

Velocity Metropolitan District No. 1  
Financial Statements  
Year Ended December 31, 2016  
with  
Independent Auditors' Report



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*By the Office of the State Auditor at 10:42 am, Sep 27, 2017*

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Board of Directors  
Velocity Metropolitan District No. 1  
Adams County, Colorado

Independent Auditors' Report

**Report on the Financial Statements**

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

**Management's Responsibility for the Financial Statements**

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

**Auditor's Responsibility**

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

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

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

## **Opinion**

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

## **Other Matters**

Management has omitted the management's discussion and analysis that accounting principles generally accepted in the United States of America require to be presented to supplement the basic financial statements. Such missing information, although not a part of the basic financial statements, is required by the Governmental Accounting Standards Board, who considers it to be an essential part of financial reporting for placing the basic financial statements in an appropriate operational, economic, or historical context. Our opinion on the basic financial statements is not affected by this missing information.

Our audit was conducted for the purpose of forming an opinion on the financial statements that collectively comprise the District's financial statements as a whole. The supplemental information as listed in the table of contents is presented for purposes of legal compliance and additional analysis and is not a required part of the financial statements. The supplemental information is the responsibility of management and was derived from and relates directly to the underlying accounting and other records used to prepare the financial statements. The information has been subjected to the auditing procedures applied in the audit of the financial statements and certain additional procedures, including comparing and reconciling such information directly to the underlying accounting and other records used to prepare the financial statements or to the financial statements themselves, and other additional procedures in accordance with auditing standards generally accepted in the United States of America. In our opinion, the information is fairly stated in all material respects in relation to the financial statements as a whole.

*Stratagem PC*  
*Certified Public Accountants*

*Lakewood, Colorado*

September 25, 2017

**VELOCITY METROPOLITAN DISTRICT NO. 1**

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

	<u>General</u>	<u>Debt Service</u>	<u>Special Assessments Fund</u>	<u>Total</u>	<u>Adjustments</u>	<u>Statement of Net Position</u>
<b>ASSETS</b>						
Cash	\$ 3,259	\$ -	\$ -	\$ 3,259	\$ -	\$ 3,259
Cash - restricted	1,962	-	-	1,962	-	1,962
Taxes Recievable from District 2	193	-	-	193	-	193
Accounts Receivable - Developer	-	-	258,740	258,740	(258,740)	-
Due from other funds	14,799	-	-	14,799	(14,799)	-
Capital assets not being depreciated	-	-	-	-	14,020,357	14,020,357
<b>Total Assets</b>	<u>\$ 20,213</u>	<u>\$ -</u>	<u>\$ 258,740</u>	<u>\$ 278,953</u>	<u>13,746,818</u>	<u>14,025,771</u>
<b>LIABILITIES</b>						
Accounts payable	\$ 5,234	\$ -	\$ 248,049	\$ 253,283	-	253,283
Taxes payable to Velocity D3-D9	15	-	-	15	-	15
Due to other funds	-	-	14,799	14,799	(14,799)	-
Long-term liabilities:						
Due in more than one year	-	-	-	-	14,480,024	14,480,024
<b>Total Liabilities</b>	<u>5,249</u>	<u>-</u>	<u>262,848</u>	<u>268,097</u>	<u>14,465,225</u>	<u>14,733,322</u>
<b>FUND BALANCES/NET POSITION</b>						
Fund Balances:						
Restricted:						
Emergencies	1,962	-	-	1,962	(1,962)	-
Unassigned	13,002	-	-	13,002	(13,002)	-
<b>Total Fund Balances</b>	<u>14,964</u>	<u>-</u>	<u>(4,108)</u>	<u>10,856</u>	<u>(10,856)</u>	<u>-</u>
<b>Total Liabilities and Fund Balance</b>	<u>\$ 20,213</u>	<u>\$ -</u>	<u>\$ 258,740</u>	<u>\$ 278,953</u>		
Net Position:						
Net investment in capital assets					(459,667)	(459,667)
Restricted for:						
Emergencies					1,962	1,962
Unrestricted					(245,738)	(245,738)
<b>Total Net Position</b>					<u>\$ (707,551)</u>	<u>\$ (707,551)</u>

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

## VELOCITY METROPOLITAN DISTRICT NO. 1

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

For the Year Ended December 31, 2016

	<u>General</u>	<u>Debt Service</u>	<u>Special Assessments Fund</u>	<u>Total</u>	<u>Adjustments</u>	<u>Statement of Activities</u>
<b>EXPENDITURES</b>						
Accounting and audit	\$ 1,309	\$ -	\$ 5,236	\$ 6,545	\$ (5,236)	\$ 1,309
Insurance	3,146	-	-	3,146	-	3,146
Legal	19,338	-	77,354	96,692	(77,354)	19,338
Utilities	3,800	-	-	3,800	-	3,800
Capital Expenditures	-	-	13,909,689	13,909,689	(13,909,689)	-
Developer advances - interest	-	-	-	-	411,801	411,801
Total Expenditures	<u>27,593</u>	<u>-</u>	<u>13,992,279</u>	<u>14,019,872</u>	<u>(13,580,478)</u>	<u>439,394</u>
<b>GENERAL REVENUES</b>						
Transfer from District 2	34,757	-	-	34,757	-	34,757
Miscellaneous income	35	-	-	35	-	35
Total General Revenues	<u>34,792</u>	<u>-</u>	<u>-</u>	<u>34,792</u>	<u>-</u>	<u>34,792</u>
<b>EXCESS (DEFICIENCY) OF REVENUES OVER EXPENDITURES</b>						
	7,199	-	(13,992,279)	(13,985,080)	13,580,478	(404,602)
<b>OTHER FINANCING SOURCES (USES)</b>						
Developer advances	7,216	-	13,988,171	13,995,387	(13,995,387)	-
Total Other Financing Sources (Uses)	<u>7,216</u>	<u>-</u>	<u>13,988,171</u>	<u>13,995,387</u>	<u>(13,995,387)</u>	<u>-</u>
<b>NET CHANGES IN FUND BALANCES</b>						
	14,415	-	(4,108)	10,307	(10,307)	
<b>CHANGE IN NET POSITION</b>						
					(404,602)	(404,602)
<b>FUND BALANCES/NET POSITION:</b>						
BEGINNING OF YEAR	549	-	-	549	(303,498)	(302,949)
END OF YEAR	<u>\$ 14,964</u>	<u>\$ -</u>	<u>\$ (4,108)</u>	<u>\$ 10,856</u>	<u>\$ (718,407)</u>	<u>\$ (707,551)</u>

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

# VELOCITY METROPOLITAN DISTRICT NO. 1

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

For the Year Ended December 31, 2016

	Original & Final		Variance
	Budget	Actual	Favorable (Unfavorable)
<b>REVENUES</b>			
Transfer from District 2	\$ 34,656	\$ 34,757	\$ 101
Miscellaneous income	-	35	35
Total Revenues	34,656	34,792	136
<b>EXPENDITURES</b>			
Accounting and audit	2,500	1,309	1,191
Engineering	21,000	-	21,000
Insurance	3,100	3,146	(46)
Legal	20,000	19,338	662
Management fees	1,500	-	1,500
Miscellaneous expenses	400	-	400
Lift Operations	10,000	-	10,000
Utilities	-	3,800	(3,800)
Contingency	24,745	-	24,745
Emergency reserve	1,755	-	1,755
Total Expenditures	85,000	27,593	57,407
<b>EXCESS (DEFICIENCY) OF REVENUES OVER EXPENDITURES</b>	(50,344)	7,199	57,543
<b>OTHER FINANCING SOURCES (USES)</b>			
Developer advances	50,344	7,216	(43,128)
Total Other Financing Sources (Uses)	50,344	7,216	(43,128)
<b>NET CHANGE IN FUND BALANCE</b>	-	14,415	14,415
<b>FUND BALANCE:</b>			
BEGINNING OF YEAR	-	549	549
END OF YEAR	\$ -	\$ 14,964	\$ 14,964

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

## Velocity Metropolitan District No. 1

### Notes to Financial Statements December 31, 2016

#### Note 1: Summary of Significant Accounting Policies

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

#### Definition of Reporting Entity

The District was organized in May 2008 as a quasi-municipal organization established under the State of Colorado Special District Act. The District was established to finance and construct certain public infrastructure improvements that benefit the citizens of the District. The District's primary revenues are developer advances and transfers from Velocity Metropolitan District No. 2 (“District 2”). The District was organized concurrently with Velocity Metropolitan Districts Nos. 2-9 and is governed by an elected Board of Directors.

As required by GAAP, these financial statements present the activities of the District, which is legally separate and financially independent of other state and local governments. The District follows the GASB Statement No. 61, *The Financial Reporting Entity: Omnibus, which amended GASB Statement No. 14, The Financial Reporting Entity* and GASB Statement No. 39, *Determining Whether Certain Organizations are Component Units*, which provides guidance for determining which governmental activities, organizations and functions should be included within the financial reporting entity. GASB sets forth the financial accountability of a governmental organization's elected governing body as the basic criterion for including a possible component governmental organization in a primary government's legal entity. Financial accountability includes, but is not limited to, appointment of a voting majority of the organization's governing body, ability to impose its will on the organization, a potential for the organization to provide specific financial benefits or burdens and fiscal dependency. The pronouncements also require including a possible component unit if it would be misleading to exclude it.

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

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

#### Basis of Presentation

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

## Velocity Metropolitan District No. 1

### Notes to Financial Statements December 31, 2016

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

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

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

#### Measurement Focus, Basis of Accounting and Financial Statement Presentation

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

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

The District reports the following major governmental funds:

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

## Velocity Metropolitan District No. 1

### Notes to Financial Statements December 31, 2016

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

Special Assessment Fund – The Special Revenue Fund is used to account for the financial resources accumulated and payments made for capital improvements to be paid for with assessments.

#### Budgetary Accounting

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

#### Assets, Liabilities and Net Position

##### Fair Value of Financial Instruments

The District's financial instruments include cash and cash equivalents, accounts receivable and accounts payable. The District estimates that the fair value of all financial instruments at December 31, 2016, does not differ materially from the aggregate carrying values of its financial instruments recorded in the accompanying balance sheet. The carrying amount of these financial instruments approximates fair value because of the short maturity of these instruments.

##### Deposits and Investments

The District's cash and cash equivalents are considered to be cash on hand and short-term investments with maturities of three months or less from the date of acquisition. Investments for the government are reported at fair value.

The District follows the practice of pooling cash and investments of all funds to maximize investment earnings. Except when required by trust or other agreements, all cash is deposited to and disbursed from a minimum number of bank accounts. Cash in excess of immediate operating requirements is pooled for deposit and investment flexibility. Investment earnings are allocated periodically to the participating funds based upon each fund's average equity balance in the total cash.

##### Estimates

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

## Velocity Metropolitan District No. 1

### Notes to Financial Statements December 31, 2016

#### Deferred Outflows/Inflows of Resources

In addition to assets, the statement of financial position will sometimes report a separate section for deferred outflows of resources. This separate financial statement element, *deferred outflows of resources*, represents a consumption of net position that applies to a future period(s) and so will not be recognized as an outflow of resources (expense/expenditure) until then. The District does not have any items that qualify for reporting in this category.

In addition to liabilities, the statement of financial position will sometimes report a separate section for deferred inflows of resources. This separate financial statement element, *deferred inflows of resources*, represents an acquisition of net position that applies to a future period(s) and so will not be recognized as an inflow of resources (revenue) until that time. The District does not have any items that qualify for reporting in this category.

#### Capital Assets

Capital assets, which include property, plant, equipment and infrastructure assets (e.g. roads, bridges, sidewalks, and similar items), are reported in the applicable governmental activities columns in the government-wide financial statements. Capital assets are defined by the District as assets with an initial, individual cost of more than \$5,000 and an estimated useful life in excess of two years. Such assets are recorded at historical or estimated historical cost if purchased or constructed. Donated capital assets are recorded at estimated fair value at the date of donation.

The costs of normal maintenance and repairs that do not add to the value of the assets or materially extend the life of the asset are not capitalized. Improvements are capitalized and depreciated over the remaining useful lives of the related fixed assets, as applicable using the straight-line method. Depreciation on property that will remain assets of the District is reported on the Statement of Activities as a current charge. Improvements that will be conveyed to other governmental entities are classified as construction in progress and are not depreciated. Land and certain landscaping improvements are not depreciated. No depreciation expense was recognized during 2016.

#### Property Taxes

Property taxes are levied by the District's Board of Directors. The levy is based on assessed valuations determined by the County Assessor generally as of January 1 of each year. The levy is normally set by December 15 by certification to the County Commissioners to put the tax lien on the individual properties as of January 1 of the following year. The County Treasurer collects the determined taxes during the ensuing calendar year. The taxes are payable by April or if in equal installments, at the taxpayers' election, in February and June. Delinquent taxpayers are notified in July or August and the sales of the resultant tax liens on delinquent properties are generally held in November or December. The County Treasurer remits the taxes collected monthly to the District.

## Velocity Metropolitan District No. 1

### Notes to Financial Statements December 31, 2016

Property taxes, net of estimated uncollectible taxes, are recorded initially as deferred inflows in the year they are levied and measurable since they are not normally available nor are they budgeted as a resource until the subsequent year. The deferred property taxes are recorded as revenue in the subsequent year when they are available or collected.

#### Long-Term Obligations

In the government-wide financial statements, long-term debt and other long-term obligations are reported as liabilities in the applicable governmental activities.

#### Fund Equity

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

#### Nonspendable Fund Balance

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

#### Restricted Fund Balance

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

The restricted fund balance in the General Fund represents Emergency Reserves that have been provided as required by Article X, Section 20 of the Constitution of the State of Colorado. A total of \$1,962 of the General Fund balance has been restricted in compliance with this requirement.

#### Committed Fund Balance

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

#### Assigned Fund Balance

Assigned fund balance includes amounts the District intends to use for a specific purpose. Intent can be expressed by the District's Board of Directors or by an official or body to which the Board of Directors delegates the authority.

Velocity Metropolitan District No. 1

Notes to Financial Statements  
December 31, 2016

Unassigned Fund Balance

Unassigned fund balance includes amounts that are available for any purpose. Positive amounts are reported only in the General Fund, all other funds can report negative amounts.

For the classification of Governmental Fund balances, the District considers an expenditure to be made from the most restrictive first when more than one classification is available.

Net Position

Net Position represents the difference between assets and deferred outflows of resources less liabilities and deferred inflows of resources. The District can report three categories of net position, as follows:

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

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

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

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

Note 2: Cash and Investments

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

Statement of Net Position:	
Cash	\$ 3,259
Cash– restricted	<u>1,962</u>
	<u>\$ 5,221</u>

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

Deposits with financial institutions	<u>\$5,221</u>
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## Velocity Metropolitan District No. 1

### Notes to Financial Statements December 31, 2016

#### Deposits

##### Custodial Credit Risk

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

The District follows state statutes for deposits. None of the District’s deposits were exposed to custodial credit risk.

#### Investments

##### Credit Risk

The District’s investment policy requires that the District follow state statutes for investments. Colorado statutes specify the types of investments meeting defined rating and risk criteria in which local governments may invest. These investments include obligations of the United States and certain U.S. Government agency entities, certain money market funds, guaranteed investment contracts, and local government investment pools.

##### Custodial and Concentration of Credit Risk

None of the District’s investments are subject to custodial or concentration of credit risk.

##### Interest Rate Risk

Colorado revised statutes limit investment maturities to five years or less unless formally approved by the Board of Directors.

##### Investment Valuation

The District categorizes its fair value measurements within the fair value hierarchy established by generally accepted accounting principles. The hierarchy is based on the valuation inputs used to measure the fair value of the asset. Level 1 inputs are quoted prices in active markets for identical assets; Level 2 inputs are significant other observable inputs; Level 3 inputs are significant unobservable inputs. Investments not measured at fair value and not categorized include governmental money market funds (PFM Funds Governmental Select series); money market funds (generally held by Bank Trust Departments in their role as paying agent or trustee); and CSAFE which record their investments at amortized cost.

As of December 31, 2016, the District had no investments.

Velocity Metropolitan District No. 1

Notes to Financial Statements  
December 31, 2016

Note 3: Capital Assets

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

<u>Governmental Type Activities:</u>	<u>Balance</u> <u>12/31/2015</u>	<u>Additions</u>	<u>Deletions</u>	<u>Balance</u> <u>12/31/2016</u>
<u>Capital assets not being depreciated:</u>				
Construction in progress	\$ 28,078	\$13,992,279	\$ -	\$14,020,357
Total capital assets not being depreciated	<u>28,078</u>	<u>13,992,279</u>	<u>-</u>	<u>14,020,357</u>
Government type assets, net	<u>\$ 28,078</u>	<u>\$13,992,279</u>	<u>\$ -</u>	<u>\$14,020,357</u>

Upon completion and acceptance, all fixed assets except for park and recreation improvements will be conveyed by the District to other local governments. The District will not be responsible for maintenance of the items conveyed to other governments.

Note 4: Long Term Debt

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

Reimbursement Agreement

On December 9, 2008, the District entered into a Reimbursement Agreement with ACP DIA 1287 Investors, LLC (“Company”). On June 7, 2016, the parties entered into the First Amendment to the Reimbursement Agreement. The Company agreed to advance funds to the District and the District agreed to reimburse Company the advances plus interest at 8% per annum. Repayment is subject to annual appropriation, and no specific source of funds is pledged. In no event shall this agreement be construed as or constitute a “debt” of the District in such a manner as would violate the constitution or other laws of the State of Colorado, but shall in all other events constitute a valid and legally binding obligation of the District.

A summary of the annual long-term debt principal and interest requirements is not available as principal is paid based upon available revenue.

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

	<u>Balance</u> <u>12/31/2015</u>	<u>Additions</u>	<u>Deletions</u>	<u>Balance</u> <u>12/31/2016</u>	<u>Current</u> <u>Portion</u>
Developer advance- Capital	\$ -	\$13,729,431	\$ -	\$13,729,431	\$ -
Developer advance- Operations	284,688	7,216		291,904	-
Accrued interest - Capital	-	388,900	-	388,900	-
Accrued interest - Operations	46,888	22,901	-	69,789	-
Total	<u>\$ 331,576</u>	<u>\$14,148,448</u>	<u>\$ -</u>	<u>\$14,480,024</u>	<u>\$ -</u>

Velocity Metropolitan District No. 1

Notes to Financial Statements  
December 31, 2016

Debt Authorization

As of December 31, 2016, the District had remaining voted debt authorization of approximately \$450,050,000. The District has budgeted to issue new debt during 2017. Per the District's Service Plan, the District, can not issue debt in excess of \$ 50,000,000.

Note 5: Tax, Spending and Debt Limitations

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

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

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

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

In May 2008, a majority of the District's electors authorized the District to collect and spend or retain in a reserve all currently levied taxes and fees of the District without regard to any limitations under Article X, Section 20 of the Colorado Constitution.

Note 6: Risk Management

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

Velocity Metropolitan District No. 1

Notes to Financial Statements  
December 31, 2016

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

Note 7: Reconciliation of Government-Wide Financial Statements and Fund Financial Statements

The Governmental Funds Balance Sheet/Statement of Net Position includes an adjustments column. The adjustments have the following elements:

- 1) Capital improvements used in government activities are not financial resources and, therefore are not reported in the funds; and
- 2) long-term liabilities such as bonds payable and accrued bond interest payable are not due and payable in the current period and, therefore, are not in the funds.

The Governmental Funds Statement of Revenues, Expenditures, and Changes in Fund Balances/Statement of Activities includes an adjustments column. The adjustments have the following elements:

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

SUPPLEMENTAL INFORMATION

**VELOCITY METROPOLITAN DISTRICT NO. 1**

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

For the Year Ended December 31, 2016

	Original & Final <u>Budget</u>	<u>Actual</u>	Variance Favorable <u>(Unfavorable)</u>
REVENUES			
Property taxes	\$ 1	\$ -	\$ (1)
Total Revenues	1	-	(1)
NET CHANGE IN FUND BALANCE	1	-	(1)
FUND BALANCE:			
BEGINNING OF YEAR	-	-	-
END OF YEAR	\$ 1	\$ -	\$ (1)

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

# VELOCITY METROPOLITAN DISTRICT NO. 1

## SCHEDULE OF REVENUES, EXPENDITURES AND CHANGES IN FUND BALANCE - BUDGET AND ACTUAL - SPECIAL ASSESSMENT FUND For the Year Ended December 31, 2016

	Original & Final <u>Budget</u>	<u>Actual</u>	Variance Favorable <u>(Unfavorable)</u>
<b>REVENUES</b>			
Bond proceeds	\$ 10,000,000	\$ -	\$ (10,000,000)
Total Revenues	<u>10,000,000</u>	<u>-</u>	<u>(10,000,000)</u>
<b>EXPENDITURES</b>			
Interest expense	400,000	-	400,000
Accounting	-	5,236	(5,236)
Legal	-	77,354	(77,354)
Capital expenditures	10,000,000	13,909,689	(3,909,689)
Repay developer advances	<u>9,000,000</u>	<u>-</u>	<u>9,000,000</u>
Total Expenditures	<u>19,400,000</u>	<u>13,992,279</u>	<u>5,407,721</u>
<b>DEFICIENCY OF REVENUES OVER EXPENDITURES</b>	<u>(9,400,000)</u>	<u>(13,992,279)</u>	<u>(4,592,279)</u>
<b>OTHER FINANCING SOURCES</b>			
Developer advances	<u>10,000,000</u>	<u>13,988,171</u>	<u>3,988,171</u>
Total Other Financing Sources	<u>10,000,000</u>	<u>13,988,171</u>	<u>3,988,171</u>
<b>NET CHANGE IN FUND BALANCE</b>	600,000	(4,108)	(604,108)
<b>FUND BALANCE:</b>			
BEGINNING OF YEAR	<u>-</u>	<u>-</u>	<u>-</u>
END OF YEAR	<u>\$ 600,000</u>	<u>\$ (4,108)</u>	<u>\$ (604,108)</u>

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