

Panorama Metropolitan District

**Financial Statements
December 31, 2016**



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Financial Statements
December 31, 2016**

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INDEPENDENT AUDITOR'S REPORT

To the Board of Directors Panorama Metropolitan District

We have audited the accompanying financial statements of the governmental activities and each fund of the Panorama Metropolitan District (the "District"), as of and for the year ended December 31, 2016, which collectively comprise the District's basic financial statements as listed in the table of contents, and the related notes to the financial statements.

Management's Responsibility for the Financial Statements

Management is responsible for the preparation and fair presentation of these financial statements in accordance with accounting principles generally accepted in the United States of America; this includes the design, implementation, and maintenance of internal control relevant to the preparation and fair presentation of financial statements that are free from material misstatement, whether due to fraud or error.

Auditor's Responsibility

Our responsibility is to express opinions on these financial statements based on our audit. We conducted our audit in accordance with auditing standards generally accepted in the United States of America. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the 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 fund of the Panorama Metropolitan District as of December 31, 2016, and the respective changes in financial position for the year then ended in accordance with accounting principles generally accepted in the United States of America.

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Other Matters

The District has not presented Management's Discussion and Analysis that accounting principles generally accepted in the United States of America have determined is necessary to supplement the basic financial statements. Such 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, economical, or historical context. Our opinions on the basic financial statements are not affected by the missing information.

The budgetary schedule for the General Fund in section D is not a required part of the basic financial statements but is supplementary information required by accounting principles generally accepted in the United States of America. The budgetary comparison 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 statement 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.

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 budgetary schedules found in Section E are presented for purposes of additional analysis and are not a required part of the financial statements. The budgetary schedules are the responsibility of management and were derived from and relate directly to the underlying accounting and other records used to prepare the financial statements. The information has been subjected to the auditing procedures applied in the audit of the financial statements and certain additional procedures, including comparing and reconciling such information directly to the underlying accounting and other records used to prepare the financial statements or 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.

McMahan and Associates, L.L.C.

**McMahan and Associates, L.L.C.
July 17, 2017**

FINANCIAL STATEMENTS

**Panorama Metropolitan District
Balance Sheet
Statement of Net Position
December 31, 2016**

	Balance Sheet				Adjustments	Statement of Net Position
	General Fund	Debt Service Fund	Capital Projects Fund	Total		
Assets:						
Cash and investments - Unrestricted	243,625	19,035	605,931	868,591	-	868,591
Cash and investments - Restricted	-	286,482	70,000	356,482	-	356,482
Property tax receivable	440,977	744,952	-	1,185,929	-	1,185,929
Due from City of Centennial	-	-	325,319	325,319	-	325,319
Deposits	-	-	33,533	33,533	-	33,533
Prepaid expenses	6,954	-	-	6,954	-	6,954
Capital assets, net of accumulated depreciation	-	-	-	-	4,848,754	4,848,754
Total Assets	<u>691,556</u>	<u>1,050,469</u>	<u>1,034,783</u>	<u>2,776,808</u>	<u>4,848,754</u>	<u>7,625,562</u>
Liabilities:						
Accounts payable	21,393	-	374,407	395,800	-	395,800
Due to Arapahoe County	-	18,685	-	18,685	-	18,685
Retainage payable	-	-	94,514	94,514	-	94,514
Interest payable	-	-	-	-	10,082	10,082
Note payable to City of Centennial:						
Due within one year	-	-	-	-	85,834	85,834
Due in more than one year	-	-	-	-	171,666	171,666
Bonds payable:						
Due within one year	-	-	-	-	570,000	570,000
Due in more than one year	-	-	-	-	4,030,000	4,030,000
Total Liabilities	<u>21,393</u>	<u>18,685</u>	<u>468,921</u>	<u>508,999</u>	<u>4,867,582</u>	<u>5,376,581</u>
Deferred Inflows of Resources:						
Unavailable property taxes	440,977	744,952	-	1,185,929	-	1,185,929
Total Deferred Inflows of Resources	<u>440,977</u>	<u>744,952</u>	<u>-</u>	<u>1,185,929</u>	<u>-</u>	<u>1,185,929</u>
Fund Balance/Net Position:						
Fund Balance:						
Nonspendable	6,954	-	-	6,954	(6,954)	-
Restricted for emergency	20,911	-	-	20,911	(20,911)	-
Restricted for bond covenant	-	286,000	-	286,000	(286,000)	-
Restricted for Panorama - Filing 9	-	-	70,000	70,000	(70,000)	-
Assigned	-	-	495,862	495,862	(495,862)	-
Unassigned	201,321	832	-	202,153	(202,153)	-
Total Fund Balance	<u>229,186</u>	<u>286,832</u>	<u>565,862</u>	<u>1,081,880</u>	<u>(1,081,880)</u>	<u>-</u>
Total Liabilities, Deferred Inflows of Resources, and Fund Balance	<u>691,556</u>	<u>1,050,469</u>	<u>1,034,783</u>	<u>2,776,808</u>	<u>(2,776,808)</u>	<u>-</u>
Net Position:						
Restricted for emergency					20,911	20,911
Restricted for debt service					286,000	286,000
Unrestricted					756,141	756,141
Total Net Position					<u>1,063,052</u>	<u>1,063,052</u>

The accompanying notes are an integral part of these financial statements.

Panorama Metropolitan District
Statement of Revenues, Expenditures and Changes in Fund Balance
Statement of Activities
For the Year Ended December 31, 2016

	Statement of Revenues, Expenditures and Changes in Fund Balance				Adjustments	Statement of Activities
	General Fund	Debt Service Fund	Capital Projects Fund	Total		
Revenues:						
Property tax	601,177	465,458	-	1,066,635	-	1,066,635
Specific ownership tax	90,953	-	-	90,953	-	90,953
Net investment income	3,898	215	-	4,113	-	4,113
Miscellaneous income	1,011	-	-	1,011	-	1,011
Capital contribution	-	-	1,507,653	1,507,653	-	1,507,653
Total Revenues	697,039	465,673	1,507,653	2,670,365	-	2,670,365
Expenditures/Expenses:						
Accounting and audit	25,233	-	-	25,233	-	25,233
Election	654	-	-	654	-	654
Legal	25,333	-	20,105	45,438	(20,105)	25,333
Insurance	6,867	-	-	6,867	-	6,867
Maintenance and utilities	93,820	-	-	93,820	31,296	125,116
Miscellaneous	3,486	-	-	3,486	-	3,486
District management	32,064	-	-	32,064	-	32,064
Paying agent fees	-	500	-	500	-	500
County Treasurer's fees	8,578	7,383	-	15,961	-	15,961
Contractual obligation to City of Centennial	-	-	-	-	420,000	420,000
Payment to City of Centennial	162,500	-	-	162,500	(162,500)	-
Construction	-	-	1,993,795	1,993,795	(1,993,795)	-
Debt service:						
Principal	-	555,000	-	555,000	(555,000)	-
Interest	-	135,577	-	135,577	(1,216)	134,361
Total Expenditures/Expenses	358,535	698,460	2,013,900	3,070,895	(2,281,320)	789,575
Excess (Deficiency) of Revenues Over Expenditures	338,504	(232,787)	(506,247)	(400,531)	400,531	-
Other Financing Sources (Uses):						
Operating transfers in (out)	(581,365)	32,789	548,576	-	-	-
Total Other Financing Sources (Uses)	(581,365)	32,789	548,576	-	-	-
Change in Fund Balance	(242,861)	(199,998)	42,329	(400,531)	-	-
Change in Net Position					1,880,790	1,880,790
Fund Balance/Net Position:						
Beginning	472,047	486,830	523,533	1,482,411		(817,738)
Ending	229,186	286,832	565,862	1,081,880		1,063,052

The accompanying notes are an integral part of these financial statements.

NOTES TO THE FINANCIAL STATEMENTS

**Panorama Metropolitan District
Notes to the Financial Statements
December 31, 2016**

I. Summary of Significant Accounting Policies

Panorama Metropolitan District (the "District"), a quasi-municipal corporation, is governed pursuant to provisions of the Colorado Special District Act. The District's service area is located entirely within the City of Centennial (the "City"). The District was established to provide street improvements, safety protection and transportation services. However, that authority was expanded in December 2013 by approval of an Amended and Restated Service Plan to include, among other powers, water, sanitary sewer, and parks and recreation services to existing and future development. All street and safety protection improvements constructed to date, except for the Panorama Circle and Chester Street traffic signal, have been dedicated to and accepted by Arapahoe County or its successors and assigns for maintenance and repair. The District maintains the detention pond, and provides landscape maintenance and snow removal services relating to these improvements. The District has no employees and all operations and administrative functions are contracted.

The financial statements of the District have been prepared in conformity with U.S. generally accepted accounting principles ("GAAP") as applied to government units. The Governmental Accounting Standards Board ("GASB") is the accepted standard-setting body for establishing governmental accounting and financial reporting principles. The more significant of the government's accounting policies are described below.

A. Reporting Entity

The District is governed by an elected Board which is responsible for setting policy, appointing administrative personnel and adopting an annual budget in accordance with the provisions of the Colorado Special District Act. The reporting entity consists of (a) the primary government (i.e., the District), and (b) organizations for which the District is financially accountable or the organization's primary purpose is to benefit the District. The District is considered financially accountable for legally separate organizations if it is able to appoint a voting majority of an organization's governing body and is either able to impose its will on that organization or there is a potential for the organization to provide specific financial benefits to, or to impose specific financial burdens on the District. Consideration is also given to other organizations which are fiscally dependent; i.e., unable to adopt a budget, levy taxes, or issue debt without approval by the District. Organizations for which the nature and significance of their relationship with the District are such that exclusion would cause the reporting entity's financial statements to be misleading or incomplete are also included in the reporting entity.

The District is not financially accountable for any entity based on the above criteria nor is the District a component unit of any other entity.

B. Government-wide and Fund Financial Statements

The District's basic financial statements include both government-wide (reporting the District as a whole) and fund financial statements (reporting the District's major funds). Both the government-wide and fund financial statements categorize primary activities as either governmental or business-type.

1. Government-wide Financial Statements

In the Statement of Net Position, the District's activities are reported on a full accrual, economic resource basis, which recognizes all long-term assets and receivables as well as long-term debt and obligations. The District's net position is reported in three parts—invested in capital assets, net of related debt; restricted; and unrestricted net position.

Panorama Metropolitan District
Notes to the Financial Statements
December 31, 2016
(Continued)

I. Summary of Significant Accounting Policies (continued)

B. Government-wide and Fund Financial Statements (continued)

1. Government-wide Financial Statements (continued)

The focus of the Statement of Net Position and the Statement of Activities is on the sustainability of the District as an entity and the change in the District's net position resulting from the current year's activities.

2. Fund Financial Statements

The financial transactions of the District are reported in individual funds in the fund financial statements. Each fund is accounted for by providing a separate set of self-balancing accounts that comprises its assets, liabilities, reserves, fund equity, revenues and expenditures/expenses. The fund focus is on current available resources and budget compliance. The District reports the following governmental funds:

The General Fund is the District's primary operating fund. It accounts for all financial resources not required to be accounted for in another fund.

The Debt Service Fund accounts for property taxes levied for debt payment on general obligation bonds.

The Capital Projects Fund is used to account for financial resources to be used for the acquisition or construction of capital assets.

C. Measurement Focus, Basis of Accounting and Financial Statement Presentation

Measurement focus refers to whether financial statements measure changes in current resources only (current financial focus) or changes in both current and long-term resources (long-term economic focus). Basis of accounting refers to the point at which revenues, expenditures, or expenses are recognized in the accounts and reported in the financial statements.

1. Long-term Economic Focus and Accrual Basis

Governmental activities in the government-wide financial statements use the long-term economic focus and are presented on the accrual basis of accounting. Revenues are recognized when earned and expenses are recognized when incurred, regardless of the timing of the related cash flows.

2. Current Financial Focus and Modified Accrual Basis

The governmental fund financial statements use the current financial focus and are presented on the modified accrual basis of accounting. Under the modified accrual basis of accounting, revenues are recorded when susceptible to accrual; i.e., both measurable and available. "Available" means collectible within the current period or soon enough thereafter (within 60 days of December 31) to be used to pay liabilities of the current period. Expenditures are generally recognized when the related liability is incurred. The exception to this general rule is that principal and interest on general long-term debt, if any, is recognized when due.

Panorama Metropolitan District
Notes to the Financial Statements
December 31, 2016
(Continued)

I. Summary of Significant Accounting Policies (continued)

D. Financial Statement Accounts

1. Cash and Cash Equivalents

Cash and cash equivalents are defined as deposits that can be withdrawn at any time without notice or penalty and investments with maturities of three months or less.

2. Property Taxes

Property taxes are assessed in one year as a lien on the property, but not collected by the governmental entities until the subsequent year. In accordance with generally accepted accounting principles, the assessed but uncollected property taxes have been recorded as a receivable and as deferred revenue.

3. Capital Assets

Capital assets, which include land, landscape, and detention pond, are reported in the government-wide financial statements. Capital assets are defined by the District as assets with an initial cost of \$5,000 or more and an estimated useful life of at least 3 years. Such assets are recorded at historical cost. Donated capital assets are recorded at estimated fair value at the date of donation.

Capital expenditures for projects are capitalized as projects are constructed. Interest incurred during the construction phase is capitalized as part of the value of the asset.

4. Deferred Inflows and Outflows 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 doesn't have any items that qualify for reporting in this category at 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 has one type of item that qualifies for reporting in this category. The item, unavailable property tax revenue, is deferred and recognized as an inflow of resources in the period that the amounts become available and earned.

**Panorama Metropolitan District
Notes to the Financial Statements
December 31, 2016
(Continued)**

I. Summary of Significant Accounting Policies (continued)

D. Financial Statement Accounts (continued)

5. Fund Balance

The District classifies governmental fund balances as follows:

Non-spendable - includes fund balance amounts that cannot be spent either because it is not in spendable form or because of legal or contractual requirements.

Restricted – includes fund balance amounts that are constrained for specific purposes which are externally imposed by providers, such as creditors or amounts constrained due to constitutional provisions or enabling legislation.

Committed – includes fund balance amounts that are constrained for specific purposes that are internally imposed by the government through formal action of the highest level of decision making authority which is the Board of Directors.

Assigned – includes spendable fund balance amounts that are intended to be used for specific purposes that are neither considered restricted or committed. Fund balance may be assigned by the Board of Directors or its management designee.

Unassigned - includes residual positive fund balance within the General Fund which has not been classified within the other above mentioned categories. Unassigned fund balance may also include negative balances for any governmental fund if expenditures exceed amounts restricted, committed, or assigned for those specific purposes.

The District uses restricted amounts first when both restricted and unrestricted fund balance is available unless there are legal documents/contracts that prohibit doing this, such as in grant agreements requiring dollar for dollar spending. Additionally, the District first uses committed, then assigned, and lastly unassigned amounts of unrestricted fund balance when expenditures are made.

The District does not have a formal minimum fund balance policy. However, the District's budget includes a calculation of targeted reserve positions and management reports the target amounts annually to Board of Directors.

6. Use of Estimates

The preparation of financial statements in conformity with U.S. generally accepted accounting principles requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements and the reported amount of revenues and expenses during the reporting period. Actual results could differ from those estimates.

Panorama Metropolitan District
Notes to the Financial Statements
December 31, 2016
(Continued)

II. Reconciliation of Government-wide and Fund Financial Statements

A. Explanation of differences between the governmental fund Balance Sheet and the government-wide Statement of Net Position

The governmental fund Balance Sheet and the government-wide Statement of Net Position include a reconciling column. Explanation of the adjustments included in the reconciling column is as follows:

Capital assets, net	\$ 4,848,754
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Capital assets used in governmental activities are not financial resources and therefore are not reported in the funds.

Accrued interest payable	\$ 10,082
Note payable -- due within one year	85,834
Note payable -- due in more than one year	171,666
Bonds payable -- due within one year	570,000
Bonds payable -- due in more than one year	4,030,000

Long-term liabilities are not due and payable in the current period and therefore are not reported in the funds.

B. Explanation of differences between the governmental fund Statement of Revenue, Expenditures and Changes in Fund Balance and the government-wide Statement of Activities

The governmental fund Statement of Revenue, Expenditures and Changes in Fund Balance and the government-wide Statement of Activities include a reconciling column. Explanation of the adjustments included in the reconciling column is as follows:

Depreciation expense	\$ 31,296
Capital outlay:	
Legal (Park Improvement)	\$ (20,105)
Construction (Park Improvement)	(1,993,795)
Total	<u>\$ (2,013,900)</u>

Governmental funds report capital outlay and other capital costs as expenditures. However, in the Statement of Activities, the cost of those assets is allocated over their estimated useful lives as depreciation expense.

Contractual obligation to City of Centennial	420,000
Payment City of Centennial	(162,500)
Principal payments	(555,000)
Change in accrued interest	(1,216)

The issuance of long-term debt (e.g., bonds, leases) provides current financial resources to governmental funds, while the repayment of the principal of long-term debt consumes the current financial resources of governmental funds. Neither transaction, however, has any effect on net position. Also, some expenses do not require the use of current financial resources and, therefore, are not reported as expenditures in governmental funds.

**Panorama Metropolitan District
Notes to the Financial Statements
December 31, 2016
(Continued)**

III. Stewardship, Compliance, and Accountability

A. Budgets and Budgetary Accounting

In the fall of each year, the District's Board of Directors formally adopts a budget with appropriations by fund for the ensuing year pursuant to the Colorado Local Budget Law. The budget for the governmental funds is adopted on a basis consistent with U.S. generally accepted accounting principles ("GAAP").

- (1) For the 2016 budget, prior to August 25, 2015, the County Assessor sent to the District a certified assessed valuation of all taxable property within the District's boundaries. The County Assessor may change the assessed valuation on or before December 10, 2015 only once by a single notification to the District.
- (2) On or before October 15, 2015, the District's management submitted to the District's Board of Directors a recommended budget which detailed the necessary property taxes needed along with other available revenues to meet the District's operating requirements.
- (3) For the 2016 budget, prior to December 15, 2015, the District computed and certified to the County Commissioners a rate of a levy that derived the necessary property taxes as computed in the proposed budget.
- (4) After a required publication of "Notice of Proposed Budget" and a public hearing, the District adopted the proposed budget and an appropriating resolution, which legally appropriated expenditures for the upcoming year.
- (5) After adoption of the budget resolution, the District may make the following changes: (a) it may transfer appropriated monies between funds or between spending agencies within a fund, as determined by the original appropriation level; (b) supplemental appropriations to the extent of revenues in excess of those estimated in the budget; (c) emergency appropriations; and (d) reduction of appropriations for which originally estimated revenues are insufficient.
- (6) All appropriations lapse at a year-end.

Taxes levied in one year are collected in the succeeding year. Thus taxes certified in 2015 were collected in 2016 and taxes certified in 2016 will be collected in 2017. Taxes are due on January 1st in the year of collection; however, they may be paid in either one installment (no later than April 30th) or two equal installments (not later than February 28th and June 15th) without interest or penalty. Taxes that are not paid within the prescribed time bear interest at the rate of one percent (1%) per month until paid. Unpaid amounts and the accrued interest thereon become delinquent on June 15th.

Encumbrance accounting, under which purchase orders, contracts, and other commitments for the expenditure of monies are recorded in order to reserve that portion of the applicable appropriation, is not employed by the District because it is at present considered not necessary to assure effective budgetary control or to facilitate effective cash planning and control.

**Panorama Metropolitan District
Notes to the Financial Statements
December 31, 2016
(Continued)**

III. Stewardship, Compliance, and Accountability (continued)

B. TABOR Amendment - Revenue and Spending Limitation Amendment

In November 1992, Colorado voters amended Article X of the Colorado Constitution by adding Section 20, commonly known as the Taxpayer's Bill of Rights ("TABOR"). TABOR contains revenue, spending, tax and debt limitations which apply to the State of Colorado and local governments. TABOR requires, with certain exceptions, advance voter approval for any new tax, tax rate increases, a mill levy above that for the prior year, extension of any expiring tax, or tax policy change directly causing a net tax revenue gain to any local government.

Except for refinancing bonded debt at a lower interest rate or adding new employees to existing pension plans, TABOR requires advance voter approval for the creation of any multiple-fiscal year debt or other financial obligation unless adequate present cash reserves are pledged irrevocably and held for payments in all future fiscal years.

TABOR also requires local governments to establish emergency reserves to be used for declared emergencies only. Emergencies, as defined by TABOR, exclude economic conditions, revenue shortfalls, or salary or fringe benefit increases. These reserves are required to be 3% or more of fiscal year spending (excluding bonded debt service). The District has reserved a portion of its December 31, 2016 year-end fund balance in the General Fund for emergencies as required under TABOR in the amount of \$8,367, which is the approximate required reserve at December 31, 2016.

The initial base for local government spending and revenue limits is December 31, 1992, fiscal year spending. Future spending and revenue limits are determined based on the prior year's fiscal year spending adjusted for inflation in the prior calendar year plus annual local growth. Fiscal year spending is generally defined as expenditures and reserve increases with certain exceptions. Revenue, if any, in excess of the fiscal year spending limit must be refunded in the next fiscal year unless voters approve retention of such revenue.

On May 7, 2002, the District's voters approved the following ballot question: "Shall Panorama Metropolitan District, without increasing taxes of any kind, be authorized to collect and spend all proceeds of its ad valorem taxes and investment income thereon as a voter-approved revenue change in 2002 and in each year thereafter, without regard to any spending, revenue-raising, or other limitation contain within Article X, Section 20 of the Colorado Constitution, and without regard to the annual limit set forth in Section 29-1-301, Colorado Revised statutes?"

On May 8, 2012, the District's voters approved the following ballot question: "Shall Panorama Metropolitan District taxes be increased \$375,000 annually or such lesser amount as necessary to pay the District's administration, operations, maintenance, and capital expenses and costs of constructing facilities and improvements, by the imposition of ad valorem property taxes levies in any year, without limitation as to rate or amount or any other condition to pay such expenses and shall the proceeds of such taxes and investment income thereon be collected, retained and spent by the District in fiscal year 2012 and in each fiscal year thereafter as a voter-approved revenue change without regard to any spending, revenue-raising, or other limitation contained within Article X, Section 20 of the Colorado Constitution, the limits imposed on increases in property taxation by Section 29-1-301, C.R.S. in any year, or any other law which purports to limit the District's revenues or expenditures as it currently exists or as it may be amended in the future, all without limiting in any year the amount of other revenues that may be collected, retained and spent by the District?"

**Panorama Metropolitan District
Notes to the Financial Statements
December 31, 2016
(Continued)**

III. Stewardship, Compliance, and Accountability (continued)

B. TABOR Amendment - Revenue and Spending Limitation Amendment (continued)

On November 5, 2013, the District's voters approved 13 ballot issues identified as 5D through 5P. A summary of the approved annual revenue and debt increases is as follows:

Ballot Issue	Tax Maximum	Debt Maximum	Purpose, as may be defined more specifically in the ballot issue
5D	475,000	not applicable	Administration, operations, maintenance, capital expenses
5E	10,000,000	not applicable	Intergovernmental agreements or other contracts
5F	not applicable	not applicable	Increase overall revenue limit
5G	574,000,000	70,000,000	Street improvements
5H	574,000,000	70,000,000	Parks and recreational facilities
5I	574,000,000	70,000,000	Water infrastructure and services
5J	574,000,000	70,000,000	Sewer and sanitation infrastructure and services
5K	574,000,000	70,000,000	Transportation infrastructure and services
5L	574,000,000	70,000,000	Mosquito control
5M	574,000,000	70,000,000	Traffic and safety controls
5N	574,000,000	70,000,000	General obligation debt refinancing
5O	574,000,000	70,000,000	Intergovernmental and contractual debt refinancing
5P	not applicable	not applicable	Intergovernmental joint financing of public improvements

The District's management believes it is in compliance with the financial provisions of TABOR. However, TABOR is complex and subject to interpretation. Many of its provisions, including the interpretation of how to calculate fiscal year spending limits, will require judicial interpretation.

IV. Detailed Notes on all Funds

A. Deposits

The Colorado Public Deposit Protection Act ("PDPA") requires that all units of local government deposit cash in eligible public depositories; eligibility is determined by State regulators. Amounts on deposit in excess of Federal insurance levels must be collateralized. The eligible collateral is determined by the PDPA. The PDPA allows the institution to create a single collateral pool for all public funds. The pool for all the uninsured public deposits as a group is to be maintained by another institution or held in trust. The market value of the collateral must be at least equal to the aggregate uninsured deposits.

Panorama Metropolitan District
Notes to the Financial Statements
December 31, 2016
(Continued)

IV. Detailed Notes on all Funds (continued)

A. Deposits (continued)

The State Regulatory Commissions 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.

B. Investments

The District's investment policy follows Colorado statutes, which specify investment instruments meeting defined rating and risk criteria in which local governments, and entities such as the District, may invest which include:

- Obligations of the United States and certain U.S. government agency securities
- Certain international agency securities
- General obligation and revenue bonds of U.S. local government entities
- Banker's acceptances of certain banks
- Commercial paper
- Written repurchase agreements collateralized by certain authorized securities
- Certain money market mutual funds
- Guaranteed investment contract
- Local government investment pools

The District had invested \$121 in the Colorado Local Government Liquid Asset Trust (the "Trust"). The Trust is an investment vehicle established for local government entities in Colorado to pool surplus funds. The State Securities Commissioner administers and enforces all State statutes governing the Trust. The Trust operates similarly to a money market fund, measured at net asset value, and each share is equal in value to \$1.00. Investments consist of U.S. Treasury bills, notes and note strips and repurchase agreements collateralized by U.S. Treasury securities. A designated custodial bank provides safekeeping and depository services in connection with the direct investment and withdrawal functions. Substantially all securities owned are held by the Federal Reserve Bank in the account maintained for the custodial bank.

The Trust directly holds all repurchase agreements. The custodian's internal records identify the investments owned by the Trust. The District does not categorize its participation in the Trust because the investment is not evidenced by securities specifically identifiable to the District.

C. Restricted Cash and Investments

The District has restricted \$286,000 for the bond reserve fund and \$70,000 (both amounts in cash equivalents with Wells Fargo) for commitments under subdivision improvement agreements at December 31, 2016. Details of the bond reserve fund and the commitments are found below in the Long-term Obligations and the Commitments notes, respectively.

**Panorama Metropolitan District
Notes to the Financial Statements
December 31, 2016
(Continued)**

IV. Detailed Notes on all Funds (continued)

D. Summary of Cash Deposits and Investments

Cash deposits and investments are reflected on the December 31, 2016 Balance Sheets as follows:

<u>Type</u>	<u>Rating</u>	<u>Carrying Amount</u>	<u>Maturities</u>	
			<u>Less Than One Year</u>	<u>Five Years or Less</u>
<i>Deposits:</i>				
Checking and on-demand accounts		\$ 938,470		
<i>Investments:</i>				
Colotrust	AAAm	121		
Cash Held by Trustee Bank	Not rated	286,482	286,482	
		<u>\$ 1,225,073</u>		

Financial Statement Captions:

Cash and investments - unrestricted	\$ 868,591
Cash and investments - restricted	356,482
	<u>\$ 1,225,073</u>

E. Capital Assets

Capital asset activity for the year ended December 31, 2016 was as follows:

	<u>Beginning Balance</u>	<u>Increases</u>	<u>Decreases</u>	<u>Ending Balance</u>
Capital assets, not being depreciated:				
Landscape improvements	\$ 1,294,871	-	-	1,294,871
Construction in progress	595,140	2,013,900	-	2,609,040
Capital assets not being depreciated	<u>1,890,011</u>	<u>2,013,900</u>	<u>-</u>	<u>3,903,911</u>
Capital assets, being depreciated:				
Infrastructure improvements	1,271,209	-	-	1,271,209
Less accumulated depreciation for:				
Infrastructure improvements	(295,070)	(31,296)	-	(326,366)
Capital assets being depreciated, net	<u>976,139</u>	<u>(31,296)</u>	<u>-</u>	<u>944,843</u>
Total Capital Assets, Net	<u>\$ 2,866,150</u>	<u>1,982,604</u>	<u>-</u>	<u>4,848,754</u>

**Panorama Metropolitan District
Notes to the Financial Statements
December 31, 2016
(Continued)**

IV. Detailed Notes on all Funds (continued)

F. Long-term Obligations

1. General Obligation Bonds, Series 2011

On December 21, 2011, the District issued \$7,205,000 General Obligation Refunding Bonds, Series 2011 (the "2011 Bonds"), with 2.63% annual interest payable semiannually on June 1 and December 1 through 2023. The 2011 Bonds require a reserve in the amount of \$286,000.

On January 6, 2012, the proceeds of the Series 2011 Bonds were used to refund the 1997 Bonds and 1998 Bonds in their entirety. There was a present value savings on the refunding of \$1,087,185.

2. Note Payable to City of Centennial

On February 9, 2016, in connection with the Dry Creek Light Rail Project, the District entered into an Agreement for Release of Traffic Signalization Funds ("Release Agreement") with the City, in cooperation with the Southeast Public Improvement Metropolitan District, to release \$420,000 in escrow funds previously segregated to Subdivision Improvement Agreements for traffic signalization improvements. The release of these funds will partially fund the Additional District Improvements in connection to the Light Rail Project. The City and the District further agree under the Release Agreement to partner on the Chester Mineral Signalization Project to utilize the remaining funds.

On February 24, 2016, the District entered into a Promissory Note payable to the City in the amount of \$420,000, pursuant to the terms of the Release Agreement ("Promissory Note"). According to the Promissory Note, \$162,500 is payable on December 1, 2016; \$85,834 is payable on December 1, 2017 and 2018, and \$85,833 is payable on December 1, 2019. No interest is payable under the Promissory Note, and at current bank interest rates, imputed annual interest would be minimal. The Promissory Note is secured by and payable from a 3.000 mill property tax levy in the years 2016, 2017 and 2018 for tax collection years 2017, 2018 and 2019.

3. Authorized, Unissued Debt

The District's voters authorized \$70,000,000 of general obligation debt in the 2013 election, all of which remains unissued as of December 31, 2016, for the various purposes summarized in Note III.B.

The District's voters authorized \$13,500,000 of general obligation debt in the 1995 and 1997 elections, of which \$7,655,000 remains unissued as of December 31, 2016. Of the \$7,655,000 of unissued debt, \$5,585,000 is authorized for refunding purposes, \$1,685,000 for safety improvements, and \$385,000 for street improvements. In the future, the District intends to issue a portion or all of the remaining authorized, but unissued general obligation debt for purposes of providing public improvements to support development as it occurs within the District's service area; however, as of the date of the auditor's report, the amount and timing of any debt issuances is not determinable.

**Panorama Metropolitan District
Notes to the Financial Statements
December 31, 2016
(Continued)**

IV. Detailed Notes on all Funds (continued)

F. Long-term Obligations (continued)

4. Schedule of Debt Service Requirements

	<u>2011 G.O. Bonds</u>		<u>Promissory Note</u>
	<u>Principal</u>	<u>Interest</u>	<u>Principal</u>
2017	570,000	120,980	85,834
2018	585,000	105,989	85,834
2019	600,000	90,604	85,833
2020	615,000	74,824	-
2021	630,000	58,649	
2021-2023	1,600,000	67,065	-
Total	<u>\$ 4,600,000</u>	<u>518,111</u>	<u>257,501</u>

5. Schedule of Changes in Long-term Obligations

	<u>Beginning Balance</u>	<u>Additions</u>	<u>Deletions</u>	<u>Ending Balance</u>	<u>Due Within One Year</u>
2011 G.O. Refunding Bonds	5,155,000	-	(555,000)	4,600,000	570,000
Note payable -- City of Centennial	-	420,000	(162,500)	257,500	85,834
	<u>5,155,000</u>	<u>420,000</u>	<u>(717,500)</u>	<u>4,857,500</u>	<u>655,834</u>

G. Capital Fund Deposits

On December 1, 2015, the District entered into a MS4 Security Agreement for Public Agency with Southeast Metro Stormwater Authority (SEMSA) ("MS4 Agreement"). The MS4 Agreement allows the District to obtain Grading, Erosion, and Sediment Control (GESC) and Stormwater Public Improvement (SPIP) permits within the SEMSA service area boundaries and the City, in relation to the Dry Creek Light Rail Connection.

A total of \$33,533 was paid in 2015 as a deposit held for collateral as required by GESC and SPIP permits. This balance remains at December 31, 2016.

V. Other Information

A. Risk Management

Colorado Special Districts Property and Liability Pool

The District is exposed to various risks of loss related to torts, thefts of, damage to, or destruction of assets; or errors or omissions. The District is insured for such risks as a member of the Colorado Special Districts Property and Liability Pool ("Pool"). The Pool is an organization created by intergovernmental agreement to provide property and general liability, automobile physical damage and liability, public officials liability and boiler and machinery coverage to its members. The Pool provides coverage for property claims up to the values declared and liability coverage for claims up to \$1,000,000. There have been no claims in any of the past three years.

**Panorama Metropolitan District
Notes to the Financial Statements
December 31, 2016
(Continued)**

V. Other Information (continued)

A. Risk Management (continued)

Colorado Special Districts Property and Liability Pool (continued)

The District pays annual premiums to the Pool for liability, property and public official's coverage. In the event aggregated losses incurred by the Pool exceed amounts recoverable from reinsurance contracts and funds accumulated by the Pool, the Pool may require additional contributions from the Pool members. Any excess funds which the Pool determines are not needed for purposes of the Pool may be returned to the members pursuant to a distribution formula.

A summary of audited statutory basis financial information for the Pool as of and for the year ended December 31, 2015 (the latest audited information available) is as follows:

Assets	<u>\$ 44,054,744</u>
Liabilities	24,739,781
Capital and surplus	<u>19,314,963</u>
Total	<u><u>44,054,744</u></u>
Revenue	16,356,266
Underwriting expenses	<u>14,839,993</u>
Underwriting gain (loss)	1,516,273
Other income	205,186
Net income (loss)	<u><u>\$ 1,721,459</u></u>

B. Related Party Transactions

A majority of the Board of Directors are officers, members, or employees of owners (or affiliated entities) of property within the District. These members may have conflicts of interest with respect to certain transactions which come before the Board.

C. Commitments

The District entered into Intergovernmental Subdivision Improvement Agreements with developers in order to provide infrastructure improvements within the District's boundaries. The District is committed to the terms of companion agreements which are expected to be satisfied over the next couple of years by reimbursement to the developers for certain public improvements after they are completed. The only reimbursement agreement in effect at December 31, 2016 is Panorama Corporate Center South – Filing 9 for \$70,000.

On February 9, 2016, the District entered into an Agreement for Release of Traffic Signalization Funds with the City to release the \$420,000 traffic signal commitments. See Note IV.F.2. on page C11 for details.

**Panorama Metropolitan District
Notes to the Financial Statements
December 31, 2016
(Continued)**

V. Other Information (continued)

D. Settlement Agreement Imposing Debt and Debt Mill Levy Limits

On December 16, 2013, the District entered into a Settlement Agreement (the "Agreement") with Carr Office Park, LLC ("Carr") and MG Panorama LLC ("MG"). At the time of the Agreement, Carr owned, and MG intended to acquire, commercial property with an assessed value of more than half of the District's total assessed value.

In consideration of Carr and MG's agreement to support a Revised Amended and Restated Service Plan, the District agreed to certain limitations on debt issuance and related debt mill levy increases. Specifically, the District agreed to limit new debt issuance to \$15,000,000 (in addition to the outstanding principal amount of the 2011 Bonds) without prior written consent of Carr, MG, or any future owner (collectively, the "Carr Owner"), as set forth in the Agreement.

The District further agreed not to issue or incur any new debt that would anticipate an increase in the annual debt mill levy by more than: (i) three mills over the 2013 debt mill levy of 12.237 (a total of 15.237 mills) through the scheduled maturity of the 2011 Bonds as set forth more specifically in the agreement; and (ii) 5.000 mills total for a debt mill levy commencing in the tax collection year following the retirement of the 2011 Bonds.

Verification that any debt issued shall not increase the debt mill levy beyond the limits in the preceding paragraph shall be determined at the time of issuance by a financial forecast prepared by a qualified financial advisor assuming: 1) no increase in the assessed valuation resulting from new construction; 2) no increase resulting from revaluation of current property in the District over 1% annual inflation on the current annual assessed valuation of the District in every future year of the amortization schedule for repayment of such debt; and 3) the satisfaction of the Required Debt Service Ratio Coverage, as set forth more specifically in the Agreement.

In addition to compliance with the limits stated above, if there is an Outstanding Reimbursement Obligation ("ORO"), the District may issue new debt to repay the ORO and any Additional District Improvements ("ADI") provided that (i) the bond proceeds for the ADI do not exceed 25% of the net bond proceeds available to pay the ORO; and (ii) the bond proceeds shall not be used to reimburse a developer for the costs of any ADI until they become an ORO.

Notwithstanding all of the above, the District may issue debt that does not meet the requirements set forth above if such issuance is (i) approved by all members of the District Board and (ii) consented to in writing by the Carr Owner.

Prior to developers advancing funds to the District or expending funds for the design, construction, and completion of certain District Public Improvements ("DPI") acquired by the District upon completion, the District shall enter into a Reimbursement Agreement defining, among other items, what DPI will be constructed and the terms and conditions of reimbursement, including, but not limited to the following: a) No reimbursement shall be due and owing to a developer by the District until the Completion Date as defined in the agreement; b) Prior to reimbursement, the District shall receive evidence confirming the New Vertical Development Value ("NVDV") of the developer's property. Reimbursement shall be limited to the amount of debt that could be issued by calculating the capacity for issuance of debt in accordance with the terms set forth above (and in the Agreement), assuming the NVDV with no debt mill levy increase and calculated substantially in compliance with the example set forth in Exhibit C of the Agreement.

**Panorama Metropolitan District
Notes to the Financial Statements
December 31, 2016
(Continued)**

V. Other Information (continued)

D. Settlement Agreement Imposing Debt and Debt Mill Levy Limits (continued)

Notwithstanding the restrictions on developer reimbursement set forth above, the District may fund directly or reimburse a developer for costs associated with the following DPI without regard to Completion Date or the need for confirmation of the NVDV: a) Light Rail Improvements in an amount not to exceed \$1,200,000 in 2013 dollars; and b) Downstream Sanitary Sewer System Improvements in an amount not to exceed \$500,000 in 2013 dollars.

E. Intergovernmental Agreement – Dry Creek Light Rail Project

Effective December 16, 2014, the District entered into a Funding and Construction Management Agreement for Scopes 1, 2 and 5, Dry Creek Light Rail Platform Modification and Connectivity Improvements with the City. Subsequently the District and the City entered into an Amended and Restated Funding and Construction Management Agreement for Scopes 1, 2 and 5, Dry Creek Light Rail Platform Modification and Connectivity Improvements Agreement, dated June 2, 2015 (the “Amended and Restated Agreement”) for the funding and construction management of the Dry Creek Light Rail Project (the “City Project”). The City Project includes the installation of a new rail crossing, new sidewalk, construction of a new Regional Transport District Call-n-Ride/Kiss-n-Ride, and improvements designed to enhance accessibility concerns. In addition to this, the District plans to finance, acquire, and construct additional public infrastructure in the vicinity of the City Project described as Scopes 3 and 4, Dry Creek Light Rail Platform Modification and Connectivity Improvements (the “Additional District Improvements”). By execution of the Amended and Restated Agreement, the City agreed to finance the City Project with the cooperation of SPIMD1/South I-25 Urban Corridor Transportation Management (“TMA”). The City and District will each place contributions toward the completion of the City Project and the Additional District Improvements, respectively, into an escrow account designated solely for that purpose.

TMA and its member jurisdictions have developed a strategy for mitigation of impacts on the South I-25 urban corridor as articulated in their Vision 2025 Plan. To assist in fulfilling the purposes of the Vision 2025, the City applied for and received funding from TMA in the amount of \$550,793 to be used for the construction of the City Project. The City has retained the District as the construction manager for the City Project, and the parties agreed that the District will also finance, contract for and manage construction of the Additional District Improvements.

At the time of execution of the Amended and Restated Agreement, total costs associated with the City Project were estimated at \$1,101,586. It is anticipated that actual costs will exceed the estimate due to increased construction costs since the estimate was prepared. The funds placed into escrow by the District, and under control of the City Finance Director, will be offset by costs paid by the District to Barber Architecture for design of the City Project in the amount of \$124,055. The City will be responsible for any overages to the City Project. The District will be responsible for any overages to the Additional District Improvements.

Both parties acknowledge that the District may undertake the Additional District Improvements concurrently with and under the same contract as the City Project; however, the City Project funds from the escrow account may not be drawn upon to fund these Additional District Improvements.

REQUIRED SUPPLEMENTARY INFORMATION

Panorama Metropolitan District
Schedule of Revenues, Expenditures and Changes in Fund Balance
Budget and Actual
General Fund
For the Year Ended December 31, 2016
With Comparative Actual Amounts For the Year Ended 2015

	2016		Variance Positive (Negative)	2015
	Original and Final Budget	Actual		Actual
Revenues:				
Property tax	656,440	601,177	(55,263)	189,238
Specific ownership tax	82,250	90,953	8,703	80,882
Net investment income	6,000	3,898	(2,102)	8,160
Miscellaneous income	808	1,011	203	607
Total Revenues	<u>745,498</u>	<u>697,039</u>	<u>(48,459)</u>	<u>278,887</u>
Expenditures:				
Accounting and audit	21,500	25,233	(3,733)	21,615
Election	5,000	654	4,346	26
Legal	30,000	25,333	4,667	37,839
Insurance	4,930	6,867	(1,937)	4,300
Maintenance and utilities	156,100	93,820	62,280	102,208
Miscellaneous	3,000	3,486	(486)	3,669
District management	35,000	32,064	2,936	42,221
County Treasurer's fees	9,850	8,578	1,272	2,840
Emergency reserves	22,370	-	22,370	-
Contributions to City of Centennial	-	162,500	(162,500)	-
Contingency	250,000	-	250,000	-
Total Expenditures	<u>537,750</u>	<u>358,535</u>	<u>179,215</u>	<u>214,718</u>
Excess (Deficiency) of Revenues Over Expenditures	<u>207,748</u>	<u>338,504</u>	<u>130,756</u>	<u>64,169</u>
Other Financing (Uses):				
Operating transfers (out)	(623,358)	(581,365)	41,993	(278,278)
Total Other Financing (Uses)	<u>(623,358)</u>	<u>(581,365)</u>	<u>41,993</u>	<u>(278,278)</u>
Change in Fund Balance	(415,610)	(242,861)	172,749	(214,109)
Fund Balance - Beginning	415,610	472,047	56,437	686,156
Fund Balance- Ending	<u>-</u>	<u>229,186</u>	<u>229,186</u>	<u>472,047</u>

The accompanying notes are an integral part of these financial statements.

SUPPLEMENTARY INFORMATION

Panorama Metropolitan District
Schedule of Revenues, Expenditures and Changes in Fund Balance
Budget and Actual
Debt Service Fund
For the Year Ended December 31, 2016
With Comparative Actual Amounts For the Year Ended 2015

	2016		Variance Positive (Negative)	2015
	Original and Final Budget	Actual		Actual
Revenues:				
Property tax	529,996	465,458	(64,538)	879,928
Net investment income	530	215	(315)	625
Total Revenues	530,526	465,673	(64,853)	880,553
Expenditures:				
Principal	555,000	555,000	-	540,000
Interest	135,577	135,577	-	149,779
Paying agent fees	500	500	-	500
County Treasurer's fees	7,950	7,383	567	13,205
Contingency	10,000	-	10,000	-
Total Expenditures	709,027	698,460	10,567	703,484
Excess (Deficiency) of Revenues Over Expenditures	(178,501)	(232,787)	(54,286)	177,069
Other Financing Sources (Uses):				
Operating transfers in (out)	-	32,789	32,789	-
Total Other Financing Sources (Uses)	-	32,789	32,789	-
Change in Fund Balance	(178,501)	(199,998)	(21,497)	177,069
Fund Balance - Beginning	486,805	486,830	25	309,761
Fund Balance - Ending	308,304	286,832	(21,472)	486,830

The accompanying notes are an integral part of these financial statements.

Panorama Metropolitan District
Schedule of Revenues, Expenditures and Changes in Fund Balance
Budget and Actual
Capital Projects Fund
For the Year Ended December 31, 2016
With Comparative Actual Amounts For the Year Ended 2015

	<u>2016</u>			<u>Variance Positive (Negative)</u>	<u>2015</u>
	<u>Original Budget</u>	<u>Final Budget</u>	<u>Actual</u>		<u>Actual</u>
Revenues:					
Developer contribution	100,000	99,205	99,205	-	-
Capital contribution	1,396,571	1,485,873	1,408,448	(77,425)	-
Total Revenues	<u>1,496,571</u>	<u>1,585,078</u>	<u>1,507,653</u>	<u>(77,425)</u>	<u>-</u>
Expenditures:					
Architect	177,803	25,000	23,624	1,376	180,109
Legal	50,000	26,285	20,105	6,180	54,774
Contribution to City of Centennial	-	162,500	-	162,500	-
Construction	1,940,026	2,091,132	1,970,171	120,961	15,216
Contingency	50,000	-	-	-	-
Total Expenditures	<u>2,217,829</u>	<u>2,304,917</u>	<u>2,013,900</u>	<u>291,017</u>	<u>250,099</u>
(Deficiency) of Revenues Over Expenditures	<u>(721,258)</u>	<u>(719,839)</u>	<u>(506,247)</u>	<u>213,592</u>	<u>(250,099)</u>
Other Financing Sources:					
Operating transfers in	623,358	548,576	548,576	-	278,278
Total Other Financing Sources	<u>623,358</u>	<u>548,576</u>	<u>548,576</u>	<u>-</u>	<u>278,278</u>
Change in Fund Balance	(97,900)	(171,263)	42,329	213,592	28,179
Fund Balance - Beginning	<u>516,058</u>	<u>523,533</u>	<u>523,533</u>	<u>-</u>	<u>495,354</u>
Fund Balance - Ending	<u>418,158</u>	<u>352,270</u>	<u>565,862</u>	<u>213,592</u>	<u>523,533</u>

The accompanying notes are an integral part of these financial statements.