

# University Crossing Public Improvement District

## Financial Statements and Independent Auditors' Report

As of and for the Year Ended December 31, 2022



ACCOUNTING • ADVISORY • ASSURANCE

UNIVERSITY CROSSING PUBLIC IMPROVEMENT DISTRICT

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# Malnory, McNeal & COMPANY, PC

ACCOUNTING • ADVISORY • ASSURANCE

## Independent Auditors' Report

To the Board of Directors  
of University Crossing Public Improvement District

### **Opinion**

We have audited the accompanying financial statements of University Crossing Public Improvement District (the "District"), which comprise the statement of financial position as of December 31, 2022, and the related statements of activities and changes in net assets, statement of functional expenses, and cash flows for the year then ended, and the related notes to the financial statements.

In our opinion, the financial statements referred to above present fairly, in all material respects, the financial position of University Crossing Public Improvement District as of December 31, 2022, and the changes in its net assets, its functional expenses, and its cash flows for the year then ended in accordance with accounting principles generally accepted in the United States of America.

### **Basis for Opinion**

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 Auditors' Responsibilities for the Audit of the Financial Statements section of our report. We are required to be independent of the District and to meet our 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 opinion.

### **Responsibilities of Management for the Financial Statements**

Management is responsible for the preparation and fair presentation of these financial statements in accordance with accounting principles generally accepted in the United States of America, and for the design, implementation, and maintenance of internal control relevant to the preparation and fair presentation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, management is required to evaluate whether there are conditions or events, considered in the aggregate, that raise substantial doubt about the District's ability to continue as a going concern within one year after the date that the financial statements are available to be issued.

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

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

- Exercise professional judgment and maintain professional skepticism throughout the audit.
- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, and design and perform audit procedures responsive to those risks. Such procedures include examining, on a test basis, evidence regarding the amounts and disclosures in the financial statements.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the District's internal control. Accordingly, no such opinion is expressed.
- Evaluate the appropriateness of accounting policies used and the reasonableness of significant accounting estimates made by management, as well as evaluate the overall presentation of the financial statements.
- Conclude whether, in our judgment, there are conditions or events, considered in the aggregate, that raise substantial doubt about the District's ability to continue as a going concern for a reasonable period of time.

We are required to communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit, significant audit findings, and certain internal control related matters that we identified during the audit.



Dallas, Texas  
February 28, 2023

University Crossing Public Improvement District  
Statement of Financial Position  
December 31, 2022

Assets

Current Assets	
Cash	\$ 2,509,272
Tax assessments receivable	1,007,088
Prepays	<u>1,576</u>
Total current assets	<u>3,517,936</u>
Total Assets	<u><u>\$ 3,517,936</u></u>

Liabilities and Net Assets

Current Liabilities	
Tax assessments - deferred revenue	\$ 1,021,479
Accounts payable	<u>4,251</u>
Total current liabilities	<u>1,025,730</u>
Net Assets	
Net assets without donor restrictions	<u>2,492,206</u>
Total Net Assets	<u>2,492,206</u>
Total Liabilities and Net Assets	<u><u>\$ 3,517,936</u></u>

University Crossing Public Improvement District  
 Statements of Activities and Change in Net Assets  
 For the Year Ended December 31, 2022

	<u>Net Assets without Donor Restrictions</u>	<u>Net Assets with Donor Restrictions</u>	<u>Total</u>
Revenue:			
Assessments	\$ 1,049,808	\$ -	\$ 1,049,808
Interest and dividend income	20,719	-	20,719
Less: City and county fees	<u>(11,786)</u>	<u>-</u>	<u>(11,786)</u>
Total Revenue	1,058,741	-	1,058,741
Expenses			
Program	771,667	-	771,667
Supporting	51,771	-	51,771
Fundraising	<u>-</u>	<u>-</u>	<u>-</u>
Total expenses	<u>823,438</u>	<u>-</u>	<u>823,438</u>
Change in Net Assets	235,303	-	235,303
Net Assets at beginning of year	<u>2,256,903</u>	<u>-</u>	<u>2,256,903</u>
Net Assets at end of year	<u>\$ 2,492,206</u>	<u>\$ -</u>	<u>\$ 2,492,206</u>

University Crossing Public Improvement District  
Statement of Functional Expenses  
For the Year Ended December 31, 2022

	Program	Management & General	Fundraising	Total
Security	\$ 390,269	\$ -	\$ -	\$ 390,269
Public area maintenance	39,421	-	-	39,421
Promotion and communication	37,897	-	-	37,897
Improvements	269,362	-	-	269,362
Trail Lighting project	34,718	-	-	34,718
Organization and administration	-	45,369	-	45,369
Audit and insurance	-	6,402	-	6,402
Total functional expenses	\$ 771,667	\$ 51,771	\$ -	\$ 823,438

University Crossing Public Improvement District  
Statement of Cash Flows  
For the Year Ended December 31, 2022

Cash flows from operating activities	
Change in net assets	\$ 235,303
Adjustments to reconcile change in net assets to cash provided by (used in) operating activities	
Change in operating assets and liabilities	
(Increase) decrease in accounts receivable	(64,370)
(Increase) decrease in prepaid expenses	401
Increase (decrease) in accounts payable	3,052
Increase (decrease) in other accrued expense	(1,200)
Increase (decrease) in deposits and deferred income	78,761
Net cash provided by (used in) operating activities	<u>251,947</u>
 Net increase (decrease) in cash	 251,947
 Cash and cash equivalents at beginning of year	 <u>2,257,325</u>
 Cash and cash equivalents at end of year	 <u><u>\$ 2,509,272</u></u>

University Crossing Public Improvement District  
Notes to Financial Statements  
December 31, 2022

1. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Organization

The University Crossing Public Improvement District (the “District”) is managed by the UCPID, Inc., a Texas nonprofit corporation, which is responsible for the management of services for the District.

University Crossing Public Improvement District

On April 1, 2013, Prescott Realty Group, Southern Methodist University, Public Service Plumbers, Mockingbird Station, Oncor, Behringer Harvard, Lincoln Property Company, and numerous property owners of University Crossing area delivered to the City of Dallas (the “City”) a petition to establish the District. On June 12, 2013, the Dallas City Council approved the petition and authorized the creation of the District. On May 27, 2020, the District was renewed for another seven years by the City. The District shall automatically dissolve December 31, 2027, unless the District is renewed through the petition and approval process, or the District sooner terminated as provided by law.

The purpose of the District is to supplement and enhance services within the District, but not to replace or supplant existing City services provided within the District. The general nature of the proposed services and improvements to be performed by the District includes police safety patrols for the area, safety awareness and education programs, landscaping, banner program, installation and maintenance of trash containers, promotion of the University Crossing area, implement signage and wayfinding systems, management of new and existing public and green space, and related expenses incurred in establishing, administering and operating the District as authorized by Chapter 372 of the Texas Local Government Code (the “Act”), which allows for the creation of public improvement districts. The funding of operations, approved by the City, will be paid from assessments on the real property within the District. Payment of assessments by other exempt entities (except Southern Methodist University “SMU”) must also be established by contract. SMU has agreed to participate in the District by contract with the UCPID, Inc. through special assessment based on all taxable and tax exempt real property owned by SMU or SMU affiliates within the District.

The assessment levied for 2022 was \$0.10 per \$100 of appraised value as established by the Dallas Central Appraisal District. Future assessment rates will be set by the Dallas City Council and shall not exceed \$0.15 per \$100 of appraised value. The Dallas County Tax Office (“Dallas County”) provides assessment collection services for the District.

Management Contract

Effective January 1, 2014, UCPID, Inc. entered into a contract with the City whereby UCPID, Inc. provides management, accounting, and other services for the District. This contract was

University Crossing Public Improvement District  
Notes to Financial Statements  
December 31, 2022

1. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

Management Contract (continued)

renewed and authorized by the City Council on December 1, 2020, will terminated December 31, 2027, or upon dissolution of the District.

Basis of Accounting

The District prepares its financial statements in accordance with accounting principles generally accepted in the United States of America. The accompanying financial statements include only the accounts of the District and do not include any accounts related to the other activities of UCPID, Inc.

Basis of Financial Statements Presentation

For reporting purposes, resources are classified into two net asset categories according to the existence or absence of donor-imposed restrictions. Accordingly, net assets of the Organization and changes therein are classified and reported as follows:

Net assets without donor restrictions - net assets that are not subject to donor-imposed stipulations.

Net assets with donor restrictions - net assets subject to donor-imposed stipulations that may or will be met either by actions of the Organization and/or the passage of time or subject to donor-imposed stipulations that are to be maintained permanently. Generally, the donors of these assets permit the Organization to use all or part of the income earned on any related investments for general or specific purposes. When a restriction expires, net assets with donor restrictions are reclassified to net assets without donor restrictions and reported in the statement of operations, as net assets are released from restrictions. Contributions received with donor-imposed restrictions that are met in the same year as received are reported as revenues of the net assets without donor restrictions. There were no net assets with donor restrictions as of December 31, 2022.

Financial Instruments

The District's financial instruments consist of cash only. It is the Board's opinion that the District is not exposed to significant interest rate or credit risk arising from the instrument. Unless otherwise noted, the fair value of the financial instrument is the market value of the financial instrument, and approximates their carrying value.

Cash & Concentration of Credit Risk

The District maintains its cash balances in a checking account at a national financial institution in Dallas, Texas. Accounts at the Institution are insured by the Federal Deposit Insurance Corporation up to \$250,000. Some deposits exceeded the current Federal Deposit Insurance.

University Crossing Public Improvement District  
Notes to Financial Statements  
December 31, 2022

1. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

Cash & Concentration of Credit Risk (continued)

Corporation insurance limitations at December 31, 2022. The District has not incurred losses related to its cash and believes it is not exposed to any significant credit risk on cash.

Revenue Recognition

Revenue is recognized for the year as the Organization satisfies performance obligations under its service plan, in an amount that reflects the council approved consideration that it expects to receive in exchange for those projects or services. The annual amount and timing of revenue recognition varies based on the nature of the projects or services provided and the terms and conditions of the service plan.

Performance obligations are determined based on the nature of projects or services provided by the Organization in accordance with the service plan. Revenue for performance obligations satisfied over time is recognized ratably over the period based on time elapsed. The Organization believes this method provides a faithful depiction of the transfer of services over the term of the performance obligation based on the inputs needed to satisfy the obligation. Revenue for performance obligations satisfied at a point in time is generally recognized when the projects or services are provided to residents or property owners at a single point in time and the Organization does not believe it is required to provide additional services related to that transaction. The Organization's revenue streams do not have significant financing components.

Property Assessment Assessments Receivable, Assessments Allocable, and Revenue

The District presents an annual Service Plan and Assessment Plan to the City in September of each year. After due process and upon adoption, the City levies a property assessment against property in the District and provides for collection of the assessment to be used by the District for the approved services and improvements to property in the District during the following calendar year.

The District records property assessments as a receivable when levied by the City and a corresponding offset to tax assessments – deferred revenue. The Dallas County Assessment Office (the "County") mails property assessment statements to the property owners in October of each year, which are due and payable on October 1, and are delinquent if not paid on or before January 31. No allowance for uncollectible assessments is established because delinquent assessments are considered fully collectible. As collections are received by the County, they were remitted to the District through September 30, 2018. Effective October 1, 2018, collections were remitted to the City to be remitted to the District upon approved request. Assessments allocable are recognized as revenue without donor restrictions as of January 1 each year to correspond to the approved Service Plan's provision for services and improvements for the calendar year. The 2022 tax assessment levy receivable as of December 31, 2022 is \$1,007,088.

University Crossing Public Improvement District  
Notes to Financial Statements  
December 31, 2022

1. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

Functional Allocation of Expenses

The costs of providing the District's various programs, fundraising, management and general have been summarized on a functional basis in the statement of activities. The statement of functional expenses present the natural classification detail of expenses by function. Certain costs have been allocated among the program, fundraising, management and general categories based on the specific identification of costs or approximate percentage of time and other methods.

Federal Income Tax Status

UCPID, Inc. is exempt from Federal income tax under section 501(c)(3) of the Internal Revenue Code. Accordingly, no provision for Federal income taxes has been recorded in the accompanying financial statement. In addition, UCPID, Inc. has been determined by the Internal Revenue Service ("IRS") not to be a "private foundation" within the meaning of section 509(a) of the Internal Revenue Service Code. There was no unrelated business income or known Federal excise taxes for the year ended December 31, 2022. UCPID Inc.'s federal Return of Organization Exempt from Income Tax (Form 990) for 2019, 2020, and 2021 are open to examination by the IRS for a period of three years from the date the returns are filed.

Accounting for Uncertainty in Income Taxes

Management has concluded that any assessment provisions that would not meet the more-likely-than-not criterion of Financial Accounting Standards Board (FASB) Accounting Standards Codification (ASC) Topic 740-10, Accounting for Income Taxes, would be immaterial to the financial statement taken as a whole. Accordingly, the accompanying financial statements do not include any provision of uncertain assessment positions, and no related interest or penalties have been recorded in the operating statements.

Concentration of Revenue Sources

The District's revenue is totally derived from annual assessments levied by the City. The current level of the District's operations and programs may be impacted if the City's annual assessment is not levied.

Use of Estimates

In preparing financial statements, management is required to make estimates and assumptions that affect the reported amounts of revenues and expenses during the reporting period. Actual results could differ from those estimates.

University Crossing Public Improvement District  
Notes to Financial Statements  
December 31, 2022

2. LIQUIDITY AND AVAILABILITY

Financial assets available for general expenditure, that is, without donor or other restrictions limiting their use, within one year of the balance sheet date are total financial assets of \$3,517,936.

The District manages its liquidity and reserves following three guiding principles: operating with a prudent range of financial soundness and stability, maintaining adequate liquid assets to fund near-term operating needs and maintaining sufficient reserves to provide reasonable assurance that long-term obligations will be discharged.

3. VALUE CHANGES

Value changes occur when a property owner within the District disputes their original tax assessment amount and, as a result of negotiation and or litigation between owners and Dallas Central Appraisal District, the original assessment is increased or reduced. Any resulting changes in assessed valuation and related property assessment amounts may change amounts remitted from the County or result in refunds issued by the District.

4. COLLECTION FEES AND INTEREST

Collection fees retained by the County for the 2021 levy in the amount of \$1,175 are netted against assessment collections received from the County by the City in January 2022 for its collection services during 2021. The 2022 collection fees will be netted against collections received in 2023.

The City reimbursed the City General Fund for administrative costs incurred for the day-to-day accounting responsibilities, administrative, and operational oversight of the District from the assessment collections received from the County in the amount of \$10,611 for the year ended December 31, 2022.

In addition to remitting the net assessment collections received from the County, the City incurred an unrealized loss of (\$165). The unrealized loss is related to the change in the fair value of the City's cash and investment pool. The present values of the City's investments decreased because the interest rates have been increasing in the fiscal year ending 2022. When interest rates increase, the bond price decreases. When interest rates decrease, the bond price increases. The City's practice is to hold investments to maturity, so the values are expected to go up in the long-term.

5. SERVICES

Services provided by the District are made in accordance with the annual Service Plan approved by the City as reported in the accompanying statements of activities and changes in net assets.

University Crossing Public Improvement District  
Notes to Financial Statements  
December 31, 2022

6. COMMITMENTS

The District enters into various agreements for goods and services in the ordinary course of providing the various programs and other activities.

The District is intending to accumulate funds previously approved for Safety, Improvements, and Landscape and sidewalk improvements for future capital projects, and may utilize some or all of the accumulated funds for improvements and maintenance to the University Crossing Trail and pedestrian bridge improvements during the 2023 year, in addition to improvements for lighting, cross walks and median improvements throughout the District.

7. COVID-19

The COVID-19 pandemic sweeping across the country has resulted in mandatory closure of many businesses resulting in layoffs of much of the workforce. The economic effects of those closures are not yet known but could potentially affect the District.

8. SUBSEQUENT EVENTS

The District has evaluated subsequent events through February 28, 2023, the date the financial statements were available to be issued.