

ADONEA METROPOLITAN DISTRICT NO. 2

Financial Statements

Year Ended December 31, 2016

with

Independent Auditors' Report



**RECEIVED**

*By the Office of the State Auditor at 9:46 am, Sep 27, 2017*

## C O N T E N T S

|   | <u>Page</u> |
|---|-------------|
| <u>Independent Auditors' Report</u>   | I           |
| <u>Basic Financial Statements</u>   |             |
| Balance Sheet/Statement of Net Position - Governmental Funds  | 1           |
| Statement of Revenues, Expenditures and Changes in Fund<br>Balances/Statement of Activities - Governmental Fund | 2           |
| Statement of Revenues, Expenditures and Changes in Fund Balance -<br>Budget and Actual - General Fund           | 3           |
| Notes to Financial Statements   | 4           |
| <u>Supplemental Information</u>   |             |
| Schedule of Revenues, Expenditures and Changes in Fund Balance -<br>Budget and Actual – Debt Service Fund       | 21          |



## **INDEPENDENT AUDITOR'S REPORT**

Board of Directors  
Adonea Metropolitan District No. 2  
City of Aurora, Colorado

### **Report on the Financial Statements**

We have audited the accompanying financial statements of the governmental activities and each major fund of the Adonea Metropolitan District No. 2, City of Aurora, Colorado, as of and for the year ended December 31, 2016, 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 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 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 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 governmental activities and each major fund of the Adonea Metropolitan District No. 2, City of Aurora, Colorado as of December 31, 2016, and the respective changes in financial position and the respective budgetary comparison for the General Fund for the year then ended in conformity with accounting principles generally accepted in the United States of America.

## **Other Matters**

### ***Required Supplementary Information***

Management has not presented Management's Discussion and Analysis that governmental accounting principles generally accepted in the United States of America require to be presented to supplement the basis 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 basis financial statements is not affected by the missing information

### ***Other Information***

Our audit was conducted for the purpose of forming an opinion on the financial statements as a whole. The Debt Service Fund - Schedule of Revenues, Expenditures and Changes in Fund Balance – Budget and Actual was presented for the purpose of additional analysis and were not a required part of the financial statements. The Debt Service Fund - Schedule of Revenues, Expenditures and Changes in Fund Balance – Budget and Actual was the responsibility of management and was derived from and relate 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 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.

*Watson Coon & Associates P.C.*

WATSON COON & ASSOCIATES PC

SEPTEMBER 13, 2017  
GREENWOOD VILLAGE, COLORADO

## ADONEA METROPOLITAN DISTRICT NO. 2

### BALANCE SHEET/STATEMENT OF NET POSITION GOVERNMENTAL FUNDS December 31, 2016

|   | <u>General</u>           | <u>Debt<br/>Service</u>  | <u>Total</u>               | <u>Adjustments</u>           | <u>Statement<br/>of<br/>Net Position</u> |
|---|--------------------------|--------------------------|----------------------------|------------------------------|--|
| <b>ASSETS</b>   |                          |                          |                            |                              |  |
| Cash and investments  | \$ 321,071               | \$ -                     | \$ 321,071                 | \$ -                         | \$ 321,071                               |
| Cash and investments - restricted   | 20,422                   | 108,321                  | 128,743                    | -                            | 128,743                                  |
| Cash with County Treasurer  | 779                      | 1,727                    | 2,506                      | -                            | 2,506                                    |
| Property taxes receivable   | 267,295                  | 581,077                  | 848,372                    | -                            | 848,372                                  |
| Accounts receivable - assessments   | 26,928                   | -                        | 26,928                     | -                            | 26,928                                   |
| Prepaid expenses  | 242                      | -                        | 242                        | -                            | 242                                      |
| Capital assets, net of depreciation   | -                        | -                        | -                          | 16,473,963                   | 16,473,963                               |
| <b>Total Assets</b>   | <b><u>\$ 636,737</u></b> | <b><u>\$ 691,125</u></b> | <b><u>\$ 1,327,862</u></b> | <b><u>16,473,963</u></b>     | <b><u>17,801,825</u></b>                 |
| <b>LIABILITIES</b>  |                          |                          |                            |                              |  |
| Accounts payable  | \$ 47,999                | \$ 2,234                 | \$ 50,233                  | -                            | 50,233                                   |
| Accounts payable - Regional taxes/ARI   | -                        | 60,051                   | 60,051                     | -                            | 60,051                                   |
| Prepaid assessments   | 16,346                   | -                        | 16,346                     | -                            | 16,346                                   |
| Accrued interest  | -                        | -                        | -                          | 3,957,814                    | 3,957,814                                |
| Long-term liabilities:  |                          |                          |                            |                              |  |
| Due in more than one year   | -                        | -                        | -                          | 22,349,933                   | 22,349,933                               |
| <b>Total Liabilities</b>  | <b><u>64,345</u></b>     | <b><u>62,285</u></b>     | <b><u>126,630</u></b>      | <b><u>26,307,747</u></b>     | <b><u>26,434,377</u></b>                 |
| <b>DEFERRED INFLOWS OF RESOURCES</b>  |                          |                          |                            |                              |  |
| Deferred property taxes   | 267,295                  | 581,077                  | 848,372                    | -                            | 848,372                                  |
| <b>Total Deferred Inflows of Resources</b>                                    | <b><u>267,295</u></b>    | <b><u>581,077</u></b>    | <b><u>848,372</u></b>      | <b><u>-</u></b>              | <b><u>848,372</u></b>                    |
| <b>FUND BALANCE</b>   |                          |                          |                            |                              |  |
| Nonspendable  |                          |                          |                            |                              |  |
| Prepaid expenses  | 242                      | -                        | 242                        | (242)                        | -  |
| Reserved for:   |                          |                          |                            |                              |  |
| Emergencies   | 20,422                   | -                        | 20,422                     | (20,422)                     | -  |
| Debt service  | -                        | 47,763                   | 47,763                     | (47,763)                     | -  |
| Unreserved  | 284,433                  | -                        | 284,433                    | (284,433)                    | -  |
| <b>Total Fund Balances</b>  | <b><u>305,097</u></b>    | <b><u>47,763</u></b>     | <b><u>352,860</u></b>      | <b><u>(352,860)</u></b>      | <b><u>-</u></b>                          |
| <b>Total Liabilities, Deferred Inflows of<br/>Resources and Fund Balances</b> | <b><u>\$ 636,737</u></b> | <b><u>\$ 691,125</u></b> | <b><u>\$ 1,327,862</u></b> |                              |  |
| <b>NET POSITION</b>   |                          |                          |                            |                              |  |
| Restricted for:   |                          |                          |                            |                              |  |
| Emergencies   |                          |                          |                            | 20,422                       | 20,422                                   |
| Unrestricted  |                          |                          |                            | (9,501,346)                  | (9,501,346)                              |
| <b>Total Net Position (Deficit)</b>   |                          |                          |                            | <b><u>\$ (9,480,924)</u></b> | <b><u>\$ (9,480,924)</u></b>             |

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

**ADONEA METROPOLITAN DISTRICT NO. 2**

STATEMENT OF REVENUES, EXPENDITURES AND  
CHANGES IN FUND BALANCES/STATEMENT OF ACTIVITIES  
GOVERNMENTAL FUNDS  
For the Year Ended December 31, 2016

|   | <u>General</u>    | <u>Debt<br/>Service</u> | <u>Total</u>      | <u>Adjustments</u>    | <u>Statement<br/>of<br/>Activities</u> |
|---|-------------------|-------------------------|-------------------|-----------------------|--|
| <b>EXPENDITURES</b>                     |                   |                         |                   |                       |  |
| Insurance                               | \$ 8,773          | \$ -                    | \$ 8,773          | \$ -                  | \$ 8,773                               |
| Treasurer fees                          | 3,796             | 8,935                   | 12,731            | -                     | 12,731                                 |
| Accounting/audit                        | 22,860            | -                       | 22,860            | -                     | 22,860                                 |
| Legal                                   | 88,255            | 15,959                  | 104,214           | -                     | 104,214                                |
| Miscellaneous                           | 2,094             | 121                     | 2,215             | -                     | 2,215                                  |
| Water/sewer                             | 133,151           | -                       | 133,151           | -                     | 133,151                                |
| Gas/electric                            | 15,192            | -                       | 15,192            | -                     | 15,192                                 |
| Trash removal                           | 58,907            | -                       | 58,907            | -                     | 58,907                                 |
| Telephone/access control                | 1,093             | -                       | 1,093             | -                     | 1,093                                  |
| Contract mainenance                     | 7,063             | -                       | 7,063             | -                     | 7,063                                  |
| Landscape maintenance                   | 103,845           | -                       | 103,845           | -                     | 103,845                                |
| Clubhouse and pool expenses             | 53,721            | -                       | 53,721            | -                     | 53,721                                 |
| General administration                  | 5,993             | -                       | 5,993             | -                     | 5,993                                  |
| Professional fees                       | 18,590            | -                       | 18,590            | -                     | 18,590                                 |
| Property taxes                          | 130,250           | -                       | 130,250           | -                     | 130,250                                |
| Authority for ARI                       | -                 | 11,682                  | 11,682            | -                     | 11,682                                 |
| Bond interest expense                   | -                 | 610,000                 | 610,000           | 841,978               | 1,451,978                              |
| Trustee/paying agent fees               | -                 | 9,278                   | 9,278             | -                     | 9,278                                  |
| Depreciation                            | -                 | -                       | -                 | 102,891               | 102,891                                |
| Total Expenditures                      | <u>653,583</u>    | <u>655,975</u>          | <u>1,309,558</u>  | <u>944,869</u>        | <u>2,254,427</u>                       |
| <b>PROGRAM REVENUES</b>                 |                   |                         |                   |                       |  |
| Assessments                             | <u>344,382</u>    | -                       | <u>344,382</u>    | -                     | <u>344,382</u>                         |
| Total Program Revenues                  | <u>344,382</u>    | -                       | <u>344,382</u>    | -                     | <u>344,382</u>                         |
| Net Program Income (Expense)            | (309,201)         | (655,975)               | (965,176)         | (944,869)             | (1,910,045)                            |
| <b>GENERAL REVENUES</b>                 |                   |                         |                   |                       |  |
| Property taxes                          | 263,043           | 571,831                 | 834,874           | -                     | 834,874                                |
| Property taxes - Regional ARI           | -                 | 11,437                  | 11,437            | -                     | 11,437                                 |
| Specific ownership taxes                | 20,577            | 44,734                  | 65,311            | -                     | 65,311                                 |
| Specific ownership taxes - Regional ARI | -                 | 895                     | 895               | -                     | 895                                    |
| Reimbursement from escrow               | 126,760           | -                       | 126,760           | -                     | 126,760                                |
| Interest income and other               | <u>1,862</u>      | <u>4,483</u>            | <u>6,345</u>      | -                     | <u>6,345</u>                           |
| Total General Revenues                  | <u>412,242</u>    | <u>633,380</u>          | <u>1,045,622</u>  | -                     | <u>1,045,622</u>                       |
| CHANCE IN FUND BALANCE                  | 103,041           | (22,595)                | 80,446            | (80,446)              |  |
| CHANGES IN NET POSITION                 |                   |                         |                   | (864,423)             | (864,423)                              |
| <b>FUND BALANCE/NET POSITION</b>        |                   |                         |                   |                       |  |
| BEGINNING OF YEAR                       | <u>202,056</u>    | <u>70,358</u>           | <u>272,414</u>    | <u>(8,888,915)</u>    | <u>(8,616,501)</u>                     |
| END OF YEAR                             | <u>\$ 305,097</u> | <u>\$ 47,763</u>        | <u>\$ 352,860</u> | <u>\$ (9,833,784)</u> | <u>\$ (9,480,924)</u>                  |

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

## ADONEA METROPOLITAN DISTRICT NO. 2

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

For the Year Ended December 31, 2016

|                                       | <u>Original</u> | <u>Original &amp; Final</u> | <u>Actual</u>     | <u>Variance</u><br><u>Favorable</u><br><u>(Unfavorable)</u> |
|---------------------------------------|-----------------|-----------------------------|-------------------|---|
|                                       | <u>Budget</u>   | <u>Budget</u>               | <u>Actual</u>     | <u>(Unfavorable)</u>  |
| <b>REVENUES</b>                       |                 |                             |                   |   |
| Property taxes                        | \$ 240,824      | \$ 240,824                  | \$ 263,043        | \$ 22,219   |
| Specific ownership taxes              | 19,663          | 19,663                      | 20,577            | 914   |
| Assessments                           | 297,000         | 297,000                     | 344,382           | 47,382  |
| Reimbursement from escrow             | -               | 58,411                      | 126,760           | 68,349  |
| Interest income and other             | 7,380           | 7,380                       | 1,862             | (5,518)   |
|                                       | <u>564,867</u>  | <u>623,278</u>              | <u>756,624</u>    | <u>133,346</u>  |
| <b>Total Revenues</b>                 |                 |                             |                   |   |
| <br><b>EXPENDITURES</b>               |                 |                             |                   |   |
| Insurance                             | 8,800           | 8,800                       | 8,773             | 27  |
| Treasurer fees                        | 3,612           | 3,612                       | 3,796             | (184)   |
| Accounting/audit                      | 25,000          | 25,000                      | 22,860            | 2,140   |
| Legal                                 | 48,000          | 48,000                      | 88,255            | (40,255)  |
| Miscellaneous                         | 2,050           | 2,050                       | 2,094             | (44)  |
| Water/sewer                           | 138,000         | 138,000                     | 133,151           | 4,849   |
| Gas/electric                          | 21,000          | 21,000                      | 15,192            | 5,808   |
| Trash removal                         | 66,240          | 66,240                      | 58,907            | 7,333   |
| Telephone/access control              | 2,850           | 2,850                       | 1,093             | 1,757   |
| Contract mainenance                   | 8,010           | 8,010                       | 7,063             | 947   |
| Landscape maintenance                 | 91,632          | 91,632                      | 103,845           | (12,213)  |
| Clubhouse and pool expenses           | 69,615          | 69,615                      | 53,721            | 15,894  |
| General adminisration                 | 8,970           | 8,970                       | 5,993             | 2,977   |
| Professional fees                     | 31,416          | 31,416                      | 18,590            | 12,826  |
| Property taxes                        | -               | 58,411                      | 130,250           | (71,839)  |
| Reserve contribution                  | 63,237          | 63,237                      | -                 | 63,237  |
| Emergency reserve                     | 15,756          | 15,756                      | -                 | 15,756  |
|                                       | <u>604,188</u>  | <u>662,599</u>              | <u>653,583</u>    | <u>9,016</u>  |
| <b>Total Expenditures</b>             |                 |                             |                   |   |
| <br><b>NET CHANGE IN FUND BALANCE</b> | <br>(39,321)    | <br>(39,321)                | <br>103,041       | <br>142,362   |
| <br><b>FUND BALANCE:</b>              |                 |                             |                   |   |
| BEGINNING OF YEAR                     | <u>39,321</u>   | <u>39,321</u>               | <u>202,056</u>    | <u>162,735</u>  |
| END OF YEAR                           | <u>\$ -</u>     | <u>\$ -</u>                 | <u>\$ 305,097</u> | <u>\$ 305,097</u>   |

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

## ADONEA METROPOLITAN DISTRICT NO. 2

### Notes to Financial Statements December 31, 2016

#### Note 1: Summary of Significant Accounting Policies

The accounting policies of Adonea Metropolitan District No. 2, (“District”), located in the City of Aurora, Arapahoe 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 August 18, 2003 concurrently with Adonea Metropolitan District No. 1, (“District No.1”) as a quasi-municipal organization established under the State of Colorado Special District Act. The District was established to provide water, wastewater, park and recreation, and other related improvements for the benefit of taxpayers and service users located within the City of Aurora, Colorado. The District's primary revenues are property taxes, development fees, and facilities fees. The District is governed by an elected Board of Directors. On December 15, 2010, District No. 1 was dissolved and all assets and liabilities of District No. 1 were transferred to the District.

Prior to the dissolution of District No. 1, the District served as the “Taxing District” while District No. 1 served as the “Operating District.” The Operating District is responsible for providing the day-to-day operations and administrative management for both Districts. The District now operates independently.

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 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.

## ADONEA METROPOLITAN DISTRICT NO. 2

### Notes to Financial Statements December 31, 2016

#### 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 statement of net position and the statement of governmental fund 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.

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.

## ADONEA METROPOLITAN DISTRICT NO. 2

### Notes to Financial Statements December 31, 2016

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.

#### Budgetary Accounting

Budgets are adopted on a 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.

#### Assets, Liabilities Deferred 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, 2016, 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.

## ADONEA METROPOLITAN DISTRICT NO. 2

### Notes to Financial Statements December 31, 2016

#### 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.

#### 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 under 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 two 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.

#### Original Issue Discount

Original issue discount associated with the Series 2005A and Series 2005B Bonds is being amortized over the respective terms of the bonds using the straight-line method.

#### 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.

#### 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 estimated fair value at the date of donation.

ADONEA METROPOLITAN DISTRICT NO. 2

Notes to Financial Statements  
December 31, 2016

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. Property, plant and equipment are depreciated using the straight-line method over the following estimated useful lives:

|                   |          |
|-------------------|----------|
| Recreation Center | 30 years |
|-------------------|----------|

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 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.

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.

The nonspendable fund balance in the General Fund in the amount of \$242 represents prepaid expenditures.

## ADONEA METROPOLITAN DISTRICT NO. 2

### Notes to Financial Statements December 31, 2016

#### 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 \$20,422 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 \$47,763 is restricted for the payment of the debt service costs associated with the District's Series 2005 B 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 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

When both restricted and unrestricted resources are available for use, it is the District's policy to use restricted resources first, then unrestricted resources as needed.

#### 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.

ADONEA METROPOLITAN DISTRICT NO. 2

Notes to Financial Statements  
December 31, 2016

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, 2016, cash and investments are classified in the accompanying financial statements as follows:

|                                   |                   |
|-----------------------------------|-------------------|
| Statement of Net Position:        |                   |
| Cash and investments              | \$ 321,071        |
| Cash and investments – Restricted | <u>128,743</u>    |
|                                   | <u>\$ 449,814</u> |

Cash and investments as of December 31, 2016 consist of the following:

|                                      |                   |
|--------------------------------------|-------------------|
| Deposits with financial institutions | \$ 186,013        |
| Investments – COLOTRUST              | 211,065           |
| Investments – CSAFE                  | <u>52,736</u>     |
|                                      | <u>\$ 449,814</u> |

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% 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 does not have a formal policy for deposits.

## ADONEA METROPOLITAN DISTRICT NO. 2

### Notes to Financial Statements December 31, 2016

#### Investments

##### Credit Risk

The District has not adopted a formal investment policy; however, the District follows state statutes regarding 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.

##### 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. Investments not measured at fair value and not categorized include governmental money market funds (PFM Funds Governmental Select series); money market funds (generally held by Bank Trust Departments in their role as paying agent or trustee); and CSAFE which record their investments at amortized cost.

As of December 31, 2016, the District had the following investments:

| <u>Investments</u>                                       | <u>Maturity</u>                | <u>Fair Value</u> |
|--|--------------------------------|-------------------|
| Colorado Local Government Liquid Asset Trust (COLOTRUST) | Weighted average under 60 days | \$211,065         |
| Colorado Surplus Asset Asset Fund Trust (CSAFE)          | Weighted average under 60 days | \$52,736          |

The local government investment pool, Colorado Local Government Liquid Asset Trust (“COLOTRUST”) is rated AAAM by Standard & Poor’s, a Level 2 investment under the fair value hierarchy. COLOTRUST is an investment trust/joint ventures established for local government entities in Colorado to pool surplus funds. The State Securities Commissioner administers and enforces all State statutes governing the Trust. The trusts operate similarly to a money market fund with each share maintaining a value of \$1.00. The Trust 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 the trusts. Substantially all securities owned by the trusts 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, 2016, the District had \$211,065 invested in COLOTRUST.

ADONEA METROPOLITAN DISTRICT NO. 2

Notes to Financial Statements  
December 31, 2016

The local government investment pool Colorado Surplus Asset Fund Trust (“CSAFE”), is rated AAAM by Standard and Poor’s. CSAFE is an investment vehicle established by state statute for local government entities to pool surplus assets. The State Securities Commissioner administers and enforces all State statutes governing the Trust. The Trust is similar to a money market fund, with each share valued at \$1.00. CSAFE may invest in U.S. Treasury securities, repurchase agreements collateralized by U.S. Treasury securities, certain money market funds, and highest rated commercial paper. A designated custodial bank serves as custodian for CSAFE’s portfolio pursuant to custodian agreements. The custodian acts as safekeeping agent for CSAFE’s investment portfolio and provides services as the depository in connection with direct investments and withdrawals. The custodians’ internal records identify the investments owned by CSAFE. At December 31, 2016, the District had \$52,736 invested in CSAFE, all of which is held by a trustee.

Custodial and Concentration of Credit Risk

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

Interest Rate Risk

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

Note 3: Capital Assets

An analysis of the changes in capital assets for the year ended December 31, 2016 follows:

| Governmental Type Activities:                | Balance<br>1/1/2016 | Additions    | Deletions | Balance<br>12/31/2016 |
|--|---------------------|--------------|-----------|-----------------------|
| <u>Capital assets not being depreciated:</u> |                     |              |           |                       |
| Construction in progress                     | \$ 3,635,118        | \$ -         | \$ -      | \$ 3,635,118          |
| Land   | 3,504,103           | -            | -         | 3,504,103             |
| Landscaping                                  | 7,173,944           | -            | -         | 7,173,944             |
| Total capital assets not being depreciated:  | 14,313,165          | -            | -         | 14,313,165            |
| <u>Capital assets being depreciated:</u>     |                     |              |           |                       |
| Recreation center                            | 2,795,290           | -            | -         | 2,795,290             |
| Total capital assets:                        | 2,795,290           | -            | -         | 2,795,290             |
| Accumulated Depreciation                     | (531,601)           | (102,891)    | -         | (634,492)             |
| Net capital assets being depreciated:        | 2,263,689           | (102,891)    | -         | 2,160,798             |
| Government type assets, net                  | \$ 16,576,854       | \$ (102,891) | \$ -      | \$ 16,473,963         |

Under the District Service Plan, the District is to dedicate the capital improvements to the City of Aurora. However, the District may retain the park and recreation improvements.

The value of the land was determined by calculating the present value of the amount paid for the 2005B bonds on April 25, 2017 by Oakwood, at a rate of 7.5%. See Note 4.

ADONEA METROPOLITAN DISTRICT NO. 2

Notes to Financial Statements  
December 31, 2016

Note 4: Long Term Debt

A description of the long-term obligations as of December 31, 2016, is as follows:

General Obligation Limited Tax (convertible to unlimited tax) Bonds - Series 2005A

On December 29, 2005 the District issued \$14,260,000 of General Obligation Limited Tax Bonds, Series 2005A (“Series 2005A Bonds”) for the purpose of financing the costs of designing, acquiring, installing, constructing and equipping certain public improvements, funding certain capitalized interest, and paying the costs of issuance. The Series 2005A Bonds were issued at a discount of \$224,217, which has been capitalized and is being amortized over the life of the Series 2005A Bonds. The Series 2005A Bonds are term bonds due December 1, 2035, with mandatory sinking fund payments beginning December 1, 2009, and increasing annually thereafter. The Series 2005A Bonds bear interest at rates ranging from 6.125% to 6.25%, to be paid on June 1 and December 1 of each year beginning June 1, 2006.

The Series 2005A Bonds are subject to redemption prior to maturity at the option of the District, at any time on or after December 1, 2015, at a redemption price equal to 100% of the principal amount of each Series 2005A bond or portion thereof being redeemed, plus accrued interest thereon to the date of redemption.

The Series 2005A Bonds are payable from the District’s levy of an ad valorem tax of not more than 50 mills, specific ownership taxes and development fees. Development fees were imposed and collected by the District in the amount of \$3,500 per single-family residential unit and \$2,000 per multi-family residential unit commencing December 1, 2005. The fees were due and owing to the District on the date a building permit was issued for any individual residential lot or on the date specified in the prepayment contract with the Lennar Colorado, LLC (“Lennar”), whichever was earlier.

The District entered into a Prepaid Development Fee Agreement with Lennar on December 27, 2005 pursuant to which Lennar agreed to provide for the payment of certain Development Fees in advance of the anticipated issuance of building permits for the development. In the event the District received Development Fees in any semi-annual period in excess of that anticipated in the schedule, such excess payments were carried forward and were credited against and reduced the number of fees required to be paid in the next succeeding semi-annual periods. Lennar has paid all of the Development Fees required by the schedule in the Prepaid Development Fee Agreement. No additional Development Fees are owing.

The District has not established a revenue base sufficient to pay the District’s debt service requirements. Although failure to pay scheduled debt service and interest is technically a default under the 2005 A Bond Indenture, the Indenture also provides that the District is not required to impose a mill levy above 50 mills for debt service. The District is otherwise in compliance with the Indenture and has been imposing 50 mills for debt service and has been collecting the other pledged revenue as required by the Indenture.

## ADONEA METROPOLITAN DISTRICT NO. 2

### Notes to Financial Statements December 31, 2016

During 2012, through 2016 the District was unable to pay the full required principal payments on the Series 2005A Bonds. The unpaid portion of \$1,090,000 is included in the balance due on the Series 2005A Bonds. During 2013, through 2016, the District was also unable to pay a total of \$1,728,150 of interest due.

#### Revenue Bonds - Series 2005B

On December 29, 2005, the District issued \$19,970,000 in Revenue Bonds (“Series 2005B Bonds”) for the purpose of financing the costs of designing, acquiring, installing, constructing and equipping certain public improvements, funding certain capitalized interest, paying the costs of issuance, and funding a debt service reserve fund. The Series 2005B Bonds were issued at a discount of \$198,702, which has been capitalized and is being amortized over the life of the Series 2005B Bonds. The Series 2005B Bonds bore interest at 4.375% and had a final maturity date of December 1, 2015. The Series 2005B Bonds were not subject to optional redemption, however they were subject to extraordinary mandatory redemption prior to maturity upon the occurrence of specific events as outlined in the Indenture.

On March 17, 2009, the District purchased \$7,090,000 of the Series 2005B Bonds that were outstanding at a discount of \$283,600.

Interest was to be paid on June 1 and December 1 of each year beginning June 1, 2006. Principal and interest on Series 2005B Bonds were to be paid from the capitalized interest, proceeds of money drawn on the Letter of Credit, revenues collected by the District from payment of Facility Fees including true-up payments, and moneys on deposit in the funds established under the indenture, including the Reserve Fund.

The primary source of payment of principal and interest on the Series 2005B Bonds, if not paid by moneys drawn on the Letter of Credit, was the revenues of the District collected as a result of the imposition of Facilities Fees on properties within the District and payment of any True-Up Payments in accordance with the Facilities Fee Resolution. As of December 31, 2016, the District has made principal payments of \$7,165,000 using collected Facility Fees. During 2016, the District did not collect any Facility Fees.

On April 20, 2007, the Board of Directors of the District approved the First Supplemental Trust Indenture dated as of April 1, 2007. This amendment provides for the interest earned in the Facility Fund account in the Capital Projects Fund to be transferred to the Bond Fund account in the Debt Service Fund to be applied towards the payment of principal or interest on the Series 2005B Bonds. This amendment was effective as of January 1, 2006.

## ADONEA METROPOLITAN DISTRICT NO. 2

### Notes to Financial Statements December 31, 2016

The initial stated amount of the Letter of Credit (“LOC”) was \$20,414,124. The stated amount consists of an amount equal to the original aggregate principal amount of the Series 2005B Bonds and an amount equal to interest on the Principal Portion calculated at the rate of interest per annum borne by the Series 2005B Bonds for 183 days on the basis of a 360-day year. The LOC was to be reduced upon each payment of principal on the Series 2005B Bonds. The LOC was scheduled to terminate on November 15, 2012 unless terminated earlier as outlined in the LOC Agreement.

On October 15, 2012, the LOC was extended to November 15, 2013. The Letter of Credit was subsequently extended to October 15, 2014 and then again to January 15, 2015. The District did not receive the interest payment from the owner of undeveloped lots within the District, which was due on November 15, 2014. As a result, the letter of credit provider, Compass Bank (“Compass”), paid the interest payment on December 1, 2014. The full amount of interest due on the Bonds was \$132,035.83. The payment to reimburse Compass and to pay the letter of credit fees was made by a transfer from the Reserve Fund to the Bond Fund. Section 10.1(b) of the Indenture provides it shall be an Event of Default if the District fails to pay an installment of interest on the Bonds when the same becomes due and payable. As a result, an Event of Default occurred.

On December 15, 2014, the District received a notice from the bond trustee stating that the Bonds were subject to Mandatory Purchase on January 8, 2015 for failure to receive an extension to the letter of credit. As a result Compass purchased the Bonds. Subsequently, these bonds were discounted and sold to a third party. On October 18, 2015, the District settled on a deed in lieu agreement with the developer of the property rather than pursuing a foreclosure and took ownership of the developed land in the District. On October 28, 2016 the District signed a Bond Exchange Agreement, whereby the District agreed to transfer the land owned by the District to the Oakwood Homes, LLC (“Oakwood”) in exchange for the 2005B Bonds. On April 25, 2017, the 2005B Bonds were purchased by Oakwood. See Note 5

As outlined in the Indenture, the Reserve Fund was funded from a portion of the proceeds of the Series 2005B Bonds. The Reserve Fund was required to be maintained in an amount equal to the sum of the interest on the Series 2005B Bonds scheduled to come due in the upcoming bond year plus 1.25% of the stated amount of the Letter of Credit. At December 31, 2016, the Reserve account balance was \$54,230 which is less than the required balance.

#### Subordinate General Obligation Bonds Series - 2005C

On December 29, 2005, the District issued \$2,539,947 in Subordinate GO Bonds Series 2005C (“Series C Bonds”). The Bonds are Limited Tax, Convertible to Unlimited Tax, GO Subordinate Convertible Capital Appreciation Bonds. The aggregate maturity value of the Series 2005C Bonds will be \$3,290,000. Until the Conversion Date, December 15, 2009, the Series 2005C Bonds were treated as capital appreciation bonds and shall have a final maturity of December 15, 2035.

## ADONEA METROPOLITAN DISTRICT NO. 2

### Notes to Financial Statements December 31, 2016

The Series 2005C Bonds accreted in value at 6.75% and converted to current interest bonds on December 15, 2009. Interest is payable starting on December 15, 2010 and on December 15 in each year thereafter until maturity at 6.75%. The District was unable to pay interest on December 15, 2010, through December 15, 2016. Accrued interest at December 31, 2016 totaled \$1,563,778.

After December 15, 2009, the Series 2005C Bonds are subject to redemption, prior to maturity, at the option of the Issuer, in whole or in part in integral multiples of \$5,000 in principal amounts on any date thereafter, at a redemption price equal to the principal amount thereof, without redemption premium, plus accrued interest to the redemption date.

Due to the uncertainty of the timing of the principal and interest payments on the Series 2005A Bonds, Series 2005B Bonds and Series 2005C Bonds, a schedule of the timing of these payments is not available.

#### Funding and Reimbursement Agreement

On December 27, 2005, District No. 1 entered into a Funding and Reimbursement Agreement with Lennar whereby Lennar agreed to loan District No. 1 up to \$500,000 for operating and maintenance costs for the years 2005 through 2009. The District, pursuant to the Funding and Reimbursement Agreement, issued to Lennar a Promissory Note (Note) for an amount not to exceed \$500,000. The original Note accrued interest at prime rate plus 2%, and was payable upon maturity of the Note. The initial maturity date was December 31, 2005. Per the agreement, as the District did not have sufficient funds to pay the Note in full, the District refinanced such Note by the issuance of a new Note in each year through 2009. The interest outstanding upon maturity was to be added to the principal amount of the Note prior to the issuance of a new note.

Effective January 1, 2009 the rate was changed to 7% and the amount of the Note was increased to \$1,000,000. On January 15, 2010, District No. 1 and the District entered into a new Funding and Reimbursement Agreement with Lennar. The maximum amount of the loan was increased to \$1,500,000 and the interest rate was changed to 8%. As part of the dissolution of District No. 1, the agreement and note were assigned to the District by an assignment agreement dated November 1, 2010. Through a series of amendments the agreement was extended to December 31, 2012 and the maximum principle amount was increased to \$2,200,000. On October 16, 2015, Lennar agreed to waive their rights to the collection of any amounts due under this agreement and cancelled the Note. See Note 5.

ADONEA METROPOLITAN DISTRICT NO. 2

Notes to Financial Statements  
December 31, 2016

The following is an analysis of changes in long-term debt for the period ending December 31, 2016:

|                            | Balance<br>1/1/2016  | Additions   | Deletions          | Balance<br>12/31/2016 | Due in<br>One Year |
|----------------------------|----------------------|-------------|--------------------|-----------------------|--------------------|
| General Obligation Limited |                      |             |                    |                       |                    |
| Tax Bond Series 2005A      | \$ 13,465,000        | \$ -        | \$ -               | \$ 13,465,000         | \$ -               |
| Revenue Bonds              |                      |             |                    |                       |                    |
| Series 2005B               | 5,715,000            | -           | -                  | 5,715,000             | -                  |
| Subordinate GO Bonds       |                      |             |                    |                       |                    |
| Series 2005C               | 3,290,000            | -           | -                  | 3,290,000             | -                  |
| Developer Note             | -                    | -           | -                  | -                     | -                  |
| Total                      | 22,470,000           | -           | -                  | 22,470,000            | -                  |
| Discount                   | (147,599)            | -           | (27,532)           | (120,067)             | -                  |
|                            | <u>\$ 22,322,401</u> | <u>\$ -</u> | <u>\$ (27,532)</u> | <u>\$ 22,349,933</u>  | <u>\$ -</u>        |

Debt Authorization

In 2004, a majority of the qualified electors of the District who voted in the election authorized the issuance of indebtedness of \$607,500,000 for acquisition, construction, installment, and equipping of capital improvements. The District Service Plan includes a debt authorization limit of \$45,000,000. As of December 31, 2016, the amount of debt authorized by the District's electorate but unissued was 570,730,054. The District has not budgeted to issue any new debt during 2017, but plans to refinance the Series 2005A Bonds and the Series C Bonds.

Note 5: Agreements

Bond Exchange Agreement

On October 28, 2016, the District entered into a Bond Exchange Agreement with Oakwood, whereby the District agreed that following the acquisition of the 2005B Bonds by Oakwood, (1) the District will convey Lots to Oakwood, (2) in exchange for the conveyance of Lots, Oakwood shall deliver Bonds to the District, and (3) the District shall deliver the Bonds to the Bond Trustee for cancellation upon certain conditions and terms as further described in the Bond Exchange Agreement. The Bond Exchange Agreement sets forth the method for calculating the bond exchange rate based upon the various lots/land owned by the District.

## ADONEA METROPOLITAN DISTRICT NO. 2

### Notes to Financial Statements December 31, 2016

If all Lots have not been exchanged for bonds as of June 30, 2027, or if the Oakwood has not constructed homes within the District for two consecutive years, the District may sell any remaining property at that time to any person for an amount determined by the District provided that (1) the purchase price for such Lots shall be no less than the Bond Exchange Amount for such Remaining Property and (ii) all proceeds from the sale of such Remaining Property shall be paid to Oakwood in exchange for the cancellation of Bonds for the Bond Exchange Amount. If Oakwood does not acquire the Bonds by April 21, 2017, then, any time thereafter either party may terminate the Bond Exchange Agreement. On April 17, 2017, the District and Oakwood entered into a First Amendment to the Bond Exchange Agreement to extend the required closing date from April 21, 2017 to April 28, 2017. On April 25, 2017 Oakwood acquired the 2005B Bonds. See Note 9 As part of the transaction Oakwood agreed to terminate the Facility Fee Resolution.

#### Agreement to Convey by Deed in Lieu of Foreclosure

On October 16, 2015, the District entered into an Agreement to Convey by Deed in Lieu of Foreclosure with Lennar whereby Lennar agreed to convey to the District the land along with all of the improvements within Filing 3 and 4 of the Adonea Subdivision to the District as required by the Facility Fee Resolution and as consideration for a release of Lennar's obligation to pay the Facility Fees, interest and other costs due to the District. Lennar also agreed to waive its rights to any reimbursement of amounts due under the Funding and Reimbursement Agreements, (Note 4) pay the Vacant Lot Fees through January 31, 2015, and pay property taxes for the period that they owned the Land.

#### Intergovernmental Agreements

On November 3, 2004, the District, along with the District No. 1, entered into an Amended and Restated Intergovernmental Agreement with the City of Aurora, as required by the Amended and Restated Consolidated Service Plan. Under this agreement, the District must obtain the approval of the Aurora City Council prior to any inclusion of property into the boundaries of the District, or any consolidation with any other special district. Prior to issuance of any privately placed debt, the District shall obtain a certificate from an External Financial Advisor certifying the reasonableness of the interest rate and the structure. Pursuant to the agreement and the Amended and Restated Consolidated Service Plan, the Taxing District is required to levy a regional mill levy and to remit it to an Aurora Regional Improvement ("ARI") Authority or to the City under certain circumstances.

The Amended and Restated Consolidated Service Plan requires the District to dedicate the public improvements to the City of Aurora for ownership and maintenance. The District is authorized, but not obligated to, operate and maintain the park and recreation improvements.

## ADONEA METROPOLITAN DISTRICT NO. 2

### Notes to Financial Statements December 31, 2016

#### Note 6: 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 (“the 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.

#### 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.

On November 4, 2003 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.

ADONEA METROPOLITAN DISTRICT NO. 2

Notes to Financial Statements  
December 31, 2016

Note 8: Reconciliation of Government-Wide Financial Statements and Fund Financial Statements

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

- 1) 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; and
- 2) facilities fees were recognized as revenue at the time they were due in the governmental funds; however, in the government-wide financial statements, they are held as a receivable along with accrued interest until they are paid.

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

- 1) Governmental funds report bond principal payments as; however, in the government-wide financial statements, this is reflected as changes in long-term liabilities;
- 2) bond discounts are recorded as revenues; however, in the statement of activities, this items is amortized over the term of the related debt; and
- 3) 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.

Note 9: Subsequent Event

Bond Exchange Agreement

On April 17, 2017, the District and Oakwood entered into a First Amendment to the Bond Exchange Agreement to extend the required closing date from April 21, 2017 to April 28, 2017. On April 25, 2017 Oakwood acquired the 2005 B Bonds.

System Development Fee Resolution

During 2017, the District adopted a System Development Fee Resolution. Pursuant to the Resolution builders will pay a System Development Fee when a building permit is issued, the amount collected will be held in escrow by the District and will be disbursed to entities constructing certain public improvements that will serve the property in the District.

SUPPLEMENTAL INFORMATION

**ADONEA METROPOLITAN DISTRICT NO. 2**

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

For the Year Ended December 31, 2016

|  | Original & Final     |                      | Variance                          |
|--|----------------------|----------------------|-----------------------------------|
|  | <u>Budget</u>        | <u>Actual</u>        | Favorable<br><u>(Unfavorable)</u> |
| <b>REVENUES</b>  |                      |                      |                                   |
| Property taxes   | \$ 583,533           | \$ 571,831           | \$ (11,702)                       |
| Property taxes - Regional ARI  | 11,671               | 11,437               | (234)                             |
| Specific ownership taxes   | 42,715               | 44,734               | 2,019                             |
| Specific ownership taxes - Regional ARI                                | 854                  | 895                  | 41                                |
| Unpaid principal and interest  | 185,409              | -                    | (185,409)                         |
| Interest income and other  | <u>27</u>            | <u>4,483</u>         | <u>4,456</u>                      |
| <br>Total Revenues   | <br><u>824,209</u>   | <br><u>633,380</u>   | <br><u>(190,829)</u>              |
| <br><b>EXPENDITURES</b>  |                      |                      |                                   |
| Bond interest expense  | 806,083              | 610,000              | 196,083                           |
| Trustee/paying agent fees  | 26                   | 9,278                | (9,252)                           |
| Legal  | -                    | 15,959               | (15,959)                          |
| Miscellaneous  | -                    | 121                  | (121)                             |
| Treasurer's fee  | 8,928                | 8,935                | (7)                               |
| Authority for ARI  | <u>12,350</u>        | <u>11,682</u>        | <u>668</u>                        |
| <br>Total Expenditures   | <br><u>827,387</u>   | <br><u>655,975</u>   | <br><u>171,412</u>                |
| <br>EXCESS (DEFICIENCY) OF REVENUES OVER<br>NET CHANGE IN FUND BALANCE | <br>(3,178)          | <br>(22,595)         | <br>(19,417)                      |
| <br><b>FUND BALANCE:</b>   |                      |                      |                                   |
| BEGINNING OF YEAR  | <u>66,219</u>        | <u>70,358</u>        | <u>4,139</u>                      |
| <br>END OF YEAR  | <br><u>\$ 63,041</u> | <br><u>\$ 47,763</u> | <br><u>\$ (15,278)</u>            |

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