

VILLAS METROPOLITAN DISTRICT

Financial Statements

Year Ended December 31, 2019

with

Independent Auditor's Report

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Independent Auditor's Report

Board of Directors
Villas Metropolitan District
Douglas County, Colorado

Report on the Financial Statements

We have audited the accompanying financial statements of the governmental activities and each major fund of Villas Metropolitan District (the "District") as of and for the year ended December 31, 2019, 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; 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. 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 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 Villas Metropolitan District as of December 31, 2019, and the respective changes in financial position and the respective budgetary comparison for the general fund for the year then ended in accordance with accounting principles generally accepted in the United States.

Other Matters

Management has omitted the management's discussion and analysis that accounting principles generally accepted in the United States 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 the 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. In our opinion, such information is fairly stated in all material respects in relation to the financial statements as a whole.

Wipfli LLP
Lakewood, Colorado

September 21, 2020

Villas Metropolitan District

BALANCE SHEET/STATEMENT OF NET POSITION
GOVERNMENTAL FUNDS
December 31, 2019

	<u>General</u>	<u>Debt Service</u>	<u>Capital Projects</u>	<u>Total</u>	<u>Adjustments</u>	<u>Statement of Net Position</u>
ASSETS						
Cash and investments - restricted	\$ -	\$ 376,702	\$ -	\$ 376,702	\$ -	\$ 376,702
Receivable - County Treasurer	273	683	-	956	-	956
Property taxes receivable	50,026	125,068	-	175,094	-	175,094
Developer receivable	25,317	-	-	25,317	(25,317)	-
Prepaid expenses	-	2,000	-	2,000	-	2,000
Due from other funds	-	2,627	4,415	7,042	(7,042)	-
Capital assets not being depreciated	-	-	-	-	4,240,836	4,240,836
Total Assets	<u>\$ 75,616</u>	<u>\$ 507,080</u>	<u>\$ 4,415</u>	<u>\$ 587,111</u>	<u>4,208,477</u>	<u>4,795,588</u>
LIABILITIES						
Accounts payable	\$ 18,548	\$ -	\$ -	\$ 18,548	-	18,548
Due to other funds	7,042	-	-	7,042	(7,042)	-
Accrued interest	-	-	-	-	90,887	90,887
Long-term liabilities:						
Due in more than one year	-	-	-	-	5,009,730	5,009,730
Total Liabilities	<u>25,590</u>	<u>-</u>	<u>-</u>	<u>25,590</u>	<u>5,093,575</u>	<u>5,119,165</u>
DEFERRED INFLOWS OF RESOURCES						
Deferred property taxes	50,026	125,068	-	175,094	-	175,094
Total Deferred Inflows of Resources	<u>50,026</u>	<u>125,068</u>	<u>-</u>	<u>175,094</u>	<u>-</u>	<u>175,094</u>
FUND BALANCES/NET POSITION						
Fund Balances:						
Nonspendable:						
Prepays	-	2,000	-	2,000	(2,000)	-
Restricted:						
Emergencies	2,447	-	-	2,447	(2,447)	-
Debt service	-	380,012	-	380,012	(380,012)	-
Capital projects	-	-	4,415	4,415	(4,415)	-
Unassigned	(2,447)	-	-	(2,447)	2,447	-
Total Fund Balances	<u>-</u>	<u>382,012</u>	<u>4,415</u>	<u>386,427</u>	<u>(386,427)</u>	<u>-</u>
Total Liabilities, Deferred Inflows of Resources and Fund Balances	<u>\$ 75,616</u>	<u>\$ 507,080</u>	<u>\$ 4,415</u>	<u>\$ 587,111</u>		
Net Position:						
Restricted for:						
Emergencies					2,447	2,447
Debt service					289,125	289,125
Capital projects					4,415	4,415
Unrestricted					(951,063)	(951,063)
Total Net Position					<u>\$ (498,671)</u>	<u>\$ (498,671)</u>

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

Villas Metropolitan District

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

GOVERNMENTAL FUNDS

For the Year Ended December 31, 2019

	<u>General</u>	<u>Debt Service</u>	<u>Capital Projects</u>	<u>Total</u>	<u>Adjustments</u>	<u>Statement of Activities</u>
EXPENDITURES						
Accounting and audit	\$ 11,846	\$ -	\$ -	\$ 11,846	\$ -	\$ 11,846
Insurance	2,281	-	-	2,281	-	2,281
Legal	3,455	-	-	3,455	-	3,455
Management fees	5,003	-	-	5,003	-	5,003
Miscellaneous expenses	917	-	-	917	-	917
Trash removal	7,256	-	-	7,256	-	7,256
Landscaping	14,514	-	-	14,514	-	14,514
Snow removal	25,778	-	-	25,778	-	25,778
Utilities	2,442	-	-	2,442	-	2,442
Treasurer's fees	452	1,129	-	1,581	-	1,581
Bond interest expense	-	217,812	-	217,812	54,698	272,510
Trustee fees	-	1,000	-	1,000	-	1,000
Capital improvements	-	-	2,437,288	2,437,288	(2,437,288)	-
Interest on developer advances	-	-	-	-	3,062	3,062
Total Expenditures	<u>73,944</u>	<u>219,941</u>	<u>2,437,288</u>	<u>2,731,173</u>	<u>(2,379,528)</u>	<u>351,645</u>
GENERAL REVENUES						
Property taxes	30,105	75,264	-	105,369	-	105,369
Specific ownership taxes	3,021	7,549	-	10,570	-	10,570
Interest income	-	8,075	28,800	36,875	-	36,875
Total General Revenues	<u>33,126</u>	<u>90,888</u>	<u>28,800</u>	<u>152,814</u>	<u>-</u>	<u>152,814</u>
EXCESS (DEFICIENCY) OF REVENUES OVER EXPENDITURES	(40,818)	(129,053)	(2,408,488)	(2,578,359)	2,379,528	(198,831)
OTHER FINANCING SOURCES						
Developer advances	40,818	-	-	40,818	(40,818)	-
Total Other Financing Sources	<u>40,818</u>	<u>-</u>	<u>-</u>	<u>40,818</u>	<u>(40,818)</u>	<u>-</u>
NET CHANGES IN FUND BALANCES	-	(129,053)	(2,408,488)	(2,537,541)	2,537,541	
CHANGE IN NET POSITION					(198,831)	(198,831)
FUND BALANCES/NET POSITION:						
BEGINNING OF YEAR	-	511,065	2,412,903	2,923,968	(3,223,808)	(299,840)
END OF YEAR	<u>\$ -</u>	<u>\$ 382,012</u>	<u>4,415</u>	<u>\$ 386,427</u>	<u>\$ (885,098)</u>	<u>\$ (498,671)</u>

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

Villas Metropolitan District

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

For the Year Ended December 31, 2019

	Original & Final		Variance
	Budget	Actual	Favorable (Unfavorable)
REVENUES			
Property taxes	\$ 30,106	\$ 30,105	\$ (1)
Specific ownership taxes	2,387	3,021	634
Total Revenues	32,493	33,126	633
EXPENDITURES			
Accounting and audit	8,500	11,846	(3,346)
Insurance	3,000	2,281	719
Legal	8,500	3,455	5,045
Management fees	5,000	5,003	(3)
Miscellaneous expenses	100	917	(817)
Trash removal	5,800	7,256	(1,456)
Landscaping	16,500	14,514	1,986
Snow removal	10,000	25,778	(15,778)
Utilities	15,000	2,442	12,558
Treasurer's fees	452	452	-
Contingency	2,960	-	2,960
Emergency reserve	1,736	-	1,736
Total Expenditures	77,548	73,944	3,604
EXCESS (DEFICIENCY) OF REVENUES OVER EXPENDITURES	(45,055)	(40,818)	4,237
OTHER FINANCING SOURCES			
Developer advances	40,000	40,818	818
Total Other Financing Sources	40,000	40,818	818
NET CHANGE IN FUND BALANCE	(5,055)	-	5,055
FUND BALANCE:			
BEGINNING OF YEAR	5,055	-	(5,055)
END OF YEAR	\$ -	\$ -	\$ -

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

VILLAS METROPOLITAN DISTRICT

Notes to Financial Statements December 31, 2019

Note 1: Summary of Significant Accounting Policies

The accounting policies of the Villas Metropolitan District (“District”), located in Douglas 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 on November 15, 2016, as a quasi-municipal organization established under the State of Colorado Special District Act. The District operates pursuant to a service plan approved by Douglas County (the “County”) on August 23, 2016 (the “Service Plan”). The District was established for the purpose of providing public improvements and services for the benefit of all inhabitants and taxpayers of the District. The District’s primary source of revenue is property taxes. The District 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 pronouncements, which provide 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.

VILLAS METROPOLITAN DISTRICT

Notes to Financial Statements December 31, 2019

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 property taxes and interest. 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.

VILLAS METROPOLITAN DISTRICT

Notes to Financial Statements December 31, 2019

Debt Service Fund – The Debt Service Fund is used to account for the accumulation of resources for, and the payment of, general long-term debt principal, interest and related costs.

Capital Projects Fund – The Capital Projects Fund is used to account for all financial resources that are restricted, committed or assigned to expenditures for capital outlays, including the acquisition or construction of capital facilities and other assets.

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.

During 2019, the District amended its total appropriations in the Capital Projects Fund from \$2,426,452 to \$2,450,000 due to the increase in the acquisition of public improvements.

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, 2019, 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.

VILLAS METROPOLITAN DISTRICT

Notes to Financial Statements December 31, 2019

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.

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 has no 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 has one item that qualifies for reporting in this category. Deferred property taxes are deferred and recognized as an inflow of resources in the period that the amounts become available.

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 acquisition 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. The District recognized \$0 in depreciation expense in 2019.

VILLAS METROPOLITAN DISTRICT

Notes to Financial Statements December 31, 2019

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 30 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.

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. The nonspendable fund balance in the Debt Service Fund represents prepaid expenses.

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 \$2,447 of the General Fund balance has been reserved in compliance with this requirement.

VILLAS METROPOLITAN DISTRICT

Notes to Financial Statements December 31, 2019

The restricted fund balance in the Debt Service Fund in the amount of \$380,012 is restricted for the payment of the debt service costs associated with the Series 2018A Bonds (see Note 4).

The restricted fund balance in the Capital Projects Fund in the amount of \$4,415 is restricted for the payment of the costs for capital improvements within the District.

Committed Fund Balance

Committed Fund Balance includes 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.

Unassigned Fund Balance

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

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 of 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.

VILLAS METROPOLITAN DISTRICT

Notes to Financial Statements
December 31, 2019

Note 2: Cash and Investments

As of December 31, 2019, cash is classified in the accompanying financial statements as follows:
Statement of Net Position:

Cash and investments - restricted	\$ <u>376,702</u>
Total	\$ <u>376,702</u>

Cash and cash equivalents as of December 31, 2019, consist of the following:

Deposits with financial institutions	\$ 30,324
Federated US Treasury Cash Reserves	<u>346,378</u>
Total	\$ <u>376,702</u>

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

VILLAS METROPOLITAN DISTRICT

Notes to Financial Statements
December 31, 2019

Interest Rate Risk

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

Investment Valuation

Certain investments are measured at fair value 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. The District's investment is not required to be categorized within the fair value hierarchy. This investment's value is calculated using the net asset value method (NAV) per share.

As of December 31, 2019, the District had the following investment:

Federated US Treasury Cash Reserves

Federated US Treasury Cash Reserves is a money market fund which is rated AAAM with Standard and Poor's and invests exclusively in U.S. Treasury securities including repurchase agreements collateralized by U.S. Treasury securities. The average maturity of the underlying securities is 42 days. As of December 31, 2019, the District had \$346,378 invested in the fund through Zion Bank, the trustee.

Note 3: Capital Assets

An analysis of the changes in capital assets for the year ending December 31, 2019, follows:

<u>Governmental Type Activities:</u>	<u>Balance</u> <u>1/1/2019</u>	<u>Additions</u>	<u>Deletions</u>	<u>Balance</u> <u>12/31/2019</u>
<u>Capital assets not being depreciated:</u>				
Construction in progress	\$ 1,803,548	\$ 2,437,288	\$ -	\$ 4,240,836
Total capital assets not being depreciated	<u>1,803,548</u>	<u>2,437,288</u>	<u>-</u>	<u>4,240,836</u>
Government type assets, net	<u>\$ 1,803,548</u>	<u>\$ 2,437,288</u>	<u>\$ -</u>	<u>\$ 4,240,836</u>

Pursuant to the Service Plan, all public improvements are to be owned and maintained by the Town of Parker upon their completion and acceptance by the Town of Parker, except for parks and open space tracts, which may be owned and maintained by the District or by a homeowner's association.

VILLAS METROPOLITAN DISTRICT

Notes to Financial Statements
December 31, 2019

Note 4: Long-Term Debt

A description of the long-term obligations as of December 31, 2019, is as follows:

\$4,250,000 Limited Tax (Convertible to Unlimited Tax) General Obligation Bonds, Series 2018A and \$690,000 Subordinate Limited Tax General Obligation Bonds, Series 2018B

On August 30, 2018, the District issued \$4,250,000 Limited Tax (Convertible to Unlimited Tax) General Obligation Bonds, Series 2018A (“Series 2018A Bonds”) and \$690,000 Subordinate Limited Tax General Obligation Bonds, Series 2018B (“Series 2018B Bonds”), for the purpose (a) paying a portion of the Project Costs (as defined herein); (b) funding the Reserve Fund to the Reserve Requirement; (c) funding a portion of interest to accrue on the Series 2018A Senior Bonds; and (d) paying other costs in connection with the issuance of the Bonds. The Series 2018A Bonds bear interest at the rate of 5.125%, payable semiannually on each June 1 and December 1, commencing on December 1, 2018. The Series 2018B Bonds bear interest at the rate of 7.750%, payable annually on December 15, commencing on December 15, 2018, to the extent that Subordinate Pledged Revenue is available. The Series 2018A Bonds are subject to a mandatory sinking fund redemption commencing on December 1, 2022 and are subject to redemption prior to maturity, at the option of the District, as a whole or in integral multiples of \$1,000, in any order of maturity and in whole or partial maturities, commencing on December 1, 2023, upon payment of par, accrued interest, and a redemption premium that ranges between 0% and 3%.

The Series 2018A Bonds are secured by the Senior Required Mill Levy, the portion of the Specific Ownership Tax which is collected as a result of the Senior Required Mill Levy, and any other legally available moneys as determined by the District. The Series 2018A Bonds are also secured by the Senior Reserve Fund. The Series 2018B Bonds are secured by the Subordinate Required Mill Levy, the portion of the Specific Ownership Tax which is collected as a result of the Subordinate Required Mill Levy, the amount in the Senior Surplus Fund after the termination of such fund pursuant to the terms of the Senior Indenture, and any other legally available moneys as determined by the District.

The 2018B Bonds are “cash flow” bonds meaning that no regularly scheduled principal payments are due prior to the maturity date, and interest not paid will accrue and compound until there is sufficient Subordinate Pledged Revenue for payment. In the event any amounts due and owing on the 2018B Bonds remain outstanding on December 15, 2058, such amounts shall be deemed discharged and shall no longer be due and outstanding.

VILLAS METROPOLITAN DISTRICT

Notes to Financial Statements
December 31, 2019

The following is an analysis of changes in long-term debt for the year ending December 31, 2019:

	Balance 1/1/2019	Additions	Deletions	Balance 12/31/2019	Current Portion
General Obligation Limited Tax Bonds Series 2018A	\$4,250,000	\$ -	\$ -	\$ 4,250,000	\$ -
Subordinate General Obligation Limited Tax Bonds Series 2018B	690,000	-	-	690,000	-
Developer advance	28,715	28,777	-	57,492	-
Developer advance interest	2,665	3,062	-	5,727	-
Total	<u>4,971,380</u>	<u>31,839</u>	<u>-</u>	<u>5,003,219</u>	<u>-</u>
Premium on bonds	6,674	-	163	6,511	-
Total	<u>\$4,978,054</u>	<u>\$ 31,839</u>	<u>\$ 163</u>	<u>\$ 5,009,730</u>	<u>\$ -</u>

The following is a summary of the annual long-term debt principal and interest requirements for the Series 2018A Bonds.

	Principal	Interest	Total
2020	\$ -	\$ 217,813	\$ 217,813
2021	-	217,813	217,813
2022	15,000	217,813	232,813
2023	50,000	217,044	267,044
2024	60,000	214,481	274,481
2025-2029	370,000	1,022,181	1,392,181
2030-2034	560,000	909,431	1,469,431
2035-2039	790,000	743,381	1,533,381
2040-2044	1,115,000	509,681	1,624,681
2045-2048	1,290,000	179,119	1,469,119
	<u>\$ 4,250,000</u>	<u>\$ 4,448,757</u>	<u>\$8,698,757</u>

Because of the uncertainty of the timing of the principal and interest payment on the Series 2018B Bonds, no schedule of principal and interest payments is presented.

Debt Authorization

A majority of the qualified electors of the District authorized the issuance of indebtedness in the amount not to exceed \$42,000,000. Pursuant to the Service Plan, the District is permitted to issue bond indebtedness of up to \$6,000,000. As of December 31, 2019, the District had \$1,060,000 remaining authority under the Service Plan.

VILLAS METROPOLITAN DISTRICT

Notes to Financial Statements December 31, 2019

Note 5: Other Agreements

Advance and Reimbursement Agreement

The District has entered into an Advance and Reimbursement Agreement with a partner in the Developer, Cardel Homes US Limited Partnership (the “Company”) effective as of March 7, 2017 (the “Advance and Reimbursement Agreement”). Pursuant to the Advance and Reimbursement Agreement, the Company agreed to construct and complete certain public improvements described in the Service Plan and transfer such improvements to the District, the County or the Water District for public use or, in the alternative, the Company has agreed to advance the District funds necessary to construct and complete the public improvements described in the Service Plan.

The Advance and Reimbursement Agreement requires that all public improvements be constructed, installed and completed in conformance with all duly approved designs, plans and specifications and requirements, standards and specifications of the District, the County or the Water District, as applicable. The Advance and Reimbursement Agreement further requires that the Company transfer the public improvements to the District, the County or the Water District upon completion and acceptance of the public improvements by the District, the County or the Water District, as applicable. The Advance and Reimbursement Agreement requires that as a precondition to the conveyance, dedication or other transfer of any public improvements to the District, the County or the Water District for ownership, maintenance, and repair, the Company shall provide the District, the County or the Water District, as applicable with a guarantee, to secure performance of warranty obligations against defects in materials, workmanship, construction and installation of the facilities or improvements, all for a two year period from acceptance of the public improvements.

The amount of Reimbursable Costs incurred under the Advance and Reimbursement Agreement shall not exceed \$4,242,550. Subject to the availability of funds budgeted and appropriated for payment under the Advance and Reimbursement Agreement, the Advance and Reimbursement Agreement requires the District to pay the Company \$4,242,550 on December 31, 2019 subject to the District being satisfied that the Company has expended actual capital costs of at least a like amount. As of December 31, 2019 the District has reimbursed the Company of \$4,240,836 for actual costs expended.

The term of the of the Advance and Reimbursement Agreement shall expire on the date all Reimbursable Costs of the public improvements and any interest thereon have been paid to the Company or its assignee or December 31, 2056 whichever date occurs first. The Advance and Reimbursement Agreement further states that the payment obligations under the Advance and Reimbursement Agreement are subject to annual appropriation by the Board in the exercise of the Board’s sole discretion.

VILLAS METROPOLITAN DISTRICT

Notes to Financial Statements December 31, 2019

Note 6: 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.

On November 8, 2016, 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 7: 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.

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.

VILLAS METROPOLITAN DISTRICT

Notes to Financial Statements
December 31, 2019

Note 8: Related Party

All of the Board of Directors are employees, owners or are otherwise associated with the Developer and may have conflicts of interest in dealing with the District. Management believes that all potential conflicts, if any, have been disclosed to the Board.

Note 9: Reconciliation of Government-Wide Financial Statements and Fund Financial Statements

The Government 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, developer advances payable, bond premium and accrued interest on bonds and developer advances 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 progress 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 in the statement of activities; and,
- 3) governmental funds report developer advances and/or bond proceeds as revenue and report interest as expenditures; however, these are reported as changes to long-term liabilities on the government-wide financial statements.

SUPPLEMENTAL INFORMATION

Villas Metropolitan District

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

For the Year Ended December 31, 2019

	Original & Final <u>Budget</u>	<u>Actual</u>	Variance Favorable <u>(Unfavorable)</u>
REVENUES			
Property taxes	\$ 75,263	\$ 75,264	\$ 1
Specific ownership taxes	5,970	7,549	1,579
Interest income	<u>-</u>	<u>8,075</u>	<u>8,075</u>
Total Revenues	<u>81,233</u>	<u>90,888</u>	<u>9,655</u>
EXPENDITURES			
Bond interest expense	217,813	217,812	1
Paying agent fees	2,000	1,000	1,000
Treasurer's fees	<u>1,128</u>	<u>1,129</u>	<u>(1)</u>
Total Expenditures	<u>220,941</u>	<u>219,941</u>	<u>1,000</u>
NET CHANGE IN FUND BALANCE	(139,708)	(129,053)	10,655
FUND BALANCE:			
BEGINNING OF YEAR	<u>506,031</u>	<u>511,065</u>	<u>5,034</u>
END OF YEAR	<u><u>\$ 366,323</u></u>	<u><u>\$ 382,012</u></u>	<u><u>\$ 15,689</u></u>

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

Villas Metropolitan District

SCHEDULE OF REVENUES, EXPENDITURES AND CHANGES IN FUND BALANCE - BUDGET AND ACTUAL - CAPITAL PROJECTS FUND

For the Year Ended December 31, 2019

	<u>Original Budget</u>	<u>Final Budget</u>	<u>Actual</u>	<u>Variance Favorable (Unfavorable)</u>
REVENUES				
Interest income	\$ 30,000	\$ 30,000	\$ 28,800	\$ (1,200)
Total Revenues	<u>30,000</u>	<u>30,000</u>	<u>28,800</u>	<u>(1,200)</u>
EXPENDITURES				
Capital improvements	<u>2,426,452</u>	<u>2,450,000</u>	<u>2,437,288</u>	<u>12,712</u>
Total Expenditures	<u>2,426,452</u>	<u>2,450,000</u>	<u>2,437,288</u>	<u>12,712</u>
EXCESS (DEFICIENCY) OF REVENUES OVER EXPENDITURES	(2,396,452)	(2,420,000)	(2,408,488)	11,512
OTHER FINANCING SOURCES				
Developer advances	<u>1,449,737</u>	<u>1,473,285</u>	<u>-</u>	<u>(1,473,285)</u>
Total Other Financing Sources	<u>1,449,737</u>	<u>1,473,285</u>	<u>-</u>	<u>(1,473,285)</u>
NET CHANGE IN FUND BALANCE	(946,715)	(946,715)	(2,408,488)	(1,461,773)
FUND BALANCE:				
BEGINNING OF YEAR	<u>946,715</u>	<u>946,715</u>	<u>2,412,903</u>	<u>1,466,188</u>
END OF YEAR	<u>\$ -</u>	<u>\$ -</u>	<u>\$ 4,415</u>	<u>\$ 4,415</u>

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

Villas Metropolitan District

SUMMARY OF ASSESSED VALUATION, MILL LEVY AND PROPERTY TAXES COLLECTED

December 31, 2019

Assessed Valuation Collection Year Ended <u>December 31,</u>	Prior Year Assessed Valuation for Current Year Property <u>Tax Levy</u>	Mills Levied		Total Property Tax		Percent Collected to Levied
		<u>Fund</u>	<u>Debt Service</u>	<u>Levied</u>	<u>Collected</u>	
2018	\$ 538,340	20.000	50.000	\$ 37,684	\$ 37,684	100.00%
2019	\$ 1,492,790	20.167	50.418	\$ 105,369	\$ 105,369	100.00%
Estimated for year ending December 31, 2020	\$ 2,339,860	21.380	53.451	\$ 175,094		

NOTE

Property taxes collected in any one year include collection of delinquent property taxes levied and/or abatements or valuations in prior years. Information received from the County Treasurer does not permit identification of specific year assessment.