WINTERGREEN PROPERTY OWNERS ASSOCIATION, INC. ROSELAND, VA

FINANCIAL STATEMENTS AND SUPPLEMENTARY INFORMATION

YEARS ENDED DECEMBER 31, 2017 AND 2016

WINTERGREEN PROPERTY OWNERS ASSOCIATION, INC. ROSELAND, VA

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INDEPENDENT AUDITORS' REPORT

To the Board of Directors Wintergreen Property Owners Association, Inc. Roseland, VA

We have audited the accompanying financial statements of Wintergreen Property Owners Association, Inc. (a nonprofit organization), which comprise the balance sheets as of December 31, 2017 and 2016, and the related statements of revenues, expenses and changes in fund balances and cash flows for the years then ended, and the related notes to the financial statements.

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 of material misstatements.

An audit involves performing procedures to obtain evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the financial statement, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the entity'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 entity'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 the Wintergreen Property Owners Association, Inc., as of December 31, 2017 and 2016, and the results of its operations and its cash flows for the years then ended in accordance with accounting principles generally accepted in the United States of America.

Disclaimer of Opinion on Required Supplementary Information

Accounting principles generally accepted in the United States of America require that the information on future major repairs and replacements be presented to supplement the basic financial statements. Such information, although not a part of the basic financial statements, is required by the Financial Accounting Standards Board, who considers it to be an essential part of financial reporting for placing the basic financial statements in an appropriate operations, 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.

Musfallmer Garns, P. C. June 8, 2018

WINTERGREEN PROPERTY OWNERS ASSOCIATION, INC. BALANCE SHEETS **DECEMBER 31, 2017 AND 2016**

ASSETS

		2017		2016
CURRENT ASSETS				
Cash	\$	2,974,698	\$	2,873,062
Accounts receivable, assessments		39,663		32,692
Accounts receivable, other		169,560		146,810
Prepaid expenses		3,483		3,188
Deferred income tax benefit		5,164		5,164
Total Current Assets	_	3,192,568		3,060,916
LAND, BUILDINGS AND EQUIPMENT				
Land and improvements		5,445,418		5,209,544
Buildings and improvements		3,569,112		3,569,112
Vehicles		1,890,504		1,815,577
Equipment		1,227,516		1,082,600
Furniture and fixtures	_	46,777	_	46,777
Total		12,179,327		11,723,610
Less: Accumulated Depreciation	_	5,626,328		5,336,988
Net Land, Buildings and Equipment	_	6,552,999	_	6,386,622
OTHER ASSETS				
Accounts receivable, assessments (net of allowance for doubtful assessments of \$30,292 for 2017 and \$20,616 for 2016)		81,296		79,207
Total Other Assets	_	81,296	_	79,207
TOTAL ASSETS	\$	9,826,863	\$	9,526,744

WINTERGREEN PROPERTY OWNERS ASSOCIATION, INC. BALANCE SHEETS DECEMBER 31, 2017 AND 2016

LIABILITIES AND FUND BALANCE

		2017		2016
CURRENT LIABILITIES				
Notes payable within one year	\$	1,232,823	\$	203,048
Accounts payable				9,172
Accrued expenses		60,116		56,774
Assessments received in advance		1,625,175	_	1,671,625
Total Current Liabilities		2,918,114	_	1,940,618
LONG-TERM LIABILITIES				
Notes payable after one year		152,381		1,386,891
Due to Wintergreen Volunteer Rescue Squad		290,993		307,659
Total Long-Term Liabilities		443,374		1,694,550
Total Liabilities	_	3,361,488	_	3,635,168
FUND BALANCE				
Replacement		878,784		677,924
Operations		5,586,591	_	5,213,652
Total Fund Balance		6,465,375		5,891,576
TOTAL LIABILITIES AND FUND BALANCE	\$	9,826,863	\$	9,526,744

WINTERGREEN PROPERTY OWNERS ASSOCIATION, INC. STATEMENTS OF REVENUES, EXPENSES AND CHANGES IN FUND BALANCES YEARS ENDED DECEMBER 31, 2017 AND 2016

		2017		2016
REVENUES				
Owner assessments	\$	6,351,457	\$	6,181,381
Investment earnings		3,154		3,605
Miscellaneous income		129,032		186,215
Nelson County income		663,673		652,228
Landscape income		57,065		82,116
School building lease income		-		9,167
Architectual review board income		12,550		18,784
Tuckahoe income		14,018		9,533
Gain on sale of assets		71,890	_	22,600
Total Revenues	_	7,302,839		7,165,629
EXPENSES				
Road maintenance		467,090		510,496
Common property maintenance		115,669		133,589
Maintenance department		1,090,875		1,276,507
Police department		1,116,478		1,089,985
Fire department and rescue squad		1,370,064		1,313,247
Emergency service buildings		36,337		42,322
General and administrative		1,063,330		1,003,954
Architectural review board expenses		86,538		92,155
Amortization and depreciation		655,189		585,446
Landscape expenses		63,798		86,370
Nelson County expenses	_	663,673	_	652,228
Total Expenses	_	6,729,040	_	6,786,299
EXCESS OF REVENUES OVER EXPENSES	_	573,799	_	379,330
BEGINNING FUND BALANCE		5,891,576	_	5,512,246
ENDING FUND BALANCE	\$	6,465,375	\$	5,891,576

WINTERGREEN PROPERTY OWNERS ASSOCIATION, INC. STATEMENTS OF CASH FLOWS YEARS ENDED DECEMBER 31, 2017 AND 2016

CASH FLOWS FROM OPERATING ACTIVITIES	2017	2016
Change in fund balances	\$ 573,799	\$ 379,330
Adjustments to reconcile change in fund balance over expenses to net cash provided by operating activities:		
Depreciation Gain on assets sold Abandonment loss	659,905 (71,890) 2,129	590,162 (22,600)
Deferred property lease income (Increase) Decrease in assets: Member assessments receivable Other receivables	(29,722) (2,090)	(9,167) (49,220) (30,504)
Prepaid expenses Increase (Decrease) in liabilities: Accounts payable	(297) (9,171)	12,766 (8,851)
Accrued expenses Assessments received in advance	3,344 (46,450)	31,523 95,766
Total Adjustments	505,758	609,875
Net Cash Provided By Operating Activities	1,079,557	989,205
CASH FLOWS FROM INVESTING ACTIVITIES Purchase of property and equipment Proceeds from sale of equipment	(828,410) 71,890	(688,893) 22,600
Net Cash Used In Investing Activities	(756,520)	(666,293)
CASH FLOWS FROM FINANCING ACTIVITIES Curtailment of notes payable	(221,401)	(211,139)
Net Cash Used In Financing Activities	\$ (221,401)	\$ (211,139)

WINTERGREEN PROPERTY OWNERS ASSOCIATION, INC. STATEMENTS OF CASH FLOWS YEARS ENDED DECEMBER 31, 2017 AND 2016

		2017	2016
NET INCREASE IN CASH	\$	101,636	\$ 111,773
CASH AT BEGINNING OF YEAR	_	2,873,062	 2,761,289
CASH AT END OF YEAR	\$	2,974,698	\$ 2,873,062
SUPPLEMENTAL CASH FLOW DATA Interest paid	\$	53,168	\$ 56,815
SUPPLEMENTAL SCHEDULE OF NONCASH INVESTING AND FINANCING ACTIVITIES			
Purchase of five vehicles Loan proceeds	\$	-	\$ 268,830 (268,830)

NATURE OF ACTIVITIES

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

SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Income Taxes

Homeowners' associations may be taxed either as homeowners' association under Section 528 or as regular corporation under Section 277. The election is made annually. As a regular corporation, the Association is taxed at regular federal and state rates. At this time, the Association is taxed as a homeowners' association. Exempt function income, which consists primarily of member assessments, is not taxable.

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

Use of Estimates

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

Member Assessments - Accounts Receivable

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

SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES-Continued

Fund Accounting

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

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

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

Land, Buildings and Equipment

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

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

On April 3, 2009, the Association purchased the Stoney Creek entranceway lot for \$711,943. The land was purchased at the appraised value.

On November 16, 2016, the Wintergreen Nature Foundation deeded a lot valued at \$51,600 and has been deemed open space for the community.

Depreciation

Capitalized common property is depreciated over its estimated useful life using the straight-line and double declining balance methods of depreciation. Depreciation expense for 2017 and 2016 was \$659,905 and \$590,162, respectively. Depreciation of \$4,716 and \$4,716 on equipment and vehicles used in landscaping operations is charged directly to landscaping expenditures. The remaining depreciation expense is charged to general and administrative expense each year.

UNAMORTIZED LOAN FEES

Unamortized loan fees consist of the unamortized balance of fees paid to a bank for obtaining building and equipment loan commitments. During 2009, the original loans were combined into one note with a loan fee of \$4,971. The loan fees are fully amortized. In 2011, additional loan costs of \$10,906 were incurred for loans to purchase multiple vehicles.

INSURED CASH BALANCES

The Association maintains its operating cash balances in one financial institution. The U.S. Federal Deposit Insurance Corporation insures up to \$250,000 per institution. As of December 31, 2017, the Association had no uninsured cash balances. Uninsured balances are approximately \$2,427,506 and \$2,414,726 at December 31, 2017 and 2016, respectively.

FUTURE MAJOR REPAIRS AND REPLACEMENTS

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

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

TUCKAHOE INCOME

The 2017 Tuckahoe income amount of \$4,018 is being saved for future renovations. Since this renovation was a capital improvement, it is included on the balance sheets under the land, building and equipment category. The fundraising efforts for this improvement began during 2008 and is ongoing. Rental income of \$10,000 was received in 2017.

CASH RESERVES

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

		2017		2016
Designated for Roads				
Beginning balance	\$	677,924	\$	477,266
Transfers to this account		200,000		200,000
Interest earned	_	860	_	658
Ending balance		878,784		677,924
Snow/storm reserve		205,300		205,095
Capital equipment reserve		175,577		135,406
Other operating cash accounts	-	1,715,037	_	1,854,637
Total Cash	\$	2,974,698	\$	2,873,062

ACCOUNTS RECEIVABLE

Owner Assessments

The Association's policy is to pursue collection procedures including the placement of liens in homeowner properties for delinquent assessments. As of December 31, 2017, the Association has assessments outstanding from 2013 dues and subsequent years' assessments of \$30,292. For 2017, the board of directors and management created an allowance for all delinquent assessments in excess of sixty months. This allowance for doubtful assessments amounted to \$30,292 at December 31, 2017. The uncollected 2017 dues of \$39,663 are classified as current and the net uncollected dues from all prior years of \$111,588 are classified as an other non-current asset.

Other Receivables

Receivables from other sources (landscaping, amenity fees and miscellaneous) totaled \$169,560 and \$146,810 at December 31, 2017 and 2016.

LINE OF CREDIT

The Association has an unsecured line of credit arrangement with Wells Fargo in the amount of \$100,000 during 2017 and 2016. There is no outstanding balance as of December 31, 2017. Principal is due on demand. The line of credit is renewable on an annual basis.

ASSESSMENTS RECEIVED IN ADVANCE

\$1,625,175 was received during 2017 as payments on billings for dues assessed for 2018. \$1,671,625 was received during 2016 as payments on billings for the 2017 dues assessment.

NELSON COUNTY EMERGENCY MEDICAL SERVICES

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

DEFERRED SCHOOL PROPERTY LEASE

The Association purchased the Tuckahoe School property in Stoney Creek in 2006 for \$470,000, of which \$222,000 was a non-cash transaction to lease the property back to the seller for ten years. Rent income of \$22,000 was recorded in 2016. The property was recorded as an asset at its purchase price of \$470,000.

EMPLOYEE BENEFIT PLANS

Effective January 1, 2007, the Association adopted a 401k Safe Harbor plan. The Association contribution 5% in 2017 and 2016 of eligible employees' salaries. Contributions to the plan totaled \$150,500 and \$150,684 in 2017 and 2016, respectively.

SUBSEQUENT EVENTS

Management has evaluated events and transactions for potential recognition or disclosure through June 8, 2018, which is the date the financial statements were available to be issued.

RELATED PARTIES

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

2017
2016

	2017	
Wintergreen Pacific, LLC - Amenity fee	\$ 301,304	\$ 302,606
Wintergreen Pacific, LLC - Commercial assessments	331,044	321,342

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

INCOME TAXES

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

		2017		2016
(Assets) Liabilities: Federal State	\$	3,641 1,523	\$	3,641 1,523
Total Deferred Income Tax Liability (Benefit)	\$	5,164	\$	5,164
The components of the provision for income taxes for the years ended December 31 are as follows:				
Deferred Expense (Benefit)				
Federal	\$	4,981	\$	4,981
State		1,760		1,760
Total Deferred Expense (Benefit)	<u> </u>	6,741	_	6,741
Total Provision for Income Taxes	\$	6,741	\$	6,741

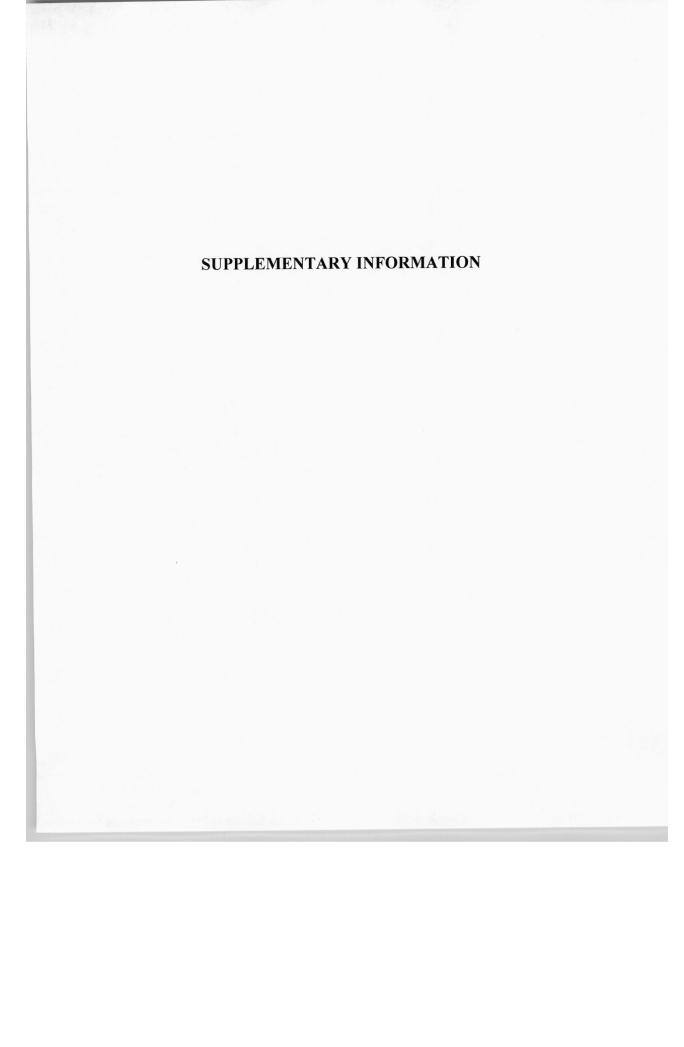
NOTES PAYABLE

Long-Term Debt		2017		2016	
Note payable to Wells Fargo, secured by five vehicles. This note requires monthly payments of \$4,959, which are applied first to interest at 4.07% and then to principal.	\$	2017 189,532	\$	2016 240,207	
Note payable to Wells Fargo, secured by five vehicles. This note requires monthly payments of \$4,743, which are applied first to interest at 6.05% and then to principal.		3,527		23,824	
Note payable to Wells Fargo, secured by five vehicles. This note requires monthly payments of \$3,947, which are applied first to interest at 4.96% and then to principal.		15,625		60,982	
Note payable to Wells Fargo, secured by the Community Office Building, Valley Safety Services Building, Tuckahoe School Building and Station I. This note requires monthly payments of \$11,144, which are applied first to interest at 3.65% and then to principal. Note was refinanced during					
2013 and the maturity date is September 15, 2018.	_	1,176,520	_	1,264,926	
Total		1,385,204		1,589,939	
Less amounts included in current maturities		1,232,823	_	203,048	
Total Long-Term Debt	\$	152,381	\$	1,386,891	
Maturities of long-term debt during each of the next five years are as follows:					
2018	\$	1,248,448			
2019		54,965			
2020		57,244			
2021		24,547			
2022		-			
	\$	1,385,204			

DUE TO WINTERGREEN VOLUNTEER RESCUE SQUAD

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

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



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

On January 31, 1997, the Board of Directors adopted a long-range plan which revises the Association's reserve for replacement costs policy. Beginning in 1997, The Association shall maintain reserve accounts for roadways. The long-range plan was developed from a study conducted by the Association's board of directors in 1996 to estimate the remaining useful lives and the replacement costs of the components of common property. Replacement costs were based on the estimated costs to repair or replace the common property components at the date of the study. Estimated current replacement costs have been revised as of November 26, 2005, to be \$120,000. As of August 2009, the annual replacement cost was approximated to be \$150,000. As of 2017, the annual replacement cost was revised to be \$200,000.

	Estimated Remaining		Designated
Component	Useful Life (Years)	Per Year	2017
Roadways	5	\$200,000	\$878,784