

**CENTRAL PLATTE VALLEY METROPOLITAN DISTRICT**  
City and County of Denver, Colorado

**FINANCIAL STATEMENTS**  
December 31, 2016



**RECEIVED**

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Board of Directors  
Central Platte Valley Metropolitan District  
City and County of Denver, Colorado

### Independent Auditors' Report

We have audited the accompanying financial statements of the governmental activities and each major fund of the Central Platte Valley Metropolitan District, as of and for the year ended December 31, 2016, 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 opinions 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 District'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 District's internal control. Accordingly, we express no such opinion. An audit also includes evaluating the appropriateness of accounting principles 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 opinions.

#### ***Opinions***

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 Central Platte Valley Metropolitan District 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 accordance with accounting principles generally accepted in the United States of America.

***Other-Matters***

*Required Supplementary Information*

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.

*Other Information*

Our audit was conducted for the purpose of forming opinions on the financial statements that collectively comprise Central Platte Valley Metropolitan District's basic financial statements. The supplementary information as listed in the table of contents is presented for purposes of additional analysis and is not a required part of the basic financial statements.

The supplementary information is the responsibility of management and was derived from and relates directly to the underlying accounting and other records used to prepare the basic financial statements. Such information has been subjected to the auditing procedures applied in the audit of the basic financial statements and certain additional procedures, including comparing and reconciling such information directly to the underlying accounting and other records used to prepare the basic financial statements or to the basic financial statements themselves, and other additional procedures in accordance with auditing standards generally accepted in the United States of America. In our opinion, the supplementary information is fairly stated, in all material respects, in relation to the basic financial statements as a whole.

*Simmons & Wheeler P.C.*

Englewood, CO  
June 15, 2017

## **BASIC FINANCIAL STATEMENTS**

**CENTRAL PLATTE VALLEY METROPOLITAN DISTRICT**  
**STATEMENT OF NET POSITION**  
**December 31, 2016**

	<b>Governmental Activities</b>
<b>ASSETS</b>	
Cash and investments	\$ 953,276
Cash and investments - Restricted	8,296,500
Receivable - County Treasurer	34,822
Property taxes receivable	2,537,949
Prepaid expense	4,743
Interest receivable	400
Capital assets	
Capital assets not being depreciated	152,359
Capital assets, net of accumulated depreciation	13,879,033
Total assets	25,859,082
 <b>LIABILITIES</b>	
Accounts payable	36,037
Accounts payable - CPV Coordination MD	179,271
Property tax liability for rebates	32,279
Accrued interest payable	265,022
Deposits payable	5,000
Noncurrent liabilities:	
Due within one year	930,000
Due in more than one year	63,615,667
Total liabilities	65,063,276
 <b>DEFERRED INFLOWS OF RESOURCES</b>	
Property tax revenue	2,537,949
Total deferred inflows of resources	2,537,949
 <b>NET POSITION</b>	
Net investment in capital assets	(10,309,131)
Restricted for:	
Emergency reserves	52,000
Debt service	3,164,357
Unrestricted	(34,649,369)
Total net position	\$ (41,742,143)

These financial statements should be read only in connection with  
the accompanying notes to financial statements.

**CENTRAL PLATTE VALLEY METROPOLITAN DISTRICT  
STATEMENT OF ACTIVITIES  
Year Ended December 31, 2016**

<u>Functions/Programs</u>	<u>Expenses</u>	<u>Program Revenues</u>			<u>Net (Expense) Revenue and Changes in Net Position</u>
		<u>Charges for Services</u>	<u>Operating Grants and Contributions</u>	<u>Capital Grants and Contributions</u>	<u>Governmental Activities</u>
Primary government:					
Governmental activities:					
General government	\$ 1,977,053	\$ -	\$ -	\$ -	\$ (1,977,053)
Dedication of capital assets to other governments	58,034	-	-	-	(58,034)
Interest and related costs on long-term debt	3,242,815	-	-	-	(3,242,815)
Total governmental activities	<u>\$ 5,277,902</u>	<u>\$ -</u>	<u>\$ -</u>	<u>\$ -</u>	<u>(5,277,902)</u>
General revenues:					
Property taxes					3,109,554
TIF taxes					3,115,565
Specific ownership taxes					428,033
Net investment income					48,626
Other revenue					1,464
Total general revenues					<u>6,703,242</u>
Change in net position					1,425,340
Net position - Beginning					<u>(43,167,483)</u>
Net position - Ending					<u>\$ (41,742,143)</u>

These financial statements should be read only in connection with the accompanying notes to financial statements.

**CENTRAL PLATTE VALLEY METROPOLITAN DISTRICT  
BALANCE SHEET  
GOVERNMENTAL FUNDS  
December 31, 2016**

	<u>General</u>	<u>Debt Service</u>	<u>Capital Projects</u>	<u>Total Governmental Funds</u>
<b>ASSETS</b>				
Cash and investments	\$ 953,276	\$ -	\$ -	\$ 953,276
Cash and investments - Restricted	52,000	6,930,489	1,314,011	8,296,500
Receivable - County Treasurer	34,302	520	-	34,822
Property taxes receivable	662,066	1,875,883	-	2,537,949
Prepaid expense	243	4,500	-	4,743
Interest receivable	-	-	400	400
<b>TOTAL ASSETS</b>	<u>\$ 1,701,887</u>	<u>\$ 8,811,392</u>	<u>\$ 1,314,411</u>	<u>\$ 11,827,690</u>
<b>LIABILITIES, DEFERRED INFLOWS OF RESOURCES AND FUND BALANCES</b>				
<b>LIABILITIES</b>				
Accounts payable	\$ 24,607	\$ -	\$ 11,430	\$ 36,037
Accounts payable - CPV Coordination MD	175,661	-	3,610	179,271
Refundable deposit	-	-	5,000	5,000
Property tax liability for rebates	8,070	24,209	-	32,279
Total liabilities	<u>208,338</u>	<u>24,209</u>	<u>20,040</u>	<u>252,587</u>
<b>DEFERRED INFLOWS OF RESOURCES</b>				
Property tax revenue	662,066	1,875,883	-	2,537,949
Total deferred inflows of resources	<u>662,066</u>	<u>1,875,883</u>	<u>-</u>	<u>2,537,949</u>
<b>FUND BALANCES:</b>				
Nonspendable for:				
Prepaid expense	243	4,500	-	4,743
Restricted for:				
Emergencies (TABOR)	52,000	-	-	52,000
Bond reserve funds	-	3,481,921	-	3,481,921
Debt service	-	3,424,879	-	3,424,879
Assigned to:				
Capital projects	-	-	1,294,371	1,294,371
Unassigned:				
General government	779,240	-	-	779,240
Total fund balances	<u>831,483</u>	<u>6,911,300</u>	<u>1,294,371</u>	<u>9,037,154</u>
<b>TOTAL LIABILITIES, DEFERRED INFLOWS OF RESOURCES AND FUND BALANCES</b>	<u>\$ 1,701,887</u>	<u>\$ 8,811,392</u>	<u>\$ 1,314,411</u>	

Amounts reported for governmental activities in the statement of net position are different because:

Capital assets used in governmental activities are not financial resources and, therefore, are not reported in the funds	14,031,392
Long-term liabilities are not due and payable in the current period and, therefore, are not in the funds	
Bonds payable	(64,825,000)
Original issue discount	279,333
Accrued interest on bonds payable	(265,022)
Net position of governmental activities	<u>\$ (41,742,143)</u>

These financial statements should be read only in connection with the accompanying notes to financial statements.

**CENTRAL PLATTE VALLEY METROPOLITAN DISTRICT**  
**STATEMENT OF REVENUES, EXPENDITURES AND CHANGES IN FUND BALANCES**  
**GOVERNMENTAL FUNDS**  
**Year Ended December 31, 2016**

	<b>General</b>	<b>Debt Service</b>	<b>Capital Projects</b>	<b>Total Governmental Funds</b>
<b>REVENUES</b>				
Property taxes	\$ 497,998	\$ 2,611,556	\$ -	\$ 3,109,554
Specific ownership tax	428,033	-	-	428,033
TIF taxes	778,892	2,336,673	-	3,115,565
Net investment income	5,163	35,791	7,672	48,626
Event fees	1,464	-	-	1,464
Total revenues	<u>1,711,550</u>	<u>4,984,020</u>	<u>7,672</u>	<u>6,703,242</u>
<b>EXPENDITURES</b>				
Current				
Accounting	47,448	-	-	47,448
Audit	7,000	-	-	7,000
County Treasurer's fee	4,964	26,080	-	31,044
Directors' fees	5,300	-	-	5,300
Dues and licenses	4,238	-	-	4,238
Election	1,021	-	-	1,021
Engineering	19,619	-	196	19,815
Insurance and bonds	29,934	-	-	29,934
Management	51,916	-	-	51,916
Legal	69,507	-	-	69,507
Payroll taxes	405	-	-	405
Professional services	-	-	4,835	4,835
Settlement costs	-	-	45,000	45,000
Miscellaneous	240	-	-	240
Website maintenance	813	-	-	813
Capital expenditures				
Capital outlay	-	-	202,031	202,031
Debt service				
Bond principal	-	480,000	-	480,000
Bond interest	-	3,198,014	-	3,198,014
Paying agent fees	-	1,500	-	1,500
Total expenditures	<u>242,405</u>	<u>3,705,594</u>	<u>252,062</u>	<u>4,200,061</u>
<b>EXCESS OF REVENUES OVER (UNDER) EXPENDITURES</b>	<u>1,469,145</u>	<u>1,278,426</u>	<u>(244,390)</u>	<u>2,503,181</u>
<b>OTHER FINANCING SOURCES (USES)</b>				
Payment to CPV Coordination District	(1,085,401)	-	(22,029)	(1,107,430)
Transfers from (to) other funds	(377,000)	-	377,000	-
Total other financing sources (uses)	<u>(1,462,401)</u>	<u>-</u>	<u>354,971</u>	<u>(1,107,430)</u>
<b>NET CHANGE IN FUND BALANCES</b>	6,744	1,278,426	110,581	1,395,751
<b>FUND BALANCES - BEGINNING OF YEAR</b>	824,739	5,632,874	1,183,790	7,641,403
<b>FUND BALANCES - END OF YEAR</b>	<u>\$ 831,483</u>	<u>\$ 6,911,300</u>	<u>\$ 1,294,371</u>	<u>\$ 9,037,154</u>

These financial statements should be read in connection with the  
accompanying notes to financial statements.

**CENTRAL PLATTE VALLEY METROPOLITAN DISTRICT  
RECONCILIATION OF THE STATEMENT OF REVENUES,  
EXPENDITURES AND CHANGES IN FUND BALANCES OF GOVERNMENTAL FUNDS  
TO THE STATEMENT OF ACTIVITIES  
Year Ended December 31, 2016**

Amounts reported for governmental activities in the statement of activities are different because:

Net changes in fund balances - Total governmental funds	\$ 1,395,751
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Governmental funds report capital outlays as expenditures. In the statement of activities, capital outlay is not reported as an expenditure. However, the statement of activities will report as depreciation expense the allocation of the cost of any depreciable assets over the estimated useful life of the asset. During the current period, this is the net amount of capital outlay.

Capital outlay	202,031
Depreciation expense	(577,187)
Conveyance of capital assets to other governments	(58,034)

The issuance of long-term debt provides current financial resources to governmental funds, while the repayment of principal of long-term debt consumes the current financial resources of governmental funds. Neither transaction, however, has any effect on net assets. The net effect of these differences in the treatment of long-term debt is as follows:

Current year amortization of bond discount	(18,700)
Current year bond principal payment	480,000

Some expenses reported in the statement of activities do not require the use of current financial resources and, therefore, are not reported as expenditures in governmental funds:

Accrued interest on bonds payable - Change in liability	1,479
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Change in net position of governmental activities	\$ 1,425,340
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These financial statements should be read only in connection with the accompanying notes to financial statements.

**CENTRAL PLATTE VALLEY METROPOLITAN DISTRICT  
GENERAL FUND  
STATEMENT OF REVENUES, EXPENDITURES AND CHANGES IN  
FUND BALANCES - BUDGET AND ACTUAL  
Year Ended December 31, 2016**

	<b>Budgeted Amounts Original/ Final</b>	<b>Actual Amounts</b>	<b>Variance with Final Budget Positive (Negative)</b>
<b>REVENUES</b>			
Property taxes	\$ 530,061	\$ 497,998	\$ (32,063)
Specific ownership tax	481,900	428,033	(53,867)
TIF taxes	797,985	778,892	(19,093)
Net investment income	1,900	5,163	3,263
Event fees	10,000	1,464	(8,536)
Total revenues	<u>1,821,846</u>	<u>1,711,550</u>	<u>(110,296)</u>
<b>EXPENDITURES</b>			
Accounting	30,000	47,448	(17,448)
Audit	7,500	7,000	500
County Treasurer's fee	5,300	4,964	336
Directors' fees	6,000	5,300	700
Dues and licenses	4,000	4,238	(238)
Election	15,000	1,021	13,979
Engineering	-	19,619	(19,619)
Event refund	8,000	-	8,000
Insurance and bonds	30,000	29,934	66
Management	40,000	51,916	(11,916)
Legal	65,000	69,507	(4,507)
Payroll taxes	459	405	54
Miscellaneous	500	240	260
Website maintenance	3,000	813	2,187
Contingency	8,985	-	8,985
Total expenditures	<u>223,744</u>	<u>242,405</u>	<u>(18,661)</u>
<b>EXCESS OF REVENUES OVER (UNDER) EXPENDITURES</b>	<u>1,598,102</u>	<u>1,469,145</u>	<u>(128,957)</u>
<b>OTHER FINANCING SOURCES (USES)</b>			
Transfers from (to) other funds	(411,256)	(377,000)	34,256
Payment to CPV Coordination District	(1,125,000)	(1,085,401)	39,599
Total other financing sources (uses)	<u>(1,536,256)</u>	<u>(1,462,401)</u>	<u>73,855</u>
<b>EXCESS OF REVENUES AND OTHER FINANCING SOURCES OVER (UNDER) EXPENDITURES AND OTHER FINANCING (USES)</b>	61,846	6,744	(55,102)
<b>FUND BALANCES - BEGINNING OF YEAR</b>	861,760	824,739	(37,021)
<b>FUND BALANCES - END OF YEAR</b>	<u>\$ 923,606</u>	<u>\$ 831,483</u>	<u>\$ (92,123)</u>

These financial statements should be read only in connection with the  
accompanying notes to financial statements.

**CENTRAL PLATTE VALLEY METROPOLITAN DISTRICT**  
**NOTES TO FINANCIAL STATEMENTS**  
**December 31, 2016**

**NOTE 1 - DEFINITION OF REPORTING ENTITY**

Central Platte Valley Metropolitan District (District), a quasi-municipal corporation and political subdivision of the State of Colorado, was organized by order and decree of the District Court for the City and County of Denver, Colorado, on May 21, 1998, and is governed pursuant to provisions of the Colorado Special District Act (Title 32, Article 1, Colorado Revised Statutes). The District's service area is located entirely within the City and County of Denver, Colorado (City). The District was established to provide for the design, construction, installation, financing, and acquisition of certain street, safety protection, water, sanitation, and park and recreation improvements in compliance with the Service Plan approved by the City Council on January 30, 1998, and as revised on March 9, 1998, and amended on September 28, 2000.

The District follows the Governmental Accounting Standards Board (GASB) accounting pronouncements which provide guidance for determining which governmental activities, organizations, and functions should be included within the financial reporting entity. GASB pronouncements set 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 District is not financially accountable for any other organization, nor is the District a component unit of any other primary governmental entity, including the City.

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

After the issue date of the District's Series 2001 Bonds, the District approved an exclusion petition for the land which is a substantial portion (approximately 46%) of the land in the District. Under Colorado statutes, the excluded property remains subject to its proportionate share of the District's property tax levy for debt service on general obligation bonds outstanding on the date of exclusion, but not for future operating levies or bonds issued subsequent to the date of exclusion.

On February 19, 2013, an order and decree was filed and granted in the District Court of Denver County organizing the Central Platte Valley Coordination Metropolitan District (Coordination District). The Coordination District was organized to implement a multi-district structure to more effectively accommodate both residential and commercial development within and without the District's and the Coordination District's physical boundaries.

The Coordination District is responsible for coordinating the operation and maintenance of all public services and improvements throughout the development. The Coordination District has entered into such necessary and appropriate agreements with the District and other governmental and non-governmental entities to provide for the operation and maintenance of all of the improvements and the provision of public services not otherwise dedicated to third party entities.

**CENTRAL PLATTE VALLEY METROPOLITAN DISTRICT**  
**NOTES TO FINANCIAL STATEMENTS**  
**December 31, 2016**

**NOTE 1 - DEFINITION OF REPORTING ENTITY (CONTINUED)**

The Coordination District is dependent upon the District and other governmental entities and third parties for the generation and advancement of funds. The Coordination District has no power to issue any debt and no authority to impose a mill levy upon any property within or without its boundaries. Rather, the primary source of revenue available to the Coordination District is based upon its ability to enter into inter-governmental agreements with other governmental entities (IGAs). The basic nature of these IGAs would be for a governmental entity with taxing or other revenue-generating authority (such as the District) to transfer revenues to the Coordination District, which would then use the funds to the benefit of the entire development.

During 2016, the District expended \$1,107,430 of costs associated with the operation of the Coordination District.

**NOTE 2 - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES**

The more significant accounting policies of the District are described as follows:

**Government-wide and Fund Financial Statements**

The government-wide financial statements include the statement of net position and the statement of activities. These financial statements include all of the activities of the District. The effect of interfund activity has been removed from these statements. Governmental activities are normally supported by taxes and intergovernmental revenues.

The statement of net position reports all financial and capital resources of the District. The difference between the sum of assets and deferred outflows of resources and the sum of liabilities and deferred inflows of resources is reported as net position.

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.

Separate financial statements are provided for governmental funds. 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 related cash flows.

**CENTRAL PLATTE VALLEY METROPOLITAN DISTRICT**  
**NOTES TO FINANCIAL STATEMENTS**  
**December 31, 2016**

**NOTE 2 - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)**

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 major sources of revenue susceptible to accrual are property taxes, specific ownership taxes and TIF taxes. All other revenue items are considered to be measurable and available only when cash is received by the District. Expenditures, other than interest on long-term obligations, are recorded when the liability is incurred or the long-term obligation is due.

The District reports the following major governmental funds:

The General Fund is the District's primary operating fund. It accounts for all financial resources of the general government, except those required to be accounted for in another fund.

The Debt Service Fund accounts for the resources accumulated and payments made for principal and interest on long-term debt of the governmental funds.

The Capital Projects Fund is used to account for financial resources to be used for the acquisition and construction of capital equipment and facilities.

**Budgets**

In accordance with the Local Government Budget Law, the District's Board of Directors holds public hearings in the fall each year to approve the budget and appropriate the funds for the ensuing year. The appropriation is at the total fund expenditures and other financing uses level and lapses at year end. 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.

**Pooled Cash and Investments**

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 single bank account. 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.

**CENTRAL PLATTE VALLEY METROPOLITAN DISTRICT**  
**NOTES TO FINANCIAL STATEMENTS**  
**December 31, 2016**

**NOTE 2 - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)**

**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 taxpayer's election, in February and June. Delinquent taxpayers are notified in August, and generally sales of the tax liens on delinquent properties are 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 inflow of resources in the year they are levied and measurable. The unearned property tax revenues are recorded as revenue in the year they are available or collected.

**Capital Assets**

Capital assets, which include property, 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. Such assets are recorded at historical cost or estimated historical cost if purchased or constructed. Donated capital assets are recorded at estimated fair value at the date of donation.

Capital assets which are anticipated to be conveyed to other governmental entities are recorded as construction in process, and are not included in the calculation of net investment in capital assets component of the District's net position.

The costs of normal maintenance and repairs that do not add to the value of the asset 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. Depreciation expense has been computed using the straight-line method over the estimated economic useful lives:

Bridges	50 years
Lighting and electrical equipment	15-25 years
Fountains	15 years
Back-of-curb infrastructure/fixtures	10-25 years
Security cameras	7 years

**Amortization**

**Original Issue Discount/Premium**

In the government-wide financial statements, bond premiums and discounts are deferred and amortized over the life of the bonds using the interest method. Unamortized amounts are netted against the outstanding balance of debt.

**CENTRAL PLATTE VALLEY METROPOLITAN DISTRICT  
NOTES TO FINANCIAL STATEMENTS  
December 31, 2016**

**NOTE 2 - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)**

In the fund financial statements, governmental fund types recognize bond premiums and discounts during the current period. The face amount of debt issued is reported as other financing sources. Premiums received on debt issuances are reported as other financing sources while discounts on debt issuances are reported as other financing uses.

**Deferred Inflows of Resources**

In addition to liabilities, the statement of net position reports 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 only one item that qualifies for reporting in this category. Accordingly, the item, property tax revenue, is deferred and recognized as an inflow of resources in the period that the amounts become available.

**Equity**

***Net Position***

For government-wide presentation purposes when both restricted and unrestricted resources are available for use, it is the government's practice to use restricted resources first, then unrestricted resources as they are needed.

***Fund Balance***

Fund balance for governmental funds should be reported in classifications that comprise a hierarchy based on the extent to which the government is bound to honor constraints on the specific purposes for which spending can occur. Governmental funds report up to five classifications of fund balance: nonspendable, restricted, committed, assigned, and unassigned. Because circumstances differ among governments, not every government or every governmental fund will present all of these components. The following classifications describe the relative strength of the spending constraints:

- *Nonspendable fund balance* – The portion of fund balance that cannot be spent because it is either not in spendable form (such as prepaid amounts or inventory) or legally or contractually required to be maintained intact.
- *Restricted fund balance* – The portion of fund balance that is constrained to being used for a specific purpose by external parties (such as bondholders), constitutional provisions, or enabling legislation.
- *Committed fund balance* – The portion of fund balance that can only be used for specific purposes pursuant to constraints imposed by 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.

**CENTRAL PLATTE VALLEY METROPOLITAN DISTRICT  
NOTES TO FINANCIAL STATEMENTS  
December 31, 2016**

**NOTE 2 - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)**

- *Assigned fund balance* – The portion of fund balance that is constrained by the government’s intent to be used for specific purposes, but is neither restricted nor committed. Intent is expressed by the Board of Directors to be used for a specific purpose. Constraints imposed on the use of assigned amounts are more easily removed or modified than those imposed on amounts that are classified as committed.
- *Unassigned fund balance* – The residual portion of fund balance that does not meet any of the criteria described above.

If more than one classification of fund balance is available for use when an expenditure is incurred, it is the District’s practice to use the most restrictive classification first.

**NOTE 3 - CASH AND INVESTMENTS**

Cash and investments as of December 31, 2016, are classified in the accompanying financial statements as follows:

Statement of net position:

Cash and investments	\$ 953,276
Cash and investments - Restricted	<u>8,296,500</u>
Total cash and investments	<u>\$ 9,249,776</u>

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

Deposits with financial institutions	\$ 706,050
Investments	<u>8,543,726</u>
Total cash and investments	<u>\$ 9,249,776</u>

**Deposits with Financial Institutions**

The Colorado Public Deposit Protection Act (PDPA) requires that all units of local government deposit cash in eligible public depositories. Eligibility is determined by state regulators. 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 for all the uninsured public deposits as a group is to be maintained by another institution or held in trust. The market value of the collateral must be at least 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.

**CENTRAL PLATTE VALLEY METROPOLITAN DISTRICT  
NOTES TO FINANCIAL STATEMENTS  
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**NOTE 3 - CASH AND INVESTMENTS (CONTINUED)**

At December 31, 2016, the District's cash deposits had a bank balance and a carrying balance as follows:

	<b>Bank Balance</b>	<b>Carrying Balance</b>
Insured deposits	\$ 252,604	\$ 252,604
Deposits collateralized in single institution pools	453,446	453,446
	<u>\$ 706,050</u>	<u>\$ 706,050</u>

**Investments**

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

The District generally limits its concentration of investments to those noted with an asterisk (\*) below, which are believed to have minimal credit risk, minimal interest rate risk and no foreign currency risk. Additionally, the District is not subject to concentration risk or investment custodial risk disclosure requirements for investments that are in the possession of another party.

Colorado revised statutes limit investment maturities by governmental entities to five years or less unless formally approved by the Board of Directors, such actions are generally associated with a debt service reserve or sinking fund requirements.

Colorado statutes specify investment instruments meeting defined rating and risk criteria in which local governments may invest which include:

- . Obligations of the United States, certain U.S. government agency securities, and securities of the World Bank
- . General obligation and revenue bonds of U.S. local government entities
- . Certain certificates of participation
- . Certain securities lending agreements
- . Bankers' acceptances of certain banks
- . Commercial paper
- . Written repurchase and reverse repurchase agreements collateralized by certain authorized securities
- . Certain money market funds
- . Guaranteed investment contracts
- \* Local government investment pools

**CENTRAL PLATTE VALLEY METROPOLITAN DISTRICT  
NOTES TO FINANCIAL STATEMENTS  
December 31, 2016**

**NOTE 3 - CASH AND INVESTMENTS (CONTINUED)**

**Fair Value Measurement and Application**

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; and 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.

The District had invested in COLOTRUST, an external investment pool that records its investments at fair value and measures fair value using Level 2 inputs.

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

<b>Investment</b>	<b>Maturity</b>	<b>Fair Value / Balance</b>
Colorado Surplus Asset Fund Trust (CSAFE)	Weighted average under 60 days	\$ 8,179,428
Colorado Local Government Liquid Asset Trust (Colotrust)	Weighted average under 60 days	364,298
		<u>\$ 8,543,726</u>

**CSAFE**

The District invested in the Colorado Surplus Asset Fund Trust (CSAFE), which 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 CSAFE. CSAFE 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 a custodian agreement. 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 custodian's internal records segregate investments owned by CSAFE. CSAFE is rated AAAM by Standard & Poor's.

**CENTRAL PLATTE VALLEY METROPOLITAN DISTRICT**  
**NOTES TO FINANCIAL STATEMENTS**  
**December 31, 2016**

**NOTE 3 - CASH AND INVESTMENTS (CONTINUED)**

**COLOTRUST**

The District invested in the Colorado Local Government Liquid Asset Trust (COLOTRUST) (the Trust), an investment vehicle 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 Trust operates similarly to a money market fund and each share is equal in value to \$1.00. The Trust offers shares in two portfolios, COLOTRUST PRIME and COLOTRUST PLUS+. Both portfolios may invest in U.S. Treasury securities 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 any security allowed under CRS 24-75-601. A designated custodial bank serves as custodian for the Trust's portfolios pursuant to a custodian agreement. The custodian acts as safekeeping agent for the Trust's investment portfolios and provides services as the depository in connection with direct investments and withdrawals. The custodian's internal records segregate investments owned by the Trust. COLOTRUST is rated AAAM by Standard & Poor's.

**CENTRAL PLATTE VALLEY METROPOLITAN DISTRICT**  
**NOTES TO FINANCIAL STATEMENTS**  
**December 31, 2016**

**NOTE 4 - CAPITAL ASSETS**

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

<u>By Classification</u>	<u>Balance at December 31, 2015</u>	<u>Additions</u>	<u>Transfers and Retirements</u>	<u>Balance at December 31, 2016</u>
Capital assets, not being depreciated				
Landscape improvements	\$ 130,289	\$ 22,070	\$ -	\$ 152,359
Construction in process	-	58,034	58,034	-
Total capital assets, not being depreciated	<u>130,289</u>	<u>80,104</u>	<u>58,034</u>	<u>152,359</u>
Capital assets, being depreciated				
Millennium Bridge	10,943,481	-	-	10,943,481
Union Gateway Bridge	5,037,796	-	-	5,037,796
Fountain	300,000	-	-	300,000
Pedestrian lights	474,586	-	-	474,586
Transformer housing	16,000	-	-	16,000
Irrigation system	87,797	17,264	-	105,061
Granite	1,835,440	-	-	1,835,440
Sidewalks/back of curb landscaping	848,675	62,129	-	910,804
Security cameras	-	42,534	-	42,534
Back-of-curb infrastructure/fixtures	124,000	-	-	124,000
Total capital assets, being depreciated	<u>19,667,775</u>	<u>121,927</u>	<u>-</u>	<u>19,789,702</u>
Less accumulated depreciation for:				
Millennium Bridge	(2,794,109)	(301,802)	-	(3,095,911)
Union Gateway Bridge	(605,333)	(101,438)	-	(706,771)
Fountain	(260,000)	(20,000)	-	(280,000)
Pedestrian lights	(331,630)	(26,039)	-	(357,669)
Transformer housing	(10,400)	(800)	-	(11,200)
Irrigation system	(51,593)	(5,253)	-	(56,846)
Granite	(887,979)	(73,854)	-	(961,833)
Sidewalks/back of curb landscaping	(275,263)	(43,988)	-	(319,251)
Security cameras	-	(3,038)	-	(3,038)
Back-of-curb infrastructure/fixtures	(117,175)	(975)	-	(118,150)
Total accumulated depreciation	<u>(5,333,482)</u>	<u>(577,187)</u>	<u>-</u>	<u>(5,910,669)</u>
Total capital assets, being depreciated, net	<u>14,334,293</u>	<u>(455,260)</u>	<u>-</u>	<u>13,879,033</u>
Governmental activities - Capital assets, net	<u>\$ 14,464,582</u>	<u>\$ (375,156)</u>	<u>\$ 58,034</u>	<u>\$ 14,031,392</u>

Depreciation expense was charged to functions/programs of the District as follows:

Governmental Activities:	
General government	<u>\$ 577,187</u>

**CENTRAL PLATTE VALLEY METROPOLITAN DISTRICT  
NOTES TO FINANCIAL STATEMENTS  
December 31, 2016**

**NOTE 4 - CAPITAL ASSETS (CONTINUED)**

The construction in process for Chestnut Street, 18<sup>th</sup> Street, and 19<sup>th</sup> Street was conveyed to the City during 2016. Certain assets (primarily the Millennium Bridge, Union Gateway pedestrian bridge, 17<sup>th</sup> Street Gardens, and the 16<sup>th</sup> Street Mall plaza/fountain area) will remain with the District for ownership and maintenance. The District is also responsible for the maintenance of back-of-curb landscaping within the District and within the land previously excluded from the District.

**NOTE 5 - LONG-TERM OBLIGATIONS**

The following is an analysis of the changes in long-term obligations for the year ended December 31, 2016:

	<u>Balance at December 31, 2015</u>	<u>Additions</u>	<u>Retirements</u>	<u>Balance at December 31, 2016</u>	<u>Amount Due Within One Year</u>
General Obligation Refunding Bond Series 2013 A	\$ 43,025,000	\$ -	\$ 75,000	\$ 42,950,000	\$ 510,000
General Obligation Refunding Bond Series 2014	22,280,000	-	405,000	21,875,000	420,000
	<u>65,305,000</u>	<u>-</u>	<u>480,000</u>	<u>64,825,000</u>	<u>930,000</u>
Series 2013 A Bond Discount	(298,033)	-	(18,700)	(279,333)	(18,674)
	<u>\$ 65,006,967</u>	<u>\$ -</u>	<u>\$ 461,300</u>	<u>\$ 64,545,667</u>	<u>\$ 911,326</u>

**General Obligation Bonds**

On October 1, 2013, the District issued \$43,025,000 in General Obligation Refunding Bonds, Series 2013A. The bonds are term bonds and bear interest of 4.010% to 6.000% per annum, payable semiannually on June 1 and December 1 of each year, commencing December 1, 2013. Annual mandatory sinking fund principal payments are due on December 1 of each year beginning on December 1, 2016. The bonds are subject to redemption prior to maturity at the option of the District on or after December 1, 2023, at a redemption price equal to the principal amount of each bond or portion thereof redeemed, plus accrued interest thereon to the date of redemption, without premium or penalty. The final maturity on the bonds is December 1, 2038.

The bonds were issued for the purpose of refunding, paying at maturity, and redeeming the District's outstanding Tax Exempt Loans Series 2009A1 in the outstanding principal amount of \$28,995,000, and Tax Exempt Loans Series 2009A2, in the outstanding principal amount of \$9,505,000, and paying amounts under the Interest Rate Exchange Agreements due as a result of the payment in full of the Refunding Obligations. Proceeds of the bonds were also used to fund the Reserve Fund, and pay costs in connection with the issuance of the Bonds.

**CENTRAL PLATTE VALLEY METROPOLITAN DISTRICT**  
**NOTES TO FINANCIAL STATEMENTS**  
**December 31, 2016**

**NOTE 5 - LONG-TERM OBLIGATIONS (CONTINUED)**

The bonds are secured by and payable from pledged revenue consisting of: 1) the Required Mill Levy, which is an ad valorem property tax revenue derived from the mill levy certified and levied on the original taxing area, which is the original boundaries of the District established pursuant to the service plan and order and decree as existing prior to the effective date of any orders of exclusion in an amount sufficient when combined with other Pledged Revenues to pay the principal of, premium if any, and interest on the bonds as the same become due, and to replenish the Reserve Fund to the Reserve Fund Requirement, within twelve months of any withdrawal therefore in accordance with the Indenture, without limitation of rate and in amounts sufficient to make such payment and replenishments when due; and 2) any other legally available monies which the District determines to be treated as Pledged Revenue. The bonds are also secured by amounts held by the Trustee in the Reserve Fund, which was funded with proceeds in the amount of the Reserve Requirement of \$1,636,493. The balance in the Reserve Fund at December 31, 2016, was \$1,638,628.

On October 15, 2014, the District issued \$22,280,000 in General Obligation Refunding Bonds, Series 2014. The bonds are term bonds and bear interest of 3.640% to 5.000% per annum, payable semiannually on June 1 and December 1 of each year, commencing December 1, 2014. Annual mandatory sinking fund principal payments are due on December 1 of each year beginning December 1, 2016. The bonds are subject to redemption prior to maturity at the option of the District on or after December 1, 2023, on any interest payment date at the redemption price equal to the principal amount of each Series 2014 Bond or portion thereof redeemed, plus accrued interest thereon to the date of redemption. The final maturity on the bonds is December 1, 2043.

The bonds were issued for the purpose of refunding, paying at maturity, and redeeming the District's outstanding Tax Exempt Loan Series 2009B in the outstanding principal amount of \$19,480,000, and paying amounts under the Interest Rate Exchange Agreements due as a result of the payment in full of the Refunding Obligations. Proceeds of the bonds were also used to fund the Reserve Fund, and pay costs in connection with the issuance of the Bonds.

The Bonds are general obligations of the District secured by the District's covenant to levy an ad valorem property tax on all of the taxable property in the District's Operating District without limitation of rate and in amounts sufficient to pay the Bonds and the interest thereon as the same become due. The Bonds are also secured by the amount held by the Trustee in the Reserve Fund, which was funded with the proceeds in the amount of the Reserve Requirement of \$1,845,428. The balance in the Reserve Fund at December 31, 2016, was \$1,847,836.

**CENTRAL PLATTE VALLEY METROPOLITAN DISTRICT  
NOTES TO FINANCIAL STATEMENTS  
December 31, 2016**

**NOTE 5 - LONG-TERM OBLIGATIONS (CONTINUED)**

The District's long-term obligations mature as follows:

	<b>General Obligation Bonds</b>		<b>Total</b>
	<b>Principal</b>	<b>Interest</b>	
2017	\$ 930,000	\$ 3,180,264	\$ 4,110,264
2018	1,470,000	3,144,525	4,614,525
2019	1,565,000	3,087,188	4,652,188
2020	1,670,000	3,026,096	4,696,096
2021	1,745,000	2,960,850	4,705,850
2022-2026	10,050,000	13,713,923	23,763,923
2027-2031	13,055,000	11,352,167	24,407,167
2032-2036	16,920,000	7,544,581	24,464,581
2037-2041	13,090,000	2,623,225	15,713,225
2042-2043	4,330,000	372,500	4,702,500
	<u>\$ 64,825,000</u>	<u>\$ 51,005,319</u>	<u>\$ 115,830,319</u>

**Authorized Debt**

On May 5, 1998, a majority of the qualified electors of the District authorized the issuance of indebtedness in an amount not to exceed \$12,000,000 for special obligation revenue bonds at an interest rate not to exceed 9.15% per annum and \$57,000,000 for general obligation bonds at an interest rate not to exceed 18% per annum. On November 7, 2000, a majority of the qualified electors of the District authorized the issuance of additional general obligation indebtedness of \$65,000,000 at an interest rate not to exceed 18% per annum. On November 2, 2004, a majority of the qualified electors of the District authorized the issuance of additional general obligation indebtedness of \$65,000,000 at an interest rate not to exceed 18% per annum. On November 1, 2005, a majority of the qualified electors of the District authorized the issuance of additional general obligation indebtedness of \$10,000,000 at an interest rate not to exceed 18% per annum. On November 5, 2013, a majority of the qualified electors of the District authorized the issuance of additional general obligation indebtedness of \$223,515,000 at an interest rate not to exceed 18% per annum.

**CENTRAL PLATTE VALLEY METROPOLITAN DISTRICT  
NOTES TO FINANCIAL STATEMENTS  
December 31, 2016**

**NOTE 5 - LONG-TERM OBLIGATIONS (CONTINUED)**

At December 1, 2016, the District had authorized, but unissued general obligation indebtedness in the following amounts for the following purposes:

	<u>Authorized May 5, 1998 Election</u>	<u>Authorized November 7, 2000 Election</u>	<u>Authorized November 2, 2004 Election</u>	<u>Authorized November 1, 2005 Election</u>	<u>Authorized November 5, 2013 Election</u>	<u>Total Authorization</u>
Streets	\$41,920,000	\$ 25,870,000	\$ 25,870,000	\$ -	\$ 50,675,000	\$ 144,335,000
Traffic controls	1,830,000	930,000	930,000	-	1,990,000	5,680,000
Water	11,100,000	5,100,000	5,100,000	-	14,985,000	36,285,000
Sanitary sewer	500,000	200,000	200,000	-	250,000	1,150,000
Parks and recreation	1,400,000	400,000	400,000	-	1,200,000	3,400,000
Operations and maintenance	250,000	-	-	10,000,000	9,415,000	19,665,000
Debt refunding	-	32,500,000	32,500,000	-	145,000,000	210,000,000
	<u>\$57,000,000</u>	<u>\$ 65,000,000</u>	<u>\$ 65,000,000</u>	<u>\$ 10,000,000</u>	<u>\$ 223,515,000</u>	<u>\$ 420,515,000</u>

	<u>Authorization Used</u>						<u>Remaining Authorization</u>
	<u>Series 1998 Bonds</u>	<u>Series 1999 Bonds</u>	<u>Series 2001 Bonds</u>	<u>Series 2005 Bonds</u>	<u>Series 2006 Bonds</u>	<u>Series 2009 Loans</u>	
Streets	\$ 1,500,000	\$ 14,550,000	\$ 8,200,000	\$ -	\$ 18,735,000	\$ 30,000,000	\$ 71,350,000
Traffic controls	-	900,000	800,000	-	-	1,000,000	2,980,000
Water	-	6,000,000	-	-	315,000	4,000,000	25,970,000
Sanitary sewer	-	300,000	-	-	350,000	-	500,000
Parks and recreation	1,000,000	-	-	-	-	1,000,000	1,400,000
Operations and maintenance	-	250,000	-	585,000	-	-	18,830,000
Debt refunding	-	-	29,905,000	2,165,000	-	22,835,000	155,095,000
	<u>\$ 2,500,000</u>	<u>\$ 22,000,000</u>	<u>\$ 38,905,000</u>	<u>\$ 2,750,000</u>	<u>\$ 19,400,000</u>	<u>\$ 58,835,000</u>	<u>\$ 276,125,000</u>

The issuance of the 2013 and 2014 bonds for the purpose of refunding the District's Series 2009A-1, 2009A-2 and 2009B loans did not use any debt authorization because the financing was from a high to low refunding.

For so long as any of the Bonds remain outstanding, the District will not issue any debt which is on a parity lien status with the Bonds or expressly stated to be junior and subordinate to the lien and encumbrance upon the trust estate of the bonds. In addition, the District may not have any amounts due and owing by it under any capital leases in an aggregate amount at any one time greater than \$100,000. The District's Service Plan places further restrictions on the District's ability to issue general obligation bonds and other indebtedness.

**CENTRAL PLATTE VALLEY METROPOLITAN DISTRICT  
NOTES TO FINANCIAL STATEMENTS  
December 31, 2016**

**NOTE 6 - NET POSITION**

The District has net position consisting of three components - net investment in capital assets, restricted and unrestricted.

The net investment in capital assets component of net position consists of capital assets that will be owned by the District, net of accumulated depreciation and reduced by the outstanding balances of bonds, mortgages, notes, or other borrowings that are attributable to the acquisition, construction, or improvements of those assets. As of December 31, 2016, the District's net investment in capital assets was calculated as follows:

	<b>Governmental Activities</b>
Net investment in capital assets	
Capital assets, net	\$ 14,031,392
Less: capital related debt	
Current portion of long-term obligations	(353,009)
Noncurrent portion of long-term obligations	(24,253,220)
Plus:	
Unspent bond proceeds	265,706
Net investment in capital assets	\$ (10,309,131)

The restricted component of net position includes assets that are restricted for use either externally by creditors, grantors, contributors, or laws and regulations of other governments; or imposed by law through constitutional provisions or enabling legislation. The District had restricted net position of \$52,000 for emergency reserves and \$3,164,357 for debt service requirements as of December 31, 2016.

The unrestricted component of net position is the net amount of the assets, deferred outflows of resources, liabilities, and deferred inflows of resources that are not included in the determination of net investment in capital assets or the restricted component of net position.

The District has a deficit in unrestricted net position as of December 31, 2016. This deficit amount is the result of the District being responsible for the payment of debt issued for public improvements which were conveyed to other governmental entities and which costs were removed from the District's financial records.

**CENTRAL PLATTE VALLEY METROPOLITAN DISTRICT  
NOTES TO FINANCIAL STATEMENTS  
December 31, 2016**

**NOTE 7 - INTERGOVERNMENTAL AGREEMENTS**

**Infrastructure/Open Space Agreement**

On September 22, 1998, the District, City and Trillium Corporation (Trillium) signed the Infrastructure/Open Space Agreement, which was amended on September 11, 2001. This Agreement provides for the cost sharing for approximately \$40,133,000 of infrastructure improvements within the Central Platte Valley project area. The Agreement details the procedures and administration with a bank trustee in order to fund the design and complete the construction of improvements with bond proceeds.

Through 2016, the District has funded \$2,151,422 from the Series 1998 General Obligation Bonds, \$15,152,181 from the Series 1999 General Obligation Bonds, and \$11,746,186 from the Special Obligation Revenue Bonds under the Agreement. Project funding from the Series 2001B (\$6,732,454) and Series 2006 (\$14,231,319) General Obligation Bonds are not subject to the Agreement. The District completed all remaining capital improvements in accordance with its Service Plan with available capital funds. The projects completed were street construction and back of curb improvements for 18<sup>th</sup> Street, 19<sup>th</sup> Street, and Chestnut Place, as well as back of curb improvements for Wewatta Street and the 19<sup>th</sup> and Wewatta Street traffic signal. These projects were completed in 2016 and transferred to the City for acceptance.

The Agreement required the City to make annual payments to the Trustee, subject to the City's annual appropriations to authorize the expenditure, in order to fund the debt service required by the Special Obligation Revenue Bonds. This obligation was satisfied in 2005.

On April 14, 2010, the District entered into second amendment to the Infrastructure/Open Space Agreement. The second amendment is between the District, the City, Trillium, WODO, LLC (WODO) (an affiliate of Trillium), and the Denver Union Station Project Authority (DUSPA). During 2009, a portion of the District was included within the Denver Union Station (DUS) Project area. Several financing and coordinating entities have been formed to address the public infrastructure that will be designed, constructed and installed as part of the DUS Project. The second amendment transfers a portion of the capital infrastructure obligations of the District to DUSPA. The second amendment also acknowledges that Trillium and WODO have fulfilled all their duties and obligations in connection with the Agreement and the First Amendment.

The third amendment to this agreement occurred on October 8, 2013. The purpose of the third amendment was to acknowledge an IGA with the Regional Transportation District (RTD) (see below) and to reapportion the responsibility to maintain certain improvements located upon and underneath 17<sup>th</sup> Street from the District to RTD.

**IGA – RTD – 17<sup>th</sup> Street Public Improvements**

The District entered into an IGA with the Regional Transportation District (RTD) on May 28, 2013. Under the original Infrastructure/Open Space Agreement, the District was responsible for the construction of public infrastructure and maintenance of back of curb improvements on 17<sup>th</sup> Street. As part of the Denver Union Station (DUS) Project, a subterranean transit bus terminal has been constructed underneath 17<sup>th</sup> Street between the historic Denver Union Station building and the Consolidated Main Line (CML), as well as associated appurtenant facilities, including a fire command center room, skylights, waterproofing materials, and other related improvements, which are known as the RTD Facility.

**CENTRAL PLATTE VALLEY METROPOLITAN DISTRICT  
NOTES TO FINANCIAL STATEMENTS  
December 31, 2016**

**NOTE 7 - INTERGOVERNMENTAL AGREEMENTS (CONTINUED)**

The DUS Project also constructed a pedestrian plaza and façade on 17<sup>th</sup> Street between Chestnut Place and the CML (Light Rail Plaza) and a pedestrian plaza and façade on 17<sup>th</sup> Street between Chestnut Place and Wewatta Street (the Gardens), including appurtenances related to the RTD Facility, such as seven above-ground skylights, egress and ingress stairways, and a fire command center room.

The purpose of the IGA with RTD is to identify the various public infrastructure and facilities that the District and RTD will each be responsible for maintaining, repairing, and replacing. RTD shall be responsible for the Light Rail Plaza and the RTD Facility and appurtenances related to the RTD Facility. The District shall be responsible for the back of curb improvements on the north and south sides of 17<sup>th</sup> Street within the Gardens between Chestnut Place and Wewatta Street at grade and to a depth of four feet.

**Cooperation Agreement**

On May 1, 2009, the District entered into a cooperation agreement with the Denver Downtown Development Authority (DDA). The DDA was created to undertake the development of the DUS Project and to utilize Incremental Property Tax Revenue and Incremental Sales Tax Revenue as a funding source for payment of the development. A portion of the District's property is also included within the DUS Plan area. In consideration of the District's long-term debt currently outstanding and the District providing future services within its boundaries, the DDA agrees to remit or cause to be remitted to the District the incremental property tax revenues collected on property within the District. The revenues thus remitted shall be used in accordance with the terms of the District's long-term debt and related obligations and its Service Plan.

**IGA Funding and Cooperation Agreement**

On October 8, 2013, the District entered into an Intergovernmental Funding and Cooperation Agreement with the Coordination District. The Coordination District shall manage, administer, and supervise the operational aspects of both Districts' responsibilities for landscaping, infrastructure replacement, maintenance and repair, and coordination with other private and governmental entities, including negotiation of easements, licenses, and contracts. Both Districts shall work diligently to manage the operational costs through a coordinated budget process. All operations and maintenance expenditures of the Coordination District shall be funded by the District with an operations and maintenance mill levy not to exceed 20.000 mills, unless agreed upon by both Districts through a joint resolution.

**CENTRAL PLATTE VALLEY METROPOLITAN DISTRICT**  
**NOTES TO FINANCIAL STATEMENTS**  
**December 31, 2016**

**NOTE 8 - RELATED PARTIES**

Some members of the Board of Directors are employees of, owners of, or associated with the Developers of the property within the District, and may have conflicts of interest in dealing with the District.

**NOTE 9 - INTERFUND TRANSFERS**

The transfer of \$377,000 from the General Fund to the Capital Projects Fund was done to establish a reserve for future major replacement costs of the Millennium Bridge.

**NOTE 10 - RISK MANAGEMENT**

Except as provided in the Colorado Governmental Immunity Act, the District may be exposed to various risks of loss related to torts; thefts of, damage to, or destruction of assets; errors or omissions; injuries to employees; or acts of God.

The District is a member of the Colorado Special Districts Property and Liability Pool (Pool). The Pool is an organization created by intergovernmental agreement to provide property, liability, public officials' liability, boiler and machinery, and workers compensation coverage to its members. Settled claims have not exceeded this coverage in any of the past three fiscal years.

The District pays annual premiums to the Pool for liability, property, public officials' liability, and workers compensation coverage. In the event aggregated losses incurred by the Pool exceed amounts recoverable from reinsurance contracts and funds accumulated by the Pool, the Pool may require additional contributions from the Pool 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 11 - TAX, SPENDING AND DEBT LIMITATIONS**

Article X, Section 20 of the Colorado Constitution, commonly known as the Taxpayer's 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.

**CENTRAL PLATTE VALLEY METROPOLITAN DISTRICT**  
**NOTES TO FINANCIAL STATEMENTS**  
**December 31, 2016**

**NOTE 11 - TAX, SPENDING AND DEBT LIMITATIONS (CONTINUED)**

On May 5, 1998, on November 7, 2000, and on November 2, 2004, a majority of the District's electors authorized tax levies to produce taxes of \$660,000 annually without regard to any limitations under TABOR for a total combined amount of \$1,980,000. On November 5, 2013, a majority of the District's electors authorized tax levies to produce taxes of an additional \$9,415,000 annually without regard to any limitations under TABOR.

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.

This information is an integral part of the accompanying financial statements.

**SUPPLEMENTARY INFORMATION**

**CENTRAL PLATTE VALLEY METROPOLITAN DISTRICT  
SCHEDULE OF REVENUES, EXPENDITURES AND CHANGES IN  
FUND BALANCES - BUDGET AND ACTUAL  
DEBT SERVICE FUND  
Year Ended December 31, 2016**

	<b>Budgeted Amounts Original/ Final</b>	<b>Actual Amounts</b>	<b>Variance with Final Budget Positive (Negative)</b>
<b>REVENUES</b>			
Property taxes	\$ 2,703,324	\$ 2,611,556	\$ (91,768)
TIF taxes	2,393,956	2,336,673	(57,283)
Net investment income	9,500	35,791	26,291
Total revenues	<u>5,106,780</u>	<u>4,984,020</u>	<u>(122,760)</u>
<b>EXPENDITURES</b>			
G.O. Bonds - Interest			
Series 2013 A Bond	2,173,229	2,173,230	(1)
Series 2014 Bond	1,024,784	1,024,784	-
G.O. Bonds - Principal			
Series 2013 A Bond	75,000	75,000	-
Series 2014 Bond	405,000	405,000	-
Paying agent fees	8,000	1,500	6,500
County Treasurer's fees	27,030	26,080	950
Contingency	1,957	-	1,957
Total expenditures	<u>3,715,000</u>	<u>3,705,594</u>	<u>9,406</u>
<b>EXCESS OF REVENUES OVER (UNDER) EXPENDITURES</b>	1,391,780	1,278,426	(113,354)
<b>FUND BALANCES - BEGINNING OF YEAR</b>	<u>5,673,362</u>	<u>5,632,874</u>	<u>(40,488)</u>
<b>FUND BALANCES - END OF YEAR</b>	<u>\$ 7,065,142</u>	<u>\$ 6,911,300</u>	<u>\$ (153,842)</u>

**CENTRAL PLATTE VALLEY METROPOLITAN DISTRICT  
SCHEDULE OF REVENUES, EXPENDITURES AND CHANGES IN  
FUND BALANCES - BUDGET AND ACTUAL  
CAPITAL PROJECTS FUND  
Year Ended December 31, 2016**

	<b>Budgeted Amounts/ Original Final</b>	<b>Actual Amounts</b>	<b>Variance with Final Budget Positive (Negative)</b>
<b>REVENUES</b>			
Net investment income	\$ 1,200	\$ 7,672	\$ 6,472
Total revenues	<u>1,200</u>	<u>7,672</u>	<u>6,472</u>
<b>EXPENDITURES</b>			
Professional services	-	4,835	(4,835)
Engineering	25,000	196	24,804
Settlement costs	-	45,000	(45,000)
Capital outlay			
Irrigation system	-	5,225	(5,225)
Security cameras	-	42,533	(42,533)
Chestnut Place - 19th-20th	-	87,289	(87,289)
18th Street - Wewatta to Chestnut	-	1,183	(1,183)
19th Street - Chestnut to CML	-	9,877	(9,877)
19th Street - Wewatta to Chestnut	-	26,566	(26,566)
Wewatta	-	29,358	(29,358)
Traffic Signal - 20th & Chestnut	125,000	-	125,000
Total expenditures	<u>150,000</u>	<u>252,062</u>	<u>(102,062)</u>
<b>EXCESS OF REVENUES OVER (UNDER) EXPENDITURES</b>	<u>(148,800)</u>	<u>(244,390)</u>	<u>(95,590)</u>
<b>OTHER FINANCING SOURCES (USES)</b>			
Transfer from (to) other funds	411,256	377,000	(34,256)
Payment to CPV Coordination District	(380,000)	(22,029)	357,971
Total other financing sources (uses)	<u>31,256</u>	<u>354,971</u>	<u>323,715</u>
<b>EXCESS OF REVENUES AND OTHER FINANCING SOURCES OVER (UNDER) EXPENDITURES AND OTHER FINANCING (USES)</b>	(117,544)	110,581	228,125
<b>FUND BALANCES - BEGINNING OF YEAR</b>			
	<u>882,165</u>	<u>1,183,790</u>	<u>301,625</u>
<b>FUND BALANCES - END OF YEAR</b>	<u>\$ 764,621</u>	<u>\$ 1,294,371</u>	<u>\$ 529,750</u>

**CENTRAL PLATTE VALLEY METROPOLITAN DISTRICT  
SCHEDULE OF ASSESSED VALUATION,  
MILL LEVY AND PROPERTY TAXES COLLECTED  
December 31, 2016**

Year Ended December 31,	Prior Year Assessed Valuation for Current Year Property Tax Levy		Mills Levied		Total Property Taxes		Percentage Collected to Levied
	Operating District	Excluded Area (A)	General	Debt Service	Levied	Collected	
2012	\$ 29,506,450	\$ 48,726,530	17.000	36.000/ 18.000	\$ 2,440,800	\$ 2,247,008 (B)	92.06%
2013	\$ 30,070,740	\$ 48,647,270	18.000	34.000/ 16.000	\$ 2,342,034	\$ 2,326,097	99.32%
2014	\$ 33,510,873	\$ 55,883,780	18.000	34.000/ 16.000	\$ 2,636,706	\$ 2,623,928	99.52%
2015	\$ 32,614,357	\$ 57,577,400	15.000	34.000/ 16.000	\$ 2,519,341	\$ 2,391,446 (B)	94.92%
2016	\$ 58,895,686	\$ 74,209,360	9.000	15.000/ 12.000	\$ 3,233,385	\$ 3,109,554 (B)	96.17%
Estimated for the year ending December 31,							
2017	\$ 56,346,084	\$ 74,896,050	11.750	10.000/ 10.000	\$ 2,537,949		

**NOTES:**

Property taxes collected in any one year include collection of delinquent property taxes assessed in prior years, as well as reductions for property tax refunds or abatements. Information received from the County Treasurer does not permit identification of specific year of assessment.

(A) Property excluded from the District is subject to the G.O. debt on the property at the date of exclusion. After exclusion, those properties excluded are not subject to the general fund mill levy, while the property within the District is subject to both the general fund and debt service fund mill levies.

(B) Total collections received included large abatements/adjustments on several individual parcels. These abatements were for both the current and prior years.

**CENTRAL PLATTE VALLEY METROPOLITAN DISTRICT**  
**SCHEDULE OF DEBT SERVICE REQUIREMENTS TO MATURITY**  
December 31, 2016

	<b>\$43,025,000</b>		<b>\$22,280,000</b>		<b>Total All Bonds</b>
	<b>Series 2013A General Obligation Refunding Bonds</b>		<b>Series 2014 General Obligation Refunding Bonds</b>		
	<b>Dated October 1, 2013</b>		<b>Dated October 15, 2014</b>		
	<b>Interest Rate Between 4.010% and 6.0%</b>		<b>Interest Rate Between 3.640% and 5.0%</b>		
	<b>Interest Payable June 1 and December 1</b>		<b>Interest Payable June 1 and December 1</b>		
	<b>Principal Due December 1</b>		<b>Principal Due December 1</b>		
	<b>Principal</b>	<b>Interest</b>	<b>Principal</b>	<b>Interest</b>	
2017	\$ 510,000	\$ 2,170,222	\$ 420,000	\$ 1,010,042	\$ 4,110,264
2018	1,035,000	2,149,771	435,000	994,754	4,614,525
2019	1,115,000	2,108,268	450,000	978,920	4,652,188
2020	1,205,000	2,063,556	465,000	962,540	4,696,096
2021	1,265,000	2,015,236	480,000	945,614	4,705,850
2022	1,330,000	1,964,509	500,000	928,142	4,722,651
2023	1,395,000	1,911,176	520,000	909,942	4,736,118
2024	1,465,000	1,855,236	535,000	891,014	4,746,250
2025	1,545,000	1,796,490	555,000	871,540	4,768,030
2026	1,630,000	1,734,536	575,000	851,338	4,790,874
2027	1,725,000	1,669,173	600,000	830,408	4,824,581
2028	1,865,000	1,600,000	620,000	808,568	4,893,568
2029	1,965,000	1,501,231	645,000	786,000	4,897,231
2030	2,070,000	1,397,150	675,000	753,750	4,895,900
2031	2,180,000	1,285,887	710,000	720,000	4,895,887
2032	2,295,000	1,168,713	745,000	684,500	4,893,213
2033	2,420,000	1,045,356	780,000	647,250	4,892,606
2034	2,550,000	915,281	820,000	608,250	4,893,531
2035	2,695,000	769,181	860,000	567,250	4,891,431
2036	2,850,000	614,550	905,000	524,250	4,893,800
2037	3,015,000	450,638	950,000	479,000	4,894,638
2038	4,825,000	277,087	1,000,000	431,500	6,533,587
2039	-	-	1,045,000	381,500	1,426,500
2040	-	-	1,100,000	329,250	1,429,250
2041	-	-	1,155,000	274,250	1,429,250
2042	-	-	1,210,000	216,500	1,426,500
2043	-	-	3,120,000	156,000	3,276,000
	<b>\$ 42,950,000</b>	<b>\$ 32,463,247</b>	<b>\$ 21,875,000</b>	<b>\$ 18,542,072</b>	<b>\$ 115,830,319</b>