

THE VILLAS AT EASTLAKE RESERVOIR METROPOLITAN DISTRICT

2021 ANNUAL REPORT

TO

THE CITY OF THORNTON

Pursuant to the Service Plan of The Villas at Eastlake Reservoir Metropolitan District, the District is required to submit an annual report to the City of Thornton within six months of the close of the fiscal year. This report is submitted to the City of Thornton with regard to the following matters:

1. Boundary changes made or proposed to the District's boundary as of December 31.

There were no changes or proposed changes to the boundaries.

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

The District entered into a First Amendment to the Intergovernmental Agreement with the City of Thornton on June 29th, 2021.

3. Copies of the District's rules and regulations, if any, as of December 31.

The District has yet to adopt rules and regulations.

4. A summary of any litigation which involves the District Public Improvements as of December 31.

To the District's actual knowledge, based on review of the court records in Adams County, there is no litigation involving the District as of December 31, 2021.

5. Status of the District's construction of the Public Improvements as of December 31.

Construction of public improvements was performed by the developer and the District issued its Series 2016 Bonds to finance the cost of the improvements and made reimbursement to the developer for certified costs in 2017 and 2018.

6. A list of all facilities and improvements constructed by the District that have been dedicated to and accepted by the City as of December 31.

Construction and dedication previously completed by the developer.

7. The assessed valuation of the District for the current report year.

Taxable assessed valuation for 2021: \$4,256,350.

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

2021 budget attached. No additional public improvements were budgeted for construction in 2021.

9. Audit of the District's financial statements, for the year ending December 31 of the previous year, prepared in accordance with generally accepted accounting principles or audit exemption, if applicable.

The previous year's (2020) audit is attached.

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

None.

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

None.

Attachments: 2021 Budget and 2020 Audit

THE VILLAS AT EASTLAKE RESERVOIR METROPOLITAN DISTRICT

Financial Statements

Year Ended December 31, 2020

with

Independent Auditor's Report

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>	
Schedule of Revenues, Expenditures and Changes in Fund Balance - Budget and Actual - Debt Service Fund	18
Summary of Assessed Valuation, Mill Levy and Property Taxes Collected	19
<u>Continuing Disclosure Annual Financial Information – Unaudited</u>	
Owners of Taxable Property within the District	20
Assessed and Actual Valuation of Classes of Property in the District	21

Independent Auditor's Report

Board of Directors
The Villas at Eastlake Reservoir Metropolitan District
Adams County, Colorado

Report on the Financial Statements

We have audited the accompanying financial statements of the governmental activities and each major fund of The Villas at Eastlake Reservoir Metropolitan District (the "District") as of and for the year ended December 31, 2020, and the related notes to the financial statements, which collectively comprise the District's basic financial statements, as listed in the table of contents.

Management's Responsibility for the Financial Statements

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

Auditor's Responsibility

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

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

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

Opinion

In our opinion, the financial statements referred to above present fairly, in all material respects, the respective financial position of the governmental activities and each major fund of The Villas at Eastlake Reservoir Metropolitan District as of December 31, 2020, and the respective changes in financial position and the respective budgetary comparison for the general fund for the year then ended in accordance with accounting principles generally accepted in the United States.

Other Matters

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

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

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

Sincerely,



Wipfli LLP
Lakewood, Colorado

September 15, 2021

The Villas at Eastlake Reservoir Metropolitan District

BALANCE SHEET/STATEMENT OF NET POSITION
GOVERNMENTAL FUNDS
December 31, 2020

	<u>General</u>	<u>Debt Service</u>	<u>Total</u>	<u>Adjustments</u>	<u>Statement of Net Position</u>
ASSETS					
Cash and investments	\$ 21,102	\$ -	\$ 21,102	\$ -	\$ 21,102
Cash and investments - restricted	-	225,811	225,811	-	225,811
Receivable - County Treasurer	206	1,141	1,347	-	1,347
Property taxes receivable	38,015	211,609	249,624	-	249,624
Prepaid expenses	250	-	250	-	250
Capital assets not being depreciated	-	-	-	2,066,570	2,066,570
Total Assets	<u>\$ 59,573</u>	<u>\$ 438,561</u>	<u>\$ 498,134</u>	<u>2,066,570</u>	<u>2,564,704</u>
LIABILITIES					
Accounts payable	\$ 3,650	\$ -	\$ 3,650	-	3,650
Accrued interest on bonds	-	-	-	140,505	140,505
Long-term liabilities:					
Due in more than one year	-	-	-	2,617,958	2,617,958
Total Liabilities	<u>3,650</u>	<u>-</u>	<u>3,650</u>	<u>2,758,463</u>	<u>2,762,113</u>
DEFERRED INFLOWS OF RESOURCES					
Deferred property taxes	<u>38,015</u>	<u>211,609</u>	<u>249,624</u>	<u>-</u>	<u>249,624</u>
Total Deferred Inflows of Resources	<u>38,015</u>	<u>211,609</u>	<u>249,624</u>	<u>-</u>	<u>249,624</u>
FUND BALANCES/NET POSITION					
Fund Balances:					
Nonspendable:					
Prepays	250	-	250	(250)	-
Restricted:					
Emergencies	992	-	992	(992)	-
Debt service	-	226,952	226,952	(226,952)	-
Unassigned	<u>16,666</u>	<u>-</u>	<u>16,666</u>	<u>(16,666)</u>	<u>-</u>
Total Fund Balances	<u>17,908</u>	<u>226,952</u>	<u>244,860</u>	<u>(244,860)</u>	<u>-</u>
Total Liabilities, Deferred Inflows of Resources and Fund Balances	<u>\$ 59,573</u>	<u>\$ 438,561</u>	<u>\$ 498,134</u>		
Net Position:					
Net investment in capital assets				(551,388)	(551,388)
Restricted for:					
Emergencies				992	992
Debt service				86,447	86,447
Unrestricted				<u>16,916</u>	<u>16,916</u>
Total Net Position				<u>\$ (447,033)</u>	<u>\$ (447,033)</u>

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

The Villas at Eastlake Reservoir Metropolitan District

STATEMENT OF REVENUES, EXPENDITURES AND
CHANGES IN FUND BALANCES/STATEMENT OF ACTIVITIES
GOVERNMENTAL FUNDS

For the Year Ended December 31, 2020

	<u>General</u>	<u>Debt Service</u>	<u>Total</u>	<u>Adjustments</u>	<u>Statement of Activities</u>
EXPENDITURES					
Accounting & Audit	\$ 11,873	\$ -	\$ 11,873	\$ -	\$ 11,873
Insurance	1,414	-	1,414	-	1,414
Legal	14,388	-	14,388	-	14,388
Treasurer's fees	562	3,126	3,688	-	3,688
Bond interest expense	-	139,425	139,425	32,862	172,287
Trustee fees	-	5,500	5,500	-	5,500
Developer advances - interest	-	-	-	4,362	4,362
Total Expenditures	<u>28,237</u>	<u>148,051</u>	<u>176,288</u>	<u>37,224</u>	<u>213,512</u>
GENERAL REVENUES					
Property taxes	37,420	208,296	245,716	-	245,716
Specific ownership taxes	2,749	15,300	18,049	-	18,049
Interest income	814	828	1,642	-	1,642
Total General Revenues	<u>40,983</u>	<u>224,424</u>	<u>265,407</u>	<u>-</u>	<u>265,407</u>
NET CHANGES IN FUND BALANCES	12,746	76,373	89,119	(89,119)	
CHANGE IN NET POSITION				51,895	51,895
FUND BALANCES/NET POSITION:					
BEGINNING OF YEAR	<u>5,162</u>	<u>150,579</u>	<u>155,741</u>	<u>(654,669)</u>	<u>(498,928)</u>
END OF YEAR	<u>\$ 17,908</u>	<u>\$ 226,952</u>	<u>\$ 244,860</u>	<u>\$ (691,893)</u>	<u>\$ (447,033)</u>

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

The Villas at Eastlake Reservoir Metropolitan District

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

For the Year Ended December 31, 2020

	Original & Final		Variance
	Budget	Actual	Favorable (Unfavorable)
REVENUES			
Property taxes	\$ 37,453	\$ 37,420	\$ (33)
Specific ownership taxes	2,996	2,749	(247)
Interest income	142	814	672
Total Revenues	40,591	40,983	392
EXPENDITURES			
Accounting & Audit	10,000	11,873	(1,873)
Election expense	2,500	-	2,500
Insurance	3,000	1,414	1,586
Legal	18,000	14,388	3,612
Miscellaneous expenses	100	-	100
Treasurer's fees	562	562	-
Contingency	5,404	-	5,404
Emergency reserve	1,025	-	1,025
Total Expenditures	40,591	28,237	12,354
NET CHANGE IN FUND BALANCE	-	12,746	12,746
FUND BALANCE:			
BEGINNING OF YEAR	-	5,162	5,162
END OF YEAR	\$ -	\$ 17,908	\$ 17,908

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

THE VILLAS AT EASTLAKE RESERVOIR METROPOLITAN DISTRICT

Notes to Financial Statements December 31, 2020

Note 1: Summary of Significant Accounting Policies

The accounting policies of The Villas at Eastlake Reservoir Metropolitan District (“the District”), located in the City of Thornton, Adams 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 November 4, 2008, as a quasi-municipal organization established under the State of Colorado Special District Act. The District was established to provide for the planning, design, acquisition, construction, installation, relocation, redevelopment and financing of water, sanitation/storm sewer, street, safety protection, parks and recreation, transportation limited television relay and translation facilities, mosquito control, and limited fire protection services within the boundaries of the District to serve the future taxpayers and inhabitants of the District.

The District is to convey the completed public improvements, other than park and recreation improvements, to the City of Thornton (“City”) or other appropriate jurisdiction or owners association for ongoing operation and maintenance. With the exception of park and recreation improvements, the District is not authorized to operate and maintain public improvements unless set forth in a separate agreement with the City.

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 VILLAS AT EASTLAKE RESERVOIR METROPOLITAN DISTRICT

Notes to Financial Statements December 31, 2020

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

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.

THE VILLAS AT EASTLAKE RESERVOIR METROPOLITAN DISTRICT

Notes to Financial Statements December 31, 2020

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

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, Deferred Outflows/Inflows of Resources and Net Position

Fair Value of Financial Instruments

The District's financial instruments include cash and investments, accounts receivable and accounts payable. The District estimates that the fair value of all financial instruments at December 31, 2020, 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 investments 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.

THE VILLAS AT EASTLAKE RESERVOIR METROPOLITAN DISTRICT

Notes to Financial Statements December 31, 2020

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 has no items that qualify for reporting in this category.

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.

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 two years. Such assets are recorded at historical or estimated historical cost if purchased or constructed. Donated capital assets are recorded at acquisition value at the date of donation.

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 capital 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. Land and certain landscaping improvements are not depreciated. As of December 31, 2020, all of the District's assets are in progress, and no depreciation expense was recorded in 2020.

THE VILLAS AT EASTLAKE RESERVOIR METROPOLITAN DISTRICT

Notes to Financial Statements December 31, 2020

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 30 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.

Original Issue Premium

The original issue premium from the Series 2016A Bonds is being amortized over the life of the bonds using the effective interest method. Accumulated amortization of original issue premium amounted to \$9,021, at December 31, 2020.

Fund Equity

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:

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 \$250 represents prepaid expenditures.

THE VILLAS AT EASTLAKE RESERVOIR METROPOLITAN DISTRICT

Notes to Financial Statements December 31, 2020

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 \$992 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 \$226,952 is restricted for the payment of the debt service costs associated with the Series 2016A Bonds (see Note 4).

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.

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.

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 or 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.

THE VILLAS AT EASTLAKE RESERVOIR METROPOLITAN DISTRICT

Notes to Financial Statements
December 31, 2020

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, 2020, cash and investments are classified in the accompanying financial statements as follows:

Statement of Net Position:

Cash and investments	\$ 21,102
Cash and investments – Restricted	<u>225,811</u>
Total	\$ <u>246,913</u>

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

Deposits with financial institutions	\$ 72,721
Investments - COLOTRUST	<u>174,192</u>
	\$ <u>246,913</u>

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.

THE VILLAS AT EASTLAKE RESERVOIR METROPOLITAN DISTRICT

Notes to Financial Statements December 31, 2020

Investments

Investment Valuation

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

Credit Risk

The District's 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.

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

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 venture established for local government entities in Colorado to pool surplus funds. The State Securities Commissioner administers and enforces all State statutes governing 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. COLOTRUST 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.

THE VILLAS AT EASTLAKE RESERVOIR METROPOLITAN DISTRICT

Notes to Financial Statements
December 31, 2020

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 COLOTRUST. Substantially all securities owned by COLOTRUST 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, 2020, the District had \$174,192 invested in COLOTRUST.

Note 3: Capital Assets

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

<u>Governmental Type Activities:</u>	<u>Balance</u> <u>1/1/2020</u>	<u>Additions</u>	<u>Deletions</u>	<u>Balance</u> <u>12/31/2020</u>
<u>Capital assets not being depreciated:</u>				
Construction in Progress	\$2,066,570	\$ -	\$ -	\$2,066,570
Total capital assets not being depreciated	<u>2,066,570</u>	<u>-</u>	<u>-</u>	<u>2,066,570</u>
Government type assets, net	<u>\$2,066,570</u>	<u>\$ -</u>	<u>\$ -</u>	<u>\$2,066,570</u>

Note 4: Long-Term Debt

A description of the long-term obligations as of December 31, 2020, is as follows:

\$2,145,000 General Obligation (Limited Tax Convertible to Unlimited Tax) Bonds, Series 2016A and \$355,000 Subordinate General Obligation Limited Tax Bonds, Series 2016B

On December 22, 2016, the District issued \$2,145,000 of General Obligation (Limited Tax Convertible to Unlimited Tax) Bonds, Series 2016A ("Series 2016A Bonds"), and \$355,000 of Subordinate General Obligation Limited Tax Bonds, Series 2016B ("Series 2016B Bonds"), dated December 22, 2016, for the purpose of funding and reimbursing a portion of the costs of certain public infrastructure, paying the costs of issuance of the Bonds, and, with respect to the Series 2016A Bonds only, funding a portion of interest to accrue on the Series 2016A Bonds. The Series 2016A Bonds bear interest at the rate of 6.5%, payable semiannually on each June 1 and December 1, commencing on June 1, 2017, and maturing on December 1, 2046. The Series 2016B Bonds bear interest at the rate of 8%, payable annually on December 15, commencing on December 15, 2017, to the extent that Pledged Revenue is available, and mature on December 15, 2046.

THE VILLAS AT EASTLAKE RESERVOIR METROPOLITAN DISTRICT

Notes to Financial Statements December 31, 2020

The Series 2016A Bonds are subject to a mandatory sinking fund redemption commencing on December 1, 2024 and are subject to redemption prior to maturity, at the option of the District, as a whole or in integral multiples of \$1,000, in any order of maturity and in whole or partial maturities, commencing on December 1, 2021, upon payment of par, accrued interest, and a redemption premium that ranges between 0% and 3%. The Series 2016B Bonds are subject to redemption prior to maturity, at the option of the District, as a whole or in integral multiples of \$1,000, in any order of maturity and in whole or partial maturities, commencing on December 15, 2021, upon payment of par, accrued interest, and a redemption premium that ranges between 0% and 3%. The Series 2016B Bonds are also subject to mandatory redemption from Subordinate Pledged Revenue, if any, on deposit in the Subordinate Bond Fund.

The Series 2016A Bonds are secured by the Senior Required Mill Levy, the Capital Fees, if any, the portion of the Specific Ownership Tax which is collected as a result of the Senior Required Mill Levy, and any other legally available moneys as determined by the District. The Series 2016A Bonds are also secured by the Senior Surplus Fund. The Series 2016B Bonds are secured by the Subordinate Required Mill Levy, the Subordinate Capital Fee Revenue, if any, the portion of the Specific Ownership Tax which is collected as a result of the Subordinate Required Mill Levy, any amount remaining in the Senior Surplus Fund after termination of the fund and any other legally available moneys as determined by the District.

Events of Default as defined in the Series 2016 Bond Indentures are 1) the failure of the District to impose the Required Mill levy, or to apply the Pledged Revenue as required by the Indentures, 2) the default by the District in the performance or observance of any other of the covenants, agreements, or conditions of the Indenture or the Bond Resolution, and failure to remedy the same after notice thereof pursuant to the Indenture, and 3) the filing of a petition under the federal bankruptcy laws or other applicable laws seeking to adjust the obligations represented by the Bonds. Failure to pay the principal of or interest on the Series 2016 Bonds when due shall not, of itself, constitute an Event of Default under the Indenture. Remedies available in the Event of Default include 1) receivership, 2) suit for judgment, and 3) other suits. Acceleration of the Series 2016 Bonds is not an available remedy for an Event of Default.

The following is a summary of the annual long-term debt principal and interest requirements for the Series 2016A Bonds. Because of the uncertainty of the timing of the principal and interest payment on the Series 2016B Bonds, no schedule of principal and interest payments is presented.

THE VILLAS AT EASTLAKE RESERVOIR METROPOLITAN DISTRICT

Notes to Financial Statements
December 31, 2020

	<u>Principal</u>	<u>Interest</u>	<u>Total</u>
2021	\$ -	\$ 139,425	\$ 139,425
2022	-	139,425	139,425
2023	-	139,425	139,425
2024	30,000	139,425	169,425
2025	30,000	137,475	167,475
2026-2030	220,000	651,950	871,950
2031-2035	350,000	563,875	913,875
2036-2040	535,000	428,675	963,675
2041-2045	785,000	223,925	1,008,925
2046	195,000	12,675	207,675
	<u>\$ 2,145,000</u>	<u>\$ 2,576,275</u>	<u>\$ 4,721,275</u>

The following is an analysis of changes in long-term debt for the year ending December 31, 2020:

	<u>Balance</u> <u>1/1/2020</u>	<u>Additions</u>	<u>Deletions</u>	<u>Balance</u> <u>12/31/2020</u>	<u>Current</u> <u>Portion</u>
Series 2016A Bonds	\$2,145,000	\$ -	\$ -	\$ 2,145,000	\$ -
Series 2016B Bonds	355,000	-	-	355,000	-
Developer reimbursement	51,182	-	-	51,182	-
Developer reimbursement - interest	7,557	4,362	-	11,919	-
Total	<u>2,558,739</u>	<u>4,362</u>	<u>-</u>	<u>2,563,101</u>	<u>\$ -</u>
Original issue premium 2016A	57,839	-	2,982	54,857	
	<u>\$2,616,578</u>	<u>\$ 4,362</u>	<u>\$ 2,982</u>	<u>\$ 2,617,958</u>	

Debt Authorization

As of December 31, 2020, the District had remaining voted debt authorization of approximately \$33,000,000. The District has not budgeted to issue any new debt during 2020. Per the District's Service Plan, the District can not issue debt in excess of \$2,500,000. After the issuance of the Series 2016A Bonds and Series 2016B Bonds the District has issued the maximum amount of debt allowed under the Service Plan.

THE VILLAS AT EASTLAKE RESERVOIR METROPOLITAN DISTRICT

Notes to Financial Statements December 31, 2020

Note 5: Other Agreements

Intergovernmental Agreement with City of Thornton

On April 21, 2009, the District entered into the Intergovernmental Agreement with the City which restates provisions of the Service Plan regarding the Limitations on the District's exercise of powers and generally functions as a contractual obligation of the District to abide by the limitations imposed on it by the City in the Service Plan.

Administrative, Operations and Maintenance Advance and Reimbursement Agreement

On October 14, 2015, BC Encore Eastlake, LLC (the "Developer") and the District entered into an Administrative, Operations and Maintenance Advance and Reimbursement Agreement pursuant to which the Developer agreed to advance reasonable funds as requested from time to time by the District to pay the District's operating, maintenance, and general administrative expenses up to a maximum of \$25,000, however as of December 31, 2020, the Developer has advanced \$51,182.

Funding, Acquisition and Reimbursement Agreement

On October 14, 2015, the Developer and the District entered into a Funding, Acquisition and Reimbursement Agreement pursuant to which the Developer agreed to advance funds to the District for construction of District Infrastructure and/or construct Public Infrastructure for acquisition by the District. The District agreed to reimburse the Developer for all District eligible costs for which the District receives advances, to acquire any District Infrastructure constructed for the benefit of the District from the Developer that is not being dedicated to other government entities (including any related costs), and to reimburse the Developer for any costs incurred by the Developer for District Infrastructure that is being dedicated to third parties. The District agrees to repay the Developer for such advances and to pay interest at the rate of 8.5% from the date of the advance. As of December 31, 2020, the balance due under this agreement is \$0.

Note 6: 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.

THE VILLAS AT EASTLAKE RESERVOIR METROPOLITAN DISTRICT

Notes to Financial Statements December 31, 2020

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.

During 2008, a majority of the District's electors authorized the District to collect and spend or retain in a reserve all currently levied taxes and fees of the District without regard to any limitations under Article X, Section 20 of the Colorado Constitution.

Note 7: 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.

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 8: Reconciliation of Government-Wide Financial Statements and Fund Financial Statements

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

- 1) capital improvements used in government activities are not financial resources and, therefore are not reported in the funds; and
- 2) long-term liabilities such as bonds payable and accrued bond interest payable are not due and payable in the current period and, therefore, are not in the funds.

THE VILLAS AT EASTLAKE RESERVOIR METROPOLITAN DISTRICT

Notes to Financial Statements
December 31, 2020

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

- 1) 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; and,
- 2) governmental funds report developer advances and/or bond proceeds as revenue.

Note 9: Subsequent Event

On August 26, 2021, the District entered into a Loan Agreement with NBH Bank, (the “Bank”) whereby the Bank agreed to loan the District \$2,680,000, (“2021 Loan”) for the purpose of fully refunding the Series 2016A Bonds and the Series 2016B Bonds. The 2021 Loan bear interest initially at the rate of 3.50% until September 16, 2021 when the rate becomes 2.83%. The interest rate resets on December 1, 2041 and on each time there is a change in the One-Year Treasury Rate. The 2021 Loan may be prepaid at its option upon two Business Days’ prior written notice to the Bank in whole or in minimum \$250,000 increments on any interest payment date. The District may be required to pay Prepayment Fee as defined in the agreement.

The 2021 Loan is secured by the Required Mill Levy, the portion of the Specific Ownership Tax which is collected as a result of the Required Mill Levy, and any other legally available moneys as determined by the District.

SUPPLEMENTAL INFORMATION

The Villas at Eastlake Reservoir Metropolitan District

SCHEDULE OF REVENUES, EXPENDITURES AND
CHANGES IN FUND BALANCE - BUDGET AND ACTUAL -
DEBT SERVICE FUND
For the Year Ended December 31, 2020

	Original & Final <u>Budget</u>	<u>Actual</u>	Variance Favorable <u>(Unfavorable)</u>
REVENUES			
Property taxes	\$ 208,476	\$ 208,296	\$ (180)
Specific ownership taxes	20,848	15,300	(5,548)
Interest income	<u>4,000</u>	<u>828</u>	<u>(3,172)</u>
Total Revenues	<u>233,324</u>	<u>224,424</u>	<u>(8,900)</u>
EXPENDITURES			
Bond interest expense	139,425	139,425	-
Trustee fees	5,511	5,500	11
Treasurer's fees	<u>3,127</u>	<u>3,126</u>	<u>1</u>
Total Expenditures	<u>148,063</u>	<u>148,051</u>	<u>12</u>
NET CHANGE IN FUND BALANCE	85,261	76,373	(8,888)
FUND BALANCE:			
BEGINNING OF YEAR	<u>102,963</u>	<u>150,579</u>	<u>47,616</u>
END OF YEAR	<u>\$ 188,224</u>	<u>\$ 226,952</u>	<u>\$ 38,728</u>

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

The Villas at Eastlake Reservoir Metropolitan District

SUMMARY OF ASSESSED VALUATION, MILL LEVY
AND PROPERTY TAXES COLLECTED

December 31, 2020

Collection Year Ended <u>December 31,</u>	Prior Year Assessed Valuation for Current Year Property <u>Tax Levy</u>	Mills Levied		Total Property Tax		Percent Collected to Levied
		<u>General Fund</u>	<u>Debt Service</u>	<u>Levied</u>	<u>Collected</u>	
2016	\$ 339,860	50.000	0.000	\$ 16,993	\$ 16,993	100.00%
2017	\$ 338,700	10.000	50.000	\$ 20,322	\$ 20,322	100.00%
2018	\$ 1,570,560	10.000	55.277	\$ 102,521	\$ 102,521	100.00%
2019	\$ 2,479,520	10.000	55.277	\$ 161,856	\$ 157,231	97.14%
2020	\$ 3,745,260	10.000	55.277	\$ 244,479	\$ 245,716	100.51%
Estimated for year ending December 31, 2021	\$ 3,801,540	10.000	55.664	\$ 249,624		

NOTE

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.

CONTINUING DISCLOSURE ANNUAL FINANCIAL INFORMATION - UNAUDITED

The Villas at Eastlake Reservoir Metropolitan District

OWNERS OF TAXABLE PROPERTY
WITHIN THE DISTRICT
December 31, 2020
UNAUDITED

<u>Taxpayer Name</u>	<u>Property Classification</u>	<u>2020 Assessed Valuation</u>	<u>Percentage of Total Assessed Valuation</u>
Public Service	State Assessed	99,240	2.61%
Homeowner	Residential	22,200	0.58%
Homeowner	Residential	19,390	0.51%
Homeowner	Residential	19,390	0.51%
Homeowner	Residential	19,390	0.51%
Homeowner	Residential	19,390	0.51%
Homeowner	Residential	19,390	0.51%
Homeowner	Residential	19,390	0.51%
Homeowner	Residential	19,390	0.51%
Homeowner	Residential	19,390	0.51%
Total		<u>\$ 276,560</u>	<u>7.27%</u>

NOTE

Obtained from Adams County Assessor

The Villas at Eastlake Reservoir Metropolitan District

ASSESSSED AND ACTUAL VALUATION OF CLASSES
OF PROPERTY IN THE DISTRICT
December 31, 2020
UNAUDITED

<u>Class</u>	<u>2020 Assessed Valuation</u>	<u>Percent of Assessed Valuation</u>	<u>2020 Actual Valuation</u>	<u>Percent of Actual Valuation</u>
Residential	\$ 3,702,300	97.39%	\$ 51,780,420	99.34%
State Assessed	99,240	2.61%	342,207	0.66%
Total	<u>\$ 3,801,540</u>	<u>100.00%</u>	<u>\$ 52,122,626</u>	<u>100.00%</u>

2020 Assessed Valuation for collection year 2021

**VILLAS AT EASTLAKE RESERVOIR METROPOLITAN DISTRICT
2021
BUDGET MESSAGE**

Attached please find a copy of the adopted 2021 budget for the Villas at Eastlake Reservoir Metropolitan District.

The Villas at Eastlake Reservoir Metropolitan District has adopted budgets for two funds, a General Fund to provide for the payment of general operating expenditures; and a Debt Service Fund to provide for payments on the outstanding general obligation debt.

The District's accountants have utilized the modified accrual basis of accounting and the budget has been adopted after proper postings, publications and public hearing.

The primary sources of revenue for the District in 2021 will be property taxes. The District intends to impose a mill levy of 65.664 mills on all property within the District for 2021, of which 10.000 mills will be dedicated to the General Fund and the balance of 55.664 mills will be allocated to the Debt Service Fund.

Villas at Eastlake Reservoir Metropolitan District
Adopted Budget
General Fund
For the Year ended December 31, 2021

	Actual <u>2019</u>	Adopted Budget <u>2020</u>	Actual <u>7/31/2020</u>	Estimate <u>2020</u>	Adopted Budget <u>2021</u>
Beginning fund balance	\$ -	\$ -	\$ 5,162	\$ 5,162	\$ 13,850
Revenues:					
Property taxes	24,087	37,453	38,200	38,200	38,015
Ownership taxes	1,948	2,996	1,524	2,600	3,041
Developer advances	-	-	-	-	-
Interest/other income	68	142	36	50	500
Total revenues	<u>26,103</u>	<u>40,591</u>	<u>39,760</u>	<u>40,850</u>	<u>41,556</u>
Total funds available	<u>26,103</u>	<u>40,591</u>	<u>44,922</u>	<u>46,012</u>	<u>55,406</u>
Expenditures:					
Legal	7,962	18,000	9,950	18,000	18,000
Accounting and audit	9,824	10,000	4,553	10,000	10,500
Insurance	2,781	3,000	1,414	3,000	3,000
Election	-	2,500	-	-	-
Miscellaneous	12	100	-	600	1,000
Treasurer's fees	362	562	561	562	570
Transfer to Capital Fund	-	-	-	-	-
Contingency	-	5,404	-	-	21,344
Emergency reserve	-	1,025	-	-	992
Total expenditures	<u>20,941</u>	<u>40,591</u>	<u>16,478</u>	<u>32,162</u>	<u>55,406</u>
Ending fund balance	<u>\$ 5,162</u>	<u>\$ -</u>	<u>\$ 28,444</u>	<u>\$ 13,850</u>	<u>\$ -</u>
Assessed value		<u>3,745,260</u>			<u>3,801,540</u>
Mill levy		<u>10.000</u>			<u>10.000</u>

Villas at Eastlake Reservoir Metropolitan District
Adopted Budget
Debt Service Fund
For the Year ended December 31, 2021

	Actual <u>2019</u>	Adopted Budget <u>2020</u>	Actual <u>7/31/2020</u>	Estimate <u>2020</u>	Adopted Budget <u>2021</u>
Beginning fund balance	\$ 150,692	<u>102,963</u>	\$ 150,579	\$ 150,579	<u>226,427</u>
Revenues:					
Property taxes	133,144	208,476	208,296	208,400	211,609
Ownership taxes	10,767	20,848	8,483	14,500	21,161
Interest income	<u>2,904</u>	<u>4,000</u>	<u>727</u>	<u>1,000</u>	<u>2,000</u>
Total revenues	<u>146,815</u>	<u>233,324</u>	<u>217,506</u>	<u>223,900</u>	<u>234,770</u>
Total funds available	<u>297,507</u>	<u>336,287</u>	<u>368,085</u>	<u>374,479</u>	<u>461,197</u>
Expenditures:					
Bond interest	139,425	139,425	69,712	139,425	139,425
Paying agent fees	5,500	5,511	5,500	5,500	5,500
Treasurer's fees	<u>2,003</u>	<u>3,127</u>	<u>3,127</u>	<u>3,127</u>	<u>3,174</u>
Total expenditures	<u>146,928</u>	<u>148,063</u>	<u>78,339</u>	<u>148,052</u>	<u>148,099</u>
Ending fund balance	<u>\$ 150,579</u>	<u>188,224</u>	<u>\$ 289,746</u>	<u>\$ 226,427</u>	<u>313,098</u>
Assessed value		<u>3,745,260</u>			<u>3,801,540</u>
Mill levy		<u>55.664</u>			<u>55.664</u>
Total levy		<u>65.664</u>			<u>65.664</u>