

MURPHY CREEK METROPOLITAN DISTRICT NO.1

Financial Statements

Year Ended December 31, 2016

with

Independent Auditors' Report



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Independent Auditor's Report

Board of Directors

Murphy Creek Metropolitan District No. 1

Report on the Financial Statements

We have audited the accompanying financial statements of the governmental activities and each major fund of Murphy Creek Metropolitan District No. 1 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 an opinion on these financial statements based on our audit. We conducted our audit in accordance with auditing standards generally accepted in the United States of America. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement. An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the entity's preparation and fair presentation of the financial statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the entity's internal control. Accordingly, we express no such opinion. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of significant accounting estimates made by management, as well as evaluating the overall presentation of the financial statements. We believe the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

Opinion

In our opinion, the financial statements referred to above present fairly, in all material respects, the respective financial position of the governmental activities and each major fund of the Murphy Creek Metropolitan District No. 1 as of December 31, 2016, and the respective changes in financial position and the respective budgetary comparison for the general fund for the year then ended in conformity with accounting principles generally accepted in the United States of America.

Other Matters

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 opinions on the basic financial statements are not affected by this missing information.

Our audit was conducted for the purpose of forming opinions on the financial statements that collectively comprise the District's financial statements as a whole. 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 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 financial statements. The information has been subjected to the auditing procedures applied in the audit of the financial statements and certain additional procedures, including comparing and reconciling such information directly to the underlying accounting and other records used to prepare the financial statements or to the financial statements themselves, and other additional procedures in accordance with auditing standards generally accepted in the United States of America. In our opinion, the information is fairly stated in all material respects in relation to the financial statements as a whole.

L. Paul Goedecke P.C.

L. Paul Goedecke, P.C.
August 29, 2017

MURPHY CREEK METROPOLITAN DISTRICT NO. 1

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

	<u>General</u>	<u>Capital Projects</u>	<u>Total</u>	<u>Adjustments</u>	<u>Statement of Net Position</u>
ASSETS					
Cash and investments	\$ 43,868	\$ -	\$ 43,868	\$ -	\$ 43,868
Cash and investments - restricted	33,205	-	33,205	-	33,205
Accounts receivable - other	591	3,497	4,088	-	4,088
Accounts receivable - assessments	51,495	-	51,495	-	51,495
Accounts receivable - developer	23,600	-	23,600	(23,600)	-
Prepaid expenses	7,315	-	7,315	-	7,315
Due from District #3	2	-	2	-	2
Capital assets not being depreciated	-	-	-	3,249,145	3,249,145
	<u>\$ 160,076</u>	<u>\$ 3,497</u>	<u>\$ 163,573</u>	<u>3,225,545</u>	<u>3,389,118</u>
Total Assets					
LIABILITIES					
Accounts payable	\$ 49,334	\$ -	\$ 49,334	-	49,334
Prepaid assessments	8,209	-	8,209	-	8,209
Due to District #2	435	-	435	-	435
Due to District #4	21,790	-	21,790	-	21,790
Due to Other Funds	3,497	-	3,497	-	3,497
Long-term liabilities:					
Developer loans	-	-	-	3,982,176	3,982,176
Developer interest payable	-	-	-	3,225,317	3,225,317
	<u>83,265</u>	<u>-</u>	<u>83,265</u>	<u>7,207,493</u>	<u>7,290,758</u>
Total Liabilities					
FUND BALANCE					
Nonspendable:					
Prepays	7,315	-	7,315	(7,315)	-
Restricted:					
Emergencies	22,509	-	22,509	(22,509)	-
Capital Projects	-	3,497	3,497	(3,497)	-
Unassigned	46,987	-	46,987	(46,987)	-
	<u>76,811</u>	<u>3,497</u>	<u>80,308</u>	<u>(80,308)</u>	<u>-</u>
Total Fund Balances					
Total Liabilities and Fund Balances	<u>\$ 160,076</u>	<u>\$ 3,497</u>	<u>\$ 163,573</u>		
NET POSITION					
Net investment in capital assets				(3,958,348)	(3,958,348)
Restricted for:					
Emergencies				22,509	22,509
Capital Projects				3,497	3,497
Unrestricted				30,702	30,702
Total Net Position (Deficit)				<u>\$ (3,901,640)</u>	<u>\$ (3,901,640)</u>

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

MURPHY CREEK METROPOLITAN DISTRICT NO. 1

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

For the Year Ended December 31, 2016

	<u>General</u>	Capital <u>Project</u>	<u>Total</u>	<u>Adjustments</u>	Statement of <u>Activities</u>
EXPENDITURES					
Accounting and audit	\$ 16,693	\$ -	\$ 16,693	\$ -	\$ 16,693
Insurance	25,784	-	25,784	-	25,784
Legal and collection	138,225	-	138,225	-	138,225
Election	16,478	-	16,478	-	16,478
Administration/management	88,358	-	88,358	-	88,358
Construction management	12,200	-	12,200	-	12,200
Service Plan	19,832	-	19,832	-	19,832
Utilities	171,152	-	171,152	-	171,152
Recreation facility	191,615	-	191,615	-	191,615
Grounds expense	222,060	-	222,060	-	222,060
Capital outlay	-	9,446	9,446	-	9,446
Interest expense - developer note	-	-	-	316,017	316,017
Total Expenditures	<u>902,397</u>	<u>9,446</u>	<u>911,843</u>	<u>316,017</u>	<u>1,227,860</u>
PROGRAM REVENUES					
Homeowner assessments	667,438	-	667,438	-	667,438
Clubhouse rental and other income	38,234	-	38,234	-	38,234
Developer advance	<u>66,688</u>	<u>9,446</u>	<u>76,134</u>	<u>(76,134)</u>	<u>-</u>
Total Program Revenues	<u>772,360</u>	<u>9,446</u>	<u>781,806</u>	<u>(76,134)</u>	<u>705,672</u>
Net Program Income (Expenses)	(130,037)	-	(130,037)	(392,151)	(522,188)
OTHER FINANCING SOURCES (USES)					
Transfers in - Districts #2	35,840	-	35,840	-	35,840
Transfers in - Districts #4	<u>368</u>	<u>-</u>	<u>368</u>	<u>-</u>	<u>368</u>
Total Other Financing Source (Uses)	<u>36,208</u>	<u>-</u>	<u>36,208</u>	<u>-</u>	<u>36,208</u>
NET CHANGE IN FUND BALANCES	(93,829)	-	(93,829)	93,829	
CHANGES IN NET POSITION				(485,980)	(485,980)
FUND BALANCE/NET POSITION:					
BEGINNING OF YEAR	<u>170,640</u>	<u>3,497</u>	<u>174,137</u>	<u>(3,589,797)</u>	<u>(3,415,660)</u>
END OF YEAR	<u>\$ 76,811</u>	<u>\$ 3,497</u>	<u>\$ 80,308</u>	<u>\$ (3,981,948)</u>	<u>\$ (3,901,640)</u>

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

MURPHY CREEK METROPOLITAN DISTRICT NO. 1

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

For the Year Ended December 31, 2016

	Original <u>Budget</u>	Final <u>Budget</u>	<u>Actual</u>	Variance Favorable <u>(Unfavorable)</u>
REVENUES				
Transfers in - Districts #2	\$ 36,358	\$ 36,358	\$ 35,840	\$ (518)
Transfers in - Districts #4	375	375	368	(7)
Assessment income	661,800	661,800	667,438	5,638
Clubhouse rental and other income	3,500	3,500	38,234	34,734
Developer Advance	<u>-</u>	<u>70,000</u>	<u>66,688</u>	<u>(3,312)</u>
 Total Revenues	 <u>702,033</u>	 <u>772,033</u>	 <u>808,568</u>	 <u>36,535</u>
 EXPENDITURES				
Accounting and audit	17,500	17,500	16,693	807
Insurance	25,000	25,000	25,784	(784)
Legal and collection	40,000	140,000	138,225	1,775
Election	5,000	15,000	16,478	(1,478)
Administration/management	62,976	90,000	88,358	1,642
Construction management	12,200	12,200	12,200	-
Miscellaneous	500	500	-	500
Service Plan	5,000	20,000	19,832	168
Utilities	172,000	172,000	171,152	848
Recreation facility	198,700	195,000	191,615	3,385
Grounds expense	211,436	222,800	222,060	740
Replacement - reserve	30,000	-	-	-
Contingency	33,603	-	-	-
Emergency reserve	<u>22,509</u>	<u>-</u>	<u>-</u>	<u>-</u>
 Total Expenditures	 <u>836,424</u>	 <u>910,000</u>	 <u>902,397</u>	 <u>7,603</u>
 NET CHANGE IN FUND BALANCE	 (134,391)	 (137,967)	 (93,829)	 44,138
 FUND BALANCE - BEGINNING OF YEAR	 <u>134,391</u>	 <u>170,640</u>	 <u>170,640</u>	 <u>-</u>
 FUND BALANCE - END OF YEAR	 <u>\$ -</u>	 <u>\$ 32,673</u>	 <u>\$ 76,811</u>	 <u>\$ 44,138</u>

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

MURPHY CREEK METROPOLITAN DISTRICT NO.1

Notes to Financial Statements December 31, 2016

Note 1: Summary of Significant Accounting Policies

The accounting policies of the Murphy Creek Metropolitan District No. 1 (“the District”), located in the City of Aurora (“Aurora”) in Arapahoe County, Colorado, conform to the accounting principles generally accepted in the United States of America (“GAAP”) as applicable to governmental units. The Governmental Accounting Standards Board (“GASB”) is the accepted standard setting body for establishing governmental accounting and financial reporting principles. The following is a summary of the more significant policies consistently applied in the preparation of financial statements.

Definition of Reporting Entity

The District was organized on November 16, 1998, as a quasi-municipal corporation and political subdivision of the State of Colorado established under the State of Colorado Special District Act. The District was established to manage the financing, construction, operation and maintenance of the facilities located within the District and Murphy Creek Metropolitan District Nos. 2, 3 and 4 (“Districts Nos. 2, 3 and 4”). The District is governed by an elected Board of Directors.

The District was organized concurrently with District Nos. 2, 3 and 4. Effective November 27, 2001, District No. 4 was dissolved and all property previously within its boundaries was included in District No. 3. District No. 4 was reorganized on December 5, 2005. On August 8, 2016, Aurora approved an Amended and Restated Consolidated Service Plan (“Service Plan”), and approved a Service Plan for Murphy Creek Metropolitan District No. 5. Murphy Creek Metropolitan Districts Nos. 1, 2, 3, 4 and 5, (“Districts”) have the power to provide water, sanitation, streets, traffic and safety controls, television relay and translator services, transportation and park and recreation improvements and other related improvements for the benefit of taxpayers and service users within the Districts’ boundaries. The Consolidated Service Plan requires the Districts to convey the streets, water, sanitation and storm drainage improvements to Aurora for ownership and maintenance.

District No. 1 is intended to service as the “operating district”, while District Nos. 2, 3, 4 and 5 are intended to service as the “taxing districts”. The operating district is responsible for providing the day to day operations and administrative management of all five Districts.

MURPHY CREEK METROPOLITAN DISTRICT NO.1

Notes to Financial Statements December 31, 2016

The District's main source of revenue will be the annual revenue received from District Nos. 2, 3 4 and 5 as reimbursement for actual service costs and construction costs. These revenues are based on funding through property tax revenues, system development fees and recreation fees under the Facilities Construction and Service Agreement (see Note 6).

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.

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.

MURPHY CREEK METROPOLITAN DISTRICT NO.1

Notes to Financial Statements December 31, 2016

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.

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.

MURPHY CREEK METROPOLITAN DISTRICT NO.1

Notes to Financial Statements December 31, 2016

Budgetary Accounting

Budgets are adopted on a non-GAAP basis for the governmental funds. In accordance with the Local Government Budget Law of Colorado, the District's Board of Directors holds public hearings in the fall of each year to approve the budget and appropriate the funds for the ensuing year. The District's Board of Directors can modify the budget by line item within the total appropriation without notification. The appropriation can only be modified upon completion of notification and publication requirements. The budget includes each fund on its basis of accounting unless otherwise indicated. The appropriation is at the total fund expenditures level and lapses at year end. During 2016, the District amended its total appropriations in the General Fund from \$836,424 to \$910,000 primarily due to additional legal fees required.

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.

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 does not have any items that qualify for reporting under this category.

MURPHY CREEK METROPOLITAN DISTRICT NO.1

Notes to Financial Statements December 31, 2016

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 does not have any items that qualify for reporting under this category.

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.

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.

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. No depreciation expense was recognized during 2016.

Fund Equity

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

Nonspendable Fund Balance

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

The nonspendable fund balance in the General Fund in the amount of \$7,315 represents prepaid expenditures.

MURPHY CREEK METROPOLITAN DISTRICT NO.1

Notes to Financial Statements December 31, 2016

Restricted Fund Balance

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

The restricted 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 \$22,509 of the General Fund balance has been restricted in compliance with this requirement.

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 Balances

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:

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

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

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Notes to Financial Statements
December 31, 2016

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

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

Note 2: Cash and Investments

As of December 31, 2016, cash is classified in the accompanying financial statements as follows:

Statement of Net Position:

Cash and investments	\$ 43,868
Cash and investments – restricted	<u>33,205</u>
	<u>\$ 77,073</u>

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

Deposits with financial institutions	\$ 43,868
Investments – Colotrust	<u>33,205</u>
Total	<u>\$ 77,073</u>

Deposits

Custodial Credit Risk

The Colorado Public Deposit Protection Act, (“PDPA”) requires that all units of local government deposit cash in eligible public depositories. State regulators determine eligibility. Amounts on deposit in excess of federal insurance levels must be collateralized. The eligible collateral is determined by the PDPA. PDPA allows the institution to create a single collateral pool for all public funds. The pool is to be maintained by another institution, or held in trust for all the uninsured public deposits as a group. The market value of the collateral must be at least equal to 102% 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. As of December 31, 2016, none of the District’s deposits were exposed to custodial credit risk.

MURPHY CREEK METROPOLITAN DISTRICT NO.1

Notes to Financial Statements December 31, 2016

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. 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 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.

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

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 \$33,205 invested in COLOTRUST.

MURPHY CREEK METROPOLITAN DISTRICT NO.1

Notes to Financial Statements
December 31, 2016

Note 3: Capital Assets

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

	<u>Balance</u> 1/1/2016	<u>Additions</u>	<u>Deletions</u>	<u>Balance</u> 12/31/2016
<u>Governmental Type Activities:</u>				
<u>Capital assets not being depreciated:</u>				
General engineering and construction	\$ 42,077	\$ -	\$ -	\$ 42,077
Water	1,000,000	-	-	1,000,000
Streets	1,457,068	-	-	1,457,068
Sanitation	750,000	-	-	750,000
Government type assets, net	<u>\$ 3,249,145</u>	<u>\$ -</u>	<u>\$ -</u>	<u>\$ 3,249,145</u>

No depreciation has been provided as all assets will be transferred to the City of Aurora or are considered to be construction in progress at December 31, 2016.

It is the policy of Aurora to accept the maintenance responsibility for the streets, water, sanitation, and storm drainage facilities within Aurora only after a probationary period following completion of construction. Upon final acceptance by Aurora, the costs of transferred improvements will be removed. Improvements in the amount of \$27,190,622 have been transferred to Aurora.

Note 4: Long Term Obligations

On March 15, 2006, the District entered into Reimbursement and Acquisition Agreements with Murphy Creek Development, Inc. (“the Developer”) for reimbursement of District eligible public infrastructure costs incurred by the Developer related to improvements benefiting property located within District Nos. 2 and 4. In conjunction with the above agreements, the District authorized promissory notes in an amount up to \$8,100,000 for District No. 2 and \$25,000,000 for District No. 4. The notes carry an interest rate of 8.0% per annum and mature December 31, 2016. If not paid by December 31, 2016, the interest rate on the notes will be 300 basis points above the 20 year “AAA” Municipal Market Data rate. Effective November 16, 2016, the maturity date and change in interest rates on the notes was extended to December 31, 2021.

Due to the uncertainty of the timing of the principal and interest payments on the Promissory Notes, a schedule of the timing of these payments is not available.

MURPHY CREEK METROPOLITAN DISTRICT NO.1

Notes to Financial Statements
December 31, 2016

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

	Balance 1/1/2016	Additions	Retirements	Balance 12/31/2016
Promissory Note - District 2	\$ 838,185	\$ 11,648	\$ -	\$ 849,833
Promissory Note - District 4	3,091,457	11,648	-	3,103,105
Promissory Note - District 5	-	29,238	-	29,238
Interest on notes	2,909,300	316,017	-	3,225,317
	<u>\$ 6,838,942</u>	<u>\$ 368,551</u>	<u>\$ -</u>	<u>\$ 7,207,493</u>

On November 3, 1998, a majority of the qualified electors of the District authorized the issuance of indebtedness in an amount not to exceed \$75,000,000 at an interest rate not to exceed 18% per annum and repayment terms not to exceed 20 years after the date of issuance. On May 2, 2000, a majority of qualified electors of the District authorized the issuance of indebtedness in an additional amount not to exceed \$55,750,000 at an interest rate not to exceed 18% per annum with repayment terms between 20 and 40 years after date of issuance. The Service Plan does not allow for the issuance of general obligation debt and the District has not budgeted to issue any debt in 2017.

Note 5: Related Party

All of the Board of Directors are owners or members of or are otherwise associated with Murphy Creek Development, Inc., or Murphy Creek LLC, the Developer and major landowner within the District. The District has issued promissory notes to members of the Board of Directors or their relatives or entities with which they are affiliated (see Note 4).

Note 6: Agreements with Other Governments
Intergovernmental Agreement

On August 8, 2016, the District, Districts Nos. 2, 3, 4, 5, and Aurora have entered into an Amended and Restated Intergovernmental Agreement (“IGA”) as required by the Service Plan. Under this agreement, the Districts must obtain the approval of the Aurora City Council prior to any inclusion of property in or exclusion of property from the boundaries of the Districts other than as set forth in the District’s service plan and for any consolidation with any other special districts. Prior to the issuance of any privately placed debt, the District shall obtain a certificate from an External Financial Advisor certifying to the reasonableness of the interest rate and the structure. Pursuant to the IGA and the Service Plan, the District is required to levy a regional mill levy and to remit it to an Aurora Regional Improvement (ARI) Authority or to the City under certain circumstances.

MURPHY CREEK METROPOLITAN DISTRICT NO.1

Notes to Financial Statements December 31, 2016

The Service Plan requires the Districts to dedicate certain public improvements to the City of Aurora or other appropriate jurisdiction or owners association for ownership and maintenance. The District is not authorized to operate or maintain any part of the improvements, other than park and recreation improvements, drainage improvements including detention and retention ponds, trickle channels and all necessary or proper equipment or appurtenances thereto unless the provision of such operation and maintenance is pursuant to an intergovernmental agreement with the City.

Facilities Construction and Service Agreement

Facilities Construction and Service Agreement (Service Contract) – To implement the Consolidated Service Plan, the District has an intergovernmental agreement with Murphy Creek Metropolitan District Nos. 2, 3 and 4. The agreement remains in full force until such time as each of the terms and conditions of the agreement has been performed in their entirety or until the agreement is terminated by mutual written agreement by all Districts.

The District is to own, operate, maintain, and construct the facilities benefiting all Districts. To the extent that Murphy Creek Metropolitan District Nos. 2, 3 and 4 are to benefit, they will pay the total capital costs and service costs of operation and maintenance of such facilities. The District received \$35,840 from District No.2 and \$368 from District No. 4 during 2016.

On April 26, 2017 the District's entered into a Termination of District Facilities and Construction Service Agreement. See Note 10 for further details.

Note 7: Tax, Spending and Debt Limitations

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

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

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

MURPHY CREEK METROPOLITAN DISTRICT NO.1

Notes to Financial Statements December 31, 2016

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

On November 3, 1998, the voters approved the District to be permitted to maintain fiscal year spending and collect annual District revenues from sources not excluded from fiscal year spending in 1999 and each year thereafter as a voter-approved revenue change without regard to any expenditure, revenue-raising or other limitation contained within Article X, Section 20 of the Colorado Constitution or any other statutory or constitutional expenditure or revenue-raising limitation.

Note 8: Risk Management

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

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

Note 9: 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; and
- 2) long-term liabilities such as developer notes, accrued developer note interest payable, are not due and payable in the current period and, therefore, are not in the funds.

MURPHY CREEK METROPOLITAN DISTRICT NO.1

Notes to Financial Statements
December 31, 2016

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;
- 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 payments as expenditures, however, in the statement of activities, the payment of long-term debt is recorded as a decrease of long-term liabilities.

Note 10: Subsequent Event

On April 26, 2017, the District along with District Nos. 2, 3 and 4 entered into a Termination of District Facilities Construction and Service Agreement (“Termination Agreement”) whereby the Districts agreed to terminate the Facilities Construction and Service Agreement. The Districts agreed that: 1.) all outstanding operational fees imposed by the District would be remitted to the District to offset prior costs of District No. 2, and 3.) The Capital Facilities Fees collected within the boundaries of District 3 shall be considered to be pledged revenue for the Series 2006 Bonds in satisfaction of the terms of the Indenture before being utilized for the completion of the any Remaining District 3 Facilities as described in the agreement. Upon completion of the Remaining District 3 Facilities and Capital Facility Fees Revenue being held by the District shall be remitted to District No 3 and any future Capital Facility Fee revenue collected after the completion of the Remaining District 3 Facilities have been paid in full shall be retained by District No. 3. District No. 3 will operate independently of Districts Nos. 1, 2, 4 and 5. All assets owned by the District that are within the boundaries of the District No. 3 will be transferred to District No. 3.

SUPPLEMENTAL INFORMATION

MURPHY CREEK METROPOLITAN DISTRICT NO. 1

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

For the Year Ended December 31, 2016

	Original/Final <u>Budget</u>	<u>Actual</u>	Variance Favorable <u>(Unfavorable)</u>
REVENUES			
Transfer from District #2	\$ 2,000,000	\$ -	(2,000,000)
Transfer from District #4	4,000,000	-	(4,000,000)
Developer Advance	<u>-</u>	<u>9,446</u>	<u>9,446</u>
Total Revenues	<u>6,000,000</u>	<u>9,446</u>	<u>(5,990,554)</u>
EXPENDITURES			
Legal	50,000	-	50,000
Accounting	10,000	-	10,000
Capital outlay	<u>5,943,496</u>	<u>9,446</u>	<u>5,934,050</u>
Total Expenditures	<u>6,003,496</u>	<u>9,446</u>	<u>5,994,050</u>
NET CHANGE IN FUND BALANCE	(3,496)	-	3,496
FUND BALANCE - BEGINNING OF YEAR	<u>3,496</u>	<u>3,497</u>	<u>1</u>
FUND BALANCE - END OF YEAR	<u>\$ -</u>	<u>\$ 3,497</u>	<u>\$ 3,497</u>

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