	-	-
Subtotal Bonds Payable	25,822,097	42,278,478	25,900,986	42,199,589	200,000
Other Debts:					
Developer Advance - Operating	5	-	-	5	-
Subtotal Other Debts	5	-	-	5	-
Total Long-Term Obligations	<u>\$ 25,822,102</u>	<u>\$ 42,278,478</u>	<u>\$ 25,900,986</u>	<u>\$ 42,199,594</u>	<u>\$ 200,000</u>

The details of the District's long-term obligations are as follows:

On October 9, 2024, the District advance refunded and defeased \$43,095,000 in General Obligation Bonds by the issuance of **Limited Tax General Obligation Bonds, Series 2024** (the Bonds), in the amount of \$41,540,000. The refunding of the District No. 3's 2018 Bonds and the District's 2019 Bonds were undertaken to reduce total debt service payments over the next 30 years by approximately \$12,527,231 and to obtain an economic gain of approximately \$5,772,028.

Use of Proceeds

Net proceeds of the Bonds were used to fully refund District No. 3's outstanding Series 2018A Senior and 2018B Subordinate Bonds and the District's Series 2019A Senior and 2019B Subordinate Bonds and pay the costs of issuing the Bonds.

Optional Redemption

The Bonds maturing on or after December 1, 2029, are subject to redemption prior to maturity, at the option of the District, and on any date thereafter, upon payment of par, accrued interest, and a redemption premium of a percentage of the principal amount redeemed, as follows:

December 1, 2029 to November 30, 2030	3.00%
December 1, 2030 to November 30, 2031	2.00
December 1, 2031 to November 30, 2032	1.00
December 1, 2032 and Thereafter	0.00

RAINDANCE METROPOLITAN DISTRICT NO. 2
NOTES TO BASIC FINANCIAL STATEMENTS
DECEMBER 31, 2024

NOTE 4 LONG-TERM OBLIGATIONS (CONTINUED)

Bonds Details

The Bonds bear interest between 4.00% to 5.00%, payable semi-annually to the extent of Senior Pledged Revenue available on June 1 and December 1 (Interest Payment Dates), beginning on December 1, 2024. Annual mandatory sinking fund principal payments are due on December 1, beginning on December 1, 2025. The Bonds mature on October 1, 2054.

To the extent principal of the Bonds is not paid when due, such principal will remain outstanding until paid. To the extent interest on the Bonds is not paid when due, such unpaid interest will compound semi-annually on each Interest Payment Date, at the rate then borne by the Bonds.

The Bonds are not subject to acceleration and do not have any unused lines of credit. No assets have been pledged as collateral on the Bonds.

Pledged Revenue

Per the Capital Pledge Agreement, the Bonds are secured by and payable from District No. 2 and District No. 3 (the Taxing Districts) pledged revenue, which consists of the following sources, net of any costs of collection:

- (a) all Property Tax Revenues;
- (b) all Specific Ownership Tax Revenues, and
- (c) any other legally available moneys which the District determines, in its absolute discretion, to credit to the Bond Fund.

Property Tax Revenues

Property Tax Revenues means all moneys derived from imposition by the Taxing Districts of the Required Mill Levy. Property Tax Revenues are net of the costs of collection and any tax refunds or abatements authorized by or on behalf of the County.

Required Mill Levy

The Taxing Districts have covenanted to impose a Required Mill Levy each year in an amount sufficient to pay the principal of, premium if any, and interest on the Bonds as they become due and payable and to replenish the Reserve Fund to the Reserve Requirement, but not in excess of 39 mills (subject to adjustment for changes in the method of calculating assessed valuation occurring after January 1, 2014).

Reserve Fund

The Bonds are also secured by amounts on deposit in the Reserve Fund in the amount of Reserve Requirement (\$2,492,800), which was funded at closing by a debt service reserve insurance policy issued by Build America Mutual Assurance Company (BAM).

RAINDANCE METROPOLITAN DISTRICT NO. 2
NOTES TO BASIC FINANCIAL STATEMENTS
DECEMBER 31, 2024

NOTE 4 LONG-TERM OBLIGATIONS (CONTINUED)

Events of Default of the Bonds

Events of default occur if the Taxing Districts fails to impose the Required Mill Levy or apply the Pledged Revenue as required by the Capital Pledge Agreement, and do not comply with other customary terms and conditions with normal municipal financing as described in the Bonds Indenture.

2024 Bonds Debt Service

The outstanding principal and interest of the Bonds are due as follows:

<u>Year Ending December 31,</u>	<u>Principal</u>	<u>Interest</u>	<u>Total</u>
2025	\$ 200,000	\$ 1,800,250	\$ 2,000,250
2026	695,000	1,790,250	2,485,250
2027	730,000	1,755,500	2,485,500
2028	770,000	1,719,000	2,489,000
2029	805,000	1,680,500	2,485,500
2030-2034	4,690,000	7,755,000	12,445,000
2035-3039	5,975,000	6,460,250	12,435,250
2040-2044	7,485,000	4,959,800	12,444,800
2045-2049	9,105,000	3,338,200	12,443,200
2050-2054	11,085,000	1,350,733	12,435,733
Total	<u>\$ 41,540,000</u>	<u>\$ 32,609,483</u>	<u>\$ 74,149,483</u>

Authorized Debt

At December 31, 2024, the District had authorized but unissued indebtedness in the following amounts allocated for the following purposes:

	<u>Amount</u> <u>Authorized on</u> <u>May 6, 2014</u>	<u>Authorization</u> <u>Used</u> <u>for</u> <u>2019 Bonds</u>	<u>Authorization</u> <u>Used</u> <u>for</u> <u>2024 Bonds</u>	<u>Authorized</u> <u>but</u> <u>Unissued</u>
Water	\$ 93,000,000	\$ 3,956,432	\$ -	\$ 89,043,568
Sanitation/Stormwater	93,000,000	6,261,698	-	86,738,302
Streets	93,000,000	14,138,890	-	78,861,110
Parks and Recreation	93,000,000	-	-	93,000,000
Public Transportation	93,000,000	-	-	93,000,000
Fire Protection	93,000,000	-	-	93,000,000
Mosquito Control	93,000,000	-	-	93,000,000
Safety Protection	93,000,000	-	-	93,000,000
Security	93,000,000	-	-	93,000,000
TV Relay and Translation	93,000,000	-	-	93,000,000
Operation and Maintenance	93,000,000	-	-	93,000,000
Debt Refunding	93,000,000	-	41,540,000	51,460,000
Intergovernmental Agreements	93,000,000	-	-	93,000,000
Private Agreements	93,000,000	-	-	93,000,000
Special Assessments	93,000,000	-	-	93,000,000

Pursuant to the Service Plan, the maximum general obligation indebtedness for all of Financing Districts combined is not to exceed \$93,000,000.

RAINDANCE METROPOLITAN DISTRICT NO. 2
NOTES TO BASIC FINANCIAL STATEMENTS
DECEMBER 31, 2024

NOTE 5 NET POSITION

The District has net position consisting of one component – unrestricted. The District has a deficit in unrestricted net position because it carries a bond payable that was issued to refund prior bonds for the District and District No. 3, which bonds' net proceeds were used to finance public improvements that were either conveyed to other governments or transferred to District No. 1.

NOTE 6 AGREEMENTS/RESOLUTIONS

District Coordinating Services Agreement

Effective as of January 1, 2018, the Districts entered into a District Coordinating Services Agreement (the Coordinating Services Agreement) for the purpose of establishing the respective obligations of the Districts with respect to the coordination, oversight, and funding of certain administrative costs of the Districts, and costs related to the continued operation and maintenance of certain of the Public Improvements within such Districts. Pursuant to the Coordinating Services Agreement, District No. 1 was designated as the "coordinating district" (the Coordinating District). The District, District No. 3, and National Resort Metro District were each designated as "financing districts" (the Financing Districts).

Common Finance Plan Resolution and Infrastructure Acquisition and Reimbursement Agreement

On December 5, 2019, District No. 1 and the District adopted a Joint Resolution Regarding Intent to Implement Common Plan of Finance (the Common Finance Plan Resolution), pursuant to which: (a) the District and District No. 1 declared their mutual intent to implement the common plan of finance set forth and approved in the Service Plan to fund or reimburse from the Bonds all or a portion of the capital costs related to the Public Improvements to serve RainDance; and (b) the District declared its intent, upon issuance of the Bonds, to transfer all available proceeds to District No. 1 for the payment of such costs, including amounts owed by District No. 1, pursuant to certain Reimbursement Agreement.

District No. 1 and the Developer have entered into an Infrastructure Acquisition and Reimbursement Agreement dated March 1, 2018 (the Reimbursement Agreement). Pursuant to the Reimbursement Agreement, it is acknowledged that the Developer has incurred certain costs related to the public infrastructure for the benefit of RainDance community, and may incur additional costs related thereto during a period when District No. 1 is unable to fund such costs, and District No. 1 and the Developer desire to establish terms and conditions under which District No. 1 (a) shall reimburse the Developer for any and all costs of any kind related to the provision of the Public Improvements that may be lawfully funded by District No. 1 under the Special District Act and the Service Plan (collectively, District Eligible Costs) which are subject to an Accountant's Cost Certification and Engineer's Cost Certification (Certified District Eligible Costs) to the extent constituting repayment obligations under the Reimbursement Agreement; (b) may acquire any such Public Improvements constructed for the benefit of RainDance community that are to be owned by District No. 1 from the Developer and shall pay Certified District Eligible Costs; and (c) shall reimburse the Developer for Certified District Eligible Costs incurred by the Developer for Public Improvements that are being dedicated to the Town or other governmental entities.

RAINDANCE METROPOLITAN DISTRICT NO. 2
NOTES TO BASIC FINANCIAL STATEMENTS
DECEMBER 31, 2024

NOTE 7 RELATED PARTIES

The Developer of the property which constitutes the District is RainDance Land Company, LLC, a Delaware limited liability company (Developer). Certain members of the Board of Directors of the District are officers or employees of or related to the Developer or an entity affiliated with the Developer or the majority owner of the Developer, and may have conflicts of interest in dealing with the District.

NOTE 8 RISK MANAGEMENT

The District is exposed to various risks of loss related to torts; thefts of, damage to, or destruction of assets; errors or omissions; injuries to employees; or acts of God.

The District is a member of the Colorado Special Districts Property and Liability Pool (the Pool). The Pool is an organization created by intergovernmental agreement to provide property, liability, public officials' liability, boiler and machinery, and workers' compensation coverage to its members. Settled claims have not exceeded this coverage in any of the past three fiscal years.

The District pays annual premiums to the Pool for liability, property 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.

RAINDANCE METROPOLITAN DISTRICT NO. 2
NOTES TO BASIC FINANCIAL STATEMENTS
DECEMBER 31, 2024

NOTE 9 TAX, SPENDING, AND DEBT LIMITATIONS

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

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. On May 6, 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 TABOR.

TABOR requires local governments to establish Emergency Reserves. These reserves must be at least 3% of Fiscal Year Spending (excluding bonded debt service). Local governments are not allowed to use the Emergency Reserves to compensate for economic conditions, revenue shortfalls, or salary or benefit increases. The District transfers its net operating revenue to District No. 1. Therefore, the Emergency Reserves related to the District's revenues are reported in District No. 1.

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.

SUPPLEMENTARY INFORMATION

RAINDANCE METROPOLITAN DISTRICT NO. 2
DEBT SERVICE FUND
SCHEDULE OF REVENUES, EXPENDITURES, AND CHANGES IN FUND BALANCE –
BUDGET AND ACTUAL
YEAR ENDED DECEMBER 31, 2024

	Budget Amounts		Actual	Variance with
	Original	Final	Amounts	Final Budget
				Positive
				(Negative)
REVENUES				
Property Taxes	\$ 1,524,842	\$ 1,524,842	\$ 1,524,844	\$ 2
Specific Ownership Taxes	60,994	55,250	55,203	(47)
Net Investment Income	40,000	70,000	69,197	(803)
Other Revenue	-	131,655	-	(131,655)
Total Revenues	1,625,836	1,781,747	1,649,244	(132,503)
EXPENDITURES				
Banking Fees	40	20	20	-
County Treasurer's Fee	22,873	22,900	22,897	3
Investment Advisory Fee	4,500	3,800	3,800	-
Paying Agent Fees	3,000	2,750	2,750	-
Bond Interest - Series 2019A	965,500	482,750	482,750	-
Bond Interest - Series 2019B	105,000	-	-	-
Bond Interest - Series 2024	-	260,036	260,036	-
Bond Issue Costs	-	909,739	909,739	-
Contingency	6,087	520	-	520
Total Expenditures	1,107,000	1,682,515	1,681,992	523
EXCESS OF REVENUES OVER (UNDER)				
EXPENDITURES	518,836	99,232	(32,748)	(131,980)
OTHER FINANCING SOURCES (USES)				
Bond Issuance - Series 2024	-	41,540,000	41,540,000	-
Bond Premium - Series 2024	-	665,000	664,849	(151)
Payment to Escrow Agent - Series 2018 Bonds	-	(21,803,725)	(21,803,724)	1
Payment to Escrow Agent - Series 2019 Bonds	-	(26,861,760)	(26,861,760)	-
Total Other Financing Sources (Uses)	-	(6,460,485)	(6,460,635)	(150)
SPECIAL ITEMS				
Transfer From District No. 3 - Funds On-Hand At Closing	-	4,593,869	4,593,869	-
Transfer From District No. 3 - Pledged Revenues (Series 2024)	-	73,839	73,839	-
Total Special Items	-	4,667,708	4,667,708	-
NET CHANGE IN FUND BALANCE	518,836	(1,693,545)	(1,825,675)	(132,130)
Fund Balance - Beginning of Year	1,659,634	1,693,545	1,693,545	-
FUND BALANCE - END OF YEAR	<u>\$ 2,178,470</u>	<u>\$ -</u>	<u>\$ (132,130)</u>	<u>\$ (132,130)</u>

RAINDANCE METROPOLITAN DISTRICT NO. 2
SCHEDULE OF DEBT SERVICE REQUIREMENTS TO MATURITY
DECEMBER 31, 2024

\$41,540,000			
Limited Tax General Obligation Bonds			
Series 2024, Dated October 9, 2024			
Interest Rate: 4.00% to 5.00%			
Interest Payable			
June 1 and December 1			
Principal Payable December 1			
Bonds/Loans and Interest Maturing in the Year Ending December 31,	Principal	Interest	Total
2025	\$ 200,000	\$ 1,800,250	\$ 2,000,250
2026	695,000	1,790,250	2,485,250
2027	730,000	1,755,500	2,485,500
2028	770,000	1,719,000	2,489,000
2029	805,000	1,680,500	2,485,500
2030	850,000	1,640,250	2,490,250
2031	890,000	1,597,750	2,487,750
2032	935,000	1,553,250	2,488,250
2033	985,000	1,506,500	2,491,500
2034	1,030,000	1,457,250	2,487,250
2035	1,080,000	1,405,750	2,485,750
2036	1,140,000	1,351,750	2,491,750
2037	1,190,000	1,294,750	2,484,750
2038	1,250,000	1,235,250	2,485,250
2039	1,315,000	1,172,750	2,487,750
2040	1,380,000	1,107,000	2,487,000
2041	1,440,000	1,051,800	2,491,800
2042	1,495,000	994,200	2,489,200
2043	1,550,000	934,400	2,484,400
2044	1,620,000	872,400	2,492,400
2045	1,680,000	807,600	2,487,600
2046	1,750,000	740,400	2,490,400
2047	1,815,000	670,400	2,485,400
2048	1,895,000	597,800	2,492,800
2049	1,965,000	522,000	2,487,000
2050	2,040,000	443,400	2,483,400
2051	2,125,000	361,800	2,486,800
2052	2,210,000	276,800	2,486,800
2053	2,300,000	188,400	2,488,400
2054	2,410,000	80,333	2,490,333
Total	<u>\$ 41,540,000</u>	<u>\$ 32,609,483</u>	<u>\$ 74,149,483</u>

**ANNUAL INFORMATION REQUIRED BY THE CONTINUING
DISCLOSURE AGREEMENT RELATED TO THE LIMITED TAX
GENERAL OBLIGATION BONDS, SERIES 2024)**

**RAINDANCE METROPOLITAN DISTRICT NO. 2
OTHER INFORMATION FOR 2024 CDA
DECEMBER 31, 2024**

SUMMARY OF ASSESSED VALUATION, MILL LEVY AND PROPERTY TAXES COLLECTED

RAINDANCE METROPOLITAN DISTRICT NO. 2

Year Ended December 31,	Prior Year Assessed Valuation	Percent Change	Total Mills Levied		Total Property Taxes		Percent Collected to Levied
			General Operations	Debt Service	Levied	Collected	
2020	\$ 1,068,210	0.0%	12.389	31.029	\$ 46,380	\$ 46,380	100.00 %
2021	1,771,450	65.8%	29.191	10.604	70,494	74,458	105.62 %
2022	8,183,850	362.0%	6.327	34.279	332,312	332,151	99.95 %
2023	17,888,420	118.6%	2.922	40.912	784,121	784,122	100.00 %
2024	32,417,930	81.2%	1.628	47.037	1,577,618	1,577,620	100.00 %
Estimated for Year Ending December 31, 2025	\$ 36,699,700	13.2%	15.954	29.645	\$ 1,673,470		

Note: Property taxes collected in any one year include collection of delinquent property taxes levied in prior years.
Information received from the Treasurer does not permit identification of specific year of levy.

Source: Weld Assessor and Treasurer.

**RAINDANCE METROPOLITAN DISTRICT NO. 2
OTHER INFORMATION FOR 2024 CDA
DECEMBER 31, 2024**

SUMMARY OF ASSESSED VALUATION, MILL LEVY AND PROPERTY TAXES COLLECTED

RAINDANCE METROPOLITAN DISTRICT NO. 3

Year Ended December 31,	Prior Year Assessed Valuation	Percent Change	Total Mills Levied		Total Property Taxes		Percent Collected to Levied
			General Operations	Debt Service	Levied	Collected	
2020	\$ 4,075,930	1866.2%	12.389	31.029	\$ 176,969	\$ 176,969	100.00 %
2021	13,361,020	227.8%	3.841	39.290	576,274	576,277	100.00 %
2022	24,340,250	82.2%	2.116	40.264	1,031,540	1,032,670	100.11 %
2023	26,444,580	8.6%	1.967	42.333	1,171,495	1,171,995	100.04 %
2024	37,836,580	43.1%	-	48.846	1,848,166	1,848,170	100.00 %
Estimated for Year Ending December 31, 2025	\$ 38,924,650	2.9%	15.954	29.645	\$ 1,774,925		

Note: Property taxes collected in any one year include collection of delinquent property taxes levied in prior years.
Information received from the Treasurer does not permit identification of specific year of levy.

Source: Weld Assessor and Treasurer.