SPRING VALLEY METROPOLITAN DISTRICT NO. 2
ELBERT COUNTY, COLORADO

FINANCIAL STATEMENTS AND
INDEPENDENT AUDITOR'S REPORT

December 31, 2022

SPRING VALLEY METROPOLITAN DISTRICT NO. 2

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INDEPENDENT AUDITOR'S REPORT

To the Board of Directors
Spring Valley Metropolitan District No. 2
Elbert County, Colorado

Opinions

We have audited the accompanying financial statements of the governmental activities and each major fund of Spring Valley Metropolitan District No. 2 (the "District"), as of and for the year ended December 31, 2022, and the related notes to the financial statements, which collectively comprise the District's basic financial statements as listed in the table of contents.

In our opinion, the accompanying financial statements referred to above present fairly, in all material respects, the respective financial position of the governmental activities and each major fund of the Spring Valley Metropolitan District No. 2, as of December 31, 2022, and the respective changes in financial position 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.

Basis for Opinions

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 the District, and to meet our other ethical responsibilities in accordance with the relevant ethical requirements relating to our audit. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinions.

Responsibilities of Management for the Financial Statements

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

In preparing the financial statements, management is required to evaluate whether there are conditions or events, considered in the aggregate, that raise substantial doubt about the District's ability to continue as a going concern for twelve months beyond the financial statement date, including any currently known information that may raise substantial doubt shortly thereafter.

Auditor's Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinions. Reasonable assurance is a high level of assurance but is not absolute assurance and therefore is not a guarantee that an audit conducted in accordance with generally accepted auditing standards will always detect a material misstatement when it exists. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

Misstatements are considered material if there is a substantial likelihood that, individually or in the aggregate, they would influence the judgment made by a reasonable user based on the financial statements.

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

- Exercise professional judgment and maintain professional skepticism throughout the audit.
- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, and design and perform audit procedures responsive to those risks. Such procedures include examining, on a test basis, evidence regarding the amounts and disclosures in the financial statements.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of Spring Valley 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 the District's ability to continue as a going concern for a reasonable period of time.

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

Required Supplementary Information

Accounting principles generally accepted in the United States of America require that the required budgetary comparison schedule for the general fund, as identified in the table of contents, be presented to supplement the basic financial statements. Such information is the responsibility of management and, although not a part of the basic financial statements, is required by the Governmental Accounting Standards Board who considers it to be an essential part of financial reporting for placing the basic financial statements in an appropriate operational, economic, or historical context. We have applied certain limited procedures to the required supplementary information in accordance with auditing standards generally accepted in the United States of America, which consisted of inquiries of management about the methods of preparing the information and comparing the information for consistency with management's responses to our inquiries, the basic financial statements, and other knowledge we obtained during our audit of the basic financial statements. We do not express an opinion or provide any assurance on the information because the limited procedures do not provide us with sufficient evidence to express an opinion or provide any assurance.

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

Supplementary Information

Our audit was conducted for the purpose of forming opinions on the financial statements that collectively comprise the District's basic financial statements. The budgetary comparisons for the capital improvement fund and for the debt service fund, as identified in the table of contents, are presented for purposes of additional analysis and are not a required part of the basic financial statements. Such information is the responsibility of management and was derived from and relates directly to the underlying accounting and other records used to prepare the basic financial statements.

The information has been subjected to the auditing procedures applied in the audit of the basic financial statements and certain additional procedures, including comparing and reconciling such information directly to the underlying accounting and other records used to prepare the basic financial statements or to the basic financial statements themselves, and other additional procedures in accordance with auditing standards generally accepted in the United States of America. In our opinion, the supplementary information is fairly stated, in all material respects, in relation to the basic financial statements as a whole.

FredrickZink & Associates, PC

FredrickZink & Associates, PC
September 26, 2023

BASIC FINANCIAL STATEMENTS

SPRING VALLEY METROPOLITAN DISTRICT NO. 2

STATEMENT OF NET POSITION

December 31, 2022

		Governmental Activities
ASSETS		
Current assets		
Cash and investments	$	308,410
Due from county treasurer		12,665
Property taxes receivable		982,408
Other receivables		367,524
Prepaid expenses		3,271
Total assets	$	1,674,278
LIABILITIES		
Current liabilities		
Accounts payable	$	6,498
Accrued interest payable		1,346,554
Current portion of long-term obligations		455,000
Total current liabilities		1,808,052
Noncurrent liabilities		
Long-term obligations payable, less current portion		26,669,000
Developer payable		81,871
Total noncurrent liabilities		26,750,871
Total liabilities	$	28,558,923
DEFERRED INFLOWS OF RESOURCES		
Deferred property tax revenue	$	982,408
Total deferred inflows of resources	$	982,408
NET POSITION		
Restricted for emergencies	$	4,831
Restricted for debt service		642,327
Unrestricted		(28,514,211)
Total net position	$	(27,867,053)

The accompanying notes are an integral part of these financial statements.

SPRING VALLEY METROPOLITAN DISTRICT NO. 2

STATEMENT OF ACTIVITIES

For the Year Ended December 31, 2022

Functions / Programs	Expenses	Capital Grants and Contributions	Net (Expense) Revenue
Governmental activities:			
General government	$ 630,002	$ 1,450,800	$ 820,798
Interest on long-term debt	1,541,540	-	(1,541,540)
Other costs of long-term debt	14,450	-	(14,450)
Total governmental	$ 2,185,992	$ 1,450,800	$ (735,192)
		General revenues	
		Property taxes	975,252
		Specific ownership taxes	156,868
		Interest income	35,614
		Total general revenues	1,167,734
		Change in net position	432,542
		Net position, beginning of year	(28,299,595)
		Net position, end of year	$ (27,867,053)

The accompanying notes are an integral part of these financial statements.

SPRING VALLEY METROPOLITAN DISTRICT NO. 2

BALANCE SHEET - GOVERNMENTAL FUNDS

December 31, 2022

	General Fund	Debt Service Fund	Total
ASSETS			
Cash and investments	$ 64,032	$ 244,378	$ 308,410
Due from County Treasurer	2,111	10,554	12,665
Property taxes receivable	163,720	818,688	982,408
Other receivables	4,824	362,700	367,524
Prepaid expenses	3,271	-	3,271
Total assets	$ 237,958	$ 1,436,320	$ 1,674,278
LIABILITIES			
Accounts payable	$ 6,498	$ -	$ 6,498
Total liabilities	6,498	-	6,498
DEFERRED INFLOWS OF RESOURCES			
Deferred property tax revenue	163,720	818,688	982,408
Total deferred inflows of resources	163,720	818,688	982,408
FUND BALANCE			
Nonspendable	3,271	-	3,271
Restricted			
Emergencies	4,831	-	4,831
Debt service	-	642,327	642,327
Unassigned	34,943	-	34,943
Total fund balance	43,045	642,327	685,372
Total liabilities, deferred inflows of resources, and fund balance	$ 213,263	$ 1,461,015	$ 1,674,278

The accompanying notes are an integral part of these financial statements.

SPRING VALLEY METROPOLITAN DISTRICT NO. 2

RECONCILIATION OF TOTAL GOVERNMENTAL FUND BALANCES TO NET POSITION OF GOVERNMENTAL ACTIVITIES

December 31, 2022

Total fund balance - governmental fund	$	685,372
Amounts reported for governmental activities in the statement of net position are different because:		
Bonds payable and other long-term debt are not due and payable in the current period, and therefore are not reported in the governmental funds		(27,205,871)
Accrued interest payable on outstanding bonds and other long-term debt do not require current financial resources, and therefore are not reported in the governmental funds		(1,346,554)
Total net position - governmental activities	$	(27,867,053)

The accompanying notes are an integral part of these financial statements.

SPRING VALLEY METROPOLITAN DISTRICT NO. 2

STATEMENT OF REVENUES, EXPENDITURES, AND
CHANGES IN FUND BALANCES - GOVERNMENTAL FUNDS
For the Year Ended December 31, 2022

	General Fund	Debt Service Fund	Total
REVENUES			
Property taxes	$ 162,532	$ 812,720	$ 975,252
Specific ownership taxes	26,143	130,725	156,868
System development fees	-	284,400	284,400
Tap fees	-	1,166,400	1,166,400
Interest income	3,257	32,357	35,614
Total revenues	191,932	2,426,602	2,618,534
EXPENDITURES			
Current operating			
Accounting	10,323	-	10,323
Audit	6,000	-	6,000
Election	753	-	753
Insurance	4,200	-	4,200
Legal	3,416	-	3,416
Management	8,624	-	8,624
Miscellaneous	977	-	977
Treasurers fees	4,844	24,224	29,068
Debt service			
Principal	-	455,000	455,000
Interest	-	2,154,415	2,154,415
Trustee fees	-	14,450	14,450
Total expenditures	39,137	2,648,089	2,687,226
Excess revenue over (under) expenditures	152,795	(221,487)	(68,692)
Other financing sources (uses)			
Transfer to District No. 1	(121,896)	(421,961)	(543,857)
Issuance costs	-	(22,784)	(22,784)
Transfer from General Fund	-	22,784	22,784
Transfer to Debt Service Fund	(22,784)	-	(22,784)
Total other financing uses	(144,680)	(421,961)	(566,641)
Net change in fund balances	8,115	(643,448)	(635,333)
Fund balances, beginning of year	34,930	1,285,775	1,320,705
Fund balances, end of year	$ 43,045	$ 642,327	$ 685,372

The accompanying notes are an integral part of these financial statements.

SPRING VALLEY METROPOLITAN DISTRICT NO. 2

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

For the Year Ended December 31, 2022

Net change in fund balances - governmental funds	$	(635,333)
Amounts reported for governmental activities in the Statement of Activities are different because:		
Governmental funds report debt principal payments as other financing uses; however, the government-wide financial statements report debt principal payments as reductions of long-term debt		455,000
Governmental funds report interest payments on debt as expenditures; however, interest expense on the Statement of Activities is presented on the accrual basis. This amount represents the difference between amounts paid for interest and amounts recognized as expense on the accrual basis		612,875
Change in net position - governmental activities	$	432,542

The accompanying notes are an integral part of these financial statements.

1. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

The accounting policies of the Spring Valley Metropolitan District No. 2, herein referred to as the District, conform to generally accepted accounting principles (GAAP) as applicable to governmental units. The District applies all relevant Governmental Accounting Standards Board (GASB) pronouncements. Significant accounting policies of the District are described below.

A. Reporting entity

Spring Valley Metropolitan District No. 2 (the District) was organized as a quasi-municipal organization established under the State of Colorado Special District Act. The District was organized in coordination with Spring Valley Metropolitan District No. 1 (District No. 1), Spring Valley Metropolitan District No. 3 (District No. 3), Spring Valley Metropolitan District No. 4 (District No. 4), Spring Valley Metropolitan District No. 5 (District No. 5), and Spring Valley Metropolitan District No. 6 (District No. 6) collectively, the Districts. The District was established to provide for the design, acquisition, construction, installation and financing of water and sewer facilities, including storm drainage, street improvements, safety protection, park and recreation, transportation, television relay and translation, mosquito control and limited fire protection services. The majority of the District's revenues are from property taxes. The District is governed by an elected Board of Directors.

District No. 1 is to provide management for all administrative and operations functions as well as construction and acquisition of infrastructure for all the Districts. The District, District No. 3, District No. 4, District No. 5, and District No. 6 (the "Financing Districts") are responsible to provide funding for the construction and financing of certain facilities benefiting their respective districts. The water, sewer, and parks and recreation facilities will be retained by District No. 1 for ownership and operation. All other assets constructed are anticipated to be conveyed to other governmental entities for ownership and maintenance responsibilities. The Financing Districts will impose an operations and maintenance mill levy to assist District No. 1 in the costs of operations of the assets.

The Governmental Accounting Standards Board (GASB) has specified the criteria to be used in defining a governmental entity for financial reporting purposes. The reporting entity consists of (a) the primary government; i.e., the District, and (b) organizations for which the District is financially accountable. The District is considered financially accountable for legally separate organizations if it is able to appoint a voting majority of an organization's governing body and is either able to impose its will on that organization or there is a potential for the organization to provide specific financial benefits to, or to impose specific financial burdens on, the District. Consideration is also given to other organizations that are fiscally dependent; i.e., unable to adopt a budget, levy taxes, or issue debt without approval by the District. Organizations for which the nature and significance of their relationship with the District are such that exclusion would cause the reporting entity's financial statements to be misleading or incomplete are also included in the reporting entity.

Based on the criteria discussed above, the District's financial statements do not include any component units, nor do they exclude any potential component units requiring inclusion in the District's reporting entity, nor is the District a component unit of any other government. The District's financial statements include the accounts of all District operations.

B. Basis of presentation

Government-Wide Financial Statements

The statement of net position and the statement of activities display information about the primary government (the District). These statements include the financial activities of the overall government. The statement of net position presents the financial condition of the governmental activities of the District at year-end. The statement of changes in net position presents a comparison between direct expenses and program revenues for each program or function of the District's governmental activities.

In the statement of activities, direct expenses are those that are specifically associated with a service, program or department and, therefore, clearly identifiable to a particular function. 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. Revenues which are not classified as program revenues are presented as general revenues of the District, with certain limited exceptions.

For grants and contributions, the determining factor is to which function the revenues are restricted. Taxes and other items not properly included among program revenues are reported instead as general revenues.

The comparison of direct expenses with program revenues identifies the extent to which each governmental function is self-financing or draws from the general revenues of the District.

Fund Financial Statements

The District segregates transactions related to certain functions or activities in separate funds in order to aid financial management and to demonstrate legal compliance by segregating transactions related to certain governmental functions or activities. Fund financial statements are designed to present financial information of the District at this more detailed level. The focus of governmental fund financial statements is on major funds. Each major fund is presented in a separate column.

Governmental accounting systems are organized and operated on a fund basis. A fund is defined as a fiscal and accounting entity with a self-balancing set of accounts that comprise its assets, liabilities, fund equity, revenues and expenditures. The District's funds are segregated for the purpose of carrying on specific activities or attaining certain objectives in accordance with special regulations, restrictions or limitations based upon the purposes for which they are to be spent and by the means by which spending activities are controlled. The various funds of the District are outlined in the following paragraphs:

Governmental Fund Types

Governmental fund operating statements present increases (revenues and other financing sources) and decreases (expenditures, other financing uses, and special items) in net current assets. Accordingly, they are said to present a summary of sources and uses of "available spendable resources" during a period.

General Fund – The general fund is used to account for all financial resources, except those required to be accounted for in another fund. The general fund balance is available to the District for any purpose, provided it is expended or transferred according to general laws of Colorado and the bylaws of the District.

Debt Service Fund – The debt service fund is used to account for accumulation of resources for, and payment of, long-term bond obligation principal, interest and related costs.

C. Measurement focus and basis of accounting

Government-Wide Financial Statements

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 at the time liabilities are incurred, regardless of when the related cash flows take place. Non-exchange transactions, in which the District receives value without directly giving equal value in return, consist of property taxes, other taxes and fines and penalties. All assets and all liabilities associated with the operation of the District are included on the statement of net position.

Fund Financial Statements
Governmental funds are reported using the current financial resources measurement focus and the modified accrual basis of accounting. Under this method, revenues are recognized when measurable and available. The District considers all revenues available if they are collected within 60 days after year-end. The following revenue sources are considered susceptible to accrual because they are both measurable and available to finance expenditures of the current period:

• Property Taxes
• Specific Ownership Taxes

Taxpayer-assessed local property and specific ownership taxes are considered "measurable" when in the hands of intermediary collecting governments and are recognized as revenue at that time. Expenditures are recorded when the related fund liability is incurred, except for un-matured principal and interest on general long-term debt, which is recognized when due. Proceeds of general long-term liabilities are reported as other financing sources.

D. Budgets

The District uses the following procedures in establishing the budgetary data reflected in the financial statements:

1) Prior to October 15, the District Board receives a proposed operating budget for the fiscal year commencing the following January 1. The operating budget includes proposed expenditures and the means of financing them. A "Notice of Budget" is published when the budget is received.

2) Public hearings are held to obtain taxpayer comments.

3) Prior to December 15, the Board shall adopt, by resolution, the budget for the ensuing fiscal year and shall certify the tax levy to the Board of County Commissioners.

4) On or before December 31, the Board shall pass an annual appropriating resolution in which such sums of money shall be appropriated as the Board deems necessary to defray all expenses and liabilities of the District during the ensuing year.

5) The District's budgets are adopted on a basis consistent with generally accepted accounting principles for governmental entities. Annual appropriated budgets are adopted for all funds. The level of control in the budget at which expenditures exceed appropriations is at the fund level.

6) After adoption of the budget ordinance, the District may make by ordinance the following changes: a) supplemental appropriations to the extent of revenues in excess of the estimated budget; b) emergency appropriations; c) reduction of appropriations for which originally estimated revenues are insufficient.

7) Expenditures may not legally exceed appropriations at the fund level. Board approval is required for changes in the total budget of any fund. Budget amounts included in the financial statements are based on final legally amended budgets.

8) Budget appropriations lapse at the end of each year.

The District legally adopted annual budgets for all of the District's funds for 2022. A supplemental appropriation was adopted for the general fund and debt service fund for the current year, increasing the original appropriation of $194,556 and $3,142,078 to $217,556 and $3,336,480, respectively.

E. Restricted Assets and Classification of Fund Balance

Assets are reported as restricted when limitations on their use change the nature or normal understanding of the availability of the asset. Such constraints are either imposed by creditors, contributors, grantors, laws of other governments, or imposed by enabling legislation. It is the District's policy to use restricted assets first when an expense is incurred for which both restricted and unrestricted assets are available.

In the governmental fund financial statements fund balance is reported in five classifications.

Nonspendable: Nonspendable is that portion of fund balance that are not in spendable form, for example prepaid expenses or inventories. The District had nonspendable fund balance due to prepaid expenses at the end of the year.

Restricted: The Colorado Constitution as amended by TABOR (see separate statutory compliance note) requires local governments to establish emergency reserves to be used for declared emergencies only. Emergencies, as defined by TABOR, exclude economic conditions, revenue shortfalls, or salary or fringe benefit increases. Additionally, the District's fund balance in the debt service fund is restricted for debt service as required by its bond indenture. It is the District's policy to use restricted fund balance first when an expense is incurred for which both restricted and unrestricted fund balance are available.

Committed: Committed is that portion of fund balance that has been committed by the highest level of formal action of the District's Board of Directors and does not lapse at year-end. The District does not have any committed fund balance at year end. It is the District's policy to use committed fund balance first when an expense is incurred for which both restricted and unrestricted fund balance are available.

Assigned: Assignments of fund balance are designated by District management.

Unassigned: Fund balance that has not been reported in any other classification is reported as unassigned.

F. Property Taxes Receivable and Deferred Revenue

Property taxes are levied on December 15, and attach as an enforceable lien on property on January 1st of the following year, payable in either one installment (no later than April 30th) or two equal installments (not later than February 28th and June 15th) without interest or penalty. Taxes not paid within the prescribed time bear interest at the rate of one percent (1%) per month until paid. Unpaid amounts and the accrued interest thereon become delinquent on June 16th. Property taxes are levied and collected on behalf of the District by Elbert County and are reported as revenue when received by the County Treasurers. Property taxes levied in the current year and payable in the following year are reported as a receivable at December 31; however, since the taxes are not available to pay current liabilities, the receivable is recorded as deferred revenue.

G. Use of Estimates

Management uses estimates and assumptions in preparing these financial statements in accordance with generally accepted accounting principles. Those estimates and assumptions affect the reported amounts of assets and liabilities and the reported revenues and expenses. Actual results could vary from the estimates that were used.

2. CASH AND INVESTMENTS

The District's policy in determining which items are treated as cash equivalents include cash, demand deposits, treasury bills, and other short-term, highly liquid investments that are readily convertible to cash and have original maturities of three months or less.

Investments are reported at fair value which is determined using selected bases. Short term investments are reported at cost which approximates fair value. Securities traded on a national or international exchange are valued at the last quoted market price. Cash deposits are reported at carrying amounts which reasonably estimates fair value.

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. The eligible depository is required to pledge to the Colorado Division of Banking a pool of collateral having a market value that at all times exceeds 102 percent of uninsured aggregate public deposits. The eligible collateral is determined by the PDPA, which includes obligations of the United States, the State of Colorado, Local Colorado governments, and obligations secured by first lien mortgages on real property located in the state. PDPA allows the institution to create a single collateral pool for all public funds. The pool is to be maintained by another institution or held in trust for all the uninsured public deposits as a group. The State Regulatory Commission for banks and financial services is required by statute to monitor the naming of eligible depositories and reporting of the uninsured deposits and assets maintained in the collateral pools.

There is no custodial credit risk for public deposits collateralized under PDPA.

In order to facilitate the recording of cash transactions and maximize interest earnings, the District has pooled cash deposits for all funds. The District maintains accountability for each fund's equity in pooled cash. Interest earnings for combined funds are generally distributed based on monthly cash balances.

At December 31, 2022, all of the District's deposits were held in eligible depositories as required by PDPA in accordance with state statute, and had total balances (as reflected on the bank’s records, before outstanding items) on deposit of $247,698 which was covered by FDIC insurance.

The District has not adopted a formal investment policy; however, the District invests public funds in a manner which will provide the highest investment return with the maximum security, meet daily cash flow demands, and conform to all federal, state and local statutes governing the investment of public funds. This applies to the investment of all financial assets of all funds of the District over which it exercises financial control.

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

Obligations of the United States and certain U.S. governmental agency securities, including securities issued by FNMA (federal national mortgage association), GNMA (governmental national mortgage association), FHLMC (federal home loan mortgage corporation), the federal farm credit bank, the federal land bank, the export-import bank, and by the Tennessee Valley Authority, and certain international agency securities, including the World Bank

General obligation and revenue bonds of U.S. local government entities, the District of Columbia, and territorial possessions of the U.S. rated in the highest two rating categories by two or more nationally recognized rating agencies

Bankers' acceptances of certain banks

Certain securities lending agreements

Commercial paper

Written repurchase agreements collateralized by certain authorized securities

Certain money market funds

Guaranteed investment contracts

Local government investment pools

The investing local government's own securities including certificates of participation and lease obligations.

Local Government Investment Pool (COLOTRUST)

Included in cash and cash equivalents is $60,712 held in the Colorado Local Government Liquid Asset Trust (the Trust), an investment vehicle established for local government entities in Colorado to pool surplus funds. The State Securities Commissioner administers and enforces all State statutes governing the Trust. The Trust operates similarly to a money market fund. The Trust offers shares in three portfolios, COLOTRUST Prime (Prime), COLOTRUST Plus+ (Plus+) and COLOTRUST Edge (Edge). All portfolios may invest in U.S. Treasury securities, repurchase agreements collateralized by U.S. Treasury securities, certain obligations of U.S. government agencies and instrumentalities, and repurchase agreements collateralized with certain U.S. government agencies or instrumentalities. Plus+ and Edge may also invest in the highest rated commercial paper. The Prime and Plus+ portfolios are restricted to a weighted average maturity (WAM) of 60 days or less while the Edge portfolio incorporates longer-dated securities with a WAM of 60 days or more. Both Prime and Plus+ portfolios are rated AAAm by Standard and Poor’s and the EDGE portfolio is rated AAAf/S1 by Fitch Ratings.

As of December 31, 2022, the District had $0 invested in Prime, $60,712 invested in Plus+, and $0 invested in Edge.

Certain investments are measured at fair value on a recurring basis are categorized within the fair value hierarchy established by generally accepted accounting principles. The hierarchy is based on the valuation inputs used to measure an asset's fair value; Level 1 inputs are 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's investments are not required to be categorized within the fair value hierarchy. These investments are measured at amortized cost or in certain circumstances the value is calculated using the net asset value (NAV) per share, or its equivalent of the investment. These investments include 2a7-like external investment pools and money market investments. The District held investments in COLOTRUST at year end for which the investment valuations were determined as follows.

COLOTRUST records its investments at fair value and the District records its investments in COLOTRUST at net asset value as determined by fair value. Each share of Prime and Plus is equal in value to $1.00 and the redemption frequency is daily with no redemption notice period. Edge's net asset value is managed to approximate a $10.00 transactional share price and the redemption frequency is five business days. The principal value of an Edge investment may fluctuate and could be greater or less than $10.00 per share at time of purchase, prior to redemption, and at the time of redemption. There are no unfunded commitments.

The following is a summary of cash and cash equivalents:

	Fair Value
Bank deposits	$ 247,698
COLOTRUST	60,712
Total cash and cash equivalents	**$** 308,410

Risk Disclosures

Additional investment and deposit disclosures for credit risk, interest rate risk, and foreign currency risk, as required by GASB Statement No. 40, Deposit and Investment Risk Disclosures, are included below.

To minimize custodial credit risk, or the risk that an insurer or other counterparty to an investment will not fulfill its obligations, state law limits District investments to those where the issuer is rated in one of the three highest rating categories by one or more nationally recognized organizations that rate such issuers. The District has deposits in COLOTRUST Plus+. COLOTRUST is rated AAAm by Standard & Poors.

The concentration of credit risk, or the risk of loss attributed to the magnitude of a government's investment in a single issuer, occurs when deposits are not diversified. District policy places no limit on the amount the District may invest in any one issuer; however, the District maintains general guidelines for investments to ensure proper diversification by security type and institution. All District investments are issued or explicitly guaranteed by securities of the U.S. government, or insured by PDPA, or are investments in mutual fund or external investment pools, and therefore are not subject to concentration of credit risk disclosure requirements.

Interest rate risk is the extent to which changes in interest rates will adversely affect the fair value of an investment. The District maintains an investment policy that limits investment maturities to three years as means of managing its exposure to fair value losses arising from increasing interest rates and to avoid undue concentration in any sector of the yield curve. Exceptions to this structure may be allowed where maturities can be structured to accommodate readily identifiable cash flows as approved by the Board.

The District was not subject to foreign currency risk as of December 31, 2022.

3. FAIR VALUES OF FINANCIAL INSTRUMENTS

The District has a number of financial instruments, including cash and equivalents, receivables, and accounts payable, none of which are held for trading purposes. The District estimates that the fair values of its financial instruments at December 31, 2022 does not differ materially from the aggregate carrying values of its financial instruments recorded in the accompanying balance sheet.

4. LONG-TERM OBLIGATIONS

The following is a summary of changes in long-term obligations for the year ended December 31, 2022:

	12/31/2021	Additions	Reductions	12/31/2022	Due Within One Year
Series 2004B 1st Subordinate Bonds	$ 7,240,000	$ -	$ -	$ 7,240,000	$ -
Series 2005B 1st Subordinate Bonds	2,410,000	-	-	2,410,000	-
Series 2007B 1st Subordinate Bonds	4,125,000	-	-	4,125,000	-
Series 2007 2nd Subordinate Bonds	469,000	-	-	469,000	-
Series 2007 3rd Subordinate Bonds	1,100,000	-	-	1,100,000	-
Series 2020 Refunding Loan	12,235,000	-	(455,000)	11,780,000	455,000
Developer advances - operating	81,871	-	-	81,871	-
	$ 27,660,871	$ -	$ (455,000)	$ 27,205,871	$ 455,000

Subordinate General Obligation Limited Tax Bonds, Series 2004B, 2005B, and 2007B
General Obligation Limited Tax Bonds in the face amount of $7,240,000 (Series 2004B), $2,410,000 (Series 2005B), and $4,125,000 (Series 2007B) were issued September 22, 2020 to refund the Series 2004 Bonds, the Series 2005 Bonds, and the Series 2007 Bonds, respectively. The Series 2004B and Series 2005B bonds bear interest at 7.75% and the Series 2007B bonds bear interest at 7.5% which is payable annually each December 15, to the extent subordinate pledged revenue is available. No interest and principal maturities are reflected in this section for these bonds since these payments are subject to available pledged revenues. Available pledged revenues first pay trustee fees, second pay interest due in connection with the bonds, and third pay principal on the bonds. No further payments will be due on the bonds upon termination of the bonds on December 16, 2060, regardless of the amount of principal and interest paid prior to the termination date.

Second and Third Subordinate General Obligation Limited Tax Bonds, Series 2007
General Obligation Limited Tax Bonds in the face amount of $469,000 (Second Subordinate Series 2007) and $1,100,000 (Third Subordinate Series 2007) were issued September 22, 2020 to refund the Subordinate Series 2007 Bonds. The Second Subordinate Series 2007 bonds bear interest at 0% and the Third Subordinate Series 2007 bonds bear interest at 6.5% which is payable annually each December 15, to the extent subordinate pledged revenue is available. No interest and principal maturities are reflected in this section for these bonds since payments are subject to available pledged revenues. Available pledged revenues first pay trustee fees, second pay interest due in connection with the bonds, and third pay principal on the bonds. No further payments will be due on the bonds upon termination of the bonds on December 16, 2060, regardless of the amount of principal and interest paid prior to the termination date.

Limited Tax (Convertible to Unlimited Tax) General Obligation Refunding Loan, Series 2020
General Obligation Limited Tax Note Payable to U.S. Bank National Association in the face amount of $12,850,000 (Series 2020) was issued September 22, 2020 to refund accrued interest on the Series 2004, 2005, 2007, and 2007 Subordinate bonds. The note payable bear interest at 1.93% which is payable semiannually each June 1 and December 1. Principal payments are due each December 1 through December 1, 2027 as follows:

	Series 2020 Note Payable		
Year	Principal	Interest	Total
2023	$ 455,000	$ 230,512	$ 685,512
2024	465,000	222,215	687,215
2025	475,000	212,509	687,509
2026	480,000	203,214	683,214
2027	9,905,000	193,822	10,098,822
	$ 11,780,000	$ 1,062,272	$ 12,842,272

Issuance of debt by the District is currently limited by the District's service plan to $35,000,000. The District has issued $28,954,000 of debt and the Districts (combined) have issued approximately $65,521,000 of debt and is comprised of the following per District:

District	**Debt Issued**
Spring Valley Metropolitan District No. 2	$ 28,954,000
Spring Valley Metropolitan District No. 3	6,736,000
Spring Valley Metropolitan District No. 4	14,761,000
Spring Valley Metropolitan District No. 6	15,070,000
Total Debt Issued	$ 65,521,000

Developer Advances

The developer of the area within the District has advanced funds to the District for operating needs. Reimbursement of these advances are made as funds are available and as allowed by other senior debt. These advances bear interest at 4%. Repayment of principal and interest is subject to available revenues. Therefore, interest and principal maturities are not reflected in this section.

Pledged Revenue

The District has entered into agreements with lenders that impose requirements on the District related to amounts levied for property taxes. Further, the District has pledged property tax revenues and certain other revenues for the repayment of the 2004, 2005, and 2007 bonds and the 2020 loan payable. The District believes it is compliance with these requirements.

5. CONTINGENCIES

During the normal course of business, the District may incur claims and other assertions against it from various agencies and individuals. Management of the District and their legal representatives represent that no claims have been asserted against the District and they are not aware of any un-asserted possible claims or litigation as of December 31, 2022.

6. RISK MANAGEMENT

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

District No. 1, as the operating district, has elected to participate in the Colorado Special Districts Property and Liability Pool ("Pool") which is an organization created by intergovernmental agreement to provide common liability and casualty insurance coverage to its members at a cost that is considered economically appropriate. Settled claims have not exceeded this commercial coverage in any of the past three fiscal years.

District No. 1 pays annual premiums to the Pool for auto, public officials' liability, and property and general liability coverage for the District. In the event aggregated losses incurred by the Pool exceed its amounts recoverable from reinsurance contracts and its accumulated reserves, the District may be called upon to make additional contributions to the Pool on the basis proportionate to other 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. During the year ended December 31, 2022, the Pool made no distributions to the District.

7. AGREEMENTS

Facilities Acquisition Agreement

On September 18, 2002, the District and District No. 1 entered into a Facilities Acquisition Agreement ("FAA") with Running Creek Investments, LLC ("Developer") whereby, among other things, the Developer has agreed to construct certain improvements as defined in the FAA. The FAA provides that the District and District No. 1 are to acquire their respective improvements during the applicable warranty period after such improvements have been completed by the Developer, and sets forth the procedures for the Developer to be reimbursed for its construction costs from bond proceeds when available or from other legally available revenues of District No. 1 on a basis subordinate to the repayments of the Bonds. Simple interest will accrue at 9% from the date the cost is incurred by the Developer on the construction costs to be reimbursed. The FAA terminates on December 31, 2022, unless terminated earlier by mutual agreement of the parties. At December 31, 2022, the District had no developer advances payable under the agreement.

Facilities Funding, Construction and Operations Agreement

On July 19, 2007, the District entered into a Facilities Funding, Construction and Operations Agreement with District No. 1, District No. 3, and District No. 4, which all parties subsequently replaced in its entirety on November 21, 2019, pursuant to a

First Amended and Restated Facilities Funding, Construction and Operations Agreement, which was again replaced in its entirety on October 21, 2021, pursuant to a Second Amended and Restated Facilities Funding, Construction and Operations Agreement between the previous parties, District No. 5 and District No. 6 (collectively, the "FFCOA"). The purpose of the FFCOA is to bind the parties thereto concerning capital expenditure and operation and maintenance expenses so that the cost of providing services to the Spring Valley Development (as defined therein) are shared by the users of the Primary Facilities (as defined therein), Secondary Facilities (as defined therein), and services under the numerous circumstances that may occur in the future. Pursuant to the terms of the FFCOA, each of District Nos. 1-6 agreed that District No. 1 will own (subject to potential transfer to other governmental entities or authorities), operate, maintain, finance and construct Primary Facilities and certain Secondary Facilities and that District Nos. 2-6 will contribute to the costs of construction, operation, and maintenance of such Primary Facilities and Secondary Facilities. District Nos. 2-6 acknowledge that the District is relying on their commitment to issue General Obligation Bonds and remit the net proceeds thereof to the District so it can pay for certain capital costs therein contemplated. District Nos. 2-6 also agreed to contribute to the District's costs of construction, operation and maintenance, in part, by a pledge of the mill levy imposed for those purposes.

Amended and Restated Operational Funding Advance Reimbursement Agreement
On November 21, 2019, the District and MG Land Investments, LLC ("MG Land") entered into an Operational Funding Advance Reimbursement Agreement, which the same parties replaced in its entirety on October 21, 2021, effective November 21, 2019, with the Amended and Restated Operational Funding Advance Reimbursement Agreement (the "OFARA"). The purpose of the OFARA is to acknowledge the District's continued obligation to reimburse MG Land for Outstanding Operational Advances (as defined therein) that remain unpaid under that certain Facilities Funding and Acquisition Agreement between the District and MG Land, which was subsequently terminated at the request of the District. Pursuant to the OFARA, the District acknowledged that as of November 21, 2019, the Outstanding Operational Advances equaled $81,871, plus interest and additional costs being reviewed by an independent engineer and the District's accountant. The District also acknowledged that it will repay all such costs, and any Additional Advances (as defined therein), plus interest at a rate of 4% per annum, to the extent it has funds available. It was agreed that the OFARA does not constitute debt or indebtedness of the District and that reimbursement thereunder is subject to annual appropriation by the District.

8. STATUTORY COMPLIANCE

TABOR Amendment - Revenue and Spending Limitation Amendment
In November 1992, Colorado voters amended Article X of the Colorado Constitution by adding Section 20, commonly known as the Taxpayer's Bill of Rights (TABOR). TABOR contains revenue, spending, tax, and debt limitations, which apply to the State of Colorado and local governments. TABOR requires, with certain exceptions, advance voter approval for any new tax, tax rate increase, mill levy above that for the prior year, extensions of any expiring tax, or tax policy change directly causing a net tax revenue gain to any local government.

Future spending and revenue limits are determined based on the prior year's fiscal year spending adjusted for inflation in the prior calendar year plus annual local growth. Fiscal year spending is generally defined as expenditures and reserve increases with certain exceptions. Revenue, if any, in excess of the fiscal year spending limit must be refunded in the next fiscal year unless voters approve retention of such revenue.

TABOR requires, with certain exceptions, voter approval prior to imposing new taxes, increasing a tax rate, increasing a mill levy above that for the prior year, extending an expiring tax, or implementing a tax policy change directly causing a net tax revenue gain to any local government.

Except for financing bonded debt at a lower interest rate or adding new employees to existing pension plans, TABOR requires advance voter approval for the creation of any multiple-fiscal year debt or other financial obligation unless adequate present cash reserves are pledged irrevocably and held for payments in all future fiscal years.

TABOR also requires local governments to establish emergency reserves to be used for declared emergencies only. Emergencies, as defined by TABOR, exclude economic conditions, revenue shortfalls, or salary or fringe benefit increases. These reserves are required to be 3% or more of spending (excluding bonded debt service). The required reserve at December 31, 2022 is $4,831.

During formation of the District, its voters approved the removal of the application of certain requirements of TABOR to the District.

The District's management believes it is in compliance with the financial provisions of TABOR. However, TABOR is complex and subject to interpretation. Many of its provisions, including the interpretation of how to calculate fiscal year spending limits, will require judicial interpretation.

REQUIRED SUPPLEMENTARY INFORMATION

SPRING VALLEY METROPOLITAN DISTRICT NO. 2

SCHEDULE OF REVENUES, EXPENDITURES AND CHANGES IN FUND BALANCE
GENERAL FUND - BUDGET AND ACTUAL
For the Year Ended December 31, 2022

	Original Budget	Final Budget	Actual	Variance from Final Budget Favorable (Unfavorable)
REVENUES				
Property taxes	$ 162,528	$ 162,528	$ 162,532	$ 4
Specific ownership taxes	26,004	26,004	26,143	139
Interest income	125	125	3,257	3,132
Total revenues	188,657	188,657	191,932	3,275
EXPENDITURES				
Current				
Accounting	15,500	15,500	10,323	5,177
Audit	6,200	6,200	6,000	200
Election	2,500	2,500	753	1,747
Insurance	3,725	3,725	4,200	(475)
Legal	12,500	12,500	3,416	9,084
Management	10,500	10,500	8,624	1,876
Miscellaneous	1,200	1,200	977	223
Treasurers fees	4,875	4,875	4,844	31
Emergency reserve	5,660	5,660	-	5,660
Contingency	10,000	10,000	-	10,000
Total expenditures	72,660	72,660	39,137	33,523
Excess revenue over expenditures	115,997	115,997	152,795	36,798
Other financing sources (uses)				
Transfer to District No. 1	(121,896)	(121,896)	(121,896)	-
Transfer to Debt Service Fund	-	(23,000)	(22,784)	216
Total other financing sources (uses)	(121,896)	(144,896)	(144,680)	216
Net change in fund balances	(5,899)	(28,899)	8,115	37,014
Fund balances, beginning of year	19,109	34,930	34,930	-
Fund balances, end of year	$ 13,210	$ 6,031	$ 43,045	$ 37,014

ADDITIONAL SUPPLEMENTAL INFORMATION

SPRING VALLEY METROPOLITAN DISTRICT NO. 2

SCHEDULE OF REVENUES, EXPENDITURES AND CHANGES IN FUND BALANCE
DEBT SERVICE FUND - BUDGET AND ACTUAL
For the Year Ended December 31, 2022

	Original Budget	Final Budget	Actual	Variance from Final Budget Favorable (Unfavorable)
REVENUES				
Property taxes	$ 812,696	$ 812,696	$ 812,720	$ 24
Specific ownership taxes	130,031	130,031	130,725	694
System development fees	312,050	312,050	284,400	(27,650)
Tap fees	1,279,800	1,279,800	1,166,400	(113,400)
Interest income	10,500	50,000	32,357	(17,643)
Total revenues	2,545,077	2,584,577	2,426,602	(157,975)
EXPENDITURES				
Debt service				
Principal - bonds	455,000	455,000	455,000	-
Interest - bonds	2,035,696	2,175,098	2,154,415	20,683
Trustee fees	20,000	20,000	14,450	5,550
Treasurer's fees	24,381	24,381	24,224	157
Contingency	10,000	42,000	-	42,000
Total expenditures	2,545,077	2,716,479	2,648,089	68,390
Excess revenue under expenditures	-	(131,902)	(221,487)	(89,585)
Other financing sources (uses)				
Transfer to District No. 1	(597,001)	(597,001)	(421,961)	175,040
Issuance costs	-	(23,000)	(22,784)	216
Transfer from General Fund	-	23,000	22,784	(216)
Total other financing sources (uses)	(597,001)	(597,001)	(421,961)	175,040
Net change in fund balances	(597,001)	(728,903)	(643,448)	85,455
Fund balances, beginning of year	769,501	1,285,775	1,285,775	-
Fund balances, end of year	$ 172,500	$ 556,872	$ 642,327	$ 85,455