HOMESTEAD HILLS METROPOLITAN DISTRICT (the "District") 2021 ANNUAL REPORT

Pursuant to Paragraph VII of the Service Plan for Homestead Hills Metropolitan District, (the "District"), the District is required to annually file a special district annual report in accordance with the provisions of § 32-1-207(3)(d), C.R.S. The annual report shall be filed with the City Clerk of the City of Thornton, the Division of Local Government, and the State Auditor, and shall be on file with the Adams County Clerk and Recorder's Office for public inspection. For the year ending December 31, 2021, the District makes the following report:

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

There were no changes or proposed changes to the boundaries of the District in 2021.

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

The District did not enter into any Intergovernmental Agreements in 2021.

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

The District has not adopted rules or regulations as of December 31, 2021.

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

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

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

The District did not undertake the construction of any Public Improvements as of December 31 of the prior year. All public improvements are constructed by the developer within the District.

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

The District did not construct any facilities or improvements as of December 31 of the prior year. All public improvement are constructed by the developer within the District and that developer is responsible for dedication of facilities to the City.

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

The final assessed valuation for 2021 is \$2,927,070.

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

A copy of the 2022 budget for the District is attached as Exhibit A.

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 District's 2021 audit is currently underway and will be made available once completed.

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

The District is not aware of any uncured events of default by the District.

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.

The District is not aware of any inability to pay its's obligations as they become due, in accordance with the terms of such obligations, which continue beyond a ninety (90) day period.

Respectfully submitted on June 6, 2022.

EXHIBIT A (2022 Budget)

HOMESTEAD HILLS METROPOLITAN DISTRICT

ANNUAL BUDGET

FOR YEAR ENDING DECEMBER 31, 2022

HOMESTEAD HILLS METROPOLITAN DISTRICT SUMMARY 2022 BUDGET WITH 2020 ACTUAL AND 2021 ESTIMATED For the Years Ended and Ending December 31,

	ACTUAL		ESTIMATED			
	1	2020		2021	В	UDGET 2022
	<u> </u>	2020		2021		2022
BEGINNING FUND BALANCES	\$	4,080	\$	476,058	\$	256,547
REVENUES						
Property Taxes		35,876		186,032		309,569
Specific ownership tax		2,641		2,960		21,670
Bond premium Series 2020A		111,555		-		-
Bond proceeds Series 2019 A		2,220,000		-		-
Bond proceeds Series 2019B		722,000		-		-
Developer Advance - Carlson Administration		14,000		-		-
Developer Advance - Carlson Capital		3,202,768		-		-
Developer Advance - KB Administration		14,000		-		-
Developer Advance - KB Operations		53,750		50,000		-
Interest Income		777		102		120
Maintenance Fees		12,536		40,000		50,000
Total revenues		6,389,903		279,094		381,359
TRANSFERS IN		308,437		39,858		102,777
Total funds available		6,702,420		795,010		740,683
		405 044		47.040		E 4 4 7 0
General Fund		125,941		47,942		54,470
Special Revenue Fund Debt Service Fund		- 80,450		92,100 119,469		160,058 120,444
Capital Projects Fund		5,711,534		239,094		120,444
						-
Total expenditures		5,917,925		498,605		334,972
TRANSFERS OUT		200 427		20.050		400 777
TRANSFERS OUT		308,437		39,858		102,777
Total expenditures and transfers out						
requiring appropriation		6,226,362		538,463		437,749
				,		<u> </u>
ENDING FUND BALANCES	\$	476,058	\$	256,547	\$	302,934
EMERGENCY RESERVE	\$	920	\$	2,700	\$	4,700
MAINTENANCE RESERVE	Ψ		Ψ	12,390	Ψ	15,470
DEBT RESERVE FUND		100		171,078		171,489
SURPLUS FUND		-		57,718		111,275
TOTAL RESERVE	\$	1,020	\$	243,886	\$	302,934

1/3/22

HOMESTEAD HILLS METROPOLITAN DISTRICT PROPERTY TAX SUMMARY INFORMATION 2022 BUDGET WITH 2020 ACTUAL AND 2021 ESTIMATED For the Years Ended and Ending December 31,

1/3/22

	ACTUAL		ESTIMATED		BUDGET	
		2020		2021		2022
ASSESSED VALUATION						
Vacant land	\$	378,740	\$	658,010	\$	394,690
Residential		-		1,090,340		2,499,090
Commercial		-		10,640		-
State assessed		-		-		160
Personal	<u>ф</u>	-	<u>ф</u>	-	¢	33,130
Certified Assessed Value	\$	378,740	\$	1,758,990	\$	2,927,070
MILL LEVY						
General		45.000		50.097		50.097
Debt Service		50.000		55.664		55.664
Total mill levy		95.000		105.761		105.761
PROPERTY TAXES						
General	\$	17,043	\$	88,120	\$	146,637
Debt Service		18,937		97,912		162,932
Levied property taxes		35,980		186,032		309,569
Adjustments to actual/rounding		(104)		-		-
Budgeted property taxes	\$	35,876	\$	186,032	\$	309,569
BUDGETED PROPERTY TAXES						
General	\$	16,994	\$	88,120	\$	146,636
Debt Service		18,882		97,912		162,933
	\$	35,876	\$	186,032	\$	309,569

HOMESTEAD HILLS METROPOLITAN DISTRICT GENERAL FUND 2022 BUDGET WITH 2020 ACTUAL AND 2021 ESTIMATED For the Years Ended and Ending December 31,

1/3/22

			HOILL
	ACTUAL	ESTIMATED	BUDGET
	2020	2021	2022
	<u> </u>		<u></u>
BEGINNING FUND BALANCE	\$ 1,649	\$ 3,248	\$ 5,000
REVENUES			
Property taxes	16,994	88,120	146,637
Specific ownership tax	1,251	1,402	10,265
Developer Advance - Carlson Administration Developer Advance - KB Administration	14,000 14,000	-	-
Developer Advance - KB Operations	53,750	-	-
Interest income	2	30	45
Maintenance fees	12,536	-	-
Total revenues	112,533	89,552	156,947
Total revenues	112,000	09,002	130,347
Total funds available	114,182	92,800	161,947
EXPENDITURES			
Administrative			
Accounting	21,887	17,000	20,000
Auditing	,	4,350	4,500
County Treasurer's fee	255	1,322	2,200
Dues and licenses	346	1,290	1,500
Insurance and bonds	2,375	2,630	2,770
Legal services	21,919	20,000	22,000
Miscellaneous	-	1,350	1,500
Operations			
Billing	9,200	-	-
Repairs and maintenance	405		-
Election expense	1,783	-	-
Electricity	624	-	-
Fertilization/weed/insect	1,250	-	-
Landscaping	16,972	-	-
Management - Operations Miscellaneous	11,875 1,482	-	-
Native Area Maintenance	172	-	-
Snow Removal	19,401	-	-
Water	15,995	-	-
Total expenditures	125,941	47,942	54,470
TRANSFERS OUT			
Transfers to other fund	-	39,858	102,777
Total expenditures and transfers out			
requiring appropriation	125,941	87,800	157,247
ENDING FUND BALANCE	\$ (11,759)	\$ 5,000	\$ 4,700
EMERGENCY RESERVE	\$ 920	\$ 2,700	\$ 4,700
TOTAL RESERVE	\$ 920	\$ 2,700	\$ 4,700

HOMESTEAD HILLS METROPOLITAN DISTRICT SPECIAL REVENUE FUND 2022 BUDGET WITH 2020 ACTUAL AND 2021 ESTIMATED For the Years Ended and Ending December 31,

1/3/22

		ACTUAL	ES	STIMATED	B	UDGET
		2020		2021		2022
BEGINNING FUND BALANCE	\$	-	\$	(15,007)	\$	22,751
REVENUES						
Developer Advance - KB Operations		-		50,000		-
Maintenance fees		-		40,000		50,000
Total revenues				90,000		50,000
Total Tevendes				90,000		30,000
TRANSFERS IN						
Transfers from other funds		-		39,858		102,777
Total funds available		-		114,851		175,528
EXPENDITURES						
Operations				12 500		14.050
Billing		-		13,500		14,850
Detention pond		-		-		3,500
Electricity		-		1,000		2,200
Fertilization/weed/insect		-		2,000		5,166
Landscaping		-		15,000		38,020
Legal - operations		-		-		1,000
District management		-		9,600		12,600
Miscellaneous		-		1,000		2,096
Monument		-		-		5,000
Native area maintenance		-		-		2,286
Repairs and maintenance		-		5,000		20,766
Snow removal		-		38,000		40,000
Water		-		7,000		11,319
Water - native		-		-		1,255
Total expenditures		-		92,100		160,058
—						
Total expenditures and transfers out				00.400		100.050
requiring appropriation		-		92,100		160,058
ENDING FUND BALANCE	\$	_	\$	22,751	\$	15,470
MAINTENANCE RESERVE	\$	_	\$	12,390	\$	15,470
TOTAL RESERVE	\$		\$	12,390	\$	15,470
		-	Ψ	12,000	Ψ	10,770

HOMESTEAD HILLS METROPOLITAN DISTRICT DEBT SERVICE FUND 2022 BUDGET WITH 2020 ACTUAL AND 2021 ESTIMATED For the Years Ended and Ending December 31,

1/3/22

	ACTUAL 2020		ESTIMATED 2021		E	SUDGET 2022
BEGINNING FUND BALANCE	\$	45	\$	248,735	\$	228,796
REVENUES Property taxes Specific ownership tax Interest income Total revenues		18,882 1,390 431 20,703		97,912 1,558 60 99,530		162,932 11,405 75 174,412
TRANSFERS IN Transfers from other funds		308,437		-		-
Total funds available		329,185		348,265		403,208
EXPENDITURES County Treasurer's fee Paying agent fees Bond interest - Series 2020A Total expenditures		283 - 80,167 80,450		1,469 7,000 <u>111,000</u> 119,469		2,444 7,000 <u>111,000</u> 120,444
Total expenditures and transfers out requiring appropriation		80,450		119,469		120,444
ENDING FUND BALANCE	\$	248,735	\$	228,796	\$	282,764
DEBT RESERVE FUND SURPLUS FUND TOTAL RESERVE	\$	100 - 100	\$	171,078 57,718 228,796	\$	171,489 111,275 282,764

HOMESTEAD HILLS METROPOLITAN DISTRICT CAPITAL PROJECTS FUND 2022 BUDGET WITH 2020 ACTUAL AND 2021 ESTIMATED For the Years Ended and Ending December 31,

1/3/22

	ACTUAL	ESTIMATED		BUDG	iΕΤ
	2020		2021	202	2
BEGINNING FUND BALANCE	2,386	\$	239,082	\$	-
REVENUES					
Developer Advance - Carlson Capital	3,202,768		-		-
Bond premium Series 2020A	111,555		-		-
Bond proceeds Series 2019 A	2,220,000		-		-
Bond proceeds Series 2019B	722,000		-		-
Interest income	344		12		-
Total revenues	 6,256,667		12		-
Total funds available	 6,259,053		239,094		-
EXPENDITURES					
General and administrative					
Bond Issue Costs	309,007		-		-
Capital outlay	3,202,768		-		-
Engineering	7,538		-		-
Repay developer advance	 2,192,221		239,094		-
Total expenditures	 5,711,534		239,094		-
TRANSFERS OUT					
Transfers to other fund	 308,437		-		-
Total expenditures and transfers out requiring appropriation	6,019,971		239,094		
ENDING FUND BALANCE	\$ 239,082	\$	-	\$	-

Services Provided

The District's service area is located entirely within the Town of Thornton, Adams County, Colorado.

The District was established to provide financing for the construction, installation, and operation of public improvements, including streets and safety controls, water, storm and sanitary sewer, and park and recreation facilities, primarily for single family residential development within the District.

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

The District prepares its budget on the modified accrual basis of accounting in accordance with the requirements of Colorado Revised Statutes C.R.S. 29-1-105 using its best estimates as of the date of the budget hearing. These estimates are based on expected conditions and its expected course of actions. The assumptions disclosed herein are those that the District believes are significant to the budget. There will usually be differences between the budget and actual results, because events and circumstances frequently do not occur as expected, and those differences may be material.

Revenues

Developer Advances

Developer advances are recorded as revenue for budget purposes with an obligation for future repayment when the District is financially able to reimburse the Developer from bond proceeds and other legally available revenue.

The estimated balance of Developer advances as of December 31, 2021 are:

		lance nber 31,					-	t. Balance cember 31,
	2	020	Ac	ditions	Retire	ments		2021
Developer Advances - Operating								
Principal		141,123		50,000		-		191,123
Interest		7,942		7,863		-		15,805
	\$	149,065	\$	57,863	\$	-	\$	206,928

Property Taxes

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

The calculation of the taxes levied is displayed on the Property Tax Summary page of the budget using the adopted mill levy imposed by the District.

Revenues (Continued)

Specific Ownership Taxes

Specific ownership taxes are set by the State and collected by the County Treasurer, primarily on vehicle licensing within the County as a whole. The specific ownership taxes are allocated by the County Treasurer to all taxing entities within the County. The budget assumes that the District's share will be equal to approximately 7.0% of the property taxes collected.

Net Investment Income

Interest earned on the District's available funds has been estimated based on an average interest rate of approximately 0.10%.

Expenditures

County Treasurer's Fees

County Treasurer's fees have been computed at 1.5% of property tax collections.

General and Administrative Expenditures

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

Debt Service

Principal and interest payments are provided based on the debt amortization schedule from the anticipated Series 2020A and Series 2020B Bonds (discussed under Debt and Leases).

Debt and Leases

The District issued the Bonds on March 11, 2020, in the par amounts of \$2,220,000 for the Senior Bonds and \$722,000 for the Subordinate Bonds. Proceeds from the sale of the Bonds were used to finance or reimburse a portion of the costs of acquiring, constructing, and/or installing certain public infrastructure to serve the development. A portion of the proceeds of the Senior Bonds were also used to fund: (a) the Reserve Fund, (b) capitalized interest on the Senior Bonds, and (c) costs of issuing the Bonds.

The Senior Bonds bear interest at 5.000% per annum (4.2427% yield) and are payable semiannually on June 1 and December 1, beginning on June 1, 2020. Annual mandatory sinking fund principal payments are due on December 1, beginning on December 1, 2023. The Senior Bonds mature on December 1, 2050.

Debt and Leases (Continued)

The Subordinate Bonds bear interest at the rate of 8.000% per annum and are payable annually on December 15, beginning December 15, 2020 from, and to the extent of, Subordinate Pledged Revenue available, if any, and mature on December 15, 2050. The Subordinate Bonds are structured as cash flow bonds meaning that there are no scheduled payments of principal or interest prior to the final maturity date. Unpaid interest on the Subordinate Bonds compounds annually on each December 15.

To the extent principal of any Senior Bonds is not paid when due, such principal shall remain outstanding until paid, subject to discharge of the Senior Bonds on December 1, 2059 (the Senior Bonds Discharge Date). To the extent interest on any Senior Bonds is not paid when due, such interest shall compound semiannually on each interest payment date, at the rate then borne by the Senior Bond. All of the Subordinate Bonds and interest thereon are to be deemed to be discharged after the application of all available Subordinate Pledged Revenue on December 15, 2059 (the "Subordinate Bonds Discharge Date"), regardless of the amount of principal and interest paid prior to the Subordinate Bonds Discharge Date.

In the event any amounts due on the Senior Bonds remain unpaid after the application of all Senior Pledged Revenue available on the Senior Bonds Discharge Date, such amounts shall be deemed discharged and shall no longer be due and outstanding, regardless of the amount of principal and interest paid prior to the Senior Bonds Discharge Date.

The Senior and Subordinate Bonds are subject to redemption prior to maturity, at the option of the District, on March 1, 2025, and on any date thereafter, upon payment of par, accrued interest, and a redemption premium. The Senior and Subordinate Bonds are secured by Senior Pledged Revenue which means: (a) all Senior Property Tax Revenues; (b) all Senior Specific Ownership Tax Revenues; (c) all Capital Fees, if any; and (d) any other legally available moneys which the District determines, in its absolute discretion, to credit to the Senior Bond Fund.

Prior to the Conversion Date, the District is required to impose a Senior Required Mill Levy on all taxable property of the District each year in an amount necessary to generate Senior Property Tax Revenues sufficient to pay the principal of, premium if any, and interest on the Senior Bonds when due (less any amount then on deposit in the Senior Bond Fund and, solely to the extent provided in the Senior Indenture, the Surplus Fund and the Reserve Fund, respectively) and to replenish the Reserve Fund to the Reserve Requirement, but not in excess of 50 mills (subject to adjustment for changes in the method of calculating assessed valuation after January 1, 2004).

The District is required to impose a Subordinate Required Mill Levy upon all taxable property in the District each year in an amount equal to (i) 50 mills (as adjusted) less the Senior Obligation Mill Levy, or (ii) such lesser amount that will generate Subordinate Property Tax Revenues which, when combined with moneys then on deposit in the Subordinate Bond Fund, will pay the Subordinate Bonds in full in the year such levy is collected. Senior Obligation Mill Levy means the sum of the Senior Required Mill Levy and any other ad valorem property tax levy required to be imposed by the District for the payment of Senior Obligations.

Debt and Leases (Continued)

For so long as the Surplus Fund is required to be maintained and the amount on deposit therein is less than the Maximum Surplus Amount, the Senior Required Mill Levy is to be equal to 50 mills (subject to adjustment), or such lesser amount that will generate Senior Property Tax Revenues (A) sufficient to pay the principal of, premium if any, and interest on the Senior Bonds when due, to replenish the Reserve Fund to the Reserve Requirement, and to fully fund the Surplus Fund to the Maximum Surplus Amount, or (B) which, when combined with moneys then on deposit in the Senior Bond Fund, the Surplus Fund, and the Reserve Fund, will pay the Senior Bonds in full in the year such levy is collected.

On and after the Conversion Date, an ad valorem mill levy is to be imposed upon all taxable property of the District each year in an amount necessary (without limitation as to rate) to generate Senior Property Tax Revenues sufficient to pay the principal of, premium if any, and interest on the Senior Bonds when due (less any amounts then on deposit in the Senior Bond Fund and, solely as provided in the Senior Indenture, the Reserve Fund) and to replenish the Reserve Fund to the Reserve Requirement. On and after the Conversion Date, the definition of "Senior Required Mill Levy" shall be determined exclusively by this paragraph regardless of any subsequent increase in the Debt to Assessed Ratio.

The Conversion Date is the first date on which all of the following conditions are met: (a) the Debt to Assessed Ratio is 50% or less; (b) no amounts of principal or interest on the Senior Bonds are due but unpaid; and (c) the amount on deposit in the Reserve Fund is not less than the Reserve Requirement. Debt means the aggregate outstanding principal amount of the Senior Bonds, any Parity Bonds, the Subordinate Bonds, and any other obligation for which the District is obligated to impose ad valorem taxes and/or collect fee revenue.

The Senior Bonds are additionally secured by capitalized interest which was funded from proceeds of the Senior Bonds in the amount of \$135,667, by the Reserve Fund which was funded from proceeds of the Senior Bonds in the amount of the Reserve Requirement of \$170,750, and by amounts, if any, in the Surplus Fund.

Prior to the Conversion Date, Senior Pledged Revenue that is not needed to pay debt service on the Senior Bonds in any year will be deposited to and held in the Surplus Fund, up to the Maximum Surplus Amount of \$222,000. The Surplus Fund is to be maintained until the Conversion Date, at which time such fund will be terminated and all amounts on deposit are to be released to the District for application to any lawful purpose. Pursuant to the Subordinate Indenture, amounts released from the Surplus Fund are pledged to the repayment of the Subordinate Bonds.

The estimated balance of the Subordinate Bonds as of December 31, 2021 are:

		A	dditions	Retire	ments		: Balance ember 31, 2021
\$	722,000	\$	-	\$	-	\$	722,000
_	46,685	_	61,495		-		108,180
\$	768,685	\$	61,495	\$	-	\$	830,180
	Dec	\$ 722,000 46,685	December 31, 2020 Addition \$ 722,000 \$ 46,685	December 31, 2020 Additions \$ 722,000 \$ - 46,685 61,495	December 31, 2020 Additions Retire \$ 722,000 \$ - \$ 46,685 \$	December 31, 2020 Additions Retirements \$ 722,000 \$ - \$ - 46,685 61,495 -	December 31, 2020 Additions Retirements \$ 722,000 \$ - \$ - \$ 46,685 \$ - \$

Debt and Leases (Continued)

The District has no operating or capital leases.

Reserves

Emergency Reserve

The District has provided for an Emergency Reserve fund equal to at least 3.00% of fiscal year spending for 2022 as defined under TABOR.

Debt Service Reserves

The District maintains a Debt Service Reserve of \$170,750 as required with the issuance of the Series 2020 Bonds.

This information is an integral part of the accompanying budget.

HOMESTEAD HILLS METROPOLITAN DISTRICT SCHEDULE OF DEBT SERVICE REQUIREMENTS TO MATURITY

Bonds and Interest Maturing in the Year Ending December 31,	General Obligation Bonds, Series 2020A Initial Funded Amount \$2,220,000 Interest Rate of 5.00% Payable June 1 and December 1 Principal Due December 1 Principal Interest Total						
2022	\$ -	\$ 111,000	\$ 111,000				
2022	ۍ 20,000	\$ 111,000	\$ 111,000 131,000				
2023	20,000	110,000	130,000				
2024	25,000	109,000	134,000				
2025	25,000	109,000	132,750				
2020	30,000	106,500	136,500				
2028	35,000	105,000	140,000				
2029	35,000	103,250	138,250				
2029	40,000	101,500	141,500				
2030	40,000	99,500	139,500				
2032	45,000	97,500	142,500				
2032	50,000	95,250	145,250				
2034	55,000	92,750	147,750				
2035	55,000	90,000	145,000				
2036	65,000	87,250	152,250				
2037	65,000	84,000	149,000				
2038	75,000	80,750	155,750				
2039	75,000	77,000	152,000				
2040	85,000	73,250	158,250				
2041	90,000	69,000	159,000				
2042	95,000	64,500	159,500				
2043	100,000	59,750	159,750				
2044	110,000	54,750	164,750				
2045	115,000	49,250	164,250				
2046	125,000	43,500	168,500				
2047	130,000	37,250	167,250				
2048	140,000	30,750	170,750				
2049	145,000	23,750	168,750				
2050	330,000	16,500	346,500				
	\$ 2,220,000	\$ 2,291,250	\$ 4,511,250				