

EAST FOSSIL CREEK RANCH METROPOLITAN DISTRICT NO. 2

Financial Statements

Year Ended December 31, 2024

with

Independent Auditor's Report

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HIRATSUKA & ASSOCIATES, L.L.P.

CERTIFIED PUBLIC ACCOUNTANTS & BUSINESS ADVISORS

INDEPENDENT AUDITOR'S REPORT

To the Board of Directors
East Fossil Creek Ranch Metropolitan District No. 2
Larimer County, Colorado

Opinion

We have audited the accompanying financial statements of the governmental activities and each major fund of the East Fossil Creek Ranch 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 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 is derived from and related 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

July 31, 2025
Wheat Ridge, Colorado

East Fossil Creek Ranch Metropolitan District No. 2

BALANCE SHEET/STATEMENT OF NET POSITION -
GOVERNMENTAL FUNDS
December 31, 2024

	<u>General</u>	<u>Debt Service</u>	<u>Total</u>	<u>Adjustments</u>	<u>Statement of Net Position</u>
ASSETS					
Cash	\$ -	\$ -	\$ -	\$ -	\$ -
Cash and investments - restricted	2,264	252,323	254,587	-	254,587
Receivable - County Treasurer	238	1,615	1,853	-	1,853
Fees receivable	322	-	322	-	322
Property taxes receivable	<u>44,675</u>	<u>303,790</u>	<u>348,465</u>	-	<u>348,465</u>
Total Assets	<u>\$ 47,499</u>	<u>\$ 557,728</u>	<u>\$ 605,227</u>	-	<u>605,227</u>
LIABILITIES					
Accrued bond interest	\$ -	\$ 238,866	\$ 238,866	-	238,866
Accrued interest on long term debt	-	-	-	239,168	239,168
Long-term liabilities:					
Due in more than one year	-	-	-	<u>4,750,000</u>	<u>4,750,000</u>
Total Liabilities	-	<u>238,866</u>	<u>238,866</u>	<u>4,989,168</u>	<u>5,228,034</u>
DEFERRED INFLOWS OF RESOURCES					
Deferred property taxes	<u>44,675</u>	<u>303,790</u>	<u>348,465</u>	-	<u>348,465</u>
Total Deferred Inflows of Resources	<u>44,675</u>	<u>303,790</u>	<u>348,465</u>	-	<u>348,465</u>
FUND BALANCES/NET POSITION					
Fund Balances:					
Restricted:					
Emergencies	4,036	-	4,036	(4,036)	-
Debt service	-	15,072	15,072	(15,072)	-
Unassigned	<u>(1,212)</u>	-	<u>(1,212)</u>	<u>1,212</u>	-
Total Fund Balances	<u>2,824</u>	<u>15,072</u>	<u>17,896</u>	<u>(17,896)</u>	-
Total Liabilities, Deferred Inflows of Resources and Fund Balances	<u>\$ 47,499</u>	<u>\$ 557,728</u>	<u>\$ 605,227</u>		
Net Position:					
Restricted for:					
Emergencies				4,036	4,036
Unrestricted				<u>(4,975,308)</u>	<u>(4,975,308)</u>
Total Net Position				<u>\$ (4,971,272)</u>	<u>\$ (4,971,272)</u>

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

East Fossil Creek Ranch Metropolitan District No. 2

STATEMENT OF REVENUES, EXPENDITURES AND CHANGES IN FUND BALANCES/STATEMENT OF ACTIVITIES - GOVERNMENTAL FUNDS

For the Year Ended December 31, 2024

	<u>General</u>	<u>Debt Service</u>	<u>Total</u>	<u>Adjustments</u>	<u>Statement of Activities</u>
EXPENDITURES					
General & Administrative					
Bank fees	\$ -	\$ 518	\$ 518	\$ -	\$ 518
Transfer to District No. 1	45,393	-	45,393	-	45,393
Treasurer's fees	897	5,942	6,839	-	6,839
Trustee fees	-	4,000	4,000	-	4,000
Bond interest	-	523,866	523,866	(212,225)	311,641
Total Expenditures	<u>46,290</u>	<u>534,326</u>	<u>580,616</u>	<u>(212,225)</u>	<u>368,391</u>
PROGRAM REVENUES					
Capital improvement fees	-	220,000	220,000	-	220,000
Total Program Revenues	<u>-</u>	<u>220,000</u>	<u>220,000</u>	<u>-</u>	<u>220,000</u>
Net Program Income (Expenses)	(46,290)	(314,326)	(360,616)	212,225	(148,391)
GENERAL REVENUES					
Property taxes	44,850	297,047	341,897	-	341,897
Specific ownership taxes	2,744	18,658	21,402	-	21,402
Interest and other income	366	11,814	12,180	-	12,180
Total General Revenues	<u>47,960</u>	<u>327,519</u>	<u>375,479</u>	<u>-</u>	<u>375,479</u>
NET CHANGES IN FUND BALANCES	1,670	13,193	14,863	(14,863)	
CHANGE IN NET POSITION				227,088	227,088
FUND BALANCES/NET POSITION:					
BEGINNING OF YEAR	<u>1,154</u>	<u>1,879</u>	<u>3,033</u>	<u>(5,201,393)</u>	<u>(5,198,360)</u>
END OF YEAR	<u>\$ 2,824</u>	<u>\$ 15,072</u>	<u>\$ 17,896</u>	<u>\$ (4,989,168)</u>	<u>\$ (4,971,272)</u>

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

East Fossil Creek Ranch Metropolitan District No. 2

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

For the Year Ended December 31, 2024

	Original <u>Budget</u>	<u>Actual</u>	Variance Favorable <u>(Unfavorable)</u>
REVENUES			
Property taxes	\$ 43,828	\$ 44,850	\$ 1,022
Specific ownership taxes	2,630	2,744	114
Interest income	<u>-</u>	<u>366</u>	<u>366</u>
Total Revenues	<u>46,458</u>	<u>47,960</u>	<u>1,502</u>
EXPENDITURES			
Transfers to District No. 1	45,581	45,393	188
Treasurer's fees	<u>877</u>	<u>897</u>	<u>(20)</u>
Total Expenditures	<u>46,458</u>	<u>46,290</u>	<u>168</u>
EXCESS (DEFICIENCY) OF REVENUES OVER EXPENDITURES	-	1,670	1,670
FUND BALANCE:			
BEGINNING OF YEAR	<u>1,176</u>	<u>1,154</u>	<u>(22)</u>
END OF YEAR	<u><u>\$ 1,176</u></u>	<u><u>\$ 2,824</u></u>	<u><u>\$ 1,648</u></u>

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

EAST FOSSIL CREEK RANCH METROPOLITAN DISTRICT NO. 2

Notes to Financial Statements December 31, 2024

Note 1: Summary of Significant Accounting Policies

The accounting policies of the East Fossil Creek Ranch Metropolitan District No. 2, (the “District”), located in the Town of Windsor in Larimer 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 in May 2016 in conjunction with East Fossil Creek Ranch Metropolitan District No. 1 (“District No. 1”), as a quasi-municipal organization established under the State of Colorado Special Districts Act. Under the service plan, District No. 1 serves as the coordinating district, and the District serves as the residential financing district. In August 2024, the District and District No. 1 approved the Joint Resolution Dissolving District No. 1. This was approved by the Town of Windsor in January 2025, and recorded on February 5, 2025. Effective the date of recording this dissolution, the District will be responsible for all operations and financing moving forward which was previously managed by District No. 1 (Note 10).

The District was formed for the purpose of financing public improvements related to the development of a residential community known as Fossil Creek Ranch (the “Development”). The Development is slated to include 260 single family detached homes, a neighborhood park, and common open space. The Development is being developed by Forestar (USA) Real Estate Group, Inc. (the “Developer”).

The District's primary revenues are property taxes and capital improvement fees. 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.

EAST FOSSIL CREEK RANCH METROPOLITAN DISTRICT NO. 2

Notes to Financial Statements December 31, 2024

Basis of Presentation

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

The government-wide financial statements (i.e. the governmental funds balance sheet/statement of net position and the governmental funds statement of revenues, expenditures, and changes in fund balances/statement of activities) report information on all of the governmental activities of the District. The statement of net position reports all financial and capital resources of the District. The difference between the (a) assets and deferred outflows of resources and the (b) liabilities and deferred inflows of resources of the District is reported as net position. The statement of activities demonstrates the degree to which expenditures/expenses of the governmental funds are supported by general revenues. 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. The District has one source *Program revenues* to report as of December 31, 2024. Capital improvement fees are collected upon issuance of a building permit in the District and restricted for debt repayments. 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.

EAST FOSSIL CREEK RANCH METROPOLITAN DISTRICT NO. 2

Notes to Financial Statements December 31, 2024

The District reports the following major governmental funds:

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

Debt Service Fund – The Debt Service Fund is used to account for all financial resources accumulated and payments made for principal and interest on long-term liabilities of the District.

Budgetary Accounting

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 their Debt Service Fund budget during the year due to higher than expected bond interest payments.

Assets, Liabilities and Net Position

Fair Value of Financial Instruments

The District's financial instruments include cash and cash equivalents and accounts receivable. The District estimates that the fair value of all financial instruments at December 31, 2024 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.

Interfund Balances

Activities between funds that are representative of lending/borrowing arrangements outstanding at the end of the fiscal year are referred to as "due to/from other funds". These amounts are eliminated in the Statement of Net Position.

EAST FOSSIL CREEK RANCH METROPOLITAN DISTRICT NO. 2

Notes to Financial Statements December 31, 2024

Estimates

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

Deferred Outflows/Inflows of Resources

In addition to assets, the statement of financial position will sometimes report a separate section for deferred outflows of resources. This separate financial statement element, *deferred outflows of resources*, represents a consumption of net position that applies to a future period(s) and so will not be recognized as an outflow of resources (expense/expenditure) until then. The District does not have items that qualify for reporting in this category.

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

Capital Assets

Capital assets, which include property, plant, equipment and infrastructure assets (e.g. roads, bridges, sidewalks, and similar items), are reported in the applicable governmental activities columns in the government-wide financial statements. All capital assets are recorded in District No. 1 as of December 31, 2024.

The costs of normal maintenance and repairs that do not add to the value of the assets or materially extend the life of the asset are not capitalized. Improvements are capitalized and depreciated over the remaining useful lives of the related fixed assets, as applicable using the straight-line method. Land and certain improvements are not depreciated.

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.

EAST FOSSIL CREEK RANCH METROPOLITAN DISTRICT NO. 2

Notes to Financial Statements 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 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 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

Fund Balance

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.

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 \$4,036 of the General Fund balance has been restricted in compliance with this requirement.

The restricted fund balance in the Debt Service Fund in the amount of \$253,938 is restricted for the payment of the 2021A₍₃₎ Bonds (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. The District has no amounts to report as Committed Fund Balance as of December 31, 2024.

EAST FOSSIL CREEK RANCH METROPOLITAN DISTRICT NO. 2

Notes to Financial Statements
December 31, 2024

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. The District has no amounts to report as Assigned Fund Balance as of December 31, 2024.

Unassigned Fund Balance

Unassigned fund balance includes amounts that are available for any purpose.

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.

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 balance of deferred outflows or resources related to those assets. At December 31, 2024 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.

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, 2024, cash and investments are classified in the accompanying financial statements as follows:

Statement of Net Position:	
Cash	\$ -
Cash and investments - Restricted	\$ <u>254,587</u>
Total	\$ <u><u>254,587</u></u>

EAST FOSSIL CREEK RANCH METROPOLITAN DISTRICT NO. 2

Notes to Financial Statements
December 31, 2024

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

Deposits with financial institutions	\$	14,828
Investments – Colotrust		<u>239,759</u>
	\$	<u><u>254,587</u></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

Investment Valuation

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

Credit Risk

The District’s investment policy requires that the District follow state statutes for investments. Colorado statutes specify the types of investments meeting defined rating and risk criteria in which local governments may invest. These investments include obligations of the United States and certain U.S. Government agency entities, certain money market funds, guaranteed investment contracts, and local government investment pools.

Custodial and Concentration of Credit Risk

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

Interest Rate Risk

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

EAST FOSSIL CREEK RANCH METROPOLITAN DISTRICT NO. 2

Notes to Financial Statements
December 31, 2024

Colotrust

As of December 31, 2024, the District had the following investment:

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. The trust operates similarly to a money market fund with each share maintaining a value of \$1.00. The Trust offers shares in two portfolios, Colotrust Prime and Colotrust Plus+. Both investments consist of U.S. Treasury bills and notes and repurchase agreements collateralized by U.S. Treasury securities. Colotrust Plus+ may also invest in certain obligations of U.S. government agencies, highest rated commercial paper and repurchase agreements collateralized by certain obligations of U.S. government agencies. Designated custodian banks provide safekeeping and depository services to the trusts. Substantially all securities owned by the trusts are held by the Federal Reserve Bank in the accounts maintained for the custodian banks. The custodians’ internal records identify the investments owned by Colotrust. At December 31, 2024, the District had \$254,587 invested in Colotrust.

Note 3: Long-term obligations

A description of the long-term obligations as of December 31, 2024, is as follows:

Limited Tax General Obligation Bonds, Series 2021A⁽³⁾

In April 2021, the District issued Limited Tax General Obligation Bonds, Series 2021A⁽³⁾ (the “Series 2021A Bonds”) with a par value of \$4,750,000. The Series 2021A Bonds were issued for the purpose of funding the costs of the public improvements and paying the costs of issuance on the bonds.

The Series 2021A Bonds have a final maturity of December 1, 2048 and bear interest at a rate of 6% calculated on the basis of a 360-day year of twelve 30-day months. Mandatory redemptions of accumulated Pledged Revenues, including the Required Mill Levy, Capital Improvement fees, Specific Ownership Tax collected as a result of the Required Mill Levy and any other money which the District determines at its absolute discretion, are required annually each December 1, commencing December 1, 2021. Due to the “cash flow” nature of the Series 2021A Bonds, there are no scheduled payments on the Series 2021A Bonds prior to the final maturity date.

Any principal of the Series 2021A Bonds that is not paid when due shall remain outstanding until paid or until the Series 2021A Termination Date of December 2, 2052 upon which time any amount of principal or interest on the Series 2021A Bonds that remains unpaid after the application of all Pledged Revenue available shall be deemed to be paid, satisfied and discharged. Interest shall compound annually on each December 1 on any interest on the Series 2021A Bonds that is outstanding at the rate of interest borne by the 2021A Bonds.

EAST FOSSIL CREEK RANCH METROPOLITAN DISTRICT NO. 2

Notes to Financial Statements
December 31, 2024

The 2021A Bond interest payment in December 2024 was incorrectly not made in the full amount of available funds. The related additional interest amount of \$238,866 is recorded as an accrued liability in the debt service fund at December 31, 2024. This amount was paid in July 2025, and is not considered an event of default.

The following is an analysis of changes in long-term debt for the period ending December 31, 2024:

	<u>Balance</u> <u>01/01/24</u>	<u>Additions</u>	<u>Deletions</u>	<u>Balance</u> <u>12/31/24</u>
<u>General Obligation Bonds</u>				
G.O Limited Tax Bonds 2021A	<u>\$4,750,000</u>	<u>\$ -</u>	<u>\$ -</u>	<u>\$4,750,000</u>
	<u>\$4,750,000</u>	<u>\$ -</u>	<u>\$ -</u>	<u>\$4,750,000</u>

Note 4: Debt Authorization

On May 3, 2016, a majority of the qualified electors of the District who voted in the election authorized the issuance of indebtedness of \$223,850,000. As of December 31, 2024, the amount of debt authorized by the District's electorate but unissued was approximately \$219,100,000. Per the District's Service Plan, the District debt is limited to \$16,280,000 of which \$11,530,000 is remaining. The District has not budgeted to issue any debt in 2025.

Note 5: Related Parties

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

Note 6: Agreements

Town Intergovernmental Agreement

On June 15, 2016, the District, District No. 1 and the Town entered into an Intergovernmental Agreement (the "Town IGA") pursuant to the requirements of the Service Plan. The Service Plan and the Town IGA impose a maximum debt mill levy of 34 mills (subject to adjustment) and a maximum operations and maintenance mill levy of 39 mills (also subject to adjustment), provided, however, that the maximum aggregate mill levy are limited to 39 mills in the aggregate.

EAST FOSSIL CREEK RANCH METROPOLITAN DISTRICT NO. 2

Notes to Financial Statements December 31, 2024

Master Intergovernmental Agreement

The District and District No. 1 entered into an Intergovernmental Agreement dated as of February 5, 2021 (the “Master IGA”) which set forth the terms and conditions upon which certain public improvements will be financed, funded, constructed, owned, operated and maintained. Pursuant to the Master IGA, the District, as Financing District, is expected to include all or substantially all of the future development comprising the Development and provide revenue to support the public improvements including through issuance of the Bonds. District No. 1 as Coordinating District, will coordinate the financing, design, acquisition, construction, operation and maintenance of all the public improvements pursuant to the Service Plan. Pursuant to the Master IGA, except for revenues pledged to Debt, the District assigns all revenue raised from all sources to District No. 1 in order to offset the expenses of operating and maintaining the public improvements as provided in the Service Plan. After the dissolution of District No. 1 (Note 10), the District will maintain coordinating activities.

Joint Resolution Calling for Dissolution of District No. 1

On August 26, 2024, the District and District No. 1 entered into a Joint Resolution Calling for the Dissolution of District No. 1. Pursuant to this resolution, the Boards of Directors of both Districts deems it to be in the best interest of the Districts that District No. 1 is dissolved, and to transfer the District No. 1 Assets, Services and Agreements to the District in accordance with the Conveyance Agreement entered into by the two Districts. This dissolution became effective during 2025 (Note 10).

Conveyance Agreement

On August 26, 2024, the District and District No. 1 entered into a Conveyance Agreement. Pursuant to this agreement, the District agrees to own, operate and maintain District No. 1’s assets, provide the District No. 1’s services, accept District No. 1’s rights and assume District No. 1’s obligations under the District No. 1 Agreements as defined in the Conveyance Agreement, to be effective upon the dissolution of District No. 1. Upon the dissolution of District No. 1, all intergovernmental agreements exclusively between the Districts shall be terminated, with the District to assume all responsibilities of District No. 1. This dissolution became effective during 2025 (Note 10).

Capital Improvement Fee

On February 5, 2021, the District adopted a Resolution to Establish a Capital Improvement Fee. Pursuant to this resolution, the District will impose a Capital Improvement Fee in the amount of \$2,000 per single family unit upon all platted lots within the District, due upon issuance of a building permit, to fund a portion of the costs of the Public Improvements (as defined in the agreement). The Capital Improvement Fee is pledged to the payment of the 2021A Bonds. During the year ended December 31, 2024, the District recorded \$220,000 in Capital Improvement Fees related to this agreement.

EAST FOSSIL CREEK RANCH METROPOLITAN DISTRICT NO. 2

Notes to Financial Statements December 31, 2024

Operations Fee

On March 1, 2023, the District and District No. 1 adopted a Joint Resolution Authorizing an Operations Fee, effective January 1, 2023. Pursuant to this resolution, the District will impose a quarterly Operations Fee upon each Lot in the District on which a residential structure has been constructed and transferred to an end user, third-party homeowner, or tenant. The fee will be imposed in the initial amount of up to \$100 per quarter subject to adjustment in an amount not to exceed the rate of inflation. These fees are remitted and reported as revenue in District No. 1 during 2024. Upon dissolution of District No. 1 in 2025 (Note 10), the District will begin collecting and recognizing these fees in income.

Note 7: Tax, Spending and Debt Limitations

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

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

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

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

On May 3, 2016, a majority of the District’s electors authorized the District to collect and spend or retain in a reserve all current levied taxes and fees of the District without regard to any limitations under Article X, Section 20 of the Colorado Constitution.

Note 8: 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.

EAST FOSSIL CREEK RANCH METROPOLITAN DISTRICT NO. 2

Notes to Financial Statements December 31, 2024

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 9: 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) Long-term liabilities such as bonds payable and accrued bond/loan interest payable are not due and payable in the current period and, therefore, are not in the funds.

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

- 1) 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; and,
- 2) governmental funds report developer advances, loan and/or bond proceeds as revenue, which are reported on the full accrual method on the Statement of Net Position; and,
- 3) 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.

Note 10: Subsequent events

District No. 1 Dissolution

On August 26, 2024, the District and District No. 2 entered into a Joint Resolution to approve dissolving District No. 1. This dissolution was approved by the Town of Windsor on October 28, 2024 and ultimately by Larimer County's Order and Decree Dissolving the East Fossil Creek Ranch Metropolitan District No. 1 which was entered on January 8, 2025 and recorded on February 5, 2025. Effective upon this recording by the County, the Conveyance Agreement (Note 6) between the District and District No. 1 became effective, and all Operations, Assets, and developer advance liabilities will be recorded in and become the responsibility of the District.

SUPPLEMENTAL INFORMATION

East Fossil Creek Ranch Metropolitan District No. 2

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

For the year ended December 31, 2024

	Original <u>Budget</u>	Final <u>Budget</u>	<u>Actual</u>	Variance Favorable <u>(Unfavorable)</u>
REVENUES				
Capital improvement fee	\$ 100,000	\$ 200,000	\$ 220,000	\$ 20,000
Property taxes	298,004	298,004	297,047	(957)
Specific ownership tax	17,880	17,880	18,658	778
Interest income	<u>-</u>	<u>-</u>	<u>11,814</u>	<u>11,814</u>
Total Revenues	<u>415,884</u>	<u>515,884</u>	<u>547,519</u>	<u>31,635</u>
EXPENDITURES				
Audit	8,000	-	-	-
Bank fees	-	518	518	-
Bond interest	397,924	499,160	523,866	(24,706)
Treasurer's fees	5,960	5,960	5,942	18
Trustee fees	<u>4,000</u>	<u>4,000</u>	<u>4,000</u>	<u>-</u>
Total Expenditures	<u>415,884</u>	<u>509,638</u>	<u>534,326</u>	<u>(24,688)</u>
EXCESS (DEFICIENCY) OF REVENUES OVER EXPENDITURES				
	-	6,246	13,193	6,947
FUND BALANCE:				
BEGINNING OF YEAR	<u>4,150</u>	<u>4,150</u>	<u>1,879</u>	<u>(2,271)</u>
END OF YEAR	<u>\$ 4,150</u>	<u>\$ 10,396</u>	<u>\$ 15,072</u>	<u>\$ 4,676</u>

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