

**The Canyons Metropolitan District Nos. 1-5  
& 8-11**

**2016 Consolidated Annual Report**

**THE CANYONS METROPOLITAN DISTRICT NOS. 1-5 & 8-11**

**2016 CONSOLIDATED ANNUAL REPORT  
TO  
THE CITY OF CASTLE PINES**

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Pursuant to the Amended and Restated Service Plan for The Canyons Metropolitan District No. 1 (as amended), and the Amended and Restated Service Plan for The Canyons Metropolitan District Nos. 2-4 and Consolidated Service Plan for The Canyons Metropolitan District Nos. 5 & 8-11 (as amended) (collectively, the “Districts”), the Districts are required to provide an annual report to the City of Castle Pines with regard to the following matters:

**For the year ending December 31, 2016, the Districts make the following report:**

**1. Boundary changes made or proposed to the Districts’ boundary as of December 31 of the prior year:**

There were no boundary changes made or proposed to the Districts’ boundaries in 2016.

**2. Intergovernmental Agreements with other governmental entities, either entered into or proposed, as of December 31 of the prior year:**

District Nos. 1-4 & 8-11 did not enter into any new Intergovernmental Agreements during 2016. District No. 5 entered into a Master Reimbursement Agreement with The Canyons Metropolitan District No. 6, The Canyons Metropolitan District No. 7, Oread Canyons, LLC and Shea Canyons, LLC on December 29, 2015.

**3. Copies of the Districts’ rules and regulations, if any, as of December 31 of the prior year:**

As of December 31, 2016, the Districts had not yet adopted rules and regulations.

**4. A summary of any litigation which involves the Districts’ Public Improvements as of December 31 of the prior year:**

To our actual knowledge, based on review of the court records in Douglas County, there is no litigation involving the Districts as of December 31, 2016.

**5. Status of the Districts’ construction of the Public Improvements as of December 31 of the prior year:**

As of December 31, 2016, the Districts had not yet constructed any Public Improvements.

**6. A list of all facilities and improvements constructed by the Districts that have been dedicated to and accepted by the City as of December 31 of the prior year:**

As of December 31, 2016, the Districts had not yet dedicated any Public Improvements to the City.

**7. The assessed valuation of the Districts for the current year:**

The Districts received certifications of valuation from the Douglas County Assessor that report a taxable assessed valuation for 2016 as follows:

District No. 1	\$ 240.00	District No. 8	\$ 11,070.00
District No. 2	\$ 206,810.00	District No. 9	\$ 270.00
District No. 3	\$ 730.00	District No. 10	\$ 270.00
District No. 4	\$ 4,000.00	District No. 11	\$ 270.00
District No. 5	\$ 11,080.00		

**8. Current year budget including a description of the Public Improvements to be constructed in such year:**

District Nos. 3, 4 and 8-11 are currently inactive and did not adopt budgets for 2017. The 2017 budgets for District Nos. 1, 2 & 5 are attached as **Exhibit A**. The Districts do not plan to construct any public improvements during 2017.

**9. Audit of the Districts' financial statements, for the year ending December 31 of the previous year, prepared in accordance with generally accepted accounting principles or audit exemptions, if applicable:**

District Nos. 3, 4 and 8-11 were inactive in 2016 and did not file an audit or audit exemptions for 2016. The 2016 audit exemption applications for District Nos. 1 & 2 are attached as **Exhibit B**. The 2016 Audit for District No. 5 is attached hereto as **Exhibit C**.

**10. Notice of any uncured events of default by the Districts, which continue beyond a ninety (90) day period, under any Debt instrument:**

There are no uncured events of default by the Districts, which continue beyond a ninety (90) day period, under any Debt instrument.

**11. Any inability of the Districts to pay their obligations as they come due, in accordance with the terms of such obligations, which continue beyond a ninety (90) day period:**

None.

**EXHIBIT A**  
**2017 Budgets**  
**District Nos. 1, 2 & 5**



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## Accountants' Compilation Report

Board of Directors  
The Canyons Metropolitan District No. 1  
Douglas County, Colorado

Management is responsible for the accompanying budget of revenues, expenditures, and fund balances of The Canyons Metropolitan District No. 1 for the year ending December 31, 2017, including the estimate of comparative information for the year ending December 31, 2016 and the actual comparative information for the year ending December 31, 2015, in the format prescribed by Colorado Revised Statutes (C.R.S.) 29-1-105. We have performed a compilation engagement in accordance with Statements on Standards for Accounting and Review Services promulgated by the Accounting and Review Services Committee of the American Institute of Certified Public Accountants. We did not audit or review the budget nor were we required to perform any procedures to verify the accuracy or completeness of the information provided by management. Accordingly, we do not express an opinion, a conclusion, nor provide any form of assurance on the accompanying budget.

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

We are not independent with respect to The Canyons Metropolitan District No. 1.

*CliftonLarsonAllen LLP*

Greenwood Village, Colorado  
January 25, 2017

**THE CANYONS METROPOLITAN DISTRICT NO. 1**  
**SUMMARY**  
**2017 BUDGET AS ADOPTED**  
**WITH 2015 ACTUAL AND 2016 ESTIMATED**  
**For the Years Ended and Ending December 31,**

1/25/2017

	ACTUAL 2015	ESTIMATED 2016	ADOPTED 2017
BEGINNING FUND BALANCES	\$ (22,133)	\$ (26,400)	\$ 500
REVENUES			
1 Developer advance	246,153	85,310	39,095
2 Net investment income	23	70	70
3 Transfer from Canyons MD #2	16,565	16,500	15,335
4 Transfer from Canyons MD #5	17	20	-
Total revenues	262,758	101,900	54,500
Total funds available	240,625	75,500	55,000
EXPENDITURES			
5 General and administration			
6 Accounting	23,574	25,000	15,000
7 Contingency	-	-	4,000
8 Dues and membership	-	1,699	1,800
9 Election	-	2,308	-
10 Insurance	9,883	11,603	12,200
11 Legal	232,655	33,000	20,000
12 Miscellaneous	563	1,390	1,000
13 Permits and licenses	350	-	-
Total expenditures	267,025	75,000	54,000
Total expenditures and transfers out requiring appropriation	267,025	75,000	54,000
ENDING FUND BALANCES	\$ (26,400)	\$ 500	\$ 1,000
EMERGENCY RESERVE	\$ -	\$ 500	\$ 500
TOTAL RESERVE	\$ -	\$ 500	\$ 500

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

**THE CANYONS METROPOLITAN DISTRICT NO. 1**  
**PROPERTY TAX SUMMARY INFORMATION**  
**For the Years Ended and Ending December 31,**

1/25/2017

	ACTUAL 2015	ESTIMATED 2016	ADOPTED 2017
<b>ASSESSED VALUATION - DOUGLAS</b>			
Agricultural	\$ 220	\$ 240	\$ 240
Certified Assessed Value	\$ 220	\$ 240	\$ 240
 <b>MILL LEVY</b>			
 <b>PROPERTY TAXES</b>			
Budgeted Property Taxes	\$ -	\$ -	\$ -
 <b>BUDGETED PROPERTY TAXES</b>			
	\$ -	\$ -	\$ -

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

**THE CANYONS METROPOLITAN DISTRICT NO. 1**  
**GENERAL FUND**  
**2017 BUDGET AS ADOPTED**  
**WITH 2015 ACTUAL AND 2016 ESTIMATED**  
**For the Years Ended and Ending December 31,**

1/25/2017

	ACTUAL 2015	ESTIMATED 2016	ADOPTED 2017
BEGINNING FUND BALANCES	\$ (15,805)	\$ (26,400)	\$ 500
REVENUES			
1 Developer advance	88,044	85,310	39,095
2 Net investment income	23	70	70
3 Transfer from Canyons MD #2	16,565	16,500	15,335
4 Transfer from Canyons MD #5	17	20	-
Total revenues	104,649	101,900	54,500
Total funds available	88,844	75,500	55,000
EXPENDITURES			
General and administration			
5 Accounting	23,314	25,000	15,000
6 Contingency	-	-	4,000
7 Dues and membership	-	1,699	1,800
8 Election	-	2,308	-
9 Insurance	9,883	11,603	12,200
10 Legal	81,484	33,000	20,000
11 Miscellaneous	563	1,390	1,000
Total expenditures	115,244	75,000	54,000
Total expenditures and transfers out requiring appropriation	115,244	75,000	54,000
ENDING FUND BALANCES	\$ (26,400)	\$ 500	\$ 1,000
EMERGENCY RESERVE	\$ -	\$ 500	\$ 500
TOTAL RESERVE	\$ -	\$ 500	\$ 500

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



**THE CANYONS METROPOLITAN DISTRICT NO. 1**  
**CAPITAL PROJECTS FUND**  
**2017 BUDGET AS ADOPTED**  
**WITH 2015 ACTUAL AND 2016 ESTIMATED**  
**For the Years Ended and Ending December 31,**

1/25/2017

	ACTUAL 2015	ESTIMATED 2016	ADOPTED 2017
BEGINNING FUND BALANCES	\$ (6,328)	\$ -	\$ -
REVENUES			
1 Developer advance	158,109	-	-
Total revenues	<u>158,109</u>	<u>-</u>	<u>-</u>
Total funds available	<u>151,781</u>	<u>-</u>	<u>-</u>
EXPENDITURES			
General and administration			
2 Accounting	260	-	-
3 Legal	151,171	-	-
4 Permits and licenses	350	-	-
Total expenditures	<u>151,781</u>	<u>-</u>	<u>-</u>
Total expenditures and transfers out requiring appropriation	<u>151,781</u>	<u>-</u>	<u>-</u>
ENDING FUND BALANCES	<u>\$ -</u>	<u>\$ -</u>	<u>\$ -</u>

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

**THE CANYONS METROPOLITAN DISTRICT NO. 1**  
**2017 BUDGET**  
**SUMMARY OF SIGNIFICANT ASSUMPTIONS**

**Services Provided**

The District was organized to provide financing for the design, acquisition, installation and construction of storm and sanitary sewers, water systems, streets, parks and recreation facilities, transportation systems, television relay and translator facilities, security, mosquito control and fire protection and operation and maintenance of the District. The District's service area is located in the City of Castle Pines in Douglas County, Colorado and the District operates in connection with District Nos. 2 – 5 and 8 - 11.

The District was formed by District Court Order on December 19, 2001, and held its organizational meeting on March 14, 2002. The relationship between the Service District and Financing Districts, including the means for approving, financing, constructing and operating the public services and improvements needed to serve the development, will be established by means of a Master Intergovernmental Agreement between the applicable Districts as the project evolves.

On November 6, 2001, District voters approved authorization to increase property taxes up to \$5,000,000, annually, as necessary, to pay for the operations and maintenance expenditures of the District. Debt authorization was approved in the amount of \$151,000,000 for the above listed facilities and an equal amount for refunding debt. The voters also authorized debt of \$5,000,000 for the costs of operating and maintaining the District's systems and \$10,000,000 for the issuance of mortgages, liens and other encumbrances on District real and personal property. The election also allows the District to retain all revenues without regard to the limitations contained in Article X, Section 20 of the Colorado constitution or any other law.

On November 4, 2014, District voters approved authorization to increase property taxes up to \$100,000,000, annually, as necessary, to pay for the operations and maintenance expenditures of the District as well as \$100,000,000, annually, as necessary to pay for the capital expenditures of the District. Debt authorization was approved in the amount of \$2,260,000,000 for the above listed facilities and \$226,000,000 for refunding debt. The voters authorized debt of \$226,000,000 for the costs of operating and maintaining the District's systems and \$50,000,000 for the issuance of mortgages, liens and other encumbrances on District real and personal property. The voters also authorized \$226,000,000 in debt for both Intergovernmental Agreements and Private Agreements. The election also allows the District to retain all revenues without regard to the limitations contained in Article X, Section 20 of the Colorado constitution or any other law.

Pursuant to the Amended and Restated Service Plan, the maximum mill levy for general obligation debt and operations and maintenance is 69.000 mills. This limit is to be adjusted for increases or decreases in the residential assessment ratio so that the actual tax revenues derived from the mill levy, as adjusted, are neither diminished nor enhanced as a result.

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

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

**THE CANYONS METROPOLITAN DISTRICT NO. 1  
2017 BUDGET  
SUMMARY OF SIGNIFICANT ASSUMPTIONS**

**Revenues**

**Advances**

The District is in the development stage. As such, a portion of the operating and administrative expenditures for 2017 are to be funded by the Developer. Advances are recorded as revenue for budget purposes with an obligation for future repayment when the District is financially able to reimburse others from bond proceeds and other available revenue.

**Intergovernmental Revenue**

The intergovernmental revenues are transfers from District No. 2 to provide funding for the overall administrative and operating costs for District Nos. 1 – 4 and 8 - 11.

**Expenditures**

**Administrative and Operating Expenses**

Operating expenditures include the estimated services necessary to maintain all four Districts' administrative viability such as legal, accounting, insurance and other administrative expenses.

**Debt and Leases**

The District has no outstanding operating or capital leases.

**Reserves**

**Emergency Reserve**

The District has provided for an emergency reserve fund equal to at least 3% of fiscal year spending for 2017 as defined under TABOR.

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



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## Accountant's Compilation Report

Board of Directors  
The Canyons Metropolitan District No. 2  
Douglas County, Colorado

Management is responsible for the accompanying budget of revenues, expenditures, and fund balances of The Canyons Metropolitan District No. 2 for the year ending December 31, 2017, including the estimate of comparative information for the year ending December 31, 2016 and the actual comparative information for the year ending December 31, 2015, in the format prescribed by Colorado Revised Statutes (C.R.S.) 29-1-105. We have performed a compilation engagement in accordance with Statements on Standards for Accounting and Review Services promulgated by the Accounting and Review Services Committee of the American Institute of Certified Public Accountants. We did not audit or review the budget nor were we required to perform any procedures to verify the accuracy or completeness of the information provided by management. Accordingly, we do not express an opinion, a conclusion, nor provide any form of assurance on the accompanying budget.

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

We are not independent with respect to The Canyons Metropolitan District No. 2.

*CliftonLarsonAllen LLP*

Greenwood Village, Colorado  
January 25, 2017

**THE CANYONS METROPOLITAN DISTRICT NO. 2**  
**GENERAL FUND**  
**2017 BUDGET AS ADOPTED**  
**WITH 2015 ACTUAL AND 2016 ESTIMATED**  
**For the Years Ended and Ending December 31,**

1/25/2017

	ACTUAL 2015	ESTIMATED 2016	ADOPTED 2017
BEGINNING FUND BALANCES	\$ -	\$ -	\$ -
REVENUES			
1 Property taxes	15,320	15,380	14,269
2 Specific ownership taxes	1,474	1,351	1,280
3 Net investment income	1	-	-
Total revenues	16,795	16,731	15,549
Total funds available	16,795	16,731	15,549
EXPENDITURES			
General and administration			
4 County Treasurer's fees	230	231	214
5 Transfer to Canyons MD #1	16,565	16,500	15,335
Total expenditures	16,795	16,731	15,549
Total expenditures and transfers out requiring appropriation	16,795	16,731	15,549
ENDING FUND BALANCES	\$ -	\$ -	\$ -

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

**THE CANYONS METROPOLITAN DISTRICT NO. 2**  
**PROPERTY TAX SUMMARY INFORMATION**  
**For the Years Ended and Ending December 31,**

1/25/2017

	ACTUAL 2015	ESTIMATED 2016	ADOPTED 2017
<b>ASSESSED VALUATION - DOUGLAS</b>			
Agricultural	\$ 17,800	\$ 19,100	\$ 8,000
State Assessed	203,100	202,500	197,500
Other	1,310	1,310	1,310
Certified Assessed Value	<u>\$ 222,210</u>	<u>\$ 222,910</u>	<u>\$ 206,810</u>
<b>MILL LEVY</b>			
GENERAL FUND	69.000	69.000	69.000
Total Mill Levy	<u>69.000</u>	<u>69.000</u>	<u>69.000</u>
<b>PROPERTY TAXES</b>			
GENERAL FUND	\$ 15,332	\$ 15,381	\$ 14,269
Levied property taxes	15,332	15,381	14,269
Adjustments to actual/rounding	(12)	(1)	-
Budgeted Property Taxes	<u>\$ 15,320</u>	<u>\$ 15,380</u>	<u>\$ 14,269</u>
<b>BUDGETED PROPERTY TAXES</b>			
GENERAL FUND	\$ 15,320	\$ 15,380	\$ 14,269
	<u>\$ 15,320</u>	<u>\$ 15,380</u>	<u>\$ 14,269</u>

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

**THE CANYONS METROPOLITAN DISTRICT NO. 2**  
**2017 BUDGET**  
**SUMMARY OF SIGNIFICANT ASSUMPTIONS**

**Services Provided**

The District was organized to provide financing for the design, acquisition, installation and construction of storm and sanitary sewers, water systems, streets, parks and recreation facilities, transportation systems, television relay and translator facilities, security, mosquito control and fire protection and operation and maintenance of the District. The District's service area is located in the City of Castle Pines in Douglas County, Colorado and the District operates in connection with District Nos. 1, 3 – 5 and 8 - 11.

The District was formed by District Court Order on December 19, 2001, and held its organizational meeting on March 14, 2002. The relationship between the Service District and Financing Districts, including the means for approving, financing, constructing and operating the public services and improvements needed to serve the development, will be established by means of a Master Intergovernmental Agreement between the applicable Districts as the project evolves.

On November 4, 2014, District voters approved authorization to increase property taxes up to \$5,000,000, annually, as necessary, to pay for the operations and maintenance expenditures of the District. Debt authorization was approved in the amount of \$151,000,000 for the above listed facilities and an equal amount for refunding debt. The voters also authorized debt of \$5,000,000 for the costs of operating and maintaining the District's systems and \$10,000,000 for the issuance of mortgages, liens and other encumbrances on District real and personal property. The election also allows the District to retain all revenues without regard to the limitations contained in Article X, Section 20 of the Colorado constitution or any other law.

On November 4, 2014, District voters approved authorization to increase property taxes up to \$100,000,000, annually, as necessary, to pay for the operations and maintenance expenditures of the District as well as \$100,000,000, annually, as necessary to pay for the capital expenditures of the District. Debt authorization was approved in the amount of \$2,260,000,000 for the above listed facilities and \$226,000,000 for refunding debt. The voters authorized debt of \$226,000,000 for the costs of operating and maintaining the District's systems and \$50,000,000 for the issuance of mortgages, liens and other encumbrances on District real and personal property. The voters also authorized \$226,000,000 in debt for both Intergovernmental Agreements and Private Agreements. The election also allows the District to retain all revenues without regard to the limitations contained in Article X, Section 20 of the Colorado constitution or any other law.

Pursuant to the Amended and Restated Service Plan, the maximum mill levy for general obligation debt and operations and maintenance is 69.000 mills. This limit is to be adjusted for increases or decreases in the residential assessment ratio so that the actual tax revenues derived from the mill levy, as adjusted, are neither diminished nor enhanced as a result.

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

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

**THE CANYONS METROPOLITAN DISTRICT NO. 2  
2017 BUDGET  
SUMMARY OF SIGNIFICANT ASSUMPTIONS**

**Revenues**

**Property Taxes**

The District sets a mill levy for property taxes collectible in 2017 to fund a portion of its operations. The calculation of the taxes levied is displayed on page 3 at the adopted mill levy of 69.000 mills.

**Specific Ownership Tax**

Specific ownership taxes are set by the State and collected by the County Treasurer, primarily on vehicle licensing with 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 by the General Fund.

**Expenditures**

**County Treasurer's Fees**

County Treasurer's collection fees have been computed at 1.5% of property taxes.

**Intergovernmental Expenditures**

Intergovernmental expenditures are transfers to District No. 1 to provide funding for the overall administrative and operating costs for the District and Districts 1, 3 – 4 and 8 -11.

**Debt and Leases**

The District has no outstanding debt, nor any operating or capital leases.

**Reserves**

**Emergency Reserves**

District No. 1 has provided for an emergency reserve fund equal to at least 3% of fiscal year spending for the District for 2017 as defined under TABOR.

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





CliftonLarsonAllen

CliftonLarsonAllen LLP  
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## Accountant's Compilation Report

Board of Directors  
The Canyons Metropolitan District No. 5  
Douglas County, Colorado

Management is responsible for the accompanying budget of revenues, expenditures and fund balances of The Canyons Metropolitan District No. 5 for the year ending December 31, 2017, including the estimate of comparative information for the year ending December 31, 2016, and the actual comparative information for the year ending December 31, 2015, in the format prescribed by Colorado Revised Statutes (C.R.S.) 29-1-105. We have performed a compilation engagement in accordance with Statements on Standards for Accounting and Review Services promulgated by the Accounting and Review Services Committee of the American Institute of Certified Public Accountants. We did not audit or review the budget nor were we required to perform any procedures to verify the accuracy or completeness of the information provided by management. Accordingly, we do not express an opinion, a conclusion, nor provide any form of assurance on the accompanying budget.

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

We are not independent with respect to The Canyons Metropolitan District No. 5.

*CliftonLarsonAllen LLP*

Greenwood Village, Colorado  
January 25, 2017

**THE CANYONS METROPOLITAN DISTRICT NO. 5**  
**SUMMARY**  
**2017 BUDGET AS ADOPTED**  
**WITH 2015 ACTUAL AND 2016 ESTIMATED**  
**For the Years Ended and Ending December 31,**

1/25/2017

	ACTUAL 2015	ESTIMATED 2016	ADOPTED 2017
BEGINNING FUND BALANCES	\$ -	\$ (14,326)	\$ -
<b>REVENUES</b>			
1 Property taxes	17	19	454
2 Specific ownership taxes	-	1	40
3 Developer advance	-	872,636	14,047,581
4 Bond proceeds	-	1,535,003	13,943,592
Total revenues	<u>17</u>	<u>2,407,659</u>	<u>27,991,667</u>
Total funds available	<u>17</u>	<u>2,393,333</u>	<u>27,991,667</u>
<b>EXPENDITURES</b>			
5 General and administration			
6 Accounting	-	-	15,000
7 Contingency	-	-	5,000
8 Insurance	-	-	3,000
9 Legal	-	-	20,000
10 Miscellaneous	-	-	1,000
11 Transfer to Canyons MD #1	17	20	-
12 Debt service			
13 Bond interest Series 2016	-	-	476
14 County Treasurer's fees	-	-	7
15 Capital projects			
16 Accounting	-	-	10,000
17 Capital outlay	-	-	13,943,592
18 Cost of issuance	-	858,310	-
19 Legal	14,326	-	50,000
20 Repayment of developer advance	-	1,535,003	13,943,592
Total expenditures	<u>14,343</u>	<u>2,393,333</u>	<u>27,991,667</u>
Total expenditures and transfers out requiring appropriation	<u>14,343</u>	<u>2,393,333</u>	<u>27,991,667</u>
ENDING FUND BALANCES	<u>\$ (14,326)</u>	<u>\$ -</u>	<u>\$ -</u>

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

**THE CANYONS METROPOLITAN DISTRICT NO. 5**  
**PROPERTY TAX SUMMARY INFORMATION**  
**For the Years Ended and Ending December 31,**

1/25/2017

	ACTUAL 2015	ESTIMATED 2016	ADOPTED 2017
<b>ASSESSED VALUATION - DOUGLAS</b>			
Agricultural	\$ 250	\$ 270	\$ 11,080
Certified Assessed Value	<u>\$ 250</u>	<u>\$ 270</u>	<u>\$ 11,080</u>
<b>MILL LEVY</b>			
GENERAL FUND	69.000	69.000	1.000
DEBT SERVICE FUND	-	-	40.000
Total Mill Levy	<u>69.000</u>	<u>69.000</u>	<u>41.000</u>
<b>PROPERTY TAXES</b>			
GENERAL FUND	\$ 17	\$ 19	\$ 11
DEBT SERVICE FUND	-	-	443
Levied property taxes	<u>17</u>	<u>19</u>	<u>454</u>
Adjustments to actual/rounding	-	-	-
Budgeted Property Taxes	<u>\$ 17</u>	<u>\$ 19</u>	<u>\$ 454</u>
<b>BUDGETED PROPERTY TAXES</b>			
GENERAL FUND	\$ 17	\$ 19	\$ 11
DEBT SERVICE FUND	-	-	443
	<u>\$ 17</u>	<u>\$ 19</u>	<u>\$ 454</u>

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

**THE CANYONS METROPOLITAN DISTRICT NO. 5**  
**GENERAL FUND**  
**2017 BUDGET AS ADOPTED**  
**WITH 2015 ACTUAL AND 2016 ESTIMATED**  
**For the Years Ended and Ending December 31,**

1/25/2017

	ACTUAL 2015	ESTIMATED 2016	ADOPTED 2017
BEGINNING FUND BALANCES	\$ -	\$ -	\$ -
REVENUES			
1 Property taxes	17	19	11
2 Specific ownership taxes	-	1	-
3 Developer advance	-	-	43,989
Total revenues	17	20	44,000
Total funds available	17	20	44,000
EXPENDITURES			
General and administration			
4 Accounting	-	-	15,000
5 Contingency	-	-	5,000
6 Insurance	-	-	3,000
7 Legal	-	-	20,000
8 Miscellaneous	-	-	1,000
9 Transfer to Canyons MD #1	17	20	-
Total expenditures	17	20	44,000
Total expenditures and transfers out requiring appropriation	17	20	44,000
ENDING FUND BALANCES	\$ -	\$ -	\$ -

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

**THE CANYONS METROPOLITAN DISTRICT NO. 5**  
**DEBT SERVICE FUND**  
**2017 BUDGET AS ADOPTED**  
**WITH 2015 ACTUAL AND 2016 ESTIMATED**  
**For the Years Ended and Ending December 31,**

1/25/2017

	ACTUAL 2015	ESTIMATED 2016	ADOPTED 2017
BEGINNING FUND BALANCES	\$ -	\$ -	\$ -
REVENUES			
1 Property taxes	-	-	443
2 Specific ownership taxes	-	-	40
Total revenues	<u>-</u>	<u>-</u>	<u>483</u>
Total funds available	<u>-</u>	<u>-</u>	<u>483</u>
EXPENDITURES			
Debt service			
3 Bond interest Series 2016	-	-	476
4 County Treasurer's fees	-	-	7
Total expenditures	<u>-</u>	<u>-</u>	<u>483</u>
Total expenditures and transfers out requiring appropriation	<u>-</u>	<u>-</u>	<u>483</u>
ENDING FUND BALANCES	<u>\$ -</u>	<u>\$ -</u>	<u>\$ -</u>

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

**THE CANYONS METROPOLITAN DISTRICT NO. 5**  
**CAPITAL PROJECTS FUND**  
**2017 BUDGET AS ADOPTED**  
**WITH 2015 ACTUAL AND 2016 ESTIMATED**  
**For the Years Ended and Ending December 31,**

1/25/2017

	ACTUAL 2015	ESTIMATED 2016	ADOPTED 2017
BEGINNING FUND BALANCES	\$ -	\$ (14,326)	\$ -
REVENUES			
1 Developer advance	-	872,636	14,003,592
2 Bond proceeds	-	1,535,003	13,943,592
Total revenues	<u>-</u>	<u>2,407,639</u>	<u>27,947,184</u>
Total funds available	<u>-</u>	<u>2,393,313</u>	<u>27,947,184</u>
EXPENDITURES			
Capital projects			
3 Accounting	-	-	10,000
4 Capital outlay	-	-	13,943,592
5 Cost of issuance	-	858,310	-
6 Legal	14,326	-	50,000
7 Repayment of developer advance	-	1,535,003	13,943,592
Total expenditures	<u>14,326</u>	<u>2,393,313</u>	<u>27,947,184</u>
Total expenditures and transfers out requiring appropriation	<u>14,326</u>	<u>2,393,313</u>	<u>27,947,184</u>
ENDING FUND BALANCES	<u>\$ (14,326)</u>	<u>\$ -</u>	<u>\$ -</u>

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

**THE CANYONS METROPOLITAN DISTRICT NO. 5**  
**2017 BUDGET**  
**SUMMARY OF SIGNIFICANT ASSUMPTIONS**

**Services Provided**

The District was organized to provide financing for the design, acquisition, installation and construction of storm and sanitary sewers, water systems, streets, parks and recreation facilities, transportation systems, television relay and translator facilities, security, mosquito control and fire protection and operation and maintenance of the District. The District's service area is located in the City of Castle Pines in Douglas County, Colorado and the District operates in connection with Districts Nos. 1 - 4 and 6 - 11.

The District was formed by District Court Order on December 19, 2001, and held its organizational meeting on March 14, 2002. The relationship between the Service District and Financing Districts, including the means for approving, financing, constructing and operating the public services and improvements needed to serve the development are outlined in the Master Reimbursement Agreement executed December 29, 2015 by the District and District Nos. 6 and 7.

On November 4, 2014, District voters approved authorization to increase property taxes up to \$5,000,000, annually, as necessary, to pay for the operations and maintenance expenditures of the District. Debt authorization was approved in the amount of \$151,000,000 for the above listed facilities and an equal amount for refunding debt. The voters also authorized debt of \$5,000,000 for the costs of operating and maintaining the District's systems and \$10,000,000 for the issuance of mortgages, liens and other encumbrances on District real and personal property. The election also allows the District to retain all revenues without regard to the limitations contained in Article X, Section 20 of the Colorado constitution or any other law.

On November 4, 2014, District voters approved authorization to increase property taxes up to \$100,000,000, annually, as necessary, to pay for the operations and maintenance expenditures of the District as well as \$100,000,000, annually, as necessary to pay for the capital expenditures of the District. Debt authorization was approved in the amount of \$2,260,000,000 for the above listed facilities and \$226,000,000 for refunding debt. The voters authorized debt of \$226,000,000 for the costs of operating and maintaining the District's systems and \$50,000,000 for the issuance of mortgages, liens and other encumbrances on District real and personal property. The voters also authorized \$226,000,000 in debt for both Intergovernmental Agreements and Private Agreements. The election also allows the District to retain all revenues without regard to the limitations contained in Article X, Section 20 of the Colorado constitution or any other law.

Pursuant to the Amended and Restated Service Plan, the maximum mill levy for general obligation debt and operations and maintenance is 69.000 mills. This limit is to be adjusted for increases or decreases in the residential assessment ratio so that the actual tax revenues derived from the mill levy, as adjusted, are neither diminished nor enhanced as a result.

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

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

**THE CANYONS METROPOLITAN DISTRICT NO. 5**  
**2017 BUDGET**  
**SUMMARY OF SIGNIFICANT ASSUMPTIONS**

**Revenues**

**Developer Advances**

The District is in the development stage. As such, the operating, administrative and capital expenditures for 2017 are to be funded by the Developer. Advances are recorded as revenue for budget purposes with an obligation for future repayment when the District is financially able to reimburse others from bond proceeds and other available revenue.

**Property Taxes**

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

The calculation of the taxes levied is displayed on page 3 of the Budget and is pursuant to the Master Reimbursement Agreement. Collectively, Districts Nos. 5, 6, and 7 levy 69.000 mills. The total adopted mill levy is 41.000 mills; 1.000 for general operations and 40.000 for debt service.

**Specific Ownership Tax**

Specific ownership taxes are set by the State and collected by the County Treasurer, primarily on vehicle licensing with 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 by the Debt Service Fund.

**Facilities Fees**

The District imposes a Facilities Fee in the amount of \$4,000 on each residential lot within the boundaries of the District. Such fees are allowed to increase the lesser of 5% annually or the percentage increase in the Denver-Boulder Consumer price index percentage increase for the prior year, effective January 1, 2017. The Facilities Fees are due and payable on the earlier to occur of (i) the initial transfer of a residential lot to a third party builder or (ii) the issuance of a building permit for a residential unit. No amounts are anticipated to be collected in 2017.

**Public Improvement Fee (PIF)**

The Mixed-Use Owner has imposed a Public Improvement Fee ("PIF") through the Declaration of Covenants Imposing And Implementing The North Canyons Public Improvements Fee ("PIF Covenant"). The PIF rate applicable to Construction Activities is 50% of the applicable Use Tax rate pursuant to the City's Sales/Use Tax Ordinance. Construction Activities is defined in the PIF Covenant as the use of building and construction materials for incorporation into the construction of any new building. Eighty percent (80%) of the PIF Revenue is collected by the District and pledged to the payment of the 2016 Bonds. The PIF is due prior to obtaining a building permit. No amounts are anticipated to be collected in 2017.



**THE CANYONS METROPOLITAN DISTRICT NO. 5  
2017 BUDGET  
SUMMARY OF SIGNIFICANT ASSUMPTIONS**

**Revenues (continued)**

**Bond Proceeds**

The District anticipates issuing Bonds in 2017 to reimburse the Developer for costs incurred for public improvements pursuant to the Master Reimbursement Agreement.

**Expenditures**

**County Treasurer's Fees**

County Treasurer's collection fees have been computed at 1.5% of property taxes.

**General and Administrative**

General and administrative expenditures have been provided based on estimates of the District's Board of Directors and consultants and include the services necessary to maintain the District's administrative viability such as accounting, legal, insurance, and other administrative expenditures.

**Debt Service**

The District anticipates making a partial interest payment in 2017 based on available cash flow. No debt to maturity schedule is attached as the timing of repayments is unknown.

**Capital Outlay**

The District anticipates capital expenditures as noted on page 6 of the budget.

**Debt and Leases**

On November 10, 2016 the District issued Series 2016 Limited Tax General Obligation and Special Revenue Bonds in an aggregate amount of up to \$68,664,991, of which \$1,535,003 was issued at closing, and the remainder of which is to be issued from time to time upon satisfaction of the conditions of the Indenture, in payment of the District No. 5 Reimbursement Obligation under the Master Reimbursement Agreement. The proceeds from the sale of the 2016 Bonds were used to reimburse a portion of the costs of infrastructure improvements constructed by the owners of property within the District and to pay the cost of issuance on the Bonds. It is anticipated the District will issue bonds on a quarterly basis based on certified improvements eligible for reimbursement from bond proceeds.

The Series 2016 Bonds bear interest at 7% per annum and are payable annually on December 15, but only to the extent of available Pledged Revenue, beginning on December 15, 2017. The 2016 Bonds are structured as cash flow bonds meaning that there are no scheduled payments of principal or interest. To the extent principal of any Bond is not paid when due, such principal shall remain outstanding until paid. Unpaid interest on the 2016 Bonds compounds annually on each December 15. The 2016 Bonds mature on December 15, 2057.

The 2016 Bonds are secured by and payable solely from Pledged Revenue but on a basis subordinate to Senior Obligations, which includes (i) property taxes derived from the 2016 Bond Required Mill Levy, net of

**THE CANYONS METROPOLITAN DISTRICT NO. 5  
2017 BUDGET  
SUMMARY OF SIGNIFICANT ASSUMPTIONS**

**Debt and Leases** (continued)

the cost of collection; (ii) Specific Ownership Taxes attributable to the 2016 Bond Required Mill Levy; (iii) Facilities Fees; (iv) Pledged PIF Revenues, and; (v) any other legally available moneys of the District credited to the 2016 Bond Fund.

The District has no operating or capital leases.

**Reserves**

**Emergency Reserves**

The District has provided for an Emergency Reserve fund equal to at least 3% of fiscal year spending for 2017, as defined under TABOR.

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

**EXHIBIT B**  
**2016 Audit Exemption (Nos. 1 & 2 Only)**

# APPLICATION FOR EXEMPTION FROM AUDIT LONG FORM

NAME OF GOVERNMENT	The Canyons Metropolitan District No. 1	For the Year Ended 12/31/2016 or fiscal year ended:
ADDRESS	8390 E Crescent Parkway Suite 500 Greenwood Village, CO 80111	
CONTACT PERSON	Kevin Collins	
PHONE	303-779-5710	
EMAIL	Kevin.Collins@claconnect.com	
FAX	303-779-0348	

## CERTIFICATION OF PREPARER

I certify that I am an independent accountant with **knowledge of governmental accounting** and that the information in the Application is complete and accurate to the best of my knowledge. I am aware that the Audit Law requires that a person independent of the entity complete the application if revenues or expenditure are at least \$100,000 but not more than \$750,000, and that independent means someone who is separate from the entity.

NAME:	Kevin Collins
TITLE	Accountant for the District
FIRM NAME (if applicable)	CliftonLarsonAllen LLP
ADDRESS	8390 E Crescent Parkway Suite 500 Greenwood Village, CO 80111
PHONE	303-779-5710
DATE PREPARED <small>(Must be Completed prior to Board approval)</small>	February 20, 2017
RELATIONSHIP TO ENTITY	CPA firm providing accounting services to the District

### PREPARER (SIGNATURE REQUIRED)

**See Attached Accountant's Compilation Report**

Has the entity filed for, or has the district filed, a Title 32, Article 1 Special District Notice of Inactive Status during the year? [Applicable to Title 32 special districts only, pursuant to Sections 32-1-103 (9.3) and 32-1-104 (3), C.R.S.]	YES	NO	If Yes, date filed:
	<input type="checkbox"/>	<input checked="" type="checkbox"/>	

## PART 1 - FINANCIAL STATEMENTS - BALANCE SHEET

\* Indicate Name of Fund

NOTE: Attach additional sheets as necessary.

Line #	Description	Governmental Funds		Description	Proprietary/Fiduciary Funds	
		General Fund	Fund*		Fund*	Fund*
Assets				Assets		
1-1	Cash & Cash Equivalents	\$ 1,000	-	Cash & Cash Equivalents	\$ -	-
1-2	Investments	\$ -	-	Investments	\$ -	-
1-3	Receivables	\$ 120	-	Receivables	\$ -	-
1-4	Due from Other Entities or Funds	\$ 100	-	Due from Other Entities or Funds	\$ -	-
	All Other Assets (specify)			Other Current Assets	\$ -	-
1-5	Prepaid expenses	\$ 13,217	-	<b>Total Current Assets</b>	\$ -	-
1-6		\$ -	-	Capital Assets, net (from Part 6-)	\$ -	-
1-7		\$ -	-	Other Long Term Assets (specify)	\$ -	-
1-8		\$ -	-		\$ -	-
1-9		\$ -	-		\$ -	-
1-10		\$ -	-		\$ -	-
1-11	(add lines 1-1 through 1-10) <b>TOTAL ASSETS</b>	\$ 14,437	-	(add lines 1-1 through 1-10) <b>TOTAL ASSETS</b>	\$ -	-
1-12	<b>TOTAL DEFERRED OUTFLOWS OF RESOURCES</b>	\$ -	-	<b>TOTAL DEFERRED OUTFLOWS OF RESOURCES</b>	\$ -	-
1-13	<b>TOTAL ASSETS AND DEFERRED OUTFLOWS</b>	\$ 14,437	-	<b>TOTAL ASSETS AND DEFERRED OUTFLOWS</b>	\$ -	-
Liabilities				Liabilities		
1-14	Accounts Payable	\$ 3,107	-	Accounts Payable	\$ -	-
1-15	Accrued Payroll and Related Liabilities	\$ -	-	Accrued Payroll and Related Liabilities	\$ -	-
1-16	Accrued Interest Payable	\$ -	-	Accrued Interest Payable	\$ -	-
1-17	Due to Other Entities or Funds	\$ -	-	Due to Other Entities or Funds	\$ -	-
1-18	All Other Current Liabilities	\$ -	-	All Other Current Liabilities	\$ -	-
1-19	<b>TOTAL CURRENT LIABILITIES</b>	\$ 3,107	-	<b>TOTAL CURRENT LIABILITIES</b>	\$ -	-
1-20	All Other Liabilities (specify)	\$ -	-	Proprietary Debt Outstanding (from Part 4-4)	\$ -	-
1-21		\$ -	-	Other Liabilities (specify)	\$ -	-
1-22		\$ -	-		\$ -	-
1-23		\$ -	-		\$ -	-
1-24		\$ -	-		\$ -	-
1-25		\$ -	-		\$ -	-
1-26		\$ -	-		\$ -	-
1-27		\$ -	-		\$ -	-
1-28	(add lines 1-19 through 1-27) <b>TOTAL LIABILITIES</b>	\$ 3,107	-	(add lines 1-19 through 1-27) <b>TOTAL LIABILITIES</b>	\$ -	-
1-29	<b>TOTAL DEFERRED INFLOWS OF RESOURCES</b>	\$ -	-	<b>TOTAL DEFERRED INFLOWS OF RESOURCES</b>	\$ -	-
Fund Balance				Net Position		
1-30	Nonspendable Prepaid	\$ -	-	Net Investment in Capital Assets	\$ -	-
1-31	Nonspendable Inventory	\$ -	-		\$ -	-
1-32	Restricted (specify):	\$ -	-	Emergency Reserves	\$ -	-
1-33	Committed: (specify)	\$ -	-	Other Designations/Reserves	\$ -	-
1-34	Assigned (specify)	\$ -	-	Restricted	\$ -	-
1-35	Unassigned:	\$ 11,330	-	Undesignated/Unreserved/Unrestricted	\$ -	-
1-36	Add lines 1-30 through 1-35 This total should be the same as line 3-33 <b>TOTAL FUND BALANCE</b>	\$ 11,330	-	Add lines 1-30 through 1-35 This total should be the same as line 3-33 <b>TOTAL NET POSITION</b>	\$ -	-
1-37	Add lines 1-28, 1-29 and 1-36 This total should be the same as line 1-13 <b>TOTAL LIABILITIES, DEFERRED INFLOWS, AND FUND BALANCE</b>	\$ 14,437	-	Add lines 1-28, 1-29 and 1-36 This total should be the same as line 1-13 <b>TOTAL LIABILITIES, DEFERRED INFLOWS, AND NET POSITION</b>	\$ -	-

Please use this space to provide explanation of any items on this page

## PART 2 - FINANCIAL STATEMENTS - OPERATING STATEMENT - REVENUES

Line #	Description	Governmental Funds		Description	Proprietary/Fiduciary Funds		
		General Fund	Fund*		Fund*	Fund*	
	Tax Revenue			Tax Revenue			
2-1	Property	\$ -	\$ -	Property	\$ -	\$ -	
2-2	Specific Ownership	\$ -	\$ -	Specific Ownership	\$ -	\$ -	
2-3	Sales and Use Tax	\$ -	\$ -	Sales and Use Tax	\$ -	\$ -	
2-4	Other Tax Revenue (specify):	\$ -	\$ -	Other Tax Revenue (specify):	\$ -	\$ -	
2-5		\$ -	\$ -		\$ -	\$ -	
2-6		\$ -	\$ -		\$ -	\$ -	
2-7		\$ -	\$ -		\$ -	\$ -	
2-8	<b>Add lines 2-1 through 2-7 TOTAL TAX REVENUE</b>	\$ -	\$ -	<b>Add lines 2-1 through 2-7 TOTAL TAX REVENUE</b>	\$ -	\$ -	
2-9	Licenses and Permits	\$ -	\$ -	Licenses and Permits	\$ -	\$ -	
2-10	Highway Users Tax Funds (HUTF)	\$ -	\$ -	Highway Users Tax Funds (HUTF)	\$ -	\$ -	
2-11	Conservation Trust Funds (Lottery)	\$ -	\$ -	Conservation Trust Funds (Lottery)	\$ -	\$ -	
2-12	Community Development Block Grant	\$ -	\$ -	Community Development Block Grant	\$ -	\$ -	
2-13	Fire & Police Pension	\$ -	\$ -	Fire & Police Pension	\$ -	\$ -	
2-14	Grants	\$ -	\$ -	Grants	\$ -	\$ -	
2-15	Donations	\$ -	\$ -	Donations	\$ -	\$ -	
2-16	Charges for Sales and Services	\$ -	\$ -	Charges for Sales and Services	\$ -	\$ -	
2-17	Rental Income	\$ -	\$ -	Rental Income	\$ -	\$ -	
2-18	Fines and Forfeits	\$ -	\$ -	Fines and Forfeits	\$ -	\$ -	
2-19	Interest/Investment Income	\$ 50	\$ -	Interest/Investment Income	\$ -	\$ -	
2-20	Tap Fees	\$ -	\$ -	Tap Fees	\$ -	\$ -	
2-21	Developer Advances	\$ 84,422	\$ -	Developer Advances	\$ -	\$ -	
2-22	All Other (specify):	\$ -	\$ -	All Other (specify):	\$ -	\$ -	
2-23	Transfers from Canyons #2 and #5	\$ 16,605	\$ -		\$ -	\$ -	
2-24	<b>Add lines 2-8 through 2-23 TOTAL REVENUES</b>	\$ 101,077	\$ -	<b>Add lines 2-8 through 2-23 TOTAL REVENUES</b>	\$ -	\$ -	
	Other Financing Sources			Other Financing Sources			
2-25	Debt Proceeds	\$ -	\$ -	Debt Proceeds	\$ -	\$ -	
2-26	Proceeds from Sale of Capital Assets	\$ -	\$ -	Proceeds from Sale of Capital Assets	\$ -	\$ -	
2-27	Other (specify):	\$ -	\$ -	Other (specify):	\$ -	\$ -	
2-28	<b>Add lines 2-25 through 2-27 TOTAL OTHER FINANCING SOURCES</b>	\$ -	\$ -	<b>Add lines 2-25 through 2-27 TOTAL OTHER FINANCING SOURCES</b>	\$ -	\$ -	
2-29	<b>Add lines 2-24 and 2-28 TOTAL REVENUES AND OTHER FINANCING SOURCES</b>	\$ 101,077	\$ -	<b>Add lines 2-24 and 2-28 TOTAL REVENUES AND OTHER FINANCING SOURCES</b>	\$ -	\$ -	<b>\$ 101,077</b>

Please use this space to provide explanation of any items on this page

**GRAND TOTALS**

**IF GRAND TOTAL REVENUES AND OTHER FINANCING SOURCES for all funds (Line 2-29) are GREATER than \$750,000 - STOP. You may not use this form. An audit may be required. See Section 29-1-604, C.R.S., or contact the OSA Local Government Division at (303) 869-3000 for assistance.**

## PART 3 - FINANCIAL STATEMENTS - OPERATING STATEMENT - EXPENDITURES

Line #	Description	Governmental Funds		Description	Proprietary/Fiduciary Funds		Please use this space to provide explanation of any items on this page
		General Fund	Fund*		Fund*	Fund*	
	Expenditures			Expenditures			
3-1	General Government	\$ 63,347	\$ -	General Operating & Administrative	\$ -	\$ -	
3-2	Judicial	\$ -	\$ -	Salaries	\$ -	\$ -	
3-3	Law Enforcement	\$ -	\$ -	Payroll Taxes	\$ -	\$ -	
3-4	Fire	\$ -	\$ -	Contract Services	\$ -	\$ -	
3-5	Highways & Streets	\$ -	\$ -	Employee Benefits	\$ -	\$ -	
3-6	Solid Waste	\$ -	\$ -	Insurance	\$ -	\$ -	
3-7	Contributions to Fire & Police Pension Assoc.	\$ -	\$ -	Accounting and Legal Fees	\$ -	\$ -	
3-8	Health	\$ -	\$ -	Repair and Maintenance	\$ -	\$ -	
3-9	Culture and Recreation	\$ -	\$ -	Supplies	\$ -	\$ -	
3-10	Other (specify):	\$ -	\$ -	Utilities	\$ -	\$ -	
3-11		\$ -	\$ -	Contributions to Fire & Police Pension Assoc.	\$ -	\$ -	
3-12		\$ -	\$ -	Other (specify)	\$ -	\$ -	
3-13		\$ -	\$ -		\$ -	\$ -	
3-14	Capital Outlay	\$ -	\$ -	Capital Outlay	\$ -	\$ -	
	Debt Service			Debt Service			
3-15	Principal	\$ -	\$ -	Principal	\$ -	\$ -	
3-16	Interest	\$ -	\$ -	Interest	\$ -	\$ -	
3-17	Bond Issuance Costs	\$ -	\$ -	Bond Issuance Costs	\$ -	\$ -	
3-18	Developer Principal Repayments	\$ -	\$ -	Developer Principal Repayments	\$ -	\$ -	
3-19	Developer Interest Repayments	\$ -	\$ -	Developer Interest Repayments	\$ -	\$ -	
3-20	All Other (specify):	\$ -	\$ -	All Other (specify):	\$ -	\$ -	
3-21		\$ -	\$ -		\$ -	\$ -	
3-22	<b>Add lines 3-1 through 3-21 TOTAL EXPENDITURES</b>	\$ 63,347	\$ -	<b>Add lines 3-1 through 3-21 TOTAL EXPENDITURES</b>	\$ -	\$ -	<b>\$ 63,347</b>
3-23	Interfund Transfers (In)	\$ -	\$ -	Net Interfund Transfers (In)	\$ -	\$ -	
3-24	Interfund Transfers Out	\$ -	\$ -	Net Interfund Transfers out	\$ -	\$ -	
3-25	Other Expenditures (Revenues):	\$ -	\$ -	Depreciation	\$ -	\$ -	
3-26		\$ -	\$ -	Other Financing Sources (Uses) <small>(from line 2-28)</small>	\$ -	\$ -	
3-27		\$ -	\$ -	Capital Outlay <small>(from line 3-14)</small>	\$ -	\$ -	
3-28		\$ -	\$ -	Debt Principal <small>(from line 3-15)</small>	\$ -	\$ -	
3-29	<b>(Add lines 3-23 through 3-28) TOTAL TRANSFERS AND OTHER EXPENDITURES</b>	\$ -	\$ -	<b>(Line 3-26, plus line 3-27, less line 3-24, less line 3-25) TOTAL GAAP RECONCILING ITEMS</b>	\$ -	\$ -	
3-30	Excess (Deficiency) of Revenues and Other Financing Sources Over (Under) Expenditures Line 3-29, less line 3-22, plus line 3-29	\$ 37,730	\$ -	Net Increase (Decrease) in Net Position Line 3-29, less line 3-22, plus line 3-29, plus line 3-23, less line 3-23	\$ -	\$ -	
3-31	Fund Balance, January 1 from December 31 prior year report	\$ (26,400)	\$ -	Net Position, January 1 from December 31 prior year report	\$ -	\$ -	
3-32	Prior Period Adjustment <b>(MUST explain)</b>	\$ -	\$ -	Prior Period Adjustment <b>(MUST explain)</b>	\$ -	\$ -	
3-33	Fund Balance, December 31 Sum of Line 3-30, 3-31, and 3-32 <b>This total should be the same as line 1-36.</b>	\$ 11,330	\$ -	Net Position, December 31 Line 3-30 plus line 3-31 <b>This total should be the same as line 1-36.</b>	\$ -	\$ -	

IF GRAND TOTAL EXPENDITURES for all funds (Line 3-22) are GREATER than \$750,000 - STOP. You may not use this form. An audit may be required. See Section 29-1-604, C.R.S., or contact the OSA Local Government Division at (303) 869-3000 for assistance.

## PART 4 - DEBT OUTSTANDING, ISSUED, AND RETIRED

Please answer the following questions by marking the appropriate boxes.				YES	NO	Please use this space to provide any explanations or comments:
<b>4-1</b>	Does the entity have outstanding debt?			<input checked="" type="checkbox"/>	<input type="checkbox"/>	
<b>4-2</b>	Is the debt repayment schedule attached? If no, MUST explain: Developer advances will be repaid if and when funds are available.			<input type="checkbox"/>	<input checked="" type="checkbox"/>	
<b>4-3</b>	Is the entity current in its debt service payments? If no, MUST explain:			<input checked="" type="checkbox"/>	<input type="checkbox"/>	
<b>4-4</b>	Please complete the following debt schedule, if applicable: (please only include principal amounts)	Outstanding at beginning of year	Issued during year	Retired during year	Outstanding at year-end	
	General obligation bonds	\$ -	\$ -	\$ -	\$ -	
	Revenue bonds	\$ -	\$ -	\$ -	\$ -	
	Notes/Loans	\$ -	\$ -	\$ -	\$ -	
	Leases	\$ -	\$ -	\$ -	\$ -	
	Developer Advances	\$ 111,583	\$ 84,422	\$ -	\$ 196,005	
	Other (specify): Accrued interest on developer advances	\$ 6,970	\$ 12,700	\$ -	\$ 19,670	
	<b>TOTAL</b>	<b>\$ 118,553</b>	<b>\$ 97,122</b>	<b>\$ -</b>	<b>\$ 215,675</b>	
Please answer the following questions by marking the appropriate boxes.				YES	NO	
<b>4-5</b>	Does the entity have any authorized, but unissued, debt?			<input checked="" type="checkbox"/>	<input type="checkbox"/>	
If yes:	How much?	\$ 2,988,000,000				
If yes:	Date the debt was authorized:	11/04/2014				
<b>4-6</b>	Does the entity intend to issue debt within the next calendar year?			<input type="checkbox"/>	<input checked="" type="checkbox"/>	
If yes:	How much?	\$ -				
<b>4-7</b>	Does the entity have debt that has been refinanced that it is still responsible for?			<input type="checkbox"/>	<input checked="" type="checkbox"/>	
If yes:	What is the amount outstanding?	\$ -				
<b>4-8</b>	Does the entity have any lease agreements?			<input type="checkbox"/>	<input checked="" type="checkbox"/>	
If yes:	What is being leased?					
	What is the original date of the lease?					
	Number of years of lease?					
	Is the lease subject to annual appropriation?			<input type="checkbox"/>	<input type="checkbox"/>	
	What are the annual lease payments?	\$ -				
<b>4-9</b>	Does the entity have a certified mill levy?			<input type="checkbox"/>	<input checked="" type="checkbox"/>	
If yes:	Please provide the following mills levied for the year reported:	Bond Redemption	0.00			
		General/Other	0.00			
		<b>TOTAL</b>	<b>0.00</b>			

## PART 5 - CASH AND INVESTMENTS

Please provide the entity's cash deposit and investment balances.				AMOUNT	TOTAL	Please use this space to provide any explanations or comments:
<b>5-1</b>	YEAR-END Total of ALL Checking and Savings accounts			\$ 500		
<b>5-2</b>	Certificates of deposit			\$ -		
	<b>TOTAL CASH DEPOSITS</b>				\$ 500	
	Investments (if investment is a mutual fund, please list underlying investments):					
<b>5-3</b>	CSAFE			\$ 500		
				\$ -		
				\$ -		
				\$ -		
	<b>TOTAL INVESTMENTS</b>				\$ 500	
	<b>TOTAL CASH AND INVESTMENTS</b>				\$ 1,000	
Please answer the following question by marking in the appropriate box				YES	NO	N/A
<b>5-4</b>	Are the entity's investments legal in accordance with Section 24-75-601, et. seq., C.R.S.?			<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
<b>5-5</b>	Are the entity's deposits in an eligible (Public Deposit Protection Act) public depository (Section 11-10.5-101, et seq. C.R.S.)? If no, MUST explain:			<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>



## PART 6 - CAPITAL ASSETS

Please answer the following question by marking in the appropriate box		YES	NO	Please use this space to provide any explanations or comments:		
<b>6-1</b>	Does the entity have capitalized assets?	<input checked="" type="checkbox"/>	<input type="checkbox"/>			
<b>6-2</b>	Has the entity performed an annual inventory of capital assets in accordance with Section 29-1-506, C.R.S.? If no, MUST explain:	<input type="checkbox"/>	<input checked="" type="checkbox"/>			
<b>6-3</b>	Complete the following Capital Assets table for GOVERNMENTAL FUNDS:					
		Balance - beginning of the year	Additions		Deletions	Year-End Balance
	Land	\$ 186,135	\$ -		\$ -	\$ 186,135
	Buildings	\$ -	\$ -		\$ -	\$ -
	Machinery and equipment	\$ -	\$ -		\$ -	\$ -
	Furniture and fixtures	\$ -	\$ -		\$ -	\$ -
	Infrastructure	\$ -	\$ -		\$ -	\$ -
	Construction In Progress (CIP)	\$ -	\$ -		\$ -	\$ -
	Other (explain): Water and Sewer	\$ 42,700	\$ -	\$ -	\$ 42,700	
	Accumulated Depreciation (Enter a negative, or credit, balance)	\$ -	\$ -	\$ -	\$ -	
	<b>TOTAL</b>	<b>\$ 228,835</b>	<b>\$ -</b>	<b>\$ -</b>	<b>\$ 228,835</b>	
<b>6-4</b>	Complete the following Capital Assets table for PROPRIETARY FUNDS:					
		Balance - beginning of the year	Additions	Deletions	Year-End Balance	
	Land	\$ -	\$ -	\$ -	\$ -	
	Buildings	\$ -	\$ -	\$ -	\$ -	
	Machinery and equipment	\$ -	\$ -	\$ -	\$ -	
	Furniture and fixtures	\$ -	\$ -	\$ -	\$ -	
	Infrastructure	\$ -	\$ -	\$ -	\$ -	
	Construction In Progress (CIP)	\$ -	\$ -	\$ -	\$ -	
	Other (explain):	\$ -	\$ -	\$ -	\$ -	
	Accumulated Depreciation (Enter a negative, or credit, balance)	\$ -	\$ -	\$ -	\$ -	
	<b>TOTAL</b>	<b>\$ -</b>	<b>\$ -</b>	<b>\$ -</b>	<b>\$ -</b>	

## PART 7 - PENSION INFORMATION

Please answer the following question by marking in the appropriate box		YES	NO	Please use this space to provide any explanations or comments:
<b>7-1</b>	Does the entity have an "old hire" firemen's pension plan?	<input type="checkbox"/>	<input checked="" type="checkbox"/>	
<b>7-2</b>	Does the entity have a volunteer firemen's pension plan?	<input type="checkbox"/>	<input checked="" type="checkbox"/>	
If yes:	Who administers the plan?			
	Indicate the contributions from:			
	Tax (property, SO, sales, etc.):	\$ -		
	State contribution amount:	\$ -		
	Other (gifts, donations, etc.):	\$ -		
	<b>TOTAL</b>	<b>\$ -</b>		
	What is the monthly benefit paid for 20 years of service per retiree as of Jan 1?	\$ -		

## PART 8 - BUDGET INFORMATION

Please answer the following question by marking in the appropriate box		YES	NO	N/A	Please use this space to provide any explanations or comments:
<b>8-1</b>	Did the entity file a current year budget with the Department of Local Affairs, in accordance with Section 29-1-113 C.R.S.? If no, MUST explain:	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	
<b>8-2</b>	Did the entity pass an appropriations resolution in accordance with Section 29-1-108 C.R.S.? If no, MUST explain:	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	
If yes: Please indicate the amount appropriated for each fund for the year reported					
Fund Name		Budgeted Expenditures			
General Fund		\$	76,000		
		\$	-		
		\$	-		
		\$	-		

## PART 9 - TAX PAYER'S BILL OF RIGHTS (TABOR)

Please answer the following question by marking in the appropriate box		YES	NO	Please use this space to provide any explanations or comments:
<b>9-1</b>	Is the entity in compliance with all the provisions of TABOR [State Constitution, Article X, Section 20(5)]?	<input checked="" type="checkbox"/>	<input type="checkbox"/>	

Note: An election to exempt the government from the spending limitations of TABOR does not exempt the government from the 3 percent emergency reserve requirement. All governments should determine if they meet this requirement of TABOR.

## PART 10 - GENERAL INFORMATION

Please answer the following question by marking in the appropriate box		YES	NO	Please use this space to provide any explanations or comments:
<b>10-1</b>	Is this application for a newly formed governmental entity?	<input type="checkbox"/>	<input checked="" type="checkbox"/>	
If yes: Date of formation:				
<b>10-2</b>	Has the entity changed its name in the past or current year?	<input type="checkbox"/>	<input checked="" type="checkbox"/>	
If Yes: NEW name				
PRIOR name				
<b>10-3</b>	Is the entity a metropolitan district?	<input checked="" type="checkbox"/>	<input type="checkbox"/>	
<b>10-4</b>	Please indicate what services the entity provides:			
Please see note.				
<b>10-5</b>	Does the entity have an agreement with another government to provide services?	<input checked="" type="checkbox"/>	<input type="checkbox"/>	
If yes: List the name of the other governmental entity and the services provided:				
Consolidated Service Plan with The Canyons Metropolitan District Nos. 2 - 5 and 8 - 11				

Please use this space to provide any additional explanations or comments not previously included:

## OSA USE ONLY

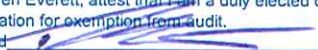
Entity Wide:		General Fund		Governmental Funds		Notes		
Unrestricted Cash & Investments	\$	1,000	Unrestricted Fund Balance	\$	11,330	Total Tax Revenue	\$	-
Current Liabilities	\$	3,107	Total Fund Balance	\$	11,330	Revenue Paying Debt Service	\$	-
Deferred Inflow	\$	-	PY Fund Balance	\$	(26,400)	Total Revenue	\$	101,077
			Total Revenue	\$	101,077	Total Debt Service Principal	\$	-
			Total Expenditures	\$	63,347	Total Debt Service Interest	\$	-
			Interfund In	\$	-			
<b>Governmental</b>			Interfund Out	\$	-	<b>Enterprise Funds</b>		
Total Cash & Investments	\$	1,000				Net Position	\$	-
Transfers In	\$					PY Net Position	\$	-
Transfers Out	\$					<b>Government-Wide</b>		
Property Tax	\$					Total Outstanding Debt	\$	215,675
Debt Service Principal	\$					Authorized but Unissued	\$	2,988,000,000
Total Expenditures	\$	63,347				Year Authorized		11/04/2014
Total Developer Advances	\$	84,422						
Total Developer Repayments	\$							

## PART 12 - GOVERNING BODY APPROVAL

Below is the certification and approval of the governing board. By signing the board member is certifying they are a duly elected or appointed officer of the local government. Governing board members may be verified. Also by signing, the board member certifies that this Application for Exemption from Audit has been prepared consistent with Section 29-1-604, C.R.S., which states that a governmental agency with revenue and expenditures of \$750,000 or less must have an application prepared by an independent accountant with knowledge of governmental accounting; completed to the best of their knowledge and is accurate and true. Use additional pages if needed.

Print the names of all current governing board members below.

A MAJORITY of the governing board members must complete and sign in the column below.

		Print Board Member's Name	
Board Member	1	Jonathan Alpert	I, Jonathan Alpert, attest that I am a duly elected or appointed board member, and that I have personally reviewed and approve this application for exemption from audit. Signed <u></u> Date: <u>2/22/17</u> My term Expires: May 2018
Board Member	2	Scott Alpert	I, Scott Alpert, attest that I am a duly elected or appointed board member, and that I have personally reviewed and approve this application for exemption from audit. Signed _____ Date: _____ My term Expires: May 2018
Board Member	3	Darren Everett	I, Darren Everett, attest that I am a duly elected or appointed board member, and that I have personally reviewed and approve this application for exemption from audit. Signed <u></u> Date: <u>2/22/17</u> My term Expires: May 2020
Board Member	4	Mark Nickless	I, Mark Nickless, attest that I am a duly elected or appointed board member, and that I have personally reviewed and approve this application for exemption from audit. Signed <u></u> Date: <u>2/22/17</u> My term Expires: May 2020
Board Member	5	Print Board Member's Name	I, _____, attest that I am a duly elected or appointed board member, and that I have personally reviewed and approve this application for exemption from audit. Signed _____ Date: _____ My term Expires: _____
Board Member	6	Print Board Member's Name	I, _____, attest that I am a duly elected or appointed board member, and that I have personally reviewed and approve this application for exemption from audit. Signed _____ Date: _____ My term Expires: _____
Board Member	7	Print Board Member's Name	I, _____, attest that I am a duly elected or appointed board member, and that I have personally reviewed and approve this application for exemption from audit. Signed _____ Date: _____ My term Expires: _____



CliftonLarsonAllen

CliftonLarsonAllen LLP  
www.CLACONnect.com

## Accountant's Compilation Report

Board of Directors  
The Canyons Metropolitan District No. 1  
Douglas County, Colorado

Management is responsible for the accompanying Application for Exemption from Audit of The Canyons Metropolitan District No. 1 as of and for the year ended December 31, 2016, included in the accompanying prescribed form. We have performed a compilation engagement in accordance with Statements on Standards for Accounting and Review Services promulgated by the Accounting and Review Services Committee of the American Institute of Certified Public Accountants. We did not audit or review the financial statements included in the accompanying prescribed form 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 financial statements included in the accompanying prescribed form.

The Application for Exemption from Audit is presented in accordance with the requirements of the Colorado Office of the State Auditor, which differ from accounting principles generally accepted in the United States of America.

This report is intended solely for the information and use of the Colorado Office of the State Auditor and is not intended to be and should not be used by anyone other than this specified party.

We are not independent with respect to The Canyons Metropolitan District No. 1.

*CliftonLarsonAllen LLP*

Greenwood Village, Colorado  
February 20, 2017

# APPLICATION FOR EXEMPTION FROM AUDIT

## SHORT FORM

NAME OF GOVERNMENT	The Canyons Metropolitan District No. 2	For the Year Ended 12/31/16 or fiscal year ended:
ADDRESS	8390 E Crescent Parkway Suite 500 Greenwood Village, CO 80111	
CONTACT PERSON	Kevin Collins	
PHONE	303-779-5710	
EMAIL	Kevin.Collins@claconnect.com	
FAX	303-779-0348	

### PART 1 - CERTIFICATION OF PREPARER

I certify that I am skilled in governmental accounting and that the information in the application is complete and accurate, to the best of my knowledge.

NAME:	Kevin Collins
TITLE	Accountant for the District
FIRM NAME (if applicable)	CliftonLarsonAllen LLP
ADDRESS	8390 E Crescent Parkway Suite 500 Greenwood Village, CO 80111
PHONE	303-779-5710
DATE PREPARED (Must be prepared prior to Board approval)	February 20, 2017

### PREPARER (SIGNATURE REQUIRED)

See Attached Accountant's Compilation Report

Please indicate whether the following financial information is recorded using Governmental or Proprietary fund types	<b>GOVERNMENTAL</b> <small>(MODIFIED ACCRUAL BASIS)</small>	<b>PROPRIETARY</b> <small>(CASH OR BUDGETARY BASIS)</small>
	<input checked="" type="checkbox"/>	<input type="checkbox"/>

## PART 2 - REVENUE

REVENUE: All revenues for all funds must be reflected in this section, including proceeds from the sale of the government's land, building, and equipment, and proceeds from debt or lease transactions. Financial information will not include fund equity information.

Line#	Description	Round to nearest Dollar	Please use this space to provide any necessary explanations
2-1	Ta Property	\$ 15,393	
2-2	Specific ownership	\$ 1,415	
2-3	Sales and use	\$ -	
2-4	Other (specify):	\$ -	
2-5	Licenses and permits	\$ -	
2-6	Intergovernmental Grants	\$ -	
2-7	Conservation Trust Funds (Lottery)	\$ -	
2-8	Highway Users Tax Funds (HUTF)	\$ -	
2-9	Other (specify):	\$ -	
2-10	Charges for services	\$ -	
2-11	Fines and forfeits	\$ -	
2-12	Special assessments	\$ -	
2-13	Investment income	\$ 8	
2-14	Charges for utility services	\$ -	
2-15	Debt proceeds (should agree with line 4-4, column 2)	\$ -	
2-16	Lease proceeds	\$ -	
2-17	Developer Advances received (should agree with line 4-4)	\$ -	
2-18	Proceeds from sale of capital assets	\$ -	
2-19	Fire and police pension	\$ -	
2-20	Donations	\$ -	
2-21	Other (specify):	\$ -	
2-22		\$ -	
2-23		\$ -	
2-24	(add lines 2-1 through 2-23) <b>TOTAL REVENUE</b>	\$ 16,816	

## PART 3 - EXPENDITURES

EXPENDITURES: All expenditures for all funds must be reflected in this section, including the purchase of capital assets and principal and interest payments on long-term debt. Financial information will not include fund equity information.

Line#	Description	Round to nearest Dollar	Please use this space to provide any necessary explanations
3-1	Administrative	\$ 231	
3-2	Salaries	\$ -	
3-3	Payroll taxes	\$ -	
3-4	Contract services	\$ -	
3-5	Employee benefits	\$ -	
3-6	Insurance	\$ -	
3-7	Accounting and legal fees	\$ -	
3-8	Repair and maintenance	\$ -	
3-9	Supplies	\$ -	
3-10	Utilities and telephone	\$ -	
3-11	Fire/Police	\$ -	
3-12	Streets and highways	\$ -	
3-13	Public health	\$ -	
3-14	Culture and recreation	\$ -	
3-15	Utility operations	\$ -	
3-16	Capital outlay	\$ -	
3-17	Debt service principal (should agree with Part 4)	\$ -	
3-18	Debt service interest	\$ -	
3-19	Repayment of Developer Advance Principal (should agree with line 4-4)	\$ -	
3-20	Repayment of Developer Advance Interest	\$ -	
3-21	Contribution to pension plan (should agree to line 7-2)	\$ -	
3-22	Contribution to Fire & Police Pension Assoc. (should agree to line 7-2)	\$ -	
3-23	Other (specify):	\$ -	
3-24	Transfer to Canyons Metropolitan District #1	\$ 16,585	
3-25		\$ -	
3-26	(add lines 3-1 through 3-24) <b>TOTAL EXPENDITURES</b>	\$ 16,816	

If TOTAL REVENUE (Line 2-24) or TOTAL EXPENDITURES (Line 3-26) are GREATER than \$100,000 - **STOP**. You may not use this form. Please use the "Application for Exemption from Audit - LONG FORM".

## PART 4 - DEBT OUTSTANDING, ISSUED, AND RETIRED

Please answer the following questions by marking the appropriate boxes.					Yes	No
4-1	Does the entity have outstanding debt?			<input type="checkbox"/>	<input checked="" type="checkbox"/>	
<b>If Yes, please attach a copy of the entity's Debt Repayment Schedule.</b>						
4-2	Is the debt repayment schedule attached? If no, MUST explain: N/A. The District has no outstanding debt.			<input type="checkbox"/>	<input checked="" type="checkbox"/>	
4-3	Is the entity current in its debt service payments? If no, MUST explain: N/A. The District has no outstanding debt.			<input type="checkbox"/>	<input checked="" type="checkbox"/>	
4-4	Please complete the following debt schedule, if applicable: (please only include principal amounts)(enter all amount as positive numbers)	Outstanding at end of prior year	Issued during year	Retired during year	Outstanding at year-end	
	General obligation bonds	\$ -	\$ -	\$ -	\$ -	
	Revenue bonds	\$ -	\$ -	\$ -	\$ -	
	Notes/Loans	\$ -	\$ -	\$ -	\$ -	
	Leases	\$ -	\$ -	\$ -	\$ -	
	Developer Advances	\$ -	\$ -	\$ -	\$ -	
	Other (specify):	\$ -	\$ -	\$ -	\$ -	
	<b>TOTAL</b>	<b>\$ -</b>	<b>\$ -</b>	<b>\$ -</b>	<b>\$ -</b>	
Please answer the following questions by marking the appropriate boxes.					Yes	No
4-5	Does the entity have any authorized, but unissued, debt?			<input checked="" type="checkbox"/>	<input type="checkbox"/>	
If yes:	How much?	\$ 2,988,000,000.00				
	Date the debt was authorized:	11/04/2014				
4-6	Does the entity intend to issue debt within the next calendar year?			<input type="checkbox"/>	<input checked="" type="checkbox"/>	
If yes:	How much?	\$ -				
4-7	Does the entity have debt that has been refinanced that it is still responsible for?			<input type="checkbox"/>	<input checked="" type="checkbox"/>	
If yes:	What is the amount outstanding?	\$ -				
4-8	Does the entity have any lease agreements?			<input type="checkbox"/>	<input checked="" type="checkbox"/>	
If yes:	What is being leased?					
	What is the original date of the lease?					
	Number of years of lease?					
	Is the lease subject to annual appropriation?			<input type="checkbox"/>	<input type="checkbox"/>	
	What are the annual lease payments?	\$ -				
4-9	Does the entity have a certified Mill Levy?			<input checked="" type="checkbox"/>	<input type="checkbox"/>	
If yes:	Please provide the following mills levied for the year reported:	Bond Redemption			-	
		General/Other			69.00	
		<b>TOTAL</b>			<b>69.00</b>	
Please use this space to provide any explanations or comments:						

## PART 5 - CASH AND INVESTMENTS

Please provide the entity's cash deposit and investment balances.				Amount	Total	
5-1	YEAR-END Total of ALL Checking and Savings Accounts			\$ -		
5-2	Certificates of deposit			\$ -		
<b>Total Cash Deposits</b>					<b>\$ -</b>	
	Investments (if investment is a mutual fund, please list underlying investments):					
5-3				\$ -		
				\$ -		
				\$ -		
				\$ -		
<b>Total Investments</b>					<b>\$ -</b>	
<b>Total Cash and Investments</b>					<b>\$ -</b>	
Please answer the following questions by marking in the appropriate boxes				Yes	No	N/A
5-4	Are the entity's Investments legal in accordance with Section 24-75-601, et. seq., C.R.S.?	<input type="checkbox"/>	<input type="checkbox"/>	<input checked="" type="checkbox"/>		
5-5	Are the entity's deposits in an eligible (Public Deposit Protection Act) public depository (Section 11-10.5-101, et seq. C.R.S.)?	<input type="checkbox"/>	<input type="checkbox"/>	<input checked="" type="checkbox"/>		
If no, MUST use this space to provide any explanations:						



## PART 6 - CAPITAL ASSETS

Please answer the following questions by marking in the appropriate boxes.		Yes	No
<b>6-1</b>	Does the entity have capital assets?	<input type="checkbox"/>	<input checked="" type="checkbox"/>
<b>6-2</b>	Has the entity performed an annual inventory of capital assets in accordance with Section 29-1-506, C.R.S.,? If no, MUST explain: N/A. The District has no capital assets.	<input type="checkbox"/>	<input checked="" type="checkbox"/>
<b>6-3</b>	Complete the following capital assets table:	Balance - beginning of the year	Additions (Must be included in Part 3)
	Land	\$ -	\$ -
	Buildings	\$ -	\$ -
	Machinery and equipment	\$ -	\$ -
	Furniture and fixtures	\$ -	\$ -
	Construction In Progress (CIP)	\$ -	\$ -
	Other (explain):	\$ -	\$ -
	Accumulated Depreciation (Please enter a negative, or credit, balance)	\$ -	\$ -
	<b>TOTAL</b>	\$ -	\$ -
Please use this space to provide any explanations or comments:			

## PART 7 - PENSION INFORMATION

Please answer the following questions by marking in the appropriate boxes.		Yes	No
<b>7-1</b>	Does the entity have an "old hire" firemen's pension plan?	<input type="checkbox"/>	<input checked="" type="checkbox"/>
<b>7-2</b>	Does the entity have a volunteer firemen's pension plan?	<input type="checkbox"/>	<input checked="" type="checkbox"/>
If yes:	Who administers the plan?		
	Indicate the contributions from:		
	Tax (property, SO, sales, etc.):	\$ -	
	State contribution amount:	\$ -	
	Other (gifts, donations, etc.):	\$ -	
	<b>TOTAL</b>	\$ -	
	What is the monthly benefit paid for 20 years of service per retiree as of Jan 1?	\$ -	
Please use this space to provide any explanations or comments:			

## PART 8 - BUDGET INFORMATION

Please answer the following questions by marking in the appropriate boxes.		Yes	No	N/A
<b>8-1</b>	Did the entity file a budget with the Department of Local Affairs for the current year in accordance with Section 29-1-113 C.R.S.? If no, MUST explain:	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
<b>8-2</b>	Did the entity pass an appropriations resolution, in accordance with Section 29-1-108 C.R.S.? If no, MUST explain:	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
If yes:	Please indicate the amount appropriated for each fund for the year reported:			
	<b>Fund Name</b>	<b>Budgeted Expenditures</b>		
	General Fund	\$	16,610	



## PART 9 - TAXPAYER'S BILL OF RIGHTS (TABOR)

Please answer the following question by marking in the appropriate box		Yes	No
<b>9-1</b>	Is the entity in compliance with all the provisions of TABOR [State Constitution, Article X, Section 20(5)]?	<input checked="" type="checkbox"/>	<input type="checkbox"/>

Note: An election to exempt the government from the spending limitations of TABOR does not exempt the government from the 3 percent emergency reserve requirement. All governments should determine if they meet this requirement of TABOR.

**If no, MUST explain:**

## PART 10 - GENERAL INFORMATION

Please answer the following questions by marking in the appropriate boxes.		Yes	No
<b>10-1</b>	Is this application for a newly formed governmental entity?	<input type="checkbox"/>	<input checked="" type="checkbox"/>
If yes:	Date of formation:		
<b>10-2</b>	Has the entity changed its name in the past or current year?	<input type="checkbox"/>	<input checked="" type="checkbox"/>
If yes:	Please list the NEW name & PRIOR name:		
<b>10-3</b>	Is the entity a metropolitan district?	<input checked="" type="checkbox"/>	<input type="checkbox"/>
	Please indicate what services the entity provides:		
	Streets, mosquito control, water, traffic control, storm/sanitary sewer, parks & recreation, transportation, television translation, and fire protection/emergency medical services.		
<b>10-4</b>	Does the entity have an agreement with another government to provide services?	<input checked="" type="checkbox"/>	<input type="checkbox"/>
If yes:	List the name of the other governmental entity and the services provided:		
	Consolidated Service Plan with The Canyons Metropolitan District Nos 1, 3 - 5 and 8 -11.		
<b>10-5</b>	Has the district filed a <i>Title 32, Article 1 Special District Notice of Inactive Status</i> during the year? [Applicable to Title 32 special districts only, pursuant to Sections 32-1-103 (9.3) and 32-1-104 (3), C.R.S.]	<input type="checkbox"/>	<input checked="" type="checkbox"/>
If yes:	Date Filed:		

**Please use this space to provide any explanations or comments:**

8-2: The District received specific ownership taxes in excess of budget which caused the intergovernmental transfer to exceed budget. The District will amend it's budget at a future meeting.

## PART 11 - GOVERNING BODY APPROVAL

Below is the certification and approval of the governing board. By signing the board member is certifying they are a duly elected or appointed officer of the local government. Governing board members may be verified. Also by signing, the board member certifies that this Application for Exemption from Audit has been prepared consistent with Section 29-1-604, C.R.S., which states that a governmental agency with revenue and expenditures of \$100,000 or less must have an application prepared by a person skilled in governmental accounting, completed to the best of their knowledge and is accurate and true. Use additional pages if needed.

	Print the names of ALL current governing board members below.	A MAJORITY of the governing board members must complete and sign in the column below.
<b>Board Member 1</b>	<p>Print Board Member's Name</p> <p style="text-align: center;"><b>Jonathan Alpert</b></p>	<p>I Jonathan Alpert, attest I am a duly elected or appointed board member, and that I have personally reviewed and approve this application for exemption from audit.</p> <p>Signed: <u></u></p> <p>Date: <u>2/22/17</u></p> <p>My term Expires: May 2018</p>
<b>Board Member 2</b>	<p>Print Board Member's Name</p> <p style="text-align: center;"><b>Scott Alpert</b></p>	<p>I Scott Alpert, attest I am a duly elected or appointed board member, and that I have personally reviewed and approve this application for exemption from audit.</p> <p>Signed: _____</p> <p>Date: _____</p> <p>My term Expires: May 2018</p>
<b>Board Member 3</b>	<p>Print Board Member's Name</p> <p style="text-align: center;"><b>Darren Everett</b></p>	<p>I Darren Everett, attest I am a duly elected or appointed board member, and that I have personally reviewed and approve this application for exemption from audit.</p> <p>Signed: <u></u></p> <p>Date: <u>2/22/17</u></p> <p>My term Expires: May 2020</p>
<b>Board Member 4</b>	<p>Print Board Member's Name</p> <p style="text-align: center;"><b>Mark Nickless</b></p>	<p>I Mark Nickless, attest I am a duly elected or appointed board member, and that I have personally reviewed and approve this application for exemption from audit.</p> <p>Signed: <u></u></p> <p>Date: <u>2/22/17</u></p> <p>My term Expires: May 2020</p>
<b>Board Member 5</b>	<p>Print Board Member's Name</p>	<p>I _____, attest I am a duly elected or appointed board member, and that I have personally reviewed and approve this application for exemption from audit.</p> <p>Signed: _____</p> <p>Date: _____</p> <p>My term Expires: _____</p>
<b>Board Member 6</b>	<p>Print Board Member's Name</p>	<p>I _____, attest I am a duly elected or appointed board member, and that I have personally reviewed and approve this application for exemption from audit.</p> <p>Signed: _____</p> <p>Date: _____</p> <p>My term Expires: _____</p>
<b>Board Member 7</b>	<p>Print Board Member's Name</p>	<p>I _____, attest I am a duly elected or appointed board member, and that I have personally reviewed and approve this application for exemption from audit.</p> <p>Signed: _____</p> <p>Date: _____</p> <p>My term Expires: _____</p>



CliftonLarsonAllen

CliftonLarsonAllen LLP  
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## Accountant's Compilation Report

Board of Directors  
The Canyons Metropolitan District No. 2  
Douglas County, Colorado

Management is responsible for the accompanying Application for Exemption from Audit of The Canyons Metropolitan District No. 2 as of and for the year ended December 31, 2016, included in the accompanying prescribed form. We have performed a compilation engagement in accordance with Statements on Standards for Accounting and Review Services promulgated by the Accounting and Review Services Committee of the American Institute of Certified Public Accountants. We did not audit or review the financial statements included in the accompanying prescribed form 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 financial statements included in the accompanying prescribed form.

The Application for Exemption from Audit is presented in accordance with the requirements of the Colorado Office of the State Auditor, which differ from accounting principles generally accepted in the United States of America.

This report is intended solely for the information and use of the Colorado Office of the State Auditor and is not intended to be and should not be used by anyone other than this specified party.

We are not independent with respect to The Canyons Metropolitan District No. 2.

*CliftonLarsonAllen LLP*

Greenwood Village, Colorado  
February 20, 2017

**EXHIBIT C**  
**2016 Audit District No. 5**

**THE CANYONS METROPOLITAN DISTRICT NO. 5**  
**Douglas County, Colorado**

**FINANCIAL STATEMENTS**  
**December 31, 2016**

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Dazzio & Associates, PC

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Certified Public Accountants

## **INDEPENDENT AUDITOR'S REPORT**

Board of Directors  
The Canyons Metropolitan District No. 5  
Douglas County, Colorado

We have audited the accompanying financial statements of the governmental activities and each major fund of The Canyons Metropolitan District No. 5 as of and for the year December 31, 2016, 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 of America; this includes the design, implementation, and maintenance of internal control relevant to the preparation and fair presentation of financial statements that are free from material misstatement, whether due to fraud or error.

### **Auditor's Responsibility**

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

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the 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 that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinions.

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• Member American Institute of Certified Public Accountants • Member Colorado Society of Certified Public Accountants •

## Opinions

In our opinion, the financial statements referred to above present fairly, in all material respects, the respective financial position of the governmental activities and each major fund of The Canyons Metropolitan District No. 5, as of December 31, 2016, and the respective changes in financial position and the budgetary comparison for the General Fund for the year then ended in accordance with accounting principles generally accepted in the United States of America.

## Other Matters

### *Required Supplementary Information*

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

### *Other Information*

Our audit was conducted for the purpose of forming opinions on the financial statements that collectively comprise The Canyons Metropolitan District No. 5's basic financial statements. The budget to actual schedules for the Debt Service and Capital Projects Funds (Supplementary Information), the Schedule of Assessed Valuation, Mill Levy and Property Taxes Collected (Other Information) are presented for purposes of additional analysis and are not a required part of the basic financial statements.

The Supplementary Information is the responsibility of management and was derived from and relate directly to the underlying accounting and other records used to prepare the basic financial statements. Such information has been subjected to the auditing procedures applied in the audit of the basic financial statements and certain additional procedures, including comparing and reconciling such information directly to the underlying accounting and other records used to prepare the basic financial statements or to the basic financial statements themselves, and other additional procedures in accordance with auditing standards generally accepted in the United States of America. In our opinion, the Supplemental Information is fairly stated, in all material respects, in relation to the basic financial statements as a whole.

The Other Information has not been subjected 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.

*Dassio & Associates, P.C.*

July 25, 2017



## **BASIC FINANCIAL STATEMENTS**

**THE CANYONS METROPOLITAN DISTRICT NO. 5**  
**STATEMENT OF NET POSITION**  
**December 31, 2016**

	<u><b>Governmental Activities</b></u>
<b>ASSETS</b>	
Cash and investments	\$ 81
Cash and investments - Restricted	26,660
Property taxes receivable	<u>454</u>
Total assets	<u><u>27,195</u></u>
<b>LIABILITIES</b>	
Accounts payable	7,014
Noncurrent liabilities	
Due in more than one year	<u>1,552,165</u>
Total liabilities	<u><u>1,559,179</u></u>
<b>DEFERRED INFLOWS OF RESOURCES</b>	
Property tax revenue	<u>454</u>
Total deferred inflows of resources	<u><u>454</u></u>
<b>NET POSITION</b>	
Unrestricted	<u>(1,532,438)</u>
Total net position	<u><u>\$ (1,532,438)</u></u>

These financial statements should be read only in connection with  
the accompanying notes to financial statements.

**THE CANYONS METROPOLITAN DISTRICT NO. 5**  
**STATEMENT OF ACTIVITIES**  
December 31, 2016

<u>Functions/Programs</u>	<u>Expenses</u>	<u>Program Revenues</u>			<u>Net (Expense)</u> <u>Revenue and</u> <u>Changes in</u> <u>Net Position</u>
		<u>Charges</u> <u>for</u> <u>Services</u>	<u>Operating</u> <u>Grants and</u> <u>Contributions</u>	<u>Capital</u> <u>Grants and</u> <u>Contributions</u>	<u>Governmental</u> <u>Activities</u>
Primary government:					
Government activities:					
General government	\$ 10,479	\$ -	\$ -	\$ -	\$ (10,479)
Interest and related costs on long-term debt	891,119	-	-	-	(891,119)
	<u>\$ 901,598</u>	<u>\$ -</u>	<u>\$ -</u>	<u>\$ -</u>	<u>(901,598)</u>
General revenues:					
Property taxes					19
Specific ownership taxes					1
Net investment income					57
Total general revenues					<u>77</u>
Change in net position					(901,521)
Net position - Beginning					<u>(630,917)</u>
Net position - Ending					<u>\$ (1,532,438)</u>

These financial statements should be read only in connection with  
the accompanying notes to financial statements.

**THE CANYONS METROPOLITAN DISTRICT NO. 5  
BALANCE SHEET  
GOVERNMENTAL FUNDS  
December 31, 2016**

	<b>General</b>	<b>Debt Service</b>	<b>Capital Projects</b>	<b>Total Governmental Funds</b>
<b>ASSETS</b>				
Cash and investments	\$ 81	\$ -	\$ -	\$ 81
Cash and investments - Restricted	-	-	26,660	26,660
Deferred property taxes receivable	11	443	-	454
<b>TOTAL ASSETS</b>	<b>\$ 92</b>	<b>\$ 443</b>	<b>\$ 26,660</b>	<b>\$ 27,195</b>
 <b>LIABILITIES, DEFERRED INFLOWS OF RESOURCES AND FUND BALANCES</b>				
Accounts payable	\$ 81	\$ -	\$ 6,933	\$ 7,014
Total liabilities	81	-	6,933	7,014
 <b>DEFERRED INFLOWS OF RESOURCES</b>				
Property tax revenue	11	443	-	454
Total deferred inflows of resources	11	443	-	454
 <b>FUND BALANCES</b>				
Restricted for:				
Capital Projects	-	-	19,727	19,727
Total fund balances	-	-	19,727	19,727
<b>TOTAL LIABILITIES, DEFERRED INFLOWS OF RESOURCES AND FUND BALANCES</b>	<b>\$ 92</b>	<b>\$ 443</b>	<b>\$ 26,660</b>	

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

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		(1,535,003)
Accrued interest on bonds payable		(15,014)
Developer advance payable		(2,143)
Accrued interest on developer advance payable		(5)
Net position of governmental activities		<b>\$ (1,532,438)</b>

These financial statements should be read only in connection with  
the accompanying notes to financial statements.

**THE CANYONS METROPOLITAN DISTRICT NO. 5**  
**STATEMENT OF REVENUES, EXPENDITURES AND CHANGES IN FUND BALANCES**  
**GOVERNMENTAL FUNDS**  
**Year Ended December 31, 2016**

	<u>General Fund</u>	<u>Debt Service</u>	<u>Capital Projects</u>	<u>Total Governmental Funds</u>
<b>REVENUES</b>				
Property taxes	\$ 19	\$ -	\$ -	\$ 19
Specific ownership taxes	1	-	-	1
Investment income	-	-	57	57
Total revenues	<u>20</u>	<u>-</u>	<u>57</u>	<u>77</u>
<b>EXPENDITURES</b>				
Current				
Intergovernmental - Canyons MD #1	20	-	-	20
Capital				
Accounting	-	-	115	115
Legal	-	-	10,344	10,344
Cost of issuance	-	-	838,377	838,377
Developer advance interest	-	-	90,213	90,213
Total expenditures	<u>20</u>	<u>-</u>	<u>939,049</u>	<u>939,069</u>
<b>EXCESS OF REVENUES OVER (UNDER) EXPENDITURES</b>	<u>-</u>	<u>-</u>	<u>(938,992)</u>	<u>(938,992)</u>
<b>OTHER FINANCING SOURCES (USES)</b>				
Bond proceeds	-	-	1,535,003	1,535,003
Developer advance	-	-	882,832	882,832
Repay Developer advance	-	-	(1,444,790)	(1,444,790)
Total other financing sources (uses)	<u>-</u>	<u>-</u>	<u>973,045</u>	<u>973,045</u>
<b>NET CHANGE IN FUND BALANCES</b>	<u>-</u>	<u>-</u>	<u>34,053</u>	<u>34,053</u>
<b>FUND BALANCES - BEGINNING OF YEAR</b>	<u>-</u>	<u>-</u>	<u>(14,326)</u>	<u>(14,326)</u>
<b>FUND BALANCES - END OF YEAR</b>	<u>\$ -</u>	<u>\$ -</u>	<u>\$ 19,727</u>	<u>\$ 19,727</u>

These financial statements should be read only in connection with  
the accompanying notes to financial statements.

**THE CANYONS METROPOLITAN DISTRICT NO. 5  
RECONCILIATION OF THE STATEMENT OF REVENUES,  
EXPENDITURES AND CHANGES IN FUND BALANCES OF GOVERNMENTAL FUNDS  
TO THE STATEMENT OF ACTIVITIES  
Year Ended December 31, 2016**

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

Net change in fund balances - Total governmental funds	\$	34,053
--	----	--------

The issuance of long-term debt (e.g. bond issuance, developer advance) 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. This amount is the net effect of these differences in the treatment of long-term debt and related items.

Bond issuance		(1,535,003)
Developer advance		(882,832)
Repayment of developer advance - principal		1,444,790
Repayment of developer advance - interest		90,213

Some expenses reported in the statement of activities do not require the use of current financial resources and, therefore, are not reported as expenditures in governmental funds.

Accrued interest bond payable		(15,014)
Accrued interest on developer advances		(37,728)

Changes in net position of governmental activities	\$	<u>(901,521)</u>
--	----	------------------

These financial statements should be read only in connection with  
the accompanying notes to financial statements.

**THE CANYONS METROPOLITAN DISTRICT NO. 5  
GENERAL FUND  
STATEMENT OF REVENUES, EXPENDITURES AND CHANGES IN  
FUND BALANCES - BUDGET AND ACTUAL  
Year Ended December 31, 2016**

	<u>Original and Final Budget</u>	<u>Actual Amounts</u>	<u>Variance with Final Budget Positive (Negative)</u>
<b>REVENUES</b>			
Property tax	\$ 19	\$ 19	\$ -
Specific ownership tax	1	1	-
Total revenues	<u>20</u>	<u>20</u>	<u>-</u>
<b>EXPENDITURES</b>			
Intergovernmental - Canyons MD #1	<u>20</u>	<u>20</u>	<u>-</u>
Total expenditures	<u>20</u>	<u>20</u>	<u>-</u>
<b>NET CHANGE IN FUND BALANCES</b>	-	-	-
<b>FUND BALANCES - BEGINNING OF YEAR</b>	<u>-</u>	<u>-</u>	<u>-</u>
<b>FUND BALANCES - END OF YEAR</b>	<u>\$ -</u>	<u>\$ -</u>	<u>\$ -</u>

These financial statements should be read only in connection with  
the accompanying notes to financial statements.

**THE CANYONS METROPOLITAN DISTRICT NO. 5**  
**NOTES TO FINANCIAL STATEMENTS**  
**December 31, 2016**

**NOTE 1 - DEFINITION OF REPORTING ENTITY**

The District, a quasi-municipal corporation and political subdivision of the State of Colorado, was organized by order and decree of the District Court of Douglas County, Colorado ("City") on June 4, 2010, and is governed pursuant to provisions of the Colorado Special District Act (Title 32, Article 1, Colorado Revised Statutes). The District operates under a Consolidated Service Plan approved by the City of Castle Pines North in Douglas County, Colorado on October 22, 2009, as amended by a First Amendment thereto approved by the City on December 8, 2015. The District's service area is located in the City of Castle Pines North in Douglas County, Colorado and the District operates in connection with Districts Nos. 1 - 4 and 6 - 11 and serves as a financing District.

The District was established to provide financing for the operations and maintenance and design, acquisition, installation, construction, relocation, redevelopment, and completion of public improvements, covenant enforcement services, and planning services, including water, sanitation, streets, security services, park and recreation, public transportation, traffic and safety, limited fire protection, limited television relay and translation, and mosquito control.

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 taxes and intergovernmental revenues.

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



**THE CANYONS METROPOLITAN DISTRICT NO. 5**  
**NOTES TO FINANCIAL STATEMENTS**  
**December 31, 2016**

**NOTE 2 - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (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. 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. Redemption of bonds are recorded as a reduction in liabilities.

Governmental fund financial statements are reported using the current financial resources measurement focus and the modified accrual basis of accounting. Revenues are recognized as soon as they are both measurable and available. Revenues are considered to be available when they are collectible within the current period or soon enough thereafter to pay liabilities of the current period. For this purpose, the government considers revenues to be available if they are collected within 60 days of the end of the current fiscal period. The major sources of revenue susceptible to accrual are property taxes and specific ownership 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 is due.

The District reports the following major governmental funds:

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

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

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

**THE CANYONS METROPOLITAN DISTRICT NO. 5**  
**NOTES TO FINANCIAL STATEMENTS**  
**December 31, 2016**

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

The District has amended its annual budget for the year ended December 31, 2016.

**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.

Investments are carried at fair value.

**Property Taxes**

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

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

**Deferred Inflows of Resources**

In addition to liabilities, the statement of net position reports a separate section for deferred inflows of resources. This separate financial statement element, *deferred inflows of resources*, represents an acquisition of net position that applies to a future period(s) and so will not be recognized as an inflow of resources (revenue) until that time. The government has only one type of item, which arises only under a modified accrual basis of accounting that qualifies for reporting in this category. Accordingly, the item, *deferred property tax revenue*, is reported only in the governmental funds balance sheet. The governmental funds report unavailable revenues from property taxes. These amounts are deferred and recognized as an inflow of resources in the period that the amounts become available.

**THE CANYONS METROPOLITAN DISTRICT NO. 5**  
**NOTES TO FINANCIAL STATEMENTS**  
**December 31, 2016**

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

**Equity**

***Net Position***

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

***Fund Balance***

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

- *Nonspendable fund balance* – The portion of fund balance that cannot be spent because it is either not in spendable form (such as prepaid amounts or inventory) or legally or contractually required to be maintained intact.
- *Restricted fund balance* – The portion of fund balance that is constrained to being used for a specific purpose by external parties (such as bondholders), constitutional provisions, or enabling legislation.
- *Committed fund balance* – The portion of fund balance that can only be used for specific purposes pursuant to constraints imposed by formal action of the government's highest level of decision-making authority, the Board of Directors. The constraint may be removed or changed only through formal action of the Board of Directors.
- *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
- *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.

**THE CANYONS METROPOLITAN DISTRICT NO. 5**  
**NOTES TO FINANCIAL STATEMENTS**  
**December 31, 2016**

**NOTE 3 - CASH AND INVESTMENTS**

Cash and investments as of December 31, 2016, are classified in the accompanying financial statements as follows:

Statement of net position:

Cash and investments	\$ 81
Cash and investments - Restricted	<u>26,660</u>
Total cash and investments	<u>\$ 26,741</u>

Cash and investments as of December 31, 2016, consist of the following:

Deposits with financial institutions	\$ 81
Investments	<u>26,660</u>
Total cash and investments	<u>\$ 26,741</u>

**Deposits with Financial Institutions**

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

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, 2016, the District's cash deposits had a bank balance of \$336 and a carrying balance of \$81.

**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.

**THE CANYONS METROPOLITAN DISTRICT NO. 5  
NOTES TO FINANCIAL STATEMENTS  
December 31, 2016**

**NOTE 3 - CASH AND 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

**Fair Value Measurement and Application**

The District categorizes its fair value measurements within the fair value hierarchy established by generally accepted accounting principles. The hierarchy is based on the valuation inputs used to measure the fair value of the asset. Level 1 inputs are quoted prices in active markets for identical assets; Level 2 inputs are significant other observable inputs; and Level 3 inputs are significant unobservable inputs. Investments not measured at fair value and not categorized include governmental money market funds (PFM Funds Governmental Select series); money market funds (generally held by Bank Trust Departments in their role as paying agent or trustee); and CSAFE which record their investments at amortized cost.

As of December 31, 2016, the District had the following investments:

<b>Investment</b>	<b>Maturity</b>	<b>Value</b>
Colorado Surplus Asset Fund Trust (CSAFE)	Weighted average under 60 days	<u>\$ 26,660</u>

**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.

**THE CANYONS METROPOLITAN DISTRICT NO. 5**  
**NOTES TO FINANCIAL STATEMENTS**  
**December 31, 2016**

**NOTE 4 – LONG TERM OBLIGATIONS**

The following is an analysis of the changes in the District’s long-term obligations for the year ended December 31, 2016:

	Balance at December 31, 2015	Additions	Reductions	Balance at December 31, 2016	Due Within One Year
<b>Governmental Activities:</b>					
Limited Tax GO and Special Revenue Bonds					
Series 2016 - principal	\$ -	\$ 1,535,003	\$ -	\$ 1,535,003	\$ -
Limited Tax GO and Special Revenue Bonds					
Series 2016 - interest	-	15,014	-	15,014	-
Developer advance - Capital - Principal	564,101	882,832	1,444,790	2,143	-
Developer advance - Capital - Interest	52,490	37,728	90,213	5	-
Total long term liabilities	<u>\$ 616,591</u>	<u>\$ 2,470,577</u>	<u>\$ 1,535,003</u>	<u>\$ 1,552,165</u>	<u>\$ -</u>

The detail of the District's long-term obligation is as follows:

**Series 2016 Limited Tax General Obligation and Special Revenue Bonds**

On November 10, 2016, the District issued \$68,664,991 of Limited Tax General Obligation and Special Revenue Bonds. The Series 2016 Bonds were issued in an aggregate amount of up to \$68,664,991, of which \$1,535,003 was issued on November 10, 2016, and the remainder of which is to be issued from time to time upon satisfaction of the conditions of the Indenture, in payment of the District No. 5 Reimbursement Obligation under the Master Reimbursement Agreement. The issuances of the remaining authorized Bonds are expected to occur on December 15th of each year 2016 through 2019.

The proceeds from the sale of the Series 2016 Bonds will be used to reimburse a portion of the costs of infrastructure improvements to be constructed by the owners of property within the District to the extent of available proceeds.

The Series 2016 Bonds bear interest at 7% per annum and are payable annually on December 15, but only to the extent of available Pledged Revenue, beginning on December 15, 2017. The Series 2016 Bonds are structured as cash flow bonds meaning that there are no scheduled payments of principal or interest. To the extent principal of any Bond is not paid when due, such principal shall remain outstanding until paid. Unpaid interest on the 2016 Bonds compounds annually on each December 15, commencing December 15, 2017. The Series 2016 Bonds mature on December 15, 2057.

The Series 2016 Bonds are secured by and payable solely from Pledged Revenue but on a basis subordinate to Senior Obligations when issued, which includes (i) property taxes derived from the 2016 Bond Required Mill Levy, net of the cost of collection; (ii) Specific Ownership Taxes attributable to the 2016 Bond Required Mill Levy; (iii) Facilities Fees; (iv) Pledged PIF Revenues, and; (v) any other legally available moneys of the District credited to the 2016 Bond Fund.

Due to the uncertainty of the timing of the principal and interest payments on the Series 2016 Bonds, a schedule of the timing of these payments is not available.

**THE CANYONS METROPOLITAN DISTRICT NO. 5**  
**NOTES TO FINANCIAL STATEMENTS**  
**December 31, 2016**

**NOTE 4 – LONG TERM OBLIGATIONS (CONTINUED)**

**Authorized Debt**

At December 31, 2016, the District has authorized but unissued indebtedness in the following amounts allocated for the following purposes:

	<u>Amount Authorized May 4, 2010</u>	<u>Amount Authorized November 4, 2014</u>	<u>Authorization Used - Series 2016 Bonds</u>	<u>Authorized But Unissued</u>
Streets	\$ 100,000,000	\$ 226,000,000	\$ -	\$ 326,000,000
Water	100,000,000	226,000,000	-	326,000,000
Sanitation	100,000,000	226,000,000	1,535,003	324,464,997
Parks and recreation	100,000,000	226,000,000	-	326,000,000
Public transportation	100,000,000	226,000,000	-	326,000,000
Television relay	100,000,000	226,000,000	-	326,000,000
Mosquito control	100,000,000	226,000,000	-	326,000,000
Security services	100,000,000	226,000,000	-	326,000,000
Traffic and safety	100,000,000	226,000,000	-	326,000,000
Fire protection	-	226,000,000	-	226,000,000
Operations and maintenance	100,000,000	226,000,000	-	326,000,000
Refundings	100,000,000	226,000,000	-	326,000,000
Intergovernmental Agreements	100,000,000	226,000,000	-	326,000,000
Private Agreements	100,000,000	226,000,000	-	326,000,000
Special Assessment indebtedness	-	226,000,000	-	226,000,000
	<u>\$ 1,300,000,000</u>	<u>\$ 3,390,000,000</u>	<u>\$ 1,535,003</u>	<u>\$ 4,688,464,997</u>

Pursuant to the Amended and Restated Service Plan, the aggregate debt limit is \$226,000,000 for all of District Nos. 2-11 combined, exclusive of refundings.

Pursuant to the Amended and Restated Service Plan, the maximum mill levy for general obligation debt and operations and maintenance is 69.000 mills. The debt service portion of the limit is to be adjusted for increases or decreases in the residential assessment ratio so that the actual tax revenues derived from the mill levy, as adjusted, are neither diminished nor enhanced as a result.

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.

**Developer Advance**

The District has entered into a Reimbursement Agreement with the Developer as follows:

**THE CANYONS METROPOLITAN DISTRICT NO. 5**  
**NOTES TO FINANCIAL STATEMENTS**  
**December 31, 2016**

**NOTE 4 – LONG TERM OBLIGATIONS (CONTINUED)**

**Funding and Reimbursement Agreement–Operations**

The District and the Original Landowner (see Note 6) entered into a Funding and Reimbursement Agreement (Operations and Maintenance) on October 26, 2016 (“Operations Funding Agreement”) whereby the Original Landowner agreed to loan moneys to the District for the purpose of covering revenue shortfalls with respect to operation and maintenance expenses of the District.

Under the Operations Funding Agreement, the Original Landowner agrees to loan the District up to \$50,000 per year (the “Annual O&M Loan Cap”), for four years (being fiscal years 2016, 2017, 2018 and 2019), not to exceed \$200,000 (subject to increase as described below, the “Maximum Loan Amount”). Interest accrues at a rate of 6.5% simple interest, annually. The funds are to be loaned to the District in a series of installments and are to be available to the District through December 31, 2019 (the “O&M Loan Obligation Termination Date”). Thereafter, the O&M Loan Obligation Termination Date will automatically extend for additional one year terms unless the Original Landowner provides written notice to the District of termination at least thirty (30) days prior to December 31st of each year. Upon each automatic one year extension of the O&M Loan Obligation Termination Date, the Original Landowner agrees to loan to the District one or more sums of money up to the Annual O&M Loan Cap, and the Maximum Loan Amount shall be increased by the additional amount of such Annual O&M Loan Cap for each extension year, if any.

Each loan advance made under the Operations Funding Agreement accrues simple interest at the rate of 6.5% per annum from the date of such advance until the date the applicable O&M Reimbursement Obligation is issued (or the date such advance is repaid, if earlier). No amounts are due under this Agreement as of December 31, 2016.

**Funding and Reimbursement Agreement – Capital**

Subsequent to year end, the District and the Original Landowner entered into a Funding and Reimbursement Agreement (Capital) on February 22, 2017 (the “Capital Funding Agreement”) whereby the Original Landowner agreed to loan moneys to the District for the purpose of funding certain capital costs of the District. The parties to the Capital Funding Agreement acknowledge that the District does not presently have financial resources to provide funding for payment of capital costs relating to certain public infrastructure improvements (collectively, the “Capital Costs”).

Under the Capital Funding Agreement, the Original Landowner agrees to loan the District up to \$60,000 per year (the “Annual Capital Loan Cap”), for four years (being fiscal years 2017, 2018, 2019 and 2020), up to the aggregate of \$240,000 (subject to increase as described below, the “Maximum Capital Loan Amount”). Interest accrues at a rate of 6.5% simple interest, annually. The funds are to be loaned to the District in a series of installments and are to be available to the District through December 31, 2020 (the “Capital Loan Obligation Termination Date”). Thereafter, the Capital Loan Obligation Termination Date will automatically extend for additional one year terms unless the Original Landowner provides written notice to the District of termination at least thirty (30) days prior to December 31st of each year. Upon each automatic one year extension of the Capital Loan Obligation Termination Date, the Original Landowner agrees to loan to the District one or more sums of money up to the Annual Capital Loan Cap, and the Maximum Capital Loan Amount shall be increased by the additional amount of such Annual Capital Loan Cap for each extension year, if any.



**THE CANYONS METROPOLITAN DISTRICT NO. 5**  
**NOTES TO FINANCIAL STATEMENTS**  
**December 31, 2016**

**NOTE 4 – LONG TERM OBLIGATIONS (CONTINUED)**

The District and Original Landowner acknowledge that the Original Landowner has incurred Capital Costs on behalf of the District prior to entering into the Capital Funding Agreement (the “Prior Capital Costs”), and that Prior Capital Costs will be reimbursed under the Capital Funding Agreement in the same manner as the Capital Costs; provided, however, that the Prior Capital Costs will not be included in the Maximum Capital Loan Amount as described above. The balance of costs outstanding as of December 31, 2016 that represent Prior Capital Cost consist of \$2,143 of principal and \$5 of interest.

**Public Improvements Reimbursement Agreement**

The District and the Original Landowner entered into a Public Improvement Reimbursement Agreement, dated as of October 26, pursuant to which the District and the Original Landowner agreed, among other things, that the District No. 5 Reimbursement Obligation (as defined in the Master Reimbursement Agreement – see NOTE 7) will be paid by the District to the Original Landowner from the issuance of Series 2016 Bonds. The Public Improvements Reimbursement Agreement also contains provisions relating to the expectation that the Master Builder is expected to carry out its obligations to cause the construction of Public Improvements. District No. 7 shall provide a certificate to the District pertaining to the District-Eligible Public Improvements so constructed for reimbursement. Reimbursement obligations accrue at an interest rate of 7.5% simple interest, annually. As of December 31, 2016, no amounts were outstanding under this Agreement.

**NOTE 5 - NET POSITION**

The District had a deficit unrestricted net position as of December 31, 2016. The deficit was a result of the District being responsible for the repayment of bonds issued for public improvements to be constructed and conveyed to other entities by District No. 7.

**NOTE 6 - RELATED PARTIES**

The Original landowner of the property which constitutes the District is North Canyons, LLLP. During 2016, the Original landowner sold property to Shea Canyons (the “Master Builder”) who will serve as Developer of the project to the first phase of development.

**NOTE 7 - DISTRICT AGREEMENTS**

**Master Reimbursement Agreement**

The District entered into a Master Reimbursement Agreement (the “Agreement”) with The Canyons Metropolitan District No. 6 (“District No. 6”) and The Canyons Metropolitan District No. 7 (“District No. 7”), the Original Landowner, the Master Builder, and Oread Canyons, LLC (“Oread”), a Colorado limited liability company. Pursuant to the Agreement, the District and District No. 6 will reimburse Oread and the Original Landowner for the costs of the District-Eligible Public Improvements, which are to be constructed by Shea Canyons or its assignee, all as more particularly described in the Agreement. District No. 7 will own, operate and maintain all District-Eligible Public Improvements within its boundaries that are not dedicated to any other public entity.

**THE CANYONS METROPOLITAN DISTRICT NO. 5**  
**NOTES TO FINANCIAL STATEMENTS**  
**December 31, 2016**

**NOTE 7 - DISTRICT AGREEMENTS (CONTINUED)**

Under the Agreement, the Consolidated Service Plan established a combined mill levy limitation (applicable to both debt service and operation and maintenance mill levies imposed by the Districts) of 69 mills. The District will impose 40 mills for debt service and District No. 6 will impose 10 mills for debt service as adjusted for changes in the residential assessment ratio. The District and District No. 6 will each impose 1 mill to pay for the respective District's administrative costs. District No. 7 will impose 17 mills for operations.

The Agreement states that the District is also entitled to 80% of PIF Revenues and Facilities Fees, and is obligated to pay 80% of the Collective Reimbursement Obligation, or the Bonds used for financing District-Eligible Public Improvements.

The Agreement also sets forth the procedures for submittal, review, certification and acceptance of the costs of Public Improvements.

**Intergovernmental Agreement with the City**

As contemplated by the Service Plan, the Canyons Districts (being District Nos. 1 – 11) and the City entered into an Intergovernmental Agreement for The Canyons Metropolitan District Nos. 1 – 11, dated as of December 6, 2010, as amended pursuant to a First Amendment thereto dated December 11, 2015 (as so amended, the "City IGA"), which, among other things, recites the limitations on the Canyons Districts' provision of services and exercise of powers as set forth in the Service Plan.

In addition to the limitations contained in the Service Plan, the City IGA specifies that completed Public Improvements are to be dedicated to the City, Parker Water and Sanitation District ("Parker Water"), or other appropriate governmental entity. The Canyons Districts are authorized to undertake and coordinate any operational requirements for Public Improvements that will not ultimately be conveyed to the City, Parker Water, or other governmental entity and may also operate and maintain Public Improvements that are pending final acceptance by the City. Upon acceptance by the City, Parker Water, or other appropriate governmental entity, none of the Canyons Districts are authorized to operate or maintain such Public Improvements unless authorized under separate intergovernmental agreement with the City, Parker Water, or such other governmental entity, respectively. The Canyons Districts are specifically authorized to own, operate and maintain park and recreation improvements and landscaped or open space parcels. The City IGA also specifies that none of the Canyons Districts are authorized to engage in the provision of any television relay and translation facilities or services and, subject to certain exceptions for improvements comprising a portion of the water system improvements, shall not be authorized to provide fire protection facilities or services.

**THE CANYONS METROPOLITAN DISTRICT NO. 5**  
**NOTES TO FINANCIAL STATEMENTS**  
**December 31, 2016**

**NOTE 8 - RISK MANAGEMENT**

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

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

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

**NOTE 9 - TAX, SPENDING AND DEBT LIMITATIONS**

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

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

On May 4, 2010 and November 4, 2014, the District voters passed an election question to increase property taxes \$100,000,000 per election annually as adjusted for inflation, without limitation of rate, to pay the District's operations, maintenance and other expenses. Additionally, the District's electors authorized the District to collect, retain and spend all revenue 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. District No. 1, which serves as the Operating District, has established an Emergency Reserve for the District.

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.

**THE CANYONS METROPOLITAN DISTRICT NO. 5**  
**NOTES TO FINANCIAL STATEMENTS**  
**December 31, 2016**

**NOTE 10 - SUBSEQUENT EVENT**

**Series 2017A Limited Tax General Obligation and Special Revenue Refunding and Improvement Bonds**

On May 24, 2017 the District issued \$47,500,000 of Limited Tax General Obligation and Special Revenue Refunding and Improvement Bonds. The proceeds from the sale of the 2017A Bonds were used to:

- (a) finance the acquisition, construction, and installation of certain public improvements;
- (b) refund the outstanding balance on the 2016 Bonds (defined below);
- (c) fund the Capitalized Interest Fund;
- (d) fund the Senior Reserve Fund; and
- (e) pay the costs of issuing the Bonds.

The Series 2017A Bonds bear interest at rates ranging from 6.000% to 6.125%, payable semi-annually on June 1 and December 1 each year, to the extent of Senior Pledged Revenue available therefor, beginning on December 1, 2017. Annual mandatory sinking fund principal payments on the Series 2017A Bonds are due on December 1, beginning on December 1, 2026. The Series 2017A Bonds mature on December 1, 2047.

The Series 2017A Bonds are secured by and payable solely from and to the extent of the Senior Pledged Revenue, net of any costs of collection, which is defined generally in the 2017A Indenture as:

- (a) the Senior Property Tax Revenues;
- (b) the Senior Specific Ownership Tax Revenues attributable to the Senior Required Mill Levy;
- (c) Capital Fees, including particularly and without limitation, the Facilities Fees;
- (d) Pledged PIF Revenues; and
- (e) any other legally available moneys which the District determines, in its absolute discretion, to credit to the Senior Bond Fund.

Senior Pledged Revenue that is not needed to pay debt service on the Series 2017A Bonds in any year will be deposited to and held in the Senior Surplus Fund, up to the Maximum Surplus Amount of \$2,375,000. The Senior Surplus Fund is established and held as an account of the Trustee, and moneys therein are to be used solely for the purpose of paying the principal of and interest on the Series 2017A Bonds to the extent the moneys in the Senior Bond Fund are insufficient for such purpose. Amounts on deposit in the Senior Surplus Fund (if any) on the maturity date of the Series 2017A Bonds shall be applied to the payment of the Series 2017A Bonds.

The Series 2017A Bonds are further secured by amounts on deposit in the Senior Reserve Fund, which was funded with proceeds from the Series 2017A Bonds in the amount of the Required Reserve of \$4,529,293.76.

**THE CANYONS METROPOLITAN DISTRICT NO. 5**  
**NOTES TO FINANCIAL STATEMENTS**  
**December 31, 2016**

**NOTE 10 - SUBSEQUENT EVENT (CONTINUED)**

The Series 2017A Indenture provides a Senior Required Mill Levy be imposed in an amount sufficient to pay the principal of, premium if any, and interest on the Series 2017A Bonds as the same become due and payable (less any amount thereof for which amounts are then on deposit in the Senior Bond Fund and, solely to the extent provided in the Senior Indenture, the Senior Surplus Fund and the Senior Reserve Fund) and to replenish the Senior Reserve Fund to the Senior Reserve Requirement, but not in excess of 40 mills (as adjusted). For so long as the Senior Surplus Fund is less than the Maximum Surplus Amount, the Senior Required Mill Levy shall be equal to 40 mills (as adjusted), or such lesser amount that will generate Senior Property Tax Revenues (i) sufficient to pay the principal of, premium if any, and interest on the Series 2017A Bonds as the same become due and payable, and to fully fund the Senior Surplus Fund to the Maximum Surplus Amount, or (ii) 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 Series 2017A Bonds in full. Such maximum and minimum mill levies are subject to adjustment per changes in the residential assessment rate.

Subsequent to year end, the residential assessment rate was changed from 7.96% to 7.20%. Based upon the May 2017 preliminary assessed valuations, the service plan limitation of 40.000 mills could be increased to 44.222 mills. The final adjusted mill levy will be based upon final assessed value for collection in Budget Year 2018.

**Series 2017B Subordinate Limited Tax General Obligation and Special Revenue Bonds**

On May 24, 2017 the District issued \$11,925,000 of Limited Tax General Obligation and Special Revenue Bonds. The proceeds from the sale of the Series 2017B Bonds were used to finance the acquisition, construction, and installation of certain public improvements.

The Series 2017B Bonds bear an interest rate of 8.00% per annum and payable annually on December 15, but only to the extent of available Subordinate Pledged Revenue. The Series 2017B Bonds are structured as cash flow bonds, meaning that there are no scheduled payments of principal or interest thereof prior to the final maturity date. Rather, principal on the Series 2017B Bonds is payable on each December 15 (if at all) from, and solely to the extent of, Subordinate Pledged Revenue (if any) remaining after the payment of interest then due on the Series 2017B Bonds on December 15 of the then current year. Unpaid interest on the 2017B Bonds compounds annually on each December 15.

In the event that, on December 15, 2057 any amount of principal of or interest on the Series 2017B Bonds remains unpaid after application of all Subordinate Pledged Revenue available therefor in accordance with the Subordinate Indenture, the Series 2017B Bonds and the lien of the Subordinate Indenture securing payment thereof is to be deemed discharged.

**THE CANYONS METROPOLITAN DISTRICT NO. 5**  
**NOTES TO FINANCIAL STATEMENTS**  
**December 31, 2016**

**NOTE 10 - SUBSEQUENT EVENT (CONTINUED)**

The Series 2017B Bonds are secured by and payable solely from the following sources, net of any costs of collection, to the extent not previously deducted by definition, (the "Subordinate Pledged Revenue"):

- (a) all Subordinate Property Tax Revenues;
- (b) all Subordinate Specific Ownership Tax Revenues attributable to the Subordinate Required Mill Levy;
- (c) all Subordinate Capital Fee Revenue, including particularly and without limitation, the Facilities Fees;
- (d) all Subordinate PIF Revenue; and
- (e) any other legally available moneys which the District determines, in its absolute discretion, to credit to the Subordinate Bond Fund.

Pursuant to the Series 2017B Indenture, the District has further covenanted to levy a Subordinate Required Mill Levy each year in the amount equal to (i) 40 mills (as adjusted from January 1, 2009) less the Senior Required Mill Levy, or (ii) such lesser amount that will generate Subordinate Property Tax Revenues which, when combined with moneys then on deposit in the Subordinate Bond Fund, will pay the 2017B Bonds in full.

**Series 2016 Limited Tax General Obligation and Special Revenue Bonds**

The District previously authorized its Limited Tax General Obligation and Special Revenue Bonds, Series 2016, in the aggregate principal amount of up to \$68,664,991 and, of such amount, the District has issued \$1,535,003 in aggregate principal amount. The Series 2016 Bonds were authorized to be issued from time to time in accordance with an Indenture of Trust between the District and UMB Bank, n.a., as trustee thereunder (the "2016 Trustee") dated as of November 1, 2016, as amended by the First Supplemental Indenture of Trust between the District and the 2016 Trustee dated as of the date of issuance of the Bonds (the "2016 First Supplement" and, as so supplemented, the "2016 Indenture").

Proceeds of the Series 2017A Bonds will be used to refund the outstanding balance of the Series 2016 Bonds in the principal amount of \$1,535,003. As a result of the provisions of the 2016 First Supplement, the Series 2016 Bonds will thereafter have a reduced aggregate principal amount. The 2016 Indenture and related documents will allow additional draws on the 2016 Bonds of up to \$9,950,000 in aggregate principal amount for the purpose of paying the Original Landowner amounts due pursuant to the District's Reimbursement Obligation under the Master Reimbursement Agreement to the extent proceeds of the Series 2017A and 2017B Bonds are insufficient for such purpose. Repayment of the Series 2016 Bonds is fully subordinate and junior to the payment of the 2017A Bonds and the 2017B Bonds.

This information is an integral part of the accompanying financial statements.

**SUPPLEMENTARY INFORMATION**

**THE CANYONS METROPOLITAN DISTRICT NO. 5  
DEBT SERVICE FUND  
SCHEDULE OF REVENUES, EXPENDITURES AND CHANGES IN  
FUND BALANCES - BUDGET AND ACTUAL  
Year Ended December 31, 2016**

	<u>Original and Final Budget</u>	<u>Actual Amounts</u>	<u>Variance with Final Budget Positive (Negative)</u>
<b>REVENUES</b>			
Property taxes	\$ -	\$ -	\$ -
Specific ownership taxes	-	-	-
Net investment income	-	-	-
Total revenues	<u>-</u>	<u>-</u>	<u>-</u>
<b>EXPENDITURES</b>			
County Treasurer's fee	-	-	-
Bonds - principal	-	-	-
Bonds - interest	-	-	-
Paying agent fees	-	-	-
Total expenditures	<u>-</u>	<u>-</u>	<u>-</u>
<b>EXCESS OF REVENUES OVER (UNDER) EXPENDITURES</b>	<u>-</u>	<u>-</u>	<u>-</u>
<b>NET CHANGE IN FUND BALANCES</b>	-	-	-
<b>FUND BALANCES - BEGINNING OF YEAR</b>	<u>-</u>	<u>-</u>	<u>-</u>
<b>FUND BALANCES - END OF YEAR</b>	<u><u>\$ -</u></u>	<u><u>\$ -</u></u>	<u><u>\$ -</u></u>



**THE CANYONS METROPOLITAN DISTRICT NO. 5  
CAPITAL PROJECTS FUND  
SCHEDULE OF REVENUES, EXPENDITURES AND CHANGES IN  
FUND BALANCES - BUDGET AND ACTUAL  
Year Ended December 31, 2016**

	<b>Budgets</b>		<b>Actual Amounts</b>	<b>Variance with Final Budget Positive (Negative)</b>
	<b>Original</b>	<b>Final</b>		
<b>REVENUES</b>				
Net investment income	\$ -	\$ -	\$ 57	\$ 57
Total revenues	<u>-</u>	<u>-</u>	<u>57</u>	<u>57</u>
<b>EXPENDITURES</b>				
Accounting	-	2,000	115	1,885
Legal	-	20,000	10,344	9,656
Cost of issuance	-	900,000	838,377	61,623
Repay Developer advance interest	-	100,000	90,213	9,787
Capital outlay	-	2,000,000	-	2,000,000
Total expenditures	<u>-</u>	<u>3,022,000</u>	<u>939,049</u>	<u>2,082,951</u>
<b>EXCESS OF REVENUES OVER (UNDER) EXPENDITURES</b>	<u>-</u>	<u>(3,022,000)</u>	<u>(938,992)</u>	<u>2,083,008</u>
<b>OTHER FINANCING SOURCES (USES)</b>				
Bond proceeds	-	2,750,000	1,535,003	(1,214,997)
Developer advance	-	2,750,000	882,832	(1,867,168)
Repay developer advance	-	(2,478,000)	(1,444,790)	1,033,210
Total other financing sources (uses)	<u>-</u>	<u>3,022,000</u>	<u>973,045</u>	<u>(2,048,955)</u>
<b>NET CHANGE IN FUND BALANCES</b>	-	-	34,053	34,053
<b>FUND BALANCES - BEGINNING OF YEAR</b>	<u>-</u>	<u>-</u>	<u>(14,326)</u>	<u>(14,326)</u>
<b>FUND BALANCES - END OF YEAR</b>	<u>\$ -</u>	<u>\$ -</u>	<u>\$ 19,727</u>	<u>\$ 19,727</u>

## **OTHER INFORMATION**

**THE CANYONS METROPOLITAN DISTRICT NO. 5  
SCHEDULE OF ASSESSED VALUATION, MILL LEVY  
AND PROPERTY TAXES COLLECTED  
December 31, 2016**

<b>Year Ended December 31</b>	<b>Prior Year Assessed Valuation for Current Year Property Tax Levy</b>	<b>Mills Levied</b>		<b>Total Property Taxes</b>		<b>Percent Collected to Levied</b>
		<b>General</b>	<b>Debt Service</b>	<b>Levied</b>	<b>Collected</b>	
2014	\$ 250	69.000	0.000	\$ 17	\$ 17	100.00%
2015	\$ 250	69.000	0.000	\$ 17	\$ 17	100.00%
2016	\$ 270	69.000	0.000	\$ 19	\$ 19	100.00%
Estimated for year ending December 31, 2017	\$ 11,080	1.000	40.000	\$ 454		

Property taxes collected in any one year may include collection of delinquent property taxes levied in prior years.