WINTERGREEN PROPERTY OWNERS ASSOCIATION, INC. ROSELAND, VA

FINANCIAL STATEMENTS AND SUPPLEMENTARY INFORMATION

YEARS ENDED DECEMBER 31, 2022 AND 2021

WINTERGREEN PROPERTY OWNERS ASSOCIATION, INC. ROSELAND, VA

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INDEPENDENT AUDITORS' REPORT

To the Board of Directors Wintergreen Property Owners Association, Inc. Nellysford, Virginia

Opinion

We have audited the accompanying financial statements of Wintergreen Property Owners Association, Inc. (the Association), which comprise the balance sheets as of December 31, 2022 and 2021, and the related statements of revenues, expenses, and changes in fund balances and cash flows for the years then ended, and the related notes to the financial statements.

In our opinion, the financial statements referred to above present fairly, in all material respects, the financial position of the Association as of December 31, 2022 and 2021, and the results of its operations and its cash flows for the years then ended in accordance with accounting principles generally accepted in the United States of America.

Basis for Opinion

We conducted our audits in accordance with auditing standards generally accepted in the United States of America. 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 Association and to meet our other ethical responsibilities in accordance with the relevant ethical requirements relating to our audits. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

Responsibility of Management for the Financial Statements

Management is responsible for the preparation and fair presentation of these financial statements in accordance with accounting principles generally accepted in the United States of America, 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 Association's ability to continue as a going concern within one year after the date that the financial statements are available to be issued.

Auditors' Responsibility for 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 opinion. Reasonable assurance is a high level of assurance but is not absolute assurance and therefore is not a guarantee that an audit conducted in accordance with generally accepted auditing standards will always detect a material misstatement when it exists. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control. Misstatements are considered material if there is a substantial likelihood that, individually or in the aggregate, they would influence the judgment made by a reasonable user based on the financial statements.

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

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

Disclosure of Opinion on Required Supplementary Information

Accounting principles generally accepted in the United States of America requires that the Supplementary Information on Future Major Repairs and Replacements on Page 16 be presented to supplement the basic financial statements. Such information, although not a part of the basic financial statement, is required by the Financial Accounting Standards Board, who considers it to be an essential part of financial reporting for placing the basic financial statements in an appropriate operational, economic, or historical context. We have applied certain limited

procedures to the required supplementary information in accordance with auditing standards generally accepted in the United States of America, which consisted of inquiries of management about the methods of preparing the information and comparing the information for consistency with management's responses to our inquiries, the basic financial statement, and other knowledge we obtained during our audit of the basic financial statement. We do not express an opinion or provide any assurance on the information because the limited procedures do not provide us with sufficient evidence to express an opinion or provide any assurance.

June 5, 2023

WINTERGREEN PROPERTY OWNERS ASSOCIATION, INC. BALANCE SHEETS

DECEMBER 31, 2022 AND 2021

ASSETS

	2022		2021
CURRENT ASSETS			
Cash	\$ 5,966,139	\$	5,550,874
Accounts receivable, assessments	192,061		127,430
Accounts receivable, other	239,701		155,332
Prepaid expenses	5,472		8,174
Deferred income tax benefit	 -		5,164
Total Current Assets	 6,403,373		5,846,974
LAND, BUILDINGS AND EQUIPMENT			
Land and improvements	4,929,211		4,929,211
Buildings and improvements	3,974,460		3,855,654
Vehicles	3,115,705		2,903,883
Equipment	1,103,948		1,087,681
Furniture and fixtures	 72,192		72,192
Total	13,195,516		12,848,621
Less: Accumulated Depreciation	 6,797,067		6,085,112
Net Land, Buildings and Equipment	6,398,449		6,763,509
OTHER ASSETS			
Accounts receivable, assessments (net of allowance for doubtful			
assessments of \$42,724 for 2022 and \$33,541 for 2021)	 33,469		48,674
Total Other Assets	 33,469		48,674
TOTAL ASSETS	\$ 12,835,291	\$	12,659,157

WINTERGREEN PROPERTY OWNERS ASSOCIATION, INC. BALANCE SHEETS DECEMBER 31, 2022 AND 2021

LIABILITIES AND FUND BALANCE

	2022			2021
CURRENT LIABILITIES Notes payable within one year Accounts payable	\$	71,943 86,825	\$	68,081 1,690
Accrued expenses		62,688		76,265
Assessments received in advance		2,304,447		2,123,563
Total Current Liabilities		2,525,903		2,269,599
LONG-TERM LIABILITIES				
Notes payable after one year		97,907		106,914
Due to Wintergreen Volunteer Rescue Squad		49,327		99,327
Total Long-Term Liabilities		147,234		206,241
Total Liabilities		2,673,137		2,475,840
FUND BALANCE				
Replacement		902,476		719,190
Operations		9,259,678		9,464,127
Total Fund Balance		10,162,154		10,183,317
TOTAL LIABILITIES AND FUND BALANCE	\$	12,835,291	<u>\$</u>	12,659,157

WINTERGREEN PROPERTY OWNERS ASSOCIATION, INC. STATEMENTS OF REVENUES, EXPENSES AND CHANGES IN FUND BALANCES YEARS ENDED DECEMBER 31, 2022 AND 2021

	2022	2021
REVENUES		
Owner assessments Investment earnings Miscellaneous income Nelson County income Architectual review board income Tuckahoe income Gain on sale of assets	\$ 7,008,179 19,012 284,856 940,455 17,976 3,679 18,000	\$ 6,771,902 3,424 507,185 822,117 17,325 2,023 57,818
Total Revenues	8,292,157	8,181,794
EXPENSES		
Road maintenance Common property maintenance Maintenance department Police department Fire department and rescue squad Emergency service buildings General and administrative Architectural review board expenses Amortization and depreciation Nelson County expenses	864,433 145,104 1,290,966 1,270,446 1,744,325 47,403 1,071,649 66,233 872,306 940,455	434,824 176,515 1,239,038 1,160,220 1,677,737 67,166 962,757 70,571 789,480 822,117
Total Expenses	8,313,320	7,400,425
NET OF REVENUES OVER EXPENSES	(21,163)	781,369
BEGINNING FUND BALANCE	10,183,317	9,401,948
ENDING FUND BALANCE	\$ 10,162,154	\$ 10,183,317

WINTERGREEN PROPERTY OWNERS ASSOCIATION, INC. STATEMENTS OF CASH FLOWS YEARS ENDED DECEMBER 31, 2022 AND 2021

CASH FLOWS FROM OPERATING ACTIVITIES	2022			2021	
Change in fund balances	\$	(21,163)	\$	781,369	
Adjustments to reconcile change in fund balance over expenses to net cash provided by operating activities:					
Depreciation Gain on assets sold Abandonment loss Deferred income taxes		818,775 (18,000) 2,819 5,164		789,480 (57,818) 8,676	
(Increase) Decrease in assets: Member assessments receivable Other receivables Prepaid expenses Increase (Decrease) in liabilities:		(149,000) 15,203 2,702		11,525 (4,091) 3,881	
Accrued expenses Assessments received in advance		71,560 180,884		(67,385) 467,620	
Total Adjustments		930,107		1,151,888	
Net Cash Provided By Operating Activities		908,944		1,933,257	
CASH FLOWS FROM INVESTING ACTIVITIES Purchase of property and equipment Proceeds from sale of land, building and equipment		(392,748) 18,000		(2,235,947) 63,000	
Net Cash Used In Investing Activities		(374,748)		(2,172,947)	
CASH FLOWS FROM FINANCING ACTIVITIES Proceeds from note payable Curtailment of notes payable		(108,931)		128,705 (208,828)	
Net Cash Used In Financing Activities	\$	(108,931)	<u>\$</u>	(80,123)	
NET INCREASE (DECREASE) IN CASH	\$	425,265	\$	(319,813)	
CASH AT BEGINNING OF YEAR		5,550,874		5,870,687	
CASH AT END OF YEAR	\$	5,976,139	\$	5,550,874	

WINTERGREEN PROPERTY OWNERS ASSOCIATION, INC. STATEMENTS OF CASH FLOWS YEARS ENDED DECEMBER 31, 2022 AND 2021

SUPPI	LEMENT	'AL	CASH	FL	\mathbf{ow}	DATA
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Interest paid	\$	6,008	\$ 8,154
SUPPLEMENTAL SCHEDULES OF NONCASH INVESTING	NG AND		
FINANCING ACTIVITIES Purchase of vehicle	\$	(63,786)	\$ (73,932)
Loan proceeds		63,786	73,932

NATURE OF ACTIVITIES

Wintergreen Property Owners Association, Inc (Association) was formed in September 1973 as a not-for-profit corporation for purposes of maintaining common properties and providing services to the residential community located in Nelson and Augusta counties, Virginia, known as Wintergreen. The affairs of the Association are managed by the Executive Director and board members who adopt and publish rules and regulations governing the use of common areas and facilities, and other properties and services under the control of the Association. The Association extends credit to its members, many of whom are residents of Virginia and the surrounding states.

SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Income Taxes

Homeowners' associations may be taxed either as homeowners' association under Section 528 or as regular corporation under Section 277. The election is made annually. As a regular corporation, the Association is taxed at regular federal and state rates. At this time, the Association is taxed as a homeowners' association. Exempt function income, which consists primarily of member assessments, is not taxable. In 2022 and 2021, the Association elected to be taxed as a homeowner's association (1120-H).

The provision for income taxes for each of the years presented is determined in accordance with FASB ASC 740, *Income Taxes*, which requires the recognition of deferred income taxes for differences between the basis of assets and liabilities for financial statements and income tax purposes. Deferred tax assets and liabilities represent the future tax consequences for those differences, which will either be taxable or deductible when the assets and liabilities are recovered or settled.

Use of Estimates

The preparation of financial statements in conformity with generally accepted accounting principles requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosures of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenues and expenses during the reporting period. Accordingly, actual results could differ from those estimates.

Member Assessments - Accounts Receivable

Association members are subject to an annual assessment to provide funds for the Association's operating expenses and future major repairs and replacements. The Association's policy is to retain legal counsel to help in the collection of unit owners whose assessments are delinquent. Receivables are considered delinquent when amounts have not been received within 30 days of their due dates. Late payment fees are assessed on delinquent accounts. Receivables are written off when all collection efforts have been exhausted.

SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES-Continued

Fund Accounting

The Association's governing documents provide certain guidelines for governing its financial activities. To ensure observance of limitations and restrictions on the use of financial resources, the Association maintains its accounts using fund accounting. Financial resources are classified for accounting and reporting purposes in the following funds established according to their nature and purpose:

Operations Fund - This fund is used to account for financial resources available for the general operations of the Association.

Replacement Fund - This fund is used to accumulate financial resources designated for future major repairs and replacements.

Land, Buildings and Equipment

The Association capitalizes all property and equipment to which it has title or other evidence of ownership. According to the Association's governing documents, sixty percent (60%) of the votes cast must approve acquisitions and seventy-five percent (75%) must approve disposition of any common real property. Property and equipment acquired by the Association are recorded at cost and property contributed to the Association by the developer is recorded at its estimated fair market at the date of contribution.

By deed dated December 29, 1993, Wintergreen Development, Inc. conveyed 4,628 acres of open space to the Association. The land is recorded at the 1993 assessed value for 3,950 acres of this open space; which was valued at \$1,580,330 by the Nelson County tax assessor's office. The value of the remaining acreage has not been determined. The current land assessment is \$9,730,000.

On April 3, 2009, the Association purchased the Stoney Creek entranceway lot for \$711,943. The land was purchased at the appraised value. On November 16, 2016, the Wintergreen Nature Foundation deeded a lot valued at \$51,600 and has been deemed open space for the community.

Depreciation

Capitalized common property is depreciated over its estimated useful life using the straight-line and double declining balance methods of depreciation. Depreciation expense for 2022 and 2021 was \$872,306 and \$789,480, respectively. The depreciation expense is charged to general and administrative expense each year.

INSURED CASH BALANCES

The Association maintains its operating cash balances in one financial institution. In 2022, two new sweep accounts were created to add more FDIC insurance coverage. The U.S. Federal Deposit Insurance Corporation insures up to \$250,000 per institution. Uninsured balances are approximately \$1,838,199 and \$4,799,033 at December 31, 2022 and 2021, respectively.

FUTURE MAJOR REPAIRS AND REPLACEMENTS

The Association's governing documents require funds to be accumulated for future major repairs and replacements. Accumulated funds are held in separate accounts and are generally not available for operating purposes. The funding is based on input by licensed contractors and staff to estimate the remaining useful lives and the replacement costs of the major common property components.

The Association is funding major repairs and replacements over the estimated useful lives of the components based on the study's estimates of current replacement costs, considering amounts previously accumulated in the replacement fund. Actual expenditures, however, may vary from the estimated amounts and the variations may be material. Therefore, amounts accumulated in the replacement fund may not be adequate to meet future needs. If additional funds are needed, however, the Association has the right, subject to member approval, to increase regular assessments or levy special assessments, or it may delay major repairs and replacements until funds are available.

CASH RESERVES

The board of directors has designated certain funds be accumulated for future road replacements and other capital reserves. The road reserve is the only figure associated with the official reserve study. The other reserve accounts have been deemed necessary by the board and set aside for future use. This designated cash account is included in the cash account as shown on the balance sheets. Details are as follows:

		2022	2021
Designated for Roads			
Beginning balance	\$	719,190	\$ 1,553,346
Transfers to this account		180,000	210,000
Released for usage		. -	(1,045,121)
Interest earned		3,286	965
Ending balance		902,476	719,190
Snow/storm reserve		210,334	209,616
Public Safety		1,017,000	1,021,095
Capital equipment reserve		648,226	501,840
MM Operating		2,117,067	1,850,519
MM Settlement & Restoration		975,392	996,193
Operating		95,644	 252,420
Total Cash	<u>\$</u>	5,966,139	\$ 5,550,874

ACCOUNTS RECEIVABLE

Owner Assessments

The Association's policy is to pursue collection procedures including the placement of liens in homeowner properties for delinquent assessments. As of December 31, 2022, the Association has assessments outstanding from 2020 dues and subsequent years' assessments of \$76,193. For 2022, the board of directors and management created an allowance for all delinquent assessments in excess of sixty months. This allowance for doubtful assessments amounted to \$42,724 at December 31, 2022. The uncollected 2022 dues of \$192,061 are classified as current and the net uncollected dues from all prior years of \$76,193 are classified as an other non-current asset.

Other Receivables

Receivables from other sources (amenity fees and miscellaneous) totaled \$239,701 and \$155,332 at December 31, 2022 and 2021.

ASSESSMENTS RECEIVED IN ADVANCE

\$2,304,447 was received during 2022 as payments on billings for dues assessed for 2023. \$2,123,563 was received during 2021 as payments on billings for the 2022 dues assessment.

NELSON COUNTY EMERGENCY MEDICAL SERVICES

The Association entered into an agreement on April 20, 2007, between the County of Nelson and several other local volunteer service providers to combine potential staff and resources. The Association will provide administrative services and will receive a monthly reimbursement.

EMPLOYEE BENEFIT PLANS

Effective January 1, 2007, the Association adopted a 401k Safe Harbor plan. The Association contribution 5% in 2022 and 2021 of eligible employees' salaries. Contributions to the plan totaled \$178,903 and \$168,872 in 2022 and 2021, respectively.

SUBSEQUENT EVENTS

Management has evaluated events and transactions for potential recognition or disclosure through June 5, 2023, which is the date the financial statements were available to be issued.

RELATED PARTIES

Certain appointed members of the Association's Board of Directors are also officers and directors of Wintergreen Pacific, LLC. Membership dues, assessments and contributions from related parties consisted of the following:

Ç	2022		2021	
Wintergreen Pacific, LLC - Amenity fee	\$ 332,365	\$	270,938	
Wintergreen Pacific, LLC - Commercial assessments	393,014		381,728	

Other related parties include the Wintergreen Nature Foundation, the Wintergreen Volunteer Fire Departent, the Wintergreen Volunteer Rescue Squad and the Wintergreen Performing Arts, Inc. Certain officers of the Association's Board of Directors are also officers or board members for these organizations. The Association provides direct financial support and administrative control of the daily operations of the Fire Department and the Rescue Squad. The Board of Directors for the Wintergreen Volunteer Fire Department and the Wintergreen Volunteer Rescue squad are charged with the oversight responsibility for fire and rescue operations and capital fund raising activities. The Association does not provide any direct financial support for the Wintergreen Nature Foundation or the Wintergreen Performing Arts, Inc.

INCOME TAXES

The Association accounts for income taxes in accordance with SFAS(109). Due to temporary differences caused by depreciation, the Association's deferred income tax (assets) liabilities at December 31 are as follows:

	20)22	2021
(Assets) Liabilities:			
Federal	\$	-	\$ 3,641
State			 1,523
Total Deferred Income Tax Liability (Benefit)	\$	-	\$ 5,164

NOTES PAYABLE
Long-Term Debt

Long-1 erm Debt			2022		2021
Note payable to Atlantic Union Bank, note requires monthly payments of \$ interest at 7.25% and then to princip	1,278, which are applied first to		62,901		-
Note payable to Atlantic Union, secur requires monthly payments of \$1,15 interest at 4.0% and then to principal	9, which are applied first to		57,988		69,292
Note payable to Atlantic Union, secur requires monthly payments of \$4,98 interest at 3.75% and then to princip	32, which are applied first to		48,961		105,703
Total			169,850		174,995
Less amounts included in current mat	urities		71,943		68,081
Total Long-Term Debt		<u>\$</u>	97,907	<u>\$</u>	106,914
Maturities of long-term debt during e follows:	ach of the next five years are as				
2	2023	\$	71,943		
2	2024		24,190		
2	2025		25,602		
2	2026		26,584		
2	2027		21,531		
		\$	169,850		

DUE TO WINTERGREEN VOLUNTEER RESCUE SQUAD

The expansion of Station II was initiated in 2014 and completed in 2015. The expansion project represents a joint effort and supports the operations of both the Wintergreen Volunteer Rescue Squad and Fire Department. To help finance the expansion, the Rescue Squad borrowed \$250,000 from Nelson County. The Fire Department also contributed funds towards this project, along with WPOA.

According to the WPOA covenants, the Rescue Squad and Fire Department cannot own the land and buildings. The Station II expansion was carried onto the balance sheet of WPOA as an account called Due To Wintergreen Volunteer Rescue Squad. The annual WPOA donations to the Rescue Squad will effectively eliminate this transaction over a period of years.

ACP SETTLEMENT/RESTORATION 11-A-2B

The settlement created a deferred tax gain of \$2,218,076. The gain is calculated on the gross proceeds minus the remaining cost basis on land, land improvements and buildings on or in proximity to Pacel 11-A-2B. Transactions to use the remaining funds must be completed by December 31, 2022, based on the extention of time request made to the Internal Revenue Service. Funds must meet the requirements for qualified replacement property under the Involuntary Conversion relief provisions of Section 1033 of the Internal Revenue Service code. Otherwise, there will be a potential income tax based on the deferred tax gain of \$576,500. No deferred tax benefit is recorded at this time because the anticipated result is no tax is expected to be paid at the end of the replacement period and the possibility of the location for replacements is high. This calculation assumes a federal tax rate of 21% and state rate of 5%. The statute of limitations will remain open for three years after WPOA informs the Internal Revenue Service of its replacement or nonreplacement of property. WPOA has set aside a cash reserve fund to cover any future tax implications should replacement property not be found and the tax is required to be paid.

SUPPLEMENTARY INFORMATION

WINTERGREEN PROPERTY OWNERS ASSOCIATION, INC. SUPPLEMENTARY INFORMATION ON FUTURE MAJOR REPAIRS AND REPLACEMENTS (UNAUDITED)

On January 31, 1997, the Board of Directors adopted a long-range plan which revises the Association's reserve for replacement costs policy. Beginning in 1997, The Association shall maintain reserve accounts for roadways. The long-range plan was developed from a study conducted by the Association's board of directors in 1996 to estimate the remaining useful lives and the replacement costs of the components of common property. Replacement costs were based on the estimated costs to repair or replace the common property components at the date of the study. Estimated current replacement costs have been revised as of November 26, 2005, to be \$120,000. As of August 2009, the annual replacement cost was approximated to be \$150,000. As of 2020 and 2021, the annual replacement cost was revised to be \$210,000.

		Estimated Current	
	Estimated Remaining	Replacement Cost	Designated
Component	Useful Life (Years)	Per Year	2022
Roadways	8-10	\$180,000	\$902,476