

JEFFERSON CENTER METROPOLITAN DISTRICT NO. 1

141 Union Boulevard, Suite 150
Lakewood, Colorado 80228-1898
Tel: 303-987-0835 . 800-741-3254
Fax: 303-987-2032

NOTICE OF REGULAR MEETING AND AGENDA

<u>Board of Directors:</u>	<u>Office:</u>	<u>Term/Expiration:</u>
Gregg Bradbury	President	2023/May 2023
Jeff L. Nading	Treasurer	2025/May 2025
Charles Church McKay	Assistant Secretary	2023/May 2023
Steve Nading	Assistant Secretary	2025/May 2025
Brandon Dooling	Assistant Secretary	2023/May 2023
David Solin	Secretary	

DATE June 28, 2022 (Tuesday)

TIME: 9:30 A.M.

PLACE: **Zoom Meeting: This meeting will be held via Zoom without any individuals (neither District representatives nor the general public) attending in person. The meeting can be joined through the directions below:**

Join Zoom Meeting

<https://us02web.zoom.us/j/5469119353?pwd=SmtlcHJETFhCQUZEcVBBOGZVU3Fqdz09>

Meeting ID: 546 911 9353

Passcode: 912873

Dial In: 1-253-215-8782 or 1-336-248-7799

I. ADMINISTRATIVE MATTERS

A. Present Disclosures of Potential Conflicts of Interest.

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

C. Review and approve Minutes of the May 24, 2022 Regular Meeting (enclosure).

II. PUBLIC COMMENT

A. _____

III. CONSENT AGENDA – These items are considered to be routine and will be approved and/or ratified by one motion. There will be no separate discussion of these items unless a Board Member so requests, in which event, the item will be removed from the Consent Agenda and considered in the Regular Agenda.

- Ratify approval of Change Order No. 1 to the Contract between the District and Timco Blasting & Coatings, Inc., for permit fees, in the amount of \$6,078.18.
- Ratify approval of Change Order No. 1 to the Contract between the District and Wagner Construction, Inc., for additional wire fence demo and changes to pond structures, in the amount of \$32,734.34.
- Ratify approval of Change Order No. 2 to the Contract between the District and Wagner Construction, Inc., for permit fees, in the amount of \$17,339.80.
- Ratify approval of Agreement for Geotechnical Engineering Services between the District and Rocky Mountain Group LLC.
- Ratify approval of Task Order No. 2 to the Service Agreement between the District and Badger Daylighting, for deduction for unused contract amount, for a decrease in the amount of <\$2,830.00>.
- Ratify approval of Task Order No. 17-A1 to the Master Service Agreement for Construction Observation and Materials Testing Services between the District and CTL/Thompson, Inc., for a deduction for unused contract amount, for a decrease in the amount of <\$4,501>.
- Ratify approval of Task Order No. 21-A1 to the Master Service Agreement for Construction Observation and Materials Testing Services between the District and CTL/Thompson, Inc., for Highway 72 Roadway & Box Culvert, in the amount of \$2,900.
- Ratify approval of Task Order No. 3 to the Agreement for Subsurface Utility Engineering between the District and Goodbee & Associates, L.L.C, for deduction for unused contract amount, for a decrease in the amount of <\$3,266.22>.
- Ratify approval of Task Order No. 2 to the Master Service Agreement for Excavating between the District and Hogan Action Services, Inc., for excavating services, for a decrease in the amount of <\$10,450>.
- Ratify approval of Task Order No. 4-A1 to the Service Agreement for Traffic Engineering Services between the District and Kimley-Horn and Associates, Inc., for deduction for unused contract amount, for a decrease in the amount of <\$1,520>.
- Ratify approval of Task Order No. 4-A1 to the Contract between the District and Legacy Traffic Management for deduction for unused contract amount, for a decrease in the amount of <\$2,860>.

- Ratify approval of Task Order No. 7-A10 to the Service Agreement between the District and Martin/Martin, Inc., for JCMD Parcel Coordination, in the amount of \$12,000.
- Ratify approval of Task Order No. 8-A6 to the Service Agreement between the District and Martin/Martin, Inc., for On-Call Survey, in the amount of \$7,500.
- Ratify approval of Task Order No. 10-A3 to the Service Agreement between the District and Martin/Martin, Inc., for deduction for unused contract amount, for a decrease in the amount of <\$4,029.54>.
- Ratify approval of Task Order No. 14-A1 to the Service Agreement between the District and Martin/Martin, Inc., for deduction for unused contract amount, for a decrease in the amount of <\$21.25>.
- Ratify approval of Task Order No. 20-A1 to the Service Agreement between the District and Martin/Martin, Inc., for deduction for unused contract amount, for a decrease in the amount of <\$3,610>.
- Ratify approval of Task Order No. 22-A8 to the Service Agreement between the District and Martin/Martin, Inc., for Indiana North Infrastructure Design, in the amount of \$16,000.
- Ratify approval of Task Order No. 26-A2 to the Service Agreement between the District and Martin/Martin, Inc., for Highway 72 Waterline CD, in the amount of \$5,000.
- Ratify approval of Task Order No. 29-A1 to the Service Agreement between the District and Martin/Martin, Inc., for DU Coordination, in the amount of \$10,000.
- Ratify approval of Task Order No. 30-A1 to the Service Agreement between the District and Martin/Martin, Inc., Arvada Water & Sanitation Sewer Study, in the amount of \$5,000.
- Ratify approval of Task Order No. 31-A1 to the Service Agreement between the District and Martin/Martin, Inc., for Candelas P1, P3 and P5, in the amount of \$334,500.
- Ratify approval of Task Order No. 5-A1 to the Master Service Agreement for Design Services between the District and Norris Design, Inc., for deduction for unused contract amount, for a decrease in the amount of <\$2,089.69>.
- Ratify approval of Task Order No. 1 to the Service Agreement between the District and Rocky Mountain Meridian, Inc. for JCMD Sanitary Inceptor, in the amount of \$14,450.
- Ratify approval of Task Order No. 2 to the Service Agreement between the District and Rocky Mountain Meridian, Inc. for Highway 72 Percolation Testing, in the amount of \$5,200.
- Ratify approval of Task Order No. 1-A1 to the Service Agreement for surveying between the District and SurvWest, LLC, for deduction for unused contract amount, for a decrease in the amount of <\$8,955.64>.
- Ratify approval of Task Order No. 1-A2 to the Service Agreement for surveying between the District and SurvWest, LLC, for deduction for unused contract amount, for a decrease in the amount of <\$3,310.50>.

- Ratify approval of Task Order No. 1-A3 to the Service Agreement for surveying between the District and SurvWest, LLC, for deduction for unused contract amount, for a decrease in the amount of <\$12,624.50>.
 - Ratify approval of Task Order No. 1-A4 to the Service Agreement for surveying between the District and SurvWest, LLC, for deduction for unused contract amount, for a decrease in the amount of <\$10,303.50>.
-

IV. FINANCIAL MATTERS

- A. Review and consider approval of the payment of claims through the period ending June 28, 2022, in the amount of \$1,323,839 (enclosure).

- B. Review and accept cash position statement as of June 22, 2022 (enclosure).

- C. Review forecast of General Fund Revenues and Expenditures (enclosure).

- D. Review Expense Tracking Report (to be distributed) and consider approval of District Expenditures Verification Report (to be distributed).

- E. Discuss 2020 Bond budget for infrastructure.

- F. Discuss future operation and maintenance obligations, and related budget matters.

- G. Review and consider approval of 2021 Audit, and authorize execution of Representations Letter (enclosure – draft audit).

V. MANAGEMENT MATTERS

- A. Discuss status of Water Allocations and Facilities Fees Collections (enclosure).

VI. LEGAL MATTERS

- A. Discuss and authorize preparation of easements for the benefit of RangeWater Residential, LLC for retaining walls.

- B. Discuss status of Intergovernmental Agreement for Off-Site Public Improvements for the Trailstone Development by and between the City of Arvada and the District.
-

- C. Discuss status of the District’s General Obligation Refunding and Improvement Bonds, Series 2023 (the “Refunding Bonds”).
-

- D. Review and consider approval of Pedestrian Easement between the District and the City of Arvada (enclosure).
-

- E. Review and consider approval of Sanitary Sewer Easement between the District and the City of Arvada (enclosure).
-

- F. Discuss status of Intergovernmental Agreement by and between the City of Arvada and Jefferson Center Metropolitan District No. 1 For Financing of the Design, Preconstruction Services, and Construction of the Upgrades and Improvements to the Alkire Lift Station.
-

- G. Consider approval of Second Amendment to Facilities Funding and Acquisition Agreement between JCMD1 and Cimarron Development Company (to be distributed).
-

VII. CONSTRUCTION MATTERS

- A. Review Construction Status Report (to be distributed).
-

- B. Consider approval of contracts, task orders, work orders and change orders.
-

VIII. CAPITAL IMPROVEMENTS

- A. Review and consider approval of Cost Certification Report No. 7 prepared by Independent District Engineering Services, LLC, certifying District eligible expenditures relative to Trailstone Filing No. 1 Public Improvements (“Report No. 7”), and accept certified costs (to be distributed).
-

1. Discuss and consider authorizing reimbursement to Cimarron Commercial, LLC in the amount certified per Report No. 7, pursuant to the Facilities Funding and Acquisition Agreement between the District and Cimarron Development Company (“CDC”), as amended, and pursuant to the Letter from CDC regarding Payment Directive Pertaining to Certified Costs for Trailstone Filing No. 1 Public Improvements.
-

IX. OTHER BUSINESS

A. _____

- X. ADJOURNMENT **THE NEXT REGULAR MEETING IS SCHEDULED FOR JULY 26, 2022.**

RECORD OF PROCEEDINGS

MINUTES OF A REGULAR MEETING OF THE BOARD OF DIRECTORS OF THE JEFFERSON CENTER METROPOLITAN DISTRICT NO. 1 HELD MAY 24, 2022

A Regular Meeting of the Board of Directors of the Jefferson Center Metropolitan District No. 1 (referred to hereafter as "Board") was convened on Tuesday, May 24, 2022, at 9:30 a.m. This District Board meeting was held by video/telephone conference with all participants attending via video/teleconference. The meeting was open to the public.

ATTENDANCE

Directors In Attendance Were:

Gregg Bradbury
Jeff L. Nading
Charles Church McKay
Steven Nading
Brandon Dooling

Also In Attendance Were:

David Solin; Special District Management Services, Inc.

Megan Becher, Esq.; McGeady Becher P.C.

Joy Tatton; Simmons & Wheeler, P.C.

Wes Back, Brandon Collins, and Elesha Carbaugh-Gonzales;
Independent District Engineering Services, LLC

DISCLOSURE OF POTENTIAL CONFLICTS OF INTEREST

Disclosures of Potential Conflicts of Interest: The Board discussed the requirements pursuant to the Colorado Revised Statutes to disclose any potential conflicts of interest or potential breaches of fiduciary duty to the Board of Directors and to the Secretary of State. Mr. Solin noted that a quorum was present and requested members of the Board disclose any potential conflicts of interest with regard to any matters scheduled for discussion at this meeting, and incorporated for the record those applicable disclosures made by the Board members prior to this meeting in accordance with the statute. Attorney Becher noted that all Directors' Disclosure Statements had been filed and that no additional conflicts were disclosed at the meeting.

ADMINISTRATIVE MATTERS

Agenda: Mr. Solin distributed, for the Board's review and approval, a proposed agenda for the District's Regular Meeting.

RECORD OF PROCEEDINGS

Following discussion, upon motion duly made by Director Jeff Nading, seconded by Director McKay and, upon vote, unanimously carried, the agenda was approved, as amended.

Location of Meeting and Posting of Notices: The Board entered into a discussion regarding the requirements of Section 32-1-903(1), C.R.S., concerning the location of the District's Board meeting. The Board determined that the meeting would be held by video/telephonic means, and encouraged public participation via video or telephone. The Board further noted that notice of the time, date and location of the meeting was duly posted and that the District had not received any objections to the video/telephonic manner of the meeting, or any requests that the video/telephonic manner of the meeting be changed by taxpaying electors within the District boundaries.

May 3, 2022 Cancelled Election: Mr. Solin noted for the Board that the May 3, 2022 Directors' Election was cancelled, as allowed under Colorado law, by the Designated Election Official because there were not more candidates than positions available on the Board of Directors. Director Dooling was deemed elected to a 1-year term ending in May 2023 and Directors Jeff Nading and Steven Nading were each deemed elected to 3-year terms ending in May 2025.

Appointment of Officers: The Board entered into discussion regarding the appointment of officers. Following discussion, upon motion duly made by Director Steven Nading, seconded by Director McKay and, upon vote, unanimously carried, the following slate of officers was appointed:

President	Gregg Bradbury
Treasurer	Jeff Nading
Secretary	David Solin
Assistant Secretary	Charles Church McKay
Assistant Secretary	Steven Nading
Assistant Secretary	Brandon Dooling

Minutes: The Board reviewed the minutes of the April 26, 2022 Regular Meeting.

Following discussion, upon motion duly made by Director Bradbury, seconded by Director Dooling and, upon vote, unanimously carried, the minutes of the April 6, 2022 Regular Meeting were approved, as presented.

RECORD OF PROCEEDINGS

PUBLIC COMMENT

There were no public comments.

CONSENT AGENDA

The Board considered the following actions:

- Ratify approval of Contractor Agreement for the Candelas Point Detention Pond Slope Repair between the District and Wagner Construction, Inc. in the amount of \$64,102.
- Ratify approval of Change Order No. 1 to the Contract between the District and Wagner Construction, Inc., for additional wire fence demo and changes to pond structures, in the amount of \$32,734.34.
- Ratify approval of Task Order No. 23-A1 to the Master Service Agreement for Construction Observation and Materials Testing Services between the District and CTL/Thompson, Inc., for Hwy 72 Roadway and Box Culvert, Hwy 72 East of Hwy 92, in the amount of \$2,900.
- Ratify approval of Change Order No. 7 from Environmental Designs Inc., for replacement of rock/plant material and irrigation, in the amount of \$2,835.96.

Following review, upon motion duly made by Director Bradbury, seconded by Director Steven Nading and, upon vote, unanimously carried, the Board approved and/or ratified approval of, as appropriate, the above Consent Agenda items/actions.

FINANCIAL MATTERS

Claims: The Board considered ratifying approval of the payment of claims through the period ending May 15, 2022.

Following discussion, upon motion duly made by Director Bradbury, seconded by Director Jeff Nading and, upon vote, unanimously carried, the Board ratified approval of the payment of claims through the period ending May 15, 2022, in the amount of \$732,288.66.

Unaudited Financial Statements: Ms. Tatton reviewed with the Board the unaudited financial statements for the period ending March 31, 2022 and the cash position statement as of May 17, 2022.

Following discussion, upon motion duly made by Director Dooling, seconded by Director Steven Nading and, upon vote, unanimously carried, the Board accepted the unaudited financial statements for the period ending March 31, 2022 and the cash position statement as of May 17, 2022.

RECORD OF PROCEEDINGS

Forecast of General Fund Revenues and Expenditures: Ms. Tatton reviewed, and the Board discussed, the forecast of General Fund revenues and expenditures.

Expense Tracking Report (ETR): Ms. Carbaugh-Gonzales reviewed the Expense Tracking Report with the Board.

District Expenditures Verification Report prepared by Independent District Engineering Services, LLC (“IDES”): Ms. Carbaugh-Gonzales reviewed with the Board IDES’ report entitled “District Expenditures Verification for May 2022,” which summarizes IDES’ review and verification of the expenditures of the District for May 2022 related to certain District construction contracts. The Verification Report identified \$616,891.76 of District Eligible Expenses and \$115,396.90 of Non-Eligible Expenses.

Following discussion, upon motion duly made by Director Bradbury, seconded by Director Jeff Nading and, upon vote, unanimously carried, the Board determined to accept the District Eligible Expenses in the amount of \$616,891.76.

2020 Bonds Budget for Infrastructure: The Board discussed the remaining proceeds of the 2020 Bonds and the needed infrastructure. Director Jeff Nading will work on additional updates and provide an updated version at the next meeting. No action was necessary.

Future Operation and Maintenance Obligations: No additional updates were discussed at this time.

2021 Audit: Ms. Tatton reported to the Board that the audit is in process.

MANAGEMENT MATTERS

Water Allocations and Facilities Fees Collections: Mr. Solin reported that there were no additional updates at this time.

LEGAL MATTERS

Preparation of Easements for the Benefit of RangeWater Residential, LLC For Retaining Walls: The Board deferred discussion.

Intergovernmental Agreement for Off-Site Public Improvements for the Trailstone Development by and between the City of Arvada and the District: Attorney Becher reported that the agreement is materially complete, and that she is waiting to hear from the City of Arvada regarding the date of City Council’s consideration of the agreement.

RECORD OF PROCEEDINGS

Issuance of the District's General Obligation Refunding and Improvement Bonds, Series 2023 (the "Refunding Bonds"): The Board discussed the status of the Refunding Bonds. No action was necessary at this time.

Slope Easement Agreement between the District and the Jefferson Parkway Public Highway Authority: The Board deferred discussion indefinitely.

Alkire Lift Station Upgrades and Improvements: The Board discussed the anticipated upgrades and improvements to the Alkire Lift Station and the City of Arvada's desire to receive funding from the District for same. The City of Arvada will draft an intergovernmental agreement for the District's review.

CONSTRUCTION MATTERS

Construction Status Report: Mr. Back reviewed the Project Status Report dated May 24, 2022, with the Board. A copy of the report is attached hereto and incorporated herein by this reference.

Contracts, Task Orders, Work Orders and Change Orders: Mr. Back discussed the following Agreements, Contracts, Task Orders, Work Orders and Change Orders:

- Change Order No. 1 to the Contract between the District and Timco Blasting & Coatings, Inc., for permit fees, in the amount of \$6,078.18.
- Change Order No. 1 to the Contract between the District and Wagner Construction, Inc., for additional wire fence demo and changes to pond structures, in the amount of \$32,734.34.
- Change Order No. 2 to the Contract between the District and Wagner Construction, Inc., for permit fees, in the amount of \$17,339.80.
- Agreement for Geotechnical Engineering Services between the District and Rocky Mountain Group LLC.
- Task Order No. 2 to the Service Agreement between the District and Badger Daylighting, for deduction for unused contract amount, for a decrease in the amount of <\$2,830.00>.
- Task Order No. 17-A1 to the Master Service Agreement for Construction Observation and Materials Testing Services between the District and CTL/Thompson, Inc., for a deduction for unused contract amount, for a decrease in the amount of <\$4,501>.
- Task Order No. 21-A1 to the Master Service Agreement for Construction Observation and Materials Testing Services between the District and CTL/Thompson, Inc., for Highway 72 Roadway & Box Culvert, in the amount of \$2,900.

RECORD OF PROCEEDINGS

- Task Order No. 3 to the Agreement for Subsurface Utility Engineering between the District and Goodbee & Associates, L.L.C, for deduction for unused contract amount, for a decrease in the amount of <\$3,266.22>.
- Task Order No. 2 to the Master Service Agreement for Excavating between the District and Hogan Action Services, Inc., for excavating services, for a decrease in the amount of <\$10,450>.
- Task Order No. 4-A1 to the Service Agreement for Traffic Engineering Services between the District and Kimley-Horn and Associates, Inc., for deduction for unused contract amount, for a decrease in the amount of <\$1,520>.
- Task Order No. 4-A1 to the Contract between the District and Legacy Traffic Management for deduction for unused contract amount, for a decrease in the amount of <\$2,860>.
- Task Order No. 7-A10 to the Service Agreement between the District and Martin/Martin, Inc., for JCMD Parcel Coordination, in the amount of \$12,000.
- Task Order No. 8-A6 to the Service Agreement between the District and Martin/Martin, Inc., for On-Call Survey, in the amount of \$7,500.
- Task Order No. 10-A3 to the Service Agreement between the District and Martin/Martin, Inc., for deduction for unused contract amount, for a decrease in the amount of <\$4,029.54>.
- Task Order No. 14-A1 to the Service Agreement between the District and Martin/Martin, Inc., for deduction for unused contract amount, for a decrease in the amount of <\$21.25>.
- Task Order No. 20-A1 to the Service Agreement between the District and Martin/Martin, Inc., for deduction for unused contract amount, for a decrease in the amount of <\$3,610>.
- Task Order No. 22-A8 to the Service Agreement between the District and Martin/Martin, Inc., for Indiana North Infrastructure Design, in the amount of \$16,000.
- Task Order No. 26-A2 to the Service Agreement between the District and Martin/Martin, Inc., for Highway 72 Waterline CD, in the amount of \$5,000.
- Task Order No. 29-A1 to the Service Agreement between the District and Martin/Martin, Inc., for DU Coordination, in the amount of \$10,000.
- Task Order No. 30-A1 to the Service Agreement between the District and Martin/Martin, Inc., Arvada Water & Sanitation Sewer Study, in the amount of \$5,000.
- Task Order No. 31-A1 to the Service Agreement between the District and Martin/Martin, Inc., for Candelas P1, P3 and P5, in the amount of \$334,500.
- Task Order No. 5-A1 to the Master Service Agreement for Design Services between the District and Norris Design, Inc., for deduction

RECORD OF PROCEEDINGS

- for unused contract amount, for a decrease in the amount of <\$2,089.69>.
- Task Order No. 1 to the Service Agreement between the District and Rocky Mountain Meridian, Inc. for JCMD Sanitary Inceptor, in the amount of \$14,450.
 - Task Order No. 2 to the Service Agreement between the District and Rocky Mountain Meridian, Inc. for Highway 72 Percolation Testing, in the amount of \$5,200.
 - Task Order No. 1-A1 to the Service Agreement for surveying between the District and SurvWest, LLC, for deduction for unused contract amount, for a decrease in the amount of <\$8,955.64>.
 - Task Order No. 1-A2 to the Service Agreement for surveying between the District and SurvWest, LLC, for deduction for unused contract amount, for a decrease in the amount of <\$3,310.50>.
 - Task Order No. 1-A3 to the Service Agreement for surveying between the District and SurvWest, LLC, for deduction for unused contract amount, for a decrease in the amount of <\$12,624.50>.
 - Task Order No. 1-A4 to the Service Agreement for surveying between the District and SurvWest, LLC, for deduction for unused contract amount, for a decrease in the amount of <\$10,303.50>.

Following discussion, upon motion duly made by Director Jeff Nading, seconded by Director Bradbury and, upon vote, unanimously carried, the Board approved (or ratified approval of, as appropriate) the Agreements, Contracts, Change Orders, Task Orders and Work Orders listed above.

CAPITAL IMPROVEMENTS

District Engineer's Cost Certification Report No. 6, dated May 23, 2022, prepared by Independent District Engineering Services, LLC, certifying District eligible expenditures relative to Trailstone Filing No. 1 Public Improvements: Mr. Back reviewed the report with the Board.

Following discussion, upon motion duly made by Director Bradbury, seconded by Director Jeff Nading and, upon vote, unanimously carried, the Board approved the District Engineer's Cost Certification Report No. 6, dated May 23, 2022, prepared by Independent District Engineering Services, LLC, certifying District eligible expenditures relative to Trailstone Filing No. 1 Public Improvements, in the amount of \$83,197.06 ("Report No. 6").

Reimbursement to Cimarron Commercial, LLC under the Facilities Funding and Acquisition Agreement between the District and Cimarron Development Company (CDC), as amended, and pursuant to the Letter from CDC regarding Payment Directive Pertaining to Certified Costs for Trailstone Filing No. 1 Public Improvements: Attorney Becher and the

RECORD OF PROCEEDINGS

Board discussed the reimbursement to Cimarron Commercial, LLC under the Facilities Funding and Acquisition Agreement between the District and Cimarron Development Company (CDC), as amended, and pursuant to the Letter from CDC regarding Payment Directive Pertaining to Certified Costs for Trailstone Filing No. 1 Public Improvements.

Following discussion, upon motion duly made by Director Bradbury, seconded by Director Jeff Nading and, upon vote, unanimously carried, the Board authorized reimbursement in the amount of \$83,197.06 (per Report No. 6), to Cimarron Commercial, LLC under the Facilities Funding and Acquisition Agreement between the District and Cimarron Development Company (CDC), as amended, and pursuant to the Letter from CDC regarding Payment Directive Pertaining to Certified Costs for Trailstone Filing No. 1 Public Improvements.

OTHER BUSINESS

There was no other business.

ADJOURNMENT

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

Respectfully submitted,

By: _____
Secretary for the Meeting

Vendor	Invoice #	Date	Amount in USD	Expense Account	Account Number	Department
360 Rail Services, LLC	6675	5/5/2022	1,038.88	Capital Outlay	7500	3
CTL Thompson	628560	5/31/2022	1,768.50	Engineering	7840	3
Environmental Designs	150018	3/4/2022	95.00	Snow Removal	7110	1
Environmental Designs	152931	6/3/2022	4,535.12	Landscape Maintenance	7100	1
Environmental Designs	149614	2/24/2022	95.00	Snow Removal	7110	1
Environmental Designs	152616	6/1/2022	2,630.92	Landscape Maintenance	7100	1
Environmental Designs	149412	2/18/2022	190.00	Snow Removal	7110	1
Environmental Designs	149840	3/1/2022	2,505.69	Landscape Maintenance	7100	1
Independent District Engineering Services	8570	5/31/2022	42,380.57	Project management	7800	3
Leo Landscape, LLC	1	5/25/2022	(427.10)	Retainage Payable	3311	3
Leo Landscape, LLC	1	5/25/2022	8,542.00	Capital Outlay	7500	3
	17.0723,17.0725,18.0910, 20.0287,20.0465,20.0668, 20.0717,20.0862,21.0512,					
Martin Martin Inc	21.1508,21.1528	5/23/2022	49,446.85	Engineering	7840	3
McGeady Becher P.C.	04302022 599B	4/30/2022	8,491.50	Legal	6750	1
McGeady Becher P.C.	04302022 599B	4/30/2022	9,880.00	Legal	6750	3
McGeady Becher P.C.	04302022 599B	4/30/2022	24.00	Election expense	6350	1
Norris Design, Inc	01-72645	4/30/2022	809.75	Engineering	7840	3
Otten Johnson Robinson Neff & Ragonetti	470714	6/15/2022	287.50	Legal	6750	3
Papillon LLC	1452	5/31/2022	24,675.67	Project management	7800	3
RMG - Rocky Mountain Group	188890-1	5/31/2022	14,450.00	Engineering	7840	3
Simmons & Wheeler, P.C.	33053	4/30/2022	1,014.84	Accounting	6170	1
Simmons & Wheeler, P.C.	33226	5/31/2022	2,546.43	Accounting	6170	1
Special District Management Services, Inc.	05312022 JCMD1	5/31/2022	1,115.20	Management fees	6100	1
Special District Management Services, Inc.	05312022 JCMD1	5/31/2022	222.00	Election expense	6350	1
Storm Water Asset Protection, LLC	SWAP0535	5/31/2022	4,455.80	Capital Outlay	7500	3
TIMCO Blasting and Coating, Inc.	3	5/25/2022	(4,230.00)	Retainage Payable	3311	3
TIMCO Blasting and Coating, Inc.	3	5/25/2022	84,600.00	Capital Outlay	7500	3
UMB Bank, N.A.	922137	6/8/2022	2,800.00	Paying agent fees	6680	2
Wagner Construction, Inc.	5	5/25/2022	(54,381.37)	Retainage Payable	3311	3
Wagner Construction, Inc.	5	5/25/2022	1,087,627.37	Capital Outlay	7500	3
Xcel	781044435	5/31/2022	25,323.88	Accounting	1400	3
City of Arvada	DA2022-0050	6/20/2022	1,325.00	Capital Outlay	7500	3
			<u>1,323,839.00</u>			
			23,465.70	General		
			2,800.00	Debt		
			<u>1,297,573.30</u>	Capital		
			<u>1,323,839.00</u>			

Jefferson Center Metropolitan District No. 1
Cash Position
June 22, 2022

	First Bank General Fund	First Bank Capital Fund	Colotrust General Fund	Colotrust Debt Service Fund	Colotrust Capital	UMB Subordinate Project Fund	Total
Balance at 5/17/2022	0.00	98,351.35	398,592.13	908,986.92	435,638.44	38,657,367.49	40,498,936.33
reclassify to correct fund (transfer to JCMD2)	21,363.84	(21,363.84)					0.00
April bill.com payments	(4,727.42)	(727,561.24)					(732,288.66)
Xcel Construction Payments		(25,323.88)					(25,323.88)
Xcel Payments	(87.92)						(87.92)
City of Arvada Payments	(73.27)						(73.27)
Bank Charge	(30.00)						(30.00)
Transfer to UMB				(800,000.00)			(800,000.00)
5/31/2022 Interest Income			1,015.42			25,222.53	26,237.95
AURA Funds			16,477.00				16,477.00
Project Fund Requisition #10		612,164.34				(612,164.34)	0.00
Project Fund Requisition #11		78,101.69				(78,101.69)	0.00
Project Fund Requisition #12		37,295.22				(37,295.22)	0.00
Balance at 6/22/2022	16,445.23	51,663.64	416,084.55	108,986.92	435,638.44	37,955,028.77	38,983,847.55

JEFFERSON CENTER METROPOLITAN DISTRICT NO. 1
2022 FORECAST OF GENERAL FUND REVENUES AND EXPENDITURES
AS of 5/31/2022

	Actual Paid/Received in												December 2022 received/paid in January 2023	Total Actual	Total Estimated	Total year to date & estimate	Difference to original budget	
	2022 Budget	January	February	March	April	May	June	July	August	September	October	November						December
Revenues:																		
Property taxes (net of AURA increment)	82,683		267	56,487	13,041	9,007		3,882							78,801	3,882	82,683	-
Specific ownership taxes	18,030		1,634	1,449	1,543	1,328	1,488	1,488	1,488	1,488	1,488	1,488	1,488	1,488	5,954	11,907	17,861	(169)
AURA tax increment - District's mill levy	174,887			41,187			16,477		117,223						41,187	133,700	174,887	-
Interest Income	9,984	56	68	309	602	1,015	410	410	410	410	410	410	410	2,050	2,870	4,920	(5,064)	
Total Revenues	285,584	56	1,969	99,431	15,186	11,349	18,375	5,781	119,121	1,898	1,898	1,898	1,898	1,488	127,991	152,360	280,351	(5,233)
Expenses:																		
Legal	55,000			13,968	6,522	-	7,684	7,684	7,684	7,684	7,684	7,684	7,684	7,684	20,490	61,470	81,960	(26,960)
Accounting	6,000				6,043	-	2,266	2,266	2,266	2,266	2,266	2,266	2,266	2,266	6,043	18,129	24,172	(18,172)
Audit	5,500								5,500						-	5,500	5,500	-
Landscape Maintenance															-	-	-	-
Monthly Ground Services	31,600	2,506	2,506	-	2,506	2,631	2,631	2,631	2,631	2,631	2,631	2,631	2,631	2,631	10,149	21,048	31,197	403
Snow removal	3,000	380	903		95							541	541	541	1,378	1,622	3,000	-
Repairs	15,000						1,875	1,875	1,875	1,875	1,875	1,875	1,875	1,875	-	15,000	15,000	-
Management fees	32,000		2,634	1,705	1,693	1,397	1,857	1,857	1,857	1,857	1,857	1,857	1,857	1,857	7,429	14,858	22,287	9,713
Project Management	3,500		312	438	596	596	486	486	486	486	486	486	486	486	1,942	3,884	5,826	(2,326)
Elections	2,000				222	104									326	-	326	1,674
Insurance	6,300	5,225													5,225	-	5,225	1,075
Miscellaneous	2,000	30	20	51	74	30	41	41	41	41	41	41	41	41	205	287	492	1,508
Office Supplies	1,000						125	125	125	125	125	125	125	125	-	1,000	1,000	-
Utilities	10,000														-	-	-	10,000
Xcel Energy		85	99	95	93	88	92	92	92	92	92	92	92	92	460	644	1,104	(1,104)
City of Arvada		798		517	73			463		463		463			1,388	1,388	2,776	(2,776)
Treasurer's fees	3,864		4	847	196	135	-	58	-	-	-	-	-	-	1,182	58	1,240	2,624
Transfer to #2 General Fund	53,978			7,904				15,358				15,358		15,358	7,904	46,074	53,978	-
Transfer to Mt Shadows for O&M	11,283								11,283						-	11,283	11,283	-
Total Expenses (less contingency & reserve)	242,025	9,024	6,478	25,525	18,040	5,054	17,057	32,936	33,840	17,519	32,415	18,060	17,597	32,822	64,121	202,245	266,366	(24,341)
Funds Remaining	43,559	(8,968)	(4,509)	73,906	(2,854)	6,295	1,319	(27,155)	85,282	(15,621)	(30,516)	(16,162)	(15,699)	(31,334)	63,870	(49,886)	13,985	(29,574)

JEFFERSON CENTER METROPOLITAN DISTRICT NO. 1

Financial Statements

Year Ended December 31, 2021

with

Independent Auditor's Report

DRAFT 6-21-2022

C O N T E N T S

	<u>Page</u>
<u>Independent Auditor's Report</u>	I
 <u>Basic Financial Statements</u>	
Balance Sheet/Statement of Net Position - Governmental Funds	1
Statement of Revenues, Expenditures and Changes in Fund Balances/Statement of Activities - Governmental Funds	2
Statement of Revenues, Expenditures and Changes in Fund Balance - Budget and Actual - General Fund	3
Notes to Financial Statements	4
 <u>Supplemental Information</u>	
Statement of Revenues, Expenditures and Changes in Fund Balance - Budget and Actual - Debt Service Fund	31
Statement of Revenues, Expenditures and Changes in Fund Balance – Budget and Actual – Capital Projects Fund	32
Summary of Assessed Valuation, Mill Levy and Property Taxes Collected	33
 <u>Continuing Disclosure Annual Financial Information – Unaudited</u>	
History of Assessed Valuations and Mill Levies for the District	34
History of Northwest URA Property Tax Increment	34
History of Assessed Valuation for Jefferson Center URA	35
History of Mill Levies for the District	35
Property Tax Collections in the District	35
Assessed Valuation of Classes of Property in the District	36
Assessed Valuation of Classes of Property in District No. 2	36
Ten Largest Owners of Taxable Property within the District	36
Sample Mill Levies Affecting Property Owners within the District	37
10 Year History of Overlapping Mill Levies for the District and Northwest URA	37
Estimated Overlapping General Obligation Indebtness	38
Selected Debt Ratios of the District	38
Statement of Revenue, Expenditures and Changes in Fund Balance – General Fund	39

C O N T E N T S – (CONTINUED)

Statement of Revenue, Expenditures and Changes in Fund Balance – Debt Service Fund	40
Statement of Revenue, Expenditures and Changes in Fund Balance – Capital Projects Fund	41
Budget Summary and Comparison – General Fund	42
Budget Summary and Comparison – Debt Service Fund	43
Budget Summary and Comparison – Capital Projects Fund	44

DRAFT 6-21-2022

JEFFERSON CENTER METROPOLITAN DISTRICT NO. 1

BALANCE SHEET/STATEMENT OF NET POSITION
GOVERNMENTAL FUNDS
December 31, 2021

	<u>General</u>	<u>Debt Service</u>	<u>Capital Projects</u>	<u>Total</u>	<u>Adjustments</u>	<u>Statement of Net Position</u>
ASSETS						
Cash and investments	\$ 325,023	\$ -	\$ -	\$ 325,023	\$ -	\$ 325,023
Cash and investments - restricted	-	22,462,015	41,977,043	64,439,058	-	64,439,058
Receivable - County Treasurer	1,195	11,942	-	13,137	-	13,137
Property taxes receivable	80,020	800,308	-	880,328	-	880,328
AURA receivable	988	9,880	-	10,868	-	10,868
Prepaid expenses	5,225	-	-	5,225	-	5,225
Construction deposit	-	-	102,786	102,786	-	102,786
Water rights	-	-	-	-	2,464,664	2,464,664
Construction in progress	-	-	-	-	35,252,513	35,252,513
Capital assets, net of accumulated depreciation	-	-	-	-	105,691	105,691
Total Assets	<u>\$ 412,451</u>	<u>\$ 23,284,145</u>	<u>\$ 42,079,829</u>	<u>\$ 65,776,425</u>	<u>37,822,868</u>	<u>103,599,293</u>
DEFERRED OUTFLOWS OF RESOURCES						
Deferred loss on refunding	-	-	-	-	1,586,300	1,586,300
Total Deferred Outflows of Resources	<u>-</u>	<u>-</u>	<u>-</u>	<u>-</u>	<u>1,586,300</u>	<u>1,586,300</u>
Total Assets and Deferred Outflows of Resources	<u>\$ 412,451</u>	<u>\$ 23,284,145</u>	<u>\$ 42,079,829</u>	<u>\$ 65,776,425</u>		
LIABILITIES						
Accounts payable	\$ 13,978	\$ -	\$ 1,038,276	\$ 1,052,254	\$ -	\$ 1,052,254
Retainage payable	-	-	99,881	99,881	-	99,881
Accrued interest on bonds	-	-	-	-	295,925	295,925
Due to JCMD #2	-	31,014	-	31,014	-	31,014
Long-term liabilities:						
Due within one year	-	-	-	-	2,546,842	2,546,842
Due in more than one year	-	-	-	-	120,451,651	120,451,651
Total Liabilities	<u>13,978</u>	<u>31,014</u>	<u>1,138,157</u>	<u>1,183,149</u>	<u>123,294,418</u>	<u>124,477,567</u>
DEFERRED INFLOWS OF RESOURCES						
Deferred property taxes	80,020	800,308	-	880,328	-	880,328
Total Deferred Inflows of Resources	<u>80,020</u>	<u>800,308</u>	<u>-</u>	<u>880,328</u>	<u>-</u>	<u>880,328</u>
FUND BALANCES						
Fund Balances:						
Nonspendable:						
Prepays	5,225	-	-	5,225	(5,225)	-
Restricted:						
Emergencies	5,303	-	-	5,303	(5,303)	-
Debt service	-	22,452,823	-	22,452,823	(22,452,823)	-
Capital projects	-	-	40,941,672	40,941,672	(40,941,672)	-
Assigned:						
Subsequent years disbursements	307,925	-	-	307,925	(307,925)	-
Total Fund Balances	<u>318,453</u>	<u>22,452,823</u>	<u>40,941,672</u>	<u>63,712,948</u>	<u>(63,712,948)</u>	<u>-</u>
Total Liabilities, Deferred Inflows of Resources and Fund Balances	<u>\$ 412,451</u>	<u>\$ 23,284,145</u>	<u>\$ 42,079,829</u>	<u>\$ 65,776,425</u>		
NET POSITION						
Net investment in capital assets					(118,841,838)	(118,841,838)
Restricted for:						
Emergencies					5,303	5,303
Debt service					22,156,898	22,156,898
Capital projects					40,941,672	40,941,672
Unrestricted					35,565,663	35,565,663
Total Net Position					<u>\$ (20,172,302)</u>	<u>\$ (20,172,302)</u>

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

JEFFERSON CENTER METROPOLITAN DISTRICT NO. 1

STATEMENT OF REVENUES, EXPENDITURES AND
CHANGES IN FUND BALANCES/STATEMENT OF ACTIVITIES
GOVERNMENTAL FUNDS
For the Year Ended December 31, 2021

	<u>General</u>	<u>Debt Service</u>	<u>Capital Projects</u>	<u>Total</u>	<u>Adjustments</u>	<u>Statement of Activities</u>
EXPENDITURES						
Accounting and audit	\$ 13,575	\$ -	\$ -	\$ 13,575	\$ -	\$ 13,575
Engineering	875	-	1,177,125	1,178,000	(1,177,125)	875
Insurance	6,028	-	-	6,028	-	6,028
Landscape maintenance	68,009	-	-	68,009	-	68,009
Legal	53,094	-	63,217	116,311	(63,217)	53,094
Management fees	17,137	-	-	17,137	-	17,137
Miscellaneous expenses	203	-	10	213	-	213
Project management	4,025	-	557,473	561,498	(557,473)	4,025
Snow removal	1,412	-	-	1,412	-	1,412
Treasurer's fees	1,029	10,290	-	11,319	-	11,319
Utilities	11,591	-	-	11,591	-	11,591
Bond issuance costs	-	-	413	413	-	413
Series 2020 A-1 principal	-	2,100,000	-	2,100,000	(2,100,000)	-
Series 2020 A-1 Interest	-	599,900	-	599,900	119,221	719,121
Series 2020 A-2 Interest	-	696,919	-	696,919	15,300	712,219
Series 2020 B Interest	-	4,656,350	-	4,656,350	96,542	4,752,892
Paying agent fee	-	8,300	-	8,300	-	8,300
Transfer to JCMD #2 Debt Service	-	1,271,577	-	1,271,577	-	1,271,577
Transfer to JCMD #2 General Fund	43,653	-	-	43,653	-	43,653
Transfer to Mt Shadows for O&M	10,313	-	-	10,313	-	10,313
Capital improvements	-	-	6,709,211	6,709,211	(6,709,211)	-
Depreciation expense	-	-	-	-	9,489	9,489
Total Expenditures	<u>230,944</u>	<u>9,343,336</u>	<u>8,507,449</u>	<u>18,081,729</u>	<u>(10,366,474)</u>	<u>7,715,255</u>
PROGRAM REVENUES						
Facility fees	-	-	37,110	37,110	-	37,110
Total Program Revenues	<u>-</u>	<u>-</u>	<u>37,110</u>	<u>37,110</u>	<u>-</u>	<u>37,110</u>
Net Program Income (Expenses)	<u>(230,944)</u>	<u>(9,343,336)</u>	<u>(8,470,339)</u>	<u>(18,044,619)</u>	<u>10,366,474</u>	<u>(7,678,145)</u>
GENERAL REVENUES						
Property taxes	243,231	2,432,313	-	2,675,544	-	2,675,544
Less AURA portion of District taxes	(174,468)	(1,744,679)	-	(1,919,147)	-	(1,919,147)
Specific ownership taxes	19,155	191,547	-	210,702	-	210,702
AURA tax increment	174,468	1,744,679	-	1,919,147	-	1,919,147
AURA increment - other governments	-	1,271,577	-	1,271,577	-	1,271,577
Interest income	188	7,879	18,372	26,439	-	26,439
Transfer from JCMD#2	-	1,280,290	-	1,280,290	-	1,280,290
Total General Revenues	<u>262,574</u>	<u>5,183,606</u>	<u>18,372</u>	<u>5,464,552</u>	<u>-</u>	<u>5,464,552</u>
EXCESS (DEFICIENCY) OF REVENUES OVER EXPENDITURES	<u>31,630</u>	<u>(4,159,730)</u>	<u>(8,451,967)</u>	<u>(12,580,067)</u>	<u>10,366,474</u>	<u>(2,213,593)</u>
NET CHANGES IN FUND BALANCES	<u>31,630</u>	<u>(4,159,730)</u>	<u>(8,451,967)</u>	<u>(12,580,067)</u>	<u>12,580,067</u>	<u>-</u>
CHANGE IN NET POSITION					<u>(2,213,593)</u>	<u>(2,213,593)</u>
FUND BALANCES/NET POSITION:						
BEGINNING OF YEAR	<u>286,823</u>	<u>26,612,553</u>	<u>49,393,639</u>	<u>76,293,015</u>	<u>(94,251,724)</u>	<u>(17,958,709)</u>
END OF YEAR	<u>\$ 318,453</u>	<u>\$ 22,452,823</u>	<u>\$ 40,941,672</u>	<u>\$ 63,712,948</u>	<u>\$ (83,885,250)</u>	<u>\$ (20,172,302)</u>

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

JEFFERSON CENTER METROPOLITAN DISTRICT NO. 1

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

For the Year Ended December 31, 2021

	Original and Final <u>Budget</u>	<u>Actual</u>	Variance Favorable <u>(Unfavorable)</u>
REVENUES			
Property taxes	\$ 250,372	\$ 243,231	\$ (7,141)
Less AURA portion of District taxes	(174,601)	(174,468)	133
Specific ownership taxes	17,234	19,155	1,921
AURA tax increment	174,601	174,468	(133)
Interest income	-	188	188
	267,606	262,574	(5,032)
EXPENDITURES			
Accounting and audit	11,500	13,575	(2,075)
Election expense	2,000	-	2,000
Engineering	-	875	(875)
Insurance	5,700	6,028	(328)
Landscape maintenance	35,000	68,009	(33,009)
Legal	55,000	53,094	1,906
Management fees	32,000	17,137	14,863
Miscellaneous expenses	2,000	203	1,797
Office supplies	1,000	-	1,000
Project management	-	4,025	(4,025)
Snow removal	-	1,412	(1,412)
Treasurer's fees	3,756	1,029	2,727
Utilities	10,000	11,591	(1,591)
Transfer to JCMD #2 General Fund	56,032	43,653	12,379
Transfer to Mt Shadows for O&M	10,353	10,313	40
Contingency	450,028	-	450,028
Emergency reserve	4,739	-	4,739
	679,108	230,944	448,164
NET CHANGE IN FUND BALANCE	(411,502)	31,630	443,132
FUND BALANCE:			
BEGINNING OF YEAR	411,502	286,823	(124,679)
END OF YEAR	\$ -	\$ 318,453	\$ 318,453

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

JEFFERSON CENTER METROPOLITAN DISTRICT NO. 1

Notes to Financial Statements December 31, 2021

Note 1: Summary of Significant Accounting Policies

The accounting policies of the Jefferson Center Metropolitan District No. 1, located in Jefferson County, Colorado, conform to the accounting principles generally accepted in the United States of America (GAAP) as applicable to governmental units. The Governmental Accounting Standards Board (“GASB”) is the accepted standard setting body for establishing governmental accounting and financial reporting principles. The following is a summary of the more significant policies consistently applied in the preparation of financial statements.

Definition of Reporting Entity

The District was organized on October 25, 1989, as a quasi-municipal corporation established under the State of Colorado Special District Act. The District, along with Jefferson Center Metropolitan District No. 2, Vauxmont Metropolitan District, Cimarron Metropolitan District, Canyon Pines Metropolitan District, and Mountain Shadows Metropolitan District (“MSMD”) (collectively, the “Districts”), each of which was organized in 2004, serve a service area which is located primarily in the City of Arvada, with some portions outside the City in unincorporated Jefferson County. The Districts were established to finance and construct water, sanitary and storm sewer, streets, limited fire protection services, park and recreation, safety protection, mosquito control, television relay and transmission, and transportation facilities and services. Jefferson Center Metropolitan District No. 2 (the “Service District”) is responsible for managing the financing, construction, operation and maintenance of certain regional improvements to benefit the service area as well as providing certain administrative services for the Districts. The District, Vauxmont Metropolitan District, Cimarron Metropolitan District, Canyon Pines Metropolitan District, and MSMD (the “Financing Districts”) are responsible for providing certain funding needed to support the Service District’s provision of services. The District’s primary revenues are property taxes. The District is governed by an elected Board of Directors.

As required by GAAP, these financial statements present the activities of the District, which is legally separate and financially independent of other state and local governments. The District follows the GASB Pronouncements, which provide guidance for determining which governmental activities, organizations and functions should be included within the financial reporting entity. GASB sets forth the financial accountability of a governmental organization’s elected governing body as the basic criterion for including a possible component governmental organization in a primary government’s legal entity. Financial accountability includes, but is not limited to, appointment of a voting majority of the organization’s governing body, ability to impose its will on the organization, a potential for the organization to provide specific financial benefits or burdens and fiscal dependency. The pronouncements also require including a possible component unit if it would be misleading to exclude it.

The District is not financially accountable for any other organization. The District has no component units as defined by the GASB.

JEFFERSON CENTER METROPOLITAN DISTRICT NO. 1

Notes to Financial Statements December 31, 2021

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

Basis of Presentation

The accompanying financial statements are presented per GASB Statement No. 34 - Special Purpose Governments.

The government-wide financial statements (i.e. the governmental funds balance sheet/statement of net position and the governmental funds statement of revenues, expenditures, and changes in fund balances/statement of activities) report information on all of the governmental activities of the District. The statement of net position reports all financial and capital resources of the District. The difference between the (a) assets and deferred outflows of resources and the (b) liabilities and deferred inflows of resources of the District is reported as net position. The statement of activities demonstrates the degree to which expenditures/expenses of the governmental funds are supported by general revenues. For the most part, the effect of interfund activity has been removed from these statements.

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

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

Measurement Focus, Basis of Accounting and Financial Statement Presentation

The government-wide financial statements are reported using the *economic resources measurement focus* and the *accrual basis of accounting*. Revenues are recorded when earned and expenses are recorded when a liability is incurred, regardless of the timing of the related cash flows. Property taxes are recognized as revenues in the year for which they are collected.

Governmental fund financial statements are reported using the *current financial resources measurement focus* and the *modified accrual basis of accounting*. Revenues are recognized as soon as they are both measurable and available. Revenues are considered to be *available* when they are collectible within the current period or soon enough thereafter to pay liabilities of the current period. For this purpose, the District considers revenues to be available if they are

JEFFERSON CENTER METROPOLITAN DISTRICT NO. 1

Notes to Financial Statements December 31, 2021

collected within 60 days of the end of the current fiscal period. The material sources of revenue subject to accrual are property taxes and interest. Expenditures, other than interest on long-term obligations, are recorded when the liability is incurred or the long-term obligation is paid.

The District reports the following major governmental funds:

General Fund - The General Fund is the general operating fund of the District. It is used to account for all financial resources not accounted for and reported in another fund.

Debt Service Fund – The Debt Service Fund is used to account for all financial resources that are restricted, committed or assigned to expenditures for principal, interest and other debt related costs.

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

Budgetary Accounting

Budgets are adopted on a non-GAAP basis for the governmental funds. In accordance with the State Budget Law of Colorado, the District's Board of Directors holds public hearings in the fall of each year to approve the budget and appropriate the funds for the ensuing year. The District's Board of Directors can modify the budget by line item within the total appropriation without notification. The appropriation can only be modified upon completion of notification and publication requirements. The budget includes each fund on its basis of accounting unless otherwise indicated. The appropriation is at the total fund expenditures level and lapses at year end.

Assets, Liabilities and Net Position

Fair Value of Financial Instruments

The District's financial instruments include cash and cash equivalents, accounts receivable and accounts payable. The District estimates that the fair value of all financial instruments at December 31, 2021, does not differ materially from the aggregate carrying values of its financial instruments recorded in the accompanying balance sheet. The carrying amount of these financial instruments approximates fair value because of the short maturity of these instruments.

Deposits and Investments

The District's cash and cash equivalents are considered to be cash on hand and short-term investments with maturities of three months or less from the date of acquisition. Investments for the government are reported at fair value.

JEFFERSON CENTER METROPOLITAN DISTRICT NO. 1

Notes to Financial Statements December 31, 2021

The District follows the practice of pooling cash and investments of all funds to maximize investment earnings. Except when required by trust or other agreements, all cash is deposited to and disbursed from a minimum number of bank accounts. Cash in excess of immediate operating requirements is pooled for deposit and investment flexibility. Investment earnings are allocated periodically to the participating funds based upon each fund's average equity balance in the total cash.

Estimates

The preparation of these financial statements in conformity with GAAP requires the District management to make estimates and assumptions that affect certain reported amounts and disclosures. Accordingly, actual results could differ from those estimates.

Deferred Outflows/Inflows of Resources

In addition to assets, the statement of financial position will sometimes report a separate section for deferred outflows of resources. This separate financial statement element, *deferred outflows of resources*, represents a consumption of net position that applies to a future period(s) and so will not be recognized as an outflow of resources (expense/expenditure) until then. The District only has one item that qualifies for reporting in this category. It is the deferred loss on refunding reported in the government-wide statement of net position. A deferred loss on refunding results from the difference in the carrying value of refunded debt and its reacquisition price. This amount is deferred and amortized over the shorter of the life of the refunded or refunding debt.

In addition to liabilities, the statement of financial position will sometimes report a separate section for deferred inflows of resources. This separate financial statement element, *deferred inflows of resources*, represents an acquisition of net position that applies to a future period(s) and so will not be recognized as an inflow of resources (revenue) until that time. The District has one item that qualifies for reporting in this category. Deferred property taxes are deferred and recognized as an inflow of resources in the period that the amounts become available.

Original Issue Discount

Original issue discount from the Series 2020A-2 Bonds and Series 2020B Bonds are being amortized over the respective terms of the bonds using the interest/straight-line method. Accumulated amortization of original issue discount amounted to \$151,634 at December 31, 2021.

Capital Assets

Capital assets, which include property, plant, equipment and infrastructure assets (e.g. roads, bridges, sidewalks, and similar items), are reported in the applicable governmental activities columns in the government-wide financial statements. Capital assets are defined by the District as assets with an initial, individual cost of more than \$5,000 and an estimated useful life in excess of three years. Such assets are recorded at historical or estimated historical cost if purchased or constructed. Donated capital assets are recorded at estimated fair value at the date of donation.

JEFFERSON CENTER METROPOLITAN DISTRICT NO. 1

Notes to Financial Statements
December 31, 2021

The costs of normal maintenance and repairs that do not add to the value of the assets or materially extend the life of the asset are not capitalized. Improvements are capitalized and depreciated over the remaining useful lives of the related fixed assets, as applicable using the straight-line method. Depreciation on property that will remain assets of the District is reported on the Statement of Activities as a current charge. Improvements that will be conveyed to other governmental entities are classified as construction in progress and are not depreciated.

Property, plant and equipment are depreciated using the straight-line method over the following estimated useful lives:

Infrastructure and buildings	20-50 years
Other capital assets	5-20 years

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 taxpayers' election, in February and June. Delinquent taxpayers are notified in July or August and the sales of the resultant tax liens on delinquent properties are generally held in November or December. The County Treasurer remits the taxes collected monthly to the District.

Property taxes, net of estimated uncollectible taxes, are recorded initially as deferred inflows in the year they are levied and measurable since they are not normally available nor are they budgeted as a resource until the subsequent year. The deferred property taxes are recorded as revenue in the subsequent year when they are available or collected.

Long-Term Obligations

In the government-wide financial statements, long-term debt and other long-term obligations are reported as liabilities in the applicable governmental activities.

Fund Balance

Fund balance of governmental funds is reported in various categories based on the nature of any limitations requiring the use of resources for specific purposes. Because circumstances differ among governments, not every government or every governmental fund will present all of these components. The following classifications make the nature and extent of the constraints placed on a government's fund balance more transparent:

JEFFERSON CENTER METROPOLITAN DISTRICT NO. 1

Notes to Financial Statements
December 31, 2021

Nonspendable Fund Balance

Nonspendable fund balance includes amounts that cannot be spent because they are either not spendable in form (such as inventory or prepaids) or are legally or contractually required to be maintained intact.

The nonspendable fund balance in the General Fund in the amount of \$5,225 represents prepaid expenditures.

Restricted Fund Balance

The restricted fund balance includes amounts restricted for a specific purpose by external parties such as grantors, bondholders, constitutional provisions or enabling legislation.

The restricted fund balance in the General Fund represents Emergency Reserves that have been provided as required by Article X, Section 20 of the Constitution of the State of Colorado. A total of \$5,303 of the General Fund balance has been restricted in compliance with this requirement.

The restricted fund balance in the Debt Service Fund in the amount of \$22,452,823 is restricted for the payment of the debt service costs associated with the Series 2020A-1 Loan, Series 2020A-2 Bonds and Series 2020B Bonds (see Note 4).

The restricted fund balance in the Capital Projects Fund in the amount of \$40,941,672 is restricted for the payment of the costs for capital improvements within the District.

Committed Fund Balance

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

Assigned Fund Balance

Assigned fund balance includes amounts the District intends to use for a specific purpose. Intent can be expressed by the District's Board of Directors or by an official or body to which the Board of Directors delegates the authority.

The assigned fund balance in the General Fund represents the amount appropriated for use in the budget for the year ending December 31, 2022.

Unassigned Fund Balance

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

JEFFERSON CENTER METROPOLITAN DISTRICT NO. 1

Notes to Financial Statements
December 31, 2021

For the classification of Governmental Fund balances, the District considers an expenditure to be made from the most restrictive first when more than one classification is available.

Net Position

Net Position represents the difference between assets and deferred outflows of resources less liabilities and deferred inflows of resources. The District reports three categories of net position, as follows:

Net investment in capital assets – consists of net capital assets, reduced by outstanding balances of any related debt obligations and deferred inflows of resources attributable to the acquisition, construction, or improvement of those assets and increased by balances of deferred outflows of resources related to those assets.

Restricted net position – net position is considered restricted if their use is constrained to a particular purpose. Restrictions are imposed by external organizations such as federal or state laws. Restricted net position is reduced by liabilities and deferred inflows of resources related to the restricted assets.

Unrestricted net position – consists of all other net position that does not meet the definition of the above two components and is available for general use by the District.

When an expense is incurred for purposes for which both restricted and unrestricted net position are available, the District will use the most restrictive net position first.

Note 2: Cash and Investments

As of December 31, 2021, cash and investments are classified in the accompanying financial statements as follows:

Statement of Net Position:	
Cash and investments	\$ 325,023
Cash and investments – Restricted	<u>64,439,058</u>
Total	<u>\$ 64,764,081</u>

Cash and investments as of December 31, 2021, consist of the following:

Deposits with financial institutions	\$ 3,077,246
Investments – MSILF	3,222
Investments – COLOTRUST	<u>61,683,613</u>
	<u>\$ 64,764,081</u>

JEFFERSON CENTER METROPOLITAN DISTRICT NO. 1

Notes to Financial Statements December 31, 2021

Deposits

Custodial Credit Risk

The Colorado Public Deposit Protection Act, (“PDPA”) requires that all units of local government deposit cash in eligible public depositories. State regulators determine eligibility. Amounts on deposit in excess of federal insurance levels must be collateralized. The eligible collateral is determined by the PDPA. PDPA allows the institution to create a single collateral pool for all public funds. The pool is to be maintained by another institution, or held in trust for all the uninsured public deposits as a group. The market value of the collateral must be at least equal to 102% of the aggregate uninsured deposits. The State Commissioners for banks and financial services are required by statute to monitor the naming of eligible depositories and reporting of the uninsured deposits and assets maintained in the collateral pools.

The District follows state statutes for deposits. None of the District’s deposits were exposed to custodial credit risk.

Investments

Investment Valuation

Certain investments are measured at fair value within the fair value hierarchy established by generally accepted accounting principles. The hierarchy is based on the valuation inputs used to measure the fair value of the asset. Level 1 inputs are quoted prices in active markets for identical assets; Level 2 inputs are significant other observable inputs; Level 3 inputs are significant unobservable inputs. The District’s investments are not required to be categorized within the fair value hierarchy. This investments’ values are calculated using the net asset value method (NAV) per share.

As of December 31, 2021, the District had the following investments:

Morgan Stanley Institutional Liquidity Fund

The Morgan Stanley Institutional Liquidity Fund (“MSILF”) is rated AAAM by Standard & Poor’s and the maturity is weighted average under 31 days. MSILF records its investments at fair value and the District records its investment in MSILF using the net asset value method. The fund is a money market fund with each share maintaining a value of \$1.00. The money market fund invests in high quality debt securities issued by the U.S. Government. At December 31, 2021, the District had \$3,222 invested in the MSILF held by a trustee.

JEFFERSON CENTER METROPOLITAN DISTRICT NO. 1

Notes to Financial Statements
December 31, 2021

COLOTRUST

The local government investment pool, Colorado Local Government Liquid Asset Trust (“COLOTRUST”) is rated AAAM by Standard & Poor’s with a weighted average maturity of under 60 days. COLOTRUST is an investment trust/joint ventures established for local government entities in Colorado to pool surplus funds. The State Securities Commissioner administers and enforces all State statutes governing the COLOTRUST. COLOTRUST records its investments at fair value and the District records its investment in COLOTRUST using the net asset value method. COLOTRUST operates similarly to a money market fund with each share maintaining a value of \$1.00. The Trust offers shares in two portfolios, COLOTRUST PRIME and COLOTRUST PLUS+. Both investments consist of U.S. Treasury bills and notes and repurchase agreements collateralized by U.S. Treasury securities. COLOTRUST PLUS+ may also invest in certain obligations of U.S. government agencies, highest rated commercial paper and repurchase agreements collateralized by certain obligations of U.S. government agencies. Designated custodian banks provide safekeeping and depository services to the trusts. Substantially all securities owned by the trusts are held by the Federal Reserve Bank in the accounts maintained for the custodian banks. The custodians’ internal records identify the investments owned by COLOTRUST. At December 31, 2021, the District had \$61,683,613 invested in COLOTRUST, of which \$61,680,391 is held in trust accounts with UMB Bank.

Credit Risk

The District investment policy requires that the District follow state statutes for investments. Colorado statutes specify the types of investments meeting defined rating and risk criteria in which local governments may invest. These investments include obligations of the United States and certain U.S. Government agency entities, certain money market funds, guaranteed investment contracts, and local government investment pools.

Custodial and Concentration of Credit Risk

None of the District’s investments are subject to custodial or concentration of credit risk.

Interest Rate Risk

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

JEFFERSON CENTER METROPOLITAN DISTRICT NO. 1

Notes to Financial Statements
December 31, 2021

Note 3: Capital Assets

An analysis of the changes in capital assets for the year ended December 31, 2021, follows:

<u>Governmental Type Activities:</u>	<u>Balance 1/1/2021</u>	<u>Additions</u>	<u>Deletions</u>	<u>Balance 12/31/2021</u>
<u>Capital assets not being depreciated:</u>				
Water rights	\$ 2,464,664	\$ -	\$ -	\$ 2,464,664
Construction in progress	<u>26,745,487</u>	<u>8,507,026</u>	<u>-</u>	<u>35,252,513</u>
Total capital assets not being depreciated	<u>29,210,151</u>	<u>8,507,026</u>	<u>-</u>	<u>37,717,177</u>
<u>Capital assets being depreciated:</u>				
Infrastructure and landscaping	295,471	-	-	295,471
Machinery and equipment	<u>2,750</u>	<u>-</u>	<u>-</u>	<u>2,750</u>
Total capital assets being depreciated	298,221	-	-	298,221
<u>Accumulated Depreciation:</u>				
Infrastructure and landscaping	(180,291)	(9,489)	-	(189,780)
Machinery and equipment	<u>(2,750)</u>	<u>-</u>	<u>-</u>	<u>(2,750)</u>
Total accumulated depreciation	<u>(183,041)</u>	<u>(9,489)</u>	<u>-</u>	<u>(192,530)</u>
Net capital assets being depreciated	<u>115,180</u>	<u>(9,489)</u>	<u>-</u>	<u>105,691</u>
Government type assets, net	<u>\$29,325,331</u>	<u>\$ 8,497,537</u>	<u>\$ -</u>	<u>\$37,822,868</u>

Note 4: Long Term Debt

A description of the long-term obligations as of December 31, 2021, is as follows:

Refunding Revenue Loan, Series 2020A-1

On June 3, 2020 the District issued a Taxable (Convertible to Tax-Exempt) Refunding Revenue Loan, Series 2020A-1 (the "Series 2020A-1 Loan") in the amount of \$31,500,000 for the purpose of financing the acquisition of water rights, refunding the Series 2015 Bonds and Series 2017 Bonds and a portion of the 2010B Subordinate Note, funding the Reserve and Loan Payment Funds and paying the cost of issuing the Series 2020A-1 Loan, which matures on December 1, 2034. Prior to the Conversion Date (as defined in the Loan Agreement for the Series 2020A-1 Loan or the "Loan Agreement") the Series 2020A-1 Loan bears interest at the rate of 2.53% and after the Conversion Date at a rate of 2.00%, payable semiannually on each June 1 and December 1, commencing on December 1, 2020. The Conversion Date occurred on September 3, 2020. The Series 2020A-1 Loan is secured by Pledged Revenues including the Required Mill Levy Revenue

JEFFERSON CENTER METROPOLITAN DISTRICT NO. 1

Notes to Financial Statements
December 31, 2021

(as defined in the Loan Agreement), the Pledged TIF Revenue (as defined in the Loan Agreement), the PILOT Revenue (as defined in the Loan Agreement), revenue generated from the imposition of the District's debt service mill levy in collection year 2020 and any other legally available moneys which the District determines, in its absolute discretion, to apply as Pledged Revenue. The Series 2020A-1 Loan is also secured by a Reserve Fund in the amount of \$2,987,900. As of December 31, 2021, the District had \$2,989,772 deposited in the Reserve Fund.

The Series 2020A-1 Loan is subject to principal payment, on December 1 of each year, commencing on December 1, 2020. Also, the Series 2020A-1 Loan is subject to the following optional prepayment rights:

(i) Prior to June 1, 2025, at a prepayment price equal to the sum of the principal so prepaid, accrued interest and unpaid interest thereon at the rate then borne by the Series 2020A-1 Loan to the date of such prepayment, the Yield Maintenance Fee (as defined in the Loan Agreement), if any, and a prepayment premium equal to a percentage of the principal so prepaid, as follows:

3% of the amount prepaid from June 1, 2020 through December 1, 2022
2% of the amount prepaid from June 1, 2023 through December 1, 2023
1% of the amount prepaid from June 1, 2024 through December 1, 2024

(ii) On or after June 1, 2025, at a prepayment price equal to the sum of the principal so repaid, accrued interest and unpaid interest thereon at the rate then borne by the Series 2020A-1 Loan to the date of such prepayment and the Yield Maintenance Fee (as defined in the Loan Agreement), if any; provided, however, the Yield Maintenance Fee shall not apply if the Series 2020A-1 Loan is being prepaid on or after June 1, 2027.

Special Revenue Bonds, Series 2020A-2

On August 5, 2020 the District issued \$16,265,000 of Special Revenue Bonds Series 2020A-2 (the "Series 2020A-2 Bonds") for the purpose of financing or reimbursing public improvements related to the Development, paying capitalized interest on the Series 2020A-2 Bonds, funding the Reserve Fund for the Series 2020A-2 Bonds and paying the cost of issuing the Series 2020A-2 Bonds, which mature on December 1, 2047. The Series 2020A-2 Bonds bear interest between the rates of 4.125% to 4.375%, payable semiannually on each June 1 and December 1, commencing on December 1, 2020. The Series 2020A-2 Bonds are secured by Pledged Revenues including the District No. 1 Required Mill Levy Revenue (as defined in the Indenture of Trust for the Series 2020A-2 Bonds or the "Indenture"), the Pledged TIF Revenue (as defined in the Indenture), the PILOT Revenue (as defined in the Indenture), any profit from investments of money in funds holding Senior Pledged Revenue held under the Indenture, and any other legally available amounts that the District may designate held under the Indenture. The Series 2020A-2 Bonds are also secured by a Reserve Fund in the amount of \$1,457,546 and capitalized interest in the original amount of \$2,090,756. As of December 31, 2021, the District had \$1,457,655 deposited in the Reserve Fund and \$1,520,879 in the capitalized interest fund.

JEFFERSON CENTER METROPOLITAN DISTRICT NO. 1

Notes to Financial Statements
December 31, 2021

The Series 2020A-2 Bonds are subject to a mandatory sinking fund redemption, on December 1 of each year, commencing on December 1, 2035. The Series 2020A-2 Bonds are subject to optional redemption prior to maturity, at the option of the District, on December 1, 2023 and on any date thereafter with a redemption premium as follows:

- 3% of the amount redeemed prior to December 1, 2024
- 2% of the amount redeemed prior to December 1, 2025
- 1% of the amount redeemed prior to December 1, 2026
- Redemptions on and after December 1, 2026 are at par

Subordinate Special Revenue Bonds, Series 2020B

On August 5, 2020 the District issued \$80,980,000 of Subordinate Special Revenue Bonds Series 2020B (the "Series 2020B Bonds") for the purpose of financing or reimbursing public improvements related to the Development, paying capitalized interest on the Series 2020B Bonds, funding the Reserve Fund for the Series 2020B Bonds, refunding a portion of the 2010B Subordinate Note (as defined below) and paying the cost of issuing the Series 2020B Bonds. The Series 2020B Bonds bear interest at the rate of 5.75% and mature on December 15, 2050. The Series 2020B Bonds are Subordinate to the Series 2020A-1 Loan and the Series 2020A-2 Bonds with annual interest payments anticipated to be made on December 15, commencing December 15, 2020. The 2020B Bonds are secured by Subordinate Pledged Revenues including the District No. 1 Subordinate Required Mill Levy Revenue (as defined in the Indenture of Trust for the Series 2020B Bonds or the "Series 2020B Indenture"), the Pledged TIF Revenue (as defined in the Series 2020B Indenture), Pledged PILOT Revenue (as defined in the Series 2020B Indenture), any profit from investments of money in funds holding Subordinate Pledged Revenue held under the Series 2020B Indenture, and any other legally available amounts that the District may designate held under the Series 2020B Indenture. The Series 2020 Bonds are also secured by a Reserve Requirement in the amount of \$7,207,822, capitalized interest in the original amount of \$13,968,866 and a Surplus Fund Requirement of \$3,578,798. As long as the amount on deposit in the Surplus Fund is less than the Surplus Fund Requirement, the Required Mill levy shall equal 50 mills and in no event shall the Required Mill Levy exceed 50 mills. As of December 31, 2021, the District had \$7,208,365 deposited in the Reserve Fund, \$7,837,832 deposited in the Subordinate Capitalized Interest Fund and \$0 deposited in the Surplus Fund.

The Series 2020B Bonds are subject to a mandatory sinking fund redemption commencing on December 15, 2022. The Series 2020B Bonds are subject to optional redemption prior to maturity on December 1, 2023 and on any date thereafter with a redemption premium as follows:

- 3% of the amount redeemed prior to December 1, 2024
- 2% of the amount redeemed prior to December 1, 2025
- 1% of the amount redeemed prior to December 1, 2026
- Redemptions on and after December 1, 2026 are at par

JEFFERSON CENTER METROPOLITAN DISTRICT NO. 1

Notes to Financial Statements
December 31, 2021

The following is a summary of the annual long-term debt principal and interest requirements for the Series 2020A-1 Loan and the Series 2020A-2 and 2020B Bonds:

	Principal	Interest	Total
2022	\$ 2,435,000	\$ 5,911,169	\$ 8,346,169
2023	2,140,000	5,862,282	8,002,282
2024	1,855,000	5,819,482	7,674,482
2025	1,890,000	5,782,382	7,672,382
2026	2,870,000	5,744,581	8,614,581
2027-2031	25,945,000	26,186,745	52,131,745
2032-2036	26,790,000	19,577,426	46,367,426
2037-2041	12,570,000	15,370,482	27,940,482
2042-2046	19,185,000	11,472,520	30,657,520
2047-2050	29,460,000	4,808,849	34,268,849
	<u>\$125,140,000</u>	<u>\$ 106,535,918</u>	<u>\$231,675,918</u>

DRAFT 6-21-2022

Subordinate Non-revolving Letter of Credit Note, Series 2010B

On November 1, 2010, the District authorized the issuance of its Subordinate Non-revolving Letter of Credit Note, Series 2010B, in an amount not to exceed \$229,238,000 (“2010B Subordinate Note”) to CCLLC to reimburse amounts advanced to the District under the Facilities Funding and Acquisition Agreement with CCLLC (see Note 5), amended and restated on July 23, 2013, (the “CCLLC Facilities Funding and Acquisition Agreement”) (as the same was terminated concurrent with the transfer of the 2010B Subordinate Note, as discussed below) related to the funding of certain construction related expenses for public improvements to be located within and/or benefiting property within the boundaries of the District, as is more specifically described in the Certified Record of Proceedings relating to issuance of the 2010B Subordinate Note (“2010B Subordinate Resolution”).

In November 2015, the District issued \$128,807 of the 2010B Subordinate Note under the CCLLC Facilities Funding and Acquisition Agreement.

On April 6, 2017, the 2010B Subordinate Note was amended to lower the par amount to \$226,986,000.

On February 27, 2018, the District amended the 2010B Subordinate Note to reflect the transfer of the 2010B Subordinate Note from CCLLC to Cimarron Development Company (“CDC”) and to lower the par amount to \$226,598,000.

On April 18, 2018, the District issued \$5,500,000 of the 2010B Subordinate Note under the CDC FFAA.

JEFFERSON CENTER METROPOLITAN DISTRICT NO. 1

Notes to Financial Statements
December 31, 2021

On March 25, 2019, the District issued \$6,294,894 of the 2010B Subordinate Note under the CDC FFAA.

On July 1, 2019, the District issued \$2,000,000 of the 2010B Subordinate Note under the CDC FFAA.

On January 1, 2020, the District issued \$257,636 of the 2010B Subordinate Note under the CDC FFAA.

On June 3, 2020, the District issued \$2,000,000 of the 2010B Subordinate Note under the CDC FFAA.

On July 8, 2020, the District issued \$12,997 of the 2010B Subordinate Note under the CDC FFAA.

On August 5, 2020, the 2010B Subordinate Note was amended to lower the par amount to \$133,730,000.

As of December 31, 2021, there were no amounts due under the 2010B Subordinate Note.

The principal amount of the 2010B Subordinate Note may be increased by Advances made under the CDC FFAA. The 2010B Subordinate Note will accrue interest at the rate of 8% per annum, payable annually on each December 15, commencing on December 15, 2011 and will mature on December 15, 2050. The 2010B Subordinate Note will be subject to mandatory redemption in part by lot on December 15 of each year to the extent of money on deposit, if any, in the Mandatory Redemptions Account, at a redemption price equal to the principal amount thereof plus accrued interest to the redemption date. The 2010B Subordinate Note will be subject to redemption prior to maturity, at the option of the District, as a whole or in part, on any date, upon payment of par and accrued interest, without redemption premium.

The 2010B Subordinate Note is a limited obligation of the District secured by a Required Mill Levy, as further described in the 2010B Subordinate Note Resolution, including the portion of the specific ownership tax that is collected as a result of the imposition of the Required Mill Levy, and any other legally available revenues which the District determines to credit to payment of the 2010B Subordinate Note. Amounts due and owing on the 2010B Subordinate Note shall be paid on a subordinate basis to any Senior Obligations, including the Series 2020A-1 Loan, the Series 2020A-2 Bonds and the Series 2020B Bonds.

Parkway Capital Pledge Agreement

On November 1, 2010, as amended on June 11, 2015, the District and the Service District entered into that certain Capital Pledge Agreement (JCMD No. 1/JCMD No. 2 – Jefferson Parkway) (“Parkway Pledge Agreement”) whereby, in order to facilitate the acquisition of certain right-of-way for the provision of highway access for the benefit of the constituents of the Service District’s

JEFFERSON CENTER METROPOLITAN DISTRICT NO. 1

Notes to Financial Statements
December 31, 2021

service area, the Service District determined to pledge certain tax increment revenues it receives pursuant to the Amended Master Redevelopment Agreement (“Amended MRA”) to the District. Pursuant to the Parkway Pledge Agreement, the District is obligated to finance and/or acquire the right-of-way property and, in exchange for the provision of such right-of-way property, the Service District agrees to reimburse the District for the cost of the right-of-way in an amount not to exceed \$11,762,000, plus interest and bond costs. Interest will accrue on the balance owed under the Parkway Pledge Agreement at the rate of 8% per annum, computed on the basis of a 365-day year, actual days elapsed, and will be payable each December 1 and June 1.

As of December 31, 2021, no costs have been incurred under this agreement.

The reimbursement obligation of the Service District under the Parkway Pledge Agreement is a limited obligation of the Service District payable solely from and to the extent of the JCMD No. 1 Pledged Revenues (defined in the Parkway Pledge Agreement).

The amount of reimbursement obligation under the Parkway Pledge Agreement is required to be reduced by amounts collected by the District from a required mill levy. The Service District’s reimbursement obligation to the District under the Parkway Pledge Agreement is further subject to other reimbursement priorities set forth therein. The Parkway Pledge Agreement terminates upon the earlier of: (a) the date on which reimbursement has been made in full thereunder; or (b) the date on which the Service District will receive no further revenues under the Amended MRA and has transferred all revenues available and required to be paid under the Parkway Pledge Agreement.

The following is an analysis of changes in long-term debt for the period ending December 31, 2021:

	Balance			Balance	Current
	12/31/2020	Additions	Deletions	12/31/2021	Portion
<i>General Obligation Bonds</i>					
Special Revenue Bonds, Series 2020A-2	\$ 16,265,000	\$ -	\$ -	\$ 16,265,000	\$ -
Subordinate Special Revenue Bonds, Series 2020B	80,980,000	-	-	80,980,000	5,000
Original issue discount - 2020A-2	(337,403)	-	15,300	(322,103)	15,300
Original issue discount - 2020B	(1,915,946)	-	96,542	(1,819,404)	96,542
Total	94,991,651	-	111,842	95,103,493	116,842
<i>Direct Borrowings</i>					
Series 2020A-1 Refunding Revenue Loan	29,995,000	-	(2,100,000)	27,895,000	2,430,000
Total	29,995,000	-	(2,100,000)	27,895,000	2,430,000
	\$ 124,986,651	\$ -	\$ (1,988,158)	\$ 122,998,493	\$ 2,546,842

JEFFERSON CENTER METROPOLITAN DISTRICT NO. 1

Notes to Financial Statements December 31, 2021

Note 5: Other Agreements

Parkway Acquisition Agreement

On November 1, 2010, the District, the Service District and CCLLC entered into that certain Acquisition Agreement (Jefferson Parkway Right of Way) (“Parkway Acquisition Agreement”) whereby the parties set forth their understanding with respect to the obligations related to the conveyance of and reimbursement for conveyance of certain ROW property necessary for a beltway loop serving the Denver, Colorado metropolitan area, a highway commonly known as Jefferson Parkway. The Parkway Acquisition Agreement was amended on December 23, 2011 to grant TCC1, LLC the right to receive reimbursement for a portion of the Appraised Value of the ROW. The Districts have entered into the Parkway Pledge Agreement (defined above), whereby the Service District agrees to transfer certain tax increment revenues to the District in exchange for the promise of the District to finance the acquisition of the ROW and payment on the Promissory Note.

Facilities Funding and Acquisition Agreement – Cimarron Development Company

On February 27, 2018, the District entered into a Facilities Funding and Acquisition Agreement with Cimarron Development Company (“CDC”) (the “CDC FFAA”), as amended June 15, 2021 effective August 5, 2020. Per the CDC FFAA, CDC agrees to advance up to \$133,730,000 to the District in fiscal years 2018 through 2048 in order that the District may construct certain public infrastructure, as more particularly described therein. The District agrees to make payment of advances under the CDC FFAA in accordance with the 2010B Subordinate Note. Interest will accrue under the CDC FFAA at the rate of 8% per annum, as is more particularly described therein.

Maintenance Agreement

On February 23, 2017, the District and Dillion Companies, Inc. (“Dillion”) entered into a Maintenance Agreement (the “Maintenance Agreement”) to assign maintenance obligations with respect to certain improvements to be constructed within property owned by Dillion. Dillion granted the District an easement for the purpose of performing its maintenance obligations set forth in the Agreement. The District and Dillion are each responsible for the costs and expenses associated with their respective maintenance obligations.

Public Improvements Agreement

On February 23, 2017, the District, Dillion and Cimarron Development Company (“CDC”) entered into a Public Improvements Agreement (the “Public Improvements Agreement”) whereby the District agreed to construct certain improvements necessary to develop property to be owned by Dillion and pay for the same with proceeds from the Series 2017 Bonds (which have since been refunded by the Series 2020A-1 Loan), subject to the satisfaction of certain conditions set forth in the Public Improvements Agreement.

JEFFERSON CENTER METROPOLITAN DISTRICT NO. 1

Notes to Financial Statements December 31, 2021

Agreement Regarding Indiana Street Improvements and Interim Revenue Reconciliation

On March 2, 2017, the District, Jefferson Center Metropolitan District No. 2 (“JCMD No. 2”) and MSMD entered into that certain Agreement Regarding Indiana Improvements and Interim Revenue Reconciliation (the “Reconciliation Agreement”) whereby, JCMD No. 2 agreed to release certain pledged revenues, in the amount of \$493,628.04, obligated to MSMD pursuant to the MSMD Pledge Agreement and MSMD agreed to pay JCMD No. 2 \$85,207.00, as required under the FFCO (defined below). Pursuant to the Reconciliation Agreement, the District also agreed to pay MSMD the present value of the Mis-Pledged Revenues in an amount of \$299,442.00, releasing the District from any further obligation thereof. Pursuant to the Reconciliation Agreement, the District agreed to construct the remaining Indiana Improvements (as defined in the agreement) and released JCMD No. 2 from such obligation.

Intergovernmental Agreement for Construction of Indiana Improvements

On March 10, 2017, the District and MSMD entered into an Intergovernmental Agreement for Construction of Indiana Improvements (the “Indiana IGA”) whereby the District agreed to construct the Remaining Indiana Improvements (as defined in the Indiana IGA) in lieu of MSMD. In exchange, MSMD agreed to set aside the RII Proceeds (defined below) for the construction of the Remaining Indiana Improvements. The District and MSMD agreed to enter into the Escrow Agreement (discussed below) to govern the withdrawal of funds from the escrow to fund the District’s construction of the Remaining Indiana Improvements.

Escrow Agreement

On March 10, 2017, the District, MSMD and UMB Bank, n.a. (the “Escrow Agent”) entered into an Escrow Agreement (“Escrow Agreement”) whereby MSMD agreed to deposit \$1,000,000 (defined in the Escrow Agreement as the “RII Proceeds”) with the Escrow Agent from which the District will use to finance the construction of the Remaining Indiana Improvements. The District will submit invoices for the actual construction costs of the Remaining Indiana Improvements in accordance with the Indiana IGA and the Escrow Agent will disburse funds for the same up to the maximum of the RII Proceeds. As of December 31, 2021, \$3,222 is remaining in the escrow account.

Operations Pledge Agreement Regarding Maintenance of Patio Homes

On March 10, 2017, the District and MSMD entered into an Operations Pledge Agreement Regarding Maintenance of Patio Homes whereby MSMD agreed to provide for the construction of improvements within certain residential property within the boundaries of the District. Upon completion of such improvements, MSMD agrees to operate and maintain the improvements. In exchange for such operation and maintenance services, the District agrees to pledge a portion of the total revenue generated by the District’s imposition of its operations mill levy that is attributed to the residential property to MSMD.

JEFFERSON CENTER METROPOLITAN DISTRICT NO. 1

Notes to Financial Statements
December 31, 2021

Memorandum of Understanding for Stormwater Management Plan Responsibilities

On December 6, 2018, the District and Public Service Company of Colorado (“PSCo”) entered into a Memorandum of Understanding for Stormwater Management Plan Responsibilities at Moon Gulch Substation and Candelas Point Retail Lots 2, 3 and 4 (the “MOU”). The MOU establishes that PSCo is responsible for the stormwater best practices (“BMPs”) and stormwater compliance obligations in the utility work within the JCMD Property (as defined in the MOU). Further, the District is responsible for the revegetation and stabilization of the area specifically designated in the MOU.

Post-Closing Agreement and Escrow Instructions (Phase One Improvements)

On March 25, 2019, the District entered into a Post-Closing Agreement and Escrow Instructions for Phase One Improvements with CDC, Sisters of Charity of Leavenworth Health System, Inc. (“Beneficiary”) and First American Title Insurance Company (“Agent”) (the “Phase One Agreement”) whereby the District agreed to construct Post-Closing Work, as defined in the Phase One Agreement. CDC, pursuant to the Phase One Agreement, deposited \$2,419,288.81 into an escrow account, which amount includes a 10% contingency for hard construction costs and the Beneficiary, pursuant to the Phase One Agreement, deposited \$153,471 for the portion of the Post-Closing Work defined therein as the SCL Development Work into an escrow account. The District shall complete the Post-Closing Work that remains incomplete as of the Effective Date (as defined in the Phase One Agreement) no later than 270 days after the Effective Date of the Phase One Agreement. Not more frequently than once per month, the District may request the disbursement of funds from the escrow account, which request shall include a written statement executed by Independent District Engineering Services, LLC certifying that the District is entitled to the disbursement of all or a portion of the Funds. If the Actual Costs (as defined in the Phase One Agreement) attributable to the detention pond and cross pans portions of the SCL Development Work are greater than the Bid Amount, the Beneficiary will promptly pay to the District its Pro Rata Share of the portion of the Actual Costs that exceeds such Bid Amounts. The Phase One Agreement will terminate when the funds have been fully disbursed in accordance with the terms thereof.

Post-Closing Agreement and Escrow Instructions (Phase Two Improvements)

On March 25, 2019, the District entered into a Post-Closing Agreement and Escrow Instructions for Phase Two Improvements with CDC, Sisters of Charity of Leavenworth Health System, Inc. (“Beneficiary”) and First American Title Insurance Company (“Agent”) (the “Phase Two Agreement”) whereby the District agreed to construct the Post-Closing Work related to the Option One Land, as defined in the Phase Two Agreement. CDC, pursuant to the Phase Two Agreement, deposited \$3,565,261 into an escrow account, which amount includes a 10% contingency for hard construction costs and the Beneficiary, pursuant to the Phase Two Agreement, deposited \$156,874 for the portion of the Post-Closing Work defined therein as the SCL Development Work (excluding funding for the cross pans portion of the SCL Development Work, which funds will be

JEFFERSON CENTER METROPOLITAN DISTRICT NO. 1

Notes to Financial Statements

December 31, 2021

deposited with the Agent by the Beneficiary upon the determination of the bid amount for the same) into an escrow account. The District and/or CDC shall complete that portion of the Post-Closing Work, specifically identified therein as the Phase 2A Post-Closing Work, no later than 270 days after the Effective Date of the Phase Two Agreement. The District and/or CDC shall commence construction of that portion of the Post-Closing Work, specifically identified in the Phase Two Agreement as the Phase 2B Post-Closing Work, within 120 days of receipt of written notice from the Beneficiary of the submittal of a formal preliminary development plan with the City of Arvada and shall complete construction within 270 days of receipt of said notice. Not more frequently than once per month, the District and/or CDC may request the disbursement of funds from the escrow account, which request shall include a written statement certifying that the District and/or CDC is entitled to the disbursement of all or a portion of the Funds. The Beneficiary has the right to object to a disbursement request pursuant to the terms of the Phase Two Agreement. If the Actual Costs attributable to the pond and cross pans portions of the SCL Development Work are greater than the Bid Amount, the Beneficiary will promptly pay to the District its Pro Rata Share of the portion of the Actual Costs that exceeds such Bid Amounts. The Phase Two Agreement will terminate when the funds have been fully disbursed in accordance with the terms thereof.

Consent and Subordination Agreements

On June 3, 2020, the District, CDC, BBVA Mortgage Corporation, as the lender of the Series 2021A-1 Loan, and UMB Bank, n.a., entered into a Consent and Subordination Agreement whereby CDC consented to the District's issuance of the Series 2020A-1 Loan and agreed to the subordination of the 2010B Subordinate Note to the Series 2020A-1 Loan, including any refundings thereof, and any additional senior or subordinate obligations of the District issued in accordance with the terms thereof. Further, in accordance with the agreement, the District paid CDC certain proceeds from the Series 2020A-1 Loan to refund a portion of the amount outstanding under the 2010B Subordinate Note.

On June 3, 2020, the District, CDC, and UMB Bank, n.a., entered into a Consent and Subordination Agreement whereby CDC consented to the District's issuance of the Series 2020A-2 Bonds and Series 2020B Bonds and agreed to the subordination of the 2010B Subordinate Note to the Series 2020A-2 Bonds and Series 2020B Bonds, including any refundings thereof, and any additional obligations issued in accordance with the terms thereof. Further, in accordance with the agreement, the District paid CDC certain proceeds of the Series 2020B Bonds to refund the remaining amount outstanding under the 2010B Subordinate Note and reduced the par amount of the 2010B Subordinate Note to \$133,730,000 (see discussion under Note 4).

JEFFERSON CENTER METROPOLITAN DISTRICT NO. 1

Notes to Financial Statements

December 31, 2021

Water Tank Purchase and Sale Agreements

On April 12, 2021, the District and CCLLC entered into a Purchase and Sale Agreement (Water Tank Site) whereby CCLLC agreed to sell to the District and the District agreed to purchase from CCLLC a Tank Site (as defined therein) for the purchase price of \$875,000, subject to the terms therein. Concurrently, the District and the City of Arvada (the “City”) entered into a Purchase and Sale Agreement (Water Tank Site) (the “City Water Tank PSA”) whereby the District agreed to sell to the City and the City agreed to purchase from the District the Tank Site, subject to the terms therein. The City required the Tank Site to construct a water storage tank thereon. The City further agreed to allocate 500,000 gallons of water storage capacity in the water storage tank constructed on the Tank Site to the District in consideration of the District’s conveyance of the Tank Site. On June 17, 2021, CCLLC conveyed the Tank Site to the District and the District conveyed the Tank Site to the City.

Note 6: Intergovernmental Agreements

City of Westminster

During 1994, the District entered into an agreement with the City of Westminster (“Westminster”) for the joint construction of parallel water lines within easements to be utilized as roadways within the District. The cost of construction of the District’s line was paid by the District (\$163,500) and Jefferson Center Associates (\$469,578). Operations and maintenance expenses will be determined by Westminster for each line separately. The District may exercise rights to use the Westminster pipeline and pay prorated costs.

Facilities, Funding, Construction and Operations Agreement

The Districts entered into a Facilities Funding, Construction and Operations Agreement (“FFCO”) on July 26, 2005, as amended on November 28, 2006, December 15, 2009, November 1, 2010 and June 11, 2015, to coordinate the financing, construction, operation and maintenance of the public improvements within the service area of the Districts and to establish the relationship between and respective responsibilities of the Service District and the Financing Districts. The FFCO provides a framework for the equitable allocation over time among the Districts of the costs of administration of the Districts and the costs of financing, constructing, operating and maintaining the public improvements contemplated therein. The Service District is generally responsible for providing the financing, construction, operations and maintenance of certain primary public infrastructure to serve the entire service area. To the extent none of the Financing Districts have elected otherwise, the Service District is also responsible for providing administrative services for the Financing Districts based upon each Financing District’s agreement to pay its proportionate share of costs thereof. The Financing Districts are each generally responsible for financing, constructing, operating and maintaining the public improvements necessary to serve development within their respective boundaries. The FFCO provides a limitation on the issuance of

JEFFERSON CENTER METROPOLITAN DISTRICT NO. 1

Notes to Financial Statements December 31, 2021

indebtedness by the Districts in the amount of \$450,000,000 of total aggregate debt by all of the Districts. The FFCO is intended to constitute a multiple fiscal year financial obligation of the Districts, and as such, it was submitted to and approved by the electorates of each of the Districts prior to being executed.

On March 24, 2009, Jefferson Center Metropolitan District No. 1 and No. 2, Vauxmont Metropolitan District, Cimarron Metropolitan District, Canyon Pines Metropolitan District and Mountain Shadows Metropolitan District entered into an amendment to the FFCO whereby it elected to perform its own administrative services, effective January 1, 2008.

Amended and Restated Capital Pledge Agreement and Assignment Agreement

On June 11, 2015, the District entered into an Amended and Restated Capital Pledge Agreement and Assignment Agreement with JCMD No. 2, Vauxmont Metropolitan District (“Vauxmont”), and U.S. Bank National Association in its capacity as trustee for the Bonds, as amended by the First Amendment to the Amended and Restated Capital Pledge Agreement and Assignment Agreement dated December 19, 2019 (“Pledge and Assignment Agreement”). The Pledge and Assignment Agreement replaced and superseded the Capital Pledge Agreement dated July 1, 2007 between the District and JCMD No. 2. Pursuant to the Pledge and Assignment Agreement, the parties recognize Vauxmont’s issuance of the Bonds and agree to pledge certain revenues to support the repayment thereof.

Specifically, pursuant to the Pledge and Assignment Agreement, JCMD No. 2 pledges the “Vauxmont Revenue” to the repayment of the Series 2015A Bonds, the Series 2015C Bonds, the Series 2015D Bonds and the Series 2015E Note, or any debt issued to refund the same. The Vauxmont Revenue is defined in the Pledge and Assignment Agreement as the sum of the certain incremental property tax revenues received by District No. 2 from AURA pursuant to the Amended MRA.

Also in accordance with the Pledge and Assignment Agreement, JCMD No. 2 separately pledges the “Series 2015B TIF Revenues” to the repayment of the Series 2015B Bonds, or any debt issued to refund the same. The Series 2015B TIF Revenues are defined as certain incremental property tax revenues derived in accordance with the Amended MRA from properties within both the District and the Northwest Arvada Urban Renewal Area less certain administrative fees and annual stormwater costs, as described in the agreement.

Finally, pursuant to the Pledge and Assignment Agreement, JCMD No. 2 pledges certain Impact Fees received by District No. 2 pursuant to a Resolution of JCMD No. 2 adopted on December 20, 2005 to the repayment of the Series 2015A Bonds.

JEFFERSON CENTER METROPOLITAN DISTRICT NO. 1

Notes to Financial Statements December 31, 2021

Intergovernmental Restructuring Agreement

On June 11, 2015, the District, JCMD No. 2, Vauxmont, and Cimarron Metropolitan District (“Cimarron”) entered into that certain Intergovernmental Restructuring Agreement (“Restructure IGA”) to acknowledge the issuance of the Restructured Debt (as defined in the Restructure IGA) by Vauxmont and to make certain clarifications relative to the future financing, construction and provision of service and improvements within the service area of the Jefferson Center Districts (“Service Area”). The Restructure IGA acknowledges Vauxmont issued the Restructured Debt in part to refinance and restructure certain outstanding debts of the District, JCMD No. 2, Vauxmont, and Cimarron, as is more particularly described in the Restructure IGA, in order to secure certain economic efficiencies and cost savings relative to past, present and future financing and construction of public improvements to benefit the constituents of the Service Area. The Restructure IGA recognizes the allocation of revenue, cash and certain expenses as to the parties to the Restructure IGA.

The Restructure IGA also addresses certain capital and operational matters and provides that each district that is a party to the Restructure IGA will be obligated to manage and cause the financing, construction, operation and maintenance of any public infrastructure necessary for the development of property within their respective boundaries, with certain specific exceptions listed therein. The Restructure IGA addresses the disposition of certain water rights, water options, water fees and water related agreements as between the parties.

Amended and Restated Intergovernmental Agreement for the Jefferson Parkway

On July 23, 2015, the District, the City of Arvada (the “City”), JCMD No. 2, CCLLC and the Jefferson Parkway Public Highway Authority (the “Authority”) entered into that certain Amended and Restated Intergovernmental Agreement for the Jefferson Parkway (the “Amended Parkway IGA”). The Amended Parkway IGA amends and restates entirely that certain Intergovernmental Agreement dated April 7, 2008 between JCMD No. 2 and the City and adds the District, CCLLC and the Authority as parties. The Amended Parkway IGA sets forth the terms and conditions of the design of the Jefferson Parkway as the same is located within the boundaries of the District and JCMD No. 2, including, but not limited to, alignment and elevation, use of the property prior to construction of the Jefferson Parkway and utility crossings. It also sets forth the terms upon which certain land and easements will be transferred from CCLLC to the City to accommodate the Jefferson Parkway.

On June 15, 2020, the District, the City, JCMD No. 2, the Authority, CCLLC and Cimarron Development Company (“CDC”) entered into the Second Amended and Restated Intergovernmental Agreement for the Jefferson Parkway (the “Second Amended Parkway IGA”). The Second Amended Parkway IGA amends and restates entirely the Amended Parkway IGA to account for updated design plans for the Jefferson Parkway, to modify and/or amend the

JEFFERSON CENTER METROPOLITAN DISTRICT NO. 1

Notes to Financial Statements December 31, 2021

previously transferred land and easements as necessary to accommodate the updated design plans, to update the review process of development applications for property near the planned Jefferson Parkway, and to add CDC as a party. The Second Amended Parkway IGA further sets forth the terms and conditions of the design of the Jefferson Parkway, as the same is located within the boundaries and/or service area of the District and JCMD No. 2, including, but not limited to, alignment and elevation, use of the property prior to construction of the Jefferson Parkway, and utility crossings. It also sets forth the terms on which certain previously transferred land and easements are to be modified and amended and the terms by which certain additional land and easements are to be transferred to the Authority to accommodate the updated design plans for the Jefferson Parkway.

Intergovernmental Agreements for Public Improvements for the Candelas Commercial Filing Nos. 1-3

On October 15, 2018 the District and the City of Arvada (the “City”) entered into the Intergovernmental Agreement for Public Improvements for the Candelas Commercial Filing No. 1, the Intergovernmental Agreement for Public Improvements for the Candelas Commercial Filing No. 2 and the Intergovernmental Agreement for Public Improvements for the Candelas Commercial Filing No. 3 (collectively, the “Candelas Commercial IGAs”). The Candelas Commercial IGAs establish the District’s obligations and responsibilities relative to the construction and installation of the public improvements specific to each filing. The District’s obligations under the Candelas Commercial IGAs are subject to annual appropriations and do not constitute a multi-fiscal year debt or obligation.

Intergovernmental Agreement for Public Improvements for the Candelas Medical Filing No. 1

On March 18, 2019, the District and the City entered into the Intergovernmental Agreement for Public Improvements for the Candelas Medical Filing No. 1 which establishes the District’s obligations and responsibilities relative to the construction and installation of public improvements located in Candelas Medical Filing No. 1 and the dedication of certain right-of-way to the City. The District’s obligations under the agreement are subject to annual appropriations and do not constitute a multi-fiscal year debt or obligation.

Public Improvements Agreement (Kinnear Ditch Replacement Pipeline Project)

On February 26, 2019, the District and the City of Westminster entered into the Public Improvements Agreement (Kinnear Ditch Replacement Pipeline Project) whereby the District agrees to construct and install, at its own expense, an underground pipeline known as the Kinnear Ditch Replacement Pipeline and convey the same to the City of Westminster for ownership, operation and maintenance. The agreement establishes the District’s obligations relative to the construction and conveyance of the Kinnear Ditch Replacement Pipeline.

JEFFERSON CENTER METROPOLITAN DISTRICT NO. 1

Notes to Financial Statements
December 31, 2021

Intergovernmental Agreement with City and County of Denver

On September 22, 2021, the District and the City and County of Denver, acting by and through its Board of Water Commissioners (the “Water Board”), entered into an Intergovernmental Agreement whereby the parties agreed that the District will construct and install a concrete box culvert as part of the State Highway 93 and State Highway 72 widening project, including that portion of the work which is the responsibility of the Water Board (the “Water Board Work”). In exchange, the Water Board agreed to reimburse the District in the amount of \$232,744.77 for the costs associated with the Water Board Work.

Cost Contribution Agreement

On December 6, 2021, the District and the City entered into the Cost Contribution Agreement whereby the District agreed to contribute \$3,800,000 to the City to finance the costs associated with the construction and completion of the Coal Creek Water Tank, which the District is entitled to 500,000 gallons of water storage capacity therein pursuant to the City Water Tank PSA (discussed under Note 5). In exchange, the City will reallocate \$3,800,000 that was previously budgeted to fund the Coal Creek Tank to a different future project or projects that will specifically address infrastructure capacity issues within the City’s existing jurisdiction and authority, which support one or more public improvements that benefit the District.

Note 7: Related Party

All of the Board of Directors are employees, owners or are otherwise associated with the developers of the property within the District’s service area and may have conflicts of interest in dealing with the District. Management believes that all potential conflicts, if any, have been disclosed by the Board.

Note 8: Tax, Spending and Debt Limitations

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

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

JEFFERSON CENTER METROPOLITAN DISTRICT NO. 1

Notes to Financial Statements
December 31, 2021

TABOR requires local governments to establish Emergency Reserves. These reserves must be at least 3% of Fiscal Year Spending (excluding bonded debt service). Local governments are not allowed to use the emergency reserves to compensate for economic conditions, revenue shortfalls, or salary or benefit increases.

The District's management believes it is in compliance with the provisions of TABOR. However, TABOR is complex and subject to interpretation. Many of the provisions, including the interpretation of how to calculate Fiscal Year Spending limits will require judicial interpretation.

On May 7, 1996, the District's electors authorized the District to retain up to \$200,000 of revenue collected in the years 1993 through 1995 and \$500,000 in 1996 and thereafter, plus any additional amounts collected as revenue, loans and advances from District property owners and other private parties and other revenue derived from any District facilities or properties without any limitations under TABOR. In addition, the District was authorized to increase property taxes by \$500,000 annually, without any limitation on rate, for the purpose of paying District operations maintenance, capital and other lawful expenses and to collect and retain the tax proceeds and investment income earned thereon without any limitations under TABOR or Section 29-1-301, C.R.S.

On May 4, 2004, the District's electors authorized the District to increase taxes \$100,000 annually or such lesser amount as necessary, without limitation as to rate and thereafter for as long as the District continued in existence, to pay the District's administration, operations, maintenance, landscape maintenance, and other expenses, without regard to any spending, revenue raising, or other limitation contained within Article X, Section 20 of the Constitution or Section 29-1-301, C.R.S. or any other law which purports to limit the District's revenues or expenditures, and without limiting in any year the amount of other revenues that may be collected and spent by the District.

Note 9: Risk Management

Except as provided in the Colorado Governmental Immunity Act, 24-10-101, et seq., CRS, the District may be exposed to various risks of loss related to torts, theft of, damage to, or destruction of assets; errors or omissions; injuries to agents; and natural disasters. The District has elected to participate in the Colorado Special Districts Property and Liability Pool ("Pool") which is an organization created by intergovernmental agreement to provide common liability and casualty insurance coverage to its members at a cost that is considered economically appropriate. Settled claims have not exceeded this commercial coverage in any of the past three fiscal years.

JEFFERSON CENTER METROPOLITAN DISTRICT NO. 1

Notes to Financial Statements
December 31, 2021

The District pays annual premiums to the Pool for auto, public officials' liability, and property and general liability coverage. In the event aggregated losses incurred by the Pool exceed its amounts recoverable from reinsurance contracts and its accumulated reserves, the District may be called upon to make additional contributions to the Pool on the basis proportionate to other members. Any excess funds which the Pool determines are not needed for purposes of the Pool may be returned to the members pursuant to a distribution formula.

Note 10: Debt Authorization

After elections held in 2004, the District had voted debt authorization of \$4,500,000,000. However all of the Districts (as defined in Note 1 above) are limited by their respective Service Plans and by the FFCO to issuing \$450,000,000 of total aggregate debt. Also pursuant to the FFCO, the District is limited to issuing \$262,475,000 of debt. As of December 31, 2021, the District had remaining authorization of \$133,730,000. If debt is issued to the maximum amounts permitted under the various District agreements and the 2010B Subordinate Note, the District will have utilized all of its voted debt authorization. The District has not budgeted to issue new debt during 2022.

Note 11: Reconciliation of Government-Wide Financial Statements and Fund Financial Statements

The Government Funds Balance Sheet/Statement of Net Position includes an adjustments column. The adjustments have the following elements:

- 1) Capital assets and water rights used in government activities are not financial resources and, therefore are not reported in the funds; and
- 2) long-term liabilities such as notes payable, are not due and payable in the current period and, therefore, are not in the funds.

The Statement of Governmental Fund Revenues, Expenditures, and Changes in Fund Balances/Statement of Activities includes an adjustments column. The adjustments have the following elements:

- 1) Governmental funds report capital outlays as expenditures, however, in the statement of activities, the costs of those assets are held as construction in process pending transfer to other governmental entities or depreciated over their useful lives;

JEFFERSON CENTER METROPOLITAN DISTRICT NO. 1

Notes to Financial Statements
December 31, 2021

- 2) governmental funds report interest expense on the modified accrual basis; however, interest expense is reported on the full accrual method on the Statement of Activities;
- 3) governmental funds report developer advances and/or bond/loan proceeds as revenue; and,
- 4) governmental funds report long-term debt payments as expenditures, however, in the statement of activities, the payment of long-term debt is recorded as a decrease of long-term liabilities.

DRAFT 6-21-2022

SUPPLEMENTAL INFORMATION

DRAFT 6-21-2022

JEFFERSON CENTER METROPOLITAN DISTRICT NO. 1

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

For the Year Ended December 31, 2021

	Original and Final <u>Budget</u>	<u>Actual</u>	Variance Favorable <u>(Unfavorable)</u>
REVENUES			
Property taxes	\$ 2,503,722	\$ 2,432,313	\$ (71,409)
Less AURA portion of District taxes	(1,746,006)	(1,744,679)	1,327
Specific ownership taxes	172,054	191,547	19,493
AURA tax increment	1,746,006	1,744,679	(1,327)
AURA increment - other governments	1,326,959	1,271,577	(55,382)
Interest income	-	7,879	7,879
Transfer from JCMD#2	<u>1,209,454</u>	<u>1,280,290</u>	<u>70,836</u>
Total Revenues	<u>5,212,189</u>	<u>5,183,606</u>	<u>(28,583)</u>
EXPENDITURES			
Series 2020 A-1 principal	2,100,000	2,100,000	-
Series 2020 A-1 Interest	599,900	599,900	-
Series 2020 A-2 Interest	696,919	696,919	-
Series 2020 B Interest	4,656,350	4,656,350	-
Transfer to JCMD #2 Debt Service	1,326,959	1,271,577	55,382
Paying agent fee	6,960	8,300	(1,340)
Treasurer's fees	<u>37,556</u>	<u>10,290</u>	<u>27,266</u>
Total Expenditures	<u>9,424,644</u>	<u>9,343,336</u>	<u>81,308</u>
NET CHANGE IN FUND BALANCE	(4,212,455)	(4,159,730)	52,725
FUND BALANCE:			
BEGINNING OF YEAR	<u>26,772,151</u>	<u>26,612,553</u>	<u>(159,598)</u>
END OF YEAR	<u>\$ 22,559,696</u>	<u>\$ 22,452,823</u>	<u>\$ (106,873)</u>

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

JEFFERSON CENTER METROPOLITAN DISTRICT NO. 1

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

For the Year Ended December 31, 2021

	Original and Final <u>Budget</u>	<u>Actual</u>	Variance Favorable <u>(Unfavorable)</u>
REVENUES			
Interest income	\$ -	\$ 18,372	\$ 18,372
Facility fees	-	37,110	37,110
Total Revenues	<u>-</u>	<u>55,482</u>	<u>55,482</u>
EXPENDITURES			
Capital improvements	50,140,597	6,709,211	43,431,386
Engineering	-	1,177,125	(1,177,125)
Legal	-	63,217	(63,217)
Miscellaneous expenses	-	10	(10)
Project management	-	557,473	(557,473)
Bond issuance costs	-	413	(413)
Total Expenditures	<u>50,140,597</u>	<u>8,507,449</u>	<u>41,633,148</u>
NET CHANGE IN FUND BALANCE	(50,140,597)	(8,451,967)	41,688,630
FUND BALANCE:			
BEGINNING OF YEAR	<u>50,140,597</u>	<u>49,393,639</u>	<u>(746,958)</u>
END OF YEAR	<u>\$ -</u>	<u>\$ 40,941,672</u>	<u>\$ 40,941,672</u>

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

JEFFERSON CENTER METROPOLITAN DISTRICT NO. 1

SUMMARY OF ASSESSED VALUATION, MILL LEVY
AND PROPERTY TAXES COLLECTED

December 31, 2020

<u>Year Ended December 31,</u>	<u>Prior Year Total Assessed Valuation for Current Year Property Tax Levy</u>	<u>Prior Year Increment Assessed Valuation (2)</u>	<u>Mills Levied</u>		<u>Total Property Tax Levied (1,3)</u>		<u>Percent Collected to Levied</u>
			<u>General Fund</u>	<u>Debt Service</u>			
1998	\$ 250,750		10.000	0.000	\$ 2,508	\$ 2,699	107.62%
1999	\$ 571,100		10.000	0.000	\$ 5,711	\$ 5,716	100.09%
2000	\$ 945,150		25.000	0.000	\$ 23,629	\$ 16,847	71.30%
2001	\$ 879,860		25.000	0.000	\$ 21,997	\$ 21,756	98.90%
2002	\$ 1,135,780		25.000	0.000	\$ 28,395	\$ 28,125	99.05%
2003	\$ 1,987,100		25.000	0.000	\$ 49,678	\$ 49,550	99.74%
2004	\$ 22,273,390		25.000	0.000	\$ 556,835	\$ 554,550	99.59%
2005	\$ 22,268,130		25.000	0.000	\$ 556,703	\$ 555,504	99.78%
2006	\$ 22,115,560		25.000	0.000	\$ 552,889	\$ 191,183	34.58%
2007	\$ 21,224,080		5.000	37.000	\$ 891,411	\$ 885,337	99.32%
2008	\$ 24,501,390	\$ 12,088,290	5.000	37.000	\$ 521,350	\$ 521,350	100.00%
2009	\$ 26,714,800	\$ 12,782,890	5.000	50.000	\$ 766,255	\$ 778,721	101.63%
2010	\$ 50,106,950	\$ 34,229,920	5.000	50.000	\$ 873,237	\$ 857,359	98.18%
2011	\$ 43,335,470	\$ 27,523,590	5.000	50.000	\$ 869,653	\$ 791,733	91.04%
2012	\$ 32,263,153	\$ 19,393,154	5.000	50.000	\$ 707,850	\$ 632,514	89.36%
2013	\$ 31,094,623	\$ 18,089,901	5.000	50.000	\$ 715,260	\$ 716,129	100.12%
2014	\$ 31,389,107	\$ 18,637,234	5.000	50.000	\$ 701,353	\$ 683,982	97.52%
2015	\$ 32,711,837	\$ 20,405,447	5.000	50.000	\$ 676,851	\$ 673,114	99.45%
2016	\$ 35,666,495	\$ 22,701,687	5.000	50.000	\$ 713,064	\$ 655,237	91.89%
2017	\$ 33,702,060	\$ 20,739,556	5.000	50.000	\$ 712,938	\$ 730,037	102.40%
2018	\$ 41,981,225	\$ 26,011,083	5.001	50.015	\$ 878,613	\$ 851,563	96.92%
2019	\$ 36,158,611	\$ 21,229,612	5.005	50.059	\$ 822,050	\$ 927,412	112.82%
2020	\$ 46,907,249	\$ 32,348,262	5.019	50.194	\$ 803,845	\$ 665,515	82.79%
2021	\$ 49,825,314	\$ 35,275,518	5.025	50.250	\$ 804,240	\$ 756,397	94.05%
Estimated for year ending December 31, 2022	\$ 51,247,483	\$ 35,326,332	5.026	50.267	\$ 880,328		

NOTE

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

(2) The District receives tax revenues from the total assessed valuation less the assessed valuation on the increment. The taxes from the increment are available from the intergovernmental agreement with the Arvada Urban Renewal Authority.

(3) Total Property Tax collected is shown here net of the amount paid to Arvada Urban Renewal Authority.

CONTINUING DISCLOSURE ANNUAL FINANCIAL INFORMATION – UNAUDITED

DRAFT 6-21-2022

History of Assessed Valuations and Mill Levies for the District

Assessed Value Attributable
to Urban Renewal Areas

Levy/ Collection Year	Gross Assessed Valuation	Percent Change	Jefferson Center URA Tax Increment (1)	Northwest Arvada URA Tax Increment (2)	Net Assessed Valuation	Percent Change
2012/2013	\$ 31,094,623	0.0%	\$ 16,582,622	\$ 1,507,279	\$ 13,004,722	0.0%
2013/2014	\$ 31,389,107	0.9%	\$ 17,099,852	\$ 1,537,382	\$ 12,751,873	-1.9%
2014/2015	\$ 32,711,837	4.2%	\$ 18,866,630	\$ 1,538,817	\$ 12,306,390	-3.5%
2015/2016	\$ 35,666,495	9.0%	\$ 21,046,659	\$ 1,655,028	\$ 12,964,808	5.4%
2016/2017	\$ 33,702,060	-5.5%	\$ 19,077,959	\$ 1,661,597	\$ 12,962,504	0.0%
2017/2018	\$ 41,981,225	24.6%	\$ 19,825,293	\$ 6,185,790	\$ 15,970,142	23.2%
2018/2019	\$ 36,158,611	-13.9%	\$ 17,077,988	\$ 4,151,624	\$ 14,928,999	-6.5%
2019/2020	\$ 46,907,249	29.7%	\$ 18,491,972	\$ 13,856,290	\$ 14,558,987	-2.5%
2020/2021	\$ 49,825,314	6.2%	\$ 17,734,508	\$ 17,541,010	\$ 14,549,796	-0.1%
2021/2022	\$ 51,247,483	2.9%	\$ 16,428,997	\$ 18,897,335	\$ 15,921,151	9.4%

(1) Represents the assessed valuation attributable to the Jefferson Center URA. The Jefferson Center URA is a separate urban renewal area which overlaps the portion of the District which contains the Power Plant. Property tax increment revenue from the Jefferson Center URA is *not* pledged to the Series 2020 A-1 Loan, Series 2020 A-2 Bonds and Series 2020B Bonds, other than increment revenue produced by the District's own mill levy.

(2) Represents the assessed valuation for property located in the District attributable to the Northwest URA. Incremental property tax revenue from this property comprises Pledged TIF Revenue (the portion derived from overlapping tax entities) and the District No. 1 Senior Required Mill Levy Revenue (the portion derived from the District's Senior Required Mill Levy).

History of Northwest URA Property Tax Increment

Levy/ Collection Year	Total Assessed Valuation	Property Tax Base	District Increment (1)	Mountain Shadows Increment	Vauxmont Increment	Other (2)	Total Increment
2012/2013	\$ 7,035,032	\$ 1,822,593	\$ 1,507,279	\$ 1,451,215	\$ 2,070,306	\$ 183,639	\$ 5,212,439
2013/2014	\$ 11,886,855	\$ 2,410,989	\$ 1,537,382	\$ 3,277,333	\$ 4,610,205	\$ 50,946	\$ 9,475,866
2014/2015	\$ 19,170,921	\$ 2,410,989	\$ 1,538,817	\$ 4,091,969	\$ 11,084,181	\$ 44,965	\$ 16,759,932
2015/2016	\$ 32,912,555	\$ 3,562,559	\$ 1,655,028	\$ 4,898,712	\$ 22,703,564	\$ 92,692	\$ 29,349,996
2016/2017	\$ 36,088,929	\$ 3,562,559	\$ 1,661,597	\$ 4,955,268	\$ 25,815,705	\$ 93,800	\$ 32,526,370
2017/2018	\$ 59,024,413	\$ 5,198,207	\$ 6,185,790	\$ 5,092,573	\$ 42,457,604	\$ 90,283	\$ 53,826,250
2018/2019	\$ 60,137,822	\$ 4,727,217	\$ 4,151,624	\$ 5,142,760	\$ 45,008,701	\$ 1,107,520	\$ 55,410,605
2019/2020	\$ 84,154,508	\$ 5,626,466	\$ 13,856,290	\$ 5,656,879	\$ 57,452,734	\$ 1,562,139	\$ 78,528,042
2020/2021	\$ 92,053,102	\$ 5,443,311	\$ 17,541,010	\$ 5,699,590	\$ 61,533,716	\$ 1,835,475	\$ 86,609,791
2021/2022	\$ 101,123,709	\$ 5,413,469	\$ 18,897,335	\$ 6,210,353	\$ 67,693,463	\$ 2,909,089	\$ 95,710,240

(1) Represents the assessed valuation for property located in the District attributable to the Northwest URA. Incremental property tax revenue from this property comprises the Pledged TIF Revenue (the portion derived from overlapping tax entities) and the District No. 1 Senior Required Mill Levy Revenue and District No. 1 Subordinate Required Mill Levy Revenue (the portions derived from the District's Senior Required Mill Levy and Subordinate Required Mill Levy).

(2) Represents the assessed valuation for property located in the Northwest URA but outside of the District, Mountain Shadows and Vauxmont.

History of Assessed Valuation for Jefferson Center URA

Levy/ Collection Year	Total Assessed Valuation in Tax Increment Area	Percent Change	Valuation Allocable to Base	Valuation Allocable to Increment (1)
2012/2013	\$ 17,273,096	0.0%	\$ 690,475	\$ 16,582,621
2013/2014	\$ 17,811,863	3.1%	\$ 712,011	\$ 17,099,852
2014/2015	\$ 19,578,641	9.9%	\$ 712,011	\$ 18,866,630
2015/2016	\$ 21,840,943	11.6%	\$ 794,284	\$ 21,046,659
2016/2017	\$ 19,871,943	-9.0%	\$ 794,284	\$ 19,077,659
2017/2018	\$ 20,650,704	3.9%	\$ 825,411	\$ 19,825,293
2018/2019	\$ 17,789,017	-13.9%	\$ 711,029	\$ 17,077,988
2019/2020	\$ 19,261,871	8.3%	\$ 769,899	\$ 18,491,972
2020/2021	\$ 18,472,871	-4.1%	\$ 738,363	\$ 17,734,508
2021/2022	\$ 17,113,006	-7.4%	\$ 684,009	\$ 16,428,997

(1) Only the portion of tax revenue attributable to the incremental assessed value which is derived from the Senior Required Mill Levy and the Subordinate Required Mill Levy constitutes revenues pledged towards the Series 2020A-1 Loan, Series 2020A-2 Bonds and Series 2020B Bonds. Tax revenue attributable to the incremental assessed value which is derived from other overlapping taxing entities such as the School District is *not Senior* Pledged Revenue or Subordinate Pledged Revenue.

History of Mill Levies for the District

Levy/ Collection Year	General Fund Mill Levy	Debt Service Mill Levy	Total Mill Levy
2015/2016	5.000	50.000	55.000
2016/2017	5.000	50.000	55.000
2017/2018	5.001	50.015	55.016
2018/2019	5.005	50.059	55.064
2019/2020	5.019	50.194	55.213
2020/2021	5.025	50.250	55.275
2021/2022	5.026	50.267	55.293

Property Tax Collections in the District

Levy/ Collection Year	Taxes Levied (1)	Current Tax Collection	Collection Rate
2014/2015	\$ 676,851	\$ 673,114	99.45%
2015/2016	713,064	655,237	91.89%
2016/2017	712,938	730,037	102.40%
2017/2018	878,613	851,563	96.92%
2018/2019	822,050	927,412	112.82%
2019/2020	803,845	665,515	82.79%
2020/2021	804,240	756,397	94.05%

(1) Levied amounts do not reflect abatements or other adjustments and are net of all revenue attributable to the Northwest URA and the Jefferson Center URA in the following amounts for the respective levy years: \$1,122,300 for 2014; \$1,248,593 for 2015; \$1,140,676 for 2016; \$1,431,025 for 2017; \$1,168,987 for 2018; \$1,786,045 for 2019; 1,739,834 for 2020; and \$1,919,147 for 2021. Such revenue, however, is payable by the Authority to District No. 2 pursuant to the Master Redevelopment Agreement, and is then payable to the District pursuant to the Pledge Agreement or the Master IGA, as applicable.

Assessed Valuation of Classes of Property in the District

<u>Property Class</u>	<u>2020 Total Assessed Valuation (1)</u>	<u>Percentage of Total Assessed Valuation</u>
State Assessed	\$ 17,951,066	35.03%
Commercial	23,085,954	45.05%
Vacant	4,172,228	8.14%
Personal Property	3,602,790	7.03%
Residential	2,418,809	4.72%
Agricultural	16,628	0.03%
Natural Resources	8	0.00%
	<u>\$ 51,247,483</u>	<u>100.00%</u>

(1) Includes \$35,326,332 of assessed valuation attributable to the Northwest URA and the Jefferson Center URA.

Assessed Valuation of Classes of Property in District No. 2

<u>Property Class</u>	<u>2020 Total Assessed Valuation</u>	<u>Percentage of Total Assessed Valuation</u>
State Assessed	\$ 9,026	99.89%
Agricultural	10	0.11%
	<u>\$ 9,036</u>	<u>100.00%</u>

Ten Largest Owners of Taxable Property within the District

DRAFT 6-21-2022

<u>Taxpayer Name</u>	<u>2020 Assessed Valuation</u>	<u>Percentage of Total Assessed Valuation (1)</u>
Plains End, LLC	\$ 7,947,500	15.51%
Plains End II, LLC	7,828,600	15.28%
GKT Westwoods II, LLC	3,328,649	6.50%
Dillon Companies, LLC	3,045,029	5.94%
Sisters of Charity of Leavenworth Health System, Inc.	2,653,495	5.18%
Public Service of Colorado	2,090,148	4.08%
Kohls Department Stores, Inc.	1,983,513	3.87%
Westwoods Station, LLC	1,730,169	3.38%
King Soopers	1,216,688	2.37%
Westwoods Station, LLC	1,194,075	2.33%
Total	<u>\$ 33,017,866</u>	<u>64.43%</u>

(1) Based on a 2021 certified assessed valuation of \$51,247,483.

SAMPLE MILL LEVIES AFFECTING PROPERTY OWNERS WITHIN THE DISTRICT - 2020

Taxing Entity ⁽¹⁾	Mill Levy Sample ⁽²⁾
Jefferson County School District No. R-1 ⁽³⁾	45.808
Jefferson County ⁽³⁾	26.241
Arvada Fire Protection District	14.849
Apex Park & Recreation District ⁽³⁾	4.560
City of Arvada	4.310
Urban Drainage & Flood Control District ⁽³⁾	0.900
Urban Drainage & Flood Control District - S. Platte ⁽³⁾	0.100
Total Overlapping Sample Mill Levy	96.768
The District	55.293
Total Sample Mill Levy	152.061

(1) Regional Transportation District also overlaps the District, but does not assess a mill levy.

(2) One mill equals 1/10 of one percent. Mill levies certified in 2021 result in the collection of property taxes in 2022.

(3) The incremental property taxes generated by these overlapping entities' mill levies are included within Pledged TIF Revenue.

10 Year History of Overlapping Mill Levies for the District and Northwest URA

Taxing Entity ⁽¹⁾	2011	2012	2013	2014	2015	2016	2017	2018	2019	2020	2021
Jefferson County School District No. R-1	48.721	50.616	50.369	50.165	47.487	45.941	42.878	49.416	47.075	47.038	45.808
Jefferson County	24.346	24.346	25.846	25.846	24.212	24.709	22.420	23.739	23.332	24.578	26.241
Arvada Fire Protection District	14.806	14.898	14.848	14.848	14.776	14.747	14.723	14.821	14.925	14.947	14.849
Apex Park & Recreation District	5.403	5.488	5.428	5.378	4.881	4.827	4.745	4.809	4.559	4.626	4.560
City of Arvada	4.310	4.310	4.310	4.310	4.310	4.310	4.310	4.310	4.310	4.310	4.310
Urban Drainage & Flood Control District	0.566	0.599	0.608	0.632	0.553	0.559	0.500	0.726	0.900	0.900	0.900
Urban Drainage & Flood Control District - S. Platte	0.057	0.058	0.064	0.068	0.058	0.061	0.057	0.094	0.097	0.100	0.100
Total Overlapping Mill Levy	98.209	100.315	101.473	101.247	96.277	95.154	89.633	97.915	95.198	96.499	96.768
District No. 1	55.000	55.000	55.000	55.000	55.000	55.000	55.016	55.064	55.213	55.275	55.293
Total Mill Levy	153.209	155.315	156.473	156.247	151.277	150.154	144.649	152.979	150.411	151.774	152.061
Less Excluded:											
Arvada Fire Protection District	(14.806)	(14.898)	(14.848)	(14.848)	(14.776)	(14.747)	(14.723)	(14.821)	(14.925)	(14.947)	(14.849)
City of Arvada	(4.310)	(4.310)	(4.310)	(4.310)	(4.310)	(4.310)	(4.310)	(4.310)	(4.310)	(4.310)	(4.310)
Net Overlapping Mill Levy	79.093	81.107	82.315	82.089	77.191	76.097	70.600	78.784	75.963	77.242	77.609

(1) Regional Transportation District and Moffat Tunnel Improvement District also overlap the District, but do not assess a mill levy.

ESTIMATED OVERLAPPING GENERAL OBLIGATION INDEBTNESS

Entity ⁽¹⁾	2020 Gross Assessed Valuation ⁽²⁾	Outstanding General Obligation Debt	Outstanding General Obligation Debt Attributable to the District	
			Percent ⁽³⁾	Amount
Apex Park & Recreation District	2,435,398,341	21,165,000	1.25%	\$ 264,563
Jefferson County School District No. R-1	11,989,603,098	779,805,000	0.42%	3,275,181
Ralston Valley Water & Sanitation District	46,751,078	327,642	1.67%	5,472
				<u>3,545,216</u>

(1) The following entities also overlap with the District but have no reported general obligation debt outstanding: City of Arvada, Arvada Fire Protection District, Coal Creek Canyon Fire Protection District, Jefferson County, Jefferson County Law Enforcement Authority, Moffat Tunnel Improvement District, North Table Mountain Water & Sanitation District, Regional Transportation District, Urban Drainage and Flood Control District and Urban Drainage and Flood Control District - South Platte.

(2) The 2021 assessed valuation figure is certified by the County Assessor for collection of ad valorem property taxes in 2022.

(3) The percentage of each entity's outstanding debt chargeable to District property owners is calculated by comparing the assessed valuation of the portion overlapping the District to the total assessed valuation of the overlapping entity. To the extent the District's assessed valuation changes disproportionately with the assessed valuation of the overlapping entities, the percentage of debt for which District property owners are responsible will also change.

SELECTED DEBT RATIOS OF THE DISTRICT

	Senior and Subordinate Debt ^{(1), (2)}	Senior Debt ⁽³⁾
Amount of Debt	125,140,000	44,160,000
Overlapping Debt ⁽⁴⁾	<u>3,545,216</u>	<u>3,545,216</u>
Total Direct Debt and Overlapping Debt	128,685,216	47,705,216
2021 Assessed Valuation ⁽⁵⁾	51,247,483	51,247,483
Ratio of Direct Debt to 2021 District Assess Valuation	244.2%	86.2%
Ratio of Direct Debt Plus Overlapping Debt to 2021 District Assess Valuation	251.1%	93.1%
2021 District Statutory "Actual" Value ^{(5),(6)}	202,527,822	202,527,822
Ratio of Direct Debt to 2021 District Statutory "Actual" Value	61.8%	21.8%
Ratio of Direct Debt Plus Overlapping Debt to 2021 District Statutory "Actual" Value	63.5%	23.6%

(1) The ratios in this column pertaining to the District's debt are based upon the total outstanding amount of District limited tax general obligation debt after the issuance of the Bonds. The figure is based upon the outstanding principal amounts of (a) the 2020A-1 Senior Loan and the 2020A-2 Senior Bonds, and (b) the 2020B Subordinate Bonds.

(2) The figure is based upon the outstanding principal amounts of (a) the 2020 A-1 Senior Loan and the 2020 A-2 Senior Bonds, and (b) the 2020B Subordinate Bonds

(3) The figure consists of the outstanding principal amounts of the 2020A-1 Senior Loan and the 2020A-2 Senior Bonds.

(4) Figure is estimated based on information supplied by other taxing authorities and does not include self-supporting general obligation debt.

(5) Includes tax increment amounts payable to the Authority in the Northwest URA and Jefferson Center URA and reimbursed to the District pursuant to the Master Redevelopment Agreement.

(6) This figure has been calculated using a statutory formula under which assessed valuation is calculated at 7.15% of the statutory "actual" value of residential property in the District, and 29% of the statutory "actual" value of other property within the District (with certain exceptions, including the oil and gas production within the District). Statutory "actual" value is not intended to represent market value.

JEFFERSON CENTER METROPOLITAN DISTRICT NO. 1

STATEMENT OF REVENUE, EXPENDITURES AND CHANGES IN FUND BALANCE - GENERAL FUND

	Years Ended December 31,				
	<u>2017</u>	<u>2018</u>	<u>2019</u>	<u>2020</u>	<u>2021</u>
REVENUES					
Property taxes	\$168,508	\$178,203	\$184,388	\$219,300	\$243,231
Less AURA portion of District taxes (1)	(102,138)	(100,793)	(100,092)	(158,802)	(174,468)
Specific ownership taxes	20,137	17,324	11,398	21,619	19,155
AURA tax increment (1)	102,138	100,793	100,092	158,802	174,468
Interest income	7,529	96,976	23,601	2,278	188
Other income	6,512	-	-	-	-
Total	<u>202,686</u>	<u>292,503</u>	<u>219,387</u>	<u>243,197</u>	<u>262,574</u>
EXPENDITURES					
Accounting and audit	5,150	5,100	5,100	5,350	13,575
Election expense	-	1,136	28	81	-
Election expense	-	-	-	-	875
Insurance	4,448	5,026	5,474	5,350	6,028
Landscape maintenance	11,182	17,871	26,670	52,599	68,009
Legal	57,190	54,357	54,790	66,000	53,094
Management fees	37,508	53,084	22,116	15,005	17,137
Miscellaneous expenses	1,543	1,204	1,576	291	203
Office supplies	1,732	1,234	2,371	-	-
Project management	-	-	-	638	4,025
Snow removal	-	-	4,869	2,245	1,412
Treasurer's fees	441	1,168	1,480	692	1,029
Utilities	7,303	13,838	5,391	8,520	11,591
Transfer to JCMD #2 General Fund	53,481	43,068	48,304	54,588	43,653
Transfer to JCMD #2 Capital Projects Fund	62,319	-	-	-	-
Transfer to Mt Shadows for O&M	-	1,971	2,910	8,257	10,313
Total	<u>242,297</u>	<u>199,057</u>	<u>181,079</u>	<u>219,616</u>	<u>230,944</u>
NET CHANGES IN FUND BALANCES	<u>(39,611)</u>	<u>93,446</u>	<u>38,308</u>	<u>23,581</u>	<u>31,630</u>
FUND BALANCE - BEGINNING OF YEAR	<u>171,099</u>	<u>131,488</u>	<u>224,934</u>	<u>263,242</u>	<u>286,823</u>
FUND BALANCE - END OF YEAR	<u>\$131,488</u>	<u>\$224,934</u>	<u>\$263,242</u>	<u>\$286,823</u>	<u>\$318,453</u>

(1) Consists of tax increment amounts attributable to the District's mill levy which are first paid to the Authority and then are reimbursed to the District pursuant to the Master Redevelopment Agreement and the Master IGA.

JEFFERSON CENTER METROPOLITAN DISTRICT NO. 1

STATEMENT OF REVENUE, EXPENDITURES AND CHANGES IN FUND BALANCE - DEBT SERVICE FUND

	Years Ended December 31,				
	2017	2018	2019	2020	2021
REVENUES					
Property taxes	\$1,685,105	\$1,782,088	\$1,844,166	\$ 2,186,049	\$ 2,432,313
Less AURA portion of District taxes (1)	(1,021,408)	(1,007,935)	(1,001,050)	(1,581,032)	(1,744,679)
Specific ownership taxes	201,368	173,256	114,003	216,210	191,547
AURA tax increment (1)	1,021,408	1,007,935	1,001,050	1,581,032	1,744,679
AURA increment - other governments (2)	1,429,976	1,344,011	1,253,174	1,369,392	1,271,577
Interest income	30,542	55,958	82,005	41,943	7,879
Transfer from JCMD#2	41,138	316,569	231,501	953,505	1,280,290
Total	<u>3,388,129</u>	<u>3,671,882</u>	<u>3,524,849</u>	<u>4,767,099</u>	<u>5,183,606</u>
EXPENDITURES					
Series 2010A interest expense	91,497	-	-	-	-
Series 2010A principal	894,862	-	-	-	-
Series 2015 Bond principal	515,000	530,000	585,000	-	-
Series 2015 Bond interest expense	1,014,088	989,625	964,450	468,331	0
Series 2017 Bond interest expense	385,632	590,756	590,756	295,378	0
Series 2020 A-1 principal	-	-	-	1,505,000	2,100,000
Series 2020 A-1 Interest	-	-	-	353,238	599,900
Series 2020 A-2 Interest	-	-	-	224,563	696,919
Series 2020 B Interest	-	-	-	1,681,460	4,656,350
Transfer to JCMD #2 Debt Service	1,429,976	1,344,011	1,253,174	1,369,392	1,271,577
Paying agent fee	3,875	7,375	3,875	7,375	8,300
Treasurer's fee	4,407	11,681	14,800	6,923	10,290
Total	<u>4,339,337</u>	<u>3,473,448</u>	<u>3,412,055</u>	<u>5,911,660</u>	<u>9,343,336</u>
EXCESS (DEFICIENCY) OF REVENUES OVER EXPENDITURES	<u>(951,208)</u>	<u>198,434</u>	<u>112,794</u>	<u>(1,144,561)</u>	<u>(4,159,730)</u>
OTHER FINANCING SOURCES (USES)					
Transfers in (out)	2,776,085	283	-	53,682,552	-
Payment to refunding agent	-	-	-	(29,699,285)	-
Total Other Financing Sources (Uses)	<u>2,776,085</u>	<u>283</u>	<u>-</u>	<u>23,983,267</u>	<u>-</u>
NET CHANGES IN FUND BALANCES	<u>1,824,877</u>	<u>198,717</u>	<u>112,794</u>	<u>22,838,706</u>	<u>(4,159,730)</u>
FUND BALANCE - BEGINNING OF YEAR	<u>1,637,459</u>	<u>3,462,336</u>	<u>3,661,053</u>	<u>3,773,847</u>	<u>26,612,553</u>
FUND BALANCE - END OF YEAR	<u>\$3,462,336</u>	<u>\$3,661,053</u>	<u>\$3,773,847</u>	<u>\$26,612,553</u>	<u>\$22,452,823</u>

(1) Consists of tax increment amounts attributable to the District's mill levy which are first paid to the Authority and then are reimbursed to the District pursuant to the Master Redevelopment Agreement and the Master IGA.

(2) Consists of tax increment amounts attributable to the overlapping taxing entities' mill levies which are first paid to the Authority and then are transferred to the District pursuant to the Master Redevelopment Agreement and the Pledge Agreement. Includes tax increment revenue from both the Northwest URA and the Jefferson Center URA. Only the tax increment revenues from the Northwest URA, however, is pledged to the Series 2020A-1 Loan and the Series 2020A-2 and 2020B Bonds.

JEFFERSON CENTER METROPOLITAN DISTRICT NO. 1

STATEMENT OF REVENUE, EXPENDITURES AND CHANGES IN FUND BALANCE - CAPITAL PROJECTS FUND

	Years Ended December 31,				
	2017	2018	2019	2020	2021
REVENUES					
Interest income	\$ 47,951	\$ 11,302	\$ 11,562	\$ 44,220	\$ 18,372
Other income	-	-	55,198	289,895	-
Reimbursed expenses	-	834,093	-	-	-
Facility fees	-	64,930	102,053	43,475	37,110
Transfer from Mountain Shadows	1,000,000	-	-	-	-
Total	1,047,951	910,325	168,813	377,590	55,482
EXPENDITURES					
Capital improvements	4,272,317	5,784,903	5,147,334	7,954,820	6,709,211
Engineering	862,581	887,596	427,125	613,591	1,177,125
Legal	32,324	31,478	59,607	27,814	63,217
Miscellaneous expenses	-	-	-	698	10
Project Management	323,775	308,900	477,904	577,873	557,473
Trustee fees	2,000	-	-	-	-
Bond issuance costs	500,115	-	-	3,580,010	413
Series 2010B principal	128,807	333,870	4,451	15,727,206	-
Series 2010B interest expense	16,679	288,414	426,010	1,127,668	-
Mt Shadows reimbursement	299,442	-	-	-	-
Total	6,438,040	7,635,161	6,542,431	29,609,680	8,507,449
EXCESS (DEFICIENCY) OF REVENUES OVER EXPENDITURES					
	(5,390,089)	(6,724,836)	(6,373,618)	(29,232,090)	(8,451,967)
OTHER FINANCING SOURCES (USES)					
Loan/Bond proceeds	10,402,000	-	-	128,745,000	-
Developer advances	-	5,500,000	8,294,894	2,270,633	-
Developer contributions	-	-	-	89,284	-
Original issue discount	(64,429)	-	-	(2,293,141)	-
Transfers in (out)	(2,776,085)	(283)	-	(53,682,552)	-
Total Other Financing Sources (Uses)	7,561,486	5,499,717	8,294,894	75,129,224	-
NET CHANGES IN FUND BALANCES					
	2,171,397	(1,225,119)	1,921,276	45,897,134	(8,451,967)
FUND BALANCE - BEGINNING OF YEAR					
	628,951	2,800,348	1,575,229	3,496,505	49,393,639
FUND BALANCE - END OF YEAR					
	\$2,800,348	\$1,575,229	\$3,496,505	\$ 49,393,639	\$ 40,941,672

Budget Summary and Comparison - General Fund

	2021			2022		
	Budget	Audited Actual	Variance	Budget	Unaudited Year-to- Date Actual (1)	Variance
REVENUES						
Property taxes	\$ 250,372	\$ 243,231	\$ (7,141)	\$ 257,570	\$ 110,976	\$ (146,594)
Less AURA portion of District taxes	(174,601)	(174,468)	133	(174,887)	(41,182)	133,705
Specific ownership taxes	17,234	19,155	1,921	18,030	4,626	(13,404)
AURA tax increment	174,601	174,468	(133)	174,887	41,182	(133,705)
Interest income	-	188	188	9,984	429	(9,555)
Total Revenues	267,606	262,574	(5,032)	285,584	116,031	(169,553)
EXPENDITURES						
Accounting and audit	11,500	13,575	(2,075)	11,500	6,043	5,457
Election expense	2,000	-	2,000	2,000	222	1,778
Engineering	-	875	(875)	-	-	-
Insurance	5,700	6,028	(328)	6,300	5,225	1,075
Landscape maintenance	35,000	68,009	(33,009)	31,600	7,517	24,083
Landscape repairs	-	-	-	15,000	-	15,000
Legal	55,000	53,094	1,906	55,000	20,491	34,509
Management fees	32,000	17,137	14,863	32,000	6,031	25,969
Miscellaneous expenses	2,000	203	1,797	2,000	125	1,875
Office supplies	1,000	-	1,000	1,000	-	1,000
Project management	-	4,025	(4,025)	3,500	1,346	2,154
Snow removal	-	1,412	(1,412)	3,000	1,377	1,623
Treasurer's fees	3,756	1,029	2,727	3,864	1,047	2,817
Utilities	10,000	11,591	(1,591)	10,000	1,594	8,406
Transfer to JCMD #2 General Fund	56,032	43,653	12,379	53,978	7,904	46,074
Transfer to Mt Shadows for O&M	10,353	10,313	40	11,283	-	11,283
Contingency	450,028	-	450,028	469,738	-	469,738
Emergency reserve	4,739	-	4,739	5,303	-	5,303
Total Expenditures	679,108	230,944	448,164	717,066	58,922	658,144
EXCESS (DEFICIENCY) OF REVENUES OVER EXPENDITURES	(411,502)	31,630	443,132	(431,482)	57,109	488,591
FUND BALANCE:						
BEGINNING OF YEAR	411,502	286,823	(124,679)	431,482	318,453	(113,029)
END OF YEAR	\$ -	\$ 318,453	\$ 318,453	\$ -	\$ 375,562	\$ 375,562

(1) For the three months ended March 31, 2022

Budget Summary and Comparison - Debt Service Fund

	2021			2022		
	Budget	Audited Actual	Variance	Budget	Unaudited Year-to-Date Actual ⁽¹⁾	Variance
REVENUES						
Property taxes	\$ 2,503,722	\$ 2,432,313	\$ (71,409)	\$ 2,576,057	\$ 1,109,912	\$ (1,466,145)
Less AURA portion of District taxes	(1,746,006)	(1,744,679)	1,327	(1,749,112)	(411,874)	1,337,238
Specific ownership taxes	172,054	191,547	19,493	180,324	46,268	(134,056)
AURA tax increment	1,746,006	1,744,679	(1,327)	1,749,112	411,874	(1,337,238)
AURA increment - other governments	1,326,959	1,271,577	(55,382)	1,249,973	465	(1,249,508)
Interest income	-	7,879	7,879	-	6,401	6,401
Transfer from JCMD#2	1,209,454	1,280,290	70,836	1,406,438	576,489	(829,949)
Total Revenues	5,212,189	5,183,606	(28,583)	5,412,792	1,739,535	(3,673,257)
EXPENDITURES						
Series 2020 A-1 principal	2,100,000	2,100,000	-	2,430,000	-	2,430,000
Series 2020A-1 Interest	599,900	599,900	-	557,900	-	557,900
Series 2020A-2 Interest	696,919	696,919	-	696,919	-	696,919
Series 2020B Principal	-	-	-	5,000	-	5,000
Series 2020B Interest	4,656,350	4,656,350	-	4,656,350	-	4,656,350
Transfer to JCMD #2 Debt Service	1,326,959	1,271,577	55,382	1,249,973	465	1,249,508
Paying agent fee	6,960	8,300	(1,340)	7,000	-	7,000
Treasurer's fees	37,556	10,290	27,266	38,641	10,470	28,171
Total Expenditures	9,424,644	9,343,336	81,308	9,641,783	10,935	9,630,848
NET CHANGE IN FUND BALANCE	(4,212,455)	(4,159,730)	52,725	(4,228,991)	1,728,600	5,957,591
FUND BALANCE:						
BEGINNING OF YEAR	26,772,151	26,612,553	(159,598)	22,409,838	22,452,823	42,985
END OF YEAR	\$ 22,559,696	\$ 22,452,823	\$ (106,873)	\$ 18,180,847	\$ 24,181,423	\$ 6,000,576

(1) For the three months ended March 31, 2022

Budget Summary and Comparison - Capital Projects Fund

	2021			2022		
	Budget	Audited Actual	Variance	Budget	Unaudited Year-to-Date Actual ⁽¹⁾	Variance
REVENUES						
Interest income	\$ -	\$ 18,372	\$ 18,372	\$ -	\$ 13,835	\$ 13,835
Other reimbursements	-	-	-	-	234,160	234,160
Facility fees	-	37,110	37,110	-	-	-
Total Revenues	-	55,482	55,482	-	247,995	247,995
EXPENDITURES						
Capital improvements	50,140,597	6,709,211	43,431,386	45,911,113	2,176,616	43,734,497
Engineering	-	1,177,125	(1,177,125)	900,000	179,935	720,065
Legal	-	63,217	(63,217)	40,000	29,495	10,505
Miscellaneous	-	10	(10)	-	-	-
Project management	-	557,473	(557,473)	350,000	207,512	142,488
Bond issuance costs	-	413	(413)	-	-	-
Total Expenditures	50,140,597	8,507,449	41,633,148	47,201,113	2,593,558	44,607,555
EXCESS (DEFICIENCY) OF REVENUES OVER EXPENDITURES	(50,140,597)	(8,451,967)	41,688,630	(47,201,113)	(2,345,563)	44,855,550
OTHER FINANCING SOURCES (USES)						
Developer advances	-	-	-	-	615,210	615,210
Total Other Financing Sources (Uses)	-	-	-	-	615,210	615,210
NET CHANGE IN FUND BALANCE	(50,140,597)	(8,451,967)	41,688,630	(47,201,113)	(1,730,353)	45,470,760
FUND BALANCE:						
BEGINNING OF YEAR	50,140,597	49,393,639	(746,958)	47,201,113	40,941,672	(6,259,441)
END OF YEAR	\$ -	\$ 40,941,672	\$ 40,941,672	\$ -	\$ 39,211,319	\$ 39,211,319

(1) For the three months ended March 31, 2022

CONDENSED SOURCES & USES
As of 6/22/22

Project Water	
Sources	Acre Feet
Pre - 12/2/19	1,869.24
2020 Exercised Options	92.47
Options to Exercise	-
Total Sources	1,961.71

Pre - December 2, 2019 Summary												
SOURCES		RESIDENTIAL USES						COMMERCIAL USES				BALANCE
Existing Agreements	Beginning Balance	MSMD	CPMD		ARP	Total Residential	Unallocated	Beginning	Allocations	CLLC	Total Commercial	Unallocated
Totals	1869.24	200.00	36.00		1,039.01	1,275.01	-	594.23	54.50	363.05	417.55	176.68

Reconciliation to Post 12/2/19 - JCMD2

Reconciliation to Post 12/2/19 - CLLC

Ending Balance 12/2/19	176.68
Less Restricted Beginning Commercial	<u>(150.00)</u>
Unrestricted Available	<u>26.68</u>
Plus Options Exercised	85.05
Plus Options to be Exercised	<u>7.42</u>
Net Unrestricted Available	<u>119.15</u>

CLLC Held Balance 363.05

Post - 12/2/2019 Allocations

SOURCES		RESIDENTIAL USES						COMMERCIAL USES													BALANCE		
Sources	Unrestricted Including CLLC	Whisper Village	Taylor Morrison	Rangewater	Allocated	Unrestricted Available	IGA Restricted Balance	Kentro Retail 1	Kentro Retail 2	SCL - Candelas Medical	Whisper Village	Arvada Fire	Freedom Street Restaurant	Z&N Retail	Rangewater Clubhouse	Rangewater Rec Center	Brakes Plus	Taco Bell	Total Commercial	Not Allocated	Combined Allocations	CLLC Available	Restricted Commercial Available
Allocations JCMD2	119.15	33.00	86.15	-	119.15	-	150.00	2.50	2.50	2.50	15.00	2.50	2.50	2.50	2.50	2.50	0.75	2.50	38.25	111.75	157.40	-	111.75
Allocations CLLC	363.05	-	224.85	113.70	338.55	24.50	-	-	-	-	-	-	-	-					-	-	338.55	24.50	-

COMMERCIAL WATER ALLOCATION COMMITMENTS
As of 6/22/22

User	Final Tap Size	Final Allocation	Final Letter Date	Preliminary Tap Size	Preliminary Allocation	Preliminary Letter Date	Available Balance (AF)
Pre-12/2/19 Allocations							
Final Allocations							594.23
Yenter	1.00	1.25					592.98
Plains End	2.00	4.00					588.98
Candelas Parkway Irrigation	1.00	1.25					587.73
King Soopers	2.00	4.00	3/20/2019				583.73
King Soopers Gas Station	0.75	0.75	3/20/2019				582.98
King Soopers Retail Center	2.00	4.00	3/20/2019				578.98
Sautter Arvada School	1.00	1.25	3/20/2019				577.73
7-11	1.00	1.25	3/20/2019				576.48
Starbucks	1.00	1.25	3/20/2019				575.23
Three Creeks Elementary	3.00	7.50	3/20/2019				567.73
Whisper Creek Station - Arvada PD	1.00	1.25	3/20/2019				566.48
Candelas Point Retail (Block 1, Lot 3)	1.50	2.50	3/29/2019				563.98
Candelas Point Retail (Block 1, Lot 4)	1.50	2.50	3/29/2019				561.48
Chase Bank	1.00	1.25	4/5/2019				560.23
First Bank	1.00	1.25	7/30/2019				558.98
Wendy's	1.00	1.25	7/30/2019				557.73
Wild Grass Lot 3 (Bldg. A)				1.50	2.50	4/11/2019	555.23
Wild Grass Lot 3 (Bldg. B)				1.50	2.50	4/11/2019	552.73
Wild Grass Lot 3 (Bldg. C)				2.00	4.00	4/11/2019	548.73
Wild Grass Lot 3 (Bldg. D)				2.00	4.00	4/11/2019	544.73
Indiana Plaza				1.00	1.25	4/19/2019	543.48
Primrose School				1.50	2.50	4/25/2019	540.98
Les Schwab				1.00	1.25	8/16/2019	539.73
Total		<u>36.50</u>			<u>18.00</u>		
Initial Allocation Not Included							
Cimarron Commercial LLC					363.05		176.68
Post-12/2/19 Allocations							
Beginning Balance							150.00
Kentro Retail 1				1.50	2.50	10/7/2009	147.50
Kentro Retail 2				1.50	2.50	10/7/2019	145.00
Candelas Medical - SCL				1.50	2.50	10/7/2019	142.50
Whisper Village Commercial (TBD)					15.00		127.50
Arvada Fire				1.50	2.50	3/19/2021	125.00
Freedom Street Restaurant				1.50	2.50	6/3/2021	122.50
Z&N Retail				1.50	2.50	1/1/2022	120.00
Rangewater Club House				1.50	2.50	6/22/2022	117.50
Rangewater Rec Center				1.50	2.50	6/22/2022	115.00
Brakes Plus				0.75	0.75	6/22/2022	114.25
Taco Bell				1.50	2.50	6/22/2022	111.75
Total					<u>38.25</u>		
Total Acre Feet Remaining Unallocated							111.75

Tap Size	AF	Ratio
0.625	0.50	1.0
0.750	0.75	1.5
1.000	1.25	2.5
1.500	2.50	5.0
2.000	4.00	8.0
3.000	7.50	15.0
4.000	12.50	25.0
6.000	25.00	50.0

RESIDENTIAL WATER ALLOCATION COMMITMENTS
As of 6/22/22

User	Acre Feet	Available Balance (AF)
Pre-12/2/19		
		1275.01
Canyon Pines	36.00	1239.01
Mountain Shadows	200.00	1039.01
Arvada Residential Partners	<u>1039.01</u>	0.00
Total	<u><u>1275.01</u></u>	
Post-12/2/19		
		482.20
Whisper Village	33.00	449.20
Taylor Morrison	308.00	141.20
Taylor Morrison	3.00	138.20
Rangewater	<u>113.70</u>	24.50
Total	<u><u>457.70</u></u>	

PEDESTRIAN EASEMENT

THIS PEDESTRIAN EASEMENT is made this ____ day of _____, 2022, between Jefferson Center Metropolitan District No. 1, a quasi-municipal corporation and political subdivision of the State of Colorado (“**Grantor**”), and the City of Arvada, Colorado, a home rule municipal corporation, of the Counties of Jefferson and Adams (“**Grantee**”), whose legal address is 8101 Ralston Road, Arvada, CO 80001-8101.

WITNESSETH:

THAT for and in consideration of the sum of TEN DOLLARS (\$10.00) and other good and valuable consideration, the receipt whereof is hereby acknowledged, Grantor by these presents hereby grants and conveys to Grantee, its successors and assigns, a non-exclusive easement for the purpose of public passage and pedestrian traffic purposes, including the right to construct, maintain, repair, replace and operate public sidewalks and appurtenances all over, upon, across and under that certain tract of land, situate in the County of Jefferson, State of Colorado, described as follows:

SEE **EXHIBIT A** and **EXHIBIT B**, attached hereto and incorporated herein by this reference (the “**Easement Area**”).

TOGETHER WITH the right of ingress and egress over the Easement Area for the purpose of exercising the rights described above.

GRANTOR HEREBY reserves the right to use the Easement Area and to grant further easements and other interests in the Easement Area to other grantees so long as such grants and uses do not unreasonably interfere with Grantee’s exercise of its rights hereunder. Without limitation of the foregoing, Grantor shall have the right to install, construct and maintain the following within the Easement Area: retaining walls, lighting, landscaping, drainage and irrigation.

COUNTERPARTS. This instrument may be executed in one or more counterparts, each of which shall constitute an original and all of which shall constitute one and the same document.

IN WITNESS WHEREOF, the parties have executed this instrument as of the date set forth above.

[SIGNATURES AND NOTARY PAGES FOLLOW THIS PAGE]

The Community Development Director is authorized to accept land dedications and easements associated with development applications concerning which final approval has been granted by the Director and hereby accepts the herein non-exclusive pedestrian easement on behalf of the City of Arvada.

GRANTEE:

CITY OF ARVADA,
a municipal corporation

By: _____

Community Development Director

The foregoing instrument was acknowledged before me this ____ day of _____, 2022, by _____ as Community Development Director of the City of Arvada.

WITNESS my hand and official seal.

My commission expires: _____

(SEAL)

Notary Public

EXHIBIT A

LEGAL DESCRIPTION OF EASEMENT AREA

LAND DESCRIPTION

A PARCEL OF LAND BEING A PORTION OF TRACT 1 (DRAINAGE), BLOCK 1, CANDELAS COMMERCIAL FILING NO. 3 RECORDED SEPTEMBER 20, 2018 AT RECEPTION NO. 2018086569, LOCATED IN THE NORTHEAST QUARTER OF SECTION 24, TOWNSHIP 2 SOUTH, RANGE 70 WEST OF THE 6TH PRINCIPAL MERIDIAN, CITY OF ARVADA, COUNTY OF JEFFERSON, STATE OF COLORADO BEING MORE PARTICULARLY DESCRIBED AS FOLLOWS:

COMMENCING AT THE NORTHWEST CORNER OF SAID TRACT 1 (DRAINAGE) AND A POINT ON THE EASTERLY RIGHT-OF-WAY LINE OF JEFFERSON BELTWAY RECORDED AT RECEPTION NO. 2015077184 AND THE EASTERLY RIGHT-OF-WAY LINE OF CANDELAS PARKWAY RECORDED AT RECEPTION NO. 2007042670 SAID POINT BEING THE POINT OF BEGINNING;
THENCE ALONG THE NORTHERLY LINE OF SAID TRACT 1 (DRAINAGE), AND SAID EASTERLY RIGHT-OF-WAY LINE OF JEFFERSON BELTWAY, N59°49'58"E A DISTANCE OF 152.49 FEET;
THENCE CONTINUING ALONG THE NORTHERLY LINE OF SAID TRACT 1 (DRAINAGE) THE FOLLOWING TWO (2) CONSECUTIVE COURSES;
1) N85°23'22"E A DISTANCE OF 91.70 FEET;
2) THENCE N73°02'54"E A DISTANCE OF 41.24 FEET;
THENCE 69.78 FEET ALONG THE ARC OF A NON-TANGENT CURVE TO THE RIGHT HAVING A RADIUS OF 2406.00 FEET, A CENTRAL ANGLE OF 01°39'42", AND A CHORD WHICH BEARS S59°00'07"W A DISTANCE OF 69.77 FEET;
THENCE S59°49'58"W A DISTANCE OF 219.09 FEET TO A POINT ON THE WESTERLY LINE OF SAID TRACT 1 (DRAINAGE) AND A POINT ON THE EASTERLY RIGHT-OF-WAY LINE OF SAID CANDELAS PARKWAY;
THENCE ALONG SAID WESTERLY LINE OF TRACT 1 (DRAINAGE) AND SAID EASTERLY RIGHT-OF-WAY LINE, N15°04'22"W A DISTANCE OF 51.79 FEET TO THE POINT OF BEGINNING.

SAID PARCEL CONTAINS 0.245 ACRES OR 10,668 SQUARE FEET MORE OR LESS.

ALL LINEAL DIMENSIONS ARE IN U.S. SURVEY FEET.

BASIS OF BEARINGS

BEARINGS ARE BASED ON AN ASSUMED BEARING OF N00°53'18"W ALONG THE EASTERLY LINE OF THE NORTHEAST QUARTER OF SECTION 24, TOWNSHIP 2 SOUTH, RANGE 70 WEST OF THE SIXTH PRINCIPAL MERIDIAN, BEING MONUMENTED BY A FOUND 3-1/4" ALUMINUM CAP PLS #16837 AT THE NORTHEAST CORNER AND A FOUND 3-1/4" ALUMINUM CAP PLS #38069 AT THE EAST QUARTER CORNER.

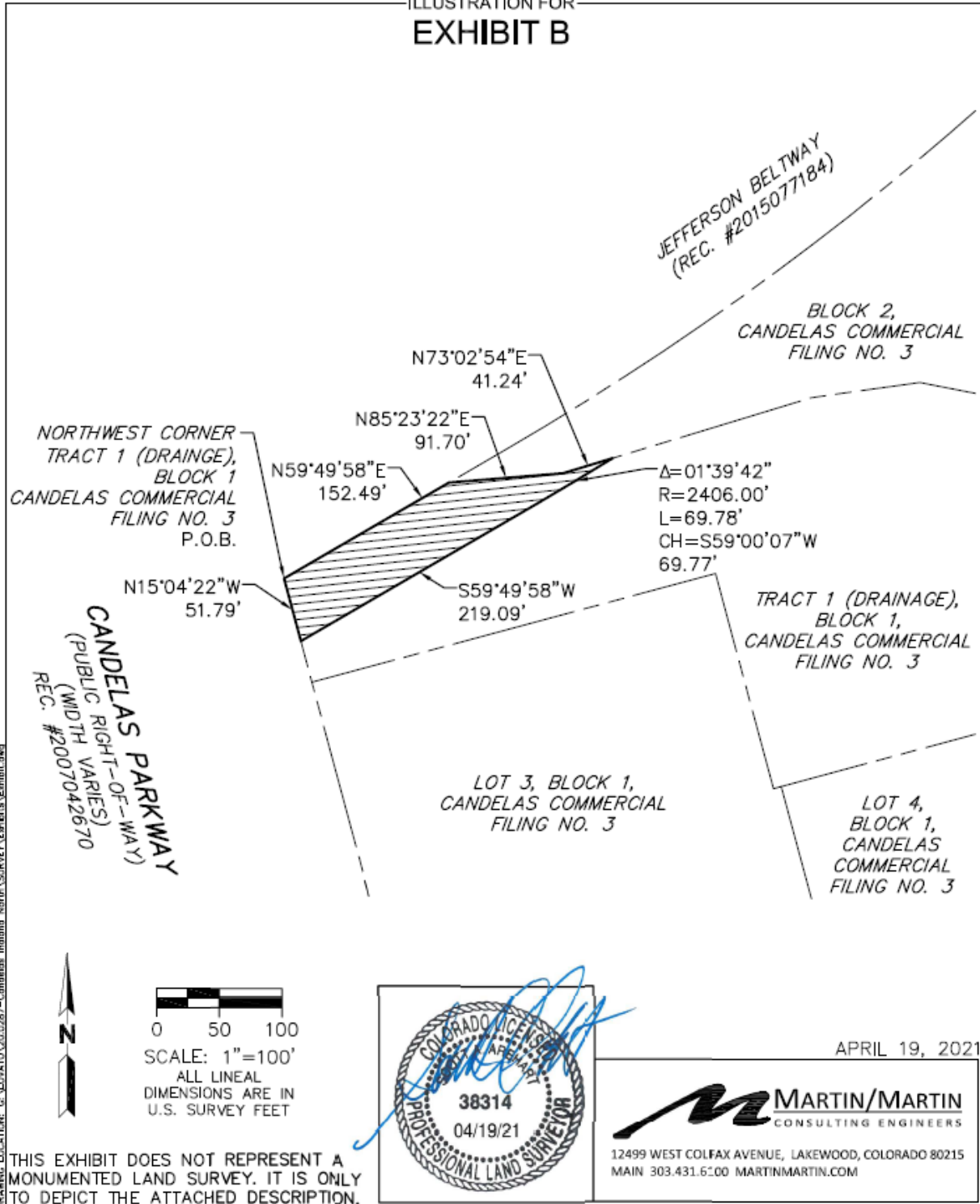
PREPARED BY VALERIA JUAREZ
REVIEWED BY SCOTT A. AREHART, PLS
FOR AND ON BEHALF OF
MARTIN/MARTIN, INC.
12499 WEST COLFAX AVENUE,
LAKEWOOD, COLORADO 80215
APRIL 19, 2021
303-431-6100
PROJECT NO. 20.0287



EXHIBIT B

DEPICTION OF EASEMENT AREA

ILLUSTRATION FOR
EXHIBIT B



SANITARY SEWER EASEMENT

THIS SANITARY SEWER EASEMENT is made this ____ day of _____, 2022, between Jefferson Center Metropolitan District No. 1, a quasi-municipal corporation and political subdivision of the State of Colorado (“**Grantor**”), and the City of Arvada, Colorado, a home rule municipal corporation, of the Counties of Jefferson and Adams (“**Grantee**”), whose legal address is 8101 Ralston Road, Arvada, CO 80001-8101.

WITNESSETH:

THAT for and in consideration of the sum of TEN DOLLARS (\$10.00) and other good and valuable consideration, the receipt whereof is hereby acknowledged, Grantor by these presents hereby grants and conveys to Grantee, its successors and assigns, a non-exclusive easement to maintain, repair, replace and operate sewer lines, facilities, and appurtenances thereto all over, upon, across and under that certain tract of land, situate in the County of Jefferson, State of Colorado, described as follows:

SEE **EXHIBIT A**, attached hereto and incorporated herein by this reference (the “**Easement Area**”).

TOGETHER WITH the right of ingress and egress over the Easement Area for the purpose of exercising the rights described above.

GRANTOR HEREBY reserves the right to use the Easement Area and to grant further easements and other interests in the Easement Area to other grantees so long as such grants and uses do not unreasonably interfere with Grantee’s exercise of its rights hereunder. Without limitation of the foregoing, Grantor shall have the right to install, construct and maintain the following within the Easement Area: retaining walls, roadways, parking, lighting, landscaping, irrigation and sidewalks.

COUNTERPARTS. This instrument may be executed in one or more counterparts, each of which shall constitute an original and all of which shall constitute one and the same document.

IN WITNESS WHEREOF, the parties have executed this instrument as of the date set forth above.

[SIGNATURES AND NOTARY PAGES FOLLOW THIS PAGE]

The Community and Economic Development Director is authorized to accept land dedications and easements associated with development applications concerning which final approval has been granted by the Director and hereby accepts the herein non-exclusive sanitary sewer easement on behalf of the City of Arvada.

GRANTEE:

CITY OF ARVADA,
a municipal corporation

By: _____
Community and Economic
Development Director

The foregoing instrument was acknowledged before me this ____ day of _____, 2022, by _____ as Community and Economic Development Director of the City of Arvada.

WITNESS my hand and official seal.

My commission expires: _____

(SEAL)

Notary Public

EXHIBIT A

LEGAL DESCRIPTION AND DEPICTION OF EASEMENT AREA

LAND DESCRIPTION:

A PARCEL OF LAND, BEING A PORTION OF LOT 16, WHEAT RIDGE GARDENS 2ND FILING LOCATED IN THE NORTHEAST QUARTER OF SECTION 26, TOWNSHIP 2 SOUTH, RANGE 70 WEST OF THE SIXTH PRINCIPAL MERIDIAN, CITY OF ARVADA, COUNTY OF JEFFERSON, STATE OF COLORADO. BEING MORE PARTICULARLY DESCRIBED AS FOLLOWS:

COMMENCING AT THE NORTHEAST CORNER OF SAID SECTION 26, THENCE S02°50'12"W A DISTANCE OF 654.59 FEET TO A POINT ON THE NORTHERLY PROPERTY LINE LOT 16, WHEAT RIDGE GARDENS 2ND FILING AS RECORDED IN BOOK 2, PAGE 35B, ALSO BEING THE POINT OF BEGINNING,
THENCE S14°14'35"E A DISTANCE OF 2.22 FEET;
THENCE S00°09'42"W A DISTANCE OF 107.44 FEET;
THENCE N63°19'42"W A DISTANCE OF 4.33 FEET;
THENCE N14°14'35"W A DISTANCE OF 110.89 FEET TO A POINT ON THE NORTHERLY LINE OF SAID LOT 16;
THENCE ALONG SAID NORTHERLY LINE, N89°41'51"E A DISTANCE OF 30.91 FEET TO THE POINT OF BEGINNING.

SAID PARCEL CONTAINS 0.044 ACRES (1,905 SQ. FT.), MORE OR LESS.

ALL LINEAL UNITS ARE IN U.S. SURVEY FEET.

BASIS OF BEARING:

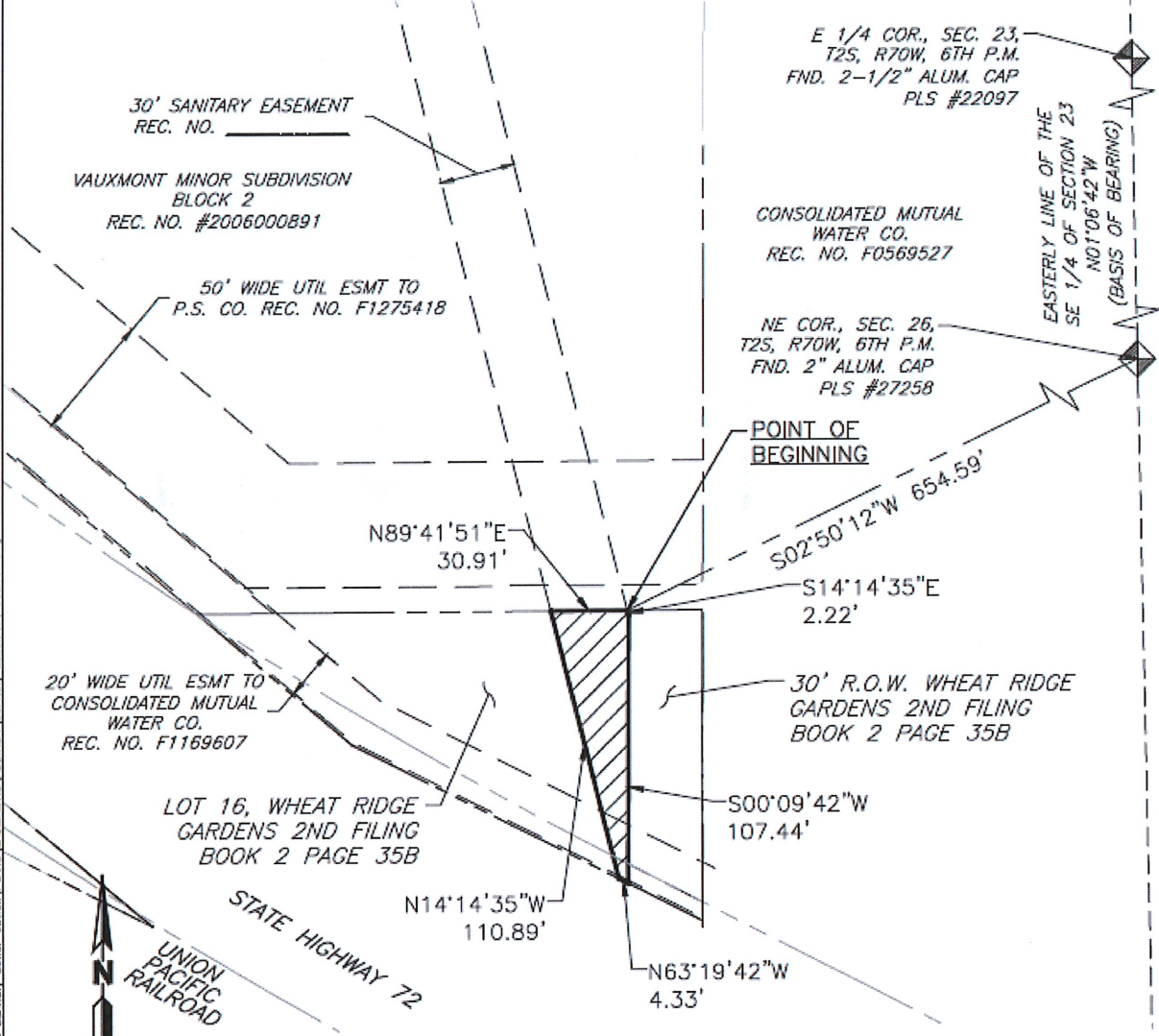
BEARINGS ARE BASED ON THE EASTERLY LINE OF THE SOUTHEAST QUARTER OF SECTION 23, TOWNSHIP 2 SOUTH, RANGE 70 WEST OF THE SIXTH PRINCIPAL MERIDIAN ON AN ASSUMED BEARING OF N01°06'42"W AND BEING MONUMENTED BY A FOUND 2" ALUMINUM CAP PLS #27258 AT THE SOUTHEAST CORNER AND A FOUND 2-1/2" ALUMINUM CAP PLS #22097 AT THE EAST QUARTER CORNER.

PREPARED BY: CLAYTON CRAMER
REVIEWED BY: RICHARD A. NOBBE, P.L.S.
FOR AND ON BEHALF OF
MARTIN/MARTIN CONSULTING ENGINEERS, INC.
12499 WEST COLFAX AVENUE
LAKEWOOD, COLORADO 80215
APRIL 15, 2022

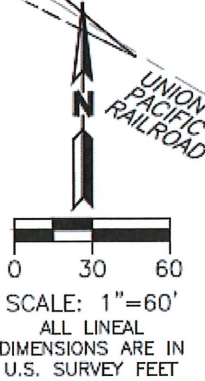


EXHIBIT A UTILITY EASEMENT

SHEET 2 OF 2



DRAWING LOCATION: G:\LOWADO\2022\0656E-Comdline-Sanitary-Sewer-Corridor\PLANES\EXHIBITS\ADDITION\Sanitary_Easement_addition.dwg



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



2022.04.15

MARTIN/MARTIN
CONSULTING ENGINEERS

12499 WEST COLFAX AVENUE, LAKEWOOD, COLORADO 80215
303.431.6100 MARTINMARTIN.COM