

**City of Madison
Tax Incremental District No. 39**

Financial Statements and
Supplementary Information

December 31, 2020

City of Madison Tax Incremental District No. 39

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December 31, 2020

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Independent Auditors' Report

To the Common Council of
City of Madison

Report on the Financial Statements

We have audited the accompanying Balance Sheet, Historical Summary of Project Costs, Project Revenues and Net Cost Recovered Through Tax Increments and Historical Summary of Sources, Uses and Status of funds of the City of Madison's Tax Incremental District No. 39 (the District) as of December 31, 2020 and from the date of creation through December 31, 2020 and the related notes to the financial statements.

Management's Responsibility 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; this includes 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.

Auditors' Responsibility

Our responsibility is to express an opinion on these financial statements based on our audit. We conducted our audit in accordance with auditing standards generally accepted in the United States of America. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditors' judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the District's preparation and fair presentation of the financial statements 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, we express no such opinion. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of significant accounting estimates made by management, as well as evaluating the overall presentation of the financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

Opinion

In our opinion, the financial statements referred to above present fairly, in all material respects, the financial position of City of Madison's Tax Incremental District No. 39 and the net project costs recovered through tax increments as of December 31, 2020 and the sources, uses and status of funds from the date of creation through December 31, 2020, in accordance with accounting principles generally accepted in the United States of America.

Emphasis of Matter

As discussed in Note 1, the financial statements present only the transactions of City of Madison's Tax Incremental District No. 39 and do not purport to and do not, present fairly the financial position of the City of Madison, Wisconsin, as of December 31, 2020, and the changes in financial position or, where applicable, cash flows for the year then ended in accordance with accounting principles generally accepted in the United States of America. Our opinion is not modified with respect to this matter.

Other Matters

Required Supplementary Information

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

Supplementary Information

Our audit was conducted for the purpose of forming an opinion on the financial statements that collectively comprise the City of Madison's Tax Incremental District No. 39's financial statements. The supplementary information as listed in the table of contents is presented for purposes of additional analysis and is not a required part of the financial statements. Such information is the responsibility of management and was derived from and relates directly to the underlying accounting and other records used to prepare the financial statements. The information has been subjected to the auditing procedures applied in the audit of the financial statements and certain additional procedures, including comparing and reconciling such information directly to the underlying accounting and other records used to prepare the financial statements or to the financial statements themselves and other additional procedures in accordance with auditing standards generally accepted in the United States of America. In our opinion, the supplementary information is fairly stated in all material respects, in relation to the financial statements as a whole.

Report on Other Legal and Regulatory Requirements

We have also issued our report dated July 27, 2021 on our tests of its compliance with Wisconsin State Statutes Section 66.1105. The purpose of that report is to describe the scope of our testing of compliance and the results of that testing and not to provide an opinion on compliance.



Madison, Wisconsin
July 27, 2021

City of Madison Tax Incremental District No. 39

Balance Sheet
December 31, 2020

	Capital Projects Fund
Assets	
Cash and investments	\$ 3,751,490
Taxes receivable	2,593,851
Other receivables	1,409
Prepaid items	<u>101</u>
Total assets	<u>\$ 6,346,851</u>
Liabilities, Deferred Inflows of Resources and Fund Balance	
Liabilities	
Accounts payable	\$ 2,806
Accrued liabilities	<u>769</u>
Total liabilities	<u>3,575</u>
Deferred Inflows of Resources	
Unearned revenue	<u>2,593,851</u>
Fund Balance	
Restricted	<u>3,749,425</u>
Total liabilities, deferred inflows of resources and fund balance	<u>\$ 6,346,851</u>

See notes to financial statements

City of Madison Tax Incremental District No. 39

Historical Summary of Project Costs, Project Revenues and Net Cost Recovered Through
Tax Increments

Date of Creation Through December 31, 2020

Project Costs

Capital expenditures	\$ 5,031,112
Administration	409,920
Professional services	312,502
Developer payments	225,000
Contribution to TID No. 42	1,700,000
Interest on advances	5,851
Interest on long-term debt	<u>532,679</u>

Total project costs 8,217,064

Project Revenues

Tax increments	6,973,815
Exempt computer aid	1,652,988
Personal property aid	410,420
Investment income	125,410
Intergovernmental grants	174,891
Sale of property	231,856
Miscellaneous	<u>4,069</u>

Total project revenues 9,573,449

Net cost recovered through
tax increments, December 31, 2020 \$ (1,356,385)

Reconciliation of Recoverable Costs

G. O. debt	\$ 2,393,040
Less fund balance	<u>(3,749,425)</u>

Net cost recovered through
tax increments, December 31, 2020 \$ (1,356,385)

City of Madison Tax Incremental District No. 39

Historical Summary of Sources, Uses and Status of Funds

Date of Creation Through December 31, 2020

Sources of Funds

Tax increments	\$ 6,973,815
Exempt computer aid	1,652,988
Personal property aid	410,420
Investment income	125,410
Miscellaneous	4,069
Intergovernmental grants	174,891
Sale of property	231,856
Long-term debt issued	<u>5,260,000</u>

Total sources of funds 14,833,449

Uses of Funds

Capital expenditures	5,031,112
Administration	409,920
Professional services	312,502
Developer payments	225,000
Contribution to TID No. 42	1,700,000
Interest on advances	5,851
Principal on long-term debt	2,866,960
Interest on long-term debt	<u>532,679</u>

Total uses of funds 11,084,024

Fund balance, December 31, 2020 \$ 3,749,425

City of Madison Tax Incremental District No. 39

Notes to Financial Statements

December 31, 2020

1. Summary of Significant Accounting Policies

The accounting policies of the City of Madison's Tax Incremental District No. 39 (the District) conform to accounting principles as applicable to governmental units and as defined by Wisconsin Statutes Section 66.1105.

The City of Madison has implemented accounting principles generally accepted in the United States of America to the extent they apply in determining the scope of the activity of Tax Incremental District No. 39. The accompanying financial statements reflect all the significant operations of the City of Madison's Tax Incremental District No. 39. The accompanying financial statements do not include the full presentation of the City of Madison.

Description of Fund Structure and Long-Term Debt

This report contains the financial information of the City of Madison's Tax Incremental District No. 39. The summary statements were prepared from data recorded in the following City of Madison funds and the City of Madison's long-term debt:

General Fund
Capital Projects Fund

Detailed descriptions of the purpose of these funds and long-term debt can be found in the City of Madison's basic financial statements.

The data was consolidated for purposes of this report. Therefore, the amounts shown in the accompanying statements will not directly correlate with amounts shown in the basic financial statements.

The District was created under the provisions of Wisconsin Statute Section 66.1105. The purpose of that section is to allow a municipality to recover development and improvement costs in a designated area from the property taxes generated on the increased value of the property after the creation date of the District. The tax on the increased value is called a tax increment.

The statutes allow the municipality to collect tax increments until the net project cost has been fully recovered or until 20 years after the creation date, whichever occurs first. Project costs uncollected at the dissolution date are absorbed by the City of Madison. Project costs may be incurred up to five years before the unextended termination date of the District.

	<u>Creation Date</u>	<u>Last Date to Incur Project Costs</u>	<u>Last Year to Collect Increment</u>
Tax Incremental District No. 39	January 1, 2008	September 2, 2023	2029
	<u>Adoption Date</u>	<u>Last Date to Incur Project Costs</u>	<u>Last Year to Collect Increment</u>
Plan Amendment 1	September 1, 2009	September 2, 2023	2029
Plan Amendment 2	September 1, 2020	September 2, 2023	2029

City of Madison Tax Incremental District No. 39

Notes to Financial Statements
December 31, 2020

Basis of Accounting

The modified accrual basis of accounting was followed in the preparation of these statements. Under the modified accrual basis of accounting, revenues are recorded when susceptible to accrual, i.e., both measurable and available. Available means collectible within the current period or soon enough thereafter to be used to pay liabilities of the current period. Project costs, other than interest on long-term debt, are recorded when the related fund liability is incurred.

District increments are recorded as revenues in the year due. Intergovernmental aids and grants are recognized as revenues in the period the related expenditures are incurred, if applicable or when the District is entitled to the aids.

Other general revenues are recognized when received in cash or when measurable and available under the criteria described above.

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 amount of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenues and expenses during the reporting period. Actual results could differ from those estimates.

Measurement Focus

The measurement focus of all governmental funds is the funds flow concept. Under the funds flow concept, sources and uses of financial resources, including capital outlays, debt proceeds and debt retirements are reflected in operations. Resources not available to finance expenditures and commitments of the current period are recognized as unavailable or unearned revenue or as nonspendable fund equity. Liabilities for claims, judgments, compensated absences and pension contributions which will not be currently liquidated using expendable available financial resources are shown in the long-term debt footnote disclosure. The related expenditures are recognized when the liabilities are liquidated.

Project Plan Budget

The estimated revenues and expenditures of the District are adopted in the project plan. Those estimates are for the entire life of the District and may not be comparable to interim results presented in this report.

Long-Term Debt

Short-term liabilities are recorded as fund liabilities. All other long-term liabilities are shown in the long-term debt footnote disclosure.

Proceeds of long-term debt issues not recorded as fund liabilities are reflected as "Sources of Funds" in the operating statement of the recipient fund. Retirement of these issues is reported as an expenditure in the year in which the debt matures or is repaid, whichever is earlier.

City of Madison Tax Incremental District No. 39

Notes to Financial Statements

December 31, 2020

Claims and Judgments

Claims and judgments are recorded as liabilities if all the conditions of Governmental Accounting Standards Board pronouncements are met. The liability and expenditure for claims and judgments is only reported in governmental funds if it has matured. Claims and judgments are disclosed in the long-term debt footnote when the related liabilities are incurred.

2. Cash and Temporary Investments

The District invests its funds in accordance with the provisions of the Wisconsin Statutes 66.0603(1m) and 67.11(2).

Investments are stated at fair value, which is the amount at which an investment could be exchanged in a current transaction between willing parties. Fair values are based on quoted market prices. No investments are reported at amortized cost. Adjustments necessary to record investments at fair value are recorded in the operating statement as increases or decreases in investment income.

The District, as a fund of the City of Madison, maintains separate and common cash and investment accounts at the same financial institutions utilized by the City of Madison. Federal depository insurance and the State of Wisconsin Guarantee fund insurance apply to the City of Madison as an individual municipality and, accordingly, the amount of insured funds is not determinable for the District.

3. Long-Term Debt

General Obligation Debt

All general obligation notes payable are backed by the full faith and credit of the City of Madison. Notes borrowed to finance District expenditures will be retired by tax increments accumulated by the District's capital projects fund. If those revenues are not sufficient, payments will be made by future tax levies.

<u>Title of Issue</u>	<u>Date of Issue</u>	<u>Due Date</u>	<u>Interest Rate</u>	<u>Original Indebtedness</u>	<u>Repaid</u>	<u>Balance 12-31-20</u>
G.O. Promissory Notes (Build America Bonds)	10-02-09	10-01-19	2.00-4.30 %	129,500	\$ 129,500	\$ -
G.O. Promissory Notes (Building America Bonds)	10-19-10	10-01-20	0.90-3.75	1,367,700	1,367,700	-
G.O. Promissory Notes	10-19-10	10-01-20	2.00-4.00	911,800	911,800	-
G.O. Promissory Notes	10-01-11	10-01-21	3.00-5.00	131,000	117,901	13,099
G.O. Promissory Notes	10-01-14	10-01-24	2.00-5.00	400,000	240,015	159,985
G.O. Promissory Notes	10-17-19	10-01-29	2.00-4.00	1,000,000	100,044	899,956
G.O. Promissory Notes	10-03-20	10-01-30	1.38-4.00	1,320,000	-	1,320,000
Total				<u>\$ 5,260,000</u>	<u>\$ 2,866,960</u>	<u>\$ 2,393,040</u>

City of Madison Tax Incremental District No. 39

Notes to Financial Statements

December 31, 2020

Aggregate maturities of all long-term debt relating to the District are as follows:

	<u>Principal</u>	<u>Interest</u>	<u>Total</u>
Calendar Year			
2021	\$ 285,176	\$ 73,087	\$ 358,263
2022	272,077	63,839	335,916
2023	272,015	52,956	324,971
2024	272,015	43,076	315,091
2025	232,019	34,595	266,614
2026	232,019	26,634	258,653
2027	231,926	18,674	250,600
2028	231,926	11,716	243,642
2029	231,926	6,828	238,754
2030	131,941	1,814	133,755
	<u>\$ 2,393,040</u>	<u>\$ 333,219</u>	<u>\$ 2,726,259</u>
Total			

Crossover Refunding

On October 15, 2020, the City of Madison (the City) issued \$46,725,000 in general obligation refunding bonds. Of this amount, \$10,315,000 was related to a current refunding and \$36,410,000 was issued with an average coupon rate of 0.51 percent, to advance refund \$36,160,000 of outstanding bonds with an average coupon rate of 2.15 percent. The net proceeds along with existing funds of the City were used to purchase U.S. government securities. Those securities were deposited in an escrow account to provide for future debt service payments on the new bonds until the crossover date. The bonds are not considered to be defeased and the liability for those bonds as well as the escrow account are recorded in the financial statements. This type of advance refunding is commonly called a crossover refunding.

The District's portion of proceeds in the amount of \$120,269 to advance refund \$119,988 of outstanding notes have been recorded in the City's debt service fund. They will be transferred to the District in 2021 and will be used to refund the 2014 general obligation debt in 2021. The District's portion of economic gain is \$6,890.

4. Advances from City Funds

The general fund or capital project fund advances funds to the District when the District is in a negative cash position. The fund charges the District interest on the advance based on the outstanding advance balance at the end of the year at a rate based on the cost of funds to the City of Madison. No repayment schedule has been established. There was no advance outstanding as of December 31, 2020.

5. Guaranteed Revenue

The City of Madison has entered into a development agreement with Dane County Data Exchange, LLC. The agreement guarantees that Dane County Data Exchange, LLC shall pay the difference between the guaranteed tax increment and the tax increment actually levied. The guarantee obligation shall terminate when the City of Madison has collected from the tax increment generated from the District or been paid under this agreement the full amount of the project costs of not less than \$225,000. This obligation was met in 2019.

City of Madison Tax Incremental District No. 39

Notes to Financial Statements

December 31, 2020

6. Tax Abatements

Tax abatements are a reduction in tax revenues that results from an agreement between one or more governments and an individual or entity in which (a) one or more governments promise to forgo tax revenues to which they are otherwise entitled and (b) the individual or entity promises to take a specific action after the agreement has been entered into that contributes to economic development or otherwise benefits the governments or the citizens of those governments.

The City of Madison, through its Tax Incremental Districts (TIDs), has entered into tax abatement agreements with developers in the form of tax incremental financing incentives to stimulate economic development. The abatements are authorized through the TID project plans. The City of Madison disburses loans to developers. The developer guarantees a certain amount of increment each year. The developers pay property taxes as they become due and if they generate the guaranteed increment, an equal amount of loan balance is forgiven. This balance of this loan was forgiven in 2019. Details of loans disbursed and forgiven are as follows:

<u>Developer Name</u>	<u>Loans Disbursed as of 12/31/2019</u>	<u>Loans Forgiven as of 12/31/2019</u>	<u>Loans Disbursed During 2020</u>	<u>Loans Forgiven During 2020</u>	<u>Balance Remaining as of 12/31/20</u>
Dane County Data Exchange, LLC	\$ 225,000	\$ 225,000	\$ -	\$ -	\$ -

7. Increment Sharing

As allowable under TIF statutes, the City of Madison may share positive TIF increments. In 2020, the common council and joint review board approved sharing increments from TIF District No. 39 (donor district) to TIF District No. 42 (donee district). Transfers will be reflected as recoverable costs in the donor district and as project revenues in the donee district. During 2020, a total of \$1,700,000 was contributed by TIF District No. 39.

8. Subsequent Event

In May 2021, the City of Madison approved a third amendment to the District's project plan. The intentions of this amendment are to include an additional contribution to Tax Incremental District No. 42. The total amount of this contribution is \$3,000,000, which will be fully disbursed in 2021.

City of Madison Tax Incremental District No. 39

Detailed Schedule of Sources, Uses and Status of Funds

Date of Creation Through December 31, 2020

	<u>2008</u>	<u>2009</u>	<u>2010</u>	<u>2011</u>	<u>2012</u>	<u>2013</u>	<u>2014</u>
Sources of Funds							
Tax increments	\$ -	\$ -	\$ -	\$ 99,655	\$ 176,955	\$ 387,704	\$ -
Exempt computer aid	-	-	84,013	94,320	110,458	121,988	158,664
Personal property aid	-	-	-	-	-	-	-
Investment income	-	-	6,892	6,702	4,387	1,434	1,726
Miscellaneous	-	2,944	-	-	-	1,125	-
Intergovernmental grants	-	-	-	-	14,968	94,000	13,716
Sale of property	-	-	-	-	-	231,856	-
Long-term debt issued	-	129,500	2,279,500	131,000	-	-	400,000
Total sources of funds	<u>-</u>	<u>132,444</u>	<u>2,370,405</u>	<u>331,677</u>	<u>306,768</u>	<u>838,107</u>	<u>574,106</u>
Uses of Funds							
Capital expenditures	12,632	50,673	1,429,096	113,311	13,760	627,997	16,065
Administration	57,425	91,086	67,176	33,460	15,336	33,339	21,472
Professional services	-	106,426	109,585	11,541	3,527	9,047	17,510
Developer payments	-	-	-	-	-	225,000	-
Contribution to TID No. 42	-	-	-	-	-	-	-
Interest on advances	1,065	2,374	2,063	-	-	289	60
Principal on long-term debt	-	-	12,956	241,041	254,149	253,870	253,870
Interest on long-term debt	-	-	2,554	61,333	76,009	66,233	56,321
Total uses of funds	<u>71,122</u>	<u>250,559</u>	<u>1,623,430</u>	<u>460,686</u>	<u>362,781</u>	<u>1,215,775</u>	<u>365,298</u>

City of Madison Tax Incremental District No. 39

Detailed Schedule of Sources, Uses and Status of Funds

Date of Creation Through December 31, 2020

	<u>2015</u>	<u>2016</u>	<u>2017</u>	<u>2018</u>	<u>2019</u>	<u>2020</u>	<u>Totals</u>	<u>Project Plan Estimate</u>
Sources of Funds								
Tax increments	\$ -	\$ 105,734	\$ 223,854	\$ 1,701,264	\$ 1,899,530	\$ 2,379,119	\$ 6,973,815	\$ 10,498,000
Exempt computer aid	130,351	144,036	197,683	200,589	205,443	205,443	1,652,988	-
Personal property aid	-	-	-	-	50,606	359,814	410,420	-
Investment income	1,512	-	-	14,863	58,582	29,312	125,410	-
Miscellaneous	-	-	-	-	-	-	4,069	-
Intergovernmental grants	13,581	12,040	10,169	7,994	5,608	2,815	174,891	-
Sale of property	-	-	-	-	-	-	231,856	-
Long-term debt issued	-	-	-	-	1,000,000	1,320,000	5,260,000	7,762,000
Total sources of funds	<u>145,444</u>	<u>261,810</u>	<u>431,706</u>	<u>1,924,710</u>	<u>3,219,769</u>	<u>4,296,503</u>	<u>14,833,449</u>	<u>18,260,000</u>
Uses of Funds								
Capital expenditures	238,976	182,273	22,611	5,249	1,524,653	793,816	5,031,112	5,472,000
Administration	10,140	6,015	20,081	9,568	13,751	31,071	409,920	500,000
Professional services	5,678	4,426	5,393	12,520	12,809	14,040	312,502	-
Developer payments	-	-	-	-	-	-	225,000	691,000
Contribution to TID No. 42	-	-	-	-	-	1,700,000	1,700,000	1,700,000
Interest on advances	-	-	-	-	-	-	5,851	-
Principal on long-term debt	294,028	293,989	293,989	293,990	294,262	380,816	2,866,960	7,762,000
Interest on long-term debt	59,380	52,978	45,827	37,211	27,984	46,849	532,679	2,135,000
Total uses of funds	<u>608,202</u>	<u>539,681</u>	<u>387,901</u>	<u>358,538</u>	<u>1,873,459</u>	<u>2,966,592</u>	<u>11,084,024</u>	<u>18,260,000</u>
Fund balance, December 31, 2020							<u>\$ 3,749,425</u>	

City of Madison Tax Incremental District No. 39

Detailed Schedule of Capital, Administration and Professional
Services Expenditures and Developer Payments
Date of Creation Through December 31, 2020

	<u>Actual</u>	<u>Project Plan Estimate</u>
Capital, Administration and Professional Services Expenditures and Developer Payments		
Street resurfacing	\$ 2,728,327	\$ 3,722,000
Other public works projects	796,760	1,000,000
Economic development assistance loans	225,000	691,000
Administration and professional services	722,422	500,000
Land acquisition	366,568	250,000
Small Cap TIF	-	500,000
Property holding costs	<u>1,139,457</u>	<u>-</u>
Total	<u>\$ 5,978,534</u>	<u>\$ 6,663,000</u>

Independent Auditors' Report on Compliance

To the Common Council of
City of Madison

We have audited the accompanying Balance Sheet, Historical Summary of Project Costs, Project Revenues and Net Cost Recovered Through Tax Increments and the related Historical Summary of Sources, Uses and Status of Funds of the City of Madison, Wisconsin Tax Incremental District No. 39 (the District) as of December 31, 2020 and from the date the District was created through December 31, 2020 and have issued our report thereon dated July 27, 2021. We conducted our audit in accordance with auditing standards generally accepted in the United States of America.

In connection with our audit, we noted that the District failed to comply with the following requirements of Wisconsin State Statutes Section 66.1105:

1. The City of Madison could not locate the evidence that the municipal clerk gave a written notice of the first amendment to the Wisconsin Department of Revenue within 60 days of adoption of the amendment. State statutes require that the notice be sent within 60 days after adoption.
2. The City of Madison did not send a written notice of the second amendment to the Wisconsin Department of Revenue within 60 days of adoption of the amendment. State statutes require that the notice be sent within 60 days after adoption.

Our audit was not directed primarily toward obtaining knowledge as to whether the District failed to comply with Wisconsin State Statutes Section 66.1105, insofar as it relates to accounting matters. Accordingly, had we performed additional procedures, other matters may have come to our attention regarding noncompliance with the above-referenced statute, insofar as it relates to accounting matters.

This report is intended solely for the information and use of the common council, management and the overlapping taxing districts and is not intended to be and should not be, used by anyone other than the specified parties.



Madison, Wisconsin
July 27, 2021