

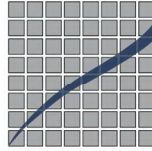
BOULEVARD AT LOWRY METROPOLITAN DISTRICT
Denver County, Colorado

FINANCIAL STATEMENTS AND
SUPPLEMENTARY INFORMATION

YEAR ENDED DECEMBER 31, 2022

**BOULEVARD AT LOWRY METROPOLITAN DISTRICT
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YEAR ENDED DECEMBER 31, 2022**

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BiggsKofford

CERTIFIED PUBLIC ACCOUNTANTS

INDEPENDENT AUDITOR'S REPORT

Board of Directors
Boulevard at Lowry Metropolitan District
Denver County, Colorado

Opinions

We have audited the accompanying financial statements of the governmental activities and each major fund of Boulevard at Lowry Metropolitan District ("District"), as of and for the year ended December 31, 2022, 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, 2022, 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 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 within one year after the date that the financial statements are available to be issued.

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
October 4, 2023

BASIC FINANCIAL STATEMENTS

**BOULEVARD AT LOWRY METROPOLITAN DISTRICT
STATEMENT OF NET POSITION
DECEMBER 31, 2022**

	Governmental Activities
ASSETS	
Cash and Investments	\$ 32,635
Cash and Investments - Restricted	95,929
Receivable from County Treasurer	34,840
Property Taxes Receivable	292,769
PIF Receivable	17,926
Prepaid Insurance	495
Capital Assets, Not Being Depreciated:	
Construction in Progress	12,522,910
Total Assets	12,997,504
LIABILITIES	
Accounts Payable	37,128
Accrued Interest Payable - Loan	21,494
Noncurrent Liabilities:	
Due in More Than One Year	13,203,345
Total Liabilities	13,261,967
DEFERRED INFLOWS OF RESOURCES	
Property Tax Revenue	292,769
Total Deferred Inflows of Resources	292,769
NET POSITION	
Net Investment in Capital Assets	12,522,910
Restricted for:	
Emergency Reserves	2,200
Debt Service	104,780
Unrestricted	(13,187,122)
Total Net Position	\$ (557,232)

See accompanying Notes to Basic Financial Statements.

**BOULEVARD AT LOWRY METROPOLITAN DISTRICT
STATEMENT OF ACTIVITIES
YEAR ENDED DECEMBER 31, 2022**

	Program Revenues			Net Revenues (Expenses) and Change in Net Position
	Charges for Services	Operating Grants and Contributions	Capital Grants and Contributions	
FUNCTIONS/PROGRAMS				
Primary Government:				
Governmental Activities:				
General Government	\$ 71,091	\$ -	\$ -	\$ (71,091)
Interest and Related Costs on Long-Term Debt	718,545	-	163,612	(554,933)
Total Governmental Activities	<u>\$ 789,636</u>	<u>\$ -</u>	<u>\$ 163,612</u>	<u>(626,024)</u>
GENERAL REVENUES				
Property Taxes				69,775
Specific Ownership Taxes				333
Interest Income				1,060
Total General Revenues				<u>71,168</u>
CHANGE IN NET POSITION				(554,856)
Net Position - Beginning of Year				<u>(2,376)</u>
NET POSITION - END OF YEAR				<u>\$ (557,232)</u>

See accompanying Notes to Basic Financial Statements.

**BOULEVARD AT LOWRY METROPOLITAN DISTRICT
BALANCE SHEET
GOVERNMENTAL FUNDS
DECEMBER 31, 2022**

	General	Debt Service	Capital Projects	Total Governmental Funds
ASSETS				
Cash and Investments	\$ 32,635	\$ -	\$ -	\$ 32,635
Cash and Investments - Restricted	2,200	93,729	-	95,929
Receivable from County Treasurer	34,840	-	-	34,840
Property Taxes Receivable	111,252	181,517	-	292,769
PIF Receivable	-	17,926	-	17,926
Prepaid Insurance	495	-	-	495
	<u>\$ 181,422</u>	<u>\$ 293,172</u>	<u>\$ -</u>	<u>\$ 474,594</u>
LIABILITIES, DEFERRED INFLOWS OF RESOURCES, AND FUND BALANCES				
LIABILITIES				
Accounts Payable	\$ 30,253	\$ 6,875	\$ -	\$ 37,128
Total Liabilities	<u>30,253</u>	<u>6,875</u>	<u>-</u>	<u>37,128</u>
DEFERRED INFLOWS OF RESOURCES				
Deferred Property Tax	111,252	181,517	-	292,769
Total Deferred Inflows of Resources	<u>111,252</u>	<u>181,517</u>	<u>-</u>	<u>292,769</u>
FUND BALANCES				
Nonspendable:				
Prepaid Expenses	495	-	-	495
Restricted For:				
Emergencies (TABOR)	2,200	-	-	2,200
Debt Service	-	104,780	-	104,780
Assigned To:				
Subsequent Year's Expenditures	-	-	-	-
Unassigned	37,222	-	-	37,222
Total Fund Balances	<u>39,917</u>	<u>104,780</u>	<u>-</u>	<u>144,697</u>
Total Liabilities, Deferred Inflows of Resources, and Fund Balances	<u>\$ 181,422</u>	<u>\$ 293,172</u>	<u>\$ -</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.				12,522,910
Long-term liabilities, including Developer advances payable and bonds payable are not due and payable in the current period and, therefore, are not reported in the funds.				
Loan Payable				(5,644,000)
Developer Advance Payable				(7,300,944)
Accrued Interest Payable - Developer Advance				(258,401)
Accrued Interest Payable - Loan				(21,494)
Net Position of Governmental Activities				<u>\$ (557,232)</u>

See accompanying Notes to Basic Financial Statements.

BOULEVARD AT LOWRY METROPOLITAN DISTRICT
STATEMENT OF REVENUES, EXPENDITURES, AND CHANGES IN FUND BALANCES (DEFICIT)
GOVERNMENTAL FUNDS
YEAR ENDED DECEMBER 31, 2022

	General	Debt Service	Capital Projects	Total Governmental Funds
REVENUES				
Property Taxes	\$ 69,775	\$ -	\$ -	\$ 69,775
Specific Ownership Taxes	333	-	-	333
PIF Revenue	-	163,612	-	163,612
Interest Income	-	1,050	10	1,060
Total Revenues	<u>70,108</u>	<u>164,662</u>	<u>10</u>	<u>234,780</u>
EXPENDITURES				
Current:				
Accounting	16,089	-	-	16,089
PIF Collection Expense	-	9,427	-	9,427
County Treasurer's Fees	698	-	-	698
Dues and Membership	435	-	-	435
Insurance	1,979	-	-	1,979
Management Fees	12,686	-	-	12,686
Legal	28,125	-	-	28,125
Miscellaneous Expenses	850	-	-	850
Election	2,219	-	-	2,219
Denver Annual Review Fee	3,000	-	-	3,000
Debt Service:				
Loan Interest Series 2022	-	115,352	-	115,352
Non Use Fee	-	2,970	-	2,970
Capital Projects:				
Cost of Issuance	-	-	308,500	308,500
Fence and Sign Maintenance	-	-	5,010	5,010
Capital Outlay	-	-	12,522,910	12,522,910
Total Expenditures	<u>66,081</u>	<u>127,749</u>	<u>12,836,420</u>	<u>13,030,250</u>
EXCESS OF REVENUES OVER (UNDER) EXPENDITURES	4,027	36,913	(12,836,410)	(12,795,470)
OTHER FINANCING SOURCES (USES)				
Loan Issuance	-	-	5,644,000	5,644,000
Transfers from Other Funds	(5,230)	120,363	69,230	184,363
Transfers to Other Funds	-	(64,000)	(120,363)	(184,363)
Developer Advances	-	-	12,522,690	12,522,690
Repayment of Developer Advances	-	-	(5,279,147)	(5,279,147)
Total Other Financing Sources (Uses)	<u>(5,230)</u>	<u>56,363</u>	<u>12,836,410</u>	<u>12,887,543</u>
NET CHANGE IN FUND BALANCES	(1,203)	93,276	-	92,073
Fund Balances - Beginning of Year	<u>41,120</u>	<u>11,504</u>	<u>-</u>	<u>52,624</u>
FUND BALANCES - END OF YEAR	<u>\$ 39,917</u>	<u>\$ 104,780</u>	<u>\$ -</u>	<u>\$ 144,697</u>

See accompanying Notes to Basic Financial Statements.

**BOULEVARD AT LOWRY METROPOLITAN DISTRICT
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, 2022**

Net Change in Fund Balances - Governmental Funds \$ 92,073

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. Capital outlay in the current period is as follows:

Capital Assets Acquired 12,522,910

The issuance of long-term debt (e.g., issuance of bonds, the receipt of Developer advances) provides current financial resources to governmental funds, while the repayment of long-term debt consumes the current financial resources of governmental funds. Neither transaction, however, has any effect on net position. Also, governmental funds report the effect of premiums, discounts, and similar items when debt is first issued, whereas these amounts are deferred and amortized in the statement of activities.

Loan Payable	(5,644,000)
Developer Advances	(12,522,690)
Repayment of Developer Advances	5,279,147

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 on Bonds - Change in Liability	(21,494)
Accrued Interest on Developer Advances	(260,802)

Change in Net Position of Governmental Activities \$ (554,856)

**BOULEVARD AT LOWRY METROPOLITAN DISTRICT
GENERAL FUND
STATEMENT OF REVENUES, EXPENDITURES, AND CHANGES IN FUND BALANCE (DEFICIT) –
BUDGET AND ACTUAL
YEAR ENDED DECEMBER 31, 2022**

	Original and Final Budget	Actual Amounts	Variance with Final Budget Positive (Negative)
REVENUES			
Property Taxes	\$ 69,775	\$ 69,775	\$ -
Specific Ownership Taxes	-	333	333
Total Revenues	<u>69,775</u>	<u>70,108</u>	<u>333</u>
EXPENDITURES			
Current:			
Accounting	20,000	16,089	3,911
PIF Collection Expense	12,000	-	12,000
County Treasurer's Fees	-	698	(698)
Dues and Membership	-	435	(435)
Insurance	3,500	1,979	1,521
Management Fees	15,000	12,686	2,314
Legal	25,000	28,125	(3,125)
Miscellaneous Expenses	-	850	(850)
Election	2,500	2,219	281
Denver Annual Review Fee	-	3,000	(3,000)
Contingency	2,000	-	2,000
Total Expenditures	<u>80,000</u>	<u>66,081</u>	<u>13,919</u>
EXCESS OF REVENUES OVER (UNDER) EXPENDITURES	(10,225)	4,027	14,252
OTHER FINANCING SOURCES (USES)			
Transfers from Other Funds	-	(5,230)	(5,230)
Developer Advances	45,000	-	(45,000)
Total Other Financing Sources (Uses)	<u>45,000</u>	<u>(5,230)</u>	<u>(50,230)</u>
NET CHANGE IN FUND BALANCE	34,775	(1,203)	(35,978)
Fund Balance - Beginning of Year	<u>-</u>	<u>41,120</u>	<u>41,120</u>
FUND BALANCE - END OF YEAR	<u>\$ 34,775</u>	<u>\$ 39,917</u>	<u>\$ 5,142</u>

See accompanying Notes to Basic Financial Statements.

**BOULEVARD AT LOWRY METROPOLITAN DISTRICT
NOTES TO BASIC FINANCIAL STATEMENTS
DECEMBER 31, 2022**

NOTE 1 DEFINITION OF REPORTING ENTITY

Boulevard at Lowry Metropolitan District (the District), a quasi-municipal corporation and a political subdivision of the state of Colorado, was organized by order and decree of the Denver County District Court on July 9, 2018, 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 City of Denver. The District was established to provide financing for the design, acquisition, installation, construction and completion of public improvements and services, including water, sanitation, street, safety protection, park and recreation, transportation, television relay and translation and mosquito control improvements and services.

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.

**BOULEVARD AT LOWRY METROPOLITAN DISTRICT
NOTES TO BASIC FINANCIAL STATEMENTS
DECEMBER 31, 2022**

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.

**BOULEVARD AT LOWRY METROPOLITAN DISTRICT
NOTES TO BASIC FINANCIAL STATEMENTS
DECEMBER 31, 2022**

NOTE 2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

Budgets

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

The District amended its budget for the year ended December 31, 2022. The board are expected to approve the resolution to amend at the next available meeting.

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.

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.

**BOULEVARD AT LOWRY METROPOLITAN DISTRICT
NOTES TO BASIC FINANCIAL STATEMENTS
DECEMBER 31, 2022**

NOTE 2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

Equity

Net Position

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

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.

**BOULEVARD AT LOWRY METROPOLITAN DISTRICT
NOTES TO BASIC FINANCIAL STATEMENTS
DECEMBER 31, 2022**

NOTE 3 CASH AND INVESTMENTS

Cash and investments as of December 31, 2022, are classified in the accompanying financial statements as follows:

Statement of Net Position:

Cash and Investments	\$ 32,635
Cash and Investments - Restricted	95,929
Total Cash and Investments	\$ 128,564

Cash and investments as of December 31, 2022, consist of the following:

Deposits with Financial Institutions	\$ 61,840
Investments	66,724
Total Cash and Investments	\$ 128,564

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, 2022, the District had a bank balance and carrying balance of \$61,840.

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.

**BOULEVARD AT LOWRY METROPOLITAN DISTRICT
NOTES TO BASIC FINANCIAL STATEMENTS
DECEMBER 31, 2022**

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, 2022, the District had the following investments:

<u>Investment</u>	<u>Maturity</u>	<u>Amount</u>
Fidelity Investments Money Market Portfolio Class III FCGXX	Weighted-Average Under 60 Days	\$ 66,724

Fidelity Investments

The debt service money that was included in the trust accounts at United Missouri Bank, n.a., was invested in the Fidelity Treasury Fund Class III. This portfolio is a money market mutual fund which invests in U.S. Government Securities, which are fully guaranteed as to principal and interest by the United States, with maturities of 30 days or less and repurchase agreements collateralized by U.S. Government Securities. The Fund is rated AAA-mf by Moody's and AAAM by Standard & Poor's. The fund is recorded at net asset value.

NOTE 4 CAPITAL ASSETS

An analysis of the changes in capital assets for the year ended December 31, 2022 follows:

	Balance - December 31, 2021	Increases	Decreases	Balance - December 31, 2022
Capital Assets, Not Being Depreciated:				
Construction in Progress	\$ -	\$ 12,522,910	\$ -	\$ 12,522,910
Capital Assets, Net	<u>\$ -</u>	<u>\$ 12,522,910</u>	<u>\$ -</u>	<u>\$ 12,522,910</u>

**BOULEVARD AT LOWRY METROPOLITAN DISTRICT
NOTES TO BASIC FINANCIAL STATEMENTS
DECEMBER 31, 2022**

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, 2022.

	Balance - December 31, 2021	Additions	Reductions	Balance - December 31, 2022	Due Within One Year
Governmental Activities:					
Bonds Payable:					
Loans Payable:					
Series 2022	\$ -	\$ 5,644,000	\$ -	\$ 5,644,000	\$ -
Other Debts:					
Developer Advances:					
O&M	55,000	-	-	55,000	-
Capital	-	12,522,690	5,276,746	7,245,944	-
Interest on Developer Advances:					
O&M	-	4,098	-	4,098	-
Capital	-	256,704	2,401	254,303	-
Total Long-Term Liabilities	<u>\$ 55,000</u>	<u>\$ 18,427,492</u>	<u>\$ 5,279,147</u>	<u>\$ 13,203,345</u>	<u>\$ -</u>

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

Limited Tax General Obligation and Special Revenue Advancing Improvement Loan, Series 2022

On June 23, 2022, the District entered into a Loan Agreement with Zions Bancorporation in an amount up to \$83,000,000 with an initial funded amount of \$5,644,000, as evidenced by the Note (the Loan). Proceeds from the loan were used to fund the Project Fund for payment of Project Costs previously incurred by the District.

The Loan is due December 1, 2052, with an annual interest rate of 4.57%, the interest due and payable hereunder shall be calculated by the Bank and shall be provided by the Bank to the District, upon which the District may conclusively rely, calculated on the basis of a 360-day year and actual number of days elapsed, payable semi-annually on June 1 and December 1 beginning on December 1, 2022. Interest not paid when due shall compound on each Interest Payment Date at the then-applicable interest rate. The Bank’s internal records of applicable interest rates shall be determinative in the absence of manifest error.

Payments of principal are due annually on December 1 beginning on December 1, 2024. The District may prepay amounts owing under the Note at any time. The District may be required to pay a Prepayment Fee equal to interest accrued from the beginning of the last payment date to the date of prepayment, plus the present value of the difference between (a) the amount that would have been realized by the Bank on the prepaid amount for the remaining term of the Loan at the Fixed Interest Rate on the Note and (b) the amount that would be realized by the Bank by reinvesting such prepaid funds for the remaining term of the Loan. The Loan is secured by and payable from Pledged Revenue as defined as monies derived from the Required Mill Levy, net of collection costs; Specific Ownership Taxes; and any other legally available monies which the Board determines in its sole discretion to apply as Pledged Revenue.

**BOULEVARD AT LOWRY METROPOLITAN DISTRICT
NOTES TO BASIC FINANCIAL STATEMENTS
DECEMBER 31, 2022**

NOTE 5 LONG-TERM OBLIGATION (CONTINUED)

Limited Tax General Obligation and Special Revenue Advancing Improvement Loan, Series 2022 (continued)

The District's Required Mill Levy, as defined in the Loan, means an ad valorem mill levy imposed upon all taxable property of the District each year in an amount sufficient to pay the principal of and interest on the Loan, as the same become due and payable, but not in excess of 30 mills, and no less than 15.5 mills.

Non-Use Fee

During the Advance Period, the District shall cause the Custodian pursuant to Section 8(b) of the Custodial Agreement to pay from the Pledged Revenues to the Bank the Non-Use Fee in an amount equal to 0.25% of the Unfunded Advance Amount in effect from time to time during the applicable quarterly period, computed on the basis of a 360-day year and actual days elapsed in each such quarterly period, payable semi-annually in arrears on the first day of June and December each year, commencing December 1, 2022. The Non-Use Fee payable on December 1, 2022 will be prorated for the period commencing on the Closing Date, but not including December 1, 2022. Prior to the first day of each quarterly accrual period, the District may request the Bank to terminate any portion of the undrawn Loan and such extinguished Loan amount shall no longer accrue the Non-Use Fee.

It is acknowledged and agreed that, notwithstanding anything else herein to the contrary, for purposes of the Election, the Maximum Rate, the calculation of the Net Effective Interest Rate, and the District's electoral authority, the Non-Use Fee shall be deemed to be additional interest on the Initial Funded Amount and on any Advances which are funded by the Bank.

Events of Default of the Loans

The District's outstanding notes from direct borrowings and direct placements contain a provision that in an event of default, outstanding amounts become immediately due if the District is unable to make payment.

The occurrence of any one or more of the following events or conditions will constitute an event of default unless remedied.

- (a) the District fails to transfer Pledged Revenue to the Custodian promptly upon the receipt thereof, fails to apply or cause the Pledged Revenue to be applied as required by this Agreement and the Custodial Agreement, or fails to cooperate with the Bank or the Custodian in verifying the amounts and transfers of Pledged Revenue;
- (b) the District fails to pay all amounts outstanding under this Agreement, the Note, the Custodial Agreement or any other Financing Document on the Maturity Date;
- (c) the District fails or refuses to impose and certify the Required Mill Levy;
- (d) the District fails to pay the principal of or interest on the Loan or any other amount payable to the Bank under this Agreement, the Note, the Custodial Agreement or any other Financing Document when due, other than on the Maturity Date;

**BOULEVARD AT LOWRY METROPOLITAN DISTRICT
NOTES TO BASIC FINANCIAL STATEMENTS
DECEMBER 31, 2022**

NOTE 5 LONG-TERM OBLIGATION (CONTINUED)

Events of Default of the Loans (continued)

(e) The District fails or refuses to enforce the PIF Covenant or the PIF Collection Agreement and such failure or refusal has a materially adverse effect on the Pledged Revenue or the financial operations of the District;

(f) the District fails to prepare and file its annual budget in accordance with applicable State law;

(g) the District fails to prepare and file its annual audited financial statements in accordance with applicable State law;

(h) the occurrence and continuance of an event of default or an event of nonperformance under the Custodial Agreement or any of the other Financing Documents to which the District is a party after the expiration of any grace period specified therein;

(i) the District fails to observe or perform any other of the covenants, agreements or conditions on the part of the District in this Agreement or any of the other Financing Documents to which the District is a party and such failure is not remedied to the satisfaction of the Bank within 30 days after notice from the Bank to the District of such failure, which notice is intended to allow for a cure period but shall not constitute the notice of the Bank required above in order for such failure to constitute an Event of Default hereunder;

(j) any representation or warranty made by the District in this Agreement or in any other Financing Document to which the District is a party or any certificate, instrument, financial or other statement furnished by the District to the Bank, proves to have been untrue or incomplete in any material respect when made or deemed made;

(k) any judgment or court order for the payment of money exceeding any applicable insurance coverage by more than \$10,000 in the aggregate is rendered against the District and the District fails to vacate, bond, stay, contest, pay or satisfy such judgment or court order for 60 days;

(l) the District shall initiate, acquiesce or consent to any proceedings to dissolve the District or to consolidate the District with other similar entities into a single entity or the District shall otherwise cease to exist.

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

**BOULEVARD AT LOWRY METROPOLITAN DISTRICT
NOTES TO BASIC FINANCIAL STATEMENTS
DECEMBER 31, 2022**

NOTE 5 LONG-TERM OBLIGATION (CONTINUED)

<u>Year Ending December 31,</u>	Governmental Activities		
	Loan Debt		Total
	Principal	Interest	
2023	\$ -	\$ 261,513	\$ 261,513
2024	50,000	262,230	312,230
2025	55,000	259,196	314,196
2026	60,000	256,648	316,648
2027	70,000	253,868	323,868
2028-2032	545,000	1,209,036	1,754,036
2033-2037	800,000	1,057,919	1,857,919
2038-2042	1,050,000	849,318	1,899,318
2043-2047	1,330,000	581,853	1,911,853
2048-2052	1,684,000	240,041	1,924,041
Total	\$ 5,644,000	\$ 5,231,622	\$ 10,875,622

NOTE 6 NET POSITION

The District has net position consisting of three components – net investment in capital assets, restricted, and unrestricted.

Net investment in capital assets consists of capital assets, net of accumulated depreciation and reduced by the outstanding balances of bonds, mortgages, notes, or other borrowings that are attributable to the acquisition, construction, or improvement of those assets. As of December 31, 2022, the District had net investment in capital assets calculated as follows:

Net Investment in Capital Assets:	
Capital Assets, Net	\$ 12,522,910
Net Investment in Capital Assets	\$ 12,522,910

Restricted assets include net position that are restricted for use either externally imposed by creditors, grantors, contributors, or laws and regulations of other governments or imposed by law through constitutional provisions or enabling legislation. The District had restricted net position as of December 31, 2022, as follows:

Restricted Net Position:	
Emergencies	\$ 2,200
Debt Service	104,780
Total Restricted Net Position	\$ 106,980

The District has a deficit in unrestricted net position. This deficit amount is a result of the District being responsible for the repayment of bonds issued for public improvements which were conveyed to other governmental entities and which costs were removed from the District's financial records.

**BOULEVARD AT LOWRY METROPOLITAN DISTRICT
NOTES TO BASIC FINANCIAL STATEMENTS
DECEMBER 31, 2022**

NOTE 7 AGREEMENTS

Agreement for District Management Services

Effective as of June 1, 2022, the District entered into a District Management Services Agreement with Confluent Development LLC (Manager) for the purpose of engaging the Manager as the manager of the District. The Manager hereby agree to serve as manager of the District and to perform such services in accordance with the terms and conditions of the agreement. The Manager shall provide at its sole cost and expense all materials, equipment and personnel required to perform its services under and pursuant to this agreement.

Facilities Funding and Acquisition Agreement

Effective as of January 27, 2020, the District entered into a Facilities Funding and Acquisition Agreement with CK Lowry I LLC where improvements constructed by Developer pursuant to the terms of this Agreement shall be eligible for acquisition by the District upon compliance by Developer with the requirements of Section 2. Developer shall give notice to the District of its intent to either construct the Improvements pursuant to the provisions of Section 2 of this Agreement or advance the funds for the District to construct the Improvements pursuant to Section 3 of this Agreement.

Reimbursement Agreement

On January 27, 2020 the District entered into a Reimbursement Agreement with CK Lowry I LLC to repay advances made by the Developer for operations and maintenance (O&M) costs. 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, 2049 unless terminated earlier by the mutual written agreement of the Parties.

The District agreed to repay the Developer for such O&M advances plus accrued interest at the rate of 7.00%. As of December 31, 2022, outstanding advances under these agreements totaled \$7,300,944 and accrued interest totaled \$258,401.

NOTE 8 RELATED PARTIES

The property within the District is being developed by CK Lowry I LLC (the Developer). During 2022, 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.

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.

**BOULEVARD AT LOWRY METROPOLITAN DISTRICT
NOTES TO BASIC FINANCIAL STATEMENTS
DECEMBER 31, 2022**

NOTE 9 RISK MANAGEMENT (CONTINUED)

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.

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.

SUPPLEMENTARY INFORMATION

**BOULEVARD AT LOWRY METROPOLITAN DISTRICT
DEBT SERVICE FUND
SCHEDULE OF REVENUES, EXPENDITURES, AND CHANGES IN FUND BALANCE –
BUDGET AND ACTUAL
YEAR ENDED DECEMBER 31, 2022**

	Original and Final Budget	Actual Amounts	Variance with Final Budget Positive (Negative)
REVENUES			
PIF Revenue	\$ 261,189	\$ 163,612	\$ (97,577)
Interest Income	-	1,050	1,050
Total Revenues	<u>261,189</u>	<u>164,662</u>	<u>(96,527)</u>
EXPENDITURES			
Current:			
PIF Collection Expense	-	9,427	(9,427)
Loan Interest Series 2022	349,505	115,352	234,153
Non Use Fee	-	2,970	(2,970)
Total Expenditures	<u>349,505</u>	<u>127,749</u>	<u>221,756</u>
EXCESS OF REVENUES OVER (UNDER) EXPENDITURES	(88,316)	36,913	125,229
OTHER FINANCING SOURCES (USES)			
Transfers from Other Funds	-	120,363	120,363
Transfers to Other Fund	-	(64,000)	(64,000)
Total Other Financing Sources (Uses)	<u>-</u>	<u>56,363</u>	<u>56,363</u>
NET CHANGE IN FUND BALANCE	(88,316)	93,276	181,592
Fund Balance - Beginning of Year	<u>88,316</u>	<u>11,504</u>	<u>(76,812)</u>
FUND BALANCE - END OF YEAR	<u>\$ -</u>	<u>\$ 104,780</u>	<u>\$ 104,780</u>

**BOULEVARD AT LOWRY METROPOLITAN DISTRICT
CAPITAL PROJECTS FUND
SCHEDULE OF REVENUES, EXPENDITURES, AND CHANGES IN FUND BALANCE –
BUDGET AND ACTUAL
YEAR ENDED DECEMBER 31, 2022**

	Original Budget	Final Budget	Actual Amounts	Variance with Final Budget Positive (Negative)
REVENUES				
Interest Income	\$ -	\$ 10	\$ 10	\$ -
Total Revenues	<u>-</u>	<u>10</u>	<u>10</u>	<u>-</u>
EXPENDITURES				
Cost of Issuance	225,000	308,500	308,500	-
Fence and Sign Maintenance	-	5,010	5,010	-
Capital Outlay	7,275,000	12,522,910	12,522,910	-
Total Expenditures	<u>7,500,000</u>	<u>12,836,420</u>	<u>12,836,420</u>	<u>-</u>
EXCESS OF REVENUES OVER (UNDER) EXPENDITURES	(7,500,000)	(12,836,410)	(12,836,410)	-
OTHER FINANCING SOURCES (USES)				
Loan Issuance	7,500,000	5,644,000	5,644,000	-
Repayment of Developer Advances	(7,275,000)	(5,279,147)	(5,279,147)	-
Developer Advances	7,275,000	12,522,690	12,522,690	-
Transfers from Other Funds	-	69,230	69,230	-
Transfers to Other Funds	-	(120,363)	(120,363)	-
Total Other Financing Sources (Uses)	<u>7,500,000</u>	<u>12,836,410</u>	<u>12,836,410</u>	<u>-</u>
NET CHANGE IN FUND BALANCE	-	-	-	-
Fund Balance - Beginning of Year	<u>-</u>	<u>-</u>	<u>-</u>	<u>-</u>
FUND BALANCE - END OF YEAR	<u>\$ -</u>	<u>\$ -</u>	<u>\$ -</u>	<u>\$ -</u>

OTHER INFORMATION

**BOULEVARD AT LOWRY METROPOLITAN DISTRICT
SCHEDULE OF DEBT SERVICE REQUIREMENTS TO MATURITY
YEAR ENDED DECEMBER 31, 2022**

\$5,644,000 Limited Tax General Obligation and Special
Revenue Advancing Improvement Loan
Interest 4.57%
Series 2022, Dated June 23, 2022
Interest Payable June 1 and December 1
Principal Due December 1

<u>Year Ending December 31,</u>	<u>Principal</u>	<u>Interest</u>	<u>Total</u>
2023	\$ -	\$ 261,513	\$ 261,513
2024	50,000	262,230	312,230
2025	55,000	259,196	314,196
2026	60,000	256,648	316,648
2027	70,000	253,868	323,868
2028	85,000	251,311	336,311
2029	100,000	246,686	346,686
2030	110,000	242,053	352,053
2031	120,000	236,956	356,956
2032	130,000	232,030	362,030
2033	140,000	225,372	365,372
2034	150,000	218,885	368,885
2035	160,000	211,935	371,935
2036	170,000	205,082	375,082
2037	180,000	196,645	376,645
2038	190,000	188,304	378,304
2039	200,000	179,501	379,501
2040	210,000	170,700	380,700
2041	220,000	160,503	380,503
2042	230,000	150,310	380,310
2043	240,000	139,653	379,653
2044	250,000	128,885	378,885
2045	265,000	116,949	381,949
2046	280,000	104,670	384,670
2047	295,000	91,696	386,696
2048	310,000	78,241	388,241
2049	325,000	63,664	388,664
2050	340,000	48,605	388,605
2051	350,000	32,851	382,851
2052	359,000	16,680	375,680
Total	<u>\$ 5,644,000</u>	<u>\$ 5,231,622</u>	<u>\$ 10,875,622</u>

**BOULEVARD AT LOWRY METROPOLITAN DISTRICT
SUMMARY OF ASSESSED VALUATION, MILL LEVY, AND PROPERTY TAXES COLLECTED
YEAR ENDED DECEMBER 31, 2022**

Year Ended December 31,	Prior Year Assessed Valuation for Current Year Tax Levy	General Mills Levied	Debt Service Mills Levied	Total Property Taxes		Percent Collected to Levied
				Levied	Collected	
2022	\$ 3,488,760	20.000	0.000	\$ 69,775	69,775	100.00%
Estimated for the Year Ending December 31,						
2023	\$ 11,710,780	9.500	15.500	\$ 292,769		

NOTE: Property taxes shown as collected in any one year include collection of delinquent property taxes or abatements of property taxes assessed in prior years. This presentation does not attempt to identify specific years of assessment.