

SOLARIS METROPOLITAN DISTRICT NO. 1
TOWN OF VAIL, COLORADO

FINANCIAL STATEMENTS AND REPORT OF
INDEPENDENT CERTIFIED PUBLIC ACCOUNTANTS

December 31, 2016



RECEIVED

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**INDEPENDENT AUDITOR'S REPORT**

July 28, 2017

Board of Directors
Solaris Metropolitan District No. 1
Town of Vail, Colorado

We have audited the accompanying financial statements of the governmental activities and each major fund of Solaris Metropolitan District No. 1 (the "District"), Town of Vail, Colorado, as of and for the year ended December 31, 2016 and the related notes to the financial statements, which collectively comprise the District's basic financial statements as listed in the table of contents.

Management's Responsibility for the Financial Statements

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

Auditor's Responsibility

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

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

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinions.

Opinions

In our opinion, the financial statements referred to above present fairly, in all material respects, the respective financial position of the governmental activities and the major fund of Solaris Metropolitan District No. 1, Town of Vail, Colorado, as of December 31, 2016, and the respective changes in financial position and the respective budgetary comparison statement for the General Fund for the year then ended in accordance with accounting principles generally accepted in the United States of America.



Board of Directors
Solaris Metropolitan District No. 1
Page Two

Other Matters

Required Supplementary Information

Accounting principles generally accepted in the United States of America require that the management's discussion and analysis on pages 3–5 be presented 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, economic, or historical context. We have applied certain limited procedures to the required supplementary information in accordance with auditing standards generally accepted in the United States of America, which consisted of inquiries of management about the methods of preparing the information and comparing the information for consistency with management's responses to our inquiries, the basic financial statements, and other knowledge we obtained during our audit of the basic financial statements. We do not express an opinion or provide any assurance on the information because the limited procedures do not provide us with sufficient evidence to express an opinion or provide any assurance.

Other Information

Our audit was conducted for the purpose of forming opinions on the financial statements that collectively comprise Solaris Metropolitan District No. 1's basic financial statements. The Capital Fund – Schedule of Revenues, Expenditures and Changes in Fund Balance – Budget and Actual is presented for purposes of additional analysis and is not a required part of the basic financial statements. The Capital Fund – Schedule of Revenues, Expenditures and Changes in Fund Balance – Budget and Actual is the responsibility of management and was derived from and relates directly to the underlying accounting and other records used to prepare the basic financial statements. Such information has been subjected to the auditing procedures applied in the audit of the basic financial statements and certain additional procedures, including comparing and reconciling such information directly to the underlying accounting and other records used to prepare the basic financial statements or to the basic financial statements themselves, and other additional procedures in accordance with auditing standards generally accepted in the United States of America. In our opinion, the Capital Fund – Schedule of Revenues, Expenditures and Changes in Fund Balance – Budget and Actual is fairly stated, in all material respects, in relation to the basic financial statements as a whole.

Chadwick, Steinkirchner, Davis & Co., P.C.

Grand Junction, Colorado

Solaris Metropolitan District No. 1

Management's Discussion and Analysis December 31, 2016

As management of Solaris Metropolitan District No. 1 (the "District"), we offer readers of the District's financial statements this narrative overview and analysis of the financial activities of the District for the fiscal year ended December 31, 2016.

Overview of the Financial Statements

This discussion and analysis is intended to serve as an introduction to the District's basic financial statements. The District's basic financial statements are composed of three components: 1) government-wide financial statements; 2) fund financial statements; and 3) notes to the financial statements.

Government-wide financial statements. The government-wide financial statements are designed to provide readers with an overview of the District's finances, from both a short-term fund perspective and a long-term economic perspective.

The Statement of Net Position presents information on all the District's assets, deferred outflows, liabilities, and deferred inflows with the difference between the amounts reported as net position. Over time, increases or decreases in net position may serve as a useful indicator of whether the financial position of the District is improving or deteriorating.

The Statement of Activities presents information showing how the government's net position changed during the most recent fiscal year. All changes in net position are reported as soon as the underlying event giving rise to the change occurs, regardless of the timing of related cash flows. Thus, revenues and expenses are reported in this statement for some items that will only result in cash flows in future fiscal periods.

The governmental activity of the District is primarily financing construction, operation, and maintenance of the basic public infrastructure that is performed by Solaris Metropolitan District No. 1. There are no business-type activities within the District.

The District's government-wide and fund financial statements can both be found on pages 6 & 7 of this report.

Fund financial statements. A fund is a grouping of related accounts that is used to maintain control over resources that have been segregated for specific activities or objectives. The District, like other state and local governments, uses fund accounting to ensure and demonstrate compliance with legal requirements. The District currently has one fund, the General Fund, which is a governmental fund.

Governmental funds. Governmental funds are used to account for essentially the same functions reported as governmental activities in the government-wide financial statements. However, unlike the government-wide financial statements, governmental fund financial statements focus on near-term inflows and outflows of expendable resources, as well as on balances of expendable resources available at the end of the fiscal year. Such information may be useful in evaluating a government's near-term financing requirements.

Because the focus of governmental funds is narrower than that of the government-wide financial statements, it is useful to compare the information presented for governmental funds with similar information presented for governmental activities in the government-wide financial statements. By doing so, readers may better understand the long-term impact of the government's near-term financing decisions. A reconciliation of the fund balance as reported in the governmental funds to the net position reported in the government-wide financial statements and a reconciliation of the net change in fund balance to the change in net position has been provided to facilitate the comparison between governmental funds and governmental activities.

Notes to the financial statements. The notes provide additional information that is essential to a full understanding of the data provided in the government-wide and fund financial statements. The notes to the financial statements can be found on pages 13 through 22 of this report.

Government-wide Financial Analysis. A condensed summary of the District's government-wide assets, deferred outflows, liabilities, net position, revenues and expenses follows:

Statement of Net Position

	Governmental Activities	
	2016	2015
Current and other assets	\$ 263,812	\$ 134,584
Capital and long term assets	24,649,112	21,988,167
Total Assets	24,912,924	22,122,751
Liabilities:		
Current liabilities	39,155	104,064
Long-term obligations payable	1,359,069	1,253,780
Total Liabilities	1,398,224	1,357,844
Net position:		
Net investment in capital assets, net of debt	22,257,960	20,091,070
Restricted for TABOR	30,409	22,654
Unrestricted	1,226,331	651,183
Total Net position	\$ 23,514,700	\$ 20,764,907

Statement of Activities

Revenues:		
Program Revenues		
Operating grants and contributions	\$ 2,052,004	\$ 108,586
Charges for Services	263,018	391,692
Capital Grants and contributions	3,383,761	
General revenue:		
Interest and other revenue	2,116	90
Total Revenue	5,700,899	500,368
Expenses:		
General government	1,270,851	1,043,694
Interest on long-term debt	1,680,255	66,133
Total Expenses	2,951,106	1,109,827
Change in Net position	2,749,793	(609,459)
Net position - Beginning	20,764,907	21,374,366
Net position - Ending	\$ 23,514,700	\$ 20,764,907

The District is the "service district" in a triple district structure whereby the District constructed the public infrastructure and provides certain services for Solaris Metropolitan District Nos. 2 and 3. Pursuant to the consolidated service plan for the Districts, the District is obligated to provide certain capital facilities and operational services and obligates Solaris Metropolitan District Nos. 2 & 3 (the "taxing districts") to fully fund the District's cost of constructing the facilities and operations.

Government-wide Financial Analysis. The District's primary activity in 2016 has been the operation of the public improvements owned by the District. The District's primary revenue source is intergovernmental revenues from Solaris Metropolitan Districts No. 2 & 3 reflecting their obligation to ultimately reimburse the District for the cost of constructing and operating the infrastructure. The decrease in net position is primarily the result of depreciation expense.

Financial Analysis of the District's Funds

As mentioned earlier, the District uses fund accounting to ensure and demonstrate compliance with finance-related legal requirements.

Governmental Funds. The focus of the District's governmental funds is to provide information on near-term inflows, outflows, and balances of expendable resources. Such information is useful in assessing the District's financing requirements. In particular, unreserved fund balance may serve as a useful measure of a government's net resources available for spending at the end of the fiscal year.

As of the end of the current fiscal year, the District's governmental funds reported a combined ending fund balance of \$224,657, which is the result of a cumulative surplus of revenues in excess of expenditures.

The District adopts budgets for each fund on an annual basis. Budgetary comparisons have been provided on page 12 for the General Fund.

Capital assets. The District's capital assets consist primarily of infrastructure in the District. The capital assets were completed at December 31, 2011 and \$693,972 depreciation expense was recorded in 2016. Details can be seen in Note D on page 18 of this report.

Request for Information

This financial report is designed to provide a general overview of the District's finances for all those with an interest in the government's finances. Questions concerning any of the information provided in this report or requests for additional financial information should be addressed to Marchetti & Weaver, LLC, 28 Second Street, Suite 213, Edwards, CO 81632 or you may call (970) 926-6060.

Solaris Metropolitan District No. 1
Town of Vail, Colorado

STATEMENT OF NET POSITION

For the year ended December 31, 2016

	<u>Governmental Activities</u>
Assets	
Cash and investments	\$ 199,551
Accounts receivable - other governments	39,479
Prepaid Insurance	18,471
Security deposits	6,311
Capital and service obligation receivable	1,128,725
Capital assets, net of accumulated depreciation	23,520,387
Total assets	<u>24,912,924</u>
Liabilities	
Trade accounts payable	39,155
Developer payable	73,640
Accrued interest payable	23,002
Advance note payable	1,262,427
Total liabilities	<u>1,398,224</u>
Net position	
Net investment in Capital Assets	22,257,960
Restricted for TABOR	30,409
Unrestricted	1,226,331
Total net position	<u><u>\$ 23,514,700</u></u>

The accompanying notes are an integral part of these statements.

Solaris Metropolitan District No. 1
Town of Vail, Colorado

STATEMENT OF ACTIVITIES

For the year ended December 31, 2016

Function/Programs	Program revenues				Total Governmental Activities
	Expenses	Charges for Services	Operating Grants and Contributions	Capital Grants and Contributions	
Governmental activities:					
General government	\$ 1,270,851	\$ 263,018	\$ 2,052,004	\$ 3,383,761	\$ 4,427,932
Interest on long-term debt	1,680,255	-	-	-	(1,680,255)
	<u>\$ 2,951,106</u>	<u>\$ 263,018</u>	<u>\$ 2,052,004</u>	<u>\$ 3,383,761</u>	<u>2,747,677</u>
				Interest income	2,116
				Total general revenues	<u>2,116</u>
				Change in net position	2,749,793
				Net position, beginning	<u>20,764,907</u>
				Net position, ending	<u>\$ 23,514,700</u>

The accompanying notes are an integral part of these statements.

Solaris Metropolitan District No. 1
Town of Vail, Colorado

BALANCE SHEET - GOVERNMENTAL FUNDS

For the year ended December 31, 2016

	General Fund	Capital Fund	Total
Assets			
Cash and investments	\$ 199,551	\$ -	\$ 199,551
Accounts receivable - other governments	39,479	-	39,479
Prepaid expenses	18,471	-	18,471
Security deposits	6,311	-	6,311
Total assets	<u>263,812</u>	<u>-</u>	<u>263,812</u>
Liabilities			
Trade accounts payable	39,155	-	39,155
Total liabilities	<u>39,155</u>	<u>-</u>	<u>39,155</u>
Fund balance			
Nonspendable			
Deposits	6,311	-	6,311
Prepaid expense	18,471	-	18,471
Restricted for			
TABOR	30,409	-	30,409
Unassigned	169,466	-	169,466
Total fund balance	<u>\$ 224,657</u>	<u>\$ -</u>	<u>\$ 224,657</u>

The accompanying notes are an integral part of these statements.

Solaris Metropolitan District No. 1
Town of Vail, Colorado

RECONCILIATION OF THE BALANCE SHEET OF GOVERNMENTAL FUNDS
TO THE STATEMENT OF NET POSITION

For the year ended December 31, 2016

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

Total fund balance - governmental funds	\$	224,657
Long term capital assets are expensed as capital outlay in the funds but are capitalized in the government wide statements and amortized as depreciation expense over their expected useful lives.		23,520,387
Long term receivables are not recognized in the fund financial statements but are recognized in the statement of net position.		1,128,725
Accrued interest on long-term obligations are not due and payable in the current period and, therefore, are not recognized in the funds.		(23,002)
Long-term liabilities are not due and payable in the current period and therefore are not recognized in the funds.		<u>(1,336,067)</u>
Net position of governmental activities	\$	<u><u>23,514,700</u></u>

The accompanying notes are an integral part of these statements.

Solaris Metropolitan District No. 1
Town of Vail, Colorado

SCHEDULE OF REVENUES, EXPENDITURES AND CHANGED IN FUND BALANCE
GOVERNMENTAL FUNDS

For the year ended December 31, 2016

	General Fund	Capital Fund	Total
Revenues			
Skate shop income	\$ 167,281	\$ -	\$ 167,281
Rent income	20,663	-	20,663
Special event fee	75,074	-	75,074
Interest income	2,116	-	2,116
Intergovernmental revenue	748,509	4,716,100	5,464,609
Total revenues	<u>1,013,643</u>	<u>4,716,100</u>	<u>5,729,743</u>
Expenditures			
Accounting	20,166	-	20,166
Audit	8,600	-	8,600
Elections	1,045	-	1,045
Insurance	9,997	-	9,997
Legal	27,545	-	27,545
Contribution to Solaris Metropolitan District No. 2	9,338	-	9,338
Contribution to Solaris Metropolitan District No. 3	6,306	-	6,306
Miscellaneous	918	-	918
Operations			-
Utilities	130,464	-	130,464
Insurance	6,235	-	6,235
Repairs and maintenance	125,754	-	125,754
Supplies	13,794	-	13,794
Janitorial	2,299	-	2,299
Miscellaneous	86	-	86
Rent	90,607	-	90,607
Payroll	119,533	-	119,533
Fees	4,192	-	4,192
Capital outlay	-	3,383,761	3,383,761
Payment to Solaris	151,007	-	151,007
Repayment to Developer	388,960	2,594,766	2,983,726
Total expenditures	<u>1,116,846</u>	<u>5,978,527</u>	<u>7,095,373</u>
Excess of revenues over expenditures before other financing sources (uses)	(103,203)	(1,262,427)	(1,365,630)
Other financing sources (uses)			
Developer advances	297,340	1,262,427	1,559,767
Total other financing sources (uses)	<u>297,340</u>	<u>1,262,427</u>	<u>1,559,767</u>
Excess of revenues and other financing sources and (uses) over expenditures	194,137	-	194,137
Fund balance - beginning of year	30,520	-	30,520
Fund balance - end of year	<u>\$ 224,657</u>	<u>\$ -</u>	<u>\$ 224,657</u>

The accompanying notes are an integral part of these statements.

Solaris Metropolitan District No. 1
Town of Vail, Colorado

RECONCILIATION OF THE STATEMENT OF REVENUES, EXPENDITURES AND CHANGES
IN FUND BALANCE - GOVERNMENTAL FUNDS TO THE STATEMENT OF ACTIVITIES

For the year ended December 31, 2016

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

Net Change in Fund Balances - Governmental Funds	\$	194,137
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Long term capital assets are expensed as capital outlay in the funds but are capitalized in the government wide statements and amortized over their useful lives as depreciation expense. This is the amount by which capital outlays exceeded depreciation expense in the current year:

	\$	3,383,761	
Capital outlay			
Depreciation expense		<u>(693,972)</u>	2,689,789

Accrued interest on long term obligations are not due and payable in the current period and, therefore, are not recognized in the funds. This is the amount by which the liability changed between the current and prior year.

491,250

Long-term receivables are not recorded in the funds but are recorded in the government wide financial statements. This is the amount by which the receivables changed between current year and prior year.

(28,844)

Changes in long term obligations are recognized as other financing sources and payments of principal in the funds but as additions and reductions of long term liabilities in the government wide statements.

Changes in developer advance		<u>(596,539)</u>
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Change in net position of governmental activities

\$ 2,749,793

The accompanying notes are an integral part of these statements.

Solaris Metropolitan District No. 1
Town of Vail, Colorado

SCHEDULE OF REVENUES, EXPENDITURES AND CHANGED IN FUND BALANCE -
BUDGET TO ACTUAL - GENERAL FUND

For the year ended December 31, 2016

	Original Budget	Final Budget	Actual	Positive (Negative) Variance
Revenues				
Skate shop income	\$ 120,000	\$ 120,000	\$ 167,281	\$ 47,281
Rent income	20,000	20,000	20,663	663
Special event fee	50,000	70,000	75,074	5,074
Interest income	24	25	2,116	2,091
Intergovernmental revenue	365,811	755,471	748,509	(6,962)
Total revenues	<u>555,835</u>	<u>965,496</u>	<u>1,013,643</u>	<u>48,147</u>
Expenditures				
Accounting	20,600	20,600	20,166	434
Audit	8,600	8,600	8,600	-
Elections	2,000	1,045	1,045	-
Insurance	12,000	10,000	9,997	3
Legal	15,000	15,000	27,545	(12,545)
Special events	10,000	10,000	-	10,000
Contribution to Solaris Metropolitan District No. 2	6,500	7,823	9,338	(1,515)
Contribution to Solaris Metropolitan District No. 3	6,500	7,823	6,306	1,517
Operations	401,257	523,534	492,964	30,570
Miscellaneous	750	750	918	(168)
Repayment to Solaris	250,000	250,000	151,007	98,993
Payments to developer	-	388,960	388,960	-
Contingency	10,000	60,000	-	60,000
Total expenditures	<u>743,207</u>	<u>1,304,135</u>	<u>1,116,846</u>	<u>187,289</u>
Other financing sources (uses)				
Developer advances	220,000	228,981	297,340	68,359
Total other financing sources (uses)	<u>220,000</u>	<u>228,981</u>	<u>297,340</u>	<u>68,359</u>
Excess of revenues and other financing sources and (uses) over expenditures	32,628	(109,658)	194,137	303,795
Fund balance - beginning of year	<u>28,600</u>	<u>30,519</u>	<u>30,520</u>	<u>1</u>
Fund balance - end of year	<u>\$ 61,228</u>	<u>\$ (79,139)</u>	<u>\$ 224,657</u>	<u>\$ 303,796</u>

The accompanying notes are an integral part of these statements.

Solaris Metropolitan District No. 1
Town of Vail, Colorado

NOTES TO THE FINANCIAL STATEMENTS

December 31, 2016

NOTE A – SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

The accounting policies of the Solaris Metropolitan District No. 1, (the District), located in the Town of Vail, Colorado (the Town), conform to 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 the financial statements.

Reporting entity

The District was organized in 2006 concurrently with Solaris Metropolitan District No. 2 (District 2) and Solaris Metropolitan District No. 3 (District 3) and is governed by a five-member elected Board of Directors. On September 19, 2006 a Consolidated Service Plan ("Service Plan") for the Districts was approved. On April 3, 2007, the first amendment to the Service Plan was approved. 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 Districts were organized to provide various public improvements necessary and appropriate for the development of the Solaris Vail project. The public improvements, which include sanitation, water, streets, traffic and safety controls, and parks and recreation, will be constructed for the benefit of the taxpayers and service users within the Districts' boundaries.

The District serves as the "Operating District" while District 2 and District 3 serve as the "Taxing Districts." The Operating District is responsible for providing the day-to-day operations and administrative management for all three Districts.

The District follows the Governmental Accounting Standards Board (GASB) accounting pronouncements which provide guidance for determining which governmental activities, organizations and functions should be included within the financial reporting entity. GASB pronouncements set forth the financial accountability of a governmental organization's elected governing body as the basic criterion for including a possible component governmental organization in a primary government's legal entity. Financial accountability includes, but is not limited to, appointment of a voting majority of the organization's governing body, ability to impose its will on the organization, a potential for the organization to provide ntscific financial benefits or burdens and fiscal dependency.

The District has no component units as defined by GASB and is not a component unit of any other primary government.

The District has no employees and all services are contracted.

Solaris Metropolitan District No. 1
Town of Vail, Colorado

NOTES TO THE FINANCIAL STATEMENTS

December 31, 2016

NOTE A – SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES – CONTINUED

Government-wide financial statements

The government-wide financial statements include the statement of net position and the statement of activities. These financial statements include all of the activities of the District. For the most part, the effect of interfund activity has been removed from these statements.

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

Measurement focus, basis of accounting and financial statement presentation

The government-wide financial statements are reported using the economic resources measurement focus and the accrual basis of accounting. Revenues are recorded when earned and expenses are recorded when a liability is incurred, regardless of the timing of the related cash flow.

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 sixty days of the end of the current fiscal period.

The District reports the following governmental fund:

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

The Capital fund accounts for the financial resources and costs associated with acquiring capital assets.

Fair value of financial statements

The District's financial instruments include cash and investments, accounts receivable, accounts payable, and accrued expenses. 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

Solaris Metropolitan District No. 1
Town of Vail, Colorado

NOTES TO THE FINANCIAL STATEMENTS

December 31, 2016

NOTE A – SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES – CONTINUED

the accompanying balance sheet. The carrying amount of these financial instruments approximates fair value because of the short maturity of these instruments.

Use of estimates

The preparation of financial statements in accordance with GAAP 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.

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 will not be recognized as an outflow of resources (expense/expenditure) until then.

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 will not be recognized as an inflow of resources (revenue) until that time. The District does not have any items that qualify for reporting in this category.

Capital assets

Capital assets defined by the District as infrastructure assets are recorded at historical cost. The costs of normal maintenance and repairs that do not add to the value of the asset or materially extend the asset lives are not capitalized. Infrastructure assets are depreciated using the straight-line method over the estimated useful life of 40 years.

As discussed in the Service Plan, the District intends to dedicate a portion of the infrastructure assets to the Town of Vail or other governmental agencies.

Fund equity

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

Solaris Metropolitan District No. 1
Town of Vail, Colorado

NOTES TO THE FINANCIAL STATEMENTS

December 31, 2016

NOTE A – SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES – CONTINUED

Fund equity – continued

Nonspendable fund balance – The portion of fund balance that cannot be spent because it is either not in spendable form (such as prepaid amounts or inventory) or is legally or contractually required to be maintained intact.

Restricted fund balance – The portion of fund balance that is constrained to be used for specific purpose by external parties (such as bondholders), constitutional provisions, or enabling legislation.

Committed fund balance – The portion of fund balance that can only be used for specific purposes pursuant to constraints imposed by formal action of the government’s highest level of decision – making authority, the Board of Directors. The constraint may be removed or changed only through formal action of the Board of Directors.

Assigned fund balance – The portion of fund balance that is constrained by the government’s intent to be used for specific purposes, but is neither restricted nor committed. Intent is expressed by the Board of Directors to be used for a specific purpose. Constraints imposed on the use of assigned amounts are more easily removed or modified than those imposed on amounts that are classified as committed.

Unassigned fund balance – The residual portion of fund balance that does not meet any of the criteria described above. If more than one classification of fund balance is available for use when an expenditure is incurred, it is the District’s policy to use the most restrictive classification first.

NOTE B – STEWARDSHIP, COMPLIANCE AND ACCOUNTABILITY

Budgetary information

The District conforms to the following procedures in compliance with Colorado Revised Statutes in establishing the budgetary data reflected in the financial statements:

In the fall of each year, the District Board of Directors prepares a proposed operating budget for the fiscal year commencing the following January 1. The operating budget for the funds includes proposed expenses and the means of financing them.

A public hearing is held at a Board of Directors meeting to obtain taxpayer input. Prior to December 15, the budget is legally enacted through passage of a budget resolution. The 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.

Solaris Metropolitan District No. 1
Town of Vail, Colorado

NOTES TO THE FINANCIAL STATEMENTS

December 31, 2016

NOTE C – CASH AND INVESTMENTS

Cash and investments

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

Statement of net position:

Deposits	\$ 23,350
CSAFE	<u>176,201</u>
Cash and investments	<u>\$ 199,551</u>

Custodial and concentration of credit risk

The Colorado Public Deposit Protection Act (PDPA) requires that all units of local government deposit cash in eligible public depositories. Eligibility is determined by state regulators. Amounts on deposit in excess of federal insurance levels must be collateralized. The eligible collateral is determined by the PDPA. PDPA allows the institution to create a single collateral pool for all public funds. The pool for all the uninsured public deposits as a group is to be maintained by another institution or held in trust. The market value of the collateral must be at least 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. As of December 31, 2016, all of the District deposits were either insured by the Federal Deposit Insurance Corporation or held in eligible public depositories as required by PDPA.

The District has not adopted a formal investment policy; however, the District follows Colorado Revised Statutes regarding its investments. Colorado Revised Statutes specify the types of investments meeting defined rating and risk criteria in which local governments may invest. These investments include obligations of the United States and U.S. government agency entities, certain money market funds, guaranteed investment contracts and local government investment pools.

During 2016, the District was invested in the Colorado Surplus Asset Fund Trust (CSAFE), which is an investment vehicle established by State statutes for local government entities to pool surplus funds. The State Securities Commission administers and enforces all State statutes governing the Trust. The Trust is similar to a money market fund with each share valued at \$1.00. CSAFE may invest in U.S. Treasury securities and repurchase agreement collateralized by U.S. Treasury securities. A designated custodial bank serves as custodian for CSAFE's investment portfolio and serves as the depository in connection with direct investments and withdrawals. The custodian's internal records segregate investments owned by CSAFE. As of December 31, 2016, the District had \$176,201 invested in CSAFE.

The local government investment pool Colorado Surplus Asset Fund Trust (CSAFE) is rated AAAM by Standard and Poor's.

Solaris Metropolitan District No. 1
Town of Vail, Colorado

NOTES TO THE FINANCIAL STATEMENTS

December 31, 2016

NOTE D – CAPITAL ASSETS

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

	Balance December 31, <u>2015</u>	<u>Additions</u>	<u>Retirements</u>	Balance December 31, <u>2015</u>
Governmental Activities:				
Capital assets, depreciable:				
Parks and recreation	\$ 15,169,855	\$ 650,582	\$ –	\$ 15,820,437
Street facilities	8,255,731	2,206,845	–	10,462,576
Water facilities	163,896	269,367	–	433,263
Sanitation facilities	<u>302,243</u>	<u>256,967</u>	<u>–</u>	<u>559,210</u>
 Total capital assets being depreciated	 23,891,725	 3,383,761	 –	 27,275,486
Less accumulated depreciation	<u>(3,061,127)</u>	<u>(693,972)</u>	<u>–</u>	<u>(3,755,099)</u>
Depreciable capital assets, net	<u>\$ 20,830,598</u>	<u>\$ 2,689,789</u>	<u>\$ –</u>	<u>\$ 23,520,387</u>

NOTE E – 2010 OPERATIONS/DEBT SERVICE AGREEMENT

The District entered into a 2010 Operations/Debt Service Funding Agreement on December 17, 2009 with Solaris Property Owner, LLC, the Developer, whereby the Developer agreed to loan the District one or more sums of money not to exceed the aggregate of \$500,000. The maximum loan amounts for O&M Costs and Debt Service Costs were to be set at \$350,000 and \$150,000, respectively. The funds shall be loaned to the District in one or a series of installments and shall be available to the District through December 31, 2010 and the Developer's obligation to fund these amounts may be renewed on an annual basis thereafter.

The loan advances, pursuant to both agreements stated above, bear simple interest at a rate of 8% per annum from the date advances were made to the date of repayment of such amount. The District will repay the developer advances with any revenues made available to the District by Districts 2 and 3. The District's obligation to the Developer shall terminate at the earlier of full repayment or December 15, 2049.

On October 13, 2016, Solaris Metropolitan District No. 1 entered into a Limited Tax Revenue Note with Solaris Property Owner, LLC in the amount of \$1,262,427 for capital, debt service and operating advances. The Note bears an interest rate of 8%.

Solaris Metropolitan District No. 1
Town of Vail, Colorado

NOTES TO THE FINANCIAL STATEMENTS

December 31, 2016

NOTE E – 2010 OPERATIONS/DEBT SERVICE AGREEMENT - CONTINUED

The following is an analysis of the change in developer obligations for the year ended December 31, 2016:

	Balance December 31, 2015	Additions	Retirements	Balance December 31, 2016
Due to developer:				
Developer advances	\$ 739,528	\$ 590,828	\$ 1,256,716	\$ 73,640
Limited tax revenue note	–	1,262,427	–	1,262,427
Accrued interest	<u>514,252</u>	<u>108,223</u>	<u>599,473</u>	<u>23,002</u>
Total	<u>\$ 1,253,780</u>	<u>\$ 1,961,478</u>	<u>\$ 1,856,189</u>	<u>\$ 1,359,069</u>

NOTE F – SIGNIFICANT AGREEMENTS

District Operating Agreement

The Districts entered into an Amended and Restated District Operating (the "Agreement") dated March 19, 2013 amending and restating the District Operating Agreement dated April 26, 2007. The Agreement generally provides that the District will perform operations services including administration, financial management, election management, budget preparation, and insurance administration for the Taxing Districts and the Taxing Districts have pledged to levy taxes to provide for payment of the operations costs. The District has incurred operations costs in the amount of \$3,278,350 since inception of the Agreement in 2007 through December 31, 2016 providing services to the Taxing Districts and the Taxing Districts have paid \$3,082,616 toward these costs leaving a balance of \$195,735 at December 31, 2016.

Similar to the agreement between the District and the Taxing Districts for operations, the District has an obligation to provide certain public facilities for the benefit of the Taxing Districts and the Taxing Districts have an obligation to reimburse the District for the cost of providing these capital facilities. Pursuant to this obligation, the District has incurred capital costs in the amount of \$27,275,488 through December 31, 2016 and the Taxing Districts have paid \$26,342,498 toward these costs leaving a balance of \$932,990 at December 31, 2016. This balance has been combined with the obligation for operating costs and is shown as a capital and service obligation receivable on the statement of net position.

Capital Pledge Agreement

The District entered into a Capital Pledge Agreement (the "Pledge Agreement") between the District and the Taxing Districts dated March 1, 2008 in conjunction with the District's issuance of bonds in 2008. In March 2013, Solaris Metropolitan District No. 2 issued \$29,550,000 Property Tax Revenue Multi-Modal Bonds Series 2013. The proceeds from this bond issuance were transferred to the District and the Series 2008 bonds were paid in full and the Capital Pledge Agreement was terminated.

Solaris Metropolitan District No. 1
Town of Vail, Colorado

NOTES TO THE FINANCIAL STATEMENTS

December 31, 2016

NOTE F – SIGNIFICANT AGREEMENTS – CONTINUED

Intergovernmental Agreement with Town of Vail General Improvement District No. 1, Town of Vail, Colorado

The District and the Town of Vail General Improvement District No. 1 (GID) entered into an Intergovernmental Agreement, dated March 22, 2007, that gives the GID the authority to control the use of the public plaza area (the "Plaza") constructed within the District. Any party holding a public event in the Plaza will be required to obtain a license agreement from the GID and the District. The District is responsible for the cost of ordinary maintenance of the Plaza. The GID is responsible for repairing any damage from Plaza events in excess of normal wear and tear.

Intergovernmental Agreement with Town of Vail General Improvement District No. 1, Town of Vail, Colorado – Continued

On March 22, 2007 the District, along with District 2 and District 3 entered into an Intergovernmental Agreement (IGA) with the Town of Vail, Colorado, as required by the Consolidated Service Plan. Under this Agreement, the Districts must obtain the approval of the Vail Town Council prior to any inclusion of property located outside of the service area as defined in the Service Plan. Prior to the issuance of any privately placed Debt, the Districts shall obtain a certificate from an External Financial Advisor certifying to the reasonableness of the interest rate and the structure. The IGA was amended on March 4, 2008 increasing the debt authorization limit from \$20,000,000 to \$40,000,000.

The Consolidated Service Plan of the Districts anticipates the dedication of the public improvements to the Town of Vail or other appropriate jurisdiction for ownership and maintenance. The Districts are authorized to operate or maintain any improvements not dedicated to other jurisdictions, including those improvements known as the "Plaza".

Integrated Project Delivery Agreement

The District and Solaris Property Owner, LLC entered into an "Integrated Project Delivery Agreement," dated March 27, 2007 (IPD). The IPD engaged Solaris Property Owner, LLC, to provide development services for the construction of district eligible improvements within the District.

The District agreed to promptly pay or reimburse Solaris Property Owner, LLC for the cost of district eligible improvements plus a contract administration fee of 2.95% of the cost of district eligible improvements following submittal of each pay application to the District, including an independent consulting engineer's certificate, a district accountant's certificate, and backup documentation as described in the agreement. For the year ended December 31, 2016, the District paid Solaris Property Owner, LLC \$3,383,791 after receipt of the required documentation. The agreement was terminated on October 13, 2016.

Solaris Metropolitan District No. 1
Town of Vail, Colorado

NOTES TO THE FINANCIAL STATEMENTS

December 31, 2016

NOTE F – SIGNIFICANT AGREEMENTS – CONTINUED

Lease Agreement

During 2011 the District entered into a lease agreement with Solaris Property Owner, LLC (Landlord) whereby the District agreed to lease 891 square feet of space from Landlord to be used for the rental of ice skates and other uses approved by Landlord. The lease provides for payment of \$75,735 in rent per annum in the initial year, escalating 3% per year thereafter, plus real estate taxes and all costs payable by Landlord attributable to the ownership, operation, management, maintenance and repair of the leased premises. The lease expires the earlier of November 30, 2040 or cessation of Special Development District No. 39.

Omnibus Funding and Reimbursement Agreement

On October 13, 2016, the District, along with District 2 and District 3, entered into an agreement with Solaris Property Owner, LLC. This agreement consolidated several prior agreements and commitments between the parties. The following agreements were terminated: The Integrated Project Delivery Agreement, The Original Funding and Reimbursement Agreement, The Joint Resolution Agreement, and the 2010 Costs Agreement. Furthermore, this agreement included an amendment to the Capital Pledge and Mill Levy Policy Agreement, whereby the Taxing Districts will impose the Capital levies and pledge the levies to the issuer of the 2016 series bonds (District 3).

The General Obligation Refunding Bonds, Series 2016A and the Subordinate Limited Tax General Obligation Refunding Bonds, Series 2016B, in the amounts of \$29,330,000 and \$4,000,000 respectively, were issued for the purpose of: (i) repaying the Solaris Property Owner, LLC debt; (ii) refunding the Series 2013 bonds; (iii) funding the reserve funds; (iv) paying the bond issue costs.

NOTE G – RELATED PARTIES

The District's Board of Directors are either officers or employees of or have business or professional relationships with the Developer. The District and the Taxing Districts share the same Board of Directors for the year ended December 31, 2016.

NOTE H – RISK MANAGEMENT

The District is exposed to various risks of loss related to torts; thefts of, damage to, or destruction of assets; errors or omissions; injuries to employees; or acts of nature.

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

Solaris Metropolitan District No. 1
Town of Vail, Colorado

NOTES TO THE FINANCIAL STATEMENTS

December 31, 2016

NOTE I – RISK MANAGEMENT

The District pays annual premiums to the Pool for property, general liability and public official's liability, coverage. Members of the Pool may be required to make additional surplus contributions in the event aggregated losses incurred by the Pool exceed amounts recoverable from reinsurance contracts and funds accumulated by the Pool. 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. No distributions were made during the year ended December 31, 2016.

NOTE J – TAX, SPENDING AND DEBT LIMITATIONS

Article X, Section 20, of the Colorado Constitution, commonly known as the Taxpayer's Bill of Rights (TABOR) contains, tax, spending, and 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 increase 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 emergency reserves to compensate for economic conditions, revenue shortfalls, or salary or benefit increases.

The District's management believes it is in compliance with the requirements of the amendment. However, the District has made certain interpretations of the amendment's language in order to determine its compliance.

Solaris Metropolitan District No. 1
Town of Vail, Colorado

SCHEDULE OF REVENUES, EXPENDITURES AND CHANGED IN FUND BALANCE -
BUDGET TO ACTUAL - CAPITAL FUND

For the year ended December 31, 2016

	Original Budget	Final Budget	Actual	Positive (Negative) Variance
Revenues				
Capital contribution from SMD 3	\$ -	\$ 4,716,100	\$ 4,716,100	\$ -
Total revenues	-	4,716,100	4,716,100	-
Expenditures				
Capital outlay	-	3,383,761	3,383,761	-
Repayment of developer advances	-	2,736,522	615,188	2,121,334
Repayment of developer interest on advances	-	1,979,578	1,979,578	-
Total expenditures	-	8,099,861	5,978,527	2,121,334
Other financing sources (uses)				
Proceeds from Note with Solaris LLC	-	3,383,761	1,262,427	(2,121,334)
Excess of revenues and other financing sources and (uses) over expenditures	-	-	-	(2,121,334)
Fund balance - beginning of year	-	-	-	-
Fund balance - end of year	\$ -	\$ -	\$ -	\$ -