

MORGAN HILL METROPOLITAN DISTRICT NO. 3
FINANCIAL STATEMENTS
YEAR ENDED DECEMBER 31, 2018

**MORGAN HILL METROPOLITAN DISTRICT NO. 3
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YEAR ENDED DECEMBER 31, 2018**

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INDEPENDENT AUDITORS' REPORT

Board of Directors
Morgan Hill Metropolitan District No. 3
Town of Erie, Colorado

Report on the Financial Statements

We have audited the accompanying financial statements of the governmental activities and the major fund of Morgan Hill Metropolitan District No. 3, as of and for the year ended December 31, 2018, and the related notes to the financial statements, which collectively comprise the entity'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.

Auditors' 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 auditors' 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 Morgan Hill Metropolitan District No. 3 as of December 31, 2018, and the respective changes in financial position for the year then ended in accordance with accounting principles generally accepted in the United States of America.

Other Matters

Required Supplementary Information

Accounting principles generally accepted in the United States of America require that the budgetary comparison information on page 20 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.

Management omitted the management's discussion and analysis that accounting principals 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.



CliftonLarsonAllen LLP

Greenwood Village, Colorado
March 15, 2019

MORGAN HILL METROPOLITAN DISTRICT NO. 3
STATEMENT OF NET POSITION
DECEMBER 31, 2018

	Governmental Activities
ASSETS	
Cash and Investments	\$ 368,208
Property Taxes Receivable	2,025,918
Due from Other Governments	75
Prepaid Expenses	<u>2,157</u>
Total Assets	<u>2,396,358</u>
LIABILITIES	
Due Within the Year:	
Accrued Interest	129,809
Due in More Than One Year	
Limited Tax Obligation Notes	4,180,350
Limited Tax Obligation Bonds	<u>4,000,000</u>
Total Liabilities	<u>8,310,159</u>
DEFERRED INFLOWS OF RESOURCES	
Property Tax Revenue	<u>2,025,918</u>
Total Deferred Inflows of Resources	<u>2,025,918</u>
NET POSITION	
Restricted for TABOR	419
Unrestricted	<u>(7,940,138)</u>
Total Net Position	<u><u>\$ (7,939,719)</u></u>

See accompanying Notes to Financial Statements.

MORGAN HILL METROPOLITAN DISTRICT NO. 3
STATEMENT OF ACTIVITIES
YEAR ENDED DECEMBER 31, 2018

Functions/Programs	Expenses	Program Revenue Charges for Services	Net (Expense) Revenue and Changes in Net Position Governmental Activities
Governmental Activities:			
General Government	\$ 7,597,924	\$ -	\$ (7,597,924)
Interest and Related Costs on Long-Term Debt	363,978	-	(363,978)
	<u>\$ 7,961,902</u>	<u>\$ -</u>	<u>(7,961,902)</u>
General Revenues:			
Property Taxes			12,796
Specific Ownership Taxes			980
Metropolitan District No. 1			3,708
Net Investment Income			192
Total General Revenues			<u>17,676</u>
Change in Net Position			(7,944,226)
Net Position - Beginning of Year			<u>4,507</u>
Net Position - End of Year			<u><u>\$ (7,939,719)</u></u>

See accompanying Notes to Financial Statements.

**MORGAN HILL METROPOLITAN DISTRICT NO. 3
BALANCE SHEET
GOVERNMENTAL FUND
DECEMBER 31, 2018**

	<u>General Fund</u>
ASSETS	
Cash and Investments	368,208
Property Tax Receivable	2,025,918
Due from Other Governments	75
Prepaid Items	<u>2,157</u>
Total Assets	<u><u>\$ 2,396,358</u></u>
DEFERRED INFLOWS OF RESOURCES, AND FUND BALANCE	
DEFERRED INFLOWS OF RESOURCES	
Property Tax Revenue	<u>\$ 2,025,918</u>
Total Deferred Inflows of Resources	2,025,918
FUND BALANCE	
Nonspendable	2,157
Restricted for:	
TABOR	419
Debt Service	353,833
Unassigned	<u>14,031</u>
Total Fund Balance	<u>370,440</u>
Total Deferred Inflows of Resources, and Fund Balance	<u><u>\$ 2,396,358</u></u>

See accompanying Notes to Financial Statements.

**MORGAN HILL METROPOLITAN DISTRICT NO. 3
RECONCILIATION OF THE BALANCE SHEET OF
GOVERNMENTAL FUND TO THE STATEMENT OF NET POSITION
DECEMBER 31, 2018**

Total Fund Balance - Total Governmental Fund	\$	370,440
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Amounts reported for governmental activities in the statement of
net position are different because:

Accrued interest payable is recognized for governmental activities, therefore, is not reported as a liability in the governmental fund.		(129,809)
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Some liabilities are not due in the current period and, therefore, are not
reported in the fund balance sheet.

Limited Tax Revenues Bonds		(4,000,000)
Limited Tax Revenues Notes		(4,180,350)
		(8,180,350)

Net Position of Governmental Activities	\$	(7,939,719)
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**MORGAN HILL METROPOLITAN DISTRICT NO. 3
STATEMENT OF REVENUES, EXPENDITURES, AND
CHANGES IN FUND BALANCE – GOVERNMENTAL FUND
YEAR ENDED DECEMBER 31, 2018**

	General Fund
REVENUES	
Property Tax Income	\$ 12,796
Specific Ownership Taxes	980
Intergovernmental - Morgan Hill Metropolitan District No. 1	3,708
Net Investment Income	192
Total Revenues	<u>17,676</u>
EXPENDITURES	
Current:	
Audit	1,500
Treasurer's Fee	192
Insurance	1,903
Miscellaneous	259
Intergovernmental Payment to District No. 1	7,594,070
Debt Service:	
Interest and Fiscal Charges	86,169
Loan Origination Fees	148,000
Total Expenditures	<u>7,832,093</u>
DEFICIENCY OF REVENUE UNDER EXPENDITURES	(7,814,417)
OTHER FINANCING SOURCES	
Proceeds from Debt Instrument	8,180,350
Total Other Financing Sources	<u>8,180,350</u>
NET CHANGES IN FUND BALANCE	365,933
Fund Balance - Beginning of Year	<u>4,507</u>
FUND BALANCE - END OF YEAR	<u><u>\$ 370,440</u></u>

See accompanying Notes to Financial Statements.

**MORGAN HILL METROPOLITAN DISTRICT NO. 3
RECONCILIATION OF THE STATEMENT OF REVENUES, EXPENDITURES, AND
CHANGES IN FUND BALANCE OF THE GOVERNMENTAL FUND TO
THE STATEMENT OF ACTIVITIES
YEAR ENDED DECEMBER 31, 2018**

Net Change in Fund Balance - Total Governmental Fund	\$ 365,933
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Amounts reported for governmental activities in the statement of activities
are different because:

The issuance of long-term debt provides current financial resources to
the governmental fund, while the repayment of the principal on long-term
debt consumes the current financial resources of governmental funds.
Neither transaction, however, has any effect on net position.

Proceeds from Debt Instrument	(8,180,350)
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An increase in accrued interest does not have any impact on governmental
fund expenditures. This transaction, however, does increase the amount
of interest expense on the statement of activities.

Accrued Interest	<u>(129,809)</u>
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Change in Net Position of Governmental Activities	<u><u>\$ (7,944,226)</u></u>
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MORGAN HILL METROPOLITAN DISTRICT NO. 3
NOTES TO FINANCIAL STATEMENTS
DECEMBER 31, 2018

NOTE 1 DEFINITION OF REPORTING ENTITY

Morgan Hill Metropolitan District No. 3 (District), a quasi-municipal corporation and political subdivision of the State of Colorado, was organized by order and decree of the District Court in Weld County on January 20, 2009, and is governed pursuant to provisions of the Colorado Special District Act (Title 32, Article 1, Colorado Revised Statutes). The District operates under a Consolidated Service Plan with Morgan Hill Metropolitan District No. 1 (District No. 1), Morgan Hill Metropolitan District No. 2 (District No. 2), and Morgan Hill Metropolitan District No. 3 (District) approved by the Town of Erie on August 25, 2008. Pursuant to the Service Plan, the District, the financing district, is intended to provide funding to District No. 1, the operating district, for construction, operation and maintenance of the public improvements. The operating district is responsible for day-to-day operations and administrative management of all three of the Districts and management of district improvements.

The District was established to provide financing for the design, acquisition, construction, and completion of public improvements, including streets, traffic and safety controls and devices, transportation services, park and recreation, water, mosquito and pest control and sanitation facilities, generally located in the collector roadway system, services and programs. The operation and maintenance of all other services and facilities is anticipated to be provided by other entities and not by the District.

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

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 is not financially accountable for any other organization, nor is the District a component unit of any other primary governmental entity, including District No. 1, District No. 2 and the Town of Erie.

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. Governmental activities are normally supported by taxes and intergovernmental revenues.

MORGAN HILL METROPOLITAN DISTRICT NO. 3
NOTES TO FINANCIAL STATEMENTS
DECEMBER 31, 2018

NOTE 2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

Government-Wide and Fund Financial Statements (Continued)

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

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 charges to customers or applicants who purchase, use, or directly benefit from goods, services or privileges provided by a given function or segment. Taxes and other items not properly included among program revenues are reported instead as general revenues.

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. Increases in bonds payable are recorded as an increase in liabilities.

When both restricted and unrestricted resources are available for use, it is the District's policy to use restricted resources first, then unrestricted resources as they are needed.

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 revenue source susceptible to accrual is property taxes. Expenditures generally are recorded when a liability is incurred as under accrual accounting. However, debt service expenditures are recorded only when payment is due.

The District reports the following major governmental fund:

The General Fund is the District's primary operating fund. It accounts for all financial resources of the general government.

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. During fiscal year 2018, the board increased budgeted expenditures by \$3,827,501.

MORGAN HILL METROPOLITAN DISTRICT NO. 3
NOTES TO FINANCIAL STATEMENTS
DECEMBER 31, 2018

NOTE 2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

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 instalments, 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 are recorded initially as deferred inflows of resources in the year they are levied and measurable. The property tax revenues are recorded as revenue in the year they are available or collected.

Fund Balance and Net Position

Net position is reported in the governmental activities and is classified as restricted or unrestricted. Restrictions of net position represent amounts that are not available for appropriation or are legally restricted. As of December 31, 2018, fund balances of governmental funds are classified as follows:

Nonspendable – amounts that cannot be spent either because they are not spendable in form or because they are legally or contractually required to be maintained intact. This includes amounts that are not expected to be converted to cash, for example, prepaid amounts.

Restricted – amounts that are subject to externally enforceable legal purpose restrictions imposed by creditors, grantors, contributors, or laws and regulations of other governments; or through constitutional provisions or enabling legislation.

Committed – amounts that are subject to a purpose constraint imposed by a formal action of the Board of Directors. The Board is the highest level of decision-making authority for the District. Commitments may be established, modified or rescinded only through resolutions approved by the Board.

Assigned – amounts that are subject to a purpose constraint that represents an intended use established by the District in its budget process. The purpose of the assignment must be narrower than the purpose of the General Fund.

Unassigned – represents the residual classification for the District's General Fund and could report a surplus or deficit.

MORGAN HILL METROPOLITAN DISTRICT NO. 3
NOTES TO FINANCIAL STATEMENTS
DECEMBER 31, 2018

NOTE 2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

Restricted Fund Balance

Emergency Reserves have been provided for as required by Article X, Section 20 of the Constitution of the State of Colorado. In compliance with this requirement, \$419 of the General Fund balance has been restricted.

Nonspendable fund balance of \$2,157 is equal to the amount of prepaid insurance for the District that will benefit a future period.

The District has \$353,833 restricted to meet contractual commitments under the Series 2018A Limited Tax Bonds and the Series 2018B Limited Tax Notes (see Note 4) and intergovernmental agreements (see Notes 5 and 6).

The District's order of fund balance spending policy is to apply expenditures against restricted fund balance, committed fund balance, assigned fund balance, and unassigned fund balance. The District reserves the right to selectively spend unassigned fund balance.

NOTE 3 CASH AND CASH EQUIVALENTS

Cash and cash equivalents as of December 31, 2018 consist of the following:

Cash Deposits	\$ 353,833
Investments	14,375
Total Cash	<u>\$ 368,208</u>

Cash Deposits

The Colorado Public Deposit Protection Act (PDPA) requires that all units of local government deposit cash in eligible public depositories. Eligibility is determined by state regulators. Amounts on deposit in excess of federal insurance levels must be collateralized. The eligible collateral is determined by the PDPA. 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 fair value of the collateral must be at least equal to 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, 2018, the District's cash deposits had a carrying balance of \$353,833.

MORGAN HILL METROPOLITAN DISTRICT NO. 3
NOTES TO FINANCIAL STATEMENTS
DECEMBER 31, 2018

NOTE 3 CASH AND INVESTMENTS (CONTINUED)

Investments

The District has not adopted a formal investment policy; however, it follows state statutes regarding investments. The District also follows investment policies in bond or note agreements when those agreements are more restrictive than state statutes. 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 disclosure requirements or subject to investment custodial credit risk for investments that are in the possession of another party. 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 World Bank securities
- General obligation and revenue bonds of U.S. local government entities
- Bankers' acceptances of certain banks
- Commercial paper
- Written repurchase agreements collateralized by certain authorized securities
- Certain money market funds
- Guaranteed investment contracts
- Local government investment pools*
- Certain reverse repurchase agreements
- Certain corporate bonds
- Certain securities lending agreements

Colorado revised statutes limit investment maturities to five years or less depending on the specific investment held unless formally approved by the Board of Directors. Such actions are generally associated with a debt service reserve or sinking fund requirements. Revenue bonds of U.S. local government, corporate and bank securities and guaranteed investment contracts not purchased with bond proceeds are limited to maturities of three years or less.

As of December 31, 2018, the District had the following investments:

<u>Investment</u>	<u>Maturity</u>	<u>Amortized Cost</u>
Colorado Surplus Asset Fund Trust *	Less than One Year	<u>\$ 14,375</u>

As of December 31, 2018, the District had invested \$14,375 in the Colorado Surplus Asset Fund Trust, an investment vehicle established for local government entities in Colorado to pool surplus funds. The State Securities Commissioner administers and enforces all State statutes governing the Trust. The Trust operates similarly to a money market fund and each share is equal in value to \$1.00. The Trust is rated AAAM by Standard & Poor's and is valued at amortized cost. Based on the valuation method, additional disclosures are not required under GASB Statement No. 72.

MORGAN HILL METROPOLITAN DISTRICT NO. 3
NOTES TO FINANCIAL STATEMENTS
DECEMBER 31, 2018

NOTE 4 LONG-TERM OBLIGATIONS

The District's long-term obligations consist of the following for the year ended December 31, 2018:

	Balance at January 1, 2018	Additions	Reductions	Balance at December 31, 2018	Due Within One Year
Limited Tax Revenue Bonds - Series 2018A	\$ -	\$ 4,000,000	\$ -	\$ 4,000,000	\$ -
Limited Tax Revenue Notes - Series 2018B	-	4,180,350	-	4,180,350	-
Accrued Interest	-	215,978	86,169	129,809	129,809
 Total Long-Term Obligations	 \$ -	 \$ 8,396,328	 \$ 86,169	 \$ 8,310,159	 \$ 129,809

Series 2018A Bonds

The District issued the 2018A Limited Tax Revenue Bonds on July 10, 2018, in the amount of \$4,000,000. The proceeds of such debt was used for issuance costs and to fund the cost of public infrastructure improvements.

Bond interest is payable semi-annually on June 1 and December 1 of each year, with the principal due at maturity on December 1, 2023. The interest rate is 5.5% and interest is computed on the basis of a 360-day year of twelve 30-day months. The District incurred \$104,502 in interest expense on the 2018A Bonds during the year ended December 31, 2018.

The 2018A Bonds are secured by and payable from Pledged Revenue, which includes amounts collected by the District from the imposition of the Required Mill Levy, net of the cost of collection, specific ownership taxes allocable to the Required Mill Levy, amounts received from District No. 1 and District No. 2, and any other legally available moneys of the District. The Required Mill Levy is defined in the Trust Indenture as a mill levy imposed upon all taxable property of the District each year.

The following summarizes the debt service requirements to maturity for the 2018A Bond:

Year Ending December 31,	Principal	Interest	Total
2019	\$ -	\$ 220,000	\$ 220,000
2020	-	220,000	220,000
2021	-	220,000	220,000
2022	-	220,000	220,000
2023	4,000,000	201,667	4,201,667
Total	<u>\$ 4,000,000</u>	<u>\$ 1,081,667</u>	<u>\$ 5,081,667</u>

MORGAN HILL METROPOLITAN DISTRICT NO. 3
NOTES TO FINANCIAL STATEMENTS
DECEMBER 31, 2018

NOTE 4 LONG-TERM OBLIGATIONS (CONTINUED)

Series 2018B Note

The District issued the 2018B Limited Tax Obligation Note on August 14, 2018 for an amount not to exceed \$20,000,000 with the ability to draw on the Note as needed. The proceeds of such debt were used to refund certain amounts due on District No. 1's outstanding Capital Loans and operations of District No.1. Interest payments are due annually on December 1 of each year, with the principal due at maturity on December 1, 2048. The interest rate is 8.0% and interest is computed on the basis of a 360-day year of twelve 30-day months. The District incurred \$111,476 in interest expense on the 2018B Note during the year ended December 31, 2018.

Each draw is subject to the terms as noted above. Below is a summary of each draw made through December 31, 2018:

	Amount	Interest Incurred in 2018	Date of Draw	Effective Interest Rate
Initial Draw	\$ 4,180,350	\$ 111,476	August 14, 2018	8.000%
Total	<u>\$ 4,180,350</u>	<u>\$ 111,476</u>		

The following summarizes the debt service requirements to maturity for the 2018B Note:

Year Ending December 31,	Principal	Interest	Total
2019	\$ -	\$ 334,428	\$ 334,428
2020	-	334,428	334,428
2021	-	334,428	334,428
2022	-	334,428	334,428
2023	-	334,428	334,428
2024-2028	-	1,672,140	1,672,140
2029-2033	-	1,672,140	1,672,140
2034-2038	-	1,672,140	1,672,140
2039-2043	-	1,672,140	1,672,140
2044-2048	4,180,350	1,644,271	5,824,621
Total	<u>\$ 4,180,350</u>	<u>\$ 10,004,971</u>	<u>\$ 14,185,321</u>

Authorization

The District has been authorized to issue debt in the principal amount not to exceed \$269,000,000 as voted on in November 2008. The voted authorization has been limited by the service plan approved by the Town of Erie. At December 31, 2018, the District had remaining authorized but unissued indebtedness of \$260,819,650.

MORGAN HILL METROPOLITAN DISTRICT NO. 3
NOTES TO FINANCIAL STATEMENTS
DECEMBER 31, 2018

NOTE 5 RELATED PARTY

All of the members of the board of directors are employees or are associated with Bellock Construction Company, the Construction Manager and accountants for the District, and Frederick Development Company, Inc., the Developer within the District. During 2018, District No. 1, District No. 2 and the District had the same board of directors.

Construction Management Agreement

A construction management agreement was entered into during 2009 between District No. 3 and Bellock Construction Company. The agreement calls for Bellock Construction Company to provide management services of all activities related to construction projects to be completed within Morgan Hill Metropolitan Districts No. 1, No. 2 and No. 3. The agreement expires on December 31 of each year, but is automatically extended for a successive annual period so long as sufficient funds have been appropriated, unless contrary action is taken.

Accounting Services Agreement

An accounting services contract was entered into with Bellock Construction Company on April 23, 2009. Under this agreement, accounting services are provided to District No. 1, No. 2 and No. 3 at the hourly annual rates of Bellock Construction Company employees. During 2018, the District incurred \$-0- in accounting services fees.

**NOTE 6 DISTRICT FACILITIES CONSTRUCTION AND SERVICE AGREEMENT
(SERVICE CONTRACT) AND OTHER AGREEMENTS**

In order to implement the Service Plan, the District entered into an intergovernmental agreement with District No. 1 and District No. 2. The agreement shall remain in full force and effect until such time as each of the terms and conditions has been performed in their entirety or until the agreement is terminated by mutual written agreement of the Districts.

District No. 1 is to construct the facilities benefiting the three Districts and transfer them to the Town of Erie or HOA. The District and District No. 1 will, to the extent that they benefit, pay the capital costs and the service costs of operation and maintenance of such facilities (authorized service costs).

The District is required to fund, on an annual basis, the amount of actual service costs that it would be capable of funding through property tax revenue plus other fee revenue as determined in the annual budget. If the Districts disagree as to the amount to be paid, then the District must pay District No. 1 the amount set forth in the annual budget. During fiscal year 2017, the Colorado legislature reduced the residential assessment ratio from 7.96% to 7.20% causing the property tax mill rate for general obligation bonds and service costs to increase from 50 mills to 55.275 mills. The rate remained the same for 2018.

MORGAN HILL METROPOLITAN DISTRICT NO. 3
NOTES TO FINANCIAL STATEMENTS
DECEMBER 31, 2018

NOTE 7 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; or acts of God.

The District is a member of the Colorado Special Districts Property and Liability Pool (Pool) as of December 31, 2018. The Pool is an organization created by intergovernmental agreement to provide property, liability, public official's liability, boiler and machinery and workers compensation coverage to its members. Settled claims have not exceeded insurance coverage in the past three years.

The District pays annual premiums to the Pool for liability and public official's liability. 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.

NOTE 8 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.

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

On November 4, 2008, a majority of the District's electors authorized the District to collect and spend or retain in a reserve all annual District revenue without regard to any limitations under TABOR.

MORGAN HILL METROPOLITAN DISTRICT NO. 3
NOTES TO FINANCIAL STATEMENTS
DECEMBER 31, 2018

NOTE 9 INTERGOVERNMENTAL REVENUES AND EXPENDITURES

The following intergovernmental revenue and expenses occurred during fiscal year ended December 31, 2018:

	Morgan Hill Metropolitan District No. 1	Morgan Hill Metropolitan District No. 2	Morgan Hill Metropolitan District No. 3	Total Revenues
Morgan Hill Metropolitan:				
District No. 1	\$ -	\$ 25,000	\$ 7,594,070	\$ 7,619,070
District No. 2	3,690	-	-	3,690
District No. 3	3,708	-	-	3,708
Total Expenditures	<u>\$ 7,398</u>	<u>\$ 25,000</u>	<u>\$ 7,594,070</u>	<u>\$ 7,626,468</u>

NOTE 10 NET POSITION

The net position of the District consists of two components – restricted and unrestricted.

Restricted net position includes net position that is restricted for use either by notes imposed by external creditors, grantors, contributors, or laws and regulations of other governments or imposed by law through constitutional provisions or enabling legislation.

The District had a deficit net position at December 31, 2018 of \$7,939,719. This deficit amount is the result of the District being responsible for the repayment of debt issued for public improvements, which are recorded as an asset with District No. 1.

REQUIRED SUPPLEMENTARY INFORMATION

MORGAN HILL METROPOLITAN DISTRICT NO. 3
SCHEDULE OF REVENUES, EXPENDITURES, AND CHANGES IN
FUND BALANCE – BUDGET AND ACTUAL
GENERAL FUND
YEAR ENDED DECEMBER 31, 2018

	Original Budgeted Amounts	Final Budgeted Amounts	Actual	Variance with Final Budget Positive (Negative)
REVENUES				
Property Taxes	\$ 12,796	\$ 12,796	\$ 12,796	\$ -
Specific Ownership Taxes	640	980	980	-
Intergovernmental - Morgan Hill Metropolitan District No. 1	4,400	3,708	3,708	-
Net Investment Income	-	192	192	-
Total Revenues	<u>17,836</u>	<u>17,676</u>	<u>17,676</u>	<u>-</u>
EXPENDITURES				
Current:				
Audit	1,500	1,500	1,500	-
Treasurer's Fee	192	192	192	-
Insurance	2,400	1,903	1,903	-
Miscellaneous	500	259	259	-
Intergovernmental - Morgan Hill District No. 1	3,600,000	7,594,070	7,594,070	-
Debt Service				
Interest	400,000	86,169	86,169	-
Loan Origination Fees	-	148,000	148,000	-
Total Expenditures	<u>4,004,592</u>	<u>7,832,093</u>	<u>7,832,093</u>	<u>-</u>
EXCESS REVENUES OVER (UNDER) EXPENDITURES	(3,986,756)	(7,814,417)	(7,814,417)	-
OTHER FINANCING SOURCES				
Proceeds from Debt Instrument	<u>4,000,000</u>	<u>8,180,350</u>	<u>8,180,350</u>	<u>-</u>
Total Other Financing Sources	<u>4,000,000</u>	<u>8,180,350</u>	<u>8,180,350</u>	<u>-</u>
EXCESS REVENUES AND OTHER FINANCING SOURCES OVER EXPENDITURES	13,244	365,933	365,933	-
Fund Balances - Beginning of Year	<u>1,831</u>	<u>4,507</u>	<u>4,507</u>	<u>-</u>
FUND BALANCE - END OF YEAR	<u>\$ 15,075</u>	<u>\$ 370,440</u>	<u>\$ 370,440</u>	<u>\$ -</u>