

THE VILLAS AT EASTLAKE RESERVOIR METROPOLITAN DISTRICT

2019 ANNUAL REPORT

TO

THE CITY OF THORNTON

Pursuant to the Service Plan of The Villas at Eastlake Reservoir Metropolitan District, the District is required to submit an annual report to the City of Thornton within six months of the close of the fiscal year. This report is submitted to the City of Thornton with regard to the following matters:

1. Boundary changes made or proposed to the District's boundary as of December 31.

There were no changes or proposed changes to the boundaries.

2. Intergovernmental Agreements with other governmental entities either entered into or proposed as of December 31 of the prior year.

No IGAs were entered into or proposed during 2019.

3. Copies of the District's rules and regulations, if any, as of December 31.

The District has yet to adopt rules and regulations.

4. A summary of any litigation which involves the District Public Improvements as of December 31.

To the District's actual knowledge, based on review of the court records in Adams County, there is no litigation involving the District as of December 31, 2019.

5. Status of the District's construction of the Public Improvements as of December 31.

Construction of public improvements was performed by the developer and the District issued its Series 2016 Bonds to finance the cost of the improvements and made reimbursement to the developer for certified costs in 2017 and 2018.

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.

Construction and dedication previously completed..

7. The assessed valuation of the District for the current report year.

Taxable assessed valuation for 2019: \$3,745,260.

8. Current report year budget including a description of the Public Improvements to be constructed in such year.

2019 budget attached. No additional public improvements were budgeted for construction in 2019.

9. Audit of the District's financial statements, for the year ending December 31 of the previous year, prepared in accordance with generally accepted accounting principles or audit exemption, if applicable.

The previous year's (2018) audit is attached.

10. Notice of any uncured events of default by the District, which continue beyond a ninety (90) day period, under any Debt instrument.

None.

11. Any inability of the District to pay its obligations as they come due, in accordance with the terms of such obligations, which continue beyond a ninety (90) day period.

None.

Attachments: 2019 Budget and 2018 Audit

VILLAS AT EASTLAKE RESERVOIR METROPOLITAN DISTRICT
2019
BUDGET MESSAGE

Attached please find a copy of the adopted 2019 budget for the Villas at Eastlake Reservoir Metropolitan District.

The Villas at Eastlake Reservoir Metropolitan District has adopted three funds, a General Fund to provide for the payment of general operating expenditures; a Capital Project Fund to provide for the estimated infrastructure costs that are to be built for the benefit of the District; and a Debt Service Fund to provide for payments on the outstanding general obligation debt.

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 2019 will be developer advances and property taxes. The District intends to impose a mill levy of 65.277 mills on all property within the District for 2019, of which 10.000 mills will be dedicated to the General Fund and the balance of 55.277 mills will be allocated to the Debt Service Fund.

Villas at Eastlake Reservoir Metropolitan District
Adopted Budget
General Fund
For the Year ended December 31, 2019

	Actual <u>2017</u>	Adopted Budget <u>2018</u>	Actual <u>6/30/2018</u>	Estimate <u>2018</u>	Adopted Budget <u>2019</u>
Beginning fund balance	\$ 4,344	\$ -	\$ -	\$ -	\$ 9,500
Revenues:					
Property taxes	3,387	15,706	15,613	15,706	24,795
Ownership taxes	323	1,256	568	1,400	1,984
Developer advances	15,422	27,621	7,331	38,369	8,721
Interest/other income	<u>2</u>	<u>-</u>	<u>-</u>	<u>-</u>	<u>-</u>
Total revenues	<u>19,134</u>	<u>44,583</u>	<u>23,512</u>	<u>55,475</u>	<u>35,500</u>
Total funds available	<u>23,478</u>	<u>44,583</u>	<u>23,512</u>	<u>55,475</u>	<u>45,000</u>
Expenditures:					
Legal	12,394	20,000	15,816	30,000	20,000
Accounting and audit	7,978	8,000	2,223	10,500	6,000
Insurance	3,031	3,000	2,782	2,782	3,000
Miscellaneous	24	1,000	100	100	100
Treasurer's fees	51	236	234	236	372
Transfer to Capital Fund	-	-	2,357	2,357	-
Contingency	-	11,380	-	-	14,644
Emergency reserve	<u>-</u>	<u>967</u>	<u>-</u>	<u>-</u>	<u>884</u>
Total expenditures	<u>23,478</u>	<u>44,583</u>	<u>23,512</u>	<u>45,975</u>	<u>45,000</u>
Ending fund balance	<u>\$ -</u>	<u>\$ -</u>	<u>\$ -</u>	<u>\$ 9,500</u>	<u>\$ -</u>
Assessed value	<u>338,700</u>	<u>1,570,560</u>			<u>2,479,520</u>
Mill levy	<u>10.000</u>	<u>10.000</u>			<u>10.000</u>

Villas at Eastlake Reservoir Metropolitan District
Adopted Budget
Capital Project Fund
For the Year ended December 31, 2019

	Actual <u>2017</u>	Adopted Budget <u>2018</u>	Actual <u>6/30/2018</u>	Estimate <u>2018</u>	Adopted Budget <u>2019</u>
Beginning fund balance	\$ 2,058,665	\$ 452,285	\$ 450,859	\$ 450,859	\$ 2,143
Revenues:					
Transfer from General Fund	-	-	2,199	2,199	
Interest income	<u>5,369</u>	<u>1,000</u>	<u>2,357</u>	<u>4,500</u>	<u>100</u>
Total revenues	<u>5,369</u>	<u>1,000</u>	<u>4,556</u>	<u>6,699</u>	<u>100</u>
Total funds available	<u>2,064,034</u>	<u>453,285</u>	<u>455,415</u>	<u>457,558</u>	<u>2,243</u>
Expenditures:					
Capital Improvements	1,609,160	453,285	455,415	455,415	2,243
Engineering Cost	1,995	-	-	-	-
Issuance costs	<u>2,020</u>	<u>-</u>	<u>-</u>	<u>-</u>	<u>-</u>
Total expenditures	<u>1,613,175</u>	<u>453,285</u>	<u>455,415</u>	<u>455,415</u>	<u>2,243</u>
Ending fund balance	<u>\$ 450,859</u>	<u>\$ -</u>	<u>\$ -</u>	<u>\$ 2,143</u>	<u>\$ -</u>

Villas at Eastlake Reservoir Metropolitan District
Adopted Budget
Debt Service Fund
For the Year ended December 31, 2019

	Actual <u>2017</u>	Adopted Budget <u>2018</u>	Actual <u>6/30/2018</u>	Estimate <u>2018</u>	Adopted Budget <u>2019</u>
Beginning fund balance	\$ 305,220	193,608	\$ 194,843	\$ 194,843	193,608
Revenues:					
Property taxes	16,935	86,815	86,307	86,815	137,061
Ownership taxes	1,614	8,683	3,140	8,683	13,706
Transfer from Capital Project	-	-	-	-	-
Interest income	<u>2,620</u>	<u>63</u>	<u>1,342</u>	<u>3,000</u>	<u>4,000</u>
Total revenues	<u>21,169</u>	<u>95,561</u>	<u>90,789</u>	<u>98,498</u>	<u>154,767</u>
Total funds available	<u>326,389</u>	<u>289,169</u>	<u>285,632</u>	<u>293,341</u>	<u>348,375</u>
Expenditures:					
Bond interest	131,292	139,425	69,713	139,425	139,425
Bond principal	-	-	-	-	-
Paying agent fees	-	-	5,500	-	-
Treasurer's fees	<u>254</u>	<u>1,302</u>	<u>1,295</u>	<u>1,302</u>	<u>2,056</u>
Total expenditures	<u>131,546</u>	<u>140,727</u>	<u>76,508</u>	<u>140,727</u>	<u>141,481</u>
Ending fund balance	<u>\$ 194,843</u>	<u>148,442</u>	<u>\$ 209,124</u>	<u>\$ 152,614</u>	<u>206,894</u>
Assessed value	<u>338,700</u>	<u>1,570,560</u>			<u>2,479,520</u>
Mill levy	<u>50.000</u>	<u>55.277</u>			<u>55.277</u>
Total levy	<u>60.000</u>	<u>65.277</u>			<u>65.277</u>

CERTIFICATION OF TAX LEVIES for NON-SCHOOL Governments

TO: County Commissioners¹ of Adams County, Colorado.

On behalf of the The Villas at Eastlake Reservoir Metropolitan District,
(taxing entity)^A

the Board of Directors
(governing body)^B

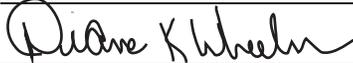
of the The Villas at Eastlake Reservoir Metropolitan District
(local government)^C

Hereby officially certifies the following mills to be levied against the taxing entity's GROSS \$ 2,479,520 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: \$ 2,479,520 (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: _____ for budget/fiscal year 2019.
(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	<u>10.000</u> mills	\$ <u>24,795</u>
2. <Minus> Temporary General Property Tax Credit/ Temporary Mill Levy Rate Reduction ^I	< _____ > mills	\$ < _____ >
SUBTOTAL FOR GENERAL OPERATING:	10.000 mills	\$ 24,795
3. General Obligation Bonds and Interest ^J	<u>55.277</u> mills	\$ <u>137,061</u>
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]	65.277 mills	\$ 161,856

Contact person: (print) Diane K Wheeler Daytime phone: (303) 689-0833
Signed:  Title: District Accountant

Include one copy of this tax entity's completed form when filing the local government's budget by January 31st, per 29-1-113 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: | \$2,145,000 General Obligation (Limited Tax Convertible to Unlimited Tax) Bonds |
| | Series: | 2016A |
| | Date of Issue: | December 22, 2016 |
| | Coupon Rate: | 6.500% |
| | Maturity Date: | December 1, 2046 |
| | Levy: | 55.277 |
| | Revenue: | \$137,061 |
| <hr/> | | |
| 2. | Purpose of Issue: | \$355,000 Subordinate General Obligation Limited Tax Bonds |
| | Series: | 2016B |
| | Date of Issue: | December 22, 2016 |
| | Coupon Rate: | 8.000% |
| | Maturity Date: | December 15, 2046 |
| | Levy: | 0.000 |
| | Revenue: | \$0 |

CONTRACTS^K:

- | | | |
|-------|----------------------|-------|
| 3. | Purpose of Contract: | _____ |
| | Title: | _____ |
| | Date: | _____ |
| | Principal Amount: | _____ |
| | Maturity Date: | _____ |
| | Levy: | _____ |
| | Revenue: | _____ |
| <hr/> | | |
| 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.

Notes:

^A **Taxing Entity**—A jurisdiction authorized by law to impose ad valorem property taxes on taxable property located within its territorial limits (please see notes B, C, and H below). For purposes of the DLG 70 only, a taxing entity is also a geographic area formerly located within a *taxing entity's* boundaries for which the county assessor certifies a valuation for assessment and which is responsible for payment of its share until retirement of financial obligations incurred by the *taxing entity* when the area was part of the *taxing entity*. For example: an area of excluded property formerly within a special district with outstanding general obligation debt at the time of the exclusion or the area located within the former boundaries of a dissolved district whose outstanding general obligation debt service is administered by another local government^C.

^B **Governing Body**—The board of county commissioners, the city council, the board of trustees, the board of directors, or the board of any other entity that is responsible for the certification of the *taxing entity's* mill levy. For example: the board of county commissioners is the governing board ex officio of a county public improvement district (PID); the board of a water and sanitation district constitutes ex officio the board of directors of the water subdistrict.

^C **Local Government** - For purposes of this line on Page 1 of the DLG 70, the local government is the political subdivision under whose authority and within whose boundaries the *taxing entity* was created. The local government is authorized to levy property taxes on behalf of the *taxing entity*. For example, for the purposes of this form:

1. a municipality is both the local government and the *taxing entity* when levying its own levy for its entire jurisdiction;
2. a city is the local government when levying a tax on behalf of a business improvement district (BID) *taxing entity* which it created and whose city council is the BID board;
3. a fire district is the local government if it created a subdistrict, the *taxing entity*, on whose behalf the fire district levies property taxes.
4. a town is the local government when it provides the service for a dissolved water district and the town board serves as the board of a dissolved water district, the *taxing entity*, for the purpose of certifying a levy for the annual debt service on outstanding obligations.

^D **GROSS Assessed Value** - There will be a difference between gross assessed valuation and net assessed valuation reported by the county assessor only if there is a “tax increment financing” entity (see below), such as a downtown development authority or an urban renewal authority, within the boundaries of the *taxing entity*. The board of county commissioners certifies each *taxing entity's* total mills upon the *taxing entity's* Gross Assessed Value found on Line 2 of Form DLG 57.

^E **Certification of Valuation by County Assessor, Form DLG 57** - The county assessor(s) uses this form (or one similar) to provide valuation for assessment information to a *taxing entity*. The county assessor must provide this certification no later than August 25th each year and may amend it, one time, prior to December 10th.

^F **TIF Area**—A downtown development authority (DDA) or urban renewal authority (URA), may form plan areas that use “tax increment financing” to derive revenue from increases in assessed valuation (gross minus net, Form DLG 57 Line 3) attributed to the activities/improvements within the plan area. The DDA or URA receives the differential revenue of each overlapping *taxing entity's* mill levy applied against the *taxing entity's* gross assessed value after subtracting the *taxing entity's* revenues derived from its mill levy applied against the net assessed value.

^G **NET Assessed Value**—The total taxable assessed valuation from which the *taxing entity* will derive revenues for its uses. It is found on Line 4 of Form DLG 57.

^H **General Operating Expenses (DLG 70 Page 1 Line 1)**—The levy and accompanying revenue reported on Line 1 is for general operations and includes, in aggregate, all levies for and revenues raised by a *taxing entity* for purposes not lawfully exempted and detailed in Lines 3 through 7 on Page 1 of the DLG 70. For example: a fire pension levy is included in general operating expenses, unless the pension is voter-approved, if voter-approved, use Line 7 (Other).

^I Temporary Tax Credit for Operations (DLG 70 Page 1 Line 2)—The Temporary General Property Tax Credit/ Temporary Mill Levy Rate Reduction of 39-1-111.5, C.R.S. may be applied to the *taxing entity*'s levy for general operations to effect refunds. Temporary Tax Credits (TTCs) are not necessary for other types of levies (non-general operations) certified on this form because these levies are adjusted from year to year as specified by the provisions of any contract or schedule of payments established for the payment of any obligation incurred by the *taxing entity* per 29-1-301(1.7), C.R.S., or they are certified as authorized at election per 29-1-302(2)(b), C.R.S.

^J General Obligation Bonds and Interest (DLG 70 Page 1 Line 3)—Enter on this line the total levy required to pay the annual debt service of all general obligation bonds. Per 29-1-301(1.7) C.R.S., the amount of revenue levied for this purpose cannot be greater than the amount of revenue required for such purpose as specified by the provisions of any contract or schedule of payments. Title 32, Article 1 Special districts and subdistricts must complete Page 2 of the DLG 70.

^K Contractual Obligation (DLG 70 Page 1 Line 4)—If repayment of a contractual obligation with property tax has been approved at election and it is not a general obligation bond (shown on Line 3), the mill levy is entered on this line. Per 29-1-301(1.7) C.R.S., the amount of revenue levied for this purpose cannot be greater than the amount of revenue required for such purpose as specified by the provisions of any contract or schedule of payments.

^L Capital Expenditures (DLG 70 Page 1 Line 5)—These revenues are not subject to the statutory property tax revenue limit if they are approved by counties and municipalities through public hearings pursuant to 29-1-301(1.2) C.R.S. and for special districts through approval from the Division of Local Government pursuant to 29-1-302(1.5) C.R.S. or for any *taxing entity* if approved at election. Only levies approved by these methods should be entered on Line 5.

^M Refunds/Abatements (DLG 70 Page 1 Line 6)—The county assessor reports on the Certification of Valuation (DLG 57 Line 11) the amount of revenue from property tax that the local government did not receive in the prior year because taxpayers were given refunds for taxes they had paid or they were given abatements for taxes originally charged to them due to errors made in their property valuation. The local government was due the tax revenue and would have collected it through an adjusted mill levy if the valuation errors had not occurred. Since the government was due the revenue, it may levy, in the subsequent year, a mill to collect the refund/abatement revenue. An abatement/refund mill levy may generate revenues up to, but not exceeding, the refund/abatement amount from Form DLG 57 Line 11.

1. Please Note: If the *taxing entity* is in more than one county, as with all levies, the abatement levy must be uniform throughout the entity's boundaries and certified the same to each county. To calculate the abatement/refund levy for a *taxing entity* that is located in more than one county, first total the abatement/refund amounts reported by each county assessor, then divide by the *taxing entity*'s total net assessed value, then multiply by 1,000 and round down to the nearest three decimals to prevent levying for more revenue than was abated/refunded. This results in an abatement/refund mill levy that will be uniformly certified to all of the counties in which the *taxing entity* is located even though the abatement/refund did not occur in all the counties.

^N Other (DLG 70 Page 1 Line 7)—Report other levies and revenue not subject to 29-1-301 C.R.S. that were not reported above. For example: a levy for the purposes of television relay or translator facilities as specified in sections 29-7-101, 29-7-102, and 29-7-105 and 32-1-1005 (1) (a), C.R.S.; a voter-approved fire pension levy; a levy for special purposes such as developmental disabilities, open space, etc.

THE VILLAS AT EASTLAKE RESERVOIR METROPOLITAN DISTRICT

Financial Statements

Year Ended December 31, 2018

with

Independent Auditors' Report

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Board of Directors
The Villas at Eastlake Reservoir Metropolitan District
Adams County, Colorado

Independent Auditors' Report

Report on the Financial Statements

We have audited the accompanying financial statements of the governmental activities and each major fund of The Villas at Eastlake Reservoir Metropolitan District (the "District") as of and for the year ended December 31, 2018, and the related notes to the financial statements, which collectively comprise the District's basic financial statements, as listed in the table of contents.

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.

Auditor's 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 general accepted in the United States of America. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the 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 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 respective financial position of the governmental activities and each major fund of The Villas at Eastlake Reservoir Metropolitan District as of December 31, 2018, and the respective changes in financial position and the respective budgetary comparison for the general fund for the year then ended in accordance with accounting principles generally accepted in the United States of America.

Other Matters

Management has omitted the management's discussion and analysis that accounting principles generally accepted in the United States of America require to be presented to supplement the basic financial statements. Such missing information, 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. Our opinion on the basic financial statements is not affected by this missing information.

Our audit was conducted for the purpose of forming an opinion on the financial statements that collectively comprise the District's financial statements as a whole. The supplemental information as listed in the table of contents is presented for the purposes of legal compliance and additional analysis and is not a required part of the financial statements. The supplemental information is the responsibility of management and was derived from and relates directly to the underlying accounting and other records used to prepare the financial statements. The information has been subjected to the auditing procedures applied in the audit of the financial statements and certain additional procedures, including comparing and reconciling such information directly to the underlying accounting and other records used to prepare the financial statements or to the financial statements themselves, and other additional procedures in accordance with auditing standards generally accepted in the United States of America. In our opinion, the information is fairly stated in all material respects in relation to the financial statements as a whole.

The continuing disclosure annual financial information, as listed in the table of contents, has not been subject to the auditing procedures applied in the audit of the basic financial statements and, accordingly, we do not express an opinion or provide any assurance on them.

Stratagem PC
Certified Public Accountants
Lakewood, Colorado

September 18, 2019

The Villas at Eastlake Reservoir Metropolitan District

BALANCE SHEET/STATEMENT OF NET POSITION
GOVERNMENTAL FUNDS
December 31, 2018

	<u>General</u>	<u>Debt Service</u>	<u>Capital Projects</u>	<u>Total</u>	<u>Adjustments</u>	<u>Statement of Net Position</u>
ASSETS						
Cash and investments - restricted	\$ -	\$ 126,523	\$ -	\$ 126,523	\$ -	\$ 126,523
Receivable - County Treasurer	115	637	-	752	-	752
Property taxes receivable	24,795	137,061	-	161,856	-	161,856
Receivable - Developer	30,038	-	-	30,038	(24,028)	6,010
Due from other funds	-	23,532	-	23,532	-	23,532
Capital assets not being depreciated	-	-	-	-	2,066,570	2,066,570
Total Assets	\$ 54,948	\$ 287,753	\$ -	\$ 342,701	2,042,542	2,385,243
LIABILITIES						
Accounts payable	\$ 6,621	\$ -	\$ -	\$ 6,621	-	6,621
Accrued interest on bonds	-	-	-	-	71,473	71,473
Due to other funds	23,532	-	-	23,532	-	23,532
Long-term liabilities:						
Due in more than one year	-	-	-	-	2,586,004	2,586,004
Total Liabilities	30,153	-	-	30,153	2,657,477	2,687,630
DEFERRED INFLOWS OF RESOURCES						
Deferred property taxes	24,795	137,061	-	161,856	-	161,856
Total Deferred Inflows of Resources	24,795	137,061	-	161,856	-	161,856
FUND BALANCES/NET POSITION						
Fund Balances:						
Restricted:						
Emergencies	884	-	-	884	(884)	-
Debt service	-	150,692	-	150,692	(150,692)	-
Unassigned	(884)	-	-	(884)	884	-
Total Fund Balances	-	150,692	-	150,692	(150,692)	-
Total Liabilities, Deferred Inflows of Resources and Fund Balances	\$ 54,948	\$ 287,753	\$ -	\$ 342,701		
Net Position:						
Net investment in capital assets					(519,434)	(519,434)
Restricted for:						
Emergencies					884	884
Debt service					79,219	79,219
Unrestricted					(24,912)	(24,912)
Total Net Position					\$ (464,243)	\$ (464,243)

The notes to the financial statements are an integral part of these statements.

The Villas at Eastlake Reservoir Metropolitan District

STATEMENT OF REVENUES, EXPENDITURES AND
CHANGES IN FUND BALANCES/STATEMENT OF ACTIVITIES
GOVERNMENTAL FUNDS

For the Year Ended December 31, 2018

	<u>General</u>	<u>Debt Service</u>	<u>Capital Projects</u>	<u>Total</u>	<u>Adjustments</u>	<u>Statement of Activities</u>
EXPENDITURES						
Accounting	\$ 5,508	\$ -	\$ -	\$ 5,508	\$ -	\$ 5,508
Audit	3,500	-	-	3,500	-	3,500
Insurance	2,782	-	-	2,782	-	2,782
Legal	19,751	-	-	19,751	-	19,751
Miscellaneous expenses	1,400	-	-	1,400	-	1,400
Treasurer's fees	236	1,302	-	1,538	-	1,538
Bond interest expense	-	139,425	-	139,425	27,723	167,148
Paying agent fees	5,500	-	-	5,500	-	5,500
Capital improvements	-	-	455,415	455,415	(455,415)	-
Developer advances - interest	-	-	-	-	1,797	1,797
Total Expenditures	<u>38,677</u>	<u>140,727</u>	<u>455,415</u>	<u>634,819</u>	<u>(425,895)</u>	<u>208,924</u>
GENERAL REVENUES						
Property taxes	15,705	86,816	-	102,521	-	102,521
Specific ownership taxes	1,299	7,181	-	8,480	-	8,480
Interest income	<u>2</u>	<u>2,579</u>	<u>2,199</u>	<u>4,780</u>	<u>-</u>	<u>4,780</u>
Total General Revenues	<u>17,006</u>	<u>96,576</u>	<u>2,199</u>	<u>115,781</u>	<u>-</u>	<u>115,781</u>
EXCESS (DEFICIENCY) OF REVENUES OVER EXPENDITURES	<u>(21,671)</u>	<u>(44,151)</u>	<u>(453,216)</u>	<u>(519,038)</u>	<u>425,895</u>	<u>(93,143)</u>
OTHER FINANCING SOURCES (USES)						
Developer advances	24,028	-	-	24,028	(24,028)	-
Transfers in/(out)	<u>(2,357)</u>	<u>-</u>	<u>2,357</u>	<u>-</u>	<u>-</u>	<u>-</u>
Total Other Financing Sources (Uses)	<u>21,671</u>	<u>-</u>	<u>2,357</u>	<u>24,028</u>	<u>(24,028)</u>	<u>-</u>
NET CHANGES IN FUND BALANCES	-	(44,151)	(450,859)	(495,010)	495,010	
CHANGE IN NET POSITION					(93,143)	(93,143)
FUND BALANCES/NET POSITION:						
BEGINNING OF YEAR	<u>-</u>	<u>194,843</u>	<u>450,859</u>	<u>645,702</u>	<u>(1,016,802)</u>	<u>(371,100)</u>
END OF YEAR	<u>\$ -</u>	<u>\$ 150,692</u>	<u>\$ -</u>	<u>\$ 150,692</u>	<u>\$ (614,935)</u>	<u>\$ (464,243)</u>

The notes to the financial statements are an integral part of these statements.

The Villas at Eastlake Reservoir Metropolitan District

STATEMENT OF REVENUES, EXPENDITURES AND CHANGES IN FUND BALANCE - BUDGET AND ACTUAL - GENERAL FUND

For the Year Ended December 31, 2018

	Original & Final <u>Budget</u>	<u>Actual</u>	Variance Favorable <u>(Unfavorable)</u>
REVENUES			
Property taxes	\$ 15,706	\$ 15,705	\$ (1)
Specific ownership taxes	1,256	1,299	43
Interest income	<u>-</u>	<u>2</u>	<u>2</u>
Total Revenues	<u>16,962</u>	<u>17,006</u>	<u>44</u>
EXPENDITURES			
Accounting	4,500	5,508	(1,008)
Audit	3,500	3,500	-
Insurance	3,000	2,782	218
Legal	20,000	19,751	249
Miscellaneous expenses	1,000	1,400	(400)
Treasurer's fees	236	236	-
Paying agent fees	-	5,500	(5,500)
Contingency	11,380	-	11,380
Emergency reserve	<u>967</u>	<u>-</u>	<u>967</u>
Total Expenditures	<u>44,583</u>	<u>38,677</u>	<u>5,906</u>
EXCESS (DEFICIENCY) OF REVENUES OVER EXPENDITURES	<u>(27,621)</u>	<u>(21,671)</u>	<u>5,950</u>
OTHER FINANCING SOURCES (USES)			
Developer advances	27,621	24,028	(3,593)
Transfers in/(out)	<u>-</u>	<u>(2,357)</u>	<u>(2,357)</u>
Total Other Financing Sources (Uses)	<u>27,621</u>	<u>21,671</u>	<u>(5,950)</u>
NET CHANGE IN FUND BALANCE	-	-	-
FUND BALANCE:			
BEGINNING OF YEAR	<u>-</u>	<u>-</u>	<u>-</u>
END OF YEAR	<u>\$ -</u>	<u>\$ -</u>	<u>\$ -</u>

The notes to the financial statements are an integral part of these statements.

THE VILLAS AT EASTLAKE RESERVOIR METROPOLITAN DISTRICT

Notes to Financial Statements
December 31, 2018

Note 1: Summary of Significant Accounting Policies

The accounting policies of The Villas at Eastlake Reservoir Metropolitan District (“the District”), located in the City of Thornton, Adams County, Colorado, conform to the accounting principles generally accepted in the United States of America (“GAAP”) as applicable to governmental units. The Governmental Accounting Standards Board (“GASB”) is the accepted standard setting body for establishing governmental accounting and financial reporting principles. The following is a summary of the more significant policies consistently applied in the preparation of financial statements.

Definition of Reporting Entity

The District was organized on November 4, 2008, as a quasi-municipal organization established under the State of Colorado Special District Act. The District was established to provide for the planning, design, acquisition, construction, installation, relocation, redevelopment and financing of water, sanitation/storm sewer, street, safety protection, parks and recreation, transportation limited television relay and translation facilities, mosquito control, and limited fire protection services within the boundaries of the District to serve the future taxpayers and inhabitants of the District.

The District is to convey the completed public improvements, other than park and recreation improvements, to the City of Thornton or other appropriate jurisdiction or owners association for ongoing operation and maintenance. With the exception of park and recreation improvements, the District is not authorized to operate and maintain public improvements unless set forth in a separate agreement with the City.

The District's primary revenues are property taxes. The District is governed by an elected Board of Directors.

As required by GAAP, these financial statements present the activities of the District, which is legally separate and financially independent of other state and local governments. The District follows the GASB pronouncements which provide guidance for determining which governmental activities, organizations and functions should be included within the financial reporting entity. GASB sets forth the financial accountability of a governmental organization’s elected governing body as the basic criterion for including a possible component governmental organization in a primary government’s legal entity. Financial accountability includes, but is not limited to, appointment of a voting majority of the organization’s governing body, ability to impose its will on the organization, a potential for the organization to provide specific financial benefits or burdens and fiscal dependency. The pronouncements also require including a possible component unit if it would be misleading to exclude it.

THE VILLAS AT EASTLAKE RESERVOIR METROPOLITAN DISTRICT

Notes to Financial Statements December 31, 2018

The District is not financially accountable for any other organization. The District has no component units as defined by the GASB.

The District has no employees and all operations and administrative functions are contracted.

Basis of Presentation

The accompanying financial statements are presented per GASB Statement No. 34 - Special Purpose Governments.

The government-wide financial statements (i.e. the governmental funds balance sheet/statement of net position and the governmental funds statement of revenues, expenditures, and changes in fund balances/statement of activities) report information on all of the governmental activities of the District. The statement of net position reports all financial and capital resources of the District. The difference between the (a) assets and deferred outflows of resources and the (b) liabilities and deferred inflows of resources of the District is reported as net position. The statement of activities demonstrates the degree to which expenditures/expenses of the governmental funds are supported by general revenues. For the most part, the effect of interfund activity has been removed from these statements.

The statement of activities demonstrates the degree to which the direct and indirect expenses of a given function or segment are offset by program revenues. *Direct expenses* are those that are clearly identifiable with a specific function or segment. *Program revenues* include 1) charges to customers or applicants who purchase, use or directly benefit from goods, services, or privileges provided by a given function or segment and 2) grants and contributions that are restricted to meeting the operational or capital requirements of a particular function or segment. Taxes and other items not properly included among program revenues are reported instead as *general revenues*.

Major individual governmental funds are reported as separate columns in the fund financial statements.

Measurement Focus, Basis of Accounting and Financial Statement Presentation

The government-wide financial statements are reported using 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. Property taxes are recognized as revenues in the year for which they are collected.

THE VILLAS AT EASTLAKE RESERVOIR METROPOLITAN DISTRICT

Notes to Financial Statements December 31, 2018

Governmental fund financial statements are reported using the *current financial resources measurement focus* and the *modified accrual basis of accounting*. Revenues are recognized as soon as they are both measurable and available. Revenues are considered to be *available* when they are collectible within the current period or soon enough thereafter to pay liabilities of the current period. For this purpose, the District considers revenues to be available if they are collected within 60 days of the end of the current fiscal period. The material sources of revenue subject to accrual are property taxes and interest. Expenditures, other than interest on long-term obligations, are recorded when the liability is incurred, or the long-term obligation is paid.

The District reports the following major governmental funds:

General Fund - The General Fund is the general operating fund of the District. It is used to account for all financial resources not accounted for and reported in another fund.

Debt Service Fund – The Debt Service Fund is used to account for all financial resources that are restricted, committed or assigned to expenditures for principal, interest and other debt related costs.

Capital Projects Fund – The Capital Projects Fund is used to account for all financial resources that are restricted, committed or assigned to expenditures for capital outlays, including the acquisition or construction of capital facilities and other assets.

Budgetary Accounting

Budgets are adopted on a non-GAAP basis for the governmental funds. In accordance with the State Budget Law of Colorado, the District's Board of Directors holds public hearings in the fall of each year to approve the budget and appropriate the funds for the ensuing year. The District's Board of Directors can modify the budget by line item within the total appropriation without notification. The appropriation can only be modified upon completion of notification and publication requirements. The budget includes each fund on its basis of accounting unless otherwise indicated. The appropriation is at the total fund expenditures level and lapses at year end.

During 2018, the District amended its total appropriations in the Capital Fund from \$453,285 to \$457,558 primarily due to increased capital improvement expenses.

THE VILLAS AT EASTLAKE RESERVOIR METROPOLITAN DISTRICT

Notes to Financial Statements December 31, 2018

Assets, Liabilities, Deferred Outflows/Inflows of Resources and Net Position

Fair Value of Financial Instruments

The District's financial instruments include cash and cash equivalents, accounts receivable and accounts payable. The District estimates that the fair value of all financial instruments at December 31, 2018, does not differ materially from the aggregate carrying values of its financial instruments recorded in the accompanying balance sheet. The carrying amount of these financial instruments approximates fair value because of the short maturity of these instruments.

Deposits and Investments

The District's cash and cash equivalents are considered to be cash on hand and short-term investments with maturities of three months or less from the date of acquisition. Investments for the government are reported at fair value.

The District follows the practice of pooling cash and investments of all funds to maximize investment earnings. Except when required by trust or other agreements, all cash is deposited to and disbursed from a minimum number of bank accounts. Cash in excess of immediate operating requirements is pooled for deposit and investment flexibility. Investment earnings are allocated periodically to the participating funds based upon each fund's average equity balance in the total cash.

Estimates

The preparation of these financial statements in conformity with GAAP requires the District management to make estimates and assumptions that affect certain reported amounts and disclosures. Accordingly, actual results could differ from those estimates.

Deferred Outflows/Inflows of Resources

In addition to assets, the statement of financial position will sometimes report a separate section for deferred outflows of resources. This separate financial statement element, *deferred outflows of resources*, represents a consumption of net position that applies to a future period(s) and so will not be recognized as an outflow of resources (expense/expenditure) until then. The District has no items that qualify for reporting in this category.

In addition to liabilities, the statement of financial position will sometimes report a separate section for deferred inflows of resources. This separate financial statement element, *deferred inflows of resources*, represents an acquisition of net position that applies to a future period(s) and so will not be recognized as an inflow of resources (revenue) until that time. The District has one item that qualifies for reporting in this category. Deferred property taxes are deferred and recognized as an inflow of resources in the period that the amounts become available.

THE VILLAS AT EASTLAKE RESERVOIR METROPOLITAN DISTRICT

Notes to Financial Statements December 31, 2018

Capital Assets

Capital assets, which include property, plant, equipment and infrastructure assets (e.g. roads, bridges, sidewalks, and similar items), are reported in the applicable governmental activities columns in the government-wide financial statements. Capital assets are defined by the District as assets with an initial, individual cost of more than \$5,000 and an estimated useful life in excess of two years. Such assets are recorded at historical or estimated historical cost if purchased or constructed. Donated capital assets are recorded at acquisition value at the date of donation.

The costs of normal maintenance and repairs that do not add to the value of the assets or materially extend the life of the asset are not capitalized. Improvements are capitalized and depreciated over the remaining useful lives of the related fixed assets, as applicable using the straight-line method. Depreciation on property that will remain assets of the District is reported on the Statement of Activities as a current charge. Improvements that will be conveyed to other governmental entities are classified as construction in progress and are not depreciated. Land and certain landscaping improvements are not depreciated. As of December 31, 2018, all of the District's assets are in progress, and no depreciation expense was recorded in 2018.

Property Taxes

Property taxes are levied by the District's Board of Directors. The levy is based on assessed valuations determined by the County Assessor generally as of January 1 of each year. The levy is normally set by December 15 by certification to the County Commissioners to put the tax lien on the individual properties as of January 1 of the following year. The County Treasurer collects the determined taxes during the ensuing calendar year. The taxes are payable by April 30 or if in equal installments, at the taxpayers' election, in February and June. Delinquent taxpayers are notified in July or August and the sales of the resultant tax liens on delinquent properties are generally held in November or December. The County Treasurer remits the taxes collected monthly to the District.

Property taxes, net of estimated uncollectible taxes, are recorded initially as deferred inflows in the year they are levied and measurable since they are not normally available nor are they budgeted as a resource until the subsequent year. The deferred property taxes are recorded as revenue in the subsequent year when they are available or collected.

Long-Term Obligations

In the government-wide financial statements, long-term debt and other long-term obligations are reported as liabilities in the applicable governmental activities.

Original Issue Premium

The original issue premium from the Series 2016A Bonds is being amortized over the life of the bonds using the effective interest method. Accumulated amortization of original issue premium amounted to \$6,039, at December 31, 2018.

THE VILLAS AT EASTLAKE RESERVOIR METROPOLITAN DISTRICT

Notes to Financial Statements December 31, 2018

Fund Equity

Fund balance of governmental funds is reported in various categories based on the nature of any limitations requiring the use of resources for specific purposes. Because circumstances differ among governments, not every government or every governmental fund will present all of these components. The following classifications make the nature and extent of the constraints placed on a government's fund balance more transparent:

Nonspendable Fund Balance

Nonspendable fund balance includes amounts that cannot be spent because they are either not spendable in form (such as inventory or prepaids) or are legally or contractually required to be maintained intact.

Restricted Fund Balance

The restricted fund balance includes amounts restricted for a specific purpose by external parties such as grantors, bondholders, constitutional provisions or enabling legislation.

The restricted fund balance in the General Fund represents Emergency Reserves that have been provided as required by Article X, Section 20 of the Constitution of the State of Colorado. A total of \$884 of the General Fund balance has been restricted in compliance with this requirement.

The restricted fund balance in the Debt Service Fund in the amount of \$150,692 is restricted for the payment of the debt service costs associated with the Series 2016A Bonds (see Note 4).

Committed Fund Balance

The portion of fund balance that can only be used for specific purposes pursuant to constraints imposed by a formal action of the government's highest level of decision-making authority, the Board of Directors. The constraint may be removed or changed only through formal action of the Board of Directors.

Assigned Fund Balance

Assigned fund balance includes amounts the District intends to use for a specific purpose. Intent can be expressed by the District's Board of Directors or by an official or body to which the Board of Directors delegates the authority.

Unassigned Fund Balance

Unassigned fund balance includes amounts that are available for any purpose. Positive amounts are reported only in the General Fund, all other funds can report negative amounts.

For the classification of Governmental Fund balances, the District considers an expenditure to be made from the most restrictive first when more than one classification is available.

THE VILLAS AT EASTLAKE RESERVOIR METROPOLITAN DISTRICT

Notes to Financial Statements
December 31, 2018

Net Position

Net Position represents the difference between assets and deferred outflows of resources less liabilities and deferred inflows of resources. The District reports three categories of net position, as follows:

Net investment in capital assets – consists of net capital assets, reduced by outstanding balances of any related debt obligations and deferred inflows of resources attributable to the acquisition, construction, or improvement of those assets and increased by balances of deferred outflows or resources related to those assets.

Restricted net position – net position is considered restricted if their use is constrained to a particular purpose. Restrictions are imposed by external organizations such as federal or state laws. Restricted net position is reduced by liabilities and deferred inflows of resources related to the restricted assets.

Unrestricted net position – consists of all other net position that does not meet the definition of the above two components and is available for general use by the District.

When an expense is incurred for purposes for which both restricted and unrestricted net position are available, the District will use the most restrictive net position first.

Note 2: Cash and Investments

As of December 31, 2018, cash and investments are classified in the accompanying financial statements as follows:

Statement of Net Position:	
Cash and investments - Restricted	\$ <u>126,523</u>
Total	\$ <u>126,523</u>

Cash and investments as of December 31, 2018, consist of the following:

Deposits with financial institutions	\$ 11,840
Investments - COLOTRUST	<u>114,682</u>
	\$ <u>126,523</u>

THE VILLAS AT EASTLAKE RESERVOIR METROPOLITAN DISTRICT

Notes to Financial Statements December 31, 2018

Deposits

Custodial Credit Risk

The Colorado Public Deposit Protection Act, (“PDPA”) requires that all units of local government deposit cash in eligible public depositories. State regulators determine eligibility. Amounts on deposit in excess of federal insurance levels must be collateralized. The eligible collateral is determined by the PDPA. PDPA allows the institution to create a single collateral pool for all public funds. The pool is to be maintained by another institution, or held in trust for all the uninsured public deposits as a group. The market value of the collateral must be at least equal to 102% of the aggregate uninsured deposits. The State Commissioners for banks and financial services are required by statute to monitor the naming of eligible depositories and reporting of the uninsured deposits and assets maintained in the collateral pools.

The District follows state statutes for deposits. None of the District’s deposits were exposed to custodial credit risk.

Investments

Investment Valuation

The District categorizes its fair value measurements within the fair value hierarchy established by generally accepted accounting principles. The hierarchy is based on the valuation inputs used to measure the fair value of the asset. Level 1 inputs are quoted prices in active markets for identical assets; Level 2 inputs are significant other observable inputs; Level 3 inputs are significant unobservable inputs. The District’s investment is not required to be categorized within the fair value hierarchy. This investment’s value is calculated using the net asset value (NAV) per share.

Credit Risk

The District’s investment policy requires that the District follow state statutes for investments. Colorado statutes specify the types of investments meeting defined rating and risk criteria in which local governments may invest. These investments include obligations of the United States and certain U.S. Government agency entities, certain money market funds, guaranteed investment contracts, and local government investment pools.

Custodial and Concentration of Credit Risk

None of the District’s investments are subject to custodial or concentration of credit risk.

THE VILLAS AT EASTLAKE RESERVOIR METROPOLITAN DISTRICT

Notes to Financial Statements
December 31, 2018

Interest Rate Risk

Colorado revised statutes limit investment maturities to five years or less unless formally approved by the Board of Directors.

As of December 31, 2018, the District had the following investments:

COLOTRUST

The local government investment pool, Colorado Local Government Liquid Asset Trust (“COLOTRUST”) is rated AAAM by Standard & Poor’s with a weighted average maturity of under 60 days. COLOTRUST is an investment trust/joint venture established for local government entities in Colorado to pool surplus funds. The State Securities Commissioner administers and enforces all State statutes governing COLOTRUST. COLOTRUST records its investments at fair value and the District records its investment in COLOTRUST using the net asset value method. COLOTRUST operates similarly to a money market fund with each share maintaining a value of \$1.00. COLOTRUST offers shares in two portfolios, COLOTRUST PRIME and COLOTRUST PLUS+. Both investments consist of U.S. Treasury bills and notes and repurchase agreements collateralized by U.S. Treasury securities. COLOTRUST PLUS+ may also invest in certain obligations of U.S. government agencies, highest rated commercial paper and repurchase agreements collateralized by certain obligations of U.S. government agencies. Designated custodian banks provide safekeeping and depository services to COLOTRUST. Substantially all securities owned by COLOTRUST are held by the Federal Reserve Bank in the accounts maintained for the custodian banks. The custodians’ internal records identify the investments owned by COLOTRUST. At December 31, 2018, the District had \$114,682 invested in COLOTRUST.

Note 3: Capital Assets

An analysis of the changes in capital assets for the year ended December 31, 2018 follows:

<u>Governmental Type Activities:</u>	<u>Balance</u> <u>1/1/2018</u>	<u>Additions</u>	<u>Deletions</u>	<u>Balance</u> <u>12/31/2018</u>
<u>Capital assets not being depreciated:</u>				
Construction in Progress	<u>\$1,611,155</u>	<u>\$ 455,415</u>	<u>\$ -</u>	<u>\$2,066,570</u>
Total capital assets not being depreciated	<u>1,611,155</u>	<u>455,415</u>	<u>-</u>	<u>2,066,570</u>
Government type assets, net	<u>\$1,611,155</u>	<u>\$ 455,415</u>	<u>\$ -</u>	<u>\$2,066,570</u>

THE VILLAS AT EASTLAKE RESERVOIR METROPOLITAN DISTRICT

Notes to Financial Statements
December 31, 2018

Note 4: Long-Term Debt

A description of the long-term obligations as of December 31, 2018, is as follows:

\$2,145,000 General Obligation (Limited Tax Convertible to Unlimited Tax) Bonds, Series 2016A and \$355,000 Subordinate General Obligation Limited Tax Bonds, Series 2016B

On December 22, 2016, the District issued \$2,145,000 of General Obligation (Limited Tax Convertible to Unlimited Tax) Bonds, Series 2016A (“Series 2016A Bonds”), and \$355,000 of Subordinate General Obligation Limited Tax Bonds, Series 2016B (“Series 2016B Bonds”), dated December 22, 2016, for the purpose of funding and reimbursing a portion of the costs of certain public infrastructure, paying the costs of issuance of the Bonds, and, with respect to the Series 2016A Bonds only, funding a portion of interest to accrue on the Series 2016A Bonds. The Series 2016A Bonds bear interest at the rate of 6.5%, payable semiannually on each June 1 and December 1, commencing on June 1, 2017, and maturing on December 1, 2046. The Series 2016B Bonds bear interest at the rate of 8%, payable annually on December 15, commencing on December 15, 2017, to the extent that Pledged Revenue is available, and mature on December 15, 2046.

The Series 2016A Bonds are subject to a mandatory sinking fund redemption commencing on December 1, 2024 and are subject to redemption prior to maturity, at the option of the District, as a whole or in integral multiples of \$1,000, in any order of maturity and in whole or partial maturities, commencing on December 1, 2021, upon payment of par, accrued interest, and a redemption premium that ranges between 0% and 3%. The Series 2016B Bonds are subject to redemption prior to maturity, at the option of the District, as a whole or in integral multiples of \$1,000, in any order of maturity and in whole or partial maturities, commencing on December 15, 2021, upon payment of par, accrued interest, and a redemption premium that ranges between 0% and 3%. The Series 2016B Bonds are also subject to mandatory redemption from Subordinate Pledged Revenue, if any, on deposit in the Subordinate Bond Fund.

The Series 2016A Bonds are secured by the Senior Required Mill Levy, the Capital Fees, if any, the portion of the Specific Ownership Tax which is collected as a result of the Senior Required Mill Levy, and any other legally available moneys as determined by the District. The Series 2016A Bonds are also secured by the Senior Surplus Fund. The Series 2016B Bonds are secured by the Subordinate Required Mill Levy, the Subordinate Capital Fee Revenue, if any, the portion of the Specific Ownership Tax which is collected as a result of the Subordinate Required Mill Levy, any amount remaining in the Senior Surplus Fund after termination of the fund and any other legally available moneys as determined by the District.

THE VILLAS AT EASTLAKE RESERVOIR METROPOLITAN DISTRICT

Notes to Financial Statements
December 31, 2018

The following is a summary of the annual long-term debt principal and interest requirements for the Series 2016A Bonds. Because of the uncertainty of the timing of the principal and interest payment on the Series 2016B Bonds, no schedule of principal and interest payments is presented.

	<u>Principal</u>	<u>Interest</u>	<u>Total</u>
2019	\$ -	\$ 139,425	\$ 139,425
2020	-	139,425	139,425
2021	-	139,425	139,425
2022	-	139,425	139,425
2023	-	139,425	139,425
2024-2028	180,000	676,325	856,325
2029-2033	295,000	604,175	899,175
2034-2038	450,000	489,775	939,775
2039-2043	675,000	315,250	990,250
2044-2046	545,000	72,475	617,475
	<u>\$ 2,145,000</u>	<u>\$ 2,855,125</u>	<u>\$ 5,000,125</u>

The following is an analysis of changes in long-term debt for the year ending December 31, 2018:

	<u>Balance</u>			<u>Balance</u>	<u>Current</u>
	<u>1/1/2018</u>	<u>Additions</u>	<u>Deletions</u>	<u>12/31/2018</u>	<u>Portion</u>
Series 2016A Bonds	\$2,145,000	\$ -	\$ -	\$ 2,145,000	\$ -
Series 2016B Bonds	355,000	-	-	355,000	-
Developer reimbursement	21,144	-	-	21,144	-
Developer reimbursement - interest	2,242	1,797	-	4,039	-
Total	<u>2,523,386</u>	<u>1,797</u>	<u>-</u>	<u>2,525,183</u>	<u>\$ -</u>
Original issue premium 2016A	63,803	-	2,982	60,821	
	<u>\$2,587,189</u>	<u>\$ 1,797</u>	<u>\$ 2,982</u>	<u>\$ 2,586,004</u>	

Debt Authorization

As of December 31, 2018, the District had remaining voted debt authorization of approximately \$33,000,000. The District has not budgeted to issue any new debt during 2019. Per the District's Service Plan, the District can not issue debt in excess of \$2,500,000. After the issuance of the Series 2016A Bonds and Series 2016B Bonds the District has issued the maximum amount of debt allowed under the Service Plan.

THE VILLAS AT EASTLAKE RESERVOIR METROPOLITAN DISTRICT

Notes to Financial Statements December 31, 2018

Note 5: Other Agreements

Intergovernmental Agreement with City of Thornton

On April 21, 2009, the District entered into the Intergovernmental Agreement with the City of Thornton which restates provisions of the Service Plan regarding the Limitations on the District's exercise of powers and generally functions as a contractual obligation of the District to abide by the limitations imposed on it by the City in the Service Plan.

Administrative, Operations and Maintenance Advance and Reimbursement Agreement

On October 14, 2015, BC Encore Eastlake, LLC (the "Developer") and the District entered into an Administrative, Operations and Maintenance Advance and Reimbursement Agreement pursuant to which the Developer agreed to advance reasonable funds as requested from time to time by the District to pay the District's operating, maintenance, and general administrative expenses up to a maximum of \$25,000.

Funding, Acquisition and Reimbursement Agreement

On October 14, 2015, the Developer and the District entered into a Funding, Acquisition and Reimbursement Agreement pursuant to which the Developer agreed to advance funds to the District for construction of District Infrastructure and/or construct Public Infrastructure for acquisition by the District. The District agreed to reimburse the Developer for all District eligible costs for which the District receives advances, to acquire any District Infrastructure constructed for the benefit of the District from the Developer that is not being dedicated to other government entities (including any related costs), and to reimburse the Developer for any costs incurred by the Developer for District Infrastructure that is being dedicated to third parties. The District agrees to repay the Developer for such advances and to pay interest at the rate of 8.5% from the date of the advance.

Note 6: Related Parties

All of the Board of Directors are employees, owners or are otherwise associated with the Developer and may have conflicts of interest in dealing with the District. Management believes that all potential conflicts, if any, have been disclosed to the Board.

THE VILLAS AT EASTLAKE RESERVOIR METROPOLITAN DISTRICT

Notes to Financial Statements December 31, 2018

Note 7: Tax, Spending and Debt Limitations

Article X, Section 20 of the Colorado Constitution, commonly known as the Taxpayer Bill of Rights (“TABOR”), contains tax, spending, revenue and debt limitations which apply to the State of Colorado and all local governments.

Spending and revenue limits are determined based on the prior year’s Fiscal Year Spending adjusted for allowable increases based upon inflation and local growth. Fiscal Year Spending is generally defined as expenditures plus reserve increases with certain exceptions. Revenue in excess of the Fiscal Year Spending limit must be refunded unless the voters approve retention of such revenue.

TABOR requires local governments to establish Emergency Reserves. These reserves must be at least 3% of Fiscal Year Spending (excluding bonded debt service). Local governments are not allowed to use the emergency reserves to compensate for economic conditions, revenue shortfalls, or salary or benefit increases.

The District’s management believes it is in compliance with the provisions of TABOR. However, TABOR is complex and subject to interpretation. Many of the provisions, including the interpretation of how to calculate Fiscal Year Spending limits will require judicial interpretation.

During 2008, a majority of the District’s electors authorized the District to collect and spend or retain in a reserve all currently levied taxes and fees of the District without regard to any limitations under Article X, Section 20 of the Colorado Constitution.

Note 8: Risk Management

Except as provided in the Colorado Governmental Immunity Act, 24-10-101, et seq., CRS, the District may be exposed to various risks of loss related to torts, theft of, damage to, or destruction of assets; errors or omissions; injuries to agents; and natural disasters. The District has elected to participate in the Colorado Special Districts Property and Liability Pool (“Pool”) which is an organization created by intergovernmental agreement to provide common liability and casualty insurance coverage to its members at a cost that is considered economically appropriate. Settled claims have not exceeded this commercial coverage in any of the past three fiscal years.

The District pays annual premiums to the Pool for auto, public officials’ liability, and property and general liability coverage. In the event aggregated losses incurred by the Pool exceed its amounts recoverable from reinsurance contracts and its accumulated reserves, the District may be called upon to make additional contributions to the Pool on the basis proportionate to other members. Any excess funds which the Pool determines are not needed for purposes of the Pool may be returned to the members pursuant to a distribution formula.

THE VILLAS AT EASTLAKE RESERVOIR METROPOLITAN DISTRICT

Notes to Financial Statements
December 31, 2018

Note 9: Reconciliation of Government-Wide Financial Statements and Fund Financial Statements

The Governmental Funds Balance Sheet/Statement of Net Position includes an adjustments column. The adjustments have the following elements:

- 1) capital improvements used in government activities are not financial resources and, therefore are not reported in the funds; and
- 2) long-term liabilities such as bonds payable and accrued bond interest payable are not due and payable in the current period and, therefore, are not in the funds.

The Governmental Funds Statement of Revenues, Expenditures, and Changes in Fund Balances/Statement of Activities includes an adjustments column. The adjustments have the following elements:

- 1) governmental funds report capital outlays as expenditures, however, in the statement of activities, the costs of those assets are held as construction in process pending transfer to other governmental entities or depreciated over their useful lives;
- 2) governmental funds report interest expense on the modified accrual basis; however, interest expense is reported on the full accrual method on the Statement of Activities; and,
- 3) governmental funds report developer advances and/or bond proceeds as revenue.

SUPPLEMENTAL INFORMATION

The Villas at Eastlake Reservoir Metropolitan District

SCHEDULE OF REVENUES, EXPENDITURES AND
CHANGES IN FUND BALANCE - BUDGET AND ACTUAL -
DEBT SERVICE FUND

For the Year Ended December 31, 2018

	Original & Final		Variance
	<u>Budget</u>	<u>Actual</u>	Favorable <u>(Unfavorable)</u>
REVENUES			
Property taxes	\$ 86,815	\$ 86,816	\$ 1
Specific ownership taxes	8,683	7,181	(1,502)
Interest income	<u>63</u>	<u>2,579</u>	<u>2,516</u>
Total Revenues	<u>95,561</u>	<u>96,576</u>	<u>1,015</u>
EXPENDITURES			
Bond interest expense	139,425	139,425	-
Treasurer's fees	<u>1,302</u>	<u>1,302</u>	<u>-</u>
Total Expenditures	<u>140,727</u>	<u>140,727</u>	<u>-</u>
NET CHANGE IN FUND BALANCE	(45,166)	(44,151)	1,015
FUND BALANCE:			
BEGINNING OF YEAR	<u>193,608</u>	<u>194,843</u>	<u>1,235</u>
END OF YEAR	<u>\$ 148,442</u>	<u>\$ 150,692</u>	<u>\$ 2,250</u>

The notes to the financial statements are an integral part of these statements.

The Villas at Eastlake Reservoir Metropolitan District

SCHEDULE OF REVENUES, EXPENDITURES AND
CHANGES IN FUND BALANCE - BUDGET AND ACTUAL -
CAPITAL PROJECTS FUND

For the Year Ended December 31, 2018

	Original <u>Budget</u>	Final <u>Budget</u>	<u>Actual</u>	Variance Favorable <u>(Unfavorable)</u>
REVENUES				
Interest income	\$ 1,000	\$ 4,500	\$ 2,199	\$ (2,301)
Total Revenues	<u>1,000</u>	<u>4,500</u>	<u>2,199</u>	<u>(2,301)</u>
EXPENDITURES				
Capital improvements	<u>453,285</u>	<u>457,558</u>	<u>455,415</u>	<u>2,143</u>
Total Expenditures	<u>453,285</u>	<u>457,558</u>	<u>455,415</u>	<u>2,143</u>
EXCESS (DEFICIENCY) OF REVENUES OVER EXPENDITURES	<u>(452,285)</u>	<u>(453,058)</u>	<u>(453,216)</u>	<u>(158)</u>
OTHER FINANCING SOURCES (USES)				
Transfers in/(out)	<u>-</u>	<u>2,199</u>	<u>2,357</u>	<u>158</u>
Total Other Financing Sources (Uses)	<u>-</u>	<u>2,199</u>	<u>2,357</u>	<u>158</u>
NET CHANGE IN FUND BALANCE	(452,285)	(450,859)	(450,859)	-
FUND BALANCE:				
BEGINNING OF YEAR	<u>452,285</u>	<u>450,859</u>	<u>450,859</u>	<u>-</u>
END OF YEAR	<u>\$ -</u>	<u>\$ -</u>	<u>\$ -</u>	<u>\$ -</u>

The notes to the financial statements are an integral part of these statements.

The Villas at Eastlake Reservoir Metropolitan District

SUMMARY OF ASSESSED VALUATION, MILL LEVY
AND PROPERTY TAXES COLLECTED

December 31, 2018

Collection Year Ended <u>December 31,</u>	Prior Year Assessed Valuation for Current Year Property <u>Tax Levy</u>	Mills Levied		Total Property Tax		Percent Collected to Levied
		<u>General Fund</u>	<u>Debt Service</u>	<u>Levied</u>	<u>Collected</u>	
2016	\$ 339,860	50.000	0.000	\$ 16,993	\$ 16,993	100.00%
2017	\$ 338,700	10.000	50.000	\$ 20,322	\$ 20,322	100.00%
2018	\$ 1,570,560	10.000	55.277	\$ 102,521	\$ 102,521	100.00%
Estimated for year ending December 31, 2019	\$ 2,479,520	10.000	55.277	\$ 161,856		

NOTE

Property taxes collected in any one year include collection of delinquent property taxes levied and/or abatements or valuations in prior years. Information received from the County Treasurer does not permit identification of specific year assessment.

CONTINUING DISCLOSURE ANNUAL FINANCIAL INFORMATION - UNAUDITED

The Villas at Eastlake Reservoir Metropolitan District

OWNERS OF TAXABLE PROPERTY
WITHIN THE DISTRICT
December 31, 2018
UNAUDITED

<u>Taxpayer Name</u>	<u>Property Classification</u>	<u>2018 Assessed Valuation</u>	<u>Percentage of Total Assessed Valuation</u>
BC Encore Eastlake LLC	Vacant	\$ 186,990	7.54%
MDS Properties	Residential	35,880	1.45%
Public Service	State Assessed	29,680	1.20%
Homeowner	Residential	22,200	0.90%
Homeowner	Residential	19,390	0.78%
Homeowner	Residential	19,390	0.78%
Homeowner	Residential	19,390	0.78%
Homeowner	Residential	19,390	0.78%
Homeowner	Residential	19,390	0.78%
Homeowner	Residential	19,390	0.78%
Homeowner	Residential	19,390	0.78%
Total		<u>\$ 410,480</u>	<u>16.55%</u>

NOTE

Obtained from Adams County Assessor

The Villas at Eastlake Reservoir Metropolitan District

2018 ASSESSED AND ACTUAL VALUATION OF CLASSES
OF PROPERTY IN THE DISTRICT

December 31, 2018

UNAUDITED

<u>Class</u>	<u>2018 Assessed Valuation</u>	<u>Percent of Assessed Valuation</u>	<u>2018 Actual Valuation</u>	<u>Percent of Actual Valuation</u>
Vacant	\$ 431,170	17.39%	\$ 1,486,793	5.04%
Residential	2,004,670	80.85%	27,842,639	94.45%
State Assessed	110	0.00%	379	0.00%
Personal	43,570	1.76%	150,241	0.51%
Total	<u>\$ 2,479,520</u>	<u>100.00%</u>	<u>\$ 29,480,053</u>	<u>100.00%</u>

2018 Assessed Valuation for collection year 2019