

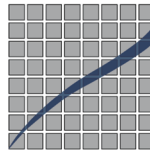
WESTERLY METROPOLITAN DISTRICT NO. 1
Weld County, Colorado

**FINANCIAL STATEMENTS AND
SUPPLEMENTARY INFORMATION**

YEAR ENDED DECEMBER 31, 2024

**WESTERLY METROPOLITAN DISTRICT NO. 1
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YEAR ENDED DECEMBER 31, 2024**

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BiggsKofford

CERTIFIED PUBLIC ACCOUNTANTS

INDEPENDENT AUDITOR'S REPORT

Board of Directors

Westerly Metropolitan District No. 1

Weld County, Colorado

Opinions

We have audited the accompanying financial statements of the governmental activities and each major fund of Westerly Metropolitan District No. 1 ("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, 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 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 the 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 auditing standards generally accepted in the United States of America 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 auditing standards generally accepted in the United States of America, 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.

Other Matters

Required Supplementary Information

Management has omitted 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 which 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, as identified in the table of contents, is presented for purposes of additional analysis and is not a required part of the basic financial statements. Such information is the responsibility of management and was derived from and relates directly to the underlying accounting and other records used to prepare the basic financial statements. Such 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 is fairly stated, in all material respects, in relation to the basic financial statements as a whole.

Other Information

Management is responsible for the other information, as identified in the table of contents. The other information 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 provide any 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.

BiggsKofford, P.C.

Colorado Springs, Colorado
August 27, 2025

BASIC FINANCIAL STATEMENTS

WESTERLY METROPOLITAN DISTRICT NO. 1
STATEMENT OF NET POSITION
DECEMBER 31, 2024

	Governmental Activities
ASSETS	
Cash and Investments - Restricted	\$ 188,501
Prepaid Insurance	12,884
Prepaid Expenses	4,314
Due from WMD2	262
Due from WMD3	3
Due from WMD4	81
Property Tax Receivable	266
Capital Assets:	
Capital Assets Not Being Depreciated	55,360,332
Total Assets	<u>55,566,643</u>
LIABILITIES	
Accounts Payable	305,852
Retainage Payable	908,430
Due to WMD4	34,869
Noncurrent Liabilities:	
Due in More Than One Year	16,736,143
Total Liabilities	<u>17,985,294</u>
DEFERRED INFLOWS OF RESOURCES	
Property Tax Revenue	266
Total Deferred Inflows of Resources	<u>266</u>
NET POSITION	
Restricted for:	
Emergency Reserve	900
Unrestricted	<u>37,580,183</u>
Total Net Position	<u><u>\$ 37,581,083</u></u>

See accompanying Notes to Basic Financial Statements.

WESTERLY METROPOLITAN DISTRICT NO. 1
STATEMENT OF ACTIVITIES
YEAR ENDED DECEMBER 31, 2024

FUNCTIONS/PROGRAMS	Expenses	Program Revenues			Net Revenues (Expenses) and Change in Net Position
		Charges for Services	Operating Grants and Contributions	Capital Grants and Contributions	Governmental Activities
Primary Government:					
Governmental Activities:					
General Government	\$ 503,445	\$ -	\$ 30,691	\$ 1,107,106	\$ 634,352
Interest on Long-Term Debt and Related Costs	625,566	-	-	-	(625,566)
Total Governmental Activities	<u>\$ 1,129,011</u>	<u>\$ -</u>	<u>\$ 30,691</u>	<u>\$ 1,107,106</u>	8,786
GENERAL REVENUES					
Property Taxes					159
Specific Ownership Taxes					6
Interest Income					6,639
Facilities Fees					138,500
Other Revenue					100,001
Total General Revenues and Transfers					<u>245,305</u>
CHANGES IN NET POSITION					254,091
Net Position - Beginning of Year					<u>37,326,992</u>
NET POSITION - END OF YEAR					<u>\$ 37,581,083</u>

See accompanying Notes to Basic Financial Statements.

WESTERLY METROPOLITAN DISTRICT NO. 1
BALANCE SHEET
GOVERNMENTAL FUNDS
DECEMBER 31, 2024

	General	Debt Service	Capital Projects	Total Governmental Funds
ASSETS				
Cash and Investments - Restricted	\$ -	\$ 34,869	\$ 153,632	\$ 188,501
Due from WMD2	262	-	-	262
Due from WMD3	3	-	-	3
Due from WMD4	7	-	74	81
Due from Other Funds	-	-	6,565	6,565
Prepaid Insurance	12,884	-	-	12,884
Prepaid Expenses	-	-	4,314	4,314
Property Tax Receivable	41	225	-	266
Total Assets	<u>\$ 13,197</u>	<u>\$ 35,094</u>	<u>\$ 164,585</u>	<u>\$ 212,876</u>
LIABILITIES, DEFERRED INFLOWS OF RESOURCES, AND FUND BALANCES				
LIABILITIES				
Accounts Payable	\$ 21,454	\$ -	\$ 284,398	\$ 305,852
Retainage Payable	-	-	908,430	908,430
Due to Other Funds	6,565	-	-	6,565
Due to WMD4	-	34,869	-	34,869
Total Liabilities	<u>28,019</u>	<u>34,869</u>	<u>1,192,828</u>	<u>1,255,716</u>
DEFERRED INFLOWS OF RESOURCES				
Deferred Property Tax	<u>41</u>	<u>225</u>	<u>-</u>	<u>266</u>
Total Deferred Inflows of Resources	<u>41</u>	<u>225</u>	<u>-</u>	<u>266</u>
FUND BALANCES				
Nonspendable:				
Prepaid Expense	12,884	-	4,314	17,198
Restricted for:				
Emergency Reserves	900	-	-	900
Capital Projects	-	-	(1,940,987)	(1,940,987)
Committed:				
Capital Projects	-	-	908,430	908,430
Unassigned	<u>(28,647)</u>	<u>-</u>	<u>-</u>	<u>(28,647)</u>
Total Fund Balances	<u>(14,863)</u>	<u>-</u>	<u>(1,028,243)</u>	<u>(1,043,106)</u>
Total Liabilities, Deferred Inflows of Resources, and Fund Balances	<u>\$ 13,197</u>	<u>\$ 35,094</u>	<u>\$ 164,585</u>	

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

Capital assets used in governmental activities are not financial resources and, therefore, are not reported in the funds. 55,360,332

Long-term liabilities, including bonds payable, are not due and payable in the current period and, therefore, are not reported in the funds.

Developer Advance Payable (16,736,143)

Net Position of Governmental Activities \$ 37,581,083

See accompanying Notes to Basic Financial Statements.

WESTERLY METROPOLITAN DISTRICT NO. 1
STATEMENT OF REVENUES, EXPENDITURES, AND CHANGES IN FUND BALANCES (DEFICIT)
GOVERNMENTAL FUNDS
YEAR ENDED DECEMBER 31, 2024

	General	Debt Service	Capital Projects	Total Governmental Funds
REVENUES				
Property Taxes	\$ 25	\$ 134	\$ -	\$ 159
Specific Ownership Taxes	1	5	-	6
Interest Income	15	590	6,034	6,639
Facilities Fees	-	138,500	-	138,500
Sidewalk Fees	-	-	162,815	162,815
Pool Fees	-	-	547,625	547,625
Damage Fees	-	-	112,184	112,184
Other Revenue	1	-	100,000	100,001
IGA Revenue WMD2	29,831	-	-	29,831
IGA Revenue WMD3	260	-	-	260
IGA Revenue WMD4	600	-	3	603
Lennar - Cost Reimbursement	-	-	284,479	284,479
Total Revenues	30,733	139,229	1,213,140	1,383,102
EXPENDITURES				
Current:				
Accounting	92,476	-	-	92,476
Auditing	9,700	-	-	9,700
County Treasurer's Fee	-	2	-	2
Dues And Membership	1,078	-	-	1,078
Election	113	-	-	113
Engineering	-	-	81,585	81,585
Insurance	12,036	-	-	12,036
Intergovernmental Expenditures WMD4	-	139,227	-	139,227
Landscaping	17,864	-	-	17,864
Legal	59,765	-	-	59,765
Miscellaneous	-	-	317	317
Utilities	88,684	-	-	88,684
Website	600	-	-	600
Capital Projects:				
Capital Outlay	-	-	13,253,511	13,253,511
Total Expenditures	282,316	139,229	13,335,413	13,756,958
EXCESS OF REVENUES UNDER EXPENDITURES	(251,583)	-	(12,122,273)	(12,373,856)
OTHER FINANCING SOURCES (USES)				
Developer Advance	236,775	-	15,372,493	15,609,268
Total Other Financing Sources	236,775	-	15,372,493	15,609,268
NET CHANGE IN FUND BALANCES	(14,808)	-	3,250,220	3,235,412
Fund Balances - Beginning of Year	(55)	-	(4,278,463)	(4,278,518)
FUND BALANCES - END OF YEAR	<u>\$ (14,863)</u>	<u>\$ -</u>	<u>\$ (1,028,243)</u>	<u>\$ (1,043,106)</u>

See accompanying Notes to Basic Financial Statements.

**WESTERLY METROPOLITAN DISTRICT NO. 1
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	\$ 3,235,412
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Amounts reported for governmental activities in the statement of activities are different because:

Governmental funds report capital outlays as expenditures. In the statement of activities capital outlay is not reported as an expenditure. However, the statement of activities will report as depreciation expense the allocation of the cost of any depreciable asset over the estimated useful life of the asset. Therefore, this is the amount of capital outlay, depreciation and dedication of capital assets to other governments, in the current period.

Capital Outlay	13,253,511
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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.

Developer Advance	(15,609,267)
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Some expenses reported in the statement of activities do not require the use of current financial resources and, therefore, are not reported as expenditures in governmental funds.

Accrued Interest Payable Developer Advance - Change in Liability	<u>(625,565)</u>
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Changes in Net Position of Governmental Activities	<u><u>\$ 254,091</u></u>
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WESTERLY METROPOLITAN DISTRICT NO. 1
GENERAL FUND
STATEMENT OF REVENUES, EXPENDITURES, AND CHANGES IN FUND BALANCE
BUDGET AND ACTUAL
YEAR ENDED DECEMBER 31, 2024

	Original Budget	Final Budget	Actual Amounts	Variance with Final Budget Positive (Negative)
REVENUES				
Property Taxes	\$ 26	\$ 26	\$ 25	\$ (1)
Specific Ownership Taxes	1	1	1	-
Interest Income	-	8	15	7
Other Revenue	-	1	1	-
IGA Revenue WMD2	28,935	29,838	29,831	(7)
IGA Revenue WMD3	244	264	260	(4)
IGA Revenue WMD4	520	626	600	(26)
Total Revenues	29,726	30,764	30,733	(31)
EXPENDITURES				
Accounting	90,000	115,000	92,476	22,524
Auditing	9,700	9,700	9,700	-
Contingency	3,666	-	-	-
Dues And Membership	1,200	1,078	1,078	-
Election	-	-	113	(113)
Insurance	11,684	12,036	12,036	-
Landscaping	-	17,864	17,864	-
Legal	41,000	65,000	59,765	5,235
Utilities	-	65,000	88,684	(23,684)
Website	750	600	600	-
Total Expenditures	158,000	286,278	282,316	3,962
EXCESS OF REVENUES OVER (UNDER) EXPENDITURES	(128,274)	(255,514)	(251,583)	3,931
OTHER FINANCING SOURCES (USES)				
Developer Advance	128,274	255,569	236,775	(18,794)
Total Other Financing Sources (Uses)	128,274	255,569	236,775	(18,794)
NET CHANGE IN FUND BALANCE	-	55	(14,808)	(14,863)
Fund Balance - Beginning of Year	-	3,022	(55)	(3,077)
FUND BALANCE - END OF YEAR	<u>\$ -</u>	<u>\$ 3,077</u>	<u>\$ (14,863)</u>	<u>\$ (17,940)</u>

See accompanying Notes to Basic Financial Statements.

WESTERLY METROPOLITAN DISTRICT NO. 1
NOTES TO BASIC FINANCIAL STATEMENTS
DECEMBER 31, 2024

NOTE 1 DEFINITION OF REPORTING ENTITY

Westerly Metropolitan District No. 1 (the District), a quasi-municipal corporation and a political subdivision of the state of Colorado, was organized by order and decree of the Weld County District Court on June 24, 2020, and is governed pursuant to provisions of the Colorado Special District Act (Title 32, Article 1, Colorado Revised Statutes). The District operates under a Service Plan approved by the Town of Erie.

At a special election of the eligible electors of the District on May 5, 2020, a majority of those qualified to vote voted in favor of certain ballot questions authorizing the issuance of indebtedness and imposition of taxes for the payment thereof, for the purpose of providing financing for the design, acquisition, installation, construction and completion of certain public improvements and services. Westerly Metropolitan District No. 1, Westerly Metropolitan District No. 2, Westerly Metropolitan District No. 3, and Westerly Metropolitan District No. 4 are expected to work together to provide for the acquisition, construction, and financing of the public improvements for the construction or acquisition of the infrastructure.

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 taxes and intergovernmental revenues.

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.

WESTERLY METROPOLITAN DISTRICT NO. 1
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 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. The District has determined that Developer advances are not considered as revenue susceptible to accrual. 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 and interest on long-term general obligation debt of the governmental funds.

The Capital Projects Fund is used to account for financial resources to be used for the acquisition and construction of capital equipment and facilities.

WESTERLY METROPOLITAN DISTRICT NO. 1
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 has amended its annual budget for the year ended December 31, 2024.

Pooled Cash and Investments

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 single bank account. Cash in excess of immediate operating requirements is pooled for deposit and investment flexibility. Investment earnings are allocated periodically to the participating funds based upon each fund's average equity balance in the total cash.

Property Taxes

Property taxes are levied by the District's Board of Directors. The levy is based on assessed valuations determined by the County Assessor generally as of January 1 of each year. The levy is normally set by December 15 by certification to the County Commissioners to put the tax lien on the individual properties as of January 1 of the following year. The County Treasurer collects the determined taxes during the ensuing calendar year. The taxes are payable by April 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 unearned property tax revenues are recorded as revenue in the year they are available or collected.

Interfund Balances

The District reports interfund balances that are representative of lending/borrowing arrangements between funds in the fund financial statements as due to/from other funds (current portion of interfund loans) or advances to/from other funds (long-term portion of interfund loans). The interfund balances have been eliminated in the government-wide statements except for the residual balances between the governmental activities and business-type activities, which are reported as internal balances.

WESTERLY METROPOLITAN DISTRICT NO. 1
NOTES TO BASIC FINANCIAL STATEMENTS
DECEMBER 31, 2024

NOTE 2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

Interfund Balances (Continued)

Noncurrent portions of long-term interfund loans receivable (reported in "Advance from" asset accounts in the fund financial statements) are equally offset by a nonspendable account which indicates that they do not constitute "available spendable resources" since they are not a component of net current assets. Current portions of long-term interfund loans receivable and other miscellaneous interfund receivables (reported in "Due from" asset accounts) are considered "available spendable resources".

Facilities Fees

Effective October 28, 2020, the District adopted a resolution imposing facilities fees which are due and payable on or before the issuance of a building permit for any Residential Unit or Commercial Unit on a Lot. The fee, at the District's discretion, may be used for costs associated with payment of bonds and capital infrastructure. The fees are \$1,700 per single family detached or residential unit, and \$1,200 per single family attached residence. In addition, the District collects Sidewalk Fees and Damage Fees which fund repairs of Capital Infrastructure. The Pool Fee is collected at time of home sales to fund the construction of the Amenity Center.

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 column in the government-wide financial statements. Capital assets are defined by the District as assets with an initial, individual cost of more than \$5,000. Such assets are recorded at historical cost or estimated historical cost if purchased or constructed. Donated capital assets are recorded at acquisition value at the date of donation.

Deferred Inflows 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.

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.

WESTERLY METROPOLITAN DISTRICT NO. 1
NOTES TO BASIC FINANCIAL STATEMENTS
DECEMBER 31, 2024

NOTE 2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

Equity (Continued)

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.

The General Fund reported a deficit in the fund financial statements as of December 31, 2024. The deficit will be eliminated with the receipt of funds advanced by the Developer in 2025.

WESTERLY METROPOLITAN DISTRICT NO. 1
NOTES TO BASIC FINANCIAL STATEMENTS
DECEMBER 31, 2024

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 Investments	\$ -
Cash and Investments - Restricted	188,501
Total Cash and Investments	<u>\$ 188,501</u>

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

Deposits with Financial Institutions	\$ 167,510
Investments	20,991
Total Cash and Investments	<u>\$ 188,501</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 had a bank balance and carrying balance of \$167,510.

Investments

The District has adopted an investment policy by which it follows state statutes regarding investments.

The District generally limits its concentration of investments to those noted with an asterisk (*) below, 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.

WESTERLY METROPOLITAN DISTRICT NO. 1
NOTES TO BASIC FINANCIAL STATEMENTS
DECEMBER 31, 2024

NOTE 3 CASH AND INVESTMENTS (CONTINUED)

Investments (Continued)

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 of the World Bank
- . Certain international agency securities
- . 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 collateralized by certain authorized securities
- . Certain money market funds
- . Guaranteed investment contracts
- * Local government investment pools

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

<u>Investment</u>	<u>Maturity</u>	<u>Amount</u>
The District invested in the Colorado Surplus Asset Fund Trust (CSAFE)	Weighted-Average Under 60 Days	\$ 20,991
Total		<u>\$ 20,991</u>

CSAFE

The District invested in the Colorado Surplus Asset Fund Trust (CSAFE) (the Trust), which is an investment vehicle established by state statute for local government entities to pool surplus assets. The State Securities Commissioner administers and enforces all State statutes governing the Trust. The Trust currently offers two portfolios – CSAFE CASH FUND and CSAFE CORE.

CSAFE CASH FUND operates similar to a money market fund, with each share valued at \$1.00. CSAFE CASH FUND may invest in U.S. Treasury securities, repurchase agreements collateralized by U.S. Treasury securities, certain money market funds, highest rated commercial paper, and any security allowed under Section 24-75-601.1, C.R.S.

CSAFE CORE, a variable Net Asset Value (NAV) Local Government Investment Pool, offers weekly liquidity and is managed to approximate a \$2.00 transactional share price. CSAFE CORE may invest in securities authorized by Section 24-75-601.1, C.R.S., including U.S. Treasury securities, repurchase agreements collateralized by U.S. Treasury securities, certain obligations of U.S. government agencies, and highest rated commercial paper.

WESTERLY METROPOLITAN DISTRICT NO. 1
NOTES TO BASIC FINANCIAL STATEMENTS
DECEMBER 31, 2024

NOTE 3 CASH AND INVESTMENTS (CONTINUED)

CSAFE (Continued)

A designated custodial bank serves as custodian for CSAFE's portfolio pursuant to a custodian agreement. The custodian acts as safekeeping agent for CSAFE's investment portfolio and provides services as the depository in connection with direct investments and withdrawals. The custodian's internal records segregate investments owned by CSAFE. CSAFE CASH FUND is rated AAmmf and CSAFE CORE is rated AAAf/S1 by Fitch Ratings. CSAFE records its investments at amortized cost and the District records its investments in CSAFE at net asset value as determined by amortized cost. There are no unfunded commitments, the redemption frequency is daily and there is no redemption notice period.

NOTE 4 CAPITAL ASSETS

An analysis of the changes in capital assets for the year ended December 31, 2024 follows:

	Balance at December 31, 2023	Increases	Decreases	Balance at December 31, 2024
Governmental Activities:				
Capital Assets, Not Being Depreciated:				
Construction in Progress	\$ 42,106,821	\$ 13,253,511	\$ -	\$ 55,360,332
Capital Assets, Net	<u>\$ 42,106,821</u>	<u>\$ 13,253,511</u>	<u>\$ -</u>	<u>\$ 55,360,332</u>

NOTE 5 LONG-TERM OBLIGATIONS

The following is an analysis of the 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
Other Debts:					
Developer Advance - Operating	\$ 334,783	\$ 236,775	\$ -	\$ 571,558	\$ -
Developer Advances - Capital	146,439	15,372,492	-	15,518,931	-
Accrued Interest on:					
Developer Advance - Operating	3,773	50,811	-	54,584	-
Developer Advances - Capital	16,315	574,755	-	591,070	-
Total Long-Term Obligations	<u>\$ 501,310</u>	<u>\$ 16,234,833</u>	<u>\$ -</u>	<u>\$ 16,736,143</u>	<u>\$ -</u>

WESTERLY METROPOLITAN DISTRICT NO. 1
NOTES TO BASIC FINANCIAL STATEMENTS
DECEMBER 31, 2024

NOTE 5 LONG TERM OBLIGATIONS (CONTINUED)

Authorized Debt

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

	Amount Authorized on May 5th, 2020	Authorization Used By Westerly Metropolitan District No. 4	Authorized But Unissued
Special Assessment	\$ 100,000,000	\$ -	\$ 100,000,000
Streets	100,000,000	19,560,420	80,439,580
Parks & Recreation	100,000,000	10,933,423	89,066,577
Water	100,000,000	3,749,630	96,250,370
Sanitation	100,000,000	12,307,527	87,692,473
Private Agreements	100,000,000	-	100,000,000
Transportation	100,000,000	-	100,000,000
Mosquito Control	100,000,000	-	100,000,000
Safety Protection	100,000,000	-	100,000,000
Fire Protection	100,000,000	-	100,000,000
Television Relay and Translation	100,000,000	-	100,000,000
Security Services	100,000,000	-	100,000,000
O&M	100,000,000	-	100,000,000
Debt Refunding	1,100,000,000	-	1,100,000,000
Intergovernmental Agreements	100,000,000	-	100,000,000
Drilling	100,000,000	-	100,000,000
Total	<u>\$ 2,600,000,000</u>	<u>\$ 46,551,000</u>	<u>\$ 2,553,449,000</u>

The Service Plan currently limits the aggregate Debt (as defined in the Service Plan) that may be issued by the Districts to \$100,000,000.

In the future, the District may issue a portion or all of the remaining authorized but unissued general obligation debt for purposes of providing public improvements to support development as it occurs within the District's service area; however, as of the date of this audit, the amount and timing of any debt issuances is not determinable.

NOTE 6 NET POSITION

The District has net position consisting of two components – restricted and unrestricted.

The restricted component of the net position consists of assets that are restricted for use of either externally imposed by creditors, grantors contributors, or laws and regulations of other governments or imposed by law through constitutions provisions or enabling legislation. As of December 31, 2024 the District had restricted net position as follows:

	Governmental Activities
Restricted Net Position:	
Emergencies	\$ 900
Total Restricted Net Position	<u>\$ 900</u>

**WESTERLY METROPOLITAN DISTRICT NO. 1
NOTES TO BASIC FINANCIAL STATEMENTS
DECEMBER 31, 2024**

NOTE 7 AGREEMENTS

District Coordinating Services Agreement (District Nos. 1-4)

Effective as of October 28, 2020, 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 public improvements within such Districts. Pursuant to the Coordinating Services Agreement, District No. 1 was designated as the “coordinating district” (the Coordinating District). Districts No. 2-4 were each designated as “financing districts” (the Financing Districts).

Town of Erie Intergovernmental Agreement

On January 28, 2020, the District and District Nos. 2-4, entered into an intergovernmental agreement with the Town of Erie to provide services as set forth in the District’s Service Plan.

Capital Pledge Agreement

On February 19, 2021, the District and District Nos. 2-4 (collectively, the Pledge Districts), and the Trustee entered into a Capital Pledge Agreement, which provides property tax revenue derived from the taxable property in the Pledge Districts and other revenue received by the Pledge Districts, combined with revenue of the District, to pay debt service on District No. 4’s Bonds.

Pledge Agreement Revenues means the moneys derived from the Pledge Districts’ Capital Revenue. The Pledge Districts’ Capital Revenue includes the following: (a) the Mandatory Capital Levy; including, without limitation, the ad valorem property tax revenues derived from imposition of the Mandatory Capital Levy in tax levy year 2020 (for tax collection year 2021); (b) the Pledge Districts’ Capital Fees; (c) the portion of the Specific Ownership Tax which is collected as a result of imposition of the Mandatory Capital Levy; and (d) any PILOT (payment in lieu of taxes) revenues received from any PILOT recorded against any Pledge Districts’ property.

“Mandatory Capital Levy” means an ad valorem mill levy imposed upon all taxable property in each of the Pledge Districts each year in an amount sufficient (together with any PILOT revenues) to pay District No. 4’s Bonds when due, but (i) not in excess of 55 mills (subject to adjustment for changes in the method of calculating assessed valuation on or after January 1, 2017); and (ii) not less than 55 mills (subject to adjustment), or such lesser mill levy which will fund District No. 4’s Senior Surplus Fund up to the Maximum Surplus Amount and pay all of the principal of and interest on District No. 4’s Subordinate Bonds in full, for so long as the Senior Surplus Fund is less than the Maximum Surplus Fund Amount and District’s Subordinate Bonds are outstanding. The Mandatory Capital Levy is net of the collection costs of the County and any tax refunds or abatement authorized by or on behalf of the County.

WESTERLY METROPOLITAN DISTRICT NO. 1
NOTES TO BASIC FINANCIAL STATEMENTS
DECEMBER 31, 2024

NOTE 8 RELATED PARTIES

The property within the District is being developed by Erie Land, LLC a subsidiary of Southern Land Company, LLC (Developer). During 2024, all of the members of the Board of Directors were officers or employees of, or otherwise associated with the Developer, and may have conflicts of interest in matters involving the District.

Infrastructure Acquisition and Reimbursement Agreement

The District, District No. 1, and the Developer entered into an Infrastructure Acquisition and Reimbursement Agreement, effective October 28, 2020. Pursuant to the agreement, the District and the Developer acknowledge that District No. 1 is authorized to construct, acquire and install public improvements, and other facilities and services that benefit the Property, subject to the limitations set forth in the Service Plan.

Pursuant to the agreement, it is acknowledged that the Developer has incurred certain costs related to public infrastructure for the benefit of the District, and may incur additional costs related thereto, and that the District agrees to 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 the District, after such costs are reviewed and certified by the District's Engineer and Accountant.

To the extent that such certified District eligible costs remain outstanding, such amounts shall continue to be due and accrue simple interest at the rate of 6.5% per annum until they are paid in full or are included in the principal amount of reimbursement obligation with the Developer. As of December 31, 2024, outstanding advances under the agreement totaled \$1,334,519 and accrued interest totaled \$50,149.

Funding and Reimbursement Agreement (Capital)

On December 7, 2023, the District entered into a Capital Funding and Reimbursement Agreement to repay advances made by the Developer for capital infrastructure costs. The District agreed to repay the Developer for such capital advances not to exceed \$12,000,000 plus accrued interest at the rate of 6.5%. The District intends to replace this source of funding with a new bond issuance in the future. As of December 31, 2024, outstanding advances under the agreement totaled \$14,184,412 and accrued interest totaled \$540,921.

Funding and Reimbursement Agreement (Operations and Maintenance)

On October 28, 2020, and amended effective January 1, 2023, the District entered into a Funding and Reimbursement Agreement with the Developer to repay advances made by the Developer for operations and maintenance (O&M) costs.

The Developer agrees to loan to the District one or more sums of money, not to exceed the aggregate of \$115,000 per annum for three years, up to \$345,000. These funds shall be loaned to the District in one or a series of installments and shall be available to the District through December 31, 2025 (as the same may be amended pursuant to an annual review evidenced by supplement or amendment hereto, the Loan Obligation Termination Date).

WESTERLY METROPOLITAN DISTRICT NO. 1
NOTES TO BASIC FINANCIAL STATEMENTS
DECEMBER 31, 2024

NOTE 8 RELATED PARTIES (CONTINUED)

Funding and Reimbursement Agreement (Operations and Maintenance) (Continued)

The District agreed to repay the Developer for such O&M advances plus accrued interest at the rate of 6.5%. As of December 31, 2024, outstanding advances under the agreement totaled \$571,558 and accrued interest totaled \$31,732.

Development and Cost Reimbursement Agreement

On December 7, 2021 ("Effective date") the District entered into an agreement with FS Erie Estates, LLC and Lennar Colorado, LLC. Erie Land Company is the owner of certain property within the District, Lennar Colorado is the contract purchaser of property owned by FS Erie Estates, LLC within the District. All parties desire to construct a water line which will mutually benefit the properties. Lennar agrees to reimburse the District \$250,000 once 50% of the pipeline has been installed plus 6% simple interest per annum calculated from the Effective date through the date of payment. Lennar will make another payment of \$250,000 after completion of the project with accrued interest calculated in the same manner as the first payment. As of December 31, 2024 Lennar paid the full amount of \$500,000 and interest totaling \$65,054, including payments of \$284,479 during the year ended December 31, 2024. In addition to the payments made by Lennar of \$284,479, the District received an additional \$100,000 from Lennar during the year ended December 31, 2024 that is included in other revenue on the financial statements for an agreement between Lennar and the Developer where by Lennar would be allowed to install a temporary storm pipe in the Districts borders.

Independent Contractor Agreement

On April 25, 2024 the District entered into an agreement with Southern Land Company (the Contractor). The District engaged the Contractor to provide design and procurement services for the Westerly Amenity Center. Invoices shall be submitted to the District by the 10th of every month, and the district shall pay within 30 days of receiving an invoice. The agreement will terminate upon completion of the services or with 30 days written notice from either party. The agreement renews January 1st of every succeeding year for an additional year if the agreement was not terminated.

NOTE 9 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.

WESTERLY METROPOLITAN DISTRICT NO. 1
NOTES TO BASIC FINANCIAL STATEMENTS
DECEMBER 31, 2024

NOTE 10 TAX, SPENDING, AND DEBT LIMITATION

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.

During the May 5, 2020 election, the District's voters allowed the District to collect and spend revenues without regard to any spending, revenue raising, or other limitations contained within 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's management believes it is in compliance with the provisions of TABOR. However, TABOR is complex and subject to interpretation. Many of the provisions, including the interpretation of how to calculate Fiscal Year Spending limits, will require judicial interpretation.

NOTE 11 COMMITMENTS AND CONTINGENCIES

Construction Commitments

As of December 31, 2024, the District had unexpended construction related contract commitments of approximately \$17,576,845.

SUPPLEMENTARY INFORMATION

**WESTERLY METROPOLITAN DISTRICT NO. 1
DEBT SERVICE FUND
SCHEDULE OF REVENUES, EXPENDITURES, AND CHANGES IN FUND BALANCE –
BUDGET AND ACTUAL
YEAR ENDED DECEMBER 31, 2024**

	Original and Final Budget	Actual Amounts	Variance with Final Budget Positive (Negative)
REVENUES			
Property Taxes	\$ 141	\$ 134	\$ (7)
Specific Ownership Taxes	6	5	(1)
Interest Income	25	590	565
Facilities Fees	150,000	138,500	(11,500)
Total Revenues	150,172	139,229	(10,943)
EXPENDITURES			
County Treasurer's Fee	2	2	-
Intergovernmental Expenditures WMD4	150,145	139,227	10,918
Contingency	25	-	25
Total Expenditures	150,172	139,229	10,943
NET CHANGE IN FUND BALANCE	-	-	-
Fund Balance - Beginning of Year	-	-	-
FUND BALANCE - END OF YEAR	<u>\$ -</u>	<u>\$ -</u>	<u>\$ -</u>

WESTERLY METROPOLITAN DISTRICT NO. 1
CAPITAL PROJECTS FUND
SCHEDULE OF REVENUES, EXPENDITURES, AND CHANGES IN FUND BALANCE –
BUDGET AND ACTUAL
YEAR ENDED DECEMBER 31, 2024

	Original and Final Budget	Actual Amounts	Variance with Final Budget Positive (Negative)
REVENUES			
Sidewalk Fees	\$ 100,000	\$ 162,815	\$ 62,815
Pool Fees	1,000,000	547,625	(452,375)
Damage Fees	100,000	112,184	12,184
Interest Income	-	6,034	6,034
Lennar - Cost Reimbursement	-	284,479	284,479
IGA Revenue WMD4	-	3	3
Other Revenue	-	100,000	100,000
Total Revenues	1,200,000	1,213,140	13,140
EXPENDITURES			
Engineering	250,000	81,585	168,415
Miscellaneous	-	317	(317)
Capital Outlay	18,000,000	13,253,511	4,746,489
Total Expenditures	18,250,000	13,335,413	4,914,587
EXCESS OF REVENUES OVER (UNDER) EXPENDITURES	(17,050,000)	(12,122,273)	4,927,727
OTHER FINANCING SOURCES (USES)			
Developer Advance	17,050,000	15,372,493	(1,677,507)
Total Other Financing Sources (Uses)	17,050,000	15,372,493	(1,677,507)
NET CHANGE IN FUND BALANCE	-	3,250,220	3,250,220
Fund Balance - Beginning of Year	-	(4,278,463)	(4,278,463)
FUND BALANCE - END OF YEAR	<u>\$ -</u>	<u>\$ (1,028,243)</u>	<u>\$ (1,028,243)</u>

OTHER INFORMATION

WESTERLY METROPOLITAN DISTRICT NO. 1
SCHEDULE OF ASSESSED VALUATION, MILL LEVY, AND PROPERTY TAXES COLLECTED
DECEMBER 31, 2024

Year Ended December 31,	Assessed Valuation	Total Mills Levied		Total Property Taxes		Percent Collected to Levied
		General Operations	Debt Service	Levied	Collected	
2020	\$ 450	10.000	61.230	\$ 32	\$ 32	100.00 %
2021	450	10.000	61.230	32	32	100.00 %
2022	2,590	10.000	61.230	184	185	100.54 %
2023	3,930	10.000	55.000	255	255	100.18 %
2024	2,460	10.394	57.167	167	159	95.21 %
Estimated for Year Ending December 31, 2025	\$ 3,940	10.394	57.169	\$ 266		

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.