

**RIVER OAKS METROPOLITAN DISTRICT
Adams County, Colorado**

**INDEPENDENT AUDITOR'S REPORT AND FINANCIAL STATEMENTS
December 31, 2017**



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Dazzio & Associates, PC

Certified Public Accountants

INDEPENDENT AUDITOR'S REPORT

Board of Directors
River Oaks Metropolitan District
Adams County, Colorado

We have audited the accompanying financial statements of the governmental activities and each major fund of the River Oaks Metropolitan District as of and for the year December 31, 2017, 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.

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Opinions

In our opinion, the financial statements referred to above present fairly, in all material respects, the respective financial position of the governmental activities and each major fund of the River Oaks Metropolitan District, as of December 31, 2017, and the respective changes in financial position and the budgetary comparison for the General Fund for the year then ended in accordance with accounting principles generally accepted in the United States of America.

Other Matters

Required Supplementary Information

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.

Other Information

Our audit was conducted for the purpose of forming opinions on the financial statements that collectively comprise the River Oaks Metropolitan District's basic financial statements. The Supplementary Information and the Other Information, as listed on the table of contents, is presented for purposes of additional analysis and are not a required part of the basic financial statements.

The Supplementary Information is the responsibility of management and was derived from and relate 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 supplementary information is fairly stated, in all material respects, in relation to the basic financial statements as a whole.

The Other Information has not been subjected to the auditing procedures applied in the audit of the basic financial statements and, accordingly, we do not express an opinion or provide any assurance on them.

Daggio & Associates, P.C.

May 10, 2018

BASIC FINANCIAL STATEMENTS

**RIVER OAKS METROPOLITAN DISTRICT
STATEMENT OF NET POSITION
December 31, 2017**

	<u>Governmental Activities</u>
ASSETS	
Cash and Investments	\$ 421,618
Cash and Investments - Restricted	129,544
Receivable - County Treasurer	3,050
Prepaid expense	2,013
Property taxes receivable	458,639
Capital assets, net	<u>151,877</u>
Total assets	<u><u>1,166,741</u></u>
LIABILITIES	
Accounts payable	1,421
Accrued bond interest payable	12,138
Noncurrent liabilities:	
Due within one year	145,292
Due in more than one year	<u>3,695,854</u>
Total liabilities	<u><u>3,854,705</u></u>
DEFERRED INFLOWS OF RESOURCES	
Property tax revenue	<u>458,639</u>
Total deferred inflows of resources	<u><u>458,639</u></u>
NET POSITION	
Net investment in capital assets	151,877
Restricted for:	
Emergency reserves	4,400
Debt service	114,967
Unrestricted	<u>(3,417,847)</u>
Total net position	<u><u>\$ (3,146,603)</u></u>

These financial statements should be read only in connection with
the accompanying notes to financial statements.

**RIVER OAKS METROPOLITAN DISTRICT
STATEMENT OF ACTIVITIES
Year Ended December 31, 2017**

<u>Functions/Programs</u>	<u>Expenses</u>	<u>Program Revenues</u>			<u>Net (Expense) Revenue and Changes in Net Position</u>
		<u>Charges for Services</u>	<u>Operating Grants and Contributions</u>	<u>Capital Grants and Contributions</u>	<u>Governmental Activities</u>
Primary government:					
Government activities:					
General government, including depreciation	\$ 44,994	\$ -	\$ -	\$ -	\$ (44,994)
Interest on long-term debt and related expenses	124,475	-	-	-	(124,475)
	<u>\$ 169,469</u>	<u>\$ -</u>	<u>\$ -</u>	<u>\$ -</u>	<u>(169,469)</u>
General revenues:					
Property taxes					388,494
Specific ownership taxes					37,837
Net investment income					6,545
Total general revenues					<u>432,876</u>
Change in net position					263,407
Net position - Beginning					<u>(3,410,010)</u>
Net position - Ending					<u>\$ (3,146,603)</u>

These financial statements should be read only in connection with
the accompanying notes to financial statements.

**RIVER OAKS METROPOLITAN DISTRICT
BALANCE SHEET
GOVERNMENTAL FUNDS
December 31, 2017**

	General	Debt Service	Total Governmental Funds
ASSETS			
Cash and Investments	\$ 421,618	\$ -	\$ 421,618
Cash and Investments - Restricted	4,400	125,144	129,544
Prepaid expenditure	2,013	-	2,013
Receivable - County Treasurer	1,089	1,961	3,050
Property taxes receivable	149,940	308,699	458,639
TOTAL ASSETS	\$ 579,060	\$ 435,804	\$ 1,014,864
LIABILITIES, DEFERRED INFLOWS OF RESOURCES AND FUND BALANCES			
LIABILITIES			
Accounts payable	\$ 1,421	\$ -	\$ 1,421
Total liabilities	1,421	-	1,421
DEFERRED INFLOWS OF RESOURCES			
Property tax revenue	149,940	308,699	458,639
Total deferred inflows of resources	149,940	308,699	458,639
FUND BALANCES			
Nonspendable:			
Prepaid expenditure	2,013	-	2,013
Emergency reserves (TABOR)	4,400	-	4,400
Restricted for:			
Debt service	-	127,105	127,105
Unassigned	421,286	-	421,286
Total fund balances	427,699	127,105	554,804
TOTAL LIABILITIES, DEFERRED INFLOWS OF RESOURCES AND FUND BALANCES	\$ 579,060	\$ 435,804	

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

Capital assets used in governmental activities are not financial resources and, therefore, are not reported in the funds.	151,877
Long-term liabilities, including bonds payable, are not due and payable in the current period and, therefore, are not reported in the funds.	
Bonds payable	(3,505,000)
Bond premium	(336,146)
Accrued bond interest payable	(12,138)
Net position of governmental activities	\$ (3,146,603)

These financial statements should be read only in connection with
the accompanying notes to financial statements.

RIVER OAKS METROPOLITAN DISTRICT
STATEMENT OF REVENUES, EXPENDITURES AND CHANGES IN FUND BALANCES
GOVERNMENTAL FUNDS
Year Ended December 31, 2017

	<u>General</u>	<u>Debt Service</u>	<u>Total Governmental Funds</u>
REVENUES			
Property taxes	\$ 127,008	\$ 261,486	\$ 388,494
Specific ownership taxes	12,370	25,467	37,837
Net investment income	4,242	2,303	6,545
Total revenues	<u>143,620</u>	<u>289,256</u>	<u>432,876</u>
EXPENDITURES			
Current			
Accounting	16,150	-	16,150
Audit	4,000	-	4,000
Legal	5,838	-	5,838
County Treasurer's fees	1,906	3,923	5,829
Directors' fees	200	-	200
Dues and subscriptions	308	-	308
Insurance and bonds	3,921	-	3,921
Miscellaneous	15	-	15
Debt service			
Bond Principal - 2016	-	95,000	95,000
Bond interest - 2016	-	149,450	149,450
Paying agent fees	-	2,500	2,500
Total expenditures	<u>32,338</u>	<u>250,873</u>	<u>283,211</u>
NET CHANGE IN FUND BALANCES	111,282	38,383	149,665
FUND BALANCES - BEGINNING OF YEAR	316,418	88,721	405,139
FUND BALANCES - END OF YEAR	<u>\$ 427,700</u>	<u>\$ 127,104</u>	<u>\$ 554,804</u>

These financial statements should be read only in connection with
the accompanying notes to financial statements.

**RIVER OAKS METROPOLITAN DISTRICT
RECONCILIATION OF THE STATEMENT OF REVENUES,
EXPENDITURES AND CHANGES IN FUND BALANCES OF GOVERNMENTAL FUNDS
TO THE STATEMENT OF ACTIVITIES
Year Ended December 31, 2017**

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

Net changes in fund balances - Total governmental funds	\$	149,665
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Governmental funds report capital outlays as expenditures. In the statement of activities capital outlay is not reported as an expenditure. However, the statement of activities will report as depreciation expense the allocation of the cost of any depreciable asset over the estimated useful life of the asset.

Depreciation		(12,656)
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The issuance of long-term debt (e.g., bonds) 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, governmental funds report the effect of premiums, discounts, and similar items when debt is first issued as expenditures, whereas these amounts are deferred and amortized in the statement of activities.

Principal Payment		95,000
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Some expenses reported in the statement of activities do not require the use of current financial resources and, therefore, are not reported as expenditures in governmental funds.

Accrued interest on bonds payable - Change in liability		316
Amortization of bond premium		<u>31,082</u>

Change in net position of governmental activities	\$	<u><u>263,407</u></u>
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These financial statements should be read only in connection with
the accompanying notes to financial statements.

**RIVER OAKS METROPOLITAN DISTRICT
GENERAL FUND
STATEMENT OF REVENUES, EXPENDITURES AND CHANGES IN
FUND BALANCES - BUDGET AND ACTUAL
Year Ended December 31, 2017**

	Original and Final Budget	Actual Amounts	Variance with Final Budget Positive (Negative)
REVENUES			
Property taxes	\$ 127,008	\$ 127,008	\$ -
Specific ownership taxes	10,160	12,370	2,210
Net investment income	1,468	4,242	2,774
Total revenues	<u>138,636</u>	<u>143,620</u>	<u>4,984</u>
EXPENDITURES			
Current			
Accounting	17,000	16,150	850
Audit	4,300	4,000	300
Contingency	13,395	-	13,395
County Treasurer's fees	1,905	1,906	(1)
Directors' fees	900	200	700
Dues and licenses	400	308	92
Insurance and bonds	2,500	3,921	(1,421)
Legal	17,000	5,838	11,162
Miscellaneous	600	15	585
Total expenditures	<u>58,000</u>	<u>32,338</u>	<u>25,662</u>
NET CHANGE IN FUND BALANCES	80,636	111,282	30,646
FUND BALANCES - BEGINNING OF YEAR	325,225	316,418	(8,807)
FUND BALANCES - END OF YEAR	<u>\$ 405,861</u>	<u>\$ 427,700</u>	<u>\$ 21,839</u>

These financial statements should be read only in connection with
the accompanying notes to financial statements.

RIVER OAKS METROPOLITAN DISTRICT
NOTES TO FINANCIAL STATEMENTS
December 31, 2017

NOTE 1 - DEFINITION OF REPORTING ENTITY

River Oaks Metropolitan District (District), a quasi-municipal corporation and political subdivision of the State of Colorado, was organized by order and decree of the District Court for Adams County on November 21, 2003, and is governed pursuant to provisions of the Colorado Special District Act (Title 32, Article 1, Colorado Revised Statutes). The District operates under a service plan approved by Commerce City (City) on September 15, 2003. The District's service area is located in Adams County, Colorado entirely within the boundaries of the City. The District was established to provide financing for the design, acquisition, construction and installation of streets, traffic and safety controls, park and recreation, transportation, television relay and translator, mosquito control, water facilities, sanitary sewer, and storm drainage.

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 specific financial benefits or burdens and fiscal dependency.

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

The District is not financially accountable for any other organization, nor is the District a component unit of any other primary governmental entity.

NOTE 2 - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

The more significant accounting policies of the District are described as follows:

Government-wide and Fund 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. The effect of interfund activity has been removed from these statements. Governmental activities are normally supported by property taxes.

The statement of net position reports all financial and capital resources of the District. The difference between the sum of assets and deferred outflows and the sum of liabilities and deferred inflows is reported as net position.

**RIVER OAKS METROPOLITAN DISTRICT
NOTES TO FINANCIAL STATEMENTS
December 31, 2017**

NOTE 2 - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

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.

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 related cash flows. Redemption of bonds are recorded as a reduction in liabilities.

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 government considers revenues to be available if they are collected within 60 days of the end of the current fiscal period. The major sources of revenue susceptible to accrual are property taxes and specific ownership taxes. All other revenue items are considered to be measurable and available only when cash is received by the District. The District determined that Developer advances are not considered as revenue susceptible to accrual. Expenditures, other than interest on long-term obligations are recorded when the liability is incurred or the long-term obligation due.

The District reports the following major governmental funds:

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

The Debt Service Fund accounts for the resources accumulated and payments made for principal and interest on long-term debt of the governmental funds.

**RIVER OAKS METROPOLITAN DISTRICT
NOTES TO FINANCIAL STATEMENTS
December 31, 2017**

NOTE 2 - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

Budgets

In accordance with the State Budget Law, the District's Board of Directors holds public hearings in the fall each year to approve the budget and appropriate the funds for the ensuing year. The appropriation is at the total fund expenditures level and lapses at year end. 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.

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 taxpayer's election, in February and June. Delinquent taxpayers are notified in August and generally sales of the tax liens on delinquent properties are held in November or December. The County Treasurer remits the taxes collected monthly to the District.

Property taxes, net of estimated uncollectible taxes, are recorded initially as deferred inflow of resources in the year they are levied and measurable. The unearned property tax revenues are recorded as revenue in the year they are available or collected.

Capital Assets

Capital assets, which include roadway improvements, are reported by the District. Capital assets are defined by the District as assets with an initial, individual cost of more than \$5,000. Such assets are recorded at historical cost or estimated historical cost if purchased or constructed. Donated capital assets are recorded at acquisition value at the date of donation.

The costs of normal maintenance and repairs that do not add to the value of the asset 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. Depreciation expense has been computed using the straight-line method over 20 years for roadway improvements.

Amortization

Original Issue Premium

In the government-wide financial statements bond premiums are deferred and amortized over the life of the bonds using the effective interest method.

RIVER OAKS METROPOLITAN DISTRICT
NOTES TO FINANCIAL STATEMENTS
December 31, 2017

NOTE 2 - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

Deferred Inflows of Resources

In addition to liabilities, the statement of net position reports 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 and so will not be recognized as an inflow of resources (revenue) until that time. The District has one item that qualifies for reporting in this category. Accordingly, the item, *deferred property tax revenue*, is deferred and recognized as an inflow of resources in the period that the amount becomes available.

Equity

Net Position

For government-wide presentation purposes when both restricted and unrestricted resources are available for use, it is the government's practice to use restricted resources first, then unrestricted resources as they are needed.

In the government-wide financial statements, fund equity is classified as net position. Net position may be classified into three components: net investment in capital assets, restricted and unrestricted. These classifications are defined as follows:

- Net investment in capital assets – this component of net position consists of capital assets, net of accumulated depreciation, and reduced by the outstanding balances of any debt that is attributable to the acquisition, construction or improvement of those assets. If there are significant unspent debt proceeds at year end, the portion of the debt attributable to the unspent proceeds is not included in this component.
- Restricted – this component of net position consists of assets that are restricted for use as imposed by external parties such as creditors, grantors or contributors, or as imposed by laws or regulations of other governments, or as imposed through constitutional provisions or enabling legislation.
- Unrestricted – the component of net position that does not meet the definitions above.

**RIVER OAKS METROPOLITAN DISTRICT
NOTES TO FINANCIAL STATEMENTS
December 31, 2017**

NOTE 2 - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

Fund Balance

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:

- *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 legally or contractually required to be maintained intact.
- *Restricted fund balance* – The portion of fund balance that is constrained to being used for a 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 practice to use the most restrictive classification first.

NOTE 3 - CASH AND INVESTMENTS

Investments as of December 31, 2017, are classified in the accompanying financial statements as follows:

Statement of net position:

Cash and investments	\$ 421,618
Cash and investments - restricted	129,544
Total investments	<u>\$ 551,162</u>

**RIVER OAKS METROPOLITAN DISTRICT
NOTES TO FINANCIAL STATEMENTS
December 31, 2017**

NOTE 3 - CASH AND INVESTMENTS (CONTINUED)

Cash and investments as of December 31, 2017 consist of the following:

Deposits with financial institution	\$ 561
Investments	<u>550,601</u>
Total	<u><u>\$ 551,162</u></u>

Deposits with Financial Institutions

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 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.

At December 31, 2017, the District had a bank balance of \$8,498 and a carrying balance of \$561.

Investments

The District has not adopted a formal investment policy; however, the District follows state statutes regarding investments.

The District generally limits its concentration of investments to those noted with an asterisk (*) below, which are believed to have minimal credit risk, minimal interest rate risk, and no foreign currency risk. Additionally, the District is not subject to concentration risk or investment custodial risk disclosure requirements for investments that are in the possession of another party.

Colorado revised statutes limit investment maturities to five years or less unless formally approved by the Board of Directors. Such actions are generally associated with a debt service reserve or sinking fund requirements.

**RIVER OAKS METROPOLITAN DISTRICT
NOTES TO FINANCIAL STATEMENTS
December 31, 2017**

NOTE 3 - CASH AND INVESTMENTS (CONTINUED)

Colorado statutes specify investment instruments meeting defined rating and risk criteria in which local governments may invest which include:

- . Obligations of the United States, certain U.S. government agency securities and securities of the World Bank
- . General obligation and revenue bonds of U.S. local government entities
- . Certain certificates of participation
- . Certain securities lending agreements
- . Bankers' acceptances of certain banks
- . Commercial paper
- . Written repurchase agreements and certain reverse repurchase agreements collateralized by certain authorized securities
- . Certain money market funds
- . Guaranteed investment contracts
- * Local government investment pools

As of December 31, 2017, the District had the following investments:

Investment	Maturity	Amount
Colorado Surplus Asset Fund Trust (CSAFE)	Weighted average under 60 days	\$ 550,580
		<u>\$ 550,580</u>

CSAFE

The District invested in the Colorado Surplus Asset Fund Trust (CSAFE) (the Trust), which is an investment vehicle established by state statute for local government entities to pool surplus assets. The State Securities Commissioner 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, repurchase agreements collateralized by U.S. Treasury securities, certain money market funds and highest rated commercial paper. A designated custodial bank serves as custodian for CSAFE's portfolio pursuant to a custodian agreement. The custodian acts as safekeeping agent for CSAFE's investment portfolio and provides services as the depository in connection with direct investments and withdrawals. The custodian's internal records segregate investments owned by CSAFE. CSAFE is rated AAAM by Standard & Poor's. CSAFE records its investments at amortized cost and the District records its investments in CSAFE using the amortized cost method. There are no unfunded commitments, the redemption frequency is daily and there is no redemption notice period.

**RIVER OAKS METROPOLITAN DISTRICT
NOTES TO FINANCIAL STATEMENTS
December 31, 2017**

NOTE 4 - CAPITAL ASSETS

An analysis of changes in capital assets for the year ended December 31, 2017, follows:

Governmental Activities	Balance at December 31, 2016	Increases	Decreases	Balance at December 31, 2017
Capital assets, being depreciated:				
Roadway improvements	\$ 253,132	\$ -	\$ -	\$ 253,132
Less accumulated depreciation for:				
Roadway improvements	(88,599)	(12,656)	-	(101,255)
Total capital assets, being depreciated, net	164,533	(12,656)	-	151,877
Total capital assets	<u>\$ 164,533</u>	<u>\$ (12,656)</u>	<u>\$ -</u>	<u>\$ 151,877</u>

Depreciation expense was charged to the general government function.

The District owns certain roadway improvements (Filing 2 Roadways) that will be maintained by the Homeowner's Association. The District will consider taking on maintenance costs for the roadways in the future.

NOTE 5 - LONG-TERM DEBT

The following is an analysis of the changes in long-term debt for the year ended December 31, 2017:

	Balance at December 31, 2016	Additions	Reductions	Balance at December 31, 2017	Due Within One Year
2016 G.O. Bonds	\$ 3,600,000	\$ -	\$ 95,000	\$ 3,505,000	\$ 115,000
2016 Bond premium	367,228	-	31,082	336,146	30,292
	<u>\$ 3,967,228</u>	<u>\$ -</u>	<u>\$ 126,082</u>	<u>\$ 3,841,146</u>	<u>\$ 145,292</u>

**RIVER OAKS METROPOLITAN DISTRICT
NOTES TO FINANCIAL STATEMENTS
December 31, 2017**

NOTE 5 - LONG-TERM DEBT (CONTINUED)

Series 2016 Bonds

On November 4, 2016, the District issued \$3,715,000 in General Obligation Refunding Bonds (Unlimited Tax) to refund its Series 2006 Bonds and Series 2010 Subordinate Bonds. The Bonds are due December 1, 2035, with an interest rate of 4.00% - 4.25%, paid semiannually on June 1 and December 1. The yield on the Bonds is 2.931%. The bonds are subject to redemption prior to maturity, at the option of the District, as a whole or in integral multiples of \$5,000, on December 1, 2026, and on any date thereafter, upon payment of par and accrued interest, without redemption premium. The bonds are subject to mandatory sinking fund redemption on December 1, 2016, and on each December 1 thereafter in increasing amounts annually through maturity. The bonds are payable from the District's covenant to levy a mill levy on all taxable property within the District in an amount sufficient to pay for debt service payments as well as a portion of specific ownership taxes collected by the District as a result of the imposition of the mill levy. Concurrently with the issuance of the Bonds, Assured Guaranty Municipal Corp. ("AGM") issued its Municipal Bond Insurance Policy for the Bonds (the "Policy"). The Policy guarantees the scheduled payment of principal of and interest on the Bonds when due as set forth in the form of the Policy

The District's bond obligations will mature as follows:

	<u>Principal</u>	<u>Interest</u>	<u>Total</u>
2018	\$ 115,000	\$ 145,650	\$ 260,650
2019	120,000	141,050	261,050
2020	130,000	136,250	266,250
2021	135,000	131,050	266,050
2022	150,000	125,650	275,650
2023-2027	865,000	532,650	1,397,650
2028-2032	1,145,000	330,863	1,475,863
2033-2035	845,000	73,101	918,101
	<u>\$ 3,505,000</u>	<u>\$ 1,616,264</u>	<u>\$ 5,121,264</u>

**RIVER OAKS METROPOLITAN DISTRICT
NOTES TO FINANCIAL STATEMENTS
December 31, 2017**

NOTE 5 - LONG-TERM DEBT (CONTINUED)

Authorized Debt

On November 4, 2003, a majority of the qualified electors of the District authorized the issuance of indebtedness in an amount not to exceed \$24,592,200 at an interest rate not to exceed 18% per annum. At December 31, 2017, the District had authorized but unissued indebtedness in the following amounts for the following purposes:

	<u>Authorized November 4, 2003 Election</u>	<u>Authorization Used, Series 2006</u>	<u>Authorization Used, Series 2010</u>	<u>Authorization Used, Series 2016</u>	<u>Remaining at December 31, 2017</u>
Street improvements	\$ 4,500,000	\$ 1,870,000	\$ 248,474	\$ -	\$ 2,381,526
Traffic and safety controls	500,000	20,000	-	-	480,000
Water supply	1,546,000	905,000	133,093	-	507,907
Sanitary sewer	3,330,000	1,120,000	118,433	-	2,091,567
Parks and recreational facilities	1,000,100	-	-	-	1,000,100
Public transportation system	750,000	-	-	-	750,000
Television relay and translation system	520,000	-	-	-	520,000
Mosquito control	100,000	-	-	-	100,000
Operations and maintenance	100,000	-	-	-	100,000
Bond refunding	12,246,100	-	-	3,715,000	8,531,100
	<u>\$ 24,592,200</u>	<u>\$ 3,915,000</u>	<u>\$ 500,000</u>	<u>\$ 3,715,000</u>	<u>\$ 16,462,200</u>

The service plan limits the District's debt service to a maximum mill levy of 50.000 mills provided, however, that in the event the method of calculating the assessed valuation is changed after the date of the approved service plan, the mill levy limitation applicable to such debt may be increased or decreased to reflect such changes.

In the future, the District may 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.

NOTE 6 - RELATED PARTIES

Under the service plan, the organizer of the District was Southwestern Investment Group, LLC. The Developer of the land within the District is SW Peoria, LLC, a Colorado limited liability company (SW Peoria). During 2017, two of the members of the Board of Directors of the District were associated with the Developer or its management and may have conflicts of interest in dealing with the District. The two members associated with the Developer no longer serve on the Board of Directors.

**RIVER OAKS METROPOLITAN DISTRICT
NOTES TO FINANCIAL STATEMENTS
December 31, 2017**

NOTE 7 - NET POSITION

The District has net position consisting of three components - net investment in capital assets, restricted and unrestricted.

Net investment in capital assets consists of capital assets net of accumulated depreciation and reduced by the outstanding balances of bonds, mortgages, notes, or other borrowings that are attributable to the acquisition, construction, or improvement of those assets. As of December 31, 2017, the District had net investment in capital assets of \$151,877.

Restricted assets include net position that are restricted for use either externally imposed by creditors, grantors, contributors, or laws and regulations of other governments or imposed by law through constitutional provisions or enabling legislation. The District had restricted net position of \$118,229 as of December 31, 2017, as follows:

Restricted net position:

Emergency reserves	\$ 4,400
Debt service	<u>113,829</u>
Total	<u>\$ 118,229</u>

The District has a deficit in unrestricted net position. The deficit was a result of the District being responsible for the repayment of bonds issued for public improvements which were conveyed to other governmental entities and which costs were removed from the District's financial records.

NOTE 8 - 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 God.

The District is a member of the Colorado Special Districts Property and Liability Pool (Pool). The Pool is an organization created by intergovernmental agreement to provide property, liability, public officials' liability, 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.

The District pays annual premiums to the Pool for liability, property, public officials' liability and workers compensation 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.

**RIVER OAKS METROPOLITAN DISTRICT
NOTES TO FINANCIAL STATEMENTS
December 31, 2017**

NOTE 9 - TAX, SPENDING AND DEBT LIMITATIONS

Article X, Section 20 of the Colorado Constitution, referred to as the Taxpayer's 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.

On November 7, 2006, District voters authorized the District to increase property taxes \$750,000 annually, without limitation to rate, to pay the District's operations, maintenance and other expenses. Additionally, the District voters approved a revenue change to allow the District to retain and spend all revenue, other than ad valorem taxes, in excess of TABOR spending, revenue raising or other limitations.

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

This information is an integral part of the accompanying financial statements.

SUPPLEMENTARY INFORMATION

**RIVER OAKS METROPOLITAN DISTRICT
DEBT SERVICE FUND
SCHEDULE OF REVENUES, EXPENDITURES AND CHANGES IN
FUND BALANCES - BUDGET AND ACTUAL
Year Ended December 31, 2017**

	<u>Original and Final Budget</u>	<u>Actual Amounts</u>	<u>Variance with Final Budget Positive (Negative)</u>
REVENUES			
Property taxes	\$ 261,487	\$ 261,486	\$ (1)
Specific ownership taxes	18,300	25,467	7,167
Net investment income	3,861	2,303	(1,558)
Total revenues	<u>283,648</u>	<u>289,256</u>	<u>5,608</u>
EXPENDITURES			
Current			
County Treasurer's fees	3,922	3,923	(1)
Contingency	22,628	-	22,628
Debt service			
Bond Principal	95,000	95,000	-
Bond interest - 2016	149,450	149,450	-
Paying agent fees	3,000	2,500	500
Total expenditures	<u>274,000</u>	<u>250,873</u>	<u>23,127</u>
NET CHANGE IN FUND BALANCES	9,648	38,383	28,735
FUND BALANCES - BEGINNING OF YEAR	<u>82,774</u>	<u>88,721</u>	<u>5,947</u>
FUND BALANCES - END OF YEAR	<u>\$ 92,422</u>	<u>\$ 127,104</u>	<u>\$ 34,682</u>

OTHER INFORMATION

**RIVER OAKS METROPOLITAN DISTRICT
SCHEDULE OF DEBT SERVICE REQUIREMENTS TO MATURITY
December 31, 2017**

\$3,715,000			
General Obligation Bonds			
Series 2016			
Dated November 4, 2016			
Principal Due December 1			
Interest Rate 4.00% - 4.25% Payable			
June 1 and December 1			
<u>Year Ended December 31,</u>	<u>Principal</u>	<u>Interest</u>	<u>Total</u>
2018	\$ 115,000	\$ 145,650	\$ 260,650
2019	120,000	141,050	261,050
2020	130,000	136,250	266,250
2021	135,000	131,050	266,050
2022	150,000	125,650	275,650
2023	155,000	119,650	274,650
2024	165,000	113,450	278,450
2025	170,000	106,850	276,850
2026	185,000	100,050	285,050
2027	190,000	92,650	282,650
2028	205,000	84,575	289,575
2029	215,000	75,863	290,863
2030	230,000	66,725	296,725
2031	240,000	56,950	296,950
2032	255,000	46,750	301,750
2033	265,000	35,913	300,913
2034	285,000	24,650	309,650
2035	295,000	12,538	307,538
	<u>\$ 3,505,000</u>	<u>\$ 1,616,264</u>	<u>\$ 5,121,264</u>

The Series 2016 Bonds are subject to redemption prior to maturity, at the option of the District, beginning December 1, 2026, with no redemption premium.

**RIVER OAKS METROPOLITAN DISTRICT
SCHEDULE OF ASSESSED VALUATION,
MILL LEVY AND PROPERTY TAXES COLLECTED
December 31, 2017**

Year Ended December 31,	Prior Year Assessed Valuation for Current Year Tax Levy	Mills Levied		Total Property Taxes		Percent Collected to Levied
		Operations	Debt Service	Levied	Collected	
2013	\$ 6,523,960	17.000	41.500	\$ 381,651	\$381,652	100.00%
2014	\$ 6,334,880	17.000	41.500	\$ 370,591	\$370,591	100.00%
2015	\$ 6,338,950	17.000	41.500	\$ 370,828	\$370,828	100.00%
2016	\$ 7,467,150	17.000	41.500	\$ 436,828	\$436,828	100.00%
2017	\$ 7,471,050	17.000	35.000	\$ 388,495	\$388,494	100.00%
Estimated for the year ending December 31, 2018	\$ 8,819,980	17.000	35.000	\$ 458,639		