

**2024 ANNUAL REPORT  
STC METROPOLITAN DISTRICT NO. 2**

As required by Section VII of the Service Plan for STC Metropolitan District No. 2 (the “**District**”), approved by the Town of Superior, Colorado on May 13, 2013, the District presents the following report of the District’s activities from January 1, 2024 to December 31, 2024. In addition, pursuant to Section 32-1-207(3)(c), C.R.S., the District is required to submit an annual report for the preceding calendar year commencing in 2024 for calendar year 2024 to the Town, the Division of Local Government, the state auditor, and the Boulder County Clerk and Recorder. The District hereby submits this annual report to satisfy the above requirements for the year ending December 31, 2024.

For the year ending December 31, 2024, the District makes the following report pursuant to the District’s Service Plan:

- A. Changes made or proposed to the District’s Boundaries as of December 31 of the prior year:

In 2024, the District changed its boundaries, to include Lot 3B, Block 1 of Superior Town Center Filing 1B Replat No. 3, Town of Superior, County of Boulder, State of Colorado.

- B. Intergovernmental agreements with other governmental entities, either entered into or proposed as of December 31 of the prior year.

The District entered no Intergovernmental agreements with other governmental entities.

- C. Copies of the District’s rules and regulations, if any as of December 31 of the prior year.

The District made policy changes during 2024. Copies of the rules and regulations of the District may be accessed on the District’s website: <https://stcmd1-3.colorado.gov>

- D. A summary of any litigation which involves the District as of December 31 of the prior year.

The District is not aware of any litigation which involves the District as of December 31, 2024.

- E. Status of the District’s construction of the Public Improvements as of December 31 of the prior year.

The District constructed identified parking and civic space improvements.

- F. A list of all facilities and improvements constructed by the District that have been dedicated to and accepted by the Town as of December 31 of the prior year.

There were no improvements accepted by the town in 2024.

- G. The assessed valuation of the District for the current year.

The District's total taxable assessed valuation for 2024 is \$11,022,941. Please see the Certification of Valuation by the Boulder County Assessor attached hereto as Exhibit A.

- H. Current year's budget:

A copy of the District's 2024 budget is attached hereto as Exhibit B.

- I. Audited financial statements for the reporting year (or application for exemption from audit):

The District is currently exempt from audit, pursuant to Section 29-1-604, C.R.S. A copy of the 2023 Audit is attached hereto as Exhibit C. The 2024 Audit will be provided when completed.

- J. Notice of any uncured events of default by the District, which continue beyond a ninety (90) day period, under any Debt instrument.

As of the date of filing this 2024 Annual Report, the operations income did not cover the District's expenses, the District anticipates levying an Operations Fee to address any shortfalls.

- K. Any inability of the District to pay its obligations as they come due, in accordance with the terms of such obligations, which continue beyond a ninety (90) day period.

The operations income did not cover the District's expenses, the District anticipates levying an Operations Fee to address any shortfalls.

**EXHIBIT A**

Certification of Valuation by the Boulder County Assessor

County Tax Entity Code 083001

STCMD2

CERTIFICATION OF VALUATION BY  
BOULDER COUNTY ASSESSOR

DOLA LGID/SID \_\_\_\_\_/\_\_\_\_\_

New Tax Entity ☐ YES ☒ NO

Date: November 19, 2024

NAME OF TAX ENTITY: STC METROPOLITAN DISTRICT 2

## USE FOR STATUTORY PROPERTY TAX REVENUE LIMIT CALCULATIONS (5.5% LIMIT) ONLY

IN ACCORDANCE WITH 39-5-121(2)(a) and 39-5-128(1), C.R.S., AND NO LATER THAN AUGUST 25, THE ASSESSOR CERTIFIES THE TOTAL VALUATION FOR ASSESSMENT FOR THE TAXABLE YEAR :

|   |        |              |
|---|--------|--------------|
| 1. PREVIOUS YEAR'S NET TOTAL ASSESSED VALUATION:  | 1. \$  | \$1,053,927  |
| 2. CURRENT YEAR'S GROSS TOTAL ASSESSED VALUATION: ‡   | 2. \$  | \$11,022,941 |
| 3. LESS TOTAL TIF AREA INCREMENTS, IF ANY:  | 3. \$  | \$9,783,544  |
| 4. CURRENT YEAR'S NET TOTAL TAXABLE ASSESSED VALUATION:   | 4. \$  | \$1,239,397  |
| 5. NEW CONSTRUCTION: *  | 5. \$  | \$190,288    |
| 6. INCREASED PRODUCTION OF PRODUCING MINE: ≈  | 6. \$  | \$0          |
| 7. ANNEXATIONS/INCLUSIONS:  | 7. \$  | \$0          |
| 8. PREVIOUSLY EXEMPT FEDERAL PROPERTY: ≈  | 8. \$  | \$0          |
| 9. NEW PRIMARY OIL AND GAS PRODUCTION FROM ANY PRODUCING OIL AND GAS LEASEHOLD OR LAND (29-1-301(1)(b), C.R.S.) †:  | 9. \$  | \$0          |
| 10. TAXES RECEIVED LAST YEAR ON OMITTED PROPERTY AS OF AUG. 1 (29-1-301(1)(a), C.R.S.). Includes all revenue collected on valuation not previously certified: | 10. \$ | \$0          |
| 11. TAXES ABATED AND REFUNDED AS OF AUG. 1 (29-1-301(1)(a), C.R.S.) and (39-10-114(1)(a)(I)(B), C.R.S.):  | 11. \$ | \$51,080     |

‡ This value reflects personal property exemption IF enacted by the jurisdiction as authorized by Art. X, Sec. 20(8)(b), Colo. Constitution

\* New Construction is defined as: Taxable real property structures and personal property connected with the structure.

≈ Jurisdiction must submit to the Division of Local Government respective Certifications of Impact in order for the values to be treated as growth in the limit calculation; use forms DLG52 &amp; 52A.

† Jurisdiction must apply to the Division of Local Government before the value can be treated as growth in the limit calculation; use Form (DLG 52B).

## USE FOR TABOR "LOCAL GROWTH" CALCULATION ONLY

IN ACCORDANCE WITH ART. X, SEC.20, COLO.CONSTITUTION AND 39-5-121(2)(b), C.R.S., THE ASSESSOR CERTIFIES THE TOTAL ACTUAL VALUATION FOR THE TAXABLE YEAR :

|  |       |              |
|--|-------|--------------|
| 1. CURRENT YEAR'S TOTAL ACTUAL VALUE OF ALL REAL PROPERTY: ¶   | 1. \$ | \$55,409,130 |
| <b>ADDITIONS TO TAXABLE REAL PROPERTY</b>  |       |              |
| 2. CONSTRUCTION OF TAXABLE REAL PROPERTY IMPROVEMENTS: *   | 2. \$ | \$2,840,125  |
| 3. ANNEXATIONS/INCLUSIONS:   | 3. \$ | \$0          |
| 4. INCREASED MINING PRODUCTION: §  | 4. \$ | \$0          |
| 5. PREVIOUSLY EXEMPT PROPERTY:   | 5. \$ | \$0          |
| 6. OIL OR GAS PRODUCTION FROM A NEW WELL:  | 6. \$ | \$0          |
| 7. TAXABLE REAL PROPERTY OMITTED FROM THE PREVIOUS YEAR'S TAX WARRANT:<br>(If land and/or a structure is picked up as omitted property for multiple years, only the most current year's actual value can be reported as omitted property. ): | 7. \$ | \$0          |

## DELETIONS FROM TAXABLE REAL PROPERTY

|   |        |     |
|---|--------|-----|
| 8. DESTRUCTION OF TAXABLE REAL PROPERTY IMPROVEMENTS: | 8. \$  | \$0 |
| 9. DISCONNECTIONS/EXCLUSIONS:                         | 9. \$  | \$0 |
| 10. PREVIOUSLY TAXABLE PROPERTY:                      | 10. \$ | \$0 |

¶ This includes the actual value of all taxable real property plus the actual value of religious, private schools, and charitable real property.

\* Construction is defined as newly constructed taxable real property structures.

§ Includes production from a new mines and increase in production of existing producing mines.

IN ACCORDANCE WITH 39-5-128(1), C.R.S., AND NO LATER THAN AUGUST 25, THE ASSESSOR CERTIFIES TO SCHOOL DISTRICTS:

TOTAL ACTUAL VALUE OF ALL TAXABLE PROPERTY \$ \$0

IN ACCORDANCE WITH 39-5-128(1.5), C.R.S., THE ASSESSOR PROVIDES:

HB21-1312 VALUE OF EXEMPT BUSINESS PERSONAL PROPERTY (ESTIMATED): \*\* \$ \$34,250

\*\* The tax revenue lost to this exempted value will be reimbursed to the tax entity by the County Treasurer in accordance with 39-3-119.5(3), C.R.S.

NOTE: ALL LEVIES MUST BE CERTIFIED to the COUNTY COMMISSIONERS NO LATER THAN DECEMBER 15.

DLG 57 (Rev. 6/21)

**EXHIBIT B**  
2025 Budget

**STC METROPOLITAN DISTRICT NO. 2**  
**2025**  
**BUDGET MESSAGE**

Attached please find a copy of the adopted 2025 budget for the STC Metropolitan District No 2.

STC Metropolitan District No. 2 has adopted three separate funds, a General Fund to provide for general operating and maintenance expenditures; a Capital Projects Fund to provide for capital improvements to be built for the benefit of the district; and a Debt Service Fund to provide for payments on the outstanding general obligation bonds.

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

The primary sources of revenue for the district in 2025 will be property taxes, SURA property tax increments, bond proceeds and transfers from STC Metropolitan District Nos. 1 and 3. The District intends to impose a 47.247mill levy on the property within the district in 2025, of which 10.494 mills will be dedicated to the General Fund and the balance of 36.753 mills will be allocated to the Debt Service Fund.

**STC Metropolitan District No. 2**  
**Adopted Budget**  
**General Fund**  
**For the Year Ended December 31, 2025**

|                                  | Actual<br>2023 | Adopted<br>Budget<br>2024 | Actual<br>6/30/2024 | Estimate<br>2024 | Adopted<br>Budget<br>2025 |
|----------------------------------|----------------|---------------------------|---------------------|------------------|---------------------------|
| Beginning balance                | \$ (188,325)   | \$ (253,292)              | \$ (253,110)        | \$ (253,292)     | \$ 86                     |
| Revenues:                        |                |                           |                     |                  |                           |
| Property taxes                   | 1,398          | 11,060                    | 1,778               | 1,723            | 13,006                    |
| SURA Property Tax Increment      | 62,208         | 114,866                   | 104,606             | 114,886          | 101,128                   |
| Specific ownership taxes         | 2,978          | 5,000                     | 2,589               | 5,000            | 14,410                    |
| Developer Advance                | 114,374        | 44,635                    | 157,500             | 382,323          | -                         |
| Transfer from STCMD No. 1        | 187,218        | 300,936                   | 266,164             | 302,036          | 330,513                   |
| Transfer from STCMD No. 3        | 25,634         | 27,781                    | 24,084              | 26,613           | 87,214                    |
| Parking Garage Cost Share/MOB    | 31,059         | 14,948                    | 21,501              | 31,000           | 14,948                    |
| Net Investment Income            | 284            | -                         | -                   | -                | 115,005                   |
| Miscellaneous/Interest Income    | 8,930          | 14,000                    | 18,689              | 25,000           | 22,000                    |
| Total Revenue                    | 434,083        | 533,226                   | 596,911             | 888,581          | 698,224                   |
| Total Funds Available            | 245,758        | 279,934                   | 343,801             | 635,289          | 698,310                   |
| Expenditures:                    |                |                           |                     |                  |                           |
| Accounting                       | 29,290         | 20,000                    | 6,974               | 10,000           | 10,000                    |
| Accounting AP SDMS               | -              | -                         | 10,041              | 20,000           | 18,000                    |
| Audit                            | 14,600         | 16,500                    | -                   | 16,500           | 17,500                    |
| Director's Fees                  | 1,000          | 2,400                     | 300                 | 2,400            | 2,400                     |
| Insurance/SDA Dues               | 25,127         | 28,000                    | 11,603              | 26,000           | 28,000                    |
| Election                         | 2,126          | -                         | -                   | -                | 7,000                     |
| Legal                            | 54,606         | 35,000                    | 23,000              | 35,000           | 40,000                    |
| Legal Special                    | -              | -                         | 48,635              | 50,000           | -                         |
| Management                       | 38,657         | 35,000                    | 26,185              | 45,000           | 47,250                    |
| Miscellaneous                    | 3,598          | 3,000                     | 4,348               | 5,000            | 3,000                     |
| O&M - Covenant Control/Comm Mgm  | 34,160         | 35,000                    | 21,295              | 35,000           | 36,750                    |
| O&M - Landscaping                | 138,997        | 35,000                    | 34,963              | 70,000           | 80,000                    |
| O&M - Maintenance                | 2,465          | 10,000                    | -                   | 10,000           | 10,000                    |
| O&M - Utilities                  | 29,978         | 30,000                    | 12,752              | 30,000           | 30,000                    |
| O&M - Plaza                      | -              | -                         | 4,864               | 10,000           | 20,000                    |
| O&M - Roads & Sidewalks/snow rem | 109,223        | 100,000                   | 163,873             | 250,000          | 200,000                   |
| O&M - Parking Garage             | 14,142         | 8,000                     | 18,161              | 20,000           | 20,000                    |
| Lot 6 Parking Garage             | -              | -                         | -                   | -                | 93,600                    |
| O&M - Reserve                    | -              | 7,500                     | -                   | -                | 7,500                     |
| Treasurer's Fees                 | 6              | 3                         | 4                   | 3                | 3                         |
| Payroll Taxes                    | 1,075          | 300                       | -                   | 300              | 300                       |
| Contingency                      | -              | 8,511                     | -                   | -                | 6,868                     |
|                                  | 499,050        | 374,214                   | 386,998             | 635,203          | 678,171                   |
| Transfers and Reserves           |                |                           |                     |                  |                           |
| Emergency Reserve                | -              | 10,971                    | -                   | -                | 20,139                    |
| Total expenditures               | -              | 10,971                    | -                   | -                | 20,139                    |
| Ending balance                   | \$ (253,292)   | \$ (105,251)              | \$ (43,197)         | \$ 86            | \$ -                      |
| Assessed Valuation Gross         |                | \$ 12,166,502             |                     |                  | \$ 11,022,941             |
| Assessed Valuation Increment     |                | \$ 11,112,575             |                     |                  | \$ 9,783,544              |
| Assessed Valuation               |                | \$ 1,053,927              |                     |                  | \$ 1,239,397              |
| Mill Levy                        |                | 10.494                    |                     |                  | 10.494                    |

**STC Metropolitan District No. 2**  
**Adopted Budget**  
**Capital Projects Fund**  
**For the Year Ended December 31, 2025**

|                                    | Actual<br><u>2023</u> | Adopted<br>Budget<br><u>2024</u> | Actual<br><u>6/30/2024</u> | Estimate<br><u>2024</u> | Adopted<br>Budget<br><u>2025</u> |
|------------------------------------|-----------------------|----------------------------------|----------------------------|-------------------------|----------------------------------|
| Beginning balance                  | \$ 7,667,897          | \$ 28,697                        | \$ 28,697                  | \$ 28,697               | \$ 12,197                        |
| Revenues:                          |                       |                                  |                            |                         |                                  |
| Developer Advance                  | 428,355               | -                                | 4,143,271                  | 16,580,000              | 15,674,000                       |
| Bond Proceeds                      | 9,683,632             | 15,674,000                       |                            |                         |                                  |
| Interest Income                    | <u>17,113</u>         | <u>400,000</u>                   | <u>673</u>                 | <u>17,000</u>           | <u>400,000</u>                   |
| Total Revenue                      | <u>10,129,100</u>     | <u>16,074,000</u>                | <u>4,143,944</u>           | <u>16,597,000</u>       | <u>16,074,000</u>                |
| Total Funds Available              | <u>17,796,997</u>     | <u>16,102,697</u>                | <u>4,172,641</u>           | <u>16,625,697</u>       | <u>16,086,197</u>                |
| Expenditures:                      |                       |                                  |                            |                         |                                  |
| Legal                              | -                     | 3,500                            | -                          | 3,500                   | 3,500                            |
| Construction Expenses              | 10,111,986            | 16,040,500                       | 4,143,944                  | 16,580,000              | 16,040,500                       |
| Developer Reimbursement            | 7,277,491             | -                                | -                          | -                       | -                                |
| Developer Reimbursement - Interest | 353,754               | -                                | -                          | -                       | -                                |
| Engineering                        | <u>25,069</u>         | <u>30,000</u>                    | <u>9,082</u>               | <u>30,000</u>           | <u>30,000</u>                    |
| Total expenditures                 | <u>17,768,300</u>     | <u>16,074,000</u>                | <u>4,153,026</u>           | <u>16,613,500</u>       | <u>16,074,000</u>                |
| Ending balance                     | <u>\$ 28,697</u>      | <u>\$ 28,697</u>                 | <u>\$ 19,615</u>           | <u>\$ 12,197</u>        | <u>\$ 12,197</u>                 |



**STC Metropolitan District No. 2**  
**Adopted Budget**  
**Debt Service Fund**  
**For the Year Ended December 31, 2025**

|                                      | Actual<br><u>2023</u> | Adopted<br>Budget<br><u>2024</u> | Actual<br><u>6/30/2024</u> | Estimate<br><u>2024</u> | Adopted<br>Budget<br><u>2025</u> |
|--------------------------------------|-----------------------|----------------------------------|----------------------------|-------------------------|----------------------------------|
| Beginning balance                    | \$ 10,436,974         | \$ 10,243,092                    | \$ 10,238,512              | \$ 10,243,092           | \$ 12,045,048                    |
| Revenues:                            |                       |                                  |                            |                         |                                  |
| Property taxes                       | 365                   | 38,735                           | 360                        | 38,735                  | 45,552                           |
| SURA Property Tax District Increment | 2,598,594             | 4,028,498                        | 3,726,387                  | 4,028,498               | 4,028,498                        |
| SURA Property Tax Increment          | -                     | 408,420                          | -                          | -                       | 359,575                          |
| Specific Ownership Taxes             | 10,430                | 19,064                           | 9,259                      | 20,000                  | 19,064                           |
| Transfer from STCMD No. 1            | 952,199               | 1,490,047                        | 1,454,241                  | 1,510,270               | 1,637,956                        |
| Transfer from STCMD No. 3            | 51,269                | 55,345                           | 51,024                     | 54,284                  | 176,203                          |
| Interest income                      | 546,031               | 90,000                           | 300,682                    | 500,000                 | 90,000                           |
| Total Revenue                        | <u>4,158,888</u>      | <u>6,130,109</u>                 | <u>5,541,953</u>           | <u>6,151,787</u>        | <u>6,356,848</u>                 |
| Total Funds Available                | <u>14,595,862</u>     | <u>16,373,201</u>                | <u>15,780,465</u>          | <u>16,394,879</u>       | <u>18,401,896</u>                |
| Expenditures:                        |                       |                                  |                            |                         |                                  |
| Bond Interest - 2019A                | 4,339,250             | 4,339,250                        | 2,169,625                  | 4,339,250               | 4,339,250                        |
| Paying agent fees                    | 9,500                 | 8,000                            | -                          | 9,500                   | 8,000                            |
| Cost of Issuance                     | 4,000                 | 500                              | -                          | 500                     | 500                              |
| Treasurer's Fees                     | 20                    | 581                              | 19                         | 581                     | 683                              |
| Total expenditures                   | <u>4,352,770</u>      | <u>4,348,331</u>                 | <u>2,169,644</u>           | <u>4,349,831</u>        | <u>4,348,433</u>                 |
| Ending balance                       | \$ <u>10,243,092</u>  | \$ <u>12,024,870</u>             | \$ <u>13,610,821</u>       | \$ <u>12,045,048</u>    | \$ <u>14,053,463</u>             |
| Assessed Valuation Gross             |                       | \$ <u>12,166,502</u>             |                            |                         | \$ <u>11,022,941</u>             |
| Assessed Valuation Increment         |                       | \$ <u>11,112,575</u>             |                            |                         | \$ <u>9,783,544</u>              |
| Assessed Valuation                   |                       | \$ <u>1,053,927</u>              |                            |                         | \$ <u>1,239,397</u>              |
| Mill Levy                            |                       | <u>36.753</u>                    |                            |                         | <u>36.753</u>                    |
| Total Mill Levy                      |                       | <u>47.247</u>                    |                            |                         | <u>47.247</u>                    |

**EXHIBIT C**  
2023 Audited Financial Statements  
(The 2024 Audit will be provided when completed.)

**STC METROPOLITAN DISTRICT NO. 2**

**Financial Statements**

**December 31, 2023**

# STC METROPOLITAN DISTRICT NO. 2

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Dazzio & Associates, PC

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Certified Public Accountants

**INDEPENDENT AUDITOR'S REPORT**

Board of Directors  
STC Metropolitan District No. 2  
Boulder County, Colorado

***Opinions***

We have audited the accompanying financial statements of the governmental activities and each major fund of the STC Metropolitan District No. 2 (the District), as of and for the year ended December 31, 2023, and the related notes to the financial statements, which collectively comprise the District's basic financial statements as listed in the table of contents.

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

***Basis for 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 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, 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 generally accepted auditing standards will always detect a material misstatement when it exists. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control. Misstatements are considered material if there is a substantial likelihood that, individually or in the aggregate, they would influence the judgment made by a reasonable user based on the financial statements.

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

- Exercise professional judgment and maintain professional skepticism throughout the audit.
- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, and design and perform audit procedures responsive to those risks. Such procedures include examining, on a test basis, evidence regarding the amounts and disclosures in the financial statements.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the District's internal control. Accordingly, no such opinion is expressed.
- Evaluate the appropriateness of accounting policies used and the reasonableness of significant accounting estimates made by management, as well as evaluate the overall presentation of the financial statements.
- Conclude whether, in our judgment, there are conditions or events, considered in the aggregate, that raise substantial doubt about the District's ability to continue as a going concern for a reasonable period of time.

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

***Required Supplementary Information***

Management has 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 who considers it to be an essential part of financial reporting for placing the basic financial statements in an appropriate operational, economic, or historical context. Our opinion on the basic financial statements is not affected by 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 listed 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. The 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 included in the annual report. The Other Information, as listed in the table of contents, 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 any form of 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.

*Duggio & Associates, P.C.*

September 12, 2024

## **BASIC FINANCIAL STATEMENTS**



**STC METROPOLITAN DISTRICT NO. 2**

**STATEMENT OF NET POSITION**

**December 31, 2023**

|  | <b>Governmental<br/>Activities</b> |
|--|------------------------------------|
| <b>Assets</b>                              |                                    |
| Cash and Investments                       | \$ 47,384                          |
| Cash and Investments - Restricted          | 10,122,202                         |
| Accounts Receivable                        | 5,929                              |
| Developer Receivable                       | 3,556                              |
| Due from District No. 1                    | 4,686                              |
| Due from District No. 3                    | 317                                |
| Prepaid Expenses                           | 6,692                              |
| Receivable from County Treasurer           | 1,240                              |
| Property Taxes Receivable                  | 49,795                             |
| Tax Increment Taxes Receivable             | 517,160                            |
| Capital Assets Not Being Depreciated       | 106,206,885                        |
| Capital Assets, Net                        | <u>1,924,455</u>                   |
| <b>Total Assets</b>                        | <u>118,890,301</u>                 |
| <b>Liabilities</b>                         |                                    |
| Accounts Payable                           | 173,510                            |
| Accrued Interest Payable                   | 361,604                            |
| Noncurrent Liabilities                     |                                    |
| Due Within One Year                        | 1,105,000                          |
| Due In More Than One Year                  | <u>138,654,685</u>                 |
| <b>Total Liabilities</b>                   | <u>140,294,799</u>                 |
| <b>Deferred Inflows of Resources</b>       |                                    |
| Deferred Property Tax                      | 49,795                             |
| Deferred Tax Increment Taxes               | <u>517,160</u>                     |
| <b>Total Deferred Inflows of Resources</b> | <u>566,955</u>                     |
| <b>Net Position</b>                        |                                    |
| Net Investment In Capital Assets           | 1,924,455                          |
| Restricted for                             |                                    |
| TABOR Reserve                              | 10,100                             |
| Debt Service                               | 2,834,925                          |
| Unrestricted                               | <u>(26,740,933)</u>                |
| <b>Total Net Position</b>                  | <u>\$ (21,971,453)</u>             |

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

**STC METROPOLITAN DISTRICT NO. 2**

**STATEMENT OF ACTIVITIES**

**For the Year Ended December 31, 2023**

| <b>Function/Program Activities</b>              | <b>Expenses</b>     | <b>Program Revenues</b>                                       |   |   | <b>Net (Expense)<br/>Revenue and<br/>Changes in<br/>Net Position</b> |
|---|---------------------|---|---|---|--|
|   |                     | <b>Permits, Fees,<br/>Fines, and Charges<br/>for Services</b> | <b>Operating<br/>Grants and<br/>Contributions</b> | <b>Capital<br/>Grants and<br/>Contributions</b> | <b>Governmental<br/>Activities</b>                                   |
| <b>Governmental Activities</b>                  |                     |   |   |   |  |
| General Government                              | \$ 554,430          | \$ -  | \$ 243,911  | \$ -  | \$ (310,519)   |
| Interest and Related Costs<br>on Long-term Debt | 6,949,625           | -   | -   | 1,003,468                                       | (5,946,157)  |
| Total Governmental Activities                   | <u>\$ 7,504,055</u> | <u>\$ -</u>   | <u>\$ 243,911</u>                                 | <u>\$ 1,003,468</u>                             | <u>(6,256,676)</u>   |
| <b>General Revenues:</b>                        |                     |   |   |   |  |
|   |                     |   |   |   |  |
|   |                     |   |   |   | 1,763  |
|   |                     |   |   |   | 13,408   |
|   |                     |   |   |   | 2,660,802  |
|   |                     |   |   |   | 563,426  |
|   |                     |   |   |   | 8,930  |
|   |                     |   |   |   | <u>3,248,329</u>   |
|   |                     |   |   |   | (3,008,347)  |
|   |                     |   |   |   | (18,963,106)   |
|   |                     |   |   |   | <u>\$ (21,971,453)</u>   |

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

**STC METROPOLITAN DISTRICT NO. 2**

**BALANCE SHEET  
GOVERNMENTAL FUNDS  
December 31, 2023**

|   | <b>General</b>    | <b>Debt<br/>Service</b> | <b>Capital<br/>Projects</b> | <b>Total</b>         |
|---|-------------------|-------------------------|-----------------------------|----------------------|
| <b>Assets</b>   |                   |                         |                             |                      |
| Cash and Investments  | \$ 21,774         | \$ -                    | \$ 25,610                   | \$ 47,384            |
| Cash and Investments - Restricted   | -                 | 10,122,202              | -                           | 10,122,202           |
| Accounts Receivable   | 5,929             | -                       | -                           | 5,929                |
| Receivable from County Treasurer  | 275               | 965                     | -                           | 1,240                |
| Developer Receivable  | 3,556             | -                       | -                           | 3,556                |
| Due from District No. 1   | 781               | 3,905                   | -                           | 4,686                |
| Due from District No. 3   | 106               | 211                     | -                           | 317                  |
| Prepaid Expense   | 6,692             | -                       | -                           | 6,692                |
| Due from Other Funds  | -                 | 115,809                 | 3,086                       | 118,895              |
| Property Taxes Receivable   | 11,060            | 38,735                  | -                           | 49,795               |
| Tax Increment Taxes Receivable  | 114,866           | 402,294                 | -                           | 517,160              |
| <b>Total Assets</b>   | <b>\$ 165,039</b> | <b>\$ 10,684,121</b>    | <b>\$ 28,696</b>            | <b>\$ 10,877,856</b> |
| <b>Liabilities</b>  |                   |                         |                             |                      |
| Accounts payable  | \$ 173,510        | \$ -                    | \$ -                        | \$ 173,510           |
| Due to Other Funds  | 118,895           | -                       | -                           | 118,895              |
| <b>Total Liabilities</b>  | <b>292,405</b>    | <b>-</b>                | <b>-</b>                    | <b>292,405</b>       |
| <b>Deferred Inflows of Resources</b>  |                   |                         |                             |                      |
| Deferred Property Tax   | 11,060            | 38,735                  | -                           | 49,795               |
| Deferred Tax Increment Taxes  | 114,866           | 402,294                 | -                           | 517,160              |
| <b>Total Deferred Inflows of Resources</b>                                    | <b>125,926</b>    | <b>441,029</b>          | <b>-</b>                    | <b>566,955</b>       |
| <b>Fund Balances</b>  |                   |                         |                             |                      |
| Nonspendable  |                   |                         |                             |                      |
| Prepaid Expenses  | 6,692             | -                       | -                           | 6,692                |
| Restricted for  |                   |                         |                             |                      |
| TABOR Reserve   | 10,100            | -                       | -                           | 10,100               |
| Debt Service  | -                 | 10,243,092              | -                           | 10,243,092           |
| Capital Projects  | -                 | -                       | 28,696                      | 28,696               |
| Unassigned  | (270,084)         | -                       | -                           | (270,084)            |
| <b>Total Fund Balances</b>  | <b>(253,292)</b>  | <b>10,243,092</b>       | <b>28,696</b>               | <b>10,018,496</b>    |
| <b>Total Liabilities, Deferred Inflows of<br/>Resources and Fund Balances</b> | <b>\$ 165,039</b> | <b>\$ 10,684,121</b>    | <b>\$ 28,696</b>            | <b>\$ 10,877,856</b> |

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

**STC METROPOLITAN DISTRICT NO. 2**

**RECONCILIATION OF THE GOVERNMENTAL FUNDS BALANCE SHEET TO THE  
STATEMENT OF NET POSITION**

**December 31, 2023**

Total Fund Balances - Governmental Funds \$ 10,018,496

Total net position reported for governmental activities in the statement of  
of net position is different because:

Capital assets used in governmental activities are not financial  
resources and therefore are not reported in the funds. Those  
assets consist of:

|                               |                  |             |
|-------------------------------|------------------|-------------|
| Capital Assets                | \$ 108,422,085   |             |
| Less Accumulated Depreciation | <u>(290,745)</u> | 108,131,340 |

Long-term liabilities applicable to the District's governmental  
activities are not due and payable in the current period and  
accordingly are not reported as fund liabilities. All liabilities,  
both current and long-term, are reported in the statement of  
net position.

Balances at December 31, 2023 are:

|   |                  |                      |
|---|------------------|----------------------|
| Bonds Payable                                   | (125,385,873)    |                      |
| Bond Premium                                    | (4,401,828)      |                      |
| Accrued Interest on Bonds-2019A                 | (361,604)        |                      |
| Accrued Interest on Bonds-2019B                 | (7,194,312)      |                      |
| Accrued Interest on Bonds-2020C                 | (569,872)        |                      |
| Developer Advance Payable-Capital               | (428,355)        |                      |
| Developer Advance Payable-Operating             | (1,192,562)      |                      |
| Interest payable on Developer advance-Capital   | (3,755)          |                      |
| Interest payable on Developer advance-Operating | <u>(583,128)</u> | <u>(140,121,289)</u> |

|  |                               |
|--|-------------------------------|
| Net Position - Governmental Activities | <u><u>\$ (21,971,453)</u></u> |
|--|-------------------------------|

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

**STC METROPOLITAN DISTRICT NO. 2**

**STATEMENT OF REVENUES, EXPENDITURES AND CHANGES IN FUND BALANCES  
GOVERNMENTAL FUNDS**

**For the Year Ended December 31, 2023**

|   | <b>General</b>      | <b>Debt<br/>Service</b> | <b>Capital<br/>Projects</b> | <b>Total</b>         |
|---|---------------------|-------------------------|-----------------------------|----------------------|
| <b>Revenues</b>                                 |                     |                         |                             |                      |
| Property Taxes                                  | \$ 1,398            | \$ 365                  | \$ -                        | \$ 1,763             |
| Specific Ownership Tax                          | 2,978               | 10,430                  | -                           | 13,408               |
| SURA Property Tax Increment                     | 62,208              | 2,598,594               | -                           | 2,660,802            |
| Transfer from District No. 1                    | 187,218             | 952,199                 | -                           | 1,139,417            |
| Transfer from District No. 3                    | 25,634              | 51,269                  | -                           | 76,903               |
| Parking Garage Cost Share                       | 31,059              | -                       | -                           | 31,059               |
| Interest Income                                 | 284                 | 546,031                 | 17,111                      | 563,426              |
| Miscellaneous                                   | 8,930               | -                       | -                           | 8,930                |
| <b>Total Revenues</b>                           | <b>319,709</b>      | <b>4,158,888</b>        | <b>17,111</b>               | <b>4,495,708</b>     |
| <b>Expenditures</b>                             |                     |                         |                             |                      |
| <b>Current</b>                                  |                     |                         |                             |                      |
| Accounting                                      | 29,290              | -                       | -                           | 29,290               |
| Audit   | 14,600              | -                       | -                           | 14,600               |
| Directors Fees                                  | 1,000               | -                       | -                           | 1,000                |
| Insurance                                       | 25,127              | -                       | -                           | 25,127               |
| Election  | 2,126               | -                       | -                           | 2,126                |
| Legal   | 54,606              | -                       | -                           | 54,606               |
| Management                                      | 38,657              | -                       | -                           | 38,657               |
| Miscellaneous                                   | 3,598               | -                       | -                           | 3,598                |
| Treasurers Fees                                 | 6                   | 20                      | -                           | 26                   |
| Payroll Taxes                                   | 1,075               | -                       | -                           | 1,075                |
| Utilities                                       | 29,978              | -                       | -                           | 29,978               |
| Covenant Control                                | 34,160              | -                       | -                           | 34,160               |
| Landscaping                                     | 138,997             | -                       | -                           | 138,997              |
| Parking Garage                                  | 14,142              | -                       | -                           | 14,142               |
| Roads & Sidewalks                               | 109,223             | -                       | -                           | 109,223              |
| Miscellaneous Operations                        | 2,465               | -                       | -                           | 2,465                |
| <b>Capital Outlay</b>                           |                     |                         |                             |                      |
| Construction Expenses                           | -                   | -                       | 10,111,986                  | 10,111,986           |
| Developer Reimbursement                         | -                   | -                       | 7,277,491                   | 7,277,491            |
| Developer Reimbursement - Interest              | -                   | -                       | 353,754                     | 353,754              |
| <b>Debt Service</b>                             |                     |                         |                             |                      |
| Bond Interest                                   | -                   | 4,339,250               | -                           | 4,339,250            |
| Costs of Issuance                               | -                   | 4,000                   | -                           | 4,000                |
| Paying Agent Fees                               | -                   | 9,500                   | -                           | 9,500                |
| <b>Total Expenditures</b>                       | <b>499,050</b>      | <b>4,352,770</b>        | <b>17,766,041</b>           | <b>22,617,861</b>    |
| <b>Excess Revenues Over (Under)</b>             |                     |                         |                             |                      |
| <b>Expenditures</b>                             | <b>(179,341)</b>    | <b>(193,882)</b>        | <b>(17,748,930)</b>         | <b>(18,122,153)</b>  |
| <b>Other Financing Sources (Uses)</b>           |                     |                         |                             |                      |
| Developer Advances                              | 114,374             | -                       | 428,355                     | 542,729              |
| Bond Proceeds                                   | -                   | -                       | 9,683,632                   | 9,683,632            |
| <b>Total Other Financing<br/>Sources (Uses)</b> | <b>114,374</b>      | <b>-</b>                | <b>10,111,987</b>           | <b>10,226,361</b>    |
| <b>Net Change in Fund Balances</b>              | <b>(64,967)</b>     | <b>(193,882)</b>        | <b>(7,636,943)</b>          | <b>(7,895,792)</b>   |
| <b>Fund Balances - Beginning</b>                | <b>(188,325)</b>    | <b>10,436,974</b>       | <b>7,665,639</b>            | <b>17,914,288</b>    |
| <b>Fund Balances - Ending</b>                   | <b>\$ (253,292)</b> | <b>\$ 10,243,092</b>    | <b>\$ 28,696</b>            | <b>\$ 10,018,496</b> |

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

## STC METROPOLITAN DISTRICT NO. 2

### RECONCILIATION OF THE STATEMENT OF REVENUES, EXPENDITURES AND CHANGES IN FUND BALANCES OF GOVERNMENTAL FUNDS TO THE STATEMENT OF ACTIVITIES

For the Year Ended December 31, 2023

Net Change in Fund Balances - Total Governmental Funds \$ (7,895,792)

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       | 10,134,796 |
| Depreciation Expense | (55,380)   |

The issuance of long-term debt provides current financial resources to governmental funds, while the repayment of principal of long-term debt consumes the current financial resources of governmental funds. Neither transaction, however, has any effect on net position. The net effect of these differences in the treatment of long-term debt is as follows:

|                                |              |
|--------------------------------|--------------|
| Bond Issuance                  | (10,077,589) |
| Developer advances - Capital   | (428,355)    |
| Developer advances - Operating | (114,374)    |
| Repayment of developer advance |              |
| Principal                      | 7,277,491    |
| Interest                       | 456,883      |

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 Developer advances -Operating   | (100,395)   |
| Accrued interest on Developer advances -Capital     | (3,755)     |
| Accrued interest on bonds-Change in Liability-2020B | (1,997,356) |
| Accrued interest on bonds-Change in Liability-2020C | (518,132)   |
| Amortization of bond premium                        | 313,611     |

|  |                       |
|--|-----------------------|
| Change in Net Position - Governmental Activities | <u>\$ (3,008,347)</u> |
|--|-----------------------|

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

**STC METROPOLITAN DISTRICT NO. 2**

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

**GENERAL FUND**

**For the Year Ended December 31, 2023**

**(With Comparative Totals for the Year Ended December 31, 2022)**

|                                     | <b>Original<br/>Budget</b> | <b>Final<br/>Budget</b> | <b>Actual<br/>Amounts</b> | <b>Variance with<br/>Final Budget</b> | <b>2022<br/>Actual</b> |
|-------------------------------------|----------------------------|-------------------------|---------------------------|---------------------------------------|------------------------|
| <b>Revenues</b>                     |                            |                         |                           |                                       |                        |
| Property Taxes                      | \$ 1,723                   | \$ 1,723                | \$ 1,398                  | \$ (325)                              | \$ 204                 |
| Specific Ownership Tax              | 5,000                      | 2,800                   | 2,978                     | 178                                   | 3,755                  |
| SURA Property Tax Increment         | 62,156                     | 62,000                  | 62,208                    | 208                                   | 82,370                 |
| Transfer from District No. 1        | 187,957                    | 189,733                 | 187,218                   | (2,515)                               | 175,671                |
| Transfer from District No. 3        | 26,619                     | 25,452                  | 25,634                    | 182                                   | 55,506                 |
| Parking Garage Cost Share           | 14,947                     | 31,000                  | 31,059                    | 59                                    | 35,625                 |
| Interest Income                     | -                          | -                       | 284                       | 284                                   | 140                    |
| Miscellaneous                       | 8,936                      | 10,000                  | 8,930                     | (1,070)                               | 600                    |
| <b>Total Revenues</b>               | <b>307,338</b>             | <b>322,708</b>          | <b>319,709</b>            | <b>(2,999)</b>                        | <b>353,871</b>         |
| <b>Expenditures</b>                 |                            |                         |                           |                                       |                        |
| Administrative                      |                            |                         |                           |                                       |                        |
| Accounting                          | 20,000                     | 30,000                  | 29,290                    | 710                                   | 33,651                 |
| Audit                               | 16,500                     | 14,600                  | 14,600                    | -                                     | 14,000                 |
| Directors Fees                      | 2,400                      | 2,400                   | 1,000                     | 1,400                                 | 2,200                  |
| Insurance                           | 25,750                     | 26,000                  | 25,127                    | 873                                   | 22,242                 |
| Election                            | 15,000                     | 2,000                   | 2,126                     | (126)                                 | 1,809                  |
| Legal                               | 35,000                     | 55,000                  | 54,606                    | 394                                   | 81,794                 |
| Management                          | 35,000                     | 40,000                  | 38,657                    | 1,343                                 | 30,400                 |
| Miscellaneous                       | 3,000                      | 4,000                   | 3,598                     | 402                                   | 2,903                  |
| Treasurers Fees                     | 3                          | 6                       | 6                         | -                                     | 3                      |
| Payroll Taxes                       | 300                        | 300                     | 1,075                     | (775)                                 | -                      |
| Utilities                           | 30,000                     | 40,000                  | 29,978                    | 10,022                                | 29,935                 |
| Covenant Control                    | 12,000                     | 35,000                  | 34,160                    | 840                                   | 12,710                 |
| Contingency                         | 8,511                      | -                       | -                         | -                                     | -                      |
| Emergency Reserve                   | 12,314                     | -                       | -                         | -                                     | -                      |
| Operations and Maintenance          |                            |                         |                           |                                       |                        |
| Landscaping                         | 90,000                     | 130,000                 | 138,997                   | (8,997)                               | 137,635                |
| Parking Garage                      | 8,000                      | 16,000                  | 14,142                    | 1,858                                 | 4,319                  |
| Roads & Sidewalks                   | 100,000                    | 120,000                 | 109,223                   | 10,777                                | 187,955                |
| Miscellaneous Operations            | 10,000                     | 10,000                  | 2,465                     | 7,535                                 | 8,309                  |
| Reserve                             | 7,500                      | -                       | -                         | -                                     | -                      |
| <b>Total Expenditures</b>           | <b>431,278</b>             | <b>525,306</b>          | <b>499,050</b>            | <b>26,256</b>                         | <b>569,865</b>         |
| <b>Excess Revenues Over (Under)</b> |                            |                         |                           |                                       |                        |
| <b>Expenditures</b>                 | <b>(123,940)</b>           | <b>(202,598)</b>        | <b>(179,341)</b>          | <b>23,257</b>                         | <b>(215,994)</b>       |
| <b>Other Financing Sources</b>      |                            |                         |                           |                                       |                        |
| Developer Advances                  | 100,000                    | 390,923                 | 114,374                   | (276,549)                             | -                      |
| <b>Net Change in Fund Balance</b>   | <b>(23,940)</b>            | <b>188,325</b>          | <b>(64,967)</b>           | <b>(253,292)</b>                      | <b>(215,994)</b>       |
| <b>Fund Balance - Beginning</b>     | <b>23,940</b>              | <b>(188,325)</b>        | <b>(188,325)</b>          | <b>-</b>                              | <b>27,669</b>          |
| <b>Fund Balance - Ending</b>        | <b>\$ -</b>                | <b>\$ -</b>             | <b>\$ (253,292)</b>       | <b>\$ (253,292)</b>                   | <b>\$ (188,325)</b>    |

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

## STC METROPOLITAN DISTRICT NO. 2

### NOTES TO FINANCIAL STATEMENTS DECEMBER 31, 2023

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#### **Note 1 – Definition of Reporting Entity**

The STC Metropolitan District No. 2 (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 Boulder County recorded on December 5, 2013, and is governed pursuant to provisions of the Colorado Special District Act (Title 32, Article 1, Colorado Revised Statutes). The District is one of three related districts: STC Metropolitan District Nos. 1, 2 and 3 (individually, District No. 1 and District No. 3, and collectively with the District, the Districts).

The District operates under a Service Plan approved by the Town of Superior (the Town) on May 13, 2013 and amended on April 6, 2014. Pursuant to the Service Plan, the District and District No. 3 are referred to as the Financing Districts and District No. 1 is the Managing District. The Managing District is responsible for managing, implementing and coordinating the financing, construction, and the operation and maintenance of all public infrastructure and services within and without the project known as Superior Town Center. The Financing Districts provide the funding for the improvements and the tax base needed to support ongoing operations of the Districts. On January 1, 2015, the Districts entered into a Facilities Funding, Construction and Operation Agreement whereby the District took over the responsibilities of the Managing, or Operating District, and District No. 1 became a financing district (see Note 6).

The District's service area boundaries are located entirely within the Town and the Superior Urban Renewal Area.

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

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 to any other organization, nor is the District a component unit of any other primary governmental entity.



## STC METROPOLITAN DISTRICT NO. 2

### NOTES TO FINANCIAL STATEMENTS

DECEMBER 31, 2023

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#### 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. 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 assets and liabilities of the District is reported as net position.

The statement of activities demonstrates the degree to which the direct expenses of a given function or segment is offset by program revenue. *Direct expenses* are those that are clearly identifiable with a specific function or segment. *Program revenue* 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 revenue are reported instead as *general revenue*.

Separate financial statements are provided for governmental funds. Major individual governmental funds are reported in 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. Property taxes are recognized as revenues in the year for which they are levied. Other items are recognized as revenues as soon as all eligibility requirements imposed by the provider have been met. Depreciation is computed and recorded as an operating expense. Expenditures for capital assets are shown as increases in assets and redemption of bonds and notes are 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 after year-end. The major sources of revenue susceptible to accrual are property taxes. All other

## STC METROPOLITAN DISTRICT NO. 2

### NOTES TO FINANCIAL STATEMENTS

DECEMBER 31, 2023

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revenue items are considered to be measurable and available only when cash is received by the District. Expenditures are recorded when the related fund liability is incurred, as under accrual accounting. However, debt service expenditures are recorded only when payment is due.

The District reports the following major governmental funds:

**General Fund** – This fund is the general operating fund of the District. It is used to account for all financial resources except those required to be accounted for in another fund.

**Debt Service Fund** – This fund is used to account for the resources accumulated and payments made for principal and interest on long-term general obligation debt.

**Capital Projects Fund** – This fund is used to account for financial resources earmarked or segregated for the acquisition and construction of major capital facilities and other project-oriented activities.

As a general rule the effect of interfund activity has been eliminated from the government-wide financial statements.

#### **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 level and lapses at year end. The District can modify the budget by line item within the total appropriation without notification. The appropriation can only be modified upon completion of notification and publication requirements. The budget includes each fund on its basis of accounting unless otherwise indicated.

The District has amended its 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 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. Investments are carried at fair value.

Cash and investments are presented on the balance sheet in the basic financial statements at fair value.

## **STC METROPOLITAN DISTRICT NO. 2**

### **NOTES TO FINANCIAL STATEMENTS**

**DECEMBER 31, 2023**

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#### **Capital Assets**

Capital assets, which include property and equipment, are reported in the government-wide financial statements. Capital assets defined by the District as assets include improvements to buildings and equipment with an initial, individual cost of more than \$5,000 and an estimated useful life in excess of one year. Such assets are recorded at historical cost or estimated historical cost if purchased or constructed. Donated capital assets are recorded at estimated fair market value at the date of donation. The costs of normal maintenance and repairs that do not add to the value of the asset or materially extend assets lives are not capitalized.

Capital assets that 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.

Depreciation expense has been computed using the straight-line method over the estimated economic useful life of 40 years.

#### **Interfund Balances**

The District reports interfund balances that are representative of lending/borrowing arrangements between funds in the fund financial statements as due to/from other funds. The interfund balances have been eliminated in the government-wide statements.

#### **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 sales 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.

## STC METROPOLITAN DISTRICT NO. 2

### NOTES TO FINANCIAL STATEMENTS

DECEMBER 31, 2023

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#### Deferred Inflows of Resources

In addition to assets, the statement of net position will sometimes report a separate section for deferred outflows of resources. This separate financial statement element, deferred outflows of resources, represents a consumption of net assets that applies to a future period(s) and so will not be recognized as an outflow of resources until then.

In addition to liabilities, the statement of net position and the governmental funds balance sheet will sometimes report a separate section for deferred inflows of resources. This separate financial statement element, *deferred inflows of resources*, represents an acquisition of net assets that applies to a future period(s) and so will *not* be recognized as an inflow of resources (revenue) until that time. The District has one item that qualifies for reporting in this category. Accordingly, one item, unavailable revenue – property tax, is reported in both the government-wide statement of net position and the governmental funds balance sheet. This amount is deferred and recognized as inflow of resources in the period that the amounts become available.

#### Long-term Obligations and Original Issue Discount

In the government-wide financial statements, debt premiums and discounts are deferred and amortized over the life of the issue using the percentage of current principal payments to total debt issue. Debt issuance costs, except any portion related to prepaid insurance costs, are expensed when incurred.

In the fund financial statements, governmental fund types recognize debt premiums and discounts, as well as debt issuance costs, during the current period. The face amount of debt issued is reported as other financing sources. Premiums received on debt issuances are reported as other financing sources while discounts on debt issuances are reported as other financing uses. Issuance costs, whether or not withheld from the actual debt proceeds received, are reported as debt service expenditures.

#### Net Position and Fund Equity

##### Net Position

The government-wide financial statements utilize a net position presentation. Net position is categorized as 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.

## STC METROPOLITAN DISTRICT NO. 2

### NOTES TO FINANCIAL STATEMENTS DECEMBER 31, 2023

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Restricted net position is subject to restrictions by creditors, grantors, contributors, or laws or regulations of other governments or imposed by law through constitutional provision or enabling legislation.

Unrestricted net position represents assets that do not have any third-party limitations on their use.

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 Balances

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 legally or contractually required to be maintained intact.

*Restricted fund balance* – The portion of fund balances that is constrained to be 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.

## STC METROPOLITAN DISTRICT NO. 2

### NOTES TO FINANCIAL STATEMENTS DECEMBER 31, 2023

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*Unassigned fund balance* - The residual portion of fund balance that does not meet any of the criteria described above.

If more than one classification of fund balance is available for use when an expenditure is incurred, it is the District's practice to use the most restrictive classification first.

The General Fund reported a deficit in the fund financial statements as of December 31, 2023. The deficit will be eliminated with the receipt of incremental property taxes and developer advances in 2024.

#### **Note 3 – Cash and Investments**

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

|                                   | <u>Unrestricted</u>  |
|-----------------------------------|----------------------|
| Cash and Investments              | \$ 47,384            |
| Cash and Investments - Restricted | <u>10,122,202</u>    |
| Total Cash and Investments        | <u>\$ 10,169,586</u> |

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

|                                      |                      |
|--------------------------------------|----------------------|
| Deposits with Financial Institutions | \$ 21,774            |
| Investments                          | <u>10,147,812</u>    |
| Total Cash and Investments           | <u>\$ 10,169,586</u> |

## STC METROPOLITAN DISTRICT NO. 2

### NOTES TO FINANCIAL STATEMENTS

DECEMBER 31, 2023

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#### Cash Deposits

##### Custodial credit risk

Custodial risk for deposits is the risk that, in the event of a failure of a depository financial institution, the District will not be able to recover its deposits or will not be able to recover collateral securities that are in possession of an outside party. The Colorado Public Deposit Protection Act (PDPA) governs the investment of public funds. PDPA requires that all units of local government deposit cash in eligible public depositories. State regulators determine eligibility. Amounts on deposit in excess of federal insurance levels (\$250,000) 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 equal to 102% of the aggregate uninsured deposits. The institution's internal records identify the collateral by depositor and as such, these deposits are considered to be uninsured but collateralized. The State Regulatory Commissions 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 had a bank balance of \$24,904 and a carrying balance of \$21,774.

#### 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 obligations of the United States, certain U.S. government agency securities and Local Government Investment Pools, 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 disclosure requirements or subject to investment custodial credit risk 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.

## STC METROPOLITAN DISTRICT NO. 2

### NOTES TO FINANCIAL STATEMENTS

DECEMBER 31, 2023

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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 US 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

At December 31, 2023, the District had the following investments:

| <u>Investment</u>  | <u>Maturity</u>                | <u>Fair Value</u>    |
|--|--------------------------------|----------------------|
| Colorado Local Government Liquid Asset Trust (Colotrust PLUS+) | Weighted average under 60 days | <u>\$ 10,147,812</u> |

The District invested in the Colorado Local Government Liquid Asset Trust (COLOTRUST) (the Trust), an investment vehicle established for local government entities in Colorado to pool surplus funds. The State Securities Commissioner administers and enforces all State statutes governing the Trust. The Trust currently offers three portfolios – COLOTRUST PRIME, COLOTRUST PLUS+, and COLOTRUST EDGE.

COLOTRUST PRIME and COLOTRUST PLUS+, which operate similarly to a money market fund and each share is equal in value to \$1.00, offer daily liquidity. Both portfolios may invest in U.S. Treasury securities and repurchase agreements collateralized by U.S. Treasury securities. COLOTRUST PLUS+ may also invest in certain obligations of U.S. government agencies, highest rated commercial paper, and any security allowed under CRS 24-75-601.

COLOTRUST EDGE, a variable Net Asset Value (NAV) Local Government Investment Pool, offers weekly liquidity and is managed to approximate a \$10.00 transactional share price. COLOTRUST EDGE 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.



## STC METROPOLITAN DISTRICT NO. 2

### NOTES TO FINANCIAL STATEMENTS DECEMBER 31, 2023

A designated custodial bank serves as custodian for the Trust's portfolios pursuant to a custodian agreement. The custodian acts as safekeeping agent for the Trust's investment portfolios and provides services as the depository in connection with direct investments and withdrawals. The custodian's internal records segregate investments owned by the Trust. COLOTRUST PRIME and COLOTRUST PLUS+ are rated AAAM by Standard & Poor's. COLOTRUST EDGE is rated AAAs/S1 by FitchRatings. COLOTRUST records its investments at fair value and the District records its investment in COLOTRUST at net asset value as determined by fair value. There are no unfunded commitments, the redemption frequency is daily or weekly, and there is no redemption notice period.

#### Restricted Cash and Investments

At December 31, 2023, cash and investments in the amount of \$10,122,202 are restricted. This includes cash and investments held by the Debt Service Fund for bond reserves and bond principal and interest payments (see Note 5).

#### Note 4 – Capital Assets

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

|   | <b>Beginning<br/>Balance</b> | <b>Additions</b> | <b>Deletions</b> | <b>Ending<br/>Balance</b> |
|---|------------------------------|------------------|------------------|---------------------------|
| Capital assets not being depreciated        |                              |                  |                  |                           |
| Construction in Progress                    | \$ 96,072,089                | \$ 10,134,796    | \$ -             | \$ 106,206,885            |
| Capital assets not being depreciated        |                              |                  |                  |                           |
| Parking Structure                           | 2,215,200                    | -                | -                | 2,215,200                 |
| Less accumulated depreciation for:          |                              |                  |                  |                           |
| Parking Structure                           | (235,365)                    | (55,380)         | -                | (290,745)                 |
| Net total depreciable assets                | 1,979,835                    | (55,380)         | -                | 1,924,455                 |
| Governmental activities capital assets, net | \$ 98,051,924                | \$ 10,079,416    | \$ -             | \$ 108,131,340            |

## STC METROPOLITAN DISTRICT NO. 2

### NOTES TO FINANCIAL STATEMENTS DECEMBER 31, 2023

#### 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:

|  | Beginning<br>Balance  | Additions            | Deletions            | Ending<br>Balance     | Due<br>Within<br>One Year |
|--|-----------------------|----------------------|----------------------|-----------------------|---------------------------|
| <b><u>Governmental Activities:</u></b>                               |                       |                      |                      |                       |                           |
| General Obligation Limited Tax<br>Bonds, Series 2019A                | \$ 90,790,000         | \$ -                 | \$ -                 | \$ 90,790,000         | \$ 1,105,000              |
| Series 2019A Premium   | 4,715,439             | -                    | 313,611              | 4,401,828             | -                         |
| General Obligation Limited Tax<br>Bonds, Series 2019B <sup>(3)</sup> | 19,770,000            | -                    | -                    | 19,770,000            | -                         |
| General Obligation Limited Tax<br>Bonds, Series 2020C                | 263,000               | 14,562,873           | -                    | 14,825,873            | -                         |
| Accrued and Unpaid<br>Interest - 2019B <sup>(3)</sup>                | 5,196,956             | 1,997,356            | -                    | 7,194,312             | -                         |
| Accrued and Unpaid<br>Interest - 2020C                               | 51,740                | 518,133              | -                    | 569,873               | -                         |
| Developer Advances:  |                       |                      |                      |                       |                           |
| Capital  | 11,762,775            | 428,355              | 11,762,775           | 428,355               | -                         |
| Operating  | 1,078,188             | 114,374              | -                    | 1,192,562             | -                         |
| Developer Advance Accrued Interest:                                  |                       |                      |                      |                       |                           |
| Capital  | 456,883               | 3,755                | 456,883              | 3,755                 | -                         |
| Operating  | 482,733               | 100,395              | -                    | 583,128               | -                         |
|  | <u>\$ 134,567,714</u> | <u>\$ 17,725,241</u> | <u>\$ 12,533,269</u> | <u>\$ 139,759,686</u> | <u>\$ 1,105,000</u>       |

## STC METROPOLITAN DISTRICT NO. 2

### NOTES TO FINANCIAL STATEMENTS

DECEMBER 31, 2023

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

#### General Obligation Bonds

**Limited Tax General Obligation and Special Revenue Refunding and Improvement Bonds, Series 2019A, dated December 19, 2019** (the 2019A Senior Bonds) in the original amount of \$90,790,000 with interest rates ranging from 3.00% to 5.00%, payable semiannually on June 1 and December 1, beginning on June 1, 2020. Annual mandatory sinking fund principal payments are due on December 1, beginning on December 1, 2024.

The 2019A Bonds mature on December 1, 2049, and are subject to redemption prior to maturity, at the option of the District, on December 1, 2024, and on any date thereafter, upon payment of par, accrued interest, and a redemption premium of a percentage of the principal amount so redeemed, as follows:

| <u>Date of Redemption</u>              | <u>Redemption Premium</u> |
|--|---------------------------|
| December 1, 2024, to November 30, 2025 | 3.00%                     |
| December 1, 2025, to November 30, 2026 | 2.00%                     |
| December 1, 2026, to November 30, 2027 | 1.00%                     |
| December 1, 2027, and thereafter       | 0.00%                     |

The proceeds from the sale of the 2019A Senior Bonds and 2019B Subordinate Bonds, as hereinafter defined, were used for the purposes of: (i) paying or reimbursing the costs of capital infrastructure improvements; (ii) providing capitalized interest for the Senior Bonds; (iii) funding a Reserve Fund securing the Senior Bonds; refunding the Series 2015 Bonds and; (iv) paying costs of issuance of the Senior and Subordinate Bonds.

The 2019A Senior Bonds, as hereinafter defined, are limited tax general obligations of the District secured by and payable solely from the Pledged Revenue, generally consisting of: (a) all District Property Tax Revenue, generally comprised of the revenues resulting from imposition by the Districts of the applicable Required Mill Levy pursuant to the Capital Pledge Agreement, including the portion thereof constituting TC Increment (i.e., tax increment revenues) payable to the District by SURA in accordance with the Cost Sharing Agreement; ; (b) all Specific Ownership Tax Revenues; (c) all SURA Pledged Revenue (comprised of certain property tax increment revenues payable to the District in accordance with the Cost Sharing Agreement); (d) all PILOT Revenue (constituting certain payments in lieu of taxes) if any; and (e) any other legally available moneys which the District determines, in its absolute discretion, to credit to the Senior Bond Fund.

The 2019A Senior Bonds Indenture requires the Districts to impose a Required Mill Levy, as defined in the Amended and Restated Capital Pledge Agreement dated as of December 1, 2019, in an amount sufficient to pay the principal of and interest on the 2019A Senior Bonds, up to a maximum mill levy

## STC METROPOLITAN DISTRICT NO. 2

### NOTES TO FINANCIAL STATEMENTS

DECEMBER 31, 2023

as follows: (a) with respect to District No. 1, 50 mills (adjusted for changes in the method of calculating assessed valuation); (b) with respect to District No. 2 (the Issuing District): (i) prior to and including levy year 2023, 35 mills (adjusted for changes in the method of calculating assessed valuation), and (ii) commencing with levy year 2024, 44 mills (adjusted for changes in the method of calculating assessed valuation); and (c) with respect to District No. 3: (i) prior to and including levy year 2023, 20 mills (adjusted for changes in the method of calculating assessed valuation), and (ii) commencing with levy year 2024, 29 mills (adjusted for changes in the method of calculating assessed valuation). For the levy year 2023, District No. 1, the District and District No. 3, levied 61.683, 36.753 and 20.820 mills, respectively, for debt service/contractual obligations for collection in 2024.

The 2019A Senior Bonds are also secured by amounts held in the Senior Reserve Fund, which was funded upon issuance of the 2019A Senior Bonds in the amount of the Required Reserve equal to \$7,046,563, and amounts accumulated in the Surplus Fund, if any. Pledged Revenue that is not needed to pay debt service on the 2019A Senior Bonds in any year will be deposited to and held in the Surplus Fund, up to the Maximum Surplus Amount of \$9,079,000. The Surplus Fund is to be maintained for so long as any Bonds are outstanding. Amounts on deposit in the Surplus Fund (if any) on the final maturity date of the Bonds shall be applied to the payment of the Bonds. The availability of such amount shall be taken into account in calculating the Required Mill Levy to be imposed in 2048 for collection in 2049. The District has acknowledged that State Law places certain restrictions on the use of money derived from the Required Mill Levy.

Outstanding bond principal and interest mature as follows:

|           | <b>Principal</b>     | <b>Interest</b>      | <b>Total</b>          |
|-----------|----------------------|----------------------|-----------------------|
| 2024      | \$ 1,105,000         | \$ 4,339,250         | \$ 5,444,250          |
| 2025      | 2,230,000            | 4,306,100            | 6,536,100             |
| 2026      | 3,075,000            | 4,239,200            | 7,314,200             |
| 2027      | 3,200,000            | 4,116,200            | 7,316,200             |
| 2028      | 3,470,000            | 3,988,200            | 7,458,200             |
| 2028-2032 | 20,750,000           | 17,450,900           | 38,200,900            |
| 2033-2037 | 28,680,000           | 11,550,500           | 40,230,500            |
| 2038-2042 | 7,835,000            | 6,338,500            | 14,173,500            |
| 2043-2047 | 10,825,000           | 4,095,750            | 14,920,750            |
| 2048-2049 | 9,620,000            | 481,000              | 10,101,000            |
|           | <u>\$ 90,790,000</u> | <u>\$ 60,905,600</u> | <u>\$ 151,695,600</u> |

## STC METROPOLITAN DISTRICT NO. 2

### NOTES TO FINANCIAL STATEMENTS DECEMBER 31, 2023

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**Subordinate Limited Tax General Obligation and Special Revenue Bonds, Series 2019B<sub>(3)</sub> Dated December 19, 2019** (the 2019B Subordinate Bonds) in the original amount of \$19,770,000 with interest of 8.00%, payable annually from Subordinate Pledged Revenue on December 15, beginning on December 15, 2020. The 2019B Subordinate Bonds are structured as cash flow bonds meaning that there are no scheduled payments of principal prior to the final maturity date. Subordinate Pledged Revenue are those revenues available after the payment of all amounts due on the 2019B Subordinate Bonds, including funding the Senior Reserve Fund and the Surplus Fund as required in the Indenture. Unpaid interest on the 2019B Subordinate Bonds compounds annually on each December 15.

The 2019B Subordinate Bonds are also subject to redemption prior to maturity, at the option of the District, on December 1, 2024, and on any date thereafter, upon payment of par, accrued interest, and a redemption premium of a percentage of the principal amount so redeemed, as follows:

| <u>Date of Redemption</u>              | <u>Redemption Premium</u> |
|--|---------------------------|
| December 1, 2024, to November 30, 2025 | 3.00%                     |
| December 1, 2025, to November 30, 2026 | 2.00%                     |
| December 1, 2026, to November 30, 2027 | 1.00%                     |
| December 1, 2027, and thereafter       | 0.00%                     |

In the event that, on December 15, 2059 any amount of principal of or interest on the 2019B Subordinate Bonds remains unpaid after application of all Subordinate Pledged Revenue available therefor in accordance with the Subordinate Indenture, the 2019B Subordinate Bonds and the lien of the Subordinate Indenture securing payment thereof is to be deemed discharged.

Due to the uncertainty of the timing of the principal and interest payments on the 2019B Subordinate Bonds, a schedule of the timing of these payments is not available.

**Junior Limited Tax General Obligation Bonds, Series 2020C**, in the total maximum principal amount of \$16,215,000 (the "Series 2020C Junior Bond"), and the **Taxable Junior Limited Tax General Obligation Bond, Series 2020D**, in the total maximum principal amount of \$18,958,000 (the "Series 2020D Junior Bond", dated December 2, 2020 (together the 2020 Junior Bonds) with interest of 9.00%, payable annually from the Junior Pledged Revenue on December 16, beginning on December 16, 2020. The 2020 Junior Bonds are structured as draw-down obligations in order to finance or reimburse the costs of certain public improvements authorized by the District's Service Plan. There are no scheduled payments of principal or interest prior to the final maturity date of June 1, 2060. Junior Pledged Revenue are those revenues available after amounts are applied to the 2019A Senior Bonds and the 2019B Subordinate Bonds. To the extent interest on the Series 2020C Bond is not paid when due, such interest shall compound annually on each December 16. To the extent interest on the Series 2020D Junior Bond is not paid when due, such interest shall continue to accrue, but shall not compound.

## STC METROPOLITAN DISTRICT NO. 2

### NOTES TO FINANCIAL STATEMENTS

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On December 2, 2020, the District made the initial draw on the 2020C Junior Bond in the amount of \$263,000.

On November 1, 2023, the District entered into the Second Amendment to the Amended and Restated Facilities Funding and Acquisition Agreement which reduced the interest rate from 9% compounded annually to 8%, simple interest effective from August 12, 2022, the date payments were disbursed related to the Developer incurred costs certified in cost certifications 86-90 paid with the December 30, 2022 increased the principal amount of the Series 2020C Junior Bond \$4,485,284.

During the year ended December 31, 2023, additional cost certifications 91 – 101 were approved amounting to \$10,077,589, including interest of 483,117.

The 2020C/D Junior Bonds are also subject to redemption prior to maturity, at the option of the District, on December 16, 2024, and on any date thereafter, upon payment of par, accrued interest, and a redemption premium of a percentage of the principal amount so redeemed, as follows:

| <u>Date of Redemption</u>               | <u>Redemption Premium</u> |
|---|---------------------------|
| December 16, 2024, to December 15, 2025 | 3.00%                     |
| December 16, 2025, to December 15, 2026 | 2.00%                     |
| December 16, 2026, to December 15, 2027 | 1.00%                     |
| December 16, 2027, and thereafter       | 0.00%                     |

In the event that, on December 16, 2090 any amount of principal of or interest on the 2020 Junior Bonds remains unpaid after application of all Junior Pledged Revenue available therefor in accordance with the Junior Indenture, the 2020 Junior Bonds and the lien of the Junior Indenture securing payment thereof is to be deemed discharged.

Due to the uncertainty of the timing of the principal and interest payments on the 2020 Junior Bonds, a schedule of the timing of these payments is not available.

#### **Developer Advances**

The District entered into an Operation Funding Agreement and a Facilities Funding and Acquisition Agreement with the Developer (as defined below) as follows:

#### **Operation Funding Agreement (OFA)**

On November 3, 2014, and amended on March 6, 2019, with an effective date of January 1, 2015, the District entered into an OFA with RC Superior, LLC. (the Developer). The OFA provides that the District will reimburse the Developer for any advances made to the District for operations and maintenance expenses for fiscal years 2015 through 2019, up to \$1,100,000, together with interest

## STC METROPOLITAN DISTRICT NO. 2

### NOTES TO FINANCIAL STATEMENTS

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at a rate of 9% per annum. On December 9, 2019, with an effective date of January 1, 2015, the District entered into Amended and Restated Operation Funding Agreement with the Developer (Amended OFA) which amends and restates the OFA. The Amended OFA provides that the District will reimburse the Developer for any advances made to the District for operations and maintenance expenses for fiscal years 2015 through 2020, up to \$900,000, together with interest at a rate of 9% per annum. On January 6, 2021, with an effective date of January 1, 2015, the District entered into a First Amendment to the Amended and Restated Operation Funding Agreement with the Developer (the Amendment) which amends the Amended OFA. The Amendment provides that the District will reimburse the Developer for any advances made to the District for operations and maintenance expenses for fiscal years 2015 through 2021, up to \$1,115,000, together with interest at a rate of 9% per annum.

The obligation of the Developer to advance funds under the Amended OFA expires on December 31, 2060. In the event the District has not reimbursed the Developer for any Developer Advance(s) made pursuant to the Amended OFA on or before December 31, 2060, any amount of principal and accrued interest outstanding on such date shall be deemed to be forever discharged and satisfied in full. At December 31, 2023, the total amount advanced was \$1,192,562, plus accrued interest of \$583,128.

#### **Facilities Funding and Acquisition Agreement (FFAA)**

On November 3, 2014, with an effective date of January 1, 2014, the District entered into a FFAA with the Developer. The FFAA provides that the District will reimburse the Developer for any advances made to the District for organization expenses (Organization Expenses) and construction related expenses (Construction Expenses) associated with the costs of improvements to be provided by the District for the period commencing January 1, 2014 through December 31, 2017, up to the Annual Shortfall Amount for each budget year, as determined during the District's budget process. For budget year 2015, the estimated Annual Shortfall Amount was \$200,000.

For advances made for Organization Expenses, interest shall accrue from the date of organization of the District until paid at the rate nine percent (9%) per annum, compounded annually. For Construction Expenses, interest shall accrue on each Developer Advance from the date of deposit into the District's account until paid at the rate of nine percent (9%) per annum, compounded annually. The Parties agree that payments by the District to the Developer shall credit first against accrued and unpaid interest and then to the principal amount due.

On October 9, 2018, the FFAA was amended (First Amendment) to change the Annual Shortfall Amount to a cumulative Annual Shortfall Amount (Cumulative Shortfall Amount) for the budget years 2015 through 2018 to the amount of \$19,147,234.

## **STC METROPOLITAN DISTRICT NO. 2**

### **NOTES TO FINANCIAL STATEMENTS**

**DECEMBER 31, 2023**

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The District and Developer entered into a real estate contract (MOB Parking Structure) dated October 9, 2018 (PSA) where the District purchased a parking structure from the Developer in the amount of \$2,215,200. The PSA provides that this amount be added to the amounts payable under the FFAA. Reimbursement of costs under the FFAA is contingent upon the Town's approval that the cost of the parking structure are considered eligible costs under the Cost Sharing Agreement (see Note 6). On July 22, 2019, the Town approved reimbursement by the District of the purchase price of the MOB Parking Structure.

On March 6, 2019, with an effective date of January 1, 2014, the FFAA was amended (Second Amendment) to change the Cumulative Shortfall Amount to \$25,100,000 for budget years 2015 through 2019.

On December 1, 2019, with an effective date of January 1, 2014, the District entered into an Amended and Restated Facilities Funding and Acquisition Agreement (Restated FFAA) to change the Cumulative Shortfall Amount to \$60,000,000 for budget years 2014 through 2020.

On December 22, 2022, the District entered into the First Amendment to the Amended and Restated Facilities Funding and Acquisition Agreement to change the Cumulative Shortfall Amount to \$66,000,000 for budget years 2014 through 2023.

The Town, by letter dated September 23, 2019, found certain System Development Fees to be for public infrastructure and therefore the expenses incurred by the Developer in paying the System Development Fees are reimbursable to the Developer under the Restated FFAA.

In the event the District has not reimbursed the Developer for any Developer Advance(s) made pursuant to this Restated FFAA on or before December 31, 2054, any amount of principal and accrued interest outstanding on such date shall be deemed to be forever discharged and satisfied in full.

During the year ended December 31, 2019, \$10,661,225 was advanced under the Restated FFAA, including the cost of the MOB Parking Structure described above and the District reimbursed the Developer \$33,408,021, including \$4,540,536 of accrued interest.

On November 1, 2023, the District entered into the Second Amendment to the Restated FFAA to change the Cumulative Shortfall Amount to \$66,000,000 for budget years 2014 through 2024 and to reduce the interest rate from 9%, compounded annually, to 8%, simple interest effective from August 12, 2022, the date payments were disbursed related to the Developer incurred costs certified in cost certifications 86-90 paid with the December 30, 2022 increase in the principal amount of the Series 2020C Junior Bond.



## **STC METROPOLITAN DISTRICT NO. 2**

### **NOTES TO FINANCIAL STATEMENTS**

**DECEMBER 31, 2023**

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As of December 31, 2023, outstanding advances amounted to \$428,355 under the Restated FFAA, plus accrued interest of \$3,755.

#### **Facilities Acquisition and Reimbursement Agreement**

On December 31, 2020, the District entered into a Facilities Acquisition and Reimbursement Agreement (FARA) with the Developer and CP VII Superior, LLC (the Purchaser) whereby the District agreed to reimburse the Purchaser for certain Parking Improvements (as defined in the FARA) up to a maximum amount of \$4,365,000 and certain Internal Civic Space Improvements (as defined in the FARA) up to a maximum amount of \$3,160,000. Reimbursement is subject to the certification of costs by an independent engineer that the costs are qualified public improvements under the District's Service Plan and the Cost Sharing Agreement discussed previously. The District is not obligated to reimburse the Purchaser for improvements that are not invoiced to the District by December 31, 2023.

On January 13, 2023, the District approved The First Amendment to Facilities Acquisition and Reimbursement Agreement (Amended FARA). The Amended FARA acknowledges that no bond proceeds will be available to the District to reimburse the Purchaser for Certified Construction Costs and therefore, the parties wish to amend the FARA provisions to provide that the District's obligation to reimburse the Purchaser for the Parking Improvements and Civic Space Improvements shall be discharged through the Developer's reimbursement of such costs and, in connection therewith, to establish a \$7,525,000 escrow to be held by Land Title Guarantee Company and to allow Purchaser to be reimbursed from such escrow instead of by the District.

On October 30, 2023, the District approved The Second Amendment to Facilities Acquisition and Reimbursement Agreement to extend the term by which the District is not obligated to reimburse the Purchaser for improvements that are not invoiced to the District by December 31, 2024.

#### **Authorized Debt**

On November 5, 2013, District voters approved debt authorization in the amount of \$1,305,000,000, at an interest rate not to exceed 9% per annum, for the construction of capital improvements, with an additional \$290,000,000 for refunding debt. The voters also authorized debt of \$145,000,000 each for the cost of operating and maintaining the District's systems and for intergovernmental agreements.

## STC METROPOLITAN DISTRICT NO. 2

### NOTES TO FINANCIAL STATEMENTS DECEMBER 31, 2023

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

|                              | Authorized<br>November 5,<br>2013 | 2015 Series A & B<br>Limited Tax<br>GO Bonds | 2019A<br>Limited Tax<br>GO Bonds | 2019B <sub>(3)</sub><br>Limited Tax<br>GO Bonds | 2020C/D<br>Limited Tax<br>GO Bonds | Authorized<br>but Unissued |
|------------------------------|-----------------------------------|--|----------------------------------|---|------------------------------------|----------------------------|
| Streets                      | \$ 145,000,000                    | \$ 12,195,885                                | \$ 49,991,322                    | \$ 14,974,426                                   | \$ 7,112,721                       | \$ 60,725,646              |
| Parks and Recreation         | 145,000,000                       | 144,330                                      | 6,082,936                        | 1,822,086                                       | 3,943,557                          | 133,007,091                |
| Water                        | 145,000,000                       | 2,092,785                                    | 4,051,277                        | 1,213,522                                       | 1,731,818                          | 135,910,598                |
| Sanitation/Storm             | 145,000,000                       | 9,622,000                                    | 5,875,553                        | 1,759,966                                       | 1,763,407                          | 125,979,074                |
| Public Transportation        | 145,000,000                       | -  | -                                | -   | -                                  | 145,000,000                |
| Mosquito Control             | 145,000,000                       | -  | -                                | -   | -                                  | 145,000,000                |
| Traffic and Safety           | 145,000,000                       | -  | -                                | -   | -                                  | 145,000,000                |
| Fire Protection              | 145,000,000                       | -  | -                                | -   | 11,370                             | 144,988,630                |
| Television Relay             | 145,000,000                       | -  | -                                | -   | -                                  | 145,000,000                |
| Operations and Maintenance   | 145,000,000                       | -  | -                                | -   | -                                  | 145,000,000                |
| Intergovernmental Agreements | 145,000,000                       | -  | -                                | -   | -                                  | 145,000,000                |
| Refundings                   | 290,000,000                       | -  | 2,293,903                        | -   | -                                  | 287,706,097                |
|                              | <u>\$ 1,885,000,000</u>           | <u>\$ 24,055,000</u>                         | <u>\$ 68,294,991</u>             | <u>\$ 19,770,000</u>                            | <u>\$ 14,562,873</u>               | <u>\$ 1,758,317,136</u>    |

The Service Plan limits the total principal amount of obligations the District may issue to \$145,000,000. Additionally, the Maximum Debt Mill levy is 50.000 mills while the aggregate District's debt exceeds fifty percent (50%) of the District's assessed valuation. With prior Town Board consent, for the portion of any aggregate District's Debt which is equal to or less than fifty percent (50%) of the District's assessed valuation, either on the date of issuance or at any time thereafter, the mill levy to be imposed to repay such portion of Debt shall not be subject to the Maximum Debt Mill Levy and, as a result, the mill levy may be such amount as is necessary to pay the Debt service on such Debt, without limitation of rate.

#### Note 6 – District Agreements

##### Cost Sharing Agreement

On October 18, 2013, the Districts entered into a Cost Sharing Agreement (CSA) with the Superior Urban Renewal Authority (SURA) and RC Superior, LLC (the Developer). The CSA provides that tax increment revenues received by the SURA, net of Rocky Mountain Fire Protection District and collection fees, be disbursed to the District as pledged revenues for any bonds or other financial obligations issued by the District.

## STC METROPOLITAN DISTRICT NO. 2

### NOTES TO FINANCIAL STATEMENTS

DECEMBER 31, 2023

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#### Capital Pledge Agreement

On April 14, 2015, the District issued \$17,055,000 Limited Tax General Obligation Senior Bonds, Series 2015A and \$7,000,000 Limited Tax General Obligation Subordinate Bonds, Series 2015B (the Bonds). In connection with the Bonds, the District and District No. 1 entered into a Capital Pledge Agreement, dated April 1, 2015, whereby District No. 1 agreed to impose the District No. 1 Required Mill Levy (as defined in the Capital Pledge Agreement), subject to the limitations and adjustments described in the 2015 Bond Indenture (see Note 5), and assign and remit to the District all revenues resulting from the imposition of the District No. 1 Required Mill Levy and Specific Ownership Taxes, as well as certain other revenues of District No. 1 to pay a portion of the principal of and interest on the Bonds commencing in 2016 and each year thereafter so long as the Bonds remains outstanding.

On December 19, 2019, the District issued \$90,790,000 Limited Tax General Obligation and Special Revenue Refunding and Improvement Bonds, Series 2019A, and \$19,770,000 Subordinate Limited Tax General Obligation and Special Revenue Bonds, Series 2019B<sub>(3)</sub> (the 2019 Bonds). In connection with the Bonds, the Districts entered into an Amended and Restated Capital Pledge Agreement dated December 1, 2019 whereby the Districts agree to impose up to a maximum mill levy as follows: (a) with respect to District No. 1, 50 mills (adjusted for changes in the method of calculating assessed valuation); (b) with respect to District No. 2 (the Issuing District): (i) prior to and including levy year 2023, 35 mills (adjusted for changes in the method of calculating assessed valuation), and (ii) commencing with levy year 2024, 44 mills (adjusted for changes in the method of calculating assessed valuation); and (c) with respect to District No. 3: (i) prior to and including levy year 2023, 20 mills (adjusted for changes in the method of calculating assessed valuation), and (ii) commencing with levy year 2024, 29 mills (adjusted for changes in the method of calculating assessed valuation); subject to the limitations and adjustments described in the 2019A Senior and 2019B Subordinate Bond Indenture (see Note 5), and assign and remit to the District all revenues resulting from the imposition of the District No. 1 and District No. 3 Required Mill Levy and Specific Ownership Taxes, as well as certain other revenues of District No. 1 and District No. 3 to pay a portion of the principal of and interest on the Bonds commencing in 2020 and each year thereafter so long as the Bonds remains outstanding.

On December 2, 2020, the District issued the total maximum principal amount of \$16,215,000 Junior Limited Tax General Obligation Bonds, Series 2020C and the total maximum principal amount of \$18,958,000 Taxable Junior Limited Tax General Obligation Bond, Series 2020D (the 2020 Bonds). The 2020 Bonds are limited tax general obligations and revenue obligations of the District and shall be payable solely from the Junior Pledged Revenue as defined above, which includes amounts derived under the Capital Pledge Agreement.

Further, pursuant to the Urban Renewal Act and Superior Urban Renewal Plan, until the tax increment expiration date, the District Property Tax Increment Revenues are payable to SURA and that, pursuant to the Cost Sharing Agreement, SURA has agreed to disburse the District Property Tax

## STC METROPOLITAN DISTRICT NO. 2

### NOTES TO FINANCIAL STATEMENTS DECEMBER 31, 2023

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Increment Revenues on a monthly basis to such persons or entities as may be designated by the Designated Representative (as defined in the Cost Sharing Agreement). The Pledged Revenues, including the District Property Tax Increment Revenues attributable to the District No. 1 and District No. 3 Required Mill Levy, are pledged by District No. 1 and District No. 3 to the District for the payment of principal and interest on the Bonds.

#### **Facilities Funding, Construction and Operation Agreement (FFCO Agreement)**

On January 1, 2015, the Districts entered into a Facilities Funding, Construction and Operation Agreement (FFCO Agreement). The FFCO Agreement designates the District as the Operating District which will operate, maintain, finance and construct (including funding thereof) certain of the Public Improvements and District No. 1 and District No. 3 will contribute to those costs. District No. 1 and District No. 3 shall remit to the District their respective property tax revenue, specific ownership taxes and any other legally available revenue.

Additionally, the Districts agreed that the District assumes the obligations of District No.1 with respect to Developer Advances made pursuant to the 2013 – 2014 Operation Funding Agreement dated December 11, 2013 between District No. 1 and the Developer and the Facilities Funding and Acquisition Agreement dated December 11, 2013 between District No. 1 and the Developer (see Note 5).

#### **Public Improvement Fees**

Pursuant to the Declaration of Covenants Imposing and Implementing the Superior Town Center Public Improvement Fees and Payment in Lieu of Taxes, recorded on April 14, 2015, as amended by that certain First Amendment to the Declaration of Covenants Imposing and Implementing the Superior Town Center Public Improvement Fees and Payment in Lieu of Taxes recorded on May 16, 2016 (the Original PIF/PILOT Covenant) against certain property within the District, the owner of the subject property is obligated to pay public improvement fees (PIF) to the District. Revenues derived from the PIF are pledged for the payment of the 2015 Bonds (see Note 5). The PIF is the amount payable annually for years 2015 through 2044. At the time of the Original PIF/PILOT Covenant, the Developer was the owner of all the property subject to the terms of the original PIF/PILOT Covenant.

An Amended and Restated Declaration of the Superior Town Center Public Improvement Fees and Payment in Lieu of Taxes was recorded on December 19, 2019 to restate and replace the Original PIF/PILOT Covenant and eliminates the imposition of the PIF on the PIF Property Owner but continues to impose the PILOT on property included in the boundaries of District No. 1, the District or District No. 3.

STC METROPOLITAN DISTRICT NO. 2

NOTES TO FINANCIAL STATEMENTS  
DECEMBER 31, 2023

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**Note 7 – Net Position**

The District's net position consists 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 balance of bonds that are attributable to the acquisition, construction, or improvement of those assets. As of December 31, 2023, the District had net investment in capital assets calculated as follows:

|                                  |                     |
|----------------------------------|---------------------|
| Net Investment in Capital Assets |                     |
| Capital assets, net              | <u>\$ 1,924,455</u> |

Restricted net position includes 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 as of December 31, 2023 as follows:

|  |                  |
|--|------------------|
| Restricted Net Position - Emergency Reserves | <u>\$ 10,100</u> |
|--|------------------|

The District had restricted net position of \$10,100 as required by Article X, Section 20 of the Constitution of the State of Colorado (See Note 11).

The District has a deficit in unrestricted net position. The deficit is a result of certain debt and operating related expenses funded with bond proceeds and developer advances.

**Note 8 – Related Party**

The members of the Board of Directors of the District may be or have been employees, owners of, or otherwise associated with the Developer, and may have conflicts of interest in dealing with the District.

## STC METROPOLITAN DISTRICT NO. 2

### NOTES TO FINANCIAL STATEMENTS DECEMBER 31, 2023

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#### **Note 9 – Economic Dependency**

The District has not yet established a revenue base sufficient to pay the District's operational expenditures. Until an independent revenue base is established, continuation of operations in the District will be dependent upon actions by the Developer to advance funds for operations of the District.

#### **Note 10 – 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 natural disasters.

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 general and automobile liability, public officials, auto physical damage and worker's compensation coverage. In the event aggregate 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 11 – Tax, Spending and Debt Limitations**

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.

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.

## **STC METROPOLITAN DISTRICT NO. 2**

### **NOTES TO FINANCIAL STATEMENTS DECEMBER 31, 2023**

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On November 5, 2013, the voters approved the District to increase property taxes \$2,000,000 annually for the purpose of paying the District's operations, maintenance expenses and capital expenses, without regard to any spending, revenue raising or other limitation contained within Article X, Section 20 of the Colorado Constitution or any other property tax limitation or law.

Additionally, the voters authorized the District to collect, retain and spend all revenues received by the District during 2014 and all subsequent years as voter-approved revenue changes without regard to any spending, revenue raising or other limitation.

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**



**STC METROPOLITAN DISTRICT NO. 2**

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

**For the Year Ended December 31, 2023  
(With Comparative Totals for the Year Ended December 31, 2022)**

|                                   | <b>Original<br/>Budget</b> | <b>Final<br/>Budget</b> | <b>Actual<br/>Amounts</b> | <b>Variance with<br/>Final Budget</b> | <b>2022<br/>Actual</b> |
|-----------------------------------|----------------------------|-------------------------|---------------------------|---------------------------------------|------------------------|
| <b>Revenues</b>                   |                            |                         |                           |                                       |                        |
| Property Taxes                    | \$ 6,035                   | \$ 6,000                | \$ 365                    | \$ (5,635)                            | \$ 715                 |
| SURA Property Tax Increment       | 3,031,988                  | 3,031,988               | 2,598,594                 | (433,394)                             | 3,049,336              |
| Specific Ownership Tax            | 19,064                     | 10,000                  | 10,430                    | 430                                   | 13,143                 |
| Transfer from District No. 1      | 925,014                    | 953,667                 | 952,199                   | (1,468)                               | 878,339                |
| Transfer from District No. 3      | 26,619                     | 51,847                  | 51,269                    | (578)                                 | 111,012                |
| Interest Income                   | 90,000                     | 300,000                 | 546,031                   | 246,031                               | 188,086                |
| <b>Total Revenues</b>             | <b>4,098,720</b>           | <b>4,353,502</b>        | <b>4,158,888</b>          | <b>(194,614)</b>                      | <b>4,240,631</b>       |
| <b>Expenditures</b>               |                            |                         |                           |                                       |                        |
| Bond Interest - Series 2019A      | 4,339,250                  | 4,339,250               | 4,339,250                 | -                                     | 4,339,250              |
| Miscellaneous                     | 500                        | 6,000                   | 4,000                     | 2,000                                 | -                      |
| Treasurer's Fees                  | 91                         | 90                      | 20                        | 70                                    | 14                     |
| Paying Agent Fees                 | 8,000                      | 9,500                   | 9,500                     | -                                     | 9,500                  |
| <b>Total Expenditures</b>         | <b>4,347,841</b>           | <b>4,354,840</b>        | <b>4,352,770</b>          | <b>2,070</b>                          | <b>4,348,764</b>       |
| <b>Net Change in Fund Balance</b> | <b>(249,121)</b>           | <b>(1,338)</b>          | <b>(193,882)</b>          | <b>(192,544)</b>                      | <b>(108,133)</b>       |
| <b>Fund Balance - Beginning</b>   | <b>9,982,974</b>           | <b>10,436,974</b>       | <b>10,436,974</b>         | <b>-</b>                              | <b>10,545,107</b>      |
| <b>Fund Balance - Ending</b>      | <b>\$ 9,733,853</b>        | <b>\$ 10,435,636</b>    | <b>\$ 10,243,092</b>      | <b>\$ (192,544)</b>                   | <b>\$ 10,436,974</b>   |

See the Independent Auditor's Report

**STC METROPOLITAN DISTRICT NO. 2**

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

**CAPITAL PROJECTS FUND**

**For the Year Ended December 31, 2023**

**(With Comparative Totals for the Year Ended December 31, 2022)**

|   | <b>Original<br/>Budget</b> | <b>Final<br/>Budget</b> | <b>Actual<br/>Amounts</b> | <b>Variance with<br/>Final Budget</b> | <b>2022<br/>Actual</b> |
|---|----------------------------|-------------------------|---------------------------|---------------------------------------|------------------------|
| <b>Revenues</b>                                 |                            |                         |                           |                                       |                        |
| Interest Income                                 | \$ 400,000                 | \$ 17,000               | \$ 17,111                 | \$ 111                                | \$ 119,781             |
| <b>Expenditures</b>                             |                            |                         |                           |                                       |                        |
| Legal   | 3,500                      | 3,500                   | -                         | 3,500                                 | -                      |
| Construction Expenses                           | 16,040,500                 | 12,000,000              | 10,111,986                | 1,888,014                             | 16,600,761             |
| Engineering                                     | 30,000                     | 30,000                  | 22,810                    | 7,190                                 | 10,654                 |
| Developer Advance Payment                       |                            |                         |                           |                                       |                        |
| Principal                                       | -                          | 7,277,491               | 7,277,491                 | -                                     | -                      |
| Interest  | -                          | 353,754                 | 353,754                   | -                                     | -                      |
| <b>Total Expenditures</b>                       | <b>16,074,000</b>          | <b>19,664,745</b>       | <b>17,766,041</b>         | <b>1,898,704</b>                      | <b>16,611,415</b>      |
| <b>Excess Revenues Over (Under)</b>             |                            |                         |                           |                                       |                        |
| <b>Expenditures</b>                             | <b>(15,674,000)</b>        | <b>(19,647,745)</b>     | <b>(17,748,930)</b>       | <b>1,898,815</b>                      | <b>(16,491,634)</b>    |
| <b>Other Financing Sources (Uses)</b>           |                            |                         |                           |                                       |                        |
| Bond Proceeds                                   | 15,674,000                 | 13,000,000              | 9,683,632                 | (3,316,368)                           | -                      |
| Developer Advances                              | -                          | -                       | 428,355                   | 428,355                               | 11,762,775             |
| <b>Total Other Financing<br/>Sources (Uses)</b> | <b>15,674,000</b>          | <b>13,000,000</b>       | <b>10,111,987</b>         | <b>(2,888,013)</b>                    | <b>11,762,775</b>      |
| <b>Net Change in Fund Balance</b>               | <b>-</b>                   | <b>(6,647,745)</b>      | <b>(7,636,943)</b>        | <b>(989,198)</b>                      | <b>(4,728,859)</b>     |
| <b>Fund Balance - Beginning</b>                 | <b>-</b>                   | <b>7,665,639</b>        | <b>7,665,639</b>          | <b>-</b>                              | <b>12,394,498</b>      |
| <b>Fund Balance - Ending</b>                    | <b>\$ -</b>                | <b>\$ 1,017,894</b>     | <b>\$ 28,696</b>          | <b>\$ (989,198)</b>                   | <b>\$ 7,665,639</b>    |

See the Independent Auditor's Report

## **OTHER INFORMATION**

**STC METROPOLITAN DISTRICT NO. 2****Schedule of Future Debt Service Requirements  
December 31, 2023****\$90,790,000 Limited Tax General Obligation and Special Revenue  
Refunding and Improvement Bonds  
Series 2019A**

| Year | Rate  | Principal            | Interest             | Total                 |
|------|-------|----------------------|----------------------|-----------------------|
| 2024 | 3.000 | \$ 1,105,000         | \$ 4,339,250         | \$ 5,444,250          |
| 2025 | 3.000 | 2,230,000            | 4,306,100            | 6,536,100             |
| 2026 | 4.000 | 3,075,000            | 4,239,200            | 7,314,200             |
| 2027 | 4.000 | 3,200,000            | 4,116,200            | 7,316,200             |
| 2028 | 4.000 | 3,470,000            | 3,988,200            | 7,458,200             |
| 2029 | 4.000 | 3,610,000            | 3,849,400            | 7,459,400             |
| 2030 | 5.000 | 3,905,000            | 3,705,000            | 7,610,000             |
| 2031 | 5.000 | 4,100,000            | 3,509,750            | 7,609,750             |
| 2032 | 5.000 | 4,455,000            | 3,304,750            | 7,759,750             |
| 2033 | 5.000 | 4,680,000            | 3,082,000            | 7,762,000             |
| 2034 | 5.000 | 5,070,000            | 2,848,000            | 7,918,000             |
| 2035 | 5.000 | 5,325,000            | 2,594,500            | 7,919,500             |
| 2036 | 5.000 | 5,750,000            | 2,328,250            | 8,078,250             |
| 2037 | 5.000 | 6,035,000            | 2,040,750            | 8,075,750             |
| 2038 | 5.000 | 6,500,000            | 1,739,000            | 8,239,000             |
| 2039 | 5.000 | 1,355,000            | 1,414,000            | 2,769,000             |
| 2040 | 5.000 | 1,475,000            | 1,346,250            | 2,821,250             |
| 2041 | 5.000 | 1,550,000            | 1,272,500            | 2,822,500             |
| 2042 | 5.000 | 1,685,000            | 1,195,000            | 2,880,000             |
| 2043 | 5.000 | 1,770,000            | 1,110,750            | 2,880,750             |
| 2044 | 5.000 | 1,915,000            | 1,022,250            | 2,937,250             |
| 2045 | 5.000 | 2,010,000            | 926,500              | 2,936,500             |
| 2046 | 5.000 | 2,170,000            | 826,000              | 2,996,000             |
| 2047 | 5.000 | 2,280,000            | 717,500              | 2,997,500             |
| 2048 | 5.000 | 2,450,000            | 603,500              | 3,053,500             |
| 2049 | 5.000 | 9,620,000            | 481,000              | 10,101,000            |
|      |       | <u>\$ 90,790,000</u> | <u>\$ 60,905,600</u> | <u>\$ 151,695,600</u> |