MINUTES OF A REGULAR MEETING OF THE BOARD OF DIRECTORS OF THE DENVER CONNECTION WEST METROPOLITAN DISTRICT (THE "DISTRICT") HELD NOVEMBER 28, 2017

A regular meeting of the Board of Directors of the Denver Connection West Metropolitan District (referred to hereafter as the "Board") was convened on Tuesday, November 28, 2017, at 1:30 p.m., at the offices of William Lyon Homes, 8480 E. Orchard Road, Suite 1000, Greenwood Village, Colorado 80111. The meeting was open to the public.

Directors In Attendance Were:

Robert A. Johnson Craig Wagner Eric McEachen David Brown Jeffrey McGovern

Also In Attendance Were:

Lisa A. Johnson; Special District Management Services, Inc.

Elisabeth Cortese, Esq.; McGeady Becher P.C.

Jason Carroll, CliftonLarsonAllen LLP

Kim Fiore; Independent District Engineering Services, LLC

DISCLOSURE OF POTENTIAL CONFLICTS OF INTEREST

The Board noted that disclosures of potential conflict of interest statements for each of the Directors were filed with the Secretary of State seventy-two hours in advance of the meeting. Attorney Cortese requested that the Directors consider whether they had any additional conflicts of interest to disclose. Attorney Cortese noted for the record that there were no new disclosures made by the Directors present at the meeting and incorporated for the record those applicable disclosures made by the Board Members prior to this meeting and in accordance with the statutes. It was noted that disclosure statements had been filed for all Directors by the statutory deadline.

ADMINISTRATIVE MATTERS

Agenda: Ms. Johnson distributed for the Board's review and approval a proposed Agenda for the District's special meeting.

Following discussion, upon motion duly made by Director Wagner, seconded by Director McGovern and, upon vote unanimously carried, the Agenda was approved, as presented.

Approval of Meeting Location: The Board entered into a discussion regarding the requirements of Section 32-1-903(1), C.R.S., concerning the location of the District's Board meeting. Following discussion, and upon motion duly made by Director McGovern, seconded by Director Johnson and, upon vote, unanimously carried, the Board determined that because there was not a suitable or convenient location within its boundaries, or within the county the District is located, to conduct this meeting, it was determined to conduct the meeting at the above-stated location. The Board further noted that notice of this location was duly posted and that they have not received any objections to the location or any requests that the meeting place be changed by taxpaying electors within its boundaries.

<u>Minutes</u>: The Board reviewed the Minutes of the October 17, 2017 special meeting.

Following discussion, upon motion duly made by Director Johnson, seconded by Director Wagner and, upon vote, unanimously carried, the Board approved the Minutes of the October 17, 2017 regular meeting, as presented.

2018 Regular Meeting Dates: The Board entered into discussion regarding Resolution No. 2017-11-01; Resolution Establishing Regular Meeting Dates, Time and Location, and Designating Locations for Posting of 72-Hour and 24-Hour Notices.

Following discussion, upon motion duly made by Director Johnson, seconded by Director Wagner and, upon vote, unanimously carried, the Board adopted Resolution No. 2017-11-01; Resolution Establishing Regular Meeting Dates, Time and Location, and Designating Locations for Posting of 72-Hour and 24-Hour Notices. A copy of the Resolution is attached hereto and incorporated herein by this reference.

§32-1-809, C.R.S. – Reporting Requirements and Mode of Eligible Elector Notification: The Board entered into discussion regarding §32-1-809 C.R.S. reporting requirements and mode of eligible elector notification.

Following discussion, the Board determined to post the required information to the Special District Association website.

FINANCIAL MATTERS

Claims: The Board considered approval of the payment of claims as follows:

		eriod Ending
Fund	1	lov. 10, 2017
General	\$	6,134.07
Debt	\$	-0-
Capital	\$	7,542.43
Total	\$	13,676.50

Following discussion, upon motion duly made by Director Johnson seconded by Director McGovern and, upon vote, unanimously carried, the Board approved the payment of claims, subject to receipt of funding.

<u>Unaudited Financial Statements</u>: Mr. Carroll presented to the Board the unaudited financial statements for the period ending September 30, 2017.

Following review, upon motion duly made by Director McGovern, seconded by Director Wagner and, upon vote, unanimously carried, the Board accepted the unaudited financial statements for the period ending September 30, 2017.

2017 Audit: The Board discussed the need for a 2017 audit and directed Mr. Carroll to solicit proposals for the work.

2017 Budget Amendment Hearing: The President opened the Public Hearing to consider Resolution No. 2017-11-02 to Amend the 2017 Budget, and to discuss related issues.

It was noted that publication of Notice stating that the Board would consider adoption of a Resolution to Amend the 2017 Budget and the date, time, and location of the Public Hearing was made in a newspaper having general circulation within the District. No written objections were received prior to this Public Hearing. No public comments were received and the Public Hearing was closed.

Following review and discussion, upon motion duly made by Director McGovern, seconded by Director Wagner and, upon vote, unanimously carried, the Board adopted Resolution 2017-11-02 to Amend the 2017 Budget.

<u>2018 Budget Hearing</u>: The President opened the Public Hearing to consider the proposed 2018 Budget and to discuss related issues.

It was noted that Notice stating that the Board would consider adoption of the 2018 Budget and the date, time and location of the Public Hearing was made in a newspaper having general circulation within the District. No written objections were received prior to this Public Hearing.

No public comments were received and the Public Hearing was closed.

Mr. Carroll reviewed the estimated 2017 expenditures and the proposed 2018 expenditures.

Following discussion, the Board considered adoption of Resolution No. 2017-11-03 to Adopt the 2018 Budget and Appropriate Sums of Money, and Resolution No. 2017-11-04 to Set Mill Levies (for the General Fund at 10.00 mills and for the Debt Service Fund at 40.00 mills for a total mill levy of 50.000 mills). Upon motion duly made by Director McGovern, seconded by Director Wagner and, upon vote, unanimously carried, the Resolutions were adopted, as discussed, and execution of the Certification of Budget and Certification of Mill Levies was authorized, subject to receipt of final Certification of Assessed Valuation from the County on or before December 10, 2017. Ms. Johnson was authorized to transmit the Certification of Mill Levies to the Board of County Commissioners of the City and County of Denver and the Division of Local Government not later than December 15, 2017. Ms. Johnson was also authorized to transmit the Certification of Budget to the Division of Local Government not later than January 30, 2018. Copies of the Resolutions are attached hereto and incorporated herein by this reference.

Resolution Authorizing the Adjustment of the District Mill Levy in Accordance with the Colorado Constitution, Article X, Section 3: Attorney Cortese presented Resolution Authorizing the Adjustment of the District Mill Levy in Accordance with the Colorado Constitution, Article X, Section 3.

Upon discussion, the Board determined not to adjust the mill levy in accordance with the Colorado Constitution, Article X, Section 3.

<u>DLG-70 Mill Levy Certification Form</u>: The Board considered authorizing the District Accountant to prepare and sign the DLG-70 Mill Levy Certification form for certification to the Board of County Commissioners and other interested parties.

Following discussion, upon motion duly made by Director McGovern, seconded by Director Johnson and, upon vote, unanimously carried, the Board authorized the District Accountant to prepare and sign the DLG-70 Mill Levy Certification form for certification to the Denver Assessor and other interested parties.

LEGAL MATTERS

Service Plan Compliance: *Prevailing Wages*: There was nothing new to report.

<u>Small or Disadvantaged Business Enterprises (M/WBE)</u>: There was nothing new to report.

<u>Public Art</u>: There was nothing new to report.

Agreement between the District and the City and County of Denver regarding Gateway Public Improvements: Attorney Cortese noted that negotiations continue on the Agreement regarding the Gateway Public Improvements.

2018 Regular Election for Directors: The Board entered into discussion regarding Resolution No. 2017-11-05; Resolution Calling a Regular Election for Directors on May 8, 2018, appointing the Designated Election Official ("DEO") and authorizing the DEO to perform all tasks required for the conduct of a polling place or mail ballot election.

Following discussion, upon motion duly made by Director McGovern, seconded by Director Johnson and, upon vote, unanimously carried, the Board adopted Resolution No. 2017-11-05; Resolution Calling a Regular Election for Directors on May 8, 2018, appointing the Designated Election Official ("DEO") and authorizing the DEO to perform all tasks required for the conduct of a mail ballot election. A copy of the Resolution is attached hereto and incorporated herein by this reference.

COVENANT ENFORCEMENT/ DESIGN REVIEW

Covenant Enforcement/Design Review: There was nothing new to report.

CONSTRUCTION MATTERS

<u>Engineer's Report</u>: Ms. Fiore reviewed with the Board the Engineer's report dated November 28, 2017. A copy of the report is attached hereto and incorporated herein by this reference.

<u>Architecture/Construction of HUB Facility</u>: Ms. Fiore reported to the Board that the contract was awarded to MW Golden. The contractor is working on submittals and setting up staging area.

Following discussion, upon motion duly made by Director Wagner, seconded by Director Johnson and, upon vote, unanimously carried, the Board ratified the approval of a contract with MW Golden and the authorization of the issuance of a Notice of Award and Notice to Proceed.

<u>Bids</u>: <u>Landscape Furnishings</u>: Ms. Fiore reported to the Board that plans are ready to bid with the exception of foundation designs.

Retaining Walls: Ms. Fiore reported to the Board that bid opening was held on October 16, 2017 and that no bids were received.

Green Valley Ranch Boulevard: Ms. Fiore reported to the Board that bid opening was held on October 16, 2017. Two bids were received.

Following discussion, upon motion duly made by Director Johnson, seconded by Director McGovern and, upon vote, unanimously carried, the Board approved a contract with Chato's Concrete for the Green Valley Ranch Boulevard Medians in an amount not to exceed \$496,494.00.

Master Services Agreement for Survey Services and Task Order No. 1: Ms. Fiore presented a Master Services Agreement for Survey Services and Task Order No. 1 in the amount of \$16,660.00 with David Evans and Associates, Inc.

Following discussion, upon motion duly made by Director Johnson, seconded by Director McGovern and, upon vote, unanimously carried, the Board approved the Master Services Agreement for Survey Services and Task Order No. 1 in the amount of \$16,660.00 with David Evans and Associates, Inc.

Master Services Agreement for Architecture Services and Task Order No. 1: Ms. Fiore presented a Master Services Agreement for Architecture Services and Task Order No. 1 in the amount of \$20,300.00 with Godden Sudik Architects.

Following discussion, upon motion duly made by Director Johnson, seconded by Director McGovern and, upon vote, unanimously carried, the Board approved the Master Services Agreement for Architecture Services and Task Order No. 1 in the amount of \$20,300.00 with Godden Sudik Architects.

<u>Master Services Agreement for Design Services:</u> Ms. Fiore presented a Master Services Agreement for Design Services Norris Design.

Following discussion, upon motion duly made by Director Johnson, seconded by Director McGovern and, upon vote, unanimously carried, the Board approved the Master Services Agreement for Designed Services with Norris Design.

<u>Infrastructure Acquisition Report No. 4 and No. 5</u>: Ms. Fiore presented to the Board the Infrastructure Acquisition Report No. 4 and No. 5.

Following discussion, upon motion duly made by Director Johnson, seconded by Director Wagner and, upon vote, unanimously carried, the Board approved Infrastructure Acquisition Report No. 4, in the amount of \$1,018,498.02 and Infrastructure Acquisition Report No. 5 in the amount of \$1,529,019.85.

OTHER BUSINESS

<u>Cancellation of December 26, 2017 Regular Meeting:</u> The Board discussed and determined to cancel the December 26, 2017 Regular Meeting.

ADJOURNMENT

There being no further business to come before the Board at this time, upon motion duly made, seconded and, upon vote unanimously carried, the meeting was adjourned.

Respectfully submitted.

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THESE MINUTES ARE APPROVED AS THE OFFICIAL NOVEMBER 28, 2017 REGULAR MINUTES OF THE DENVER CONNECTION WEST METROPOLITAN DISTRICT BY THE BOARD OF DIRECTORS SIGNING BELOW:

Robert A. Johnson

Craig Wagner

Eric McEachen

David Brown

Jeffrey McGovern

RESOLUTION NO. 2017-11-01

RESOLUTION OF THE BOARD OF DIRECTORS OF DENVER CONNECTION WEST METROPOLITAN DISTRICT ESTABLISHING REGULAR MEETING DATES, TIME AND LOCATION, AND DESIGNATING LOCATIONS FOR POSTING OF 72-HOUR AND 24-HOUR NOTICES

- A. Pursuant to Section 32-1-903, C.R.S., special districts are required to designate a schedule for regular meetings, indicating the dates, time and location of said meetings.
- B. Pursuant to Section 24-6-402(2)(c), C.R.S., special districts are required to designate annually at the board of directors of the district's first regular meeting of each calendar year, the place at which notice will be posted at least 24 hours prior to each meeting.
- C. Pursuant to Section 32-1-903, C.R.S., special districts are required to post notices of regular and special meetings at three (3) public places within the district and at the office of the County Clerk and Recorder at least 72 hours prior to said meeting.
- D. Pursuant to Section 32-1-903, C.R.S., all special and regular meetings of the board shall be held at locations which are within the boundaries of the district or which are within the boundaries of any county in which the district is located, in whole or in part, or in any county so long as the meeting location does not exceed twenty (20) miles from the district boundaries unless such provision is waived.
- E. The provisions of Section 32-1-903, C.R.S., may be waived if: (1) the proposed change of location of a meeting of the board appears on the agenda of a regular or special meeting; and (2) a resolution is adopted by the board stating the reason for which a meeting is to be held in a location other than under Section 32-1-903(1), C.R.S., and further stating the date, time and place of such meeting.

NOW, THEREFORE, BE IT RESOLVED by the Board of Directors of the Aspen Reserve Metropolitan District of the County of Adams, Colorado:

- 1. That the provisions of Section 32-1-903(1), C.R.S., be waived pursuant to the adoption of this Resolution.
- 2. That the Board of Directors (the "**District Board**") has determined that conducting regular and special meetings pursuant to Section 32-1-903(1), C.R.S., would be inconvenient and costly for the Directors and consultants of the District in that they live and/or work outside the twenty (20) mile radius requirement.
- 3. That regular meetings of the District Board of the Denver Connection West Metropolitan District for the year 2018 shall be held on the fourth Tuesday of each month at 1:30 p.m., at the offices of William Lyon Homes, 8480 E. Orchard Road, Suite 1000, Greenwood Village, Colorado.

- 4. That special meetings of the District Board shall be held as often as the needs of the District require, upon notice to each Director.
- 5. That, until circumstances change and a future resolution of the District Board so designates, the location of all special and regular meetings of the District Board shall appear on the agenda(s) of said special and regular meetings.
- 6. That the residents and taxpaying electors of the District shall be given an opportunity to object to the meeting(s), location(s) and any such objections shall be considered by the District Board in setting future meetings.
- 7. Notice of Meetings of the District Board required pursuant to Section 24-6-402(2)(c), C.R.S., shall be posted within the boundaries of the District at least 24 hours prior to each meeting at the following location:
 - (a) On a stake north of Bolling Drive and Kittredge Street.
- 8. Notices of regular and special meetings required to be posted at three (3) public places within the District and at the office of the County Clerk and Recorder at least 72 hours prior to said meeting shall be made pursuant to Section 32-1-903, C.R.S., at the following locations:
 - (a) On a stake South of Kittredge Street and Green Valley Ranch Blvd..
 - (b) On a stake Southeast of Green Valley Ranch Blvd. and Chambers Road.
- 9. Special District Management Services, Inc., or his/her designee, is hereby appointed to post the above-referenced notices.

RESOLUTION APPROVED AND ADOPTED on November 28, 2017.

DENVER CONNECTION WEST METROPOLITAN DISTRICT

By:

Descident

Attest:

Jakhusm

RESOLUTION TO AMEND 2017 BUDGET DENVER CONNECTION WEST METROPOLITAN DISTRICT

WHEREAS, the Board of Directors of the Denver Connection West Metropolitan District adopted an amended budget and appropriated funds for the fiscal year 2017 as follows:

General Fund	\$ 67,500
Debt Service Fund:	\$ 444,460
Capital Projects Fund:	\$ 14,000,000

WHEREAS, the necessity has arisen for additional expenditures in the General Fund and Capital Projects Fund requiring the unanticipated expenditure of funds in excess of those appropriated for the fiscal year 2017; and

WHEREAS, the expenditure of such funds is a contingency which could not have been reasonably foreseen at the time of adoption of the budget; and

WHEREAS, funds are available for such expenditures in the General Fund from developer advances; and

WHEREAS, funds are available for such expenditures in the Capital Projects Fund from bond proceeds.

NOW, THEREFORE, BE IT RESOLVED that the Board of Directors of the Denver Connection West Metropolitan District shall and hereby does amend the amended Budget for the fiscal year 2017 and adopts a supplemental budget and appropriation for the General Fund and Capital Projects Fund for the fiscal year 2017, as follows:

General Fund	\$ 75,000
Capital Projects Fund	\$ 22,900,000

BE IT FURTHER RESOLVED, that such sums are hereby appropriated from the revenues of the District to the proper funds for the purposes stated.

DATED this 28th day of November, 2017.

DENVER CONNECTION WEST METROPOLITAN DISTRICT

By:

Secretary

RESOLUTION NO. 2017 - 11 - 63

A RESOLUTION OF THE BOARD OF DIRECTORS OF THE DENVER CONNECTION WEST METROPOLITAN DISTRICT TO ADOPT THE 2018 BUDGET AND APPROPRIATE SUMS OF MONEY

WHEREAS, the Board of Directors of the Denver Connection West Metropolitan District ("District") has appointed the District Accountant to prepare and submit a proposed 2018 budget to the Board at the proper time; and

WHEREAS, the District Accountant has submitted a proposed budget to this Board on or before October 15, 2017, for its consideration; and

WHEREAS, upon due and proper notice, published or posted in accordance with the law, said proposed budget was open for inspection by the public at a designated place, a public hearing was held on November 28, 2017, and interested electors were given the opportunity to file or register any objections to said proposed budget; and

WHEREAS, the budget has been prepared to comply with all terms, limitations and exemptions, including, but not limited to, reserve transfers and expenditure exemptions, under Article X, Section 20 of the Colorado Constitution ("TABOR") and other laws or obligations which are applicable to or binding upon the District; and

WHEREAS, whatever increases may have been made in the expenditures, like increases were added to the revenues so that the budget remains in balance, as required by law.

WHEREAS, the Board of Directors of the District has made provisions therein for revenues in an amount equal to or greater than the total proposed expenditures as set forth in said budget; and

WHEREAS, it is not only required by law, but also necessary to appropriate the revenues provided in the budget to and for the purposes described below, as more fully set forth in the budget, including any inter-fund transfers listed therein, so as not to impair the operations of the District.

NOW, THEREFORE, BE IT RESOLVED by the Board of Directors of the Denver Connection West Metropolitan District:

- 1. That the budget as submitted, amended, and summarized by fund, hereby is approved and adopted as the budget of the Denver Connection West Metropolitan District for the 2018 fiscal year.
- 2. That the budget, as hereby approved and adopted, shall be certified by the Secretary of the District to all appropriate agencies and is made a part of the public records of the District.

3. That the sums set forth as the total expenditures of each fund in the budget attached hereto as **EXHIBIT A** and incorporated herein by reference are hereby appropriated from the revenues of each fund, within each fund, for the purposes stated.

ADOPTED this 28th day of November, 2017.

Secretary

(SEAL)

EXHIBIT A (Budget)



CliftonLarsonAllen LLP CLAconnect.com

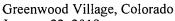
Accountant's Compilation Report

Board of Directors
Denver Connection West Metropolitan District
City and County of Denver, Colorado

Management is responsible for the accompanying budget of revenues, expenditures, and fund balances of Denver Connection West Metropolitan District for the year ending December 31, 2018, including the estimate of comparative information for the year ending December 31, 2017, in the format prescribed by Colorado Revised Statutes (C.R.S.) 29-1-105. We have performed a compilation engagement in accordance with Statements on Standards for Accounting and Review Services promulgated by the Accounting and Review Services Committee of the American Institute of Certified Public Accountants. We did not audit or review the budget nor were we required to perform any procedures to verify the accuracy or completeness of the information provided by management. Accordingly, we do not express an opinion, a conclusion, nor provide any form of assurance on the accompanying budget.

We draw attention to the summary of significant assumptions which describe that the budget is presented in accordance with the requirements of C.R.S. 29-1-105, and is not intended to be a presentation in accordance with accounting principles generally accepted in the United States of America.

We are not independent with respect to Denver Connection West Metropolitan District.



Clifton Larson allen LAG

January 22, 2018



DENVER CONNECTION WEST METROPOLITAN DISTRICT SUMMARY

2018 BUDGET AS ADOPTED WITH 2017 ESTIMATED

For the Years Ended and Ending December 31,

1/22/2018

REVENUES 1,580,646		ESTIMATED	ADOPTED
BEGINNING FUND BALANCES \$ 1,580,646			1 1
Property taxes 323 157,915 2 Specific ownership taxes 26 12,640 3 System development fees 257,000 864,000 4 Developer advance 439,003 1,571,317 5 Net investment income 12,988 2,500 6 Bond issuance - 2017A Senior Bonds 9,690,000 - 7 7 Bond issuance - 2017B Subordinate Bonds 2,539,000 - 7 7 Eventures 23,238,430 2,608,372 7 Eventure 23,238,430 2,608,372 7 Eventure 23,238,430 2,608,372 7 Eventure 24,692,511 4,189,018 7 Eventure 24,692,511 7 Eventure 24,692,511		U	
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Total funds available 24,692,511 4,189,018	Total revenues	23,238,430	2,608,372
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12 Contingency 1,938 2,926	10 Accounting	33,500	25,000
13 County Treasurer's fees 5 474 14 Covenant control - 1,000 15 District management 37,500 25,000 16 Dues and membership 200 500 17 Election - 3,000 18 Insurance 2,757 3,000 19 Legal 100,500 30,000 20 Miscellaneous 100 100 21 Debt service 22 Bond interest Series 2017A Bond Interest 141,784 520,838 23 Bond interest Series 2017B Bond Interest 27,000 25,000 24 Capital projects 27,000 25,000 25 Architecture 27,000 25,000 26 Capital Outlay 10,380,000 1,466,317 27 Costs of issuance 480,000 - 28 Engineering 145,000 25,000 29 Repay developer advance 10,300,000 - 30 Trustee fees 7,500 - Total expenditures and transfers out requiring appropriation 23,111,865 2,138,968 ENDING FUND BALANCES \$ 1,580,646 \$ 2,050,051 EMERGENCY RESERVE \$ 100 \$ 1,100 Debt Service Reserve 2017 A Bonds 793,519 793,519	11 Audit	-	5,000
14 Covenant control 37,500 25,000 15 District management 37,500 25,000 16 Dues and membership 200 500 17 Election - 3,000 18 Insurance 2,757 3,000 19 Legal 100,500 30,000 20 Miscellaneous 100 100 21 Debt service 22 Bond interest Series 2017A Bond Interest 141,784 520,838 23 Bond interest Series 2017B Bond Interest 27,000 25,000 24 Capital projects 27,000 25,000 25 Architecture 27,000 25,000 26 Capital Outlay 10,380,000 1,466,317 27 Costs of issuance 480,000 - 28 Engineering 145,000 25,000 29 Repay developer advance 10,300,000 - 30 30 Trustee fees 7,500 - 5 Total expenditures 21,657,784 2,138,968 TRANSFERS OUT 1,454,081 - 5 Total expenditures and transfers out requiring appropriation 23,111,865 2,138,968 ENDING FUND BALANCES \$ 1,580,646 \$ 2,050,051 EMERGENCY RESERVE \$ 100 \$ 1,100 Debt Service Reserve 2017 A Bonds 793,519 793,519		1,938	2,926
15	•	5	
16 Dues and membership 200 500 17 Election - 3,000 18 Insurance 2,757 3,000 19 Legal 100,500 30,000 20 Miscellaneous 100 100 21 Debt service 2 2 22 Bond interest Series 2017A Bond Interest 141,784 520,838 23 Bond interest Series 2017B Bond Interest - 5,813 24 Capital projects - 5,813 25 Architecture 27,000 25,000 26 Capital Outlay 10,380,000 1,466,317 27 Costs of issuance 480,000 - 28 Engineering 145,000 25,000 29 Repay developer advance 10,300,000 - 30 Trustee fees 7,500 - Total expenditures and transfers out requiring appropriation 23,111,865 2,138,968 ENDING FUND BALANCES \$ 1,580,646 \$ 2,050,051		-	
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18 Insurance 2,757 3,000 19 Legal 100,500 30,000 20 Miscellaneous 100 100 21 Debt service 22 Bond interest Series 2017A Bond Interest 141,784 520,838 23 Bond interest Series 2017B Bond Interest - 5,813 24 Capital projects 27,000 25,000 26 Capital Outlay 10,380,000 1,466,317 27 Costs of issuance 480,000 - 28 Engineering 145,000 25,000 29 Repay developer advance 10,300,000 - 30 Trustee fees 7,500 - Total expenditures 21,657,784 2,138,968 TRANSFERS OUT 1,454,081 - Total expenditures and transfers out requiring appropriation 23,111,865 2,138,968 ENDING FUND BALANCES \$ 1,580,646 \$ 2,050,051 EMERGENCY RESERVE \$ 100 \$ 1,100 Debt Service Reserve 2017 A Bonds 793,519 793,519		200	
19		2757	•
20 Miscellaneous 100 100 21 Debt service 22 Bond interest Series 2017A Bond Interest 141,784 520,838 23 Bond interest Series 2017B Bond Interest - 5,813 24 Capital projects 27,000 25,000 26 Capital Outlay 10,380,000 1,466,317 27 Costs of issuance 480,000 - 28 Engineering 145,000 25,000 29 Repay developer advance 10,300,000 - 30 Trustee fees 7,500 - Total expenditures 21,657,784 2,138,968 TRANSFERS OUT 1,454,081 - Total expenditures and transfers out requiring appropriation 23,111,865 2,138,968 ENDING FUND BALANCES \$ 1,580,646 \$ 2,050,051 EMERGENCY RESERVE \$ 100 \$ 1,100 Debt Service Reserve 2017 A Bonds 793,519 793,519			
Debt service 22 Bond interest Series 2017A Bond Interest 141,784 520,838 23 Bond interest Series 2017B Bond Interest - 5,813 24 Capital projects 27,000 25,000 26 Capital Outlay 10,380,000 1,466,317 27 Costs of issuance 480,000 - 28 Engineering 145,000 25,000 29 Repay developer advance 10,300,000 - 20 Trustee fees 7,500 - 20 Total expenditures 21,657,784 2,138,968 TRANSFERS OUT 1,454,081 - 20 Total expenditures and transfers out requiring appropriation 23,111,865 2,138,968 ENDING FUND BALANCES \$ 1,580,646 \$ 2,050,051 EMERGENCY RESERVE \$ 100 \$ 1,100 Debt Service Reserve 2017 A Bonds 793,519 793,519 793,519		-	
22 Bond interest Series 2017A Bond Interest 141,784 520,838 23 Bond interest Series 2017B Bond Interest - 5,813 24 Capital projects - 27,000 25,000 26 Capital Outlay 10,380,000 1,466,317 27 Costs of issuance 480,000 - 28 Engineering 145,000 25,000 29 Repay developer advance 10,300,000 - 30 Trustee fees 7,500 - Total expenditures 21,657,784 2,138,968 TRANSFERS OUT 1,454,081 - Total expenditures and transfers out requiring appropriation 23,111,865 2,138,968 ENDING FUND BALANCES \$ 1,580,646 \$ 2,050,051 EMERGENCY RESERVE \$ 100 \$ 1,100 Debt Service Reserve 2017 A Bonds 793,519 793,519		100	100
23 Bond interest Series 2017B Bond Interest 2 5,813 24 Capital projects 27,000 25,000 25 Architecture 27,000 1,466,317 27 Costs of issuance 480,000 - 28 Engineering 145,000 25,000 29 Repay developer advance 10,300,000 - 30 Trustee fees 7,500 - Total expenditures 21,657,784 2,138,968 TRANSFERS OUT 1,454,081 - Total expenditures and transfers out requiring appropriation 23,111,865 2,138,968 ENDING FUND BALANCES \$ 1,580,646 \$ 2,050,051 EMERGENCY RESERVE \$ 100 \$ 1,100 Debt Service Reserve 2017 A Bonds 793,519 793,519		141.784	520.838
24 Capital projects 27,000 25,000 26 Capital Outlay 10,380,000 1,466,317 27 Costs of issuance 480,000 - 28 Engineering 145,000 25,000 29 Repay developer advance 10,300,000 - 30 Trustee fees 7,500 - Total expenditures 21,657,784 2,138,968 TRANSFERS OUT 1,454,081 - Total expenditures and transfers out requiring appropriation 23,111,865 2,138,968 ENDING FUND BALANCES \$ 1,580,646 \$ 2,050,051 EMERGENCY RESERVE \$ 100 \$ 1,100 Debt Service Reserve 2017 A Bonds 793,519 793,519	23 Bond interest Series 2017B Bond Interest	-	
26 Capital Outlay 10,380,000 1,466,317 27 Costs of issuance 480,000 - 28 Engineering 145,000 25,000 29 Repay developer advance 10,300,000 - 30 Trustee fees 7,500 - Total expenditures 21,657,784 2,138,968 TRANSFERS OUT 1,454,081 - Total expenditures and transfers out requiring appropriation 23,111,865 2,138,968 ENDING FUND BALANCES \$ 1,580,646 \$ 2,050,051 EMERGENCY RESERVE \$ 100 \$ 1,100 Debt Service Reserve 2017 A Bonds 793,519 793,519	24 Capital projects		
27 Costs of issuance 480,000 - 28 Engineering 145,000 25,000 29 Repay developer advance 10,300,000 - 30 Trustee fees 7,500 - Total expenditures 21,657,784 2,138,968 TRANSFERS OUT 1,454,081 - Total expenditures and transfers out requiring appropriation 23,111,865 2,138,968 ENDING FUND BALANCES \$ 1,580,646 \$ 2,050,051 EMERGENCY RESERVE \$ 100 \$ 1,100 Debt Service Reserve 2017 A Bonds 793,519 793,519	25 Architecture	27,000	25,000
28 Engineering 145,000 25,000 29 Repay developer advance 10,300,000 - 30 Trustee fees 7,500 - Total expenditures 21,657,784 2,138,968 TRANSFERS OUT 1,454,081 - Total expenditures and transfers out requiring appropriation 23,111,865 2,138,968 ENDING FUND BALANCES \$ 1,580,646 \$ 2,050,051 EMERGENCY RESERVE \$ 100 \$ 1,100 Debt Service Reserve 2017 A Bonds 793,519 793,519	26 Capital Outlay	10,380,000	1,466,317
29 Repay developer advance 10,300,000 - 30 Trustee fees 7,500 - Total expenditures 21,657,784 2,138,968 TRANSFERS OUT 1,454,081 - Total expenditures and transfers out requiring appropriation 23,111,865 2,138,968 ENDING FUND BALANCES \$ 1,580,646 \$ 2,050,051 EMERGENCY RESERVE \$ 100 \$ 1,100 Debt Service Reserve 2017 A Bonds 793,519 793,519		480,000	-
Trustee fees 7,500 - Total expenditures 21,657,784 2,138,968 TRANSFERS OUT 1,454,081 - Total expenditures and transfers out requiring appropriation 23,111,865 2,138,968 ENDING FUND BALANCES \$ 1,580,646 \$ 2,050,051 EMERGENCY RESERVE Debt Service Reserve 2017 A Bonds \$ 100 \$ 1,100 Debt Service Reserve 2017 A Bonds 793,519 793,519		•	25,000
Total expenditures 21,657,784 2,138,968 TRANSFERS OUT 1,454,081 - Total expenditures and transfers out requiring appropriation 23,111,865 2,138,968 ENDING FUND BALANCES \$ 1,580,646 \$ 2,050,051 EMERGENCY RESERVE \$ 100 \$ 1,100 Debt Service Reserve 2017 A Bonds 793,519 793,519			-
TRANSFERS OUT 1,454,081 - Total expenditures and transfers out requiring appropriation 23,111,865 2,138,968 ENDING FUND BALANCES \$ 1,580,646 \$ 2,050,051 EMERGENCY RESERVE \$ 100 \$ 1,100 Debt Service Reserve 2017 A Bonds 793,519 793,519			-
Total expenditures and transfers out requiring appropriation 23,111,865 2,138,968 ENDING FUND BALANCES \$ 1,580,646 \$ 2,050,051 EMERGENCY RESERVE \$ 100 \$ 1,100 Debt Service Reserve 2017 A Bonds 793,519 793,519	Total expenditures	21,657,784	2,138,968
requiring appropriation 23,111,865 2,138,968 ENDING FUND BALANCES \$ 1,580,646 \$ 2,050,051 EMERGENCY RESERVE \$ 100 \$ 1,100 Debt Service Reserve 2017 A Bonds 793,519 793,519	TRANSFERS OUT	1,454,081	_
requiring appropriation 23,111,865 2,138,968 ENDING FUND BALANCES \$ 1,580,646 \$ 2,050,051 EMERGENCY RESERVE \$ 100 \$ 1,100 Debt Service Reserve 2017 A Bonds 793,519 793,519	Total expenditures and transfers out		
ENDING FUND BALANCES \$ 1,580,646 \$ 2,050,051 EMERGENCY RESERVE Debt Service Reserve 2017 A Bonds \$ 100 \$ 1,100 793,519 793,519		23,111,865	2,138,968
EMERGENCY RESERVE \$ 100 \$ 1,100 Debt Service Reserve 2017 A Bonds 793,519 793,519	, 0 11-1		
Debt Service Reserve 2017 A Bonds 793,519 793,519	ENDING FUND BALANCES	\$ 1,580,646	\$ 2,050,051
Debt Service Reserve 2017 A Bonds 793,519 793,519	EMERGENCY RESERVE	\$ 100	\$ 1,100
TOTAL RESERVE \$ 793,619 \$ 794,619	Debt Service Reserve 2017 A Bonds	793,519	
	TOTAL RESERVE	\$ 793,619	\$ 794,619

This financial information should be read only in connection with the accompanying accountant's compilation report and summary of significant assumptions.

DENVER CONNECTION WEST METROPOLITAN DISTRICT PROPERTY TAX SUMMARY INFORMATION

For the Years Ended and Ending December 31,

1/22/2018

	ESTIMATED		ADOPTED	
	L	2017	<u> </u>	2018
ASSESSED VALUATION - DENVER				
Commercial	\$	-	\$	1,050
Agricultural		-		6,820
Vacant Land		6,460		3,150,070
		6,460		3,157,940
Adjustments		-		360
Certified Assessed Value	\$	6,460	\$	3,158,300
MILL LEVY				
GENERAL FUND		50.000		10.000
DEBT SERVICE FUND		-		40.000
Total Mill Levy		50.000		50.000
PROPERTY TAXES				
GENERAL FUND	\$	323	\$	31,583
DEBT SERVICE FUND		-		126,332
Budgeted Property Taxes	\$	323	\$	157,915
DI IDOPTED BRODERTY TAVES				1
BUDGETED PROPERTY TAXES GENERAL FUND	\$	222	\$	21 502
DEBT SERVICE FUND	Ф	323	Ф	31,583 126,332
DEDI SERVICEI UND	<u> </u>		Φ.	· · · · · · · · · · · · · · · · · · ·
	\$	323	\$	157,915

DENVER CONNECTION WEST METROPOLITAN DISTRICT GENERAL FUND

2018 BUDGET AS ADOPTED

WITH 2017 ESTIMATED

For the Years Ended and Ending December 31,

1/22/2018

	ESTIMATE 2017	D	AI	OOPTED 2018
BEGINNING FUND BALANCES	\$	-	\$	10,349
REVENUES				
1 Property taxes	33	23		31,583
2 Specific ownership taxes	:	26		2,530
3 Developer advance	85,00	00		40,000
Total revenues	85,3	19		74,113
Total funds available	85,34	19		84,462
EXPENDITURES				
General and administration				
4 Accounting	20,00	00		20,000
5 Audit		-		5,000
6 Contingency	1,93	38		1,926
7 County Treasurer's fees		5		474
8 Covenant control		-		1,000
9 District management	20,00			20,000
10 Dues and membership	20	00		500
11 Election		-		3,000
12 Insurance	2,7:			3,000
13 Legal	30,00			25,000
14 Miscellaneous	10	00		100
Total expenditures	75,00	00		80,000
Total expenditures and transfers out				
requiring appropriation	75,00	00		80,000
ENDING FUND BALANCES	\$ 10,34	19	\$	4,462
EMERGENCY RESERVE	\$ 10	00	\$	1,100
TOTAL RESERVE	\$ 10	00	\$	1,100

DENVER CONNECTION WEST METROPOLITAN DISTRICT

DEBT SERVICE FUND 2018 BUDGET AS ADOPTED WITH 2017 ESTIMATED

For the Years Ended and Ending December 31,

1/22/2018

	ES	STIMATED	Ī	ADOPTED
		2017	<u>L</u>	2018
BEGINNING FUND BALANCES	\$	-	\$	1,570,297
REVENUES				
1 Property taxes		-		126,332
2 Specific ownership taxes		-		10,110
3 System development fees		257,000		864,000
4 Net investment income		1,000		1,500
Total revenues		258,000		1,001,942
TRANSFERS IN				
CAPITAL PROJECTS FUND		1,454,081		-
Total transfers in		1,454,081		-
Total funds available		1,712,081		2,572,239
EXPENDITURES				
Debt service 5 Bond interest Series 2017A Bond Interest		141 704		520.020
5 Bond interest Series 2017A Bond Interest 6 Bond interest Series 2017B Bond Interest		141,784		520,838 5,813
		141 704		
Total expenditures		141,784		526,651
Total expenditures and transfers out				
requiring appropriation		141,784		526,651
ENDING FUND BALANCES		1,570,297	\$	2,045,588
Debt Service Reserve 2017 A Bonds	\$	793,519	\$	793,519
TOTAL RESERVE	\$	793,519	\$	793,519

DENVER CONNECTION WEST METROPOLITAN DISTRICT CAPITAL PROJECTS FUND

2018 BUDGET AS ADOPTED WITH 2017 ESTIMATED

For the Years Ended and Ending December 31,

1/22/2018

		ESTIMATED	ADOPTED
		2017	2018
BEG	INNING FUND BALANCES	\$ -	\$ -
REV.	ENUES		
1 D	Developer advance	354,093	1,531,317
2 N	let investment income	11,988	1,000
3 B	Sond issuance - 2017A Senior Bonds	9,690,000	-
	sond issuance - 2017B Subordinate Bonds	2,539,000	-
5 D	Peveloper advance - capital	10,300,000	-
	Total revenues	22,895,081	1,532,317
	Total funds available	22,895,081	1,532,317
FXPI	ENDITURES		
	General and administration		
6	Accounting	13,500	5,000
7	Contingency	_	1,000
8	District management	17,500	5,000
9	Legal	70,500	5,000
C	Capital projects		
10	Architecture	27,000	25,000
11	Capital Outlay	10,380,000	1,466,317
12	Costs of issuance	480,000	-
13	Engineering	145,000	25,000
14	Repay developer advance	10,300,000	-
15	Trustee fees	7,500	-
	Total expenditures	21,441,000	1,532,317
TRA	NSFERS OUT		
D	DEBT SERVICE FUND	1,454,081	-
	Total transfers out	1,454,081	•
	Total expenditures and transfers out		
	requiring appropriation	22,895,081	1,532,317
END	ING FUND BALANCES	\$ -	\$ -

This financial information should be read only in connection with the accompanying accountant's compilation report and summary of significant assumptions.

DENVER CONNECTION WEST METROPOLITAN DISTRICT 2018 BUDGET SUMMARY OF SIGNIFICANT ASSUMPTIONS

Services Provided

The District is a quasi-municipal corporation and political subdivision of the State of Colorado under Title 32, Article 1 of the Colorado Revised Statutes, and was organized by order of the District Court in 2016. The formation of the District was approved by the City and County of Denver, Colorado. The District was organized to provide the public improvements and the operation and maintenance of the District. The District's service area includes 115.66 acres generally to the southeast corner of Green Valley Ranch Blvd and Chambers Road.

On November 8, 2016, the District's electors authorized debt in the amount of \$200,000,000 for public improvements including street improvements, park and recreation, water, sanitation, public transportation, mosquito control, and traffic and safety control. \$60,000,000 of debt was also authorized for the purpose of refunding debt, operations and maintenance, and intergovernmental agreements. The District is authorized to increase taxes \$20,000,000 annually to pay the operations and administrative costs of the District, without limitation.

Additionally, the Service Plan limits (except for a Gallagher adjustment) the District's total mill levy to 50.000 mills.

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

The District prepares its budget on the modified accrual basis of accounting in accordance with the requirements of Colorado Revised Statues C.R.S. 29-1-105.

Revenues

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.

The District's maximum Required Mill Levy is 50.000 mills, adjusted for changes in the ratio of actual value to assessed value of property within the District. Required Mill Levy means an ad valorem mill levy imposed upon all taxable property of the District each year in an amount sufficient to pay the principal, premium if any, and interest on the Bonds as the same become due and payable [and to make up any deficiencies in the Reserve Fund].

The calculation of the taxes levied is displayed on the Property Tax Summary page of the budget using the adopted mill levy imposed by the District.

Specific Ownership Taxes

Specific ownership taxes are set by the State and collected by the County Treasurer, primarily on vehicle licensing within the County as a whole. The specific ownership taxes are allocated by the County Treasurer to all taxing entities within the County. The budget assumes that the District's share will be equal to approximately 8.00% of the property taxes collected.

DENVER CONNECTION WEST METROPOLITAN DISTRICT 2018 BUDGET SUMMARY OF SIGNIFICANT ASSUMPTIONS

Revenue (continued)

Net Investment Income

Interest earned on the District's available funds has been estimated based on an average interest rate of approximately 1.00%.

Developer Advances

The District is in the development stage. As such, the operating and administrative expenditures will be mainly funded by the Developer. A major portion of the capital expenditures are also expected to be funded by the Developer. Developer advances are recorded as revenue for budget purposes with an obligation for future repayment when the District is financially able to reimburse the Developer from bond proceeds and other legally available revenue.

System Development Fees

The District imposes a Facilities Fee at a rate of \$3,000 per dwelling unit, attached or detached, which becomes due and payable on or before the issuance of a building permit for such dwelling unit.

Expenditures

General and Administrative Expenditures

General and administrative expenditures include the estimated cost of services necessary to maintain the District's administrative viability such as legal, accounting, insurance, dues, and other administrative expenditures.

Debt Service

Principal and interest payments are provided based on the debt amortization schedule from the Series 2017A Bonds and Series 2017B Bonds (discussed under Debt and Leases).

Capital Outlay

The District anticipates infrastructure improvements as noted in the Capital Projects fund.

Debt and Leases

In August 2017, the District issued \$9,690,000 in Series 2017A Limited Tax (convertible to unlimited tax) General Obligation Bonds with interest of 5.375%. The Bonds are subject to redemption prior to maturity at the option of the District and due on August 1, 2047.

The bonds are secured by and payable from Senior Pledged Revenue consisting of monies derived by the District from the following sources, net of any collection costs: (1) all Senior Property Tax Revenues, (2) all Senior Specific Ownership Tax Revenues, (3) all Capital Fees and any other legally available monies which the District determines to be treated as Pledged Revenue. The Bonds are also secured by amounts held by the Trustee in the Reserve Fund in the amount of \$793,518.76. The Reserve Fund was created for the purpose of paying, if necessary, the principal of, premium, if any, and interest on the Bonds. Required Mill Levy means an ad valorem

DENVER CONNECTION WEST METROPOLITAN DISTRICT 2018 BUDGET SUMMARY OF SIGNIFICANT ASSUMPTIONS

Debt and Leases (continued)

mill lev imposed upon all taxable property of the District each year in an amount sufficient to pay the principal, premium if any, and interest on the bonds as the same become due and payable and to make up deficiencies in the Reserve Fund.

The maximum Required Mill Levy is 40.000 mills, adjusted for changes in the ratio of actual value to assessed value of property within the District.

In August 2017, the District issued \$2,539,000 in Series 2017B Subordinate Bonds. The Bonds are special limited obligations of the District secured by and payable from the Subordinate pledged revenues, subject in all respects to the prior lien in favor of the Senior Bonds. The Series 2017B Subordinate Bonds are term bonds due on August 1, 2047 at an interest rate of 8.00%.

Proceeds of the Bonds were used to finance and reimburse the costs of public improvements necessary for development within the District and with respect to the proceeds of the 2017A Bonds only, fund capitalized interest account on the 2017A Bonds, fund the Senior Reserve Fund and pay the costs of issuing the Bonds.

The District has no operating or capital leases.

Reserves

Emergency Reserve

TABOR requires local governments to establish emergency reserve. This reserve must be at least 3% of fiscal year spending. Since all funds received by the District are from Developer advances which pay for all of the District's operations and maintenance costs, an emergency reserve is not reflected in the District's budget.

Debt Service Reserves

The District maintains a Debt Service Reserve as required with the issuance of the 2017A Bonds.

DENVER CONNECTION WEST SCHEDULE OF DEBT SERVICE REQUIREMENTS TO MATURITY

\$9,690,000 Limited Tax (Convertible to Unlimited Tax) General Obligation Bonds Refunding and Improvement Bonds

Series 2017A August 23, 2017 Principal due December 1 Interest Rates 5.375% Payable

Year Ended		June 1 and December 1			
December 31,	Principal	Interest	Total		
2018	\$ -	\$ 520,838	\$ 520,838		
2019	-	520,838	520,838		
2020	-	520,838	520,838		
2021	-	520,838	520,838		
2022	80,000	520,838	600,838		
2023	110,000	516,538	626,538		
2024	125,000	510,625	635,625		
2025	135,000	503,906	638,906		
2026	155,000	496,650	651,650		
2027	160,000	488,319	648,319		
2028	185,000	479,719	664,719		
2029	195,000	469,775	664,775		
2030	220,000	459,294	679,294		
2031	230,000	447,469	677,469		
2032	255,000		690,106		
2033	270,000	421,400	691,400		
2034	300,000	406,888	706,888		
2035	315,000	390,763	705,763		
2036	345,000	373,831	718,831		
2037	365,000	355,288	720,288		
2038	395,000		730,669		
2039	420,000	314,438	734,438		
2040	455,000	291,863	746,863		
2041	480,000	267,406	747,406		
2042	520,000	241,606	761,606		
2043	550,000	213,656	763,656		
2044	595,000	184,094	779,094		
2045	625,000	152,113	777,113		
2046	675,000	118,519	793,519		
2047	1,530,000	54,825	1,584,825		
	\$ 9,690,000	\$ 11,533,943	\$ 21,223,943		

DENVER CONNECTION WEST SCHEDULE OF DEBT SERVICE REQUIREMENTS TO MATURITY

\$2,539,000 Subordinate Limited Tax General Obligation Bonds Series 2017B

August 23, 2017

Principal due December 15 Interest Rate 8.000% Payable

		Interest Rate 8.000% Payable		
Year Ended		December	· 15	
December 31,	Principal	Interest	Total	
2018	\$ -	\$ 5,813	\$ 5,813	
	. -	-	-	
2019	-	379,835	379,835	
2020	55,000	322,011	377,011	
2021	135,000	198,720	333,720	
2022	2,000	187,920	189,920	
2023	6,000	187,760	193,760	
2024	13,000	187,280	200,280	
2025	12,000	186,240	198,240	
2026	16,000	185,280	201,280	
2027	21,000	184,000	205,000	
2028	23,000	182,320	205,320	
2029	26,000	180,480	206,480	
2030	30,000	178,400	208,400	
2031	34,000	176,000	210,000	
2032	42,000	173,280	215,280	
2033	44,000	169,920	213,920	
2034	50,000	166,400	216,400	
2035	56,000	162,400	218,400	
2036	65,000	157,920	222,920	
2037	69,000	152,720	221,720	
2038	83,000	147,200	230,200	
2039	86,000	140,560	226,560	
2040	99,000	133,680	232,680	
2041	107,000	125,760	232,760	
2042	121,000	117,200	238,200	
2043	128,000	107,520	235,520	
2044	143,000	97,280	240,280	
2045	157,000	85,840	242,840	
2046	173,000	73,280	246,280	
2047	743,000	37,315	780,315	
2047				
	\$ 2,539,000	\$ 4,790,335	\$ 7,329,335	

I, Lisa A. Johnson, hereby certify that I am the duly appointed Secretary of the Denver
Connection West Metropolitan District, and that the foregoing is a true and correct copy of the
budget for the budget year 2018, duly adopted at a meeting of the Board of Directors of the
Denver Connection West Metropolitan District held on November 28, 2017.

By: Secretary

RESOLUTION NO. 2017 - 11 - 04

A RESOLUTION OF THE BOARD OF DIRECTORS OF THE DENVER CONNECTION WEST METROPOLITAN DISTRICT TO SET MILL LEVIES

WHEREAS, the Board of Directors of the Denver Connection West Metropolitan District ("District") has adopted the 2018 annual budget in accordance with the Local Government Budget Law on November 28, 2017; and

WHEREAS, the adopted budget is attached to the Resolution of the Board of Directors to Adopt the 2018 Budget and Appropriate Sums of Money, and such budget is incorporated herein by this reference; and

WHEREAS, the amount of money necessary to balance the budget for general fund expenses from property tax revenue is identified in the budget; and

WHEREAS, the amount of money necessary to balance the budget for debt service fund expenses from property tax revenue is identified in the budget; and

NOW, THEREFORE, BE IT RESOLVED by the Board of Directors of the Denver Connection West Metropolitan District:

- 1. That for the purposes of meeting all general fund expenses of the District during the 2018 budget year, the District determined to levy mills upon each dollar of the total valuation for assessment of all taxable property within the District, as set forth in the budget, to raise the required revenue.
- 2. That for the purposes of meeting all debt service fund expenses of the District during the 2018 budget year, the District determined to levy mills upon each dollar of the total valuation for assessment of all taxable property within the District, as set forth in the budget, to raise the required revenue.
- 3. That the District Accountant of the District is hereby authorized and directed to immediately certify to the County Commissioners of the City and County of Denver, Colorado, the mill levies for the District as set forth in the District's Certification of Tax Levies (attached hereto as **EXHIBIT A** and incorporated herein by reference), recalculated as needed upon receipt of the final certification of valuation from the County Assessor in order to comply with any applicable revenue and other budgetary limits.

ADOPTED this 28th day of November, 2017.

Secretary

(SEAL)

EXHIBIT A (Certification of Tax Levies)

CERT	IFICATION OF TAX I	LEVIES for NON-SCHO	OL Governments
TO: County Com	missioners ¹ of City and Co	unty of Denver	, Colorado.
On behalf of the	Denver Connection W	est Metropolitan District	,
		(taxing entity) ^A	
the	Board of Directors		
		(governing body) ^B	
of the	Denver Connection W	est Metropolitan District	
		(local government) ^C	
to be levied agains assessed valuation Note: If the assessor (AV) different than the Increment Financing (calculated using the N property tax revenue v	certifies the following mills to the taxing entity's GROSS of: certified a NET assessed valuation to GROSS AV due to a Tax TIF) Area the tax levies must be ET AV. The taxing entity's total will be derived from the mill levy NET assessed valuation of: 12/15/17	(GROSS ^D assessed valuation, Line 2 of the state of the	the Certification of Valuation Form DLG 57 ^E) The Certification of Valuation Form DLG 57) FICATION OF VALUATION PROVIDED TER THAN DECEMBER 10 2018 .
(no later than Dec. 15)	(mm/dd/yyyy)		(уууу)
PURPOSE (see	end notes for definitions and examples)	LEVY ²	REVENUE ²
1. General Opera	ting Expenses ^H	10.000	mills \$ 31,583

1.	General Operating Expenses ^H		10.000	mills	\$	31,583
2.	<minus> Temporary General Property Tax Credit/ Temporary Mill Levy Rate Reduction¹</minus>	<		> mills	<u>\$ <</u>	>
	SUBTOTAL FOR GENERAL OPERATING:		10.000	mills	\$	31,583
3.	General Obligation Bonds and Interest ^J		40.000	mills	\$	126,332
4.	Contractual Obligations ^K			mills	\$	
5.	Capital Expenditures ^L		~	mills	\$	
6.	Refunds/Abatements ^M			mills	\$	
7.	Other ^N (specify):			mills	\$	***************************************
		***************************************		mills	\$	
	TOTAL: [Sum of General Operating Subtotal and Lines 3 to 7]		50.000	mills	\$	157,915

Contact person: Daytime (print) Jason Carroll phone: (303)779 - 5710Signed: Title: Accountant for the District

Include one copy of this tax entity's completed form when filing the local government's budget by January 31st, per 29-1-113 C.R.S., with the Division of Local Government (DLG), Room 521, 1313 Sherman Street, Denver, CO 80203. Questions? Call DLG at (303) 864-7720.

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DLG 70 (Rev.6/16)

¹ If the taxing entity's boundaries include more than one county, you must certify the levies to each county. Use a separate form for each county and certify the same levies uniformly to each county per Article X, Section 3 of the Colorado Constitution. ² Levies must be rounded to three decimal places and revenue must be calculated from the total NET assessed valuation (Line 4 of Form DLG57 on the County Assessor's FINAL certification of valuation).

CERTIFICATION OF TAX LEVIES, continued

THIS SECTION APPLIES TO TITLE 32, ARTICLE 1 SPECIAL DISTRICTS THAT LEVY TAXES FOR PAYMENT OF GENERAL OBLIGATION DEBT (32-1-1603 C.R.S.). Taxing entities that are Special Districts or Subdistricts of Special Districts must certify separate mill levies and revenues to the Board of County Commissioners, one each for the funding requirements of each debt (32-1-1603, C.R.S.) Use additional pages as necessary. The Special District's or Subdistrict's total levies for general obligation bonds and total levies for contractual obligations should be recorded on Page 1, Lines 3 and 4 respectively.

CERTIFY A SEPARATE MILL LEVY FOR EACH BOND OR CONTRACT:

BON	DS ^j :		
1.	Purpose of Issue:	General Obligation Refunding and Improvement Bonds	
	Series:	2017A	
	Date of Issue:	08/23/2017	
	Coupon Rate:	5.375%	
	Maturity Date:	December 1, 2047	
	Levy:	40.000	
	Revenue:	\$126,332	
2.	Purpose of Issue:		
	Series:		
	Date of Issue:		
	Coupon Rate:		
	Maturity Date:		
	Levy:		
	Revenue:		_
CON	TRACTS ^k :		
3.	Purpose of Contract:		
	Title:		
	Date:		
	Principal Amount:		
	Maturity Date:		
	Levy:		
	Revenue:		
4.	Purpose of Contract:		
т.	Title:		~~~
	Date:		
	Principal Amount:		_
	Maturity Date:		
	Levy:		
	Revenue:		

Use multiple copies of this page as necessary to separately report all bond and contractual obligations per 32-1-1603, C.R.S.

RESOLUTION NO. 2017-11-05

A RESOLUTION OF THE BOARD OF DIRECTORS OF THE DENVER CONNECTION WEST METROPOLITAN DISTRICT CALLING A REGULAR ELECTION FOR DIRECTORS ON MAY 8, 2018 (THE "ELECTION")

- A. The terms of the offices of Directors Jeffrey McGovern and Craig Wagner shall expire upon the election of their successors at the regular election, to be held on May 8, 2018, and upon such successors taking office.
- B. In accordance with the provisions of the Special District Act ("Act") and the Uniform Election Code ("Code"), the Election must be conducted to elect two (2) Directors to serve until the second regular election, to occur May 3, 2022.

NOW, THEREFORE, BE IT RESOLVED by the Board of Directors of the Denver Connection West Metropolitan District (the "**District**") of the City and County of Denver, Colorado:

- 1. <u>Date and Time of Election</u>. The Election shall be held on May 8, 2018, between the hours of 7:00 A.M. and 7:00 P.M. pursuant to and in accordance with the Act, Code, and other applicable laws. At that time, two (2) Directors shall be elected to serve until the second regular election, to occur May 3, 2022.
- 2. <u>Precinct</u>. The District shall consist of one (1) election precinct for the convenience of the eligible electors of the District.
- 3. <u>Conduct of Election</u>. The Election shall be conducted as an independent mail ballot election in accordance with all relevant provisions of the Code. The Designated Election Official shall have on file, no later than fifty-five (55) days prior to the Election, a plan for conducting the independent mail ballot Election.
- 4. <u>Designated Election Official</u>. Lisa Johnson shall be the Designated Election Official and is hereby authorized and directed to proceed with any action necessary or appropriate to effectuate the provisions of this Resolution and of the Act, Code or other applicable laws. The Election shall be conducted in accordance with the Act, Code and other applicable laws. Among other matters, the Designated Election Official shall appoint election judges as necessary, arrange for the required notices of election (either by mail or publication) and printing of ballots, and direct that all other appropriate actions be accomplished.
- 5. <u>Absentee Ballot Applications</u>. NOTICE IS FURTHER GIVEN, pursuant to Section 1-13.5-1002, C.R.S., that applications for and return of absentee ballots may be filed with the Designated Election Official of the District, c/o Special District Management Services, Inc., 141 Union Boulevard, Suite 150, Lakewood, Colorado 80228, between the hours of 8:00 a.m. and 5:00 p.m., until the close of business on the Tuesday immediately preceding the Election (May 1, 2018).

- 6. <u>Self-Nomination and Acceptance Forms</u>. Self-nomination and acceptance forms are available at the office of the Designated Election Official located at the above address. All candidates must file a self-nomination and acceptance form with the Designated Election Official no earlier than January 1, 2018 and no later than the close of business on March 2, 2018.
- 7. <u>Cancellation of Election</u>. If the only matter before the electors is the election of Directors of the District and if, at the close of business on March 6, 2018 or at any time thereafter, there are not more candidates than offices to be filled at the Election, including candidates timely filing affidavits of intent, the Designated Election Official shall cancel the Election and declare the candidates elected. Notice of such cancellation shall be published and posted in accordance with law.
- 8. <u>Severability</u>. If any part or provision of this Resolution is adjudged to be unenforceable or invalid, such judgment shall not affect, impair or invalidate the remaining provisions of this Resolution, it being the Board of Director's intention that the various provisions hereof are severable.
- 9. <u>Repealer</u>. All acts, orders and resolutions, or parts thereof, of the Board of Directors which are inconsistent or in conflict with this Resolution are hereby repealed to the extent only of such inconsistency or conflict.
- 10. <u>Effective Date</u>. The provisions of this Resolution shall take effect as of the date adopted and approved by the Board of Directors of the District.

RESOLUTION APPROVED AND ADOPTED on November 28, 2017.

DENVER CONNECTION WEST METROPOLITAN DISTRICT

By:

President

Attest:

Secretary

DENVER CONNECTION WEST METRO DISTRICT

Board Meeting Project Status November 28, 2017



Project Work

Monthly Site Visit

A monthly site visit was done on November 10. The overall status of construction was discussed with William Lyon Homes.

- Water services south of the channel on 47th Drive, Hannibal Street, Helena Street, and Idalia Street are complete.
- Asphalt subgrade preparation south of the channel has started. Asphalt will follow the installation of curb and gutter.
- · Post earthwork erosion control such as straw blankets, waddles and inlet protection are being installed.
- · Grouted boulders within the channel have started to be installed.

Infrastructure Acquisition

- Infrastructure Acquisition 4 includes new invoices through August 2017.
- Infrastructure Acquisition 5 includes new invoices through September 2017.



Construction Contract Documents

Contractor Contracts

- HUB Architectural Bid
 - Work was awarded to MW Golden. Contract has been executed.
 - Contractor working on submittals (Procore) and setting up staging area on site.
 - Waiting on permitting before giving Notice to Proceed for Construction.
- · Landscape Furnishings
 - Plans are ready to bid except foundation designs.
 - o The City and County of Denver Goals committee set a goal of 18%.
- Retaining Walls
 - o Bid opening was October 16, 2017. No Bidders provided bids.
 - The City and County of Denver Goals committee set a goal of 18%.
- · Green Valley Ranch Boulevard Medians
 - o Bid opening was October 16, 2017. Need Board decision on Contractor.
 - The City and County of Denver Goals committee set a goal of 18%.
 - o Conduit to the medians and along the road to be bid once plans are available.
- Future Bids
 - o Additional bid packages will be created and sent out as plans and specifications become available.
 - Future bid costs will be sent to the Goals Committees for review until an overall project Goals Plan has been established.

District Contract Change Orders None

Consultant/Vendor Agreements

Consultant/Vendor Agreements

Agreements

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- Draft agreements have been sent to David Evans and Associates, Godden Sudik, and Norris Design.
- EES included all their Construction Administration work in the current contract they have Lyon Homes.
- Task Orders
 - Proposals have been requested from David Evans, Godden Sudik, Norris Design and CTL Thompson for Construction Administration work.
- Hub Interior Design
 - o Possibilities for Design is working directly with Lyon Homes for interior design.

Other Matters

None