

STATE OF COLORADO
COUNTY OF EL PASO
WINSOME METROPOLITAN DISTRICT NO. 2
2024 BUDGET RESOLUTION

The Board of Directors of the Winsome Metropolitan District No. 2, El Paso County, Colorado held a special meeting on Thursday, November 2, 2023 at the hour of 2:00 P.M. via video conference at <https://us02web.zoom.us/j/7636703470>; and via telephone conference at Dial-In: 1-720-707-2699, Meeting ID: 763-670-3470, Participant Code: press #.

The following members of the Board of Directors were present:

President:	Michael Lordino
Treasurer:	Thomas Badera
Secretary:	Joseph DesJardin
Assistant Secretary:	Charlie Williams

Also present were: Jennifer L. Ivey, and Alicia Corley, Icenogle Seaver Pogue, P.C.; AJ Beckman, and Justin Janca, Public Alliance, LLC; Diane Wheeler, Simmons & Wheeler P.C.; and Tamryn Apaydin and Andrew Biggs; Winsome Metropolitan District Nos. 1, 3, and 4.

Mr. Beckman reported that proper notice was made to allow the Board of Directors of the Winsome Metropolitan District No. 2 to conduct a public hearing on the 2024 budget and, prior to the meeting, each of the directors had been notified of the date, time and place of this meeting and the purpose for which it was called. It was further reported that this meeting is a special meeting of the Board of Directors of the District and that a notice of special meeting was posted on a public website of the District, <https://winsomemetrodistrict.org>, no less than twenty-four hours prior to the holding of the meeting, and to the best of his knowledge, remains posted to the date of this meeting.

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

RESOLUTION

A RESOLUTION SUMMARIZING EXPENDITURES AND REVENUES FOR EACH FUND AND ADOPTING A BUDGET, APPROPRIATING SUMS OF MONEY TO EACH FUND IN THE AMOUNTS AND FOR THE PURPOSES SET FORTH HEREIN AND LEVYING GENERAL PROPERTY TAXES FOR THE YEAR 2024 TO HELP DEFRAY THE COSTS OF GOVERNMENT FOR WINSOME METROPOLITAN DISTRICT NO. 2, EL PASO COUNTY, COLORADO, FOR THE CALENDAR YEAR BEGINNING ON THE FIRST DAY OF JANUARY 2024 AND ENDING ON THE LAST DAY OF DECEMBER 2024.

WHEREAS, the Board of Directors (the “Board”) of the Winsome Metropolitan District No. 2 (the “District”) has authorized its treasurer and accountant to prepare and submit a proposed budget to said governing body at the proper time; and

WHEREAS, the proposed budget was submitted to the Board for its review and consideration on or before October 15, 2023; and

WHEREAS, the proposed budget is more than fifty thousand dollars (\$50,000.00), due and proper notice was published on Monday, October 16, 2023 in *The Gazette*, indicating (i) the date and time of the hearing at which the adoption of the proposed budget will be considered; (ii) that the proposed budget is available for inspection by the public at a designated place; (iii) that any interested elector of the District may file any objections to the proposed budget at any time prior to the final adoption of the budget by the District; and (iv) if applicable, the amount of the District’s increased property tax revenues resulting from a request to the Division of Local Government pursuant to Section 29-1-302(1), C.R.S.; and an original publisher’s Affidavit of Publication is attached hereto as Exhibit A and incorporated herein by this reference; and

WHEREAS, the proposed budget was open for inspection by the public at the designated place; and

WHEREAS, a public hearing was held on Thursday, November 2, 2023 and interested electors were given the opportunity to file or register any objections to said proposed budget and any such objections were considered by the Board; and

WHEREAS, the budget being adopted by the Board has been prepared based on the best information available to the Board regarding the effects of Section 29-1-301, C.R.S., and Article X, Section 20 of the Colorado Constitution; and

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

WHEREAS, pursuant to Section 29-1-113(1), C.R.S., the Board shall cause a certified copy of the budget, including the budget message and any resolutions adopting the budget, appropriating moneys and fixing the rate of any mill levy, to be filed with the Division of Local Government within thirty (30) days following the beginning of the fiscal year of the budget adopted; and

WHEREAS, pursuant to Section 32-1-1201, C.R.S., the Board shall determine in each year the amount of money necessary to be raised by taxation, taking into consideration those items required by law, and shall certify the rate so fixed to the board of county commissioners of each county within the District or having a portion of its territory within the District.

NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF DIRECTORS OF THE WINSOME METROPOLITAN DISTRICT NO. 2, EL PASO COUNTY, COLORADO:

Section 1. Summary of 2024 Revenues and 2024 Expenditures. That the estimated revenues and expenditures for each fund for fiscal year 2024, as more specifically set forth in the budget attached hereto as Exhibit B and incorporated herein by this reference, are accepted and approved.

Section 2. Adoption of Budget. That the budget as submitted, and if amended, then as amended, and attached hereto as Exhibit B and is approved and adopted as the budget of the District for fiscal year 2024. In the event the final assessed valuation provided by the El Paso County Assessor's Office differs from the assessed valuation used in the proposed budget, the District's accountant is hereby directed to modify and/or adjust the budget and mill levy certification as needed to reflect the final assessed valuation without the need for additional Board authorization.

Section 3. Senate Bill 23-303 and Proposition HH. That the passage of Proposition HH at the November 7, 2023 general election would result in the implementation of various provisions of Senate Bill 23-303 which will impact the District's budget, including, but not limited to, the addition of Section 29-1-306, C.R.S., which limits the increase in the District's property tax revenue to no more than a prescribed inflation amount subject to exclusion of revenue from certain sources. That, as part of the preparation of the proposed budget and [as included in Exhibit B], the District's accountant calculated the "property tax limit" as defined in and in the manner set forth in Section 29-1-306, C.R.S. and has determined that the District's property tax revenue for property tax year 2023 will not increase by more than "inflation" (as defined in in Section 29-1-306(1)(a), C.R.S.) from the District's property tax revenue for the property tax year 2022 and therefore the property tax limit will not be exceeded by imposition of the mill levies included in the budget of the District for fiscal year 2024. In performing the property tax limit calculation, the District has directed that for purposes of Section 29-1-306(2)(b), C.R.S. the most recently published estimate of inflation for the 2022 calendar year available at the time of preparation of the 2024 budget be utilized by the District's accountant. Finally, that the due to the timing of the November 7, 2023 general election and the requirement that the District be provided a proposed budget for its review and consideration on or before October 15, 2023, the District's accountant has made a good faith effort and used the best information available at the time of preparation of the budget to provide the District with alternative scenarios showing a proposed budget and mill

levies for fiscal year 2024 in the event that Proposition HH passes and alternatively in the event that Proposition HH does not pass. Due to the uncertainty of the outcome of the passage of Proposition HH and the significant possibility that the final assessed valuations differ from the preliminary assessed valuations, once the outcome of Proposition HH is known and the final assessed valuations are provided by the El Paso County Assessor's Office, the District's accountant is hereby directed to modify and/or adjust the budget and mill levy certification as needed to reflect the final assessed valuation without the need for additional Board authorization.

Section 4. Appropriations. That the amounts set forth as expenditures and balances remaining, as specifically allocated in the budget attached, are hereby appropriated from the revenue of each fund, to each fund, for the purposes stated and no other.

Section 5. Budget Certification. That the budget shall be certified by Joseph DesJardin, Secretary of the District, and made a part of the public records of the District and a certified copy of the approved and adopted budget shall be filed with the Division of Local Government.

Section 6. 2024 Levy of General Property Taxes. That the attached budget indicates that the amount of money from general property taxes necessary to balance the budget for the General Fund for operating expenses is \$80,940, and that the 2023 valuation for assessment, as certified by the El Paso County Assessor, is \$4,958,350. That for the purposes of meeting all general operating expenses of the District during the 2024 budget year, there is hereby levied a tax of 16.324 mills upon each dollar of the total valuation of assessment of all taxable property within the District for the year 2024.

Section 7. 2024 Levy of Debt Retirement Expenses. That the attached budget indicates that the amount of money from general property taxes necessary to balance the budget for the Debt Service Fund for debt retirement expense is \$298,285 and that the 2023 valuation for assessment, as certified by the El Paso County Assessor, is \$4,958,350. That for the purposes of meeting all debt retirement expenses of the District during the 2024 budget year, there is hereby levied a tax of 60.158 mills upon each dollar of the total valuation of assessment of all taxable property within the District for the year 2024.

Section 8. 2024 Mill Levy Adjustment. The Board may adjust the mill levy, as specifically set forth in the District's Service Plan (the "Adjusted Mill Levy"). The Board hereby determines in good faith to establish the Adjusted Mill Levy as set forth in the mill levy certification attached hereto as Exhibit C pursuant to the authority granted by its Service Plan to ensure that the District's revenues shall be neither diminished nor enhanced as a result of the changes effecting the mill levy. Subject to adjustment and finalization by the District's accountant in accordance with Sections 2 and 3 hereof, the Board further authorizes that the Adjusted Mill Levy be reflected in the District's Certification of Tax Levies to be submitted to the Board of County Commissioners of El Paso County on or before December 15, 2023, for collection in 2024.

Section 9. Certification to County Commissioners. That the Board Secretary and/or District's accountant are hereby authorized and directed to immediately certify to the Board of County Commissioners of El Paso County, the mill levy for the District hereinabove determined

and set. That said certification shall be in substantially the following form attached hereto as Exhibit C and incorporated herein by this reference.

[The remainder of this page is intentionally left blank.]

The foregoing Resolution was seconded by Director Badera.

RESOLUTION APPROVED AND ADOPTED THIS 2ND DAY OF NOVEMBER 2023.

WINSOME METROPOLITAN DISTRICT NO. 2

DocuSigned by:
Michael Lordino
F26E450715B64AF...
By: _____
Its: Michael Lordino
President

ATTEST:

DocuSigned by:
Joe DesJardin
E976D347AEE64DB...
By: _____
Its: Joseph DesJardin
Secretary

STATE OF COLORADO
COUNTY OF EL PASO
WINSOME METROPOLITAN DISTRICT NO. 2

I, Joseph DesJardin, hereby certify that I am a director and the duly elected and qualified Secretary of the Winsome Metropolitan District No. 2, and that the foregoing constitutes a true and correct copy of the record of proceedings of the Board of Directors of the District, adopted at a special meeting of the Board of Directors of the Winsome Metropolitan District No. 2 held on November 2, 2023, via video conference at <https://us02web.zoom.us/j/7636703470>; and via telephone conference at Dial-In: 1-720-707-2699, Meeting ID: 763-670-3470, Participant Code: press #, as recorded in the official record of the proceedings of the District, insofar as said proceedings relate to the budget hearing for fiscal year 2024; that said proceedings were duly had and taken; that the meeting was duly held; and that the persons were present at the meeting as therein shown.

IN WITNESS WHEREOF, I have hereunto subscribed my name and affixed the official seal of the District this 2nd day of November 2023.

DocuSigned by:
Joe DesJardin
E976D347AEE64DB...

Joseph DesJardin, Secretary



EXHIBIT A

Affidavit
Notice as to Proposed 2024 Budget

180672

AFFIDAVIT OF PUBLICATION

STATE OF COLORADO
COUNTY OF El Paso

I, Lorre Cosgrove, being first duly sworn, deposes and says that she is the Legal Sales Representative of The Colorado Springs Gazette, LLC., a corporation, the publishers of a daily/weekly public newspapers, which is printed and published daily/weekly in whole in the County of El Paso, and the State of Colorado, and which is called Colorado Springs Gazette; that a notice of which the annexed is an exact copy, cut from said newspaper, was published in the regular and entire editions of said newspaper **1 time(s) to wit 10/16/2023**

That said newspaper has been published continuously and uninterruptedly in said County of El Paso for a period of at least six consecutive months next prior to the first issue thereof containing this notice; that said newspaper has a general circulation and that it has been admitted to the United States mails as second-class matter under the provisions of the Act of March 3, 1879 and any amendment thereof, and is a newspaper duly qualified for the printing of legal notices and advertisement within the meaning of the laws of the State of Colorado.



Lorre Cosgrove
Sales Center Agent

Subscribed and sworn to me this 10/16/2023, at said City of Colorado Springs, El Paso County, Colorado.
My commission expires June 23, 2026.



Karen Hogan
Notary Public

**KAREN HOGAN
NOTARY PUBLIC
STATE OF COLORADO
NOTARY ID 20224024441
MY COMMISSION EXPIRES 06/23/2026**

Document Authentication Number
20224024441-919780

PUBLIC NOTICE
NOTICE AS TO PROPOSED 2024 BUDGET AND HEARING
WINSOME METROPOLITAN DISTRICT NO. 2

NOTICE IS HEREBY GIVEN that a proposed budget has been submitted to the WINSOME METROPOLITAN DISTRICT NO. 2 for the ensuing year of 2024. A copy of such proposed budget has been filed in the office of Edmund S. Wheeler, P.C., 304 Inverness Way South, Suite 400, Englewood, Colorado, where same is open for public inspection. Such proposed budget will be considered at a hearing at the regular meeting of the Winsome Metropolitan District No. 2 to be held at 1:30 P.M. on Thursday, November 2, 2023. The meeting will be held via video conference at <https://us07web.zoom.us/j/7636703430> and via telephone conference at Dial-in: 1720-303-0299, Meeting ID: 763 670 3430. Participant Code: press #. Any interested elector within the Winsome Metropolitan District No. 2 may inspect the proposed budget and file or register any objections at any time prior to the final adoption of the 2024 Budget.

BY ORDER OF THE BOARD OF DIRECTORS:
WINSOME METROPOLITAN DISTRICT NO. 2
By: PAUL SCENDIGLE | SEAVER | FODGE
A Professional Corporation
Published in The Gazette October 18, 2023.

EXHIBIT B

Budget Document
Budget Message

WINSOME METROPOLITAN DISTRICT NO. 2
2024
BUDGET MESSAGE

Attached please find a copy of the adopted 2024 budget for the Winsome Metropolitan District No. 2.

The Winsome Metropolitan District No. 2. has adopted two funds, a General Fund to provide for transfers to Winsome Metropolitan District No. 1 for operating and maintenance expenditures; and a Debt Service Fund to account for transfers to Winsome Metropolitan District No. 3 for the repayment of principal and interest on the outstanding general obligation bonds.

The district's accountants have utilized the modified accrual basis of accounting, and the budget has been adopted after proper postings, publications and public hearing.

The primary sources of revenue for the district in 2024 will be property taxes. The district intends to impose a 76.482 mill levy on property within the district for 2024, of which 16.624 mills will be dedicated to the General Fund and the balance of 60.158 mills will be allocated to the Debt Service Fund.

Winsome Metropolitan District No. 2
Adopted Budget
General Fund
For the Year ended December 31, 2024

	Actual <u>2022</u>	Adopted Budget <u>2023</u>	Actual <u>6/30/2023</u>	Estimate <u>2023</u>	Adopted Budget <u>2024</u>
Beginning fund balance	\$ -	\$ -	\$ -	\$ -	\$ -
Revenues:					
Property taxes	8,376	27,673	25,399	27,650	80,940
Specific ownership taxes	871	2,768	1,398	4,000	7,029
Interest	38	-	30	50	-
Developer advances	-	-	-	-	-
Total revenues	<u>9,285</u>	<u>30,441</u>	<u>26,827</u>	<u>31,700</u>	<u>87,969</u>
Total funds available	<u>9,285</u>	<u>30,441</u>	<u>26,827</u>	<u>31,700</u>	<u>87,969</u>
Expenditures:					
Transfer to District 1	9,159	27,640	26,446	31,224	83,781
Insurance/ SDA Dues	-	2,254	-	-	-
Miscellaneous	-	20	-	-	-
Treasurer's Fees	126	457	381	476	4,118
Emergency Reserve	-	70	-	-	70
Total expenditures	<u>9,285</u>	<u>30,441</u>	<u>26,827</u>	<u>31,700</u>	<u>87,969</u>
Ending fund balance	<u>\$ -</u>	<u>\$ -</u>	<u>\$ -</u>	<u>\$ -</u>	<u>\$ -</u>
Assessed valuation		<u>\$ 1,813,820</u>			<u>\$ 4,958,350</u>
Mill Levy		<u>5.086</u>			<u>5.441</u>
Mill Levy		<u>10.171</u>			<u>10.883</u>
Mill Levy		<u>15.257</u>			<u>16.324</u>

Winsome Metropolitan District No. 2
Adopted Budget
Debt Service Fund
For the Year ended December 31, 2024

	Actual 2022	Adopted Budget 2023	Actual 6/30/2023	Estimate 2023	Adopted Budget 2024
Beginning fund balance	\$ -	\$ -	\$ -	\$ -	\$ -
Revenues:					
Property taxes	30,870	101,978	93,596	101,970	298,284
Specific ownership taxes	3,210	8,158	5,150	10,000	23,863
Interest income	119	-	115	150	-
	<u>34,199</u>	<u>110,136</u>	<u>98,861</u>	<u>112,120</u>	<u>322,147</u>
Total revenues					
	<u>34,199</u>	<u>110,136</u>	<u>98,861</u>	<u>112,120</u>	<u>322,147</u>
Total funds available					
	<u>34,199</u>	<u>110,136</u>	<u>98,861</u>	<u>112,120</u>	<u>322,147</u>
Expenditures:					
Treasurer's fees	465	1,501	1,405	1,530	4,445
Transfer to District #3	33,734	108,635	97,456	110,590	317,702
Trustee / paying agent fees	-	-	-	-	-
	<u>34,199</u>	<u>110,136</u>	<u>98,861</u>	<u>112,120</u>	<u>322,147</u>
Total expenditures					
	<u>34,199</u>	<u>110,136</u>	<u>98,861</u>	<u>112,120</u>	<u>322,147</u>
Ending fund balance	<u>\$ -</u>	<u>\$ -</u>	<u>\$ -</u>	<u>\$ -</u>	<u>\$ -</u>
Assessed valuation		<u>\$ 1,813,820</u>			<u>\$ 4,958,350</u>
Mill Levy		<u>56.223</u>			<u>60.158</u>
Total Mill Levy		<u>71.480</u>			<u>76.482</u>

EXHIBIT C

Certification of Tax Levy

CERTIFICATION OF TAX LEVIES for NON-SCHOOL Governments

TO: County Commissioners¹ of El Paso County, Colorado.

On behalf of the Winsome Metropolitan District No. 2,
(taxing entity)^A

the Board of Directors,
(governing body)^B

of the Winsome Metropolitan District No. 2,
(local government)^C

Hereby officially certifies the following mills to be levied against the taxing entity's GROSS \$ 4,958,350 assessed valuation of: (GROSS^D assessed valuation, Line 2 of the Certification of Valuation Form DLG 57^E)

Note: If the assessor certified a NET assessed valuation (AV) different than the GROSS AV due to a Tax Increment Financing (TIF) Area^F the tax levies must be calculated using the NET AV. The taxing entity's total property tax revenue will be derived from the mill levy multiplied against the NET assessed valuation of: \$ 4,958,350 (NET^G assessed valuation, Line 4 of the Certification of Valuation Form DLG 57)

Submitted: 01/05/2024 for budget/fiscal year 2024.
(not later than Dec. 15) (mm/dd/yyyy) (yyyy)

PURPOSE (see end notes for definitions and examples)	LEVY ²	REVENUE ²
1. General Operating Expenses ^H	<u>10.883</u> mills	\$ <u>53,962</u>
2. <Minus> Temporary General Property Tax Credit/ Temporary Mill Levy Rate Reduction ^I	< > mills	\$ < >
SUBTOTAL FOR GENERAL OPERATING:	10.883 mills	\$ 53,962
3. General Obligation Bonds and Interest ^J	_____ mills	\$ _____
4. Contractual Obligations ^K	<u>60.158</u> mills	\$ <u>298,285</u>
5. Capital Expenditures ^L	_____ mills	\$ _____
6. Refunds/Abatements ^M	_____ mills	\$ _____
7. Other ^N (specify): <u>Covenant enf. Design review</u>	<u>5.441</u> mills	\$ <u>26,978</u>
	_____ mills	\$ _____
TOTAL: [Sum of General Operating Subtotal and Lines 3 to 7]	76.482 mills	\$ 379,225

Contact person: (print) Diane K Wheeler Daytime phone: (303) 689-0833
Signed: Diane K Wheeler Title: District Accountant

Include one copy of this tax entity's completed form when filing the local government's budget by January 31st, per 29-1-113 C.R.S., with the Division of Local Government (DLG), Room 521, 1313 Sherman Street, Denver, CO 80203. Questions? Call DLG at (303) 866-2156.

¹ If the taxing entity's boundaries include more than one county, you must certify the levies to each county. Use a separate form for each county and certify the same levies uniformly to each county per Article X, Section 3 of the Colorado Constitution.
² Levies must be rounded to three decimal places and revenue must be calculated from the total NET assessed valuation (Line 4 of Form DLG57 on the County Assessor's final certification of valuation).

CERTIFICATION OF TAX LEVIES, continued

THIS SECTION APPLIES TO TITLE 32, ARTICLE 1 SPECIAL DISTRICTS THAT LEVY TAXES FOR PAYMENT OF GENERAL OBLIGATION DEBT (32-1-1603 C.R.S.). Taxing entities that are

Special Districts or Subdistricts of Special Districts must certify separate mill levies and revenues to the Board of County Commissioners, one each for the funding requirements of each debt (32-1-1603, C.R.S.) Use additional pages as necessary. The Special District's or Subdistrict's total levies for general obligation bonds and total levies for contractual obligations should be recorded on Page 1, Lines 3 and 4 respectively.

CERTIFY A SEPARATE MILL LEVY FOR EACH BOND OR CONTRACT:

BONDS^J:

1. Purpose of Issue: _____
Series: _____
Date of Issue: _____
Coupon Rate: _____
Maturity Date: _____
Levy: _____
Revenue: _____

2. Purpose of Issue: _____
Series: _____
Date of Issue: _____
Coupon Rate: _____
Maturity Date: _____
Levy: _____
Revenue: _____

CONTRACTS^K:

3. Purpose of Contract: Agreement to remit funds to Winsome Metropolitan District No. 3
Title: Capital Pledge Agreement
Date: July 14, 2021
Principal Amount: N/A
Maturity Date: December 2, 2060
Levy: 60.158
Revenue: \$298,285

4. Purpose of Contract: _____
Title: _____
Date: _____
Principal Amount: _____
Maturity Date: _____
Levy: _____
Revenue: _____

Use multiple copies of this page as necessary to separately report all bond and contractual obligations per 32-1-1603, C.R.S.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed the seal of the Winsome Metropolitan District No. 2 of El Paso County, Colorado on this 2nd day of November 2023.

DocuSigned by:
Joe DesJardin
E976D347AEE64DB...
Joe DesJardin _____, Secretary

