

STATE OF COLORADO
COUNTY OF EL PASO
WINSOME METROPOLITAN DISTRICT NO. 3
2025 BUDGET RESOLUTION

The Board of Directors of the Winsome Metropolitan District No. 3 (the “District”), El Paso County, Colorado held a regular meeting on Thursday, November 7, 2024, at the hour of 2:00 P.M., via video conference at <https://zoom.us/j/7848826891>, Meeting ID: 784 882 6891, Password: 0000, and via telephone conference at Dial In: 1-719-359-4580, Meeting ID: 784 882 6891, Passcode: press #.

The following members of the District’s Board of Directors (the “Board) were present:

President:	Andrew Biggs
Treasurer:	Tamrin Apaydin
Secretary:	Joseph DesJardin
Assistant Secretary:	Charlie Williams

Also present were: Jennifer L. Ivey, Icenogle Seaver Pogue, P.C.; AJ Beckman and David Frazir, Public Alliance LLC; Diane Wheeler and Daisy Garcia, Simmons & Wheeler P.C.; Thomas Badera and Michael Lordino, Winsome Metropolitan District No. 2; and Connie Miller, Logan Powell, and Steve Rossoll, Proterra Properties, LLC

Mr. Beckman reported that proper notice was made to allow the Board to conduct a public hearing on the 2025 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 regular meeting of the Board and that a notice of regular 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 Apaydin 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 2025 TO HELP DEFRAY THE COSTS OF GOVERNMENT FOR THE WINSOME METROPOLITAN DISTRICT NO. 3, EL PASO COUNTY, COLORADO, FOR THE CALENDAR YEAR BEGINNING ON THE FIRST DAY OF JANUARY 2025 AND ENDING ON THE LAST DAY OF DECEMBER 2025.

WHEREAS, the Board 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, 2024; and

WHEREAS, the proposed budget is more than fifty thousand dollars (\$50,000.00), due and proper notice was published on Wednesday, October 16, 2024, 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 7, 2024 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 then available to the Board, including 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. 3, EL PASO COUNTY, COLORADO:

Section 1. Summary of 2025 Revenues and 2025 Expenditures. That the estimated revenues and expenditures for each fund for fiscal year 2025, 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 is approved and adopted as the budget of the District for fiscal year 2025. 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, if applicable, showing a proposed budget and mill levies for fiscal year 2025. Due to the significant possibility that the final assessed valuation provided by the El Paso County Assessor's Office differs from the preliminary 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, and/or any applicable revenue caps or limitations, including making any appropriate temporary property tax credit or temporary mill levy reduction, without the need for additional Board authorization.

Section 3. 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 4. 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 5. 2025 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 \$8,222 and that the 2024 valuation for assessment, as certified by the El Paso County Assessor, is \$522,660. That for the purposes of meeting all general operating expenses of the District during the 2025 budget year, there is hereby levied a tax of

15.730 mills upon each dollar of the total valuation of assessment of all taxable property within the District for the year 2025.

Section 6. 2025 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 \$31,100 and that the 2024 valuation for assessment, as certified by the El Paso County Assessor, is \$522,660. That for the purposes of meeting all debt retirement expenses of the District during the 2025 budget year, there is hereby levied a tax of 59.504 mills upon each dollar of the total valuation of assessment of all taxable property within the District for the year 2025.

Section 7. 2025 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 Section 2 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, 2024 (or such other date as may be prescribed by law), for collection in 2025.

Section 8. 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 and provide such information as required by Section 39-1-125, C.R.S. 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 Andrew Biggs.

RESOLUTION APPROVED AND ADOPTED THIS 7TH DAY OF NOVEMBER, 2024.

WINSOME METROPOLITAN DISTRICT NO. 3

DocuSigned by:

Andrew Biggs

830CC12727494B8...

By: Andrew Biggs
Its: President

ATTEST:

Signed by:

Joe DesJardin

E976D347AEE64DB...

By: Joseph DesJardin
Its: Secretary

STATE OF COLORADO
COUNTY OF EL PASO
WINSOME METROPOLITAN DISTRICT NO. 3

I, Joseph DesJardin, hereby certify that I am a director and the duly elected and qualified Secretary of the Winsome Metropolitan District No. 3, 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 regular meeting of the Board of Directors of the Winsome Metropolitan District No. 3 held on Thursday, November 7, 2024, via video conference at <https://zoom.us/j/7848826891>, Meeting ID: 784 882 6891 , Password: 0000, and via telephone conference at Dial In: 1-719-359-4580, Meeting ID: 784 882 6891, Passcode: 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 2025; 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 7th day of November, 2024.

Signed by:

Joe DesJardin

E976D347AEE64DB...
Joseph DesJardin, Secretary

[SEAL]



EXHIBIT A

Affidavit
Notice as to Proposed 2025 Budget

205438

AFFIDAVIT OF PUBLICATION

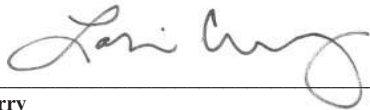
STATE OF COLORADO
COUNTY OF El Paso

I, Kate Dickens, 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 10/16/2024**

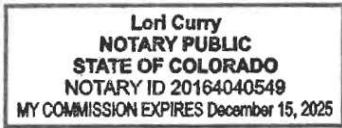
That said newspaper has been published continuously and uninterruptedly in said County of El Paso for a period of at least six consecutive months next prior to the first issue thereof containing this notice; that said newspaper has a general circulation and that it has been admitted to the United States 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.

Kate Dickens
Sales Center Agent

Subscribed and sworn to me this 10/16/2024, at said City of Colorado Springs, El Paso County, Colorado.
My commission expires December 15, 2025.



Lori Curry
Notary Public
The Gazette



Document Authentication Number
20224024441-715957

PUBLIC NOTICE
NOTICE AS TO PROPOSED 2025 BUDGET AND HEARING
WINSOME METROPOLITAN DISTRICT NO. 3

NOTICE IS HEREBY GIVEN that a proposed budget has been submitted to the **WINSOME METROPOLITAN DISTRICT NO. 3** (the "District") for the ensuing year of 2025. A copy of such proposed budget has been filed in the office Simmons & Wheeler, P.C., 304 Inverness Way South, Suite 400, Englewood, Colorado, where the same is open for public inspection. Such proposed budget will be considered at a hearing at the meeting of the District to be held at 2:00 P.M., on Thursday, November 7, 2024.

The location and additional information regarding the meeting will be available on the meeting notice posted on the District's website at <https://winsometrodistrict.org/> at least 24-hours in advance of the meeting.

Any interested elector within the District may inspect the proposed budget and file or register any objections at any time prior to the final adoption of the 2025 budget.

BY ORDER OF THE BOARD OF DIRECTORS OF THE DISTRICT:
By: /s/ [CENOGLE] SEAVER | POGUE
A Professional Corporation
Published in The Gazette October 16, 2024.

**NOTICE AS TO PROPOSED 2025 BUDGET AND HEARING
WINSOME METROPOLITAN DISTRICT NO. 3**

NOTICE IS HEREBY GIVEN that a proposed budget has been submitted to the **WINSOME METROPOLITAN DISTRICT NO. 3** (the “District”) for the ensuing year of 2025. A copy of such proposed budget has been filed in the office Simmons & Wheeler, P.C., 304 Inverness Way South, Suite 490, Englewood, Colorado, where the same is open for public inspection. Such proposed budget will be considered at a hearing at the meeting of the District to be held at 2:00 P.M., on Thursday, November 7, 2024.

The location and additional information regarding the meeting will be available on the meeting notice posted on the District’s website at <https://winsomemetrodistrict.org/> at least 24-hours in advance of the meeting.

Any interested elector within the District may inspect the proposed budget and file or register any objections at any time prior to the final adoption of the 2025 budget.

BY ORDER OF THE
BOARD OF DIRECTORS OF THE DISTRICT:

By: /s/ ICENOGLE | SEAVER | POGUE
A Professional Corporation

Publish In: *The Gazette*
Publish On: Wednesday, October 16, 2024

EXHIBIT B

Budget Document
Budget Message

WINSOME METROPOLITAN DISTRICT NO. 3
2025
BUDGET MESSAGE

Attached please find a copy of the adopted 2025 budget for the Winsome Metropolitan District No. 3.

Winsome Metropolitan District No. 3 has adopted a budget for two separate funds, a General Fund to provide for the payment of operating and maintenance expenditures; and a Debt Service Fund to provide for payments 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 2025 will be property taxes and transfers from Winsome Metropolitan District No. 2. The district intends to impose a 75.234 mill levy on property within the district for 2025, of which 15.730 mills will be dedicated to the General Fund and the balance of 59.504 mills will be allocated to the Debt Service Fund.

Winsome Metropolitan District No. 3
Adopted Budget
General Fund
For the Year ended December 31, 2025

	Actual <u>2023</u>	Adopted Budget <u>2024</u>	Actual 6/30/2024	Estimate <u>2024</u>	Adopted Budget <u>2025</u>
Beginning fund balance	\$ -	\$ -	\$ -	\$ -	\$ -
Revenues:					
Property taxes	2,412	7,058	7,094	7,094	8,222
Specific ownership taxes	250	781	319	620	850
Developer advances	<u>-</u>	<u>-</u>	<u>1,768</u>	<u>1,768</u>	<u>-</u>
Total revenues	<u>2,662</u>	<u>7,839</u>	<u>9,181</u>	<u>9,482</u>	<u>9,072</u>
Total funds available	<u>2,662</u>	<u>7,839</u>	<u>9,181</u>	<u>9,482</u>	<u>9,072</u>
Expenditures:					
Transfer to District 1	2,626	7,665	7,308	9,376	8,881
Treasurer's Fees	36	106	106	106	123
Emergency Reserve	<u>-</u>	<u>68</u>	<u>-</u>	<u>-</u>	<u>68</u>
Total expenditures	<u>2,662</u>	<u>7,839</u>	<u>7,414</u>	<u>9,482</u>	<u>9,072</u>
Ending fund balance	<u>\$ -</u>	<u>\$ -</u>	<u>\$ 1,767</u>	<u>\$ -</u>	<u>\$ -</u>
Assessed valuation		<u>\$ 448,720</u>			<u>\$ 522,660</u>
Mill Levy		<u>5.243</u>			<u>5.243</u>
Mill Levy		<u>10.487</u>			<u>10.487</u>
Mill Levy		<u>15.730</u>			<u>15.730</u>

Winsome Metropolitan District No. 3
Adopted Budget
Capital Projects Fund
For the Year ended December 31, 2025

	Actual <u>2023</u>	Adopted Budget <u>2024</u>	Actual <u>6/30/2024</u>	Estimate <u>2024</u>	Adopted Budget <u>2025</u>
Beginning fund balance	\$ 1,936,784	\$ -	\$ 351,967	\$ 351,967	\$ -
Revenues:					
Bond proceeds	-	-	-	-	-
Interest & other income	26,338	-	9,559	15,000	-
Developer advances	<u>1,600,158</u>	-	-	<u>2,633,033</u>	-
Total revenues	<u>1,626,496</u>	-	<u>9,559</u>	<u>2,648,033</u>	-
Total funds available	<u>3,563,280</u>	-	<u>361,526</u>	<u>3,000,000</u>	-
Expenditures:					
Issuance costs	-	-	-	-	-
Organization costs	-	-	-	-	-
Accounting	-	-	-	-	-
Legal	-	-	-	-	-
Planning & Engineering	10,998	-	-	-	-
Capital expenditures	1,600,158	-	-	3,000,000	-
Repay developer advances	1,524,084	-	-	-	-
Repay developer advances - inter	76,074	-	-	-	-
Transfer to Debt Service	<u>-</u>	<u>-</u>	<u>-</u>	<u>-</u>	<u>-</u>
Total expenditures	<u>3,211,314</u>	-	<u>-</u>	<u>3,000,000</u>	-
Ending fund balance	<u>\$ 351,966</u>	<u>\$ -</u>	<u>\$ 361,526</u>	<u>\$ -</u>	<u>\$ -</u>

Winsome Metropolitan District No. 3
Adopted Budget
Debt Service Fund
For the Year ended December 31, 2025

	Actual 2023	Adopted Budget 2024	Actual 6/30/2024	Estimate 2024	Adopted Budget 2025
Beginning fund balance	\$ 14,233	\$ 711	\$ 8,253	\$ 8,253	\$ -
Revenues:					
Property taxes	9,125	26,701	26,837	26,837	31,100
Specific ownership taxes	948	2,134	1,212	2,400	2,486
Transfer from District 2	111,504	317,703	276,604	299,403	390,006
Interest income	122	-	3	-	1,000
	<u>121,699</u>	<u>346,538</u>	<u>304,656</u>	<u>328,640</u>	<u>424,592</u>
Total revenues					
	<u>121,699</u>	<u>346,538</u>	<u>304,656</u>	<u>328,640</u>	<u>424,592</u>
Total funds available	<u>135,932</u>	<u>347,249</u>	<u>312,909</u>	<u>336,893</u>	<u>424,592</u>
Expenditures:					
Bond interest expense	119,542	340,000	-	332,490	420,000
Treasurer's fees	137	401	402	403	467
Trustee / paying agent fees	8,000	4,000	-	4,000	4,000
	<u>127,679</u>	<u>344,401</u>	<u>402</u>	<u>336,893</u>	<u>424,467</u>
Total expenditures					
	<u>127,679</u>	<u>344,401</u>	<u>402</u>	<u>336,893</u>	<u>424,467</u>
Ending fund balance	<u>\$ 8,253</u>	<u>\$ 2,848</u>	<u>\$ 312,507</u>	<u>\$ -</u>	<u>\$ 125</u>
Assessed valuation		<u>\$ 448,720</u>			<u>\$ 522,660</u>
Mill Levy		<u>59.504</u>			<u>59.504</u>
Total Mill Levy		<u>75.234</u>			<u>75.234</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. 3,
 (taxing entity)^A

the Board of Directors,
 (governing body)^B

of the Winsome Metropolitan District No. 3,
 (local government)^C

Hereby officially certifies the following mills to be levied against the taxing entity's GROSS \$ 522,660 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: \$ 522,660 (NET^G assessed valuation, Line 4 of the Certification of Valuation Form DLG 57)

Submitted: 12/11/24 for budget/fiscal year 2025.
 (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>10.487</u> mills	\$ <u>5,481</u>
2. <Minus> Temporary General Property Tax Credit/ Temporary Mill Levy Rate Reduction ^I	< > mills	\$ < >
SUBTOTAL FOR GENERAL OPERATING:	<u>10.487</u> mills	<u>\$ 5,481</u>
3. General Obligation Bonds and Interest ^J	<u>59.504</u> mills	\$ <u>31,100</u>
4. Contractual Obligations ^K	_____ mills	\$ _____
5. Capital Expenditures ^L	_____ mills	\$ _____
6. Refunds/Abatements ^M	_____ mills	\$ _____
7. Other ^N (specify): <u>Covenant enforce/Design</u>	<u>5.243</u> mills	\$ <u>2,741</u>
	_____ mills	\$ _____
TOTAL: [Sum of General Operating Subtotal and Lines 3 to 7]	<u>75.234</u> mills	<u>\$ 39,322</u>

Contact person: Diane K Wheeler Daytime phone: (303) 689-0833
 (print)
 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:	\$9,069,000 General Obligation Limited Tax Cash Flow Bonds
	Series:	2021A(3)
	Date of Issue:	July 14, 2021
	Coupon Rate:	5.125%
	Maturity Date:	December 1, 2050
	Levy:	59.504
	Revenue:	\$31,100

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

CONTRACTS^K:

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

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. 3 of El Paso County, Colorado on this 7th day of November, 2024.

Signed by:

Joe DesJardin

Joseph DesJardin, Secretary

SEAL

