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December 22, 2022

Board of Directors
El Paso Downtown Management District
201 East Main Street, Suite 107
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We have audited the financial statements of the governmental activities, each major fund, and the aggregate remaining fund information of El Paso Downtown Management District (the DMD) for the year ended September 30, 2022. Professional standards require that we provide you with information about our responsibilities under generally accepted auditing standards, as well as certain information related to the planned scope and timing of our audit. We have communicated such information in our letter to you dated November 21, 2022. Professional standards also require that we communicate to you the following information related to our audit.

Significant Audit Findings

Qualitative Aspects of Accounting Practices

Management is responsible for the selection and use of appropriate accounting policies. The significant accounting policies used by the DMD are described in Note 1 to the financial statements. As described in Note 1 to the financial statements, DMD changed accounting policies related to leases by adopting Statement of Governmental Accounting Standards (GASB statement) No. 87, *Leases*, in 2022. Accordingly, the cumulative effect of the accounting change as of the beginning of the year is reported in the financial statements. We noted no transactions entered into by the DMD 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. The most sensitive estimate affecting the DMD's financial statements was:

Management's estimate of the useful lives of capital assets is based on the DMD's estimate of the actual life of each asset. We evaluated the key factors and assumptions used to develop the estimate for the useful life in determining that it is reasonable in relation to the financial statements taken as a whole.

Certain financial statement disclosures are particularly sensitive because of their significance to financial statement users. The most sensitive disclosure affecting the financial statements was:

The disclosure of related party transactions in Note 8 to the financial statements provides detail on the amount and type of related party transactions and the effects of the transactions on the financial statements.

The financial statement disclosures are neutral, consistent, and clear.

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 known and likely misstatements identified during the audit, other than those that are clearly trivial, and communicate them to the appropriate level of management. Management has corrected all such misstatements. In addition, none of the misstatements detected as a result of audit procedures and corrected by management were material, either individually or in the aggregate, to the financial statements taken as a whole.

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 December 22, 2022.

Management Consultations with Other Independent 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 DMD'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 DMD's auditors. However, these discussions occurred in the normal course of our professional relationship and our responses were not a condition to our retention.

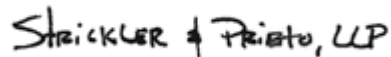
Other Matters

We applied certain limited procedures to Management's Discussion and Analysis and the Budgetary Comparison Schedule – General Fund, which are required supplementary information (RSI) that supplements the basic financial statements. Our procedures consisted of inquiries of management regarding the methods of preparing the information and comparing the information for consistency with management's responses to our inquiries, the basic financial statements, and other knowledge we obtained during our audit of the basic financial statements. We did not audit the RSI and do not express an opinion or provide any assurance on the RSI.

Restriction on Use

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

Very truly yours,

A handwritten signature in black ink that reads "Strickler & Prieto, LLP". The signature is written in a cursive, slightly stylized font.

Strickler & Prieto, LLP

El Paso Downtown Management District
Financial Statements and Required Supplementary Information
For the Year Ended September 30, 2022
and Independent Auditor's Report

EL PASO DOWNTOWN MANAGEMENT DISTRICT

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INDEPENDENT AUDITOR'S REPORT

The Board of Directors of
El Paso Downtown Management District

Opinions

We have audited the accompanying financial statements of the governmental activities of El Paso Downtown Management District as of and for the year ended September 30, 2022, and the related notes to the financial statements, which collectively comprise the El Paso Downtown Management District's basic financial statements as listed in the table of contents.

In our opinion, the financial statements referred to above present fairly, in all material respects, the respective financial position of the governmental activities of El Paso Downtown Management District, as of September 30, 2022, and the respective changes in financial position 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. 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 El Paso Downtown Management 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, 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 El Paso Downtown Management 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 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 El Paso Downtown Management 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 El Paso Downtown Management 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.

Required Supplementary Information

Accounting principles generally accepted in the United States of America require that the management's discussion and analysis and budgetary comparison information be presented to supplement the basic financial statements. Such information is the responsibility of management and, 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. 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 statements, and other knowledge we obtained during our audit of the basic financial statements. 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.

Other Reporting Required by Government Auditing Standards

In accordance with *Government Auditing Standards*, we have also issued our report dated December 22, 2022 on our consideration of the El Paso Downtown Management District's internal control over financial reporting and on our tests of its compliance with certain provisions of laws, regulations, contracts, and grant agreements and other matters. The purpose of that report is to describe the scope of our testing of internal control over financial reporting and compliance and the results of that testing, and not to provide an opinion on the internal control over financial reporting or on compliance. That report is an integral part of an audit performed in accordance with *Government Auditing Standards* in considering El Paso Downtown Management District's internal control over financial reporting and compliance.

Strickler & Prieto, LLP

December 22, 2022

MANAGEMENT'S DISCUSSION AND ANALYSIS

EL PASO DOWNTOWN MANAGEMENT DISTRICT

MANAGEMENT'S DISCUSSION AND ANALYSIS

SEPTEMBER 30, 2022

Our discussion and analysis of the El Paso Downtown Management District's (the DMD) financial performance provides an overview of the DMD's financial activities for the fiscal year ended September 30, 2022.

OPERATIONAL HIGHLIGHTS

During the fiscal year ending September 30, 2022, the Downtown Management District (DMD) operated in an environment free of pandemic restrictions for most of the year, but still experienced impacts resulting from the pandemic. The organization focused on basic services and supporting local businesses and stakeholders, while also encouraging investment, reactivation and the attraction of people Downtown.

- Downtown redevelopment and investment continued from new small businesses to the official opening WestStar Tower in late 2021. As a result, the organization benefited from a 6.6% increase in property values going into the fiscal year. However, continued changes in the retail market as well as the restrictions to cross border travel, challenged local border retail businesses and property owners. These factors contributed to a slower, 1% growth of property values upon certification in July 2022.
- The DMD Board approved a FY2021-2022 budget reflecting an aggressive effort to increase revenues through events, sponsorships, grants and other earned revenues to facilitate needed expenses to rebound from the pandemic and accelerate into a post pandemic environment. Utilization of a portion of the DMD's Reserve Fund was anticipated.
- Among the DMD's reopening strategy was the return of a full events calendar. The regularly sold-out Tasting Tour series continued its success and the first event Restaurant Week exposed hundreds of people to Downtown restaurants and their offerings. The Fiesta de Las Luces under the Paseo de las Luces on the historic gateway of South El Paso Street attracted thousands each event for shopping, food, music and even lucha libre on occasion. Downtown Employee Appreciation Day returned to thank even more Downtown Employees with twice the amount of giveaways, entertainment and fun.
- The continued suspension of the Community Service Program, which supports the DMD Sanitation Program, through December 2021 caused significant challenges to the program. The resumption of the program brought minimal change as eligible participants were greatly reduced by the court system. The DMD maintained an adequate level of service with the hiring of additional part-time staff, but the ongoing program suspension placed a significant strain on DMD staff and budgets.

- The Interlocal Agreement between the DMD and the City of El Paso establishes an efficient and effective method for projects, programs and service delivery that help to fuel Downtown's growth. Under this agreement, the DMD's role in Special Event Permitting saw a significant increase in activity and interest from special event organizers nearing pre-pandemic activity.
- The DMD continues to serve as a valuable communicator and advocate for Downtown property and business owners. The organization's involvement in the planning and implementation of public projects such as the Sixth & El Paso Roundabout, CBD IV improvements and the construction of our Children's Museum – La Nube, and the the Mexican American Cultural Center continue to require intense communication and coordination. The DMD often serves as the point of contact, distributor of information, and organizer of outreach. In addition, the DMD served a leadership role in planning efforts including the Downtown/Uptown Master Plan and the Multi-Purpose Center Feasibility Study.
- Support for Downtown El Paso's economic recovery continued with 11 grants issued for façade improvements, signature signage and lighting projects, pedestrian corridor improvements and a mural. Over \$166,000 in grant funds awarded reflects continued investment by the private sector and physical improvements to the Downtown environment.
- The DMD, along with support from its hired consultant, Stantec, and coalition partners including El Paso County and the City of El Paso, closed out the FY2020 Brownfields Assessment Grant. Successes included four-Phase I and five-Phase II Environmental Assessments, 12 Regulated Building Material Surveys, five Cleanup/Reuse Plans and the Central Downtown Area Wide Plan. This success led to a successful \$500,000 clean up grant obtained by the MCA and an additional \$500,000 assessment grant awarded to the DMD.
- The Downtown Management District continues to utilize social media as a means to promote the Downtown and its stakeholders. Total reach on all platforms continues to surge. As of August 2022, the DMD has 29,895 followers on Facebook, 16,524 followers on Twitter, and 46,727 followers on Instagram in addition to 9,344 subscribers to the Downtown INSIDER electronic newsletter.
- The DMD once again harnessed the generosity of Downtown stakeholders and sponsors to help support DMD projects, programs and services. In total, the DMD generated over \$82,000 in support of various efforts.
- Taking advantage of staff transitions, the DMD established the position of Special Event Coordinator. This person is tasked with growing and strengthening DMD produced events and promotions.
- The DMD Board of Directors achieved a quorum at eight of 10 meetings held during the program year. The board continues to take an active role in organizational oversight and advocacy.

FINANCIAL HIGHLIGHTS

The assets of the DMD exceeded its liabilities at the close of the most recent fiscal year by \$240,865. Of this amount, \$195,281 (unrestricted net position) may be used to meet the DMD's ongoing obligations.

At the end of the fiscal year, the DMD had a decrease in net position of \$(76,330) in the general fund.

OVERVIEW OF THE FINANCIAL STATEMENTS

This discussion and analysis is intended to serve as an introduction to the DMD's basic financial statements. The DMD's basic financial statements consist of three components: 1) government-wide financial statements, 2) fund financial statements, and 3) notes to the financial statements. This report also contains other supplementary information in addition to the basic financial statements themselves.

Government-wide financial statements - The Statement of Net Position presents information on all of the DMD's assets and liabilities. Over time, increases and decreases in net position may serve as a useful indicator of whether the financial position of the DMD is improving or deteriorating.

The Statement of Activities includes all the revenue and expenses generated by the DMD's operations during the year. The accrual basis of accounting is used, which is similar to the accounting used by most private sector companies. All of the current year's revenues and expenses are taken into account regardless of when cash is received or paid.

REPORTING THE DMD'S MOST SIGNIFICANT FUNDS

The fund financial statements provide detailed information about the most significant funds, not the DMD as a whole. A fund is a grouping of related accounts that are used to maintain control over resources that have been segregated for specific activities or objectives. The DMD, like other state and local governments, uses fund accounting to ensure and demonstrate compliance with finance-related legal requirements. All of the funds of the DMD are combined in the governmental funds.

Governmental funds - Governmental funds are used to account for essentially the same functions reported as governmental activities in the government-wide financial statements. However, unlike the government-wide financial statements, governmental fund financial statements focus on how money flows into and out of those funds and the balances left at year-end that are available for spending. These funds are reported using an accounting method called modified accrual accounting, which measures cash and all other financial assets that can readily be converted to cash.

The governmental fund statements provide a detailed short-term view of the DMD's general government operations and the basic services it provides. Governmental fund information helps you determine whether there are more or fewer financial resources that can be spent in the near future to finance the DMD's programs. We describe the relationship (or differences) between governmental activities (reported in the Statement of Net Position and the Statement of Activities) and governmental funds in a reconciliation at the bottom of the fund financial statements.

The DMD adopts an annual budget for its General Fund. A budgetary comparison schedule has been provided for the General Fund to demonstrate compliance with this budget.

Notes to the financial statements - The notes provide additional information that is essential to a full understanding of the data provided in the government-wide and fund financial statements.

GOVERNMENT - WIDE FINANCIAL ANALYSIS

As noted earlier, net position may serve over time as a useful indicator of a government's financial position. In the case of the DMD, assets exceeded liabilities by \$240,865 at the close of the most recent fiscal year.

The largest portion of the DMD's net position is unrestricted. The DMD may use these assets to provide future services to the consumers as needed.

El Paso Downtown Management DMD Statement of Net Position Government - Wide

Governmental Activities	2022	2021
Current and other assets	\$ 612,575	\$ 697,228
Capital assets	<u>110,543</u>	<u>11,687</u>
Total assets	<u>723,118</u>	<u>708,915</u>
Current liabilities	<u>410,848</u>	<u>391,720</u>
Long-term liabilities, net of current	<u>71,405</u>	<u>-</u>
Total liabilities	<u>482,253</u>	<u>391,720</u>
Net position:		
Net investment in capital assets	10,126	11,687
Restricted for facade program	35,458	3,237
Unrestricted	<u>195,281</u>	<u>302,271</u>
Total net position	<u>\$ 240,865</u>	<u>\$ 317,195</u>

GOVERNMENTAL ACTIVITIES

Program revenues for the DMD's governmental activities were \$653,302, and general revenues were \$488,593, while total expenses were \$1,218,225.

Table 2 presents the cost of each program of the DMD. The net cost shows the DMD's reliance on the DMD's property tax revenue.

	<u>2022</u>	<u>2021</u>
Revenues		
Program revenues		
Charges for services	\$ 255,340	\$ 252,189
Operating grants and contributions	<u>397,962</u>	<u>884,598</u>
Subtotal	<u>653,302</u>	<u>1,136,787</u>
General revenues		
Property taxes	483,371	497,074
Investment earnings	5,222	807
Subtotal	<u>488,593</u>	<u>497,881</u>
Total revenue	<u>1,141,895</u>	<u>1,634,668</u>
Expenses		
Administrative staff	381,005	361,098
Administrative office	92,985	87,805
Sanitation	244,227	323,507
Promotion and advertising	11,596	61,722
Community projects	301,232	448,522
Parking	-	-
Professional services	172,096	443,312
Interest on long-term debt	15,084	-
Total expenses	<u>1,218,225</u>	<u>1,725,966</u>
Decrease in net position	(76,330)	(91,298)
Beginning net position	<u>317,195</u>	<u>408,493</u>
Ending net position	<u>\$ 240,865</u>	<u>\$ 317,195</u>

FINANCIAL ANALYSIS OF THE DMD'S FUNDS

Governmental funds - As the DMD completed the year, its governmental funds (as presented in the balance sheet) reported a fund balance of \$208,810, which is an decrease of \$(75,992).

The focus of the DMD's governmental funds is to provide information on near term inflows, outflows, and balances of available resources. Such information is useful in assessing the DMD's financing requirements. In particular, unreserved fund balance may serve as a useful measure of a government's net resources available for spending at the end of the fiscal year.

The General Fund is the only operating fund of the DMD. At the end of the current fiscal year, fund balance in the General Fund of \$173,352 was designated for working capital to cover ongoing operations. As a measure of the General Fund's liquidity, it may be useful to compare unreserved fund balance to total fund expenditures. An analysis of significant balances follows:

Tax revenues including penalties and interest increased by 0%.
 Charges for services increased 1% from the prior year.
 Grant revenue decreased (\$486,636) from the prior year.
 Administration staff expenses increased \$19,907 from the prior year.
 Sanitation expenses decreased (\$65,432) from the prior year.
 Administration office increased \$98,621 from the prior year.
 Promotion and advertising decreased (\$50,126) from the prior year.
 Professional fees decreased (\$271,216) from the prior year.
 Community projects decreased (\$147,290) from the prior year.
 Debt service increased by \$36,411 from the prior year.

GENERAL FUND BUDGETARY HIGHLIGHTS

At the end of the fiscal year, the DMD's actual revenues were \$(88,306) below projected revenues. There is one category listed in the Budgetary Comparison Schedule that contains a significant variance as identified by the DMD. It is as follows:

Charges for services revenue was \$132,296 less than expected.

The significant variance listed above will not significantly impact future services or liquidity.

CAPITAL ASSETS AND LONG-TERM LIABILITIES

Capital Assets - The DMD's investment in capital assets as of September 30, 2022 was \$110,543 (net of accumulated depreciation). Capital assets held by the DMD at the end of the current and prior years are summarized as follows:

	<u>2022</u>	<u>2021</u>
Furniture and equipment	\$ 17,102	\$ 11,687
Lease assets	<u>93,441</u>	<u>-</u>
 Total capital assets, net of accumulated depreciation and amortization	 <u>\$ 110,543</u>	 <u>\$ 11,687</u>

Additional information on the DMD's capital assets can be found beginning page 23 of this report. Capital asset additions totaled \$138,933 as follows:

- acquisition of \$14,259 of furniture and equipment
- acquisition of \$124,674 of lease assets

During 2022, the DMD issued long-term debt in the form of lease agreements totaling \$121,744 for the purpose of leasing a copy machine, computer equipment and office space. The debt will be paid over four years.

As of September 30, 2022 and 2021, the DMD had \$99,307 and \$0 in outstanding long-term debt, respectively. Long-term debt held by the DMD at the end of the current and prior years is summarized as follows:

	<u>2022</u>	<u>2021</u>
Lease asset	\$ 99,307	<u>-</u>

ECONOMIC FACTORS AND NEXT YEAR'S BUDGET

The tax rate will remain at \$0.12 per \$100 valuation and tax revenue is estimated to be \$477,420 for the fiscal year 2022-2023. The budget for the fiscal year 2022-2023, has a deficit of \$32,233 that will be paid for using available funds from the beginning of the year.

REQUEST FOR INFORMATION

This financial report is designed to provide a general overview of the El Paso Downtown Management DMD's finances and the DMD's accountability for the money it receives. If you have questions about this report or need additional financial information, contact the El Paso Downtown Management DMD's Finance Department, 201 E. Main, Suite 107, El Paso, TX, 79901-1336.

BASIC FINANCIAL STATEMENTS

EL PASO DOWNTOWN MANAGEMENT DISTRICT

STATEMENT OF NET POSITION SEPTEMBER 30, 2022

	Primary Government
	<u>Governmental Activities</u>
ASSETS	
Current assets	
Cash and cash equivalents	\$ 25,047
Investments	540,720
Property tax receivable	<u>46,808</u>
Total current assets	612,575
Capital assets (net of depreciation/amortization)	
Furniture and equipment	17,102
Right to use leased assets	<u>93,441</u>
Total capital assets	<u>110,543</u>
TOTAL ASSETS	<u>\$ 723,118</u>
LIABILITIES AND NET POSITION	
Current liabilities	
Accrued expenses	\$ 32,458
Grants payable - facade program	339,048
Unearned revenue - facade program	11,440
Current portion of long-term liabilities	<u>27,902</u>
Total current liabilities	410,848
Long-term liabilities, net of current portion	<u>71,405</u>
TOTAL LIABILITIES	<u>482,253</u>
Net position	
Net investment in capital assets	10,126
Restricted for facade program	35,458
Unrestricted net position	<u>195,281</u>
Total net position	<u>240,865</u>
TOTAL LIABILITIES AND NET POSITION	<u>\$ 723,118</u>

See accompanying notes to financial statements.

EL PASO DOWNTOWN MANAGEMENT DISTRICT

STATEMENT OF ACTIVITIES FOR THE YEAR ENDED SEPTEMBER 30, 2022

			Program Revenues	Net (Expenses) Revenue and Changes in Net Assets
	Expenses	Charges for Services	Operating Grants and Contributions	Governmental Activities
Primary Government:				
Government Activities:				
Administrative staff	\$ 381,005	\$ -	\$ -	\$ (381,005)
Administrative office	92,985	-	-	(92,985)
Sanitation	244,227	235,638	-	(8,589)
Promoting and advertising	11,596	-	-	(11,596)
Community projects	301,232	19,702	397,962	116,432
Professional fees	172,096	-	-	(172,096)
Interest on long-term debt	15,084	-	-	(15,084)
Total governmental activities	1,218,225	255,340	397,962	(564,923)
Total primary government	1,218,225	255,340	397,962	(564,923)
General revenues:				
Property taxes, levied for general purposes				483,371
Investment earnings				5,222
Total general revenues				488,593
Change in net position				(76,330)
Net position, beginning of year				317,195
Net position, end of year				\$ 240,865

See accompanying notes to financial statements.

GOVERNMENTAL FUND FINANCIAL STATEMENTS

EL PASO DOWNTOWN MANAGEMENT DISTRICT

BALANCE SHEET - GOVERNMENTAL FUNDS SEPTEMBER 30, 2022

	General Fund	Facade Program	EPA Grant Fund	Total Government Funds
ASSETS				
Cash	\$ 25,047	\$ -	\$ -	\$ 25,047
TexPool investments	154,774	385,946	-	540,720
Property tax receivable	46,808	-	-	46,808
Total assets	<u>\$ 226,629</u>	<u>\$ 385,946</u>	<u>\$ -</u>	<u>\$ 612,575</u>
LIABILITIES				
Accrued expenses	\$ 31,349	\$ -	\$ -	\$ 31,349
Grants payable - facade program	-	339,048	-	339,048
Unearned revenue - facade program	-	11,440	-	11,440
Total liabilities	31,349	350,488	-	381,837
DEFERRED INFLOWS OF RESOURCES				
Unavailable revenue - property taxes	21,928	-	-	21,928
Total deferred inflows of resources	21,928	-	-	21,928
FUND BALANCES				
Assigned to facade program	-	35,458	-	35,458
Unassigned	173,352	-	-	173,352
Total fund balances	173,352	35,458	-	208,810
Total liabilities, deferred inflows, and fund balances	<u>\$ 226,629</u>	<u>\$ 385,946</u>	<u>\$ -</u>	<u>\$ 612,575</u>

See accompanying notes to financial statements.

EL PASO DOWNTOWN MANAGEMENT DISTRICT

RECONCILIATION OF THE GOVERNMENTAL FUND BALANCE SHEET TO THE STATEMENT OF NET POSITION SEPTEMBER 30, 2022

Total Fund Balances - Governmental Fund	\$ 208,810
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Capital assets used in governmental activities are not financial resources and therefore are not reported in governmental funds. The net effect of including the balances for capital assets (net of depreciation) activities is to increase net position.	17,102
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Right to use lease assets used in governmental activities are not financial resources and therefore are not reported in the funds. The net effect of including the balances for right of use lease assets at historical cost (net of amortization)	93,441
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Recognition of unavailable tax revenue as revenue	21,928
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Long-term debt included as net position below (includes the addition of long-term debt and principal payments during the year and accrued interest.)	<u>(100,416)</u>
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Net Position of Governmental Activities	<u>\$ 240,865</u>
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See accompanying notes to financial statements.

EL PASO DOWNTOWN MANAGEMENT DISTRICT

STATEMENT OF REVENUES, EXPENDITURES AND CHANGES IN FUND BALANCE - GOVERNMENTAL FUNDS FOR THE YEAR ENDED SEPTEMBER 30, 2022

	General Fund	Facade Program	EPA Grant Fund	Total Government Funds
Revenues:				
Taxes (ad valorem)	\$ 482,148	\$ -	\$ -	\$ 482,148
Charges for services	255,340	-	-	255,340
Grants	114,177	115,853	167,932	397,962
Interest income	93	5,129	-	5,222
Total revenues	<u>851,758</u>	<u>120,982</u>	<u>167,932</u>	<u>1,140,672</u>
Expenditures:				
Sanitation	249,642	-	-	249,642
Administrative staff	374,910	-	6,095	381,005
Promotion and advertising	11,596	-	-	11,596
Administrative office	184,900	-	1,526	186,426
Community projects	167,120	134,112	-	301,232
Professional fees	11,785	-	160,311	172,096
Debt Service:				
Principal	22,437	-	-	22,437
Interest and other charges	13,974	-	-	13,974
Total expenditures	<u>1,036,364</u>	<u>134,112</u>	<u>167,932</u>	<u>1,338,408</u>
Other financing sources (uses)				
Lease liabilities issued	121,744	-	-	121,744
Transfers in	-	45,351	-	45,351
Transfers out	(45,351)	-	-	(45,351)
Total other financing sources	<u>76,393</u>	<u>45,351</u>	<u>-</u>	<u>121,744</u>
Net change in fund balances	(108,213)	32,221	-	(75,992)
Fund balances, October 1 2021	<u>281,565</u>	<u>3,237</u>	<u>-</u>	<u>284,802</u>
Fund balances, September 30, 2022	<u>\$ 173,352</u>	<u>\$ 35,458</u>	<u>\$ -</u>	<u>\$ 208,810</u>

See accompanying notes to financial statements.

EL PASO DOWNTOWN MANAGEMENT DISTRICT

RECONCILIATION OF THE GOVERNMENTAL FUNDS STATEMENT OF REVENUES, EXPENDITURES, AND CHANGES IN FUND BALANCE TO THE STATEMENT OF ACTIVITIES FOR THE YEAR ENDED SEPTEMBER 30, 2022

Total Net Change in Fund Balance - Governmental Fund	\$ (75,992)
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The effect of including the change in unavailable tax revenue of 2022 is to decrease net position.	1,222
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Governmental funds report capital outlays as expenditures. However, in the statement of activities, the cost of certain capital outlays is allocated over the estimated useful lives of the assets acquired and reported as depreciation expense. As a result, fund balance decreased by the amount of financial resources expended, whereas net position decreased by the amount of depreciation expense charged for the year:

Capital Outlay	14,259	
Depreciation	<u>(8,844)</u>	5,415

Right to used leased asset capital outlay expenditures which were capitalized	124,674	
Amortization expense for intangible assets	<u>(31,233)</u>	93,441

The issuance of long-term debt provides current financial resources to governmental funds, while the repayment of the principal of long-term debt consumes the current financial resources of governmental funds. Neither transaction has any effect on net position. This amount is the net effect of these differences in the treatment of long-term debt and related items.

New long-term debt issued	(121,744)	
Principal payments on long-term debt	22,438	
Increase in accrued interest payable	<u>(1,110)</u>	(100,416)

Change in Net Position of Governmental Activities	<u>\$ (76,330)</u>
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See accompanying notes to financial statements.

EL PASO DOWNTOWN MANAGEMENT DISTRICT

NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED SEPTEMBER 30, 2022

1. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

The basic financial statements of the El Paso Downtown Management District, (the "DMD") have been prepared in conformity with generally accepted accounting principles (GAAP) as applied to governmental units. The Governmental Accounting Standards Board (GASB) is responsible for establishing GAAP for state and local governments through its pronouncements (Statements and Interpretations). The more significant of the government's accounting policies are described below.

Reporting Entity—The DMD was created pursuant to the Tex. Loc. Gov't Code Ann. 375.022 with a primary focus to make Downtown El Paso the center of commercial, civic and cultural activity. By mobilizing resources and affecting positive growth and change within the district, the DMD is committed to the revitalization of a vibrant Downtown El Paso.

The DMD was created in March of 1997 and funded by assessment revenue from property within the district and through collaboration on specific projects and programs with the City of El Paso.

Government-Wide and Fund Financial Statements—The Statement of Net Position and the Statement of Activities are government-wide financial statements. They report information on all of the DMD's nonfiduciary activities with most of the interfund activities removed. *Governmental activities* include programs supported primarily by taxes, State funds, grants, and other intergovernmental revenues.

The Statement of Activities demonstrates how other people or entities that participate in programs the DMD operates have shared in the payment of direct costs. The "grants and contributions" column includes amounts paid by organizations not affiliated with the DMD to help meet the operational or capital requirements of a given function. If a revenue is not a program revenue, it is a general revenue used to support all of the DMD's functions. Taxes are always general revenues.

The fund financial statements provide reports on the financial condition and result of operations for the governmental fund category.

Measurement Focus, Basis of Accounting, and Financial Statement Presentation—The government-wide financial statements use 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 the related cash flows. Grants and similar items are recognized as revenue as soon as all eligibility requirements imposed by the provider have been met.

Governmental fund financial statements use the current financial resources measurement focus and the modified accrual basis of accounting. With this measurement focus, only current assets, deferred outflows of resources, current liabilities, deferred inflows of resources and fund balances are included on the balance sheet. Operating statements of these funds present net increases and decreases in current assets (i.e., revenues and other financing sources and expenditures and other financing uses).

The modified accrual basis of accounting recognizes revenues in the accounting period in which they become both measurable and available, and it recognizes expenditures in the accounting period in which the fund liability is incurred, if measurable. The DMD considers all revenues available if they are collectible within 60 days after year end.

Investment earnings are recorded as earned, since they are both measurable and available.

Unavailable revenue from property taxes arises only under modified accrual basis of accounting. The governmental funds report this unavailable revenue as deferred inflow of resources, which is recognized revenue in the period that the amounts become available.

Grant funds are considered to be earned to the extent of expenditures made under the provisions of the grant. Accordingly when such funds are received, they are recorded as unearned revenues until related and authorized expenditures have been made. If balances have not been expended by the end of the project period, grantors might require the DMD to refund all or part of the unused amount.

Net Position on the Statement of Net Position

Net Investment in Capital Assets—Consists of capital assets, net of accumulated depreciation and reduced by outstanding balances of debt issued to finance the acquisition, improvement, or construction of those assets. Deferred outflows of resources and deferred inflows of resources that are attributable to the acquisition, construction, or improvement of those assets or related debt will be included in this component of net position.

Restricted for facade—Represents amounts restricted specifically for use in the facade program which encourages downtown property owners to update the facade on their buildings.

Unrestricted Net Position—this component of net position is the net amount of assets, deferred outflows of resources, liabilities, and deferred inflows of resources that are not included in the determination of net investment in capital assets or the restricted components of net position.

Fund Accounting—The DMD reports the following major governmental funds:

The General Fund—The general fund is the DMD's primary operating fund.

The Facade Program Fund—The facade program fund's primary purpose to encourage downtown property owners to update the facade on their buildings. The program was established by an interlocal agreement with the City of El Paso and it jointly funded by the City and the DMD.

The EPA Grant Fund— This special revenue fund accounts for the proceeds of a federal grant relating to the EPA Brownfields Assessment, Cleanup and Revolving Loan Fund.

Fund Balance—DMD reports the following fund balance categories which describe the nature and the relative strength of the spending constraints:

Nonspendable fund balance—Represents amounts that are not in spendable form, such as inventory, or are required to be maintained intact.

Restricted fund balance—Represents amounts constrained to specific purposes by their providers, such as grantors, bondholders, and higher levels of government, through constitutional provisions, or by enabling legislation.

Committed fund balance—Represents amounts constrained to specific purposes by the DMD itself, using its highest level of decision-making authority, i.e., Board of Directors. To be reported as committed, amounts cannot be used for any other purpose unless the DMD's Board of Directors approves the changes by Board Resolution.

Assigned fund balance—Represents amounts the DMD intends to use for a specific purpose. Intent can be expressed by the DMD Board of Directors.

Unassigned fund balance—Represents amounts that are available for any purpose. Positive amounts are reported only in the general fund.

The Board of Directors establishes (and modifies or rescinds) fund balance commitments by passage of a resolution. A fund balance commitment is further indicated in the budget document as commitments of the fund. Assigned fund balance is established by the Board of Directors.

When an expenditure is incurred for purposes for which both restricted and unrestricted fund balance is available, the DMD considers restricted funds to have been spent first. When an expenditure is incurred for which committed, assigned, or unassigned fund balances are available, the DMD considers amounts to have been spent first out of committed funds, then assigned funds, and finally unassigned funds, as needed, unless the Board of Directors has provided otherwise in their commitment or assignment actions.

When the DMD incurs an expense for which it may use either restricted or unrestricted assets, it uses the restricted assets first unless unrestricted assets will have to be returned because they were not used.

Stewardship, Compliance and Accountability—The DMD follows these procedures in establishing the budgetary data for the General fund which are reflected in the financial statements:

Budgeted amounts are as originally adopted or as amended by the Board of Directors. Individual amendments were not material in relation to the original appropriations. Capital expenditures were not budgeted.

Cash and Cash Equivalents—The funds of the DMD must be deposited and invested under the terms of a contract, contents of which are set out in the Depository Contract Law. The depository bank places approved pledged securities for safekeeping and trust with the DMD's agent bank in an amount sufficient to protect DMD funds on a day-to-day basis during the period of the contract. The pledge of approved securities is waived only to the extent of the depository bank's dollar amount of Federal Deposit Insurance Corporation ("FDIC") insurance.

The DMD considers cash and cash equivalents to be demand deposit accounts and time deposits with a maturity date of less than 90 days. The DMD's cash consists of a demand deposit account held at a financial institution and time deposits at other financial institutions.

Investments—The *Public Funds Investment Act* (Government Code Chapter 2256) contains specific provisions in the areas of investment practices, management reports, and establishment of appropriate policies. Among other things, it requires the DMD to adopt, implement, and publicize an investment policy. That policy must address the following areas: (1) safety of principal and liquidity, (2) portfolio diversification, (3) allowable investments, (4) acceptable risk levels, (5) expected rates of return, (6) maximum allowable stated maturity of portfolio investments, (7) maximum average dollar-weighted maturity allowed based on the stated maturity date for the portfolio, (8) investment staff quality and capabilities, (9) and bid solicitation preferences for certificates of deposit. Statutes authorize the DMD to invest in (1) obligations of the U.S. Treasury, certain U.S. agencies, and the State of Texas; (2) certificates of deposit, (3) certain municipal securities, (4) money market savings accounts, (5) repurchase agreements, (6) bankers acceptances, (7) Mutual Funds, (8) Investment pools, (9) guaranteed investment contracts, (10) and common trust funds. The Act also requires the DMD to have independent auditors perform test procedures related to investment practices as provided by the Act. The DMD is in substantial compliance with the requirements of the Act and with local policies.

DMD invests in authorized investment pools. Investments are carried at fair market value.

Additional policies and contractual provisions governing deposits and investments for DMD are specified below:

Custodial Credit Risk :

Deposits— State law requires governmental entities to contract with financial institutions in which funds will be deposited to secure those deposits with insurance or pledged securities, with a fair value equaling or exceeding the amount on deposit at the end of each business day. The pledged securities must be in the name of the governmental entity and held by the entity or its agent. Since the DMD complies with this law, it has no custodial credit risk for deposits.

Temporary Investments—To limit the risk that, in the event of the failure of the counterparty to a transaction, a government will not be able to recover the value of investment or collateral securities that are in possession of an outside party the DMD requires counterparties to register the securities in the name of the district and hand them over to the DMD or its designated agent.

Foreign Currency Risk:

Deposits - The DMD eliminates the risk that changes in exchange rates will adversely affect a deposit by not having any deposits or investments denominated in a foreign currency.

Temporary Investments - The DMD eliminates the risk that changes in exchange rates will adversely affect the fair value of an investment by avoiding investment pools which are denominated in a foreign currency.

Credit Risk:

Deposits - The DMD is not exposed to credit risk.

Temporary Investments - To limit the risk that an issuer or other counterparty to an investment will not fulfill its obligations the DMD limits investments in public funds investment pools to the top ratings issued by nationally recognized statistical rating organizations (NRSROs). As of September 30, 2022, the DMD's investments in TexPool were rated AAAm by Standard & Poors.

Concentration of Credit Risk:

Deposits - The DMD is not exposed to concentration of credit risk.

Temporary Investments - To limit the risk of loss attributed to the magnitude of a government's investment in a single issuer, the DMD limits investments to less than 5% of its total investments. Concentration of Credit Risk is not applicable to these investment pools since the purpose of these pools and funds is to diversify the DMD's investment portfolio.

Interest Rate Risk:

Deposits - The DMD is not exposed to interest rate risk.

Temporary Investments - To limit the risk that changes in interest rates will adversely affect the fair value of investments, the DMD requires its investment portfolio to have maturities of less than one year on a weighted average maturity (WAM) basis. The DMD's portfolio is in compliance with its policy. All of the DMD's investment pools qualify as 2a7-like pools and are excluded

Capital Assets—The DMD defines capital assets as assets that have an initial individual cost of more than \$1,000 and an estimated useful life of more than two years. Additions are recorded at cost or, if contributed property, at their estimated fair value at time of contribution. The costs of normal maintenance and repairs that do not add to the value of the asset or materially extend assets lives are not capitalized. Depreciation is calculated using the straight line method over the estimated useful life of the assets. Vehicles and heavy equipment are depreciated over seven years and other equipment is depreciated over five years.

Right to Use Assets—The DMD has recorded right to use lease assets as a result of implementing GASB 87. The right to use assets are initially measured at an amount equal to the initial measurement of the related lease liability plus any lease payments made prior to the lease term, less lease incentives, and plus ancillary charges necessary to place the lease into service. The right to use assets are amortized on a straight-line basis over the life of the related lease.

Deferred Inflows of Resources-Deferred Revenues—Within the government-wide financial statements, deferred revenues represent unearned revenues advanced to the DMD. Such advances are reported as deferred revenue until the earnings process is complete. Deferred revenues may include grants received reflected as a receivable but not recognized as revenues since all criteria have not been met. Within the governmental funds, revenues must be available in order to be recognized.

Property Tax Receivable—The unpaid amounts due on property taxes are shown as property tax receivable. No allowance for uncollectible accounts is maintained as accounts are written off when they are determined to be uncollectible. Generally accepted accounting principles require that an allowance for uncollectible accounts be maintained in lieu of the direct charge-off method. However, in this case management has determined that such an allowance would be immaterial with respect to the financial statements taken as a whole.

Interfund Balances—The interfund balances are a result of normal operations and are cleared out periodically. Management intends to payout these balances within one year.

Compensated Absences—Accrued vacation includes the DMD's liability for the cost of unused employee compensated absences payable in the event of employee terminations up to a maximum of 40 hours. Employees may accrue up to a maximum of two times the annual vacation benefit. Vacation is accrued as follows:

- Up to 5 years: 10 working days per year
- 5 through 15 years: 12 working days per year
- 15 years or more 15 working days per year

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. Actual results can differ from those estimates.

Subsequent Events—Management has evaluated subsequent events through December 22, 2022, the date the financial statements were available to be issued.

2. CASH AND INVESTMENTS

The DMD maintains cash in one financial institution. At September 30, 2022 the carrying amount of the DMD's deposits (cash) was \$66,083, and the bank balance was \$25,047.

Custodial Credit Risk—Custodial credit risk is the risk that, in the event of a bank failure The DMD deposits may not be returned to it. The DMD investment policy for custodial credit risk requires financial institutions that hold deposits in excess of the federal depository insurance (FDIC) insured amount will be required to sign a depository agreement with the DMD's safekeeping agent. As of September 30, 2022, the DMD's deposits were insured by the the FDIC or collateralized by securities held in trust by a third-party bank for the depository bank in the DMD's name and thus was not exposed to custodial credit risk.

Investments—The DMD's temporary investments as of September 30, 2022 were as follows:

	Carrying Value	Market Value
TexPool	\$ 540,720	\$ 540,720

The State Comptroller of Public Accounts exercises responsibility over TexPool. This oversight includes the ability to significantly influence operations, designation of management, and accountability for fiscal matters. Additionally, the State Comptroller has established an advisory board composed of both participants in TexPool and other persons who do not have a business relationship with TexPool. TexPool operates in a manner consistent with the SEC's Rule 2a7 of the Investment Company Act of 1940. TexPool uses amortized costs rather than market value to report net position and to compute share prices. Accordingly, the fair value of the position in TexPool is the same as the value of TexPool shares.

3. CAPITAL ASSETS

Capital asset activity for the year ended September 30, 2022 was as follows:

	Balance at 2021	Additions	Disposals	Balance at 2022
Capital assets, being depreciated:				
Furniture and equipment	\$ 220,828	\$ 14,259	\$ -	\$ 235,087
Lease assets	<u>-</u>	<u>124,674</u>	<u>-</u>	<u>124,674</u>
	220,828	138,933	-	359,761
Less accumulated depreciation and amortization for:				
Furniture and equipment	209,141	8,844	-	217,985
Lease assets	<u>-</u>	<u>31,233</u>	<u>-</u>	<u>31,233</u>
Total accumulated depreciation and amortization	<u>209,141</u>	<u>40,077</u>	<u>-</u>	<u>249,218</u>
Total	<u>\$ 11,687</u>	<u>\$ 98,856</u>	<u>\$ -</u>	<u>\$ 110,543</u>

Depreciation and amortization expense for the year ended September 30, 2022 was charged to functions (programs) as follows:

Sanitation	\$ 8,844
Administrative office	<u>31,233</u>
	<u>\$ 40,077</u>

4. RIGHT TO USE LEASED ASSETS

The DMD has recorded three right to use leased assets. The assets are right to use assets for leased equipment and building rent. The related leases are discussed in the Leases subsection of the Long-Term Lease Liability section of this note. The right to use lease assets are amortized on a straight-line basis over the term of the related leases. Lease expense for the year ended September 30, 2022 was as follows:

Amortization expense by class of underlying asset:	
Copy Machine	\$ 3,103
Computer	3,439
Building	<u>24,691</u>
Total amortization expense	31,233
Interest on lease liabilities	<u>15,084</u>
Total lease expense	<u>\$ 46,317</u>

Right to use asset lease activity for the year ended September 30, 2022 was as follows:

	<u>Balance at 2021</u>	<u>Increases</u>	<u>Decreases</u>	<u>Balance at 2022</u>	<u>Amounts due within one year</u>
Lease assets					
Copy Machine	\$ -	\$ 8,275	\$ -	\$ 8,275	
Computer	-	11,464	-	11,464	
Building	<u>-</u>	<u>104,935</u>	<u>-</u>	<u>104,935</u>	
Total lease assets	-	124,674	-	124,674	
Less accumulated amortization for:					
Copy Machine	-	(3,103)	-	(3,103)	
Computer	-	(3,439)	-	(3,439)	
Building	<u>-</u>	<u>(24,691)</u>	<u>-</u>	<u>(24,691)</u>	
Total accumulated amortization	<u>-</u>	<u>(31,233)</u>	<u>-</u>	<u>(31,233)</u>	
Total lease assets, net	<u>\$ -</u>	<u>\$ 93,441</u>	<u>\$ -</u>	<u>\$ 93,441</u>	
Lease liabilities	<u>\$ -</u>	<u>\$ 121,744</u>	<u>\$ (22,437)</u>	<u>\$ 99,307</u>	<u>\$ 27,902</u>

5. LONG-TERM LIABILITIES

In January 2013, the DMD entered into a lease for office space which expired. The DMD renewed the office lease in December 2020, and extended its terms to five years. The lease calls for monthly payments of \$2,658 the first year, \$2,711 the second year, \$2,766 the third year, \$2,821 the fourth year, and \$2,876 the fifth year. The lease expires on December 31, 2025. As a result of the lease, the DMD recorded a Right to Use Asset with a net book value of \$104,935 at September 30, 2022.

In February 2021, the DMD entered into a 39 month lease for a copy machine. The lease term calls for monthly payments of \$273 and expires in July 2024. As a result of the lease, the DMD recorded a Right to Use Asset with a net book value of \$8,275 at September 30, 2022.

In February 2021, the DMD entered into a 60 month lease for computer equipment. The lease term calls for monthly payments of \$308 and expires in January 2025. As a result of the lease, the DMD recorded a Right to Use Asset with a net book value of \$11,464 at September 30, 2022.

The following is a schedule of the future minimum lease payments together with the present value of the net minimum lease payments:

	<u>Principal</u>	<u>Interest</u>	<u>Total Payments</u>
2023	\$ 27,902	\$ 12,094	\$ 39,996
2024	31,293	8,272	39,565
2025	31,699	3,879	35,578
2026	8,413	215	8,628
Total	<u>\$ 99,307</u>	<u>\$ 24,460</u>	<u>\$ 123,767</u>

The following is a summary of changes in long-term liability activity for the year ended September 30, 2022:

	<u>Balance September 30, 2021</u>	<u>Increases</u>	<u>Decreases</u>	<u>Balance September 30, 2022</u>	<u>Current Portion of Balance</u>
Lease liabilities	\$ -	\$ 121,744	\$ 22,437	\$ 99,307	\$ 27,902

6. PROPERTY TAX

Levy and Collection—Property is appraised and a lien on such appraised property becomes enforceable as of January 1, subject to certain established procedures relating to rendition, appraisal, appraisal review and judicial review. Property taxes are levied on October 1 of each year and are due and payable at that time. Taxes becomes delinquent on February 1, of the following year and are then subject to interest and penalty charges.

On October 1, 2021, property taxes of approximately \$497,960 were levied for the general fund. These revenues were budgeted for and recorded in fiscal year 2022.

7. COMMITMENTS AND CONTINGENCIES

Risk Management—The DMD is exposed to various risks of loss related to torts; theft of, damage to, and destruction of assets; errors and omissions, workers compensation; and natural disasters. The Board maintains insurance policies acquired from independent insurance carriers covering all structural property, automobiles, dishonesty, errors and omissions, boiler and machinery, personal property and general liability. There have been no significant reductions in insurance coverage from prior years and settlements did not exceed insurance coverage for each of the past three years.

Litigation—During the normal course of business, the DMD may be subject to various legal claims. As of September 30, 2022, administration is not aware of any claims which would have a material adverse effect on the DMD.

COVID-19 Pandemic—In early March 2020, the COVID-19 virus was declared a global pandemic, and it unfortunately continues to spread rapidly. Business continuity, including supply chains and consumer demand across a broad range of industries and countries could be severely impacted for months or more, as governments and their citizens take significant and unprecedented measures to mitigate the consequences of the pandemic. Management is carefully monitoring the situation and evaluating its options during this time. No adjustments have been made to these financial statements as a result of the uncertainty.

8. RELATED PARTY TRANSACTIONS

The DMD maintains one bank account at a financial institution which one board member is employed.

The DMD rents its office space from an organization that employs one of the board members. Annual rent paid during the year was \$32,580.

The DMD entered into an agreement with two board members for street pole banner rentals. Total amount received for these services was \$6,530.

The DMD entered into agreements with one board member participating in DMD Facade grant programs. The awards amounted to \$30,000, awarded on June 23, 2022 and September 29, 2022.

The Board of Directors is aware of the above mentioned transactions and believes all transactions with Board members are "arm's length" transactions.

9. SUBSEQUENT EVENT

On October 18, 2022, DMD was awarded a \$500,000 grant from the U.S. Environmental Protection Agency.

REQUIRED SUPPLEMENTARY INFORMATION

EL PASO DOWNTOWN MANAGEMENT DISTRICT

BUDGETARY COMPARISON SCHEDULE GENERAL FUND FOR THE YEAR ENDED SEPTEMBER 30, 2022

	General Fund			Variance with Final Budget Positive of (Negative)
	Original Budget	Final Budget	Actual	
Revenues:				
Taxes (ad Valorem)	\$ 471,328	\$ 471,328	\$ 482,148	\$ 10,820
Interest income	1,100	1,100	93	(1,007)
Charges for services	387,636	387,636	255,340	(132,296)
Grants	80,000	80,000	114,177	34,177
Total revenues	940,064	940,064	851,758	(88,306)
Expenditures				
Adminisitrative staff	400,609	400,609	374,910	25,699
Parking and transportation	4,300	4,300	3,376	924
Contracted services	12,800	12,800	11,785	1,015
Administrative - office	107,627	107,627	141,542	(33,915)
Community projects	148,500	148,500	159,432	(10,932)
Security	8,000	8,000	7,688	312
Sanitation	297,331	297,331	249,642	47,689
Promoting and advertising	14,032	14,032	11,596	2,436
Total expenditures	993,199	993,199	959,971	33,228
Net change in fund balance	<u>\$ (53,135)</u>	<u>\$ (53,135)</u>	<u>\$ (108,213)</u>	<u>\$ (55,078)</u>



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**INDEPENDENT AUDITOR'S REPORT ON INTERNAL CONTROL OVER
FINANCIAL REPORTING AND ON COMPLIANCE AND OTHER MATTERS
BASED ON AN AUDIT OF FINANCIAL STATEMENTS PERFORMED IN
ACCORDANCE WITH *GOVERNMENT AUDITING STANDARDS***

The Board of Directors
El Paso Downtown Management District

We have audited, in accordance with the auditing standards generally accepted in the United States of America and the standards applicable to financial audits contained in *Government Auditing Standards* issued by the Comptroller General of the United States, the financial statements of the government activities of El Paso Downtown Management District, as of and for the year ended September 30, 2022, and the related notes to the financial statements, which collectively comprise the El Paso Downtown Management District's basic financial statements, and have issued our report thereon dated December 22, 2022.

Report on Internal Control Over Financial Reporting

In planning and performing our audit of the financial statements, we considered El Paso Downtown Management District's internal control over financial reporting (internal control) as a basis for designing audit procedures that are appropriate in the circumstances for the purpose of expressing our opinions 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.

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 a 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.

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

Report on Compliance and Other Matters

As part of obtaining reasonable assurance about whether El Paso Downtown Management District's financial statements are free of material misstatement, we performed tests of its compliance with certain provisions of laws, regulations, and contracts and grant agreements, noncompliance with which could have a direct and material effect on the determination of financial statement amounts. However, providing an opinion on compliance with those provisions was not an objective of our audit, and accordingly, we do not express such an opinion. The results of our tests disclosed no instances of noncompliance or other matters that are required to be reported under *Governments Auditing Standards*.

Purpose of this Report

The purpose of this report is solely to describe the scope of our testing of internal control and compliance and the results of that testing, and not to provide an opinion on the effectiveness of the entity's internal control or on compliance. This report is an integral part of an audit performed in accordance with *Government Auditing Standards* in considering the entity's internal control and compliance. Accordingly, this communication is not suitable for any other purpose.

Strickler & Prieto, LLP

El Paso, Texas
December 22, 2022