

**RESOLUTION NO. 2025-05
OF THE FRONT RANGE PASSENGER RAIL DISTRICT**

**ACCEPTING AN AUDIT OF THE DISTRICT'S FINANCIAL STATEMENTS
FOR THE 2023 FISCAL YEAR**

WHEREAS, pursuant to Section 32-22-101, *et. seq.*, C.R.S. (the “Act”), the Front Range Passenger Rail District (the “District”) was established as a body politic and corporate and a political subdivision of the state to research, develop, construct, operate, and maintain an interconnected passenger rail system within the front range that is competitive in terms of travel time for comparable trips with other modes of surface transportation; and

WHEREAS, except as otherwise specifically provided, the Board exercises and performs all powers, privileges, and duties vested in or imposed upon the District in the Act; and

WHEREAS, Section 29-1-601, *et seq.*, C.R.S. (the “Colorado Local Government Audit Law”) requires the Board to cause an annual audit of the District’s financial statements to be made for each fiscal year in accordance with generally accepted auditing standards; and

WHEREAS, the District engaged Wipfli, LLP (the “Auditor”) to conduct an audit of the financial statements of the District’s governmental activities for the 2023 fiscal year; and

WHEREAS, the Auditor conducted an audit of the financial statements of the governmental activities and each major fund of the District for the fiscal year ended December 31, 2023, and prepared the required audit report, a copy of which is attached hereto and incorporated herein as **Exhibit A** (the “2023 Audit”); and

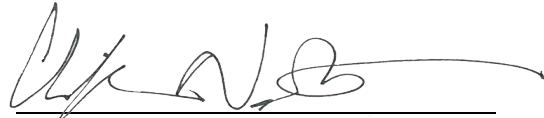
WHEREAS, Section 29-1-606, C.R.S. requires the District to maintain one copy of the 2023 Audit as a public record for public inspection at all reasonable times at the principal office of the District; and

WHEREAS, Section 29-1-606, C.R.S. also requires the District to submit a copy of the 2023 Audit to the State Auditor no later than thirty days after the report is received by such entity.

NOW, THEREFORE, BE IT RESOLVED by the Board of Directors of the Front Range Passenger Rail District that the Board has reviewed the 2023 Audit and hereby accepts the 2023 Audit as presented.

BE IT FURTHER RESOLVED that the Board hereby directs the District’s General Manager to: (i) maintain a copy of the 2023 Audit as a public record for public inspection at all reasonable times at the principal office of the District, and (ii) cause a copy of the 2023 Audit to be submitted to the State Auditor.

APPROVED this 25th day of July 2025.


Chair

ATTEST:

Joan Peck
Secretary

Front Range Passenger Rail District
Resolution No. 2025-05

EXHIBIT A
Front Range Passenger Rail District
Fiscal Year 2023 Audit Report

[See attached.]

COMMUNICATION WITH THOSE CHARGED WITH GOVERNANCE

June 16, 2025

Board of Directors
Front Range Passenger Rail District

Dear Board of Directors:

We have audited the financial statements of the governmental activities and each major fund of Front Range Passenger Rail District (the "District") for the year ended December 31, 2023 and have issued our report thereon dated June 16, 2025. Professional standards require that we provide you with the following information related to our audit:

[Our Responsibility Under Auditing Standards Generally Accepted in the United States of America](#)

As stated in our engagement letter dated March 24, 2025, our responsibility, as described by professional standards, is to express an opinion about whether the financial statements prepared by management with your oversight are fairly presented, in all material respects, in conformity with accounting principles generally accepted in the United States of America. Our audit of the financial statements does not relieve you or management of your responsibilities.

[Planned Scope and Timing of the Audit](#)

We performed the audit according to the planned scope, timing, and with respect to significant risks identified by us, all of which were previously communicated, in addition to our engagement letter dated March 24, 2025, accepted by Christine Breit.

[Significant Audit Matters](#)

Qualitative Aspects of Accounting Practices

Management is responsible for the selection and use of appropriate accounting policies. The significant accounting policies used by the District are described in Note 1 to the financial statements. No new accounting policies were adopted and the application of existing policies was not changed during 2023.

We noted no transactions entered into by the District during the year for which there is a lack of authoritative guidance or consensus. All significant transactions have been recognized in the financial statements in the proper period.

Accounting estimates are an integral part of the financial statements prepared by management and are based on management's knowledge and experience about past and current events and assumptions about future events. Certain accounting estimates are particularly sensitive because of their significance to the financial statements and because of the possibility that future events affecting them may differ significantly from those expected. We determined no accounting estimates that were considered significant to the financial statements as a whole that would require evaluation of assumptions used to determine the estimate.

The disclosures in the financial statements are neutral, consistent, and clear. Certain financial statement disclosures are particularly sensitive because of their significance to financial statement users. There were no financial statement disclosures that were considered particularly sensitive to financial statement users in our opinion.

Difficulties Encountered in Performing the Audit

We encountered no significant difficulties in dealing with management in performing and completing our audit.

Corrected and Uncorrected Misstatements

Professional standards require us to accumulate all misstatements identified during the audit, other than those that are clearly trivial, and communicate them to the appropriate level of management. We had no identified misstatements as a result of our audit.

Disagreements With Management

For purposes of this letter, a disagreement with management is a financial accounting, reporting, or auditing matter, whether or not resolved to our satisfaction, that could be significant to the financial statements or the auditor's report. We are pleased to report that no such disagreements arose during the course of our audit.

Management Representations

We have requested certain representations from management that are included in the management representation letter dated June 16, 2025.

Management Consultations With Other Accountants

In some cases, management may decide to consult with other accountants about auditing and accounting matters, similar to obtaining a "second opinion" on certain situations. If a consultation involves application of an accounting principle to the District's financial statements or a determination of the type of auditor's opinion that may be expressed on those statements, our professional standards require the consulting accountant to check with us to determine that the consultant has all the relevant facts. To our knowledge, there were no such consultations with other accountants.

Other Audit Findings or Issues

We generally discuss a variety of matters, including the application of accounting principles and auditing standards, with management each year prior to retention as the District's auditors. However, these discussions occurred in the normal course of our professional relationship and our responses were not, in our judgment, a condition of our retention.

Other Matters

Other Information in Documents Containing Audited Financial Statements

The auditor's responsibility for other information in documents containing audited financial statements does not extend beyond the financial information identified in our report, and we have no obligation to perform any procedures to corroborate other information contained in a document. Our responsibility is to read the other information and consider whether such information, or the manner of its presentation, is materially inconsistent with information, or the manner of its presentation, appearing in the financial statements. We are not aware of any documents or other information containing audited financial statements.

Internal Control Matters

In planning and performing our audit of the financial statements of the District as of and for the year ended December 31, 2023, in accordance with auditing standards generally accepted in the United States of America, we considered the District's internal control over financial reporting (internal control) as a basis for designing our auditing procedures that are appropriate in the circumstances for the purpose of expressing our opinion on the financial statements, but not for the purpose of expressing an opinion on the effectiveness of the District's internal control. Accordingly, we do not express an opinion on the effectiveness of the District's internal control.

Our consideration of internal control was for the limited purpose described in the preceding paragraph and was not designed to identify all deficiencies in internal control that might be significant deficiencies or material weaknesses, and therefore significant deficiencies and material weaknesses may exist that were not identified. Given these limitations, during our audit we did not identify any deficiencies in internal control that we consider to be material weaknesses.

A deficiency in internal control exists when the design or operation of a control does not allow management or employees, in the normal course of performing their assigned functions, to prevent or detect and correct, misstatements on a timely basis. A material weakness is a deficiency, or combination of deficiencies, in internal control, such that there is a reasonable possibility that a material misstatement of the entity's financial statements will not be prevented, or detected and corrected, on a timely basis.

A significant deficiency is a deficiency, or a combination of deficiencies, in internal control that is less severe than a material weakness, yet important enough to merit attention by those charged with governance.

This communication is intended solely for the information and use of the Board of Directors and, if appropriate, management and is not intended to be, and should not be, used by anyone other than these specified parties.

We appreciate the opportunity to be of service to Front Range Passenger Rail District.

Sincerely,

A handwritten signature in black ink that reads "Wipfli LLP". The signature is written in a cursive, flowing style.

Wipfli LLP
Denver, CO

FRONT RANGE PASSENGER RAIL DISTRICT
Multiple Counties, Colorado

FINANCIAL STATEMENTS AND
SUPPLEMENTARY INFORMATION

YEAR ENDED DECEMBER 31, 2023

**FRONT RANGE PASSENGER RAIL DISTRICT
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Board of Directors
Front Range Passenger Rail District
Multiple Counties, Colorado

Independent Auditor's Report

Opinions

We have audited the accompanying financial statements of the governmental activities and each major fund of Front Range Passenger Rail District (the "District"), as of and for the year ended December 31, 2023, 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 Front Range Passenger Rail District as of December 31, 2023, 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 GAAS will always detect a material misstatement when it exists. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control. Misstatements are considered material if there is a substantial likelihood that, individually or in the aggregate, they would influence the judgment made by a reasonable user based on the financial statements.

In performing an audit in accordance with GAAS, we:

Exercise professional judgment and maintain professional skepticism throughout the audit.

Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, and design and perform audit procedures responsive to those risks. Such procedures include examining, on a test basis, evidence regarding the amounts and disclosures in the financial statements.

Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the District'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.

Other Matters

Required Supplemental Information

Management has omitted the management's discussion and analysis that accounting principles generally accepted in the United States 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.

A handwritten signature in black ink that reads "Wipfli LLP". The signature is written in a cursive, flowing style.

Wipfli LLP
Denver, Colorado

June 16, 2025

BASIC FINANCIAL STATEMENTS

FRONT RANGE PASSENGER RAIL DISTRICT
STATEMENT OF NET POSITION
DECEMBER 31, 2023

	<u>Governmental Activities</u>
ASSETS	
Cash and Investments	\$ 1,948,337
Cash and Investments - Restricted	13,483,350
Accounts Receivable	2,000,000
Prepaid Expenses	<u>1,408</u>
Total Assets	17,433,095
 LIABILITIES	
Accounts Payable	216,604
Accrued Liabilities	<u>16,048</u>
Total Liabilities	232,652
 NET POSITION	
Restricted for:	
Emergency Reserve	70,600
Southwest Chief La Junta Corridor Improvements	12,020,000
Southwest Chief Thru-Car Study	159,000
Service Development Plan	1,233,750
Unrestricted	<u>3,717,093</u>
 Total Net Position	 <u><u>\$ 17,200,443</u></u>

See accompanying Notes to Basic Financial Statements.

**FRONT RANGE PASSENGER RAIL DISTRICT
STATEMENT OF ACTIVITIES
YEAR ENDED DECEMBER 31, 2023**

		Program Revenues			Net Revenues (Expenses) and Changes in Net Position
		Charges for Services	Operating Grants and Contributions	Capital Grants and Contributions	Governmental Activities
	<u>Expenses</u>				
FUNCTIONS/PROGRAMS					
Primary Government:					
Governmental Activities:					
General Government	\$ 1,470,744	\$ -	\$ 2,348,480	\$ -	\$ 877,736
Total Governmental Activities	<u>\$ 1,470,744</u>	<u>\$ -</u>	<u>\$ 2,348,480</u>	<u>\$ -</u>	877,736
GENERAL REVENUES					
Other Revenue					5,843
Total General Revenues and Transfers					<u>5,843</u>
CHANGES IN NET POSITION					883,579
Net Position - Beginning of Year					<u>16,316,864</u>
NET POSITION - END OF YEAR					<u>\$ 17,200,443</u>

See accompanying Notes to Basic Financial Statements.

**FRONT RANGE PASSENGER RAIL DISTRICT
BALANCE SHEET
GOVERNMENTAL FUND
DECEMBER 31, 2023**

	<u>General</u>
ASSETS	
Cash and Investments	\$ 1,948,337
Cash and Investments - Restricted	13,483,350
Accounts Receivable	2,000,000
Prepaid Expenses	1,408
Total Assets	<u>\$ 17,433,095</u>
LIABILITIES AND FUND BALANCES	
LIABILITIES	
Accounts Payable	\$ 216,604
Accrued Liabilities	16,048
Total Liabilities	<u>232,652</u>
FUND BALANCES	
Nonspendable:	
Prepaid Expense	1,408
Restricted for:	
Emergency Reserves	70,600
Southwest Chief La Junta Corridor Improvements	12,020,000
Southwest Chief Thru-Car Study	159,000
Service Development Plan	1,233,750
Assigned to:	
Subsequent Year's Expenditures	3,889,996
Unassigned	(174,311)
Total Fund Balances	<u>17,200,443</u>
Total Liabilities, Deferred Inflows of Resources, and Fund Balances	<u>\$ 17,433,095</u>

See accompanying Notes to Basic Financial Statements.

**FRONT RANGE PASSENGER RAIL DISTRICT
STATEMENT OF REVENUES, EXPENDITURES, AND CHANGES IN FUND BALANCES
GOVERNMENTAL FUND
YEAR ENDED DECEMBER 31, 2023**

	<u>General</u>
REVENUES	
Other Revenue	\$ 5,843
Intergovernmental Revenue	2,348,480
Total Revenues	<u>2,354,323</u>
EXPENDITURES	
Current:	
Accounting	31,255
Board Expense	70,540
Dues and Membership	4,090
Events/Travel	7,698
Grant Writing	22,819
Insurance	5,841
IT Services	16,549
Legal	323,563
Miscellaneous	973
Office Supplies and Expenses	1,469
Operation Supplies	7,763
PR Advocacy, Meetings, Lobbying	121,476
Service Development Plan	589,089
Travel and Entertainment	5,503
Wages and Benefits	221,970
Website	40,146
Total Expenditures	<u>1,470,744</u>
NET CHANGE IN FUND BALANCES	883,579
Fund Balances - Beginning of Year	<u>16,316,864</u>
FUND BALANCES - END OF YEAR	<u><u>\$ 17,200,443</u></u>

See accompanying Notes to Basic Financial Statements.

**FRONT RANGE PASSENGER RAIL DISTRICT
GENERAL FUND
STATEMENT OF REVENUES, EXPENDITURES, AND CHANGES IN FUND BALANCE –
BUDGET AND ACTUAL
YEAR ENDED DECEMBER 31, 2023**

	Original and Final Budget	Actual Amounts	Variance with Final Budget Positive (Negative)
REVENUES			
Other Revenue	\$ -	\$ 5,843	\$ 5,843
Intergovernmental Revenue	-	2,348,480	2,348,480
Total Revenues	-	2,354,323	2,354,323
EXPENDITURES			
Accounting	3,795	31,255	(27,460)
Board Expense	-	70,540	(70,540)
Directors' Fees	6,650	-	6,650
Dues and Membership	590	4,090	(3,500)
Events/Travel	1,650	7,698	(6,048)
Grant Writing	137,500	22,819	114,681
Insurance	11,308	5,841	5,467
IT Services	-	16,549	(16,549)
Legal	96,000	323,563	(227,563)
Miscellaneous	3,600	973	2,627
Office Supplies and Expenses	-	1,469	(1,469)
Operation Supplies	4,410	7,763	(3,353)
PR Advocacy, Meetings, Lobbying	3,360	121,476	(118,116)
Service Development Plan	1,640,000	589,089	1,050,911
Travel and Entertainment	4,415	5,503	(1,088)
Wages and Benefits	201,787	221,970	(20,183)
Website	10,398	40,146	(29,748)
Total Expenditures	2,125,463	1,470,744	654,719
NET CHANGE IN FUND BALANCE	(2,125,463)	883,579	3,009,042
Fund Balance - Beginning of Year	4,351,328	16,316,864	11,965,536
FUND BALANCE - END OF YEAR	<u>\$ 2,225,865</u>	<u>\$ 17,200,443</u>	<u>\$ 14,974,578</u>

See accompanying Notes to Basic Financial Statements.

**FRONT RANGE PASSENGER RAIL DISTRICT
NOTES TO BASIC FINANCIAL STATEMENTS
DECEMBER 31, 2023**

NOTE 1 DEFINITION OF REPORTING ENTITY

Front Range Passenger Rail District (District), a quasi-municipal corporation and a political subdivision of the state of Colorado, was organized by order and decree of the Colorado State Legislature on June 30, 2021 with the passage of Senate Bill 21-238, the Front Range Passenger Rail District Act (the Act). The purpose of the District is to research, develop, construct, operate, and maintain an interconnected passenger rail system within the Front Range that is competitive in terms of travel time for comparable trips with other modes of surface transportation.

Pursuant to the provisions of the Act (Title 32, Article 22 Colorado Revised Statutes), the District is also required to do the following:

- Collaborate with the Regional Transportation District (RTD) to ensure connectivity with any passenger rail system operated by or for RTD;
- If deemed appropriate by the Board and RTD, share capital costs associated with the shared use of rail line infrastructure in the Northwest Rail Line Corridor for passenger rail service;
- Collaborate with Amtrak on interconnectivity with Amtrak's Southwest Chief, California Zephyr and Winter Park Express trains, including rerouting Amtrak's Southwest Chief passenger train;
- Coordinate with the Department of Transportation (CDOT) to ensure that the District's rail system is well-integrated into Colorado's multi-modal transportation system including at least one joint meeting annually of the Board and the state's Transportation Commission;
- Hold at least one meeting annually of the Board and the Board of Directors of the I-70 Coalition to ensure that the District's rail system interconnects with any rail system that services the I-70 mountain corridor;
- Hold at least one meeting annually with the Board of Directors of RTD to discuss and resolve operational and interconnectivity issues;
- Complete an alternatives analysis related to the preferred alignment for the Northern Segment of the main north-south passenger rail line through the Northwest Rail Corridor in accordance with the National Environmental Policy Act of 1969. The District is directed to prioritize the initiation of construction and completion of that corridor.

The District extends from Wyoming to New Mexico and includes the City and County of Broomfield and the City and County of Denver. The District encompasses:

- All areas within Adams, Arapahoe, Boulder, Douglas, El Paso, Huerfano, Jefferson, Larimer, Las Animas, and Pueblo counties that are located within the territory of a metropolitan planning organization and all areas within Weld County that are located within the city of Longmont and the town of Erie;
- All areas within Huerfano, Las Animas and Pueblo counties that are not located within the territory of a metropolitan planning organization and are located within five miles of the public right-of-way of Interstate Highway 25;
- All areas within Larimer that are not located within the territory of a metropolitan planning organization and that are north of the City of Fort Collins and located within five miles of the public right-of-way of Interstate Highway 25.

**FRONT RANGE PASSENGER RAIL DISTRICT
NOTES TO BASIC FINANCIAL STATEMENTS
DECEMBER 31, 2023**

NOTE 1 DEFINITION OF REPORTING ENTITY (CONTINUED)

The District is governed by a Board of Directors (the Board) consisting of:

- Six directors appointed by the Governor and confirmed by the Senate of the State of Colorado. At least one of the appointed Directors must be a resident of a county, city and county or municipality through which light or commuter rail service was planned as part of the voter-approved Fastracks Transit Expansion Program of the RTD but has not been constructed.
- Ten directors appointed subject to Senate confirmation by metropolitan planning organizations and rural transportation planning for state transportation planning regions that include the territory of the District. Each metropolitan planning organization that represents more than one million five hundred thousand residents in the District shall appoint four directors unless a single city and county or municipality has 55% or more of the total population of the metro planning organization's territory. When a single city and county or municipality has 55% or more of the total population of the metro planning organization's territory, they shall appoint one of the four directors that would otherwise be appointed by the metro planning organization.
- Two directors from each metropolitan planning organization that represents more than five hundred thousand but fewer than one million residents in the District, shall appoint two directors. This includes Pikes Peak Area Council of Governments and the North Front Range Metropolitan Planning Organization. If a single city and county or municipality has 55% or more of the total population of the metro planning organization's territory, the city and county or municipality shall appoint one of the four directors that would otherwise be appointed by the metro planning organization.
- One director appointed by the Pueblo Area Council of Governments
- One director appointed by the South Central Council of Governments
- One director appointed by the Executive Director of the Department of Transportation
- Three non-voting directors may be appointed by each of BNSF Railway, Union Pacific Railroad and Amtrak
- One non-voting director appointed by RTD
- One non-voting director appointed by the Board of the I-70 Mountain Corridor Coalition
- Two non-voting directors may be appointed by each of the states of New Mexico and Wyoming

The District is successor to the Southwest Chief and Front Range Passenger Rail Commission (the Commission). As such, the District received all of the contractual rights and obligations of the Commission (See Commitments and Contingencies Note). To the extent permitted by law, the District is also the successor to the Commission for the purpose of pursuing pending Commission applications to receive federal grants.

**FRONT RANGE PASSENGER RAIL DISTRICT
NOTES TO BASIC FINANCIAL STATEMENTS
DECEMBER 31, 2023**

NOTE 1 DEFINITION OF REPORTING ENTITY (CONTINUED)

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

The District is not financially accountable for any other organization, nor is the District a component unit of any other primary governmental entity.

NOTE 2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

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

Government-Wide and Fund Financial Statements

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

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

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

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

Measurement Focus, Basis of Accounting, and Financial Statement Presentation

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

**FRONT RANGE PASSENGER RAIL DISTRICT
NOTES TO BASIC FINANCIAL STATEMENTS
DECEMBER 31, 2023**

NOTE 2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

**Measurement Focus, Basis of Accounting, and Financial Statement Presentation
(Continued)**

Governmental fund financial statements are reported using the current financial resources measurement focus and the modified accrual basis of accounting. Revenues are recognized as soon as they are both measurable and available. Revenues are considered to be available when they are collectible within the current period or soon enough thereafter to pay liabilities of the current period. For this purpose, the District considers revenues to be available if they are collected within 60 days after the end of the current fiscal period. The major sources of revenue susceptible to accrual are property taxes and specific ownership taxes. All other revenue items are considered to be measurable and available only when cash is received by the District. Expenditures, other than interest on long-term obligations are recorded when the liability is incurred or the long-term obligation is due.

The District reports the following major governmental fund:

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

Budgets

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

Pooled Cash and Investments

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

Equity

Net Position

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

**FRONT RANGE PASSENGER RAIL DISTRICT
NOTES TO BASIC FINANCIAL STATEMENTS
DECEMBER 31, 2023**

NOTE 2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

Fund Balance

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

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

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

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

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

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

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

Reporting Requirement

Pursuant to the Act, beginning on January 31, 2024 and no later than each January 31 thereafter, the District is required to publish and present a comprehensive annual report of its activities for the prior District fiscal year to a certain committees of the state legislature and each metropolitan planning organization and rural transportation planning organization that appoints members to the Board. The District has prepared and provided an annual report without audited financial statements and, therefore, may not be compliant to this statute.

**FRONT RANGE PASSENGER RAIL DISTRICT
NOTES TO BASIC FINANCIAL STATEMENTS
DECEMBER 31, 2023**

NOTE 3 CASH AND INVESTMENTS

Cash and investments as of December 31, 2023, are classified in the accompanying financial statements as follows:

Statement of Net Position:

Cash and Investments	\$ 1,948,337
Cash and Investments - Restricted	<u>13,483,350</u>
Total Cash and Investments	<u>\$ 15,431,687</u>

Cash and investments as of December 31, 2023, consist of the following:

Deposits with Financial Institutions	<u>\$ 15,431,687</u>
Total Cash and Investments	<u>\$ 15,431,687</u>

Deposits with Financial Institutions

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

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

Pursuant to the Act the District may invest funds of the District in any manner provided by Part 6 of Article 75 of Title 24 of the Colorado Revised Statutes:

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

**FRONT RANGE PASSENGER RAIL DISTRICT
NOTES TO BASIC FINANCIAL STATEMENTS
DECEMBER 31, 2023**

NOTE 3 CASH AND INVESTMENTS (CONTINUED)

Deposits with Financial Institutions (Continued)

Additionally, the District may direct a corporate trustee to invest money in investments or deposits other than those specified by Part 6 if the board determines, by resolution, that the investment or deposit meets the standard established by in Section 15-1-304 Standard for Investments, the income is comparable to allowed investment and the investment will assist the District in the financing, construction, operation, or maintenance of a passenger rail system.

At December 31, 2023, the District's cash deposits had a bank balance and a carrying balance of \$15,431,687. The District had no investments at December 31, 2023.

NOTE 4 NET POSITION

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

The restricted component of net position includes assets that are restricted for use either externally imposed by creditors, grantors, contributors, or laws and regulations of other governments or imposed by law through constitutional provisions or enabling legislation. The District had restricted net position as of December 31, 2023, as follows (See Commitments and Contingencies Note):

	<u>Governmental Activities</u>
Restricted Net Position:	
Emergency Reserve	\$ 70,600
Southwest Chief La Junta Corridor Improvements	12,020,000
Southwest Chief Thru-Car Study	159,000
Service Development Plan	<u>1,233,750</u>
Total Restricted Net Position	<u>\$ 13,483,350</u>

As of December 31, 2023, the unrestricted net position was \$3,717,093.

NOTE 5 RISK MANAGEMENT

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

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

**FRONT RANGE PASSENGER RAIL DISTRICT
NOTES TO BASIC FINANCIAL STATEMENTS
DECEMBER 31, 2023**

NOTE 5 RISK MANAGEMENT (CONTINUED)

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

NOTE 6 TAX, SPENDING, AND DEBT LIMITATIONS

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

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

TABOR requires local governments to establish Emergency Reserves. These reserves must be at least 3.00% of Fiscal Year Spending (excluding bonded debt service). Local governments are not allowed to use the Emergency Reserves to compensate for economic conditions, revenue shortfalls, or salary or benefit increases.

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

NOTE 7 COMMITMENTS AND CONTINGENCIES

Prior Fiscal Commitments

The District is the successor of the Southwest Chief and Front Range Passenger Rail Commission. As such, the District has assumed certain commitments made by the predecessor organizations, remaining amounts are as follows:

Southwest Chief La Junta Corridor Improvements	\$ 12,020,000
Southwest Chief Thru-Car Study	159,000
Service Development Plan	<u>1,233,750</u>
	<u>\$ 13,412,750</u>

**FRONT RANGE PASSENGER RAIL DISTRICT
NOTES TO BASIC FINANCIAL STATEMENTS
DECEMBER 31, 2023**

NOTE 7 COMMITMENTS AND CONTINGENCIES (CONTINUED)

The Board passed resolution 2022-F001 in 2022 to recognize the commitments above. In 2019, the Commission pledged a local match for the 2019 Consolidated Rail Infrastructure and Safety Improvement Grant (CRISI) for the Southwest Chief Thru-Car Study Alternative Analysis, a technical analysis evaluating potential new rail service. In 2020 and 2021, the Commission pledged a total of \$1,645,000 for the 2020 CRISI grant for the front range passenger rail preliminary service development plan and alternative analysis. In November 2022, the District entered into a CRISI grant partner agreement with CDOT to formalize the transfer of the \$1,645,000 of matching funds committed by the Commission to the 2020 CRISI grant. The contribution from the District represents 41.91% of costs incurred to match funding for the Front Range Passenger Rail Preliminary Service Development Plan. Under the grant partner agreement, the District will pay its contribution in four quarterly installments in conjunction with milestone progress reports provided by CDOT. As of December 31, 2023, the District had \$1,233,750 of committed funds remaining.

In 2021, the Commission pledged \$12,020,000 in American Rescue Plan Funding and other grants for signal and infrastructure improvements to the BNSF La Junta Subdivision for the benefit of the Southwest Chief. The District will facilitate the transfer and payment of these commitments as determined by the Board.

Additionally in 2021, the Commission entered into a Memorandum of Understanding with the CDOT, whereby the parties agreed that CDOT will administer the funds pledged and oversee the consultants of both feasibility studies.

Federally Assisted Grant Programs

The District participates in a number of federal and state grant programs, which are subject to review and audit by the grantor agencies. Such audits could lead to a request for reimbursements to grantor agencies for expenditures disallowed under the terms of the grant. District management believes disallowances, if any, will be insignificant.

Funding Sources

The current and future availability and sources of funding for the District include federal, state, and local funding. The District does not currently have a recurring revenue source and requires continued funding from federal, state and local sources to maintain operations, including payroll and fund projects. While the District does not anticipate any lack of future funding, there is no guarantee that the other governments will provide adequate levels of resources.

NOTE 8 SUBSEQUENT EVENTS

Funding Agreement

On May 28, 2025, the District entered into an intergovernmental agreement with the City of Trinidad to fund the Southwest Chief La Junta Restoration Program in a total amount of \$12,020,000. On May 28, 2025, the District transferred the total amount to the City of Trinidad.

Wipfli LLP
3615 Delgany Street, Suite 500
Denver, CO 80216

This representation letter is provided in connection with your audit of the financial statements of Front Range Passenger Rail District (the "District"), which comprise the respective financial position of the governmental activities and each major fund as of December 31, 2023, and the respective changes in financial position for the year then ended, and the related notes to the financial statements for the purpose of expressing an opinion as to whether the financial statements are presented fairly, in all material respects in accordance with accounting principles generally accepted in the United States of America ("GAAP").

Certain representations in this letter are described as being limited to matters that are material. Items are considered material, regardless of size, if they involve an omission or misstatement of accounting information that, in light of surrounding circumstances, makes it probable that the judgment of a reasonable person relying on the information would be changed or influenced by the omission or misstatement. An omission or misstatement that is monetarily small in amount could be considered material as a result of qualitative factors.

We confirm, to the best of our knowledge and belief, as of the date of this letter, the following representations made to you during your audit.

Financial Statements

1. We have fulfilled our responsibilities, as set out in the terms of the audit engagement letter dated March 24, 2025.
2. The financial statements referred to above are fairly presented in conformity with GAAP and include all properly classified funds and other financial information of the primary government and all component units required by GAAP to be included in the financial reporting entity.
3. We acknowledge our responsibility 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.
4. We acknowledge our responsibility for the design, implementation, and maintenance of internal control to prevent and detect fraud.
5. Significant assumptions we used in making accounting estimates, including those measured at fair value, are reasonable.
6. We have disclosed to you the identity of the District's related parties and all the related party relationships and transactions, including any side agreements, of which we are aware. All related party transactions were made at arm's-length. We have also disclosed any changes in related party transactions, and the business purpose for entering into transactions with related parties versus unrelated parties. Related party relationships and transactions have been appropriately accounted for and disclosed in accordance with the requirements of GAAP.
7. Significant estimates and material concentrations have been properly disclosed in accordance with GAAP.

8. Guarantees, whether written or oral, under which the District is contingently liable, have been properly recorded or disclosed in accordance with GAAP.

Information Provided

9. We have provided you with:
 - a. Access to all information, of which we are aware, that is relevant to the preparation and fair presentation of the financial statements, such as records (including information obtained from outside of the general and subsidiary ledgers), documentation, and other matters.
 - b. Additional information that you have requested from us for the purpose of the audit.
 - c. Unrestricted access to persons within the District from who you determined it necessary to obtain audit evidence.
 - d. Minutes of the meetings of the District board, or summaries of actions of recent meetings for which minutes have not yet been prepared.
10. All material transactions have been recorded in the accounting records and are reflected in the financial statements.
11. We have disclosed to you the results of our assessment of the risk that the financial statements may be materially misstated as a result of fraud.
12. We have no knowledge of any fraud or suspected fraud that affects the District and involves:
 - a. Management,
 - b. Employees who have significant roles in internal control, or
 - c. Others where the fraud could have a material effect on the financial statements.
13. We have no knowledge of any allegations of fraud or suspected fraud affecting the District's financial statements communicated by employees, former employees, regulators, or others.
14. We have no knowledge of any instances of noncompliance or suspected noncompliance with laws and regulations whose effects should be considered when preparing financial statements.
15. There are no other liabilities and gain or loss contingencies that are required to be accrued or disclosed by accounting standards.
16. There are no unrecorded transactions and/or side agreements or other arrangements (either written or oral).

17. We are not aware of any pending or threatened litigation, claims, or assessments or unasserted claims or assessments that are required to be accrued or disclosed in the financial statements in accordance with GAAP, and we have not consulted a lawyer concerning litigation, claims, or assessments.
18. We are responsible for compliance with the laws, regulations, and provisions of contracts and grant agreements applicable to us, including tax or debt limits and debt contracts, and legal and contractual provisions for reporting specific activities in separate funds.
19. We have identified and disclosed to you all instances, which have occurred or are likely to have occurred, of noncompliance with provisions of contracts and grant agreements that we believe have a material effect on the determinations of financial statement amounts or other financial data significant to the audit objectives.
20. There are no violations or possible violations of budget ordinances, laws and regulations (including those pertaining to adopting, approving, and amending budgets), provisions of contracts and grant agreements, tax or debt limits, and any related debt covenants whose effects should be considered for disclosure in the financial statements, or as a basis for recording a loss contingency, or for reporting noncompliance.
21. We have no plans or intentions that may materially affect the carrying value or classification of assets and liabilities.
22. The District has satisfactory title to all owned assets, and there are no liens or encumbrances on such assets nor has any material asset been pledged, except as disclosed in the notes to the financial statements.
23. The District has complied with all aspects of contractual agreements that would have a material effect on the financial statements in the event of noncompliance.
24. The financial statements properly classify all funds and activities in accordance with GASB Statement No. 34.
25. All funds that meet the quantitative criteria in GASB Statement Nos. 34 and 37 for presentation as major are identified and presented as such and all other funds that are presented as major are particularly important to financial users.
26. Components of net position (net investment in capital assets; restricted; and unrestricted) and components of fund balance (nonspendable, restricted, committed, assigned, and unassigned) are properly classified and, if applicable, approved.
27. Expenses have been appropriately classified in or allocated to functions and programs in the statement of activities, and allocations have been made on a reasonable basis.
28. Revenues are appropriately classified in the statement of activities within program revenues, general revenues, contributions to term or permanent endowments, or contributions to permanent fund principal.

29. Interfund, internal, and intra-entity activity and balances have been appropriately classified and reported.
30. Capital assets, including infrastructure assets, are properly capitalized, reported, and, if applicable, depreciated.
31. We have appropriately disclosed the District's policy regarding whether to first apply restricted or unrestricted resources when an expense is incurred for purposes for which both restricted and unrestricted net position is available and have determined that net position is properly recognized under the policy.
32. The District has identified all accounting estimates that could be material to the financial statements, including the key factors and significant assumptions underlying those estimates, and we believe the estimates are reasonable in the circumstances.
33. There are no estimates that may be subject to a material change in the near term that have not been properly disclosed in the financial statements. We understand that near term means the period within one year of the date of the financial statements. In addition, we have no knowledge of concentrations existing at the date of the financial statements that make the District vulnerable to the risk of severe impact that have not been properly disclosed in the financial statements.
34. The methods we used in developing accounting estimates are applied consistently, data is accurate and complete, and the assumptions are reasonable.

Sincerely,

Signature: 
Luis Lopez II (Jun 16, 2025 13:29 MDT)
Email: hopsvines@yahoo.com