#### 2023 ANNUAL REPORT COPPERLEAF METROPOLITAN DISTRICT NO. 4

As required by Section 32-1-207(3)(c), C.R.S., the following report of the activities of the Copperleaf Metropolitan District No. 4 (the "**District**") from January 1, 2023 to December 31, 2023 is hereby submitted:

- A. <u>Boundary changes made</u>: There were no boundary changes made during the report year.
- B. <u>Intergovernmental Agreements entered into or terminated</u>: There were no Intergovernmental Agreements entered into or terminated during the report year.
- C. Access information to obtain a copy of rules and regulations adopted: As of the end of the report year, the District has not adopted any rules and regulations. If any rules and regulations are adopted, they can be obtained from: McGeady Becher Cortese Williams P.C., 450 E. 17<sup>th</sup> Ave., Suite 400, Denver, CO 80203-1254. Phone: 303-592-4380. Email: info@specialdistrictlaw.com.
- D. <u>Summary of litigation involving the District's public improvements</u>: There was no litigation involving the District's public improvements during the report year.
- E. <u>Status of the District's construction of public improvements</u>: The District is not directly constructing any public improvements. As of the end of the report year, the following Building Permits and/or Certificates of Occupancy have been issued for the various portions of the development, as follows:
  - East Planned Commercial Development: Building Permits have been issued for SCL Health and Daycare #1 East.
  - West Planned Commercial Development: Building Permits and Certificates of Occupancy have been issued for NHA Daycare, Murphy Oil, and Christian Bros. Automotive.
  - Planned Residential Development: The plat and site plan for a 175-unit market rate apartment complex have been approved by the County. Site work has been completed and they have received permits on their two main buildings. A Certificate of Occupancy has been issued for Affinity at Copperleaf. Certificates of Occupancy for the Clubhouse and 29 units of the Grand Peaks Apartment have been issued.
- F. Conveyances or dedications of facilities or improvements, constructed by the District, to the County: Public street improvements on E. Quincy Ave. and S. Picadilly St. in Copperleaf Filing No. 25 were accepted for full maintenance by Arapahoe County on July 20, 2023.
- G. Final assessed valuation of the District for the reporting year: \$20,102,853.

- H. <u>Current year's budget:</u> A copy of the District's 2024 budget is attached hereto as **Exhibit A**.
- Audited financial statements for the reporting year (or application for exemption from audit): A copy of the District's 2023 audit is attached hereto as Exhibit B.
- J. Notice of any uncured events of default by the District, which continue beyond a ninety (90) day period, under any debt instrument: To our knowledge, there are no uncured events of default by the District which continue beyond a ninety (90) day period.
- K. Any inability of the District to pay its obligations as they come due, in accordance with the terms of such obligations, which continues beyond a ninety (90) day period: To our knowledge, the District has been able to pay its obligations as they come due.

#### **EXHIBIT A**

2024 Budget

#### **RESOLUTION NO. 2023-11-02**

#### RESOLUTION TO ADOPT BUDGET AND APPROPRIATE SUMS OF MONEY

RESOLUTION OF THE BOARD OF DIRECTORS OF
COPPERLEAF METROPOLITAN DISTRICT NO. 4, ARAPAHOE COUNTY,
COLORADO, PURSUANT TO SECTION 29-1-108, C.R.S., SUMMARIZING
EXPENDITURES AND REVENUES FOR EACH FUND, ADOPTING A BUDGET AND
APPROPRIATING SUMS OF MONEY FOR THE BUDGET YEAR 2024

- A. The Board of Directors of the Copperleaf Metropolitan District No. 4 (the "District") has appointed Simmons & Wheeler, P.C. to prepare and submit a proposed budget to said governing body at the proper time.
- B. Simmons & Wheeler, P.C. has submitted a proposed budget to this governing body by October 15, 2023 for its consideration.
- C. Upon due and proper notice, published or posted in accordance with the law, said proposed budget was open for inspection by the public at a designated place, a public hearing was held on November 14, 2023, and interested taxpayers were given the opportunity to file or register any objections to said proposed budget.
- D. The budget has been prepared to comply with all terms, limitations and exemptions, including, but not limited to, reserve transfers and expenditure exemptions, under Article X, Section 20 of the Colorado Constitution ("TABOR") and other laws or obligations which are applicable to or binding upon the District.
- E. Whatever increases may have been made in the expenditures, like increases were added to the revenues so that the budget remains in balance, as required by law.
- F. The Board of Directors has made provision therein for revenues in an amount equal to or greater than the total proposed expenditures as set forth in said budget.
- G. It is not only required by law, but also necessary to appropriate the revenues provided in the budget to and for the purposes described below, thereby establishing a limitation on expenditures for the operations of the District.

NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF DIRECTORS OF THE COPPERLEAF METROPOLITAN DISTRICT NO. 4, ARAPAHOE COUNTY, COLORADO:

- 1. The budget, as submitted, amended, and summarized by fund, is hereby approved and adopted as the budget of the District for the year stated above.
- 2. The budget is hereby approved and adopted, shall be certified by the Secretary of the District to all appropriate agencies and is made a part of the public records of the District.

3. The sums set forth as the total expenditures of each fund in the budget attached hereto as **Exhibit A** and incorporated herein by reference are hereby appropriated from the revenues of each fund, within each fund, for the purposes stated.

RESOLUTION APPROVED AND ADOPTED on November 14, 2023.

## COPPERLEAF METROPOLITAN DISTRICT NO. 4

By:	richard a. frank	
-	President	

Attest:

By: Craig Sorensen
Secretary

#### **EXHIBIT A**

Budget

A-1

#### COPPERLEAF METROPOLITAN DISTRICT NO. 4 2024 BUDGET MESSAGE

Attached please find a copy of the adopted 2024 budget for the Copperleaf Metropolitan District No. 4.

The Copperleaf Metropolitan District No. 4 has adopted two funds, a General Fund to provide for transfers to Copperleaf Metropolitan District No. 1 for the payment of general operating expenditures; and a Debt Service Fund to account for the payment of principal and interest on the outstanding general obligation bonds.

The district's accountants have utilized the modified accrual basis of accounting, and the budget has been adopted after proper postings, publications and public hearing.

The primary source of revenue for the district in 2024 will be tax revenue and CAM income. The district intends to impose a 55.431 mill levy on property within the district for 2024, of which 2.017 mills are dedicated to the General Fund and the balance of 53.431 mills are dedicated to the Debt Service Fund.

# Copperleaf Metropolitan District No. 4 Adopted Budget General Fund For the Year ended December 31, 2024

	Actual <u>2022</u>	Adopted Budget 2023	Actual 6/30/2023	Estimate 2023	Adopted Budget 2024
Beginning fund balance	\$ 240,368	\$ 220,219	\$ 87,443	\$ 87,443	\$ 15,153
Revenues:					
Property taxes	58,374	27,656	26,549	27,656	40,547
Specific ownership taxes	4,624	1,659	908	1,659	2,439
CAM Billings	34,723	40,642	20,321	40,642	42,498
Interest income	8,458	300	3,550	4,000	5,000
Total revenues	106,179	70,257	51,328	73,957	90,484
Total funds available	346,547	290,476	138,771	161,400	105,637
Expenditures:					
Audit	4,400	5,000		4,800	5,300
Treasurer fees	870	415	398	1,099	608
Transfer to District No. 1	215,015	80,000	40,000	80,000	25,186
Accounting - PIF Collections	6,355	15,000	7,500	15,000	15,000
CAM-District manager	9,750	20,000	7,500	15,000	20,000
CAM-Parking Sweep & Clean		5,242	2,621	5,242	5,330
CAM-Landscaping	2,463	2,000	1,000	2,000	2,000
CAM-Repairs/Asphalt & Concrete	547	4,600	0.60	4,600	4,600
CAM-Repairs - Other		1,800	12	1,200	2,400
CAM-Maintenance	2,406		/8	=	=
CAM-Snow Removal	17,298	17,306	8,653	17,306	17,306
Contingency	<del>-</del>	131,720	ù	=	
Emergency reserve (3%)		7,393			7,907
Total expenditures	259,104	290,476	67,672	146,247	105,637
Ending fund balance	\$ 87,443	<u> </u>	\$ 71,099	\$ 15,153	\$ -
Assessed valuation		\$ 13,827,767			\$ 20,102,853
Mill Levy		2.000			2.017

# Copperleaf Metropolitan District No. 4 Adopted Budget Capital Projects Fund For the Year ended December 31, 2024

	Actual <u>2022</u>	Adopted Budget 2023	Actual 06/30/23	Estimate 2023	Adopted Budget <u>2024</u>	
Beginning fund balance	\$ -	\$ 62,224	<u>\$</u>	<u>\$ -</u>	\$ -	
Revenues: System Development Fees			) <del>-</del>	(/ <u>***</u>		
Total revenues						
Total funds available	3	62,224				
Expenditures: Transfer to debt service fund		62,224				
Total expenditures		62,224				
Ending fund balance	\$ -	<u> </u>	\$ -	\$	\$	

# Copperleaf Metropolitan District No. 4 Adopted Budget Debt Service Fund For the Year ended December 31, 2024

	Actual <u>2022</u>	Adopted Budget <u>2023</u>	Actual <u>06/30/23</u>	Estimate 2023	Adopted Budget <u>2024</u>
Beginning fund balance	\$ 2,471,486	\$ 2,546,266	\$ 2,223,372	\$ 2,223,372	\$ 2,553,702
Revenues:					
Property taxes	428,629	691,388	663,713	691,388	1,074,299
Specific ownership taxes	28,900	41,483	22,691	41,483	64,458
PIF Income	293,422	638,580	220,200	638,580	638,580
Interest income	37,638	9,831	685	2,500	13,710
Transfer from capital projects		62,224	. <u> </u>		
Total revenues	788,589	1,443,506	907,289	1,373,951	1,791,047
Total funds available	3,260,075	3,989,772	3,130,661	3,597,323	4,344,749
rotal fariae available					
Funerality rest					
Expenditures:	4 000 050	4 002 250	511,625	1,023,250	1,023,250
Bond Interest Ser2020A	1,023,250	1,023,250	511,025	1,023,230	95,000
Bond principal Ser2020A		40.000	0.000	40.000	•
Trustee / paying agent fees	7,000	10,000	6,000	10,000	10,000
Treasurer's fees	6,453	10,371	9,956	10,371	16,114
Total expenditures	1,036,703	1,043,621	527,581	1,043,621	1,144,364
Ending fund balance	\$ 2,223,372	\$ 2,946,151	\$ 2,603,080	\$ 2,553,702	\$ 3,200,385
<b>J</b>					
Assessed valuation		\$ 13,827,767			\$ 20,102,853
					\$ 9,821
Assessed valuation - Bonds		<u>\$</u> -	•		<del></del>
		4 705 750			1,735,750
Reserve Fund		1,735,750			1,735,730
AAN I a		E0 000			53.414
Mill Levy		50.000	<u> </u>		33.414
					EE 404
Total Mill Levy		52.000	•		55.431

I, Craig Sorensen, hereby certify that I am the duly appointed Secretary of the Copperleaf Metropolitan District No. 4, and that the foregoing is a true and correct copy of the budget for the budget year 2024, duly adopted at a meeting of the Board of Directors of the Copperleaf Metropolitan District No. 4 held on November 14, 2023.

Craig Sorensen
Secretary

#### **RESOLUTION NO. 2023-11-03**

#### RESOLUTION TO SET MILL LEVIES

RESOLUTION OF THE COPPERLEAF METROPOLITAN DISTRICT NO. 4 LEVYING GENERAL PROPERTY TAXES, PURSUANT TO SECTION 39-1-111, C.R.S., FOR THE YEAR 2023, TO HELP DEFRAY THE COSTS OF GOVERNMENT FOR THE 2024 BUDGET YEAR

- A. The Board of Directors of the Copperleaf Metropolitan District No. 4 (the "**District**") has adopted an annual budget in accordance with the Local Government Budget Law, on November 14, 2023.
- B. The adopted budget is attached as Exhibit A to the Resolution of the Board of Directors of the District to Adopt Budget and Appropriate Sums of Money, and such budget is incorporated herein by this reference.
- C. The amount of money necessary to balance the budget for general operating expenses from property tax revenue is identified in the budget.
- D. The amount of money necessary to balance the budget for debt retirement expenses from property tax revenue is identified in the budget.

NOW, THEREFORE, PURSUANT TO SECTIONS 39-1-111(5) and 39-5-128(1), C.R.S., BE IT RESOLVED by the Board of Directors of the Copperleaf Metropolitan District No. 4, Arapahoe County, Colorado, that:

- 1. For the purpose of meeting all general operating expenses of the District during the 2024 budget year, the District determined to levy mills upon each dollar of the total valuation for assessment of all taxable property within the District, as set forth in the budget, to raise the required revenue.
- 2. That for the purpose of meeting all debt retirement expenses of the District during the 2024 budget year, the District determined to levy mills upon each dollar of the total valuation for assessment of all taxable property within the District, as set forth in the budget, to raise the required revenue.
- 3. That the Secretary is hereby authorized and directed to immediately certify to the Board of County Commissioners of Arapahoe County, Colorado, the mill levies for the District as set forth in the District's Certification of Tax Levies, attached hereto as **Exhibit 1** and incorporated herein by reference, recalculated as needed upon receipt of the final certification of valuation from the County Assessor in order to comply with any applicable revenue and other budgetary limits.

[SIGNATURE PAGE FOLLOWS]

#### [SIGNATURE PAGE TO RESOLUTION TO SET MILL LEVIES]

RESOLUTION APPROVED AND ADOPTED on November 14, 2023.

### COPPERLEAF METROPOLITAN DISTRICT NO. 4

	By:	President	+1
		President	
Attest:			

By: Craig Sorensen
Secretary

#### **EXHIBIT 1**

Certification of Tax Levies

#### **CERTIFICATION OF TAX LEVIES for NON-SCHOOL Governments**

TO: County Commissioners <sup>1</sup> of Arapahoe County		, Colorado.
On behalf of the Copperleaf Metropolitan District No. 4		
	xing entity) <sup>A</sup>	
the Board of Directors	overning body) <sup>B</sup>	
of the Copperleaf Metropolitan District No. 4	overning body)	
(loc	cal government) <sup>C</sup>	
Hereby officially certifies the following mills to be levied against the taxing entity's GROSS \$ 20,102,85	53	ification of Valuation Form DLG 57 <sup>E</sup> )
Note: If the assessor certified a NET assessed valuation (AV) different than the GROSS AV due to a Tax Increment Financing (TIF) Area <sup>F</sup> the tax levies must be calculated using the NET AV. The taxing entity's total property tax revenue will be derived from the mill levy multiplied against the NET assessed valuation of: $\frac{20,102,85}{(\text{NET}^{G} \text{ ass})}$	sessed valuation, Line 4 of the Certif	fication of Valuation Form DLG 57) ON OF VALUATION PROVIDED HAN DECEMBER 10
	budget/fiscal year	2024 (yyyy)
PURPOSE (see end notes for definitions and examples)	LEVY <sup>2</sup>	REVENUE <sup>2</sup>
1. General Operating Expenses <sup>H</sup>	2.017mill	s \$ 40,547
<ol> <li><minus> Temporary General Property Tax Credit/ Temporary Mill Levy Rate Reduction<sup>1</sup></minus></li> </ol>	< > mill	s <u>\$&lt; &gt;</u>
SUBTOTAL FOR GENERAL OPERATING:	2.017 mill	s \$ 40,547
3. General Obligation Bonds and Interest <sup>J</sup>	53.414mill	s <u>\$ 1,073,774</u>
4. Contractual Obligations <sup>K</sup>	mill	s <u>\$</u>
5. Capital Expenditures <sup>L</sup>	mill	s \$
6. Refunds/Abatements <sup>M</sup>	mill	s <u>\$</u>
7. Other <sup>N</sup> (specify):	mill	s \$
	mill	s \$
TOTAL: [Sum of General Operating Subtotal and Lines 3 to 7]	55.431 mil	ls \$ 1,114,321
Contact person: (print) Diane K. Wheeler	Daytime phone: (303) 689-0	0833
Signed: Qione K Whelm	Title: District Ac	

Include one copy of this tax entity's completed form when filing the local government's budget by January 31st, per 29-1-113 C.R.S., with the Division of Local Government (DLG), Room 521, 1313 Sherman Street, Denver, CO 80203. Questions? Call DLG at (303) 866-2156.

Form DLG57 on the County Assessor's <u>final</u> certification of valuation).

Form DLG 70 (rev 7/08)

Page 1 of 4

<sup>&</sup>lt;sup>1</sup> If the taxing entity's boundaries include more than one county, you must certify the levies to each county. Use a separate form for each county and certify the same levies uniformly to each county per Article X, Section 3 of the Colorado Constitution.

<sup>2</sup> Levies must be rounded to three decimal places and revenue must be calculated from the total NET assessed valuation (Line 4 of

#### **CERTIFICATION OF TAX LEVIES, continued**

THIS SECTION APPLIES TO TITLE 32, ARTICLE 1 SPECIAL DISTRICTS THAT LEVY TAXES FOR PAYMENT OF GENERAL OBLIGATION DEBT (32-1-1603 C.R.S.). Taxing entities that are Special Districts or Subdistricts of Special Districts must certify separate mill levies and revenues to the Board of County Commissioners, one each for the funding requirements of each debt (32-1-1603, C.R.S.) Use additional pages as necessary. The Special District's or Subdistrict's total levies for general obligation bonds and total levies for contractual obligations should be recorded on Page 1, Lines 3 and 4 respectively.

#### CERTIFY A SEPARATE MILL LEVY FOR EACH BOND OR CONTRACT:

BOND	S <sup>J</sup> :	
1.	Purpose of Issue:	\$20,465,000 Limited Tax General Obligation Bonds
	Series:	2020A
	Date of Issue:	January 21, 2020
	Coupon Rate:	5.000%
	Maturity Date:	December 1, 2049
	Levy:	53.414
	Revenue:	\$1,073,774
2.	Purpose of Issue:	\$3,945,000 Subordinate Limited Tax General Obligation Bonds
	Series:	2020B
	Date of Issue:	January 21, 2020
	Coupon Rate:	7.875%
	Maturity Date:	December 15, 2049
	Levy:	0.000
	Revenue:	\$0
CONT	'RACTS <sup>k</sup> :	
3.	Purpose of Contract:	
	Title:	
	Date:	
	Principal Amount:	
	Maturity Date:	
	Levy:	
	Revenue:	
4.	Purpose of Contract:	
	Title:	
	Date:	
	Principal Amount:	
	Maturity Date:	
	Levy:	
	Revenue:	

Use multiple copies of this page as necessary to separately report all bond and contractual obligations per 32-1-1603, C.R.S.

Form DLG 70 (rev 7/08)

#### **CERTIFICATION OF TAX LEVIES for NON-SCHOOL Governments**

TO: County Cor	nmissioners <sup>1</sup> of Arapahoe County				, Colorado.
On behalf of the	e Copperleaf Metropolitan District No. 4 E	BOND			2
	(ta	axing entity) <sup>A</sup>			
the	Board of Directors	<b></b>			
C 41		overning body) <sup>B</sup>			
of the	Copperleaf Metropolitan District No. 4 I	cal government) <sup>C</sup>			
to be levied agair assessed valuatio	v certifies the following mills ast the taxing entity's GROSS $\frac{9,821}{(GROSS^{D}a)}$	ssessed valuation, Line 2 of	the Certificati	on of Valuation	n Form DLG 57 <sup>E</sup> )
(AV) different than t Increment Financing calculated using the property tax revenue	r certified a NET assessed valuation the GROSS AV due to a Tax (TIF) Area <sup>F</sup> the tax levies must be NET AV. The taxing entity's total will be derived from the mill levy e NET assessed valuation of:	sessed valuation, Line 4 of t JE FROM FINAL CERTI BY ASSESSOR NO LA	FICATION (	OF VALUATION	ON PROVIDED
Submitted: (not later than Dec. 15)	01/10/2024 for (mm/dd/yyyy)	budget/fiscal year		(024 (yyyy)	-5
PURPOSE (s	see end notes for definitions and examples)	LEVY <sup>2</sup>		REV	VENUE <sup>2</sup>
1. General Oper	rating Expenses <sup>H</sup>	0.000	mills	\$	0
	mporary General Property Tax Credit/ Mill Levy Rate Reduction <sup>I</sup>	< >	_mills	<u>\$ &lt;</u>	>
SUBTOT	AL FOR GENERAL OPERATING:	0.000	mills	s	0
3. General Obli	gation Bonds and Interest <sup>J</sup>	53.414	_mills	\$	525
4. Contractual 0	Obligations <sup>K</sup>		_mills	\$	
5. Capital Expe	enditures <sup>L</sup>		_mills	\$	
6. Refunds/Aba	itements <sup>M</sup>		mills	\$	
7. Other <sup>N</sup> (speci			mills	\$	
(open			_mills	\$	
3	TOTAL: [Sum of General Operating ] Subtotal and Lines 3 to 7	53.414	mills	\$	525
Contact person: (print)	Diane K. Wheeler	Daytime phone: (303)	689-083	3	
Signed:	Qiane K Wheelon	Title: <u>Distri</u>	ct Accou	ntant	

Include one copy of this tax entity's completed form when filing the local government's budget by January 31st, per 29-1-113 C.R.S., with the Division of Local Government (DLG), Room 521, 1313 Sherman Street, Denver, CO 80203. Questions? Call DLG at (303) 866-2156.

Page 1 of 4

<sup>&</sup>lt;sup>1</sup> If the taxing entity's boundaries include more than one county, you must certify the levies to each county. Use a separate form for each county and certify the same levies uniformly to each county per Article X, Section 3 of the Colorado Constitution.

<sup>2</sup> Levies must be rounded to <u>three</u> decimal places and revenue must be calculated from the total <u>NET assessed valuation</u> (Line 4 of Form DLG57 on the County Assessor's <u>final</u> certification of valuation).

#### **CERTIFICATION OF TAX LEVIES, continued**

THIS SECTION APPLIES TO TITLE 32, ARTICLE 1 SPECIAL DISTRICTS THAT LEVY TAXES FOR PAYMENT OF GENERAL OBLIGATION DEBT (32-1-1603 C.R.S.). Taxing entities that are Special Districts or Subdistricts of Special Districts must certify separate mill levies and revenues to the Board of County Commissioners, one each for the funding requirements of each debt (32-1-1603, C.R.S.) Use additional pages as necessary. The Special District's or Subdistrict's total levies for general obligation bonds and total levies for contractual obligations should be recorded on Page 1, Lines 3 and 4 respectively.

#### CERTIFY A SEPARATE MILL LEVY FOR EACH BOND OR CONTRACT:

Use multiple copies of this page as necessary to separately report all bond and contractual obligations per 32-1-1603, C.R.S.

Form DLG 70 (rev 7/08) Page 2 of 4

I, Craig Sorensen, hereby certify that I am the duly appointed Secretary of the Copperleaf Metropolitan District No. 4, and that the foregoing is a true and correct copy of the Certification of Tax Levies for the budget year 2024, duly adopted at a meeting of the Board of Directors of the Copperleaf Metropolitan District No. 4 held on November 14, 2023.

Craig Sorensen
Secretary

#### **EXHIBIT B**

2023 Audit

**Financial Statements** 

Year Ended December 31, 2023

with

Independent Auditor's Report

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#### INDEPENDENT AUDITOR'S REPORT

To the Board of Directors Copperleaf Metropolitan District No. 4 Arapahoe County, Colorado

#### **Opinion**

We have audited the accompanying financial statements of the governmental activities and each major fund of the Copperleaf Metropolitan District No. 4 (the District) as of and for the year ended December 31, 2023, and the related notes to the financial statements, which collectively comprise the District's basic financial statements as listed in the table of contents.

In our opinion, the financial statements referred to above present fairly, in all material respects, the respective financial position of the governmental activities and each major fund of the District, as of December 31, 2023, and the respective changes in financial position and the budgetary comparison for the General Fund for the year then ended in accordance with accounting principles generally accepted in the United States of America.

#### **Basis for Opinion**

We conducted our audit in accordance with auditing standards generally accepted in the United States of America Our responsibilities under those standards are further described in the Auditor's Responsibilities for the Audit of the Financial Statements section of our report. We are required to be independent of the District, and to meet our other ethical responsibilities, in accordance with the relevant ethical requirements relating to our audit. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

#### Responsibilities of Management for the Financial Statements

Management is responsible for the preparation and fair presentation of the financial statements in accordance with accounting principles generally accepted in the United States of America, and for the design, implementation, and maintenance of internal control relevant to the preparation and fair presentation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, management is required to evaluate whether there are conditions or events, considered in the aggregate, that raise substantial doubt about the District's ability to continue as a going concern for twelve months beyond the financial statement date, including any currently known information that may raise substantial doubt shortly thereafter.

#### Auditor's Responsibilities for the Audit of the Financial Statements

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

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

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

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

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

#### Required Supplementary Information

Management has not presented Management's Discussion and Analysis. Such missing information, although not a part of the basic financial statements, is required by GASB, who considers it to be an essential part of financial reporting for placing the basic financial statements in an appropriate operational, economic, or historical context. Our opinion on the basic financial statements is not affected by the missing information.

#### Supplementary Information

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

The Supplemental Information is the responsibility of management and 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

September 30, 2024 Wheat Ridge, Colorado

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

			D.L.				Statement of
	0	1	Debt Service		Total	Adjustments	Net Position
ASSETS	<u>U</u>	eneral	Service		Total	Adjustinents	<u>ivet i osition</u>
Cash and investments	\$	3,039	\$ -	\$	3,039	\$ -	\$ 3,039
Cash and investments - restricted	Ψ	2,158	2,369,993	Ψ	2,372,151	X=	2,372,151
Receivable - County Treasurer		117	2,933		3,050	-	3,050
Property taxes receivable		40,547	1,074,299		1,114,846	-	1,114,846
PIF receivable		5es	51,605		51,605	X=:	51,605
CAM receivable		44,613			44,613		44,613
	_	00.454	C 2 400 020	•	2 500 204		2 590 204
Total Assets	2	90,474	\$ 3,498,830	3	3,589,304	<del></del>	3,589,304
					(4)		
LIABILITIES		2010	Φ	Φ.	2.040		2.040
Due to District No. 1	\$	2,040	\$ -	\$	2,040	1 460 750	2,040
Accrued interest on bonds		-	*		•	1,460,759	1,460,759
Long-term liabilities:						95,000	95,000
Due within one year Due in more than one year		-			.=0	25,129,735	25,129,735
Due in more than one year				-			
Total Liabilities	<del>,</del>	2,040		_	2,040	26,685,494	26,687,534
DEFERRED INFLOWS OF RESOURCES							
Deferred property taxes		40,547	1,074,299		1,114,846		1,114,846
			S		2. N. O. T. MORE		
Total Deferred Inflows of Resources		40,547	1,074,299	=	1,114,846		1,114,846
FUND BALANCES/NET POSITION							
Restricted:							
Emergencies		2,158	-		2,158	(2,158)	0.54
Debt service		-	2,424,531		2,424,531	(2,424,531)	0 <del>≠</del> 1
Unassigned		45,729	-	_	45,729	(45,729)	
Total Fund Balances		47,887	2,424,531	_	2,472,418	(2,472,418)	
Total Liabilities, Deferred Inflows of Resources							
and Fund Balances	\$	90,474	\$ 3,498,830	\$	3,589,304		
Net Berlie							
Net Position: Restricted for:							
						2 150	2 150
Emergencies						2,158	2,158 963,772
Debt service Unrestricted						963,772 (25,179,006)	(25,179,006)
						0	2
Total Net Position						\$ (24,213,076)	\$ (24,213,076)

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

For the Year Ended December 31, 2023

	General		Debt Service		Capital Projects		Total	Adjustments	Statement of Activities
			-		-				#======;*
EXPENDITURES									
Treasurer fees	\$ 414	1 :	\$ 10,343	\$	-	\$	10,757	\$ -	\$ 10,757
Transfer to District No. 1	81,476	5					81,476	8.5	81,476
Audit	5,000	)			(8)		5,000	3.72	5,000
CAM-parking sweep & clean	5,17	5					5,175	150	5,175
CAM-landscaping	2,37	5			250		2,375	v <del>.</del>	2,375
CAM-maintenance	2,17	5			: <b>:</b> :::		2,175	i.e.	2,175
CAM-admin/management	18,000	)					18,000		18,000
CAM-PIF collections fees	6,68	7			250		6,687	<b>₩</b>	6,687
Miscellanous expenses	2.	3					23	-	23
Bond interest expense		-	1,023,250		•		1,023,250	344,532	1,367,782
Trustee fees	-		7,000			_	7,000		7,000
Total Expenditures	121,32	<u>5</u> ့	1,040,593	_		-	1,161,918	344,532	1,506,450
PROGRAM REVENUES									
	26.00	1			0.00		36,901	_	36,901
CAM billings PIF revenue	36,90	į	326,118		9 m		326,118		326,118
TIT TEVENIE		9	320,110	7		-	520,110	-	
Total Program Revenues	36,90	1	326,118	=	<b>**</b>	_	363,019		363,019
Net Program Income (Expenses)	(84,42	4)	(714,475)	1	<u> </u>		(798,899)	(344,532)	(1,143,431)
GENERAL REVENUES									
Property taxes	27,54	0	688,491		V21		716,031	÷	716,031
Specific ownership taxes	1,81	2	45,303		1/42		47,115	-	47,115
Interest income	14,70	6	113,123		N#		127,829	-	127,829
Miscellaneous income	81					_	810		810
Total General Revenues	44,86	8	846,917				891,785	2	891,785
EXCESS (DEFICIENCY) OF REVENUES OVER									
EXPENDITURES	(39,55	6)	132,442		ž		92,886	(344,532)	(251,646)
OTHER FINANCING SOURCES (USES) Transfers (to) from other funds		_	68,717		(68,717)		_		
Transfers (to) from other funds		_		-		_		-	
Total Other Financing Sources (Uses)		-	68,717	3	(68,717)	_			-
NET CHANGES IN FUND BALANCES	(39,55	6)	201,159		(68,717)		92,886	(92,886)	
CHANGE IN NET POSITION								(251,646)	(251,646)
FUND BALANCES/NET POSITION:									
BEGINNING OF YEAR	87,44	3	2,223,372		68,717		2,379,532	(26,340,962)	(23,961,430)
END OF YEAR	\$ 47,88	_	\$ 2,424,531	\$		s	2,472,418	\$ (26,685,494)	\$ (24,213,076)

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

For the Year Ended December 31, 2023

		ginal and al Budget		<u>Actual</u>	F	/ariance avorable ifavorable)
REVENUES	_			0= 540	Ф	(116)
Property taxes	\$	27,656	\$	27,540	\$	(116)
Specific ownership		1,659		1,812		153
CAM Billings		40,642		36,901		(3,741)
Miscellaneous income				810		810
Interest income	_	300		14,706		14,406
Total Revenues		70,257	_	81,769		11,512
EXPENDITURES						
Treasurer fees		415		414		1
Transfer to District No. 1		80,000		81,476		(1,476)
Audit		5,000		5,000		
CAM-parking sweep & clean		5,242		5,175		67
CAM-landscaping		2,000		2,375		(375)
CAM-repairs/asphalt & concrete		4,600		4.5		4,600
CAM-Maintenance / repairs		1,800		2,175		(375)
CAM-snow removal		17,306		ņ.		17,306
CAM-admin/management		20,000		18,000		2,000
CAM-PIF collections fees		15,000		6,687		8,313
Miscellanous expenses				23		(23)
Contingency		131,720		₩.		131,720
Emergency reserve	_	7,393	_		-	7,393
Total Expenditures	_	290,476		121,325		169,151
NET CHANGE IN FUND BALANCE		(220,219)		(39,556)		180,663
FUND BALANCE:						
BEGINNING OF YEAR		220,219		87,443		(132,776)
END OF YEAR	\$	- 4	<u>\$</u>	47,887	<u>\$</u>	47,887

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

#### Notes to Financial Statements December 31, 2023

#### Note 1: Summary of Significant Accounting Policies

The accounting policies of the Copperleaf Metropolitan District No. 4, (the "District") located in Arapahoe County, Colorado, conform to the accounting principles generally accepted in the United States of America ("GAAP") as applicable to governmental units. The Governmental Accounting Standards Board ("GASB") is the accepted standard setting body for establishing governmental accounting and financial reporting principles. The following is a summary of the more significant policies consistently applied in the preparation of financial statements.

#### Definition of Reporting Entity

The District was organized on February 7, 2005, as a quasi-municipal corporation and political subdivision of the State of Colorado pursuant to the Special District Act. The District was established to provide for construction and financing of water and sanitary sewer and storm drainage facilities, streets, and park and recreation facilities, safety protection facilities and services, transportation facilities, and television relay and translation services. Copperleaf Metropolitan District No. 1 ("District No. 1") is the service district for seven other districts within the development which include the District and Copperleaf Metropolitan District Nos. 3 through No. 9 ("Districts 3 - 9"). District No. 1 is charged with the coordination and management of services for Districts 3 - 9 and the provision of improvements authorized in the service plans and pursuant to several intergovernmental agreements. Upon recommendation from District No. 1, Districts 3 - 9 approve improvements which benefit a particular district and provide financing.

The District's primary revenues are CAM Billings, Public Improvement Fees, ("PIF"), and property taxes. The District is governed by an elected Board of Directors.

As required by GAAP, these financial statements present the activities of the District, which is legally separate and financially independent of other state and local governments. The District follows the GASB Pronouncements' which provides 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.

#### Notes to Financial Statements December 31, 2023

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

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

#### Basis of Presentation

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

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

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

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

#### Measurement Focus, Basis of Accounting and Financial Statement Presentation

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

#### Notes to Financial Statements December 31, 2023

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

The District reports the following major governmental funds:

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

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

Capital Projects Fund – The Capital Projects Fund is used to account for all financial resources that are restricted, committed or assigned to expenditures for capital outlays, including the acquisition or construction of capital facilities and other assets.

#### **Budgetary Accounting**

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

The District amended its total appropriations in the Capital Projects Fund from \$62,224 to \$68,717 primarily due to the transfer of funds to the Debt Service Fund.

#### Assets, Liabilities, Deferred Inflows/Inflows of Resources and Net Position:

#### Fair Value of Financial Instruments

The District's financial instruments include cash and cash equivalents, accounts receivable and accounts payable. The District estimates that the fair value of all financial instruments at December 31, 2023, does not differ materially from the aggregate carrying values of its financial instruments recorded in the accompanying balance sheet. The carrying amount of these financial instruments approximates fair value because of the short maturity of these instruments.

#### Notes to Financial Statements December 31, 2023

#### Deposits and Investments

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

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

#### **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.

#### **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 has no 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. Deferred property taxes are deferred and recognized as an inflow of resources in the period that the amounts become available.

#### Notes to Financial Statements December 31, 2023

#### Property Taxes

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

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

#### Long-Term Obligations

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

#### Original Issue Premium

Original issue premium from the Series 2020A and the Series 2020B Bonds are being amortized over the respective terms of the bonds using the effective interest method. Accumulated amortization of original issue premium amounted to \$169,388 on December 31, 2023.

#### Fund Equity

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

#### Nonspendable Fund Balance

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

#### 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.

### Notes to Financial Statements December 31, 2023

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 \$2,158 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 \$2,424,531 is restricted for the payment of the debt service costs associated with the General Obligation Bonds Series 2020A and the Series 2020B (see Note 3).

#### Committed Fund Balance

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

#### Assigned Fund Balance

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

#### Unassigned Fund Balance

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

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

#### Net Position

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

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

#### Notes to Financial Statements December 31, 2023

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: <u>Cash and Investments</u>

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

Statement of Net Position:

Cash and investments			
Cash and investments - Restricted Total	\$	3,039	
	2,372,151		
	\$ 2,	375,190	

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

Investments - COLOTRUST	\$ 2,375,190
	\$ 2,375,190

#### 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.

#### Notes to Financial Statements December 31, 2023

#### Investments:

#### **Investment Valuation**

Certain investments are measured at fair value within the fair value hierarchy established by generally accepted accounting principles. The hierarchy is based on the valuation inputs used to measure the fair value of the asset. Level 1 inputs are quoted prices in active markets for identical assets; Level 2 inputs are significant other observable inputs; Level 3 inputs are significant unobservable inputs. The District's 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.

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

#### COLOTRUST

The local government investment pool, Colorado Local Government Liquid Asset Trust ("COLOTRUST"), is rated AAAm by Standard & Poor's with a weighted average maturity of under 60 days. COLOTRUST is an investment trust/joint venture established for local government entities in Colorado to pool surplus funds. The State Securities Commissioner administers and enforces all State statutes governing the Trust. COLOTRUST records its investments at fair value and the District records its investment in COLOTRUST using the net asset value method. COLOTRUST operates similarly to a money market fund with each share maintaining a value of \$1.00. The COLOTRUST offers shares in three portfolios, one of which is COLOTRUST PLUS+. COLOTRUST PLUS+ may invest in U.S. Treasuries, government agencies, the highest-rated commercial paper, certain corporate securities, certain money market funds, and certain repurchase agreements, and limits its investments to those allowed by State statutes. Purchases and redemptions are available daily at a net asset value (NAV) of \$1.00. A designated custodial bank provides safekeeping and depository services to COLOTRUST in connection with the direct investment and withdrawal function of COLOTRUST. The custodian's internal records identify the investments owned by participating governments. There are no unfunded commitments and there is no redemption notice period. On December 31, 2023, the District had \$2,375,190 invested in COLOTRUST Plus+.

#### 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.

#### Notes to Financial Statements December 31, 2023

#### Interest Rate Risk

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

#### Note 3: Long Term Debt

Limited Tax (Convertible to Unlimited Tax) General Obligation Bonds, Series 2020A ("Series 2020A Bonds"): On January 21, 2020, the District issued its Series 2020A Bonds in the original principal amount of \$20,465,000. The Series 2020A Bonds are term bonds and bear interest at the rate of 5.00%, with \$6,835,000 maturing on December 1, 2039, and \$13,630,000 maturing on December 1, 2049. The interest on the Series 2020A Bonds is payable semiannually on each June 1 and December 1, commencing on June 1, 2020. The Series 2020A Bonds were issued for the purpose of reimbursing a portion of the costs of acquiring, constructing, and installing certain public improvements, funding reserves and capital interest, and paying certain costs in connection with the Bonds. The Series 2020A Bonds are subject to mandatory sinking fund redemption prior to the maturity date, in part, by lot, upon payment of par and accrued interest, without redemption premium, on December 1, commencing December 1, 2024.

The 2020A Bonds are subject to redemption prior to maturity, at the option of the District, as a whole or in integral multiples of \$1,000, in any order of maturity, and in whole or in partial maturities (and if in part in such order of maturities as the District shall determine and by lot within maturities), on March 1, 2025, and on any date thereafter, upon payment of par, accrued interest, and a redemption premium equal to a percentage of the principal amount so redeemed, as follows:

Date of	Redemption
Redemption	Premium
March 1, 2025 to February 28, 2026	3.00%
March 1, 2026 to February 28, 2027	2.00%
March 1, 2027 to February 28, 2028	1.00%
March 1, 2028 and thereafter	0.00%

The Series 2020A Bonds are secured by and payable from the Senior Pledged Revenue, consisting of moneys derived by the District from the following sources, net of any costs of collection: (a) all Senior Property Tax Revenues; (b) all Senior Pledged PIF Revenues; (c) all Senior PILOT Revenues; (d) all Senior Specific Ownership Tax Revenues; (e) all Capital Fees, if any; and (f) any other legally available moneys which the District determines, in its absolute discretion, to credit to the Senior Bond Fund. The Series 2020A Bonds are also secured by amounts on deposit in the Senior Reserve Fund, which is to be funded from proceeds of the Series 2020A Bonds upon the issuance thereof in an amount equal to \$1,735,750 (the "Senior Reserve Requirement").

## Notes to Financial Statements December 31, 2023

Subordinate Limited Tax General Obligation Bonds, Series 2020B ("Series 2020B Bonds"): On January 21, 2020, the District issued its Series 2020B Bonds in the original principal amount of \$3,945,000 for the purpose of funding public capital facilities for District No. 1 and paying the costs of issuing the Series 2020B Bonds. The Series 2020B Bonds bear interest at a rate of 7.875%, payable to the extent there is Subordinate Pledged Revenue available therefore, on December 15 of each year, commencing December 15, 2020. Sufficient Subordinate Pledged Revenue to pay interest on the Series 2020B Bonds is not anticipated to become available until December 15, 2026. As long as the District is imposing the Subordinate Required Mill Levy and enforcing collection of the Subordinate Pledged Revenue, the District will not be in default.

The 2020B Bonds are subject to redemption prior to maturity, at the option of the District, as whole or in integral multiples of \$1,000, in any order of maturity, and in whole or partial maturities (and if in part in such order of maturities as the District shall determine and by lot within maturities), on March 1, 2025, and on any date thereafter, upon payment of par, accrued interest, and a redemption premium equal to a percentage of the principal amount so redeemed, as follows:

Date of	Redemption			
Redemption	<u>Premium</u>			
March 1, 2025 to February 28, 2026	3.00%			
March 1, 2026 to February 28, 2027	2.00%			
March 1, 2027 to February 28, 2028	1.00%			
March 1, 2028 and thereafter	0.00%			

The 2020B Bonds are subject to mandatory redemption in part by lot on December 15 of each year (each a "Mandatory Redemption Date"), commencing December 15, 2020, to the extent of moneys on deposit, if any, in the Subordinate Mandatory Redemption Account of the Subordinate Bond Fund 45 days prior to the applicable Mandatory Redemption Date, and subject to any minimum requirements with respect to the principal amount of 2020B Subordinate Bonds to be redeemed as set forth in the Subordinate Indenture, at a redemption price (the "Mandatory Redemption Price") equal to the principal amount thereof (with no redemption premium), plus accrued interest to the redemption date.

The District acknowledges and agrees in the Subordinate Indenture that, notwithstanding anything in the Subordinate Indenture to the contrary, borrowed moneys shall not be used for the purpose of redeeming principal of the 2020B Subordinate Bonds pursuant to the provision of the Subordinate Indenture.

The Series 2020B Bonds mature on December 15, 2049. Any amount of the unpaid principal or interest on the Series 2020B Bonds shall be deemed discharged on December 15, 2059.

# Notes to Financial Statements December 31, 2023

The Series 2020B Bonds are secured by and payable solely from and to the extent of the Subordinate Pledged Revenue, consisting of moneys derived by the District from the following sources, net of any costs of collection: (a) all Subordinate Property Tax Revenues; (b) all Subordinate Pledged PIF Revenues; (c) all Subordinate PILOT Revenues; (d) all Subordinate Specific Ownership Tax Revenues; (e) all Subordinate Capital Fee Revenue, if any; (f) any amounts in the Senior Surplus Fund upon termination the fund pursuant to the terms of the Senior Indenture; and (g) any other legally available moneys which the District determines, in its absolute discretion, to credit to the Subordinate Bond Fund.

The following is a summary of the annual long-term debt principal and interest requirements for the Series 2020A Bonds:

		Principal	Interest		_	Total
2024	\$	95,000	\$	1,023,250	\$	1,118,250
2025		190,000		1,018,500		1,208,500
2026		225,000		1,009,000		1,234,000
2027		245,000	997,750			1,242,750
2028		285,000		985,500		1,270,500
2029 - 2033		1,945,000		4,681,000		6,626,000
2034 - 2038		3,075,000		4,088,250		7,163,250
2039 - 2043		4,555,000		3,179,750		7,734,750
2044 - 2048		6,530,000		1,854,250		8,384,250
2049	-	3,320,000		166,000		3,486,000
	\$	20,465,000	\$	19,003,250	\$	39,468,250

Because of the uncertainty of the timing of payments for the Series 2020B Bonds, summaries of the long-term debt principal and interest requirements are not presented.

## Notes to Financial Statements December 31, 2023

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

	Balance			Balance	Current
	1/1/2023	Additions	Deletions	12/31/2023	Portion
General Obligation Bonds - Series 2020A	\$20,465,000	\$	\$ -	\$ 20,465,000	\$ 95,000
General Obligation Bonds - Series 2020B	3,945,000	-		3,945,000	
Total	24,410,000			24,410,000	95,000
Original issue premium	858,605		43,870	814,735	
-	\$25,268,605	\$ -	\$ 43,870	\$ 25,224,735	\$ 95,000

#### **Debt Authorization**

At an election held in November 2004, a majority of the qualified electors of the District who voted in the election authorized the issuance of general obligation indebtedness in an amount not to exceed \$2,843,000,000 to finance the costs of public improvements. Per the District's Service Plan, the District cannot issue debt in excess of \$258,000,000. 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. In 2020, the District issued \$20,465,000 of Series 2020A Bonds and \$3,945,000 of Series 2020B Bonds (see Note 3). After issuing the Series 2020A and Series 2020B Bonds, the District has \$233,950,000 remaining in the Service Plan debt limit.

#### Note 4: Related Party

All of the Board of Directors are employees, owners 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 Board.

# Notes to Financial Statements December 31, 2023

#### Note 5: Agreements

Amended and Restated District Administration Agreement: On July 16, 2018, Copperleaf Metropolitan District Nos. 1 and 3 through 9 entered into that certain Amended and Restated District Administration Agreement ("Amended and Restated Administration Agreement"), which replaces and supersedes the existing Administration Agreement dated October 3, 2005. Pursuant to the Amended and Restated Administration Agreement, District No. 1 agrees to provide Administration Services to and on behalf of the other Districts. Further, each other District shall all share the administrative costs incurred by District No. 1 in providing such Administration Services. In furtherance of this, each other District will set a General Fund mill levy of not less than 10 mills and not more than 60 mills to pay its administrative costs; provided Commercial Districts (District Nos. 5, 7-9) can elect to use other Commercial District Revenue (defined therein) to pay their share. In the event there is a shortfall in the Districts' ability to pay their full share, District No. 1 will retain PIF revenues to make up the shortfall. The Financing Districts have the option to terminate their participation in this Amended and Restated Administration Agreement.

Resolution Regarding the Imposition of System Development Fees: On April 3, 2018, the District adopted a Second Amended and Restated Resolution imposing system development fees due and payable upon issuance of a building permit to a buyer by Arapahoe County. The fee, at the District's discretion, may be used for costs associated with capital improvements, operations, and maintenance, and/or pledged for debt service payments. The fees are \$2,500 per single family unit; \$2,500 per attached family unit that is a duplex or paired home intended for sale; \$1,500 per multi-family unit intended for rental and \$.50 per square foot of commercial land. During 2023, the District collected no fees.

<u>PIF Revenues Remittance Agreement</u>: On July 16, 2018, the District entered into an Agreement Regarding Remittance and Pledge of District No. 4 PIF Revenues ("PIF Revenues Remittance Agreement with District No. 1"). Pursuant to this Agreement, District No. 1 assigned all of the District No. 4's Allocated PIF Revenue (as defined in this Agreement) to District No. 4 for the purpose of funding capital cost of improvements (including debt requirements) and Allocated Administrative Services Costs (as defined in this Agreement). Beginning in 2020, the PIF revenues were pledged to the debt service payments. In 2023, the District collected PIF revenues in the amount of \$326,118.

# Notes to Financial Statements December 31, 2023

<u>Common Area Maintenance Fees</u>: Pursuant to the Service Plan, the District may assess fees to assist with the operations and maintenance costs. There is commercial development within the District. The District is responsible for the operations and maintenance of the common areas around the commercial lots. The costs of such operations and maintenance are to be allocated amount the owners of the commercial lots on a pro rata basis. The Common Area Maintenance fees, ("CAM fees"), are billed quarterly based on the budgeted expenses and allocated to the commercial lot owners based on the square footage of the business. In 2023, the District recognized \$36,901 in CAM billings.

Intergovernmental Agreement Regarding Facilities Funding and Construction (Residential Districts): On July 16, 2018, Copperleaf Metropolitan District Nos. 1, 3, 4, & 6 entered into an agreement whereby District No. 1 acknowledged it will coordinate the construction of Additional Residential Improvements by either constructing them or acquiring them from the Residential Developer under the Facilities Acquisition Agreement dated July 16, 2018 ("Residential IGA"). The Parties acknowledged that this Residential IGA replaces and supersedes the FFCOA previously entered into by the Parties. District No. 1 is designated as the Service District and shall coordinate construction and funding of public improvements with and for the benefit of other Districts within the Development. The Residential Districts that are also a party to this Residential IGA agree to, from time to time, issue debt and convey the same to District No. 1 to fund their respective costs of such improvements. Residential Revenue is pledged to pay Residential District Debt, to be collected from: (i) community SDFs; (ii) Residential Debt Service Mill Levy of 50 mills (subject to adjustment for changes in the method of calculating the assessed valuation) and (iii) any Payment in lieu of Taxes, ("PILOT") payments attributable to same.

District No. 1 will reimburse the Residential Owners and Commercial Owner for any Additional Residential Improvement costs not reimbursed from Pledged Residential District Bond Proceeds with Pledged Net Commercial District Revenues as provided in the Commercial District Revenues Pledge Agreement.

Each Residential District shall adopt a community SDF resolution in conjunction with execution of the Residential IGA which establishes uniform Community SDFs throughout the Development. In addition, District No. 1 is to enter into an Agreement with each Owner to establish the requirement of each owner to submit an Inclusion Petition. This Residential IGA also obligates each Owner to record PILOT Covenants against its property of the time of the Inclusion Petition requirement trigger as defined in the agreement.

The principal balance of developer capital advances outstanding for District No. 1 as of December 31, 2023, was \$12,129,714 and accrued interest was \$1,606,507.

## Notes to Financial Statements December 31, 2023

Administrative Services Agreement: On July 1, 2005, District Nos. 2 – 8 and East Cherry Creek Valley Water & Sanitation District ("ECCV") entered into an Administrative Services Agreement, under which the parties set forth the terms by which ECCV would provide certain administrative services to the Districts, including that an applicant for a tap connection to ECCV's facilities is required to provide to ECCV a certificate evidencing payment of system development fees before ECCV issues the tap.

Financing Resolution: On January 7, 2020, the District adopted Resolution 2020-01-02, Financing Resolution of Copperleaf Metropolitan District No. 4, under which the District found that certain public improvements recommended by District No. 1 would benefit its taxpayers and residents, agreed to finance the project costs for such improvements, and agreed to remit certain revenues from the 2020A Bonds and 2020B Bonds to District No. 1 to pay for the project costs.

Administrative Services Funding Agreement (Residential): On July 16, 2018, Copperleaf Metropolitan District Nos. 1, 3, 4, 6, South Quincy Residential Developers, Inc., (the "Residential Developer") and SQH Residential Investors, Inc. (the "Residential Investor") entered into a certain Administrative Services Funding Agreement (Residential) ("Residential ASFA") whereby District No. 1 agrees to provide Administrative Services to District Nos. 3, 4, & 6 agreed to reimburse District No. 1 for advances made by the Residential Developer for these administrative services using (i) General Fund mill levy; (ii) allocated PIF revenue; or (iii) a combination thereof, after payment of annual debt service obligations. Interest on these reimbursements shall accrue at 8% per annum.

#### Note 6: 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.

## Notes to Financial Statements December 31, 2023

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

On November 2, 2004, a majority of the District's electors authorized the District to collect and spend or retain in a reserve all currently levied taxes and fees of the District without regard to any limitations under Article X, Section 20 of the Colorado Constitution.

#### Note 7: Risk Management

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

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

#### Note 8: Interfund and Operating Transfers

The transfer of \$68,717 from the Capital Projects Fund to Debt Service Fund was transferred for the purpose of funds no longer needed for capital outlay.

# Note 9: Reconciliation of Government-Wide Financial Statements and Fund Financial Statements

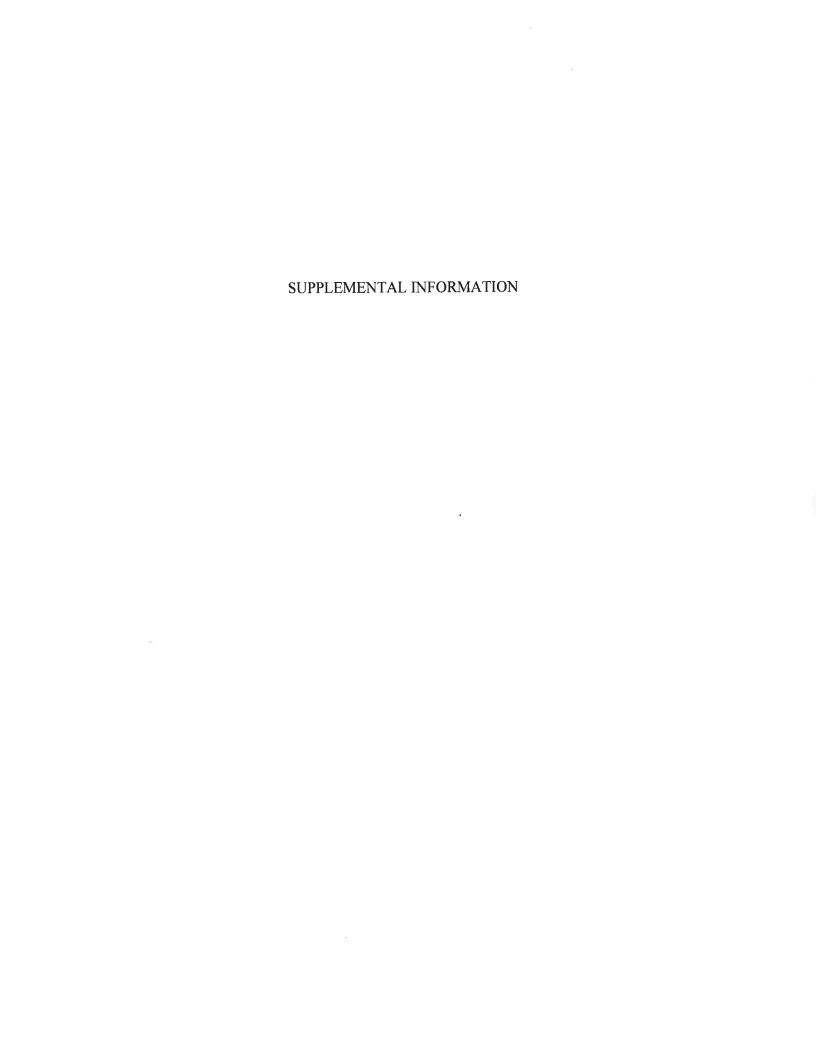
The <u>Governmental Funds Balance Sheet/Statement of Net Position</u> includes an adjustments column. The adjustments may have the following elements:

1) long-term liabilities such as bonds payable and accrued bond interest payable are not due and payable in the current period and, therefore, are not in the funds.

# Notes to Financial Statements December 31, 2023

The <u>Governmental Funds Statement of Revenues</u>, <u>Expenditures</u>, <u>and Changes in Fund Balances/Statement of Activities</u> 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;
- 2) governmental funds report developer advances and/or bond proceeds as revenue; and,
- 3) governmental funds report long-term debt payments as expenditures, however, in the statement of activities, the payment of long-term debt is recorded as a decrease of long-term liabilities.



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

For the Year Ended December 31, 2023

DEVENING	Original and Final Budget Actual				F	Variance Favorable (Unfavorable)	
REVENUES	\$	691,388	\$	688,491	\$	(2,897)	
Property taxes	Ф	41,483	Ф	45,303	Φ	3,820	
Specific ownership taxes		638,580		326,118		(312,462)	
PIF Income Interest income		9,831		113,123		103,292	
Interest income		9,031		113,123	-	103,272	
Total Revenues		1,381,282	ş <del></del>	1,173,035	-	(208,247)	
EXPENDITURES							
Bond interest expense		1,023,250		1,023,250		12	
Trustee fees		10,000		7,000		3,000	
Treasurer fees	;	10,371	_	10,343	-	28	
Total Expenditures		1,043,621	,	1,040,593		3,028	
EXCESS (DEFICIENCY) OF REVENUES OVER							
EXPENDITURES		337,661		132,442		(205,219)	
EAPENDITURES		337,001		132,442		(203,217)	
OTHER FINANCING SOURCES (USES)							
Transfers (to) from other funds		62,224	-	68,717	:	6,493	
Total Other Financing Sources (Uses)		62,224	( <del></del>	68,717		6,493	
NET CHANGE IN FUND BALANCE		399,885		201,159		(198,726)	
FUND BALANCE:							
BEGINNING OF YEAR	-	2,546,266	_	2,223,372		(322,894)	
END OF YEAR	<u>\$</u>	2,946,151	<u>\$</u>	2,424,531	\$	(521,620)	

# SCHEDULE OF REVENUES, EXPENDITURES AND CHANGES IN FUND BALANCE - BUDGET AND ACTUAL -CAPITAL PROJECTS FUND

For the Year Ended December 31, 2023

REVENUES Interest income Total Revenues	Original Budget \$	Final Budget \$	<u>Actual</u> \$	Variance Favorable (Unfavorable)  \$
EXPENDITURES				
Transfer to District No. 1		7 <u>0</u> 0		
Total Expenditures	•			
EXCESS (DEFICIENCY) OF REVENUES OVER EXPENDITURES	R ÷		Ê	-
OTHER FINANCING SOURCES (USES) Transfers (to) from other funds	(62,224)	(60.717)		
Total Other Financing Sources (Uses)	(02,224)	(68,717)	(68,717)	
Total Other Financing Sources (Uses)	(62,224)	(68,717)	(68,717)	
NET CHANGE IN FUND BALANCE	(62,224)	(68,717)	(68,717)	-
FUND BALANCE: BEGINNING OF YEAR END OF YEAR	62,224 \$ - <u>\$</u>	68,717 S - §	68,717	- S -

# SUMMARY OF ASSESSED VALUATION, MILL LEVY AND PROPERTY TAXES COLLECTED December 31, 2023

Prior
Year Assessed
Valuation
for Current
<b>T</b> 7 -

Year Ended December 31,	Y	Valuation for Current ear Property	Mills I		Total Pr	Percent Collected				
		Tax Levy	General Fund	Debt Service		Levied		0 - 1 - 1 - 1 - 1 - 1 - 1 - 1 - 1 - 1 -		to Levied
2015 2016 2017 2018 2019 2020	\$ \$ \$ \$ \$	145 145 145 145 3,542,522 3,458,170	0.000 0.000 0.000 65.000 60.000	0.000 0.000 0.000 0.000	\$ \$ \$ \$	9 212,551	\$ \$ \$ \$	9 212,561	0.00% 0.00% 0.00% 100.00%	
2021 2022 2023	\$ \$ \$	5,330,195 9,155,321 13,827,767	60.000 10.620 8.000 2.000	0.000 50.000 50.000 50.000	\$ \$ \$	207,490 323,116 531,009 719,043	\$ \$ \$	185,868 304,422 487,003 716,031	89.58% (1) 94.21% (2) 91.71% (3) 99.58%	
Estimated for year ending December 31, 2024	\$	20,102,853	2.017	53.414	\$ 1	,114,846				

#### NOTE

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

- (1) For the collection year of 2020, there were \$21,622 in abatements.
- (2) For the collection year of 2021, there were \$17,628 in abatements.
- (3) For the collection year of 2022, there were \$18,749 in abatements.