

YORK STREET METROPOLITAN DISTRICT

141 Union Boulevard, Suite 150
Lakewood, Colorado 80228-1898
Tel: 303-987-0835 800-741-3254
Fax: 303-987-2032

NOTICE OF REGULAR MEETING AND AGENDA

<u>Board of Directors:</u>	<u>Office:</u>	<u>Term/Expiration:</u>
Richard Green	President	2023/May 2023
<i>VACANT</i>		2025/May 2023
<i>VACANT</i>		2025/May 2023
<i>VACANT</i>		2025/May 2023
<i>VACANT</i>		2023/May 2023

DATE: November 11, 2022

TIME: 10:00 A.M.

PLACE: THIS DISTRICT BOARD MEETING WILL BE HELD VIA ZOOM WITHOUT ANY INDIVIDUALS (NEITHER DISTRICT REPRESENTATIVES NOR THE GENERAL PUBLIC) ATTENDING IN PERSON. IF YOU WOULD LIKE TO ATTEND THIS MEETING, PLEASE SEE THE BELOW REFERENCED ZOOM MEETING INFORMATION. THE DISTRICT'S REGULAR MEETING LOCATION IS 1555 CALIFORNIA STREET NO. 505, DENVER CO 80202

Join Zoom Meeting

<https://us02web.zoom.us/j/86761658929?pwd=d3NaZXZuM3I3UWJOdTNqSmIraHJxUT09>

Meeting ID: 867 6165 8929

Passcode: 041741

Dial In: 1-719-359-4580

I. ADMINISTRATIVE MATTERS

A. Present Disclosures of Potential Conflicts of Interest.

B. Approve Agenda, confirm location of the meeting and posting of meeting notices.

C. Acknowledge resignation of David M. Solin as Secretary to the Board and consider appointment of Steve Beck as Secretary to the Board.

D. Review and approve Minutes of the July 22, 2022 special meeting (enclosure).

E. Establish 2023 meeting dates, set date in July to approve audit and consider adoption of 2023 Annual Administrative Resolution (enclosure).

II. FINANCIAL MATTERS

- A. Review and ratify approval of the payment of claims as follows (enclosures):

Fund	Period Ending Aug. 31, 2022	Period Ending Sept. 30, 2022	Period Ending Oct. 31, 2022
General	\$ 5,361.23	\$ 11,206.53	\$ 2,058.90
Debt	\$ -0-	\$ -0-	\$ -0-
Capital Projects	\$ -0-	\$ -0-	\$ -0-
Total	\$ 5,361.23	\$ 11,206.53	\$ 2,058.90

- B. Review and accept the unaudited financial statements for the period ending September 30, 2022 (enclosure).
- C. Consider appointment of Haynie & Company to perform the 2022 Audit, in an amount not to exceed \$_____ (enclosure).
- D. Conduct Public Hearing to consider Amendment to 2022 Budget and (if necessary) consider adoption of Resolution to Amend the 2022 Budget and Appropriate Expenditures.
- E. Conduct Public Hearing on the proposed 2023 Budget and consider adoption of Resolution to Adopt the 2023 Budget and Appropriate Sums of Money and Set Mill Levies (_____ mills for General Fund, _____ mills for Debt Service Fund for a total mill levy of _____mills) (enclosures – preliminary Assessed Valuation, 2023 draft Budget and Resolution).
- F. Review and approve CliftonLarsonAllen LLP Master Services Agreement and 2023 Scope of Work (enclosure).

III. LEGAL MATTERS

- A. Discuss May 2, 2023 Regular Directors’ election regarding new legislative requirements and related expenses for same. Consider adoption of Resolution No. 2022-11-____; Resolution Calling a Regular Election for Directors on May 2, 2023, appointing the Designated Election Official (“DEO”), and authorizing the DEO to perform all tasks required for the conduct of mail ballot election (enclosure). Self-Nomination forms are due by February 24, 2023. Discuss the need for ballot issues and/or questions.

IV. OTHER BUSINESS

A. _____

V. ADJOURNMENT **THERE ARE NO MORE REGULAR MEETING SCHEDULED FOR 2022.**

Informational Enclosure:

- Memo regarding New Rate Structure from Special District Management Services, Inc.

RECORD OF PROCEEDINGS

MINUTES OF A REGULAR MEETING OF THE BOARD OF DIRECTORS OF THE YORK STREET METROPOLITAN DISTRICT HELD JULY 22, 2022

The regular meeting of the Board of Directors of the York Street Metropolitan District (referred to hereafter as the “Board”) was convened on Friday, the 22nd day of July, 2022, at 10:00 A.M. This District Board meeting was held via Zoom. The meeting was open to the public.

ATTENDANCE

Directors In Attendance Were:

Richard Green

Also In Attendance Were:

Matt Cohrs; Special District Management Services, Inc.

Dianne Miller, Esq.; Miller & Associates Law Offices, LLC

Seef Le Roux, CPA; CliftonLarsonAllen LLP

DISCLOSURE OF POTENTIAL CONFLICTS OF INTEREST

Attorney Miller advised the Board that pursuant to Colorado law, certain disclosures might be required prior to taking official action at the meeting. The Board reviewed the agenda for the meeting, following which each Board member confirmed the contents of written disclosures previously made, stating the fact and summary nature of any matters, as required under Colorado law, to permit official action to be taken at the meeting. Additionally, the Board determined that the participation of the members present was necessary to obtain a quorum or otherwise enable the Board to act. Written disclosures of the interests of all directors were filed with the Secretary of State and the District prior to the meeting.

ADMINISTRATIVE MATTERS

Agenda: Mr. Cohrs distributed for the Board’s review and approval a proposed Agenda for the regular meeting.

Following discussion, upon motion duly made and seconded by Director Green and, upon vote, unanimously carried, the Agenda was approved, as presented.

Confirm Location of Meeting/Posting of Meeting Notices: The Board entered into a discussion regarding the requirements of Section 32-1-903(1), C.R.S., concerning the location of the District's special meeting. This District meeting was held and properly noticed to be held via video enabled web conference (Zoom), without any

RECORD OF PROCEEDINGS

individuals (neither District representatives nor the general public) attending in person. The Board further noted that notice providing the video enabled web conference (Zoom) login/call-in information was duly posted and that they have not received any objections or any requests that the means of hosting the meeting be changed by taxpaying electors within the District’s boundaries.

Resignation of Director: Following discussion, upon motion duly made and seconded by Director Green, the Board acknowledged the resignation of Stephanie Reed from the Board of Directors, effective July 12, 2022.

Minutes: The Board reviewed the Minutes of the November 12, 2021 special meeting.

Following discussion, upon motion duly made and seconded by Director Green and, upon vote, unanimously carried, the Board approved the Minutes of the November 12, 2021 special meeting were approved, as presented.

FINANCIAL MATTERS

Claims: The Board considered ratifying approval of the payment of claims for the periods ending as follows:

Fund	Period Ending Nov. 30, 2021	Period Ending Dec. 31, 2021	Period Ending Jan. 31, 2022	Period Ending Feb. 28, 2022
General	\$ 3,890.28	\$ 4,696.44	\$ 2,283.42	\$ 5,788.99
Debt	\$ -0-	\$ -0-	\$ -0-	\$ -0-
Capital Projects	\$ -0-	\$ -0-	\$ -0-	\$ -0-
Total	\$ 3,890.28	\$ 4,696.44	\$ 2,283.42	\$ 5,788.99

Fund	Period Ending March 31, 2022	Period Ending April 30, 2022	Period Ending May 31, 2022	Period Ending June 30, 2022
General	\$ 5,186.17	\$ 2,574.14	\$ 1,771.36	\$ 2,250.57
Debt	\$ -0-	\$ -0-	\$ -0-	\$ -0-
Capital Projects	\$ -0-	\$ -0-	\$ -0-	\$ -0-
Total	\$ 5,187.17	\$ 2,574.14	\$ 1,771.36	\$ 2,250.57

Fund	Period Ending July 31, 2022
General	\$ 1,864.90
Debt	\$ -0-
Capital Projects	\$ -0-
Total	\$ 1,864.90

Following discussion, upon motion duly made and seconded by Director Green and, upon vote, unanimously carried, the Board ratified approval of the payment of claims, as presented.

RECORD OF PROCEEDINGS

Unaudited Financial Statements: Mr. LeRoux reviewed with the Board the unaudited financial statements of the District setting forth the cash deposits, investments, budget analysis, and accounts payable vouchers for the period ending June 30, 2022.

Following discussion, upon motion duly made and seconded by Director Green and upon vote, unanimously carried, the unaudited financial statements for the period ending June 30, 2022 were accepted, as presented.

2021 Audit: Mr. LeRoux reviewed the 2021 draft Audited Financial Statements with the Board.

Following discussion, upon motion duly made and seconded by Director Green and, upon vote, unanimously carried, the Board approved the 2021 Audited Financial Statements and authorized execution of the Representations Letter.

2023 Budget Preparation: The Board discussed the preparation of the 2023 Budget.

Following discussion, upon motion duly made and seconded by Director Green and, upon vote, unanimously carried, the Board appointed of the District Accountant to prepare the 2023 Budget and set the date for the Public Hearing to adopt the 2023 Budget for November 11, 2022 at 10:00 a.m. via Zoom.

LEGAL MATTERS

There were no legal matters to discuss at this time.

OTHER BUSINESS

None.

ADJOURNMENT

There being no further business to come before the Board at this time, upon motion duly made and seconded, and upon vote, unanimously carried, the meeting was adjourned.

Respectfully submitted,

By: _____
Secretary

YORK STREET METROPOLITAN DISTRICT

ANNUAL ADMINISTRATIVE RESOLUTION (Effective January 1, 2023)

WHEREAS, the District was organized under the provisions of Title 32, Colorado Revised Statutes, as a special district and is located entirely within the boundaries of the County of Adams, Colorado and the City of Thornton (the “Approving Jurisdiction”); and

WHEREAS, the Board of Directors of the District (the “Board”) has a duty to perform certain obligations to assure the efficient operation of the District; and

WHEREAS, §§ 32-1-101, *et seq.*, C.R.S., requires every District to publish certain legal notices in a newspaper of general circulation in the District; and

WHEREAS, the Directors of a District may receive compensation for their services subject to the limitations imposed by §§ 32-1-902(3)(a)(I) & (II), C.R.S.; and

WHEREAS, pursuant to § 32-1-902(1), C.R.S., every Board shall elect officers of the District; and

WHEREAS, § 24-6-402(2)(c), C.R.S., specifies the duty of every Board to designate a posting place for notices of meetings (which posting place may be website, social media account, or other official online presence of the District), and requires that notice of such meetings be posted at least twenty-four (24) hours prior to said meeting; and

WHEREAS, § 32-1-903, C.R.S., requires that each Board shall meet regularly at a time and in a place to be designated by that Board and requires that notice of such meetings be posted in accordance with § 24-6-402(2).

NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF DIRECTORS OF THE YORK STREET METROPOLITAN DISTRICT AS FOLLOWS:

1. The Board designates Northglenn-Thornton Sentinel as the newspaper of general circulation within the boundaries of the District, or in the vicinity of the District if none is circulated within the District and directs that all legal notices shall be published therein in accordance with applicable statutes.
2. The Board determines that Directors shall not receive compensation for services as Directors, in accordance with §§ 32-1-902(3)(a)(I) & (II), C.R.S.
3. The Board hereby elects the following officers for the District:

President: Richard Green
Secretary/Treasurer: Vacant
Assistant Secretary: Vacant
Assistant Secretary: Vacant

Assistant Secretary: Vacant

4. The Board designates its website, [insert website address], as the posting place for notices of meetings pursuant to §24-6-402(2)(c)(III), C.R.S. In the event the notice cannot be posted due to emergency or exigent circumstances, the Board designates the following physical location for posting of meeting notices: [insert location].

5. The Board determines to hold regular meetings on _____. By video conference or telephone conference, the notice of which shall include the method or procedure, including the conference number, link, passcode, or other necessary information to allow members of the public to attend.

Whereupon the motion was seconded by Director _____, and upon vote, carried unanimously.

ADOPTED AND APPROVED ON _____, 2022, to become effective as of January 1, 2023.

YORK STREET METROPOLITAN
DISTRICT

Richard Green, President

Check No and Date	Payee	Invoice No	GL Account Title	GL Acct	Amount	Total
1143						
08/15/2022	CliftonLarsonAllen LLP	3346307	Accounting and Legal	1-612	2,113.49	2,113.49
Total 1143:						2,113.49
1144						
08/15/2022	Miller & Associates	299	Accounting and Legal	1-612	1,598.50	1,598.50
Total 1144:						1,598.50
1145						
08/15/2022	Special Dist Management Srvs	07/2022	Miscellaneous	1-685	30.84	30.84
08/15/2022	Special Dist Management Srvs	07/2022	Accounting and Legal	1-612	444.00	444.00
08/15/2022	Special Dist Management Srvs	07/2022	Election	1-635	14.80	14.80
08/15/2022	Special Dist Management Srvs	07/2022	Management	1-680	1,159.60	1,159.60
Total 1145:						1,649.24
Grand Totals:						5,361.23

York Street Metropolitan District
August-22

	<u>General</u>	<u>Debt</u>	<u>Capital</u>	<u>Totals</u>
Disbursements	\$ 5,361.23	\$ -		\$ 5,361.23
		-		-
Total Disbursements	\$ 5,361.23	\$ -	\$ -	\$ 5,361.23

Check No and Date	Payee	Invoice No	GL Account Title	GL Acct	Amount	Total
1146						
09/15/2022	CliftonLarsonAllen LLP	3375100	Accounting and Legal	1-612	4,621.84	4,621.84
Total 1146:						4,621.84
1147						
09/15/2022	Haynie & Company	D65627	Audit	1-615	3,700.00	3,700.00
09/15/2022	Haynie & Company	D65973	Audit	1-615	2,200.00	2,200.00
Total 1147:						5,900.00
1148						
09/15/2022	Miller & Associates	342	Accounting and Legal	1-612	123.00	123.00
Total 1148:						123.00
1149						
09/15/2022	Special Dist Management Srvs	08/2022	Miscellaneous	1-685	14.09	14.09
09/15/2022	Special Dist Management Srvs	08/2022	Accounting and Legal	1-612	177.60	177.60
09/15/2022	Special Dist Management Srvs	08/2022	Management	1-680	370.00	370.00
Total 1149:						561.69
Grand Totals:						11,206.53

York Street Metropolitan District
September-22

	<u>General</u>	<u>Debt</u>	<u>Capital</u>	<u>Totals</u>
Disbursements	\$ 11,206.53	\$ -		\$ 11,206.53
		-		-
Total Disbursements	\$ 11,206.53	\$ -	\$ -	\$ 11,206.53

Check No and Date	Payee	Invoice No	GL Account Title	GL Acct	Amount	Total
1150						
10/13/2022	CliftonLarsonAllen LLP	3407195	Accounting and Legal	1-612	1,011.15	1,011.15
Total 1150:						1,011.15
1151						
10/13/2022	Colorado Special Districts P&L P	23WC-61483-0211	Prepaid Expenses	1-143	450.00	450.00
Total 1151:						450.00
1152						
10/13/2022	Miller & Associates	382	Accounting and Legal	1-612	68.00	68.00
Total 1152:						68.00
1153						
10/13/2022	Special Dist Management Srvs	09/2022	Accounting and Legal	1-612	207.20	207.20
10/13/2022	Special Dist Management Srvs	09/2022	Miscellaneous	1-685	25.75	25.75
10/13/2022	Special Dist Management Srvs	09/2022	Management	1-680	296.80	296.80
Total 1153:						529.75
Grand Totals:						2,058.90

York Street Metropolitan District
October-22

	General	Debt	Capital	Totals
Disbursements	\$ 2,058.90	\$ -		\$ 2,058.90
		-		-
Total Disbursements	\$ 2,058.90	\$ -	\$ -	\$ 2,058.90

YORK STREET METRO DISTRICT
FINANCIAL STATEMENTS
PERIODS ENDED SEPTEMBER 30, 2022

YORK STREET METRO DISTRICT
BALANCE SHEET - GOVERNMENTAL FUNDS
SEPTEMBER 30, 2022

	General	Debt Service	Total
ASSETS			
Cash - FirstBank	\$ 167,796	\$ 146,685	\$ 314,481
PNC - Revenue Fund	-	173,093	173,093
PNC - Reserve Fund	-	149,234	149,234
Receivable from County Treasurer	1,568	4,125	5,693
TOTAL ASSETS	\$ 169,364	\$ 473,137	\$ 642,501
LIABILITIES AND FUND BALANCES			
CURRENT LIABILITIES			
Accounts payable	\$ 844	\$ -	\$ 844
Total Liabilities	844	-	844
FUND BALANCES			
Total Fund Balances	168,520	473,137	641,657
TOTAL LIABILITIES AND FUND BALANCES	\$ 169,364	\$ 473,137	\$ 642,501

No assurance is provided on these financial statements. Substantially all required disclosures, the government-wide financial statements, and the statement of revenues, expenditures and changes in fund balances - governmental funds have been omitted.

YORK STREET METRO DISTRICT
STATEMENT OF REVENUES, EXPENDITURES AND
CHANGES IN FUND BALANCES - BUDGET AND ACTUAL
FOR THE NINE MONTHS ENDED SEPTEMBER 30, 2022

GENERAL FUND

	Annual Budget	Year to Date Actual	Variance
REVENUES			
Property taxes	\$ 97,352	\$ 102,657	\$ 5,305
Specific ownership tax	6,815	5,282	(1,533)
Interest income	114	11	(103)
TOTAL REVENUES	<u>104,281</u>	<u>107,950</u>	<u>3,669</u>
EXPENDITURES			
County Treasurer's fee	1,460	1,460	-
Accounting	20,000	14,014	5,986
Auditing	5,900	5,900	-
Dues and licenses	580	459	121
Insurance and bonds	3,500	2,975	525
District management	15,000	6,110	8,890
Legal services	10,000	5,933	4,067
Election expense	10,000	1,361	8,639
Contingency	6,560	-	6,560
TOTAL EXPENDITURES	<u>73,000</u>	<u>38,212</u>	<u>34,788</u>
NET CHANGE IN FUND BALANCES	31,281	69,738	38,457
FUND BALANCES - BEGINNING	<u>98,021</u>	<u>98,783</u>	<u>762</u>
FUND BALANCES - ENDING	<u>\$ 129,302</u>	<u>\$ 168,521</u>	<u>\$ 39,219</u>

No assurance is provided on these financial statements. Substantially all required disclosures, the government-wide financial statements, and the statement of revenues, expenditures and changes in fund balances – governmental funds have been omitted.

SUPPLEMENTARY INFORMATION

YORK STREET METRO DISTRICT
SCHEDULE OF REVENUES, EXPENDITURES AND
CHANGES IN FUND BALANCES - BUDGET AND ACTUAL
FOR THE NINE MONTHS ENDED SEPTEMBER 30, 2022

DEBT SERVICE FUND

	Annual Budget	Year to Date Actual	Variance
REVENUES			
Property taxes	\$ 256,192	\$ 270,152	\$ 13,960
Specific ownership tax	17,933	13,899	(4,034)
Interest income	276	996	720
TOTAL REVENUES	<u>274,401</u>	<u>285,047</u>	<u>10,646</u>
EXPENDITURES			
County Treasurer's fee	3,843	3,843	-
Miscellaneous	-	50	(50)
Loan interest	122,883	61,273	61,610
Loan principal	80,000	-	80,000
Paying agent fees	5,500	-	5,500
Contingency	7,774	-	7,774
TOTAL EXPENDITURES	<u>220,000</u>	<u>65,166</u>	<u>154,834</u>
NET CHANGE IN FUND BALANCES	54,401	219,881	165,480
FUND BALANCES - BEGINNING	<u>248,847</u>	<u>253,256</u>	<u>4,409</u>
FUND BALANCES - ENDING	<u>\$ 303,248</u>	<u>\$ 473,137</u>	<u>\$ 169,889</u>

No assurance is provided on these financial statements. Substantially all required disclosures, the government-wide financial statements, and the statement of revenues, expenditures and changes in fund balances – governmental funds have been omitted.

**YORK STREET METROPOLITAN DISTRICT
2022 BUDGET
SUMMARY OF SIGNIFICANT ASSUMPTIONS**

Services Provided

The District, a quasi-municipal corporation and a political subdivision of the State of Colorado, was organized by order and decree of the District Court for the City of Thornton on December 2, 2015 and is governed pursuant to provisions of the Colorado Special District Act (Title 32, Article 1, Colorado Revised Statutes). The District operates under a Service Plan approved by the City on August 11, 2015. The District's service area is located in Adams County.

The District was established to provide financing for the design, acquisition, installation, construction and completion of public improvements and services, including water, sanitation, street, safety protection, park and recreation, transportation, television relay and translation and mosquito control improvements and services.

On November 3, 2015, the District's voters authorized total indebtedness of \$51,840,000 for the above listed facilities. The District's voters also authorized total indebtedness of \$5,760,000 each for debt refunding and debt related to intergovernmental agreements or other contracts with other public entities. The election also approved an annual increase in property taxes of \$1,000,000 without limitation of rate, to pay the District's operation and maintenance costs.

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

The District prepares its budget on the modified accrual basis of accounting in accordance with the requirements of Colorado Revised Statutes C.R.S. 29-1-105 using its best estimates as of the date of the budget hearing. These estimates are based on expected conditions and its expected course of actions. The assumptions disclosed herein are those that the District believes are significant to the budget. There will usually be differences between the budget and actual results, because events and circumstances frequently do not occur as expected, and those differences may be material. .

Revenues

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.

The calculation of the taxes levied is displayed on the Property Tax Summary page of the budget using the adopted mill levy imposed by the District.

Specific Ownership Taxes

Specific ownership taxes are set by the State and collected by the County Treasurer, primarily on vehicle licensing within the County as a whole. The specific ownership taxes are allocated by the County Treasurer to all taxing entities within the County. The budget assumes that the District's share will be equal to approximately 7% of the property taxes collected.

**YORK STREET METROPOLITAN DISTRICT
2022 BUDGET
SUMMARY OF SIGNIFICANT ASSUMPTIONS**

Revenues – (continued)

Investment Income

Interest earned on the District's available funds has been estimated based on an average interest rate of approximately 1.50%.

Expenditures

Administrative Expenses

Administrative expenditures include the services necessary to maintain the District's administrative viability such as legal, accounting, managerial, insurance, banking, meeting expense, and other administrative expenses.

County Treasurer's fees

County Treasurer's fees have been computed at 1.5% of property tax collections.

Debt Service

Principal and interest payments are provided based on the anticipated debt amortization schedule from the Series 2019A Bonds (discussed under Debt and Leases).

Debt and Leases

Tax-Exempt Loan, Series 2019A Bonds

On November 20, 2019, the District issued the 2019A Bonds in the principal amount of \$4,100,000 during December of 2019. The 2019A Bonds were issued as tax-exempt bonds with an interest rate of 3.00% per annum. Interest is payable semi-annually on June 1 and December 1, commencing on June 1, 2020. Mandatory principal payments are due on December 1, commencing on December 1, 2020, with final payment due on December 1, 2034.

The 2019A Bonds were secured by (1) the Required Mill Levy, (2) that portion of the Specific Ownership Tax allocable to the Required Mill Levy, and (3) any other legally available moneys with the District determines in its sole discretion to apply as pledged revenue. Proceeds from the 2019A Bonds, together with existing funds of the District held in connection with the Series 2017 Bonds were used to (i) refund the District's outstanding General Obligation Limited Tax (Convertible to Unlimited Tax)

Bonds, Series 2017 A and Subordinate General Obligation Limited Tax Bonds, Series 2017B, (ii) reimburse amounts due and owing to the developer, (iii) fund a debt service reserve fund for the Loan, as provided herein, and (iii) pay the costs related to the issuance of the Loan.

**YORK STREET METROPOLITAN DISTRICT
2022 BUDGET
SUMMARY OF SIGNIFICANT ASSUMPTIONS**

Debt and Leases - (continued)

Developer Advances

The District entered into an Advance and Reimbursement Agreement for Operation and Maintenance (Agreement) with the Developer. The District agrees to repay the Developer along with accrued interest, at a rate of 7% beginning on the date the advance were made to the date of repayment. The Agreement does not constitute a multiple-fiscal year obligation.

The following is an analysis of changes in long-term obligations for the years ended December 31, 2020 and 2021:

	Balance - December 31, 2020	Additions	Deletions	Balance - December 31, 2021
Notes/Loan from Direct Borrowings and Direct Placements				
Series 2019 Loan - Principal	\$ 4,090,000	\$ -	\$ 50,000	\$ 4,040,000
Developer Advances	2,300,148	-	2,171,791 *	128,357
Developer Advances - Accrued Interest	667,933	98,455	749,758 *	16,630
Total Long Term Obligations	<u>\$ 7,058,081</u>	<u>\$ 98,455</u>	<u>\$ 2,971,549</u>	<u>\$ 4,184,987</u>
	Balance - December 31, 2021	Additions	Deletions	Balance - December 31, 2022
Notes/Loan from Direct Borrowings and Direct Placements				
Series 2019 Loan - Principal	\$ 4,040,000	\$ -	\$ 80,000	\$ 3,960,000
Developer Advances	128,357	-	-	128,357
Developer Advances - Accrued Interest	16,630	10,269	-	26,899
Total Long Term Obligations	<u>\$ 4,184,987</u>	<u>\$ 10,269</u>	<u>\$ 80,000</u>	<u>\$ 4,115,256</u>

* On July 23, 2021, the District entered into a termination agreement with the Developer. As of the Effective Date of this agreement, the Developer forgives all outstanding principal and interest previously recognized under the Agreement.

**YORK STREET METROPOLITAN DISTRICT
2022 BUDGET
SUMMARY OF SIGNIFICANT ASSUMPTIONS**

Reserves

Emergency Reserves

The District has provided for an Emergency Reserve fund equal to at least 3% of fiscal year spending for 2022, as defined under TABOR.

Debt Service Reserve

Series 2019 Bonds – The District will be required to maintain a debt service reserve and surplus fund in accordance with the 2019 bond issuance.

This information is an integral part of the accompanying forecasted budget.

**YORK STREET METROPOLITAN DISTRICT
SCHEDULE OF DEBT SERVICE
REQUIREMENTS TO MATURITY**

**\$4,100,000
Taxable Loan Refunding and Improvement Issue, Series 2019
Principal Payable December 1
3.00% through 5.50% Interest Rate Payable
June 1 and December 1**

Year Ended December 31,	Principal	Interest	Total
2022	\$ 80,000	\$ 122,883	\$ 202,883
2023	80,000	120,450	200,450
2024	90,000	118,340	208,340
2025	90,000	115,279	205,279
2026	95,000	112,542	207,542
2027	100,000	109,652	209,652
2028	105,000	106,903	211,903
2029	110,000	103,417	213,417
2030	120,000	100,071	220,071
2031	120,000	96,421	216,421
2032	125,000	93,025	218,025
2033	135,000	88,968	223,968
2034	180,000	84,862	264,862
2035	120,000	143,550	263,550
2036	130,000	136,950	266,950
2037	140,000	129,800	269,800
2038	150,000	122,100	272,100
2039	160,000	113,850	273,850
2040	175,000	105,050	280,050
2041	180,000	95,425	275,425
2042	200,000	85,525	285,525
2043	210,000	74,525	284,525
2044	225,000	62,975	287,975
2045	240,000	50,600	290,600
2046	260,000	37,400	297,400
2047	420,000	23,100	443,100
	<u>\$ 4,040,000.00</u>	<u>\$ 2,553,663</u>	<u>\$ 6,593,663</u>

York Street Metropolitan District
Schedule of Cash Position September 30, 2022
Updated as of November 6, 2022

	General Fund	Debt Service Fund	Capital Projects Fund	Total
<u>1st Bank</u>				
Balance as of 09/30/22	\$ 167,795.94	\$ 146,685.32	\$ -	\$ 314,481.26
Subsequent activities:				
<i>Anticipated Transfer to PNC</i>	-	(146,685.32)	-	(146,685.32)
<i>Anticipated Balance</i>	<i>167,795.94</i>	<i>-</i>	<i>-</i>	<i>167,795.94</i>
<u>PNC - Revenue Fund</u>				
Balance as of 09/30/22	\$ -	\$ 173,093.46	\$ -	\$ 173,093.46
Subsequent activities:				
<i>Anticipated Transfer from 1st Bank</i>	-	146,685.32	-	146,685.32
<i>Anticipated Balance</i>	<i>-</i>	<i>319,778.78</i>	<i>-</i>	<i>319,778.78</i>
<u>PNC - Reserve Fund</u>				
Balance as of 09/30/22	\$ -	\$ 149,233.56	\$ -	\$ 149,233.56
<i>Anticipated Balance</i>	<i>-</i>	<i>149,233.56</i>	<i>-</i>	<i>149,233.56</i>
<i>Total Anticipated Balances</i>	<i>\$ 167,795.94</i>	<i>\$ 469,012.34</i>	<i>\$ -</i>	<i>\$ 636,808.28</i>

No assurance is provided on these financial statements. Substantially all required disclosures, the government-wide financial statements, and the statement of revenues, expenditures and changes in fund balances – governmental funds have been omitted.

YORK STREET METRO DISTRICT
PROPERTY TAXES RECONCILIATION
2022


	Current Year						Prior Year				
	PROPERTY TAXES	DELINQUENT TAXES, REBATES ABATEMENTS	SPECIFIC OWNERSHIP TAX	INTEREST	TREASURER FEES	AMOUNT RECEIVED	% of Total Property Taxes Received		Total Cash Received	% of Total Property Taxes Received	
							MONTHLY	Y-T-D		MONTHLY	Y-T-D
January	-	-	1,693.92	-	-	1,693.92	0.00%	0.00%	4,028.69	0.72%	0.72%
February	21,726.26	-	1,630.74	-	(325.89)	23,031.11	6.15%	6.15%	154,002.43	46.14%	46.14%
March	154,571.07	-	1,626.60	-	(2,318.56)	153,879.11	43.72%	49.87%	9,616.74	2.35%	49.21%
April	9,521.33	-	18.36	-	(142.82)	9,396.87	2.69%	52.56%	19,843.86	5.34%	54.55%
May	18,006.43	-	1,527.00	23.37	(270.45)	19,286.35	5.09%	57.65%	16,977.90	4.54%	59.09%
June	149,696.72	19,286.35	1,567.27	12.77	(2,245.64)	168,317.47	42.34%	99.99%	129,436.42	38.80%	97.89%
July	-	-	3,726.29	-	-	3,726.29	0.00%	99.99%	1,799.11	0.00%	97.89%
August	-	-	1,698.43	-	-	1,698.43	0.00%	99.99%	8,954.34	1.99%	99.88%
September	-	-	5,692.91	-	-	5,692.91	0.00%	99.99%	2,372.54	0.00%	99.88%
October	-	-	-	-	-	-	0.00%	99.99%	1,977.84	0.01%	99.89%
November	-	-	-	-	-	-	0.00%	99.99%	1,994.50	0.00%	99.89%
December	-	-	-	-	-	-	0.00%	99.99%	1,777.29	0.00%	99.89%
	353,521.81	19,286.35	19,181.52	36.14	(5,303.36)	386,722.46	99.99%	99.99%	352,781.66	100.00%	100.00%

	Assessed Value	Mills Levied	Taxes Levied	% of Levied	Taxes Collected	% Collected to Amount Levied
<u>Property Tax</u>						
General Fund	\$4,602,480	21.15	\$ 97,352.00	27.54%	\$ 102,656.59	105.45%
Debt Service Fund	\$4,602,480	55.66	256,192.00	72.46%	270,151.57	105.45%
			<u>\$ 353,544.00</u>	<u>100.00%</u>	<u>\$ 372,808.16</u>	<u>105.45%</u>
<u>Specific Ownership Tax</u>						
General Fund			\$ 6,815.00	27.54%	\$ 5,282.13	77.51%
Debt Service Fund			17,933.00	72.46%	13,899.39	77.51%
			<u>\$ 24,748.00</u>	<u>100.00%</u>	<u>\$ 19,181.52</u>	<u>77.51%</u>
<u>Treasurer's Fees</u>						
General Fund			\$ 1,460.00	27.53%	\$ 1,460.10	100.01%
Debt Service Fund			3,843.00	72.47%	3,843.26	100.01%
			<u>\$ 5,303.00</u>	<u>100.00%</u>	<u>\$ 5,303.36</u>	<u>100.01%</u>

No assurance is provided on these financial statements. Substantially all required disclosures, the government-wide financial statements, and the statement of revenues, expenditures and changes in fund balances – governmental funds have been omitted.



1221 W. Mineral Avenue, Suite 202
Littleton, CO 80120

 303-734-4800

 303-795-3356

 www.HaynieCPAs.com

October 27, 2022

Board of Directors
York Street Metropolitan District
φ CliftonLarsonAllen LLP
8390 E. Crescent Parkway, Suite 300
Greenwood Village, CO 80111

To the Members of the Board:

We are pleased to confirm our understanding of the services we are to provide for York Street Metropolitan District (District) for the year ended December 31, 2022. We understand the District employs CliftonLarsonAllen, LLP as its manager (“Manager”), which firm may be referenced herein as “Management”.

Audit Scope and Objectives

We will audit the financial statements of the governmental activities each major fund, and the disclosures, which collectively comprise the basic financial statements of York Street Metropolitan District as of and for the year ended December 31, 2022.

Management has elected to omit the Management’s Discussion and Analysis (MD&A) that accounting principles 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.

We have also been engaged to report on supplementary information other than RSI that accompanies York Street Metropolitan District’s financial statements. We will subject the following supplementary information to the auditing procedures applied in our audit of the financial statements and certain additional procedures, including comparing and reconciling such information directly to the underlying accounting and other records used to prepare the financial statements or to the financial statements themselves, and other additional procedures in accordance with auditing standards generally accepted in the United States of America (GAAS) and will provide an opinion on it in relation to the financial statements as a whole:

- 1) Debt Service Fund–Schedule of Revenues, Expenditures and Changes in Fund Balances–Budget and Actual

In connection with our audit of the basic financial statements, we will read the following 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.

- 1) Schedule of Debt Service Requirements to Maturity
- 2) Schedule of Assessed Valuation, Mill Levy, and Property Taxes Collected

The objectives of our audit are to obtain reasonable assurance as to whether the financial statements as a whole are free from material misstatement, whether due to fraud or error; issue an auditor's report that includes our opinion about whether your financial statements are fairly presented, in all material respects, in conformity with GAAP and report on the fairness of the supplementary information referred to in the second paragraph when considered in relation to the financial statements as a whole. Reasonable assurance is a high level of assurance but is not absolute assurance and therefore is not a guarantee that an audit conducted in accordance with GAAS will always detect a material misstatement when it exists. Misstatements, including omissions, can arise from fraud or error and are considered material if there is a substantial likelihood that, individually or in the aggregate, they would influence the judgment of a reasonable user made based on the financial statements.

Auditor's Responsibilities for the Audit of the Financial Statements

We will conduct our audit in accordance with GAAS and will include tests of your accounting records and other procedures we consider necessary to enable us to express such opinions. As part of an audit in accordance with GAAS, we exercise professional judgment and maintain professional skepticism throughout the audit.

We will evaluate the appropriateness of accounting policies used and the reasonableness of significant accounting estimates made by management. We will also evaluate the overall presentation of the financial statements, including the disclosures, and determine whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation. We will plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement, whether from (1) errors, (2) fraudulent financial reporting, (3) misappropriation of assets, or (4) violations of laws or governmental regulations that are attributable to the government or to acts by management or employees acting on behalf of the government.

Because of the inherent limitations of an audit, combined with the inherent limitations of internal control, and because we will not perform a detailed examination of all transactions, there is an unavoidable risk that some material misstatements may not be detected by us, even though the audit is properly planned and performed in accordance with GAAS. In addition, an audit is not designed to detect immaterial misstatements or violations of laws or governmental regulations that do not have a direct and material effect on the financial statements. However, we will inform the appropriate level of management of any material errors, fraudulent financial reporting, or misappropriation of assets that comes to our attention. We will also inform the appropriate level of management of any violations of laws or governmental regulations that come to our attention, unless clearly inconsequential. Our responsibility as auditors is limited to the period covered by our audit and does not extend to any later periods for which we are not engaged as auditors.

We will also conclude, based on the audit evidence obtained, whether there are conditions or events, considered in the aggregate, that raise substantial doubt about the government's ability to continue as a going concern for a reasonable period of time.

Our procedures will include tests of documentary evidence supporting the transactions recorded in the accounts, tests of the physical existence of inventories, and direct confirmation of receivables and certain assets and liabilities by correspondence with selected customers, creditors, and financial institutions. We will also request written representations from your attorneys as part of the engagement.

Our audit of the financial statements does not relieve you of your responsibilities.

Audit Procedures—Internal Control

We will obtain an understanding of the government and its environment, including internal control relevant to the audit, sufficient to identify and assess the risks of material misstatement of the financial statements, whether due to error or fraud, and to design and perform audit procedures responsive to those risks and obtain evidence that is sufficient and appropriate to provide a basis for our opinions. 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, misrepresentation, or the override of internal control. An audit is not designed to provide assurance on internal control or to identify deficiencies in internal control. Accordingly, we will express no such opinion. However, during the audit, we will communicate to management and those charged with governance internal control related matters that are required to be communicated under AICPA professional standards.

We have identified the following significant risks of material misstatement as part of our audit planning:

- Improper revenue recognition due to fraud
- Management override of controls

Audit Procedures—Compliance

As part of obtaining reasonable assurance about whether the financial statements are free of material misstatement, we will perform tests of York Street Metropolitan District's compliance with the provisions of applicable laws, regulations, contracts, and agreements. However, the objective of our audit will not be to provide an opinion on overall compliance, and we will not express such an opinion.

Responsibilities of Management for the Financial Statements

Our audit will be conducted on the basis that you acknowledge and understand your responsibility for designing, implementing, and maintaining internal controls relevant to the preparation and fair presentation of financial statements that are free from material misstatement, whether due to fraud or error, including monitoring ongoing activities; for the selection and application of accounting principles; and for the preparation and fair presentation of the financial statements in conformity with accounting principles generally accepted in the United States of America with the oversight of those charged with governance.

Management is responsible for making drafts of financial statements, all financial records, and related information available to us and for the accuracy and completeness of that information (including information from outside of the general and subsidiary ledgers). You are also responsible for providing us with (1) access to all information of which you are aware that is relevant to the preparation and fair presentation of the financial statements, such as records, documentation, identification of all related parties and all related-party relationships and transactions, and other matters; (2) additional information that we may request for the purpose of the audit; and (3) unrestricted access to persons within the

government from whom we determine it necessary to obtain audit evidence. At the conclusion of our audit, we will require certain written representations from you about the financial statements and related matters.

Your responsibilities include adjusting the financial statements to correct material misstatements and confirming to us in the management representation letter that the effects of any uncorrected misstatements aggregated by us during the current engagement and pertaining to the latest period presented are immaterial, both individually and in the aggregate, to the financial statements of each opinion unit taken as a whole.

You are responsible for the design and implementation of programs and controls to prevent and detect fraud, and for informing us about all known or suspected fraud affecting the government involving (1) management, (2) employees who have significant roles in internal control, and (3) others where the fraud could have a material effect on the financial statements. Your responsibilities include informing us of your knowledge of any allegations of fraud or suspected fraud affecting the government received in communications from employees, former employees, grantors, regulators, or others. In addition, you are responsible for identifying and ensuring that the government complies with applicable laws and regulations.

You are responsible for the preparation of the supplementary information in conformity with accounting principles generally accepted in the United States of America. You agree to include our report on the supplementary information in any document that contains, and indicates that we have reported on, the supplementary information. You also agree to include the audited financial statements with any presentation of the supplementary information that includes our report thereon. Your responsibilities include acknowledging to us in the representation letter that (1) you are responsible for presentation of the supplementary information in accordance with GAAP; (2) you believe the supplementary information, including its form and content, is fairly presented in accordance with GAAP; (3) the methods of measurement or presentation have not changed from those used in the prior period (or, if they have changed, the reasons for such changes); and (4) you have disclosed to us any significant assumptions or interpretations underlying the measurement or presentation of the supplementary information.

Engagement Administration, Fees, and Other

We understand that your employees will prepare all cash or other confirmations we request and will locate any documents selected by us for testing.

We estimate that our fees for these services will be \$6,500. The fee estimate is based on anticipated cooperation from your personnel and the assumption that unexpected circumstances will not be encountered during the audit. If significant additional time is necessary, we will discuss it with you and arrive at a new fee estimate before we incur the additional costs. Our invoices for these fees will be rendered each month as work progresses and are payable upon presentation. In accordance with our firm policies, work may be suspended if your account becomes 60 days or more overdue and will not be resumed until your account is paid in full. Accounts in excess of 30 days will accrue finance charges at 1.5% per month. If we elect to terminate our services for nonpayment, our engagement will be deemed to have been completed upon written notification of termination, even if we have not completed our report.

You will be obligated to compensate us for all time expended and to reimburse us for all out-of-pocket expenditures through the date of termination.

Ty Holman is the engagement partner and is responsible for supervising the engagement and signing the report. We expect to begin our audit on a mutually agreed upon date and to issue our report no later than July 31, 2023.

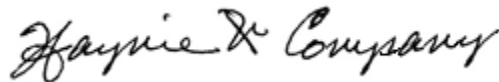
Reporting

We will issue a written report upon completion of our audit of York Street Metropolitan District’s financial statements. Our report will be addressed to the Board of Directors of York Street Metropolitan District. Circumstances may arise in which our report may differ from its expected form and content based on the results of our audit. Depending on the nature of these circumstances, it may be necessary for us to modify our opinions or add an emphasis-of-matter or other-matter paragraph to our auditor’s report, or if necessary, withdraw from this engagement. If our opinions are other than unmodified, we will discuss the reasons with you in advance. If, for any reason, we are unable to complete the audit or are unable to form or have not formed opinions, we may decline to express opinions or withdraw from this engagement.

If this letter correctly expresses your understanding, please sign the enclosed copy where indicated and return it to us.

We appreciate the opportunity to serve you.

Sincerely,



Accepted and agreed to:
York Street Metropolitan District

Officer signature

Title

Date

Attest:

By

Title

CERTIFICATION OF VALUATION BY ADAMS COUNTY ASSESSOR

Name of Jurisdiction: **420 - YORK STREET METRO**

IN ADAMS COUNTY ON 8/25/2022

New Entity: No

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 2022 IN ADAMS COUNTY, COLORADO

1. PREVIOUS YEAR'S NET TOTAL TAXABLE ASSESSED VALUATION:	\$4,602,480
2. CURRENT YEAR'S GROSS TOTAL TAXABLE ASSESSED VALUATION: *	\$4,483,230
3. LESS TIF DISTRICT INCREMENT, IF ANY:	\$0
4. CURRENT YEAR'S NET TOTAL TAXABLE ASSESSED VALUATION:	\$4,483,230
5. NEW CONSTRUCTION: **	\$0
6. INCREASED PRODUCTION OF PRODUCING MINES: #	\$0
7. ANNEXATIONS/INCLUSIONS:	\$0
8. PREVIOUSLY EXEMPT FEDERAL PROPERTY: #	\$0
9. NEW PRIMARY OIL OR GAS PRODUCTION FROM ANY PRODUCING OIL AND GAS LEASEHOLD OR LAND (29-1-301(1)(b) C.R.S.): ##	\$0
10. TAXES COLLECTED LAST YEAR ON OMITTED PROPERTY AS OF AUG. 1 (29-1-301(1))(a) C.R.S.):	\$0.00
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.):	\$0.00

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

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

Jurisdiction must submit respective certifications (Forms DLG 52 AND 52A) to the Division of Local Government in order for the values to be treated as growth in the limit calculation.

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

USE FOR 'LABOR' LOCAL GROWTH CALCULATIONS ONLY

IN ACCORDANCE WITH THE PROVISION OF ARTICLE X, SECTION 20, COLO CONST, AND 39-5-121(2)(b), C.R.S. THE ASSESSOR CERTIFIES THE TOTAL ACTUAL VALUATION FOR THE TAXABLE YEAR 2022 IN ADAMS COUNTY, COLORADO ON AUGUST 25, 2022

1. CURRENT YEAR'S TOTAL ACTUAL VALUE OF ALL REAL PROPERTY: @	\$63,640,144
ADDITIONS TO TAXABLE REAL PROPERTY:	
2. CONSTRUCTION OF TAXABLE REAL PROPERTY IMPROVEMENTS: !	\$0
3. ANNEXATIONS/INCLUSIONS:	\$0
4. INCREASED MINING PRODUCTION: %	\$0
5. PREVIOUSLY EXEMPT PROPERTY:	\$0
6. OIL OR GAS PRODUCTION FROM A NEW WELL:	\$0
7. TAXABLE REAL PROPERTY OMITTED FROM THE PREVIOUS YEAR'S TAX WARRANT:	\$0
(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.)	
DELETIONS FROM TAXABLE REAL PROPERTY:	
8. DESTRUCTION OF TAXABLE REAL PROPERTY IMPROVEMENTS:	\$0
9. DISCONNECTIONS/EXCLUSION:	\$0
10. PREVIOUSLY TAXABLE PROPERTY:	\$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.

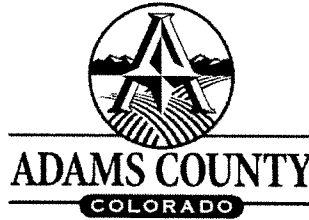
% Includes production from new mines and increases in production of existing producing mines.

IN ACCORDANCE WITH 39-5-128(1), C.R.S. AND NO LATER THAN AUGUST 25, THE ASSESSOR CERTIFIES TO SCHOOL DISTRICTS: 1. TOTAL ACTUAL VALUE OF ALL TAXABLE PROPERTY:----->	\$0
--	-----

NOTE: All levies must be Certified to the Board of County Commissioners NO LATER THAN DECEMBER 15, 2022

IN ACCORDANCE WITH 39-5-128(1.5) C.R.S. THE ASSESSOR PROVIDES: HB21-1312 ASSESSED VALUE OF EXEMPT BUSINESS PERSONAL PROPERTY (ESTIMATED): **	
** The tax revenue lost due to this exempted value will be reimbursed to the tax entity by the County Treasurer in accordance with 39-3-119 f(3). C.R.S.	

Ken Musso
ASSESSOR



Assessor's Office
4430 South Adams County Parkway
2nd Floor, Suite C2100
Brighton, CO 80601-8201
PHONE 720.523.6038
FAX 720.523.6037
www.adcogov.org

AUG 29 2022

August 25, 2022

YORK STREET METRO
SPECIAL DISTRICT MANAGEMENT SERVICES INC
Attn: JUDY LEYSHON
141 UNION BLVD STE 150
LAKEWOOD CO 80228-1898

To JUDY LEYSHON:

Enclosed is the 2022 preliminary valuation. This valuation along with all other statutory requirements is on the enclosed form. A final certification of value will be sent out on or before December 10, 2022.

This value is subject to change by the County Board of Equalization, Board of Assessment Appeals and the State Board of Equalization as provided by law.

Sincerely,

A handwritten signature in black ink, appearing to be 'KM' followed by a long horizontal flourish.

Ken Musso
Adams County Assessor
KM/rmb

YORK STREET METROPOLITAN DISTRICT

ANNUAL BUDGET

FOR THE YEAR ENDING DECEMBER 31, 2023

**YORK STREET METROPOLITAN DISTRICT
SUMMARY
2023 BUDGET
WITH 2021 ACTUAL AND 2022 ESTIMATED
For the Years Ended and Ending December 31,**

10/13/22

	ACTUAL 2021	BUDGET 2022	ACTUAL 6/30/2022	ESTIMATED 2022	BUDGET 2023
BEGINNING FUND BALANCES	\$ 239,499	\$ 346,868	\$ 352,038	\$ 352,038	\$ 471,804
REVENUE					
Property taxes	333,683	353,544	372,809	372,809	354,287
Specific ownership tax	23,796	24,748	8,064	16,128	24,800
Interest income	339	390	211	514	707
Total revenue	<u>357,818</u>	<u>378,682</u>	<u>381,084</u>	<u>389,451</u>	<u>379,794</u>
Total funds available	<u>597,317</u>	<u>725,550</u>	<u>733,122</u>	<u>741,489</u>	<u>851,598</u>
EXPENDITURES					
General Fund	40,962	73,000	21,616	57,330	75,000
Debt Service Fund	204,317	220,000	65,166	212,356	220,000
Total expenditures	<u>245,279</u>	<u>293,000</u>	<u>86,782</u>	<u>269,685</u>	<u>295,000</u>
Total expenditures and transfers out requiring appropriation	<u>245,279</u>	<u>293,000</u>	<u>86,782</u>	<u>269,685</u>	<u>295,000</u>
ENDING FUND BALANCES	<u>\$ 352,038</u>	<u>\$ 432,550</u>	<u>\$ 646,340</u>	<u>\$ 471,804</u>	<u>\$ 556,598</u>
EMERGENCY RESERVE	\$ 3,000	\$ 3,200	\$ 3,100	\$ 3,200	\$ 3,200
DEBT SERVICE RESERVE (\$148,700)	148,700	148,700	148,700	148,700	148,700
DEBT SERVICE SURPLUS (\$148,700)	104,552	148,700	148,700	148,700	148,700
TOTAL RESERVE	<u>\$ 256,252</u>	<u>\$ 300,600</u>	<u>\$ 300,500</u>	<u>\$ 300,600</u>	<u>\$ 300,600</u>

No assurance provided. See summary of significant assumptions.

**YORK STREET METROPOLITAN DISTRICT
PROPERTY TAX SUMMARY INFORMATION
2023 BUDGET
WITH 2021 ACTUAL AND 2022 ESTIMATED
For the Years Ended and Ending December 31,**

10/13/22

	ACTUAL 2021	BUDGET 2022	ACTUAL 6/30/2022	ESTIMATED 2022	BUDGET 2023
ASSESSED VALUATION					
Residential - single family	\$ 4,292,000	\$ 4,549,560	\$ 4,549,560	\$ 4,549,560	\$ 4,422,620
State assessed	1,450	1,580	1,580	1,580	1,690
Vacant land	14,550	290	290	290	290
Personal property	40,940	51,050	51,050	51,050	58,630
	<u>4,348,940</u>	<u>4,602,480</u>	<u>4,602,480</u>	<u>4,602,480</u>	<u>4,483,230</u>
Certified Assessed Value	<u>\$ 4,348,940</u>	<u>\$ 4,602,480</u>	<u>\$ 4,602,480</u>	<u>\$ 4,602,480</u>	<u>\$ 4,483,230</u>
MILL LEVY					
General	21.152	21.152	21.152	21.152	21.760
Debt Service	55.664	55.664	55.664	55.664	57.265
Total mill levy	<u>76.816</u>	<u>76.816</u>	<u>76.816</u>	<u>76.816</u>	<u>79.025</u>
PROPERTY TAXES					
General	\$ 91,989	\$ 97,352	\$ 97,352	\$ 97,352	\$ 97,555
Debt Service	242,079	256,192	256,192	256,192	256,732
Levied property taxes	<u>334,068</u>	<u>353,544</u>	<u>353,544</u>	<u>353,544</u>	<u>354,287</u>
Adjustments to actual/rounding	-	-	(21)	(21)	-
Refunds and abatements	(385)	-	19,286	19,287	-
Budgeted property taxes	<u>\$ 333,683</u>	<u>\$ 353,544</u>	<u>\$ 372,809</u>	<u>\$ 372,810</u>	<u>\$ 354,287</u>
BUDGETED PROPERTY TAXES					
General	\$ 91,883	\$ 97,352	\$ 102,657	\$ 102,657	\$ 97,555
Debt Service	241,800	256,192	270,152	270,152	256,732
	<u>\$ 333,683</u>	<u>\$ 353,544</u>	<u>\$ 372,809</u>	<u>\$ 372,809</u>	<u>\$ 354,287</u>

No assurance provided. See summary of significant assumptions.

**YORK STREET METROPOLITAN DISTRICT
GENERAL FUND
2023 BUDGET
WITH 2021 ACTUAL AND 2022 ESTIMATED
For the Years Ended and Ending December 31,**

10/13/22

	ACTUAL 2021	BUDGET 2022	ACTUAL 6/30/2022	ESTIMATED 2022	BUDGET 2023
BEGINNING FUND BALANCE	\$ 41,224	\$ 98,021	\$ 98,786	\$ 98,786	\$ 148,669
REVENUE					
Property taxes	91,883	97,352	102,657	102,657	97,555
Specific ownership tax	6,552	6,815	2,221	4,442	6,829
Interest income	89	114	11	114	356
Total revenue	<u>98,524</u>	<u>104,281</u>	<u>104,889</u>	<u>107,213</u>	<u>104,740</u>
Total funds available	<u>139,748</u>	<u>202,302</u>	<u>203,675</u>	<u>205,999</u>	<u>253,409</u>
EXPENDITURES					
General and administrative					
Accounting	14,715	20,000	8,014	20,000	23,000
Auditing	5,400	5,900	-	5,900	6,300
County Treasurer's fee	1,380	1,460	1,460	1,670	1,463
Dues and licenses	-	580	459	459	580
Insurance and bonds	3,551	3,500	2,975	2,975	3,500
District management	9,061	15,000	4,852	15,000	17,500
Legal services	6,809	10,000	2,530	10,000	10,000
Election expense	-	10,000	1,326	1,326	10,000
Contingency	46	6,560	-	-	2,657
Total expenditures	<u>40,962</u>	<u>73,000</u>	<u>21,616</u>	<u>57,330</u>	<u>75,000</u>
Total expenditures and transfers out requiring appropriation	<u>40,962</u>	<u>73,000</u>	<u>21,616</u>	<u>57,330</u>	<u>75,000</u>
ENDING FUND BALANCE	<u>\$ 98,786</u>	<u>\$ 129,302</u>	<u>\$ 182,059</u>	<u>\$ 148,669</u>	<u>\$ 178,409</u>
EMERGENCY RESERVE	<u>\$ 3,000</u>	<u>\$ 3,200</u>	<u>\$ 3,100</u>	<u>\$ 3,200</u>	<u>\$ 3,200</u>
TOTAL RESERVE	<u>\$ 3,000</u>	<u>\$ 3,200</u>	<u>\$ 3,100</u>	<u>\$ 3,200</u>	<u>\$ 3,200</u>

No assurance provided. See summary of significant assumptions.

**YORK STREET METROPOLITAN DISTRICT
DEBT SERVICE FUND
2023 BUDGET
WITH 2021 ACTUAL AND 2022 ESTIMATED
For the Years Ended and Ending December 31,**

10/13/22

	ACTUAL 2021	BUDGET 2022	ACTUAL 6/30/2022	ESTIMATED 2022	BUDGET 2023
BEGINNING FUND BALANCE	\$ 198,275	\$ 248,847	\$ 253,252	\$ 253,252	\$ 323,134
REVENUE					
Property taxes	241,800	256,192	270,152	270,152	256,732
Specific ownership tax	17,244	17,933	5,843	11,686	17,971
Interest income	250	276	200	400	351
Total revenue	<u>259,294</u>	<u>274,401</u>	<u>276,195</u>	<u>282,238</u>	<u>275,054</u>
Total funds available	<u>457,569</u>	<u>523,248</u>	<u>529,447</u>	<u>535,490</u>	<u>598,189</u>
EXPENDITURES					
General and administrative					
County Treasurer's fee	3,630	3,843	3,843	3,923	3,851
Miscellaneous	-	-	50	50	-
Paying agent fees	-	5,500	-	5,500	5,500
Contingency	16	7,774	-	-	10,199
Debt Service					
Loan interest	150,671	122,883	61,273	122,883	120,450
Loan principal	50,000	80,000	-	80,000	80,000
Total expenditures	<u>204,317</u>	<u>220,000</u>	<u>65,166</u>	<u>212,356</u>	<u>220,000</u>
Total expenditures and transfers out requiring appropriation	<u>204,317</u>	<u>220,000</u>	<u>65,166</u>	<u>212,356</u>	<u>220,000</u>
ENDING FUND BALANCE	<u>\$ 253,252</u>	<u>\$ 303,248</u>	<u>\$ 464,281</u>	<u>\$ 323,134</u>	<u>\$ 378,189</u>
DEBT SERVICE RESERVE (\$148,700)	\$ 148,700	\$ 148,700	\$ 148,700	\$ 148,700	\$ 148,700
DEBT SERVICE SURPLUS (\$148,700)	104,552	148,700	148,700	148,700	148,700
TOTAL RESERVE	<u>\$ 253,252</u>	<u>\$ 297,400</u>	<u>\$ 297,400</u>	<u>\$ 297,400</u>	<u>\$ 297,400</u>

No assurance provided. See summary of significant assumptions.

**YORK STREET METROPOLITAN DISTRICT
2023 BUDGET
SUMMARY OF SIGNIFICANT ASSUMPTIONS**

Services Provided

The District, a quasi-municipal corporation and a political subdivision of the State of Colorado, was organized by order and decree of the District Court for the City of Thornton on December 2, 2015 and is governed pursuant to provisions of the Colorado Special District Act (Title 32, Article 1, Colorado Revised Statutes). The District operates under a Service Plan approved by the City on August 11, 2015. The District's service area is located in Adams County.

The District was established to provide financing for the design, acquisition, installation, construction and completion of public improvements and services, including water, sanitation, street, safety protection, park and recreation, transportation, television relay and translation and mosquito control improvements and services.

On November 3, 2015, the District's voters authorized total indebtedness of \$51,840,000 for the above listed facilities. The District's voters also authorized total indebtedness of \$5,760,000 each for debt refunding and debt related to intergovernmental agreements or other contracts with other public entities. The election also approved an annual increase in property taxes of \$1,000,000 without limitation of rate, to pay the District's operation and maintenance costs.

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

The District prepares its budget on the modified accrual basis of accounting in accordance with the requirements of Colorado Revised Statutes C.R.S. 29-1-105 using its best estimates as of the date of the budget hearing. These estimates are based on expected conditions and its expected course of actions. The assumptions disclosed herein are those that the District believes are significant to the budget. There will usually be differences between the budget and actual results, because events and circumstances frequently do not occur as expected, and those differences may be material. .

Revenues

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.

The calculation of the taxes levied is displayed on the Property Tax Summary page of the budget using the adopted mill levy imposed by the District.

**YORK STREET METROPOLITAN DISTRICT
2023 BUDGET
SUMMARY OF SIGNIFICANT ASSUMPTIONS**

Revenues - (continued)

Property Taxes (continued)

Senate Bill 21-293 among other things, designates multi-family residential real property (defined generally, as property that is a multi-structure of four or more units) as a new subclass of residential real property. For tax collection year 2023, the assessment rate for single family residential property decreases to 6.95% from 7.15%. The rate for multifamily residential property, the newly created subclass, decreases to 6.80% from 7.15%. Agricultural and renewable energy production property decreases to 26.4% from 29.0%. Producing oil and gas remains at 87.5%. All other nonresidential property stays at 29%.

Specific Ownership Taxes

Specific ownership taxes are set by the State and collected by the County Treasurer, primarily on vehicle licensing within the County as a whole. The specific ownership taxes are allocated by the County Treasurer to all taxing entities within the County. The budget assumes that the District's share will be equal to approximately 7% of the property taxes collected.

Investment Income

Interest earned on the District's available funds has been estimated based on an average interest rate of approximately 2.0%.

Expenditures

Administrative Expenses

Administrative expenditures include the services necessary to maintain the District's administrative viability such as legal, accounting, managerial, insurance, banking, meeting expense, and other administrative expenses.

County Treasurer's fees

County Treasurer's fees have been computed at 1.5% of property tax collections.

Debt Service

Principal and interest payments are provided based on the anticipated debt amortization schedule from the Series 2019A Bonds (discussed under Debt and Leases).

**YORK STREET METROPOLITAN DISTRICT
2023 BUDGET
SUMMARY OF SIGNIFICANT ASSUMPTIONS**

Debt and Leases

Tax-Exempt Loan, Series 2019A Bonds

On November 20, 2019, the District issued the 2019A Bonds in the principal amount of \$4,100,000 during December of 2019. The 2019A Bonds were issued as tax-exempt bonds with an interest rate of 3.00% per annum. Interest is payable semi-annually on June 1 and December 1, commencing on June 1, 2020. Mandatory principal payments are due on December 1, commencing on December 1, 2020, with final payment due on December 1, 2034.

The 2019A Bonds were secured by (1) the Required Mill Levy, (2) that portion of the Specific Ownership Tax allocable to the Required Mill Levy, and (3) any other legally available moneys with the District determines in its sole discretion to apply as pledged revenue. Proceeds from the 2019A Bonds, together with existing funds of the District held in connection with the Series 2017 Bonds were used to (i) refund the District's outstanding General Obligation Limited Tax (Convertible to Unlimited Tax)

Bonds, Series 2017 A and Subordinate General Obligation Limited Tax Bonds, Series 2017B, (ii) reimburse amounts due and owing to the developer, (iii) fund a debt service reserve fund for the Loan, as provided herein, and (iii) pay the costs related to the issuance of the Loan.

Developer Advances

The District entered into an Advance and Reimbursement Agreement for Operation and Maintenance (Agreement) with the Developer. The District agrees to repay the Developer along with accrued interest, at a rate of 7% beginning on the date the advance were made to the date of repayment. The Agreement does not constitute a multiple-fiscal year obligation.

The following is an analysis of changes in long-term obligations:

	Balance - December 31, 2021	Additions	Deletions	Balance - December 31, 2022
Notes/Loan from Direct Borrowings and Direct Placements				
Series 2019 Loan -				
Principal	\$ 4,040,000	\$ -	\$ 80,000	\$ 3,960,000
Developer Advances	128,357	-	-	128,357
Accrued Interest	25,614	9,110	-	34,724
Total Long Term Obligations	\$ 4,193,971	\$ 9,110	\$ 80,000	\$ 4,123,081
	Balance - December 31, 2022	Additions	Deletions	Balance - December 31, 2023
Notes/Loan from Direct Borrowings and Direct Placements				
Series 2019 Loan -				
Principal	\$ 3,960,000	\$ -	\$ 80,000	\$ 3,880,000
Developer Advances	128,357	-	-	128,357
Accrued Interest	34,724	9,110	-	43,834
Total Long Term Obligations	\$ 4,123,081	\$ 9,110	\$ 80,000	\$ 4,052,191

**YORK STREET METROPOLITAN DISTRICT
2023 BUDGET
SUMMARY OF SIGNIFICANT ASSUMPTIONS**

Debt and Leases – (continued)

The District has no operating and capital leases.

Reserves

Emergency Reserves

The District has provided for an Emergency Reserve fund equal to at least 3% of fiscal year spending for 2022, as defined under TABOR.

Debt Service Reserve

Series 2019 Bonds – The District will be required to maintain a debt service reserve and surplus fund in accordance with the 2019 bond issuance.

This information is an integral part of the accompanying forecasted budget.

**YORK STREET METROPOLITAN DISTRICT
SCHEDULE OF DEBT SERVICE
REQUIREMENTS TO MATURITY**

\$4,100,000

**Taxable Loan Refunding and Improvement Issue, Series 2019
Principal Payable December 1
3.00% through 5.50% Interest Rate Payable
June 1 and December 1**

<u>Year Ended</u> <u>December 31,</u>	<u>Principal</u>	<u>Interest</u>	<u>Total</u>
2023	\$ 80,000	\$ 120,450	\$ 200,450
2024	90,000	118,340	208,340
2025	90,000	115,279	205,279
2026	95,000	112,542	207,542
2027	100,000	109,652	209,652
2028	105,000	106,903	211,903
2029	110,000	103,417	213,417
2030	120,000	100,071	220,071
2031	120,000	96,421	216,421
2032	125,000	93,025	218,025
2033	135,000	88,968	223,968
2034	180,000	84,862	264,862
2035	120,000	143,550	263,550
2036	130,000	136,950	266,950
2037	140,000	129,800	269,800
2038	150,000	122,100	272,100
2039	160,000	113,850	273,850
2040	175,000	105,050	280,050
2041	180,000	95,425	275,425
2042	200,000	85,525	285,525
2043	210,000	74,525	284,525
2044	225,000	62,975	287,975
2045	240,000	50,600	290,600
2046	260,000	37,400	297,400
2047	420,000	23,100	443,100
	<u>\$ 3,960,000</u>	<u>\$ 2,430,780</u>	<u>\$ 6,390,780</u>

No assurance provided. See summary of significant assumptions.

BUDGET RESOLUTION

(2023)

CERTIFIED COPY OF RESOLUTION

STATE OF COLORADO)
) ss.
COUNTY OF ADAMS)

At the special meeting of the Board of Directors of York Street Metropolitan District, City of Thornton, County of Adams, Colorado, held at 10:00 AM on Friday, November 11, 2022. The meeting was held via Zoom video call. The Board Members present were:

Blake Carlson
Brian P. Jumps
Ryan Carlson
Stephanie M. Reed
Richard Green

Also present was Diane Miller of Miller & Associates Law Offices, LLC (“District Counsel”), Steve Beck of Special District Management Services, Inc. and Carrie Bartow of CliftonLarsonAllen LLP.

District Counsel reported that, prior to the meeting, legal counsel had notified each of the directors of the date, time and place of this meeting and the purpose for which it was called. District Counsel further reported that this is a special meeting of the Board of Directors of the District and that a notice of the meeting was posted in at three (3) places within the boundaries of the District and at the Adams County Clerk and Recorder’s Office, and to the best of their knowledge, remains posted to the date of this meeting.

Thereupon, Director _____ introduced and moved the adoption of the following Resolution:

RESOLUTION

A RESOLUTION SUMMARIZING EXPENDITURES AND REVENUES FOR EACH FUND, ADOPTING A BUDGET, LEVYING GENERAL PROPERTY TAXES FOR THE YEAR TO HELP DEFRAID THE COSTS OF THE GOVERNMENT, AND APPROPRIATING SUMS OF MONEY TO THE VARIOUS FUNDS IN THE AMOUNTS AND FOR THE PURPOSES SET FORTH HEREIN FOR THE YORK STREET METROPOLITAN DISTRICT, CITY OF THORNTON, ADAMS COUNTY, COLORADO, FOR THE CALENDAR YEAR BEGINNING ON THE FIRST DAY OF JANUARY, 2023 AND ENDING ON THE LAST DAY OF DECEMBER, 2023.

WHEREAS, the Board of Directors (the “Board”) of the York Street Metropolitan District (the “District”) has authorized its consultants, treasurer and legal counsel to prepare and submit a proposed budget to said governing body no later than October 15, 2022; and

WHEREAS, the proposed 2023 budget has been submitted to the Board for its consideration; and

WHEREAS, upon due and proper notice, posted in accordance with Colorado law and published on November 3, 2022 in the Northglenn-Thornton Sentinel, said proposed budget was open for inspection by the public at a designated place, a public hearing was held at 10:00 AM on Friday, November 11, 2022, and interested electors were given the opportunity to file or register any objections to said proposed budget; and

WHEREAS, the budget being adopted by the Board has been prepared based on the best information available to the Board regarding the effects of Article X, Section 20 of the Colorado Constitution; and

WHEREAS, whatever increases may have been made in the expenditures, like increases were added to the revenues so that the budget remains in balance, as required by law.

NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF DIRECTORS OF THE YORK STREET METROPOLITAN DISTRICT, ADAMS COUNTY, COLORADO, AS FOLLOWS:

Section 1. Summary of 2023 Revenues and 2023 Expenditures. That the estimated revenues and expenditures for each fund for fiscal year 2023, as more specifically set forth in the budget attached hereto, are accepted and approved.

Section 2. Adoption of Budget. That the budget as submitted, or as amended, and attached hereto and incorporated herein is approved and adopted as the budget of the District for fiscal year 2023.

Section 3. 2023 Levy of General Property Taxes. That the foregoing budget indicates that the amount of money from property tax revenue necessary to balance the budget for the General Fund for operating expenses is \$_____, and that the 2022 valuation for assessment, as certified by the Adams County Assessor, is \$_____. That for the purposes of meeting all general operating expenses of the District during the 2023 budget year, there is hereby levied a tax of _____ mills upon each dollar of the total valuation of assessment of all taxable property within the District during the year 2022.

Section 4. 2022 Levy of Debt Retirement Expenses. That the foregoing budget indicates that the amount of money from property tax revenue necessary to balance the budget for the Debt Service Fund for debt retirement expense is \$_____ and that the 2022 valuation for assessment, as certified by the Adams County Assessor, is \$_____. That for the purposes of meeting all debt retirement expenses of the District during the 2023 budget year, there is hereby levied a tax of _____ mills upon each dollar of the total valuation of assessment of all taxable property within the District during the year 2022.

Section 5. Certification to Board of County Commissioners. That the attorney, accountant or manager for the District is hereby authorized and directed to certify to the Adams County Board of County Commissioners, no later than December 15, 2022, the mill levies for the District hereinabove determined and set. That said certification shall be substantially in the same form as attached hereto and incorporated herein by this reference.

Section 6. Appropriations. That the amounts set forth as expenditures and balances remaining, as specifically allocated in the budget attached hereto, are hereby appropriated from the revenue of each fund, to each fund, for the purposes stated and no other.

Section 7. Budget Certification. That the budget shall be certified by the Secretary/Treasurer of the District, and made a part of the public records of the District.

The foregoing Resolution was seconded by Director _____.

RESOLUTION APPROVED AND ADOPTED ON NOVEMBER 11, 2022.

YORK STREET METROPOLITAN DISTRICT

By: _____
Richard Green, President

ATTEST:

Steve Beck, Secretary

STATE OF COLORADO
COUNTY OF ADAMS
YORK STREET METROPOLITAN DISTRICT

I, Steve Beck, hereby certify that I am a director and the duly elected and qualified Secretary of York Street Metropolitan District (the "District"), and that the foregoing constitutes a true and correct copy of the record of proceedings of the Board of Directors of said District adopted at a meeting of the Board of Directors of the District held at 10:00 AM on Friday, November 11, 2022, as recorded in the official record of the proceedings of the District, insofar as said proceedings relate to the budget hearing for fiscal year 2023; that said proceedings were duly had and taken; that the meeting was duly held; and that the persons were present at the meeting as therein shown.

IN WITNESS WHEREOF, I have hereunto subscribed my name on November 11, 2022.

Steve Beck, Secretary

EXHIBIT A
2023 BUDGET DOCUMENT & BUDGET MESSAGE FOR
YORK STREET METROPOLITAN DISTRICT

**YORK STREET METROPOLITAN DISTRICT 2023
BUDGET**

SUMMARY OF SIGNIFICANT ASSUMPTIONS



CliftonLarsonAllen LLP
8390 East Crescent Pkwy., Suite 300
Greenwood Village, CO 80111
phone 303-779-5710 fax 303-779-0348
CLAconnect.com

November 1, 2022

Board of Directors
YORK STREET METROPOLITAN DISTRICT
8390 E. Crescent Pkwy., Ste. 300
Greenwood Village, CO 80111

Dear Board of Directors:

This master service agreement (“MSA”) documents the terms, objectives, and the nature and limitations of the services CliftonLarsonAllen LLP (“CLA,” “we,” “us,” and “our”) will provide for YORK STREET METROPOLITAN DISTRICT (“you,” “your,” “board of directors” or “the district”). The terms of this MSA will apply to the initial and each subsequent statement of work (“SOW”), unless the MSA is changed in a communication that you and CLA both sign or is terminated as permitted herein.

Scope of professional services

CLA will provide services as described in one or more SOW that will reference this MSA. The SOW will describe the scope of professional services; the nature, limitations, and responsibilities related to the specific services CLA will provide; and the fees for such services.

If modifications or changes are required during CLA’s performance of requested services, or if you request that we perform any additional services, we will provide you with a separate SOW for your signature. Such SOW will advise you of the additional fee and time required for such services to facilitate a clear understanding of the services.

Our services cannot be relied upon to disclose errors, fraud, or noncompliance with laws and regulations. Except as described in the scope of professional services section of this MSA or any applicable SOW, we have no responsibility to identify and communicate deficiencies in your internal control as part of any services.

Board of director responsibilities

The board of directors of the district acknowledge and understand that our role is to provide the services identified in one or more SOWs issued per this MSA and that the board of directors of the district has certain responsibilities that are fundamental to our undertaking to perform the identified services. The district may engage CLA to perform management functions to help the board of directors of the district to meet your responsibilities, but the board of directors of the district acknowledges its role in management of the district.

Responsibilities and limitations related to nonattest services

For all nonattest services we may provide to you, you agree to oversee all management services; evaluate the adequacy and results of the services; ensure that your data and records are complete; and accept responsibility for the results of the services.

Fees and terms

See the applicable SOW for the fees for the services.

Work may be suspended if your account becomes 60 days or more overdue and will not be resumed until your account is paid in full. If we elect to terminate our services for nonpayment, our engagements will be deemed to have been completed even if we have not completed the services. You will be obligated to compensate us for all time expended and to reimburse us for all out-of-pocket expenditures permitted by this MSA through the date of termination.

Payments may be made utilizing checks, Bill.com, your online banking platform, CLA's electronic payment platform, or any other client initiated payment method approved by CLA. CLA's electronic online bill pay platform claconnect.com/billpay accepts credit card and Automated Clearing House (ACH) payments. Instructions for making direct bank to bank wire transfers or ACH payments will be provided upon request.

Other fees

You also agree to compensate us for any time and expenses, including time and expenses of legal counsel, we may incur in responding to discovery requests or participating as a witness or otherwise in any legal, regulatory, or other proceedings that we are asked to respond to on your behalf.

Finance charges and collection expenses

You agree that if any statement is not paid within 30 days from its billing date, the unpaid balance shall accrue interest at the monthly rate of one percent (1.00%), which is an annual percentage rate of 12%. In the event that any collection action is required to collect unpaid balances due us, reasonable attorney fees and expenses shall be recoverable if and as provided by Colorado law.

Limitation of remedies

You agree that in no event shall any CLA party be liable to you for any indirect, special, incidental, consequential, punitive, or exemplary damages, or for loss of profits or loss of goodwill, costs, or attorney fees.

The exclusive remedy available to you shall be the right to pursue claims for actual damages related to CLA's acts or omissions in performance of our duties under the terms of this MSA or any SOW issued under this MSA.

Time limitation

The nature of our services makes it difficult, with the passage of time, to gather and present evidence that fully and fairly establishes the facts underlying any dispute that may arise between you and any CLA party. Any legal or equitable action brought by the district to recover on a dispute shall be commenced within the applicable statute of limitations under Colorado state statutes and case law.

CLA shall be authorized to the following cash access services:

- Using any or a combination of the following methods and approval processes, we will pay your vendors and service providers based upon invoices that you have reviewed and approved:
 - Paper checks – we will prepare the checks for your approval and wet ink signature.
 - Payments using Bill.com – we will only release payments after you have electronically approved and authorized such payments.

- ACH/Wire – we will use this method as needed/as requested, with your approval.

We understand that you will designate one or more members of the board of directors to approve disbursements using the above methods.

- If applicable, access the entity credit card for purposes of purchasing products and services on your behalf up to a certain limit that will be discussed with you and documented separately.
- Obtain administrator access to your bank accounts for purposes of performing the duties documented in our engagement letter identified above.
- Take deposits to the bank that include cash.
- If applicable, have access to cash-in-kind assets, such as coupons.
- If applicable, initiate direct deposits or sign checks as part of the payroll processing function.

Board of Directors' responsibilities relevant to CLA's access to your cash

All members of your board of directors are responsible for the processes below; however, we understand that you will designate one or more board of directors to review and give approvals for disbursements. All approvals must be documented in writing, either electronically or manually, then formally ratified in board meetings and documented in the meeting minutes.

- Approve all invoices and check payments.
- Approve all new vendors and customers added to the accounting system.
- Approve non-recurring wires to external parties.
- Pre-approve for recurring wires, then board of directors will ratify approval.
- Approve all new employees and all employee status changes prior to those employees or changes being added to the payroll system.
- Approve all credit card statements prior to those expenses being processed in the accounting system and subsequently paid.
- Approve (or delegate to the CLA controller if applicable) all customer and vendor credit memos and accounts receivable amounts written off.
- Review and approve (or delegate to the CLA controller if applicable) all bank statements and affiliated monthly reconciliations.

Other provisions

Except as expressly permitted by the "Consent" section of this agreement, CLA shall not disclose any confidential, proprietary, or privileged information of the district or you to any person or party, unless the district or you authorizes us to do so, it is published or released by the district, it becomes publicly known or available other than through disclosure by us, or disclosure is required by law. This confidentiality provision does not prohibit us from

disclosing your information to one or more of our affiliated companies in order to provide services that you have requested from us or from any such affiliated company. Any such affiliated company shall be subject to the same restrictions on the use and disclosure of your information as apply to us.

Pursuant to authority given by law or regulation, we may be requested to make certain workpapers available to a regulator for its regulatory oversight purposes. We will notify you of any such request, if permitted by law. Access to the requested workpapers will be provided to the regulator under the supervision of CLA personnel and at a location designated by our firm. Furthermore, upon request, we may provide copies of selected workpapers to such regulator. The regulator may intend, or decide, to distribute the copies or information contained therein to others, including other governmental agencies.

You acknowledge and agree that this agreement and the pricing structure and billing rates of CLA are sensitive information which you shall not furnish or otherwise disclose to any third party without the prior written consent of CLA or as required by the Colorado Open Records Act, Section 24-72-200.1 *et seq.*, C.R.S. (“CORA”).

Insurance:

CLA shall acquire and maintain in full force and effect, during the entire term of the MSA, the insurance coverages set forth in below in order to protect the district including its board of directors, and CLA from claims that arise out of or result from the operations under this MSA by the CLA or its affiliates or by anyone acting on their behalf or for which they may be liable. Failure to maintain the insurance policies shall be a material breach of this MSA and the district may request certificates of insurance reflecting the coverages outlined below.

- A. Workers’ Compensation Insurance.
- B. Commercial General Liability Insurance.
- C. Commercial Automobile Liability Insurance
- D. General Professional Liability.
- E. Network Security (Cyber) Liability Insurance.
- F. Excess/Umbrella Liability Coverage.

The relationship of CLA with the district shall be solely that of an independent contractor and nothing in this agreement shall be construed to create or imply any relationship of employment, agency, partnership, or any relationship other than an independent contractor.

If applicable, accounting standards and procedures will be suggested that are consistent with those normally utilized in a district of your size and nature. Internal controls may be recommended relating to the safeguarding of the district’s assets. If fraud is initiated by your employees or other service providers, your insurance is responsible for covering any losses.

The district agrees that CLA will assume fiduciary responsibility on the district’s behalf during the course of this agreement only if provided in SOWs issued under this MSA; and the parties, in entering into this MSA, do not intend to create an overarching fiduciary relationship.

CLA may, at times, utilize external web applications to receive and process information from our clients; however, it is not appropriate for you to upload protected health information using such applications. All protected health information contained in a document or file that you plan to transmit to us via a web application must be redacted

by you to the maximum extent possible prior to uploading the document or file. In the event that you are unable to remove or obscure all protected health information, please contact us to discuss other potential options for transmitting the document or file.

Annual Appropriation and Budget

The district does not intend hereby to create a multiple-fiscal year direct or indirect debt or other financial obligation whatsoever. CLA expressly understands and agrees that the district's obligations under this MSA shall extend only to monies appropriated for the purposes of this MSA by the board of directors and shall not constitute a mandatory charge, requirement or liability in any ensuing fiscal year beyond the then-current fiscal year. No provision of this MSA shall be construed or interpreted as a delegation of governmental powers by the district, or as creating a multiple-fiscal year direct or indirect debt or other financial obligation whatsoever of the district or statutory debt limitation, including, without limitation, Article X, Section 20 or Article XI, Section 6 of the Constitution of the State of Colorado. No provision of this MSA shall be construed to pledge or to create a lien on any class or source of district funds. The district's obligations under this MSA exist subject to annual budgeting and appropriations, and shall remain subject to the same for the entire term of this MSA.

Governmental Immunity

Nothing in this MSA shall be construed to waive, limit, or otherwise modify, in whole or in part, any governmental immunity that may be available by law to the district, its respective officials, employees, contractors, or agents, or any other person acting on behalf of the district and, in particular, governmental immunity afforded or available to the district pursuant to the Colorado Governmental Immunity Act, §§ 24-10-101, *et seq.*, C.R.S.

No Third-Party Beneficiaries

It is expressly understood and agreed that enforcement of the terms and conditions of this MSA, and all rights of action relating to such enforcement, shall be strictly reserved to the Parties and nothing contained in this MSA shall give or allow any such claim or right of action by any third party. It is the express intention of the Parties that any person other than Parties receiving services or benefits under this MSA shall be deemed to be an incidental beneficiary only.

Personal Identifying Information

During the performance of this MSA, the district may disclose Personal Identifying Information to CLA. "Personal Identifying Information" means a social security number; a personal identification number; a password; a pass code; an official state or government-issued driver's license or identification card number; a government passport number; biometric data, as defined in § 24-73-103(1)(a), C.R.S.; an employer, student, or military identification number; or a financial transaction device, as defined in § 18-5-701(3), C.R.S. In compliance with § 24-73-102, C.R.S., CLA agrees to implement and maintain reasonable security procedures and practices that are: (i) appropriate to the nature of the Personal Identifying Information disclosed to CLA; and (ii) reasonably designed to help protect the Personal Identifying Information from unauthorized access, use, modification, disclosure, or destruction.

CLA agrees to report within twenty-four (24) hours to the district's board of directors any Data Security Incidents that may result in the unauthorized disclosure of Personal Identifying Information. For the purposes of this MSA "Data Security Incident" is defined to mean any actual or reasonably suspected: (a) unauthorized use of, or unauthorized access to, CLA systems; (b) inability to access business and other proprietary information, data, or the CLA systems due to a malicious use, attack, or exploit of such business and other proprietary information or systems; (c) unauthorized access to, theft of, or loss of business and other proprietary information, or of storage devices that could reasonably contain such information; (d) unauthorized use of business and other proprietary information or data for purposes of actual or reasonably suspected theft, fraud, or identity theft; (e) unauthorized disclosure of business and other proprietary information or data.

Consent to use financial information

Annually, we assemble a variety of benchmarking analyses using data obtained through our client engagements. Some of this benchmarking information is published and released publicly. However, the information that we obtain is confidential, as required by the AICPA Code of Professional Conduct. Your acceptance of this MSA will serve as your consent to use of YORK STREET METROPOLITAN DISTRICT information, excluding Personal Identifying Information, in these cost comparison, performance indicator, and/or benchmarking reports.

Technology

CLA may, at times, use third-party software applications to perform services under this agreement. CLA can provide a copy of the application agreement at your request. You acknowledge the software vendor may have access to your data.

Counterpart Execution

This MSA may be executed in counterparts, each of which shall be deemed an original, and all of which together shall constitute one and the same instrument.

Electronic Signatures

The parties consent to the use of electronic signatures pursuant to the Uniform Electronic Transactions Act, Sections 24-71.3-101, et seq., Colorado Revised Statutes, as may be amended from time to time. The MSA, and any other documents requiring a signature hereunder, may be signed electronically by the parties in a manner acceptable to the district. The parties agree not to deny the legal effect or enforceability of the MSA solely because it is in electronic form or because an electronic record was used in its formation. The parties agree not to object to the admissibility of the MSA in the form of an electronic record, or a paper copy of an electronic document, or a paper copy of a document bearing an electronic signature, on the ground that it is an electronic record or electronic signature or that it is not in its original form or is not an original.

MSA Modification

The MSA may not be amended, altered, or otherwise changed except by a written agreement signed by authorized representatives of the parties.

Termination of MSA

Either party may terminate this MSA at any time by giving 30 days written notice to the other party. In that event, the provisions of this MSA shall continue to apply to all services rendered prior to termination.

Agreement

We appreciate the opportunity to be of service to you and believe this MSA accurately summarizes the significant terms of our relationship. This MSA, along with the applicable SOW(s), constitute the entire agreement regarding

services to be performed and supersedes all prior agreements (whether oral or written), understandings, negotiations, and discussions between you and CLA. If you have any questions, please let us know. If you agree with the terms of our relationship as described in this MSA, please sign, date, and return.

Sincerely,

CliftonLarsonAllen LLP

A handwritten signature in black ink that reads "Seef Le Roux". The signature is written in a cursive style and is underlined with a single horizontal line.

Seef Le Roux, CFE
Principal
Seef.LeRoux@CLAconnect.com

APPROVED:

Signature

Title

Date



CliftonLarsonAllen LLP
8390 East Crescent Pkwy., Suite 300
Greenwood Village, CO 80111
phone 303-779-5710 fax 303-779-0348
CLAconnect.com

Special Districts Preparation SOW

This agreement constitutes a Statement of Work (“SOW”) to the Master Service Agreement (“MSA”) made by and between CliftonLarsonAllen LLP (“CLA,” “we,” “us,” and “our”) and YORK STREET METROPOLITAN DISTRICT (“you” and “your”). The purpose of this SOW is to outline certain services you wish us to perform in connection with that agreement.

Scope of professional services

Seef Le Roux, CFE is responsible for the performance of the preparation engagement and other services identified in this agreement. They may be assisted by one or more of our authorized signers in the performance of the preparation engagement.

Ongoing normal accounting services:

- Outsourced accounting activities
 - For each fund of the district, CLA will generally prepare and maintain the following accounting records:
 - Cash receipts journal
 - Cash disbursements journal
 - General ledger
 - Accounts receivable journals and ledgers
 - Deposits with banks and financial institutions
 - Schedule of disbursements
 - Bank account reconciliations
 - Investment records
 - Detailed development fee records
 - Process accounts payable including the preparation and issuance of checks for approval by the Board of Directors.
 - Prepare billings, record billings, enter cash receipts, and track revenues
 - Reconcile certain accounts regularly and prepare journal entries
 - Prepare depreciation schedules

- Prepare monthly/quarterly/as requested financial statements and supplementary information, but not perform a compilation with respect to those financial statements. Additional information is provided below.
- Prepare a schedule of cash position to manage the district’s cash deposits, funding for disbursements, and investment programs in accordance with policies established by the district’s board of directors.
- Prepare the annual budget and assist with the filing of the annual budget
- Assist the district’s board of directors in monitoring actual expenditures against appropriation/budget.
- Oversee investment of district funds based on investment policies established by the board of directors, but in any case, in accordance with State law.
- Research and make recommendations to the board of directors on financial investments and cash management matters, as requested.
- If an audit is required, prepare the year-end financial statements (additional information is provided below) and related audit schedules for use by the district’s auditors.
- If an audit is not required, prepare the Application for Exemption from Audit, perform a compilation engagement with respect to the Application for Exemption from Audit, and assist with the filing of the Application for Exemption from Audit – additional information is provided below.
- Monitor compliance with bond indentures and trust agreements, including preparation of continuing disclosure reports to the secondary market as required.
- Review claims for reimbursement from related parties prior to the board of directors’ review and approval.
- Read supporting documentation related to the district’s acquisition of infrastructure or other capital assets completed by related parties for overall reasonableness and completeness. Procedures in excess of providing overall reasonableness and completeness will be subject to a separate SOW. These procedures may not satisfy district policies, procedures, and agreements’ requirements. Note: our procedures should not be relied upon as the final authorization for this transaction.
- Attend board meetings as requested.
- Be available during the year to consult with you on any accounting matters related to the district.
- Review and approve monthly reconciliations and journal entries prepared by staff
- Reconcile complex accounts monthly and prepare journal entries
- Analyze financial statements and present to management and the board of directors.
- Develop and track key business metrics as requested and review periodically with the board of directors.

- Document accounting processes and procedures
- Continue process and procedure improvement implementation
- Report and manage cash flows
- Assist with bank communications.
- Perform other non-attest services.

Compilation services

If an audit is not required, we will complete the Application for Exemption from Audit in the form prescribed by the Colorado Office of the State Auditor and perform a compilation engagement with respect to the Application for Exemption from Audit.

Preparation services – financial statements

We will prepare the monthly/quarterly/as requested financial statements of the governmental activities, the business-type activities, the aggregate discretely presented component units, each major fund, and the aggregate remaining fund information if applicable of the district, which comprise the balance sheet – governmental funds and the related statement of revenues, expenditures, and changes in fund balance – general fund. The financial statements will not include the related notes to the financial statements; the government-wide financial statements; the statement of revenues, expenditures, and changes in fund balances – governmental funds; statement of cash flows for business type activities, if applicable; and required supplementary information.

Preparation services – annual

If an audit is required, we will prepare the year-end financial statements of the government wide governmental activities, the business-type activities, the aggregate discretely presented component units, each major fund, and the aggregate remaining fund information if applicable, and Management Discussion and Analysis, if applicable, which collectively comprise the basic financial statements of the district, and the related notes to the financial statements. The year-end financial statements, including the related notes to the financial statements, will be prepared for use by the district’s auditors.

Preparation services – prospective financial information (i.e., unexpired budget information)

You have requested that we prepare the financial forecast, which comprises the forecasted financial statements identified below.

A financial forecast presents, to the best of management’s knowledge and belief, the entity’s expected financial position, results of operations, and cash flows for the forecast period. It is based on management’s assumptions reflecting conditions it expects to exist and the course of action it expects to take during the forecast period.

The financial forecast will omit substantially all of the disclosures required by the guidelines for presentation of a financial forecast established by the American Institute of Certified Public Accountants (AICPA presentation guidelines) other than those related to the significant assumptions.

The supplementary information accompanying the financial forecast will be prepared and presented for purposes of additional analysis and is not a required part of the basic financial forecast.

References to financial statements in the remainder of this SOW are to be taken as a reference to also include the prospective financial information, where applicable.

Engagement objectives and our responsibilities

The objectives of our engagement are to:

- a. Prepare monthly/quarterly/as requested financial statements in accordance with accounting principles generally accepted in the United States of America (U.S. GAAP), except for the departures from U.S. GAAP identified above, based on information provided by you and information generated through our outsourced accounting services.
- b. As requested, apply accounting and financial reporting expertise to assist you in the presentation of your monthly/quarterly/as requested financial statements without undertaking to obtain or provide any assurance that there are no material modifications that should be made to the financial statements in order for them to be in accordance with U.S. GAAP, except for the departures from U.S. GAAP identified above.
- c. Prepare the annual budget in accordance with the requirements prescribed by Colorado Revised Statutes C.R.S. 29-1-105 based on information provided by you.
- d. Apply accounting and financial reporting expertise to assist you in the presentation of the annual budget without undertaking to obtain or provide any assurance that there are no material modifications that should be made to the annual budget in order for the annual budget to be in accordance with requirements prescribed by Colorado Revised Statutes C.R.S. 29-1-105.
- e. If an audit is required, prepare the year-end financial statements in accordance with accounting principles generally accepted in the United States of America (U.S. GAAP) based on information provided by you.
- f. If applicable, we will complete the Application for Exemption from Audit in the form prescribed by the Colorado Office of the State Auditor and perform a compilation engagement on the application.

We will conduct our preparation and compilation engagements in accordance with Statements on Standards for Accounting and Review Services (SSARs) promulgated by the Accounting and Review Services Committee of the American Institute of Certified Public Accountants (AICPA) and comply with the AICPA's Code of Professional Conduct, including the ethical principles of integrity, objectivity, professional competence, and due care.

Engagement procedures and limitations

We are not required to, and will not, verify the accuracy or completeness of the information provided to us for the engagement or otherwise gather evidence for the purpose of expressing an opinion or a conclusion. Accordingly, we will not express an opinion, a conclusion, nor provide any assurance on the financial statements, the annual budget, the Application for Exemption from Audit (if an audit is not required), the year-end financial statements (if an audit is required), and the supplementary information.

Our engagement cannot be relied upon to identify or disclose any misstatements in the monthly/quarterly/as requested financial statements, the annual budget, the Application for Exemption from Audit, and the year-end financial statements, including misstatements caused by fraud or error, or to identify or disclose any

wrongdoing within the district or noncompliance with laws and regulations. However, if any of the foregoing are identified as a result of our engagement, we will promptly report this information to the board of directors of the district. We have no responsibility to identify and communicate deficiencies in your internal control as part of this engagement, but will promptly report them to the board of directors of the district if they are identified. You agree that we shall not be responsible for any misstatements in the district's financial statements, the annual budget, the Application for Exemption from Audit, and the year-end financial statements that we may not identify as a result of misrepresentations made to us by you.

Our report

The compilation report on the Application for Exemption from Audit will state that management is responsible for the accompanying application included in the prescribed form, that we performed a compilation of the application, that we did not audit or review the application, and that, accordingly, we do not express an opinion a conclusion, nor provide any form of assurance on it. The report will also state that the Application for Exemption from Audit is presented in accordance with the requirements of the Colorado Office of the State Auditor and is not intended to be a presentation in accordance with accounting principles generally accepted in the United States of America. The report will include a statement that the report is intended solely for the information and use of the Colorado Office of the State Auditor and is not intended to be and should not be used by anyone other than this specified party and may not be suitable for another purpose.

There may be circumstances in which the report may differ from its expected form and content. If, for any reason, we are unable to complete the compilation on the Application for Exemption from Audit (if an audit is not required), we will not issue report on the Application for Exemption from Audit as a result of this engagement.

No assurance statements

The monthly/quarterly/as requested financial statements prepared for the district will not be accompanied by a report. However, management agrees that each page of the financial statements will include a statement clearly indicating that no assurance is provided on them.

As part of our preparation of financial statements each page of the financial statements and supplementary information will include the following statement: "No assurance is provided on these financial statements. Substantially all required disclosures, the government-wide financial statements, and the statement of revenues, expenditures, and changes in fund balances – governmental funds have been omitted if applicable, For business type activities, the Statement of Cash Flows has been omitted".

If an audit is required, the year-end financial statements prepared for use by the district's auditors will not be accompanied by a report. However, management agrees that each page of the year-end financial statements will include a statement clearly indicating that no assurance is provided on them.

Management responsibilities

The financial statement engagement to be performed is conducted on the basis that management acknowledges and understands that our role is to prepare financial statements in accordance with U.S. GAAP and assist management in the presentation of the financial statements in accordance with U.S. GAAP, except for the departures from U.S. GAAP identified above.

The annual budget engagement to be performed is conducted on the basis that management acknowledges and understands that our role is to prepare the annual budget in accordance with the requirements prescribed

by Colorado Revised Statutes C.R.S. 29.1.105 and assist management in the presentation of the annual budget in accordance with the requirements prescribed by Colorado Revised Statutes C.R.S. 29.1.105.

The Application for Exemption from Audit engagement to be performed is conducted on the basis that management acknowledges and understands that our role is to prepare the Application for Exemption from Audit in accordance with the requirements prescribed by the Colorado Office of the State Auditor and assist management in the presentation of the Application for Exemption from Audit in accordance with the requirements prescribed by the Colorado Office of the State Auditor.

We are required by professional standards to identify management's responsibilities in this agreement. Professional standards define management as the persons with executive responsibility for the conduct of the district's operations and may include some or all of those charged with governance. Those standards require that you acknowledge and understand that management has the following overall responsibilities that are fundamental to our undertaking the engagement in accordance with SSARs:

- a. The selection of the financial reporting framework to be applied in the preparation of the financial statements, the annual budget, and the Application for Exemption from Audit.
- b. The preparation and fair preparation of the financial statements in accordance with U.S. GAAP, except as identified as above, the preparation and fair presentation of the annual budget in accordance with the requirements prescribed by Colorado Revised Statutes C.R.S. 29.1.105, and the preparation and fair presentation of the Application for Exemption from Audit (if applicable) in accordance with the requirements prescribed by the Colorado Office of the State Auditor.
- c. The presentation of the supplementary information.
- d. The design, implementation, and maintenance of internal control relevant to the preparation and fair presentation of financial statements, the annual budget, and the Application for Exemption from Audit (if applicable) that are free from material misstatement, whether due to fraud or error.
- e. The prevention and detection of fraud.
- f. To ensure that the entity complies with the laws and regulations applicable to its activities.
- g. The accuracy and completeness of the records, documents, explanations, and other information, including significant judgments, you provide to us for the engagement to prepare financial statements.
- h. To provide us with the following:
 - i. Access to all information relevant to the preparation and fair presentation of the financial statements, and the annual budget, the Application for Exemption from Audit (if applicable) such as records, documentation, and other matters.
 - ii. Additional information that may be requested for the purpose of the engagement.
 - iii. Unrestricted access to persons within the entity with whom we determine it necessary to communicate.

We understand that you are engaging us to make recommendations and perform services to help you meet your responsibilities relevant to the preparation and fair presentation of the financial statements, the annual budget, and the Application for Exemption from Audit (if applicable).

For all accounting services we may provide to you, including the preparation of your financial statements, the annual budget, and the Application for Exemption from Audit (if applicable), management agrees to assume all management responsibilities; oversee the services by designating an individual (i.e., the Board Treasurer); evaluate the adequacy and results of the services; and accept responsibility for the results of the services.

Fees, time estimates, and terms

Our professional fees will be billed based on the time involved and the degree of responsibility and skills required. We will also bill for expenses (including internal and administrative charges) plus a technology and client support fee of five percent (5%) of all professional fees billed. Our invoices for these fees will be rendered each month as work progresses and are payable on presentation. In accordance with our firm policies, work may be suspended if your account becomes 60 days or more overdue and will not be resumed until your account is paid in full. If we elect to terminate our services for nonpayment, our engagement will be deemed to have been completed even if we have not issued our report. You will be obligated to compensate us for all time expended and to reimburse us for all out-of-pocket expenditures through the date of termination.

The hour rates currently in effect for our services are as follows:

Principal	\$300 - \$500
Chief Financial Officer	\$280 - \$385
Controller	\$220 - \$330
Assistant Controller	\$190 - \$250
Senior	\$140 - \$190
Staff	\$120 - \$165
Administrative support	\$110 - \$150

Out-of-pocket expenses such as out-of-town travel, meals, and lodging will be billed at cost and are not included in the fees quoted above. We will also add a technology and client support fee of five percent (5%) of all professional fees billed. The fee estimates are based on anticipated cooperation from your personnel and their assistance with preparing requested schedules. If the requested items are not available on the dates required or are not accurate, the estimated fees will likely be higher. If unexpected circumstances require significant additional time, we will advise you before undertaking work that would require a substantial increase in the fee estimates.

Use of financial statements, the annual budget, the Application for Exemption from Audit

The financial statements, the annual budget, and the Application for Exemption from Audit (if applicable) are for management's use. If you intend to reproduce and publish the financial statements, the annual budget, and the Application for Exemption from Audit (if applicable) and our report thereon, they must be reproduced in their entirety. Inclusion of the financial statements, the annual budget, and the Application for Exemption from Audit (if applicable) in a document, such as an annual report or an offering document, should be done only with our prior approval of the document. You are responsible to provide us the opportunity to review such documents before issuance.

With regard to the electronic dissemination of financial statements, the annual budget, and the Application for Exemption from Audit (if applicable) that have been subjected to a compilation engagement, including financial statements, the annual budget, and the Application for Exemption from Audit (if applicable) published electronically on your website, you understand that electronic sites are a means to distribute information and, therefore, we are not required to read the information contained in those sites or to consider the consistency of other information in the electronic site with the original document.

We may issue preliminary draft financial statements to you for your review. Any preliminary draft financial statements should not be relied on or distributed.

Municipal advisors

For the avoidance of doubt, the district is not engaging CLA as a municipal advisor, and CLA is not a municipal advisor as defined in Section 975 of the Dodd-Frank Wall Street Reform and Consumer Protection Act or under Section 158 of the Securities Exchange Act of 1934 (the "Act"). CLA is not recommending an action to you, is not acting as an advisor to you, and does not owe a fiduciary duty to you pursuant to Section 158 of the Act with respect to the information and material contained in the deliverables issued under this engagement. You should discuss any information and material contained in the deliverables with any and all internal and external advisors that you deem appropriate before acting on this information or material.

Agreement

We appreciate the opportunity to provide the services described in this SOW related to the MSA. All terms and provisions of the MSA shall apply to these services. If you agree with the terms of this SOW, please sign below and return a signed copy to us by email or U.S. mail to indicate your acknowledgment and understanding of, and agreement with, this SOW.

Sincerely,

CliftonLarsonAllen LLP

A handwritten signature in black ink, appearing to read "Seef Le Roux", with a horizontal line underneath.

Seef Le Roux, CFE
Principal
Seef.LeRoux@CLAconnect.com

APPROVED:

Signature

Title

Date

RESOLUTION OF THE BOARD OF DIRECTORS OF
YORK STREET METROPOLITAN DISTRICT
CALLING AN ELECTION FOR MAY 2, 2023

WHEREAS, York Street Metropolitan District (the “District”) was created pursuant to and in accordance with the provisions of §§ 32-1-101, *et seq.*, C.R.S.; and

WHEREAS, elections may be held pursuant to the Special District Act, §§ 32-1-801, *et seq.*, C.R.S. (the “Act”), and the Uniform Election Code of 1992, §§ 1-1-101, *et seq.*, and 1-13.5, 101, *et seq.*, C.R.S. (collectively, the “Code”), for the purpose of: (1) electing members of the Board of Directors of the District (the “Board”); (2) presenting certain ballot issues to the eligible electors of the District as required by Article X Section 20 of the Colorado Constitution; and (3) presenting certain ballot issues and questions to the eligible electors of the District; and

WHEREAS, the terms of office of Director Richard Green is due to expire after his successors are elected and four vacant positions that can be filled at the next regular election for the District, which is scheduled to be held on May 2, 2023 (the “Election”).

NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF DIRECTORS OF YORK STREET METROPOLITAN DISTRICT AS FOLLOWS:

1. The Election of the eligible electors of the District shall be held on May 2, 2023, between the hours of 7:00 A.M. and 7:00 P.M. pursuant to the Act and the Code and any other applicable laws. The Election shall be conducted as a mail-in ballot election in accordance with all relevant provisions of the Act and the Code. All mail ballots shall be returned to the office of the Designated Election Official (as defined below in Section 2). Eligible electors who have registered as “Permanent Mail-In Voters” shall receive mail ballots.

2. Dianne Miller, of the law firm of Miller Law pllc, is hereby appointed as the “Designated Election Official” of the Board for the Election. The Board hereby grants all powers and authority for the proper conduct of the Election required pursuant to the Act and the Code to the Designated Election Official, including, but not limited to, appointing election judges, appointing a canvass board and cancellation, if applicable, of the Election.

3. If the only matter before the electors is the election of directors of the District and if, by 3:00 P.M. on the 63rd day before the Election, which date is February 28, 2023, or any time thereafter, there are not more candidates than offices to be filled at the Election, including candidates timely filing affidavits of intent to be a write-in candidate, the Designated Election Official shall cancel the Election and declare the candidates elected. Notice of such cancellation shall be published and posted in accordance with C.R.S. § 1-13.5-513(6), as amended.

4. In the event that legislation is passed and enacted into law that impacts or changes the methods or procedures for elections conducted by the District, the Board hereby directs its legal counsel and the Designated Election Official, without any further action taken by the Board unless otherwise required by applicable law, to take all actions necessary and appropriate to

conduct the Election in compliance with any applicable laws including, but not limited to, coordinating the Election with any political subdivision with appropriate jurisdiction over the District and adjusting any Election-related deadlines.

5. If any part or provision of this Resolution is adjudicated to be unenforceable or invalid, such judgment shall not affect, impair, or invalidate the remaining provision or provisions of this Resolution, it being the intent of the Board that the various provisions are severable.

6. All acts, orders and resolutions, or parts thereof, of the Board that are inconsistent or in conflict with this Resolution are hereby repealed to the extent only of such inconsistency or conflict.

APPROVED AND ADOPTED ON _____, 2022, to be immediately effective.

YORK STREET METROPOLITAN DISTRICT

Richard Green, President



141 Union Boulevard, Suite 150
Lakewood, CO 80228-1898
303-987-0835 • Fax: 303-987-2032

MEMORANDUM

TO: Board of Directors

FROM: Christel Gemski
Executive Vice-President

DATE: September 2, 2022

RE: Notice of 2023 Rate Increase

A rectangular box containing a handwritten signature in blue ink that reads "Christel Gemski".

In accordance with the Management Agreement (“Agreement”) between the District and Special District Management Services, Inc. (“SDMS”), at the time of the annual renewal of the Agreement, the hourly rate described in Article III for management and all services shall increase by the CPI (8.5%) per hour.

We hope you will understand that it is necessary to increase our rates due to increasing gas and operating costs along with new laws and rules implemented by our legislature.