

HUNTINGTON TRAILS METROPOLITAN DISTRICT

Financial Statements

Year Ended December 31, 2016

with

Independent Auditors' Report



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Certified Public Accountants and Business Consultants

INDEPENDENT AUDITOR'S REPORT

To the Board of Directors
Huntington Trails Metropolitan District
Adams County, Colorado

We have audited the accompanying financial statements of the governmental activities and each major fund of Huntington Trails Metropolitan District (the 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 from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the entity's preparation and fair presentation of the financial statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the entity's internal control. Accordingly, we express no such opinion. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of significant accounting estimates made by management, as well as evaluating the overall presentation of the financial statements.

We believe 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 Huntington Trails Metropolitan District, as of December 31, 2016, and the respective changes in financial position thereof, and the budgetary comparison for the general fund for the year then ended in accordance with accounting principles generally accepted in the United States of America.

I

Barnes Griggs & Associates, PC

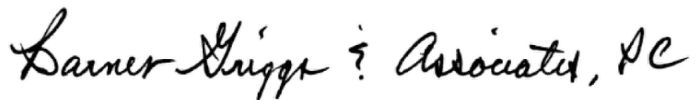
Other Matters

Required Supplementary Information

Management has omitted 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 statement in an appropriate operation, 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 the District's basic financial statements. The supplementary information as listed in the table of contents is presented for purposes of legal compliance and 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. The supplementary 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 information is fairly stated, in all material respects, in relation to the basic financial statements as a whole.



Lakewood, Colorado
May 26, 2017

HUNTINGTON TRAILS METROPOLITAN DISTRICT

BALANCE SHEET/STATEMENT OF NET POSITION
GOVERNMENTAL FUNDS

December 31, 2016

	<u>General</u>	<u>Debt Service</u>	<u>Total</u>	<u>Adjustments</u>	<u>Statement of Net Position</u>
ASSETS					
Cash and investments	\$ 10,253	\$ -	\$ 10,253	\$ -	\$ 10,253
Cash and investments - restricted	-	324,560	324,560	-	324,560
Receivable - County Treasurer	236	3,058	3,294	-	3,294
Property taxes receivable	39,989	521,340	561,329	-	561,329
Prepaid expenses	4,874	-	4,874	-	4,874
Capital assets	-	-	-	455,802	455,802
Total Assets	<u>55,352</u>	<u>848,958</u>	<u>904,310</u>	<u>455,802</u>	<u>1,360,112</u>
DEFERRED OUTFLOWS OF RESOURCES					
Deferred loss on refunding	-	-	-	609,426	609,426
Total Deferred Outflows of Resources	<u>-</u>	<u>-</u>	<u>-</u>	<u>609,426</u>	<u>609,426</u>
Total Assets and Deferred Outflows of Resources	<u>\$ 55,352</u>	<u>\$ 848,958</u>	<u>\$ 904,310</u>		
LIABILITIES					
Accounts payable	\$ 20,141	\$ -	\$ 20,141	-	20,141
Accrued interest on bonds	-	-	-	18,733	18,733
Long-term liabilities:					
Due within one year	-	-	-	245,000	245,000
Due in more than one year	-	-	-	6,780,000	6,780,000
Total Liabilities	<u>20,141</u>	<u>-</u>	<u>20,141</u>	<u>7,043,733</u>	<u>7,063,874</u>
DEFERRED INFLOWS OF RESOURCES					
Deferred property taxes	39,989	521,340	561,329	-	561,329
Total Deferred Inflows of Resources	<u>39,989</u>	<u>521,340</u>	<u>561,329</u>	<u>-</u>	<u>561,329</u>
FUND BALANCES					
Fund Balances:					
Nonspendable:					
Prepays	4,874	-	4,874	(4,874)	-
Restricted:					
Emergencies	747	-	747	(747)	-
Debt service	-	327,618	327,618	(327,618)	-
Unassigned	(10,399)	-	(10,399)	10,399	-
Total Fund Balances (deficits)	<u>(4,778)</u>	<u>327,618</u>	<u>322,840</u>	<u>(322,840)</u>	<u>-</u>
Total Liabilities, Deferred Inflows of Resources and Fund Balances	<u>\$ 55,352</u>	<u>\$ 848,958</u>	<u>\$ 904,310</u>		
NET POSITION:					
Net investment in capital assets				(5,959,772)	(5,959,772)
Restricted for:					
Emergencies				747	747
Debt service				308,885	308,885
Unrestricted				(5,525)	(5,525)
Total Net Position				<u>\$(5,655,665)</u>	<u>\$(5,655,665)</u>

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

HUNTINGTON TRAILS METROPOLITAN DISTRICT

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 Service</u>	<u>Total</u>	<u>Adjustments</u>	<u>Statement of Activities</u>
EXPENDITURES					
Accounting and audit	\$ 11,035	\$ -	\$ 11,035	\$ -	\$ 11,035
Insurance	5,104	-	5,104	-	5,104
Legal	8,378	-	8,378	-	8,378
Miscellaneous expenses	129	-	129	-	129
Treasurer's fees	600	7,783	8,383	-	8,383
Bond principal	-	235,000	235,000	(235,000)	-
Bond interest expense	-	232,320	232,320	67,856	300,176
Paying agent fees	-	5,750	5,750	-	5,750
Bond issuance costs	-	1,082	1,082	-	1,082
Depreciation expense	-	-	-	15,759	15,759
Total Expenditures	<u>25,246</u>	<u>481,935</u>	<u>507,181</u>	<u>(151,385)</u>	<u>355,796</u>
GENERAL REVENUES					
Property taxes	39,814	516,866	556,680	-	556,680
Specific ownership taxes	3,296	42,785	46,081	-	46,081
Interest income	102	3,040	3,142	-	3,142
Total General Revenues	<u>43,212</u>	<u>562,691</u>	<u>605,903</u>	<u>-</u>	<u>605,903</u>
NET CHANGES IN FUND BALANCES	17,966	80,756	98,722	(98,722)	-
CHANGE IN NET POSITION				250,107	250,107
FUND BALANCES/NET POSITION:					
BEGINNING OF YEAR	<u>(22,744)</u>	<u>246,862</u>	<u>224,118</u>	<u>(6,129,890)</u>	<u>(5,905,772)</u>
END OF YEAR	<u>\$ (4,778)</u>	<u>\$ 327,618</u>	<u>\$ 322,840</u>	<u>\$ (5,978,505)</u>	<u>\$ (5,655,665)</u>

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

HUNTINGTON TRAILS METROPOLITAN DISTRICT

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

For the Year Ended December 31, 2016

	<u>Original Budget</u>	<u>Final Budget</u>	<u>Actual</u>	<u>Variance Favorable (Unfavorable)</u>
REVENUES				
Property taxes	\$ 39,989	\$ 39,989	\$ 39,814	\$ (175)
Specific ownership taxes	2,799	3,296	3,296	-
Interest income	<u>3</u>	<u>2,003</u>	<u>102</u>	<u>(1,901)</u>
Total Revenues	<u>42,791</u>	<u>45,288</u>	<u>43,212</u>	<u>(2,076)</u>
EXPENDITURES				
Accounting and audit	10,500	11,000	11,035	(35)
Insurance	4,800	5,100	5,104	(4)
Legal	8,000	12,000	8,378	3,622
Miscellaneous expenses	500	568	129	439
Treasurer's fees	600	600	600	-
Emergency reserve	<u>732</u>	<u>732</u>	<u>-</u>	<u>732</u>
Total Expenditures	<u>25,132</u>	<u>30,000</u>	<u>25,246</u>	<u>4,754</u>
NET CHANGE IN FUND BALANCE	17,659	15,288	17,966	2,678
FUND BALANCE:				
BEGINNING OF YEAR	<u>(33,966)</u>	<u>(33,966)</u>	<u>(22,744)</u>	11,222
END OF YEAR	<u>\$ (16,307)</u>	<u>\$ (18,678)</u>	<u>\$ (4,778)</u>	<u>\$ 13,900</u>

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

HUNTINGTON TRAILS METROPOLITAN DISTRICT

Notes to Financial Statements December 31, 2016

Note 1: Summary of Significant Accounting Policies

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

Definition of Reporting Entity

The District was organized on November 30, 2000, as a quasi-municipal organization established under the State of Colorado Special District Act. The District was established for the purpose of financing and constructing streets, drainage, parks and recreation, and other needed public improvements; and for dedicating, when appropriate, such improvements to the City of Westminster, Colorado (“the City”), or to such other entity as appropriate for the use and benefit of the District’s property owners. The creation of the District was approved by District electors on November 7, 2000, and the Order was entered by the Adams County, Colorado District Court on November 30, 2000. The District’s primary revenues are property taxes. The District is governed by an elected Board of Directors.

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

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

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

Basis of Presentation

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

HUNTINGTON TRAILS METROPOLITAN DISTRICT

Notes to Financial Statements December 31, 2016

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

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

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

Measurement Focus, Basis of Accounting and Financial Statement Presentation

The government-wide financial statements are reported using the *economic resources measurement focus* and the *accrual basis of accounting*. Revenues are recorded when earned and expenses are recorded when a liability is incurred, regardless of the timing of the related cash flows. Property taxes are recognized as revenues in the year for which they are collected.

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

The District reports the following major governmental funds:

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

HUNTINGTON TRAILS METROPOLITAN DISTRICT

Notes to Financial Statements December 31, 2016

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

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

Budgetary Accounting

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

In October 2016, the District amended its total appropriations in the General Fund from \$25,132 to \$30,000 primarily due to increased legal expenses, and in the Debt Service Fund from \$558,221 to \$583,000, primarily due to anticipated increased debt service costs.

Assets, Liabilities 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.

HUNTINGTON TRAILS METROPOLITAN DISTRICT

Notes to Financial Statements December 31, 2016

Estimates

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

Deferred Outflows/Inflows of Resources

In addition to assets, the statement of financial position will sometimes report a separate section for deferred outflows of resources. This separate financial statement element, *deferred outflows of resources*, represents a consumption of net position that applies to a future period(s) and so will not be recognized as an outflow of resources (expense/expenditure) until then. The District only has one item that qualifies for reporting in this category. It is the deferred loss on refunding reported in the government-wide statement of net position. A deferred loss on refunding results from the difference in the carrying value of refunded debt and its reacquisition price. This amount is deferred and amortized over the shorter of the life of the refunded or refunding debt.

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

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.

Loss from Refunding

The loss from refunding of the Series 2015 Bonds is being amortized over the respective term of the bonds using the straight-line method. Accumulated amortization of the loss from refunding amounted to \$88,504 at December 31, 2016.

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.

HUNTINGTON TRAILS METROPOLITAN DISTRICT

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:

Parks and recreation	30 years
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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.

HUNTINGTON TRAILS METROPOLITAN DISTRICT

Notes to Financial Statements December 31, 2016

The nonspendable fund balance in the General Fund in the amount of \$4,874 represents prepaid expenditures.

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 \$747 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 \$327,618 is restricted for the payment of the debt service costs associated with the General Obligation Limited Tax Bonds Series 2015 (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.

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.

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:

HUNTINGTON TRAILS METROPOLITAN DISTRICT

Notes to Financial Statements
December 31, 2016

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 of resources related to those assets.

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

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

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

Deficits

The General Fund reported a deficit fund balance in the fund financial statements of \$4,778.

The deficit is anticipated to be eliminated with the receipt of property and specific ownership taxes during 2017.

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	\$ 10,253
Cash and investments – Restricted	<u>324,560</u>
Total	\$ <u>334,813</u>

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

Deposits with financial institutions	\$ 55,486
Investments – COLOTRUST	<u>279,327</u>
	\$ <u>334,813</u>

HUNTINGTON TRAILS METROPOLITAN DISTRICT

Notes to Financial Statements December 31, 2016

Deposits

Custodial Credit Risk

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

The District does not have a formal policy for deposits. None of the District’s deposits were exposed to custodial credit risk.

Investments

Investment Valuation

The District categorizes its fair value measurements within the fair value hierarchy established by generally accepted accounting principles. The hierarchy is based on the valuation inputs used to measure the fair value of the asset. Level 1 inputs are quoted prices in active markets for identical assets; Level 2 inputs are significant other observable inputs; Level 3 inputs are significant unobservable inputs.

The District has the following recurring fair value measurements as of December 31, 2016:

An external investment pool that records its investments at fair value. The investment in COLOTRUST is categorized as a Level 2 Investment.

Credit Risk

The District follows state statutes for deposits. 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.

HUNTINGTON TRAILS METROPOLITAN DISTRICT

Notes to Financial Statements
December 31, 2016

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

COLOTRUST

The local government investment pool, Colorado Local Government Liquid Asset Trust (“COLOTRUST”) is rated AAAM by Standard & Poor’s with a weighted average maturity of under 60 days, 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 \$279,327 invested in COLOTRUST.

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:

<u>Governmental Type Activities:</u>	<u>Balance 1/1/2016</u>	<u>Additions</u>	<u>Deletions</u>	<u>Balance 12/31/2016</u>
<u>Capital assets being depreciated:</u>				
Parks and recreation	\$ 472,770	\$ -	\$ -	\$ 472,770
Total capital assets being depreciated	472,770	-	-	472,770
<u>Accumulated Depreciation:</u>				
Parks and recreation	(1,209)	(15,759)	-	(16,968)
Total accumulated depreciation	(1,209)	(15,759)	-	(16,968)
Net capital assets being depreciated	471,561	(15,759)	-	455,802
Government type assets, net	<u>\$ 471,561</u>	<u>\$(15,759)</u>	<u>\$ -</u>	<u>\$ 455,802</u>

HUNTINGTON TRAILS METROPOLITAN DISTRICT

Notes to Financial Statements December 31, 2016

Upon completion and acceptance, all fixed assets, except for certain parks and recreation assets, are conveyed by the District to other local governments. The District will not be responsible for maintenance.

Note 4: Long Term Debt

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

Series 2015 General Obligation Limited Tax Refunding Bonds

On September 15, 2015, the District issued \$7,300,000 of General Obligation Limited Tax Refunding Bonds Series 2015 (Series 2015 Bonds) dated September 15, 2015 for the purpose of refunding the Series 2006 and 2008 Bonds, refunding the Series 2012A Note and funding the bond issuance costs. The Series 2015 Bonds bear interest at the rate of 3.20%, payable semiannually on each June 1 and December 1, commencing on December 1, 2015. The Series 2015 Bonds are subject to a mandatory sinking fund redemption commencing on December 1, 2015 and each December 1 thereafter, per amounts set forth in the Limited Offering Memorandum and Indenture of Trust. The Series 2015 Bonds are subject to optional redemption on any date, at the option of the District, as a whole or in integral multiples of \$5,000, upon payment of the principal amount to be redeemed plus accrued interest thereon to the redemption date. Pursuant to the City Requirement, as defined in the Indenture, the Series 2015 Bonds are also subject to additional optional redemption on December 2 of each year, commencing with December 2, 2016, by which the Trustee shall apply any monies still on hand to the optional redemption of as many Bonds as possible, in integral multiples of \$5,000, upon payment of the principal amount to be redeemed plus accrued interest thereon to the redemption date. The additional optional redemption shall occur no later than December 15 of each year. The optional redemption of \$53,000 that was to occur on December 15, 2016, did not occur until 2017. The Series 2015 Bonds are term bonds due December 1, 2025.

The District has covenanted to levy a mill levy upon all taxable property in the District in an amount sufficient to pay the principal and interest on the Series 2015 Bonds and to fund the Reserve Fund up to the Required Reserve in the amount of \$225,000, but in an amount not in excess of 35 mills (as adjusted for changes in methods of calculating assessed valuation) less the amount of the Operations Mill Levy. The Operations Mill Levy is the number of mills necessary to produce up to a maximum of \$40,000 in any particular levy year for operations and maintenance expenses. While the City Requirement is in effect, the District has covenanted to levy a mill levy of no less than 35 mills (as adjusted for changes in methods of calculating assessed valuation) less the amount of the Operations Mill Levy.

HUNTINGTON TRAILS METROPOLITAN DISTRICT

Notes to Financial Statements December 31, 2016

Series 2006 General Obligation Limited Tax Bonds

On July 20, 2006, the District issued \$3,000,000 of General Obligation Limited Tax Bonds Series 2006 (Series 2006 Bonds) dated July 20, 2006 for the purpose of repaying developer advances and funding the bond issuance costs. The Series 2006 Bonds bore interest at the rate of 6.25%, which was payable semiannually on each June 1 and December 1, and commenced on December 1, 2006. The Series 2006 Bonds were subject to a mandatory sinking fund redemption which commenced on December 1, 2011, and on each December 1 thereafter, per amounts set forth in the Limited Offering Memorandum and Indenture of Trust. The Series 2006 Bonds were term bonds due December 1, 2036, subject to optional redemption, at par plus accrued interest, on or after December 1, 2016. The Series 2006 Bonds were fully advance refunded in September 2015.

Series 2008 General Obligation Limited Tax Bonds

On August 27, 2008, the District issued \$3,395,000 of Convertible Capital Appreciation Bonds (Series 2008 Bonds), in the initial amount of \$2,827,797, which initially accreted at 8.25% compounded semi-annually. Upon conversion on December 1, 2010, the Series 2008 Bonds accrued interest at 8.25% payable semiannually on each June 1 and December 1, which commenced on December 1, 2011. The Series 2008 Bonds were subject to a mandatory sinking fund redemption which commenced on December 1, 2014, and each December 1 thereafter, per amounts set forth in the Limited Offering Memorandum and Indenture of Trust. The Series 2008 Bonds were term bonds due December 1, 2037, subject to optional redemption, at par plus accrued interest, on or after December 1, 2016. The Series 2008 Bonds were fully advance refunded in September 2015.

Advance Refunding

The 2015 Bonds were issued to provide resources to purchase securities to be placed in an irrevocable trust for the purpose of generating resources for \$6,265,000 of future debt service payments of the Series 2006 and 2008 Bonds. As a result, the refunded bonds are considered to be defeased and the liability has been removed from the governmental activities column of the statement of net position. The reacquisition price exceeded the net carrying amount of the old debt by \$697,930. This amount is recorded as a deferred outflow and is being amortized over the remaining life of the new debt issued. This advance refunding was undertaken to reduce total debt service payments over the remaining life of the old debt at the time of the refunding by \$4,104,448 and resulted in an economic gain of \$2,236,614.

HUNTINGTON TRAILS METROPOLITAN DISTRICT

Notes to Financial Statements
December 31, 2016

Series 2012 Notes

On April 2, 2012, the District issued a General Obligation Limited Tax Subordinate Note, Series 2012A (Series 2012A Note) in the principal amount of \$172,203. The Series 2012A Note bore interest at 8.25%, on a 360 day and actual days elapsed basis, and was payable annually on December 15 of each year and if was not appropriated for payment accrued interest at 8.25% until paid in full. The Series 2012A Note was to mature on December 31, 2032 and any amounts of principal and interest remaining unpaid on that date would have been cancelled and discharged. The Series 2012A Note was pledged by the ad valorem mill levy imposed upon all taxable property of the District in an amount sufficient to pay the principal and interest on the Series 2012A Note, but in an amount not in excess of 35 mills (as adjusted for changes in methods of calculating assessed valuation) less the required mill levy that was imposed to pay the principal and interest on the Series 2006 and 2008 Bonds, replenish the funds required to be deposited in the Surplus Fund(s), and the number of mills necessary to generate \$35,000 for the District's operation and maintenance expenses. The Series 2012A Note was fully refunded in September 2015.

On April 2, 2012, the District issued an Annual Appropriation Note, Series 2012B (Series 2012B Note), not subject to the total service plan limitation, in the principal amount of \$600,000. The Series 2012B Note bore interest at 8.25%, on a 360 day and actual days elapsed basis, was payable annually on December 15 of each year and if not appropriated for payment accrued interest at 8.25% until paid in full. The Series 2012B Note was to mature on December 31, 2032 and any amounts of principal and interest remaining unpaid on this date would have been cancelled and discharged. The Series 2012B Note was to be paid from any legally available revenue which was not otherwise appropriated, obligated or reserved for any current or future purpose in any fiscal year and payment of principal and interest on the Series 2012B Note were to be subject to annual appropriation by the Board. Per the Final Settlement Agreement (see Note 6), the Series 2012B Note was discharged on September 15, 2015.

The Series 2012 Notes were issued for the purpose of discharging all amounts owed to the Developer under the Acquisition and Reimbursement Agreement for Infrastructure Improvements.

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

	<u>Balance</u> <u>1/1/2016</u>	<u>Additions</u>	<u>Deletions</u>	<u>Balance</u> <u>12/31/2016</u>	<u>Current</u> <u>Portion</u>
G.O. limited tax refunding bonds, Series 2015	\$ 7,260,000	\$ -	\$ 235,000	\$ 7,025,000	\$ 245,000
	<u>\$ 7,260,000</u>	<u>\$ -</u>	<u>\$ 235,000</u>	<u>\$ 7,025,000</u>	<u>\$ 245,000</u>

HUNTINGTON TRAILS METROPOLITAN DISTRICT

Notes to Financial Statements
December 31, 2016

The following is a summary of the annual long-term debt principal and interest requirements for the Series 2015 Bonds.

	<u>Principal</u>	<u>Interest</u>	<u>Total</u>
2017	\$ 245,000	\$ 224,800	\$ 469,800
2018	285,000	216,960	501,960
2019	290,000	207,840	497,840
2020	305,000	198,560	503,560
2021	315,000	188,800	503,800
2022 - 2025	<u>5,585,000</u>	<u>649,600</u>	<u>6,234,600</u>
Total	<u>\$ 7,025,000</u>	<u>\$ 1,686,560</u>	<u>\$ 8,711,560</u>

As of December 31, 2016, the District did not have any remaining voted debt authorization. The District has not budgeted to issue any new debt during 2017. In May 2017, the District adopted a resolution authorizing the issuance of bonds in the principal amount not exceeding \$7,200,000 for the purpose of refunding existing debt. Per the District's Service Plan, the District can not issue debt in excess of \$4,750,000, unless approved by the City of Westminster.

On February 27, 2006, the City approved an increase to the maximum debt level amount in the Service Plan to \$6,000,000.

Note 5: Agreements

Recreation Lease Agreement

On July 12, 2006, the District and the Developer executed the Huntington Trails Recreation Center Lease Agreement setting forth the terms and conditions for the financing and leasing of the Recreation Center. The Developer previously deeded the property upon which the Recreation Center is to be constructed to the District. The District has agreed to convey such real property and improvements constructed thereon to the Developer and the Developer will sell the Property back to the District in installment payments in an amount equal to the lesser of the amount of Facility Fees collected by the District during any year in which the Recreation Lease Agreement is in effect, or \$50,000, to a maximum of \$630,000. Upon completion of the Recreation Center the District will accept possession of the Property with the title remaining with the Developer until the Purchase Option Price, lesser of \$460,917 or the amount of any private construction loan, has been paid by the District. This agreement was to be automatically renewed annually until December 31, 2021, unless the District gave notice to the Developer not to extend. Per the Final Settlement Agreement (see below), the Recreation Center Lease Agreement has been terminated and the Recreation Center was deeded to the District.

HUNTINGTON TRAILS METROPOLITAN DISTRICT

Notes to Financial Statements December 31, 2016

Facility Fee Agreement

On October 12, 2004, the District and the Developer executed a Facility Fee Agreement, whereby the Developer agreed to obligate 210 lots within the Development for the payment of facility fees to the District. The fees were to be used by the District for financing the Developer's construction of parks, a recreation center, and related improvements. The fee was \$3,000 for each lot upon which any residential dwelling unit was to be constructed. The Fee Resolution stated that any unpaid Facility Fees were to constitute a perpetual lien against the property upon which it was imposed. The District anticipated with the 210 Lots to collect Facility Fee revenue in an aggregate amount of \$630,000. Through December 31, 2016, the District has collected a cumulative amount of \$630,000.

Assignment of Facility Fees and Agreement to Deliver Proceeds

To facilitate construction of the recreation center, the Developer entered into a loan agreement with Compass Bank ("the lender") for \$342,000. As a condition of the loan, the District agreed to assign proceeds from facility fees (see Facility Fee Agreement above) to the lender for so long as any principal of the loan is outstanding. As of December 31, 2016, the District has no facility fees remaining due under this agreement.

Final Settlement Agreement

On September 15, 2015, the District and Huntington Trails, Inc. entered into a Final Settlement Agreement. Per the Agreement, the District agreed to refund the Series 2012A Note with the Series 2015 Bonds and waive the Developer's Receivables due from Huntington Trails, Inc. in the amount of \$78,639. Huntington Trails, Inc. agreed to execute a Special Warranty Deed conveying the Clubhouse to the District and to cancel the amounts due under the Series 2012B Note. The proceeds to refund the Series 2012A Note, \$18,000 in facility fees received by the District and the Special Warranty Deed were placed in escrow until the Escrow Agent's receipt of written evidence of Rialto's (the lender's successor) release of the lien on the Recreation Center. Upon the consummation of the escrow transactions the Lease Agreement was terminated.

Service Agreement

On January 1, 2012, the District and Huntington Trails Community Association, Inc. (Association) entered into a Services Agreement. Per the Services Agreement, the Association agrees to provide operation and maintenance services for the District in accordance with the scope of services as set forth in the agreement. The operation and maintenance services commenced January 1, 2012. The District shall not be responsible for any payments or reimbursements to the Association for the costs of any services provided under the terms of this agreement. This agreement is automatically renewed annually unless either party gives notice to the other party of its intent to terminate at least 30 days in advance of the end of the then current term.

HUNTINGTON TRAILS METROPOLITAN DISTRICT

Notes to Financial Statements December 31, 2016

Note 6: 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.

Note 7: Risk Management

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

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

HUNTINGTON TRAILS METROPOLITAN DISTRICT

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) Capital improvements used in government activities are not financial resources and, therefore are not reported in the funds;
- 2) long-term liabilities such as bonds payable, accrued bond interest payable, are not due and payable in the current period and, therefore, are not in the funds; and
- 3) the loss on refunding is reported as a deferred charge and amortized over the term of the related debt in the government-wide financial statements.

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 capital outlays as expenditures, however, in the statement of activities, the costs of those assets are held as construction in process pending transfer to other governmental entities or depreciated over their useful lives;
- 2) governmental funds report interest expense on the modified accrual basis; however, interest expense is reported on the full accrual method on the Statement of Activities; and
- 3) governmental funds report long-term debt repayments as expenditures, however, in the statement of activities, the payment of long-term debt is recorded as a decrease of long-term liabilities.

SUPPLEMENTAL INFORMATION

HUNTINGTON TRAILS METROPOLITAN DISTRICT

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

For the Year Ended December 31, 2016

	<u>Original</u> <u>Budget</u>	<u>Final</u> <u>Budget</u>	<u>Actual</u>	<u>Variance</u> <u>Favorable</u> <u>(Unfavorable)</u>
REVENUES				
Property taxes	\$ 519,137	\$ 519,137	\$ 516,866	\$ (2,271)
Specific ownership taxes	36,340	36,340	42,785	6,445
Interest income	<u>1,025</u>	<u>1,025</u>	<u>3,040</u>	<u>2,015</u>
Total Revenues	<u>556,502</u>	<u>556,502</u>	<u>562,691</u>	<u>6,189</u>
EXPENDITURES				
Bond principal	315,100	339,100	235,000	104,100
Bond interest expense	232,320	232,320	232,320	-
Paying agent fees	3,014	3,793	5,750	(1,957)
Bond issuance costs	-	-	1,082	(1,082)
Treasurer's fees	<u>7,787</u>	<u>7,787</u>	<u>7,783</u>	<u>4</u>
Total Expenditures	<u>558,221</u>	<u>583,000</u>	<u>481,935</u>	<u>101,065</u>
NET CHANGE IN FUND BALANCE	(1,719)	(26,498)	80,756	107,254
FUND BALANCE:				
BEGINNING OF YEAR	<u>227,533</u>	<u>246,862</u>	<u>246,862</u>	<u>-</u>
END OF YEAR	<u>\$ 225,814</u>	<u>\$ 220,364</u>	<u>\$ 327,618</u>	<u>\$ 107,254</u>

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

HUNTINGTON TRAILS METROPOLITAN DISTRICT

SUMMARY OF ASSESSED VALUATION, MILL LEVY AND PROPERTY TAXES COLLECTED

December 31, 2016

<u>Year Ended December 31,</u>	Prior Year Assessed Valuation for Current Year Property Tax Levy	<u>Mills Levied</u>		<u>Total Property Tax</u>		Percent Collected to Levied
		<u>General Fund</u>	<u>Debt Service</u>	<u>Levied</u>	<u>Collected</u>	
2006	\$ 833,700	34.987	7.840	\$ 29,169	\$ 35,704	122.40%
2007	\$ 2,618,700	5.000	35.000	\$ 104,748	\$ 104,748	100.00%
2008	\$ 4,221,700	5.000	35.000	\$ 168,868	\$ 170,705	101.09%
2009	\$ 6,781,090	4.300	38.527	\$ 290,414	\$ 290,413	100.00%
2010	\$ 11,359,640	3.100	39.727	\$ 486,499	\$ 479,413	98.54%
2011	\$ 11,109,700	2.550	40.277	\$ 475,795	\$ 469,286	98.63%
2012	\$ 8,173,590	3.650	39.177	\$ 350,051	\$ 343,356	98.09%
2013	\$ 9,282,700	3.230	39.597	\$ 397,550	\$ 403,117	101.40%
2014	\$ 10,779,660	2.783	40.044	\$ 461,661	\$ 447,875	97.01%
2015	\$ 10,907,950	2.750	40.077	\$ 467,155	\$ 467,155	100.00%
2016	\$ 13,055,450	3.063	39.764	\$ 559,126	\$ 556,680	99.56%
Estimated for year ending December 31, 2017	\$ 13,106,890	3.051	39.776	\$ 561,329		

NOTE

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