

DENVER CONNECTION WEST METROPOLITAN DISTRICT

141 Union Boulevard, Suite 150
Lakewood, Colorado 80228-1898
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NOTICE OF A SPECIAL MEETING AND AGENDA

<u>Board of Directors:</u>	<u>Office:</u>	<u>Term/Expiration:</u>
Robert A. Johnson	President	2020/May 2020
Craig Wagner	Treasurer	2022/May 2022
Eric McEachen	Assistant Secretary	2020/May 2020
David Brown	Assistant Secretary	2020/May 2020
Jeff McGovern	Assistant Secretary	2022/May 2022
Lisa A. Johnson	Secretary	

DATE: **Tuesday, July 23, 2019**

TIME: 6:00 P.M.

PLACE: The HUB
4746 Jasper Street
Denver, CO 80239

I. ADMINISTRATIVE MATTERS

A. Present Conflict Disclosures and confirm quorum.

B. Approve Agenda, confirm location of the meeting, posting of meeting notices.

C.

II. PUBLIC COMMENTS

A.

III. CONSENT AGENDA

- Review and approve Minutes of the May 28, 2019 Regular Meeting (enclosure).
- Ratify approval of Termination of Service Agreement with Westmac, LLC for Cleaning Services.
- Ratify approval of a Change Order No. 2019-01 with Rocky Mountain Security for On-call Security Services.
- Ratify approval of Change Order No. 2019-02 to the Service Agreement with Rocky Mountain Security for Pool Security Services, effective April 10, 2019.
- Ratify approval of Termination of Service Agreement with MSI, LLC.

- Ratify adoption of Resolution No. 2019-05-01; Amended and Restated Design and Landscape Guidelines.
 - Ratify approval of Change Order No. 7 to the Landscape Agreement with BrightView Landscaping Development, Inc. for Revised Handrails for a decrease in the amount of <\$1,700>.
-

IV. FINANCIAL MATTERS

- A. Review and consider approval of payment of claims as follows (enclosures):

Fund	Period Ending June 17, 2019	Period Ending July 15, 2019
General	\$ 37,036.84	\$ 25,478.45
Debt	\$ -0-	\$ -0-
Capital	\$ 187,190.54	\$ 179,393.16
Total	\$ 224,227.38	\$ 204,871.61

- B. Consider acceptance of the unaudited financial statements dated, May 31, 2019, schedule of developer advances, updated July 15, 2019, and the schedule of cash position for the period ending May 31, 2019, updated as of July 15, 2019 (enclosures).
-

- C. Review and consider approval of 2018 Audited Financial Statements (enclosure – draft Audit) and authorize execution of Representations Letter (enclosure).
-

- D. _____

V. LEGAL MATTERS

- A. Consider approval of Gateway Improvements Funding Agreement between the District and the City and County of Denver (enclosure).
-

- B. Review and consider approval of Rules and Regulations Regarding District owned Common Areas and adoption of Resolution regarding same (to be distributed).
-

- C. Update regarding codification of District Covenants, Rules and Regulations and Policies and Procedures.
-

D. Discuss new legislation concerning posting of meeting notices (enclosure).

1. Consider adoption of Resolution No. 2019-07- ; Establishing District Website and Designating Location for Posting of 24-Hour Notices (enclosure).

2. Consideration of First Amendment to Resolution No. 2018-11-01; Establishing Regular Meeting Dates, Time and Location, Designating Locations for Posting of 72-Hour Notices (enclosure).

VI. COVENANT ENFORCEMENT/DESIGN REVIEW/OPERATIONS

A. Review and discuss Community Manager's Report (enclosures).

1. Discuss and consider enforcement of the parking policy.

2. Discuss status of transition of Community Management Services to SDMS.

3. Discuss security issues at the Pool

- a. Discuss proposed update to District Facilities Rules and Regulations.

- b. Ratify approval of Service Agreement with U.S. Protective Services for Security Services (to be distributed).

- c. Ratify Termination of Service Agreement with Rocky Mountain Security for Security Services.

4. Discuss and consider a proposal for Market Umbrellas for the HUB in the amount of \$3,165.81 (enclosure).

B. Design Review Committee

1. Update from DRC Committee.
-

C. Social Committee

1. Discuss and consider approval of list of Activities and associated Budget (enclosure).
-

VII. CONSTRUCTION MATTERS

A. Engineer's Report (enclosure).

1. Discuss status of HUB Facility.
-

- a. Review and consider approval of Task Order No. 2 to the MSA with Godden Sudik for Additional Services in the amount of \$15,335 (to be distributed).
-

- b. Review and consider approval of Task Order No. 2 to the MSA All American Electrostatic for Paint additional Mesh Panels Required by the City in the amount of \$425.00 (to be distributed).
-

- c. Discuss acceptance and release of retainage related to the contract with MW Golden.
-

- d. Discuss acceptance and release of retainage related to the contract with Brightview Landscape Development, Inc.
-

- e. Discuss acceptance and release of retainage related to the contract with Thoutt Brother's Concrete Contractors, Inc.
-

- B. Review and consider approval/status of Cost Certification Report No.17 in the amount of \$287,634.60 (enclosure).
-

VIII. OTHER BUSINESS

- A. Discuss status of refined Addendum to SDMS' Agreement regarding preparation and maintenance of District Map for Operations and Maintenance and approval of the same.
-

- IX. ADJOURNMENT **THE NEXT REGULAR MEETING IS SCHEDULED FOR AUGUST 27, 2019 @ THE HUB, 4746 JASPER STREET DENVER CO 80239.**

RECORD OF PROCEEDINGS

MINUTES OF A REGULAR MEETING OF THE BOARD OF DIRECTORS OF THE DENVER CONNECTION WEST METROPOLITAN DISTRICT (THE "DISTRICT") HELD MAY 28, 2019

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, May 28, 2019, at 1:30 p.m., at William Lyon Homes, 400 Inverness Parkway, Suite 350, Englewood, CO 80112. The meeting was open to the public.

Directors In Attendance Were:

Robert A. Johnson
Craig Wagner
Eric McEachen
Jeff McGovern

Following discussion, upon motion duly made by Director McGovern, seconded by Director Johnson and, upon vote, unanimously carried, the absence of Director Brown was excused.

Also In Attendance Were:

Lisa A. Johnson and Peggy Ripko; Special District Management Services, Inc. ("SDMS")

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

Jason Carroll; CliftonLarsonAllen LLP

Kim Fiore; Independent District Engineering Services, LLC ("IDES")

(See Sign In Sheet for other attendees)

**DISCLOSURE OF
POTENTIAL
CONFLICTS OF
INTEREST**

The Board noted a quorum was present and 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

RECORD OF PROCEEDINGS

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 regular meeting.

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

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, 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.

PUBLIC COMMENTS

There were no public comments at this time.

CONSENT AGENDA

The Board considered the following actions:

- Approve Minutes of the April 23, 2019 Special Meeting.
- Ratify approval of Amended and Restated Rules and Regulations.
- Ratify Master Service Agreement ("MSA") and Task Order No. 1 with Split Rail Fence.
- Ratify MSA and Task Order No. 1 with Electrostatic All American.
- Ratify Change Order Nos. 24-26 to the Construction Contract with MW Golden.
- Ratify approval of Tenant User Liability Insurance Policy.
- Ratify approval of Amended and Restated District Facilities Rules and Regulations (HUB/Pool/Spa).
- Approval of the release of retainage to MW Golden

The Board removed the approval of release of retainage to MW Golden from the Consent Agenda.

RECORD OF PROCEEDINGS

Following discussion, upon motion duly made by Director Johnson, seconded by Director McEachen and, upon vote unanimously carried, the Board approved and/or ratified approval of, as appropriate, the remaining above actions.

FINANCIAL MATTERS

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

Fund	Period Ending May 28, 2019
General	\$ 41,285.13
Debt	\$ -0-
Capital	\$ 177,102.39
Total	\$ 218,387.52

Following discussion, upon motion duly made by Director Wagner, seconded by Director McGovern and, upon vote unanimously carried, the Board ratified approval of the payment of claims, as presented.

Financial Statements and Schedule of Cash Position: Mr. Carroll presented to the Board the unaudited financial statements dated April 30, 2019 and schedule of cash position statement ending April 30, 2019, updated as of May 15, 2019.

Following review and discussion, upon motion duly made by Director Wagner, seconded by Director McGovern and, upon vote, unanimously carried, the Board accepted the unaudited financial statements dated April 30, 2019 and schedule of cash position statement ending April 30, 2019, updated as of May 15, 2019.

LEGAL MATTERS

Intergovernmental Agreement ("IGA") between the District and the City and County of Denver regarding Gateway Public Improvements: Attorney Cortese presented to the Board an update on the IGA between the District and the City and County of Denver regarding Gateway Public Improvements.

Rules and Regulations Regarding District owned Common Areas and adoption of Resolution for the Same: Attorney Cortese presented to the Board an update on the Rules and Regulations Regarding District owned Common Areas and adoption of Resolution for the same. She noted that work is ongoing.

Codification of District Covenants, Rules and Regulations and Policies and Procedures: Attorney Cortese noted that codification will take place after approval of Rules and Regulations Regarding District owned Common Areas and adoption of Resolution for the same is completed.

RECORD OF PROCEEDINGS

COVENANT ENFORCEMENT/ DESIGN REVIEW

Community Manager's Report: The Board of Directors reviewed the Community Manager Reports from MSI, LLC and Special District Management Services, Inc. ("SDMS").

Resolution No. 2019-05-01; Amended and Restated Design and Landscape Guidelines: Ms. Ripko presented to the Board the Amended and Restated Design and Landscape Guidelines.

Following review, upon motion duly made by Director Johnson, seconded by Director Wagner and, upon vote, unanimously carried, the Board adopted Resolution No. 2019-05-01; Amended and Restated Design and Landscape Guidelines, subject to final revisions.

Design Review Committee ("DRC")

Qualified Resident Candidates: The Board reviewed the qualifications received from five (5) residents. After review, Ms. Ripko recommends Mr. Bongiovanni, Mr. Harrold, Mr. Topete, and Ms. Woodard for the committee.

Appoint Members to the DRC: The Board discussed resident candidates to appoint as members to the DRC.

Following discussion, upon motion duly made by Director McGovern, seconded by Director McEachen and, upon vote, unanimously carried, the Board appointed Mr. Bongiovanni, Mr. Harrold, Mr. Topete, and Mr. Papsdorf to serve on the Design Review Committee until June 2020.

Social Committee

First Meeting: The Board of Directors reviewed the summary provided by the YMCA. The Board requested a representative from the Social Committee attend the next meeting and provide a list of recommended social events and associated budget.

Addendum to the SDMS Agreement for Community Management Services: The Board discussed an addendum to the SDMS Agreement for Community Management Services.

Following discussion, upon motion duly made by Director Wagner, seconded by Director McEachen and, upon vote, unanimously carried, the Board approved the addendum to the SDMS Agreement for Community Management Services and directed staff to work with MSI, LLC to transition services.

RECORD OF PROCEEDINGS

Termination of Service Agreement with MSI, LLC for Covenant Enforcement

Services: Following review, upon motion duly made by Director McGovern, seconded by Director Johnson and, upon vote, unanimously carried, the Board ratified approval of the Termination of the Service Agreement with MSI, LLC for Covenant Enforcement Services.

Termination of Service Agreement with Westmac, LLC for Cleaning Services:

Following review, upon motion duly made by Director McGovern, seconded by Director Johnson and, upon vote, unanimously carried, the Board ratified approval of the Termination of the Service Agreement with Westmac, LLC for Cleaning Services.

Service Agreement with Specialized Cleaning Services, Inc. for Cleaning

Services at The HUB: The Board reviewed a Service Agreement with Specialized Cleaning Services, Inc. for Cleaning Services at The HUB.

Following review, upon motion duly made by Director Johnson, seconded by Director McEachen and, upon vote, unanimously carried, the Board ratified approval of the Service Agreement with Specialized Cleaning Services, Inc. for Cleaning Services at The HUB.

Change Order with Rocky Mountain Security for on-call Security Services:

The Board reviewed a Change Order with Rocky Mountain Security for on-call Security Services.

Following review, upon motion duly made by Director Johnson, seconded by Director Wagner and, upon vote, unanimously carried, the Board ratified approval of the Change Order with Rocky Mountain Security for on-call Security Services.

CONSTRUCTION MATTERS

Engineer's Report: Ms. Fiore reviewed with the Board the Engineer's Project Status Report dated May 28, 2019. A copy of the report is attached and incorporated herein by this reference.

HUB Facility: The HUB pool was not able to open on May 24th as scheduled due to weather related issues that did not allow the contractor to complete work on time and the City could not issue a Certificate of Occupancy.

Task Order No. 2 to Master Services Agreement ("MSA") with Godden Sudik for Additional Services: The Board deferred discussion.

RECORD OF PROCEEDINGS

Change Order No. 27 to the Construction Contract with MW Golden for Electric Consumption Costs: The Board discussed Change Order No. 27 to the Construction Contract with MW Golden for Electric Consumption Costs in the amount of \$30,149.

Following discussion, upon motion duly made by Director McGovern, seconded by Director Johnson and, upon vote unanimously carried, the Board ratified approval of Change Order No. 27 to the Construction Contract with MW Golden for Electric Consumption Costs in the amount of \$30,149.

Partial Release of Retainage: The Board discussed partial release of retainage to MW Golden and determined not to provide a partial release of retainage at this time.

Cost Certification Report No. 16: Ms. Fiore presented to the Board Cost Certification Report No. 16.

Following discussion and review, upon motion duly made by Director McGovern, seconded by Director Johnson and, upon vote unanimously carried, the Board accepted Cost Certification Report No. 16 in the amount of \$138,804.10.

OTHER BUSINESS

Preparation and Maintenance of a District Map for Operations and Maintenance by SDMS, Inc. : The Board discussed the preparation and maintenance of a District Operations and Maintenance Map by SDMS, Inc. for an amount not to exceed \$3,000.

Following discussion, upon motion duly made by Director McGovern, seconded by Director Johnson and, upon vote unanimously carried, the Board approved the preparation and maintenance of a District Operations and Maintenance Map by SDMS, Inc. for an amount not to exceed \$3,000, subject to final proposal based on base maps provided by Norris Design.

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,

By _____
Secretary for the Meeting

RECORD OF PROCEEDINGS

THESE MINUTES ARE APPROVED AS THE OFFICIAL MAY 28, 2019
REGULAR MEETING 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

Bob Bongiovanni 4764 Kalispell St 303-882-0880
Marc Robson 4764 Kalispell St # 303-915-9415

AMENDED AND RESTATED
DESIGN AND LANDSCAPE
GUIDELINES
OF
DENVER CONNECTION WEST

Adopted by the Board of Directors of the Denver Connection West Metropolitan District
on April 25, 2017, revised May 28, 2019

TABLE OF CONTENTS

1	INTRODUCTION	1
1.1	Basis for Design and Landscape Guidelines.....	1
1.2	Definitions	1
1.3	Contents of Rules.....	1
1.4	Architectural Review Committee or Representative	1
1.5	ARC Contact Information.....	1
1.6	Effect of Declaration.....	1
1.7	Effect of Governmental and Other Regulations.....	2
1.8	Interference with Utilities	2
1.9	Goal of Guidelines	2
2	PROCEDURES FOR ARC APPROVAL	2
2.1	General	2
2.2	Drawings or Plans	3
2.3	Submission of Drawings and Plans	4
2.4	Action by ARC	4
2.5	Revisions and Additions to Approved Plans	4
2.6	Completion of Work	5
2.7	Requirements for Initial Installation of Backyard Landscaping	5
2.8	Inspection of Work	5
2.9	Notice of Non-Compliance	5
2.10	Correction of Non-Compliance	6
2.11	Amendment.....	6
2.12	Questions	6
3	SPECIFIC TYPES OF IMPROVEMENTS / SITE RESTRICTIONS.....	6
3.1	General	6
3.2	Accessory Buildings	7
3.3	Additions and Expansions	7
3.4	Address Numbers.....	8
3.5	Air Conditioning Equipment	8
3.6	Animals.....	8
3.7	Antennae/Satellite Dishes	8
3.8	Awnings	10
3.9	Backyard Sport Pads.....	10
3.10	Balconies.....	10
3.11	Barbecue/Gas Grills.....	10
3.12	Basketball Backboards.....	10
3.13	Birdbaths.....	11
3.14	Birdhouses and Bird Feeders	11
3.15	Carports.....	11
3.16	Clothes Lines and Hangers	11
3.17	Cloth or Canvas Overhangs	11
3.18	Decks	11
3.19	Dog Houses.....	12

3.20	Dog Runs	12
3.21	Doors.....	12
3.22	Drainage.....	13
3.23	Driveways	13
3.24	Evaporative Coolers.....	13
3.25	Exterior Lighting.....	13
3.26	Fences	13
3.27	Fire Pits	15
3.28	Firewood Storage.....	15
3.29	Flags/Flagpoles	15
3.30	Gardens – Flower or Vegetable	16
3.31	Gazebos.....	16
3.32	Grading and Grade Changes	16
3.33	Greenhouses.....	16
3.34	Hanging of Clothes	16
3.35	Hot Tubs and Jacuzzis	16
3.36	Kennels	16
3.37	Landscaping	17
3.38	Leases.....	17
3.39	Lights and Lighting.....	17
3.40	Lights, Sounds and Odors.....	18
3.41	Nuisances	18
3.42	Ornaments/Art - Landscape/Yard	18
3.43	Overhangs/Sunshades/Awnings- Cloth or Canvas	19
3.44	Painting	19
3.45	Patio Covers.....	19
3.46	Patios – Enclosed	19
3.47	Patios – Open.....	19
3.48	Paving	20
3.49	Pipes.....	20
3.50	Play Structures and Sports Equipment.....	20
3.51	Playhouses	20
3.52	Poles.....	20
3.53	Ponds and Water Features.....	20
3.54	Pools.....	21
3.55	Radio Antennae.....	21
3.56	Radon Mitigation Systems.....	21
3.57	Roofing Materials	21
3.58	Rooftop Equipment.....	21
3.59	Satellite Dishes	21
3.60	Saunas	22
3.61	Screen Doors.....	22
3.62	Seasonal Decorations	22
3.63	Security Devices.	22
3.64	Sheds.....	22
3.65	Shutters – Exterior	22

3.66	Siding.....	22
3.67	Signs.....	22
3.68	Solar Energy Devices.....	23
3.69	Spas.....	23
3.70	Statues or Fountains.....	23
3.71	Storage Sheds.....	23
3.72	Sunshades.....	23
3.73	Swamp Coolers.....	24
3.74	Swing Sets.....	24
3.75	Television Antennae	24
3.76	Trash and Materials, Restrictions	24
3.77	Tree Houses	24
3.78	Vehicular Parking, Storage and Repairs	24
3.79	Vanes	26
3.80	Vents	26
3.81	Walls	26
3.82	Walls, Retaining.....	26
3.83	Weather Vanes and Directionals.....	26
3.84	Wind Electric Generators.....	26
3.85	Windows Replacement	26
3.86	Windows: Tinting, Security Bars, Well Covers, etc.....	27
3.87	[Reserved].....	Error! Bookmark not defined.
3.88	Xeriscape	27

1 INTRODUCTION

1.1 Basis for Design and Landscape Guidelines

These Design and Landscape Guidelines (the “**Guidelines**”) are intended to assist Owners living in the Denver Connection West community (the “**Community**”). Pursuant to the Declaration of Covenants, Conditions and Restrictions of Denver Connection West (“**Declaration**”), recorded at Reception No. 2017095170 in the City & County of Denver. The Denver Connection West Metropolitan District (“**District**”) is authorized to adopt Design and Landscape Guidelines for the Community.

1.2 Definitions

All capitalized words and phrases used in these Rules shall have the meaning provided in the Declaration unless otherwise defined herein.

1.3 Contents of Rules

In addition to the introductory material, these Guidelines contain (A) a summary of procedures for obtaining approval from the Architectural Review Committee (“ARC”) (see Section 2); and (B) a listing of specific types of improvements that Owners might wish to make with specific information as to each of these types of improvements (see Section 3).

1.4 Architectural Review Committee or Representative

The ARC consists of persons, representatives or a committee appointed by the Denver Connection West Metropolitan District Board of Directors to review requests for approval of architectural, landscaping improvements or site changes.

1.5 ARC Contact Information

The contact information of the ARC, persons, committee or representative authorized to administer the architectural review process is:

COMPANY NAME	OFFICE	FAX	E-MAIL
MSI LLC	303-420-4433	303-420-6611	info@msiho.com

1.6 Effect of Declaration

The Declaration governs the Community. Each Owner should review and become familiar with the Declaration. Nothing in these Guidelines supersedes or alters the provisions or requirements of the Declaration and, if there is any conflict or inconsistency, the Declaration will control.

1.7 Effect of Governmental and Other Regulations

Use of property within the Community and any Improvements must comply with any applicable building codes and other governmental requirements and regulations. Owners are encouraged to contact the City and County of Denver for further information and requirements for Improvements they wish to make.

APPROVAL BY THE ARC DOES NOT CONSTITUTE ASSURANCE THAT IMPROVEMENTS COMPLY WITH APPLICABLE GOVERNMENTAL REQUIREMENTS OR REGULATIONS OR THAT A PERMIT OR APPROVALS ARE NOT ALSO REQUIRED FROM APPLICABLE GOVERNMENTAL BODIES.

1.8 Interference with Utilities

In making Improvements to property, Owners are responsible for locating all water, sewer, gas, electrical, cable television, or other utility lines or easements. Owners should not construct any Improvements over such easements without the consent of the utility involved, and Owners will be responsible for any damage to any utility lines. All underground utility lines and easements can be located by contacting:

**Utility Notification Center of Colorado
1-800-922-1987 or 811**

1.9 Goal of Guidelines

Compliance with these Guidelines and the provisions of the Declaration will help preserve the inherent architectural and aesthetic quality of the Community. It is the responsibility of the ARC to ensure that all proposed Improvements meet or exceed the requirements of these Guidelines and to promote the highest quality design for the neighborhood. It is important that Improvements to property be made in harmony with and not detrimental to the rest of the Community. A spirit of cooperation with the ARC and neighbors will go far in creating an optimum environment, which will benefit all Owners. By following these Guidelines and obtaining prior written approval for Improvements to property from the ARC, Owners will be protecting their financial investment and will help insure that Improvements to property are compatible with standards established for the Community. If a question ever arises as to the correct interpretation of any terms, phrases or language contained in these Guidelines, the ARC's interpretation shall be final and binding.

2 PROCEDURES FOR ARC APPROVAL

2.1 General

The procedures set forth in this Article 2 are intended to clarify the terms, provisions and requirements of Article 2 of the Declaration. In the event of any conflict between these Guidelines and the Declaration, the terms of Article 2 in the Declaration shall control. As indicated in Section 3 of these Guidelines, there are some cases in which advance written

approval of the ARC is not required if the Guidelines with respect to that specific type of Improvement are followed. In a few cases, as indicated in Section 3, a specific type of Improvement is not permitted under any circumstances. In all other cases, including Improvements not included in Section 3, advance, or prior written approval by the ARC is required before an Improvement to property is commenced.

2.2 Drawings or Plans

Owners are required to submit to the ARC a completed Architectural Review Request Form (“ARR”), which forms are available from the person or entity listed in Section 1.5, and complete plans and specifications, in duplicate, (said plans and specifications to show exterior design, height, materials, color, location of the structure or addition to the structure, plotted horizontally and vertically, location and size of driveways, general plan of landscaping, fencing, walls, windbreaks and grading plan, as well as such other materials and information as may be required) prior to commencement of work on any Improvement to property. In most cases, the materials to be submitted will not have to be professionally prepared by an architect, a landscape architect, or draftsman, and a simple drawing with dimensions and description will be sufficient. In the case of major improvements, such as room additions, structural changes or accessory building construction, detailed plans and specifications, prepared by a licensed architect, may be required. Whether done by the Owner, or professionally, the following guidelines should be followed in preparing drawings or plans:

- A. The drawing or plan should be done to scale and shall depict the property lines of your Lot and the outside boundary lines of the home as located on the Lot. If you have a copy of an improvement survey of your Lot obtained when you purchased it, this survey would be an excellent base from which to start.
- B. Existing Improvements, in addition to your home, should be shown on the drawing or plan and identified or labeled. Such existing Improvements include driveways, walks, decks, trees, shrubs, fences, etc. The proposed Improvements should be shown on the plan and labeled. Either on the plan or on an attachment, there should be a brief description of the proposed Improvement, including the materials to be used and the colors. For Example: Redwood deck, ten (10) feet by twelve (12) feet with two inch by four inch (2”x4”) decking and natural stain.
- C. The plan or drawing and other materials should include the name of the Owner, the address of the home, the lot, block and filing number of the Lot, and the e-mail address and telephone number where the Owner can be reached.

- D. The proposed Improvements must take into consideration the easements, building location restrictions and sight distance limitations at intersections.
- E. Owners should be aware that many Improvements require a permit from the City and County of Denver or other governmental entity. The ARC reserves the right to require a copy of such permit as a condition of its approval.
- F. In some instances, elevation drawings of the proposed Improvement will be required. The elevation drawings should indicate materials.
- G. Photographs of existing conditions and of proposed materials and colors are encouraged to be included, and are helpful to convey the intended design, but should not be used solely to describe the proposed changes.

2.3 Submission of Drawings and Plans

Two copies of the drawing or plans (minimum acceptable size 8.5" x 11") must be submitted to the ARC along with a completed ARR. Color photographs, brochures, paint swatches, etc. will help expedite the approval process. Specific dimensions and locations are required.

Any costs incurred by the ARC for review of submittals shall be borne by the Owner and shall be payable prior to final approval. Any reasonable engineering consultant fees or other fees incurred by the ARC in reviewing any submission will be assessed to the Owner requesting approval of the submission.

2.4 Action by ARC

The ARC will review plans submitted for approval. The ARC may require submission of additional information or material, and the request will be deemed denied until all required information and materials have been submitted. The ARC will act upon all requests in writing within forty-five (45) days after the complete submission of plans, specifications, and other materials and information as requested by the ARC. If the ARC fails to review and approve in writing (which may be with conditions and/or requirements) or disapprove, a request for architectural approval within forty-five (45) days after the complete submission of the plans, specifications, materials and other information with respect thereto, such request is deemed approved by the ARC.

2.5 Revisions and Additions to Approved Plans

Any revisions and/or additions to approved plans made by the Owner or as required by any governmental agency, must be re-submitted for approval by the ARC. The revised plans must follow the requirements as outlined above.

2.6 Completion of Work

After approval (which may be with conditions and/or requirements) of any proposed Improvement by the ARC, the proposed Improvement shall be completed and constructed as promptly and diligently as possible, and in complete conformity with all conditions and requirements of the approval. Failure to complete the proposed Improvement within one year from the date of the approval or such other date as may be set forth in the approval or as set forth in the Declaration (the “**Completion Deadline**”), shall constitute noncompliance; provided, however, that the ARC may grant extensions of time to individual Owners for completion of any proposed Improvements, either (a) at the time of initial approval of such Improvements, or (b) upon the request of any Owner, provided such request is delivered to the ARC in writing and the Owner is diligently prosecuting completion of the subject Improvements or other good cause exists at the time such request is made.

2.7 Requirements for Initial Installation of Backyard Landscaping

Within the time frames as hereinafter provided, subject to applicable “**force majeure**” delays as determined by the ARC, the Owner of each Unit (other than Developer or a Builder) shall install landscaping on all portion of the Unit which is not covered by a building or other Improvement, as well as on the tree lawn areas adjacent to such Unit, if applicable. The Owner of each Unit (other than Developer or a Builder) shall install landscaping on such Unit, and on adjacent tree lawn areas, within the time period set forth in the Guidelines or, if not set forth in the Guidelines, then: within one hundred (180) days after acquisition of such Unit by such Owner, if said acquisition occurs between April 1 and July 31; or, by the following July 31, if such acquisition does not occur between April 1 and July 31.

Landscaping plans must be submitted to the ARC for review and approval (which may be with conditions and/or requirements), and such approval must be obtained prior to the installation of landscaping. Each Owner shall maintain all landscaping on such Owner's Unit, and on adjacent tree lawn areas, in a neat and attractive condition, including periodic and horticulturally correct pruning, removal of weeds and debris, and replacement of landscaping.

2.8 Inspection of Work

The ARC, or its duly authorized representative, shall have the right to inspect any Improvement at any time, including prior to or after completion, in order to determine whether or not the proposed Improvement is being completed or has been completed in compliance with the approval granted pursuant to this Section.

2.9 Notice of Non-Compliance

If, as a result of inspections or otherwise, the ARC determines that any Improvement has been done without obtaining all required approvals (which may be with conditions and/or requirements), or was not done in substantial compliance with the approval that was granted, or has not been completed by the Completion Deadline, subject to any extensions of time granted pursuant to Section 2.6 hereof, then the ARC shall notify the District, and the District shall then notify the applicant in writing of the non-compliance (the "Notice of Non-Compliance"). The Notice of Non-Compliance shall specify the particulars of the non-compliance.

2.10 Correction of Non-Compliance

If the ARC determines that non-compliance exists, the Person responsible for such non-compliance shall remedy or remove the same within not more than forty-five (45) days from the date of receipt of the Notice of Non-Compliance. If such Person does not comply with the ruling within such period, the ARC shall notify the District, and the District may, at its option and if allowed by applicable law, record a notice of non-compliance against the Lot on which the non-compliance exists, may impose fines, penalties and interest, may remove the non-complying Improvement, or may otherwise remedy the non-compliance in accordance with the Declaration and applicable law. The Person responsible for such non-compliance shall reimburse the District, upon demand, for all costs and expenses, as well as anticipated costs and expenses, with respect thereto.

2.11 Amendment

These Guidelines may at any time, from time to time, be added to, deleted from, repealed, amended, and modified, reenacted, or otherwise changed by the ARC, with the approval of the Person authorized to appoint the ARC, as changing conditions and/or priorities dictate.

2.12 Questions

If you have any questions about the foregoing procedures, feel free to call the ARC at the phone number and address listed in the Section 1.5 of these Rules.

3 SPECIFIC TYPES OF IMPROVEMENTS / SITE RESTRICTIONS

3.1 General

The following is a listing, in alphabetical order, of a wide variety of specific types of Improvements which Owners typically consider installing, with pertinent information as to each. Unless otherwise specifically stated, drawings or plans for a proposed Improvement must be submitted to the ARC and written approval of the ARC obtained before the Improvements are made. In some cases, where it is specifically so noted, an Owner may proceed with the Improvements without advance approval if the Owner follows the stated guideline. In some cases, where specifically stated, some types of Improvements are prohibited. ARC review and approval is required on any external items not be listed below.

3.1.1 Variances

Approval of any proposed plans by the granting of a variance from compliance with any of the provisions of these Guidelines is at the sole discretion of the ARC when circumstances such as topography, natural obstructions, hardship, aesthetic or environmental considerations may require.

3.1.2 No Unsightliness

No unsightly conditions can exist, including but not limited to , structures, facilities, equipment, and objects. Any equipment, including but not limited to snow removal equipment, garden or maintenance equipment, must be enclosed within a structure when not in use.

3.1.3 Waivers; No Precedent

The approval or consent of the ARC to any application for approval shall not be deemed to constitute a waiver of any right to withhold or deny approval or consent as to any application or other matters whatsoever, as to which approval or consent may subsequently or additionally be required. Nor shall any such approval or consent be deemed to constitute a precedent in any other matter.

3.1.4 Liability

The ARC and the members thereof shall not be liable in damages to any person submitting requests for approval or to any approval, or failure to approve or disapprove in regard to any matter within its jurisdiction. The ARC shall not bear any responsibility for ensuring structural integrity or soundness of approved construction or modifications, or for ensuring compliance with building codes and other governmental requirements. The ARC will not make any investigation into title, ownership, easements, rights-of-way, or other rights appurtenant to property with respect to architectural requests and shall not be liable for any disputes relating to the same.

3.2 Accessory Buildings

No storage sheds or accessory buildings are permitted on Lots; approval will not be granted.

- A. A playhouse or play structure shall not be considered an accessory building. However, existing setbacks required of the home must be observed when placing playhouses. A copy of the home's plot plan filed with the location of the proposed accessory building is required with the ARR.

3.3 Additions and Expansions

Approval is required. Additions or expansions must be constructed of wood, masonite, glass, brick, stone, or other material as used in construction of the exterior of the home. The design must be the same or generally recognized as a complimentary architectural style and meet all design guidelines as may be applicable. Colors must be the same as that of the residence. Patios may not be more than twenty five percent (25%) of the entire rear yard of the Lot unless otherwise approved by the ARC.

3.4 Address Numbers

Approval is required to replace, alter or relocate existing address numbers, unless the address numbers are replaced using the same style, color and type of number currently on the residence.

3.5 Air Conditioning Equipment

Approval is required for all air conditioning equipment including evaporative coolers (swamp coolers) and attic ventilators installed after the initial construction.

Approval is not required for replacement of existing air conditioning equipment with like equipment located in the same location as the equipment being replaced.

No heating, air conditioning, air movement (e.g. swamp coolers) or refrigeration equipment shall be placed or installed on rooftops, or extended from windows. Ground mounted or exterior wall air conditioning equipment installed in the side yard must be installed in a manner so as to minimize visibility from the street and minimize any noise to adjacent property Owners.

3.6 Animals

No animals, livestock (pigs, cattle, horses, goats, lamas, etc.), birds, poultry, reptiles or insects of any kind may be raised, bred, kept or boarded in or on the Units except as permitted by, and in compliance with, the ordinances of the City, as applicable, and any Guidelines and/or the Rules and Regulations that do not conflict with such the ordinances of the City, as applicable. An Owner's right to keep household pets is coupled with the responsibility for collecting and properly disposing of any animal waste and to pay for all damage caused by such pets.

3.7 Artificial Turf

See Section 3.90

3.8 Antennae/Satellite Dishes

3.8.1 General Provisions

“Permitted Antennas” are defined as (a) an antenna which is less than one meter in diameter and is used to receive direct broadcast satellite service, including

direct-to-home satellite services, or is used to receive or transmit fixed wireless signals via satellite; (b) an antenna which is less than one meter in diameter and is used to receive video programming services via multipoint distribution services, including multichannel multipoint distribution services, instruction television fixed services, and local multipoint distribution services or is used to receive or transmit fixed wireless signals other than via satellite; (c) an antenna which is designed to receive broadcast television broadcast signals; or (d) other antennas which are expressly permitted under applicable federal statutes or regulations. In the event a Permitted Antenna is no longer expressly permitted under applicable federal statutes or regulations, such antenna will no longer be a Permitted Antenna for purposes of this Section. Installation of Permitted Antennas shall not require the approval of the ARC.

- A. All Permitted Antennas shall be installed with emphasis on being as unobtrusive as possible to the Community. To the extent that reception is not substantially degraded or costs unreasonably increased, all Permitted Antennas shall be screened from view from any street and nearby Lots to the maximum extent possible, and placement shall be made in the following order of preference:
 - (1) Inside the structure of the house, not visible from the street
 - (2) Rear yard or side yard, behind and below the fence line
 - (3) Rear yard or side yard, mounted on the house, in the least visible location below roofline
 - (4) Side yard in front of wing fence, screened by and integrated into landscaping
 - (5) Back rooftop
 - (6) Front yard screened by and integrated into landscaping
- B. If more than one (1) location on the Lot allows for adequate reception without imposing unreasonable expense or delay, the order of preference described above shall be used, and the least visible site shall be selected.
- C. Permitted Antennas shall not encroach upon common areas or any other Owner's property.

3.8.2 Installation of Antennae/Satellite Dishes

- A. All installations must comply with all applicable building codes and other governmental regulations, and must be secured so they do not jeopardize the safety of residents or cause damage to adjacent properties. Any installation must strictly comply with FCC guidelines.
- B. All Permitted Antennas shall be no larger, nor installed more visibly, than is necessary for reception of an acceptable signal.

- C. Owners are responsible for all costs associated with the Permitted Antenna, including but not limited to costs to install, replace, repair, maintain, relocate, or remove the Permitted Antenna.
- D. All cabling must be run internally when feasible, must be securely attached, and must be as inconspicuous as possible. Permitted Antennas, masts and any visible wiring may be required to be painted to match the color of the structure to which they are attached. The Owner should check with the installer/vendor for the appropriate type of paint.
- E. All other antennas, not addressed above, are prohibited.

3.9 Awnings

Approval is required and Owners must comply with all requirements of the City and County of Denver. Awnings should be an integral part of the house or patio design. The color shall be complimentary to the exterior of the residence.

See Section 3.39, Overhangs/Sunshades/Awnings – Cloth or Canvas.

3.10 Backyard Sport Pads.

Approval is required. Backyard, concrete pads for “sport” type courts must be approved by the ARC. The ARC will consider backyard sport courts based on pad size, Lot size and proximity to other Lots. Sport equipment installed or stored on or around the pad must be maintained at all times in a neat and clean manner.

3.11 Balconies

See Section 3.17, Decks.

3.12 Barbecue/Gas Grills

Approval is required for all permanent or built-in structures. Approval is not required for portable units. All barbecue grills, smokers, etc. must be stored in the rear yard or within an enclosed structure, not visible from the front of the home.

3.13 Basketball Backboards

Approval is not required, subject to the following limitations. No basketball backboards shall be attached to the garage. Only portable basketball backboards shall be allowed if the following guidelines are met:

- A. Portable units cannot be placed in the public rights of way, streets, sidewalks or street lawns.

- B. Location must be in the driveway, at least half of the length of the driveway away from the street, or in the side or rear yard.
- C. Portable basketball backboards may be left out when not in use only if the backboard, hoop, and net are in good repair. Portable basketball backboards that are not in good repair, including the hoop and net, must be stored out of sight when not in use and may not be left out for more than 24 hours.
- D. Permanent garage or pole mounted basketball hoops are not permitted.

3.14 Birdbaths

Approval is not required, subject to the following limitations. Placement in front or side yard is not allowed. Birdbaths are only permitted in the rear yard.

See Section 3.66, Statues or Fountains.

3.15 Birdhouses and Bird Feeders

Approval is not required, subject to the following limitations. If installed in the rear yard and the size is limited to one foot by two feet, no approval is required. No more than three of each of a birdhouse or bird feeder shall be installed on any Lot. Birdhouses or bird feeders may be mounted on a pole, provided the pole shall not exceed five (5) feet in height.

3.16 Carports

Approval will not be granted.

3.17 Clothes Lines and Hangers

Approval is not required, subject to the following limitations. Clotheslines may only be placed in the rear yard. Fixed clotheslines and hangers are not permitted. Temporary drying structures will be permitted so long as such structures are used solely in the rear yard of a lot and are immediately removed from sight after each use. Retractable clotheslines with permanent fixtures require approval.

3.18 Cloth or Canvas Overhangs

See Section 3.39, Overhangs/Sunshades/Awnings – Cloth or Canvas.

3.19 Decks

Approval is required. The deck must be harmonious (in configuration, detail, material and color) with the architecture of the house. Modifications or additions to Builder installed decks must incorporate the same materials, colors and detailing as the Builder's

or approved existing deck. TREX or similar engineered composite wood type products are the preferred material for construction. Plastic, PVC or similar materials are prohibited.

The appropriate governmental permits may also required.

The deck should be located so as not to create an unreasonable level of noise for adjacent property Owners.

Changes in grade or drainage pattern must not adversely affect adjoining properties and shall comply with drainage change requirements of the Declaration.

Upper-level decks shall be attached directly to the house. Only ground level decks may be approved as freestanding decks. Decks shall not extend beyond the Lot boundaries into any common area. Depending on Lot location and orientation, decks should not project beyond the side walls of the house. The side walls of the house are defined as the major (structural) side walls and do not include bay windows, chimney enclosures, porches or other such projections. In certain situations, stairs and some portions of the deck may extend up to 4' beyond the side walls.

A solid trim board shall be provided on any open side of the deck to conceal the joists and cut ends of the decking. Underdeck screening should be compatible with the architecture of the house and deck. Any lattice must be properly framed and recessed.

Railings and other features such as privacy screens for attached housing must match the approved Builder design.

3.20 Dog Houses

Approval is required. Dog houses are restricted to ten (10) square feet and must be located in a fenced back yard or dog run. Dog houses must be installed at ground level, and must not be visible above the fence. Dog houses must also match the colors and materials of the exterior of the home. Limit of one dog house per Lot.

3.21 Dog Runs

Approval is required. Dog runs must be located in the rear or side yard, abutting the home and substantially screened from view by planting fast-growing or mature trees or shrubs. Dog runs will be limited to two hundred (200) square feet, unless a variance is granted by the ARC. Dog run fences should be left natural in color and sealed to prevent weathering. The ARC may adopt approved heights, stains and configurations for fencing. Covers (ex: tarps, sheets, blankets, etc.) on dog runs are not allowed.

3.22 Doors

Approval is not required for an already existing main entrance door to a home or an accessory building if the material matches or is similar to existing doors on the house and

if the color is generally accepted as a complimentary color to that of existing doors on the house. Complementary colors would be the body, trim or accent colors of the house or white (for storm/screen doors).

- A. Storm Doors. Approval is not required for storm doors as long as the door is complimentary with the color scheme of the home. Owners wishing to utilize a different color must first obtain approval.
- B. Security Doors and Windows. Approval is not required for the installation of the pre-approved security doors as specified in Exhibit B. All other security or security-type doors and windows must be approved prior to installation.

3.23 Drainage

The Declaration requires that there be no interference with the established drainage pattern over any property. The established drainage pattern means the drainage pattern which exists at the time final grading of a Lot by the Declarant or a Builder is completed. When installing your landscaping, it is very important to insure that water drains away from the foundation of the house and that the flow patterns prevent water from flowing under or against the house foundation, walkways, sidewalks, and driveways into the street. The ARC may require a report from a drainage engineer as part of landscaping or improvement plan approval. Landscaping and all drainage from downspouts off the house should conform to the established drainage pattern. Sump pump drainage should be vented a reasonable distance from the property line, on the Owner's property, to allow for absorption. Adverse effects to adjacent properties, including District lands, sidewalks and streets, will not be tolerated.

3.24 Driveways

Approval is required for any changes or alterations to driveways. This includes construction of a pull-off area to the side of the driveway and/or concrete driveway extensions. Only clear sealant may be used on the driveway (no colors) and Owners will be required to maintain the driveways against oil spills, spalling/peeling/etc.

3.25 Evaporative Coolers

Approval is required. No rooftop or window mount installations are allowed. See Section 3.5, Air Conditioning Equipment.

3.26 Exterior Lighting

See Section 3.37, Lights and Lighting.

3.27 Fences

3.27.1 General Statement

Fences constructed by the Developer or Builder on the Owner's lot along or abutting property lines, arterial streets, collector streets, and local streets may not be removed, replaced, painted/stained a different color or altered, including, adding a gate, without approval of the ARC.

Most of the fences constructed by the Developer or Builder are located on the Owners property (within the lot lines) and are to be maintained (repaired, replaced if necessary and re-stained as necessary) by the Owner of the property the fence is located on. Owners' shall repair or recondition fences located on their property at their own expense and as necessary and or required by the ARC and/or Denver Connection West Metropolitan District.

3.27.2 [Reserved]

3.27.3 Fence Designs

All fences not installed by the Developer and/or Builder that are to be installed by an Owner require approval of the ARC and shall comply with the exact fence specifications attached as Exhibit A or other design guidelines as may be adopted by the ARC. Double fencing of property lines shall not be permitted.

Please see Exhibit A for example of approved fencing per the ARC.

3.27.4 Stain Color/Maintenance

All Fences installed by Owners' are required to be stained the color - "SEAGULL GRAY" GS224 "SOLID GRAIN STAIN" MANUFACTURED BY DIAMOND VOGEL.

All fences constructed by Owners' on Lots shall be maintained in good condition and repair by the Owner. Fences installed by Owners' on their lot will be owned and maintained by the Owner. **Fences installed by the Developer and/or Builder are located on Owners lots will be owned and maintained by the Owner of that lot the fence is located on.** In the event any fences installed are installed on common area by the Developer and/or Builder will be owned and maintained by the Denver Connection West Metropolitan District.

3.27.5 [Reserved]

3.27.6 Prior Approved Fencing

Replacement of any existing fencing must comply with the attached Exhibit A or the then current guidelines or ARC adopted standards related to fencing.

3.27.7 Pet Fencing

Pet fencing may include any invisible fence on or within the perimeter boundary of an Owner's lot. **Wire mesh fencing is not permitted nor necessary as the approved fencing style for the community is a solid fence.** See Exhibit A for example of approved fencing to be used in the community.

See Section 3.18, Dog Houses and Section 3.19, Dog Runs.

3.28 Fire Pits

Approval is required. The only fire pits that are permitted are those powered by propane or natural gas and they must be more than 10 feet from any structure, or combustible materials.

3.29 Firewood Storage

All firewood must be located in the side or rear yard, must be neatly stacked, shall not be visible from any street or the ground level of any other Lot, and must not be located so as to block established drainage patterns.

3.30 Flags/Flagpoles

Approval is required for any freestanding flagpole.

Approval is not required for flagpoles mounted to the front of the residence provided that the flags displayed thereon (if other than an American Flag) are temporary in nature and are only displayed on holidays or in celebration of specific events. They must not be placed earlier than forty-five (45) days prior to the start of the particular holiday/event or celebration and must be removed no later than thirty (30) days following the particular holiday/event or celebration. Under no circumstance may the height of the flagpole exceed the height of the roofline of the residence. Flag size cannot exceed five (5) feet in length and three (3) feet in width.

American Flags: Owners shall be permitted to display an American flag in accordance with the Federal Flag Code (P.L.,94-344, 90stat.810;4U.S.C. SECS 4 to 10) and as follows:

- A. The flag shall be no larger than three (3) feet by five (5) feet.
- B. The flag may be displayed in a window or from a flagpole projecting horizontally from a location on the front of the dwelling.
- C. Flags and/or flagpoles shall be replaced as necessary in order to prevent wear and tear.
- D. Flags may not be illuminated without prior written approval of the ARC. Any request for lighting must detail the type and location of lighting. Lighting shall be placed so as not to disturb Owners of neighboring Lots.

An Owner or resident may display a service flag bearing a star denoting the Owner's or resident's or his family member's active or reserve U.S. military service during a time of war or armed conflict. The flag may be displayed on the inside of a window or door of the home on the Lot. The flag may not be larger than nine (9) inches by sixteen (16) inches.

3.31 Gardens – Flower or Vegetable

Approval is not required for flower or vegetable gardens that do not exceed one hundred fifty (150) total square feet. All flower gardens must be weeded, cared for and maintained. Vegetable gardens shall be located in the rear or side yard and should not be placed nor will be allowed within 5 feet of the foundation of the home.

3.32 Gazebos

Approval is required. A gazebo must be an integral part of the rear yard landscape plan and must be similar in material and design to the residence. The color must be generally accepted as a complementary color to the exterior of the residence.

3.33 Grading and Grade Changes

Owners are not permitted to alter the approved grading design of the lot so as to alter the drainage pattern of the lot. See Section 3.21, Drainage

3.34 Greenhouses

Approval is required. Generally, greenhouses are discouraged due to the extensive maintenance required. Approval will be based upon but not limited to general aesthetics, quality and permanence of materials used. Adequate screening will be required.

3.35 Hanging of Clothes

See Section 3.15, Clothes Lines and Hangers.

3.36 Hot Tubs and Jacuzzis

Approval is required. Hot tubs and Jacuzzis must be an integral part of the deck or patio area and of the rear yard landscaping, and be installed in such a way that it is not immediately visible to adjacent property Owners and that it does not create an unreasonable level of noise for adjacent property Owners. In some instances, additional plant material around the hot tub may be required for screening. Non-vegetative screening materials should match or complement the house or deck structure. Prefabricated hot tub enclosures will be evaluated on a case-by-case basis, and may require additional plant material screening.

3.37 Kennels

Approval will not be granted. Breeding or maintaining animals for a commercial purpose is prohibited.

Also see Section 3.19, Dog Runs.

3.38 Landscaping

Within the time frames as hereinafter provided, subject to applicable "**force majeure**" delays as determined by the ARC, the Owner of each Unit (other than Developer or a Builder) shall install landscaping on all portion of the Unit which is not covered by a building or other Improvement, as well as on the tree lawn areas adjacent to such Unit. The Owner of each Unit (other than Developer or a Builder) shall install landscaping on such Unit, and on adjacent tree lawn areas, within one hundred (180) days after acquisition of such Unit by such Owner, if said acquisition occurs between April 1 and July 31; or, by the following July 31, if such acquisition does not occur between April 1 and July 31.

Approval is required. All Owners must comply with any applicable landscaping requirements of the County and the City. The plot plan of the residence and yard must be provided at a measurable scale. All organic materials (plants, shrubs, trees, etc.), building materials (stone, wood, edging, etc.), must be clearly labeled in detail.

The ARC may adopt approved landscape requirements and standards, and all new landscape installations and improvements must meet said requirements. Owners are responsible for compliance with all applicable laws.

Each Owner shall maintain all landscaping on such Owner's Unit, and on adjacent tree lawn areas, in a neat and attractive condition, including periodic and horticulturally correct pruning, removal of weeds and debris, and replacement of landscaping.

3.39 Leases

The term "**lease**," as used herein, includes any agreement for the leasing or rental of a Unit, or any portion thereof, and shall specifically include month to month rentals and subleases, but not leases having a term of less than 30 days except if the Owner of a Unit enters into a lease-back of the Unit in connection with such Owner's sale of the Unit that will permit such Owner to continue occupying the Owner's Unit after the closing of the sale of the Unit. Any Owner shall have the right to lease his Unit, or any portion thereof, as long as all leases provide that the lease, and lessee's occupancy of the leased premises, are subject in all respects to the Governing Documents; and that any failure by the lessee to comply with any of the Governing Documents, in any respect, constitutes a default under the lease.

3.40 Lights and Lighting

Approval is not required for replacing existing lighting, including coach lights, with the same lighting style and color as originally installed.

Approval is required to modify builder installed lighting fixtures or to add exterior lighting.

Approval is required to install motion detector spotlights, spotlights, floodlights or ballasted fixtures (sodium, mercury, multi-vapor, fluorescent, metal halide, etc.).

- A. Considerations will include, but may not be limited to, the visibility, style and location of the fixture.
- B. Exterior lighting for security and/or other uses must be directed at the ground and house, whereby the light cone stays within the property boundaries and the light source does not cause glare to other properties (bullet type light fixtures are recommended).
- C. Ground lighting along walks must be maintained in a working and sightly manner. Low- voltage or solar powered ground lighting fixtures which are typically affixed by stakes or similar posts are to be maintained in good aesthetic repair, be functional, not be a tripping or other physical hazard along pedestrian pathways, and remain generally vertical in their presentation.
- D. Holiday lighting and decorations do not require approval. It is required that they not be installed more than thirty (30) days prior to the holiday. They shall be removed within thirty (30) days following the holiday.

3.41 Lights, Sounds and Odors

No light shall be emitted which is unreasonably bright or causes unreasonable glare; no sound shall be emitted from any Unit which is unreasonably loud or annoying; and no odor shall be permitted from any Unit which is noxious or interferes with the reasonable and peaceful enjoyment or possession of another Unit by occupant thereof.

3.42 Nuisances

No nuisance is permitted which is visible within or otherwise affects any portion of the Property, nor any use, activity or practice which interferes with the peaceful enjoyment or possession and proper use of any Unit, or any portion thereof, by its residents. Construction activity performed by the Developer, approved Builders', the Metropolitan District or any entity approved by the ACR performing activities related to development of the property and/or Units, Lot or other structures are exempt from this section.

3.43 Ornaments/Art - Landscape/Yard

Approval is not required for yard ornaments which are installed in the rear yard and which are of a height less than three (3) feet.

Up to three (3) small (less than 12 inches in height) front yard ornaments may be installed in the front yard without approval, as long as the ornament is installed at ground level and the color and design integrate into the landscape.

Approval is required for any other yard ornaments.

See Section 3.66, Statues or Fountains.

3.44 Overhangs/Sunshades/Awnings- Cloth or Canvas

Approval is required. An overhang should be an integral part of the house or patio design. The color must be the same as, or generally recognized as, a complementary color to the exterior of the residence. A swatch of material to be used must be provided with the review submittal.

See Section 3.41, Patio Covers.

3.45 Painting

Approval is not required to repaint a house if the color and/or color combinations are identical to the original manufacturer color established on the home and/or accessory improvement and installed by the Builder. Any changes to the original color scheme installed by the Builder must be submitted for approval and must conform to the general color scheme of the Community.

3.46 Patio Covers

Approval is required. Patio covers must be constructed of material consistent with the home and be similar or generally recognized as complementary in color to the colors on the house. Freestanding patio covers may be permitted as well as extensions of the roof.

3.47 Patios – Enclosed

See Section 3.3, Additions and Expansions.

3.48 Patios – Open

Approval is required. Open patios must be an integral part of the landscape plan and must be located so as not to create an unreasonable level of noise for adjacent property Owners. In some instances, additional plant material around the patio may be required for screening or integration into the landscape design. The patio and materials must be similar or generally accepted as a complementary color and design to the residence.

See Section 3.17, Decks.

3.49 Paving

Approval is required, regardless of whether for walks, driveways, patio areas or other purposes, and regardless of whether concrete, asphalt, brick, flagstones, stepping stones, pre-cast patterned, or exposed aggregate concrete pavers are used as the paving material.

See Section 3.11, Driveways.

3.50 Pipes

Approval is required for all exterior pipes, conduits and equipment. Adequate screening may also be required.

3.51 Play Structures and Sports Equipment

Approval is required. Consideration will be given to adjacent properties (a minimum five (5) foot setback from the property line, is required for trampolines, swing sets, fort structures, etc.) so as not to create an undue disturbance. In some instances, additional plant material around the equipment may be required for screening. Wood structures must be constructed of pressure treated or other weather resistant materials. All play equipment must be maintained in a good and sightly manner. The use of multi-colored permanent cloth/canvas tarps will be considered on a case by case basis and consideration will be given to the colors requested so as to not be unsightly to adjacent residences. Height of any play structure or sports equipment may not exceed twelve (12) feet.

Toys, bikes and other sports equipment must be stored out of view when not in use.

3.52 Playhouses

Approval is not required if a structure is less than twenty four (24) square feet and less than six (6) feet high, from highest point to the ground.

Approval is required for structures greater than twenty four (24) square feet and/or greater than six (6) feet high, from the highest point to the ground.

See Section 3.2, Accessory Buildings.

3.53 Poles

See Section 3.28, Flags/Flagpoles.

3.54 Ponds and Water Features

Approval is required. Considerations by the ARC will include, but not be limited to, the following criteria:

- A.** Must be integrated into landscape scheme.

- B. Setback shall be a minimum of five (5) feet from all property lines.
- C. Must not affect existing drainage on the lot or off the property.
- D. Must be maintained at all times.

3.55 Pools

Approval is required. Pools must be placed in the rear yard and be an integral part of the deck or patio area. They should be located in such a way that they are not immediately visible to adjacent property Owners (i.e. screened with plant material). Above ground pools and temporary pools are prohibited. One (1) wading pool, if less than eighteen (18) inches high and eight (8) feet in diameter, per Lot, is permitted on a temporary basis without prior approval, if placed in the rear yard.

See Section 3.34, Hot Tubs and Jacuzzis.

3.56 Radio Antennae

See Section 3.6, Antennae/Satellite Dishes.

3.57 Radon Mitigation Systems

Approval is required. Equipment must be painted a color similar or generally accepted as complimentary to the exterior of the house. All equipment shall be installed so as to minimize its visibility.

3.58 Roofing Materials

Approval is required for all roofing materials other than those originally used by the Builder. All buildings constructed on a Lot should be roofed with the same or greater quality and type of roofing material as originally used by the Builder.

Approval is not required for repairs to an existing roof with the same building material and color that exist on the building.

3.59 Rooftop Equipment

Approval is required but generally will not be allowed. Equipment must be painted a color similar or generally accepted as complimentary to the roofing material of the house. All rooftop equipment shall be installed so as to minimize its visibility.

See Section 3.64, Solar Energy Devices.

3.60 Satellite Dishes

See Section 3.6, Antennae/Satellite Dishes.

3.61 Saunas

See Section 3.2, Accessory Buildings.

3.62 Screen Doors

See Section 3.20, Doors.

3.63 Seasonal Decorations

Approval is not required if installed on a lot within forty-five (45) days of a holiday, provided that an Owner is keeping with the Community standards, and provided that the decorations are removed within thirty (30) days of the holiday.

See Section 3.37, Lights and Lighting.

3.64 Security Devices.

Approval is not required. Security devices, including cameras and alarms, must be selected, located and installed so as to be an integral part of the house and not distract from the home's architecture and appearance. Cameras and housing sirens, speaker boxes, conduits and related exterior elements should be unobtrusive and inconspicuous. Such devices should be located where not readily visible and should be a color that blends with or matches the surface to which it is attached.

3.65 Sheds

See Section 3.2, Accessory Buildings.

3.66 Shutters – Exterior

Approval is required and generally will not be approved if the shutters are not of the same design, material and/or color as originally installed by the Builder. New proposed shutters should be appropriate for the architectural style of the home and be of the appropriate proportion to the windows they frame. Shutters should be the same color as the “accent” color of the home (typically the same as the front door or other accent details).

3.67 Siding

Approval is required.

3.68 Signs

Approval is not required for one (1) temporary sign advertising property for sale or lease or one (1) open house sign, which shall be no larger than five (5) square feet and which are conservative in color and style; one (1) yard/garage sale signs which is no larger than 36” x 48”; and/or burglar alarm notification signs, ground staked or window mounted

which are no larger than 8" x 8" Such signs may be installed in the front yard or on the back yard fence of the Lot.

Political signs (defined as signs that carry a message intended to influence the outcome of an election, including supporting or opposing the election of a candidate, the recall of a public official, or the passage of a ballot issue) may be displayed no earlier than 45 days prior to an election and must be removed within 7 days of the election. No more than one (1) sign per political office of ballot measure may be maintained on an individual lot. Political signs shall not exceed 36" by 48" in size.

Approval is required for all other signs. No lighted signs will be permitted unless utilized by the Developer and/or a Builder.

3.69 Solar Energy Devices

Approval is required in order to review aesthetic conditions. Photovoltaic (PV) Solar panels must lay flat on the roof, meet all applicable safety, building codes and electrical requirements, including solar panels for thermal systems (solar water heaters). The ARC is allowed to request changes as long as they don't significantly increase the cost or decrease the efficiency of the proposed device and panels. Please also see Colorado Law C.R.S. 38-30-168, which governs the review and the Owner's installation of such devices.

3.70 Spas

See Section 3.34, Hot Tubs and Jacuzzis.

3.71 Statues or Fountains

Approval is not required if statues or fountains are installed in the rear yard and are not greater than four (4) feet in height from the highest point, including any pedestal.

Approval is required if the statue or fountain is proposed for the front yard. Statue or fountain location in the front yard should be located close to the main entrance of the house.

See Section 3.12, Birdbaths and Section 3.38, Ornaments/Art – Landscape/Yard

3.72 Storage Sheds

Approval will not be given.

See Section 3.60, Sheds and Section 3.2, Accessory Buildings.

3.73 Sunshades

See Section 3.39, Overhangs/Awnings – Cloth or Canvas and Section 3.41, Patio Covers.

3.74 Swamp Coolers

See Section 3.5, Air Conditioning Equipment, Section 3.23, Evaporative Coolers, and Section 3.54, Rooftop Equipment.

3.75 Swing Sets

See Section 3.46, Play Structures and Sports Equipment.

3.76 Television Antennae

See Section 3.6, Antennae/Satellite Dishes.

3.77 Trash and Materials, Restrictions

No refuse, garbage, trash, lumber, grass, shrubs or tree clippings, plant waste, metal, bulk materials, scrap or debris of any kind shall be kept, stored, or allowed to accumulate on a Lot or a street, unless placed in a suitable covered container or trash bin that is suitably located solely for the purpose of trash or recycling pickup. Further, no trash or materials shall be permitted to accumulate in such a manner as to be visible from any Unit. All equipment for the storage or disposal of such materials shall be kept in a clean and sanitary condition. No trash cans, trash bins or other trash or recycling receptacles shall be maintained in an exposed or unsightly manner. Finally, trash removal and recycling services may be subscribed to by the Metropolitan District on behalf of the residents of all or any portion of the Property and, if so, the Board of the Metropolitan District may determine the scope, frequency, and all other matters, with regard to such trash removal and recycling services; and the Owners shall pay their proportionate share of such trash removal and recycling services, as determined by the Board of the Metropolitan District. This section shall not be construed to prevent composting.

Trash cans/bags can be out from 6pm the night before collection day to noon the day after collection day. When not out for collection, trash cans/bags must be stored out of view.

3.78 Tree Houses

Approval will not be granted. Tree houses are not permitted.

3.79 Units to be Maintained

Each Lot (including adjacent tree lawn area(s)) and the Improvements thereon shall at all times be maintained, repaired and replaced in a good, clean and slightly condition by the Owners of such Lot. Any concrete foundation components and concrete post-tension slab that is installed as part of the construction of any Units on the Property or any geogrid extending underground from any retaining wall on or adjacent to a Lot shall not be cut, drilled, removed or modified by any Owner unless

such work is performed in accordance with plans prepared by a licensed structural engineer and any requirements of the ARC. Maintenance includes but is not limited to paint, roofing, windows and landscape.

3.80 Vehicular Parking, Storage and Repairs

3.80.1 Mobile homes, recreational vehicles, trailers (either with or without wheels), campers, camper trailers, boats and other watercraft, recreational vehicles and boat trailers may only be parked in enclosed garages or specific areas, if any, which may be designated by the ARC, but this restriction shall not prevent the parking of such vehicles as a temporary expedient for loading, delivery or emergency. No parking is allowed on any landscaped area. Stored vehicles and vehicles which are inoperable or do not have current operating licenses are not permitted on the Property except within enclosed garages. For purposes of this Section, the ARC may determine whether a vehicle is considered "stored". For example, a vehicle may be considered to be "stored" if it is up on blocks or covered with a tarp and remains on blocks or so covered for seventy-two (72) consecutive hours without the prior approval (which may be with conditions and/or requirements) of the ARC.

3.80.2 No activity, including maintenance, repair, rebuilding, dismantling, repainting or servicing of any kind of vehicles, trailers or boats, may be performed or conducted in the Property unless it is done within completely enclosed structure(s) which screen the sight and sound of the activity from the street and from adjoining property. Any Owner or other Person undertaking any such activities shall be solely responsible for, and assumes all risks of: such activities, including adoption and utilization of any and all necessary safety measures, precautions and ventilation. However, the foregoing restrictions do not prevent washing and polishing of any motor vehicle, boat, trailer, motor-driven cycle, or other vehicle on a Unit, together with those activities normally incident and necessary to such washing and polishing.

3.80.3 In the event the ARC or the Board of the Metropolitan District determines that a vehicle is parked or stored in violation of subsections 3.7.1 or 3.7.2 hereof, then a written notice describing said vehicle shall be personally delivered to the owner thereof (if such owner can be reasonably ascertained) or shall be conspicuously placed upon the vehicle (if the owner thereof cannot be reasonably ascertained), and if the vehicle is not removed within a reasonable time thereafter, as determined by the ARC or the Board of the Metropolitan District, then the ARC or the Board of the Metropolitan District. may have the vehicle removed at the sole expense of the owner thereof.

3.80.4 Garages shall not be converted for habitable living space or for storage which prevents the parking of automobiles therein. No Owner or occupant of a Unit and no invitee of an Owner or occupant shall park or pennit to be parked any vehicle upon any street or driveway or elsewhere in such a manner as to block, impair or impede access to and from another Owner's garage.

3.80.5 DEVELOPER, EACH BUILDER, THE METROPOLITAN DISTRICT, AND THE ARC, HEREBY DISCLAIM ANY AND ALL OBLIGATIONS REGARDING, RELATING TO OR ARISING OUT OF, THE PERFORMANCE OF ANY MAINTENANCE, SERVICING, REBUILDING, REPAIR, DISMANTLING, OR REPAINTING OF ANY TYPE OF VEHICLE, BOAT, TRAILER, MACHINE OR DEVICE OF ANY KIND, BY ANY OWNER OR OTHER PERSON.

3.81 Vanes

See Section 3.77, Weather Vanes and Directionals.

3.82 Vents

See Section 3.54, Rooftop Equipment.

3.83 Walls

See Section 3.25, Fences and Section 3.76, Walls, Retaining.

3.84 Walls, Retaining

Approval is required except that an Owner may replace a builder-installed wall with like material.

New or old creosote treated timber railroad ties are prohibited.

3.85 Weather Vanes and Directionals

Approval is required.

3.86 Wind Electric Generators

Approval is required. In addition to ARC approval, windmills and any other type of fixture, which fall under the criteria of a wind generator, or are used to generate power etc., must meet the requirement of the C.R.S. 40-2-124 and any applicable regulations of the Colorado Public Utilities Commission.

3.87 Windows Replacement

Approval is not required when replacing with identical windows if installed correctly according to manufacturer's instructions. If changing styles, considerations will include, but may not be limited to, size, color, existing and proposed window style and style of home.

3.88 Windows: Tinting, Security Bars, Well Covers, etc.

Approval is not required for window well covers that are manufactured with metal or plexiglass. All others will require ARC approval.

Approval is required for any visible window tinting. Highly reflective and/or dark tinting is considered too commercial for residential applications and is not permitted.

Approval is required for security bars and generally will not be approved.

3.89 Xeriscape

Approval is required. Using drought tolerant plantings and other water conservation methods of landscaping is encouraged; however, the design must be approved. Xeriscape uses much less water than typical suburban residential landscape, but it does not mean that large areas of river rock or mulch will be allowed in place of green, growing plant material. Artificial turf is permitted with the following guidelines:

- A. The synthetic turf must be natural in appearance and integrated into the overall landscape design in a natural looking manner, so as not to appear as a sports field and it shall not be installed directly adjacent to the property line.
- B. The general appearance of the synthetic turf must be designed and installed in such a manner as to effectively simulate the appearance of a well-maintained lawn.
- C. The synthetic turf uniformity must be maintained for all areas.
- D. No synthetic turf shall be installed or approved in the front yard.
- E. Turf must have a minimum of an 8-year product warranty and the warranty shall not be limited to the amount of usage, lawn elevation, nor the type of footwear that can be worn.
- F. Installation must assure adequate drainage, must have an adequate subgrade, be properly secure, be free of ripples or showing of seams, have finished edges, and be securely attached to prevent lateral movement.

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EXHIBIT A

DENVER CONNECTION WEST DESIGN AND LANDSCAPE GUIDELINES

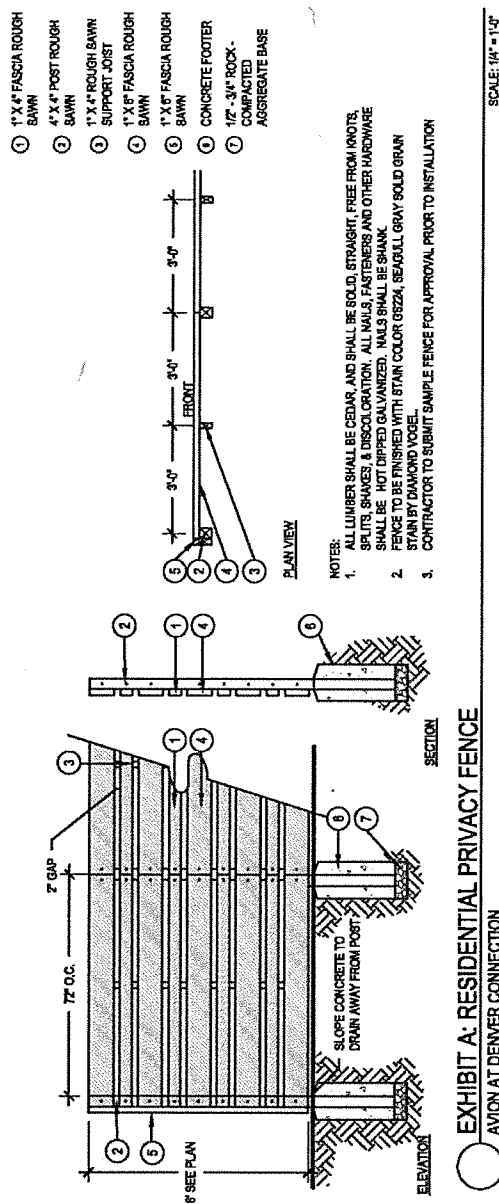
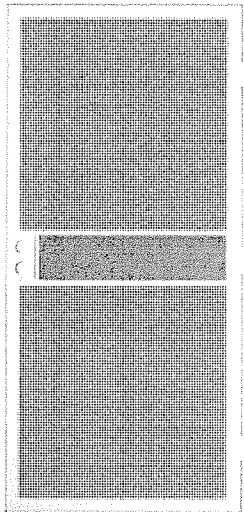
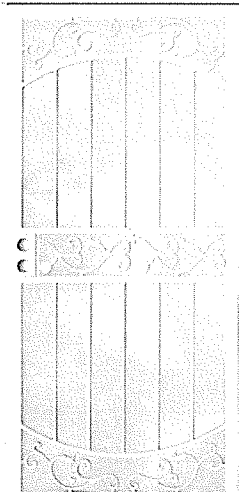


Exhibit B

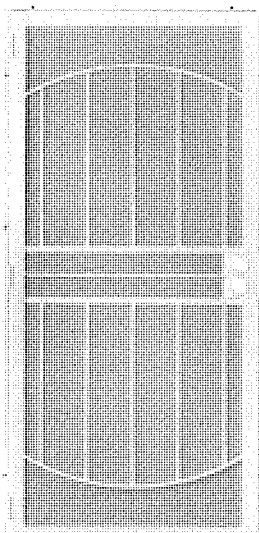
Pre-Approved Security Doors:



White Surface Mount ClearGuard Security Door with
Meshtec Screen



La Entrada White Surface Mount Outswin
Steel Security Door with Perforated Metal Screen



Arcada White Surface Mount Outswing Steel Security
Door with Expanded Metal Screen

APPENDIX A: ARCHITECTURAL REVIEW REQUEST FORM

ARCHITECTURAL REVIEW REQUEST FORM

FOR OFFICE USE ONLY

Denver Connection West Metropolitan District
c/o MSI, LLC
11002 Benton Street
Westminster, Colorado 80020

Date Received: _____

Crucial Date: _____

Date Sent to Entity: _____

Date Rcvd from Entity: _____

HOMEOWNER NAME(S): _____

ADDRESS: _____

PHONE(S): _____

My request involves the following type(s) of improvement(s):

- | | | | |
|---|--|--|--------------------------------------|
| <input type="checkbox"/> Landscaping | <input type="checkbox"/> Deck/Patio Slab | <input type="checkbox"/> Roofing | <input type="checkbox"/> Landscaping |
| <input type="checkbox"/> Drive/Walk Addition | <input type="checkbox"/> Patio Cover | <input type="checkbox"/> Room Addition | |
| <input type="checkbox"/> Basketball Backboard | <input type="checkbox"/> Fencing | <input type="checkbox"/> Other: _____ | |

Include two copies of your plot plans, and describe improvements showing in detail what you intend to accomplish (see Article 2 of the Rules and Regulations of Denver Connection West). Be sure to show existing conditions as well as your proposed improvements and any applicable required screening (see the Rules and Regulations for requirement details for your specific proposed Improvement).

I understand that I must receive approval from the ARC in order to proceed with installation of Improvements if Improvements vary from the Rules and Regulations or, are not specifically exempt. I understand that I may not alter the drainage on my lot. I understand that the ARC is not responsible for the safety of Improvements, whether structural or otherwise, or conformance with building codes or other governmental laws or regulations, and that I may be required to obtain a building permit to complete the proposed Improvements. The ARC and the members thereof, as well as the District, the Board of Directors, or any representative of the ARC, shall not be liable for any loss, damage or injury arising out of or in any way connected with the performance of the ARC for any action, failure to act, approval, disapproval, or failure to approve or disapprove submittals, if such action was in good faith or without malice. All work authorized by the ARC shall be completed within the time limits established specified below, but if not specified, not later than one year after the approval was granted. I further understand that following the completion of my approved Improvement the ARC reserves to right to inspect the Improvement at any time in order to determine whether the proposed Improvement has been completed and/or has been completed in compliance with this Architectural Review Request.

Date: _____ Homeowner's Signature: _____

ARC Action:

- ☐ Approved as submitted
- ☐ Approved subject to the following requirements:
- ☐ Disapproved for the following reasons:

All work to be completed no later than: _____

DRC/ARC Signature: _____ Date: _____

SUBMITTAL FEES

Submittal Fees may be charged on the following schedule for each submittal based upon recommendation by the Design Review Committee:

- Landscape Review and/or Fence Review - \$50
- A Main Building Addition, Deck, Patio, Site Plan, Footprint (including Driveway) Review - \$100
- Paint Color - \$50
- All other items - \$50

DENVER CONNECTION WEST METRO DISTRICT

Board Meeting Project Status

May 28, 2019



Project Work

Site Visits

Site visits were done twice a month. The overall status of construction is as follows:

- Earthwork import to the park is on-going.
- Construction on the Hub is on-going. Punchlist items are being resolved.
- The outdoor furniture is scheduled to be delivered May 21st.
- Hub plantings expected to be finished May 20th.
- The Hub fencing raising is expected to be complete late May.
- The pools are complete and full. The maintenance company has taken over maintenance.
- Construction of the open space flat concrete is ongoing as weather permits.
- Seat walls, planter walls and other park amenities are on-going.

Cost Certification

- Cost Certification #16



Construction Contract Documents

Contractor Contracts

- MW Golden Acceptance and Retainage Release

District Contract Change Orders

- MW Golden
 - Change Order 27 – Additional Electrical Costs - \$30,149.00 – Recommend Approval
 - Change Order Request – Extended General Conditions - \$135,157.00 – Board Discussion
 - Change Order Request – Picture Frame Fence Mesh - \$24,985.00 – Board Discussion
 - Change Order Request – Wading Pool Light Credit – Not submitted yet

Consultant/Vendor Agreements

Consultant/Vendor Agreements

- None

Consultant/Vendor Task Orders

- Godden Sudik
 - Task Order 2 – Additional Services – \$15,335.00

Other Matters

None

Denver Connection West Metropolitan District
June-19

	General	Debt	Capital	Totals
Disbursements	\$ 37,004.01	\$ -	\$ 187,190.54	\$ 224,194.55
Xpress Bill Pay	\$ 32.83	\$ -		\$ 32.83
Total Disbursements from Checking Acct	\$ 37,036.84	\$ -	\$ 187,190.54	\$ 224,227.38

Check No and Date	Payee	Invoice No	GL Account Title	GL Acct	Amount	Total
1266						
06/17/2019	Absolute Pool Management, LLC	10576	Pool Maintenance	1-698	2,415.00	2,415.00
06/17/2019	Absolute Pool Management, LLC	10644	Pool Maintenance	1-698	1,785.00	1,785.00
06/17/2019	Absolute Pool Management, LLC	10645	Pool Maintenance	1-698	300.00	300.00
06/17/2019	Absolute Pool Management, LLC	10670	Pool Maintenance	1-698	95.00	95.00
Total 1266:						4,595.00
1267						
06/17/2019	All American Electrostatic Painti	833	Capital Outlay	3-762	953.76	953.76
Total 1267:						953.76
1268						
06/17/2019	Altitude Community Law P.C.	MAY 2019	Legal	1-675	2,155.00	2,155.00
Total 1268:						2,155.00
1269						
06/17/2019	Avion at Denver Connection Tow	20190612	Snow Removal	1-696	1,283.75	1,283.75
Total 1269:						1,283.75
1270						
06/17/2019	BrightView Landscape Services,	PAY APP 9	Capital Outlay	3-762	108,017.47	108,017.47
06/17/2019	BrightView Landscape Services,	PAY APP 9	Retainage Payable	3-318	5,400.87-	5,400.87-
Total 1270:						102,616.60
1271						
06/17/2019	CliftonLarsonAllen, LLP	2145309	Accounting	3-612	4,073.73	4,073.73
06/17/2019	CliftonLarsonAllen, LLP	2145309	Accounting	1-612	2,715.82	2,715.82
06/17/2019	CliftonLarsonAllen, LLP	2168950	Accounting	1-612	1,076.86	1,076.86
06/17/2019	CliftonLarsonAllen, LLP	2168950	Accounting	3-612	1,615.29	1,615.29
Total 1271:						9,481.70
1272						
06/17/2019	Denver Water	15898 6/19	Utility - Water	1-694	142.48	142.48
06/17/2019	Denver Water	4746 6/16	Utility - Water	1-694	778.11	778.11
Total 1272:						920.59
1273						
06/17/2019	IDES LLC	DEN087.27	Capital Outlay	3-762	7,965.60	7,965.60
Total 1273:						7,965.60
1274						
06/17/2019	Manager of Finance	SD FEE 19-039	Miscellaneous	1-685	3,000.00	3,000.00
Total 1274:						3,000.00
1275						
06/17/2019	McGeady Becher P.C.	1324C MAY 19	Legal	1-675	4,757.00	4,757.00
06/17/2019	McGeady Becher P.C.	1324C MAY 19	Legal	3-675	7,135.50	7,135.50
06/17/2019	McGeady Becher P.C.	1324C MAY 19	Legal	3-675	690.00	690.00

Check No and Date	Payee	Invoice No	GL Account Title	GL Acct	Amount	Total
Total 1275:						12,582.50
1276						
06/17/2019	MW Golden Constructors	PAY APP 19	Capital Outlay	3-762	7,052.08	7,052.08
06/17/2019	MW Golden Constructors	PAY APP 19	Retainage Payable	3-318	352.60-	352.60-
Total 1276:						6,699.48
1277						
06/17/2019	Norris Design, Inc.	01-050701	Capital Outlay	3-762	2,830.19	2,830.19
Total 1277:						2,830.19
1278						
06/17/2019	Nu Style Landscape & Design, In	13647	Snow Removal	1-696	165.00	165.00
Total 1278:						165.00
1279						
06/17/2019	Pet Scoop	233360	Dog Park / Maintenance	1-697	558.00	558.00
Total 1279:						558.00
1280						
06/17/2019	Rocky Mountain Security	5/2019	Covenant Control	1-625	1,600.00	1,600.00
Total 1280:						1,600.00
1281						
06/17/2019	Special Dist Management Srvs	MAY 2019	District Management	1-680	2,859.80	2,859.80
06/17/2019	Special Dist Management Srvs	MAY 2019	District Management - CP	3-680	4,289.70	4,289.70
06/17/2019	Special Dist Management Srvs	MAY 2019	Covenant Control	1-625	5,928.00	5,928.00
06/17/2019	Special Dist Management Srvs	MAY 2019	Miscellaneous	1-685	525.39	525.39
Total 1281:						13,602.89
1282						
06/17/2019	Thoutt Bros. Concrete Contracto	PAY APP 5	Capital Outlay	3-762	50,863.88	50,863.88
06/17/2019	Thoutt Bros. Concrete Contracto	PAY APP 5	Retainage Payable	3-318	2,543.19-	2,543.19-
Total 1282:						48,320.69
1283						
06/17/2019	Xcel Energy	632520380	Utility - Electricity	1-695	82.34	82.34
06/17/2019	Xcel Energy	640617974	Utility - Electricity	1-695	2,133.39	2,133.39
Total 1283:						2,215.73
1284						
06/17/2019	YMCA of Metropolitan Denver	06101953	Management	1-691	2,648.07	2,648.07
Total 1284:						2,648.07
Grand Totals:						224,194.55

Denver Connection West Metropolitan District
July-19

	General	Debt	Capital	Totals
Disbursements	\$ 25,449.11	\$ -	\$ 179,393.16	\$ 204,842.27
Xpress Bill Pay	\$ 29.34	\$ -		\$ 29.34
Total Disbursements from Checking Acct	\$ 25,478.45	\$ -	\$ 179,393.16	\$ 204,871.61

Check No and Date	Payee	Invoice No	GL Account Title	GL Acct	Amount	Total
1285						
07/15/2019	Absolute Pool Management, LLC	10578	Pool Maintenance	1-698	2,415.00	2,415.00
07/15/2019	Absolute Pool Management, LLC	10691	Pool Maintenance	1-698	900.00	900.00
07/15/2019	Absolute Pool Management, LLC	10700	Pool Maintenance	1-698	140.00	140.00
07/15/2019	Absolute Pool Management, LLC	10711	Pool Maintenance	1-698	285.00	285.00
Total 1285:						3,740.00
1286						
07/15/2019	Altitude Community Law P.C.	6/2019	Legal	1-675	615.00	615.00
Total 1286:						615.00
1287						
07/15/2019	BrightView Landscape Services,	PAY APP 10	Capital Outlay	3-762	30,869.09	30,869.09
07/15/2019	BrightView Landscape Services,	PAY APP 10	Retainage Payable	3-318	1,543.45-	1,543.45-
Total 1287:						29,325.64
1288						
07/15/2019	Denver Water	4746 JUN 19	Miscellaneous	1-685	422.64	422.64
Total 1288:						422.64
1289						
07/15/2019	Godden Sudik Architects	19-030	Architecture	3-761	385.00	385.00
Total 1289:						385.00
1290						
07/15/2019	IDES LLC	DEN087.28	Capital Outlay	3-762	6,950.72	6,950.72
Total 1290:						6,950.72
1291						
07/15/2019	McGeady Becher P.C.	1324C 05/2019	Legal	1-675	4,107.80	4,107.80
07/15/2019	McGeady Becher P.C.	1324C 05/2019	Legal	3-675	6,161.70	6,161.70
07/15/2019	McGeady Becher P.C.	1324C 05/2019	Legal	3-675	520.00	520.00
Total 1291:						10,789.50
1292						
07/15/2019	MSI, LLC	85542	District Management	1-680	723.81	723.81
Total 1292:						723.81
1293						
07/15/2019	MW Golden Constructors	PAY APP 20	Capital Outlay	3-762	1,876.73	1,876.73
07/15/2019	MW Golden Constructors	PAY APP 20	Retainage Payable	3-318	93.84-	93.84-
Total 1293:						1,782.89
1294						
07/15/2019	Norris Design, Inc.	01-51510	Capital Outlay	3-762	1,518.76	1,518.76
Total 1294:						1,518.76

Check No and Date	Payee	Invoice No	GL Account Title	GL Acct	Amount	Total
1295						
07/15/2019	Nu Style Landscape & Design, In	14053	Landscape Maintenance	1-700	2,500.00	2,500.00
07/15/2019	Nu Style Landscape & Design, In	14385	Landscape Maintenance	1-700	2,500.00	2,500.00
Total 1295:						5,000.00
1296						
07/15/2019	Possibilites for Design, Inc.	4998-IN 5019-IN	Capital Outlay	3-762	9,143.15	9,143.15
Total 1296:						9,143.15
1297						
07/15/2019	Special Dist Management Srvs	JUNE 2019	District Management	1-680	1,293.60	1,293.60
07/15/2019	Special Dist Management Srvs	JUNE 2019	District Management - CP	3-680	1,940.40	1,940.40
07/15/2019	Special Dist Management Srvs	JUNE 2019	Covenant Control	1-625	1,500.00	1,500.00
07/15/2019	Special Dist Management Srvs	JUNE 2019	Miscellaneous	1-685	317.29	317.29
07/15/2019	Special Dist Management Srvs	JUNE 2019	Billing & Collections	1-616	1,875.00	1,875.00
07/15/2019	Special Dist Management Srvs	JUNE 2019	Clubhouse Operations/ S	1-690	2,926.00	2,926.00
Total 1297:						9,852.29
1298						
07/15/2019	Specialized Cleaning Services	11650	Clubhouse Operations/ S	1-690	900.00	900.00
Total 1298:						900.00
1299						
07/15/2019	Split Rail Fence Company	1316	Capital Outlay	3-762	2,360.00	2,360.00
Total 1299:						2,360.00
1300						
07/15/2019	Thoutt Bros. Concrete Contracto	PAY APP 6	Capital Outlay	3-762	125,584.11	125,584.11
07/15/2019	Thoutt Bros. Concrete Contracto	PAY APP 6	Retainage Payable	3-318	6,279.21-	6,279.21-
Total 1300:						119,304.90
1301						
07/15/2019	Xcel Energy	644315764	Utility - Electricity	1-695	2,027.97	2,027.97
Total 1301:						2,027.97
Grand Totals:						204,842.27

DENVER CONNECTION WEST METROPOLITAN DISTRICT
FINANCIAL STATEMENTS
MAY 31, 2019



Accountant's Compilation Report

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

Management is responsible for the accompanying financial statements of Denver Connection West Metropolitan District, which comprise the balance sheet - governmental funds as of May 31, 2019, and the related statement of revenues, expenditures, and changes in fund balance - actual, for the period from January 01, 2019 through May 31, 2019, for the General Fund, in accordance with accounting principles generally accepted in the United States of America. Management is also responsible for the accompanying financial forecasted budget, which comprises the statement of revenues, expenditures, and changes in fund balance - budget, for the year then ending, for the General Fund, and the related summary of significant assumptions in accordance with guidelines for the presentation of financial forecast established by the American Institute of Certified Public Accountants. We have performed compilation engagements in accordance with Statements of 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, examine, or review the historical financial statements or the financial forecasted 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 these historical financial statements and this financial forecasted budget.

The forecasted budget results may not be achieved as there will usually be differences between the forecasted budget and actual results, because events and circumstances frequently do not occur as expected, and these differences may be material. We assume no responsibility to update this report for events and circumstances occurring after the date of this report.

Management has elected to omit the management's discussion and analysis, the government-wide financial statements, the statement of revenues, expenditures and changes in fund balance - governmental funds, and substantially all of the disclosures required by accounting principles generally accepted in the United States of America. If the omitted disclosures were included in the historical financial statements, they might influence the user's conclusions about the District's financial position and results of operations. Accordingly, the historical financial statements are not designed for those who are not informed about such matters.

The supplementary information and the supplementary financial forecasted budget information are presented for additional analysis and are not a required part of the basic financial statements. This information is the representation of management. The information was subject to our compilation engagement; however we have not audited, examined, or reviewed the supplementary information and, accordingly, do not express an opinion, a conclusion, nor provide any form of assurance on the supplementary historical information and the supplementary budget information.

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

Greenwood Village, Colorado
July 15, 2019

DENVER CONNECTION WEST METROPOLITAN DISTRICT
BALANCE SHEET - GOVERNMENTAL FUNDS
MAY 31, 2019

	General	Special Revenue	Debt Service	Capital Projects	Total
ASSETS					
Cash - Checking	\$ 112,623	\$ 112,164	\$ 31,216	\$ 23,395	\$ 279,398
Colotrust	-	-	72,540	-	72,540
UMB - Surplus Fund 2017A	-	-	988,383	-	988,383
UMB - Bond Fund Series 2017A	-	-	789,159	-	789,159
UMB - Reserve Fund Series 2017A	-	-	798,070	-	798,070
Receivable from County Treasurer	10,357	-	41,432	-	51,789
TOTAL ASSETS	<u>\$ 122,980</u>	<u>\$ 112,164</u>	<u>\$ 2,720,800</u>	<u>\$ 23,395</u>	<u>\$ 2,979,339</u>
LIABILITIES AND FUND BALANCES					
CURRENT LIABILITIES					
Accounts payable	\$ 29,684	\$ 46,165	\$ -	\$ 359,184	\$ 435,033
Total Liabilities	<u>29,684</u>	<u>46,165</u>	<u>-</u>	<u>359,184</u>	<u>435,033</u>
FUND BALANCES					
Total Fund Balances	<u>93,296</u>	<u>65,999</u>	<u>2,720,800</u>	<u>(335,789)</u>	<u>2,544,306</u>
TOTAL LIABILITIES AND FUND BALANCES	<u>\$ 122,980</u>	<u>\$ 112,164</u>	<u>\$ 2,720,800</u>	<u>\$ 23,395</u>	<u>\$ 2,979,339</u>

These financial statements should be read only in connection with the accompanying accountant's compilation report.

DENVER CONNECTION WEST METROPOLITAN DISTRICT
STATEMENT OF REVENUES, EXPENDITURES AND
CHANGES IN FUND BALANCES - BUDGET AND ACTUAL
FOR THE FIVE MONTHS ENDED MAY 31, 2019

GENERAL FUND

	Annual Budget	Year to Date Actual	Variance
REVENUES			
Interest income	\$ 40	\$ -	\$ (40)
Property taxes	46,764	33,523	(13,241)
Specific ownership tax	2,806	1,490	(1,316)
TOTAL REVENUES	<u>49,610</u>	<u>35,013</u>	<u>(14,597)</u>
EXPENDITURES			
Accounting	25,000	8,959	16,041
Auditing	5,000	-	5,000
Contingency	3,532	-	3,532
County Treasurer's fee	468	323	145
District management	45,000	24,200	20,800
Legal services	25,000	6,849	18,151
Miscellaneous	1,000	5,638	(4,638)
TOTAL EXPENDITURES	<u>105,000</u>	<u>45,969</u>	<u>59,031</u>
NET CHANGE IN FUND BALANCES	(55,390)	(10,956)	44,434
FUND BALANCES - BEGINNING	<u>104,252</u>	<u>104,252</u>	<u>-</u>
FUND BALANCES - ENDING	<u>\$ 48,862</u>	<u>\$ 93,296</u>	<u>\$ 44,434</u>

These financial statements should be read only in connection with the accompanying accountant's compilation report.

DENVER CONNECTION WEST METROPOLITAN DISTRICT
STATEMENT OF REVENUES, EXPENDITURES AND
CHANGES IN FUND BALANCES - BUDGET AND ACTUAL
FOR THE FIVE MONTHS ENDED MAY 31, 2019

SPECIAL REVENUE FUND

	Current Month	Year to Date Actual	Annual Budget	Variance
REVENUES				
Admin fees	\$ 4,200	\$ 8,900	\$ 20,000	(11,100)
Operations and Maintenance Fee	28,646	133,746	345,780	(212,034)
TOTAL REVENUES	<u>32,846</u>	<u>142,646</u>	<u>365,780</u>	<u>(223,134)</u>
EXPENDITURES				
Administrative management	1,188	5,961	27,850	21,889
Clubhouse operations/supplies	1,333	3,161	20,700	17,539
Contingency	-	-	6,664	6,664
Covenant control	10,238	15,136	1,000	(14,136)
Dog Park Maintenance	558	1,922	2,000	78
Dues and licenses	-	630	630	-
Insurance and bonds	-	23,170	4,796	(18,374)
Landscape improvements	-	-	10,640	10,640
Landscape Maintenance	-	-	65,668	65,668
Miscellaneous	-	-	1,000	1,000
Pool Maintenance	7,783	7,783	15,150	7,367
Repairs and maintenance	-	-	33,417	33,417
Reserve for Capital improvements	-	-	51,972	51,972
Security	1,600	1,600	-	(1,600)
Snow Removal	165	15,140	8,390	(6,750)
Utility - electricity	82	1,060	16,000	14,940
Utility - sewer	-	-	2,400	2,400
Utility - water	921	1,083	31,723	30,640
TOTAL EXPENDITURES	<u>23,868</u>	<u>76,646</u>	<u>300,000</u>	<u>223,354</u>
NET CHANGE IN FUND BALANCES	8,978	66,000	65,780	220
FUND BALANCES - BEGINNING	<u>57,021</u>	<u>-</u>	<u>-</u>	<u>-</u>
FUND BALANCES - ENDING	<u>\$ 65,999</u>	<u>\$ 66,000</u>	<u>\$ 65,780</u>	<u>\$ 220</u>

These financial statements should be read only in connection with the accompanying accountant's compilation report.

SUPPLEMENTARY INFORMATION

DENVER CONNECTION WEST METROPOLITAN DISTRICT
SCHEDULE OF REVENUES, EXPENDITURES AND
CHANGES IN FUND BALANCES - BUDGET AND ACTUAL
FOR THE FIVE MONTHS ENDED MAY 31, 2019

DEBT SERVICE FUND

	Annual Budget	Year to Date Actual	Variance
REVENUES			
Property taxes	\$ 187,066	\$ 134,100	\$ (52,966)
Specific ownership tax	11,224	5,959	(5,265)
Interest income	35,000	17,855	(17,145)
Facilities fees	627,000	177,000	(450,000)
TOTAL REVENUES	<u>860,290</u>	<u>334,914</u>	<u>(525,376)</u>
EXPENDITURES			
County Treasurer's fee	1,871	1,291	580
Bond interest - Series 2017A	520,838	-	520,838
Bond interest - Series 2017B	379,835	-	379,835
TOTAL EXPENDITURES	<u>902,544</u>	<u>1,291</u>	<u>901,253</u>
NET CHANGE IN FUND BALANCES	(42,254)	333,623	375,877
FUND BALANCES - BEGINNING	<u>2,264,642</u>	<u>2,387,176</u>	<u>122,534</u>
FUND BALANCES - ENDING	<u><u>\$ 2,222,388</u></u>	<u><u>\$ 2,720,799</u></u>	<u><u>\$ 498,411</u></u>

DENVER CONNECTION WEST METROPOLITAN DISTRICT
SCHEDULE OF REVENUES, EXPENDITURES AND
CHANGES IN FUND BALANCES - BUDGET AND ACTUAL
FOR THE FIVE MONTHS ENDED MAY 31, 2019

CAPITAL PROJECTS FUND

	Annual Budget	Year to Date Actual	Variance
REVENUES			
TOTAL REVENUES			
EXPENDITURES			
Engineering	30,000	-	30,000
Architecture	25,000	1,651	23,349
Capital outlay	7,000,000	973,228	6,026,772
Accounting	31,500	13,437	18,063
District management	57,000	24,261	32,739
Legal services	33,000	18,496	14,504
TOTAL EXPENDITURES	<u>7,176,500</u>	<u>1,031,073</u>	<u>6,145,427</u>
EXCESS OF REVENUES OVER (UNDER) EXPENDITURES	(7,176,500)	(1,031,073)	6,145,427
OTHER FINANCING SOURCES (USES)			
Developer advance	7,176,500	1,673,046	(5,503,454)
TOTAL OTHER FINANCING SOURCES (USES)	<u>7,176,500</u>	<u>1,673,046</u>	<u>(5,503,454)</u>
NET CHANGE IN FUND BALANCES	-	641,973	641,973
FUND BALANCES - BEGINNING	<u>-</u>	<u>(977,761)</u>	<u>(977,761)</u>
FUND BALANCES - ENDING	<u>\$ -</u>	<u>\$ (335,788)</u>	<u>\$ (335,788)</u>

**DENVER CONNECTION WEST METROPOLITAN DISTRICT
2019 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 Statutes C.R.S. 29-1-105 using its best estimates as of the date of the budget hearing. These estimates are based on expected conditions and its expected course of actions. The assumptions disclosed herein are those that the District believes are significant to the budget. There will usually be differences between the budget and actual results, because events and circumstances frequently do not occur as expected, and those differences may be material.

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 55.277 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]. As of December 31, 2019, the adjusted maximum mill levy for debt service is 44.222 mills and the general fund mill levy increased to 11.055 from 10.000 mills.

**DENVER CONNECTION WEST METROPOLITAN DISTRICT
2019 BUDGET
SUMMARY OF SIGNIFICANT ASSUMPTIONS**

Revenue - (continued)

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 6.00% of the property taxes collected.

Net Investment Income

Interest earned on the District's available funds has been estimated based on an average interest rate of approximately 1.5%.

Developer Advances

Developer advances are expected to fund capital project expenditures. Developer advances are to be recorded as revenue for budget purposes with an obligation for future repayment when the District is financially able to issue bonds to reimburse the Developer.

Administrative Fee

The District imposes Administrative Fee associated with a transfer of ownership of any dwelling unit located within the Property in the amount of \$100 per unit. The fee is due and payable at the time of sale, transfer or re-sale of any unit constructed on a lot which has a certificate of occupancy. It is anticipated that in 2019 the District will have 200 dwelling units.

Operations and Maintenance Fees

The District imposes an Operations and Maintenance fee (O&M fee) to offset the operations and maintenance expenditures of the District. In the amount of \$168 per quarter for each residential unit, \$183 per quarter for each rear-loaded residential unit and \$183 per quarter for each townhome unit. The O&M fees will be billed quarterly as determined by the District. The amount charged by the District for Operations and Maintenance Fees is anticipated to be \$590,220. It is anticipated that in 2019 the District will have 350 residential units, 154 rear-loaded residential units, and 331 townhome units.

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.

**DENVER CONNECTION WEST METROPOLITAN DISTRICT
2019 BUDGET
SUMMARY OF SIGNIFICANT ASSUMPTIONS**

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. Estimated expenditures related to clubhouse maintenance, operations and management are also included in the General Fund budget.

County Treasurer's Fees

County Treasurer's fees have been computed at 1% of property tax collections.

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 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. As of December 31, 2018, the adjusted maximum mill levy is 44.222.

**DENVER CONNECTION WEST METROPOLITAN DISTRICT
2019 BUDGET
SUMMARY OF SIGNIFICANT ASSUMPTIONS**

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

June 1 and December 1

Year Ended December 31,	Principal	Interest	Total
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	435,106	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	335,669	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
	<u>\$ 9,690,000</u>	<u>\$ 11,013,105</u>	<u>\$ 20,703,105</u>

This supplementary information should be read only in connection with the accompanying accountant's compilation report.

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

Year Ended December 31,	December 15		
	Principal	Interest	Total
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
	<u>\$ 2,539,000</u>	<u>\$ 4,784,522</u>	<u>\$ 7,323,522</u>

DENVER CONNECTION WEST METROPOLITAN DISTRICT
Property Taxes Reconciliation
2019

	Current Year						Prior Year		
	Property Taxes	Delinquent Taxes, Rebates and Abatements	Specific Ownership Taxes	Interest	Treasurer's Fees	Due to County	% of Total Property Taxes Received		Total Cash Received
							Monthly	Y-T-D	
January	\$ 3,523.94	\$ -	\$ 699.60	\$ -	\$ (35.24)	\$ -	1.51%	1.51%	262.50
February	53,282.05	-	3,038.39	-	(532.82)	-	22.79%	24.29%	4,568.75
March	15,528.72	-	1,124.61	2.09	(155.31)	-	6.64%	30.93%	6,019.00
April	42,272.78	-	1,301.94	(4,227.05)	(380.46)	-	18.08%	49.01%	1,736.00
May	67,262.08	(14,246.00)	1,284.36	(2,001.54)	(510.14)	-	22.67%	71.69%	131,739.25
June	50,315.61	(44,313.50)	1,199.03	(6,646.96)	6.45	(638.40)	2.57%	74.25%	3,602.00
July	-	-	-	-	-	-	0.00%	74.25%	9,870.00
August	-	-	-	-	-	-	0.00%	74.25%	-
September	-	-	-	-	-	-	0.00%	74.25%	-
October	-	-	-	-	-	-	0.00%	74.25%	-
November	-	-	-	-	-	-	0.00%	74.25%	-
December (accrued)	-	-	-	-	-	-	0.00%	74.25%	-
\$ 232,185.18	\$ (58,559.50)	\$ 8,647.93	\$ (12,873.46)	\$ (1,607.52)	\$ (638.40)	\$ 168,431.03	74.25%	74.25%	\$ 157,797.50

Taxes Levied	% of Levied	Property Taxes Collected	% Collected to Amount Levied
--------------	-------------	--------------------------	------------------------------

Property Tax			
General Fund	\$ 46,764	20.00% \$ 34,723.64	74.25%
Debt Service Fund	187,066	80.00% 138,902.04	74.25%
Total	\$ 233,830	100.00% \$ 173,625.68	74.25%

Specific Ownership Tax			
General Fund	\$ 2,806	20.00% \$ 1,729.59	61.64%
Debt Service Fund	11,224	80.00% 6,918.34	61.64%
Total	\$ 14,030	100.00% \$ 8,647.93	61.64%

Treasurer's Fees			
General Fund	\$ 468	20.01% \$ 321.64	68.73%
Debt Service Fund	1,871	79.99% 1,285.88	68.73%
Total	\$ 2,339	100.00% \$ 1,607.52	68.73%

This supplementary information should be read only in connection with the accompanying accountant's compilation report.

DENVER CONNECTION WEST

Schedule of Developer Advances

Updated as of July 15, 2019

Summary of Developer Advances					
Description	Date	General Fund Operation	Capital Projects Fund	Capital Projects Fund Cap. Acquisition	Total
DEVELOPER ADVANCE	08/10/17	\$ 3,000.00	\$ -	\$ -	\$ 3,000.00
DEVELOPER ADVANCE	08/10/17	25,546.49	75,453.51	-	101,000.00
DEVELOPER ADVANCE - CAP REQ NO. 1	08/22/17	-	-	2,238,416.10	2,238,416.10
REPAYMENT OF DEVELOPER ADVANCE	08/24/17	-	-	(2,238,416.10)	(2,238,416.10)
DEVELOPER ADVANCE - CAP REQ NO. 2	09/26/17	-	-	5,135,399.18	5,135,399.18
REPAYMENT OF DEVELOPER ADVANCE	09/29/17	-	-	(5,135,399.18)	(5,135,399.18)
DEVELOPER ADVANCE	10/11/17	7,002.05	48,080.02	-	55,082.07
DEVELOPER ADVANCE - CAP REQ NO. 3	10/17/17	-	-	1,453,582.43	1,453,582.43
REPAYMENT OF DEVELOPER ADVANCE	10/24/17	-	-	(454,189.33)	(454,189.33)
REPAYMENT OF DEVELOPER ADVANCE	10/24/17	-	-	(999,393.10)	(999,393.10)
DEVELOPER ADVANCE	11/17/17	2,771.14	10,399.67	-	13,170.81
DEVELOPER ADVANCE - CAP REQ NO. 4	11/28/17	-	-	1,018,498.02	1,018,498.02
DEVELOPER ADVANCE - CAP REQ NO. 5	11/28/17	-	-	1,529,019.85	1,529,019.85
REPAYMENT OF DEVELOPER ADVANCE	12/01/17	-	-	(1,018,498.02)	(1,018,498.02)
REPAYMENT OF DEVELOPER ADVANCE	12/01/17	-	-	(450,938.68)	(450,938.68)
DEVELOPER ADVANCE	12/20/17	6,135.08	7,541.43	-	13,676.51
DEVELOPER ADVANCE	12/20/17	-	69,184.81	-	69,184.81
INTEREST ON DEVELOPER ADVANCE	12/31/17	1,060.54	3,503.76	15,351.90	19,916.20
DEVELOPER ADVANCE	01/24/18	3,960.77	53,675.51	-	57,636.28
DEVELOPER ADVANCE	02/09/18	4,443.29	34,732.28	-	39,175.57
DEVELOPER ADVANCE	02/23/18	-	29,295.15	-	29,295.15
DEVELOPER ADVANCE - CAP REQ NO. 6	02/27/18	-	-	1,891,252.48	1,891,252.48
DEVELOPER ADVANCE	03/16/18	7,286.26	192,664.71	-	199,950.97
DEVELOPER ADVANCE	04/13/18	8,071.36	246,594.88	-	254,666.24
DEVELOPER ADVANCE - CAP REQ NO. 7	04/27/18	-	-	939,036.41	939,036.41
DEVELOPER ADVANCE	05/04/18	4,974.95	872,325.84	-	877,300.79
DEVELOPER ADVANCE	06/14/18	783.90	224,216.10	-	225,000.00
DEVELOPER ADVANCE - CAP REQ NO. 8	06/26/18	-	-	809,628.31	809,628.31
DEVELOPER ADVANCE	07/06/18	-	315,359.75	-	315,359.75
DEVELOPER ADVANCE	08/02/18	5,544.24	591,077.57	-	596,621.81
DEVELOPER ADVANCE - CAP REQ NO. 9	08/26/18	-	-	662,283.45	662,283.45
DEVELOPER ADVANCE	09/07/18	4,893.40	568,052.01	-	572,945.41
DEVELOPER ADVANCE	10/05/18	6,817.47	334,674.86	-	341,492.33
DEVELOPER ADVANCE - CAP REQ NO. 10	10/23/18	-	-	110,761.05	110,761.05
DEVELOPER ADVANCE	10/26/18	8,766.61	634,423.41	-	643,190.02
DEVELOPER ADVANCE - CAP REQ NO. 11	11/27/18	-	-	639,021.44	639,021.44
DEVELOPER ADVANCE	11/30/18	10,578.45	432,358.09	-	442,936.54
DEVELOPER ADVANCE - CAP REQ NO. 12	11/30/18	-	-	1,617,123.47	1,617,123.47
DEVELOPER ADVANCE - CAP REQ NO. 13	12/31/18	-	-	118,677.19	118,677.19
DEVELOPER ADVANCE - CAP REQ NO. 14	12/31/18	-	-	629,015.12	629,015.12
INTEREST ON DEVELOPER ADVANCE	12/31/18	6,028.20	172,329.15	333,767.75	512,125.10
DEVELOPER ADVANCE	01/15/19	-	531,380.96	-	531,380.96
DEVELOPER ADVANCE	02/05/19	-	412,353.99	-	412,353.99
DEVELOPER ADVANCE	04/01/19	-	341,050.23	-	341,050.23
DEVELOPER ADVANCE	04/01/19	-	232,893.48	-	232,893.48
DEVELOPER ADVANCE - CAP REQ NO. 15	04/23/19	-	-	38,403.86	38,403.86
DEVELOPER ADVANCE	05/02/19	-	100,851.47	-	100,851.47
DEVELOPER ADVANCE - CAP REQ NO. 16	05/28/19	-	-	16,111.52	16,111.52
DEVELOPER ADVANCE	07/01/19	-	177,102.39	-	177,102.39
DEVELOPER ADVANCE - CAP REQ NO. 17	07/02/19	-	-	85,788.22	85,788.22
DEVELOPER ADVANCE	07/09/19	-	187,190.84	-	187,190.84
INTEREST ON DEVELOPER ADVANCE	07/15/19	4,750.20	254,804.98	365,930.49	625,485.67
Total To Date		\$ 122,414.40	\$ 7,153,570.85	\$ 9,350,233.83	\$ 16,626,219.08

DENVER CONNECTION WEST METROPOLITAN DISTRICT
Schedule of Cash Deposits & Investments
May 31, 2019
Updated as of July 15, 2019

	General Fund	Special Revenue Fund	Debt Service Fund	Capital Projects Fund	Total
<u>1st Bank - Checking account</u>					
Balance as of 5/31/2019	\$ 112,622.73	\$ 112,164.14	\$ 31,215.99	\$ 23,395.27	\$ 279,398.13
Subsequent activities:					
06/01/19 Held May checks	(11,586.48)	(29,536.68)	-	(177,102.39)	(218,225.55)
06/04/19 Admin, Operations & Maintenance Fees	-	742.00	-	-	742.00
06/04/19 Bank Fee	(54.24)	-	-	-	(54.24)
06/05/19 Xpress Bill Pay	(32.83)	-	-	-	(32.83)
06/10/19 Property Tax	10,357.08	41,431.68	-	-	51,788.76
06/12/19 Admin, Operations & Maintenance Fees	-	3,410.80	-	-	3,410.80
06/12/19 Admin, Operations & Maintenance Fees	-	3,544.32	-	-	3,544.32
06/17/19 Checks # 1266 - 1284	(14,934.87)	(22,069.14)	-	(187,190.54)	(224,194.55)
06/21/19 Admin, Operations & Maintenance Fees	-	586.90	-	-	586.90
07/01/19 Developer Advance to cover May check run	-	-	-	177,102.39	177,102.39
07/05/19 Admin, Operations & Maintenance Fees	-	616.82	-	-	616.82
07/09/19 Developer Advance to cover June check run	-	-	-	187,190.84	187,190.84
07/10/19 Property Tax	239.81	959.22	-	-	1,199.03
Anticipated vouchers payable	(5,748.03)	(19,730.42)	-	(179,393.16)	(204,871.61)
Xpress Bill Pay	(29.34)	-	-	-	(29.34)
Anticipated Admin, Operations & Maintenance Fees	-	902.53	-	-	902.53
Anticipated developer advance to cover July check run	-	-	-	179,393.16	179,393.16
Anticipated balances	90,833.83	93,022.17	31,215.99	23,395.57	238,467.56
<u>INVESTMENTS</u>					
<u>Colotrust Plus</u>					
Balance as of 5/31/2019	-	-	72,539.97	-	72,539.97
Subsequent activities:					
06/12/19 Deposit - SDF	-	-	84,000.00	-	84,000.00
06/30/19 Interest income	-	-	226.11	-	226.11
Anticipated Deposit - SDF	-	-	42,000.00	-	42,000.00
Anticipated balances	-	-	198,766.08	-	198,766.08
<u>UMB - Bond Fund Series 2017A</u>					
Balance as of 5/31/2019	-	-	789,158.82	-	789,158.82
Subsequent activities:					
6/1/2019 Debt Service payment - interest	-	-	(260,418.75)	-	(260,418.75)
6/3/2019 Transfer from UMB - Reserve Fund	-	-	4,543.57	-	4,543.57
6/30/2019 Interest income	-	-	862.16	-	862.16
Anticipated balance	-	-	534,145.80	-	534,145.80
<u>UMB - Reserve Fund Series 2017A</u>					
Balance as of 5/31/2019	-	-	798,070.09	-	798,070.09
Subsequent activities:					
6/3/2019 Transfer to UMB - Bond Fund	-	-	(4,543.57)	-	(4,543.57)
6/31/2019 Interest income	-	-	1,287.28	-	1,287.28
Anticipated balance	-	-	794,813.80	-	794,813.80
<u>UMB - Surplus Fund 2017A</u>					
Balance as of 5/31/2019	-	-	988,383.25	-	988,383.25
Subsequent activities:					
6/30/2019 Interest income	-	-	1,603.06	-	1,603.06
Anticipated balance	-	-	989,986.31	-	989,986.31
	<u>\$ 90,833.83</u>	<u>\$ 93,022.17</u>	<u>\$ 2,548,927.98</u>	<u>\$ 23,395.57</u>	<u>\$ 2,756,179.55</u>

Yield information @ 06/30/19

UMB Bank (invested in CSAFE) - 2.38%
CT Plus - 2.47%

**DENVER CONNECTION WEST
METROPOLITAN DISTRICT
City and County of Denver, Colorado**

**FINANCIAL STATEMENTS AND
SUPPLEMENTARY INFORMATION**

YEAR ENDED DECEMBER 31, 2018

PRELIMINARY DRAFT - SUBJECT TO REVISION

**DENVER CONNECTION WEST METROPOLITAN DISTRICT
TABLE OF CONTENTS
YEARS ENDED DECEMBER 31, 2018**

INDEPENDENT AUDITOR'S REPORT	I
BASIC FINANCIAL STATEMENTS	
GOVERNMENT-WIDE FINANCIAL STATEMENTS	
STATEMENT OF NET POSITION	1
STATEMENT OF ACTIVITIES	2
FUND FINANCIAL STATEMENTS	
BALANCE SHEET – GOVERNMENTAL FUNDS	3
STATEMENT OF REVENUES, EXPENDITURES, AND CHANGES IN FUND BALANCES (DEFICITS) – GOVERNMENTAL FUNDS	4
RECONCILIATION OF THE STATEMENT OF REVENUES, EXPENDITURES, AND CHANGES IN FUND BALANCES (DEFICIT) OF GOVERNMENTAL FUNDS TO THE STATEMENT OF ACTIVITIES	5
GENERAL FUND – STATEMENT OF REVENUES, EXPENDITURES, AND CHANGES IN FUND BALANCE – BUDGET AND ACTUAL	6
NOTES TO BASIC FINANCIAL STATEMENTS	7
SUPPLEMENTARY INFORMATION	
DEBT SERVICE FUND – SCHEDULE OF REVENUES, EXPENDITURES, AND CHANGES IN FUND BALANCE – BUDGET AND ACTUAL	22
CAPITAL PROJECTS FUND – SCHEDULE OF REVENUES, EXPENDITURES, AND CHANGES IN FUND BALANCE (DEFICIT) – BUDGET AND ACTUAL	23
OTHER INFORMATION	
SCHEDULE OF DEBT SERVICE REQUIREMENTS TO MATURITY	25
SCHEDULE OF ASSESSED VALUATION, MILL LEVY, AND PROPERTY TAXES COLLECTED	26

INSERT INDEPENDENT AUDITOR'S REPORT

PRELIMINARY DRAFT - SUBJECT TO REVISION

BASIC FINANCIAL STATEMENTS

PRELIMINARY DRAFT - SUBJECT TO REVISION

**DENVER CONNECTION WEST METROPOLITAN DISTRICT
STATEMENT OF NET POSITION
DECEMBER 31, 2018**

	<u>Governmental Activities</u>
ASSETS	
Cash and Investments	\$ 127,102
Cash and Investments - Restricted	2,390,416
Prepaid Expense	3,514
Accounts Receivable	4,050
Property Taxes Receivable	233,830
Receivable from County Treasurer	700
Construction in Progress	<u>24,319,572</u>
Total Assets	<u>27,079,184</u>
LIABILITIES	
Accounts Payable	1,012,115
Accrued Interest Payable	43,403
Noncurrent Liabilities:	
Due in More Than One Year	<u>26,237,435</u>
Total Liabilities	<u>27,292,953</u>
DEFERRED INFLOWS OF RESOURCES	
Deferred Property Tax Revenue	<u>233,830</u>
Total Deferred Inflows of Resources	<u>233,830</u>
NET POSITION	
Restricted for:	
Emergency Reserves	3,800
Debt Service	1,419,427
Unrestricted	<u>(1,870,826)</u>
Total Net Position	<u><u>\$ (447,599)</u></u>

FUNCTIONS/PROGRAMS
Government Activities:
General Government
Interest and Related Costs
on Long-Term Debt
Total Governmental Activities

PRELIMINARY DRAFT - SUBJECT TO REVISION
(2)

**DENVER CONNECTION WEST METROPOLITAN DISTRICT
BALANCE SHEET
GOVERNMENTAL FUNDS
DECEMBER 31, 2018**

	General	Debt Service	Capital Projects	Total Governmental Funds
ASSETS				
Cash and Investments	\$ 108,563	\$ -	\$ 18,539	\$ 127,102
Cash and Investments - Restricted	3,800	2,386,616	-	2,390,416
Accounts Receivable	4,050	-	-	4,050
Prepaid Expense	3,514	-	-	3,514
Receivable from County Treasurer	140	560	-	700
Property Taxes Receivable	46,764	187,066	-	233,830
Total Assets	<u>\$ 166,831</u>	<u>\$ 2,574,242</u>	<u>\$ 18,539</u>	<u>\$ 2,759,612</u>
LIABILITIES, DEFERRED INFLOWS OF RESOURCES, AND FUND BALANCES				
LIABILITIES				
Accounts Payable	<u>\$ 15,815</u>	<u>\$ -</u>	<u>\$ 996,300</u>	<u>\$ 1,012,115</u>
Total Liabilities	15,815	-	996,300	1,012,115
DEFERRED INFLOWS OF RESOURCES				
Deferred Property Taxes	<u>46,764</u>	<u>187,066</u>	<u>-</u>	<u>233,830</u>
Total Deferred Inflows of Resources	46,764	187,066	-	233,830
FUND BALANCES				
Nonspendable:				
Prepaid Expenses	3,514	-	-	3,514
Restricted for:				
Emergency Reserves	3,800	-	-	3,800
Bond Reserve Funds	-	793,519	-	793,519
Debt Service	-	1,593,657	-	1,593,657
Assigned to:				
Subsequent year's expenditures	55,390	-	-	55,390
Unassigned	<u>41,548</u>	<u>-</u>	<u>(977,761)</u>	<u>(936,213)</u>
Total Fund Balances (Deficit)	<u>104,252</u>	<u>2,387,176</u>	<u>(977,761)</u>	<u>1,513,667</u>
Total Liabilities, Deferred Inflows of Resources, and Fund Balances	<u>\$ 166,831</u>	<u>\$ 2,574,242</u>	<u>\$ 18,539</u>	

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

Capital assets are recorded as assets on the statement of net position, but are recorded as expenditures in the funds.

Capital Assets	24,319,572
----------------	------------

Long-term liabilities, including bonds payable, are not due and payable in the current period and, therefore, are not reported in the funds.

Bonds Payable	(9,690,000)
Subordinate bonds Payable	(2,539,000)
Accrued Interest on Bonds Payable-2017A	(43,403)
Accrued Interest on Bonds Payable-2017B	(130,827)
Developer Advance Payable - Accrued Interest	(532,042)
Developer Advance Payable	<u>(13,345,566)</u>

Net Position of Governmental Activities	<u>\$ (447,599)</u>
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**DENVER CONNECTION WEST METROPOLITAN DISTRICT
STATEMENT OF REVENUES, EXPENDITURES, AND
CHANGES IN FUND BALANCES (DEFICITS)
GOVERNMENTAL FUNDS
YEAR ENDED DECEMBER 31, 2018**

	General	Debt Service	Capital Projects	Total Governmental Funds
REVENUES				
General:				
Property Taxes	\$ 31,583	\$ 126,332	\$ -	\$ 157,915
Specific Ownership Tax	1,887	7,540	-	9,427
Administrative Fees	27,800	-	-	27,800
Operating Fee	64,984	-	-	64,984
Facilities Fees	-	981,000	-	981,000
Interest Income	39	38,635	11	38,685
Total Revenues	126,293	1,153,507	11	1,279,811
EXPENDITURES				
General:				
Accounting	16,307	-	-	16,307
County Treasurer's Fee	266	-	-	266
Auditing	4,900	-	-	4,900
Dues and Licenses	3,328	-	-	3,328
District Management	23,270	-	-	23,270
Insurance and Bonds	2,996	-	-	2,996
Legal Services	18,286	-	-	18,286
Miscellaneous	4,222	-	-	4,222
Election	272	-	-	272
Administrative management	13,069	-	-	13,069
Debt Service:				
Bond Interest - Series 2017A	-	520,838	-	520,838
Bond Interest - Series 2017B	-	150,000	-	150,000
County Treasurer's Fee	-	1,316	-	1,316
Paying Agent Fees	-	5,500	-	5,500
Capital Outlay:				
Accounting	-	-	24,461	24,461
Engineering	-	-	143,850	143,850
District Management	-	-	32,609	32,609
Legal Services	-	-	31,769	31,769
Architecture	-	-	27,931	27,931
Landscaping	-	-	480,528	480,528
Capital Outlay - HUB	-	-	6,726,944	6,726,944
Capital Outlay - Infrastructure	-	-	5,256,838	5,256,838
Total Expenditures	86,916	677,654	12,724,930	13,489,500
EXCESS OF REVENUES OVER (UNDER) EXPENDITURES	39,377	475,853	(12,724,919)	(12,209,689)
OTHER FINANCING SOURCES (USES)				
Developer Advance	66,121	-	11,946,249	12,012,370
Transfers from Other Fund	-	2,548	-	2,548
Transfers to Other Fund	-	-	(2,548)	(2,548)
Total Other Financing Sources	66,121	2,548	11,943,701	12,012,370
NET CHANGE IN FUND BALANCES	105,498	478,401	(781,218)	(197,319)
Fund Balances - Beginning of Year	(1,246)	1,908,775	(196,543)	1,710,986
FUND BALANCES (DEFICITS) - END OF YEAR	<u>\$ 104,252</u>	<u>\$ 2,387,176</u>	<u>\$ (977,761)</u>	<u>\$ 1,513,667</u>

PRELIMINARY DRAFT - SUBJECT TO REVISION

See accompanying Notes to Basic Financial Statements.

**DENVER CONNECTION WEST METROPOLITAN DISTRICT
RECONCILIATION OF THE STATEMENT OF REVENUES,
EXPENDITURES, AND CHANGES IN FUND BALANCES (DEFICIT) OF
GOVERNMENTAL FUNDS TO THE STATEMENT OF ACTIVITIES
YEAR ENDED DECEMBER 31, 2018**

Net Changes in Fund Balances - Total Governmental Funds	\$ (197,319)
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Amounts reported for governmental activities in the statement of net activities are different because:

Governmental funds report capital outlays as expenditures. In the statement of activities, capital outlay is not reported as an expenditure. However, the statement of activities will report as depreciation expense the allocation of the cost of any depreciable assets over the estimated useful life of the asset. During the current period, this is the net amount of capital outlay.

Capital Outlay	12,636,091
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The issuance of long-term debt (e.g., bonds, Developer advances) provides current financial resources to governmental funds, while the repayment of the principal of long-term debt consumes the current financial resources of governmental funds. Neither transaction, however, has any effect on net position. Also, governmental funds report the effect of premiums, discounts, and similar items when debt is first issued, whereas these amounts are deferred and amortized in the statement of activities. The net effect of these differences in the treatment of long-term debt and related items is as follows:

Developer Advances	(12,012,370)
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Some expenses reported in the statement of activities do not require the use of current financial resources and, therefore, are not reported as expenditures in governmental funds.

Accrued Interest on Bonds - Change in Liability	(58,960)
Accrued Interest on Developer Advances - Change in Liability	(512,125)

Change in Net Position of Governmental Activities	\$ (144,683)
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**DENVER CONNECTION WEST METROPOLITAN DISTRICT
GENERAL FUND
STATEMENT OF REVENUES, EXPENDITURES, AND CHANGES IN FUND
BALANCE – BUDGET AND ACTUAL
YEAR ENDED DECEMBER 31, 2018**

	Budget		Actual	Variance with
	Original	Final	Amounts	Final Budget
				Positive
				(Negative)
REVENUES				
Property Taxes	31,583	31,583	31,583	\$ -
Specific Ownership Tax	2,530	2,530	1,887	(643)
Administrative Fees	-	28,000	27,800	(200)
Interest income	-	50	39	(11)
Operating Fees	-	65,000	64,984	(16)
Total Revenues	34,113	127,163	126,293	(870)
EXPENDITURES				
Accounting	20,000	18,000	16,307	1,693
County Treasurer's Fee	474	474	266	208
Auditing	5,000	5,000	4,900	100
Dues and Licenses	500	500	3,328	(2,828)
District Management	20,000	20,000	23,270	(3,270)
Insurance and Bonds	3,000	3,000	2,996	4
Legal Services	25,000	20,000	18,286	1,714
Miscellaneous	100	8,000	4,222	3,778
Election	3,000	3,000	272	2,728
Administrative management	-	19,100	13,069	6,031
Covenant Control	1,000	1,000	-	1,000
Contingency	1,926	1,926	-	1,926
Total Expenditures	80,000	100,000	86,916	13,084
EXCESS OF REVENUES OVER (UNDER) EXPENDITURES	(45,887)	27,163	39,377	12,214
OTHER FINANCING SOURCES				
Developer Advance	40,000	66,121	66,121	-
Total Other Financing Sources	40,000	66,121	66,121	-
NET CHANGE IN FUND BALANCES	(5,887)	93,284	105,498	12,214
Fund Balances - Beginning of Year	10,349	(1,246)	(1,246)	-
FUND BALANCES (DEFICIT) END OF YEAR	<u>\$ 4,462</u>	<u>\$ 92,038</u>	<u>\$ 104,252</u>	<u>\$ 12,214</u>

PRELIMINARY DRAFT - SUBJECT TO REVISION
See accompanying Notes to Basic Financial Statements.

**DENVER CONNECTION WEST METROPOLITAN DISTRICT
NOTES TO BASIC FINANCIAL STATEMENTS
DECEMBER 31, 2018**

NOTE 1 DEFINITION OF REPORTING ENTITY

The District, a quasi-municipal corporation and a political subdivision of the state of Colorado, was organized by order and decree of the District Court for the City and County of Denver and recorder on December 1, 2016, and is governed pursuant to provisions of the Colorado Special District Act (Title 32, Article 1, Colorado Revised Statutes). The District's service area is located entirely within the City and County of Denver, Colorado.

The District was established to provide financing for the construction, installation, and operation of public improvements and services, including streets, water, storm, sanitation, safety protection, and parks and recreation facilities, transportation, mosquito control, and covenant enforcement.

The District follows the Governmental Accounting Standards Board (GASB) accounting pronouncements which provide guidance for determining which governmental activities, organizations and functions should be included within the financial reporting entity. GASB pronouncements set forth the financial accountability of a governmental organization's elected governing body as the basic criterion for including a possible component governmental organization in a primary government's legal entity. Financial accountability includes, but is not limited to, appointment of a voting majority of the organization's governing body, ability to impose its will on the organization, a potential for the organization to provide specific financial benefits or burdens and fiscal dependency.

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

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

NOTE 2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

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

Government-Wide and Fund Financial Statements

The government-wide financial statements include the statement of net position and the statement of activities. These financial statements include all of the activities of the District. The effect of interfund activity has been removed from these statements. Governmental activities are normally supported by taxes and intergovernmental revenues.

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

**DENVER CONNECTION WEST METROPOLITAN DISTRICT
NOTES TO BASIC FINANCIAL STATEMENTS
DECEMBER 31, 2018**

NOTE 2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

Government-Wide and Fund Financial Statements (Continued)

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

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

Measurement Focus, Basis of Accounting, and Financial Statement Presentation

The government-wide financial statements are reported using the economic resources measurement focus and the accrual basis of accounting. Revenues are recorded when earned and expenses are recorded when a liability is incurred, regardless of the timing of related cash flows.

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 major sources of revenue susceptible to accrual are District property taxes and interest. All other revenue items are considered to be measurable and available only when cash is received by the District. The District determined that Developer advances are not considered as revenue susceptible to accrual. Expenditures, other than interest on long-term obligations, are recorded when the liability is incurred or the long-term obligation is due.

The District reports the following major governmental funds:

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

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

The Capital Projects Fund is used to account for financial resources to be used for the acquisition and construction of capital equipment and facilities.

**DENVER CONNECTION WEST METROPOLITAN DISTRICT
NOTES TO BASIC FINANCIAL STATEMENTS
DECEMBER 31, 2018**

NOTE 2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

Budgets

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 appropriation is at the total fund expenditures level and lapses at year-end. The District's Board of Directors can modify the budget by line item within the total appropriation without notification. The appropriation can only be modified upon completion of notification and publication requirements. The budget includes each fund on its basis of accounting unless otherwise indicated.

The District has amended its annual budget for the year ended December 31, 2018.

Pooled Cash and Investments

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 single bank account. 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.

Property Taxes

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

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

Capital Assets

Capital assets, which include property, plant, equipment, and infrastructure assets (e.g. roads, bridges, sidewalks, and similar items), are reported in the applicable governmental or business-type 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. Such assets are recorded at historical cost or estimated historical cost if purchased or constructed. Donated capital assets are recorded at acquisition value at the date of donation.

**DENVER CONNECTION WEST METROPOLITAN DISTRICT
NOTES TO BASIC FINANCIAL STATEMENTS
DECEMBER 31, 2018**

NOTE 2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

Capital Assets (Continued)

Capital assets which are anticipated to be conveyed to other governmental entities are recorded as construction in progress, and are not included in the calculation of net investment in capital assets.

Facilities Fees

On December 9, 2016 the District's Board of Directors approved and adopted the Denver Connection West Metropolitan District Facilities Fee Resolution, as recorded on February 10, 2017, for the imposition of a one-time Facilities Fee for the use of the District service system.

The Facilities Fee is charged against each residential building located within the property (Dwelling Unit) and imposes a rate of \$3,000 per Equivalent Unit, defined as the right to use the District service system for one dwelling unit (Equivalent Unit). The Facilities Fee is payable on or before the date of issuance of a building permit.

As of December 31, 2018, the District received \$981,000 in revenue from the imposition of the Facilities Fee.

District Fees

On May 23, 2017 the District's Board of Directors approved and adopted the Resolution of the Board of Directors of the Denver Connection West Metropolitan District Regarding the Imposition of District Fees, as recorded on July 27, 2017, for the imposition of an operations and maintenance fee (O&M Fee), and an administrative fee (Administrative Fee, collectively with the O&M Fee, the District Fees).

The District imposes the O&M Fee to offset the costs associated with the operation and maintenance of the District improvements. The O&M Fee is charged against each residential building located within the property and imposes a rate of \$168 per quarter for each single family residential unit, \$183 per quarter for each rear-loaded single family residential dwelling unit, and \$183 per quarter for each townhome unit. The O&M Fee are due payable on January 25, April 25, July 25 and October 25.

As of December 31, 2018, the District received \$64,984 in revenue from the imposition of the O&M Fee.

The District imposes the Administrative Fee to offset the administrative costs associated with the transfer of ownership of any dwelling unit located within the property. The Administrative Fee is charged against any dwelling unit located within the property to which ownership will be transferred and imposes a rate of \$100.00 per residential unit. The Administrative Fee is due and payable at the time of any sale, transfer, or re-sale of any unit constructed on a lot which has a certificate of occupancy.

As of December 31, 2018, the District received \$27,800 in revenue from the imposition of the Administrative Fee.

**DENVER CONNECTION WEST METROPOLITAN DISTRICT
NOTES TO BASIC FINANCIAL STATEMENTS
DECEMBER 31, 2018**

NOTE 2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

Deferred Inflows of Resources

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

Equity

Net Position

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

Fund Balance

Fund balance for governmental funds should be reported in classifications that comprise a hierarchy based on the extent to which the government is bound to honor constraints on the specific purposes for which spending can occur. Governmental funds report up to five classifications of fund balance: nonspendable, restricted, committed, assigned, and unassigned.

Because circumstances differ among governments, not every government or every governmental fund will present all of these components. The following classifications describe the relative strength of the spending constraints:

Nonspendable Fund Balance – The portion of fund balance that cannot be spent because it is either not in spendable form (such as prepaid amounts or inventory) or legally or contractually required to be maintained intact.

Restricted Fund Balance – The portion of fund balance that is constrained to being used for a specific purpose by external parties (such as bondholders), constitutional provisions, or enabling legislation.

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

**DENVER CONNECTION WEST METROPOLITAN DISTRICT
NOTES TO BASIC FINANCIAL STATEMENTS
DECEMBER 31, 2018**

NOTE 2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

Equity (Continued)

Fund Balance (Continued)

Assigned Fund Balance – The portion of fund balance that is constrained by the government's intent to be used for specific purposes, but is neither restricted nor committed. Intent is expressed by the Board of Directors to be used for a specific purpose. Constraints imposed on the use of assigned amounts are more easily removed or modified than those imposed on amounts that are classified as committed.

Unassigned Fund Balance – The residual portion of fund balance that does not meet any of the criteria described above.

If more than one classification of fund balance is available for use when an expenditure is incurred, it is the District's practice to use the most restrictive classification first.

Deficits

The Capital Project Fund reported a deficit in the fund financial statements as of December 31, 2018. The deficit will be eliminated with the receipt of developer advances in 2019.

NOTE 3 CASH AND INVESTMENTS

Cash and investments as of December 31, 2018 are classified in the accompanying financial statements as follows:

Statement of Net Position:

Cash and Investments	\$ 127,102
Cash and Investments - Restricted	<u>2,390,416</u>
Total Cash and Investments	<u><u>\$ 2,517,518</u></u>

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

Deposits with Financial Institutions	\$ 130,902
Investments	<u>2,386,616</u>
Total Cash and Investments	<u><u>\$ 2,517,518</u></u>

Deposits with Financial Institutions

The Colorado Public Deposit Protection Act (PDPA) requires that all units of local government deposit cash in eligible public depositories. Eligibility is determined by state regulators. Amounts on deposit in excess of federal insurance levels must be collateralized. The eligible collateral is determined by the PDPA. PDPA allows the institution to create a single collateral pool for all public funds. The pool for all the uninsured public deposits as a group is to be maintained by another institution or held in trust. The market value of the collateral must be at least 102% of the aggregate uninsured deposits.

PRELIMINARY DRAFT - SUBJECT TO REVISION

**DENVER CONNECTION WEST METROPOLITAN DISTRICT
NOTES TO BASIC FINANCIAL STATEMENTS
DECEMBER 31, 2018**

NOTE 3 CASH AND INVESTMENTS (CONTINUED)

Investments

The State Commissioners for banks and financial services are required by statute to monitor the naming of eligible depositories and reporting of the uninsured deposits and assets maintained in the collateral pools.

At December 31, 2018, the District's cash deposit had a bank balance of \$131,304 and a carrying balance of \$130,902.

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

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

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

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

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

**DENVER CONNECTION WEST METROPOLITAN DISTRICT
NOTES TO BASIC FINANCIAL STATEMENTS
DECEMBER 31, 2018**

NOTE 3 CASH AND INVESTMENTS (CONTINUED)

Investments (Continued)

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

<u>Investment</u>	<u>Maturity</u>	<u>Amount</u>
Colorado Local Government Liquid Asset Trust (COLOTRUST)	Weighted Average Under 60 Days	\$ 66,460
Colorado Surplus Asset Fund Trust (CSAFE)	Weighted Average Under 60 Days	2,320,156
Total Investments		<u>\$ 2,386,616</u>

COLOTRUST

The District invested in the Colorado Local Government Liquid Asset Trust (COLOTRUST) (the Trust), an investment vehicle established for local government entities in Colorado to pool surplus funds. The State Securities Commissioner administers and enforces all State statutes governing the Trust. The Trust operates similarly to a money market fund and each share is equal in value to \$1.00. The Trust offers shares in two portfolios, COLOTRUST PRIME and COLOTRUST PLUS+. Both portfolios may invest in U.S. Treasury securities and repurchase agreements collateralized by U.S. Treasury securities. COLOTRUST PLUS+ may also invest in certain obligations of U.S. government agencies, highest rated commercial paper and any security allowed under CRS 24-75-601. A designated custodial bank serves as custodian for the Trust's portfolios pursuant to a custodian agreement. The custodian acts as safekeeping agent for the Trust's investment portfolios and provides services as the depository in connection with direct investments and withdrawals. The custodian's internal records segregate investments owned by the Trust. COLOTRUST is rated AAAM by Standard & Poor's. COLOTRUST records its investments at fair value and the District records its investment in COLOTRUST at net asset value as determined by fair value. There are no unfunded commitments, the redemption frequency is daily and there is no redemption notice period.

CSAFE

The District invested in the Colorado Surplus Asset Fund Trust (CSAFE) (the Trust), which is an investment vehicle established by state statute for local government entities to pool surplus assets. The State Securities Commissioner administers and enforces all State statutes governing the Trust. The Trust is similar to a money market fund, with each share valued at \$1.00. CSAFE may invest in U.S. Treasury securities, repurchase agreements collateralized by U.S. Treasury securities, certain money market funds, and highest rated commercial paper. A designated custodial bank serves as custodian for CSAFE's portfolio pursuant to a custodian agreement. The custodian acts as safekeeping agent for CSAFE's investment portfolio and provides services as the depository in connection with direct investments and withdrawals. The custodian's internal records segregate investments owned

**DENVER CONNECTION WEST METROPOLITAN DISTRICT
NOTES TO BASIC FINANCIAL STATEMENTS
DECEMBER 31, 2018**

NOTE 3 CASH AND INVESTMENTS (CONTINUED)

Investments (Continued)

by CSAFE. CSAFE is rated AAAM by Standard & Poor's. CSAFE records its investments at amortized cost and the District records its investments in CSAFE using the amortized cost method. There are no unfunded commitments, the redemption frequency is daily, and there is no redemption notice period.

NOTE 4 CAPITAL ASSETS

The following is an analysis of the changes in capital assets for the year ended December 31, 2018:

	Balance at December 31, 2017	Increases	Decreases	Balance at December 31, 2018
Capital Assets, Not Being Depreciated:				
Construction in Progress	\$ 11,683,481	\$ 12,636,091	\$ -	\$ 24,319,572
Total Capital Assets Not Being Depreciated	<u>\$ 11,683,481</u>	<u>\$ 12,636,091</u>	<u>\$ -</u>	<u>\$ 24,319,572</u>

NOTE 5 LONG-TERM OBLIGATIONS

The following is an analysis of the changes in the District's long-term obligations for the year ended December 31, 2018:

	Balance at December 31, 2017	Additions	Reductions	Balance at December 31, 2018	Due Within One Year
G.O. Bonds - Series 2017A	\$ 9,690,000	\$ -	\$ -	\$ 9,690,000	\$ -
G.O. Subordinate Bonds - Series 2017B	2,539,000	-	-	2,539,000	-
Accrued Interest - 2017B Subordinate Bonds	71,867	208,960	150,000	130,827	-
Developer Advances - General	44,455	66,121	-	110,576	-
Interest on Developer Advances - General	1,061	6,028	-	7,089	-
Developer Advances - Capital	1,288,741	11,946,249	-	13,234,990	-
Interest on Developer Advances - Capital	18,856	506,097	-	524,953	-
Total	<u>\$ 13,653,980</u>	<u>\$ 12,733,455</u>	<u>\$ 150,000</u>	<u>\$ 26,237,435</u>	<u>\$ -</u>

On August 23, 2017, the District issued \$9,690,000 in Series 2017A Limited Tax (convertible to unlimited tax) General Obligation Bonds with interest of 5.375% (2017A Bonds). The 2017A Bonds are subject to redemption prior to maturity at the option of the District and due on August 1, 2047. In addition, the 2017A bonds are subject to mandatory sinking fund redemption beginning December 1, 2022.

The 2017A 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 (4) any other legally available monies which the District determines to credit to the Senior Bond Fund.

PRELIMINARY DRAFT - SUBJECT TO REVISION

**DENVER CONNECTION WEST METROPOLITAN DISTRICT
NOTES TO BASIC FINANCIAL STATEMENTS
DECEMBER 31, 2018**

NOTE 5 LONG-TERM OBLIGATIONS (CONTINUED)

The 2017A Bonds are also secured by amounts held by the Trustee in the Reserve Fund in the amount of \$793,519. The Reserve Fund was created for the purpose of paying, if necessary, the principal of, premium, if any, and interest on the

2017A Bonds. Senior 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 2017A Bonds as the same become due and payable and to make up deficiencies in the Reserve Fund.

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

On August 23, 2017, the District issued \$2,539,000 in Series 2017B Subordinate Bonds ("2017B Bonds", together with the 2017A Bonds, the "Bonds"). The 2017B Bonds are special limited obligations of the District secured by and payable from the 2017B Subordinate pledged revenues, subject in all respects to the prior lien in favor of the 2017A Bonds. The Series 2017B Bonds are term bonds due on August 1, 2047 at an interest rate of 8.00%. The 2017B Bonds are structured as cash flow bonds meaning that there are no scheduled payments of principal or interest prior to the final maturity date. Unpaid interest on the 2017B Bonds compounds annually on each December 15. In the event any amount of principal or interest on the 2017B Bonds remains unpaid after the application of all Subordinate Pledged Revenue on December 15, 2057, the 2017B Bonds shall be deemed discharged.

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

The District's long-term obligations will mature as follows:

<u>Year Ending December 31,</u>	<u>Principal</u>	<u>Interest</u>	<u>Total</u>
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
2024-2028	760,000	2,479,219	3,239,219
2029-2033	1,170,000	2,233,044	3,403,044
2034-2038	1,720,000	1,862,438	3,582,438
2039-2043	2,425,000	1,328,968	3,753,968
2044-2047	3,425,000	509,550	3,934,550
Total	<u>\$ 9,690,000</u>	<u>\$ 11,013,109</u>	<u>\$ 20,703,109</u>

The amounts of principal and interest payments to be made in future years on the 2017B Subordinate Bonds will depend on pledged revenue collected and cannot be predicted with certainty.

PRELIMINARY DRAFT - SUBJECT TO REVISION

**DENVER CONNECTION WEST METROPOLITAN DISTRICT
NOTES TO BASIC FINANCIAL STATEMENTS
DECEMBER 31, 2018**

NOTE 5 LONG-TERM OBLIGATIONS (CONTINUED)

Authorized Debt

On November 8, 2016, a majority of the qualified electors of the District who voted in the election authorized the issuance of District indebtedness in an amount not to exceed \$200,000,000. At December 31, 2018, the District had authorized but unissued indebtedness in the following amounts allocated for the following purposes:

	Debt Authorized 2016 Election	Authorization Used for Series 2017A Bonds	Authorization Used for Series 2017B Bonds	Authorized But Unissued
Capital Improvements	\$ 140,000,000	\$ 9,690,000	\$ 2,539,000	\$ 127,771,000
Operations and Maintenance	20,000,000			20,000,000
Intergovernmental Agreements	20,000,000			20,000,000
Refunding	20,000,000			20,000,000
Total	<u>\$ 200,000,000</u>	<u>\$ 9,690,000</u>	<u>\$ 2,539,000</u>	<u>\$ 187,771,000</u>

NOTE 6 NET POSITION

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

The restricted component of net position includes assets that are restricted for use either externally imposed by creditors, grantors, contributors, or laws and regulations of other governments or imposed by law through constitutional provisions or enabling legislation. The District had restricted net position as of December 31, 2018 as follows:

	Governmental Activities
Restricted Net Position:	
Emergency Reserves	\$ 3,800
Debt Service	1,419,427
Total Restricted Net Position	<u>\$ 1,423,227</u>

The unrestricted component of net position is the net amount of the assets, deferred outflows of resources, liabilities, and deferred inflows of resources that are not included in the determination of net investment in capital assets. The District has a deficit in unrestricted net position.

NOTE 7 RELATED PARTY

The Developer of the property is William Lyons Homes, Inc., a California corporation. The majority of the members of the Board of Directors are employees, owners, or otherwise associated with the Developer, and may have conflicts of interest in dealing with the District.

**DENVER CONNECTION WEST METROPOLITAN DISTRICT
NOTES TO BASIC FINANCIAL STATEMENTS
DECEMBER 31, 2018**

NOTE 8 ECONOMIC DEPENDENCY

The District has not yet established a revenue base sufficient to pay operational expenditures. Until an independent revenue base is established, continuation of operations in the District will be dependent upon funding by the Developer.

NOTE 9 AGREEMENTS

Operation Funding Agreement

The District and the Developer (William Lyon Homes, Inc.) entered into an Operation Funding Agreement on January 30, 2017, with an effective date of December 1, 2016, as amended by the first Amendment dated July 27, 2017 (Agreement).

Pursuant to the authority granted to the District by its Service Plan, as approved by the City Council of the city and county of Denver on September 12, 2016, as it may be amended from time to time (the Service Plan), the District intends to construct and/or acquire certain public improvements and provide certain services to benefit properties within its boundaries and/or service area (the District Services). In order for the public improvements to be constructed and/or acquired it is necessary for the District to be able to pay its ongoing operations and maintenance expenses which enable it to provide the District Services.

In order to enable the District to provide District Services, Developer is willing to advance funds to the District or to pay consultants directly for operations and maintenance expenses pursuant to the terms of this Agreement.

The District anticipates a shortfall in revenues available for operations and maintenance expenses to be incurred for fiscal years 2016 and 2019 in an aggregate amount of \$184,000 (the Shortfall Amount). The Developer shall advance funds necessary to fund, or shall directly pay, the District's operations and maintenance expenses on a periodic basis as needed for the fiscal years 2016 through 2019 up to the Shortfall Amount. The District shall, from time to time, provide written notice to the Developer that an advance of all or part of the Shortfall Amount is required.

Simple interest shall accrue on each Developer Advance from the date of deposit into the District's account or from the date of direct payment by Developer, until paid, at the rate of 8% per annum. Payments to reimburse the Developer shall be made on December 2 of each year and shall be applied as follows: first to the accrued and unpaid interest and then to the principal amount due pursuant to this Agreement.

**DENVER CONNECTION WEST METROPOLITAN DISTRICT
NOTES TO BASIC FINANCIAL STATEMENTS
DECEMBER 31, 2018**

NOTE 9 AGREEMENTS (CONTINUED)

Operation Funding Agreement (Continued)

The term of this Agreement commenced on December 1, 2016 and shall expire on December 31, 2019, unless terminated earlier by the mutual agreement of the Parties. Any obligation of Developer to advance funds will expire upon advance to the District of amounts sufficient to pay expenses incurred in 2016 through 2019, not to exceed the Shortfall Amount. Any obligation of District to reimburse Developer shall expire on December 31, 2059. In the event the District has not reimbursed the Developer for any Developer Advance(s) made pursuant to this Agreement on or before December 31, 2059, any amount of principal and accrued interest outstanding on such date shall be deemed to be forever discharged and satisfied in full.

As of December 31, 2018, outstanding advances under the Agreement totaled \$110,576 and accrued interest totaled \$7,089.

Facilities Funding and Acquisition Agreement

The District and the Developer entered into a Facilities Funding and Acquisition Agreement on January 30, 2017, with an effective date of December 1, 2016 (the Acquisition Agreement). Pursuant to the Acquisition Agreement, the Developer has agreed to advance funds to the District (each an "Advance") in the amount necessary to fund the costs of designing, testing, engineering, and construction of the public improvements, together with related consultant and management fees, as needed, up to \$20,000,000 (unless otherwise approved by the Developer), for the fiscal years 2016 through 2026. Alternatively, the Developer may design, construct, and complete certain public improvements and the District may acquire such improvements.

Subject to availability of funding, the District agrees to repay the Developer for advances made for organization expenses of the District and advances for construction related expenses with simple interest accruing thereon at the rate of 8% per annum. In the event the District has not repaid the Developer by December 31, 2057, any amount of principal and accrued interest outstanding on such date is to be deemed discharged and satisfied in full. The Acquisition Agreement does not constitute a debt or multiple fiscal year financial obligation of the District and the making of any reimbursement thereunder is subject to annual appropriation.

As of December 31, 2018, outstanding advances under the agreement totaled \$13,234,990 and accrued interest totaled \$524,953.

NOTE 10 INTERFUND AND OPERATING TRANSFERS

The transfer of \$2,548 from Capital Projects Fund was for capitalized interest and reserve fund monies provided by bond proceeds.

**DENVER CONNECTION WEST METROPOLITAN DISTRICT
NOTES TO BASIC FINANCIAL STATEMENTS
DECEMBER 31, 2018**

NOTE 11 RISK MANAGEMENT

The District is exposed to various risks of loss related to torts; thefts of, damage to, or destruction of assets; errors or omissions; injuries to employees; or acts of God.

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

The District pays annual premiums to the Pool for liability, property, workers' compensation, and public officials' liability coverage. In the event aggregated losses incurred by the Pool exceed amounts recoverable from reinsurance contracts and funds accumulated by the Pool, the Pool may require additional contributions from the Pool members. Any excess funds which the Pool determines are not needed for purposes of the Pool may be returned to the members pursuant to a distribution formula.

NOTE 12 TAX, SPENDING AND DEBT LIMITATIONS

Article X, Section 20 of the Colorado Constitution, referred to as the Taxpayer's Bill of Rights (TABOR), contains tax, spending, revenue and debt limitations which apply to the state of Colorado and all local governments.

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

At the election on November 8, 2016, voters of the District approved an election question allowing the District to collect and expend each year all revenues without regard to the revenue and spending limitations of TABOR.

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.

SUPPLEMENTARY INFORMATION

PRELIMINARY DRAFT - SUBJECT TO REVISION

**DENVER CONNECTION WEST METROPOLITAN DISTRICT
DEBT SERVICE FUND
SCHEDULE OF REVENUES, EXPENDITURES, AND CHANGES IN
FUND BALANCE – BUDGET AND ACTUAL
YEAR ENDED DECEMBER 31, 2018**

	Budget		Actual	Variance with
	Original	Final	Amounts	Final Budget Positive (Negative)
REVENUES				
Property Taxes	\$ 126,332	\$ 126,332	\$ 126,332	\$ -
Specific Ownership Tax	10,110	7,540	7,540	-
Facilities Fees	864,000	981,000	981,000	-
Interest Income	1,500	38,635	38,635	-
Total Revenues	1,001,942	1,153,507	1,153,507	-
EXPENDITURES				
County Treasurer's Fees	-	1,316	1,316	-
Bond Interest - Series 2017 A	520,838	520,838	520,838	-
Bond Interest - Series 2017 B	5,813	150,000	150,000	-
Paying Agent Fees	-	5,500	5,500	-
Contingency	-	2,346	-	2,346
Total Expenditures	526,651	680,000	677,654	2,346
EXCESS OF REVENUES OVER EXPENDITURES	475,291	473,507	475,853	2,346
OTHER FINANCING SOURCES (USES)				
Transfers from Other Fund	-	2,548	2,548	-
Total Other Financing Sources	-	2,548	2,548	-
NET CHANGE IN FUND BALANCES	475,291	476,055	478,401	2,346
Fund Balances - Beginning of Year	1,570,297	1,570,297	1,908,775	338,478
FUND BALANCES - END OF YEAR	<u>\$ 2,045,588</u>	<u>\$ 2,046,352</u>	<u>\$ 2,387,176</u>	<u>\$ 340,824</u>

PRELIMINARY DRAFT - SUBJECT TO REVISION

**DENVER CONNECTION WEST METROPOLITAN DISTRICT
CAPITAL PROJECTS FUND
SCHEDULE OF REVENUES, EXPENDITURES, AND CHANGES IN
FUND BALANCE (DEFICIT) – BUDGET AND ACTUAL
YEAR ENDED DECEMBER 31, 2018**

	Budget		Actual	Variance with
	Original	Final	Amounts	Final Budget Positive (Negative)
REVENUES				
Interest Income	\$ 1,000	\$ 11	\$ 11	\$ -
Total Revenues	1,000	11	11	-
EXPENDITURES				
Accounting	5,000	24,461	24,461	-
District Management	5,000	32,609	32,609	-
Legal	5,000	31,769	31,769	-
Architecture	25,000	27,931	27,931	-
Engineering	25,000	143,850	143,850	-
Landscaping	-	480,528	480,528	-
Capital Outlay - HUB	1,466,317	6,726,944	6,726,944	-
Capital Outlay - Infrastructure	-	12,341,817	5,256,838	7,084,979
Contingency	1,000	7,543	-	7,543
Total Expenditures	1,532,317	19,817,452	12,724,930	7,092,522
EXCESS OF REVENUES OVER (UNDER) EXPENDITURES	(1,531,317)	(19,817,441)	(12,724,919)	7,092,522
OTHER FINANCING SOURCES (USES)				
Developer Advance	1,531,317	18,827,683	11,946,249	(6,881,434)
Transfers to Other Fund	-	(2,548)	(2,548)	-
Total Other Financing Sources (Uses)	1,531,317	18,825,135	11,943,701	(6,881,434)
NET CHANGE IN FUND BALANCES	-	(992,306)	(781,218)	211,088
Fund Balances - Beginning of Year	-	(196,543)	(196,543)	-
FUND BALANCES (DEFICIT) END OF YEAR	<u>\$ -</u>	<u>\$ (1,188,849)</u>	<u>\$ (977,761)</u>	<u>\$ 211,088</u>

PRELIMINARY DRAFT - SUBJECT TO REVISION

OTHER INFORMATION

**DENVER CONNECTION WEST METROPOLITAN DISTRICT
SCHEDULE OF DEBT SERVICE REQUIREMENTS TO MATURITY
DECEMBER 31, 2018**

\$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 June 1 and December 1			
<u>Year Ended December 31,</u>	<u>Principal</u>	<u>Interest</u>	<u>Total</u>
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	435,106	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	355,287	720,287
2038	395,000	335,669	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	241,605	761,605
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	54,824	1,584,824
Total	<u>\$ 9,690,000</u>	<u>\$ 11,013,109</u>	<u>\$ 20,703,109</u>

PRELIMINARY DRAFT - SUBJECT TO REVISION

**DENVER CONNECTION WEST METROPOLITAN DISTRICT
SUMMARY OF ASSESSED VALUATION, MILL LEVY, AND PROPERTY TAXES COLLECTED
DECEMBER 31, 2018**

Year Ended December 31,	Prior Year Assessed Valuation for Current Year Property Tax Levy	Total Mills Levied		Total Property Taxes		Percent Collected to Levied
		General Operations	Debt Service	Levied	Collected	
2017	\$ 6,460	50.000	0.000	\$ 323	\$ 323	100%
2018	3,158,300	10.000	40.000	157,915	157,915	100
Estimated for Year Ending December 31, 2019	\$ 4,230,150	11.055	44.222	\$ 233,830		

PRELIMINARY DRAFT - SUBJECT TO REVISION

GATEWAY IMPROVEMENTS FUNDING AGREEMENT
(Denver Connection West)

This **GATEWAY IMPROVEMENTS FUNDING AGREEMENT (DENVER CONNECTION WEST)** (this “**Agreement**”) is made by and between **DENVER CONNECTION WEST METROPOLITAN DISTRICT**, a quasi-municipal corporation and political subdivision of the State of Colorado (the “**District**”), and the **CITY AND COUNTY OF DENVER**, a municipal corporation and home rule city of the State of Colorado (the “**City**”). The City and the District are sometimes individually referred to herein as a “**Party**” and together as the “**Parties**.”

RECITALS:

The District is a quasi-municipal corporation and political subdivision of the State of Colorado and is located within and serves the Denver Connection West community in the northeast portion of the City. The City and the District, in accordance with the powers and purposes lawfully authorized to each, may construct road improvements and related improvements for the benefit of the surrounding community and the citizens of the City and County of Denver.

The District boundaries are depicted on **Exhibit A**, attached hereto and incorporated by reference.

The District is located within the “**Gateway Impact Fee Assessment Area**” as defined in the Gateway Impact Fee Ordinance referenced below.

Gateway Impact Fee Ordinance 863, Series 2000 (October 2000) (the “**Impact Fee Ordinance**”), provides for the collection of Impact Fees to finance regional infrastructure within the Gateway Impact Fee Assessment Area. The impact fees are designed to collect sufficient revenues to pay for each landowner’s proportional share of capital costs associated with specific facilities, such as major arterial roads, fire stations, regional parks and trails facilities and regional drainage improvements. The improvements to be financed with impact fees are for the benefit of more than one property.

A financing study related to the Gateway Impact Fee Assessment Area has been filed with the City Clerk at File No. 00-910-A on October 12, 2000, and contains an aggregation of sites into development sub-areas with development potential that would create the need for new capital improvements, standards for level of service for the capital facilities and infrastructure to be fully or partially funded with impact fees, proposed sub-area project lists, cost estimates and funding sources, and methodology and supporting documentation calculation impact fees (the “**Gateway Infrastructure Financing Study**”).

Section 50-59(b)(2) of the Revised Municipal Code provides for relevant special improvement districts or other governmental or quasi-governmental authority, such as the District, to provide for or finance the applicable regional infrastructure, or parts thereof, and to receive credit for same subject to an intergovernmental agreement with the City.

The District is located within the Gateway Impact Fee Assessment Area and has determined it is in the best interests of the District, its inhabitants and taxpayers, to exercise its authority to provide for or finance certain regional infrastructure generally described as follows and that will be delineated in the Project Plans (defined hereinafter): 48th Avenue Improvements (the “**48th Avenue Improvements**”), the Green Valley Ranch Boulevard expansion improvements (the “**GVRB Improvements**”), and the Memphis Street traffic signal improvements (the “**Memphis Traffic Signal Improvements**,” and together with the 48th Avenue Improvements and the GVRB Improvements, the “**Gateway Improvements**”), all of which are impact fee projects.

The District engaged Chato’s Concrete, LLC, a Colorado limited liability company (the “**Median Contractor**”) to construct the 48th Avenue Improvements that are identified on **Exhibit B-1** (the “**48th Avenue Project Plans**”).

The District engaged WL Contractors, a Colorado corporation the “**Traffic Signal Contractor**”) to construct the Memphis Traffic Signal Improvements that are identified on **Exhibit B-2** (the “**Signal Project Plans**”).

The District engaged Premier Earthworks & Infrastructure, Inc., a Colorado corporation and Martin Marietta Materials, Inc., a North Carolina corporation (the “**GVRB Contractors**” and collectively with the Median Contractor and the Traffic Signal Contractor, the “**Contractors**”), to construct the GVRB Improvements, for concrete and paving respectively, as identified on **Exhibit B-3** (the “**GVRB Project Plans**”, and collectively with the 48th Avenue Project Plans and the Signal Project Plans, the “**Project Plans**”).

In order to effectuate the intentions of the Parties, and in furtherance of the City’s impact fee project, improvements within the Gateway Impact Fee Assessment Area, the City is prepared to reimburse the District for certain funds expended by the District for the purpose of undertaking construction of the Gateway Improvements when such funds are available.

Pursuant to the terms of this Agreement, the City shall appropriate certain funds allocated to construct the Gateway Improvements in the aggregate amount of \$1,543,979.67 (the “**Project Funds**”).

The District is qualified, experienced, willing, and able to undertake all liabilities, obligations, and responsibilities associated with completing the Gateway Improvements, as more particularly described herein, and under the terms and conditions specified in this Agreement.

AGREEMENTS:

In consideration of the above premises, and the mutual promises and covenants contained herein, the Parties agree as follows:

1. COMPLIANCE WITH SECTION 50-59(b) OF THE REVISED MUNICIPAL CODE.

(a) As required by Section 50-59(b)(1) of the Denver Revised Municipal Code, the District has been duly organized, and its Service Plan was approved by City Council on September 12, 2016.

(b) As required by Section 50-59(b)(2) of the Denver Revised Municipal Code, the District duly held an election on November 8, 2016 to, among other things, authorize the execution of one or more intergovernmental agreements with one or more political subdivisions of the state, governmental units, governmentally owned enterprises, or other public entities for the purpose of jointly financing the costs of any public improvements, facilities, systems, programs or projects which the District may lawfully provide.

(c) This Agreement, upon approval by the District and the City, shall be provided by the District to the City satisfying the requirement provided in Section 50-59(b)(3) of the Denver Revised Municipal Code.

2. FUNDING OF GATEWAY IMPROVEMENTS.

(a) Costs. The cost of the Gateway Improvements is One Million Five Hundred Forty Three Thousand Nine Hundred Seventy-Nine and 16/00 Dollars (\$1,543,979.16).

(b) Schedule of Completion. The Gateway Improvements are substantially complete and awaiting initial acceptance by the City.

(c) City Standards. The Gateway Improvements were completed to City standards as determined by the City's Manager of Public Works (the "**Manager**").

(d) Dedication. Upon initial acceptance, the Gateway Improvements shall be conveyed by the District to the City for ownership and maintenance until such time as another appropriate entity, which is approved by the City, assumes such responsibility. The District acknowledges that it shall warranty the Gateway Improvements per the City's construction permit requirements.

(e) Cooperation. The District shall cooperate with the City in relation to the City's review and inspections of the Gateway Improvements, and verification of the costs and time schedules, in order for the City to reach a determination that the Gateway Improvements are eligible improvements for purposes of 50-59(b) of the Denver Revised Municipal Code.

(f) City Funding. The City has determined that the amount of the applicable City contribution for the Gateway Improvements shall not exceed One Million Five Hundred Forty Three Thousand Nine Hundred Seventy-Nine and 16/00 Dollars (\$1,543,979.16), unless a different amount is agreed to by the Parties, from funds which are eligible to be used for such improvements.

3. LIAISON.

(a) City Representative. The Manager is vested with the City's authority to act on behalf of the City under this Agreement. The Manager hereby designates the City Engineer as the City Project Manager for the purpose of directing and administering the City's involvement under this Agreement, including, if applicable, all approvals, inspections, and actions not expressly reserved herein to the Manager. The Manager of Public Works may change those designations at any time by providing written notice to the District of such change.

(b) District Representative. The District designates Robert Johnson as its representative under this Agreement who, as a result, is authorized to carry out the District's obligations and responsibilities and exercise its rights and powers under this Agreement, including all project administration, construction obligations and responsibilities (the "**District Representative**"). The identity of the District Representative may change at any time by providing written notice to the City of such change.

4. PROJECT FUNDING.

(a) Gateway Improvements Funds. After execution of this Agreement, and acceptance of the Gateway Improvements by the City, the City shall pay the District the amount equal to the total costs to construct the Gateway Improvements from funds it has for Gateway Improvements, in an amount not to exceed One Million Five Hundred Forty Three Thousand Nine Hundred Seventy-Nine and 16/100 Dollars (\$1,543,979.16).

5. PROJECT COMPLETION RESPONSIBILITIES.

(a) In accordance with the terms and conditions of this Agreement, the District shall perform or cause to be performed all work necessary to complete the Gateway Improvements in accordance with the approved Project Plans. Also in accordance with the terms and conditions of this Agreement, the District shall be solely responsible for ensuring that all work necessary to construct the Gateway Improvements is performed in a manner that complies with all applicable City, State and Federal laws, ordinances, rules and regulations and Department of Public Works design standards and that, upon completion, the Project is inspected and finally accepted by the City, as provided for herein (with the City being bound to proceed in accordance with its generally prevailing ordinances, rules, regulations and procedures that are applicable in that regard).

6. TERM AND TERMINATION.

(a) Term. The term of this Agreement shall commence on the Effective Date written on the City signature page, and shall expire, unless earlier terminated hereunder, upon completion and acceptance of the Gateway Improvements by the District and the City, and the completion of the required payments and credits hereunder to the District from the City; however, any construction warranty requirements hereunder applicable to the Gateway

Improvements will survive the expiration of the term and remain in full force and effect thereafter.

(b) Termination. The City may terminate this Agreement, on fifteen (15) days written notice for cause if the District fails to comply in any material respect with any term or condition contained herein, or if the District fails to exercise due diligence in the prosecution of the construction of the Gateway Improvements, subject to delays due to force majeure. The District shall have the right, however, to cure any such default or failure at any time before the expiration of fifteen (15) days following notice of such default or failure (or, if the default or failure cannot reasonably be cured within fifteen (15) days, then such longer period as may be reasonably necessary to cure such default or failure if the District commences such cure within such fifteen (15) days and diligently prosecutes it to completion thereafter).

7. INSURANCE.

(a) Types of Insurance. The District shall maintain insurance, or shall cause the contractor to maintain insurance, in amounts and coverage terms acceptable to the City's Risk Manager for the term of this Agreement, provided that the District will not be required to duplicate coverages maintained through the Contractors. Said insurance shall be consistent with the City's requirements for like construction contract.

8. NOTICES. Any notice given hereunder shall be in writing and delivered by hand or sent by U.S. certified or registered mail, and shall be deemed given when hand delivery is completed or two (2) business days after deposit in the U.S. mail, as applicable, in each case to the applicable address(es) set forth below.

Any notice to the City shall be addressed to:

Office of the Mayor
City and County of Denver
1437 Bannock Street, Room 350
Denver, Colorado 80202

With a copy to:

City Attorney
City and County of Denver
1437 Bannock Street, Room 353
Denver, Colorado 80202

With a copy to:

Manager of Public Works
City and County of Denver
201 West Colfax Avenue, Dept. 509
Denver, Colorado 80202

Any notice to the District shall be address to:

Denver Connection West Metropolitan District
141 Union Blvd. #150
Lakewood, Colorado 80228
Attention: Lisa Johnson

With a copy to:

McGeady Becher P.C.
450 East 17th Avenue, Suite 400
Denver, Colorado 80203
Attn: Elisabeth A. Cortese

Either Party may change its address from time to time by notice in writing to the other Party in accordance with the foregoing provisions.

9. CONFLICT OF INTEREST. The Parties agree that no official, officer or employee of the City shall have any personal or beneficial interest whatsoever in the services or property described herein and the District further agrees not to hire or contract for services any official, officer or employee of the City or any other person which would be in violation of the Denver Revised Municipal Code Chapter 2, Article IV, Code of Ethics, or Denver City Charter provisions 1.2.9 and 1.2.12.

10. NO THIRD PARTY BENEFICIARIES. It is expressly understood and agreed to that enforcement of the terms and conditions of this Agreement, and all rights of action relating to such enforcement, shall be strictly reserved to the City and the District, and nothing contained in this Agreement shall give or allow any such claim or right of action by any other or third person on such agreements. It is the express intention of the City and the District that any person other than the City and the District receiving services or benefits under this Agreement shall be deemed to be an incidental beneficiary only.

11. SUBJECT TO LOCAL LAWS, VENUE. This Agreement shall be governed by and construed in accordance with the laws of the State of Colorado, and also the provisions of the Charter, Ordinances and Rules and Regulations adopted by the City that are not in conflict with the terms of this Agreement. Venue for any legal action relating to this Agreement shall lie in the District Court in and for the City and County of Denver, Colorado.

12. DISPUTES. All disputes of any nature whatsoever regarding this Agreement, including but not limited to disputes concerning payment or breach or default of this Agreement, shall be ultimately resolved by administrative hearing pursuant to D.R.M.C. Section 56-106. For the purposes of this procedure, the City official rendering a final determination shall be the Manager of Public Works.

13. TIME IS OF THE ESSENCE. The Parties agree that in the performance of the terms, conditions and requirements of this Agreement, time is of the essence.

14. REASONABLENESS OF CONSENT OR APPROVAL. Whenever under this Agreement "reasonableness" is the standard for the granting or denial of the consent or approval of any Party hereto, such Party shall be entitled to consider public and governmental policy, moral and ethical standards, as well as business and economic considerations.

15. SECTION HEADINGS. The captions and headings set forth herein are for convenience of reference only, and shall not be construed so as to define or limit the terms and provisions hereof.

16. NO PERSONAL LIABILITY. No elected official, director, officer, agent or employee of the City shall be charged personally or held contractually liable by or to another Party under any term or provision of this Agreement or because of any breach thereof, or for their errors or omissions in the performance thereof, or because of its or their execution, approval or attempted execution of this Agreement.

17. EXECUTION OF AGREEMENT. This Agreement is expressly subject to, and shall not be or become effective or binding on the Parties until fully executed by all signatories of the Parties, as set forth in the signature blocks at the end hereof.

18. AGREEMENT AS COMPLETE INTEGRATION; AMENDMENTS. This Agreement is intended as the complete integration of all understandings between the Parties. No prior or contemporaneous addition, deletion or other amendments shall have any force or effect, unless embodied herein in writing. Amendments to this Agreement will become effective only when approved by the Parties and executed in the same manner as this Agreement.

19. LEGAL AUTHORITY. Each Party represents that it possesses the legal authority, pursuant to any proper, appropriate, and official motion, resolution, or action passed or taken, and any other requisite approvals, to enter into this Agreement.

20. APPROPRIATIONS. All obligations of the City under this Agreement are subject to the prior appropriation of funds by the City Council and encumbered and paid into the City Treasury for such purposes (the “**City Appropriations**”).

21. REMEDIES. If any Party is in default hereunder, the non-defaulting Party(ies) may seek specific performance, mandamus, or other appropriate relief, whether legal or equitable, to compel the performance and observance of the defaulting Party(ies) obligations hereunder. Each Party waives any right to damages against the other Party(ies) so long as other remedies provide the full redress for injuries suffered.

22. NO DISCRIMINATION. In connection with the performance of work under this Agreement, the District agrees not to refuse to hire, nor to discharge, promote or demote, nor to discriminate in matters of compensation against any person otherwise qualified, solely because of race, color, religion, national origin, gender, age, military status, sexual orientation, gender identity or gender expression, marital status, or physical or mental disability; and further agrees to insert the foregoing provision in all subcontracts hereunder.

23. CITY EXECUTION OF AGREEMENT. This Agreement is expressly subject to and shall not be or become effective or binding on the City until it has been approved by the Denver City Council and fully executed by all signatories of the City and County of Denver. This Agreement shall be effective as of the date set forth on the City signature page.

24. EXAMINATION OF RECORDS. The District agrees that any duly authorized representative of the City, including the City Auditor and any of his designated representatives, until the expiration of three (3) years after final payment or credit received under this Agreement, shall have access to and the right to examine any directly pertinent books, documents and records of the District and each of its contractors involving matters directly related to this Agreement.

25. ELECTRONIC SIGNATURES AND ELECTRONIC RECORDS. The District consents to the use of electronic signatures by the City for the execution of this Agreement. This Agreement, and any other documents requiring a signature hereunder, may be signed electronically by the City in the manner determined by the City, and such electronic signature(s) will be binding on the City. The Parties agree not to deny the legal effect or enforceability of the Agreement solely because it is in electronic form or because an electronic record was used in its formation. The Parties agree not to object to the admissibility of this Agreement in the form of an electronic record, or a paper copy of an electronic document, or a paper copy of a document bearing an electronic signature, on the ground that it is an electronic record or electronic signature or that it is not in its original form or is not an original.

[REST OF PAGE INTENTIONALLY LEFT BLANK]

EXHIBIT A

District Boundaries

EXHIBIT A

A PARCEL OF LAND LOCATED IN THE NORTH ONE-HALF OF SECTION 20, TOWNSHIP 3 SOUTH, RANGE 66 WEST OF THE SIXTH PRINCIPAL MERIDIAN, CITY AND COUNTY OF DENVER, STATE OF COLORADO, BEING MORE PARTICULARLY DESCRIBED AS FOLLOWS:

COMMENCING AT THE NORTHWEST CORNER OF SAID SECTION 20, WHENCE THE NORTH ONE-QUARTER CORNER OF SAID SECTION 20 BEARS NORTH 89° 37' 46" EAST AT A DISTANCE OF 2652.47 FEET, SAID LINE ALSO BEING THE BASIS OF BEARINGS FOR THIS DESCRIPTION:

THENCE NORTH 89° 37' 46" EAST ALONG SAID NORTH LINE OF THE NORTHWEST ONE-QUARTER OF SECTION 20, A DISTANCE OF 90.01 FEET TO A POINT ON THE EASTERLY RIGHT-OF-WAY LINE OF CHAMBERS ROAD,

THENCE SOUTH 00° 14' 04" WEST ALONG SAID EASTERLY RIGHT-OF-WAY LINE OF CHAMBERS ROAD TO THE SOUTHERLY RIGHT-OF-WAY LINE OF GREEN VALLEY RANCH BOULEVARD, A DISTANCE OF 83.00 FEET TO THE TRUE POINT OF BEGINNING,

THENCE NORTH 89° 37' 46" EAST ALONG SAID SOUTHERLY RIGHT-OF-WAY, BEING PARALLEL WITH AND 83.00 FEET SOUTH OF SAID NORTH LINE OF THE NORTHWEST ONE-QUARTER OF SECTION 20, A DISTANCE OF 2563.30 FEET TO A POINT ON THE NORTH-SOUTH CENTER-LINE OF SECTION 20 WHENCE THE NORTH ONE-QUARTER CORNER OF SAID SECTION 20 BEARS NORTH 00° 20' 10" WEST A DISTANCE OF 83.00 FEET,

THENCE NORTH 89° 37' 19" EAST CONTINUING ALONG SAID SOUTHERLY RIGHT-OF-WAY, BEING PARALLEL WITH AND 83.00 FEET SOUTH OF THE NORTH LINE OF NORTHEAST ONE-QUARTER OF SAID SECTION 20, A DISTANCE OF 746.46 FEET,

THENCE DEPARTING FROM SAID SOUTHERLY RIGHT-OF-WAY, SOUTH 44° 37' 19" WEST, A DISTANCE OF 21.35 FEET,

THENCE SOUTH 00° 22' 40" EAST, A DISTANCE OF 48.14 FEET,

THENCE SOUTH 12° 03' 45" WEST, A DISTANCE OF 60.34 FEET,

THENCE SOUTH 00° 22' 41" EAST, A DISTANCE OF 1388.21 FEET TO A POINT ON THE NORTHERLY RIGHT-OF-WAY OF BOLLING DRIVE, ALSO BEING THE NORTHERLY LINE OF GATEWAY PARK IV - DENVER FILING NO. 5 AS RECORDED APRIL 12, 2000 UNDER RECEPTION NO. 2000051305, WHENCE THE NORTHEAST CORNER OF SAID GATEWAY PARK IV - DENVER FILING NO. 5, BEARS NORTH 89° 22' 37" EAST A DISTANCE OF 925.19 FEET,

THENCE SOUTH 89° 22' 37" WEST ALONG SAID NORTHERLY LINE A DISTANCE OF 1854.03 FEET TO A NON-TANGENT CURVE,

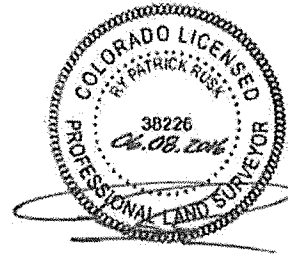
THENCE ALONG THE ARC OF A CURVE TO THE LEFT HAVING A CENTRAL ANGLE OF 07° 38' 49", A RADIUS OF 600.00 FEET AND AN ARC LENGTH OF 80.08 FEET, WHOSE CHORD BEARS SOUTH 68° 36' 19" EAST A DISTANCE OF 80.02 FEET TO A POINT ON THE NORTHERLY LINE OF THE GATEWAY PARK IV-DENVER FILING NO. 1 AS RECORDED APRIL 10, 1998 IN BOOK 32 AT PAGES 14-16,

THENCE ALONG SAID NORTHERLY LINE SOUTH 89° 22' 37" WEST, A DISTANCE OF 1518.59 FEET TO A POINT ON THE EASTERLY RIGHT-OF-WAY FOR CHAMBERS ROAD,

THENCE ALONG SAID EASTERLY RIGHT-OF-WAY, NORTH 00° 14' 04" EAST, A DISTANCE OF 1554.90 FEET TO THE POINT OF BEGINNING:

SAID PARCEL OF LAND CONTAINING 115.66 ACRES OR 5,038,109 SQUARE FEET, MORE OR LESS.

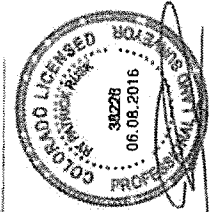
ALL REFERENCES TO RECORDED DOCUMENTS ARE FILED AT THE CITY AND COUNTY OF DENVER CLERK AND RECORDER'S OFFICE.



RY PATRICK RUSK
PLS No. 38226
FORESIGHT WEST SURVEYING, INC.
4955 IRIS STREET
WHEAT RIDGE, CO 80033
303.901.0479
JUNE 8, 2016

THIS ILLUSTRATION DOES NOT REPRESENT A MONUMENTED SURVEY. IT IS INTENDED ONLY TO DEPICT THE ATTACHED LEGAL DESCRIPTION.

FWS FORESIGHT WEST
SURVEYING INC.



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1900
UNIT 1

PROPERTY OF COMMISSIONER OF REVENUE
 HANDED IN JANUARY 1962

Abstract

PAGEFIELD PLUMBING NO. 8
BID. NO. 00002064-72

PARADELL FILLS NO. 5
RICHMOND, CALIF.

100

DATE RECD OK 348
BY DAVID L. HARRIS

RADIUS
 DELTA = 0
 ARC LENGTH
 CH. SEATING = 000
 CH. LENGTH

UNPLATTED
NOT A PART OF THIS SURVEY

RECORDED DRAINAGE FACEDMENT
DATE: FILED BY SEP 24 1964

UNCLASSIFIED
NOT A PART OF THIS SURVEY

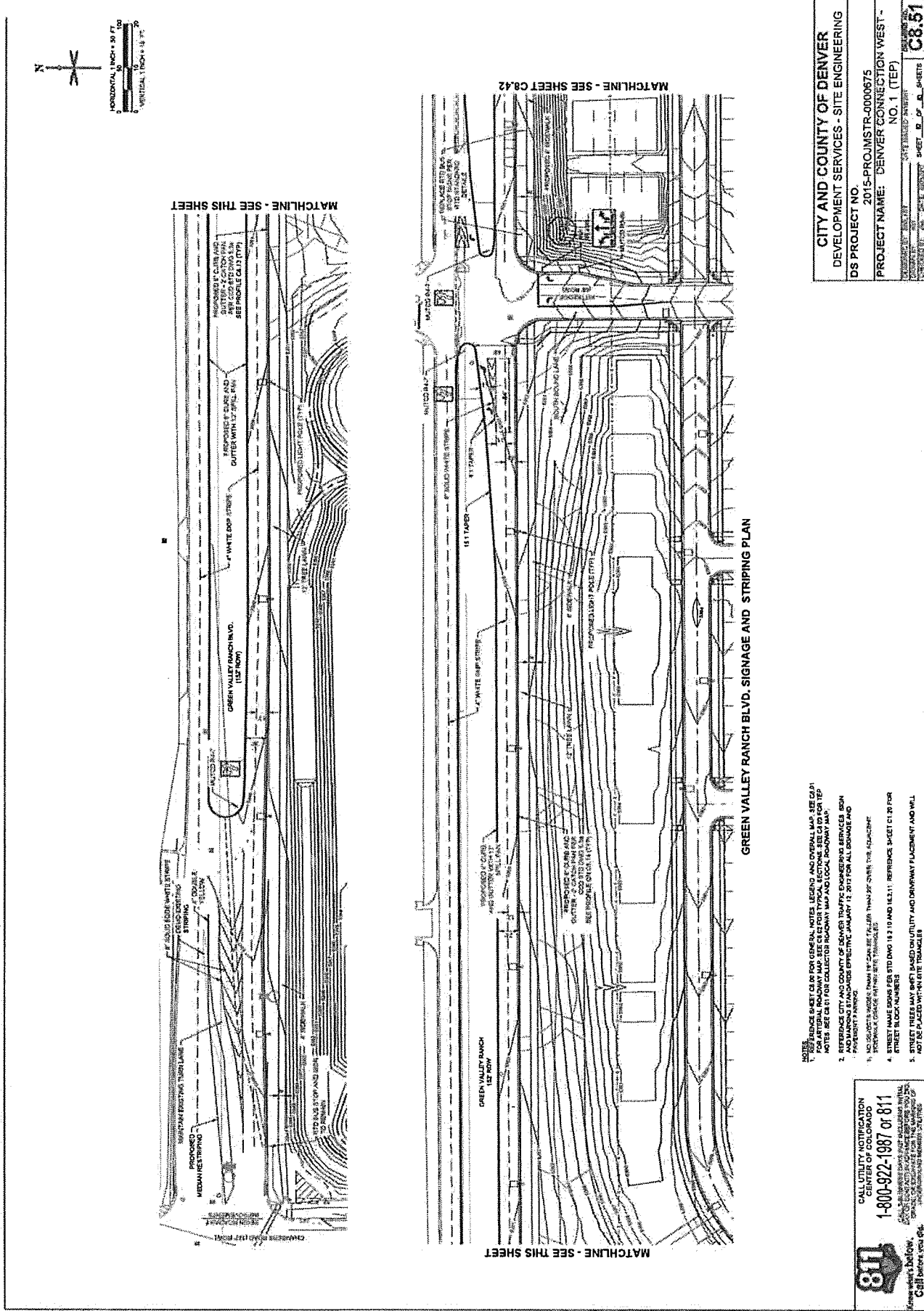
2. **THEME**
 3. **THEME**
 4. **THEME**

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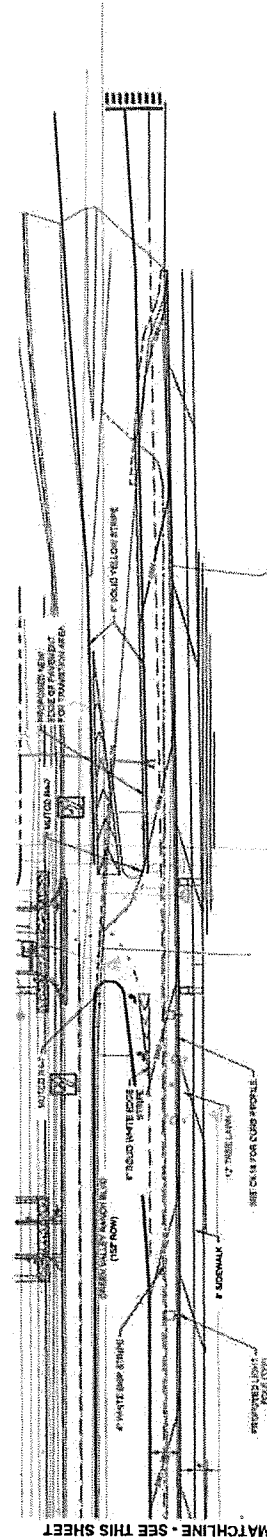
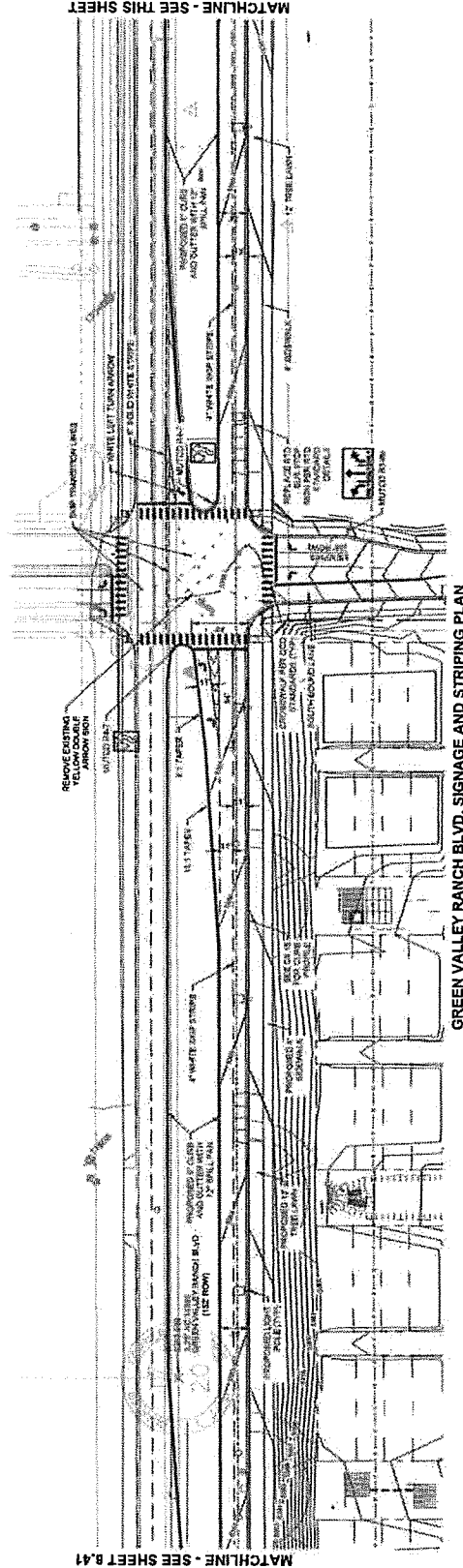
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EXHIBIT B-1

48th Avenue Project Plans



811
CALL UTILITY NOTIFICATION
CENTER OF COLORADO
1-800-922-1987 or 811



GREEN VALLEY RANCH BLVD. SIGNAGE AND STRIPING PLAN

NOTES:

1. REFERENCE SHEET C-10 FOR GENERAL NOTES (LEAVING AND OVERALL MAP SEE C-10 FOR INTERNAL ROADWAY MAP. SEE C-10 FOR TYPICAL SECTION. SEE C-10 FOR TYP. NOTES. SEE C-10 FOR COLLECTION OF ROADWAY MAP AND LOCAL ROADWAY MAP.
2. BRIDGE CITY AND COUNTY OF DEPT. OF PUBLIC TRAFFIC ENGINEERING SERVICES, BIRMINGHAM, ALABAMA, AND U.S. DEPT. OF TRANSPORTATION, DIVISION OF HIGHWAYS AND ROADWAY PAVING.
3. NO QUERIES WORTH MORE THAN 16" CAN BE TALLER THAN 30" OVER THE ADJACENT SIDEWALK GRADE WITHIN 16" SIDE TRIMMABLE.
4. STREET NAME BEHIND PLOT TWO 14.2.10 AND 14.2.11. REFERENCE SHEET C-10 FOR STREET BLOCK NUMBERS.
5. STREET TREES MAY BE SHIFT BASED ON UTILITY AND DRIVEWAY PLACEMENT AND WILL NOT BE PLACED WITHIN SIDE TRIMMABLE.

CALL UTILITY NOTIFICATION
CENTER OF COLORADO
1-800-922-1987 or 811

Call today for more information.
We want to hear from you.
Call before you die.

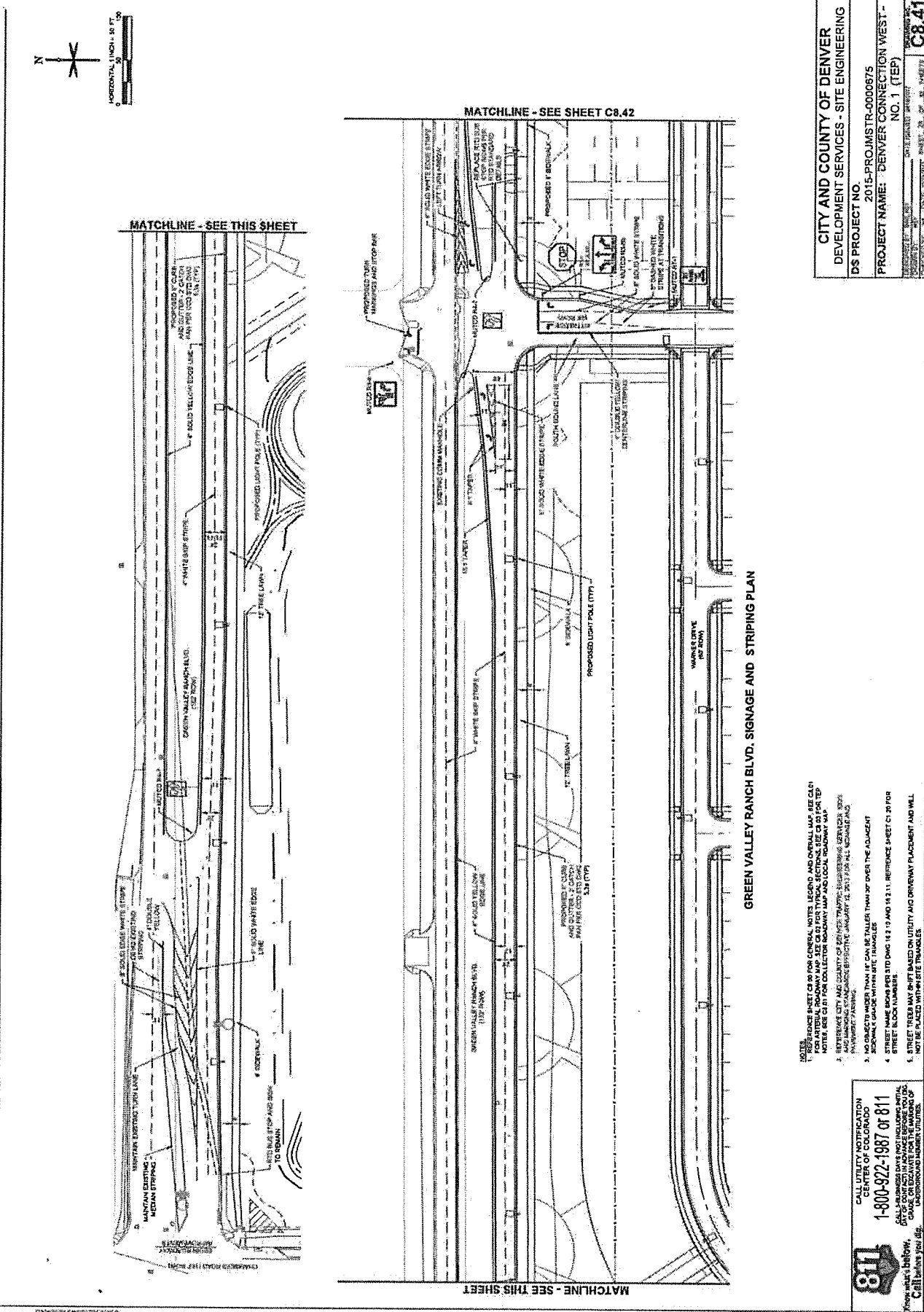
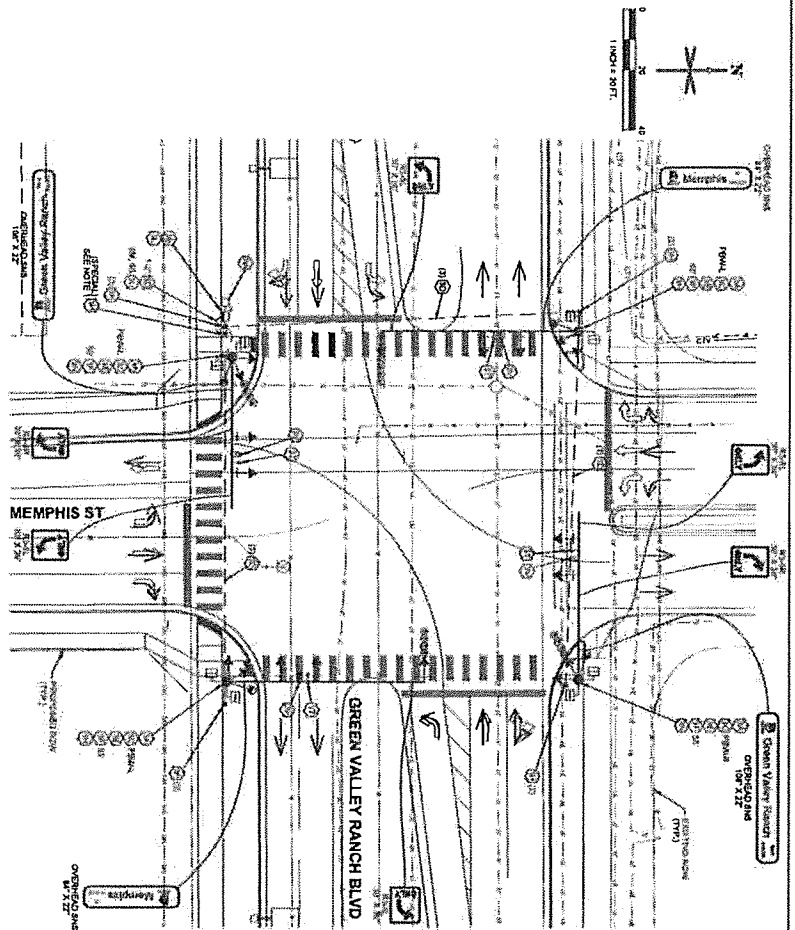


EXHIBIT B-2

Signal Project Plans

ALL LOCATIONS WHERE THE FIBER IS EXPOSED.

by W/L Contractors
10/12/2018 1:08:15 PM



NOTES

1. CONTRACTOR SHALL COORDINATE LATERAL CABLE INSTALLATION TO CONNECT TO PROPOSED RUBER SHEDDING TO BE INSTALLED ALONG GREEN VALLEY RANCH BLVD.

QUANTITIES

Year	Model	Year	Model
1990	1990	1990	1990
1991	1991	1991	1991
1992	1992	1992	1992
1993	1993	1993	1993
1994	1994	1994	1994
1995	1995	1995	1995
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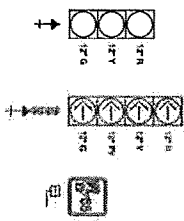
LEGEND

- As-Built Draw**
by WIL Constructors

INSTALLATIONS

- [illegible]

SIGNAL HEAD LEGEND


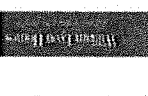


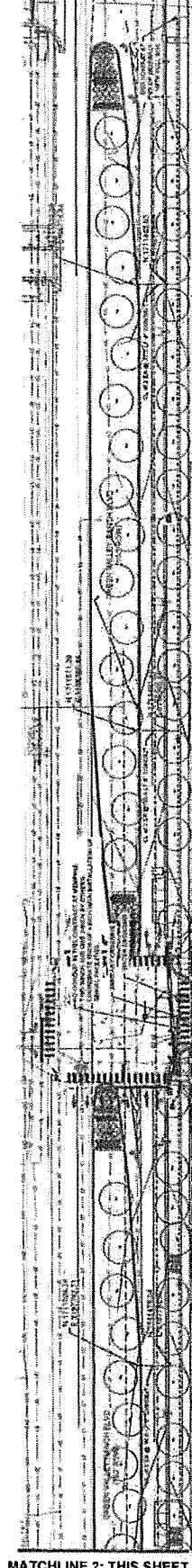
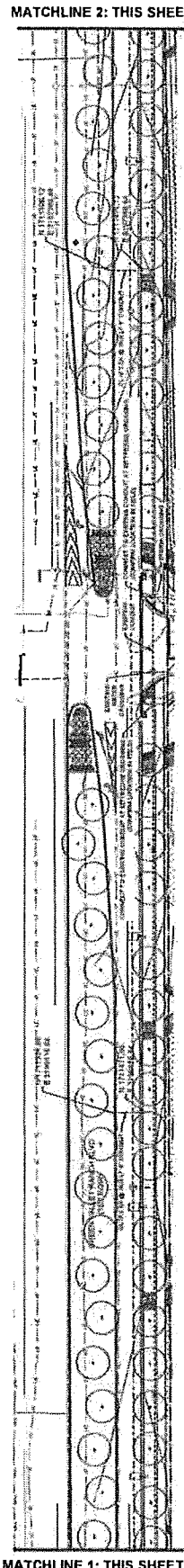
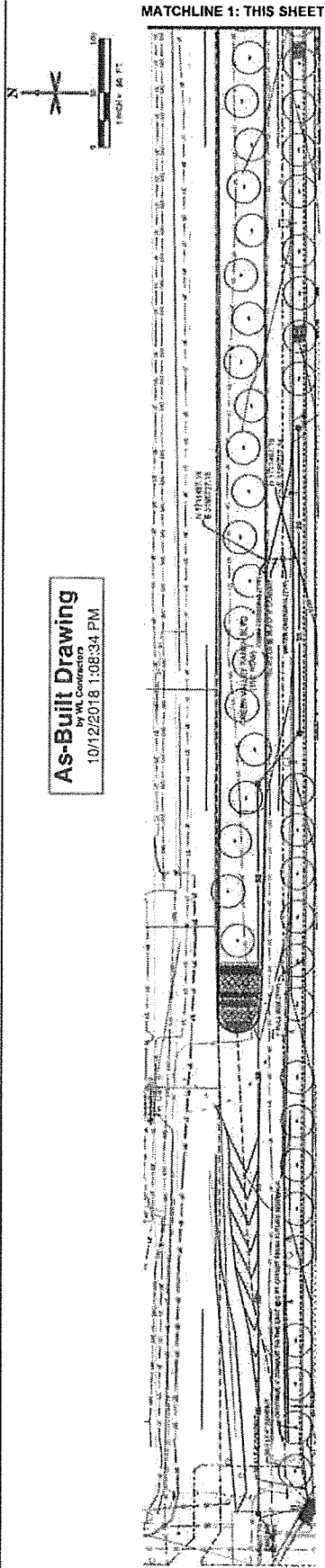
PHASE DIAGRAM



KEY MAP



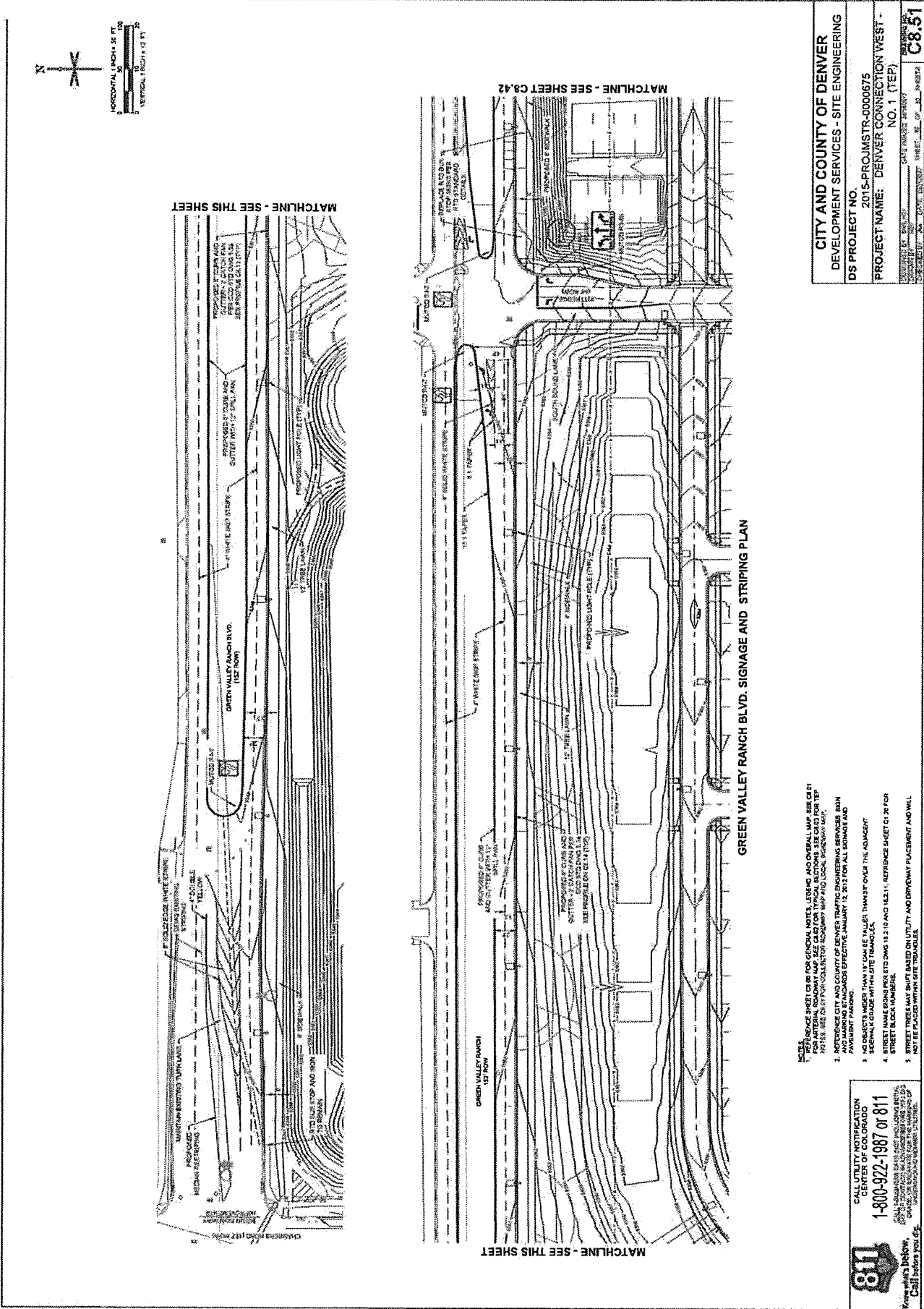
PROJECT NO. PROJECT NO. DESIGNED BY DRAWN BY DATE		CONSTRUCTION DRAWINGS DENVER CONNECTION WEST NO. 1 GVR BLVD SLEEVING 4000 CHANDLER RD. & 14TH AVE. DENVER, CO 80202			
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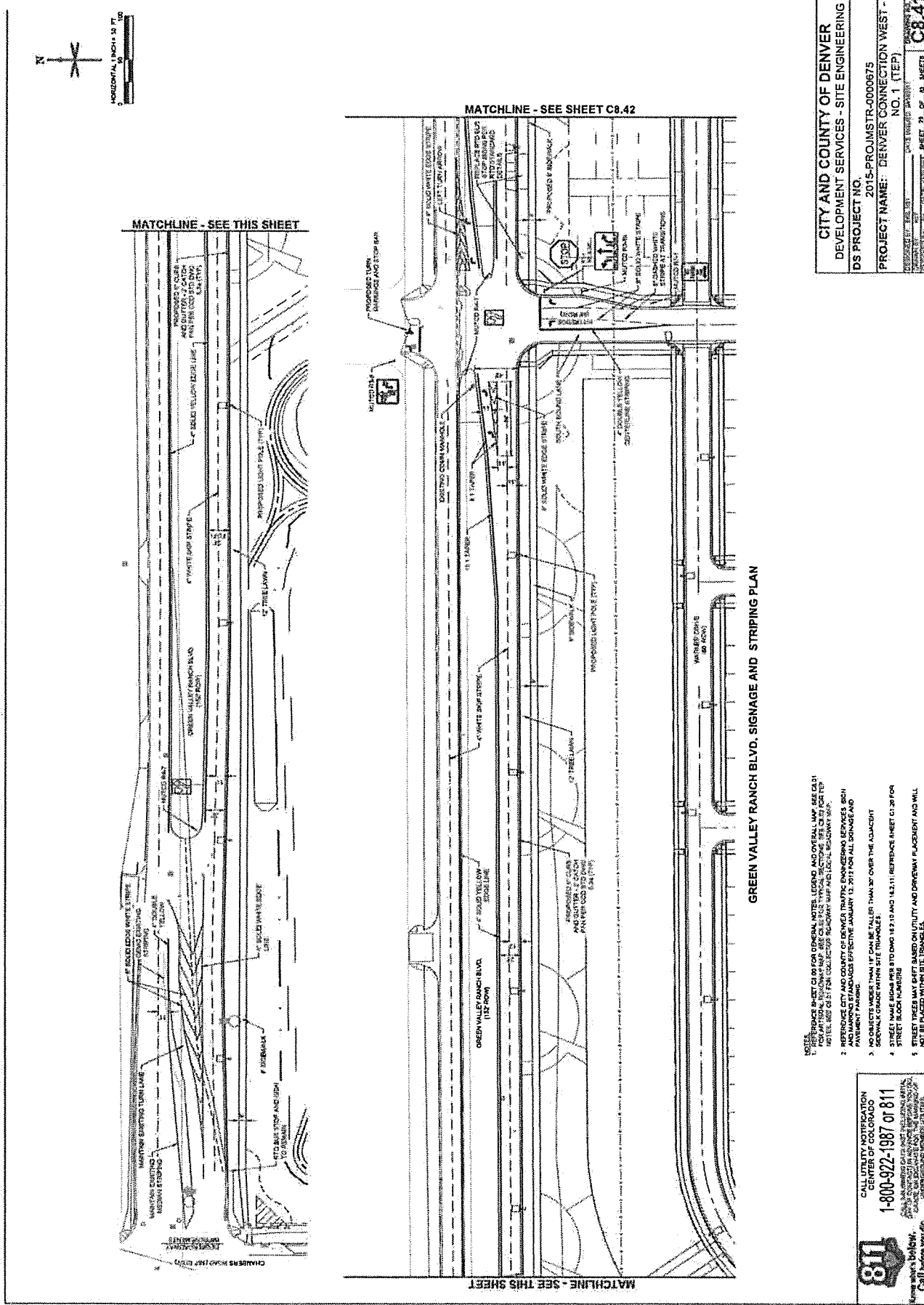

 CALL UTILITY NOTIFICATION
 CENTER OF COLORADO
 1-800-922-1987 or 811
 811 is a free service that helps you locate underground utilities before you dig. Call before you dig.

EXHIBIT B-3

GVRB Project Plan









MEMORANDUM

To: Special District Board of Directors
From: McGeady Becher
Date: July 17, 2019
Re: Legislative Changes to Public Meeting Notice Requirements

Introduction

The Colorado legislature recently passed House Bill 19-1087 ("HB 19-1087") which changes public meeting notice requirements of local public bodies, including counties, municipalities and special districts. The intent of the legislation is for local governments to transition from posting notices of public meetings in physical locations to posting notices online at the local government's website, social media account or other official online presence of the local government.

Historically, under Colorado's Open Meetings Law, a local government has been required to post notices of public meetings at a designated public place within the boundaries of the local government. In addition, Title 32 has required special districts to post notices of regular and special meetings at three designated public places within the boundaries of the district and at the office of the local county clerk and recorder. Title 32 has also required that the notices for special board meetings be posted at least 72 hours prior to the meeting.

New Public Meeting Notice Requirements pursuant to HB 19-1087

With the passage of HB 19-1087, effective as of August 2, 2019, special districts may satisfy the public notice requirements of the Open Meetings Law and Title 32 by posting notices of regular and special meetings, with specific agenda information if available, on a public website of the special district at least 24 hours in advance of the meeting. If a district is unable to post a notice on a public website (for example, if a district is in the process of establishing its website), the district shall continue to post its meeting notices in a physical location within the boundaries of the district. Posting in one physical location within the district will satisfy the public notice requirements; districts no longer have to post in three locations. In addition, districts no longer have to post special board meeting notices 72 hours in advance; posting

notices at least 24 hours prior to the meeting is sufficient. Also, districts will no longer have to post notices at the county clerk and recorder's office.

The online notices must be posted on a public website of the local government. The notices must be accessible to the public at no charge. To the extent feasible, the local government shall make the notices searchable by type of meeting, date of meeting, time of meeting and agenda contents, and shall consider linking the notices to any appropriate social media accounts of the local government.

Establishing a District Website

The legislature recognizes that a number of factors may affect a local government's ability to easily establish a website and post meeting notices online, including the availability of reliable broadband, the lack of cellular telephone and other data services, and fiscal or staffing constraints of local governments. Accordingly, the legislature encourages local governments to avail themselves of existing public resources for creating a website and receiving content management assistance from the Colorado Statewide Internet Portal Authority ("SIPA") or other statewide associations representing local government entities. The SIPA website is at www.colorado.gov/sipa.

A question has arisen as to whether posting public meeting notices on the website of a district management company will satisfy the public notice requirement. Posting meeting notices on the website of a district management company will most likely not satisfy the posting requirements of Colorado's Open Meetings Law, as amended by HB 19-1087. The legislation specifies that a local public body will be deemed to have given full and timely notice when the meeting notice is posted *on a public website of the local public body* (emphasis added). This language is repeated several times throughout the bill. When read in concert with the provision of HB 19-1087 encouraging local governments to avail themselves of free public resources such as SIPA when creating their websites, it is reasonable to conclude that the legislature intends a local government to post meeting notices on its own public website in order to satisfy public notice requirements.

Designate a Physical Posting Location as a Back-Up

A local government, at its discretion, may post a physical notice within its boundaries in addition to posting the online notice but is not required to do so. In the event that the local government is unable to post the notice online due to exigent or emergency circumstances such as a power outage or an interruption in internet service that would prevent the public from accessing the notice online, it must designate a public place within its boundaries at which it may post a physical notice at least 24 hours before a meeting.

Recommended Action

The legislature will be closely monitoring the transition to providing notices of public meetings online over the next two years and, if significant progress is not made, it will enact

legislation mandating the online posting, except in very narrow circumstances that are beyond the control of a local government.

In light of the passage of HB 19-1087, which will be codified as Section 24-6-402(2)(c)(I)-(IV), C.R.S. and will amend Section 32-1-903(2), C.R.S., we recommend our special district clients do the following:

1. Establish a district website if such website does not already exist.

a. Should a district need assistance in creating its website or receiving content management assistance, it is encouraged to avail itself of existing public resources such as SIPA at www.colorado.gov/sipa.

2. Beginning August 2, 2019, post regular and special meeting notices and the meeting agenda on the district website at least 24 hours prior to the meeting.

a. To the extent feasible, the notices shall be searchable by type of meeting, date of meeting, time of meeting and agenda contents and shall be linked to any appropriate social media accounts of the district;

b. Although HB 19-1087 requires posting of specific agenda information *if available* (emphasis added), our special district clients should continue to post the meeting agenda 24 hours prior to meetings because of conflicts requirements.

c. Note: the requirement to file conflict disclosures with the Secretary of State at least 72 hours prior to a regular and special meeting pursuant to Section 32-1-902(3)(b) is not affected by HB 19-1087 and remains the same.

3. Designate a physical posting location within the district's boundaries, should the district be unable to post the meeting notice online at least 24 hours prior to the meeting because the district has not yet established the district website or due to exigent or emergency circumstances.

4. Provide the address of the district's website to the Colorado Department of Local Affairs.

5. Approve a resolution to establish a district website and designate location for 24-hour posting.

Please contact McGeady Becher P.C. with any questions related to HB 19-1087 or this Memorandum.

RESOLUTION NO. 2019-07-_____

**RESOLUTION OF THE BOARD OF DIRECTORS OF THE DENVER CONNECTION
WEST METROPOLITAN DISTRICT ESTABLISHING DISTRICT WEBSITE AND
DESIGNATING LOCATION FOR POSTING OF 24-HOUR NOTICES**

A. Pursuant to Section 24-6-402(2)(c)(I), 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 public place at which notice of the date, time and location of regular and special meetings ("**Notice of Meeting**") will be physically posted at least 24 hours prior to each meeting ("**Designated Public Place**").

B. Pursuant to Section 24-6-402(2)(c)(III), C.R.S., effective as of August 2, 2019, special districts are relieved of the requirement to physically post the Notice of Meeting at the Designated Public Place, and are deemed to have given full and timely notice of a public meeting, if a special district posts the Notice of Meeting online at a public website of the special district ("**District Website**") at least 24 hours prior to each regular and special meeting.

C. Pursuant to Section 24-6-402(2)(c)(III), C.R.S., if a special district is unable to post a Notice of Meeting on the District Website at least 24 hours prior to the meeting due to exigent or emergency circumstances, then it must physically post the Notice of Meeting at the Designated Public Place at least 24 hours prior to the meeting.

D. Effective as of August 2, 2019, Section 32-1-903(2), C.R.S., has been amended to remove the requirement for additional postings at three public places within the boundaries of the special district and the office of the county clerk and recorder and the requirement for 72-hour notices for special meetings.

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

1. That the Board of Directors (the "**District Board**") authorizes establishment of a District Website, if such District Website does not already exist, in order to provide full and timely notice of regular and special meetings of the District Board online pursuant to the provisions of Section 24-6-402(2)(c)(III), C.R.S.

2. That the Notice of Meeting of the District Board shall be posted on the District Website at least 24 hours prior to each regular and special meeting pursuant to Section 24-6-402(2)(c)(III), C.R.S. and Section 32-1-903(2), C.R.S., effective August 2, 2019.

3. That if the District is unable to post the Notice of Meeting on the District Website at least 24 hours prior to each meeting due to exigent or emergency circumstances, the Notice of Meeting shall be posted within the boundaries of the District at least 24 hours prior to each meeting, pursuant to Section 24-6-402(2)(c)(III), C.R.S., at the following Designated Public Place:

(a) _____

RESOLUTION APPROVED AND ADOPTED on July 23, 2019.

**DENVER CONNECITON WEST
METROPOLITAN DISTRICT**

By: _____
President

Attest:

Secretary

**FIRST AMENDMENT TO RESOLUTION NO. 2018-11-01,
ESTABLISHING REGULAR MEETING DATES, TIME, AND LOCATION, AND
DESIGNATING LOCATIONS FOR POSTING OF 72-HOUR AND 24-HOUR NOTICES**

A. On November 27, 2018, Denver Connection West Metropolitan District (the “**District**”) adopted Resolution No. 2018-11-01 Establishing Regular Meeting Dates, Time and Location, and Designating Locations for Posting of 72-Hour and 24-Hour Notices (the “**Resolution**”); and

B. The District desires to amend the Resolution due to Colorado legislative changes (the “**First Amendment**”).

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

1. Defined Terms. Capitalized terms used but not otherwise defined herein shall have the meaning ascribed to them in the Resolution.

2. Amendment to Recital C of Resolution. Recital C of the Resolution is hereby deleted in its entirety.

3. Amendment to Section 7 of Resolution. Section 7 of the Resolution is hereby deleted in its entirety.

4. Amendment to Section 8 of Resolution. Section 8 of the Resolution is hereby deleted in its entirety.

5. Except as expressly set forth herein, the Resolution continues to be effective without modification.

6. This First Amendment is effective August 2, 2019.

[SIGNATURE PAGE FOLLOWS]

**[SIGNATURE PAGE TO FIRST AMENDMENT TO RESOLUTION NO. 2018-11-01,
ESTABLISHING REGULAR MEETING DATES, TIME, AND LOCATION, AND
DESIGNATING LOCATIONS FOR POSTING OF 72-HOUR AND 24-HOUR NOTICES]**

RESOLUTION APPROVED AND ADOPTED on July 23, 2019.

**DENVER CONNECTION WEST
METROPOLITAN DISTRICT**

By: _____
President

Attest:

Secretary



Special District Management Services, Inc.

141 Union Boulevard, Suite 150
Lakewood, CO 80228-1898
303-987-0835 • Fax: 303-987-2032
www.sdmsi.com

M E M O R A N D U M

To: Denver Connection West Board of Directors

From: Peggy Ripko
Community Manager
Special District Management Services, Inc.

Date: July 23, 2019

Subject: Community Management Report

Below is a brief overview of community management tasks completed by SDMS at the direction of the Board of Directors or its representative(s) during the months of May, June and July, 2019.

1. The HUB & Pool

- a. Respond to calls and/or e-mails from security company regarding people in the pool.
- b. After hours call regarding HUB access for rental. Unlock and lock doors remotely.
- c. Confirm TULIP use with Ms. Forrest.
- d. Update contact information with Denver Police Department.
- e. Update contractors regarding pool closing times.
- f. Work with Ms. Forrest regarding Comcast issues.
- g. Communication with pool contractor regarding rules at the pool
- h. Review security cameras to confirm pool issues and rental issues.

2. Contract Management

- a. Follow up and confirm security change order.
- b. Draft services agreements for landscaping at The HUB with MGT and common area with NuStyle. Forward agreements for signature and follow up as needed.
- c. Work with MSI regarding transition of Community Management.
- d. Updating of pool security as needed
 - i. Additional hours
 - ii. Change in contract

3. Accounts Payable

- a. Phone call regarding Denver Water accounts.
- b. Review invoices and communicate with MSI regarding management fee.

4. Committees
 - a. Confirm ARC members and attend first meeting to be held June 19, 2019.
5. Rules and regulations/Enforcement
 - a. Confirm enforcement in townhome area.
 - b. Finalize rules and regulations and distribute.
 - c. Conduct inspection; send out e-mail notices to homeowners (see following report).
 - d. Review enforcement resolution per request from Counsel.
6. Meetings
 - a. HUB punch walk & door correction meetings
 - b. ARC Meeting
7. Website
 - a. Confirm website with SIPA; compile information regarding same.
8. General Communication
 - a. E-mails and phone calls from owners as needed.

Authorized Signature

The HUB 2019/2020 Events Budget			
Event	Date	Day	Budget
4th of July	07/04/19	Thursday	0.00
Movie Night	07/19/19	Friday	500.00
Paint n Sip	08/17/19	Saturday	450.00
Active Older Adults Meet n Greet	08/19/19	Thursday	150.00
Movie Night	08/30/19	Friday	500.00
Labor Day	09/02/19	Monday	1,200.00
Wine/Beer Tasting	09/21/19	Saturday	1,200.00
Halloween	10/26/19	Saturday	1,000.00
Chili Cookoff	11/09/19	Saturday	800.00
Christmas	12/14/19	Saturday	2,500.00
Superbowl Party	02/02/20	Sunday	1,200.00
Easter	04/11/20	Saturday	1,500.00
Memorial Day	05/23/19	Saturday	2,000.00
			13,000.00

KNO Monthly Breakdown	
Max Number of Kids	15
Cost per Kid	15.00
	225.00
Food Cost	65.00
Craft Cost	35.00
Monthly Budget	100.00
Monthly Revenue	125.00

Second Friday

Yoga	\$5
Wednesdays	6:00pm

Instructor and Supplies	450.00
\$22.50 per person	

Budget	450.00
---------------	--------

Item	QTY Per Package	Cost	QTY	Total
Hamburgers	18	17.98	10	179.80
Hamburger buns	16	2.48	11	27.28
Hotdogs	80	20.98	3	62.94
Hotdog Buns	24	3.48	8	27.84
Condaments	3	7.83	2	15.66
Plates	204	14.68	1	14.68
Cutlery	360	11.78	2	23.56
Food Pans	18	11.24	1	11.24
Ice		2.68	10	26.80
Total				389.80

Item	QTY	# Per Pack	Price	Total Price	Total # of Cans
Blue Moon	5	15	14.99	74.95	75
Bud Light	6	24	8.99	53.94	144
Corona	6	12	15.99	95.94	72
Avery IPA	5	12	15.99	79.95	60
Summer Shandy	5	12	15.99	79.95	60
White Claw	4	12	15.49	61.96	48
Truly	4	12	15.99	63.96	48
Barefoot Spritzer Peach	5	4	7.99	39.95	20
Barefoot Spritzer Berry	5	4	7.99	39.95	20
Barefoot Spritzer Pear	5	4	7.99	39.95	20
Totals	50			630.50	567

Bartender	150.00
-----------	--------

Total	1,170.30
-------	----------

Budget	1500.00
--------	---------

Wine and Beer Selection from Applejack Wine and Spirits	1,000.00
Bartender	150.00

Total	1,150.00
--------------	----------

Budget	1,000.00
---------------	----------

Candy	1,000
-------	-------

Budget	1000
---------------	------

Item	QTY	Cost	Total
Trophies	1	24	24
Sour Cream	1	6.42	6.42
Cheese	3	11.97	35.91
Crackers	1	5.74	5.74
Fritos	3	3.49	10.47
Ice	10	2.68	26.8
Bowls	1	8.97	8.97
Spoons	1	10.98	10.98
Serving Spoons	2	3.48	6.96
Total			136.25

Item	QTY	# Per Pack	Price	Total Price	Total # of Cans
Blue Moon	2	15	14.99	29.98	30
Bud Light	4	24	8.99	35.96	96
Corona	4	12	15.99	63.96	48
Avery IPA	2	12	15.99	31.98	24
White Claw	3	12	15.49	46.47	36
Truly	3	12	15.99	47.97	36
Barefoot Spritzer Peach	3	4	7.99	23.97	12
Barefoot Spritzer Berry	3	4	7.99	23.97	12
Barefoot Spritzer Pear	3	4	7.99	23.97	12
Totals	27			328.23	306

Bartender	150.00
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Event Total	614.48
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Budget	800.00
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Santa	500.00
Horse drawn carraing	850.00
Heaters	605.00
Christmas Lights	200.00
Hot Chocolate Bar	75.00
Cookies	80.00
Reindeer Food Supplies	80.00
Total	2,390.00

Budget	2,500.00
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Famous Daves Catering	600.00
Ice	26.80

Item	QTY	# Per Pack	Price	Total Price	Total # of Cans
Blue Moon	2	15	14.99	29.98	30
Bud Light	4	24	8.99	35.96	96
Corona	4	12	15.99	63.96	48
Avery IPA	2	12	15.99	31.98	24
White Claw	3	12	15.49	46.47	36
Truly	3	12	15.99	47.97	36
Totals	18			256.32	270

Bartender	150.00
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Total	1,033.12
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Budget	1,200.00
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Easter Eggs	640.00
Easter Bunny	150.00
Golden Eggs	9.00
Golden Egg Prizes	600.00
Total	1,399.00

Budget	1,500.00
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Denver Connection West Metropolitan District Cost Certification Report



Report 17



355 Union Blvd., Suite 302
Lakewood, CO 80228

Denver Connection West Metropolitan District Cost Certification

Table of Contents

Engineers Letter of Recommendation for Cost Certification..... Pages 1-4

Attachments

Site Map..... Attachment A

Vendor Participation Attachment B

Expenditure Data..... Attachment C

July 8, 2019

Denver Connection West Metropolitan District

RECOMMENDATION FOR COST CERTIFICATION REPORT #17

INTRODUCTION

Independent District Engineering Services, LLC (Engineer) was hired by the Denver Connection West Metropolitan District (District) to provide review of expenditures paid by William Lyon Homes (Developer). These expenditures (Expenditures) are for the Denver Connection Development located in the City of Denver, Colorado (Project). This Report summarizes the Engineer's approach and findings for this Cost Certification.

The expenditures for Public Improvements discussed in this Report were paid for by the Developer or the District. The expenditures paid for by the Developer have been reviewed in this Report and are being certified as District Eligible in the amount of **\$85,788.22**. The expenditures paid for by the District have been reviewed in this Report and are being certified as District Eligible in the amount of **\$201,846.38**. The total combined is **\$287,634.60**.

This Cost Certification Report (Report) generally covers the areas shown on Attachment A.

GOVERNING DOCUMENTS

The following controlling documents were used in recommendations for District eligible expenses:

- Service Plan for Denver Connection West Metropolitan District in the City and County of Denver, Colorado, prepared by McGeady Becher P.C., dated September 12, 2016.
- Facilities Funding and Acquisition Agreement, between the Denver Connection West Metropolitan District and William Lyon Homes, Inc. dated January 20, 2017.
- Gateway Improvements Draft Agreement between William Lyon Homes and the City and County of Denver.



It should be noted IDES used the above controlling documents only as a general guideline for eligibility in our certification of costs.

ACTIVITIES CONDUCTED

For this Cost Certification Report, the following activities were performed:

- Governing Documents provided by the District and the Developer were reviewed as the basis for recommendation of Cost Certification.
- The Invoice Summary as provided by the District was included, and invoices provided by the Developer were reviewed. A summary was created and is attached as Attachment C.
- Site visits were conducted. Project improvements were photographed.

ASSUMPTIONS

Due to the specific Scope authorized for this Cost Certification Report, the following assumptions were made. The District should validate or cause to have validated these assumptions.

- It is assumed that Geotechnical Pavement Designs have been performed and followed. Materials testing was performed during construction and District has verified materials passed all such testing.
- It is our recommendation the District and Developer agree that the Developer will be responsible for all Storm Water Management Practice (SWMP) activities until the conditions of State and Local Permits are met and the District shall have no SWMP Obligations for Infrastructure acquired by the District. No SWMP inspections or recommendations were conducted as part of this Report.
- It is assumed that Contractors have obtained all SWMP Permitting in the name of the District and the District shall not have any responsibility to close-out these permits.
- It is our understanding that the District and Developer agree that the Developer will complete all Local Jurisdiction Acceptance.
- It is assumed that the District has obtained or will obtain final unconditional lien waivers from all Contractors performing Work or Consultants providing Services for the Project.
- It is assumed all Work Product is acceptable and copies of Acceptances were or will be submitted to the appropriate jurisdictions.
- Costs presented do not represent the entire Contract Value, but rather the District's portion of the capital costs paid by the District.
- Expenditures that did not have enough information to be verified with this Report may be verified in a future Report.
- The District has or will cause all Infrastructure Acceptance requirements to be met as outlined in the Service Plan; District/Developer Agreements; and Board Resolutions/Polities. This Cost Certification Report is one part of the overall Infrastructure Acquisition.
- This report was prepared with a specific authorized Scope of Work and an elaborate analysis was not performed, but rather a realistic and reasonable analysis to estimate the District Eligible Expenditures for bonding purposes. A more detailed analysis or submission of additional District eligible expenditures may result in adjustments to our cost certification.



DISCUSSION

This report mostly consists of the Expenditures for March through May 2019. The Improvements reviewed are generally represented in Attachments A and C.

Vendor Participation

All Contractors, Consultants, and Vendors (Vendors) whose invoice information was submitted, were evaluated for their participation on the Project and Services performed, materials provided, or work completed. A summary of Vendor Participation is included as Attachment B.

Review of Invoices and Summary of Expenditures

To provide a recommendation for acceptance of District Improvements, invoices provided by the Developer were reviewed. Invoice costs were allocated as District or Non District and a summary is included as Attachment C.

SUMMARY OF EXPENDITURES BY CATEGORY AND SERVICE PLAN DIVISION

The table below provides a summary of expenditures by Category and Service Plan Division. The Service Plan categorizes Expenditures to specific categories based upon then anticipated costs. The major elements of the Improvements were allocated across these specific categories.

Category	District Eligible Expenses	Percentage
Street Improvements	\$560.97	0.20%
Traffic and Safety Controls	\$0.00	0.00%
Water Improvements	\$0.00	0.00%
Sanitation Improvements	\$0.00	0.00%
Stormwater Drainage Improvements	\$0.00	0.00%
Parks and Recreation Improvements	\$277,952.72	96.63%
Transportation	\$0.00	0.00%
Mosquito Control	\$0.00	0.00%
Covenant Enforcement	\$9,120.90	3.17%
Total	\$287,634.60	100.00%

FIELD INVESTIGATION RESULTS

Field investigations were conducted weekly. Photos were taken of the project and were provided to the District in the observation reports. From our visual inspection it appears the Improvements were constructed in a quality manner consistent with other similar projects and meeting generally accepted construction requirements.

RECOMMENDATION

In our professional opinion the expenditures for the Improvements were reviewed and found to be reasonable. The costs of improvements are comparable to other similar projects in Colorado. At this time and based on the information provided, the Engineer certifies the expenditures provided by the Developer as District Eligible expenditures as shown in Attachment C and subject to the level of review presented in this Report. These expenditures are in the amount of **\$85,788.22** as paid by the Developer, **\$201,846.38** as paid by the District, for a total of **\$287,634.60**.

Should you have any questions or require further information please feel free to contact me.

Respectfully Submitted,
Independent District Engineering Services, LLC



Kim Fiore, PE

Attachments

Attachment A

Site Map

ATTACHMENT A

GREEN VALLEY RANCH BOULEVARD

POND

SINGLE FAMILY MODELS

MULTIFAMILY MODELS

KITTRIDGE STREET

MEMPHIS STREET

CHANNEL

CHANNEL

PARK

AREA COVERED BY COST CERTIFICATION 17

PARTIAL EROSION CONTROL
PARK GRADING
PARTIAL LANDSCAPE AND IRRIGATION
PARTIAL RECREATION CENTER

Attachment B

Vendor Participation

ATTACHMENT B VENDOR PARTICIPATION

Following is a Summary of the Contractors, Consultants and Vendor Participation in work and services for the Cost Certification. Notes include any invoice discrepancies, basis of payment, and basis for reimbursement.

Absolute Pool Management, LLC Provided pool chemicals and maintenance.

All American Electrostatic Painting Provided fence painting.

Altitude Community Law P.C. Provided legal services concerning covenant enforcement.

Brightview Landscape Services Provided landscape furnishings.

Comcast Business Provided internet for the Hub.

CTL Thompson Inc Provided testing services for earthwork.

Denver Water Provided water and sewer services for the HUB.

Electric Contractors, Inc. Provided lighting removal services.

EMK Consultants, Inc. Provided survey and staking services.

Entitlement and Engineering Solutions, Inc. Provided construction administration services.

Godden Sudik Architects Provided Hub building construction administration services.

GRC Consulting, Inc. Provided soil import and fill services.

IDES, LLC Provided District engineering services.

McGeady Becher, PC Provided legal services.

MSI Management Specialists, LLC Provided management services for the Hub.

MW Golden Construction Provided construction of the recreation center.

Norris Design, Inc Provided landscape construction administration services.

Nu Style Landscape and Development, LLC Provided landscape construction.

Omerta Stormwater Management Provided erosion control and snow removal services.

Pet Scoop Provided services for waste station maintenance.

Premier Earthworks & Infrastructure, Inc. Relocated an existing water service. This is not District Eligible.

Special District Management Services Provided District management services.

Xcel Energy of Colorado Provided gas and electric service to the HUB. Provided electric service to the monuments.

YMCA of Metropolitan Denver Provided HUB management services.

Attachment C

Expenditure Data

Attachment C

Denver Connection West Metropolitan District
Engineer's Summary for Cost Certification 17

Invoice ID	Invoice Date	Invoice Provided	Check Date	Check No.	Description	Invoiced Amount	District Eligible Expenses	Non-Eligible Expenses	Notes
Invoices Paid by William Lyon Homes									
CTL Thompson, Inc.									
509466	4/30/19	No	5/6/19	45267	Earthwork Testing	\$180.00	\$109.80	\$70.20	Overall Site 61% District
Subtotal CTL Thompson, Inc.						\$180.00	\$109.80	\$70.20	
Electric Contractors Inc									
46963	5/14/19	Yes	5/27/19	45921	Remove Festoon lighting at Hub	\$180.00	\$180.00	\$0.00	
Subtotal Electric Contractors Inc						\$180.00	\$180.00	\$0.00	
EMK Consultants, Inc.									
56498	5/6/19	Yes	5/20/19	45741	Survey and Staking	\$1,950.00	\$1,950.00	\$0.00	
Subtotal EMK Consultants, Inc.						\$1,950.00	\$1,950.00	\$0.00	
Entitlement and Engineering Solutions, Inc.									
VL001.02-36	4/2/19	Yes	5/13/19	45475	Construction Administration	\$3,474.00	\$2,119.14	\$1,354.86	Overall Site 61% District
Subtotal Entitlement and Engineering Solutions, Inc.						\$3,474.00	\$2,119.14	\$1,354.86	
GRC Consulting, Inc									
4663	4/18/19	Yes	5/13/19	45491	Import Fill	\$18,240.00	\$11,126.40	\$7,113.60	Overall Site 61% District
4713	4/30/19	Yes	5/13/19	45491	Import Fill	\$4,680.00	\$2,854.80	\$1,825.20	Overall Site 61% District
4721	5/2/19	Yes	5/13/19	45491	Import Fill	\$23,442.75	\$14,300.08	\$9,142.67	Overall Site 61% District
4732	5/6/19	Yes	5/20/19	45751	Import Fill	\$2,950.00	\$1,799.50	\$1,150.50	Overall Site 61% District
4778	5/15/19	Yes	5/27/19	45939	Import Fill	\$3,900.00	\$2,379.00	\$1,521.00	Overall Site 61% District
Subtotal GRC Consulting, Inc						\$53,212.75	\$32,459.78	\$20,752.97	
Nu Style Landscape & Development, LLC									
13399	4/30/19	Yes	5/20/19	45783	Landscaping	\$46,800.00	\$46,800.00	\$0.00	
Subtotal Nu Style Landscape & Development, LLC						\$46,800.00	\$46,800.00	\$0.00	
Omerta Storm Water Management									
45776	4/25/19	Yes	5/13/19	45532	Erosion Control	\$1,044.00	\$1,044.00	\$0.00	
45861	5/2/19	Yes	5/27/19	45971	Erosion Control	\$234.00	\$234.00	\$0.00	
46003	5/10/19	Yes	6/3/19	46139	Erosion Control	\$315.50	\$315.50	\$0.00	
46022	5/13/19	Yes	6/3/19	46139	Erosion Control	\$576.00	\$576.00	\$0.00	
Subtotal Omerta Storm Water Management						\$2,169.50	\$2,169.50	\$0.00	
Premier Earthworks & Infrastructure, Inc									
3678010	5/20/19	Yes	6/3/19	46143	Relocate existing Water Service	\$12,139.98	\$0.00	\$12,139.98	Not District eligible
Subtotal Earthworks & Infrastructure, Inc						\$12,139.98	\$0.00	\$12,139.98	
Subtotal Invoices Paid by William Lyon Homes						\$120,106.23	\$65,788.22	\$34,316.01	
Invoices Paid by the Denver Connection West Metropolitan District									
Absolute Pool Management, LLC									
10581	5/1/19	Yes	5/28/19	1248	Pool Chemicals	\$4,333.33	\$4,333.33	\$0.00	
10575	5/1/19	Yes	5/28/19	1248	Pool Maintenance	\$1,365.00	\$1,365.00	\$0.00	
Subtotal Absolute Pool Management, LLC						\$5,698.33	\$5,698.33	\$0.00	
All American Electrostatic Painting									
817	4/23/19	Yes	5/28/19	1249	HUB Fence Painting	\$635.84	\$635.84	\$0.00	

Attachment C

Denver Connection West Metropolitan District
Engineer's Summary for Cost Certification 17

Invoice ID	Invoice Date	Invoice Provided	Check Date	Check No.	Description	Invoiced Amount	District Eligible Expenses	Non-Eligible Expenses	Notes
Subtotal All American Electrostatic Painting						\$635.84	\$635.84	\$0.00	
Altitude Community Law P.C.									
780873	4/24/19	Yes	5/28/19	1250	Covenant Enforcement Legal Services	\$205.00	\$205.00	\$0.00	
Subtotal Altitude Community Law P.C.						\$205.00	\$205.00	\$0.00	
Brightview Landscape Services									
Pay App 8	4/30/19	Yes	5/28/19	1251	Landscape	\$29,745.45	\$29,745.45	\$0.00	
Subtotal Brightview Landscape Services						\$29,745.45	\$29,745.45	\$0.00	
Comcast Business									
May-19	5/3/19	Yes	5/28/19	1252	Hub Internet	\$257.93	\$257.93	\$0.00	
Subtotal Comcast Business						\$257.93	\$257.93	\$0.00	
Denver Water									
4746	4/17/19	Yes	5/28/19	1253	HUB Water and Sewer	\$162.54	\$162.54	\$0.00	
Subtotal Denver Water						\$162.54	\$162.54	\$0.00	
Godden Sudik Architects									
19-217	3/20/19	Yes	5/28/19	1254	Hub Building	\$685.80	\$685.80	\$0.00	
Subtotal Godden Sudik Architects						\$685.80	\$685.80	\$0.00	
IDES, LLC									
DEN087.26	4/30/19	Yes	5/28/19	1255	District Engineer	\$12,492.52	\$12,492.52	\$0.00	
Subtotal IDES, LLC						\$12,492.52	\$12,492.52	\$0.00	
McGeady Becher PC									
1324-0004C	3/31/19	Yes	5/28/19	1256	District Legal Counsel	\$1,880.00	\$1,880.00	\$0.00	
1324-0015C	3/31/19	Yes	5/28/19	1256	District Legal Counsel	\$181.60	\$181.60	\$0.00	
1324-0019C	3/31/19	Yes	5/28/19	1256	District Legal Counsel	\$390.00	\$390.00	\$0.00	
1324-0202C	3/31/19	Yes	5/28/19	1256	District Legal Counsel	\$260.00	\$260.00	\$0.00	
1324-0301C	3/31/19	Yes	5/28/19	1256	District Legal Counsel	\$440.00	\$440.00	\$0.00	
1324-0517C	3/31/19	Yes	5/28/19	1256	District Legal Counsel	\$240.00	\$240.00	\$0.00	
1324-2102C	3/31/19	Yes	5/28/19	1256	District Legal Counsel	\$160.00	\$160.00	\$0.00	
1324-4101C	3/31/19	Yes	5/28/19	1256	District Legal Counsel	\$1,360.00	\$1,360.00	\$0.00	
Subtotal McGeady Becher PC						\$4,911.60	\$4,911.60	\$0.00	
MSI, LLC									
85076	5/1/19	Yes	5/28/19	1257	Hub Management	\$1,340.39	\$1,340.39	\$0.00	
Subtotal MSI, LLC						\$1,340.39	\$1,340.39	\$0.00	
MW Golden Constructors									
Pay App 18	4/30/19	Yes	5/28/19	1258	Hub Construction	\$119,006.39	\$119,006.39	\$0.00	
Subtotal MW Golden Constructors						\$119,006.39	\$119,006.39	\$0.00	
Norris Design, Inc.									
01-50376	3/31/19	Yes	5/28/19	1259	Design Services	\$2,444.13	\$2,444.13	\$0.00	
01-26286	11/30/18	Yes	5/28/19	1259	Design Services	\$3,063.19	\$3,063.19	\$0.00	
Subtotal Norris Design, Inc.						\$5,507.32	\$5,507.32	\$0.00	
Nu Style Landscape & Design, Inc									
13064	4/12/19	Yes	5/28/19	1260	Snow Removal	\$495.00	\$495.00	\$0.00	
13065	4/12/19	Yes	5/28/19	1260	Snow Removal	\$925.00	\$925.00	\$0.00	
Subtotal Nu Style Landscape & Design, Inc						\$1,420.00	\$1,420.00	\$0.00	

Attachment C

Denver Connection West Metropolitan District
Engineer's Summary for Cost Certification 17

Invoice ID	Invoice Date	Invoice Provided	Check Date	Check No.	Description	Invoiced Amount	District Eligible Expenses	Non-Eligible Expenses	Notes
Pet Scoop									
228822	4/30/19	Yes	5/28/19	1261	Waste Station Maintenance	\$558.00	\$558.00	\$0.00	
Subtotal Pet Scoop						\$558.00	\$558.00	\$0.00	
Special District Management Services									
50302	4/30/19	Yes	5/28/19	1262	District Management	\$3,570.50	\$3,570.50	\$0.00	
50303	4/30/19	Yes	5/28/19	1262	District Management	\$1,722.00	\$1,722.00	\$0.00	
50304	4/30/19	Yes	5/28/19	1262	District Management	\$434.00	\$434.00	\$0.00	
50307	4/30/19	Yes	5/28/19	1262	District Management	\$854.00	\$854.00	\$0.00	
50308	4/30/19	Yes	5/28/19	1262	District Management	\$280.00	\$280.00	\$0.00	
50309	4/30/19	Yes	5/28/19	1262	District Management	\$42.00	\$42.00	\$0.00	
50310	4/30/19	Yes	5/28/19	1262	District Management	\$2,463.50	\$2,463.50	\$0.00	
50311	4/30/19	Yes	5/28/19	1262	District Management	\$37.50	\$37.50	\$0.00	
50312	4/30/19	Yes	5/28/19	1262	District Management	\$3,125.50	\$3,125.50	\$0.00	
50301	4/30/19	Yes	5/28/19	1262	District Management	\$1,705.44	\$1,705.44	\$0.00	
Subtotal Special District Management Services						\$14,234.44	\$14,234.44	\$0.00	
XCEL Energy									
636557403	5/2/19	Yes	5/28/19	1263	HUB Gas and Electric; Monument Electric	\$594.83	\$594.83	\$0.00	
Subtotal XCEL Energy						\$594.83	\$594.83	\$0.00	
YMCA of Metropolitan Denver									
5101953	5/10/19	Yes	5/28/19	1264	HUB Management Fee	\$4,390.00	\$4,390.00	\$0.00	
Subtotal YMCA of Metropolitan Denver						\$4,390.00	\$4,390.00	\$0.00	
Subtotal Invoices Paid by the Denver Connection West Metropolitan District						\$201,846.38	\$201,846.38	\$0.00	
TOTAL						\$321,952.61	\$287,634.60	\$34,318.01	

Summary of Infrastructure Acquisitions

IA No.	Invoiced Amount	District Eligible Expenses	Non-Eligible Expenses	Notes
Invoices Paid by William Lyon Homes				
Cost Certification #1	\$2,425,678.59	\$2,238,416.10	\$187,262.49	
Cost Certification #2	\$6,765,241.72	\$5,135,399.18	\$1,629,842.54	
Cost Certification #3	\$1,969,137.63	\$1,453,582.43	\$515,555.20	
Cost Certification #4	\$1,387,710.08	\$1,018,498.02	\$369,212.06	
Cost Certification #5	\$1,634,650.16	\$1,529,019.85	\$105,630.31	
Cost Certification #6	\$2,421,444.07	\$1,891,252.48	\$530,191.59	
Cost Certification #7	\$1,138,336.65	\$939,036.41	\$199,300.24	
Cost Certification #8	\$956,478.26	\$809,828.31	\$146,649.95	
Cost Certification #9	\$822,652.66	\$682,283.45	\$140,369.21	
Cost Certification #10	\$117,022.40	\$110,761.05	\$6,261.35	
Cost Certification #11	\$865,993.45	\$639,021.44	\$226,972.01	
Cost Certification #12	\$1,727,849.30	\$1,617,123.47	\$109,946.43	
Cost Certification #13	\$176,615.72	\$116,677.19	\$59,938.53	
Cost Certification #14	\$645,798.72	\$629,015.12	\$16,778.80	

Attachment C

Denver Connection West Metropolitan District
Engineer's Summary for Cost Certification 17

Invoice ID	Invoice Date	Invoice Provided	Check Date	Check No.	Description	Invoiced Amount	District Eligible Expenses	Non-Eligible Expenses	Notes
Cost Certification #15						\$62,033.86	\$38,403.86	\$23,630.00	
Cost Certification #16						\$33,790.59	\$16,111.52	\$17,679.07	
Cost Certification #17						\$120,106.23	\$85,788.22	\$34,318.01	
Subtotal Invoices Paid by William Lyon Homes						\$23,270,540.09	\$18,932,018.11	\$4,337,337.78	
Invoices Paid by the Denver Connection West Metropolitan District									
Cost Certification #7						\$272,414.28	\$272,413.73	\$0.55	
Cost Certification #8						\$523,087.93	\$516,600.15	\$6,487.78	
Cost Certification #9						\$2,611,690.14	\$2,606,201.38	\$5,488.76	
Cost Certification #10						\$984,658.47	\$983,753.38	\$905.09	
Cost Certification #11						\$442,921.54	\$441,985.67	\$935.87	
Cost Certification #12						\$543,596.34	\$542,523.65	\$1,072.69	
Cost Certification #13						\$415,724.80	\$413,842.22	\$1,882.58	
Cost Certification #14						\$340,921.49	\$336,849.07	\$4,072.42	
Cost Certification #15						\$246,775.22	\$242,451.32	\$4,323.90	
Cost Certification #16						\$124,123.61	\$122,692.58	\$1,431.03	
Cost Certification #17						\$201,846.38	\$201,846.38	\$0.00	
Subtotal Invoices Paid by the Denver Connection West Metropolitan District						\$6,381,790.21	\$6,356,620.57	\$25,169.64	
TOTAL						\$29,652,330.30	\$25,288,638.68	\$4,362,507.42	

DENVER CONNECTION WEST METRO DISTRICT

Board Meeting Project Status

July 23, 2019



Project Work

Site Visits

Site visits were done periodically. The overall status of construction is as follows:

- Earthwork import to the park is on-going.
- The Hub has passed City Inspection. Punchlist items are being resolved.
- Construction of the open space flat concrete is almost complete.
- Seat walls, planter walls and other park amenities are almost complete.

Cost Certification

- Cost Certification #17 - \$287,634.60

Construction Contract Documents

Contractor Contracts

- MW Golden Acceptance and Retainage Release
- Brightview Acceptance and Retainage Release
- Thoutt Brother's Acceptance and Retainage Release

District Contract Change Orders

- Brightview
 - Change Order 7 – Revise Handrails - \$-1,700.00 – Recommend Approval
- MW Golden
 - Change Order Request – Extended General Conditions - \$135,157.00 – Need Decision to Accept, Deny or Further Negotiation with MW Golden
 - Change Order Request – Picture Frame Fence Mesh - \$24,985.00 – Need Decision to Accept, Deny, or Accept at a lesser amount
 - Change Order Request – Wading Pool Light Credit – Board Discussion



Consultant/Vendor Agreements

Consultant/Vendor Agreements

- None

Consultant/Vendor Task Orders

- Godden Sudik
 - Task Order 2 – Additional Services – \$15,335.00
- All American Electrostatic
 - Task Order 2 – Paint Additional Mesh Panels Required by City – \$425.00

Other Matters

None