Financial Statements

Year Ended December 31, 2020

With

Independent Auditors' Report

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INDEPENDENT AUDITOR'S REPORT

To the Board of Directors Fossil Ridge Metropolitan District No. 1

Opinions

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

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

Basis for opinions

We conducted our audits in accordance with auditing standards generally accepted in the United States of America. Our responsibilities under those standards are further described in the Auditor's Responsibilities for the Audit of the Financial Statements section of our report. We are required to be independent of Fossil Ridge Metropolitan District No. 1 and to meet our other ethical responsibilities in accordance with the relevant ethical requirements relating to our audits. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinions.

Responsibilities of Management for the Financial Statements

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

In preparing the financial statements, management is required to evaluate whether there are conditions or events, considered in the aggregate, that raise substantial doubt about Fossil Ridge Metropolitan District No. 1's ability to continue as a going concern within one year after the date that the financial statements are available to be issued.

Auditor's Responsibility for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance but is not absolute assurance and therefore is not a guarantee that an audit conducted in accordance with generally accepted auditing standards will always detect a material misstatement when it exists. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control. Misstatements, including omissions, are considered





material if there is a substantial likelihood that, individually or in the aggregate, they would influence the judgment made by a reasonable user based on the financial statements.

In performing an audit in accordance with generally accepted auditing standards, we:

- Exercise professional judgment and maintain professional skepticism throughout the audit.
- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, and design and perform audit procedures responsive to those risks. Such procedures include examining, on a test basis, evidence regarding the amounts and disclosures in the financial statements.
- Obtain an understanding of internal control relevant to the audit 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 Fossil Ridge Metropolitan District No. 1's internal control. Accordingly, no such opinion is expressed.
- Evaluate the appropriateness of accounting policies used and the reasonableness of significant accounting estimates made by management, as well as evaluate the overall presentation of the financial statements.
- Conclude whether, in our judgment, there are conditions or events, considered in the aggregate, that raise substantial doubt about Fossil Ridge Metropolitan District No. 1's ability to continue as a going concern for a reasonable period of time.

Other-Matters

Required Supplementary Information

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

Other Information

Our audit was conducted for the purpose of forming opinions on the financial statements that collectively comprise Fossil Ridge Metropolitan District No. 1's basic financial statements. The supplementary information section is presented for purposes of additional analysis and is not a required part of the financial statements.

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

Littleton, Colorado

Hayrie & Company

July 28, 2021

BASIC FINANCIAL STATEMENTS

FOSSIL RIDGE METROPOLITAN DISTRICT NO. 1 BALANCE SHEET/STATEMENT OF NET POSITION GOVERNMENTAL FUNDS December 31, 2020

				Debt		Capital					Statement of
Assets		General	S	ervice]	Projects	Total	A	djustments	N	et Position
Cash and investments - unrestricted	\$	798,814	\$	-	\$	1,155,516	\$ 1,954,330	\$	-	\$	1,954,330
Accounts receivable - assessments		9,361		-		-	9,361		-		9,361
Due from other districts		13,282		-		-	13,282		-		13,282
Deposits		20,000		-		19,070	39,070		-		39,070
Prepaid expenditures		450		-		-	450		-		450
Other receivables		12,806		-		-	12,806		-		12,806
Capital assets not being depreciated		-		-		-	-		36,787,232		36,787,232
Capital assets, net of accumulated											
depreciation		-		-		-	_		5,798,108		5,798,108
Total Assets	\$	854,713	\$	_	\$	1,174,586	\$ 2,029,299	\$	42,585,340	\$	44,614,639
Liabilities											
Accounts and retainage payable	\$	139,628	\$	_	\$	19,787	\$ 159,415	\$	_	\$	159,415
Prepaid assessments	T	108,189	т	_		-	 108,189	т.	_		108,189
Deposits		15,138		_		_	15,138		_		15,138
Due to other districts		939		_		_	939		_		939
Long-term liabilities:											
Due in more than one year		-		_		_	_		61,478,702		61,478,702
Total Liabilities		263,894		-		19,787	 283,681		61,478,702		61,762,383
Fund Balance/Net Position Fund Balance Non-spendable:											
Prepaid expenditures		450		_		-	450		(450)		-
Deposits		20,000		_		19,070	39,070		(39,070)		-
Restricted:		,				,	,		, , ,		
Emergency reserve		72,600		_		-	72,600		(72,600)		-
Assigned:		,					,		, , ,		
Capital projects		-		_		501,824	501,824		(501,824)		-
Reserve fund		-		-		633,905	633,905		(633,905)		_
Unrestricted:											
Unassigned		497,769		-		-	497,769		(497,769)		-
Total Fund Balance		590,819		-		1,154,799	 1,745,618		(1,745,618)		-
Total Liabilities, Deferred Inflows											
of Resources and Net Position	\$	854,713	\$		\$	1,174,586	\$ 2,029,299				
Net Position											
Restricted for:											
Emergencies									72,600		72,600
Unrestricted									(17,220,344)		(17,220,344)
Total Net Position (Deficit)								\$	(17,147,744)	\$	(17,147,744)

FOSSIL RIDGE METROPOLITAN DISTRICT NO. 1 STATEMENT OF REVENUES, EXPENDITURES AND CHANGES IN FUND BALANCES/STATEMENT OF ACTIVITIES GOVERNMENTAL FUNDS

For the Year Ended December 31, 2020

		Debt	Capital			Statement of
	General	Service	Projects	Total	Adjustments	Activities
Expenditures						
Property management	\$ 59,344	\$ -	\$ -	\$ 59,344	\$ -	\$ 59,344
Accounting and audit	112,267	-	-	112,267	-	112,267
District management	62,204	-	-	62,204	-	62,204
District office administration	10,470	-	-	10,470	-	10,470
Election	26,052	-	-	26,052	-	26,052
Insurance	35,059	-	-	35,059	-	35,059
Legal	93,737	59,431	-	153,168	-	153,168
Website	2,182	-	-	2,182	-	2,182
Grounds	530,334	-	-	530,334	-	530,334
Retreat expenses	246,044	-	-	246,044	-	246,044
Utilities	206,685	-	-	206,685	-	206,685
Sewer operations	434,036	-	-	434,036	-	434,036
Miscellaneous	8,080	-	-	8,080	_	8,080
Maintenance fees and expenses	51,260	-	58,726	109,986	_	109,986
Bond interest - Series 2010	-	288,550	-	288,550	192,367	480,917
Paying agent fees	-	2,850	-	2,850	-	2,850
Capital improvements	_	-	57,527	57,527	(57,527)	-
Depreciation	-	-	-	-	384,572	384,572
Interest on developer advances - operations	-	-	-	-	48,496	48,496
Interest on developer advances - capital	-	-	-	-	3,398,172	3,398,172
Total Expenditures	1,877,754	350,831	116,253	2,344,838	3,966,080	6,310,918
Program Revenues						
Homeowner assessments	1,626,790	_	_	1,626,790	_	1,626,790
Sewer service fees	208,533	_	_	208,533	_	208,533
Sewer operations fees	99,872	_	_	99,872	_	99,872
Sewer administration fees	28,254	_	_	28,254	_	28,254
Storm drainage fees	20,234	_	12,000	12,000	_	12,000
_	-	-	,	84,400	-	,
System development fees	41 422	-	84,400	*	-	84,400
Maintenance fees and repairs	41,432	-	-	41,432	-	41,432
Amenity user fees	3,058	-	106.262	3,058	-	3,058
Miscellaneous	43,163		106,362	149,525		149,525
Total Program Revenues	2,051,102		202,762	2,253,864		2,253,864
General Revenues						
Transfer from District No. 2	140,223	786,624	-	926,847	-	926,847
Transfer from District No. 3	227,917	424,142	-	652,059	-	652,059
Interest		5,197	855	6,052		6,052
Total General Revenues	368,140	1,215,963	855	1,584,958		1,584,958
Excess of Expenditures over (under)						
Revenues	541,488	865,132	87,364	1,493,984	(3,966,080)	(2,472,096)
Revenues	341,466	803,132	67,304	1,493,964	(3,900,080)	(2,472,090)
Other Financing Sources (Uses)						
Transfer to refunding escrow agent	-	(18,012,421)	-	(18,012,421)	18,012,421	-
Transfers (to) from other funds	(434,060)	59,660	374,400	-	-	-
Transfer from District No. 3 for debt refunding	_	15,364,738	-	15,364,738	-	15,364,738
Developer advances	-	-	35,173	35,173	(35,173)	-
Total Other Financing Sources (Uses)	(434,060)	(2,588,023)	409,573	(2,612,510)	17,977,248	15,364,738
Change in Fund Balance	107,428	(1,722,891)	496,937	(1,118,526)	1,118,526	
Change in Net Position	, - = 0	` , , , , , , , , , , , , , , , , , , , , , , , , , , , , , , , , , , , , , , , , , , , , , , , , , , , , , , , , , , , , , , , , , , , , , ,	,	(, -,/	12,892,642	12,892,642
n in i aran w						
Fund Balance/Net Position Beginning of Year	483,391	1,722,891	657,862	2,864,144	(32,904,530)	(30,040,386)
End of Year	\$ 590,819	\$ -	\$ 1,154,799	\$ 1,745,618	\$ (18,893,362)	
Liid Oi Teal	ψ 370,019	ψ -	Ψ 1,134,/33	Ψ 1,743,010	ψ (10,073,304)	\$ (17,147,744)

FOSSIL RIDGE METROPOLITAN DISTRICT NO. 1 SCHEDULE OF REVENUES, EXPENDITURES, AND CHANGES IN FUND BALANCE - BUDGET AND ACTUAL -GENERAL FUND

For the Year Ended December 31, 2020

D				Actual Amounts	Variance Favorable (Unfavorable)		
Revenues	ф	1 (20 200	¢.	1 (2(700	¢ (1.410)		
Homeowner assessments	\$	1,628,200	\$	1,626,790	\$ (1,410)		
Sewer service fees		267,010		208,533	(58,477)		
Sewer operations fees		94,022		99,872	5,850		
Sewer administration fees		28,500		28,254	(246)		
Maintenance fees		96,129		41,432	(54,697)		
Amenity user fee		75,000		3,058	(71,942)		
Transfer from District No. 2		140,223		140,223	-		
Transfer from District No. 3		227,917		227,917	-		
Miscellaneous and interest		5,000		43,163	38,163		
Total Revenues		2,562,001		2,419,242	(142,759)		
Expenditures							
Property management		52,123		59,344	(7,221)		
Accounting		20,000		93,929	(73,929)		
Audit		27,000		18,338	8,662		
District management		48,000		62,204	(14,204)		
District office administration		84,000		10,470	73,530		
Election		-		26,052	(26,052)		
Legal - general		25,000		58,270	(33,270)		
Legal - litigation		175,000		35,467	139,533		
Insurance		55,000		35,059	19,941		
Website		25,000		2,182	22,818		
Grounds		715,600		530,334	185,266		
Retreat expenses		423,500		246,044	177,456		
Utilities		220,800		206,685	14,115		
Sewer operations		481,522		434,036	47,486		
Maintenance fees		96,001		51,260	44,741		
Miscellaneous		· -		8,080	(8,080)		
Emergency reserves		76,860		-	76,860		
Total Expenditures		2,525,406		1,877,754	647,652		
Excess of Revenues over Expenditures		36,595		541,488	504,893		
Other Financing Uses							
Transfers to Debt Service Fund		-		(59,660)	(59,660)		
Transfers to Capital Fund		(514,400)		(374,400)	140,000		
Total Other Financing Uses		(514,400)		(434,060)	80,340		
Net Change in Fund Balance		(477,805)		107,428	585,233		
Beginning Fund Balance		752,840		483,391	(269,449)		
Ending Fund Balance	\$	275,035	\$	590,819	\$ 315,784		

Notes to Financial Statements December 31, 2020

Note 1: Summary of Significant Accounting Policies

The accounting policies of the Fossil Ridge Metropolitan District No. 1 (District), 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 October 10, 2006, as a quasi-municipal corporation and political subdivision of the State of Colorado pursuant to the Colorado Special District Act. At the time of formation, the Fossil Ridge Metropolitan District No. 2 (District No. 2) and the Fossil Ridge Metropolitan District No. 3 (District No. 3) were also organized (collectively, the Districts). All three districts are governed by the same Service Plan (as amended by the Second Amended and Restated Service Plan approved by the City of Lakewood on August 27, 2007), which provides that the District is the "Operating District" and District No. 2 and District No. 3 are the "Taxing Districts". The Taxing Districts are to provide funding to the Operating District for the construction, operation and maintenance of various public improvements and the Operating District is expected to manage such construction, operation and maintenance. The Operating District's primary revenues are homeowner assessments, various fees, developer advances and transfers from the Taxing Districts. 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 GASB.

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

Notes to Financial Statements December 31, 2020

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 change in fund balance/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 time of the related cash flows. Property taxes are recognized as revenues in the year for which they are collected.

Government 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-time obligation is paid.

Notes to Financial Statements December 31, 2020

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 Local Government Budget Law of Colorado, the District's board of directors holds a public hearing 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 total appropriation can only be modified upon completion of public notification and hearing requirements. The appropriation is at the total fund expenditures level and lapses at year end.

For the year ended December 31, 2020, supplementary appropriations approved by the District's board of directors modified the appropriation from \$684,100 to \$18,363,315 in the Debt Service Fund. The primary basis for the increase is related to the issuance of a refunding and improvement bond by District No. 3.

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, 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 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.

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.

Deferred Outflow/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 that time. 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.

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 fixed assets, as applicable using the straight-line method. Depreciation on the 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.

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

Recreation center 25 years
Equipment 5-7 years
Sanitation 40 years

Notes to Financial Statements December 31, 2020

Interfund Balances

Activities between funds that are representative of lending/borrowing arrangements outstanding at the end of the fiscal year are referred to as "due to/due from other funds". These amounts are eliminated in the Statement of Net Position.

Estimates

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

Property Taxes

Property taxes are levied by a special 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 that year. The County Treasurer collects the determined taxes during the ensuring 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 special 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.

There are only 53 residential properties within the District's jurisdictional boundaries, all of which are also within the jurisdictional boundaries of either District No. 2 or District No. 3. Because the residential properties are already being assessed property taxes by either District No. 2 or District No. 3, the District does not assess a property tax against the residences.

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 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:

Notes to Financial Statements December 31, 2020

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 \$20,450 represents \$450 in prepaid expenditures and \$20,000 in deposits.

The nonspendable fund balance in the Capital Projects Fund in the amount of \$19,070 represents a deposit.

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 \$72,600 of the General Fund balance has been reserved in compliance with this requirement.

Committed Fund Balance

Committed fund balance is 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.

As part of the Capital Projects Fund, the District has established an assigned reserve fund related to repairs and maintenance of existing District assets. Each year, the District's board of directors approves a specific amount to add to this assigned reserve fund as part of the annual budget process. The District's board of directors must specifically approve expenditures that are to be paid from the assigned reserve fund. The assigned reserve fund balance at the end of 2020 was \$633,905. The remaining assigned fund balance of \$501,824 is set aside for future capital projects.

Unassigned Fund Balance

Unassigned fund balance includes amounts that are available for any purpose. Positive amounts are reported only in the General Fund.

Notes to Financial Statements December 31, 2020

Net Position

Net position represents the difference between assets and deferred outflows of resources less liabilities and deferred inflows of resources. The District can report 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.

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

Notes to Financial Statements December 31, 2020

Note 2: Cash and Investments

As of December 31, 2020, cash and investments are classified in the accompanying statement of net position as follows:

Cash and investments – unrestricted	<u>\$ 1,954,330</u>
Total	\$ 1,954,330

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

Deposits with financial institutions	\$ 1,271,324
Investments – COLOTRUST	683,006
Total	\$ 1,954,330

Deposits:

Custodial Care 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. At December 31, 2020 the District's cash deposits had a bank balance of \$1,296,957 and a carrying balance of \$1,271,324.

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. The investment value in COLOTRUST is calculated using the net asset value method (NAV) per share.

Notes to Financial Statements December 31, 2020

Credit Risk

The District has not adopted a formal investment policy; however, the District follows state statutes regarding 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 or Trust) is rated AAAm by S&P Global Ratings 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 the Trust. COLOTRUST records its investments at fair value and the District records its investment in COLOTRUST using the net asset value method. The Trust 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 Trust. Substantially all securities owned by the Trust 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 \$683,006 invested in COLOTRUST.

Notes to Financial Statements December 31, 2020

Note 3: <u>Capital Assets</u>

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

Governmental Type Activities	Balance 1/1/2020	Transfers/ Additions	Transfers/ Deletions	Balance 12/31/2020	
Capital assets not being depreciated:					
Construction in progress	\$ 26,317,725	\$ 57,527	\$ -	\$ 26,375,252	
Parks and recreation	10,411,980			10,411,980	
Total capital assets not being depreciated:	36,729,705	57,527	-	36,787,232	
Capital assets being depreciated:					
Recreation center and equipment	8,242,749	-	-	8,242,749	
Sanitation	1,910,117	-	-	1,910,117	
Total capital assets being depreciated:	10,152,866			10,152,866	
Less accumulated depreciation:					
Recreation center	3,573,759	336,819	-	3,910,578	
Sanitation	396,427	47,753	-	444,180	
Total accumulated depreciation:	3,970,186	384,572	-	4,354,758	
Net capital assets being depreciated:	6,182,680	(384,572)	-	5,798,108	
Government type assets, net	\$ 42,912,385	\$ (327,045)	\$ -	\$ 42,585,340	

Upon completion and acceptance, all fixed assets except for the recreation center, sanitation, parks and landscaping will be conveyed by the District to other local governments. The District will not be responsible for maintenance except as noted in the First Amended and Restated Intergovernmental Agreement Between The City of Lakewood and Fossil Ridge Metropolitan District No. 1 Relating to Maintenance.

Notes to Financial Statements December 31, 2020

Note 4: <u>Long-Term Obligations</u>

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

	Balance 1/1/2020	Additions	Retirements/ Refunding	Balance 12/31/2020	Current Portion	
Bonds payable:						
Series 2010 - Tax-supported						
refunding revenue bonds	\$ 7,960,000	\$ -	\$ 7,960,000	\$ -	\$ -	
	7,960,000		7,960,000			
Other obligations:						
Developer advances						
Capital - principal	56,614,173	35,173	-	56,649,346	-	
Capital - interest	9,967,474	3,398,172	9,811,962	3,553,684	-	
Operations - principal	808,257	-	-	808,257	-	
Operations - interest	418,919	48,496	-	467,415	-	
	67,808,823	3,481,841	9,811,962	61,478,702		
Total	\$ 75,768,823	\$ 3,481,841	\$ 17,771,962	\$ 61,478,702	\$ -	

The "Developer advances" represent the amounts the Developer has submitted to the Districts for inclusion on the Developer Advances spreadsheet maintained by the Districts. The Districts have not yet determined to what extent the amounts submitted constitute "District Eligible Costs" and "Repayment Obligations" within the meaning of the Services Plan and the May 13, 2008 Reimbursement of Developer Loan and Public Infrastructure Acquisition Agreement.

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

Direct Borrowing Debt:

\$8,350,000 Tax-Supported Revenue Refunding Bonds – Series 2010

On September 28, 2010, the District issued \$8,350,000 of Tax-Supported Revenue Refunding Bonds, Series 2010 (Series 2010 Bonds). The bonds mature in increasing amounts beginning December 1, 2013. The bonds were issued for the purpose of advance refunding the Series 2009 Bonds, funding a debt service reserve and paying the cost of issuance. The bonds were to mature on December 1, 2040 and had an interest at the rate of 7.25%, payable semiannually on June 1 and December 1, commencing on December 1, 2010. The bonds were subject to redemption prior to maturity on any date on or after December 1, 2020, as a redemption price equal to 100% of their principal amount plus accrued interest. The Series 2010 Bonds were secured by pledged revenues including ad valorem taxes and specific ownership taxes collected by the Taxing Districts beginning in 2010 per an Amended and Restated Joint Funding Agreement with District No. 2 and District

Notes to Financial Statements December 31, 2020

No. 3 as approved on September 1, 2010. The reserve requirement was set at \$819,152. The Series 2010 Bonds were defeased with the issuance of a refunding and improvement bonds by District No. 3 on October 29, 2020.

Reimbursement of Developer Loan and Public Infrastructure Acquisition Agreement On May 13, 2008, the District entered into a Reimbursement of Developer Loan and Public Infrastructure Acquisition Agreement with Brookfield Residential (Colorado), LLC formerly Carma (Colorado), Inc. (Developer or Brookfield). The agreement provides for the advancement by the Developer of certain moneys for capital improvements and operating and maintenance costs for an amount not to exceed \$91,000,000. The agreement also provides that the Developer may construct public improvements and transfer them to the District (or to a third party at the District's direction). The agreement expressly limits the District's obligation to repay the Developer for cash advances, or the value of public improvements constructed, to bond proceeds. The Districts are responsible for determining when bonds should be issued, based on numerous economic factors. The District's board of directors may, in its sole discretion, use other legally available funds to repay developer advances. The Developer's cash advances bear interest at a rate of 6% per annum from the date of the advance. With respect to public improvements constructed by the Developer, interest at the rate of 6% per annum will begin accruing when all of the following criteria have been met: a) the District has provided notice of acceptance to the Developer; b) the notice also states that the District does not have funds to pay the "purchase" price as defined in the Agreement; and, c) the Developer has provided a Bill of Sale and otherwise satisfied the District's conditions for the District to acquire the public improvements. The repayment obligations by the District constitute a multiple fiscal year financial obligation and are not subject to annual appropriation; however, the District's eligible electors previously authorized this multiple fiscal year financial obligation, so it is not subject to annual appropriation. That said, as discussed above, the repayment obligation is restricted to bond proceeds. During the year ended December 31, 2020, the Developer was paid \$9,811,962 through funds received by District No. 3 from the October 29, 2020 issuance of refunding and improvement bonds.

Debt Authorization

As of December 31, 2020, the District had remaining voted debt authorization of approximately \$694,650,000. The District did not issue new debt during 2020. Per the District's Service Plan, the District, in combination with the Taxing Districts, cannot issue more than \$91 million in revenue debt, of which \$70 million of such authorization may be allocated to general obligation debt. As of December 31, 2020, the District and Fossil Ridge Metropolitan District No. 3 have issued \$7,000,000 and \$31,130,000, respectively, towards the general obligation debt authorization.

Notes to Financial Statements December 31, 2020

Master Intergovernmental Agreement

On January 8, 2008, the District entered into a Master Intergovernmental Agreement (IGA) with the Taxing Districts. Per the IGA, the District is to construct, own, maintain and operate the facilities benefiting the Taxing Districts, which may include the borrowing of funds or issuance of revenue bonds. Since its organization and through December 31, 2017, the District had no appreciable assessed valuation and, therefore, did not certify a mill levy. On February 21, 2018, the Jefferson County District Court, in Case No. 2005CV3044, issued an order including into the District 53 residential properties; however, because those properties are also already included within the boundaries of one of the Taxing Districts, the District Board does not intend to assess a property tax against those properties.

As a result, the Taxing Districts are to pay all costs related to the construction, operation and maintenance of such facilities, including the payment of amounts owing in connection with bonds issued to finance such facilities. Such financial obligations are to be paid from bond proceeds, the Taxing Districts' annual certification of a mill levy, homeowner assessments and various fees, subject to the limitations of the Service Plan. The original maximum mill levy was 50 mills. However, at the time of their organization the Taxing Districts' voters authorized the Taxing Districts to adjust their property tax rate in response to any change in the method of calculating assessed valuation or any constitutionally mandates tax credit, cut or abatement, so that, to the extent possible, the actual tax revenues generated by the Taxing Districts' mill levy are neither diminished nor enhanced as a result of such changes. For purposes of the foregoing, a change in the ratio of actual valuation is deemed to be a change in the method of calculating assessed valuation. As a result of this prior voter authorization, the current maximum mill levy is 55.664 mills. The IGA also sets forth certain provisions pertaining to the processes for payment of capital, operations and maintenance costs, review of budgets and project plans, execution of construction contracts, administrative management, establishment of user fees and the transfers of funds between districts.

Joint Funding Agreements

On September 1, 2009, the District entered into a Joint Funding Agreement with the Taxing Districts (2009 Joint Funding Agreement) to provide for the payment to the trustee of certain property taxes and specific ownership taxes collected by the Taxing Districts for the purpose of paying debt service on its Series 2009 Bonds. An Amended and Restated Joint Funding Agreement was approved on September 1, 2010, which allowed for the payment of the debt service related to the Series 2010 Bonds.

On December 22, 2014, the District entered into a 2014 Joint Funding Agreement with the Taxing Districts (2014 Joint Funding Agreement), pursuant to which the Taxing Districts were obligated to impose a required mill levy for the purpose of providing for the payment of District No. 3's Series 2014 Bonds. All revenue payable to the trustee under the Funding Agreements constituted pledged revenue pledged to the payment of the Series 2010 Bonds and Series 2014 Bonds. On December 7, 2016, the District entered into a First Amendment to

Notes to Financial Statements December 31, 2020

the 2014 Joint Funding Agreement which amended the Original Joint Funding Agreement to clarify that the term "estimated debt requirements" was to include all parity debt as well as bonds.

In connection with the 2020 issuance of District No. 3's refunding and improvement bonds, on October 29, 2020, the Districts entered into a Termination of Pledge Agreement, terminating the 2009 and 2014 Joint Funding Agreements, as amended, and entered into a Joint Funding and Capital Pledge Agreement as discussed below.

Joint Funding and Capital Pledge Agreement

On October 29, 2020, the District entered into a Joint Funding and Capital Pledge Agreement (2020 Joint Funding Agreement) with the Taxing Districts. Whereas the 2009 Joint Funding Agreement, as amended, contemplated that any subsequent debt obligations secured by ad valorem property taxes would be issued by the District, the Districts subsequently determined that it would be in the best interest of the Districts, the residents and the taxpayers thereof: (i) for such indebtedness to be issued by District No. 3, (ii) for such indebtedness be payable from such ad valorem property taxes and specific ownership taxes of the Taxing Districts for the purpose of prepaying in full the District's Series 2010 Bonds, District No. 3's Series 2014 Bonds and Series 2016 Bonds, and financing or reimbursing an additional portion of improvements funded by the District.

Under the 2020 Joint Funding Agreement, the Taxing Districts are obligated to provide for the payment to District No. 3's trustee of certain property taxes and specific ownership taxes collected for the purpose of paying debt service on District No. 3's Series 2020 Bonds.

Note 5: District Agreements

IGA with Green Mountain Water and Sanitation District – Extra-territorial Sewer Service On January 15, 2008, the District entered into an Intergovernmental Agreement for Extraterritorial Sewer Service with the Green Mountain Water and Sanitation District (Green Mountain). The purpose of this agreement is to outline the responsibilities associated with the design and construction of the sewer system within the District as well as the collection of the associated system development fees and the billing for the ongoing sewer service. In 2014, the District and Green Mountain entered into an Amended and Restated Intergovernmental Agreement for Extra-Territorial Sewer Service which, among other things, provided for the collection of the system development fee payments.

<u>IGA</u> with Green Mountain Water and Sanitation District – Sewer System Maintenance and Repair

On September 19, 2008, the District entered into an Intergovernmental Agreement for Maintenance and Repair of Sewer System with Green Mountain. Per this agreement, Green Mountain will perform the maintenance and repair services and the District will compensate Green Mountain monthly based on a mutually agreed upon rate schedule.

Notes to Financial Statements December 31, 2020

IGA with the City of Lakewood – Maintenance

On April 22, 2008, the District entered into an Intergovernmental Agreement Relating to Maintenance with the City of Lakewood (Lakewood). The purpose of this agreement is to set forth the obligations of and the benefits to both parties in relation to the maintenance activities within the District. Lakewood's responsibilities will be comparable to its maintenance of other similar improvements throughout the city. This agreement terminates on December 31 of each year and automatically renews for successive one-year periods. On September 12, 2016, this agreement was amended by the First Addendum to First Amended and Restated Intergovernmental Agreement between the City of Lakewood and Fossil Ridge Metropolitan District No. 1 Relating to Maintenance. This Addendum relates only to the provisions pertaining to sign posts and frames within the District.

Note 6: <u>Tax, Spending and Debt Limitations</u>

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.

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 November 7, 2006, 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.

Notes to Financial Statements December 31, 2020

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 with Fund Financial Statements

The <u>Government Funds Balance Sheet/Statement of Net Position</u> 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, accrued bond interest payable, developer advances payable and accrued interest on developer advances are not due and payable in the current period and, therefore, are not in the funds.

The <u>Governmental Funds Statement of Revenues</u>, <u>Expenditures and Change in Fund Balance/Statement of Activities</u> 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 progress pending transfer to other governmental entities or depreciated over their useful lives;
- 2) Governmental funds report interest expense on the modified accrual basis; however, interest expense is reported on the full accrual method in the statement of activities; and,
- 3) Governmental funds report developer advances as revenue; however, these are reported as changes to long-term liabilities on the government-wide financial statements.

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

SUPPLEMENTAL INFORMATION

FOSSIL RIDGE METROPOLITAN DISTRICT NO. 1 SCHEDULE OF REVENUES, EXPENDITURES AND CHANGE IN FUND BALANCE - BUDGET AND ACTUAL -DEBT SERVICE FUND

For the Year Ended December 31, 2020

							Vai	riance
	Budget Amounts				Actual		Favorable	
	Original			Final		mounts	(Unfavorable)	
Revenues								
Transfer from District No. 2	\$	259,958	\$	786,624	\$	786,624	\$	-
Transfer from District No. 3		424,142		424,142		424,142		-
Interest		-		5,233		5,197		(36)
Total Revenues		684,100		1,215,999		1,215,963		(36)
Expenditures								
Bond principal - Series 2010		100,000		-		-		-
Bond interest - Series 2010		577,100		288,550		288,550		-
Trustee and paying agent fees		5,000		2,850		2,850		-
Legal fees		-		59,450		59,431		19
Miscellaneous		2,000		-		-		-
Total Expenditures		684,100		350,850		350,831		19
Excess of Revenues Over Expenditures				865,149		865,132		(17)
Other Financing Sources (Uses)								
Transfer from District No. 3		-		15,364,750	1:	5,364,738		(12)
Transfer to escrow agent - debt refunding		-		(18,012,465)	(13	8,012,421)		44
Transfer from General Fund				59,675		59,660		(15)
Total Other Financing Sources (Uses)				(2,588,040)	(2	2,588,023)		17
Net Change in Fund Balance		-		(1,722,891)	(1,722,891)		-
Beginning Fund Balance		1,752,759		1,722,891		1,722,891		
Ending Fund Balance	\$	1,752,759	\$		\$		\$	_

FOSSIL RIDGE METROPOLITAN DISTRICT NO. 1 SCHEDULE OF REVENUES, EXPENDITURES AND CHANGE IN FUND BALANCE - BUDGET AND ACTUAL -CAPITAL PROJECTS FUND

For the Year Ended December 31, 2020

	Original and Final Budget	Actual Amounts	Variance Favorable (Unfavorable)
Revenues			
Development fees	\$ 115,600	\$ 84,400	\$ (31,200)
Storm drainage fees	17,000	12,000	(5,000)
Sewer fees	5,742	3,132	(2,610)
Conservation trust fund	3,200	-	(3,200)
Miscellaneous	1,200	103,230	102,030
Interest	500	855	355
Total Revenues	143,242	203,617	60,375
Expenditures			
Engineering	100,000	45,030	54,970
Capital improvements	100,000	12,497	87,503
Repairs and maintenance	-	58,726	(58,726)
Total Expenditures	200,000	116,253	83,747
Excess of Revenues Over (Under) Expenditures	(56,758)	87,364	144,122
Other Financing Sources			
Developer advances	-	35,173	35,173
Transfers from General Fund	514,400	374,400	(140,000)
Total Other Financing Sources	514,400	409,573	(104,827)
Net Change in Fund Balance	457,642	496,937	39,295
Beginning Fund Balance	328,791	657,862	329,071
Ending Fund Balance			
Assigned - Capital Projects	47,033	520,894	473,861
Assigned - Reserve Fund	739,400	633,905	(105,495)
	\$ 786,433	\$ 1,154,799	\$ 368,366