

**COTTONWOOD HIGHLANDS METROPOLITAN DISTRICT NO. 1**

**2020 ANNUAL REPORT  
TO  
THE TOWN OF PARKER**

Pursuant to its Service Plan (Section VII) and by Section 10.11.040 of the Town Code, the Cottonwood Highlands Metropolitan District No. 1 (the “**District**”), by September 1 of each year, is required to provide an annual report to the Town of Parker with regard to the following matters:

1. A narrative summary of the progress of the District in implementing its Service Plan for the report year.

*The Developer (Lennar) was active with the minor public improvement construction left to install within the District.*

2. Except when exemption from audit has been granted for the report year under the Local Government Audit Law, the audited financial statements of the District for the report year including a statement of financial condition (i.e., balance sheet) as of December 31 of the report year and the statement of operations (i.e., revenues and expenditures) for the report year

*The 2020 Audit is attached as **Exhibit A**.*

3. Unless disclosed within a separate schedule to the financial statements, a summary of the capital expenditures incurred by the District in development of Public Improvements in the report year, as well as any Public Improvements proposed to be undertaken in the five (5) years following the report year.

*Public infrastructure construction was installed by the Developer and has been reimbursed by the District upon receipt of an independent engineering cost certification.*

4. Unless disclosed within a separate schedule to the financial statements, a summary of the financial obligations of the District at the end of the report year, including the amount of outstanding Debt, the amount and terms of any new Debt issued in the report year, the amount of payment or retirement of existing Debt of the District in the report year, the total assessed valuation of all taxable properties within the District as of January 1 of the report year and the current mill levy of the District pledged to Debt retirement in the report year.

*On April 24, 2019, the District issued 2019A Bond in the amount of \$14,970,000 and 2019B<sub>(3)</sub> Bond in the amount of \$4,185,000.*

*The District’s 2020 mill levy pledged to Debt retirement: 47.678*

*The District’s total 2020 assessed valuation: \$14,465,320*

5. The District’s budget for the calendar year in which the annual report is submitted.

*The District's 2020 Budget is attached as **Exhibit B**.*

6. A summary of the residential and commercial development in the District for the report year.

*The District is a residential only district. Public infrastructure construction along with residential home construction and sales occurred in 2020.*

7. A summary of all fees, charges and assessments imposed by the District as of January 1 of the report year.

*For 2020: \$42/month Operation Fees for Residential Units; and \$750 Working Capital Fee for Residential Units (upon each ownership transfer).*

8. Certification of the Board that no action, event or condition enumerated in Town Code section 10.11.060 has occurred in the report year, or certification that such event has occurred but that an amendment to the Service Plan that allows such event has been approved by Town Council.

*Attached as **Exhibit B** is the certification given on behalf of Board of Directors that no action, event or condition enumerated in Section 10.11.060 occurred in 2020.*

9. The name, business address and telephone number of each member of the Board and its chief administrative officer and general counsel, together with the date, place and time of the regular meetings of the Board.

*At the time of submission of this annual report:*

*John Cheney (land owner/ developer- Lennar)  
Jill Luchs (land owner/ developer- Lennar)  
Debra Hessler (land owner/ developer-Lennar)  
Jennifer S. Waiton (land owner/ developer-Lennar)  
Ryan Foristal (Resident)*

*General Counsel: White Bear Ankele Tanaka & Waldron, 2154 E. Commons Avenue, Suite 2000, Centennial, CO 80122, (303) 858-1800.*

*Regular meetings are scheduled for the first Wednesday of March, June, September and December at 2:00 p.m., 9193 South Jamaica Street, 4<sup>th</sup> Floor, Englewood, CO, and held on an as needed basis*

10. Certification from the External Financial Advisor that the District is in compliance with all provisions of the Service Plan.

*The District did not engaged an External Financial Advisor in 2020 as no privately placed debt was issued by the District*

11. A Summer of any Litigation which involves the District's Public Improvements as of December 31.

*To our actual knowledge, based on review of the court records in Douglas County, Colorado and the Public Access to Court Electronic Records (PACER), there is no litigation involving the District as of December 31, 2020, or during the period from December 31, 2020 to the date of this response.*

**EXHIBIT A**  
**2020 AUDIT**

**COTTONWOOD HIGHLANDS  
METROPOLITAN DISTRICT NO. 1  
Douglas County, Colorado**

**FINANCIAL STATEMENTS AND  
SUPPLEMENTARY INFORMATION**

**YEAR ENDED DECEMBER 31, 2020**

**COTTONWOOD HIGHLANDS METROPOLITAN DISTRICT NO. 1  
TABLE OF CONTENTS  
YEAR ENDED DECEMBER 31, 2020**

<b>INDEPENDENT AUDITOR’S REPORT</b>	<b>1</b>
<b>BASIC FINANCIAL STATEMENTS</b>	
<b>GOVERNMENT-WIDE FINANCIAL STATEMENTS</b>	
<b>STATEMENT OF NET POSITION</b>	<b>1</b>
<b>STATEMENT OF ACTIVITIES</b>	<b>2</b>
<b>FUND FINANCIAL STATEMENTS</b>	
<b>BALANCE SHEET – GOVERNMENTAL FUNDS</b>	<b>3</b>
<b>STATEMENT OF REVENUES, EXPENDITURES, AND CHANGES IN         FUND BALANCES – GOVERNMENTAL FUNDS</b>	<b>4</b>
<b>RECONCILIATION OF THE STATEMENT OF REVENUES,         EXPENDITURES, AND CHANGES IN FUND BALANCES OF THE         GOVERNMENTAL FUNDS TO THE STATEMENT OF ACTIVITIES</b>	<b>5</b>
<b>GENERAL FUND – STATEMENT OF REVENUES, EXPENDITURES, AND         CHANGES IN FUND BALANCE – BUDGET AND ACTUAL</b>	<b>6</b>
<b>NOTES TO BASIC FINANCIAL STATEMENTS</b>	<b>7</b>
<b>SUPPLEMENTARY INFORMATION</b>	
<b>DEBT SERVICE FUND – SCHEDULE OF REVENUES, EXPENDITURES,     AND CHANGES IN FUND BALANCE – BUDGET AND ACTUAL</b>	<b>25</b>
<b>CAPITAL PROJECTS FUND – SCHEDULE OF REVENUES,     EXPENDITURES, AND CHANGES IN FUND BALANCE – BUDGET AND     ACTUAL</b>	<b>26</b>
<b>OTHER INFORMATION</b>	
<b>SCHEDULE OF DEBT SERVICE REQUIREMENTS TO MATURITY</b>	<b>28</b>
<b>SCHEDULE OF ASSESSED VALUATION, MILL LEVY, AND PROPERTY     TAXES COLLECTED</b>	<b>29</b>

## Independent Auditor's Report

Board of Directors  
Cottonwood Highlands Metropolitan District No. 1  
Douglas County, Colorado

### **Report on the Financial Statements**

We have audited the accompanying financial statements of the governmental activities and each major fund of Cottonwood Highlands Metropolitan District No. 1 (the "District") as of and for the year ended December 31, 2020, and the related notes to the financial statements, which collectively comprise the District's basic financial statements, as listed in the table of contents.

### **Management's Responsibility for the Financial Statements**

Management is responsible for the preparation and fair presentation of these financial statements in accordance with accounting principles generally accepted in the United States; this includes the design, implementation, and maintenance of internal control relevant to the preparation and fair presentation of financial statements that are free from material misstatement, whether due to fraud or error.

### **Auditor's Responsibility**

Our responsibility is to express an opinion on these financial statements based on our audit. We conducted our audit in accordance with auditing standards generally accepted in the United States. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the entity's preparation and fair presentation of the financial statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the entity's internal control. Accordingly, we express no such opinion. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of significant accounting estimates made by management, as well as evaluating the overall presentation of the financial statements.

We believe the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

## Opinion

In our opinion, the financial statements referred to above present fairly, in all material respects, the respective financial position of the governmental activities and each major fund of Cottonwood Highlands Metropolitan District No. 1 as of December 31, 2020, and the respective changes in financial position and the respective budgetary comparison for the general fund for the year then ended in accordance with accounting principles generally accepted in the United States.

## Other Matters

Management has omitted the management's discussion and analysis that accounting principles generally accepted in the United States require to be presented to supplement the basic financial statements. Such missing information, although not a part of the basic financial statements, is required by the Governmental Accounting Standards Board, who considers it to be an essential part of financial reporting for placing the basic financial statements in an appropriate operational, economic, or historical context. Our opinion on the basic financial statements is not affected by this missing information.

Our audit was conducted for the purpose of forming an opinion on the financial statements that collectively comprise the District's financial statements as a whole. The supplementary information as listed in the table of contents is presented for the purposes of legal compliance and additional analysis and is not a required part of the financial statements. The supplementary information is the responsibility of management and was derived from and relates directly to the underlying accounting and other records used to prepare the financial statements. The information has been subjected to the auditing procedures applied in the audit of the financial statements and certain additional procedures, including comparing and reconciling such information directly to the underlying accounting and other records used to prepare the financial statements or to the financial statements themselves, and other additional procedures in accordance with auditing standards generally accepted in the United States. In our opinion, the information is fairly stated in all material respects in relation to the financial statements as a whole.

The other information, as listed in the table of contents, has not been subject to the auditing procedures applied in the audit of the basic financial statements and, accordingly, we do not express an opinion or provide any assurance on them.

Sincerely,



Wipfli LLP  
Lakewood, Colorado  
July 20, 2021



## **BASIC FINANCIAL STATEMENTS**

**COTTONWOOD HIGHLANDS METROPOLITAN DISTRICT NO. 1**  
**STATEMENT OF NET POSITION**  
**DECEMBER 31, 2020**

	Governmental Activities
<b>ASSETS</b>	
Cash and Investments	\$ 41,307
Cash and Investments - Restricted	1,917,983
Prepaid Expenses	10,000
Accounts Receivable	3,315
Receivable - County Treasurer	5,630
Property Taxes Receivable	834,331
Capital Assets, Net	2,731,899
Total Assets	5,544,465
<b>LIABILITIES</b>	
Accounts Payable	18,680
Prepaid Operations and Maintenance Fees	8,174
Accrued Interest Payable	62,375
Noncurrent Liabilities:	
Due in More Than One Year	20,116,760
Total liabilities	20,205,989
<b>DEFERRED INFLOWS OF RESOURCES</b>	
Property Tax Revenue	834,331
Total Deferred Inflows of Resources	834,331
<b>NET POSITION</b>	
Restricted for:	
Emergency Reserves	11,400
Debt Service	1,911,237
Unrestricted	(17,418,492)
Total Net Position	\$ (15,495,855)

See accompanying Notes to Basic Financial Statements.

**COTTONWOOD HIGHLANDS METROPOLITAN DISTRICT NO. 1**  
**STATEMENT OF ACTIVITIES**  
**YEAR ENDED DECEMBER 31, 2020**

	Program Revenues			Net Revenues (Expenses) and Change in Net Position
Expenses	Charges for Services	Operating Grants and Contributions	Capital Grants and Contributions	Governmental Activities
<b>FUNCTIONS/PROGRAMS</b>				
Primary Government:				
Governmental Activities:				
General Government	\$ 486,327	\$ 235,770	\$ -	\$ -
Interest and Related Costs on Long-Term Debt	815,315	-	-	-
Capital Assets Conveyed to Other Governments	14,634,004	-	-	-
	<b>\$ 15,935,646</b>	<b>\$ 235,770</b>	<b>\$ -</b>	<b>\$ -</b>
<b>Total Governmental Activities</b>				
	<b>\$ 15,935,646</b>	<b>\$ 235,770</b>	<b>\$ -</b>	<b>\$ -</b>
<b>GENERAL REVENUES</b>				
Property Taxes				728,085
Specific Ownership Taxes				62,803
Net Investment Income				14,162
Other Income				6,130
Total General Revenues				<b>811,180</b>
<b>CHANGE IN NET POSITION</b>				
				(14,888,696)
Net Position - Beginning of Year				(607,159)
<b>NET POSITION - END OF YEAR</b>				
				<b>\$ (15,495,855)</b>

See accompanying Notes to Basic Financial Statements.

**COTTONWOOD HIGHLANDS METROPOLITAN DISTRICT NO. 1  
BALANCE SHEET  
GOVERNMENTAL FUNDS  
DECEMBER 31, 2020**

	General	Debt Service	Capital Projects	Total Governmental Funds
<b>ASSETS</b>				
Cash and Investments	\$ 41,307	\$ -	\$ -	\$ 41,307
Cash and Investments - Restricted	11,400	1,906,583	-	1,917,983
Accounts Receivable	3,315	-	-	3,315
Receivable - County Treasurer	976	4,654	-	5,630
Property Taxes Receivable	144,653	689,678	-	834,331
Prepaid Expenses	10,000	-	-	10,000
 Total Assets	<b>\$ 211,651</b>	<b>\$ 2,600,915</b>	<b>\$ -</b>	<b>\$ 2,812,566</b>
 <b>LIABILITIES, DEFERRED INFLOWS OF RESOURCES, AND FUND BALANCES</b>				
<b>LIABILITIES</b>				
Accounts Payable	\$ 18,680	\$ -	\$ -	\$ 18,680
Prepaid Operations and Maintenance Fees	8,174	-	-	8,174
Total Liabilities	26,854	-	-	26,854
 <b>DEFERRED INFLOWS OF RESOURCES</b>				
Property Tax Revenue	144,653	689,678	-	834,331
Total Deferred Inflows of Resources	144,653	689,678	-	834,331
 <b>FUND BALANCES</b>				
Nonspendable:				
Prepaid Expenses	10,000	-	-	10,000
Restricted For:				
Emergency Reserves	11,400	-	-	11,400
Debt Service	-	1,911,237	-	1,911,237
Unassigned	18,744	-	-	18,744
Total Fund Balances	40,144	1,911,237	-	1,951,381
 Total Liabilities, Deferred Inflows of Resources, and Fund Balances	<b>\$ 211,651</b>	<b>\$ 2,600,915</b>	<b>\$ -</b>	

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

Capital assets used in governmental activities are not financial resources and, therefore, are not reported in the funds.

Capital Assets, Net	2,731,899
---------------------	-----------

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

Bonds Payable	(19,385,369)
Developer Advance Payable	(731,391)
Accrued Interest Payable	(62,375)

Net Position of Governmental Activities	<b>\$ (15,495,855)</b>
-----------------------------------------	------------------------

See accompanying Notes to Basic Financial Statements.

**COTTONWOOD HIGHLANDS METROPOLITAN DISTRICT NO. 1**  
**STATEMENT OF REVENUES, EXPENDITURES, AND CHANGES IN FUND BALANCES**  
**GOVERNMENTAL FUNDS**  
**YEAR ENDED DECEMBER 31, 2020**

	General	Debt Service	Capital Projects	Total Governmental Funds
<b>REVENUES</b>				
Property Taxes	\$ 126,233	\$ 601,852	\$ -	\$ 728,085
Specific Ownership Taxes	10,889	51,914	-	62,803
Operation & Maintenance Fee	174,991	-	-	174,991
Working Capital Fee	55,000	-	-	55,000
Late Fees & Penalties	5,779	-	-	5,779
Other Revenue	6,130	-	-	6,130
Net Investment Income	60	11,333	2,769	14,162
Total Revenues	<u>379,082</u>	<u>665,099</u>	<u>2,769</u>	<u>1,046,950</u>
<b>EXPENDITURES</b>				
General Government				
Accounting	33,675	-	-	33,675
Auditing	4,800	-	-	4,800
County Treasurer's Fee	1,895	9,032	-	10,927
Dues and Licenses	587	-	-	587
Insurance and Bonds	9,680	-	-	9,680
District Management	24,308	-	-	24,308
Billing	13,829	-	-	13,829
Legal Services	24,891	-	-	24,891
Miscellaneous	594	-	-	594
Election Expense	1,502	-	-	1,502
Operations and Maintenance				
Irrigation Repairs and Maintenance	11,465	-	-	11,465
Landscaping Maintenance	97,194	-	-	97,194
Landscaping Improvements	15,235	-	-	15,235
Fence and Sign Maintenance	9,275	-	-	9,275
Snow Removal	8,345	-	-	8,345
Tree & Plant Replacements	18,400	-	-	18,400
Park Maintenance	6,950	-	-	6,950
Electricity	2,342	-	-	2,342
Water	62,024	-	-	62,024
Debt Service				
Bond Interest	-	748,500	-	748,500
Paying Agent Fees	-	7,000	-	7,000
Capital Projects				
Capital Outlay	-	-	2,435,183	2,435,183
Total Expenditures	<u>346,991</u>	<u>764,532</u>	<u>2,435,183</u>	<u>3,546,706</u>
<b>EXCESS OF REVENUES OVER (UNDER)</b>				
<b>EXPENDITURES</b>	32,091	(99,433)	(2,432,414)	(2,499,756)
<b>OTHER FINANCING SOURCES (USES)</b>				
Transfers to/from Other Funds	-	87	(87)	-
Developer Advance	22,000	-	2,435,183	2,457,183
Repay Developer Advance	-	-	(1,911,703)	(1,911,703)
Total Other Financing Sources (Uses)	<u>22,000</u>	<u>87</u>	<u>523,393</u>	<u>545,480</u>
<b>NET CHANGE IN FUND BALANCES</b>				
	54,091	(99,346)	(1,909,021)	(1,954,276)
Fund Balances - Beginning of Year	<u>(13,947)</u>	<u>2,010,583</u>	<u>1,909,021</u>	<u>3,905,657</u>
<b>FUND BALANCES - END OF YEAR</b>	<u>\$ 40,144</u>	<u>\$ 1,911,237</u>	<u>\$ -</u>	<u>\$ 1,951,381</u>

See accompanying Notes to Basic Financial Statements.

**COTTONWOOD HIGHLANDS METROPOLITAN DISTRICT NO. 1  
RECONCILIATION OF THE STATEMENT OF REVENUES, EXPENDITURES, AND CHANGES IN  
FUND BALANCES OF THE GOVERNMENTAL FUNDS TO THE STATEMENT OF ACTIVITIES  
YEAR ENDED DECEMBER 31, 2020**

Net Change in Fund Balances - Governmental Funds \$ (1,954,276)

Amounts reported for governmental activities in the statement of 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 asset over the estimated useful life of the asset. Capital outlay and depreciation expense in the current period are as follows:

Capital outlay	2,435,183
Depreciation Expense	(139,336)
Conveyance of Capital Assets to Other Governments	(14,634,004)

The issuance of long-term debt (e.g., bonds) provides current financial resources to governmental funds, while the repayment of the principal of long-term debt consumes the current financial resources of governmental funds. Neither transaction, however, has any effect on net position. Also, governmental funds report the effect of premiums, discounts, and similar items when debt is first issued, 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 advance	(2,457,183)
Accrued interest on Developer advance	(61,768)
Repayment of Developer Advance	1,911,703

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.

Amortization of Bond Premium	10,985
------------------------------	--------

Change in Net Position of Governmental Activities \$ (14,888,696)

**COTTONWOOD HIGHLANDS METROPOLITAN DISTRICT NO. 1  
GENERAL FUND  
STATEMENT OF REVENUES, EXPENDITURES, AND CHANGES IN FUND BALANCE –  
BUDGET AND ACTUAL  
YEAR ENDED DECEMBER 31, 2020**

	Original and Final Budget	Actual Amounts	Variance with Final Budget Positive (Negative)
<b>REVENUES</b>			
Property Taxes	\$ 126,233	\$ 126,233	\$ -
Specific Ownership Taxes	11,361	10,889	(472)
Operation & Maintenance Fee	194,000	174,991	(19,009)
Working Capital Fee	40,500	55,000	14,500
Late Fees & Penalties	-	5,779	5,779
Other Revenue	-	6,130	6,130
Net Investment Income	-	60	60
Total Revenues	372,094	379,082	6,988
<b>EXPENDITURES</b>			
<b>General and administrative</b>			
Accounting	25,000	33,675	(8,675)
Audit	5,000	4,800	200
County Treasurer's Fee	1,894	1,895	(1)
Dues and Licenses	550	587	(37)
Insurance and Bonds	10,300	9,680	620
District Management	20,000	24,308	(4,308)
Billing	10,000	13,829	(3,829)
Legal Services	40,000	24,891	15,109
Miscellaneous	300	594	(294)
Election Expense	20,000	1,502	18,498
Contingency	11,656	-	11,656
<b>Operations and Maintenance</b>			
Irrigation Repairs and Maintenance	11,000	11,465	(465)
Landscaping Maintenance	92,000	97,194	(5,194)
Landscaping Improvements	7,500	15,235	(7,735)
Fence and Sign Maintenance	20,000	9,275	10,725
Snow Removal	8,800	8,345	455
Tree & Plant Replacements	1,500	18,400	(16,900)
Park Maintenance	10,000	6,950	3,050
Electricity	4,500	2,342	2,158
Water	90,000	62,024	27,976
Weeds & Fertilization	4,000	-	4,000
Total Expenditures	394,000	346,991	47,009
<b>EXCESS OF REVENUES OVER (UNDER) EXPENDITURES</b>	(21,906)	32,091	53,997
<b>OTHER FINANCING SOURCES (USES)</b>			
Developer Advances	25,206	22,000	(3,206)
Total Other Financing Sources (Uses)	25,206	22,000	(3,206)
<b>EXCESS OF REVENUES AND OTHER FINANCING SOURCES OVER (UNDER) EXPENDITURES AND OTHER FINANCING USES</b>	3,300	54,091	50,791
Fund Balance - Beginning of Year	31,900	(13,947)	(45,847)
<b>FUND BALANCE - END OF YEAR</b>	\$ 35,200	\$ 40,144	\$ 4,944

See accompanying Notes to Basic Financial Statements.

**COTTONWOOD HIGHLANDS METROPOLITAN DISTRICT NO. 1**  
**NOTES TO BASIC FINANCIAL STATEMENTS**  
**DECEMBER 31, 2020**

**NOTE 1 DEFINITION OF REPORTING ENTITY**

Cottonwood Highlands Metropolitan District No. 1 (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 Douglas County, Colorado, on October 6, 2014, 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 in the Town of Parker. The District was established to provide financing for the design, acquisition, installation, construction and completion of public improvements and services, including water, sanitation, street, safety and fire protection, security, park and recreation, transportation, television relay and translation and mosquito control improvements and services.

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

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

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

**NOTE 2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES**

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

**Government-Wide and Fund Financial Statements**

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

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



**COTTONWOOD HIGHLANDS METROPOLITAN DISTRICT NO. 1**  
**NOTES TO BASIC FINANCIAL STATEMENTS**  
**DECEMBER 31, 2020**

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

Separate financial statements are provided for the 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 property taxes. All other revenue items are considered to be measurable and available only when cash is received by the District. Expenditures, other than interest on long-term obligations, are recorded when the liability is incurred or the long-term obligation due.

The District reports the following major governmental funds:

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

The Debt Service Fund accounts for the resources accumulated and payments made for principal and interest on long-term general obligation 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.

The effect of interfund activity has been eliminated from the government-wide financial statements.

**COTTONWOOD HIGHLANDS METROPOLITAN DISTRICT NO. 1**  
**NOTES TO BASIC FINANCIAL STATEMENTS**  
**DECEMBER 31, 2020**

**NOTE 2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)**

**Budgets**

In accordance with the State Budget Law, the District's Board of Directors holds public hearings in the fall each year to approve the budget and appropriate the funds for the ensuing year. The appropriation is at the total fund expenditures and other financing uses 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 amended its annual budget for the year ended December 31, 2020.

**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 and investments.

**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 assess the property tax obligation of 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 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.

**COTTONWOOD HIGHLANDS METROPOLITAN DISTRICT NO. 1**  
**NOTES TO BASIC FINANCIAL STATEMENTS**  
**DECEMBER 31, 2020**

**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.

The cost of normal maintenance and repairs that do not add to the value of the assets or materially extend the life of the asset are not capitalized. Improvements are capitalized and depreciated over the remaining useful lives of the related capital assets, as applicable. Depreciation expense has been computed using the straight-line method over the estimated economic useful life:

Parks and Recreation	20 Years
----------------------	----------

**Amortization – Original Issue Premium**

In the government-wide financial statements, bond premiums are deferred and amortized over the life of the bonds using the effective interest method. In the fund financial statements, governmental fund types recognize bond premiums during the current period. The face amount of debt issued and premiums received on debt issuances are reported as other financing sources. Issuance costs, whether or not withheld from the actual debt proceeds received, are reported as debt service expenditures.

**Operations and Maintenance Fee**

The District provides operations and maintenance services for park and recreation type amenities and facilities benefiting property and inhabitants within the District. A recurring monthly Operations Fee is imposed upon each Residential Unit within the District Boundaries to the fund the costs. In 2020, the Operations Fee was \$42 per Residential Unit.

**Working Capital Fee**

The District established a Working Capital Fee in order to pay for costs associated with account administration. The Working Capital Fee is imposed on all Transfer of a Residential Unit by an End User. In 2020, the Working Cap Fee was \$750.

**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.

**COTTONWOOD HIGHLANDS METROPOLITAN DISTRICT NO. 1**  
**NOTES TO BASIC FINANCIAL STATEMENTS**  
**DECEMBER 31, 2020**

**NOTE 2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)**

**Equity (Continued)**

Fund Balance

Fund balances for governmental funds should be reported in classifications that comprise a hierarchy based on the extent to which the government is bound to honor constraints on the specific purposes for which spending can occur. Governmental funds report up to five classifications of fund balance: nonspendable, restricted, committed, assigned, and unassigned. Because circumstances differ among governments, not every government or every governmental fund will present all of these components. The following classifications describe the relative strength of the spending constraints:

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

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

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

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

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

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

**COTTONWOOD HIGHLANDS METROPOLITAN DISTRICT NO. 1  
 NOTES TO BASIC FINANCIAL STATEMENTS  
 DECEMBER 31, 2020**

**NOTE 3 CASH AND INVESTMENTS**

Cash and investments as of December 31, 2020, are classified in the accompanying financial statements as follows:

Statement of Net Position:

Cash and Investments	\$ 41,307
Cash and Investments - Restricted	1,917,983
Total Cash and Investments	\$ 1,959,290

Cash and investments as of December 31, 2020, consist of the following:

Deposits with Financial Institutions	\$ 52,707
Investments	1,906,583
Total Cash and Investments	\$ 1,959,290

**Deposits with Financial Institutions**

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

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

At December 31, 2020, the District's cash deposits had a bank and carrying balance or \$52,707.

**Investments**

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

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

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

**COTTONWOOD HIGHLANDS METROPOLITAN DISTRICT NO. 1  
 NOTES TO BASIC FINANCIAL STATEMENTS  
 DECEMBER 31, 2020**

**NOTE 3 CASH AND INVESTMENTS (CONTINUED)**

**Investments (Continued)**

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

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

As of December 31, 2020, the District had the following investments:

<u>Investment</u>	<u>Maturity</u>	<u>Amount</u>
Colorado Surplus Asset Fund Trust (CSAFE)	Weighted Average Under 60 Days	\$ 1,906,583

**CSAFE**

The District invested in the Colorado Surplus Asset Fund Trust (CSAFE) (the Trust), which is an investment vehicle established by state statute for local government entities to pool surplus assets. The State Securities Commissioner administers and enforces all State statutes governing the Trust. The Trust is similar to a money market fund, with each share valued at \$1.00. CSAFE may invest in U.S. Treasury securities, repurchase agreements collateralized by U.S. Treasury securities, certain money market funds and highest rated commercial paper. A designated custodial bank serves as custodian for CSAFE's portfolio pursuant to a custodian agreement. The custodian acts as safekeeping agent for CSAFE's investment portfolio and provides services as the depository in connection with direct investments and withdrawals. The custodian's internal records segregate investments owned by CSAFE. CSAFE is rated AAAM by Standard & Poor's. CSAFE records its investments at amortized cost and the District records its investments in CSAFE at net asset value as determined by amortized cost. There are no unfunded commitments, the redemption frequency is daily and there is no redemption notice period.

**COTTONWOOD HIGHLANDS METROPOLITAN DISTRICT NO. 1**  
**NOTES TO BASIC FINANCIAL STATEMENTS**  
**DECEMBER 31, 2020**

**NOTE 4 CAPITAL ASSETS**

An analysis of the changes in capital assets for the year ended December 31, 2020 follows:

	Balance at December 31, 2019	Increases	Decreases	Balance at December 31, 2020
<b><u>Governmental Activities:</u></b>				
Capital Assets, Not Being Depreciated:				
Construction in Progress	\$ 13,225,182	\$ 1,408,822	\$ 14,634,004	\$ -
Total Capital Assets, Not Being Depreciated	13,225,182	1,408,822	14,634,004	-
Capital Assets, Being Depreciated:				
Parks and Recreation	1,892,178	1,026,361	-	2,918,539
Total Capital Assets, Being Depreciated	1,892,178	1,026,361	-	2,918,539
Less Accumulated Depreciation for:				
Parks and Recreation	(47,304)	(139,336)	-	(186,640)
Total Accumulated Depreciation	(47,304)	(139,336)	-	(186,640)
Total Capital Assets, Being Depreciated, Net	1,844,874	887,025	-	2,731,899
Governmental Activities Capital Assets, Net	<u>\$ 15,070,056</u>	<u>\$ 2,295,847</u>	<u>\$ 14,634,004</u>	<u>\$ 2,731,899</u>

Depreciation expense for the year ended December 31, 2020 of \$139,336 was charged to general government function/program.

**COTTONWOOD HIGHLANDS METROPOLITAN DISTRICT NO. 1**  
**NOTES TO BASIC FINANCIAL STATEMENTS**  
**DECEMBER 31, 2020**

**NOTE 5 LONG-TERM OBLIGATIONS**

The following is an analysis of changes in the District's long-term obligations for the year ended December 31, 2020:

	Balance December 31, 2019	Additions	Deletions	Balance December 31, 2020	Due Within One Year
General Obligation Bonds:					
Series 2019A	\$ 14,970,000	\$ -	\$ -	\$ 14,970,000	\$ -
Series 2019B	4,185,000	-	-	4,185,000	-
Subtotal	19,155,000	-	-	19,155,000	-
Bond Premium:					
Series 2019A	241,354	-	10,985	230,369	-
Subtotal	241,354	-	10,985	230,369	-
Developer Advance:					
General Fund	101,763	22,000	-	123,763	-
General Fund - Interest	15,790	9,812	-	25,602	-
Capital Projects	6,534	2,435,183	1,911,703	530,014	-
Capital Projects - Interest	56	51,956	-	52,012	-
Subtotal	124,143	2,518,951	1,911,703	731,391	-
 Total	 \$ 19,520,497	 \$ 2,518,951	 \$ 1,922,688	 \$ 20,116,760	 \$ -

The details of the District's general obligation bonds outstanding are as follows:

Limited Tax (Convertible to Unlimited Tax) General Obligation Bonds, Series 2019A (the 2019A Senior Bonds) and Subordinate Limited Tax General Obligation Bonds, Series 2019B.

**Bond Details**

The District issued the 2019 Bonds on May 16, 2019, in the par amounts of \$14,970,000 for the 2019A Senior Bonds and \$4,185,000 for the 2019B Subordinate Bonds. Proceeds from the sale of the 2019A Senior Bonds were used to: (i) finance public improvements; (ii) pay capitalized interest on the 2019A Senior Bonds; (iii) fund the Senior Reserve Fund; and, (iv) pay the costs of issuing the 2019 Bonds. Proceeds from the sale of the 2019B Subordinate Bonds were used to finance and refinance public improvements.



**COTTONWOOD HIGHLANDS METROPOLITAN DISTRICT NO. 1**  
**NOTES TO BASIC FINANCIAL STATEMENTS**  
**DECEMBER 31, 2020**

**NOTE 5 LONG-TERM OBLIGATIONS (CONTINUED)**

**Bond Details (Continued)**

The 2019A Senior Bonds bear interest at the rate of 5.00% per annum and are payable semiannually on June 1 and December 1, beginning on December 1, 2019. Annual mandatory sinking fund principal payments are due on December 1, beginning on December 1, 2023. The 2019A Senior Bonds mature on December 1, 2049. To the extent principal of any bond is not paid when due, such principal shall remain outstanding until paid, subject to discharge on December 1, 2056. To the extent interest on any 2019A Senior Bond is not paid when due, such interest shall compound semiannually on each interest payment date, at the rate then borne by the 2019A Senior Bond. If any amounts due on the 2019A Senior Bonds remain outstanding on December 1, 2056, such amounts shall be deemed discharged and will no longer be due and outstanding.

The 2019B Subordinate Bonds bear interest at the rate of 8.75% per annum and are payable annually on December 15, beginning December 15, 2019, from, and to the extent of, Subordinate Pledged Revenue available, if any, and mature on December 15, 2049. The 2019B Subordinate 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 2019B Subordinate Bonds compounds annually on each December 15. If any principal or interest on the 2019B Subordinate Bonds remains unpaid after the application of all Subordinate Pledged Revenue available on December 15, 2056, the 2019B Subordinate Bonds shall be deemed discharged and will no longer be due and outstanding.

**Optional Redemption**

The 2019A Senior Bonds are subject to redemption prior to maturity, at the option of the District, on June 1, 2024, and on any date thereafter, upon payment of par, accrued interest, and a redemption premium equal to a percentage of the principal amount so redeemed, as follows:

<u>Date of Redemption</u>	<u>Redemption Premium</u>
June 1, 2024, to May 31, 2025	3.00%
June 1, 2025, to May 31, 2026	2.00
June 1, 2026, to May 31, 2027	1.00
June 1, 2027, and thereafter	0.00

The 2019B Subordinate Bonds are subject to redemption prior to maturity, at the option of the District, on June 1, 2024, and on any date thereafter, upon payment of par, accrued interest, and a redemption premium equal to a percentage of the principal amount so redeemed, as follows:

<u>Date of Redemption</u>	<u>Redemption Premium</u>
June 1, 2024, to May 31, 2025	3.00%
June 1, 2025, to May 31, 2026	2.00
June 1, 2026, to May 31, 2027	1.00
June 1, 2027, and thereafter	0.00

**COTTONWOOD HIGHLANDS METROPOLITAN DISTRICT NO. 1**  
**NOTES TO BASIC FINANCIAL STATEMENTS**  
**DECEMBER 31, 2020**

**NOTE 5 LONG-TERM OBLIGATIONS (CONTINUED)**

**Pledged Revenue**

The 2019A Senior Bonds are secured by and payable solely from and to the extent of Senior Pledged Revenue, net of any costs of collection, which includes: (a) all Senior Property Tax Revenues; (b) all Senior Specific Ownership Tax Revenues; (c) all Capital Fees; and (d) any other legally available moneys which the District determines, in its absolute discretion, to credit to the Senior Bond Fund.

The 2019B Subordinate Bonds are secured by and payable solely from and to the extent of Subordinate Pledged Revenue, net of any costs of collection, which includes; (a) all Subordinate Property Tax Revenues; (b) all Subordinate Specific Ownership Tax Revenues; (c) all Subordinate Capital Fees; (d) any amounts in the Senior Surplus Fund upon the termination of such fund pursuant to the Senior Indenture; (e) any other legally available moneys which the District determines, in its absolute discretion, to credit to the Subordinate Bond Fund.

**Property Tax Revenues**

“Senior Property Tax Revenues” mean all moneys derived from imposition by the District of the Senior Required Mill Levy and are net of the costs of collection and any tax refunds or abatements authorized by or on behalf of the County. Senior Property Tax Revenues do not include specific ownership tax revenues.

“Subordinate Property Tax Revenues” mean all moneys derived from imposition by the District of the Subordinate Required Mill Levy and are net of the costs of collection and any tax refunds or abatements authorized by or on behalf of the County. Subordinate Property Tax Revenues do not include specific ownership tax revenues.

**Required Mill Levies**

Pursuant to the Senior Indenture, prior to the Conversion Date, the District is to impose a Senior Required Mill Levy in an amount necessary to generate Senior Property Tax Revenues sufficient to pay the principal of, premium if any, and interest on the 2019A Senior Bonds when due (less any amounts on deposit in the Senior Bond Fund and, as provided in the Senior Indenture, the Senior Surplus Fund and the Senior Reserve Fund, respectively) and to replenish the Senior Reserve Fund to the Senior Reserve Requirement, but not in excess of 35 mills. As long as the Senior Surplus Fund is required to be maintained and the amount on deposit therein is less than the Maximum Surplus Amount, the Senior Required Mill Levy shall be equal to 35 mills (subject to adjustment), or such lesser amount that will generate Senior Property Tax Revenues: (A) sufficient to pay the principal of, premium if any, and interest on the 2019A Senior Bonds when due, to replenish the Senior Reserve Fund to the Senior Reserve Requirement, and to fully fund the Senior Surplus Fund to the Maximum Surplus Amount, or (B) which, when combined with moneys then on deposit in the Senior Bond Fund, the Senior Surplus Fund, and the Senior Reserve Fund will pay the 2019A Senior Bonds in full in the year such levy is collected.

**COTTONWOOD HIGHLANDS METROPOLITAN DISTRICT NO. 1**  
**NOTES TO BASIC FINANCIAL STATEMENTS**  
**DECEMBER 31, 2020**

**NOTE 5 LONG-TERM OBLIGATIONS (CONTINUED)**

**Required Mill Levies (Continued)**

In the event that the method of calculating assessed valuation is changed after January 1, 2000, the minimum levy of 35 mills and maximum levy of 35 mills will be increased or decreased to reflect such changes, such increases or decreases to be determined by the Board in good faith (such determination to be binding and final) so that to the extent possible, the actual tax revenues generated by the mill levy, as adjusted, are neither diminished nor enhanced as a result of such changes (for purposes of the foregoing, a change in the ratio of actual valuation shall be deemed to be a change in the method of calculating assessed valuation).

On and after the Conversion Date, the District is to impose a Senior Required Mill Levy in an amount (without limitation as to rate) sufficient to pay the principal of, premium if any, and interest on the 2019A Senior Bonds when due (less any amounts on deposit in the Senior Bond Fund and, solely as provided in the Senior Indenture, the Senior Reserve Fund) and to replenish the Senior Reserve Fund to the Senior Reserve Requirement. On and after the Conversion Date, the definition of Senior Required Mill Levy is to be determined exclusively by this paragraph regardless of any subsequent increase in the Debt to Assessed Ratio.

The Conversion Date is the first date on which all of the following conditions are met: (a) the Debt to Assessed Ratio is 50% or less; (b) no amounts of principal or interest on the 2019A Senior Bonds are due but unpaid; and (c) the amount on deposit in the Senior Reserve Fund is not less than the Senior Reserve Requirement.

Pursuant to the Subordinate Indenture, the District is to impose a Subordinate Required Mill Levy in an amount equal to (i) 35 mills (as adjusted) less the Senior Obligation Mill Levy (which means the sum of the Senior Required Mill Levy and any other mill levy required to be imposed for the payment of Senior Obligations), or (ii) such lesser amount that will generate Subordinate Property Tax Revenues which, when combined with moneys on deposit in the Subordinate Bond Fund, will pay the 2019B Subordinate Bonds in full in the year such levy is collected.

**Senior Reserve Fund**

The 2019A Senior Bonds are also secured by the Senior Reserve Fund which was funded from the proceeds of the 2019A Senior Bonds in the amount of the Senior Reserve Requirement of \$1,178,000. If a withdrawal from the Senior Reserve Fund is made that reduces the balance in such fund below the Senior Reserve Requirement, the District is to include in the computation of its next mill levy certification the amount necessary to replenish the Senior Reserve Fund to the amount of the Senior Reserve Requirement, subject to the limitations of the Senior Required Mill Levy. The balance in the Senior Reserve Fund at December 31, 2020 is \$1,178,566.

**COTTONWOOD HIGHLANDS METROPOLITAN DISTRICT NO. 1**  
**NOTES TO BASIC FINANCIAL STATEMENTS**  
**DECEMBER 31, 2020**

**NOTE 5 LONG-TERM OBLIGATIONS (CONTINUED)**

**Senior Surplus Fund**

The 2019A Senior Bonds are further secured by funds in the Senior Surplus Fund, if any. Prior to the Conversion Date, Senior Pledged Revenue that is not needed to pay debt service on the 2019A Senior Bonds in any year will be deposited to and held in the Senior Surplus Fund, up to the Maximum Surplus Amount of \$1,497,000. The Senior Surplus Fund will be terminated upon the Conversion Date and any moneys therein applied to any legal purpose of the District. Pursuant to the Subordinate Indenture, amounts released from the Senior Surplus Fund are to be applied to the payment of the 2019B Subordinate Bonds. The balance in the Senior Surplus Fund at December 31, 2020 is \$720,828.

**2019A Senior Bonds Debt Service**

The outstanding principal and interest of the 2019A Senior Bonds are due as follows:

<u>Year Ending December 31,</u>	<u>Principal</u>	<u>Interest</u>	<u>Total</u>
2021	\$ -	\$ 748,500	\$ 748,500
2022	-	748,500	748,500
2023	20,000	748,500	768,500
2024	110,000	747,500	857,500
2025	170,000	742,000	912,000
2026-2030	1,265,000	3,551,750	4,816,750
2031-2035	1,875,000	3,178,250	5,053,250
2036-2040	2,695,000	2,631,750	5,326,750
2041-2045	3,730,000	1,859,000	5,589,000
2046-2049	5,105,000	740,750	5,845,750
	<u>\$ 14,970,000</u>	<u>\$ 15,696,500</u>	<u>\$ 30,666,500</u>

The annual debt service requirements on the 2019B Subordinate Bonds are not currently determinable since they are payable only from available Subordinate Pledged Revenue.

On November 4, 2014, the District's voters authorized total indebtedness of \$200,000,000 for the above listed facilities. The District's voters also authorized total indebtedness of \$30,000,000 each for debt refunding and debt related to intergovernmental agreements or other contracts with other public entities. The election also approved an annual increase in property taxes of \$5,000,000 without limitation of rate, to pay the District's operations and maintenance costs.

**COTTONWOOD HIGHLANDS METROPOLITAN DISTRICT NO. 1**  
**NOTES TO BASIC FINANCIAL STATEMENTS**  
**DECEMBER 31, 2020**

**NOTE 5 LONG-TERM OBLIGATIONS (CONTINUED)**

**2019A Senior Bonds Debt Service (Continued)**

Pursuant to the Consolidated Service Plan for Cottonwood Highlands Metropolitan District Nos. 1 and 2, the District is permitted to issue bond indebtedness not to exceed \$30,000,000 for both Districts combined. In the future, the District may issue a portion or all of the remaining authorized but unissued general obligation debt for purposes of providing public improvements to support development as it occurs within the District's service area. As of December 31, 2020, the District had authorized but unissued indebtedness in the following allocation for the following purposes:

	Amount Authorized on 11/4/2014	Amount Used Series 2019A and 2019B Bonds	Authorized Amount Remaining
Streets	\$ 30,000,000	\$ 6,174,543	\$ 23,825,457
Sewer	30,000,000	5,503,662	24,496,338
Water	30,000,000	2,213,951	27,786,049
Parks and Recreation	30,000,000	2,736,028	27,263,972
Traffic and Safety	30,000,000	394,345	29,605,655
Mosquito Control	5,000,000	-	5,000,000
Transportation	30,000,000	-	30,000,000
Fire Protection	5,000,000	-	5,000,000
TV Relay	5,000,000	-	5,000,000
Security	5,000,000	-	5,000,000
Total	<u>\$ 200,000,000</u>	<u>\$ 17,022,529</u>	<u>\$ 182,977,471</u>

**NOTE 6 NET POSITION**

The District has net position consisting of two components – restricted, and unrestricted.

Restricted net position consists of 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 a restricted net position as of December 31, 2020, as follows:

	Governmental Activities
Restricted Net Position:	
Emergencies	\$ 11,400
Debt Service	1,911,237
Total Restricted Net Position	<u>\$ 1,922,637</u>

The District's unrestricted net position as of December 31, 2020 totaled (\$17,418,492).

**COTTONWOOD HIGHLANDS METROPOLITAN DISTRICT NO. 1**  
**NOTES TO BASIC FINANCIAL STATEMENTS**  
**DECEMBER 31, 2020**

**NOTE 7 RELATED PARTY**

The developer of the property which constitutes the District is Lennar Corporation. Certain members of the Board of Directors of the District are officers or employees of or related to the Developer or an entity affiliated with the Developer, and may have conflicts of interest in dealing with the District.

**Reimbursement Allocation Agreement**

On May 29, 2015, the District entered into the Reimbursement Allocation Agreement with C&J Land Investments, LLC, S&L Land Investments, LLC, K&H Land Investments, LLC, Colorado Venture III, LLC, Colorado Venture I, LLC, Parkwood East, LLC, Clay Carlson, Kent Carlson and Scott Carlson (collectively and jointly and severally, "Carlson"), and Lennar Colorado, LLC, ("Lennar"). Carlson and Lennar can be referred to collectively as "Parties" or individually as a "Party". When the District incurs Debt to pay for the acquisition of Public Infrastructure that has been or will be constructed pursuant to the terms of a Facilities Acquisition Agreement, the Parties (or any of them) shall obtain from the debt advisor that the District has engaged in connection with its bond underwriting process ("Debt Advisor") the projected assessed ad valorem valuation of Property within the District that was used to calculate and determine the amount of the Debt incurred by the District ("Utilized AV"). The Parties will engage the Debt Advisor to apportion the Utilized AV between and among the development phases of the Property as identified by the Parties. Each Phase's share ("Share") of the amount of the Debt that is incurred by the District will be a percentage that is determined by dividing the Utilized AV that has been apportioned to that Phase of the Property by the total Utilized AV. The total amount of payments received by any owner with respect to a Phase under a Facility Acquisition Agreement may not exceed the applicable Share of the Debt apportioned to that Phase. As the construction of Public Infrastructure for a Phase is completed by a Party, such Party may submit the cost of the Public Infrastructure to the District pursuant to a Facilities Acquisition Agreement and receive payment.

**Amended and Restated Reimbursement Allocation Agreement**

On September 26, 2017, the District entered into the Amended and Restated Allocation Agreement with Lennar Colorado, LLC ("Lennar"), Century at Compark Village North, LLC, ("Century"), C&J Land Investments, LLC, S&L Land Investments, LLC, K&H Land Investments, LLC, Colorado Venture III, LLC, Colorado Venture I, LLC, Parkwood East, LLC, Clay Carlson, Kent Carlson and Scott Carlson (individually and jointly and severally, "Carlson"). Lennar, Century, Carlson and the District can be referred to as "Parties" or individually as a "Party". The Parties agree that with respect to the net proceeds of any Debt incurred by the District, each Party shall be entitled to receive from the District pursuant to the Facilities Acquisition Agreement executed by each Party and any other agreement entered between the Party and the District, its "Share" of the District Debt Proceeds as defined in the agreement.

**Funding and Reimbursement Agreement**

On September 26, 2017, the District entered into the Funding and Reimbursement Agreement with Lennar Colorado, LLC ("the Developer"). The Developer agrees to loan the District not to exceed the aggregate of \$60,000 per annum for five years, up to \$300,000. These funds shall be loaned to the District in one or a series of installments and shall be available to the District through December 31, 2021. The loan bears simple interest rate of 8% per annum, from the date any such advance is made. As of December 31, 2020, the

**COTTONWOOD HIGHLANDS METROPOLITAN DISTRICT NO. 1**  
**NOTES TO BASIC FINANCIAL STATEMENTS**  
**DECEMBER 31, 2020**

**NOTE 7 RELATED PARTY (CONTINUED)**

**Funding and Reimbursement Agreement (continued)**

District has operating advance payable of \$149,365 of which \$123,763 is principal and \$25,602 is accrued interest.

**Facilities Acquisition Agreements**

On September 26, 2017, the District entered into the Facilities Acquisition Agreement with Lennar. Lennar has incurred certain costs related to public infrastructure for the benefit of the District. The District has agreed to: (i) reimburse Lennar the Construction Costs for all completed public infrastructure authorized by the District's Service Plan; and (ii) acquire any such completed Public Infrastructure constructed for the benefit of the District from Lennar that is not being dedicated to other governmental entities. As of December 31, 2020, the District has capital advance payable to Lennar of \$7,113 of which \$6,534 is principal and \$579 is accrued interest.

On September 26, 2017, the District entered into the Facilities Acquisition Agreement with Century. Century has incurred certain costs related to public infrastructure for the benefit of the District. The District has agreed to: (i) reimburse Century the Construction Costs for all completed public infrastructure authorized by the District's Service Plan; and (ii) acquire any such completed Public Infrastructure constructed for the benefit of the District from Century that is not being dedicated to other governmental entities. As of December 31, 2020, the District has capital advance payable to Century of \$574,912 of which \$523,480 is principal and \$51,433 is accrued interest.

**NOTE 8 OPERATING TRANSFERS**

The transfer of \$87 from the Capital Projects Fund to the Debt Service Fund during 2020 is in connection with the Series 2019A and 2019B bond issuance.

**NOTE 9 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 (the Pool). The Pool is an organization created by intergovernmental agreement to provide property, liability, public officials' liability, boiler and machinery, and workers' compensation coverage to its members. Settled claims have not exceeded this coverage in any of the past three fiscal years.

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

**COTTONWOOD HIGHLANDS METROPOLITAN DISTRICT NO. 1**  
**NOTES TO BASIC FINANCIAL STATEMENTS**  
**DECEMBER 31, 2020**

**NOTE 10 TAX, SPENDING, AND DEBT LIMITATIONS**

Article X, Section 20 of the Colorado Constitution, commonly known 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.

On November 4, 2014, a majority of the District's electors authorized the District to collect and spend or retain, beginning in 2014 and for each subsequent year, all revenues of the District without regard to any limitations under 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**

**COTTONWOOD HIGHLANDS METROPOLITAN DISTRICT NO. 1  
DEBT SERVICE FUND  
SCHEDULE OF REVENUES, EXPENDITURES, AND CHANGES IN FUND BALANCE –  
BUDGET AND ACTUAL  
YEAR ENDED DECEMBER 31, 2020**

	Original and Final Budget	Actual Amounts	Variance with Final Budget Positive (Negative)
<b>REVENUES</b>			
Property Taxes	\$ 601,851	\$ 601,852	\$ 1
Specific Ownership Taxes	54,167	51,914	(2,253)
Net Investment Income	24,000	11,333	(12,667)
Total Revenues	<u>680,018</u>	<u>665,099</u>	<u>(14,919)</u>
<b>EXPENDITURES</b>			
County Treasurer's Fees	9,028	9,032	(4)
Paying Agent Fees	3,500	7,000	(3,500)
Bond Interest	748,500	748,500	-
Contingency	4,972	-	4,972
Total Expenditures	<u>766,000</u>	<u>764,532</u>	<u>1,468</u>
<b>EXCESS OF REVENUES OVER (UNDER) EXPENDITURES</b>	(85,982)	(99,433)	(13,451)
<b>OTHER FINANCING SOURCES (USES)</b>			
Transfers From Other Funds	-	87	87
Total Other Financing Sources (Uses)	<u>-</u>	<u>87</u>	<u>87</u>
<b>EXCESS OF REVENUES AND OTHER FINANCING SOURCES OVER (UNDER) EXPENDITURES AND OTHER FINANCING USES</b>	(85,982)	(99,346)	(13,364)
Fund Balance - Beginning of Year	<u>1,994,144</u>	<u>2,010,583</u>	<u>16,439</u>
<b>FUND BALANCE - END OF YEAR</b>	<u><u>\$ 1,908,162</u></u>	<u><u>\$ 1,911,237</u></u>	<u><u>\$ 3,075</u></u>

**COTTONWOOD HIGHLANDS METROPOLITAN DISTRICT NO. 1  
CAPITAL PROJECTS FUND  
SCHEDULE OF REVENUES, EXPENDITURES, AND CHANGES IN FUND BALANCE –  
BUDGET AND ACTUAL  
YEAR ENDED DECEMBER 31, 2020**

	Budget Amounts		Actual Amounts	Variance with Final Budget Positive (Negative)
	Original	Final		
<b>REVENUES</b>				
Net Investment Income	\$ -	\$ 2,769	\$ 2,769	\$ -
Total Revenues	-	2,769	2,769	-
<b>EXPENDITURES</b>				
Capital Outlay	-	2,435,183	2,435,183	-
Total Expenditures	-	2,435,183	2,435,183	-
<b>EXCESS OF REVENUES OVER (UNDER) EXPENDITURES</b>				
	-	(2,432,414)	(2,432,414)	-
<b>OTHER FINANCING SOURCES (USES)</b>				
Developer Advance	-	2,435,183	2,435,183	-
Repay Developer Advance	-	(1,911,703)	(1,911,703)	-
Transfers to Other Fund	-	(87)	(87)	-
Total Other Financing Sources (Uses)	-	523,393	523,393	-
<b>EXCESS OF REVENUES AND OTHER FINANCING SOURCES OVER (UNDER) EXPENDITURES AND OTHER FINANCING USES</b>				
	-	(1,909,021)	(1,909,021)	-
Fund Balance - Beginning of Year	-	1,909,021	1,909,021	-
<b>FUND BALANCE - END OF YEAR</b>	<b>\$ -</b>	<b>\$ -</b>	<b>\$ -</b>	<b>\$ -</b>

## **OTHER INFORMATION**

**COTTONWOOD HIGHLANDS METROPOLITAN DISTRICT NO. 1  
SCHEDULE OF DEBT SERVICE REQUIREMENTS TO MATURITY  
DECEMBER 31, 2020**

\$14,970,000 Series 2019A limited  
Tax (Convertible to Unlimited Tax)  
General Obligation Bonds  
Dated May 15, 2019  
Principal due December 1  
Interest Rate 5.0% Payable  
June 1 and December 1

Year Ended December 31,	Principal	Interest	Annual Debt Service
2021	\$ -	\$ 748,500	\$ 748,500
2022	-	748,500	748,500
2023	20,000	748,500	768,500
2024	110,000	747,500	857,500
2025	170,000	742,000	912,000
2026	215,000	733,500	948,500
2027	225,000	722,750	947,750
2028	255,000	711,500	966,500
2029	270,000	698,750	968,750
2030	300,000	685,250	985,250
2031	315,000	670,250	985,250
2032	350,000	654,500	1,004,500
2033	370,000	637,000	1,007,000
2034	410,000	618,500	1,028,500
2035	430,000	598,000	1,028,000
2036	470,000	576,500	1,046,500
2037	495,000	553,000	1,048,000
2038	540,000	528,250	1,068,250
2039	570,000	501,250	1,071,250
2040	620,000	472,750	1,092,750
2041	650,000	441,750	1,091,750
2042	705,000	409,250	1,114,250
2043	740,000	374,000	1,114,000
2044	800,000	337,000	1,137,000
2045	835,000	297,000	1,132,000
2046	900,000	255,250	1,155,250
2047	945,000	210,250	1,155,250
2048	1,015,000	163,000	1,178,000
2049	2,245,000	112,250	2,357,250
	<u>\$ 14,970,000</u>	<u>\$ 15,696,500</u>	<u>\$ 30,666,500</u>

**COTTONWOOD HIGHLANDS METROPOLITAN DISTRICT NO. 1  
 SCHEDULE OF ASSESSED VALUATION, MILL LEVY, AND PROPERTY TAXES COLLECTED  
 DECEMBER 31, 2020**

Year Ended December 31,	Prior Year Assessed Valuation for Current Year Property Tax Levy	Mills Levied		Total Mills Levied	Total Property Taxes		Percent Collected to Levied
		General Fund	Debt Service Fund		Levied	Collected	
2016	\$ 609,840	10.000	42.827	52.827	\$ 32,216	\$ 32,216	100.00 %
2017	1,148,890	10.000	42.827	52.827	60,693	60,693	100.00
2018	3,691,390	10.000	47.347	57.347	211,690	211,690	100.00
2019	8,428,500	10.000	47.347	57.347	483,349	483,350	100.00
2020	12,623,250	10.000	47.678	57.678	728,084	728,085	100.00
Estimated for the year ending December 31, 2021	\$ 14,465,320	10.000	47.678	57.678	\$ 834,331		

**NOTE:**

Property taxes collected in any one year include collection of delinquent property taxes levied in prior years.  
 Information received from the County Treasurer does not permit identification of specific year of levy.

**EXHIBIT B**  
**2020 BUDGET**



**CliftonLarsonAllen**

CliftonLarsonAllen LLP  
CLAAconnect.com

**Accountant's Compilation Report**

Board of Directors  
Cottonwood Highlands Metropolitan District No. 1

Management is responsible for the accompanying budget of revenues, expenditures, and fund balances of Cottonwood Highlands Metropolitan District No. 1 for the year ending December 31, 2020, including the estimate of comparative information for the year ended December 31, 2019, and the actual comparative information for the year ended December 31, 2018, in the format prescribed by Colorado Revised Statutes (C.R.S.) 29-1-105 and the related summary of significant assumptions in accordance with guidelines for the presentation of a budget established by the American Institute of Certified Public Accountants (AICPA). We have performed a compilation engagement in accordance with Statements on Standards for Accounting and Review Services promulgated by the Accounting and Review Services Committee of the AICPA. We did not audit or review the budget nor were we required to perform any procedures to verify the accuracy or completeness of the information provided by management. Accordingly, we do not express an opinion, a conclusion, nor provide any form of assurance on the accompanying budget.

The budgeted results may not be achieved as there will usually be differences between the budgeted 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.

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

We are not independent with respect to Cottonwood Highlands Metropolitan District No. 1.

*CliftonLarsonAllen LLP*

Greenwood Village, Colorado  
January 10, 2020



An independent member of Nexia International



**COTTONWOOD HIGHLANDS METROPOLITAN DISTRICT NO. 1  
SUMMARY  
2020 BUDGET  
WITH 2018 ACTUAL AND 2019 ESTIMATED  
For the Years Ended and Ending December 31,**

1/10/20

	ACTUAL 2018	ESTIMATED 2019	BUDGET 2020
BEGINNING FUND BALANCES	\$ 42,495	\$ 265,150	\$ 2,026,044
<b>REVENUES</b>			
Property taxes	211,690	483,349	728,084
Specific ownership tax	22,386	45,329	65,528
Interest income	52	70,739	24,000
Operation and Maintenance Fee	53,704	110,000	194,000
Working capital fee	42,000	60,000	40,500
Late fees / penalties	2,631	-	-
Developer advance	54,800	17,130,144	25,206
Bond proceeds - Series 2019A	-	14,970,000	-
Bond proceeds - Series 2019B	-	4,185,000	-
Bond Issue Premium	-	247,304	-
Total revenues	<u>387,263</u>	<u>37,301,865</u>	<u>1,077,318</u>
TRANSFERS IN	<u>-</u>	<u>1,714,934</u>	<u>-</u>
Total funds available	<u>429,758</u>	<u>39,281,949</u>	<u>3,103,362</u>
<b>EXPENDITURES</b>			
General Fund	161,986	335,000	394,000
Debt Service Fund	2,622	412,000	766,000
Capital Projects Fund	-	34,793,971	-
Total expenditures	<u>164,608</u>	<u>35,540,971</u>	<u>1,160,000</u>
TRANSFERS OUT	<u>-</u>	<u>1,714,934</u>	<u>-</u>
Total expenditures and transfers out requiring appropriation	<u>164,608</u>	<u>37,255,905</u>	<u>1,160,000</u>
ENDING FUND BALANCES	<u>\$ 265,150</u>	<u>\$ 2,026,044</u>	<u>\$ 1,943,362</u>
EMERGENCY RESERVE	\$ 4,200	\$ 7,900	\$ 11,200
O&M RESERVE	16,428	24,000	24,000
DEBT SERVICE RESERVE FUND	-	1,178,000	1,178,000
SURPLUS FUND	-	1,497,000	730,162
TOTAL RESERVE	<u>\$ 20,628</u>	<u>\$ 2,706,900</u>	<u>\$ 1,943,362</u>

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

**COTTONWOOD HIGHLANDS METROPOLITAN DISTRICT NO. 1**  
**PROPERTY TAX SUMMARY INFORMATION**  
**2020 BUDGET**  
**WITH 2018 ACTUAL AND 2019 ESTIMATED**  
**For the Years Ended and Ending December 31,**

1/10/20

	ACTUAL 2018	ESTIMATED 2019	BUDGET 2020
<b>ASSESSED VALUATION</b>			
Residential	\$ 1,260,260	4,210,860	\$ 8,120,380
Commercial	-	31,640	30,060
Natural Resources	-	40	40
State assessed	-	23,700	9,200
Vacant land	2,431,130	4,162,260	4,463,570
Certified Assessed Value	<u>\$ 3,691,390</u>	<u>\$ 8,428,500</u>	<u>\$ 12,623,250</u>
<b>MILL LEVY</b>			
General	10.000	10.000	10.000
Debt Service	47.347	47.347	47.678
Total mill levy	<u>57.347</u>	<u>57.347</u>	<u>57.678</u>
<b>PROPERTY TAXES</b>			
General	\$ 36,914	\$ 84,285	\$ 126,233
Debt Service	174,776	399,064	601,851
Budgeted property taxes	<u>\$ 211,690</u>	<u>\$ 483,349</u>	<u>\$ 728,084</u>
<b>BUDGETED PROPERTY TAXES</b>			
General	\$ 36,914	\$ 84,285	\$ 126,233
Debt Service	174,776	399,064	601,851
	<u>\$ 211,690</u>	<u>\$ 483,349</u>	<u>\$ 728,084</u>

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

**COTTONWOOD HIGHLANDS METROPOLITAN DISTRICT NO. 1  
GENERAL FUND  
2020 BUDGET**

**WITH 2018 ACTUAL AND 2019 ESTIMATED  
For the Years Ended and Ending December 31,**

1/10/20

	ACTUAL 2018	ESTIMATED 2019	BUDGET 2020
BEGINNING FUND BALANCE	\$ (11,347)	\$ 20,628	\$ 31,900
<b>REVENUES</b>			
Property taxes	36,914	84,285	126,233
Specific ownership tax	3,903	8,429	11,361
Operation and Maintenance Fee	53,704	110,000	194,000
Working capital fee	42,000	60,000	40,500
Late fees / penalties	2,631	-	-
Interest income	9	15	-
Developer advance	54,800	83,543	25,206
Total revenues	193,961	346,272	397,300
Total funds available	182,614	366,900	429,200
<b>EXPENDITURES</b>			
General and administrative			
Accounting	16,968	25,000	25,000
Audit	-	-	5,000
County Treasurer's fee	554	1,264	1,894
Dues and licenses	433	522	550
Insurance and bonds	2,598	7,263	10,300
District management	21,280	20,000	20,000
Legal services	20,746	75,000	40,000
Miscellaneous	238	3,951	300
Billing	-	10,000	10,000
Election expense	395	-	20,000
Engineering	11,540	-	-
Contingency	-	-	11,656
Operations and maintenance			
Irrigation repairs and maintenance	3,523	11,000	11,000
Landscaping maintenance	34,570	90,000	92,000
Landscaping improvements	-	-	7,500
Fence and sign maintenance	-	-	20,000
Snow Removal	2,498	9,500	8,800
Tree/ Plan Replacements	-	-	1,500
Park Maintenance	9,234	-	10,000
Electricity	1,687	1,500	4,500
Water	35,722	80,000	90,000
Weed/ Fertilization	-	-	4,000
Total expenditures	161,986	335,000	394,000
Total expenditures and transfers out requiring appropriation	161,986	335,000	394,000
ENDING FUND BALANCE	\$ 20,628	\$ 31,900	\$ 35,200
EMERGENCY RESERVE	\$ 4,200	\$ 7,900	\$ 11,200
O&M RESERVE	16,428	24,000	24,000
TOTAL RESERVE	\$ 20,628	\$ 31,900	\$ 35,200

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

**COTTONWOOD HIGHLANDS METROPOLITAN DISTRICT NO. 1**  
**DEBT SERVICE FUND**  
**2020 BUDGET**  
**WITH 2018 ACTUAL AND 2019 ESTIMATED**  
**For the Years Ended and Ending December 31,**

1/10/20

	ACTUAL 2018	ESTIMATED 2019	BUDGET 2020
BEGINNING FUND BALANCE	\$ 53,842	\$ 244,522	\$ 1,994,144
REVENUES			
Property taxes	174,776	399,064	601,851
Specific ownership tax	18,483	36,900	54,167
Interest income	43	10,724	24,000
Total revenues	<u>193,302</u>	<u>446,688</u>	<u>680,018</u>
TRANSFERS IN			
Transfers from other funds	<u>-</u>	<u>1,714,934</u>	<u>-</u>
Total funds available	<u>247,144</u>	<u>2,406,144</u>	<u>2,674,162</u>
EXPENDITURES			
County Treasurer's fee	2,622	5,986	9,028
Paying agent fees	-	-	3,500
Contingency	-	576	4,972
Debt Service			
Bond interest	-	405,438	748,500
Total expenditures	<u>2,622</u>	<u>412,000</u>	<u>766,000</u>
Total expenditures and transfers out requiring appropriation	<u>2,622</u>	<u>412,000</u>	<u>766,000</u>
ENDING FUND BALANCE	<u>\$ 244,522</u>	<u>\$ 1,994,144</u>	<u>\$ 1,908,162</u>
DEBT SERVICE RESERVE FUND	\$ -	\$ 1,178,000	\$ 1,178,000
SURPLUS FUND	-	1,497,000	730,162
TOTAL RESERVE	<u>\$ -</u>	<u>\$ 2,675,000</u>	<u>\$ 1,908,162</u>

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

**COTTONWOOD HIGHLANDS METROPOLITAN DISTRICT NO. 1  
CAPITAL PROJECTS FUND  
2020 BUDGET  
WITH 2018 ACTUAL AND 2019 ESTIMATED  
For the Years Ended and Ending December 31,**

1/10/20

	ACTUAL 2018	ESTIMATED 2019	BUDGET 2020
BEGINNING FUND BALANCE	\$ -	\$ -	\$ -
<b>REVENUES</b>			
Bond proceeds - Series 2019A	-	14,970,000	-
Bond proceeds - Series 2019B	-	4,185,000	-
Bond Issue Premium	-	247,304	-
Developer advance	-	17,046,601	-
Interest income	-	60,000	-
Total revenues	-	36,508,905	-
Total funds available	-	36,508,905	-
<b>EXPENDITURES</b>			
General and Administrative			
Bond issue costs	-	295,819	-
Bond discount	-	424,950	-
Capital Projects			
Engineering	-	20,000	-
Repay developer advance	-	17,026,601	-
Capital outlay	-	17,026,601	-
Total expenditures	-	34,793,971	-
<b>TRANSFERS OUT</b>			
Transfers to other fund	-	1,714,934	-
Total expenditures and transfers out requiring appropriation	-	36,508,905	-
ENDING FUND BALANCE	\$ -	\$ -	\$ -

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

**COTTONWOOD HIGHLANDS METROPOLITAN DISTRICT NO. 1  
2020 BUDGET  
SUMMARY OF SIGNIFICANT ASSUMPTIONS**

**Services Provided**

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 Douglas County on October 6, 2014, and is governed pursuant to provisions of the Colorado Special District Act (Title 32, Article 1, Colorado Revised Statutes). The District operates under a Service Plan approved by the Town of Parker. The District's service area is located in the Town of Parker.

The District was established to provide financing for the design, acquisition, installation, construction and completion of public improvements and services, including water, sanitation, street, safety and fire protection, security, park and recreation, transportation, television relay and translation and mosquito control improvements and services.

On November 4, 2014, the District's voters authorized total indebtedness of \$200,000,000 for the above listed facilities. The District's voters also authorized total indebtedness of \$30,000,000 each for debt refunding and debt related to intergovernmental agreements or other contracts with other public entities. The election also approved an annual increase in property taxes of \$5,000,000 without limitation of rate, to pay the District's operation and maintenance costs.

Pursuant to the Consolidated Service Plan for Cottonwood Highlands Metropolitan District Nos. 1 and 2, the District is permitted to issue bond indebtedness not to exceed \$30,000,000 for both Districts combined. In the future, the District may issue a portion or all of the remaining authorized but unissued general obligation debt for purposes of providing public improvements to support development as it occurs within the District's service area, however, as of the date of this budget, the amount and timing of any debt issuances is not determinable.

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 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.

**COTTONWOOD HIGHLANDS METROPOLITAN DISTRICT NO. 1**  
**2020 BUDGET**  
**SUMMARY OF SIGNIFICANT ASSUMPTIONS**

**Revenues - (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 9% of the property taxes collected.

**Operations and Maintenance Fee**

The District assesses a monthly operations and maintenance fee of \$42 per home. The budget anticipates the collection of \$190,000 in 2020.

**Working Capital Fee**

The District established a Working Capital Fee of \$750 per home in order to pay for costs associated with account administration. The budget anticipates 54 new homes for total collection of \$40,500 in 2020.

**Net Investment Income**

Interest earned on the District's available funds has been estimated based on an average interest rate of approximately 1.25%.

**Developer Advance**

The District is in the development stage. As such, some of the operating and administrative expenditures may be funded by the Developer.

**Expenditures**

**Administrative and Operating Expenditures**

Operating and administrative expenditures include the estimated services necessary to maintain the District's administrative viability such as legal, management, accounting, billing, insurance and dues. Estimated expenditures related to irrigation repairs and maintenance, landscape maintenance, fence and sign maintenance, parks and open space maintenance, tree replacement, utilities and snow removal were also included the General Fund budget.

**Debt Service**

Principal and interest payments are provided based on the attached debt amortization schedules from the Limited Tax (Convertible to Unlimited Tax) General Obligation Bonds Series 2019A and Subordinate Limited Tax General Obligation Bonds Series 2019B<sup>(3)</sup>.

**COTTONWOOD HIGHLANDS METROPOLITAN DISTRICT NO. 1**  
**2020 BUDGET**  
**SUMMARY OF SIGNIFICANT ASSUMPTIONS**

**Expenditures – (continued)**

**Capital Outlay**

The District does not anticipate infrastructure improvements during 2020.

**Operating and Capital Leases**

The District has no operating or capital leases.

**Debt and Leases**

On May 16, 2019, the District issued Limited Tax (Convertible to Unlimited Tax) General Obligation Bonds Series 2019A (the 2019A Senior Bonds) at an interest rate of 5%. The 2019A Senior Bonds are subject to redemption prior to maturity, at the option of the District, as a whole or in integral multiples of \$1,000, in any order of maturity, and in whole or partial maturities (and if in part in such order of maturities as the District shall determine and by lot within maturities), on June 1, 2024, and on any date thereafter, upon payment of par, accrued interest, and a redemption premium equal to a percentage of the principal amount so redeemed. The 2019A Senior Bonds maturing on December 1, 2049 also are subject to mandatory sinking fund redemption, in part, by lot, on December 1, 2023, and on each December 1 thereafter prior to the maturity date of such 2019A Senior Bonds, upon payment of par and accrued interest, without redemption premium. The proceeds from the 2019A Senior Bonds were used for the purposes of (a) paying project costs, (b) fund the Reserve Fund, (c) fund the Capitalized Interest Fund, and (d) paying other costs in connection with the issuance of the 2019A Senior Bonds.

On May 16, 2019 the District issued Subordinate Limited tax General Obligation Bonds Series 2019B<sub>(3)</sub> (the 2019B<sub>(3)</sub> Subordinate Bonds) at an interest rate of 8.75%. The 2019B<sub>(3)</sub> Subordinate Bonds are subject to redemption prior to maturity, at the option of the District, as a whole or in integral multiples of \$1,000, in any order of maturity, and in whole or partial maturities (and if in part in such order of maturities as the District shall determine and by lot within maturities), on June 1, 2024, and on any date thereafter, upon payment of par, accrued interest, and a redemption premium equal to a percentage of the principal amount so redeemed. The 2019B<sub>(3)</sub> Subordinate Bonds are also subject to mandatory redemption in part by lot on December 15 of each year, commencing December 15, 2019, to the extent of moneys on deposit, if any, in the Subordinate Mandatory Redemption Account of the Subordinate Bond Fund forty-five (45) days prior to the applicable Mandatory Redemption Date, and subject to any minimum requirements with respect to the principal amount of 2019B<sub>(3)</sub> Subordinate Bonds, at a redemption price (the "Mandatory Redemption Price") equal to the principal amount thereof (with no redemption premium), plus accrued interest to the redemption date. The proceeds from the sale of the 2019B<sub>(3)</sub> Bonds will be used to pay project costs.

**Reserves**

**Emergency Reserve**

The District has provided for an Emergency Reserve fund equal to at least 3% of fiscal year spending for 2020, as defined under TABOR.

**This information is an integral part of the accompanying budget.**



**COTTONWOOD HIGHLANDS METROPOLITAN DISTRICT NO. 1  
SCHEDULE OF DEBT SERVICE REQUIREMENTS TO MATURITY**

Year Ended December 31,	<b>\$14,970,000 Series 2019A limited Tax (Convertible to Unlimited Tax) General Obligation Bonds Dated May 15, 2019 Principal due December 1 Interest Rate 5.0% Payable June 1 and December 1</b>			<b>\$4,185,000 Series 2019B<sup>(3)</sup> Subordinate Limited Tax General Obligation Bonds Dated May 15, 2019 Principal and Interest due December 15 Interest Rate 8.75% Payable</b>		
	Principal	Interest	Total	Principal	Interest	Total
2020	\$ -	\$ 748,500	\$ 748,500	\$ -	\$ -	\$ -
2021	-	748,500	748,500	-	-	-
2022	-	748,500	748,500	-	-	-
2023	20,000	748,500	768,500	-	-	-
2024	110,000	747,500	857,500	-	-	-
2025	170,000	742,000	912,000	-	263,450	263,450
2026	215,000	733,500	948,500	-	411,880	411,880
2027	225,000	722,750	947,750	-	412,630	412,630
2028	255,000	711,500	966,500	-	475,503	475,503
2029	270,000	698,750	968,750	-	473,253	473,253
2030	300,000	685,250	985,250	-	543,273	543,273
2031	315,000	670,250	985,250	-	543,273	543,273
2032	350,000	654,500	1,004,500	-	615,735	615,735
2033	370,000	637,000	1,007,000	-	613,235	613,235
2034	410,000	618,500	1,028,500	-	688,949	688,949
2035	430,000	598,000	1,028,000	-	689,449	689,449
2036	470,000	576,500	1,046,500	-	773,996	773,996
2037	495,000	553,000	1,048,000	-	772,496	772,496
2038	540,000	528,250	1,068,250	-	861,475	861,475
2039	570,000	501,250	1,071,250	-	858,475	858,475
2040	620,000	472,750	1,092,750	-	952,759	952,759
2041	650,000	441,750	1,091,750	-	953,759	953,759
2042	705,000	409,250	1,114,250	-	1,053,990	1,053,990
2043	740,000	374,000	1,114,000	-	1,054,240	1,054,240
2044	800,000	337,000	1,137,000	-	1,161,334	1,161,334
2045	835,000	297,000	1,132,000	-	1,166,334	1,166,334
2046	900,000	255,250	1,155,250	-	1,280,984	1,280,984
2047	945,000	210,250	1,155,250	482,000	798,469	1,280,469
2048	1,015,000	163,000	1,178,000	1,080,000	324,013	1,404,013
2049	2,245,000	112,250	2,357,250	2,623,000	229,513	2,852,513
	<u>\$ 14,970,000</u>	<u>\$ 16,445,000</u>	<u>\$ 31,415,000</u>	<u>\$ 4,185,000</u>	<u>\$ 17,972,467</u>	<u>\$ 22,157,467</u>

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

**COTTONWOOD HIGHLANDS METROPOLITAN DISTRICT NO. 1  
SCHEDULE OF DEBT SERVICE REQUIREMENTS TO MATURITY**

<b>Totals</b>		
<b>Principal</b>	<b>Interest</b>	<b>Total</b>
\$ -	\$ 748,500	\$ 748,500
-	748,500	748,500
-	748,500	748,500
20,000	748,500	768,500
110,000	747,500	857,500
170,000	1,005,450	1,175,450
215,000	1,145,380	1,360,380
225,000	1,135,380	1,360,380
255,000	1,187,003	1,442,003
270,000	1,172,003	1,442,003
300,000	1,228,523	1,528,523
315,000	1,213,523	1,528,523
350,000	1,270,235	1,620,235
370,000	1,250,235	1,620,235
410,000	1,307,449	1,717,449
430,000	1,287,449	1,717,449
470,000	1,350,496	1,820,496
495,000	1,325,496	1,820,496
540,000	1,389,725	1,929,725
570,000	1,359,725	1,929,725
620,000	1,425,509	2,045,509
650,000	1,395,509	2,045,509
705,000	1,463,240	2,168,240
740,000	1,428,240	2,168,240
800,000	1,498,334	2,298,334
835,000	1,463,334	2,298,334
900,000	1,536,234	2,436,234
1,427,000	1,008,719	2,435,719
2,095,000	487,013	2,582,013
4,868,000	341,763	5,209,763
<b>\$ 19,155,000</b>	<b>\$ 34,417,467</b>	<b>\$ 53,572,467</b>

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

**CERTIFICATION OF TAX LEVIES for NON-SCHOOL Governments**

**TO:** County Commissioners<sup>1</sup> of DOUGLAS COUNTY, Colorado.

On behalf of the COTTONWOOD HIGHLANDS METROPOLITAN DISTRICT NO. 1,  
(taxing entity)<sup>A</sup>

the BOARD OF DIRECTORS  
(governing body)<sup>B</sup>

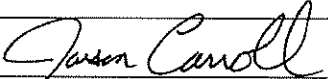
of the COTTONWOOD HIGHLANDS METROPOLITAN DISTRICT NO. 1  
(local government)<sup>C</sup>

**Hereby** officially certifies the following mills to be levied against the taxing entity's GROSS \$ 12,623,250 assessed valuation of: (GROSS<sup>D</sup> assessed valuation, Line 2 of the Certification of Valuation Form DLG 57<sup>E</sup>)

**Note:** If the assessor certified a NET assessed valuation (AV) different than the GROSS AV due to a Tax Increment Financing (TIF) Area<sup>F</sup> the tax levies must be calculated using the NET AV. The taxing entity's total property tax revenue will be derived from the mill levy multiplied against the NET assessed valuation of: \$ 12,623,250 (NET<sup>G</sup> assessed valuation, Line 4 of the Certification of Valuation Form DLG 57)  
**USE VALUE FROM FINAL CERTIFICATION OF VALUATION PROVIDED BY ASSESSOR NO LATER THAN DECEMBER 10**

**Submitted:** 12/06/2019 for budget/fiscal year 2020.  
(no later than Dec. 15) (mm/dd/yyyy) (yyyy)

<b>PURPOSE</b> (see end notes for definitions and examples)	<b>LEVY<sup>2</sup></b>	<b>REVENUE<sup>2</sup></b>
1. General Operating Expenses <sup>H</sup>	<u>10.000</u> mills	\$ <u>126,233</u>
2. <Minus> Temporary General Property Tax Credit/ Temporary Mill Levy Rate Reduction <sup>I</sup>	< > mills	\$ < >
<b>SUBTOTAL FOR GENERAL OPERATING:</b>	<b>10.000</b> mills	<b>\$ 126,233</b>
3. General Obligation Bonds and Interest <sup>J</sup>	<u>47.678</u> mills	\$ <u>601,851</u>
4. Contractual Obligations <sup>K</sup>	_____ mills	\$ _____
5. Capital Expenditures <sup>L</sup>	_____ mills	\$ _____
6. Refunds/Abatements <sup>M</sup>	_____ mills	\$ _____
7. Other <sup>N</sup> (specify): _____	_____ mills	\$ _____
	_____ mills	\$ _____
<b>TOTAL:</b> [ Sum of General Operating Subtotal and Lines 3 to 7 ]	<b>57.678</b> mills	<b>\$ 728,084</b>

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

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

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

**CERTIFICATION OF TAX LEVIES, continued**

**THIS SECTION APPLIES TO TITLE 32, ARTICLE 1 SPECIAL DISTRICTS THAT LEVY TAXES FOR PAYMENT OF GENERAL OBLIGATION DEBT (32-1-1603 C.R.S.).** Taxing entities that are

Special Districts or Subdistricts of Special Districts must certify separate mill levies and revenues to the Board of County Commissioners, one each for the funding requirements of each debt (32-1-1603, C.R.S.) Use additional pages as necessary. The Special District's or Subdistrict's total levies for general obligation bonds and total levies for contractual obligations should be recorded on Page 1, Lines 3 and 4 respectively.

**CERTIFY A SEPARATE MILL LEVY FOR EACH BOND OR CONTRACT:**

**BONDS<sup>J</sup>:**

1. Purpose of Issue: Public Improvements  
 Series: Limited Tax (Convertible to Unlimited Tax) General Obligation Bonds, Series 2019  
 Date of Issue: May 16, 2019  
 Coupon Rate: 5.0%  
 Maturity Date: December 1, 2049  
 Levy: 47.678  
 Revenue: ~~\$601,850~~ 601,851

2. Purpose of Issue: Public Improvements  
 Series: Subordinate Limited Tax General Obligation Bonds, Series 2019B(3)  
 Date of Issue: May 16, 2019  
 Coupon Rate: 8.75%  
 Maturity Date: December 15, 2049  
 Levy: 0.000  
 Revenue: \$0

**CONTRACTS<sup>K</sup>:**

3. Purpose of Contract: \_\_\_\_\_  
 Title: \_\_\_\_\_  
 Date: \_\_\_\_\_  
 Principal Amount: \_\_\_\_\_  
 Maturity Date: \_\_\_\_\_  
 Levy: \_\_\_\_\_  
 Revenue: \_\_\_\_\_

4. Purpose of Contract: \_\_\_\_\_  
 Title: \_\_\_\_\_  
 Date: \_\_\_\_\_  
 Principal Amount: \_\_\_\_\_  
 Maturity Date: \_\_\_\_\_  
 Levy: \_\_\_\_\_  
 Revenue: \_\_\_\_\_

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

Certification on behalf of the Board of Directors

STATE OF COLORADO

COUNTY OF DOUGLAS

COTTONWOOD HIGHLANDS METROPOLITAN DISTRICTS NO. 1

White Bear Ankele Tanaka & Waldron P.C., acting general counsel and authorized representative for the Board of Directors of the above District for this annual report, hereby certifies, on the Board's behalf, that during the year 2020, no action, event or condition enumerated in Section 10.11.060 of the Town of Parker Code took place within the District's boundaries or for which the District was made aware, which would have required a service plan amendment as a change of a basic or essential nature.

*White Bear Ankele Tanaka & Waldron*

WHITE BEAR ANKELE TANAKA & WALDRON

Attorneys at Law