

**LARKRIDGE METROPOLITAN DISTRICT NO. 2**  
**Adams County, Colorado**

**FINANCIAL STATEMENTS AND**  
**SUPPLEMENTARY INFORMATION**

**YEAR ENDED DECEMBER 31, 2024**

**LARKRIDGE 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  
Larkridge Metropolitan District No. 2  
Adams County, Colorado

### ***Opinions***

We have audited the accompanying financial statements of the governmental activities and each major fund of the Larkridge Metropolitan District No. 2 (the District), as of and for the year ended December 31, 2024, and the related notes to the financial statements, which collectively comprise the District's basic financial statements as listed in the table of contents.

In our opinion, the financial statements referred to above present fairly, in all material respects, the respective financial position of the governmental activities and each major fund of the District, as of December 31, 2024, 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.*

July 7, 2025

## **BASIC FINANCIAL STATEMENTS**

**LARKRIDGE METROPOLITAN DISTRICT NO. 2**  
**STATEMENT OF NET POSITION**  
**DECEMBER 31, 2024**

	Governmental Activities
<b>ASSETS</b>	
Cash and Investments	\$ 177,087
Cash and Investments - Restricted	2,409,658
Prepaid Insurance	6,568
Receivable from County Treasurer	3,220
TIF Receivable	642
Property Tax Receivable	9,140
Capital Assets:	
Capital Assets Net of Depreciation	201,608
Total Assets	2,807,923
<b>LIABILITIES</b>	
Accounts Payable	23,800
Accrued Interest	66,566
Noncurrent Liabilities:	
Due Within One Year	225,000
Due in More Than One Year	26,253,922
Total Liabilities	26,569,288
<b>DEFERRED INFLOWS OF RESOURCES</b>	
Property Tax Revenue	9,140
Total Deferred Inflows of Resources	9,140
<b>NET POSITION</b>	
Restricted for:	
Emergency Reserve	4,000
Debt Service	1,067,131
Unrestricted	(24,841,636)
Total Net Position	\$ (23,770,505)

See accompanying Notes to Basic Financial Statements.

**LARKRIDGE METROPOLITAN DISTRICT NO. 2**  
**STATEMENT OF ACTIVITIES**  
**YEAR ENDED DECEMBER 31, 2024**

		Program Revenues			Net Revenues (Expenses) and Changes in Net Position
Expenses	Charges for Services	Operating Grants and Contributions	Capital Grants and Contributions	Governmental Activities	
<b>FUNCTIONS/PROGRAMS</b>					
Primary Government:					
Governmental Activities:					
General Government	\$ 106,784	\$ -	\$ -	\$ -	
Interest on Long-Term Debt and Related Costs	1,268,557	-	-	-	
Total Governmental Activities	\$ 1,375,341	\$ -	\$ -	\$ -	
 <b>GENERAL REVENUES</b>					
Property Taxes				10,670	
Property Taxes - TDA				783,080	
Specific Ownership Taxes				42,518	
Interest Income				144,730	
Total General Revenues				980,998	
 <b>CHANGES IN NET POSITION</b>					
				(394,343)	
Net Position - Beginning of Year				(23,376,162)	
 <b>NET POSITION - END OF YEAR</b>					
				\$ (23,770,505)	

See accompanying Notes to Basic Financial Statements.

**LARKRIDGE METROPOLITAN DISTRICT NO. 2  
BALANCE SHEET  
GOVERNMENTAL FUNDS  
DECEMBER 31, 2024**

<b>ASSETS</b>	General	Debt Service	Total Governmental Funds
Cash and Investments	\$ 177,087	\$ -	\$ 177,087
Cash and Investments - Restricted	4,000	2,405,658	2,409,658
Receivable from County Treasurer	508	2,712	3,220
TIF Receivable	101	541	642
Prepaid Insurance	6,568	-	6,568
Property Tax Receivable	1,602	7,538	9,140
Total Assets	\$ 189,866	\$ 2,416,449	2,606,315
<b>LIABILITIES, DEFERRED INFLOWS OF RESOURCES, AND FUND BALANCES</b>			
<b>LIABILITIES</b>			
Accounts Payable	\$ 23,800	\$ -	\$ 23,800
Total Liabilities	23,800	-	23,800
<b>DEFERRED INFLOWS OF RESOURCES</b>			
Deferred Property Tax	1,602	7,538	9,140
Total Deferred Inflows of Resources	1,602	7,538	9,140
<b>FUND BALANCES</b>			
Nonspendable:			
Prepaid Expense	6,568	-	6,568
Restricted for:			
Emergency Reserves	4,000	-	4,000
Debt Service	-	2,408,911	2,408,911
Unassigned	153,896	-	153,896
Total Fund Balances	164,464	2,408,911	2,573,375
Total Liabilities, Deferred Inflows of Resources, and Fund Balances	\$ 189,866	\$ 2,416,449	
Amounts reported for governmental activities in the statement of net position are different because:			
Capital assets used in governmental activities are not financial resources and, therefore, are not reported in the funds.			201,608
Long-term liabilities, including bonds payable, are not due and payable in the current period and, therefore, are not reported in the funds.			
Accrued Interest			(66,566)
Bonds Payable			(15,114,963)
Developer Advance Payable			(8,670,185)
Accrued Developer Advance Interest			(2,693,774)
Net Position of Governmental Activities			\$ (23,770,505)

See accompanying Notes to Basic Financial Statements.

**LARKRIDGE METROPOLITAN DISTRICT NO. 2**  
**STATEMENT OF REVENUES, EXPENDITURES, AND CHANGES IN FUND BALANCES**  
**GOVERNMENTAL FUNDS**  
**YEAR ENDED DECEMBER 31, 2024**

	General	Debt Service	Total Governmental Funds
<b>REVENUES</b>			
Property Taxes	\$ 1,685	\$ 8,985	\$ 10,670
Property Taxes - TDA	123,644	659,436	783,080
Specific Ownership Taxes	6,713	35,805	42,518
Interest Income	-	144,730	144,730
Total Revenues	132,042	848,956	980,998
<b>EXPENDITURES</b>			
Current:			
Accounting	26,725	-	26,725
Auditing	5,600	-	5,600
Banking Fees	340	-	340
County Treasurer's Fee	27	143	170
District Management	15,282	-	15,282
Insurance And Bonds	5,582	-	5,582
Dues And Membership	464	-	464
Election	91	-	91
Legal	40,072	-	40,072
Debt Service:			
Bond Principal	-	55,000	55,000
Bond Interest - Series 2019	-	801,675	801,675
Total Expenditures	94,183	856,818	951,001
<b>EXCESS OF REVENUES OVER (UNDER) EXPENDITURES</b>	37,859	(7,862)	29,997
<b>NET CHANGE IN FUND BALANCES</b>	37,859	(7,862)	29,997
Fund Balances - Beginning of Year	126,605	2,416,773	2,543,378
<b>FUND BALANCES - END OF YEAR</b>	\$ 164,464	\$ 2,408,911	\$ 2,573,375

See accompanying Notes to Basic Financial Statements.

**LARKRIDGE METROPOLITAN DISTRICT NO. 2  
RECONCILIATION OF THE STATEMENT OF REVENUES, EXPENDITURES,  
AND CHANGES IN FUND BALANCES OF THE GOVERNMENTAL  
FUNDS TO THE STATEMENT OF ACTIVITIES  
YEAR ENDED DECEMBER 31, 2024**

Net Change in Fund Balances - Total Governmental Funds \$ 29,997

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

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

Depreciation Expense (12,601)

The issuance of long-term debt (e.g. bonds, leases) provides current financial resources to governmental funds, while the repayment of the principal of long-term debt consumes the current financial resources of government funds. Neither transaction, however, has any effect on net position.

Bond Principal Payment 55,000  
Amortization/Expense of Bond Discount (6,388)

Some expenses reported in the statement of activities do not require the use of current financial resources and, therefore, are not reported as expenditures in governmental funds.

Accrued Interest Payable - Change in Liability 240  
Accrued Interest Payable Developer Advance - Change in Liability (460,591)

Changes in Net Position of Governmental Activities \$ (394,343)

**LARKRIDGE METROPOLITAN DISTRICT NO. 2  
GENERAL FUND  
STATEMENT OF REVENUES, EXPENDITURES, AND CHANGES IN FUND BALANCE –  
BUDGET AND ACTUAL  
YEAR ENDED DECEMBER 31, 2024**

	Original and Final Budget	Actual Amounts	Variance with Final Budget Positive (Negative)
<b>REVENUES</b>			
Property Taxes	\$ 1,744	\$ 1,685	\$ (59)
Property Taxes - TDA	131,498	123,644	(7,854)
Specific Ownership Taxes	9,467	6,713	(2,754)
Interest Income	3,500	-	(3,500)
Total Revenues	<u>146,209</u>	<u>132,042</u>	<u>(14,167)</u>
<b>EXPENDITURES</b>			
Accounting	30,000	26,725	3,275
Auditing	5,500	5,600	(100)
Banking Fees	-	340	(340)
Contingency	120,074	-	120,074
County Treasurer's Fee	26	27	(1)
District Management	22,000	15,282	6,718
Dues And Membership	400	464	(64)
Insurance And Bonds	5,500	5,582	(82)
Election	-	91	(91)
Fence And Sign Maintenance	8,500	-	8,500
Legal	32,000	40,072	(8,072)
Miscellaneous	1,000	-	1,000
Total Expenditures	<u>225,000</u>	<u>94,183</u>	<u>130,817</u>
<b>NET CHANGE IN FUND BALANCE</b>	(78,791)	37,859	116,650
Fund Balance - Beginning of Year	<u>124,558</u>	<u>126,605</u>	<u>2,047</u>
<b>FUND BALANCE - END OF YEAR</b>	<u>\$ 45,767</u>	<u>\$ 164,464</u>	<u>\$ 118,697</u>

See accompanying Notes to Basic Financial Statements.

**LARKRIDGE METROPOLITAN DISTRICT NO. 2**  
**NOTES TO BASIC FINANCIAL STATEMENTS**  
**DECEMBER 31, 2024**

**NOTE 1 DEFINITION OF REPORTING ENTITY**

Larkridge 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 Adams County on May 18, 2004, and is governed pursuant to provisions of the Colorado Special District Act (Title 32, Article 1, Colorado Revised Statutes). The District operates under a Second Amended and Restated Service Plan approved by The City of Thornton on December 18, 2018 (the Service Plan). The District's service area is located in Thornton, Colorado. The District was established to provide water, storm sewer and sanitary sewer, streets and traffic and safety protection, parks and recreation, transportation, mosquito control, and other powers.

The District follows the Governmental Accounting Standards Board (GASB) accounting pronouncements, which provide guidance for determining which governmental activities, organizations and functions should be included within the financial reporting entity. GASB pronouncements set forth the financial accountability of a governmental organization's elected governing body as the basic criterion for including a possible component governmental organization in a primary government's legal entity. Financial accountability includes, but is not limited to, appointment of a voting majority of the organization's governing body, ability to impose its will on the organization, a potential for the organization to provide specific financial benefits or burdens, and fiscal dependency.

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

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

**NOTE 2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES**

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

**Government-Wide and Fund Financial Statements**

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

The statement of net position reports all financial and capital resources of the District. The difference between the assets, deferred outflow of resources, liabilities, and deferred inflow of resources of the District is reported as net position.

**LARKRIDGE METROPOLITAN DISTRICT NO. 2**  
**NOTES TO BASIC FINANCIAL STATEMENTS**  
**DECEMBER 31, 2024**

**NOTE 2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)**

**Government-Wide and Fund Financial Statements (Continued)**

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

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

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

The government-wide financial statements are reported using the economic resources measurement focus and the accrual basis of accounting. Revenues are recorded when earned and expenses are recorded when a liability is incurred, regardless of the timing of related cash flows. Grants and similar items are recognized as revenues as soon as all eligibility requirements imposed by the provider have been met. Depreciation, if any, is computed and recorded as an operating expense. Expenditures for capital assets are shown as increases in assets and redemption of bonds, loans, notes and developer advances 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 of the end of the current fiscal period. The major sources of revenue susceptible to accrual are property taxes and specific ownership taxes. All other revenue items are considered to be measurable and available only when cash is received by the District. The District has determined that Developer advances are not considered as revenue susceptible to accrual. Expenditures, other than interest on long-term obligations, are recorded when the liability is incurred or the long-term obligation due.

The District reports the following major governmental funds:

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

The Debt Service Fund accounts for the resources accumulated and payments made for principal and interest on long-term general obligation debt of the governmental funds.

**LARKRIDGE METROPOLITAN DISTRICT NO. 2**  
**NOTES TO BASIC FINANCIAL STATEMENTS**  
**DECEMBER 31, 2024**

**NOTE 2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)**

**Budgets**

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

**Pooled Cash and Investments**

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

**Capital Assets**

Capital assets, which include property, plant, equipment, and infrastructure assets (e.g. roads, bridges, sidewalks, and similar items), are reported in the applicable governmental or business type activities columns in the government-wide financial statements. Capital assets are defined by the District as assets with an initial, individual cost of more than \$5,000. Such assets are recorded at historical cost or estimated historical cost if purchased or constructed. Donated capital assets are recorded at acquisition value at the date of donation.

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

The costs of normal maintenance and repairs that do not add to the value of the asset or materially extend the life of the asset are not capitalized. Improvements are capitalized and depreciated over the remaining useful lives of the related fixed assets, as applicable.

Depreciation expense has been computed using the straight-line method over the following estimated economic useful life:

Monument Signs

20 Years

**LARKRIDGE METROPOLITAN DISTRICT NO. 2**  
**NOTES TO BASIC FINANCIAL STATEMENTS**  
**DECEMBER 31, 2024**

**NOTE 2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)**

**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.

**Operations and Maintenance Fee**

On December 9, 2024 the Board of Directors for the District adopted a resolution imposing certain operations and maintenance fees (the Fees). The Landowner entered into various agreements with owners of property (the Owners) within the District (the Landowner Agreements). The Landowner Agreements set forth the maintenance responsibilities and allocation of payment by the Owners for the same. These Landowner Agreements either reference existing District agreements wherein the District has agreed to maintain certain public improvements (as described in Note 7, Amended and Restated Restrictions and Easements Agreement) and/or contemplate the successor to ownership of certain shared public improvements shall assume the responsibilities of maintenance of such improvements (the Shared Improvements). The Landowner has conveyed certain improvements to the District and, as a result, the Landowner is assigning its obligations for the maintenance of certain public improvements to the District. The costs for the performance of the District's maintenance obligations in fiscal year 2025 will be advanced by the Landowner. Beginning in 2025, each Owner will be assessed its pro rata share of the Fees to reimburse the District for the costs incurred to maintain the Shared Improvements. The Owners will receive an invoice from the District beginning in 2026 (for the 2025 costs) and will receive invoices in subsequent years for the prior year.

**Deferred Inflows of Resources**

In addition to liabilities, the statement of net position and the fund balance sheet reports a separate section for deferred inflows of resources. This separate financial statement element, *deferred inflows of resources*, represents an acquisition of net assets that applies to a future period and so will not be recognized as an inflow of resources (revenue) until that time. The District has one item that qualifies for reporting in this category. Accordingly, the item, *deferred property tax revenue*, is deferred and recognized as an inflow of resources in the period that the amount becomes available.

**LARKRIDGE METROPOLITAN DISTRICT NO. 2**  
**NOTES TO BASIC FINANCIAL STATEMENTS**  
**DECEMBER 31, 2024**

**NOTE 2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)**

**Equity**

Net Position

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

Fund Balance

Fund balance for governmental funds should be reported in classifications that comprise a hierarchy based on the extent to which the government is bound to honor constraints on the specific purposes for which spending can occur. Governmental funds report up to five classifications of fund balance: nonspendable, restricted, committed, assigned, and unassigned. Because circumstances differ among governments, not every government or every governmental fund will present all of these components. The following classifications describe the relative strength of the spending constraints:

*Nonspendable Fund Balance* – The portion of fund balance that cannot be spent because it is either not in spendable form (such as prepaid amounts or inventory) or legally or contractually required to be maintained intact.

*Restricted Fund Balance* – The portion of fund balance that is constrained to being used for a specific purpose by external parties (such as bondholders), constitutional provisions, or enabling legislation.

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

*Assigned Fund Balance* – The portion of fund balance that is constrained by the government's intent to be used for specific purposes, but is neither restricted nor committed. Intent is expressed by the Board of Directors to be used for a specific purpose. Constraints imposed on the use of assigned amounts are more easily removed or modified than those imposed on amounts that are classified as committed.

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

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

**LARKRIDGE METROPOLITAN DISTRICT NO. 2**  
**NOTES TO BASIC FINANCIAL STATEMENTS**  
**DECEMBER 31, 2024**

**NOTE 3 CASH AND INVESTMENTS**

Cash and investments as of December 31, 2024 are classified in the accompanying financial statements as follows:

Statement of Net Position:

Cash and Investments	\$ 177,087
Cash and Investments - Restricted	2,409,658
Total Cash and Investments	\$ 2,586,745

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

Deposits with Financial Institutions	\$ 18,948
Investments	2,567,797
Total Cash and Investments	\$ 2,586,745

**Deposits with Financial Institutions**

The Colorado Public Deposit Protection Act (PDPA) requires that all units of local government deposit cash in eligible public depositories. Eligibility is determined by State regulators. Amounts on deposit in excess of federal insurance levels must be collateralized. The eligible collateral is determined by the PDPA. PDPA allows the institution to create a single collateral pool for all public funds.

The pool for all the uninsured public deposits as a group is to be maintained by another institution or held in trust. The market value of the collateral must be at least 102% of the aggregate uninsured deposits.

The State Commissioners for banks and financial services are required by statute to monitor the naming of eligible depositories and reporting of the uninsured deposits and assets maintained in the collateral pools.

At December 31, 2024, the District's cash deposits had a bank balance and a carrying balance of \$18,948.

**Investments**

The District has adopted a formal investment policy that follows State statutes regarding investments.

The District generally limits its concentration of investments to those noted with an asterisk (\*) below, which are believed to have minimal credit risk, minimal interest rate risk, and no foreign currency risk. Additionally, the District is not subject to concentration risk or investment custodial risk disclosure requirements for investments that are in the possession of another party.

Colorado Revised Statutes limit investment maturities to five years or less unless formally approved by the Board of Directors. Such actions are generally associated with a debt service reserve or sinking fund requirements.

**LARKRIDGE METROPOLITAN DISTRICT NO. 2**  
**NOTES TO BASIC FINANCIAL STATEMENTS**  
**DECEMBER 31, 2024**

**NOTE 3 CASH AND INVESTMENTS (CONTINUED)**

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

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

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

<u>Investment</u>	<u>Maturity</u>	<u>Amount</u>
Colorado Local Government Liquid Asset Trust (CSAFE)	Weighted-Average Under 60 Days	\$ 2,567,797
Total		<u>\$ 2,567,797</u>

**CSAFE**

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

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

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

**LARKRIDGE METROPOLITAN DISTRICT NO. 2**  
**NOTES TO BASIC FINANCIAL STATEMENTS**  
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**NOTE 3 CASH AND INVESTMENTS (CONTINUED)**

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

**NOTE 4 CAPITAL ASSETS**

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

	Balance at December 31, 2023	Increases	Decreases	Balance at December 31, 2024
<b>Governmental Activities:</b>				
Capital Assets, Being Depreciated:				
Capital Assets	\$ 252,012	\$ -	\$ -	\$ 252,012
Total Capital Assets, Being Depreciated	252,012	-	-	252,012
Less Accumulated Depreciation for:				
Accumulated Depreciation	37,803	12,601	-	50,404
Total Accumulated Depreciation	37,803	12,601	-	50,404
 Total Capital Assets, Being Depreciated, Net	 214,209	 (12,601)	 -	 201,608
 Governmental Activities Capital Assets, Net	 \$ 214,209	 \$ (12,601)	 \$ -	 \$ 201,608

Depreciation expense was charged to functions/programs of the District as follows:

<b>Governmental Activities:</b>	
General Government	\$ 12,601
Total Depreciation Expense - Governmental Activities	<u>\$ 12,601</u>

**LARKRIDGE METROPOLITAN DISTRICT NO. 2**  
**NOTES TO BASIC FINANCIAL STATEMENTS**  
**DECEMBER 31, 2024**

**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, 2024:

	Balance at December 31, 2023	Additions	Reductions	Balance at December 31, 2024	Due Within One Year
Bonds Payable:					
General Obligation Bonds					
Series 2019	\$ 15,270,000	\$ -	\$ 55,000	\$ 15,215,000	\$ 225,000
Subtotal Bonds Payable	15,270,000	-	55,000	15,215,000	225,000
Other Debts:					
Developer Advance - Operating	12,083	-	-	12,083	-
Developer Advance - Capital	8,658,102	-	-	8,658,102	-
Accrued Interest on:					
Developer Advance - Operating	2,776	846	-	3,622	-
Developer Advance - Capital	2,230,407	459,745	-	2,690,152	-
Subtotal Other Debts	10,903,368	460,591	-	11,363,959	-
Bond Premium/Discount:					
Bond Discount - Series 2019	(106,425)	6,388	-	(100,037)	-
Subtotal Bond Premium / Discount	(106,425)	6,388	-	(100,037)	-
<b>Total Long-Term Obligations</b>	<b>\$ 26,066,943</b>	<b>\$ 466,979</b>	<b>\$ 55,000</b>	<b>\$ 26,478,922</b>	<b>\$ 225,000</b>

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

**General Obligation (Limited Tax Convertible to Unlimited Tax) Refunding and Improvement Bonds, Series 2019 (Series 2019 Bonds)**

**Series 2019 Bonds Details**

The District issued the Series 2019 Bonds on January 15, 2019, in the par amount of \$15,270,000. Proceeds from the sale of the Series 2019 Bonds were used to (i) refund the 2014 Loan; (ii) pay project costs; (iii) fund a Reserve Fund; (iv) fund capitalized interest; and (v) pay costs of issuance of the Series 2019 Bonds. The Series 2019 Bonds bear interest at 5.25% which is payable semiannually on June 1 and December 1, beginning on June 1, 2019. Annual mandatory fund principal payments are due on December 1, beginning on December 1, 2024. The Series 2019 Bonds mature on December 1, 2048. To the extent the principal of any bond is not paid when due, such principal shall remain outstanding until paid and shall continue to bear interest at the rate borne by the bond. To the extent interest on any Bond is not paid when due, such interest shall compound on each interest payment date, at the rate then borne by the bond. The Series 2019 Bonds are not subject to early termination. The Series 2019 Bonds are not subject to acceleration. The Series 2019 Bonds do not have any unused lines of credit. No assets have been pledged as collateral on the Series 2019 Bonds.

**LARKRIDGE METROPOLITAN DISTRICT NO. 2  
 NOTES TO BASIC FINANCIAL STATEMENTS  
 DECEMBER 31, 2024**

**NOTE 5 LONG-TERM OBLIGATIONS (CONTINUED)**

**Events of Default**

Events of default occur if the District fails to impose the Required Mill Levy, or to apply the Pledged Revenues as required by the Indenture, or does not comply with other customary terms and conditions consistent with normal municipal financing as described in the Indenture.

**Optional Redemption**

The Series 2019 Bonds are subject to redemption prior to maturity, at the option of the District, on December 1, 2023, 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:

Date of Redemption	Redemption Premium
December 1, 2023 to November 30, 2024	3.00%
December 1, 2024 to November 30, 2025	2.00
December 1, 2025 to November 30, 2026	1.00

**Series 2019 Bonds Pledged Revenue**

The Series 2019 Bonds are secured by and payable solely from and to the extent of Pledged Revenue which means the money derived by the District from the following sources, net of any costs of collection: (a) the Required Mill Levy, whether received from the Thornton Development Authority (TDA) pursuant to the TDA Cooperation Agreement, directly from the County Treasurer, or otherwise; (b) the portion of the Specific Ownership Tax which is collected as a result of imposition of the Required Mill Levy; and (c) any other legally available moneys which the District determines, in its absolute discretion, to transfer to the Trustee for application as Pledged Revenue.

**Series 2019 Bonds Required Mill Levy**

Prior to the Conversion Date, the District is to impose a Required Mill Levy in an amount sufficient to pay the Series 2019 Bonds when due (in determining such Required Mill Levy, the District may take into account amounts in the Surplus Fund in excess of the Minimum Surplus Amount if it elects to use such moneys for payment of debt service) and, if necessary, an amount sufficient to replenish the Reserve Fund to the amount of the Reserve Requirement, but (i) not in excess of 50.000 mills, and (ii) if the Surplus Fund is less than the Maximum Surplus Amount, not less than 40.000 mills, or such lesser mill levy that will pay the Series 2019 Bonds when due, will replenish the Reserve Fund to the amount of the Reserve Requirement, and will fund the Surplus Fund up to the Maximum Surplus Amount.

The Conversion Date is the first date on which all of the following conditions are met: (a) the Debt to Assessed Ratio is 50% or less; and (b) no amounts of principal or interest on the Series 2019 Bonds are due but unpaid.

**LARKRIDGE METROPOLITAN DISTRICT NO. 2**  
**NOTES TO BASIC FINANCIAL STATEMENTS**  
**DECEMBER 31, 2024**

**NOTE 5 LONG-TERM OBLIGATIONS (CONTINUED)**

**Series 2019 Bonds Required Mill Levy (Continued)**

If the method of calculating assessed valuation or any constitutionally mandated tax credit, cut or abatement is changed with respect to commercial property (or any other class of property on which the District is authorized to certify its mill levy) after the date of issuance of the Series 2019 Bonds, such mill levy shall be increased or decreased to reflect such changes, such increases or decreases to be determined by the Board in good faith (such determination to be binding and final) so that to the extent possible, the actual tax revenues generated by such mill levy are neither diminished nor enhanced as a result of such changes. For purposes of the foregoing, a change in the ratio of assessed valuation to statutory actual value shall be deemed to be a change in the method of calculating assessed valuation.

On and after the Conversion Date, the District is to impose a Required Mill Levy each year in an amount sufficient to pay the principal of, premium if any, and interest on the Series 2019 Bonds when due, without limitation of rate and in amounts sufficient to make such payments when due. On and after the Conversion Date, the definition of Required Mill Levy shall be determined exclusively by this paragraph regardless of any subsequent increase in the Debt to Assessed Ratio.

**Series 2019 Bonds Reserve Fund**

The Series 2019 Bonds are also secured by amounts on deposit in the Reserve Fund which was funded upon issuance of the Series 2019 Bonds in the amount of the Reserve Requirement of \$1,275,213. The balance in the Reserve Fund as of December 31, 2024, was \$1,290,224.

**Series 2019 Bonds Surplus Fund**

The Series 2019 Bonds are further secured by amounts on deposit in the Surplus Fund, if any. Prior to the Conversion Date, Pledged Revenue that is not needed to pay debt service on the Series 2019 Bonds in any year will be deposited to and held in the Surplus Fund, up to the Maximum Surplus Amount of \$1,527,000. Amounts in the Surplus Fund in excess of the Minimum Surplus Amount of \$850,000 may be applied to debt service, if needed, in order to maintain the minimum mill levy. The balance in the Surplus Fund as of December 31, 2024 was \$1,108,035.

Upon the Conversion Date, both the Reserve Fund and the Surplus Fund will be terminated and any moneys therein remitted to the District for application to any lawful purpose of the District.

**LARKRIDGE METROPOLITAN DISTRICT NO. 2  
NOTES TO BASIC FINANCIAL STATEMENTS  
DECEMBER 31, 2024**

**NOTE 5 LONG-TERM OBLIGATIONS (CONTINUED)**

**Series 2019 Bonds Debt Service**

The outstanding principal and interest of the Series 2019 Bonds are due as follows:

<u>Year Ending December 31,</u>	<u>Principal</u>	<u>Interest</u>	<u>Total</u>
2025	\$ 225,000	\$ 798,788	\$ 1,023,788
2026	260,000	786,975	1,046,975
2027	270,000	773,325	1,043,325
2028	305,000	759,150	1,064,150
2029	325,000	743,138	1,068,138
2030-2034	2,100,000	3,426,938	5,526,938
2035-2039	3,010,000	2,785,389	5,795,389
2040-2044	4,230,000	1,873,727	6,103,727
2044-2048	4,490,000	608,214	5,098,214
Total	<u>\$ 15,215,000</u>	<u>\$ 12,555,644</u>	<u>\$ 27,770,644</u>

**Authorized Debt**

The limit on the District's ability to issue Debt is set forth in its Service Plan as \$23,000,000 (the Service Plan Debt Issuance Limit). In no event is the District authorized to issue Debt in excess of the Service Plan Debt Issuance Limit. The amount of debt authorization remaining within the Service Plan Debt Issuance Limit for the District is \$7,730,000 (the Remaining Service Plan Authority).

Service Plan Debt Issuance Limit	Series 2019 Bonds	Remaining Service Plan Authority
<u>\$23,000,000</u>	<u>\$15,270,000</u>	<u>\$7,730,000</u>

The District has voter authorization in excess of the Service Plan Debt Issuance Limit as at the time of the election or elections, the actual costs of construction were not known. Without knowing the costs of construction it is not possible to allocate the Service Plan Debt Issuance Limit by power (such as water, sewer or streets). Therefore, the Service Plan Debt Issuance Limit was voted in every power.

**LARKRIDGE METROPOLITAN DISTRICT NO. 2**  
**NOTES TO BASIC FINANCIAL STATEMENTS**  
**DECEMBER 31, 2024**

**NOTE 5 LONG-TERM OBLIGATIONS (CONTINUED)**

**Authorized Debt (Continued)**

With that understanding, on November 6, 2018 the District electors voted to authorize debt issuance not to exceed \$23,000,000, by power, with an interest rate not to exceed 18% per annum, as follows:

	Amount Authorized on November 6, 2018	Authorization Used For Series 2019 Bonds	Authorized But Unused
Street Improvements	\$ 23,000,000	\$ 5,749,726	\$ 17,250,274
Water Supply	23,000,000	972,044	22,027,956
Sanitary Sewer	23,000,000	3,812,012	19,187,988
Park and Recreation	23,000,000	1,173,178	21,826,822
Transportation	23,000,000	-	23,000,000
Mosquito Control	23,000,000	-	23,000,000
Safety Protection	23,000,000	-	23,000,000
Fire Protection	23,000,000	-	23,000,000
Television Relay	23,000,000	-	23,000,000
Security	23,000,000	-	23,000,000
Operations	23,000,000	-	23,000,000
Refunding	23,000,000	3,563,040	19,436,960
IGA	23,000,000	-	23,000,000
Telephone, Satellite, and Fiber Optics	23,000,000	-	23,000,000

The Service Plan establishes a mill levy cap of 50.000 mills for debt service (the Maximum Debt Mill Levy). The Maximum Debt Mill Levy may be increased to reflect any change in law for calculating assessed valuation on property for taxation purposes.

In the future, the District may issue a portion or all of the Remaining Service Plan Authority for purposes of providing public improvements to support development as it occurs within the District's service area.

Any increase in the debt limit issuance of debt over the Service Plan Debt Issuance Limit will be considered a material modification of the Service Plan which would require approval from the City of Thornton.

**LARKRIDGE METROPOLITAN DISTRICT NO. 2  
 NOTES TO BASIC FINANCIAL STATEMENTS  
 DECEMBER 31, 2024**

**NOTE 6 NET POSITION**

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

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

	Governmental Activities
Restricted Net Position:	
Emergencies	\$ 4,000
Debt Service Reserve	1,067,131
Total Restricted Net Position	\$ 1,071,131

The District's unrestricted net position as of December 31, 2024 is \$(24,841,636). This deficit amount is a result of the District being responsible for the repayment of both bonds issued and developer advances received for public improvements, which were conveyed to other governmental entities and which costs were removed from the District's financial records.

**NOTE 7 DISTRICT AGREEMENTS**

**Tax Increment Sharing Agreement**

The District has entered into the Tax Increment Sharing Agreement with the Thornton Development Authority (Authority), dated as of June 9, 2004, regarding the sharing of Tax Increment Revenues generated within the District. The Tax Increment Sharing Agreement provides that in consideration for the District providing public improvements and services, the Authority agrees that the portion of revenues which it receives as a result of ad valorem property tax increments, which are attributable to the District's current and future levy of ad valorem taxes on property within the Development and encompassed by the Urban Renewal Plan, shall be segregated upon receipt and shall be remitted by the Authority to the District within 45 days of the end of each quarter.

**Monument Funding and Acquisition Agreement**

The District and Thornton 164, LLC (the Landowner) entered into a Monument Funding and Acquisition Agreement dated July 17, 2018, as amended on November 3, 2020 (2018 Monument Funding Agreement). Pursuant to the 2018 Monument Funding Agreement, the Landowner agrees to construct and convey the Monument (defined therein) to the District upon the completion of construction, subject to certain conditions described therein, while reserving to itself the Panels (defined therein) located on the face of the Monument over which the Landowner shall retain all rights of ownership and responsibility for operation and maintenance. Subject to the receipt of funding as set forth in Section 6 of the 2018 Monument Funding Agreement, the District agrees to reimburse the Landowner for certified

**LARKRIDGE METROPOLITAN DISTRICT NO. 2**  
**NOTES TO BASIC FINANCIAL STATEMENTS**  
**DECEMBER 31, 2024**

**NOTE 7 DISTRICT AGREEMENTS (CONTINUED)**

**Monument Funding and Acquisition Agreement (Continued)**

construction costs up to a maximum of \$105,400, together with interest at a rate of 7% per annum. No payment will be due under the 2018 Monument Funding Agreement unless and until the District issues bonds in an amount sufficient to reimburse the Development for all or a portion of its costs. In the event that the District has not reimbursed the Landowner for any portion of the costs incurred pursuant to the 2018 Monument Funding Agreement by December 31, 2048, any amount of principal and accrued interest outstanding on such date shall be deemed to be forever discharged and satisfied in full.

The District and the Landowner entered into a Monument Funding and Acquisition Agreement dated April 11, 2019, as amended on November 3, 2020 (2019 Monument Funding Agreement). Pursuant to the 2019 Monument Funding Agreement, the Landowner agrees to construct the Monument (defined therein) and to convey the Monument, subject to certain conditions described therein, as well as install landscaping within the Monument Easement Property (defined therein), to the District while reserving to itself the Panels (defined therein) located on the face of the monument over with the Landowner shall retain all rights of ownership and responsibility for operation and maintenance. Subject to the receipt of funding as set forth in Section 7 of the 2019 Monument Funding Agreement, the District agrees to reimburse the Landowner for certified construction costs up to a maximum of \$82,345.52, together with interest at a rate of 7% per annum. No payment will be due under the 2019 Monument Funding Agreement unless and until the District issues bonds in an amount sufficient to reimburse the Development for all or a portion of its costs. In the event that the District has not reimbursed the Landowner for any portion of the costs incurred pursuant to the 2019 Monument Funding Agreement by December 31, 2049, any amount of principal and accrued interest outstanding on such date shall be deemed to be forever discharged and satisfied in full.

The District and the Landowner entered into a Monument Funding and Acquisition Agreement dated November 3, 2020 (2020 Monument Funding Agreement). Pursuant to the 2020 Monument Funding Agreement, the Landowner agrees to construct the Monument (defined therein) and to convey the Monument, subject to certain conditions described therein, as well as install landscaping within the Monument Easement Property (defined therein), to the District while reserving to itself the Panels (defined therein) located on the face of the monument over with the Landowner shall retain all rights of ownership and responsibility for operation and maintenance. Subject to the receipt of funding as set forth in Section 7 of the 2020 Monument Funding Agreement, the District agrees to reimburse the Landowner for certified construction costs up to a maximum of \$64,266, together with interest at a rate of 7% per annum. No payment will be due under the 2020 Monument Funding Agreement unless and until the District issues bonds in an amount sufficient to reimburse the Development for all or a portion of its costs. In the event that the District has not reimbursed the Landowner for any portion of the costs incurred pursuant to the 2020 Monument Funding Agreement by December 31, 2050, any amount of principal and accrued interest outstanding on such date shall be deemed to be forever discharged and satisfied in full.

**LARKRIDGE METROPOLITAN DISTRICT NO. 2**  
**NOTES TO BASIC FINANCIAL STATEMENTS**  
**DECEMBER 31, 2024**

**NOTE 7 DISTRICT AGREEMENTS (CONTINUED)**

**Retaining Wall Funding and Acquisition Agreement**

The District and the Landowner entered into a Retaining Wall Funding and Acquisition Agreement (Retaining Wall Agreement) dated July 17, 2018. The Landowner agrees to construct the Phase I Retaining Wall (described therein), to make a deposit with the city of Thornton for a Phase II Retaining Wall (described therein) and to convey the constructed Phase I Retaining Wall, subject to certain conditions described therein, to the District upon completion of construction. The District agrees to reimburse the Landowner for the Certified Construction Costs (defined therein) up to \$550,000 plus interest and for the cost of deposit for the Phase II Retaining Wall plus interest thereon. Simple interest at the rate of 7.0% per annum is to accrue on any reimbursements due to the Landowner. No payment will be due under the Retaining Wall Agreement unless and until the District issues bonds in an amount sufficient to reimburse the Landowner for all or a portion of its costs. In the event that the District has not reimbursed the Landowner for any portion of the costs incurred pursuant to the Retaining Wall Agreement by December 31, 2048, any amount of principal and accrued interest outstanding on such date shall be deemed to be forever discharged and satisfied in full.

**Retaining Wall Construction and Maintenance Agreement**

The District and the city of Thornton (City) entered into an Intergovernmental Agreement Regarding Retaining Wall Construction and Maintenance (Retaining Wall IGA) dated April 9, 2019. Pursuant to the Retaining Wall IGA, the City and District agree that the District, at its sole expense, will fund, design and construct the Phase II Retaining Wall if any Interstate 25 (I25) expansion makes the Phase II Retaining Wall necessary and will keep, maintain, repair and replace said Retaining Wall. The City will provide advance notice of any I25 expansion to the District not less than 12 months prior to groundbreaking. Failure to provide notice to the District shall absolve the District of the funding obligation to fund, design and construct the Phase II Retaining Wall. The District's design and build plans and specifications are subject to prior written approval by the City. The District shall be deemed to own the Phase II Retaining Wall improvements upon commencement of construction.

**Amended and Restated Restrictions and Easements Agreement**

The Amended and Restated Restrictions and Easements Agreement was entered into on May 2, 2024 by the Landowner, EPR Thornton Holdings, LLC, and K1 Thornton Realty LLC to, among other things, outline the maintenance obligations for certain public improvements (the REA). Although the District is not a party to the REA, it executed the REA for purposes of acknowledging and agreeing to the obligation of the District set forth therein, namely the maintenance obligations for the 1) Retaining Wall, pursuant to the Retaining Wall Easement, 2) Monument, pursuant to the Monument Easement, 3) Signs, as defined therein, and 4) Roadway Improvements by virtue of the conveyance of Tract D-1F, as described therein.

**LARKRIDGE METROPOLITAN DISTRICT NO. 2**  
**NOTES TO BASIC FINANCIAL STATEMENTS**  
**DECEMBER 31, 2024**

**NOTE 8 RELATED PARTY**

The Developer of the property which constitutes the District is Jordon Perlmutter & Co. Jordon Perlmutter & Co. has an interest in the Landowner. The members of the Board of Directors are employees, owners, or are otherwise associated with Jordon Perlmutter & Co. and the Landowner, and may have conflicts of interest in dealing with the District.

**Operation Funding Agreement**

The District and the Landowner entered into the 2020 Operations Funding Agreement on June 8, 2021, with an effective date of January 1, 2020 (2020 OFA). Pursuant to the 2020 OFA, the Landowner has agreed to advance funds to the District up to the amount of \$12,083 for fiscal year 2020 to pay the operations and maintenance expenses of the District. The District has agreed to: (i) use its reasonable efforts to impose and collect its operations mill levy and to impose and collect its rates, fees, tolls and charges in the minimum amounts set forth in the District's Service Plan; and (ii) repay the amounts advanced by the Landowner under the 2020 OFA, together with interest at the rate of 7%, to the extent that it has funds available after the payment of its annual debt service payments and operations and maintenance expenses. The repayment obligation of the District is specifically subordinate to the District's annual debt service obligations except under the conditions set forth in the 2020 OFA. As of December 31, 2024, outstanding advances under the 2020 OFA totaled \$12,083 and accrued interest totaled \$3,622.

The District and Landowner entered into the 2025 Operations Funding Agreement on December 9, 2024 (2025 OFA). Pursuant to the 2025 OFA, the Landowner has agreed to advance funds to the District up to \$230,000 for fiscal year 2025 to pay the operations and maintenance expenses of the District. The District has agreed to: (i) use its reasonable efforts to impose and collect its operations mill levy and to impose and collect its rates, fees, tolls and charges in the minimum amounts set forth in the District's Service Plan; and (ii) repay the amounts advanced by the Landowner under the 2025 OFA, together with interest at the rate of 7%, to the extent that it has funds available after the payment of its annual debt service payments and operations and maintenance expenses. The repayment obligation of the District is specifically subordinate to the District's annual debt service obligations except under the conditions set forth in the 2025 OFA. Payment shall be applied first to the 2020 OFA accrued and unpaid interest and then to the 2020 OFA principal amount due; and then (b) first to the accrued and unpaid interest and then to the principal amount due pursuant to the 2025 OFA. As of December 31, 2024, outstanding advances under the 2025 OFA totaled \$0 and accrued interest totaled \$0.

**Facilities Acquisition and Reimbursement Agreement**

The District and the Landowner have entered into a Second Amended and Restated Facilities Acquisition and Reimbursement Agreement dated June 13, 2017 (the Agreement). Pursuant to the Agreement, the Landowner has agreed to advance funds to the District for the construction of Project Improvements (as such term is defined in the Agreement). The District has agreed to reimburse the Landowner for funds advanced under the Agreement, together with simple interest thereon to be accrued at a rate of 5.310%, from the proceeds of the bonds to the extent of the amounts advanced for the Project Improvements. The Landowner may design, construct and complete certain of the Project Improvements,

**LARKRIDGE METROPOLITAN DISTRICT NO. 2**  
**NOTES TO BASIC FINANCIAL STATEMENTS**  
**DECEMBER 31, 2024**

**NOTE 8 RELATED PARTY (CONTINUED)**

**Facilities Acquisition and Reimbursement Agreement (Continued)**

pursuant to construction contract requirements in the Agreement. Subject to receipt of funding, the District agrees to make payment to the Landowner for costs verified by an independent engineer. As of December 31, 2024, outstanding advances under the Agreement totaled \$8,658,102 and accrued interest totaled \$2,690,152.

**NOTE 9 RISK MANAGEMENT**

The District is exposed to various risks of loss related to torts; thefts of, damage to, or destruction of assets; errors or omissions; injuries to employees; or acts of God.

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

The District pays annual premiums to the Pool for liability, property and public officials' liability coverage, and workers' compensation coverage. In the event aggregated losses incurred by the Pool exceed amounts recoverable from reinsurance contracts and funds accumulated by the Pool, the Pool may require additional contributions from the Pool members. Any excess funds which the Pool determines are not needed for purposes of the Pool may be returned to the members pursuant to a distribution formula.

**NOTE 10 TAX, SPENDING, AND DEBT 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.

On May 8, 2012 and November 6, 2018, a majority of the District's electors authorized the District to collect and spend or retain in a reserve the full amount of all currently levied taxes and fees of the District annually, without regard to any limitations under TABOR.

On May 6, 2025, the voters of the District approved an election question to waive the 5.25% property tax limit established under Section 29-1-1702, C.R.S. for 2025 and all future property tax years."

**LARKRIDGE METROPOLITAN DISTRICT NO. 2**  
**NOTES TO BASIC FINANCIAL STATEMENTS**  
**DECEMBER 31, 2024**

**NOTE 10 TAX, SPENDING, AND DEBT LIMITATIONS (CONTINUED)**

TABOR requires local governments to establish Emergency Reserves. These reserves must be at least 3% of Fiscal Year Spending (excluding bonded debt service). Local governments are not allowed to use the emergency reserves to compensate for economic conditions, revenue shortfalls, or salary or benefit increases.

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

## **SUPPLEMENTARY INFORMATION**

**LARKRIDGE METROPOLITAN DISTRICT NO. 2  
DEBT SERVICE FUND  
SCHEDULE OF REVENUES, EXPENDITURES, AND CHANGES IN FUND BALANCE –  
BUDGET AND ACTUAL  
YEAR ENDED DECEMBER 31, 2024**

	Original and Final Budget	Actual Amounts	Variance with Final Budget Positive (Negative)
<b>REVENUES</b>			
Property Taxes	\$ 9,303	\$ 8,985	\$ (318)
Property Taxes - TDA	701,323	659,436	(41,887)
Specific Ownership Taxes	50,491	35,805	(14,686)
Interest Income	130,000	144,730	14,730
Total Revenues	<u>891,117</u>	<u>848,956</u>	<u>(42,161)</u>
<b>EXPENDITURES</b>			
County Treasurer's Fee	140	143	(3)
Paying Agent Fees	5,000	-	5,000
Bond Interest - Series 2019	801,675	801,675	-
Bond Principal	55,000	55,000	-
Contingency	8,185	-	8,185
Total Expenditures	<u>870,000</u>	<u>856,818</u>	<u>13,182</u>
<b>NET CHANGE IN FUND BALANCE</b>	21,117	(7,862)	(28,979)
Fund Balance - Beginning of Year	<u>2,404,487</u>	<u>2,416,773</u>	<u>12,286</u>
<b>FUND BALANCE - END OF YEAR</b>	<u><u>\$ 2,425,604</u></u>	<u><u>\$ 2,408,911</u></u>	<u><u>\$ (16,693)</u></u>

## **OTHER INFORMATION**

**LARKRIDGE METROPOLITAN DISTRICT NO. 2  
SCHEDULE OF DEBT SERVICE REQUIREMENTS TO MATURITY  
DECEMBER 31, 2024**

	\$15,270,000 General Obligation Refunding Bonds		
	Series 2019		
	Interest 5.250%		
	Dated January 15, 2019		
	Interest Payable June 1 and December 1		
	Principal Due December 1		
<u>Bonds/Loans and Interest Maturing in the Year Ending December 31.</u>	<u>Principal</u>	<u>Interest</u>	<u>Total</u>
2025	\$ 225,000	\$ 798,788	\$ 1,023,788
2026	260,000	786,975	1,046,975
2027	270,000	773,325	1,043,325
2028	305,000	759,150	1,064,150
2029	325,000	743,138	1,068,138
2030	360,000	726,075	1,086,075
2031	380,000	707,175	1,087,175
2032	425,000	687,225	1,112,225
2033	445,000	664,913	1,109,913
2034	490,000	641,550	1,131,550
2035	515,000	615,825	1,130,825
2036	565,000	588,788	1,153,788
2037	595,000	559,125	1,154,125
2038	650,000	527,888	1,177,888
2039	685,000	493,763	1,178,763
2040	745,000	457,800	1,202,800
2041	780,000	418,688	1,198,688
2042	850,000	377,738	1,227,738
2043	890,000	333,113	1,223,113
2044	965,000	286,388	1,251,388
2045	1,015,000	235,725	1,250,725
2046	1,090,000	182,438	1,272,438
2047	1,150,000	125,213	1,275,213
2048	1,235,000	64,838	1,299,838
Total	\$ 15,215,000	\$ 12,555,644	\$ 27,770,644

**LARKRIDGE METROPOLITAN DISTRICT NO. 2**  
**SUMMARY OF ASSESSED VALUATION, MILL LEVY, AND PROPERTY TAXES COLLECTED**  
**DECEMBER 31, 2024**

Year Ended December 31,	Gross Assessed Valuation	Net Assessed Valuation	Percent Change	Total Mills Levied		Total Property Taxes		Percent Collected to Levied
				General Operations	Debt Service	Levied	Collected	
2019/2020	\$ 8,917,080	\$ 141,430	0.0%	7.500	40.000	\$ 6,718	\$ 6,704	99.79 %
2020/2021	13,386,270	202,780	50.1%	7.500	40.000	9,631	9,920	103.00 %
2021/2022	13,594,180	195,030	1.6%	7.500	40.000	9,264	9,384	101.30 %
2022/2023	15,970,540	217,680	17.5%	7.500	40.000	10,340	10,025	96.95 %
2023/2024	18,032,660	232,574	12.9%	7.500	40.000	11,047	10,670	96.59 %
Estimated for Year Ending December 31, 2025	\$ 17,936,650	\$ 188,454	-0.5%	8.500	40.000	\$ 9,140		

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

Source: Adams County Assessor and Treasurer.