

# **Willow Bend Metropolitan District**

## **2019 Annual Report**

**WILLOW BEND METROPOLITAN DISTRICT  
CITY OF THORNTON, STATE OF COLORADO  
ANNUAL REPORT FOR FISCAL YEAR 2019**

Pursuant to the Service Plan for Willow Bend Metropolitan District (the “**District**”), the District is required to provide an annual report to the City of Thornton (the “**City**”) with regard to the following matters:

**To the best of our actual knowledge, for the year ending December 31, 2019, the District makes the following report:**

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

There were no boundary changes made or proposed to the District’s boundaries in 2019.

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

The City and the District are parties to the Intergovernmental Agreement Between the City of Thornton and Willow Bend Metropolitan District Regarding the Amended Service Plan for the District, entered into on February 27, 2018, which was amended by that First Amendment to Intergovernmental Agreement Between the City of Thornton and Willow Bend Metropolitan District Regarding the Amended Service Plan for the District dated August 27, 2019.

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

As of December 31, 2019, the District had not yet adopted rules and regulations.

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

To our actual knowledge, based on review of the court records in Adams County, Colorado there is no litigation involving the District Public Improvements as of December 31, 2019.

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

The Public Improvements within the District are being constructed by the developer of the project. The District engineer has certified public improvement costs related to grading, sanitary sewer, water, storm sewer, concrete and asphalt in the amount of \$12,816,067.23.

**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 of the prior year.**

The facilities and improvements within the District are being constructed by the developer of the project. The City accepts improvements upon completion of a given phase. The District has not constructed any facilities or improvements.

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

The District received certification of valuation from Adams County Assessor that reports a taxable assessed valuation for 2019 of \$3,411,270.00. The report is attached hereto as **Exhibit A**.

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

The 2020 budget for the District is attached hereto as **Exhibit B**. The District does not plan to construct any public improvements during 2020, as all Public Improvements within the District are being constructed by the developer of the project.

**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 2019 audit has not yet been completed. A copy of the 2019 audit will be sent to the City under separate cover upon completion.

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

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

**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.

# EXHIBIT A

## 2019 Assessed Valuation

### CERTIFICATION OF VALUATION BY ADAMS COUNTY ASSESSOR

Name of Jurisdiction: 408 - WILLOW BEND METRO DISTRICT

IN ADAMS COUNTY ON 12/4/2019

New Entity: No

<b>USE FOR STATUTORY PROPERTY TAX REVENUE LIMIT CALCULATIONS (5.5% LIMIT) ONLY</b>
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IN ACCORDANCE WITH 39-5-121(2)(a) AND 39-5-128(1), C.R.S. AND NO LATER THAN AUGUST 25, THE ASSESSOR CERTIFIES THE TOTAL VALUATION FOR ASSESSMENT FOR THE TAXABLE YEAR 2019 IN ADAMS COUNTY, COLORADO

1. PREVIOUS YEAR'S NET TOTAL TAXABLE ASSESSED VALUATION:	\$2,128,170
2. CURRENT YEAR'S GROSS TOTAL TAXABLE ASSESSED VALUATION: *	\$3,411,270
3. LESS TIF DISTRICT INCREMENT, IF ANY:	\$0
4. CURRENT YEAR'S NET TOTAL TAXABLE ASSESSED VALUATION:	\$3,411,270
5. NEW CONSTRUCTION: **	\$98,120
6. INCREASED PRODUCTION OF PRODUCING MINES: #	\$0
7. ANNEXATIONS/INCLUSIONS:	\$0
8. PREVIOUSLY EXEMPT FEDERAL PROPERTY: #	\$0
9. NEW PRIMARY OIL OR GAS PRODUCTION FROM ANY PRODUCING OIL AND GAS LEASEHOLD OR LAND (29-1-301(1)(b) C.R.S.): ##	\$0
10. TAXES COLLECTED LAST YEAR ON OMITTED PROPERTY AS OF AUG. 1 (29-1-301(1)(a) C.R.S.):	\$0.00
11. TAXES ABATED AND REFUNDED AS OF AUG. 1 (29-1-301(1)(a) C.R.S.) and (39-10-114(1)(a)(I)(B) C.R.S.):	\$0.00

\* This value reflects personal property exemptions IF enacted by the jurisdiction as authorized by Art. X, Sec.20(8)(b), Colo.

\*\* New construction is defined as: Taxable real property structures and the personal property connected with the structure.

# Jurisdiction must submit respective certifications (Forms DLG 52 AND 52A) to the Division of Local Government in order for the values to be treated as growth in the limit calculation.

## Jurisdiction must apply (Forms DLG 52B) to the Division of Local Government before the value can be treated as growth in the limit calculation.

<b>USE FOR 'TABOR' LOCAL GROWTH CALCULATIONS ONLY</b>
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IN ACCORDANCE WITH THE PROVISION OF ARTICLE X, SECTION 20, COLO CONST, AND 39-5-121(2)(b), C.R.S. THE ASSESSOR CERTIFIES THE TOTAL ACTUAL VALUATION FOR THE TAXABLE YEAR 2019 IN ADAMS COUNTY, COLORADO ON AUGUST 25, 2019

1. CURRENT YEAR'S TOTAL ACTUAL VALUE OF ALL REAL PROPERTY: @	\$13,319,276
ADDITIONS TO TAXABLE REAL PROPERTY:	
2. CONSTRUCTION OF TAXABLE REAL PROPERTY IMPROVEMENTS: !	\$1,372,282
3. ANNEXATIONS/INCLUSIONS:	\$0
4. INCREASED MINING PRODUCTION: %	\$0
5. PREVIOUSLY EXEMPT PROPERTY:	\$0
6. OIL OR GAS PRODUCTION FROM A NEW WELL:	\$0
7. TAXABLE REAL PROPERTY OMITTED FROM THE PREVIOUS YEAR'S TAX WARRANT:	\$0
(If land and/or a structure is picked up as omitted property for multiple years, only the most current year's actual value can be reported as omitted property.)	
DELETIONS FROM TAXABLE REAL PROPERTY:	
8. DESTRUCTION OF TAXABLE REAL PROPERTY IMPROVEMENTS:	\$0
9. DISCONNECTIONS/EXCLUSION:	\$0
10. PREVIOUSLY TAXABLE PROPERTY:	\$0

@ This includes the actual value of all taxable real property plus the actual value of religious, private schools, and charitable real property.

! Construction is defined as newly constructed taxable real property structures.

% Includes production from new mines and increases in production of existing producing mines.

IN ACCORDANCE WITH 39-5-128(1), C.R.S. AND NO LATER THAN AUGUST 25, THE ASSESSOR CERTIFIES TO SCHOOL DISTRICTS: 1. TOTAL ACTUAL VALUE OF ALL TAXABLE PROPERTY:----->	\$0
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NOTE: All levies must be Certified to the Board of County Commissioners NO LATER THAN DECEMBER 15, 2019

Data Date: 12/4/2019

**EXHIBIT B**

2020 Budget



CliftonLarsonAllen LLP

CLAAconnect.com

## Accountant's Compilation Report

Board of Directors  
Willow Bend Metropolitan District

Management is responsible for the accompanying budget of revenues, expenditures and fund balances of Willow Bend Metropolitan District for the year ending December 31, 2020, including the estimate of comparative information for the year ending December 31, 2019, and the actual comparative information for the year ended December 31, 2018, in the format prescribed by Colorado Revised Statutes (C.R.S.) 29-1-105 and the related summary of significant assumptions in accordance with guidelines for the presentation of a budget established by the American Institute of Certified Public Accountants (AICPA). We have performed a compilation engagement in accordance with Statements on Standards for Accounting and Review Services promulgated by the Accounting and Review Services Committee of the AICPA. We did not audit or review the budget nor were we required to perform any procedures to verify the accuracy or completeness of the information provided by management. Accordingly, we do not express an opinion, a conclusion, nor provide any form of assurance on the accompanying budget.

The budgeted results may not be achieved as there will usually be differences between the budgeted and actual results, because events and circumstances frequently do not occur as expected, and these differences may be material. We assume no responsibility to update this report for events and circumstances occurring after the date of this report.

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

We are not independent with respect to Willow Bend Metropolitan District.

*CliftonLarsonAllen LLP*

Greenwood Village, Colorado  
December 18, 2019



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**WILLOW BEND METROPOLITAN DISTRICT  
SUMMARY  
2020 BUDGET  
WITH 2018 ACTUAL AND 2019 ESTIMATED  
For the Years Ended and Ending December 31,**

12/18/19

	ACTUAL 2018	ESTIMATED 2019	BUDGET 2020
BEGINNING FUND BALANCES	\$ -	\$ (6,743)	\$ 5,883,264
REVENUES			
Property taxes	572	138,792	206,938
Specific ownership tax	47	9,480	16,556
Interest income	13	55,800	41,500
Developer advance	11,607	5,255	-
Bond issuance - Series 2019A	-	16,455,000	-
Bond premium - Series 2019A	-	769,361	-
Bond issuance - Series 2019B	-	2,266,000	-
Other revenue	-	-	-
Total revenues	<u>12,239</u>	<u>19,699,688</u>	<u>264,994</u>
TRANSFERS IN	<u>-</u>	<u>3,197,752</u>	<u>-</u>
Total funds available	<u>12,239</u>	<u>22,890,697</u>	<u>6,148,258</u>
EXPENDITURES			
General Fund	18,982	91,020	74,000
Debt Service Fund	-	258,252	840,000
Capital Projects Fund	-	13,460,409	2,897,200
Total expenditures	<u>18,982</u>	<u>13,809,681</u>	<u>3,811,200</u>
TRANSFERS OUT	<u>-</u>	<u>3,197,752</u>	<u>-</u>
Total expenditures and transfers out requiring appropriation	<u>18,982</u>	<u>17,007,433</u>	<u>3,811,200</u>
ENDING FUND BALANCES	<u>\$ (6,743)</u>	<u>\$ 5,883,264</u>	<u>\$ 2,337,058</u>
EMERGENCY RESERVE	\$ 100	\$ 4,500	\$ 600
CAPITALIZED INTEREST	-	1,645,500	822,750
RESERVE FUND	-	1,294,000	1,294,000
SURPLUS FUND	-	5,000	218,823
TOTAL RESERVE	<u>\$ 100</u>	<u>\$ 2,949,000</u>	<u>\$ 2,336,173</u>

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

**WILLOW BEND METROPOLITAN DISTRICT  
PROPERTY TAX SUMMARY INFORMATION  
2020 BUDGET  
WITH 2018 ACTUAL AND 2019 ESTIMATED  
For the Years Ended and Ending December 31,**

12/18/19

	ACTUAL 2018	ESTIMATED 2019	BUDGET 2020
<b>ASSESSED VALUATION</b>			
Residential	\$ -	\$ -	\$ 148,170
State assessed	-	-	90
Vacant land	10,370	2,126,170	3,261,370
Personal property	-	-	1,640
Certified Assessed Value	<u>\$ 10,370</u>	<u>\$ 2,126,170</u>	<u>\$ 3,411,270</u>
<b>MILL LEVY</b>			
General	55.278	65.278	5.000
Debt Service	0.000	0.000	55.663
Total mill levy	<u>55.278</u>	<u>65.278</u>	<u>60.663</u>
<b>PROPERTY TAXES</b>			
General	\$ 573	\$ 138,792	\$ 17,056
Debt Service	-	-	189,882
Levied property taxes	<u>573</u>	<u>138,792</u>	<u>206,938</u>
Adjustments to actual/rounding	(1)	-	-
Budgeted property taxes	<u>\$ 572</u>	<u>\$ 138,792</u>	<u>\$ 206,938</u>
<b>BUDGETED PROPERTY TAXES</b>			
General	<u>\$ 572</u>	<u>\$ 138,792</u>	<u>\$ 17,056</u>
Debt Service	<u>-</u>	<u>-</u>	<u>189,882</u>
	<u>\$ 572</u>	<u>\$ 138,792</u>	<u>\$ 206,938</u>

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

**WILLOW BEND METROPOLITAN DISTRICT  
GENERAL FUND  
2020 BUDGET  
WITH 2018 ACTUAL AND 2019 ESTIMATED  
For the Years Ended and Ending December 31,**

12/18/19

	ACTUAL 2018	ESTIMATED 2019	BUDGET 2020
BEGINNING FUND BALANCES	\$ -	\$ (6,743)	\$ 56,564
<b>REVENUES</b>			
Property taxes	572	138,792	17,056
Specific ownership tax	47	9,480	1,365
Interest income	13	800	500
Developer advance	11,607	5,255	-
Total revenues	<u>12,239</u>	<u>154,327</u>	<u>18,921</u>
Total funds available	<u>12,239</u>	<u>147,584</u>	<u>75,485</u>
<b>EXPENDITURES</b>			
General and administrative			
Accounting	4,550	15,000	30,000
Audit	-	-	4,500
Bond issue costs	-	-	-
County Treasurer's fee	9	2,082	256
Dues and licenses	-	495	1,000
District management	2,801	10,000	10,000
Election expense	-	-	1,000
Insurance and bonds	-	1,811	2,000
Legal services	11,622	40,000	25,000
Repay developer advance - principal	-	16,862	-
Repay developer advance - interest	-	770	-
Miscellaneous	-	4,000	-
Contingency	-	-	244
Total expenditures	<u>18,982</u>	<u>91,020</u>	<u>74,000</u>
Total expenditures and transfers out requiring appropriation	<u>18,982</u>	<u>91,020</u>	<u>74,000</u>
ENDING FUND BALANCES	<u>\$ (6,743)</u>	<u>\$ 56,564</u>	<u>\$ 1,485</u>
EMERGENCY RESERVE	<u>\$ 100</u>	<u>\$ 4,500</u>	<u>\$ 600</u>
TOTAL RESERVE	<u>\$ 100</u>	<u>\$ 4,500</u>	<u>\$ 600</u>

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

**WILLOW BEND METROPOLITAN DISTRICT  
DEBT SERVICE FUND  
2020 BUDGET  
WITH 2018 ACTUAL AND 2019 ESTIMATED  
For the Years Ended and Ending December 31,**

12/18/19

	ACTUAL 2018	ESTIMATED 2019	BUDGET 2020
BEGINNING FUND BALANCES	\$ -	\$ -	\$ 2,944,500
REVENUES			
Property taxes	-	-	189,882
Specific ownership tax	-	-	15,191
Interest income	-	5,000	26,000
Total revenues	<u>-</u>	<u>5,000</u>	<u>231,073</u>
TRANSFERS IN			
Transfers from other funds	<u>-</u>	<u>3,197,752</u>	<u>-</u>
Total funds available	<u>-</u>	<u>3,202,752</u>	<u>3,175,573</u>
EXPENDITURES			
Debt service			
County Treasurer's fee	-	-	2,848
Bond interest - Series 2019A	-	258,252	822,750
Contingency	-	-	14,402
Total expenditures	<u>-</u>	<u>258,252</u>	<u>840,000</u>
Total expenditures and transfers out requiring appropriation	<u>-</u>	<u>258,252</u>	<u>840,000</u>
ENDING FUND BALANCES	<u>\$ -</u>	<u>\$ 2,944,500</u>	<u>\$ 2,335,573</u>
CAPITALIZED INTEREST	\$ -	\$ 1,645,500	\$ 822,750
RESERVE FUND	-	1,294,000	1,294,000
SURPLUS FUND	-	5,000	218,823
TOTAL RESERVE	<u>\$ -</u>	<u>\$ 2,944,500</u>	<u>\$ 2,335,573</u>

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

**WILLOW BEND METROPOLITAN DISTRICT  
CAPITAL PROJECTS FUND  
2020 BUDGET  
WITH 2018 ACTUAL AND 2019 ESTIMATED  
For the Years Ended and Ending December 31,**

12/18/19

	ACTUAL 2018	ESTIMATED 2019	BUDGET 2020
BEGINNING FUND BALANCES	\$ -	\$ -	\$ 2,882,200
REVENUES			
Bond issuance - Series 2019A	-	16,455,000	-
Bond premium - Series 2019A	-	769,361	-
Bond issuance - Series 2019B	-	2,266,000	-
Other revenue	-	-	-
Interest income	-	50,000	15,000
Total revenues	-	19,540,361	15,000
Total funds available	-	19,540,361	2,897,200
EXPENDITURES			
Capital Projects			
Costs of issuance	-	644,342	-
Capital outlay	-	12,816,067	2,897,200
Contingency	-	-	-
Total expenditures	-	13,460,409	2,897,200
TRANSFERS OUT			
Transfers to other fund	-	3,197,752	-
Total expenditures and transfers out requiring appropriation	-	16,658,161	2,897,200
ENDING FUND BALANCES	\$ -	\$ 2,882,200	\$ -

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

**WILLOW BEND METROPOLITAN DISTRICT  
2020 BUDGET  
SUMMARY OF SIGNIFICANT ASSUMPTIONS**

**Services Provided**

The Willow Bend Metropolitan District organization was approved by eligible electors of the District at an election held on November 5, 2013. The District was organized by order of the District Court in and for Adams County on November 26, 2013. The formation of the District was approved by the City of Thornton, Colorado in conjunction with the approval by the City Council of a Service Plan for the District on August 27, 2013. The District exists as a quasi-municipal corporation and political subdivision of the State of Colorado under Title 32, Article 1 of the Colorado Revised Statutes, as amended (C.R.S.)

The District shall have the power and authority to provide the Public Improvements and related operation and maintenance services within and without the boundaries of the District as such power and authority is described in the Special District Act, subject to the limitations on fire protection, television relay and transmission and telecommunication facilities.

On November 5, 2013, the District's voters authorized general obligation indebtedness of \$148,500,000 for District improvements, \$16,500,000 for the purpose of refunding debt, \$16,500,000 in intergovernmental agreements, and \$16,500,000 for operations and maintenance debt. The service plan has a limitation on the issuance of debt to \$22,000,000 of which \$3,279,000 is remaining.

Additionally, on November 5, 2013, the election also approved an annual increase in property taxes of \$500,000 without limitation of rate, to pay the District's operation and maintenance costs and \$16,500,000 for multiple fiscal year IGA mill levy.

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

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**

**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.

**WILLOW BEND METROPOLITAN DISTRICT  
2020 BUDGET  
SUMMARY OF SIGNIFICANT ASSUMPTIONS**

**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 6% 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 1%.

**Expenditures**

**Administrative Expenditures**

Administrative expenditures for the project 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, audit, accounting, insurance, management, maintenance and other administrative expenses.

**County Treasurer's Fees**

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

**Debt Service**

The principal and interest payments are provided based on the debt amortization schedules from the General Obligation Bonds, Series 2019A (discussed under Debt and Leases).

**Capital Outlay**

The District anticipates infrastructure improvements as noted in the Capital Projects fund.

**Debt and Leases**

On July 31, 2019, the District issued its Series 2019A Limited Tax (Convertible to Unlimited Tax) General Obligation Bonds in the amount of \$16,455,000 and the Series 2019B Subordinate Limited Tax General Obligation Bonds in the amount of \$2,266,000. Proceeds from the sale of the Senior Bonds were used to: (a) finance public improvements; (b) pay capitalized interest on the Senior Bonds; (c) fund the Senior Reserve Fund; and (d) pay costs of issuance of the Bonds. Proceeds from the sale of the Subordinate Bonds will be used to finance additional public improvements related to the Development.

**WILLOW BEND METROPOLITAN DISTRICT  
2020 BUDGET  
SUMMARY OF SIGNIFICANT ASSUMPTIONS**

**Debt and Leases – (continued)**

The primary source of revenue or cash receipts will be ad valorem property taxes. Property taxes are levied by the Board of Directors of the District. The levy is based on assessed valuations determined by the County Assessor generally as of January 1 of each year. The levy is expressed in terms of mills. A mill is equal to 1/10 of one cent per dollar of assessed valuation. 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 Series 2019A Bonds bear interest at a rate of 5.00%. The bond interest is payable semi-annually on June 1 and December 1, beginning on December 1, 2019. Annual mandatory sinking fund principal payments are due on December 1 of each year beginning on December 1, 2024. The Series 2019A Bonds mature on December 1, 2049.

To the extent principal of any Senior Bond 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 Bond is not paid when due, such interest shall compound on each interest payment date, at the rate then borne by the Senior Bond. The District shall not be obligated to pay more than the amount permitted by law and the Election in repayment of the Senior Bonds. In the event any amounts due on the Senior Bonds remain unpaid after the application of all Senior Pledged Revenue available therefor on the Senior Bonds Discharge Date, such amounts shall be deemed discharged and shall no longer be due and outstanding.

The Subordinate Bonds will bear interest at the rate of 7.625% per annum and are payable annually on December 15, beginning December 15, 2019 from, and to the extent of, Subordinate Pledged Revenue available, if any, and mature on December 15, 2049. 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. The District shall not be obligated to pay more than the amount permitted by law and the Election in repayment of the Subordinate Bonds. All of the Subordinate Bonds and interest thereon are to be deemed to be paid, satisfied, and 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.

The Senior Bonds are secured by and payable solely from and to the extent of Senior Pledged Revenue, net of any costs of collection, which includes:

- (a) all Senior Property Tax Revenues;
- (b) all Senior Specific Ownership Tax Revenues;
- (c) all Capital Fees; and
- (d) any other legally available moneys which the District determines, in its absolute discretion, to credit to the Senior Bond Fund.

"Senior Property Tax Revenues" means all moneys derived from imposition by the District of the Senior Required Mill Levy and excludes Senior Specific Ownership Tax Revenues. Senior Property Tax Revenues are net of the costs of collection and any tax refunds or abatements authorized by or on behalf of the County.

**WILLOW BEND METROPOLITAN DISTRICT  
2020 BUDGET  
SUMMARY OF SIGNIFICANT ASSUMPTIONS**

**Debt and Leases – (continued)**

"Senior Specific Ownership Tax Revenues" means the specific ownership taxes remitted to the District as a result of its imposition of the Senior Required Mill Levy.

"Capital Fees" means all fees, rates, tolls, penalties, and charges of a capital nature (excluding periodic, recurring service charges) now or hereafter imposed by the District pledged to the payment of the Senior Bonds. The District does not currently impose Capital Fees and does not currently have plans to impose them.

The Senior Bonds are additionally secured by capitalized interest which will be funded from the proceeds of the Senior Bonds, by the Senior Reserve Fund which will be funded from the proceeds of the Senior Bonds, and by amounts, if any, in the Senior Surplus Fund. The Senior Surplus Fund will not be funded as of the date of issuance of the Senior Bonds.

The Senior Bonds are also secured by amounts on deposit in the Senior Reserve Fund. The Senior Reserve Fund was funded from proceeds of the Senior Bonds in the amount of \$1,294,000. If a withdrawal from the Senior Reserve Fund is made that reduces the balance in such fund below the Reserve Requirement for the Senior Bonds, the District shall include in the computation of its next mill levy certification the amount necessary to replenish the Senior Reserve Fund to the Reserve Requirement (subject to the limitations of the Senior Required Mill Levy).

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 Senior Surplus Fund, up to the Maximum Surplus Amount of \$1,645,500. The Senior Surplus Fund shall be maintained until the Conversion Date, at which time the Senior Surplus Fund will be terminated and all amounts on deposit shall be released to the District for application to any lawful purpose.

Pursuant to the Subordinate Indenture, amounts released from the Senior Surplus Fund are pledged to the repayment of the Subordinate Bonds.

The District has acknowledged that State Law places certain restrictions on the use of money derived from the Required Mill Levies.

The Subordinate Bonds are secured by and payable solely from and to the extent of Subordinate Pledged Revenue, net of any costs of collection, which includes:

- (a) all Subordinate Property Tax Revenues;
- (b) all Subordinate Specific Ownership Tax Revenues;
- (c) all Subordinate Capital Fees;
- (d) any amounts in the Senior Surplus Fund upon the termination of such fund pursuant to the Senior Indenture;
- (e) any other legally available moneys which the District determines, in its absolute discretion, to credit to the Subordinate Bond Fund.

**WILLOW BEND METROPOLITAN DISTRICT  
2020 BUDGET  
SUMMARY OF SIGNIFICANT ASSUMPTIONS**

**Debt and Leases – (continued)**

“Subordinate Property Tax Revenues” means all moneys derived from imposition by the District of the Subordinate Required Mill Levy and excludes Subordinate Specific Ownership Tax Revenues. Subordinate Property Tax Revenues are net of the costs of collection and any tax refunds or abatements authorized by or on behalf of the County.

“Subordinate Specific Ownership Tax Revenues” means the specific ownership taxes remitted to the District as a result of its imposition of the Subordinate Required Mill Levy.

“Subordinate Capital Fee Revenue” means any revenue from Capital Fees remaining after deduction of any amount thereof used, paid, pledged, or otherwise applied to the payment of any Senior Obligations. The District does not currently impose Capital Fees and does not currently have plans to impose them.

The District has no operating or capital leases.

**Emergency Reserve**

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

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

**WILLOW BEND METROPOLITAN DISTRICT  
SCHEDULE OF DEBT SERVICE REQUIREMENTS TO MATURITY**

**\$16,455,000 Limited Tax (Convertible to Unlimited Tax)  
General Obligation Bonds, Series 2019A  
Dated July 31, 2019**

**Principal due December 1  
Interest Rate 5.000% Payable  
June 1 and December 1**

<u>Year Ended December 31,</u>	<u>Principal</u>	<u>Interest</u>	<u>Total</u>
2020	\$ -	\$ 822,750	\$ 822,750
2021	-	822,750	822,750
2022	-	822,750	822,750
2023	-	822,750	822,750
2024	135,000	822,750	957,750
2025	205,000	816,000	1,021,000
2026	235,000	805,750	1,040,750
2027	250,000	794,000	1,044,000
2028	280,000	781,500	1,061,500
2029	295,000	767,500	1,062,500
2030	330,000	752,750	1,082,750
2031	350,000	736,250	1,086,250
2032	390,000	718,750	1,108,750
2033	405,000	699,250	1,104,250
2034	450,000	679,000	1,129,000
2035	470,000	656,500	1,126,500
2036	520,000	633,000	1,153,000
2037	545,000	607,000	1,152,000
2038	595,000	579,750	1,174,750
2039	625,000	550,000	1,175,000
2040	680,000	518,750	1,198,750
2041	710,000	484,750	1,194,750
2042	770,000	449,250	1,219,250
2043	810,000	410,750	1,220,750
2044	875,000	370,250	1,245,250
2045	920,000	326,500	1,246,500
2046	990,000	280,500	1,270,500
2047	1,040,000	231,000	1,271,000
2048	1,115,000	179,000	1,294,000
2049	2,465,000	123,250	2,588,250
	<u>\$ 16,455,000</u>	<u>\$ 18,064,750</u>	<u>\$ 34,519,750</u>

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