

WINDLER METROPOLITAN DISTRICT NOS. 1-9

AND

WINDLER OPERATIONS METROPOLITAN DISTRICT

2023 CONSOLIDATED ANNUAL REPORT

**WINDLER METROPOLITAN DISTRICT NOS. 1-9
AND
WINDLER OPERATIONS METROPOLITAN DISTRICT
2023 CONSOLIDATED ANNUAL REPORT
TO
THE CITY OF AURORA**

Pursuant to §32-1-207(3)(c), and the Second Amended and Restated Service Plan for Windler Metropolitan District No. 1*, formerly known as WH Metropolitan District No. 1 (“**District No. 1**”), and the Consolidated Service Plan for Windler Metropolitan District Nos. 2-9* and Windler Operations Metropolitan District (the “**Operations District**”), formerly known as WH Metropolitan District Nos. 2-10 (collectively the “**Districts**”), the Districts are required to provide an annual report to the City of Aurora (the “**City**”). The report is to include information concerning matters which occurred during the prior fiscal year.

For the year ending December 31, 2023, the Districts make the following report:

Service Plan Requirements

- 1. Boundary changes made or proposed to the Districts’ boundaries as of December 31 of the prior year.**

The Operations District recorded an Order for Inclusion of property granted on June 9, 2023 and recorded on June 16, 2023 at Reception #: 2023000034000.

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

A copy of the Infrastructure Acquisition Agreement between Windler Operations Metropolitan District and Windler Public Improvement Authority, dated January 26, 2023, is attached hereto as **Exhibit A**.

- 3. Copies of the Districts’ rules and regulations, if any, as of December 31 of the prior year.**

As of December 31, 2023, the Districts have not adopted any rules and regulations.

- 4. A summary of any litigation which involves the Districts’ Public Improvements as of December 31 of the prior year.**

To our actual knowledge, based on review of the court records in Adams County, Colorado and the Public Access to Court Electronic Records (PACER), there is no litigation involving the Districts’ Public Improvements as of December 31, 2023.

- 5. Status of the Districts’ construction of the public improvements as of December 31 of the prior year.**

As of December 31, 2023, the Districts had not constructed any public improvements. Windler Public Improvement Authority completed the following public improvements in 2023:

- ◆ Mass grading earthwork improvements.
- ◆ 36” Steel waterline replacement along the future Denali alignment.

6. A list of all facilities and improvements constructed by the Districts that have been dedicated to and accepted by the City as of December 31 of the prior year.

The Districts did not construct any facilities or improvements dedicated to or accepted by the City in 2023. Windler Public Improvement Authority received initial acceptance of the 36” steel waterline from the City on from June 28, 2023.

7. The assessed valuation of the Districts for the current year.

The Districts’ final assessed valuations are as follows:

Windler Metropolitan District No. 1	\$ 28,100
Windler Metropolitan District No. 2	\$ 10
Windler Metropolitan District No. 3	\$ 10
Windler Metropolitan District No. 4	\$ 10
Windler Metropolitan District No. 5	\$ 10
Windler Metropolitan District No. 6	\$ 10
Windler Metropolitan District No. 7	\$ 10
Windler Metropolitan District No. 8	\$ 10
Windler Metropolitan District No. 9	\$ 10
Windler Operations Metropolitan District	\$ 10

8. Current year budget including a description of the public improvements to be constructed in such year.

The 2024 budgets are attached hereto as **Exhibit B**. As of the date of filing this report, the Districts do not plan to construct any public improvements.

Windler Public Improvement Authority anticipates constructing the following public improvements in 2024:

Continuing Construction of:

- ◆ Mass grading remaining earthwork.
- ◆ E-470 and 48th Avenue Interchange project including ramps and 48th Ave improvements.
- ◆ 56th Avenue utility improvements along the southside of 56th Avenue from E-470 to Harvest.
- ◆ 48th Avenue roadway and utility improvements from E-470 to Tibet.
- ◆ Wenatchee roadway and utility improvements from 48th Avenue to the south project boundary.

- ◆ Tributary T channel improvements in the southwest parcel of the Windler property.
- ◆
- ◆ Starting Construction of:
- ◆ Denali Street roadway and utility improvements from 48th Ave to 56th Ave.
- ◆ 1881 Park site and building improvements on the Windler southwest property parcel.
- ◆ Discovery Park site and building improvements contained within the Denali alignment.
- ◆ Connector Roads throughout the north half of the Windler northeast property parcel.
- ◆ 45th Place roadway and utility improvements from Wenatchee to Tibet.
- ◆ Neighborhood C roadway and utility improvements in approximately 37 acres.
- ◆ Neighborhood F roadway and utility improvements in approximately 17 acres.
- ◆ Harvest Road roadway and utility improvements from 48th Ave to 56th Ave.
- ◆ Connector Roads throughout the south half of the Windler northeast property parcel.
- ◆ Neighborhood E roadway and utility improvements in approximately 34 acres.
- ◆ Butterfly Park improvements.
- ◆ Neighborhood PA-24 (Filing 7) roadway and utility improvements in approximately 15 acres.
- ◆ Neighborhood PA-23 roadway and utility improvements in approximately 21 acres, Century Communities will be constructing.

9. Audit of the Districts’ financial statements, for the year ending December 31 of the previous year, prepared in accordance with generally accepted accounting principles or audit exemptions, if applicable.

The 2023 Audit Exemption Applications are attached hereto as **Exhibit C**.

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

To our actual knowledge, the Districts did not receive notice of any uncured events of default by the Districts, which continued beyond a ninety (90) day period, under any Debt instrument.

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

To our actual knowledge, there was not any inability of the Districts to pay their obligations as they came due, in accordance with the terms of such obligations, which continued beyond a ninety (90) day period.

§32-1-207(3) Statutory Requirements

1. Boundary changes made.

Windler Operations Metropolitan District recorded an Order for Inclusion of property granted on June 9, 2023 and recorded on June 16, 2023 at Reception #: 2023000034000.

2. Intergovernmental Agreements entered into or terminated with other governmental entities.

A copy of the Infrastructure Acquisition Agreement between Windler Operations Metropolitan District and Windler Public Improvement Authority, dated January 26, 2023, is attached hereto as **Exhibit A**.

3. Access information to obtain a copy of rules and regulations adopted by the board.

As of December 31, 2023, the Districts had not adopted any rules and regulations.

4. A summary of litigation involving Public Improvements owned by the Districts.

To our actual knowledge, based on review of the court records in Adams County, Colorado and the Public Access to Court Electronic Records (PACER), there is no litigation involving the Districts' Public Improvements as of December 31, 2023.

5. Status of the construction of public improvements by the Districts.

As of December 31, 2023, the Districts had not constructed any public improvements. Windler Public Improvement Authority completed the following public improvements in 2023:

- ◆ Mass grading earthwork improvements.
- ◆ 36" Steel waterline replacement along the future Denali alignment.

6. A list of facilities or improvements constructed by the Districts that were conveyed or dedicated to the county or municipality.

The Districts did not construct any facilities or improvements dedicated to or accepted by the City in 2023. The Authority received initial acceptance of the 36" steel waterline from the City on from June 28, 2023.

7. The final assessed valuation of the Districts as of December 31st of the reporting year.

The Districts' final assessed valuations are as follows:

♦ Windler Metropolitan District No. 1	\$ 28,100
♦ Windler Metropolitan District No. 2	\$ 10
♦ Windler Metropolitan District No. 3	\$ 10
♦ Windler Metropolitan District No. 4	\$ 10
♦ Windler Metropolitan District No. 5	\$ 10
♦ Windler Metropolitan District No. 6	\$ 10
♦ Windler Metropolitan District No. 7	\$ 10
♦ Windler Metropolitan District No. 8	\$ 10
♦ Windler Metropolitan District No. 9	\$ 10
♦ Windler Operations Metropolitan District	\$ 10

8. A copy of the current year's budget.

The 2024 budgets are attached hereto as **Exhibit B**.

9. 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 2023 Audit Exemption Applications are attached hereto as **Exhibit C**.

10. Notice of any uncured defaults existing for more than ninety (90) days under any Debt instrument of the Districts.

To our actual knowledge, the Districts did not receive notice of any uncured events of default by the Districts, which continued beyond a ninety (90) day period, under any Debt instrument.

11. Any inability of the Districts to pay their obligations as they come due under any obligation which continues beyond a ninety (90) day period.

To our actual knowledge, there was not any inability of the Districts to pay their obligations as they came due, in accordance with the terms of such obligations, which continued beyond a ninety (90) day period.