

TRANSPORT METROPOLITAN DISTRICT NOS. 1-15

SUPPLEMENT TO 2024 CONSOLIDATED ANNUAL REPORT

Pursuant to §32-1-207(3)(c) and the Service Plans for Transport Metropolitan District Nos. 1-15 (each individually a “**District**,” and collectively the “**Districts**”), provides the following supplemental information to the 2024 consolidated annual report on the service plan for the year ending December 31, 2024:

§32-1-207(3), C.R.S. Statutory Requirements

- 1. A copy of the audited financial statements, if required by the “Colorado Local Government Audit Law”, part 6 of article 1 of title 29, or the application for exemption from audit, as applicable.**

The Audit Reports for Transport Metropolitan District Nos. 1-3, for the fiscal year ending December 31, 2024 (“**2024 Audits**”) are attached hereto as **Exhibit A**.

Service Plan Requirements

- 1. Audit of the District’s financial statements, for the year ending December 31 of the previous year, prepared in accordance with generally accepted accounting principles or audit exemption, if applicable.**

The Audit Reports for Transport Metropolitan District Nos. 1-3, for the fiscal year ending December 31, 2024 (“**2024 Audits**”) are attached hereto as **Exhibit A**.

EXHIBIT A
2024 Audits

TRANSPORT METROPOLITAN DISTRICT NO. 1
Adams County, Colorado

**FINANCIAL STATEMENTS AND
SUPPLEMENTARY INFORMATION**

YEAR ENDED DECEMBER 31, 2024

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INDEPENDENT AUDITOR'S REPORT

Board of Directors
Transport Metropolitan District No. 1
Adams County, Colorado

Opinion

We have audited the financial statements of the governmental activities and each major fund of TransPort Metropolitan District No. 1, as of and for the year ended December 31, 2024, and the related notes to the financial statements, which collectively comprise TransPort Metropolitan District No. 1's basic financial statements as listed in the table of contents.

In our opinion, the accompanying financial statements present fairly, in all material respects, the respective financial position of the governmental activities and each major fund and the respective budgetary comparison for the general fund of TransPort Metropolitan District No. 1, as of December 31, 2024, and the respective changes in financial position for the year then ended in accordance with accounting principles generally accepted in the United States of America.

Basis for Opinion

We conducted our audit in accordance with auditing standards generally accepted in the United States of America (GAAS). Our responsibilities under those standards are further described in the Auditor's Responsibilities for the Audit of the Financial Statements section of our report. We are required to be independent of TransPort Metropolitan District No. 1 and to meet our other ethical responsibilities, in accordance with the relevant ethical requirements relating to our audit. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinions.

Responsibilities of Management for the Financial Statements

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

In preparing the financial statements, management is required to evaluate whether there are conditions or events, considered in the aggregate, that raise substantial doubt about TransPort Metropolitan District No. 1's ability to continue as a going concern for twelve months beyond the financial statement date, including any currently known information that may raise substantial doubt shortly thereafter.

Auditor's Responsibilities for the Audit of the Financial Statements

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

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

In performing an audit in accordance with GAAS, we:

- Exercise professional judgment and maintain professional skepticism throughout the audit.
- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, and design and perform audit procedures responsive to those risks. Such procedures include examining, on a test basis, evidence regarding the amounts and disclosures in the financial statements.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of TransPort Metropolitan District No. 1's internal control. Accordingly, no such opinion is expressed.
- Evaluate the appropriateness of accounting policies used and the reasonableness of significant accounting estimates made by management, as well as evaluate the overall presentation of the financial statements.
- Conclude whether, in our judgment, there are conditions or events, considered in the aggregate, that raise substantial doubt about TransPort Metropolitan District No. 1's ability to continue as a going concern for a reasonable period of time.

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

Required Supplementary Information

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

Supplementary Information

Our audit was conducted for the purpose of forming opinions on the financial statements that collectively comprise TransPort Metropolitan District No. 1's basic financial statements. The supplemental information listed in the table of contents are presented for purposes of additional analysis and are not a required part of the basic financial statements.

The supplemental schedule Capital Projects Fund - Schedule of Revenues, Expenditures and Changes in Fund Balance-Budget and Actual is the responsibility of management and was derived from and relates directly to the underlying accounting and other records used to prepare the basic financial statements. The information has been subjected to the auditing procedures applied in the audit of the basic financial statements and certain additional procedures, including comparing and reconciling such information directly to the underlying accounting and other records used to prepare the basic financial statements or to the basic financial statements themselves, and other additional procedures in accordance with auditing standards generally accepted in the United States of America. In our opinion, the Capital Projects Fund - Schedule of Revenues, Expenditures and

Changes in Fund Balance-Budget and Actual are fairly stated, in all material respects, in relation to the basic financial statements as a whole.

The Schedule of Assessed Valuation, Mill Levy and Property Taxes Collected have not been subjected to the auditing procedures applied in the audit of the basic financial statements, and accordingly, we do not express any opinion or provide any assurance on it.

Watson Coon Ryan, LLC

Watson Coon Ryan, LLC

December 30, 2025

Centennial, Colorado

BASIC FINANCIAL STATEMENTS

TRANSPORT METROPOLITAN DISTRICT NO. 1
STATEMENT OF NET POSITION
DECEMBER 31, 2024

	<u>Governmental Activities</u>
ASSETS	
Cash and Investments	\$ 22,843
Due from Developer Contribution	371,477
Due from Other Districts	16,369
Property Tax Receivable	1
Capital Assets:	
Capital Assets Not Being Depreciated	<u>80,263,870</u>
Total Assets	<u>80,674,560</u>
LIABILITIES	
Accounts Payable	3,647,631
Retainage Payable	1,484,752
Accrued Interest	61,014
Noncurrent Liabilities:	
Due in More Than One Year	<u>832,820</u>
Total Liabilities	<u>6,026,217</u>
DEFERRED INFLOWS OF RESOURCES	
Deferred Property Tax	<u>1</u>
Total Deferred Inflows of Resources	<u>1</u>
NET POSITION	
Restricted for:	
Emergency Reserve	3,000
Net Position - Unrestricted	<u>74,645,342</u>
Total Net Position	<u>\$ 74,648,342</u>

See accompanying Notes to Basic Financial Statements.

TRANSPORT METROPOLITAN DISTRICT NO. 1
STATEMENT OF ACTIVITIES
YEAR ENDED DECEMBER 31, 2024

	Expenses	Program Revenues			Net Revenues (Expenses) and Changes in Net Position
		Charges for Services	Operating Grants and Contributions	Capital Grants and Contributions	
FUNCTIONS/PROGRAMS					
Primary Government:					
Governmental Activities:					
General Government	\$ 792,042	\$ -	\$ 99,923	\$ -	\$ (692,119)
Public Works	-	-	-	1,591,399	1,591,399
Interest on Long-Term Debt and Related Costs	<u>46,397</u>	<u>-</u>	<u>-</u>	<u>-</u>	<u>(46,397)</u>
Total Governmental Activities	<u><u>\$ 838,439</u></u>	<u><u>\$ -</u></u>	<u><u>\$ 99,923</u></u>	<u><u>\$ 1,591,399</u></u>	852,883
GENERAL REVENUES					
Property Taxes					1
Total General Revenues					<u>1</u>
CHANGES IN NET POSITION					
Net Position - Beginning of Year					<u>73,795,458</u>
NET POSITION - END OF YEAR					<u><u>\$ 74,648,342</u></u>

See accompanying Notes to Basic Financial Statements.

TRANSPORT METROPOLITAN DISTRICT NO. 1
BALANCE SHEET
GOVERNMENTAL FUNDS
DECEMBER 31, 2024

	General	Capital Projects	Total Governmental Funds
ASSETS			
Cash and Investments	\$ 22,843	\$ -	\$ 22,843
Due from Developer Contribution	- -	371,477	371,477
Due from Other Districts	16,369	- -	16,369
Property Tax Receivable	1	- -	1
Total Assets	<u>\$ 39,213</u>	<u>\$ 371,477</u>	<u>\$ 410,690</u>
LIABILITIES, DEFERRED INFLOWS OF RESOURCES, AND FUND BALANCES			
LIABILITIES			
Accounts Payable	\$ 28,651	\$ 3,618,980	\$ 3,647,631
Retainage Payable	- -	1,484,752	1,484,752
Total Liabilities	<u>28,651</u>	<u>5,103,732</u>	<u>5,132,383</u>
DEFERRED INFLOWS OF RESOURCES			
Deferred Property Tax	1	- -	1
Total Deferred Inflows of Resources	<u>1</u>	<u>- -</u>	<u>1</u>
FUND BALANCES			
Restricted for:			
Emergency Reserves	3,000	- -	3,000
Assigned to:			
Subsequent Year's Expenditures	23,500	- -	23,500
Unassigned	(15,939)	(4,732,255)	(4,748,194)
Total Fund Balances	<u>10,561</u>	<u>(4,732,255)</u>	<u>(4,721,694)</u>
Total Liabilities, Deferred Inflows of Resources, and Fund Balances	<u>\$ 39,213</u>	<u>\$ 371,477</u>	
Amounts reported for governmental activities in the statement of net position are different because:			
Capital assets used in governmental activities are not financial resources and, therefore, are not reported in the funds.			80,263,870
Long-term liabilities, including bonds payable, are not due and payable in the current period and, therefore, are not reported in the funds.			
Developer Advance Payable			(832,820)
Accrued Developer Advance Interest			<u>(61,014)</u>
Net Position of Governmental Activities			<u>\$ 74,648,342</u>

See accompanying Notes to Basic Financial Statements.

TRANSPORT METROPOLITAN DISTRICT NO. 1
STATEMENT OF REVENUES, EXPENDITURES, AND CHANGES IN FUND BALANCES
GOVERNMENTAL FUNDS
YEAR ENDED DECEMBER 31, 2024

	General	Capital Projects	Total Governmental Funds
REVENUES			
Property Taxes	\$ 1	\$ -	\$ 1
Intergovernmental Revenue	99,923	1,496,965	1,596,888
Developer Contribution	-	94,434	94,434
Total Revenues	99,924	1,591,399	1,691,323
EXPENDITURES			
Current:			
Accounting	32,750	32,748	65,498
Auditing	12,600	-	12,600
Banking Fees	26	-	26
Dues and Membership	2,183	-	2,183
Election	71	-	71
Engineering	-	22,084	22,084
Insurance	12,680	-	12,680
Intergovernmental Expenditures	3	-	3
Legal	29,250	46,460	75,710
Legal - Lawsuit	-	600,587	600,587
Website	600	-	600
Capital Projects:			
Capital Outlay	-	1,625,664	1,625,664
Capital Outlay Developer Certified Costs	-	303,864	303,864
Total Expenditures	90,163	2,631,407	2,721,570
EXCESS OF REVENUES OVER (UNDER) EXPENDITURES	9,761	(1,040,008)	(1,030,247)
OTHER FINANCING SOURCES (USES)			
Developer Advance	-	527,079	527,079
Total Other Financing Sources	-	527,079	527,079
NET CHANGE IN FUND BALANCES	9,761	(512,929)	(503,168)
Fund Balances (Deficits) - Beginning of Year	800	(4,219,326)	(4,218,526)
FUND BALANCES (DEFICITS) - END OF YEAR	\$ 10,561	\$ (4,732,255)	\$ (4,721,694)

See accompanying Notes to Basic Financial Statements.

TRANSPORT METROPOLITAN DISTRICT NO. 1
RECONCILIATION OF THE STATEMENT OF REVENUES, EXPENDITURES, AND CHANGES
IN FUND BALANCES OF THE GOVERNMENTAL FUNDS
TO THE STATEMENT OF ACTIVITIES
YEAR ENDED DECEMBER 31, 2024

Net Change in Fund Balances - Total Governmental Funds \$ (503,168)

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

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

Capital Outlay	1,929,528
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The issuance of long-term debt (e.g., bonds, leases) provides current financial resources to governmental funds, while the repayment of the principal of long-term debt consumes the current financial resources of government funds. Neither transaction, however, has any effect on net position.

Developer Advance	(527,079)
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Some expenses reported in the statement of activities do not require the use of current financial resources and, therefore, are not reported as expenditures in governmental funds.

Accrued Interest Payable - Change in Liability	<u>(46,397)</u>
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Changes in Net Position of Governmental Activities \$ 852,884

**TRANSPORT METROPOLITAN DISTRICT NO. 1
GENERAL FUND**
**STATEMENT OF REVENUES, EXPENDITURES, AND CHANGES IN FUND BALANCE –
BUDGET AND ACTUAL**
YEAR ENDED DECEMBER 31, 2024

	<u>Original and Final Budget</u>	<u>Actual Amounts</u>	<u>Variance with Final Budget Positive (Negative)</u>
REVENUES			
Property Taxes	\$ 1	1	-
Other Revenue	2,297	-	(2,297)
IGA Revenue TMD2	1,621,358	89,937	(1,531,421)
IGA Revenue TMD3	287	286	(1)
IGA Revenue TMD4	9,069	9,158	89
IGA Revenue TMD5	555	542	(13)
Total Revenues	1,633,567	99,924	(1,533,643)
EXPENDITURES			
Accounting	45,000	32,750	12,250
Auditing	13,000	12,600	400
Banking Fees	1,000	26	974
Contingency	1,439,500	-	1,439,500
Dues and Membership	5,500	2,183	3,317
Election	-	71	(71)
Insurance	20,000	12,680	7,320
Intergovernmental Expenditures	-	3	(3)
Legal	50,000	29,250	20,750
Miscellaneous	5,000	-	5,000
Website	-	600	(600)
Total Expenditures	1,579,000	90,163	1,488,837
NET CHANGE IN FUND BALANCE			
	54,567	9,761	(44,806)
Fund Balance - Beginning of Year	<u>53,433</u>	<u>800</u>	<u>(52,633)</u>
FUND BALANCE - END OF YEAR	\$ 108,000	\$ 10,561	\$ (97,439)

See accompanying Notes to Basic Financial Statements.

**TRANSPORT METROPOLITAN DISTRICT NO. 1
NOTES TO BASIC FINANCIAL STATEMENTS
DECEMBER 31, 2024**

NOTE 1 DEFINITION OF REPORTING ENTITY

TransPort Metropolitan District No. 1 (the District), a quasi-municipal corporation and a political subdivision of the state of Colorado, which is located in the city of Aurora was organized following an election held on November 7, 2006 and is governed pursuant to provisions of the Colorado Special District Act (Title 32, Article 1, Colorado Revised statutes).

The District, together with TransPort Metropolitan District Nos. 2-15 (the Districts) are collectively undertaking the financing and construction of certain public improvements within and without the boundaries of the Districts. The service plans for the Districts authorize the Districts to enter into certain intergovernmental cost sharing and recovery agreements which govern the relationships between and among the Districts with respect to financing, construction and operation of the public improvements. These services are determined through the Coordinating Services Agreement.

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

The District is not a component unit of any other primary governmental entity.

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

NOTE 2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

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

Government-Wide and Fund Financial Statements

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

The statement of net position reports all financial and capital resources of the District. The difference between the sum of assets and deferred outflows and the sum of liabilities and deferred inflows is reported as net position.

**TRANSPORT METROPOLITAN DISTRICT NO. 1
NOTES TO BASIC FINANCIAL STATEMENTS
DECEMBER 31, 2024**

NOTE 2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

Government-Wide and Fund Financial Statements (Continued)

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

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

Measurement Focus, Basis of Accounting, and Financial Statement Presentation

The government-wide financial statements are reported using the economic resources measurement focus and the accrual basis of accounting. Revenues are recorded when earned and expenses are recorded when a liability is incurred, regardless of the timing of related cash flows.

Governmental fund financial statements are reported using the current financial resources measurement focus and the modified accrual basis of accounting. Revenues are recognized as soon as they are both measurable and available. Revenues are considered to be available when they are collectible within the current period or soon enough thereafter to pay liabilities of the current period. For this purpose, the District considers revenues to be available if they are collected within 60 days of the end of the current fiscal period. The major sources of revenue susceptible to accrual are property taxes. All other revenue items are considered to be measurable and available only when cash is received by the District. The District has determined that Developer advances are not considered as revenue susceptible to accrual. Expenditures, other than interest on long-term obligations, are recorded when the liability is incurred or the long-term obligation due.

The District reports the following major governmental funds:

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

The Capital Projects Fund is used to account for financial resources to be used for the acquisition and construction of capital equipment and facilities.

**TRANSPORT METROPOLITAN DISTRICT NO. 1
NOTES TO BASIC FINANCIAL STATEMENTS
DECEMBER 31, 2024**

NOTE 2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

Budgets

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

Pooled Cash and Investments

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

Property Taxes

Property taxes are levied by the District's Board of Directors. The levy is based on assessed valuations determined by the County Assessor generally as of January 1 of each year. The levy is normally set by December 15 by certification to the County Commissioners to put the tax lien on the individual properties as of January 1 of the following year. The County Treasurer collects the determined taxes during the ensuing calendar year. The taxes are payable by April or if in equal installments, at the taxpayer's election, in February and June. Delinquent taxpayers are notified in August and, generally, sale of the tax liens on delinquent properties are held in November or December. The County Treasurer remits the taxes collected monthly to the District.

Property taxes, net of estimated uncollectible taxes, are recorded initially as deferred inflow of resources in the year they are levied and measurable. The unearned property tax revenues are recorded as revenue in the year they are available or collected.

Capital Assets

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

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

TRANSPORT METROPOLITAN DISTRICT NO. 1
NOTES TO BASIC FINANCIAL STATEMENTS
DECEMBER 31, 2024

NOTE 2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

Capital Assets (Continued)

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

Equity

Net Position

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

Fund Balance

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

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

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

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

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

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

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

**TRANSPORT METROPOLITAN DISTRICT NO. 1
NOTES TO BASIC FINANCIAL STATEMENTS
DECEMBER 31, 2024**

NOTE 2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

Equity (Continued)

Deficits

The Capital Project Fund reported a deficit in the fund financial statements as of December 31, 2024. The deficit will be eliminated in 2025 with transfers from Transport Metropolitan Districts No. 2, No. 3, No. 4 and No. 5, and with developer advances.

NOTE 3 CASH AND INVESTMENTS

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

Statement of Net Position:

Cash and Investments	\$ 22,843
Total Cash and Investments	<u>\$ 22,843</u>

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

Deposits with Financial Institutions	\$ 22,843
Total Cash and Investments	<u>\$ 22,843</u>

Cash Deposits

The Colorado Public Deposit Protection Act (PDPA) requires that all units of local government deposit cash in eligible public depositories. Eligibility is determined by state regulators. Amounts on deposit in excess of federal insurance levels must be collateralized. The eligible collateral is determined by the PDPA. PDPA allows the institution to create a single collateral pool for all public funds. The pool for all the uninsured public deposits as a group is to be maintained by another institution or held in trust. The market value of the collateral must be at least 102% of the aggregate uninsured deposits.

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

On December 31, 2024, the District's cash deposits had a bank balance and carrying balance of \$22,843.

As of December 31, 2024, the District had no investments.

TRANSPORT METROPOLITAN DISTRICT NO. 1
NOTES TO BASIC FINANCIAL STATEMENTS
DECEMBER 31, 2024

NOTE 4 CAPITAL ASSETS

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

	Balance at December 31, 2023	Increases	Decreases	Balance at December 31, 2024
Governmental Activities:				
Capital Assets, Not Being Depreciated:				
Construction in Progress	\$ 78,334,342	\$ 1,929,528	\$ -	\$ 80,263,870
Total Capital Assets, Not Being Depreciated	<u>78,334,342</u>	<u>1,929,528</u>	<u>-</u>	<u>80,263,870</u>
Governmental Activities Capital Assets, Net	<u>\$ 78,334,342</u>	<u>\$ 1,929,528</u>	<u>\$ -</u>	<u>\$ 80,263,870</u>

NOTE 5 LONG-TERM OBLIGATIONS

The following is an analysis of changes in the District's long-term obligations for the year ended December 31, 2024:

	Balance at December 31, 2023	Additions	Reductions	Balance at December 31, 2024	Due Within One Year
Other Debts					
Developer Advance - Operating	\$ 81,185	\$ -	\$ -	\$ 81,185	\$ -
Developer Advance - Capital	224,556	527,079	-	751,635	-
Accrued Interest on:					
Developer Advance - Operating	13,186	5,553	-	18,739	-
Developer Advance - Capital	1,431	40,844	-	42,275	-
Subtotal Other Debts	<u>320,358</u>	<u>573,476</u>	<u>-</u>	<u>893,834</u>	<u>-</u>
Total Long-Term Obligations	<u>\$ 320,358</u>	<u>\$ 573,476</u>	<u>\$ -</u>	<u>\$ 893,834</u>	<u>\$ -</u>

Authorized Debt

Pursuant to the Service Plan, the District is permitted to issue bond indebtedness of up to \$1,500,000,000, and the eligible electors of the District have authorized the issuance of bond indebtedness of up to \$21,000,000,000.

In the future, the District may issue a portion or all of the remaining authorized but unissued general obligation debt for purposes of providing public improvements to support development as it occurs within the District's service area; however, as of the date of this audit, the amount and timing of any debt issuances is not determinable.

**TRANSPORT METROPOLITAN DISTRICT NO. 1
NOTES TO BASIC FINANCIAL STATEMENTS
DECEMBER 31, 2024**

NOTE 6 NET POSITION

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

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

	<u>Governmental Activities</u>
Restricted Net Position:	
Emergencies	\$ 3,000
Total Restricted Net Position	<u><u>\$ 3,000</u></u>

The remaining balance of net position is unrestricted.

NOTE 7 RELATED PARTIES

The property within the District is being developed by Western Transport, LLC (the Developer). During 2024, all of the members of the Board of Directors were officers or employees of, or otherwise associated with the Developer or a related entity and may have conflicts of interest in matters involving the District. The Developer advanced funds to the District pursuant to following agreements (see Note 8 Agreements for additional information).

The District and Western Transport, LLC (Western Transport) entered into an Independent Contractor Agreement for Construction Management Services dated March 22, 2021 (the Construction Management Agreement) whereby Western Transport is to provide construction management services during the construction of public improvements. On October 6, 2021, with the consent of the District, Western Transport assigned the Construction Management Agreement to Front Range Construction Management LLC, a company also related to Western Transport (the Developer). The management fee is 4.5% of the amount of the managed costs, excluding engineering cost certification and administrative costs. During 2024, the District paid \$36,303 for construction management services. At the end of the year, \$42,767 was payable to Front Range Construction Management.

Infrastructure Acquisition and Reimbursement Agreement

The District and Western Transport entered into an Infrastructure Acquisition and Reimbursement Agreement on February 10, 2021 (the Acquisition Agreement). Pursuant to the Acquisition Agreement, the District and the Western establish the process and procedure for the acceptance of district eligible costs by the District, and reimbursement of the same to Western Transport, and establish the process for acquisition of public improvements constructed by Western Transport. The District agrees to reimburse Western Transport for certified eligible costs related to public improvements together within simple interest that shall accrue on amounts reimbursable to Western Transport under this Agreement, until paid, at the rate of 6% per annum.

**TRANSPORT METROPOLITAN DISTRICT NO. 1
NOTES TO BASIC FINANCIAL STATEMENTS
DECEMBER 31, 2024**

NOTE 7 RELATED PARTIES (CONTINUED)

Funding and Reimbursement Agreement (Capital)

The District and the Developer entered into a Funding and Reimbursement Agreement on November 18, 2020, for the purposes of funding capital costs. With respect to each loan advance made under this agreement prior to the issuance of any Reimbursement Obligation reflecting such advance, the interest rate shall be 6% per annum, from the date any such advance is made, simple interest, to the earlier of the date the Reimbursement Obligation is issued to evidence such advance, or the date of repayment of such amount.

On November 20, 2023, the Agreement was modified to reflect a change in the interest rate. The new interest rate is the Municipal Market Data (MMD) "AAA" General Obligation Yield Curve, 30-year constant maturity, published by the Refinitiv at tm3.com plus 3.25 bps, from the date any such advance is made, simple interest, to the earlier of the date the Reimbursement Obligation is issued to evidence such advance, or the date of repayment of such amount.

As of December 31, 2024, there were outstanding advances and accrued interest under this agreement in the amount of \$751,635 and respectively \$42,275.

Funding and Reimbursement Agreement (Operations and Maintenance)

The District and the Developer entered into a Funding and Reimbursement Agreement on February 5, 2020, for the purposes of funding operations and maintenance costs. With respect to each loan advance made under this agreement, prior to the issuance of any Reimbursement Obligation reflecting such advance, the interest rate shall be 6% per annum, from the date any such advance is made, simple interest, to the earlier of the date the Reimbursement Obligation is issued to evidence such advance, or the date of repayment of such amount.

On November 20, 2023, the Agreement was modified to reflect a change in the interest rate. The new interest rate is the Municipal Market Data (MMD) "AAA" General Obligation Yield Curve, 30-year constant maturity, published by the Refinitiv at tm3.com plus 3.25 bps, from the date any such advance is made, simple interest, to the earlier of the date the Reimbursement Obligation is issued to evidence such advance, or the date of repayment of such amount.

As of December 31, 2024, outstanding advances under this agreement totaled \$81,185 and accrued interest totaled \$18,739.

District Coordinating Services Agreement (District Nos. 1-4)

Effective as of November 20, 2019, the District and TransPort Metropolitan District Nos. 2-4 (collectively, the Coordinating Districts) entered into a District Coordinating Services Agreement (the Coordinating Services Agreement) for the purpose of establishing the respective obligations of the Districts with respect to the coordination, oversight, construction and funding of certain administrative costs of the Coordinating Districts, and costs related to the continued operation and maintenance of certain of the public improvements within such Coordinating Districts. Pursuant to the Coordinating Services Agreement, the District was designated as the "coordinating district". TransPort Metropolitan District Nos. 2-4 were each designated as "financing districts".

**TRANSPORT METROPOLITAN DISTRICT NO. 1
NOTES TO BASIC FINANCIAL STATEMENTS
DECEMBER 31, 2024**

NOTE 8 INTERFUND AND OPERATING TRANSFERS

The transfer from the General Fund to Capital Fund was related to funding capital expenses.

NOTE 9 RISK MANAGEMENT

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

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

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

NOTE 10 TAX, SPENDING, AND DEBT LIMITATION

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

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

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

On November 7, 2006, a majority of the District's electors authorized the District to collect and spend or retain in a reserve all currently levied taxes and fees of the District without regard to any limitations under TABOR.

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

**TRANSPORT METROPOLITAN DISTRICT NO. 1
NOTES TO BASIC FINANCIAL STATEMENTS
DECEMBER 31, 2024**

NOTE 11 COMMITMENTS AND CONTINGENCIES

As of December 31, 2024, the District had no construction related commitments.

On December 31, 2021, the District and the Developer entered a contract with JHL Enterprises, Inc. dba: JHL Constructors, inc. (JHL) for the construction of the Transport Sub-Area 1 Filing 1 Road and Utility Construction Project (the Project) located in Aurora, Colorado. The Project's scope of work was 3½ miles of roadways on East 32nd Avenue and North Quail Run Road. Prior to the completion of the roadway, the District's and the Developer retained Langan Engineering and Environmental Services Inc. (Langan) to inspect the Project before being completed. Langan issued a report on December 18, 2023, (the Langan Report) that identified 23 areas of pavement settlement at the Project. Based on the Langan Report, the District withheld payments for work performed by JHL to investigate the observed failures. During further investigations, more failures became apparent.

On March 1, 2024, JHL filed a Demand for Arbitration (the Demand) against the District, asserting various claims in JAG case No. 2024-0366 (the Arbitration). The District filed Respondent's Answer to Demand for Arbitration and Counterclaims on March 20, 2024, (the Counterclaims) asserting various counterclaims against JHL. The District retained Simpson Gumpertz and Heger Inc. (SGH and SGH issued reports on January 30, 2025 (Liability Report), March 21, 2025 (Cost of Repair Report), and May 27, 2025 (Rebuttal Report). The Parties participated in mediation on July 30, 2025. A seven-day arbitration took place on September 8-17, 2025.

The arbitration resulted in a Settlement and Release Agreement, dated October 1, 2025, in favor of the District as follows: 1) JHL would pay the Settlement amount of \$2,000,000 to the District within 10 days of the date of the Agreement. 2) JHL would fully and completely waives and releases the District of any of their Claims against the District which constitutes pay applications in value of \$1,531,925, and retainage payable in value of \$1,484,752.36. and 3) the District releases all other damage Claims against JHL effective upon receipt of the Settlement Payment and completely waives and release JHL of all further Claims.

A deposit of \$2,000,000 was received on October 6, 2025, from this Settlement.

SUPPLEMENTARY INFORMATION

TRANSPORT METROPOLITAN DISTRICT NO. 1
CAPITAL PROJECTS FUND
SCHEDULE OF REVENUES, EXPENDITURES, AND CHANGES IN FUND BALANCE –
BUDGET AND ACTUAL
YEAR ENDED DECEMBER 31, 2024

	Original and Final Budget	Actual Amounts	Variance with Final Budget Positive (Negative)
REVENUES			
Developer Contribution	\$ 230,000	\$ 94,434	\$ (135,566)
IGA Revenue TMD2	-	1,496,965	1,496,965
IGA Revenue TMD4	18,450,000	-	(18,450,000)
Total Revenues	<u>18,680,000</u>	<u>1,591,399</u>	<u>(17,088,601)</u>
EXPENDITURES			
Accounting	45,000	32,748	12,252
Legal	55,000	46,460	8,540
Legal - Lawsuit	-	600,587	(600,587)
Engineering	50,000	22,084	27,916
Capital Outlay	18,800,000	1,625,664	17,174,336
Capital Outlay - Developer Certified Costs	250,000	303,864	(53,864)
Total Expenditures	<u>19,200,000</u>	<u>2,631,407</u>	<u>16,568,593</u>
EXCESS OF REVENUES UNDER EXPENDITURES			
	(520,000)	(1,040,008)	(520,008)
OTHER FINANCING SOURCES (USES)			
Developer Advance	770,000	527,079	(242,921)
Repay Developer Advance	(250,000)	-	250,000
Total Other Financing Sources (Uses)	<u>520,000</u>	<u>527,079</u>	<u>7,079</u>
NET CHANGE IN FUND BALANCE			
	-	(512,929)	(512,929)
Fund Balance (Deficit) - Beginning of Year	-	(4,219,326)	(4,219,326)
FUND BALANCE (DEFICIT) - END OF YEAR	<u>\$ -</u>	<u>\$ (4,732,255)</u>	<u>\$ (4,732,255)</u>

OTHER INFORMATION

TRANSPORT METROPOLITAN DISTRICT NO. 1
SCHEDULE OF ASSESSED VALUATION, MILL LEVY, AND PROPERTY TAXES COLLECTED
DECEMBER 31, 2024

Year Ended December 31,	Assessed Valuation	Total Mills Levied		Total Property Taxes		Percent Collected to Levied
		General Operations	Debt Service	Levied	Collected	
2020	\$ 210	50.000	0.000	\$ 11	\$ 12	109.09 %
2021	10	50.000	0.000	1	1	100.00 %
2022	10	50.000	0.000	1	1	100.00 %
2023	10	50.000	0.000	1	1	100.00 %
2024	10	50.000	0.000	1	1	100.00 %
Estimated for Year Ending December 31, 2025	\$ 10	50.000	0.000	1		

Note:

Property taxes collected in any one year include collection of delinquent property taxes levied in prior years.

Information received from the Treasurer does not permit identification of specific year of levy.

Source: Adams County Assessor and Treasurer.

TRANSPORT METROPOLITAN DISTRICT NO. 2
Adams County, Colorado

**FINANCIAL STATEMENTS AND
SUPPLEMENTARY INFORMATION**

YEAR ENDED DECEMBER 31, 2024

**TRANSPORT METROPOLITAN DISTRICT NO. 2
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YEAR ENDED DECEMBER 31, 2024**

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INDEPENDENT AUDITOR'S REPORT

Board of Directors
Transport Metropolitan District No. 2
Adams County, Colorado

Opinion

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

In our opinion, the accompanying financial statements present fairly, in all material respects, the respective financial position of the governmental activities, and each major fund, and the aggregate remaining fund information of Transport Metropolitan District No. 2, as of December 31, 2024, and the respective changes in financial position and, and the respective budgetary comparison for the general fund for the year then ended in accordance with accounting principles generally accepted in the United States of America. for the year then ended in accordance with accounting principles generally accepted in the United States of America.

Basis for Opinion

We conducted our audit in accordance with auditing standards generally accepted in the United States of America (GAAS). Our responsibilities under those standards are further described in the Auditor's Responsibilities for the Audit of the Financial Statements section of our report. We are required to be independent of Transport Metropolitan District No. 2 and to meet our other ethical responsibilities, in accordance with the relevant ethical requirements relating to our audit. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinions.

Responsibilities of Management for the Financial Statements

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

In preparing the financial statements, management is required to evaluate whether there are conditions or events, considered in the aggregate, that raise substantial doubt about Transport Metropolitan District No. 2's ability to continue as a going concern for twelve months beyond the financial statement date, including any currently known information that may raise substantial doubt shortly thereafter.

Auditor's Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinions. Reasonable assurance is a high level of assurance but is not absolute assurance and therefore is not a guarantee that an audit conducted in accordance with GAAS will always detect a material misstatement when it exists. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control. Misstatements are considered material if there is a substantial likelihood that, individually or in the aggregate, they would influence the judgment made by a reasonable user based on the financial statements.

In performing an audit in accordance with GAAS, we:

- Exercise professional judgment and maintain professional skepticism throughout the audit.
- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, and design and perform audit procedures responsive to those risks. Such procedures include examining, on a test basis, evidence regarding the amounts and disclosures in the financial statements.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of Transport Metropolitan District No. 2's internal control. Accordingly, no such opinion is expressed.
- Evaluate the appropriateness of accounting policies used and the reasonableness of significant accounting estimates made by management, as well as evaluate the overall presentation of the financial statements.
- Conclude whether, in our judgment, there are conditions or events, considered in the aggregate, that raise substantial doubt about Transport Metropolitan District No. 2's ability to continue as a going concern for a reasonable period of time.

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

Required Supplementary Information

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

Supplementary Information

Our audit was conducted for the purpose of forming opinions on the financial statements that collectively comprise Transport Metropolitan District No. 2's basic financial statements. The supplemental information listed in the table of contents are presented for purposes of additional analysis and are not a required part of the basic financial statements.

The Schedule of Assessed Valuation, Mill Levy and Property Taxes Collected has not been subjected to the auditing procedures applied in the audit of the basic financial statements, and accordingly, we do not express any opinion or provide any assurance on it.

Watson Coon Ryan, LLC

Watson Coon Ryan, LLC

December 30, 2025

Centennial, Colorado

BASIC FINANCIAL STATEMENTS

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

	Governmental Activities
ASSETS	
Cash and Investments	\$ 3,500
Receivable from County Treasurer	5,778
Property Tax Receivable	<u>2,635,265</u>
Total Assets	2,644,543
LIABILITIES	
Due to Other Districts	9,278
Total Liabilities	<u>9,278</u>
DEFERRED INFLOWS OF RESOURCES	
Property Tax Revenue	<u>2,635,265</u>
Total Deferred Inflows of Resources	<u>2,635,265</u>
NET POSITION	
Unrestricted	<u>-</u>
Total Net Position	\$ <u>-</u>

See accompanying Notes to Basic Financial Statements.

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

FUNCTIONS/PROGRAMS	Program Revenues				Net Revenues (Expenses) and Changes in Net Position
	Expenses	Charges for Services	Operating Grants and Contributions	Capital Grants and Contributions	
Primary Government:					
Governmental Activities:					
General Government	\$ 1,609,992	\$ -	\$ -	\$ -	\$ (1,609,992)
Total Governmental Activities	\$ 1,609,992	\$ -	\$ -	\$ -	(1,609,992)
GENERAL REVENUES					
Property Taxes					1,536,832
Specific Ownership Taxes					70,537
Other Revenue					2,623
Total General Revenues and Transfers					<u>1,609,992</u>
CHANGES IN NET POSITION					
Net Position - Beginning of Year					<u>-</u>
NET POSITION - END OF YEAR					
					<u>\$ -</u>

See accompanying Notes to Basic Financial Statements.

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

	<u>General</u>	<u>Total Governmental Funds</u>
ASSETS		
Cash and Investments	\$ 3,500	\$ 3,500
Receivable from County Treasurer	5,778	5,778
Property Tax Receivable	<u>2,635,265</u>	<u>2,635,265</u>
Total Assets	<u><u>\$ 2,644,543</u></u>	<u><u>\$ 2,644,543</u></u>
LIABILITIES, DEFERRED INFLOWS OF RESOURCES, AND FUND BALANCES		
LIABILITIES		
Due to Other Districts	9,278	9,278
Total Liabilities	<u>9,278</u>	<u>9,278</u>
DEFERRED INFLOWS OF RESOURCES		
Deferred Property Tax	2,635,265	2,635,265
Total Deferred Inflows of Resources	<u>2,635,265</u>	<u>2,635,265</u>
FUND BALANCES		
Total Fund Balances	<u>-</u>	<u>-</u>
Total Liabilities, Deferred Inflows of Resources, and Fund Balances	<u><u>\$ 2,644,543</u></u>	
Reconciliation of Balance Sheet to the Statements of Activities:		<u><u>-</u></u>
Net Position of Governmental Activities	<u><u>\$ -</u></u>	

See accompanying Notes to Basic Financial Statements.

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

	<u>General</u>	<u>Total Governmental Funds</u>
REVENUES		
Property Taxes	\$ 1,536,832	\$ 1,536,832
Specific Ownership Taxes	70,537	70,537
Other Revenue	2,623	2,623
Total Revenues	<u>1,609,992</u>	<u>1,609,992</u>
EXPENDITURES		
Current:		
County Treasurer's Fee	23,090	23,090
Intergovernmental Expenditures	1,586,902	1,586,902
Total Expenditures	<u>1,609,992</u>	<u>1,609,992</u>
NET CHANGE IN FUND BALANCES	-	-
Fund Balances - Beginning of Year	<u> </u>	<u> </u>
FUND BALANCES - END OF YEAR	<u>\$ -</u>	<u>\$ -</u>

See accompanying Notes to Basic Financial Statements.

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

	Original and Final Budget	Actual Amounts	Variance with Final Budget Positive (Negative)
REVENUES			
Property Taxes	\$ 1,536,832	\$ 1,536,832	\$ -
Specific Ownership Taxes	107,578	70,537	(37,041)
Other Revenue	5,590	2,623	(2,967)
Total Revenues	<u>1,650,000</u>	<u>1,609,992</u>	<u>(40,008)</u>
EXPENDITURES			
Contingency	5,590	-	5,590
County Treasurer's Fee	23,052	23,090	(38)
Intergovernmental Expenditures	1,621,358	1,586,902	34,456
Total Expenditures	<u>1,650,000</u>	<u>1,609,992</u>	<u>40,008</u>
NET CHANGE IN FUND BALANCE			
Fund Balance - Beginning of Year	-	-	-
FUND BALANCE - END OF YEAR	<u>\$ -</u>	<u>\$ -</u>	<u>\$ -</u>

See accompanying Notes to Basic Financial Statements.

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

NOTE 1 DEFINITION OF REPORTING ENTITY

TransPort Metropolitan District No. 2 (the District), a quasi-municipal corporation and a political subdivision of the State of Colorado, which is located in the City of Aurora was organized following an election held on November 7, 2006, and is governed pursuant to provisions of the Colorado Special District Act (Title 32, Article 1, Colorado Revised Statutes).

The District, together with TransPort Metropolitan District No. 1 and Districts Nos. 3-15 (the Districts) are collectively undertaking the financing and construction of certain public improvements within and without the boundaries of the Districts. The service plans for the Districts authorize the Districts to enter into certain intergovernmental cost sharing and recovery agreements which govern the relationships between and among the Districts with respect to financing, construction and operation of the public improvements. These services are determined through the Coordinating Services Agreement.

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

The District is not a component unit of any other primary governmental entity.

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

NOTE 2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

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

Government-Wide and Fund Financial Statements

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

The statement of net position reports all financial and capital resources of the District. The difference between the sum of assets and deferred outflows and the sum of liabilities and deferred inflows is reported as net position.

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

NOTE 2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

Government-Wide and Fund Financial Statements (Continued)

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

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

Measurement Focus, Basis of Accounting, and Financial Statement Presentation

The government-wide financial statements are reported using the economic resources measurement focus and the accrual basis of accounting. Revenues are recorded when earned and expenses are recorded when a liability is incurred, regardless of the timing of related cash flows.

Governmental fund financial statements are reported using the current financial resources measurement focus and the modified accrual basis of accounting. Revenues are recognized as soon as they are both measurable and available. Revenues are considered to be available when they are collectible within the current period or soon enough thereafter to pay liabilities of the current period. For this purpose, the District considers revenues to be available if they are collected within 60 days of the end of the current fiscal period. The major sources of revenue susceptible to accrual are property taxes. All other revenue items are considered to be measurable and available only when cash is received by the District. The District has determined that Developer advances are not considered as revenue susceptible to accrual. Expenditures, other than interest on long-term obligations, are recorded when the liability is incurred or the long-term obligation due.

The District reports the following major governmental fund:

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

Budgets

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

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

NOTE 2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

Pooled Cash and Investments

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

Property Taxes

Property taxes are levied by the District's Board of Directors. The levy is based on assessed valuations determined by the County Assessor generally as of January 1 of each year. The levy is normally set by December 15 by certification to the County Commissioners to put the tax lien on the individual properties as of January 1 of the following year. The County Treasurer collects the determined taxes during the ensuing calendar year. The taxes are payable by April or if in equal installments, at the taxpayer's election, in February and June. Delinquent taxpayers are notified in August and, generally, sale of the tax liens on delinquent properties are held in November or December. The County Treasurer remits the taxes collected monthly to the District.

Property taxes, net of estimated uncollectible taxes, are recorded initially as deferred inflow of resources in the year they are levied and measurable. The unearned property tax revenues are recorded as revenue in the year they are available or collected.

Equity

Net Position

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

Fund Balance

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

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

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

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

NOTE 2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

Equity (Continued)

Fund Balance (Continued)

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

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

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

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

NOTE 3 CASH AND INVESTMENTS

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

Statement of Net Position:

Cash and Investments	\$ 3,500
Total Cash and Investments	<u><u>\$ 3,500</u></u>

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

Deposits with Financial Institutions	\$ 3,500
Total Cash and Investments	<u><u>\$ 3,500</u></u>

Cash Deposits

The Colorado Public Deposit Protection Act (PDPA) requires that all units of local government deposit cash in eligible public depositories. Eligibility is determined by state regulators. Amounts on deposit in excess of federal insurance levels must be collateralized. The eligible collateral is determined by the PDPA. PDPA allows the institution to create a single collateral pool for all public funds. The pool for all the uninsured public deposits as a group is to be maintained by another institution or held in trust. The market value of the collateral must be at least 102% of the aggregate uninsured deposits.

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

NOTE 3 CASH AND INVESTMENTS (CONTINUED)

Cash Deposits (Continued)

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

On December 31, 2024, the District's cash deposits had a bank balance and carrying balance of \$3,500.

As of December 31, 2024, the District had no investments.

NOTE 4 LONG-TERM OBLIGATIONS

The District currently has no long-term obligations.

Authorized Debt

Pursuant to the Service Plan, the District is permitted to issue bond indebtedness of up to \$1,500,000,000, and the eligible electors of the District have authorized the issuance of bond indebtedness of up to \$21,000,000,000.

In the future, the District may issue a portion or all of the remaining authorized but unissued general obligation debt for purposes of providing public improvements to support development as it occurs within the District's service area; however, as of the date of this audit, the amount and timing of any debt issuances is not determinable.

NOTE 5 NET POSITION

The District's Net Position on December 31, 2024 was \$-0-. Pursuant to the Coordinating Services Agreement, the District transfers all revenues to District No. 1.

NOTE 6 RELATED PARTIES

The property within the District is being developed by Western Transport, LLC (the Developer). During 2024, all of the members of the Board of Directors were officers or employees of, or otherwise associated with the Developer or a related entity and may have conflicts of interest in matters involving the District.

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

NOTE 6 RELATED PARTIES (CONTINUED)

District Coordinating Services Agreement (District Nos. 1-5)

Effective as of November 20, 2019, the District and TransPort Metropolitan District No. 1 and Nos.3-5 (collectively, the Coordinating Districts) entered into a District Coordinating Services Agreement (the Coordinating Services Agreement) for the purpose of establishing the respective obligations of the Districts with respect to the coordination, oversight, construction and funding of certain administrative costs of the Coordinating Districts, and costs related to the continued operation and maintenance of certain of the public improvements within such Coordinating Districts. Pursuant to the Coordinating Services Agreement, the District was designated as "financing district".

NOTE 7 RISK MANAGEMENT

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

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

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

NOTE 8 TAX, SPENDING, AND DEBT LIMITATION

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

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

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

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

NOTE 8 TAX, SPENDING, AND DEBT LIMITATION (CONTINUED)

On November 7, 2006, a majority of the District's electors authorized the District to collect and spend or retain in a reserve all currently levied taxes and fees of the District without regard to any limitations under TABOR.

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

OTHER INFORMATION

TRANSPORT METROPOLITAN DISTRICT NO. 2
SCHEDULE OF ASSESSED VALUATION, MILL LEVY, AND PROPERTY TAXES COLLECTED
DECEMBER 31, 2024

Year Ended December 31,	Assessed Valuation	Percent Change	Mills Levied		Total Property Taxes		Percent Collected to Levied
			General Operations	Levied	Levied	Collected	
2019/2020	\$ 563,300	1.3%	70.000	\$ 39,431	\$ 39,431	100.00 %	
2020/2021	1,805,110	220.5%	70.000	126,358	172,054	136.16 %	
2021/2022	2,983,580	65.3%	70.000	208,851	208,851	100.00 %	
2022/2023	3,520,910	18.0%	70.000	246,464	243,664	98.86 %	
2023/2024	21,954,740	523.6%	70.000	1,536,832	1,536,832	100.00 %	
Estimated for Year Ending December 31, 2025	\$ 37,577,390	71.2%	70.129	\$ 2,635,265			

Note:

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

Source: Adams County Assessor and Treasurer.

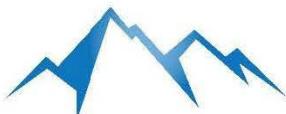
TRANSPORT METROPOLITAN DISTRICT NO. 3
Adams County, Colorado

**FINANCIAL STATEMENTS AND
SUPPLEMENTARY INFORMATION**

YEAR ENDED DECEMBER 31, 2024

TRANSPORT METROPOLITAN DISTRICT NO. 3
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INDEPENDENT AUDITOR'S REPORT

Board of Directors
TransPort Metropolitan District No. 3
Adams County, Colorado

Opinion

We have audited the financial statements of the governmental activities, and each major fund, of TransPort Metropolitan District No. 3, as of and for the year ended December 31, 2024, and the related notes to the financial statements, which collectively comprise TransPort Metropolitan District No. 3's basic financial statements as listed in the table of contents.

In our opinion, the accompanying financial statements present fairly, in all material respects, the respective financial position of the governmental activities, and each major fund, and the aggregate remaining fund information of TransPort Metropolitan District No. 3, as of December 31, 2024, and the respective changes in financial position and, and the respective budgetary comparison for the general fund for the year then ended in accordance with accounting principles generally accepted in the United States of America. for the year then ended in accordance with accounting principles generally accepted in the United States of America.

Basis for Opinion

We conducted our audit in accordance with auditing standards generally accepted in the United States of America (GAAS). Our responsibilities under those standards are further described in the Auditor's Responsibilities for the Audit of the Financial Statements section of our report. We are required to be independent of TransPort Metropolitan District No. 3 and to meet our other ethical responsibilities, in accordance with the relevant ethical requirements relating to our audit. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

Responsibilities of Management for the Financial Statements

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

In preparing the financial statements, management is required to evaluate whether there are conditions or events, considered in the aggregate, that raise substantial doubt about TransPort Metropolitan District No. 3's ability to continue as a going concern for twelve months beyond the financial statement date, including any currently known information that may raise substantial doubt shortly thereafter.

Auditor's Responsibilities for the Audit of the Financial Statements

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

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

In performing an audit in accordance with GAAS, we:

- Exercise professional judgment and maintain professional skepticism throughout the audit.
- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, and design and perform audit procedures responsive to those risks. Such procedures include examining, on a test basis, evidence regarding the amounts and disclosures in the financial statements.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of TransPort Metropolitan District No. 3's internal control. Accordingly, no such opinion is expressed.
- Evaluate the appropriateness of accounting policies used and the reasonableness of significant accounting estimates made by management, as well as evaluate the overall presentation of the financial statements.
- Conclude whether, in our judgment, there are conditions or events, considered in the aggregate, that raise substantial doubt about TransPort Metropolitan District No. 3's ability to continue as a going concern for a reasonable period of time.

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

Required Supplementary Information

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

Supplementary Information

Our audit was conducted for the purpose of forming opinions on the financial statements that collectively comprise TransPort Metropolitan District No. 3's basic financial statements. The supplemental information listed in the table of contents are presented for purposes of additional analysis and are not a required part of the basic financial statements.

The supplemental schedules of Debt Service Fund - Schedule of Revenues, Expenditures and Changes in Fund Balance-Budget and Actual and Capital Projects Fund - Schedule of Revenues, Expenditures and Changes in Fund Balance-Budget and Actual is the responsibility of management and was derived from and relates directly to the underlying accounting and other records used to prepare the basic financial statements. The information has been subjected to the auditing procedures applied in the audit of the basic financial statements and certain additional procedures, including comparing and reconciling such information directly to the underlying accounting and other records used to prepare the basic financial statements or to the basic financial statements

themselves, and other additional procedures in accordance with auditing standards generally accepted in the United States of America. In our opinion, the Debt Service Fund - Schedule of Revenues, Expenditures and Changes in Fund Balance-Budget and Actual and Capital Projects Fund - Schedule of Revenues, Expenditures and Changes in Fund Balance-Budget and Actual are fairly stated, in all material respects, in relation to the basic financial statements as a whole.

The Schedule of Debt Service Requirements to Maturity and Schedule of Assessed Valuation, Mill Levy and Property Taxes Collected have not been subjected to the auditing procedures applied in the audit of the basic financial statements, and accordingly, we do not express any opinion or provide any assurance on them.

Watson Coon Ryan, LLC

Watson Coon Ryan, LLC
December 30, 2025
Centennial, Colorado

BASIC FINANCIAL STATEMENTS

TRANSPORT METROPOLITAN DISTRICT NO. 3
STATEMENT OF NET POSITION
DECEMBER 31, 2024

	<u>Governmental Activities</u>
ASSETS	
Cash and Investments	\$ 4,051
Cash and Investments - Restricted	5,786,722
Property Tax Receivable	1,386
Receivable from County Treasurer	5
Total Assets	<u>5,792,164</u>
LIABILITIES	
Due to Transport MD1	57
Accrued Bond Interest	341,191
Noncurrent Liabilities:	
Due in More Than One Year	<u>97,644,190</u>
Total Liabilities	<u>97,985,438</u>
DEFERRED INFLOWS OF RESOURCES	
Deferred Property Tax	1,386
Total Deferred Inflows of Resources	<u>1,386</u>
NET POSITION	
Restricted for:	
Debt Service	5,790,722
Net Position - Unrestricted	<u>(97,985,382)</u>
Total Net Position	<u>\$ (92,194,660)</u>

See accompanying Notes to Financial Statements.

TRANSPORT METROPOLITAN DISTRICT NO. 3
STATEMENT OF ACTIVITIES
YEAR ENDED DECEMBER 31, 2024

	Program Revenues			Net Revenues (Expenses) and Changes in Net Position
	Charges for Services	Operating Grants and Contributions	Capital Grants and Contributions	
	Expenses			Governmental Activities
FUNCTIONS/PROGRAMS				
Primary Government:				
Governmental Activities:				
General Government	\$ 290	\$ -	\$ -	\$ (290)
Interest on Long-Term Debt and Related Costs	4,804,072	-	-	(4,804,072)
Total Governmental Activities	<u>\$ 4,804,362</u>	<u>\$ -</u>	<u>\$ -</u>	<u>(4,804,362)</u>
GENERAL REVENUES				
Property Taxes				1,375
Specific Ownership Taxes				71
ARI - Aurora Regional Improvement Tax				27
Interest Income				396,978
Other Revenue				1
Total General Revenues and Transfers				<u>398,452</u>
CHANGES IN NET POSITION				
Net Position - Beginning of Year				<u>(4,405,910)</u>
NET POSITION - END OF YEAR				<u>\$ (92,194,660)</u>

See accompanying Notes to Financial Statements.

TRANSPORT METROPOLITAN DISTRICT NO. 3
BALANCE SHEET – GOVERNMENTAL FUNDS
DECEMBER 31, 2024

	General	Debt Service	Capital Projects	Total Governmental Funds
ASSETS				
Cash and Investments	\$ 56	\$ 3,995	\$ -	\$ 4,051
Cash and Investments - Restricted	- 1	5,786,722 4	- -	5,786,722 5
Receivable from County Treasurer	272	1,114	- -	1,386
Total Assets	\$ 329	\$ 5,791,835	\$ -	\$ 5,792,164
LIABILITIES, DEFERRED INFLOWS OF RESOURCES, AND FUND BALANCES				
LIABILITIES				
Due to Transport MD1	\$ 57	\$ -	\$ -	\$ 57
Total Liabilities	57	-	-	57
DEFERRED INFLOWS OF RESOURCES				
Deferred Property Tax	272	1,114	- -	1,386
Total Deferred Inflows of Resources	272	1,114	-	1,386
FUND BALANCES				
Restricted for:				
Debt Service	- -	5,790,721 -	- -	5,790,721
Total Fund Balances	- -	5,790,721 -	- -	5,790,721
Total Liabilities, Deferred Inflows of Resources, and Fund Balances	\$ 329	\$ 5,791,835	\$ -	
Amounts reported for governmental activities in the statement of net position are different because:				
Long-term liabilities, including bonds payable, are not due and payable in the current period and, therefore, are not reported in the funds.				
Accrued Bond Interest				(341,191)
Bonds Payable				<u>(97,644,190)</u>
Net Position of Governmental Activities				<u>\$ (92,194,660)</u>

See accompanying Notes to Financial Statements.

TRANSPORT METROPOLITAN DISTRICT NO. 3
STATEMENT OF REVENUES, EXPENDITURES, AND CHANGES
IN FUND BALANCES – GOVERNMENTAL FUNDS
YEAR ENDED DECEMBER 31, 2024

	General	Debt Service	Capital Projects	Total Governmental Funds
REVENUES				
Property Taxes	\$ 275	\$ 1,100	\$ -	\$ 1,375
ARI - Aurora Regional Improvement Tax	- 27	27	-	27
Specific Ownership Taxes	14	57	-	71
Interest Income	- 396,974	396,974	4	396,978
Other Revenue	1	-	-	1
Total Revenues	<u>290</u>	<u>398,158</u>	<u>4</u>	<u>398,452</u>
EXPENDITURES				
County Treasurer's Fee	4	17	-	21
Intergovernmental Expenditures	286	-	-	286
Bond Interest	- 4,094,287	4,094,287	-	4,094,287
Paying Agent Fees	- 6,000	6,000	-	6,000
Total Expenditures	<u>290</u>	<u>4,100,304</u>	<u>-</u>	<u>4,100,594</u>
OTHER FINANCING SOURCES (USES)				
Transfers In (Out) from Other Fund	- 584	(584)	-	-
Total Other Financing Sources (Uses)	<u>- 584</u>	<u>(584)</u>	<u>-</u>	<u>-</u>
NET CHANGE IN FUND BALANCES				
Fund Balances - Beginning of Year	- 9,492,283	580	(580)	(3,702,142)
FUND BALANCES - END OF YEAR	<u>\$ - 5,790,721</u>	<u>\$ -</u>	<u>\$ -</u>	<u>\$ 5,790,721</u>

See accompanying Notes to Financial Statements.

TRANSPORT METROPOLITAN DISTRICT NO. 3
RECONCILIATION OF THE STATEMENT OF REVENUES, EXPENDITURES, AND CHANGES
IN FUND BALANCES OF THE GOVERNMENTAL FUNDS TO THE STATEMENT OF ACTIVITIES
YEAR ENDED DECEMBER 31, 2024

Net Change in Fund Balances - Total Governmental Funds \$ (3,702,142)

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

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

Accretion of 2021 A-2 Bonds	(745,298)
Amortization of Bond Premium	<u>41,530</u>
Changes in Net Position of Governmental Activities	<u><u>\$ (4,405,910)</u></u>

TRANSPORT METROPOLITAN DISTRICT NO. 3
GENERAL FUND – STATEMENT OF REVENUES, EXPENDITURES, AND
CHANGES IN FUND BALANCE – BUDGET AND ACTUAL
YEAR ENDED DECEMBER 31, 2024

	Original and Final Budget	Actual Amounts	Variance with Final Budget Positive (Negative)
REVENUES			
Property Taxes	\$ 272	\$ 275	\$ 3
Specific Ownership Taxes	19	14	(5)
Interest Income	-	-	-
Other Revenue	709	1	(708)
Total Revenues	1,000	290	(710)
EXPENDITURES			
Contingency	709	-	709
County Treasurer's Fee	4	4	-
Intergovernmental Expenditures	287	286	1
Total Expenditures	1,000	290	710
NET CHANGE IN FUND BALANCE			
Fund Balance - Beginning of Year	-	-	-
FUND BALANCE - END OF YEAR	\$ -	\$ -	\$ -

See accompanying Notes to Financial Statements.

TRANSPORT METROPOLITAN DISTRICT NO. 3
NOTES TO FINANCIAL STATEMENTS
DECEMBER 31, 2024

NOTE 1 DEFINITION OF REPORTING ENTITY

TransPort Metropolitan District No. 3 (the District), a quasi-municipal corporation and a political subdivision of the state of Colorado, which is located in the City of Aurora was organized following an election held on November 7, 2006 and is governed pursuant to provisions of the Colorado Special District Act (Title 32, Article 1, Colorado Revised Statutes).

The District, together with TransPort Metropolitan District Nos. 1-2, 4-15 (collectively the Districts) are collectively undertaking the financing and construction of certain public improvements within the boundaries of the Districts. The service plans for the Districts authorize the Districts to enter into certain intergovernmental cost sharing and recovery agreements which govern the relationships between and among the Districts with respect to financing, construction and operation of the public improvements. These services are determined through the Coordinating Services Agreement.

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

The District is not a component unit of any other primary governmental entity.

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

NOTE 2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

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

Government-Wide and Fund Financial Statements

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

The statement of net position reports all financial and capital resources of the District. The difference between the sum of assets and deferred outflows and the sum of liabilities and deferred inflows is reported as net position.

**TRANSPORT METROPOLITAN DISTRICT NO. 3
NOTES TO FINANCIAL STATEMENTS
DECEMBER 31, 2024**

NOTE 2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

Government-Wide and Fund Financial Statements (Continued)

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

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

Measurement Focus, Basis of Accounting, and Financial Statement Presentation

The government-wide financial statements are reported using the economic resources measurement focus and the accrual basis of accounting. Revenues are recorded when earned and expenses are recorded when a liability is incurred, regardless of the timing of related cash flows.

Governmental fund financial statements are reported using the current financial resources measurement focus and the modified accrual basis of accounting. Revenues are recognized as soon as they are both measurable and available. Revenues are considered to be available when they are collectible within the current period or soon enough thereafter to pay liabilities of the current period. For this purpose, the District considers revenues to be available if they are collected within 60 days of the end of the current fiscal period. The major sources of revenue susceptible to accrual are property taxes. All other revenue items are considered to be measurable and available only when cash is received by the District. The District has determined that Developer advances are not considered as revenue susceptible to accrual. Expenditures, other than interest on long-term obligations, are recorded when the liability is incurred or the long-term obligation due.

The District reports the following major governmental funds:

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

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

The Capital Projects Fund is used to account for financial resources to be used for the acquisition and construction of capital equipment and facilities.

TRANSPORT METROPOLITAN DISTRICT NO. 3
NOTES TO FINANCIAL STATEMENTS
DECEMBER 31, 2024

NOTE 2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

Budgets

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

The District amended its annual budget for the year ended December 31, 2024.

Pooled Cash and Investments

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

Property Taxes

Property taxes are levied by the District's board of directors. The levy is based on assessed valuations determined by the County Assessor generally as of January 1 of each year. The levy is normally set by December 15 by certification to the County Commissioners to put the tax lien on the individual properties as of January 1 of the following year. The County Treasurer collects the determined taxes during the ensuing calendar year. The taxes are payable by April or if in equal installments, at the taxpayer's election, in February and June. Delinquent taxpayers are notified in August and, generally, sale of the tax liens on delinquent properties are held in November or December. The County Treasurer remits the taxes collected monthly to the District.

Property taxes, net of estimated uncollectible taxes, are recorded initially as deferred inflow of resources in the year they are levied and measurable. The unearned property tax revenues are recorded as revenue in the year they are available or collected.

Deferred Inflows of Resources

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

TRANSPORT METROPOLITAN DISTRICT NO. 3
NOTES TO FINANCIAL STATEMENTS
DECEMBER 31, 2024

NOTE 2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

Equity

Net Position

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

Fund Balance

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

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

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

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

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

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

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

TRANSPORT METROPOLITAN DISTRICT NO. 3
NOTES TO FINANCIAL STATEMENTS
DECEMBER 31, 2024

NOTE 3 CASH AND INVESTMENTS

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

Statement of Net Position:

Cash and Investments	\$ 4,051
Cash and Investments - Restricted	<u>5,786,722</u>
Total Cash and Investments	<u><u>\$ 5,790,773</u></u>

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

Deposits with Financial Institutions	\$ 4,051
Investments	<u>5,786,722</u>
Total Cash and Investments	<u><u>\$ 5,790,773</u></u>

Cash Deposits

The Colorado Public Deposit Protection Act (PDPA) requires that all units of local government deposit cash in eligible public depositories. Eligibility is determined by state regulators. Amounts on deposit in excess of federal insurance levels must be collateralized. The eligible collateral is determined by the PDPA. PDPA allows the institution to create a single collateral pool for all public funds. The pool for all the uninsured public deposits as a group is to be maintained by another institution or held in trust. The market value of the collateral must be at least 102% of the aggregate uninsured deposits.

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

As of December 31, 2024, the District had cash deposits of \$4,051.

Investments

The District has not adopted a formal investment policy, but it follows state statutes regarding investments.

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

Colorado revised statutes limit investment maturities to five years or less unless formally approved by the board of directors. Such actions are generally associated with a debt service reserve or sinking fund requirements.

TRANSPORT METROPOLITAN DISTRICT NO. 3
NOTES TO FINANCIAL STATEMENTS
DECEMBER 31, 2024

NOTE 3 CASH AND INVESTMENTS (CONTINUED)

Investments (Continued)

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

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

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

Investment	Maturity	Amount
Morgan Stanley Institutional Liquidity Funds (MSILF) Treasury	Weighted-Average Under 60 Days	\$ 5,786,722
Total		\$ 5,786,722

Fair Value Measurement

The District Categorizes its fair value measurements within the fair value hierarchy established by the generally accepted accounting principles. The hierarchy is based on the valuation inputs used to measure the fair value of the asset. Level 1 inputs are the quoted prices in active markets for identical assets; Level 2 inputs are significant other observable inputs; Level 3 inputs are significant unobservable inputs.

The District has the following recurring fair value measurements as of December 31, 2022:

Level 1 Inputs

Morgan Stanley Institutional Liquidity Funds

On December 31, 2024, all of District's funds held in trust accounts at United Missouri Bank were invested in the Morgan Stanley Institutional Liquidity Funds Treasury Portfolio. This portfolio is managed by Morgan Stanley, each share is equal in value to \$1.00 and is valued at Fair Market Value. The fund is AAA rated and invests in a process that seeks to select maturities based on the shape of the money market yield curve and on expectations as to future shifts in the level and shape of the curve, taking into consideration such factors as current short-term interest rates, Federal Reserve policy regarding interest rates, and U.S. economic activity. The average maturity of the underlying securities is 90 days or less.

TRANSPORT METROPOLITAN DISTRICT NO. 3
NOTES TO FINANCIAL STATEMENTS
DECEMBER 31, 2024

NOTE 4 LONG-TERM OBLIGATIONS

The following is an analysis of changes in the District's long-term obligations for the year ended December 31, 2024:

	Balance - December 31, 2023	Additions	Retirements	Balance - December 31, 2024	Due Within One Year
Governmental Activities:					
Bonds Payable					
General Obligation Limited Tax:					
Series 2021A-1	\$ 82,745,000	\$ -	\$ -	\$ 82,745,000	\$ -
Series 2021A-1 Premium	827,738	-	41,530	786,208	-
Series 2021A-2	13,367,684	745,298	-	14,112,982	-
Total	<u><u>\$ 96,940,422</u></u>	<u><u>\$ 745,298</u></u>	<u><u>\$ 41,530</u></u>	<u><u>\$ 97,644,190</u></u>	<u><u>\$ -</u></u>

The details of the District's general obligation bonds outstanding during 2024 are as follows:

General Obligation Limited Tax Bonds, Series 2021A-1 (the 2021A-1 Bonds) and General Obligation Limited Tax Convertible Capital Appreciation Bonds, Series 2021A-2 (the 2021A-2 Bonds, and with the 2021A-1 Bonds, the Bonds)

Bond Proceeds

The District issued the Bonds on February 9, 2021, in the par amounts of \$82,745,000 for the 2021A-1 Bonds and \$11,476,725 (Original Principal Amount) and \$14,900,000 (Value at end of Accretion Period) for the 2021A-2 Bonds.

Proceeds from the sale of the Bonds are used to: (i) finance and/or reimburse the costs of acquisition, construction, and installation of certain public improvements; (ii) fund capitalized interest on the 2021A-1 Bonds; (iii) fund an initial deposit to the Surplus Fund; and (iv) pay other costs of issuance of the Bonds.

2021A-1 Bonds

The 2021A-1 Bonds bear interest at rates ranging from 4.125% to 5.000% (yield 4.870%), payable semi-annually on June 1 and December 1, beginning on June 1, 2021.

The 2021A-1 Bonds were issued as three term bonds that have annual mandatory sinking fund principal payments due annually on December 1, beginning on December 1, 2028. The 2021A-1 Bonds mature on December 1, 2051.

To the extent principal of any 2021A-1 Bond is not paid when due, such principal shall remain outstanding until paid and shall continue to bear interest at the rate then borne by the 2021A-1 Bond. To the extent interest on any 2021A-1 Bond is not paid when due, such interest shall compound semi-annually on each interest payment date at the rate borne by the 2021A-1 Bond.

**TRANSPORT METROPOLITAN DISTRICT NO. 3
NOTES TO FINANCIAL STATEMENTS
DECEMBER 31, 2024**

NOTE 4 LONG-TERM OBLIGATIONS (CONTINUED)

Bond Proceeds (Continued)

2021A-2 Bonds

The 2021A-2 Bonds were issued as capital accretion bonds that automatically convert to current interest bonds on December 1, 2025. Prior to conversion to current interest bonds, the 2021A-2 Bonds do not pay current interest, rather they accrete in value at an annual yield equal to 5.500%. The accreted amount compounds semi-annually on each June 1 and December 1, to but not including December 1, 2025. Such accreted amount, together with the original principal amount of the 2021A-2 Bonds, bears interest at the interest rate borne by the 2021A-2 Bonds upon conversion to current interest bonds.

The accreted principal balance at conversion on December 1, 2025, is expected to be \$14,900,000. Upon conversion to current interest bonds, the 2021A-2 Bonds will bear interest at a rate of 5.500%, payable semi-annually on June 1 and December 1, commencing on June 1, 2026. Annual principal payments are due on December 1 of each year beginning December 1, 2028. The 2021A-2 Bonds mature on December 1, 2051.

On and after conversion to current interest bonds, to the extent principal of any 2021A-2 Bond is not paid when due, such principal shall remain outstanding until paid, and shall continue to bear interest at the rate then borne by the 2021A-2 Bond. To the extent interest on any 2021A-2 Bond is not paid when due, such unpaid interest shall compound semi-annually on each interest payment date at the rate borne by the 2021A-2 Bond.

Optional Redemption

The Bonds are subject to redemption prior to maturity, at the option of the District, on March 1, 2026, and on any date thereafter, upon payment of par, accrued interest, and a redemption premium equal to a percentage of the principal amount so redeemed as follows:

<u>Date of Redemption</u>	<u>Redemption Premium</u>
March 1, 2026, to February 28, 2027	3.00%
March 1, 2027, to February 29, 2028	2.00
March 1, 2028, to February 28, 2029	1.00
March 1, 2029, and Thereafter	0.00

**TRANSPORT METROPOLITAN DISTRICT NO. 3
NOTES TO FINANCIAL STATEMENTS
DECEMBER 31, 2024**

NOTE 4 LONG-TERM OBLIGATIONS (CONTINUED)

Mandatory Extraordinary Redemption

The Bonds are subject to mandatory extraordinary redemption in integral multiples of \$1,000 on the January 15 immediately succeeding the Partial Surplus Fund Release Date, if any, solely from and to the extent of moneys on deposit in the Surplus Fund in excess of the amount of the initial deposit made thereto, at a redemption price equal to the principal amount thereof to be redeemed, with no redemption premium, plus interest accrued to the redemption date. The Partial Surplus Release Date means (i) the first date on which the Debt to Assessed Ratio is 50% or less, and no amounts of principal or interest on the Bonds are due but unpaid; and (ii) for each year following the first Partial Surplus Fund Release Date, the first date on which no amounts of principal or interest on the Bonds are due but unpaid and the Surplus Fund is funded in the amount of the Maximum Surplus Amount. On the Partial Surplus Fund Release Date, the Trustee shall determine the amount, if any, on deposit in the Surplus Fund in excess of the amount of the initial deposit made thereto and, without any further direction required from the District, shall take such actions as may be necessary to redeem as many Bonds as can be redeemed with such moneys on the immediately succeeding January 15, subject to the following:

i) Bonds to be redeemed shall be selected first from any Outstanding Series 2021A-2 Bonds, and, only after all Outstanding Series 2021A-2 Bonds have been redeemed, then from any outstanding Series 2021A-1 Bonds; and (ii) within each series, Bonds shall be selected for redemption in inverse order of maturity.

Pledged Revenue

The Bonds are secured by and payable solely from and to the extent of Pledged Revenue which means:

- (a) the Required Mill Levy
- (b) the portion of the Specific Ownership Tax which is collected as a result of imposition of the Required Mill Levy; and
- (c) any other legally available moneys which the District determines, in its absolute discretion, to transfer to the Trustee for application as Pledged Revenue.

Required Mill Levy

The District has covenanted to impose a Required Mill Levy upon all taxable property of the District each year in an amount sufficient to pay the Bonds when due, but (i) not in excess of 50 mills less the number of mills necessary to pay any unlimited mill levy debt (subject to adjustment for changes in the method of calculating assessed valuation after January 1, 2004); and (ii) not less than 40 mills (subject to adjustment) less the number of mills necessary to pay any unlimited mill levy debt, or such lesser mill levy which will pay the Bonds when due and will fund the Surplus Fund up to the Maximum Surplus Amount.

TRANSPORT METROPOLITAN DISTRICT NO. 3
NOTES TO FINANCIAL STATEMENTS
DECEMBER 31, 2024

NOTE 4 LONG-TERM OBLIGATIONS (CONTINUED)

Additional Security

The 2021A-1 Bonds are additionally secured by capitalized interest which was funded from proceeds of the 2021A-1 Bonds in the amount of \$12,282,863. In addition, the Bonds are secured by the Surplus Fund which was partially funded from proceeds of the Bonds in the amount of \$8,070,000.

Pledged Revenue that is not needed to pay debt service on the Bonds in any year will be deposited to and held in the Surplus Fund, up to the Maximum Surplus Amount. Prior to the Partial Surplus Fund Release Date, the Maximum Surplus Amount is \$16,549,000 and after the Partial Surplus Fund Release Date, the Maximum Surplus Amount is \$8,070,000.

As of December 31, 2024, the balance in the capitalized interest account is \$2,939 and the balance in the Surplus Fund is \$5,783,783.

Debt Service

The outstanding principal and interest of the 2021A-1 Bonds are due as follows:

<u>Year Ending December 31,</u>	<u>Principal</u>	<u>Interest</u>	<u>Total</u>
2025	\$ -	\$ 4,094,288	\$ 4,094,288
2026	-	4,094,288	4,094,288
2027	-	4,094,287	4,094,287
2028	440,000	4,094,287	4,534,287
2029	1,100,000	4,076,137	5,176,137
2030-2034	9,485,000	19,378,462	28,863,462
2035-2039	13,600,000	16,665,500	30,265,500
2040-2044	19,125,000	12,741,750	31,866,750
2045-2049	26,120,000	7,296,750	33,416,750
2050-2051	12,875,000	973,500	13,848,500
Total	\$ 82,745,000	\$ 77,509,249	\$ 160,254,249

The outstanding principal and interest of the 2021A-2 Bonds are due as follows:

<u>Year Ending December 31,</u>	<u>Principal</u>	<u>Interest</u>	<u>Total</u>
2025	\$ -	\$ -	\$ -
2026	-	819,500	819,500
2027	-	819,500	819,500
2028	40,000	819,500	859,500
2029	165,000	817,300	982,300
2030-2034	1,595,000	3,880,800	5,475,800
2035-2039	2,385,000	3,359,675	5,744,675
2040-2044	3,450,000	2,594,075	6,044,075
2045-2049	4,835,000	1,501,500	6,336,500
2050-2051	2,430,000	202,125	2,632,125
Total	\$ 14,900,000	\$ 14,813,975	\$ 29,713,975

**TRANSPORT METROPOLITAN DISTRICT NO. 3
NOTES TO FINANCIAL STATEMENTS
DECEMBER 31, 2024**

NOTE 4 LONG-TERM OBLIGATIONS (CONTINUED)

Debt Authorization

As of December 31, 2024, the District had remaining voted debt authorization of approximately \$20,905,778,275.

In the future, the District may issue a portion or all of the remaining authorized but unissued general obligation debt for purposes of providing public improvements to the District.

NOTE 5 NET POSITION

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

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

	<u>Governmental Activities</u>
Restricted Net Position:	
Debt Service Reserve	<u>\$ 5,790,722</u>
Total Restricted Net Position	<u>\$ 5,790,722</u>

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

NOTE 6 AGREEMENTS

District Coordinating Services Agreement (District Nos. 1-4)

Effective February 5, 2020, the District and TransPort Metropolitan District Nos. 1-2 & 4 (collectively, the Coordinating Districts) entered into a District Coordinating Services Agreement (the Coordinating Services Agreement) for the purpose of establishing the respective obligations of the Coordinating Districts with respect to the coordination, oversight, construction and funding of certain administrative costs of the Coordinating Districts, and costs related to the continued operation and maintenance of certain of the public improvements within such Coordinating Districts. Pursuant to the Coordinating Services Agreement, the District and TransPort Metropolitan District Nos. 2 & 4 were designated as the "financing districts". TransPort Metropolitan District No. 1 was designated as the "coordinating district".

**TRANSPORT METROPOLITAN DISTRICT NO. 3
NOTES TO FINANCIAL STATEMENTS
DECEMBER 31, 2024**

NOTE 7 INTERGOVERNMENTAL AGREEMENTS

Service Plan Intergovernmental Agreement with the City of Aurora

The Service Plan for the District includes authorization for the District to provide for the planning, design, acquisition, construction, installation, relocation and/or redevelopment and a contribution to the funding of the Regional Improvements. The District shall impose the ARI Mill Levy. Effective in 2022, the District imposed a mill levy of one (1) mill, dedicated and pledged to the City for this purpose.

NOTE 8 RELATED PARTIES

The property within the District is being developed by Western Transport, LLC, (Developer). During 2024, all of the members of the board of directors were officers or employees of, or otherwise associated with the Developer or a related entity and may have conflicts of interest in matters involving the District.

NOTE 9 INTERFUND TRANSFERS

The transfers between Capital Projects Fund and Debt Service Fund was to eliminate the Capital Project Fund and transfer its remainder balance to the Debt Service Fund.

NOTE 10 RISK MANAGEMENT

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

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

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

**TRANSPORT METROPOLITAN DISTRICT NO. 3
NOTES TO FINANCIAL STATEMENTS
DECEMBER 31, 2024**

NOTE 11 TAX, SPENDING, AND DEBT LIMITATION

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

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

TABOR requires local governments to establish Emergency Reserves. These reserves must be at least 3% of Fiscal Year Spending (excluding bonded debt service). Local governments are not allowed to use the Emergency Reserves to compensate for economic conditions, revenue shortfalls, or salary or benefit increases. As of December 31, 2024, the District has not provided for an emergency reserve fund equal to at least 3% of the fiscal year spending, as defined under TABOR, because net tax revenue is transferred to District No. 1, which provides for the required reserve amount.

On November 7, 2006, a majority of the District's electors authorized the District to collect and spend or retain in a reserve all currently levied taxes and fees of the District without regard to any limitations under TABOR.

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

SUPPLEMENTARY INFORMATION

TRANSPORT METROPOLITAN DISTRICT NO. 3
DEBT SERVICE FUND – SCHEDULE OF REVENUES, EXPENDITURES, AND
CHANGES IN FUND BALANCE – BUDGET AND ACTUAL
YEAR ENDED DECEMBER 31, 2024

	Original and Final Budget	Actual Amounts	Variance with Final Budget Positive (Negative)
REVENUES			
Property Taxes	\$ 1,087	\$ 1,100	\$ 13
Specific Ownership Taxes	76	57	(19)
ARI - Aurora Regional Improvement Tax	27	27	-
Interest Income	473,810	396,974	(76,836)
Total Revenues	475,000	398,158	(76,842)
EXPENDITURES			
County Treasurer's Fee	16	17	(1)
Paying Agent Fees	6,000	6,000	-
Bond Interest	4,094,288	4,094,287	1
Contingency	9,696	-	9,696
Total Expenditures	4,110,000	4,100,304	9,696
OTHER FINANCING SOURCES (USES)			
Transfers From Other Funds	-	584	584
Total Other Financing Sources	-	584	584
NET CHANGE IN FUND BALANCE			
Fund Balance - Beginning of Year	(3,635,000)	(3,701,562)	(66,562)
FUND BALANCE - END OF YEAR	\$ 5,836,471	\$ 5,790,721	\$ (45,750)

TRANSPORT METROPOLITAN DISTRICT NO. 3
CAPITAL PROJECTS FUND – SCHEDULE OF REVENUES, EXPENDITURES, AND
CHANGES IN FUND BALANCE – BUDGET AND ACTUAL
YEAR ENDED DECEMBER 31, 2024

	Budget		Actual Amounts	Variance with Final Budget Positive (Negative)
	Original	Final		
REVENUES				
Interest Income	\$ -	\$ 4	\$ 4	\$ -
Total Revenues	<hr/> -	<hr/> 4	<hr/> 4	<hr/> -
EXPENDITURES				
Total Expenditures	<hr/> -	<hr/> -	<hr/> -	<hr/> -
OTHER FINANCING SOURCES (USES)				
Transfers to Other Fund	<hr/> -	<hr/> (584)	<hr/> (584)	<hr/> -
Total Other Financing Uses	<hr/> -	<hr/> (584)	<hr/> (584)	<hr/> -
NET CHANGE IN FUND BALANCE				
Fund Balance - Beginning of Year	<hr/> -	<hr/> 580	<hr/> 580	<hr/> -
FUND BALANCE - END OF YEAR	<hr/> \$ -	<hr/> \$ -	<hr/> \$ -	<hr/> \$ -

OTHER INFORMATION

TRANSPORT METROPOLITAN DISTRICT NO. 3
SCHEDULE OF DEBT SERVICE REQUIREMENTS TO MATURITY
DECEMBER 31, 2024

Year Ending December 31,	Series 2021A-1				Series 2021A-2			
	\$82,745,000 General Obligation Limited Tax Bonds		\$14,900,000 General Obligation Convertible Capital Appreciation Bonds					
	Dated February 9, 2021				Dated February 9, 2021			
	Principal		Interest		Principal		Interest	Annual Total
2025	\$ -		\$ 4,094,288		\$ -		\$ -	\$ 4,094,288
2026			4,094,288				819,500	4,913,788
2027			4,094,287				819,500	4,913,787
2028	440,000		4,094,287		40,000		819,500	5,393,787
2029	1,100,000		4,076,137		165,000		817,300	6,158,437
2030	1,650,000		4,030,762		270,000		808,225	6,758,987
2031	1,720,000		3,962,700		285,000		793,375	6,761,075
2032	1,905,000		3,891,750		320,000		777,700	6,894,450
2033	1,995,000		3,796,500		340,000		760,100	6,891,600
2034	2,215,000		3,696,750		380,000		741,400	7,033,150
2035	2,325,000		3,586,000		405,000		720,500	7,036,500
2036	2,560,000		3,469,750		445,000		698,225	7,172,975
2037	2,685,000		3,341,750		470,000		673,750	7,170,500
2038	2,940,000		3,207,500		520,000		647,900	7,315,400
2039	3,090,000		3,060,500		545,000		619,300	7,314,800
2040	3,365,000		2,906,000		600,000		589,325	7,460,325
2041	3,535,000		2,737,750		630,000		556,325	7,459,075
2042	3,835,000		2,561,000		695,000		521,675	7,612,675
2043	4,030,000		2,369,250		730,000		483,450	7,612,700
2044	4,360,000		2,167,750		795,000		443,300	7,766,050
2045	4,575,000		1,949,750		835,000		399,575	7,759,325
2046	4,935,000		1,721,000		910,000		353,650	7,919,650
2047	5,180,000		1,474,250		960,000		303,600	7,917,850
2048	5,575,000		1,215,250		1,035,000		250,800	8,076,050
2049	5,855,000		936,500		1,095,000		193,875	8,080,375
2050	6,280,000		643,750		1,185,000		133,650	8,242,400
2051	6,595,000		329,750		1,245,000		68,475	8,238,225
Total	<u>\$ 82,745,000</u>		<u>\$ 77,509,249</u>		<u>\$ 14,900,000</u>		<u>\$ 14,813,975</u>	<u>\$ 189,968,224</u>

TRANSPORT METROPOLITAN DISTRICT NO. 3
SCHEDULE OF ASSESSED VALUATION, MILL LEVY, AND PROPERTY TAXES COLLECTED
DECEMBER 31, 2024

TRANSPORT METROPOLITAN DISTRICT NO.3
SUMMARY OF ASSESSED VALUATION, MILL LEVY AND PROPERTY TAXES COLLECTED
December 31, 2024

Year Ended <u>December 31,</u>	Assessed Valuation	Total Mills Levied			Total Property Taxes		Percent Collected to Levied
		General Operations	Debt Service	Special Abatement	Levied	Collected	
2019/2020	\$ 52,650	50.000	-	-	2,819	2,632	93.37 %
2020/2021	59,780	50.000	-	-	2,989	2,989	100.00 %
2021/2022	30,880	10.000	40.000	1.000	1,575	1,575	100.00 %
2022/2023	32,910	10.000	40.000	1.000	1,678	1,678	100.00 %
2023/2024	27,180	10.000	40.000	1.000	1,386	1,375	99.21 %
Estimated for Year Ending December 31, 2025	\$ 27,180	10.000	40.000	1.000	1,386		

Note:

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