

**FALLBROOK VILLAS METROPOLITAN DISTRICT
2022 ANNUAL REPORT**

Pursuant to the Service Plan for Fallbrook Villas Metropolitan District (the “District”), the District is required to provide an annual report to the City of Thornton with regard to the following matters:

1. Boundary changes made or proposed to the District boundaries as of December 31 of the prior year.
2. Intergovernmental Agreements with other governmental entities entered into or proposed as of December 31 of the prior year.
3. Copies of the District rules and regulations, if any, as of December 31 of the prior year.
4. Summary of any litigation which involves the District Public Improvements as of December 31 of the prior year.
5. Status of the District construction of the Public Improvements as of December 31 of the prior year.
6. A list of all facilities and improvements constructed by the District that have been dedicated to and accepted by the City as of December 31 of the prior year.
7. The assessed valuation of the District for the current year.
8. Current year budget including a description of Public Improvements to be constructed in such year.
9. Audit of the District financial statements for the year ending December 31 of the previous year, prepared in accordance with generally accepted accounting principles of audit exemption, if applicable.
10. Notice of any uncured events of default by the District, which continue beyond a ninety (90) day period, under any Debt instrument.
11. Any inability of the District to pay their obligations as they come due, in accordance with the terms of such obligations, which continue beyond a ninety (90) day period.

For the year ending December 31, 2022, the District makes the following report:

1. Boundary changes made or proposed to the District boundaries as of December 31 of the prior year. There were no boundary changes during 2022.

2. Intergovernmental Agreements with other governmental entities entered into or proposed as of December 31 of the prior year. No intergovernmental agreements were entered into during fiscal year 2022 and no intergovernmental agreements are anticipated at this time.

3. Copies of the District rules and regulations, if any, as of December 31 of the prior year. There have been no changes to the District's rules and regulations during the reporting period.

4. Summary of any litigation which involves the District Public Improvements as of December 31 of the prior year. The District has no knowledge of any litigation involving the District's public improvements during the fiscal year 2022.

5. Status of the District construction of the Public Improvements as of December 31 of the prior year. The District constructed one hundred percent of its public improvements in 2018. There are no further public improvements to be constructed.

6. A list of all facilities and improvements constructed by the District that have been dedicated to and accepted by the City as of December 31 of the prior year. All facilities or improvements constructed by the District were dedicated to and accepted by the City in 2019.

7. The assessed valuation of the District for the current year. The assessed valuation of the District for tax collection in 2023 is \$4,193,380.00.

8. Current year budget including a description of Public Improvements to be constructed in such year. The current status of the financial condition is reflected in the adopted 2023 budget, which is attached as **Exhibit A** for your reference.

9. Audit of the District financial statements for the year ending December 31 of the previous year, prepared in accordance with generally accepted accounting principles of audit exemption, if applicable. The 2022 audit will be provided upon completion.

10. Notice of any uncured events of default by the District, which continue beyond a ninety (90) day period, under any Debt instrument. There were no events of default which continued beyond a ninety (90) day period, under any Debt instrument during the fiscal year ending on December 31, 2022.

11. Any inability of the District to pay their obligations as they come due, in accordance with the terms of such obligations, which continue beyond a ninety (90) day period. There was no inability of the District to pay its obligations as they came due, in accordance with the terms of such obligations, which continued beyond a ninety (90) day period during the year ending December 31, 2022.

The foregoing filing and accompanying exhibits are submitted the 19th day of May 2023.

**FALLBROOK VILLAS
METROPOLITAN DISTRICT**

By: */s/ Lisa Mayers*, District Attorney

EXHIBIT A
BUDGET

**RESOLUTION
TO ADOPT 2023 BUDGET, APPROPRIATE SUMS OF MONEY,
AND AUTHORIZE THE CERTIFICATION OF THE TAX LEVY
FALLBROOK VILLAS METROPOLITAN DISTRICT**

A RESOLUTION SUMMARIZING REVENUES AND EXPENDITURES FOR EACH FUND, ADOPTING A BUDGET, LEVYING GENERAL PROPERTY TAXES FOR THE YEAR 2023 TO HELP DEFRAY THE COSTS OF GOVERNMENT, AND APPROPRIATING SUMS OF MONEY TO THE VARIOUS FUNDS IN THE AMOUNTS AND FOR THE PURPOSES SET FORTH HEREIN FOR THE FALLBROOK VILLAS METROPOLITAN DISTRICT, ADAMS COUNTY, COLORADO, FOR THE CALENDAR YEAR BEGINNING ON THE FIRST DAY OF JANUARY, 2023, AND ENDING ON THE LAST DAY OF DECEMBER, 2023,

WHEREAS, the Board of Directors of the Fallbrook Villas Metropolitan District has authorized its consultants to prepare and submit a proposed budget to said governing body at the proper time; and

WHEREAS, the proposed budget has been submitted to the Board of Directors of the District for its consideration; and

WHEREAS, upon due and proper notice, published or posted in accordance with the law, said proposed budget was available for inspection by the public at a designated public office, a public hearing was held on December 1, 2022 and interested electors were given the opportunity to file or register any objections to said proposed budget; and

WHEREAS, whatever increases may have been made in the expenditures, like increases were added to the revenues or planned to be expended from reserves or fund balances so that the budget remains in balance, as required by law; and

WHEREAS, the amount of money necessary to balance the budget for general operating purposes from property tax revenue is \$ 101,157 ; and

WHEREAS, the Board of Directors finds that it is required to temporarily lower the operating mill levy to render a refund for \$ 0.00 ; and

WHEREAS, the amount of money necessary to balance the budget for voter-approved bonds and interest is \$ 233,420 ; and

WHEREAS, the amount of money necessary to balance the budget for contractual obligation purposes from property tax revenue as approved by voters from property tax revenue is \$ 0.00 ; and

WHEREAS, the amount of money necessary to balance the budget for capital expenditure purposes from property tax revenue as approved by voters or at public hearing is \$ 0.00 ; and

WHEREAS, the amount of money necessary to balance the budget for refunds/abatements is \$ 0.00; and

WHEREAS, the 2022 valuation for assessment for the District as certified by the County Assessor of Adams County is \$ 4,193,380; and

WHEREAS, at an election held on November 3, 2015, the District has eliminated the revenue and expenditure limitations imposed on governmental entities by Article X, Section 20 of the Colorado Constitution and Section 29-1-301, C.R.S., as amended.

NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF DIRECTORS OF THE FALLBROOK VILLAS METROPOLITAN DISTRICT OF ADAMS COUNTY, COLORADO:

Section 1. Adoption of Budget. That the budget as submitted, and attached hereto and incorporated herein by this reference, and if amended, then as amended, is hereby approved and adopted as the budget of the Fallbrook Villas Metropolitan District for calendar year 2023.

Section 2. Budget Revenues. That the estimated revenues for each fund as more specifically set out in the budget attached hereto are accepted and approved.

Section 3. Budget Expenditures. That the estimated expenditures for each fund as more specifically set out in the budget attached hereto are accepted and approved.

Section 4. Levy of General Property Taxes. That the Board of Directors does hereby certify the levy of general property taxes for collection in 2023 as follows:

A. Levy for General Operating and Other Expenses. That for the purposes of meeting all general operating expense of the District during the 2023 budget year, there is hereby levied a tax of 24.123 mills upon each dollar of the total valuation of assessment of all taxable property within the District for the year 2022.

B. Temporary Tax Credit or Rate Reduction. That pursuant to Section 39-1-111.5, C.R.S. for the purposes of effect of a refund for the purposes set forth in Section 20 of Article X of the Colorado Constitution, there is hereby certified a temporary property tax credit or temporary mill levy rate reduction of 0.000 mills upon each dollar of the total valuation of assessment of all taxable property within the boundaries of the District for the year 2022.

C. Levy for General Obligation Bonds and Interest. That for the purposes of meeting all debt retirement expense of the District during the 2023 budget year, as the funding requirements of the current outstanding general obligation indebtedness is detailed in the following "Certification of Tax Levies," there is hereby levied a tax of 55.664 mills upon each dollar of the total valuation for assessment of all taxable property within the District for the year 2022.

D. Levy for Contractual Obligations. That for the purposes of meeting the contractual obligation expense of the District during the 2023 budget year, as detailed in the following "Certification of Tax Levies," there is hereby levied a tax of 0.000 mills upon each dollar of the total valuation for assessment of all taxable property within the District for the year 2022.

E. Levy for Capital Expenditures. That for the purposes of meeting all capital expenditures of the District during the 2023 budget year pursuant to Section 29-1-301(1.2) or 29-1-302(1.5), C.R.S., there is hereby levied a tax of 0.000 mills upon each dollar of the total valuation of assessment of all taxable property within the boundaries of the District for the year 2022.

F. Levy for Refunds/Abatements. That for the purposes of recoupment of refunds/abatements of taxes pursuant to Section 39-10-114(1)(a)(I)(B), C.R.S., there is hereby levied a tax of 0.000 mills upon each dollar of the total valuation of assessment of all taxable property within the boundaries of the District for the year 2022.

Section 5. Property Tax and Fiscal Year Spending Limits. That, being fully informed, the Board finds that the foregoing budget and mill levies do not result in a violation of any applicable property tax or fiscal year spending limitation.

Section 6. Certification. That the appropriate officers of the District are hereby authorized and directed to certify by December 15, 2022, to the Board of County Commissioners of Adams County, Colorado, the mill levies for the District herein above determined and set, or be authorized and directed to certify to the Board of County Commissioners of Adams County, Colorado, as herein above determined and set, but as recalculated as needed upon receipt of the final certification of valuation from the County Assessor on or about December 10, 2022 in order to comply with any applicable revenue and other budgetary limits or to implement the intent of the District. That said certification shall be in substantially the form set out and attached hereto and incorporated herein by this reference.

Section 7. Appropriations. That the amounts set forth as expenditures and balances remaining, as specifically allocated in the budget attached hereto, are hereby appropriated from the revenue of each fund, to each fund, for the purposes stated and no other.

[remainder of page intentionally left blank; signature page follows]

ADOPTED this 1st day of December, 2022.

FALLBROOK VILLAS METROPOLITAN
DISTRICT

By: 
President

ATTEST:

By: 
Treasurer

FALLBROOK VILLAS METROPOLITAN DISTRICT
2023
BUDGET MESSAGE

Attached please find a copy of the adopted 2023 budget for the Fallbrook Villas Metropolitan District.

The Fallbrook Villas Metropolitan District has adopted two separate funds, a General Fund to provide for general operating and maintenance expenditures; a Debt Service Fund to provide for payments on the proposed General Obligation Bonds.

The district's accountants have utilized the modified accrual basis of accounting and the budget has been adopted after proper postings, publications and public hearing.

The primary sources of revenue for the district in 2023 will be tax revenues. The district intends to impose a 79.787 mill levy on all property within the district for 2023, of which 24.123 mills will be dedicated to the General Fund and the balance of 55.664 mills will be allocated to the Debt Service Fund.

Fallbrook Villas Metropolitan District
Proposed Budget
General Fund
For the Year Ended December 31, 2023

	Actual <u>2021</u>	Adopted Budget <u>2022</u>	Actual <u>9/30/2022</u>	Estimate <u>2022</u>	Adopted Budget <u>2023</u>
Beginning fund balance	\$ (40,092)	\$ -	\$ (18,696)	\$ (18,696)	\$ (8,338)
Revenues:					
Property taxes	65,774	102,530	102,031	102,530	101,162
Ownership taxes	3,034	7,177	5,287	7,000	7,081
Transfer from Capital Projects	-	7,065	6,759	6,759	-
Developer advance	59,292	-	7,250	7,250	-
Miscellaneous income	45	500	821	1,000	1,000
Total revenues	<u>128,145</u>	<u>117,272</u>	<u>122,148</u>	<u>124,539</u>	<u>109,243</u>
Total funds available	<u>88,053</u>	<u>117,272</u>	<u>103,452</u>	<u>105,843</u>	<u>100,905</u>
Expenditures:					
Accounting	6,735	7,000	5,672	7,000	7,000
Audit	4,850	5,000	5,100	5,100	5,100
Legal	7,753	8,000	25,416	28,000	8,000
Election expense	-	-	4,771	4,771	5,000
Insurance	3,426	4,200	3,672	3,672	4,200
Management	12,283	12,500	9,856	13,000	12,500
Landscape maintenance	31,178	25,000	28,881	30,000	25,000
Landscape improvements	-	3,000	-	-	3,000
Snow removal	38,990	30,000	11,430	13,000	15,000
Other maintenance	-	2,500	440	600	2,500
Utilities	393	5,000	685	1,000	2,500
Miscellaneous	154	500	6,395	6,500	500
Treasurer's fees	987	1,538	1,532	1,538	1,517
Contingency	-	9,907	-	-	6,333
Emergency reserve	-	3,127	-	-	2,755
Total expenditures	<u>106,749</u>	<u>117,272</u>	<u>103,850</u>	<u>114,181</u>	<u>100,905</u>
Ending fund balance	<u>\$ (18,696)</u>	<u>\$ -</u>	<u>\$ (398)</u>	<u>\$ (8,338)</u>	<u>\$ -</u>
Assessed value		<u>4,250,300</u>			<u>4,193,610</u>
Mill levy		<u>24.123</u>			<u>24.123</u>

**Fallbrook Villas Metropolitan District
Proposed Budget
Capital Projects Fund
For the Year Ended December 31, 2023**

	Actual <u>2021</u>	Adopted Budget <u>2022</u>	Actual <u>9/30/2022</u>	Estimate <u>2022</u>	Adopted Budget <u>2023</u>
Beginning fund balance	\$ 7,065	\$ 7,065	\$ 7,065	\$ 7,065	\$ -
Revenues:					
Bond proceeds 2019A	-	-	-	-	-
Bond proceeds 2019B	-	-	-	-	-
Developer advances	-	-	-	-	-
Interest income	-	-	-	-	-
Miscellaneous income	-	-	-	-	-
Total revenues	-	-	-	-	-
Total funds available	<u>7,065</u>	<u>7,065</u>	<u>7,065</u>	<u>7,065</u>	-
Expenditures:					
Legal	-	-	306	306	-
District management	-	-	-	-	-
Engineering	-	-	-	-	-
Bond issuance costs	-	-	-	-	-
Transfer to Debt Service-Reserve	-	-	-	-	-
Transfer to Debt Service-Cap Interest	-	-	-	-	-
Developer Adv Pmt - Principle	-	-	-	-	-
Developer Adv Pmt - Interest	-	-	-	-	-
Transfer to General Fund	-	7,065	6,759	6,759	-
Contingency	-	-	-	-	-
Total expenditures	-	<u>7,065</u>	<u>7,065</u>	<u>7,065</u>	-
Ending fund balance	<u>\$ 7,065</u>	<u>\$ -</u>	<u>\$ -</u>	<u>\$ -</u>	<u>\$ -</u>

**Fallbrook Villas Metropolitan District
Proposed Budget
Debt Service Fund
For the Year Ended December 31, 2023**

	Actual <u>2021</u>	Adopted Budget <u>2022</u>	Actual <u>9/30/2022</u>	Estimate <u>2022</u>	Adopted Budget <u>2023</u>
Beginning fund balance	\$ 275,439	\$ 301,134	\$ 298,865	\$ 298,865	\$ 396,143
Revenues:					
Property taxes	151,775	236,589	235,438	236,589	233,433
Specific ownership taxes	7,002	16,561	12,201	16,000	16,340
Interest income	190	300	2,729	1,500	300
Transfer from capital projects	-	-	-	-	-
Total revenues	<u>158,967</u>	<u>253,450</u>	<u>250,368</u>	<u>254,089</u>	<u>250,073</u>
Total funds available	<u>434,406</u>	<u>554,584</u>	<u>549,233</u>	<u>552,954</u>	<u>646,216</u>
Expenditures:					
Interest expense - 2019A Bonds	126,263	126,262	63,131	126,262	125,213
Principal - 2019A Bonds	-	20,000	-	20,000	20,000
Interest expense - 2019B Bonds	-	-	-	-	57,178
Treasurer's fees	2,278	3,549	3,534	3,549	3,501
Trustee / paying agent fees	7,000	7,000	7,000	7,000	7,000
Total expenditures	<u>135,541</u>	<u>156,811</u>	<u>73,665</u>	<u>156,811</u>	<u>212,892</u>
Ending fund balance	<u>\$ 298,865</u>	<u>\$ 397,773</u>	<u>\$ 475,568</u>	<u>\$ 396,143</u>	<u>\$ 433,325</u>
Assessed valuation		<u>4,250,300</u>			<u>4,193,610</u>
Mill Levy		<u>55.664</u>			<u>55.664</u>
Total Mill Levy		<u>79.787</u>			<u>79.787</u>

CERTIFICATION OF TAX LEVIES for NON-SCHOOL Governments

TO: County Commissioners¹ of Adams County, Colorado.

On behalf of the Fallbrook Villas Metropolitan District,
(taxing entity)^A

the Board of Directors,
(governing body)^B

of the Fallbrook Villas Metropolitan District,
(local government)^C

Hereby officially certifies the following mills to be levied against the taxing entity's GROSS \$ 4,193,380 assessed valuation of: (GROSS^D assessed valuation, Line 2 of the Certification of Valuation Form DLG 57^E)

Note: If the assessor certified a NET assessed valuation (AV) different than the GROSS AV due to a Tax Increment Financing (TIF) Area^F the tax levies must be calculated using the NET AV. The taxing entity's total property tax revenue will be derived from the mill levy multiplied against the NET assessed valuation of: \$ 4,193,380 (NET^G assessed valuation, Line 4 of the Certification of Valuation Form DLG 57)
USE VALUE FROM FINAL CERTIFICATION OF VALUATION PROVIDED BY ASSESSOR NO LATER THAN DECEMBER 10

Submitted: 12/13/2022 for budget/fiscal year 2023.
(not later than Dec. 15) (mm/dd/yyyy) (yyyy)

PURPOSE (see end notes for definitions and examples)	LEVY ²	REVENUE ²
1. General Operating Expenses ^H	24.123 mills	\$ 101,157
2. <Minus> Temporary General Property Tax Credit/ Temporary Mill Levy Rate Reduction ^I	< > mills	\$ < >
SUBTOTAL FOR GENERAL OPERATING:	24.123 mills	\$ 101,157
3. General Obligation Bonds and Interest ^J	55.664 mills	\$ 233,420
4. Contractual Obligations ^K	_____ mills	\$ _____
5. Capital Expenditures ^L	_____ mills	\$ _____
6. Refunds/Abatements ^M	_____ mills	\$ _____
7. Other ^N (specify): _____	_____ mills	\$ _____
_____	_____ mills	\$ _____
TOTAL: [Sum of General Operating Subtotal and Lines 3 to 7]	79.787 mills	\$ 334,577

Contact person: Diane K Wheeler Daytime phone: (303) 689-0833

Signed: Diane K Wheeler Title: District Accountant

Include one copy of this tax entity's completed form when filing the local government's budget by January 31st, per 29-1-115 C.R.S., with the Division of Local Government (DLG), Room 521, 1313 Sherman Street, Denver, CO 80203. Questions? Call DLG at (303) 866-2156.

¹ If the taxing entity's boundaries include more than one county, you must certify the levies to each county. Use a separate form for each county and certify the same levies uniformly to each county per Article X, Section 3 of the Colorado Constitution.
² Levies must be rounded to three decimal places and revenue must be calculated from the total NET assessed valuation (Line 4 of Form DLG57 on the County Assessor's final certification of valuation).

CERTIFICATION OF TAX LEVIES, continued

THIS SECTION APPLIES TO TITLE 32, ARTICLE 1 SPECIAL DISTRICTS THAT LEVY TAXES FOR PAYMENT OF GENERAL OBLIGATION DEBT (32-1-1603 C.R.S.). Taxing entities that are

Special Districts or Subdistricts of Special Districts must certify separate mill levies and revenues to the Board of County Commissioners, one each for the funding requirements of each debt (32-1-1603, C.R.S.) Use additional pages as necessary. The Special District's or Subdistrict's total levies for general obligation bonds and total levies for contractual obligations should be recorded on Page 1, Lines 3 and 4 respectively.

CERTIFY A SEPARATE MILL LEVY FOR EACH BOND OR CONTRACT:

BONDS^J:

- | | | |
|----|-------------------|---|
| 1. | Purpose of Issue: | \$2,405,000 Limited Tax (Convertible to Unlimited Tax) General Obligation Bonds |
| | Series: | 2019A |
| | Date of Issue: | February 7, 2019 |
| | Coupon Rate: | 5.250% |
| | Maturity Date: | December 1, 2049 |
| | Levy: | 55.664 |
| | Revenue: | \$233,420 |
| | | |
| 2. | Purpose of Issue: | \$398,000 Subordinate Limited Tax General Obligation Bonds |
| | Series: | 2019B |
| | Date of Issue: | February 7, 2019 |
| | Coupon Rate: | 7.750% |
| | Maturity Date: | December 15, 2049 |
| | Levy: | 0.000 |
| | Revenue: | \$0 |

CONTRACTS^K:

- | | | |
|----|----------------------|--|
| 3. | Purpose of Contract: | |
| | Title: | |
| | Date: | |
| | Principal Amount: | |
| | Maturity Date: | |
| | Levy: | |
| | Revenue: | |
| | | |
| 4. | Purpose of Contract: | |
| | Title: | |
| | Date: | |
| | Principal Amount: | |
| | Maturity Date: | |
| | Levy: | |
| | Revenue: | |

Use multiple copies of this page as necessary to separately report all bond and contractual obligations per 32-1-1603, C.R.S.