ORCHARD FARMS METROPOLITAN DISTRICT Adams County, Colorado

FINANCIAL STATEMENTS AND SUPPLEMENTARY INFORMATION

YEAR ENDED DECEMBER 31, 2023

ORCHARD FARMS METROPOLITAN DISTRICT TABLE OF CONTENTS YEAR ENDED DECEMBER 31, 2023

INDEPENDENT AUDITOR'S REPORT	I
BASIC FINANCIAL STATEMENTS	
GOVERNMENT-WIDE FINANCIAL STATEMENTS	
STATEMENT OF NET POSITION	1
STATEMENT OF ACTIVITIES	2
FUND FINANCIAL STATEMENTS	
BALANCE SHEET – GOVERNMENTAL FUNDS	3
STATEMENT OF REVENUES, EXPENDITURES, AND CHANGES IN FUND BALANCES – GOVERNMENTAL FUNDS	4
RECONCILIATION OF THE STATEMENT OF REVENUES, EXPENDITURES, AND CHANGES IN FUND BALANCES OF THE GOVERNMENTAL FUNDS TO THE STATEMENT OF ACTIVITIES	5
GENERAL FUND – STATEMENT OF REVENUES, EXPENDITURES, AND CHANGES IN FUND BALANCES – BUDGET AND ACTUAL	6
SPECIAL REVENUE FUND – STATEMENT OF REVENUES, EXPENDITURES, AND CHANGES IN FUND BALANCE – BUDGET AND ACTUAL	7
NOTES TO BASIC FINANCIAL STATEMENTS	8
SUPPLEMENTARY INFORMATION	
DEBT SERVICE FUND – SCHEDULE OF REVENUES, EXPENDITURES, AND CHANGES IN FUND BALANCES – BUDGET AND ACTUAL	21
OTHER INFORMATION	
SCHEDULE OF DEBT SERVICE REQUIREMENTS TO MATURITY	23
SCHEDULE OF ASSESSED VALUATION, MILL LEVY, AND PROPERTY TAXES COLLECTED	24



Board of Directors Orchard Farms Metropolitan District Adams County, Colorado

Independent Auditor's Report

Opinions

We have audited the accompanying financial statements of the governmental activities and each major fund of Orchard Farms Metropolitan District (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 accompanying financial statements referred to above present fairly, in all material respects, the respective financial position of the governmental activities and each major fund of Orchard Farms Metropolitan District as of December 31, 2023, and the respective changes in financial position and the respective 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 (GAAS). Our responsibilities under those standards are further described in the Auditor's Responsibilities for the Audit of the Financial Statements section of our report. We are required to be independent of the District and to meet our other ethical responsibilities, in accordance with the relevant ethical requirements relating to our audit. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinions.

Responsibilities of Management for the Financial Statements

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

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

Auditor's Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinions. Reasonable assurance is a high level of assurance but is not absolute assurance and therefore is not a guarantee that an audit conducted in accordance with GAAS 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 GAAS, 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 Supplemental Information

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

<u>Supplementary Information</u>

Our audit was conducted for the purpose of forming opinions on the financial statements that collectively comprise the District's financial statements as a whole. The supplementary information as listed in the table of contents is presented for the purposes of legal compliance and additional analysis and is not a required part of the financial statements. The supplementary information is the responsibility of management and was derived from and relates 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 to the financial statements themselves, and other additional procedures in accordance with auditing standards generally accepted in the United States. In our opinion, such information is fairly stated in all material respects in relation to the financial statements as a whole.

Other Information

The other information, as listed in the table of contents, has not been subjected to the auditing procedures applied in the audit of the basic financial statements and, accordingly, we do not express an opinion or provide any assurance on them.

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.

Wipfli LLP

Denver, Colorado

Wippli LLP

July 26, 2024



ORCHARD FARMS METROPOLITAN DISTRICT STATEMENT OF NET POSITION DECEMBER 31, 2023

	Governmental Activities
ASSETS	
Cash and Investments	\$ 361,506
Cash and Investments - Restricted	68,864
Accounts Receivable	25,230
Prepaid Insurance	17,169
Receivable from County Treasurer	5,545
Property Tax Receivable	1,095,478
Capital Assets:	
Capital Assets Not Being Depreciated	11,442,021
Total Assets	13,015,813
LIABILITIES	
Accounts Payable	25,468
Accrued Interest	49,427
Noncurrent Liabilities:	
Due Within One Year	185,000
Due in More Than One Year	13,850,000_
Total Liabilities	14,109,895
DEFERRED INFLOWS OF RESOURCES	
Deferred Property Tax	1,095,478
Prepaid Assessments	7,485
Unearned Revenue	20,304
Total Deferred Inflows of Resources	1,123,267
NET POSITION	
Restricted for:	
Emergency Reserve	17,800
Debt Service	5,589
Unrestricted	(2,240,738)
Total Net Position	\$ (2,217,349)

ORCHARD FARMS METROPOLITAN DISTRICT STATEMENT OF ACTIVITIES YEAR ENDED DECEMBER 31, 2023

Net Revenues (Expenses) and Changes in Net Position	Governmental Activities	\$ (243,447)	(620,011)	(863,458)	985,706 67,814 33,548 6,532 1,093,600	230,142	(2,447,491)	\$ (2,217,349)
	Capital Grants and Contributions	· ν		· ω				
Program Revenues	Operating Grants and Contributions	г С	1	ı У				
	Charges for Services	\$ 263,670	1	\$ 263,670	IUES ip taxes	POSITION	nning of Year	END OF YEAR
	Expenses	\$ 507,117	620,011	\$ 1,127,128	GENERAL REVENUES Property taxes Specific ownership taxes Interest income Other revenue Total General Revenues	CHANGES IN NET POSITION	Net Position - Beginning of Year	NET POSITION - END OF YEAR
		FUNCTIONS/PROGRAMS Primary Government: Governmental Activities: General Government	and Related Costs	Total Governmental Activities				

ORCHARD FARMS METROPOLITAN DISTRICT BALANCE SHEET – GOVERNMENTAL FUNDS DECEMBER 31, 2023

ASSETS		General		Special Revenue		Debt Service	Go	Total vernmental Funds
Cash and Investments Cash and Investments - Restricted Receivable from County Treasurer Accounts Receivable Prepaid Insurance Property Tax Receivable	\$	132,692 9,700 1,593 - 4,127 367,216	\$	228,814 8,100 - 25,230 13,042	\$	51,064 3,952 - 728,262	\$	361,506 68,864 5,545 25,230 17,169 1,095,478
Total Assets	\$	515,328	\$	275,186	\$	783,278	\$	1,573,792
LIABILITIES, DEFERRED INFLOWS OF RESOURCES, AND FUND BALANCES								
LIABILITIES Accounts Payable Total Liabilities	\$	9,779 9,779	\$	15,689 15,689	\$	<u>-</u>	\$	25,468 25,468
DEFERRED INFLOWS OF RESOURCES Deferred Property Tax Unearned Revenue Prepaid Assessments Total Deferred Inflows of Resources		367,216 - - 367,216		20,304 7,485 27,789		728,262 - - 728,262		1,095,478 20,304 7,485 1,123,267
FUND BALANCES Nonspendable: Prepaid Expense		4,127		13,042		<u>-</u>		17,169
Restricted for: Emergency Reserves Debt Service		9,700		8,100		- 55,016		17,800 55,016
Committed: Operations Unassigned		- 124,506		210,566		-		210,566 124,506
Total Fund Balances Total Liabilities, Deferred Inflows of Resources, and Fund Balances	\$	138,333 515,328	\$	231,708	<u> </u>	55,016 783,278		425,057
Amounts reported for governmental activities in the net position are different because:	stater							
Capital assets used in governmental activities are resources and, therefore, are not reported in the f							1	1,442,021
Long-term liabilities, including bonds payable, are in the current period and, therefore, are not report Accrued Interest Loans Payable			ble				(1	(49,427) (4,035,000)
Net Position of Governmental Activities							\$	(2,217,349)

ORCHARD FARMS METROPOLITAN DISTRICT STATEMENT OF REVENUES, EXPENDITURES, AND CHANGES IN FUND BALANCES – GOVERNMENTAL FUNDS YEAR ENDED DECEMBER 31, 2023

	General	Special Revenue	Debt Service	Total Governmental Funds
REVENUES Property Toyon	\$ 283,175	\$ -	\$ 702,531	\$ 985,706
Property Taxes Specific Ownership Taxes	φ 263,173 19,482	φ - -	48,332	\$ 965,700 67,814
Operations And Maintenance Fee	-	233,170	-	233,170
Interest Income	13,844	6,502	13,202	33,548
Transfer Fees		30,500	-	30,500
Other Revenue Total Revenues	6,532 323,033	270,172	764,065	6,532 1,357,270
Total Nevertues	323,033	270,172	704,003	1,337,270
EXPENDITURES				
Current:	E4 004			E4 004
Accounting Auditing	54,231 5,000	-	-	54,231 5,000
Billing	3,000 -	25,615	- -	25,615
County Treasurer's Fee	4,250		10,542	14,792
Covenant Enforcement	-	18,455	· -	18,455
District Management	-	33,000	-	33,000
Dues And Membership	554 2.546	-	-	554 2.546
Election Electricity	2,546	1,466	-	2,546 1,466
Insurance	3,918	13,046	- -	16,964
Legal	29,054	894	-	29,948
Miscellaneous	· -	197	-	197
Design Review	-	14,208	-	14,208
District Management - Costs	-	14,305	-	14,305
Lighting Tree Replacements	-	6,639 44,496	-	6,639 44,496
Grounds Repair And Maintenance	_	10,204	<u>-</u>	10,204
Playground Inspection And Repairs	- -	990	- -	990
Holiday Lighting	_	2,500	_	2,500
Restroom Maintenance	-	4,117	-	4,117
Irrigation Repairs & Improvements	-	9,749	-	9,749
Landscape Maintenance - Contract	-	59,977	-	59,977
Landscape Replacements & Improvements	-	17,732	-	17,732
Tree Spraying And Fertilization Storage Facility	-	15,357 1,219	-	15,357 1,219
Community Cleanup	_	525	_	525
Community Activities	_	15,044	_	15,044
Snow Removal	-	11,198	_	11,198
Water	-	86,587	-	86,587
Website	44	-	-	44
Debt Service: Loan Interest - Series 2022			606.927	606,927
Loan Principal - Series 2022	- -	_	130.000	130,000
Paying Agent Fees	_	_	3,000	3,000
Total Expenditures	99,597	407,520	750,469	1,257,586
EVOCAS OF BEVENUES OVER				
EXCESS OF REVENUES OVER EXPENDITURES	223,436	(137,348)	13,596	99,684
EXPENDITURES	223,430	(137,340)	13,390	99,004
OTHER FINANCING SOURCES (USES)				
Transfers in/(out)	(200,000)	200,000		
Total Other Financing Uses	(200,000)	200,000		
NET CHANGE IN FUND BALANCES	23,436	62,652	13,596	99,684
Fund Balances - Beginning of Year	114,897	169,056	41,420	325,373
FUND BALANCES - END OF YEAR	\$ 138.333	\$ 231.708	\$ 55.016	\$ 425,057

ORCHARD FARMS 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, 2023

Net Change in Fund Balances - Total Governmental Funds	\$ 99,684
Amounts reported for governmental activities in the statement of activities are different because:	
The issuance of long-term debt (e.g. bonds, leases) provides current financial resources to governmental funds, while the repayment of the principal of long-term debt consumes the current financial resources of government funds. Neither transaction, however, has any effect on net position. Loan Principal	130,000
Some expenses reported in the statement of activities do not require the use of current financial resources and, therefore, are not reported as expenditures in governmental funds.	
Accrued Interest Payable - Change in Liability	 458
Changes in Net Position of Governmental Activities	\$ 230,142

ORCHARD FARMS METROPOLITAN DISTRICT GENERAL FUND – STATEMENT OF REVENUES, EXPENDITURES, AND CHANGES IN FUND BALANCE – BUDGET AND ACTUAL YEAR ENDED DECEMBER 31, 2023

	Original and Actual Final Budget Amounts			Fin F	iance with al Budget Positive legative)
REVENUES		_		_	
Property Taxes	\$ 283,174	\$	283,175	\$	1
Specific Ownership Taxes	19,822		19,482		(340)
Interest Income	2,892		13,844		10,952
Other Revenue	 26,000		6,532		(19,468)
Total Revenues	331,888		323,033		(8,855)
EXPENDITURES					
Accounting	44,450		54,231		(9,781)
Auditing	5,000		5,000		-
Contingency	13,502		-		13,502
County Treasurer's Fee	4,248		4,250		(2)
Dues And Membership	400		554		(154)
Election	22,000		2,546		19,454
Insurance	6,000		3,918		2,082
Legal	37,500		29,054		8,446
Miscellaneous	100		-		100
Website	1,800		44		1,756
Total Expenditures	 135,000		99,597		35,403
EXCESS OF REVENUES OVER EXPENDITURES	196,888		223,436		26,548
OTHER FINANCING SOURCES (USES)					
Transfers to other fund	(200,000)		(200,000)		-
Total Other Financing Uses	 (200,000)		(200,000)		-
NET CHANGE IN FUND BALANCE	(3,112)		23,436		26,548
Fund Balance - Beginning of Year	 126,618		114,897		(11,721)
FUND BALANCE - END OF YEAR	\$ 123,506	\$	138,333	\$	14,827

ORCHARD FARMS METROPOLITAN DISTRICT SPECIAL REVENUE FUND – STATEMENT OF REVENUES, EXPENDITURES, AND CHANGES IN FUND BALANCE – BUDGET AND ACTUAL YEAR ENDED DECEMBER 31, 2023

							Fin	ance with al Budget
			dget	Final		Actual		Positive
REVENUES		Original		rinai		Amounts	(1)	egative)
Operations And Maintenance Fee	\$	229,092	\$	229,092	\$	233,170	\$	4,078
Interest Income	Ψ	4,300	Ψ	8,000	Ψ	6,502	Ψ	(1,498)
Legal Collection Fees		500		0,000		0,302		(1,490)
Transfer Fees		20,000		20,000		30,500		10,500
Total Revenues		253,892		257,092		270,172		13,080
		200,002		201,002		210,112		10,000
EXPENDITURES								
Billing		26,580		26,580		25,615		965
Covenant Enforcement		16,596		15,840		18,455		(2,615)
District Management		33,000		33,000		33,000		-
Electricity		1,500		1,500		1,466		34
Insurance		13,500		13,046		13,046		4.000
Legal		5,000		2,500		894		1,606
Miscellaneous		5,216		19,960		197		19,763
Design Review		14,208		14,208		14,208		-
District Management - Costs		9,100		15,000		14,305		695
Lighting Tree Benjacements		2,000		13,500		6,639		6,861
Tree Replacements		10,000		44,496		44,496		4 706
Grounds Repair And Maintenance Playground Inspection And Repairs		15,000		15,000		10,204		4,796 5,010
		8,200 2,500		6,000 2,500		990 2,500		5,010
Holiday Lighting Restroom Maintenance								- 783
		4,900 23,000		4,900 23,000		4,117 9,749		13,251
Irrigation Repairs & Improvements Landscape Maintenance - Contract		66,600		66,600		9,749 59,977		6,623
Landscape Maintenance - Contract Landscape Replacements & Improvements		15,000		35,000		17,732		17,268
Tree Spraying And Fertilization		15,000		15,000		15,357		(357)
Storage Facility		1,600		1,320		1,219		101
Community Cleanup		1,500		1,050		525		525
Community Activities		15,000		15,000		15,044		(44)
Snow Removal		15,000		15,000		11,198		3,802
Water		150,000		90,000		86,587		3,413
Total Expenditures		470,000		490,000	-	407,520		82,480
·		470,000		+50,000		407,020		02,400
EXCESS OF REVENUES OVER (UNDER)								
EXPENDITURES		(216,108)		(232,908)		(137,348)		95,560
OTHER FINANCING SOURCES (USES)								
Transfers from other funds		200,000		200,000		200,000		
Total Other Financing Sources		200,000		200,000		200,000		
NET CHANGE IN FUND BALANCE		(16,108)		(32,908)		62,652		95,560
Fund Balance - Beginning of Year		164,487		193,217		169,056		(24,161)
FUND BALANCE - END OF YEAR	\$	148,379	\$	160,309	\$	231,708	\$	71,399

NOTE 1 DEFINITION OF REPORTING ENTITY

Orchard Farms Metropolitan District (the District), a quasi-municipal corporation and political subdivision of the state of Colorado, was organized by order and decree of the District Court for the County of Adams, Colorado on November 28, 2007, and is governed pursuant to provisions of the Colorado Special District Act (Title 32, Article 1, Colorado Revised Statutes). The District is located within the boundaries of the city of Thornton, Colorado.

The District was established to provide financing for the operations and maintenance and design, acquisition, installation, construction and completion of public improvements and services, including water, sanitation/storm sewer, street improvements, safety protection, parks and recreation, transportation, fire protection, security, television relay and translation, and mosquito control.

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 has no employees, and all operations and administrative functions are contracted.

The District is not financially accountable for any other organization, nor is the District a component unit of any other primary governmental entity.

NOTE 2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

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

Government-Wide and Fund Financial Statements

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

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.

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. Redemption of bonds is recorded as a reduction in liabilities.

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, specific ownership taxes and operations fees. All other revenue items are considered to be measurable and available only when cash is received by the District. Expenditures, other than interest on long-term obligations, are recorded when the liability is incurred or the long-term obligation due.

The District reports the following major governmental funds:

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

The Special Revenue Fund is used to account for revenues earned and expenditures incurred in connection with maintaining certain amenities and facilities within the District. Revenue reported in this fund include the Operations Fee and Transfer Fee as authorized by the Resolution dated March 12, 2020.

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.

NOTE 2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

Budgets

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

The District amended its annual budget for the year ended December 31, 2023.

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 and investments.

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 property tax revenues are recorded as revenue in the year they are available or collected.

Operations Fees

The District charges an operations fee to homeowners to cover costs related to district management and maintenance of district property and facilities. Excess fees at year-end are reflected as committed fund balance.

Capital Assets

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

NOTE 2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

Capital Assets (Continued)

Capital assets which are anticipated to be conveyed to other governmental entities are recorded as construction in progress and are not included in the calculation of the net investment in capital assets.

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 assets that applies to a future period and so will not be recognized as an inflow of resources (revenue) until that time. The District has three items that qualify for reporting in this category. The item *deferred property tax revenue* is deferred, and recognized as an inflow of resources in the period that the amount becomes available. The item *prepaid assessments* represent operations fees paid to the District in advance and is recognized as an inflow of resources in the period that the revenues are earned. The item *unearned revenue* represents operations fees billed in advance and is recognized as an inflow of resources in the period that the revenues are earned.

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.

NOTE 2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

Equity (Continued)

Fund Balance (Continued)

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.

NOTE 3 CASH AND INVESTMENTS

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

Statement of Net Position:

Cash and Investments	\$ 361,506
Cash and Investments - Restricted	68,864
Total Cash and Investments	\$ 430,370

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

Deposits with Financial Institutions	\$ 43,873
Investments	386,497
Total Cash and Investments	\$ 430,370

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, 2023, the District's cash deposits had a bank balance of \$43,873 and a carrying balance of \$43,873.

NOTE 3 CASH AND INVESTMENTS (CONTINUED)

Investments

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

The District generally limits its concentration of investments to those 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.

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

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

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

Investment	Maturity	 Amount
Colorado Surplus Asset Fund (CSAFE)	Weighted-Average	 _
	Under 60 Days	\$ 335,433
Fidelity Investments	Weighted-Average	
	Under 60 Days	51,064
Total		\$ 386,497

CSAFE

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

NOTE 3 CASH AND INVESTMENTS (CONTINUED)

CSAFE (Continued)

CSAFE CASH FUND operates similar to a money market fund, with each share valued at \$1.00. CSAFE may invest in U.S. Treasury securities, repurchase agreements collateralized by U.S. Treasury securities, certain money market funds, highest rated commercial paper, and any security allowed under CRS 24-75-601.

CSAFE CORE, a variable Net Asset Value (NAV) Local Government Investment Pool, offers weekly liquidity and is managed to approximate a \$2.00 transactional share price. CSAFE CORE may invest in securities authorized by CRS 24-75-601, including U.S. Treasury securities, repurchase agreements collateralized by U.S. Treasury securities, certain obligations of U.S. government agencies, highest rated commercial paper, and any security allowed under CRS 24-75-601.

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

Fidelity Money Market

The debt service money that is included in the trust accounts at Zions Bank (a division of Zions Bancorporation, NA.) is invested in the Fidelity Investments Money Market Government Portfolio Class III. This portfolio is a money market mutual fund which invests in U.S. Treasury obligations, which are fully guaranteed as to principal and interest by the United States, with maturities of 180 days or less and repurchase agreements collateralized by U.S. Treasury obligations. The Fund is rated AAAm by Standard & Poor's and AAA-mf by Moodys.

NOTE 4 CAPITAL ASSETS

An analysis of the changes in capital assets for the year ended December 31, 2023 follows:

	Balance at December 31, 2022	Incre	eases	Decr	eases	Balance at December 31, 2023
Governmental Activities: Capital Assets, Not Being Depreciated:						
Construction in Progress	\$ 11,442,021	\$		\$		\$ 11,442,021
Capital Assets, Net	\$ 11,442,021	\$		\$		\$ 11,442,021

he District will convey certain public improvements to other governmental entities and will own and maintain certain landscaping improvements once the improvements have been completed and acquired by the District.

NOTE 5 LONG-TERM OBLIGATIONS

The following is an analysis of changes in the District's long-term obligations for the year ended December 31, 2023:

	Balance at December 31, 2022	Additions	Reductions	Balance at December 31, 2023	Due Within One Year
Loans from Direct Borrowings and					
Direct Placements: Loan - Series 2022	\$ 14,165,000	\$ -	\$ 130.000	\$ 14,035,000	\$ 185,000
		φ -			
Total Loans Payable	14,165,000		130,000	14,035,000	185,000
Total Long-Term Obligations	\$ 14,165,000	\$ -	\$ 130,000	\$ 14,035,000	\$ 185,000

\$14,330,000 Series 2022 Limited Tax (Convertible to Unlimited Tax) General Obligation Refunding Loan

On September 16, 2022, the District entered into a Loan Agreement with Zion Bancorporation, N.A. dba: Vectra Bank Colorado (the Bank) in connection with the issuance of a loan in the maximum amount of \$14,330,000 (2022 Loan). The proceeds from the 2022 Loan were used to (i) refund the 2017A Senior Bond in the principal amount of \$9,740,000 which had an interest rate of 5.75%, the 2017B Subordinate Bonds in the principal amount of \$1,288,000 which had an interest rate of 7.750%, and the 2017C Subordinate Bonds in the principal amount of \$1,865,000 which had an interest rate of 13.000% (ii) pay the Bank's combined loan commitment fee and rate lock fee; and (iii) pay the costs of issuing the 2022 Loan; and (iv) pay any remaining proceeds to the Loan Payment Fund. The 2022 Loan does not have any unused lines of credit.

NOTE 5 LONG-TERM OBLIGATIONS (CONTINUED)

\$14,330,000 Series 2022 Limited Tax (Convertible to Unlimited Tax) General Obligation Refunding Loan (Continued)

\$13,541,135 of the 2022 Loan proceeds were used to purchase U.S. government securities. Those securities were deposited into an irrevocable trust with an escrow agent along with an additional \$1,676,269 of Loan proceeds and District Funds deposited and uninvested into a trust with an escrow agent to provide for future debt service payments on the refunded bonds. As a result, the refunded bonds are considered to be defeased, and the related liability for the bonds have been removed from the District's liabilities. The 2017A, 2017B and 2017C Bonds were redeemed on December 1, 2022, and December 15, 2022, respectively.

The 2022 Loan bears interest at the Base Rate of 4.226%, until the Interest Reset Date of December 1, 2042, then the Base Rate shall be the greater of; (i) the sum of the 10-Year U.S. Treasury Rate as of the Interest Reset Date plus 200 basis point, multiplied by 80% or (ii) 3.50%.

Interest payments are due on June 1 and December 1 of each year, commencing December 1, 2022 (Interest Payment Dates). All interest due and payable shall be calculated on the basis of a 360-day year and actual number of days elapsed in the applicable period.

Principal payments are due December 1 of each year beginning on December 1, 2022. The 2022 Loan matures on December 1, 2052. To the extent that Principal of the 2022 Loan is not paid when due, principal shall remain outstanding until paid. To the extent interest not paid when due, such unpaid interest shall compound on each Interest Payment Date at a rate as described in the Loan Agreement.

The Loan is not subject to prepayment prior to the tenth anniversary of the Closing Date, except from excess Pledged Revenue. At its option and subject to the restrictions set forth in this Section, the District may prepay all or any part of the principal of the Loan from any legally available revenues on any date on or after the tenth anniversary of the Closing Date upon payment to the Bank of the principal amount so prepaid, accrued interest thereon to the prepayment date, without prepayment fee or penalty. The 2022 Loan is not subject to acceleration.

The principal of and interest on the Loan shall be payable solely from and to the extent of the Pledged Revenue, which consists of (a) the Required Mill Levy; (b) the portion of the Specific Ownership Taxes allocable to the amount of the Required Mill Levy; and (c) any other legally available moneys which the Board determines in its sole discretion to apply as Pledged Revenue. No assets have been pledged as collateral on the 2022 Loan.

NOTE 5 LONG-TERM OBLIGATIONS (CONTINUED)

\$14,330,000 Series 2022 Limited Tax (Convertible to Unlimited Tax) General Obligation Refunding Loan (Continued)

Prior to the time when the Debt to Assessed Ratio is 50% or less, the Required Mill Levy means an ad valorem mill levy imposed upon all taxable property of the District each year in an amount sufficient, when combined with moneys held in the Loan Payment Fund, to pay the annual debt requirements for the next fiscal year, but not in excess of 50 mills (subject to adjustment). Events of default occur if the District fails to impose the Required Mill Levy, or to apply the Pledged Revenue as required by the Loan Agreement and does not comply with other customary terms and conditions consistent with normal municipal financial as described in the Loan Agreement.

	Senior Bonds						
Year Ending December 31,		Principal Interest		Interest		Total	
2024	\$	185,000	\$	593,119	\$	778,119	
2025		195,000		585,301		780,301	
2026		215,000		577,060		792,060	
2027		225,000		567,974		792,974	
2028		245,000		558,466		803,466	
2029-2033		1,510,000		2,621,389		4,131,389	
2034-2038		2,065,000		2,257,531		4,322,531	
2039-2043		2,690,000		1,788,120		4,478,120	
2044-2048		3,385,000		1,218,150		4,603,150	
2049-2052		3,320,000		381,825		3,701,825	
Total	\$	14,035,000	\$	11,148,935	\$	25,183,935	

Debt Authorization

On November 6, 2007 and November 4, 2014, the District's voters authorized total indebtedness of \$133,000,000 and \$140,000,000, respectively. Pursuant to the Service Plan, the total debt that the District shall be permitted to issue shall not exceed \$20,000,000. Additionally, the maximum debt mill levy is 50.000 mills, as adjusted for changes in the assessment ratio, which has been adjusted to 55.664 mills, which shall not be imposed for longer than 40 years from the first year the debt service mill levy is imposed. The final year to impose a debt service mill levy is 2057.

The District shall not impose a levy for repayment of any and all debt (or use the proceeds of any mill levy for repayment of debt) on any single property developed which exceeds 40 years after the year of the initial imposition of such mill levy unless a majority of the Board are residents of the District and have voted in favor of a refunding of part or all of the debt and such refunding will result in a net present value savings as set forth in Section 110-56-101, C.R.S., et seq.

At December 31, 2023, the District had authorized but unissued general obligation indebtedness in the following amounts for the following purposes:

<u>D</u>

NOTE 5 LONG-TERM OBLIGATIONS (CONTINUED)

Debt Authorization (Continued)

	Authorized		Authorized	Authorization		Authorization		Authorized	
	November 6,		November 4,	Used		Used		But	
	2007 Election		2014 Election	Series 2011		Series 2017		Unused	
Street Improvements	\$	9,500,000	\$ 10,000,000	\$ 550,800		\$	3,062,000	\$ 15,887,200)
Park and Recreation		9,500,000	10,000,000		-		-	19,500,000)
Water		9,500,000	10,000,000		-		3,116,200	16,383,800)
Sanitation/Storm Sewer		9,500,000	10,000,000		-		6,016,000	13,484,000)
Transportation		9,500,000	10,000,000		-		-	19,500,000)
Mosquito Control		9,500,000	10,000,000		-		-	19,500,000)
Traffic and Safety Protection		9,500,000	10,000,000		-		148,000	19,352,000)
Fire Protection		9,500,000	10,000,000		-		-	19,500,000)
TV Relay and Translation		9,500,000	10,000,000		-		-	19,500,000)
Security		9,500,000	10,000,000		-		-	19,500,000)
Operations and Maintenance		9,500,000	10,000,000		-		-	19,500,000)
Refunding of Debt		9,500,000	10,000,000		-		550,800	18,949,200)
Governmental IGA's		9,500,000	10,000,000		-		-	19,500,000)
Private IGA's		9,500,000	10,000,000				-	19,500,000)_
Total	\$	133,000,000	\$ 140,000,000	\$ 550,800		\$	12,893,000	\$ 259,556,200)

NOTE 6 NET POSITION

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

Restricted net position consists of assets 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 of \$17,800 for emergencies, and \$5,589 for debt as of December 31, 2023.

The District has a deficit in unrestricted net position. The deficit at December 31, 2023 was primarily due to interest paid and related costs on long-term debts.

NOTE 7 TRANSFERS

The District transferred \$200,000 from the General Fund to Special Revenue Fund to support the ongoing maintenance of District facilities.

NOTE 8 RISK MANAGEMENT

Except as provided in the Colorado Governmental Immunity Act, §24-10-101, et seq., C.R.S., the District may be 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.

NOTE 8 RISK MANAGEMENT (CONTINUED)

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

The District pays annual premiums to the Pool for liability, property, workers' compensation, 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 9 TAX, SPENDING, AND DEBT LIMITATIONS

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

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

On November 6, 2007 and November 4, 2014, the District's voters approved for an annual increase in taxes of \$500,000 and \$5,000,000, respectively, for general operations and maintenance without limitation of rate. This election question allowed the District to collect and spend the additional revenue 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

ORCHARD FARMS METROPOLITAN DISTRICT DEBT SERVICE FUND – SCHEDULE OF REVENUES, EXPENDITURES, AND CHANGES IN FUND BALANCE – BUDGET AND ACTUAL YEAR ENDED DECEMBER 31, 2023

	iginal and nal Budget	Actual Amounts	Variance with Final Budget Positive (Negative)		
REVENUES				_	
Property Taxes	\$ 702,529	\$ 702,531	\$	2	
Specific Ownership Taxes	49,177	48,332		(845)	
Interest Income	 5,000	 13,202		8,202	
Total Revenues	756,706	764,065		7,359	
EXPENDITURES					
County Treasurer's Fee	10,538	10,542		(4)	
Paying Agent Fees	4,000	3,000		1,000	
Loan Interest - Series 2022	598,613	606,927		(8,314)	
Loan Principal - Series 2022	130,000	130,000		-	
Contingency	11,849	· -		11,849	
Total Expenditures	755,000	750,469		4,531	
NET CHANGE IN FUND BALANCE	1,706	13,596		11,890	
Fund Balance - Beginning of Year	107,019	41,420		(65,599)	
FUND BALANCE - END OF YEAR	\$ 108,725	\$ 55,016	\$	(53,709)	

OTHER INFORMATION

ORCHARD FARMS METROPOLITAN DISTRICT SCHEDULE OF DEBT SERVICE REQUIREMENTS TO MATURITY DECEMBER 31, 2023

\$14,330,000 Tax - Exempt Refunding Loan, Series 2022 Issue date September 16, 2022 Principal Due Annually December 1 Interest at 4.226%

78,075

39,825

\$ 11,148,935

928,075

924,825

\$ 25,183,935

Year Ending December 31, Principal Interest To	tal
2024 \$ 185,000 \$ 593,119 \$ 7	778,119
2025 195,000 585,301 7	780,301
2026 215,000 577,060 7	792,060
2027 225,000 567,974 7	792,974
2028 245,000 558,466 8	303,466
	308,112
2030 285,000 537,125 8	322,125
2031 300,000 525,081 8	325,081
2032 325,000 512,403 8	337,403
2033 340,000 498,668 8	338,668
2034 365,000 484,300 8	349,300
2035 385,000 468,875 8	353,875
2036 415,000 452,605 8	367,605
2037 435,000 435,067 8	370,067
	381,684
2039 485,000 397,033 8	382,033
2040 515,000 376,537 8	391,537
2041 540,000 354,773 8	394,773
2042 570,000 331,952 9	901,952
2043 580,000 327,825	907,825
2044 615,000 301,725	916,725
2045 645,000 274,050 9	919,050
2046 675,000 245,025	920,025
2047 710,000 214,650 9	24,650
	22,700
2049 775,000 149,400 9	24,400
2050 810,000 114,525 9	924,525

850,000

885,000

\$ 14,035,000

2051

2052

Total

ORCHARD FARMS METROPOLITAN DISTRICT SCHEDULE OF ASSESSED VALUATION, MILL LEVY, AND PROPERTY TAXES COLLECTED DECEMBER 31, 2023

				Total Mills Levied				Total Prop	Percent	
Year Ended December 31,		Assessed Valuation	Percent Change	General Operations	Debt Service	Total		Levied	Collected	Collected to Levied
2018/2019 2019/2020 2020/2021 2021/2022 2022/2023	\$	5,264,340 8,885,760 11,097,390 14,282,420 15,334,050	0.0% 68.8% 24.9% 28.7% 7.4%	18.000 18.000 18.000 18.000 18.467	55.277 55.664 55.664 55.664 45.815	73.277 73.664 73.664 73.664 64.282	\$	385,755 654,561 817,478 1,052,101 985,703	\$ 385,540 654,186 815,313 1,053,446 985,706	99.94 % 99.94 % 99.74 % 100.13 % 100.00 %
Estimated for Year Ending December 31, 2024	\$	19,164,780	-20.0%	19.161	38.000	57.161		1095478		

Note:

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

Source: Adams County Assessor and Treasurer.